

<p>Pokok-Pokok Kebijakan Tata Kelola Perusahaan Edisi 5.1 tahun 2023 di PT Bank BTPN Syariah Tbk</p>	<p><i>Basic Principles of Corporate Governance Policy Edition 5.1 of the year 2023 at PT Bank BTPN Syariah Tbk</i></p>
<p>Kata Pengantar Direktur Utama</p> <p>Berpedoman kepada ketentuan tentang pelaksanaan <i>Good Corporate Governance</i> (“GCG”) bagi Bank Umum Syariah dan Unit Usaha Syariah yang memenuhi prinsip-prinsip syariah dan berpedoman kepada ketentuan tentang penerapan pedoman GCG bagi perusahaan terbuka, PT Bank BTPN Syariah Tbk (“Bank” atau “Perseroan”) berkomitmen membangun industri perbankan syariah yang sehat dan tangguh untuk melindungi kepentingan para pemangku kepentingan, meningkatkan kepatuhan terhadap ketentuan yang berlaku serta nilai-nilai etika yang berlaku umum pada industri perbankan syariah dan pada perusahaan terbuka.</p> <p>Dengan mengedepankan prinsip-prinsip GCG dan prinsip-prinsip Syariah, Bank mendukung Pemerintah dalam menggerakkan perekonomian nasional dan berkomitmen mengedepankan keselarasan antara aspek ekonomi, sosial dan lingkungan yang mampu menjaga stabilitas ekonomi serta bersifat inklusif dalam menjalankan aktivitas operasional dan GCG yang baik, terintegrasi dan berkelanjutan.</p> <p>Pelaksanaan GCG yang baik menjadi syarat mutlak yang harus dilaksanakan oleh Bank untuk dapat tumbuh secara CEPAT dan TEPAT ditengah perkembangan industri perbankan dan dunia usaha yang semakin kompleks yang menyebabkan meningkatnya potensi risiko bisnis bank. Implementasi prinsip-prinsip GCG di Bank menjadi hal yang sangat penting dan mendasar dalam meningkatkan efisiensi, efektivitas dan</p>	<p><i>Foreword of the President Director</i></p> <p><i>Guided by the provisions regarding the implementation of Good Corporate Governance (“GCG”) for Sharia Commercial Banks and Sharia Business Units fulfilling the sharia principles and guided by the provisions regarding the application of GCG guidelines for public companies, PT Bank BTPN Syariah Tbk (the “Bank” or the “Company”) is committed to developing a healthy and resilient sharia banking industry to protect the interests of stakeholders, to improve the compliance towards the prevailing provisions as well as the generally applicable ethical values in the sharia banking industry and in public companies.</i></p> <p><i>By prioritizing GCG principles and Sharia principles, the Bank supports the Government in driving the national economy and is committed to prioritizing harmony among economic, social and environmental aspects which are capable of maintaining economic stability as well as inclusive in carrying out operational activities and good, integrated and sustainable GCG.</i></p> <p><i>Good GCG implementation becomes an absolute requirement which must be implemented by the Bank to be able to grow FAST (in Indonesian means CEPAT) and ACCURATE (in Indonesian means TEPAT) in the midst of the increasingly complex development of banking industry and business world, which increases the potential for bank’s business risks. The implementation of GCG principles at the Bank becomes a very important</i></p>

<p>kesinambungan Bank yang memberikan kontribusi pada terciptanya kesejahteraan dan kepercayaan para pemangku kepentingan melalui budaya kepatuhan yang terukur kualitasnya.</p> <p>Bank menjunjung tinggi hak para pemangku kepentingan dan secara berkelanjutan menjadikan Bank tetap akuntabel dan transparan dengan terus menumbuhkan kepercayaan dari para pemegang saham dan investor dengan memperhatikan sektor dan industri serta ukuran dan kompleksitas sebagai bank umum syariah sejalan dengan tujuan dari pelaksanaan GCG.</p> <p>Kebijakan GCG merupakan acuan Bank dalam memberikan pelayanan terbaik kepada para pemangku kepentingan melalui pelaksanaan prinsip-prinsip GCG yang baik, yang semakin hari semakin ditingkatkan kualitasnya. Seluruh Karyawan Bank harus memahami dan mengerti makna dari Kebijakan GCG ini dan menciptakan suatu proses tata kelola yang baik dalam menjalankan segala aktifitas dan operasional Bank.</p>	<p><i>and fundamental matter in improving the efficiency, effectiveness and sustainability of the Bank which contributes to the creation of welfare and the trust of stakeholders through a quality measurable compliance culture.</i></p> <p><i>The Bank highly upholds the rights of stakeholders and continuously makes the Bank remain accountable and transparent by continuously growing the trust of shareholders and investors by taking into account the sector and industry as well as the size and complexity as a sharia commercial bank in line with the objectives of GCG implementation.</i></p> <p><i>The GCG policy constitutes the Bank's reference in providing the best services to stakeholders through the implementation of good GCG principles, which quality is increasingly improved day by day. The entire employees of the Bank must understand and acknowledge the meaning of this GCG Policy and create a good governance process in carrying out any Bank's activities and operations.</i></p>
<p>BAB 1</p> <p>Pendahuluan</p> <p>1.1. Latar Belakang implementasi GCG</p> <p>Merupakan penjabaran latar belakang penerapan prinsip-prinsip GCG di Bank yaitu dengan perkembangan industri perbankan yang diikuti perkembangan usaha perbankan yang semakin kompleks yang menyebabkan meningkatnya risiko bisnis Bank, sehingga implementasi GCG di industri perbankan menjadi hal yang sangat penting dan mendasar dalam menghadapi tantangan dan risiko.</p>	<p>CHAPTER 1</p> <p>Preface</p> <p>1.1. GCG implementation background</p> <p><i>It constitutes a description of the background for the application of GCG principles at the Bank, namely with the development of banking industry which is followed by the development of increasingly complex banking businesses that causes the rising of Bank's business risks, therefore, the implementation of GCG in the banking industry becomes a very important and fundamental matter in facing the challenges and risks.</i></p>

<p>1.2. Tujuan Penyusunan Kebijakan GCG</p> <p>Menjabarkan 3 (tiga) tujuan utama penyusunan Kebijakan GCG di Bank yaitu:</p> <ol style="list-style-type: none"> 1) Menjelaskan mengenai prinsip utama tugas dan fungsi Organ Bank di Bank dan memastikan pelaksanaan GCG yang baik dan tepat guna; 2) Meningkatkan efisiensi, efektivitas dan kesinambungan Bank dalam memberikan kontribusi pada terciptanya kesejahteraan para pemangku kepentingan; 3) Pemenuhan kepada Ketentuan terkait Pelaksanaan GCG bagi Bank Umum Syariah dan sebagai Perusahaan publik. <p>1.3. Ruang Lingkup Kebijakan GCG</p> <p>Merupakan penjabaran ruang lingkup dan batasan-batasan yang tertuang dalam kebijakan GCG Bank.</p> <p>1.4. Sosialisasi dan Distribusi</p> <p>Kebijakan GCG di Bank ditujukan kepada seluruh anggota Dewan Komisaris, anggota Dewan Pengawas Syariah, Anggota Direksi dan seluruh karyawan Bank.</p>	<p>1.2. Objective of GCG Policy Formulation</p> <p><i>It describes 3 (three) main objectives of GCG Policy formulation at the Bank which are:</i></p> <ol style="list-style-type: none"> 1) <i>Explaining the main principles of duties and functions of Bank's Organs at the Bank and ensuring good and efficient GCG implementation;</i> 2) <i>Improving the efficiency, effectiveness and sustainability of the Bank in contributing to the creation of the welfare of stakeholders;</i> 3) <i>Fulfillment of Provisions related to the Implementation of GCG for Sharia Commercial Banks and as a Public Company.</i> <p>1.3. Scope of GCG Policy</p> <p><i>It constitutes an elaboration of the scope and limitations set out in the Bank's GCG policy.</i></p> <p>1.4. Socialization and Distribution</p> <p><i>The GCG policy in the Bank is addressed to the entire members of the Board of Commissioners, members of the Sharia Supervisory Board, Members of the Board of Directors and the entire employees of the Bank.</i></p>
<p>BAB 2</p> <p>Prinsip Good Corporate Governance Bank</p> <p>2.1. Prinsip Umum</p> <p>Merupakan penjabaran bahwa sebagai Bank Umum Syariah, Bank tunduk kepada pelaksanaan</p>	<p>CHAPTER 2</p> <p>Good Corporate Governance Principles of the Bank</p> <p>2.1. General Principles</p> <p><i>They constitute the elaboration that as a Sharia Commercial Bank, the Bank is subject to the</i></p>

<p>penerapan GCG yaitu Transparansi, Akuntabilitas, Pertanggungjawaban, Profesional, Kewajaran dan Prinsip Syariah.</p>	<p><i>implementation of GCG application which are Transparency, Accountability, Liability, Professionalism, Fairness and Sharia Principles.</i></p>
<p>2.2. Pedoman Tata Kelola Perusahaan</p> <p>Bank tunduk kepada ketentuan perundangan yang berlaku terhadap industri perbankan dan pasar modal serta panduan yang dituangkan secara internal dalam Visi, Misi dan Nilai-Nilai, Kebijakan Operasional serta Kode Etik Bank.</p>	<p>2.2. Corporate Governance Guidelines</p> <p><i>The Bank is subject to the provisions of the prevailing legislations for banking industry and capital market as well as the guidelines set forth internally in the Vision, Mission and Values, Operational Policies as well as the Bank's Ethics Code.</i></p>
<p>2.3. Penerapan Pedoman GCG sebagai Perusahaan Terbuka</p> <p>Merupakan penjabaran atas Pedoman GCG bagi Perusahaan Terbuka yang diterapkan di Bank, yang mencakup didalamnya 5 (lima) aspek, 8 (delapan) Prinsip-Prinsip GCG yang baik serta 25 (dua puluh lima) penerapan aspek dan prinsip-prinsip GCG yang baik.</p>	<p>2.3. Application of GCG Guidelines as a Public Company</p> <p><i>It constitutes an elaboration of the GCG Guidelines for Public Companies which are applied at the Bank, in which cover 5 (five) aspects, 8 (eight) good GCG Principles as well as 25 (twenty five) implementations of good GCG aspects and principles.</i></p>
<p>2.4. Dasar Hukum dan Acuan</p> <p>Merupakan penjabaran dasar-dasar hukum yang menjadi rujukan dalam Kebijakan GCG Bank, yang terdiri dari ketentuan Bank Umum Syariah, Bank Umum, Perusahaan Publik serta ketentuan terkait lainnya, termasuk ketentuan internal Bank seperti Anggaran Dasar, Peraturan Perusahaan.</p>	<p>2.4. Legal Basis and References</p> <p><i>It constitutes an elaboration of the legal basis which become the references in the Bank's GCG Policy, which consist of the provisions of Sharia Commercial Banks, Commercial Banks, Public Companies as well as other related provisions, including the Bank's internal provisions, such as the Articles of Association, the Company Regulations</i></p>
<p>2.5. Misi, Visi, Nilai-Nilai serta Identitas Bersama</p> <p>Merupakan penjabaran bahwa Visi dan Misi bertujuan untuk menyelaraskan gerak dan langkah dalam menjaga organisasi Perusahaan, seluruh jajaran yang berada dalam lingkungan Bank, dan secara konsisten bertindak sesuai dengan ketentuan yang berlaku serta memegang teguh akhlak-akhlak mulia dan nilai-nilai</p>	<p>2.5. Mission, Vision, Values as well as Single Identity</p> <p><i>It constitutes an elaboration that the Vision and Mission are aimed at harmonizing the movements and measures in safeguarding the Company's organization, the entire levels within the corporate environment of the Bank, and consistently acting in accordance with the prevailing provisions as well as firmly upholding noble characters and</i></p>

<p>Perusahaan dalam mewujudkan Visi dan Misi Bank.</p> <p><u>Misi</u></p> <p>Bersama kita ciptakan kesempatan tumbuh dan hidup yang lebih berarti.</p> <p><u>Visi</u></p> <p>Menjadi Bank Syariah terbaik untuk keuangan inklusif, mengubah hidup berjuta rakyat Indonesia.</p> <p><u>Nilai-Nilai (PRISMA)</u></p> <p>Profesional, Integritas, Saling Menghargai dan Kerjasama.</p> <p><u>Identitas Bersama</u></p> <p>Sebagai # Bankirpemberdaya</p> <p>2.6. Kebijakan dan Peraturan Internal di Bank</p> <p>Merupakan penjabaran kebijakan dan ketentuan internal Bank yang dikelola dalam struktur dan hirarki tertentu untuk memastikan pelaksanaannya konsisten satu sama lain dengan kebijakan atau ketentuan yang berlaku di Bank.</p> <p>Termasuk didalamnya Kebijakan GCG, Kebijakan-Kebijakan Bank dan Peraturan Perusahaan, Prosedur dan Produk Program, Petunjuk Teknis serta ketentuan lainnya.</p> <p>2.7. Kode Etik</p> <p>Menjabarkan pedoman perilaku yang merupakan pengejawantahan dari azas-azas umum GCG dan menjadi acuan bagi setiap organ Bank dan Karyawan dalam menjalankan kegiatan usahanya</p>	<p><i>corporate values in materializing the Vision and Mission of the Bank.</i></p> <p><u>Mission</u></p> <p><i>Together, we create opportunities to growth and a more meaningful life.</i></p> <p><u>Vision</u></p> <p><i>To be the best Sharia Bank for financial inclusive, making a difference in the lives of millions of Indonesian people.</i></p> <p><u>Values (PRISMA)</u></p> <p><i>Professionalism, Integrity, Mutual Respect and teamwork (the Indonesian acronym is PRISMA).</i></p> <p><u>Single Identity</u></p> <p><i>As # Bankirpemberdaya</i></p> <p>2.6. Internal Policies and Regulations at the Bank</p> <p><i>It constitutes a description of the Bank's internal policies and provisions which are managed in a certain structure and hierarchy to ensure that their implementation is consistent with one another, with the prevailing policies or provisions at the Bank.</i></p> <p><i>This includes GCG Policies, Bank Policies and Company Regulations, Program Procedures and Products, Technical Guidelines and other provisions.</i></p> <p>2.7. Ethics Code</p> <p><i>It elaborates the code of conduct which constitutes the embodiment of the general principles of GCG and becomes a reference for every organ of the Bank and the Employees in</i></p>
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sehari-hari sehingga akhirnya menjadi bagian dari budaya Perusahaan.

Termasuk didalamnya tujuan dari Kode Etik, Ruang Lingkup Kode Etik (yang mengatur Kepatuhan terhadap Hukum, Peraturan Perundangan dan Prinsip-Prinsip Syariah, Penanganan atas Benturan Kepentingan, Penanganan terhadap Penyalahgunaan Wewenang, Hubungan Usaha yang Wajar, Kerahasiaan, Pelaporan atas Pelanggaran dan Perlindungan bagi Pelapor, Menciptakan Lingkungan Kerja yang Kondusif, Suap dan Korupsi, Ketentuan atas Pemberian dan Penerimaan Hadiah/Hiburan, Anti Pencucian Uang, Informasi Orang Dalam dan Transaksi Investasi dan Kepemilikan Pribadi), Penegakan Kode Etik di Bank, Tindakan Bank terhadap Pelanggaran terhadap Kode Etik, serta tersedianya Saluran Pelaporan di Bank.

2.8. Struktur Tata Kelola Perusahaan

Merupakan penjabaran terkait Organ yang ada Bank, yang terdiri dari:

2.8.1. Pemegang Saham

Menjabarkan Kualifikasi, penggantian dan atau penambahan pemilik Bank atau Pemegang Saham Pengendali, Sumber Dana, Pemegang Saham Pengendali, Penilaian Kemampuan dan Kepatutan oleh Otoritas Jasa Keuangan, Batas Maksimum Kepemilikan Saham, Pengecualian Batas Kepemilikan Saham, Pencatatan Saham (Daftar Pemegang Saham), Hak dan Tanggung Jawab Pemegang Saham, Perlindungan Pemegang Saham Minoritas, Kebijakan Deviden, Rapat Umum Pemegang Saham;

carrying out their normal course of business, therefore, they will eventually become parts of the Company's culture.

This includes the objectives of the Ethics Code, the Scope of the Ethics Code (which regulates the Compliance towards Laws, Legislations and Sharia Principles, Handling of Conflicts of Interest, Handling of Abuse of Authority, Fair Business Relations, Confidentiality, Reporting of Violations and Protection for Whistleblowers, Creating a Conducive Work Environment, Bribery and Corruption, Provisions on Giving and Accepting Gifts/Entertainment, Anti-Money Laundering, Insider Information and Investment Transactions and Personal Ownership), Enforcement of the Ethics Code at the Bank, Bank's Actions towards the Violations against the Ethics Code, as well as the availability of Reporting Channels at the Bank.

2.8. Corporate Governance Structure

It constitutes a description related to the existing Organs at the Bank, which consists of:

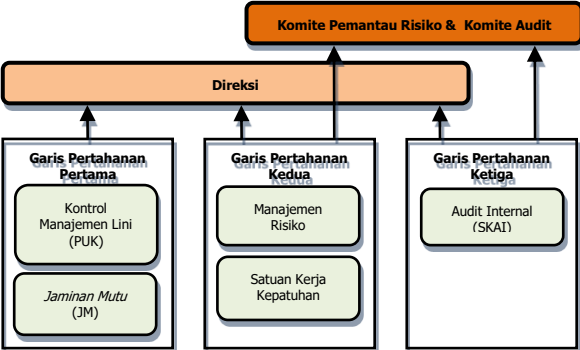
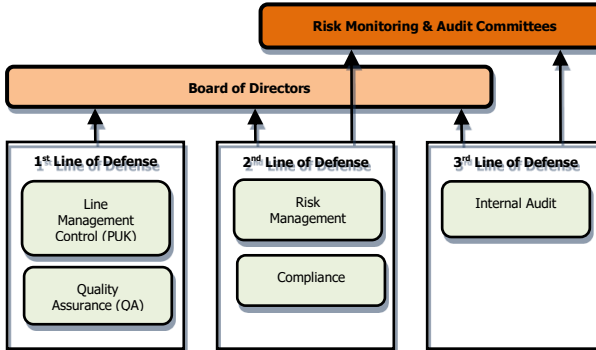
2.8.1. Shareholders

It describes the Qualifications, replacement and or addition of the owners of the Bank or the Controlling Shareholders, the Source of Funds, the Controlling Shareholder, the Fit and Proper Test by the Financial Services Authority, Maximum Limit of Share Ownership, Exception to the Share Ownership Limit, Recording of Shares (Shareholders Register), Rights and Obligations of the Shareholders, Protection of Minority Shareholders, Dividend Policy, General Meeting of Shareholders;

<p>2.8.2. Dewan Komisaris</p> <p>Menjabarkan Kualifikasi, Komposisi (Organisasi), Independensi, Nominasi anggota, Pengangkatan dan Penggantian Anggota, Orientasi, Masa Jabatan, Tugas dan Tanggung Jawab, Aspek Transparansi, Pendidikan dan Pelatihan, Penanganan Benturan Kepentingan, Proses Pengambilan Keputusan, Evaluasi dan Succession Planning, Remunerasi bagi Dewan Komisaris.</p> <p>Dewan Komisaris menyampaikan laporan berkala kepada Otoritas Jasa Keuangan sebagai bagian tugas dan tanggung jawab pengawasan dan pemantauan atas Rencana Bisnis Bank (RBB), Rencana Korporasi, Rencana Aksi Keuangan Berkelanjutan (RAKB), Evaluasi Kepatuhan, Evaluasi atas Kinerja Komite setingkat Dewan Komisaris, Laporan Tahunan, serta laporan lainnya sesuai ketentuan.</p> <p>2.8.3. Komite setingkat Dewan Komisaris</p> <p>Menjabarkan Organisasi (keanggotaan), Tugas dan Tanggung Jawab serta Monitoring dan Pelaporan dari Komite setingkat Dewan Komisaris yang ada di Bank yaitu:</p> <ul style="list-style-type: none"> • Komite Audit, • Komite Pemantau Risiko, • Komite Nominasi dan Remunerasi. <p>Seluruh Komite setingkat Dewan Komisaris di Bank telah memiliki Struktur Keanggotaan, Pedoman dan Tata Tertib Kerja serta Jadwal Rapat berkala sesuai ketentuan.</p>	<p>2.8.2. The Board of Commissioners</p> <p><i>It describes the Qualifications, Composition (of the Organization), Independence, Nomination of members, Appointment and Replacement of Members, Orientation, Term of Office, Duties and Responsibilities, Transparency Aspect, Education and Training, Handling of Conflicts of Interest, Decision Making Process, Evaluation and Succession Planning, Remuneration for the Board of Commissioners.</i></p> <p><i>The Board of Commissioners will submit periodic reports to the Financial Services Authority as part of the supervisory and monitoring duties and responsibilities over the Bank's Business Plan (RBB), Corporate Plan, Sustainable Finance Action Plan (RAKB), the Compliance Evaluation, Performance Evaluation of the Board of Commissioners level Committees, the Annual Reports, as well as other reports in accordance with the provisions.</i></p> <p>2.8.3. Board of Commissioners level Committees</p> <p><i>It describe the Organization (membership), the Duties and Responsibilities as well as Monitoring and Reporting from the Board of Commissioners level Committees existing in the Bank, which are:</i></p> <ul style="list-style-type: none"> • <i>The Audit Committee,</i> • <i>The Risk Monitoring Committee,</i> • <i>The Nomination and Remuneration Committee.</i> <p><i>The entire Board of Commissioners level Committees in the Bank have already had in place the Membership Structure, the Work Guidelines and Order as well as periodic Meeting Schedule in accordance with the provisions.</i></p>
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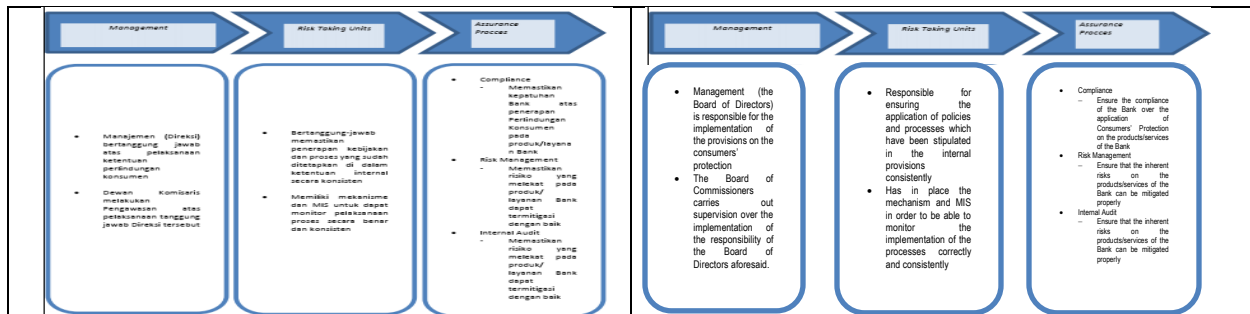
<p>Kebijakan GCG mengatur pula Komite setingkat Dewan Komisaris lainnya yaitu:</p> <ul style="list-style-type: none"> • Komite Tata Kelola Perusahaan <p>sebagai bentuk pengejawantahan dari Penerapan Tata Kelola dalam Grup Keuangan.</p> <p>Komite Tata Kelola Perusahaan telah memiliki Struktur dan Keanggotaan, pengaturan Tugas dan Tanggung Jawab, Pengaturan Rapat, Pedoman serta melakukan pemenuhan pelaporan Penilaian pelaksanaan Tata Kelola perusahaan dalam Grup Keuangan dengan PT Bank BTPN Tbk selaku Entitas Koordinator.</p> <p>Komite menyampaikan Laporan Tahunan pelaksanaan Tata Kelola Perusahaan kepada Entitas Koordinator dan Otoritas Jasa Keuangan.</p> <p>2.8.4. Dewan Pengawas Syariah</p> <p>Menjabarkan kualifikasi, Proses Seleksi, Komposisi (Organisasi), Orientasi, Masa Jabatan, Tugas dan Tanggung Jawab, Proses Pengambilan Keputusan, Transparansi, Etika Kerja, Penanganan Benturan Kepentingan, Akses terhadap Informasi, Kompensasi, Program Pengembangan.</p> <p>Dewan Pengawas Syariah menyampaikan laporan berkala kepada Otoritas Jasa Keuangan sebagai bagian tugas dan tanggung jawab pengawasan dan pemantauan Kepatuhan Bank terhadap Prinsip-prinsip Syariah, Laporan Tahunan, serta laporan lainnya sesuai ketentuan.</p>	<p><i>The GCG policy also regulates other Board of Commissioners level Committees which are;</i></p> <ul style="list-style-type: none"> • <i>Good Corporate Governance Committee</i> <p><i>as a form of embodiment of the Implementation of Integrated Governance within the financial group.</i></p> <p><i>The Good Corporate Governance Committee has in place the Structure and Membership, the arrangements for Duties and Responsibilities, the Arrangements for Meetings, Guidelines as well as carries out the fulfillment of reporting on the Assessment over the implementation of the Good Corporate Governance having coordinated by PT Bank BTPN Tbk as Lead Coordinator.</i></p> <p><i>The Committee will submit the Annual Report on the implementation of Integrated Governance to the Lead Coordinator and to the Financial Services Authority.</i></p> <p>2.8.4. Sharia Supervisory Board</p> <p><i>It describe the qualifications, Selection Process, Composition (Organization), Orientation, Term of Office, Duties and Responsibilities, Decision Making Process, Transparency, Work Ethics, Handling of Conflicts of Interest, Access to Information, Compensation, Development Program.</i></p> <p><i>The Sharia Supervisory Board will submit the periodic report to the Financial Services Authority as a part of the supervisory and monitoring duties and responsibilities of Bank Compliance towards the Sharia Principles, the Annual Report, as well as other reports in accordance with the provisions.</i></p>
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<p>2.8.5. Direksi</p> <p>Menjabarkan Kualifikasi, Komposisi, Independensi, Nominasi Anggota, Pengangkatan dan Penggantian, Orientasi, Masa Jabatan, Tugas dan Tanggung Jawab, Pemberian Wewenang, Aspek Transparansi, Pelatihan dan Pendidikan, Penanganan Benturan Kepentingan, Pengambilan Keputusan, Evaluasi Kinerja, Remunerasi, Prosedur Penetapan Remunerasi.</p> <p>Dalam melaksanakan tugasnya, Direksi di Bank telah membentuk Komite setingkat Direksi, yang terdiri dari:</p> <ul style="list-style-type: none"> • ALCO (<i>Assets and Liabilities Committee</i>) • Komite Manajemen Risiko • Komite Pengarah Teknologi Informasi • Komite <i>Human Capital</i> • Komite Bisnis • Komite Kebijakan Pembiayaan <p>Seluruh Komite setingkat Direksi di Bank telah memiliki Struktur Keanggotaan, Pedoman dan Tata Tertib Kerja serta Jadwal Rapat berkala sesuai ketentuan.</p> <p>Direksi melakukan pemenuhan kewajiban Pelaporan serta Keterbukaan Informasi sesuai ketentuan.</p>	<p>2.8.5. Board of Directors</p> <p><i>It describes the Qualifications, Composition, Independence, Nomination of Members, Appointment and Replacement, Orientation, Term of Office, Duties and Responsibilities, Granting of Authorities, Transparency Aspects, Training and Education, Handling of Conflicts of Interest, Decision Making, Performance Evaluation, Remuneration, Remuneration Determination Procedure.</i></p> <p><i>In carrying out its duties, the Board of Directors at the Bank has formed the Board of Directors level Committees, which consist of:</i></p> <ul style="list-style-type: none"> • <i>ALCO (Assets and Liabilities Committee)</i> • <i>The Risk Management Committee</i> • <i>The Information Technology Steering Committee</i> • <i>The Human Capital Committee</i> • <i>The Business Committee</i> • <i>The Financing Policy Committee</i> <p><i>The entire Board of Directors level Committees at the Bank have already had the Membership Structure, the Work Guidelines and Order as well as the periodic Meeting Schedule in accordance with the provisions.</i></p> <p><i>The Board of Directors will carry out the fulfillment of the Reporting obligations as well as the Information Disclosure in accordance with the provisions.</i></p>
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<p>BAB 3</p> <p>Strategi Bank</p> <p>Menjabarkan Rencana Bisnis Bank, Rencana Korporasi, <i>Key Strategic Initiative</i> serta <i>Risk Appetite</i> yang diterapkan di Bank.</p>	<p>CHAPTER 3</p> <p>Bank Strategies</p> <p><i>It describes the Bank's Business Plan, Corporate Plan, Key Strategic Initiative as well as Risk Appetite implemented in the Bank.</i></p>
<p>BAB 4</p> <p>Sistem Pengendalian Internal dan Assurance di Bank</p> <p>Menjabarkan bahwa Bank telah memiliki Sistem Pengendalian Internal dan Assurance.</p> <p>4.1. Sistem Pengendalian Internal</p> <p>Menjabarkan penerapan kerangka kerja pengendalian internal di Bank dengan pendekatan pertahanan berlapis (<i>three lines of defense</i>) yang masing-masing bekerja secara independen.</p>  <p>4.2. Manajemen Risiko</p> <p>Menjabarkan bahwa Tujuan Utama Pengelolaan Risiko di Bank adalah menjaga kinerja, reputasi Bank dan penggunaan modal yang efektif dalam mendukung kegiatan operasional sejalan dengan Visi dan Misi Bank.</p>	<p>CHAPTER 4</p> <p>Internal Control System and Assurance at the Bank</p> <p><i>It describes that the Bank has already had the Internal Control System and Assurance.</i></p> <p>4.1. Internal Control System</p> <p><i>It describes the application of internal control framework at the Bank layered defense (with a three-lines of defense) approach, each of which working independently.</i></p>  <p>4.2. Risk Management</p> <p><i>It describes that the Main Purpose of Risk Management at the Bank is to maintain the Bank's performance, reputation and effective use of the capital in supporting the operational activities in line with the Bank's Vision and Mission.</i></p>

<p>Bahwa Penerapan Manajemen Risiko di Bank dilakukan, baik secara individu maupun secara konsolidasi dengan Induk Perusahaan.</p> <p>Bank tunduk kepada ketentuan yang berlaku sehubungan dengan Penerapan Manajemen Risiko bagi Bank Umum Syariah dalam meningkatkan GCG dan manajemen risiko di industri perbankan.</p> <p>Manajemen Risiko yang dimiliki Bank termasuk Kerangka Manajemen Risiko, Hirarki Ketentuan yang terstruktur, sistematis dan mudah dipahami, Organisasi Manajemen Risiko).</p> <p>4.3. Fungsi Kepatuhan</p> <p>Menjabarkan fungsi Kepatuhan di Bank yang bertanggung jawab melakukan serangkaian kegiatan atau langkah-langkah <i>preventive</i> untuk memastikan Bank telah melakukan pengendalian risiko secara memadai dengan menetapkan kerangka kerja Kepatuhan yang menjadi Acuan pelaksanaan fungsi kepatuhan, termasuk didalamnya Pengelolaan Risiko Kepatuhan, Budaya Kepatuhan.</p> <p>4.4. Internal Audit</p> <p>Menjabarkan Unit Independen yang dimiliki Bank dengan tugas utama melakukan pengawasan dan konsultasi melalui evaluasi atas Manajemen Risiko, efektivitas Pengendalian Internal dan Tata Kelola pada seluruh aspek kegiatan Bank.</p> <p>Bank mengatur Pengangkatan, Penggantian dan Pemberhentian Kepala Internal Audit, Kerangka Kerja Internal Audit, Memeriksa dan Mengkoreksi Kekurangan serta telah terbentuknya fungsi-fungsi utama Internal Audit di Bank.</p>	<p><i>Whereas the application of Risk Management in the Bank is carried out, both individually and in consolidation with the Parent Company.</i></p> <p><i>Banks are subject to the prevailing provisions in relation to the Application of Risk Management for Sharia Commercial Banks in improving GCG and risk management in the banking industry.</i></p> <p><i>The Risk Management owned by the Bank will include the Risk Management Framework, the structured, systematic and easy-to-understand Hierarchy of Provisions, the Risk Management Organization).</i></p> <p>4.3. Compliance Function</p> <p><i>It describe the Compliance function at the Bank which is responsible for carrying out a series of activities or preventive measures to ensure that the Bank has adequately carried out risk control by establishing a Compliance framework which becomes the Reference for the implementation of compliance function, including the Compliance Risk Management, the Compliance Culture.</i></p> <p>4.4. Internal Audit</p> <p><i>It describes the Independent Units owned by the Bank with the main task of carrying out supervision and consultation through evaluation of the Risk Management, the effectiveness of Internal Control and the Governance on the entire aspects of the Bank's activities.</i></p> <p><i>The Bank will regulate the Appointment, Replacement and Dismissal of the Head of Internal Audit, the Internal Audit Framework, Audit and Correct Deficiencies as well as the establishment of the main functions of Internal Audit at the Bank.</i></p>
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<p>4.5. Audit Eksternal</p> <p>Menjabarkan peran Bank dalam meningkatkan keandalan laporan keuangan dan informasi financial lainnya serta bentuk kepatuhan Bank terhadap standar pelaksanaan fungsi audit intern melalui kehadiran pihak independen eksternal yang memeriksa buku Bank dengan merujuk kepada ketentuan yang berlaku.</p> <p>Bank tunduk kepada ketentuan yang berlaku terkait penunjukan kantor akuntan publik dan akuntan publik.</p> <p>4.6. Perlindungan Konsumen</p> <p>Menjabarkan peran Bank dalam melindungi dan memastikan dilaksanakannya Perlindungan Konsumen Sektor Jasa Keuangan sesuai dengan peraturan perundangan. Bank mengatur Prinsip Umum Perlindungan Konsumen yang meliputi:</p> <ul style="list-style-type: none"> • Transparansi • Perlakukan Adil • Keandalan • Kerahasiaan dan Keamanan Data/Informasi Konsumen • Penanganan Pengaduan serta penyelesaian sengketa konsumen secara sederhana, tepat dan biaya terjangkau. <p>Bank telah memiliki suatu Struktur Perlindungan Konsumen dalam menangani dan menyelesaikan pengaduan konsumen, serta Mekanisme Layanan Pengaduan Konsumen.</p>	<p>4.5. External Audit</p> <p><i>It describes the role of the Bank in improving the reliability of the financial statement and other financial information as well as the form of the Bank's compliance towards the implementation standard of internal audit function through the presence of the external independent party auditing the books of the Bank by referring to the prevailing provisions.</i></p> <p><i>The Banks will be subject to the prevailing provisions related to the appointment of public accounting firms and public accountants.</i></p> <p>4.6. Consumers' Protection</p> <p><i>It describes the role of the Bank in protecting and ensuring the implementation of Consumers' Protection in the Financial Services Sector in accordance with the laws and regulations. The Bank will regulate the General Principles of Consumers' Protection which include:</i></p> <ul style="list-style-type: none"> • <i>Transparency</i> • <i>Fair Treatment</i> • <i>Reliability</i> • <i>Confidentiality and Security of the Consumers' Data/Information</i> • <i>Handling of Complaint as well as the settlement of consumers' disputes in a simple, precise and affordable manner.</i> <p><i>The Bank has already had in place the Consumers' Protection Structure in handling and settling consumers' complaints, as well as the Consumers' Complaint Services Mechanism</i></p>
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4.7. Batas Maksimum Penyaluran Dana (BMPD)

Menjabarkan Kegiatan Bank dalam meningkatkan perannya dalam perekonomian dengan melakukan langkah-langkah untuk dapat mendukung pertumbuhan ekonomi, termasuk pembiayaan di sektor riil, berdasarkan prinsip kehati-hatian, pengelolaan risiko yang baik.

Bank telah memiliki mekanisme serta ketentuan dalam memberikan penyediaan dana khususnya Dana kepada Pihak Terkait, Penyaluran Dana Besar ataupun Penyaluran Dana kepada Pihak Terkait yang memiliki kepentingan terhadap Bank.

Bank mengedepankan aspek transparansi terhadap kondisi keuangan dan non keuangan kepada Pemangku Kepentingan serta melaksanakan publikasi laporan keuangan secara tepat waktu sesuai ketentuan.

4.8. Pelaksanaan Prinsip Syariah dalam Kegiatan Perhimpunan Dana dan Penyaluran Dana serta Layanan Jasa

Menjabarkan pelaksanaan prinsip syariah dalam kegiatan perhimpunan dana dan penyaluran dana serta layanan jasa di Bank sebagai Bank Umum Syariah yang tunduk kepada ketentuan Bank Umum Syariah.

4.7. Legal Lending Limit (LLL)

It describes the Bank's activities in increasing its role in the economy by taking the steps in order to support the economic growth, including the financing in the real sector, based on the prudence principles, good risk management.

The Banks has already had in place the mechanisms and provisions in providing funds, particularly Funds to the Related Parties, the Distribution of Large Funds or the Distribution of Funds to the Related Parties having certain interests toward the Bank.

The Bank will prioritize the transparency aspect towards financial and non-financial conditions to the Stakeholders as well as carry out timely publication of the financial statements in accordance with provisions.

4.8. Implementation of Sharia Principles in Fund Collection and Fund Distribution as well as Services Activities

It describes the implementation of sharia principles in fund collection and fund distribution as well as services activities at the Bank as a Sharia Commercial Bank which is subject to the provisions of Sharia Commercial Banks.

<p>4.9. Pelaporan Internal</p> <p>Menjabarkan kepastian Bank dalam memastikan ketersediaan dan kecukupan pelaporan internal yang didukung sistem informasi yang memadai untuk mendukung proses pengambilan keputusan Direksi serta kualitas proses pengawasan oleh Dewan Komisaris dan Dewan Pengawas Syariah.</p> <p>4.10. Ketentuan sehubungan Transaksi Afiliasi dan Transaksi Benturan Kepentingan, Penanganan Benturan Kepentingan di Bank</p> <p>Menjabarkan ketentuan Bank dalam pelaksanaan suatu transaksi afiliasi maupun transaksi benturan kepentingan sebagaimana diatur dalam ketentuan perundangan.</p> <p>Bank telah memiliki prosedur internal yang memadai terkait penanganan pelaksanaan suatu transaksi afiliasi dan transaksi benturan kepentingan dan memastikan kondisi yang menunjukkan suatu transaksi dilaksanakan sesuai dengan ketentuan praktik bisnis yang berlaku umum dan memenuhi antara lain prinsip transaksi yang wajar (<i>arms's length</i>).</p> <p>Bank memastikan dilakukannya keterbukaan informasi kepada publik dan menyampaikan laporan kepada Otoritas Jasa Keuangan sesuai ketentuan.</p> <p>4.11. Penanganan Benturan Kepentingan</p> <p>Menjabarkan penerapan ketentuan yang berlaku di Bank dalam hal terjadi benturan kepentingan.</p>	<p>4.9. Internal Reporting</p> <p><i>It describes the Bank's certainty in ensuring the availability and adequacy of internal reporting supported by an adequate information system to support the decision-making process of the Board of Directors as well as the quality of the supervisory process by the Board of Commissioners and the Sharia Supervisory Board.</i></p> <p>4.10. Provisions related to Affiliated Transactions and Conflict of Interest Transaction, the Handling of Conflict of Interest at the Bank</p> <p><i>It describes the Bank's provisions in the implementation of an affiliated transaction or conflict of interest transaction as stipulated in the provisions of the legislations.</i></p> <p><i>The Bank has already had in place the adequate internal procedures related to handling of implementation of an affiliated transaction and conflict of interest transaction and will ensure that the condition which indicates a transaction is carried out in accordance with the provisions of the generally accepted business practices and it fulfill, among others, the principles of fair (arm's length) transactions).</i></p> <p><i>The Bank ensures the implementation of information disclosure to the public and will submit reports to the Financial Services Authority in accordance with the provisions.</i></p> <p>4.11. Handling of Conflict of Interest</p> <p><i>It describes the application of the prevailing provisions at the Bank in the event of a conflict of interest.</i></p>
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<p>Bank telah memiliki prosedur internal sehubungan penanganan benturan kepentingan yang mengikat setiap pengurus dan pegawai Bank.</p>	<p><i>The Bank has already had in place the internal procedures in relation to the handling of conflicts of interest which are binding every management and employee of the Bank.</i></p>
<p>4.12. Laporan dan Penilaian Pelaksanaan GCG</p>	<p>4.12. GCG Implementation Reports and Assessment</p>
<p>Menjabarkan komitmen Bank dalam menyusun Laporan Pelaksanaan GCG setiap akhir tahun dengan cakupan laporan sebagaimana diatur dalam ketentuan pelaksanaan GCG bagi Bank Umum Syariah dan Unit Usaha Syariah.</p>	<p><i>It describes the Bank's commitment in preparing the GCG Implementation Report at the end of each year with the report coverage as stipulated in the GCG implementing provisions for Sharia Commercial Banks and Sharia Business Units.</i></p>
<p>Bank melaporkan Penilaian Pelaksanaan GCG kepada Pemegang Saham dan Lembaga terkait dan tercantum dalam Situs Web Bank secara tepat waktu.</p>	<p><i>The Bank will report the GCG Implementation Assessment to the Shareholders and the related Institutions and it will be posted on the Bank's Website in a timely manner.</i></p>
<p>4.13. Penilaian Sendiri GCG (Self-Assessment GCG)</p>	<p>4.13. GCG Self-Assessment</p>
<p>Menjabarkan komitmen Bank dalam melaksanakan Penilaian sendiri atas penerapan GCG setiap Semester dengan cakupan Penilaian dan kertas kerja sebagaimana diatur dalam ketentuan pelaksanaan GCG bagi Bank Umum Syariah dan Unit Usaha Syariah.</p>	<p><i>It describes the Bank's commitment in carrying out self-Assessment over the application of GCG every Semester with the Assessment coverage and working papers as stipulated in the GCG implementing provisions for Sharia Commercial Banks and Sharia Business Units.</i></p>
<p>4.14. Tanggung Jawab terhadap lingkungan dan Praktik Kesehatan dan Keselamatan Kerja</p>	<p>4.14. Environmental accountability and Occupational Health and Safety Practices</p>
<p>Menjabarkan tanggung jawab Bank dalam menjaga lingkungan dengan memastikan penyaluran pembiayaan yang diberikan tidak digunakan untuk kegiatan yang memberikan dampak negatif pada lingkungan.</p>	<p><i>It describes the Bank's responsibilities in protecting the environment by ensuring that the distribution of the provided financing is not used for activities generating in negative impacts on the environment.</i></p>
<p>Bank memiliki Program dalam meningkatkan kesadaran atas perlindungan lingkungan hidup melalui media komunikasi internal dan melalui program DAYA bagi Nasabah.</p>	<p><i>The Bank has in place the Program in improving awareness over environmental protection through internal communication media and through the DAYA program for the Customers.</i></p>

<p>4.15. Kesehatan dan Keselamatan Kerja</p> <p>Menjabarkan komitmen Bank dalam mengutamakan keselamatan dan kesehatan Karyawan ditempat kerja agar terhindar dari risiko kecelakaan kerja dan penyakit akibat kerja sehingga tercipta lingkungan kerja yang aman dan kondusif.</p>	<p>4.15. Occupational Health and Safety</p> <p><i>It describes the Bank's commitment in prioritizing the safety and health of the Employees at workplace in order to avoid the risks of work accidents and occupational diseases, therefore, can be created a safe and conducive working environment.</i></p>
<p>BAB 5</p> <p>Pengelolaan Sumber Daya Manusia di Bank</p> <p>Menjabarkan bahwa Bank mengelola secara baik Sumber Daya Manusia.</p> <p>Pengelolaan Sumber Daya Manusia meliputi tersedianya Struktur Organisasi dan Manajemen, Rekrutmen, Pemberian <i>Rewards</i> dan <i>Performance Management, Learning Development, Talent Management, Employee Engagement</i>, Hubungan Industrial, serta <i>Whistle Blowing System</i> sebagai sarana dalam proses eskalasi.</p>	<p>CHAPTER 5</p> <p><i>Human Resources Management at the Bank</i></p> <p><i>It describes that the Bank manages well the Human Resources.</i></p> <p><i>The Human Resource Management will include the availability of Organizational and Management Structure, Recruitment, Rewards Awarding and Performance Management, Learning Development, Talent Management, Employee Engagement, Industrial Relations, and Whistle Blowing System as the facilities in the escalation process.</i></p>
<p>BAB 6</p> <p>Transparansi dan Keterbukaan Informasi</p> <p>Menjabarkan prinsip keterbukaan informasi di Bank sebagai pedoman umum selaku Perusahaan Publik yang tunduk kepada Undang-Undang Pasar Modal, serta konsisten dalam menyampaikan informasi kepada masyarakat secara tepat waktu, yaitu informasi mengenai usaha Bank atau efek nya yang dapat berpengaruh kepada keputusan pemodal terhadap efek dimaksud dan harga dari efek tersebut.</p>	<p>CHAPTER 6</p> <p><i>Transparency and Information Disclosure</i></p> <p><i>It describes the principles of information disclosure at the Bank as the general guidelines as a Public Company who is subject to the Capital Market Law, as well as being consistent in conveying information to the public in a timely manner, which is information regarding the Bank's business or securities which could affect the decisions of the investors towards the relevant securities and the price of such securities.</i></p>

<p>Bank memastikan pentingnya kehadiran Sekretaris Perusahaan dalam membantu Direksi untuk menyampaikan keterbukaan Informasi, baik dari segi keuangan, manajemen, maupun hal lain yang berkaitan dengan kegiatan usaha secara tepat waktu kepada Pemegang Saham.</p> <p>Bank berkomitmen dalam meningkatkan pertumbuhan bisnis sesuai rencana strategis sehingga dimungkinkan pelaksanaan Aksi Korporasi yang bertujuan menggalang pendanaan jangka panjang dimasa mendatang. Dengan adanya Aksi Korporasi, diharapkan Bank dapat menjalankan intermediasinya secara lebih optimal dan terbuka.</p>	<p><i>The Bank will ensure the importance of the presence of the Corporate Secretary in assisting the Board of Directors in conveying information disclosure, either in the perspective of finance, management, and other matters which are relating to business activities in a timely manner to Shareholders.</i></p> <p><i>The Bank is committed to increasing the business growth in accordance with the strategic plan, therefore, it would be possible to implement Corporate Actions aiming at raising long-term funding in the future. With the presence of Corporate Action, it is expected that the Bank can carry out its intermediation in more optimal and open manner.</i></p>
<p>BAB 7</p> <p>Tata Kelola Atas Hak Kepemilikan Informasi dan Komunikasi</p> <p>Menjabarkan Tata Kelola Kepemilikan Informasi serta Komunikasi di Bank dalam hubungannya dengan Para Pemangku Kepentingan.</p> <p>Bank mengatur Pengelolaan dan Pengamanan Informasi, Hak Kekayaan Intelektual (HKI), Hubungan dengan Pemangku Kepentingan yang terkait dengan Tata Kelola Perusahaan, Hubungan dengan Nasabah, Hubungan dengan Mitra Usaha, Hubungan dengan Regulator, Hubungan dengan Induk Perusahaan serta Hubungan dengan Perusahaan Anak.</p> <p>Dalam upaya meningkatkan komunikasi yang berkesinambungan dan efektif dengan Pemegang Saham dan/atau Investor dalam mengungkapkan dan menyampaikan informasi, yang bersifat material tentang Bank maka Bank mengedepankan Prinsip Kewajaran, Kesetaraan,</p>	<p>CHAPTER 7</p> <p>Governance Over the Right of Ownership Of Information and Communication</p> <p><i>It describes the Governance of Ownership of Information and Communication at the Bank in its relation to Stakeholders.</i></p> <p><i>The Bank will regulate the Information Management and Security, the Intellectual Property Rights (IPRs), the Relationship with the Stakeholder Relations in relation to Corporate Governance, the Relationships with the Customers, the Relationship with the Business Partners, the Relationship with the Regulators, the Relationship with the Parent Company as well as the Relationship with the Subsidiary Companies.</i></p> <p><i>In an effort to improve continuous and effective communication with the Shareholders and/or the Investors in disclosing and conveying material information regarding the Bank, then, the Bank will prioritizes the Principles of Fairness, Equality, and Disclosure. The Bank will be subject to</i></p>

<p>dan Keterbukaan. Bank tunduk kepada ketentuan yang berlaku terkait Kerahasiaan Perbankan.</p> <p>Adapun Program dan Waktu Pelaksanaan dalam melakukan komunikasi dengan Pemegang Saham dan/atau Investor dilakukan secara terstruktur berdasarkan program yang waktu pelaksanaannya telah diatur sedemikian rupa, sesuai ketentuan Pasar Modal maupun ketentuan Otoritas Perbankan.</p>	<p><i>prevailing provisions related to Banking Confidentiality.</i></p> <p><i>Whereas the Program and Time for the Implementation in carrying out the communication with the Shareholders and/or the Investors will be carried out in a structured manner based on the program which time of implementation time has been stipulated in such a manner, in accordance with the provisions of the Capital Market and the provisions of the Banking Authority.</i></p>
<p>Definisi dan Istilah</p>	<p><i>Definitions and Terms</i></p>