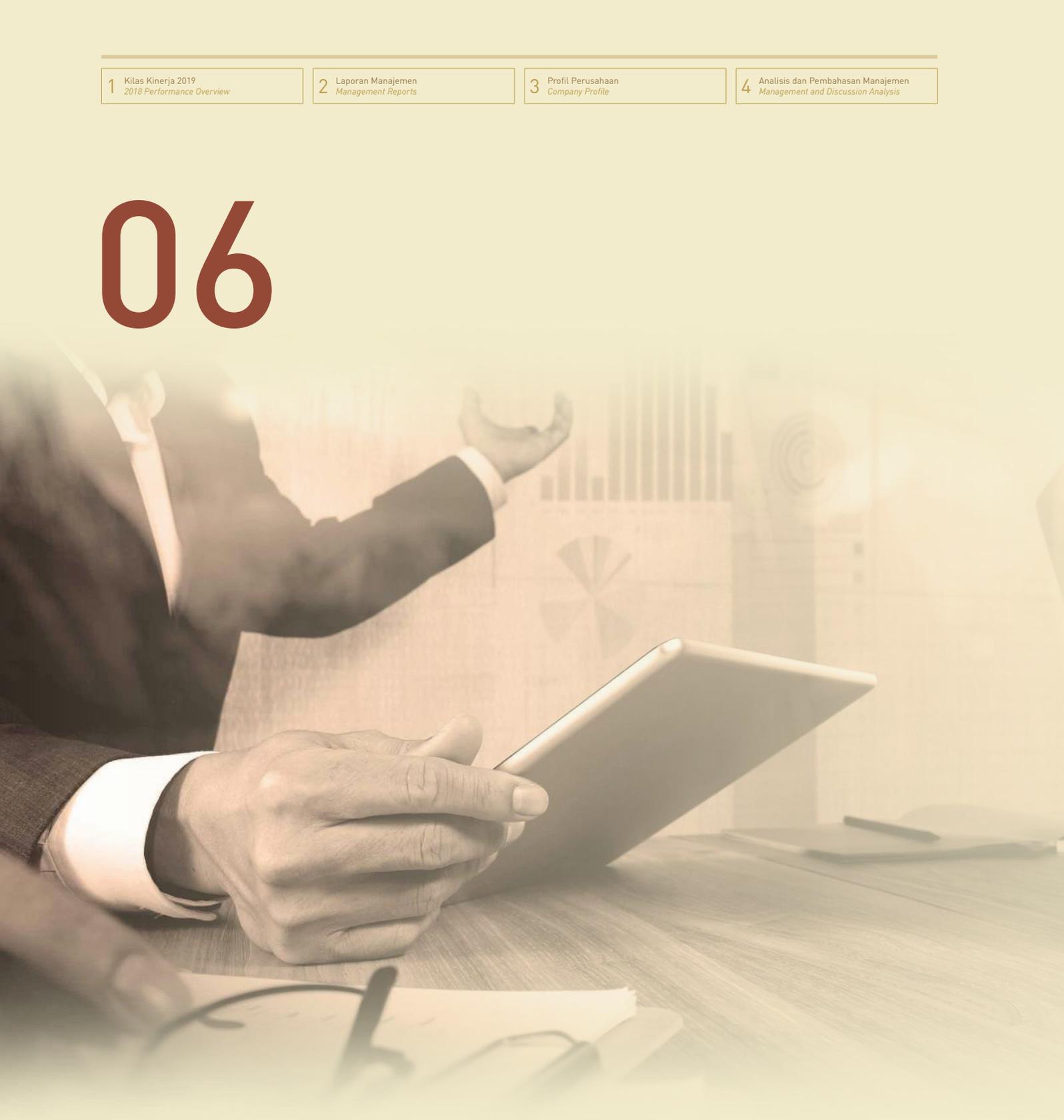


06



Tata Kelola Perusahaan

Corporate Governance



KOMITMEN DAN TUJUAN PENERAPAN TATA KELOLA PERUSAHAAN

Commitment and Objective of Corporate Governance Implementation



Bank Sahabat Sampoerna memandang tata kelola perusahaan yang baik atau *good corporate governance* (GCG) bukan sekedar pemenuhan kewajiban, namun sebagai suatu kebutuhan. Penerapan GCG diyakini sebagai salah satu solusi yang tepat untuk menghadapi perkembangan dan persaingan di industri perbankan yang semakin ketat. Maka dari itu, Bank Sahabat Sampoerna berkomitmen untuk memosisikan GCG sebagai fondasi utama dalam menjalankan bisnis Bank. Setiap kegiatan usaha dipantau kesesuaiannya dengan peraturan perundang-undangan yang berlaku, etika bisnis, dan *best practices*. Hal ini diharapkan dapat memperkuat fundamental dan keunggulan bisnis Bank dalam rangka menjaga eksistensi dan memperkuat posisi Bank Sahabat Sampoerna sebagai bank swasta yang berfokus pada segmen Usaha Mikro, Kecil, dan Menengah (UMKM).

Bank Sahabat Sampoerna considers good corporate governance (GCG) as not merely performing obligations, but also as a necessity. The implementation of GCG is believed to be one of the right solutions to deal with developments and competition in the increasingly tight banking industry. Therefore, Bank Sahabat Sampoerna is committed to positioning GCG as the main foundation in running the Bank's business. Every business activity is monitored for compliance with applicable laws and regulations, business ethics, and best practices. This is expected to strengthen the Bank's fundamentals and business excellence in order to maintain the existence and strengthen the position of Bank Sahabat Sampoerna as a private bank that focuses on Micro, Small, and Medium Enterprises (MSME) segment.

DASAR PENERAPAN TATA KELOLA PERUSAHAAN

Basis of Good Corporate Governance Implementation

Penerapan GCG di lingkungan Bank Sahabat Sampoerna berlandaskan pada peraturan perundang-undangan tentang pengelolaan Bank dan Perseroan Terbatas sebagai berikut:

1. Undang-Undang Dasar Negara Republik Indonesia Tahun 1945;
2. Undang-Undang Republik Indonesia No. 40 Tahun 2007 tentang Perseroan Terbatas;
3. Peraturan Otoritas Jasa Keuangan No. 01/POJK.07/2013 tentang Perlindungan Konsumen Sektor Jasa Keuangan dan Surat Edaran Otoritas Jasa Keuangan No. 02/SEOJK.07/2014 tentang Pelayanan dan Penyelesaian Pengaduan Konsumen pada Pelaku Usaha Jasa Keuangan;
4. Peraturan Otoritas Jasa Keuangan No. 17/POJK.03/2014 dan Surat Edaran Otoritas Jasa keuangan No. 14/SEOJK.03/2015 tentang Penerapan Manajemen Risiko Terintegrasi bagi Konglomerasi Keuangan;
5. Peraturan Otoritas Jasa Keuangan No. 45/POJK.03/2015 dan Surat Edaran Otoritas Jasa Keuangan No. 40/SEOJK.03/2016 perihal Penerapan Tata Kelola dalam Pemberian Remunerasi bagi Bank Umum;
6. Peraturan Otoritas Jasa Keuangan No. 55/POJK.04/2015 tentang Pembentukan dan Pedoman Pelaksanaan Kerja Komite Audit;
7. Peraturan Otoritas Jasa Keuangan No. 56/POJK.04/2015 tentang Pembentukan dan Pedoman Penyusunan Piagam Unit Audit Internal;
8. Peraturan Otoritas Jasa Keuangan No. 04/POJK.03/2016 tentang Penilaian Tingkat Kesehatan Bank Umum;
9. Peraturan Otoritas Jasa Keuangan No. 05/POJK.03/2016 dan Surat Edaran Otoritas Jasa Keuangan No. 25/SEOJK.03/2016 tentang Rencana Bisnis Bank Umum;
10. Peraturan Otoritas Jasa Keuangan No. 06/POJK.03/2016 tentang Kegiatan Usaha dan Jaringan Kantor Berdasarkan Modal Inti Bank dan Surat Edaran Otoritas Jasa Keuangan No. 14/SEOJK.03/2016 tentang Pembukaan Jaringan Kantor Bank Umum Berdasarkan Modal Inti;
11. Peraturan Otoritas Jasa Keuangan No. 09/POJK.03/2016 tentang Prinsip Kehati-hatian Bank Umum yang Melakukan Penyerahan sebagian Pelaksanaan Kerja kepada Pihak Lain;
12. Peraturan Otoritas Jasa Keuangan No. 18/POJK.03/2016 dan Surat Edaran Otoritas Jasa Keuangan No. 34/SEOJK.03/2016 tentang Penerapan Manajemen Risiko bagi Bank Umum;
13. Peraturan Otoritas Jasa Keuangan No. 32/POJK.03/2016 tentang Perubahan atas Peraturan Otoritas Jasa Keuangan No. 6/POJK.03/2015 tentang Transparansi dan Publikasi Laporan Bank dan Surat Edaran Otoritas Jasa Keuangan No. 43/SEOJK.03/2016 tentang Transparansi dan Publikasi Laporan Bank Umum Konvensional;
14. Peraturan Otoritas Jasa Keuangan No. 34/POJK.03/2016 tentang Perubahan POJK No. 11/POJK.03/2016 tentang Kewajiban Penyediaan Modal Minimum bagi Bank Umum;
15. Peraturan Otoritas Jasa Keuangan No. 38/POJK.03/2016 tentang Penerapan Manajemen Risiko dalam Penggunaan Teknologi Informasi oleh Bank Umum;

The GCG implementation in Bank Sahabat Sampoerna is based on the following laws and regulations on the management of Banks and Limited Liability Companies:

1. *The 1945 Constitutions of the Republic of Indonesia;*
2. *Law of the Republic of Indonesia No. 40 of 2007 on Limited Liability Company;*
3. *Financial Services Authority Regulation No. 01/POJK.07/2013 on Customer Protection in Financial Services Sector and Financial Services Authority Circular No. 02/SEOJK.07/2014 on Customer Complaint Services and Settlement of Financial Service Providers;*
4. *Financial Services Authority Regulation No. 17/POJK.03/2014 and Financial Services Authority Circular No. 14/SEOJK.03/2015 on Implementation of Integrated Risk Management for Financial Conglomeration;*
5. *Financial Services Authority Regulation No. 45/POJK.03/2015 and Financial Services Authority Circular No. 40/SEOJK.03/2016 on Implementation of Governance in Providing Remuneration for Commercial Bank;*
6. *Financial Services Authority Regulation No. 55/POJK.04/2015 on Establishment and Guidelines of Work Implementation of the Audit Committee;*
7. *Financial Services Authority Regulation No. 56/POJK.04/2015 on Establishment and Guidelines to Prepare Internal Audit Unit Charter;*
8. *Financial Services Authority Regulation No. 04/POJK.03/2016 on Sound Level Assessment of Commercial Bank;*
9. *Financial Services Authority Regulation No. 05/POJK.03/2016 and Financial Services Authority Circular No. 25/SEOJK.03/2016 on Commercial Bank's Business Plans;*
10. *Financial Services Authority Regulation No. 06/POJK.03/2016 on Business Activities and Office Networks Based on Bank's Core Capital and Financial Services Authority Circular No. 14/SEOJK.03/2016 on Opening Office Network of Commercial Bank Based on Core Capital;*
11. *Financial Services Authority Regulation No. 09/POJK.03/2016 on Prudential Principles of Commercial Banks that Assign Partial Work Performance to Other Parties;*
12. *Financial Services Authority Regulation No. 18/POJK.03/2016 and Financial Services Authority Circular No. 34/SEOJK.03/2016 on Implementation of Risk Management for Commercial Bank;*
13. *Financial Services Authority Regulation No. 32/POJK.03/2016 on Amendment to Financial Services Authority Regulation No. 6/POJK.03/2015 on Transparency and Publication of Bank Statements and Financial Services Authority Circular No. 43/SEOJK.03/2016 on Transparency and Publication of Conventional Commercial Bank Reports;*
14. *Financial Services Authority Regulation No. 34/POJK.03/2016 on Amendment to POJK No. 11/POJK.03/2016 on the Minimum Capital Adequacy of Commercial Bank;*
15. *Financial Services Authority Regulation No. 38/POJK.03/2016 on Implementation of Risk Management in the Use of Information Technology for Commercial Bank;*

16. Peraturan Otoritas Jasa Keuangan No. 55/POJK.03.2016 dan Surat Edaran Otoritas Jasa Keuangan No. 13/SEOJK.03/2017 tentang Penerapan Tata Kelola bagi Bank Umum;
17. Peraturan Otoritas Jasa Keuangan No. 56/POJK.03/2016 tentang Kepemilikan Saham Bank Umum;
18. Surat Edaran Otoritas Jasa Keuangan No. 39/SEOJK.03/2016 tentang Penilaian Kemampuan dan Kepatuhan bagi Calon Pemegang Saham Pengendali, Calon Anggota Direksi, dan Calon Anggota Komisaris Bank;
19. Surat Edaran Otoritas Jasa Keuangan No. 41/SEOJK.03/2016 tentang Tata Cara Penerbitan Sertifikat Deposito;
20. Surat Edaran Otoritas Jasa Keuangan No. 20/SEOJK.03/2016 tentang Fitur Konversi Menjadi Saham Biasa atau *Write Down* terhadap Instrumen Modal Inti Tambahan dan Modal Pelengkap;
21. Surat Edaran Otoritas Jasa Keuangan No. 24/SEOJK.03/2016 tentang Perhitungan Aset Tertimbang Menurut Risiko untuk Risiko Operasional dengan Menggunakan Pendekatan Indikator Standar;
22. Surat Edaran Otoritas Jasa Keuangan No. 26/SEOJK.03/2016 tentang Kewajiban Penyediaan Modal Minimum Sesuai Profil Risiko dan Pemenuhan *Capital Equivalency Maintained Asset*;
23. Surat Edaran Otoritas Jasa Keuangan No. 27/SEOJK.03/2016 tentang Kegiatan Usaha Bank Umum berdasarkan Modal Inti;
24. Surat Edaran Otoritas Jasa Keuangan No. 38/SEOJK.03/2016 tentang Pedoman Penggunaan Metode Standar dalam Perhitungan Kewajiban Penyediaan Modal Minimum Bank Umum dengan Memperhitungkan Risiko Pasar;
25. Surat Edaran Otoritas Jasa Keuangan No. 42/SEOJK.03/2016 tentang Pedoman Perhitungan Aset Tertimbang Menurut Risiko untuk Risiko Kredit dengan Menggunakan Pendekatan Standar;
26. Peraturan Bank Indonesia No. 18/5/PBI/2016 tentang Peraturan Bank Indonesia No. 17/9/PBI/2015 tentang Penyelenggaraan Transfer Dana dan Kliring Berjadwal oleh Bank Indonesia;
27. Peraturan Bank Indonesia No. 18/6/PBI/2016 tentang Perubahan Peraturan Bank Indonesia No. 17/18/PBI/2015 tentang Penyelenggaraan Transaksi, Penatausahaan Surat Berharga dan Setelmen Dana Seketika;
28. Peraturan Bank Indonesia No. 18/15/PBI/2016 tentang Penyelenggaraan Jasa Pengolahan Uang Rupiah;
29. Peraturan Bank Indonesia No. 21/13/PBI/2019 dan No. 20/8/PBI/2018 tentang Rasio *Loan to Value* untuk Kredit Properti, Rasio *Financing to Value* untuk Pembiayaan Properti dan Uang Muka untuk Kredit atau Pembiayaan Kendaraan Bermotor;
30. Peraturan Bank Indonesia No. 18/17/PBI/2016 tentang Perubahan Kedua Peraturan Bank Indonesia No. 11/12/PBI/2009 tentang Uang Elektronik;
31. Peraturan Otoritas Jasa Keuangan No. 18/POJK.03/2017 tentang Pelaporan dan Permintaan Informasi Debitur Melalui Sistem Layanan Informasi Keuangan;
32. Peraturan Bank Indonesia No. 18/40/PBI/2016 tentang Penyelenggaraan Pemrosesan Transaksi Pembayaran; dan
33. *Roadmap Good Corporate Governance* Otoritas Jasa Keuangan.
16. *Financial Services Authority Regulation No. 55/POJK.03.2016 and Financial Services Authority Circular No. 13/SEOJK.03/2017 on Implementation of Governance for Commercial Bank;*
17. *Financial Services Authority Regulation No. 56/POJK.03/2016 on Share Ownership of Commercial Banks;*
18. *Financial Services Authority Circular No. 39/SEOJK.03/2016 on Assessment of Capability and Compliance of Prospective Controlling Shareholders, Prospective Members of Board of Directors, and Prospective Members of Board of Commissioners of the Bank;*
19. *Financial Services Authority Circular No. 41/SEOJK.03/2016 on Procedures for the Issuance of Deposit Certificates;*
20. *Financial Services Authority Circular No. 20/SEOJK.03/2016 on Features of Conversion into Common Stock or Write Down on Additional Core Capital Instruments and Supplementary Capital;*
21. *Financial Services Authority Circular No. 24/SEOJK.03/2016 on Calculation of Risk Weighted Assets for Operational Risk by using Basic Indicator Approach;*
22. *Financial Services Authority Circular No. 26/SEOJK.03/2016 on Minimum Capital Requirement According to the Risk Profile and Fulfillment of Capital Equivalency Maintained Assets;*
23. *Financial Services Authority Circular No. 27/SEOJK.03/2016 on Business Activities of Commercial Bank Based on Core Capital;*
24. *Financial Services Authority Circular No. 38/SEOJK.03/2016 on Guidelines on the Use of Standardized Method in Calculating the Minimum Capital Requirement for Commercial Bank by Calculating Market Risk;*
25. *Financial Services Authority Circular No. 42/SEOJK.03/2016 on Guidelines on Calculation of Risk Weighted Assets for Credit Risk by using Standard Approach;*
26. *Bank Indonesia Regulation No. 18/5/PBI/2016 on Amendment to Bank Indonesia Regulation No. 17/9/PBI/2015 on the Scheduled Funds Transfer and Clearing by Bank Indonesia;*
27. *Bank Indonesia Regulation No. 18/6/PBI/2016 on Amendment to Bank Indonesia Regulation No. 17/18/PBI/2015 on Transactions, Administration of Securities and Instant Fund Settlement;*
28. *Bank Indonesia Regulation No. 18/15/PBI/2016 on the Provision of Rupiah Processing Services;*
29. *Bank Indonesia Regulation No. 21/13/PBI/2019 and No. 20/8/PBI/2018 on Loan to Value Ratio for Property Credit, Financing to Value Ratio for Property Financing, and Down Payment for Motor Vehicles Credit or Financing;*
30. *Bank Indonesia Regulation No. 18/17/PBI/2016 on Second Amendment to Bank Indonesia Regulation No. 11/12/PBI/2009 on Electronic Money;*
31. *Financial Services Authority Regulation No. 18/POJK.03/2017 on Reporting and Requesting Debtor Information through Financial Information Service System;*
32. *Bank Indonesia Regulation No. 18/40/PBI/2016 on Payment Transaction Processing; and*
33. *Roadmap of Good Corporate Governance of the Financial Services Authority.*

PENERAPAN PRINSIP TATA KELOLA PERUSAHAAN

Implementation of Corporate Governance Principles

Komitmen Bank Sahabat Sampoerna dalam penerapan GCG tercermin di setiap kegiatan usaha yang berpedoman pada prinsip-prinsip GCG diuraikan sebagai berikut.

Bank Sahabat Sampoerna's commitment to implementing GCG is reflected in every business activity that is guided by GCG principles as described below.

| Prinsip GCG GCG Principles | Komitmen Bank Sahabat Sampoerna Commitment of Bank Sahabat Sampoerna |
|--|---|
| Transparansi <i>Transparency</i> | Keterbukaan dalam memberikan informasi secara tepat, akurat, dan dapat dibandingkan. Informasi terkait Bank, baik bersifat material maupun non-material, dapat diakses oleh Pemegang Saham dan pemangku kepentingan lainnya melalui situs web Bank (www.banksampoerna.com). <i>Transparency in providing information in a timely, accurate, and comparable manner. Bank-related information, either material or non-material, can be accessed by Shareholders and other stakeholders through the Bank's website (www.banksampoerna.com).</i> |
| Akuntabilitas <i>Accountability</i> | Penetapan fungsi, tugas, dan tanggung jawab masing-masing komponen organisasi Bank disesuaikan dengan Visi, Misi, dan Tujuan Bank, serta mengacu pada <i>Sampoerna Way</i> . <i>Determination of functions, duties, and responsibilities of each component of the Bank's organization is adjusted to the Vision, Missions, and Objectives of the Bank, and refers to the Sampoerna Way.</i> |
| Tanggung Jawab <i>Responsibility</i> | Penyusunan kebijakan Bank didasarkan pada peraturan perundang-undangan dan prinsip-prinsip pengelolaan Bank yang sehat. Selain itu, Bank juga melaksanakan berbagai program tanggung jawab sosial sebagai bukti kepedulian terhadap lingkungan sekitar. <i>The Bank's policy making is based on the laws and regulations and the principles of sound Bank management. In addition, the Bank also implements various social responsibility programs as its concern with the surrounding environment.</i> |
| Independensi <i>Independency</i> | Pengelolaan Bank dilakukan secara independen dan profesional untuk menghindari dominasi dan intervensi dari pihak lain yang dapat menimbulkan benturan kepentingan. <i>The Bank is managed independently and professionally to avoid domination and intervention from other parties which can lead to a conflict of interest.</i> |
| Kewajaran dan Kesetaraan <i>Fairness and Equality</i> | Pemenuhan hak-hak Pemegang Saham dan pemangku kepentingan lainnya didasarkan pada perjanjian, peraturan perundang-undangan, dan nilai-nilai etika, serta standar, prinsip, dan praktik penyelenggaraan usaha yang sehat. Pemegang Saham dan pemangku kepentingan lainnya juga diberi kesempatan yang sama untuk menyampaikan masukan dan pendapatnya, serta diberi kemudahan dalam mengakses informasi yang berkaitan dengan Bank. <i>The fulfillment of the rights of Shareholders and other stakeholders is based on agreements, laws and regulations, and ethical values, as well as standards, principles, and practices of sound business conduct. Shareholders and other stakeholders are also given the same opportunity to submit their inputs and opinions, and are given the ease of accessing Bank-related information.</i> |

STRUKTUR, MEKANISME, DAN KEBIJAKAN TATA KELOLA PERUSAHAAN

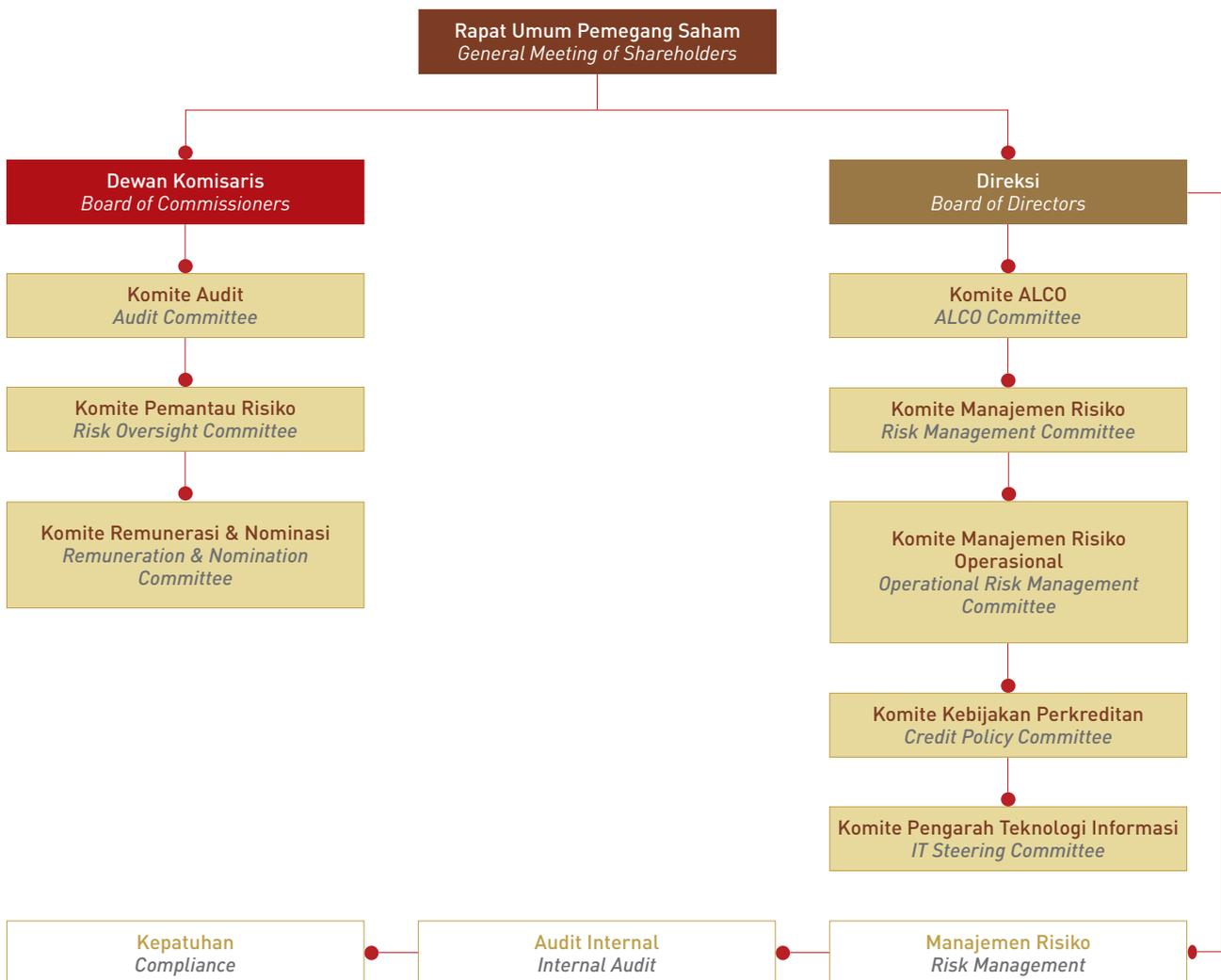
Structure, Mechanism, and Policy of Good Corporate Governance

Struktur Tata Kelola Perusahaan

Bank Sahabat Sampoerna memiliki struktur GCG yang disusun berdasarkan Undang-Undang No. 40 Tahun 2007 tentang Perseroan Terbatas. Struktur tersebut dijadikan dasar dalam pemberian tugas dan tanggung jawab bagi organ-organ Bank, seperti Rapat Umum Pemegang Saham (RUPS), Dewan Komisaris, Direksi, dan organ pendukung lainnya. Struktur GCG Bank Sahabat Sampoerna disajikan dalam bagan berikut.

Corporate Governance Structure

Bank Sahabat Sampoerna has a GCG structure made based on Law No. 40 of 2007 on Limited Liability Company. The structure becomes the basis in providing duties and responsibilities to the Bank's Organs, such as the General Meeting of Shareholders (GMS), Board of Commissioners, Board of Directors, and other supporting organs. The GCG structure of Bank Sahabat Sampoerna is presented in the following chart.



Mekanisme Tata Kelola Perusahaan

Mekanisme GCG Bank Sahabat Sampoerna mengatur pola hubungan antara Organ Bank seperti RUPS, Dewan Komisaris, Direksi, dan organ pendukung lainnya. Pola hubungan tersebut diharapkan dapat berjalan secara konsisten dan berkesinambungan sehingga dapat memberikan nilai tambah bagi Pemegang Saham dan pemangku kepentingan lainnya. Oleh karena itu, organ Bank melaksanakan pembagian fungsi dan tanggung jawab secara jelas dan adil, di mana fungsi dan tanggung jawab tersebut dilaksanakan tanpa saling intervensi.

RUPS merupakan organ Bank yang mempunyai wewenang eksklusif yang tidak dapat dilimpahkan kepada Dewan Komisaris dan Direksi, dalam batas yang ditentukan dalam Undang-Undang Perseroan Terbatas dan/atau Anggaran Dasar Bank. Sementara itu, Dewan Komisaris dan Direksi memiliki tanggung jawab untuk memelihara keberlanjutan usaha Bank. Pelaksanaan tugas dan tanggung jawab oleh kedua organ tersebut didukung oleh organ pendukung masing-masing. Dewan Komisaris dibantu oleh Komite Audit, Komite Remunerasi dan Nominasi, serta Komite Pemantau Risiko, sedangkan Direksi dibantu oleh Komite Manajemen Risiko, Komite Kebijakan Perkreditan, ALCO, Komite Pengarah Teknologi Informasi, dan Komite Manajemen Risiko Operasional.

Kebijakan Tata Kelola Perusahaan

Bank Sahabat Sampoerna telah menyusun beberapa kebijakan terkait implementasi GCG yang wajib dipatuhi oleh setiap Organ Bank. Kebijakan tersebut disusun agar pelaksanaan GCG dapat berjalan dengan baik dan benar sesuai peraturan perundang-undangan yang berlaku. Beberapa kebijakan utama yang harus dipenuhi terdiri dari:

1. Kebijakan Umum GCG, merupakan kebijakan umum/payung kebijakan internal dalam pengimplementasian GCG;
2. *Code of Conduct*, merupakan dokumen formal yang mengikat seluruh karyawan untuk berperilaku profesional, bertanggung jawab, dan patut, baik dalam melakukan hubungan bisnis dengan para nasabah, rekanan, maupun hubungan dengan sesama rekan kerja;
3. Pedoman dan Tata Tertib Kerja Dewan Komisaris, Direksi, dan komite yang membantu Dewan Komisaris; serta
4. Kebijakan dan prosedur operasi standar (*standard operating procedure/SOP*) Bank lainnya yang mengatur seluruh aktivitas bisnis maupun penunjang bisnis.

Mechanism of Corporate Governance

Bank Sahabat Sampoerna's GCG Mechanism regulates the relationship pattern between Bank Organs such as the GMS, Board of Commissioners, Board of Directors, and other supporting organs. The relationship pattern is expected to run consistently and sustainably, thus, providing added value for the Shareholders and other stakeholders. Therefore, the Bank's organs perform the division of functions and responsibilities in a clear and fair manner, in which those functions and responsibilities are performed without mutual intervention.

GMS is the Bank's Organ that has exclusive authority that is not given to the Board of Directors and Board of Commissioners within the limits stipulated by Law of Limited Liability Company and/or the Bank's Articles of Association. Meanwhile, the Board of Commissioners and Board of Directors are responsible for maintaining the Bank's business sustainability. The implementation of duties and responsibilities of the two organs are supported by their respective supporting organs. The Board of Commissioners is assisted by the Audit Committee, Remuneration and Nomination Committee, and Risk Monitoring Committee, while the Board of Directors is assisted by the Risk Management Committee, Credit Policy Committee, ALCO, Information Technology Steering Committee, and Operational Risk Management Committee.

Corporate Governance Policies

Bank Sahabat Sampoerna has compiled several policies related to the implementation of GCG to be complied with by every Bank Organ. Such policies are compiled so that GCG can be implemented properly and correctly in accordance with the applicable laws and regulations. Some of the main policies that shall be met consist of:

1. *GCG General Policy, which is an internal policy umbrella/general policy in implementing GCG;*
2. *Code of Conduct, which is a formal document binding all employees to behave professionally, responsibly, and properly, in maintaining business relationship with customers, partners, and fellow colleagues;*
3. *Board Manual or Charter of Board of Commissioners, Board of Directors, and Committees assisting Board of Commissioners; and*
4. *Other Bank's standard operating procedures and policies that govern the whole business activities and business support.*

PENGEMBANGAN KUALITAS TATA KELOLA PERUSAHAAN

Good Corporate Governance Quality Development

Fokus Penerapan Tata Kelola Perusahaan Bank Sahabat Sampoerna 2019

Bank Sahabat Sampoerna melakukan berbagai upaya dalam rangka meningkatkan dan mengoptimalkan kualitas penerapan GCG. Pada tahun 2019, penerapan GCG berfokus pada:

1. Komitmen yang kuat untuk menjunjung tinggi integritas, keadilan, transparansi, dan budaya kepatuhan;
2. Perbaikan dan pengembangan proses, metode, infrastruktur, serta kualitas manajemen risiko sesuai perkembangan bisnis secara berkesinambungan;
3. Sinergi berkelanjutan antara *second line of defence* dengan *third line of defence*;
4. Perbaikan proses, pengkinian sistem dan prosedur, peningkatan kompetensi sumber daya manusia, serta peningkatan proses *quality assurance* untuk beberapa aktivitas utama; dan
5. Pengembangan struktur organisasi di divisi bisnis maupun divisi *supporting*, disesuaikan dengan pertumbuhan bisnis dan risiko yang dihadapi Bank.

Penilaian Penerapan Tata Kelola Perusahaan

Bank Sahabat Sampoerna secara berkala melakukan penilaian sendiri (*self-assessment*) guna menilai efektivitas implementasi GCG. Selain itu, *self-assessment* juga ditujukan untuk menghasilkan Peringkat Tata Kelola yang menjadi faktor penentu Tingkat Kesehatan Bank sesuai Peraturan Otoritas Jasa Keuangan No. 4/POJK.03/2016. *Self-assessment* di Bank Sahabat Sampoerna dilakukan dengan melibatkan Dewan Komisaris, Direksi, Pejabat Eksekutif, dan seluruh divisi Bank. Melalui *self-assessment* tersebut, Bank mendapatkan gambaran yang lebih komprehensif mengenai aspek GCG yang menjadi fokus pengembangan di setiap tahunnya.

Dasar Pelaksanaan *Self-Assessment*

Bank Sahabat Sampoerna melaksanakan *self-assessment* dengan berpedoman pada Peraturan Otoritas Jasa Keuangan No. 55/POJK.03/2016 dan Surat Edaran Otoritas Jasa Keuangan No. 13/SEOJK.03/2017 perihal Penerapan Tata Kelola bagi Bank Umum. Penilaian tersebut dilaksanakan per semester untuk posisi akhir bulan Juni dan Desember.

Tujuan Pelaksanaan *Self-Assessment*

Pelaksanaan *self-assessment* di Bank Sahabat Sampoerna ditujukan untuk:

1. Menilai kecukupan struktur dan infrastruktur tata kelola Bank agar proses pelaksanaan prinsip GCG menghasilkan *outcome* yang sesuai dengan harapan pemangku kepentingan. Struktur tata kelola terdiri dari

Focus on the Implementation of Good Corporate Governance in Bank Sahabat Sampoerna 2019

Bank Sahabat Sampoerna makes various efforts in order to improve and optimize the quality of GCG implementation. In 2019, the focus of GCG implementation was on:

- 1. A strong commitment to uphold integrity, fairness, transparency, and compliance culture;*
- 2. Improvement and development of process, method, infrastructure, and quality of risk management in accordance with sustainable business development;*
- 3. Continuous synergy between the second line of defense with the third line of defense;*
- 4. Improving process, updating system and procedure, enhancing human resource competence, and improving quality assurance process for several key activities; and*
- 5. Development of organization structure in the business division and supporting division, adjusted to the business growth and risks faced by the Bank.*

Assessment of Implementation of Corporate Governance

Bank Sahabat Sampoerna periodically conducts a self-assessment on the effectiveness of GCG implementation. In addition, the self-assessment is also intended to produce a Governance Rating that determines the Bank's Soundness Level in accordance with Financial Services Authority Regulation No. 4/POJK.03/2016. Self-assessment at Bank Sahabat Sampoerna is carried out by involving the Board of Commissioners, Board of Directors, Executive Officers, and all Bank divisions. Through self-assessment, the Bank gains a more comprehensive picture of GCG aspects that become the focus of development in each year.

References of Self-Assessment

Bank Sahabat Sampoerna performs self-assessment by referring to Financial Services Authority Regulation No. 55/POJK.03/2016 and Financial Services Authority Circular No. 13/SEOJK.03/2017 on Implementation of Governance for Commercial Bank. The assessment is carried out per semester for positions of end of June and December.

Objectives of Self-Assessment

The self-assessment at Bank Sahabat Sampoerna is intended to:

- 1. Assess the adequacy of the Bank's governance structure and infrastructure so that the implementation process of GCG principles will produce an outcome in line with the stakeholders' expectations. The governance structure consists of Board of*

Dewan Komisaris, Direksi, Komite, dan Satuan Kerja pada Bank, sedangkan infrastruktur tata kelola Bank antara lain kebijakan dan prosedur Bank, sistem informasi manajemen, serta tugas pokok dan fungsi masing-masing struktur organisasi;

2. Menilai efektivitas proses pelaksanaan prinsip GCG yang didukung kecukupan struktur dan infrastruktur tata kelola Bank sehingga menghasilkan *outcome* yang sesuai dengan harapan pemangku kepentingan; dan
3. Menilai kualitas *outcome* sesuai harapan pemangku kepentingan yang merupakan hasil proses pelaksanaan prinsip GCG, didukung kecukupan struktur dan infrastruktur tata kelola Bank.

Kriteria yang Digunakan dalam Self-Assessment

Pelaksanaan *self-assessment* Bank Sahabat Sampoerna dilakukan secara komprehensif dan terstruktur, yang diintegrasikan dalam 3 aspek, yaitu *governance structure*, *governance process*, dan *governance outcome*. Penilaian juga dilakukan dengan mempertimbangkan 11 faktor penilaian penerapan GCG yang terdiri dari:

1. Pelaksanaan tugas dan tanggung jawab Dewan Komisaris;
2. Pelaksanaan tugas dan tanggung jawab Direksi;
3. Kelengkapan dan pelaksanaan tugas Komite;
4. Penanganan benturan kepentingan;
5. Penerapan fungsi kepatuhan;
6. Penerapan fungsi audit internal;
7. Penerapan fungsi audit eksternal;
8. Penerapan manajemen risiko, termasuk sistem pengendalian internal;
9. Penyediaan dana kepada pihak terkait (*related party*) dan penyediaan dana besar (*large exposure*);
10. Transparansi kondisi keuangan dan non-keuangan Bank, laporan pelaksanaan tata kelola dan pelaporan internal; serta
11. Rencana strategis Bank.

Pihak Pelaksana Self-Assessment

Satuan Kerja Kepatuhan merupakan pihak yang bertanggung jawab dalam pelaksanaan *self-assessment* di Bank Sahabat Sampoerna. Satuan Kerja Kepatuhan melakukan koordinasi penyusunan *self-assessment* dengan seluruh divisi terkait, baik dalam proses pengisian kuesioner maupun proses penyiapan dokumen pendukung (*underlying documents*). Penilaian tersebut juga melibatkan Dewan Komisaris, Direksi, Pejabat Eksekutif sampai dengan divisi-divisi kerja yang terkait dengan praktik pelaksanaan GCG.

Hasil Self-Assessment

Hasil penilaian *self-assessment* Bank Sahabat Sampoerna selama 3 tahun terakhir diuraikan sebagai berikut.

Commissioners, Board of Directors, Committees, and Units at the Bank, while the Bank's governance infrastructure includes Bank policies and procedures, management information system, as well as the main duties and functions of each organization structure;

2. *Assess the effectiveness of implementation process of GCG principles, which is supported by adequate Bank's governance structure and infrastructure in order to produce outcomes that meet stakeholders' expectations; and*
3. *Assess the quality of outcomes whether they are in line with stakeholder expectations, which is the result of the process of implementing GCG principles, supported by adequate Bank's governance structure and infrastructure.*

Criteria Used in Self-Assessment

Bank Sahabat Sampoerna's self-assessment is carried out in a comprehensive and structured manner, which is integrated in 3 aspects, which are governance structure, governance process, and governance outcome. The assessment is also carried out by considering 11 factors of GCG implementation evaluation consisting of:

1. *Implementation of duties and responsibilities of the Board of Commissioners;*
2. *Implementation of duties and responsibilities of the Board of Directors;*
3. *Completeness and implementation of Committees' duties;*
4. *Managing conflict of interest;*
5. *Implementation of compliance function;*
6. *Implementation of internal audit function;*
7. *Implementation of external audit function;*
8. *Implementation of risk management, including internal control system;*
9. *Provision of funds to related party and provision of large exposure;*
10. *Transparency of the Bank's financial and non-financial condition, report on the implementation of good corporate governance, and internal reporting; and*
11. *Strategic planning of the Bank.*

Parties Implementing Self-Assessment

The Compliance Unit is the party responsible for conducting self-assessment at Bank Sahabat Sampoerna. The Compliance Unit coordinates the preparation of self-assessment with all relevant divisions, in the process of filling out questionnaire and the process of preparing supporting documents (underlying documents). The assessment also involves the Board of Commissioners, Board of Directors, Executive Officers, and work divisions related to GCG practices.

Self-Assessment Results

Self-assessment results of Bank Sahabat Sampoerna for the past 3 years are as follows.

| Aspek | Nilai / Score | | | Aspect |
|--|---------------|----------|----------|--|
| | 2019 | 2018 | 2017 | |
| Pelaksanaan Tugas dan Tanggung Jawab Dewan Komisaris | 1 | 1 | 1 | Implementation of Duties and Responsibilities of the Board of Commissioners |
| Pelaksanaan Tugas dan Tanggung Jawab Direksi | 1 | 1 | 1 | Implementation of Duties and Responsibilities of the Board of Directors |
| Kelengkapan dan Pelaksanaan Tugas Komite-Komite | 1 | 1 | 1 | Completeness and Implementation of the Committee's Duties |
| Penanganan Benturan Kepentingan | 1 | 1 | 1 | Handling Conflict of Interest |
| Fungsi Kepatuhan Bank | 2 | 2 | 2 | Functions of Bank Compliance |
| Fungsi Audit Internal | 1 | 1 | 1 | Functions of Internal Audit |
| Fungsi Audit Eksternal | 1 | 1 | 1 | Functions of External Audit |
| Fungsi Manajemen Risiko dan Pengendalian Internal | 2 | 2 | 2 | Functions of Risk Management and Internal Control |
| Prinsip Kehati-hatian dalam Penyediaan Dana Pihak Terkait (Related Party) dan Debitur Besar (Large Exposure) | 2 | 2 | 2 | Prudential Principle in Provision of Funds of Related Party and Large Exposure |
| Transparansi Kondisi Keuangan dan Non-Keuangan Laporan Pelaksanaan Tata Kelola dan Pelaporan Internal | 1 | 1 | 2 | Transparency of financial and non-financial condition, Report on the Implementation of Good Corporate Governance, and Internal Reporting |
| Rencana Strategis Bank | 2 | 2 | 2 | Bank's Strategic Plans |
| Peringkat Komposit | 2 | 2 | 2 | Composite Rating |

Berdasarkan hasil *self-assessment* tahun 2019, Bank memperoleh peringkat komposit 2 dengan rincian sebagai berikut.

Based on the self-assessment results in 2019, the Bank obtained a composite rating of 2 with the following details.

HASIL PENILAIAN SENDIRI (SELF-ASSESSMENT) PELAKSANAAN TATA KELOLA PERUSAHAAN

Self-Assessment Results of Corporate Governance Implementation

| Indikator Indicators | Peringkat Rating | Definisi Peringkat Definition of Ratings |
|-------------------------------|---------------------|---|
| Individual Individual | 2 | Mencerminkan Manajemen Bank telah melakukan penerapan GCG yang secara umum Baik. Hal ini tercermin dari pemenuhan yang telah memadai atas prinsip-prinsip GCG. Meskipun terdapat kelemahan dalam penerapan prinsip-prinsip GCG, kelemahan tersebut kurang signifikan dan dapat diselesaikan dengan tindakan normal oleh Manajemen Bank. <i>Reflecting that Bank Management has implemented GCG, which is generally Good. This is reflected from the adequate fulfillment of GCG principles. Even though there is weakness in the implementation of GCG principles, this weakness is less significant and can be resolved by normal actions by the Bank's Management.</i> |
| Konsolidasian Consolidated | - | - |

| Analisis | Analysis |
|---|----------|
| <p>Kunci utama yang dijalankan dalam rangka mencapai tata kelola bank pada peringkat 2, yaitu:</p> <ul style="list-style-type: none"> Komitmen yang tinggi dari Pemegang saham untuk membangun Bank yang sehat dengan tidak melakukan intervensi dalam pelaksanaan tugas dan tanggung jawab Dewan Komisaris dan Direksi, sehingga dapat melaksanakan tugas dan tanggung jawabnya secara profesional tanpa ada intervensi dari pemilik. Hal tersebut dapat menyebabkan operasional Bank terganggu, sehingga berdampak pada berkurangnya keuntungan dan/atau menyebabkan kerugian Bank; Komitmen yang tinggi dari Pemegang Saham, Dewan Komisaris, dan Direksi dalam mendorong budaya kepatuhan, budaya risiko dan semangat belajar di setiap jenjang organisasi; Komitmen yang tinggi dari Dewan Komisaris, Direksi, dan seluruh jajaran dalam lini organisasi dalam menjunjung tinggi integritas, keadilan, transparansi, dan budaya kepatuhan secara konsisten; <p>The main keys implemented in order to achieve rating 2 for bank governance are:</p> <ul style="list-style-type: none"> High commitment from Shareholders to build a sound Bank by not intervening in the implementation of duties and responsibilities of the Board of Commissioners and Board of Directors, so that they can carry out their duties and responsibilities professionally without any intervention from the owners. This can disrupt Bank operations, resulting in reduced profits and/or causing bank losses; High commitment from the Shareholders, Board of Commissioners, and Board of Directors in encouraging a culture of compliance, a culture of risk, and a spirit of learning at every level of the organization; High commitment from the Board of Commissioners, Board of Directors, and all levels of the organization in upholding the integrity, fairness, transparency, and culture of compliance consistently; | |

Analisis

Analysis

- Pemegang Saham, Dewan Komisaris, Direksi, dan seluruh lini organisasi mengimplimentasikan prinsip tata kelola secara konsisten, diantaranya dengan adanya komunikasi yang transparan oleh Direksi secara rutin terkait kebijakan, strategi, dan *performance* Bank, serta penerapan *reward and punishment system* berbasis meritokrasi;
- Dalam rangka menjalankan fungsi pengawasan terhadap seluruh kegiatan Bank, Dewan Komisaris senantiasa aktif memberi masukan dan saran konstruktif kepada Direksi pada saat rapat bersama yang dilakukan secara bulanan, hasil rapat dituangkan dalam *minutes of meeting* yang didokumentasikan dengan baik;
- Dewan Komisaris dapat melaksanakan tugas dan tanggung jawabnya secara optimal, di mana Komite pada tingkat Komisaris melaksanakan tugasnya dengan profesional dalam membantu tugas dan tanggung jawab Dewan Komisaris. Selain itu, Komite di tingkat Komisaris juga berkomitmen untuk memberikan kontribusi yang lebih baik dan optimal;
- Dewan Komisaris melaksanakan tugas dan tanggung jawabnya secara profesional dan independen, Dewan Komisaris tidak turut campur dalam kegiatan operasional maupun keputusan kredit, kecuali pemberian kredit kepada pihak terkait;
- Dewan Komisaris dan Direksi berasal dari pihak independen yang profesional dan tidak memiliki hubungan kepemilikan, kepengurusan, ataupun hubungan keluarga dengan pemilik (Pemegang Saham);
- Direksi melakukan *monitoring* ketat terhadap progres yang dilakukan seluruh unit kerja, termasuk progres dalam rangka pemenuhan ketentuan Bank Indonesia/Otoritas Jasa Keuangan/otoritas lainnya;
- Direksi tidak memanfaatkan Bank untuk memperoleh keuntungan maupun kepentingan pribadi dan golongan;
- Dalam pelaksanaan kegiatan operasional bank, terdapat kecukupan kebijakan dan prosedur yang senantiasa disesuaikan dengan ketentuan terkini dari Regulator;
- Tidak terjadi benturan kepentingan yang merugikan Bank dan/atau mengurangi keuntungan Bank;
- Dalam meningkatkan kualitas budaya kepatuhan, budaya sadar risiko, dan pengendalian internal serta membahas tindak lanjut temuan Otoritas Jasa Keuangan dan Satuan Kerja Audit Internal (SKAI), potensi denda pelaporan, *risk based bank rating* (RBBR), dan hal-hal lain yang dianggap perlu, baik yang sedang berlangsung ataupun yang akan berlangsung, dilakukan sinergi berkelanjutan secara berkala antara *second line of defence* dengan *third line of defence* melalui pertemuan minimum 1 kali dalam 3 bulan;
- Sosialisasi budaya kepatuhan dilakukan secara berkelanjutan, budaya kepatuhan dibangun melalui berbagai aktivitas diantaranya dengan dilakukannya sosialisasi *compliance awareness* kepada seluruh cabang setiap tahun;
- SKAI secara independen melakukan *monitoring* tindak lanjut perbaikan temuan audit sesuai komitmen yang telah disepakati;
- Efektivitas kebijakan Bank dalam penugasan audit eksternal untuk menentukan akuntan publik (AP) maupun kantor akuntan publik (KAP) yang telah terdaftar sebagai auditor Bank di Otoritas Jasa Keuangan melalui proses penunjukan yang dilakukan oleh Dewan Komisaris atas wewenang dari RUPS dan atas rekomendasi dari Komite Audit;
- AP dan KAP yang ditunjuk memiliki kinerja yang independen dengan kompetensi yang memadai. Kinerja yang dimiliki, baik AP maupun KAP, dalam penugasan audit telah memenuhi standar profesional akuntan publik;
- Bank telah memiliki kebijakan, sistem, dan prosedur yang tertulis dan jelas untuk penyediaan dana kepada pihak terkait dan penyediaan dana besar. Dalam penyediaan dana kepada pihak terkait dan/atau penyediaan dana besar, Bank selalu memperhatikan ketentuan Otoritas Jasa Keuangan tentang Batas Maksimum Pemberian Kredit (BMPK), ketentuan internal, dan prinsip kehati-hatian, sehingga tidak terdapat pelanggaran ataupun pelampauan terhadap ketentuan BMPK;
- *Shareholders, Board of Commissioners, Board of Directors, and all lines of the organization consistently implement governance principles, among others, through transparent communication by the Board of Directors routinely related to the Bank's policies, strategies, and performance, and the implementation of a meritocracy-based reward and punishment system;*
- *In order to carry out the supervisory function of all Bank activities, the Board of Commissioners always actively provides constructive input and suggestions to the Board of Directors at the monthly joint meetings, of which the meeting results are set out in minutes that are well documented;*
- *The Board of Commissioners can carry out its duties and responsibilities optimally, where Committees at the Commissioner level carry out their duties professionally in assisting the Board of Commissioners' duties and responsibilities. Furthermore, Committees at the Commissioner level are also committed to making better and optimal contributions;*
- *The Board of Commissioners carries out its duties and responsibilities professionally and independently, the Board of Commissioners does not interfere in operational activities or credit decisions, except the provision of credit to related parties;*
- *The Board of Commissioners and Board of Directors come from professional independent parties who do not have ownership, management, or family relationship with the owners (Shareholders);*
- *The Board of Directors strictly monitors the progress made by all work units, including progress in the framework of fulfilling provisions required by Bank Indonesia/Financial Services Authority/other authority;*
- *The Board of Directors does not use the Bank to obtain profits for personal or group interests;*
- *In carrying out the Bank's operational activities, there are sufficient policies and procedures that are always adjusted to the current provisions of the Regulator;*
- *There is no conflict of interest that harms the Bank and/or reduces the Bank's profits;*
- *In enhancing the quality of compliance culture, risk awareness culture, and internal control, as well as discussing follow-up findings of Financial Services Authority and Internal Audit Work Unit (SKAI), potential reporting fines, risk based bank rating (RBBR), and other matters deemed necessary, whether ongoing or in the future, continuous synergy is conducted on a regular basis between the second line of defense and the third line of defense through meetings at least once every 3 months;*
- *Dissemination of compliance culture is carried out on an ongoing basis; compliance culture is built through various activities among others by disseminating compliance awareness to all branches every year;*
- *Internal Audit Unit independently monitors the follow-up of improvement against the audit findings in accordance with the agreed commitments;*
- *Effectiveness of Bank policies in assigning external audit to determine public accountant (AP) and public accountant firm (KAP) that are registered as Bank auditors in the Financial Services Authority through the appointment process carried out by the Board of Commissioners based on the GMS authority and Audit Committee's recommendations;*
- *The appointed AP and KAP have independent performance with sufficient competence. The performance of AP and KAP in auditing assignments shall have met the professional standards of public accountants;*
- *The Bank already has clear and written policies, systems, and procedures for the provision of funds to the related parties and the provision of large exposures. In providing funds to related parties and/or providing large exposures, the Bank always pays attention to the provisions of Financial Services Authority on the Legal Lending Limit (BMPK), internal provisions, and the prudential principle, so that there are no violations or exceedances of the LLL provisions;*

Analisis

Analysis

- Bank telah memiliki sistem informasi yang dapat mendukung internal Bank dalam proses pelaporan internal yang akurat dan tepat waktu. Selain itu, Bank telah memiliki SDM dengan tingkat kompetensi yang memadai dan handal, guna mendukung pengelolaan dan pengembangan sistem informasi yang dimiliki;
- Bank telah menyusun Laporan Tahunan secara transparan dan telah menyampaikannya kepada Otoritas Jasa Keuangan dan Pemangku Kepentingan (*stakeholders*) dengan tepat waktu, sesuai ketentuan yang berlaku. Pelaksanaan transparansi kondisi keuangan dan non-keuangan meliputi kepengurusan, kepemilikan, perkembangan usaha bank dan kelompok usaha bank, strategi, kebijakan, serta laporan manajemen. Selain itu, Bank juga telah melaksanakan transparansi informasi mengenai produk dan penggunaan data nasabah dengan berpedoman pada ketentuan Otoritas Jasa Keuangan dan/atau Bank Indonesia tentang Transparansi Informasi Produk dan Penggunaan Data Pribadi Nasabah;
- Bank telah menyusun Rencana Korporasi dan Rencana Bisnis. Rencana Korporasi yaitu rencana strategis jangka panjang dalam rangka mencapai tujuan bank. Sedangkan Rencana Bisnis yaitu rencana kegiatan usaha bank jangka pendek dan jangka menengah, termasuk strategi untuk merealisasikan rencana, serta memperbaiki kinerja usaha dan rencana pemenuhan ketentuan kehati-hatian sesuai penetapan target dan waktu. Rencana Korporasi dan Rencana Bisnis disusun oleh Direksi dan disetujui oleh Dewan Komisaris. Rencana Bisnis Bank disusun secara lengkap dan realistis dengan memperhatikan seluruh faktor eksternal dan internal, serta memperhatikan prinsip kehati-hatian, asas perbanking yang sehat, dan menggambarkan pertumbuhan Bank yang berkesinambungan sesuai dengan Visi Misi Bank;
- Direksi telah mengomunikasikan Rencana Bisnis Bank kepada pemegang saham serta seluruh Kepala Divisi di dalam Satuan Kerja. Kepala Divisi Kerja selanjutnya menyampaikan rencana tersebut kepada jajaran di bawah koordinasinya;
- Dewan Komisaris melaksanakan pengawasan aktif terhadap pelaksanaan Rencana Bisnis Bank melalui rapat rutin bulanan dengan Direksi dan menyampaikan *concern* secara langsung kepada Direksi untuk mendapatkan penjelasan lebih lanjut;
- Dalam rangka mendukung pencapaian Rencana Bisnis Bank, dilakukan peningkatan kompetensi Sumber Daya Manusia secara berkesinambungan, melalui pelatihan sesuai bidang dan keahliannya;
- Penerapan *key control self-assessment* (KCSA) secara berkesinambungan pada seluruh kantor cabang dan sebagian kantor pusat yang dianggap memiliki *key risk*, kemudian dilakukan kontrol terhadap *key risk indicator* (KRI) pada prosedur tersebut melalui Satuan Kerja Manajemen Risiko (SKMR) untuk mendorong pemantauan dan implementasi prosedur yang berlaku serta risikonya;
- Dilakukan perbaikan dan pengembangan proses, metode, infrastruktur, serta kualitas manajemen risiko secara terus menerus yang disesuaikan dengan perkembangan bisnis, antara lain dengan pengkajian kebijakan perkreditan, sosialisasi *risk awareness*, sertifikasi Pejabat Kepatuhan, sertifikasi Pejabat Tresuri, sertifikasi Pejabat Kredit dan *Branch Manager*, penerapan praktik anti pencucian uang dan pencegahan pendanaan terorisme (APU PPT), serta penyelenggaraan pelatihan secara berkala dalam rangka meningkatkan kompetensi SDM yang handal;
- Dilakukan pengembangan struktur organisasi di unit bisnis maupun unit *supporting* yang disesuaikan dengan pertumbuhan dan kebutuhan bisnis, serta risiko yang dihadapi Bank dengan didukung oleh sinergi antara Human Capital bersama dengan unit kerja terkait untuk mendapatkan karyawan yang berkualitas dan sesuai dengan kompetensinya;
- Dalam menindaklanjuti setiap laporan atau pengaduan pelanggaran integritas yang terjadi, diimplementasikan strategi *anti fraud*, diantaranya dengan mengoptimalkan Fungsi Komite Penegak Integritas dan Disiplin (Komdis) secara konsisten, serta menyediakan saluran komunikasi bagi *whistle blower* melalui Komite Ombudsman;
- *The Bank already has an information system that can support the Bank's internal reporting processes in an accurate and timely manner. Furthermore, the Bank already has HR with adequate and reliable competency levels to support its information system management and development;*
- *The Bank has prepared the Annual Report transparently and has submitted it to the Financial Services Authority and Stakeholders in a timely manner, in accordance with the applicable regulations. Transparency of financial and non-financial conditions is implemented that includes the management, ownership, development of the Bank's business and the Bank's business groups, strategies, policies, and management reports. Moreover, the Bank has also implemented transparency on information on products and customer data usage by referring to Financial Services Authority and/or Bank Indonesia regulations on Transparency of Product Information and Use of Customer Personal Data;*
- *The Bank has prepared a Corporate Plan and Business Plan. Corporate Plan is a long-term strategic plan in order to achieve the Bank's goals. Whereas Business Plan is a plan for short-term and medium-term business activities of the Bank, including strategies to realize the plan, as well as to improve business performance and plan to fulfill prudential provisions in accordance with the determination of targets and time. Corporate Plan and Business Plan are prepared by the Board of Directors and approved by the Board of Commissioners. The Bank's Business Plan is prepared in a complete and realistic manner by considering all external and internal factors, and the principles of prudence, sound banking principles, and describing the Bank's sustainable growth in accordance with the Bank's Vision and Mission;*
- *The Board of Directors has communicated the Bank's Business Plan to shareholders and all Division Heads in the Work Units. The Head of Divisions then convey the plan to the ranks under their coordination;*
- *The Board of Commissioners carries out active oversight of the implementation of the Bank's Business Plan through regular monthly meetings with the Board of Directors and submits concerns directly to the Board of Directors to get further clarification;*
- *In order to support the achievement of the Bank's Business Plan, competence improvement of Human Resources is carried out continuously through trainings according to their fields and expertise.*
- *Implementation of key control self-assessment (KCSA) on an ongoing basis in all branch offices and head office partially that are considered to have key risk, then control of key risk indicators (KRI) on such procedure through the Risk Management Work Unit (SKMR) to encourage the monitoring and implementation of applicable procedures and their risks;*
- *Improvement and development are continuously made on the process, method, infrastructure, and quality of risk management that are adjusted to the business development, among others, by updating credit policies, disseminating risk awareness, certification of Compliance Officials, certification of Treasury Officials, certification of Credit Officials and Branch Managers, implementing anti-money laundering and prevention of terrorism fund (APU-PPT) practices, as well as organizing regular training in order to improve the human resources competence;*
- *Development is made on organizational structures in business units and supporting units that is adjusted to the business growth and needs, as well as risks faced by the Bank, which is supported by synergies between Human Capital and related work units to obtain qualified employees with appropriate competencies;*
- *In following up on any reports or complaints on integrity violations that have occurred, an anti-fraud strategy is implemented, among others, by consistently optimizing the functions of the Integrity and Discipline Enforcement Committee (Komdis) and providing communication channel for whistleblower through the Ombudsman Committee;*

Analisis

Analysis

- Komite Penegak Integritas dan Disiplin terus menjaga konsistensi dan optimalisasi terkait peneraan sanksi terhadap pelanggaran disiplin dan integritas sesuai ketentuan yang telah ditetapkan;
- Penyelesaian atas kelemahan-kelemahan di bidang bisnis, operasional, manajemen risiko, fungsi kepatuhan dan pengendalian internal oleh Manajemen. Penyelesaian ini dilakukan melalui perbaikan proses secara terus menerus disesuaikan dengan ketentuan terkini, peluncuran produk dan/atau program yang mendukung pencapaian target bisnis, pengkinian sistem dan prosedur, peningkatan kompetensi SDM dan perekrutan karyawan yang berkualitas guna mengisi posisi yang diperlukan untuk mendukung kinerja bisnis dan operasional Bank, serta peningkatan proses *quality assurance* untuk beberapa aktivitas utama;
- Satuan Kerja Kepatuhan melaksanakan tugas dan tanggung jawab untuk memastikan kepatuhan terhadap kebijakan, ketentuan, sistem dan prosedur serta kegiatan Bank telah sesuai dengan ketentuan Otoritas Jasa Keuangan, Bank Indonesia, dan ketentuan perundang-undangan yang berlaku, diantaranya dengan melakukan kajian risiko dan uji kepatuhan terhadap Produk, Program, aktivitas serta kebijakan baru sebelum diimplementasikan. Selain itu, SKK juga melakukan uji kepatuhan untuk pengajuan kredit dengan total eksposur di atas Rp7.000.000.000 dan juga kredit yang diberikan kepada pihak terkait, serta melakukan sampling uji kepatuhan terhadap kredit dengan total eksposur Rp5.000.000.000 sampai dengan Rp7.000.000.000 yang telah dilakukan oleh unit bisnis secara berkala. Hasil dari sampling uji kepatuhan kemudian diinformasikan kepada unit terkait untuk ditindaklanjuti agar sesuai dengan ketentuan internal maupun eksternal Bank;
- Dalam rangka mendukung pertumbuhan Bank, Pemegang Saham senantiasa mendukung Rencana Strategis Bank dengan memperkuat permodalan. Pada tahun 2019, Pemegang Saham menyetorkan tambahan modal sebesar Rp120 miliar dan Abakus (Asia Pacific) Pte Ltd selaku Pemegang Saham Baru pada akhir Juli 2019, telah menyetorkan modal sebesar Rp145 miliar sehingga pada akhir tahun 2019, modal inti Bank menjadi sebesar Rp1.579,3 miliar. Total modal (modal inti dan modal pelengkap) menjadi sebesar Rp1.657,4 miliar;
- Untuk memastikan pemenuhan komitmen Bank kepada regulator agar tidak melebihi komitmen jangka waktu yang diberikan, Bank telah melakukan pengembangan *compliance regulatory monitoring application* (CRMA) yang di gunakan untuk mengingatkan kewajiban unit terkait dalam menyampaikan laporan kepada regulator agar di peroleh hasil yang efektif, efisien, dan tepat sasaran serta mengurangi adanya potensi denda. Dalam aplikasi tersebut juga dikembangkan modul *compliance regulatory self-assessment* (CRSA) yang digunakan untuk menyosialisasikan ketentuan terbaru yang diterima dari regulator kepada unit terkait. Dengan modul ini, seluruh karyawan pada unit tersebut diharapkan dapat memahami dan mengimplementasikannya dalam pelaksanaan transaksi;
- Kinerja Bank meningkat dari waktu ke waktu dimana peningkatan positif tersebut disertai peningkatan kualitas proses, manajemen risiko, budaya kepatuhan, SKAI, serta sistem pengendalian internal; dan
- Dengan dukungan penuh dari Manajemen, Bank terus berusaha agar penerapan manajemen risiko, budaya kepatuhan, pengendalian internal, serta GCG secara bertahap dapat diimplementasikan secara efektif sesuai dengan ketentuan yang berlaku dengan menerapkan prinsip kehati-hatian.
- *The Integrity and Discipline Enforcement Committee continues to maintain consistency and optimization related to the imposition of sanctions for violations of discipline and integrity in accordance with the stipulated provisions;*
- *Resolving weaknesses in the business, operational, risk management, compliance, and internal control functions by the Management. Resolving weaknesses is done by continuous improvement process that is adjusted to the latest provisions, product launches, and/or programs supporting business target achievement, updating system and procedure, improving human resources competence, and recruiting qualified employees to fill the positions needed to support the Bank's business performance and operations, as well as improving the quality assurance process for several key activities;*
- *The Compliance Work Unit carries out its duties and responsibilities to ensure compliance with the policies, regulations, systems, and procedures as well as ensure that the Bank's activities are in accordance with the provisions of Financial Services Authority, Bank Indonesia, and the applicable laws and regulations, by conducting risk studies and compliance tests on new Products, Programs, activities and policies before they are implemented. In addition, SKK also conducts compliance tests for loan applications with total exposures above Rp.7,000,000,000 and also loans given to related parties, as well as sampling compliance tests for loans with a total exposure of Rp5,000,000,000 up to Rp7,000,000.000 that has been carried out by the business unit regularly. The compliance test sampling results are then informed to the relevant unit for follow up to be in accordance with the internal and external regulations of the Bank;*
- *In order to support the Bank's growth, Shareholders always support the Bank's Strategic Plan by strengthening capital. In 2019, the Shareholders paid an additional capital of Rp120 billion and Abakus (Asia Pacific) Pte Ltd as the New Shareholder at the end of July 2019 paid in capital of Rp145 billion, thus, by the end of 2019, the Bank's tier 1 capital amounted to Rp1,579.3 billion. Total capital (tier 1 capital and tier 2 capital) amounted to Rp1,657.4 billion;*
- *To ensure the fulfilment of the Bank's commitment to regulators, which is not exceeding the time period committed to be given, the Bank has developed a CRMA (Compliance Regulatory Monitoring Application), which is used to remind the relevant unit's obligations in submitting reporting to regulators in order to obtain effective, efficient, and right on target outcome, and to reduce the potential for fines; In CRMA, a CRSA (compliance regulatory self-assessment) module is also developed that is used to disseminate the latest provisions received from the regulators to the relevant units. With this module, all employees in the unit are expected to be able to understand and implement it in executing transactions;*
- *The Bank's performance has improved from time to time where such positive improvement was accompanied by improvement in the quality of processes, risk management, compliance culture, Internal Audit Work Unit, and internal control system; and*
- *With full support from the Management, the Bank continues to strive so that the implementation of risk management, compliance culture, internal control, and GCG can be gradually implemented effectively in accordance with the applicable regulations by applying the prudential principle.*

Analisis kesesuaian pelaksanaan *self-assessment* GCG Bank Sahabat Sampoerna mencakup 3 aspek, yaitu *governance structure, governance process, dan governance outcome* diuraikan pada tabel berikut.

Analysis of the suitability of GCG self-assessment at Bank Sahabat Sampoerna includes 3 aspects, which are governance structure, governance process, and governance outcome as described in the following table.

| Aspek Aspect | Nilai Score | Analisis Analysis |
|--|-------------|---|
| Pelaksanaan Tugas dan Tanggung Jawab Direksi <i>Implementation of Duties and Responsibilities of Board of Directors</i> | 1 | <p>Governance Structure</p> <ul style="list-style-type: none"> • Komposisi Direksi sudah memenuhi ketentuan; • Pengalaman dan pendidikan Direksi relevan dengan tugas dan tanggung jawab; • Tidak ada perangkapan jabatan; • Tidak ada hubungan keterkaitan satu sama lain; • Seluruh Direksi independen terhadap Pemegang Saham; dan • Mempunyai komitmen tinggi dalam mendorong budaya kepatuhan, budaya risiko, serta semangat belajar di setiap jenjang organisasi. <p>Governance Process</p> <ul style="list-style-type: none"> • Direksi bertindak secara independen; • Tidak ada intervensi pemilik yang merugikan atau mengganggu operasional Bank; • Direksi melakukan <i>monitoring</i> ketat terhadap progres yang dilakukan seluruh unit kerja termasuk progres dalam rangka pemenuhan ketentuan Bank Indonesia/Otoritas Jasa Keuangan/otoritas lainnya; • Direksi tidak memanfaatkan Bank untuk memperoleh keuntungan maupun kepentingan pribadi; dan • Permintaan data dari Komisaris selalu dipenuhi secara lengkap, akurat, serta tepat waktu. <p>Governance Outcome</p> <ul style="list-style-type: none"> • Direksi mempertanggungjawabkan pelaksanaan tugas kepada Pemegang Saham melalui RUPS dan Laporan Pertanggungjawaban diterima oleh RUPS pada setiap tahun; • Komunikasi mengenai kebijakan strategis dilakukan secara transparan, melalui tulisan maupun lisan, baik melalui tingkatan jenjang organisasi maupun secara langsung kepada karyawan; • Secara kualitas proses, manajemen risiko, budaya kepatuhan, penerapan budaya perusahaan, fungsi SKAI, serta sistem pengendalian internal telah berjalan; • Karyawan dipacu untuk terus belajar dan diberi kesempatan untuk mengikuti beberapa pelatihan internal Bank dan eksternal sesuai dengan tugasnya masing-masing. Kinerja individu diukur setiap 6 bulan dengan KPI yang sudah distandarisasi; • Bank dapat mempertahankan RBBR 2; • Secara umum, RBB yang telah ditetapkan dapat tercapai. <p>Governance Structure</p> <ul style="list-style-type: none"> • <i>The composition of Board of Directors has fulfilled the provisions;</i> • <i>The Board of Directors' experience and education are relevant to the duties and responsibilities;</i> • <i>There are no concurrent positions;</i> • <i>There is no relationship among themselves;</i> • <i>All members of Board of Directors are independent of the Shareholders; and</i> • <i>Have a high commitment in fostering compliance culture, risk culture, and learning spirit at every level of the organization.</i> <p>Governance Process</p> <ul style="list-style-type: none"> • <i>The Board of Directors acts independently;</i> • <i>There is no intervention by owner that harms or interferes with the Bank's operations;</i> • <i>The Board of Directors strictly monitors the progress made by all work units, including progress in the framework of fulfilling provisions required by Bank Indonesia/Financial Services Authority/other authority;</i> • <i>The Board of Directors does not use the Bank to obtain profits for personal or group interests; and</i> • <i>Data requests from Commissioners are always met in a complete, accurate, and timely manner.</i> <p>Governance Outcome</p> <ul style="list-style-type: none"> • <i>The Board of Directors is responsible for carrying out its duties to the Shareholders through the GMS and the Accountability Report is received by the GMS annually;</i> • <i>Communication on strategic policies is carried out transparently, in writing and verbally, through the level of organization or directly to employees;</i> • <i>In terms of process quality, the risk management, compliance culture, corporate culture, Internal Audit functions, and internal control systems are already implemented;</i> • <i>Employees are encouraged to continue learning and are given the opportunity to participate in internal and external Bank training in accordance with their respective duties. Individual performance is measured every 6 months with standardized KPI;</i> • <i>The Bank can maintain RBBR 2;</i> • <i>In general, the predetermined RBB can be achieved.</i> |

| Aspek Aspect | Nilai Score | Analisis Analysis |
|--|-------------|--|
| Pelaksanaan Tugas dan Tanggung Jawab Dewan Komisaris <i>Implementation of Duties and Responsibilities of Board of Commissioners</i> | 1 | <p>Governance Structure</p> <ul style="list-style-type: none"> Komposisi, jumlah, dan kriteria lain sudah sesuai dengan ketentuan Otoritas Jasa Keuangan; Seluruh anggota Dewan Komisaris berdomisili di Jakarta; Tidak ada perangkapan jabatan yang tidak sesuai dengan ketentuan Bank Indonesia/Otoritas Jasa Keuangan; Seluruh anggota Dewan Komisaris memiliki integritas, kompetensi, dan reputasi keuangan yang memadai; Tidak ada hubungan keterkaitan satu sama lain; serta Komisaris Independen merupakan pihak profesional dan independen terhadap Pemegang Saham. <p>Governance Process</p> <ul style="list-style-type: none"> Bank mempunyai spirit untuk selalu mematuhi ketentuan yang berlaku dalam segala proses, termasuk dalam hal pengangkatan anggota Dewan Komisaris; Dewan Komisaris meluangkan waktu secara maksimal untuk menjalankan tugas dan memberikan banyak masukan kepada Direksi; Dewan Komisaris tidak turut campur dalam kegiatan operasional maupun keputusan kredit, kecuali pemberian kredit kepada pihak terkait; Dewan Komisaris telah melaksanakan tugas dan tanggung jawab secara profesional dan independen; serta Pemilik tidak pernah melakukan intervensi terhadap pelaksanaan tugas Dewan Komisaris yang menyebabkan operasional Bank terganggu sehingga berdampak pada berkurangnya keuntungan dan/atau menyebabkan kerugian Bank. <p>Governance Outcome</p> <ul style="list-style-type: none"> Hasil rapat dituangkan dalam notulen rapat dan didokumentasikan serta didistribusikan dengan baik; Hasil rapat Dewan Komisaris merupakan rekomendasi dan/atau arahan yang dapat diimplementasikan oleh RUPS dan/atau Direksi; Seluruh anggota Dewan Komisaris tidak ada keterkaitan keluarga, hubungan keuangan, ataupun kepemilikan saham; dan Kinerja Bank meningkat dari waktu ke waktu. Secara positif peningkatan tersebut disertai peningkatan kualitas proses, manajemen risiko, budaya kepatuhan, SKAI, serta sistem pengendalian internal. <p>Governance Structure</p> <ul style="list-style-type: none"> <i>The composition, number, and other criteria are already in accordance with the provisions of Financial Services Authority;</i> <i>All members of Board of Commissioners are domiciled in Jakarta;</i> <i>There are no concurrent positions that are not in accordance with the provisions of Bank Indonesia/Financial Services Authority;</i> <i>All members of Board of Commissioners have integrity, competence, and sufficient finance reputation.</i> <i>There is no relationship among themselves; and</i> <i>Independent Commissioner is professional and independent of the Shareholders.</i> <p>Governance Process</p> <ul style="list-style-type: none"> <i>The Bank has the spirit to always comply with the provisions applicable in all processes, including in terms of appointing members of Board of Commissioners;</i> <i>The Board of Commissioners takes maximum time to carry out the duties and provides a lot of input to the Board of Directors;</i> <i>The Board of Commissioners does not interfere in operational activities or credit decisions, except in the provision of loans to related parties;</i> <i>The Board of Commissioners has carried out its duties and responsibilities professionally and independently; and</i> <i>The owner has never intervened in the implementation of the Board of Commissioners' duties which disrupts the Bank's operations and results in reduced profits and/or causes bank losses.</i> <p>Governance Outcome</p> <ul style="list-style-type: none"> <i>The meeting results are outlined in minutes of meeting and properly documented and distributed;</i> <i>The Board of Commissioners' meeting results are recommendations and/or directives that can be implemented by the GMS and/or Board of Directors;</i> <i>All members of the Board of Commissioners have no family, financial relationship or share ownership; and</i> <i>Bank performance has improved from time to time. Such increase was positively accompanied by an increase in the quality of process, risk management, compliance culture, Internal Audit Unit, and internal control system.</i> |

| Aspek Aspect | Nilai Score | Analisis Analysis |
|---|----------------|---|
| Kelengkapan dan Pelaksanaan Tugas Komite-Komite <i>Completeness and Implementation of Committee's Duties</i> | 1 | <p>Governance Structure</p> <ul style="list-style-type: none"> Jumlah, komposisi, kompetensi, dan perangkapan jabatan anggota Komite sesuai ketentuan berlaku; Tidak ada intervensi dari pemilik yang menyebabkan tidak terpenuhinya komposisi Komite; dan Frekuensi rapat dan kuorum sudah memenuhi ketentuan. <p>Governance Process</p> <ul style="list-style-type: none"> Komite Audit dan Komite Pemantau Risiko berkomitmen dalam memberikan kontribusi yang lebih baik dan optimal; serta Pelaksanaan tugas komite telah sesuai dengan ketentuan. <p>Governance Outcome</p> <ul style="list-style-type: none"> Risalah rapat selalu dibuat dan diadministrasikan dengan baik; serta Rekomendasi komite bermanfaat dan dapat digunakan untuk peningkatan di bidang terkait. <p><i>Governance Structure</i></p> <ul style="list-style-type: none"> Number, composition, competence, and concurrent positions of Committee members are in accordance with the applicable provisions; There is no intervention from the owner that results in non-fulfillment of composition of Committees; and Frequency of meetings and quorums have met the provisions. <p><i>Governance Process</i></p> <ul style="list-style-type: none"> The Audit Committee and Risk Monitoring Committee are committed to making better and optimal contributions; and The implementation of committee's duties is already in accordance with the provisions. <p><i>Governance Outcome</i></p> <ul style="list-style-type: none"> Minutes of meetings are always made and administered properly; and Committees' recommendations are useful and can be used for improvements in related fields. |
| Benturan Kepentingan <i>Conflict of Interest</i> | 1 | <p>Governance Structure</p> <ul style="list-style-type: none"> Bank telah memiliki SOP Standar Etika Karyawan, SOP Pengadaan Barang dan Jasa, serta adanya SOP <i>Vendor Management</i> yang salah satunya mengatur mengenai mekanisme pemilihan vendor dan proses pengadaan barang sehingga tidak ada benturan kepentingan; SOP Standar Etika Karyawan mengatur mengenai pelaporan dan penerapan sanksi apabila terjadi pelanggaran Standar Etika Karyawan; serta Bank juga memiliki Kebijakan Penerapan Strategi <i>Anti Fraud</i>. <p>Governance Process</p> <ul style="list-style-type: none"> Seluruh anggota Dewan Komisaris, Direksi, dan karyawan di seluruh jenjang organisasi Bank, menjunjung tinggi integritas dalam seluruh kegiatan; Optimalisasi Komite Penegakan Disiplin dan Integritas untuk menjaga konsistensi penerapan sanksi terhadap pelanggaran disiplin dan integritas sesuai ketentuan yang telah ditetapkan; serta Penyamaan nilai atas berbagai budaya yang dibawa karyawan dari kantor sebelumnya, dilakukan Bank dengan usaha yang keras dan terus menerus. <p>Governance Outcome</p> <ul style="list-style-type: none"> Komitmen seluruh jajaran Manajemen dalam penerapan integritas; dan Tidak terjadi benturan kepentingan pada periode laporan. <p><i>Governance Structure</i></p> <ul style="list-style-type: none"> The Bank has SOP for Employee Ethics Standards, SOP for Procurement of Goods and Services, and SOP for Vendor Management, one of which regulates the mechanism of vendor selection and procurement process for goods so that there is no conflict of interest; SOP for Employee Ethics Standards regulates the reporting and imposition of sanctions in the event of violations of Employee Ethics Standards; and The Bank also has an Anti-Fraud Strategy Implementation Policy. <p><i>Governance Process</i></p> <ul style="list-style-type: none"> All members of Board of Commissioners, Board of Directors, and employees at all levels of the Bank's organization, uphold integrity in all activities; Optimizing the Disciplinary and Integrity Enforcement Committee to maintain consistency in the imposition of sanctions against violations of discipline and integrity in accordance with the established provisions; and Aligning values of various cultures brought by employees from their previous office is carried out by the Bank with hard and continuous effort. <p><i>Governance Outcome</i></p> <ul style="list-style-type: none"> Commitment of all levels of the Management in implementing integrity; and There were no conflicts of interest during the reporting period. |

| Aspek Aspect | Nilai Score | Analisis Analysis |
|--|-------------|---|
| Fungsi Keadpatuhan Bank <i>Functions of Bank Compliance</i> | 2 | <p>Governance Structure</p> <ul style="list-style-type: none"> • Komitmen yang tinggi dari Direksi terhadap Budaya Keadpatuhan; • Organisasi Satuan Kerja Keadpatuhan independen terhadap satuan kerja operasional; • SDM di Satuan Kerja Keadpatuhan mempunyai pengalaman yang memadai dalam pengelolaan fungsi kepatuhan; • Kebijakan dan SPO Keadpatuhan sudah tersedia dan dapat diimplementasikan; serta • Adanya koordinasi antara SKK, SKMR, dan SKAI dalam meningkatkan kualitas budaya kepatuhan, budaya sadar risiko, dan pengendalian internal. <p>Governance Process</p> <ul style="list-style-type: none"> • Kebijakan dan SPO Keadpatuhan sudah diimplementasikan dan akan terus dikaji ulang secara berkala; • SKK, SKMR, dan SKAI melakukan rapat berkala dengan agenda yang ditentukan berdasarkan prioritas; • Sosialisasi budaya kepatuhan dilakukan secara berkelanjutan; • Proses <i>maker</i> dan <i>checker</i> dalam proses Pelaporan, <i>updating data</i> di sistem CBR, dan perbaikan validasi di sistem pelaporan masih perlu ditingkatkan, sehingga dapat menurunkan denda yang diakibatkan oleh ketidakakuratan data laporan yang disampaikan kepada regulator; serta • Pemenuhan komitmen atas pelaksanaan laporan kepada regulator masih perlu ditingkatkan sehingga dapat mengurangi pengenaan denda yang diakibatkan oleh keterlambatan penyampaian laporan kepada Otoritas Jasa Keuangan. <p>Governance Outcome</p> <ul style="list-style-type: none"> • Laporan Keadpatuhan Triwulanan kepada Direktur Utama dan Laporan Keadpatuhan Semesteran kepada Otoritas Jasa Keuangan sudah disampaikan sesuai ketentuan yang berlaku; • Budaya Keadpatuhan dibangun melalui berbagai aktivitas seperti sosialisasi <i>compliance awareness</i> yang dilakukan setiap tahun; • Bank belum sepenuhnya berhasil menurunkan tingkat pelanggaran terhadap ketentuan yang berlaku sehingga masih terdapat sanksi denda; • Diperlukan peningkatan kualitas data pelaporan Sistem Layanan Informasi Keuangan (SLIK) dan Laporan Bulanan Bank (LBU) untuk mengurangi tingkat pelanggaran terhadap ketentuan yang berpotensi adanya sanksi denda; serta • Diperlukan peningkatan komitmen pemenuhan laporan agar disampaikan tepat waktu, sehingga dapat mengurangi potensi sanksi denda. <p>Governance Structure</p> <ul style="list-style-type: none"> • <i>High commitment from the Board of Directors towards Compliance Culture;</i> • <i>Compliance Work Unit Organization is independent of the operational work units;</i> • <i>HR in the Compliance Unit has sufficient experience in managing compliance function;</i> • <i>Compliance Policy and SOP are already available and can be implemented; and</i> • <i>There is coordination among SKK, SKMR, and SKAI in improving the quality of compliance culture, risk awareness culture, and internal control.</i> <p>Governance Process</p> <ul style="list-style-type: none"> • <i>Compliance Policy and SPO have been implemented and will be regularly reviewed;</i> • <i>SKK, SKMR, and SKAI hold regular meetings with agenda determined based on priorities;</i> • <i>Dissemination of compliance culture is carried out on an ongoing basis;</i> • <i>The maker and checker process in the reporting process, updating data in CBR system, and improving validation in the reporting system still needs to be improved, so that it can reduce the fines caused by inaccurate reporting data submitted to the regulator; and</i> • <i>Fulfillment of commitment on the implementation of reports to regulators still needs to be improved in order to reduce the imposition of fines resulting from late submission of reports to the Financial Services Authority.</i> <p>Governance Outcome</p> <ul style="list-style-type: none"> • <i>Quarterly Compliance Report to the Chief Executive Officer and Semi-Annual Compliance Report to the Financial Services Authority have been submitted in accordance with the applicable regulations;</i> • <i>Compliance culture is built through various activities such as compliance awareness dissemination that is carried out every year;</i> • <i>The Bank has not fully succeeded in reducing the level of violation of the applicable regulations, thus, there are still penalties;</i> • <i>It is necessary to improve the quality of reporting data on Financial Information Services System (SLIK) and Bank Monthly Reports (LBU) to reduce the level of violations of the provisions that have the potential for financial penalties; and</i> • <i>There is a need to increase commitments to fulfill reports so that they are delivered on time and to reduce the potential for financial penalties.</i> |

| Aspek Aspect | Nilai Score | Analisis Analysis |
|---|----------------|---|
| Fungsi Audit Internal <i>Functions of Internal Audit</i> | 1 | <p>Governance Structure</p> <ul style="list-style-type: none"> Struktur organisasi SKAI telah sesuai dengan standar pelaksanaan fungsi audit internal Bank Umum. Selanjutnya, struktur organisasi SKAI bersifat dinamis mengikuti perkembangan dan kebutuhan organisasi Bank; Bank memiliki <i>Internal Audit Charter</i>; SKAI berada langsung di bawah Direktur Utama dan Dewan Komisaris melalui komite Audit, sehingga bersifat Independen dalam menjalankan fungsinya; dan Bank telah menyusun metodologi audit dan telah disahkan oleh pejabat terkait. <p>Governance Process</p> <ul style="list-style-type: none"> Temuan audit dilaporkan secara berkala kepada Direktur Utama, Direktur Kepatuhan, Direktur terkait, serta Komisaris melalui Komite Audit; Dalam upaya peningkatan, pengembangan pengetahuan, dan keterampilan personel, SKAI telah membuat dan melaksanakan pendidikan/pelatihan; serta SKAI melakukan <i>monitoring</i> tindak lanjut perbaikan temuan audit internal maupun eksternal, termasuk Otoritas Jasa Keuangan, sesuai komitmen yang telah disepakati. <p>Governance Outcome</p> <ul style="list-style-type: none"> Laporan hasil pemeriksaan SKAI senantiasa disampaikan kepada Direktur Utama, Direktur bidang terkait, Komisaris, dan Direktur Kepatuhan; serta Dewan Komisaris, melalui Komite Audit, dan Direktur terkait telah melaksanakan kegiatan berdasarkan prinsip GCG, termasuk menindaklanjuti laporan hasil audit. <p>Governance Structure</p> <ul style="list-style-type: none"> <i>The organization structure of Internal Audit Unit is already in accordance with the standard implementation of Commercial Bank's internal audit function. Furthermore, SKAI organization structure is dynamic following the development and needs of the Bank's organization;</i> <i>The Bank has an Internal Audit Charter;</i> <i>Internal Audit Unit is directly under the Chief Executive Officer and the Board of Commissioners through the Audit committee; thus, it is Independent in carrying out its functions; and</i> <i>The Bank has prepared an audit methodology and has been approved by the relevant officials.</i> <p>Governance Process</p> <ul style="list-style-type: none"> <i>Audit findings are reported regularly to the Chief Executive Officer, Compliance Director, relevant Directors, and Commissioners through the Audit Committee;</i> <i>In an effort to improve and develop the knowledge and skills of the personnel, SKAI has made and carried out education/training; and</i> <i>Internal Audit Unit monitors the follow-up of improvement against the findings of internal and external audit, as well as the Financial Services Authority, in accordance with the agreed commitments.</i> <p>Governance Outcome</p> <ul style="list-style-type: none"> <i>SKAI audit results report is always submitted to the Chief Executive Officer, Director of related fields, Commissioners, and Compliance Director; and</i> <i>The Board of Commissioners, through the Audit Committee, and relevant Directors have carried out activities based on GCG principles, including following up on audit reports.</i> |
| Fungsi Audit Eksternal <i>Functions of External Audit</i> | 1 | <p>Governance Structure</p> <p>Bank telah memenuhi aspek <i>governance structure</i> dalam penerapan fungsi audit eksternal. Pemenuhan aspek tersebut dicerminkan dengan kebijakan Bank dalam menunjuk AP maupun KAP berdasarkan kapasitas yang dimiliki. Kebijakan ini dimaksudkan agar menghasilkan <i>outcome</i> sesuai dengan harapan <i>stakeholders</i> Bank, yaitu hasil audit yang mampu menggambarkan permasalahan Bank secara signifikan.</p> <p>Governance Process</p> <p>Bank telah memastikan terpenuhinya aspek <i>governance process</i> fungsi audit eksternal. Pemenuhan ini berdasarkan atas AP dan KAP yang memiliki kinerja independen dengan kompetensi yang memadai. Kinerja yang dimiliki baik AP maupun KAP dalam penugasan audit juga telah memenuhi standar profesional akuntan publik. Hal ini tidak terlepas dari efektivitas kebijakan bank dalam penugasan audit dengan memilih AP maupun KAP terdaftar sebagai auditor Bank di Otoritas Jasa Keuangan, melalui proses penunjukan yang dilakukan oleh Dewan Komisaris atas wewenang dari RUPS dan rekomendasi dari Komite Audit.</p> <p>Governance Structure</p> <p><i>The Bank has fulfilled the governance structure aspect in implementing the external audit function. The fulfillment of such aspect is reflected by the Bank's policy in appointing AP and KAP based on their capacity. This policy is intended to produce outcomes that are in line with the expectations of the Bank's stakeholders, which are audit results that can describe the Bank's problems significantly.</i></p> <p>Governance Process</p> <p><i>The Bank has ensured the fulfillment of governance process aspect of the external audit function. This fulfillment is based on AP and KAP which have independent performance with sufficient competence. The performance of AP and KAP in their audit assignment has already met the professional standards of public accountants; This is inseparable from the effectiveness of the Bank's policy in assigning audits by selecting AP and KAP that are registered as Bank auditors in the Financial Services Authority, through the appointment process carried out by the Board of Commissioners on the authority of the GMS and recommendations from the Audit Committee.</i></p> |

| Aspek Aspect | Nilai Score | Analisis Analysis |
|---|-------------|--|
| | | <p>Governance Outcome</p> <p>Aspek <i>governance outcome</i> fungsi audit eksternal diwujudkan melalui hasil audit dan <i>Management Letter</i> yang mampu menggambarkan kondisi dan permasalahan Bank secara signifikan. Kualitas hasil audit yang memadai membantu Bank dalam melakukan perbaikan dan perubahan atas permasalahan yang ditemukan. Selain itu, hasil audit juga telah disampaikan secara tepat waktu sesuai dengan <i>timeline</i> yang disepakati sebelumnya.</p> <p>Governance Outcome</p> <p><i>The governance outcome aspect of the external audit function is realized through the audit results and Management Letter that can significantly describe the Bank's conditions and problems. The quality of audit results is adequate to assist the Bank in making improvements and changes to the problems found. Moreover, the audit results have also been submitted in a timely manner in accordance with the timeline agreed in advance.</i></p> |
| Fungsi Manajemen Risiko dan Pengendalian Internal <i>Functions of Risk Management and Internal Control</i> | 2 | <p>Governance Structure</p> <p>Dengan dukungan penuh dari Manajemen Bank, maka struktur organisasi telah disesuaikan dengan ketentuan yang berlaku dengan menerapkan asas independensi dari SKAI, SKK, dan SKMR, serta penerapan prinsip kehati-hatian dan GCG.</p> <p>Governance Process</p> <ul style="list-style-type: none"> • Dengan dukungan penuh Manajemen, Bank senantiasa berusaha agar penerapan manajemen risiko, budaya kepatuhan, pengendalian internal, serta GCG dilakukan dengan bertahap sesuai ketentuan yang berlaku dengan menerapkan prinsip kehati-hatian; dan • Masih diperlukan optimalisasi dari sosialisasi-sosialisasi yang telah dilakukan atas kebijakan dan prosedur operasional, serta peningkatan infrastruktur secara bertahap dan berkesinambungan dalam melaksanakan kebijakan dan prosedur tersebut untuk meningkatkan penerapan manajemen risiko, budaya kepatuhan, pengendalian internal, serta GCG pada Unit Kerja Operasional/<i>Risk Taking Unit</i>. <p>Governance Outcome</p> <ul style="list-style-type: none"> • Dengan dukungan penuh dari Manajemen, Bank terus berusaha agar penerapan manajemen risiko, budaya kepatuhan, pengendalian internal, serta GCG secara bertahap dapat diimplementasikan dengan efektif sesuai ketentuan yang berlaku dengan menerapkan prinsip kehati-hatian; • Berdasarkan hasil audit, masih ditemukan beberapa kelemahan operasional, namun Unit Kerja <i>Operational Risk</i> bersama unit kerja terkait secara bertahap dan berkesinambungan terus mengimplementasikan <i>key control self-assessment</i> dan <i>loss event database</i> pada unit-unit kerja terkait sebagai salah satu upaya peningkatan budaya kepatuhan dan sosialisasi-sosialisasi yang terus dilakukan; • Beberapa <i>risk appetite</i> dan <i>limit</i> yang terlampaui masih harus terus dilakukan pemantauan agar kedepannya sesuai dengan <i>limit</i> yang ditetapkan; serta • Penerapan manajemen risiko termasuk sistem pengendalian internal telah dilakukan namun masih perlu ditingkatkan efektivitasnya sesuai dengan tujuan, kebijakan usaha, ukuran dan kompleksitas usaha, serta kemampuan bank. Hal ini terlihat pada profil risiko di mana peringkat tingkat risiko untuk risiko kredit dan risiko operasional masih berada pada peringkat <i>moderate</i>. <p>Governance Structure</p> <p><i>With the full support of the Bank's Management, the organization structure has been adjusted to the applicable provisions by applying the principle of independence in SKAI, SKK, and SKMR, and the implementation of prudential principle and GCG.</i></p> <p>Governance Process</p> <ul style="list-style-type: none"> • <i>With full support from the Management, the Bank continues to strive so that the risk management, compliance culture, internal control, and GCG can be gradually implemented in accordance with the applicable regulations by applying the prudential principle; and</i> • <i>Optimization of disseminations that have been carried out on operational policies and procedures is still needed, as well as gradual and continuous improvement of infrastructure in carrying out these policies and procedures in order to improve the implementation of risk management, compliance culture, internal control, and GCG in the Operational Work Unit/Risk Taking unit.</i> <p>Governance Outcome</p> <ul style="list-style-type: none"> • <i>With full support from the Management, the Bank continues to strive so that the implementation of risk management, compliance culture, internal control, and GCG can be gradually implemented effectively in accordance with the applicable regulations by applying the prudential principle;</i> • <i>Based on the audit results, several operational weaknesses were still found, but the Operational Risk Unit together with the related work units gradually and continuously implement key control self-assessment and loss event databases at the related work units as an effort to improve the compliance culture and disseminate such matter continuously;</i> • <i>Continuous monitoring of some risk appetite and exceeded limits shall be conducted so that to the future they are in accordance with the specified limits; and</i> • <i>The implementation of risk management, including the internal control system, has been carried out, but its effectiveness still needs to be increased in accordance with the objectives, policies, size, and complexity of the business, and the Bank's capability. This can be seen in the risk profile where the level of risk for credit risk and operational risk is still moderate.</i> |

| Aspek Aspect | Nilai Score | Analisis Analysis |
|---|----------------|--|
| Prinsip Kehati-hatian dalam Penyediaan Dana kepada Pihak Terkait (Related Party) dan Debitur Besar (Large Exposures) Prudential Principle in Provision of Funds of Related Party and Large Exposure | 2 | <p>Governance Structure Bank telah memiliki kebijakan, sistem, serta prosedur yang tertulis dan jelas untuk penyediaan dana kepada pihak terkait serta penyediaan dana besar.</p> <p>Governance Process Dalam rangka penyediaan dana kepada pihak terkait dan/atau penyediaan dana besar, Bank selalu memperhatikan ketentuan Bank Indonesia tentang BMPK, ketentuan internal, dan prinsip kehati-hatian sehingga tidak terdapat pelanggaran ataupun pelampauan terhadap ketentuan BMPK.</p> <p>Governance Outcome</p> <ul style="list-style-type: none"> • Bank belum pernah melakukan pelanggaran ataupun pelampauan terhadap ketentuan Bank Indonesia dan Otoritas Jasa Keuangan mengenai BMPK; • Bank telah menyampaikan laporan penyediaan dana kepada pihak terkait dan penyediaan dana besar (debitur inti) setiap bulannya kepada Otoritas Jasa Keuangan secara tepat waktu; serta • Bank masih mengalami risiko konsentrasi yang cukup tinggi, pada penyediaan dana besar. <p>Governance Structure <i>The Bank already has clear and written policies, systems, and procedures for provision of funds to related parties and provision of large exposures.</i></p> <p>Governance Process <i>In providing funds to related parties and/or providing large exposures, the Bank always pays attention to the provisions of Bank Indonesia on the Legal Lending Limit (BMPK), internal provisions, and the prudential principle, so that there are no violations or exceedances of the LLL provisions.</i></p> <p>Governance Outcome</p> <ul style="list-style-type: none"> • <i>The Bank has never violated or exceeded the provisions of Bank Indonesia and Financial Services Authority on LLL;</i> • <i>The Bank has submitted the monthly report on provision of funds to related parties and provision of large exposures (core debtors) to the Financial Services Authority in a timely manner; and</i> • <i>The Bank still experiences a relatively high concentration risk in the provision of large exposures.</i> |
| Transparansi Kondisi Keuangan dan Non-Keuangan Laporan Pelaksanaan Tata Kelola dan Pelaporan Internal Transparency of Financial and Non-Financial Condition, Report on the Implementation of Good Corporate Governance, and Internal Reporting | 1 | <p>Governance Structure</p> <ul style="list-style-type: none"> • Bank telah memiliki dasar kebijakan dalam bentuk SOP yang mengatur pelaksanaan penyusunan laporan yang ditujukan kepada para pemangku kepentingan; • Laporan Pelaksanaan GCG telah disusun setiap akhir tahun buku sesuai ketentuan yang berlaku; • Bank telah memiliki sistem informasi yang dapat mendukung internal Bank dalam proses pelaporan internal yang akurat dan tepat waktu; serta • Bank telah memiliki SDM dengan tingkat kompetensi yang memadai dan handal guna mendukung pengelolaan serta pengembangan sistem informasi yang dimiliki oleh Bank. <p>Governance Process</p> <ul style="list-style-type: none"> • Bank telah menyusun Laporan Tahunan secara transparan dan telah menyampaikannya kepada Otoritas Jasa Keuangan dan Pemangku Kepentingan dengan tepat waktu dan sesuai ketentuan yang berlaku; • Bank sudah menerapkan transparansi produk dan informasi data nasabah sesuai ketentuan yang berlaku; serta • Bank selalu memperbarui informasi di situs web Bank sesuai aturan yang berlaku. <p>Governance Outcome</p> <ul style="list-style-type: none"> • Laporan Tahunan sudah disampaikan kepada Otoritas Jasa Keuangan dan seluruh pemangku kepentingan dengan tepat waktu, sesuai ketentuan yang berlaku; • Transparansi laporan telah dilakukan dengan cakupan sesuai ketentuan dan dipublikasikan pada halaman utama situs web Bank; dan • Laporan pelaksanaan GCG telah mencerminkan kondisi Bank yang sebenarnya. <p>Governance Structure</p> <ul style="list-style-type: none"> • <i>The Bank already has a basic policy in the form of SOP that regulates the implementation of preparation of reports addressed to stakeholders;</i> • <i>The GCG Implementation Report is prepared at every end of fiscal year in accordance with the applicable regulations;</i> • <i>The Bank already has an information system that can support the Bank's internal reporting processes in an accurate and timely manner; and</i> • <i>The Bank already has HR with adequate and reliable competency levels to support its information system management and development.</i> <p>Governance Process</p> <ul style="list-style-type: none"> • <i>The Bank has prepared the Annual Report transparently and has submitted it to the Financial Services Authority and Stakeholders in a timely manner, in accordance with the applicable regulations;</i> • <i>The Bank has implemented product transparency and customer data information in accordance with the applicable regulations; and</i> • <i>The Bank always updates information on the Bank's website in accordance with the applicable regulations.</i> |

| Aspek Aspect | Nilai Score | Analisis Analysis |
|--|-------------|--|
| | | <p>Governance Outcome</p> <ul style="list-style-type: none"> The Annual Report has been submitted to the Financial Services Authority and all stakeholders in a timely manner, in accordance with the applicable regulations; Transparency of the report has been carried out with the scopes according to the provisions and published on the main page of the Bank's website; and The GCG implementation report has reflected the Bank's actual condition. |
| Rencana Strategis Bank Bank's Strategic Plans | 2 | <p>Governance Structure</p> <ul style="list-style-type: none"> Rencana Strategis Bank dituangkan dalam Rencana Bisnis Bank dan telah sesuai dengan Visi dan Misi Bank; serta Pemegang Saham senantiasa mendukung Rencana Strategis Bank dengan memperkuat permodalan. Dalam rangka mendukung pertumbuhan Bank, pada tahun 2019 Pemegang Saham menyetorkan tambahan modal sebesar Rp120 miliar dan pada akhir Juli 2019, Pemegang Saham baru Bank, yaitu Abakus (Asia Pacific) Pte Ltd telah menyetorkan modal sebesar Rp145 miliar. Dengan demikian, pada akhir tahun 2019, modal inti Bank menjadi sebesar Rp1.579,3 miliar. Total modal (modal inti dan modal pelengkap) menjadi sebesar Rp1.657,4 miliar. <p>Governance Process</p> <ul style="list-style-type: none"> Bank telah menyusun rencana bisnis secara lengkap dan realistis dengan memperhatikan seluruh faktor internal dan eksternal, serta memperhatikan prinsip kehati-hatian dan asas perbankan yang sehat; Direksi telah mengomunikasikan hasil penyusunan Rencana Bisnis Bank kepada pemegang saham Bank serta seluruh Kepala Divisi. Para Kepala Divisi/Satuan Kerja yang ada selanjutnya menyampaikan kepada jajaran di bawahnya; Dewan Komisaris mengawasi pelaksanaan Rencana Bisnis Bank melalui rapat rutin bulanan antara Dewan Komisaris dengan Direksi, serta menyampaikan beberapa <i>concern</i> secara langsung kepada Direksi untuk mendapatkan penjelasan lebih lanjut; dan Pemegang Saham Bank menunjukkan keseriusan dalam mendukung Rencana Strategis Bank. <p>Governance Outcome</p> <ul style="list-style-type: none"> Bank senantiasa melakukan investasi dalam pengembangan SDM, IT, jaringan kantor, kebijakan, dan prosedur dalam rangka meningkatkan pelayanan kepada nasabah maupun kualitas keamanan; Rencana Bisnis Bank telah menggambarkan pertumbuhan Bank yang berkesinambungan, serta sesuai dengan Visi dan Misi Bank; Rencana bisnis yang lengkap dan realistis dengan memperhatikan seluruh faktor internal dan eksternal, serta memperhatikan prinsip kehati-hatian dan asas perbankan yang sehat; Rencana Korporasi dan Rencana Bisnis disusun oleh Direksi dan telah disetujui oleh Dewan Komisaris; dan Realisasi Rencana Bisnis Bank tahun 2019 secara keseluruhan masih di bawah target yang ditetapkan, mengingat masih belum pulihnya kondisi pasar akibat tekanan kualitas kredit, serta masih berlangsungnya ketidakpastian ekonomi global. Namun demikian, Bank dapat menjaga CAR sebesar 21,08% di atas target yang ditetapkan sebesar 17,10%. <p>Governance Structure</p> <ul style="list-style-type: none"> The Bank's Strategic Plan is stated in the Bank's Business Plan and is already in accordance with the Bank's Vision and Mission; and Shareholders always support the Bank's Strategic Plan by strengthening capital. In order to support the Bank's growth, in 2019 the Shareholders added capital of Rp120 billion and at end of July 2019, the Bank's new Shareholder, namely Abakus (Asia Pacific) Pte Ltd, paid in capital of Rp145 billion. Thus, at the end of 2019, the Bank's tier 1 capital became Rp1,579.3 billion. Total capital (tier 1 capital and tier 2 capital) amounted to Rp1,657.4 billion. <p>Governance Process</p> <ul style="list-style-type: none"> The Bank has prepared a complete and realistic business plan by considering all internal and external factors, and prudential principle and sound banking principle; The Board of Directors has communicated the Bank's Business Plan to shareholders and all Head of Division. The Division Heads/Work Units then convey to the ranks below; The Board of Commissioners oversees the implementation of the Bank's Business Plan through regular monthly meetings between the Board of Commissioners and Board of Directors, and conveys some concerns directly to the Board of Directors to get further clarification; and The Bank's Shareholders show their seriousness in supporting the Bank's Strategic Plan. <p>Governance Outcome</p> <ul style="list-style-type: none"> The Bank continues to invest in the development of human resources, IT, office network, policies and procedures in order to improve service to customers and security quality; The Bank's Business Plan has described the Bank's sustainable growth, and is in accordance with the Bank's Vision and Mission; A complete and realistic business plan by considering all internal and external factors, and prudential principle and sound banking principle; The Corporate Plan and Business Plan are prepared by the Board of Directors and approved by the Board of Commissioners; and The realization of the Bank's Business Plan in 2019 as an overall was still below the target set, bearing in mind that market conditions were not yet recovered due to credit quality pressures and the ongoing global economic uncertainty. However, the Bank can maintain its CAR at 21.08%, which is above the target set at 17.10%. |

RAPAT UMUM PEMEGANG SAHAM

General Meeting of Shareholders

Rapat Umum Pemegang Saham (RUPS) adalah organ tertinggi Bank dan mempunyai wewenang yang tidak dapat diserahkan kepada Dewan Komisaris atau Direksi dalam batas yang ditentukan oleh Undang-Undang Perseroan Terbatas dan/atau Anggaran Dasar Bank. Bagi Pemegang Saham, RUPS berfungsi sebagai tempat dalam memutuskan arah Bank. Sementara itu, bagi Dewan Komisaris dan Direksi, RUPS merupakan forum untuk menyampaikan laporan pertanggungjawaban atas pelaksanaan tugas serta hasil kinerja Bank kepada Pemegang Saham.

Penyelenggaraan RUPS di Bank Sahabat Sampoerna diatur dalam Pasal 2 Peraturan Otoritas Jasa Keuangan No. 32/POJK.04/2014 dan Pasal 8 Anggaran Dasar Bank. Berdasarkan peraturan tersebut, RUPS yang diselenggarakan Bank Sahabat Sampoerna terdiri dari RUPS Tahunan dan RUPS Luar Biasa. RUPS Tahunan wajib diselenggarakan dalam jangka waktu paling lambat 6 bulan setelah tahun buku berakhir, sedangkan RUPS Luar Biasa dapat diadakan sewaktu-waktu sesuai dengan kebutuhan Bank.

Hak dan Wewenang RUPS

RUPS di Bank Sahabat Sampoerna memiliki hak dan wewenang sebagai berikut.

1. Menyetujui dan menerima Laporan Tahunan dari Direksi Perseroan yang telah dikaji oleh Dewan Komisaris;
2. Memutuskan penggunaan laba Bank;
3. Memberikan pelunasan dan pembebasan tanggung jawab penuh kepada anggota Direksi dan Dewan Komisaris atas pengurusan dan pengawasan yang dijalankan selama tahun buku yang berlaku;
4. Menunjuk dan mengangkat Direksi dan Dewan Komisaris;
5. Memberikan persetujuan jika perusahaan bermaksud untuk mengalihkan, melepaskan hak, atau menjadikan jaminan utang seluruh atau lebih dari 50% harta kekayaan bersih Bank, baik dalam satu transaksi dan atau beberapa transaksi yang berdiri sendiri atau yang berkaitan satu sama lain;
6. Menyetujui pemindahan atas saham Bank; dan
7. Menyetujui perubahan Anggaran Dasar.

Hak Pemegang Saham

Pemegang Saham Bank Sahabat Sampoerna memiliki hak untuk:

1. Menghadiri dan memiliki hak suara dalam RUPS;
2. Menerima pembayaran dividen dan sisa kekayaan hasil likuidasi;
3. Mengangkat dan memberhentikan Direksi dan Komisaris;

General Meeting of Shareholders (GMS) is the highest organ of the Bank and has authority that is non-transferable to the Board of Directors or Board of Commissioners within the limits specified by the of Limited Liability Company Law and/or the Bank's Articles of Association. For Shareholders, the GMS serves as a place to decide the Bank's direction. Meanwhile, for Board of Commissioners and Board of Directors, the GMS is a forum to submit accountability reports on duty implementation and the Bank's performance to Shareholders.

At Bank Sahabat Sampoerna, convening a GMS is regulated in Article 2 of Financial Services Authority Regulation No. 32/POJK.04/2014 and Article 8 of the Bank's Articles of Association. Based on these regulations, the GMS convened by Bank Sahabat Sampoerna consists of Annual GMS and Extraordinary GMS. Annual GMS must be held no later than 6 months after the end of fiscal year, while Extraordinary GMS may be held at any time based on the Bank's needs.

Rights and Authority of the GMS

The GMS at Bank Sahabat Sampoerna has the following rights and authorities.

1. *To approve and accept Annual Reports from the Board of Directors of the Company, which have been reviewed by the Board of Commissioners;*
2. *To decide the appropriation of the Bank's profits;*
3. *To give full repayment and release of responsibility to members of Board of Directors and Board of Commissioners for the management and supervision performed during the current financial year;*
4. *To appoint Board of Directors and Board of Commissioners;*
5. *To give approval if the Company intends to transfer, release rights, or make debt guarantee of all or more than 50% of the Bank's net assets, in one or several independent or dependent transactions;*
6. *To approve transfers of Bank shares; and*
7. *To approve amendments to Articles of Association.*

Shareholders' Rights

Bank Sahabat Sampoerna's shareholders have the rights to:

1. *Attend and have voting rights at the GMS;*
2. *Receive dividend payments and the remaining proceeds of asset liquidation;*
3. *Appoint and dismiss Board of Directors and Board of Commissioners;*

4. Memberikan persetujuan atas Laporan Tahunan dan Keuangan yang disampaikan oleh Direksi dan Laporan Pengawasan yang disampaikan oleh Komisaris, serta memberikan pembebasan dan pelunasan kepada Direksi dan Komisaris sepanjang tindakannya tercermin dan dilaporkan dalam laporan tahunan dan keuangan;
5. Memindahkan hak atas saham yang dimiliki; dan
6. Mendapatkan penawaran atas saham yang akan dialihkan oleh Pemegang Saham lainnya.

Tanggung Jawab Pemegang Saham

Tanggung jawab Pemegang Saham Bank Sahabat Sampoerna yaitu:

1. Meminta pertanggungjawaban dari Direksi dan Komisaris atas pengurusan dan pengawasan yang dilakukan terhadap Bank; dan
2. Bertanggung jawab sebesar dana yang telah ditempatkan dalam Bank, jika Bank mengalami kepailitan.

Wewenang Pemegang Saham

Berikut wewenang Pemegang Saham di Bank Sahabat Sampoerna.

1. Mengangkat dan memberhentikan Direksi dan Komisaris;
2. Memberikan persetujuan atas Laporan Tahunan dan Keuangan yang disampaikan oleh Direksi dan Laporan Pengawasan yang disampaikan oleh Komisaris, serta memberikan pembebasan dan pelunasan kepada Direksi dan Komisaris sepanjang tindakannya tercermin dan dilaporkan dalam Laporan Tahunan dan Laporan Keuangan;
3. Memberikan persetujuan atas pengalihan atau penjaminan atas 50% lebih aset kekayaan Bank;
4. Memberikan persetujuan atas pengalihan saham Pemegang Saham;
5. Memberikan persetujuan atas proses *merger*, akuisisi dan, likuidasi yang dilakukan Bank;
6. Menyetujui pembagian dividen; dan
7. Menyetujui jumlah remunerasi Direksi dan Komisaris.

Mekanisme Pelaksanaan RUPS

Mekanisme pelaksanaan RUPS Bank Sahabat Sampoerna diatur dalam Anggaran Dasar Bank, yaitu:

1. Pasal 9 Anggaran Dasar Bank
 - a. RUPS diadakan di tempat kedudukan Bank atau di wilayah Republik Indonesia;

4. *Approve the Annual Reports and Financial Statements submitted by the Board of Directors and Supervision Reports submitted by the Board of Commissioners, as well as provide release and repayments to the Board of Directors and Board of Commissioners provided that their actions are reflected and reported in the annual reports and financial statements;*
5. *Transfer rights over shares owned; and*
6. *Receive an offer on shares to be transferred by other Shareholders.*

Shareholders' Responsibilities

Bank Sahabat Sampoerna' shareholders responsibilities are:

1. *Asking accountability from the Board of Directors and Board of Commissioners for the management and supervision of the Bank; and*
2. *Being responsible for the amount of funds issued in the Bank, if the Bank goes bankrupt.*

Shareholders' Authority

Below is the authority of Shareholders of Bank Sahabat Sampoerna.

1. *To appoint and dismiss Board of Directors and Board of Commissioners;*
2. *To approve the Annual Reports and Financial Statements submitted by Board of Directors and Supervision Reports submitted by Board of Commissioners, as well as to provide release and repayments to Board of Directors and Board of Commissioners provided that their actions are reflected and reported in the Annual Reports and Financial Statements;*
3. *To approve the transfer or guarantee of 50% or more of the Bank's assets;*
4. *To approve the transfer of shareholders' shares;*
5. *To approve merger, acquisition, and liquidation process conducted by the Bank;*
6. *To approve dividend distribution; and*
7. *To approve the remuneration amount for Board of Directors and Board of Commissioners.*

GMS Mechanism

The mechanism for convening the GMS at Bank Sahabat Sampoerna is regulated in the Bank's Articles of Association as follows:

1. *Article 9 of the Bank's Articles of Association*
 - a. *The GMS is convened at the Bank's domicile or in the territory of the Republic of Indonesia;*

- b. RUPS dapat dilaksanakan di manapun sepanjang disepakati oleh seluruh Pemegang Saham dengan tetap memperhatikan ketentuan tempat pelaksanaan RUPS;
 - c. RUPS diselenggarakan dengan melakukan pemanggilan terlebih dahulu kepada Pemegang Saham melalui surat tercatat atau iklan di surat kabar selambat-lambatnya 14 (empat belas) hari kalender sebelum diselenggarakannya RUPS; dan
 - d. RUPS dipimpin oleh Direktur Utama.
2. Pasal 10 Anggaran Dasar Bank
- a. RUPS dapat dilakukan jika dihadiri oleh sedikitnya 50,00% Pemegang Saham;
 - b. RUPS hanya dapat mengambil keputusan jika keputusan tersebut disetujui 50,00% dari suara sah yang hadir;
 - c. RUPS dapat mengambil keputusan berdasarkan musyawarah untuk mufakat; dan
 - d. Pemegang Saham dapat mengambil keputusan yang sah tanpa mengadakan RUPS, dengan ketentuan semua Pemegang Saham telah diberitahukan secara tertulis dan semua Pemegang Saham memberikan persetujuan mengenai usul yang diajukan secara tertulis serta menandatangani persetujuan tersebut.

- b. *The GMS may be convened anywhere provided that it is agreed by all Shareholders with due regard to the provisions where the GMS is convened;*
- c. *The GMS is convened by giving notification in advance to the Shareholders through registered mail or advertisements in newspapers no later than 14 (fourteen) calendar days prior to the GMS; and*
- d. *The GMS is chaired by the Chief Executive Officer.*

2. *Article 10 of the Bank's Articles of Association*
- a. *The GMS may be convened if attended by at least 50.00% of Shareholders;*
 - b. *The GMS may only adopt resolutions if approved by 50.00% of the valid votes present;*
 - c. *The GMS may adopt resolutions based on consensus agreement; and*
 - d. *Shareholder may also make valid resolutions without convening GMS, provided that all Shareholders have been notified in writing and all Shareholders have given approvals on the proposal submitted in writing and have signed the approvals.*

Pelaksanaan RUPS Tahun 2019

Pada tahun 2019, Bank Sahabat Sampoerna telah menyelenggarakan RUPS sebanyak 5 kali, yakni 1 kali RUPS Tahunan dan 4 kali RUPS Luar Biasa.

RUPS Tahunan 2019

RUPS Tahunan Bank Sahabat Sampoerna untuk tahun buku 2018 diselenggarakan pada 27 Mei 2019 bertempat di Jakarta. RUPS Tahunan ini dilakukan secara sirkulasi dan ditandatangani oleh seluruh Pemegang Saham yang mewakili 1.195.000.000 saham atau 100% dari seluruh saham yang telah ditempatkan dan disetor penuh. Berdasarkan hal tersebut, quorum telah terpenuhi sesuai Pasal 10 Anggaran Dasar Bank.

Tahapan pelaksanaan RUPS Tahunan 2019 Bank Sahabat Sampoerna diuraikan pada tabel berikut.

| Undangan <i>Notice</i> | Pelaksanaan <i>Implementation</i> | Hasil RUPS <i>GMS Resolutions</i> |
|---------------------------|--------------------------------------|---|
| 3 | 3 | 3 undangan menyetujui (100%) 3 invitees agree (100%) |

Adapun agenda dan keputusan RUPS Tahunan Bank Sahabat Sampoerna untuk tahun buku 2018 antara lain:

GMS in 2019

In 2019, Bank Sahabat Sampoerna convened 5 GMS, which were 1 Annual GMS and 4 Extraordinary GMS.

2019 Annual GMS

Bank Sahabat Sampoerna's Annual GMS for the 2018 fiscal year was convened on 27 May 2019 in Jakarta. Extraordinary GMS were held in circular and signed by all Shareholders representing 1,195,000,000 shares or 100% of all issued and fully paid shares. Based on such matter, the quorum was fulfilled in accordance with Article 10 of the Bank's Articles of Association.

Stages of the 2019 Annual GMS of Bank Sahabat Sampoerna are outlined in the following table.

The agenda and resolutions of Bank Sahabat Sampoerna's Annual GMS for the 2018 fiscal year include:

| Agenda <i>Agenda</i> | Keputusan RUPS dan Realisasinya <i>GMS Resolutions and the Realization</i> |
|------------------------------------|--|
| Agenda I <i>Agenda - Item I</i> | Menerima dan menyetujui Laporan Direksi Bank mengenai hasil kegiatan usaha Bank untuk tahun buku 2018. Status: Terealisasi. <i>Accepting and approving the Bank's Board of Directors Report on the Bank's business activity results for the 2018 fiscal year.</i> Status: Realized. |

| Agenda Agenda | Keputusan RUPS dan Realisasinya GMS Resolutions and the Realization |
|---------------------------------|--|
| Agenda II Agenda - Item II | Menerima dan menyetujui Laporan Komisaris Bank selama tahun buku 2018. Status: Terealisasi. <i>Accepting and approving the Bank's Board of Commissioners Report for the 2018 fiscal year.</i> Status: Realized. |
| Agenda III Agenda - Item III | Mengesahkan Laporan Keuangan Tahunan Bank Status: Terealisasi. Keputusan RUPS merupakan persetujuan yang tidak memerlukan tindak lanjut. <i>Validating the Bank's Annual Financial Statements</i> Status: Realized No follow-up action necessary for this GMS Resolution. |
| Agenda IV Agenda - Item IV | Menyetujui penetapan keuntungan tahun buku 2018 Status: Terealisasi. Telah dilaksanakan sesuai keputusan RUPS. <i>Approving the determination of profits for the 2018 fiscal year.</i> Status: Realized. Has been implemented according to the GMS Resolutions. |
| Agenda V Agenda - Item V | Menyetujui peningkatan cadangan umum Bank dari laba tahun buku 2018 Status: Terealisasi. Telah dilaksanakan sesuai keputusan RUPS. <i>Approving the increased general reserves of the Bank from earnings of the 2018 fiscal year</i> Status: Realized. Has been implemented according to the GMS Resolutions. |
| Agenda VI Agenda - Item VI | Menyetujui untuk memberikan kewenangan kepada Dewan Komisaris untuk menetapkan besaran remunerasi anggota Direksi dan Dewan Komisaris. Status: Terealisasi. Telah dilaksanakan sesuai keputusan RUPS. <i>Approving the granting of authority to the Board of Commissioners to determine the remuneration amount for members of Board of Directors and Board of Commissioners.</i> Status: Realized. Has been implemented according to the GMS Resolutions. |
| Agenda VII Agenda - Item VII | Memberikan kewenangan kepada Dewan Komisaris untuk menunjuk jasa kantor akuntan publik yang akan digunakan sebagai Akuntan Publik Bank untuk tahun buku 2019. Status: Terealisasi. Telah dilaksanakan sesuai keputusan RUPS. <i>Granting the authority to the Board of Commissioners to appoint the public accountant firm that will be used as the Bank's Public Accountant for the 2019 fiscal year.</i> Status: Realized. Has been implemented according to the GMS Resolutions. |

RUPS Luar Biasa 8 Februari 2019

RUPS Luar Biasa ini dihadiri oleh Pemegang Saham yang mewakili 1.075.000.000 saham atau 100% dari seluruh saham yang telah ditempatkan dan disetor penuh. Dengan demikian, kuorum kehadiran sesuai Pasal 10 Anggaran Dasar Bank telah terpenuhi. Selain itu, kegiatan ini juga telah didokumentasikan dalam Akta Notaris No. 12 tanggal 14 Februari 2019 tentang Pengangkatan Harry Mulyadi Santoso menggantikan Arsono Putranto sebagai Komisaris Perseroan.

Adapun agenda dan keputusan RUPS Luar Biasa 8 Februari 2019 antara lain:

Extraordinary GMS 8 February 2019

Extraordinary GMS was attended by Shareholders representing 1,075,000,000 shares or 100% of all issued and fully paid shares. Therefore, the attendance quorum based on Article 10 of the Bank's Articles of Association has been fulfilled. Furthermore, this activity has also been documented in Notarial Deed No. 12 dated 14 February 2019 on Appointment of Harry Mulyadi Santoso, replacing Arsono Putranto as the Company's Commissioner.

The agenda and resolutions of the 2019 Extraordinary GMS 8 February 2019 include:

| Agenda Agenda | Keputusan RUPS dan Realisasinya GMS Resolutions and the Realization |
|-------------------------------|--|
| Agenda I Agenda - Item I | Menyetujui Pengangkatan Harry Mulyadi Santoso menggantikan Arsono Putranto sebagai Komisaris Perseroan terhitung sejak tanggal 8 Februari 2019 sampai dengan tanggal 19 Mei 2020. Status: Terealisasi. <i>Approving the Appointment of Harry Mulyadi Santoso, replacing Arsono Putranto as the Company's Commissioner starting from 8 February 2019 to 19 May 2020.</i> Status: Realized. |
| Agenda II Agenda - Item II | Menyetujui susunan Dewan Komisaris Perseroan terhitung sejak tanggal 8 Februari 2019 sampai dengan tanggal 19 Mei 2020. Status: Terealisasi. <i>Approving the composition of the Company's Board of Commissioners starting from 8 February 2019 to 19 May 2020.</i> Status: Realized. |

RUPS dilaksanakan secara sirkuler sehingga tidak dihadiri secara langsung oleh Dewan Komisaris dan Direksi.

RUPS Luar Biasa 22 Maret 2019

RUPS Luar Biasa ini dihadiri oleh Pemegang Saham yang mewakili 1.075.000.000 saham atau 100% dari seluruh saham yang telah ditempatkan dan disetor penuh. Dengan demikian, kuorum kehadiran sesuai Pasal 10 Anggaran Dasar Bank telah terpenuhi. Selain itu, kegiatan ini juga telah didokumentasikan dalam Akta Notaris No. 90 tanggal 27 Maret 2019 tentang:

1. Peningkatan modal ditempatkan dan modal disetor dalam Bank; serta
2. Perubahan Pasal 4 ayat (2) Anggaran Dasar Bank.

Adapun agenda dan keputusan RUPS Luar Biasa 22 Maret 2019 antara lain:

| Agenda Agenda | Keputusan RUPS dan Realisasinya GMS Resolutions and the Realization |
|-------------------------------|--|
| Agenda I Agenda - Item I | Menyetujui Peningkatan modal ditempatkan dan modal disetor dalam Bank, dari sebelumnya berjumlah Rp1.075.000.000.000,- menjadi berjumlah Rp1.195.000.000.000,- dengan menerbitkan 120.000.000 saham baru dari portepel Bank, masing-masing dengan nilai nominal Rp1.000,- per saham. Status: Terealisasi. <i>Approving the increase in issued and paid up capital of the Bank, from previously Rp1,075,000,000,000 to Rp1,195,000,000,000 by issuing 120,000,000 new shares from the Bank's portfolio, each with a nominal value of Rp1,000 per share. Status: Realized.</i> |
| Agenda II Agenda - Item II | Menyetujui perubahan Pasal 4 ayat (2) Anggaran Dasar Bank. Status: Terealisasi. <i>Approving the amendment to Article 4 paragraph (2) of the Bank's Articles of Association. Status: Realized.</i> |

RUPS dilaksanakan secara sirkuler sehingga tidak dihadiri secara langsung oleh Dewan Komisaris dan Direksi.

RUPS Luar Biasa 19 Juli 2019

RUPS Luar Biasa ini dihadiri oleh Pemegang Saham yang mewakili 1.195.000.000 saham atau 100 % dari seluruh saham yang telah ditempatkan dan disetor penuh. Dengan demikian, kuorum kehadiran sesuai Pasal 10 Anggaran Dasar Bank telah terpenuhi. Selain itu, kegiatan ini juga telah didokumentasikan dalam Akta Notaris No. 42 tanggal 16 Agustus 2019 tentang:

1. Penambahan Pemegang Saham baru Bank;
2. Peningkatan modal ditempatkan dan modal disetor dalam Bank; serta
3. Perubahan Pasal 4 ayat (2) Anggaran Dasar Bank.

The GMS is held in a circular manner; therefore, it is not attended directly by the Board of Commissioners and Board of Directors.

Extraordinary GMS 22 March 2019

Extraordinary GMS was attended by Shareholders representing 1,075,000,000 shares or 100% of all issued and fully paid shares. Therefore, the attendance quorum based on Article 10 of the Bank's Articles of Association has been fulfilled. Furthermore, this activity has also been documented in Notarial Deed No. 90, dated 27 March 2019 on:

1. *Increase in issued and paid up capital of the Bank; and*
2. *Amendment to Article 4 paragraph (2) of the Bank's Articles of Association.*

The agenda and resolutions of the 2019 Extraordinary GMS 22 March 2019 include:

The GMS is held in a circular manner; therefore, it is not attended directly by the Board of Commissioners and Board of Directors.

Extraordinary GMS 19 July 2019

Extraordinary GMS was attended by Shareholders representing 1,195,000,000 shares or 100 % of all issued and fully paid shares. Therefore, the attendance quorum based on Article 10 of the Bank's Articles of Association has been fulfilled. Furthermore, this activity has also been documented in Notarial Deed No. 42, dated 16 August 2019 on:

1. *Addition of new Shareholders of the Bank;*
2. *Increase in issued and paid up capital of the Bank; and*
3. *Amendment to Article 4 paragraph (2) of the Bank's Articles of Association.*

Adapun agenda dan keputusan RUPS Luar Biasa 19 Juli 2019 antara lain:

The agenda and resolutions of the 2019 Extraordinary GMS 19 July 2019 include:

| Agenda Agenda | Keputusan RUPS dan Realisasinya GMS Resolutions and the Realization |
|---------------------------------|--|
| Agenda I Agenda - Item I | Menyetujui penambahan Pemegang Saham baru dengan menerbitkan 38.369.982 saham baru dari portepel Bank. Status: Terealisasi. <i>Approving the addition of new Shareholders by issuing 38,369,982 new shares from the Bank's portfolio. Status: Realized.</i> |
| Agenda II Agenda - Item II | Menyetujui peningkatan modal ditempatkan dan disetor Bank, dari sebelumnya berjumlah Rp1.195.000.000.000,- menjadi berjumlah Rp1.233.369.982.000,- dengan menerbitkan 38.369.982 saham baru dari portepel Bank yang diambil bagian oleh Abakus (Asia Pacific) Pte Ltd. Status: Terealisasi. <i>Approving the increase in issued and paid up capital of the Bank, from previously Rp1,195,000,000,000 to Rp1,233,369,982,000 by issuing 38,369,982 new shares from the Bank's portfolios, which were taken part by Abakus (Asia Pacific) Pte Ltd. Status: Realized.</i> |
| Agenda III Agenda - Item III | Menyetujui perubahan Pasal 4 ayat (2) Anggaran Dasar Bank. Status: Terealisasi. <i>Approving the amendment to Article 4 paragraph (2) of the Bank's Articles of Association. Status: Realized</i> |

RUPS dilaksanakan secara sirkuler sehingga tidak dihadiri secara langsung oleh Dewan Komisaris dan Direksi.

The GMS is held in a circular manner; therefore, it is not attended directly by the Board of Commissioners and Board of Directors.

RUPS Luar Biasa 30 September 2019

RUPS Luar Biasa ini dihadiri oleh Pemegang Saham yang mewakili 1.233.369.982 saham atau 100% dari seluruh saham yang telah ditempatkan dan disetor penuh. Dengan demikian, kuorum kehadiran sesuai Pasal 10 Anggaran Dasar Bank telah terpenuhi. Selain itu, kegiatan ini juga telah didokumentasikan dalam Akta Notaris No. 3 tanggal 3 Oktober 2019 tentang:

1. Pengunduran diri anggota Direksi Bank dan perubahan susunan anggota Direksi Bank; serta
2. Perubahan Pasal 3 ayat (2) Anggaran Dasar Bank.

Extraordinary 30 September 2019

Extraordinary GMS was attended by Shareholders representing 1,233,369,982 shares or 100% of all issued and fully paid shares. Therefore, the attendance quorum based on Article 10 of the Bank's Articles of Association has been fulfilled. Furthermore, this activity has also been documented in Notarial Deed No. 3, dated 3 October 2019 on:

1. Resignation of a member of the Bank's Board of Directors and changes in the composition of the Bank's Board of Directors; and
2. Amendment to Article 3 paragraph (2) of the Bank's Articles of Association.

Adapun agenda dan keputusan RUPS Luar Biasa 30 September 2019 antara lain:

The agenda and resolutions of the 2019 Extraordinary GMS 30 September 2019 include:

| Agenda Agenda | Keputusan RUPS dan Realisasinya GMS Resolutions and the Realization |
|-------------------------------|---|
| Agenda I Agenda - Item I | Menyetujui pengunduran diri Ong Tek Tjan sebagai Direktur Bank berdasarkan surat pengunduran diri tertanggal 1 Juli 2019 dan efektif terhitung sejak tanggal efektif keputusan Pemegang Saham berlaku dan memberikan pelepasan dan pembebasan (acquitt et de charge) dari seluruh tanggung jawab sebagai Direksi, selama Ong Tek Tjan menjalankan tugasnya sebagai Direktur Bank, efektif sejak tanggal keputusan. Status: Terealisasi. <i>Approving the resignation of Ong Tek Tjan as Director of the Bank based on the resignation letter dated 1 July 2019 and effective as of the effective date of the Shareholders resolution in effect and granting release and acquittal [acquitt et de charge] of all responsibilities as Board of Directors, for as long as Ong Tek Tjan carries out his duties as Director of the Bank, effective as of the date of the resolution. Status: Realized.</i> |
| Agenda II Agenda - Item II | Menyetujui perubahan Pasal 3 ayat 2 Anggaran Dasar Bank. Status: Terealisasi. <i>Approving the amendment to Article 3 paragraph 2 of the Bank's Articles of Association. Status: Realized.</i> |

RUPS dilaksanakan secara sirkuler sehingga tidak dihadiri secara langsung oleh Dewan Komisaris dan Direksi.

The GMS is held in a circular manner; therefore, it is not attended directly by the Board of Commissioners and Board of Directors.

Realisasi Keputusan RUPS Tahun 2018

Sepanjang 2018, Bank Sahabat Sampoerna mengadakan RUPS sebanyak 2 kali, yakni 1 kali RUPS Tahunan dan 1 kali RUPS Luar Biasa. Hasil pelaksanaan RUPS tahun 2018 adalah sebagai berikut.

Realization of 2018 GMS Resolutions

Throughout 2018, Bank Sahabat Sampoerna convened 2 GMS, which were 1 Annual GMS and 1 Extraordinary GMS. The 2018 GMS implementation was as follows.

| Akta Deed | Keputusan RUPS GMS Resolutions | Realisasi dan Tindak Lanjut Realization and Follow-Up |
|---|---|--|
| Akta Notaris tentang Pernyataan Keputusan di Luar Rapat Umum Pemegang Saham Tahunan No. 14 tanggal 4 Mei 2018. <i>Notarial Deed of Circular Resolutions of Annual General Meeting of Shareholders No. 14, dated 4 May 2018.</i> | Menerima seluruh laporan pertanggungjawaban Direksi Bank Sahabat Sampoerna mengenai hasil kegiatan usaha tahun buku 2017. <i>Accepting all accountability reports from the Board of Directors of Bank Sahabat Sampoerna on the results of business activities for the 2017 financial year.</i> | Sudah direalisasikan. <i>Has been realized.</i> |
| | Menerima seluruh Laporan Pengawasan Dewan Komisaris Bank Sahabat Sampoerna selama tahun buku 2017. <i>Accepting all Supervisory Reports from the Board of Commissioners of Bank Sahabat Sampoerna during the 2017 fiscal year.</i> | Sudah direalisasikan. <i>Has been realized.</i> |
| | Mengesahkan Laporan Keuangan Tahunan Perseroan. <i>Validating the Company's Annual Financial Statements.</i> | Sudah direalisasikan. <i>Has been realized.</i> |
| | Menyetujui penetapan keuntungan tahun buku 2017. <i>Approving the determination of profits for the 2017 fiscal year.</i> | Sudah direalisasikan. <i>Has been realized.</i> |
| | Menyetujui peningkatan cadangan umum Perseroan dari laba tahun buku 2017. <i>Approving the increased general reserves of the Company from earnings of the 2017 fiscal year.</i> | Sudah direalisasikan. <i>Has been realized.</i> |
| Akta Notaris tentang Pernyataan Keputusan di Luar Rapat Umum Pemegang Saham Luar Biasa No. 42 tanggal 14 Desember 2018. <i>Notarial Deed of Circular Resolutions of Extraordinary General Meeting of Shareholders No. 42 dated 14 December 2018.</i> | Menyetujui untuk memberikan kewenangan kepada Dewan Komisaris untuk menentukan besaran remunerasi bagi anggota Direksi dan Dewan Komisaris. <i>Agree to grant authority to the Board of Commissioners to determine the remuneration amount for members of Board of Directors and Board of Commissioners.</i> | Sudah direalisasikan. <i>Has been realized.</i> |
| | Menyetujui pengunduran diri Komisaris Arsono Putranto. <i>Approving the resignation of Commissioner Arsono Putranto.</i> | Sudah direalisasikan. <i>Has been realized.</i> |
| | Menyetujui perubahan Pasal 14 ayat 2 Anggaran Dasar. <i>Approving the amendment to Article 14 paragraph 2 of the Articles of Association.</i> | Sudah direalisasikan. <i>Has been realized.</i> |

DEWAN KOMISARIS

Board of Commissioners

Dewan Komisaris merupakan organ Bank yang bertugas dan bertanggung jawab secara kolektif untuk melakukan pengawasan dan memberikan nasihat atas tindakan Direksi saat menjalankan pengurusan Bank, serta memastikan Bank telah melaksanakan GCG pada seluruh tingkatan atau jenjang organisasi. Namun demikian, Dewan Komisaris tidak boleh turut serta dalam mengambil keputusan operasional. Dewan Komisaris diwajibkan menyampaikan laporan terkait tugas dan tanggung jawabnya pada saat RUPS sebagai bukti akuntabilitas pengawasan Bank.

Pedoman Kerja

Dewan Komisaris melaksanakan tugas dan tanggung jawabnya dengan berpedoman pada Kebijakan Umum GCG Bank Sahabat Sampoerna No. BSS/KU-GCG/SKK/02 serta Pedoman dan Tata Tertib Kerja Dewan Komisaris yang disahkan berdasarkan Keputusan Komite Remunerasi dan Nominasi No. 124/BSS/KRN/X/2015.

Kebijakan-kebijakan tersebut antara lain mengatur pokok-pokok terkait fungsi Dewan Komisaris sebagai berikut.

1. Jumlah, Komposisi, Kriteria, dan Independensi;
2. Tugas dan Tanggung Jawab;
3. Rapat;
4. Aspek Transparansi;
5. Komite Pembantu Dewan Komisaris; dan
6. Prosedur Pengajuan dan Seleksi.

Tugas dan Tanggung Jawab

Tugas dan tanggung jawab Dewan Komisaris Bank Sahabat Sampoerna yaitu:

1. Memastikan pelaksanaan tata kelola dalam setiap kegiatan usaha Bank pada seluruh tingkatan atau jenjang organisasi sesuai dengan Peraturan Bank Indonesia tentang Pelaksanaan Tata Kelola bagi Bank Umum, beserta perubahannya;
2. Melaksanakan pengawasan terhadap pelaksanaan tugas dan tanggung jawab Direksi serta memberikan nasihat kepada Direksi;
3. Mengarahkan, memantau, dan mengevaluasi pelaksanaan kebijakan strategis Bank;
4. Tidak terlibat dalam pengambilan keputusan operasional Bank, kecuali sebagaimana diatur dalam:
 - a. Peraturan Otoritas Jasa Keuangan No. 55/POJK.03/2016 tentang Penerapan Tata Kelola bagi Bank Umum;
 - b. Surat Edaran Otoritas Jasa Keuangan No. 23/SEOJK.03/2017; dan
 - c. Hal-hal lain yang ditetapkan dalam Anggaran Dasar Bank atau peraturan perundang-undangan yang berlaku;

Board of Commissioners is a Bank organ with collective duties and responsibilities to monitor and give advice for the Board of Directors actions in managing the Bank, and to ensure that the Bank implements GCG at all levels of the organization. However, the Board of Commissioners shall not interfere in decision making for operations. The Board of Commissioners is required to submit a report related to its duties and responsibilities at the GMS as an evidence of accountability for bank supervision.

Board Manual

The Board of Commissioners performs its duties and responsibilities based on Bank Sahabat Sampoerna's GCG General Policy No. BSS/KU-GCG/SKK/02 and the Board Manual of Board of Commissioners, which were approved based on the Decision of Remuneration and Nomination Committee No. 124/BSS/KRN/X/2015.

These policies, among others, regulate the following principles related to the functions of the Board of Commissioners.

1. Number, Composition, Criteria, and Independence;
2. Duties and Responsibilities;
3. Meetings;
4. Transparency Aspects;
5. Assistant Committee to the Board of Commissioners; and
6. Submission and Selection Procedure.

Duties and Responsibilities

Duties and Responsibilities of Bank Sahabat Sampoerna's Board of Commissioners are:

1. Ensuring the implementation of governance in every business activity of the Bank at all levels of the organization in accordance with Bank Indonesia Regulations on the Implementation of Governance for Commercial Banks, along with its amendments;
2. Supervising the duties and responsibilities of the Board of Directors, and providing advice to the Board of Directors;
3. Guiding, monitoring, and evaluating implementation of the Bank's strategic policies;
4. Not being involved in making operational decisions of the Bank, except as regulated in:
 - a. Financial Services Authority Regulation No. 55/POJK.03/2016 on Implementation of Governance for Commercial Bank;
 - b. Financial Services Authority Circular No. 23/SEOJK.03/2017; and
 - c. Other matters set forth in the Bank's Articles of Association or prevailing laws and regulations;

5. Memastikan bahwa Direksi telah menindaklanjuti temuan audit dari Satuan Kerja Audit Internal Bank dan auditor eksternal, serta hasil pengawasan Bank Indonesia dan/atau hasil pengawasan otoritas lain;
6. Memberitahukan kepada Otoritas Jasa Keuangan paling lambat 7 hari kerja sejak ditemukannya:
 - a. Pelanggaran terhadap peraturan perundang-undangan di bidang keuangan dan perbankan; dan
 - b. Keadaan atau perkiraan keadaan yang dapat membahayakan kelangsungan usaha Bank;
7. Membentuk paling kurang:
 - a. Komite Audit;
 - b. Komite Pemantau Risiko; dan
 - c. Komite Remunerasi dan Nominasi;
8. Memastikan bahwa komite yang telah dibentuk menjalankan tugasnya secara efektif;
9. Memiliki pedoman dan tata tertib kerja yang bersifat mengikat bagi setiap anggota Dewan Komisaris; serta
10. Menyediakan waktu yang cukup untuk melaksanakan tugas dan tanggung jawabnya secara optimal.

Kriteria Pengangkatan

Kriteria pengangkatan anggota Dewan Komisaris Bank Sahabat Sampoerna, yaitu:

1. Setiap usulan pengangkatan dan/atau penggantian anggota Dewan Komisaris kepada RUPS harus memperhatikan rekomendasi Komite Remunerasi dan Nominasi;
2. Jika anggota Komite Remunerasi dan Nominasi memiliki benturan kepentingan dengan usulan yang direkomendasikan, maka wajib diungkapkan;
3. Anggota Dewan Komisaris harus memenuhi persyaratan telah lulus penilaian kemampuan dan kepatuhan (*fit and proper test*) sesuai ketentuan Bank Indonesia dan Otoritas Jasa Keuangan; dan
4. Mayoritas anggota Dewan Komisaris dilarang memiliki hubungan keluarga hingga derajat kedua dengan sesama anggota Dewan Komisaris dan/atau anggota Direksi.

Komposisi dan Masa Jabatan

Pengangkatan anggota Dewan Komisaris ditetapkan oleh RUPS dengan memenuhi komposisi yang diharuskan, yaitu Dewan terdiri dari Komisaris Utama, Komisaris Non-Independen, dan Komisaris Independen. Anggota Dewan Komisaris diangkat dari calon-calon yang diajukan oleh PT Sampoerna Investama. Selain itu, pengangkatan Dewan Komisaris dilakukan dengan memperhatikan Visi, Misi dan Rencana Strategi Bank untuk memungkinkan pengambilan keputusan yang efektif, tepat dan cepat, serta dapat bertindak secara independen.

5. Ensuring that the Board of Directors has followed up the audit findings from the Internal Audit Unit (SKAI) of the Bank, external auditor, monitoring result of Bank Indonesia, and/or other authorities monitoring result;
6. Notifying Financial Services Authority no later than 7 working days after the discovery of:
 - a. Violation of laws and regulations in finance and banking sectors; and
 - b. Condition or assumed condition that may harm the Bank's business continuity;
7. At least establishing:
 - a. Audit Committee;
 - b. Risk Monitoring Committee; and
 - c. Remuneration and Nomination Committee;
8. Ensuring that the committee established carries out its duties effectively;
9. Having Board Manual that is binding to each member of Board of Commissioners; and
10. Providing sufficient time to carry out the duties and responsibilities optimally.

Appointment Criteria

Appointment criteria of Bank Sahabat Sampoerna's Board of Commissioners are:

1. Each proposal to appoint and/or replace members of the Board of Commissioners to the GMS must consider the recommendations from the Remuneration and Nomination Committee;
2. If a member of the Remuneration and Nomination Committee has a conflict of interest with the recommended proposal, then it must be disclosed;
3. Members of the Board of Commissioners must meet the requirements to have passed the fit and proper test in accordance with Bank Indonesia and Financial Services Authority regulations; and
4. Majority members of the Board of Commissioners are not allowed to have family relationship up to the second degree with fellow members of the Board of Commissioners and/or Board of Directors.

Composition and Term of Office

The appointment of members of the Board of Commissioners is determined by the GMS by meeting the required composition, which is the Board consisting of President Commissioner, Non-Independent Commissioner, and Independent Commissioner. A member of Board of Commissioner is appointed from candidates nominated by PT Sampoerna Investama. In addition, the appointment of the Board of Commissioners is made by considering the Bank's Vision, Missions, and Strategic Plans to enable effective, appropriate, and fast decision making, and to act independently.

Seluruh anggota Dewan Komisaris Bank Sahabat Sampoerna telah memenuhi kriteria sebagai Dewan Komisaris sesuai ketentuan yang berlaku pada Anggaran Dasar Bank dan Kebijakan Umum GCG Bank Sahabat Sampoerna, serta telah melalui uji kelayakan dan kepatutan dari Bank Indonesia atau Otoritas Jasa Keuangan. Berikut komposisi dan masa jabatan Dewan Komisaris Bank Sahabat Sampoerna per 31 Desember 2019.

All members of the Board of Commissioners of Bank Sahabat Sampoerna have fulfilled the criteria as a Board of Commissioners in accordance with the provisions applicable in the Bank's Articles of Association and Bank Sahabat Sampoerna's GCG General Policy, and have passed the fit and proper test of Bank Indonesia or Financial Services Authority. The following is the composition and term of office of the Board of Commissioners of Bank Sahabat Sampoerna as at 31 December 2019.

| Nama Name | Jabatan Position | Masa Jabatan dan Dasar Pengangkatan Term of Office and Basis of Appointment | Persetujuan BI/OJK OJK/BI Approval | Akhir Periode Jabatan End of Term of Office |
|-----------------------------|--|--|---|--|
| Budi Setiawan Halim | Komisaris Utama President Commissioner | <ul style="list-style-type: none"> 2017-2020 Keputusan di Luar RUPS Luar Biasa tanggal 22 Mei 2017; <i>Circular Extraordinary GMS Resolutions dated 22 May 2017;</i> 2015-2017 Keputusan RUPS Luar Biasa tanggal 28 Januari 2015; dan <i>Extraordinary GMS Resolutions dated 28 January 2015; and</i> 2012-2015 Keputusan RUPS Luar Biasa Februari 2012. <i>Extraordinary GMS Resolutions, February 2012.</i> | No.14/8/GBI/DPIP/Rahasia tanggal 18 Januari 2012 <i>No.14/8/GBI/DPIP/Rahasia dated 18 January 2012</i> | 19 May 2020 |
| Harry Mulyadi Santoso* | Komisaris Commissioner | 2019-2020 Keputusan di Luar RUPS Luar Biasa tanggal 8 Februari 2019. <i>Circular Extraordinary GMS Resolutions dated 8 February 2019.</i> | No. KEP-11/PB.1/2019 tanggal 29 Januari 2019 <i>No. KEP-11/PB.1/2019 dated 29 January 2019</i> | 19 May 2020 |
| Adiwarman Azwar Karim | Komisaris Independen Independent Commissioner | <ul style="list-style-type: none"> 2017-2020 Keputusan di Luar RUPS Luar Biasa tanggal 22 Mei 2017; <i>Circular Extraordinary GMS Resolutions dated 22 May 2017;</i> 2015-2017 Keputusan RUPS Luar Biasa tanggal 28 Januari 2015; dan <i>Extraordinary GMS Resolutions dated 28 January 2015; and</i> 2012-2015 Keputusan RUPS Luar Biasa Februari 2012. <i>Extraordinary GMS Resolutions, February 2012.</i> | No. 14/8/GBI/DPIP/Rahasia tanggal 18 Januari 2012 <i>No. 14/8/GBI/DPIP/Rahasia dated 18 January 2012</i> | 19 May 2020 |
| Khoe Minhari Handikusuma | Komisaris Independen Independent Commissioner | <ul style="list-style-type: none"> 2017-2020 Keputusan di Luar RUPS Luar Biasa tanggal 22 Mei 2017; dan <i>Circular Extraordinary GMS Resolutions dated 22 May 2017; and</i> 2015-2017 Keputusan RUPS Luar Biasa tanggal 28 Januari 2015. <i>Extraordinary GMS Resolutions dated 28 January 2015.</i> | No. SR-86/D.03/2015 tanggal 21 Mei 2017 <i>No. SR-86/D.03/2015 dated 21 May 2017</i> | 19 May 2020 |

* Efektif menjabat sebagai Komisaris sejak tanggal 8 Februari 2019 berdasarkan Akta Pernyataan Keputusan di Luar Rapat Umum Pemegang Saham Luar Biasa No. 12 tanggal 14 Februari 2019. / Effective as Commissioner since 8 February 2019 based on Deed of Circular Resolutions of Extraordinary General Meeting of Shareholders No. 12, dated 14 February 2019.

Komisaris Independen

Komisaris Independen Bank Sahabat Sampoerna ditunjuk oleh Pemegang Saham pada saat RUPS. Pihak yang ditunjuk tersebut merupakan calon yang diajukan oleh PT Sampoerna Investama selaku Pemegang Saham Utama dan Pengendali

Independent Commissioner

Bank Sahabat Sampoerna's Independent Commissioner is appointed by the Shareholders at the GMS. The appointed party is a candidate nominated by PT Sampoerna Investama as the Main Shareholder and Bank Controller. Such appointment is based on

Bank. Penunjukan tersebut dilaksanakan berdasarkan Peraturan Otoritas Jasa Keuangan No. 55/POJK.03/2016 tentang Penerapan Tata Kelola bagi Bank Umum dan Surat Edaran Otoritas Jasa Keuangan No. 13/SEOJK.03/2017 tentang Penerapan Tata Kelola bagi Bank Umum.

Komisaris Independen Bank Sahabat Sampoerna berjumlah 2 orang atau 50% dari total anggota Dewan Komisaris yang menjabat saat ini. Jumlah tersebut telah memenuhi ketentuan regulator.

Kriteria Komisaris Independen

Pihak yang ditunjuk sebagai Komisaris Independen Bank Sahabat Sampoerna wajib memenuhi kriteria sebagai berikut.

1. Komisaris Independen adalah anggota Dewan Komisaris yang tidak memiliki hubungan keuangan, kepengurusan, kepemilikan saham, dan/atau hubungan keluarga dengan anggota Direksi, anggota Dewan Komisaris lain dan/atau Pemegang Saham pengendali, atau hubungan dengan Bank yang dapat memengaruhi kemampuan yang bersangkutan untuk bertindak independen;
2. Komisaris Independen paling sedikit berjumlah 50% dari jumlah anggota Dewan Komisaris;
3. Mantan anggota Direksi atau Pejabat Eksekutif atau pihak-pihak yang mempunyai hubungan dengan Bank, yang dapat memengaruhi kemampuan yang bersangkutan untuk bertindak independen wajib menjalani masa tunggu (*cooling off*) paling singkat 1 tahun sebelum menjadi Komisaris Independen;
4. Komisaris Non-Independen dapat beralih menjadi Komisaris Independen setelah memenuhi persyaratan sebagai Komisaris Independen;
5. Komisaris Non-Independen yang akan beralih menjadi Komisaris Independen, wajib menjalani masa tunggu (*cooling off*) paling singkat 6 bulan;
6. Peralihan dari Komisaris Non-Independen menjadi Komisaris Independen dilaporkan dan wajib memperoleh persetujuan Otoritas Jasa Keuangan; dan
7. Komisaris Independen yang telah menjabat selama 2 periode masa jabatan berturut-turut dapat diangkat kembali pada periode selanjutnya sebagai Komisaris Independen dalam hal:
 - a. Rapat anggota Dewan Komisaris menilai bahwa Komisaris Independen tetap dapat bertindak independen; serta
 - b. Komisaris Independen menyatakan dalam RUPS mengenai independensi yang bersangkutan.

Pernyataan Independensi Komisaris Independen

Bank Sahabat Sampoerna menjamin seluruh Komisaris Independen melaksanakan tugas dan tanggung jawabnya secara profesional, tanpa adanya tekanan dari pihak manapun yang dapat mempengaruhi kemampuannya untuk bertindak independen. Setiap Komisaris Independen secara berkala menyatakan independensinya dalam pernyataan tertulis yang memuat hal-hal berikut ini.

the Financial Services Authority Regulation No. 55/POJK.03/2016 on the Implementation of Governance for Commercial Banks and Financial Services Authority Circular No. 13/SEOJK.03/2017 on Governance Implementation for Commercial Bank.

Bank Sahabat Sampoerna's Independent Commissioners are 2 people or 50% of the total current members of the Board of Commissioners. The number has met the regulatory requirements.

Criteria of Independent Commissioner

The appointed parties as Independent Commissioners of Bank Sahabat Sampoerna must meet the following criteria.

1. *Independent Commissioner is member of Board of Commissioners who does not have financial, management, share ownership, and/or family relationship with members of Board of Directors, other members of Board of Commissioners, and/or Controlling Shareholders, or relationship with the Bank that may affect the ability to act independently;*
2. *Independent Commissioners shall at least be 50% of the total members of the Board of Commissioners;*
3. *Former member of Board of Directors or former Executive Officer or any party affiliated with the Bank, which may affect the ability to act independently must go through a cooling off period of at least 1 year before becoming an Independent Commissioner;*
4. *Non-Independent Commissioner may turn into Independent Commissioner after fulfilling the requirements as Independent Commissioner;*
5. *Non-Independent Commissioner who will turn into Independent Commissioner must undergo a cooling off period of at least 6 months;*
6. *The transition from a Non-Independent Commissioner to an Independent Commissioner is reported and must obtain approval from the Financial Services Authority; and*
7. *Independent Commissioner who has served for 2 consecutive terms of office may be reappointed in the next period as Independent Commissioner, in the event that:*
 - a. *Board of Commissioners' meeting assesses that the Independent Commissioner can still act independently; and*
 - b. *The Independent Commissioner declares in the GMS concerning the independence.*

Statement of Independence of Independent Commissioner

Bank Sahabat Sampoerna warrants that all Independent Commissioners perform their duties and responsibilities in a professional manner, without coercion from any party that can affect their ability to act independently. Each Independent Commissioner periodically declares its independence in a written statement containing the following items.

| Aspek Independensi Independence Aspect | Adiwarman Azwar Karim | Khoe Minhari Handikusuma |
|---|--------------------------|-----------------------------|
| Tidak bekerja atau memiliki wewenang untuk merencanakan, memimpin, mengendalikan, atau mengawasi kegiatan Bank selama 6 bulan sebelum pengangkatannya, kecuali dalam tugas saya sebagai Komisaris Independen yang diangkat kembali. <i>Not working or having the authority to plan, lead, control, or oversee the Bank's activities for 6 months prior to the appointment, except in the assignment as a reappointed Independent Commissioner.</i> | ✓ | ✓ |
| Tidak secara langsung atau tidak langsung memiliki saham di Bank. <i>Not holding shares in the Bank, directly or indirectly.</i> | ✓ | ✓ |
| Tidak memiliki hubungan afiliasi dengan Bank atau Pemegang Saham Utama dan Pengendali atau salah satu anggota Dewan Komisaris atau Direksi. <i>No having affiliation relationship with the Bank or Main and Controlling Shareholders or one of the members of Board of Commissioners or Board of Directors.</i> | ✓ | ✓ |
| Tidak memiliki hubungan kerja/profesional langsung atau tidak langsung dengan Bank. <i>Not having a direct or indirect employment/professional relationship with the Bank.</i> | ✓ | ✓ |
| Tidak mempunyai usaha, baik langsung maupun tidak langsung, yang berkaitan dengan kegiatan usaha Bank. <i>Not having business, either directly or indirectly, that is related to the Bank's business activities.</i> | ✓ | ✓ |

Kebijakan Keberagaman Komposisi

Bank Sahabat Sampoerna secara khusus belum memiliki kebijakan dalam menentukan keberagaman komposisi anggota Dewan Komisaris. Meskipun demikian, komposisi Dewan Komisaris Bank Sahabat Sampoerna ditetapkan berdasarkan peraturan perundang-undangan yang berlaku dengan memperhatikan keberagaman pendidikan, pengalaman kerja, dan usia, serta disesuaikan dengan kebutuhan dan kompleksitas Bank. Langkah ini diharapkan dapat mendorong pengambilan keputusan yang objektif, komprehensif, dan optimal sehingga dapat berdampak positif terhadap pengawasan Bank.

Penjelasan mengenai keberagaman Dewan Komisaris Bank Sahabat Sampoerna dapat dilihat pada tabel di bawah ini.

Composition Diversity Policy

Bank Sahabat Sampoerna in particular does not yet have a policy in determining the composition diversity of members of Board of Commissioners. Nevertheless, the composition of the Board of Commissioners of Bank Sahabat Sampoerna is determined based on the applicable laws and regulations by considering the diversity of education, work experience, and age, and is adjusted to the Bank's needs and complexity. This step is expected to encourage objective, comprehensive, and optimal decision making, thus, having a positive impact on Bank supervision.

An explanation of the diversity of Bank Sahabat Sampoerna's Board of Commissioners can be seen in the table below.

| Aspek Keberagaman Diversity Aspect | Penjelasan Explanation |
|---------------------------------------|---|
| Pendidikan Education | Latar belakang pendidikan Dewan Komisaris beragam, mulai dari Sarjana sampai Magister, dengan kompetensi di bidang Ekonomi, Akuntansi, Keuangan, dan Administrasi Bisnis. <i>The educational background of Board of Commissioners varies from Bachelor to Master, with competencies in Economics, Accounting, Finances, and Business Administration.</i> |
| Pengalaman Kerja Work Experience | Keberagaman pengalaman kerja anggota Dewan Komisaris berasal dari profesional pada perbankan, perusahaan non-keuangan, dan konsultan. <i>The diversity of work experience of members of Board of Commissioners comes from professionals in banking, non-financial companies, and consultants.</i> |
| Usia Age | Rata-rata usia Dewan Komisaris berada pada usia produktif, yaitu 48-56 tahun. <i>The average age of the Board of Commissioners is in the productive age, which is 48-56 years.</i> |

Informasi data diri Dewan Komisaris selengkapnya dapat dilihat di bab Profil Perusahaan dalam Laporan Tahunan ini.

Complete information of the Board of Commissioners can be seen in the Company Profile chapter of this Annual Report.

Hubungan Afiliasi

Hubungan afiliasi antara Dewan Komisaris dengan Direksi dan Pemegang Saham Pengendali Bank Sahabat Sampoerna dapat dilihat pada tabel berikut.

| Nama Name | Dewan Komisaris Board of Commissioners | | Direksi Board of Directors | | Pemegang Saham Pengendali Controlling Shareholders | | Keterangan Description |
|--------------------------|---|-------------|-------------------------------|-------------|---|-------------|--|
| | Ya Yes | Tidak No | Ya Yes | Tidak No | Ya Yes | Tidak No | |
| Budi Setiawan Halim | | x | | x | √ | | Hubungan Kepengurusan Management Relationship |
| Harry Mulyadi Santoso* | | x | | x | | x | - |
| Adiwarman Azwar Karim | | x | | x | | x | - |
| Khoe Minhari Handikusuma | | x | | x | | x | - |

* Efektif menjabat sebagai Komisaris sejak tanggal 8 Februari 2019 berdasarkan Akta Pernyataan Keputusan di Luar Rapat Umum Pemegang Saham Luar Biasa No. 12 tanggal 14 Februari 2019. / Effective as Commissioner since 8 February 2019 based on Deed of Circular Resolutions of Extraordinary General Meeting of Shareholders No. 12, dated 14 February 2019.

Rangkap Jabatan

Ketentuan terkait rangkap jabatan Dewan Komisaris Bank Sahabat Sampoerna diatur dalam Kebijakan Umum GCG yang diuraikan sebagai berikut.

- Anggota Dewan Komisaris hanya dapat merangkap jabatan sebagai:
 - Anggota Dewan Komisaris, Direksi, atau Pejabat Eksekutif pada 1 lembaga/perusahaan;
 - Anggota Dewan Komisaris, Direksi, atau Pejabat Eksekutif yang melaksanakan fungsi pengawasan pada 1 Entitas Anak bukan bank yang dikendalikan oleh Bank; dan
 - Anggota Dewan Komisaris, Direksi atau Pejabat Eksekutif pada 1 lembaga/perusahaan lainnya sepanjang atas rangkap jabatan tersebut tidak bertentangan dengan peraturan/ketentuan perundangan yang berlaku.
- Tidak termasuk rangkap jabatan, jika:
 - Anggota Dewan Komisaris Non-Independen menjalankan tugas fungsional dari Pemegang Saham Bank yang berbentuk badan hukum pada kelompok usahanya; dan
 - Merangkap jabatan pada organisasi atau lembaga nirlaba.

Rangkap jabatan di Bank Sahabat Sampoerna berlaku selama pihak yang bersangkutan tidak mengabaikan tugas dan tanggung jawabnya sebagai Dewan Komisaris Bank. Informasi mengenai rangkap jabatan Dewan Komisaris Bank Sahabat Sampoerna diungkapkan pada tabel berikut.

Affiliation Relationship

The affiliation relationship between the Board of Commissioners and the Board of Directors and Controlling Shareholders of Bank Sahabat Sampoerna can be seen in the following table.

Concurrent Positions

Provisions related to concurrent positions of the Board of Commissioners of Bank Sahabat Sampoerna are specified in the GCG General Policy, which are described as follows.

- Members of Board of Commissioners may only have concurrent position as:
 - Members of Board of Commissioners, Board of Directors, or Executive Officers of 1 institution/company;
 - Members of Board of Commissioners, Board of Directors, or Executive Officers performing supervisory functions at 1 Non-bank Subsidiary controlled by the Bank; and
 - Members of Board of Commissioners, Board of Directors, or Executive Officers of another institution/company provided that the concurrent position does not contradict the applicable laws/regulations.
- These are not considered as serving concurrent position:
 - Non-Independent Commissioner performing functional duties of the Bank's Shareholders in the form of legal entity within its business group; and
 - Concurrent positions in non-profit organizations or institutions.

The concurrent positions at Bank Sahabat Sampoerna is valid provided that the parties concerned do not neglect their duties and responsibilities as the Bank's Board of Commissioners. Information of the concurrent positions of the Board of Commissioners of Bank Sahabat Sampoerna is disclosed in the following table.

| Nama Name | Jabatan di Bank Sahabat Sampoerna Position at Bank Sahabat Sampoerna | Perusahaan/Instansi Lain Other Company/Institution | |
|--------------------------|--|---|--|
| | | Nama Perusahaan Company Name | Jabatan Position |
| Budi Setiawan Halim | <ul style="list-style-type: none"> Komisaris Utama; dan Anggota Komite Remunerasi dan Nominasi. President Commissioner; and Member of Remuneration and Nomination Committee | PT Sampoerna Agro Tbk | Direktur Utama President Director |
| Harry Mulyadi Santoso* | <ul style="list-style-type: none"> Komisaris Anggota Komite Pemantau Risiko Commissioner Member of Risk Monitoring Committee | PT Dinamika Mitra Sukses Makmur** | Komisaris Commissioner |
| | | PT Sampoerna Strategic | Executive Level for Business Development |
| Adiwarman Azwar Karim | <ul style="list-style-type: none"> Komisaris Independen; Ketua Komite Audit; dan Ketua Komite Remunerasi dan Nominasi. Independent Commissioner; Head of Audit Committee; and Head of Remuneration and Nomination Committee. | Karim Consulting Indonesia** | |
| Khoe Minhari Handikusuma | <ul style="list-style-type: none"> Komisaris Independen; dan Ketua Komite Pemantau Risiko. Independent Commissioner; and Head of Risk Monitoring Committee. | - | - |

* Efektif menjabat sebagai Komisaris sejak tanggal 8 Februari 2019 berdasarkan Akta Pernyataan Keputusan di Luar Rapat Umum Pemegang Saham Luar Biasa No. 12 tanggal 14 Februari 2019. / Effective as Commissioner since 8 February 2019 based on Deed of Circular Resolutions of Extraordinary General Meeting of Shareholders No. 12, dated 14 February 2019.

** Bukan Lembaga/Perusahaan Keuangan.
Not Financial Institution/Company.

Pelaksanaan Tugas

Sepanjang tahun 2019, Dewan Komisaris Bank Sahabat Sampoerna telah melaksanakan tugas dan tanggung jawabnya terkait pengawasan dan pemberian nasihat terhadap:

- Pelaksanaan Rencana Bisnis Bank, baik secara kuantitatif maupun kualitatif;
- Faktor-faktor yang memengaruhi kinerja Bank; dan
- Upaya memperbaiki kinerja Bank.

Rapat

Rapat Dewan Komisaris Bank Sahabat Sampoerna dilakukan secara berkala sekurang-kurangnya 4 kali dalam setahun serta wajib dihadiri oleh seluruh anggota Dewan Komisaris secara fisik paling kurang 2 kali dalam setahun. Sepanjang tahun 2019, Dewan Komisaris Bank Sahabat Sampoerna menyelenggarakan rapat sebanyak 10 kali dengan rincian kehadiran sebagai berikut.

| Nama Name | Jabatan Position | Total Rapat Total Number of Meetings | Kehadiran Attendance | Persentase Percentage |
|----------------------------|---|---|-------------------------|--------------------------|
| Budi Setiawan Halim | Komisaris Utama / President Commissioner | 10 | 10 | 100.00% |
| Harry Mulyadi Santoso* | Komisaris / Commissioner | 10 | 9 | 90.00% |
| Adiwarman Azwar Karim | Komisaris Independen / Independent Commissioner | 10 | 10 | 100.00% |
| Khoe Minhari Handikusuma | Komisaris Independen / Independent Commissioner | 10 | 10 | 100.00% |
| Rata-rata / Average | | | | 97.50% |

* Efektif menjabat sebagai Komisaris sejak tanggal 8 Februari 2019 berdasarkan Akta Pernyataan Keputusan di Luar Rapat Umum Pemegang Saham Luar Biasa No. 14 tanggal 14 Februari 2019. / Effective as Commissioner since 8 February 2019 based on Deed of Circular Resolutions of Extraordinary General Meeting of Shareholders No. 14, dated 14 February 2019.

Duty Implementation

Throughout 2019, the Board of Commissioners of Bank Sahabat Sampoerna carried out its duties and responsibilities related to supervision and advisory on:

- Implementation of the Bank's Business Plan, both quantitatively and qualitatively;
- Factors affecting the Bank's performance; and
- Efforts to improve the Bank's performance

Meetings

Meetings of Board of Commissioners of Bank Sahabat Sampoerna are held periodically at least 4 times a year and must be attended by all members of the Board of Commissioners physically at least 2 times a year. Throughout 2019, Bank Sahabat Sampoerna's Board of Commissioners held 10 meetings with the following attendance level:

Informasi terkait tanggal, agenda, dan peserta rapat Dewan Komisaris diuraikan dalam tabel berikut ini.

Information on dates, agenda, and participants of Board of Commissioners' meeting is described as follows:

| Tanggal Date | Agenda Agenda | Kehadiran Attendance | | | |
|------------------|---|-------------------------|-----|-----|-----|
| | | BSH | HMS | AAK | KMH |
| 25 January 2019 | <ul style="list-style-type: none"> Reminder and Follow-up Issue Rapat Dewan Komisaris 26 November 2018; Persetujuan Notulen Rapat Dewan Komisaris 26 November 2018; Monthly Portfolio Summary per Desember 2018; Laporan Komite Audit; Laporan Komite Pemantau Risiko; serta Lain-lain. Reminder and Follow-up on Issue of Board of Commissioners' Meeting on 26 November 2018; Approval of the Minutes of Board of Commissioners' Meeting on 26 November 2018; Monthly Portfolio Summary per December 2018; Audit Committee Report; Risk Monitoring Committee Report; and Others. | √ | x | √ | √ |
| 21 February 2019 | <ul style="list-style-type: none"> Perkenalan Harry Mulyadi Santoso sebagai Anggota Dewan Komisaris; Reminder and Follow-up Issue Rapat Dewan Komisaris 25 Januari 2019; Persetujuan Notulen Rapat Dewan Komisaris 25 Januari 2019; Monthly Portfolio Summary per Januari 2019; Laporan Komite Audit; Laporan Komite Pemantau Risiko; serta Lain-lain. Introduction of Harry Mulyadi Santoso as Member of Board of Commissioners; Reminder and Follow-up on Issue of Board of Commissioners' Meeting on 25 January 2019; Approval of the Minutes of Board of Commissioners' Meeting on 25 January 2019; Monthly Portfolio Summary per January 2019; Audit Committee Report; Risk Monitoring Committee Report; and Others. | √ | √ | √ | √ |
| 29 March 2019 | <ul style="list-style-type: none"> Reminder and Follow-up Issue Rapat Dewan Komisaris 21 Februari 2019; Persetujuan Notulen Rapat Dewan Komisaris 21 Februari 2019; Monthly Portfolio Summary per Februari 2019; Laporan Komite Audit; Laporan Komite Pemantau Risiko; serta Lain-lain. Reminder and Follow-up on Issue of Board of Commissioners' Meeting on 21 February 2019; Approval of the Minutes of Board of Commissioners' Meeting on 21 February 2019; Monthly Portfolio Summary per February 2019; Audit Committee Report; Risk Monitoring Committee Report; and Others. | √ | √ | √ | √ |
| 29 April 2019 | <ul style="list-style-type: none"> Reminder and Follow-up Issue Rapat Dewan Komisaris 29 Maret 2019; Persetujuan Notulen Rapat Dewan Komisaris 29 Maret 2019; Monthly Portfolio Summary per Maret 2019; Laporan Komite Audit; Laporan Komite Pemantau Risiko; serta Lain-lain. Reminder and Follow-up on Issue of Board of Commissioners' Meeting on 29 March 2019; Approval of the Minutes of Board of Commissioners' Meeting on 29 March 2019; Monthly Portfolio Summary per March 2019; Audit Committee Report; Risk Monitoring Committee Report; and Others. | √ | √ | √ | √ |
| 20 June 2019 | <ul style="list-style-type: none"> Reminder and Follow-up Issue Rapat Dewan Komisaris 29 April 2019; Persetujuan Notulen Rapat Dewan Komisaris 29 April 2019; Monthly Portfolio Summary per Mei 2019; Laporan Komite Audit; Laporan Komite Pemantau Risiko; serta Lain-lain. Reminder and Follow-up on Issue of Board of Commissioners' Meeting on 29 April 2019; Approval of the Minutes of Board of Commissioners' Meeting on 29 April 2019; Monthly Portfolio Summary per May 2019; Audit Committee Report; Risk Monitoring Committee Report; and Others. | √ | x | √ | √ |

| Tanggal Date | Agenda Agenda | Kehadiran Attendance | | | |
|-------------------|--|-------------------------|-----|-----|-----|
| | | BSH | HMS | AAK | KMH |
| 29 July 2019 | <ul style="list-style-type: none"> Reminder and Follow-up Issue Rapat Dewan Komisaris 20 Juni 2019; Persetujuan Notulen Rapat Dewan Komisaris 20 Juni 2019; Monthly Portfolio Summary per Juni 2019; Laporan Komite Audit; Laporan Komite Pemantau Risiko; serta Lain-lain. Reminder and Follow-up on Issue of Board of Commissioners' Meeting on 20 June 2019; Approval of the Minutes of Board of Commissioners' Meeting on 20 June 2019; Monthly Portfolio Summary per June 2019; Audit Committee Report; Risk Monitoring Committee Report; and Others. | √ | √ | √ | √ |
| 22 August 2019 | <ul style="list-style-type: none"> Reminder and Follow-up Issue Rapat Dewan Komisaris 29 Juli 2019; Persetujuan Notulen Rapat Dewan Komisaris 29 Juli 2019; Monthly Portfolio Summary per Juli 2019; Laporan Komite Audit; Laporan Komite Pemantau Risiko; serta Lain-lain. Reminder and Follow-up on Issue of Board of Commissioners' Meeting on 29 July 2019; Approval of the Minutes of Board of Commissioners' Meeting on 29 July 2019; Monthly Portfolio Summary per July 2019; Audit Committee Report; Risk Monitoring Committee Report; and Others. | √ | √ | √ | √ |
| 29 September 2019 | <ul style="list-style-type: none"> Reminder and Follow-up Issue Rapat Dewan Komisaris 22 Agustus 2019; Persetujuan Notulen Rapat Dewan Komisaris 22 Agustus 2019; Monthly Portfolio Summary per Agustus 2019; Laporan Komite Audit; Laporan Komite Pemantau Risiko; serta Lain-lain. Reminder and Follow-up on Issue of Board of Commissioners' Meeting on 22 August 2019; Approval of the Minutes of Board of Commissioners' Meeting on 22 August 2019; Monthly Portfolio Summary per August 2019; Audit Committee Report; Risk Monitoring Committee Report; and Others. | √ | √ | √ | √ |
| 16 October 2019 | <ul style="list-style-type: none"> Reminder and Follow-up Issue Rapat Dewan Komisaris 27 September 2019; Persetujuan Notulen Rapat Dewan Komisaris 27 September 2019; Monthly Portfolio Summary per September 2019; Laporan Komite Audit; Laporan Komite Pemantau Risiko; serta Lain-lain. Reminder and Follow-up on Issue of Board of Commissioners' Meeting on 27 September 2019; Approval of the Minutes of Board of Commissioners' Meeting on 27 September 2019; Monthly Portfolio Summary per September 2019; Audit Committee Report; Risk Monitoring Committee Report; and Others. | √ | √ | √ | √ |
| 21 November 2019 | <ul style="list-style-type: none"> Reminder and Follow-up Issue Rapat Dewan Komisaris 16 Oktober 2019; Persetujuan Notulen Rapat Dewan Komisaris 16 Oktober 2019; Monthly Portfolio Summary per Oktober 2019; Laporan Komite Audit; Laporan Komite Pemantau Risiko; serta Lain-lain. Reminder and Follow-up on Issue of Board of Commissioners' Meeting on 16 October 2019; Approval of the Minutes of Board of Commissioners' Meeting on 16 October 2019; Monthly Portfolio Summary per October 2019; Audit Committee Report; Risk Monitoring Committee Report; and Others. | √ | √ | √ | √ |

Keterangan / Remarks:

BSH : Budi Setiawan Halim
HMS : Harry Mulyadi Santoso
AAK : Adiwarmar Azwar Karim
KMH : Khoe Minhari Handikusuma

Rekomendasi

Pada tahun 2019, Dewan Komisaris Bank Sahabat Sampoerna memberikan rekomendasi dan nasihat terkait pelaksanaan strategi usaha Bank yang diungkapkan pada tabel berikut ini.

| No. Surat No. Letter | Tanggal Date | Perihal Subject |
|-------------------------|-------------------|--|
| 003/MI/KOM/II/2019 | 12 February 2019 | Rekomendasi Hasil Rapat BOC 25 Januari 2019 <i>Recommendation of BOC Meeting Results on 25 January 2019</i> |
| 006/MI/KOM/III/2019 | 05 March 2019 | Rekomendasi Hasil Rapat BOC 21 Februari 2019 <i>Recommendation of BOC Meeting Results on 21 February 2019</i> |
| 009/MI/KOM/IV/2019 | 10 April 2019 | Rekomendasi Hasil Rapat BOC 29 Maret 2019 <i>Recommendation of BOC Meeting Results on 29 March 2019</i> |
| 012/MI/KOM/V/2019 | 15 May 2019 | Rekomendasi Hasil Rapat BOC 29 April 2019 <i>Recommendation of BOC Meeting Results on 29 April 2019</i> |
| 017/MI/KOM/VII/2019 | 15 July 2019 | Rekomendasi Hasil Rapat BOC 20 Juni 2019 <i>Recommendation of BOC Meeting Results on 20 June 2019</i> |
| 020/MI/KOM/VIII/2019 | 12 August 2019 | Rekomendasi Hasil Rapat BOC 29 Juli 2019 <i>Recommendation of BOC Meeting Results on 29 July 2019</i> |
| 024/MI/KOM/IX/2019 | 09 September 2019 | Rekomendasi Hasil Rapat BOC 22 Agustus 2019 <i>Recommendation of BOC Meeting Results on 22 August 2019</i> |
| 027/MI/KOM/X/2019 | 09 October 2019 | Rekomendasi Hasil Rapat BOC 29 September 2019 <i>Recommendation of BOC Meeting Results on 29 September 2019</i> |
| 030/MI/KOM/XI/2019 | 11 November 2019 | Rekomendasi Hasil Rapat BOC 16 Oktober 2019 <i>Recommendation of BOC Meeting Results on 16 October 2019</i> |
| 033/MI/KOM/XII/2019 | 11 December 2019 | Rekomendasi Hasil Rapat BOC 21 November 2019 <i>Recommendation of BOC Meeting Results on 21 November 2019</i> |

Recommendation

In 2019, the Board of Commissioners of Bank Sahabat Sampoerna provided the recommendations and advice regarding the execution of the Bank's business strategy, which is disclosed in the following table.

Pengembangan Kompetensi

Dewan Komisaris Bank Sahabat Sampoerna mengikuti berbagai kegiatan pengembangan kompetensi untuk menunjang pelaksanaan tugas dan tanggung jawabnya. Program pengembangan kompetensi yang diikuti Dewan Komisaris pada tahun 2019, yaitu:

Competency Development

Bank Sahabat Sampoerna's Board of Commissioners participated in various competency development activities to support the implementation of its duties and responsibilities. The competence development program participated by the Board of Commissioners in 2019 is as follows:

| Nama Name | Jabatan Position | Materi Pengembangan Kompetensi Competence Development Material | Penyelenggara Organizer | Tempat dan Waktu Pelaksanaan Place and Time |
|--------------------------|---|---|----------------------------|---|
| Budi Setiawan Halim | Komisaris Utama <i>President Commissioner</i> | | | |
| Harry Mulyadi Santoso* | Komisaris <i>Commissioner</i> | Manajemen Risiko Operasional di Era Digitalisasi Perbankan | Bank Sahabat Sampoerna | Jakarta, 5 December 2019 |
| Adiwarman Azwar Karim | Komisaris Independen <i>Independent Commissioner</i> | Operational Risk Management in the Banking Digitalization Era | | |
| Khoe Minhari Handikusuma | Komisaris Independen <i>Independent Commissioner</i> | | | |

* Efektif menjabat sebagai Komisaris sejak tanggal 8 Februari 2019 berdasarkan Akta Pernyataan Keputusan di Luar Rapat Umum Pemegang Saham Luar Biasa No. 12 tanggal 14 Februari 2019. / Effective as Commissioner since 8 February 2019 based on Deed of Circular Resolutions of Extraordinary General Meeting of Shareholders No. 12, dated 14 February 2019.

Sertifikasi Manajemen Risiko

Dewan Komisaris Bank Sahabat Sampoerna ikut berpartisipasi dalam program sertifikasi manajemen risiko untuk meningkatkan kualitas manajemen risiko dan penerapan GCG di Bank. Program sertifikasi yang diikuti Dewan Komisaris diuraikan pada tabel berikut.

| Nama Name | Jabatan Position | Periode Period | Level Level | Waktu dan Tempat Time and Place | Masa Berlaku Validity Period | Penyelenggara Organizer |
|--------------------------|--|---------------------------------|----------------|------------------------------------|---------------------------------|----------------------------|
| Budi Setiawan Halim | Komisaris Utama President Commissioner | December 2019- December 2021 | 3 | Jakarta, 5 December 2019 | 15 August 2020 | Bank Sahabat Sampoerna |
| Harry Mulyadi Santoso* | Komisaris Commissioner | December 2019- December 2021 | 1 | Jakarta 5 December 2019 | 20 October 2022 | Bank Sahabat Sampoerna |
| Adiwarman Azwar Karim | Komisaris Independen Independent Commissioner | December 2019- December 2021 | 3 | Jakarta, 5 December 2019 | 15 August 2020 | Bank Sahabat Sampoerna |
| Khoe Minhari Handikusuma | Komisaris Independen Independent Commissioner | December 2019- December 2021 | 5 | Jakarta, 5 December 2019 | 15 August 2020 | Bank Sahabat Sampoerna |

* Efektif menjabat sebagai Komisaris sejak tanggal 8 Februari 2019 berdasarkan Akta Pernyataan Keputusan di Luar Rapat Umum Pemegang Saham Luar Biasa No. 12 tanggal 14 Februari 2019. / Effective as Commissioner since 8 February 2019 based on Deed of Circular Resolutions of Extraordinary General Meeting of Shareholders No. 12, dated 14 February 2019.

Risk Management Certification

Bank Sahabat Sampoerna's Board of Commissioners participated in the risk management certification program to improve the quality of risk management and GCG implementation at the Bank. The certification program followed by the Board of Commissioners is described in the following table.

Penilaian Kinerja Dewan Komisaris

Penilaian oleh RUPS

Penilaian kinerja Dewan Komisaris Bank Sahabat Sampoerna dilakukan oleh Pemegang Saham melalui mekanisme RUPS. Penilaian tersebut dilakukan sebagai bentuk pertanggungjawaban Dewan Komisaris terhadap tugas dalam memberikan nasihat dan rekomendasi terhadap kinerja Bank.

Penilaian Sendiri

Penilaian sendiri Dewan Komisaris dilakukan oleh masing-masing anggota Dewan Komisaris secara mandiri (self-assessment) dengan berpedoman pada Peraturan Otoritas Jasa Keuangan No. 55/POJK.03/2016 dan Surat Edaran Otoritas Jasa Keuangan No. 13/SEOJK.03/2017 perihal Penerapan Tata Kelola Perusahaan bagi Bank Umum.

Hasil Penilaian

Hasil penilaian self-assessment GCG Dewan Komisaris tahun 2019 menunjukkan nilai komposit 1 atau "Sangat Baik". Informasi hasil penilaian tersebut telah dimuat pada penjelasan terkait Hasil Self-Assessment GCG dalam Laporan Tahunan ini.

Penilaian Kinerja Organ Pendukung Dewan Komisaris

Dewan Komisaris Bank Sahabat Sampoerna secara berkala melakukan penilaian terkait kinerja organ pendukungnya yang terdiri dari Komite Audit, Komite Remunerasi dan Nominasi, serta Komite Pemantau Risiko. Kriteria umum yang digunakan dalam penilaian kinerja organ pendukung Dewan Komisaris, yaitu:

1. Ketepatan laporan yang diberikan kepada Dewan Komisaris;
2. Tingkat kehadiran dan partisipasi masing-masing anggota komite pada saat rapat; dan
3. Keaktifan anggota pada saat rapat.

Performance Assessment of Board of Commissioners

Assessment by the GMS

The Board of Commissioners' performance assessment is carried out by the Shareholders through the GMS mechanism. The assessment is carried out as a form of accountability of the Board of Commissioners for the duties of providing advice and recommendations on the Bank's performance.

Self-Assessment

The Board of Commissioners' self-assessment is carried out by each member of the Board of Commissioners independently by referring to the Financial Services Authority Regulation No. 55/POJK.03/2016 and Financial Services Authority Circular No. 13/SEOJK.03/2017 on Implementation of Corporate Governance for Commercial Banks.

Assessment Results

The Board of Commissioners' GCG self-assessment results in 2019 show a composite value of 1 or "Very Good". Information of the assessment results has been included in the explanation related to GCG Self-Assessment Results of this Annual Report.

Performance Assessment of Board of Commissioners' Supporting Organs

Bank Sahabat Sampoerna's Board of Commissioners regularly assesses the performance of its supporting organs which consist of Audit Committee, Remuneration and Nomination Committee, and Risk Monitoring Committee. The general criteria used in assessing the performance of supporting organs of the Board of Commissioners, are:

1. Accuracy of reports submitted to the Board of Commissioners;
2. The level of attendance and participation of each committee member at the meeting; and
3. Members' active participation at the meetings.

Selain itu, penilaian kinerja organ pendukung Dewan Komisaris juga di nilai berdasarkan ketentuan Peraturan Otoritas Jasa Keuangan terkait Penerapan Tata Kelola Perusahaan bagi Bank Umum. Berdasarkan penilaian *self-assessment* GCG 2019, organ pendukung Dewan Komisaris memperoleh nilai komposit 1 atau "Sangat Baik". Informasi lebih lanjut mengenai hasil penilaian organ pendukung Dewan Komisaris dapat dilihat pada bagian Hasil *Self-Assessment* GCG dalam Laporan Tahunan ini.

Mekanisme Pengunduran Diri dan Pemberhentian Dewan Komisaris

Mekanisme Pengunduran Diri

Anggota Dewan Komisaris Bank Sahabat Sampoerna berhak mengajukan pengunduran diri dengan ketentuan sebagai berikut.

1. Anggota Dewan Komisaris dapat mengundurkan diri dari jabatannya sebelum masa jabatannya berakhir;
2. Anggota Dewan Komisaris yang bersangkutan wajib menyampaikan permohonan pengunduran diri kepada Pemegang Saham melalui mekanisme RUPS; dan
3. Pemegang Saham wajib menyelenggarakan RUPS untuk memutuskan permohonan pengunduran diri anggota Dewan Komisaris paling lambat 90 hari setelah diterimanya permohonan pengunduran diri.

Mekanisme Pemberhentian

Pemegang Saham Bank Sahabat Sampoerna memiliki kewenangan untuk memberhentikan anggota Dewan Komisaris sewaktu-waktu dengan ketentuan sebagai berikut.

1. Anggota Dewan Komisaris dapat diberhentikan untuk sementara oleh Pemegang Saham melalui mekanisme RUPS dengan menyebutkan alasannya;
2. Pemberhentian sementara anggota Dewan Komisaris wajib diberitahukan secara tertulis kepada Pemegang Saham;
3. Pemegang Saham melalui mekanisme RUPS dapat mencabut atau menguatkan keputusan pemberhentian sementara;
4. RUPS wajib diselenggarakan dalam jangka waktu paling lambat 90 hari setelah tanggal pemberhentian sementara;
5. Jika dalam waktu yang ditentukan RUPS tidak dapat mengambil keputusan, maka pemberhentian sementara menjadi batal;
6. Anggota Dewan Komisaris yang diberhentikan sementara tidak berwenang untuk melakukan pengawasan serta pemberian rekomendasi kepada Direksi;
7. Pembatasan kewenangan anggota Dewan Komisaris berlaku sejak keputusan pemberhentian sementara oleh Pemegang Saham sampai dengan:
 - a. Terdapat keputusan RUPS yang menguatkan atau membatalkan pemberhentian sementara; dan
 - b. Terlampauinya jangka waktu penyelenggaraan RUPS.

Furthermore, the performance assessment of the supporting organs of the Board of Commissioners is also assessed based on the provisions of the Financial Services Authority Regulation relating to the Implementation of Corporate Governance for Commercial Banks. Based on the 2019 GCG self-assessment, the supporting organs of the Board of Commissioners obtained a composite value of 1 or Very Good". Further information on the Board of Commissioners supporting organ assessment results can be seen in the GCG Self-Assessment Results section of this Annual Report.

Mechanism of Resignation and Dismissal of Board of Commissioners

Resignation Mechanism

Members of the Board of Commissioners of Bank Sahabat Sampoerna have the right to submit their resignations under the following conditions.

1. *A member of the Board of Commissioners may resign from the position before the term of office expires;*
2. *The relevant member of the Board of Commissioners must submit a request for resignation to the Shareholders through the GMS mechanism; and*
3. *Shareholders must convene the GMS to resolve the resignation request of the said member of the Board of Commissioners in no longer than 90 days after such resignation request is received.*

Dismissal Mechanism

Shareholders of Bank Sahabat Sampoerna have the authority to dismiss members of the Board of Commissioners at any time with the following conditions.

1. *A member of the Board of Commissioners may be suspended by the Shareholders through the GMS mechanism by stating the reasons;*
2. *A temporary dismissal of a member of Board of Commissioners must be notified in writing to the Shareholders;*
3. *Shareholders through GMS mechanism may revoke or affirm the resolution on the suspension;*
4. *A GMS must be convened in no more than 90 days after the temporary suspension date;*
5. *If within the determined time the GMS cannot adopt any resolution, the suspension will be canceled;*
6. *The suspended member of the Board of Commissioners has no authority to supervise and provide recommendations to the Board of Directors;*
7. *Limitation of authority of the said member of the Board of Commissioners shall be effective since the resolution of temporary suspension by the Shareholders is adopted until:*
 - a. *There is a GMS resolution that reinforces or cancels the temporary suspension; and*
 - b. *The duration of the GMS is passed.*

DIREKSI

Board of Directors

Direksi adalah organ Bank yang berwenang dan bertanggung jawab penuh atas pengurusan perusahaan, termasuk memastikan pelaksanaan GCG telah diterapkan di seluruh jenjang organisasi Bank. Direksi di Bank Sahabat Sampoerna diangkat dan diberhentikan oleh Pemegang Saham melalui mekanisme RUPS. Dengan demikian, setelah periode tahun buku selesai, Direksi wajib mempertanggungjawabkan pelaksanaan tugas dan tanggung jawabnya dalam RUPS.

Pedoman Kerja

Direksi melaksanakan tugas dan tanggung jawabnya dengan berpedoman pada Kebijakan Umum GCG Bank Sahabat Sampoerna No. BSS/KU-GCG/SKK/02 serta Pedoman dan Tata Tertib Kerja Direksi yang disahkan berdasarkan Keputusan Komite Remunerasi dan Nominasi No. 125/BSS/KRN/X/2015.

Kebijakan-kebijakan tersebut antara lain mengatur pokok-pokok yang terkait fungsi Direksi sebagai berikut.

1. Jumlah, Komposisi, Kriteria, dan Independensi;
2. Tugas dan Tanggung Jawab;
3. Rapat;
4. Aspek Transparansi;
5. Komite Pembantu Dewan Komisaris; serta
6. Prosedur Pengajuan dan Seleksi.

Tugas, Tanggung Jawab, dan Wewenang Direksi

Tugas dan Tanggung Jawab

Tugas dan tanggung jawab Direksi Bank Sahabat Sampoerna, yaitu:

1. Direksi berhak mewakili Bank di dalam maupun di luar pengadilan tentang segala hal dan dalam segala kejadian mengikat Bank dengan pihak lain serta menjalankan segala tindakan, baik mengenai kepengurusan maupun kepemilikan, namun memiliki batasan jika:
 - a. Meminjam uang dengan jumlah lebih dari Rp50 miliar atau meminjamkan uang dengan jumlah lebih dari Rp3 miliar atas nama Bank (tidak termasuk pengambilan rutin uang Bank di Bank); dan/atau
 - b. Mendirikan suatu usaha atau turut serta pada perusahaan lain baik di dalam maupun di luar negeri, harus dengan persetujuan dalam bentuk Keputusan Dewan Komisaris atau dokumen dan perjanjian yang bersangkutan, serta harus ditandatangani Dewan Komisaris.
2. Perbuatan hukum untuk mengalihkan, melepaskan hak, atau menjadikan jaminan utang seluruh atau lebih dari 50% harta kekayaan bersih Bank dalam satu tahun buku, baik dalam satu transaksi atau beberapa transaksi yang

The Board of Directors is a Bank organ that is authorized and has full responsibility for the management of the Company, including ensuring that GCG is implemented at all levels of the Bank's organization. Bank Sahabat Sampoerna's Board of Directors is appointed and dismissed by the Shareholders through GMS mechanism. Therefore, after the financial year period is over, the Board of Directors is responsible for performing its duties and responsibilities at the GMS.

Board Manual

The Board of Directors performs its duties and responsibilities based on Bank Sahabat Sampoerna's GCG General Policy No. BSS/KU-GCG/SKK/02 and the Board of Directors' Board Manual, which were approved based on the Remuneration and Nomination Committee Decision No. 125/BSS/KRN/X/2015.

These policies, among others, regulate the following principles related to the functions of Board of Directors.

1. Number, Composition, Criteria, and Independence;
2. Duties and Responsibilities;
3. Meetings;
4. Transparency Aspects;
5. Assistant Committee to the Board of Directors; and
6. Submission and Selection Procedure.

Board of Directors Duties, Responsibilities, and Authority

Duties and Responsibilities

Duties and responsibilities of Bank Sahabat Sampoerna's Board of Directors are:

1. *Board of Directors has the rights to represent the Bank inside and outside the court on all matters and in all incidents, binding the Bank with other party, also performing all actions, either concerning management or ownership, with limitations in the event of:*
 - a. *Borrowing money in the amount of more than Rp50 billion or lending money in the amount of more than Rp3 billion on behalf of the Bank (excluding routine withdrawals of Bank money at the Bank); and/or*
 - b. *Establishing a business or participating in another company either domestic or overseas, shall be approved in the form of a Decision of the Board of Commissioners or related documents and agreements, and shall be signed by the Board of Commissioners.*
2. *Legal acts to divert, release the rights or pledge all or more than 50% of the Bank's net assets in one fiscal year, either in one or several independent or dependent transactions, shall obtain approval from the GMS, in which Shareholders with*

berdiri sendiri ataupun yang berkaitan satu sama lain, harus mendapatkan persetujuan RUPS di mana Pemegang Saham yang memiliki paling sedikit $\frac{3}{4}$ bagian dari jumlah seluruh saham dengan hak suara yang sah, hadir atau diwakili dan keputusan disetujui oleh paling sedikit $\frac{3}{4}$ dari jumlah seluruh suara yang dikeluarkan secara sah dalam rapat.

3. a. Direktur Utama berhak dan berwenang untuk mewakili Direksi dan bertindak untuk dan atas nama Bank;
- b. Dalam hal Direktur Utama tidak hadir atau berhalangan karena sebab apapun juga, maka 2 orang Direktur yang ditunjuk oleh PT Sampoerna Investama lainnya berhak dan berwenang bertindak untuk dan atas nama Direksi dan serta mewakili Bank.
4. Dalam hal Bank mempunyai kepentingan yang bertentangan dengan kepentingan pribadi sebagai seorang anggota Direksi, maka Bank akan diwakili oleh anggota Direksi lainnya dan dalam hal Bank mempunyai kepentingan yang bertentangan dengan kepentingan seluruh anggota Direksi maka Bank diwakili oleh Dewan Komisaris. Direksi melaksanakan tugas dan tanggung jawabnya dengan berpedoman pada Anggaran Dasar Bank dan Kebijakan Umum GCG Bank Sahabat Sampoerna.

Wewenang Direksi

Wewenang yang dimiliki Direksi Bank Sahabat Sampoerna, yaitu:

1. Memutus kredit sesuai ketentuan internal yang berlaku;
2. Memutuskan tingkat *interest rate* bersama dengan Komite ALCO sesuai tingkat likuiditas Bank dan ketentuan yang berlaku;
3. Menetapkan pengeluaran biaya sesuai ketentuan internal yang berlaku;
4. Bertindak atas nama Bank dalam menandatangani perjanjian dengan pihak eksternal sebagaimana diatur dalam ketentuan internal yang berlaku;
5. Menandatangani surat-surat berharga dan dokumen penting perusahaan baik sendiri ataupun bersama-sama Direksi serta Pejabat Bank yang diberikan wewenang;
6. Menandatangani laporan-laporan operasional Bank kepada regulator dan pihak eksternal lainnya sesuai peraturan dan perundang-undangan yang berlaku; dan
7. Memutuskan perekrutan, promosi, demosi, mutasi, pemutusan hubungan kerja, dan penyesuaian kompensasi karyawan sesuai ketentuan SDM dan ketenagakerjaan yang berlaku.

Pembagian Tugas dan Tanggung Jawab

Pembagian tugas dan tanggung jawab masing-masing anggota Direksi diuraikan sebagai berikut:

Direktur Utama

1. Sisi Finansial
Mengelola dan memastikan pencapaian target dan kualitas bisnis Bank, namun tidak terbatas pada pertumbuhan

no less than $\frac{3}{4}$ of the total shares with valid voting rights are present or represented and the resolutions are approved by no less than $\frac{3}{4}$ of all votes legally cast in the meeting.

3. a. *The Chief Executive Officer has the right and authority to represent the Board of Directors and act for and on behalf of the Bank;*
- b. *In the event that the Chief Executive Officer is absent or unavailable to attend for any reason whatsoever which impediment no evidence to third parties shall be required, other 2 Directors appointed by PT Sampoerna Investama are entitled and authorized to act for and on behalf of the Board of Directors and represent the Bank.*
4. *In the event that the Bank has a conflict of interest with the personal interest of being a member of Board of Directors, the Bank will be represented by another member of Board of Directors and in the event that the Bank has a conflict of interest to the interests of all members of Board of Directors, the Bank will be represented by the Board of Commissioners. The Board of Directors performs its duties and responsibilities based on the Bank's Articles of Association and Bank Sahabat Sampoerna's GCG General Policies.*

Authority of the Board of Directors

The authority of the Board of Directors of Bank Sahabat Sampoerna are:

1. *To approve credit according to the applicable internal regulations;*
2. *To decide the level of interest rate together with ALCO Committee in accordance with the Bank's liquidity level and applicable regulations;*
3. *To specify expenses according to the applicable internal regulations;*
4. *To act on behalf of the Bank in signing agreements with external parties as stipulated in the applicable internal regulations;*
5. *To sign securities and important documents of the Company either alone or together with the Board of Directors and authorized Bank Officials;*
6. *To sign operational reports of the Bank to regulators and other external parties in accordance with the applicable laws and regulations; and*
7. *To decide the recruitment, promotion, demotion, transfer, termination of employment, and adjustment of employee compensation in accordance with the applicable HR and employment regulations.*

Implementation of Duties and Responsibilities

Division of duties and responsibilities of each member of the Board of Directors is as follows:

Chief Executive Officer

1. *Financial Side*
To manage and ensure target achievement and the Bank's business quality, but not limited to the growth of credit portfolio

portofolio perkreditan dan dana pihak ketiga beserta target lainnya yang ditetapkan dalam rencana bisnis Bank.

2. Sisi Nasabah
Mengendalikan, mengawasi, dan menjalankan fungsi hubungan masyarakat terkait pengenalan Bank kepada masyarakat umum.
3. Sisi SDM
 - a. Mengendalikan dan mengawasi kegiatan pengelolaan dan pengembangan sumber daya manusia, dengan menyeimbangkan antara Visi dan Misi Bank, *best practice* secara umum, serta peraturan dan perundang-undangan yang berlaku; dan
 - b. Mengendalikan dan mengawasi pelaksanaan pemberian wewenang kepada pejabat atau fungsi yang dapat bertindak atas nama Bank, namun tidak terbatas pada batas wewenang pemutus kredit, pengelolaan sumber daya manusia, pengeluaran biaya, serta pengawasan dan pengendalian Bank.
4. Sisi Proses
 - a. Mengendalikan dan mengawasi penyusunan dan pelaksanaan kebijakan, prosedur, dan pedoman kerja pada masing-masing fungsi sejalan dengan strategi Bank yang telah ditetapkan, namun tidak terbatas pada hal-hal terkait manajemen risiko, prinsip mengenal nasabah, dan pencegahan atas transaksi mencurigakan;
 - b. Memantau dan menjaga kepatuhan Bank terhadap seluruh ketentuan yang berlaku, maupun terhadap perjanjian dan komitmen yang dilaksanakan Bank dengan pihak lain;
 - c. Menetapkan kerangka manajemen risiko melalui pembentukan komite-komite pendukung pengelolaan manajemen risiko;
 - d. Memantau dan mengelola aktivitas fungsi manajemen risiko berdasarkan kebijakan dan prosedur manajemen risiko, termasuk merancang model operasi manajemen risiko; dan
 - e. Bertanggung jawab atas kebenaran dan keabsahan data pelaporan kegiatan pengendalian internal Bank kepada pihak-pihak yang berkepentingan (tidak terbatas pada Bank Indonesia, Pemegang Saham, Otoritas Jasa Keuangan, dan badan eksternal lainnya).

Direktur Kepatuhan dan Manajemen Risiko

1. Sisi Finansial
Mengelola aspek kepatuhan dan manajemen risiko Bank dalam upaya mendukung kebutuhan bisnis, termasuk:
 - a. Mengelola risiko yang dihadapi oleh divisi bisnis terutama namun tidak terbatas pada risiko kepatuhan, risiko hukum, risiko strategik, risiko kredit, risiko operasional, risiko pasar, risiko likuiditas, dan risiko reputasi; serta
 - b. Membangun dan mengelola bisnis resiliensi Bank.
2. Sisi Keuangan
Mengelola dan memantau kondisi pasar dan nasabah melalui hasil analisa riset pasar dan nasabah.

and third party funds along with other targets set in the Bank's business plan.

2. *Customer Side*
To control, supervise, and perform public relations functions related to the introduction of the Bank to the general public.
3. *HR Side*
 - a. *To control and oversee the management and development of human resources, by balancing the Bank's Vision and Missions, best practice in general, and the applicable regulations and legislation; and*
 - b. *To control and supervise the granting of authority to officials or functions that may act on behalf of the Bank, but not limited to the limits of authority for credit approval, human resource management, expenses, as well as supervision and control of the Bank.*
4. *Process Side*
 - a. *To control and supervise the preparation and implementation of policies, procedures, and work guidelines for each function in line with the Bank's established strategy, but not limited to matters related to risk management, know-your-customer principle, and prevention of suspicious transactions;*
 - b. *To monitor and maintain the Bank's compliance with all applicable provisions, as well as agreements and commitments implemented by the Bank with other parties;*
 - c. *To establish a risk management framework by establishing committees supporting risk management;*
 - d. *To monitor and manage the activities of risk management function based on risk management policies and procedures, including to design risk management operations models; and*
 - e. *To be responsible for the authenticity and validity of reporting data of the Bank's internal control activities to interested parties (not limited to Bank Indonesia, Shareholders, Financial Services Authority, and other external bodies).*

Director of Compliance and Risk Management

1. *Financial Side*
To manage the Bank's compliance and risk management aspects in an effort to support business needs, including:
 - a. *To manage the risks confronted by the business division, especially but not limited to compliance risk, legal risk, strategic risk, credit risk, operational risk, market risk, liquidity risk, and reputation risk; and*
 - b. *To build and manage the Bank's resilience business.*
2. *Financial Side*
To manage and monitor market and customer conditions through the results of market and customer research analysis.

3. Sisi SDM

- a. Bertanggung jawab melakukan supervisi terhadap pejabat/karyawan pada masing-masing divisi yang berada dalam cakupan tugasnya; dan
- b. Bertanggung jawab atas pengelolaan serta pengembangan karir dan kompetensi SDM dalam cakupan kerjanya, namun tidak terbatas pada hal-hal terkait manajemen risiko dan kepatuhan.

4. Sisi Proses

- a. Mengendalikan dan mengawasi penyusunan dan pelaksanaan kebijakan, prosedur, dan pedoman kerja pada masing-masing fungsi sejalan dengan strategi Bank yang telah ditetapkan, namun tidak terbatas pada hal-hal terkait manajemen risiko, prinsip mengenal nasabah, dan pencegahan atas transaksi mencurigakan;
- b. Memantau dan menjaga kepatuhan Bank terhadap seluruh ketentuan yang berlaku, maupun terhadap perjanjian dan komitmen yang dilaksanakan Bank dengan pihak lain;
- c. Menetapkan kerangka manajemen risiko melalui pembentukan komite-komite pendukung pengelolaan manajemen risiko;
- d. Memantau dan mengelola aktivitas fungsi manajemen risiko berdasarkan kebijakan dan prosedur manajemen risiko, termasuk merancang model operasi manajemen risiko; dan
- e. Bertanggung jawab atas kebenaran dan keabsahan data pelaporan kegiatan pengendalian internal Bank kepada pihak-pihak yang berkepentingan (tidak terbatas pada Bank Indonesia, Pemegang Saham, dan badan eksternal lainnya).

Direktur Bisnis Mikro

1. Sisi Finansial

- a. Mengelola dan memastikan pencapaian target dan kualitas bisnis kredit mikro; serta
- b. Mengelola inisiatif perancangan bisnis dan produk baru Bank.

2. Sisi Keuangan

Mengelola dan memastikan pertumbuhan portofolio kredit mikro yang sehat dan berkualitas baik, serta portofolio untuk bisnis dan produk baru lainnya.

3. Sisi SDM

- a. Bertanggung jawab melakukan supervisi terhadap pejabat/karyawan pada masing-masing divisi yang berada dalam cakupan tugasnya; dan
- b. Bertanggung jawab atas pengelolaan dan pengembangan karir dan kompetensi SDM dalam cakupan kerjanya, termasuk namun tidak terbatas pada aspek yang terkait dengan manajemen risiko dan kepatuhan.

4. Sisi Proses

- a. Mengendalikan dan mengawasi penyusunan dan pelaksanaan kebijakan, prosedur dan pedoman kerja terkait bisnis mikro dan pengembangan bisnis serta produk baru; dan

3. HR Side

- a. *To be responsible for supervising officials/employees in each division within the scope of their duties; and*
- b. *To be responsible for HR management, career and competence development in the scope of work, but not limited to matters related to risk management and compliance.*

4. Process Side

- a. *To control and supervise the preparation and implementation of policies, procedures, and work guidelines for each function in line with the Bank's established strategy, but not limited to matters related to risk management, know-your-customer principle, and prevention of suspicious transactions;*
- b. *To monitor and maintain the Bank's compliance with all applicable provisions, as well as agreements and commitments implemented by the Bank with other parties;*
- c. *To establish a risk management framework by establishing committees supporting risk management;*
- d. *To monitor and manage the activities of risk management function based on risk management policies and procedures, including to design risk management operations models; and*
- e. *To be responsible for the authenticity and validity of reporting data of the Bank's internal control activities to interested parties (not limited to Bank Indonesia, Shareholders, and other external bodies).*

Director of Micro Business

1. Financial Side

- a. *To manage and ensure target achievement and micro credit business quality; and*
- b. *To manage the Bank's new business and product design initiatives.*

2. Financial Side

To manage and ensure the growth of a healthy and good quality micro credit portfolio, as well as portfolios for businesses and other new products.

3. HR Side

- a. *To be responsible for supervising officials/employees in each division within the scope of their duties; and*
- b. *To be responsible for HR management, career and competence development in the scope of work, including but not limited to aspects related to risk management and compliance.*

4. Process Side

- a. *To control and supervise the preparation and implementation of policies, procedures, and work guidelines related to micro business and the development of new businesses and products; and*

- b. Memberi masukan untuk kebijakan perkreditan dan produk Bank, berdasarkan hasil evaluasi bisnis dan kebutuhan pasar.

Direktur UKM, Pendanaan, *Financial Institutions*, dan Jaringan Kantor

1. Sisi Finansial
Mengelola dan memastikan pencapaian target dan kualitas bisnis Kredit UKM, Kredit *Financial Institution*, serta DPK.
2. Sisi Nasabah
Mengelola dan memastikan pertumbuhan portofolio Kredit UKM, Kredit *Financial Institution*, serta DPK yang sehat dan berkualitas baik.
3. Sisi SDM
 - a. Bertanggung jawab melakukan supervisi terhadap pejabat/karyawan pada masing-masing divisi yang berada dalam cakupan tugasnya; dan
 - b. Bertanggung jawab atas pengelolaan dan pengembangan karir dan kompetensi SDM dalam cakupan kerjanya, namun tidak terbatas pada hal-hal terkait manajemen risiko dan kepatuhan.
4. Sisi Proses
 - a. Mengendalikan serta mengawasi penyusunan dan pelaksanaan Kebijakan, Prosedur dan Pedoman Kerja terkait bisnis UKM, Pendanaan, *Financial Institution*, dan pengembangan jaringan kantor; dan
 - b. Memberi masukan terhadap kebijakan perkreditan dan produk Bank, berdasarkan hasil evaluasi bisnis dan kebutuhan pasar.

Direktur Operasi dan Teknologi Informasi

1. Sisi Finansial
Mengelola kegiatan operasional Bank dan penyediaan sistem teknologi informasi dalam upaya mendukung kebutuhan bisnis dan pelaksanaan penerapan manajemen risiko.
2. Sisi Nasabah
Mengendalikan, mengawasi, dan menjalankan fungsi untuk menjaga tingkat kepuasan nasabah kepada layanan Bank secara umum.
3. Sisi SDM
 - a. Bertanggung jawab melakukan supervisi terhadap pejabat/karyawan pada masing-masing divisi yang berada dalam cakupan tugasnya; dan
 - b. Bertanggung jawab atas pengelolaan dan pengembangan karir dan kompetensi SDM dalam cakupan kerjanya, termasuk namun tidak terbatas pada hal-hal terkait manajemen risiko dan kepatuhan.
4. Sisi Proses
 - a. Mengendalikan dan mengawasi penyusunan dan pelaksanaan kebijakan, prosedur, dan pedoman kerja terkait kegiatan operasional dan transaksi Bank serta sistem teknologi informasi;

- b. *To give inputs to the Bank's credit and product policies, based on the results of business evaluations and market needs.*

Director of SME, Funding, *Financial Institution*, and Branch Network

1. *Financial Side*
To manage and ensure target achievement and the business quality of SME Loans, Financial Institution Loans, and TPF.
2. *Customer Side*
To manage and ensure the growth of a portfolio of SME Loans, Financial Institution Loans, and healthy and good quality TPF.
3. *HR Side*
 - a. *To be responsible for supervising officials/employees in each division within the scope of their duties; and*
 - b. *To be responsible for HR management, career and competence development in the scope of work, but not limited to matters related to risk management and compliance.*
4. *Process Side*
 - a. *To control and supervise the preparation and implementation of Policies, Procedures, and Work Guidelines related to SME business, Funding, Financial Institution, and office network development; and*
 - b. *To give inputs to Bank's credit and product policies, based on the results of business evaluations and market needs.*

Director of Operations and Information Technology

1. *Financial Side*
To manage the Bank's operational activities and the provision of information technology systems in an effort to support business needs and implement risk management.
2. *Customer Side*
To control, supervise, and carry out functions to maintain the level of customer satisfaction with Bank services in general.
3. *HR Side*
 - a. *To be responsible for supervising officials/employees in each division within the scope of their duties; and*
 - b. *To be responsible for HR management, career and competence development in the scope of work, including but not limited to matters related to risk management and compliance.*
4. *Process Side*
 - a. *To control and supervise the preparation and implementation of policies, procedures, and work guidelines related to the Bank's operational activities, transactions, and information technology system;*

- b. Bertanggung jawab atas kegiatan operasional Bank dalam upaya mendukung kebutuhan bisnis dan pelaksanaan penerapan manajemen risiko;
- c. Mengendalikan dan mengawasi kegiatan operasional Bank secara keseluruhan, termasuk kegiatan transaksi serta akurasi dan keamanan sistem teknologi yang digunakan dalam mendukung seluruh kegiatan operasional dan transaksional;
- d. Merancang, menetapkan, serta mengevaluasi keseluruhan sistem teknologi informasi dalam upaya menciptakan suatu sistem yang terintegrasi dan dapat dioperasikan secara efektif dan efisien dalam mendukung kebutuhan bisnis dan pelaksanaan penerapan manajemen risiko;
- e. Turut bertanggung jawab atas pelaksanaan kebijakan manajemen risiko dan eksposur risiko yang diambil oleh Bank secara keseluruhan, terutama dalam aspek kegiatan operasional dan sistem teknologi; dan
- f. Mempertanggungjawabkan laporan kegiatan operasional Bank kepada pihak-pihak yang berkepentingan (namun tidak terbatas pada Bank Indonesia, Pemegang Saham, Otoritas Jasa Keuangan, dan badan eksternal lainnya).

- b. *To be responsible for the Bank's operational activities in an effort to support business needs and implement risk management;*
- c. *To control and oversee the Bank's operational activities in overall, including transaction activities as well as the accuracy and security of the technology system used in supporting all operational and transactional activities;*
- d. *To design, determine, and evaluate the entire information technology system in an effort to create an integrated system that can be operated effectively and efficiently in supporting business needs and implementing risk management;*
- e. *To also be responsible for the implementation of risk management policies and risk exposures taken by the Bank in overall, especially in aspects of operational activities and technology systems; and*
- f. *To be responsible for the report of Bank's operational activities to interested parties (but not limited to Bank Indonesia, Shareholders, Financial Services Authority, and other external bodies).*

Kriteria Pengangkatan

Pihak yang dapat diangkat menjadi Direksi Bank Sahabat Sampoerna adalah pihak yang telah memenuhi kriteria berikut.

1. Memenuhi persyaratan integritas, yaitu memiliki akhlak dan moral yang baik, memiliki komitmen mematuhi peraturan perundang-undangan yang berlaku, memiliki komitmen yang tinggi terhadap pengembangan operasional Bank yang sehat, dan tidak termasuk dalam daftar tidak lulus yang ditatausahakan oleh Otoritas Jasa Keuangan;
2. Memiliki kompetensi, yaitu pengalaman dan keahlian di bidang perbankan dan/atau bidang keuangan, serta kemampuan untuk melakukan pengelolaan strategis dalam rangka pengembangan Bank yang sehat. Selain itu, wajib memiliki pengalaman dalam operasional Bank sekurang-kurangnya 5 tahun sebagai Pejabat Eksekutif Bank;
3. Memiliki reputasi keuangan baik, yaitu tidak termasuk dalam daftar kredit macet dan tidak pernah dinyatakan *pailit* atau menjadi Direksi/Komisaris yang dinyatakan bersalah menyebabkan suatu Bank dinyatakan *pailit* dalam waktu 5 tahun sebelum dicalonkan; dan
4. Lulus uji kepatuhan dan kelayakan oleh regulator yang berwenang.

Appointment Criteria

Parties that can be appointed as Directors of Bank Sahabat Sampoerna are those who have met the following criteria.

1. *Meeting the integrity requirements, which are having good character and morals, having a commitment to comply with the applicable laws and regulations, having a high commitment to the development of sound Bank operations, and not being included in the failing list administered by the Financial Services Authority;*
2. *Having competence, which is experience and expertise in banking and/or finance, as well as the ability to carry out strategic management in the framework of developing a sound Bank. In addition, must have experience in Bank's operations for at least 5 years as a Bank's Executive Official;*
3. *Having a good financial reputation, which is not included in the list of bad loans and has never been declared bankrupt or become a Director/Commissioner found guilty of causing a Bank to be declared bankrupt within 5 years before being nominated; and*
4. *Passing the fit and proper test conducted by the authorized regulator.*

Komposisi dan Masa Jabatan

Per 31 Desember 2019, komposisi Direksi Bank Sahabat Sampoerna terdiri dari:

Composition and Term of Office

As of 31 December 2019, the composition of Board of Directors of Bank Sahabat Sampoerna is:

| Nama Name | Jabatan Position | Masa Jabatan dan Dasar Pengangkatan Term of Office and Basis of Appointment | Persetujuan BI/OJK OJK/BI Approval | Akhir Periode Jabatan End of Term of Office |
|-------------------------|---|---|--|---|
| Ali Rukmijah | Direktur Utama Chief Executive Officer | <ul style="list-style-type: none"> 2017-2020 Keputusan di Luar RUPS Luar Biasa tanggal 22 Mei 2017; dan Circular Extraordinary GMS Resolutions dated 22 May 2017; and 2014-2017 Keputusan RUPS Luar Biasa tanggal 9 Juni 2014. Extraordinary GMS Resolutions dated 9 June 2014. | No. SR-67/D.03/2014 tanggal 19 Mei 2014 No. SR-67/D.03/2014 dated 19 May 2014 | 19 May 2020 |
| Setyo Dwitanto | Direktur Kepatuhan dan Manajemen Risiko Compliance and Risk Management Director | <ul style="list-style-type: none"> 2017-2020 Keputusan di Luar RUPS Luar Biasa tanggal 22 Mei 2017; dan Circular Extraordinary GMS Resolutions dated 22 May 2017; 2014-2017 Keputusan RUPS Luar Biasa tanggal 24 Desember 2014. Extraordinary GMS Resolutions dated 24 December 2014. | No. 15/29/GBI/DPIP/Rahasia tanggal 16 Juli 2013 No. 15/29/GBI/DPIP/Rahasia dated 16 July 2013 | 19 May 2020 |
| Rudy Mahasin | Direktur Bisnis Mikro Micro Business Director | <ul style="list-style-type: none"> 2017-2020 Keputusan di Luar RUPS Luar Biasa tanggal 22 Mei 2017; dan Circular Extraordinary GMS Resolutions dated 22 May 2017; and 2015-2017 Keputusan RUPS Luar Biasa tanggal 28 April 2015. Extraordinary GMS Resolutions dated 28 April 2015. | No. SR -21/D.03/2015 tanggal 20 Februari 2015 No. SR -21/D.03/2015 dated 20 February 2015 | 19 May 2020 |
| Ong Tek Tjan* | Direktur UKM, Pendanaan, Financial Institutions, dan Jaringan Kantor SME, Funding, Financial Institutions, and Branch Network Director | <ul style="list-style-type: none"> 2017-2020 Keputusan di Luar RUPS Luar Biasa tanggal 22 Mei 2017; dan Circular Extraordinary GMS Resolutions dated 22 May 2017; and 2015-2017 Keputusan RUPS Luar Biasa tanggal 28 April 2015. Extraordinary GMS Resolutions dated 28 April 2015. | No. SR -21/D.03/2015 tanggal 20 Februari 2015 No. SR -21/D.03/2015 dated 20 February 2015 | 19 May 2020 |
| Lie Liliana Veronica | Direktur Operasi dan Teknologi Informasi Operations and Information Technology Director | <ul style="list-style-type: none"> 2017-2020 Keputusan di Luar RUPS Luar Biasa tanggal 22 Mei 2017; dan Circular Extraordinary GMS Resolutions dated 22 May 2017; and 2015-2017 Keputusan RUPS Luar Biasa tanggal 28 April 2015. Extraordinary GMS Resolutions dated 28 April 2015. | No. SR -21/D.03/2015 tanggal 20 Februari 2015 No. SR -21/D.03/2015 dated 20 February 2015 | 19 May 2020 |

* Telah mengundurkan diri sesuai Keputusan RUPS Luar Biasa tanggal 30 September 2019 dengan disahkannya Akta Notaris tentang Pernyataan Keputusan di Luar Rapat Umum Pemegang Saham Biasa No. 3 tanggal 3 Oktober 2019. / Has resigned in accordance with the Extraordinary GMS Resolution dated 30 September 2019, which has been validated by Notarial Deed of Circular Resolutions of Extraordinary General Meeting of Shareholders No. 3 dated 3 October 2019.

Kebijakan Keberagaman Komposisi

Bank Sahabat Sampoerna secara khusus belum memiliki kebijakan dalam menentukan keberagaman komposisi Direksi. Meskipun demikian, komposisi Direksi Bank Sahabat Sampoerna ditetapkan berdasarkan peraturan perundang-undangan yang berlaku dengan memperhatikan keberagaman pendidikan, pengalaman kerja, usia, dan jenis kelamin, serta disesuaikan dengan kebutuhan dan kompleksitas Bank. Langkah ini diharapkan dapat mendorong pengambilan keputusan yang objektif, komprehensif, optimal sehingga dapat berdampak positif terhadap pengelolaan Bank yang efektif dan efisien.

Penjelasan mengenai keberagaman Direksi Bank Sahabat Sampoerna dapat dilihat pada tabel di bawah ini.

| Aspek Keberagaman Diversity Aspect | Penjelasan Explanation |
|---------------------------------------|--|
| Pendidikan Education | Latar belakang pendidikan Direksi beragam, mulai dari Sarjana sampai Magister, dengan kompetensi di bidang Teknik Mesin, Teknik Industri, Akuntansi dan Keuangan, serta Teknik Informasi dan Komputer. <i>The educational background of Board of Directors varies from Bachelor to Master, with competencies in Mechanical Engineering, Industrial Engineering, Accounting and Finance, and Information and Computer Engineering.</i> |
| Pengalaman Kerja Work Experience | Keberagaman pengalaman kerja Direksi antara lain berasal dari profesional pada perbankan maupun lembaga keuangan non-bank. <i>The diversity of the Board of Directors' work experience comes from professionals in banking and non-bank financial institutions.</i> |
| Usia Age | Rata-rata usia Dewan Komisaris berada pada usia produktif, yaitu 48-58 tahun. <i>The average age of the Board of Directors is in the productive age, which is 48-58 years old.</i> |
| Jenis Kelamin Gender | Terdapat 1 orang Direksi yang berjenis kelamin perempuan. <i>There is only one female member of the Board of Directors.</i> |

Informasi data diri Direksi selengkapnya dapat dilihat di bab Profil Perusahaan dalam Laporan Tahunan ini.

Hubungan Afiliasi

Hubungan afiliasi antara Direksi dengan Dewan Komisaris dan Pemegang Saham Pengendali Bank Sahabat Sampoerna diungkapkan pada tabel berikut.

| Nama Name | Dewan Komisaris Board of Commissioners | | Direksi Board of Directors | | Pemegang Saham Pengendali Controlling Shareholders | | Keterangan Description |
|----------------------|---|-------------|-------------------------------|-------------|---|-------------|---------------------------|
| | Ya Yes | Tidak No | Ya Yes | Tidak No | Ya Yes | Tidak No | |
| Ali Rukmijah | | x | | x | | x | - |
| Setyo Dwitanto | x | | | x | | x | - |
| Rudy Mahasin | x | | | x | | x | - |
| Ong Tek Tjan* | x | | | x | | x | - |
| Lie Liliana Veronica | | x | | x | | x | - |

* Telah mengundurkan diri sesuai Keputusan RUPS Luar Biasa tanggal 30 September 2019 dengan disahkannya Akta Notaris tentang Pernyataan Keputusan di Luar Rapat Umum Pemegang Saham Biasa No. 3 tanggal 3 Oktober 2019. / Has resigned in accordance with the Extraordinary GMS Resolution dated 30 September 2019, which has been validated by Notarial Deed of Circular Resolutions of Extraordinary General Meeting of Shareholders No. 3 dated 3 October 2019.

Composition Diversity Policy

Bank Sahabat Sampoerna in particular does not yet have a policy in determining the composition diversity of the Board of Directors. Nevertheless, the composition of Board of Directors of Bank Sahabat Sampoerna is determined based on the applicable laws and regulations by considering the diversity of education, work experience, age, and gender, and is adjusted to the needs and complexity of the Bank. This step is expected to encourage objective, comprehensive, and optimal decision making so that it can have a positive impact on an effective and efficient Bank management.

Explanation of the diversity of Board of Directors of Bank Sahabat Sampoerna can be seen in the following table.

Information of the Board of Directors can be seen in the Company Profile chapter of this Annual Report.

Affiliation Relationship

The affiliation relationship between the Board of Directors and the Board of Commissioners and Controlling Shareholders of Bank Sahabat Sampoerna is disclosed in the following table.

Rangkap Jabatan

Seluruh anggota Direksi Bank Sahabat Sampoerna tidak merangkap jabatan. Hal ini sesuai dengan Kebijakan Umum GCG Bank Sahabat Sampoerna bahwa Direksi Bank dilarang merangkap jabatan sebagai anggota Dewan Komisaris, Direksi atau Pejabat Eksekutif pada Bank, perusahaan dan/atau lembaga lain. Informasi mengenai rangkap jabatan Direksi Bank Sahabat Sampoerna diungkapkan pada tabel berikut ini.

Concurrent Positions

All members of the Board of Directors of Bank Sahabat Sampoerna do not hold concurrent positions. This complies with the GCG General Policy of Bank Sahabat Sampoerna that the Bank's Board of Directors is prohibited from holding concurrent positions as members of Board of Commissioners, Board of Directors, or Executive Official at other Banks, companies, and/or institutions. Information about the concurrent positions of the Board of Directors of Bank Sahabat Sampoerna is disclosed in the following table.

| Nama Name | Jabatan di Bank Sahabat Sampoerna Position at Bank Sahabat Sampoerna | Perusahaan/Instansi Lain Other Company/Institution | |
|----------------------|---|---|---------------------|
| | | Nama Perusahaan Company Name | Jabatan Position |
| Ali Rukmijah | Direktur Utama Chief Executive Officer | Tidak Ada None | Tidak Ada None |
| Setyo Dwitanto | Direktur Kepatuhan dan Manajemen Risiko Compliance and Risk Management Director | Tidak Ada None | Tidak Ada None |
| Rudy Mahasin | Direktur Bisnis Mikro Micro Business Director | Tidak Ada None | Tidak Ada None |
| Ong Tek Tjan* | Direktur UKM, Pendanaan, Financial Institutions, dan Jaringan Kantor SME, Funding, Financial Institutions, and Branch Network Director | Tidak Ada None | Tidak Ada None |
| Lie Liliana Veronica | Direktur Operasi dan Teknologi Informasi / Operations and Information Technology Director; dan / and Branch Operation Manager. | Tidak Ada None | Tidak Ada None |

* Telah mengundurkan diri sesuai Keputusan RUPS Luar Biasa tanggal 30 September 2019 dengan disahkannya Akta Notaris tentang Pernyataan Keputusan di Luar Rapat Umum Pemegang Saham Biasa No. 3 tanggal 3 Oktober 2019. / Has resigned in accordance with the Extraordinary GMS Resolution dated 30 September 2019, which has been validated by Notarial Deed of Circular Resolutions of Extraordinary General Meeting of Shareholders No. 3 dated 3 October 2019.

Pelaksanaan Tugas

Pada tahun 2019, Direksi telah menjalankan tugas dan tanggung jawabnya sesuai dengan amanat Pemegang Saham dan Anggaran Dasar Perseroan.

Duty Implementation

In 2019, the Board of Directors carried out its duties and responsibilities in accordance with the mandate of the Shareholders and the Company's Articles of Association.

Rapat

Rapat Direksi Bank Sahabat Sampoerna diselenggarakan paling kurang 1 kali dalam seminggu. Pada tahun 2019, Direksi Bank Sahabat Sampoerna telah melaksanakan rapat sebanyak 48 kali. Informasi mengenai tingkat kehadiran setiap anggota Direksi dapat dilihat pada tabel berikut.

Meetings

Board of Directors of Bank Sahabat Sampoerna holds meeting at least once a week. In 2019, the Board of Directors of Bank Sahabat Sampoerna held 48 meetings. Information on attendance level of each member of the Board of Directors can be found in the following table.

| Nama Name | Jabatan Position | Total Rapat Total Number of Meetings | Kehadiran Attendance | Persentase Percentage |
|----------------|--|---|-------------------------|--------------------------|
| Ali Rukmijah | Direktur Utama Chief Executive Officer | 48 | 44 | 91.67% |
| Setyo Dwitanto | Direktur Kepatuhan dan Manajemen Risiko Compliance and Risk Management Director | 48 | 42 | 87.50% |
| Rudy Mahasin | Direktur Bisnis Mikro Micro Business Director | 48 | 43 | 89.58% |

| Nama Name | Jabatan Position | Total Rapat Total Number of Meetings | Kehadiran Attendance | Persentase Percentage |
|------------------------------|---|---|-------------------------|--------------------------|
| Ong Tek Tjan* | Direktur UKM, Pendanaan, Financial Institutions, dan Jaringan Kantor SME, Funding, Financial Institutions, and Branch Network Director | 37 | 27 | 72.97% |
| Lie Liliana Veronica | Direktur Operasi dan Teknologi Informasi Operations and Information Technology Director | 48 | 41 | 85.41% |
| Rata-rata Average | | | | 86.03% |

* Telah mengundurkan diri sesuai Keputusan RUPS Luar Biasa tanggal 30 September 2019 dengan disahkannya Akta Notaris tentang Pernyataan Keputusan di Luar Rapat Umum Pemegang Saham Biasa No. 3 tanggal 3 Oktober 2019. / Has resigned in accordance with the Extraordinary GMS Resolution dated 30 September 2019, which has been validated by Notarial Deed of Circular Resolutions of Extraordinary General Meeting of Shareholders No. 3 dated 3 October 2019.

Informasi terkait tanggal, agenda, dan peserta rapat Direksi diuraikan dalam tabel berikut ini.

Information on dates, agenda, and participants of the Board of Directors' meetings is described as follows.

| Tanggal Date | Agenda Agenda | Kehadiran Attendance | | | | |
|-----------------|--|-------------------------|----|----|-----|-----|
| | | AR | SD | RM | OTT | LLV |
| 9 January 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 19 Desember 2018; Pengesahan Notulen Rapat Direksi 19 Desember 2018; BiWeekly Update; dan Bank Sahabat Sampoerna Financial December 2018 Update. Follow-up Issue and Reminder of Board of Directors' Meeting on 19 December 2018; Validation of the Minutes of Board of Directors' Meeting on 19 December 2018; BiWeekly Update; and Bank Sahabat Sampoerna Financial December 2018 Update. | √ | √ | √ | √ | √ |
| 16 January 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 9 Januari 2019; Pengesahan Notulen Rapat Direksi 9 Januari 2019; Operations and IT Organization Update; Operating Cost Application System FDS vs Self Owned; Annual Report 2018 Update; dan Lain-lain. Follow-up Issue and Reminder of Board of Directors' Meeting on 9 January 2019; Validation of the Minutes of Board of Directors' Meeting on 9 January 2019; Operations and IT Organization Update; Operating Cost Application System FDS vs Self Owned; Annual Report 2018 Update; and Others. | √ | √ | √ | √ | √ |
| 23 January 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 16 Januari 2019; Pengesahan Notulen Rapat Direksi 16 Januari 2019; BiWeekly Update; dan Lain-lain. Follow-up Issue and Reminder of Board of Directors' Meeting on 16 January 2019; Validation of the Minutes of Board of Directors' Meeting on 16 January 2019; BiWeekly Update; and Others. | √ | x | √ | √ | √ |
| 30 January 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 23 Januari 2019; Pengesahan Notulen Rapat Direksi 23 Januari 2019; Buy or Rent Branch Update; Impact KBRT to CAR Update; SFG Forecast 2019 Update; dan Lain-lain. Follow-up Issue and Reminder of Board of Directors' Meeting on 23 January 2019; Validation of the Minutes of Board of Directors' Meeting on 23 January 2019; Buy or Rent Branch Update; Impact KBRT to CAR Update; SFG Forecast 2019 Update; and Others. | √ | x | √ | √ | √ |

| Tanggal Date | Agenda Agenda | Kehadiran Attendance | | | | |
|------------------|--|-------------------------|----|----|-----|-----|
| | | AR | SD | RM | OTT | LLV |
| 6 February 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 30 Januari 2019; Pengesahan Notulen Rapat Direksi 30 Januari 2019; BiWeekly Update; dan Lain-lain. | √ | √ | √ | √ | √ |
| 13 February 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder of Board of Directors' Meeting on 30 January 2019; Validation of the Minutes of Board of Directors' Meeting on 30 January 2019; BiWeekly Update; and Others. | √ | √ | √ | x | √ |
| 20 February 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 6 Februari 2019; Pengesahan Notulen Rapat Direksi 6 Februari 2019; BSS Financials January 2019; Incentive Report Update; dan Lain-lain. | √ | √ | √ | x | √ |
| 27 February 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder of Board of Directors' Meeting on 6 February 2019; Validation of the Minutes of Board of Directors' Meeting on 6 February 2019; BSS Financial January 2019; Incentive Report Update; and Others. | √ | √ | √ | x | √ |
| 6 March 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 13 Februari 2019; Pengesahan Notulen Rapat Direksi 13 Februari 2019; BiWeekly Update; dan Lain-lain. | √ | √ | √ | x | √ |
| 13 March 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder of Board of Directors' Meeting on 13 February 2019; Validation of the Minutes of Board of Directors' Meeting on 13 February 2019; BiWeekly Update; and Others. | √ | √ | √ | √ | √ |
| 20 March 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 20 Februari 2019; Pengesahan Notulen Rapat Direksi 20 Februari 2019; BSS Incentive Report Update; dan Lain-lain. | √ | √ | √ | √ | √ |
| 13 March 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder of Board of Directors' Meeting on 20 February 2019; Validation of the Minutes of Board of Directors' Meeting on 20 February 2019; BSS Incentive Report Update; and Others. | √ | √ | √ | √ | √ |
| 20 March 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 27 Februari 2019; Pengesahan Notulen Rapat Direksi 27 Februari 2019; BiWeekly Update; Archiving and Purging Data T-24; dan Lain-lain. | √ | √ | √ | √ | √ |
| 13 March 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder of Board of Directors' Meeting on 27 February 2019; Validation of the Minutes of Board of Directors' Meeting on 27 February 2019; BiWeekly Update; Archiving and Purging Data T-24; and Others. | √ | √ | √ | √ | √ |
| 13 March 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 6 Maret 2019; Pengesahan Notulen Rapat Direksi 6 Maret 2019; BSS Financial February 2019 Update; Agency System; Mobile Collection Update; dan Lain-lain. | √ | √ | x | √ | √ |
| 20 March 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder of Board of Directors' Meeting on 06 March 2019; Validation of the Minutes of Board of Directors' Meeting on 06 March 2019; BSS Financial February 2019 Update; Agency System; Mobile Collection Update; and Others. | √ | √ | √ | x | √ |
| 20 March 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 13 Maret 2019; Pengesahan Notulen Rapat Direksi 13 Maret 2019; BiWeekly Update; PDaja.Com Update; dan Lain-lain. | √ | √ | √ | x | √ |
| 20 March 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder of Board of Directors' Meeting on 13 March 2019; Validation of the Minutes of Board of Directors' Meeting on 13 March 2019; BiWeekly Update; PDaja.Com Update; and Others. | √ | √ | √ | x | √ |

| Tanggal Date | Agenda Agenda | Kehadiran Attendance | | | | |
|-----------------|---|-------------------------|----|----|-----|-----|
| | | AR | SD | RM | OTT | LLV |
| 27 March 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 20 Maret 2019; Pengesahan Notulen Rapat Direksi 20 Maret 2019; BOM Strategic Discussion; dan Lain-lain. | √ | √ | √ | x | √ |
| 10 April 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder of Board of Directors' Meeting on 20 March 2019; Validation of the Minutes of Board of Directors' Meeting on 20 March 2019; BOM Strategic Discussion; and Others. | √ | √ | √ | x | √ |
| 16 April 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 27 Maret 2019; Pengesahan Notulen Rapat Direksi 27 Maret 2019; BSS Financial Update March 2019; dan Lain-lain. | √ | √ | √ | √ | √ |
| 22 April 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder of Board of Directors' Meeting on 27 March 2019; Validation of the Minutes of Board of Directors' Meeting on 27 March 2019; BSS Financial Update March 2019; and Others. | √ | √ | √ | √ | √ |
| 29 April 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 10 April 2019; Pengesahan Notulen Rapat Direksi 10 April 2019; BiWeekly Update; dan Lain-lain. | √ | √ | √ | √ | √ |
| 6 May 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder of Board of Directors' Meeting on 10 April 2019; Validation of the Minutes of Board of Directors' Meeting on 10 April 2019; BiWeekly Update; and Others. | √ | √ | √ | x | √ |
| 13 May 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 16 April 2019; Pengesahan Notulen Rapat Direksi 16 April 2019; Presentation to Shareholder Update; CKPN Loss Rate Update; dan Lain-lain. | √ | √ | √ | √ | √ |
| | <ul style="list-style-type: none"> Follow-up Issue and Reminder of Board of Directors' Meeting on 16 April 2019; Validation of the Minutes of Board of Directors' Meeting on 16 April 2019; Presentation to Shareholder Update; CKPN (allowance for impairment losses) Loss Rate Update; and Others. | √ | √ | √ | √ | √ |
| | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 22 April 2019; Pengesahan Notulen Rapat Direksi 22 April 2019; BiWeekly Update; Strength Finder Profiling; dan Lain-lain. | √ | √ | √ | √ | √ |
| | <ul style="list-style-type: none"> Follow-up Issue and Reminder of Board of Directors' Meeting on 22 April 2019; Validation of the Minutes of Board of Directors' Meeting on 22 April 2019; BiWeekly Update; Strength Finder Profiling; and Others. | √ | √ | √ | √ | √ |
| | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 29 April 2019; Pengesahan Notulen Rapat Direksi 29 April 2019; E-KTP Update; dan Lain-lain. | √ | √ | √ | x | √ |
| | <ul style="list-style-type: none"> Follow-up Issue and Reminder of Board of Directors' Meeting on 29 April 2019; Validation of the Minutes of Board of Directors' Meeting on 29 April 2019; E-National ID Card Update; and Others. | √ | √ | √ | √ | √ |
| | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 6 Mei 2019; Pengesahan Notulen Rapat Direksi 6 Mei 2019; BiWeekly Update; Kick Off Channeling Update; dan Lain-lain. | √ | √ | √ | √ | √ |
| | <ul style="list-style-type: none"> Follow-up Issue and Reminder of Board of Directors' Meeting on 06 May 2019; Validation of the Minutes of Board of Directors' Meeting on 06 May 2019; BiWeekly Update; Kick-Off Channeling Update; and Others. | √ | √ | √ | √ | √ |

| Tanggal Date | Agenda Agenda | Kehadiran Attendance | | | | |
|-----------------|--|-------------------------|----|----|-----|-----|
| | | AR | SD | RM | OTT | LLV |
| 20 May 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 13 Mei 2019; Pengesahan Notulen Rapat Direksi 13 Mei 2019; Litigation Update; dan Lain-lain. Follow-up Issue and Reminder of Board of Directors' Meeting on 13 May 2019; Validation of the Minutes of Board of Directors' Meeting on 13 May 2019; Litigation Update; and Others. | √ | √ | √ | √ | √ |
| 27 May 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 20 Mei 2019; Pengesahan Notulen Rapat Direksi 20 Mei 2019; BiWeekly Update; BMPK Regulation Update; dan Lain-lain. Follow-up Issue and Reminder of Board of Directors' Meeting on 20 May 2019; Validation of the Minutes of Board of Directors' Meeting on 20 May 2019; BiWeekly Update; LLL Regulation Update; and Others. | √ | √ | √ | √ | √ |
| 10 June 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 27 Mei 2019; Pengesahan Notulen Rapat Direksi 27 Mei 2019; BiWeekly Update; dan Lain-lain. Follow-up Issue and Reminder of Board of Directors' Meeting on 27 May 2019; Validation of the Minutes of Board of Directors' Meeting on 27 May 2019; BiWeekly Update; and Others. | x | x | √ | √ | x |
| 17 June 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 10 Juni 2019; Pengesahan Notulen Rapat Direksi 10 Juni 2019; Bank Sahabat Sampoerna Financial May 2019 Update; dan Lain-lain. Follow-up Issue and Reminder of Board of Directors' Meeting on 10 June 2019; Validation of the Minutes of Board of Directors' Meeting on 10 June 2019; Bank Sahabat Sampoerna Financial May 2019 Update; and Others. | x | √ | √ | x | x |
| 24 June 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 17 Juni 2019; Pengesahan Notulen Rapat Direksi 17 Juni 2019; BiWeekly Update; Branches AML Risk Profiling 2019; dan Lain-lain. Follow-up Issue and Reminder of Board of Directors' Meeting on 17 June 2019; Validation of the Minutes of Board of Directors' Meeting on 17 June 2019; BiWeekly Update; Branches AML Risk Profiling 2019; and Others. | √ | √ | √ | √ | √ |
| 1 July 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 24 Juni 2019; Pengesahan Notulen Rapat Direksi 24 Juni 2019; BOM Strategic Discussion; dan Lain-lain. Follow-up Issue and Reminder of Board of Directors' Meeting on 24 June 2019; Validation of the Minutes of Board of Directors' Meeting on 24 June 2019; BOM Strategic Discussion; and Others. | x | √ | √ | √ | √ |
| 8 July 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 1 Juli 2019; Pengesahan Notulen Rapat Direksi 1 Juli 2019; BiWeekly Update; dan Lain-lain. Follow-up Issue and Reminder of Board of Directors' Meeting on 01 July 2019; Validation of the Minutes of Board of Directors' Meeting on 01 July 2019; BiWeekly Update; and Others. | √ | x | x | √ | √ |

| Tanggal Date | Agenda Agenda | Kehadiran Attendance | | | | |
|-----------------|---|-------------------------|----|----|-----|-----|
| | | AR | SD | RM | OTT | LLV |
| 15 July 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 8 Juli 2019; Pengesahan Notulen Rapat Direksi 8 Juli 2019; BSS Financial June 2019 Update; Peraturan Pajak 215 tentang Angsuran Pajak; PSAK 73 Update; Skip Payment Update; dan Lain-lain. | √ | √ | √ | √ | √ |
| 22 July 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 15 Juli 2019; Pengesahan Notulen Rapat Direksi 15 Juli 2019; BiWeekly Update; Simulasi Perubahan Loss Rate Q3-2019; Project Collection System BSS Update; RBB Q2 2019 Realization Update; dan Lain-lain. | √ | √ | √ | √ | √ |
| 29 July 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 22 Juli 2019; Pengesahan Notulen Rapat Direksi 22 Juli 2019; BOM Strategic Discussion; dan Lain-lain. | √ | √ | √ | √ | √ |
| 5 August 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 29 Juli 2019; Pengesahan Notulen Rapat Direksi 29 Juli 2019; Bancassurance and Mobile Banking Update; BiWeekly Update; Budget 2020 Kick Off Update; dan Lain-lain. | √ | √ | √ | √ | √ |
| 12 August 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 5 Agustus 2019; Pengesahan Notulen Rapat Direksi 5 Agustus 2019; Bank Sahabat Sampoerna Financial July 2019 Update; dan KPR Karyawan Update; Employee Health Insurance Update; dan Lain-lain. | √ | √ | √ | x | √ |

| Tanggal Date | Agenda Agenda | Kehadiran Attendance | | | | |
|-------------------|---|-------------------------|----|----|-----|-----|
| | | AR | SD | RM | OTT | LLV |
| 19 August 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 12 Agustus 2019; Pengesahan Notulen Rapat Direksi 12 Agustus 2019; BiWeekly Update; Disaster Recovery Test Update; dan Lain-lain. Follow-up Issue and Reminder of Board of Directors' Meeting on 12 August 2019; Validation of the Minutes of Board of Directors' Meeting on 12 August 2019; BiWeekly Update; Disaster Recovery Test Update; and Others. | √ | √ | √ | √ | √ |
| 26 August 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 19 Agustus 2019; Pengesahan Notulen Rapat Direksi 19 Agustus 2019; BOM Strategic Discussion; dan Lain-lain. Follow-up Issue and Reminder of Board of Directors' Meeting on 19 August 2019; Validation of the Minutes of Board of Directors' Meeting on 19 August 2019; BOM Strategic Discussion; and Others. | √ | √ | √ | √ | √ |
| 2 September 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 26 Agustus 2019; Pengesahan Notulen Rapat Direksi 26 Agustus 2019; BiWeekly Update; Progress Mobile Agency System Update; Employee Health Insurance Update; dan Lain-lain. Follow-up Issue and Reminder of Board of Directors' Meeting on 26 August 2019; Validation of the Minutes of Board of Directors' Meeting on 26 August 2019; BiWeekly Update; Progress Mobile Agency System Update; Employee's Health Insurance Update; and Others. | √ | √ | √ | √ | √ |
| 9 September 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 2 September 2019; Pengesahan Notulen Rapat Direksi 2 September 2019; Audit Report Update; dan Lain-lain. Follow-up Issue and Reminder of Board of Directors' Meeting on 02 September 2019; Validation of the Minutes of Board of Directors' Meeting on 02 September 2019; Audit Report Update; and Others. | √ | √ | √ | √ | X |
| 16 September 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 9 September 2019; Pengesahan Notulen Rapat Direksi 9 September 2019; BiWeekly Update; BSS Financials August 2019 Update; Implementasi Mobile Collection BSS Update; dan Kick off Relay M1 dan M2 project Update. Follow-up Issue and Reminder of Board of Directors' Meeting on 09 September 2019; Validation of the Minutes of Board of Directors' Meeting on 09 September 2019; BiWeekly Update; BSS Financial August 2019 Update; Implementation of Mobile Collection BSS Update; and Kick-Off Relay M1 and M2 Project Update. | √ | X | √ | √ | √ |
| 23 September 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 16 September 2019; Pengesahan Notulen Rapat Direksi 16 September 2019; KSP Sahabat Mitra Sejati Perkembangan Jaringan Kantor Cabang Update; dan Lain-lain. Follow-up Issue and Reminder of Board of Directors' Meeting on 16 September 2019; Validation of the Minutes of Board of Directors' Meeting on 16 September 2019; Update on KSP Sahabat Mitra Sejati's Branch Office's Network Development; and Others. | √ | √ | √ | X | √ |
| 30 September 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 23 September 2019; Pengesahan Notulen Rapat Direksi 23 September 2019; BiWeekly Update; dan Lain-lain. Follow-up Issue and Reminder of Board of Directors' Meeting on 23 September 2019; Validation of the Minutes of Board of Directors' Meeting on 23 September 2019; BiWeekly Update; and Others. | √ | √ | X | X | √ |

| Tanggal Date | Agenda Agenda | Kehadiran Attendance | | | | |
|------------------|--|-------------------------|----|----|-----|-----|
| | | AR | SD | RM | OTT | LLV |
| 7 October 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 30 September 2019; Pengesahan Notulen Rapat Direksi 30 September 2019; Rencana Aksi Keuangan Berkelanjutan; dan Lain-lain. Follow-up Issue and Reminder of Board of Directors' Meeting on 30 September 2019; Validation of the Minutes of Board of Directors' Meeting on 30 September 2019; Sustainable Finance Action Plan; and Others. | √ | √ | √ | - | √ |
| 14 October 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 7 Oktober 2019; Pengesahan Notulen Rapat Direksi 7 Oktober 2019; BiWeekly Update; BSS Financials September 2019; dan Lain-lain. Follow-up Issue and Reminder of Board of Directors' Meeting on 07 October 2019; Validation of the Minutes of Board of Directors' Meeting on 07 October 2019; BiWeekly Update; BSS Financial September 2019; and Others. | √ | √ | √ | - | √ |
| 21 October 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 14 Oktober 2019; Pengesahan Notulen Rapat Direksi 14 Oktober 2019; BOM Strategic Discussion; dan Lain-lain. Follow-up Issue and Reminder of Board of Directors' Meeting on 14 October 2019; Validation of the Minutes of Board of Directors' Meeting on 14 October 2019; BOM Strategic Discussion; and Others. | √ | √ | √ | - | √ |
| 28 October 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 21 Oktober 2019; Pengesahan Notulen Rapat Direksi 21 Oktober 2019; BiWeekly Update; RBB Q3 2019 Realization Update; T24 Capacity Update; Regulation Update; dan Lain-lain. Follow-up Issue and Reminder of Board of Directors' Meeting on 21 October 2019; Validation of the Minutes of Board of Directors' Meeting on 21 October 2019; BiWeekly Update; RBB Q3-2019 Realization Update; T24 Capacity Update; Regulation Update; and Others. | √ | √ | √ | - | √ |
| 4 November 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 28 Oktober 2019; Pengesahan Notulen Rapat Direksi 28 Oktober 2019; National Leadership Conference Update; E-Hak Tanggungan, Regulation Update; dan Lain-lain. Follow-up Issue and Reminder of Board of Directors' Meeting on 28 October 2019; Validation of the Minutes of Board of Directors' Meeting on 28 October 2019; National Leadership Conference Update; E-Mortgage, Regulation Update; and Others. | √ | √ | √ | - | √ |
| 11 November 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 4 November 2019; Pengesahan Notulen Rapat Direksi 4 November 2019; BiWeekly Update; BSS Financial October 2019 Update; dan Lain-lain. Follow-up Issue and Reminder of Board of Directors' Meeting on 04 November 2019; Validation of the Minutes of Board of Directors' Meeting on 04 November 2019; BiWeekly Update; BSS Financial October 2019 Update; and Others. | √ | √ | √ | - | √ |

| Tanggal Date | Agenda Agenda | Kehadiran Attendance | | | | |
|------------------|--|-------------------------|----|----|-----|-----|
| | | AR | SD | RM | OTT | LLV |
| 18 November 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 11 November 2019; Pengesahan Notulen Rapat Direksi 11 November 2019; RBB 2020 Update; dan Lain-lain. | x | x | √ | - | √ |
| 25 November 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder of Board of Directors' Meeting on 11 November 2019; Validation of the Minutes of Board of Directors' Meeting on 11 November 2019; RBB 2020 Update; and Others. | | | | | |
| 25 November 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 18 November 2019; Pengesahan Notulen Rapat Direksi 18 November 2019; BiWeekly Update; dan Lain-lain. | √ | √ | √ | - | x |
| 25 November 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder of Board of Directors' Meeting on 18 November 2019; Validation of the Minutes of Board of Directors' Meeting on 18 November 2019; BiWeekly Update; and Others. | | | | | |
| 2 December 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 25 November 2019; Pengesahan Notulen Rapat Direksi 25 November 2019; BOM Strategic Discussion; dan Lain-lain. | √ | √ | √ | - | x |
| 2 December 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder of Board of Directors' Meeting on 25 November 2019; Validation of the Minutes of Board of Directors' Meeting on 25 November 2019; BOM Strategic Discussion; and Others. | | | | | |
| 16 December 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 2 Desember 2019; Pengesahan Notulen Rapat Direksi 2 Desember 2019; BiWeekly Update; BSS Financial Update November 2019; Audit Otorisasi Jasa Keuangan 2018-2019 Result Update; Regulation Update; dan Lain-lain. | √ | √ | x | - | x |
| 16 December 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder of Board of Directors' Meeting on 02 December 2019; Validation of the Minutes of Board of Directors' Meeting on 02 December 2019; BiWeekly Update; BSS Financial Update November 2019; Financial Services Authority Audit 2018-2019 Result Update; Regulation Update; and Others. | | | | | |
| 23 December 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder Rapat Direksi 16 Desember 2019; Pengesahan Notulen Rapat Direksi 16 Desember 2019; BOM Strategic Discussion; dan Lain-lain. | √ | √ | x | - | x |
| 23 December 2019 | <ul style="list-style-type: none"> Follow-up Issue and Reminder of Board of Directors' Meeting on 16 December 2019; Validation of the Minutes of Board of Directors' Meeting on 16 December 2019; BOM Strategic Discussion; and Others. | | | | | |

Keterangan / Remarks:

| | |
|-----|------------------------|
| AR | : Ali Rukmijah |
| SD | : Setyo Dwitanto |
| RM | : Rudy Mahasin |
| OTT | : Ong Tek Tjan |
| LLV | : Lie Liliana Veronica |

Rapat Gabungan Direksi dengan Dewan Komisaris

Direksi Bank Sahabat Sampoerna menyelenggarakan rapat gabungan dengan Dewan Komisaris untuk menyatukan pandangan dan memutuskan suatu persoalan penting menyangkut kelangsungan usaha dan operasional Bank. Rapat gabungan ini membahas banyak agenda menyangkut rencana kerja, operasional, peluang usaha, serta isu-isu strategis yang memerlukan persetujuan Dewan Komisaris.

Joint Meeting of Board of Directors and Board of Commissioners

The Board of Directors of Bank Sahabat Sampoerna convenes a joint meeting with the Board of Commissioners to integrate their vision and decide on an important issue concerning the Bank's business and operational continuity. These joint meetings discuss various agenda items concerning work plans, operations, business opportunities, and strategic issues that require approval of the Board of Commissioners.

Informasi terkait Direksi dan Dewan Komisaris pada rapat gabungan tahun 2019 diungkapkan dalam tabel berikut.

Information about joint meetings of Board of Directors and Board of Commissioners in 2019 is disclosed in the following table.

| Nama Name | Jabatan Position | Total Rapat Total Number of Meetings | Kehadiran Attendance | Persentase Percentage |
|------------------------------|---|---|-------------------------|--------------------------|
| Budi Setiawan Halim | Komisaris Utama President Commissioner | 10 | 10 | 100.00% |
| Harry Mulyadi Santoso* | Komisaris Commissioner | 10 | 9 | 90.00% |
| Adiwarman Azwar Karim | Komisaris Independen Independent Commissioner | 10 | 10 | 100.00% |
| Khoe Minhari Handikusuma | Komisaris Independen Independent Commissioner | 10 | 10 | 100.00% |
| Ali Rukmijah | Direktur Utama Chief Executive Officer | 10 | 10 | 100.00% |
| Setyo Dwitanto | Direktur Kepatuhan dan Manajemen Risiko Compliance and Risk Management Director | 10 | 8 | 80.00% |
| Rudy Mahasin | Direktur Bisnis Mikro Micro Business Director | 10 | 10 | 100.00% |
| Ong Tek Tjan** | Direktur UKM, Pendanaan, Financial Institutions, dan Jaringan Kantor SME, Funding, Financial Institutions, and Branch Network Director | 10 | 4 | 40.00% |
| Lie Liliana Veronica | Direktur Operasi dan Teknologi Informasi Operations and Information Technology Director | 10 | 9 | 90.00% |
| Rata-rata Average | | | | 88.89% |

* Efektif menjabat sebagai Komisaris sejak tanggal 8 Februari 2019 berdasarkan Akta Pernyataan Keputusan di Luar Rapat Umum Pemegang Saham Luar Biasa No. 12 tanggal 14 Februari 2019. / Effective as Commissioner since 8 February 2019 based on Deed of Circular Resolutions of Extraordinary General Meeting of Shareholders No. 12, dated 14 February 2019.

** Telah mengundurkan diri sesuai Keputusan RUPS Luar Biasa tanggal 30 September 2019 dengan disahkannya Akta Notaris tentang Pernyataan Keputusan di Luar Rapat Umum Pemegang Saham Biasa No. 3 tanggal 3 Oktober 2019. / Has resigned in accordance with the Extraordinary GMS Resolution dated 30 September 2019, which has been validated by Notarial Deed of Circular Resolutions of Extraordinary General Meeting of Shareholders No. 3 dated 3 October 2019.

Informasi terkait tanggal, agenda, dan peserta rapat gabungan Direksi dengan Dewan Komisaris periode 2019 diuraikan dalam tabel berikut ini.

Information on dates, agenda, and participants of joint meetings of Board of Directors and Board of Commissioners in 2019 is described as follows.

| Tanggal Date | Agenda Agenda | Kehadiran Attendance | | | | | | | | |
|-----------------|--|-------------------------|-----|-----|----|----|----|----|-----|-----|
| | | BSH | HMS | AAK | MH | AR | SD | RM | OTT | LLV |
| 21 January 2019 | <ul style="list-style-type: none"> Reminder and Follow-up Issue Rapat Dewan Komisaris dan Direksi - 26 November 2018; Persetujuan Notulen Rapat Dewan Komisaris dan Direksi - 26 November 2018; Laporan Akhir Tahun (Tutup Buku 2018), Paparan Kinerja Keuangan dan RBBR per Posisi Desember 2018; serta Lain-lain. | √ | x | √ | √ | √ | x | √ | √ | √ |
| | <ul style="list-style-type: none"> Reminder and Follow-up on Issue of Board of Commissioners and Board of Directors' Meeting on 26 November 2018; Approval of the Minutes of Board of Commissioners and Board of Directors' Meeting on 26 November 2018; End Year Report (2018 Closing Book), Presentation of Financial Performance and RBBR per December 2018 position; and Others. | | | | | | | | | |

| Tanggal Date | Agenda Agenda | Kehadiran Attendance | | | | | | | | |
|------------------|--|-------------------------|-----|-----|----|----|----|----|-----|-----|
| | | BSH | HMS | AAK | MH | AR | SD | RM | OTT | LLV |
| 21 February 2019 | <ul style="list-style-type: none"> Perkenalan Harry Mulyadi Santoso sebagai Anggota Dewan Komisaris; Reminder and Follow-up Issue Rapat Dewan Komisaris dan Direksi – 25 Januari 2019; Persetujuan Notulen Rapat Dewan Komisaris dan Direksi – 25 Januari 2019; Paparan Kinerja Keuangan & RBBR per Posisi Januari 2019; Lain-lain | √ | √ | √ | √ | √ | √ | √ | x | √ |
| 29 March 2019 | <ul style="list-style-type: none"> Reminder and Follow-up Issue rapat Dewan Komisaris dan Direksi – 21 Februari 2019; Persetujuan Notulen Rapat Dewan Komisaris dan Direksi – 21 Februari 2019; Paparan Kinerja Keuangan dan RBBR per Posisi Februari 2019; Presentasi Performance Portofolio ProBiz SME dan ProBiz Mikro serta Reguler Kredit Mikro Dilihat dari Sisi Bisnis dan Risiko; Presentasi Inisiatif Bisnis Non-Core untuk 1-2 tahun Mendatang; dan Lain-lain. | √ | √ | √ | √ | √ | √ | √ | x | √ |
| 29 April 2019 | <ul style="list-style-type: none"> Reminder and Follow-up Issue Rapat Dewan Komisaris dan Direksi – 29 Maret 2019; Persetujuan Notulen Rapat Dewan Komisaris dan Direksi – 29 Maret 2019; Paparan Kinerja Keuangan dan RBBR per Posisi Maret 2019; Presentasi Analisa Profitabilitas atas Portofolio Kredit yang di Restrukturisasi; serta Lain-lain. | √ | √ | √ | √ | √ | √ | √ | √ | √ |

| Tanggal Date | Agenda Agenda | Kehadiran Attendance | | | | | | | | | |
|-----------------|--|-------------------------|-----|-----|----|----|----|----|-----|-----|--|
| | | BSH | HMS | AAK | MH | AR | SD | RM | OTT | LLV | |
| 20 June 2019 | <ul style="list-style-type: none"> Reminder and Follow-up Issue Rapat Dewan Komisaris dan Direksi – 29 April 2019; Persetujuan Notulen Rapat Dewan Komisaris dan Direksi - 29 April 2019; Paparan Kinerja Keuangan dan RBBR per Posisi Mei 2019; Kesiapan Infrastruktur serta Kapasitas Orang di Cabang Terkait dengan Penyaluran Kredit ProBiz; Performance 4 Nasabah di Financial Institution, yaitu Bukopin Finance, Trihamas, Komida, dan MBK; serta Lain-lain. | | | | | | | | | | |
| | <ul style="list-style-type: none"> Reminder and Follow-up on Issue of Board of Commissioners and Board of Directors' Meeting on 29 April 2019; Approval of the Minutes of Board of Commissioners and Board of Directors' Meeting on 29 April 2019; Presentation of Financial Performance and RBBR per May 2019 position; Infrastructure Readiness and Capacity of Personnel in Branch Offices Related to ProBiz Credit Distribution; Performance of 4 Customers in the Financial Institution, namely Bukopin Finance, Trihamas, Komida, and MBK; and Others. | √ | x | √ | √ | √ | √ | √ | √ | x | |
| 29 July 2019 | <ul style="list-style-type: none"> Reminder and Follow-up Issue Rapat Dewan Komisaris dan Direksi – 20 Juni 2019; Persetujuan Notulen Rapat Dewan Komisaris dan Direksi - 20 Juni 2019; Paparan Kinerja Keuangan dan RBBR per Posisi Juni 2019; serta Lain-lain. | | | | | | | | | | |
| | <ul style="list-style-type: none"> Reminder and Follow-up on Issue of Board of Commissioners and Board of Directors' Meeting on 20 June 2019; Approval of the Minutes of Board of Commissioners and Board of Directors' Meeting on 20 June 2019; Presentation of Financial Performance and RBBR per June 2019 position; Others. | √ | √ | √ | √ | √ | √ | √ | x | √ | |
| 22 August 2019 | <ul style="list-style-type: none"> Reminder and Follow-up Issue Rapat Dewan Komisaris dan Direksi – 29 Juli 2019; Persetujuan Notulen Rapat Dewan Komisaris dan Direksi - 29 Juli 2019; Paparan Kinerja Keuangan per Posisi Juli 2019; serta Lain-lain. | | | | | | | | | | |
| | <ul style="list-style-type: none"> Reminder and Follow-up on Issue of Board of Commissioners and Board of Directors' Meeting on 29 July 2019; Approval of the Minutes of Board of Commissioners and Board of Directors' Meeting on 29 July 2019; Presentation of Financial Performance per July 2019 position; and Others. | √ | √ | √ | √ | √ | √ | √ | √ | √ | |

| Tanggal Date | Agenda Agenda | Kehadiran Attendance | | | | | | | | |
|-------------------|---|-------------------------|-----|-----|----|----|----|----|-----|-----|
| | | BSH | HMS | AAK | MH | AR | SD | RM | OTT | LLV |
| 27 September 2019 | <ul style="list-style-type: none"> • <i>Reminder and Follow-up Issue</i> Rapat Dewan Komisaris dan Direksi – 22 Agustus 2019; • Persetujuan Notulen Rapat Dewan Komisaris dan Direksi – 22 Agustus 2019; • Paparan Kinerja Keuangan per Posisi Agustus 2019; • Performance Kredit Mikro Dilihat dari Sisi Situasi Ekonomi, Industri Bisnis Mikro, Risk Appetite, Core; Competence, Pengaruh Hub and Spoke, serta Kualitas Nasabah; dan • Lain-lain. | | | | | | | | | |
| | <ul style="list-style-type: none"> • <i>Reminder and Follow-up on Issue of Board of Commissioners and Board of Directors' Meeting on 22 August 2019;</i> • <i>Approval of the Minutes of Board of Commissioners and Board of Directors' Meeting on 22 August 2019;</i> • <i>Presentation of Financial Performance per August 2019 position;</i> • <i>Micro Credit Performance from Economic Situation Side, Micro Business Industry, Risk Appetite, Core; Competence, Influence of Hub and Spoke, and Customer Quality; and</i> • <i>Others.</i> | √ | √ | √ | √ | √ | √ | √ | x | √ |
| 16 October 2019 | <ul style="list-style-type: none"> • <i>Reminder and Follow-up Issue</i> Rapat Dewan Komisaris dan Direksi – 27 September 2019; • Persetujuan Notulen Rapat Dewan Komisaris dan Direksi – 27 September 2019; • Paparan Kinerja Keuangan per Posisi September 2019; • Deep Analysis Portfolio Financial Institution; serta • Lain-lain. | | | | | | | | | |
| | <ul style="list-style-type: none"> • <i>Reminder and Follow-up on Issue of Board of Commissioners and Board of Directors' Meeting on 27 September 2019;</i> • <i>Approval of the Minutes of Board of Commissioners and Board of Directors' Meeting on 27 September 2019;</i> • <i>Presentation of Financial Performance per September 2019 position;</i> • <i>Deep Analysis of Financial Institution Portfolio; and</i> • <i>Others.</i> | √ | √ | √ | √ | √ | √ | √ | x | √ |
| 21 November 2019 | <ul style="list-style-type: none"> • <i>Reminder and Follow-up Issue</i> Rapat Dewan Komisaris dan Direksi – 16 Oktober 2019; • Persetujuan Notulen Rapat Dewan Komisaris dan Direksi – 16 Oktober 2019; • Paparan Kinerja Keuangan per Posisi Oktober 2019; serta • Lain-lain. | | | | | | | | | |
| | <ul style="list-style-type: none"> • <i>Reminder and Follow-up on Issue of Board of Commissioners and Board of Directors' Meeting on 16 October 2019;</i> • <i>Approval of the Minutes of Board of Commissioners and Board of Directors' Meeting on 16 October 2019;</i> • <i>Presentation of Financial Performance per October 2019 position; and</i> • <i>Others.</i> | √ | √ | √ | √ | √ | x | √ | x | √ |

Keterangan / Remarks:

BSH : Budi Setiawan Halim

HMS : Harry Mulyadi Santoso

AAK : Adiwarmar Azwar Karim

KMH : Khoe Minhari Handikusuma

AR : Ali Rukmijah

SD : Setyo Dwitanto

RM : Rudy Mahasin

OTT : Ong Tek Tjan

LLV : Lie Liliiana Veronica

Pengembangan Kompetensi

Bank Sahabat Sampoerna memberikan kesempatan kepada Direksi untuk mengikuti berbagai program pengembangan kompetensi yang dapat menunjang pelaksanaan tugas dan tanggung jawabnya dalam mengelola Bank. Program pengembangan kompetensi yang diikuti Direksi pada tahun 2019, yaitu:

Competency Development

Bank Sahabat Sampoerna provides an opportunity to the Board of Directors to participate in various competency development programs that may support the implementation of their duties and responsibilities in managing the Bank. The competence development programs participated by the Board of Directors in 2019 are as follows:

| Nama Name | Jabatan Position | Materi Pengembangan Kompetensi Competence Development Material | Penyelenggara Organizer | Tempat dan Waktu Pelaksanaan Place and Time |
|----------------|---|--|--|--|
| Ali Rukmijah | Direktur Utama Chief Executive Officer | Penilaian Tingkat Kesehatan Bank Berdasarkan Risiko (RBBR) <i>Risk Based Bank Rating (RBBR)</i> | Badan Sertifikasi Manajemen Risiko <i>Risk Management Certification Institution</i> | Jakarta, 21 March 2019 |
| | | Executive Coaching for Board of Management | Bank Sahabat Sampoerna | Jakarta, 7-9 August 2019 |
| | | Leadership Insight | Bank Sahabat Sampoerna | Singapore, 17-19 October 2019 |
| Setyo Dwitanto | Direktur Kepatuhan dan Manajemen Risiko Compliance and Risk Management Director | Sertifikasi Manajemen Risiko Level 5 <i>Risk Management Certification Level 5</i> | GPS & Partners | Jakarta, 25 February 2019 |
| | | Executive Coaching for Board of Management | Bank Sahabat Sampoerna | Jakarta, 7-9 August 2019 |
| | | ASEAN Global Leadership Program: Transforming ASEAN Organizations: Understanding China's Next Move | SRW & Co | Shanghai, 16-20 September 2019 |
| | | High Performance Team Compliance and Risk | Bank Sahabat Sampoerna | Bogor, 24-25 October 2019 |
| | | Leadership Insight | Bank Sahabat Sampoerna | Singapore, 17-19 October 2019 |
| | | Executive Coaching for Senior Management Team | Bank Sahabat Sampoerna | Jakarta, 14 November 2019 |
| Rudy Mahasin | Direktur Bisnis Mikro Micro Business Director | Sertifikasi Manajemen Risiko Level 5 <i>Risk Management Certification Level 5</i> | GPS & Partners | Jakarta, 28 March 2019 |
| | | Executive Coaching for Board of Management | Bank Sahabat Sampoerna | Jakarta, 7-9 August 2019 |
| | | Leadership Insight | Bank Sahabat Sampoerna | Singapore, 17-19 October 2019 |
| | | Executive Coaching for Senior Management Team | Bank Sahabat Sampoerna | Jakarta, 10 December 2019 |
| Ong Tek Tjan* | Direktur UKM, Pendanaan, Financial Institutions, dan Jaringan Kantor SME, Funding, Financial Institutions, and Branch Network Director | Sertifikasi Manajemen Risiko Level 5 <i>Risk Management Certification Level 5</i> | GPS & Partners | Jakarta, 25 February 2019 |
| | | Executive Coaching for Board of Management | Bank Sahabat Sampoerna | Jakarta, 7-9 August 2019 |

| Nama Name | Jabatan Position | Materi Pengembangan Kompetensi Competence Development Material | Penyelenggara Organizer | Tempat dan Waktu Pelaksanaan Place and Time |
|----------------------|--|--|----------------------------|--|
| Lie Liliana Veronica | Direktur Operasi dan Teknologi Informasi Operations and Information Technology Director | Sertifikasi Manajemen Risiko Level 5 <i>Risk Management Certification Level 5</i> | GPS & Partners | Jakarta, 25 February 2019 |
| | | Executive Coaching for Board of Management | Bank Sahabat Sampoerna | Jakarta, 7-9 August 2019 |
| | | Leadership Insight | Bank Sahabat Sampoerna | Singapore, 17-19 October 2019 |
| | | Executive Coaching for Senior Management Team | Bank Sahabat Sampoerna | Jakarta, 26 November 2019 |

* Telah mengundurkan diri sesuai Keputusan RUPS Luar Biasa tanggal 30 September 2019 dengan disahkannya Akta Notaris tentang Pernyataan Keputusan di Luar Rapat Umum Pemegang Saham Biasa No. 3 tanggal 3 Oktober 2019. / Has resigned in accordance with the Extraordinary GMS Resolution dated 30 September 2019, which has been validated by Notarial Deed of Circular Resolutions of Extraordinary General Meeting of Shareholders No. 3 dated 3 October 2019.

Setifikasi Manajemen Risiko

Direksi Bank Sahabat Sampoerna ikut berpartisipasi dalam program sertifikasi manajemen risiko untuk meningkatkan kualitas manajemen risiko dan penerapan GCG di Bank. Program sertifikasi yang diikuti Direksi tahun 2019 diuraikan pada tabel berikut.

Risk Management Certification

Bank Sahabat Sampoerna's Board of Directors participate in the risk management certification program to improve the quality of risk management and GCG implementation in the Bank. The certification programs attended by the Board of Directors in 2019 are described in the following table.

| Nama Name | Jabatan Position | Periode Period | Level Level | Waktu dan Tempat Time and Place | Masa Berlaku Validity Period | Penyelenggara Organizer |
|----------------------|--|---------------------------------|----------------|------------------------------------|---------------------------------|--|
| Ali Rukmijah | Direktur Utama <i>Chief Executive Officer</i> | March 2019- March 2021 | 5 | Jakarta, 21 March 2019 | 21 March 2021 | Badan Sertifikasi Manajemen Risiko <i>Risk Management Certification Institution</i> |
| Setyo Dwitanto | Direktur Kepatuhan dan Manajemen Risiko <i>Compliance and Risk Management Director</i> | February 2019- February 2021 | 5 | Jakarta, 25 February 2019 | 25 February 2021 | GPS & Partners |
| Rudy Mahasin | Direktur Bisnis Mikro <i>Micro Business Director</i> | March 2019- March 2021 | 5 | Jakarta, 30 March 2019 | 30 March 2021 | GPS & Partners |
| Ong Tek Tjan* | Direktur UKM, Pendanaan, <i>Financial Institutions</i> , dan Jaringan Kantor <i>SME, Funding, Financial Institutions, and Branch Network Director</i> | February 2019- February 2021 | 5 | Jakarta, 25 February 2019 | 25 February 2021 | GPS & Partners |
| Lie Liliana Veronica | Direktur Operasi dan Teknologi Informasi <i>Operations and Information Technology Director</i> | February 2019- February 2021 | 5 | Jakarta, 25 February 2019 | 25 February 2021 | GPS & Partners |

* Telah mengundurkan diri sesuai Keputusan RUPS Luar Biasa tanggal 30 September 2019 dengan disahkannya Akta Notaris tentang Pernyataan Keputusan di Luar Rapat Umum Pemegang Saham Biasa No. 3 tanggal 3 Oktober 2019. / Has resigned in accordance with the Extraordinary GMS Resolution dated 30 September 2019, which has been validated by Notarial Deed of Circular Resolutions of Extraordinary General Meeting of Shareholders No. 3 dated 3 October 2019.

Penilaian Kinerja Direksi

Penilaian oleh RUPS

Pelaksanaan tugas dan tanggung jawab Direksi Bank Sahabat Sampoerna dievaluasi oleh Pemegang Saham pada saat RUPS. Penilaian tersebut dilaksanakan sebagai bentuk pertanggungjawaban Direksi terhadap tugasnya dalam pengelolaan Bank.

Performance Assessment of Board of Directors

Assessment by the GMS

The implementation of duties and responsibilities of the Board of Directors of Bank Sahabat Sampoerna is assessed by the Shareholders at the GMS. The assessment is carried out as a form of Board of Directors' accountability towards its duties in managing the Bank.

Penilaian Sendiri

Setiap anggota Direksi wajib melakukan penilaian secara mandiri (*self-assessment*) sesuai Peraturan Otoritas Jasa Keuangan No. 55/POJK.03/2016 dan Surat Edaran Otoritas Jasa Keuangan No. 13/SEOJK.03/2017 perihal Penerapan Tata Kelola Perusahaan bagi Bank Umum.

Hasil Penilaian

Hasil penilaian *self-assessment* GCG Direksi untuk tahun 2019 menunjukkan nilai komposit 1 atau "Sangat Baik". Informasi terkait hasil penilaian tersebut telah dimuat pada penjelasan terkait Hasil *Self-Assessment* GCG dalam Laporan Tahunan ini.

Penilaian Kinerja Organ Pendukung Direksi

Penilaian organ pendukung Direksi dilaksanakan dengan berpedoman pada ketentuan Peraturan Otoritas Jasa Keuangan terkait Penerapan Tata Kelola Perusahaan bagi Bank Umum. Penilai ini dilakukan oleh Satuan Kerja Kepatuhan sebagai bagian dari pelaksanaan *Self-Assessment* GCG Bank.

Berdasarkan hasil penilaian *self-assessment* GCG 2019, organ pendukung Direksi memperoleh nilai komposit 1 atau "Sangat Baik". Informasi terkait hasil penilaian tersebut telah dimuat pada penjelasan terkait Hasil *Self-Assessment* GCG dalam Laporan Tahunan ini.

Mekanisme Pengunduran Diri dan Pemberhentian Direksi

Mekanisme Pengunduran Diri

Anggota Direksi Bank Sahabat Sampoerna berhak mengajukan pengunduran diri dengan ketentuan sebagai berikut.

1. Anggota Direksi dapat mengundurkan diri dari jabatannya sebelum masa jabatannya berakhir;
2. Anggota Direksi yang bersangkutan wajib menyampaikan permohonan pengunduran diri kepada Pemegang Saham melalui mekanisme RUPS; dan
3. Pemegang Saham wajib menyelenggarakan RUPS untuk memutuskan permohonan pengunduran diri anggota Direksi paling lambat 90 hari setelah diterimanya permohonan pengunduran diri.

Mekanisme Pemberhentian

Anggota Direksi dapat diberhentikan sewaktu-waktu dengan ketentuan sebagai berikut.

1. Anggota Direksi dapat diberhentikan untuk sementara oleh Dewan Komisaris dengan menyebutkan alasannya;
2. Pemberhentian sementara anggota Direksi wajib disampaikan secara tertulis;
3. Dewan Komisaris harus menyelenggarakan RUPS untuk mencabut atau menguatkan keputusan pemberhentian sementara;
4. RUPS wajib diselenggarakan dalam jangka waktu paling lambat 90 hari setelah tanggal pemberhentian sementara;

Self-Assessment

Each member of the Board of Directors must carry out self-assessment in accordance with the Financial Services Authority Regulation No. 55/POJK.03/2016 and Financial Services Authority Circular No. 13/SEOJK.03/2017 on Implementation of Corporate Governance for Commercial Banks.

Assessment Results

The Board of Directors' GCG self-assessment results for 2019 show a composite value of 1 or "Very Good". Information of the assessment results has been included in the explanation of GCG Self-Assessment Results of this Annual Report.

Performance Assessment of Board of Directors Supporting Organs

The assessment of the Board of Directors' supporting organs is based on the provisions of the Financial Services Authority Regulations relating to the Implementation of Good Corporate Governance. The assessment is carried out by the Compliance Work Unit as part of the Bank's GCG Self-Assessment implementation.

Based on the 2019 GCG self-assessment results, the Board of Directors' supporting organs obtained a composite value of 1 or "Very Good". Information of the assessment results has been included in the explanation of GCG Self-Assessment Results of this Annual Report.

Mechanism of Resignation and Dismissal of Board of Directors

Resignation Mechanism

Members of the Board of Directors of Bank Sahabat Sampoerna are entitled to submit their resignations under the following conditions.

1. *A member of the Board of Directors may resign from the position before the term of office expires;*
2. *The relevant member of Board of Directors shall submit a request for resignation to the Shareholders through the GMS mechanism; and*
3. *Shareholders must convene a GMS to resolve the resignation proposal of the said member of the Board of Directors in no longer than 90 days after receiving such resignation letter.*

Dismissal Mechanism

Members of Board of Directors may be dismissed at any time under the following provisions.

1. *Member of Board of Directors may be suspended by the Board of Commissioners by stating the reasons;*
2. *Suspension of member of Board of Directors must be submitted in writing;*
3. *The Board of Commissioners must hold a GMS to revoke or affirm the resolution on the suspension;*
4. *The GMS must be convened in no more than 90 days after the temporary suspension date;*

5. Jika dalam waktu yang ditentukan RUPS tidak dapat mengambil keputusan, maka pemberhentian sementara menjadi batal;
6. Anggota Direksi yang diberhentikan sementara tidak berwenang untuk:
 - a. Menjalankan kepengurusan Bank; dan
 - b. Mewakili Bank di dalam maupun di luar pengadilan;
7. Batas kewenangan anggota Direksi berlaku sejak dikeluarkannya keputusan pemberhentian sementara oleh Dewan Komisaris sampai dengan:
 - a. Dikeluarkannya keputusan RUPS yang menguatkan atau membatalkan pemberhentian sementara; dan
 - b. Terlampauinya jangka waktu penyelenggaraan RUPS.

5. *If within the determined time the GMS cannot make any resolution, the suspension will be canceled;*
6. *Suspended member of Board of Directors is not authorized to:*
 - a. *Run the Bank's management; and*
 - b. *Represent the Bank inside and outside the court;*
7. *Limit of authority of the said member of Board of Directors shall enter into force since the issuance of suspension by the Board of Commissioners until:*
 - a. *A GMS resolution is adopted that reinforces or cancels the suspension; and*
 - b. *The duration of the GMS is passed.*

KEBIJAKAN REMUNERASI DEWAN KOMISARIS DAN DIREKSI *Remuneration Policy of Board of Commissioners and Board of Directors*

Bank Sahabat Sampoerna memberikan remunerasi kepada Dewan Komisaris dan Direksi sebagai penghargaan atas profesionalisme serta integritas dalam pengawasan dan pengelolaan Bank. Dewan Komisaris dan Direksi berhak untuk menerima remunerasi yang sepadan dengan tanggung jawab dan pengalaman, pengetahuan, serta keterampilan yang dikontribusikan kepada Bank. Atas dasar tersebut, Bank Sahabat Sampoerna telah menyusun kebijakan remunerasi bagi Dewan Komisaris dan Direksi dengan berpedoman pada peraturan perundang-undangan yang berlaku.

Bank Sahabat Sampoerna provides remuneration to the Board of Commissioners and Board of Directors as an appreciation for professionalism and integrity in supervision and management of the Bank. The Board of Commissioners and Board of Directors are entitled to receive remuneration equivalent to the responsibilities and experience, knowledge and skills contributed to the Bank. On that basis, Bank Sahabat Sampoerna has developed a remuneration policy for the Board of Commissioners and Board of Directors based on the applicable laws and regulations.

Penyusunan kebijakan remunerasi Bank Sahabat Sampoerna dilakukan dengan memperhatikan aspek kompetitif, berlandaskan asas *fairness*, memegang prinsip *pay for performance*, dan berbasis risiko. Terkait hal ini, Bank Sahabat Sampoerna secara berkala melakukan *benchmarking survey* dengan bantuan konsultan independen bereputasi baik.

Bank Sahabat Sampoerna's remuneration policy is prepared with due regard to competitive aspects, based on the principle of fairness, holding the principle of pay for performance, and risk basis. In this regard, Bank Sahabat Sampoerna regularly conducts bench-marking surveys with the assistance of reputable independent consultants.

Dasar dan Ketentuan Remunerasi Bank

Kebijakan remunerasi Bank Sahabat Sampoerna disusun dengan berpedoman pada Peraturan Otoritas Jasa Keuangan No. 45/POJK.03/2015 dan Surat Edaran Otoritas Jasa Keuangan No. 40/SEOJK.03/2016 tentang Penerapan Tata Kelola dalam Pemberian Remunerasi Bank Umum. Berdasarkan ketentuan tersebut, Bank sebagai bagian dari kategori BUKU II, menekankan beberapa aspek dalam pemberian remunerasi, yaitu:

1. Prinsip kehati-hatian dalam pemberian remunerasi berbasis kinerja dan risiko;
2. Penetapan *material risk taker* (MRT) menggunakan:
 - a. Metode kualitatif, yakni sesuai dengan porsi tanggung jawab yang berpengaruh terhadap profil risiko utama, khususnya risiko kredit dan risiko operasional bagi bank yang bergerak di sektor UMKM; dan

Basis and Provisions for Bank Remuneration

Remuneration policy of Bank Sahabat Sampoerna is prepared based on Financial Services Authority Regulation No. 45/POJK.03/2015 and Financial Services Authority Circular No. 40/SEOJK.03/2016 on Implementation of Governance in Providing Remuneration for Commercial Bank. Based on these provisions, the Bank as part of BUKU II category, emphasizes several aspects in providing remuneration, which are:

1. *The prudential principle in providing performance- and risk-based remuneration;*
2. *Establishing material risk taker (MRT) by using:*
 - a. *Qualitative method in accordance with the portion of responsibility that affects the main risk profile, specifically credit risk and operational risk for banks engaged in MSME sector; and*

- b. Metode kuantitatif, yakni melalui perbandingan penerimaan remunerasi yang bersifat variabel antara MRT dan non-MRT dengan tetap mempertimbangkan kinerja dan tingkat risiko jabatan;
3. Pemberian remunerasi yang bersifat variabel memenuhi syarat kewajaran dan sesuai dengan ketentuan yang berlaku, termasuk penerapan syarat pembayaran remunerasi yang bersifat variabel yang ditangguhkan (malus) dan mekanisme penarikan kembali pembayaran remunerasi bersifat variabel yang telah dibayarkan kepada MRT (clawback).

Sejak 2017, penerapan remunerasi Bank Sahabat Sampoerna atas MRT secara kualitatif berlaku bagi seluruh jajaran Direksi dan Board of Management (BOM), sedangkan secara kuantitatif berlaku bagi BOM dan/atau karyawan yang menerima remunerasi bersifat variabel di atas Rp500.000.000,- (gross). Nilai tersebut lebih dari 3 kali gaji di tahun yang bersangkutan. Selain itu, penerapan malus telah ditetapkan sebesar 30% dari remunerasi variabel bagi MRT, dengan pembayaran bertahap untuk 3 tahun masa penangguhan. Akan tetapi, bilamana terjadi kerugian Bank di tahun pembayaran atas kasus fraud yang dilakukan oleh MRT, maka mekanisme pengembalian remunerasi akan diberlakukan.

Prosedur Penetapan Remunerasi Dewan Komisaris dan Direksi

Penetapan remunerasi Dewan Komisaris dan Direksi dilakukan oleh Pemegang Saham melalui mekanisme RUPS dengan mempertimbangkan saran dari Komite Remunerasi dan Nominasi. RUPS juga dapat melimpahkan kewenangan penetapan remunerasi tersebut kepada Dewan Komisaris dengan memperhatikan syarat dan ketentuan yang berlaku. Remunerasi Dewan Komisaris dan Direksi dibagikan melalui prosedur berikut ini.

1. Komite Remunerasi dan Nominasi melakukan kajian remunerasi bagi anggota Dewan Komisaris dan Direksi;
2. Komite Remunerasi dan Nominasi menyusun rekomendasi remunerasi bagi anggota Dewan Komisaris dan Direksi;
3. Komite Remunerasi dan Nominasi mengusulkan kepada Dewan Komisaris, remunerasi bagi anggota Dewan Komisaris dan Direksi;
4. Dewan Komisaris membahas usulan Komite Remunerasi dan Nominasi; dan
5. Dewan Komisaris mengusulkan remunerasi bagi anggota Dewan Komisaris dan Direksi kepada RUPS.

- b. Quantitative method, which is by using comparison of variable remuneration acceptance between MRT and non-MRT while still considering the performance and occupational risk levels;

3. Providing variable remuneration that fulfills reasonable terms and complies with the applicable regulations, including the implementation of deferred variable remuneration payment requirements (malus) and the variable remuneration payment return mechanism that has been paid to the MRT (clawback).

Since 2017, the implementation of Bank Sahabat Sampoerna's remuneration on MRT has qualitatively applied to all levels of the Board of Directors and Board of Management (BOM), whereas quantitatively it has applied to BOM and/or employees who receive variable remuneration above Rp500,000,000 (gross). This value is more than 3 times the salary in the year concerned. In addition, malus implementation has been set at 30% of variable remuneration for MRT, with installment payments for 3 years pending period. However, in the event of a Bank loss in the year of payment for a fraud case committed by MRT, the remuneration return mechanism will be applied.

Procedure to Determine Remuneration of Board of Commissioners and Board of Directors

The remuneration of Board of Commissioners and Board of Directors is determined by the Shareholders through the GMS mechanism by considering the recommendations from the Remuneration and Nomination Committee. The GMS can also delegate the authority to determine the remuneration to the Board of Commissioners by considering the applicable terms and conditions. The remuneration of Board of Commissioners and Board of Directors is distributed through the following procedure.

1. The Remuneration and Nomination Committee studies the remuneration for members of Board of Commissioners and Board of Directors;
2. The Remuneration and Nomination Committee prepares the remuneration for members of Board of Commissioners and Board of Directors;
3. The Remuneration and Nomination Committee proposes to the Board of Commissioners the remuneration for members of Board of Commissioners and Board of Directors;
4. The Board of Commissioners discusses the proposals of the Remuneration and Nomination Committee; and
5. The Board of Commissioners proposes remuneration for members of Board of Commissioners and Board of Directors to the GMS.

Indikator Penetapan Remunerasi Dewan Komisaris dan Direksi

Indikator yang menjadi pertimbangan dalam penetapan remunerasi Dewan Komisaris dan Direksi Bank Sahabat Sampoerna terdiri dari:

1. Tugas, tanggung jawab, dan wewenang masing-masing anggota Dewan Komisaris dan Direksi, serta pemenuhannya;
2. Hasil survey besaran remunerasi di industri perbankan;
3. Skala dan kompleksitas usaha;
4. Kinerja Bank; dan
5. Tingkat kemampuan Bank.

Hubungan antara Remunerasi dengan Kinerja Perusahaan

Dalam rangka mencapai visi perusahaan, Bank Sahabat Sampoerna menetapkan target jangka pendek, menengah, dan panjang. Penetapan target dan peninjauan atas pencapaian target mengikuti proses penilaian kinerja, baik di tingkat unit kerja maupun individu, yang dilaksanakan secara berkelanjutan dalam periode waktu yang telah ditetapkan.

Penilaian kinerja dilakukan dengan menetapkan *key performance indicator* (KPI) di setiap awal tahun periode penilaian serta dievaluasi di akhir tahun periode penilaian. Sementara itu, penghargaan atas kontribusi dan prestasi yang dicapai dalam periode penilaian diwujudkan dalam bentuk pemberian remunerasi yang adil dan objektif, baik berupa remunerasi tetap ataupun variabel. Remunerasi yang bersifat tetap merupakan penghargaan terhadap kompetensi dan tanggung jawab jabatan Dewan Komisaris dan Direksi Bank Sahabat Sampoerna. Remunerasi yang bersifat variabel merupakan penghargaan terhadap tingkat pencapaian kinerja Bank, serta tingkat kontribusi dan prestasi yang dicapai masing-masing Dewan Komisaris dan Direksi Bank Sahabat Sampoerna sesuai dengan Indikator Kinerja Kunci.

Pada tahun 2019, kinerja Bank diindikasikan melalui pendapatan bunga bersih tercatat sebesar Rp664,12 miliar meningkat 34,81% dibandingkan tahun sebelumnya. Selain itu, Bank Sahabat Sampoerna juga memperoleh peringkat SEHAT pada penilaian tingkat kesehatan Bank.

Struktur dan Jumlah Remunerasi Dewan Komisaris dan Direksi

Struktur remunerasi anggota Dewan Komisaris Bank Sahabat Sampoerna terdiri dari honorarium, tunjangan hari raya (THR), serta fasilitas asuransi kesehatan dan BPJS Ketenagakerjaan. Sementara itu, Direksi menerima remunerasi dalam bentuk gaji pokok, THR, subsidi kepemilikan kendaraan, transportasi dan komunikasi, serta fasilitas asuransi kesehatan dan BPJS Kesehatan/Ketenagakerjaan.

Indicator to Determine Remuneration of Board of Commissioners and Board of Directors

Indicators considered in determining the remuneration of Board of Commissioners and Board of Directors of Bank Sahabat Sampoerna are:

1. The duties, responsibilities, and authority of each member of Board of Commissioners and Board of Directors, as well as their fulfillment;
2. The survey results of the remuneration amount in the banking industry;
3. Business scale and complexity;
4. Bank's performance; and
5. Bank's ability level.

Relationship between Remuneration and Company Performance

In order to achieve the Company's vision, Bank Sahabat Sampoerna determines its short-, medium-, and long-term targets. Setting targets and reviewing the target achievement follow the performance assessment process, both at work unit and individual level, which is carried out on an ongoing basis within a predetermined time period.

Performance assessment is carried out by setting key performance indicators (KPI) at the beginning of each year of the evaluation period and evaluated at the end of the year of the assessment period. Meanwhile, awards for contributions and achievements achieved in the assessment period are realized in the form of fair and objective remuneration, either in the form of fixed or variable remuneration. Fixed remuneration is an appreciation of the competencies and responsibilities of the positions of the Board of Commissioners and Board of Directors of Bank Sahabat Sampoerna. Variable remuneration is an appreciation of the Bank's performance achievement level, as well as the level of contributions and achievements achieved by each member of Board of Commissioners and Board of Directors of Bank Sahabat Sampoerna in accordance with the Key Performance Indicators.

In 2019, the Bank's performance was indicated by net interest income, which was recorded at Rp664.12 billion, an increase of 34.81% compared to that of previous year. In addition, Bank Sahabat Sampoerna also received a HEALTHY rating on the Bank's soundness rating.

Remuneration Structure and Amount of Board of Commissioners and Board of Directors

The remuneration structure of Bank Sahabat Sampoerna's Board of Commissioners consists of honorarium, holiday allowance (THR), as well as health insurance facilities and BPJS Employment. Meanwhile, the Board of Directors receives remuneration in the form of basic salary, holiday allowance (THR), subsidized vehicle ownership, transportation and communication, as well as health insurance facilities and BPJS Health/Employment.

Informasi terkait remunerasi Dewan Komisaris dan Direksi tahun 2019 diungkapkan sebagai berikut.

Information of the remuneration of Board of Commissioners and Board of Directors in 2019 is shown as follows.

| Jenis Remunerasi dan Fasilitas Lain Type of Remuneration and Other Facilities | Jumlah Diterima dalam 1 Tahun Amount Received in 1 Year | | | |
|--|--|---------------------------------|-------------------------------|---------------------------------|
| | Dewan Komisaris Board of Commissioners | | Direksi Board of Directors | |
| | Orang Persons | Jutaan Rupiah Million Rupiah | Orang Persons | Jutaan Rupiah Million Rupiah |
| Remunerasi (gaji, bonus, tunjangan rutin, tantiem, dan fasilitas lainnya dalam bentuk non-natura) Remuneration (salary, bonus, routine allowances, tantiem, and other facilities in the form of non natura) | 4 | 3,217 | 5 | 21,942 |
| Fasilitas lain dalam bentuk natura (perumahan, asuransi kesehatan, dan sebagainya) yang: Other facilities in kind (housing, health insurance, etc.) which: | 4 | 208 | 5 | 703 |
| a. Dapat dimiliki / Can be owned | Nihil / None | Nihil / None | Nihil / None | Nihil / None |
| b. Tidak dapat dimiliki / Cannot be owned | Nihil / None | Nihil / None | Nihil / None | Nihil / None |
| Total | 8 | 3,425 | 10 | 32,645 |

| Jumlah Remunerasi Tunai per Orang dalam 1 Tahun* Total Cash Remuneration per Person in 1 Year* | Jumlah Dewan Komisaris Total Board of Commissioners | Jumlah Direksi Total Board of Directors |
|---|--|--|
| Di atas Rp2 miliar Above Rp2 Billion | - | 5 |
| Di atas Rp1 miliar- Rp2 miliar Above Rp1 Billion - Rp2 Billion | 2 | - |
| Di atas Rp500 juta - Rp1 miliar Above Rp500 Million - Rp1 Billion | 2 | - |
| Rp500 juta ke bawah Below Rp500 Million | - | - |

*1) Yang diterima secara tunai / Received in cash

| Remunerasi yang Bersifat Variabel yang Diterima Variable Remuneration Received | Jumlah Diterima dalam 1 Tahun Amount Received in 1 Year | | | | | |
|---|--|---------------------------------|---|---------------------------------|---------------------|---------------------------------|
| | Direksi Board of Directors | | Dewan Komisaris Board of Commissioners | | Pegawai Employee | |
| | Orang Persons | Jutaan Rupiah Million Rupiah | Orang Persons | Jutaan Rupiah Million Rupiah | Orang Persons | Jutaan Rupiah Million Rupiah |
| Total | 5 | 7,766 | 3 | 210 | 680 | 18,602 |

| Rasio Gaji Tertinggi dan Terendah | Rasio 2019 2019 Ratio | Rasio 2018 2018 Ratio | Ratio of Highest and Lowest Salary |
|--|--------------------------|--------------------------|--|
| Rasio gaji karyawan tertinggi dan terendah | 1 : 67.46 | 1 : 75.38 | Ratio of employee's highest and lowest salary |
| Rasio gaji Direksi tertinggi dan terendah | 1 : 2.56 | 1 : 2.56 | Ratio of the Board of Director's highest and lowest salary |
| Rasio gaji Komisaris tertinggi dan terendah | 1 : 3.00 | 1 : 1.67 | Ratio of the Board of Commissioner's highest and lowest salary |
| Rasio gaji Direksi tertinggi dan karyawan terendah | 1 : 132.61 | 1 : 148.18 | Ratio of the Board of Director's highest salary and employee's lowest salary |

| Jumlah Nominal Pesangon yang Dibayarkan per Orang dalam 1 Tahun | Total Pegawai Total Employees | Total Nominal of Severance Pay Per Person in 1 Year |
|---|----------------------------------|---|
| Di atas Rp1 miliar | 1 | Above Rp1 Billion |
| Di atas Rp500 juta-Rp1 miliar | 0 | Above Rp500 Million - Rp1 Billion |
| Di bawah Rp500 juta | 27 | Below Rp500 Million |

| Jabatan Position | Total Saham Dimiliki (Lembar Saham) Total Shares Owned (Number of Shares) | Opsi Saham Stock Option | | | |
|---|--|---|---|--------------------------------------|-----------------------|
| | | Diberikan (Lembar Saham) Given (Number of Shares) | Telah Dieksekusi (Lembar Saham) Executed (Number of Shares) | Harga Opsi (Rp) Option Price (Rp) | Jangka Waktu Tenor |
| Dewan Komisaris Board of Commissioners | Nihil / None | Nihil / None | Nihil / None | Nihil / None | Nihil / None |
| Direktur Director | Nihil / None | Nihil / None | Nihil / None | Nihil / None | Nihil / None |
| Pejabat Eksekutif Executive Officers | Nihil / None | Nihil / None | Nihil / None | Nihil / None | Nihil / None |
| Total | Nihil / None | Nihil / None | Nihil / None | Nihil / None | Nihil / None |

1. Remunerasi yang Bersifat Tetap*) (jutaan Rupiah) Fixed Remuneration*) (million Rupiah)

| | |
|---|--------------|
| a. Tunai Cash | 34,641 |
| b. Saham/instrumen berbasis saham yang diterbitkan Bank Shares/instrument based on shares issued by the Bank | Nihil / None |

2. Remunerasi yang Bersifat Variabel*) (jutaan Rupiah) Variable Remuneration*) (million Rupiah)

| | Tidak Ditangguhkan Not Deferred | Ditangguhkan Deferred |
|---|------------------------------------|--------------------------|
| a. Tunai Cash | 11,394 | 4,824 |
| b. Saham/instrumen berbasis saham yang diterbitkan Bank Shares/instrument based on shares issued by the Bank | Nihil / None | Nihil / None |

*) Hanya untuk MRT / Only for MRT

INFORMASI KUANTITATIF (JUTAAN RUPIAH)

Quantitative Information (million Rupiah)

| Jenis Remunerasi yang Bersifat Variabel* Types of Variable Remuneration* | Total Pengurangan Selama Periode Laporan Total Deduction During the Reporting Period | | | |
|---|---|---|--|-----------------|
| | Sisa yang Masih Ditangguhkan Deferred Balance | Disebabkan Penyesuaian Eksplisit After Explicit Adjustment (A) | Disebabkan Penyesuaian Implisit After Implicit Adjustment (B) | Total (A) + (B) |
| Tunai (dalam jutaan Rupiah) Cash (in million Rupiah) | 4,824 | Nihil / None | Nihil / None | Nihil / None |
| Saham/instrumen berbasis saham yang diterbitkan Bank (dalam lembar saham dan nominasi juta Rupiah yang merupakan konversi dari lembar saham tersebut) Shares/instrument based on shares issued by the Bank (in shares and nominations of million Rupiah which are conversions from these shares) | Nihil / None | Nihil / None | Nihil / None | Nihil / None |

*) Hanya untuk MRT / Only for MRT

ORGAN PENDUKUNG DEWAN KOMISARIS

Board of Commissioners Supporting Organs

Dewan Komisaris melaksanakan pengawasan terhadap kegiatan usaha Bank dibantu oleh komite-komite yang dibentuk berdasarkan peraturan perundang-undangan yang berlaku. Komite tersebut terdiri dari:

1. Komite Audit;
2. Komite Remunerasi dan Nominasi; serta
3. Komite Pemantau Risiko.

Komite Audit

Komite Audit merupakan organ pendukung yang membantu Dewan Komisaris dalam memenuhi tanggung jawabnya sebagai pengawas Bank. Pengawasan yang dilakukan oleh Komite Audit berkaitan dengan efektivitas Sistem Pengendalian Internal, Audit Internal dan Pelaporan Keuangan sehingga Bank dapat dikelola sesuai dengan prinsip-prinsip GCG.

Pedoman Kerja

Bank Sahabat Sampoerna memiliki Piagam Komite Audit yang telah diperbarui dan disetujui oleh Dewan Komisaris pada tanggal 26 Agustus 2019.

Isi piagam tersebut terdiri dari:

1. Tujuan Umum;
2. Fungsi dan Peranan Secara Umum;
3. Tugas dan Tanggung Jawab;
4. Wewenang;
5. Struktur dan Keanggotaan;
6. Persyaratan Keanggotaan;
7. Masa Tugas;
8. Mekanisme Kerja;
9. Waktu Kerja;
10. Rapat Komite;
11. Mekanisme Pengambilan Keputusan Rapat;
12. Risalah Rapat;
13. Pelaporan;
14. Penanganan Pengaduan/Pelaporan Dugaan Pelanggaran Pelaporan Keuangan; dan
15. Penutup.

Tugas dan Tanggung Jawab

Komite Audit Bank Sahabat Sampoerna memiliki tugas dan tanggung jawab sebagai berikut.

1. Berpartisipasi dalam proses memberikan rekomendasi dalam penunjukan Kepala Satuan Kerja Audit Internal (SKAI);
2. Melakukan pemantauan dan evaluasi terhadap pelaksanaan audit oleh kantor akuntan publik (KAP) dengan cara:
 - a. Mengevaluasi kesesuaian pelaksanaan audit oleh KAP dengan standar audit yang berlaku;
 - b. Mengevaluasi kesesuaian Laporan Keuangan dengan Standar Akuntansi Keuangan yang berlaku;

The Board of Commissioners supervise the Bank's business activities assisted by committees established under the applicable laws and regulations. The Committees consist of:

1. *Audit Committee;*
2. *Remuneration and Nomination Committee; and*
3. *Risk Monitoring Committee.*

Audit Committee

Audit Committee is a supporting organ that assists the Board of Commissioners in fulfilling its responsibilities as the Bank's supervisor. Supervision conducted by the Audit Committee is related to the effectiveness of Internal Control System, Internal Audit, and Financial Reporting so that the Bank can be managed in accordance with the GCG principles.

Charter

Bank Sahabat Sampoerna has an Audit Committee Charter which was updated and approved by the Board of Commissioners on 26 August 2019.

The contents of the charter are as follows:

1. *General Purpose;*
2. *Functions and Roles in General;*
3. *Duties and Responsibilities;*
4. *Authority;*
5. *Structure and Composition;*
6. *Membership Requirements;*
7. *Term of Office;*
8. *Work Mechanism;*
9. *Business Hours;*
10. *Committee Meetings;*
11. *Decision Making Mechanism in Meetings;*
12. *Minutes of Meeting;*
13. *Reporting;*
14. *Handling Complaints/Reporting on Alleged Violations of Financial Reporting; and*
15. *Closing.*

Duties and Responsibilities

Bank Sahabat Sampoerna's Audit Committee has the following duties and responsibilities.

1. *Participating in the process of providing recommendations on the appointment of Head of Internal Audit Unit (SKAI);*
2. *Monitoring and evaluating the audits conducted by public accountant firms (KAP) by:*
 - a. *Evaluating the conformity of the audit conducted by KAP with the applicable auditing standards;*
 - b. *Evaluating the conformity of the Financial Statements with the applicable Financial Accounting Standards;*

- c. Memberikan pendapat independen dalam hal terjadi perbedaan pendapat antara manajemen dan KAP atas jasa yang diberikannya;
- d. Memantau pelaksanaan tindak lanjut oleh Direksi atas hasil temuan Satuan Kerja Audit Internal, akuntan publik (AP), dan Pengawas Otoritas Jasa Keuangan;
- e. Memberikan rekomendasi kepada Dewan Komisaris mengenai penunjukan KAP, yang didasarkan pada independensi, ruang lingkup penugasan, dan biaya untuk disampaikan kepada Dewan Komisaris;
- f. Melakukan evaluasi terhadap pelaksanaan pemberian jasa audit atas informasi keuangan historis tahunan oleh AP dan/atau KAP kepada Dewan Komisaris yang mencakup kesesuaian pelaksanaan audit dengan standar audit yang berlaku, kecukupan waktu pekerjaan lapangan, pengkajian cakupan jasa yang diberikan dan kecukupan uji petik, serta rekomendasi perbaikan yang diberikan oleh AP dan/atau KAP;
- g. Menelaah dan memberikan saran kepada Dewan Komisaris terkait dengan adanya potensi benturan kepentingan;
- h. Melakukan penelaahan dan pemantauan atas implementasi GCG yang efektif dan berkelanjutan;
- i. Menjaga kerahasiaan dokumen, data, dan informasi Bank;
- j. Menjalankan tugas-tugas lain yang relevan dengan fungsi Komite Audit dan penugasan dari Dewan Komisaris, termasuk namun tidak terbatas pada penyelenggaraan rapat Komite Audit;
- k. Memberikan rekomendasi usulan penunjukan AP dan/atau KAP yang diajukan oleh dewan komisaris apabila RUPS telah mendelegasikan kewenangan penunjukan AP dan/atau KAP kepada Dewan Komisaris;
- l. Memantau dan mengevaluasi pelaksanaan tugas SKAI, antara lain :
- 1) Melakukan pemantauan dan mengkaji efektivitas pelaksanaan audit internal Bank;
 - 2) Melakukan evaluasi kinerja SKAI terhadap pelaksanaan audit tahunan;
 - 3) Memastikan SKAI melakukan komunikasi dengan Direksi, Dewan Komisaris, auditor eksternal, dan Otoritas Jasa Keuangan;
 - 4) Memastikan SKAI bekerja secara independen;
 - 5) Memberikan rekomendasi kepada Dewan Komisaris terkait penyusunan rencana audit, ruang lingkup, dan anggaran SKAI;
- 6) Meninjau laporan audit dan memastikan Direksi mengambil tindakan perbaikan yang diperlukan secara cepat untuk mengatasi kelemahan pengendalian, *fraud*, masalah kepatuhan terhadap kebijakan, undang-undang, dan peraturan, atau masalah lain yang diidentifikasi dan dilaporkan oleh SKAI;
- c. *Providing independent opinion in the event of dissenting opinion between the Management and the Public Accountant Firm upon the services provided;*
- d. *Supervising the follow up execution by the Board of Directors on findings by the Internal Audit Unit, Public Accountant, and Financial Services Authority Supervisor;*
- e. *Providing recommendation to the Board of Commissioners on the appointment of public accountant firm based on independence, assignment scope, and fee to be delivered to the Board of Commissioners;*
- f. *Evaluating the provision of audit services on annual historical financial information by the AP and/or KAP to the Board of Commissioners including the conformity of the audit with the applicable auditing standards, the adequacy of fieldwork time, the assessment of scope of services provided, and the adequacy of sampling test, as well as the recommendations for improvement given by AP and/or KAP;*
- g. *Reviewing and providing suggestions to the Board of Commissioners related to potential conflict of interest;*
- h. *Reviewing and monitoring the implementation of effective and sustainable GCG;*
- i. *Maintaining confidentiality of document, data, and information of the Bank;*
- j. *Performing other tasks relevant to Audit Committee functions and assignments from the Board of Commissioners, including but not limited to holding Audit Committee meetings;*
- k. *Providing recommendations for the proposed appointment of AP and/or KAP submitted by the Board of Commissioners if the GMS has delegated the authority to appoint AP and/or KAP to the Board of Commissioners;*
- l. *Monitoring and evaluating the implementation of SKAI's duties, among others:*
- 1) *Monitoring and reviewing the effectiveness of the Bank's internal audit implementation;*
 - 2) *Evaluating SKAI performance for the annual audit implementation;*
 - 3) *Ensuring that SKAI communicates with the Board of Directors, Board of Commissioners, external auditors, and the Financial Services Authority;*
 - 4) *Ensuring SKAI works independently;*
 - 5) *Providing recommendations to the Board of Commissioners regarding the preparation of audit plan, scope, and budget of the Internal Audit Unit (SKAI);*
- 6) *Reviewing the audit report and ensuring that the Board of Directors takes the necessary corrective actions quickly to overcome weaknesses in control, fraud, issues of compliance with policies, laws, and regulations, or other problems identified and reported by SKAI;*

- 7) Memberikan rekomendasi kepada Dewan Komisaris terkait pemberian remunerasi tahunan SKAI secara keseluruhan serta penghargaan kinerja;
- 8) Memastikan SKAI menjunjung tinggi integritas dalam pelaksanaan tugas;
- 9) Memberikan rekomendasi atas Piagam Audit Internal; dan
- 10) Memberikan rekomendasi usulan kepada Dewan Komisaris atas penunjukan pengendali mutu independen dari pihak eksternal untuk melakukan pengkajian ulang terhadap kinerja SKAI.

- 7) *Providing recommendations to the Board of Commissioners regarding SKAI's overall annual remuneration and performance awards;*
- 8) *Ensuring that the Internal Audit Unit (SKAI) upholds integrity in carrying out its duties;*
- 9) *Providing recommendations on Internal Audit Charter; and*
- 10) *Providing recommendations to the Board of Commissioners for the appointment of an independent quality controller from external party to review SKAI's performance.*

Wewenang

Komite Audit Bank Sahabat Sampoerna memiliki wewenang sebagai berikut.

1. Mengakses dokumen, data, informasi Bank tentang karyawan, dana, aset, dan sumber daya Bank yang diperlukan;
2. Berkomunikasi langsung dan/atau memanggil karyawan, manajemen, termasuk Direksi dalam rapat, terkait tugas dan tanggung jawab Komite Audit;
3. Jika diperlukan, melibatkan pihak independen di luar anggota Komite Audit untuk membantu pelaksanaan tugas Komite Audit;
4. Melakukan kewenangan lain yang diberikan oleh Dewan Komisaris; dan
5. Dalam melaksanakan wewenangnya, Komite Audit dapat bekerja sama dengan Satuan Kerja Audit Internal.

Kedudukan Komite Audit

Komite Audit Bank Sahabat Sampoerna berada di bawah koordinasi Dewan Komisaris. Oleh sebab itu, secara struktural bertanggung jawab kepada Dewan Komisaris.

Struktur, Keanggotaan, dan Keahlian

Komposisi anggota Komite Audit setidaknya terdiri dari 3 orang anggota, seorang di antaranya sebagai Komisaris Independen yang merangkap sebagai Ketua Komite Audit, seorang pihak independen yang ahli di bidang keuangan atau akuntansi, dan seorang pihak independen yang ahli di bidang hukum atau perbankan. Berdasarkan ketentuan tersebut, Bank telah mengangkat anggota Komite Audit dengan mengacu pada Surat Keputusan Direksi Bank Sahabat Sampoerna No. Skep.005/BSS/DIR/VIII/2017 tanggal 18 Agustus 2017.

Komposisi Komite Audit Bank Sahabat Sampoerna sampai dengan 31 Desember 2019 terdiri dari:

Authority

Bank Sahabat Sampoerna's Audit Committee has the following authority.

1. *Accessing the Bank's document, data, and information about the Bank's employees, funds, assets, and resources required;*
2. *Communicating directly and/or calling employees, Management, including Board of Directors in meetings, related to the duties and responsibilities of the Audit Committee;*
3. *If necessary, involving independent party aside from the Audit Committee members to assist the duty implementation of the Audit Committee;*
4. *Performing other authority assigned by the Board of Commissioners; and*
5. *In exercising its authority, the Audit Committee can cooperate with the Internal Audit Unit.*

Audit Committee's Position

Bank Sahabat Sampoerna's Audit Committee is under the coordination of the Board of Commissioners. Therefore, structurally it is responsible to the Board of Commissioners.

Structure, Composition, and Expertise

The composition of Audit Committee members consists of at least 3 members, one of those is an Independent Commissioner who concurrently serves as the Chairperson of the Audit Committee, an independent party who is an expert in finance or accounting, and an independent party who is an expert in the field of law or banking. Based on these provisions, the Bank has appointed members of the Audit Committee with reference to Bank Sahabat Sampoerna Decision No. Skep.005/BSS/DIR/VIII/2017 dated 18 August 2017.

The composition of Audit Committee of Bank Sahabat Sampoerna as of 31 December 2019 is as follows:

| Nama Name | Jabatan Position | Akhir Periode Jabatan End of Term of Office |
|-----------------------|-----------------------------|--|
| Adiwarman Azwar Karim | Ketua / <i>Chairman</i> | 19 May 2020 |
| Suhardianto | Anggota / <i>Member</i> | 19 May 2020 |
| Caroline Halim | Anggota / <i>Member</i> | 19 May 2020 |

Profil Komite Audit

Profil Komite Audit Bank Sahabat Sampoerna disajikan pada bab Profil Perusahaan dalam Laporan Tahunan ini.

Independensi

Bank Sahabat Sampoerna menjamin bahwa seluruh anggota Komite Audit mampu menjalankan tugasnya secara independen, menjunjung tinggi kepentingan Bank, dan tidak dapat dipengaruhi oleh pihak manapun. Selain itu, Komite Audit juga bersifat dan bersikap objektif dan profesional, baik dalam penampilan (*in appearance*) maupun dalam kenyataan (*in fact*). Hal tersebut tercermin dalam tabel independensi berikut.

| Aspek Independensi Independence Aspect | Adiwarman Azwar Karim | Suhardianto | Caroline Halim |
|--|--------------------------|-------------|----------------|
| Tidak memiliki hubungan keuangan dengan Dewan Komisaris dan Direksi. <i>Does not have financial relationship with the Board of Commissioners and Board of Directors.</i> | √ | √ | √ |
| Tidak memiliki hubungan kepengurusan dengan Pemegang Saham, Entitas Anak, maupun perusahaan afiliasi. <i>Does not have management relationship with Shareholders, Subsidiaries, and affiliated companies.</i> | √ | √ | √ |
| Tidak memiliki hubungan kepemilikan saham di Bank. <i>Does not have share ownership relationship in the Bank.</i> | √ | √ | √ |
| Tidak memiliki hubungan keluarga dengan Dewan Komisaris, Direksi, dan/atau sesama anggota Komite Audit. <i>Does not have family relationship with the Board of Commissioners, oard of Directors, and/or among members of Audit Committee.</i> | √ | √ | √ |

√ = Aspek terpenuhi / Aspect is complied.

Pelaksanaan Tugas

Pelaksanaan tugas Komite Audit Bank Sahabat Sampoerna sepanjang tahun 2019 diuraikan sebagai berikut.

Profile of the Audit Committee

Profile of the Audit Committee of Bank Sahabat Sampoerna can be seen in the Company Profile chapter of this Annual Report.

Independency

Bank Sahabat Sampoerna guarantees that all members of the Audit Committee are able to perform their duties independently, uphold the interests of the Bank, and cannot be influenced by any party. In addition, the Audit Committee is also objective and professional in both appearance and in fact. This is reflected in the following independence table.

Duty Implementation

The duties of the Audit Committee of Bank Sahabat Sampoerna in 2019 are described as follows.

| Program Kerja Work Program | Pelaksanaan Implementation |
|--|---|
| Memantau dan mengevaluasi pelaksanaan tugas SKAI. <i>Monitoring and evaluating the implementation of SKAI's duties.</i> | <ul style="list-style-type: none"> • Mengevaluasi Piagam Audit Internal; • Mengevaluasi rencana audit tahunan dan anggaran SKAI; • Memastikan tidak ada batasan yang diberlakukan manajemen pada proses audit; • Meminta SKAI untuk melakukan audit khusus terkait kasus penyimpangan terhadap hukum dan peraturan serta <i>fraud</i>; • Memantau pelaksanaan tindak lanjut oleh Direksi atas hasil temuan SKAI dan Otoritas Jasa Keuangan; • Kesesuaian Laporan Keuangan dengan standar akuntansi yang berlaku; dan • Melakukan kunjungan ke salah satu kantor cabang dalam rangka menghadiri <i>exit meeting audit</i> dan cabang koperasi dalam rangka evaluasi dan <i>monitoring asset buy</i>. • <i>Evaluating the Internal Audit Charter;</i> • <i>Evaluating SKAI's annual audit plan and budget;</i> • <i>Ensuring that there are no restrictions imposed by the Management on the audit process;</i> • <i>Requesting SKAI to conduct special audit related to cases of violations of law and regulations as well as fraud;</i> • <i>Monitoring the implementation of follow-up by the Board of Directors on SKAI and the Financial Services Authority's findings;</i> • <i>Conformity of the Financial Statements with the applicable accounting standards; and</i> • <i>Conducting a visit to one of the branch offices in order to attend the audit exit meeting and cooperative branch in the context of evaluating and monitoring asset buy.</i> |

| Program Kerja Work Program | Pelaksanaan Implementation |
|---|--|
| <p>Memantau dan mengevaluasi pelaksanaan tugas kantor akuntan publik (KAP). <i>Monitoring and evaluating the implementation of duties of the public accountant firm (KAP).</i></p> | <ul style="list-style-type: none"> Mendiskusikan rencana audit yang akan dilakukan KAP; Kesesuaian pelaksanaan audit oleh KAP dengan standar audit yang berlaku; Memantau pelaksanaan tindak lanjut oleh Direksi atas hasil temuan KAP; dan KAP dinilai telah menjalankan audit Laporan Keuangan Perseroan dengan efektif dan obyektif. Dalam audit tersebut, tidak terjadi perbedaan pendapat yang material antara Direksi dengan akuntan. <p><i>Discussing the audit plan that will be carried out by KAP;</i> <i>Conformity of the audit conducted by KAP with the applicable auditing standards;</i> <i>Monitoring the implementation of follow-up by the Board of Directors on KAP's findings; and</i> <i>KAP is considered to have conducted audits of the Company's Financial Statements effectively and objectively. Such audit does not have material disagreements between the Board of Directors and the accountants.</i></p> |
| <p>Memberikan rekomendasi kepada Dewan Komisaris mengenai penunjukan kantor akuntan publik (KAP). <i>Providing recommendations to the Board of Commissioners regarding the appointment of public accountant firm (KAP).</i></p> | <p>Merekomendasikan penunjukan KAP untuk melakukan audit Laporan Keuangan tahun 2019 yang didasarkan pada independensi, ruang lingkup penugasan, dan biaya untuk selanjutnya disampaikan kepada Dewan Komisaris. <i>Recommending the appointment of KAP to audit the 2019 Financial Statements based on independence, assignment scope, and costs, which subsequently is submitted to the Board of Commissioners.</i></p> |

Rapat

Rapat Komite Audit Bank Sahabat Sampoerna sebagaimana tercantum dalam Piagam Komite Audit Bank wajib diselenggarakan sekurang-kurangnya 4 kali dalam setahun. Sepanjang tahun 2019, Komite Audit Bank telah mengadakan 10 rapat dengan rincian sebagai berikut.

Meetings

Meetings of Bank Sahabat Sampoerna's Audit Committee as stated in the Bank's Audit Committee Charter must be held at least 4 times a year. In 2019, the Bank's Audit Committee held 10 meetings with details as follows.

| Nama Name | Jabatan Position | Total Rapat Total Number of Meetings | Kehadiran Attendance | Persentase Percentage |
|------------------------------|---------------------|---|-------------------------|--------------------------|
| Adiwarman Azwar Karim | Ketua / Chairman | 10 | 10 | 100.00% |
| Suhardianto | Anggota / Member | 10 | 9 | 90.00% |
| Caroline Halim | Anggota / Member | 10 | 9 | 90.00% |
| Rata-rata Average | | | | 99.33% |

Informasi terkait tanggal, agenda, dan peserta rapat Komite Audit diuraikan dalam tabel berikut ini.

Information on dates, agenda, and participants of Audit Committee's meetings is described as follows.

| Tanggal Date | Agenda Agenda | Kehadiran Attendance | | |
|-----------------|--|-------------------------|---|----|
| | | AAK | S | CH |
| 21 January 2019 | <ul style="list-style-type: none"> Persetujuan Notulen Rapat Komite Audit 26 November 2018; Realisasi <i>Audit vs Plan</i> per Desember 2018; Kinerja Cabang dan Kualitas Aset Produktif per Desember 2018; <i>Follow-up</i> Temuan Otoritas Jasa Keuangan 2018; Pembahasan Ringkasan Pemeriksaan Tahun 2018 oleh SKAI; dan Persetujuan Rencana Kerja Tahun 2019. <p><i>Approval of the Minutes of Audit Committee's Meeting on 26 November 2018;</i> <i>Realization of Audit vs Plan per December 2018;</i> <i>Branch Performance and Quality of Earning Assets per December 2018;</i> <i>Follow-Up of Financial Services Authority's Findings in 2018;</i> <i>Discussion of the 2018 Audit Summary by SKAI; and</i> <i>Approval of the 2019 Work Plan.</i></p> | √ | √ | √ |

| Tanggal Date | Agenda Agenda | Kehadiran Attendance | | |
|------------------|--|-------------------------|---|----|
| | | AAK | S | CH |
| 19 February 2019 | <ul style="list-style-type: none"> Persetujuan Notulen Rapat Komite Audit 21 Januari 2019; Realisasi <i>Audit vs Plan</i> per Januari 2019; Review Peraturan Otoritas Jasa Keuangan 01/2019 - Penerapan Fungsi Audit Intern oleh SKAI; Follow-up Temuan Otoritas Jasa Keuangan 2018; dan Pembahasan Laporan Hasil Pemeriksaan Kantor Cabang Medan oleh SKAI. | √ | √ | √ |
| 15 March 2019 | <ul style="list-style-type: none"> Persetujuan Notulen Rapat Komite Audit 19 Februari 2019; dan Pembahasan Temuan dan Rekomendasi atas Pemeriksaan Laporan Keuangan posisi Desember 2018 oleh KAP RSM Indonesia. | √ | √ | √ |
| 15 April 2019 | <ul style="list-style-type: none"> Persetujuan Notulen Rapat Komite Audit – 15 Maret 2019; Realisasi <i>Audit vs Plan</i> per Maret 2019; Pembahasan temuan pemeriksaan Q1-2019 oleh SKAI; Follow-up Temuan Otoritas Jasa Keuangan 2018; dan Evaluasi terhadap Pelaksanaan Pemberian Jasa Audit oleh AP/KAP Tahun 2018 oleh Komite Audit. | √ | √ | √ |
| 20 May 2019 | <ul style="list-style-type: none"> Persetujuan Notulen Rapat Komite Audit – 15 April 2019; Realisasi <i>Audit vs Plan</i> per April 2019; Follow-up Temuan Otoritas Jasa Keuangan 2018; dan Pembahasan Laporan Hasil Pemeriksaan FI – <i>Fintech</i> Tahap I dan <i>Mobile Banking</i> oleh SKAI. | √ | √ | √ |
| 18 June 2019 | <ul style="list-style-type: none"> Persetujuan Notulen Rapat Komite Audit – 20 Mei 2019; Realisasi <i>Audit vs Plan</i> per Mei 2019; Follow-up Temuan Otoritas Jasa Keuangan 2018; dan Pembahasan Laporan Hasil Pemeriksaan FI – <i>Fintech</i> Tahap 2 oleh SKAI. | √ | x | √ |
| 22 July 2019 | <ul style="list-style-type: none"> Persetujuan Notulen Rapat Komite Audit – 18 Juni 2019; Realisasi <i>Audit vs Plan</i> per Juni 2019; Kinerja Cabang dan Kualitas Aset Produktif per Juni 2019; Follow-up Temuan Otoritas Jasa Keuangan 2018; serta Pembahasan Laporan Publikasi Q2-2019 oleh <i>Finance</i> dan <i>Accounting</i>. | √ | √ | x |
| 22 August 2019 | <ul style="list-style-type: none"> Persetujuan Notulen Rapat Komite Audit 22 Juli 2019; Realisasi <i>Audit vs Plan</i> per Juli 2019; Follow-up Temuan Otoritas Jasa Keuangan 2018; Pembahasan Laporan Hasil Pemeriksaan <i>Asset Buying</i> oleh SKAI; dan Rekomendasi Penunjukan Kantor Akuntan Publik untuk Melakukan Audit Tahun Buku 2019 oleh Komite Audit. | √ | √ | √ |

| Tanggal Date | Agenda Agenda | Kehadiran Attendance | | |
|-------------------|---|-------------------------|---|----|
| | | AAK | S | CH |
| 23 September 2019 | <ul style="list-style-type: none"> • Persetujuan Notulen Rapat Komite Audit 22 Agustus 2019; • Realisasi <i>Audit vs Plan</i> per Agustus 2019; • <i>Follow-up</i> Temuan Otoritas Jasa Keuangan 2018; • Pembahasan Laporan Hasil Pemeriksaan Kantor Cabang Surabaya oleh SKAI; • Melaporkan Kunjungan Komite Audit ke Salah Satu Kantor Cabang (Medan) dalam rangka Menghadiri <i>Exit Meeting Audit</i> dan Cabang Koperasi dalam rangka Evaluasi dan <i>Monitoring Asset Buy</i> (Medan Kota dan Pematang Siantar); serta • Pembahasan Rencana Pemeriksaan Laporan Keuangan Posisi Desember 2019 oleh KAP RSM Indonesia. | √ | √ | √ |
| 19 November 2019 | <ul style="list-style-type: none"> • Persetujuan Notulen Rapat Komite Audit 23 September 2019; • Pembahasan Audit Plan terkait Realisasi Audit vs Plan per Oktober 2019 dan Persetujuan Rencana Kerja Tahun 2020 oleh SKAI; • Pembahasan Pemeriksaan Otoritas Jasa Keuangan terkait Tindak lanjut Pemeriksaan Otoritas Jasa Keuangan Tahun 2018 dan Pemeriksaan Otoritas Jasa Keuangan Tahun 2019 oleh SKAI; serta • Pembahasan Laporan Hasil Pemeriksaan ProBiz oleh SKAI. | √ | √ | √ |

Keterangan / Remarks:

AAK : Adiwarmanto Azwar Karim
S : Suhardianto
CH : Caroline Halim

Rekomendasi

Berikut rekomendasi yang diberikan oleh Komite Audit atas pengawasannya terhadap kegiatan usaha Bank pada tahun 2019.

1. Kredit
 - a. Merealisasikan pencapaian kredit dan laba sesuai Rencana Bisnis Bank yang telah disetujui;
 - b. Memerlukan pemantauan dan tindak lanjut yang lebih ketat, serta memberikan teguran dan/peringatan terhadap cabang-cabang yang masih belum mencapai Rencana Bisnis Bank;
 - c. Menyarankan Bank untuk menurunkan rasio kredit kualitas rendah secara strategis dan berkesinambungan;
 - d. Pertumbuhan ProBiz selalu diimbangi dengan kebijakan dan standar operasional proses (SOP) yang *prudent* serta dilakukan pemantauan yang intensif dan memperhatikan perkembangan industri *property*;
 - e. Penyempurnaan proses kredit, pemantauan dan tindak lanjut atas portofolio *asset buy* yang memberikan kontribusi signifikan terhadap seluruh portofolio Bank;
 - f. Tindak lanjut yang baik dalam penyelesaian kredit kualitas rendah khususnya debitur dalam perhatian khusus, debitur restrukturisasi, dan debitur AYDA; serta
 - g. Peningkatan kompetensi satuan kerja perkreditasi mengacu pada kompetensi model yang tersedia.

Recommendation

Below are the recommendations given by the Audit Committee on its supervision on the Bank's business activities in 2019.

1. Loans
 - a. Realizing the achievement of loans and earnings according to the agreed Bank's Business Plan;
 - b. Requiring stricter monitoring and follow-up, as well as giving warnings and reprimands to branches that have not yet achieved according to the Bank's Business Plan;
 - c. Suggesting the Bank to reduce the low-quality credit ratio strategically and continuously;
 - d. ProBiz growth is always balanced with prudent policies and standard operating procedures (SOP) and intensive monitoring and attention to the development of the property industry;
 - e. Improvement of credit process, monitoring and follow-up of the asset buy portfolio that contributes significantly to the entire Bank portfolio;
 - f. Good follow-up in settling low quality loans, especially debtors with special attention, restructuring debtors, and Foreclosed Assets (AYDA) debtors; and
 - g. Increased competence of the credit work unit that refers to the available competency models.

2. Operasional

- a. Pelaksanaan proses transaksi selalu mengacu pada kebijakan dan SOP yang berlaku dan selalu menerapkan aktivitas kontrol yang cukup untuk meminimalisir risiko yang mungkin terjadi; serta
- b. Memberikan teguran dan/peringatan kepada karyawan yang melakukan kesalahan, termasuk proses yang tidak mengacu pada kebijakan dan SOP, serta atas terjadinya *fraud*.

3. Pemeriksaan KAP Tahun 2018

- a. Tindak lanjut yang baik dalam penyelesaian *Management Letter* tahun 2018; dan
- b. Lebih konservatif dalam pembentukan CKPN dan harus sesuai dengan kondisi debitur.

4. Pemeriksaan KAP Tahun 2019

- a. Memastikan kecukupan pencadangan dan potensi kenaikan NPL apabila dilakukan debitur *downgrade*;
- b. Konsistensi dalam pemantauan proses perpanjangan fasilitas kredit jatuh tempo;
- c. Melakukan kajian atas permasalahan terhadap kredit bermasalah kurang dari 1 tahun khususnya dalam proses penyempurnaan kriteria penentuan debitur *asset buying*; dan
- d. Melakukan kajian atas parameter dan model *forward-looking* atas penerapan PSAK 71 yang digunakan saat ini sudah sesuai.

5. Lain-lain

- a. Melakukan kajian atas temuan baik dari sistem pengendalian internal, Otoritas Jasa Keuangan dan KAP untuk menentukan sumber permasalahannya sehingga dapat dilakukan tindak lanjut agar tidak ditemukan permasalahan atau temuan yang berulang pada pemeriksaan selanjutnya;
- b. Meningkatkan kompetensi Tim Audit Internal melalui program pelatihan yang disesuaikan dengan perkembangan bisnis Bank;
- c. Meningkatkan peranan strategis Direktorat Sumber Daya Manusia dalam menyiapkan model kompetensi sesuai dengan perkembangan Rencana Bisnis Bank dan sumber daya manusia yang handal;
- d. Menyesuaikan Piagam Internal Audit dan Piagam Komite Audit dengan ketentuan Peraturan Otoritas Jasa Keuangan No. 1/POJK.03/2019 tentang Penerapan Fungsi Audit Intern pada Bank Umum; serta
- e. Pemeriksaan audit tahun 2020 fokus pada Jakarta khususnya *asset buy*, *financial institution*, dan ProBiz.

Pengembangan Kompetensi

Komite Audit Bank Sahabat Sampoerna turut berpartisipasi dalam berbagai program pengembangan kompetensi untuk meningkatkan kemampuannya dalam membantu Dewan Komisaris. Informasi terkait pengembangan kompetensi yang diikuti Komite Audit Bank Sahabat Sampoerna tahun 2019 dapat dilihat pada tabel berikut.

2. Operations

- a. *Implementation of transaction process that always refers to the applicable policies and SOP, and always applies sufficient control activities to minimize risks that might occur; and*
- b. *Giving warning and reprimands to employees who make mistakes, including process that does not refer to policies and SOPs, and for fraud.*

3. KAP audit in 2018

- a. *Following-up properly in completing the 2018 Management Letter; and*
- b. *More conservative in establishing LLL and must be in accordance with the debtor's condition.*

4. KAP audit in 2019

- a. *Ensuring the adequacy of reserves and potential NPL increase in the event that debtors are downgraded;*
- b. *Consistency in monitoring the process of extending overdue credit facilities;*
- c. *Reviewing problems of non-performing loans that are less than 1 year, especially in the process of refining the criteria to determine asset buying debtors; and*
- d. *Reviewing parameters and forward-looking model for the implementation of PSAK 71, whether or not it is already appropriate.*

5. Others

- a. *Reviewing the findings of the internal control system, Financial Services Authority, and Public Accountant Firm to determine the source of problem so that further action can be taken that there will be no recurring problems or findings found in subsequent audits;*
- b. *Improving the competence of Internal Audit Team through training programs tailored to the Bank's business development;*
- c. *Enhancing the strategic role of the Directorate of Human Resources in preparing competency models in accordance with the development of the Bank's Business Plan and reliable human resources;*
- d. *Adjusting the Internal Audit Charter and Audit Committee Charter with the provisions of Financial Services Authority Regulation No. 1/POJK.03/2019 on Implementation of Internal Audit Function of Commercial Banks; and*
- e. *Audit examination in 2020 focuses on Jakarta, especially asset buy, financial institution, and ProBiz.*

Competency Development

Bank Sahabat Sampoerna's Audit Committee participated in various competency development programs to improve its ability to assist the Board of Commissioners. Information about competency development that was followed by the Audit Committee of Bank Sahabat Sampoerna in 2019 can be seen in the following table.

| Nama Name | Jabatan Position | Materi Pengembangan Kompetensi Competence Development Material | Penyelenggara Organizer | Tempat dan Waktu Pelaksanaan Place and Time |
|-----------------------|-------------------------|--|----------------------------|---|
| Adiwarman Azwar Karim | Ketua / <i>Chairman</i> | Manajemen Risiko Operasional di Era Digitalisasi Perbankan <i>Operational Risk Management in the Banking Digitalization Era</i> | Bank Sahabat Sampoerna | Jakarta, 5 December 2019 |
| Suhardianto | Anggota / <i>Member</i> | - | - | - |
| Caroline Halim | Anggota / <i>Member</i> | - | - | - |

Evaluasi dan Rekomendasi Komite Audit dalam Penunjukan Kantor Akuntan Publik

Komite Audit Bank Sahabat Sampoerna telah melaksanakan evaluasi terhadap pemberian jasa audit atas informasi keuangan historis tahun 2019 yang dilakukan oleh KAP Amir Abadi Jusuf, Aryanto, Mawar (RSM Indonesia). Hasil audit menunjukkan kesimpulan sebagai berikut.

- Kesesuaian Pelaksanaan dengan Standar Audit yang Berlaku**
AP yang ditunjuk telah melakukan audit sesuai dengan standar profesional, perjanjian kerja, dan ruang lingkup audit.
- Kecukupan Waktu Pekerjaan Lapangan**
AP dan KAP telah menyampaikan hasil audit dan *Management Letter* kepada Bank dengan tepat waktu. Hasil audit telah dikirimkan oleh KAP kepada Otoritas Jasa Keuangan, sedangkan *Management Letter* dilaporkan pada 30 Mei 2020.
- Pengkajian Cakupan Jasa yang Diberikan dan Kecukupan Uji Petik**
 - Surat Edaran Otoritas Jasa Keuangan No. 36/SEOJK.03/2017 tentang Tata Cara Penggunaan Jasa Akuntan Publik dan Kantor Akuntan Publik dalam Kegiatan Jasa Keuangan; dan
 - Hal-hal yang diatur dalam SAK dan Pedoman Akuntansi Perbankan Indonesia (PAPI).
- Rekomendasi Perbaikan yang Diberikan oleh KAP/AP**
Rekomendasi perbaikan yang disampaikan melalui *Management Letter* tahun 2017 dan 2018 telah ditanggapi dan ditindaklanjuti oleh Manajemen Bank.

Komite Audit telah merekomendasikan penggunaan jasa KAP Amir Abadi Jusuf, Aryanto, Mawar (RSM Indonesia) untuk tahun 2019 dengan pertimbangan hal-hal berikut.

- Independensi Kantor Akuntan Publik, Akuntan Publik, dan Tim Audit**
AP, KAP, maupun orang dalam KAP tidak memiliki hubungan terkait baik dengan Bank Sahabat Sampoerna maupun Manajemen Bank. Setiap tim audit yang akan melakukan audit menandatangani surat pernyataan independen dan tidak terdapat konflik kepentingan. Hal ini telah sesuai dengan Surat Edaran Otoritas Jasa Keuangan No. 36/SEOJK.03/2017 terkait dengan independensi AP dan KAP dalam melaksanakan kegiatan jasa keuangan.

Evaluation and Recommendation of Audit Committee in Appointing Public Accountant Firm

Bank Sahabat Sampoerna's Audit Committee has conducted an evaluation of the provision of audit services on the 2019 historical financial information conducted by the Public Accountant Firm Amir Abadi Jusuf, Aryanto, Mawar (RSM Indonesia). The audit results show the following conclusion.

- Compliance with the Implementation of the Applicable Audit Standards**
The appointed AP has conducted an audit in accordance with the professional standards, work agreements, and audit scope.
- Adequacy of Field Work Time**
AP and KAP have submitted the audit results and Management Letter to the Bank in a timely manner. The audit results were sent by KAP to the Financial Services Authority, while the Management Letter was reported on 30 May 2020.
- Review of Coverage of Services Provided and Adequacy of Sampling Test**
 - Financial Services Authority Circular No. 36/SEOJK.03/2017 on the Procedure of Use of Public Accountant and Public Accountant Firm Services in Financial Services Activities; and*
 - Matters regulated in Financial Accounting Standards (SAK) and Indonesian Banking Accounting Guidelines (PAPI).*
- Improvement Recommendations Provided by KAP/AP**
Recommendations for improvement submitted through the Management Letter in 2017 and 2018 have been responded to and followed up by the Bank's Management.

The Audit Committee has recommended the use of services of KAP Amir Abadi Jusuf, Aryanto, Mawar (RSM Indonesia) for 2019 under the following considerations.

- Independence of Public Accountant Firm, Public Accountant, and Audit Team**
AP, KAP, and KAP personnel do not have a related relationship either with Bank Sahabat Sampoerna or the Bank's Management. Each audit team that will conduct the audit signs an independent statement and there is no conflict of interest. This is in accordance with Financial Services Authority Circular No. 36/SEOJK.03/2017 related to the independence of AP and KAP in carrying out financial service activities.

- b. Ruang Lingkup Audit
 Sesuai dengan dengan standar audit yang berlaku dan Surat Edaran Otoritas Jasa Keuangan No. 36/SEOJK.03/2017 terkait dengan ruang lingkup audit yang akan dijadikan acuan untuk ruang lingkup pemeriksaan eksternal auditor pada *Engagement Letter* untuk tahun buku 2019, termasuk validasi penerapan PSAK 71 yang akan berlaku efektif mulai 1 Januari 2020.
- c. Imbalan Jasa Audit
 1) Biaya untuk pelaksanaan audit tahun 2019 adalah sebesar Rp430.000.000,- belum termasuk PPN 10%; dan
 2) Biaya pelaksanaan validasi atas penerapan PSAK 71 adalah sebesar Rp150.000.000,- belum termasuk PPN 10%.
- d. Keahlian dan Pengalaman Kantor Akuntan Publik, Akuntan Publik, dan Tim Audit
 1) KAP Amir Abadi Jusuf, Aryanto, Mawar (RSM Indonesia) memiliki keahlian dan pengalaman serta independen dan profesional dalam setiap penugasan dan memahami Standar Akuntansi Keuangan (SAK) terbaru sebagai konvergensi terhadap *International Financial Reporting Standard* (IFRS). Selain itu, KAP tersebut memiliki pengalaman untuk audit di bidang perbankan. Klien perbankan KAP meliputi PT Bank Nobu Tbk, BPD Jateng, BPD DKI;
 2) KAP Amir Abadi Jusuf, Aryanto, Mawar (RSM Indonesia) terdaftar sebagai Kantor Akuntan di Bank Indonesia dan Otoritas Jasa Keuangan dengan nomor pendaftaran 336; dan
 3) AP yang bertanggung jawab untuk penugasan audit tahun 2019 adalah Dedy Sukrisnadi dan telah terdaftar di Bank Indonesia sebagai auditor perbankan sejak tahun 2009.
5. Metodologi, Teknik, dan Sarana Audit yang Digunakan
 KAP Amir Abadi Jusuf, Aryanto, Mawar (RSM Indonesia) melakukan beberapa prosedur dalam hal pemeriksaan akun-akun yang signifikan antara lain:
 a. *Vouching*;
 b. Observasi fisik aset tetap yang didukung dokumentasi berupa berita acara pemeriksaan (BAP); serta
 c. Surat konfirmasi kepada pihak ketiga (debitur, bank lain, dan Bank Indonesia) berdasarkan sampel yang dihitung berdasarkan metodologi audit KAP.
6. Manfaat *Fresh Eye Perspectives* yang akan Diperoleh Melalui Penggantian Kantor Akuntan Publik, Akuntan Publik, dan Tim Audit
 Pada tahun 2019, Bank tidak melakukan pergantian KAP, AP, dan Tim Audit. Bank masih bekerja sama dengan Dedy Sukrisnadi sebagai akuntan publik. Pergantian hanya dilakukan pada tahun 2017, dimana hal tersebut diharapkan dapat menjadi bagian dari pemenuhan adanya perspektif baru dalam pelaksanaan audit.
- b. *Audit Scope*
In accordance with the applicable auditing standards and Financial Services Authority Circular No. 36/SEOJK.03/2017 related to the audit scope, which will be used as a reference for the auditor's external audit scope in the Engagement Letter for the 2019 fiscal year, including validation of the implementation of PSAK 71, which will be effective starting 1 January 2020.
- c. *Audit Services Fee*
 1) *The cost for conducting the 2019 audit is Rp.430,000,000, excluding 10% VAT; and*
 2) *The cost of implementing the validation of implementation of PSAK 71 is Rp150,000,000, excluding 10% VAT.*
- d. *Expertise and Experience of Public Accountant Firm, Public Accountant, and Audit Team*
 1) *KAP Amir Abadi Jusuf, Aryanto, Mawar (RSM Indonesia) has expertise and experience as well as is independent and professional in every assignment and understands the latest Financial Accounting Standards (SAK) as a convergence of the International Financial Reporting Standard (IFRS). In addition, the KAP has experience in auditing in the banking sector. KAP's banking clients include PT Bank Nobu Tbk, BPD of Central Java, BPD of DKI;*
 2) *KAP Amir Abadi Jusuf, Aryanto, Mawar (RSM Indonesia) is registered as an Accountant Firm at Bank Indonesia and Financial Services Authority with registration number 336; and*
 3) *The AP who is responsible for the 2019 audit assignments is Dedy Sukrisnadi and has been registered with Bank Indonesia as a banking auditor since 2009.*
5. *Methodology, Technique, and Facilities of Audit Used*
KAP Amir Abadi Jusuf, Aryanto, Mawar (RSM Indonesia) conducts several procedures in terms of checking significant accounts, among others:
 a. *Vouching;*
 b. *Physical observation of fixed assets, which is supported by documentation in the form of inspection report (BAP); and*
 c. *Confirmation letters to third parties (debtors, other banks, and Bank Indonesia) based on a sample calculated based on KAP audit methodology.*
6. *Benefit of Fresh Eye Perspective Obtained Through Replacement of Public Accountant Firm, Public Accountant, and Audit Team*
In 2019, the Bank did not replace KAP, AP, and the Audit Team. The Bank is still working with Dedy Sukrisnadi as a public accountant. Succession was only carried out in 2017, where it was expected to be part of meeting the new perspective in conducting audits.

Mekanisme Pengangkatan dan Pemberhentian Ketua Komite Audit

Ketua Komite Audit diangkat dan diberhentikan oleh Dewan Komisaris. Ketua Komite Audit terpilih merupakan seorang Komisaris Independen yang telah memenuhi persyaratan sebagai ketua. Pemberhentian Ketua Komite dilakukan jika masa tugasnya telah selesai.

Komite Remunerasi dan Nominasi

Komite Remunerasi dan Nominasi dibentuk Bank Sahabat Sampoerna untuk membantu Dewan Komisaris menjalankan fungsi remunerasi dan nominasi sesuai dengan ketentuan dan prinsip-prinsip GCG. Komite Remunerasi dan Nominasi Bank Sahabat Sampoerna menjalankan fungsi remunerasi dan nominasi bagi anggota Dewan Komisaris, Direksi, anggota organ pendukung Dewan Komisaris, serta kerangka remunerasi dan nominasi bagi Pejabat Eksekutif dan karyawan secara keseluruhan.

Pedoman Kerja

Tugas dan tanggung jawab Komite Remunerasi dan Nominasi Bank Sahabat Sampoerna tercantum dalam Piagam Komite Remunerasi dan Nominasi. Piagam tersebut telah diperbaharui dan disetujui oleh Dewan Komisaris serta Komite Remunerasi dan Nominasi pada tanggal 1 April 2016.

Isi Piagam Komite Remunerasi dan Nominasi Bank Sahabat Sampoerna, meliputi:

1. Tujuan;
2. Referensi;
3. Fungsi dan Peranan Secara Umum;
4. Tugas dan Tanggung Jawab;
5. Wewenang;
6. Struktur dan Keanggotaan;
7. Masa Tugas;
8. Waktu Kerja;
9. Mekanisme Kerja;
10. Mekanisme Pengambilan Keputusan Rapat;
11. Risalah Rapat;
12. Pelaporan; dan
13. Penutup.

Tugas dan Tanggung Jawab

1. Terkait dengan kebijakan remunerasi, Komite wajib:
 - a. Melakukan pengawasan independen terhadap penerapan Kebijakan Remunerasi;
 - b. Memastikan bahwa Kebijakan Remunerasi telah sesuai dengan ketentuan yang berlaku;
 - c. Berkoordinasi dengan Satuan Kerja Manajemen Risiko dalam menetapkan Kebijakan;
 - d. Terkait remunerasi yang bersifat variabel, Komite melakukan evaluasi secara berkala terhadap prinsip dan/atau Kebijakan Remunerasi dan Nominasi, serta pelaksanaannya;
 - e. Menyampaikan hasil evaluasi dan rekomendasi kepada Dewan Komisaris mengenai:

Mechanism of Appointment and Dismissal of Audit Committee Chairperson

Chairman of Audit Committee is appointed and dismissed by the Board of Commissioners. The appointed Chairman of Audit Committee is an Independent Commissioner who has fulfilled the requirements to be a chairperson. Committee Chair is dismissed if the term of office ends.

Remuneration and Nomination Committee

The Remuneration and Nomination Committee was established by Bank Sahabat Sampoerna to assist the Board of Commissioners in performing the remuneration and nomination functions in accordance with the provisions and GCG principles. Bank Sahabat Sampoerna's Remuneration and Nomination Committee carries out the remuneration and nomination functions for members of Board of Commissioners, Board of Directors, Board of Commissioners' supporting organs, as well as the remuneration and nomination framework for Executive Officers and employees as a whole.

Charter

The duties and responsibilities of Bank Sahabat Sampoerna's Remuneration and Nomination Committee are listed in the Remuneration and Nomination Committee Charter. The charter was updated and approved by the Board of Commissioners and the Remuneration and Nomination Committee on 1 April 2016.

The contents of the Remuneration and Nomination Committee Charter of Bank Sahabat Sampoerna, include:

1. Objectives;
2. Reference;
3. Functions and Roles in General;
4. Duties and Responsibilities;
5. Authority;
6. Structure and Composition;
7. Term of Office;
8. Business Hours;
9. Work Mechanism;
10. Decision Making Mechanism in Meetings;
11. Minutes of Meeting;
12. Reporting; and
13. Closing.

Duties and Responsibilities

1. *Related to remuneration policies, the Committee must:*
 - a. *Evaluate the independent monitoring on the implementation of Remuneration Policy;*
 - b. *Ensure that the Remuneration Policy has already complied with the applicable provisions;*
 - c. *Coordinate with the Risk Management Unit in establishing Policies;*
 - d. *With regard to variable remuneration, the Committee conducts periodic evaluations of the Remuneration and Nomination principles and/or policies, and their implementation;*
 - e. *Submit the evaluation result and recommendations to the Board of Commissioners on:*

- 1) Kebijakan Remunerasi bagi Dewan Komisaris dan Direksi untuk disampaikan kepada RUPS; dan
 - 2) Kebijakan Remunerasi bagi Pejabat Eksekutif dan Pegawai secara keseluruhan untuk disampaikan kepada Direksi.
- f. Dalam menjalankan tugas dan tanggung jawab terkait Kebijakan Remunerasi, sekurang-kurangnya anggota Komite Remunerasi dan Nominasi wajib memperhatikan:
- 1) Kinerja keuangan dan pemenuhan cadangan sebagaimana diatur dalam peraturan perundang-undangan yang berlaku;
 - 2) Prestasi kerja individual;
 - 3) Kewajaran dengan *peer group*; dan
 - 4) Pertimbangan saran dan strategi jangka panjang Bank.
2. Terkait dengan kebijakan nominasi, Komite wajib:
- a. Melakukan evaluasi terhadap prinsip dan/atau kebijakan promosi jabatan dan/atau nominasi serta pelaksanaannya, pada posisi strategis setingkat Direktur dan 1 level di bawah Direktur;
 - b. Melakukan evaluasi berkala terhadap penerapan kebijakan promosi jabatan Bank, sebagaimana dimaksud pada poin 1;
 - c. Menyusun dan merekomendasikan sistem dan prosedur pemilihan dan/atau penggantian anggota Dewan Komisaris dan Direksi kepada Dewan Komisaris untuk disampaikan kepada RUPS;
 - d. Memberikan rekomendasi mengenai calon anggota Dewan Komisaris dan/atau Direksi kepada Dewan Komisaris untuk disampaikan kepada RUPS; dan
 - e. Memberikan rekomendasi mengenai pihak independen yang akan menjadi anggota Komite Audit maupun Komite Pemantau Risiko kepada Dewan Komisaris.
3. Terkait dengan tugas dan tanggung jawabnya, Komite Remunerasi dan Nominasi wajib:
- a. Menyusun pedoman dan tata tertib komite;
 - b. Melaksanakan tugas lain yang diberikan Dewan Komisaris terkait remunerasi dan nominasi sesuai ketentuan yang berlaku; dan
 - c. Melaporkan hasil pengkajian dan rekomendasi sehubungan tugas-tugas Komite Remunerasi dan Nominasi kepada Dewan Komisaris, apabila diperlukan.

Wewenang

Komite Remunerasi dan Nominasi Bank Sahabat Sampoerna memiliki wewenang untuk:

1. Mengakses dokumen, data, dan informasi Bank Sahabat Sampoerna yang diperlukan;
2. Melakukan komunikasi secara langsung dengan karyawan, Direksi, dan pihak-pihak lain sesuai kebutuhan;
3. Melaksanakan kewenangan lain yang diberikan oleh Dewan Komisaris; dan
4. Melakukan kerja sama dengan Divisi Sumber Daya Manusia.

- 1) *Remuneration policy for Board of Commissioners and Board of Directors to be delivered to the GMS; and*
- 2) *Remuneration policy for Executive Officers and Employees in overall to be delivered to the Board of Directors.*

f. *In performing the duties and responsibilities related to the Remuneration Policy, at least members of the Remuneration and Nomination Committee must pay attention to:*

- 1) *Financial performance and fulfillment of the reserve as stipulated in the applicable laws and regulations;*
- 2) *Individual work achievement;*
- 3) *Reasonableness with peer group; and*
- 4) *Consideration of the Bank's suggestions and long-term strategies.*

2. *Related to nomination policy, the Committee must:*

- a. *Evaluate the principles and/or policies for promotion of positions and/or nominations and their implementation in strategic positions at Director level and 1 level below Director;*
- b. *Conduct periodic evaluations of the application of the Bank's position promotion policy, as referred to in point 1;*
- c. *Prepare and recommend the system and procedure of selection and/or replacement of members of Board of Commissioners and Board of Directors to the Board of Commissioners to be delivered to the GMS;*
- d. *Provide recommendation of candidates for Board of Commissioners and/or Board of Directors to the Board of Commissioners to be delivered to the GMS; and*
- e. *Provide recommendations concerning Independent Party who will be member of Audit Committee or Risk Monitoring Committee to the Board of Commissioners.*

3. *In relation to their duties and responsibilities, the Remuneration and Nomination Committee must:*

- a. *Prepare committee guidelines and rules;*
- b. *Perform other duties given by the Board of Commissioners related to remuneration and nominations in accordance with the applicable regulations; and*
- c. *Report the review results and recommendations on duties of the Remuneration and Nomination Committee to the Board of Commissioners, if necessary.*

Authority

Bank Sahabat Sampoerna's Remuneration and Nomination Committee has the authority to:

1. *Access the required documents, data, and information from Bank Sahabat Sampoerna;*
2. *Communicate directly with employees, Board of Directors, and other parties as needed;*
3. *Perform other authority assigned by the Board of Commissioners; and*
4. *Cooperate with the Human Resources Division.*

Kedudukan Komite Remunerasi dan Nominasi

Komite Remunerasi dan Nominasi Bank Sahabat Sampoerna berada di bawah koordinasi Dewan Komisaris. Maka dari itu, secara struktural bertanggung jawab kepada Dewan Komisaris.

Struktur dan Keanggotaan

Sesuai ketentuan Bank Indonesia dan Otoritas Jasa Keuangan, komposisi Komite Remunerasi dan Nominasi paling sedikit terdiri dari seorang Komisaris Independen, seorang Komisaris, dan seorang Pejabat Eksekutif yang membawahi Divisi Sumber Daya Manusia atau seorang perwakilan karyawan. Oleh karena itu, Bank telah menetapkan komposisi Komite Remunerasi dan Nominasi melalui Memorandum Penetapan Anggota Baru dan Penggantian Anggota Komite Pembantu Dewan Komisaris No. 018/IM/KOM/BSS/V/2017 tanggal 18 Mei 2017. Berdasarkan Memorandum tersebut, komposisi Komite Remunerasi dan Nominasi Bank Sahabat Sampoerna terdiri dari:

| Nama Name | Jabatan Position | Akhir Periode Jabatan End of Term of Office |
|--------------------------|---------------------|--|
| Adiwarman Azwar Karim | Ketua / Chairman | 19 May 2020 |
| Budi Setiawan Halim | Anggota / Member | 19 May 2020 |
| Adriana Riani Novitasari | Anggota / Member | 19 May 2020 |

Profil Komite Remunerasi dan Nominasi

Profil Komite Remunerasi dan Nominasi Bank Sahabat Sampoerna dapat dilihat pada bab Profil Perusahaan dalam Laporan Tahunan ini.

Independensi

Bank Sahabat Sampoerna menjamin bahwa seluruh anggota Komite Remunerasi dan Nominasi mampu menjalankan tugasnya secara independen, menjunjung tinggi kepentingan Bank, dan tidak dapat dipengaruhi oleh pihak manapun. Selain itu, Komite Remunerasi dan Nominasi juga bersifat serta bersikap objektif dan profesional, baik dalam penampilan (*in appearance*) maupun dalam kenyataan (*in fact*). Hal ini tercermin dalam tabel independensi berikut.

| Aspek Independensi Independence Aspect | Adiwarman Azwar Karim | Budi Setiawan Halim | Adriana Riani Novitasari |
|--|--------------------------|--|-----------------------------|
| Tidak memiliki hubungan keuangan dengan Dewan Komisaris dan Direksi. <i>Does not have financial relationship with the Board of Commissioners and Board of Directors.</i> | ✓ | ✓ | ✓ |
| Tidak memiliki hubungan kepengurusan dengan Pemegang Saham, Entitas Anak, maupun perusahaan afiliasi. <i>Does not have management relationship with Shareholders, Subsidiaries, and affiliated companies.</i> | ✓ | x Komisaris Utama adalah perwakilan dari Pemegang Saham President Commissioner is the representative of Shareholders | ✓ |
| Tidak memiliki hubungan kepemilikan saham di Bank. <i>Does not have share ownership relationship in the Bank.</i> | ✓ | ✓ | ✓ |
| Tidak memiliki hubungan keluarga dengan Dewan Komisaris, Direksi, dan/atau sesama anggota Komite Remunerasi dan Nominasi. <i>Does not have family relationship with Board of Commissioners, Board of Directors, and/or among members of Remuneration and Nomination Committee</i> | ✓ | ✓ | ✓ |

✓ = Aspek terpenuhi / Aspect is complied

X = Aspek tidak terpenuhi / Aspect is not complied

Remuneration and Nomination Committee's Position

Bank Sahabat Sampoerna's Remuneration and Nomination Committee is under the coordination of the Board of Commissioners. Therefore, structurally the committee is responsible to the Board of Commissioners.

Structure and Composition

In accordance with Bank Indonesia and Financial Services Authority regulations, the composition of the Remuneration and Nomination Committee consists of at least one Independent Commissioner, a Commissioner, and an Executive Officer in charge of the Human Resources Division or an employee representative. Therefore, the Bank has determined the composition of the Remuneration and Nomination Committee through Memorandum of Appointing New Members and Replacement of Members of Supporting Committee to the Board of Commissioners No. 018/IM/KOM/BSS/V/2017 dated 18 May 2017. Based on this memorandum, the composition of Bank Sahabat Sampoerna's Remuneration and Nomination Committee is as follows:

Remuneration and Nomination Committee Profile

Profile of the Remuneration and Nomination Committee of Bank Sahabat Sampoerna can be seen in the Company Profile Chapter of this Annual Report.

Independency

Bank Sahabat Sampoerna guarantees that all members of the Remuneration and Nomination Committee are able to perform their duties independently, uphold the interests of the Bank, and cannot be influenced by any party. In addition, the Remuneration and Nomination Committee is also objective and professional in both appearance and in fact. This is reflected in the following independence table.

Pelaksanaan Tugas

Pelaksanaan tugas Komite Remunerasi dan Nominasi Bank Sahabat Sampoerna sepanjang tahun 2019 diuraikan sebagai berikut.

Duty Implementation

The duties of the Remuneration and Nomination Committee of Bank Sahabat Sampoerna in 2019 are described as follows.

| Program Kerja Work Program | Pelaksanaan Implementation |
|---|---|
| Terkait Remunerasi Related to Remuneration | <ul style="list-style-type: none"> • Penilaian kinerja tahun 2018; • Penetapan remunerasi yang bersifat tetap dan variabel karyawan; dan • Pembaruan KPI untuk Fungsi Sales. |
| Terkait Nominasi Related to Nomination | <p>Pengangkatan Harry Mulyadi Santoso sebagai Komisaris dan Pengunduran diri Ong Tek Tjan sebagai Direktur Bank Sahabat Sampoerna.</p> <p>Appointment of Harry Mulyadi Santoso as a Commissioner and Resignation of Ong Tek Tjan as a Director of Bank Sahabat Sampoerna.</p> |

Rapat

Pada tahun 2019, rapat Komite Remunerasi dan Nominasi diselenggarakan sebanyak 3 kali dengan tingkat kehadiran sebagai berikut.

Meetings

In 2019, the Remuneration and Nomination Committee held 3 meetings with the attendance level as follows.

| Nama Name | Jabatan Name | Total Rapat Total Number of Meetings | Kehadiran Attendance | Persentase Percentage |
|------------------------------|------------------|---|-------------------------|--------------------------|
| Adiwarman Azwar Karim | Ketua / Chairman | 3 | 3 | 100.00% |
| Budi Setiawan Halim | Anggota / Member | 3 | 3 | 100.00% |
| Adriana Riani Novitasari | Anggota / Member | 3 | 3 | 100.00% |
| Rata-rata Average | | | | 100.00% |

Informasi terkait tanggal, agenda, dan peserta rapat Komite Remunerasi dan Nominasi diuraikan dalam tabel berikut ini.

Information on dates, agenda, and participants of Nomination and Remuneration Committee meetings is described in the following table.

| Tanggal Date | Agenda Agenda | Kehadiran Agenda | | |
|-----------------|---|---------------------|-----|-----|
| | | AAK | BSH | ARN |
| 7 February 2019 | Update Hasil Keputusan Sirkuler Para Pemegang Saham Sebagai Pengganti RUPS Terkait Pengangkatan Harry Mulyadi Santoso Selaku Komisaris Menggantikan Arsono Putranto dan Perubahan Susunan Dewan Komisaris. Update on Shareholders Circular Resolutions in Lieu of GMS Regarding the Appointment of Harry Mulyadi Santoso as a Commissioner Replacing Arsono Putranto and Changes in the Composition of Board of Commissioners. | ✓ | ✓ | ✓ |
| April 2019 | <ul style="list-style-type: none"> • Update Hasil Penilaian Kinerja Karyawan Akhir Tahun 2018 dan Tindak Lanjut Pengembangan Karier dan Remunerasi; • Update Pelaksanaan Program Training Tahunan 2018; dan • Update KPI dan Pencapaian Kinerja Fungsi Sales. | ✓ | ✓ | ✓ |
| 8 July 2019 | Pengunduran diri Direktur UKM, Pendanaan, Financial Institutions, dan Jaringan Kantor Bank Sahabat Sampoerna atas nama Ong Tek Tjan. Resignation of the Director of SME, Funding, Financial Institutions, and Office Network of Bank Sahabat Sampoerna under the name of Ong Tek Tjan. | ✓ | ✓ | ✓ |

Keterangan / Remarks:

AAK : Adiwarman Azwar Karim
BSH : Budi Setiawan Halim
ARN : Adriana Riani Novitasari

Rekomendasi

Rekomendasi yang diberikan oleh Komite Remunerasi dan Nominasi atas pengawasannya terhadap kegiatan nominasi dan remunerasi Bank tahun 2019 terdiri dari:

1. Penilaian kinerja dilakukan dengan objektif dan *fair* untuk seluruh karyawan. Selain itu, penerapan prinsip meritokrasi dalam rangka pengembangan karier Karyawan;
2. Penghargaan terhadap karyawan mengacu kepada bobot tugas dan tanggung jawab jabatan, serta tingkat kontribusi dan prestasi karyawan;
3. Pengembangan kompetensi karyawan melalui pendidikan dan pelatihan yang memenuhi persyaratan utama melalui *training* yang bersifat wajib dan pelatihan untuk meningkatkan kompetensi teknis melalui *functional training*. Dalam rangka memastikan pencapaian kinerja perusahaan dan bisnis, maka penekanan terhadap pelatihan untuk tenaga pemasaran (*sales*) dan kredit perlu menjadi prioritas utama; serta
4. Penggantian anggota di tingkat Dewan Komisaris dan Direksi melalui proses pencarian dan seleksi untuk mendapatkan kandidat terbaik, baik kandidat dari dalam maupun luar Bank sebagai pimpinan di level eksekutif. Selanjutnya, penetapan sebagai anggota Dewan Komisaris dan Direksi melalui RUPS dan kandidat telah dinyatakan lulus *fit and proper test* sesuai ketentuan yang ditetapkan Otoritas Jasa Keuangan.

Recommendation

Recommendations given by the Remuneration and Nomination Committee for their supervision of the Bank's nomination and remuneration activities in 2019 are as follows:

1. Performance assessment is carried out objectively and fairly for all employees. Furthermore, the implementation of meritocracy principle is in the context of employee's career development;
2. Rewards for employees refer to the weight of duties and responsibilities of the position, as well as employee's level of contribution and achievement;
3. Employee's competency development is through education and training that meets the main requirements through mandatory training and training to improve technical competence through functional training. In order to ensure the Company's performance and business achievement, an emphasis on training for sales force and credit needs to be a top priority; and
4. Replacement of member at Board of Commissioners and Board of Directors level through the process of searching and selection to get the best candidates, both candidates from within and outside the Bank as leaders at executive level. Furthermore, the appointment as a member of the Board of Commissioners and Board of Directors is through the GMS and the candidate has been declared to have passed the fit and proper test in accordance with the provisions stipulated by the Financial Services Authority.

| No. Surat No. Letter | Tanggal Date | Perihal Subject |
|-------------------------|-----------------|--|
| 00005/SIV/AGR/02/2019 | 8 February 2019 | Pengangkatan Harry Mulyadi Santoso sebagai Komisaris Bank Sahabat Sampoerna. <i>Appointment of Harry Mulyadi Santoso as a Commissioner of Bank Sahabat Sampoerna.</i> |
| BSS Akta No. 3 | 3 October 2019 | Pengunduran diri Ong Tek Tjan sebagai Direktur Bank Sahabat Sampoerna. <i>Resignation of Ong Tek Tjan as a Director of Bank Sahabat Sampoerna.</i> |

Pengembangan Kompetensi

Komite Remunerasi dan Nominasi Bank Sahabat Sampoerna turut berpartisipasi dalam berbagai program pengembangan kompetensi untuk meningkatkan kemampuannya dalam membantu Dewan Komisaris. Pengembangan kompetensi yang diikuti Komite Remunerasi dan Nominasi Bank Sahabat Sampoerna sepanjang 2019 diungkapkan pada tabel di bawah ini.

Competency Development

Bank Sahabat Sampoerna's Remuneration and Nomination Committee participates in various competency development programs to improve its ability to assist the Board of Commissioners. The competency development programs followed by the Remuneration and Nomination Committee of Bank Sahabat Sampoerna throughout 2019 are disclosed in the table below.

| Nama Name | Jabatan Position | Materi Pengembangan Kompetensi Competence Development Material | Penyelenggara Organizer | Tempat dan Waktu Pelaksanaan Place and Time |
|--------------------------|---------------------|--|--|---|
| Adiwarman Azwar Karim | Ketua / Chairman | Manajemen Risiko Operasional di Era Digitalisasi Perbankan <i>Operational Risk Management in the Banking Digitalization Era</i> | Bank Sahabat Sampoerna | Jakarta, 5 December 2019 |
| Budi Setiawan Halim | Anggota / Member | Manajemen Risiko Operasional di Era Digitalisasi Perbankan <i>Operational Risk Management in the Banking Digitalization Era</i> | Bank Sahabat Sampoerna | Jakarta, 5 December 2019 |
| Adriana Riani Novitasari | Anggota / Member | Executive Coaching for Board of Management Leadership Insight | Bank Sahabat Sampoerna Bank Sahabat Sampoerna | Jakarta, 7-9 August 2019 Singapore, 17-19 October 2019 |

Kebijakan Suksesi Direksi

Bank Sahabat Sampoerna berupaya menjaga kesinambungan kepemimpinan di masa yang akan datang. Terkait hal ini, Komite Remunerasi dan Nominasi Bank Sahabat Sampoerna telah menyusun kebijakan suksesi Direksi dalam Kebijakan Sistem Nominasi dan Remunerasi yang mengatur hal-hal berikut.

1. Prinsip Dasar

Komite Remunerasi dan Nominasi menyusun kebijakan nominasi anggota Direksi dengan berpedoman kepada ketentuan yang berlaku dari regulator dalam rangka memastikan suksesi dan nominasi Direksi sesuai dengan kebutuhan operasional perusahaan.

2. Persyaratan dan Kriteria

Secara garis besar, persyaratan dan kriteria anggota Direksi mencakup:

- a. Wajib berdomisili di Indonesia;
- b. Memiliki pengalaman sekurang-kurangnya 5 tahun di bidang operasional sebagai Pejabat Eksekutif Bank;
- c. Tidak memiliki rangkap jabatan sebagai Komisaris, Direksi, atau pejabat eksekutif pada Bank, perusahaan atau lembaga lain, kecuali hal-hal yang telah ditetapkan pada Peraturan Bank Indonesia;
- d. Tidak memiliki saham melebihi 25% dari modal disetor pada perusahaan lain;
- e. Mayoritas anggota Direksi tidak memiliki hubungan keluarga sampai dengan derajat kedua dengan sesama Direksi dan/atau anggota Dewan Komisaris;
- f. Memiliki integritas, kompetensi, dan reputasi keuangan yang memadai;
- g. Direktur Utama berasal dari pihak yang independen terhadap Pemegang Saham Pengendali;
- h. Anggota Direksi wajib lulus *fit and proper test* serta memperoleh surat pelaksanaan tugas dari Otoritas Jasa Keuangan;
- i. Anggota Direksi memiliki kemauan dan kemampuan untuk melakukan pembelajaran secara berkelanjutan; serta
- j. Anggota Direksi membudayakan pembelajaran secara berkelanjutan dalam rangka peningkatan pengetahuan tentang perbankan dan perkembangan terkini terkait bidang keuangan/lainnya.

3. Sistem dan Prosedur Seleksi

- a. Kandidat yang dinominasikan dapat diajukan dengan memenuhi syarat kriteria yang berlaku dan dapat berasal dari sumber internal dan eksternal;
- b. Nominasi kandidat dilengkapi dengan syarat administrasi yang ditetapkan dan diproses melalui seleksi oleh Komite Remunerasi dan Nominasi;
- c. Komite Remunerasi dan Nominasi dapat melakukan pertemuan lebih lanjut dalam rangka mengenali kualifikasi kandidat yang dinominasikan;
- d. Komite Remunerasi dan Nominasi dapat melibatkan pihak lain yang dinilai independen untuk dimintai opini (jika perlu), termasuk melakukan *interview* bersama pihak independen tersebut, dengan syarat pengambilan keputusan tetap dilakukan oleh Komite Remunerasi dan Nominasi; dan

Board of Directors Succession Policy

Bank Sahabat Sampoerna seeks to maintain leadership sustainability in the future. In this regard, Bank Sahabat Sampoerna's Remuneration and Nomination Committee has developed the Board of Directors succession policy in the Nomination and Remuneration System Policy which regulates the following matters.

1. Basic Principles

The Remuneration and Nomination Committee prepares a nomination policy for members of the Board of Directors based on the applicable regulatory provisions in order to ensure that the succession and nomination of the Board of Directors are in accordance with the Company's operational needs.

2. Requirements and Criteria

Broadly speaking, subject to the requirements and criteria, a member of the Board of Directors must:

- a. Have domicile in Indonesia;
- b. Have experience of at least 5 years in the operational area as an Executive Officer of the Bank;
- c. Does not have a concurrent position as Commissioner, Director, or executive officer at other Bank, company, or institution, except for matters stipulated in Bank Indonesia Regulations;
- d. Does not have shares exceeding 25% of the paid up capital in other companies;
- e. The majority of members of Board of Directors do not have family relationship up to the second degree with fellow Directors and/or members of the Board of Commissioners;
- f. Have high integrity, competence, and adequate finance reputation;
- g. The Chief Executive Officer is from an independent party towards the Controlling Shareholder;
- h. Members of the Board of Directors must pass the *fit and proper test* and obtain employment letter from the Financial Services Authority;
- i. Members of the Board of Directors have the will and ability to conduct continuous learning; and
- j. Members of the Board of Directors develop continuous learning in order to improve knowledge about banking and the latest development related to finance/other fields.

3. System and Procedure of Selection

- a. Nominated candidates can be promoted by fulfilling the applicable terms and criteria, and can come from internal and external sources;
- b. Nominated candidates shall complete the determined administrative requirements, which are processed through selection by the Remuneration and Nomination Committee;
- c. The Remuneration and Nomination Committee can hold further meetings in order to learn the qualifications of the nominated candidates;
- d. The Remuneration and Nomination Committee can involve other parties who are considered independent for opinion (if necessary), including conducting interviews with the independent party, provided that the decision making is still carried out by the Remuneration and Nomination Committee; and

- e. Kandidat nominasi yang direkomendasikan oleh Komite Remunerasi dan Nominasi wajib mengikuti *fit and proper test* yang dilakukan oleh otoritas keuangan berwenang dan hasil keputusan yang dihasilkan menjadi rekomendasi untuk RUPS dalam rangka pengesahan dan/atau penetapan hasil keputusan tersebut.

Mekanisme Pengangkatan dan Pemberhentian Ketua Komite Remunerasi dan Nominasi

Pengangkatan serta pemberhentian Ketua Komite Remunerasi dan Nominasi dilakukan oleh Dewan Komisaris. Ketua Komite Remunerasi dan Nominasi terpilih merupakan seorang Komisaris Independen yang telah memenuhi persyaratan sebagai ketua. Pemberhentian Ketua Komite dilakukan jika masa tugasnya telah selesai, yaitu 3 tahun dan/atau berakhir masa kerjanya.

Komite Pemantau Risiko

Bank Sahabat Sampoerna membentuk Komite Pemantau Risiko untuk mendukung efektivitas pelaksanaan tugas dan tanggung jawab Dewan Komisaris terkait pengawasan risiko yang mungkin timbul dari kegiatan usaha Bank. Komite Pemantau Risiko juga senantiasa memastikan pengawasan risiko yang dilakukan Bank telah sesuai dengan peraturan perundang-undangan yang berlaku.

Pedoman Kerja

Tugas dan tanggung jawab Komite Pemantau Risiko Bank tercantum dalam Piagam Komite Pemantau Risiko yang telah dimutakhirkan serta disetujui oleh Dewan Komisaris dan Komite Pemantau Risiko pada tanggal 28 September 2017. Isi Piagam Komite Pemantau Risiko Bank Sahabat Sampoerna, meliputi:

1. Tujuan;
2. Referensi;
3. Fungsi dan Peranan Secara Umum;
4. Tugas dan Tanggung Jawab;
5. Wewenang;
6. Struktur dan Keanggotaan;
7. Persyaratan Keanggotaan;
8. Masa Tugas;
9. Mekanisme Kerja;
10. Waktu Kerja;
11. Rapat Komite;
12. Mekanisme Pengambilan Keputusan Rapat;
13. Riasalah Rapat;
14. Pelaporan; dan
15. Penutup.

Tugas dan Tanggung Jawab

Tugas dan tanggung jawab Komite Pemantau Risiko Bank Sahabat Sampoerna terdiri dari:

1. Memberikan pendapat profesional yang independen kepada Dewan Komisaris atas laporan atau hal-hal yang disampaikan Direksi, serta mengidentifikasinya hal yang memerlukan perhatian Dewan Komisaris sehubungan dengan manajemen risiko Bank Sahabat Sampoerna;

- e. *Nominated candidates recommended by the Remuneration and Nomination Committee must take the fit and proper test conducted by the authorized financial authority and the test result becomes a recommendation for the GMS in the context of ratification and/or determination of such resolution.*

Mechanism of Appointment and Dismissal of Chairperson of the Remuneration and Nomination Committee

The appointment and dismissal of Chairperson of the Remuneration and Nomination Committee is carried out by the Board of Commissioners. The appointed Chairperson of the Remuneration and Nomination Committee is an Independent Commissioner who has fulfilled the requirements to be a chairperson. The dismissal of Committee Chairperson is carried out if the term of office has been completed, which is 3 years and/or the term of office ends.

Risk Monitoring Committee

Bank Sahabat Sampoerna established a Risk Monitoring Committee to support the effectiveness of implementation of duties and responsibilities of the Board of Commissioners related to risk monitoring that may arise from the Bank's business activities. The Risk Monitoring Committee also always ensures that the supervision of risks carried out by the Bank is in accordance with the applicable laws and regulations.

Charter

The duties and responsibilities of the Bank's Risk Monitoring Committee are listed in the Risk Monitoring Committee Charter which was updated and approved by the Board of Commissioners and the Risk Monitoring Committee on 28 September 2017. The contents of the Risk Monitoring Committee Charter of Bank Sahabat Sampoerna are:

1. Objectives;
2. Reference;
3. Functions and Roles in General;
4. Duties and Responsibilities;
5. Authority;
6. Structure and Composition;
7. Membership Requirements;
8. Term of Office;
9. Work Mechanism;
10. Business Hours;
11. Committee Meetings;
12. Decision Making Mechanism in Meetings;
13. Minutes of Meeting;
14. Reporting; and
15. Closing.

Duties and Responsibilities

Duties and responsibilities of Bank Sahabat Sampoerna's Risk Monitoring Committee are:

1. *Providing independent professional opinion to the Board of Commissioners on reports or matters submitted by the Board of Directors, and identifying matters that require the attention of the Board of Commissioners in relation to Bank Sahabat Sampoerna's risk management;*

2. Mengevaluasi isi kebijakan manajemen risiko Bank Sahabat Sampoerna dan mengevaluasi kesesuaian kebijakan tersebut dengan pelaksanaannya dalam rangka memberikan rekomendasi kepada Dewan Komisaris, setidaknya sekali setahun;
3. Memantau dan mengevaluasi Satuan Kerja Manajemen Risiko dan pelaksanaan tugas-tugas komitennya dalam rangka memberikan rekomendasi tertulis kepada Dewan Komisaris;
4. Melaporkan berbagai risiko dihadapi oleh Bank Sahabat Sampoerna kepada Dewan Komisaris dan penerapan manajemen risiko oleh Direksi;
5. Mengevaluasi pertanggungjawaban Direksi atas pelaksanaan kebijakan manajemen risiko setidaknya sekali dalam 3 bulan;
6. Mengatur atau memberikan wewenang pelaksanaan penyelidikan dalam ruang lingkupnya;
7. Memiliki kewajiban mematuhi Kode Etik Bank Sahabat Sampoerna;
8. Melakukan tindakan secara independen dalam pelaksanaan tugas dan tanggung jawab;
9. Menjaga kerahasiaan dokumen, data, dan informasi Bank Sahabat Sampoerna;
10. Menyusun, mengkaji, dan memperbarui Piagam Komite Pemantau Risiko secara berkala; dan
11. Wajib meningkatkan kompetensi melalui pendidikan dan pelatihan secara terus menerus.

Wewenang

Komite Pemantau Risiko Bank Sahabat Sampoerna memiliki wewenang untuk:

1. Mengakses dokumen, data, dan informasi Bank Sahabat Sampoerna yang diperlukan;
2. Melakukan komunikasi secara langsung dengan karyawan, Direksi, dan pihak-pihak lain;
3. Melibatkan pihak berwenang yang merupakan pihak independen untuk membantu pelaksanaan tugasnya, jika diperlukan;
4. Melakukan kewenangan lain yang diberikan oleh Dewan Komisaris; dan
5. Bekerja sama dengan Satuan Kerja Manajemen Risiko.

Kedudukan Komite Pemantau Risiko

Komite Pemantau Risiko Bank Sahabat Sampoerna berada di bawah koordinasi Dewan Komisaris. Oleh karena itu, secara struktural bertanggung jawab kepada Dewan Komisaris.

Struktur dan Keanggotaan

Berdasarkan ketentuan yang berlaku, komposisi Komite Pemantau Risiko paling sedikit terdiri dari seorang Komisaris Independen, serta dua orang pihak independen yang masing-masing ahli di bidang keuangan dan manajemen risiko. Komite Pemantau Risiko diketuai oleh Komisaris Independen. Oleh karena itu, Bank Sahabat Sampoerna, melalui Surat Keputusan Direksi Bank Sahabat Sampoerna No. Skep.004/BSS/DIR/VIII/2017 tanggal 18 Agustus 2017, telah menetapkan komposisi Komite Pemantau Risiko, yang terdiri dari:

2. *Evaluating the contents of Bank Sahabat Sampoerna's risk management policy and the conformity of the policy with its implementation in order to provide recommendations to the Board of Commissioners, at least once a year;*
3. *Monitoring and evaluating the Risk Management Unit and the implementation of its committee tasks in order to provide written recommendations to the Board of Commissioners;*
4. *Reporting various risks faced by Bank Sahabat Sampoerna to the Board of Commissioners and the risk management implementation by the Board of Directors;*
5. *Evaluating the accountability of the Board of Directors for the implementation of risk management policies at least once every 3 months;*
6. *Regulating or authorizing an audit within its scope;*
7. *Having an obligation to comply with the Code of Conduct of Bank Sahabat Sampoerna;*
8. *Performing actions independently in implementing the duties and responsibilities;*
9. *Maintaining the confidentiality of documents, data, and information of Bank Sahabat Sampoerna;*
10. *Preparing, reviewing, and updating the Risk Monitoring Committee Charter periodically; and*
11. *Having obligation to increase competence through continuous education and training.*

Authority

Bank Sahabat Sampoerna's Risk Monitoring Committee has the authority to:

1. *Access the required documents, data, and information from Bank Sahabat Sampoerna;*
2. *Communicate directly with employees, Board of Directors, and other parties;*
3. *Involve the authorities who are independent parties to assist the implementation of the duties, if needed;*
4. *Perform other authority assigned by the Board of Commissioners; and*
5. *Work closely with the Risk Management Unit.*

Risk Monitoring Committee's Position

Bank Sahabat Sampoerna's Risk Monitoring Committee is under the coordination of the Board of Commissioners. Therefore, structurally the committee is responsible to the Board of Commissioners.

Structure and Composition

Based on the applicable regulations, the composition of Risk Monitoring Committee consists of at least one Independent Commissioner, and two persons from independent party, each of which is expert in finance and risk management sectors. The Risk Monitoring Committee is chaired by an Independent Commissioner. Therefore, Bank Sahabat Sampoerna, through the Decision Letter of the Board of Directors No. Skep.004/BSS/DIR/VIII/2017 dated 18 August 2017, has determined the composition of the Risk Monitoring Committee, which consists of:

| Nama Name | Jabatan Position | Akhir Periode Jabatan End of Term of Office |
|--------------------------|---------------------|--|
| Khoe Minhari Handikusuma | Ketua / Chairman | 19 May 2020 |
| Harry Mulyadi Santoso* | Anggota / Member | 19 May 2020 |
| Caroline Halim | Anggota / Member | 19 May 2020 |
| Juwono Akuan Rokanta | Anggota / Member | 19 May 2020 |

* Diangkat melalui Surat Keputusan Direksi Bank Sahabat Sampoerna No. Skep 001.a/BSS/DIR/II/2019 tanggal 15 Februari 2019 menggantikan Arsono Putranto yang mengundurkan diri selaku anggota Komite Pemantau Risiko untuk periode selanjutnya sampai dengan tanggal 19 Mei 2020.
Appointed through the Decision Letter of Board of Directors of Bank Sahabat Sampoerna No. Skep 001.a/BSS/DIR/II/ 2019 dated 15 February 2019 replacing Arsono Putranto who resigned as a member of Risk Monitoring Committee for the following period until 19 May 2020.

Profil Komite Pemantau Risiko

Profil Komite Pemantau Risiko Bank Sahabat Sampoerna disajikan pada bab Profil Perusahaan dalam Laporan Tahunan ini.

Independensi

Bank Sahabat Sampoerna menjamin bahwa seluruh anggota Komite Pemantau Risiko mampu menjalankan tugasnya secara independen, menjunjung tinggi kepentingan Bank, dan tidak dapat dipengaruhi oleh pihak manapun. Selain itu, Komite Pemantau Risiko juga bersifat dan bersikap objektif dan profesional, baik dalam penampilan (*in appearance*) maupun dalam kenyataan (*in fact*). Hal ini tercermin dalam tabel independensi berikut.

| Aspek Independensi Independence Aspect | Khoe Minhari Handikusuma | Harry Mulyadi Santoso | Caroline Halim | Juwono Akuan Rokanta |
|---|-----------------------------|--------------------------|-------------------|-------------------------|
| Tidak memiliki hubungan keuangan dengan Dewan Komisaris dan Direksi. <i>Does not have financial relationship with the Board of Commissioners and Board of Directors.</i> | ✓ | ✓ | ✓ | ✓ |
| Tidak memiliki hubungan kepengurusan dengan Pemegang Saham Pengendali, Entitas Anak, maupun perusahaan afiliasi. <i>Does not have management relationship with Controlling Shareholders, Subsidiaries, and affiliated companies.</i> | ✓ | ✓ | ✓ | ✓ |
| Tidak memiliki hubungan kepemilikan saham di Bank. <i>Does not have share ownership relationship in the Bank.</i> | ✓ | ✓ | ✓ | ✓ |
| Tidak memiliki hubungan keluarga dengan Dewan Komisaris, Direksi, dan/atau sesama anggota Komite Pemantau Risiko. <i>Does not have family relationship with the Board of Commissioners, Board of Directors, and/or among members of Risk Monitoring Committee.</i> | ✓ | ✓ | ✓ | ✓ |

✓ = Aspek terpenuhi / Aspect is complied

Pelaksanaan Tugas

Pada tahun 2019, Komite Pemantau Risiko telah melaksanakan pengawasan terhadap:

1. Portofolio perkreditan per bulan; dan
2. Profil Risiko Bank.

Risk Monitoring Committee Profile

Profile of the Risk Monitoring Committee of Bank Sahabat Sampoerna is presented in the Company Profile chapter of this Annual Report.

Independency

Bank Sahabat Sampoerna guarantees that all members of the Risk Monitoring Committee are able to perform their duties independently, uphold the interests of the Bank, and cannot be influenced by any party. In addition, the Risk Monitoring Committee is also objective and professional in both appearance and in fact. This is reflected in the following table of independence.

Duty Implementation

In 2019, the Risk Monitoring Committee carried out supervision of:

1. Credit portfolio per month; and
2. Bank Risk Profile.

Rapat

Rapat Komite Pemantau Risiko wajib diselenggarakan sekurang-kurangnya 4 kali dalam setahun atau sesuai kebutuhan Bank. Informasi terkait tingkat kehadiran rapat Komite Pemantau Risiko tahun 2019 diungkapkan pada tabel di bawah ini.

Meetings

Risk Monitoring Committee meetings must be held at least 4 times a year or as needed by the Bank. Information about attendance level of Risk Monitoring Committee meetings for 2019 is disclosed in the table below.

| Nama Name | Jabatan Position | Total Rapat Total Number of Meetings | Kehadiran Attendance | Persentase Percentage |
|------------------------------|---------------------|---|-------------------------|--------------------------|
| Khoe Minhari Handikusuma | Ketua / Chairman | 11 | 11 | 100.00% |
| Harry Mulyadi Santoso* | Anggota / Member | 9 | 8 | 88.89% |
| Caroline Halim | Anggota / Member | 11 | 10 | 90.91% |
| Juwono Akuan Rokanta | Anggota / Member | 11 | 11 | 100.00% |
| Rata-rata Average | | | | 95.24% |

* Diangkat melalui Surat Keputusan Direksi Bank Sahabat Sampoerna No. Skep 001.a/BSS/DIR/II/2019 tanggal 15 Februari 2019 menggantikan Arsono Putranto yang mengundurkan diri selaku anggota Komite Pemantau Risiko untuk periode selanjutnya sampai dengan tanggal 19 Mei 2020.
Appointed through the Decision Letter of Board of Directors of Bank Sahabat Sampoerna No. Skep 001.a/BSS/DIR/II/2019 dated 15 February 2019 replacing Arsono Putranto who resigned as a member of Risk Monitoring Committee for the following period until 19 May 2020.

Informasi terkait tanggal, agenda, dan peserta rapat Komite Pemantau Risiko diuraikan dalam tabel berikut ini.

Information on dates, agenda, and participants of Risk Monitoring Committee's meetings is described as follows.

| Tanggal Date | Agenda Agenda | Kehadiran Attendance | | | |
|------------------|---|-------------------------|-----|----|-----|
| | | KMH | HMS | CH | JAR |
| 21 January 2019 | <ul style="list-style-type: none"> Persetujuan Notulen Rapat Komite Pemantau Risiko per Tanggal 22 November 2018; Follow-up Hasil Rapat Komite Pemantau Risiko per Tanggal 22 November 2018; Update Portfolio Performance Kredit SME, Mikro, dan FI; Dashboard Report – Laporan Profil Risiko Posisi 31 Desember 2018; Update Review Risk Appetite Statements dan Limit Perkreditan; Update Bencana Selat Sunda; dan Validasi temuan KCSA, RCU, dan SKAI 2018. Approval of the Minutes of Risk Monitoring Committee's Meeting on 22 November 2018; Follow-Up of Risk Monitoring Committee's Meeting Results on 22 November 2018; Update of Portfolio Performance of SME, Micro, and FI Loans; Dashboard Report – Risk Profile Report Position of 31 December 2018; Update of Review of Risk Appetite Statement and Credit Limit; Update of Sunda Strait Disaster; and Validation of findings of KCSA, RCU, and SKAI 2018. | √ | x | √ | √ |
| 19 February 2019 | <ul style="list-style-type: none"> Persetujuan Notulen Rapat Komite Pemantau Risiko per Tanggal 21 Januari 2019; Follow-up Hasil Rapat Komite Pemantau Risiko per Tanggal 21 Januari 2019; Update Portfolio Performance Kredit SME, Mikro, dan FI; Dashboard Report – Laporan Profil Risiko Posisi 31 Januari 2019; Update Implementation IFRS 9; dan Pemeriksaan Operasional RCU. Approval of the Minutes of Risk Monitoring Committee's Meeting on 21 January 2019; Follow-Up of Risk Monitoring Committee's Meeting Results on 21 January 2019; Update of Portfolio Performance of SME, Micro, and FI Loans; Dashboard Report – Risk Profile Report Position of 31 January 2019; Update of IFRS 9 Implementation; and RCU Operations Audit. | √ | x | √ | √ |
| 14 March 2019 | <ul style="list-style-type: none"> Persetujuan Notulen Rapat Komite Pemantau Risiko per Tanggal 19 Februari 2019; Follow-up Hasil Rapat Komite Pemantau Risiko per Tanggal 19 Februari 2019; Update Portfolio Performance Kredit SME, Mikro, dan FI; Dashboard Report – Laporan Profil Risiko Posisi 28 Februari 2019; dan Metode Perhitungan Probability of Default (PD) & Loss Given Default (LGD). Approval of the Minutes of Risk Monitoring Committee's Meeting on 19 February 2019; Follow-Up of Risk Monitoring Committee's Meeting Results on 19 February 2019; Update of Portfolio Performance of SME, Micro, and FI Loans; Dashboard Report – Risk Profile Report Position of 28 February 2019; Calculation Method of Probability of Default (PD) & Loss Given Default (LGD). | √ | √ | √ | √ |

| Tanggal Date | Agenda Agenda | Kehadiran Attendance | | | |
|-----------------|---|-------------------------|-----|----|-----|
| | | KMH | HMS | CH | JAR |
| 15 April 2019 | <ul style="list-style-type: none"> Persetujuan Notulen Rapat Komite Pemantau Risiko per Tanggal 14 Maret 2019; Follow-up Hasil Rapat Komite Pemantau Risiko per Tanggal 14 Maret 2019; Update Portfolio Performance Kredit SME, Mikro, dan FI; Dashboard Report – Laporan Profil Risiko Posisi 31 Maret 2019; dan Risk Control Unit (RCU) Report. Approval of the Minutes of Risk Monitoring Committee's Meeting on 14 March 2019; Follow-Up of Risk Monitoring Committee's Meeting Results on 14 March 2019; Update of Portfolio Performance of SME, Micro, and FI Loans; Dashboard Report – Risk Profile Report Position of 31 March 2019; and Risk Control Unit (RCU) Report. | √ | √ | √ | √ |
| 20 May 2019 | <ul style="list-style-type: none"> Persetujuan Notulen Rapat Komite Pemantau Risiko per Tanggal 15 April 2019; Follow-up Hasil Rapat Komite Pemantau Risiko per Tanggal 15 April 2019; Rencana Strategis Bisnis SME; Review Proses Appraisal; dan Collection Process. Approval of the Minutes of Risk Monitoring Committee's Meeting on 15 April 2019; Follow-Up of Risk Monitoring Committee's Meeting Results on 15 April 2019; SME Business Strategic Plan; Review of Appraisal Process; and Collection Process. | √ | √ | √ | √ |
| 18 June 2019 | <ul style="list-style-type: none"> Persetujuan Notulen Rapat Komite Pemantau Risiko per Tanggal 20 Mei 2019; Follow-up Hasil Rapat Komite Pemantau Risiko per Tanggal 20 Mei 2019; Update Portfolio Performance Kredit SME, Mikro, dan FI; Dashboard Report – Laporan Profil Risiko Posisi 31 Mei 2019; Micro Business Update; Kajian Aspek Kepatuhan terhadap Implementasi Pemberian Kredit <i>Financial Technology</i> (Fintech); dan Kredit untuk Bisnis <i>Financial Technology</i> (Fintech). Approval of the Minutes of Risk Monitoring Committee's Meeting on 20 May 2019; Follow-Up of Risk Monitoring Committee's Meeting Results on 20 May 2019; Update of Portfolio Performance of SME, Micro, and FI Loans; Dashboard Report – Risk Profile Report Position of 31 May 2019; Micro Business Update; Review of Compliance Aspect of the Implementation of Provision of <i>Financial Technology</i> (Fintech) Loans; and Credit for <i>Financial Technology</i> (Fintech) Business. | √ | x | √ | √ |
| 22 July 2019 | <ul style="list-style-type: none"> Persetujuan Notulen Rapat Komite Pemantau Risiko per Tanggal 18 Juni 2019; Follow-up Hasil Rapat Komite Pemantau Risiko per Tanggal 18 Juni 2019; Update Portfolio Performance Kredit SME, Mikro, dan FI; Dashboard Report – Laporan Profil Risiko Posisi 30 Juni 2019; Update Portfolio Performance Produk <i>Funding</i> dan <i>Lending</i>; serta Update Performance Collection. Approval of the Minutes of Risk Monitoring Committee's Meeting on 18 June 2019; Follow-Up of Risk Monitoring Committee's Meeting Results on 18 June 2019; Update of Portfolio Performance of SME, Micro, and FI Loans; Dashboard Report – Risk Profile Report Position of 30 June 2019; Update of Portfolio Performance of <i>Funding</i> and <i>Lending</i> Products; and Update of Performance Collection. | √ | √ | √ | √ |
| 20 August 2019 | <ul style="list-style-type: none"> Persetujuan Notulen Rapat Komite Pemantau Risiko per Tanggal 22 Juli 2019; Follow-up Hasil Rapat Komite Pemantau Risiko per Tanggal 22 Juli 2019; Update Portfolio Performance Kredit SME, Mikro, dan FI; Dashboard Report – Laporan Profil Risiko Posisi 31 Juli 2019; Laporan Tingkat Kesehatan Bank Posisi 30 Juni 2019; Update Framework Risk Control Unit (RCU); Risk Control Unit (RCU) Report; dan Key Control Self-Assessment (KCSA) & Business Continuity Plan (BCP) Report. Approval of the Minutes of Risk Monitoring Committee's Meeting on 22 July 2019; Follow-Up of Risk Monitoring Committee's Meeting Results on 22 July 2019; Update of Portfolio Performance of SME, Micro, and FI Loans; Dashboard Report – Risk Profile Report Position of 31 July 2019; Bank's Soundness Level Report Position of 30 June 2019; Update of Framework Risk Control Unit (RCU); Risk Control Unit (RCU) Report; and Key Control Self-Assessment (KCSA) & Business Continuity Plan (BCP) Report. | √ | √ | √ | √ |

| Tanggal Date | Agenda Agenda | Kehadiran Attendance | | | |
|-------------------|--|-------------------------|-----|----|-----|
| | | KMH | HMS | CH | JAR |
| 23 September 2019 | <ul style="list-style-type: none"> Persetujuan Notulen Rapat Komite Pemantau Risiko per Tanggal 20 Agustus 2019; Follow-up Hasil Rapat Komite Pemantau Risiko per Tanggal 20 Agustus 2019; Update Portfolio Performance Kredit SME, Mikro, dan FI; Dashboard Report – Laporan Profil Risiko Posisi 31 Agustus 2019; dan Antisipasi atas perubahan ketentuan Otoritas Jasa Keuangan tentang Multifinance atas kebijakan/control dan monitoring pembiayaan Multifinance. Approval of the Minutes of Risk Monitoring Committee's Meeting on 20 August 2019; Follow-Up of Risk Monitoring Committee's Meeting Results on 20 August 2019; Update of Portfolio Performance of SME, Micro, and FI Loans; Dashboard Report – Risk Profile Report Position of 31 August 2019; and Anticipation of amendments to the provisions of the Financial Services Authority on Multifinance for the policy/control and monitoring of Multifinance financing. | √ | √ | √ | √ |
| 15 October 2019 | <ul style="list-style-type: none"> Persetujuan Notulen Rapat Komite Pemantau Risiko per Tanggal 23 September 2019; Follow-up Hasil Rapat Komite Pemantau Risiko per Tanggal 23 September 2019; Update Portfolio Performance Kredit SME, Mikro, dan FI; dan Dashboard Report – Laporan Profil Risiko Posisi 30 September 2019. Approval of the Minutes of Risk Monitoring Committee's Meeting on 23 September 2019; Follow-Up of Risk Monitoring Committee's Meeting Results on 23 September 2019; Update of Portfolio Performance of SME, Micro, and FI Loans; and Dashboard Report – Risk Profile Report Position of 30 September 2019. | √ | √ | x | √ |
| 18 November 2019 | <ul style="list-style-type: none"> Persetujuan Notulen Rapat Komite Pemantau Risiko per Tanggal 15 Oktober 2019; Follow-up Hasil Rapat Komite Pemantau Risiko per Tanggal 15 Oktober 2019; Update Portfolio Performance Kredit SME, Mikro, dan FI; Dashboard Report - Laporan Profil Risiko Posisi 30 Oktober 2019; dan Monitoring Early Warning Triwulanan atas debitur FI terkait dengan Implementasi Peraturan Otoritas Jasa Keuangan No. 35/POJK.05/2018. Approval of the Minutes of Risk Monitoring Committee's Meeting on 15 October 2019; Follow-Up of Risk Monitoring Committee's Meeting Results on 15 October 2019; Update of Portfolio Performance of SME, Micro, and FI Loans; Dashboard Report – Risk Profile Report Position of 30 October 2019; and Quarterly Early Warning Monitoring of FI debtors related to the Implementation of Financial Services Authority Regulation No. 35/POJK.05/2018. | √ | √ | √ | √ |

* Diangkat melalui Surat Keputusan Direksi Bank Sahabat Sampoerna No. Skep 001.a/BSS/DIR/II/2019 tanggal 15 Februari 2019 menggantikan Arsono Putranto yang mengundurkan diri selaku anggota Komite Pemantau Risiko untuk periode selanjutnya sampai dengan tanggal 19 Mei 2020.
Appointed through the Decision Letter of Board of Directors of Bank Sahabat Sampoerna No. Skep 001.a/BSS/DIR/II/ 2019 dated 15 February 2019 replacing Arsono Putranto who resigned as a member of Risk Monitoring Committee for the following period until 19 May 2020.

Keterangan / Remarks:

KMH : Khoe Minhari Handikusuma
HMS : Harry Mulyadi Santoso
CH : Caroline Halim
JAR : Juwono Akuan Rokanta

Rekomendasi

Rekomendasi yang diberikan Komite Pemantau Risiko terkait fungsinya terhadap kegiatan usaha Bank tahun 2019 dijelaskan sebagai berikut.

- Dalam rangka menjaga kualitas kredit Bank, Komite Pemantau Risiko menyarankan agar proses kredit lebih diperhatikan, serta terhadap pemburuan kualitas kredit agar menjadi perhatian khusus dan segera dilakukan perbaikan. Selain itu, terhadap proses pemberian kredit agar dilakukan lebih selektif dan proses persetujuan kredit agar dilakukan berdasarkan prinsip kehati-hatian;
- Terkait dengan produk ProBiz dengan analisa utama berdasarkan penilaian jaminan/agunan debitur, maka tetap perlu diperhatikan penilaian jaminan yang memadai atas agunan tersebut. Selain itu, perlu adanya pelatihan kepada karyawan di cabang terkait dengan spesifikasi kebijakan dan ketentuan atas produk ProBiz dan juga dilakukan monitoring atas performance dari produk ProBiz tersebut;

Recommendation

The recommendations given by the Risk Monitoring Committee related to their functions for the Bank's business activities in 2019 are explained as follows.

- In order to maintain the Bank's credit quality, the Risk Monitoring Committee recommends that the credit process be paid more attention. The deterioration of credit quality shall become a special concern and immediate improvements shall be made. Furthermore, the credit granting process should be carried out more selectively and the credit approval process should be carried out based on the prudential principle;
- With regard to ProBiz products in which the main analysis based on the debtor's collateral/collateral appraisal, it is still necessary to consider adequate appraisal of such collateral. Moreover, it is necessary to have training for employees in branches related to policy specifications and provisions for ProBiz products and to monitor the performance of ProBiz products;

3. Terhadap pelaksanaan penilaian jaminan oleh *appraisal* agar dilaksanakan dengan baik dan dilakukan dokumentasi agar tidak ada cacat hukum, serta dilaksanakan secara independen dari Unit Kerja Bisnis maupun Unit Kerja Kredit;
4. Terkait dengan proses penyelamatan kredit melalui restrukturisasi, agar dipastikan bahwa debitur dinilai masih mampu dan memiliki kemauan untuk membayar. Selain itu, agar tetap dilakukan pemantauan terhadap akun-akun yang direstrukturisasi; dan
5. Komite Pemantau Risiko merekomendasikan agar efektivitas pelaksanaan *key control self-assessment* (KCSA) lebih ditingkatkan sehingga temuan yang bersifat *administrative* dapat diselesaikan melalui KCSA dan tidak menjadi temuan oleh *Risk Control Unit* (RCU) dan SKAI.

Pengembangan Kompetensi

Komite Pemantau Risiko Bank Sahabat Sampoerna turut berpartisipasi dalam berbagai program pengembangan kompetensi untuk meningkatkan kemampuannya dalam membantu Dewan Komisaris. Informasi terkait pengembangan kompetensi yang diikuti Komite Pemantau Risiko Bank Sahabat Sampoerna tahun 2019 dapat dilihat pada tabel berikut.

| Nama Name | Jabatan Position | Materi Pengembangan Kompetensi Competence Development Material | Penyelenggara Organizer | Tempat dan Waktu Pelaksanaan Place and Time |
|--------------------------|-------------------------|---|----------------------------|---|
| Khoe Minhari Handikusuma | Ketua / <i>Chairman</i> | Manajemen Risiko Operasional di Era Digitalisasi Perbankan | Bank Sahabat Sampoerna | Jakarta, 5 Desember 2019 |
| Harry Mulyadi Santoso | Anggota / <i>Member</i> | <i>Operational Risk Management in the Banking Digitalization Era</i> | | |
| Caroline Halim | Anggota / <i>Member</i> | - | - | - |
| Juwono Akuan Rokanta | Anggota / <i>Member</i> | - | - | - |

Mekanisme Pengangkatan dan Pemberhentian Susunan Ketua Komite Pemantau Risiko

Pengangkatan dan pemberhentian anggota Komite Pemantau Risiko Bank mengacu pada Surat Keputusan Direksi Bank Sahabat Sampoerna tentang Penetapan Anggota Komite Pemantau Risiko dan pada Memorandum Internal dari Dewan Komisaris mengenai Penetapan Anggota Baru dan Penggantian Anggota Komite Pembantu Dewan Komisaris.

Pihak yang diangkat sebagai Ketua Komite Pemantau Risiko merupakan seorang Komisaris Independen dan telah memenuhi persyaratan sebagai Ketua Komite Pemantau Risiko Bank. Pemberhentian Ketua Komite Pemantau Risiko dilakukan bilamana yang bersangkutan telah selesai masa tugasnya selama 2 tahun atau lebih, namun tidak boleh lebih lama dari masa jabatan Dewan Komisaris. Masa tugas ataupun pengangkatan dan pemberhentian Ketua Komite Pemantau Risiko ditetapkan berdasarkan penilaian Dewan Komisaris.

Competency Development

Bank Sahabat Sampoerna's Risk Monitoring Committee participates in various competency development programs to improve its ability to assist the Board of Commissioners. Information about competency development followed by the Risk Monitoring Committee of Bank Sahabat Sampoerna in 2019 can be seen in the following table.

Mechanism of Appointment and Dismissal of Chairperson of Risk Monitoring Committee

The appointment and dismissal of members of the Bank's Risk Monitoring Committee refers to the Decision Letter of Board of Directors of Bank Sahabat Sampoerna on the Appointment of Members of Risk Monitoring Committee and to the Internal Memorandum of the Board of Commissioners on the Appointment of New Member and Replacement of Member of Committees Assisting the Board of Commissioners.

The party appointed as Chairperson of the Risk Monitoring Committee is an Independent Commissioner and has fulfilled the requirements of Chairperson of the Bank's Risk Monitoring Committee. The dismissal of Chairperson of the Risk Monitoring Committee is carried out when the concerned party has finished the term of office for 2 years or more, but may not be longer than the term of office of the Board of Commissioners. The term of office or appointment and dismissal of the Chairperson of the Risk Monitoring Committee are determined based on the Board of Commissioners' assessment.

ORGAN PENDUKUNG DIREKSI

Board of Directors Supporting Organs

Direksi Bank Sahabat Sampoerna menjalankan tugas dan tanggung jawabnya dibantu oleh komite-komite yang dibentuk berdasarkan kebutuhan bisnis serta peraturan perundang-undangan yang berlaku. Komite tersebut terdiri dari:

1. Komite Manajemen Risiko;
2. Komite Kebijakan Perkreditan
3. ALCO;
4. Komite Pengarah Teknologi Informasi; dan
5. Komite Manajemen Risiko Operasional.

Informasi terkait fungsi Komite Direksi dijelaskan sebagai berikut.

Komite Manajemen Risiko

Komite Manajemen Risiko Bank Sahabat Sampoerna dibentuk untuk memastikan bahwa kerangka kerja manajemen risiko telah memberikan perlindungan yang memadai terhadap seluruh risiko Bank. Selain itu, Komite ini juga bertugas untuk memberikan rekomendasi kepada Direktur Utama terkait risiko yang melekat pada kebijakan yang akan ditetapkan Direktur, memberikan evaluasi terhadap perkembangan dan kondisi profil risiko, serta memberikan saran dan perbaikan terhadap risiko yang dihadapi Bank.

Pedoman Kerja

Bank Sahabat Sampoerna memiliki pedoman kerja bagi Komite Manajemen Risiko yang tercantum dalam Kebijakan Umum Manajemen Risiko dan Memo Internal perihal Penyempurnaan Susunan Komite Manajemen Risiko Bank Sahabat Sampoerna.

Tugas dan Tanggung Jawab

Komite Manajemen Risiko berwenang dan bertanggung jawab untuk memberikan rekomendasi kepada Direktur Utama terkait hal-hal berikut.

1. Penyusunan kebijakan manajemen risiko serta perubahannya, termasuk strategi manajemen risiko, tingkat risiko yang diambil dan toleransi risiko, kerangka manajemen risiko, serta rencana kontinjensi untuk mengantisipasi terjadinya kondisi tidak normal;
2. Penyempurnaan proses manajemen risiko secara berkala maupun bersifat insidental sebagai akibat dari suatu perubahan kondisi eksternal dan internal Bank yang mempengaruhi kecukupan modal, profil risiko Bank, dan tidak efektifnya penerapan manajemen risiko berdasarkan hasil evaluasi; dan
3. Penetapan kebijakan dan/atau keputusan bisnis yang menyimpang dari prosedur normal, seperti pelampauan ekspansi usaha yang signifikan dibandingkan dengan rencana bisnis Bank yang telah ditetapkan sebelumnya atau pengambilan prosisi/eksposur risiko yang melampaui *limit* yang telah ditetapkan.

Bank Sahabat Sampoerna's Board of Directors in implementing its duties and responsibilities is assisted by committees established based on the business needs and the applicable laws and regulations. The Committees consist of:

1. *Risk Management Committee;*
2. *Credit Policy Committee;*
3. *ALCO;*
4. *Information Technology Steering Committee; and*
5. *Operational Risk Management Committee.*

Information about the functions of the Board of Directors is explained as follows.

Risk Management Committee

Bank Sahabat Sampoerna's Risk Management Committee was established to ensure that the risk management framework provides adequate protection against all Bank risks. In addition, this Committee is also tasked with providing recommendations to the Chief Executive Officer regarding the risks inherent in the policies to be determined by the Board of Directors, providing an evaluation of the developments and conditions of the risk profile, as well as providing suggestions and improvements to the risks faced by the Bank.

Work Guidelines

Bank Sahabat Sampoerna has work guidelines for the Risk Management Committee, which are outlined in the General Policy of Risk Management and Internal Memo on the Improvement of Composition of Bank Sahabat Sampoerna's Risk Management Committee.

Duties and Responsibilities

The Risk Management Committee has the authority and responsibilities to provide recommendations to the Chief Executive Officer regarding the following matters.

1. *Preparation of risk management policies and their amendments, including risk management strategies, level of risk taken, and risk tolerance, risk management framework, and contingency plans to anticipate the occurrence of abnormal conditions;*
2. *Improvement of the risk management process either periodically or incidentally as a result of a change of the Bank's external and internal conditions that affect the Bank's Capital Adequacy, Risk Profile, and non-effectiveness of Risk Management implementation based on evaluation result; and*
3. *Establishment of policies and/or business decisions that deviate from the normal procedure, such as significant business expansion which is far beyond the predetermined set in the Bank's Business Plan or taking position/risk exposure that exceeds the pre-determined limit.*

Kedudukan Komite Manajemen Risiko

Komite Manajemen Risiko Bank Sahabat Sampoerna berada di bawah koordinasi Direktur Kepatuhan dan Manajemen Risiko. Komite ini secara struktural bertanggung jawab kepada Direktur Utama.

Komposisi Keanggotaan

Susunan Keanggotaan Komite Manajemen Risiko tercantum dalam Memo Internal Bank No. 09/02/MI/SKMR/II/18 perihal Penyempurnaan Susunan Komite Manajemen Risiko (KMR) Bank Sahabat Sampoerna. Komposisi keanggotaan Komite Manajemen Risiko diungkapkan dalam tabel di bawah ini.

| | |
|--|--|
| Ketua (merangkap Anggota Tetap) <i>Chief (concurrently Permanent Member)</i> | Direktur Kepatuhan dan Manajemen Risiko <i>Compliance and Management Director</i> |
| Koordinator (Anggota Tetap) <i>Coordinator (Permanent Member)</i> | Kepala Satuan Kerja Manajemen Risiko <i>Enterprise Risk, Analytics, & Control Division Head</i> |
| Anggota Tetap <i>Permanent Member</i> | Direktur UKM, Pendanaan, <i>Financial Institutions</i> , dan Jaringan Kantor <i>SME, Funding, Financial Institutions, and Branch Network Director</i> Direktur Bisnis Mikro <i>Micro Business Director</i> Direktur Operasi dan Teknologi Informasi <i>Operations and Information Technology Director</i> Kepala Kredit & Collection <i>Chief of Credit & Collection</i> Kepala Keuangan & Perencanaan Bisnis <i>Chief of Finance & Business Planning</i> Kepala Satuan Kerja Audit Internal <i>Chief of Internal Audit</i> |
| Anggota Tidak Tetap <i>Non-Permanent Members</i> | Kepala Sumber Daya Manusia <i>Chief of Human Capital</i> Kepala Pengelolaan Jaringan <i>Network Management Division Head</i> Kepala Manajemen Penjualan <i>Sales Management Division Head</i> Kepala Institusi Finansial <i>Financial Institution Division Head</i> Kepala Tresuri dan Pembelian Aset <i>Treasury and Asset Buying Group Head</i> Kepala Komunikasi Korporasi dan Hubungan Investor <i>Corporate Communications and Investor Relations Division Head</i> Kepala Perencanaan Korporasi dan Bisnis <i>Corporate and Business Planning Division Head</i> Kepala Satuan Kerja Kepatuhan <i>Compliance Division Head</i> Kepala Hukum dan Litigasi Perusahaan <i>Corporate Legal and Litigation Division Head</i> Kepala Keuangan, Akunting, dan Pajak <i>Finance, Accounting, and Tax Division Head</i> Pimpinan Bagian/Departemen/Unit Kerja <i>Chief Section/Department/Work Unit</i> |

* *Chief of Internal Audit* sebagai anggota tetap, dalam hal ini berfungsi sebagai pihak independen yang dapat memberikan masukan terhadap penerapan manajemen risiko Bank. Organ tersebut tidak berfungsi sebagai pihak yang menyetujui (memberikan hak suara) terhadap kebijakan penerapan manajemen risiko yang akan diatur dan diberlakukan di Bank. / *The Chief of Internal Audit as a permanent member, in this case functions as an independent party that can provide input on the implementation of the Bank's risk management. The organ does not function as a party that approves (gives voting rights) to the risk management implementation policy that will be regulated and enforced at the Bank.*

Independensi

Bank Sahabat Sampoerna menjamin Komite Manajemen Risiko memberikan rekomendasi kepada Direksi secara profesional dan independen, tanpa adanya intervensi dari pihak lain, baik di dalam maupun di luar Bank. Hal tersebut dibuktikan melalui uraian di bawah ini.

Risk Management Committee's Position

Bank Sahabat Sampoerna's Risk Management Committee is under the coordination of Director of Compliance and Risk Management. This committee is structurally responsible to the Chief Executive Officer.

Membership Composition

The Composition of Risk Management Committee are outlined in Internal Bank Memo No. 09/02/MI/SKMR/II/18 on the Improvement of Composition of Bank Sahabat Sampoerna's Risk Management Committee (KMR). The composition of Risk Management Committee is disclosed in the table below.

Independency

Bank Sahabat Sampoerna guarantees that the Risk Management Committee provides recommendations to the Board of Directors in a professional and independent manner, without intervention from other parties, both inside and outside the Bank. This is proven through the description below.

| Aspek Independensi Independence Aspect | Ketua (merangkap Anggota Tetap) Chief (concurrently Permanent Member) | Koordinator (Anggota Tetap) Coordinator (Permanent Member) | Anggota Tetap Permanent Member | Anggota Tidak Tetap Non- Permanent Members |
|---|---|--|---|--|
| Tidak memiliki hubungan keuangan dengan Dewan Komisaris dan Direksi. <i>Does not have financial relationship with the Board of Commissioners and Board of Directors.</i> | √ | √ | √ | √ |
| Tidak memiliki hubungan kepengurusan dengan Pemegang Saham Pengendali, Entitas Anak, maupun perusahaan afiliasi. <i>Does not have management relationship with Controlling Shareholders, Subsidiaries, and affiliated companies.</i> | √ | √ | √ | √ |
| Tidak memiliki hubungan kepemilikan saham di Bank. <i>Does not have share ownership relationship in the Bank.</i> | √ | √ | √ | √ |
| Tidak memiliki hubungan keluarga dengan Dewan Komisaris, Direksi dan/atau sesama anggota Komite Manajemen Risiko. <i>Do not have family relationship with the Board of Commissioners, Board of Directors, and/or among members of Risk Management Committee.</i> | √ | √ | √ | √ |

√ = Aspek terpenuhi / Aspect is complied

Pelaksanaan Tugas

Sepanjang 2019, Komite Manajemen Risiko Bank Sahabat Sampoerna telah melakukan pengawasan terhadap:

1. Profil Risiko Bank secara keseluruhan;
2. Penilaian Tingkat Kesehatan Bank; dan
3. Penetapan parameter cadangan kerugian penurunan nilai (CKPN).

Rapat

Komite Manajemen Risiko diwajibkan menyelenggarakan rapat setidaknya 1 kali dalam 3 bulan atau dapat dilakukan lebih sering sesuai kebutuhan. Sepanjang tahun 2019, Komite Manajemen Risiko Bank Sahabat Sampoerna tercatat mengadakan rapat sebanyak 8 kali dengan rincian sebagai berikut.

Duty Implementation

Throughout 2019, the Risk Management Committee of Bank Sahabat Sampoerna carried out supervision of:

1. Bank Risk Profile in overall;
2. Assessment of the Bank's Soundness Level; and
3. Establishing parameters for allowance for impairment losses (CKPN).

Meetings

The Risk Management Committee must hold meetings at least once every 3 months or can be conducted more frequently as needed. Throughout 2019, Bank Sahabat Sampoerna's Risk Management Committee was recorded to have 8 meetings with the following agenda.

| Tanggal Date | Agenda Agenda |
|------------------|---|
| 23 January 2019 | <ul style="list-style-type: none"> • Profil Risiko Posisi 31 Desember 2018; • Laporan Tingkat Kesehatan Bank posisi 31 Desember 2018; • Penetapan Parameter CKPN; dan • Benchmark Bank. |
| 25 February 2019 | Profil Risiko Posisi 31 Januari 2019. |
| 26 March 2019 | Profil Risiko Posisi 28 Februari 2019. |
| 29 April 2019 | <ul style="list-style-type: none"> • Profil Risiko Posisi 31 Maret 2019; • Benchmark Bank; serta • Penetapan Parameter CKPN. |
| 28 May 2019 | Profil Risiko Posisi 30 April 2019. |
| 20 June 2019 | Profil Risiko Posisi 31 Mei 2019. |
| 29 July 2019 | <ul style="list-style-type: none"> • Profil Risiko Posisi 30 Juni 2019; dan • Benchmark Bank; • Laporan Tingkat Kesehatan Bank Posisi 30 Juni 2019; dan • Penetapan Parameter CKPN. |
| 25 November 2019 | <ul style="list-style-type: none"> • Profil Risiko Posisi 31 Oktober 2019; • Review Risk Appetite Statement (RAS) Bank; dan • Benchmark Bank. |

Rekomendasi

Rekomendasi yang diberikan Komite Manajemen Risiko tahun 2019 dijelaskan sebagai berikut.

1. Terkait dengan kredit ProBiz yang berdasarkan nilai jaminan, maka proses penilaian jaminan harus dilakukan secara benar dan agar dilakukan verifikasi secara *sampling*;
2. Pada proses penyelesaian agunan yang diambil alih (AYDA) agar tetap dilakukan secara optimal sehingga tidak membebani laba Bank. Selain itu, terhadap penyelesaian AYDA melalui penjualan sukarela dan lelang agar lebih dimaksimalkan; dan
3. Agar dilakukan peningkatan kedisiplinan terhadap pelaksanaan *key control self-assessment* (KCSA) dan pengisian pada *loss event database* (LED) oleh user/cabang sebagai bentuk pengendalian manajemen risiko operasional.

Mekanisme Pengangkatan dan Pemberhentian Susunan Komite Manajemen Risiko

Pengangkatan dan pemberhentian anggota Komite Manajemen Risiko Bank mengacu Surat Keputusan Direksi Bank Sahabat Sampoerna tentang Penetapan Anggota Komite Manajemen Risiko dan mengacu pada Memorandum Internal mengenai Penyempurnaan Susunan Komite Manajemen Risiko Bank Sahabat Sampoerna.

Komite Kebijakan Perkreditan

Komite Kebijakan Perkreditan berperan untuk memberikan masukan kepada Direksi dalam penyusunan perkreditan, mengawasi pelaksanaan kebijakan, memantau perkembangan dan kondisi portofolio kredit, serta memberikan saran-saran langkah perbaikan. Komite ini dibentuk dengan mengacu pada Peraturan Otoritas Jasa Keuangan No. 42/POJK.03/2017 tanggal 12 Juli 2017 tentang Kewajiban Penyusunan dan Pelaksanaan Kebijakan Perkreditan atau Pembiayaan Bank bagi Bank Umum.

Pedoman Kerja

Bank Sahabat Sampoerna memiliki pedoman kerja bagi Komite Kebijakan Perkreditan yang tercantum dalam Memo No. 09/198/MI/CP/X/2017 Perihal: Penyempurnaan Susunan Komite Kebijakan Perkreditan (KKP) – Bank Sahabat Sampoerna.

Fungsi dan Tanggung Jawab

1. Fungsi Komite Kebijakan Perkreditan adalah:
 - a. Memberikan masukan kepada Direksi dalam penyusunan Kebijakan Perkreditan Bank, terutama yang berkaitan dengan perumusan prinsip kehati-hatian dalam perkreditan atau pembiayaan;
 - b. Mengawasi agar Kebijakan Perkreditan Bank dapat diterapkan dan dilaksanakan secara konsekuen dan konsisten serta merumuskan pemecahan dalam hal terdapat hambatan atau kendala dalam penerapan Kebijakan Perkreditan Bank;
 - c. Melakukan kajian berkala terhadap Kebijakan Perkreditan Bank dan memberikan saran kepada Direksi dalam hal diperlukan perubahan atau perbaikan kebijakan;

Recommendation

The recommendations given by the Risk Management Committee in 2019 are explained as follows.

1. In relation to ProBiz credit which is based on collateral value, the collateral appraisal process must be carried out correctly and verification shall be conducted by sampling;
2. The process of settling foreclosed assets (AYDA) shall be carried out optimally in order not to burden the Bank's profit. Moreover, settlement of AYDA through voluntary sales and auctions shall be maximized; and
3. Discipline shall be improved on the implementation of key control self-assessment (KCSA) and filling in the loss event database (LED) by users/branches as a form of operational risk management control.

Mechanism of Appointment and Dismissal of Composition of Risk Management Committee

The appointment and dismissal of members of the Bank's Risk Management Committee refers to the Decision Letter of Board of Directors of Bank Sahabat Sampoerna on the Appointment of Members of Risk Management Committee and refers to the Internal Memorandum on Improvement of the Composition of Bank Sahabat Sampoerna's Risk Management Committee.

Credit Policy Committee

Credit Policy Committee has a role to give inputs to the Board of Directors in preparing credits, monitoring policy implementation, monitoring the development and condition of the credit portfolio, and providing suggestions for improvement. This Committee was established by referring to the Financial Services Authority Regulation No. 42/POJK.03/2017 dated 12 July 2018 on the Obligation to Prepare and Implement Policy of Bank Credit or Financing for Commercial Bank.

Work Guidelines

Bank Sahabat Sampoerna has work guidelines for the Credit Policy Committee stated in Memo No. 09/198/MI/CP/X/2017 On: Improvement of the Composition of Credit Policy Committee (KKP) – Bank Sahabat Sampoerna.

Functions and Responsibilities

1. Functions of the Credit Policy Committee are:
 - a. To provide input to the Board of Directors in preparing the Bank's Credit Policy making, especially with regard to the formulation of prudential principles in the Bank's credit or financing;
 - b. To supervise so that the Bank's Credit Policy can be implemented and executed consistently with consequence, and to formulate solutions if there are obstacles or hindrance in implementing the Bank's Credit Policy;
 - c. To periodically review the Bank's Credit Policy and advise the Board of Directors if changes to or improvements of the policy are necessary;

- d. Memantau dan mengevaluasi:
- 1) Perkembangan dan kualitas portofolio perkreditan secara keseluruhan;
 - 2) Kebenaran pelaksanaan kewenangan memutus kredit;
 - 3) Kebenaran proses pemberian, perkembangan, dan kualitas kredit yang diberikan kepada pihak yang terkait dengan Bank serta debitur-debitur besar tertentu;
 - 4) Kebenaran pelaksanaan ketentuan batas maksimum pemberian kredit;
 - 5) Ketaatan terhadap ketentuan perundang-undangan dan peraturan lainnya dalam pelaksanaan pemberian kredit;
 - 6) Penyelesaian kredit bermasalah sesuai dengan yang ditetapkan dalam Kebijakan Perkreditan Bank; dan
 - 7) Upaya Bank dalam memenuhi kecukupan jumlah penyesihan penghapusan kredit.
- e. Terhadap Kepala Satuan Kerja Audit Internal, sebagai anggota tetap, berfungsi sebagai pihak yang independen yang memberikan masukan terhadap Kebijakan Perkreditan Bank. Terkait hal ini, Satuan Kerja Audit Internal tidak berfungsi sebagai pihak yang menyetujui kebijakan perkreditan yang akan diatur dan diberlakukan di Bank.
2. Tanggung jawab Komite Kebijakan Perkreditan adalah:
- a. Menyampaikan laporan tertulis secara berkala kepada Direksi dengan tembusan kepada Dewan Komisaris mengenai:
 - 1) Hasil pengawasan atas penerapan dan pelaksanaan Kebijakan Perkreditan Bank; serta
 - 2) Hasil pemantauan dan evaluasi mengenai hal-hal yang dimaksud dalam butir 1.d di atas.
 - b. Memberikan saran langkah-langkah perbaikan kepada Direksi dengan tembusan kepada Dewan Komisaris mengenai hal-hal yang terkait dengan butir 2.a di atas.
- d. *To monitor and evaluate:*
- 1) *The development and quality of the credit portfolio in overall;*
 - 2) *The truth in implementing authority to make decision on credit;*
 - 3) *The truth of the credit distribution process, the progress and quality given to parties related to the Bank and certain major debtors;*
 - 4) *The truth of the implementation of provisions on maximum credit limit;*
 - 5) *Adherence to the provisions of laws and regulations and other regulations in the implementation of credit provision;*
 - 6) *Settlement of non-performing loans in accordance with those stipulated in the Bank's Credit Policy; and*
 - 7) *The Bank's efforts to meet the adequacy of the allowance for credit write-off;*
- e. *The Internal Audit Unit Head, as a permanent member, functions as an independent party that provides inputs on the Bank Credit Policy. In this regard, the Internal Audit Unit does not function as a party that approves the credit policy that will be regulated and enforced at the Bank.*
2. *Responsibilities of the Credit Policy Committee are:*
- a. *To provide written and periodic reports to the Board of Directors with a copy to the Board of Commissioners with regard to:*
 - 1) *Supervision results of the application and implementation of the Bank Credit Policy; and*
 - 2) *Monitoring and evaluation results on matters referred to in point 1.d above;*
 - b. *Providing suggestions for corrective steps to the Board of Directors with a copy to the Board of Commissioners on matters related to point 2.a above.*

Kedudukan Komite Kebijakan Perkreditan

Komite Kebijakan Perkreditan Bank Sahabat Sampoerna berada di bawah koordinasi Direktur Utama. Komite ini secara struktural bertanggung jawab kepada Direksi Bank.

Komposisi Keanggotaan

Komite Kebijakan Perkreditan Bank Sahabat Sampoerna terdiri dari 7 orang yang dibentuk berdasarkan Memo No. 09/198/MI/CP/X/2017 Perihal: Penyempurnaan Susunan Komite Kebijakan Perkreditan (KKP). Komposisi keanggotaan Komite Kebijakan Perkreditan akan diungkapkan pada tabel berikut.

Credit Policy Committee's Position

Bank Sahabat Sampoerna's Credit Policy Committee is under the coordination of the Chief Executive Officer. This committee is structurally responsible to the Board of Directors of the Bank.

Membership Composition

Bank Sahabat Sampoerna's Credit Policy Committee consists of 7 members, and was established based on Memo No. 09/198/MI/CP/X/2017 On: Improvement of the Composition of Credit Policy Committee (KKP). The composition of the Credit Policy Committee will be disclosed in the following table.

| | |
|---|---|
| Ketua (merangkap Anggota Tetap) <i>Head (concurrently Permanent Member)</i> | Direktur Utama <i>Chief Executive Officer</i> |
| Sekretaris (merangkap Anggota) <i>Secretary (concurrently Member)</i> | Kepala Kredit & Collection <i>Chief of Credit & Collection</i> |
| Anggota Tetap*) <i>Permanent Members*)</i> | Direktur Kepatuhan dan Manajemen Risiko <i>Compliance and Management Director</i> Kepala Divisi Satuan Kerja Manajemen Risiko <i>Enterprise Risk, Analytics, & Control Division Head</i> Kepala Divisi Satuan Kerja Kepatuhan <i>Compliance Division Head</i> Kepala Divisi Kredit ESME (ESME Kredit)**) <i>ESME Credit Division Head</i> Kepala Divisi Kredit Sektor High End SME dan Institusi Finansial**) <i>High End SME and Financial Institution Credit Division Head</i> Kepala Divisi Kredit Kontrol dan Analitik <i>Credit Control & Analytics Division Head</i> Kepala Satuan Kerja Audit Internal <i>Chief of Internal Audit</i> |
| Anggota Tidak Tetap*) <i>Non-Permanent Members*)</i> | Direktur SME, Financial Institutions, dan Jaringan Kantor**) <i>SME, Funding, Financial Institutions, and Network</i> Direktur Bisnis Mikro**) <i>Micro Business Director</i> Kepala Keuangan & Perencanaan Bisnis <i>Chief of Finance & Business Planning</i> Kepala Divisi Institusi Keuangan <i>Financial Institution Division Head</i> Kepala Pengembangan Produk Pembiayaan <i>Chief of Product Development</i> |

*) Setelah diberlakukan, baik Anggota Tetap (kecuali Kepala Satuan Kerja Audit Internal (SKAI)/Internal Audit maupun anggota tidak tetap menandatangani kebijakan perkreditan yang terkait dengan unit kerjanya saja. / After being effective, Permanent Members (except the Head of Internal Audit Work Unit/SKAI) and non-permanent members sign the credit policy related to their work units only.

**) Disesuaikan dengan segmen bisnis. / Adapted to business segments.

Independensi

Komite Kebijakan Perkreditan Bank Sahabat Sampoerna menjalankan fungsi dan tanggung jawabnya secara profesional tanpa adanya tekanan dari pihak manapun yang dapat memengaruhi kemampuannya untuk bertindak independen. Hal ini tercermin pada uraian independensi pada tabel berikut.

Independency

Bank Sahabat Sampoerna's Credit Policy Committee implements functions and responsibilities in a professional manner without coercion from any party that can influence its ability to act independently. This is reflected in the description of independence in the following table.

| Aspek Independensi <i>Independence Aspect</i> | Ketua (merangkap Anggota Tetap) <i>Head (concurrently Permanent Member)</i> | Sekretaris (merangkap Anggota) <i>Secretary (concurrently Member)</i> | Anggota Tetap <i>Permanent Member</i> | Anggota Tidak Tetap <i>Non-Permanent Members</i> |
|--|---|---|---|--|
| Tidak memiliki hubungan keuangan dengan Dewan Komisaris dan Direksi. <i>Does not have financial relationship with the Board of Commissioners and Board of Directors.</i> | √ | √ | √ | √ |
| Tidak memiliki hubungan kepengurusan dengan Pemegang Saham Pengendali, Entitas Anak, maupun perusahaan afiliasi. <i>Does not have management relationship with Controlling Shareholders, Subsidiaries, and affiliated companies.</i> | √ | √ | √ | √ |
| Tidak memiliki hubungan kepemilikan saham di Bank. <i>Does not have share ownership relationship in the Bank.</i> | √ | √ | √ | √ |
| Tidak memiliki hubungan keluarga dengan Dewan Komisaris, Direksi dan/atau sesama anggota Komite Kebijakan Perkreditan. <i>Does not have family relationship with the Board of Commissioners, Board of Directors, and/or among members of Credit Policy Committee.</i> | √ | √ | √ | √ |

√ = Aspek terpenuhi / Aspect is complied

Pelaksanaan Tugas

Pelaksanaan tugas Komite Kebijakan Perkreditan Bank Sahabat Sampoerna sepanjang 2019 diuraikan sebagai berikut:

Duty Implementation

Implementation of duties of Credit Policy Committee of Bank Sahabat Sampoerna in 2019 is described as follows:

| Program Kerja Work Program | Pelaksanaan Implementation |
|---|--|
| <p>Pelaksanaan Kebijakan Kredit yang diberlakukan Bank Sahabat Sampoerna sesuai dengan Kebijakan Perkreditan Bank; <i>The Credit Policy is implemented by Bank Sahabat Sampoerna in accordance with the Bank's Credit Policy;</i></p> | <p>Sepanjang 2019, Komite Kebijakan Perkreditan telah melakukan peninjauan ulang, diskusi, analisa, serta kesepakatan terhadap perubahan, penyesuaian, dan penyempurnaan ketentuan terkait Kebijakan Perkreditan Bank yang diberlakukan Bank Sahabat Sampoerna, yaitu:</p> <ul style="list-style-type: none"> • Kebijakan Kredit, terdiri dari 12 memo; dan • Kebijakan Penyelesaian Kredit Bermasalah, termasuk kewenangannya, terdiri dari 2 memo. |
| <p>Pelaksanaan Kebijakan Kredit dilakukan secara konsisten pada segmen pembiayaan yang dilakukan Bank Sahabat Sampoerna; <i>The Credit Policy is carried out consistently in the financing segment conducted by Bank Sahabat Sampoerna;</i></p> | <p>Perubahan, penyesuaian, dan penyempurnaan kebijakan tersebut termasuk juga yang berkaitan dengan ketaatan terhadap ketentuan regulator yang diberlakukan.</p> |
| <p>Kebenaran pelaksanaan kewenangan memutus kredit sesuai dengan kewenangan yang telah ditentukan; <i>Proper exercise of authority to decide for credit is in accordance with the specified authority;</i></p> | <p>Throughout 2019, the Credit Policy Committee conducted review, discussion, analysis, and agreement on amendments, adjustments, and improvements to provisions relating to the Bank's Credit Policy applied by Bank Sahabat Sampoerna, which are:</p> <ul style="list-style-type: none"> • Credit Policy, consisting of 12 memos; and • Non-Performing Loans Settlement Policy, including its authority, consisting of 2 memos. |
| <p>Ketaatan terhadap ketentuan perundang-undangan dan peraturan lainnya dalam pelaksanaan pemberian kredit, termasuk ketentuan regulator yang diberlakukan; serta <i>Adherence to the provisions of other laws and regulations in the implementation of credit provision, including the applicable regulatory provisions; and</i></p> | <p>Amendments, adjustments, and improvements to the policy including those relating to compliance with the applicable regulatory provisions.</p> |
| <p>Penyelesaian kredit bermasalah sesuai dengan yang ditetapkan dalam Kebijakan Perkreditan Bank, termasuk dalam hal kewenangan pemutusnya. <i>Settlement of non-performing loans in accordance with those stipulated in the Bank's Credit Policy, including in terms of the authority for decision.</i></p> | |

Rapat

Komite Kebijakan Perkreditan Bank Sahabat Sampoerna menyelenggarakan rapat sekurang-kurangnya 1 kali dalam sebulan atau disesuaikan dengan kebutuhan. Sepanjang 2019, Komite Kebijakan Perkreditan Bank Sahabat Sampoerna tercatat mengadakan rapat sebanyak 6 kali dengan rincian sebagai berikut.

Meetings

Bank Sahabat Sampoerna's Credit Policy Committee holds meetings at least once a month or as needed. Throughout 2019, the Bank Sahabat Sampoerna's Credit Policy Committee was recorded to have 6 meetings with the following details.

| Tanggal Date | Agenda Agenda |
|---|---|
| 26 February 2019 (Gabung Periode Januari 2019) <i>(Combined with Period of January 2019)</i> | Update dan Pembahasan mengenai Usulan dan Inisiatif Kebijakan Kredit SME, Mikro, dan FI Bank Sahabat Sampoerna. <i>Update and Discussion on the Proposal and Initiative of SME, Micro, and FI Credit Policy of Bank Sahabat Sampoerna.</i> |
| 12 April 2019 (Gabung Periode Maret 2019) <i>(Combined with Period of March 2019)</i> | Update dan Pembahasan mengenai Usulan dan Inisiatif Kebijakan Kredit SME, Mikro, dan FI Bank Sahabat Sampoerna. <i>Update and Discussion on the Proposal and Initiative of SME, Micro, and FI Credit Policy of Bank Sahabat Sampoerna.</i> |
| 18 June 2019 (Gabung Periode Mei 2019) <i>(Combined with Period of May 2019)</i> | Update dan Pembahasan mengenai Usulan dan Inisiatif Kebijakan Kredit SME, Mikro, dan FI Bank Sahabat Sampoerna. <i>Update and Discussion on the Proposal and Initiative of SME, Micro, and FI Credit Policy of Bank Sahabat Sampoerna.</i> |
| 16 August 2019 (Gabung Periode Juli 2019) <i>(Combined with Period of July 2019)</i> | Update dan Pembahasan mengenai Usulan dan Inisiatif Kebijakan Kredit SME dan Mikro Bank Sahabat Sampoerna. <i>Update and Discussion on the Proposal and Initiative of SME, and Micro Credit Policy of Bank Sahabat Sampoerna.</i> |
| 11 October 2019 (Gabung Periode September 2019) <i>(Combined with Period of September 2019)</i> | Update dan Pembahasan mengenai Usulan dan Inisiatif Kebijakan Kredit SME Mikro, dan FI Bank Sahabat Sampoerna. <i>Update and Discussion on the Proposal and Initiative of SME, Micro, and FI Credit Policy of Bank Sahabat Sampoerna.</i> |
| 19 December 2019 (Gabung Periode November 2019) <i>(Combined with Period of November 2019)</i> | Update dan Pembahasan mengenai Usulan dan Inisiatif Kebijakan Kredit SME dan Mikro Bank Sahabat Sampoerna. <i>Update and Discussion on the Proposal and Initiative of SME, and Micro Credit Policy of Bank Sahabat Sampoerna.</i> |

Mekanisme Pengangkatan dan Pemberhentian Susunan Komite Kebijakan Perkreditan

Pengangkatan dan pemberhentian anggota Komite Kebijakan Perkreditan mengacu Surat Keputusan Direksi Bank Sahabat Sampoerna tentang Penetapan Anggota Komite Kebijakan Perkreditan dan mengacu pada Memorandum Internal mengenai Penyempurnaan Susunan Komite Kebijakan Perkreditan Bank Sahabat Sampoerna.

ALCO

ALCO atau *Assessts Liability Committe* merupakan organ pendukung Direksi yang bertanggung jawab dalam menetapkan kebijakan dan strategi pengelolaan risiko tingkat suku bunga di *banking book* serta mengawasi penerapan dan pelaksanaannya. Tujuan utama ALCO adalah mengoptimalkan hasil usaha Bank dengan tetap memperhatikan batasan-batasan risiko yang ditetapkan.

Pedoman Kerja

Bank Sahabat Sampoerna memiliki pedoman kerja bagi ALCO yang tercantum dalam Kebijakan Khusus Tresuri.

Tugas dan Tanggung Jawab

Tugas dan tanggung jawab ALCO adalah untuk mengevaluasi, memantau, dan membuat prakiraan (proforma) kinerja Bank di masa mendatang berkaitan dengan kinerja pengelolaan risiko yang melekat pada aset dan liabilitas. Hal tersebut timbul disebabkan oleh adanya ketidakseimbangan neraca (aset dan liabilitas) dan/atau ketidakseimbangan arus kas (penerimaan dan pembayaran).

Kedudukan ALCO

ALCO Bank Sahabat Sampoerna berada di bawah koordinasi Direktur Utama. Komite ini secara struktural bertanggung jawab kepada Direktur Utama.

Komposisi Keanggotaan

ALCO Bank Sahabat Sampoerna terdiri dari 13 orang yang dibentuk berdasarkan Kebijakan Khusus Tresuri BSS/KK-TRS/TRS/02 dengan masa jabatan sampai adanya perubahan. Komposisi keanggotaan ALCO diungkapkan dalam tabel di bawah ini.

| | |
|---|---|
| Ketua (merangkap Anggota Tetap) <i>Head (concurrently Permanent Member)</i> | Direktur Utama <i>Chief Executive Officer</i> |
| Wakil Ketua (merangkap Anggota) <i>Vice Head (concurrently Member)</i> | Kepala Keuangan & Perencanaan Bisnis <i>Chief of Finance & Business Planning</i> |
| Sekretaris (merangkap Anggota) <i>Secretary (concurrently Member)</i> | Kepala Tresuri dan Pembelian Aset <i>Treasury and Asset Buying Group Head</i> |

Mechanism of Appointment and Dismissal of Composition of Credit Policy Committee

The appointment and dismissal of members of Credit Policy Committee refers to the Decision Letter of Board of Directors of Bank Sahabat Sampoerna on the Appointment of Members of Credit Policy Committee and refers to the Internal Memorandum on Improvement of the Composition of Bank Sahabat Sampoerna's Credit Policy Committee.

ALCO

ALCO or Assets Liability Committee is a supporting organ of the Board of Directors responsible for setting policies and strategies for managing interest rate risk at the banking book and overseeing the application and implementation. ALCO's main objective is to optimize the Bank's business results, but still consider the specified risk limits.

Work Guidelines

Bank Sahabat Sampoerna has work guidelines for ALCO stated in Treasury Special Policy.

Duties and Responsibilities

ALCO's duties and responsibilities are to evaluate, monitor, and make a prediction (proforma) of the Bank's future performance related to the performance of risk management inherent in assets and liabilities. This arises from an imbalance in the balance sheet (assets and liabilities) and/or an imbalance in cash flow (receipts and payments).

ALCO's Position

Bank Sahabat Sampoerna's ALCO is under the coordination of the Chief Executive Officer. This committee is structurally responsible to the Chief Executive Officer.

Membership Composition

Bank Sahabat Sampoerna's ALCO consists of 13 people, which was established based on the Treasury Special Policy of BSS/KK-TRS/TRS/02 with a term of office until there is a change. Composition of ALCO is disclosed in the table below.

Anggota Tetap
Permanent Member

Direktur Kepatuhan dan Manajemen Risiko
Compliance and Risk Management Director
 Direktur UKM, Pendanaan, *Financial Institutions*, dan Jaringan Kantor
SME, Funding, Financial Institutions, and Network Director
 Kepala Kredit & Collection
Chief of Credit & Collection
 Direktur Bisnis Mikro
Micro Business Director
 Kepala Tresuri dan Pembelian Aset
Treasury and Asset Buying Group Head
 Kepala Institusi Finansial
Financial Institution Division Head
 Kepala Bisnis Pendanaan
Funding Business Division Head
 Kepala Perencanaan Korporasi
Corporate Planning Division Head
 Kepala Perencanaan Bisnis
Business Planning Division Head
 Kepala Satuan Kerja Manajemen Risiko
Enterprise Risk and Control Division (SKMR)
 Chief of Internal Audit

Independensi

ALCO Bank Sahabat Sampoerna melaksanakan tugas dan tanggung jawabnya secara profesional dan terbebas dari kepentingan pihak mana pun yang dapat mempengaruhinya untuk bertindak independen. Hal ini tercermin pernyataan independensi yang diuraikan pada tabel di bawah ini.

Independency

Bank Sahabat Sampoerna's ALCO implements its duties and responsibilities professionally and is free from the interests of any party that can influence it to act independently. This is reflected in the statement of independence described in the table below.

| Aspek Independensi <i>Independence Aspect</i> | Ketua (merangkap Anggota Tetap) <i>Head (concurrently Permanent Member)</i> | Wakil Ketua (merangkap Anggota) <i>Vice Head (concurrently Member)</i> | Sekretaris (merangkap Anggota) <i>Secretary (concurrently Member)</i> | Anggota Tetap <i>Permanent Member</i> | Anggota Tidak Tetap Non-Permanent Members |
|---|---|--|---|---|--|
| Tidak memiliki hubungan keuangan dengan Dewan Komisaris dan Direksi. <i>Does not have financial relationship with the Board of Commissioners and Board of Directors.</i> | √ | √ | √ | √ | √ |
| Tidak memiliki hubungan kepengurusan dengan Pemegang Saham Pengendali, Entitas Anak, maupun perusahaan afiliasi. <i>Does not have management relationship with Controlling Shareholders, Subsidiaries, and affiliated companies.</i> | √ | √ | √ | √ | √ |
| Tidak memiliki hubungan kepemilikan saham di Bank. <i>Does not have share ownership relationship in the Bank.</i> | √ | √ | √ | √ | √ |
| Tidak memiliki hubungan keluarga dengan Dewan Komisaris, Direksi dan/atau sesama anggota ALCO. <i>Does not have family relationship with the Board of Commissioners, Board of Directors, and/or among ALCO members.</i> | √ | √ | √ | √ | √ |

√ = Aspek terpenuhi / *Aspect is complied*

Pelaksanaan Tugas

Pelaksanaan tugas ALCO Bank Sahabat Sampoerna sepanjang tahun 2019, yaitu mengadakan rapat ALCO yang diselenggarakan secara rutin setiap bulannya.

Duty Implementation

The implementation of duties of Bank Sahabat Sampoerna's ALCO in 2019 was regularly holding ALCO meeting every month.

Rapat

ALCO Bank Sahabat Sampoerna melakukan rapat paling kurang 1 kali dalam sebulan atau disesuaikan dengan kebutuhan. Sepanjang tahun 2019, ALCO Bank Sahabat Sampoerna tercatat mengadakan rapat sebanyak 12 kali dengan rincian sebagai berikut.

| Tanggal Date | Agenda Agenda |
|-------------------|---|
| 16 January 2019 | |
| 20 February 2019 | |
| 20 March 2019 | |
| 22 April 2019 | |
| 20 May 2019 | |
| 24 June 2019 | Kondisi Pasar Nasional dan Global, Likuiditas Keuangan Bank, SBDK, dan Suku Bunga DPK. |
| 22 July 2019 | National and Global Market Condition, Bank Financial Liquidity, Prime Lending Rate, and TPF Interest Rates. |
| 19 August 2019 | |
| 16 September 2019 | |
| 14 October 2019 | |
| 11 November 2019 | |
| 12 December 2019 | |

Mekanisme Pengangkatan dan Pemberhentian Susunan ALCO

Pengangkatan dan pemberhentian anggota ALCO mengacu Surat Keputusan Direksi Bank Sahabat Sampoerna tentang Penetapan Anggota ALCO dan mengacu pada Memorandum Internal mengenai Penyempurnaan Susunan ALCO Bank Sahabat Sampoerna.

Komite Pengarah Teknologi Informasi

Komite Pengarah Teknologi Informasi berperan dalam membantu Direksi untuk merumuskan rencana strategis pengembangan teknologi informasi (TI), serta memastikan pelaksanaannya sesuai dengan rencana strategis Bank. Tujuan pembentukan komite ini adalah untuk meningkatkan efisiensi kegiatan operasional serta mutu pelayanan dengan tetap memperhatikan prinsip kehati-hatian dan berbagai aspek manajemen risiko.

Pedoman Kerja

Bank Sahabat Sampoerna memiliki pedoman kerja bagi Komite Pengarah Teknologi Informasi yang tercantum dalam Surat Keputusan Direksi PT Bank Sahabat Sampoerna No. Skep-001/BSS/DIR/III/2019.

Tugas dan Tanggung Jawab

Tugas dan tanggung jawab Komite Pengarah Teknologi Informasi Bank Sahabat Sampoerna adalah memberikan rekomendasi kepada Direksi terkait:

- Rencana strategis TI yang sejalan dengan rencana strategis kegiatan usaha Bank;
Hal-hal yang perlu diperhatikan Komite Pengarah Teknologi Informasi dalam pemberian rekomendasi yaitu:
 - Peta jalan (*road-map*) untuk mencapai kebutuhan TI yang mendukung strategi bisnis Bank. Peta jalan terdiri dari kondisi saat ini (*current state*), kondisi yang ingin dicapai (*future state*), dan langkah-langkah yang akan dilakukan untuk mencapai kondisi yang ingin dicapai;

Meetings

Bank Sahabat Sampoerna's ALCO holds meetings at least once a month or as needed. Throughout 2019, Bank Sahabat Sampoerna's ALCO was recorded to hold 12 meetings with the following details.

Mechanism of Appointment and Dismissal of ALCO Composition

The appointment and dismissal of ALCO members refers to the Decision Letter of Board of Directors of Bank Sahabat Sampoerna on the Appointment of ALCO Members and refers to the Internal Memorandum on Improvement of ALCO Composition of Bank Sahabat Sampoerna.

Information Technology Steering Committee

The Information Technology Steering Committee has a role in assisting the Board of Directors to formulate a strategic plan for the development of information technology (IT), and to ensure that its implementation complies with the Bank's strategic plan. The purpose of establishing this committee is to improve the efficiency of operational activities and service quality while still considering the prudential principles and various aspects of risk management.

Work Guidelines

Bank Sahabat Sampoerna has work guidelines for the Information Technology Steering Committee stated in the Decision Letter of Board of Directors of PT Bank Sahabat Sampoerna No. Skep-001/BSS/DIR/III/2019.

Duties and Responsibilities

The duties and responsibilities of Bank Sahabat Sampoerna's Information Technology Steering Committee are to provide recommendations to the Board of Directors regarding:

- IT strategic plan in line with the strategic plan of the Bank's business;
Matters requiring attention of the Information Technology Steering Committee in providing recommendations, which are:
 - The road map to meet Information Technology needs that support the Bank's business strategies. The road map consists of current state, future state, and steps to be taken to achieve the future state;

- b. Sumber daya yang dibutuhkan;
 - c. Manfaat yang diperoleh saat rencana strategis TI diterapkan; dan
 - d. Kendala yang mungkin timbul dalam penerapan rencana strategis TI;
2. Perumusan kebijakan, standar, dan prosedur TI yang utama, misalnya kebijakan pengamanan TI dan manajemen risiko terkait penggunaan TI di Bank;
 3. Kesesuaian antara proyek TI yang disetujui dengan rencana strategis TI, serta penetapan status prioritas proyek TI yang bersifat kritis yang berdampak terhadap kegiatan operasional Bank;
 4. Kesesuaian antara pelaksanaan proyek TI dengan rencana proyek yang disepakati (*project charter*). Hal ini dilengkapi dengan hasil analisis dari proyek TI yang utama sehingga memungkinkan Direksi mengambil keputusan secara efisien;
 5. Kesesuaian antara TI dengan kebutuhan sistem informasi manajemen serta kebutuhan kegiatan usaha Bank;
 6. Efektivitas langkah-langkah dalam meminimalisasi risiko atas investasi Bank pada sektor TI;
 7. Pemantauan atas kinerja TI dan upaya peningkatan kinerja TI;
 8. Penyelesaian masalah terkait TI yang tidak dapat diselesaikan oleh satuan kerja pengguna dan penyelenggara TI; serta
 9. Kecukupan dan alokasi sumber daya yang dimiliki Bank. Terkait hal ini, Komite Pengarah Teknologi Informasi harus memastikan Bank telah memiliki kebijakan dan prosedur terkait penggunaan jasa pihak lain dalam penyelenggaraan TI.

Kedudukan Komite Pengarah Teknologi Informasi

Komite Pengarah Teknologi Bank Sahabat Sampoerna berada di bawah koordinasi Direktur Operasi dan Teknologi Informasi. Komite ini secara struktural bertanggung jawab kepada Direktur Utama.

Komposisi Keanggotaan

Komite Pengarah Teknologi Informasi Bank Sahabat Sampoerna terdiri dari 7 orang yang dibentuk berdasarkan Peraturan Otoritas Jasa Keuangan No. 38/POJK.03/2016, Surat Edaran Otoritas Jasa Keuangan No. 21/SEOJK, Akta Anggaran Dasar PT Bank Sahabat Sampoerna No. 52 tanggal 9 Juni 2011, Akta Anggaran Dasar PT Bank Sahabat Sampoerna No. 37 tanggal 28 April 2015, Surat Keputusan Direksi PT Bank Sahabat Sampoerna No. Skep-001/BSS/DIR/III/2019 tanggal 8 Maret 2019 dengan masa jabatan sampai Keputusan RUPS atau perubahan susunan. Komposisi keanggotaan Komite Pengarah Teknologi Informasi diungkapkan dalam tabel di bawah ini.

Ketua (merangkap Anggota Tetap)
Head (concurrently Permanent Member)

Direktur Operasi dan Teknologi Informasi
Operations and Information Technology Director

Sekretaris (merangkap Anggota)
Secretary (concurrently Member)

Kepala Teknologi Informasi
Information Technology Group Head

Position of Information Technology Steering Committee

Bank Sahabat Sampoerna's Technology Steering Committee is under the coordination of Director of Operations and Information Technology. This committee is structurally responsible to the Chief Executive Officer.

Membership Composition

Bank Sahabat Sampoerna's Information Technology Steering Committee consists of 7 members and is established based on the Financial Services Authority Regulation No. 38/POJK.03/2016, Financial Services Authority Circular No. 21/SEOJK, Deed of Articles of Association of PT Bank Sahabat Sampoerna No. 52 dated 9 June 2011, Deed of Articles of Association of PT Bank Sahabat Sampoerna No. 37 dated 28 April 2015, Decision Letter of Board of Directors of PT Bank Sahabat Sampoerna No. Skep-001/BSS/DIR/III/2019 dated 8 March 2019 with the term of office until the GMS Resolutions or changes in the composition. The composition of Information Technology Steering Committee is disclosed in the table below.

Anggota Tetap
Permanent Member

Direktur Utama
Chief Executive Officer
Direktur UKM, Pendanaan, *Financial Institutions*, dan Jaringan Kantor
SME, Funding, *Financial Institutions*, and Branch Network Director
Kepala Keuangan & Perencanaan Bisnis
Chief of Finance & Business Planning
Kepala Kredit & Collection
Chief of Credit & Collection
Kepala Operasional Bank
Bank Operations Group Head
Kepala Satuan Kerja Manajemen Risiko
Enterprise Risk and Control Division (SKMR)
Kepala Satuan Kerja Kepatuhan
Compliance Division Head

Independensi

Sepanjang 2019, seluruh anggota Komite Pengarah Teknologi Informasi menjalankan tugas dan tanggung jawabnya secara profesional dan tidak mendapat intervensi dari pihak manapun. Hal tersebut tercermin dalam pemenuhan aspek independensi Komite Pengarah Teknologi Informasi yang diungkapkan pada tabel berikut.

Independency

Throughout 2019, all members of the Information Technology Steering Committee implemented their duties and responsibilities in a professional manner and were not subject to intervention from any party. This is reflected in the fulfillment of the independence aspects of the Information Technology Steering Committee, which is disclosed in the following table.

| Aspek Independensi <i>Independence Aspect</i> | Ketua (merangkap Anggota Tetap) Head (Concurrently Permanent Member) | Sekretaris (merangkap Anggota) Secretary (concurrently Member) | Anggota Tetap Permanent Member |
|---|---|---|---|
| Tidak memiliki hubungan keuangan dengan Dewan Komisaris dan Direksi. <i>Does not have financial relationship with the Board of Commissioners and Board of Directors.</i> | √ | √ | √ |
| Tidak memiliki hubungan kepengurusan dengan Pemegang Saham Pengendali, Entitas Anak, maupun perusahaan afiliasi. <i>Does not have management relationship with Controlling Shareholders, Subsidiaries, and affiliated companies.</i> | √ | √ | √ |
| Tidak memiliki hubungan kepemilikan saham di Bank. <i>Does not have share ownership relationship in the Bank.</i> | √ | √ | √ |
| Tidak memiliki hubungan keluarga dengan Dewan Komisaris, Direksi dan/atau sesama anggota Komite Pengarah Teknologi Informasi. <i>Does not have family relationship with Board of Commissioners, Board of Directors, and/or among members of Information Technology Steering Committee.</i> | √ | √ | √ |

√ = Aspek terpenuhi / Aspect is complied

Pelaksanaan Tugas

Pelaksanaan tugas Komite Pengarah Teknologi Informasi Bank Sahabat Sampoerna sepanjang tahun 2019 diuraikan sebagai berikut.

Duty Implementation

Implementation of duties of Information Technology Steering Committee of Bank Sahabat Sampoerna in 2019 is described as follows.

| Program Kerja <i>Work Program</i> | Pelaksanaan <i>Implementation</i> |
|--|---|
| Pelaksanaan proyek TI dengan Rencana Pengembangan Aplikasi sesuai dengan Rencana Bisnis Bank 2019. <i>Implementation of IT projects with the Application Development Plan in accordance with the 2019 Bank Business Plan.</i> | <ul style="list-style-type: none"> • Modernisasi <i>Human Capital Informaton System</i>; • Implementasi Loket BSS; • Pengembangan pada: <ul style="list-style-type: none"> - <i>Virtual Account</i>; - <i>Loan Origination System</i>; - <i>Mobile Banking dan TASAKU Mobile</i>; - <i>Sistem Collection</i>; - <i>Combine Statement</i>; dan - <i>Corporate Debit Car</i>. |

| Program Kerja Work Program | | Pelaksanaan Implementation |
|--|--|--|
| Pemantauan pembaruan <i>standard</i> and <i>procedur</i> TI sesuai dengan manajemen risiko TI. <i>Monitoring IT standards and procedures updates in accordance with IT risk management.</i> | Standar dan prosedur TI disesuaikan dengan kebijakan perusahaan dan Peraturan Otoritas Jasa Keuangan No. 38/POJK.03/2016 serta Surat Edaran Otoritas Jasa Keuangan No. 21/SEOJK.03/2017. | <i>IT standards and procedures are in accordance with the Company Policy and Financial Services Authority Regulation No. 38/POJK.03/2016 and Financial Services Authority Circular No. 21/SEOJK.03/2017.</i> |
| Pemantauan terhadap tindak lanjut dari hasil pemeriksaan audit SKAI, independen audit, dan regulator. <i>Monitoring of follow up of results of SKAI audit, independent audit, and regulatory audit.</i> | Pemenuhan tindak lanjut dari hasil pemeriksaan audit sesuai dengan target waktu. | <i>Completing the follow-up of audit results in accordance with the targeted time.</i> |

Rapat

Rapat Komite Pengarah Teknologi Informasi dilakukan secara berkala, sekurang-kurangnya 4 kali dalam setahun (triwulanan) atau sesuai kebutuhan. Rapat tersebut wajib dihadiri seluruh Direktur dan pejabat terkait. Sepanjang tahun 2019, Komite Pengarah Teknologi Bank Sahabat Sampoerna tercatat mengadakan rapat sebanyak 4 kali dengan rincian sebagai berikut.

Meetings

Information Technology Steering Committee meetings are held regularly, at least 4 times a year (quarterly) or as needed. The meetings must be attended by all Directors and related officials. Throughout 2019, Bank Sahabat Sampoerna's Technology Steering Committee was recorded to have 4 meetings with the following details.

| Tanggal Date | Agenda Agenda | Agenda Agenda |
|-----------------|---|--|
| 15 January 2019 | IT Steering Committee Meeting Q1 <ul style="list-style-type: none"> Status Update : Audit TI; Status Update : Pembaruan SPO TI; Project Update : Sistem Informasi Human Capital (HCIS); Project Update : Virtual Account – New API; Project Update : Corporate Debit Card; Project Update : Loket BSS; Project Update : Mobile Banking and Tasaku Mobile Phase 2; Project Update : eMoney; Project Update : Combine Statement; New Project : Bancassurance Phase 2; New Project : Apolo; New Project : Antasena; dan Aktivitas Lainnya. | IT Steering Committee Meeting Q1 <ul style="list-style-type: none"> Status Update : IT Audit; Status Update : IT SOP Update; Project Update : Human Capital Information System (HCIS); Project Update : Virtual Account – New API; Project Update : Corporate Debit Card; Project Update : BSS Counter; Project Update : Mobile Banking and Tasaku Mobile Phase 2; Project Update : eMoney; Project Update : Combine Statement; New Project : Bancassurance Phase 2; New Project : Apolo; New Project : Antasena; and Other Activities |
| 22 April 2019 | IT Steering Committee Meeting Q2 <ul style="list-style-type: none"> Status Update : Audit TI; Status Update : Audit TI oleh Otoritas Jasa Keuangan KPS TI; Project Update : IFRS 9; Project Update : APOLLO; Project Update : ANTASENA; Project Update : Virtual Account –New API; Project Update : Corporate Debit Card; Project Update : Mobile Banking and Tasaku Mobile Phase 2; Project Update : eMoney; Project Update : Collection System; Project Update : Bancassurance Phase 2; New Project : Digital In Branch and Out Branch; dan New Project : Mobile Agency System. | IT Steering Committee Meeting Q2 <ul style="list-style-type: none"> Status Update : IT Audit; Status Update : IT Audit by Financial Services Authority KPS TI; Project Update : IFRS 9; Project Update : APOLLO; Project Update : ANTASENA; Project Update : Virtual Account –New API; Project Update : Corporate Debit Card; Project Update : Mobile Banking and Tasaku Mobile Phase 2; Project Update : eMoney; Project Update : Collection System; Project Update : Bancassurance Phase 2; New Project : Digital In Branch and Out Branch; and New Project : Mobile Agency System |

| Tanggal Date | Agenda Agenda | Agenda Agenda |
|-----------------|---|---|
| 16 July 2019 | IT Steering Committee Meeting Q3 <ul style="list-style-type: none"> • Status Update : Audit TI oleh SKAI; • Status Update : Audit TI oleh Otoritas Jasa Keuangan KPS TI; • Status Update : Peninjauan Ulang Hak Akses User ID; • Project Update : Test Penetrasi Server dan Aplikasi Data Center; • Project Update : PSAK71/IFRS 9; • Project Update : APOLO; • Project Update : ANTASENA; • Project Update : Collection System; • Project Update : Digital Branch; • Project Project : Mobile Agency System; • Project Update : Sistem Rekonsiliasi; • Project Update : Virtual Account – New API; • Project Update : Corporate Debit Card (CDC); • Project Update : Mobile Banking and Tasaku Mobile Phase 2; • Project Update : eMoney; • Project Update : Delivery Channel – Product Roadmap 2018-2020; dan • Project Update : BSS System Architecture. | IT Steering Committee Meeting Q3 <ul style="list-style-type: none"> • Status Update : IT Audit by SKAI; • Status Update : IT Audit by Financial Services Authority KPS TI; • Status Update : Review of User ID Access Rights; • Project Update : Test of Server Penetration and Data Center Application; • Project Update : PSAK71/IFRS 9; • Project Update : APOLO; • Project Update : ANTASENA; • Project Update : Collection System; • Project Update : Digital Branch; • Project Update : Mobile Agency System; • Project Update : Reconciliation System; • Project Update : Virtual Account – New API; • Project Update : Corporate Debit Card (CDC); • Project Update : Mobile Banking and Tasaku Mobile Phase 2; • Project Update : eMoney; • Project Update : Delivery Channel – Product Roadmap 2018-2020; and • Project Update : BSS System Architecture. |
| 1 November 2019 | IT Steering Committee Meeting Q4 <ul style="list-style-type: none"> • Status Update : Pemeriksaan Audit TI 2019; • Status Update : Audit TI oleh SKAI; • Status Update : Audit TI oleh Otoritas Jasa Keuangan KPS TI; • Project Update : IT Infrastructure and Security; • Status Update : IFRS 9/PSAK 71; • Status Update : IFRS 16/PSAK 73; • Status Update : APOLO; • Status Update : ANTASENA; • Status Update : OBOX; • Status Update : New LOS; • Status Update : Property Geotag (ProGe); • Status Update : eForm BSS; • Status Update : Mobile Agency System; • Status Update : Procurement System; • Status Update : Channeling System; • Status Update : eMoney; dan • Status Update : Corporate Debit Card. | IT Steering Committee Meeting Q4 <ul style="list-style-type: none"> • Status Update : IT Audit 2019; • Status Update : IT Audit by SKAI; • Status Update : IT Audit by Financial Services Authority KPS TI; • Project Update : IT Infrastructure and Security; • Status Update : IFRS 9/PSAK 71; • Status Update : IFRS 16/PSAK 73; • Status Update : APOLO; • Status Update : ANTASENA; • Status Update : OBOX; • Status Update : New LOS; • Status Update : Property Geotag (ProGe); • Status Update : eForm BSS; • Status Update : Mobile Agency System; • Status Update : Procurement System; • Status Update : Channeling System; • Status Update : eMoney; and • Status Update : Corporate Debit Card. |

Mekanisme Pengangkatan dan Pemberhentian Ketua Komite Pengarah Teknologi Informasi

Ketua Komite Pengarah Teknologi Informasi Bank Sahabat Sampoerna diangkat dan diberhentikan oleh Direksi dengan masa jabatan tidak lebih lama dari Direktur Bank. Pihak yang diangkat menjadi Ketua Komite Pengarah Teknologi Informasi harus seorang Direktur yang membawahi bidang teknologi dan informasi Bank. Ketua Komite Pengarah Teknologi Informasi akan diberhentikan dari posisinya jika masa tugasnya selesai. Namun, Ketua Komite ini dapat diberhentikan sebelum masa jabatannya berakhir dengan ketentuan sebagai berikut.

1. Keputusan RUPS; atau
2. Surat Keputusan Direksi PT Bank Sahabat Sampoerna.

Komite Manajemen Risiko Operasional

Komite Manajemen Risiko Operasional merupakan bagian dari Komite Manajemen Risiko Bank Sahabat Sampoerna. Namun, Komite ini lebih berfokus pada pengelolaan manajemen risiko operasional dan risiko lainnya, seperti risiko hukum, strategis, reputasi, dan kepatuhan.

Mechanism of Appointment and Dismissal of Head of the Information Technology Steering Committee

The Head of Bank Sahabat Sampoerna's Information Technology Steering Committee is appointed and dismissed by the Board of Directors with a term of office no longer than the Director of the Bank. The party appointed as the Head of Information Technology Steering Committee must be a Director in charge of the Bank's technology and information. The Head of Information Technology Steering Committee will be dismissed from the position if the term of office ends. However, the Head of this Committee may be dismissed before the end of the term of office under the following provisions.

1. GMS Resolutions; or
2. Decision Letter of Board of Directors of PT Bank Sahabat Sampoerna.

Operational Risk Management Committee

The Operational Risk Management Committee is part of Bank Sahabat Sampoerna's Risk Management Committee. However, this Committee is more focused on managing operational risk management and other risks, such as legal, strategic, reputation, and compliance risks.

Tujuan dibentuknya Komite Manajemen Risiko Operasional yaitu untuk:

1. Memastikan efektivitas pelaksanaan manajemen risiko operasional dan lainnya secara menyeluruh; dan
2. Mendukung strategi Bank sesuai dengan kebijakan dan prosedur risiko operasional serta memastikan strategi tersebut sudah dilaksanakan dengan efektif oleh divisi bisnis serta fungsi-fungsi pendukung, sejalan dengan strategi dan bisnisnya masing-masing.

Pedoman Kerja

Bank memiliki pedoman kerja bagi Komite Manajemen Risiko Operasional yang tercantum dalam Kebijakan Umum Manajemen Risiko khususnya pada Bab mengenai Penerapan Manajemen Risiko Operasional dan tercantum dalam Kebijakan Khusus Manajemen Risiko Operasional Bank Sahabat Sampoerna.

Tugas dan Tanggung Jawab

Komite Manajemen Risiko Operasional bertugas untuk melakukan evaluasi terhadap implementasi kebijakan manajemen risiko serta memberi saran kepada manajemen terkait kebijakan maupun tindak lanjut yang harus di ambil. Komite ini memfasilitasi forum yang dapat digunakan untuk pelaksanaan identifikasi, penilaian, mitigasi, dan pemantauan yang berkelanjutan atas tren risiko dan isu operasional lainnya.

Komite Manajemen Risiko Operasional memberikan beberapa rekomendasi kepada Komite Manajemen Risiko, seperti:

1. Melaporkan hasil KCSA yang dilakukan oleh setiap divisi, terutama kantor cabang;
2. Melaporkan kemajuan/perkembangan cabang atas komitmen temuan KCSA; dan
3. Membahas *loss event* dan *lesson learned* untuk meningkatkan pengelolaan risiko operasional.

Kedudukan Komite Manajemen Risiko Operasional

Komite Manajemen Risiko Operasional Bank Sahabat Sampoerna berkedudukan di bawah Komite Manajemen Risiko dan di bawah koordinasi dari Kepala Satuan Kerja Manajemen Risiko. Komite ini secara struktural bertanggung jawab kepada Direktur Utama.

Komposisi Keanggotaan

Susunan Keanggotaan Komite Manajemen Risiko Operasional tercantum dalam Memo Internal Bank No. 09/16/MI/SKMR/XII/14 perihal Komite Manajemen Risiko Operasional Bank Sahabat Sampoerna. Komposisi keanggotaan Komite Manajemen Risiko diungkapkan dalam tabel di bawah ini.

| | |
|---|---|
| Ketua (merangkap Anggota Tetap) <i>Head (concurrently Permanent Member)</i> | Kepala Satuan Kerja Manajemen Risiko <i>Enterprise Risk, Analytics, & Control Division Head</i> |
| Sekretaris (merangkap Anggota) <i>Secretary (concurrently Member)</i> | Operational Risk Management Head |
| Anggota Tetap <i>Permanent Member</i> | Direktur Operasi dan Teknologi Informasi <i>Operations and Information Technology Director</i> Direktur UKM, Pendanaan, <i>Financial Institutions</i> , dan Jaringan Kantor <i>SME, Funding, Financial Institutions, and Branch Network Director</i> |
| Anggota Tidak Tetap <i>Non-Permanent Members</i> | Kepala Satuan Kerja Kepatuhan <i>Compliance Division Head</i> Pimpinan Bagian/Departemen/Unit Kerja terkait <i>Head of Section/Department/related Work Unit</i> |

The purpose of establishing the Operational Risk Management Committee is to:

1. *Ensure the effectiveness of overall operational and other risk management implementation; and*
2. *Support the Bank's strategy in accordance with operational risk policies and procedures and ensure that the strategy has been implemented effectively by the business division and supporting functions, in line with their respective strategies and business.*

Work Guidelines

The Bank has work guidelines for the Operational Risk Management Committee, which are outlined in the General Policy of Risk Management, particularly in the Chapter of Operational Risk Management Implementation and stated in the Special Policy for Operational Risk Management at Bank Sahabat Sampoerna.

Duties and Responsibilities

The Operational Risk Management Committee is tasked with evaluating the implementation of risk management policies and advising the Management on policies and follow-up actions to be taken. This committee facilitates a forum that can be used to identify, assess, mitigate, and monitor risk trends and other operational issues on an ongoing basis.

The Operational Risk Management Committee provides several recommendations to the Risk Management Committee, such as:

1. *To report the results of KCSA carried out by each division, especially branch offices;*
2. *To report the branch's progress/development on the commitment of KCSA's findings; and*
3. *To discuss loss events and lessons learned to improve operational risk management.*

Operational Risk Management Committee Position

Bank Sahabat Sampoerna's Operational Risk Management Committee is under the Risk Management Committee and under the coordination of the Head of Risk Management Unit. This committee is structurally responsible to the Chief Executive Officer.

Membership Composition

The Composition of Risk Management Committee is outlined in the Bank's Internal Memo No. 09/16/MI/SKMR/XII/14 on Bank Sahabat Sampoerna's Operational Risk Management Committee. The composition of Risk Management Committee is disclosed in the table below.

Independensi

Komite Manajemen Risiko Operasional Bank Sahabat Sampoerna melaksanakan tugas dan tanggung jawabnya secara profesional dan terbebas dari kepentingan pihak mana pun yang dapat mempengaruhinya untuk bertindak independen. Hal ini tercermin pernyataan independensi yang diuraikan pada tabel di bawah ini.

Independency

Bank Sahabat Sampoerna's Operational Risk Management Committee implements its duties and responsibilities professionally and is free from the interests of any party that can influence it to act independently. This is reflected in the statement of independence described in the table below.

| Aspek Independensi <i>Independence Aspect</i> | Ketua (merangkap Anggota Tetap) <i>Head (concurrently Permanent Member)</i> | Sekretaris (merangkap Anggota) <i>Secretary (concurrently Member)</i> | Anggota Tetap <i>Permanent Member</i> | Anggota Tidak Tetap <i>Non-Permanent Members</i> |
|--|---|---|--|---|
| Tidak memiliki hubungan keuangan dengan Dewan Komisaris dan Direksi. <i>Does not have financial relationship with the Board of Commissioners and Board of Directors.</i> | √ | √ | √ | √ |
| Tidak memiliki hubungan kepengurusan dengan Pemegang Saham Pengendali, Entitas Anak, maupun perusahaan afiliasi. <i>Does not have management relationship with Controlling Shareholders, Subsidiaries, and affiliated companies.</i> | √ | √ | √ | √ |
| Tidak memiliki hubungan kepemilikan saham di Bank. <i>Does not have share ownership relationship in the Bank.</i> | √ | √ | √ | √ |
| Tidak memiliki hubungan keluarga dengan Dewan Komisaris, Direksi dan/atau sesama anggota Komite Manajemen Risiko Operasional <i>Does not have family relationship with the Board of Commissioners, Board of Directors, and/or among Operational Risk Management Committee members</i> | √ | √ | √ | √ |

√ = Aspek terpenuhi / *Aspect is complied*

Pelaksanaan Tugas

Sepanjang 2019, Komite Manajemen Risiko Operasional telah melakukan pengawasan terhadap:

1. Hasil *key control self-assessment* (KCSA) operasional dari kantor pusat dan kantor cabang;
2. Hasil *loss event database* (LED); serta
3. Penerapan *business continuity plan* (BCP) dan *business continuity management* (BCM).

Duty Implementation

Throughout 2019, the Operational Risk Management Committee carried out supervision of:

1. *Key control self-assessment* (KCSA) results from the operations of head office and branch offices;
2. *Result of loss event database* (LED); and
3. *Implementation of business continuity plan* (BCP) and *business continuity management* (BCM).

Rapat

Komite Manajemen Risiko Operasional mengadakan rapat secara rutin sekurang-kurangnya 1 kali dalam 3 bulan atau dapat dilakukan sesuai keperluan. Rapat tersebut wajib dihadiri seluruh Direktur dan pejabat terkait. Sepanjang tahun 2019, Komite Manajemen Risiko Operasional Bank Sahabat Sampoerna tercatat mengadakan rapat sebanyak 4 kali dengan rincian sebagai berikut.

Meetings

The Operational Risk Management Committee holds regular meetings at least once in 3 months or can be convened as needed. The meetings must be attended by all Directors and related officials. Throughout 2019, Bank Sahabat Sampoerna's Operational Risk Management Committee was recorded to have 4 meetings with the following details.

| Tanggal Date | Agenda Agenda |
|-----------------|---|
| 8 February 2019 | <ul style="list-style-type: none"> Result Key Control Self-Assessment (KCSA) Operasional vs Risk Control Unit (RCU) dan SKAI 2018; Laporan KCSA Kantor Pusat dan Kantor Cabang Periode Januari 2019; Update Loss Event Database (LED) 2018 – Januari 2019; dan Rencana Operational Risk Management (ORM) dan Business Continuity Management (BCM) 2019. |
| 7 May 2019 | <ul style="list-style-type: none"> Update Issue Komite Manajemen Risiko Operasional bulan lalu; Laporan KCSA Kantor Pusat dan Kantor Cabang periode Februari – Maret 2019; Update Loss Event Database (LED) Periode Januari – Maret 2019; dan BCM menghadapi Pemilu 2019. |
| 8 October 2019 | <ul style="list-style-type: none"> Update Risk Profile KCSA Branch & Head Office periode April – Agustus 2019; Update Loss Event Database (LED) Periode April – September 2019; dan Rencana Uji Business Continuity Plan (BCP) 2019. |
| 3 March 2020* | <ul style="list-style-type: none"> Review Key Control Self-Assessment (KCSA) IT; Update Loss Event Database (LED); Monitoring To Be Obtained (TBO) Key Control Self-Assessment (KCSA); Key Control Self-Assessment (KCSA) Account Officer vs SKAI; dan Business Continuity Plan. |

*Merupakan perubahan jadwal rapat yang seharusnya diselenggarakan pada kisaran Oktober-Desember 2019.

*Is a change in the meeting schedule that should have been held in the range of October-December 2019.

Mekanisme Pengangkatan dan Pemberhentian Ketua Manajemen Risiko Operasional

Ketua Komite Manajemen Risiko Operasional Bank Sahabat Sampoerna diangkat dan diberhentikan oleh Direksi. Pihak yang diangkat menjadi Ketua Komite Manajemen Operasional merupakan pimpinan yang menjadi bagian dari Direktorat Kepatuhan dan Manajemen Risiko Bank yang bertanggung jawab dalam mengelola Manajemen Risiko Bank.

Mechanism of Appointment and Dismissal of Head of the Operational Risk Management

The Head of Bank Sahabat Sampoerna's Operational Risk Management Committee is appointed and dismissed by the Board of Directors. The party appointed as the Head of Operational Risk Management Committee is a leader who is part of the Bank's Directorate of Compliance and Risk Management who is responsible for managing the Bank's Risk Management.

SEKRETARIS PERUSAHAAN

Corporate Secretary

Sekretaris Perusahaan berperan dalam menjaga hubungan baik antara Bank Sahabat Sampoerna dengan pemangku kepentingan. Selain itu, Sekretaris Perusahaan bertanggung jawab atas kegiatan publikasi aktivitas Bank.

Tanggung Jawab

Sekretaris Perusahaan Bank Sahabat Sampoerna memiliki tanggung jawab untuk:

1. Mengadakan rapat Dewan Komisaris, Direksi, gabungan, (Dewan Komisaris dan Direksi) dan Komite Pembantu Dewan Komisaris, serta membuat notulen dari rapat tersebut;
2. Memastikan bahwa setiap pembahasan dalam rapat ditindaklanjuti oleh penanggung jawab terkait;
3. Melakukan pengarsipan dan administrasi terkait notulen rapat tersebut beserta dokumen terkaitnya;
4. Mengatur keluar masuk surat, khususnya terkait dengan regulator;
5. Mengatur surat-surat masuk *non-regulator*;
6. Melakukan laporan rutin, di antaranya:
 - a. Kepada regulator dan Pemegang Saham terkait Laporan Keuangan *inhouse*;
 - b. Kepada regulator terkait informasi produk dan jasa mikro; dan
 - c. Laporan Keuangan perusahaan induk;
7. Melakukan publikasi, antara lain publikasi Laporan Keuangan Triwulanan, Suku Bunga Dasar Kredit, baik bulanan maupun triwulanan;
8. Mengatur pembuatan Laporan Tahunan Bank serta pelaporannya kepada regulator; dan
9. Memimpin dan mengatur Divisi Sekretaris Perusahaan dan memastikan divisi tersebut memiliki kemampuan yang baik dalam menjalankan tugasnya.

Wewenang

Pada saat melaksanakan tugas dan tanggung jawabnya, Sekretaris Perusahaan Bank Sahabat Sampoerna memiliki wewenang dalam aspek keuangan dan pengelolaan SDM, yaitu:

1. Keuangan
Wewenang manajerial untuk aspek finansial lainnya sesuai dengan ketentuan dari Direktorat Keuangan dan Perencanaan Bisnis, Divisi Sekretaris Perusahaan, serta Direktorat Risiko dan Kepatuhan.

Corporate Secretary has a role in maintaining good relationship between Bank Sahabat Sampoerna and stakeholders. In addition, Corporate Secretary is responsible for publicizing Bank activities.

Responsibility

Bank Sahabat Sampoerna's Corporate Secretary has the responsibilities to:

1. *Hold meetings of the Board of Commissioners, Board of Directors, joint meetings (Board of Commissioners and Board of Directors), and Committees Assisting the Board of Commissioners, and make minutes of the meetings;*
2. *Ensure that every discussion in the meeting is followed up by the responsible party;*
3. *Archive and administer the minutes of meetings along with the related documents;*
4. *Arrange the ins and outs of letters, especially related to regulators;*
5. *Regulate incoming non-regulator letters;*
6. *Perform regular reports, including:*
 - a. *To regulators and shareholders regarding in-house financial statements;*
 - b. *To regulators regarding information on micro products and services; and*
 - c. *Parent Company's Financial Statements;*
7. *Make publications, including Quarterly Financial Statements, Credit Base Interest Rates, both monthly and quarterly;*
8. *Regulate the preparation of the Bank's Annual Report and its reporting to regulators; and*
9. *Lead and regulate the Corporate Secretary Division and ensure that the division has good ability to implement its duties.*

Authority

In implementing its duties and responsibilities, Corporate Secretary of Bank Sahabat Sampoerna has authorities in aspects of finance and HR management, which are:

1. *Finance*
Managerial authority for other financial aspects in accordance with the provisions of the Directorate of Finance and Business Planning, Corporate Secretary Division, and Directorate of Risk and Compliance.

2. Pengelolaan SDM

- a. Merekomendasi promosi, kenaikan gaji, dan hal lain sebagaimana ditentukan dalam Kebijakan SDM; dan
- b. Melakukan pengawasan terhadap ketaatan kerja tim Sekretaris Perusahaan dalam rangka mencapai target dan tujuan yang telah ditetapkan, berkordinasi dengan Divisi Sekretaris Perusahaan, serta Direktorat Risiko dan Kepatuhan.

2. HR Management

- a. Recommend promotions, salary increases, and other matters as specified in HR Policy; and
- b. Supervise the work compliance with the Corporate Secretary team in order to achieve the specified targets and objectives, coordinate with Corporate Secretary Division, and Directorate of Risk and Compliance.

Profil Sekretaris Perusahaan

Profil Sekretaris Perusahaan dapat dilihat bab Profil Perusahaan dalam Laporan Tahunan ini.

Corporate Secretary Profile

Corporate Secretary Profile can be seen in the Company Profile chapter of this Annual Report.

Pengembangan Kompetensi

Divisi Sekretaris Perusahaan Bank Sahabat Sampoerna mengikuti berbagai program pengembangan kompetensi untuk meningkatkan kemampuan personilnya. Informasi terkait pengembangan kompetensi yang diikuti Divisi Sekretaris Perusahaan Bank Sahabat Sampoerna tahun 2019 dapat dilihat pada tabel berikut.

Competency Development

Bank Sahabat Sampoerna's Corporate Secretary Division has participated in various competency development programs to improve the ability of its personnel. Information on competency development participated by Corporate Secretary Division of Bank Sahabat Sampoerna in 2019 can be seen in the following table.

| Nama Name | Jabatan Position | Materi Pengembangan Kompetensi Competence Development Material | Penyelenggara Organizer | Tempat dan Waktu Pelaksanaan Place and Time |
|---------------------|--|---|----------------------------|--|
| Emalia Indra Juanti | Corporate Secretary Division Head | Leadership Insight | Bank Sahabat Sampoerna | Singapore, 17-19 October 2019 |
| | | Executive Coaching for Senior Management Team | Bank Sahabat Sampoerna | Jakarta, 14 November 2019 |
| Milda Novriana | Sekretariat Dewan Komisaris Secretariat of the Board of Commissioners | Basic Corporate Secretary | ILC | Jakarta, 5-6 September 2019 |

SATUAN KERJA AUDIT INTERNAL

Internal Audit Unit

Satuan Kerja Audit Internal berperan sebagai pertahanan lapis ketiga (*third line of defense*) yang berfungsi melakukan pengawasan dan penilaian atas pengendalian internal melalui pemeriksaan atas seluruh divisi di Bank Sahabat Sampoerna yang berada di bawah Direktur Utama. Satuan Kerja Audit Internal juga berperan untuk menjaga dan mengamankan kegiatan usaha Bank, serta bertanggung jawab dalam mengawal pencapaian Visi dan Misi Bank.

Satuan Kerja Audit Internal dibentuk untuk membantu manajemen dalam mengoptimalkan implementasi GCG. Satuan Kerja Audit Internal Bank Sahabat Sampoerna bertekad menjadi *business partner* yang dapat memberikan nilai tambah bagi kinerja Bank dan mendorong budaya pengendalian yang kuat untuk mencapai tujuan jangka panjang Bank, memberikan *assurance* dan *consulting* secara independen, objektif, efektif, serta berorientasi pada bisnis dan pemangku kepentingan.

Pedoman Kerja

Satuan Kerja Audit Internal Bank Sahabat Sampoerna menjalankan tugas dan tanggung jawabnya dengan berpedoman pada Piagam Internal Audit yang telah disesuaikan dengan Penerapan Fungsi Audit Intern pada Bank Umum di Indonesia yang telah mengalami pembaharuan pada 1 Mei 2019. Piagam tersebut disusun berdasarkan Peraturan Peraturan Otoritas Jasa Keuangan No. 01/POJK.03/2019 tentang Penerapan Fungsi Audit Intern Pada Bank Umum.

Isi Piagam Internal Audit Bank Sahabat Sampoerna terdiri dari:

1. Visi dan Misi;
2. Kedudukan dalam Organisasi;
3. Ruang Lingkup;
4. Kewenangan dan Tanggung Jawab;
5. Fungsi Kepala SKAI;
6. Independensi, Objektivitas, dan Profesionalisme;
7. Aktivitas Audit Internal dan Investigasi;
8. Hubungan dengan Direksi;
9. Hubungan dengan Dewan Komisaris;
10. Hubungan dengan Komite Audit;
11. Hubungan dengan Unit Kerja Pengendalian dan Auditor Eksternal;
12. Penggunaan Jasa Pihak Eksternal dalam Pelaksanaan Audit Internal;
13. Peran *Assurance* dan *Consultancy*;
14. Peran *Quality Assurance*; dan
15. Lain-Lain.

The Internal Audit Unit acts as the third line of defense which functions to supervise and evaluate internal control through an examination of all divisions under the Chief Executive Officer at Bank Sahabat Sampoerna. The Internal Audit Unit also plays a role in maintaining and securing the Bank's business activities, and is responsible for overseeing the achievement of the Bank's Vision and Missions.

The Internal Audit Unit was established to assist the Management in optimizing GCG implementation. Bank Sahabat Sampoerna's Internal Audit Unit is determined to be a business partner that can provide added value to the Bank's performance and encourage a strong culture of control to achieve the Bank's long-term goals, provide assurance and consulting independently, objectively, effectively, and orienting to the business and stakeholders.

Work Guidelines

Bank Sahabat Sampoerna's Internal Audit Unit implements its duties and responsibilities by referring to the Internal Audit Charter that has been adjusted to the Implementation of Internal Audit Function at Commercial Banks in Indonesia, which has undergone an update on 1 May 2019. The charter is prepared according to the Financial Services Authority Regulation No. 01/POJK.03/2019 on Implementation of Internal Audit Function in Commercial Banks.

The contents of Bank Sahabat Sampoerna's Internal Audit Charter are:

1. *Vision and Mission;*
2. *Position in Organization;*
3. *Scope;*
4. *Authority and Responsibilities;*
5. *Functions of SKAI Head;*
6. *Independence, Objectivity, and Professionalism;*
7. *Internal Audit and Investigation Activities;*
8. *Relationship with Board of Directors;*
9. *Relationship with Board of Commissioners;*
10. *Relationship with Audit Committee;*
11. *Relationship with Control Work Unit and External Auditor;*
12. *Use of External Party Services in Conducting Internal Audit;*
13. *The Role of Assurance and Consultancy;*
14. *The Role of Quality Assurance; and*
15. *Others.*

Visi dan Misi

Visi

Menjadi *strategic partner* yang kompeten, profesional, dan independen serta terbaik bila dibandingkan sesuai kelasnya.

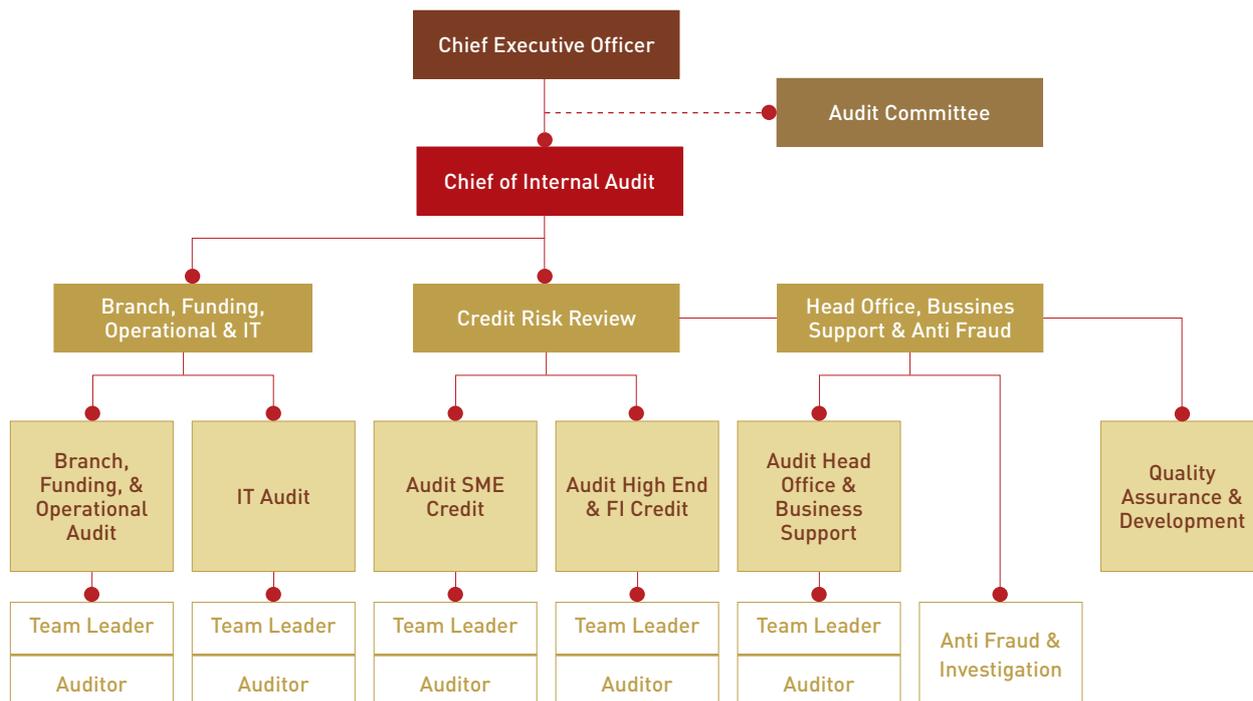
Misi

Membantu mencapai tujuan perusahaan melalui *assurance* dan *consulting* yang independen dan objektif, serta memberikan nilai tambah atas kinerja yang dihasilkan, melalui:

1. Evaluasi efektivitas dan kecukupan pelaksanaan pengendalian internal, pengelolaan risiko, dan proses GCG;
2. Memberikan jasa konsultasi yang independen dan objektif berdasarkan kebutuhan *auditee* terhadap aktivitas atau produk baru sesuai rekomendasi terbaik dari audit internal;
3. Mengelola aktivitas audit internal secara efektif dan efisien; dan
4. Mengembangkan kompetensi audit internal melalui perolehan sertifikasi dan kualifikasi profesi yang sesuai, di mana pada tahun 2020, minimal 20% auditor internal harus sudah memiliki sertifikasi sesuai bidangnya.

Kedudukan dan Struktur

Satuan Kerja Audit Internal Bank Sahabat Sampoerna berada langsung di bawah Direktur Utama dan dapat melakukan koordinasi dengan Komite Audit yang berada di bawah Dewan Komisaris, sebagaimana ditunjukkan pada bagan berikut:



Vision and Mission

Vision

To be the best, competent, professional, and independent strategic partner according to its class.

Mission

To help achieve Company goals through independent and objective assurance and consulting, as well as provide added value to the resulting performance, through:

1. To evaluate the effectiveness and adequacy of the implementation of internal control, risk management, and GCG process;
2. To provide independent and objective consulting services based on the auditee's need on activities or new products according to the best recommendations from internal audit;
3. To manage internal audit activities effectively and efficiently; and
4. To develop internal audit competencies through obtaining certification and appropriate professional qualification, where by in 2020, a minimum of 20% of the internal auditors must already have certification in accordance with their fields.

Position and Structure

Bank Sahabat Sampoerna's Internal Audit Unit is directly under the Chief Executive Officer and can coordinate with the Audit Committee under the Board of Commissioners, as shown in the following chart:

Jumlah Auditor Internal pada Satuan Kerja Audit Internal

Auditor Internal yang dimiliki oleh Bank Sahabat Sampoerna per 31 Desember 2019 tercatat sebanyak 24 orang, termasuk Kepala Satuan Kerja Audit Internal.

Profil Kepala Satuan Kerja Audit Internal

Direktur Utama Bank Sahabat Sampoerna mengangkat A Dendi Hardiansyah sebagai Kepala Satuan Kerja Audit Internal berdasarkan Surat Keputusan No. 11/SK/BSS/SKDIR-SDM/IX/12 tanggal 10 September 2012 dengan berpedoman Peraturan Otoritas Jasa Keuangan No. 56/POJK.04/2015 tentang Pembentukan Pedoman Penyusunan Piagam Unit Audit Internal. Profil lengkap Kepala Satuan Kerja Audit Internal disajikan pada bab Profil Perusahaan dalam Laporan Tahunan ini.

Kualifikasi dan Sertifikasi Personil

Kualifikasi auditor Satuan Kerja Audit Internal Bank Sahabat Sampoerna telah memenuhi ketentuan Peraturan Bank Indonesia No. 12/7/PBI/2010 perihal Sertifikasi Manajemen Risiko bagi Pengurus dan Pejabat Bank Umum. Seluruh auditor di Satuan Kerja Audit Internal telah lulus Program Badan Sertifikasi Manajemen Risiko (BSMR), minimal level 1 untuk staf, level 2 untuk tingkatan manajemen, level 3 untuk personel Satuan Kerja Audit Internal dan level 4 untuk Kepala Satuan Kerja Audit Internal. Selain itu, Satuan Kerja Audit Internal menjamin seluruh auditor tidak memiliki ikatan hubungan keluarga sampai derajat kedua, baik vertikal maupun horizontal, dengan Pemegang Saham, anggota Dewan Komisaris dan Direksi, serta para auditor di luar Satuan Kerja Audit Internal. Hal tersebut bertujuan agar setiap auditor Satuan Kerja Audit Internal dapat menjaga independensinya.

Satuan Kerja Audit Internal Bank Sahabat Sampoerna saat ini sedang menyusun perencanaan terpadu untuk meningkatkan kompetensi auditor internal melalui sertifikasi profesi sebagai bukti komitmen Bank dalam mewujudkan misinya. Bank Sahabat Sampoerna juga berpartisipasi dalam keanggotaan dan berperan aktif dalam seminar dan pelatihan yang diselenggarakan oleh Ikatan Auditor Intern Bank (IAIB).

Kode Etik Auditor

Setiap auditor di Satuan Kerja Audit Internal Bank Sahabat Sampoerna wajib menjunjung tinggi Kode Etik dan Standar Profesi Audit Internal yang tercantum pada Piagam Internal Audit, terdiri dari:

1. Menjaga Integritas
Integritas auditor internal akan membangun kepercayaan yang menjadi landasan penilaian sehingga auditor internal harus memiliki sikap:
 - a. Jujur, tekun, dan tanggung jawab dalam melakukan pekerjaan;

Number of Internal Auditors in the Internal Audit Unit

Internal Auditors owned by Bank Sahabat Sampoerna as of December 31, 2019 were recorded as many as 24 people, including the Head of Internal Audit Unit.

Profile of Internal Audit Unit Head

Bank Sahabat Sampoerna's Chief Executive Officer appointed A Dendi Hardiansyah as the Head of Internal Audit Unit based on Decision Letter No. 11/SK/BSS/SKDIR-SDM/IX/12 dated 10 September 2012 by referring to Financial Services Authority Regulation No. 56/POJK.04/2015 on the Establishment and Guidelines to Prepare the Internal Audit Unit Charter. Complete profile of Internal Audit Unit Head is presented in the Company Profile chapter of this Annual Report.

Personnel Qualifications and Certifications

Qualifications of auditors of Bank Sahabat Sampoerna's Internal Audit Unit complied with Bank Indonesia Regulation No. 12/7/PBI/2010 on Risk Management Certification for Management and Officials of Commercial Banks. All auditors in the Internal Audit Unit have passed the Risk Management Certification Agency (BSMR) Program, a minimum of level 1 for staff, level 2 for management level, level 3 for Internal Audit Unit personnel and level 4 for Head of Internal Audit Unit. In addition, the Internal Audit Unit ensures that all auditors do not have family relationship until second degree, both vertically and horizontally, with Shareholders, members of Board of Commissioners and Board of Directors, and auditors outside the Internal Audit Unit. This is intended so that each auditor of the Internal Audit Unit can maintain its independence.

Bank Sahabat Sampoerna's Internal Audit Unit is currently preparing an integrated plan to improve the competence of internal auditors through professional certification as proof of the Bank's commitment to realizing its missions. Bank Sahabat Sampoerna also participates in membership and plays an active role in seminars and training organized by the Bank's Internal Auditor Association (IAIB).

Auditor's Code of Conduct

Every auditor at Bank Sahabat Sampoerna's Internal Audit Unit must uphold the Internal Audit Professional Code of Conduct and Standards listed in the Internal Audit Charter, consisting of:

1. *Maintain Integrity*
The integrity of internal auditor will build the trust that becomes the basis of assessment, therefore, internal auditor must:
 - a. *Be honest, diligent, and responsible for doing work;*

- b. Taat hukum, yang diwujudkan dalam pembuatan pengungkapan sesuai ketentuan perundang-undangan dan profesi;
- c. Sadar untuk tidak boleh terlibat dalam aktivitas ilegal apa pun, atau terlibat dalam tindakan yang memalukan, baik untuk profesi auditor internal ataupun organisasi; dan
- d. Menghormati dan berkontribusi agar tercapainya tujuan perusahaan.
2. Menjaga Objektivitas
Integritas auditor internal akan membangun kepercayaan yang menjadi landasan penilaian. Oleh karena itu, auditor internal harus memiliki sikap:
- a. Menghindari aktivitas yang dapat merusak objektivitas audit;
- b. Menolak pemberian apa pun yang dapat mengganggu kemampuannya untuk berlaku profesional; dan
- c. Melaporkan semua fakta hasil audit (yang seharusnya dilaporkan).
3. Menjaga Kerahasiaan
Auditor tidak akan menyampaikan informasi kepada semua pihak yang tidak berhak, sehingga auditor internal harus memiliki sikap:
- a. Menjaga kerahasiaan informasi yang diperoleh dalam melaksanakan tugas; dan
- b. Menghindari penyalahgunaan informasi yang diperolehnya untuk keuntungan pribadi/kelompok atau menggunakan informasi dengan cara yang bertentangan dengan hukum atau yang merugikan tujuan dan etika perusahaan.
4. Memiliki Kompetensi
Auditor menerapkan semua pengetahuan, keterampilan, dan pengalamannya dalam melaksanakan audit, sehingga auditor internal harus memiliki sikap:
- a. Menguasai (mempunyai) pengetahuan, keterampilan, dan pengalaman mengenai teknis audit dan disiplin ilmu lain yang relevan dengan bidang tugasnya untuk melaksanakan kegiatan audit;
- b. Memiliki pengetahuan tentang peraturan perundang-undangan di bidang pasar modal dan peraturan perundang-undangan terkait lainnya;
- c. Memiliki kecakapan untuk berinteraksi dan berkomunikasi baik lisan maupun tertulis secara efektif;
- d. Melaksanakan proses audit sesuai dengan Standar dan Panduan Audit;
- e. Meningkatkan pengetahuan/kecakapan/keahlian dan kemampuan profesionalisme serta efektivitas dan kualitas audit secara terencana dan berkesinambungan melalui seminar, kursus, atau pendidikan lanjutan lainnya; dan
- f. Memahami prinsip GCG dan manajemen risiko.
5. Memelihara Independensi
Untuk menjaga independensi, auditor harus bebas dari campur tangan pihak-pihak lain, sehingga auditor internal harus:
- b. *Obey the law, which is realized in the disclosures made in accordance with provisions of laws and regulations and the profession;*
- c. *Be aware not to be involved in any illegal activity, or to engage in shameful actions, both for the profession of internal auditors or organizations; and*
- d. *Respect and contribute to the achievement of Company goals.*
2. *Maintain Objectivity*
Internal auditor integrity will build trust which is the basis of assessment. Therefore, internal auditors must:
- a. *Avoid activities that can damage audit objectivity;*
- b. *Refuse to any gift that can interfere with his ability to behave professionally; and*
- c. *Report all the facts of the audit results (which should be reported).*
3. *Maintain confidentiality*
The auditor will not convey information to all unauthorized parties, therefore, the internal auditor must:
- a. *Maintain the confidentiality of information collected in carrying out the tasks; and*
- b. *Avoid misuse of information obtained for personal/group benefit or use information in a way contrary to the law or that harms the Company's interests and ethics.*
4. *Have Competence*
The auditor applies all knowledge, skills, and experience in conducting audit, therefore, internal auditor must:
- a. *Master (have) knowledge, skills, and experience on audit technical and other disciplines relevant to its field of duty to perform audit;*
- b. *Have knowledge of laws and regulations in Capital Market sector and other related laws and regulations;*
- c. *Have the ability to effectively interact and communicate verbally and in writing;*
- d. *Carry out the audit process in accordance with Audit Standards and Guidelines;*
- e. *Enhance knowledge/skills/expertise and professional abilities as well as the effectiveness and quality of the audit in a planned and continuous manner through seminars, courses, or other further education; and*
- f. *Understand GCG principles and risk management.*
5. *Maintain Independence*
To maintain independence, auditors must be free from interference from other parties, therefore, internal auditors must:

- a. Bebas dari pengaruh setiap pekerjaan dalam bidang yang diaudit atau yang pernah menjadi tanggung jawabnya;
- b. Tidak memihak kepada siapa pun; dan
- c. Tidak terlibat dalam pertentangan kepentingan dengan klien.

- a. *Be free from influence of any work in the area that is audited or that has been a responsibility;*
- b. *Not side with anyone; and*
- c. *Not be involved in a conflict of interest with clients.*

Tanggung Jawab dan Wewenang

Tanggung Jawab Satuan Kerja Audit Internal berdasarkan Piagam Internal Audit, yaitu:

1. Membuat rencana audit tahunan berdasarkan *risk based audit*;
2. Melaksanakan rencana audit tahunan yang telah disetujui oleh Direktur Utama dan Dewan Komisaris dengan mempertimbangkan rekomendasi Komite Audit, tugas-tugas lain sesuai dengan *urgency* (kepentingan) maupun permintaan khusus, baik dari Direktur Utama maupun Komite Audit;
3. Melakukan proses audit sesuai ketentuan internal yang berlaku, *standard professional practices*, serta ketentuan Bank Indonesia dan Standar Profesi Internal Audit (Standar Pelaksanaan Audit Internal secara profesional);
4. Membuat laporan hasil pemeriksaan atas tugas yang dilaksanakan serta *summary top ten risk* hasil pemeriksaan audit, untuk disampaikan kepada pihak-pihak yang berkepentingan termasuk Direktur Utama. Selain itu laporan juga disampaikan salinannya kepada Dewan Komisaris, Komite Audit, serta Direktur Kepatuhan dan Manajemen Risiko;
5. Memberikan rekomendasi perbaikan atas hasil audit dan informasi yang objektif tentang kegiatan yang diperiksa, membuat, serta menyampaikan laporan atas hal tersebut;
6. Melakukan *monitoring* serta analisis kecukupan tindak lanjut perbaikan hasil audit, baik temuan internal maupun eksternal, dan *Management Letter*;
7. Melakukan investigasi atau pemeriksaan khusus apabila terdapat dugaan terjadinya kecurangan, penyimpangan terhadap hukum dan peraturan yang berlaku, melaporkan dan menyampaikan informasi dugaan kecurangan (*fraud*) yang ditentukan selama proses audit dan menindaklanjutinya sesuai dengan Kebijakan *Anti Fraud Investigation*;
8. Memastikan kebenaran Laporan Keuangan Bank dengan melakukan *review* terhadap Laporan Publikasi Bank per kuartal dan melaporkannya kepada Komite Audit;
9. Meningkatkan kompetensi dan profesionalitas staf audit dari aspek pengetahuan, keterampilan, dan pengalaman yang diperlukan; dan
10. Mengembangkan dan menjalankan program untuk mengevaluasi dan meningkatkan kualitas Internal Audit.

Wewenang yang dimiliki Satuan Kerja Audit Internal Bank Sahabat Sampoerna berdasarkan Piagam Internal Audit, yaitu:

1. Melakukan aktivitas audit internal terhadap kegiatan seluruh divisi dalam organisasi serta afiliasinya sesuai tata kelola yang berlaku;

Responsibilities and Authority

The responsibilities of Internal Audit Unit are based on the Internal Audit Charter, which are:

1. *Preparing annual audit plan based on risk based audits;*
2. *Executing annual audit plan that has been approved by the Chief Executive Officer and the Board of Commissioners by considering the recommendations from the Audit Committee, other tasks in accordance with the urgency (interests) or special requests, both from the Chief Executive Officer and Audit Committee;*
3. *Conducting audit process in accordance with the applicable internal regulations, professional practice standards, and Bank Indonesia regulations as well as Internal Audit Professional Standards (Professional Standards for Internal Audit Implementation);*
4. *Preparing reports of audit results of the tasks carried out and a summary of the top ten risks from the audit results, to be submitted to interested parties including the Chief Executive Officer. Furthermore, a copy of the report is also submitted to the Board of Commissioners, Audit Committee, and Director of Compliance and Risk Management;*
5. *Providing recommendations for improvements to the audit results, objective information about the activities examined, and submitting the report on such matter;*
6. *Monitoring and analyzing the adequacy of follow-up of improvements to the audit results, both internal and external findings, and the Management Letter;*
7. *Conducting special investigations or inspections if there is a suspicion of fraud, deviations from the applicable laws and regulations, reporting and submitting information on suspected fraud determined during the audit process and following it up in accordance with the Anti Fraud Investigation Policy;*
8. *Ensuring the accuracy of the Bank's Financial Statements by reviewing the Bank's Publication Reports per quarter and reporting them to the Audit Committee;*
9. *Enhancing the competence and professionalism of audit staff from the aspects of knowledge, skills, and experience required; and*
10. *Developing and running programs to evaluate and improve the quality of Internal Audit.*

The authority of Bank Sahabat Sampoerna's Internal Audit Unit is based on the Internal Audit Charter, which is:

1. *Carrying out internal audit activities on all activities in the organization and its affiliation in line with the applicable governance;*

2. Melakukan komunikasi secara langsung dengan Direksi termasuk Direktur Utama, Komite Audit, dan Dewan Komisaris (jika dianggap perlu melalui Komite Audit);
3. Melakukan komunikasi atau koordinasi dengan Bank Indonesia, Otoritas Jasa Keuangan, dan pihak-pihak lain yang berkaitan dengan tugas audit internal;
4. Melakukan koordinasi kegiatan dengan auditor eksternal;
5. Mengadakan dan/atau menghadiri rapat dengan Manajemen, Direksi, Komite Audit, dan komite-komite lain sesuai undangan;
6. Mengikuti rapat yang bersifat strategis, antara lain rapat Komite Manajemen Risiko dan Komite Pemantau Risiko;
7. Menyelenggarakan rapat secara berkala dan insidental dengan Direksi, Dewan Komisaris, serta Komite Audit;
8. Mengakses seluruh informasi, catatan, dan dokumen-dokumen yang dianggap perlu sehubungan dengan aktivitas audit;
9. Memilih *object*, menentukan frekuensi, dan cakupan kegiatan yang diperlukan untuk mencapai tujuan audit;
10. Meminta bantuan dari personil divisi lain (sesuai bidang pengetahuan yang diperlukan) untuk membantu tugas-tugas audit; serta
11. Melakukan aktivitas investigasi terhadap kasus/masalah yang terindikasi mengandung pelanggaran ketentuan Bank dan *fraud*.

Pelaksanaan Tugas

Pelaksanaan tugas Satuan Kerja Audit Internal Bank Sahabat Sampoerna sepanjang tahun 2019 diuraikan sebagai berikut.

Duty Implementation

The implementation of duties of Internal Audit Unit of Bank Sahabat Sampoerna in 2019 is described as follows.

| Program Kerja Work Program | Pelaksanaan Implementation |
|--|--|
| Menyusun rencana audit tahunan dan alokasi anggaran untuk pelaksanaan fungsi audit internal tahun 2020. <i>Preparing the annual audit plan and budget allocation to implement internal audit function in 2020.</i> | SKAI telah menyusun rencana audit tahunan dan alokasi anggaran berdasarkan penilaian risiko secara komprehensif untuk pelaksanaan fungsi audit internal tahun 2020 dan telah disetujui oleh Direktur Utama dan Dewan Komisaris dengan mempertimbangkan rekomendasi Komite Audit. <i>The Internal Audit Unit has prepared an annual audit plan and budget allocation based on a comprehensive risk assessment for the implementation of internal audit function in 2020 and has been approved by the Chief Executive Officer and Board of Commissioners by considering recommendations from the Audit Committee.</i> |
| Melaksanakan rencana audit tahunan 2019 yang telah disetujui oleh Direktur Utama dan Dewan Komisaris dengan mempertimbangkan rekomendasi Komite Audit serta melaksanakan tugas-tugas lain sesuai dengan <i>urgency</i> (kepentingan) maupun permintaan khusus. <i>Conducting the 2019 annual audit plan that has been approved by the Chief Executive Officer and Board of Commissioners by considering recommendations from the Audit Committee and conducting other duties in accordance with the urgency and special requests.</i> | SKAI telah melaksanakan pemeriksaan sebanyak 65 <i>auditable unit</i> dari 60 <i>plan</i> , yaitu 16 perkreditan, 17 operasional, 5 <i>financial institution</i> , 19 kantor pusat dan 8 informasi teknologi. <i>The Internal Audit Unit has conducted 65 auditable units of 60 plans, which were 16 credit, 17 operations, 5 financial institutions, 19 head offices, and 8 information technology.</i> |
| Membuat laporan hasil pemeriksaan atas tugas yang dilaksanakan untuk disampaikan kepada pihak-pihak yang berkepentingan termasuk Direktur Utama. <i>Preparing report on audit results to be submitted to interested parties including the Chief Executive Officer.</i> | SKAI telah menyampaikan sebanyak 65 laporan hasil pemeriksaan kepada Direktur terkait dan membahas temuan yang dianggap signifikan kepada Komite Audit dan Dewan Komisaris. Selain itu laporan juga disampaikan salinannya kepada Dewan Komisaris, Komite Audit, serta Direktur Kepatuhan dan Manajemen Risiko. <i>SKAI has submitted 65 audit reports to the relevant Directors and discussed findings considered significant with the Audit Committee and Board of Commissioners. Furthermore, a copy of the report is also submitted to the Board of Commissioners, Audit Committee, and Director of Compliance and Risk Management.</i> |

| Program Kerja Work Program | Pelaksanaan Implementation |
|--|---|
| Melakukan aktivitas investigasi terhadap kasus/masalah yang terindikasi mengandung pelanggaran ketentuan Bank dan <i>fraud</i> . <i>Conducting investigative activities on cases/problems that indicate violations of Bank regulations and fraud.</i> | SKAI telah melakukan aktivitas investigasi sebanyak 6 kasus/masalah yang terindikasi mengandung pelanggaran ketentuan Bank dan <i>fraud</i> . Atas hal tersebut telah dilaporkan kepada Otoritas Jasa Keuangan. <i>SKAI has conducted investigative activities on 6 cases/problems that indicate violations of Bank regulations and fraud. Such matter has been reported to the Financial Services Authority.</i> |
| Menyusun dan mengkaji Piagam Audit Internal secara periodik. <i>Preparing and reviewing the Internal Audit Charter periodically.</i> | SKAI telah mengkaji ulang Piagam Audit Internal pada tanggal 26 Agustus 2019, menyesuaikan dengan Peraturan Otoritas Jasa Keuangan No. 1/POJK.03/2019 tentang Penerapan Fungsi Audit Intern pada Bank Umum. <i>SKAI reviewed the Internal Audit Charter on 26 August 2019, by adjusting it to the Financial Services Authority Regulation No. 1/POJK.03/2019 on Implementation of Internal Audit Function for Commercial Banks.</i> |
| Penggunaan jasa pihak eksternal untuk aktivitas audit internal. <i>Use of external party services in conducting internal audit.</i> | Terdapat Laporan Pemeriksaan IT Jaringan Komunikasi dan Keamanan Informasi yang dilakukan oleh PT Adikarya Tata Informasi dan dipastikan: a. Terselenggaranya <i>transfer</i> pengetahuan antara pihak eksternal kepada anggota SKAI dengan mempertimbangkan penggunaan jasa ahli pihak eksternal yang bersifat sementara; b. Penggunaan jasa pihak eksternal tidak memengaruhi independensi dan objektivitas fungsi SKAI; serta c. Pihak eksternal mematuhi Piagam Audit Internal Bank. <i>There is an IT Audit Report of Communication Network and Information Security that was conducted by PT Adikarya Tata Information and it is confirmed that:</i> a. <i>There is a transfer of knowledge between external parties to SKAI members by considering the use of external expert services temporarily;</i> b. <i>The use of external party services does not affect the independence and objectivity of SKAI function; and</i> c. <i>External parties comply with the Bank's Internal Audit Charter.</i> |

Biaya yang dikeluarkan Bank Sahabat Sampoerna untuk melaksanakan pemeriksaan audit internal tercatat sebesar Rp553.000.000,-.

The costs incurred by Bank Sahabat Sampoerna for carrying out internal audit amounted to Rp553,000,000.

Temuan dan Tindak Lanjut

Satuan Kerja Audit Internal melakukan analisis terhadap data yang diberikan oleh setiap auditor. Selanjutnya, hasil analisis tersebut disampaikan kepada Direksi sebagai temuan yang perlu ditindaklanjuti. Informasi terkait data tindak lanjut hasil audit Bank Sahabat Sampoerna tahun 2019 diungkapkan pada tabel berikut.

Findings and Follow Ups

The Internal Audit Unit analyzes the data provided by each auditor. Furthermore, the analysis results are submitted to the Board of Directors as findings that need follow up. Information on follow-up data of audit results of Bank Sahabat Sampoerna in 2019 is disclosed in the following table.

| Status Status | Total Temuan Total Findings | Persentase Percentage |
|------------------|--------------------------------|--------------------------|
| <i>Open</i> | 49 | 7.66% |
| <i>Overdue</i> | 5 | 0.78% |
| <i>Closed</i> | 586 | 91.56% |
| Total | 640 | 100.00% |

Audit TI

Dalam pelaksanaan audit, khususnya teknologi informasi (TI) Audit, Bank Sahabat Sampoerna telah memiliki pedoman audit internal atas penggunaan TI, yaitu Kebijakan Prosedur Audit Internal TI No. 09/016/BSS/SKAI/III/2017 tanggal 31 Maret 2017. Bank Sahabat Sampoerna juga senantiasa melakukan pengkajian ulang atas fungsi audit internal terkait penggunaan TI paling tidak 1 kali dalam 3 tahun.

IT Audit

In conducting audit, especially Information Technology (IT) audit, Bank Sahabat Sampoerna already has internal audit guidelines for the use of IT, which is IT Internal Audit Procedure Policy No. 09/016/BSS/SKAI/III/2017 dated 31 March 2017. Bank Sahabat Sampoerna also continues to review the internal audit function related to the use of IT at least once in 3 years.

Pengkajian ulang tersebut dilakukan Bank bersama dengan KAP Hendrawinata, Eddy Sidharta dan Tanzil, yang telah dilaporkan kepada pihak regulator melalui Laporan Akuntan Independen tanggal 23 Februari 2017 atas Penerapan Prosedur yang Disepakati Bersama untuk Memeriksa Kinerja Unit Satuan Kerja Audit Internal PT Bank Sahabat Sampoerna Periode 1 Februari 2014 sampai dengan 31 Januari 2017. Laporan hasil kaji ulang tersebut disertai saran perbaikan sebagai bagian dari Laporan Kaji Ulang yang telah disampaikan kepada Otoritas Jasa Keuangan pada bulan Maret 2017.

Pada tahun 2019, hasil audit internal terhadap TI yang telah disampaikan kepada Otoritas Jasa Keuangan diuraikan sebagai berikut.

1. Aplikasi *support* untuk *email* dan *anti virus repository* 09/002/BSS/SKAI-LHP/I/2019;
2. *Electronic banking* untuk *ATM system* 09/003/BSS/SKAI-LHP/I/2019;
3. *Temenos (T24)* 09/017/BSS/SKAI-LHP/III/2019;
4. *Mobile banking* 09/022/BSS/SKAI-LHP/IV/2019;
5. Aplikasi *Mikro Financing Origination System (MFOS)* 09/024/BSS/SKAI-LHP/V/2019;
6. *LHPK (payment service)* 09/006/BSS/SKAI-LHP/II/2019;
7. *IT helpdesk* dan *data center administration* 09/034/BSS/SKAI-LHP/VII/2019;
8. Aplikasi *eCentrix* 09/061/BSS/SKAI-LHP/XII/2019; dan
9. *Virtual account* 09/062/BSS/SKAI-LHP/XII/2019.

Selain itu, sesuai Surat Edaran Otoritas Jasa Keuangan No. 34/SE/03/2016 tentang Penerapan Manajemen Risiko bagi Bank Umum, Satuan Kerja Audit Internal Bank Sahabat Sampoerna tidak ikut serta dalam proses penyempurnaan pedoman manajemen risiko dan penyusunan Laporan Profil Risiko Triwulanan.

Pengembangan Kompetensi

Satuan Kerja Audit Internal Bank Sahabat Sampoerna mengikutsertakan para auditor dalam berbagai pengembangan kompetensi agar dapat melaksanakan tugas dan fungsi Audit Internal secara optimal dan profesional. Sepanjang tahun 2019, program pengembangan kompetensi yang diikuti tercatat sebanyak 11 kali dengan melibatkan 29 peserta. Adapun materi yang diselenggarakan sebagaimana diuraikan pada tabel berikut.

| Materi Pengembangan Kompetensi Competence Development Material | Penyelenggara Organizer | Tempat dan Waktu Pelaksanaan Place and Time |
|---|----------------------------|---|
| Sertifikasi Manajemen Risiko Level 1 <i>Risk Management Certification Level 1</i> | GPS & Patners | Jakarta, 13-14 May 2019 |
| | Bank Sahabat Sampoerna | Jakarta, 25-26 March 2019 |
| Sertifikasi Manajemen Risiko Level 2 <i>Risk Management Certification Level 2</i> | GPS & Patners | <ul style="list-style-type: none"> • Jakarta, 4-5 April 2019; dan / and • Jakarta, 8-9 August 2019. |
| Sertifikasi Manajemen Risiko Level 3 <i>Risk Management Certification Level 3</i> | GPS & Patners | Jakarta, 11-12 April 2019 |
| Refreshment Sertifikasi Manajemen Risiko: <i>The Essentials of Banking Risk Management</i> <i>Refreshment of Risk Management Certification:</i> <i>The Essentials of Banking Risk Management</i> | GPS & Patners | Jakarta, 6 August 2019 |
| Refreshment Sertifikasi Manajemen Risiko <i>Refreshment of Risk Management Certification</i> | Garda | Jakarta, 22 April 2019 |

The review was conducted by the Bank together with KAP Hendrawinata, Eddy Sidharta, and Tanzil, which has been reported to the regulators through an Independent Accountant Report dated 23 February 2017 on the Implementation of a Mutually Agreed Procedure for Auditing the performance of Internal Audit Unit of PT Bank Sahabat Sampoerna for the Period of 1 February 2014 to 31 January 2017. The review report contains suggestions for improvement as part of the Review Report that was submitted to the Financial Services Authority in March 2017.

In 2019, the results of internal audit on IT that were already submitted to the Financial Services Authority are described as follows.

1. *Support application for email and anti-virus repository* 09/002/BSS/SKAI-LHP/I/2019;
2. *Electronic banking for ATM system* 09/003/BSS/SKAI-LHP/I/2019;
3. *Temenos (T24)* 09/017/BSS/SKAI-LHP/III/2019;
4. *Mobile banking* 09/022/BSS/SKAI-LHP/IV/2019;
5. *Micro Financing Origination System (MFOS) Application* 09/024/BSS/SKAI-LHP/V/2019;
6. *LHPK (payment service)* 09/006/BSS/SKAI-LHP/II/2019;
7. *IT helpdesk and data center administration* 09/034/BSS/SKAI-LHP/VII/2019;
8. *eCentrix Application* 09/061/BSS/SKAI-LHP/XII/2019; and
9. *Virtual account* 09/062/BSS/SKAI-LHP/XII/2019.

Furthermore, pursuant to Financial Services Authority Circular No. 34/SE/03/2016 on the Implementation of Risk Management for Commercial Banks, Bank Sahabat Sampoerna's Internal Audit Unit does not participate in the process of improving risk management guidelines and preparing the Quarterly Risk Profile Report.

Competency Development

Bank Sahabat Sampoerna's Internal Audit Unit engages auditors in various competency development programs in order to implement the duties and functions of Internal Audit optimally and professionally. Throughout 2019, the competency development programs participated were recorded as many as 11 times by involving 29 participants. The material organized is as described in the following table.

| Materi Pengembangan Kompetensi Competence Development Material | Penyelenggara Organizer | Tempat dan Waktu Pelaksanaan Place and Time |
|---|---------------------------------|--|
| Sahabat <i>Intermediate Leadership</i> | Bank Sahabat Sampoerna | Jakarta, 11-13 December 2019 |
| Sahabat <i>Basic Leadership</i> | Augmenta | Jakarta, 12-13 November 2019 |
| <i>Professional IT Audit and Governance: A Practical Approach</i> | Andalan Teknologi Informasi | Jakarta, 20-23 May 2019 |
| <i>Training iColls</i> <i>iColls Training</i> | Bank Sahabat Sampoerna | Jakarta, 17 September 2019 |
| Sertifikasi <i>Qualified Internal Audit</i> Tingkat Dasar <i>Qualified Internal Audit Certification, Basic Level</i> | Bank Sahabat Sampoerna | Jakarta, 17-29 June 2019 |
| <i>Global Mind Leaders: Structure That's Not Stifling</i> | Intellectual Business Community | Jakarta, 27 June 2019 |

Penilaian Kinerja Satuan Kerja Audit Internal

Penilaian Kinerja Satuan Kerja Audit Internal Bank Sahabat Sampoerna dilakukan secara mandiri melalui mekanisme *self-assessment* dengan berpedoman pada Peraturan Otoritas Jasa Keuangan No. 55/POJK.03/2016 dan Surat Edaran Otoritas Jasa Keuangan No. 13/SEOJK.03/2017 perihal Penerapan Tata Kelola Perusahaan bagi Bank Umum. Selanjutnya, hasil penilaian tersebut disampaikan kepada Direktur Kepatuhan dan Manajemen Risiko Bank Sahabat Sampoerna.

Hasil *self-assessment* GCG Satuan Kerja Audit Internal tahun 2019 menunjukkan nilai komposit 1 atau "Sangat Baik". Informasi hasil penilaian tersebut telah dimuat pada penjelasan terkait Hasil *Self-Assessment* GCG dalam Laporan Tahunan ini.

Mekanisme Pengangkatan dan Pemberhentian Kepala Satuan Kerja Audit Internal

Pengangkatan dan pemberhentian Kepala Satuan Kerja Audit Internal harus disetujui oleh Direktur Utama dengan mempertimbangkan masukan dari Komite Audit. Setiap pengangkatan dan pemberhentian Kepala Satuan Kerja Audit Internal harus segera dilaporkan kepada Otoritas Jasa Keuangan.

Performance Assessment of Internal Audit Unit

Performance Assessment of Bank Sahabat Sampoerna's Internal Audit Unit is performed independently through a self-assessment mechanism guided by the Financial Services Authority Regulation No. 55/POJK.03/2016 and Financial Services Authority Circular No. 13/SEOJK.03/2017 on Implementation of Governance for Commercial Bank. Furthermore, the assessment results are submitted to the Director of Compliance and Risk Management of Bank Sahabat Sampoerna.

The GCG self-assessment results of Internal Audit Unit in 2019 showed a composite value of 1 or "Very Good". Information on the assessment results has been included in the explanation related to GCG Self-Assessment Results of this Annual Report.

Mechanism of Appointment and Dismissal of Head of Internal Audit Unit

The appointment and dismissal of the Internal Audit Unit Head must be approved by the Chief Executive Officer by considering input from the Audit Committee. Every appointment and dismissal of the Internal Audit Unit Head shall immediately be reported to the Financial Services Authority.

AUDIT EKSTERNAL

External Auditor

Bank Sahabat Sampoerna berupaya untuk memberikan informasi dan data yang akuntabel, independen, dan wajar kepada para pemangku kepentingan. Terkait hal ini, Bank Sahabat Sampoerna menunjuk kantor akuntan publik (KAP) dan akuntan publik (AP) yang telah memenuhi persyaratan untuk melakukan pengawasan terhadap aspek keuangan Bank serta tidak memiliki benturan kepentingan dengan Bank

Penunjukan KAP

Penunjukan dan penetapan KAP dilakukan saat RUPS Tahunan Bank dengan berpedoman pada Peraturan Otoritas Jasa Keuangan No. 13/POJK.03/2017 dan mempertimbangkan rekomendasi dari Komite Audit. Berdasarkan hasil keputusan RUPS Tahunan 2019, Bank Sahabat Sampoerna menunjuk Amir Abadi Jusuf, Aryanto, Mawar & Rekan (KAP RSM Indonesia) sebagai KAP dan Dedy Sukrisnadi sebagai AP yang akan melaksanakan audit atas Laporan Keuangan Bank sepanjang tahun 2019. Penunjukan ini disepakati melalui *Engagement Letter* No. 0210919/DSN/1117/EL sebagai bukti perjanjian legalitas antara Bank dengan pihak AKP.

Informasi AP dan KAP Bank

Bank Sahabat Sampoerna menggunakan jasa AP dan KAP yang telah terdaftar di Otoritas Jasa Keuangan dan sesuai dengan Standar Akuntansi Keuangan di Indonesia. Informasi terkait AP dan KAP yang ditunjuk oleh Bank selama 5 tahun terakhir diungkapkan pada tabel berikut.

| Tahun Buku Fiscal Year | Kantor Akuntan Publik Public Accountant Firm | Nama Akuntan Accountant's Name | Biaya (Rp) Fee (Rp) |
|---------------------------|---|-----------------------------------|------------------------|
| 2019 | KAP Amir Abadi Jusuf, Aryanto, Mawar & Rekan | Dedy Sukrisnadi, CPA | 580,000,000 |
| 2018 | KAP Amir Abadi Jusuf, Aryanto, Mawar & Rekan | Dedy Sukrisnadi, CPA | 390,000,000 |
| 2017 | KAP Amir Abadi Jusuf, Aryanto, Mawar & Rekan | Dedy Sukrisnadi, CPA | 360,000,000 |
| 2016 | KAP Amir Abadi Jusuf, Aryanto, Mawar & Rekan | Saptoto Agustomo, SE, MM, CPA | 340,000,000 |
| 2015 | KAP Amir Abadi Jusuf, Aryanto, Mawar & Rekan | Saptoto Agustomo, SE, MM, CPA | 304,500,000 |

Jasa Lain yang Diberikan

Jasa lain yang diberikan KAP Amir Abadi Jusuf, Aryanto, Mawar & Rekan kepada Bank Sahabat Sampoerna selain terkait audit Laporan Keuangan tahun buku 2019, yaitu memberikan jasa *review* dan validasi atas penerapan PSAK 71.

Bank Sahabat Sampoerna seeks to provide accountable, independent, and reasonable information and data to stakeholders. Regarding this matter, Bank Sahabat Sampoerna appoints a public accountant firm (KAP) and a public accountant (AP) that has fulfilled the requirements to supervise the financial aspects of the Bank and does not have a conflict of interest with the Bank.

KAP Appointment

The Public Accountant Firm is appointed and determined during the Bank's Annual GMS based on Financial Services Authority Regulation No. 13/POJK.03/2017 with due observance to advices of the Audit Committee. Based on the 2019 Annual GMS resolutions, Bank Sahabat Sampoerna appointed Amir Abadi Jusuf, Aryanto, Mawar, & Partners (KAP RSM Indonesia) as the Public Accountant Firm, and Dedy Sukrisnadi as the Public Accountant who will audit the Bank's Financial Statements for 2019. This appointment was agreed through Engagement Letter No. 0210919/DSN/1117/EL as proof of the legality agreement between the Bank and the KAP.

Information of Bank's AP and KAP

Bank Sahabat Sampoerna uses services of Public Accountant (AP) and Public Accountant Firm (KAP) that are registered with the Financial Services Authority and in accordance with the Financial Accounting Standards in Indonesia. Information about AP and KAP appointed by the Bank for the past 5 years is disclosed in the following table.

Other Services Provided

Other service provided by KAP Amir Abadi Jusuf, Aryanto, Mawar & Partners to Bank Sahabat Sampoerna in addition to the audit related to the Financial Statements for the 2019 fiscal year is providing review and validation services on the implementation of PSAK 71.

SISTEM PENGENDALIAN INTERNAL

Internal Control System

Bank Sahabat Sampoerna melaksanakan sistem pengendalian internal dalam rangka membantu pencapaian kinerja Bank, meminimalkan risiko kerugian, serta menjaga kepatuhan pada ketentuan dan peraturan perundang-undangan yang berlaku. Sistem pengendalian internal juga dianggap sebagai salah satu komponen penting dalam pengawasan dan pengelolaan kegiatan operasional Bank yang sehat dan aman.

Bank Sahabat Sampoerna menerapkan sistem pengendalian internal secara kesinambungan dengan tujuan untuk:

1. Menjaga dan mengamankan aset Bank;
2. Menjamin tersedianya pelaporan keuangan dan manajerial yang akurat dan dapat dipercaya;
3. Meningkatkan kepatuhan Bank terhadap ketentuan dan peraturan perundang-undangan yang berlaku;
4. Mengurangi dampak keuangan atau dampak kerugian, penyimpangan, termasuk *fraud*, dan pelanggaran aspek kehati-hatian; serta
5. Meningkatkan efektivitas organisasi dan efisiensi biaya.

Penerapan sistem pengendalian internal di Bank Sahabat Sampoerna berpedoman pada Surat Edaran Jasa Keuangan No. 35/SEOJK.03/2017 tentang Pedoman Standar Sistem Pengendalian Internal bagi Bank Umum tanggal 7 Juli 2017, yang kemudian disesuaikan dengan struktur organisasi Bank yang masih terus tumbuh. Bank Sahabat Sampoerna berupaya agar pengendalian internal berjalan dengan efektif. Oleh karena itu, nilai-nilai dan budaya yang terkandung dalam *Sampoerna Way* disisipkan ke dalam susunan kebijakan sistem pengendalian internal Bank.

Berbagai upaya pengembangan sistem pengendalian internal terus dilakukan Bank dengan cara:

1. Mengembangkan kerangka kerja sistem pengendalian internal yang dapat dijadikan pedoman bagi setiap karyawan dalam menerapkan sistem pengendalian internal sesuai dengan *job description* masing-masing;
2. Melakukan pengendalian dan pemindahan fungsi pada seluruh tingkatan fungsional, sesuai struktur organisasi Bank; dan
3. Menyelenggarakan sistem akuntansi, informasi, dan komunikasi manajemen risiko sesuai ketentuan dan peraturan perundang-undangan yang berlaku sehingga Bank mampu memfasilitasi pelaksanaan proses manajemen risiko yang komprehensif secara memadai.

Kesesuaian Pengendalian Internal dengan Surat Edaran Otoritas Jasa Keuangan dan Basel Committee Internal Control Framework

Kegiatan pengendalian internal di Bank Sahabat Sampoerna diterapkan dengan berpedoman pada Surat Edaran Otoritas Jasa Keuangan No. 35/SEOJK.03/2017 tentang Pedoman Standar Sistem Pengendalian Intern bagi Bank Umum dan *Basel Committee Internal Control Framework*.

Bank Sahabat Sampoerna implements an internal control system in order to help the achievement of the Bank's performance, minimize the risk of loss, and maintain compliance with the applicable provisions and laws and regulations. Internal control system is also deemed as one of the important components in monitoring and managing the Bank's operational activities that are sound and safe.

Bank Sahabat Sampoerna implements internal control system consistently with the objectives to:

1. *Maintain and secure Bank assets;*
2. *Ensure the availability of accurate and trustworthy financial and managerial reporting;*
3. *Improve the Bank's compliance with the applicable provisions and laws and regulations;*
4. *Reduce the financial impact or impact of losses, irregularities, including fraud, and violation of prudential aspects; and*
5. *Improve organization effectiveness and cost efficiency.*

The implementation of internal control system at Bank Sahabat Sampoerna refers to the Financial Services Circular No. 35/SEOJK.03/2017 on Guidelines for Internal Control System Standards for Commercial Banks dated July 7, 2017, which are then adjusted to the Bank's organizational structure which is still growing. Bank Sahabat Sampoerna seeks for effective internal control. Therefore, the values and culture contained in the Sampoerna Way are incorporated into the policy structure of the Bank's internal control system.

Various efforts to develop the Bank's internal control system continue to be carried out by:

1. *Developing an internal control system framework that can be used as a guide for each employee in implementing an internal control system in accordance with their respective job descriptions;*
2. *Controlling and transferring functions at all functional levels, in accordance with the Bank's organizational structure; and*
3. *Carrying out risk management accounting, information and communication system in accordance with the applicable laws and regulations so that the Bank can facilitate the implementation of a comprehensive risk management process adequately.*

Conformity of Internal Control with Financial Services Authority Circular and Basel Committee Internal Control Framework

The internal control at Bank Sahabat Sampoerna refers to the Financial Authority Services Circular Letter No. 35/SEOJK.03/2017 on Guidelines of Internal Control System Standard for Commercial Bank and Basel Committee Internal Control Framework.

Ruang Lingkup Pengendalian Internal

Ruang lingkup sistem pengendalian internal Bank Sahabat Sampoerna tercantum dalam Memo Kerangka Kerja (*Framework*) Sistem Pengendalian Intern (SPI) No. 09/05/MI/SKMR/V/18 yang mencakup 5 elemen pokok yang saling berkaitan, yaitu:

1. Pengawasan oleh Manajemen dan Budaya Pengendalian

- a. Tugas dan tanggung jawab Dewan Komisaris terkait sistem pengendalian internal di antaranya:
 - 1) Melakukan pengawasan terhadap pelaksanaan internal secara umum, termasuk kebijakan Direksi yang menerapkan pengendalian internal;
 - 2) Memastikan adanya perbaikan terhadap permasalahan Bank yang dapat mengurangi efektivitas sistem pengendalian internal; dan
 - 3) Melakukan review secara berkala atas pelaksanaan pengendalian internal dan validasi strategi Bank terhadap pengendalian internal yang ditetapkan.
- b. Tugas dan tanggung jawab Direksi terkait sistem pengendalian internal antara lain:
 - 1) Menciptakan dan memelihara sistem pengendalian internal yang kuat dan efektif;
 - 2) Memastikan sistem berjalan secara aman dan andal, sesuai tujuan pengendalian internal yang ditetapkan Bank;
 - 3) Menetapkan kebijakan dan strategi, prosedur pengendalian internal, serta memantau kecukupan dan efektivitas sistem pengendalian internal;
 - 4) Direktur yang membawahi fungsi kepatuhan wajib berperan aktif untuk mencegah adanya penyimpangan yang dilakukan oleh manajemen dalam menetapkan kebijakan dengan berlandaskan pada prinsip kehati-hatian.
- c. Pengawasan aktif Dewan Komisaris dan Direksi dijalankan melalui penetapan dan pelaksanaan strategi bisnis, pengembangan dan penerapan manajemen risiko, penyusunan organisasi dan delegasi wewenang dengan akuntabilitas yang jelas, pengembangan kebijakan pengendalian internal, serta pemantauan terhadap kecukupan dan efektivitas sistem pengendalian internal yang telah ditetapkan.

Dewan Komisaris dan Direksi berkepentingan untuk memastikan pengembangan lingkungan kerja Bank dikendalikan dengan baik. Terkait hal ini, Dewan Komisaris dan Direksi berupaya meningkatkan etika kerja dan integritas yang tinggi serta menciptakan budaya organisasi yang dapat memberikan pemahaman bagi seluruh karyawan mengenai pentingnya pengendalian internal yang berlaku di Bank.

2. Identifikasi dan Penilaian Risiko

Identifikasi, analisis, dan penilaian risiko merupakan serangkaian tindakan yang dilakukan oleh Direksi. Namun, agar cakupan audit yang dilakukan lebih luas dan menyeluruh, maka penilaian risiko didelegasikan kepada Satuan Kerja Audit Internal, dengan mempertimbangkan faktor internal maupun eksternal, serta dilakukan pada entitas ataupun tingkat aktivitasnya.

Scope of Internal Control

The scope of Bank Sahabat Sampoerna's internal control system is stated in the Internal Control System (SPI) Framework Memo No. 09/05/MI/SKMR/V/18 which includes 5 main interrelated elements, which are:

1. Management Supervision and Control Culture

- a. Duties and responsibilities of Board of Commissioners related to the internal control system include:
 - 1) Supervising the implementation of internal controls in general, including the Board of Directors' policies in establishing such internal control.
 - 2) Ensuring improvements to the Bank's problems that can reduce the effectiveness of internal control system; and
 - 3) Conducting periodic reviews of the implementation of internal control and validating the Bank's strategy on the established internal controls.
- b. Duties and responsibilities of the Board of Directors related to the internal control system include:
 - 1) Establishing and maintaining strong and effective internal control system;
 - 2) Ensuring that the system runs safely and reliably, in accordance with the internal control objectives set by the Bank;
 - 3) Establishing policies and strategies, internal control procedures, and monitoring the adequacy and effectiveness of the internal control system;
 - 4) The Director in charge of the compliance function must play an active role in preventing any deviation by the Management in setting policies based on the precautionary principle.
- c. Active supervision by the Board of Commissioners and Board of Directors is carried out through the establishment and implementation of business strategies, development and implementation of risk management, organization and delegation of authority with clear accountability, development of internal control policies, and monitoring the adequacy and effectiveness of the established internal control system.

The Board of Commissioners and Board of Directors' concern is to ensure that the development of the Bank's work environment is well controlled. Regarding this matter, the Board of Commissioners and Board of Directors strive to improve work ethics and high integrity as well as create an organizational culture that can provide understanding for all employees on the importance of internal control in the Bank.

2. Risk Identification and Assessment

Risk identification, analysis, and assessment are a series of actions taken by the Board of Directors. However, in order for the audit scope to be more extensive and comprehensive, the risk assessment is delegated to the Internal Audit Unit, by considering the internal and external factors, and is carried out at the entity or the level of activity.

Pelaksanaan identifikasi dan penilaian terhadap risiko yang melekat pada kegiatan operasional Bank dilakukan secara terus menerus, baik secara individual maupun keseluruhan (*composite*), yang dapat memengaruhi pencapaian sasaran. Penilaian risiko dapat mengidentifikasi jenis risiko yang dihadapi oleh Bank, baik risiko individual maupun secara keseluruhan (*aggregate*), penetapan *limit* risiko, dan teknik pengendalian risiko tersebut.

3. Kegiatan Pengendalian dan Pemisahan Fungsi Operasional

Kegiatan pengendalian melibatkan seluruh karyawan Bank, termasuk Direksi. Kegiatan pengendalian direncanakan dan diterapkan untuk mengendalikan risiko yang telah diidentifikasi. Kegiatan pengendalian mencakup penetapan kebijakan dan prosedur pengendalian, serta proses verifikasi lebih dini untuk memastikan bahwa kebijakan dan prosedur dipatuhi secara konsisten. Kegiatan pengendalian ini menjadi bagian yang tidak terpisahkan dari setiap fungsi atau kegiatan Bank sehari-hari.

Kegiatan pengendalian meliputi kebijakan, prosedur, dan praktik yang memberikan keyakinan bagi pejabat dan karyawan Bank bahwa arahan Dewan Komisaris dan Direksi Bank telah dilaksanakan secara efektif. Kegiatan pengendalian dapat membantu Direksi, termasuk Komisaris Bank, dalam mengelola dan mengendalikan risiko yang dapat memengaruhi kinerja atau mengakibatkan kerugian Bank. Kegiatan pengendalian diterapkan pada semua jabatan fungsional sesuai dengan struktur organisasi Bank yang meliputi kaji ulang manajemen, kaji ulang kinerja operasional, pengendalian sistem informasi, pengendalian aset fisik, dokumentasi atas kebijakan, sistem dan prosedur, prinsip *dual control*, dan mengatur mengenai mekanisme pelaporan pelanggaran serta sanksi atas tindakan pelanggaran tersebut.

Sistem pengendalian internal yang efektif mensyaratkan adanya pemisahan fungsi. Pemisahan fungsi dimaksudkan agar setiap karyawan dalam jabatannya tidak memiliki peluang untuk melakukan dan menyembunyikan kesalahan atau penyimpangan dalam pelaksanaan tugasnya pada seluruh jenjang organisasi dan seluruh langkah kegiatan operasional. Selain itu, dalam sistem pengendalian internal yang efektif, pemberian wewenang serta tanggung jawab yang dapat menimbulkan berbagai benturan kepentingan (*conflict of interest*) dihindari. Seluruh aspek yang dapat menimbulkan pertentangan kepentingan diidentifikasi, diminimalisasi, dan dipantau secara hati-hati oleh pihak independen.

4. Sistem Akuntansi, Informasi, dan Komunikasi

Sistem akuntansi, informasi, dan komunikasi manajemen risiko Bank diselenggarakan sesuai dengan ketentuan dan perundang-undangan yang berlaku. Sistem ini harus mampu memfasilitasi pelaksanaan proses manajemen risiko yang komprehensif secara memadai.

Sistem akuntansi meliputi metode dan catatan dalam rangka mengidentifikasi, mengelompokkan, menganalisis, mengklasifikasi, mencatat/membukukan, dan melaporkan transaksi Bank. Sistem informasi harus dapat menghasilkan laporan mengenai kegiatan usaha, kondisi keuangan,

Identification and assessment of risks inherent in the Bank's operational activities is carried out continuously, both individually and as a whole (composite), which can affect the achievement of the targets. Risk assessment can identify the types of risks faced by the Bank, both individual and overall risks (aggregate), determination of risk limits, and risk control techniques.

3. Control Activities and Separation of Operational Functions

Control activities involve all Bank employees, including the Board of Directors. Control activities are planned and implemented to control the identified risks. Control activities include the establishment of control policies and procedures, as well as an early verification process to ensure that policies and procedures are consistently adhered to. These control activities become an inseparable part of every day function or activity of the Bank.

These control activities include policies, procedures, and practices that provide assurance to the Bank's officials and employees that direction from the Bank's Board of Directors and Board of Commissioners has been effectively implemented. Control activities can assist the Board of Directors, including the Bank's Commissioners, in managing and controlling risks that can affect the performance or result in bank losses. Control activities are applied to all functional positions in accordance with the Bank's organizational structure which includes management reviews, operational performance reviews, information system control, physical asset control, documentation of policies, systems, and procedures, dual control principles, and which regulates violation reporting mechanism and sanction for such violation.

An effective internal control system requires separation of functions. Separation of functions is intended so that each employee in his/her position does not have the opportunity to make and hide mistakes or irregularities in implementing his/her duties at all organizational levels and all steps of operational activities. In addition, an effective internal control system avoids the granting of authority and responsibility that can lead to various conflicts of interest. All aspects that can cause conflict of interest are identified, minimized, and monitored carefully by independent party.

4. Accounting, Information, and Communication System

The Bank's risk management accounting, information, and communication system is implemented in accordance with the applicable laws and regulations. This system must be able to facilitate the implementation of a comprehensive risk management process adequately.

The accounting system includes methods and records in order to identify, categorize, analyze, classify, note/record, and report Bank transactions. The information system shall be able to produce reports on business activities, financial conditions, risk management implementation, and fulfillment of provisions

penerapan manajemen risiko, serta pemenuhan ketentuan yang mendukung pelaksanaan tugas Dewan Komisaris dan Direksi. Sistem komunikasi harus mampu memberikan informasi pada seluruh pihak, baik internal maupun eksternal, seperti Otoritas Jasa Keuangan, auditor eksternal, Pemegang Saham, dan nasabah Bank.

- 5. Kegiatan Pemantauan dan Tindakan Koreksi Penyimpangan**
Bank melakukan pemantauan secara terus-menerus terhadap efektivitas keseluruhan pelaksanaan pengendalian internal. Pemantauan terhadap risiko utama yang melekat harus diprioritaskan pada aktivitas bisnis dan operasional serta berfungsi sebagai bagian dari kegiatan Bank sehari-hari, termasuk evaluasi secara berkala, baik oleh satuan kerja operasional maupun oleh Satuan Kerja Audit Internal.

Pemantauan kecukupan sistem pengendalian internal secara terus menerus berkaitan dengan adanya perubahan kondisi internal dan eksternal. Bank memastikan bahwa fungsi pemantauan telah ditetapkan secara jelas dan terstruktur dengan baik dalam organisasi Bank, serta mengintegrasikan sistem pengendalian internal ke dalam kegiatan operasional Bank agar kegiatan pemantauan dapat berjalan secara efektif.

Evaluasi Pelaksanaan Sistem Pengendalian Internal

Dewan Komisaris dan Direksi Bank Sahabat Sampoerna telah menyusun strategi untuk memperkuat dan menyempurnakan sistem pengendalian internal Bank, yaitu:

1. Meningkatkan pemahaman *risk culture* secara terus-menerus di seluruh jenjang organisasi melalui sosialisasi dan pelatihan manajemen risiko;
2. Merumuskan kebijakan dan prosedur yang mendukung struktur pengendalian internal yang efektif;
3. Melakukan pertemuan dengan setiap divisi secara berkala untuk mengevaluasi sistem pengendalian internal dan menekan kemungkinan terjadinya kesalahan atau pelanggaran yang dapat menimbulkan kerugian;
4. Mewajibkan kepada seluruh karyawan untuk membaca, memahami, dan mematuhi peraturan atau ketentuan, baik internal maupun eksternal, serta sosialisasi melalui *training* dan berbagai kegiatan Bank;
5. Meningkatkan peran aktif Satuan Kerja Kepatuhan, Satuan Kerja Manajemen Risiko, dan Satuan Kerja Audit Internal sebagai divisi independen dalam aktivitas Bank; serta
6. Meningkatkan peran Komite Audit dan Komite Pemantau Risiko melalui pertemuan berkala, dalam melaksanakan pemantauan atas temuan signifikan dan temuan berisiko tinggi.

Pendapat yang disampaikan Dewan Komisaris dan Direksi terkait kinerja sistem pengendalian internal tahun 2019 adalah Satuan Kerja Audit Internal telah melaksanakan fungsi pemantauan dan pemeriksaan secara berkala terhadap seluruh divisi dengan kualitas yang lebih baik dibandingkan tahun sebelumnya. Hasil tersebut dijadikan bahan evaluasi agar kualitas pengendalian internal Bank dapat terus ditingkatkan secara berkesinambungan, sesuai dengan kompleksitas dan skala bisnis yang berkembang sehingga lebih efektif dan efisien.

that support the implementation of Board of Directors and Board of Commissioners' duties. The Communication System shall be able to provide information to all parties, both internal and external, such as the Financial Services Authority, external auditors, Shareholders, and Bank's customers.

5. Monitoring Activities and Corrective Actions

The Bank continuously monitors the overall effectiveness of internal control. Monitoring major risks inherent must be prioritized on business and operational activities and serves as part of the Bank's daily activities, including periodic evaluations, both by the operational work unit and by the Internal Audit Unit.

Monitoring the adequacy of internal control system continuously related to changes in internal and external conditions. The Bank ensures that the monitoring function is clearly defined and structured within the Bank's organization, and integrates an internal control system into the Bank's operational activities so that monitoring activities can run effectively.

Evaluation of Internal Control System Implementation

The Board of Commissioners and Board of Directors of Bank Sahabat Sampoerna have developed strategies to strengthen and refine the Bank's internal control system, which are:

1. *Improving the understanding of risk culture continuously at all levels of the organization through dissemination and training of risk management;*
2. *Formulating policies and procedures that support effective internal control structures;*
3. *Convening regular meetings with each division to evaluate the internal control system and reduce the possibility of errors or violations that could result in losses;*
4. *Requiring all employees to read, understand, and comply with regulations or provisions, both internal and external, as well as dissemination through training and various Bank activities;*
5. *Increasing the active role of Compliance Unit, Risk Management Unit, and Internal Audit Unit as the independent divisions in the Bank's activities; and*
6. *Enhancing the role of Audit Committee and Risk Monitoring Committee through regular meetings, in monitoring the significant findings and high risk findings.*

The opinion expressed by the Board of Commissioners and Board of Directors regarding the performance of internal control system in 2019 is that the Internal Audit Work Unit has carried out regular monitoring and audit function for all divisions with better quality compared to that of previous year. These results are used as evaluation material so that the quality of the Bank's internal control can be continuously improved, in accordance with the business complexity and scale that is developing to be more effective and efficient.

FUNGSI KEPATUHAN

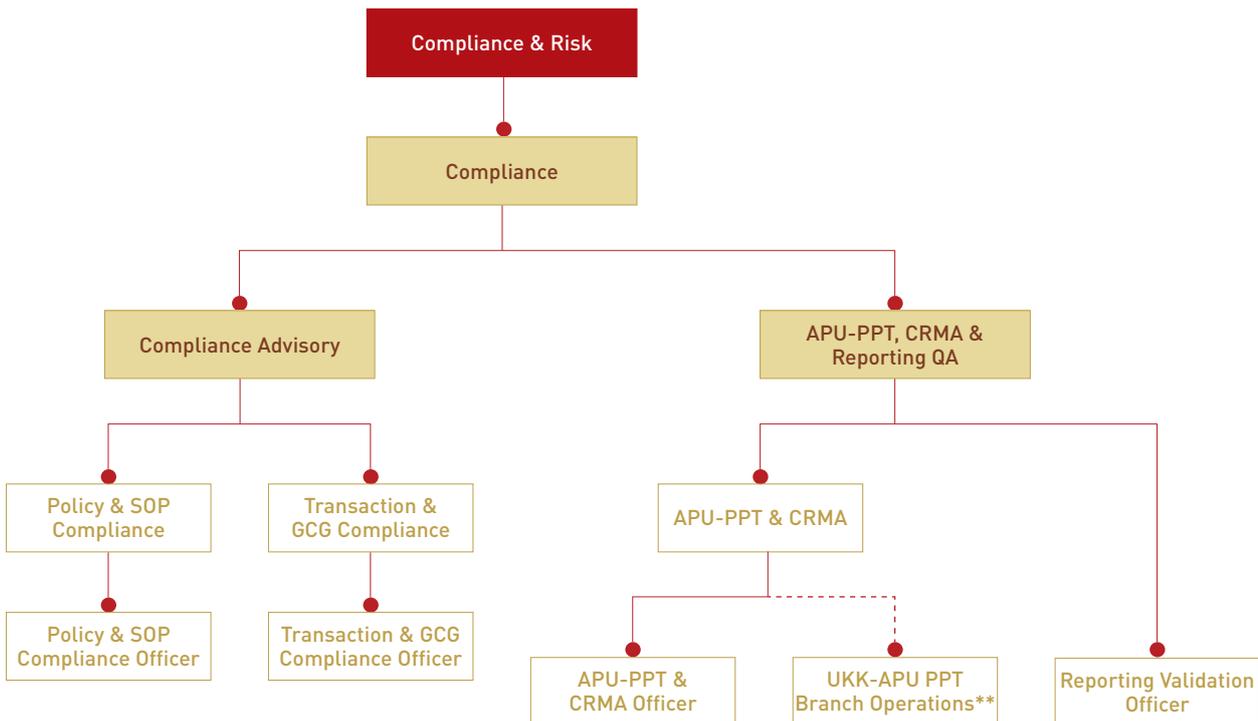
Compliance Function

Pelaksanaan fungsi kepatuhan berperan dalam mencegah penyimpangan dan memastikan bahwa kegiatan yang dilakukan Bank telah sesuai dengan ketentuan dan perundang-undangan yang berlaku sehingga kinerja Bank menjadi yang lebih baik dan sehat. Terkait hal tersebut, Bank Sahabat Sampoerna menyusun kebijakan kepatuhan yang telah disahkan oleh Direksi dan dituangkan dalam Kebijakan Kepatuhan No. 09/065/MI/Sisdur/X/2012 tanggal 31 Oktober 2012, disempurnakan menjadi Kebijakan Kepatuhan No. BSS/KU-SKK/SDR/01 tanggal 1 Februari 2018. Kebijakan tersebut telah disesuaikan dengan Peraturan Otoritas Jasa Keuangan No. 46/POJK.03/2017 tanggal 12 Juli 2017 tentang Pelaksanaan Fungsi Kepatuhan Bank Umum.

The implementation of compliance function has a role in preventing deviation and ensuring that the activities carried out by the Bank are in accordance with the provisions and applicable laws and regulations, so that the Bank's performance becomes better and healthier. Regarding this matter, Bank Sahabat Sampoerna developed a compliance policy that was approved by the Board of Directors and set forth in Compliance Policy No. 09/065/MI/Sisdur/X/2012 dated 31 October 2012, refined to Compliance Policy No. BSS/KU-SKK/SDR/01 dated 1 February 2018. Such policy is already in accordance with the Financial Services Authority Regulation No. 46/POJK.03/2017 dated July 12, 2017, on Implementation of Compliance Function of Commercial Bank.

Struktur Organisasi Fungsi Kepatuhan

Organization Structure of Compliance Function



Pelaksana Fungsi Kepatuhan

Direktur Fungsi Kepatuhan

Fungsi kepatuhan Bank Sahabat Sampoerna berada dalam pengawasan Direktur Kepatuhan dan Manajemen Risiko yang memiliki tugas dan tanggung jawab sebagai berikut.

1. Merumuskan strategi guna mendorong terciptanya Budaya Kepatuhan Bank;
2. Mengusulkan kebijakan kepatuhan atau prinsip-prinsip kepatuhan yang akan ditetapkan oleh Direksi;

Executor of Compliance Function

Director of Compliance Function

Bank Sahabat Sampoerna's compliance function is under the supervision of the Director of Compliance and Risk Management, which has the following duties and responsibilities.

1. *Formulating strategies to encourage the creation of the Bank's Compliance Culture;*
2. *Proposing compliance policies or compliance principles to be specified by the Board of Directors;*

3. Menetapkan sistem dan prosedur kepatuhan yang akan digunakan untuk menyusun ketentuan dan pedoman internal Bank;
4. Memastikan bahwa seluruh kebijakan, ketentuan, sistem, dan prosedur, serta kegiatan usaha yang dilakukan Bank telah sesuai dengan ketentuan Bank Indonesia dan peraturan perundang-undangan yang berlaku;
5. Meminimalkan risiko kepatuhan Bank;
6. Melakukan tindakan pencegahan agar kebijakan dan/atau keputusan yang diambil Direksi Bank tidak menyimpang dari ketentuan Bank Indonesia atau Otoritas Jasa Keuangan dan peraturan perundang-undangan yang berlaku;
7. Melakukan tugas-tugas lain terkait fungsi kepatuhan, yaitu:
 - a. Memastikan kepatuhan Bank terhadap komitmen yang dibuat oleh Bank kepada Otoritas Jasa Keuangan dan/atau otoritas pengawas lain yang berwenang; dan
 - b. Melakukan sosialisasi kepada seluruh pegawai Bank mengenai hal-hal yang terkait dengan fungsi kepatuhan, terutama mengenai ketentuan yang berlaku, dan/atau bertindak sebagai narahubung (*contact person*) untuk permasalahan kepatuhan Bank bagi pihak internal maupun eksternal.

Satuan Kerja Kepatuhan

Pelaksanaan fungsi kepatuhan di Bank Sahabat Sampoerna juga menjadi tanggung jawab Satuan Kerja Kepatuhan. Satuan kerja ini dibentuk untuk melakukan beberapa tindakan, seperti:

1. Mewujudkan terlaksananya budaya kepatuhan pada semua tingkatan organisasi dan kegiatan usaha perusahaan;
2. Mengelola risiko kepatuhan yang dihadapi perusahaan;
3. Memastikan agar kebijakan, ketentuan, sistem dan prosedur, serta kegiatan usaha yang dilakukan oleh perusahaan telah sesuai dengan ketentuan Otoritas Jasa Keuangan dan ketentuan peraturan perundang-undangan; dan
4. Memastikan kepatuhan perusahaan terhadap komitmen yang dibuat oleh perusahaan kepada Otoritas Jasa Keuangan dan/atau otoritas pengawas lain yang berwenang.

Kedudukan Satuan Kerja Kepatuhan

Satuan Kerja Kepatuhan berada di bawah supervisi langsung Direktur Kepatuhan dan Manajemen Risiko. Oleh karena itu, Satuan Kerja Kepatuhan diwajibkan membuat laporan bulanan untuk disampaikan kepada Direktur Kepatuhan dan Manajemen Risiko.

Hingga 31 Desember 2019, jumlah karyawan di Satuan Kerja Kepatuhan sebanyak 10 orang karyawan, terdiri dari:

1. 1 Kepala Satuan Kerja Kepatuhan setingkat *Division Head*;
2. 2 Wakil Kepala Satuan Kerja Kepatuhan setingkat *Group Head* yang membawahi Unit *Compliance Advisory* serta Unit *APU PPT, CRMA, & Reporting QA*;
3. 3 Departemen *Head* yang membawahi Departemen *Policy & SOP Compliance, Transaction, & GCG*, serta *APU PPT & CRMA*; dan

3. *Establishing compliance system and procedure to be used to develop the Bank's internal rules and guidelines;*
4. *Ensuring that all policies, regulations, systems, and procedures as well as business activities conducted by the Bank are in accordance with provisions of Bank Indonesia, and the applicable laws and regulations.*
5. *Minimizing the Bank's compliance risk;*
6. *Taking precaution measures so that the policies and/or decisions taken by the Bank's Board of Directors do not deviate from the provisions of Bank Indonesia or Financial Services Authority and the applicable laws and regulations;*
7. *Performing other tasks related to the compliance function, which are:*
 - a. *Ensuring the Bank's compliance with the commitment made by the Bank to the Financial Services Authority and/or other authorized supervisory authority; and*
 - b. *Disseminating information to all of the Bank's employees on matters related to compliance function, especially regarding applicable regulations, and/or acting as a contact person for the Bank's compliance issues for internal and external parties.*

Compliance Work Unit

The implementation of compliance function at Bank Sahabat Sampoerna is also the responsibility of the Compliance Unit. This unit was established to take several actions, such as:

1. *Achieving the implementation of compliance culture at every organizational level and business activities of the Company;*
2. *Managing the compliance risk faced by the Company;*
3. *Ensuring that policies, regulations, systems, and procedures as well as business activities conducted by the Company are in accordance with provisions of the Financial Services Authority and the applicable laws and regulations; and*
4. *Ensuring the Bank's compliance with the commitment made by the Bank to the Financial Services Authority and/or other authorized supervisory authority.*

Position of Compliance Work Unit

The Compliance Unit is under direct supervision of the Director of Compliance and Risk Management. Therefore, the Compliance Unit must prepare monthly report to be submitted to the Director of Compliance and Risk Management.

As of December 31, 2019, the number of employees in the Compliance Unit was 10 employees, consisting of:

1. *1 Head of Compliance Unit at Division Head level;*
2. *2 Deputy Heads of Compliance Unit at Group Head level in charge of Compliance Advisory Unit and APT PPT, CRMA & QA Reporting Unit;*
3. *3 Department Heads who oversee the Department's Policy & SOP, Transaction & GCG, and APU PPT & CRMA; and*

4. 4 Officer pada Unit Policy & SOP Compliance, Transaction & GCG, APU PPT & CRMA, serta Reporting Validation.

4. 4 Officers in Unit of Policy & SOP of Compliance, Transaction & GCG, APU PPT & CRMA, and Reporting Validation.

Profil Kepala Satuan Kerja Kepatuhan

Profil Kepala Satuan Kerja Kepatuhan Bank Sahabat Sampoerna diuraikan sebagai berikut.

Profile of Head of Compliance Unit

The Profile of Compliance Unit Head of Bank Sahabat Sampoerna is described as follows.

Burlita Chan

Kepala Satuan Kerja Kepatuhan / Compliance Division Head

| | | |
|---|--|-----------------------------|
| Kewarganegaraan <i>Nationality</i> | Usia <i>Age</i> | Domisili <i>Domicile</i> |
| Warga Negara Indonesia <i>Indonesian</i> | 55 tahun <i>55 years old</i> | Jakarta |
| Dasar Pengangkatan <i>Basis of Appointment</i> | Surat Keputusan No. 02/SK/BSS/SKDIR-SDM/IX/12 tanggal 10 Agustus 2012. <i>Decision Letter No. 02/SK/BSS/SKDIR-SDM/IX/12 dated 10 August 2012.</i> | |
| Riwayat Pendidikan <i>Education</i> | Sarjana Arsitektur, Universitas Indonesia (1988). <i>Bachelor of Architecture, Universitas Indonesia (1988).</i> | |
| Keahlian <i>Expertise</i> | Perbankan <i>Banking</i> | |
| Sertifikasi Profesi <i>Professional Certification</i> | <ul style="list-style-type: none"> Sertifikasi Kepatuhan / <i>Compliance Certification Level 1 dan / and 2;</i> Risk Management Certification (BSMR) Level 4; dan / <i>and</i> Sertifikasi Manajer Kepatuhan / <i>Compliance Manager Certification Level 2.</i> | |
| Pengalaman Kerja <i>Work Experience</i> | <ul style="list-style-type: none"> Financing Support Group Head (Policy, Administration, Appraisal, and Reporting) BRI Syariah (2009 -2012); Financing Review and Support Group Head (Financing Review, Policy, Administration, Appraisal, and Reporting) BRI Syariah (2008 - 2009); dan / <i>and</i> Compliance Department Head Bank Niaga (2000-2008). | |
| Pendidikan/Pelatihan 2019 <i>Education/Training 2019</i> | <ul style="list-style-type: none"> Commercial Lending for Bankers oleh Omega Performance di Jakarta; Pelatihan Dasar Perbankan Syariah oleh Lembaga Pengembangan Perbankan Indonesia di Jakarta; Pelatihan Bank Syariah oleh Karim Business Consultant di Jakarta; Sharia Banking Product di Kuala Lumpur; Maximum Impact Presentation by Nelson, Buchanan, & Öostergard di Jakarta; Corporate Finance, Euromoney oleh Euromoney di Singapura; Credit Risk Analysis Workshop by Standard Chartered di Jakarta; CRM IV, Institute of Banking and Finance, di Singapura; Managing Problem Loans oleh Institute of Banking and Finance di Singapura; KYC and GCG Seminar oleh Forum Komunikasi Direktur Kepatuhan di Palembang dan Solo; Instinctive Drive oleh Bank Niaga di Jakarta; Niaga Advanced Leadership oleh Bank Niaga di Jakarta; Niaga Intermediate Supervisory Development oleh Bank Niaga di Jakarta; Niaga Basic Supervisory Development oleh Bank Niaga di Jakarta; Niaga Basic Credit Management oleh Bank Niaga di Jakarta; The 7 Habits of Highly Effective People oleh Bank Niaga di Jakarta; Niaga Trade Finance oleh Bank Niaga di Jakarta; Leadership Training oleh Australian Institute of Management, di Perth; dan Regulation Reporting oleh Lembaga Pengembangan Perbankan Indonesia di Jakarta. Commercial Lending for Bankers by Omega Performance in Jakarta; Basic Training of Sharia Banking by Indonesian Banking Development Institute in Jakarta; Sharia Bank Training by Karim Business Consultant in Jakarta; Sharia Banking Product in Kuala Lumpur; Maximum Impact Presentation by Nelson, Buchanan, & Öostergard in Jakarta; Corporate Finance, Euromoney by Euromoney in Singapore; Credit Risk Analysis Workshop by Standard Chartered in Jakarta; CRM IV, Institute of Banking and Finance, in Singapore; Managing Problem Loans by Institute of Banking and Finance in Singapore; KYC and GCG Seminar by Communication Forum of Compliance Director in Palembang and Solo; Instinctive Drive by Bank Niaga in Jakarta; Niaga Advanced Leadership by Bank Niaga in Jakarta; Niaga Intermediate Supervisory Development by Bank Niaga in Jakarta; Niaga Basic Supervisory Development by Bank Niaga in Jakarta; Niaga Basic Credit Management by Bank Niaga in Jakarta; The 7 Habits of Highly Effective People by Bank Niaga in Jakarta; Niaga Trade Finance by Bank Niaga in Jakarta; Leadership Training by Australian Institute of Management, in Perth; and Regulation Reporting by Indonesian Banking Development Institute in Jakarta. | |

Tanggung Jawab dan Wewenang Satuan Kerja Kepatuhan

Tanggung Jawab Satuan Kerja Kepatuhan Bank Sahabat Sampoerna, antara lain:

1. Membuat langkah untuk mendukung terciptanya budaya kepatuhan pada seluruh kegiatan usaha Bank pada setiap jenjang organisasi, antara lain melalui pembuatan sistem, program, kerangka pikir (*framework*), *compliance charter*, kode etik kepatuhan (*compliance code of conduct*) atau kebijakan kepatuhan (*compliance policy*);
2. Melakukan identifikasi, pengukuran, pemantauan, dan pengendalian terhadap risiko kepatuhan dengan mengacu kepada ketentuan Otoritas Jasa Keuangan yang mengatur mengenai penerapan manajemen risiko bagi Bank umum;
3. Menilai dan mengevaluasi efektivitas, kecukupan dan kesesuaian kebijakan, ketentuan, sistem, maupun prosedur yang dimiliki oleh Bank dengan ketentuan peraturan perundang-undangan, antara lain:
 - a. Menilai rancangan kebijakan, ketentuan, sistem, maupun prosedur baru; dan
 - b. Berinisiatif untuk menyempurnakan kebijakan, ketentuan, sistem, maupun prosedur berdasarkan informasi yang diperoleh.
4. Melakukan kaji ulang dan/atau merekomendasikan pengkinian dan penyempurnaan kebijakan, ketentuan, sistem maupun prosedur yang dimiliki oleh Bank agar sesuai dengan ketentuan Otoritas Jasa Keuangan dan ketentuan perundang-undangan;
5. Melakukan upaya untuk memastikan bahwa kebijakan, ketentuan, sistem dan prosedur, serta kegiatan usaha Bank telah sesuai dengan ketentuan Otoritas Jasa Keuangan dan peraturan perundang-undangan; serta
6. Melakukan tugas lain terkait fungsi kepatuhan, antara lain:
 - a. Memastikan kepatuhan perusahaan terhadap komitmen yang dibuat oleh Bank kepada Otoritas Jasa Keuangan dan/atau otoritas pengawas lain yang berwenang;
 - b. Melakukan sosialisasi kepada seluruh karyawan mengenai hal-hal yang terkait dengan fungsi kepatuhan terutama mengenai ketentuan yang berlaku; dan/atau
 - c. Bertindak sebagai narahubung (*contact person*) untuk permasalahan kepatuhan perusahaan, baik pihak internal maupun eksternal.

Bank Sahabat Sampoerna juga telah memberikan wewenang kepada Satuan Kerja Kepatuhan dalam rangka menunjang pelaksanaan fungsi kepatuhan Bank, di antaranya:

1. Membangun *database* peraturan perundangan yang berkaitan dengan bisnis Bank secara lengkap dan terkini berkaitan dengan bisnis Bank;
2. Menyebarkan referensi kepatuhan dan menyosialisasikannya;
3. Menjalankan fungsi sebagai tempat bertanya seluruh karyawan mengenai hal-hal terkait peraturan dan perundang-undangan;
4. Melakukan uji kepatuhan terhadap transaksi tertentu maupun kebijakan ataupun prosedur sebelum diimplementasikan;

Responsibilities and Authority of Compliance Unit

Responsibilities of Bank Sahabat Sampoerna's Compliance Unit include:

1. *Taking steps to support the creation of compliance culture in all of the Bank's business activities at every organizational level, including through creating system, program, framework, compliance charter, compliance code of conduct, or compliance policy;*
2. *Identifying, measuring, monitoring, and controlling compliance risk, by referring to the Financial Services Authority regulations on Risk Management Implementation for Commercial Banks;*
3. *Assessing and evaluating the effectiveness, adequacy, and conformity of the Bank's policies, regulations, systems, and procedures against the provisions of laws and regulations, among others;*
 - a. *Assessing the design of new policies, provisions, systems, and procedures; and*
 - b. *Taking initiative to improve policies, regulations, systems, and procedures based on information obtained.*
4. *Reviewing and/or recommending updates and refinements of policies, provisions, systems, and procedures of the Bank to be in accordance with the provisions of the Financial Services Authority and provisions of laws and regulations;*
5. *Taking measures to ensure that the policies, regulations, systems, and procedures, as well as the Bank's business activities are in accordance with the provisions of the Financial Services Authority and provisions of laws and regulations; and*
6. *Performing other tasks related to the compliance function, among others:*
 - a. *Ensuring the Bank's compliance with the commitment made by the Bank to the Financial Services Authority and/or other authorized supervisory authority;*
 - b. *Disseminating information to all employees on matters relating to compliance function, especially on applicable provisions; and/or*
 - c. *Acting as a contact person for company compliance issues, both internal and external.*

Bank Sahabat Sampoerna has also given authority to the Compliance Unit in order to support the implementation of the Bank's compliance function, including:

1. *To develop a database of laws and regulations relating to the Bank's business in a complete and up-to-date manner related to the Bank's business;*
2. *To distribute compliance references and disseminate them;*
3. *To run a function as a place for all employees to ask about matters related to laws and regulations;*
4. *To perform compliance tests on certain transactions or policies or procedures before they are implemented;*

5. Mengakses semua bukti transaksi, catatan, maupun dokumen untuk diperiksa, jika diperlukan;
6. Mengidentifikasi risiko kepatuhan yang melekat pada setiap transaksi, termasuk transaksi baru dan/atau transaksi atas produk baru, secara proaktif;
7. Melakukan pemantauan dan memberi masukan, usulan, ataupun klarifikasi terhadap praktik yang dilakukan Bank; dan
8. Bertindak sebagai penghubung Bank dengan pihak otoritas atau pihak lain yang membuat peraturan.

Tanggung Jawab dan Wewenang Kepala Satuan Kerja Kepatuhan

Kepala Satuan Kerja Kepatuhan, yang merupakan pelaksana program kepatuhan Bank Sahabat Sampoerna, memiliki tanggung jawab dan wewenang sebagai berikut:

1. Menyampaikan setiap perkembangan dan perubahan peraturan perundang-undangan yang berlaku, yang berdampak signifikan pada Perusahaan, serta memberi saran kepada Direksi terkait peraturan perundang-undangan yang berlaku;
2. Membuat petunjuk-petunjuk praktis untuk seluruh karyawan dalam rangka mengimplementasikan suatu peraturan perundang-undangan yang baru berlaku;
3. Menilai perlu tidaknya mengubah kebijakan pengelolaan kepatuhan sesuai kebutuhan;
4. Memantau dan melaporkan kepada Dewan Komisaris dan Direksi atau kepada Pemegang Saham dan pihak otoritas yang berwenang apakah kepatuhan telah dilaksanakan, termasuk apakah tindakan perbaikan sudah dilaksanakan jika terjadi ketidaksesuaian;
5. Membentuk organisasi dan infrastruktur kepatuhan serta pengelolaan sumber daya lainnya agar tugas-tugas kepatuhan dilaksanakan dengan baik;
6. Menyusun suatu Program Kepatuhan (*Compliance Program*) yang terdiri dari rencana aktivitas yang akan dilakukan, meliputi implementasi dan peninjauan terhadap pelaksanaan peraturan tertentu, melakukan penilaian kepatuhan dan pelaksanaan *compliance testing*. Penyusunan *Compliance Program* ini dilakukan berdasarkan risiko kepatuhan terbesar yang sedang dihadapi Bank; dan
7. Melakukan *enforcement* agar prinsip kepatuhan dipenuhi atau dilaksanakan oleh semua karyawan dan organisasi di Bank, baik dengan membina komitmen, menetapkan langkah pencegahan, merancang program tindak lanjut, dan meminta pihak terkait untuk melaksanakannya, serta mengenakan sanksi sesuai tata cara dan kebijakan Bank yang berlaku.

5. *To access all transaction evidence, records, and documents for inspection, if needed;*
6. *To identify compliance risks inherent in each transaction, including new transactions and/or transactions on new products, proactively;*
7. *To monitor and provide input, proposals, or clarification of practices conducted by the Bank; and*
8. *To act as a liaison between the Bank and the authorities or other parties that make the regulations.*

Responsibilities and Authority of the Compliance Unit Head

The Compliance Unit Head, who is the executor of Bank Sahabat Sampoerna's compliance programs, has the following responsibilities and authority:

1. *To deliver any developments and changes in the applicable laws and regulations, which have a significant impact on the Company, as well as to provide advice to the Board of Directors on the applicable laws and regulations;*
2. *To make practical guidelines for all employees in order to implement a newly effective laws and regulations;*
3. *To assess whether or not to change compliance management policies as needed;*
4. *To monitor and report to the Board of Commissioners and Board of Directors or to Shareholders and the relevant authorities whether compliance has been carried out, including whether corrective action has been taken if there is a non-compliance;*
5. *To establish compliance organization and infrastructure and management of other resources so that compliance tasks are carried out properly;*
6. *To compile a Compliance Program which consists of planned activities to be carried out, including the implementation and review of the implementation of certain regulations, conducting compliance assessments, and implementing compliance testing. Compilation of the Compliance Program is based on the biggest compliance risk faced by the Bank; and*
7. *To enforce so that compliance principles are fulfilled or implemented by all employees and organizations in the Bank, either by building commitment, establishing preventive measure, designing follow-up program, and asking related parties to implement them, and imposing sanction in accordance with the applicable Bank procedures and policies.*

Pelaksanaan Tugas Satuan Kerja Kepatuhan

Pelaksanaan tugas Satuan Kerja Kepatuhan Bank Sahabat Sampoerna sepanjang tahun 2019 diuraikan sebagai berikut.

Implementation of Duties of Compliance Unit

The implementation of duties of Compliance Unit of Bank Sahabat Sampoerna in 2019 is described as follows.

| Program Kerja Work Program | Pelaksanaan Implementation |
|--|---|
| Melaksanakan uji kepatuhan <i>Conducting compliance test</i> | <ol style="list-style-type: none"> Melakukan uji kepatuhan/review untuk setiap kebijakan, prosedur, baik terkait perkreditan maupun nonperkreditan, serta produk/aktivitas baru yang akan dikeluarkan untuk memastikan kesesuaian kebijakan, prosedur, dan produk/aktivitas baru tersebut dengan peraturan perundang-undangan yang berlaku. Terhadap hasil review SKK, apabila ditemukan adanya hal-hal yang kurang sesuai dengan peraturan perundang-undangan yang berlaku, akan disampaikan ke unit kerja terkait untuk segera dilakukan perubahan atau penyesuaian sesuai dengan mekanisme yang berlaku. Apabila diperlukan, hasil review dapat dipresentasikan di rapat Direksi; Melakukan uji kepatuhan untuk <i>plafond</i> kredit di atas Rp7 miliar dan/atau pemberian kredit kepada pihak terkait; Melakukan review secara <i>sampling</i> terhadap uji kepatuhan yang dilakukan oleh cabang dan telah dianalisa oleh Divisi Kredit ESME atas proposal kredit Rp5 miliar-Rp7 miliar yang telah disetujui. Hasil <i>sampling</i> disampaikan ke masing-masing cabang untuk ditindaklanjuti apabila terdapat ketidaksesuaian; Melakukan uji kepatuhan terhadap surat-surat yang akan disampaikan ke regulator sebelum disetujui oleh pejabat yang berwenang; dan Melaksanakan uji kepatuhan program APU PPT terhadap ketentuan internal Bank dan pengembangan produk baru. <ol style="list-style-type: none"> <i>Conducting compliance test/review for each policy, procedure, both related to credit and non-credit, as well as new product/activity that will be issued to ensure compliance with the new policy, procedure, and product/activity with the applicable laws and regulations. Regarding SKK review results, in the event that there are matters not sufficiently in accordance with the applicable laws and regulations, it will be submitted to the relevant work unit for immediate action to amend or adjust to be in accordance with the applicable mechanism. If necessary, the review results can be presented at the Board of Directors' meeting;</i> <i>Conducting compliance test for credit limit above Rp7 billion and/or credit extension to related parties;</i> <i>Sampling the review of compliance test conducted by the branch, which has been analyzed by the ESME Credit Division for credit proposal of Rp5 billion-Rp7 billion, which has been approved. Sampling results are submitted to each branch for further action in the event of a discrepancy;</i> <i>Conducting compliance test on documents to be submitted to the regulator before being approved by the authorized official; and</i> <i>Conducting compliance test of APU PPT program with the Bank's internal regulations and new product development.</i> |
| Memastikan kepatuhan Bank terhadap komitmen yang telah dibuat oleh Bank kepada Pengawas/Otoritas Jasa Keuangan dan/atau otoritas lain yang berwenang <i>Ensuring the Bank's compliance with the commitment made by the Bank to the Authority/Financial Services Authority and/or other authorized authority</i> | Bersama dengan SKAI memantau secara penuh terhadap seluruh perjanjian dan komitmen yang dibuat oleh Bank kepada pengawas, berdasarkan hasil pemeriksaan Otoritas Jasa Keuangan. <i>Fully monitoring, together with the Internal Audit Unit, all agreements and commitments made by the Bank to supervisors, based on the Financial Services Authority audit results.</i> |
| Meeting koordinasi triwulanan antara SKK, SKAI, dan SKMR <i>Quarterly coordination meeting among SKK, SKAI, and SKMR</i> | Mengadakan rapat koordinasi antara SKK, SKAI, dan SKMR dalam rangka penguatan sistem pengendalian internal secara triwulanan. <i>Holding coordination meetings among SKK, SKAI, and SKMR in the context of strengthening the internal control system on a quarterly basis.</i> |
| GCG Self-Assessment | GCG self-assessment dilaksanakan 2 kali dalam setahun yaitu di bulan Juni dan Desember. <i>GCG self-assessment is conducted twice a year, in June and December.</i> |
| Review Rencana Bisnis Bank (RBB) <i>Reviewing Bank's Business Plans (RBB)</i> | Melakukan review RBB sebelum disampaikan ke regulator, termasuk apabila terdapat revisi terhadap RBB dan juga terhadap laporan realisasinya. <i>Reviewing RBB before submitting it to the regulator, including if there are revisions to the RBB and also the realization report.</i> |

| Program Kerja Work Program | Pelaksanaan Implementation |
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| Sosialisasi ketentuan regulator <i>Dissemination of regulatory provisions</i> | <ol style="list-style-type: none"> 1. Setiap penerbitan ketentuan baru oleh regulator (pihak eksternal), berupa Peraturan Bank Indonesia, Peraturan Anggota Dewan Gubernur, Peraturan dan Surat Edaran Otoritas Jasa Keuangan, serta ketentuan perundang-undangan lainnya terkait penyedia jasa keuangan, dilakukan pendistribusian dan disosialisasikan kepada unit-unit kerja terkait di Bank melalui <i>email regulation</i>; 2. Hal yang berkaitan langsung dengan operasional perbankan dituangkan dalam aplikasi CRSA dan disampaikan kepada unit kerja terkait untuk dilakukan <i>self-assessment</i>, dengan tujuan unit terkait memahami dan mengaplikasikan dalam pelaksanaan transaksi; 3. Apabila terdapat ketentuan eksternal yang mengharuskan Bank membuat satu kebijakan internal, maka unit kerja terkait akan menginternalisasikan kebijakan tersebut untuk selanjutnya dilakukan uji kepatuhan sebelum meminta persetujuan kepada Direksi dan/atau Dewan Komisaris; 4. Kebijakan dan prosedur yang telah selesai disusun dan disetujui, selanjutnya didistribusikan oleh unit kerja pembuat kebijakan/SOP kepada seluruh unit kerja/kantor cabang untuk dipelajari, dipahami, dan diimplementasikan. Salah satu bentuk sosialisasi yang dilakukan yaitu melalui <i>e-mail</i>, acara <i>morning briefing/morning enlightenment</i> di cabang-cabang dan kantor pusat serta diunggah ke portal <i>e-library</i>; dan 5. Jika ketentuan eksternal yang baru diperlukan tindak lanjut segera untuk memberikan pemahaman yang lebih baik dan menghindari adanya pengertian yang berbeda, maka dilakukan sosialisasi ketentuan-ketentuan tersebut secara langsung ke unit terkait. <ol style="list-style-type: none"> 1. Every issuance of new provision by regulators (external parties), in the form of Bank Indonesia Regulation, Regulation of Member of Board of Governors, Regulation and Circular of Financial Services Authority, and other provisions of laws and regulations related to financial service providers, is distributed and disseminated to the relevant work units at the Bank via regulation email; 2. Matters directly related to banking operations are outlined in the CRSA application and submitted to the relevant work units for self-assessment, with the aim that the related units understand and apply such matters in executing transactions; 3. If there are external provisions that require the Bank to make an internal policy, the relevant work unit will internalize the policy and then conduct a compliance test before requesting approval from the Board of Directors and/or Board of Commissioners; 4. Policy and procedure that have been prepared and approved, are then distributed by the policy/SOP making unit to all work units/branch offices to be studied, understood, and implemented. One form of dissemination is through e-mail, morning briefing/morning enlightenment at branch offices and head office and uploaded to the e-library portal; and 5. If a new external provision requires immediate follow-up to provide a better understanding and to avoid different interpretation, then this provision is disseminated directly to the relevant unit. |
| Implementasi dan pengembangan aplikasi CRMA <i>Implementation and development of CRMA application</i> | Bank telah mengimplementasikan dan terus mengembangkan aplikasi CRMA, di mana salah satu fungsinya adalah memantau komitmen Bank terhadap pemenuhan kewajiban yang harus dilakukan bank kepada pihak regulator/pengawas. Kualitas implementasi dari aplikasi ini secara terus menerus ditingkatkan dan menjadi salah satu sarana penting dalam proses penegakan budaya kepatuhan. <i>The Bank has implemented and continues to develop the CRMA application, in which one of its functions is to monitor the Bank's commitment to fulfilling obligations that must be carried out by the Bank to the regulator/supervisor. The implementation quality of this application is continuously improved and becomes one of the important tools in the process of upholding the compliance culture.</i> |
| Implementasi <i>e-learning</i> materi APU PPT dan Kode Etik Karyawan <i>Implementation of e-learning for APU PPT and Employee's Code of Conduct materials</i> | Bekerja sama dengan Divisi Sumber Daya Manusia dalam memantau implementasi pelaksanaan <i>e-learning</i> Materi APU PPT dan Kode Etik karyawan yang wajib diikuti oleh seluruh karyawan Bank Sahabat Sampoerna, di antaranya untuk meningkatkan pemahaman serta kesadaran terhadap budaya kepatuhan dan penerapan APU PPT di Bank. <i>Cooperating with the Human Resources Division in monitoring the implementation of e-learning of APU PPT and Employee's Code of Conduct materials that must be attended by all Bank Sahabat Sampoerna's employees, among others to increase understanding and awareness of the compliance culture and implementation of APU PPT in the Bank.</i> |
| Program Sertifikasi Kepatuhan <i>Compliance Certification Program</i> | Untuk lebih memastikan SDM fungsi kepatuhan yang kompeten, telah dilakukan Program Sertifikasi Kepatuhan yang diselenggarakan oleh Forum Komunikasi Direktur Kepatuhan Perbankan dan diikuti karyawan di SKK, yaitu Direktur Kepatuhan telah memenuhi kualifikasi sertifikasi Kepatuhan level 3, diikuti 8 karyawan SKK lainnya yang juga telah memenuhi sertifikasi level 1 (3 karyawan di antaranya sampai dengan level 2). <i>To further ensure a more competent HR compliance function, the Compliance Certification Program has been organized by the Communication Forum of Banking Compliance Directors and attended by SKK employees, which are the Compliance Director, who has satisfied Level 3 Compliance certification qualifications, and 8 other SKK employees who have also satisfied Level 1 certification (3 employees are at Level 2).</i> |
| Compliance Awareness Program <i>Compliance Awareness Program</i> | Sepanjang 2019, telah dilaksanakan <i>compliance awareness program</i> melalui kunjungan langsung ke cabang luar kota Jakarta terutama ke cabang-cabang dengan status <i>high risk</i> . <i>Throughout 2019, a compliance awareness program was carried out through direct visit to branch offices outside Jakarta, especially branch offices with high risk status.</i> |
| Penyesuaian kebijakan dan prosedur <i>Adjustment of policy and procedure</i> | Menyesuaikan kebijakan dan prosedur internal penerapan APU PPT, dengan Peraturan Otoritas Jasa Keuangan No. 12/POJK.01/2017 tanggal 16 Maret 2017 tentang Penerapan Program Anti Pencucian Uang dan Pencegahan Pendanaan Terorisme di Sektor Jasa Keuangan, serta Surat Edaran Otoritas Jasa Keuangan No. 32/SEOJK.03/2017 tentang Penerapan Program Anti Pencucian Uang dan Pencegahan Pendanaan Terorisme di Sektor Perbankan. <i>Adjusting the internal policy and procedure of APU PPT implementation to the Financial Services Authority Regulation No. 12/POJK.01/2017 dated 16 March 2017 on the Implementation of Anti-Money Laundering and Counter Financing-Terrorist Program in Financial Services Sector, and Financial Services Authority Circular No. 32/SEOJK.03/2017 on the Implementation of Anti-Money Laundering and Counter Terrorism Financing Program in Banking Sector.</i> |

| Program Kerja Work Program | Pelaksanaan Implementation |
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| Menerbitkan ketentuan internal/SOP <i>Publishing internal/SOP provisions</i> | <ol style="list-style-type: none"> 15 Juni 2019 09/017/MI/SKK/VI/2019 Penetapan Profil Risiko Cabang Periode Tahun 2019; 11 Juli 2019 09/022/MI/SKK/VII/2019 Penunjukan Pejabat Pelaksana UKK (Unit Kerja Khusus) APU PPT pada Cabang High Risk; dan 18 September 2019 09/034/MI/SKK/IX/2019 Ketentuan Penerimaan Pembukaan Rekening Calon Nasabah yang Memiliki Keterkaitan dengan Biro/Agen Perjalanan Ibadah Umrah. <p>1. 15 June 2019 09/017/MI/SKK/VI/2019 Determination of Branch Risk Profile Period of 2019;</p> <p>2. 11 July 2019 09/022/MI/SKK/VII/2019 Appointment of Executive Officer of Special Task Force (UKK) of APU PPT at High-Risk Branch Offices; and</p> <p>3. 18 September 2019 09/034/MI/SKK/IX/2019 Provisions on Accepting Prospective Customers to Open Account Related to Umrah Travel Agent.</p> |
| Pemantauan penerapan APU PPT <i>Monitoring APU-PPT implementation</i> | Melakukan pemantauan atas penerapan program APU PPT pada cabang <i>Monitoring APU-PPT program implementation at branch offices</i> |
| Penetapan cabang berisiko tinggi <i>Determining high-risk branch offices</i> | Menetapkan 10 cabang berisiko tinggi melalui Memo Internal No. 09/017/MI/SKK/VI/2019 tanggal 15 Juni 2019, yakni Kantor Cabang Sampoerna Strategic, Pluit, Makassar, Tanah Abang, Kelapa Gading, Surabaya, Bandung, Palembang, Pekanbaru, dan Medan, serta menunjuk <i>Operation Support Officer</i> Kantor Pusat sebagai petugas pelaksana Unit Kerja Khusus APU PPT pada cabang tersebut. <i>Determining 10 high-risk branch offices through Internal Memo No. 09/017/MI/SKK/VI/2019 dated 15 June 2019, which are Branch Offices of Sampoerna Strategic, Pluit, Makassar, Tanah Abang, Kelapa Gading, Surabaya, Bandung, Palembang, Pekanbaru, and Medan, and appointing the Operation Support Officer at Head Office as the executive officer of APU PPT Special Task Force at that branch.</i> |
| Pemantauan transaksi <i>Monitoring transaction</i> | Pemantauan transaksi nasabah secara aktif dilakukan melalui aplikasi APU PPT. Pemantauan transaksi dilakukan oleh Kepala Operasional cabang dan atau Unit Kerja Khusus APU PPT untuk cabang risiko tinggi, serta Unit Kerja Khusus APU PPT pada kantor pusat. <i>Actively monitoring customer transaction through APU PPT application. Transaction monitoring is performed by the Branch's Operational Head and/or APU PPT Special Task Force for high-risk branch offices, as well as APU PPT Special Task Force at the head office.</i> |
| Pelaksanaan Pemeriksaan Data Nasabah (screening) <i>Examining Customer Data (screening)</i> | <ol style="list-style-type: none"> Melaksanakan pemeriksaan data nasabah dan penyampaian hasil pemeriksaan, berdasarkan Daftar Nama yang diterima dari Komisi Pemberantasan Korupsi, Direktorat Jenderal Pajak dan Bea Cukai, Pusat Pelaporan dan Analisis Transaksi Keuangan (PPATK), Otoritas Jasa Keuangan, serta Kejaksaan Agung Republik Indonesia; dan Melaksanakan pemeriksaan data nasabah dan penyampaian hasil pemeriksaan, berdasarkan Daftar Pendanaan Proliferasi Senjata Pemusnah Massal serta Daftar Terduga Teroris dan Organisasi Teroris. <p>1. Examining customer data and submitting examination results, based on the List of Names received from the Corruption Eradication Commission, Directorate General of Tax and Customs, Financial Transaction Reports and Analysis Center (PPATK), Financial Services Authority, and Attorney General's Office of the Republic of Indonesia; and</p> <p>2. Conducting examination of customer data and submitting examination results, based on the List of Funding for the Proliferation of Weapons of Mass Destruction and the List of Suspected Terrorists and Terrorist Organizations.</p> |
| Pemblokiran Nasabah <i>Customer Blocking</i> | Melaksanakan pemblokiran berdasarkan surat perintah pemblokiran yang diterima dari Aparat Penegak Hukum, Dirjen Pajak, dan Bea Cukai. <i>Conducting blocking based on blocking orders received from Law Enforcement Officers, Director General of Tax and Customs.</i> |
| Tindak lanjut atas temuan audit internal dan Otoritas Jasa Keuangan <i>Following up findings of internal audit and Financial Services Authority</i> | <ol style="list-style-type: none"> Melaksanakan tindak lanjut atas temuan SKAI sesuai batas waktu pemenuhan. Hingga Juni 2019, tidak terdapat temuan SKAI yang belum diselesaikan atau ditindaklanjuti (<i>pending</i>) berdasarkan batas waktu pemenuhannya; Melaksanakan pembinaan cabang berdasarkan hasil pemeriksaan SKAI pada cabang berdasarkan Memo Program Pembinaan Cabang dalam rangka Implementasi APU PPT, No. 09/015/MI/SKK/II/2018 tanggal 21 Februari 2018; dan Melaksanakan pemantauan data nasabah berdasarkan temuan SKAI yang sama pada setiap cabang. Pemantauan ditujukan kepada seluruh tim operasional cabang dan kantor pusat. <p>1. Following up SKAI findings according to the compliance deadline. Until June 2019, there were no SKAI findings that had not been resolved or followed up (<i>pending</i>) based on the fulfillment deadline;</p> <p>2. Developing branch based on SKAI audit results on branch offices based on Branch Development Program Memo in the framework of Implementing APU PPT, No. 09/015/MI/SKK/II/2018 dated 21 February 2018; and</p> <p>3. Monitoring customer data based on the same SKAI findings in each branch office. Monitoring is aimed at all operational teams of branch offices and head office.</p> |
| Memenuhi <i>due diligence</i> dalam hubungan kerja sama dengan lembaga keuangan lain <i>Meeting the due diligence in cooperative relationship with other financial institutions</i> | <p><i>Due diligence</i> dengan lembaga keuangan lain dilakukan melalui penyampaian dan pengisian formulir CDD (<i>Customer Due Diligence dan Anti Money Laundering and Combating The Financing of Terrorism /AML CFT Questionnaire</i>) dari dan kepada lembaga keuangan lain.</p> <p><i>Due diligence with other financial institutions is performed by submitting and filling CDD (Customer Due Diligence and Anti-Money Laundering and Combating The Financing of Terrorism/AML CFT Questionnaire) forms from and to other financial institutions.</i></p> |

| Program Kerja Work Program | Pelaksanaan Implementation |
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| <p>Sistem Informasi Manajemen <i>Management Information System</i></p> | <ol style="list-style-type: none"> Melakukan penyempurnaan aplikasi APU PPT sesuai dengan rekomendasi audit internal dan Otoritas Jasa Keuangan; Melakukan beberapa penyesuaian berdasarkan ketentuan Peraturan Otoritas Jasa Keuangan No. 12/POJK.01/2017, yaitu: <ol style="list-style-type: none"> Melakukan penyesuaian profil risiko nasabah pada aplikasi APU PPT, yakni dengan penambahan profil risiko <i>beneficial owner</i> nasabah yang mengacu pada data perseorangan; Melakukan penyesuaian <i>core banking system</i>, yakni penambahan <i>field</i> untuk data <i>beneficial owner</i> perorangan pada menu CIF nasabah; Melakukan penyempurnaan aplikasi APU PPT dalam rangka menyesuaikan perkembangan bisnis Bank dan pertumbuhan data nasabah: <ol style="list-style-type: none"> Parameter transaksi tidak wajar (<i>unusual transaction</i>) tidak berlaku secara menyeluruh, namun dapat dibedakan berdasarkan karakteristik atau profil nasabah; Secara rutin, setiap bulan dilakukan pencadangan data (<i>back up data</i>) pada komputer induk (<i>server</i>) pelaporan; serta Parameter profil risiko WNA dapat disesuaikan dengan kategori risiko masing masing negara. <ol style="list-style-type: none"> <i>Improving APU PPT application in accordance with recommendations from internal audit and the Financial Services Authority;</i> <i>Making several adjustments based on the provisions of Financial Services Authority Regulation No. 12/POJK.01/2017, stating that:</i> <ol style="list-style-type: none"> <i>Adjusting customer risk profiles in the APU PPT application, by adding the customer's beneficial owner risk profile that refers to individual data;</i> <i>Adjusting the core banking system, which is by adding fields for individual beneficial owner data to the customer's CIF menu;</i> <i>Improving APU PPT application in order to adjust to the Bank's business development and customer data growth:</i> <ol style="list-style-type: none"> <i>Unusual transaction parameters do not apply as a whole, but can be distinguished based on customer characteristic or profile;</i> <i>Every month, the data is routinely backed-up (back up data) on the main computer (server) for reporting; and</i> <i>Foreign citizen (WNA) risk profile parameters can be adjusted according to each country's risk category.</i> |
| <p>Sumber Daya Manusia dan Pelatihan <i>Human Resources and Training.</i></p> | <ol style="list-style-type: none"> Bekerja sama dengan Divisi Sumber Daya Manusia melaksanakan aktivitas <i>know your employee</i> melalui pemantauan transaksi rekening karyawan; Melaksanakan pelatihan, pemantauan rutin bulanan, dan penyampaian kembali (<i>reminder</i>) terkait program <i>e-learning</i> materi <i>refreshment</i> APU PPT khusus kepada karyawan yang dalam pelaksanaan tugas dan tanggung jawabnya melakukan hubungan langsung dengan nasabah dan/atau WIC; Melaksanakan pemantauan rutin bulanan serta penyampaian kembali (<i>reminder</i>) kewajiban keikutsertaan seluruh karyawan baru dalam program pelatihan <i>e-learning</i> APU-PPT; Melakukan sosialisasi ketentuan internal terbaru melalui tatap muka langsung saat kunjungan ke cabang risiko tinggi dalam rangkaian kegiatan <i>compliance awareness</i>, dan melalui pemberitahuan melalui <i>e-mail</i>, termasuk melakukan penyampaian kembali (<i>reminder</i>); dan Menyesuaikan materi pelatihan berdasarkan ketentuan regulator terkini. <ol style="list-style-type: none"> <i>Cooperating with the Human Resources Division to conduct know your employee activities through monitoring employee's account transactions;</i> <i>Conducting training, routine monthly monitoring, and reminder related to the e-learning APT PPT refreshment material program specifically for employees who in carrying out their duties and responsibilities have a direct relationship with customers and/or WIC;</i> <i>Conducting monthly monitoring and reminder of the participation obligations of all new employees in the APU-PPT e-learning training program;</i> <i>Disseminating the latest internal regulations through face-to-face meetings during visits to high-risk branch offices in a series of compliance awareness activities, and through e-mail notifications, including reminder; and</i> <i>Adjusting the training material based on current regulatory provisions.</i> |
| <p>Pelaporan APU PPT <i>APU-PPT Reporting</i></p> | <ol style="list-style-type: none"> Melaksanakan pelaporan Transaksi Keuangan Tunai, Laporan Transaksi Keuangan Mencurigakan (LTKM) dan Laporan SIPESAT kepada PPAATK, secara tepat waktu; dan Melaksanakan Penyampaian Laporan Realisasi Pengkinian Data 2018 dan Rencana Pengkinian Data 2019 kepada Otoritas Jasa Keuangan. <ol style="list-style-type: none"> <i>Reporting Cash Financial Transactions, Reports of Suspicious Financial Transactions (LTKM), and SIPESAT Reports to PPAATK, in a timely manner; and</i> <i>Submitting 2018 Data Updates on Realization Report and 2019 Data Updating Plan to the Financial Services Authority.</i> |
| <p>Aktivitas lainnya terkait APU PPT <i>Other activities related to APU PPT</i></p> | <ol style="list-style-type: none"> Menjadi salah satu dari 23 Bank Umum Pilot Penerapan Aplikasi Go AML milik PPAATK; serta Menjadi perwakilan salah satu dari 10 Bank Umum dalam kegiatan rancangan parameter <i>Financial Integrated Review</i> (FIR) oleh PPAATK, Lembaga Pengawas dan Pengatur Perbankan, serta Akademisi dan Aparat Penegak Hukum. <ol style="list-style-type: none"> <i>Becoming one of the 23 Commercial Banks Piloting the Implementation of Go AML Application owned by PPAATK; and</i> <i>Being a representative of 10 Commercial Banks in the design of Financial Integrated Review (FIR) parameter designed by PPAATK, the Banking Supervisory and Regulatory Agency, as well as Academics and Law Enforcement Officials.</i> |

| Program Kerja Work Program | Pelaksanaan Implementation |
|---|--|
| <p>Project Pelaporan Antasena Bank Indonesia Bank Indonesia Antasena Reporting Project</p> | <ol style="list-style-type: none"> 1. <i>Kick of project</i> pelaporan Antasena Bank Indonesia dilakukan pada bulan Januari 2019 dengan melibatkan Tim IT, Keuangan, Kepatuhan, dan Vendor FDS; 2. Adanya perubahan Arsitektur Pelaporan Bank ke Bank Indonesia, di mana cakupan informasi Antasena Bank Indonesia adalah informasi sebagaimana terdapat pada LHBV, LBBUK, LKPBU, dan LBU; 3. Sumber data yang digunakan untuk Antasena adalah <i>corebanking</i> (T24), di mana sumber yang sama digunakan juga untuk LHBV, LBBU, LKPBU, dan LBU; 4. Mengikuti <i>meeting project</i> Antasena; 5. Mengikuti <i>choacing clinic</i> yang diselenggarakan oleh Bank Indonesia; dan 6. Dengan adanya pelaporan Antasena Bank Indonesia, maka LHBV, LBBUK, LKPBU, dan LBU dialihkan pelaporannya. <ol style="list-style-type: none"> 1. <i>The Bank Indonesia Antasena Reporting kick-off project was conducted in January 2019 by involving IT, Finance, Compliance, and FDS Vendor Teams;</i> 2. <i>Changes in the Bank's Reporting Architecture to Bank Indonesia, where the scope of Bank Indonesia Antasena information is information as contained in LHBV, LBBUK, LKPBU, and LBU;</i> 3. <i>The data source used for Antasena is corebanking (T24), where the same source is also used for LHBV, LBBU, LKPBU, and LBU;</i> 4. <i>Attending Antasena project meeting;</i> 5. <i>Following the coaching clinic organized by Bank Indonesia; and</i> 6. <i>With Bank Indonesia Antasena reporting, then the reporting of LHBV, LBBUK, LKPBU, and LBU is transferred.</i> |
| <p>Project Pelaporan APOLO Otoritas Jasa Keuangan APOLO Reporting Project of Financial Services Authority</p> | <ol style="list-style-type: none"> 1. <i>Kick of project</i> pelaporan APOLO Otoritas Jasa Keuangan dilakukan bulan Januari 2019 dengan melibat Tim IT, Keuangan, Kepatuhan, dan Vendor FDS; 2. Aplikasi APOLO, yaitu sistem informasi yang digunakan sebagai sarana penyampaian laporan secara elektronik oleh Lembaga Jasa Keuangan (LJK) kepada Otoritas Jasa Keuangan; 3. Mengikuti <i>choacing clinic</i> yang diselenggarakan oleh Otoritas Jasa Keuangan; 4. Jenis Laporan APOLO, antara lain: <ol style="list-style-type: none"> a. Laporan Publikasi (LKPBU Form 901 – 902); b. Laporan SBDK (LBBU Form 14); c. Laporan KPMM dan ATMR – BUK (LBBU: Form 9 dan 13); d. Laporan BMPK dan <i>Large Exposure</i> (LBBU: Form 5, 6, 7) e. Laporan Kredit yang Direstrukturisasi pada Bulan Laporan (LBBU: Form 8); f. Laporan Data SDM Perbankan Indonesia (LKPBU: Form 801 – 806); g. Laporan Kegiatan Kustodian (LKPBU: Form 101); h. Laporan <i>Bancassurance</i> (LKPBU: Form 701); i. Laporan Aktivitas Bank sebagai Agen Penjual Efek Reksadana (LKPBU: Form 702); j. Laporan Aktivitas Keagenan Produk Keuangan LN (LKPBU: Form 703); k. Laporan <i>Outstanding Transaction Structured Products</i> (LKPBU: Form 705); l. Laporan <i>Sensitivity to Market Risk – Suku Bunga</i> (LBBU: Form 12); dan m. Laporan Data Jaringan Kantor (LKPBU: Form 807); dan 5. Kepatuhan menyampaikan kembali pelaporan OBOX ke unit pelapor melalui CRMA. <ol style="list-style-type: none"> 1. <i>Kick-off project of APOLO Reporting of Financial Services Authority was conducted in January 2019 by involving IT, Finance, Compliance, and FDS Vendor Teams;</i> 2. <i>APOLO application is an information system used as a means of electronic report submission by Financial Services Institution (LJK) to Financial Services Authority;</i> 3. <i>Following the coaching clinic organized by the Financial Services Authority;</i> 4. <i>Types of APOLO Report, among others:</i> <ol style="list-style-type: none"> a. <i>Publication Report (LKPBU Form 901 – 902);</i> b. <i>SBDK Report (LBBU Form 14);</i> c. <i>KPMM and ATMR – BUK Report (LBBU: Form 9 and 13);</i> d. <i>BMPK and Large Exposure Report (LBBU: Form 5, 6, 7)</i> e. <i>Report on Credit Restructured in the Reporting Month (LBBU: Form 8);</i> f. <i>Indonesia Banking HR Data Report (LKPBU: Form 801 – 806);</i> g. <i>Custodian Activity Report (LKPBU: Form 101);</i> h. <i>Bancassurance Report (LKPBU: Form 701);</i> i. <i>Bank Activity Report as a Mutual Funds Selling Agent (LKPBU: Form 702);</i> j. <i>Agency Activity Report of Foreign Financial Product (LKPBU: Form 703);</i> k. <i>Structured Products Transaction Outstanding Report (LKPBU: Form 705);</i> l. <i>Report of Sensitivity to Market Risk Report - Interest Rates (LBBU: Form 12); and</i> m. <i>Office Network Data Report (LKPBU: Form 807); and</i> 5. <i>Compliance in resubmitting OBOX reporting to the reporting unit via CRMA.</i> |

**Program Kerja
Work Program**

**Pelaksanaan
Implementation**

**Project Pelaporan OBOX
OBOX Reporting Project**

1. *Kick off project* pelaporan OBOX Otoritas Jasa Keuangan dilakukan bulan Juli 2019;
2. OBOX adalah aplikasi pintar yang memungkinkan Bank untuk berbagi data dan informasi yang bersifat transaksi dalam periode waktu tertentu melalui *repository*;
3. Melalui OBOX, Bank dapat:
 - a. Meningkatkan alur informasi kepada otoritas secara lebih efisien;
 - b. Meningkatkan *risk awareness* seluruh pegawai Bank; serta
 - c. Mendeteksi dan mengidentifikasi potensi permasalahan individu bank secara lebih dini;
4. Mengikuti *meeting* OBOX yang diadakan pihak internal Bank untuk membahas pelaporan OBOX;
5. Terdapat 3 Risiko terkait pelaporan OBOX, yaitu :
 - a. Risiko Kredit yang dilaporkan secara mingguan, terdiri dari:
 - 1) 50 debitur baru nominal terbesar dan dokumen pendukung;
 - 2) 50 debitur *top-up* nominal terbesar dan dokumen pendukung;
 - 3) 50 debitur penurunan nominal terbesar dan dokumen pendukung;
 - 4) 50 debitur *downgrade* kualitas nominal terbesar dan dokumen pendukung; dan
 - 5) 50 debitur *upgrade* kualitas nominal terbesar dan dokumen pendukung.
 - b. Risiko Pasar yang dilaporkan secara harian, terdiri dari:
 - 1) 10 penjualan valas terhadap Rp (Bank) terbesar;
 - 2) 10 penjualan valas terhadap Rp (Non-Bank) terbesar dan *underlying* transaksi;
 - 3) 10 pembelian valas terhadap Rp (Bank) terbesar;
 - 4) 10 pembelian valas terhadap Rp (Non-Bank) terbesar;
 - 5) 10 pembelian SSB terbesar dan *underlying* transaksi; dan
 - 6) 10 penjualan SSB terbesar dan *underlying* transaksi.
 - c. Risiko Likuiditas yang dilaporkan secara mingguan, terdiri dari :
 - 1) 50 nasabah dengan dana masuk terbesar yang bukan berasal dari pemindahbukuan (*weekly new cash in-flow*);
 - 2) 10 pembelian valas terhadap Rp (Bank) terbesar; dan
 - 3) 50 nasabah dengan dana keluar terbesar yang bukan berasal dari pemindahbukuan (*weekly new cash out-flow*).
6. Kepatuhan menyampaikan kembali pelaporan OBOX ke unit pelapor melalui CRMA.
 1. *Kick-off project of OBOX Reporting of Financial Services Authority was conducted in July 2019;*
 2. *OBOX is a smart application that allows banks to share transactional data and information in a certain time period through a repository;*
 3. *Through OBOX, Banks can:*
 - a. *Improving information flow to authorities to be more efficient;*
 - b. *Increasing risk awareness of all Bank employees; and*
 - c. *Detecting and identifying potential individual bank problems early;*
 4. *Attending OBOX meetings held by Bank internal parties to discuss OBOX reporting;*
 5. *There are 3 risks related to OBOX reporting, which are:*
 - a. *Credit Risk, which is reported weekly, consists of:*
 - 1) *50 new debtors of the largest nominal and supporting documents;*
 - 2) *50 debtors of the largest nominal top-up and supporting documents;*
 - 3) *50 debtors of the largest declining nominal and supporting documents;*
 - 4) *50 debtors of the largest nominal quality downgrade and supporting documents; and*
 - 5) *50 debtors of the largest nominal quality upgrade and supporting documents.*
 - b. *Market Risk, which is reported daily, consists of:*
 - 1) *10 biggest foreign exchange sales against Rp (Bank);*
 - 2) *10 biggest foreign exchange sales against Rp (Non-Bank) and underlying transactions;*
 - 3) *10 biggest foreign exchange purchases against Rp (Bank);*
 - 4) *10 biggest foreign exchange purchases against Rp (Non-Bank);*
 - 5) *10 biggest SSB purchases and underlying transactions; and*
 - 6) *The 10 biggest SSB sales and underlying transactions.*
 - c. *Liquidity Risk, which is reported weekly, consists of:*
 - 1) *50 customers of the biggest incoming funds that are not from transfer (weekly new cash in-flow);*
 - 2) *10 biggest foreign exchange purchases against Rp (Bank); and*
 - 3) *50 customers of the biggest outflow funds not from transfer (weekly new cash out-flow).*
 6. *Compliance in resubmitting OBOX reporting to the reporting unit via CRMA.*

**Meninjau ulang dan memonitor laporan
Reviewing and monitoring report**

1. Melakukan penilaian laporan, baik laporan *online* maupun *offline* sebelum dikirim ke Otoritas Jasa Keuangan, Bank Indonesia, dan Lembaga Penjamin Simpanan;
2. Kepatuhan menyampaikan kembali laporan baik *online* maupun *offline* ke unit pelapor melalui CRMA;
3. Ikut serta apabila terdapat undangan dari Bank Indonesia atau Otoritas Jasa Keuangan terkait pelaporan; dan
4. Ikut serta dalam rapat terkait pelaporan.
 1. *Evaluating reports, both online and offline, before sending them to the Financial Services Authority, Bank Indonesia, and Indonesian Deposit Insurance Corporation;*
 2. *Compliance in resubmitting reports both online and offline to the reporting unit via CRMA;*
 3. *Participating if there is an invitation from Bank Indonesia or the Financial Services Authority related to reporting; and*
 4. *Attending meetings related to reporting.*

| Program Kerja Work Program | Pelaksanaan Implementation |
|-------------------------------|--|
| CRMA | <ol style="list-style-type: none"> Melakukan <i>update</i> pelaporan pada CRMA, yaitu <i>Compliance Matriks Diary</i> (CMD), seperti: <ol style="list-style-type: none"> Terdapat pelaporan baru sesuai data dari Otoritas Jasa Keuangan dan Bank Indonesia; dan <i>Update pic</i> unit pelapor; Upload CRSA terkait peraturan-peraturan baru dari regulator (Bank Indonesia dan Otoritas Jasa Keuangan). <ol style="list-style-type: none"> <i>Updating reporting on the CRMA, the Compliance Matrix Diary (CMD), such as:</i> <ol style="list-style-type: none"> <i>There is new reporting according to data from the Financial Services Authority and Bank Indonesia; and</i> <i>Updating the pic of the reporting unit;</i> <i>Uploading CRSA related to new regulations from the regulators (Bank Indonesia and Financial Services Authority).</i> |

Pengembangan Kompetensi

Para karyawan di Satuan Kerja Kepatuhan Bank Sahabat Sampoerna diikutsertakan dalam berbagai pengembangan kompetensi. Sepanjang tahun 2019, program pengembangan kompetensi diikuti tercatat sebanyak 17 kali, dengan melibatkan 9 peserta, sebagaimana dijelaskan dalam tabel berikut.

Competency Development

Employees at Bank Sahabat Sampoerna's Compliance Unit are included in various competency development programs. Throughout 2019, the competency development programs participated were recorded as many as 17 times, involving 9 participants, as explained in the following table.

| Nama Name | Jabatan Position | Materi Pengembangan Kompetensi Competence Development Material | Penyelenggara Organizer | Tempat dan Waktu Pelaksanaan Place and Time |
|--------------------------|--|---|---|--|
| Anis Woro Prihatiningsih | Compliance Advisory | Refreshment Sertifikasi Manajemen Risiko <i>Refreshment of Risk Management Certification</i> | Garda | Jakarta, 22 April 2019 |
| | | Sertifikasi Manajemen Risiko Level 3 <i>Risk Management Certification Level 3</i> | Bank Sahabat Sampoerna | Jakarta, 5-6 September 2019 |
| Anton Supriatna | CRMA & Reporting Quality Assurance Officer | Sertifikasi Manajemen Risiko Level 1 <i>Risk Management Certification Level 1</i> | Bank Sahabat Sampoerna | Jakarta, 20-21 June 2019 |
| Burlita Chan | Compliance | Sertifikasi Manajemen Risiko Level 4 <i>Risk Management Certification Level 4</i> | GPS & Patners | Jakarta, 5 March 2019 |
| | | Pemahaman atas implementasi PSAK 71 dan 73 yang akan diterapkan pada tahun 2020 beserta dampaknya serta diskusi mengenai penyusunan terhadap POJK 51. <i>Understanding the implementation of PSAK 71 and 73 that will be implemented in 2020 and their impacts, and discussion on the preparation towards Financial Services Authority Regulation No. 51</i> | Forum Komunikasi Direktur Kepatuhan Perbankan | Jakarta, 9-10 October 2019 |
| | | Leadership Insight | Bank Sahabat Sampoerna | Singapore, 17-19 October 2019 |
| | | Executive Coaching for Senior Management Team | Bank Sahabat Sampoerna | Jakarta, 14 November 2019 |
| Dadan Zaeni Dahlan | APU-PPT, CRMA & Reporting QA | Sertifikasi Manajemen Risiko Level 3 <i>Risk Management Certification Level 3</i> | GPS & Patners | Jakarta, 11-12 April 2019 |
| | | Pemahaman atas implementasi PSAK 71 dan 73 yang akan diterapkan pada tahun 2020 beserta dampaknya serta diskusi mengenai penyusunan terhadap POJK 51. <i>Understanding the implementation of PSAK 71 and 73 that will be implemented in 2020 and their impacts, and discussion on the preparation towards Financial Services Authority Regulation No. 51</i> | Forum Komunikasi Direktur Kepatuhan Perbankan | Jakarta, 9-10 October 2019 |
| | | Sahabat Intermediate Leadership | Bank Sahabat Sampoerna | Jakarta, 11-13 December 2019 |
| Deni Supriyatna | Bank Reporting QA Officer | Refreshment Sertifikasi Manajemen Risiko: The Essentials of Banking Risk Management <i>Refreshment of Risk Management Certification The Essentials of Banking Risk Management</i> | GPS & Patners | Jakarta, 6 August 2019 |
| Farly Herthino | Transaction & GCG Compliance Officer | Sertifikasi Kepatuhan Level 1 <i>Compliance Certification Level 1</i> | Forum Komunikasi Direktur Kepatuhan Perbankan | Jakarta, 10-11 April 2019 |

| Nama Name | Jabatan Position | Materi Pengembangan Kompetensi Competence Development Material | Penyelenggara Organizer | Tempat dan Waktu Pelaksanaan Place and Time |
|--------------------|---------------------------------|---|---|---|
| Rahmi Arifuddin | APU PPT & CRMA | Sertifikasi Kepatuhan Level 1 <i>Compliance Certification Level 1</i> | Forum Komunikasi Direktur Kepatuhan Perbankan | Jakarta, 10-11 April 2019 |
| | | Sertifikasi Manajemen Risiko Level 2 <i>Risk Management Certification Level 2</i> | GPS & Patners | Jakarta, 4-5 April 2019 |
| | | Refreshment Sertifikasi Manajemen Risiko <i>Refreshment of Risk Management Certification</i> | Garda | Jakarta, 22 April 2019 |
| Rizal Agil | Transaction & GCG Compliance | Refreshment Sertifikasi Manajemen Risiko <i>Refreshment of Risk Management Certification</i> | Garda | Jakarta, 22 April 2019 |
| M Rifki Firdaus | Transaction & GCG Compliance | Integrated Government Relations Strategy | Perdana Rey | Jakarta, 5 September 2019 |

Penilaian Kinerja Satuan Kerja Kepatuhan

Penilaian Kinerja Satuan Kerja Kepatuhan Bank Sahabat Sampoerna dilakukan secara mandiri melalui mekanisme *self-assessment* yang berpedoman pada Peraturan Otoritas Jasa Keuangan No. 55/POJK.03/2016 dan Surat Edaran Otoritas Jasa Keuangan No. 13/SEOJK.03/2017 perihal Penerapan Tata Kelola Perusahaan bagi Bank Umum. Selanjutnya, hasil penilaian tersebut disampaikan kepada Direktur Kepatuhan dan Manajemen Risiko Bank Sahabat Sampoerna.

Hasil penilaian *self-assessment* GCG Satuan Kerja Kepatuhan tahun 2019 menunjukkan nilai komposit 2 atau "Baik". Informasi hasil penilaian tersebut telah dimuat pada penjelasan terkait Hasil *Self-Assessment* GCG dalam Laporan Tahunan ini.

Mekanisme Pengangkatan dan Pemberhentian Kepala Satuan Kerja Kepatuhan

Pengangkatan dan pemberhentian Kepala Satuan Kerja Kepatuhan dilakukan oleh Direktur Kepatuhan dan Manajemen Risiko melalui persetujuan Direktur Utama. Setiap pengangkatan dan pemberhentian Kepala Satuan Kerja Kepatuhan harus segera dilaporkan kepada Otoritas Jasa Keuangan.

Program Anti Pencucian Uang dan Pencegahan Terorisme

Bank menjalankan Program Anti Pencucian Uang (APU) dan Program Pencegahan Terorisme (PPT) sebagai upaya untuk memitigasi beberapa risiko, seperti risiko hukum, risiko reputasi, risiko operasional, dan risiko kepatuhan. Program ini dikelola oleh Satuan Kerja Kepatuhan yang bertanggung jawab dalam aktivitas pengenalan nasabah dengan berpedoman pada peraturan perundang-undangan yang berlaku.

Komitmen Bank terhadap Program APU-PPT dibuktikan dengan adanya kebijakan Khusus APU-PPT No. BSS/KK-PMN/SDR01 tanggal 21 September 2017, yang kemudian diperbarui menjadi Kebijakan Khusus APU PPT No. BSS/KK-PMN/SDR/02 tanggal 18 Februari 2020. Selain itu, Bank juga telah memiliki Aplikasi APU PPT (regulation solution) yang diluncurkan pada April 2016. Aplikasi ini memiliki sistem yang berfungsi untuk menetapkan profil risiko nasabah, memantau transaksi nasabah, mengecek data nasabah berdasarkan *negative list* serta menyampaikan laporan kepada Pusat Pelaporan dan Analisis Transaksi Keuangan (PPATK).

Performance Assessment of Compliance Unit

Performance Assessment of Bank Sahabat Sampoerna's Compliance Unit is performed independently through a self-assessment mechanism that refers to the Financial Services Authority Regulation No. 55/POJK.03/2016 and Financial Services Authority Circular No. 13/SEOJK.03/2017 on Implementation of Governance for Commercial Bank. Furthermore, the assessment results are submitted to the Director of Compliance and Risk Management of Bank Sahabat Sampoerna.

The GCG self-assessment results of Compliance Unit for 2019 showed a composite value 2 or "Baik". Information on the assessment results has been included in the explanation related to GCG Self-Assessment Results of this Annual Report.

Mechanism of Appointment and Dismissal of Compliance Work Unit Head

The appointment and dismissal of the Compliance Unit Head is carried out by the Director of Compliance and Risk Management with the approval of the Chief Executive Officer. Every appointment and dismissal of the Compliance Unit Head shall immediately be informed to the Financial Services Authority.

Anti Money Laundering and Counter Financing Terrorism Program

The Bank runs the Anti Money Laundering Program (APU) and the Prevention of Terrorism Program (PPT) in an effort to mitigate several risks, such as legal risk, reputation risk, operational risk, and compliance risk. This program is managed by the Compliance Unit which is responsible for customer recognition activities based on the applicable laws and regulations.

The Bank's commitment to APU-PPT Program is proven by the establishing APU-PPT Special Policy No. BSS/KK-PMN/SDR01 dated 21 September 2017, which was later updated to APU PPT Special Policy No. BSS/KK-PMN/SDR/02 dated 18 February 2020. Furthermore, the Bank also already has APU PPT Application (regulation solution) that was launched in April 2016.. This application has a system that functions to determine customer risk profiles, monitor customer transactions, check customer data based on negative lists and submit reports to the Financial Transaction Reports and Analysis Center (PPATK).

Kegiatan yang dilaksanakan oleh Bank Sahabat Sampoerna terkait Program APU-PPT sepanjang 2019, yaitu:

1. Pengawasan Aktif Direksi dan Dewan Komisaris;
 - a. Direksi dan Dewan Komisaris menyetujui dan menandatangani Kebijakan APU PPT Bank;
 - b. Direksi menyetujui prosedur internal Bank; dan
 - c. Direktur Kepatuhan dan Manajemen Risiko melakukan pengawasan aktif terhadap laporan rutin bulanan dan triwulanan APU PPT yang merupakan satu kesatuan dalam laporan SKK.
2. Pembahasan atau sosialisasi ketentuan terkini regulator dalam rapat *high level*.
3. Kebijakan dan Prosedur
 - a. Menyesuaikan kebijakan dan prosedur internal penerapan APU PPT dengan Peraturan Otoritas Jasa Keuangan No. 12/POJK.01/2017 tanggal 16 Maret 2017 tentang Penerapan Program Anti Pencucian Uang dan Pencegahan Pendanaan Terorisme di Sektor Jasa Keuangan, dan Surat Edaran Otoritas Jasa Keuangan No. 32/SEOJK.03/2017 tentang Penerapan Program Anti Pencucian Uang dan Pencegahan Pendanaan Terorisme di Sektor Perbankan; dan
 - b. Menerbitkan ketentuan internal/SOP periode Januari-Desember 2019, yaitu:

| Tanggal Date | No. Memo Memo No. | Perihal Subject |
|-------------------|------------------------|--|
| 15 June 2019 | 09/017/MI/SKK/VI/2019 | Penetapan Profil Risiko Cabang Periode Tahun 2019. <i>Determination of Branch Risk Profile Period of 2019.</i> |
| 11 July 2019 | 09/022/MI/SKK/VII/2019 | Penunjukan Pejabat Pelaksana UKK (Unit Kerja Khusus) APU PPT pada Cabang <i>High Risk</i> . <i>Appointment of Executive Officer of Special Task Force (UKK) of APU PPT at High-Risk Branch Offices.</i> |
| 18 September 2019 | 09/034/MI/SKK/IX/2019 | Ketentuan Penerimaan Pembukaan Rekening Calon Nasabah yang Memiliki Keterkaitan dengan Biro/Agen Perjalanan Ibadah Umrah. <i>Provisions on Accepting Prospective Customers to Open Account Related to Umrah Travel Agent.</i> |

4. Pengendalian Internal dan Mitigasi Risiko APU PPT
 - a. Melakukan pemantauan atas penerapan program APU PPT pada cabang; dan
 - b. Menetapkan 10 cabang berisiko tinggi melalui Memo Internal No. 09/017/MI/SKK/VI/2019 tanggal 15 Juni 2019, yakni Kantor Cabang Sampoerna Strategic, Pluit, Makassar, Tanah Abang, Kelapa Gading, Surabaya, Bandung, Palembang, Pekanbaru, dan Medan, serta menunjuk *Operation Support Officer* Kantor Pusat sebagai petugas pelaksana Unit Kerja Khusus APU PPT pada cabang tersebut.
5. Pemantauan Transaksi
Pemantauan transaksi nasabah secara aktif dilakukan melalui aplikasi APU PPT. Pemantauan transaksi dilakukan oleh Kepala Operasional cabang dan/atau Unit Kerja Khusus APU PPT untuk cabang risiko tinggi, serta Unit Kerja Khusus APU PPT pada Kantor Pusat.

The activities carried out by Bank Sahabat Sampoerna related to the APU-PPT Program throughout 2019 were:

1. *Active Monitoring of the Board of Directors and Board of Commissioners;*
 - a. *Board of Directors and Board of Commissioners approve and sign the Bank's APU PPT Policy;*
 - b. *Board of Directors approves the Bank's internal procedures; and*
 - c. *Director of Compliance and Risk Management conducts active oversight of the monthly and quarterly APU PPT routine reports which form a unity in the SKK report.*
2. *Discussion or dissemination of the regulator's latest provisions in high-level meetings.*
3. *Policy and Procedure*
 - a. *Adjusting the internal policy and procedure of APU PPT implementation to the Financial Services Authority Regulation No. 12/POJK.01/2017 dated 16 March 2017 on the Implementation of Anti-Money Laundering and Counter Financing-Terrorist Program in Financial Services Sector, and Financial Services Authority Circular No. 32/SEOJK.03/2017 on the Implementation of Anti-Money Laundering and Counter Financing-Terrorist Program in Banking Sector; and*
 - b. *Issued internal provisions/SOPs in the period of January-December 2019, which were:*

4. *Internal Control and Risk Mitigation of APU-PPT*
 - a. *Monitoring APU-PPT program implementation at branch offices; and*
 - b. *Determining 10 high-risk branch offices through Internal Memo No. 09/017/MI/SKK/VI/2019 dated 15 June 2019, which are Branch Offices of Sampoerna Strategic, Pluit, Makassar, Tanah Abang, Kelapa Gading, Surabaya, Bandung, Palembang, Pekanbaru, and Medan, and appointing the Operation Support Officer at Head Office as the executive officer of APU PPT Special Task Force at that branch.*
5. *Monitoring transaction*
Actively monitoring customer transaction through APU PPT application. Transaction monitoring is performed by the Branch's Operational Head and/or APU PPT Special Task Force for high-risk branch offices, as well as APU PPT Special Task Force at the head office.

6. Pelaksanaan Pemeriksaan Data Nasabah (*Screening*)
 - a. Melaksanakan pemeriksaan data nasabah dan penyampaian hasil pemeriksaan, berdasarkan Daftar Nama yang diterima dari KPK, Direktorat Jenderal Pajak dan Bea Cukai, PPATK, Otoritas Jasa Keuangan, serta Kejaksaan Agung Republik Indonesia; dan
 - b. Melaksanakan pemeriksaan data nasabah dan penyampaian hasil pemeriksaan, berdasarkan Daftar Pendanaan Proliferasi Senjata Pemusnah Massal (DPPSPM) serta Daftar Terduga Teroris dan Organisasi Teroris (DTTOT).
 7. Pemblokiran Nasabah
Melaksanakan pemblokiran berdasarkan surat perintah pemblokiran yang diterima dari Aparat Penegak Hukum serta Dirjen Pajak dan Bea Cukai.
 8. Tindak Lanjut atas Temuan Audit Internal dan Otoritas Jasa Keuangan
 - a. Melaksanakan tindak lanjut atas temuan SKAI sesuai batas waktu pemenuhan. Hingga Juni 2019, tidak terdapat temuan SKAI yang belum diselesaikan atau ditindaklanjuti (*pending*) berdasarkan batas waktu pemenuhannya;
 - b. Melaksanakan pembinaan cabang atas hasil pemeriksaan SKAI pada cabang, berdasarkan Memo Program Pembinaan Cabang dalam rangka Implementasi APU PPT No. 09/ 015/MI/SKK/II/2018 tanggal 21 Februari 2018; dan
 - c. Melaksanakan pemantauan data nasabah berdasarkan temuan SKAI yang sama pada setiap cabang. Pemantauan ditujukan kepada seluruh tim operasional cabang dan operasional kantor pusat.
 9. Memenuhi *due diligence* dalam hubungan kerja sama dengan lembaga keuangan lain, melalui penyampaian dan pengisian formulir *customer due diligence* (CDD) dan *anti money laundering and combating the financing of terrorism* (AML CFT Questionnaire) dari dan kepada lembaga keuangan lain.
 10. Melaksanakan uji kepatuhan program APU PPT terhadap ketentuan internal Bank dan pengembangan produk baru.
 11. Sistem Informasi Manajemen
 - a. Melakukan penyempurnaan aplikasi APU PPT sesuai dengan rekomendasi audit internal dan Otoritas Jasa Keuangan; serta
 - b. Melakukan beberapa penyesuaian berdasarkan ketentuan Peraturan Otoritas Jasa Keuangan No. 12/POJK.01/2017, yaitu:
 - 1) Melakukan penyesuaian profil risiko nasabah pada aplikasi APU PPT, yakni dengan penambahan profil risiko *beneficial owner* nasabah yang mengacu pada data perseorangan;
 - 2) Melakukan penyesuaian *core banking system*, yakni penambahan *field* untuk data *beneficial owner* perorangan pada menu CIF nasabah;
6. *Examining Customer Data (screening)*
 - a. *Examining customer data and submitting examination results, based on the List of Names received from the Corruption Eradication Commission (KPK), Directorate General of Tax and Customs, Financial Transaction Reports and Analysis Center (PPATK), Financial Services Authority, and Attorney General's Office of the Republic of Indonesia; and*
 - b. *Conducting examination of customer data and submitting examination results, based on the List of Funding for the Proliferation of Weapons of Mass Destruction (DPPSPM) and the List of Suspected Terrorists and Terrorist Organizations (DTTOT).*
 7. *Customer Blocking*
Conducting blocking based on blocking orders received from Law Enforcement Officers, Director General of Tax and Customs.
 8. *Following up Findings of Internal Audit and Financial Services Authority*
 - a. *Following up SKAI findings according to the compliance deadline. Until June 2019, there were no SKAI findings that had not been resolved or followed up (pending) based on the fulfillment deadline;*
 - b. *Developing branch based on SKAI audit results on branch offices based on Branch Development Program Memo in the framework of Implementing APU PPT No. 09/015/MI/SKK/II/2018 dated 21 February 2018; and*
 - c. *Monitoring customer data based on the same SKAI findings in each branch office. Monitoring is aimed at all operational teams of branch offices and head office.*
 9. *Meeting the Due diligence in cooperative relationship with other financial institutions by submitting and filling Customer Due Diligence (CDD) and Anti-Money Laundering and Combating The Financing of Terrorism (AML CFT Questionnaire) forms from and to other financial institutions.*
 10. *Conducting compliance test of APU PPT program with the Bank's internal regulations and new product development.*
 11. *Management Information System*
 - a. *Improving APU PPT application in accordance with recommendations from internal audit and the Financial Services Authority; and*
 - b. *Making several adjustments based on the provisions of Financial Services Authority Regulation No. 12/POJK.01/2017, stating that:*
 - 1) *Adjusting customer risk profiles in the APU PPT application, by adding the customer's beneficial owner risk profile that refers to individual data;*
 - 2) *Adjusting the core banking system, which is by adding fields for individual beneficial owner data to the customer's CIF menu;*

- 3) Melakukan penyempurnaan aplikasi APU PPT dalam rangka menyesuaikan perkembangan bisnis Bank dan pertumbuhan data nasabah;
 - 4) Parameter transaksi tidak wajar (*unusual transaction*) tidak berlaku secara menyeluruh, namun dapat dibedakan berdasarkan karakteristik atau profil nasabah;
 - 5) Secara rutin, setiap bulan dilakukan pencadangan data (*back up data*) pada komputer induk (*server*) pelaporan; dan
 - 6) Parameter profil risiko WNA dapat disesuaikan sesuai kategori risiko masing masing negara.
12. Sumber Daya Manusia dan Pelatihan
- a. Bekerja sama dengan unit kerja Human Capital (HC) melaksanakan aktivitas *know your employee* melalui pemantauan transaksi rekening karyawan;
 - b. Melaksanakan pelatihan, pemantauan rutin bulanan, dan penyampaian kembali (*reminder*) terkait program *e-learning* materi *refreshment* APU PPT khusus kepada karyawan yang tugas dan tanggung jawabnya melakukan hubungan langsung dengan nasabah dan/ atau WIC;
 - c. Melaksanakan pemantauan rutin bulanan serta melakukan penyampaian kembali (*reminder*) kewajiban keikutsertaan seluruh karyawan baru dalam program pelatihan *e-learning* APU-PPT;
 - d. Melakukan sosialisasi ketentuan internal terbaru melalui tatap muka langsung pada saat melakukan kunjungan ke cabang risiko tinggi dalam rangkaian kegiatan *compliance awareness* dan pemberitahuan melalui *e-mail*, termasuk melakukan penyampaian kembali (*reminder*); serta
 - e. Menyesuaikan materi pelatihan berdasarkan ketentuan regulator terkini.
13. Pelaporan
- a. Melaksanakan pelaporan atas Laporan Transaksi Keuangan Tunai (LTKT), Laporan Transaksi Keuangan Mencurigakan (LTKM), dan Laporan SIPESAT kepada PPATK, secara tepat waktu; serta
 - b. Melaksanakan Penyampaian Laporan Realisasi Pengkinian Data 2018 dan Rencana Pengkinian Data 2019 kepada Otoritas Jasa Keuangan.
14. Aktivitas Lainnya
- a. Menjadi salah satu dari 23 Bank Umum Pilot Aplikasi Go AML milik Pusat Pelaporan dan Analisis Transaksi Keuangan (PPATK); dan
 - b. Menjadi perwakilan salah satu dari 10 Bank Umum dalam kegiatan rancangan parameter *Financial Integrated Review* (FIR) oleh Pusat Pelaporan dan Analisis Transaksi Keuangan (PPATK), akademisi, dan aparat penegak hukum.
- 3) *Improving APU PPT application in order to adjust to the Bank's business development and customer data growth;*
 - 4) *Unusual transaction parameters do not apply as a whole, but can be distinguished based on customer characteristic or profile;*
 - 5) *Every month, the data is routinely backed-up (back up data) on the main computer (server) for reporting; and*
 - 6) *Foreign citizen (WNA) risk profile parameters can be adjusted according to each country's risk category.*
12. *Human Resources and Training.*
- a. *Cooperating with the Human Capital (HC) Work Unit to conduct know your employee activities through monitoring employee's account transactions;*
 - b. *Conducting training, routine monthly monitoring, and reminder related to the e-learning APU PPT refreshment material program specifically for employees who in carrying out their duties and responsibilities have a direct relationship with customers and/or WIC;*
 - c. *Conducting monthly monitoring and reminder of the participation obligations of all new employees in the APU-PPT e-learning training program;*
 - d. *Disseminating the latest internal regulations through face-to-face meetings during visits to high-risk branch offices in a series of compliance awareness activities, and through e-mail notifications, including reminder; and*
 - e. *Adjusting the training material based on current regulatory provisions.*
13. *Reporting*
- a. *Reporting Cash Financial Transactions (LTKT), Reports of Suspicious Financial Transactions (LTKM), and SIPESAT Reports to PPATK, in a timely manner; and*
 - b. *Submitting 2018 Data Updates on Realization Report and 2019 Data Updating Plan to the Financial Services Authority.*
14. *Other Activities*
- a. *Becoming one of the 23 Commercial Banks Piloting Go AML Application, belonging to the Financial Transaction Reports and Analysis Center (PPATK); and*
 - b. *Being a representative of 10 Commercial Banks in the design of Financial Integrated Review (FIR) parameter by Financial Transaction Reports and Analysis Center (PPATK), academicians, and law enforcement officials.*

KODE ETIK

Code of Conduct

Kode Etik (*Code of Conduct*) merupakan pedoman perilaku bagi seluruh karyawan dalam menjalankan tugas dan pengambilan keputusan, serta mengatur pola hubungan bisnis dengan Pemegang Saham, nasabah, mitra usaha, dan pemangku kepentingan lainnya. Penerapan *Code of Conduct* diharapkan dapat mendukung penerapan GCG di Bank. Penegakan *Code of Conduct* di Bank Sahabat Sampoerna menjadi tanggung jawab Divisi Sumber Daya Manusia.

Pokok Isi

Code of Conduct yang dimiliki Bank Sahabat Sampoerna mengatur beberapa hal, seperti:

1. Nilai-Nilai Perusahaan;
2. Budaya Kepatuhan;
3. Anti-Fraud/AntiSuap/AntiKorupsi;
4. *Mis-Selling/Mis-Represent* Produk dan Jasa;
5. Mencegah Pencucian Uang;
6. Menghindari Benturan Kepentingan;
7. Menjaga Kerahasiaan dan Perlindungan Data;
8. Menghindari Berkompromi karena Hadiah/Hiburan;
9. Cepat dan Tanggap Menangani Keluhan Nasabah;
10. Berani Bicara (*Speak Up*); dan
11. Penggunaan Fasilitas Kantor.

Sosialisasi dan Penyebarluasan

Bank Sahabat Sampoerna melakukan sosialisasi dan penyebarluasan *Code of Conduct* kepada seluruh karyawan di setiap level organisasi, termasuk karyawan kontrak, dengan memanfaatkan kesempatan *internal event*. Sosialisasi *Code of Conduct* dilakukan melalui media berikut ini:

1. E-Learning

Wajib bagi seluruh karyawan Bank Sahabat Sampoerna.

2. Refreshment

Wajib bagi seluruh karyawan pada bagian *frontliner*, yang berhubungan langsung dengan nasabah. Sosialisasi melalui media ini dilakukan oleh Divisi Kepatuhan dalam rangka menumbuhkan/meningkatkan *compliance awareness* pada karyawan di seluruh Kantor Cabang Bank Sahabat Sampoerna yang diselenggarakan berkala setiap tahun.

The Code of Conduct is a code of conduct for all employees in carrying out their duties and decision making, as well as regulating the pattern of business relationships with shareholders, customers, business partners, and other stakeholders. The implementation of Code of Conduct is expected to support the GCG implementation in the Bank. Enforcement of Code of Conduct at Bank Sahabat Sampoerna is the responsibility of the Human Resources Division.

Main Contents

Code of Conduct owned by Bank Sahabat Sampoerna regulates several matters, such as:

1. *Corporate Values;*
2. *Compliance Culture;*
3. *Anti-Fraud/Anti Bribery/Anti Corruption;*
4. *Mis-Selling/Mis-Representation of Products and Services;*
5. *Preventing Money Laundering;*
6. *Avoiding Conflict of Interest;*
7. *Maintaining Data Privacy and Protection;*
8. *Avoiding Compromising due to Gifts/Entertainment;*
9. *Being Quick and Responsive in Handling Customer Complaints;*
10. *Speaking Up;* and
11. *Utilizing Office Facilities.*

Dissemination and Distribution

Bank Sahabat Sampoerna conducts dissemination and distribution of the Code of Conduct to all employees at every organizational level, including contract employees, by utilizing the opportunity of internal events. Code of Conduct dissemination is carried out through the following media:

1. E-Learning

This is mandatory for all employees of Bank Sahabat Sampoerna.

2. Refreshment

This is mandatory for all employees in the front liner, who deal directly with customers. Dissemination through this media is performed by the Compliance Division in order to foster/increase compliance awareness among employees throughout Bank Sahabat Sampoerna Branch Offices which is held regularly every year.

Penerapan Etika Bisnis pada Setiap Tingkatan Organisasi

Seluruh karyawan Bank Sahabat Sampoerna, termasuk Dewan Komisaris dan Direksi, wajib mematuhi *Code of Conduct* sebagai pedoman berperilaku, baik di dalam maupun di luar lingkungan Bank yang membawa citra Bank dengan penuh tanggung jawab. Seluruh karyawan Bank wajib membuat pernyataan kepatuhan terhadap Kode Etik atau menandatangani pakta integritas. Selain itu, praktik bisnis yang beretika juga diterapkan di seluruh jenjang organisasi sebagai pemenuhan atas peraturan yang berlaku, bukti perwujudan etika bisnis dan *enforcement*, serta internalisasi penerapan GCG. Pengenaan sanksi diberlakukan bagi pihak yang terbukti melakukan pelanggaran *Code of Conduct* dengan tidak mendiskriminasikan kedudukan pelanggar di Bank.

Sanksi Pelanggaran

Jenis sanksi yang diberikan terhadap pelanggar *Code of Conduct* Bank tercantum dalam Pasal 28 Peraturan Perusahaan, yaitu:

1. Pembinaan Periodik;
2. Teguran Lisan;
3. Peringatan Lisan;
4. Surat Teguran;
5. Surat Peringatan 1, 2, dan 3;
6. Pemberhentian Sementara (*skorsing*);
7. Pengurangan Upah;
8. Penurunan atau Pemindehan dari Jabatan Karyawan;
9. Permintaan Ganti Rugi;
10. Pemutusan Hubungan Kerja; serta
11. Penindakan Secara Hukum.

Jumlah Pelanggaran

Sepanjang 2019, tidak terdapat pelanggaran *code of conduct*. Dengan demikian, tren kualitas penerapan kode etik di Bank Sahabat Sampoerna sudah cukup baik karena tidak terdapat kasus yang ditindaklanjuti, baik dengan peringatan maupun surat teguran.

Implementation of Business Ethics at Every Organizational Level

All Bank Sahabat Sampoerna employees, including the Board of Commissioners and Board of Directors, are required to comply with the *Code of Conduct* as a behavioral guide, inside and outside the Bank, that carries the Bank's image with full responsibility. All Bank employees must make a statement of compliance with the *Code of Conduct* or sign an integrity pact. Furthermore, ethical business practices are also applied at all organizational levels as a fulfillment of the applicable regulations, evidence of the embodiment of business ethics and enforcement, and internalization of GCG implementation. Sanction is imposed on parties proven to have violated the *Code of Conduct* by not discriminating against the position of the offender at the Bank.

Violation Sanction

Types of sanctions imposed on violators of the Bank's *Code of Conduct* are listed in Article 28 of the Company Regulations, which are:

1. Periodic Development;
2. Verbal Reprimand;
3. Verbal Warning;
4. Reprimand Letter;
5. Warning Letter 1, 2, and 3;
6. Suspension;
7. Wage Reduction;
8. Decrease or Transfer from Employee Position;
9. Compensation Request;
10. Termination; and
11. Legal Action.

Total Violations

Throughout 2019, there were no violations of code of conduct. Thus, the trend in the quality of implementation of code of ethics at Bank Sahabat Sampoerna is already quite good because there are no cases that have been followed up, either by warnings or reprimand letters.

PENGENDALIAN GRATIFIKASI

Gratification Control

Bank Sahabat Sampoerna telah menetapkan ketentuan mengenai pengendalian gratifikasi berupa Memo yang ditetapkan Direksi No. 09/006/MI/Sisdur/II/2015 tanggal 27 Februari 2015 tentang Ketentuan Penerimaan Hadiah dari Pihak Ketiga. Memo tersebut berisi tentang himbauan kepada seluruh karyawan di setiap jenjang organisasi untuk tidak memberi atau menerima suatu hadiah/imbalan ke/dari nasabah, vendor, rekanan, mitra usaha, dan pihak ketiga lainnya atas jasa yang diberikan oleh karyawan dalam menjalankan tugas dan tanggung jawabnya. Namun, pada kondisi tertentu apabila penolakan dianggap dapat menimbulkan penghinaan, yang bersangkutan boleh menerima hadiah/imbalan dari pihak ketiga dengan syarat wajib dilaporkan kepada pimpinan Bank setempat atau kepada Pejabat Eksekutif dengan mengisi Formulir Deklarasi Penerimaan Hadiah.

Bank Sahabat Sampoerna has stipulated the provisions on gratification control in the form of Memo set by the Board of Directors No. 09/006/MI/Sisdur/II/2015 dated 27 February 2015 on Provisions to Accept Gifts from Third Parties. The memo contains an appeal to all employees at each organizational level not to give or receive a gift/reward to/from customers, vendors, partners, business partners, and other third parties for services provided by employees in carrying out their duties and responsibilities. However, under certain conditions if a rejection is deemed to cause insult, the said person may receive a gift/reward from a third party provided that it must be reported to the head of the local Bank or to the Executive Officer by filling in the Gift Acceptance Declaration Form.

Laporan Penerimaan Hadiah dari Pihak Ketiga

Informasi terkait laporan penerimaan hadiah dari pihak ketiga yang diperoleh Bank Sahabat Sampoerna sepanjang tahun 2019 diungkapkan dalam tabel di bawah ini.

Gift Acceptance Report from Third Parties

Information related to gift acceptance reports from third parties of Bank Sahabat Sampoerna throughout 2019 is disclosed in the table below.

| Divisi/Unit Kerja/Jabatan Division/Unit/Position | Tanggal Menerima Hadiah Date Receiving Gift | Dalam Rangka In What Occasion | Jenis Hadiah Gift Type | Tanggal Pelaporan SKK SKK Reporting Date | Peruntukan Designation |
|---|--|--|---|---|--|
| Financial Institution | 27 December 2018 | Natal dan Tahun Baru 2019 Christmas and New Year 2019 | 2 buah parcel (kue kering, botol minum, dan kalender) 2 parcels (cookies, drinking bottles, and calendars) | 4 January 2019 | Dibagikan kepada Tim Financial Institution Distributed to the Financial Institution Team |
| Financial Institution | 27 December 2018 | Natal dan Tahun Baru 2019 Christmas and New Year 2019 | 1 buah parcel (6 toples kue kering) 1 parcel (6 cookie jars) | 4 January 2019 | Dibagikan kepada Tim Financial Institution Distributed to the Financial Institution Team |
| Centralized Operation | 2 January 2019 | Natal dan Tahun Baru 2019 Christmas and New Year 2019 | Kue kering dan teh Cookies and tea | 4 January 2019 | Dibagikan kepada karyawan Unit Centralized Operation Distributed to employees of Centralized Operation Unit |
| Funding Business | 8 January 2019 | Natal dan Tahun Baru 2019 Christmas and New Year 2019 | Lilin aroma terapi dan kue kering Aroma therapy candles and cookies | 2 January 2019 | Dibagikan kepada karyawan Unit Funding Distributed to employees of Funding Unit |
| Network Management Division | 1 March 2019 | Sales Trip | Koper Suitcase | 1 March 2019 | Infentaris/kegiatan Network Management Inventory/activities of Network Management |
| SME Cabang Bandung | 29 April 2019 | Pulang Umroh Going home from Umrah | Makanan Food | 29 April 2019 | Dibagikan ke cabang Distributed to branch offices |
| SME Cabang Bandung | 29 April 2019 | Ulang Tahun Birthday | Makanan Food | 29 April 2019 | Dibagikan ke cabang Distributed to branch offices |

| Divisi/Unit Kerja/Jabatan Division/Unit/Position | Tanggal Menerima Hadiah Date Receiving Gift | Dalam Rangka In What Occasion | Jenis Hadiah Gift Type | Tanggal Pelaporan SKK SKK Reporting Date | Peruntukan Designation |
|---|--|--|--|---|---|
| Corp Legal | 3 May 2019 | Menyambut bulan puasa Welcoming the fasting month | 1 buah kotak anggur 1 box of grapes | 3 May 2019 | Dibagikan kepada karyawan di Direktorat Kepatuhan dan Manajemen Risiko Distributed to employees of Directorate of Compliance and Risk Management |
| Human Capital | 24 May 2019 | Parsel Lebaran Eid parcel | Parsel Parcel | 24 May 2019 | Dibagikan ke kantor Distributed to the office |
| SME- Bisnis Unit | 28 May 2019 | Ucapan Hari Raya Festive Greetings | Parsel Parcel | 28 May 2019 | Dibagikan kepada karyawan Surabaya Distributed to Surabaya employees |
| Board of Management | 28 May 2019 | Parsel Lebaran Eid parcel | Parsel Parcel | 28 May 2019 | Dibagikan untuk karyawan pada saat Nuansa Pagi Distributed to employees during Nuansa Pagi |
| Advisor | 29 May 2019 | Parsel Lebaran Eid parcel | Parsel Parcel | 29 May 2019 | Dibagikan kepada OB dan karyawan Distributed to Office Boys and employees |
| Board of Management | 29 May 2019 | Parsel Lebaran Eid parcel | Parsel Parcel | 29 May 2019 | Dibagikan kepada karyawan pada saat Nuansa Pagi Distributed to employees during Nuansa Pagi |
| Corp Legal Litigasi | 31 May 2019 | Parsel Lebaran Eid parcel | Parsel Parcel | 31 May 2019 | Dibagikan kepada karyawan di team Corp Legal Distributed to employees of Corporate Legal team |
| Risk Compliance | 31 May 2019 | Parsel Lebaran Eid parcel | Parsel Parcel | 31 May 2019 | Dibagikan kepada karyawan Distributed to employees |
| Treasury | 20 May 2019 | Hari Raya Idul Fitri Eid Al-Fitr | 4 buah toples kue Lebaran 4 jars of Lebaran cake | 12 June 2019 | Akan diserahkan kepada Tim CCIR Will be distributed to CCIR Team |
| Treasury | 20 May 2019 | Hari Raya Idul Fitri Eid Al-Fitr | Kue kering, madu, dan teh Cookies, honey, and tea | 12 June 2019 | Akan diserahkan kepada Tim CCIR Will be distributed to CCIR Team |
| Treasury | 20 May 2019 | Hari Raya Idul Fitri Eid Al-Fitr | 4 buah toples kue Lebaran 4 jars of Lebaran cake | 12 June 2019 | Akan diserahkan kepada Tim CCIR Will be distributed to CCIR Team |
| FI & CQC | 23 July 2019 | Pelaksanaan Titan Run Execution of Titan Run | 4 invitation untuk mengikuti Titan Run @ Rp450.000,- 4 invitations to join Titan Run @ Rp450,000 | 23 July 2019 | Invitation dapat digunakan Invitation can be used |
| Sekretaris Direksi Secretary of Board of Directors | 13 December 2019 | Natal Christmas | 2 buah parsel makanan untuk BSS 2 food parcel for BSS | 16 December 2019 | Akan dibagikan untuk karyawan pada saat Nuansa Pagi Will be distributed to employees during Nuansa Pagi |

| Divisi/Unit Kerja/Jabatan Division/Unit/Position | Tanggal Menerima Hadiah Date Receiving Gift | Dalam Rangka In What Occasion | Jenis Hadiah Gift Type | Tanggal Pelaporan SKK SKK Reporting Date | Peruntukan Designation |
|---|--|--|--|---|--|
| Sekretaris Direksi Secretary of Board of Directors | 23 December 2019 | Natal Christmas | 1 buah parcel makanan dan cangkir 1 food parcel and mug | 30 December 2019 | Akan dibagikan untuk karyawan pada saat Nuansa Pagi Will be distributed to employees during Nuansa Pagi |
| Operation & IT | 19 December 2019 | Natal dan Tahun Baru Christmas and New Year | 1 buah parcel makanan 1 food parcel | 19 December 2019 | Dibagikan kepada Unit Kerja Project & Sysdur Distributed to Project & System Procedure Work Unit |
| Funding Bussines | 3 December 2019 | Natal dan Tahun Baru Christmas and New Year | 1 kemeja batik (Rp1,5 juta) 1 batik shirt (Rp1.5 million) | 30 December 2019 | Dipakai untuk diri sendiri Personal use |
| Cabang Bandung Bandung Branch | 6 January 2020 | Natal dan Tahun Baru Christmas and New Year | 1 buah parcel makanan kue kering (Rp400,000,-) 1 food parcel of cookies (Rp400,000) | 6 January 2020 | Dibagikan kepada seluruh karyawan BSS Bandung Distributed to all BSS Bandung employees |

PERKARA PENTING DAN SANKSI ADMINISTRATIF

Significant Cases and Administrative Sanctions

Perkara Hukum

Kasus hukum yang dihadapi Bank Sahabat Sampoerna sepanjang tahun 2019 disajikan pada tabel di bawah ini.

Lawsuit

Legal cases faced by Bank Sahabat Sampoerna throughout 2019 are presented in the table below.

| Permasalahan Hukum Legal Cases | Total Kasus Total Cases | |
|--|----------------------------|--------------------|
| | Perdata Civil | Pidana Criminal |
| Telah mendapat putusan yang mempunyai kekuatan hukum tetap Has obtain a decision that has permanent legal force | 4 | 3 |
| Dalam proses penyelesaian In settlement process | 23 | 9 |
| Total | 27 | 12 |

| Pokok Perkara Case Profile | Status Penyelesaian Settlement Status | Pengaruh terhadap Kondisi Bank Impact to Bank Condition | Risiko yang Dihadapi Risks Faced | Sanksi Administrasi yang Diterima Administrative Sanctions Imposed |
|---|---|--|---|---|
| Kasus Perdata <i>Civil Cases</i> | | | | |
| PKPU dan/atau Kepailitan PT Mandiri Finance Indonesia <i>Postponement of Debt Payment Obligations (PKPU) and/or Bankruptcy of PT Mandiri Finance Indonesia</i> | Perdamaian (Homologasi) <i>Peace (Homologation)</i> | Bank memberikan restrukturisasi kredit kepada nasabah. <i>The Bank provides credit restructuring to the customer.</i> | Nasabah kembali mengalami gagal bayar dalam masa restrukturisasi kredit. <i>The customer again defaulted during the credit restructuring period.</i> | Nihil / None |
| Eksekusi AYDA jaminan nasabah Handy Gunawan <i>Execution of AYDA of Handy Gunawan's collateral</i> | Jaminan sudah dikuasai Bank <i>The collateral is already controlled by the Bank</i> | Bank dapat menjual aset kepada pihak ketiga. <i>The Bank can sell the asset to third parties</i> | Adanya tuntutan dari nasabah. <i>There are demands from customers.</i> | Nihil / None |
| Gugatan dari nasabah Chippy Banyu Adhy <i>A lawsuit from a customer, Chippy Banyu Adhy</i> | Gugatan ditolak. Nasabah mengajukan banding. <i>The lawsuit was rejected. The customer submitted an appeal.</i> | Nihil / None | Adanya tuntutan dari nasabah. <i>There are demands from customers.</i> | Nihil / None |
| Gugatan Pelanggaran Hak Cipta, yang berkaitan dengan produk TASAKU <i>Copyright Infringement Lawsuit, related to TASAKU product</i> | Gugatan tidak diterima. Bank mengajukan kasasi. <i>The lawsuit was not accepted. The Bank submitted an appeal.</i> | Nihil / None | Nihil / None | Nihil / None |
| Eksekusi AYDA jaminan nasabah Budi Mulyono Subagjo <i>Execution of AYDA of Budi Mulyono Subagjo's collateral</i> | Jaminan sudah dikuasai Bank <i>The collateral is already controlled by the Bank</i> | Bank dapat menjual aset kepada pihak ketiga. <i>The Bank can sell the asset to third parties.</i> | Nihil / None | Nihil / None |
| Eksekusi AYDA jaminan nasabah PT Naradeang Jaya Abadi <i>Execution of AYDA of PT Naradeang Jaya Abadi's collateral</i> | Masih dalam proses eksekusi. <i>Still in execution process.</i> | Bank kesulitan untuk menjual AYDA. <i>The Bank found it difficult to sell the AYDA.</i> | Bank belum mendapatkan recovery atas jaminan AYDA <i>The Bank has not yet recovered the AYDA collateral</i> | Nihil / None |
| Gugatan dari nasabah Handy Gunawan <i>A lawsuit from a customer, Handy Gunawan</i> | Gugatan ditolak. Nasabah mengajukan banding. <i>The lawsuit was rejected. The customer submitted an appeal.</i> | Nihil / None | Adanya tuntutan dari nasabah <i>There are demands from customers.</i> | Nihil / None |
| Gugatan dari nasabah M Fauzan <i>A lawsuit from a customer, M Fauzan</i> | Gugatan ditolak. <i>The lawsuit was rejected.</i> | Nihil / None | Nihil/None | Nihil / None |
| Gugatan dari nasabah Harmanik <i>A lawsuit from a customer, Harmanik</i> | Gugatan ditolak. Nasabah mengajukan Banding. <i>The lawsuit was rejected. The customer submitted an appeal.</i> | Nihil / None | Adanya tuntutan dari nasabah. <i>There are demands from customers.</i> | Nihil / None |
| Eksekusi AYDA jaminan nasabah Edardo Yudha Negara <i>Execution of AYDA of Edardo Yudha Negara's collateral</i> | Masih dalam proses eksekusi. <i>Still in execution process.</i> | Bank kesulitan untuk menjual AYDA. <i>The Bank found it difficult to sell the AYDA.</i> | Bank belum mendapatkan recovery atas jaminan AYDA. <i>The Bank has not yet recovered the AYDA collateral</i> | Nihil / None |
| Gugatan dari nasabah Khoirunnisa <i>A lawsuit from a customer, Khoirunnisa</i> | Masih dalam proses sidang. <i>Still in trial process.</i> | Bank belum dapat menjual aset nasabah. <i>The Bank has not been able to sell customer asset</i> | Adanya tuntutan dari nasabah. <i>There are demands from customers.</i> | Nihil / None |
| Gugatan dari nasabah Budi Mulyono Subagjo <i>A lawsuit from a customer, Budi Mulyono Subagjo</i> | Gugatan ditolak. Nasabah mengajukan banding. <i>The lawsuit was rejected. The customer submitted an appeal.</i> | Nihil / None | Adanya tuntutan dari nasabah. <i>There are demands from customers.</i> | Nihil / None |

| Pokok Perkara Case Profile | Status Penyelesaian Settlement Status | Pengaruh terhadap Kondisi Bank Impact to Bank Condition | Risiko yang Dihadapi Risks Faced | Sanksi Administrasi yang Diterima Administrative Sanctions Imposed |
|---|--|---|--|---|
| Gugatan dari nasabah H Muhammad Taufik <i>A lawsuit from a customer, H Muhammad Taufik</i> | Masih dalam proses sidang. <i>Still in trial process.</i> | Bank belum dapat menjual aset nasabah. <i>The Bank has not been able to sell customer asset.</i> | Adanya tuntutan dari nasabah. <i>There are demands from customers.</i> | Nihil / None |
| Gugatan dari nasabah Muhammad Hilal <i>A lawsuit from a customer, Muhammad Hilal</i> | Masih dalam proses sidang. <i>Still in trial process.</i> | Bank belum dapat menjual aset nasabah. <i>The Bank has not been able to sell customer asset.</i> | Adanya tuntutan dari nasabah. <i>There are demands from customers.</i> | Nihil / None |
| Gugatan dari nasabah Fahrozi <i>A lawsuit from a customer, Fahrozi</i> | Gugatan ditolak. Nasabah mengajukan Banding. <i>The lawsuit was rejected. The customer submitted an appeal.</i> | Nihil/None | Adanya tuntutan dari nasabah. <i>There are demands from customers.</i> | Nihil / None |
| Gugatan dari nasabah Hary Tri Prasetyo <i>A lawsuit from a customer, Hary Tri Prasetyo</i> | Gugatan ditolak. Nasabah mengajukan Banding. <i>The lawsuit was rejected. The customer submitted an appeal.</i> | Nihil / None | Adanya tuntutan dari nasabah. <i>There are demands from customers.</i> | Nihil / None |
| Gugatan dari nasabah Yecky Juwono <i>A lawsuit from a customer, Yecky Juwono</i> | Masih dalam proses sidang. <i>Still in trial process.</i> | Nihil / None | Nihil / None | Nihil / None |
| Gugatan dari nasabah PT Indogarment Lestari MCL <i>A lawsuit from a customer, PT Indogarment Lestari MCL</i> | Masih dalam proses sidang. <i>Still in trial process.</i> | Bank belum dapat menjual aset nasabah. <i>The Bank has not been able to sell customer asset.</i> | Adanya tuntutan dari nasabah. <i>There are demands from customers.</i> | Nihil / None |
| Gugatan dari nasabah Yohan Taslim <i>A lawsuit from a customer, Yohan Taslim</i> | Masih dalam proses sidang. <i>Still in trial process.</i> | Bank belum dapat menjual aset nasabah. <i>The Bank has not been able to sell customer asset.</i> | Adanya tuntutan dari nasabah. <i>There are demands from customers.</i> | Nihil / None |
| Gugatan dari pihak ketiga Ir Donny Lukmanul Hakim, yang berkaitan dengan nasabah Handy Gunawan <i>A lawsuit from third party, Ir Donny Lukmanul Hakim, which is related to a customer, Handy Gunawan</i> | Masih dalam proses sidang. <i>Still in trial process.</i> | Nihil/None | Adanya tuntutan dari nasabah. <i>There are demands from customers.</i> | Nihil / None |
| Gugatan dari nasabah Fadilah Sundari <i>A lawsuit from a customer, Fadilah Sundari</i> | Masih dalam proses sidang. <i>Still in trial process.</i> | Bank belum dapat menjual aset nasabah. <i>The Bank has not been able to sell customer asset.</i> | Adanya tuntutan dari nasabah. <i>There are demands from customers.</i> | Nihil / None |
| Eksekusi AYDA jaminan nasabah Andi Alfian Zainuddin <i>Execution of AYDA of Andi Alfian Zainuddin's collateral</i> | Masih dalam proses eksekusi. <i>Still in execution process.</i> | Bank kesulitan untuk menjual AYDA. <i>The Bank found it difficult to sell the AYDA.</i> | Bank belum mendapatkan recovery atas jaminan AYDA. <i>The Bank has not yet recovered the AYDA collateral.</i> | Nihil / None |
| Eksekusi AYDA jaminan nasabah Rifkianda Lubis <i>Execution of AYDA of Rifkianda Lubis' collateral</i> | Masih dalam proses eksekusi. <i>Still in execution process.</i> | Bank kesulitan untuk menjual AYDA. <i>The Bank found it difficult to sell the AYDA.</i> | Bank belum mendapatkan recovery atas jaminan AYDA. <i>The Bank has not yet recovered the AYDA collateral.</i> | Nihil / None |

| Pokok Perkara Case Profile | Status Penyelesaian Settlement Status | Pengaruh terhadap Kondisi Bank Impact to Bank Condition | Risiko yang Dihadapi Risks Faced | Sanksi Administrasi yang Diterima Administrative Sanctions Imposed |
|---|--|--|---|---|
| PKPU dan/atau Kepailitan PT First Indo American Leasing <i>Postponement of Debt Payment Obligations (PKPU) and/or Bankruptcy of PT First Indo American Leasing</i> | Perdamaian (Homologasi) <i>Peace (Homologation)</i> | Bank memberikan restrukturisasi kredit kepada nasabah. <i>The Bank provides credit restructuring to the customer.</i> | Nasabah kembali mengalami gagal bayar dalam masa restrukturisasi kredit. <i>The customer again defaulted during the credit restructuring period.</i> | Nihil / None |
| Eksekusi AYDA jaminan nasabah Haryono PH Silalahi <i>Execution of AYDA of Haryono PH Silalahi's collateral</i> | Masih dalam proses eksekusi. <i>Still in execution process.</i> | Bank kesulitan untuk menjual aset nasabah. <i>The Bank found it difficult to sell the AYDA.</i> | Bank belum mendapatkan recovery atas jaminan AYDA. <i>The Bank has not yet recovered the AYDA collateral</i> | Nihil / None |
| Gugatan dari nasabah Edardo Yudha Negara <i>A lawsuit from a customer, Edardo Yudha Negara</i> | Masih dalam proses sidang. <i>Still in trial process.</i> | Bank belum dapat menjual aset nasabah. <i>The Bank has not been able to sell customer asset.</i> | Adanya tuntutan dari nasabah. <i>There are demands from customers.</i> | Nihil / None |
| Eksekusi AYDA jaminan nasabah PT Vidya Artha Tama <i>Execution of AYDA of PT Vidya Artha Tama's collateral</i> | Masih dalam proses eksekusi. <i>Still in execution process.</i> | Bank kesulitan untuk menjual AYDA. <i>The Bank found it difficult to sell the AYDA.</i> | Bank belum mendapatkan recovery atas jaminan AYDA. <i>The Bank has not yet recovered the AYDA collateral</i> | Nihil / None |
| Kasus Pidana <i>Criminal Cases</i> | | | | |
| Panggilan Saksi dari Polres Luwu berkaitan dengan nasabah Mistam. <i>Witness summon from Luwu Police Station related to a customer, Mistam.</i> | Menunggu hasil pemeriksaan dari kepolisian. <i>Waiting for the examination results from the police.</i> | Nihil / None | Adanya panggilan dari kepolisian terhadap karyawan Bank. <i>There are police summon to the Bank's employee.</i> | Nihil / None |
| Panggilan Saksi dari Polda Metro Jaya, yang berkaitan dengan nasabah Teddy Mantoro. <i>Witness summon from Metro Jaya Regional Police, related to a customer, Teddy Mantoro.</i> | Menunggu hasil pemeriksaan dari kepolisian. <i>Waiting for the examination results from the police.</i> | Nihil / None | Adanya panggilan dari kepolisian terhadap karyawan Bank. <i>There are police summon to the Bank's employee.</i> | Nihil / None |
| Panggilan saksi dari Polresta Bandung yang berkaitan dengan nasabah Handy Gunawan. <i>Witness summon from Bandung Metro Police, related to a customer, Handy Gunawan.</i> | Menunggu hasil pemeriksaan dari kepolisian. <i>Waiting for the examination results from the police.</i> | Nihil / None | Adanya panggilan dari kepolisian terhadap karyawan Bank. <i>There are police summon to the Bank's employee.</i> | Nihil / None |
| Pelaporan kasus <i>fraud</i> yang berkaitan dengan nasabah Sofyan. <i>Reporting of fraud case related to a customer, Sofyan.</i> | Menunggu hasil pemeriksaan dari kepolisian. <i>Waiting for the examination results from the police.</i> | Nihil / None | Adanya panggilan dari kepolisian terhadap karyawan Bank. <i>There are police summon to the Bank's employee.</i> | Nihil / None |
| Pelaporan kasus <i>fraud</i> yang berkaitan dengan nasabah Handy Gunawan. <i>Reporting of fraud case related to a customer, Handy Gunawan.</i> | Kasus sudah selesai. <i>Case is settled.</i> | Nihil / None | Nihil/None | Nihil / None |
| Pelaporan kasus <i>fraud</i> yang berkaitan dengan nasabah Eko Supriyanto. <i>Reporting of fraud case related to a customer, Eko Supriyanto.</i> | Kasus sudah selesai. <i>Case is settled.</i> | Nihil / None | Nihil/None | Nihil / None |

| Pokok Perkara Case Profile | Status Penyelesaian Settlement Status | Pengaruh terhadap Kondisi Bank Impact to Bank Condition | Risiko yang Dihadapi Risks Faced | Sanksi Administrasi yang Diterima Administrative Sanctions Imposed |
|---|--|--|--|---|
| Panggilan saksi dari Polrestabas Bandung yang berkaitan dengan nasabah PT Belutu Karya Pratama. <i>Witness summon from Bandung Metro Police, related to a customer, PT Belutu Karya Pratama.</i> | Menunggu hasil pemeriksaan dari kepolisian. <i>Waiting for the examination results from the police.</i> | Bank kesulitan untuk menjual aset nasabah. <i>The Bank found it difficult to sell customer asset.</i> | Adanya panggilan dari kepolisian terhadap karyawan Bank. <i>There are police summon to the Bank's employee.</i> | Nihil / None |
| Panggilan saksi dari Polrestabas Surabaya yang berkaitan dengan nasabah PT Sagraha Satya Sawahita. <i>Witness summon from Surabaya Metro Police, related to a customer, PT Sagraha Satya Sawahita.</i> | Kasus sudah selesai. <i>Case is settled.</i> | Nihil / None | Nihil / None | Nihil / None |
| Pelaporan kasus pencemaran nama baik Bank yang berkaitan dengan produk TASAKU. <i>Reporting Bank defamation case related to TASAKU product.</i> | Menunggu hasil pemeriksaan dari kepolisian. <i>Waiting for the examination results from the police.</i> | Nihil / None | Adanya panggilan dari kepolisian terhadap karyawan Bank. <i>There are police summon to the Bank's employee.</i> | Nihil / None |
| Panggilan saksi dari Polda Metro Jaya yang berkaitan dengan nasabah Edardo Yudha Negara. <i>Witness summon from Metro Jaya Regional Police, related to a customer, Edardo Yudha Negara.</i> | Menunggu hasil pemeriksaan dari kepolisian. <i>Waiting for the examination results from the police.</i> | Nihil / None | Adanya panggilan dari kepolisian terhadap karyawan Bank. <i>There are police summon to the Bank's employee.</i> | Nihil / None |
| Panggilan saksi dari Polres Jakarta Selatan yang berkaitan dengan nasabah PT Mitramaju Samudera. <i>Witness summon from South Jakarta Police Precinct, related to a customer, PT Mitramaju Samudera.</i> | Menunggu hasil pemeriksaan dari kepolisian. <i>Waiting for the examination results from the police.</i> | Nihil / None | Adanya panggilan dari kepolisian terhadap karyawan Bank. <i>There are police summon to the Bank's employee.</i> | Nihil / None |
| Panggilan saksi dari Polres OKI yang berkaitan dengan nasabah KUD Rahayu Bhakti. <i>Witness summon from OKI Police Precinct, related to a customer, KUD Rahayu Bhakti.</i> | Menunggu hasil pemeriksaan dari kepolisian. <i>Waiting for the examination results from the police.</i> | Nihil / None | Adanya panggilan dari kepolisian terhadap karyawan Bank. <i>There are police summon to the Bank's employee.</i> | Nihil / None |

Sanksi Administratif

Sanksi administratif yang diterima Bank Sahabat Sampoerna pada tahun 2019, meliputi:

Administrative Sanctions

Administrative sanctions imposed to Bank Sahabat Sampoerna in 2019 were:

| Jenis Pelanggaran Types of Violations | Sanksi yang Diterima (Rp) Sanctions Imposed (Rp) |
|---|---|
| Pengenaan sanksi terlambat koreksi <i>online</i> Laporan Bulanan Bank Umum (LBU) periode November 2018 melalui Surat No. 21/43/SB/Srt/BI tanggal 14 Januari 2019 yang dibukukan bulan Januari 2019. | 200,000 |
| Pengenaan sanksi terlambat koreksi <i>online</i> LBU periode November 2018 melalui Surat No. 21/8/Mdn-DAEK-FDSEK/Srt/BI tanggal 14 Januari 2019 yang dibukukan bulan Januari 2019. | 200,000 |
| Pengenaan sanksi terlambat koreksi <i>online</i> LBU periode Desember 2018 melalui Surat No. 21/18/DPKL-GPLB-PLBG/Srt/BI tanggal 22 Januari 2019 yang dibukukan bulan Januari 2019. | 100,000 |

| Jenis Pelanggaran Types of Violations | Sanksi yang Diterima (Rp) Sanctions Imposed (Rp) | |
|--|---|------------|
| Pengenaan sanksi administratif berupa denda pemeriksaan Otoritas Jasa Keuangan posisi September 2018 berdasarkan Surat No. SR-31/PB332/2018 tanggal 26 Desember 2018 yang dibukukan bulan Januari 2019 | <i>Imposition of administrative sanction in the form of audit fine of Financial Services Authority for September 2018 position based on Letter No. SR-31/PB332/2018 dated 26 December 2018, which was recorded in January 2019.</i> | 1,800,000 |
| Pengenaan sanksi penyampian di luar batas Laporan Harian Bank Umum (LHBU) periode Januari 2019 melalui Surat No. 21/136/DPKL-GPLB-PLPB/Srt/B tanggal 25 Februari 2019 | <i>Imposition of sanction for late submission for Commercial Bank Daily Report (LHBU) for January 2019 period through Letter No. 21/136/DPKL-GPLB-PLPB/Srt/B dated 25 February 2019.</i> | 250,000 |
| Pengenaan sanksi melawati batas Laporan Realisasi Bancassurance No. S-27/PB.3341/2019 tanggal 13 Juni 2019 | <i>Imposition of sanction for late submission of Bancassurance Realization Report No. S-27/PB.3341/2019 dated 13 June 2019.</i> | 1,000,000 |
| Pengenaan sanksi Penyampaian Laporan Publikasi PT Bank Sahabat Sampoerna Posisi 31 Desember 2018 (Publikasi Entitas Induk) melalui Surat No. S-31/PB.3341/2019 tanggal 25 Juni 2019 | <i>Imposition of sanction for Submission of Publication Report of PT Bank Sahabat Sampoerna for 31 December 2018 position (Parent Entity Publication) through Letter No. S-31/PB.3341/2019 dated 25 June 2019.</i> | 50,000,000 |

SISTEM PELAPORAN PELANGGARAN

Whistleblowing System

Sistem pelaporan pelanggaran atau *whistleblowing system* (WBS) merupakan bagian dari sistem pengendalian internal Bank Sahabat Sampoerna yang dibentuk sebagai bukti komitmen Bank dalam implementasi GCG. WBS Bank Sahabat Sampoerna berperan untuk mengelola pengaduan/pengungkapan mengenai perilaku melawan hukum, perbuatan tidak etis/tidak semestinya secara rahasia, anonim, dan mandiri. Penerapan WBS ini diharapkan dapat:

1. Mendeteksi dini dan mencegah terjadinya pelanggaran Kode Etik;
2. Mengoptimalkan peran serta karyawan dan mitra usaha dalam mengungkap pelanggaran yang terjadi di lingkungan Bank; serta
3. Menciptakan iklim kerja yang terbuka, tulus, jujur, dan bertanggung jawab.

Prinsip Dasar Pelaporan Pelanggaran

Sistem pelaporan pelanggaran dapat digunakan oleh seluruh pihak yang memiliki informasi dan ingin melaporkan tindakan tidak etis atau pelanggaran yang terjadi di lingkungan Bank Sahabat Sampoerna. Pihak yang melaporkan pelanggaran tersebut diharapkan dapat memberikan penjelasan terkait jenis pelanggaran, pihak yang terlibat, lokasi dan waktu pelanggaran, serta bukti pendukung telah terjadinya pelanggaran. Pihak pelapor dianjurkan untuk memberikan informasi mengenai data diri untuk mempermudah proses tindak lanjut pengaduan pelaporan. Selain itu, pelaporan harus didasari itikad baik dan bukan merupakan suatu keluhan pribadi ataupun didasari kehendak buruk/fitnah.

The whistleblowing system (WBS) is part of Bank Sahabat Sampoerna's internal control system established as evidence of the Bank's commitment in implementing GCG. Bank Sahabat Sampoerna WBS's role is to manage complaints/disclosures regarding illegal behavior, unethical/improper conduct in a confidential, anonymous, and independent manner. WBS implementation is expected to be able to:

1. *Detect early and prevent violations of the Code of Conduct;*
2. *Optimize the participation of employees and business partners in uncovering violations that occur within the Bank; and*
3. *Create a work climate that is open, sincere, honest, and responsible.*

Basic Principles for Whistleblowing

Whistleblowing system can be used by all parties who have information and want to report unethical actions or violations that occur within Bank Sahabat Sampoerna. The whistleblowers are expected to be able to provide an explanation regarding the type of violation, the party involved, the location and time of violation, and the supporting evidence of the violation. Whistleblowers are encouraged to provide information about personal data to facilitate the follow-up process of reporting complaints. In addition, the whistleblowing must be based on good faith and not a personal complaint or based on bad will/slander.

Cara Penyampaian Laporan Pelanggaran

Pelapor dapat menyampaikan laporan pelanggaran kepada Pengelola WBS Bank Sahabat Sampoerna melalui email (ombusman@banksampoerna.com) dan nomor telepon seluler dari masing-masing anggota Komite Ombudsman.

Mekanisme Penyampaian Laporan Pelanggaran

Alur penyampaian pelaporan pelanggaran di Bank Sahabat Sampoerna dapat dilihat dalam bagan di bawah ini.



1. Pelapor menyampaikan laporannya beserta bukti kepada Komite Ombudsman;
2. Komite Ombudsman menyerahkan laporan beserta bukti kepada tim Satuan Kerja Audit Internal untuk dilakukan pemeriksaan;
3. Satuan Kerja Audit Internal kemudian menyampaikan hasil pemeriksaan kepada Komite Ombudsman; dan
4. Komite Ombudsman memberikan rekomendasi kepada Pengurus Unit Kerja sesuai dengan hasil pemeriksaan Komite Ombudsman.

Perlindungan bagi Pelapor

Semua pelaporan pelanggaran yang diterima Bank Sahabat Sampoerna akan dijamin kerahasiaan dan keamanannya. Pelapor juga dijamin haknya untuk memperoleh informasi mengenai tindak lanjut atas laporannya. Setiap anggota Komite Ombudsman dilarang untuk membicarakan atau menyebarkan pelaporan yang ditanganinya, kecuali kepada pelapor atau pihak yang terkait dengan aduan.

Penanganan Pengaduan

Setiap pengaduan pelanggaran yang diterima akan ditindaklanjuti dan dipelajari oleh Komite Ombudsman. Selanjutnya, Komite Ombudsman menyerahkan hasilnya kepada Satuan Kerja Audit Internal dan Divisi Sumber Daya Manusia dalam bentuk rekomendasi. Satuan Kerja Audit Internal menangani pengaduan bersifat *fraud*, sedangkan Divisi Sumber Daya Manusia menindaklanjuti pengaduan bersifat hubungan pekerjaan. Rekomendasi yang disampaikan oleh Komite Ombudsman biasanya disusun dalam format standar berupa:

1. Laporan penerimaan kontak sesuai kategori lingkup pengaduan/penyingkapan; dan
2. Laporan penyingkapan (*disclosure report*).

How to Submit the Whistleblowing Report

Whistleblower can submit the violation report to the WBS Manager of Bank Sahabat Sampoerna through e-mail (ombusman@banksampoerna.com) and cell phone numbers of each member of the Ombudsman Committee.

Mechanism of Whistleblowing Submission

The whistleblowing submission flow in Bank Sahabat Sampoerna can be seen in the chart below.

1. The whistleblower submits the report along with evidence to the Ombudsman Committee;
2. The Ombudsman Committee submits the report along with evidence to the Internal Audit Unit for inspection;
3. The Internal Audit Unit then submits the audit results to the Ombudsman Committee; and
4. The Ombudsman Committee provides recommendations to the Management of Work Units in accordance with the Ombudsman Committee results.

Protection For Whistleblower

All whistleblowings received by Bank Sahabat Sampoerna will be guaranteed confidentiality and security. The whistleblower's right to obtain information about the follow-up to the report is also guaranteed. Each member of Ombudsman Committee is prohibited from discussing or disseminating the report being handled, except to the whistleblowers or parties related to the complaint.

Complaint Handling

Every whistleblowing received will be followed up and studied by the Ombudsman Committee. Furthermore, the Ombudsman Committee submits the results to the Internal Audit Unit and the Human Resources Division in the form of recommendations. The Internal Audit Unit handles complaints that are fraudulent, while the Human Resources Division follows up on complaints that are work related. The recommendations submitted by the Ombudsman Committee are usually prepared in a standard format in the form of:

1. Contact acceptance reports in accordance with the scope of the complaint/disclosure category; and
2. Disclosure report.

Laporan Pengaduan

Penegakan WBS di sepanjang tahun 2019 ditunjukkan dengan tidak diterimanya laporan pengaduan.

Complaint Report

WBS enforcement during 2019 is indicated by the absence of a complaint report.

| Jenis Pelanggaran Types of Violations | Jumlah Pengaduan Total Complaints | Tindak Lanjut Follow-Up | | |
|--|--------------------------------------|-------------------------------------|--|--------------------|
| | | Belum Diproses Not Yet Processed | Dalam Proses In Settlement Process | Selesai Settled |
| Nihil None | Nihil None | Nihil None | Nihil None | Nihil None |

Internal Fraud

Pengungkapan *internal fraud* Bank Sahabat Sampoerna pada tahun 2019 diuraikan dalam tabel berikut.

Internal Fraud

The disclosure of Bank Sahabat Sampoerna's internal fraud in 2019 is described in the following table.

| Uraian Description | Jumlah Kasus yang Dilakukan oleh Number of Cases Conducted by | | | | | |
|--|--|---------------|---|---------------|---|---------------|
| | Anggota Dewan Komisaris dan Direksi Members of Board of Commissioners and Board of Directors | | Pegawai Tetap Permanent Employees | | Pegawai Tidak Tetap Non-Permanent Employees | |
| | 2019 | 2018 | 2019 | 2018 | 2019 | 2018 |
| Total Fraud Total Fraud | Nihil None | Nihil None | 2 | 6 | Nihil None | Nihil None |
| Telah Diselesaikan Settled | Nihil None | Nihil None | 2 | 6 | Nihil None | Nihil None |
| Dalam Proses Penyelesaian Internal Bank Under the Bank's Internal Settlement Process | Nihil None | Nihil None | Nihil None | Nihil None | Nihil None | Nihil None |
| Belum Diupayakan Penyelesaian Settlement has not been sought | Nihil None | Nihil None | Nihil None | Nihil None | Nihil None | Nihil None |
| Telah Ditindaklanjuti Melalui Proses Hukum Has been followed-up through legal process | Nihil None | Nihil None | Nihil None | Nihil None | Nihil None | Nihil None |

PENYEDIAAN DANA KEPADA PIHAK TERKAIT DAN DANA BESAR

Provision of Fund to Related Party and Large Exposure

Penyediaan dana kepada pihak terkait dan kepada debitur dalam jumlah besar senantiasa dilakukan dengan memperhatikan prinsip kehati-hatian, melalui *review* dan mekanisme sesuai dengan kebijakan internal, serta telah memenuhi ketentuan Bank Indonesia mengenai aspek Batas Maksimum Pemberian Kredit (BMPK). Selain itu, penyediaan dana kepada pihak terkait harus diputuskan oleh Dewan Komisaris secara independen. Per 31 Desember 2019, persentase penyediaan dana terbesar berada pada sektor perdagangan besar dan eceran, dilaksanakan sesuai dengan ketentuan dan perundang-undangan yang berlaku, dan tidak terdapat pelampauan dan/atau pelanggaran.

Rincian penyediaan dana kepada pihak terkait dan dana besar di Bank Sahabat Sampoerna sepanjang 2019 diungkapkan pada tabel di bawah ini.

Provision of funds to related parties and to debtors in large amounts is always carried out with due regard to the principle of prudence, through reviews and mechanisms in accordance with internal policies, and has fulfilled Bank Indonesia regulations regarding aspects of the Legal Lending Limit (LLL). In addition, provision of funds to related parties must be decided by the Board of Commissioners independently. As of December 31, 2019, the largest percentage of the provision of funds was in the sector of wholesale and retail trade, carried out in accordance with the provisions and applicable laws and regulations, and there were no excess and/or violations.

Details of the provision of funds to related parties and large funds at Bank Sahabat Sampoerna.

| Penyediaan Dana | Total | | Provision of Fund |
|----------------------|-------------------|--|--------------------|
| | Debitur Debtor | Nominal (dalam jutaan) Nominal (in million) | |
| Kepada Pihak Terkait | 2 | 70,499 | To Related Parties |
| Kepada Debitur Inti | | | To Core Debtors |
| a. Individu | - | - | a. Individual |
| b. Group | - | - | b. Group |

KREDIT YANG DIREKSTRUKTURISASI

Credit Restructuring

Hingga akhir 2019, Bank tercatat telah melakukan restrukturisasi kredit melalui perpanjangan dan penurunan suku bunga sebesar Rp1.329.663,- (juta).

Until the end of 2019, the Bank was recorded to have restructured credit through extension and reduction in interest rates of Rp1,329,663 (million).

PEMBERIAN DANA KEGIATAN SOSIAL DAN/ATAU POLITIK

Provision of Funds for Social and/or Political Activities

Meskipun 2019 merupakan tahun politik, namun Bank Sahabat Sampoerna tidak terlibat dalam kegiatan politik sehingga tidak melakukan pemberian dana untuk kegiatan tersebut. Bank Sahabat Sampoerna tetap konsisten memberikan dana untuk kegiatan sosial sebagai tanggung jawab sosial Bank terhadap masyarakat. Informasi terkait pemberian dana untuk kegiatan sosial disampaikan dalam uraian Tanggung Jawab Sosial Perusahaan dalam Laporan Tahunan ini.

Although 2019 was a political year, Bank Sahabat Sampoerna was not involved in political activities, therefore, the Bank did not provide funding for these activities. Bank Sahabat Sampoerna continues to consistently provide funds for social activities as the Bank's social responsibility to the community. Information on the provision of funds for social activities is presented in the Corporate Social Responsibility description of this Annual Report.

TRANSAKSI YANG MENGANDUNG BENTURAN KEPENTINGAN

Transaction Containing Conflict of Interest

Bank Sahabat Sampoerna memiliki kebijakan mengenai pengelolaan pemberian kredit kepada pihak terkait dan nasabah besar. Penerapan kebijakan tersebut memungkinkan Bank terhindar dari benturan kepentingan yang dapat merugikan dan mengurangi keuntungan Bank. Informasi terkait transaksi yang mengandung benturan kepentingan Bank dalam 3 tahun berturut-turut diungkapkan dalam tabel berikut.

Bank Sahabat Sampoerna has a policy regarding the management of loans to related parties and large customers. The adoption of this policy enables the Bank to avoid conflicts of interest that can adversely affect and reduce the Bank's profits. Information on transactions containing conflicts of interest of the Bank for 3 consecutive years is disclosed in the following table.

| Tahun Year | Nama dan Jabatan Pihak yang Memiliki Benturan Kepentingan Name and Position of Party Having Conflict of Interest | Jenis Transaksi Type of Transactions | Nilai Transaksi (Rp juta) Transaction Value (Rp million) | Keterangan*) Description*) |
|---------------|---|---|---|-------------------------------|
| 2019 | Nihil None | Nihil None | Nihil None | Nihil None |
| 2018 | Nihil None | Nihil None | Nihil None | Nihil None |
| 2017 | Nihil None | Nihil None | Nihil None | Nihil None |

*) Tidak sesuai sistem dan prosedur yang berlaku. / Inconsistent with the applicable system and procedure.

AKSES INFORMASI

Access to Information

Bank Sahabat Sampoerna memberikan informasi yang diperlukan oleh Pemegang Saham, investor, nasabah, regulator, dan masyarakat luas melalui situs web Bank, serta berbagai media sosial, seperti **Facebook** (Bank Sahabat Sampoerna), **Twitter** (@BankSampoerna), **Instagram** (@banksampoerna), dan **Youtube** (Bank Sahabat Sampoerna). Selain itu, para pemangku kepentingan juga dapat memperoleh informasi terkait Bank dengan menghubungi Divisi Komunikasi Korporasi dan Hubungan Investor secara langsung melalui:

Divisi Komunikasi Korporasi dan Hubungan Investor

Sampoerna Strategic Square
North Tower, Mezzanine Floor
Jl. Jenderal Sudirman Kav. 45
Jakarta, 12930, Indonesia

Telepon : (021) 5795 1234, 5795 1515
Faksimili : (021) 5795 0626
Call Center : 15000 35
E-mail : info@banksampoerna.com
Website : www.banksampoerna.com

Bentuk keterbukaan informasi yang dilakukan Bank Sahabat Sampoerna diungkapkan pada tabel berikut.

Bank Sahabat Sampoerna provides information needed by Shareholders, investors, customers, regulators and the wider community through the Bank's website, as well as various social media, such as **Facebook** (Bank Sahabat Sampoerna), **Twitter** (@BankSampoerna), **Instagram** (@banksampoerna), and **Youtube** (Bank Sahabat Sampoerna). In addition, stakeholders can also obtain information related to the Bank by contacting the Corporate Communications and Investor Relations Division directly through:

Corporate Communications and Investor Relations Division

Sampoerna Strategic Square
North Tower, Mezzanine Floor
Jl. Jenderal Sudirman Kav. 45
Jakarta, 12930, Indonesia

Telephone : (021) 5795 1234, 5795 1515
Facsimile : (021) 5795 0626
Call Center : 15000 35
E-mail : info@banksampoerna.com
Website : www.banksampoerna.com

The form of information disclosure made by Bank Sahabat Sampoerna is disclosed in the following table.

| Bentuk Keterbukaan Informasi | 2019 | 2018 | 2017 | Form of Information Disclosure |
|--|------|------|------|---|
| Iklan Publikasi Pengumuman | 11 | 4 | 4 | Form of Information Disclosure |
| Iklan Publikasi Laporan Keuangan Kuartal | 4 | 4 | 4 | Quarterly Financial Statements Publication Ad |
| Laporan Tahunan | 1 | 1 | 1 | Annual Report |
| Siaran Pers | 12 | 13 | 6 | Press Conference |
| Media Visit | - | 2 | 2 | Media Visit |
| Media Gathering | - | 1 | 2 | Media Gathering |

Hubungan Investor

Hubungan investor yang dilakukan Bank Sahabat Sampoerna dibuktikan dengan melakukan 5 kali (Publikasi Suku Bunga Dasar Kredit dan Relokasi Kantor Cabang) pemasangan iklan pengumuman di media cetak, sebagaimana diuraikan pada tabel di bawah ini.

Investor Relations

Investor relations conducted by Bank Sahabat Sampoerna is proven by carrying out 5 (Publication of Credit Interest Rates Period and Branch Office Relocation) announcement of advertisement in print media, as described in the table below.

| Materi Pengumuman Announcement Material | Tanggal Date | Media Media |
|---|-----------------|----------------|
| Publikasi Suku Bunga Dasar Kredit Periode Desember 2018 Publication of Credit Interest Rates Period of December 2018 | 8 January 2019 | Kontan |
| Iklan Publikasi Laporan Keuangan Periode Desember 2018 Publication Advertisement of Financial Statements Period of December 2018 | 28 March 2019 | Kontan |
| Publikasi Suku Bunga Dasar Kredit Periode Maret 2019 Publication of Credit Interest Rates Period of March 2019 | 9 April 2019 | Kontan |
| Iklan Publikasi Laporan Keuangan Periode Maret 2019 Publication Advertisement of Financial Statements Period of March 2019 | 15 May 2019 | Kontan |

| Materi Pengumuman Announcement Material | Tanggal Date | Media Media |
|--|------------------|--|
| Publikasi Suku Bunga Dasar Kredit Periode Juni 2019 <i>Publication of Credit Interest Rates Period of June 2019</i> | 9 July 2019 | Kontan |
| Iklan Publikasi Laporan Keuangan Periode Juni 2019 <i>Publication Advertisement of Financial Statements Period of June 2019</i> | 1 August 2019 | Kontan |
| Relokasi Kantor Cabang Makassar <i>Relocation of Makassar Branch Office</i> | 9 September 2019 | Harian Fajar dan / and Tribun Timur |
| Publikasi Suku Bunga Dasar Kredit Periode September 2019 <i>Publication of Credit Interest Rates Period of September 2019</i> | 9 October 2019 | Kontan |
| Iklan Publikasi Laporan Keuangan Periode September 2019 <i>Publication Advertisement of Financial Statements Period of September 2019</i> | 6 November 2019 | Kontan |
| Publikasi Suku Bunga Dasar Kredit Periode Desember 2019 <i>Publication of Credit Interest Rates Period of December 2019</i> | 9 January 2020 | Kontan |
| Iklan Publikasi Laporan Keuangan Periode Desember 2019 <i>Publication Advertisement of Financial Statements Period of December 2019</i> | 14 April 2020 | Kontan |

Siaran Pers dan Liputan Pemberitaan

Aktivitas *media relations* Bank Sahabat Sampoerna dilakukan melalui siaran pers dan liputan pemberitaan. Sepanjang 2019, Bank telah menerbitkan 12 siaran pers dalam bentuk transparansi informasi kepada masyarakat dan 63 liputan pemberitaan mengenai Bank Sahabat Sampoerna yang ditayangkan di beberapa media massa dengan rincian sebagai berikut.

1. Siaran Pers

Press Release and Media Coverage

Bank Sahabat Sampoerna's *media relations* activities are carried out through press releases and media coverage. Throughout 2019, the Bank published 12 press releases in the form of transparency of information to the public and 63 media coverage about Bank Sahabat Sampoerna, which aired in several mass media with the following details.

1. Press Conference

| Judul Title | No. Siaran Pers No. Press Conference |
|--|---|
| Tingkatkan Pelayanan yang Lebih Baik kepada Nasabah, Bank Sahabat Sampoerna Resmikan Kantor Cabang Bandung <i>Improving Better Services for Customers, Bank Sahabat Sampoerna Inaugurates Bandung Branch Office</i> | No. 003/CA/BSS/II/2019 |
| Akhir Tahun 2018, Laba Bersih Bank Sahabat Sampoerna Tumbuh 116% <i>Closing the year 2018, Bank Sahabat Sampoerna's Net Profit Grows by 116%</i> | No. 004/CA/BSS/II/2019 |
| Penandatanganan Perpanjangan Perjanjian Kerja Sama Pemanfaatan Fasilitas Data Kependudukan dengan Direktorat Jendral Kependudukan dan Pencatatan Sipil <i>Signing of Extension of Cooperation Agreement for Utilization of Population Data Facilities with the Directorate General of Population and Civil Registration</i> | No. 005/CA/BSS/III/2019 |
| Ajak untuk Selalu Sehat dan Percaya Diri Bank Sahabat Sampoerna Gelar Aerobik di Lokasi CFD Sudirman <i>Invitation to Always Be Healthy and Confident, Bank Sahabat Sampoerna Holds Aerobics at Sudirman CFD Location</i> | No. 006/CA/BSS/IV/2019 |
| Mengakhiri Kuartal 1 2019, TASAKU Semakin Dipercaya dan Semakin Luas Melayani <i>Closing the 1st Quarter 2019, TASAKU Gets More Trusts and Serves Wider</i> | No. 007/CA/BSS/IV/2019 |
| Menutup Kuartal I 2019, Bank Sahabat Sampoerna Konsisten untuk Tetap Mengelola Pertumbuhan <i>Closing the 1st Quarter of 2019, Bank Sahabat Sampoerna is Consistent in Continuing to Manage Growth</i> | No. 010/CA/BSS/V/2019 |
| Berkembang Pesat, Program Laku Pandai Juga Menghadapi Tantangan <i>Rapidly Progressing, Laku Pandai Program also Faces Challenges</i> | No. 013/CA/BSS/VII/2019 |
| Gandeng SOBATKU PDaja.com Ajak Masyarakat untuk Selalu Sehat dan Percaya Diri <i>Cooperating with SOBATKU, PDaja.com Invites the Community to Always be Healthy and Confident</i> | No. 014/CA/BSS/VII/2019 |
| Tiga Tahun Hadir di Jawa Timur, TASAKU Menjadi Pilihan Utama Masyarakat untuk Menabung <i>Three Years Present in East Java, TASAKU Becomes the Community's Top Choice for Saving</i> | No. 015/CA/BSS/VII/2019 |

| Judul Title | No. Siaran Pers No. Press Conference |
|--|---|
| Bank Sahabat Sampoerna Konsisten Menjaga Fungsi Intermediasi Bank, Catat Pertumbuhan Kredit, dan Dana Pihak Ketiga sebesar 16% dan 14% <i>Bank Sahabat Sampoerna Consistently Maintains Bank Intermediation Function, Records Credit Growth, and Third Party Funds at 16% and 14%</i> | No. 016/CA/BSS/III/2019 |
| Menutup Kuartal III/2019, Bank Sahabat Sampoerna Pertahankan Kinerja Positif. Penyaluran kredit dan Penghimpunan Dana Pihak Ketiga Tumbuh Beriringan Sebesar Dua Digit <i>Closing the 3rd Quarter/2019, Bank Sahabat Sampoerna Maintains Positive Performance. Lending and Collecting Third Party Funds Growth Together By Two Digits</i> | No. 017/CA/BSS/X/2019 |
| Satu Tahun PDaja.com, Bank Sahabat Sampoerna Ajak Pengusaha UMKM Lebih Berkembang <i>One Year PDaja.com, Bank Sahabat Sampoerna Invites SME Entrepreneurs to Develop More</i> | No. 020/CA/BSS/XI/2019 |

2. Liputan Pemberitaan

2. Media Coverage

| Judul Title | Tanggal Date | Media Media |
|--|------------------|------------------|
| Resmikan kantor baru di Bandung, Bank Sahabat Sampoerna Bidik Industri Kreatif <i>Inaugurating a new office in Bandung, Bank Sahabat Sampoerna Targets Creative Industries</i> | 18 February 2019 | Kontan Online |
| Relokasi Kancab, Bank Sahabat Sampoerna Perkuat Kredit UMKM Bandung <i>Relocating Branch Office, Bank Sahabat Sampoerna Strengthens Bandung's MSME Credit</i> | 19 February 2019 | Gatra.com |
| Bank Sahabat Sampoerna Buka Cabang di Bandung <i>Bank Sahabat Sampoerna Opens Branch in Bandung</i> | 19 February 2019 | Neraca |
| Tingkatkan Layanan Nasabah, Bank Sahabat Sampoerna Resmikan Kantor Cabang Bandung <i>Increasing Customer Services, Bank Sahabat Sampoerna Inaugurates Bandung Branch Office</i> | 18 February 2019 | Infobank News |
| Tingkatkan Kenyamanan Nasabah, Bank Sahabat Sampoerna Relokasi Kantor Cabang Bandung <i>Increasing Customer Comfort, Bank Sahabat Sampoerna Relocated Bandung Branch Office</i> | 19 February 2019 | Kompas Online |
| Bank Sahabat Sampoerna Resmikan Kantor Cabang Bandung <i>Bank Sahabat Sampoerna inaugurates Bandung Branch Office.</i> | 19 February 2019 | Merdeka.Com |
| Laba Bank Sahabat Sampoerna melonjak 116% menjadi Rp79 miliar di 2018 <i>Bank Sahabat Sampoerna's profit jumped 116% to Rp79 billion in 2018</i> | 27 March 2019 | Kontan Online |
| Laba Bank Sahabat Sampoerna 2018 Tumbuh 116 Persen <i>Bank Sahabat Sampoerna's 2018 Profit Grows 116 Percent</i> | 27 March 2019 | Bisnis Online |
| Bank Sahabat Sampoerna Catat Pertumbuhan Kredit 16% <i>Bank Sahabat Sampoerna Recorded Credit Growth of 16%</i> | 27 March 2019 | Review Weekly |
| Bank Sahabat Sampoerna Bukukan Laba Rp79 miliar di 2018 <i>Bank Sahabat Sampoerna Recorded Rp79 billion Profit in 2018</i> | 28 March 2019 | Infobank News |
| Akhiri Tahun 2018, Laba Bersih Bank Sahabat Sampoerna Tumbuh 116% <i>Closing the year 2018, Bank Sahabat Sampoerna's Net Profit Grows by 116%</i> | 28 March 2019 | Merdeka.Com |
| Laba Bersih Bank Sahabat Sampoerna Tumbuh 116 Persen <i>Bank Sahabat Sampoerna's 2018 Profit Grows 116 Percent</i> | 28 March 2019 | Gatra.com |
| Oke Banget! Laba Bersih Bank Sahabat Sampoerna Naik 116% <i>Amazing! Bank Sahabat Sampoerna's Net Profit Increases by 116%</i> | 28 March 2019 | Warta Ekonomi |
| Sahabat Sampoerna Raih Laba Rp79 Miliar 2019 <i>Sahabat Sampoerna Achieves Rp79 Billion in Profit for 2019</i> | 28 March 2019 | Koran Kontan |
| Tumbuh 116%, Bank Sahabat Sampoerna Bukukan Laba Rp79 Miliar <i>Growing 116%, Bank Sahabat Sampoerna Recorded Rp79 Billion in Profit</i> | 29 March 2019 | OKE Finance |
| Laba Bersih Meningkat <i>Net Income Increases</i> | 15 April 2019 | Bisnis Indonesia |
| PDaja.com Berikan Limit Pinjaman Hingga 5 Miliar <i>PDaja.com Provides Credit Limit Up to 5 Billion</i> | 14 April 2019 | Gatra Online |
| PDaja.com Klaim Tawarkan Bunga Pinjaman Terendah <i>PDaja.com Claims to Offer the Lowest Loan Interest</i> | 14 April 2019 | Gatra Online |

| Judul Title | Tanggal Date | Media Media |
|--|-----------------|----------------------|
| Laba Bersih Bank Sahabat Sampoerna <i>Bank Sahabat Sampoerna's Net Profit</i> | 15 April 2019 | Jawa Pos Online |
| Laba Bersih Bank Sahabat Sampoerna <i>Bank Sahabat Sampoerna's Net Profit</i> | 14 April 2019 | Inilah.com |
| Bank Sahabat Sampoerna Gelar Edukasi Literasi Anak-anak, Tujuannya ini <i>Bank Sahabat Sampoerna Holds Children's Literacy Education, This is the Purpose</i> | 23 April 2019 | Tribun Jatim |
| Tabungan Sampoerna Alfa-ku Gelar Mega Grand Prize Periode III di Alfamart Tambang Boyo Surabaya <i>Sampoerna Alfa-ku Savings Holds Period III Mega Grand Prize at Alfamart Tambang Boyo, Surabaya</i> | 23 April 2019 | Tribun Jatim |
| 2019, Tasaku Bank Sahabat Sampoerna Targetkan 25 Ribu Nasabah <i>2019, Bank Sahabat Sampoerna's Tasaku Targets 25 Thousand Customers</i> | 2 May 2019 | Surabaya Post |
| Pedagang Kuliner Kota Malang Diajak "Melek" E-Banking <i>Malang City Culinary Sellers Are Invited to Understand E-Banking "Literacy"</i> | 2 May 2019 | Antara News Jatim |
| Laba Bank Sahabat Sampoerna Melonjak 75% di Kuartal I, Ini Pemicunya <i>Bank Sahabat Sampoerna's Profit Surges 75% in the First Quarter, Here's the Trigger</i> | 17 May 2019 | Kumparan.com |
| Laba Bank Sahabat Sampoerna Kuartal I/2019 Naik 75 Persen <i>Bank Sahabat Sampoerna's Profit in the First Quarter/2019 Increases 75 Percent</i> | 14 May 2019 | Bisnis Online |
| Implementasikan PSAK 71, Bank Sahabat Sampoerna Tambah Modal Rp120 miliar <i>Implementing PSAK 71, Bank Sahabat Sampoerna Adds Rp120 Billion in Capital</i> | 14 May 2019 | Kontan Online |
| Naik 75%, Laba Bank Sahabat Sampoerna Sentuh Rp25 Miliar di Kuartal Pertama 2019 <i>Increased by 75%, Bank Sahabat Sampoerna's Profit Touches Rp25 Billion in the First Quarter of 2019</i> | 14 May 2019 | Kontan Online |
| Kuartal I-2019, Bank Sahabat Sampoerna Bukukan Laba Rp25 miliar <i>In the first quarter of 2019, Bank Sahabat Sampoerna Recorded Rp25 Billion in Profit</i> | 15 May 2019 | Infobank News |
| [CFD Pdaja.com] Layani Pembeli <i>[CFD Pdaja.com] Serving Buyers</i> | 23 July 2019 | Rakyat Merdeka |
| Kenalkan Pentingnya Tabungan Online <i>Introducing the Importance of Online Savings</i> | 22 July 2019 | Jawa Pos Online |
| Kenalkan Pentingnya Tabungan Online <i>Introducing the Importance of Online Savings</i> | 22 July 2019 | Inilah.com |
| Kredit Bank Sahabat Sampoerna Tumbuh 16% di Semester I 2019 <i>Bank Sahabat Sampoerna Loans Grew 16% in Semester I 2019</i> | 1 August 2019 | Infobank News |
| Pencadangan Naik untuk Penerapan PSAK 71, Laba Bank Sahabat Sampoerna Turun <i>Increased Reserves to Implement PSAK 71, Bank Sahabat Sampoerna's Profit Declines</i> | 1 August 2019 | Kontan Online |
| Semester I-2019, Kredit Bank Sahabat Sampoerna Tumbuh 16% <i>Semester I-2019, Bank Sahabat Sampoerna Loans Grew 16%</i> | 1 August 2019 | Investor Daily |
| Bank Sahabat Sampoerna Lakukan Fungsi Intermediasi Secara Konsisten di Akhir Paruh Pertama 2019 <i>Bank Sahabat Sampoerna Performs Intermediation Function Consistently at the End of the First Half 2019</i> | 1 August 2019 | Tribun Jatim |
| Semester I 2019, Bank Sahabat Sampoerna Sebut Jaga Likuiditas Baik <i>Semester I 2019, Bank Sahabat Sampoerna Maintains Good Liquidity</i> | 1 August 2019 | Gatra Online |
| Bank Sahabat Sampoerna Bukukan Laba Bersih Rp24,60 Miliar <i>Bank Sahabat Sampoerna Recorded Rp24.60 Billion in Net Profit</i> | 2 August 2019 | Bisnis Online |
| TASAKU Beri Grand Prize Hingga Rp20 juta <i>TASAKU Gives Grand Prize Up to Rp20 million</i> | 3 August 2019 | Malang Post Online |
| TASAKU, Solusi Menabung Masa Kini <i>TASAKU, Today's Savings Solution</i> | 3 August 2019 | Radar Malang |
| Bank Sahabat Sampoerna Undi Grand Prize di CFD Kota Malang, Pengunjung Bakal Kecipratan Hadiah <i>Bank Sahabat Sampoerna Draws Grand Prize in CFD Malang City, Visitors will receive Prize</i> | 3 August 2019 | Radar Malang |
| TASAKU, Tabungan Termudah dan Saldo Awal Bisa Rp100 <i>TASAKU, the Easiest Savings and Initial Balance Can Be of Rp100</i> | 3 August 2019 | Surabaya Post Online |
| Nasabah Bank Sahabat Sampoerna TASAKU Tembus 30 ribu <i>Bank Sahabat Sampoerna's TASAKU Customers Reach 30 thousand</i> | 3 August 2019 | RMOL |

| Judul Title | Tanggal Date | Media Media |
|--|------------------|---------------------|
| Bank Sahabat Sampoerna Gandeng Sahabat UKM Buat Perluas Layanan TASAKU di 27 Provinsi di Indonesia <i>Bank Sahabat Sampoerna Teams Up with Sahabat's SMEs to Extend TASAKU Services in 27 Provinces in Indonesia</i> | 3 August 2019 | Tribun Jatim |
| 25 Ribu Orang Gunakan TASAKU Sejak Diluncurkan Oktober 2016, Bank Sahabat Sampoerna Siap Go Nasional <i>25 Thousand People Use TASAKU Since the Launching in October 2016, Bank Sahabat Sampoerna is Ready to Go National</i> | 3 August 2019 | Tribun Jatim |
| Akhir Tahun 2019 Layanan Tabungan Sampoerna Alfaku akan "Go" Nasional <i>End of 2019, Sampoerna Alfaku Savings will "Go" National</i> | 3 August 2019 | Antara News.com |
| Tasaku Gelar Undian Grand Prize Bagi Nasabah di Car Free Day Ijen, 4 Agustus 2019 <i>Tasaku Holds Grand Prize Sweepstakes for Customers at Ijen Car Free Day, August 4, 2019</i> | 3 August 2019 | Surya Malang Online |
| Empat Tahun Hadir di Jatim, Sebanyak 25 Ribu Orang Telah Gunakan TASAKU <i>Four Years of Presence in East Java, As Many As 25 Thousand People Have Used TASAKU</i> | 3 August 2019 | Surya.co.id |
| Tiga Tahun Sukses di Jatim, Tabungan Sampoerna Alfaku Bersiap Perluas Skala Nasional <i>Three Years of Success in East Java, Sampoerna Alfaku Savings Prepare to Expand on a National Scale</i> | 3 August 2019 | Liputan6.com |
| Di CFD, TASAKU Tebarkan Doorprize untuk Pengunjung <i>On CFD, TASAKU Gives Door Prizes for Visitors</i> | 4 August 2019 | Malang Today |
| TASAKU Bank Sahabat Sampoerna Segera Ekspansi Tingkat Nasional <i>Bank Sahabat Sampoerna's TASAKU Will Expand Soon to National Level</i> | 4 Agustus 2019 | Bisnis Online |
| Bank Sahabat Sampoerna Berharap Sektor Riil Lebih Bergerak <i>Bank Sahabat Sampoerna Expects The Real Sector Moves More</i> | 22 August 2019 | Bisnis Online |
| HUT ke-28, Bank Sahabat Sampoerna Relokasi ke Gedung Baru <i>28th Anniversary, Bank Sahabat Sampoerna Relocates to New Building</i> | 9 September 2019 | Tribun Makassar |
| Resmikan Kantor Baru, Bank Sahabat Sampoerna Siapkan Cafe Khusus Nasabah <i>Inaugurating New Office, Bank Sahabat Sampoerna Prepares a Special Cafe for Customer</i> | 9 September 2019 | Tribun Makassar |
| Kuartal III, Laba Bersih Bank Sahabat Sampoerna Jeblok jadi 24,7 Miliar <i>In the third quarter, Bank Sahabat Sampoerna's Net Profit Decreases to 24.7 Billion</i> | 6 November 2019 | Tempo.co.id |
| Terapkan PSAK 71, Laba Bank Sahabat Sampoerna Turun Meski Kredit Naik Dua Digit <i>Implementing PSAK 71, Bank Sahabat Sampoerna's Profit Declines Despite Loans Increases by Double-Digit</i> | 5 November 2019 | Kontan Online |
| Bank Sahabat Sampoerna: Konsolidasi Perbankan Sulit Dilakukan <i>Bank Sahabat Sampoerna: Banking Consolidation Is Difficult to Do</i> | 22 November 2019 | Bisnis Online |
| Platform Kredit UMKM Bank Sahabat Sampoerna Salurkan Rp300 Miliar <i>Bank Sahabat Sampoerna's MSME Credit Platform Distributes Rp300 Billion</i> | 22 November 2019 | Bisnis Online |
| Siap implementasi PSAK 71, Bank Sahabat Sampoerna Terus Tambah Modal <i>Ready to implement PSAK 71, Bank Sahabat Sampoerna Continues to Increase Capital</i> | 5 November 2019 | Kontan Online |
| Bank Sahabat Sampoerna Perluas Jangkauan Tasaku <i>Bank Sahabat Sampoerna Expands Tasaku Coverage</i> | 9 November 2019 | Berita Satu |
| 2020 Tasaku Bank Sahabat Sampoerna Siap Terjun ke Nasional <i>2020 Bank Sahabat Sampoerna's Tasaku Is Ready to Enter National Level</i> | 9 November 2019 | Berita Jatim |
| PDaja.com Targetkan Penyaluran Kredit Naik 200 Persen <i>PDaja.com Targets 200 Percent Increase in Credit Distribution</i> | 22 November 2019 | Gatra Online |
| Canggih, Kredit Bank Lewat Platform Digital Mengalir Makin Deras <i>Amazing, Bank Loans Through Digital Platforms Flow More and More</i> | 24 November 2019 | Kontan Online |

RENCANA STRATEGIS BANK

Bank's Strategic Plans

Menyikapi perubahan lingkungan eksternal yang dinamis dan penyesuaian terhadap perubahan perundang-undangan yang berlaku, Bank Sahabat Sampoerna senantiasa mengkaji strategi bisnis baik untuk jangka pendek, menengah, maupun jangka panjang yang dituangkan dalam Rencana Bisnis Bank. Rencana strategis tersebut diuraikan sebagai berikut.

1. Rencana Strategis Jangka Pendek, yaitu:

- a. Mempertahankan *risk based bank rating* (RBBR) dan *good corporate governance* (GCG) di peringkat 2 (baik);
- b. Tingkat pertumbuhan kredit sebesar 10%;
- c. Tingkat pertumbuhan dana pihak ketiga (DPK) sebesar 5%;
- d. Peningkatan kompetensi dan keahlian SDM;
- e. Peningkatan penerapan manajemen risiko;
- f. Peningkatan kualitas pengendalian internal;
- g. Menjalankan kegiatan usaha sesuai dengan ketentuan serta mempertahankan dan meningkatkan modal inti;
- h. Tingkat *non-performing loan* (NPL) berada di bawah 5%;
- i. Menerapkan strategi pengambilalihan agunan yang diambil alih (AYDA) sebagai salah satu cara untuk mengendalikan tingkat NPL;
- j. Penerapan prinsip *know your customer* (KYC) dalam rangka pelaksanaan APU PPT.

2. Rencana Strategis Jangka Menengah

- a. Mempertahankan peringkat RBBR 2 dengan tetap memonitor setiap komponen RBBR serta meningkatkan *risk awareness dan compliance culture* seluruh staf Bank melalui pelatihan dan sosialisasi;
- b. Jumlah modal inti akan terus ditingkatkan melalui strategi pertumbuhan organik (*internal growth*) dan juga melalui strategi rencana penambahan modal. Jumlah modal inti akan senantiasa dijaga untuk mempertahankan Bank dalam kategori BUKU II;
- c. Sejalan dengan pencapaian jumlah modal inti di atas, maka sesuai dengan strata API yang dipilih, Bank akan tetap menjadi bank dengan fokus kegiatan usaha pada segmen tertentu, yaitu UMKM;
- d. Dalam upaya meningkatkan struktur pendanaan yang sehat, di samping tetap meningkatkan penghimpunan DPK, Bank akan mengupayakan diperolehnya alternatif sumber-sumber pendanaan lainnya, seperti penerbitan surat berharga maupun pinjaman lainnya;
- e. Bank akan terus berupaya meningkatkan kualitas serta menyesuaikan penerapan APU PPT sehingga sesuai dengan ketentuan perundang-undangan yang berlaku;
- f. Bank secara bertahap akan melakukan perluasan jaringan kantor dengan menambah kantor cabang, kantor cabang pembantu, kantor kas, dan/atau kantor fungsional sesuai kebutuhan; dan
- h. Menjadi Bank Devisa.

Responding to changes in the dynamic external environment and adjusting to changes in the applicable laws and regulations, Bank Sahabat Sampoerna constantly reviews business strategies for the short-, medium-, and long-term as outlined in the Bank's Business Plan. The strategic plan is detailed below.

1. Short-term Strategic Plan, which is:

- a. *To maintain the risk based bank rating (RBBR) and good corporate governance (GCG) in rank 2 (good);*
- b. *Loan growth rate of 10%;*
- c. *Third party funds (TPF) growth rate of 5%;*
- d. *HR competency and expertise improvement;*
- e. *Improved risk management implementation;*
- f. *Improved Internal Control Quality;*
- g. *Conducting business activities in accordance with the provisions and maintaining and increasing tier 1 capital;*
- h. *The non-performing loan (NPL) rate is below 5%;*
- i. *Implementing foreclosed assets (AYDA) strategy as one effort to control NPL level;*
- j. *The implementation of know your customer (KYC) principle in the framework of implementing APU PPT.*

2. Middle-Term Strategic Plan

- a. *Maintaining RBBR 2 rating while continuing to monitor each RBBR component and increasing risk awareness and compliance culture of all Bank staffs through training and dissemination;*
- b. *Total tier 1 capital will continue to be increased through an organic growth strategy (internal growth) and also through a strategy to plan to increase capital. Total tier 1 capital will always be maintained to keep the Bank in BUKU II category;*
- c. *In line with the achievement of tier 1 capital above, according to the chosen API strata, the Bank will continue to be a bank with a focus on business activities in certain segment, which is MSME;*
- d. *In an effort to improve a sound funding structure, in addition to continuing to increase the collection of TPF, the Bank will seek alternative sources of funding, such as the issuance of securities and other loans;*
- e. *The Bank will continue to strive to improve the quality and adjust the implementation of APU PPT so that it is in accordance with the applicable laws and regulations;*
- f. *The Bank will gradually expand its office network by adding branch offices, sub-branch offices, cash offices, and/or functional offices as needed; and*
- h. *Becoming a Foreign Exchange Bank.*

3. Rencana Strategis Jangka Panjang

- a. Berkomitmen untuk terus menjaga kelangsungan usaha Bank secara jangka panjang;
- b. Memberikan nilai kepada masyarakat sekitar, karena tujuan Bank bukan hanya semata-mata untuk memperoleh keuntungan saja;
- c. Terus-menerus membangun *brand awareness* serta memperluas jaringan kantor secara selektif sebagai investasi jangka panjang; dan
- d. Bank secara konsisten mengembangkan platform usaha yang lebih bervariasi.

3. Long-Term Strategic Plan

- a. Committed to continue to maintain the Bank's business sustainability in the long-term;
- b. Providing value to the surrounding community, because the Bank's objective is not merely to obtain profits;
- c. Continually building brand awareness and selectively expanding the office network as a long-term investment; and
- d. The Bank has consistently developed a more varied business platform.

PERNYATAAN DAN PRAKTIK BAD CORPORATE GOVERNANCE

Statement and Practices of Bad Corporate Governance

Bank Sahabat Sampoerna menyadari bahwa praktik-praktik *Bad Corporate Governance* akan mengganggu GCG yang telah dijalankan Bank. Sepanjang tahun 2019, Perseroan tidak melakukan segala tindakan serta kebijakan yang berkaitan dengan praktik *bad corporate governance*, sebagaimana diuraikan pada tabel berikut.

Bank Sahabat Sampoerna is aware that Bad Corporate Governance practices will interfere with the GCG that has been implemented by the Bank. During 2019, the Company did not take any actions and policies related to bad corporate governance practices, as described in the following table.

| Uraian Description | Praktik Practice |
|---|---------------------|
| Adanya laporan sebagai Bank yang mencemari lingkungan. <i>There is a report that the Bank pollutes the environment.</i> | Nihil None |
| Perkara penting yang sedang dihadapi oleh Bank, anggota Direksi dan/atau anggota Dewan Komisaris yang sedang menjabat tidak diungkapkan dalam Laporan Tahunan. <i>Significant cases currently faced by the Bank, members of Board of Directors, and/or members of Board of Commissioners are not disclosed in the Annual Report.</i> | Nihil None |
| Ketidakpatuhan dalam pemenuhan kewajiban perpajakan. <i>Non-compliance in fulfilling tax obligations.</i> | Nihil None |
| Ketidaksesuaian penyajian Laporan Tahunan dan Laporan Keuangan dengan peraturan yang berlaku dan Standar Akuntansi Keuangan. <i>Inconsistency of presentation of Annual Report and Financial Statements with the the applicable regulations and Financial Accounting Standards (SAK).</i> | Nihil None |
| Kasus terkait buruh dan karyawan. <i>Cases related to workers and employees.</i> | Nihil None |
| Tidak terdapat pengungkapan segmen operasi. <i>There is no disclosure of operating segments.</i> | Nihil None |
| Terdapat ketidaksesuaian antara Laporan Tahunan <i>hardcopy</i> dengan Laporan Tahunan <i>softcopy</i> . <i>There is a discrepancy between the hardcopy of Annual Report and the softcopy of Annual Report.</i> | Nihil None |

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

Transparency of Bank's Financial and Non-Financial Condition that is Not Yet Disclosed in Other Reports

Bank telah melakukan transparansi Laporan Tahunan (keuangan dan non-keuangan) serta Laporan Keuangan Publikasi Triwulanan dan Laporan Keuangan Publikasi Bulanan secara tepat waktu, disajikan melalui situs web Bank.

The Bank has made Annual Report transparency (financial and non-financial) and Quarterly Published Financial Statements and Monthly Published Financial Statements in a timely manner, presented through the Bank's website.

INFORMASI LAIN TERKAIT TATA KELOLA BANK

Other Information Related to the Bank's Governance

Sepanjang tahun 2019, keputusan kegiatan operasional Bank dilaksanakan tanpa terjadi intervensi pemilik, perselisihan internal atau permasalahan yang timbul sebagai dampak kebijakan remunerasi pada Bank. Pengelolaan Bank dilakukan dengan berpedoman pada prinsip-prinsip GCG, Kode Etik, *Sampoerna Way*, dan peraturan perundang-undangan yang berlaku sehingga hal-hal yang menyebabkan timbulnya dampak negatif dari keputusan dan kegiatan operasional Bank dapat diminimalisir.

Throughout 2019, decisions on the Bank's operational activities were executed without owner intervention, internal disputes, or problems arising as a result of the remuneration policy at the Bank. Bank management is based on GCG principles, Code of Conduct, the Sampoerna Way, and applicable laws and regulations so that matters causing negative impacts from the Bank's decisions and operational activities can be minimized.