

# Implementation of Integrated Governance

As a form of transparency in the implementation of Integrated Governance in the BNI Financial Conglomerate, as well as a follow-up to the provisions stipulated in OJK Regulation No. 18/POJK.03/2014 dated November 18, 2014 concerning the Implementation of Integrated Governance for Financial Conglomerate, and OJK 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 of BNI's Financial Conglomerate in 2021 consisted of:

1. Self-Assessment Report on the Integrated Governance Implementation during 2021;
2. Structure of BNI Financial Conglomerate;
3. Structure of share ownership in BNI Financial Conglomerate as of December 2021;
4. Management Structure of BNI Financial Conglomerate;
5. Basic Principles of Integrated Governance of BNI Financial Conglomerate;
6. Intra-Group Transaction Policy at BNI Financial Conglomerate;
7. Report on the Implementation of BNI Good Corporate Governance as the Main Entity in the BNI Financial Conglomerate.

The following shows the Implementation of BNI Good Corporate Governance as the Main Entity in the BNI Financial Conglomerate.

## SELF-ASSESSMENT REPORT ON IMPLEMENTATION OF INTEGRATED GOVERNANCE IN 2021

OJK Regulation No. 18/POJK.03/2014 dated November 18, 2014 concerning the Implementation of Integrated Governance for Financial Conglomerates, and OJK Circular No. 15/SEOJK.03/2015 dated May 25, 2015 concerning the Implementation of Integrated Governance For Financial Conglomerates, requires that the Financial Conglomerate compiles a Self-Assessment Report periodically (June and December) and submits to the Financial Services Authority no later than the 15th of the second month after the end of the relevant reporting month (August 15 and February 15).

The Self Assessment of the Integrated Governance principles implementation in the BNI Financial Conglomerate must at least be realized and focused on 7 (seven) evaluation factors for the Integrated Governance implementation consisting of:

### Assessment Factors

NO.	ASSESSMENT FACTORS
1.	Board of Directors of Main Entity
2.	Board of Commissioners of Main Entity
3.	Integrated Governance Committee
4.	Integrated Compliance Work Unit
5.	Integrated Internal Audit Work Unit
6.	Implementation of Integrated Risk Management
7.	Integrated Governance Guidelines

The self-assessments are categorized into 5 (five) ratings with an explanation of each rating as follows:

RATING	DEFINITION
1	The Financial Conglomerate Integrated Governance implementation is generally very good. This is reflected in the very adequate fulfillment of the application of the principles of Integrated Governance. If there are weaknesses in the implementation of Integrated Governance, in general these weaknesses are not significant and can be corrected immediately by the Main Entity and/or LJK.
2	The Financial Conglomerate Integrated Governance implementation is generally very good. This is reflected in the adequate fulfillment of the application of the principles of Integrated Governance. If there are weaknesses in the implementation of Integrated Governance, in general these weaknesses are less significant and can be resolved with normal actions by the Main Entity and/or LJK.
3	Konglomerasi Keuangan dinilai telah melakukan penerapan Tata Kelola Terintegrasi yang secara umum cukup baik. Hal ini tercermin dari pemenuhan yang cukup memadai atas penerapan prinsip Tata Kelola Terintegrasi. Apabila terdapat kelemahan dalam penerapan prinsip Tata Kelola Terintegrasi, secara umum kelemahan tersebut cukup signifikan dan memerlukan perhatian yang cukup dari Entitas Utama dan/atau LJK.
4	The Financial Conglomerate Integrated Governance implementation is generally not good enough. This is reflected in the inadequate fulfillment of the application of the principles of Integrated Governance. There are weaknesses in the implementation of Integrated Governance, in general these weaknesses are significant and require comprehensive improvement by the Main Entity and/ or LJK.
5	The Financial Conglomerate Integrated Governance implementation is generally not good enough. This is reflected in the inadequate fulfillment of the application of the principles of Integrated Governance. There are weaknesses in the implementation of Integrated Governance, in general these weaknesses are very significant and difficult for the Main Entity and/or LJK to fix.

In the 2021 period, BNI prepared a self assessment regarding the implementation of Integrated Governance of the BNI Financial Conglomerate as follows:

#### Implementation of Integrated Governance Self-Assessment Results

RATING		DEFINISI PERINGKAT
JUNE 2021	DECEMBER 2021	
2	2	The Financial Conglomerate is considered to have implemented good Integrated Governance. This is reflected in adequate compliance with the Integrated Governance principles. If there are weaknesses in the Integrated Governance implementation, in general these weaknesses are less significant and can be resolved by normal actions by the Main Entity and/or FSI.

Based on the Integrated Governance Implementation Self Assessment using 7 (seven) assessment factors for the period

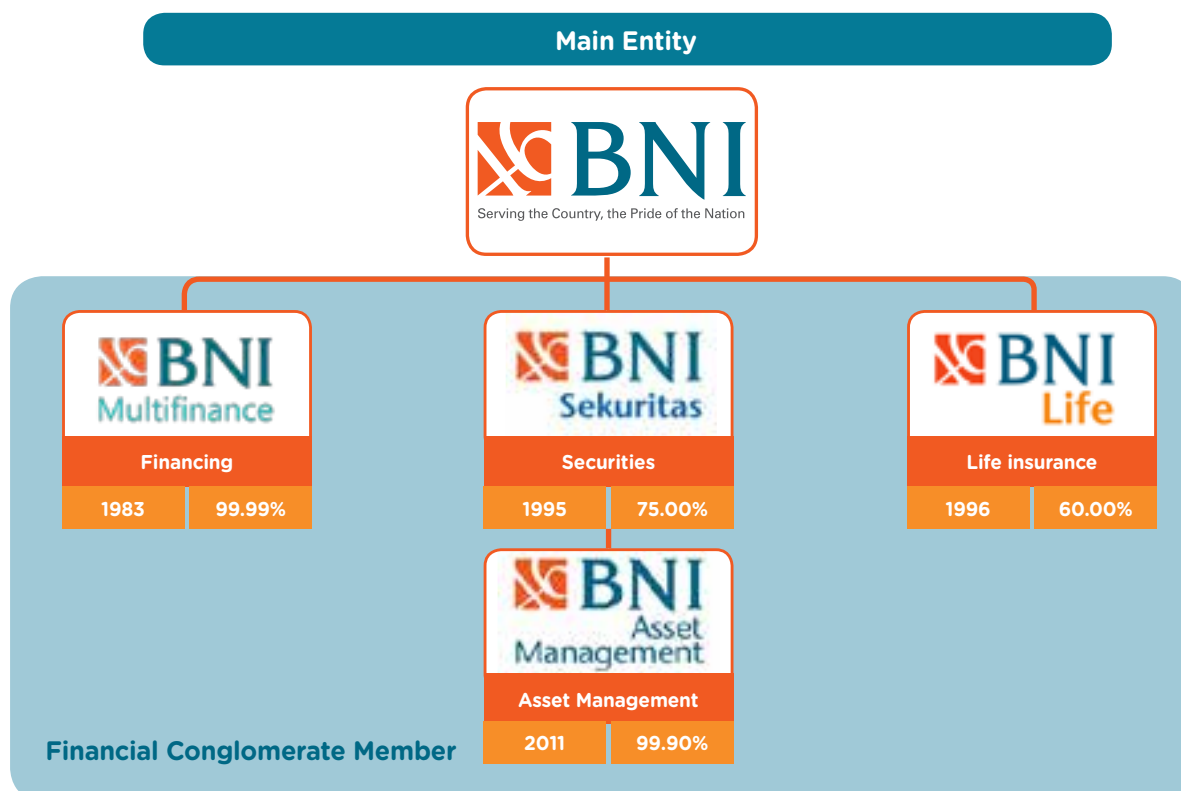
December 2020, we can conclude that:

1. Board of Directors of main entity
  - a. Dalam struktur Tata Kelola Terintegrasi seluruh In the Integrated Governance structure, all BNI Directors have met the qualifications stipulated by applicable laws;
  - b. The Integrated Governance processes have been carried out and followed up in accordance with the BNI Board of Commissioners directives;
  - c. The BNI Board of Directors has followed up on the BNI Board of Commissioners input on their evaluation of the Integrated Governance Guidelines, as well as ensured that internal and external audit findings have been properly followed up.
2. Board of Commissioners of main entity
  - a. In the Integrated Governance structure, all of BNI's Board of Commissioners have met the qualifications stipulated by the applicable legislation. All 10 (ten) members of the Board of Commissioners have passed the fit and proper test and have obtained a letter of approval from the Financial Services Authority (OJK);
  - b. In the Integrated Governance process, the BNI Board of Commissioners duties and responsibilities related to the Integrated Governance process includes providing input to the BNI Directors to improve the Integrated Governance Guidelines;
  - c. BNI's Board of Commissioners provided input and directives as well as evaluated the internal and external of audit findings to be followed up by the BNI Directors.

3. Integrated Governance Committee
  - a. The Integrated Governance Committee was established in accordance with applicable regulations;
  - b. During the January-December 2021 period, the Integrated Governance Committee held 6 (enam) meetings to provide input on the Governance implementation in the BNI Financial Conglomerate.
4. Integrated Compliance work unit
  - a. The Compliance Division as an Integrated Compliance Unit is independent in accordance with applicable regulations;
  - b. In order to improve the integrated compliance function, the Compliance Division carried out regular coordination and meetings with all work units in each FSI;
  - c. The Compliance Division monitored, and evaluated the implementation of the compliance function in each FSI and provided suggestions and recommendations on the implementation of the compliance function in each FSI in order to develop and ensure the compliance function in each FSI is running well.
5. Integrated Internal audit work unit
  - a. Internal Audit Unit is an independent Integrated Internal Audit Unit in accordance with applicable regulations;
  - b. The Internal Audit Unit as the Integrated Internal Audit Unit monitors the internal audit including:
    - Conducting audits of each Subsidiary Company while taking into account the size, characteristics, and business complexity of the subsidiary, as well as coordinating between the FSI SKAI periodically (quarterly) through the Subsidiary Development Division (PPA);
    - Evaluating the implementation of the internal audit function (SKAI) in each FSI;
- Coordinating with the FSI SKAI periodically involves the Subsidiary Development Division (PPA) every quarter, with material discussed including the FSI Audit Work Plan, Main Audit Results of each LJK and Follow-up on Internal & External Audit Results of each FSI.
- c. The Internal Audit Unit as the Integrated Internal Audit Unit acts objectively in carrying out its duties and responsibilities, and submits a report on its duties and responsibilities to the President Director and the Board of Commissioners of the Main Entity with a copy to the Director in charge of the Main Entity Compliance Function.
6. Implementation of Integrated risk management
  - a. The Bank's Risk Management Division is an independent Integrated Risk Management Unit in accordance with applicable regulations;
  - b. The Bank's Risk Management Division has determined and updated the policies and risk limits that apply to all FSI;
  - c. The implementation of Integrated Risk Management has accommodated the 4 (four) Risk Management pillars in accordance with the OJK Regulation.
7. Integrated Governance Guidelines
  - a. BNI's Financial Conglomerate Integrated Governance Guidelines have been prepared, reviewed and implemented in accordance with OJK Regulation No.18/POJK/POJK.03/2014 as stipulated in the Board of Directors and Board of Commissioners letter No. DIR/946 dated December 1, 2021 and No. DK/22 dated December 8, 2021;
  - b. BNI's Financial Conglomerate Integrated Governance Guidelines have been communicated to all FSIs in the BNI Financial Conglomerate and will continue to be evaluated in accordance with applicable regulations.

## BNI FINANCIAL CONGLOMERATE STRUCTURE

Based on the Board of Directors' Letter No. DIR/128 dated March 13, 2015 BNI Financial Conglomerate has reported its structure of as follows:



BNI Financial Conglomerate has fulfilled the administrative requirements and has been recorded in the supervision administration of the Financial Services Authority in conformity with OJK Letter No. S-48/PB.313/2015 dated 15 April 2015 and OJK Letter No. S-26/PB.312/2021 dated February 25, 2021 (after BNI Syariah joined Bank Syariah Indonesia), and in addition the BNI Financial Conglomerate has an Integrated Governance Committee (TKT) as follows:

POSITION	NAME
Chairman	Agus Dermawan Wintarto Martowardojo (BNI)
Member	Askolani (BNI) Susyanto (BNI) Parikesit Suprpto (BNI Life) Utang Ranuwijaya (BNI Life) Rosa De Lima Dwi Mutiari (BNI Multifinance) Eddy Siswanto (BNI Asset Management) Boyke Wibowo Mukiyat (BNI Sekuritas) Bambang Setyogroho (Pihak Independen Komite TKT) Indrayeti (Pihak Independen Komite TKT)

BNI also has an Integrated Governance Manual, compiled and reviewed in accordance with the prevailing laws and regulations. The Integrated Governance Guidelines were last updated and reviewed through the Board of Commissioners Decree No. DK/22 dated December 8, 2021. BNI's Integrated Governance Guidelines can be accessed through [www.bni.co.id](http://www.bni.co.id).

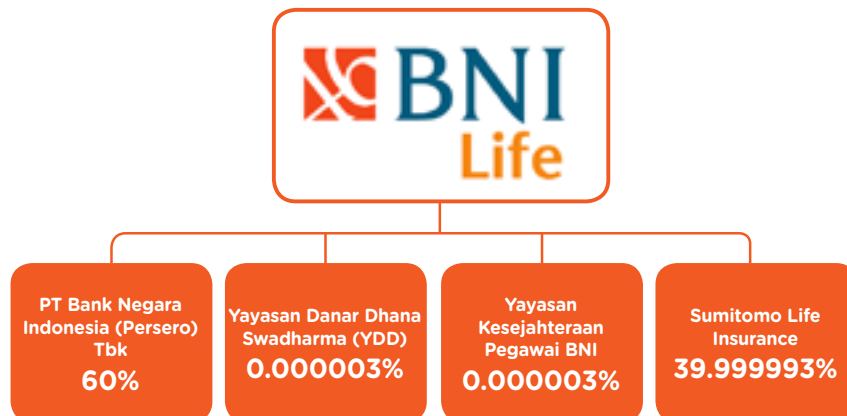
## SHARE OWNERSHIP STRUCTURE IN THE BNI FINANCIAL CONGLOMERATE

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

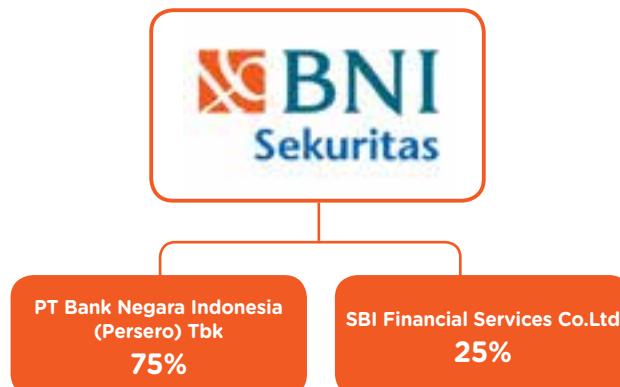


Share Ownership Structure of Financial Services Institutions in the BNI Financial Conglomerate, namely:

### 1. PT BNI Life Insurance



### 2. PT BNI Sekuritas



## 3. PT BNI Multifinance



## 4. PT BNI Asset Management



## BNI FINANCIAL CONGLOMERATE MANAGEMENT STRUCTURE

## Board of Commissioners' Structure

NAME	POSITION
Agus Dermawan Wintarto Martowardojo	President Commissioner/Independent
Pradjoto	Vice President Commissioner/Independent
Sigit Widyawan	Independent Commissioner
Septian Hario Seto	Independent Commissioner
Asmawi Syam	Independent Commissioner
Erwin Rijanto Slamet	Independent Commissioner
Iman Sugema	Independent Commissioner
Askolani	Commissioner
Susyanto	Commissioner
Ratih Nurdianti	Commissioner

### Board of Directors' Structure

NAME	POSITION
Royke Tumilaar	President Director
Adi Sulistyowati	Vice President Director
Novita Widya Anggraini	Managing Director of Finance
David Pirzada	Managing Director Risk Management
Henry Panjaitan	Managing Director Treasury and International
Corina Leyla Karnelies	Managing Director Consumer Business
Muhammad Iqbal	Managing Director MSME
Y.B. Hariantono	Managing Director Information Technology and Operations
Bob Tyasika Ananta	Managing Director Compliance
Sis Apik Wijayanto	Managing Director Institutional Relations
Silvano Winston Rumantir	Managing Director Corporate Banking
Ronny Venir	Managing Director Services and Network

## PT BNI LIFE INSURANCE

### Board of Commissioners' Structure

NAME	POSITION
Parikesit Suprpto	President Commissioner/Independent
Kazuhiko Arai	Commissioner
Iwan Abdi	Commissioner
Henry Cratein Suryanaga	Independent Commissioner
Alwi Abdurrahman Shihab	Independent Commissioner

### Board of Directors' Structure

NAMA	POSITION
Shadiq Akasya	President Director
Eben Eser Nainggolan	Managing Director Finance
Neny Asriany	Director
Naoto Oda	Director
Hiroshi Ono	Director

### Shariah Supervisory Board Structure

NAME	POSITION
Ir. Agus Haryadi, AAAIJ, FIIS, ASAI	Chairman
Prof. Dr. H. Utang Ranuwijaya, MA	Member
Hj. Siti Haniatunnisa, LLB, MH	Member

## PT BNI SEKURITAS

### Board of Commissioners' Structure

NAME	POSITION
Boyke Wibowo Mukiyat	President Commissioner/Independent
Yoshihiro Ishiwata	Commissioner
I Made Sukajaya*	Commissioner

#### Note:

\*waiting for OJK approval for fit & proper

### Board of Directors' Structure

NAME	POSITION
Agung Prabowo	President Director
Reza Benito Zahar	Director
Putu Bagus Kresna	Director
Nieko Kusuma*	Director
Vera Ongyono*	Director
Yoga Mulia*	Director

**Note:**

\*waiting for OJK approval for fit & proper

## PT BNI MULTIFINANCE

### Board of Commissioners' Structure

NAME	POSITION
Rosa De Lima Dwi Mutiari	President Commissioner/Independent
Wiwi Suprihatno	Commissioner

### Board of Directors' Structure

NAME	POSITION
Hasan Gazali Pulungan	President Director
Antonius Anung Fajar Nugroho	Director
Linda Saragih	Director

## PT BNI ASSET MANAGEMENT

### Board of Commissioners' Structure

NAME	POSITION
Eko Priyo Pratomo*	President Commissioner/Independent Commissioner
Eddy Siswanto	Independent Commissioner
Teddy Erdius E. Saputra	Commissioner
Efrizal**	Commissioner

**Keterangan:**

\* still waiting EGMS approval

\*\* still waiting for fit & proper test

### Board of Directors' Structure

NAME	POSITION
Putut Endro Andanawarih	President Director
Donny Susantio Adjie	Managing Director Business
Ade Yusrriansyah	Managing Director Operation



## BASIC PRINCIPLES OF INTEGRATED GOVERNANCE IN BNI FINANCIAL CONGLOMERATE

To support the business and operations of the BNI Financial Conglomerate, BNI uses the GCG Roadmap issued by the Financial Services Authority and the ASEAN Corporate Governance Scorecard as the basic principles of implementing Integrated Governance.

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

1. Implementation of Integrated Corporate Governance in BNI Financial Conglomerate to create superior performance and add economic value to shareholders and other stakeholders, and ensure that the BNI Financial Conglomerate operation is in accordance with applicable laws, business ethics, and principles of good corporate governance;
2. Referring to the applicable laws and regulations, subsidiaries are separate legal entities from BNI, so they have their own duties and responsibilities in managing the Company;
3. Subsidiaries are independent legal entities in accordance with applicable laws and regulations, in which BNI is the Controlling Shareholder in BNI's Financial Conglomerate;
4. These Good Corporate Governance Principles guidelines apply to Subsidiary Companies as long as they are not regulated differently, according to the prevailing laws and regulations. Articles of Association of Subsidiaries that are not in accordance with this Code must be adjusted.

## INTRA-GROUP TRANSACTION POLICY IN BNI FINANCIAL CONGLOMERATE

### UNDERSTANDING INTRA-GROUP TRANSACTION RISK

The relationship between ownership and control in various financial services sectors affects the business continuity of Financial Services Institutions (FSI) due to direct or indirect risk exposures arising from the business activities of entities incorporated in a Financial Conglomerate. Therefore, the

Financial Services Authority (OJK) 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 for the Financial Conglomerate to manage intra-group transaction risk.

Intra-group transaction risk is the risk arising from the dependency of an entity, directly or indirectly, on other entities within a Financial Conglomerate in the context of fulfilling the obligations of a written or unwritten agreement that is followed by a fund transfer and/or is not followed by a fund transfer.

### PURPOSE OF INTRA-GROUP TRANSACTION RISK MANAGEMENT

The implementation of Intra-group transaction Risk Management in the BNI Financial Conglomerate aims to:

1. Manage and oversee the risk of intra-group financial conglomerate transactions based on the principle of prudence;
2. Ensure the integrated risk management process minimizes the possibility of negative impacts caused by the dependency of an FSI either directly or indirectly on another FSI in one Financial Conglomerate, as well as the negative impact on the overall business condition of the BNI Financial Conglomerate.

### INTRA-GROUP TRANSACTION RISK MANAGEMENT PRINCIPLES

Matters that BNI as the main entity needs to address in Intra-group transaction Risk Management in the BNI Financial Conglomerate includes:

1. Having sufficient intra-group transaction risk management processes for the Financial Conglomerate as a whole;
2. Monitoring intra-group transactions in the Financial Conglomerate and preparing periodic reports;
3. Encouraging public disclosure related to intra-group transactions;
4. Considering the impact of intra-group transactions on the performance of FSI members of the Financial Conglomerate directly or on the BNI Financial Conglomerate as a whole.

## TYPES OF TRANSACTIONS THAT MIGHT POSE INTRA-GROUP TRANSACTION RISKS

The types of transactions that may pose risks to intra-group transactions in the BNI Financial Conglomerate include the following, but not limited to:

1. Cross ownership between the FSIs in the Financial Conglomerate;
2. Centralized short-term liquidity management in the Financial Conglomerate;
3. Guarantees, loans, and commitments given or obtained by an FSI from another FSI in the Financial Conglomerate;
4. Exposures to controlling shareholders, including loan exposures and off-balance sheets such as guarantees and commitments;
5. Purchase or sale of assets from one FSI to another FSI in the Financial Conglomerate;
6. Transfer of Risk through reinsurance; and
7. Transactions to divert third party risk exposure between FSIs in the Financial Conglomerate.

## ADEQUACY OF THE RISK IDENTIFICATION, MEASUREMENT, MONITORING AND CONTROL PROCESS AND THE INTRA-GROUP TRANSACTION RISK MANAGEMENT INFORMATION SYSTEM

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

### 1. Identification of Intra-group Transaction Risk

Identification of intra-group transaction risk is carried out by analyzing types of products and/or transactions between the FSI in the BNI Financial Conglomerate that may pose an intra-group transaction risk in the BNI Financial Conglomerate.

### 2. Measurement of Intra-Group Transaction Risk

Measurement of intra-group transaction risk aims to rank the risk level of intra-group transactions in the Financial Conglomerate. The matters to be addressed by BNI as the main entity for measuring intra-group transaction risk is to compile an intra-group transaction risk measurement methodology and to evaluate the suitability of the assumptions, data sources, and procedures used to measure intra-group transaction risk.

### 3. Intra-group Transaction Risk Monitoring

Monitoring of intra-group transaction risk is carried out by evaluating the exposure of material Intra-group Transaction Risk or that could have an impact on the capital condition of the Financial Conglomerate; and to improve the process and scope of reporting if there are material changes in business activities, products, transactions, and risk factors.

The material financial relationships in an intra-group relationship between the FSI in the BNI Financial Conglomerate is measured based on the value of BNI's financial transactions with FSI members in the BNI Financial Conglomerate, and between fellow FSIs in the BNI Financial Conglomerate.

### 4. Intra-group Transaction Risk Control

For risk control, BNI as the Main Entity ensures that the BNI Financial Conglomerate has a method of controlling intra-group transaction risks that could endanger the business continuity of the Financial Conglomerate.

The control of intra-group transaction risk in the BNI Financial Conglomerate is carried out by taking into account:

- a. The composition of inherent risk parameters for intra-group transactions in the assessment of integrated risk profiles;
- b. Compliance with the principle of arm's length (fairness of transactions) related to intra-group transactions;
- c. Availability and completeness of intra-group transaction documentation; and
- d. Compliance with legal/regulatory provisions that apply to each intra-group transaction.

### 5. Intra-group Transaction Risk Management Information System

The intra-group transaction risk management information system includes:

- a. Intra-group transaction risk profile reports as a part of the integrated risk profile report;
- b. Intra-group transaction report, which contains:
  - Recapitulation of transactions with related parties;
  - Important agreements with related parties.

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

Throughout 2021, all intra-group transactions have been carried out fairly (fulfilling the arm's length principle).

## **BNI GOOD CORPORATE GOVERNANCE IMPLEMENTATION REPORT AS THE MAIN ENTITY IN THE BNI FINANCIAL CONGLOMERATE**

Based on OJK Regulation No. 55/POJK.03/2016 concerning the Implementation of Governance for Commercial Banks, and OJK Regulation No. 4/POJK.03/2016 concerning Rating of Commercial Banks Soundness, each Bank is required to conduct a self-assessment of the Good Corporate Governance (GCG) principles implementation at least every semester for the position at the end of June and December.



## Corporate Governance Aspects and Principles Implementation In Accordance With Financial Services Authority Regulations Otoritas Jasa Keuangan

BNi applies the principles of Good Corporate Governance in every aspect of its business by referring to the prevailing laws and regulations as stipulated in POJK No. 21/POJK.04/2015 concerning Implementation of Public Company Governance Guidelines, and SEOJK No. 32/ SEOJK.04/2015 concerning Guidelines for the Governance of Public Companies, where there are 5 (five) aspects, 8 (eight) principles and 25 (twenty five) recommendations for the implementation of good corporate governance aspects and principles. Recommendations for the application of good corporate governance aspects and principles in the Governance Guidelines are the standards that must be applied by the Bank when implementing the governance principles. BNi applied these aspects, principles and recommendations based on a “comply or explain” approach in 2021 as follows:

NO.	PRINCIPLE	RECOMMENDATION	STATEMENT OF RECOMMENDATIONS FROM THE FINANCIAL SERVICES AUTHORITY	EXPLANATION OF IMPLEMENTATION AT BNI
I	<b>Aspect 1: Public Company Relationship with Shareholders in Ensuring Shareholders' Rights;</b>			
	Principle 1 Increasing the Value of the GMS	The Public Company has technical voting methods or procedures, both openly and privately, that prioritize independence and the interests of shareholders.	Each share with voting rights issued has one vote (one share one vote). Shareholders can exercise their voting rights when making decisions, especially in making decisions by voting. However, the mechanism for making decisions by means of voting, either openly or in private, has not been regulated in detail. It is recommended that Public Companies have a voting procedure in making decisions on an agenda of the GMS. The voting procedure must maintain the independence or freedom of Shareholders. For example, open voting is carried out by raising one's hand in accordance with the optional instructions offered by the chairman of the GMS. Closed voting is carried out on decisions requiring confidentiality or at the request of Shareholders, by using a ballot card or by using electronic voting.	Voting Procedures in making decisions on an agenda at the BNI GMS are carried out by closed voting by using a ballot card or electronic voting. The procedure for calculating the quorum, question and answer and the mechanism for making meeting decisions has been outlined in the GMS Rules of Procedure which refer to the Financial Services Authority Regulation No. 32/ POJK.04/2014 as lastly amended by the Financial Services Authority Regulation No. 10/ POJK.04/2017.  Description: Comply

NO.	PRINCIPLE	RECOMMENDATION	STATEMENT OF RECOMMENDATIONS FROM THE FINANCIAL SERVICES AUTHORITY	EXPLANATION OF IMPLEMENTATION AT BNI
		All members of the Board of Directors and the Board of Commissioners of a Public Company attend the Annual GMS.	The presence of all members of the Board of Directors and members of the Board of Commissioners of a Public Company is intended so that each member of the Board of Directors and members of the Board of Commissioners can pay attention, explain and directly answer problems that occur or questions raised by shareholders regarding the agenda of the GMS	Taking into account the health protocols, the 2021 BNI Annual GMS was attended by 11 (eleven) members of the Board of Directors and 7 (seven) members of the Board of Commissioners.  Description: Explain
		A summary of the minutes of the GMS is available on the Public Company Website for at least 1 (one) year.	The Public Company must make a summary of the GMS minutes in Indonesian and foreign languages (at least in English), and announce it 2 (two) working days after the GMS is held to the public, one of which is through the Public Company Website. The availability of summary minutes of the GMS on the Public Company Website provides an opportunity for absent Shareholders to obtain important information in organizing the GMS easily and quickly. Therefore, the provisions regarding the minimum period of availability of the summary of the GMS minutes on the Website are intended to provide sufficient time for Shareholders to obtain such information.	The summary of the minutes of the Annual GMS has been announced within a maximum of 2 (two) working days after the GMS is held both on the Company's website and in print media as well as through the IDXnet electronic reporting system and the Financial Services Authority e-reporting  Description: Comply
	Principle 2 Improving the Quality of Public Company Communication with Shareholders or Investors.	The Public Company has a communication policy with shareholders or investors.	The communication between a public company and shareholders or investors is intended so that shareholders or investors have a clearer understanding of the information that has been published to the public, such as periodic reports, information disclosure, business conditions or prospects and performance, and the implementation of public company governance. In addition, Shareholders or investors can also submit input and opinions to the management of the Public Company. The communication policy with shareholders or investors shows the commitment of the Public Company in communicating with shareholders or investors. The policy may include strategies, programs, and timing of communications, as well as guidelines that support shareholders or investors to participate in these communications.	The communication policy with shareholders or investors is contained in the Investor Relations company guidelines No. IN/41/KMP/001 dated 26 January 2015 which includes policies on investor relations activities such as analyst meetings, preparation of annual reports, investor meetings, public expose, and roadshow. The policy includes strategies, programs, and timing of communication, as well as guidelines that support shareholders or investors to participate in communications. The existence of a communication policy with shareholders or investors shows that BNI as a public company is committed to communicating with shareholders or investors.  Description: Comply

NO.	PRINCIPLE	RECOMMENDATION	STATEMENT OF RECOMMENDATIONS FROM THE FINANCIAL SERVICES AUTHORITY	EXPLANATION OF IMPLEMENTATION AT BNI
		The Public Company discloses the communication policy of the Public Company with shareholders or investors on the Website.	The disclosure of the communication policy is a form of transparency on the commitment of the Public Company in providing equality to all shareholders or investors in the implementation of communication. The disclosure of information also aims to increase the participation and role of Shareholders or investors in implementing the communication program for Public Companies.	The disclosure of the communication policy as well as the communication agenda with the Shareholders or investors has been uploaded to the Website in the Investor Relations section.  Description: Comply
<b>II Aspect 2: Functions and Roles of the Board of Commissioners;</b>				
	Principle 3 Strengthening the Membership and Composition of the Board of Commissioners	Determination of the number of members of the Board of Commissioners by considering the conditions of the Public Company.	The number of members of the Board of Commissioners can affect the effectiveness of the implementation of the duties of the Board of Commissioners. Determination of the number of members of the Board of Commissioners of a Public Company must refer to the provisions of the prevailing laws and regulations, consisting of at least 2 (two) persons based on the provisions of the Financial Services Authority regulations concerning the Board of Directors and Board of Commissioners of Issuers or Public Companies. In addition, it is also necessary to consider the conditions of the Public Company, which include among others the characteristics, capacity and size as well as 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 has the potential to interfere with the effectiveness of the implementation of the functions of the Board of Commissioners.	The number of members of the Board of Commissioners at BNI as of December 31, 2021 was 10 (ten) people with due observance of the diversity of composition, this number is deemed sufficient and in accordance with BNI conditions and adjusted to the provisions of the Financial Services Authority Regulation No. 33/ POJK.04/2014.  Description: Comply
		Determining the composition of the members of the Board of Commissioners takes into account the diversity of expertise, knowledge and experience required.	The composition of the Board of Commissioners is a combination of characteristics, both in terms of the organs of the Board of Commissioners and members of the Board of Commissioners individually, according to the needs of the Public Company. These characteristics can be reflected in the determination of the expertise, knowledge and experience required in the implementation of supervisory duties and providing advice by the Board of Commissioners of a Public Company. Composition that has taken into account the needs of the Public Company is a positive thing, especially in relation to decision making in the context of implementing the supervisory function which is carried out by considering a wider variety of aspects	The current composition of the Board of Commissioners fulfills the element of diversity, namely a combination of independence, expertise/education, work experience, age and gender by taking into account the needs and complexities of BNI. This has been described in the Sub-Chapter on the Diversity of the Composition of the Board of Commissioners in this Governance Report.  Description: Comply

NO.	PRINCIPLE	RECOMMENDATION	STATEMENT OF RECOMMENDATIONS FROM THE FINANCIAL SERVICES AUTHORITY	EXPLANATION OF IMPLEMENTATION AT BNI
	Principle 4 Improving the Quality of Implementation of Duties and Responsibilities of the Board of Commissioners.	The Board of Commissioners has a self-assessment policy to assess the performance of the Board of Commissioners.	The Board of Commissioners' self-assessment policy is a guideline used as a form of accountability for collegially assessing the performance of the Board of Commissioners. Self-assessment is carried out by each member to assess the performance of the Board of Commissioners collegially, and not to assess 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 improving the performance of the Board of Commissioners on an ongoing basis. This policy may include assessment activities carried out along with their aims and objectives, periodic implementation time, and benchmarks or assessment criteria used in accordance with the recommendations given by the nomination and remuneration function of the Public Company, where these functions are required in the Regulation of Financial Services Authority concerning the Nomination and Remuneration Committee of Issuers or Public Companies.	Self-assessment policy to assess the Board of Commissioners performance based on the realization of the work program of the Board of Commissioners in accordance with the Work Plan and Budget (RKA) of the Board of Commissioners and through the GCG Self Assessment in which there are indicators of the duties and responsibilities of the Board of Commissioners. The self-assessment policy (Self Assessment) to assess the performance of the Board of Commissioners based on the realization of the work program of the Board of Commissioners in accordance with the Work Plan and Budget (RKA) of the Board of Commissioners is described through advisory indicators on performance, strengthening of executive functions, and monitoring of compliance. Meanwhile, the assessment contained in the GCG Self Assessment is divided into 3 (three) benchmarks, namely the Governance Structure, Governance Process and Governance Outcome. Governance structure consists of 16 (sixteen) indicators, governance process consists of 17 (seventeen) indicators, while governance outcome consists of 6 (six) indicators.  Description: Comply
		The self-assessment policy to assess the performance of the Board of Commissioners is disclosed in the Annual Report of the Public Company.	The disclosure of the Self-Assessment policy on the performance of the Board of Commissioners is carried out not only to fulfill the transparency aspect as a form of accountability for the implementation of its duties, but also to give confidence, especially to shareholders or investors, on the efforts that need to be made to improve the performance of the Board of Commissioners. With this disclosure, the Shareholders or investors will know the check and balance mechanism on the performance of the Board of Commissioners.	Disclosure of Self Assessment Policy on the Board of Commissioners performance. The self-assessment policy contained in the RKA is conveyed through the Annual Report of the Public Company, while the results of the GCG Self Assessment on the duties and responsibilities of the Board of Commissioners are submitted to regulators.  Description: Comply



NO.	PRINCIPLE	RECOMMENDATION	STATEMENT OF RECOMMENDATIONS FROM THE FINANCIAL SERVICES AUTHORITY	EXPLANATION OF IMPLEMENTATION AT BNI
		The Board of Commissioners has a policy regarding the resignation of a member of the Board of Commissioners if the said person is involved in a financial crime.	The policy of resigning members of the Board of Commissioners who are involved in financial crimes is a policy that can increase the trust of stakeholders in the Public Company, so that the integrity of the company will be maintained. This policy is needed to assist the smooth running of the legal process and so that the legal process does not interfere with business activities. In addition, in terms of morality, this policy builds an ethical culture within the Public Company. This policy can be included in the Guidelines or Code of Ethics that apply to the Board of Commissioners. Furthermore, what is meant by being involved in a financial crime is the status of being convicted of a member of the Board of Commissioners from an authorized party. Financial crimes referred to include manipulation and various forms of embezzlement in financial service activities as well as the Criminal Act of Money Laundering as referred to in Law Number 8 of 2010 concerning Prevention and Eradication of Money Laundering.	The Board of Commissioners resignation policy is contained in the Articles of Association, namely Article 14 paragraph 16 c which states that the dismissal of a member of the Board of Commissioners, among others, is involved in an action that is detrimental to the Company and/or the State, Article 14 paragraph 18 which states that the decision to dismiss for that reason is taken after the person concerned is given the opportunity to defend himself in the GMS, as well as Article 14 paragraph 26 f which states that the position of a member of the Board of Commissioners automatically ends if he no longer meets the requirements as a member of the Board of Commissioners based on this Articles of Association and laws and regulations.  Description: Comply
		The Board of Commissioners or the Committee that carries out the Nomination and Remuneration function prepares a succession policy in the Nomination process for members of the Board of Directors.	Based on the provisions of the Financial Services Authority Regulation concerning the Nomination and Remuneration Committee of Issuers or Public Companies, the committee that carries out the nomination function has the duty to formulate the policies and criteria required in the nomination process for candidate members of the Board of Directors. One of the policies that can support the Nomination process as referred to is the succession policy for members of the Board of Directors. The succession policy aims to maintain the continuity of the regeneration process or leadership regeneration at BNI in order to maintain business sustainability and BNI's long-term goals.	One of the Board of Commissioners organs is the Nomination and Remuneration Committee (currently all members of the Board of Commissioners) who carry out the nomination function, including assisting the Board of Commissioners in assessing the performance of members of the Board of Directors and/or members of the Board of Commissioners based on benchmarks that have been prepared as evaluation materials, with based on the BUMN Regulation Number Per-02/MBU/02/2015.  Description: Comply



NO.	PRINCIPLE	RECOMMENDATION	STATEMENT OF RECOMMENDATIONS FROM THE FINANCIAL SERVICES AUTHORITY	EXPLANATION OF IMPLEMENTATION AT BNI
III	<b>Aspect 3: Functions and Roles of the Board of Directors</b>			
	Principle 5 Strengthening the Membership and Composition of the Board of Directors.	Determining the number of members of the Board of Directors considers the condition of the BNI Open and its effectiveness in decision making.	As a corporate organ authorized in the management of BNI, determining the number of Directors greatly affects the performance of the Public Company. Thus, the determination of the number of members of the Board of Directors must be carried out through careful consideration and must refer to the provisions of the prevailing laws and regulations, where based on the Financial Services Authority Regulation concerning the Board of Directors and the Board of Commissioners of an Issuer or Public Company consisting of at least 2 (two). In addition, determining the number of Directors must be based on the need to achieve the goals and objectives of the Public Company and adjusted to the conditions of the Public Company, including the characteristics, capacity and size of the Public Company as well as how to achieve the effectiveness of the Board of Directors decision making.	The number and capacity of the members of the Board of Directors are based on the provisions of the Financial Services Authority Regulation No. 33/POJK.04/2014. The number of members of the Board of Directors as of December 31, 2021 was 12 (twelve) people.  Description: Comply
		Determining the composition of the members of the Board of Directors takes into account the diversity of expertise, knowledge and experience required.	Like the Board of Commissioners, the diversity of composition of the members of the Board of Directors is a combination of desired characteristics, both in terms of the organs of the Board of Directors and individual members of the Board of Directors, according to the needs of the Public Company. This combination is determined by taking into account the expertise, knowledge and experience appropriate to the division of duties and functions of the Board of Directors in achieving the objectives of the Public Company. Thus, consideration of the combination of characteristics referred to will have an impact on the accuracy of the nomination process and the appointment of individual members of the Board of Directors or the Board of Directors collegially.	The current composition of the BNI Board of Directors has fulfilled the diversity element, namely a combination of independence, expertise/ education, work experience, age and gender by taking into account the needs and complexities of BNI. This has been described in the Sub- Chapter on the Diversity of Directors in this Governance Report.  Description: Comply
		Members of the Board of Directors in charge of accounting or finance have expertise and/ or knowledge in accounting.	Members of the Board of Directors in charge of accounting or finance have expertise and/ or knowledge in accounting.	The Managing Director Finance on behalf of Novita Widya Anggraini has an educational background in accounting economics and throughout 2021 improved competencies in finance and accounting as stated in the Board of Directors Education and/or Training in this Annual Report.  Description: Comply

NO.	PRINCIPLE	RECOMMENDATION	STATEMENT OF RECOMMENDATIONS FROM THE FINANCIAL SERVICES AUTHORITY	EXPLANATION OF IMPLEMENTATION AT BNI
	Principle 6 Improving the Quality of Implementation of Duties and Responsibilities of the Board of Directors.	The Board of Directors has a self-assessment policy to assess the performance of the Board of Directors.	As is the case with the Board of Commissioners, the Board of Directors' self-assessment policy is a guideline used as a form of accountability for collegial evaluation of the Board of Directors' performance. Self-assessment is conducted by each member of the Board of Directors to assess the performance of the Board of Directors collegially, and not to assess the individual performance of each member of the Board of Directors. With this Self Assessment, it is hoped that each member of the Board of Directors can contribute to improving the performance of the Board of Directors on an ongoing basis. The policy may include the assessment activities carried out and their aims and objectives, periodic implementation time, and the benchmarks or assessment criteria used in accordance with the recommendations given by the nomination and remuneration function of the Public Company, where the formation of such functions has been mandatory in the Regulations of the Authority. Financial Services concerning the Nomination and Remuneration Committee of Issuers or Public Companies.	The performance appraisal policy for the Board of Directors is contained in the Guiding Principle Key Performance Indicator (KPI) BOD. The measurement of the performance of the Board of Directors consists of several KPIs which are measured collegially for all Directors and are quantitative and qualitative in nature. The policy includes assessments carried out on several factors, namely market capitalization, profits, market share and leadership. The Remuneration and Nomination Committee has evaluated and compiled and provided recommendations to the Board of Commissioners regarding the nomination and remuneration system/ policy for Commissioners, Directors, executive officers and employees as a whole.  Description: Comply
		The self-assessment policy to assess the performance of the Board of Directors is disclosed in the annual report of the Public Company.	Disclosure of self-assessment policies on the performance of the Board of Directors is carried out not only to fulfill the transparency aspect as a form of accountability for the implementation of their duties, but also to provide important information on efforts to improve the management of the Public Company. This information is very useful to provide assurance to shareholders or investors that there is certainty that the company's management will continue to be in a better direction. With this disclosure, the Shareholders or investors know the check and balance mechanism on the performance of the Board of Directors.	Each year the Board of Directors Performance Assessment has been disclosed in the Annual Report which can be accessed by Shareholders/ investors and other stakeholders through the BNI website so that this information is very useful to provide assurance to Shareholders or investors that there is certainty that the company's management will continue to be in a better direction.  Description: Comply

NO.	PRINCIPLE	RECOMMENDATION	STATEMENT OF RECOMMENDATIONS FROM THE FINANCIAL SERVICES AUTHORITY	EXPLANATION OF IMPLEMENTATION AT BNI
		The Board of Directors has a policy regarding the resignation of a member of the Board of Directors if involved in a financial crime.	The policy of resigning members of the Board of Directors who are involved in financial crimes is a policy that can increase the trust of stakeholders in the Public Company, so that the integrity of the company will be maintained. This policy is needed to assist the smooth running of the legal process and so that the legal process does not interfere with business activities. In addition, in terms of morality, this policy will build an ethical culture within the Public Company. This policy can be included in the Guidelines or Code of Ethics that apply to the Board of Directors. Furthermore, what is meant by being involved in a financial crime is the status of being convicted of a member of the Board of Directors from an authorized party. These financial crimes include manipulation and various forms of embezzlement in financial service activities as well as the Criminal Act of Money Laundering as referred to in Law Number 8 of 2010 concerning Prevention and Eradication of Money Laundering.	The company will act actively in the event of a financial crime, as stated in the Articles of Association, namely Article 11 paragraph 13 in conjunction with Article 11 paragraph 14 d which states that members of the Board of Directors can be dismissed at any time for reasons, among others, if they are involved in actions that harm the Company and/or the State, Article 11 paragraph 15 which states that the decision to dismiss for that reason is taken after the person concerned is given the opportunity to defend himself in the GMS, and Article 11 paragraph 24 f which states that the position of a member of the Board of Directors automatically ends if no longer meets the requirements as a member of the Board of Directors based on this Articles of Association. and laws and regulations. In addition, the Articles of Association also state that members of the Board of Directors can be dismissed for the time being by the Board of Commissioners stating the reasons if the person concerned is acting contrary to the Articles of Association or there is an indication that the Company has committed losses or neglected its obligations or there is an urgent reason for the Company. The Company already has a BNI Anti- Money Laundering and Countering Financing of Terrorism (AML & CFT) Policy Statement in order to enforce Law Number 8 of 2010 concerning Prevention and Eradication of Money Laundering.
Description: Comply				
IV	<b>Aspect 4: Stakeholder Participation</b>			
	Principle 7 Improving Corporate Governance Aspects through Stakeholder Participation.	The Public Company has a policy to prevent insider trading.	A person who has inside information is prohibited from carrying out a Securities transaction using inside information as referred to in the Capital Market Law. Public Companies can minimize the occurrence of insider trading through preventive policies, for example by strictly separating data and/or information that is confidential and public in nature, as well as dividing the duties and responsibilities of managing the information in a proportional and efficient manner.	BNI has policies related to insider information to prevent insider trading. The policy is outlined in the Online Company Guidelines (e-PP).  Description: Comply

NO.	PRINCIPLE	RECOMMENDATION	STATEMENT OF RECOMMENDATIONS FROM THE FINANCIAL SERVICES AUTHORITY	EXPLANATION OF IMPLEMENTATION AT BNI
		Public companies have anti-corruption and anti-fraud policies.	The anti-corruption policy is useful to ensure that the business activities of the Public Company are carried out legally, prudently and in accordance with the principles of good governance. The policy can be part of a code of ethics, or in a separate form. This policy may include, among others, programs and procedures implemented in overcoming corrupt practices, kickbacks, fraud, bribery and/or gratuities in public companies. The scope of the policy must describe the prevention of the Public Company against all corrupt practices, either giving or receiving from other parties.	To comply with OJK Regulation No. 39/POJK.03/2019 concerning the Implementation of Anti-Fraud Strategy in Commercial Banks to grow the Anti-Fraud Committee to foster anti-fraud culture and awareness at all levels of the organization. Policies and Principles no Fraud for the bank are implemented through the Implementation of Anti-Fraud Strategies. To measure the realization of a compliance culture, the Compliance Division has developed a tool called the Compliance index and the Whistleblowing System. BNI which can be accessed by all employees and stakeholders through the BNI website.  Description: Comply
	The Public Company has a policy regarding the selection and capacity building of suppliers or vendors.	The policy on supplier or vendor selection is useful to ensure that the Public Company obtains the necessary goods or services at a competitive price and good quality. Meanwhile, the policy of 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/fulfill goods or services needed by the company will affect the quality of the company's output. The implementation of these policies can ensure continuity of supply, both in terms of quantity and quality required by the Public Company. The scope of this policy includes criteria in selecting suppliers or vendors, transparent procurement mechanisms, efforts to increase the ability of suppliers or vendors, and fulfillment of rights related to suppliers or vendors.		The company has a policy of selecting and increasing the ability of suppliers or vendors, which is outlined in the form of online procurement guidelines (e-PP). The policy also regulates the Procurement Procedure including the method and process flow. The implementation of this policy is always applied in the process of procuring goods and/or services and is guided by all employees. Providers of goods and/or services needed by BNI must be registered in the manual system or in the e-Procurement application system. The notification of the winner of the procurement of goods and/or services is carried out transparently.  Description: Comply

NO.	PRINCIPLE	RECOMMENDATION	STATEMENT OF RECOMMENDATIONS FROM THE FINANCIAL SERVICES AUTHORITY	EXPLANATION OF IMPLEMENTATION AT BNI
		The Public Company has a policy regarding the fulfillment of creditors' rights.	Policies regarding the fulfillment of creditors' rights are used as guidelines in making loans to creditors. The purpose of this policy is to maintain the fulfillment of rights and maintain creditor trust in the Public Company. The policy includes considerations in entering into agreements, as well as follow-up actions in fulfilling Public Company obligations to creditors.	<p>Policies related to creditor rights have been stated in the agreement in the event that BNI enters into a loan agreement with creditors. The agreement has stated the rights and obligations of the parties, related to the rights of creditors, for example in the form of providing transparent, accurate and timely information at the time of request and use of loans, maintaining financial ratios (Current Ratio, DeR, Debt to Service Ratio) with the ratio agreed upon with the creditor, submitting an annual audited financial report at the period agreed with the creditor, and so on.</p> <p>Description: Comply</p>
		The Public Company has a whistleblowing system policy.	A well-developed whistleblowing system policy will provide assurance of protection to witnesses or reporters for indications of violations committed by employees or management of the Public Company. The application of this system policy will have an impact on the formation of a culture of good corporate governance. The whistleblowing system policy covers, among others, the types of violations that can be reported through the whistleblowing system, how to complain, protect and guarantee the confidentiality of the reporter, handling complaints, the party who manages the complaint, and the results of the handling and follow-up of complaints	<p>Management of the Whistleblowing System (WBS) at BNI under the name "WBS to CEO. WBS is a commitment to creating a clean and integrity work environment in the form of active participation of BNI Hi-Movers to report violations that occur within BNI. Violation reports via WBS can be made by telephone, email, letter SMS/Whatsapp, or website.</p> <p>Description: Comply</p>

NO.	PRINCIPLE	RECOMMENDATION	STATEMENT OF RECOMMENDATIONS FROM THE FINANCIAL SERVICES AUTHORITY	EXPLANATION OF IMPLEMENTATION AT BNI
		Public Companies have a policy of providing long-term incentives to Directors and employees	Long-term incentives are incentives based on long-term performance achievement. Long-term incentive plans have the premise that the company's long-term performance is reflected by the growth in the value of its shares or other long-term targets. Long-term incentives are useful in order to maintain loyalty and provide motivation to Directors and employees to increase their performance or productivity which will have an impact on improving the company's performance in the long term. The existence of a long-term incentive policy is a real commitment of the Public Company to encourage the implementation of long-term incentives for Directors and Employees with terms, procedures and forms that are adjusted to the long-term goals of the Public Company. Such policies may include, among others: the aims and objectives of providing long-term incentives, the terms and procedures for providing incentives, as well as conditions and risks that must be considered by the Public Company in providing incentives. This policy can also be included in the remuneration policy of the existing Public Company.	<p>The policy for providing long-term incentives to Directors and employees has been outlined in a separate Long Term Incentive Guidelines. The provision of Long Term Incentives (LTI) for the Board of Directors and the Board of Commissioners totaling Rp39,549,600,000,- (thirty-nine billion five hundred forty-nine million six hundred thousand Rupiah) has been approved at the Board of Commissioners Meeting. This incentive policy is a BNI commitment that is adjusted to the Company's long-term goals and statutory provisions.</p> <p>Description: Comply</p>
<b>V Aspect 5: Information Disclosure</b>				
	Principle 8 Improving the Implementation of Information Disclosure.	Public Companies make wider use of information technology in addition to website sites as a medium for information disclosure.	The use of information technology can be useful as a medium for information disclosure. The disclosure of information that is carried out is not only disclosure of information that has been regulated in laws and regulations, but also other information related to the Public Company which is deemed useful to be known by Shareholders or investors. With the wider use of information technology in addition to the website, it is hoped that the company can increase the effectiveness of the company's information dissemination. Nonetheless, the use of information technology should still pay attention to the benefits and costs of the company.	<p>In addition to the website, BNI also uses other information technologies such as email, twitter and Instagram as a means of communication and media for information disclosure. Information disclosure carried out is not only disclosure of information regulated in laws and regulations but also other information related to a Public Company that is considered useful for shareholders/investors to know.</p> <p>Description: Comply</p>

NO.	PRINCIPLE	RECOMMENDATION	STATEMENT OF RECOMMENDATIONS FROM THE FINANCIAL SERVICES AUTHORITY	EXPLANATION OF IMPLEMENTATION AT BNI
		<p>The Annual Report of the Public Company discloses the ultimate beneficial owner in the share ownership of the Public Company of at least 5% (five percent), in addition to the disclosure of the ultimate beneficial owner in the ownership of shares of the Public Company through the major and controlling shareholders.</p>	<p>The laws and regulations in the Capital Market sector that govern the submission of annual reports of Public Companies, have stipulated the obligation to disclose information regarding Shareholders who own 5% (five percent) or more shares of Public Companies and the obligation to disclose information regarding the main and controlling shareholders of the Public Company directly or indirectly up to the ultimate beneficial owner in ownership of the shares. In this Governance Guidelines it is recommended to disclose the ultimate beneficial owner of share ownership of a Public Company of at least 5% (five percent), in addition to disclosing the ultimate beneficial owner of share ownership by the major and controlling shareholders.</p>	<p>The ultimate beneficial owner of share ownership of a Public Company of at least 5% (five percent) has been disclosed in the Annual Report, Sub-Chapter List of Shareholders and Sub-Chapter Share Ownership of Directors and Board of Commissioners.</p> <p>Description: Comply</p>

# Implementation of the ASEAN Corporate Governance Scorecard

As explained in the Governance Assessment section through an independent party assessment based on the ASEAN Corporate Governance Scorecard parameters, BNI was awarded a “Very Good” predicate with a score of 97.33, which is an increase compared to the previous year’s score of 97.02. The assessment was carried out based on BNI’s information disclosure that can be accessed by all stakeholders based on the ASEAN Corporate Governance Scorecard parameters. The availability of information based on the ASEAN Corporate Governance Scorecard parameters are shown as follows:

## ASEAN Corporate Governance

NO.	PARAMETER	AVAILABILITY	PRESENTATION DESCRIPTION
<b>Principle A: Shareholder’s Rights</b>			
A.1.1	Does the company pay (interim and final/annual) dividends in an equitable and timely manner; that is, all shareholders are treated equally and paid within 30 days after being (i) declared for interim dividends and (ii) approved by shareholders at annual general meeting (AGM) for final dividends	Yes	The company paid the final dividend on April 30, 2021 after the company’s public announcement on March 31, 2021
<b>Do shareholders have the right to participate in:</b>			
A.2.1	Amendments to the company’s constitution?	Yes	As stated in Article 28 of the Company’s Articles of Association
A.2.2	The authorization of additional shares?	Yes	Sebagaimana telah dimuat pada Pasal 4 ayat (6) Anggaran Dasar Perseroan, Ya sebagaimana telah dimuat
A.2.3	The transfer of all or substantially all assets, which in effect results in the sale of the company?	Yes	As stated in Article 4 Paragraph 6 of the Company’s Articles of Association
A.3.1	Do shareholders have the opportunity, evidenced by an agenda items, to approve remuneration (fees, allowances, benefit-in-kind and other emoluments) or any increases in remuneration for the non- executive Directors/Commissioners?	Yes	In accordance with the implementation of the Annual GMS held on March 29, 2021, as stated in the Summary of Minutes of the GMS published on the Company’s website
A.3.2	Does the company provide minority shareholders a right to nominate candidates for Board of Directors/ Commissioners?	Yes	In accordance with the implementation of the Annual GMS held on March 29, 2021, as stated in the Summary of Minutes of the GMS published on the Company’s website
A.3.3	Does the company allow shareholders to elect directors/ commissioners individually?	Yes	In accordance with the rules of the GMS published on the Company’s website 21 (twenty one) days before the GMS: <a href="https://www.bni.co.id/Portals/1/BNI/Perusahaan/Docs/Pemanggilan_Ulang_RUPST_BNI-5_Maret_2021-Id.pdf">https://www.bni.co.id/Portals/1/BNI/Perusahaan/Docs/Pemanggilan_Ulang_RUPST_BNI-5_Maret_2021-Id.pdf</a>



NO.	PARAMETER	AVAILABILITY	PRESENTATION DESCRIPTION
A.3.4	Does the company disclose voting? The procedure to be used before the start of the meeting?	Yes	In accordance with the rules of the GMS published on the Company's website 21 (twenty one) days before the GMS: <a href="https://www.bni.co.id/Portals/1/BNI/Perusahaan/Docs/Pemanggilan_Ulang_RUPST_BNI-5_Maret_2021-Id.pdf">https://www.bni.co.id/Portals/1/BNI/Perusahaan/Docs/Pemanggilan_Ulang_RUPST_BNI-5_Maret_2021-Id.pdf</a>
A.3.5	Do the minutes of the most recent AGMS record that the shareholders were given the opportunity to ask questions and the questions raised by shareholders and answers given recorded?	Yes	In accordance with the implementation of the Annual GMS held on March 29, 2021, as stated in the Summary of Minutes of the GMS published on the Company's website
A.3.6	Does the company disclose the voting results including approving, dissenting, and abstaining votes for all resolutions/ each agenda item for the most recent AGMS?	Yes	In accordance with the implementation of the Annual GMS held on March 29, 2021, as stated in the Summary of Minutes of the GMS published on the Company's website
A.3.7	Does the company disclose the list of board members who attended the most recent AGMS?	Yes	In accordance with the implementation of the Annual GMS held on March 29, 2021, as stated in the Summary of Minutes of the GMS published on the Company's website
A.3.8	Does the company disclose that all board members and the CEO (if not a board member) attended the most recent AGMS?	Yes	In accordance with the implementation of the Annual GMS held on March 29, 2021, as stated in the Summary of Minutes of the GMS published on the Company's website
A.3.9	Does the company allow for voting in absentia?	Yes	In accordance with the implementation of the Annual GMS held on March 29, 2021, as stated in the Summary of Minutes of the GMS published on the Company's website
A.3.10	Did the company vote by poll (as opposed to by show of hands) for all resolutions at the most recent AGMS?	Yes	In accordance with the implementation of the Annual GMS held on March 29, 2021, as stated in the Summary of Minutes of the GMS published on the Company's website
A.3.11	Does the company disclose that it has appointed an independent party (scrutineers/inspectors) to count and/ or validate the votes at the AGMS?	Yes	In accordance with the implementation of the Annual GMS held on March 29, 2021, as stated in the Summary of Minutes of the GMS published on the Company's website
A.3.12	Does the company make publicly available by the next working day the result of the votes taken during the most recent AGMS/EGMS for all resolutions?	No	-
A.3.13	Does the company provide at least 21 days notice for all AGMS and EGMS?	Yes	The invitation for the 2021 Annual GMS was published on the Company's website
A.3.14	Does the company provide the rationale and explanation for each agenda which require shareholders' approval in the notice of AGMS/circulars and/or the accompanying statement?	Yes	The invitation for the 2021 Annual GMS was published on the Company's website
A.3.15	Does the company give the opportunity for shareholder to place item/s on the agenda of AGMS?	Yes	The invitation for the 2021 Annual GMS was published on the Company's website

NO.	PARAMETER	AVAILABILITY	PRESENTATION DESCRIPTION
A.4.1	In cases of mergers, acquisitions and/or takeovers, does the board of directors/commissioners of the offeree company appoint an independent party to evaluate the fairness of the transaction price?	Yes	-
A.5.1	Does the company publicly disclose policy/practice to encourage shareholders including institutional shareholders to attend the general meetings or engagement with the company?	Yes	The invitation for the 2021 Annual GMS was published on the Company's website
<b>Principle B: Equal Treatment of Shareholders</b>			
B.1.1	Do the company's ordinary or common shares have one vote for one share?	Yes	The invitation for the 2021 Annual GMS was published on the Company's website
B.1.2	Where the company has more than one class of shares, does the company publicise the voting rights attached to each class of shares (e.g. through the company website/ reports/the stock exchange/the regulator's website)?	Yes	As stated in the Company's Articles of Association:
B.2.1	Does each resolution in the most recent AGMS deal with only one item, i.e., there is no bundling of several items into the same resolution?	No	Explanation of the Company: As stated in the minutes of the AGMS, each agenda was decided for one matter only.
B.2.2	Are the company's notice of the most recent AGMS/circulars fully translated into English and published on the same date as the local-language version?	Yes	As published on the Company's website and IDX website: <a href="https://bni.co.id/id-id/company/tatakelola/rups">https://bni.co.id/id-id/company/tatakelola/rups</a>
<b>Does the notice of AGMS/circulars have the following details:</b>			
B.2.3	Are the profiles of directors/commissioners (at least age, qualification, date of first appointment, experience, and directorships in other listed companies) in seeking election/re-election included?	No	Company Explanation: Minister of SOEs Regulation No. PER-02/MBU/02/2015 and No. PER-03/MBU/02/2015 concerning Requirements, Procedures for Appointment, and Dismissal of Members of the Board of Commissioners/ Board of Directors of State-Owned Enterprises stipulates that for Publicly listed SOEs, curriculum vitae of candidates for members of the Board of Commissioners/ Board of Directors to be proposed for appointment at the GMS, must be available and announced at the time of holding the GMS before making a decision regarding the appointment of the person concerned as a member of the Board of Commissioners/ Board of Directors. Since the Company is a Publicly listed SOE, the Company is subject to these provisions.
B.2.4	Are the auditors seeking appointment/re- appointment clearly identified?	No	-
B.2.5	Were the proxy documents made easily available?	Yes	In accordance with the implementation in the Annual GMS held on March 29, 2021 as follows: <a href="https://www.bni.co.id/id-id/perusahaan/tatakelola/rups">https://www.bni.co.id/id-id/perusahaan/tatakelola/rups</a>
B.3.1	Does the company have policies and/or rules prohibiting directors/commissioners and employees to benefit from knowledge which is not generally available to the market?	Yes	As stated in the provisions of the Company's Prohibited and Non- Prohibited Transactions Guidelines reported in the 2021 Annual Report for concerning Governance Principles to Improve Corporate Governance Aspects through Stakeholder Participation
B.3.2	Are the directors and commissioners required to report their dealings in company shares within 3 business days?	No	Company explanation: The Company already has these provisions in the Company Guidelines provisions for Prohibited and Non-Prohibited Transactions as reported in the 2021 Annual Report concerning Governance Principles to Improve Aspects of Corporate Governance through Stakeholder Participation.

NO.	PARAMETER	AVAILABILITY	PRESENTATION DESCRIPTION
B.4.1	Are directors and commissioners required to disclose their interest in transactions and any other conflicts of interest?	Yes	As stated in the Board of Directors' Work Guidelines and Procedures and Commissioners Work Guidelines and Procedures
B.4.2	Does the company have a policy requiring a committee of independent directors/commissioners to review material/significant RPTs to determine whether they are in the best interests of the company and shareholders?	Yes	As stated in the Board of Directors' Work Guidelines and Procedures and Commissioners Work Guidelines and Procedures
B.4.3	Does the company have a policy requiring board members (directors/commissioners) to abstain from participating in the board discussion on a particular agenda when they are conflicted?	Yes	As stated in the Board of Directors' Work Guidelines and Procedures and Commissioners Work Guidelines and Procedures
B.4.4	Does the company have policies on loans to directors and commissioners either forbidding this practice or ensuring that they are being conducted at arm's length basis and at market rates?	No	-
B.5.1	Does the company disclose that RPTs are conducted in such a way to ensure that they are fair and at arms' length?	Yes	-
B.5.2	In case of related party transactions requiring shareholders approval, is the decision made by disinterested shareholders?	Yes	As stipulated in the Company's Articles of Association: <a href="http://bni.co.id/Portals/1/BNI/Perusahaan/TataKelola/Docs/GCG/BBNI%20-%20ARTICLES%20OF%20ASSOCIATION%202018.pdf">http://bni.co.id/Portals/1/BNI/Perusahaan/TataKelola/Docs/GCG/BBNI%20-%20ARTICLES%20OF%20ASSOCIATION%202018.pdf</a>

#### Principle C: The Role of Stakeholders

##### Does the company disclose this policy?

C.1.1	The existence and scope of business of the company to fulfill the customer's welfare?	Yes	As stated in the 2020 Annual Report in the section Social Responsibility - Corporate Social Responsibility Related to Responsibility to Consumers.
C.1.2	Supplier/Contractor selection procedure?	Yes	As published in the Procurement Auction section on the Company's website <a href="http://bni.co.id/id-id/beranda/berita/lelangpengadaan">http://bni.co.id/id-id/beranda/berita/lelangpengadaan</a>
C.1.3	The company's efforts to ensure that its value chain is environmentally friendly or consistent with the promoting sustainable development?	Yes	As stated in the 2020 Annual Report in the Social Responsibility section and in the 2020 Sustainability Report
C.1.4	The company's efforts to interact with the communities in which the company operates?	Yes	As stated in the 2020 Annual Report in the Social Responsibility section and in the 2020 Sustainability Report
C.1.5	Company anti-corruption programs and procedures?	Yes	As stated in the 2020 Annual Report in the Corporate Social Responsibility section Related to Fair Operations
C.1.6	How are Creditor's rights protected?	Yes	As stated in several sections in the 2020 Annual Report, including the section on the Implementation of the Principles of Corporate Governance in accordance with the provisions of the Financial Services Authority.

NO.	PARAMETER	AVAILABILITY	PRESENTATION DESCRIPTION
C.1.7	Does the company have a separate report/section that describes the company's efforts on environmental/ economic and social issues?	Yes	The Company publishes the 2020 Sustainability Report that can be accessed through the Company's website: <a href="https://bni.co.id/id-id/perusahaan/hubunganinvestor/laporanpresentasi">https://bni.co.id/id-id/perusahaan/hubunganinvestor/laporanpresentasi</a>
C.2.1	Does the company provide contact details through the website or the company's Annual Report, so that Stakeholders (such as customers, suppliers, the public, etc.) can raise concerns and/or complaints regarding possible violations of their rights?	Yes	The Company announces the Company's contact details in the 2021 Annual Report and the Company's website: <a href="https://bni.co.id/id-id/kontak/kontakbni/hubungkami">https://bni.co.id/id-id/kontak/kontakbni/hubungkami</a>
C.3.1	Does the company explicitly disclose policies and practices for the health, safety and welfare of its employees?	Yes	As stated in the 2020 Annual Report in the Corporate Social Responsibility section Related to Employment, Health and Safety and the 2020 Sustainability Report.
C.3.2	Does the company disclose policies and practices regarding its employee training and development programs?	Yes	As stated in the 2020 Annual Report in the Employee Profile and Competency Development section.
C.3.3	Does the company have a remuneration/ compensation policy that does not only take into account the company's short-term performance?	No	-
C.4.1	Does the company have a whistleblowing policy that contains procedures for complaints by employees and other stakeholders regarding suspected illegal and unethical behavior and provides contact details through the website or the company's Annual Report?	Yes	As stated in the 2020 Annual Report in the Corporate Governance section – Whistleblowing System.
C.4.2	Does the company have policies or procedures to protect employees who disclose illegal or unethical behavior from retaliation?	Yes	As stated in the 2020 Annual Report in the Legal Aid Facilities section.
<b>Principle D: Disclosure &amp; Transparency</b>			
D.1.1	Does the share ownership information reveal the identity of the beneficial owners, with 5% or more share ownership?	Yes	As stated in the 2020 Annual Report in the Majority and Controlling Shareholder Information section.
D.1.2	Does the company disclose the direct/ indirect ownership of the majority shareholder?	Yes	As stated in the 2020 Annual Report in the Majority and Controlling Shareholder Information section.
D.1.3	Does the company disclose share ownership by members of the Board of Directors and the Board of Commissioners, either directly/ indirectly?	Yes	As stated in the 2020 Annual Report in the Majority and Controlling Shareholder Information section.
D.1.4	Does the company disclose share ownership by Senior Management, either directly/indirectly?	Yes	As stated in the 2020 Annual Report in the Majority and Controlling Shareholder Information section.
D.1.5	Does the company disclose details of parent companies, subsidiaries, associations, joint ventures and special purpose enterprises?	Yes	As stated in the 2020 Annual Report in the Name and Address section of Subsidiaries, Associates.

NO.	PARAMETER	AVAILABILITY	PRESENTATION DESCRIPTION
<b>Does the company's Annual Report disclose the following:</b>			
D.2.1	Company objectives	Yes	As stated in the 2020 Annual Report in the Vision, Mission and Corporate Culture section.
D.2.2	Financial performance indicators	Yes	As stated in several sections in the 2020 Annual Report, including in the Financial Highlights and Management Reports section.
D.2.3	Non-financial performance indicators	Yes	As stated in several sections in the 2020 Annual Report, including the Operational Highlights and Management Reports section.
D.2.4	Dividend Policy	No	As stated in the 2020 Annual Report in the Dividend Policy section.
D.2.5	Biographical details (minimum age, educational qualification, date of first appointment, relevant experience and positions in other public companies) of all members of the Board of Directors and the Board of Commissioners.	Yes	As stated in the 2020 Annual Report in the Profiles of the Directors and Commissioners.
D.2.6	Attendance details of each member of the Board of Directors and the Board of Commissioners in the Board of Directors and/or Board of Commissioners Meetings	Yes	As stated in the 2021 Annual Report at the Board of Commissioners and Directors Meeting section.
D.2.7	Total remunerasi masing-masing anggota Direksi dan Dewan Komisaris.	No	-
D.2.8	Does the Annual Report contain a statement confirming the company's compliance with corporate governance and, if there is a violation, have been identified and explained the reasons for each problem?	Yes	As stated in the 2021 Annual Report in the section on Management Reports and Implementation of Corporate Governance Aspects and Principles in accordance with Financial Services Authority Regulations, as well as Bad Corporate Governance Practices.
D.3.1	Does the company disclose a policy regarding the review and approval of material related party transactions?	Yes	As stated in the 2021 Annual Report in the Transactions with Related Parties section and Significant Prohibitions, Limitations and/or Barriers to Transferring Funds between Banks and Other Entities in One Business Group.
D.3.2	Does the company disclose the name, relationship and nature and value of any material related party transactions?	Yes	As stated in the 2021 Annual Report in the Transactions with Related Parties section and Significant Prohibitions, Limitations and/or Barriers to Transfer Funds between Bank and Other Entities in One Business Group.
D.4.1	Does the company disclose insider trading of the company's stock?	Yes	As stated in the 2021 Annual Report in the Report on Ownership/Changes in Share Ownership for the Board of Commissioners and Directors.
D.5.1	Are audit and non-audit fees disclosed?	Yes	As stated in the 2021 Annual Report in the Independent External Auditor section.
D.5.2	Apakah biaya non-audit melebihi biaya audit?	No	-
<b>Does the company use the following media to communicate?</b>			
D.6.1	Quarterly Report	Yes	The Quarterly Report has been published on the Company's and IDX website <a href="https://bni.co.id/id-id/perusahaan/hubunganinvestor/laporanpresentas">https://bni.co.id/id-id/perusahaan/hubunganinvestor/laporanpresentas</a>
D.6.2	Company website	Yes	<i>The Company's website is <a href="https://bni.co.id">bni.co.id</a></i>
D.6.3	Analyst meeting	Yes	The Quarterly Report on the Analyst Meeting is published on the Company's website and the IDX website. <a href="https://bni.co.id/id-id/company/relationsinvestor/reportpresentations">https://bni.co.id/id-id/company/relationsinvestor/reportpresentations</a>

NO.	PARAMETER	AVAILABILITY	PRESENTATION DESCRIPTION
D.6.4	Media briefings	Yes	Press release published on the Company's website: <a href="http://bni.co.id/id-id/beranda/berita/siaranpers">http://bni.co.id/id-id/beranda/berita/siaranpers</a>
D.7.1	Are audited Annual Financial Statements issued within 120 days of the end of the financial year?	Yes	The Annual Report accompanied for the 2020 Financial Statements will be published on the Company's website on February 24, 2021
D.7.2	Is the Annual Report issued within 120 days of the end of the financial year?	Yes	The Annual Report accompanied for the 2021 Financial Statements will be published on the Company's website on February 24, 2021
D.7.3	Is the statement that the Annual Financial Statements have been presented correctly and fairly confirmed by the Board of Commissioners or Directors and/or related officials of the company.	Yes	As stated in the 2021 Annual Report Ratification Form.
<b>Does the company have a website that discloses up-to- date information on the following:</b>			
D.8.1	Financial Report (last quarter)	Yes	<a href="https://bni.co.id/id-id/perusahaan/hubunganinvestor/laporanpresentasi">https://bni.co.id/id-id/perusahaan/hubunganinvestor/laporanpresentasi</a>
D.8.2	The material presented in the briefing to analysts and the media	Yes	<a href="https://bni.co.id/id-id/perusahaan/hubunganinvestor/laporanpresentasi">https://bni.co.id/id-id/perusahaan/hubunganinvestor/laporanpresentasi</a>
D.8.3	Downloadable Annual Report	Yes	<a href="https://bni.co.id/id-id/perusahaan/hubunganinvestor/laporanpresentasi">https://bni.co.id/id-id/perusahaan/hubunganinvestor/laporanpresentasi</a>
D.8.4	Summons to the GMS and/or EGMS	Yes	<a href="https://bni.co.id/id-id/perusahaan/tatakelola/rups">https://bni.co.id/id-id/perusahaan/tatakelola/rups</a>
D.8.5	Minutes of the AGMS and/or EGMS	Yes	<a href="https://bni.co.id/id-id/perusahaan/tatakelola/rups">https://bni.co.id/id-id/perusahaan/tatakelola/rups</a>
D.8.6	Company constitution (Laws, company notes and articles of association)	Yes	<a href="https://bni.co.id/id-id/perusahaan/tatakelola/anggarandasarbni">https://bni.co.id/id-id/perusahaan/tatakelola/anggarandasarbni</a>
D.9.1	Does the company disclose contact details (eg telephone, fax and e-mail) of officers/institutions responsible for investor relations?	Yes	<a href="https://bni.co.id/id-id/perusahaan/hubunganinvestor/kontakinvestor/kontakinformasi">https://bni.co.id/id-id/perusahaan/hubunganinvestor/kontakinvestor/kontakinformasi</a> Sebagaimana juga tertuang pada Laporan Tahunan 2021 pada bagian Identitas Perusahaan.
<b>Principle E: Responsibilities of the Board of Directors and the Board of Commissioners</b>			
<b>The responsibilities of the Board of Commissioners and CG Policy should be clearly stated by the company:</b>			
E.1.1	Does the company disclose its corporate governance policies/board of directors/board of commissioners charter?	Yes	The Board of Directors and the Board of Commissioners Charter are published on the Company's website. <a href="http://bni.co.id/id-id/perusahaan/tatakelola/pedomandantatertib">http://bni.co.id/id-id/perusahaan/tatakelola/pedomandantatertib</a> As stated in the 2021 Annual Report in the section on the Implementation of Good Corporate Governance Principles, Guidelines and Work Procedures for the Board of Commissioners, as well as the Board of Directors Work Guidelines and Code of Conduct.
E.1.2	Are the types of decisions that require the approval of the Board of Directors/ Board of Commissioners to be disclosed?	Yes	Published in the Company's Articles of Association. <a href="http://bni.co.id/Portals/1/BNI/Perusahaan/TataKelola/Docs/GCG/072018_resize_AD%20BNI%202018%20(dan%20AHU).pdf">http://bni.co.id/Portals/1/BNI/Perusahaan/TataKelola/Docs/GCG/072018_resize_AD%20BNI%202018%20(dan%20AHU).pdf</a> As stated in the 2021 Annual Report in the Board of Commissioners Decree and 2020 Directors Decree
E.1.3	Are the roles and responsibilities of the Board of Directors/Board of Commissioners clearly stated?	Yes	Published in the Board of Directors and the Board of Commissioners Charter and the Company's Articles of Association. <a href="http://bni.co.id/id-id/perusahaan/tatakelola/pedomandantatertib">http://bni.co.id/id-id/perusahaan/tatakelola/pedomandantatertib</a> <a href="http://bni.co.id/Portals/1/BNI/Perusahaan/TataKelola/Docs/GCG/072018_resize_AD%20BNI%202018%20(dan%20AHU).pdf">http://bni.co.id/Portals/1/BNI/Perusahaan/TataKelola/Docs/GCG/072018_resize_AD%20BNI%202018%20(dan%20AHU).pdf</a> As stated in the 2021 Annual Report in the Duties and Responsibilities section of the Board of Commissioners as well as the Duties and Responsibilities of the Board of Directors.

NO.	PARAMETER	AVAILABILITY	PRESENTATION DESCRIPTION
<b>Vision and Mission of the Company:</b>			
E.1.4	Does the company have an updated Vision and Mission statement	Yes	As stated in the 2020 Annual Report in the Vision, Mission and Corporate Culture Section
E.1.5	Does the Board of Directors play a major role in the process of developing and reviewing the company's strategy every year?	Yes	As stated in the 2020 Annual Report in the Management Report and Business Prospects section.
E.1.6	Does the Board of Directors have a process to review, monitor and supervise the implementation of company strategy?	Yes	As stated in the 2020 Annual Report in the Management Report and Business Development Strategy section.
<b>Code of Ethics or Code of Conduct:</b>			
E.2.1	Are details of the code of conduct or behavior disclosed?	Yes	Regulated in the Board of Directors and the Board of Commissioners Charter published on the Company's website <a href="http://bni.co.id/id-id/perusahaan/tatakelola/pedomandantatertib">http://bni.co.id/id-id/perusahaan/tatakelola/pedomandantatertib</a> As stated in the 2020 Annual Report in the Company's Code of Ethics.
E.2.2	Are all Directors/Commissioners, Senior Management and employees required to comply with the code of conduct?	Yes	As stated in the 2020 Annual Report in the Code of Ethics Compliance section.
E.2.3	Does the company have a process for implementing and monitoring compliance with a code of conduct or behavior?	Yes	As stated in the 2020 Annual Report in the Efforts to Implement and Enforce the Code of Ethics.
<b>Structure and Composition of the Board of Commissioners:</b>			
E.2.4	Does the composition of the Independent Director/ Commissioner constitute at least 50% of the total members of the Board of Directors/ Board of Commissioners?	Yes	<a href="https://bni.co.id/id-id/perusahaan/tentangbni/komisaris">https://bni.co.id/id-id/perusahaan/tentangbni/komisaris</a>
E.2.5	Does the company have a term limit of nine years or less or 2 terms of five years each for its Independent Director/ Commissioner?	Yes	Regulated in the Board of Directors/Board of Commissioners' Working Guidelines and Procedures in the term of office of the Board of Directors/Board of Commissioners <a href="http://bni.co.id/id-id/perusahaan/tatakelola/pedomandantatertib">http://bni.co.id/id-id/perusahaan/tatakelola/pedomandantatertib</a>
E.2.6	Has the company set a limit of five seats for the Board of Directors and the Board of Commissioners that can be held simultaneously by an independent/ non- Executive Director/Commissioner?	Yes	Regulated in the Board of Directors/Board of Commissioners' Working Guidelines and Procedures in the term of office of the Board of Directors/Board of Commissioners <a href="http://bni.co.id/id-id/perusahaan/tatakelola/pedomandantatertib">http://bni.co.id/id-id/perusahaan/tatakelola/pedomandantatertib</a>
E.2.7	Does the company have any executive directors/ commissioners who serve on more than two boards of listed companies outside of the group?	No	-
<b>Nomination Committee:</b>			
E.2.8	Does the company have a Nomination Committee?	Yes	The Company has a Nomination and Remuneration Committee <a href="http://bni.co.id/id-id/perusahaan/tatakelola/komitedewankomisaris">http://bni.co.id/id-id/perusahaan/tatakelola/komitedewankomisaris</a>
E.2.9	Is the Nomination Committee comprise a majority of independent directors/ commissioners?	Yes	As stated in the 2020 Annual Report in the Nomination and Remuneration Committee section
E.2.10	Is the chairman of the Nomination Committee an independent director/ commissioner?	Yes	As in the 2020 Annual Report in the Nomination and Remuneration Committee section, the Nomination and Remuneration Committee Chair is held by Agus Dermawan Wintarto Martowardojo, President Commissioner/ Independent Commissioner.



NO.	PARAMETER	AVAILABILITY	PRESENTATION DESCRIPTION
E.2.11	Does the company disclose the terms of reference/ governance structure/ charter of the Nomination Committee?	Yes	<a href="https://bni.co.id/id-id/perusahaan/tatakelola/komitedewankomisaris">https://bni.co.id/id-id/perusahaan/tatakelola/komitedewankomisaris</a>
E.2.12	Is the meeting attendance of the Nomination Committee disclosed and if so, did the Nomination Committee meet at least twice during the year?	Yes	As stated in the 2020 Annual Report, the Agenda for the Nomination and Remuneration Committee Meetings, as well as the Frequency and Attendance Level of the Nomination and Remuneration Committee Meetings.
<b>Remuneration Committee/Compensation Committee:</b>			
E.2.13	Does the company have a Remuneration Committee?	Yes	The Company has a Nomination and Remuneration Committee <a href="https://bni.co.id/id-id/perusahaan/tatakelola/komitedewankomisaris">https://bni.co.id/id-id/perusahaan/tatakelola/komitedewankomisaris</a>
E.2.14	Is the Remuneration Committee comprise of a majority of independent directors/commissioners?	Yes	As stated in the 2020 Annual Report in the Nomination and Remuneration Committee section
E.2.15	Is the chairman of the Remuneration Committee an independent director/ commissioner?	Yes	As in the 2020 Annual Report, the Nomination and Remuneration Committee Chair is held by Agus Dermawan Wintarto Martowardojo, President Commissioner/ Independent Commissioner.
E.2.16	Does the company disclose the terms of reference/ governance structure/charter of the Remuneration Committee?	Yes	<a href="https://bni.co.id/id-id/perusahaan/tatakelola/komitedewankomisaris">https://bni.co.id/id-id/perusahaan/tatakelola/komitedewankomisaris</a>
E.2.17	Is the meeting attendance of the Remuneration Committee disclosed, and if so, did the Remuneration Committee meet at least twice during the year?	Yes	As stated in the 2020 Annual Report, the Agenda for the Nomination and Remuneration Committee Meetings, as well as the Frequency and Attendance Level of the Nomination and Remuneration Committee Meetings.
<b>Audit Committee:</b>			
E.2.18	Does the company have an Audit Committee?	Yes	<a href="https://bni.co.id/id-id/perusahaan/tatakelola/komitedewankomisaris">https://bni.co.id/id-id/perusahaan/tatakelola/komitedewankomisaris</a>
E.2.19	Is the Audit Committee comprised entirely of non- executive directors/ commissioners with a majority of independent directors/commissioners?	Yes	As published on the Company's website <a href="https://bni.co.id/id-id/perusahaan/tatakelola/komitedewankomisaris">https://bni.co.id/id-id/perusahaan/tatakelola/komitedewankomisaris</a> and the 2020 Annual Report in the Audit Committee section.
E.2.20	Is the chairman of the Audit Committee an independent director/commissioner?	Yes	As published on the Company's website <a href="https://bni.co.id/id-id/perusahaan/tatakelola/komitedewankomisaris">https://bni.co.id/id-id/perusahaan/tatakelola/komitedewankomisaris</a> and the 2020 Annual Report in the Audit Committee section.
E.2.21	Does the company disclose the terms of reference/ governance structure/ charter of the Audit Committee?	Yes	<a href="https://www.bni.co.id/Portals/1/BNI/Perusahaan/Docs/Piagam-Komite-Audit-2021.pdf">https://www.bni.co.id/Portals/1/BNI/Perusahaan/Docs/Piagam-Komite-Audit-2021.pdf</a>
E.2.22	Does at least one of the independent directors/ commissioners of the committee have accounting expertise (accounting qualification or experience)?	Yes	As stated in the 2020 Annual Report on the Audit Committee Structure, Membership and Expertise.
E.2.23	Is the meeting attendance of the Audit Committee disclosed, and if so, did the Audit Committee meet at least four times during the year?	Yes	As stated in the 2020 Annual Report on the Frequency and Attendance of the Audit Committee Meetings.
E.2.24	Does the Audit Committee have primary responsibility for recommendation on the appointment, and removal of the external auditor?	No	-



NO.	PARAMETER	AVAILABILITY	PRESENTATION DESCRIPTION
<b>Meetings and Attendance of the Board of Commissioners:</b>			
E.3.1	Are the board of directors meetings scheduled before the start of fiscal year?	Yes	As stated in the 2020 Annual Report.
E.3.2	Does the board of directors/ commissioners meet at least six times per year?	Yes	As stated in the 2020 Annual Report.
E.3.3	Has each of the directors/ commissioners attended at least 75% of all the board meetings held during the year?	No	-
E.3.4	Does the company require a minimum quorum of at least 2/3 for board decisions?	No	As stipulated in the Company's Articles of Association <a href="https://bni.co.id/id-id/perusahaan/tatakelola/anggarandasarbni">https://bni.co.id/id-id/perusahaan/tatakelola/anggarandasarbni</a>
E.3.5	Did the non-executive directors/ commissioners of the company meet separately at least once during the year without any executives present?	Yes	As stated in the 2020 Annual Report.
<b>Information Access</b>			
E.3.6	Are the Board of Directors/ Commissioners meeting working papers given to the Boards at least five working days before the meeting?	No	-
E.3.7	Does the corporate secretary play an important role in supporting the Board of Directors in carrying out their responsibilities?	Yes	As stated in the 2020 Annual Report in the Corporate Secretary section
E.3.8	Is the corporate secretary trained in law, accounting or corporate secretarial practices and keeps abreast of relevant developments?	No	-
<b>Appointment and Re-election of Board of Commissioners Members</b>			
E.3.9	Does the company disclose the criteria used in the selection of new Directors/ Commissioners?	Yes	As stated in Article 11 and Article 14 of the Company's Articles of Association and in the 2020 Annual Report in the Criteria for Members of the Board of Commissioners, and the Criteria & Term of Office for the Board of Directors
E.3.10	Does the company disclose the process followed the appointment of a new Director/Commissioner?	Yes	As stated in the 2020 Annual Report in the Appointment Process for the Board of Commissioners and Board of Directors
E.3.11	Can all directors/commissioners be re-elected every 3 years; or 5 years for companies registered in countries where the law provides for 5 years each? A five-year period should be required by an existing law prior to the introduction of the ASEAN Corporate Governance Scorecard in 2011.	Yes	As stated in the 2020 Annual Report in the Criteria & Term of Office for the Board of Directors and the Term of Office for Members of the Board of Commissioners
<b>Regarding Remuneration</b>			
E.3.12	Does the company disclose remuneration policies/practices (salaries, allowances, benefits and others) (i.e. use of incentives and short-term and long-term performance measures) for the President Director and Directors?	Yes	As stated in the 2020 Annual Report in the Board of Directors' Remuneration Policy
E.3.13	Is there a fee structure disclosure for non-executive Directors/ Commissioners?	Yes	As stated in the 2020 Annual Report in the Remuneration Structure of Members of the Board of Directors

NO.	PARAMETER	AVAILABILITY	PRESENTATION DESCRIPTION
E.3.14	Do shareholders or the Board of Directors approve the remuneration of the executive directors and/or senior executives?	Yes	As a summary of the minutes of the Annual GMS on March 31, 2021, and as stated in the 2020 Annual Report
E.3.15	Does the company have measurable standards in place to align the performance-based remuneration of executive directors and senior executives with the company's long-term interests, such as reserves and deferred bonuses?	No	-
<b>Internal Audit</b>			
E.3.16	Does the company have a separate internal audit function?	Yes	As stated in the 2020 Annual Report on the Internal Audit Unit
E.3.17	Is the head of internal audit identified or, if outsourced, is the name of the external company disclosed?	Yes	As stated in the 2020 Annual Report on the Internal Audit Unit
E.3.18	Does the appointment and dismissal of internal auditors require the Audit Committee approval?	Yes	As stated in the 2020 Annual Report for the Internal Audit Unit and the Audit Committee
<b>Risk Oversight</b>			
E.3.19	Does the company establish sound internal control procedures/ risk management framework and periodically review the effectiveness of the framework?	Yes	As stated in the 2020 Annual Report for the Risk Management & Anti Fraud Committee – Risk Management Sub-Committee (KRA-RMC)
E.3.20	Does the Annual Report disclose the Board of Directors/Board of Commissioners review of the company's material controls (including operational, financial and compliance controls) and the risk management system?	Yes	As stated in the 2020 Annual Report for the Implementation of BNI Risk Management
E.3.21	Does the company disclose the major material risks facing the company (i.e. financial, operational including IT, environmental, social, economic)?	Yes	As stated in the 2020 Annual Report for Risk Management
E.3.22	Does the Annual Report/Annual Governance Report contain statements from the Board of Directors/Board of Commissioners or the Audit Committee on the adequacy of the company's internal control/risk management system?	Yes	As stated in the 2020 Annual Report
<b>Company President Commissioner</b>			
E.4.1	Are the President Commissioner and President Director positions held by different people?	Yes	As stated on the Company's website <a href="https://www.bni.co.id/id-id/company/aboutbni/director">https://www.bni.co.id/id-id/company/aboutbni/director</a> and <a href="https://www.bni.co.id/id-id/company/aboutbni/komisaris">https://www.bni.co.id/id-id/company/aboutbni/komisaris</a>
E.4.2	Is the President Commissioner an Independent Director/Commissioner?	Yes	As stated in the Company's website <a href="https://www.bni.co.id/id-id/company/aboutbni/komisaris">https://www.bni.co.id/id-id/company/aboutbni/komisaris</a> , and as stated in the 2020 Annual Report on changes in the Board of Commissioners membership composition
E.4.3	Is there a Director who previously served as the President Director of a company in the last 2 years?	No	As stated in the 2020 Annual Report in the Board of Directors Profiles

NO.	PARAMETER	AVAILABILITY	PRESENTATION DESCRIPTION
E.4.4	Are the roles and responsibilities of the President Commissioner disclosed?	Yes	As stated in the 2020 Annual Report in the division of supervisory responsibilities for each member of the Board of Commissioners
<b>Senior Independent Commissioner</b>			
E.4.5	If the President Commissioner is not independent, has the Board appointed a Senior Independent Leader/Director and has their role been defined?	N/A	
<b>Board of Commissioners Expertise and Competency</b>			
E.4.6	Does at least one non-executive Director/Commissioner have previous work experience in the main sector where the company operates?	Yes	As stated in the 2020 Annual Report in the Board of Directors and Board of Commissioners Profiles
<b>Board of Commissioners Training/Development</b>			
E.5.1	Does the company have an orientation program for new Directors or Commissioners?	Yes	As stated in the 2020 Annual Report on the Orientation and Introduction Program for New Commissioners/Directors
E.5.2	Does the company have a policy that encourages the Board of Directors/Board of Commissioners to take part in continuous or sustainable professional education programs?	Yes	As stated in the 2020 Annual Report on the Orientation and Introduction Program for New Commissioners/Directors
<b>President Director Appointment and Performance Assessment</b>			
E.5.3	Does the company disclose how the Board of Directors/Board of Commissioners plans for the succession of the President Director and main management?	Yes	As stated in the 2020 Annual Report in the Board of Directors Succession Policy
E.5.4	Does the Board of Directors/Board of Commissioners conduct annual performance appraisals of the President Director?	Yes	As stated in the 2020 Annual Report in the Board of Directors Performance Assessment
<b>Board of Commissioners Performance Assessment</b>			
E.5.5	Does the company conduct annual Board of Director/Board of Commissioners performance appraisals and disclose the criteria and processes followed for the assessments?	Yes	As stated in the 2020 Annual Report in the Board of Directors/Board of Commissioners Performance Assessments
E.5.6	Does the company conduct annual performance appraisal for each Director/ Commissioner and disclose the criteria and processes followed for the assessments?	No	-
E.5.7	Does the company conduct annual Board of Director/Board of Commissioners performance appraisals and disclose the criteria and processes followed for the assessments?	Yes	As stated in the 2020 Annual Report in Board of Directors/Board of Commissioners Performance Assessments

# Annual Report of **GCG** **Implementasi** in 2021



## **Grha BNI**

Jl. Jenderal Sudirman Kav. 1  
Jakarta 10220, Indonesia

## **Online**

Email: [bni@bni.co.id](mailto:bni@bni.co.id)  
Website: [bni.co.id](http://bni.co.id)

## **Phone & Fax**

Solution Center: 1500 046  
Phone: 021 - 2511 946, 572 8387

Twitter : @BNI  
Facebook : BNI  
Instagram : @BNI46



**[bni.co.id](http://bni.co.id)**