

Laporan Pelaksanaan Tata Kelola

Corporate Governance
Implementation Report



#MelajuJauh

dengan Tata Kelola yang Baik

#GoFarBeyond with Good Governance

Bank menjalankan tata kelola yang baik secara dinamis dan terus berkembang sesuai dengan kebutuhan operasional serta standar dan praktik terbaik. Komitmen penerapan GCG selama ini dapat menjaga kepercayaan seluruh pemangku kepentingan Bank dan membangun reputasi serta kredibilitas *brand image* yang positif

The Bank sees the importance of having a dynamic good corporate governance that evolves as operational needs and best practices change over time. Our strong GCG commitment has contributed to building the trust of our shareholders, our reputation, credibility, and positive brand image

PEDOMAN TATA KELOLA

Bank memiliki Pedoman Penerapan Tata Kelola yang memuat (1) Sistem tata kelola, (2) Peran dan Tanggung jawab masing-masing Organ Perusahaan, serta (3) Pemantauan dan Pelaporan.

Bank menerapkan prinsip-prinsip Tata Kelola yang baik dalam setiap kegiatan usaha Bank, dan di seluruh tingkatan organisasi. Penilaian dan evaluasi serta pengembangan penerapan tata kelola terus dilaksanakan untuk melindungi kepentingan dan harapan para pemangku kepentingan.

Struktur dan Infrastruktur Tata Kelola [102-18]

- Struktur Tata Kelola terdiri dari Organ Perusahaan: Rapat Umum Pemegang Saham (RUPS), Dewan Komisaris, Direksi, Komite-komite di bawah Dewan Komisaris, dan Unit Independen: Fungsi Kepatuhan, Fungsi Audit Intern dan Ekstern, Fungsi Manajemen Risiko serta Fungsi Sekretaris Perusahaan.
- Infrastruktur Tata Kelola merupakan kebijakan Bank dalam rangka melakukan usaha, meliputi (a) Rencana Jangka Panjang, Rencana Kerja dan Anggaran Tahunan; (b) Kebijakan Usaha; (c) Kebijakan Pengawasan.

Penilaian Penerapan Tata Kelola

Penilaian penerapan tata kelola dilakukan secara mandiri dan oleh pihak ekstern.

- Penilaian mandiri merujuk pada Peraturan OJK (POJK) No. 55/POJK.03/2016 tentang Penerapan Tata Kelola bagi Bank Umum, dilakukan untuk semester I dan II 2021 dengan hasil Peringkat 1 (satu) atau Sangat Baik. Selain itu, dilakukan juga penilaian mandiri atas penerapan Tata Kelola Perusahaan Terbuka yang mengacu pada POJK No. 21/POJK.04/2015 dengan rincian seperti disajikan pada halaman 142-146.
- Penilaian oleh pihak ekstern dilakukan antara lain oleh Badan Pemeringkat Domestik yang ditunjuk oleh Otoritas Jasa Keuangan (OJK) berdasarkan ASEAN *Corporate Governance Scorecard* (ACGS).

RENCANA TINDAK

Penerapan Tata Kelola Bank secara umum sangat baik, tercermin dari pemenuhan yang memadai dalam menerapkan prinsip-prinsip Tata Kelola. Walaupun terdapat beberapa kelemahan yang teridentifikasi pada aspek Tata Kelola, namun hal tersebut tidak signifikan dan Bank dapat menyelesaikan dan melaksanakan tindak lanjut dengan baik.

RAPAT UMUM PEMEGANG SAHAM

LANDASAN HUKUM

Rapat Umum Pemegang Saham (RUPS) dilaksanakan sesuai dengan Anggaran Dasar Bank dan POJK No. 15/POJK.04/2020 tentang Rencana dan Penyelenggaraan Rapat Umum Pemegang Saham Perusahaan Terbuka.

GOVERNANCE POLICY

The Bank has Guidelines of Corporate Governance Implementation which contains (1) The governance system, (2) Roles and Responsibilities of each of the Company's Organs, as well as (3) Monitoring and reporting.

The Bank applies the principles of Good Corporate Governance (GCG) in every business activity and at all levels of organization. Governance implementation as well as assessment and evaluation are continually carried out to protect the interests and expectations of stakeholders.

Governance Structure and Infrastructure [102-18]

- Governance Structure consists of the Company Organs: the General Meeting of Shareholders (GMS), the Board of Commissioners, Board of Directors, and Committees of the Board of Commissioners and Independent Units (Compliance Function, Internal and External Audit Functions, Risk Management, and Corporate Secretary Function).
- Governance Infrastructure is the Bank's policies in conducting business, including (a) Corporate Plan, Work and Budget Plan; (b) Business Policy; (c) Supervisory Policy.

Governance Implementation Assessment

Governance implementation assessment is conducted through self-assessment and by external parties.

- The self-assessment was referring to OJK Regulation (POJK) No. 55/POJK.03/2016 concerning the Governance Implementation for Commercial Banks, conducted for the first and second semester 2021 resulted in the First Rating or Very Good. In addition, governance self-assessment was also conducted by referring to POJK No. 21/POJK.04/2015 on the Governance Guidelines for Public Companies with details on page 142-146.
- The external assessments was performed by, among others, the Domestic Rating Body appointed by the OJK based on ASEAN Corporate Governance Scorecard (ACGS).

ACTION PLAN

The Bank's Corporate Governance implementation is generally very good, as reflected in adequate compliance of Governance principles implementation. Although there were several identified weaknesses in the aspect of Governance, they were insignificant and the Bank can resolve and carry out a proper follow-up.

GENERAL MEETING OF SHAREHOLDERS

LEGAL BASIS

The General Meeting of Shareholders (GMS) is conducted in accordance with the Bank's Articles of Association and POJK No. 15/POJK.04/2020 concerning the Planning and Implementation of General Meetings of Shareholders for Public Companies.

MEKANISME PENYELENGGARAAN RUPS TAHUNAN (RUPST) 2021

Bank telah menyelenggarakan RUPST pada tanggal 6 April 2021 di Kantor Pusat Bank OCBC NISP, OCBC NISP Tower, Jl. Prof. Dr. Satrio Kav. 25, Jakarta Selatan.

Ketentuan kuorum, mekanisme pengambilan keputusan rapat dan pemungutan suara tercantum dalam Tata Tertib RUPST dan dapat diakses pada situs web Bank di www.ocbcnisp.com.

Penyelenggaraan RUPST 2021

Tanggal Date	Keterangan Description
11 Februari February 2021	Pemberitahuan Mata Acara RUPST kepada OJK melalui laporan elektronik. Notification of AGMS Agenda to OJK through electronic reporting.
19 Februari February 2021	Pengumuman melalui situs web Bursa Efek Indonesia (BEI), Kustodian Sentral Efek Indonesia (KSEI), dan situs web Bank www.ocbcnisp.com . Announcement in website of Indonesia Stock Exchange (IDX), Indonesian Central Securities Depository (KSEI), and the Bank's website www.ocbcnisp.com .
8 Maret March 2021	Pemanggilan melalui iklan di media cetak harian Bisnis Indonesia, situs web BEI, KSEI, dan situs web Bank www.ocbcnisp.com . Invitation through printed media advertisement in Bisnis Indonesia, website of IDX, KSEI, and the Bank's website www.ocbcnisp.com .
6 April 2021	Pelaksanaan RUPST pada pukul 10.10 – 10.54 WIB, bertempat di OCBC NISP Tower Lt. 23, Jalan Prof. Dr. Satrio Kav. 25, Jakarta Selatan. AGMS Implementation at 10.10 – 10.54 a.m., located in OCBC NISP Tower 23rd Fl., Jl. Prof. Dr. Satrio Kav. 25, South Jakarta.
7 April 2021	Ringkasan Risalah RUPST diumumkan melalui situs web BEI, KSEI, dan situs web Bank www.ocbcnisp.com . Summary of AGMS Minutes announced in website of IDX, KSEI, and the Bank's website www.ocbcnisp.com

Keputusan dan Realisasi Hasil RUPST 2021

Hasil pengambilan keputusan dan seluruh keputusan RUPST dapat dilihat di situs web Bank www.ocbcnisp.com.

Semua Keputusan RUPST 2021 berikut ini telah terealisasi:

Mata Acara 1

1. Persetujuan Laporan Tahunan Perseroan termasuk Laporan Direksi dan Laporan Pengawasan Dewan Komisaris untuk tahun buku 2020.
2. Persetujuan pengesahan Laporan Keuangan Konsolidasian Perseroan tahun buku 2020 yang telah diaudit oleh Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis & Rekan, anggota jaringan global PricewaterhouseCoopers yang dinyatakan dalam laporannya tertanggal 26 Januari 2021 dengan opini tanpa modifikasi.

Dengan demikian memberikan pelunasan dan pembebasan tanggung jawab sepenuhnya (*acquitted et de charge*) kepada Direksi dan Dewan Komisaris Perseroan atas tindakan pengurusan dan pengawasan selama tahun buku 2020, yang tercermin dalam Laporan Tahunan dan Laporan Keuangan Konsolidasian Perseroan tahun buku 2020, kecuali untuk tindak pidana.

MECHANISM OF 2021 ANNUAL GMS (AGMS) IMPLEMENTATION

The Bank held AGMS on 6 April 2021 at the Bank's Head Office, OCBC NISP Tower, Prof. Dr. Satrio Street Kav. 25, South Jakarta.

Quorum stipulations, mechanism for decision making and voting of the meeting are stated in the AGMS' Rule of Conduct and can be accessed at the Bank's website: www.ocbcnisp.com.

2021 AGMS Implementation**Resolution and Realization of 2021 AGMS**

The result and all resolutions of the AGMS can be seen on the Bank's website www.ocbcnisp.com.

The following 2021 AGMS resolutions have been realized:

Agenda 1

1. Approval of the Company's Annual Report including the Report of the Board of Directors and the Supervision Report of the Board of Commissioners for the financial year 2020.
2. Approval of the Company's Consolidated Financial Statements for the financial year 2020 audited by Tanudiredja, Wibisana, Rintis & Rekan Public Accounting Firm, member of PricewaterhouseCoopers global network as set forth in its report dated 26 January 2021 with an unmodified opinion.

Therefore, the Company's member of the Board of Directors and the Board of Commissioners, were hereby granted a released and discharged of liability (*acquitted et de charge*) on their respective management and supervisory actions during financial year 2020, to the extent such actions were reflected in the Company's Annual Report and Consolidated Financial Statements for financial year 2020, except for criminal acts.

Mata Acara 2

Persetujuan penggunaan Laba Bersih Perseroan tahun buku 2020 sebesar Rp2.101.669.966.344,- setelah dikurangi cadangan umum sebesar Rp100.000.000,- sepenuhnya untuk memperkuat posisi permodalan Perseroan dan tidak dibagikan sebagai dividen.

Mata Acara 3

Persetujuan pembelian kembali saham Perseroan telah terlaksana pada tanggal 8 Juli 2021 dan telah dilaporkan kepada OJK melalui surat tanggal 12 Juli 2021, sedangkan pengalihannya dilaporkan pada tanggal 27 Juli 2021.

Mata Acara 4

Persetujuan pengkinian Rencana Aksi serta memberikan kuasa dan wewenang kepada Direksi Perseroan untuk melakukan tindakan yang diperlukan sehubungan dengan hal-hal yang berkaitan dengan Rencana Aksi dengan terlebih dahulu mendapatkan persetujuan Dewan Komisaris.

Mata Acara 5

Persetujuan Perubahan Anggaran Dasar Perseroan dalam rangka menyesuaikan ketentuan dengan POJK No. 14/POJK.04/2019, POJK No. 15/POJK.04/2020, dan POJK No. 16/POJK.04/2020, yaitu perubahan pada Pasal 4, Pasal 10, Pasal 11, Pasal 12, Pasal 13, dan Pasal 14, serta menyusun kembali seluruh Anggaran Dasar Perseroan sebagaimana tercantum dalam Akta No. 4 tanggal 6 April 2021.

Mata Acara 6

Persetujuan perubahan Susunan Pengurus Perseroan yaitu:

1. Pengangkatan Helen Wong sebagai Komisaris telah mendapatkan persetujuan OJK dan efektif tanggal 2 Juli 2021 serta telah dinyatakan dalam Akta Notaris tersendiri, telah diterima dan dicatat di dalam Sistem Administrasi Badan Hukum tanggal 21 Juli 2021.
2. Pengangkatan kembali Martin Widjaja sebagai Direktur telah dinyatakan dalam Akta Notaris tersendiri dan didaftarkan dalam Daftar Perseroan tanggal 4 Mei 2021.

Susunan lengkap Dewan Komisaris dan Direksi tersedia pada situs web Bank www.ocbcnisp.com.

Mata Acara 7

Persetujuan pemberian wewenang kepada Dewan Komisaris berdasarkan rekomendasi dari Komite Audit untuk menunjuk Akuntan Publik (AP) dan Kantor Akuntan Publik (KAP) untuk mengaudit laporan keuangan Perseroan untuk tahun buku 2021. Berdasarkan rekomendasi Komite Audit dan ketentuan perundangan yang berlaku, Dewan Komisaris telah menunjuk AP Lucy Luciana Suhenda, S.E., Ak., CPA dan KAP Tanudiredja, Wibisana, Rintis & Rekan sebagai AP dan KAP untuk mengaudit laporan keuangan Perseroan untuk tahun buku 2021 sebagaimana tercantum dalam Surat Keputusan Dewan Komisaris tanggal 4 Juni 2021.

Agenda 2

Approval of the Company's Net Profit of financial year 2020, in the amount of Rp2,101,669,966,344,- after deducting the general reserves in the amount of Rp100,000,000,- entirely to be used to strengthen the Company's capital position and not distributed as dividends.

Agenda 3

Approval of the buyback of Company shares was realized on 8 July 2021 and was reported to OJK via letter dated 12 July 2021, for the distribution was reported on 27 July 2021.

Agenda 4

Approval of the updated Recovery Plan, and granted the authority to the Company's Board of Directors to take necessary Recovery in relation with the Recovery Plan by obtaining the prior approval of the Board of Commissioners.

Agenda 5

Approval of the amendment of certain provisions of the Company's Articles of Association in order to adjust the provisions of POJK No. 14/POJK.04/2019, POJK No. 15/POJK.04/2020, and POJK No. 16/POJK.04/2020, namely the amendment to the Article 4, Article 10, Article 11, Article 12, Article 13, and Article 14, as well as restated and rewritten the Articles of Association as contained the Deed No. 4 dated 6 April 2021.

Agenda 6

Approval on the changes in the Company's Management, namely:

1. The appointment of Helen Wong as Commissioner which has been approved by OJK and with effect from 2 July 2021 as has been stated in a separate Notarial Deed, has been accepted and recorded in the Legal Entity Administration system dated 21 July 2021.
2. The reappointment of Martin Widjaja as Director which has been stated in a separate Notarial Deed and was registered in Company Registry dated 4 May 2021.

The complete composition of the Board of Commissioners and Board of Directors are available at the Bank's website www.ocbcnisp.com.

Agenda 7

Approval of the delegation of authority to the Board of Commissioners based on the recommendations from the Audit Committee to appoint public accountant (AP) and public accounting firm to audit the Company's financial statements for the Financial Year of 2021. Based on the recommendations from the Audit Committee and the prevailing laws and regulations, the Board of Commissioners has appointed Public Accountant Lucy Luciana Suhenda, S.E., Ak., CPA and Public Accounting Firm Tanudiredja, Wibisana, Rintis & Partners as the Public Accountant and Public Accounting Firm to audit the Company's financial statements for Financial Year 2021 as contained in the Board of Commissioners Decree dated 4 June 2021.

Pernyataan Terkait Keputusan RUPS 2021 yang Belum Terealisasi

Seluruh Keputusan RUPS 2021 telah terealisasi dan tidak ada yang tidak terealisasi.

PENYELENGGARAAN RUPS TAHUN 2020

Keputusan RUPST 2 April 2020 telah disampaikan secara lengkap pada Laporan Tahunan 2020 dan pada Ringkasan Risalah RUPST 2020 yang tersedia pada situs web Bank www.ocbcnisp.com.

Seluruh Hasil RUPST 2 April 2020 telah terealisasi sebagaimana tercantum dalam Laporan Tahunan Perseroan tahun 2020 dan tercantum dalam situs web Bank www.ocbcnisp.com.

Pernyataan Terkait Keputusan RUPS 2020 yang Belum Terealisasi

Seluruh Keputusan RUPS 2020 telah terealisasi dan tidak ada yang tidak terealisasi.

DEWAN KOMISARIS

DASAR HUKUM

Dewan Komisaris diangkat oleh RUPS dan bertanggung jawab terhadap terlaksananya tugas Dewan Komisaris sebagaimana dimaksud dalam Anggaran Dasar Bank dan ketentuan perundangan yang berlaku.

PEDOMAN DAN TATA TERTIB KERJA

Pedoman dan Tata Tertib Kerja bagi Dewan Komisaris dapat diakses pada situs web Bank www.ocbcnisp.com

TUGAS DAN TANGGUNG JAWAB

Dewan Komisaris wajib memastikan terselenggaranya tata kelola yang baik di lingkungan Bank dan melaksanakan pengawasan terhadap pelaksanaan tugas dan tanggung jawab Direksi serta memberikan nasihat kepada Direksi.

Tugas dan Tanggung Jawab Presiden Komisaris

Selain menjalankan tugas dan tanggung jawab sebagai Komisaris, Presiden Komisaris juga memiliki tugas dan tanggung jawab sebagai berikut:

1. Mengoordinasikan pelaksanaan tugas dan tanggung jawab Dewan Komisaris.
2. Menyampaikan laporan pengawasan Dewan Komisaris untuk mendapatkan persetujuan RUPST.
3. Memastikan pelaksanaan tugas dan tanggung jawab Dewan Komisaris telah sesuai dengan ketentuan yang berlaku.
4. Memastikan bahwa keputusan yang diambil dalam rapat Dewan Komisaris dilakukan secara efektif.

KRITERIA KOMISARIS

Kriteria anggota Dewan Komisaris antara lain:

1. Mempunyai akhlak, moral, dan integritas yang baik.
2. Capak melakukan perbuatan hukum.

Statement Concerning Unrealized 2021 GMS Resolutions

All 2021 GMS resolutions have been realized and there were no resolutions that had not been realized.

THE IMPLEMENTATION OF 2020 GMS

The resolutions of the AGMS dated April 2th, 2020, have been fully delivered in the 2020 Annual Report and in the summary of the 2020 AGMS available at the Bank's website www.ocbcnisp.com.

The result and resolutions of AGMS dated 2 April 2020 had been fully implemented as stated in the Bank's 2020 Annual Report and can be accessed on the Bank's website www.ocbcnisp.com.

Statement Concerning Unrealized 2020 GMS Resolutions

All GMS resolutions have been realized and there were no resolutions that had not been realized.

BOARD OF COMMISSIONERS

LEGAL BASIS

The Board of Commissioners is appointed by GMS and responsible to ensure the implementation of its duties in accordance with the Articles of Association and applicable laws and regulations.

BOARD OF COMMISSIONERS' CHARTER

The Board of Commissioners Charter can be accessed on the Bank's website www.ocbcnisp.com.

DUTIES AND RESPONSIBILITIES

The Board of Commissioners shall ensure the implementation of GCG within the Bank, oversee the Board of Directors in discharging their duties and responsibilities and provide advice to the Board of Directors.

Duties and Responsibilities of the President Commissioner

Other than carrying out his duties and responsibilities as Commissioner, the President Commissioner has also the following duties and responsibilities:

1. Coordinating the implementation of duties and responsibilities of the Board of Commissioners.
2. Presenting the Board of Commissioners' oversight report for approval by the AGMS.
3. Ensuring the implementation of duties and responsibilities of the Board of Commissioners with due observance to the prevailing rules.
4. Ensuring effective decision making in the meeting of the Board of Commissioners.

Commissioner Selection Criteria

The criteria for the Board of Commissioners' members are:

1. Having good character, morals and integrity.
2. Capable in carrying out legal actions.

3. Memiliki rekam jejak yang baik dalam 5 (lima) tahun sebelum pengangkatan dan selama menjabat.
4. Memiliki komitmen untuk mematuhi peraturan perundang-undangan.
5. Memiliki pengetahuan dan/atau keahlian di bidang yang dibutuhkan.

3. Having a good track record within 5 (five) years prior to appointment and during tenure.
4. Having a commitment to comply with laws and regulations.
5. Having the knowledge and/or expertise in the required fields.

KOMPOSISI DEWAN KOMISARIS [102-22]

Komposisi Komisaris Independen Composition of Independent Commissioners	Jumlah Komisaris Total Commissioners	Jumlah Komisaris Perempuan Total Female Commissioners	Komisaris Warga Negara Indonesia Commissioners with Indonesian Citizenship
62.5%	8 orang persons	2 orang persons	62.5%

BOARD OF COMMISSIONERS COMPOSITION [102-22]

KEBIJAKAN KEBERAGAMAN

Komposisi Dewan Komisaris Bank telah mencerminkan keberagaman anggotanya dalam hal kewarganegaraan, usia, pendidikan, pengalaman kerja, dan gender. Rincian kualifikasi Dewan Komisaris disajikan pada Profil Dewan Komisaris di halaman 45-51.

DIVERSITY POLICY

The Board of Commissioners' composition has reflected the diversity of its members in terms of nationality, age, education, work experience, and gender. Details of the Board of Commissioners' qualifications are presented in the Board of Commissioners profile on page 45-51.

RAPAT

Sesuai Pedoman dan Tata Tertib Kerja Dewan Komisaris Bank, Rapat Dewan Komisaris diselenggarakan paling kurang 1 (satu) kali dalam 2 (dua) bulan dan rapat bersama Direksi paling kurang 1 (satu) kali dalam 4 (empat) bulan. Dewan Komisaris wajib menghadiri setidaknya 2 (dua) rapat, baik secara fisik atau melalui *video conference/conference call*.

MEETINGS

In accordance with the Bank's Board of Commissioners Charter, the Board of Commissioners Meetings are held at least once every 2 (two) months, and joint meetings with the Board of Directors at least once every 4 (four) months. The Board of Commissioners shall attend at least 2 (two) meetings, either physically or via video conference/conference call.

Hasil rapat dituangkan dalam risalah rapat, ditandatangani oleh anggota Dewan Komisaris (dan Direksi) yang hadir dan disampaikan kepada seluruh anggota Dewan Komisaris (dan Direksi). Perbedaan pendapat yang terjadi dalam rapat dicantumkan secara jelas dalam risalah rapat beserta alasan perbedaan pendapat.

The meeting results are stated in the meeting minutes and signed by the Board of Commissioners' members (and the Board of Directors) attending the meeting and distributed to all members of the Board of Commissioners (and the Board of Directors). The dissenting opinion that occurred in the meeting shall be clearly stated in the minutes of meeting including the reasons for such disagreement.

Jumlah & Tingkat Kehadiran Rapat

Sepanjang tahun 2021, Dewan Komisaris melaksanakan 7 (tujuh) kali rapat dengan tingkat kehadiran 100%.

Total Meetings and Attendance Rate

The Board of Commissioners held 7 (seven) meetings during 2021 with attendance level of 100%.

Rapat Gabungan Dewan Komisaris dan Direksi

Sepanjang tahun 2021, telah diadakan sebanyak 3 (tiga) kali rapat gabungan dengan tingkat kehadiran 100%.

Joint Meetings of Board of Commissioners and Board of Directors

3 (three) joint meetings were held during 2021 with attendance rate of 100%.

Rekomendasi Dewan Komisaris

Selama tahun 2021, Dewan Komisaris telah memberikan rekomendasi kepada Direksi, antara lain atas hal-hal berikut:

Board of Commissioners Recommendations

During 2021, the Board of Commissioners has provided recommendations to the Board of Directors on the following matters:

1. Rencana Bisnis Bank dan Rencana Aksi Keuangan Berkelanjutan (RAKB) 2022
2. *Review* Dokumen dan Kebijakan *Recovery Plan*
3. Laporan Tahunan 2020
4. *Corporate Plan*
5. *Operating Plan*
6. *Digital Strategy*

1. The Bank Business Plan and Sustainable Finance Action Plan 2022
2. Review on Recovery Plan Document and Policy
3. 2020 Annual Report
4. Corporate Plan
5. Operating Plan
6. Digital Strategy.

PENILAIAN KINERJA DEWAN KOMISARIS

Prosedur Penilaian

Penilaian Kinerja Dewan Komisaris dilakukan melalui penilaian mandiri dan penilaian oleh Pemegang Saham atas Laporan Pengawasan Dewan Komisaris yang disampaikan dalam RUPS.

Kriteria Penilaian

1. Penilaian kinerja Dewan Komisaris dilakukan dengan metode *self-assessment* berdasarkan Struktur, Proses, dan Hasil Tata Kelola sesuai dengan Surat Edaran OJK No. 13/SEOJK.03/2017 tentang Penerapan Tata Kelola bagi Bank Umum:
 - Penilaian struktur tata kelola mencakup kecukupan struktur dan infrastruktur tata kelola Bank agar pelaksanaan prinsip Tata Kelola dapat memberikan hasil yang sesuai dengan harapan pemangku kepentingan Bank.
 - Penilaian efektivitas pelaksanaan prinsip tata kelola yang didukung oleh kecukupan struktur dan infrastruktur tata kelola Bank.
 - Penilaian hasil tata kelola menilai kualitas hasil yang memenuhi harapan pemangku kepentingan Bank.
2. Penilaian kinerja Dewan Komisaris secara mandiri melalui kuesioner yang mencakup kriteria antara lain Komposisi, Rapat, Pengawasan terhadap Kinerja Perusahaan, Kinerja Direksi, Rencana Suksesi Direksi, Manajemen Risiko dan Kecukupan Pengendalian Internal.

Pihak Yang Melakukan Penilaian

1. Dewan Komisaris melalui penilaian mandiri.
2. Direksi melalui kuesioner dengan memberikan penilaian dan masukan kepada Dewan Komisaris.

PROGRAM ORIENTASI

Bank memiliki program orientasi bagi anggota baru Dewan Komisaris dan pihak independen anggota Komite di bawah Dewan Komisaris dengan tujuan memberikan pengetahuan dan pemahaman tentang Bank, serta lingkup pekerjaannya. Pada tahun 2021 telah dilaksanakan program orientasi bagi Komisaris baru, Helen Wong.

PROGRAM PELATIHAN DAN/ATAU PENINGKATAN KOMPETENSI

Untuk meningkatkan kompetensi dan penyesuaian dengan perkembangan dunia usaha, khususnya untuk mendukung pelaksanaan tugas dan tanggung jawabnya, pada tahun 2021 anggota Dewan Komisaris mengikuti berbagai pelatihan secara daring yang diselenggarakan secara intern maupun ekstern oleh regulator dan institusi lainnya, antara lain di bidang Tata Kelola Perusahaan, Strategi dan Kepemimpinan, Politik dan Ekonomi, Perbankan, Teknologi dan Teknologi Keuangan, Manajemen Risiko, Kepatuhan, Transformasi

BOARD OF COMMISSIONERS PERFORMANCE ASSESSMENT

Assessment Procedures

The performance assessment for the Board of Commissioners is carried out by self-assessment and by Shareholders which assess the Board of Commissioners Oversight Report submitted to the GMS.

Assessment Criteria

1. The performance assessment for the Board of Commissioners is carried out by self-assessment based on Governance Structure, Process, and Outcome inline with OJK Circular No. 13/SEOJK.03/2017 on the Governance Implementation for Commercial Banks:
 - Assessment of the adequacy of the Bank's governance structure and infrastructure, to allow the implementation of GCG principles to produce the outcomes that correspond to the expectations of the Bank's stakeholders.
 - Assessment of the effectiveness on the implementation of GCG principles supported by sufficient Bank's governance structure and infrastructure.
 - Assessment of the quality of the governance outcome that correspond to the expectations of Bank's stakeholders.
2. Self assessment of the Board of Commissioners' performance conducted through questionnaires include the criteria such as Composition, Meetings, Oversight on the Company's Performance, Board of Directors' Performance, Board of Directors Succession Plan, Risk Management and Adequacy of Internal Control.

Assessors

1. The Board of Commissioners through Self-Assessment.
2. The Board of Directors through questionnaires that provide assessment and input to the Board of Commissioners.

ORIENTATION PROGRAM

The Bank has in place the orientation /induction program for new members of the Board of Commissioners and its independent party members of the Committee under the Board, to provide knowledge and understanding of the Bank, as well as the scope of work. The orientation program has been carried out in 2021 for a new Commissioner, Helen Wong.

TRAINING AND/OR COMPETENCY DEVELOPMENT PROGRAMS

Throughout 2021, members of the Board of Commissioners had participated in various online training sessions organized by internal and external (regulators and other institutions) for competency enhancement and to conform with business development, specifically in supporting their duties and responsibilities, among others in the areas of Corporate Governance, Strategy and Leadership, Politics and Economy, Banking, Financial Technology and Technology, Risk Management, Compliance, Digital Transformation,

Digital, Keamanan Siber, Environmental, Social and Governance (ESG), serta Rencana Pemerintah dalam pemulihan COVID-19.

Cyber Security, Environmental, Social and Governance (ESG), as well as Government Plan in the recovery of COVID-19.

KOMISARIS INDEPENDEN

Kriteria Komisaris Independen

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

Selama menjabat, semua Komisaris Independen telah memenuhi kriteria independen sebagaimana diatur dalam peraturan yang berlaku.

Pernyataan Independensi Komisaris Independen

Pada tahun 2021 tidak terdapat pengangkatan Komisaris Independen yang menjabat 2 (dua) periode berturut-turut. Pernyataan independensi Komisaris Independen yang telah menjabat 2 (dua) periode berturut-turut yaitu Jusuf Halim dan Kwan Chiew Choi telah diungkapkan dalam Laporan Tahunan 2020.

HUBUNGAN AFILIASI

Pramukti Surjajudaja memiliki hubungan keluarga dengan anggota Direksi, yaitu Parwati Surjajudaja. Komisaris yang memiliki hubungan keuangan dan kepengurusan dengan Pemegang Saham Pengendali Bank adalah Pramukti Surjajudaja, Samuel Nag Tsien*), Helen Wong, dan Lai Teck Poh. Komisaris lainnya tidak memiliki hubungan keluarga dan hubungan keuangan dengan anggota Direksi, anggota Dewan Komisaris, maupun Pemegang Saham Pengendali Bank.

*) Samuel Nag Tsien menjabat sebagai Komisaris hingga RUPST tanggal 6 April 2021.

KOMITE-KOMITE DEWAN KOMISARIS

Untuk mendukung efektivitas pelaksanaan tugas dan tanggung jawabnya, Dewan Komisaris membentuk Komite Audit, Komite Remunerasi dan Nominasi, Komite Pemantau Risiko dan Komite Etik dan Perilaku.

Dasar Hukum

Pengangkatan anggota komite dilakukan oleh Direksi sesuai Keputusan Dewan Komisaris berdasarkan rekomendasi Komite Remunerasi dan Nominasi.

KOMITE AUDIT

Profil Anggota

Ketua | Chairman: **Kwan Chiew Choi**
Anggota | Member: **Hardi Juganda**

Profil lengkap dapat dilihat pada profil Dewan Komisaris pada halaman 49-50.
Complete profile can be seen at the Board of Commissioners profiles on page 49-50.

INDEPENDENT COMMISSIONER

Selection Criteria of an Independent Commissioners Requirements

An Independent Commissioner has no financial, management, shareholding, and/or familial relationship with other members of the Board of Commissioners, members of the Board of Directors, and/or controlling shareholders or relationship with the Bank that may influence his/her abilities to act independently.

During tenure, all Independent Commissioners have fulfilled the independency criteria as stipulated in the prevailing regulations.

Independence Statement of Independent Commissioners

In 2021, there is no appointment of Independent Commissioner who has held the position for 2 (two) consecutive periods. The independence statement of Independent Commissioner who has held the position for 2 (two) consecutive periods namely Jusuf Halim and Kwan Chiew Choi has been disclosed in the 2020 Annual Report.

AFFILIATIONS

Pramukti Surjajudaja has a family relationship with a member of the Board of Directors, Parwati Surjajudaja. Pramukti Surjajudaja, Samuel Nag Tsien*), Helen Wong, and Lai Teck Poh are Commissioners who have financial & management relationships with the Bank's Controlling Shareholders. The other Commissioners have neither familial nor financial relationships with members of the Board of Directors, Board of Commissioners, and the Bank's Controlling Shareholders.

*) Samel Nag Tsien serves as Commissioner until the AGMS 6 April 2021.

COMMITTEES UNDER THE BOARD OF COMMISSIONERS'

For effectiveness in performing its of duties and responsibilities, the Board of Commissioners established the Audit Committee, Remuneration and Nomination Committee, Risk Monitoring Committee, and Ethics and Conduct Committee.

Legal Basis

The Board of Directors appoints the Committees' members following the Board of Commissioners' Decree upon the Remuneration and Nomination Committee's recommendations.

AUDIT COMMITTEE

Member Profiles

Rufina Tinawati Marianto
Anggota (Pihak Independen) | Member (Independent Party)

Warga Negara Indonesia, 62 tahun.
Anggota Komite Audit Bank OCBC NISP sejak 30 Maret 2017.

Riwayat Jabatan

- 1987-2003 Menjabat berbagai posisi di Bank Bali dengan posisi terakhir sebagai General Manager of Large Commercial Banking – Unit Bisnis Jakarta
- 2003-2006: General Manager Commercial Jatabeka di Bank Permata
- 2007-2014: Commercial Business Division Head, Executive VP, Commercial Business Unit, Anggota Komite Kredit Komersial, dan Commercial Sales & Marketing Support Head di Bank OCBC NISP.
- 2016-sekarang: Komisaris Independen PT Bank Mayora. *)

*) rangkap jabatan

Periode Jabatan sebagai anggota Komite Audit RUPST 2 April 2020 – RUPST 2023.

Riwayat Pendidikan: Sarjana Ekonomi Manajemen (1986) dan Sarjana Teknik Arsitektur (1985) dari Universitas Katolik Parahyangan, Bandung.

Pelatihan: Mengikuti berbagai pelatihan di bidang Transformasi Digital, Kepatuhan, dan Perekonomian.

Indonesian Citizen, 62 years old.
Audit Committee Member of Bank OCBC NISP since 30 March 2017.

Work Experience

- 1987-2003: Served in various positions at Bank Bali with last positions as General Manager of Large Commercial Banking – Jakarta Business Unit
- 2003-2006: General Manager of Commercial Jatabeka at Bank Permata
- 2007-2014: Commercial Business Division Head, Executive VP, Commercial Business Unit, Member of the Commercial Credit Committee and Commercial Sales & Marketing Support Head at Bank OCBC NISP.
- 2016-present: Independent Commissioner of PT Bank Mayora. *)

*) concurrent position

Term of office as Audit Committee Member AGMS 2 April 2020 – AGMS 2023.

Education: Bachelor's degree in Economics majoring in Management (1986) and Architecture (1985) from Parahyangan Catholic University, Bandung.

Training: Participated in various training in the field of Digital Transformation, Compliance and Economic.

Angeline Nangoi
Anggota (Pihak Independen) | Member (Independent Party)

Warga Negara Indonesia, 65 tahun.
Domisili: Jakarta, Indonesia.
Anggota Komite Audit Bank OCBC NISP sejak 2 April 2020.

Riwayat Jabatan

- 1980-1982: PT Desigras (Engineering Consultant).
- 1982-1993: PT Indonesian Investment International dengan posisi terakhir sebagai Manager and Head of Corporate Finance Division.
- 1993-1995: PT Indovest Bank dengan posisi terakhir sebagai General Manager.
- 1995-1997: PT Bank Bumiraya Utama sebagai General Manager untuk bidang Marketing, Credit Division dan Anggota Komite Kredit.
- 1997-2001: Direktur Kredit PT Bank Global Internasional Tbk.
- 2001-2003: Direktur Kepatuhan PT Bank Societe Generale Indonesia.
- 2003-2010: Direktur Kepatuhan PT Bank OCBC Indonesia.
- 2011-2014: PT Bank OCBC NISP Tbk sebagai Kepala Divisi Kepatuhan dan posisi terakhir sebagai Corporate Secretary.
- 2014-2017: Direktur Kepatuhan PT Bank Commonwealth.
- 2018- Juli 2019: Komisaris Independen PT Bank OKE Indonesia.
- Anggota Komite Pemantau Risiko Bank OCBC NISP sejak 9 April 2019.

Tidak ada Rangkap Jabatan

Periode Jabatan sebagai anggota Komite Audit RUPST 2 April 2020 – RUPST 2023.

Riwayat Pendidikan: Meraih gelar Sarjana Teknik Industri dari Institut Teknologi Bandung (ITB), Bandung (1980).

Pelatihan: Mengikuti berbagai pelatihan di bidang Tata Kelola, Kepatuhan, Keuangan dan perekonomian, Manajemen Risiko, dan Manajemen Risiko Siber.

Indonesian Citizen, age 65.
Domicile: Jakarta, Indonesia.
Audit Committee Member of Bank OCBC NISP since 2 April 2020.

Work Experience

- 1980-1982: PT Desigras (Engineering Consultant).
- 1982-1993: PT Indonesian Investment International with last position as Manager and Head of Corporate Finance Division.
- 1993-1995: PT Indovest Bank with last position as General Manager.
- 1995-1997: PT Bank Bumiraya Utama as General Manager for Marketing and Credit Division and hold as Credit Committee member.
- 1997-2001: Credit Director of PT Bank Global Internasional Tbk.
- 2001-2003: Compliance Director of PT Bank Societe Generale Indonesia.
- 2003-2010: Compliance Director of PT Bank OCBC Indonesia.
- 2011-2014: PT Bank OCBC NISP Tbk Compliance Division Head and last position as Corporate Secretary.
- 2014-2017: Compliance Director of PT Bank Commonwealth.
- 2018-July 2019: Independent Commissioner of PT Bank OKE Indonesia.
- Member of Risk Monitoring Committee Bank OCBC NISP since 9 April 2019.

No Concurrent Position

Term of office as Audit Committee Member AGMS 2 April 2020 – AGMS 2023.

Education: Bachelor Degree in Industrial Engineering from Bandung Institute of Technology (ITB), Bandung (1980).

Training: Participated in various training in the field of Governance, Compliance, Financial and Economic, Risk Management and Cyber Risk Management.

Struktur, Keanggotaan dan Keahlian

Komite Audit terdiri dari 1 (satu) orang Komisaris Independen yang merangkap sebagai Ketua, 1 (satu) orang Komisaris Independen sebagai anggota, 1 (satu) orang Pihak Independen sebagai anggota yang memiliki keahlian di bidang keuangan atau akuntansi, dan 1 (satu) orang Pihak Independen sebagai anggota yang memiliki keahlian di bidang hukum atau perbankan.

Pedoman dan Tata Tertib Kerja Komite Audit

Komite Audit telah memiliki Piagam Komite Audit yang selengkapnya dapat diakses pada situs web Bank www.ocbcnisp.com.

Pernyataan Independensi

Komite Audit bertindak secara independen dalam melaksanakan tugas dan tanggung jawabnya, termasuk dalam memberikan pendapat jika terdapat perbedaan pendapat antara Direksi dan Akuntan Publik.

Tugas dan tanggung jawab

Komite Audit membantu Dewan Komisaris dalam mengawasi kualitas dan integritas pelaporan keuangan, sistem pengendalian intern, proses audit intern dan ekstern, tata kelola, serta proses pemantauan kepatuhan terhadap ketentuan dan perundang-undangan yang berlaku.

Rapat

Komite Audit dapat mengadakan rapat setiap saat, minimal 4 (empat) kali dalam satu tahun. Rapat dapat diselenggarakan jika dihadiri minimal 51% dari jumlah anggota.

Keputusan rapat diambil berdasarkan musyawarah untuk mufakat. Dalam hal tidak tercapai musyawarah untuk mufakat, maka keputusan sah apabila disetujui oleh mayoritas anggota Komite Audit yang hadir dalam rapat.

Selama tahun 2021, Komite Audit telah menyelenggarakan 20 (dua puluh) kali rapat, dengan:

1. Akuntan Publik: 4 (empat) kali rapat, termasuk 1 (satu) kali rapat tanpa kehadiran Direksi.
2. Direktur Keuangan: 4 (empat) kali rapat.
3. Audit Internal: 6 (enam) kali rapat, termasuk 1 (satu) kali rapat tanpa kehadiran Direksi.
4. Direktur Kepatuhan: 4 (empat) kali rapat.
5. Dewan Komisaris: 2 (dua) kali rapat.

Tingkat Kehadiran

Selama tahun 2021 Komite Audit telah menyelenggarakan 20 (dua puluh) kali rapat dengan tingkat kehadiran 100% kecuali Rufina Tinawati Marianto 90%.

Pelaksanaan Kegiatan

Komite Audit telah melakukan kajian, evaluasi dan pemantauan sesuai dengan lingkup tugas dan tanggung jawabnya selama tahun 2021, sebagai berikut:

Structure, Membership, and Expertise

The Audit Committee consists of 1 (one) Independent Commissioner as Chairman, 1 (one) Independent Commissioner as member, 1 (one) Independent Party as member who has expertise in finance or accounting, and 1 (one) Independent Party as member who has expertise in law or banking.

Audit Committee Charter

The Audit Committee has in place the Audit Committee Charter which can be accessed on the Bank's website www.ocbcnisp.com.

Statement of Independency

The Audit Committee acts independently in carrying out its duties and responsibilities, including in providing recommendations in the event of dissenting opinions between the management and independent auditors.

Duties and Responsibilities

The Audit Committee assists the Board of Commissioners in overseeing the quality and integrity of the financial reporting, internal control system, internal and external audit processes, governance, as well as in monitoring compliance with prevailing laws and regulations.

Meetings

The Audit Committee may hold a meeting any time, at least four times in a year. A meeting may be conducted when at least 51% of members are in attendance.

The meeting resolutions shall be based on deliberation for consensus. In the event of disagreement, the decision is made legitimate by the approval of a majority of the members of the Audit Committee attending the meeting.

During 2021, the Audit Committee held 20 (twenty) meetings, with:

1. Public Accountant: 4 (four) meetings, including 1 (one) meeting without the Board of Directors.
2. Finance Director: 4 (four) meetings.
3. Internal Audit: 6 (six) meetings, including 1 (one) meeting without the Board of Directors.
4. Compliance Director: 4 (four) meetings.
5. Board of Commissioners: 2 (two) meetings.

Attendace Rate

During 2021, the Audit Committee held 20 (twenty) meetings with the attendance rate of 100% except for Rufina Tinawati Marianto 90%.

Activities

During 2021, the Audit Committee has conducted reviews, evaluations and monitoring based on its scope of duties and responsibilities, as follows:

Dengan Direktur yang membawahi fungsi Kepatuhan, membahas antara lain:

- Pelaksanaan peraturan dan perundang-undangan serta upaya untuk meningkatkan budaya kepatuhan.
- Perkembangan terkini peraturan dan perundang-undangan dibidang perbankan dan ketentuan lainnya yang relevan serta analisis dampaknya bagi Bank termasuk langkah-langkah penerapannya.
- Implementasi kebijakan, prosedur dan program Anti Pencucian Uang dan Pencegahan Pendanaan Terorisme (APU-PPT) serta tindak lanjut atas rekomendasi audit internal.

Dengan Direktur Keuangan, antara lain:

- Melakukan kajian atas sistem akuntansi dan proses pelaporan keuangan.
- Melakukan kajian terhadap tindak lanjut atas temuan audit dan rekomendasi audit intern, akuntan publik, dan otoritas pengawas terkait aspek akuntansi dan pelaporan keuangan.
- Melakukan kajian bahwa Manajemen senantiasa mengikuti perkembangan isu terkini dan perubahan standar akuntansi.
- Melakukan kajian untuk memastikan bahwa isi dan pengungkapan laporan keuangan telah sesuai dengan Standar Akuntansi Keuangan di Indonesia.

Dengan Audit Intern, antara lain:

- Melakukan kajian rencana audit berbasis risiko, ruang lingkup dan fokus audit.
- Melakukan kajian atas laporan audit berkala yang disampaikan Audit Intern.
- Melakukan kajian untuk memastikan bahwa terdapat koordinasi dan komunikasi yang efektif antara Audit Intern dengan Akuntan Publik, Otoritas Jasa Keuangan dan Otoritas Pengawas lainnya.
- Melakukan diskusi kecukupan sumber daya, kompetensi, dan terselenggaranya pengembangan dan pelatihan berkelanjutan bagi auditor intern.
- Melakukan rapat dengan Audit Intern tanpa kehadiran Manajemen.
- Memberikan rekomendasi kepada Dewan Komisaris terkait penyusunan rencana audit, ruang lingkup audit, anggaran Audit Intern, Piagam Audit Intern, pemberian remunerasi tahunan Audit Intern, pemilihan pengendali mutu independen ekstern untuk mengkaji ulang kinerja Audit Intern.

Dengan Akuntan Publik, antara lain:

- Melakukan konfirmasi tentang independensi akuntan publik dan kantor akuntan publik, membahas rencana audit, hasil penilaian risiko, strategi audit, ruang lingkup, fokus audit dan respon auditor terhadap risiko utama teridentifikasi.
- Melakukan kajian atas hasil evaluasi auditor dan temuan audit yang signifikan.
- Mengawasi efektivitas penyelenggaraan proses audit ekstern yang independen dan obyektif sesuai standar audit.

With the Compliance Director, to discuss among others:

- Implementation of laws and regulations and efforts to enhance compliance culture.
- Current development of banking laws and regulations and other relevant regulations as well as analysis of its impact on the Bank, including the implementation.
- Implementation of Anti-Money Laundering and Combating the Financing of Terrorism (AML-CFT) policies, procedures and program as well as follow-up on internal audit recommendations.

With the Finance Director, among others:

- Review the accounting and financial reporting systems.
- Review the follow-up on audit findings and recommendations from internal audit, public accountant, and regulators regarding accounting aspects and financial reporting.
- Review to ensure that Management keeps abreast of current issues and changes to accounting standards.
- Review to ensure appropriate contents and disclosures of financial statements are in accordance with the applicable Financial Accounting Standards in Indonesia.

With Internal Audit, among others:

- Review risk-based audit plans, audit scope and focus.
- Review periodic audit reports submitted by Internal Audit.
- Review to ensure effective coordination and communication between Internal Audit and the Public Accountant, the Financial Services Authority and other Regulators.
- Discuss the adequacy of resources, competencies, including continuous development and training for internal auditors.
- Conduct meetings with Internal Audit without the Management presence.
- Provide recommendations to the Board of Commissioners regarding audit plan preparation, audit scope, Internal Audit budget, Internal Audit Charter, Internal Audit annual remuneration, selection of external independent quality assurance to review Internal Audit performance.

With the Public Accountant, among others:

- Obtain confirmation on the independence of the public accountant and the public accounting firm, reviewing the audit plan, risk assessment results, audit strategy, audit scope, audit focus and auditor's response to identify key risks.
- Review the results of auditor's evaluation and significant audit findings.
- Monitoring the effectiveness of an independent and objective external audit process according to the auditing standards.

- Melakukan pertemuan dengan Akuntan Publik dalam sesi tersendiri tanpa kehadiran Manajemen.

Dengan Dewan Komisaris antara lain:

- Melaporkan kegiatan triwulanan Komite Audit, menyampaikan hal-hal penting untuk mendapat perhatian Dewan Komisaris dan rekomendasi Komite Audit kepada Dewan Komisaris tentang aspek tata kelola, akuntansi, audit, kepatuhan dan pengendalian intern, serta menyampaikan laporan hasil evaluasi Komite Audit terhadap pelaksanaan audit oleh Akuntan Publik atas Laporan Keuangan tahun sebelumnya, di samping menyampaikan rekomendasi Komite Audit atas usulan penunjukan Akuntan Publik untuk tahun berjalan.

Selain itu Komite Audit juga melakukan evaluasi mandiri atas kinerja Komite Audit.

- Conducting meeting with the Public Accountant in a separate session without the management.

With the Board of Commissioners, among others:

- Report the quarterly activities of the Audit Committee, key issues for the Board of Commissioners' attention and recommendations by Audit Committee to the Board of Commissioners on governance, accounting, audits, compliance, and internal controls. Report the Audit Committee's evaluation of the audit performance of the Public Accountant for the previous year's Financial Statements, as well as the Audit Committee's recommendation on the appointment of Public Accountant for the current year.

The Audit Committee also performed self-assessment on the performance of the Audit Committee.

KOMITE REMUNERASI DAN NOMINASI

REMUNERATION AND NOMINATION COMMITTEE

Profil Anggota

Member Profiles

Ketua | Chairman: **Jusuf Halim**
Anggota | Member:
Helen Wong
Pramukti Surjaudaja
Betti S. Alisjahbana

Profil lengkap dapat dilihat pada profil Dewan Komisaris pada halaman 45, 46, 48, dan 50.
Complete profile can be seen at the Board of Commissioners profiles on page 45, 46, 48 and 50.

Julie Anwar Anggota | Member

Warga Negara Indonesia, 47 tahun.
Anggota Komite Remunerasi dan Nominasi Bank OCBC NISP sejak 30 Maret 2017.

Indonesian citizen, 47 years old.
Bank OCBC NISP Remuneration and Nomination Committee member since 30 March 2017.

Riwayat Jabatan

- 1998-2001: Analis di HSBC Securities Indonesia, Jakarta
- 2001-2004: Associate di Mercer Human Resources Consulting, Jakarta
- 2004-2013: Menjabat berbagai posisi di Citibank N.A. Jakarta.
- 2013-2014: Kepala Human Resources PT Bank QNB Kesawan Tbk.
- Juli 2014-sekarang: Head of Human Capital Bank OCBC NISP.

Work Experience

- 1998-2001: Analyst at HSBC Securities Indonesia, Jakarta
- 2001-2004: Associate at Mercer Human Resources Consulting, Jakarta
- 2004-2013: Served in various positions at Citibank N.A. Jakarta.
- 2013-2014: Head of Human Resources of PT Bank QNB Kesawan Tbk.
- July 2014-present: Head of Human Capital at Bank OCBC NISP Bank.

Tidak ada Rangkap Jabatan

No Concurrent Position

Periode Jabatan sebagai anggota Komite Remunerasi dan Nominasi RUPST 2 April 2020 – RUPST 2023.

Term of office as Remuneration and Nomination Committee Member AGMS 2 April 2020 – AGMS 2023.

Riwayat Pendidikan: Memperoleh gelar Bachelor Degree di bidang Bisnis dari Universitas Deakin, Victoria, Australia (1998).

Education: Bachelor's degree in Business from Deakin University, Victoria, Australia (1998).

Pelatihan: Mengikuti berbagai pelatihan di bidang Sumber Daya Manusia.

Training: Participated in various training in the field of Human Resources.

Struktur, Keanggotaan, dan Keahlian

Komite Remunerasi dan Nominasi terdiri dari 1 (satu) orang Komisaris Independen sebagai Ketua, 1 (satu) orang Komisaris Independen sebagai anggota, 2 (dua) orang Komisaris sebagai anggota, dan 1 (satu) orang pejabat eksekutif yang membawahi sumber daya manusia.

Structure, Membership, and Expertise

The Remuneration and Nomination Committee comprises of 1 (one) Independent Commissioner as Chairman, 1 (one) Independent Commissioner as member, 2 (two) Commissioners as members, and 1 (one) executive officer with expertise in human capital.

Pedoman dan Tata Tertib Kerja

Dalam menjalankan tugas dan tanggung jawabnya, Komite Remunerasi dan Nominasi telah memiliki Pedoman dan Tata Tertib Kerja yang dapat diakses pada situs web Bank www.ocbcnisp.com.

Pernyataan Independensi

Dalam menjalankan tugas dan tanggung jawab, Komite Remunerasi dan Nominasi bertindak secara independen, profesional, dan mandiri, serta tidak dipengaruhi intervensi dari pihak lain.

Tugas dan tanggung jawab

Tugas dan tanggung jawab Komite Remunerasi dan Nominasi mencakup:

1. Bidang Remunerasi, melakukan evaluasi terhadap kebijakan remunerasi dan menyampaikan hasil evaluasi dan rekomendasi kepada Dewan Komisaris, memastikan kebijakan remunerasi telah sesuai dengan ketentuan yang berlaku, dan melakukan evaluasi secara berkala atas penerapan kebijakan remunerasi.
2. Bidang Nominasi, memberikan rekomendasi kepada Dewan Komisaris mengenai komposisi jabatan, pencalonan, penilaian kinerja, dan program pengembangan kemampuan anggota Direksi, anggota Dewan Komisaris, anggota Dewan Pengawas Syariah, serta anggota Komite di bawah Dewan Komisaris.

Rapat

Rapat Komite Remunerasi dan Nominasi diselenggarakan setidaknya 1 (satu) kali dalam 4 (empat) bulan. Rapat hanya dapat dilaksanakan apabila dihadiri oleh paling kurang 51% dari jumlah anggota, termasuk seorang Komisaris Independen dan Pejabat Eksekutif yang membawahi sumber daya manusia atau perwakilan karyawan dan salah satu dari anggota Komite tersebut merupakan Ketua Komite. Keputusan rapat dilakukan berdasarkan musyawarah mufakat.

Informasi terperinci mengenai Kebijakan Rapat Komite Remunerasi dan Nominasi tersedia dalam Pedoman dan Tata Tertib Kerja Komite Remunerasi dan Nominasi pada situs web Bank www.ocbcnisp.com.

Selama tahun 2021 Komite Remunerasi dan Nominasi Bank telah menyelenggarakan 3 (tiga) kali rapat dengan tingkat kehadiran 100%.

Pelaksanaan Kegiatan

Sepanjang tahun 2021, Komite Remunerasi dan Nominasi telah menjalankan tugas dan tanggung jawab, antara lain melakukan evaluasi dan memberikan rekomendasi kepada Dewan Komisaris terkait beberapa hal sebagai berikut:

a. Fungsi Remunerasi

Remunerasi bagi Dewan Komisaris, Direksi, Dewan Pengawas Syariah dan Komite di bawah Dewan Komisaris.

Charter

In performing its duties and responsibilities, the Remuneration and Nomination Committee has in place the Charter which can be accessed on the Bank's website www.ocbcnisp.com.

Statement of Independency

In performing its duties and responsibilities, the Remuneration and Nomination Committee acts independently, professionally, and self-sufficiently, free from influence by other parties.

Duties and Responsibilities

The followings are duties and responsibilities of the Remuneration and Nomination Committee:

1. On Remuneration, the Committee evaluates remuneration policy and submit the evaluation results and recommendations to the Board of Commissioners, ensuring that the remuneration policy is in line with the applicable regulations, and regularly evaluates the implementation of remuneration policy.
2. On Nomination, the Committee provides recommendations to the Board of Commissioners on the composition, nomination, performance assessment, and competency development program for members of the Board of Directors, Board of Commissioners, and Sharia Supervisory Board, as well as members of Committee under the Board of Commissioners.

Meetings

The Remuneration and Nomination Committee meetings are held at least once every 4 (four) months. Meetings can take place if attended by at least 51% of all members, including an Independent Commissioner and an Executive Officer in charge of human capital or an employee representative, and one of the attending members shall be the Committee Chairman. The meeting resolutions are decided based on deliberations for a consensus.

Further information on the Meeting Policy of the Remuneration and Nomination Committee is available in the Remuneration and Nomination Committee Charter on the Bank's website www.ocbcnisp.com.

During 2021, the Remuneration and Nomination Committee held 3 (three) meetings with the attendance rate of 100%.

Activities

During 2021, the Remuneration and Nomination Committee has performed its duties and responsibilities, including evaluations and providing recommendations to the Board of Commissioners on the following matters:

a. Remuneration Function

Remuneration for the Board of Commissioners, Board of Directors, Sharia Supervisory Board, and Committees of the Board of Commissioners.

1. Remunerasi bagi eksekutif dan pegawai secara keseluruhan untuk disampaikan kepada Direksi.
2. Remunerasi variabel bagi *Material Risk Takers* (MRT).
3. Kebijakan penangguhan pembayaran remunerasi variabel yang ditangguhkan bagi MRT dan pengaturan *malus*.

b. Fungsi Nominasi

1. Usulan penunjukan maupun penunjukan kembali anggota Dewan Komisaris, Direksi, dan Dewan Pengawas Syariah untuk disampaikan kepada dan mendapat persetujuan RUPS.
2. Usulan penunjukan maupun penunjukan kembali anggota Komite di bawah Dewan Komisaris.

Kebijakan Suksesi Direksi

Komite Remunerasi dan Nominasi juga memberikan rekomendasi kepada Dewan Komisaris mengenai kebijakan dan kriteria yang dibutuhkan dalam proses nominasi, termasuk kebijakan suksesi Direksi.

Komite bertanggung jawab dalam menentukan kriteria dan mengidentifikasi para calon, mengkaji dan menyetujui nominasi sesuai dengan kriteria yang ditentukan. Dalam melakukan proses tersebut, Komite mempertimbangkan catatan riwayat calon, umur, pengalaman, kemampuan, dan faktor-faktor relevan lainnya.

Remunerasi yang telah dibayarkan kepada Anggota Komite Remunerasi dan Nominasi selama 1 (satu) tahun.

Bank tidak memberikan remunerasi kepada Ketua dan Anggota Komite Remunerasi dan Nominasi.

KOMITE PEMANTAU RISIKO

Profil Anggota

Ketua Chairman	: • Jusuf Halim
Anggota Member	: • Pramukti Surjaudaja
• Lai Teck Poh	• Helen Wong
• Betti S. Alisjahbana	• Kwan Chiew Choi

1. Overall remuneration of all executives and employees for submission to the Board of Directors.
2. Variable remuneration for Material Risk Takers (MRT).
3. Deferred payment policy on variable remuneration for MRT and *malus* provisions.

b. Nomination Function

1. Propose the appointment and re-appointment of Commissioners, Directors, and Sharia Supervisory Board for submission to and approval of the GMS.
2. Propose the appointment and re-appointment of members of the Committees under the Board of Commissioners.

Succession Policy for the Board of Directors

The Remuneration and Nomination Committee also provides recommendations to the Board of Commissioners on the policy and criteria of nomination process, including the Board of Directors succession policy.

The Committee is responsible for establishing the criteria and identifying the candidates, reviewing and approving the nominations in accordance with the established criteria. In its review, the Committee takes into account the track record, age, and capabilities of the candidates, and other relevant factors.

Remuneration for Members of the Remuneration and Nomination Committee Members in 1 (one) year

No remuneration is provided by the Bank to the Chairman and Members of the Remuneration and Nomination Committee.

RISK MONITORING COMMITTEE

Member Profiles

Profil lengkap dapat dilihat pada profil Dewan Komisaris pada halaman 45, 46, 48, 49 dan 50.
Complete profile can be seen at the Board of Commissioners profiles on page 45, 46, 48, 49 and 50.

Angeline Nangoi Anggota (Pihak Independen) | Member (Independent Party)

Periode Jabatan sebagai anggota Komite Pemantau Risiko RUPST 9 April 2019 – RUPST 2022.

Term of office as Risk Monitoring Committee Member AGMS 9 April 2019 – AGMS 2022.

Profil lengkap dapat dilihat pada Profil Komite Audit pada halaman 108 di Laporan Tahunan ini.

The complete profile can be seen at the Audit Committee Profile in page 108 of this report.

Paulus Agus Tjarman
Anggota (Pihak Independen) | Member (Independent Party)

Warga Negara Indonesia, 59 tahun.
Domisili: Bandung, Indonesia.
Anggota Komite Pemantau Risiko Bank OCBC NISP sejak 9 April 2019

Indonesian Citizen, age 59.
Domicile: Bandung, Indonesia.
Member of Risk Monitoring Committee Bank OCBC NISP since 9 April 2019

Riwayat Jabatan

- 1987 - 2000: Bekerja di Bank Bali dengan posisi terakhir sebagai Credit Approval Officer.
- 2000 - 2017: Bergabung dengan Bank OCBC NISP dan menjabat berbagai posisi dengan posisi terakhir sebagai Staf Direksi. Selama di Bank OCBC NISP menangani berbagai bidang diantaranya sebagai Branch Manager, Regional Coordinator, Assistant Director, Senior Corporate Executive, dan Human Capital.

Work Experience

- 1987 - 2000: Worked at Bank Bali with last position as Credit Approval Officer.
- 2000 - 2017: Joined Bank OCBC NISP with last position as Staff for Board of Directors. During his assignment in Bank OCBC NISP held various position as Branch Manager, Regional Coordinator, Assistant Director, Senior Corporate Executive, and Human Capital.

Tidak ada rangkap jabatan

No Concurrent Position

Periode Jabatan sebagai anggota Komite Pemantau Risiko RUPST 9 April 2019 – RUPST 2022.

Term of office as Remuneration and Nomination Committee Member AGMS 9 April 2019 – AGMS 2022.

Riwayat Pendidikan: Sarjana Administrasi Niaga dari Fakultas Ilmu Sosial dan Ilmu Politik Universitas Katholik Parahyangan, Bandung (1986).

Education: Bachelor Degree of Commerce Administration from the Faculty of Social and Political Science of Catholic University of Parahyangan, Bandung (1986).

Pelatihan: Mengikuti berbagai pelatihan di bidang Manajemen Risiko, Keamanan Siber, Perekonomian dan Politik.

Training: Participated in various training in the field of Risk Management, Cyber Security, Economic and Politics.

Struktur, Keanggotaan dan Keahlian

Komite Pemantau Risiko terdiri dari 1 (satu) orang Komisaris Independen sebagai Ketua merangkap anggota, 2 (dua) orang Komisaris Independen sebagai anggota, 3 (tiga) orang Komisaris sebagai anggota, 1 (satu) orang Pihak Independen yang memiliki keahlian di bidang keuangan sebagai anggota, dan 1 (satu) orang Pihak Independen yang memiliki keahlian di bidang manajemen risiko sebagai anggota.

Structure, Membership, and Expertise

The Risk Monitoring Committee consists of 1 (one) Independent Commissioner as Chairman and member, 2 (two) Independent Commissioners, 3 (three) Commissioners, 1 (one) Independent Party with expertise in finance, and 1 (one) Independent Party with expertise in risk management as members.

Pedoman dan Tata Tertib Kerja

Dalam menjalankan tugas dan tanggung jawabnya Komite Pemantau Risiko memiliki Pedoman dan Tata Tertib Kerja yang selengkapny dapat diakses pada situs web Bank www.ocbcnisp.com.

Charter

The Risk Monitoring Committee has in place the Charter covering its duties and responsibilities, which can be accessed on the Bank's website www.ocbcnisp.com.

Pernyataan Independensi

Komite Pemantau Risiko memiliki komitmen bertindak secara independen dalam menjalankan tugas dan tanggung jawabnya.

Statement of Independency

The Risk Monitoring Committee acts independently in performing its duties and responsibilities.

Tugas dan tanggung jawab

Komite Pemantau Risiko bertugas dan bertanggung jawab melakukan kajian atas kebijakan manajemen risiko serta memberikan rekomendasi kepada Dewan Komisaris tentang hasil evaluasi kesesuaian antara kebijakan manajemen risiko dengan implementasinya, dan hasil evaluasi pelaksanaan tugas komite manajemen risiko dan satuan kerja manajemen risiko.

Duties and Responsibilities

The Risk Monitoring Committee has the duties and responsibilities to review risk policies and provide recommendations to the Board of Commissioners on the evaluation results of the conformity of risk management policies and its implementation, and evaluations results of duties implementation of the risk management committee and risk management unit.

Rapat

Rapat Komite Pemantau Risiko diselenggarakan sedikitnya 4 (empat) kali dalam satu tahun. Kuorum Rapat adalah paling kurang 51% dari jumlah anggota termasuk seorang Komisaris Independen dan Pihak Independen. Keputusan

Meetings

The Risk Monitoring Committee meetings take place at least 4 (four) times a year. The meetings can only be held if attended by at least 51% of all members, including an Independent Commissioner and an Independent Party.

rapat dilakukan berdasarkan musyawarah mufakat. Dalam hal tidak terjadi musyawarah untuk mufakat, maka pengambilan keputusan dilakukan berdasarkan suara terbanyak dengan prinsip 1 (satu) orang 1 (satu) suara. Informasi lebih lanjut mengenai Kebijakan Rapat Komite tersedia dalam Pedoman dan Tata Tertib Kerja Komite Pemantau Risiko pada situs web Bank www.ocbcnisp.com.

Selama tahun 2021 Komite Pemantau Risiko telah menyelenggarakan 10 (sepuluh) kali rapat dengan tingkat kehadiran 100%.

Pelaksanaan Kegiatan Komite Pemantau Risiko

Sepanjang tahun 2021, Komite Pemantau Risiko telah melakukan evaluasi dan memberikan rekomendasi kepada Dewan Komisaris, terkait antara lain:

- Risk Appetite Statement* sebagai salah satu prinsip utama yang menjadi panduan kerangka kerja manajemen risiko, limit risiko dan kebijakan terkait manajemen risiko.
- Profil risiko Bank dan Konsolidasi, serta Unit Usaha Syariah berdasarkan pendekatan *Risk Based Bank Rating* dan profil risiko Konglomerasi Keuangan, serta memberikan masukan dalam strategi dan pengelolaan risiko Bank.
- Kebijakan manajemen risiko termasuk Kebijakan *ORM Framework, Market Risk Stress Testing Policy, Model Risk Policy, Responsible Financing Policy*, dan Kebijakan Risiko Teknologi, Informasi & Cyber.
- Penetapan limit risiko seperti *Market & Liquidity Risk Limit, Value at Risk (VaR) Limit Treasury Trading*, dan *PVo1 L2 Limit*.
- Limit sementara pada *PVo1 Treasury Banking Limit*.
- Implementasi kebijakan dan strategi manajemen risiko antara lain terkait pengelolaan Risiko Teknologi, Informasi & Cyber, *Internal Capital Adequacy Assessment Process (ICAAP)*, *Anti-fraud Strategy* dan *Outsourcing*.
- Dampak pandemi COVID-19 terhadap risiko kredit, likuiditas, operasional dan risiko penting lainnya, kebijakan-kebijakan yang terkait dengan COVID-19, serta langkah-langkah mitigasi risiko yang dilakukan oleh manajemen.

Meeting decisions are made based on deliberations for consensus. In the event of disagreement, decisions are made by a majority vote, with the principle of one (1) person, one (1) vote. Further information on the Committee Meeting Policy is available in the Risk Monitoring Committee Charter on the Bank's website www.ocbcnisp.com.

During 2021, the Risk Monitoring Committee held 10 (ten) meetings with the attendance rate of 100%.

Risk Monitoring Committee Activities

During 2021, the Risk Monitoring Committee has conducted evaluations and provided recommendations to the Board of Commissioners, involving among others:

- The Risk Appetite Statement as a key principle guideline for a risk management framework, risk thresholds, and policies related to risk management.
- The risk profile of the Bank, Consolidated, and Sharia Business Unit based on the Risk-Based Bank Rating approach, risk profile of Financial Conglomeration, and the feedback provided on the Bank's risk strategies and management.
- Risk management policies which include ORM Framework, Market Risk Stress Testing Policy, Model Risk Policy, Responsible Financing Policy, and Technology, Information & Cyber Risk Policy.
- Risk limits determination, such as Market and Liquidity Risk Limit, Recovery Plan Review, Value at Risk (VaR) Limit Treasury Trading, and PVo1 L2 Limit.
- Temporary Limit of PVo1 Treasury Banking Limit.
- Implementation of the risk management policies and strategies related to Technology, Information & Cyber Risk, Internal Capital Adequacy Assessment Process (ICAAP), anti-fraud strategy, and Outsourcing.
- The impact of COVID-19 pandemic on credit, liquidity, operational and other key risks, regulations in relation to COVID-19, and the risk mitigation actions taken by management.

KOMITE ETIK DAN PERILAKU

Profil Anggota

Ketua Chairman	: • Betti S. Alisjahbana
Anggota Member	: • Pramukti Surjaudaja • Lai Teck Poh • Rama P. Kusumaputra

Struktur, Keanggotaan dan Keahlian

Keanggotaan Komite Etik dan Perilaku terdiri dari 1 (satu) orang Komisaris Independen sebagai Ketua yang merangkap sebagai Anggota, 1 (satu) orang Komisaris Independen sebagai anggota, dan 2 (dua) orang Komisaris sebagai anggota.

ETHICS AND CONDUCT COMMITTEE

Member Profiles

Profil lengkap dapat dilihat pada profil Dewan Komisaris pada halaman 46, 47, 50, 51.
Complete profile can be seen at the Board of Commissioners profiles on page 46, 47, 50, 51.

Structure, Membership, and Expertise

The Ethics and Conduct Committee comprises 1 (one) Independent Commissioner as Chairperson and member, 1 (one) Independent Commissioner as member, and 2 (two) Commissioners as members.

Pedoman dan tata tertib kerja

Dalam menjalankan tugasnya Komite Etik dan Perilaku memiliki Pedoman dan Tata Tertib Kerja Komite Etik dan Perilaku yang selengkapnya dapat diakses pada situs web Bank www.ocbcnisp.com.

Tugas dan Tanggung Jawab

Komite Etik dan Perilaku dibentuk atas inisiatif Dewan Komisaris untuk memberikan masukan dan mengawasi upaya Manajemen dalam mengembangkan dan memelihara budaya berperilaku dan berbisnis secara etis di dalam perusahaan dan dalam bekerjasama dengan pemangku kepentingan eksternal.

Pernyataan Independensi

Komite Etik dan Perilaku harus bertindak secara independen dalam melaksanakan tugas dan tanggung jawabnya.

Rapat

Selama tahun 2021, Komite Etik dan Perilaku telah menyelenggarakan 4 (empat) kali rapat, dengan tingkat kehadiran 100%.

Pelaksanaan Kegiatan

Sepanjang tahun 2021 Komite Etik dan Perilaku telah melakukan kajian, evaluasi dan pemantauan serta memberikan rekomendasi sesuai dengan lingkup tugas dan tanggung jawabnya, sebagai berikut:

1. *Dashboard* sebagai media pelaporan pelanggaran etik dan perilaku sehingga Komite dapat memiliki gambaran mengenai kondisi yang sedang terjadi di Bank dan konsistensi Manajemen dalam menegakkan Kode Etik.
2. Masukan nasabah dan pegawai internal terkait Kode Etik dan *fair dealing*, yang disampaikan melalui berbagai saluran, termasuk media sosial dan sistem pelaporan pelanggaran, juga yang didapatkan secara proaktif atas inisiatif Bank melalui survei dan review aktivitas penjualan.
3. Program penguatan Budaya Perusahaan sesuai dengan Nilai-nilai Inti yang telah disepakati.
4. Kebijakan Anti Penyuapan dan Korupsi yang disusun sebagai komitmen Bank dalam menciptakan sistem manajemen anti penyuapan dan korupsi yang wajib dipatuhi oleh seluruh pihak Bank dan pihak eksternal yang bekerjasama dengan Bank.

PENILAIAN KINERJA KOMITE DI BAWAH DEWAN KOMISARIS

Dewan Komisaris melakukan penilaian atas kinerja komite-komite di bawah Dewan Komisaris, yaitu Komite Audit, Komite Remunerasi dan Nominasi, Komite Pemantau Risiko, serta Komite Etik dan Perilaku. Penilaian mencakup pemenuhan tugas dan tanggung jawab, kriteria rapat serta rekomendasi, keragaman kapabilitas, pengalaman serta keahlian anggota Komite guna mendukung pelaksanaan tugas dan tanggung jawab Dewan Komisaris secara efektif.

Charter

In performing its duties and responsibilities, the Ethics and Conduct Committee has in place the Charter which can be accessed on the Bank's website www.ocbcnisp.com.

Duties and Responsibilities

The Ethics and Conduct Committee is a voluntarily established committee under the Board of Commissioners with purpose to advise and oversee Management's effort to develop and nurture the culture of ethical business conduct within the organization and in working with external stakeholders.

Statement of Independency

The Ethics and Conduct Committee acts independently in carrying out its duties and responsibilities.

Meetings

During 2021, the Ethics and Conduct Committee has convened 4 (four) meetings with the attendance rate of 100%.

Activities

During 2021 the Ethics and Conduct Committee has conducted reviews, evaluations, and monitoring, as well as provided recommendations according to its duties and responsibilities, as follows:

1. Dashboard as a medium for reporting violations of ethics and conduct hence the Committee can obtain an overview of the Bank's current conditions, and the Management's consistency in upholding the Code of Conduct.
2. Feedback from customers and internal employees related to Code of Conduct and fair dealing, conveyed through various channels, including social media and whistleblowing system. The feedback are also obtained proactively by the Bank through surveys and reviews of sales activities.
3. Strengthening Corporate Culture program inline with the Bank's Core Values.
4. The Bank has in place the Anti-Bribery and Anti-Corruption policies to create management system for anti-bribery and anti-corruption that shall be complied with by all elements of the Bank and external parties cooperating with the Bank.

PERFORMANCE ASSESSMENT FOR COMMITTEES UNDER THE BOARD OF COMMISSIONERS

The Board of Commissioners conducts the performance assessment of its committees, namely the Audit Committee, Remuneration and Nomination Committee, Risk Monitoring Committee and Ethics and Conduct Committee. The assessments covered the fulfillment of duties and responsibilities, criteria of meetings, and recommendations, diversity of capabilities, experience as well as the expertise of Committee members to effectively support the Board of Commissioners' duties and responsibilities.

Pada tahun 2021, seluruh Komite juga telah melakukan evaluasi mandiri (*self-assessment*) untuk mengevaluasi kinerja masing-masing Komite. Secara umum seluruh Komite telah melakukan tugas dan tanggung jawabnya dengan baik sesuai dengan Pedoman dan Tata Tertib Kerja.

Members of all Committees conducted self-assessments in 2021 to evaluate the Committees' performances. All Committees have performed their respective duties and responsibilities in accordance with the Committee Charters.

PROSEDUR DAN PELAKSANAAN REMUNERASI DEWAN KOMISARIS

PROCEDURE AND IMPLEMENTATION OF THE BOARD OF COMMISSIONERS REMUNERATION

Prosedur penetapan remunerasi Dewan Komisaris sebagai berikut:

The following are procedures of remuneration determination for the Board of Commissioners:

KOMITE REMUNERASI DAN NOMINASI Remuneration and Nomination Committee	DEWAN KOMISARIS Board of Commissioners	RAPAT UMUM PEMEGANG SAHAM General Meeting of Shareholders (GMS)	PEMEGANG SAHAM MAYORITAS Majority Shareholders	REMUNERASI DEWAN KOMISARIS Board of Commissioners' Remuneration
Memberikan rekomendasi kepada Dewan Komisaris untuk disampaikan kepada RUPS.	Mengusulkan kepada RUPS untuk memberikan kuasa kepada pemegang saham mayoritas Bank untuk menetapkan remunerasi Dewan Komisaris berdasarkan rekomendasi Komite Remunerasi dan Nominasi.	Memberikan kuasa dan wewenang kepada pemegang saham mayoritas Bank untuk menetapkan remunerasi Dewan Komisaris berdasarkan rekomendasi dari Komite Remunerasi dan Nominasi.	Atas kuasa dan wewenang yang diberikan RUPS, menetapkan remunerasi bagi Dewan Komisaris berdasarkan rekomendasi Komite Remunerasi dan Nominasi.	
Prepare recommendation for the Board of Commissioners to be submitted to GMS	Propose to the GMS to give the power and authority to the Bank's majority shareholders to determine the Board of Commissioners' remuneration based on the Remuneration and Nomination Committee's Recommendations.	Provide power and authority to the Bank's majority shareholders to determine the Board of Commissioners' remuneration based on the Remuneration and Nomination Committee's recommendation.	Upon the power and authority granted by the GMS, determine the remuneration for the Board of Commissioners based on the Remuneration and Nomination Committee's recommendations.	

PENGUNGKAPAN BONUS KINERJA, BONUS NON KINERJA, DAN/ATAU OPSI SAHAM YANG DITERIMA SETIAP ANGGOTA DEWAN KOMISARIS

DISCLOSURES OF PERFORMANCE BONUS, NON PERFORMANCE BONUS, AND/OR STOCK OPTIONS RECEIVED BY MEMBERS OF THE BOARD OF COMMISSIONERS

Guna menjaga independensi dalam menjalankan tugasnya, sejak tahun 2008 Dewan Komisaris Bank tidak menerima bonus kinerja, bonus non kinerja, dan/atau opsi saham.

To maintain independence in carrying out its duties, since 2008 the Bank's Board of Commissioners does not receives any performance bonus, non performance bonus, and/or stock option.

DIREKSI

DASAR HUKUM

Anggota Direksi diangkat oleh RUPS, dan bertanggung jawab dalam pelaksanaan dan pengembangan tata kelola yang baik di lingkungan Bank.

PEDOMAN DAN TATA TERTIB KERJA

Direksi telah memiliki Pedoman dan Tata Tertib Kerja yang selengkapny dapat diakses pada situs web Bank www.ocbcnisp.com.

TUGAS DAN TANGGUNG JAWAB

Tugas dan tanggung jawab masing-masing anggota Direksi telah diperbarui dan diatur dalam Surat Keputusan Direksi No. KPTS/DIR/KB.01/HC/026/2021 tanggal 30 Juni 2021, sebagai berikut:

No.	Nama Name	Jabatan Position	Tugas dan Tanggung Jawab Duties and Responsibilities
1.	Parwati Surjaudaja	Presiden Direktur President Director	Mengkoordinasikan pelaksanaan kepengurusan Bank melalui seluruh anggota Direksi dan secara langsung bertanggung jawab atas: Coordinating the Bank's management implementation through all Board of Directors' members and directly responsible of: Human Capital; Internal Audit; Operations and IT; and Business Transformation
2.	Emilya Tjahjadi	Direktur Director	<i>Commercial and Enterprise Banking</i>
3.	Hartati	Direktur Director	<i>Finance</i>
4.	Martin Widjaja	Direktur Director	<i>Wholesale Banking; Transaction Banking; Business Management & Analytics; Financial Institution</i>
5.	Andrae Krishnawan W.	Direktur Director	<i>Network; Unit Usaha Syariah Sharia Business Units</i>
6.	Johannes Husin	Direktur Director	<i>Treasury; Private Banking</i>
7.	Low Seh Kiat	Direktur Director	<i>Retail Banking</i>
8.	Joseph Chan Fook Onn	Direktur Director	<i>Risk Management</i>
9.	Ka Jit	Direktur Director	<i>Strategy and Innovation</i>
10.	Lili S. Budiana	Direktur Director	<i>Compliance; AML-CFT; Corporate Secretary ; Corporate Legal</i>

WEWENANG

Direksi berwenang menjalankan pengurusan Bank sesuai dengan Anggaran Dasar dan kebijakan Bank.

KRITERIA ANGGOTA DIREKSI

Kriteria anggota Direksi antara lain:

1. Mempunyai akhlak, moral, dan integritas yang baik.
2. Capak melakukan perbuatan hukum.
3. Memiliki rekam jejak yang baik dalam 5 (lima) tahun sebelum pengangkatan dan selama menjabat.
4. Memiliki komitmen untuk mematuhi peraturan perundang-undangan.
5. Memiliki pengetahuan dan/atau keahlian di bidang yang dibutuhkan.

KOMPOSISI ANGGOTA DIREKSI

Jumlah anggota Direksi per 31 Desember 2021 adalah 10 (sepuluh) orang, termasuk 1 (satu) Presiden Direktur, 1 (satu) Direktur yang membawahi fungsi kepatuhan, dan 1 (satu) Direktur yang membawahi Unit Usaha Syariah. Mayoritas WNI dan seluruhnya berdomisili di Jakarta, Indonesia.

BOARD OF DIRECTORS

LEGAL BASIS

Member of the Board of Directors is appointed by the GMS, and is responsible for the development and implementation of GCG within the Bank.

CHARTER

The Board of Directors has in place the Charter that can be accessed on the Bank's website www.ocbcnisp.com.

DUTIES AND RESPONSIBILITIES

The duties and responsibilities of each member of the Board of Directors are updated and regulated in the Directors Decree No. KPTS/DIR/KB.01/HC/026/2021 dated 30 June 2021, as follows:

AUTHORITY

The Board of Directors has the authority to manage the Bank according to the Bank's Articles of Association and policies.

SELECTION CRITERIA OF A DIRECTOR

The following are selection criteria of the Board of Directors members:

1. Having good character, morals and integrity.
2. Capable in carrying out legal actions.
3. Having a good track record within 5 (five) years prior to appointment and during tenure.
4. Having a commitment to comply with laws and regulations.
5. Having the knowledge and/or expertise in the required fields.

BOARD OF DIRECTORS COMPOSITION

As at 31 December 2021, the Board of Directors comprises of 10 (ten) members, including 1 (one) President Director, 1 (one) Director in charge of compliance, and 1 (one) Director in charge of Sharia Business Unit. The majority of members of the Board of Directors are Indonesian citizens and are all domiciled in Jakarta, Indonesia.

INDEPENDENSI ANGGOTA DIREKSI

Mayoritas anggota Direksi tidak memiliki hubungan keluarga sampai derajat kedua dengan sesama anggota Direksi dan/atau anggota Dewan Komisaris. Selain itu, tidak ada rangkap jabatan sebagai anggota Direksi, anggota Dewan Komisaris atau Pejabat Eksekutif pada bank, perusahaan, dan/atau lembaga yang dapat menimbulkan konflik kepentingan Direksi dalam mengelola Bank. Dengan demikian, Direksi dapat menjaga independensinya dan bersikap profesional dalam menjalankan operasional Bank.

RANGKAP JABATAN ANGGOTA DIREKSI

Tidak ada anggota Direksi merangkap jabatan sebagai anggota Dewan Komisaris, Direksi, atau Pejabat Eksekutif pada bank, perusahaan dan/atau lembaga lain.

RAPAT

Kebijakan Rapat

Kebijakan Rapat Direksi diatur dalam Pedoman dan Tata Tertib Kerja Direksi Bank antara lain:

1. Rapat dilaksanakan secara berkala sekurang-kurangnya 1 (satu) kali dalam 1 (satu) bulan, dan rapat bersama Dewan Komisaris paling kurang 1 (satu) kali dalam 4 (empat) bulan.
2. Setiap kebijakan dan keputusan strategis wajib diputuskan melalui rapat Direksi.
3. Hasil rapat wajib dituangkan dalam risalah rapat, ditandatangani oleh anggota Direksi yang hadir dan khusus untuk rapat dengan Dewan Komisaris ditandatangani pula oleh anggota Dewan Komisaris yang hadir dan disampaikan kepada seluruh anggota Direksi (dan anggota Dewan Komisaris).

Agenda Rapat

Sepanjang tahun 2021, Rapat Direksi telah membahas beberapa hal penting Bank, antara lain:

- Pembahasan operasional
- Pembahasan kinerja keuangan
- Kinerja bisnis dan digital
- Laporan audit internal
- Laporan kepatuhan dan APU-PPT
- *Transformation update (business, strategy & innovation, human capital)*
- *Risk Culture*
- *Three Lines of Defense*
- Rencana Bisnis Bank
- Visi dan Misi Bank
- *Crisis Management* tentang COVID-19 & *New Normal*.

Agenda Rapat Gabungan

Selama tahun 2021, agenda Rapat Gabungan membahas antara lain mengenai rencana kerja, kinerja operasional, laporan kinerja keuangan, pedoman dan tata tertib kerja Direksi, *update* digital dan OCBC NISP Ventura.

Pelaksanaan dan Tingkat Kehadiran Direksi dalam Rapat Direksi dan Rapat Gabungan Direksi dengan Dewan Komisaris

BOARD OF DIRECTORS MEMBERS' INDEPENDENCY

The majority of the Board of Directors' members have no family relationships up to the second degree with fellow Directors and/or the Board of Commissioners. In addition, there is no concurrent positions as members of the Board of Directors, Board of Commissioners or Executives in the banks, companies, and/or institutions that may create a conflict of interest for the Board of Directors in managing the Bank. As such, the Board of Directors maintains its independence and professionalism in the Bank operations.

CONCURRENT POSITIONS OF DIRECTOR

No Director holding concurrent positions as members of the Board of Commissioners, Board of Directors, or Executives in other banks, companies, and/or other institutions.

MEETINGS

Meeting Policies

The Board of Directors Charter regulates the Board of Directors Meeting, as follows:

1. Meetings are held periodically at least once a month, and joint meetings with the Board of Commissioners at least once every 4 (four) months.
2. All policies and strategic decisions must be decided through the Board of Directors' meeting.
3. The meeting results must be stated in the minutes of meeting, signed by present members of the Board of Directors and for meeting attended by member of Board of Commissioners also signed by present members of the Board of Commissioners, and circulated to all members of the Board of Directors and members of Board of Commissioners.

Meeting Agenda

The Board of Directors Meetings discussed various key issues of the Banks during 2021, as follows:

- Operations
- Financial performance
- Business and digital performance
- Internal audit reports
- Compliance and AML-CTF reports
- *Transformation update (business, strategy & innovation, human capital)*
- *Risk Culture*
- *Three Lines of Defense*
- Bank Business Plan
- Vision and Mission
- *Crisis Management* on COVID-19 & *New Normal*

Joint Meeting Agenda

In 2021, the Joint Meeting's agenda included discussions on corporate plan, operational performance, financial performance reports, BOD Charter, digital update and OCBC NISP Ventura update.

Implementation and Attendance of Directors at Board of Directors Meeting and Joint Meeting With Board of Commissioners

Nama Name	Rapat Direksi Board of Directors Meetings			Rapat Gabungan Direksi dan Dewan Komisaris Joint Meeting of Board of Directors and Board of Commissioners		
	Jumlah Rapat Numbers of Meetings	Kehadiran Attendance	% Kehadiran Attendance	Jumlah Rapat Numbers of Meetings	Kehadiran Attendance	% Kehadiran Attendance
Parwati Surjoudaja	25	25	100%	3	3	100%
Emilya Tjahjadi	25	22	88%	3	3	100%
Hartati	25	25	100%	3	3	100%
Martin Widjaja	25	25	100%	3	3	100%
Andrae Krishnawan W.	25	25	100%	3	3	100%
Low Seh Kiat	25	25	100%	3	3	100%
Johannes Husin	25	25	100%	3	3	100%
Joseph Chan Fook Onn	25	21	84%	3	2	67%
Ka Jit	25	25	100%	3	3	100%
Lili S. Budiana	25	24	96%	3	3	100%

KOMITE-KOMITE DIREKSI

Direksi dalam pelaksanaan tugasnya dibantu oleh Komite-Komite sebagai berikut.

COMMITTEES UNDER BOARD OF DIRECTORS

In carrying its duties implementation, the Board of Directors is assisted by the following Committees.

Komite Committee	Ruang Lingkup Tugas dan Tanggung Jawab Scope and Responsibilities	Susunan Composition
Komite Manajemen Risiko (KMR) Board Risk Committee (BRC)	Menyusun dan mengawasi pelaksanaan kebijakan manajemen risiko, memberikan rekomendasi kepada Direksi mengenai manajemen risiko, termasuk di dalamnya adalah manajemen risiko di Unit Usaha Syariah. Preparing and supervising the implementation of risk management policies, providing recommendations to the Board of Directors on risk management, including risk management in the Sharia Business Unit (SBU).	<ul style="list-style-type: none"> Ketua : Presiden Direktur Chairman: President Director Wakil Ketua: Direktur Manajemen Risiko Deputy Chairman: Risk Management Director Anggota: Seluruh Direktur Member: All Directors Sekretaris: Kepala Divisi Enterprise Risk & Policy Management Secretary: Enterprise Risk & Policy Management Division Head
Komite Manajemen Risiko Kredit (KMRK) Credit Risk Management Committee (CRMC)	Memantau dan mengevaluasi perkembangan kondisi portofolio kredit, merumuskan dan mengawasi pelaksanaan kebijakan perkreditan dan memberikan saran perbaikan serta langkah-langkah yang diperlukan. Monitoring and evaluating the loan portfolio development, formulating and supervising the loan policies implementation, and providing suggestions for required improvements and measures.	<ul style="list-style-type: none"> Ketua : Presiden Direktur Chairman: President Director Wakil Ketua: Direktur Manajemen Risiko Deputy Chairman: Risk Management Director Anggota: Seluruh Direktur Member: All Directors Sekretaris: Head of Credit Risk Secretary: Head of Credit Risk
Komite Manajemen Risiko Pasar (KMRP) Market Risk Management Committee (MRMC)	Mendukung Komite Manajemen Risiko (KMR) dan Presiden Direktur dalam mengelola manajemen risiko pasar Bank. KMRP berfungsi mengawasi pelaksanaan manajemen risiko pasar Bank, serta memastikan kebijakan dan praktik manajemen risiko pasar Bank dilakukan dengan tepat, efektif, dan mendukung strategi bisnis Bank. Supporting the Board Risk Committee (BRC) and the President Director in controlling the Bank's market risk management. The MRMC's functions are to supervise the implementation of the Bank's market risk management, and to ensure that the Bank's market risk management policies and practice are conducted accurately, effectively, and support the Bank's business strategy.	<ul style="list-style-type: none"> Ketua: Direktur Manajemen Risiko Chairman: Risk Management Director Anggota: Direktur Keuangan (Ketua Pengganti), Direktur Treasuri, Kepala Divisi Treasury Trading, Kepala Divisi Asset Liability Management, Kepala Divisi Market & Liquidity Risk Management Member: Finance Director (Substitute Chairman), Treasury Director, Treasury Trading Division Head, Asset Liability Management Division Head, Market & Liquidity Risk Management Division Head Sekretaris: Market Risk Management Head Secretary: Market Risk Management Head

Komite Committee	Ruang Lingkup Tugas dan Tanggung Jawab Scope and Responsibilities	Susunan Composition
Komite Asset Liability Management (ALCO) Asset Liability Management Committee (ALCO)	Mengawasi pengelolaan neraca Bank, menetapkan kebijakan dan strategi pengelolaan Aset dan Liabilitas serta berperan untuk memastikan bahwa neraca memiliki struktur yang tepat dan konsisten untuk memaksimalkan <i>net interest income</i> dan <i>shareholder value</i> dengan batas toleransi yang disetujui oleh Dewan Komisaris. ALCO juga menetapkan kebijakan mengenai pengelolaan eksposur neraca, pengelolaan risiko suku bunga struktural, pengelolaan risiko likuiditas dan pendanaan, serta mekanisme internal FTP Bank. Overseeing the Bank's balance sheet management, setting Asset and Liability policies and strategy and ensuring that the balance sheet has the appropriate structure and consistent with the overall objective to maximize net interest income and shareholders value within acceptable limits concurred by the Board of Commissioners. ALCO also responsible for setting policies on managing the balance sheet exposure, including structural interest rate risk management, liquidity and funding risk management, and the Bank FTP internal mechanism.	<ul style="list-style-type: none"> • Ketua : Presiden Direktur Chairman: President Director • Wakil Ketua: Direktur Keuangan Deputy Chairman: Finance Director • Anggota: Seluruh Direktur Member: All Directors • Anggota dengan Hak Suara: Seluruh anggota ALCO, kecuali Direktur Kepatuhan Member with Voting Rights: All ALCO members, except Compliance Director • Sekretaris: Kepala Divisi <i>Market & Liquidity Risk Management</i> Secretary: Market & Liquidity Risk Management Division Head
Komite Pengarah Teknologi Informasi IT Steering Committee	Memberikan rekomendasi kebijakan Teknologi Informasi (TI) termasuk <i>review</i> dan persetujuan anggaran TI dan keamanan informasi, penyalarsan strategi Teknologi Informasi dan Bisnis, pengelolaan risiko, serta pengukuran dan evaluasi kinerja Teknologi Informasi. Providing recommendation for IT Policy, including budget review for IT and Information Security, IT and Business strategy alignment, risk management, and IT performance evaluation.	<ul style="list-style-type: none"> • Ketua : Presiden Direktur Chairman: President Director • Wakil Ketua: Direktur Keuangan Deputy Chairman: Finance Director • Anggota: Direktur Manajemen Risiko, <i>Head of the Operations & IT</i> Member: Risk Management Director, Head of the Operations & IT • Sekretaris: Kepala Business Transformation Secretary: Business Transformation Head

PENILAIAN ATAS KINERJA KOMITE DIREKSI

Sepanjang tahun 2021, Direksi menilai bahwa komite telah melaksanakan tugasnya dengan baik dan optimal berdasarkan beberapa kriteria antara lain jumlah rapat, kecukupan informasi dalam pengambilan keputusan serta pelaksanaan tugas dan tanggung jawab komite.

PENILAIAN KINERJA DIREKSI

Prosedur Penilaian Kinerja Direksi

Bank melaksanakan proses evaluasi kinerja Direksi termasuk Presiden Direktur secara individu dan secara kelompok terkait rencana dan strategi Bank yang telah ditentukan sebelumnya.

Kriteria Penilaian Kinerja Direksi

1. Penilaian Individual Anggota Direksi
Bank menggunakan *Key Performance Indicator* (KPI), Kompetensi, dan Nilai-nilai. Penilaian kinerja anggota Direksi secara individual dilakukan oleh Presiden Direktur.

Kriteria penilaian KPI anggota Direksi mengacu pada 6 (enam) aspek yaitu keuangan, penguatan model bisnis, transformasi dan kapabilitas, optimalisasi sinergi grup, *risk and control*, serta *human capital*.

2. Penilaian Kinerja secara kelompok atau kolejal
 - Penilaian mandiri kinerja Direksi dilakukan

PERFORMANCE ASSESSMENT OF COMMITTEES UNDER BOARD OF DIRECTORS

The Board of Directors committees have performed optimum and proper duties during 2021. The Board of Directors' assessment including total meetings, sufficient information for decision making, as well as implementation of committees' duties and responsibilities.

BOARD OF DIRECTORS PERFORMANCE ASSESSMENT

Performance Assessment of Directors and Board of Directors

The Bank carries out performance assessments of the Directors including President Director individually and collegially based on the Bank's predetermined plans and strategies.

Board of Directors performance assessment Criteria

1. Individual Director Assessment
The Bank applies Key Performance Indicators (KPI), Competency, and Values. The individual directors' assessments are conducted by the President Director.

The KPI assessment criteria for the Board of Directors refers to 6 (six) aspects, namely financial, business model strengthening, transformation and capability building, group synergy optimization, risk and control, as well as human capital.

2. Group or collegial performance assessments
 - The Board of Directors' self-assessment method is

berdasarkan Struktur, Proses, dan Hasil Tata Kelola sesuai dengan Surat Edaran OJK No. 13/SEOJK.03/2017 tentang Penerapan Tata Kelola bagi Bank Umum.

- Penilaian pelaksanaan tugas dan tanggung jawab Direksi secara kelompok dilaksanakan oleh Dewan Komisaris dan dibantu oleh Komite Remunerasi dan Nominasi.

PROGRAM ORIENTASI BAGI ANGGOTA DIREKSI BARU

Bank memiliki program orientasi bagi anggota Direksi yang baru, dengan tujuan untuk memberikan pengetahuan dan pemahaman tentang Bank. Pada tahun 2021 tidak ada anggota Direksi baru.

PROGRAM PELATIHAN ANGGOTA DIREKSI

Guna meningkatkan kompetensi dan penyesuaian dengan perkembangan dunia usaha, khususnya untuk mendukung pelaksanaan tugas dan tanggung jawabnya, pada tahun 2021 Direksi mengikuti berbagai pelatihan secara daring yang diselenggarakan secara internal maupun eksternal oleh regulator dan institusi lainnya, antara lain di bidang Tata Kelola Perusahaan, Strategi dan Kepemimpinan, Politik dan Ekonomi, Perbankan, Teknologi dan Teknologi Keuangan, Manajemen Risiko dan Kepatuhan, serta Transformasi Digital.

HUBUNGAN AFLIASI

Mayoritas anggota Direksi tidak memiliki hubungan afiliasi, baik secara keuangan maupun keluarga dengan anggota Dewan Komisaris, Direksi lainnya dan/atau Pemegang Saham Pengendali Bank.

Parwati Surjajudaja memiliki hubungan keluarga dengan anggota Dewan Komisaris, Pramukti Surjajudaja, sedangkan Low Seh Kiat dan Joseph Chan Fook Onn memiliki hubungan kepengurusan dengan Pemegang Saham Pengendali OCBC Bank.

KEPEMILIKAN SAHAM DIREKSI DAN DEWAN KOMISARIS

Per 31 Desember 2021, anggota Dewan Komisaris dan Direksi yang memiliki saham pada lembaga keuangan bukan bank adalah Betti S. Alisjahbana pada PT Quantum Business International (90%) dan Low Seh Kiat pada Yolland Investment Pte. Ltd. (15%). Anggota Direksi dan Dewan Komisaris lainnya tidak ada yang memiliki saham 5% atau lebih dari modal disetor Bank, bank lain, lembaga keuangan bukan bank, dan perusahaan lain.

KEBIJAKAN PENGUNGKAPAN INFORMASI KEPEMILIKAN SAHAM ANGGOTA DIREKSI DAN ANGGOTA DEWAN KOMISARIS

Sesuai dengan POJK No. 11/POJK.04/2017 tentang Laporan Kepemilikan atau Setiap Perubahan Kepemilikan Saham Perusahaan Terbuka, Bank telah memiliki kebijakan yang mengatur agar anggota Direksi dan Dewan Komisaris melaporkan kepada OJK dan menyampaikan informasi kepada Bank atas kepemilikan dan setiap perubahan kepemilikan atas saham Bank baik langsung maupun tidak

based on GCG Structure, Process and Outcome in accordance with OJK Circular No. 13/SEOJK.3/2017 on the Implementation of Corporate Governance for Commercial Banks.

- Assessment of the Board of Directors' duties and responsibilities as a group is carried out by the Board of Commissioners and assisted by the Remuneration and Nomination Committee.

ORIENTATION PROGRAM FOR NEW DIRECTOR

The Bank has an orientation and induction program for new Directors aimed at providing knowledge and understanding of the Bank. There were no new Directors appointed during 2021.

TRAINING PROGRAMS FOR DIRECTORS

In 2021, the Board of Directors participated in various online training sessions organized internally and externally by regulators and other institutions for competency enhancement and to conform with business development, specifically in supporting their duties and responsibilities, among others in the areas of Corporate Governance, Strategy and Leadership, Politics and Economy, Banking, Financial Technology and Technology, Risk Management and Compliance, as well as Digital Transformation.

AFFILIATION

The majority of the Board of Directors' members do not have affiliate relationships, either financial or family, with the Board of Commissioners, and other Directors and/or the Bank's Controlling Shareholders.

Parwati Surjajudaja has a family relationship with a member of the Board of Commissioners, Pramukti Surjajudaja, while Low Seh Kiat and Joseph Chan Fook Onn have management relationships with the Controlling Shareholders, OCBC Bank.

SHAREHOLDING OF THE BOARD OF DIRECTORS AND COMMISSIONERS

As of 31 December 2021, members of the Board of Commissioners and Board of Directors who have shares in a non-bank financial institution are Betti S. Alisjahbana in PT Quantum Business International (90%) and Low Seh Kiat in Yolland Investment Pte. Ltd. (15%). No other members of the Board of Directors and Board of Commissioners have 5% of shares or more of the paid-in capital of the Bank, other banks, non-bank financial institutions, or other companies.

DISCLOSURE OF SHARE OWNERSHIP INFORMATION OR MEMBERS OF THE BOARD OF DIRECTORS AND BOARD OF COMMISSIONERS

In line with OJK regulation No. 11/POJK.04/2017 regarding Report on Shareholding or Every Shareholding Changes of Public Company the Bank has in place a policy that stipulates the Board of Directors and Board of Commissioners members should report to the OJK and submit information to the Bank on their ownership and any changes in ownership of the Bank's shares, either directly

langsung paling lambat 3 (tiga) hari kerja setelah terjadinya kepemilikan atau setiap perubahan kepemilikan tersebut. Kebijakan telah dilaksanakan sesuai dengan ketentuan.

or indirectly, not later than 3 (three) working days after the ownership or any change in such ownership. The policy has been implemented in accordance with the provisions.

Detail kebijakan dapat dilihat pada situs web www.ocbcnisp.com.

Details policy can be accessed on the Bank's website www.ocbcnisp.com.

PROSEDUR DAN PELAKSANAAN REMUNERASI DIREKSI

PROCEDURE AND IMPLEMENTATION OF REMUNERATION OF THE BOARD OF DIRECTORS

Prosedur penetapan remunerasi Direksi sebagai berikut:

The following are procedures of remuneration determination for the Board of Directors

KOMITE REMUNERASI DAN NOMINASI Remuneration and Nomination Committee	DEWAN KOMISARIS Board of Commissioners	RAPAT UMUM PEMEGANG SAHAM General Meeting of Shareholders (GMS)	DEWAN KOMISARIS Board of Commissioners	REMUNERASI DIREKSI Board of Director's Remuneration
Membuat rekomendasi kepada Dewan Komisaris.	Mengusulkan kepada RUPS untuk memberikan kuasa kepada Dewan Komisaris untuk menetapkan remunerasi Direksi berdasarkan rekomendasi Komite Remunerasi dan Nominasi.	Memberikan kuasa dan wewenang kepada Dewan Komisaris untuk menetapkan remunerasi Direksi berdasarkan rekomendasi dari Komite Remunerasi dan Nominasi.	Atas kuasa dan wewenang yang diberikan RUPS, menetapkan remunerasi bagi Dewan Komisaris berdasarkan rekomendasi Komite Remunerasi dan Nominasi.	
Prepare recommendations to the Board of Commissioners.	Propose that the GMS gives the power of authority to the Board of Commissioners to determine the remuneration of the Board of Directors based on the Remuneration and Nomination Committee's recommendation.	Provide the power authority to the Board of Commissioners to determine the Board of Directors' remuneration based on the Remuneration and Nomination Committee's recommendations.	Upon the power and authority granted by the GMS, determine the remuneration for the Board of Directors based on the Remuneration and Nomination Committee's recommendations.	

KEBIJAKAN PEMBERIAN KOMPENSASI JANGKA PANJANG BERBASIS KINERJA KEPADA MANAJEMEN DAN/ATAU KARYAWAN

POLICY ON LONG-TERM PERFORMANCE-BASED COMPENSATION TO MANAGEMENT AND/OR EMPLOYEES

Sejalan dengan Peraturan OJK No.45/POJK.03/2015 tentang Penerapan Tata Kelola dalam Pemberian Remunerasi, Bank telah memberikan sebagian dari remunerasi variable dalam bentuk saham kepada *Material Risk Taker* (MRT).

In line with OJK Regulation No.45/POJK.03/2015 regarding the Implementation of Governance on Remuneration for Commercial Bank, the Bank has given part of the variable remuneration in the form of shares to Material Risk Takers (MRT).

PENERAPAN REMUNERASI

REMUNERATION IMPLEMENTATION

PERUMUSAN KEBIJAKAN REMUNERASI

FORMULATION OF REMUNERATION POLICY

Latar Belakang

Background

Untuk mempertahankan usaha berkelanjutan, Bank telah memiliki program remunerasi untuk merekrut karyawan yang kompeten, mempertahankan dan memotivasi karyawan dalam rangka meningkatkan kinerja Bank.

In maintaining business sustainability, the Bank has in place the remuneration program, aimed to attract competent employees, to maintain and motivate employees while enhancing the Bank's performance.

Berdasarkan Peraturan OJK No. 45/POJK.03/2015 dan Surat Edaran OJK No. 40/SEOJK.03/2016 tentang Pelaksanaan Tata Kelola dalam Pemberian Remunerasi bagi Bank Umum, Bank telah memiliki Kebijakan Remunerasi, yang tercakup dalam kebijakan Human Capital.

Pursuant to OJK Regulation No. 45/POJK.03/2015 and OJK Circular No. 40/SEOJK.03/2016 concerning Governance Implementation in Providing Remuneration for Commercial Banks, the Bank already has a Remuneration Policy which is covered in the Human Capital Policy.

Tujuan

1. Panduan dan pemahaman yang jelas terkait program remunerasi pada Bank.
2. Menjaga hubungan industrial yang harmonis, mempertimbangkan kesetaraan peran dan kontribusi karyawan, serta memperhatikan kemampuan Bank dan praktik di industri perbankan secara menyeluruh.

Kaji Ulang atas Kebijakan Remunerasi

Secara berkala Bank melakukan kaji ulang kebijakan dan penerapan kebijakan remunerasi. Perbaikan atas kaji ulang telah dilakukan pada tanggal 27 Juli 2020 terkait fasilitas bagi Karyawan.

Mekanisme

Dalam menerapkan strategi remunerasi Bank memperhatikan faktor skala usaha, kompleksitas usaha, *peer group*, kondisi ekonomi, kemampuan Bank, dan peraturan yang berlaku.

Cakupan Kebijakan Remunerasi dan Implementasinya

Kebijakan remunerasi mencakup pengaturan remunerasi Dewan Komisaris, Dewan Pengawas Syariah, Komite di bawah Dewan Komisaris, Direksi dan karyawan. Remunerasi diberikan dengan mempertimbangkan kinerja Bank, kinerja unit kerja dan kinerja individu setiap tahunnya.

Remunerasi yang Berbasis Risiko

Risiko utama yang dikaitkan dengan remunerasi adalah risiko kredit dan risiko treasury di mana Bank memberikan remunerasi bersifat variabel dalam bentuk bonus (dan bukan insentif) baik untuk karyawan di Treasury maupun karyawan yang memberikan kredit kepada nasabah *non retail*, dan untuk karyawan dengan posisi jabatan tertentu.

Pengukuran kinerja dikaitkan dengan remunerasi

Bank memiliki kebijakan *Performance Management* yang menerapkan prinsip *reward* berbasis kinerja (*meritocracy*) untuk menciptakan keselarasan strategis yang diharapkan dalam mencapai tujuan.

Bank mempertimbangkan kinerja Bank, kinerja unit kerja dan kinerja individu dari hasil evaluasi kinerja untuk menentukan besaran bonus kinerja setiap tahunnya.

Penyesuaian Remunerasi dikaitkan dengan kinerja dan risiko

1. Kebijakan mengenai remunerasi yang bersifat variabel yang ditangguhkan, kriteria untuk menetapkan besaran, dan jangka waktu tercantum pada tabel di bawah.
2. Dalam kondisi tertentu, remunerasi yang bersifat variabel yang ditangguhkan yang ditunda pembayarannya (*Malus*) dapat diputuskan untuk tidak dibayarkan.

Kebijakan pembayaran (*vesting*) atas penangguhan yang dilakukan, antara lain jangka waktu pembayaran.

Bank tidak membedakan remunerasi yang bersifat variabel yang ditangguhkan di antara karyawan atau kelompok karyawan.

Purpose

1. Clear guidance and awareness on the Bank's remuneration programs.
2. Maintain harmonious industrial relations, taking into account the employee's equal roles and contribution, and taking into consideration the Bank's ability and practices in banking industry as a whole.

Review of Remuneration Policy

The Bank periodically reviews the remuneration policy and its implementation, which has been carried out on 27 July 2020. The reviews include the Employees' benefits policy.

Mechanism

The Bank implements the remuneration strategy by taking into account the factors such as business scale, business complexity, peer group, economic conditions, the Bank's capabilities, and prevailing laws.

Remuneration Policy Scopes and Implementation

The remuneration policy, regulates the remuneration for the Board of Commissioners, Sharia Supervisory Board, Committees of the Board of Commissioners, Board of Directors and employees. The remuneration is granted with due observance of the annual performances of the Bank, work units, and individuals.

Risk-Based Remuneration

The major risk-based remuneration includes credit risk and treasury risk where the Bank provides variable pay in the form of bonuses (not as incentives) for Treasury employees and employees who provide loans to non-retail customers, and for employees in certain positions.

Performance measurement is linked with remuneration

The Bank has a Performance Management policy, which applies the principle of meritocracy to create the expected strategic alignment to support the Bank in achieving its goals.

To determine the share of the annual performance bonus, the Bank takes into account the Bank's performance, operating unit performance and individual performance.

Remuneration adjustment linked with performance and risk

1. The policy regarding deferred variable remuneration, criteria for determining the amount, and period is illustrated in the table below.
2. In certain conditions, the deferred variable remuneration which payment is deferred (*Malus*) can be decided to not being paid.

A vesting policy for deferrals, including payment terms.

The Bank does not differentiate between deferred variable remuneration among employees or groups of employees.

Remunerasi yang bersifat Variabel yang ditangguhkan Deferred Variable Remuneration	Kebijakan Bank Bank Policy	Besaran Magnitude	Kriteria Criteria	Jangka Waktu Time period
Bonus	Penangguhan dalam bentuk tunai dan saham. Deferral in the form of cash and shares	80% tunai dan 20% ditangguhkan. 80% cash and 20% deferred	Kualitatif Qualitative	Ditangguhkan (<i>malus</i>) tiga tahun. Deferred (<i>malus</i>) three years

Remunerasi yang bersifat variabel yang ditangguhkan Deferred variable remuneration	Kebijakan Bank Bank Policy
Yang ditunda pembayarannya (<i>Malus</i>) Payment is deferred (<i>Malus</i>)	20% dari bonus 20% of the bonus
Yang ditarik kembali dalam hal sudah dibayarkan (<i>Clawback</i>) Clawback	-

Jasa Konsultan Eksternal

Bank menggunakan jasa konsultan Willis Towers Watson untuk melakukan *salary survey* secara reguler untuk mendapat informasi pembandingan atas kompensasi di bank lain yang setara. Hasil survei digunakan untuk melakukan evaluasi remunerasi dan penetapan kebijakan remunerasi Bank.

External Consultant

The Bank engaged a consultant, Willis Towers Watson, to undertake a regular salary survey to benchmark against compensation in comparable banks. The result of the survey is used for remuneration evaluation and make informed decisions on remuneration policy.

Paket remunerasi dan fasilitas bagi Direksi dan Dewan Komisaris mencakup struktur remunerasi dan rincian jumlah nominal, sebagaimana dalam tabel di bawah ini:

Remuneration package and benefits for the Board of Directors and the Board of Commissioners remuneration include the remuneration structure and nominal amount, as shown in the table below:

Jenis Remunerasi dan Fasilitas Type of Remuneration and Benefits	Jumlah Diterima dalam 1 (satu) Tahun Total Amount Received in 1 (one) Year			
	Direksi Board of Directors		Dewan Komisaris Board of Commissioners	
	Orang Persons	Juta Rp Million Rp	Orang Persons	Juta Rp Million Rp
Gaji, bonus, tunjangan rutin, tantiem, dan fasilitas lainnya dalam bentuk non natura Salaries, bonuses, routine allowances, tantiems, and other cash benefits	10	109,866	9	30,422
Fasilitas lain dalam bentuk natura (perumahan, asuransi kesehatan, dan sebagainya) yang: a. Dapat dimiliki b. Tidak dapat dimiliki Other benefits (housing, health insurance, etc.) that: a. Transferrable b. Not transferrable	-	-	-	-
Total	10	109,866	9	30,422

Keterangan | Note:

- 1 orang Komisaris berakhir masa jabatan pada RUPST 6 April 2021 dan 1 orang Komisaris baru efektif 2 Juli 2021.
- 1 Commissioner ended his term of office in AGMS April 6, 2021 and 1 new Commissioner commenced her term of office effective 2 July 2021.

Paket Remunerasi yang dikelompokkan berdasarkan tingkat penghasilan yang diterima oleh Direksi dan anggota Dewan Komisaris dalam 1 (satu) tahun, disajikan dalam tabel di bawah ini:

Board of Directors and Board of Commissioners Annual remuneration packages classified by level of income for Directors and Commissioners, is shown in the table below:

Jumlah Remunerasi per Orang dalam 1 (satu) Tahun Annual Remuneration per Person	Jumlah Direksi Number of Directors	Jumlah Komisaris Number of Commissioners
Di atas Rp2.000.000.000,- Above Rp2.000.000.000,-	10	5
Di atas Rp1.000.000.000,- s.d. Rp2.000.000.000,- Above Rp1.000.000.000,- up to Rp2.000.000.000,-	-	2
Di atas Rp500.000.000,- s.d. Rp1.000.000.000,- Above Rp500.000.000,- up to Rp1.000.000.000,-	-	2

Jumlah Remunerasi per Orang dalam 1 (satu) Tahun Annual Remuneration per Person	Jumlah Direksi Number of Directors	Jumlah Komisaris Number of Commissioners
Rp500.000.000,- ke bawah Rp500.000.000,- and below	-	-

Keterangan | Notes:

- Remunerasi yang diterima secara tunai | Remuneration received in cash
- Dewan Komisaris tidak menerima tantiem / bonus kinerja | Board of Commissioners does not accept performance bonus

Keterangan | Note:

- 1 orang Komisaris berakhir masa jabatan pada RUPST 6 Apr 2021 dan 1 orang Komisaris baru efektif 2 Juli 2021.
1 Commissioner ended his term of office in AGMS April 6, 2021 and 1 new Commissioner commenced her term of office effective 2 July 2021.

Remunerasi yang Bersifat Variabel

Jenis remunerasi bersifat variabel dan alasan pemberiannya seperti tercantum pada tabel di bawah ini:

Variable Remuneration

The following table illustrates the variable remuneration and reasons for the provision:

Jenis Remunerasi yang bersifat Variabel Type of Variable Remuneration	Alasan Reason
Bonus	Bentuk penghargaan Bank kepada karyawan yang diberikan dengan mempertimbangkan kinerja bank, kinerja unit kerja dan kinerja individu. Type of Bank reward to employees, taking into account bank performance, work unit performance and individual performance.
Insentif Incentive	Bentuk penghargaan Bank kepada karyawan <i>front office (seller)</i> yang diberikan berdasarkan pencapaian target. Type of Bank reward to front office employees (seller) based on achievement of targets.
<i>Long Term Cash Incentive (LTCI)</i>	Bentuk penghargaan Bank kepada karyawan yang menunjukkan kinerja yang baik dan mempunyai potensi sesuai dengan ambisi Bank. Penghargaan ini diberikan sebagai upaya dari Bank untuk mempertahankan <i>talent</i> . Type of Bank reward to employees who have shown good performance and have potential in accordance with the Bank's ambitions. This award is given in an effort for the Bank to retain talent.
<i>Special Recognition Program (SRP)</i>	Bentuk penghargaan Bank kepada karyawan <i>front office (seller)</i> yang menunjukkan kinerja baik dan mempunyai potensi sesuai dengan ambisi Bank. Penghargaan ini diberikan sebagai upaya dari Bank untuk mempertahankan <i>talent</i> . The Bank's recognition to front office employee (sellers) that perform well and has the potential that conform to the Bank's aspirations. The award is granted as the Bank's effort to retain talent.
Saham Shares	Bentuk penghargaan Bank kepada karyawan yang merupakan <i>Material Risk Takers</i> . Hal ini merupakan pemenuhan peraturan POJK No.45/POJK.03/2015. Type of Bank reward to employees who are Material Risk Takers. This is a fulfillment of POJK No.45/POJK.03/2015.

Jumlah Direksi, Dewan Komisaris, dan Karyawan yang menerima remunerasi yang Bersifat Variabel selama 1 (satu) tahun dan total nominal sebagaimana dalam tabel di bawah ini:

Number of Directors, Commissioners, and Employees receiving Variable Remuneration in 1 (one) year and total amounts, as shown in the table below:

Remunerasi yang bersifat Variabel Variable Remuneration	Jumlah Diterima dalam 1 (satu) Tahun Amount Received in 1 (one) Year					
	Direksi Board of Directors		Dewan Komisaris Board of Commissioners		Karyawan Employee	
	Jumlah Total	Nominal (Rp Juta) Amount (IDR Million)	Jumlah Total	Nominal (Rp Juta) Amount (IDR Million)	Jumlah Total	Nominal (Rp Juta) Amount (IDR Million)
Total	10	52,848	-	-	4,992	208,174

Keterangan | Note:

- Dewan Komisaris tidak menerima tantiem / bonus kinerja. | Board of Commissioners does not accept performance bonus.

Jabatan dan jumlah pihak yang menjadi MRT	Material Risk Takers positions and numbers
Jabatan Position	Jumlah Person
Presiden Direktur President Director	1
Direktur Director	9
Asset Liability Management Division Head Asset Liability Management Division Head	1
Treasury Trading Division Head Treasury Trading Division Head	1
Head of Credit Risk Head of Credit Risk	1

Shares option yang dimiliki Direksi, Dewan Komisaris dan Pejabat Eksekutif

Bank tidak memberikan *shares option* namun memberikan variabel bonus kepada Direksi dalam bentuk saham sebagaimana diatur dalam POJK No. 45/POJK.03/2015. Dewan Komisaris tidak menerima bonus untuk menghindari benturan kepentingan.

Share options held by the Board of Directors, Board of Commissioners and Executives

The Banks does not provide share options but provides variable bonuses for the Board of Directors in the form of shares as stipulated in POJK No.45/POJK.03/2015. None for Board of Commissioners received bonus to avoid conflict of interest.

Rasio gaji tertinggi dan terendah

Gaji yang diperbandingkan dalam rasio gaji adalah imbalan yang diterima oleh Direksi, Dewan Komisaris, dan karyawan per bulan. Yang dimaksud dengan "karyawan" dalam hal ini adalah karyawan tetap Bank.

Ratio of the highest and lowest salaries

Salary ratios include salaries received by the Board of Directors, Board of Commissioners and employees per month. Definition of "employees" is the Bank's permanent employees.

Keterangan Description	Rasio Gaji Salary Ratios
Karyawan Employees	1:71.3
Direksi Board of Directors	1:3.3
Dewan Komisaris Board of Commissioners	1:4.6

Keterangan Description	Rasio Gaji Salary Ratios
	Tertinggi Karyawan dan Direksi Highest Employee and Director
Rasio Ratio	1:2.4

Bank tidak memberikan remunerasi yang bersifat variabel yang dijamin tanpa syarat kepada calon Direksi, calon Dewan Komisaris, dan/atau calon Karyawan selama 1 (satu) tahun pertama bekerja.

The Bank does not provide variable remunerations with unconditional guarantee to candidates of the Board of Directors, Board of Commissioners, and/or Employees during the first 1 (one) year of work.

Jumlah Karyawan yang terkena pemutusan hubungan kerja dan total nominal pesangon yang dibayarkan

Number of employees whose employment terminated, and the total nominal severance paid

Jumlah Nominal Pesangon yang dibayarkan per Orang dalam 1 (satu) Tahun Total severance pay amount paid per person in 1 (one) year	Jumlah Karyawan Number of Employees
Di atas Rp1.000.000.000,- Above Rp1,000,000,000,-	4
Di atas Rp500.000.000,- s.d. Rp1.000.000.000,- Above Rp500.000.000,- up to Rp1,000,000,000,-	14
Rp500.000.000 ke bawah Rp500,000,000 and below	180

Keterangan | Notes: Termasuk pensiun normal | Including normal pension

Jumlah total remunerasi yang Bersifat Variabel yang ditangguhkan, yang terdiri dari tunai dan/atau saham atau instrumen yang berbasis saham yang diterbitkan Bank dan Jumlah total remunerasi yang Bersifat Variabel yang ditangguhkan yang dibayarkan selama 1 (satu) tahun

Total deferred variable remuneration, comprising of cash and/or shares or stock-based instruments issued by the Bank and Total deferred variable remuneration paid for 1 (one) year

Rincian jumlah remunerasi yang diberikan dalam 1 (satu) tahun. Details of the amount of remuneration given in 1 (one) year.

Remunerasi yang bersifat Tetap Fixed remuneration		
	Tidak Ditangguhkan Not Deferred	Ditangguhkan Deferred
Tunai Cash	66,252	-
Saham Shares	-	-
Remunerasi yang bersifat Variabel Variable Remuneration		
	Tidak Ditangguhkan Not Deferred	Ditangguhkan Deferred
Tunai Cash	51,263	11,817
Saham Shares	-	436,000 lembar shares

Keterangan: Hanya untuk MRT dan diungkapkan dalam juta rupiah | Notes: Only for MRT and expressed in million rupiah

Informasi kuantitatif

Informasi kuantitatif mengenai total sisa remunerasi yang masih ditangguhkan baik yang terekspos penyesuaian implisit maupun eksplisit, total pengurangan remunerasi yang disebabkan karena penyesuaian eksplisit selama periode pelaporan, dan total pengurangan remunerasi yang disebabkan karena penyesuaian implisit selama periode pelaporan.

Quantitative information

Quantitative information regarding the total remaining deferred remuneration that is exposed to implicit or explicit adjustments, the total remuneration reduction due to explicit adjustments during the reporting period, and the total remuneration reduction due to implicit adjustments during the reporting period.

Jenis Remunerasi yang bersifat Variabel *) Variable Remuneration Types	Sisa yang masih Ditangguhkan Deferred Balance	Total Pengurangan Selama Periode Laporan Total Reduction During Reporting Period		
		Disebabkan Penyesuaian Eksplisit Due to Explicit Adjustment	Disebabkan Penyesuaian Implisit Due to Implicit Adjustment	Jumlah Total
1. Tunai (dalam Juta Rupiah) Cash (in Million Rupiah)	16,457			
2. Saham/ Instrumen yang berbasis saham yang diterbitkan Bank (dalam lembar saham dan nominal juta Rupiah yang merupakan konversi dari lembar saham tersebut) Shares/Instrument of share based issued by Bank (in shares and million Rupiah nominal as conversion from the shares)	569,334 lembar shares			

Keterangan: *) Hanya untuk MRT | Description: *) Only for MRT

SEKRETARIS PERUSAHAAN

CORPORATE SECRETARY

PROFIL SEKRETARIS PERUSAHAAN

CORPORATE SECRETARY PROFILE

Ivonne P. Chandra Sekretaris Perusahaan Corporate Secretary

Warga Negara Indonesia, 58 tahun.
Domisili: Jakarta, Indonesia.
Sekretaris Perusahaan sejak 28 Februari 2014.

Indonesian citizen, 58 years old.
Domicile: Jakarta, Indonesia.
Corporate Secretary since 28 February 2014.

Riwayat Jabatan

- 1989-1994: Management Associate, jabatan terakhir Citigold Service Head, Citibank, N.A.
- 1994-2003: Branch Manager, jabatan terakhir Consumer Distribution Head, Bank Universal (Permata Bank)
- 2003-2006: Sales & Marketing Director Astra CMG Life
- 2006-2008: Privilege Banking Head Bank Danamon.
- 2009-2011: Metropolitan Consumer Distribution Head Bank OCBC NISP.
- 2011-2013: Metropolitan Liabilities & Wealth Distribution Head Bank OCBC NISP.
- 2013-2014: Consumer Quality Assurance Division Head Bank OCBC NISP.

Tidak ada Rangkap Jabatan.

Riwayat Pekerjaan

- 1989-1994: Management Associate, last position as Citigold Service Head at Citibank, N.A.
- 1994-2003: Branch Manager, last position as Consumer Distribution Head at Bank Universal (Permata Bank).
- 2003-2006: Sales & Marketing Director at Astra CMG Life
- 2006-2008: Privilege Banking Head at Bank Danamon.
- 2009-2011: Metropolitan Consumer Distribution Head at Bank OCBC NISP.
- 2011-2013: Metropolitan Liabilities & Wealth Distribution Head at Bank OCBC NISP.
- 2013-2014: Consumer Quality Assurance Division Head at Bank OCBC NISP.

No Concurrent Position

Organisasi:

- 2006-sekarang: Wakil Ketua Bidang Pendidikan Perkumpulan IOA.
- 2017-2020: Bendahara Indonesia Corporate Secretary Association (ICSA)

Riwayat Pendidikan:

- MBA bidang Marketing dari Golden Gate University, San Francisco, USA (1988).
- Sarjana Hubungan Masyarakat, Fakultas Ilmu Komunikasi, Universitas Padjadjaran, Bandung (1986).

Penghargaan yang diraih:

- High Performing Corporate Secretary – Top GRC Award 2020.
- Corporate Secretary Champion 2021 - Majalah SWA.

Organization:

- 2006-present: Deputy Chairman of Education, IOA.
- 2017-2020: Treasurer - Indonesia Corporate Secretary Association (ICSA)

Education:

- MBA in Marketing from Golden Gate University, San Francisco, USA (1988).
- Bachelor's Degree in Public Relations, Faculty of Communication, Padjadjaran University, Bandung (1986).

Awarded the following:

- High Performing Corporate Secretary – Top GRC Award 2020.
- Corporate Secretary Champion 2021 - SWA Magazine.

LAPORAN PELAKSANAAN FUNGSI SEKRETARIS PERUSAHAAN

Sepanjang tahun 2021 pelaksanaan fungsi Sekretaris Perusahaan, antara lain:

- Mengikuti perkembangan Pasar Modal khususnya peraturan perundang-undangan yang berlaku di bidang Pasar Modal.
- Memberikan masukan kepada Direksi dan Dewan Komisaris untuk mematuhi ketentuan peraturan perundang-undangan di bidang Pasar Modal.
- Membantu Direksi dan Dewan Komisaris dalam pelaksanaan tata kelola perusahaan.
- Sebagai penghubung antara Bank dengan pemegang saham, OJK, dan pemangku kepentingan lainnya.

PROGRAM PELATIHAN

Pada tahun 2021 Sekretaris Perusahaan mengikuti berbagai pelatihan secara daring untuk meningkatkan kompetensi, yang diselenggarakan secara internal maupun eksternal oleh regulator dan institusi lainnya, antara lain: ESG Capital Market Summit, Whistleblowing Management System for Better Governance, Penilaian ASEAN Corporate Governance Scorecard, Tata Kelola Komunikasi Sekretaris Perusahaan, FGD Penyusunan Laporan Tahunan dan Keberlanjutan, Keuangan Berkelanjutan, dan mengikuti beberapa sosialisasi Peraturan.

HUBUNGAN INVESTOR

Bank terus menjalin komunikasi dan memelihara hubungan dengan para investor, antara lain:

- melalui pertemuan resmi secara berkelompok maupun perorangan
- *conference call*
- publikasi laporan keuangan triwulanan dan tahunan
- pengungkapan informasi dan peristiwa penting, siaran pers
- pengkinian situs web Bank secara berkala.

Selama tahun 2021, Unit Investor Relations telah melakukan 4 (empat) kali *conference call* dengan investor/analisis.

CORPORATE SECRETARY FUNCTION REPORT

The Corporate Secretary and its units have carried out the following activities in 2021:

- Following the Capital Market developments in particular the prevailing laws and regulations of the Capital Market.
- Providing recommendations to the Board of Directors and Board of Commissioners on the compliance with the prevailing laws and regulations of the Capital Market.
- Providing assistance to the Board of Directors and Board of Commissioners on the implementation of corporate governance.
- As a liaison of the Bank with shareholders, OJK, and other stakeholders.

TRAINING PROGRAMS

In 2021, Corporate Secretary participated in various online training sessions to develop the competency, organized by internal and external regulators and other institutions, among others: ESG Capital Market Summit, Whistleblowing Management System for Better Governance, Penilaian ASEAN Corporate Governance Scorecard, Corporate Secretary Communication Governance, FGD Preparation of Annual and Sustainability Report, Sustainable Finance, and participating in various Regulations dissemination.

INVESTOR RELATIONS

The Bank continues to foster communication and maintain relationships with investors, including:

- through official groups and individual meetings
- conference calls
- publications of quarterly and annual financial statements
- disclosure of information and significant events, press conferences
- periodic updates of the Bank's website.

In 2021, the Investor Relations Unit conducted 4 (four) conference calls with investors/analysts.

DIVISI AUDIT INTERN (SKAI)

Bank telah membentuk Divisi Audit Intern (SKAI) berdasarkan Peraturan OJK No.1/POJK.03/2019 (POJK 1/2019) tentang Penerapan Fungsi Audit Intern pada Bank Umum.

Sejalan dengan *leading practice*, pernyataan misi dan piagam audit intern mensyaratkan SKAI untuk memberikan keyakinan yang independen dan wajar, namun tidak mutlak, bahwa proses tata kelola, manajemen risiko, dan pengendalian internal Bank memadai dan efektif dalam memenuhi tujuan strategis dan beroperasi dalam *risk appetite* yang telah ditetapkan.

Selain itu, SKAI memberikan penilaian independen terhadap kualitas portofolio kredit Bank dan proses manajemen risiko kredit. SKAI melaporkan kecukupan dan efektivitas sistem pengendalian intern kepada Komite Audit dan manajemen, tetapi tidak merupakan bagian dari sistem pengendalian intern. Tanpa mengemban tanggung jawab manajemen, SKAI dapat memberikan konsultasi kepada manajemen lini atas inisiatif bisnis tertentu serta pengembangan dan penyempurnaan sistem yang bertujuan untuk memberikan nilai tambah dan meningkatkan tata kelola, manajemen risiko, dan pengendalian intern.

SKAI mengadopsi pendekatan berbasis risiko dimana pelaksanaan audit diprioritaskan sesuai dengan penilaian risiko saat ini dan yang akan timbul, termasuk risiko keuangan, operasional, teknologi, *cyber*, kepatuhan, dan strategis. SKAI memenuhi Standar Internasional untuk Praktik Profesional Audit Intern dari *Institute of Internal Auditors* (IIA).

PROFIL KEPALA SKAI

Sani Effendy Kepala SKAI Head of Internal Audit	
<p>Warga negara Indonesia, 56 tahun. Domisili: Jakarta, Indonesia</p> <p>Kepala SKAI sejak 1 Desember 2015.</p> <p>Riwayat Pekerjaan:</p> <ul style="list-style-type: none"> • 2008 – 2015: Head of Wholesale Banking Bank OCBC NISP. • 1998 – 2008: Head of Corporate Finance di Rabobank International Indonesia. <p>Rangkap Jabatan: Tidak ada</p> <p>Riwayat Pendidikan:</p> <ul style="list-style-type: none"> • 1988: Sarjana Ekonomi Akuntansi dari Universitas Indonesia. • 2008: Magister Administrasi Bisnis dari Institut Teknologi Bandung (ITB). • 2016: Certified Internal Auditor (CIA). 	<p>Indonesian Citizen, 56 years old. Domicile: Jakarta, Indonesia</p> <p>Head of Internal Audit since 1 December 2015.</p> <p>Work Experience:</p> <ul style="list-style-type: none"> • 2008 – 2015: Head of Wholesale Banking Bank OCBC NISP. • 1998 – 2008: Head of Corporate Finance at Rabobank International Indonesia. <p>Concurrent Position: None</p> <p>Education:</p> <ul style="list-style-type: none"> • 1988: Bachelor Degree in Accounting from University of Indonesia • 2008: Master in Business Administration from the Institute of Technology Bandung (ITB). • 2016: Certified Internal Auditor (CIA).

Staf Audit Intern

Per 31 Desember 2021, staf SKAI berjumlah 53 orang

INTERNAL AUDIT DIVISION

The Bank has established the Internal Audit Unit as stipulated by OJK Regulation No. 1/POJK.03/2019 (POJK 1/2019) on the Implementation of Internal Audit Function for Commercial Banks.

In line with leading practice, the Internal Audit's mission statement and charter require it to provide independent and reasonable, but not absolute, assurance that the Bank's governance, risk management and internal control processes are adequate and effective in meeting its strategic objectives and operating within the risk appetite established.

In addition, Internal Audit provides an independent assessment of the Bank's credit portfolio quality and credit risk management process. Internal Audit reports on the adequacy and effectiveness of the system of internal controls to the Audit Committee and management but it is not part of the internal control system. Without assuming management responsibility, Internal Audit may provide consultative services to line management on certain business initiatives as well as system developments and enhancements with the objective to add value and improve governance, risk management and controls.

Internal Audit adopts a risk-based approach where audit work is prioritized according to an assessment of current and emerging risks, including financial, operational, technology, *cyber*, compliance and strategic risks. Internal Audit meets the International Standards for the Professional Practice of Internal Auditing Standards of The Institute of Internal Auditors (IIA).

HEAD OF INTERNAL AUDIT PROFILE

Internal Audit Staff

As at 31 December 2021, the number of Internal Audit

termasuk Kepala SKAI. Seluruh staf memiliki kualifikasi, pengetahuan, dan pengalaman dalam bidang teknis audit, peraturan dan perundangan serta pengetahuan lain yang relevan. SKAI melakukan rotasi staf secara berkala.

Program Pelatihan

Selama tahun 2021, SKAI telah mengikuti berbagai program pelatihan di antaranya *Python, Machine Learning, Debt Restructuring, Volcker Rule Guidances* dan *Cyber Security*.

Sertifikasi Profesi

Per 31 Desember 2021, beberapa auditor telah memperoleh sertifikasi profesi antara lain: *Certified Internal Auditors, Certified Information Systems Auditor* dan *Qualified Internal Auditor*.

Piagam Audit Intern

Komite Audit menyetujui Piagam Audit sebagai pedoman pelaksanaan kegiatan audit. Piagam Audit disusun berdasarkan POJK No.1/POJK.03/2019 tentang Penerapan Fungsi Audit Intern Pada Bank Umum. SKAI telah menerapkan standar dan kode etik yang diterbitkan oleh The Institute of Internal Auditors (IIA).

Struktur dan Kedudukan SKAI

Kepala SKAI bertanggung jawab langsung kepada Presiden Direktur dan secara tidak langsung kepada Dewan Komisaris melalui Komite Audit.

SKAI memiliki beberapa departemen audit yaitu *Corporate Banking Audit, Network & Retail Banking Audit, Treasury Audit, Corporate Function Audit, Operations Audit, IT Audit, Audit Methodology & Standards* dan *Main Entity Audit*.

Peran dan Tanggung Jawab Pokok

Peran dan tanggung jawab utama SKAI dapat diakses pada www.ocbcnisp.com, antara lain:

- Menyusun dan melaksanakan Rencana Audit Tahunan dan memantau tindak lanjut temuan audit.
- Mengkomunikasikan ringkasan kegiatan audit dan status tindak lanjut temuan audit kepada Direksi, Dewan Komisaris, Komite Audit, dan Dewan Pengawas Syariah.
- Berkomunikasi dengan Auditor Ekstern, Manajemen Risiko, dan Regulator untuk menentukan cakupan audit yang optimal.
- Memberikan informasi yang obyektif dan rekomendasi perbaikan.

Peran dan tanggung jawab SKAI selengkapnya dapat diakses pada situs web www.ocbcnisp.com.

Aktifitas dan Efektivitas SKAI

Selama tahun 2021, SKAI telah melaksanakan audit sesuai Rencana Audit Tahunan yaitu, (1) 33 penugasan audit mencakup area bisnis dan operasional cabang, aktivitas perkreditan dan pendanaan, treasury, teknologi dan informasi, digital business, dan fungsi kantor pusat dan

staff, including Head of Internal Audit, was 53 persons. All staffs had qualifications, knowledge and experience in audit techniques, laws and regulations and other relevant knowledge. Internal Audit conducted staff rotation regularly.

Training Program

Internal Audit participated in various training programs during 2021 which included *Python, Machine Learning, Debt Restructuring, Volcker Rule Guidances* and *Cyber Security*.

Professional Certification

As of 31 December 2021, some auditors had obtained professional certifications such as Certified Internal Auditor, Certified Information Systems Auditor and Qualified Internal Auditor.

Internal Audit Charter

The Audit Committee approves the Audit Charter which serve as the guidelines for Internal Audit activities. The Audit Charter was developed based on POJK No.1/POJK.03/2019 regarding the implementation function of Internal Audit on Commercial Bank. Internal Audit adopts the Standards and code of ethics issued by the Institute of Internal Auditors (IIA).

Internal Audit Structure and Position

Head of Internal Audit reports directly to the President Director, and indirectly to the Board of Commissioners through the Audit Committee.

Internal Audit has several audit departments namely the Corporate Banking Audit, Network and Retail Banking Audit, Treasury Audit, Corporate Function Audit, Operations Audit, IT Audit, Audit Methodology and Standards and Main Entity Audit.

Key Roles and Responsibilities

The Internal Audit's key roles and responsibilities can be accessed on www.ocbcnisp.com, including:

- Developing and executing the Annual Audit Plan and monitoring the action plans of audit observations.
- Communicating the summary of audit activities and status of action plans on audit observations to the Board of Directors, Board of Commissioners, Audit Committee and Sharia Supervisory Board.
- Communicating with the External Auditor, Risk Management, and Regulators for the purpose of providing optimal audit coverage.
- Providing objective information and recommendations

Details of Internal Audit roles and responsibilities can be accessed on website www.ocbcnisp.com.

Internal Audit Activities and Effectiveness

During 2021, Internal Audit carried out audits according to its Annual Audit Plan which included (1) 33 audit assignments covering branch's business and operations, lending and funding, treasury, technology and information, digital business, and head office function; and (2) developing

(2) mengembangkan inisiatif untuk meningkatkan peran strategis SKAI melalui pengembangan *data analytics*, implementasi *continuous auditing*, *strategic risk auditing* dan *digital risk auditing*.

Efektivitas fungsi SKAI dan kepatuhannya terhadap POJK dan Standar Profesional Audit Intern dikaji ulang secara internal setiap tahun, dan minimal 3 (tiga) tahun sekali oleh pihak ekstern. Kaji ulang terakhir dilakukan oleh KPMG Siddharta Advisory pada tahun 2020.

FUNGSI KEPATUHAN

Penggunaan teknologi informasi dan digitalisasi yang semakin berkembang akan meningkatkan risiko inheren kepatuhan dalam suatu organisasi. Oleh karena itu, Bank harus meningkatkan pula langkah-langkah antisipatif dan kapabilitas fungsi kepatuhan sebagai upaya preventif (ex-ante) maupun kuratif (ex-post) untuk memitigasi risiko kegiatan usaha.

Sepanjang tahun 2021, Divisi Kepatuhan telah melakukan tugas dan tanggung jawabnya, antara lain sebagai berikut:

1. Membuat langkah-langkah yang konkrit dalam rangka mendukung terciptanya Budaya Kepatuhan pada seluruh kegiatan usaha Bank, termasuk Program Anti Pencucian Uang dan Pencegahan Pendanaan Terorisme (APU-PPT).
2. Memastikan kebijakan, ketentuan, sistem, dan prosedur serta kegiatan usaha yang dilakukan Bank telah sesuai dengan ketentuan perbankan dan peraturan perundang-undangan yang berlaku, termasuk Prinsip Syariah bagi Unit Usaha Syariah (UUS), serta memantau pelaksanaan ketentuan kehati-hatian yang dilakukan oleh Bank.
3. Melakukan kaji ulang produk/aktivitas baru dan kebijakan/prosedur/dokumen kredit, melaksanakan forum diskusi untuk membahas analisa gap dan melakukan pemantauan terhadap kewajiban atas pemenuhan regulasi sesuai dengan ketentuan Regulator dan peraturan perundang-undangan yang berlaku termasuk Prinsip Syariah.
4. Berkoordinasi dengan Product Management Unit dalam penyusunan dan pengembangan metodologi *self assessment* terkait produk dan aktivitas Bank, sebagai implementasi dari perubahan regulasi terkait proses penyelenggaraan produk berdasarkan pendekatan berbasis risiko.
5. Melakukan pemantauan atas pelaksanaan penerapan program APU-PPT di seluruh kegiatan Bank, peningkatan otomatisasi proses implementasi program APU-PPT sehubungan dengan perkembangan digital perbankan, serta pelaporan terkait sesuai peraturan APU-PPT yang berlaku

Tingkat Kepatuhan Bank terhadap Ketentuan dan Peraturan Perundang-Undangan serta Pemenuhan Komitmen dengan Otoritas yang Berwenang

Dalam mendukung Penerapan Budaya Kepatuhan guna

the initiative to increase the Internal Audit's strategic roles through the development of data analytics, continuous auditing implementation, strategic risk auditing and digital risk auditing.

The effectiveness of the Internal Audit function and its compliance with the POJK and Professional Standard of Internal Audit is reviewed internally every year, and every 3 (three) years by external party. The latest review was performed by KPMG Siddharta Advisory in 2020.

COMPLIANCE FUNCTION

The advancement of information technology and digitalization within an organization will also increase the inherent risk of compliance. As such, the Bank shall improve the anticipatory measures and the compliance function capabilities as preventive (ex-ante) and curative (ex-post) efforts to mitigate the business activity risks.

The Compliance Division has carried out the following duties and responsibilities in 2021:

1. Making concrete steps in fostering Compliance Culture in all Bank's business activities including Anti-Money Laundering and Counter Terrorism Funding Program (AML-CTF).
2. Ensuring the Bank's policies, regulations, systems, and procedures, as well as business activities have met the prevailing banking laws and regulations, including Sharia Principles for Sharia Business Units (SBU), including to monitor the Bank's prudential principles implementation.
3. Reviewing new products/ activities and loans policies/ procedures/ documents, conducting discussion forums to discuss gap analysis, and monitoring regulatory compliance in accordance with applicable laws and regulations, including Sharia Principles.
4. Coordinating with the Product Management Unit in preparing and developing the self-assessment methodologies regarding Bank's products and activities in response to the implementation of the newly amended regulation regarding product management process which is now under risk based approach
5. Monitoring the AML-CTF program throughout the Bank, enhance ing the AML-CTF program automation related to digital banking developments, including the reporting in accordance with the AML-CTF regulations.

The Bank's Compliance to the Laws and Regulations and Commitments to the Regulators

To foster the Compliance Culture to the Regulator and

mewujudkan terciptanya kepatuhan terhadap ketentuan Regulator dan peraturan perundang-undangan yang berlaku yang sejalan dengan pertumbuhan bisnis dan organisasi Bank, Divisi Kepatuhan telah menerapkan metodologi pelaksanaan penilaian mandiri (*Regulatory Requirement Self-Assessment*) atas pelaksanaan regulasi guna memitigasi risiko kepatuhan serta menunjang peningkatan kinerja Bank dalam rangka melaksanakan prinsip kehati-hatian

AKUNTAN PUBLIK

Penunjukan Kantor Akuntan Publik

Sesuai keputusan RUPST 6 April 2021 dan berdasarkan Rekomendasi Komite Audit tanggal 31 Mei 2021, Dewan Komisaris menunjuk Akuntan Publik Lucy Luciana Suhenda, S.E, AK, CPA dan KAP Tanudiredja, Wibisana, Rintis & Rekan sebagai Akuntan Publik dan Kantor Akuntan Publik untuk tahun buku 2021 berdasarkan Surat Keputusan Dewan Komisaris tanggal 4 Juni 2021 dan memberikan wewenang kepada Direksi untuk melaksanakannya.

Kantor Akuntan Publik dan Akuntan Publik yang Melakukan Audit Laporan Keuangan Tahunan Selama 7 Tahun Terakhir

Tahun Year	Kantor Akuntan Publik Public Accounting Firms	Akuntan Publik Public Accountants
2015-2017	KAP Tanudiredja, Wibisana, Rintis & Rekan	Lucy Luciana Suhenda, SE, AK, CPA
2018-2020	KAP Tanudiredja, Wibisana, Rintis & Rekan	Angelique Daryanto, SE, CPA
2021	KAP Tanudiredja, Wibisana, Rintis & Rekan	Lucy Luciana Suhenda, SE, AK, CPA

Biaya Audit dan Non-Audit

Total honorarium yang dibayarkan kepada KAP Tanudiredja, Wibisana, Rintis & Rekan untuk jasa audit laporan keuangan tahunan dan laporan keuangan interim pada tahun 2021 adalah Rp4,51 miliar. Tidak ada biaya non-audit pada tahun 2021.

Efektivitas Pelaksanaan Audit Ekstern

Berdasarkan POJK No. 55/POJK.03/2016 tentang Penerapan Tata Kelola bagi Bank Umum, efektivitas pelaksanaan Audit Ekstern dan kepatuhan Bank terhadap ketentuan adalah sebagai berikut:

1. Akuntan Publik dan Kantor Akuntan Publik yang ditunjuk oleh Bank adalah yang terdaftar di OJK sesuai dengan ketentuan yang berlaku dan telah mendapat persetujuan RUPS berdasarkan rekomendasi Komite Audit.
2. Akuntan Publik dan Kantor Akuntan Publik telah bekerja secara independen dan profesional sesuai dengan Standar Profesional Akuntan Publik dan perjanjian kerja serta ruang lingkup audit yang ditetapkan.
3. Akuntan Publik telah bertindak secara obyektif dalam melaksanakan audit sesuai dengan ruang lingkup audit yang diatur dalam ketentuan. Hasil audit dan pernyataan Manajemen telah disampaikan kepada OJK secara tepat waktu.

applicable stipulations that are in line with the Bank's business and organizational growth, the Compliance Division has implemented a self-assessment methodology (Regulatory Requirement Self-Assessment) on the regulation implementation to mitigate compliance risk and support the prudential principle implementation.

PUBLIC ACCOUNTANT

Appointment of Public Accountant Firm

Pursuant to the resolution of AGMS 6 April 2021 and the recommendation of the Audit Committee dated 21 May 2021, the Board of Commissioners appointed the Public Accountant Lucy Luciana Suhenda, S.E, AK, CPA and KAP Tanudiredja, Wibisana, Rintis & Rekan as Public Accountant and Public Accountant Firm for financial year 2021, based on the BOC Decree dated 4 June 2021 and granted the authority of action to the Board of Directors.

Public Accountant Firms and Public Accountants Providing Audit of Annual Financial Statements for Last 7 Years

Audit and Non-Audit Fees

The KAP Tanudiredja, Wibisana, Rintis & Rekan received Rp4.51 billion for audit of annual financial statements and interim financial statements of 2021. There were no non-audit fees for 2021.

Effectiveness of External Audit

Pursuant to POJK No. 55/POJK.03/2016 on the Implementation of Governance for Commercial Banks, the following are effectiveness of the Bank External Audit and compliance to the rules:

1. The appointed Public Accountant and Public Accountant Firm are registered at OJK according to applicable laws and has been approved by the GMS based on the recommendation of the Audit Committee.
2. The appointed Public Accountant and Public Accountant Firm has carried out duties independently and professionally according to the Public Accountant Professional Standard and determined agreement and scopes.
3. The Public Accountant has carried out objective audit according to audit scopes as stipulated. The audit results and Management Letter have been submitted timely to the OJK.

**PERKARA PENTING YANG DIHADAPI PERSEROAN/
ENTITAS ANAK/ ANGGOTA DIREKSI ANGGOTA DEWAN
KOMISARIS**

Berikut adalah data Permasalahan Hukum yang dihadapi Bank pada tahun 2021:

Permasalahan Hukum Litigation	Perdata Civil	Pidana Criminal
Telah mendapat putusan yang mempunyai kekuatan hukum tetap Resolved (final and binding)	22	0
Dalam Proses Penyelesaian Ongoing Process	66	7
Total	88	7

Perkara perdata yang dihadapi Bank di tahun 2021 antara lain disebabkan oleh:

1. Keberatan atas lelang jaminan.
2. Sengketa antara Debitur dengan pihak ketiga yang mengaku sebagai pemilik awal dari barang jaminan yang menjadi agunan di Bank.
3. Keberatan atas perhitungan Bank terhadap nilai *outstanding* kewajiban Debitur.

Pokok Perkara/ Gugatan dan Status Penyelesaian

Berikut adalah 3 (tiga) perkara perdata dengan nilai perkara terbesar yang dihadapi Bank sampai dengan 31 Desember 2021:

No.	Pokok Perkara Case	Para Pihak Parties	Nilai Perkara Case Value	Status Penyelesaian Settlement Status
1.	Gugatan pembatalan sertifikat milik Debitur yang diterbitkan oleh BPN. Sertifikat merupakan jaminan atas kredit Debitur di Bank OCBC NISP. Lawsuit for the cancellation of the Debtor's certificate issued by the Indonesian National Land Office. The certificate was collateral for Debtor's loan from Bank OCBC NISP.	Penggugat: S Bank sebagai Tergugat Intervensi Plaintiff: S Bank as Defendant in Intervention	Rp54,500,000,000	Bank telah menang pada tingkat PN, PT, MA, saat ini dalam proses PK. The Bank has won at the District Court, High Court, Supreme Court, currently in the PK process.
2.	Gugatan pihak ketiga dengan Debitur atas piutang yang diberikan, dalam gugatan meminta Bank untuk tidak mengalihkan jaminan kepada siapa pun. Third party's lawsuit with Debtor on receivables, regarding the request to the Bank to not transferring the collateral to any other parties.	I (Penggugat) Bank (Selaku Turut Tergugat) I (Plaintiff) Bank (As Co-Defendants)	Rp 4,579,834,272	Bank telah memenangkan perkara di tingkat Pengadilan Negeri, dan saat ini perkara sedang diperiksa di tingkat Pengadilan Tinggi. The Bank has won the litigation at the District Court, and currently undergoing examination at the High Court.
3.	Gugatan mengenai saldo hutang Debitur dan permohonan keringanan cicilan. Lawsuit on Debtor's debt balance and request on installment	A (Penggugat) Bank (Selaku Tergugat) A (Plaintiff) Bank (As a Defendant)	Rp2,400,000,000,-	Bank telah memenangkan perkara di tingkat Pengadilan Negeri, Pengadilan Tinggi dan Mahkamah Agung. Saat ini sedang Proses Peninjauan Kembali. The Bank has won the case at the District Court, High Court and Supreme Court. Currently is undergoing Re-Assessment Process.

Risiko yang Dihadapi Bank atas Tuntutan/Gugatan

Terkait perkara penting yang dihadapi Bank selama tahun 2021, tidak ditemukan perkara yang memiliki dampak

**IMPORTANT CASES OF THE COMPANY/
SUBSIDIARIES/MEMBERS OF BOARD OF DIRECTORS/
MEMBERS OF BOARD OF COMMISSIONERS**

The following are the Bank's litigation actions in 2021:

The Bank's civil cases in 2021 were, among other caused by the following:

1. Objection to the auction of a collateral.
2. Dispute between the debtor and third party claiming to be the original owner of the item held as collateral in the Bank.
3. Objection to the Bank's calculation of the outstanding value of debtor's liabilities.

Cases/Lawsuits Facts and Settlement Status

The following are the 3 (three) civil cases with the largest case values faced by the Bank up to December 31st, 2021:

Risks Faced by the Bank related to Claims/Lawsuits

With regards to the significant cases faced by the Bank in 2021, no cases were found to have had a material negative

negatif yang material terhadap kondisi keuangan dan keberlangsungan usaha Bank di kemudian hari.

Perkara Penting yang Dihadapi Anggota Direksi dan/atau Anggota Dewan Komisaris

Sepanjang tahun 2021, tidak terdapat perkara penting yang dihadapi Bank yang melibatkan anggota Dewan Komisaris dan Direksi.

Pengaruh terhadap kondisi Bank

Terkait perkara penting yang dihadapi Bank selama tahun 2021, tidak ditemukan perkara yang memiliki dampak negatif yang material terhadap kondisi keuangan dan keberlangsungan usaha Bank di kemudian hari.

SANKSI ADMINISTRATIF

Sepanjang tahun 2021, tidak terdapat sanksi administratif yang memberatkan dan berdampak signifikan bagi perusahaan.

AKSES INFORMASI


Para pemangku kepentingan dapat dengan mudah dan nyaman mengakses berbagai informasi terkait Bank, seperti informasi kinerja perusahaan, aksi korporasi, informasi produk dan promosi, pelayanan nasabah, dan sebagainya melalui www.ocbcnisp.com. Selain itu, Bank juga menyediakan saluran komunikasi langsung melalui:

 **Tanya OCBC NISP**
Dalam Negeri 1500-999
Luar Negeri +62 21 2650 6300


 **Whatsapp Tanya OCBC NISP**
+62 812 1500 999

 **Email Tanya OCBC NISP**
tanya@ocbcnisp.com

 **Kunjungi cabang atau ATM OCBC NISP terdekat**

 Bank OCBC NISP

 @ocbc_nisp

 Pemegang saham dan Investor
Shareholder and Investor
ir@ocbcnisp.com

Regulator | Regulators
corporate.secretariat@ocbcnisp.com

 @bankocbcnisp
[@tanyaocbcnisp](https://www.tanyaocbcnisp.com)

 Bank OCBC NISP

Umum | Public
brand.communication@ocbcnisp.com

Bank secara berkala meng-*update* informasi terkait Perseroan termasuk mengenai kinerja keuangan, inovasi, inisiatif, produk serta layanan perbankan melalui berbagai program media relasi.

The Bank regularly updates its organizational information, including; financial performance, innovations, initiatives, products, and its services through series of media relation program.

 **46** berita pers didistribusikan
distribution of press releases

 **20** kegiatan media dilakukan
media activities

 **4,615** artikel positif di media cetak, online, dan TV | positive articles in print media, online and TV

KODE ETIK

Bank memiliki Kode Etik sebagai aturan dasar yang diberlakukan dan harus dipenuhi oleh seluruh karyawan, Direksi, dan Dewan Komisaris.

CODE OF CONDUCT

The Bank has a Code of Conduct in place as the basic rules and shall be adhered by all employees, Board of Directors, and Board of Commissioners.

Pokok-pokok Kode Etik:

1. Mematuhi peraturan dan perundangan.
2. Menghindari benturan kepentingan.
3. Menjaga kerahasiaan data dan informasi nasabah dan Bank.
4. Melakukan pencatatan dan pelaporan dengan benar.
5. Menolak pencucian uang dan pembiayaan terorisme.
6. Melarang “*Insider Trading*”.
7. Menjaga aset dan reputasi Perusahaan.
8. Tidak berafiliasi dengan partai politik.
9. Menciptakan lingkungan kerja yang sehat.
10. Berkomitmen terhadap tanggung jawab sosial dan lingkungan.

Penyebarluasan/Sosialisasi Kode Etik dan Upaya Penegakannya [102-17]

Bank mensosialisasikan Kode Etik secara berkala melalui *e-learning* wajib. Setiap karyawan wajib mematuhi Kode Etik Bank. Pokok-pokok Kode Etik dapat diakses melalui situs internal Bank.

Upaya penegakan Kode Etik di Bank dilakukan dengan mengintegrasikan Kode Etik ke dalam Perjanjian Kerja Bersama (PKB) dan menetapkan mekanisme pemberian sanksi terhadap pelanggaran Kode Etik ke dalam Kebijakan Pemberian Sanksi [102-41]

Sanksi Untuk Pelanggaran

Atas pelanggaran Kode Etik, Bank dapat memberikan sanksi minimal Surat Peringatan Kedua dengan memperhatikan kesalahan yang terjadi serta dampak yang timbul. Sanksi bagi pelaku pelanggaran Kode Etik serta pihak yang ikut bertanggung jawab akan diputuskan oleh *Disciplinary Council* atau *Human Capital Council*.

Jumlah Pelanggaran Kode Etik dan Sanksi yang Diberikan

Pada tahun 2021, Bank mencatat 28 (dua puluh delapan) kasus pelanggaran Kode Etik. Semua pelanggaran telah ditindaklanjuti sesuai dengan mekanisme yang berlaku.

PEMBELIAN KEMBALI SAHAM DAN/ATAU OBLIGASI BANK

Pada tahun 2021, Bank tidak melakukan transaksi Pembelian kembali Obligasi, namun melakukan Pembelian Kembali Saham.

Kebijakan dalam Melakukan Pembelian Kembali Saham Pada Tahun 2021

Sesuai dengan keputusan RUPST tanggal 6 April 2021, Bank telah melakukan pembelian kembali saham pada tanggal 8 Juli 2021 dengan harga rata-rata per saham Rp775, dengan jumlah 436.000 saham dari total saham yang diterbitkan dan disetor penuh, dalam rangka pemberian remunerasi yang bersifat variabel kepada manajemen dan karyawan untuk memenuhi POJK No.45/POJK.03/2015 dan telah melaporkan kepada OJK dengan surat No.005/CPDD-CDU/MG/BB/VII/2021 tertanggal 12 Juli 2021.

Tidak terdapat perubahan laba per saham sehubungan dengan pelaksanaan pembelian kembali saham pada tahun 2021.

Code of Conduct Principles:

1. Comply with the laws and regulations.
2. Avoid conflicts of interests.
3. Protect customers and Bank data confidentially.
4. Record and report correctly.
5. Against of money-laundering and terrorism-financing.
6. Prohibition of Insider Trading.
7. Protect the Bank’s assets and reputation.
8. No affiliations with political parties.
9. Develop healthy work environment.
10. Commit to social and environmental responsibility.

Code of Conduct Dissemination and Enforcement Efforts [102-17]

The Bank regularly informs the Code of Conduct through mandatory e-learning. Each employee shall comply with the Bank’s Code of Conduct. The Code of Conduct is also accessible through the Bank’s internal website.

The Code of Conduct enforcement is done by integrating it into a Collective Labor Agreement (CLA) and establishing violations sanction mechanisms into the Sanctions Policy. [102-41]

Sanctions for Violations

For any Code of Conduct violation, the Bank may impose minimum sanctions of a Second Warning Letter by taking into account the fault that occurred and its impacts. Sanctions for the Code of Conduct violators and those who are responsible will be stipulated by the Disciplinary Council or Human Capital Council.

Number of Code of Conduct Violations and Sanctions

The Bank recorded 28 (twenty eight) cases of Code of Conduct violations in 2021. All violations have been followed up in accordance with the applicable mechanism.

SHARES BUYBACK AND/OR BONDS BUYBACK

The Bank did not conduct any Bonds Buyback in 2021 however exercised a Shares Buyback transaction.

Shares Buyback Policy In 2021

Pursuant to the AGMS resolution dated April 6, 2021, the shares buyback was conducted on July 8, 2021 with average price per share buyback of Rp775, amounted to 436,000 shares of the total issued and fully paid shares. The shares buyback was intended to provide variable remuneration to management and employees to fulfill POJK No.45/POJK.03/2015. The Bank has reported the shares buyback to OJK through letter No.005/CPDD-CDU/MG/BB/VII/2021 dated July 12, 2021.

There was no change in earning per share in relation to the shares buyback in 2021.

PEMBERIAN DANA UNTUK KEGIATAN SOSIAL DAN/ATAU KEGIATAN POLITIK SELAMA PERIODE PELAPORAN

Bank tidak pernah terlibat dalam kegiatan politik dan tidak memberikan bantuan untuk kegiatan politik. Sejalan dengan visi dan misinya, Bank konsisten memberikan kontribusi optimal pada kegiatan sosial dalam penerapan tanggung jawab sosial perusahaan.

Pada tahun 2021, Bank mengalokasikan dana kegiatan Tanggung Jawab Sosial (CSR) sejumlah Rp2,9 miliar yang dilaksanakan dalam tiga pilar, yakni:

1. Edukasi
2. Kesehatan dan Lingkungan
3. Humanitarian

Informasi kegiatan CSR Bank disajikan pada Laporan Keberlanjutan 2021 - Pilar 5 - Keterlibatan Komunitas halaman 199.

PENYEDIAAN DANA KEPADA PIHAK TERKAIT DAN PENYEDIAAN DANA BESAR

Selama tahun 2021, Penyediaan Dana Kepada Pihak Terkait dan Penyediaan Dana Besar, telah dilaksanakan Bank sesuai dengan ketentuan dan perundang-undangan yang berlaku, dan tidak terdapat pelampauan dan/atau pelanggaran atas penyediaan dana, baik kepada pihak tidak terkait maupun pihak terkait.

Penyediaan Dana Provision of Funds	Debitur Debtors	Jumlah Total	
		Nominal (dalam Rp Juta)	Nominal (in Rp Million)
Kepada Pihak Terkait To Related Parties	196		2,563,259
Kepada Debitur Inti			
a. Individu	2		6,806,163
b. Grup	23		72,827,782

RENCANA STRATEGIS

Untuk memastikan pertumbuhan bisnis yang sehat dan berkelanjutan, Bank telah menetapkan strategi jangka pendek, menengah, dan panjang. Untuk setiap strategi, Bank berkomitmen mengutamakan kualitas portofolio kredit, prinsip kehati-hatian, dan penerapan tata kelola perusahaan yang baik. Bank juga akan terus menjaga mutu layanan, antara lain dengan mempercepat digitalisasi, dan melanjutkan pembiayaan yang bertanggung jawab sebagian bagian dari dukungan Bank terhadap pencapaian Tujuan Pembangunan Berkelanjutan (SDGs).

Rencana Jangka Pendek

Untuk jangka pendek, Bank telah merumuskan strategi yang menasar pada bidang-bidang berikut:

1. Penguatan model bisnis, meliputi penyempurnaan layanan di segmen *Retail Banking*, pengembangan layanan *wealth management*, digitalisasi, perluasan nasabah.

FUNDING FOR SOCIAL AND/OR POLITICAL ACTIVITIES DURING REPORTING PERIOD

The Bank has never been involved in political activities nor provided assistance for political activities. In line with its vision and mission, the Bank continuously provide optimal contributions to social activities as part of its corporate social responsibility.

In 2021, the Bank allocated funds of Rp2.9 billion for Social Responsibility activities, implemented in three pillars, as follows:

1. Education
2. Health and Environment
3. Humanitarian

Bank's CSR information can be accessed in Sustainability Report 2021 - Pillar 5 - Engaging with Communities page 199.

PROVISION OF FUNDS TO RELATED PARTY AND LARGE EXPOSURE

In 2021, provision of funds to related party and large exposures were implemented according to the applicable laws and regulations, and there were no exceeds and/or violations of the lending, both to non-related party and related party.

STRATEGIC PLAN

To ensure robust and sustainable business growth, the Bank has identified short, medium and long term strategies. In each strategy, the Bank is committed to prioritize the quality of its credit portfolio, being prudent, and to implementing good corporate governance. The Bank will also continue to maintain the quality of services, among others by accelerating digitization, and continue to exercise responsible financing as part of the Bank's support to the attainment of the Sustainable Development Goals (SDGs).

Short-Term Plan

In the short term, the Bank's strategies are as follows:

1. Strengthening business models, including improvement of services in the Retail Banking segment, development of wealth management services, digitization, customer expansion.

2. Transformasi pelayanan, mencakup keseluruhan perjalanan nasabah eksternal dan internal.
3. Penguatan sinergi dengan seluruh bagian Grup OCBC.
4. Peningkatan pengelolaan risiko melalui penerapan tiga lini pertahanan.
5. Penguatan *brand* Bank OCBC NISP

Rencana Jangka Menengah dan Panjang

Untuk jangka menengah dan panjang, Bank akan berfokus pada peningkatan penyaluran kredit, penghimpunan dana dengan fokus pada produk berbiaya rendah, kontribusi pendapatan nonbunga melalui pembuatan paket produk dan penjualan silang, dan peningkatan efisiensi dan produktivitas, termasuk dalam hal biaya operasional, digitalisasi, dan produktivitas jaringan kantor serta ATM.

TRANSPARANSI KONDISI KEUANGAN DAN NON KEUANGAN BANK YANG BELUM DIUNGKAP DALAM LAPORAN LAIN

Informasi kondisi keuangan Bank dituangkan secara jelas dan transparan dalam beberapa laporan, sebagai berikut:

Transparansi Kondisi Keuangan

1. Laporan Tahunan, antara lain mencakup:
 - a. Ikhtisar Data Keuangan Penting, Laporan Dewan Komisaris, Laporan Direksi, Profil Perusahaan, Tinjauan Bisnis, Tinjauan Pendukung Bisnis, Tinjauan Keuangan, Tata Kelola Perusahaan, Manajemen Risiko, dan Laporan Keberlanjutan.
 - b. Laporan Keuangan Tahunan yang telah diaudit oleh Akuntan Publik dan Kantor Akuntan Publik yang terdaftar di OJK.
 - c. Pernyataan Pertanggungjawaban Dewan Komisaris dan Direksi atas kebenaran isi Laporan Tahunan yang ditandatangani oleh seluruh anggota Dewan Komisaris dan anggota Direksi.
2. Laporan Keuangan Publikasi Triwulanan Bank secara rutin mengumumkan pada situs Bank www.ocbcnisp.com serta melakukan publikasi pada surat kabar berbahasa Indonesia yang mempunyai peredaran luas untuk periode Triwulan II dan Triwulan IV.
3. Laporan Keuangan Publikasi Bulanan Bank memublikasikan Laporan Keuangan Publikasi Bulanan di situs Bank www.ocbcnisp.com sesuai dengan ketentuan OJK.

Transparansi Kondisi Non-Keuangan

Bank memberikan informasi mengenai produk secara jelas, akurat dan terkini. Informasi tersebut dapat diperoleh secara mudah oleh Nasabah, antara lain dalam bentuk brosur yang tersedia di setiap Kantor Bank dan/atau informasi elektronik melalui *Contact Center* Bank atau situs web Bank www.ocbcnisp.com.

2. Service transformation, covering the entire journey of external and internal customers.
3. Strengthening synergies with the OCBC Group.
4. Increased risk management through the implementation of three lines of defense.
5. Promoting the OCBC NISP brand.

Medium and Long-Term Plan

In the medium and long term, the Bank will focus on increasing credit distribution, raising funds with a focus on low-cost products, contribution of non-interest income through product bundling generation and cross-selling, and improvements in efficiency and productivity, including in terms of operational costs, digitization, and productivity of office networks and ATMs

TRANSPARENCY OF THE BANK'S FINANCIAL AND NON FINANCIAL CONDITIONS

The Bank's financial condition has been clearly and transparently communicated in several reports, as follows:

Financial Condition Transparency

1. Annual Report, which includes:
 - b. Financial Highlights, Board of Commissioners' Report, Board of Directors' Report, Company Profile, Business Review, Business Function Review, Financial Review, Corporate Governance, Risk Management, and Sustainability Report.
 - c. Audited Annual Financial Statements by Public Accountant and Public Accountant Firm registered at OJK.
 - d. The Board of Commissioners' and Board of Directors' Statements on the accuracy of the Annual Report's contents, signed by all members of the Board of Commissioners and Board of Directors.
2. Quarterly Financial Statements
The Bank routinely announces on www.ocbcnisp.com and publishes in the nation-wide Indonesian newspapers for second and fourth quarter.
3. Monthly Financial Statements
The Bank publishes the Monthly Financial Statements on the Bank's website www.ocbcnisp.com in compliance with the OJK's rules.

Non-Financial Condition Transparency

The Bank provides clear, accurate and updated product information. Such information is accessible by the Customers, among others brochures that are available in every Branch Office, and/or electronic information through the Bank's Contact Center or website www.ocbcnisp.com.

Untuk keluhan dan/atau saran, Bank menyediakan saluran komunikasi seperti *Contact Center* Bank, menu *Hubungi Kami* pada situs *web* Bank, dan @tanyaocbcnisp (akun twitter). Bagi pemangku kepentingan lainnya, seperti pemegang saham dan regulator, situs *web* Bank menyajikan informasi kondisi non-keuangan lainnya seperti Laporan Implementasi Tata Kelola Bank, Struktur Pemegang Saham, Kegiatan Perusahaan melalui Siaran Pers, Penerimaan Penghargaan, dan lain-lain.

Tata Kelola Bank pada Masa Pandemi COVID-19

Dengan mengedepankan kesehatan dan keselamatan seluruh pihak dari ancaman pandemi COVID-19, Bank terus memberikan layanan perbankan yang prima agar masyarakat dapat melaju jauh memenuhi kebutuhan perbankannya dengan baik.

Bank menjalankan seluruh kegiatan dan transformasi dengan tetap berpedoman pada prinsip kehati-hatian, dan melakukan penyesuaian pada:

- 1) Operasional
 - Mengaplikasikan kebijakan bekerja dari rumah (WFH), pembagian operasional, jam kerja fleksibel, dan berbagai inisiatif lainnya.
 - Menerapkan protokol kesehatan yang ketat pada operasional kantor cabang.
 - Menyediakan *hand sanitizer*, sarung tangan, masker wajah serta multivitamin untuk menjamin kesehatannya bagi karyawan yang harus bekerja di kantor.
 - Bermitra dengan salah satu penyedia layanan kesehatan daring bagi karyawan melalui aplikasi, sehingga tidak perlu ke rumah sakit jika tidak mendesak.
- 2) Layanan
 - Memberikan layanan prima untuk nasabah melalui *ONe Mobile* dan *Velocity@ocbcnisp*.
 - Bank juga menyediakan aplikasi *Customer Relationship Management* untuk *Relationship Manager* yang bekerja dari rumah agar dapat mendukung pelanggan secara efektif.
- 3) Dukungan pencapaian Imunitas Kelompok
 - Untuk mendukung Pemerintah dalam mencapai imunitas kelompok, Bank secara mandiri menyelenggarakan program vaksinasi massal terhadap seluruh karyawan dan secara aktif turut serta dalam program vaksinasi yang diselenggarakan oleh OJK agar dapat mencapai imunitas kelompok di ekosistem kerja Bank.

KEBIJAKAN ANTI KORUPSI

Bank telah memiliki *Kebijakan Anti Penyuapan dan Korupsi* yang disusun sebagai komitmen dalam menciptakan sistem manajemen anti penyuapan. Kebijakan ini wajib dipatuhi oleh seluruh pihak internal maupun eksternal yang bekerjasama dengan Bank dalam melakukan pencegahan terhadap tindakan penyuapan dan korupsi.

Kebijakan telah disosialisasikan kepada karyawan dan akan dilakukan pelatihan anti korupsi kepada karyawan pada tahun 2022.

For complaints and/or recommendations, the Bank provides communication channels, such as *Contact Center*, online *Contact Us* menu at the Bank's website, and through @tanyaocbcnisp (twitter account). For other stakeholders such as shareholders and regulators, the Bank's website presents other non-financial information such as *GCC Implementation Report*, *Shareholders Structure*, *Corporate Actions* through *Press Releases*, *Awards*, and others.

Governance During the COVID-19 Pandemic

The Bank continues to prioritize the safety and health of all stakeholders from the COVID-19 pandemic. The Bank strives to provide excellent banking services hence advancing the community in carrying out good banking needs.

The Bank carries out activities and transformation with prudential principles by adjusting the following:

- 1) Operasional
 - Applying work from home policy (WFH), split operations, flexible working hours and other initiatives.
 - Applying strict hygiene protocols at branch offices operations.
 - For those who work at the office, the Bank provides hand sanitizer, gloves, face mask as well as multi-vitamin to ensure their health.
 - Partnering with one of online health providers for health consultation via apps for employees, hence to prevent going to hospital if not urgent.
- 2) Service
 - Providing excellent services customers via *ONe Mobile* and *Velocity@ocbcnisp*.
 - The Bank also equipped the *Relationship Manager* who works from home with comprehensive *Customer Relationship Management* application to effectively support customers.
- 3) Supports for Herd Immunity
 - To support the Government on herd immunity program, the Bank has organized mass vaccination for all employees and actively participates in vaccination program held by OJK in order to develop herd immunity within the Bank's ecosystem.

ANTI CORRUPTION POLICY

The Bank has in place *Anti-Bribery and Corruption Policy* which was formulated as the commitment to create an anti-bribery management system. The policy should be adhered by both, internal and external parties who cooperate with the Bank in preventing acts of bribery and corruption.

The policy has been socialized and anti-corruption training will be conducted for employees in 2022.

KEBIJAKAN GRATIFIKASI

Kebijakan terkait gratifikasi antara lain mengatur tentang:

1. Larangan bagi anggota Dewan Komisaris, Direksi, Dewan Pengawas Syariah, dan Komite di bawah Dewan Komisaris, dan Karyawan dan/atau keluarga inti-nya meminta dan/atau menerima hadiah dari pihak eksternal, baik secara langsung maupun tidak langsung dalam hubungannya dengan pekerjaan.
2. Kewajiban menolak dan mengembalikan hadiah dari pihak eksternal dengan santun
3. Kewajiban melaporkan secara terbuka setiap penerimaan hadiah dari pihak eksternal yang tidak dapat ditolak atau dihindari kepada Perusahaan dan pengelolaan hadiah yang terpaksa diterima.
4. Ketentuan pemberian hadiah kepada pihak ekstern.

SISTEM WHISTLEBLOWING

Bank memiliki program *whistleblowing* bagi karyawan dan/atau pihak ekstern untuk melaporkan tindakan penyalahgunaan wewenang, fraud, atau pelanggaran kode etik perusahaan yang dilakukan oleh karyawan dari tingkat paling bawah sampai dengan tingkat yang paling tinggi.

Penyampaian Laporan Pelanggaran

Laporan dapat disampaikan secara lisan atau tertulis melalui:

1. E-mail whistleblowing@ocbcnisp.com
Ditujukan ke Kepala Divisi Audit Internal, Kepala Divisi *Operational Risk Management*, Kepala Divisi *Human Capital Services*, Tim Penanganan Fraud (TPF), atau email dapat ditujukan kepada Presiden Direktur atau Presiden Komisaris jika merasa kurang nyaman untuk melaporkan kepada pejabat yang sudah ditunjuk.
2. Website <https://whistleblowing.ocbcnisp.com>

Program Perlindungan Pelapor

Human Capital Services Division Head telah menugaskan *Whistleblowing Protection Officer* untuk memberikan perlindungan kepada pelapor.

Penanganan Pengaduan

- Investigasi
Semua laporan pengaduan akan diinvestigasi oleh unit kerja independen, yaitu Tim Penanganan *Fraud* (TPF).
- Pelaporan
Laporan statistik *whistleblowing* dipresentasikan kepada *Fraud Council*, Komite Manajemen Risiko, Komite Pemantau Risiko dan Komite Etika dan Perilaku. Laporan *whistleblowing* yang berdampak signifikan akan dilaporkan kepada Presiden Direktur.
- Sanksi
Bank memberikan sanksi yang tegas kepada karyawan yang bersalah. Keputusan sanksi diputuskan oleh *Disciplinary Council*.

Pihak yang Mengelola Pengaduan

Pihak yang menangani tindak lanjut dari pelaporan:

GRATITUDE POLICY

The gratitude policy stipulates the following:

1. Prohibition for the members of the Board of Commissioners, Board of Directors, Sharia Supervisory Board, and Committee of the Board of Commissioners, Employees and/or their family dependents on asking for or receiving gifts from any external parties, both directly or indirectly related with their duties.
2. Obligation to politely refuse and return the gifts from external parties.
3. Obligation to transparently declare to the Company every gifts from external parties that are unable to be refused or prevented and managing gifts that are forceably received.
4. Stipulation of gifts-giving to external parties.

WHISTLEBLOWING SYSTEM

The Bank has in place the whistleblowing program for employees and/or external parties to report acts of abuse of authority, fraud, or violations of the company's code of ethics, carried out by employees from the lowest to the highest levels.

Whistleblowing Report Submission

The reports can be submitted verbally or in writing through the following channel:

1. E-mail whistleblowing@ocbcnisp.com
Addressed to the Internal Audit Division Head, Operational Risk Management Division Head, Human Capital Services Division Head, Fraud Handling Team (TPF), or e-mail can be addressed to the President Director or President Commissioner if uncomfortable reporting to the appointed officials.
2. Website <https://whistleblowing.ocbcnisp.com>

Whistleblowing Protection Program

The Human Capital Services Division Head has appointed a Whistleblowing Protection Officer to provide protection to the whistleblowers.

Whistleblowing Handling

- Investigation
All complaints received will be investigated by an independent unit, namely the Fraud Handling Team.
- Reporting
The whistleblowing statistical report is presented to the Fraud Council, the Board Risk Committee, the Risk Monitoring Committee, and the Ethics and Conduct Committee. Whistleblowing reports that have significant impact will also be reported to the President Director.
- Sanctions
The Bank imposes strict sanctions on guilty employees. Sanction decisions are made by the Disciplinary Council.

Whistleblowing Management

The following are parties that handle the follow-up of whistleblowing:

1. Tim Penanganan *Fraud*: investigasi seluruh laporan pengaduan.
2. *Human Capital Services Division Head*: memberikan perlindungan kepada pelapor.
3. *Disciplinary Council* memutuskan sanksi kepada pelaku yang bersalah.
4. *Operational Risk Management*: mengadministrasikan laporan hasil investigasi dan berkoordinasi dengan unit kerja terkait untuk menyiapkan perbaikan dan mitigasi.

1. Fraud Handling Team: investigating all complaint reports.
2. Human Capital Services Division Head: providing protection to whistleblowers.
3. The Disciplinary Council to impose sanctions on guilty offenders.
4. Operational Risk Management: administering the investigation report and coordinating with relevant unit in preparing improvements and mitigation efforts.

Jumlah Pengaduan yang Masuk

Sepanjang tahun 2021 telah diterima 3 laporan *whistleblowing* atas tindakan yang terindikasi *Fraud*, sebagaimana pada tabel di bawah.

Whistleblowing Report Records

A total of 3 whistleblowing reports were received in 2021, resulted from the indication of *Fraud*, as stated below.

Laporan Whistleblowing Whistleblowing Report (WB)	2021
Jumlah laporan WB yang diterima Number of WB reports received	3
Jumlah laporan WB yang sudah selesai dilakukan investigasi Number of WB reports investigated	2
Jumlah laporan WB yang masih dalam proses investigasi Number of WB reports still under investigation	1
Jumlah laporan WB yang termasuk pelanggaran Number of WB reports including violations	2

Sanksi/Tindak Lanjut atas Pengaduan yang telah Selesai di Proses di tahun 2021

Dari 2 laporan pengaduan yang telah selesai diinvestigasi, terdapat 1 laporan pengaduan yang melibatkan oknum karyawan dan telah diberikan sanksi sesuai dengan keterlibatan masing-masing.

Resolved Whistleblowing Sanctions/Follow Up in 2021

Of 2 whistleblowing reports that have been investigated, a total of 1 reports were involvement of employees and have been given sanctions in accordance with their respective involvement.

KECURANGAN INTERNAL

Kecurangan internal yang dilakukan oleh siapapun dalam seluruh jajaran organisasi Bank merupakan tindakan penyimpangan atau pembiaran yang sengaja dilakukan untuk mengelabui, menipu, atau memanipulasi Bank, nasabah, atau pihak lain yang terjadi di lingkungan Bank dan/atau menggunakan sarana Bank sehingga mengakibatkan Bank, nasabah, dan pihak lain menderita kerugian dan/atau pelaku *fraud* memperoleh keuntungan baik secara langsung maupun tidak langsung.

INTERNAL FRAUD

Internal fraud carried out by anyone in all levels of the Bank's organization is an offense or omission deliberately done to defraud or manipulate the Bank, customers or other parties, which occur within the Bank's environment and/or by using the Bank's facilities that may cause potential losses and/or the fraud offenders to gain benefits either directly or indirectly.

Bank menerapkan strategi *anti-fraud* yang terdiri dari empat pilar utama, yaitu:

The Bank implements four main pillar of anti-fraud strategy, as follows:

1. Pencegahan
Tindakan pencegahan untuk meminimalkan peluang terjadinya *fraud* antara lain melalui:
 - a. Sosialisasi Kesadaran *Anti-Fraud* secara berkesinambungan
 - b. Identifikasi kerawanan
 - c. Kebijakan mengenal karyawan
2. Deteksi
Deteksi untuk meminimalkan dampak atas kejadian *fraud* secara dini, antara lain:
 - a. Pemeriksaan dadakan yang dilakukan oleh SKAI atau unit kerja monitoring/ *Quality Assurance*
 - b. Sistem pengawasan
 - c. Kebijakan dan prosedur *whistleblowing*
3. Investigasi, Pelaporan dan Sanksi
Investigasi, Pelaporan dan Sanksi, melalui:
 - a. Investigasi kejadian *fraud* dilakukan oleh Tim Penanganan *Fraud*.

1. Prevention
Preventive actions for minimizing the chance of fraud, including:
 - a. Anti Fraud awareness.
 - b. Identification of exposures.
 - c. Know your employee policy.
2. Detection
Detection is conducted to minimize the impact of possible fraud as early as possible, including:
 - a. Surprise check by the Internal Audit Division or monitoring/Quality Assurance unit.
 - b. Surveillance system.
 - c. Whistleblowing policy and procedure.
3. Investigation, Reporting and Sanctions
Investigation, Reporting and Sanctions are carried out through:
 - a. Fraud investigations conducted by Fraud Handling Team.

- b. Pelaporan kejadian *fraud* kepada *Fraud Council*, Komite Manajemen Risiko dan Komite Pemantau Risiko (dengan Dewan Komisaris sebagai anggota).
 - c. Pelaporan kepada Regulator.
 - d. Pemberian sanksi kepada pelaku dan pihak-pihak yang terlibat.
4. Pemantauan, Evaluasi dan Tindak Lanjut
Pemantauan terhadap tindak lanjut penanganan *fraud* dan perkembangan hasil perbaikan, dimonitor oleh *Fraud Council* dan SKAI.

- b. Fraud reporting to Fraud Council, Board Risk Committee and Risk Monitoring Committee (with Board of Commissioners as members).
 - c. Reporting to Regulators.
 - d. Imposing sanctions on the offenders or the involved parties.
4. Monitoring, Evaluation and Follow-Up
Monitoring follow-up of fraud handling and improvement progress is done by the Fraud Council and Internal Audit Division.

Pada tahun 2021, dari pelaporan yang sudah selesai diinvestigasi tidak terdapat kejadian kecurangan intern yang dilakukan oleh karyawan dengan eksposur kerugian lebih dari Rp100 juta.

In 2021, from investigated whistleblowing report, there is no internal fraud by employees with losses exposure of more than Rp100 million.

INFORMASI LAIN YANG TERKAIT DENGAN TATA KELOLA BANK

Dalam menjalankan aktivitasnya, tidak terdapat intervensi pemilik, perselisihan intern atau permasalahan yang timbul sebagai dampak kebijakan remunerasi pada Bank.

OTHER INFORMATION RELATING TO THE BANK'S GOVERNANCE

In carrying out its activities, there is no owner intervention, internal disputes or problems that arise as a result of the Bank's remuneration policy.

PENERAPAN PEDOMAN TATA KELOLA PERUSAHAAN TERBUKA

Untuk penerapan Pedoman Tata Kelola Perusahaan Terbuka, Bank telah melakukan berbagai aktivitas sesuai tabel di bawah ini:

GCG GUIDELINES IMPLEMENTATION FOR PUBLIC COMPANIES

On the GCG Guidelines implementation for public companies, the Bank has carried out activities as described below:

No.	Rekomendasi Recommendation	Keterangan Description
Aspek 1. Hubungan Perusahaan Terbuka dengan Pemegang Saham dalam Menjamin Hak-Hak Pemegang Saham Aspect 1. Relationship between Public Company and Shareholders in Ensuring the Rights of the Shareholders		
Prinsip 1. Meningkatkan Nilai Penyelenggaraan Rapat Umum Pemegang Saham (RUPS) Principle 1. Improving the Value of GMS Convention		
1.1.	Perusahaan Terbuka memiliki cara atau prosedur teknis pengumpulan suara (<i>voting</i>) baik secara terbuka maupun tertutup yang mengedepankan independensi dan kepentingan pemegang saham. Public Company has voting procedures either publicly or confidentially, which promotes independency and shareholder interest	Terpenuhi. Bank memiliki prosedur pengambilan suara secara terbuka dengan mengangkat tangan sesuai instruksi pilihan yang ditawarkan oleh pimpinan RUPS dengan mengedepankan independensi dan kepentingan pemegang saham dan dituangkan dalam Tata Tertib RUPS. Complied. The Bank has an open voting system conducted through the raising of hands following the selected options being offered by the GMS Chairman that prioritizes the shareholders' independence and interests as stated in the GMS Rules.
1.2.	Seluruh anggota Direksi dan anggota Dewan Komisaris Perusahaan Terbuka hadir dalam RUPS Tahunan. All Board of Directors and Board of Commissioners members attended the Annual General Meeting of Shareholders.	Tidak seluruh anggota Direksi dan anggota Dewan Komisaris Bank hadir dalam RUPST 2021 karena keterbatasan dalam pandemi COVID-19. Yang hadir dalam RUPST: 8 (delapan) dari 10 (sepuluh) anggota Direksi dan 4 (empat) dari 8 (delapan) anggota Dewan Komisaris. Not all Board of Directors and Board of Commissioners members attended the AGMS 2021 due to limitation in COVID-19 pandemic. Those attending the AGM: 8 (eight) out of 10 (ten) of the Board of Directors and 4 (four) of the total 8 (eight) members of the Board of Commissioners.

No.	Rekomendasi Recommendation	Keterangan Description
1.3	Ringkasan risalah RUPS tersedia dalam Situs Web Perusahaan Terbuka paling sedikit selama 1 (satu) tahun. The GMS Summary is available on the company's website for at least 1 (one) year.	Terpenuhi. Ringkasan Risalah RUPS selama 5 (lima) tahun terakhir tersedia pada situs web www.ocbcnisp.com . Complied. Summaries of GMS for the past 5 (five) years are available on the website at www.ocbcnisp.com
Prinsip 2: Meningkatkan Kualitas Komunikasi Perusahaan Terbuka dengan Pemegang Saham atau Investor. Principle 2: Improving the quality of Public Companies Communication with Shareholders or Investors		
2.1	Perusahaan Terbuka memiliki suatu kebijakan komunikasi dengan pemegang saham atau investor. Public Company has a communication policy with shareholders or investors.	Terpenuhi. Bank memiliki Kebijakan mengenai Pemberian Informasi dan Laporan Kinerja kepada Investor dan Analis. Komunikasi dengan pemegang saham dan investor dilaksanakan melalui pelaksanaan RUPS, Paparan Publik, Pertemuan dengan Analis, dan distribusi kinerja keuangan secara reguler. Complied. The Bank has a Policy on Information Disclosure and Performance Reports for the Investors and Analysts. Communication with shareholders and investors is conducted through the GMS, Public Expose, Analyst Meetings, and distribution of financial performance on a regular basis.
2.2	Perusahaan Terbuka mengungkapkan kebijakan komunikasi Perusahaan Terbuka dengan pemegang saham atau investor dalam situs <i>Web</i> . Company discloses its communication policy with shareholders or investors on website.	Terpenuhi. Kebijakan Pemberian Informasi dan Laporan Kinerja kepada Investor tersedia di situs web www.ocbcnisp.com Complied. The Policy on Information Disclosure and Performance Reports for the Investors is available at the website www.ocbcnisp.com .
Aspek 2: Fungsi dan Peran Dewan Komisaris Aspect 2: Board of Commissioners Functions and Roles		
Prinsip 3: Memperkuat Keanggotaan dan Komposisi Dewan Komisaris Principle 3: Strengthening the Board of Commissioners Membership and Composition		
3.1	Penentuan jumlah anggota Dewan Komisaris mempertimbangkan kondisi Perusahaan Terbuka. Determining the Board of Commissioners membership composition by considering various skills, knowledge, and experiences.	Terpenuhi. Dengan mempertimbangkan kebutuhan, kondisi, dan kemampuan, Bank memiliki delapan orang anggota Dewan Komisaris. Complied. Considering the need, condition, and capability, the Bank has 8 members of the Board of Commissioners.
Prinsip 4: Meningkatkan Kualitas Pelaksanaan Tugas dan Tanggung Jawab Principle 4: Improving the Quality of the Board of Commissioners Duties and Responsibilities		
4.1	Dewan Komisaris mempunyai kebijakan penilaian sendiri (<i>Self-Assessment</i>) untuk menilai kinerja Dewan Komisaris. The Board of Commissioners has a self-assessment policy for its performance.	Terpenuhi. Dewan Komisaris memiliki kebijakan penilaian sendiri untuk menilai kinerja Dewan Komisaris. Complied. The Board of Commissioners has a self-assessment policy for its performance.
4.2.	Kebijakan penilaian sendiri (<i>Self-Assessment</i>) untuk menilai kinerja Dewan Komisaris, diungkapkan melalui Laporan Tahunan Perusahaan Terbuka. The self-assessment policy to assess the Board of Commissioners, is disclosed to the Annual Report of the public company.	Terpenuhi. Kebijakan <i>Self-Assessment</i> terdapat pada halaman 101 Laporan Tahunan bagian Tata Kelola Perusahaan. Complied. The self-assessment policy is disclosed on page 101 Annual Report part Good Corporate Governance.

No.	Rekomendasi Recommendation	Keterangan Description
4.3	Dewan Komisaris mempunyai kebijakan terkait dengan pengunduran diri anggota Dewan Komisaris apabila terlibat dalam kejahatan keuangan.	Terpenuhi. Tercakup dalam Pedoman dan Tata Tertib Kerja Dewan Komisaris.
	The Board of Commissioners has a policy with respect to the resignation of Board of Commissioners member if such member involved in financial crime.	Complied. Covered in the Board of Commissioners Charter.
4.4.	Dewan Komisaris atau Komite yang menjalankan fungsi Nominasi dan Remunerasi menyusun kebijakan suksesi dalam proses nominasi anggota Direksi.	Terpenuhi. Komite Remunerasi dan Nominasi memiliki Kebijakan Nominasi yang mencakup kebijakan suksesi dalam proses nominasi anggota Direksi.
	The Board of Commissioners or Committee that carries out the Nomination and Remuneration function develops succession policies for the Board of Directors members' nomination.	Complied. The Remuneration and Nomination Committee has the Nomination Policy that includes the succession policy for the nomination process of member of the Board of Directors.
Aspek 3: Fungsi dan Peran Direksi Aspect 3: Board of Directors Functions and Roles		
Prinsip 5: Memperkuat Keanggotaan dan Komposisi Direksi		
Principle 5: Strengthening the Board of Directors Membership and Composition		
5.1.	Penentuan jumlah anggota Direksi mempertimbangkan kondisi Perusahaan Terbuka serta efektivitas dalam pengambilan keputusan.	Terpenuhi. Bank memiliki 10 (sepuluh) anggota Direksi sesuai dengan kebutuhan dan kompleksitas Bank.
	Determining the number of Board of Directors members considering the company's condition and effectiveness in decision making.	Complied. The Bank has 10 (ten) Board of Directors members which suit the needs and complexity of the Bank.
5.2	Penentuan komposisi anggota Direksi memerhatikan, keberagaman keahlian, pengetahuan, dan pengalaman yang dibutuhkan.	Terpenuhi. Bank memiliki anggota Direksi dengan berbagai keahlian, pengetahuan, dan pengalaman sebagaimana tercantum dalam Profil Direksi pada halaman 53-58.
	Determining the Board of Directors membership composition by considering various skills, knowledge, and experiences.	Complied. The Bank's Board of Directors members have the various skills, knowledge and experience as shown in the Board of Directors Profiles on page 53-58.
5.3.	Anggota Direksi yang membawahi bidang akuntansi atau keuangan memiliki keahlian dan/atau pengetahuan di bidang akuntansi.	Terpenuhi. Tertera pada Profil Direktur Keuangan pada halaman 55 pada Laporan Tahunan ini.
	The Board of Directors members who are in charge of accounting or financial have expertise and/or knowledge in accounting.	Complied. Refer to the Finance Director's Profile on page 55 in this Annual Report.
Prinsip 6: Meningkatkan Kualitas Pelaksanaan Tugas dan Tanggung Jawab Direksi		
Principle 6: Improving the Quality of the Board of Directors Duties and Responsibilities		
6.1	Direksi mempunyai kebijakan penilaian sendiri untuk menilai kinerja Direksi.	Terpenuhi, sebagaimana tercantum pada Laporan Tahunan halaman 121-122.
	The Board of Directors has a self-assessment policy to assess its Board of Directors performance	Complied, as stated on Annual Report page 121-122.

No.	Rekomendasi Recommendation	Keterangan Description
6.2	Kebijakan penilaian sendiri untuk menilai kinerja Direksi diungkapkan melalui laporan tahunan Perusahaan Terbuka. The self-assessment policy to be disclosed in the Annual Report.	Terpenuhi. Kebijakan tersebut dapat dilihat pada halaman 121-122 pada Laporan Tahunan ini. Complied. The self-assessment policy has been disclosed in this Annual Report on page 121-122.
6.3.	Direksi mempunyai kebijakan terkait pengunduran diri anggota Direksi apabila terlibat dalam kejahatan keuangan. The Board of Directors has policies relating to the resignation of Board of Directors members if they are involved in financial crimes.	Terpenuhi, tercakup dalam Pedoman dan Tata Tertib Kerja Direksi Complied, as covered in the Board of Director's Charter.
Aspek 4: Partisipasi Pemangku Kepentingan Aspect 4: Stakeholder Participation		
Prinsip 7: Meningkatkan Aspek Tata Kelola Perusahaan melalui Partisipasi Pemangku Kepentingan Principle 7: Increasing Good Corporate Governance Aspects through Stakeholder Participation		
7.1	Perusahaan Terbuka memiliki kebijakan untuk mencegah terjadinya <i>insider trading</i> . Public Company has policies to prevent insider trading.	Terpenuhi. Bank memiliki Kode Etik yang melarang <i>insider trading</i> . Complied. The Bank has a Code of Conduct prohibiting insider trading.
7.2.	Perusahaan Terbuka memiliki kebijakan anti korupsi dan Anti-Fraud. Public Company has anti-corruption and anti-fraud policies.	Terpenuhi. Bank memiliki Kebijakan Anti Penyuapan dan Korupsi, Kebijakan Whistleblowing System, dan Kebijakan Anti-Fraud. Complied. The Bank's anti-corruption policy are in the form of Anti-Bribery and Corruption Policy, Whistleblowing System Policy, and Anti-fraud Policy.
7.3.	Perusahaan Terbuka memiliki kebijakan tentang seleksi dan peningkatan kemampuan pemasok atau vendor. Public Company has policies regarding the selection and increase in the abilities of suppliers or vendors.	Terpenuhi. Bank memiliki Kebijakan Pengadaan Barang dan Jasa yang mencakup proses seleksi vendor dengan prinsip keterbukaan dan keadilan, serta evaluasi kinerja vendor yang dapat dijadikan sarana bagi vendor untuk melakukan perbaikan. Complied. The Bank has a Procurement Policy which regulates vendor selection process with transparency and fairness principle, as well as vendor performance evaluations for their improvements.
7.4.	Perusahaan Terbuka memiliki kebijakan untuk pemenuhan hak-hak kreditur. Public Company has policies regarding the fulfillment of creditor rights.	Terpenuhi. Pemenuhan hak-hak kreditur tertuang dalam perjanjian yang disepakati oleh kedua belah pihak, dan Bank menjalankan kewajiban sebagaimana yang diperjanjikan dengan tepat waktu serta berupaya menghindari keterlambatan maupun kelalaian yang berpotensi menimbulkan kerugian kedua belah pihak. Complied. Creditors rights are outlined in the agreement between both parties, and the Bank fulfills its obligation in a timely manner and avoids delays or negligence that could potentially cause losses to both parties.
7.5.	Perusahaan Terbuka memiliki kebijakan Sistem <i>whistleblowing</i> . Public Company has whistleblowing system policies.	Terpenuhi. Bank memiliki kebijakan sistem <i>whistleblowing</i> yang dapat diakses di situs web perusahaan www.ocbcnisp.com . Complied. The Bank has a whistleblowing system policy that can be obtained on the website at www.ocbcnisp.com .

No.	Rekomendasi Recommendation	Keterangan Description
7.6.	Perusahaan Terbuka memiliki kebijakan pemberian insentif jangka panjang kepada Direksi dan karyawan.	Terpenuhi. Bank memiliki kebijakan remunerasi yang mencakup antara lain pemberian insentif jangka panjang kepada Direksi dan karyawan, seperti yang disajikan pada Laporan Tahunan halaman 123.
	Public Company has policies for providing long-term incentives to the Board of Directors and employees.	Complied. The Bank has a remuneration policy that includes the provision of long-term incentives for the Board of Directors and employees, as disclosed on Annual Report page 123.

Aspek 5. Keterbukaan Informasi | Aspect 5: Information Disclosure

Prinsip 8: Meningkatkan Pelaksanaan Keterbukaan Informasi
Principle 8: Improving Information Disclosure

8.1.	Perusahaan Terbuka memanfaatkan penggunaan teknologi informasi secara lebih luas selain Situs Web sebagai media keterbukaan informasi.	Terpenuhi. Bank telah memanfaatkan penggunaan teknologi informasi secara lebih luas selain situs web perusahaan sebagai media keterbukaan informasi melalui beberapa akun media sosial seperti facebook, twitter, instagram, linkedin, dan youtube.
	Public Companies utilize information technology widely outside its website in the form of information disclosure media.	Complied. The Bank utilizes information technology widely outside its website for information disclosure on several social media accounts such as facebook, twitter, instagram, linkedin, and youtube.
8.2	Laporan Tahunan Perusahaan Terbuka mengungkapkan pemilik manfaat akhir dalam kepemilikan saham Perusahaan Terbuka paling sedikit 5% (lima persen), selain pengungkapan pemilik manfaat akhir dalam kepemilikan saham Perusahaan Terbuka melalui pemegang saham utama dan pengendali.	Terpenuhi. Bank telah mengungkapkannya pada Laporan Tahunan halaman 65 pada Laporan Tahunan ini.
	Public Companies Annual Reports disclose the ultimate beneficial owners of their shares holding at least five percent, in addition to the disclosure of the ultimate beneficial owners of the Public Companies through the majority and controlling shareholder.	Complied. The Bank has disclosed this information in this Annual Report on page 65.

LAPORAN PENERAPAN TATA KELOLA UNIT USAHA SYARIAH (UUS)

Penerapan Tata Kelola pada Unit Usaha Syariah Bank sesuai dengan Prinsip Syariah berdasarkan ketentuan yang diatur oleh regulator yaitu PBI No. 11/33/PBI/2009 tentang Pelaksanaan Good Corporate Governance bagi Bank Umum Syariah dan Unit Usaha Syariah, serta Undang Undang No.40 Tahun 2007 tentang Perseroan Terbatas.

SHARIA BUSINESS UNIT (SBU) CORPORATE GOVERNANCE IMPLEMENTATION REPORT

The implementation of GCG on the Bank's Sharia Business Unit refers to stipulations from the regulator, the PBI No. 11/33/PBI/2009 concerning Implementation of Good Corporate Governance in Sharia Commercial Banks and Sharia Business Units, as well as the 2007 Law No. 40 concerning Limited Liability Companies.

Prinsip Tata Kelola UUS | SBU GCG Principles



Keterbukaan
Transparency



Akuntabilitas
Accountability



Pertanggungjawaban
Responsibility



Profesional
Professional



Kewajaran
Fairness

DIREKTUR UUS

Andrae Krishnawan W. diangkat sebagai Direktur UUS efektif tanggal 29 Juli 2013.

Tugas dan Tanggung Jawab Direktur UUS

Direktur UUS bertanggung jawab atas pengelolaan seluruh kegiatan UUS dan memastikan pengelolaan kegiatan usaha berjalan sesuai dengan prinsip syariah dan ketentuan yang berlaku. Informasi lebih detail mengenai tugas dan tanggung jawab Direktur UUS dapat diakses di situs web www.ocbcnisp.com bagian Pedoman dan Tata Tertib Kerja Direksi.

DEWAN PENGAWAS SYARIAH (DPS)

Dewan Pengawas Syariah (DPS) | Sharia Supervisory Board (SSB)

Ketua Dewan Pengawas Syariah Chairman of the Sharia Supervisory Board	Muhammad Anwar Ibrahim
Anggota Dewan Pengawas Syariah Member of the Sharia Supervisory Board	Mohammad Bagus Teguh Prawira

Tugas dan Tanggung Jawab DPS

DPS melakukan tugas dan tanggung jawab untuk memberikan nasihat dan saran kepada Direktur UUS, serta mengawasi kegiatan UUS Bank dilakukan berdasarkan prinsip Syariah. Informasi mengenai tugas dan tanggung jawab DPS dapat diakses pada situs web www.ocbcnisp.com bagian Pedoman dan Tata Kerja Dewan Pengawas Syariah.

Kriteria dan Independensi DPS

Kriteria dan independensi DPS telah sesuai dengan ketentuan Regulator sebagai berikut:

1. Anggota DPS memiliki integritas, yang paling kurang mencakup:
 - Memiliki akhlak dan moral yang baik.
 - Memiliki komitmen untuk mematuhi ketentuan perbankan Syariah dan ketentuan peraturan perundang-undangan yang berlaku.
 - Memiliki komitmen terhadap pengembangan perbankan Syariah yang sehat dan berkelanjutan.
 - Tidak termasuk dalam daftar tidak lulus uji kepatutan dan kelayakan sebagaimana diatur dalam ketentuan mengenai uji kemampuan dan kepatutan yang ditetapkan oleh OJK.
2. Anggota DPS merupakan para profesional yang memiliki kompetensi, yang sekurang-kurangnya memiliki pengetahuan dan pengalaman di bidang Syariah mu'amalah dan pengetahuan perbankan dan/atau keuangan secara umum.
3. Anggota DPS memiliki reputasi keuangan yang baik, paling kurang mencakup:
 - Tidak termasuk dalam daftar kredit macet.
 - Tidak pernah dinyatakan pailit atau menjadi pemegang saham, anggota Dewan Komisaris, atau anggota Direksi suatu perseroan dan/atau anggota pengurus suatu badan usaha yang dinyatakan bersalah dan menyebabkan suatu perseroan dan/atau badan usaha dinyatakan pailit dalam waktu 5 (lima) tahun terakhir sebelum dicalonkan.

SBU DIRECTOR

The Bank has appointed Andrae Krishnawan W. as SBU Director, effective as at 29 July 2013.

Duties and Responsibilities of SBU Director

The SBU Director is responsible for managing all SBU activities, and ensuring the management of business activities in accordance with prevailing sharia principles and regulations. Detailed information on the SBU Directors' duties and responsibilities can be accessed on the website, www.ocbcnisp.com, in The Board of Directors Charter section.

SHARIA SUPERVISORY BOARD (SSB)

SSB Duties and Responsibilities

The SSB's duties and responsibilities include providing advice and suggestions to the SBU Director, as well as supervising the Bank's SBU activities based on Sharia principles. Information regarding the duties and responsibilities of the Sharia Supervisory Board can be accessed on the website www.ocbcnisp.com on section SSB Charter.

SSB Criteria and Independence

The Criteria and independence were aligned with Bank Indonesia regulations and included the following:

1. SSB members must have integrity, which at least includes:
 - Good character and morals.
 - Committed to comply with sharia banking regulations and the applicable laws and regulations.
 - Committed to the development of sound and sustainable sharia banking.
 - Not included in the fit and proper test unqualified list, as stated in the OJK regulation concerning the *fit and proper test*.
2. SSB members must be competent professionals, who at least have knowledge and experience in sharia *mu'amalah* and banking and/or finance in general.
3. SSB members must have good financial reputations, which at least includes:
 - Not included on Non-Performing Loan lists.
 - Having never been declared bankrupt or been a shareholder, a member of Board of Commissioners, or Board of Directors of a company and/or an executive member of a company that has been found guilty, causing the company and/or institution to become bankrupt in the last 5 (five) years before being nominated.

4. Anggota DPS memiliki rangkap jabatan paling banyak di 4 (empat) Lembaga Keuangan Syariah lainnya sesuai ketentuan tentang pelaksanaan GCG bagi Bank Umum Syariah dan Unit Usaha Syariah.

Rapat DPS

Rapat DPS wajib diselenggarakan paling kurang 1 (satu) kali dalam 1 (satu) bulan. Pada periode Januari-Desember 2021 DPS menyelenggarakan 21 (dua puluh satu) kali rapat dengan tingkat kehadiran 100%.

Laporan Hasil Pengawasan DPS

DPS menyampaikan Laporan Pengawasan DPS Semester 1 dan 2 Tahun 2021 kepada OJK berupa Laporan pelaksanaan atas kesesuaian produk dan jasa Bank dengan fatwa Dewan Syariah Nasional – Majelis Ulama Indonesia yaitu:

Semester 1

1. Produk Baru: tidak ada produk baru pada Semester 1 tahun 2021
2. Kegiatan Pembiayaan: Pembiayaan KPR iB dan investasi (korporasi) dengan Akad Musyarakah Mutanaqisah dan Akad Musyarakah.
3. Penghimpunan Dana Pihak Ketiga: Tanda iB Wadiah, Tanda iB Mudharabah, Tanda iB Mudharabah Plus, Tabungan Haji iB, Taka iB dan Deposito iB dengan Akad Wadiah dan Akad Mudharabah.
4. Pelayanan Jasa Perbankan: Sistem Kliring Nasional (SKN) dan *Real-time Gross Settlement* (RTGS).
5. Kegiatan *Treasury*: Fasbis, Sukbi, Sukuk Ritel dan Project Based Sukuk (PBS).

Semester 2

1. Produk Baru: tidak ada produk baru pada Semester 2 tahun 2021
2. Kegiatan Pembiayaan: Pembiayaan KPR iB dan investasi (korporasi) dengan Akad Musyarakah Mutanaqisah dan Akad Musyarakah.
3. Penghimpunan Dana Pihak Ketiga: Tanda iB Mudharabah, Tabungan Haji iB, Taka iB, Deposito iB, dan Giro iB dengan Akad Wadiah dan Akad Mudharabah.
4. Pelayanan Jasa Perbankan: Sistem Kliring Nasional (SKN) dan *Real-time Gross Settlement* (RTGS).
5. Kegiatan *Treasury*: Fasbis, Sukbi dan Sukuk Ritel.

Remunerasi DPS

Jenis Remunerasi dan Fasilitas Lain Type of Remuneration and Other Facilities	Orang Person	Jumlah (Rp juta) Amount (Rp million)
Remunerasi Remuneration	2	1,098
Fasilitas lain seperti perumahan, transportasi, asuransi, kesehatan, dll. Other facilities such housing, transport, insurance, healthcare, etc.	-	-
Yang dapat dimiliki Transferrable	-	-
Yang tidak dapat dimiliki Not transferrable	-	-
Total	2	1,098

4. SSB members hold maximum 4 (four) concurrent positions at other Sharia Financial Institutions according to the regulation on GCG implementation of Sharia Bank and Sharia Business Unit.

SSB Meetings

SSB meeting must be held at least 1 (one) time in 1 (one) month. During January-December 2021 SSB held 21 (twenty-one) meetings with 100% attendance.

SSB Supervision Report

The SSB submitted SSB supervision reports Semester 1 and 2, 2021 to OJK in the form of an Implementation report on the suitability of the Bank's products and services with the DSN – MUI *fatwa*, which are:

Semester 1

1. New Product: there are no new product in Semester 1, 2021
2. Financing: KPR iB Financing and investment (corporation) with Musyarakah Mutanaqisah and Musyarakah agreement.
3. Third Party Funds: Tanda iB Wadiah, Tanda iB Mudharabah, Tanda iB Mudharabah Plus, Hajj Saving Account iB, Taka and Time Deposits iB with Wadiah and Mudharabah Agreement.
4. Banking Services: National Clearing System (SKN) and Real-time Gross Settlement (RTGS).
5. Treasury Activities: Government Sukuk and Fasbis.

Semester 2

1. New Product: there are no new product in Semester 2, 2021
2. Financing: KPR iB Financing and investment (corporation) with Musyarakah Mutanaqisah and Musyarakah agreement.
3. Third Party Funds: Tanda iB Mudharabah, Hajj Saving Accounts iB, Taka iB, Time Deposits iB, and Giro iB with Wadiah and Mudharabah Agreement.
4. Banking Services: National Clearing System (SKN) and Real-time Gross Settlement (RTGS).
5. Treasury Activities: Fasbis, Sukbi and Sukuk Retail.

SSB Remuneration

Jenis Remunerasi dan Fasilitas Lain Type of Remuneration and Other Facilities	Orang Person	Jumlah (Rp juta) Amount (Rp million)
Remunerasi Remuneration	2	1,098
Fasilitas lain seperti perumahan, transportasi, asuransi, kesehatan, dll. Other facilities such housing, transport, insurance, healthcare, etc.	-	-
Yang dapat dimiliki Transferrable	-	-
Yang tidak dapat dimiliki Not transferrable	-	-
Total	2	1,098

Jumlah Remunerasi per Orang dalam 1 (satu) tahun Total Annual Remuneration per Person in 1 (one) year	Jumlah Dewan Pengawas Syariah (DPS) Number of Sharia Supervisory Board (SSB)
Di atas Rp2.000.000.000,- Above Rp2,000,000,000,-	-
Di atas Rp1.000.000.000,- sd Rp2,000,000,000,- Above Rp1.000.000.000,- up to Rp2,000,000,000,-	2
Di atas Rp500.000.000,- sd Rp1.000.000.000,- Above Rp500.000.000,- up to Rp1,000,000,000,-	-
Rp500.000.000,- ke bawah Rp500,000,000 and below	-
Total	2

Daftar Konsultan UUS

Pada tahun 2021, UUS tidak menggunakan jasa konsultan.

Kecurangan Internal

Sampai dengan bulan Desember 2021 tidak ada kejadian kecurangan internal yang dilakukan oleh karyawan di lingkungan UUS Bank.

Perkara Hukum

Sampai dengan bulan Desember 2021, terdapat 5 (lima) perkara perdata dan tidak terdapat perkara pidana di lingkungan UUS Bank.

Pendapatan Non-Halal dan Penggunaannya

Sampai dengan bulan Desember 2021 tidak terdapat pendapatan Non-halal.

Penyaluran Dana Kebajikan UUS Bank Untuk Kegiatan Sosial

Per Desember 2021, UUS Bank menyalurkan Dana Kebajikan sebesar Rp742.611.295 dengan sumber dana dari UUS Bank, dan disalurkan melalui kegiatan sosial seperti: perayaan keagamaan, kegiatan rutin tahunan renovasi rumah ibadah, peningkatan sarana dan prasarana pendidikan serta penyediaan masker dan APD ke rumah sakit terkait COVID-19.

Self Assessment Tata Kelola UUS Bank

Pada tahun 2021, UUS Bank telah menyelenggarakan Self-Assessment Tata Kelola yang mengacu kepada PBI No.11/33/PBI/2009 dan SEBI No.12/13/DPbS tentang Pelaksanaan Good Corporate Governance Bank Umum Syariah dan Unit Usaha Syariah.

Kesimpulan Umum Hasil Self Assessment GCG UUS

Berdasarkan penilaian *Self-Assessment*, Penerapan Tata Kelola UUS Bank berada di peringkat 1 atau Sangat Baik dan tidak terdapat kelemahan signifikan. Direktur UUS dan DPS berperan aktif dalam memastikan pemenuhan prinsip Syariah dalam kegiatan usaha UUS serta komitmen seluruh pihak dalam organisasi UUS dan Unit terkait.

List of SBU Consultants

In 2021, the SBU did not use consulting services.

Internal Fraud

Up to December 2021, there were no internal fraud committed by the Bank's employees.

Legal Cases

As of December 2021, there were 5 (five) civil cases and no criminal cases within the Bank SBU.

Non-Halal Income and Its Use

As of December 2021, there were no Non-halal income.

Distribution of Charitable Funds from the Bank SBU for Social Activities

As of December 2021, the Bank SBU distributed charitable funds of Rp742,611,295 originating from the Bank SBU, and were distributed through social activities, such as religious celebrations, improvement of education facilities, and infrastructure, as well as disaster relief and the provision of mask and PPE to hospital related to COVID-19.

GCG Self-Assessment of the Bank's SBU

In 2021, the Bank SBU performed a GCG Self-Assessment that referred to Bank Indonesia Regulation No. 11/33/PBI/2009 and Bank Indonesia Circular No.12/13/DPbS concerning Good Corporate Governance in Sharia Commercial Banks and Sharia Business Units.

General Conclusion for the Sharia Business Unit's GCG Self-Assessment Results

Based on the Self-Assessment, the implementation of the Bank's SBU GCG is rated 1 or Very Good and there were no significant weaknesses. The SBU Director and the SSB have actively ensured the fulfilment of Sharia principles in the business activities, as well as the commitment of all parties in the SBU Organization and relevant units.

PROFIL DEWAN PENGAWAS SYARIAH

PROFILE OF SHARIA SUPERVISORY BOARD

MUHAMMAD ANWAR IBRAHIM Ketua Dewan Pengawas Syariah Chairman of Sharia Supervisory Board	
<p>Warga Negara Indonesia, berusia 81 tahun. Domisili: Jakarta, Indonesia. Ketua Dewan Pengawas Syariah Bank OCBC NISP sejak 2009</p> <p>Riwayat Jabatan:</p> <ul style="list-style-type: none"> • 2017-sekarang: Anggota Pleno Dewan Syariah Nasional (Perbankan Syariah dan Lembaga Keuangan Syariah), Majelis Ulama Indonesia (MUI) Pusat. • 2001-sekarang: Dosen Lembaga Keuangan Umat pada Fakultas Syariah, Institut Ilmu Al-Quran Jakarta. • 2003-sekarang: Ketua Dewan Pengawas Syariah PT Maybank Indonesia. *) • 2008-Oktober 2020: Ketua Dewan Pengawas Syariah PT Prudential Life Assurance. • 2008-sekarang: Dosen Pengantar Ekonomi Islam Fakultas Ekonomi Universitas Trisakti. • 2013-sekarang: Dosen Sistem Keuangan dalam Islam, Fakultas Dirasat Islamiah, Universitas Islam Negeri. <p>*) Rangkap Jabatan</p>	<p>Indonesian citizen aged 81 years old. Domicile: Jakarta, Indonesia. Bank OCBC NISP Sharia Supervisory Board Chairman since 2009.</p> <p>Work experience:</p> <ul style="list-style-type: none"> • 2017-present: Plenary member of the National Sharia Council (Sharia Banking and Islamic Financial Institutions), – Indonesian Ulema Council (MUI). • 2001-present: Lecturer of Public Financial Institutions at the Sharia Faculty, Jakarta Institute of Al-Quran Sciences. • 2003-present: Chairman of Sharia Supervisory Board at PT Maybank Indonesia. *) • 2008-October 2020: Chairman of Sharia Supervisory Board at PT Prudential Life Assurance. • 2008-present: Lecturer of Introduction to Islamic Economy at the Faculty of Economics, University of Trisakti. • 2013-present: Lecturer in Financial Systems in Islam, Faculty of Dirasat Islamiah, State Islamic University. <p>*) Concurrent Positions</p>
<p>Riwayat Pendidikan:</p> <p>S2 di bidang Ushululfiqh Perbandingan (Sumber dan Filsafat Hukum Islam) Fakultas Syariah dan Jurisprudensi (1969) dan meraih gelar Doktor di bidang yang sama (1978), keduanya dari Universitas Al-Azhar, Cairo, Mesir.</p>	<p>Educational Background:</p> <p>Master's degree and a PhD degree in Ushululfiqh Comparative (Source and Philosophy of Islamic Law) from the Faculty of Sharia and Jurisprudence, Al Azhar University, Cairo, Egypt in 1969 and 1978 respectively.</p>
<p>Riwayat Penunjukan:</p> <p>Penunjukan pertama kali sebagai Ketua Dewan Pengawas Syariah pada RUPST 2009, efektif tanggal 14 September 2009 dan telah beberapa kali diangkat secara berkesinambungan. Terakhir diangkat kembali pada RUPST 2 April 2020 untuk periode jabatan sampai dengan RUPST 2023.</p>	<p>Appointment History:</p> <p>First appointed as Sharia Supervisory Board Chairman at the AGMS 2009, effective as of 14 September 2009, and has been reappointed several times with latest appointment at AGMS 2 April 2020 for the term of office until AGMS 2023.</p>

MOHAMMAD BAGUS TEGUH PERWIRA Anggota Dewan Pengawas Syariah Member of Sharia Supervisory Board	
<p>Warga Negara Indonesia, berusia 43 tahun. Domisili: Jakarta, Indonesia. Anggota Dewan Pengawas Syariah Bank OCBC NISP sejak 2009.</p> <p>Riwayat Jabatan:</p> <ul style="list-style-type: none"> • 2009-sekarang: Anggota Dewan Pengawas Syariah PT Schroder Investment Management Indonesia. *) • 2015-2017: Ketua Dewan Pengawas Syariah PT Indosurya Asset Management. • 2015-2021: Ketua Dewan Pengawas Syariah PT Aberdeen Standard Investments Indonesia (d/h PT Aberdeen Asset Management). • 2015-sekarang: Wakil Sekretaris Dewan Syariah Nasional-Majelis Ulama Indonesia sebagai Sekretaris Bidang Pasar Modal Syariah. • 2020-sekarang: Anggota Dewan Pengawas Syariah PT Bank Maybank Indonesia Tbk. *) • 2021-sekarang: Anggota Dewan Pengawas Syariah PT Bank Tabungan Negara *) <p>*) Rangkap Jabatan</p>	<p>Indonesian citizen aged 43 years old. Domicile: Jakarta, Indonesia. Bank OCBC NISP Sharia Supervisory Board Member since 2009.</p> <p>Work Experience:</p> <ul style="list-style-type: none"> • 2009-present: Member of Sharia Supervisory Board at PT Schroder Investment Management Indonesia. *) • 2015-2017: Chairman of Sharia Supervisory Board at PT Indosurya Asset Management. • 2015-2021: Chairman of Sharia Supervisory Board at PT Aberdeen Standard Investments Indonesia (formerly named PT Aberdeen Asset Management). • 2015-present: Deputy Secretary of the National Sharia Board - Indonesian Ulema Council as a Secretary of Islamic Capital Market Task Force. • 2020-present: Member of Sharia Supervisory Board PT Bank Maybank Indonesia Tbk. *) • 2021 - present: Member of Sharia Supervisory Board PT Bank Tabungan Negara *) <p>*) Concurrent Positions</p>

Riwayat Pendidikan:

- Lulusan S1 bidang Kajian Islam & Bahasa Arab di Universitas Al Azhar, Cairo (1999).
- S2 di bidang Ekonomi Islam di Universitas Islam Negeri Syarif Hidayatullah, Jakarta (2007).

Riwayat Penunjukan:

- Penunjukan pertama kali sebagai Anggota Dewan Pengawas Syariah pada RUPST 2009, efektif tanggal 14 September 2009, dan telah beberapa kali diangkat kembali dengan pengangkatan terakhir pada RUPST 2 April 2020 untuk periode jabatan sampai dengan RUPST 2023.

Educational Background:

- Bachelor's degree in Islamic Studies and Arabic from Al Azhar University, Cairo (1999).
- Master's degree in Islamic Economics from Universitas Islam Negeri Syarif Hidayatullah, Jakarta (2007).

Appointment History:

- First appointed as Sharia Supervisory Board Member at the AGMS 2009, effective as at 14 September 2009 and has been reappointed several times latest appointment at AGMS 2 April 2020 for the term of office until AGMS 2023.