

**DECREE OF THE BOARD OF DIRECTORS OF**

**PT Bank BTPN Syariah Tbk**

Number: SK.023/DIR/CSGC/X/2020

Regarding

**The Composition of Members of the Audit Committee (Period of 2020-2023)**

**At PT Bank BTPN Syariah Tbk**

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**Considering** : 1. Whereas in the framework of manifesting the application of Good Corporate Governance principles within the milieu of PT Bank BTPN Syariah Tbk ("BTPN Syariah") in general as well as to improve effectiveness of performance and responsibilities of the Board of Commissioners and in the framework of improving the work quality of the management, then, it is necessary to establish an independent and professional committee in its own sector as the supporting apparatus to the Board of Commissioners;

2. The appointment of the members of the Audit Committee needs to be set out in the Decree of the Board of Directors;

3. Due to the effective Change of Name of PT Bank Tabungan Pensiunan Nasional Syariah Tbk to become PT Bank BTPN Syariah Tbk, therefore, it is necessary to be made update on the corporate documents, including the Decree of the Board of Directors regarding the Composition of the members of the Audit Committee for the Period of 2020-2023 at PT Bank BTPN Syariah Tbk.

**Bearing in Mind** : 1. Regulation of Bank Indonesia Number 11/33/PBI/2009 dated December 7, 2009, regarding the Implementation of Good Corporate Governance for Sharia Commercial Banks and Sharia Business Units, Article 11 paragraph (1) "whereas in the framework of supporting the effectiveness of performance of its duties and responsibilities, the Board of Commissioners will be obliged to establish at least the Risk Monitoring Committee, the Nomination and Remuneration Committee, and the Audit Committee", and Article 36 "The Members of the Audit Committee as referred to in Article 11 paragraph (1) letter c, must be at least consisting of one Independent Commissioner, one independent party possessing the expertise in the financial accounting sector, and an independent party possessing the expertise in the sharia banking sector";

2. POJK Number 55/POJK.04/2015 regarding the Establishment and Guidelines for the Performance of Works of the Audit Committee dated December 29, 2015 (Article 4) "The Audit Committee must be at least consisting of 3 (three) members deriving from the Independent Commissioner and the Parties outside the Issuer or the Public Company";

3. SEOJK Number 10/SEOJK.03/2014 regarding the assessment on the health level of Sharia Commercial Banks and Sharia Business Units;

4. The Articles of Association of BTPN Syariah;

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5. The Work Guidelines and Code of Conduct of the Board of Commissioners of BTPN Syariah whereas in the framework of supporting the effectiveness of performance of duties and responsibilities, the Board of Commissioners will be obliged to establish at least the Audit Committee, the Risk Monitoring Committee, and the Nomination and Remuneration Committee;
6. The Circular Resolution of the Board of Commissioners in lieu of the resolution adopted in the Meeting of the Board of Commissioners of BTPN Syariah No. 005/CIR/DEKOM/IV/2020 dated April 30, 2020, regarding the Approval of the Board of Commissioners in relation to the Reappointment of the Members of the Audit Committee, the Risk Monitoring Committee, and the Nomination and Remuneration Committee at PBTPN Syariah;
7. Letter of OJK No. S-66/PB.101/2020 dated June 4, 2020, regarding the Application for the Stipulation on the Utilization of Business Unit due to the Change of Name of PT Bank Tabungan Pensiunan Nasional Syariah Tbk to become PT Bank BTPN Syariah Tbk;
8. The Official Copy of the Decree of the Deputy Commissioner of Banking Supervisory I of OJK No. Kep-99/PB.1/2020 dated June 04, 2020, regarding the Stipulation on the Utilization of Business Permit under the name of PT bank Tabungan Pensiunan Nasional Syariah Tbk to become the Business Permit under the name of PT Bank BTPN Syariah Tbk.

**HAS DECIDED**

**To Resolve** : The Decree of the Board of Directors regarding the stipulation on the Composition of the Members of the Audit Committee (Hereinafter will be referred to as the "Committee").

**First** : Stipulate the term of office of the Committee effective on April 30, 2020, up to the end of the term of office of the members of the Board of Commissioners at the closing of the third Annual General Meeting of Shareholders in the year 2023, without prejudice to the changes which could take place before such period;

**Second** : Stipulate and ratify the Composition of the Members of the Committee as following:

**Chairman:**

Kemal Azis Stamboel (President /Independent Commissioner)

**Members:**

1. Dewie Pelitawati (Independent Commissioner);
2. Tika Arundina (Independent Party).

**Third** : With the effective application of this Decree, then, the Decree of the Board of Directors of the Bank Number SK.005/DIR/CSGC/IV/2020 dated April 30, 2020, is declared of being no longer effective.

Other matters which are not yet stipulated or have not yet been sufficiently stipulated in this Decree will be further arranged and stipulated in a separate provision.

Stipulated in: Jakarta

On: October 15, 2020

**PT BANK BTPN SYARIAH TBK**

The Board of Directors

[signature affixed]

**Hadi Wibowo**

President Director

[signature affixed]

**Fachmy Achmad**

Director