

**WORKING GUIDELINES AND RULES FOR
RISK MONITORING COMMITTEE**

PT Bank BTPN Syariah Tbk

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Document Level	Working Guidelines
Owning Work Unit	Corporate Secretary & General Counsel Division

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**WORKING GUIDELINES AND RULES ("GUIDELINES")
RISK MONITORING COMMITTEE ("COMMITTEE")
PT BANK BTPN SYARIAH TBK**

This document regulates the Working Guidelines of the Committee of PT Bank BTPN Syariah Tbk ("Bank").

1. Organization

- 1.1. The Committee shall consist of at least 3 (three) members comprising of:
 - 1.1.1. 1 (one) Independent Commissioner; and
 - 1.1.2. 1 (one) Independent Party who has credential in the field of Sharia Banking.
 - 1.1.3. 1 (one) Independent Party who has credential in the field of Risk Monitoring.
- 1.2. The Committee shall be chaired by an Independent Commissioner. Member of the Board of Directors shall be prohibited from becoming Member of the Committee. Independent Commissioner and Independent Party who become Member of the Committee shall be at least 51% (fifty-one percent) of total Member of the Committee. Member of the Committee shall have integrity and good reputation of finance;
- 1.3. The Committee's Working Guidelines shall be approved by the Board of Commissioners and subject to evaluation at 1 (once) within a year;
- 1.4. Member of the Committee shall be appointed by the Board of Directors based on the meeting decision of the Board of Commissioners;
- 1.5. The Chairman of the Committee may only concurrently serve on chairman position at most on another committee;
- 1.6. Other commissioners are allowed to be an Observer who may attend meeting but having no voting rights in the Committee's decision-making;
- 1.7. Member of the Committee shall be considered independent if they have no relationship which may affect their ability to act independently of the board or with the Bank as described in the paragraph on independence herein.

2. Membership Terms

- 2.1. Having a high degree of integrity, ability, knowledge and experience which is appropriate to his/ her own education background, and shall be able to communicate well;
- 2.2. There should be 1 (one) Independent Party of member of the Committee who has credential in the field of Financial education;
- 2.3. There should be 1 (one) Independent Party of member of the Committee who has credential in the field of Risk Monitoring;
- 2.4. Former Member of the Board of Directors or Executive Officers of the Bank or any parties who have relationship with the Bank that may influence their ability to act independently, shall be prohibited from becoming an Independent Party of member of the Committee before experiencing a six-month period of cooling off. However, such provisions shall not apply to former Board of Directors or any executive officers exercising supervision functions;
- 2.5. Member of the Committee shall be prohibited from having any family relationship both by marriage and / or blood to the extent of second descent, either horizontally or vertically with any Members of the Board of Commissioners, the Board of Directors or major shareholders;
- 2.6. Member of the Committee shall be prohibited from having any significant business relationship, either directly or indirectly, related to the Bank's business activities.

3. Independence

- 3.1. Independent Commissioner is a member of the Board of Commissioners who does not have any financial, management, share ownership and / or family relationship with any other Members of the Board of Commissioners, the Board of Directors and / or Controlling Shareholders or any other relationship that may affect his / her ability to act independently;
- 3.2. Independent Party is a party outside the Bank who does not have any financial, management, share ownership and / or family relationship with the Board of Commissioners, the Board of Directors and / or controlling shareholders or any other relationship that may affect his/ her ability to act independently.

4. Duties and Responsibilities

The Committee shall be obliged to provide an independent professional opinion to the Board of Commissioners on any reports or matters submitted by the Board of Directors to the Board of Commissioners and to identify any and all matters requiring attention of the Board of Commissioners that, among others, should include the following:

- 4.1. Preparing an annual activity plan of the Committee and submitting to the Board Commissioner for approval;
- 4.2. Providing an independent professional opinion to the Board of Commissioners concerning any and all reports or matters relating to risk management delivered by the Board of Directors to the Board of Commissioners and identifying any and all matters requiring the attention of the Board of Commissioners;
- 4.3. Evaluating the risk appetite and limit that shall be approved by the Board of Commissioners;
- 4.4. Analyzing the effectiveness of the risk management working unit function and Risk Management Committee;
- 4.5. Evaluating suitability of the Bank risk management policies with its implementation;
- 4.6. Monitoring and evaluating the task implementation of the Risk Management Committee and Risk Management Working Unit to provide recommendation for the Board of Commissioners;
- 4.7. Evaluating the Bank risk management policies at least 1 (once) in a year;
- 4.8. Evaluating the implementation responsibility of the Directors' Risk Management Policy at least quarterly;
- 4.9. Maintaining confidentiality of any and all data and information document of the Bank;
- 4.10. Conducting and authorizing investigations on any matters within the scope of the relevant task;
- 4.11. Establishing cooperation with any external consultant, accountant or any other external parties advising the committee or providing guidance in connection with investigation, seeking related information from employees of the cooperating parties at the request of the Committee;

- 4.12. And any other duties, other than those mentioned above, assigned by the Board of Commissioners to the Committee pursuant to their functions and duties from time to time as may be required.

5. Authorities of the Risk Monitoring Committee

- 5.1. The Committee shall be authorized to have full, free, and unlimited access to any and all information about employees, funds, assets and any other Bank resources related to the implementation of its duties.
- 5.2. In exercising its authorities, the Committee shall cooperate with the Risk Management Working Unit, and / or any other units as may be required.

6. Work Ethics

Each member of the Committee shall be subject to the Code of Conduct, Code of Ethics and any applicable by-laws at the Bank.

7. Meeting

- 7.1. The Committee shall arrange any meeting at any time where it is required by the Bank, or at least as many as provided in the provisions of the Board of Commissioners' minimum number of meeting that are 6 (six) times in a year. The Board of Directors or the Board of Commissioners may establish a minimum number of periodic meeting that exceeds number of meeting provided herein based on needs and agreements basis.
- 7.2. The Committee meeting may be held only where it is attended by at least 51% (fifty-one percent) of all members, in the presence of 1 (one) Independent Commissioner and 1 (one) Independent Party.
- 7.3. The meeting decision of the Committee shall be decided based on consensus and deliberation. In the event of such consensus and deliberation cannot be reached, then the decision-making shall be made based on majority vote.
- 7.4. The Committee meeting shall be chaired by the Chairman of the Committee.
- 7.5. In the event of the Chairman of the Committee is absent, then, one of the Committee members who is present in the meeting shall be appointed to chair such meeting.

- 7.6. The result of the Committee meeting shall be recorded in the minutes of meeting and well-documented.
- 7.7. In case of any dissenting opinion occurs in the Committee meeting, then it shall be clearly stated in the minutes of meeting with the reason for such dissent.
- 7.8. The Committee may also legally make a decision without holding any Committee meeting provided that all Members of the Committee have been notified in writing and all Members of the Committee approve on the proposed recommendation submitted in writing by signing such circular approval. The decision made through such decision-making shall have the same legal power as that of made by legal decision-making through the Committee meeting.

8. Minutes of Meeting

The minutes of each meeting shall be retained and distributed to each member of the Committee, member of the Board of Commissioners who is not a member of the Committee and the Management Secretariat Unit or any other designated Officials.

9. Responsibility for Reporting

The Committee shall be responsible to the Board of Commissioners for its duty implementation and shall be obliged to report its duty implementation to the Board of Commissioners at least once in 3 (three) months (quarterly) or otherwise at the request of the Board of Commissioners in which the reporting shall not be limited merely to risk reporting assumed by the Bank and the application of risk management by the Directors to the Board of Commissioners.

10. Term of Office

- 10.1. The term of office of the Committee member shall not be longer than that of the Board of Commissioners member as stipulated in the Articles of Association and may be re-appointed for the next period term of office.
- 10.2. In the event of any member of the Board of Commissioners who serves as the Chairman of the Committee resigns from his/ her position as the Bank's Commissioners, then the Chairman of the Committee shall be substituted by an Independent Commissioner.

10.3. In the event of the term of office of any member of the Committee expires and, according to the relevant provision, is not possible to be re-appointed, while at the same time, the Board of Commissioners is not eligible to appoint the new member of the Committee, then the membership of the old Committee shall be extended until the Board of Commissioners is eligible to appoint the new member of the Committee.

11. Miscellaneous

- 11.1. The Committee shall be obliged to conduct a review against this Guideline at least 1 (once) in a year and shall make any proposed changes as may be required;
- 11.2. The Committee shall be obliged to evaluate effectiveness of the Committee at least 1 (once) in a year.

This Working Guidelines shall be effective as of the signing date.

Jakarta, 15 October 2020

PT Bank BTPN Syariah Tbk

The Risk Monitoring Committee

Acknowledged,

Signed

Dewie Pelitawati
Chairman

Signed

Kemal Aziz Stamboel
Member

Signed

Mahdi Syahbuddin
Member

Signed

Tika Arundina
Member

PT Bank BTPN Syariah Tbk

The Board of Commissioners

Approving,

Signed

Kemal Azis Stamboel

President Commissioner/ Independent

Signed

Dewie Pelitawati

Independent Commissioner

Signed

Mahdi Syahbuddin

Commissioner

Signed

Yenny Lim

Commissioner