



Kilas Kinerja
Performance Highlights



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Tata Kelola Perusahaan

Good Corporate Governance

Tingkat kesehatan Bank berada pada kategori “Baik” dan tingkat risiko komposit berada pada kategori “*Low to Moderate*”. Struktur permodalan Bank juga tetap solid dan kokoh dengan kinerja keuangan yang masih terkendali.

The Bank’s sound level is in “Good” category and the composite risk level is in “*Low to Moderate*” category. The Bank’s capital structure also remains solid and robust with controlled financial performance.



Aspek Pendukung Bisnis
Aspect of Business Support



Tata Kelola Perusahaan
Good Corporate Governance



Tanggung Jawab Sosial Perusahaan
Corporate Social Responsibility



Struktur Permodalan dan Praktik Manajemen Risiko
Capital Structure and Risk Management Practices



Dasar Implementasi GCG

// Basis of GCG Implementation



Bank merupakan lembaga perantara keuangan yang berfungsi untuk menghimpun dana dari masyarakat untuk disalurkan kembali kepada masyarakat dalam rangka menggerakkan dan meningkatkan pertumbuhan ekonomi. Pelaksanaan fungsi tersebut tidaklah mudah karena dihadapkan pada tantangan persaingan yang semakin ketat di era globalisasi, sehingga kebijakan perbankan nasional perlu difokuskan pada terwujudnya struktur pengelolaan dan pengawasan perbankan Indonesia yang sehat, kuat dan efisien. Oleh karena itu, Bank Victoria terus mengelola dan mengawasi seluruh kegiatan usaha sesuai dengan peraturan dan ketentuan yang berlaku, dengan memperhatikan pemenuhan hak-hak pemangku kepentingan. Implementasi tata kelola perusahaan yang baik (*good corporate governance/GCG*) di Bank ini didasari pada komitmen untuk menjalankan usaha yang sehat, pada koridor yang tepat, dan sesuai dengan regulasi. Komitmen tersebut timbul dari kesadaran Bank sebagai *Good Corporate Citizen* dan sebagai kepanjangan tangan dari pemerintah yang berperan dalam memediasi keuangan masyarakat.

Mengingat pentingnya peran Bank dalam keikutsertaan menjaga stabilitas keuangan di tanah air, maka Bank Victoria menerapkan setiap peraturan secara tepat dan ketat. Terkait dengan implementasi GCG, Bank Victoria menetapkan peraturan dan ketentuan, meliputi Undang-Undang Republik Indonesia, Peraturan Otoritas Jasa Keuangan, prinsip *Corporate Governance* yang dikembangkan oleh Organization for Economic

A Bank is an intermediary financial institution that collects funds from the society to be redistributed to the society, in order to stimulate and boost economic growth. The implementation of this function is never easy, as the bank faces higher and higher competition challenge in this globalization era, hence national banking policy needs to be focused on actualizing a healthy, stronger, and efficient Indonesian banking management and supervision structure. As such, Bank Victoria continues to manage and supervise its business activities under prevailing rules and regulations, with due observance of right fulfillment of its stakeholders. The implementation of Good Corporate Governance (GCG) at the Bank is based on commitment to run a sound business, on the right track, and in accordance with the regulations. The commitment arises from the Bank's awareness as Good Corporate Citizen and as a support to government's role in mediating public finances.

Given the importance of the Bank's role in participating to maintain financial stability in the country, Bank Victoria applies every regulation appropriately and strictly. In relation to GCG implementation, Bank Victoria applies all rules and regulations, which include Laws of the Republic of Indonesia, Regulations of Financial Services Authority, Corporate Governance Principles developed by Organization for Economic Cooperation and

Cooperation and Development (OECD), ASEAN *Corporate Governance Scorecard*, Pedoman GCG Perbankan Indonesia yang dikembangkan oleh Komite Nasional Kebijakan Governance (KNKG), serta *Principles for Enhancing Corporate Governance* yang diterbitkan oleh Basel Committee on Banking Supervision.

Berdasarkan peraturan-peraturan tersebut, pelaksanaan kegiatan usaha Bank selalu didasari pertimbangan terhadap pemenuhan prinsip-prinsip GCG yang diuraikan sebagai berikut.

Development (OECD), ASEAN Corporate Governance Scorecard, GCG Guidelines for Indonesian Banking developed by the National Committee of Governance Policy (KNKG), and Principles for Enhancing Corporate Governance issued by Basel Committee on Banking Supervision.

In accordance with these regulations, the implementation of the Bank's business activities must be rooted on the consideration of the fulfillment of GCG principles as described below.

Prinsip GCG GCG Principles	Pengertian Explanation	Standar Pemenuhan Standard of Fulfillment
Transparansi Transparency	Terbuka dalam mengemukakan informasi yang material dan relevan, serta terbuka dalam pelaksanaan proses pengambilan keputusan. Openness in disclosing material and relevant information, and openness in implementing decision making process.	Bank harus memberikan informasi secara tepat waktu, memadai, jelas, akurat, dan dapat dibandingkan. Informasi tersebut juga harus mudah diakses pemangku kepentingan sesuai dengan haknya. Bank must provide information in a timely, adequately, clearly, accurately, and comparably manner. Such information must also be easily accessible to the stakeholders in accordance with their rights.
Akuntabilitas Accountability	Kejelasan fungsi dan pelaksanaan pertanggungjawaban organ Bank sehingga pengelolaan Bank berjalan secara efektif. Clarity of functions and implementation of the accountability of the Bank's organs so that the Bank's management runs effectively.	Bank harus menetapkan fungsi tugas dan tanggung jawab yang jelas dari setiap komponen organisasi, selaras dengan visi dan misi, sasaran usaha, serta strategi Bank. Setiap komponen organisasi mempunyai kompetensi sesuai dengan tugas dan tanggung jawab masing-masing, serta harus dapat memahami perannya dalam pelaksanaan GCG. Bank juga harus memastikan adanya <i>check and balance</i> dalam pengelolaan Bank, dimilikinya ukuran kinerja dari setiap jajaran berdasarkan ukuran yang disepakati secara konsisten, sesuai dengan nilai-nilai Bank, sasaran usaha, strategi Bank, serta dimilikinya sistem <i>reward and punishment</i> . Bank must establish a clear function of duties and responsibilities of each organizational component, consistent with the Bank's vision and mission, business objectives, and strategies. Each organizational component has the competence in accordance with their respective duties and responsibilities, and must be able to understand its role in GCG implementation. The Bank must also ensure the check and balance in the Bank's management, the consistent performance measure of each rank based on the agreed measures, in accordance with the Bank's values, business goals, the Bank's strategies, and reward and punishment system.
Pertanggungjawaban Responsibility	Kesesuaian pengelolaan Bank dengan peraturan perundang-undangan yang berlaku dan prinsip-prinsip pengelolaan bank yang sehat. The compliance of the Bank's management with the prevailing laws and regulations and sound principles of bank management.	Bank harus memegang prinsip <i>prudential banking practices</i> . Prinsip tersebut dijalankan sesuai dengan ketentuan dan peraturan perundang-undangan yang berlaku agar tetap terjaga kelangsungan usaha Bank. Bank juga harus mampu bertindak sebagai <i>Good Corporate Citizen</i> . Banks must hold the principles of prudential banking practices. These principles are executed in accordance with the prevailing provisions and laws and regulations in order to maintain the Bank's business continuity. The Bank must also be able to act as a Good Corporate Citizen.

Prinsip GCG GCG Principles	Pengertian Explanation	Standar Pemenuhan Standard of Fulfillment
Independensi Independence	<p>Pengelolaan Bank secara profesional, tanpa pengaruh/tekanan dari pihak manapun.</p> <p>Managing the Bank professionally without any influence/pressure from any parties.</p>	<p>Bank harus dikelola secara profesional dan tanpa dominasi yang tidak wajar oleh pemangku kepentingan. Pengelola Bank tidak boleh terpengaruh oleh kepentingan sepihak dan harus menghindari segala bentuk benturan kepentingan.</p> <p>Bank must be managed professionally and without unfair domination by the stakeholders. The Bank managers must not be affected by unilateral interest and must avoid any kinds of conflict of interest.</p>
Kewajaran Fairness	<p>Keadilan dan kesetaraan dalam memenuhi hak-hak pemangku kepentingan yang timbul berdasarkan perjanjian dan peraturan perundang-undangan yang berlaku.</p> <p>Justice and equality in fulfilling the stakeholders' rights arising based on agreement and the applicable laws and regulations.</p>	<p>Bank harus memperhatikan kepentingan seluruh pemangku kepentingan berdasarkan asas kesetaraan dan kewajaran (<i>equal treatment</i>). Bank juga perlu memberikan kesempatan kepada pemangku kepentingan untuk memberikan masukan bagi kepentingan Bank, serta memiliki akses terhadap informasi, sesuai dengan prinsip keterbukaan.</p> <p>Bank must pay attention to the interests of all stakeholders based on the principle of equality and equal treatment. Bank also needs to provide opportunities to the stakeholders to give inputs for the Bank's interests, and to have access to information, in accordance with the principle of openness.</p>

Komitmen Implementasi GCG

// Commitment of GCG Implementation

Komitmen implementasi GCG di Bank Victoria dimulai dari internalisasi berbagai peraturan dan ketentuan yang mendasari pelaksanaan GCG ke dalam peraturan dan ketentuan yang ditetapkan oleh Bank, serta yang disarikan ke dalam Visi, Misi, dan Nilai-Nilai Budaya Bank. Hal ini diikuti dengan komitmen organ-organ tata kelola Bank, yang meliputi Rapat Umum Pemegang Saham (RUPS), Dewan Komisaris, dan Direksi, beserta organ pendukung masing-masing, untuk memainkan perannya sesuai dengan peraturan yang telah disepakati. Pelaksanaan peran oleh masing-masing organ tata kelola Bank juga dilakukan dengan berlandaskan pada prinsip-prinsip GCG guna mencapai kesinambungan usaha jangka panjang (*Good Corporate Sustainability*).

The commitment of GCG implementation at Bank Victoria begins with the internalization of various regulations and provisions that underly GCG implementation into regulations and provisions specified by the Bank, which are summarized into the Bank's Vision, Mission, and Values. This is followed by the commitment of the Bank's governance organs, including the General Meeting of Shareholders (GMS), the Board of Commissioners, and Board of Directors, along with their respective organs, to play their roles in accordance with the agreed regulations. The role implementation by each of the Bank's governance organs is also conducted based on GCG principles to achieve Good Corporate Sustainability.

Masing-masing organ pada struktur tata kelola menjalankan peran sesuai dengan pedoman yang dimiliki Bank Victoria. Pedoman tersebut antara lain:

1. Pedoman Kode Etik Perilaku Karyawan yang ditetapkan berdasarkan Surat Keputusan Direksi No. 002/SK-DIR/02/16 tanggal 15 Februari 2016;
2. Standar Operasional Prosedur Anti *Fraud* yang ditetapkan dalam Surat Keputusan Direksi No. 006/SK-DIR/11/16 tanggal 28 November 2016;
3. Kebijakan *Good Corporate Governance* (GCG) yang telah disahkan melalui Keputusan Direksi No. 009/SK-DIR/02/16 tanggal 24 Februari 2016;
4. *Board of Commissioners Charter* (BOC Charter) yang telah disahkan melalui Surat Keputusan Dewan Komisaris No. 001/SK-KOM/04/19 tanggal 10 April 2019;
5. *Board of Directors Charters* (BOD Charter) yang telah disahkan melalui Surat Keputusan Direksi No. 002/SK-DIR/05/19 tanggal 2 Mei 2019;
6. Piagam dan Pedoman Kerja Komite Audit yang telah disahkan melalui Surat Keputusan Dewan Komisaris No.004/SK-KOM/09/18 tanggal 21 September 2018;
7. Pedoman Komite Nominasi dan Remunerasi yang telah disahkan melalui Surat Keputusan Dewan Komisaris No. 003/SK-KOM/09/18 tanggal 20 September 2018;
8. Piagam dan Pedoman Kerja Komite Pemantau Risiko yang telah disahkan melalui Surat Keputusan Dewan Komisaris No. 001/SK-KOM/12/17 tanggal 8 Desember 2017;
9. Pedoman dan Tata Tertib Komite Manajemen Risiko Terintegrasi Grup Victoria yang ditetapkan berdasarkan Surat Keputusan Direksi No. 004/SK-DIR/09/15 tanggal 4 September 2015;
10. Pedoman dan Tata Tertib Komite Tata Kelola Terintegrasi Grup Victoria yang ditetapkan berdasarkan Surat Keputusan Direksi No. 006/SK-DIR/06/17 tanggal 20 Juni 2017; dan
11. Kebijakan dan *Standard Operating Procedure* (SOP).

Pedoman-pedoman tersebut ditujukan untuk:

1. Melengkapi kebijakan pendukung dalam penerapan GCG;
2. Menjadi pedoman bagi Bank dalam menjalankan aktivitas sehari-hari sesuai dengan budaya perusahaan yang diharapkan; dan
3. Menjadi bentuk komitmen tertulis bagi seluruh jajaran dan tingkatan organisasi Bank dalam rangka meningkatkan disiplin dan tanggung jawab organ perusahaan dalam rangka menjaga kepentingan pemangku sesuai dengan tanggung jawab masing-masing.

Pedoman-pedoman tersebut telah dievaluasi dan telah dimutakhirkan secara berkala untuk menjaga kesesuaiannya dengan perubahan peraturan dan perundang-undangan yang berlaku.

Each organ on the governance structure performs its roles in accordance with Bank Victoria's guidelines. The guidelines are, among others:

1. Employee Ethics Guidelines stipulated in the Board of Directors' Decree No. 002/SK-DIR/02/16 dated 15 February 2016;
2. Standard Operational Procedure of Anti Fraud stipulated in Board of Directors' Decree No. 006/SK-DIR/11/16 dated 28 November 2016;
3. Good Corporate Governance (GCG) Policy ratified through Board of Directors' Decree No. 009/SK-DIR/02/16 dated 24 February 2016;
4. the Board of Commissioners Charter (BOC Charter) ratified by Decree of Board of Commissioners No. 001/SK-KOM/04/19 dated 10 April 2019;
5. Board of Directors Charter (BOD Charter) ratified by the Board of Directors' Decree No. 002/SK-DIR/05/19 dated 2 May 2019;
6. Charter and Working Guidelines of Audit Committee approved by Decree of Board of Commissioner No.004/SK-KOM/09/18 dated 21 September 2018;
7. Guidelines of Nomination and Remuneration Committee ratified by Decree of Board of Commissioners No. 003/SK-KOM/09/18 dated 20 September 2018;
8. Charter and Working Guidelines of Risk Monitoring Committee ratified by Decree of Board of Commissioners No. 001/SK-KOM/12/17 dated 8 December 2017;
9. Guidelines and Procedures of Victoria Group Integrated Risk Management Committee stipulated under Board of Directors' Decree No. 004/SK-DIR/09/15 dated 4 September 2015;
10. Guidelines and Procedures of Victoria Group Integrated Governance Committee stipulated under Board of Directors' Decree No. 006/SK-DIR/06/17 dated 20 June 2017; and
11. Policy and Standard Operating Procedure (SOP).

The guidelines are for:

1. Completing supporting policies in GCG implementation;
2. Being the guide for the Bank in carrying out its daily activities in accordance with the expected corporate culture; and
3. Becoming a form of written commitment to all ranks and levels of the Bank's organization in order to improve discipline and responsibility of the Bank's organs in order to safeguard the stakeholders' interests according to their respective responsibilities.

These guidelines have been evaluated and updated periodically to keep them in line with the changes to the applicable laws and regulations.

Corporate Governance Framework

// Corporate Governance Framework

Implementasi GCG bersifat menyeluruh dan mencakup seluruh aspek pengelolaan usaha. Terkait hal tersebut, Bank menyusun *Corporate Governance Framework* agar implementasi GCG berjalan efektif. *Corporate Governance Framework* merupakan alokasi wewenang, tugas dan tanggung jawab organ Bank yang efektif dengan menetapkan: fungsi pengendalian; menetapkan strategi dan sasaran Bank; pemilihan dan pengawasan *human capital* yang efektif; pengelolaan Bank yang profesional; melindungi kepentingan nasabah serta memenuhi kepentingan Pemegang Saham dan pemangku kepentingan lainnya; serta memadukan budaya, kegiatan usaha, dan perilaku dengan tujuan menjalankan kegiatan usaha yang aman dan sehat, dengan integritas dan patuh terhadap peraturan perundang-undangan.

Implementasi dari *framework* menjadi tanggung jawab seluruh insan Bank, baik itu RUPS, Dewan Komisaris, Direksi, organ tata kelola pendukung, dan seluruh karyawan Bank.

GCG Implementation is comprehensive and covers all aspects of business management. In relation thereto, the Bank prepares Corporate Governance Framework for effective GCG implementation. Corporate Governance Framework is an effective allocation of authorities, duties, responsibilities of the Bank organs, by determining: the controlling function, determining the Bank's strategy and target; effective selection and control of human capital; managing the Bank professionally; protecting the customer's interests and meeting the Shareholders' and Stakeholders' other interests; as well as blending the culture, business activities and behavior, with an intention to carry out healthy and safe business activities, with due observance of integrity and compliance with the laws and regulations.

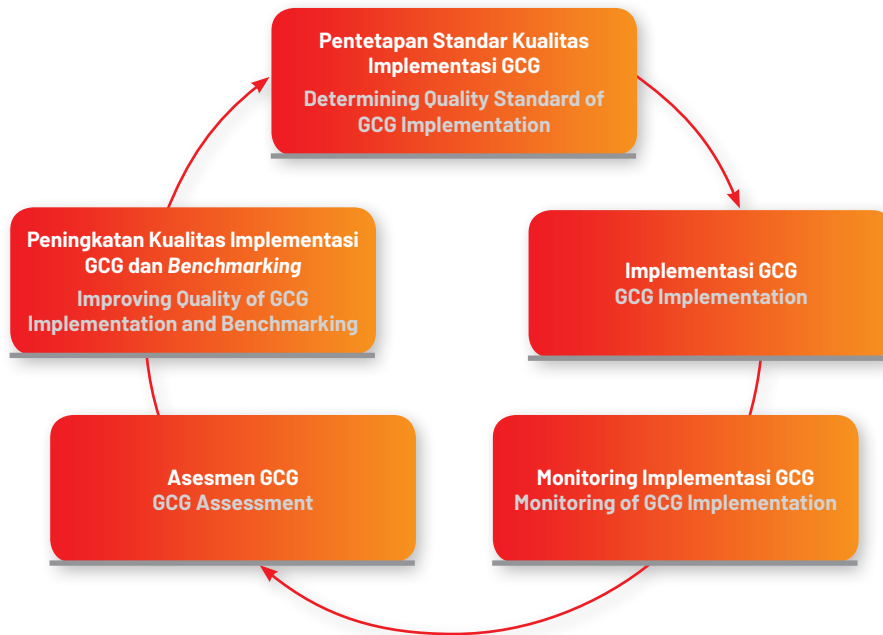
The implementation of such framework is not only the responsibility of major governance organs (GMS, Board of Commissioners, and Board of Directors), but also the joint responsibility of the supporting governance organs and all employees of Bank Victoria.

Mekanisme Implementasi GCG

// Mechanism of GCG Implementation

Agar implementasi GCG di Bank Victoria lebih terarah dan dapat mencapai tujuan implementasi jangka panjang, yaitu *Good Corporate Sustainability*, Bank menetapkan mekanisme pelaksanaan GCG dengan mempertimbangkan praktik-praktik terbaik yang pernah dilakukan di industri perbankan. Mekanisme pelaksanaan GCG di Bank Victoria ditunjukkan dalam skema berikut.

In order to have more focused implementation of GCG at Bank Victoria and to achieve long-term implementation objectives, which is *Good Corporate Sustainability*, the Bank establishes GCG implementation mechanism by considering the best practices undertaken in the banking industry. The mechanism of GCG implementation at Bank Victoria is shown in the following scheme.



Penetapan Standar Kualitas Implementasi GCG

Kualitas implementasi GCG di Bank Victoria ditentukan dari standar yang ditetapkan. Standar tersebut akan menjadi ketentuan minimum yang harus diupayakan pemenuhannya oleh Bank. Penetapan standar dilakukan dengan mempertimbangkan perkembangan Bank, input dari pemangku kepentingan, hasil asesmen, dan *benchmarking* pada industri perbankan yang berada di kelas BUKU II.

Salah satu standar kualitas implementasi GCG yang ditetapkan Bank Victoria adalah pencapaian tingkat kesehatan Bank berdasarkan *self assessment* GCG minimum pada kategori "Baik" dan berdasarkan pendekatan risiko minimum pada kategori "Low to Moderate". Penetapan standar tersebut mengacu kepada Peraturan Otoritas Jasa Keuangan No. 4/POJK.03/2016 tentang Penilaian Tingkat Kesehatan Bank Umum.

Standar lain yang ditetapkan Bank adalah pemenuhan Peraturan Otoritas Jasa Keuangan No. 21/POJK.04/2015 tentang Penerapan Pedoman Tata Kelola Perusahaan Terbuka. Berdasarkan pedoman tersebut, Bank mengupayakan pemenuhan hubungan dengan Pemegang Saham dalam menjamin hak-hak Pemegang Saham, pelaksanaan fungsi dan peran Dewan Komisaris dan Direksi, peningkatan partisipasi pemangku kepentingan, serta peningkatan pelaksanaan keterbukaan informasi.

Determining Quality Standard of GCG Implementation

The quality of GCG implementation at Bank Victoria is determined from the established standards. These standards will be the minimum condition that must be met by the Bank. Standard setting is made by considering the Bank's development, input from the stakeholders, assessment results, and benchmarking on banking industry in BUKU II class.

One of the quality standards of GCG implementation established by Bank Victoria is the achievement of Bank soundness based on GCG self assessment at least in the "Good" category and based on the minimum risk approach in the "Low to Moderate" category. Determining the standard refers to the Financial Services Authority Regulation No. 4/POJK.03/2016 on Sound Level Assessment of Commercial Bank.

The other standards specified by the Bank are to fulfill Financial Services Authority Regulation No. 21/POJK.04/2015 on Implementation of Governance Guidelines of Public Company. In accordance with these guidelines, the Bank seeks to fulfill its relationship with the Shareholders in securing the Shareholders' rights, executing the functions and roles of the Board of Commissioners and Board of Directors, improving stakeholders' participation, and improving the implementation of information disclosure.

Pelaksanaan dan Pemantauan Implementasi GCG

Penetapan standar kualitas implementasi GCG harus diikuti dengan pelaksanaan secara konsisten dan berkelanjutan. Pemenuhan standar tersebut menjadi kewajiban bagi seluruh insan Bank, dengan tanggung jawab utama berada di bawah koordinasi Direksi dan Dewan Komisaris.

Pelaksanaan implementasi GCG akan dipantau oleh Komite Pemantau dan Pelaksanaan GCG guna memastikan kebenaran pelaksanaannya. Komite tersebut antara lain berperan dalam:

1. Memantau dan menganalisa setiap kebijakan terbaru maupun *praktik terbaik* terkait penerapan GCG;
2. Melakukan pengkinian/penyempurnaan kebijakan internal (*existing*) terhadap setiap perubahan kebijakan GCG;
3. Memantau secara berkala atas rencana dan realisasi/pencapaian bisnis Bank melalui rapat-rapat Komite;
4. Menentukan aspek dan *person in charge* dalam penyusunan GCG sesuai dengan bidang yang tercermin dari aspek-aspek GCG;
5. Mengkoordinir penyusunan laporan pelaksanaan GCG; dan
6. Menyusun pelaporan pelaksanaan GCG Bank dan melakukan penilaian secara mandiri sesuai ketentuan yang berlaku.

Asesmen GCG

Asesmen GCG merupakan mekanisme *check and balance* bagi manajemen untuk mengukur kekuatan dan kelemahan implementasi GCG yang sedang berjalan di Bank. Hal ini diperlukan dalam upaya memperbaiki dan meningkatkan kualitas implementasi GCG pada berbagai aspek yang diukur.

Pelaksanaan asesmen GCG dilakukan berdasarkan 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 dan Peraturan Otoritas Jasa Keuangan, serta Peraturan Otoritas Jasa Keuangan No. 4/POJK.03/2016 tentang Penilaian Tingkat Kesehatan Bank Umum. Berdasarkan peraturan tersebut, Bank wajib melaksanakan penilaian atas pelaksanaan prinsip-prinsip dasar GCG secara mandiri (*self assessment*) setiap tahun buku. Penilaian dikelompokkan dalam suatu *governance system* yang terdiri dari 3 (tiga) aspek, yaitu *governance structure*, *governance process*, dan *governance outcome*.

Faktor-faktor yang dinilai dalam *self assessment* GCG sebagai berikut.

1. Pelaksanaan Tugas dan Tanggung Jawab Dewan Komisaris

Bank memastikan terselenggaranya pelaksanaan GCG melalui peran pengawasan yang aktif dan efektif, serta memberi masukan/rekomendasi kepada Direksi untuk kepentingan Bank, sesuai dengan ukuran dan kompleksitas usaha Bank.

Implementation and Monitoring of GCG Implementation

The establishment of GCG implementation quality standards must be followed by consistent and continuous implementation. The fulfillment of such standards becomes the obligation for all of the Bank's employees, with the main responsibility is under the coordination of the Board of Directors and Board of Commissioners.

GCG implementation will be monitored by the GCG Monitoring and Implementation Committee to ensure it has been done properly. This committee, among others, is in charge of:

1. Monitoring and analyzing any current and best practices related to GCG implementation;
2. Updating/improving the existing policies against any change of GCG policy;
3. Monitoring periodically on the Bank's plans and realizations/business achievements through Committee meetings;
4. Determining aspects and person in charge in the preparation of GCG in accordance with the areas reflected in GCG aspects;
5. Coordinating the preparation of GCG implementation reports; and
6. Preparing the reporting of the Bank's GCG implementation and conducting self assessment in accordance with the prevailing provisions.

GCG Assessment

GCG Assessment is a check and balance mechanism for the management to measure the strengths and weaknesses of the Bank's ongoing GCG implementation. This is necessary in order to improve and enhance the quality of GCG implementation on various aspects measured.

The implementation of GCG assessment is conducted under Financial Services Authority Regulation No. 55/POJK.03/2016 and Circular of Financial Services Authority No. 13/SEOJK.03/2017 on the Implementation of Governance for Commercial Banks and Financial Services Authority Regulation No. 4/POJK.03/2016 on Sound Level Assessment of Commercial Bank. Under these regulations, the Bank must conduct self assessment on the implementation of GCG basic principles in each fiscal year. The assessment is classified into a governance system consisting of 3 (three) aspects, which are governance structure, governance process, and governance outcome.

Factors assessed in GCG self assessment are as follows.

1. Implementation of Duties and Responsibilities of the Board of Commissioners

The Bank ensures the implementation of GCG through its active and effective supervisory role, and provides input/recommendation to the Board of Directors for the Bank's interest, in accordance with the Bank's business size and complexity.

2. Pelaksanaan Tugas dan Tanggung Jawab Direksi

Bank memastikan bahwa operasional dan usaha Bank telah diwujudkan dalam pelaksanaan tugas dan tanggung jawab yang berjalan sangat efektif.

3. Kelengkapan dan Pelaksanaan Tugas Komite

Bank memastikan telah memiliki semua Komite yang dipersyaratkan sesuai ketentuan regulator, serta telah melaksanakan fungsi dan tugasnya secara optimal dan efektif dalam memberikan rekomendasi yang digunakan sebagai acuan Dewan Komisaris.

4. Penanganan Benturan Kepentingan

Bank memastikan telah memiliki kebijakan dan prosedur penanganan benturan kepentingan dengan tujuan agar setiap tindakan insan Bank tidak merugikan dan tidak mengurangi keuntungan Bank, serta agar setiap keputusan terdokumentasikan dengan baik, dilengkapi dengan risalah rapat.

5. Penerapan Fungsi Kepatuhan

Bank memastikan terus dilakukannya penerapan fungsi kepatuhan terhadap aktivitas operasional maupun terhadap pengembangan usaha Bank agar senantiasa sesuai dengan ketentuan yang berlaku, serta meminimalisasi pelanggaran.

6. Penerapan Fungsi Audit Internal

Bank memastikan pelaksanaan fungsi audit internal telah berjalan lebih efektif, independen dan objektif, serta senantiasa berpedoman pada standar yang ditetapkan dalam Standar Pelaksanaan Fungsi Audit Intern Bank (SPFAIB).

7. Penerapan Fungsi Audit Eksternal

Bank memastikan pelaksanaan fungsi audit eksternal berjalan secara independen dan telah sangat efektif, sesuai dengan persyaratan yang ditetapkan dalam ketentuan, dengan menghasilkan kualitas dan cakupan hasil audit yang sangat baik.

8. Penerapan Manajemen Risiko, termasuk Sistem Pengendalian Intern

Bank memastikan pelaksanaan fungsi manajemen risiko telah lebih efektif serta melakukan peran dan fungsinya dalam sistem pengendalian intern yang lebih komprehensif, seperti melakukan pemutakhiran kebijakan, prosedur dan penetapan limit sesuai dengan regulasi, tujuan, ukuran, dan kompleksitas usaha Bank.

9. Penyediaan Dana kepada Pihak Terkait dan Penyediaan Dana Besar

Bank memastikan telah dimilikinya kebijakan tertulis mengenai penyediaan dana kepada pihak terkait dan penyediaan dana besar, tidak terdapat pelanggaran maupun pelanggaran BMPK, diversifikasi penyediaan dana yang cukup merata, serta pengambilan keputusan dalam penyediaan dana dilakukan secara independen.

10. Transparansi Kondisi Keuangan dan Non Keuangan Bank, Laporan Pelaksanaan GCG dan Pelaporan Internal

Bank memastikan telah transparan dalam menyampaikan informasi keuangan maupun non keuangan kepada publik secara tepat waktu, lengkap, akurat, mutakhir dan utuh, termasuk penyampaian laporan pelaksanaan GCG kepada Pemegang Saham dan pemangku kepentingan lainnya, dengan didukung Sistem Informasi Manajemen Bank yang mampu menyediakan data dan informasi untuk pengambilan keputusan manajemen.

2. Implementation of Duties and Responsibilities of the Board of Directors

The Bank ensures that Bank's operations and business are realized in the execution of highly effective duties and responsibilities.

3. Completeness and Implementation of the Committee's Duties

The Bank ensures that it has all the required Committees in accordance with the regulatory requirements, and that they have performed their functions and duties optimally and effectively in providing recommendations used as reference of the Board of Commissioners.

4. Management of Conflict of Interest

The Bank ensures that it has policies and procedures to manage conflict of interest in order to ensure that any action taken by the Bank's employees is not detrimental and does not harm the Bank's profits, and that any decision is properly documented and complemented by the minutes of meetings.

5. Implementation of Compliance Function

The Bank ensures continuous implementation of compliance function to the operational activities as well as to the Bank's business development in order to always comply with the prevailing provisions and to minimize violations.

6. Implementation of Internal Audit Function

The Bank ensures that the implementation of internal audit function has been performed more effectively, independently, and objectively, and always complies with the standards set forth in Bank's Internal Audit Function Implementation Standards (SPFAIB).

7. Implementation of External Audit Function

The Bank ensures the implementation of external audit function runs independently and highly effectively, in accordance with the requirements specified in the provisions, by producing excellent quality and coverage of audit results.

8. Implementation of Risk Management, including Internal Control System

The Bank ensures that the implementation of risk management functions has been more effective and performs its roles and functions in a more comprehensive internal control system, such as updating policies and procedures, specifying the limits in accordance with the Bank's regulations, objectives, size, and complexity.

9. Provision of Fund to Related Party and Provision of Large Exposure

The Bank ensures that it has written policies on the provision of funds to related parties and provision of large exposure, no violations nor exceeding BMPK, diversification of equitable provision of funds, and that decision-making in the provision of funds is conducted independently.

10. Transparency of the Bank's Financial and Non-Financial Condition, GCG Implementation Report, and Internal Reporting

The Bank ensures that it has been transparent in delivering financial and non-financial information to the public in a timely, complete, accurate, updated, and complete manner, including the submission of GCG implementation report to the Shareholders and other stakeholders, supported by the Bank's Management Information System that is capable of providing data and information for management's decision-making.



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11. Rencana Strategis Bank

Bank memastikan penyusunan RBB telah dilakukan dengan realistis dan telah memperhatikan faktor eksternal dan internal, prinsip *prudent*, serta asas perbankan yang sehat dan sesuai dengan visi, misi, dan rencana korporasi Bank.

11. Bank's Strategic Plans

The Bank ensures that RBB preparation has been carried out realistically and has taken into consideration the external and internal factors, prudent principles, and sound banking principles, and in line with the Bank's vision, mission, and corporate plan.

Hasil Self Assessment serta Tindak Lanjutnya

Hasil *self assessment* GCG Bank Victoria selama 5 (lima) tahun terakhir ditunjukkan sebagai berikut.

Self Assessment Results and Follow Up

Bank Victoria's self-assessment results for the past 5 (five) years are as follows.

Aspek Aspect	Nilai Score				
	2019	2018	2017	2016	2015
Pelaksanaan Tugas dan Tanggung Jawab Direksi Implementation of Duties and Responsibilities of the Board of Directors	2	2	2	2	2
Pelaksanaan Tugas dan Tanggung Jawab Dewan Komisaris Implementation of Duties and Responsibilities of the Board of Commissioners	1	1	1	1	1
Kelengkapan dan Pelaksanaan Tugas Komite Completeness and Implementation of the Committee's Duties	2	2	2	2	2
Penanganan Benturan Kepentingan Management of Conflict of Interest	1	1	1	1	1
Penerapan Fungsi Kepatuhan Implementation of Compliance Function	2	2	2	2	1
Penerapan Fungsi Audit Intern Implementation of Internal Audit Function	2	2	2	2	2
Penerapan Fungsi Audit Ekstern Implementation of External Audit Function	2	2	2	2	1
Penerapan Manajemen Risiko, termasuk Sistem Pengendalian Intern Implementation of Risk Management, including Internal Control System	2	2	2	2	2
Penyediaan Dana Kepada Pihak Terkait (<i>Related Party</i>) dan Penyediaan Dana Besar (<i>Large Exposure</i>) Provision of Fund to Related Party and Provision of Large Exposure	2	2	2	2	2
Transparansi Kondisi Keuangan dan Non Keuangan Bank, Laporan Pelaksanaan GCG, dan Pelaporan Internal Transparency of the Bank's Financial and Non-Financial Condition, GCG Implementation Report, and Internal Reporting	1	1	1	1	1
Rencana Strategis Bank Bank's Strategic Plans	2	2	2	2	2
Skor Self Assessment GCG Bank Victoria Bank Victoria's GCG Self Assessment Score	2	2	2	2	2
Kategori Category	Baik Good	Baik Good	Baik Good	Baik Good	Baik Good
Skor Self Assessment GCG Bank Victoria Syariah Bank Victoria Syariah's GCG Self Assessment Score	1.63	1.56	1.62	2.00	2.28
Kategori Category	Baik Good	Baik Good	Baik Good	Baik Good	Baik Good

Berdasarkan hasil *self assessment* tahun 2019, Bank meraih peringkat komposit 2 (dua) (Baik) dengan rincian sebagai berikut.

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

Indikator Indicator	Peringkat Rating	Definisi Peringkat Rating Definition
Individu Individual	2	Bank telah melakukan penerapan tata kelola yang secara umum baik, tercermin dari penerapan 11 aspek yang telah dituangkan dalam analisis. The Bank has implemented GCG, which in general is good. This is reflected in the implementation of the 11 aspects outlined in the analysis.
Konsolidasian Consolidated	2	Secara konsolidasi, yaitu Bank Victoria International dan Bank Victoria Syariah, telah melakukan penerapan (GCG) secara umum Baik , tercermin dari masing-masing organisasi telah melakukan penerapan terhadap 11 aspek yang telah dituangkan dalam analisis. In a consolidation manner of Bank Victoria International and Bank Victoria Syariah, the GCG implementation is generally Good . This is reflected in each organization that has implemented the 11 aspects, which all have been stated in the analysis.

Adapun uraian analisis kesesuaian pelaksanaan *self assessment* GCG Bank Victoria dengan 3 (tiga) aspek, yaitu *governance structure*, *governance process*, dan *governance outcome* untuk setiap kriteria, serta tindak lanjutnya diuraikan sebagai berikut.

The analysis of Bank Victoria's GCG self assessment conformance is based on 3 (three) aspects, namely governance structure, governance process, and governance outcome for each of the criteria, and the follow up is as described below.

Uraian (Individu) Description (Individual)		
Aspek Aspect	Nilai Score	Analisis Analysis
Pelaksanaan Tugas dan Tanggung Jawab Direksi Implementation of Duties and Responsibilities of the Board of Directors	2	<p>Governance Structure:</p> <ul style="list-style-type: none"> Jumlah anggota Direksi berdasarkan Akta Berita Acara RUPS Tahunan No. 19 tanggal 10 Mei 2019 terdiri dari 5 (lima) orang, yang terdiri dari Direktur Utama, Wakil Direktur Utama, 2 (dua) Direktur Bidang, serta Direktur Kepatuhan dan Manajemen Risiko; Setiap Direksi tidak memiliki hubungan keluarga sampai dengan derajat kedua maupun keuangan dengan anggota Direksi lainnya dan/atau anggota Komisaris; Direksi tidak memiliki jabatan rangkap sebagai Komisaris, Direksi atau Pejabat Eksekutif pada Bank, perusahaan dan/atau lembaga keuangan lainnya, kecuali untuk jabatan lain sebagaimana diperkenankan oleh ketentuan Otoritas Jasa Keuangan; dan Seluruh anggota Direksi telah lulus penilaian kemampuan dan kepatutan dan telah memperoleh surat persetujuan dari Otoritas Jasa Keuangan. <p>Governance Structure:</p> <ul style="list-style-type: none"> Total members of Board of Directors based on the Deed of Annual GMS Minutes No. 19 dated 10 May 2019 are 5 (five) people, consisting of President Director, Deputy President Director, 2 (two) Board of Directors, and Director of Compliance and Risk Management; Each member of Board of Directors has no family relationship up to the second degree or financial relationship with other members of Board of Directors and/or members of Board of Commissioners; Members of Board of Directors have no concurrent positions as Commissioner, Director, or Executive Officer at a bank, company, and/or other financial institution, except for other positions as permitted by the provisions of the Financial Services Authority; and All members of Board of Directors have passed the fit and proper test and have obtained an approval letter from the Financial Services Authority.



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Aspek Aspect	Nilai Score	Analisis Analysis
		<p>Governance Process:</p> <ul style="list-style-type: none"> Direksi melaksanakan tugasnya berdasarkan pada pedoman yang telah ditetapkan dan senantiasa memperhatikan dan menerapkan prinsip-prinsip tata kelola dan ketentuan yang berlaku; Direksi senantiasa memperhatikan arahan atau nasihat Dewan Komisaris melalui mekanisme rapat-rapat dalam menjalankan tugasnya; Pembahasan berfokus kepada rencana bisnis Bank dan pencapaiannya serta aspek-aspek yang mempengaruhi pencapaian target dimaksud; Direksi dibantu oleh beberapa komite dibawah Direksi serta unit-unit terkait dalam menjalankan tugas-tugasnya; dan Direksi telah mengambil kebijakan dan keputusan strategis melalui mekanisme rapat Direksi, yang tercermin selama Januari sampai dengan Desember 2019 telah melakukan rapat sebanyak 47 kali dan 13 kali rapat gabungan dengan Dewan Komisaris. <p>Governance Process:</p> <ul style="list-style-type: none"> The Board of Directors, in performing its duties, shall follow the established guidelines and always observe and apply the governance principles and applicable provisions; The Board of Directors always observe the direction or advice from the Board of Commissioners through meeting mechanism in performing its duties; The discussion is focused on the Bank's Business Plan and its achievements, as well as aspects affecting the achievement of the intended targets; The Board of Directors is assisted by several committees under the Board of Directors and related units in carrying out their duties; and The Board of Directors has taken strategic policies and decisions through the mechanism of Board of Directors' meetings, which were reflected from January to December 2019 by holding 47 meetings and 13 joint meetings with the Board of Commissioners. <p>Governance Outcome:</p> <ul style="list-style-type: none"> Pencapaian kinerja tahun 2019 cukup baik. Pencapaian dan kondisi yang terjadi telah dikomunikasikan pencapaiannya dalam rapat-rapat serta fokus kepada penerapan strategi yang telah diambil Direksi dengan arahan atau nasihat Dewan Komisaris; Bank dapat menjaga pemenuhan kewajiban yang ditetapkan regulator; dan Kegiatan operasional Bank telah berjalan dengan baik. <p>Governance Outcome:</p> <ul style="list-style-type: none"> Performance achievement in 2019 was relatively good. The achievements and conditions occurred have been communicated in meetings, and the focus on implementation of strategies taken by the Board of Directors under the direction or advice of the Board of Commissioners; The Bank can maintain the fulfillment of obligations set by the regulator, and The Bank's operational activities have been running well.
<p>Pelaksanaan Tugas dan Tanggung Jawab Dewan Komisaris Implementation of Duties and Responsibilities of the Board of Commissioners</p>	1	<p>Governance Structure:</p> <ul style="list-style-type: none"> Berdasarkan Akta Berita Acara RUPS Tahunan No. 19 tanggal 10 Mei 2019, jumlah anggota Dewan Komisaris telah memenuhi ketentuan, yaitu terdiri dari 3 (tiga) orang dan tidak melampaui jumlah Direksi yaitu 5 (lima) orang; Anggota Dewan Komisaris telah memenuhi jumlah, komposisi, kriteria, independensi, serta kompetensi sesuai ketentuan Otoritas Jasa Keuangan; Anggota Dewan Komisaris adalah independen, telah memenuhi kriteria independensi dari Peraturan Otoritas Jasa Keuangan dan seluruh anggota Dewan Komisaris telah lulus penilaian kemampuan dan kepatutan serta memperoleh surat persetujuan dari Otoritas Jasa Keuangan; 2 (dua) orang anggota Komisaris Independen tidak memiliki hubungan keuangan, hubungan kepengurusan, hubungan kepemilikan, dan hubungan keluarga dengan anggota Dewan Komisaris lainnya, anggota Direksi dan/atau Pemegang Saham Pengendali atau hubungan dengan Bank, yang dapat mempengaruhi kemampuan untuk bertindak independen; dan Dewan Komisaris tidak ada yang merangkap sebagai anggota Dewan Komisaris, Direksi, atau Pejabat Eksekutif pada Lembaga Keuangan lain kecuali terhadap hal-hal yang telah ditetapkan dalam Peraturan Otoritas Jasa Keuangan.

Uraian (Individu) Description (Individual)		
Aspek Aspect	Nilai Score	Analisis Analysis
		<p>Governance Structure:</p> <ul style="list-style-type: none"> Based on Deed of Annual GMS Minutes No. 19 dated 10 May 2019, the total members of Board of Commissioners have complied with the requirement, i.e. 3 (three) members and not exceeding the total members of Board of Directors, i.e. 5 (five) members; Members of Board of Commissioners have met the number, composition, criteria, independence, and competence in accordance with the provisions of the Financial Services Authority; Members of Board of Commissioners are independent, have fulfilled the independence criteria of the Financial Services Authority Regulation and all members of Board of Commissioners have passed the fit and proper test and obtained an approval letter from the Financial Services Authority; 2 (two) members of Independent Commissioners do not have financial, management, ownership, and family relationship with other members of Board of Commissioners, members of Board of Directors, and/or Controlling Shareholders, as well as relationship with the Bank that may influence the ability to act independently; and The Board of Commissioners does not concurrently serve as a member of Board of Commissioners, Board of Directors, or Executive Officers of other Financial Institutions except for matters stipulated in the Financial Services Authority Regulation. <p>Governance Process:</p> <ul style="list-style-type: none"> Dewan Komisaris telah melakukan pengawasan terhadap kinerja Direksi, dengan mekanisme melalui rapat-rapat; Selama tahun 2019, Dewan Komisaris telah melakukan rapat Dewan Komisaris sebanyak 9 (sembilan) kali, 13 kali rapat gabungan dengan Direksi, 5 (lima) kali rapat per Direktorat, dan seluruhnya; Dewan Komisaris dalam melaksanakan tugasnya berdasarkan pada pedoman yang telah ditetapkan serta sangat memperhatikan prinsip-prinsip tata kelola dan ketentuan yang berlaku; Dewan Komisaris telah memberikan arahan atau nasihat kepada Direksi dalam proses pencapaian target yang telah ditetapkan dalam Rencana Bisnis Bank; dan Dalam melakukan tugasnya, Dewan Komisaris dibantu oleh komite-komite yang berada di bawah Dewan Komisaris. <p>Governance Process:</p> <ul style="list-style-type: none"> The Board of Commissioners has supervised the performance of the Board of Directors through meeting mechanism; Throughout 2019, the Board of Commissioners held 9 (nine) Board of Commissioners' meetings, 13 joint meetings with the Board of Directors, 5 (five) meetings per Directorate, and all of them were stated in Minutes of Meetings and well documented; The Board of Commissioners, in performing its duties, is based on the established guidelines and highly observes the governance principles and applicable regulations; The Board of Commissioners has provided direction or advice to the Board of Directors in the process of achieving the targets specified in the Bank's Business Plan; and In performing its duties, the Board of Commissioners is assisted by Committees under the Board of Commissioners. <p>Governance Outcome:</p> <ul style="list-style-type: none"> Pengarahan atau nasihat dari Dewan Komisaris telah dibahas dalam rapat dan dituangkan dalam risalah rapat; Hasil rapat menjadi salah satu acuan Direksi dalam melaksanakan tugas dan tanggung jawabnya, dengan tetap berpedoman pada tata kelola, target, dan pencapaian yang telah ditetapkan dalam Rencana Bisnis Bank; Menindaklanjuti rekomendasi yang disampaikan atau dituangkan dalam risalah rapat dan dimonitor secara berkesinambungan; Dalam rangka peningkatan budaya pembelajaran: <ul style="list-style-type: none"> Seluruh anggota Dewan Komisaris Bank telah lulus dalam mengikuti program Eksekutif Sertifikasi Manajemen Risiko; dan Dewan Komisaris ikut serta pada <i>training/workshop</i>. <p>Governance Outcome:</p> <ul style="list-style-type: none"> The direction or advice from the Board of Commissioners has been discussed in meetings and set forth in the minutes of meeting; Meeting result will be one of the Board of Directors' references in carrying out its duties and responsibilities, while still referring to governance, targets and achievements specified in the Bank's Business Plan;



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Aspek Aspect	Nilai Score	Analisis Analysis
		<ul style="list-style-type: none"> Following up the recommendations submitted or contained in the minutes of meetings and monitoring them on an ongoing basis; In order to improve learning culture: <ul style="list-style-type: none"> All members of the Bank's Board of Commissioners have passed the Risk Management Certification Executive program; and The Board of Commissioners participated in training/workshop.
Kelengkapan dan Pelaksanaan Tugas Komite Completeness and Implementation of the Committee's Duties	2	<p>Governance Structure:</p> <ul style="list-style-type: none"> Komposisi dan kompetensi anggota Komite telah sesuai dengan ukuran dan kompleksitas usaha Bank; dan Anggota Komite Bank yang berasal dari pihak independen, tidak memiliki hubungan keuangan, kepengurusan, kepemilikan saham, dan/atau keluarga dengan anggota Dewan Komisaris lainnya, Direksi, dan/atau Pemegang Saham Pengendali, atau hubungan dengan Bank yang dapat mempengaruhi independensi anggota komite. <p>Governance Structure:</p> <ul style="list-style-type: none"> Composition and competence of the Committee's members are already in accordance with the Bank's business size and complexity; and All members of the Bank's Committee who are from independent parties do not have financial, management, share ownership, and/or family relationships with other member of Board of Commissioners, Board of Directors, and/or Controlling Shareholders or relationship with the Bank, which may affect the independence of the Committee's members. <p>Governance Process:</p> <ul style="list-style-type: none"> Komite bertugas dan bertanggung jawab untuk memberikan pendapat yang profesional dan independen kepada Dewan Komisaris terhadap laporan atau hal-hal yang disampaikan oleh Direksi kepada Dewan Komisaris; Melaksanakan tugas-tugas lain yang berkaitan dengan tugas Dewan Komisaris; Melalui mekanisme rapat-rapat, komite serta unit-unit terkait lainnya telah membahas berbagai hal, hasilnya dituangkan dalam risalah rapat yang akan ditindaklanjuti oleh masing-masing unit terkait; Selama tahun 2019, komite di bawah Dewan Komisaris telah melakukan rapat sebagai berikut. <ul style="list-style-type: none"> Komite Audit sebanyak 6 (enam) kali; Komite Pemantau Risiko sebanyak 5 (lima) kali; Komite Nominasi dan Remunerasi sebanyak 6 (enam) kali; dan Komite Tata Kelola Terintegrasi sebanyak 3 (tiga) kali. <p>Governance Process:</p> <ul style="list-style-type: none"> The Committee has duties and responsibilities to provide independent and professional opinion to the Board of Commissioners on the reports or matters submitted by the Board of Directors to the Board of Commissioners. Carrying out other duties related to the duties of the Board of Commissioners; Through meeting mechanism, the Committees and other related units have discussed various matters, in which the results are then outlined in minutes of meetings to be followed up by each related unit; Throughout 2019, the committees under the Board of Commissioners held the following meetings. <ul style="list-style-type: none"> 6 (six) Audit Committee meetings; 5 (five) Risk Monitoring Committee meetings; 6 (six) Nomination and Remuneration Committee meetings; and 3 (three) Integrated Governance Committee meetings. <p>Governance Outcome:</p> <ul style="list-style-type: none"> Masing-masing komite senantiasa meningkatkan peran aktifnya dalam menindaklanjuti hal-hal yang dibahas dalam rapat komite; Setiap hasil rapat dituangkan dalam risalah rapat oleh pengurus komite, termasuk pengungkapan apabila ada perbedaan pendapat (<i>dissenting opinions</i>) dan didokumentasikan dengan baik; dan Komite-Komite telah menjalankan fungsinya sesuai dengan koridor dan mekanisme yang telah ditetapkan dalam pedoman tugas dan tanggung jawabnya. <p>Governance Outcome:</p> <ul style="list-style-type: none"> Each Committee continues to enhance its active role in following up the issues discussed in the Committee's meetings; Each meeting result is set forth in minutes of meeting by the committee management, including disclosure in case of dissenting opinions and is well documented; and The Committees have carried out their functions in accordance with the corridor and mechanism established in the guidelines of their duties and responsibilities.

Uraian (Individu) Description (Individual)		
Aspek Aspect	Nilai Score	Analisis Analysis
Penanganan Benturan Kepentingan Management of Conflict of Interest	1	<p>Governance Structure:</p> <ul style="list-style-type: none"> Bank telah memiliki kebijakan dan prosedur dalam penyelesaian benturan kepentingan; dan Kebijakan telah mengatur masing-masing elemen yang mengatur proses, mekanisme, serta personil yang berhak bertindak dalam pelaksanaannya. <p>Governance Structure:</p> <ul style="list-style-type: none"> The Bank already has policies and procedures in settling conflict of interest; and The policies have regulated each element governing the process, mechanism, and personnel eligible to act in the settlement process. <p>Governance Process:</p> <p>Mengutamakan tindakan pencegahan dan selalu meningkatkan budaya pembelajaran dan budaya kepatuhan dalam pelaksanaan tugas dan tanggung jawab, dengan tetap menjunjung tinggi profesionalisme.</p> <p>Governance Process:</p> <p>Prioritizing preventive measures and always improving the learning and compliance culture in the performance of its duties and responsibilities, while upholding professionalism.</p> <p>Governance Outcome:</p> <p>Tidak terdapat benturan kepentingan yang dapat merugikan atau mengurangi keuntungan bagi Bank.</p> <p>Governance Outcome:</p> <p>There are no conflicts of interest that could harm or reduce the Bank's profits.</p>
Penerapan Fungsi Kepatuhan Implementation of Compliance Function	2	<p>Governance Structure:</p> <ul style="list-style-type: none"> Satuan Kerja Kepatuhan independen terhadap Satuan Kerja Operasional; dan Proses pengangkatan, pemberhentian dan/atau pengunduran diri Direktur yang membawahi kepatuhan telah sesuai dengan ketentuan Otoritas Jasa Keuangan dan/atau regulator lainnya. <p>Governance Structure:</p> <ul style="list-style-type: none"> The Compliance Work Unit is independence against the Operational Work Unit; and The process of appointment, dismissal, and/or resignation of a Director in charge of compliance unit has been in line with the provisions of Financial Services Authority and/or other regulators. <p>Governance Process:</p> <ul style="list-style-type: none"> Dalam pelaksanaan tugasnya, Direktur yang membawahi kepatuhan telah memastikan kepatuhan Bank terhadap ketentuan yang berlaku; Memantau dan menjaga agar kegiatan usaha Bank tidak menyimpang; dan Menetapkan langkah-langkah konstruktif dalam mencegah atau memitigasi terhadap beberapa risiko yang timbul. <p>Governance Process:</p> <ul style="list-style-type: none"> In performing its duties, the Director in charge of Compliance unit has ensured the Bank's compliance with the applicable regulations; Monitoring and preventing the Bank's business activities from deviation; and Establishing constructive measures to prevent or mitigate several occurring risks. <p>Governance Outcome:</p> <ul style="list-style-type: none"> Telah melaporkan tugas dan tanggung jawab Direktur yang membawahi kepatuhan sesuai dengan ketentuan Otoritas Jasa Keuangan pada waktu yang telah ditetapkan; dan Bank senantiasa fokus dan peduli terhadap dampak pelanggaran yang mungkin terjadi, sehingga terbentuk budaya patuh pada masing-masing unit kerja. <p>Governance Outcome:</p> <ul style="list-style-type: none"> Have reported the duties and responsibilities of the Director in charge of compliance unit in accordance with the provisions of Financial Services Authority within the time specified; and The Bank always highly focuses and is concerned about the impact of violations that may occur, thus, forming a compliance culture in each work unit.



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Uraian (Individu) Description (Individual)		
Aspek Aspect	Nilai Score	Analisis Analysis
Penerapan Fungsi Audit Internal Implementation of Internal Audit Function	2	<p>Governance Structure:</p> <ul style="list-style-type: none"> Struktur Satuan Kerja Audit Internal Terintegrasi yang dibentuk telah berdasarkan kebijakan yang berlaku dan independen terhadap unit kerja lainnya; dan Telah memiliki Pedoman Audit <i>Intern</i> dan Piagam Internal Audit <i>Intern</i> yang mengacu pada Standar Fungsi Pelaksanaan Audit Intern Bank (SFPAIB). <p>Governance Structure:</p> <ul style="list-style-type: none"> The structure of the established Integrated Internal Audit Work Unit (SKAI) is already based on the applicable policies and is independent of other work units; and Have Internal Audit Guidelines and Internal Audit Charter, which refer to Bank's Internal Audit Implementation Function Standard (SFPAIB). <p>Governance Process:</p> <ul style="list-style-type: none"> Pelaksanaan fungsi Audit Intern Bank telah berjalan sesuai dan memenuhi pedoman <i>intern</i> sesuai dengan standar minimum yang telah ditetapkan dalam SFPAIB, serta SKAI telah menjalankan fungsinya secara independen dan objektif; Melaporkan hasil Audit dan memonitor tindak lanjut penyelesaiannya; dan Pelaksanaan kontrol atas transaksi harian secara <i>day to day</i> dilakukan oleh <i>Internal Control</i> dan memonitor tindak lanjut penyelesaiannya dengan segera. <p>Governance Process:</p> <ul style="list-style-type: none"> The implementation of the Bank's Internal Audit function has been in place according to and meeting the internal guidelines in accordance with the minimum standards specified in SFPAIB, and SKAI has performed its functions independently and objectively; Reporting Audit results and monitoring the follow-up of the settlement; and Controlling daily transactions by day-to-day, which are carried out by Internal Control, and monitoring the follow-up of the settlement immediately. <p>Governance Outcome:</p> <ul style="list-style-type: none"> Laporan telah disampaikan kepada regulator dan pihak terkait serta dimonitor secara berkala tindak lanjutnya; dan Hasil pemeriksaan dilakukan berdasarkan <i>Risk Based Audit</i>. <p>Governance Outcome:</p> <ul style="list-style-type: none"> Reports have been submitted to regulators and related parties and their follow-ups are monitored regularly; and Audit results are made based on Risk-Based Audit.
Fungsi Audit Eksternal Implementation of External Audit Function	2	<p>Governance Structure:</p> <p>Penugasan audit kepada akuntan publik telah memenuhi persyaratan yang telah ditetapkan.</p> <p>Governance Structure:</p> <p>Audit assignment to public accountant has met the specified requirements.</p> <p>Governance Process:</p> <ul style="list-style-type: none"> Penunjukkan akuntan publik telah melalui mekanisme yang diatur dalam kebijakan; Penunjukkan akuntan publik dan kantor akuntan publik telah sesuai dengan rekomendasi dari Komite Audit melalui Dewan Komisaris yang telah mendapat wewenang dari RUPS; Akuntan publik telah melakukan audit secara independen dan profesional; dan Akuntan publik telah melaporkan hasil auditnya sesuai dengan waktu dan menyampaikannya kepada pihak-pihak penerima laporan hasil audit. <p>Governance Process:</p> <ul style="list-style-type: none"> Appointment of public accountant has followed the mechanism set forth in policies; Appointment of public accountant and public accountant firm is already in accordance with Audit Committee's recommendations through the Board of Commissioners, which has been authorized by the GMS; The public accountant has conducted the audit independently and professionally; and The public accountant has reported the audit results within the specified time and submitted it to the recipients of the audit report.

Uraian (Individu) Description (Individual)		
Aspek Aspect	Nilai Score	Analisis Analysis
		<p>Governance Outcome:</p> <ul style="list-style-type: none"> • Pelaksanaan audit oleh akuntan publik senantiasa bertindak objektif, independen, serta sesuai dan telah memenuhi persyaratan terhadap ketentuan yang berlaku; dan • Hasil audit dan <i>management letter</i> telah disampaikan secara tepat waktu kepada Otoritas Jasa Keuangan oleh kantor akuntan publik yang ditunjuk. <p>Governance Outcome:</p> <ul style="list-style-type: none"> • The audit conducted by the public accountant is always objective and independent, and is in accordance with and has met the requirements of the applicable provisions; and • Audit results and management letter have been submitted in a timely manner to the Financial Services Authority by the appointed public accountant firm.
Penerapan Manajemen Risiko, termasuk Sistem Pengendalian Internal Implementation of Risk Management, including Internal Control System	2	<p>Governance Structure:</p> <ul style="list-style-type: none"> • Bank telah memiliki struktur yang memadai dalam mendukung penerapan manajemen risiko dan pengendalian internal; dan • Bank telah memiliki kebijakan manajemen risiko sebagai pedoman dalam pelaksanaan tugas-tugasnya. <p>Governance Structure:</p> <ul style="list-style-type: none"> • The Bank already has an adequate structure to support the implementation of risk management and internal control; and • The Bank already has risk management policy as a guideline in implementing the duties. <p>Governance Process:</p> <ul style="list-style-type: none"> • Dewan Komisaris dan Direksi telah mengevaluasi dan menyetujui kebijakan yang akan digunakan sebagai pedoman dalam penerapan manajemen risiko maupun pengendalian internal; dan • Bank senantiasa mengembangkan dan membangun budaya manajemen risiko termasuk kesadaran risiko pada seluruh jenjang organisasi. <p>Governance Process:</p> <ul style="list-style-type: none"> • The Board of Commissioners and Board of Directors have evaluated and approved the policy to be used as a guideline to implement risk management and internal control; and • The bank always develops and builds risk management culture including risk awareness at all organizational levels. <p>Governance Outcome:</p> <ul style="list-style-type: none"> • Bank telah menerapkan fungsi manajemen risiko dan pengendalian <i>intern</i> Bank sesuai dengan tujuan, kebijakan, ukuran dan kompleksitas usaha Bank, serta risiko yang dihadapi Bank; dan • Bank senantiasa melakukan aktivitas proses bisnis dengan memperhatikan kemampuan permodalan. <p>Governance Outcome:</p> <ul style="list-style-type: none"> • The Bank has implemented the risk management and internal control functions in accordance with the Bank's business objectives, size, and complexity, as well as the risks faced by the Bank; and • The Bank always conducts business process activities by considering the capital capability.
Penyediaan Dana Kepada Pihak Terkait (Related Party) dan Penyediaan Dana Besar (Large Exposure) Provision of Fund to Related Party and Provision of Large Exposure	2	<p>Governance Structure:</p> <p>Bank telah memiliki kebijakan, sistem, dan prosedur tertulis yang memadai untuk penyediaan dana kepada pihak terkait dan penyediaan dana besar.</p> <p>Governance Structure:</p> <p>The Bank already has adequate written policies, systems, and procedures for the provision of funds to related parties and provision of large exposures.</p> <p>Governance Process:</p> <ul style="list-style-type: none"> • Bank secara berkala mengevaluasi dan mengupdate kebijakan, sistem, dan prosedur; • Proses penyediaan dana kepada pihak terkait dan <i>large exposure</i> dipantau dan dikaji oleh beberapa unit kerja, termasuk unit yang membawahi kepatuhan; dan • Kajian yang dilakukan termasuk prinsip kehati-hatian dalam penyediaan dana kelompok peminjam dan kelompok pihak terkait dengan Bank. <p>Governance Process:</p> <ul style="list-style-type: none"> • The Bank periodically evaluates and updates its policies, systems, and procedures; • The process of providing funds to related parties and large exposure are monitored and reviewed by several work units, including the compliance unit; and • The review includes the principle of prudence in the provision of funds to borrowers' groups and groups of parties related to the Bank.



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Uraian (Individu) Description (Individual)		
Aspek Aspect	Nilai Score	Analisis Analysis
		<p>Governance Outcome: Tidak terdapat pelanggaran BMPK, namun terjadi pelampauan BMPK akibat perubahan ketentuan Otoritas Jasa Keuangan. Pelampauan telah dilaporkan dan ditindaklanjuti sesuai ketentuan.</p> <p>Governance Outcome: There was no violation of LLL, but there was an exceedance of LLL due to amendments to the provisions of Financial Services Authority. Such exceedance has been reported and followed-up according to the provisions.</p>
<p>Transparansi Kondisi Keuangan dan Non Keuangan Bank, Laporan Pelaksanaan GCG, dan Pelaporan Internal Transparency of the Bank's Financial and Non-Financial Condition, GCG Implementation Report, and Internal Reporting</p>	1	<p>Governance Structure:</p> <ul style="list-style-type: none"> Bank memiliki kebijakan dan prosedur mengenai tata cara pelaksanaan transparansi kondisi keuangan dan non keuangan; dan Bank telah menyusun Laporan Pelaksanaan Tata Kelola setiap semester dan akhir tahun buku dengan cakupan sesuai ketentuan yang berlaku. <p>Governance Structure:</p> <ul style="list-style-type: none"> The Bank has policies and procedures on the ordinance of transparency of financial and non financial conditions; and The Bank has prepared the Governance Implementation Report every semester and end of fiscal year with coverage according to the applicable regulations. <p>Governance Process:</p> <ul style="list-style-type: none"> Bank menyusun dan menyajikan laporan dengan tata cara, jenis, dan cakupan sebagaimana diatur dalam ketentuan Bank Indonesia dan/atau Otoritas Jasa Keuangan tentang Transparansi Kondisi Keuangan; dan Bank telah menyusun Laporan Pelaksanaan Tata Kelola dengan isi dan cakupan sesuai dengan ketentuan yang berlaku. <p>Governance Process:</p> <ul style="list-style-type: none"> The Bank prepares and presents the reports in the manner, type, and scope as stipulated in the provisions of Bank Indonesia and/or Financial Services Authority on Transparency of Financial Condition; and The Bank has prepared the Governance Implementation Report in which its content and coverage is in accordance with the applicable regulations. <p>Governance Outcome: Bank telah menyampaikan informasi keuangan dan non keuangan secara transparan kepada publik melalui <i>homepage</i> Bank. Cakupan informasi keuangan dan non keuangan tersebut disampaikan tepat waktu, lengkap, dan akurat.</p> <p>Governance Outcome: The Bank has published its financial and non financial information transparently to the public through the Bank's homepage. The scope of financial and non financial information is delivered in a timely, complete, and accurate manner.</p>
<p>Rencana Strategis Bank Bank's Strategic Plans</p>	2	<p>Governance Structure: Rencana strategis Bank telah disusun dalam rencana bisnis sesuai dengan visi dan misi Bank.</p> <p>Governance Structure: The Bank's strategic plans have been outlined in the business plan according to the Bank's vision and mission.</p> <p>Governance Process:</p> <ul style="list-style-type: none"> Rencana Bisnis Bank (RBB) disusun secara realistis dengan memperhatikan faktor eksternal maupun internal, prinsip kehati-hatian, serta disesuaikan dengan visi dan misi Bank; Direksi telah mengomunikasikan Rencana Bisnis Bank dengan elemen-elemen terkait; Direksi telah melaksanakan Rencana Bisnis Bank dengan cukup baik; dan Rencana Strategis Bank telah dikomunikasikan di dalam rapat-rapat Direksi dan Dewan Komisaris. <p>Governance Process:</p> <ul style="list-style-type: none"> The Bank's Business Plan (RBB) is prepared realistically by considering the external and internal factors, prudential principles, and adjustments to the Bank's Vision and Mission. The Board of Directors has communicated the Bank's Business Plan with the related elements; The Board of Directors has implemented the Bank's Business Plan relatively well; and The Bank's Strategic Plans have been communicated in meetings of Board of Directors and Board of Commissioners.

Uraian (Individu) Description (Individual)		
Aspek Aspect	Nilai Score	Analisis Analysis
		<p>Governance Outcome:</p> <ul style="list-style-type: none"> Rencana bisnis telah disusun oleh Direksi dan disetujui oleh Dewan Komisaris; Rencana Strategis Bank menjadi acuan dalam melaksanakan tindakan-tindakan strategis Bank, seperti pembukaan kantor cabang dan penerbitan surat berharga; Pencapaian kinerja tahun 2019 cukup baik. Pencapaian dan kondisi yang terjadi telah dikomunikasikan pencapaiannya dalam rapat-rapat serta fokus kepada penerapan strategi yang telah diambil Direksi dengan arahan atau nasihat Dewan Komisaris; dan Kondisi realisasi bisnis telah dikomunikasikan Direksi kepada Pemegang Saham, sehingga terjalin komunikasi yang kondusif dan telah dirumuskan beberapa langkah untuk perbaikan secara berkesinambungan. <p>Governance Outcome:</p> <ul style="list-style-type: none"> The business plan has been prepared by the Board of Directors and approved by the Board of Commissioners; The Bank's Strategic Plans become references in implementing the Bank's strategic actions, such as opening branch offices and issuing marketable securities; Performance achievement in 2019 was relatively good. The achievements and conditions occurred have been communicated in meetings, and focused on implementation of strategies taken by the Board of Directors under the direction or advice of the Board of Commissioners; and The condition of business realization has been communicated by the Board of Directors to Shareholders, resulting in conducive communication and several steps for continuous improvement have been formulated.

Rekomendasi dan Tindak Lanjut Asesmen GCG

Pada tahun 2019, hasil *self assessment* GCG Bank Victoria dalam implementasi GCG menunjukkan adanya beberapa rekomendasi yang perlu ditindaklanjuti agar kualitas implementasi GCG terus meningkat. Rekomendasi hasil *self assessment* GCG dan pelaksanaan tindak lanjutnya ditunjukkan sebagai berikut.

Recommendations and Follow-Up on GCG Assessment

In 2019, Bank Victoria's GCG self-assessment results on GCG implementation showed a number of recommendations that needed to be followed up so that the quality of GCG implementation continues to improve. The recommendations of GCG self-assessment results and the follow-up actions are outlined as follows.

Rekomendasi Recommendation	Tindak Lanjut Follow-Up
Bank perlu meningkatkan kompetensi dan kemampuan di bidang penanganan kredit jaringan kantor. The Bank needs to improve its competence and ability in managing the office network credit.	Sesuai dengan RBB, Bank telah meningkatkan kompetensi dan kemampuan pejabat Bank di jaringan kantor dalam menangani kredit, termasuk pemberian kredit dan penyelesaian kredit bermasalah. In line with the RBB, the Bank has increased the competence and ability of Bank officials in the office network to manage loans, including in distributing loans and resolving non-performing loans.
Bank perlu meningkatkan analisa terkait proses pemberian kredit dan penyelesaian kredit bermasalah. The Bank needs to improve the analysis related to the process of granting loans and solving non-performing loans.	
Masih terdapat denda dan <i>fraud</i> serta meningkatnya kredit bermasalah atau NPL. There are still fines and fraud and increasing non-performing loans or NPL.	Bank terus mengupayakan pengelolaan perusahaan secara optimal sehingga dapat menghindari terjadinya sanksi dan teguran regulator. Pemantauan terhadap kredit bermasalah juga terus diupayakan oleh pejabat di jaringan kantor dan kantor pusat. The Bank continues to strive for optimal Company management in order to avoid sanction and reprimand from the regulator. Monitoring of non-performing loans is also pursued by officials in the office network and head office.



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Peningkatan Kualitas Implementasi GCG dan Benchmarking

Peningkatan kualitas implementasi GCG dapat dibagi dalam 2 (dua) konteks, yaitu:

1. Peningkatan kualitas untuk mencapai standar yang telah ditetapkan. Hal ini dilakukan melalui tindak lanjut rekomendasi *self assessment* GCG serta tindak lanjut temuan dan rekomendasi audit internal dan audit eksternal, seperti kantor akuntan publik, Bank Indonesia, dan Otoritas Jasa Keuangan. Selanjutnya, tindak lanjut rekomendasi tersebut akan dipantau dan dilaporkan kembali kepada Direksi, Dewan Komisaris, serta regulator terkait.
2. Peningkatan kualitas dari standar yang telah dicapai. Dalam meningkatkan kualitas melebihi standar yang telah dicapai, Bank dapat melakukan *benchmarking* terhadap bank dengan kategori dan level yang sama atau lebih tinggi. Melalui proses tersebut, Bank akan mendapatkan gambaran tentang praktik terbaik dari implementasi GCG di industri perbankan.

Improving Quality of GCG Implementation and Benchmarking

Improving the quality of GCG implementation can be divided into 2 (two) contexts, which are:

1. Increasing the quality to achieve the standards that have been determined. This is conducted through the follow-up of GCG self-assessment recommendations as well as follow-up on internal audit and external audit findings and recommendations, such as from public accounting firm, Bank Indonesia, and Financial Services Authority. Subsequently, the follow-up on such recommendations will be monitored and reported back to the Board of Directors, Board of Commissioners, and relevant regulators.
2. Increasing the quality of the standards that have been achieved. To improve the quality so as to exceed the standards achieved, the Bank may perform benchmarking to other banks that have equal or higher category or level. Through such process, the Bank will obtain an overview of best practices of GCG implementation in banking industry.

Manfaat Implementasi GCG

// Benefit of GCG Implementation

Manfaat yang diperoleh Bank dalam implementasi GCG meliputi:

1. Segi Operasional, Bank telah mencapai kategori Bank BUKU II dan telah memperluas layanan dengan menyediakan layanan devisa;
2. Segi Keuangan, Bank memiliki struktur permodalan yang semakin kokoh dengan kinerja keuangan yang stabil;
3. Segi tata kelola, tingkat kesehatan Bank dari hasil *self assessment* GCG selalu berada dalam kategori "Baik" dengan tingkat risiko komposit "Low to Moderate";
4. Segi keberlanjutan usaha yang akan datang, Bank memiliki peluang pertumbuhan yang besar berdasarkan hasil analisa *strengths, weaknesses, oportunities, threats* (SWOT).

Benefits obtained by the Bank in implementing GCG include:

1. From Operational perspective, the Bank has reached BUKU II Bank category and has expanded its services by providing foreign exchange services;
2. From Financial perspective, the Bank has an increasingly robust capital structure with stable financial performance;
3. From Governance perspective, the Bank's sound level from the GCG self-assessment results is always in "Good" category with "Low to Moderate" composite risk level;
4. From the perspective of future business sustainability, the Bank has great growth opportunity based on the results of SWOT (strengths, weaknesses, opportunism, threats) analysis.

Implementasi Tata Kelola Perusahaan Terbuka

// Implementation of Corporate Governance of Public Company

Pelaksanaan penerapan aspek dan prinsip tata kelola perusahaan terbuka diatur dalam Peraturan Otoritas Jasa Keuangan No. 21/POJK.04/2015 tentang Penerapan Pedoman Tata Kelola Perusahaan Terbuka dan Surat Edaran Otoritas Jasa Keuangan No 32/SEOJK.04/2015 tentang Pedoman Tata Kelola Perusahaan terbuka, yang mengatur tentang 5 (lima) aspek, 8 (delapan) prinsip dan 24 rekomendasi penerapan prinsip tata kelola. Implementasi pedoman Tata Kelola Perusahaan Terbuka di Bank Victoria dijelaskan sebagai berikut.

Implementation of governance aspects and principles of public company is stipulated in the Financial Services Authority Regulation No. 21/POJK.04/2015 on Implementation of Corporate Governance of Public Company and Circular of Financial Services Authority No. 32/SEOJK.04/2015 on Corporate Governance Guidelines of Public Company, which governs 5 (five) aspects, 8 (eight) principles, and 24 recommendations to implement governance principles. The implementation of Public Company's Corporate Governance Guidelines at Bank Victoria is described as follows.

No.	Aspek/Prinsip/Rekomendasi Aspects/Principles/Recommendations	Uraian Rekomendasi Description Recommendations	Pemenuhan Fulfillment	Realisasi Realization
I.	Hubungan Perusahaan Terbuka dengan Pemegang Saham dalam Menjamin Hak-Hak Pemegang Saham. Relationship between the Public Company and Shareholders in Guaranteeing the Shareholders' Rights.			
1.	Meningkatkan Nilai Penyelenggaraan Rapat Umum Pemegang Saham (RUPS). Increasing the Value of Convening General Meeting of Shareholders (GMS).			
a.	<p>Perusahaan terbuka memiliki cara atau prosedur teknis pengumpulan suara (<i>voting</i>), baik secara terbuka maupun tertutup yang mengedepankan independensi, dan kepentingan Pemegang Saham.</p> <p>Public Company has technical voting methods or procedures, either open or close, prioritizing independence and interest of Shareholders.</p>	<ul style="list-style-type: none"> Setiap saham dengan hak suara yang dikeluarkan mempunyai satu hak suara (<i>one share one vote</i>). Pemegang Saham dapat menggunakan hak suaranya pada saat pengambilan keputusan, terutama dalam pengambilan keputusan dengan cara <i>voting</i>. Namun demikian, mekanisme pengambilan keputusan dengan cara <i>voting</i>, baik secara terbuka maupun tertutup belum diatur secara rinci. Perusahaan terbuka direkomendasikan mempunyai prosedur pengambilan suara dalam pengambilan keputusan atas suatu mata acara RUPS. Adapun prosedur <i>voting</i> tersebut harus menjaga independensi ataupun kebebasan Pemegang Saham. Sebagai contoh, dalam <i>voting</i> secara terbuka dilakukan dengan cara mengangkat tangan sesuai dengan instruksi pilihan yang ditawarkan oleh pimpinan RUPS. Sedangkan, dalam <i>voting</i> secara tertutup dilakukan pada keputusan yang membutuhkan kerahasiaan ataupun atas permintaan Pemegang Saham, dengan cara menggunakan kartu suara ataupun dengan penggunaan <i>electronic voting</i>. Every issued share with voting rights has one vote (<i>one share one vote</i>). Shareholders can use their votes during decision making, especially in decision making by voting. However, decision making mechanism by voting, either open or close, has not been regulated in details. Public Companies are recommended to have procedure of voting in decision making of one GMS agenda. The voting procedure must maintain the independence or freedom of the Shareholders. As an example, in open voting, it is done by raising hands following the instruction of selection offered by GMS Chair. Whereas in closed voting, it is done for decision that needs confidentiality or upon request by the Shareholders by using voting card or electronic voting. 	Terpenuhi Comply	<p>Bank Victoria telah memiliki cara atau prosedur teknis <i>voting</i>, baik secara terbuka maupun tertutup, yang diatur dalam Anggaran Dasar Bank Pasal 14 tentang Keputusan, Kuorum, Kehadiran, Keputusan dalam RUPS dan Risalah RUPS. Informasi tentang tata tertib RUPS telah dimuat dalam Kuorum situs web Bank dan dibacakan pada awal pelaksanaan RUPS. Demikian juga, informasi tentang pelaksanaan <i>voting</i> pada saat RUPS telah dimuat dalam setiap risalah RUPS Bank, termasuk risalah RUPS Tahunan yang dilaksanakan pada 10 Mei 2019 dan RUPS Luar Biasa pada 1 Maret 2019.</p> <p>Bank Victoria has a voting technical means or procedures, whether open or closed, as set forth in Bank's Articles of Association Article 14 on Decision, Quorum, Attendance, Quorum of Decisions in GMS and Minutes of GMS. The information on the GMS procedures was posted on Bank's website and read out at the beginning of the GMS. Also, the information on voting during the GMS has been published in every minutes of Bank's GMS, including the minutes of the Annual GMS held on 1 March 2019.</p>



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No.	Aspek/Prinsip/ Rekomendasi Aspects/Principles/ Recommendations	Uraian Rekomendasi Description Recommendations	Pemenuhan Fulfillment	Realisasi Realization
b.	<p>Seluruh anggota Direksi dan anggota Dewan Komisaris Perusahaan Terbuka hadir dalam RUPS Tahunan.</p> <p>All members of Board of Directors and members of Board of Commissioners of Public Company attend the Annual GMS.</p>	<p>Kehadiran seluruh anggota Direksi dan anggota Dewan Komisaris perusahaan terbuka bertujuan agar setiap anggota Direksi dan anggota Dewan Komisaris dapat memperhatikan, menjelaskan dan menjawab secara langsung permasalahan yang terjadi atau pertanyaan yang diajukan oleh Pemegang Saham terkait mata acara dalam RUPS.</p> <p>Attendance of all member of Board of Directors and members of Board of Commissioners of Public Company is intended so that each member of Board of Directors and member of Board of Commissioners can notice, explain, and answer directly on every problem occurred or questioned asked by the Shareholders in regard of the items in GMS agenda.</p>	Terpenuhi Comply	<p>Seluruh Dewan Komisaris dan Direksi Bank Victoria menghadiri RUPS Tahunan yang dilaksanakan pada 10 Mei 2019. Informasi pelaksanaan RUPS Tahunan tersebut disampaikan dalam pembahasan terkait Rapat Umum Pemegang Saham dalam bab Tata Kelola Perusahaan di dalam Laporan Tahunan ini.</p> <p>All members of Board of Commissioners and Board of Directors of Bank Victoria have attended the Annual General Meeting of Shareholders held on 10 May 2019. Information related to the Annual General Meeting of Shareholders is given in the discussion of the General Meeting of Shareholders in Corporate Governance chapter of this Annual Report.</p>
c.	<p>Ringkasan risalah RUPS tersedia dalam situs web Perusahaan Terbuka paling sedikit selama 1(satu) tahun.</p> <p>Summary of GMS Minutes is available on the Company's Website for at least 1(one) year.</p>	<p>Perusahaan terbuka wajib membuat ringkasan risalah RUPS dalam Bahasa Indonesia dan bahasa asing (minimal dalam Bahasa Inggris), serta diumumkan 2 (dua) hari kerja setelah RUPS diselenggarakan kepada masyarakat, yang salah satunya melalui situs web perusahaan terbuka. Ketersediaan ringkasan risalah RUPS pada situs web perusahaan terbuka memberikan kesempatan bagi Pemegang Saham yang tidak hadir untuk mendapatkan informasi penting dalam penyelenggaraan RUPS secara mudah dan cepat. Oleh karena itu, ketentuan tentang jangka waktu minimal ketersediaan ringkasan risalah RUPS di situs web dimaksudkan untuk menyediakan kecukupan waktu bagi Pemegang Saham untuk memperoleh informasi tersebut.</p> <p>Public Company must make the summary of GMS resolution in Indonesian and foreign language (at least in English) and announce it in 2 (two) business days after GMS is convened to public, in which one way is through the Company's Website. The availability of the summary of GMS resolution on the company's website gives opportunity to Shareholders who cannot attend to obtain important information in GMS easily and fast. Therefore, provision on the minimum period of availability of the summary of GMS resolution on the Website is intended to give adequate time for Shareholders to obtain the information.</p>	Terpenuhi Comply	<p>Ringkasan risalah RUPS telah dimuat dalam situs web Bank serta telah dimuat dalam Harian Surat Kabar Kontan tanggal 14 Mei 2019.</p> <p>The summary of the minutes of the GMS has been published on Bank's website in Indonesian and English, and has been published in the Kontan Daily Newspaper on 14 May 2019.</p>

No.	Aspek/Prinsip/ Rekomendasi Aspects/Principles/ Recommendations	Uraian Rekomendasi Description Recommendations	Pemenuhan Fulfillment	Realisasi Realization
2.	Meningkatkan Kualitas Komunikasi Perusahaan Terbuka dengan Pemegang Saham atau Investor. Increasing the Communication Quality of the Public Company and Shareholders or Investors.			
a.	<p>Perusahaan Terbuka memiliki suatu kebijakan komunikasi dengan Pemegang Saham atau investor.</p> <p>Public Company has communication policy with the Shareholders or Investors.</p>	<ul style="list-style-type: none"> Adanya komunikasi antara perusahaan terbuka dengan Pemegang Saham atau investor dimaksudkan agar para Pemegang Saham atau investor mendapatkan pemahaman lebih jelas atas informasi yang telah dipublikasikan kepada masyarakat, seperti laporan berkala, keterbukaan informasi, kondisi atau prospek bisnis dan kinerja, serta pelaksanaan tata kelola perusahaan terbuka. Di samping itu, Pemegang Saham atau investor juga dapat menyampaikan masukan dan opini kepada manajemen perusahaan terbuka. Kebijakan komunikasi dengan para Pemegang Saham atau investor menunjukkan komitmen perusahaan terbuka dalam melaksanakan komunikasi dengan para Pemegang Saham atau investor. Dalam kebijakan tersebut dapat mencakup strategi, program, dan waktu pelaksanaan komunikasi, serta panduan yang mendukung Pemegang Saham atau investor untuk berpartisipasi dalam komunikasi tersebut. The communication between public company and Shareholders or investors is intended to enable the Shareholders or investors to gain clearer understanding of publicly available information, such as periodic reports, information disclosure, business or performance conditions and prospects, and the implementation of corporate governance. In addition, Shareholders or investors may also submit feedback and opinions to public company's management. Communication policy with the Shareholders or investors indicates the commitment of public company in communicating with the shareholders or investors. Such policies may include strategies, programs, and timelines of communication, as well as guidelines that support the Shareholders or investors to participate in such communications. 	Terpenuhi Comply	<p>Bank Victoria memiliki kebijakan komunikasi dengan Pemegang Saham yang diatur dalam Anggaran Dasar Bank terkait RUPS. Berdasarkan kebijakan tersebut, Bank mengungkapkan informasi-informasi yang relevan kepada Pemegang Saham dan menyediakan sarana komunikasi bagi Pemegang Saham untuk mengetahui secara langsung informasi tentang Bank, yaitu melalui Sekretaris Perusahaan.</p> <p>Bank Victoria has a communication policy with the Shareholders, which among others is regulated in Bank's Articles of Association related to the GMS. Under such policy, Bank discloses relevant information to the Shareholders and provides a means of communication for Shareholders to know directly the information about the Bank through the Corporate Secretary.</p>
b.	<p>Perusahaan Terbuka mengungkapkan kebijakan komunikasi Perusahaan Terbuka dengan Pemegang Saham atau investor dalam situs web.</p> <p>Public Company discloses the communication policy of Public Company with Shareholders or investors in the website.</p>	<p>Pengungkapan kebijakan komunikasi merupakan bentuk transparansi atas komitmen perusahaan terbuka dalam memberikan kesetaraan kepada semua Pemegang Saham atau investor atas pelaksanaan komunikasi. Pengungkapan informasi tersebut juga bertujuan untuk meningkatkan partisipasi dan peran Pemegang Saham atau investor dalam pelaksanaan program komunikasi perusahaan terbuka.</p> <p>The disclosure of communication policy is a form of transparency of public company's commitment in giving equality to all Shareholders or investors for the implementation of communication. The disclosure of such information also aims to increase the participation and role of Shareholders or investors in the implementation of public company's communication program.</p>	Terpenuhi Comply	<p>Pengungkapan terkait kebijakan komunikasi kepada Pemegang Saham atau investor disampaikan pada Laporan Tahunan Perseroan yang telah dimuat dalam <i>website</i> Perseroan bagian Hubungan Investor.</p> <p>Disclosure of the communication policy to Shareholders or investors is presented in the Company's Annual Report that has been posted on the Company's website in the Investor Relations section.</p>



Aspek Pendukung Bisnis
Aspect of Business Support



Tata Kelola Perusahaan
Good Corporate Governance



Tanggung Jawab Sosial Perusahaan
Corporate Social Responsibility



Struktur Permodalan dan Praktik Manajemen Risiko
Capital Structure and Risk Management Practices

No.	Aspek/Prinsip/ Rekomendasi Aspects/Principles/ Recommendations	Uraian Rekomendasi Description Recommendations	Pemenuhan Fulfillment	Realisasi Realization
II.	Fungsi dan Peran Dewan Komisaris. Functions and Roles of the Board of Commissioners.			
3.	Memperkuat Keanggotaan dan Komposisi Dewan Komisaris. Strengthening Membership and Composition of the Board of Commissioners.			
a.	<p>Penentuan jumlah anggota Dewan Komisaris mempertimbangkan kondisi Perusahaan Terbuka.</p> <p>The determination of number of Board of Commissioners considers the condition of the Public Company.</p>	<p>Jumlah anggota Dewan Komisaris dapat memengaruhi efektivitas pelaksanaan tugas dari Dewan Komisaris. Penentuan jumlah anggota Dewan Komisaris perusahaan terbuka wajib mengacu kepada ketentuan peraturan perundang-undangan yang berlaku, yang paling kurang terdiri dari 2 (dua) orang berdasarkan ketentuan Peraturan Otoritas Jasa Keuangan tentang Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik. Selain itu, perlu juga mempertimbangkan kondisi perusahaan terbuka yang antara lain yang meliputi karakteristik, kapasitas, dan ukuran, serta pencapaian tujuan dan pemenuhan kebutuhan bisnis yang berbeda diantara perusahaan terbuka. Namun demikian, jumlah anggota Dewan Komisaris yang terlalu besar berpotensi mengganggu efektivitas pelaksanaan fungsi Dewan Komisaris.</p> <p>The number of members of the Board of Commissioners may affect the effectiveness of the execution of duties of the Board of Commissioners. The determination of the number of members of the Board of Commissioners of a public company must refer to the applicable laws and regulations, which is at least 2 (two) persons based on the provisions of the FSA Regulation on the Board of Directors and the Board of Commissioners of the Issuers or Public Companies. In addition, it is also necessary to consider the conditions of public company including, among other things, the characteristics, capacities, and measures, and the achievement of objectives and the fulfillment of different business needs among the public companies. However, the large number of members of the Board of Commissioners will potentially disrupt the effectiveness of the implementation of the Board of Commissioners' functions.</p>	Terpenuhi Comply	<p>Penentuan jumlah anggota Dewan Komisaris Bank Victoria telah sesuai dengan Anggaran Dasar Bank, <i>Board of Commissioners Charter</i> (BOC Charter) yang telah disahkan melalui Surat Keputusan Dewan Komisaris No. 001/SK-KOM/04/19 tanggal 10 April 2019, dan Peraturan Otoritas Jasa Keuangan tentang Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik. Dewan Komisaris beranggotakan 3 (tiga) orang dan dari 2 (dua) orang diantaranya merupakan Komisaris Independen. Jumlah tersebut dianggap telah sesuai dengan kompleksitas usaha Bank saat ini.</p> <p>The determination of the number of members of the Board of Commissioners of Bank Victoria is in accordance with Bank's Articles of Association, Board of Commissioners Charter (BOC Charter) ratified by the Decision Letter of the Board of Commissioners No. 001/SK-KOM/04/19 dated 10, April 2019, and the FSA Regulation on the Board of Directors and Board of Commissioners of Issuers or Public Companies. The Board of Commissioners has 3 (three) members and 2 (two) of them are Independent Commissioners. This number is considered to be fit to the complexity of Bank's current business.</p>
b.	<p>Penentuan komposisi anggota Dewan Komisaris memperhatikan keberagaman keahlian, pengetahuan, dan pengalaman yang dibutuhkan.</p> <p>The determination of composition of the Board of Commissioners considers the range of expertise, knowledge, and experience required.</p>	<p>Komposisi Dewan Komisaris merupakan kombinasi karakteristik, baik dari segi organ Dewan Komisaris maupun anggota Dewan Komisaris secara individu, sesuai dengan kebutuhan perusahaan terbuka. Karakteristik tersebut dapat tercermin dalam penentuan keahlian, pengetahuan, dan pengalaman yang dibutuhkan dalam pelaksanaan tugas pengawasan dan pemberian nasihat oleh Dewan Komisaris perusahaan terbuka. Komposisi yang telah memperhatikan kebutuhan perusahaan terbuka merupakan suatu hal yang positif, khususnya terkait pengambilan keputusan dalam rangka pelaksanaan fungsi pengawasan yang dilakukan dengan mempertimbangkan berbagai aspek yang lebih luas.</p> <p>The composition of Board of Commissioners is a combination of characteristics either as organ of the Board of Commissioners or as members of the Board of Commissioners individually, according to the needs of the Public Company. These characteristics are reflected in determining expertise, knowledge, and experience required in implementing supervisory and advisory duties by the Board of Commissioners of a Public Company. The composition that has been attentive to the needs of a Public Company is a positive matter, particularly related to decision making in regard of implementing supervisory function conducted by considering various wider aspects.</p>	Terpenuhi Comply	<p>Anggota Dewan Komisaris terdiri dari orang-orang yang profesional dan kompeten di bidangnya, dengan beragam keahlian, pengetahuan dan pengalaman yang sesuai dengan bisnis Perseroan. Keberagaman komposisi Dewan Komisaris telah disampaikan dalam pembahasan terkait Dewan Komisaris dalam bab Tata Kelola Perusahaan di dalam Laporan Tahunan ini.</p> <p>Members of the Board of Commissioners consist of professional and competent persons, with wide range of expertise, knowledge, and experience relevant to the Company's business. The diversity of the composition of the Board of Commissioners has been presented in the relevant discussions of the Board of Commissioners in Corporate Governance chapter of this Annual Report.</p>

No.	Aspek/Prinsip/ Rekomendasi Aspects/Principles/ Recommendations	Uraian Rekomendasi Description Recommendations	Pemenuhan Fulfillment	Realisasi Realization
4.	Meningkatkan Kualitas Pelaksanaan Tugas dan Tanggung Jawab Dewan Komisaris. Increasing the Quality of Implementation of Duties and Responsibilities of the Board of Commissioners.			
a.	<p>Dewan Komisaris mempunyai kebijakan <i>self assessment</i> untuk menilai kinerja Dewan Komisaris.</p> <p>The Board of Commissioners has self assessment policy to assess the performance of the Board of Commissioners.</p>	<ul style="list-style-type: none"> • Kebijakan <i>self assessment</i> Dewan Komisaris merupakan suatu pedoman yang digunakan sebagai bentuk akuntabilitas atas penilaian kinerja Dewan Komisaris secara kolegal. <i>Self assessment</i> atau penilaian sendiri dilakukan oleh masing-masing anggota untuk menilai pelaksanaan kinerja Dewan Komisaris secara kolegal, dan bukan menilai kinerja individual masing-masing anggota Dewan Komisaris. Dengan adanya <i>self assessment</i> ini diharapkan masing-masing anggota Dewan Komisaris dapat berkontribusi untuk memperbaiki kinerja Dewan Komisaris secara berkesinambungan. • Kebijakan tersebut dapat mencakup kegiatan penilaian yang dilakukan beserta maksud dan tujuan, waktu pelaksanaan yang secara berkala, dan tolok ukur atau kriteria penilaian yang digunakan sesuai dengan rekomendasi yang diberikan oleh fungsi nominasi dan remunerasi perusahaan terbuka, dimana adanya fungsi tersebut telah diwajibkan dalam Peraturan Otoritas Jasa Keuangan tentang Komite Nominasi dan Remunerasi Emiten atau Perusahaan Publik. • The Board of Commissioners' self-assessment policy is a guideline used as a form of accountability for the performance of the Board of Commissioners in a collegial manner. Self assessment is conducted by each member to assess the performance of the Board of Commissioners in a collegial manner, rather than assessing the individual performance of each member of the Board of Commissioners. With this self assessment, it is expected that each member of the Board of Commissioners can contribute to improve the performance of the Board of Commissioners on an ongoing basis. • The policy may include the assessment activities undertaken along with their purposes and objectives, time of execution periodically, and benchmarks or assessment criteria used in accordance with the recommendations given by the nomination and remuneration function of public company, in which the functions are required in the FSA Regulation on the Nomination and Remuneration Committee of Issuers or Public Companies. 	Terpenuhi Comply	<p>Dewan Komisaris Bank Victoria telah memiliki kebijakan terkait <i>self assessment</i> yang ditetapkan dalam BOC Charter terkait Evaluasi Kinerja Dewan Komisaris.</p> <p>The Board of Commissioners of Bank Victoria has a policy related to self assessment as stipulated in the BOC Charter on the Performance Evaluation of the Board of Commissioners.</p>
b.	<p>Kebijakan <i>self assessment</i> untuk menilai kinerja Dewan Komisaris, diungkapkan melalui Laporan Tahunan Perusahaan Terbuka.</p> <p>Self assessment policy to assess the performance of the Board of Commissioners is disclosed through the Public Company Annual Report.</p>	<p>Pengungkapan kebijakan <i>self assessment</i> atas kinerja Dewan Komisaris dilakukan tidak hanya untuk memenuhi aspek transparansi sebagai bentuk pertanggungjawaban atas pelaksanaan tugasnya, namun juga untuk memberikan keyakinan, khususnya kepada para Pemegang Saham atau investor atas upaya-upaya yang perlu dilakukan dalam meningkatkan kinerja Dewan Komisaris. Dengan adanya pengungkapan tersebut, Pemegang Saham atau investor mengetahui mekanisme <i>check and balance</i> terhadap kinerja Dewan Komisaris.</p>	Terpenuhi Comply	<p>Dewan Komisaris telah melaksanakan <i>self assessment</i> secara konsisten setiap tahun berdasarkan BOC Charter. Uraian terkait pelaksanaan <i>self assessment</i> Dewan Komisaris telah disampaikan dalam pembahasan terkait Dewan Komisaris dalam bab Tata Kelola Perusahaan di dalam Laporan Tahunan ini.</p>



Aspek Pendukung Bisnis
Aspect of Business Support



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Good Corporate Governance



Tanggung Jawab Sosial Perusahaan
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Struktur Permodalan dan Praktik Manajemen Risiko
Capital Structure and Risk Management Practices

No.	Aspek/Prinsip/ Rekomendasi Aspects/Principles/ Recommendations	Uraian Rekomendasi Description Recommendations	Pemenuhan Fulfillment	Realisasi Realization
		<p>The disclosure of self assessment policy on the performance of the Board of Commissioners is conducted not only to fulfill the transparency aspect as a form of responsibility for the performance of its duties, but also to provide confidence, especially to the Shareholders or investors on the efforts that need to be made to improve the performance of the Board of Commissioners. With such disclosure, the Shareholders or investors know the mechanism of check and balance on the performance of the Board of Commissioners.</p>		<p>Based on the BOC Charter, the Board of Commissioners conducts self-assessment consistently annually. Description of the implementation of the Board of Commissioners' self-assessment has been presented in the relevant discussion of the Board of Commissioners in the Corporate Governance chapter in this Annual Report.</p>
c.	<p>Dewan Komisaris mempunyai kebijakan terkait pengunduran diri anggota Dewan Komisaris apabila terlibat dalam kejahatan keuangan.</p> <p>The Board of Commissioners has policies related to resignation of members of Board of Commissioners if involved in financial crime.</p>	<ul style="list-style-type: none"> • Kebijakan pengunduran diri anggota Dewan Komisaris yang terlibat dalam kejahatan keuangan merupakan kebijakan yang dapat meningkatkan kepercayaan para pemangku kepentingan terhadap perusahaan terbuka sehingga integritas perusahaan akan tetap terjaga. Kebijakan ini diperlukan untuk membantu kelancaran proses hukum dan agar proses hukum tersebut tidak mengganggu jalannya kegiatan usaha. Selain itu, dari sisi moralitas, kebijakan ini membangun budaya beretika di lingkungan perusahaan terbuka. Kebijakan tersebut dapat tercakup dalam pedoman ataupun kode etik yang berlaku bagi Dewan Komisaris. • Selanjutnya, yang dimaksud dengan terlibat dalam kejahatan keuangan merupakan adanya status terpidana terhadap anggota Dewan Komisaris dari pihak yang berwenang. Kejahatan keuangan dimaksud seperti manipulasi dan berbagai bentuk penggelapan dalam kegiatan jasa keuangan serta tindakan pidana pencucian uang sebagaimana dimaksud dalam Undang-Undang No. 8 Tahun 2010 tentang Pencegahan dan Pemberantasan Tindak Pidana Pencucian Uang. • The resignation policy of the members of the Board of Commissioners involved in financial crime is a policy that can improve stakeholders' trust on public companies to maintain corporate integrity. This policy is required to assist in smooth legal process and to ensure that the legal process does not interfere with the business activities. In addition, in terms of morality, this policy establishes an ethical culture in public company environment. Such policies may be covered by guidelines or code of conduct applicable to the Board of Commissioners. • Furthermore, what is meant by engaging in financial crime is the status of the convicted against the member of the Board of Commissioners from the authorized party. The financial crimes in question include manipulation and various forms of embezzlement in financial services' activities and the money laundering as referred to in Law no. 8 of 2010 on the Prevention and Eradication of the Criminal Act of Money Laundering. 	Terpenuhi Comply	<p>Dewan Komisaris Bank Victoria telah memiliki kebijakan terkait pengunduran diri apabila terlibat dalam benturan kepentingan sebagaimana ditetapkan dalam BOC <i>Charter</i> terkait Keanggotaan Dewan Komisaris.</p> <p>Board of Commissioners of Bank Victoria has had policies related to resignation if involved in conflict of interest as stipulated in BOC Charter regarding Membership of Board of Commissioners.</p>

No.	Aspek/Prinsip/ Rekomendasi Aspects/Principles/ Recommendations	Uraian Rekomendasi Description Recommendations	Pemenuhan Fulfillment	Realisasi Realization
d.	<p>Dewan Komisaris atau Komite yang menjalankan fungsi Nominasi dan Remunerasi menyusun kebijakan suksesi dalam proses nominasi anggota Direksi.</p> <p>The Board of Commissioners or Committees performing the Nomination and Remuneration functions make a succession policy in the nomination process of Board of Directors.</p>	<p>Berdasarkan ketentuan Peraturan Otoritas Jasa Keuangan tentang Komite Nominasi dan Remunerasi Emiten atau Perusahaan Publik, komite yang menjalankan fungsi nominasi mempunyai tugas untuk menyusun kebijakan dan kriteria yang dibutuhkan dalam proses nominasi calon anggota Direksi. Salah satu kebijakan yang dapat mendukung proses nominasi sebagaimana dimaksud adalah kebijakan suksesi anggota Direksi. Kebijakan mengenai suksesi bertujuan untuk menjaga kesinambungan proses regenerasi atau kaderisasi kepemimpinan di perusahaan dalam rangka mempertahankan keberlanjutan bisnis dan tujuan jangka panjang perusahaan.</p> <p>Under the provisions of the FSA Regulations on the Nomination and Remuneration Committee of Issuers or Public Companies, the committees in charge of nomination function have the duty to formulate the policies and criteria required in the nomination process of candidates for the Board of Directors. One of the policies that can support the nomination process as referred to is the succession policy of the members of the Board of Directors. The policy on succession is aimed to maintain the continuity of the regeneration process or leadership cadre in the company to maintain business sustainability and longterm goals of the company.</p>	Terpenuhi Comply	<p>Komite Nominasi dan Remunerasi Bank Victoria telah memiliki kebijakan suksesi Direksi sebagaimana dimuat dalam Kebijakan Sistem Nominasi dan Remunerasi berdasarkan Surat Keputusan Dewan Komisaris No. 001/SK-KOM/02/16 tanggal 22 Februari 2016. Uraian kebijakan suksesi Direksi disampaikan pada pembahasan terkait Komite Nominasi dan Remunerasi dalam bab Tata Kelola Perusahaan di dalam Laporan Tahunan ini.</p> <p>The Nomination and Remuneration Committee of Bank Victoria has a policy related to the succession of the Board of Directors as stated in the Policy relating to the Nomination and Remuneration System based on the Decree of the Board of Commissioners No. 001/SK-KOM/02/16 dated 22, February 2016. A description of the Board of Directors' succession policy has been presented in the relevant discussion of the Nomination and Remuneration Committee in Corporate Governance chapter of this Annual Report.</p>
III.	Fungsi dan Peran Direksi. Functions and Roles of the Board of Directors.			
5.	Memperkuat Keanggotaan dan Komposisi Direksi. Strengthening Membership and Composition of the Board of Directors.			
a.	<p>Penentuan jumlah anggota Direksi mempertimbangkan kondisi Perusahaan Terbuka, serta efektivitas dalam pengambilan keputusan.</p> <p>The determination of number of Board of Directors considers the condition of the Public Company, and the effectiveness of decision making.</p>	<p>Sebagai organ perusahaan yang berwenang dalam pengurusan perusahaan, penentuan jumlah Direksi sangat memengaruhi jalannya kinerja Perusahaan Terbuka. Dengan demikian, penentuan jumlah anggota Direksi harus dilakukan melalui pertimbangan yang matang dan wajib mengacu pada ketentuan peraturan perundang-undangan yang berlaku, dimana berdasarkan Peraturan Otoritas Jasa Keuangan tentang Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik paling sedikit terdiri dari 2 (dua) orang. Di samping itu, dalam penentuan jumlah Direksi harus berdasarkan pada kebutuhan untuk mencapai maksud dan tujuan perusahaan terbuka dan disesuaikan dengan kondisi perusahaan terbuka, meliputi karakteristik, kapasitas dan ukuran perusahaan terbuka serta bagaimana tercapainya efektivitas pengambilan keputusan Direksi.</p> <p>As the organ of the company authorized in company's management, the determination of the number of Board of Directors greatly affects the performance of Public Company. Thus, the determination of the number of members of the Board of Directors must be made through careful consideration and must be subject to the provisions of applicable laws and regulations, which according to the FSA Regulation on the Board of Directors and Board of Commissioners of Issuers or Public Companies, the number of the members must be composed of at least 2 (two) persons. In addition, the determination of the number of Board of Directors should be based on the need to achieve public company's goals and objectives and adjusted to the conditions of the public company, including the characteristics, capacity, and size of the public company and how to make effective Board of Directors' decision.</p>	Terpenuhi Comply	<p>Penentuan jumlah anggota Direksi Bank Victoria telah sesuai dengan Anggaran Dasar Bank, <i>Board of Directors Charter</i> (BOD Charter) yang telah disahkan melalui Surat Keputusan Direksi No. 002/SK-DIR/05/19 tanggal 2 Mei 2019, dan Peraturan Otoritas Jasa Keuangan tentang Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik. Direksi beranggotakan 5 (lima) orang dan dianggap telah sesuai dengan kompleksitas usaha Bank saat ini.</p> <p>The determination of the number of members of the Board of Directors of Bank Victoria is in accordance with Bank's Articles of Association, Board of Directors Charter (BOD Charter) which has been ratified by the Board of Directors' Decree No. 002/SK-DIR/05/19 dated 2, May 2019, and FSA Regulation on the Board of Directors and Board of Commissioners of Issuers or Public Companies. The Board of Directors consist of 5 (five) members and are deemed to be in line with Bank's current business complexity.</p>



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No.	Aspek/Prinsip/ Rekomendasi Aspects/Principles/ Recommendations	Uraian Rekomendasi Description Recommendations	Pemenuhan Fulfillment	Realisasi Realization
b.	<p>Penentuan komposisi anggota Direksi memperhatikan keberagaman keahlian, pengetahuan, dan pengalaman yang dibutuhkan.</p> <p>The determination of composition of the Board of Directors considers range of expertise, knowledge, and experience required.</p>	<p>Seperti halnya Dewan Komisaris, keberagaman komposisi anggota Direksi merupakan kombinasi karakteristik yang diinginkan, baik dari segi organ Direksi maupun anggota Direksi secara individu, sesuai dengan kebutuhan perusahaan terbuka. Kombinasi tersebut ditentukan dengan cara memperhatikan keahlian, pengetahuan dan pengalaman yang sesuai pada pembagian tugas dan fungsi jabatan Direksi dalam mencapai tujuan perusahaan terbuka. Dengan demikian, pertimbangan kombinasi karakteristik dimaksud akan berdampak dalam ketepatan proses pencalonan dan penunjukan individual anggota Direksi ataupun Direksi secara kolektif.</p> <p>Similar to the Board of Commissioners, the diversity of composition of Board of Directors is a combination of characteristics required in terms of the Board of Directors as organ and as member of Board of Directors individually, according to the needs of the Public Company. Such combination is determined by considering the expertise, knowledge, and experience in accordance with the division of duties and functions of Board of Directors in achieving the Public Company's objectives. Therefore, the consideration of the combination of such characteristics will have an impact in the accuracy of the nomination process and the individual appointment of members of the Board of Directors or the Board of Directors in a collegial manner.</p>	Terpenuhi Comply	<p>Penentuan komposisi anggota Direksi telah memperhatikan keberagaman keahlian, pengetahuan, dan pengalaman yang dibutuhkan. Keberagaman komposisi Direksi telah disampaikan dalam pembahasan terkait Direksi dalam bab Tata Kelola Perusahaan di dalam Laporan Tahunan ini.</p> <p>The determination of composition of Board of Directors already considers the range of expertise, knowledge, and experience required. The diversity of the composition of the Board of Directors has been presented in the relevant discussion of the Board of Directors in Corporate Governance chapter of this Annual Report.</p>
c.	<p>Anggota Direksi yang membawahi bidang akuntansi atau keuangan memiliki keahlian dan/atau pengetahuan di bidang akuntansi.</p> <p>Member of Board of Directors in charge of accounting or finance have the skills and/or knowledge in accounting.</p>	<ul style="list-style-type: none"> Laporan Keuangan merupakan laporan pertanggungjawaban manajemen atas pengelolaan sumber daya yang dimiliki oleh perusahaan terbuka, yang wajib disusun dan disajikan sesuai dengan Standar Akuntansi Keuangan yang berlaku umum di Indonesia dan juga Peraturan Otoritas Jasa Keuangan terkait, antara lain peraturan perundang-undangan di sektor pasar modal yang mengatur mengenai penyajian dan pengungkapan Laporan Keuangan perusahaan terbuka. Berdasarkan peraturan perundang-undangan di sektor pasar modal yang mengatur mengenai tanggung jawab Direksi atas Laporan Keuangan, Direksi secara tanggung renteng bertanggung jawab atas Laporan Keuangan, yang ditandatangani Direktur Utama dan anggota Direksi yang membawahi bidang akuntansi atau keuangan. Pengungkapan dan penyusunan informasi keuangan yang disajikan dalam laporan keuangan akan sangat tergantung pada keahlian, dan/atau pengetahuan Direksi, khususnya anggota Direksi yang membawahi bidang akuntansi atau keuangan. Adanya kualifikasi keahlian dan/atau pengetahuan di bidang akuntansi yang setidaknya dimiliki anggota Direksi dimaksud dapat memberikan keyakinan atas penyusunan Laporan Keuangan, sehingga Laporan Keuangan tersebut dapat diandalkan oleh para pemangku kepentingan sebagai dasar pengambilan keputusan ekonomi terkait perusahaan terbuka dimaksud. Keahlian dan/atau pengetahuan tersebut dapat dibuktikan dengan latar belakang pendidikan, sertifikasi pelatihan dan/atau pengalaman kerja terkait. 	Terpenuhi Comply	<p>Direktur Keuangan Bank Victoria yang membawahi bidang akuntansi/keuangan, yaitu Debora Wahjutirto Tanoyo memiliki pengetahuan dan keahlian di bidang akuntansi.</p> <p>The Director of Finance of Bank Victoria in charge of accounting/finance sector, Debora Wahjutirto Tanoyo, has knowledge and expertise in accounting field.</p>

No.	Aspek/Prinsip/ Rekomendasi Aspects/Principles/ Recommendations	Uraian Rekomendasi Description Recommendations	Pemenuhan Fulfillment	Realisasi Realization
		<ul style="list-style-type: none"> The Financial Statement is management accountability report on the management of resources owned by a public company, which must be prepared and presented in accordance with the generally accepted Financial Accounting Standards in Indonesia as well as the related FSA Regulation, such as the regulation on the capital market sector governing the presentation and disclosure of Company's Financial Statement. Under the laws and regulations of the capital market sector governing the Board of Directors' responsibilities in the Financial Statement, the Board of Directors are jointly and severally liable for the Financial Statement, signed by the President Director and member of the Board of Directors in charge of accounting or finance sector. Thus, the disclosure and preparation of financial information presented in the financial statement will largely depend on Board of Directors' expertise and/or knowledge, especially the members of the Board of Directors who are in charge of accounting or finance sector. The qualification of expertise and/or knowledge in accounting sector which at least possessed by the members of the Board of Directors concerned can provide confidence in the preparation of Financial Statement, so that the Financial Statement can be relied upon by the stakeholders as the basis of economic decision making related to the public company. Such expertise and/or knowledge may be proven by educational background, training certification, and/or related work experience. 		
6.	Meningkatkan Kualitas Pelaksanaan Tugas dan Tanggung Jawab Direksi. Increasing the Quality of Implementation of Duties and Responsibilities of the Board of Directors.			
a.	<p>Direksi mempunyai kebijakan <i>self assessment</i> untuk menilai kinerja Direksi.</p> <p>The Board of Directors have self assessment policy to assess the Board of Directors' performance.</p>	<ul style="list-style-type: none"> Seperti halnya pada Dewan Komisaris, kebijakan <i>self assessment</i> Direksi merupakan suatu pedoman yang digunakan sebagai bentuk akuntabilitas atas penilaian kinerja Direksi secara kolegal. <i>Self assessment</i> dilakukan oleh masing-masing anggota Direksi untuk menilai pelaksanaan kinerja Direksi secara kolegal, dan bukan menilai kinerja individual masing-masing anggota Direksi. Dengan adanya <i>self assessment</i> ini diharapkan masing-masing anggota Direksi dapat berkontribusi untuk memperbaiki kinerja Direksi secara berkesinambungan. Dalam kebijakan tersebut dapat mencakup kegiatan penilaian yang dilakukan beserta maksud dan tujuan, waktu pelaksanaan yang dilakukan secara berkala, dan tolok ukur atau kriteria penilaian digunakan sesuai dengan rekomendasi yang diberikan oleh fungsi nominasi dan remunerasi perusahaan terbuka, dimana pembentukan fungsi tersebut telah diwajibkan dalam Peraturan Otoritas Jasa Keuangan tentang Komite Nominasi dan Remunerasi Emiten atau Perusahaan Publik. Similar to the Board of Commissioners, the Board of Directors' self-assessment policy is a guideline used as a form of accountability for Board of Directors' performance collectively. Self assessment is performed by each member of the Board of Directors to assess the Board of Directors' performance collectively rather than assessing the individual performance of each member of the Board of Directors. This self assessment is expected to improve the performance of the Board of Directors on an ongoing basis. 	Terpenuhi Comply	<p>Direksi Bank Victoria telah memiliki kebijakan <i>self assessment</i> yang ditetapkan dalam BOD Charter terkait Evaluasi Kinerja Direksi.</p> <p>The Board of Directors of Bank Victoria has a policy related to self assessment as specified in the BOD Charter on Board of Directors' Performance Evaluation.</p>



Aspek Pendukung Bisnis
Aspect of Business Support



Tata Kelola Perusahaan
Good Corporate Governance



Tanggung Jawab Sosial Perusahaan
Corporate Social Responsibility



Struktur Permodalan dan Praktik Manajemen Risiko
Capital Structure and Risk Management Practices

No.	Aspek/Prinsip/ Rekomendasi Aspects/Principles/ Recommendations	Uraian Rekomendasi Description Recommendations	Pemenuhan Fulfillment	Realisasi Realization
		<ul style="list-style-type: none"> Such policy may include the assessment activities taken along with their purposes and objectives, periodically execution time, and benchmarks or assessment criteria used in accordance with the recommendations given by the nomination and remuneration function of the public company, in which the formation of such functions is required in the FSA Regulation on the Nomination and Remuneration Committee of Issuers or Public Companies. 		
b.	<p>Kebijakan <i>self assessment</i> untuk menilai kinerja Direksi diungkapkan melalui Laporan Tahunan Perusahaan Terbuka.</p> <p>Self assessment policy to assess the Board of Directors' performance is disclosed through the public company's annual report.</p>	<p>Pengungkapan kebijakan <i>self assessment</i> atas kinerja Direksi dilakukan tidak hanya untuk memenuhi aspek transparansi sebagai bentuk pertanggungjawaban atas pelaksanaan tugasnya, namun juga untuk memberikan informasi penting atas upaya-upaya perbaikan dalam pengelolaan perusahaan terbuka. Informasi tersebut sangat bermanfaat untuk memberikan keyakinan kepada Pemegang Saham atau investor bahwa terdapat kepastian bahwa pengelolaan perusahaan terus dilakukan ke arah yang lebih baik. Dengan adanya pengungkapan tersebut, Pemegang Saham atau investor mengetahui mekanisme <i>check and balance</i> terhadap kinerja Direksi.</p> <p>The disclosure of the self assessment policy on Board of Directors' performance is conducted not only to meet the transparency aspect as a form of accountability for the performance of their duties, but also to provide important information on the improvement of public company's management. Such information is very useful to give confidence to the Shareholders or investors that there company's management continues in better direction. With such disclosure, the Shareholders or investors may know the check and balance mechanism on the Board of Directors' performance.</p>	Terpenuhi Comply	<p>Berdasarkan BOD <i>Charter</i>, Direksi melaksanakan <i>self assessment</i> secara konsisten setiap tahun. Pelaksanaan <i>self assessment</i> Direksi telah diungkapkan dalam pembahasan Tata Kelola Perusahaan ini.</p> <p>Based on BOD Charter, the Board of Directors conducts self-assessment consistently every year. The implementation of self-assessment by the Board of Directors has been disclosed in the discussion of this Corporate Governance.</p>
c.	<p>Direksi mempunyai kebijakan terkait pengunduran diri anggota Direksi apabila terlibat dalam kejahatan keuangan.</p> <p>Board of Directors have policies related to resignation of member of Board of Directors if involved in financial crime.</p>	<ul style="list-style-type: none"> Kebijakan pengunduran diri anggota Direksi yang terlibat dalam kejahatan keuangan merupakan kebijakan yang dapat meningkatkan kepercayaan para pemangku kepentingan terhadap perusahaan terbuka, sehingga integritas perusahaan akan tetap terjaga. Kebijakan ini diperlukan untuk membantu kelancaran proses hukum dan agar tidak mengganggu jalannya kegiatan usaha. Dari sisi moralitas, kebijakan ini akan membangun budaya beretika di lingkungan perusahaan terbuka. Kebijakan tersebut dapat tercakup dalam pedoman ataupun kode etik yang berlaku bagi Direksi. Selanjutnya, yang dimaksud dengan terlibat dalam kejahatan keuangan merupakan adanya status terpidana terhadap anggota Direksi dari pihak yang berwenang. Kejahatan keuangan dimaksud seperti manipulasi dan berbagai bentuk penggelapan dalam kegiatan jasa keuangan serta tindakan pidana pencucian uang sebagaimana dimaksud dalam Undang-Undang No. 8 Tahun 2010 tentang Pencegahan dan Pemberantasan Tindak Pidana Pencucian Uang. The policy of resignation of members of the Board of Directors involved in financial crime is a policy that may increase stakeholders' trust in public companies, to maintain company's integrity. This policy is required to assist in smooth legal process and to ensure that the legal process does not interfere with the business activities. In addition, in terms of morality, this policy will build an ethical culture within public company. Such policy may be covered in the guidelines or codes of conduct applicable to the Board of Directors. 	Terpenuhi Comply	<p>Direksi Bank Victoria telah memiliki kebijakan pengunduran diri apabila terlibat dalam benturan kepentingan sebagaimana ditetapkan dalam BOD <i>Charter</i> terkait Keanggotaan Direksi.</p> <p>Board of Directors of Bank Victoria have had policies related to resignation if involved in conflict of interest as stipulated in BOD Charter regarding Board of Directors' Membership.</p>

No.	Aspek/Prinsip/ Rekomendasi Aspects/Principles/ Recommendations	Uraian Rekomendasi Description Recommendations	Pemenuhan Fulfillment	Realisasi Realization
		<ul style="list-style-type: none"> Furthermore, what is meant by engaged in financial crime constitutes the convicted status of the member of the Board of Directors from the competent authority. The financial crimes in question include manipulation and various forms of embezzlement in financial services' activities and the money laundering as referred to in Law no. 8 of 2010 on the Prevention and Eradication of the Criminal Act of Money Laundering. 		
IV. Partisipasi Pemangku Kepentingan. Participation of Stakeholders.				
7. Meningkatkan Aspek Tata Kelola Perusahaan melalui Partisipasi Pemangku Kepentingan. Increasing the Corporate Governance Aspect through Stakeholders Participation.				
a.	<p>Perusahaan Terbuka memiliki kebijakan untuk mencegah terjadinya <i>insider trading</i>.</p> <p>The Public Company has a policy to prevent the occurrence of insider trading.</p>	<p>Seseorang yang mempunyai informasi orang dalam dilarang melakukan suatu transaksi efek dengan menggunakan informasi orang dalam sebagaimana dimaksud dalam Undang-Undang mengenai Pasar Modal. Perusahaan terbuka dapat meminimalisir terjadinya <i>insider trading</i> tersebut melalui kebijakan pencegahan, misalnya dengan memisahkan secara tegas data dan/atau informasi yang bersifat rahasia dengan yang bersifat publik, serta membagi tugas dan tanggung jawab atas pengelolaan informasi dimaksud secara proporsional dan efisien.</p> <p>A person having inside information is prohibited from engaging in a securities transaction by using inside information as referred to in the Capital Market Law. Public company can minimize this insider trading through prevention policies, for example by strictly separating the confidential data and/or information from public ones, and dividing the duties and responsibilities for the management of such information in a proportionate and efficient manner.</p>	Terpenuhi Comply	<p>Bank Victoria telah memiliki kebijakan untuk mencegah terjadinya <i>insider trading</i> sebagaimana dimuat dalam <i>Code of Conduct</i> yang telah disahkan melalui Surat Keputusan Direksi No. 012/SK-DIR/12/18 tanggal 27 Desember 2018.</p> <p>Bank Victoria has a policy to prevent this insider trading as contained in the Code of Conduct ratified through the Director's Decree No. 012/SK-DIR/12/18 dated 27 December 2018.</p>
b.	<p>Perusahaan Terbuka memiliki kebijakan antikorupsi dan anti-<i>fraud</i>.</p> <p>Public Company has anticorruption and anti-fraud policies.</p>	<p>Kebijakan antikorupsi bermanfaat untuk memastikan agar kegiatan usaha perusahaan terbuka dilakukan secara legal, prudent, dan sesuai dengan prinsip-prinsip tata kelola yang baik. Kebijakan tersebut dapat merupakan bagian dalam kode etik, ataupun dalam bentuk tersendiri. Kebijakan tersebut antara lain dapat meliputi program dan prosedur yang dilakukan dalam mengatasi praktik korupsi, balas jasa (<i>kickbacks</i>), <i>fraud</i>, suap dan/atau gratifikasi dalam perusahaan terbuka. Lingkup dari kebijakan tersebut harus menggambarkan pencegahan perusahaan terbuka terhadap segala praktik korupsi, baik memberi atau menerima dari pihak lain.</p> <p>Anti-corruption policy is useful for ensuring that public company's business activities are conducted legally, prudently, and in accordance with the principles of good governance. This policy may be part of the code of ethics, or on a separated form. This policy may include programs and procedures taken in handling corrupt practices, kickbacks, fraud, bribery, and/or gratification in public company. The scope of the policy must illustrate the prevention of public company against all corrupt practices, either giving to or receiving from other parties.</p>	Terpenuhi Comply	<p>Bank Victoria telah memiliki kebijakan antikorupsi dan <i>anti-fraud</i> sebagaimana dimuat dalam <i>Code of Conduct</i>.</p> <p>Bank Victoria has anti-corruption and anti-fraud policies as contained in the Code of Conduct.</p>



Aspek Pendukung Bisnis
Aspect of Business Support



Tata Kelola Perusahaan
Good Corporate Governance



Tanggung Jawab Sosial Perusahaan
Corporate Social Responsibility



Struktur Permodalan dan Praktik Manajemen Risiko
Capital Structure and Risk Management Practices

No.	Aspek/Prinsip/ Rekomendasi Aspects/Principles/ Recommendations	Uraian Rekomendasi Description Recommendations	Pemenuhan Fulfillment	Realisasi Realization
c.	<p>Perusahaan Terbuka memiliki kebijakan tentang seleksi dan peningkatan kemampuan pemasok atau vendor.</p> <p>Public Company has a policy on selection and improvement of supplier or vendor capabilities.</p>	<ul style="list-style-type: none"> • Kebijakan tentang seleksi pemasok atau vendor bermanfaat untuk memastikan agar perusahaan terbuka memperoleh barang atau jasa yang diperlukan dengan harga yang kompetitif dan kualitas yang baik. Sedangkan, kebijakan peningkatan kemampuan pemasok atau vendor bermanfaat untuk memastikan bahwa rantai pasokan (<i>supply chain</i>) berjalan dengan efisien dan efektif. Kemampuan pemasok atau vendor dalam memasok/memenuhi barang atau jasa yang dibutuhkan perusahaan akan memengaruhi kualitas hasil perusahaan. • Pelaksanaan kebijakan-kebijakan tersebut dapat menjamin kontinuitas pasokan, baik dari segi kuantitas maupun kualitas yang dibutuhkan perusahaan terbuka. Cakupan kebijakan ini meliputi kriteria dalam pemilihan pemasok atau vendor, mekanisme pengadaan yang transparan, upaya peningkatan kemampuan pemasok atau vendor, dan pemenuhan hak-hak yang berkaitan dengan pemasok atau vendor. • The policies on selection of suppliers or vendors are useful to ensure that the public company acquire the necessary goods or services at competitive prices and good quality. While the policy on increasing the ability of suppliers or vendors is useful to ensure that the supply chain runs efficiently and effectively. The ability of suppliers or vendors to supply/meet the goods or services required by the company will affect the quality of company's output. • The implementation of these policies can ensure continuity of supplies, both in terms of quantity and quality required by public company. The scope of this policy includes criteria in the selection of suppliers or vendors, transparent procurement mechanisms, efforts to improve the ability of suppliers or vendors, and the fulfillment of rights related to suppliers or vendors. 	Terpenuhi Comply	<p>Bank Victoria telah memiliki kebijakan tentang seleksi dan peningkatan kemampuan pemasok atau vendor yang diatur dalam Surat Keputusan Direksi No. 024/SK-DIR/04/13 tentang Kebijakan dan Prosedur <i>General Affair</i> PT Bank Victoria International Tbk yang telah diubah dengan Surat Keputusan Direktur No.143/SK-DIR/06/14 tanggal 24 Juni 2014 tentang Penambahan dan Perubahan Kebijakan dan Prosedur <i>General Affairs</i> (GA).</p> <p>Bank Victoria already has a policy on the selection and improvement of suppliers or vendors as stipulated in Board of Directors' Decision Letter No. 024/SK-DIR/04/13 on Policies and Procedures of General Affairs of PT Bank Victoria International Tbk, which has been amended by Board of Director's Decision Letter No. 143/SK-DIR/06/14 dated 24 June 2014 on Additions and Amendments to Policies and Procedures of General Affairs (GA).</p>
d.	<p>Perusahaan Terbuka memiliki kebijakan tentang pemenuhan hak-hak kreditur.</p> <p>Public Company has a policy on the fulfillment of creditors' rights.</p>	<p>Kebijakan tentang pemenuhan hak-hak kreditur digunakan sebagai pedoman dalam melakukan pinjaman kepada kreditur. Tujuan dari kebijakan dimaksud adalah untuk menjaga terpenuhinya hak-hak dan menjaga kepercayaan kreditur terhadap perusahaan terbuka. Dalam kebijakan tersebut mencakup pertimbangan dalam melakukan perjanjian, serta tindak lanjut dalam pemenuhan kewajiban perusahaan terbuka kepada kreditur.</p> <p>Policies on fulfillment of creditor rights are used as a guideline to provide lending to creditors. The purpose of the policy is to maintain the fulfillment of rights and maintain the creditor trust in the Public Company. The policy includes consideration in entering agreements, as well as follow-ups in fulfilling the Public Company's obligations to creditors.</p>	Terpenuhi Comply	<p>Kebijakan tentang pemenuhan hak-hak kreditur Bank Victoria telah diatur dalam <i>Code of Conduct</i>.</p> <p>Bank Victoria has a policy on the fulfillment of creditor's rights as stipulated in the Code of Conduct.</p>

No.	Aspek/Prinsip/ Rekomendasi Aspects/Principles/ Recommendations	Uraian Rekomendasi Description Recommendations	Pemenuhan Fulfillment	Realisasi Realization
e.	<p>Perusahaan Terbuka memiliki kebijakan sistem <i>whistleblowing</i>.</p> <p>Public Company has policies of <i>whistleblowing</i> system.</p>	<p>Kebijakan sistem <i>whistleblowing</i> yang telah disusun dengan baik akan memberikan kepastian perlindungan kepada saksi atau pelapor atas suatu indikasi pelanggaran yang dilakukan karyawan atau manajemen perusahaan terbuka. Penerapan kebijakan sistem tersebut akan berdampak pada pembentukan budaya tata kelola perusahaan yang baik. Kebijakan sistem <i>whistleblowing</i> mencakup antara lain jenis pelanggaran yang dapat dilaporkan melalui sistem <i>whistleblowing</i>, cara pengaduan, perlindungan dan jaminan kerahasiaan pelapor, penanganan pengaduan, pihak yang mengelola aduan, dan hasil penanganan dan tindak lanjut pengaduan.</p> <p>A well-structured <i>whistleblowing</i> system policy will provide assurance of protection to the witnesses or reporters for an indication of breach by an employee or public company's management. The implementation of such system policy will impact the establishment of good corporate governance culture. The <i>whistleblowing</i> system policy includes among others types of violations that can be reported through <i>whistleblowing</i> system, methods to file a complaint, safeguards and confidentiality of the complainant, complaint handling, party managing complaints, and the results of the handling and complaints follow-up.</p>	Terpenuhi Comply	<p>Bank Victoria telah memiliki kebijakan sistem <i>whistleblowing</i> sebagaimana diatur dalam Surat Keputusan Direksi No. 006/SK-DIR/02/16 tanggal 19 Februari 2016 tentang Standar Operasional Prosedur <i>Whistleblowing System</i> PT Bank Victoria International Tbk. Kedepannya, kebijakan ini akan digabung ke dalam Standar Operasional Prosedur <i>Anti Fraud</i>.</p> <p>Bank Victoria already has a <i>whistleblowing</i> system policy as stipulated in Board of Directors' Decision Letter No. 006/SK-DIR/02/16 dated 19 February 2016 on Standard Operating Procedure of <i>Whistleblowing System</i> of PT Bank Victoria International Tbk. To the future, this policy will be incorporated into the <i>Anti Fraud Standard Operating Procedures</i>.</p>
f.	<p>Perusahaan Terbuka memiliki kebijakan pemberian insentif jangka panjang kepada Direksi dan karyawan.</p> <p>The Public Company has a long term incentive policy to the Board of Directors and employees.</p>	<ul style="list-style-type: none"> Insentif jangka Panjang merupakan insentif yang menjadi dasar atas pencapaian kinerja jangka panjang. Rencana insentif jangka panjang mempunyai dasar pemikiran bahwa kinerja jangka panjang perusahaan tercermin oleh pertumbuhan nilai dari saham atau target-target jangka panjang perusahaan lainnya. Insentif jangka panjang bermanfaat dalam rangka menjaga loyalitas dan memberikan motivasi kepada Direksi dan karyawan untuk meningkatkan kinerja atau produktivitasnya yang akan berdampak pada peningkatan kinerja perusahaan dalam jangka panjang. Adanya suatu kebijakan insentif jangka panjang merupakan komitmen nyata perusahaan terbuka untuk mendorong pelaksanaan pemberian insentif jangka panjang kepada Direksi dan karyawan dengan syarat, prosedur dan bentuk yang disesuaikan dengan tujuan jangka panjang perusahaan terbuka. Kebijakan dimaksud dapat mencakup, antara lain: maksud dan tujuan pemberian insentif jangka panjang, syarat dan prosedur dalam pemberian insentif, serta kondisi dan risiko yang harus diperhatikan oleh perusahaan terbuka dalam pemberian insentif. Kebijakan tersebut juga dapat tercakup dalam kebijakan remunerasi perusahaan terbuka yang ada. Long-term incentives are incentives based on the achievement of long-term performance. Long-term incentive plans have a rationale that the long-term performance of the company is reflected by the growth in the share value or other long-term targets of the company. Longterm incentives are useful in order to maintain loyalty and motivate the Board of Directors and employees to boost performance or productivity that will impact on improving the company's performance over the long term. 	Terpenuhi Comply	<p>Berdasarkan Surat Keputusan Direksi No. 014/SK-DIR/07/19 tanggal 30 Juli 2019 tentang Kebijakan dan Prosedur <i>Human Capital Management</i>, Bank melaksanakan kebijakan pemberian insentif jangka panjang kepada Direksi dan karyawan yang dimuat dan dilaporkan dalam catatan atas Laporan Keuangan terkait Liabilitas Imbalan Kerja yang dilampirkan dalam Laporan Tahunan ini.</p> <p>Based on Board of Directors' Decision Letter No. 014/SK-DIR/07/19 dated 30 July 2019 on Policies and Procedures of <i>Human Capital Management</i>, the Bank implements policy of long-term incentive provision to the Board of Directors and employees as stated and reported in Notes on Financial Statements related to Employee Benefit Liability attached in this Annual Report.</p>



No.	Aspek/Prinsip/ Rekomendasi Aspects/Principles/ Recommendations	Uraian Rekomendasi Description Recommendations	Pemenuhan Fulfillment	Realisasi Realization
		<ul style="list-style-type: none"> This long-term incentive policy is a commitment of the public company to encourage the implementation of long-term incentives to the Board of Directors and the employees on terms, procedures, and forms tailored to the long-term objectives of public company. Such policies may include, among others: the intent and objectives of providing long-term incentives, terms and procedures for incentives, and the conditions and risks that the public company should pay attention to in providing incentives. Such policies may also be included in the existing public company remuneration policy. 		
V.	Keterbukaan Informasi Disclosure of Information			
8.	Meningkatkan Pelaksanaan Keterbukaan Informasi. Increasing Implementation of Information Disclosure.			
a.	<p>Perusahaan Terbuka memanfaatkan penggunaan teknologi informasi secara lebih luas selain situs web sebagai media keterbukaan informasi.</p> <p>The Public Company has utilized the use of information technology more broadly, in addition to the website, as a media of information disclosure.</p>	<p>Penggunaan teknologi informasi dapat bermanfaat sebagai media keterbukaan informasi. Adapun keterbukaan informasi yang dilakukan tidak hanya keterbukaan informasi yang telah diatur dalam peraturan perundang-undangan, namun juga informasi lain terkait perusahaan terbuka yang dirasakan bermanfaat untuk diketahui Pemegang Saham atau investor. Dengan pemanfaatan teknologi informasi secara lebih luas, selain situs web, diharapkan perusahaan dapat meningkatkan efektivitas penyebaran informasi perusahaan. Meskipun demikian, pemanfaatan teknologi informasi yang dilakukan tetap memperhatikan manfaat dan biaya perusahaan.</p> <p>The use of information technology can be useful as a medium to disclose information. The information disclosure is done not only to the information regulated in legislation, but also other information related to public company for the Shareholder or investors on need-to-know basis. With the utilization of information technology widely, in addition to the website, it is expected that the company can improve the effectiveness of the dissemination of corporate information. Nevertheless, the utilization of information technology taken still pay attention to company's benefits and costs.</p>	Terpenuhi Comply	<p>Bank Victoria telah memanfaatkan teknologi informasi, baik situs web Bank, media internal, dan media komunikasi massa untuk melaksanakan keterbukaan informasi kepada pemangku kepentingan. Melalui situs web Bank dan media internal, Bank juga menyampaikan informasi lainnya yang dianggap perlu diketahui oleh pemangku kepentingan.</p> <p>Bank Victoria has utilized the information technology, either Bank's website, internal media, and mass communication media, to disclose the information to the stakeholders. Through Bank's website and internal media, Bank also submits other information deemed necessary by the stakeholders.</p>
b.	<p>Laporan Tahunan Perusahaan Terbuka mengungkapkan pemilik manfaat akhir dalam kepemilikan saham Perusahaan Terbuka paling sedikit 5%, selain pengungkapan pemilik manfaat akhir dalam kepemilikan saham Perusahaan Terbuka melalui Pemegang Saham Utama dan Pengendali.</p> <p>The Public Company's Annual Report discloses the ultimate beneficial owner of the Public Company's share ownership of at least 5%, in addition to the disclosure of ultimate beneficial owner in the share ownership of Public Company through Main and Controlling Shareholders.</p>	<p>Peraturan perundang-undangan di sektor pasar modal yang mengatur mengenai penyampaian laporan tahunan perusahaan terbuka telah mengatur kewajiban pengungkapan informasi mengenai Pemegang Saham yang memiliki 5% atau lebih saham perusahaan terbuka, serta kewajiban pengungkapan informasi mengenai Pemegang Saham Utama dan Pengendali perusahaan terbuka, baik langsung maupun tidak langsung, sampai dengan pemilik manfaat terakhir dalam kepemilikan saham tersebut. Pedoman tata kelola ini, merekomendasikan untuk mengungkapkan pemilik manfaat akhir atas kepemilikan saham perusahaan terbuka paling sedikit 5%, selain mengungkapkan pemilik manfaat akhir dari kepemilikan saham oleh Pemegang Saham Utama dan Pengendali.</p> <p>The laws and regulations in capital market sector governing the submission of company's annual report has specified the disclosure obligation of Shareholders having 5% of shares or more of public company, as well as the obligation to disclose information about the Major Shareholders and Controllers of public company, whether directly or indirectly, to the last beneficial owner in the ownership of such shares. In the governance guidelines it is recommended to disclose the ultimate beneficial owner of the Public Company's share ownership of at least 5%, in addition to the disclosure of the ultimate beneficial owner of the share ownership by Main and Controlling Shareholders.</p>	Terpenuhi Comply	<p>Bank telah mengungkapkan pemilik manfaat akhir dalam kepemilikan saham perusahaan paling sedikit 5%, selain pengungkapan pemilik manfaat akhir dalam kepemilikan saham perusahaan terbuka melalui Pemegang Saham Utama dan Pengendali. Pengungkapan tersebut telah disampaikan dalam pembahasan terkait Komposisi Kepemilikan Saham dalam bab Profil Perusahaan di dalam Laporan Tahunan ini.</p> <p>The Bank has disclosed the ultimate beneficial owner of the Public Company's share ownership of at least 5%, in addition to the disclosure of ultimate beneficial owner in the share ownership of Public Company through Main and Controlling Shareholders. Such disclosure has been disclosed in the discussion on the Composition of Share Ownership in Company Profile chapter of this Annual Report.</p>

Rapat Umum Pemegang Saham

// General Meeting of Shareholders

Rapat Umum Pemegang Saham (RUPS) merupakan organ tertinggi dalam struktur tata kelola Bank Victoria yang memiliki fungsi sebagai wadah bagi para Pemegang Saham untuk mengambil keputusan. RUPS memiliki wewenang yang tidak diberikan kepada Direksi dan Dewan Komisaris sebagaimana diatur dalam Anggaran Dasar Bank dan peraturan perundang-undangan yang berlaku.

Dalam melaksanakan RUPS, Bank Victoria berpedoman pada Undang-Undang No. 40 Tahun 2007 tentang Perseroan Terbatas, Peraturan Otoritas Jasa Keuangan No. 32/POJK.04/2014 tentang Rencana dan Penyelenggaraan Rapat Umum Pemegang Saham Perusahaan Terbuka, dan Anggaran Dasar Bank. Berdasarkan peraturan tersebut, RUPS terdiri dari RUPS Tahunan dan RUPS Luar Biasa. RUPS Tahunan wajib diselenggarakan dalam jangka waktu paling lambat 6 (enam) bulan setelah tahun berakhir, sedangkan RUPS Luar Biasa dapat diadakan sewaktu-waktu sesuai dengan kebutuhan.

Hak dan Wewenang Pemegang Saham

Pemegang Saham memiliki hak atas saham yang dimilikinya, sehingga hak Pemegang Saham terlindungi dan dapat dilaksanakan sesuai dengan peraturan perundang-undangan dan Anggaran Dasar Bank. Dalam RUPS, Pemegang Saham berhak menghadiri, mengemukakan pendapat, dan mengeluarkan hak suara dalam proses pengambilan keputusan serta memperoleh informasi mengenai prosedur yang harus dipenuhi berkenaan dengan penyelenggaraan RUPS. Selain itu, Pemegang Saham berhak memperoleh informasi mengenai Bank, menerima bagian dari keuntungan Bank, serta setiap Pemegang Saham berhak untuk diperlakukan setara berdasarkan jenis dan klasifikasi saham yang dimilikinya.

Selain memiliki hak, Pemegang Saham memiliki wewenang melalui RUPS untuk mengangkat dan memberhentikan Dewan Komisaris dan Direksi, menetapkan remunerasi dan mengevaluasi kinerja Dewan Komisaris dan Direksi, mengesahkan dan menyetujui perubahan Anggaran Dasar dan Laporan Tahunan, menetapkan alokasi penggunaan laba, serta menunjuk akuntan publik.

Mekanisme Pelaksanaan RUPS

Mekanisme pelaksanaan RUPS Bank Victoria memperhatikan ketentuan dan mekanisme pelaksanaan sebagai berikut.

1. Pemberitahuan RUPS
Pemberitahuan mata acara rapat wajib disampaikan kepada Otoritas Jasa Keuangan paling lambat 5 (lima) hari kerja sebelum pengumuman RUPS, dengan tidak memperhitungkan tanggal pengumuman RUPS.

General Meeting of Shareholders (GMS) is the highest organ in the governance structure of Bank Victoria which has a function as a forum for Shareholders to adopt resolutions. The GMS has the authority not granted to the Board of Directors and Board of Commissioners as stipulated in the Bank's Articles of Association and the applicable laws and regulations.

In implementing the GMS, Bank Victoria refers to Law No. 40 of 2007 on Limited Liability Company, Financial Services Authority Regulation No. 32/POJK.04/2014 on Planning and Organizing General Meeting of Shareholders of Public Companies, and the Bank's Articles of Association. Based on these regulations, the GMS consists of Annual GMS and Extraordinary GMS. Annual GMS must be held no later than 6 (six) months after the end of the fiscal year, while Extraordinary GMS may be held at any time based on the Company's needs.

Rights and Authority of Shareholders

Shareholders have rights on shares owned, so that their rights are protected and can be exercised according to laws and regulations and the Bank's Articles of Association. In a GMS, Shareholders are entitled to attend the meeting, to convey opinions, and to cast a vote in a voting process and to obtain information relating to procedures to be fulfilled in relation to implementation of the GMS. In addition, Shareholders are also entitled to obtain information relating to the Bank, to receive a share from the Bank's profit, and each Shareholder reserves the right to be treated equally based on type and classification of shares owned.

Aside from rights, Shareholders also have authorities through a GMS to appoint and discharge the Board of Commissioners and Board of Directors, to determine remuneration and evaluate their work performance, to validate and approve amendment to the Articles of Association and Annual Report, to determine utilization of profit, and to appoint a public accountant.

GMS Mechanism

The mechanism of Bank Victoria's GMS implementation takes into account the provisions and implementation mechanism of the followings.

1. GMS Notification
Notification of the meeting agenda must be submitted to the Financial Services Authority no later than 5 (five) business days prior to the GMS announcement, by excluding the GMS announcement date.



2. Pengumuman RUPS

Pengumuman RUPS kepada Pemegang Saham dilakukan paling lambat 14 hari sebelum pemanggilan RUPS, dengan tidak memperhitungkan tanggal pengumuman dan tanggal pemanggilan. Selain itu, Pengumuman RUPS minimal dilakukan melalui 1 (satu) surat kabar harian berbahasa Indonesia yang beredar secara nasional dan situs web Bank. Adapun Pengumuman RUPS tersebut minimal memuat:

- a. Ketentuan Pemegang Saham yang berhak hadir dalam RUPS;
- b. Ketentuan Pemegang Saham yang berhak mengusulkan mata acara rapat;
- c. Tanggal penyelenggaraan RUPS; dan
- d. Tanggal pemanggilan RUPS.

3. Pemanggilan RUPS

Pemanggilan kepada Pemegang Saham dilakukan paling lambat 21 hari sebelum RUPS, dengan tidak memperhitungkan tanggal pemanggilan dan tanggal RUPS. Pemanggilan RUPS tersebut minimal dilakukan melalui 1 (satu) surat kabar harian berbahasa Indonesia yang beredar secara nasional, situs web Bursa Efek Indonesia, dan situs web Bank. Adapun pemanggilan RUPS tersebut minimal memuat:

- a. Tanggal penyelenggaraan RUPS;
- b. Waktu penyelenggaraan RUPS;
- c. Tempat penyelenggaraan RUPS;
- d. Ketentuan Pemegang Saham yang berhak hadir dalam RUPS;
- e. Mata acara rapat, termasuk penjelasan atas setiap mata acara tersebut; dan
- f. Informasi yang menyatakan bahan terkait mata acara rapat tersedia bagi Pemegang Saham sejak tanggal dilakukannya pemanggilan RUPS sampai dengan RUPS diselenggarakan.

4. Penyelenggaraan RUPS

RUPS wajib diselenggarakan di wilayah Negara Republik Indonesia, antara lain:

- a. Tempat kedudukan Bank;
- b. Tempat Bank melakukan kegiatan usaha utamanya;
- c. Ibukota provinsi, di tempat kedudukan atau tempat kegiatan usaha utama Bank; atau
- d. Provinsi tempat kedudukan Bursa Efek Indonesia.

Selain itu, RUPS dapat diselenggarakan jika dihadiri oleh Pemegang Saham Independen yang mewakili $\frac{1}{2}$ (satu per dua) bagian dari jumlah seluruh saham dengan hak suara sah yang dimiliki oleh Pemegang Saham Independen.

2. GMS Announcement

Announcement of the GMS to Shareholders is no later than 14 days prior to GMS Notice, excluding the announcement date and notice date. Furthermore, the GMS is at least announced on 1 (one) Indonesian language daily newspaper with national circulation and the Bank's website. The GMS announcement at least contains the following information:

- a. Provisions of Shareholders who are entitled to attend the GMS;
- b. Provisions of Shareholders who are entitled to propose the meeting agenda;
- c. GMS date; and
- d. GMS notice date.

3. GMS Notice

Notice to the Shareholders shall be delivered no later than 21 days prior to the GMS, by excluding the notice date and GMS date. The GMS notice is at least announced on 1 (one) Indonesian language daily newspaper with national circulation, Indonesia Stock Exchange website, and the Bank's website. The GMS notice at least contains the following information:

- a. GMS date;
- b. GMS time;
- c. GMS venue;
- d. Provisions of Shareholders who are entitled to attend the GMS;
- e. Meeting agenda, including explanation on each meeting agenda; and
- f. Information stating that the matter related to the meeting agenda is available to the Shareholders from the date of GMS notice to the GMS event.

4. GMS Implementation

GMS must be held in the territory of the Republic of Indonesia, such as in:

- a. The Bank's domicile;
- b. The location where the Bank conducts its main business activities;
- c. Provincial capital where the the Bank's domicile or principal business is; or
- d. Province of domicile of the Indonesia Stock Exchange.

Furthermore, the GMS can be held if attended by Independent Shareholder representing $\frac{1}{2}$ part of the total shares with valid voting rights owned by the Independent Shareholders.

Pemegang Saham Utama dan Pengendali

Pemegang Saham Utama dan Pengendali dalam mengambil keputusan RUPS harus memperhatikan kepentingan Pemegang Saham Minoritas dan pemangku kepentingan lainnya, sedangkan Pemegang Saham Minoritas bertanggung jawab agar menggunakan haknya dengan baik.

Perlakuan yang Sama terhadap Seluruh Pemegang Saham

Dalam melaksanakan keterbukaan informasi, Bank Victoria menerapkan prinsip perlakuan yang sama kepada seluruh Pemegang Saham, baik terhadap Pemegang Saham Mayoritas maupun Minoritas yang dijalankan oleh Sekretaris Perusahaan. Hal tersebut bertujuan agar tidak terdapat informasi pihak dalam (*inside information*) yang hanya diketahui oleh Pemegang Saham Mayoritas.

Pelaksanaan RUPS Tahun 2019

Pada tahun 2019, Bank Victoria telah menyelenggarakan 1 (satu) kali RUPS Tahunan dan 1 (satu) kali RUPS Luar Biasa. RUPS Tahunan diselenggarakan pada 10 Mei 2019, sedangkan RUPS Luar Biasa diselenggarakan pada 1 Maret 2019.

RUPS Tahunan 10 Mei 2019

Proses penyelenggaraan RUPS Tahunan sebagai berikut.

Main and Controlling Shareholders

Main and Controlling Shareholders in adopting resolutions in a GMS shall take into their considerations, the interest of Minority Shareholders and Stakeholders, while the minority Shareholders shall have the responsibility to exercise their rights appropriately.

Equal Treatment to All Shareholders

In implementing information transparency, Bank Victoria through its Corporate Secretary, applies the principle of treatment equality to all of its Shareholders, both to Majority and Minority Shareholders. This aims to avoid inside information which is only known by the Majority Shareholders.

GMS Implementation In 2019

In 2019, Bank Victoria held 1 (one) Annual GMS and 1 (one) Extraordinary GMS. The Annual GMS was held on 10 May 2019, and Extraordinary GMS was held on 1 March 2019.

Annual GMS 10 May 2019

The process to hold Annual GMS is as follows.

Keterangan Description		Pelaksanaan Implementation
Pemberitahuan Notification		Diberitahukan pada 26 Maret 2019 kepada Otoritas Jasa Keuangan. Notified on 26 March 2019 to the Financial Services Authority.
Pengumuman Announcement		Diumumkan pada 8 April 2019 melalui situs laman Bank dan surat kabar harian Kontan. Announced on 8 April 2019 on the Bank's website and Kontan daily newspapers.
Pemanggilan Notice		Diumumkan pada 18 April 2019 melalui situs laman Bank dan Bursa Efek Indonesia, serta surat kabar harian Kontan. Announced on 18 April 2019 on the Company Website, Indonesia Stock Exchange website, and Kontan daily newspapers.
Pelaksanaan Implementation		Diselenggarakan pada Jumat, 10 Mei 2019 pukul 09.18-10.35 WIB di Graha BIP, Function Hall Lt. 11, Jl. Jend. Gatot Subroto Kav. 23, Jakarta 12930. Held on Friday, 10 May 2019, at 09.18-10.35 WIB at Graha BIP, Function Hall 11th floor, Jl. Jend. Gatot Subroto Kav. 23, Jakarta 12930.
Penyampaian ringkasan risalah RUPS Submission of Summary of GMS Minutes	Publikasi di surat kabar Publication on newspapers	Diumumkan pada 14 Mei 2019 melalui surat kabar harian Kontan. Announced on 14 May 2019 on Kontan daily newspapers.
	Publikasi di situs web Bank Publication on the Bank's website	Pokok-pokok RUPS tahunan diunggah pada 14 Mei 2019 pada situs laman Bank. Highlights of the Annual GMS were uploaded on 14 May 2019 on the Bank's website.
	Pelaporan ke regulator dan penyampaian bukti iklan ringkasan risalah Reporting to the regulator and submitting proof of advertisement of summary of minutes	Dilaporkan hasil keputusan dan bukti iklan ringkasan risalah (hasil) RUPS Tahunan ke Otoritas Jasa Keuangan pada 14 Mei 2019. Resolutions and proof of advertisement on summary of minutes (results) of the Annual GMS was reported to the Financial Services Authority on 14 May 2019.
Risalah Minutes		Akta Risalah RUPS Tahunan disampaikan ke Otoritas Jasa Keuangan pada 27 Mei 2019. Deed of Minutes of Annual GMS was delivered to the Financial Services Authority on 27 May 2019.



Aspek Pendukung Bisnis
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Tata Kelola Perusahaan
Good Corporate Governance



Tanggung Jawab Sosial Perusahaan
Corporate Social Responsibility



Struktur Permodalan dan Praktik Manajemen Risiko
Capital Structure and Risk Management Practices

Informasi kehadiran dalam RUPS Tahunan yang diselenggarakan pada 10 Mei 2019 sebagai berikut.

Information on attendance at the Annual GMS held on 10 May 2019 is as follows.

Dewan Komisaris Board of Commissioners		Direksi Board of Directors	
Nama Name	Jabatan Position	Nama Name	Jabatan Position
Oliver Simorangkir	Komisaris Utama President Commissioner	Ahmad Fajar	Direktur Utama President Director
Gunawan Tenggarahardja	Komisaris/Komisaris Independen Commissioner/Independent Commissioner	Rusli	Wakil Direktur Utama Deputy President Director
Zaenal Abidin, PhD	Komisaris/Komisaris Independen Commissioner/Independent Commissioner	Lembing	Direktur Director
		Debora Wahjutirto Tanoyo	Direktur Director
		Tamunan	Direktur Kepatuhan dan Manajemen Risiko Director of Compliance and Risk Management
Pihak Independen Independent Party		Pemegang Saham Shareholders	
Nama Name	Jabatan Position	Dihadiri oleh 7.110.699.343 saham atau 82,01% dari keseluruhan saham yang telah teralokasi. Attended by 7,110,699,343 shares or 82.01% of the total shares allocated.	
Fathiah Helmi, SH	Notaris Notary		
M Jusuf Wibisana	Akuntan Publik, Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis dan Rekan. Public Accountant, Public Accountant Firm Tanudiredja, Wibisana, Rintis and Partners.		
Moses F Dasilva (Moses Fernandez Da Silva)	Konsultan Hukum, Kantor Konsultan Hukum Da Silva dan Suhardiadi. Legal Consultant, Legal Consultant Office of Da Silva and Suhardiadi.		
Edi Purnomo	Biro Administrasi Efek Perseroan, PT Adimitra Jasa Korpora. Share Registrar Bureau, PT Adimitra Jasa Korpora.		

Berikut penjabaran hasil keputusan RUPS Tahunan 10 Mei 2019.

Description on the resolutions of Annual GMS on 10 May 2019 is as follows.

Agenda Laporan Tahunan Perseroan termasuk Laporan Direksi dan pengesahan Laporan Keuangan Tahunan serta Laporan Tugas Pengawasan Dewan Komisaris untuk tahun buku yang berakhir pada 31 Desember 2018. Company's Annual Report, including the Board of Directors' Report, and validation of the Annual Financial Statements as well as Supervisory Report of Board of Commissioners for the fiscal year ending on 31 December 2018.		
Keputusan Resolution	Realisasi Realization	
<p>1. Menyetujui Laporan Tahunan Perseroan untuk tahun buku yang berakhir pada 31 Desember 2018, termasuk Laporan Direksi dan Laporan Tugas Pengawasan Dewan Komisaris Perseroan;</p> <p>2. Menyetujui serta mengesahkan Laporan Keuangan Perseroan untuk tahun buku yang berakhir pada 31 Desember 2018 yang telah diaudit oleh Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis dan Rekan dengan <i>partner</i> penanggung jawab Drs. M. Jusuf Wibisana, M, EC, CPA (sarjana ekonomi akuntansi <i>certified public accountant</i>) dengan opini audit wajar, dalam semua hal yang material sesuai dengan laporan NO.00297/2.1025/AU.1/07/0222-2/1/III/2019 tanggal 20 Maret 2019 dengan demikian membebaskan anggota Direksi dan Dewan Komisaris Perseroan dari tanggung jawab dan segala tanggungan (<i>acquit et de charge</i>) atas tindakan pengurusan dan pengawasan yang Direksi dan Dewan Komisaris jalankan selama tahun buku 2018, sepanjang tindakan-tindakan mereka tercantum dalam neraca dan laporan laba rugi Perseroan tahun buku 2018.</p> <p>1. Approved the Company's Financial Statements for the fiscal year ending on 31 December 2018, including the Board of Directors' Report and Supervisory Report of the Company's Board of Commissioners;</p> <p>2. Approved and validated the Company's Financial Statements for the fiscal year ending on 31 December 2018, which has been audited by the Public Accounting Firm Tanudiredja, Wibisana, Rintis and Rekan, in which the partner in charge was Drs. M. Jusuf Wibisana, M, EC, CPA (Bachelor of Economic, majoring in Accounting, Certified Public Accountant) with the audit opinion of fair in all material matters in accordance with the report No. 00297/2.1025/AU.1/07/0222-2/1/III/2019 dated 20 March 2019, and therefore, released the members of the Company's Board of Directors and Board of Commissioners from the responsibility and any liability (<i>acquit et de charge</i>) for the actions of management and supervision that the Board of Directors and Board of Commissioners executed during the 2018 fiscal year, provided that their actions are contained in the Company's balance sheet and income statement for the 2018 fiscal year.</p>	<p>Telah direalisasikan sepenuhnya. Fully realized.</p>	
Pengambilan Suara Voting		
Setuju Agree	Tidak Setuju Disagree	Abstain Abstain
6,539,260,880	0	571,438,463
Agenda Penetapan penggunaan laba bersih Perseroan untuk tahun buku yang berakhir pada 31 Desember 2018. Determination of the use of the Company's net income for the fiscal year ending on 31 December 2018.		
Keputusan Resolution	Realisasi Realization	
<p>Menyetujui penetapan penggunaan laba bersih Perseroan untuk tahun buku yang berakhir pada 31 Desember 2018 sebesar Rp79.096.025.216,-, karena masih diperlukan dana untuk pengembangan usaha Perseroan maka laba bersih tahun buku 2018 untuk dipergunakan sebagai berikut.</p> <p>1. Sebesar Rp11.200.000.000,- dibukukan sebagai pembentukan dana cadangan umum, guna memenuhi ketentuan Pasal 70 Undang-Undang No. 40 Tahun 2007 tentang Perseroan Terbatas dan Pasal 24 Anggaran Dasar Perseroan.</p> <p>2. Sisanya sebesar Rp67.896.025.216,- akan dibukukan sebagai laba ditahan.</p> <p>Approved the determination of use of the Company's net income for the fiscal year ending on 31 December 2018 of 79,096,025,216, because funds are still needed to develop the Company's business, the net income for the 2018 fiscal year is to be used as follows.</p> <p>1. A total of Rp11,200,000,000 was recorded as the formation of a general reserve fund to comply with the provisions of Article 70 of Law No. 40 of 2007 on Limited Liability Company, and Article 24 of the Company's Articles of Association.</p> <p>2. The remaining amount of Rp67,896,025,216 will be recorded as retained earnings.</p>	<p>Telah direalisasikan sepenuhnya dengan menggunakan laba bersih untuk membentuk dana cadangan minimum sebesar Rp11.200.000.000,- dan laba membukukan laba di tahun sebesar Rp67.896.025.216,-.</p> <p>Fully realized by using the net income to form a minimum reserve fund of Rp11,200,000,000, and recorded retained earnings of Rp67,896,025,216.</p>	
Pengambilan Suara Voting		
Setuju Agree	Tidak Setuju Disagree	Abstain Abstain
6,538,315,643	945,237	571,438,463



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Aspect of Business Support



Tata Kelola Perusahaan
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Tanggung Jawab Sosial Perusahaan
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Struktur Permodalan dan Praktik Manajemen Risiko
Capital Structure and Risk Management Practices

Agenda		
Pemberian kuasa dan wewenang kepada wakil Pemegang Saham untuk menetapkan besarnya honorarium anggota Dewan Komisaris dan memberi kuasa dan wewenang kepada Dewan Komisaris untuk menetapkan pembagian tugas dan wewenang anggota Direksi serta besarnya gaji dan tunjangan para anggota Direksi.		
Granted power and authority to the Representative of Shareholders to determine the honorarium amount of members of Board of Commissioners, and granted power and authority to the Board of Commissioners to determine the division of duties and authority of members of Board of Directors, as well as the amount of salaries and allowances of members of the Board of Directors.		
Keputusan Resolution	Realisasi Realization	
<p>1. Menyetujui untuk memberi kuasa dan wewenang kepada wakil Pemegang Saham Perseroan yaitu PT Victoria Investama Tbk untuk menetapkan besarnya honorarium anggota Dewan Komisaris untuk tahun 2019.</p> <p>2. Menyetujui pelimpahan kuasa kepada Dewan Komisaris untuk menetapkan pembagian tugas dan wewenang anggota Direksi serta besarnya gaji dan tunjangan para anggota Direksi untuk tahun 2019.</p> <p>1. Approved the granting of power and authority to representatives of the Company's Shareholders, which is PT Victoria Investama Tbk, to determine the honorarium amount of members of Board of Commissioners for 2019.</p> <p>2. Approved the transfer of power to the Board of Commissioners to determine the division of duties and authority of members of Board of Directors and the amount of salaries and allowances of members of Board of Directors for 2019.</p>	<p>Telah direalisasikan sepenuhnya dengan menetapkan total honorarium Dewan Komisaris sebesar Rp2.861.564.597,- dan Direksi sebesar Rp12.085.016.395,-.</p> <p>Fully realized, by determining the total honorarium of Board of Commissioners of Rp2,861,564,597 and Board of Directors of Rp12,085,016,395.</p>	
Pengambilan Suara Voting		
Setuju Agree	Tidak Setuju Disagree	Abstain Abstain
6,539,260,880	0	571,438,463
Agenda		
Pengangkatan kembali anggota Direksi dan Dewan Komisaris Perseroan.		
Re-Appointment of member of Board of Directors and Board of Commissioners of the Company.		
Keputusan Resolution	Realisasi Realization	
<p>1. Menyetujui mengangkat kembali seluruh anggota Direksi dan Dewan Komisaris Perseroan terhitung sejak ditutupnya rapat ini.</p> <p>Dengan demikian, terhitung sejak ditutupnya rapat ini sampai dengan penutupan rapat yang diadakan pada tahun 2022, susunan anggota Direksi dan Dewan Komisaris Perseroan adalah:</p> <p>Direksi</p> <p>Direktur Utama : Ahmad Fajar Wakil Direktur Utama : Rusli Direktur : Lembing Direktur : Debora Wahjutirto Tanoyo Direktur Ketaatan dan Manajemen Risiko : Tamunan</p> <p>Dewan Komisaris</p> <p>Komisaris Utama : Oliver Simorangkir Komisaris/Komisaris Independen : Gunawan Tenggarahardja Komisaris/Komisaris Independen : Zaenal Abidin, PhD</p> <p>2. Memberikan kuasa kepada Direksi Perseroan dengan hak substitusi untuk menyatakan keputusan rapat mengenai pengangkatan kembali seluruh anggota Direksi dan Dewan Komisaris Perseroan dalam akta tersendiri di hadapan notaris dan untuk melakukan pemberitahuan kepada Menteri Hukum dan Hak Asasi Manusia Republik Indonesia sehubungan dengan pengangkatan kembali seluruh anggota Direksi dan Dewan Komisaris Perseroan tersebut di atas, serta melakukan segala tindakan yang diperlukan dan disyaratkan oleh peraturan perundang-undangan yang berlaku.</p> <p>1. Approved the re-appointment of all members of the Company's Board of Directors and Board of Commissioners starting from the closing of this Meeting.</p> <p>Therefore, starting from the closing of this Meeting until the closing of the Meeting to be held in 2022, the composition of the Company's Board of Directors and Board of Commissioners is as follows.</p>	<p>Telah direalisasikan sepenuhnya.</p> <p>Fully realized.</p>	

Agenda Pengangkatan kembali anggota Direksi dan Dewan Komisaris Perseroan. Re-Appointment of member of Board of Directors and Board of Commissioners of the Company.		
Keputusan Resolution	Realisasi Realization	
<p>Board of Directors</p> <p>President Director : Ahmad Fajar Deputy President Director : Rusli Director : Lembing Director : Debora Wahjutirto Tanoyo Director of Compliance and Risk Management : Tamunan</p> <p>Board of Commissioners</p> <p>President Commissioner : Oliver Simorangkir Commissioner/Independent Commissioner : Gunawan Tenggarahardja Commissioner/Independent Commissioner : Zaenal Abidin, PhD</p> <p>2. Granted power to the Company's Board of Directors with substitution right to state the Meeting resolution on the re-appointment of all members of the Company's Board of Directors and Board of Commissioners in a separate deed, made before a notary, and to process the notification submission to the Minister of Law and Human Rights of the Republic of Indonesia in connection to the re-appointment of all members of the Company's Board of Directors and Board of Commissioners as mentioned above, as well as to take all actions deemed necessary and required by the applicable laws and regulations.</p>		
Pengambilan Suara Voting		
Setuju Agree	Tidak Setuju Disagree	Abstain Abstain
6,539,260,880	0	571,438,463
Agenda Penunjukan kantor akuntan publik untuk mengaudit buku-buku Perseroan untuk tahun buku 2019 dan pemberian kuasa kepada Dewan Komisaris untuk menetapkan honorarium kantor akuntan publik tersebut serta persyaratan lain penunjukannya. Appointment of public accountant firm to audit the Company books for the 2019 fiscal year and granting of power to the Board of Commissioners to determine the honorarium for the public accountant firm , and other appointment requirements.		
Keputusan Resolution	Realisasi Realization	
<p>Memberikan wewenang kepada Dewan Komisaris Perseroan untuk menunjuk akuntan publik independen dari kantor akuntan publik independen yang terdaftar di Otoritas Jasa Keuangan sehubungan dengan masih dalam proses penentuan akuntan publik yang akan mengaudit buku Perseroan dengan kriteria:</p> <ol style="list-style-type: none"> 1. Akuntan publik dan kantor akuntan publik wajib terdaftar pada Otoritas Jasa Keuangan; 2. Kantor akuntan publik merupakan salah satu anggota dari <i>big four</i> dan akuntan publik; dan 3. Kantor akuntan publik merupakan pihak yang independen dan profesional untuk mengaudit laporan keuangan Perseroan untuk tahun buku 2019 dengan memperhatikan rekomendasi dari Komite Audit. <p>Melimpahkan kewenangan kepada Dewan Komisaris untuk menetapkan jumlah honorarium dan persyaratan lain sehubungan dengan penunjukan kantor akuntan publik dimaksud.</p> <p>Granted authority to the Company's Board of Commissioners to appoint an independent public accountant from an independent Public Accounting Firm recognized by the Financial Services Authority, in relation to the ongoing process of determining an Independent Public Accountant that will audit the Company's books under the following criteria:</p> <ol style="list-style-type: none"> 1. Public accountant and Public accounting firm must be registered with the Financial Services Authority; 2. The public accounting firm must be a member of the big four accounting firms; and 3. Public accounting firm is an independent and professional party to audit the Company's financial statements for the 2019 fiscal year with due observance of recommendations from the Audit Committee. <p>Granted an authority to Board of Commissioners to determine the amount of honorarium and other requirements in relation to appointment of such public accounting firm.</p>	<p>Telah direalisasikan sepenuhnya dengan menunjuk Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis dan Rekan dengan honorarium sebesar Rp1.500.000.000,-.</p> <p>Fully realized by appointing Tanudiredja, Wibisana, Rintis and Partners Public Accounting Firm with honorarium of Rp1,500,000,000.</p>	
Pengambilan Suara Voting		
Setuju Agree	Tidak Setuju Disagree	Abstain Abstain
6,539,260,880	0	571,438,463



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Agenda Peningkatan modal tanpa hak memesan efek terlebih dahulu. Capital increase without pre-emptive rights.		
Keputusan Resolution		Realisasi Realization
<p>1. Menyetujui rencana peningkatan modal tanpa hak memesan efek terlebih dahulu Perseroan dengan jumlah sebanyak-banyaknya sebesar 10% dari modal ditempatkan dan disetor penuh dalam Perseroan.</p> <p>2. Memberikan kewenangan dan kuasa kepada Direksi Perseroan untuk melaksanakan keputusan rapat, menyatakan realisasi jumlah saham yang dikeluarkan dalam penambahan modal tanpa memberikan hak memesan efek terlebih dahulu (HMETD) dan menetapkan kepastian jumlah modal di tempatkan dan disetor serta menyatakan perubahan Pasal 4 ayat 2 dan 3 Anggaran Dasar Perseroan di hadapan notaris, sehubungan dengan peningkatan modal di tempatkan dan disetor Perseroan dan untuk memohon pemberitahuan kepada Menteri Hukum dan Hak Asasi Manusia Republik Indonesia sehubungan dengan perubahan Pasal 4 ayat 2 dan 3 Anggaran Dasar Perseroan serta melakukan segala tindakan yang diperlukan dan disyaratkan oleh peraturan perundang-undangan yang berlaku.</p> <p>1. Approved the Company's capital increase plan without any pre-emptive right at the maximum of 10% of the fully subscribed and paid up capital in the Company.</p> <p>2. Granted authority and power to the Company's Board of Directors to implement meeting resolutions, to declare the realization of number of shares issued in the capital increase without any pre-emptive right (HMETD) and to determine the fixed total number of shares subscribed and issued and to declare the amendment of Article 4 paragraph 2 and 3 of the Company's Articles of Association before a notary, in relation to the increase of Company's subscribed and paid up capital and to request a notification to the Minister of Law and Human Rights of The Republic of Indonesia in relation to the Amendment to Article 4 paragraph 2 and 3 of the Company's Articles of Association and to carry out all actions necessary and required by the laws and regulations in effect.</p>		<p>Telah direalisasikan sepenuhnya dengan meningkatkan modal tanpa hak memesan efek terlebih dahulu serta menetapkan jumlah modal ditempatkan dan disetor sebesar Rp895.194.703.900,-.</p> <p>Fully realized by increasing the capital without any pre-emptive right and by determining the total number of subscribed and paid up capital at the amount of Rp895,194,703,900.</p>
Pengambilan Suara Voting		
Setuju Agree	Tidak Setuju Disagree	Abstain Abstain
6,538,315,643	945,237	571,438,463
Agenda Perubahan Anggaran Dasar. Amendments to the Articles of Association.		
Keputusan Resolution		Realisasi Realization
<p>Agenda ketujuh dalam rapat tidak dibahas dan tidak mengambil keputusan. Item number seven of the meeting agenda was not discussed and no resolution was adopted.</p>		-
Agenda Laporan Realisasi Penggunaan Dana Penawaran Umum Berkelanjutan Obligasi Berkelanjutan I Bank Victoria Tahap II tahun 2018 dan Laporan Realisasi Penggunaan Dana Penawaran Umum Berkelanjutan Obligasi Subordinasi Berkelanjutan I Bank Victoria Tahap II tahun 2018. Report on The Use of Sustainable Public Offering Proceeds for Sustainable Bonds I of Bank Victoria, Phase II Year 2018 and Report on The Use of Sustainable Public Offering For Sustainable Subordinated Bond of Bank Victoria Phase II Year 2018.		
Keputusan Resolution		Realisasi Realization
<p>Agenda kedelapan mengenai Laporan Realisasi Penggunaan Dana Penawaran Umum Berkelanjutan Obligasi Berkelanjutan I Bank Victoria Tahap II tahun 2018 dan Laporan Realisasi Penggunaan Dana Penawaran Umum Berkelanjutan Obligasi Subordinasi Berkelanjutan I Bank Victoria Tahap II tahun 2018, hanya bersifat laporan tidak mengambil keputusan.</p> <p>Item no. eight of the meeting Agenda regarding Report on The Use of Sustainable Public Offering Proceeds for Sustainable Bonds I of Bank Victoria, Phase II Year 2018 and Report on The Use of Sustainable Public Offering For Sustainable Subordinated Bond of Bank Victoria Phase II Year 2018, is only intended for a reporting, and no resolution was adopted.</p>		<p>Telah direalisasikan sepenuhnya. Fully realized.</p>

RUPS Luar Biasa 1 Maret 2019

Proses penyelenggaraan RUPS Luar Biasa sebagai berikut.

Extraordinary GMS 1 March 2019

The Extraordinary GMS process is as follows.

Keterangan Description		Pelaksanaan Implementation
Pemberitahuan Notification		Diberitahukan pada 16 Januari 2019 kepada Otoritas Jasa Keuangan. Notified on 16 January 2019 to the Financial Services Authority.
Pengumuman Announcement		Diumumkan pada 23 Januari 2019 melalui situs laman Bank dan surat kabar harian Kontan. Announced on 23 January 2019 on the Bank's website and Kontan daily newspapers.
Pemanggilan Notice		Diumumkan pada 7 Februari 2019 melalui situs laman Bank dan surat kabar harian Kontan. Announced on 7 February 2019 on the Bank's website and Kontan daily newspapers.
Pelaksanaan Implementation		Diselenggarakan pada Jumat, 1 Maret 2019 pukul 10.38-10.53 WIB di Graha BIP, Function Hall Lt. 11, Jl. Jend. Gatot Subroto Kav. 23, Jakarta 12930. Held on Friday, 1 March 2019, at 10.38-10.53 WIB at Graha BIP, Function Hall 11th floor, Jl. Jend. Gatot Subroto Kav. 23, Jakarta 12930.
Penyampaian ringkasan risalah RUPS Submission of Summary of GMS Minutes	Publikasi di surat kabar Publication on newspapers	Diumumkan pada 5 Maret 2019 melalui surat kabar harian Kontan. Announced on 5 March 2019 through Kontan daily newspapers.
	Publikasi di situs web Bank Publication on the Bank's website	Pokok-pokok RUPS tahunan diunggah 5 Maret 2019 pada situs laman Bank. Highlights of the Annual GMS were uploaded on 5 March 2019 on the Bank's website.
	Pelaporan ke regulator dan penyampaian bukti iklan ringkasan risalah Reporting to the regulator and submitting proof of advertisement of summary of minutes.	Dilaporkan hasil keputusan dan bukti iklan ringkasan risalah (hasil) RUPS Tahunan ke Otoritas Jasa Keuangan pada 5 Maret 2019. Report on the resolutions and proof of advertisement of summary of minutes (results) of the Annual GMS to the Financial Services Authority on 5 March 2019.
Risalah Minutes		Akta Risalah RUPS Tahunan disampaikan ke Otoritas Jasa Keuangan pada 22 Maret 2019. Deed of Minutes of Annual GMS was delivered to the Financial Services Authority on 22 March 2019.

Informasi kehadiran dalam RUPS Luar Biasa yang diselenggarakan pada 1 Maret 2019 sebagai berikut.

Information on attendance at the Extraordinary GMS held on 1 March 2019 is as follows.

Dewan Komisaris Board of Commissioners		Direksi Board of Directors	
Nama Name	Jabatan Position	Nama Name	Jabatan Position
Gunawan Tenggarahardja	Komisaris/Komisaris Independen Commissioner/Independent Commissioner	Ahmad Fajar	Direktur Utama President Director
Zaenal Abidin, PhD	Komisaris/Komisaris Independen Commissioner/Independent Commissioner	Lembing	Direktur Director
		Debora Wahjutirto Tanoyo	Direktur Director
		Tamunan	Direktur Kepatuhan dan Manajemen Risiko Director of Compliance and Risk Management



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Pihak Independen Independent Party		Pemegang Saham Shareholders
Nama Name	Jabatan Position	<p>Dihadiri oleh 7.984.621.809 saham atau 92,08% dari keseluruhan saham yang telah dialokasikan. Attended by 7,984,621,809 shares or 92.08% of the total shares allocated.</p>
Fathiah Helmi, SH	Notaris Notary	
M Jusuf Wibisana	Akuntan Publik, Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis dan Rekan. Public Accountant, Public Accountant Firm Tanudiredja, Wibisana, Rintis and Partners.	
Moses F Dasilva (Moses Fernandez Da Silva)	Konsultan Hukum, Kantor Konsultan Hukum Da Silva dan Suhardiadi. Legal Consultant, Legal Consultant Office of Da Silva and Suhardiadi.	
Andry	Biro Administrasi Efek Perseroan, PT Adimitra Jasa Korpora. Share Registrar Bureau, PT Adimitra Jasa Korpora.	

Berikut jabaran hasil keputusan RUPS Luar Biasa 1 Maret 2019.

Below is the explanation of the Extraordinary GMS Resolutions dated 1 March 2019.

Agenda Perubahan susunan pengurus Perseroan. Change in the Company's management.	
Keputusan Resolution	Realisasi Realization
<p>1. Menerima pengunduran diri Ramon Marlon Runtu terhitung sejak ditutupnya rapat, dengan ucapan terima kasih atas sumbangan tenaga dan pikiran yang diberikan selama menjabat sebagai anggota Direksi. Dengan demikian, terhitung sejak ditutupnya rapat ini sampai dengan penutupan RUPS Tahunan Perseroan yang diadakan pada tahun 2019, maka susunan anggota Direksi dan Dewan Komisaris Perseroan sebagai berikut.</p> <p>Direksi Direktur Utama : Ahmad Fajar Wakil Direktur Utama : Rusli Direktur : Lembing Direktur : Debora Wahjutirto Tanoyo. Direktur Kepatuhan dan Manajemen Risiko : Tamunan</p> <p>Dewan Komisaris (tidak mengalami perubahan) Komisaris Utama : Oliver Simorangkir Komisaris/Komisaris Independen : Gunawan Tenggarahardja Komisaris/Komisaris Independen : Zaenal Abidin, PhD</p> <p>2. Memberikan kuasa kepada Direksi Perseroan dengan hak substitusi untuk menyatakan keputusan rapat mengenai perubahan anggota Direksi Perseroan dalam akta tersendiri di hadapan notaris dan untuk melakukan pemberitahuan kepada Menteri Hukum dan Hak Asasi Manusia Republik Indonesia sehubungan dengan perubahan anggota Direksi Perseroan tersebut di atas, serta melakukan segala tindakan yang diperlukan dan disyaratkan oleh peraturan perundang-undangan yang berlaku.</p>	<p>Telah direalisasikan sepenuhnya. Fully realized.</p>

Agenda Perubahan susunan pengurus Perseroan. Change in the Company's management.		
Keputusan Resolution	Realisasi Realization	
<p>1. Accepted the resignation of Ramon Marlon Runtu starting from the closing of this Meeting by conveying gratitude for the contribution of energy and thought given during the term of office as member of the Board of Directors. Therefore, starting from the closing of this Meeting until the closing of the Company's Annual GMS held in 2019, the composition of the Company's Board of Directors and Board of Commissioners is as follows.</p> <p>Board of Directors President Director : Ahmad Fajar Deputy President Director : Rusli Director : Lembing Director : Debora Wahjutirto Tanoyo Director of Compliance and Risk Management : Tamunan</p> <p>Board of Commissioners (no changes) President Commissioner : Oliver Simorangkir Commissioner/Independent Commissioner : Gunawan Tenggarahardja Commissioner/Independent Commissioner : Zaenal Abidin, PhD</p> <p>2. Granted power to the Company's Board of Directors with substitution right to state the meeting resolution on the change of member of Board of Directors in a separate deed, made before a notary, and to process notification submission to the Minister of Law and Human Rights of the Republic of Indonesia in relation to the change of member of the Company's Board of Directors as mentioned above, as well as taking all actions deemed necessary and required by the applicable laws and regulations.</p>		
Pengambilan Suara Voting		
Setuju Agree	Tidak Setuju Disagree	Abstain Abstain
7,984,621,809	0	0

Pelaksanaan RUPS Tahun 2018

Pada tahun 2018, Bank Victoria telah menyelenggarakan 1 (satu) kali RUPS Tahunan dan 1 (satu) kali RUPS Luar Biasa. RUPS Tahunan diselenggarakan pada 18 Mei 2018, sedangkan RUPS Luar Biasa diselenggarakan pada 26 Oktober 2018. Berikut uraian RUPS tahun 2018.

RUPS Tahunan 18 Mei 2018

Proses penyelenggaraan RUPS Tahunan sebagai berikut.

GMS Implementation In 2018

In 2018, Bank Victoria held 1 (one) Annual GMS and 1 (one) Extraordinary GMS. The Annual GMS was held on 18 May 2018, and Extraordinary GMS was held on 26 October 2018. Below is the description of the 2018 Annual GMS.

Annual GMS 18 May 2018

The process to hold Annual GMS is as follows.

Keterangan Description	Pelaksanaan Implementation
Pemberitahuan Notification	Diberitahukan pada 27 Maret 2018 kepada Otoritas Jasa Keuangan. Notified to the Financial Services Authority on 27 March 2018.
Pengumuman Announcement	Diumumkan pada 4 April 2018 melalui situs laman Bank dan surat kabar harian Kontan. Announced on 4 April 2018 through the Bank's website and Kontan daily newspaper.
Pemanggilan Notice	Diumumkan pada 24 April 2018 melalui situs laman Bank dan surat kabar harian Kontan. Announced on 24 April 2018 through the Bank's website and Kontan daily newspaper.
Pelaksanaan Implementation	Dilaksanakan pada Jumat, 18 Mei 2018 pukul 09.21-10.38 WIB di Graha BIP, Function Hall Lt. 11, Jl. Jend. Gatot Subroto Kav. 23, Jakarta 12930. Held on Friday dated 18 May, 2018 09:21-10:38, Graha BIP, Function Hall 11 th fl, Jend. Gatot Subroto Kav. 23, Jakarta 12930.



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Keterangan Description		Pelaksanaan Implementation
Penyampaian ringkasan risalah RUPS	Publikasi di surat kabar Publication on newspapers	Diumumkan pada 22 Mei 2018 melalui surat kabar harian Kontan. Announced on 22 May 2018 through the Bank's website and Kontan daily newspaper.
	Publikasi di situs web Bank Publication on the Bank's website	Pokok-pokok RUPS Tahunan diunggah 22 Mei 2018 pada situs laman Bank. Highlights of the Annual GMS were uploaded on 22 May 2018 on the Bank's website.
Submission of Summary of GMS Minutes	Pelaporan ke regulator dan penyampaian bukti iklan ringkasan risalah Reporting to the regulator and submitting proof of advertisement of summary of minutes	Dilaporkan hasil keputusan dan bukti iklan ringkasan risalah (hasil) RUPS Tahunan ke Otoritas Jasa Keuangan pada 22 Mei 2018. Report on the resolutions and proof of advertisement of summary of minutes (results) of the Annual GMS to the Financial Services Authority on 22 May 2018.
Risalah Resolution		Akta Risalah RUPS Tahunan disampaikan ke Otoritas Jasa Keuangan pada 21 Mei 2018. Deed of Minutes of Annual GMS is delivered to the Financial Services Authority on 21 May 2018.

Informasi kehadiran dalam RUPS Tahunan yang diselenggarakan pada 18 Mei 2018 sebagai berikut.

Information on attendance at the Annual GMS held on 18 May 2018 is as follows.

Dewan Komisaris Board of Commissioners		Direksi Board of Directors	
Nama Name	Jabatan Position	Nama Name	Jabatan Position
Oliver Simorangkir	Komisaris Utama President Commissioner	Daniel Budirahayu	Direktur Utama President Director
Gunawan Tenggarahardja	Komisaris/ Komisaris Independen Commissioner/ Independent Commissioner	Rusli	Wakil Direktur Utama Deputy President Director
Zaenal Abidin, PhD	Komisaris/ Komisaris Independen Commissioner/ Independent Commissioner	Ramon Marlon Runtu	Direktur Director
Debora Wahjutirto Tanoyo	Komisaris Commissioner	Tamunan	Direktur Kepatuhan dan Manajemen Risiko Director of Compliance and Risk Management
Pihak Independen Independent Party		Pemegang Saham Shareholders	
Nama Name	Jabatan Position	Dihadiri oleh 6.531.498.968 saham atau 75,33% dari keseluruhan saham yang telah dialokasikan. Attended by 6,531,498,968 shares or 75.33% of the total shares allocated.	
Fathiah Helmi, SH	Notaris Notary		
M Jusuf Wibisana	Akuntan Publik, Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis dan Rekan. Public Accountant, Public Accountant Firm Tanudiredja, Wibisana, Rintis and Partners.		
Moses F Dasilva (Moses Fernandez Da Silva)	Konsultan Hukum, Kantor Konsultan Hukum Da Silva dan Suhardiadi. Legal Consultant, Legal Consultant Office of Da Silva and Suhardiadi.		
Rosmaida Marpaung	Biro Administrasi Efek Perseroan, PT Adimitra Jasa Korpora. Share Registrar Bureau, PT Adimitra Jasa Korpora.		

Berikut penjabaran hasil keputusan RUPS Tahunan 18 Mei 2018.

Below is the description of the Annual GMS Resolutions dated 18 May 2018.

Agenda Laporan Tahunan Perseroan Termasuk Laporan Direksi dan Pengesahan Laporan Keuangan Tahunan serta Laporan Tugas Pengawasan Dewan Komisaris untuk tahun buku yang berakhir pada 31 Desember 2017. Company's Annual Report including the Board of Directors' Report and Ratification of the Annual Financial Statements as well as Report of the Supervisory Duty of the Board of Commissioners for the Fiscal Year ended on 31 December 2017.		
Keputusan Resolution	Realisasi Realization	
<p>1. Menerima baik dan menyetujui Laporan Tahunan Perseroan untuk tahun buku yang berakhir pada 31 Desember 2017, termasuk Laporan Direksi dan laporan tugas pengawasan Dewan Komisaris Perseroan.</p> <p>2. Menerima baik dan menyetujui serta mengesahkan Laporan Keuangan Perseroan untuk tahun buku yang berakhir pada 31 Desember 2017 yang telah diaudit oleh Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis dan Rekan dengan partner penanggung jawab Drs. M Jusuf Wibisana, M, Ec, CPA dengan opini audit wajar dalam semua hal yang material sesuai dengan laporan No. A180322002/DC2/MJW/2018 tanggal 22 Maret 2018 dengan demikian membebaskan anggota Direksi dan Dewan Komisaris Perseroan dari tanggung jawab dan segala tanggungan (<i>acquit et de charge</i>) atas tindakan pengurusan dan pengawasan yang Direksi dan Dewan Komisaris jalankan selama tahun buku 2017, sepanjang tindakan-tindakan mereka tercantum dalam neraca dan laporan laba rugi Perseroan tahun buku 2017.</p> <p>1. Well accepted and approved the Company's Annual Report ended on 31 December 2017, including the Board of Directors' Report and the Board of Commissioners's Report of the Supervisory Duty.</p> <p>2. Well accepted, approved, and endorsed the Company's Annual Financial Statements for the fiscal year ended on 31 December 2017 which has been audited by the Public Accountant Firm, Tanudiredja, Wibisana, Rintis & Rekan with the partner in charge, Drs. M. Jusuf Wibisana, M, Ec, CPA with audit opinion of unqualified in all material according to the report No. A180322002/DC2/MJW/2018 dated 22 March 2018, therefore it released all members of the Board of Directors and the Board of Commissioners responsibilities and any liability (<i>acquit et de charge</i>) for the actions and supervision of the Board of Directors and the Board of Commissioners executed within the fiscal year of 2017, provided that their actions are contained in the balance sheet an income statements of the Company for the fiscal year of 2017.</p>	<p>Telah direalisasikan sepenuhnya. Fully realized.</p>	
Pengambilan Suara Voting		
Setuju Agree	Tidak Setuju Disagree	Abstain Abstain
6,531,498,968	0	0
Agenda Penetapan penggunaan laba bersih Perseroan untuk tahun buku yang berakhir pada 31 Desember 2017. Determining for the Use of the Company's Net Income for the fiscal year ended on 31 December 2017.		
Keputusan Resolution	Realisasi Realization	
<p>Menyetujui penetapan penggunaan laba bersih Perseroan untuk tahun buku yang berakhir pada 31 Desember 2017 sebesar Rp131.387.618.296,- dan oleh karena masih diperlukan dan untuk pengembangan usaha Perseroan, maka laba bersih tahun buku 2017 tersebut diusulkan untuk dipergunakan sebagai berikut.</p> <p>1. Sebesar Rp25.000.000.000,- dibukukan untuk pembentukan dana cadangan umum guna memenuhi ketentuan Pasal 70 Undang-Undang No. 40 Tahun 2007 tentang Perseroan Terbatas dan Pasal 24 Anggaran Dasar Perseroan.</p> <p>2. Sisanya sebesar Rp106.387.618.296,- akan dibukukan sebagai laba ditahan.</p> <p>Dengan demikian Perseroan tidak memberikan dividen untuk tahun buku 2017.</p> <p>Approved the determination of the Company's net income for the fiscal year ended 31 December 2017 amounting to Rp131,387,618,296.00, and therefore it is still required, and for the Company's business development, such net income for the fiscal year of 2017 is proposed to be used for the following.</p> <p>1. Amounting to Rp25,000,000,000.00 is recorded for creating the general reserves to meet the regulation on Article 40 of Law No. 40 year 2007 on Limited Liability Companies and Article 24 of the Company's Articles of Association.</p> <p>2. The remaining of Rp106,387,618,296.00 will be recorded as retained earnings.</p> <p>Therefore, the Company did not distribute dividend for the fiscal year of 2017.</p>	<p>Telah direalisasikan sepenuhnya oleh Bank dengan membentuk dana cadangan minimum sebesar Rp25.000.000.000,- dan tidak membagi dividen untuk tahun buku 2017.</p> <p>Fully realized by the Bank by forming a minimum reserve fund at the amount of Rp25,000,000,000,- and no dividend distribution for 2017 fiscal year.</p>	



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Pengambilan Suara Voting		
Setuju Agree	Tidak Setuju Disagree	Abstain Abstain
6,531,498,968	0	0
<p>Agenda Pemberian kuasa dan wewenang kepada wakil Pemegang Saham untuk menetapkan besarnya honorarium anggota Dewan Komisaris dan memberi kuasa dan wewenang kepada Dewan Komisaris untuk menetapkan pembagian tugas dan wewenang anggota Direksi serta besarnya gaji dan tunjangan para anggota Direksi. The grant of power and authority to the representatives of Shareholders to determine the amount of honorarium for members of the Board of Commissioners and to grant power and authority to the Board of Commissioners for setting division of duties and responsibilities of the Board of Directors as well as the amount salary and allowance for members of the Board of Directors.</p>		
Keputusan Resolution		Realisasi Realization
<p>1. Menyetujui pemberian kuasa dan wewenang kepada wakil Pemegang Saham Perseroan yaitu PT Victoria Investama Tbk untuk menetapkan besarnya honorarium anggota Dewan Komisaris untuk tahun 2018.</p> <p>2. Menyetujui pelimpahan wewenang kepada Dewan Komisaris Perseroan untuk menetapkan pembagian tugas dan wewenang anggota Direksi serta besarnya gaji dan tunjangan para anggota Direksi untuk tahun 2018.</p> <p>1. Approved for granting the power and authority to the representatives of the Company's shareholders namely, PT Victoria Investama Tbk to determine the amount of honorarium for the members of Board of Commissioners for the year of 2018.</p> <p>2. Approved the transfer of power to the Company's Board of Commissioners to determine the division of duties and responsibilities of members of the Board of Directors including the amount of salaries and allowances for members of the Board of Directors for the year of 2018.</p>		<p>Telah direalisasikan dengan menetapkan tugas dan wewenang anggota Direksi serta menetapkan honorarium Dewan Komisaris sebesar Rp3.623.253.324,- dan Direksi sebesar Rp15.878.920.414,-.</p> <p>Fully realized by determining duties and authorities of member of Board of Directors and determining the honorarium of Board of Commissioners at Rp Rp3,623,253,324,- and Rp15,878,920,414,- for the Board of Directors.</p>
Pengambilan Suara Voting		
Setuju Agree	Tidak Setuju Disagree	Abstain Abstain
6,531,498,968	0	0
<p>Agenda Penunjukan akuntan publik untuk mengaudit buku-buku Perseroan untuk tahun buku 2018 dan pemberian kuasa kepada Dewan Komisaris untuk menetapkan honorarium kantor akuntan publik tersebut serta persyaratan lain penunjukannya. The appointment of Public Accountant to Audit the Company's Books for the Financial Year of 2018 Granting Power to members of the Board of Commissioners to Determine Honorarium of such Public Accountant Firm as well as other requirements related to the appointment.</p>		
Keputusan Resolution		Realisasi Realization
<p>Memberikan kewenangan kepada Dewan Komisaris Perseroan untuk menunjuk akuntan publik independen dari kantor akuntan publik independen yang terdaftar di Otoritas Jasa Keuangan sehubungan dengan masih dalam proses penentuan kantor akuntan publik independen yang akan mengaudit buku Perseroan, untuk mengaudit Laporan Keuangan Perseroan untuk tahun buku 2018 dengan memperhatikan rekomendasi dari Komite Audit dan melimpahkan kewenangan kepada Dewan Komisaris untuk menetapkan jumlah honorarium dan persyaratan lain sehubungan dengan penunjukan kantor akuntan publik independen dimaksud.</p> <p>Granted authority to the Company's Board of Commissioners to appoint an Independent Public Accountant registered by the Financial Services Authority relating to the ongoing process of determining an Independent Public Accountant that will audit the Company's books, audit the Company's financial statements for the fiscal year of 2018 taking into account the recommendation provided from the audit committee and the transfereed authority to the Board of Commissioners to determine the amount of honorarium and other requirements in relation to the appointment of an Independent Public Accountant Firm.</p>		<p>Dewan Komisaris telah menunjuk Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis dan Rekan untuk mengaudit buku Perseroan dan Laporan Keuangan Bank dengan fee sebesar Rp1.976.000.000,-.</p> <p>The Board of Commissioners appointed Public Accountant Firm KAP Tanudiredja, Wibisana, Rintis and Partners to audit the Company's records and the Bank's financial statements with the fee of Rp1,976,000,000.</p>
Pengambilan Suara Voting		
Setuju Agree	Tidak Setuju Disagree	Abstain Abstain
6,531,498,968	0	0



Agenda

Perubahan susunan pengurus Perseroan Change in the composition of Management of the Company.

Keputusan Resolution	Realisasi Realization
<p>1. Menerima pengunduran diri:</p> <p>a. Rita Gosal dari jabatannya sebagai Direksi Perseroan.</p> <p>b. Daniel Budirahayu dari jabatannya sebagai Direktur Utama Perseroan.</p> <p>Terhitung sejak di tutupnya Rapat Umum Pemegang Saham Tahunan ini dengan ucapan terima kasih atas sumbangan tenaga dan pikiran yang diberikan selama menjabat sebagai anggota Direksi dan membebaskan dari tanggung jawab dan segala tanggungan (<i>acquit et de charge</i>) atas tindakan pengurusan yang dijalankan sepanjang disetujui oleh Rapat Umum Pemegang Saham Tahunan 2017 yang diselenggarakan di tahun 2018.</p> <p>2. Menyetujui pengangkatan:</p> <p>a. Ahmad Fajar sebagai Direktur Utama Perseroan.</p> <p>b. Lembang sebagai Direktur Perseroan.</p> <p>c. Debora Wahjutirto Tanoyo sebagai Direktur Perseroan.</p> <p>Pengangkatan tersebut berlaku efektif terhitung sejak diperoleh persetujuan dari Otoritas Jasa Keuangan atas penilaian kemampuan dan kepatutan (<i>fit and proper test</i>) dan memenuhi peraturan perundang-undangan yang berlaku serta memberhentikan dengan hormat Debora Wahjutirto Tanoyo sebagai Komisaris Perseroan apabila pengangkatannya tersebut telah mendapat persetujuan dari Otoritas Jasa Keuangan atas penilaian kemampuan dan kepatutan (<i>fit and proper test</i>). Dengan demikian, terhitung sejak ditutupnya rapat ini susunan anggota Direksi dan Dewan Komisaris Perseroan adalah sebagai berikut.</p> <p>Direksi</p> <p>Wakil Direktur Utama : Rusli</p> <p>Direktur : Ramon Marlon Runtu</p> <p>Direktur Kepatuhan dan Manajemen Risiko : Tamunan</p> <p>Dewan Komisaris</p> <p>Komisaris Utama : Oliver Simorangkir</p> <p>Komisaris/Komisaris Independen : Gunawan Tenggarahardja</p> <p>Komisaris/Komisaris Independen : Zaenal Abidin, PhD</p> <p>Komisaris : Debora Wahjutirto Tanoyo</p> <p>dan setelah diperoleh persetujuan dari Otoritas Jasa Keuangan atas penilaian kemampuan dan kepatutan (<i>fit and proper test</i>) sampai dengan penutupan RUPS Tahunan Perseroan yang diadakan pada tahun 2019, susunan anggota Direksi dan Dewan Komisaris Perseroan sebagai berikut.</p> <p>Direksi</p> <p>Direktur Utama : Ahmad Fajar*</p> <p>Wakil Direktur Utama : Rusli</p> <p>Direktur : Lembang*</p> <p>Direktur : Debora Wahjutirto Tanoyo*</p> <p>Direktur Kepatuhan dan Manajemen Risiko : Tamunan</p> <p>Direktur : Ramon Marlon Runtu</p> <p>Dewan Komisaris</p> <p>Komisaris Utama : Oliver Simorangkir</p> <p>Komisaris/Komisaris Independen : Gunawan Tenggarahardja</p> <p>Komisaris/Komisaris Independen : Zaenal Abidin, PhD</p> <p>* Berlaku efektif setelah mendapat persetujuan dari Otoritas Jasa Keuangan atas penilaian kemampuan dan kepatutan (<i>fit and proper test</i>).</p> <p>3. Memberikan kuasa kepada Direksi Perseroan untuk menyatakan keputusan rapat mengenai perubahan anggota Direksi dan Dewan Komisaris Perseroan dalam akta tersendiri di hadapan notaris dan untuk memohon pemberitahuan kepada Menteri Hukum Dan Hak Asasi Manusia Republik Indonesia sehubungan dengan perubahan anggota Direksi dan Dewan Komisaris Perseroan tersebut di atas, serta melakukan segala tindakan yang diperlukan dan disyaratkan oleh peraturan perundang-undangan yang berlaku.</p>	<p>Telah direalisasikan sepenuhnya. Fully realized.</p>



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Agenda Perubahan susunan pengurus Perseroan Change in the composition of Management of the Company.		
Keputusan Resolution	Realisasi Realization	
<p>1. Accepted the resignation of the following names:</p> <p>a. Rita Gosal from her position as the Company's Director.</p> <p>b. Daniel Budirahayu from his position as the Company's President Director.</p> <p>As of the closing of the Annual General Meeting of Shareholders, with an appreciation and gratitude for the contribution of energy and thought while serving as the members of the Board of Directors and released from the responsibilities and any liability (acquit et de charge) for the management actions insofar as it is approved by the Annual Meeting of Shareholders 2017 held in 2018.</p> <p>2. Approved to appoint the following names:</p> <p>a. Ahmad Fajar as the Company's President Director.</p> <p>b. Lembing as the Company's Director.</p> <p>c. Debora Wahjutirto Tanoyo as the Company's Director.</p> <p>Such appointments will be effective upon the approval obtained by the Financial Services Authority on the assessment of fit and proper test and having met with the applicable laws and regulations, as well as terminated Debora Wahjutirto Tanoyo as the Company's Commissioner provided that such appointment has been approved by the Financial Services Authority on the assessment of fit and proper test. Therefore, as of the closing of this meeting the composition of the Company's Board of Commissioners is the following.</p> <p>Board of Directors Deputy President Director : Rusli Director : Ramon Marlon Runtu Director of Compliance and Risk Management : Tamunan</p> <p>Board of Commissioners President Commissioner : Oliver Simorangkir Commissioner/Independent Commissioner : Gunawan Tenggarahardja Commissioner/Independent Commissioner : Zaenal Abidin, PhD Commissioner : Debora Wahjutirto Tanoyo</p> <p>and after having obtained approval from the Financial Services Authority on the assessment of fit and proper test until the closing of the Company's Annual General Meeting of Shareholders held in 2019, the composition of the Board of Directors and the Board of Commissioners is as follows.</p> <p>Board of Directors President Director : Ahmad Fajar* Deputy President Director : Rusli Director : Lembing* Director : Debora Wahjutirto Tanoyo* Director of Compliance and Risk Management : Tamunan Director : Ramon Marlon Runtu</p> <p>Board of Commissioners President Commissioner : Oliver Simorangkir Commissioner/Independent Commissioner : Gunawan Tenggarahardja Commissioner/Independent Commissioner : Zaenal Abidin, PhD</p> <p>* will be effective upon approval from the Financial Services Authority on the assessment of fit and proper test.</p> <p>3. Granted power to the Company's Board of Directors to declare resolutions of the Meeting on the changes in the Company's Board of Directors and the Board of Commissioners in a separate deed made before a Notary, and to request a notification to the Minister of Law and Human Rights of the Republic of Indonesia concerning the changes in the Company's members of the Board of Directors and the Board of Commissioners as above mentioned, as well as to take any necessary action required by the prevailing laws and regulations.</p>		
Pengambilan Suara Voting		
Setuju Agree	Tidak Setuju Disagree	Abstain Abstain
6,531,498,968	0	0

Agenda		
Persetujuan pengeluaran saham baru tanpa Hak Memesan Efek Terlebih Dahulu (HMETD) melalui program Management Stock Option Program (MSOP). Approval on the Disbursement of new shares without Preemptive Right through Management Stock Option Program (MSOP).		
Keputusan Resolution	Realisasi Realization	
<p>Memberikan wewenang kepada Direksi Perseroan dengan persetujuan Dewan Komisaris untuk melaksanakan dan menetapkan tata cara <i>Management Stock Option Program</i> (MSOP) untuk dimintakan persetujuan rapat sesuai dengan ketentuan peraturan perundang-undangan yang berlaku di bidang pasar modal dan perbankan.</p> <p>Granted authority to the Company's Board of Directors as approved by the Board of Commissioners to undertake and establish the procedures of Management of Stock Option Program (MSOP) to gain approval from the Meeting according to the applicable rules and regulations in the Capital Market and Banking.</p>	<p>Belum direalisasikan karena perubahan rencana bisnis Bank.</p> <p>Not yet realized due to changes in the Bank's business plan.</p>	
Pengambilan Suara Voting		
Setuju Agree	Tidak Setuju Disagree	Abstain Abstain
6,531,498,968	0	0
Agenda		
Laporan Realisasi Penggunaan Dana Penawaran Umum Berkelanjutan Obligasi Berkelanjutan I Bank Victoria Tahap I Tahun 2017 dan Laporan Realisasi Penggunaan Dana Penawaran Umum Berkelanjutan Obligasi Subordinasi Berkelanjutan I Bank Victoria Tahap I Tahun 2017. Report on the Use of Public Offering Proceeds for Sustainable Bond I of Bank Victoria Stage I of Year 2017, and Report on the Realization of the Use of Public Offering Proceeds for Sustainable Subordinated Bonds I of Bank Victoria Stage I Year 2017.		
Keputusan Resolution	Realisasi Realization	
<p>Agenda rapat ketujuh mengenai Laporan Realisasi Penggunaan Dana Penawaran Umum Berkelanjutan Obligasi Berkelanjutan I Bank Victoria Tahap I Tahun 2017 dan Laporan Realisasi Penggunaan Dana Penawaran Umum Berkelanjutan Obligasi Subordinasi Berkelanjutan I Bank Victoria Tahap I Tahun 2017, hanya bersifat laporan tidak mengambil keputusan.</p> <p>The seventh Meeting Agenda concerning the Realization Report on the Use of Continuous Public Offering Funds I of Bank Victoria, Stage I in 2017 and Realization Report on the Use of Continuous Public Offering Funds of Continuous Subordinated Bonds I of Bank Victoria Stage I in 2017, is only a reporting not for decision making.</p>	<p>Telah direalisasikan sepenuhnya.</p> <p>Fully realized.</p>	

RUPS Luar Biasa 26 Oktober 2018

Proses penyelenggaraan RUPS Luar Biasa sebagai berikut.

Extraordinary GMS 26 October 2018

The Extraordinary GMS process is as follows:

Keterangan Description	Pelaksanaan Implementation
Pemberitahuan Notification	Diberitahukan pada 12 September 2018 kepada Otoritas Jasa Keuangan. Notified to the Financial Services Authority on 12 September 2018.
Pengumuman Announcement	Diumumkan pada 19 September 2018 melalui situs laman Bank dan surat kabar harian Kontan. Announced on 19 September 2018 through the Bank's website and Kontan daily newspaper.
Pemanggilan Notice	Diumumkan pada 4 Oktober 2018 melalui situs laman Bank dan surat kabar harian Kontan. Announced on 4 October 2018 through the Bank's website and Kontan daily newspaper.
Penyelenggaraan Implementation	Diselenggarakan pada Jumat, 26 Oktober 2018 pukul 10.17-10.41 WIB di Graha BIP, Function Hall Lt. 11, Jl. Jend. Gatot Subroto Kav. 23, Jakarta 12930. Conducted on Friday dated 26 October 2018, at 10.17-10.41 at Graha BIP, Function Hall 11th fl. At Jalan Jend. Gatot Subroto Kav. 23, Jakarta 12930.



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Keterangan Description		Pelaksanaan Implementation
Penyampaian ringkasan risalah RUPS Submission of Summary of GMS Minutes	Publikasi di surat kabar Publication on newspapers	Diumumkan pada 30 Oktober 2018 melalui surat kabar harian Kontan. Announced on 30 October 2018 through and Kontan daily newspaper.
	Publikasi di situs web Bank Publication on the Bank's website	Pokok-pokok RUPS Luar Biasa diunggah 30 Oktober 2018 pada situs laman Bank. Highlights of the Extraordinary GMS were uploaded on 30 October 2018 on the Bank's website.
	Pelaporan ke regulator dan penyampaian bukti iklan ringkasan risalah Reporting to the regulator and submitting proof of advertisement of summary of minutes	Dilaporkan hasil keputusan dan bukti iklan ringkasan risalah (hasil) RUPS Luar Biasa ke Otoritas Jasa Keuangan pada 30 Oktober 2018. Report on the resolutions and proof of advertisement of summary of minutes (results) of the Extraordinary GMS to the Financial Services Authority on 30 October 2018.
Risalah Resolution		Akta Risalah RUPS Luar Biasa disampaikan ke Otoritas Jasa Keuangan pada 12 November 2018. Deed of Minutes of Extraordinary GMS is delivered to the Financial Services Authority on 12 November 2018.

Informasi kehadiran dalam RUPS Luar Biasa yang diselenggarakan pada 26 Oktober 2018 sebagai berikut.

Information on attendance at the Extraordinary GMS held on 26 October 2018 is as follows.

Dewan Komisaris Board of Commissioners		Direksi Board of Directors	
Nama Name	Jabatan Position	Nama Name	Jabatan Position
Oliver Simorangkir	Komisaris Utama President Commissioner	Rusli	Wakil Direktur Utama Deputy President Director
Gunawan Tenggarahardja	Komisaris/Komisaris Independen Commissioner/Independent Commissioner	Ramon Marlon Runtu	Direktur Director
Zaenal Abidin, PhD	Komisaris/Komisaris Independen Commissioner/Independent Commissioner	Tamunan	Direktur Kepatuhan dan Manajemen Risiko Director of Compliance and Risk Management
Debora Wahjutirto Tanoyo	Komisaris Commissioner		
Pihak Independen Independent Party		Pemegang Saham Shareholders	
Nama Name	Jabatan Position	Dihadiri oleh 7.568.212.591 saham atau 87,28% dari keseluruhan saham yang telah dialokasikan. Attended by 7,568,212,591 shares or 87.28% of the total shares allocated.	
Fathiah Helmi, SH	Notaris Notary		
Lucy Luciana Suhenda	Akuntan Publik, Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis dan Rekan. Public Accountant, Public Accountant Firm Tanudiredja, Wibisana, Rintis and Partners.		
Andry	Biro Administrasi Efek Perseroan, PT Adimitra Jasa Korpora. Share Registrar Bureau, PT Adimitra Jasa Korpora.		

Berikut penjabaran hasil keputusan RUPS Luar Biasa 26 Oktober 2018.

Below is the description of the Extraordinary GMS Resolution dated 26 October 2018.

Agenda Perubahan tempat kedudukan Perseroan. Change in the domicile of the Company.		
Keputusan Resolution	Realisasi Realization	
<p>1. Menyetujui untuk merubah tempat kedudukan Perseroan yang semula berkedudukan di Jakarta Pusat menjadi berkedudukan di Jakarta Selatan.</p> <p>2. Memberikan kuasa kepada Direksi Perseroan dengan hak substitusi untuk menyatakan perubahan Anggaran Dasar Perseroan tersebut dalam suatu akta tersendiri dihadapan notaris dan mengurus persetujuan serta pendaftaran kepada instansi yang berwenang, serta melakukan segala tindakan yang diperlukan sehubungan dengan hal tersebut.</p> <p>1. Approved to change a domicile of the Company which was previously having domiciled in Central Jakarta to South Jakarta.</p> <p>2. Granted power to the Company's Board of Directors with a substitution right to declare a change in the Company's Articles of Association in a separate deed made before a notary and to process approval as well as to register to the authorized institution, as well as to undertake any necessary actions required according to such matters.</p>	<p>Telah direalisasikan sepenuhnya dengan memindahkan tempat kedudukan Bank dari Panin Tower Lt. 15, Senayan City Jl. Asia Afrika Lot 19 Kel. Gelora, Kec. Tanah Abang Jakarta Pusat, 10270 ke Gedung Graha BIP, Jl. Gatot Subroto Kav. 23, Jakarta Selatan, 12930.</p> <p>Fully realized by moving the Bank's place of domicile from Panin Tower Lt. 15, Senayan City Jl. Asia Afrika Lot 19 Kel. Gelora, Kec. Tanah Abang Jakarta Pusat, 10270 to Gedung Graha BIP, Jl. Gatot Subroto Kav. 23, Jakarta Selatan, 12930.</p>	
Pengambilan Suara Voting		
Setuju Agree	Tidak Setuju Disagree	Abstain Abstain
7,346,277,776	0	221,934,815
Agenda Penegasan kembali pengangkatan anggota Direksi Perseroan. Reaffirmation of the Appointment of the Company's Members of the Board of Directors.		
Keputusan Resolution	Realisasi Realization	
<p>1. Menyetujui untuk menegaskan kembali pengangkatan Debora Wahjutirto Tanoyo sebagai Direktur Perseroan, pengangkatan tersebut yang berlaku efektif terhitung sejak diperoleh persetujuan dari Otoritas Jasa Keuangan atas penilaian kemampuan dan kepatuhan (<i>fit and proper test</i>), memenuhi peraturan perundang-undangan yang berlaku, serta memberhentikan dengan hormat Debora Wahjutirto Tanoyo sebagai Komisaris Perseroan apabila pengangkatan tersebut telah mendapat persetujuan dari Otoritas Jasa Keuangan atas penilaian kemampuan dan kepatuhan (<i>fit and proper test</i>). Dengan demikian, terhitung sejak ditutupnya rapat ini susunan anggota Direksi dan Dewan Komisaris Perseroan adalah sebagai berikut.</p> <p>Direksi Wakil Direktur Utama : Rusli Direktur : Ramon Marlon Runtu Direktur Kepatuhan dan Manajemen Risiko : Tamunan</p> <p>Dewan Komisaris Komisaris Utama : Oliver Simorangkir Komisaris/Komisaris Independen : Gunawan Tenggarahardja Komisaris/Komisaris Independen : Zaenal Abidin, PhD Komisaris : Debora Wahjutirto Tanoyo</p> <p>Dan setelah diperoleh persetujuan dari Otoritas Jasa Keuangan atas penilaian kemampuan dan kepatuhan (<i>fit and proper test</i>) sampai dengan penutupan RUPS Tahunan Perseroan pada tahun 2019, susunan anggota Direksi dan Dewan Komisaris Perseroan sebagai berikut.</p> <p>Direksi Direktur Utama : Ahmad Fajar* Wakil Direktur Utama : Rusli Direktur : Lembang* Direktur : Debora Wahjutirto Tanoyo* Direktur Kepatuhan dan Manajemen Risiko : Tamunan Direktur : Ramon Marlon Runtu</p> <p>* Berlaku efektif setelah mendapat persetujuan dari atas penilaian kemampuan dan kepatuhan (<i>fit and proper test</i>).</p> <p>Dewan Komisaris Komisaris Utama : Oliver Simorangkir Komisaris/Komisaris Independen : Gunawan Tenggarahardja Komisaris/Komisaris Independen : Zaenal Abidin, PhD</p>	<p>Telah direalisasikan sepenuhnya. Fully realized.</p>	



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Agenda		
Penegasan kembali pengangkatan anggota Direksi Perseroan. Reaffirmation of the Appointment of the Company's Members of the Board of Directors.		
Keputusan Resolution	Realisasi Realization	
<p>2. Memberikan kuasa kepada Direksi Perseroan dengan hak substitusi untuk menyatakan keputusan Rapat mengenai perubahan anggota Direksi dan Dewan Komisaris Perseroan dalam akta tersendiri di hadapan notaris dan untuk memohon pemberitahuan kepada Menteri Hukum dan Hak Asasi Manusia Republik Indonesia sehubungan dengan perubahan anggota Direksi dan Dewan Komisaris Perseroan tersebut di atas, serta melakukan segala tindakan yang diperlukan dan disyaratkan oleh peraturan perundang-undangan yang berlaku.</p> <p>1. Approved to reaffirm the appointment of Debora Wahjutirto as the Company's Director, in which such appointment will be effective as of the approval obtained from the Financial Services Authority on the assessment of fit-and-proper test and having met the applicable rules and regulations, as well as to terminate with respect Debora Wahjutirto Tanoyo as the Company's Commissioner if such appointment has gained approval from the Financial Services Authority on the assessment of fit and proper test. Therefore, as of the closing of this meeting, the composition of members of the Company's Board of Directors and the Board of Commissioners is as follows.</p> <p>Board of Directors Deputy President Director : Rusli Director : Ramon Marlon Runtu Director of Compliance and Risk Management : Tamunan</p> <p>Board of Commissioners President Commissioner : Oliver Simorangkir Commissioner/Independent Commissioner : Gunawan Tenggarahardja Commissioner/Independent Commissioner : Zaenal Abidin, PhD Commissioner : Debora Wahjutirto Tanoyo</p> <p>and upon gaining approval from the Financial Services Authority on the assessment of fit and proper until the closing of the Company's Annual General Meeting of Shareholders in which in 2019 the composition of members of the Company's the Board of Directors and the Board of Commissioners is the following.</p> <p>Board of Directors President Director : Ahmad Fajar* Deputy President Director : Rusli Director : Lembing* Director : Debora Wahjutirto Tanoyo* Director of Compliance and Risk Management : Tamunan Director : Ramon Marlon Runtu</p> <p>* Will be effective upon gaining approval on the assessment of fit and proper test.</p> <p>Board of Commissioners President Commissioner : Oliver Simorangkir Commissioner/Independent Commissioner : Gunawan Tenggarahardja Commissioner/Independent Commissioner : Zaenal Abidin, PhD</p> <p>2. Granting power to the Company's Board of Directors with substitution right to state the Meeting resolutions on changes in the composition of the Company's Board of Directors and Board of Commissioners in a separate deed, made before a Notary, and to submit a notification to the Ministry of Law and Human Rights of the Republic of Indonesia in connection with changes in the composition of the Company's Board of Directors and Board of Commissioners mentioned above, as well as to make all necessary actions that are required by the applicable laws and regulations.</p>		
Pengambilan Suara Voting		
Setuju Agree	Tidak Setuju Disagree	Abstain Abstain
7,346,277,776	0	221,934,815

Dewan Komisaris

// Board of Commissioners

Dewan Komisaris wajib melaksanakan pengawasan dan memberikan saran terkait pelaksanaan tugas dan tanggung jawab Direksi serta fungsi lain yang ditetapkan Anggaran Dasar maupun peraturan perundang-undangan. Dewan Komisaris juga memastikan bahwa Bank melaksanakan prinsip-prinsip GCG di setiap jenjang organisasi. Dalam memenuhi tugas dan tanggung jawabnya, Dewan Komisaris wajib bertindak secara independen.

Pedoman Dewan Komisaris

Dewan Komisaris melaksanakan tugas dan tanggung jawabnya dengan berpedoman pada *Board of Commissioners Charter* (BOC Charter) yang telah dimutakhirkan melalui Surat Keputusan Dewan Komisaris No. 001/SK-KOM/04/19 tanggal 10 April 2019. Uraian lengkap mengenai BOC Charter Bank dapat diakses pada situs web Bank bagian Tata Kelola (https://www.victoriabank.co.id/uploads/2019-09-10_001SKKOM0419_BOC%20Charter.pdf).

BOD Charter Bank Victoria disusun berdasarkan Undang-Undang Perseroan Terbatas, Akta Pernyataan RUPS Luar Biasa No. 134 Tahun 2015, Surat Edaran Bank Indonesia tentang Pelaksanaan *Good Corporate Governance* bagi bank umum, Peraturan Otoritas Jasa Keuangan tentang Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik, serta Peraturan Otoritas Jasa Keuangan tentang tata kelola bagi bank umum.

Tugas dan Tanggung Jawab Dewan Komisaris

Berdasarkan BOC Charter, tugas dan tanggung jawab, serta realisasinya diuraikan sebagai berikut.

Board of Commissioners shall perform supervision and give advises in relation to implementation of duties and responsibilities of the Board of Directors and other functions as determined in Articles of Association, as well as determined by laws and regulations. Board of Commissioners also ensure that the Bank carries out GCG principles in each organization stages. In performing its duties and responsibilities, the Board Commissioners shall act independently

Guidelines of Board of Commissioners

The Board of Commissioners in performing its duties and responsibilities shall refer to Board of Commissioners Charter (BOC Charter) which has been ratified through Decision of Board of Commissioners No. 001/SK-KOM/04/19 dated 10 April 2019. Complete description regarding the Bank's BOC Charter is accessible in the Bank's web site on Governance section (https://www.victoriabank.co.id/uploads/2019-09-10_001SKKOM0419_BOC%20Charter.pdf).

Bank Victoria's BOD Charter was prepared based on Law on Limited Liability Company, Deed of Statement of Resolutions of Extraordinary Meeting No. 134 of 2015, Circular of Bank Indonesia on Implementation of Good Corporate Governance for Commercial Banks, Financial Services Authority Regulation on Board of Directors and Board of Commissioners of Issuers or Public Companies, Financial Services Authority Regulation on Governance for Commercial Banks.

Duties and Responsibilities of Board of Commissioners

Based on BOC Charter, duties and responsibilities, and the realization are described as follows.

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
Tugas dan tanggung jawab secara umum: Duties and responsibilities in general:	
<p>Menetapkan tugas dan wewenang setiap anggota Direksi sebagaimana isi Anggaran Dasar.</p> <p>To determine duties and authority of each member of Board of Directors as stipulated in the Articles of Association.</p>	<p>Dewan Komisaris telah menetapkan tugas dan wewenang untuk setiap anggota Direksi yang diatur dalam Surat Keputusan Dewan Komisaris No. 001/SK-KOM/12/18 tanggal 3 Desember 2018 tentang Pembagian Tugas dan Wewenang Anggota <i>Board of Directors</i> PT Bank Victoria International Tbk.</p> <p>The Board of Commissioners has established the duties and authority of each member of the Board of Directors as outlined in the Board of Commissioners' Decision Letter No. 001/SK-KOM/12/18 dated 3 December 2018 on the Division of Duties and Authority of Members of Board of Directors of PT Bank Victoria International Tbk.</p>



Aspek Pendukung Bisnis
Aspect of Business Support



Tata Kelola Perusahaan
Good Corporate Governance



Tanggung Jawab Sosial Perusahaan
Corporate Social Responsibility



Struktur Permodalan dan Praktik Manajemen Risiko
Capital Structure and Risk Management Practices

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
<p>Memberikan pengesahan tentang arah kebijakan, strategi usaha dari Rencana Bisnis Bank baik rencana jangka pendek (program kerja tahunan), jangka menengah, maupun jangka panjang yang wajib dilaporkan kepada Otoritas Jasa Keuangan.</p> <p>To approve the policy direction, business strategy of the Bank's Business Plan, either short-term (annual work plan), medium-term, and long-term plans, which must be reported to the Financial Services Authority.</p>	<p>Dewan Komisaris telah mengesahkan Rencana Bisnis Bank Periode Tahun 2019-2021 yang memuat tentang:</p> <ul style="list-style-type: none"> a. Kebijakan dan strategi manajemen; b. Penerapan manajemen risiko dan kinerja Bank saat ini; c. Proyeksi laporan keuangan (2019-2021) beserta asumsi yang digunakan; d. Proyeksi rasio-rasio dan pos-pos tertentu lainnya; e. Rencana pendanaan; f. Rencana penanaman dana; g. Rencana penyertaan permodalan; h. Rencana permodalan; i. Rencana pengembangan organisasi dan sumber daya manusia; j. Rencana penerbitan produk dan/atau pelaksanaan aktivitas baru; k. Rencana pengembangan dan/atau perubahan jaringan kantor; l. Informasi lainnya; dan m. Rencana kegiatan sebagai bank umum devisa. <p>The Board of Commissioners has validated the Bank's Business Plan for the Period of 2019-2021 which contains:</p> <ul style="list-style-type: none"> a. Management policy and strategy; b. The implementation of risk management and the Bank's current performance; c. Projection of financial statements (2019-2021) and the assumptions used; d. Projection of ratios and other certain items; e. Funding plan; f. Fund investment plan; g. Capital investment plan; h. Capital plan; i. Plans for organizational and human resource development; j. Plans for publishing products and/or implementing new activities; k. Plans for developing and/or changing office network; l. Other information; and m. Planned activities as a foreign exchange commercial bank.
<p>Melakukan pengawasan atas pelaksanaan maupun pencapaian Rencana Bisnis.</p> <p>To supervise the implementation and achievement of the Business Plan.</p>	<p>Secara umum rencana bisnis tahun 2019 belum dapat memenuhi target yang ditetapkan dikarenakan tekanan ekonomi makro yang berdampak pada seluruh industri yang dalam hal ini mempengaruhi kemampuan bayar debitur. Dalam hal pertumbuhan ekonomi, hal ini juga memberi dampak pada lambatnya pertumbuhan akibat dari industri yang tidak melakukan ekspansi, sehingga pertumbuhan bisnis tidak maksimal, namun demikian Bank Victoria tetap berupaya untuk memenuhi target tersebut melalui strategi bisnis yang terarah.</p> <p>In general, the business plan for 2019 was not able to meet the target set due to macroeconomic pressures that had an impact on all industries, which in this case affected debtor's repayment ability. In terms of economic growth, this matter also had an impact on the slow growth due to industries that did not expand, therefore, business growth was not optimal, however, Bank Victoria continued to strive to meet these targets through a directed business strategy.</p>
<p>Memberikan keputusan tertulis disertai dengan alasan-alasan atas transaksi-transaksi yang diusulkan yang melampaui batas wewenang Direksi.</p> <p>To provide a written decision accompanied by reasons for the proposed transactions that exceed the limits of the Board of Directors' authority.</p>	<p>Pada tahun 2019, Dewan Komisaris telah memberikan keputusan tertulis disertai dengan alasan-alasan atas transaksi-transaksi yang diusulkan yang melampaui batas wewenang Direksi.</p> <p>In 2019, the Board of Commissioners provided a written decision accompanied by reasons for the proposed transactions that exceeded the limits of the Board of Directors' authority.</p>
<p>Menyetujui dan mengevaluasi kebijakan manajemen risiko serta mengevaluasi pertanggungjawaban pelaksanaan manajemen risiko.</p> <p>To approve and evaluate the risk management policy and evaluate the accountability of risk management implementation.</p>	<p>Dewan komisaris telah menyetujui dan mengevaluasi kebijakan manajemen risiko, seperti Prosedur Penilaian Profil Risiko dan Prosedur Penilaian Profil Risiko Terintegrasi.</p> <p>The Board of Commissioners has approved and evaluated the risk management policies, such as Risk Profile Assessment Procedure and Integrated Risk Profile Assessment Procedure.</p>

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
<p>Menyelenggarakan rapat internal Dewan Komisaris, sekurang-kurangnya 4 (empat) kali dalam 1 (satu) tahun, sesuai dengan ketentuan <i>Good Corporate Governance</i>.</p> <p>To conduct internal meetings of the Board of Commissioners, at least 4 (four) times a year, in accordance with the provisions of <i>Good Corporate Governance</i>.</p>	<p>Dewan Komisaris telah menyelenggarakan rapat internal sebanyak 9 (sembilan) kali selama tahun 2019. Rapat ini membahas tentang:</p> <ol style="list-style-type: none"> Persetujuan penyelenggaraan RUPS Luar Biasa; Persetujuan pelaksanaan Penawaran Umum Berkelanjutan II Tahap I Tahun 2019; Perubahan persetujuan penunjukan anggota Dewan Komisaris yang mewakili Dewan Komisaris dalam melakukan tindakan/perbuatan hukum tertentu; Persetujuan penambahan modal melalui PMTHMETD; Rekomendasi susunan Direksi dan susunan Dewan Komisaris kepada Pemegang Saham Pengendali; Penunjukan ketua RUPS Tahunan 2019; Pembacaan Laporan Tugas Pengawasan Dewan Komisaris dalam RUPS Tahunan 2019; Kewajiban pembuatan Laporan Keuangan Berkelanjutan bagi Bank BUKU II; Pelatihan <i>risk register</i>; Kompetensi SDM Bank Victoria; Keanggotaan Komite Audit dan Komite Pemantau Risiko; Perubahan anggota Komite Audit dan Komite Pemantau Risiko; Tindak lanjut SKAI atas Surat Otoritas Jasa Keuangan terkait Pemeriksaan Menyeluruh terhadap Pemberian Kredit kepada Perusahaan <i>Multifinance</i>; Parameter ukuran kinerja Dewan Komisaris; Pembahasan Surat Otoritas Jasa Keuangan terkait Komitmen terhadap Hasil Pemeriksaan Otoritas Jasa Keuangan; Rekomendasi dan penunjukan akuntan publik dan/atau kantor akuntan publik tahun 2019; Penyampaian Rencana Aksi Keuangan Berkelanjutan 2020-2024; Pengawasan transaksi keuangan mencurigakan; Penyampaian Rencana Bisnis Bank 2020-2022; Penyampaian Rencana Aksi Keuangan Berkelanjutan 2020-2024; dan Pengawasan transaksi keuangan mencurigakan. <p>The Board of Commissioners held 9 (nine) internal meetings throughout 2019. These meetings discussed about:</p> <ol style="list-style-type: none"> Approval for convening Extraordinary GMS; Approval for conducting Sustainable Public Offering II Phase I Year 2019; Changes in the approval of appointment of members of Board of Commissioners representing the Board of Commissioners in taking certain legal actions/deed; Approval for capital addition without Pre-emptive Rights (PMTHMETD); Recommendation of composition of the Board of Directors and the Board of Commissioners to the Controlling Shareholders; Appointment of the 2019 Annual GMS Chair; Reading of the Board of Commissioners' Supervisory Report at the 2019 Annual GMS; Obligation to prepare Sustainable Financial Statements for BUKU II Bank; Risk register training; Bank Victoria's HR Competencies; Composition of Audit Committee and Risk Monitoring Committee; Changes in the composition of Audit Committee and Risk Monitoring Committee; SKAI follow-up on Financial Services Authority Letter related to Comprehensive Audit of Credit Provision to Multifinance Companies; Board of Commissioners performance measurement parameters; Discussion of Financial Services Authority Letter related to Commitments to Financial Services Authority Audit Results; Recommendation and appointment of public accountant and/or public accountant firm in 2019; Submission of the 2020-2024 Sustainable Finance Action Plan; Supervision of suspicious financial transactions; Submission of the Bank's Business Plan 2020-2022; Submission of Sustainable Finance Action Plan 2020-2024; and Supervision of suspicious financial transactions.



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Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
<p>Menghadiri rapat gabungan dengan Direksi untuk membahas perkembangan dari laporan kinerja Direksi minimal 1 (satu) kali dalam 4 (empat) bulan.</p> <p>To attend a joint meeting with the Board of Directors to discuss progress of the Board of Directors performance report at least 1 (once) in 4 (four) months.</p>	<p>Dewan Komisaris telah menghadiri rapat gabungan dengan Direksi sebanyak 13 kali pada tahun 2019 dengan membahas tentang:</p> <ol style="list-style-type: none"> Kinerja keuangan; Penerapan service dan budaya; Pembahasan RBB 2020-2022; Pembahasan Rencana Aksi Keuangan Berkelanjutan; Penyelenggaraan RUPS Tahunan dan RUPS Luar Biasa; Aksi korporasi; Revisi RBB; Update exit meeting Otoritas Jasa Keuangan; Update aset yang diambil alih (AYDA) dan penjualan AYDA; Update debitur bermasalah; Update Corporate University; dan Update aplikasi jasa keuangan berbasis teknologi digital bernama OJK-Box (OBOX). <p>The Board of Commissioners attended 13 joint meetings with Board of Directors in 2019, and discussed:</p> <ol style="list-style-type: none"> Financial performance; Implementation of services and culture; Discussion of 2020-2022 RBB; Discussion of Sustainable Finance Action Plan; Organizing Annual GMS and Extraordinary GMS; Corporate action; RBB Revision; Update of exit meeting of Financial Services Authority; Update of foreclosed assets (AYDA) and sales of AYDA; Update of non-performing debtors; Update of Corporate University; and Update of digitech-based financial services application called OJK-Box (OBOX).
<p>Membuat laporan Dewan Komisaris kepada Otoritas Jasa Keuangan pada setiap akhir semester perihal pengelolaan dan kinerja Bank, termasuk pencapaian target-target rencana bisnis tahunan yang wajib disampaikan dalam batas waktu 2 (dua) bulan setelah bulan laporan.</p> <p>To make a report of the Board of Commissioners to the Financial Services Authority at the end of each semester on the Bank's management and performance, including the achievement of the annual business plan targets that must be submitted within 2 (two) months after the reporting month.</p>	<p>Dewan Komisaris telah membuat dan menyampaikan laporan kepada Otoritas Jasa Keuangan terkait target-target rencana bisnis tahunan yang disampaikan dalam batas waktu 2 (dua) bulan setelah bulan laporan.</p> <p>The Board of Commissioners has prepared and submitted a report to the Financial Services Authority related to targets of the annual business plan within the time limit of 2 (two) months after the reporting month.</p>
<p>Menyampaikan laporan kepada Otoritas Jasa Keuangan paling lambat 7 (tujuh) hari sejak ditemukan:</p> <ol style="list-style-type: none"> Pelanggaran peraturan perundang-undangan di bidang keuangan dan perbankan; dan/atau Keadaan atau perkiraan keadaan yang dapat membahayakan kelangsungan usaha Bank. <p>To submit report to the Financial Services Authority (FSA) no later than 7 (seven) business days after any of the following matter is found:</p> <ol style="list-style-type: none"> Violation of laws and regulations in finance and banking sectors; and/or Condition or assumed condition that may endanger the Bank's business continuity. 	<p>Pada tahun 2019, tidak terdapat pelanggaran peraturan perundang-undangan yang dilakukan oleh Bank.</p> <p>In 2019, there were no violation in laws and regulations made by the Bank.</p>
<p>Tugas dan kewajiban terkait evaluasi kinerja Dewan Komisaris dan Direksi: Duties and obligations related to performance evaluation of Board of Commissioners and Board of Directors:</p>	
<p>Menyusun Key Performance Indicators (KPI) Dewan Komisaris. To develop Key Performance Indicators (KPI) of the Board of Commissioners.</p>	<p>Dewan Komisaris telah menyusun dan mengesahkan KPI dan mengesahkannya pada 17 Januari 2020.</p> <p>The Board of Commissioners has compiled and validated the KPI and validated it on 17 January 2020.</p>
<p>Melakukan evaluasi kinerja Dewan Komisaris berdasarkan KPI Dewan Komisaris dengan sistem self assessment atau sistem lain untuk kemudian diputuskan dalam rapat Dewan Komisaris.</p> <p>To evaluate the performance of the Board of Commissioners based on KPI of Board of Commissioners by self-assessment system or other system to be determined in the Board of Commissioners' meeting.</p>	<p>Dewan Komisaris telah mengevaluasi kinerja Dewan Komisaris dengan sistem self assessment. Berdasarkan hasil self assessment pada tahun 2019, pelaksanaan tugas dan tanggung jawab Dewan Komisaris memperoleh nilai komposit "1 (satu)" dengan kategori "Sangat Baik".</p> <p>The Board of Commissioners has evaluated the Board of Commissioners' performance by using self-assessment system. Based on the 2019 self-assessment results, the implementation of duties and responsibilities of the Board of Commissioners earned a composite score of "1 (one)" under the category of "Very Good".</p>

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
<p>Memberikan tanggapan dan rekomendasi mengenai penetapan KPI Direksi pada setiap awal tahun kerja.</p> <p>To provide responses and recommendations on KPI establishment for Board of Directors at the beginning of each business year.</p>	<p>Dewan Komisaris telah memberikan tanggapan dan rekomendasi mengenai penetapan KPI Direksi pada setiap awal tahun kerja yaitu:</p> <ol style="list-style-type: none"> 1. Terlaksananya kepemimpinan (<i>leadership</i>), kerja sama (<i>team work</i>), komunikasi, dan kompetensi secara baik; 2. Terlaksananya pencapaian Rencana Bisnis Bank secara baik; 3. Terlaksananya proses GCG dalam setiap kegiatan usaha Bank secara baik; dan 4. Terlaksananya tindaklanjut atas temuan Audit, rekomendasi Satuan Kerja Audit Intern Bank (SKA), Auditor Eksternal, atau hasil pengawasan Otoritas Jasa Keuangan. <p>The Board of Commissioners has given response and recommendation on KPI establishment for Board of Directors at the beginning of each business year, which are:</p> <ol style="list-style-type: none"> 1. The implementation of good leadership, team work, communication, and competences; 2. The achievement of the Bank's Business Plans properly; 3. The implementation of GCG process properly in each of the Bank's business activities; and 4. The implementation of follow-up on Audit findings, recommendation of the Bank's Internal Audit Work Unit (SKA), External Auditor, or the Financial Services Authority supervision results.
<p>Melakukan evaluasi atas kinerja Direksi berdasarkan KPI Direksi dan memberikan tanggapan kepada Direksi, selanjutnya menyampaikan rekomendasi kepada RUPS.</p> <p>To evaluate the Board of Directors' performance based on the Board of Directors' KPI and respond to the Board of Directors, then submit the recommendation to the GMS.</p>	<p>Dewan Komisaris telah mengevaluasi kinerja Direksi bahwa setiap anggota Direksi telah melaksanakan tugas dan tanggung jawabnya dengan baik dan sesuai dengan BOD Charter dan peraturan perundang-undangan yang berlaku.</p> <p>The Board of Commissioners has evaluated the Board of Directors' performance and that each member of Board of Directors has carried out the duties and responsibilities properly and in accordance with the BOD Charter and applicable laws and regulations.</p>

Dewan Komisaris juga melakukan pembagian tugas dan tanggung jawab masing-masing anggota sebagaimana diatur dalam Surat Keputusan Dewan Komisaris No. 02/SK-KOM/12/18 tanggal 3 Desember 2018 tentang Pembagian Tugas dan Wewenang Anggota *Board of Commissioners* PT Bank Victoria International Tbk. Pembagian tugas dan tanggung jawab masing-masing Dewan Komisaris dilakukan berdasarkan bidang-bidang tugas yang diuraikan sebagai berikut.

The Board of Commissioners also carries out division of duties and responsibilities for each member as regulated in Board of Commissioners' Decision Letter No. 02/SK-KOM/12/18 dated 3 December 2018 on the Division of Duties and Authority of Members of Board of Commissioners of PT Bank Victoria International Tbk. The division of duties and responsibilities of each Commissioner is made based on the areas of duties as explained below.

Nama Name	Jabatan Position	Bidang Tugas Field of Duty
Oliver Simorangkir	Komisaris Utama President Commissioner	<ol style="list-style-type: none"> a. Treasury & International Banking; b. Finance & Accounting; c. Operations; d. Loan Operations; e. Corporate Legal; dan f. Credit Legal. <ol style="list-style-type: none"> a. Treasury & International Banking; b. Finance & Accounting; c. Operations; d. Loan Operations; e. Corporate Legal; and f. Credit Legal.
Gunawan Tenggarahardja	Komisaris/Komisaris Independen Commissioner/Independent Commissioner	<ol style="list-style-type: none"> a. Perkreditan; b. Retail Banking, Branch Banking Network & Performance; c. SKAI/Integrated & Anti Fraud; d. Information Technology (IT); dan e. Human Capital Management & General Affair. <ol style="list-style-type: none"> a. Credit; b. Retail Banking, Branch Banking Network & Performance; c. SKAI/Integrated & Anti Fraud; d. Information Technology (IT); and e. Human Capital Management & General Affair.



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Nama Name	Jabatan Position	Bidang Tugas Field of Duty
Zaenal Abidin, PhD	Komisaris/Komisaris Independen Commissioner/Independent Commissioner	a. <i>Good Corporate Governance;</i> b. <i>Compliance, KYC/Integrated and System Procedure;</i> c. <i>Risk Management/Integrated ; dan</i> d. <i>Tata Kelola Terintegrasi/Integrated Corporate Governance.</i> a. <i>Good Corporate Governance;</i> b. <i>Compliance, KYC/Integrated and System Procedure;</i> c. <i>Risk Management/Integrated; and</i> d. <i>Integrated Corporate Governance.</i>

Hak dan Wewenang Dewan Komisaris

Penetapan tugas dan tanggung jawab Dewan Komisaris disertai dengan penetapan hak dan wewenang dalam rangka menjalankan tugas dan tanggung jawab tersebut. Hak Dewan Komisaris diuraikan sebagai berikut.

1. Anggota Dewan Komisaris, baik bersama-sama maupun sendiri-sendiri, setiap waktu dalam jam kerja Bank berhak memasuki pekarangan, gedung dan kantor atau tempat lain yang dipergunakan atau yang dikuasai oleh Bank dan berhak memeriksa semua pembukuan, surat-surat, serta dokumen lainnya, memeriksa dan mencocokkan keadaan uang kas untuk keperluan verifikasi dan lain-lain, memeriksa surat berharga dan memeriksa kekayaan Bank, serta mengetahui segala tindakan yang telah dijalankan oleh Direksi.
2. Memperoleh akses atas informasi Bank secara tepat waktu dan lengkap.
3. Meminta penjelasan tentang segala hal yang dinyatakan atau yang diminta dari Direksi dan segenap anggota Direksi.
4. Membentuk Komite Audit, Komite Pemantau Risiko, Komite Nominasi dan Remunerasi, serta Komite lainnya (jika dianggap perlu) dengan memperhatikan kebutuhan dan kemampuan Bank.
5. Menghadiri rapat Direksi jika diundang Direksi dan memberikan pandangan terhadap hal-hal yang dibicarakan.
6. Mengangkat dan memberhentikan Sekretaris Dewan Komisaris (jika dianggap perlu), untuk memperlancar tugas Dewan Komisaris.
7. Setiap anggota Dewan Komisaris berhak untuk menerima honorarium dan tunjangan atau fasilitas yang jenis dan jumlahnya ditetapkan oleh RUPS dengan memperhatikan ketentuan peraturan perundang-undangan yang berlaku.
8. Mendapatkan sarana dan fasilitas Bank sesuai dengan keputusan RUPS yang penyediaannya disesuaikan dengan kondisi keuangan Bank, asas kepatutan dan kewajaran, serta tidak bertentangan dengan peraturan perundangundangan yang berlaku.
9. Jika anggota Dewan Komisaris diberhentikan sewaktu-waktu oleh RUPS dengan menyebutkan alasannya, maka anggota Dewan Komisaris diberi kesempatan untuk hadir dalam RUPS guna membela diri.

Rights and Authorities of Board of Commissioners

The determination of the Board of Commissioners' duties and responsibilities is accompanied by the determination of rights and authority in the framework of performing such duties and responsibilities. The Rights of the Board of Commissioners are described as follows:

1. Members of the Board of Commissioners, either jointly or individually, at any time during the Bank's business hours have the right to enter the yard, building, and office or other place used or controlled by the Bank and are entitled to examine all records, letters, and other documents, to inspect and verify the state of cash for verification purpose and others, to check the securities and the Bank's assets, as well as to know all actions performed by the Board of Directors.
2. To obtain access to the Bank's information in a timely and complete manner.
3. To ask for an explanation of all matters stated or requested from the Board of Directors and all member of Board of Directors.
4. To establish Audit Committee, Risk Monitoring Committee, Nomination and Remuneration Committee, and other Committees (if deemed necessary) by considering the Bank's needs and capabilities.
5. To attend Board of Directors' meetings if invited by the Board of Directors and provide views on matters discussed.
6. To appoint and discharge the Secretary of the Board of Commissioners (if deemed necessary), to facilitate the duties of the Board of Commissioners.
7. Each member of the Board of Commissioners is entitled to receive honorarium and allowances or similar facilities in which the amount is specified by the GMS with due regard to the prevailing laws and regulations.
8. To receive the Bank's facilities in accordance with GMS resolution in which the provision is adjusted to the Bank's financial condition, the principles of decency and fairness, and does not conflict with the applicable laws and regulations.
9. If a member of Board of Commissioners is discharged at any time by the GMS by stating the reasons, that member of Board of Commissioners is given a chance to attend the GMS in order to defend him/herself.

Sedangkan, wewenang Dewan Komisaris diuraikan sebagai berikut:

1. Dewan Komisaris dengan suara terbanyak, setiap waktu, berhak memberhentikan untuk sementara waktu seorang atau lebih anggota Direksi, jika bertindak bertentangan dengan Anggaran Dasar serta peraturan lainnya atau melalaikan kewajibannya atau terdapat alasan yang mendesak bagi Bank, termasuk dalam hal Direksi sakit dan tidak dapat menjalankan tugas. Dalam jangka waktu paling lambat 30 hari setelah tanggal pemberhentian sementara, harus diselenggarakan RUPS.
2. Dalam hal jabatan salah seorang anggota Direksi kosong, baik mengundurkan diri maupun diberhentikan, dan penggantinya belum ada memangku jabatannya, maka Dewan Komisaris berwenang menunjuk salah seorang anggota Direksi untuk menjalankan pekerjaan anggota Direksi lainnya yang kosong tersebut dengan kekuasaan dan wewenang yang sama, dan Direktur tersebut dapat bertindak untuk dan atas nama Direksi serta menunjuk pihak lain untuk mewakili Bank dalam hal terjadi benturan kepentingan Bank dengan kepentingan semua anggota Direksi.
3. Menetapkan komposisi Direksi berdasarkan kewenangan yang dilimpahkan oleh RUPS.
4. Mendapatkan informasi dari Direksi Entitas Anak terkait dengan kondisi Entitas Anak.
5. Dewan Komisaris berwenang menyetujui atau menolak secara tertulis tindakan-tindakan yang dilakukan Direksi, diantaranya:
 - a. Menerima pinjaman dari siapapun atau menjadi terutang kepada siapapun, badan hukum atau Bank untuk jangka waktu 3 (tiga) tahun atau lebih dan apabila jumlah pinjaman tersebut untuk 1 (satu) kali transaksi melebihi suatu jumlah yang sama dengan 25,00% dari jumlah modal Bank yang telah disetor penuh dan cadangan-cadangan yang terakhir, sebagaimana sewaktu-waktu ternyata dari laporan keuangan Bank yang telah diperiksa, disahkan dan sebagaimana dinyatakan oleh akuntan publik.
 - b. Memberi pinjaman kepada siapapun juga untuk jangka waktu 1 (satu) tahun atau lebih sesuai dengan peraturan perundang-undangan yang berlaku, apabila jumlah pinjaman tersebut untuk 1 (satu) kali transaksi melebihi 5% dari jumlah modal Bank yang disetor penuh dan cadangan-cadangan yang terakhir, sebagaimana ternyata dari laporan keuangan Bank yang telah diperiksa, disahkan dan sebagaimana dinyatakan oleh akuntan publik.
 - c. Memberi jaminan hutang atau tanggungan untuk seseorang, badan hukum atau Bank, apabila jumlah yang dijamin itu untuk setiap transaksi yang dijamin melebihi suatu jumlah yang sama dengan 5% dari jumlah modal Bank yang disetor penuh dan cadangan-cadangan yang terakhir, sebagaimana sewaktu-waktu ternyata dari laporan keuangan Bank yang terakhir yang telah diperiksa, disahkan dan sebagaimana dinyatakan oleh akuntan publik.
 - d. Memasang atau membebankan hak tanggungan, menggadaikan atau dengan cara lain mempertanggungkan kekayaan atau kekayaan-kekayaan Bank untuk setiap transaksi yang merupakan suatu jumlah yang sama dengan atau melebihi 5% dari nilai buku dari seluruh jumlah kekayaan Bank, sebagaimana sewaktu-waktu ternyata dari laporan keuangan Bank yang terakhir yang telah diperiksa, disahkan dan sebagaimana dinyatakan oleh akuntan publik.

Meanwhile, the authority of the Board of Commissioners is described as follows:

1. The Board of Commissioners with the most votes, at all times, has the rights to temporarily suspend one or more members of the Board of Directors, if acting on the contrary to the Articles of Association and other regulations or neglecting the obligations or there is an urgent reason for the Bank, including in the case of the Board of Directors being sick and unable to perform the duties. Within the period of no more than 30 days after the temporary suspension date, GMS must be held.
2. In the event that one position of Board of Directors is vacant, either due to resignation or discharge, and no successor has assumed the office, the Board of Commissioners is authorized to appoint a member of the Board of Directors to carry on the work of the vacant position of the Board of Directors with equal power and authority, and this Director may act for and on behalf of the Board of Directors and appoint other party to represent the Bank in the event of a conflict of interest of the Bank with the interest of all members of the Board of Directors.
3. Determining the composition of the Board of Directors based on the authority delegated by the GMS.
4. Obtaining information from the Board of Directors of a Subsidiary related to the Subsidiary condition.
5. The Board of Commissioners is authorized to approve or reject in writing the actions of the Board of Directors, including:
 - a. To receive loan from any party or become indebted to any party, legal entity, or Bank for a period of 3 (three) years or more and in the event that the loan amount for 1 (one) transaction exceeds an amount equal to 25.00% of the Bank's total paid up capital and the latest reserves as may be evident in the Bank's latest financial statements which have been reviewed, approved, and as declared by a public accountant.
 - b. To provide loan to any party for a period of 1 (one) year or more in accordance with the applicable laws and regulations, in the event that the loan amount for 1 (one) transaction exceeds 5% of the Bank's total paid up capital and its latest reserves as may be evident in the Bank's financial statements which have been reviewed, approved, and as declared by the public accountant.
 - c. To provide a loan guarantee or cover for a person, legal entity, or Bank, if the event that the guaranteed amount for each guaranteed transaction exceeds the equal amount of 5% of the Bank's total paid up capital and the latest reserves as may be evident in the Bank's latest financial statements which have been reviewed, approved, and as declared by a public accountant.
 - d. To encumber or charge mortgage, pledge, or otherwise insure the Bank's asset or assets for each transaction which is an amount equal to or exceeding 5% of the book value of the Bank's total assets as may be evident in the Bank's latest financial statements which have been reviewed, approved, and as declared by a public accountant.

- e. Memperoleh, mengalihkan atau melepaskan dengan cara apapun hak-hak atas barang-barang tidak bergerak dan bergerak Bank.

- e. To obtain, transfer, or waive by any means the rights to immovable and movable property of the Bank.

Komposisi Dewan Komisaris

Berdasarkan BOC *Charter*, jumlah anggota Dewan Komisaris paling sedikit beranggotakan 3 (tiga) orang, termasuk Komisaris Independen, yang terdiri dari 1 (satu) orang Komisaris Utama dan 2 (dua) orang atau lebih Komisaris. Seluruh anggota Dewan Komisaris tersebut harus memenuhi persyaratan Dewan Komisaris sebagai berikut.

1. Persyaratan Formal
 - a. Cakap melakukan perbuatan hukum.
 - b. Dalam 5 (lima) tahun sebelum pengangkatan dan selama menjabat:
 - 1) Tidak pernah dinyatakan pailit;
 - 2) Tidak pernah menjadi anggota Dewan Komisaris yang dinyatakan bersalah menyebabkan suatu bank dinyatakan pailit;
 - 3) Tidak pernah dihukum karena melakukan tindak pidana yang merugikan keuangan negara dan/atau yang berkaitan dengan sektor keuangan;
 - 4) Tidak pernah menjadi anggota Dewan Komisaris yang selama menjabat:
 - Pernah tidak menyelenggarakan RUPS tahunan;
 - Pertanggungjawabannya sebagai anggota Dewan Komisaris pernah tidak diterima oleh RUPS atau pernah tidak memberikan pertanggungjawaban sebagai anggota Dewan Komisaris kepada RUPS; dan
 - Pernah menyebabkan Bank yang memperoleh izin, persetujuan, atau pendaftaran dari Otoritas Jasa Keuangan tidak memenuhi kewajiban menyampaikan laporan tahunan dan/atau laporan keuangan kepada Otoritas Jasa Keuangan.
2. Persyaratan Material
 - a. Mempunyai akhlak, moral, dan integritas yang baik;
 - b. Memiliki komitmen untuk mematuhi peraturan perundang-undangan; dan
 - c. Memiliki pengetahuan dan/atau keahlian di bidang yang dibutuhkan untuk menjalankan tugasnya.
3. Persyaratan lainnya

Anggota Dewan Komisaris dilarang memangku jabatan rangkap, apabila jabatan rangkap tersebut bertentangan dengan peraturan perundang-undangan dan/atau apabila jabatan rangkap tersebut mungkin dapat menimbulkan benturan kepentingan.

Berdasarkan ketentuan dan persyaratan tersebut, Dewan Komisaris Bank Victoria beranggotakan 3 (tiga) orang, yang terdiri dari 1 (satu) orang Komisaris Utama, dan 2 (dua) orang Komisaris Independen. Informasi terkait komposisi keanggotaan Dewan Komisaris, periode dan dasar pengangkatannya diuraikan sebagai berikut.

Composition of The Board of Commissioners

In accordance with the BOC *Charter*, the number of Board of Commissioner is at least 3 (three) people, including Independent Commissioner, consisting of 1 (one) President Commissioner and 2 (two) or more Commissioners. All members of the Board of Commissioners must meet the requirements of the Board of Commissioners as below.

1. Formal Requirements
 - a. Capable in performing legal actions.
 - b. Within 5 (five) years before appointment and during the term of office:
 - 1) Never being declared bankrupt;
 - 2) Never become a member of Board of Commissioners who is found guilty of causing a bank to be declared bankrupt;
 - 3) Never been punished for committing a criminal act that is detrimental to state finances and/or related to the financial sector; and
 - 4) Never been the member of Board of Commissioners who is during the term of office:
 - Has ever not convening an annual GMS;
 - Has ever had his/her accountability as the member of Board of Commissioners rejected by the GMS or has ever been absent in giving his/her accountability as the member of Board of Commissioners to the GMS; and
 - Has ever caused a Bank that obtains permit, approval, or registration from the Financial Services Authority not to fulfill its obligation to submit its annual report and/or financial statements to the Financial Services Authority.
2. Material Requirements
 - a. Have good character, morals, and integrity;
 - b. Has a commitment to comply with the laws and regulations; and
 - c. Has knowledge and/or expertise in the field required to perform the duties.
3. Other requirements

The members of Board of Commissioners are not allowed to hold concurrent positions if they are contrary to the laws and regulations and/or if they possibly lead to the conflict of interest.

Based on such provisions and requirements, the Board of Commissioners of Bank Victoria have 3 (three) members, consisting of 1 (one) President Commissioner, and 2 (two) Independent Commissioners. Information on the composition of the Board of Commissioners, the period, and basis of appointment is described as follows.

Nama Name	Jabatan Position	Dasar Pengangkatan dan Periode Menjabat Basis of Appointment and Term of Office
Oliver Simorangkir	Komisaris Utama President Commissioner	Surat Keputusan RUPS Tahunan tanggal 26 Juni 2015 (2015-2016) Annual GMS Resolution dated 26 June 2015 (2015-2016)
		Surat Keputusan RUPS Tahunan tanggal 24 Juni 2016 (2016-2019) Annual GMS Resolution dated 24 June 2016 (2016-2019)
		Surat Keputusan RUPS Tahunan tanggal 10 Mei 2019 (2019-2022) Annual GMS Resolution dated 10 May 2019 (2019-2022)
Gunawan Tenggarahardja	Komisaris/Komisaris Independen Commissioner/Independent Commissioner	Surat Keputusan RUPS Luar Biasa tanggal 24 Februari 2003 (2003-2007) Extraordinary GMS Resolution dated 24 February 2003 (2003-2007)
		Surat Keputusan RUPS Luar Biasa tanggal 19 Desember 2007 (2007-2010) Extraordinary GMS Resolution dated 19 December 2007 (2007-2010)
		Surat Keputusan RUPS Tahunan tanggal 25 Juni 2010 (2010-2013) Annual GMS Resolution dated 25 June 2010 (2010-2013)
		Surat Keputusan RUPS Tahunan tanggal 28 Juni 2013 (2013-2016) Annual GMS Resolution dated 28 June 2013 (2013-2016)
		Surat Keputusan RUPS Tahunan tanggal 24 Juni 2016 (2016-2019) Annual GMS Resolution dated 24 June 2016 (2016-2019)
		Surat Keputusan RUPS Tahunan tanggal 10 Mei 2019 (2019-2022) Annual GMS Resolution dated 10 May 2019 (2019-2022)
Zaenal Abidin, PhD	Komisaris/Komisaris Independen Commissioner/Independent Commissioner	Surat Keputusan RUPS Tahunan tanggal 29 Juni 2012 (2012-2013) Annual GMS Resolution dated 29 June 2012 (2012-2013)
		Surat Keputusan RUPS Tahunan tanggal 28 Juni 2013 (2013-2016) Annual GMS Resolution dated 28 June 2013 (2013-2016)
		Surat Keputusan RUPS Tahunan tanggal 24 Juni 2016 (2016-2019) Annual GMS Resolution dated 24 June 2016 (2016-2019)
		Surat Keputusan RUPS Tahunan tanggal 10 Mei 2019 (2019-2022) Annual GMS Resolution dated 10 May 2019 (2019-2022)

Berdasarkan Peraturan Otoritas Jasa Keuangan No. 27/POJK.03/2016 tentang Penilaian Kemampuan dan Kepatutan bagi Pihak Utama Lembaga Jasa Keuangan, anggota Dewan Komisaris yang menjabat wajib memperoleh persetujuan (melalui *fit and proper test*) dari Otoritas Jasa Keuangan sebelum menjalankan tindakan, tugas, dan fungsinya sebagai Dewan Komisaris. Hal ini guna mengindikasikan bahwa anggota Dewan Komisaris telah memiliki integritas, kompetensi dan reputasi keuangan yang memadai. Informasi terkait pelaksanaan *fit and proper test* Dewan Komisaris diuraikan sebagai berikut.

Pursuant to Financial Services Authority Regulation No. 27/POJK.03/2016 on Fit and Proper Test for Key Parties of Financial Services Institution, members of Board of Commissioners in position must obtain approval (through fit and proper test) from the Financial Services Authority before performing their actions, duties, and functions as the Board of Commissioners. This is to indicate that members of Board of Commissioners have adequate integrity, competences, and financial reputation. The information on the implementation of fit and proper test for the Board of Commissioners is described as follows.

Nama Name	Jabatan Position	Pelaksana Organizer	Hasil Result	Tanggal Efektif Effective Date
Oliver Simorangkir	Komisaris Utama President Commissioner	Otoritas Jasa Keuangan Financial Services Authority	Lulus Pass	15 September 2015
Gunawan Tenggarahardja	Komisaris/Komisaris Independen Commissioner/Independent Commissioner	Bank Indonesia	Lulus Pass	<ul style="list-style-type: none"> Sebagai Komisaris: 22 April 2003; Sebagai Komisaris Independen: 13 September 2007. As Commissioner: 22 April 2003; As Independent Commissioner: 13 September 2007.
Zaenal Abidin, PhD	Komisaris/Komisaris Independen Commissioner/Independent Commissioner	Bank Indonesia	Lulus Pass	27 September 2012

Kebijakan Keberagaman Komposisi Dewan Komisaris

Keberagaman komposisi Dewan Komisaris merupakan salah satu upaya yang dilakukan Bank Victoria untuk menguatkan peran, fungsi dan tugas Dewan Komisaris. Oleh karena itu, Bank menyusun Kebijakan Keberagaman Komposisi *Board of Commissioners and Board of Directors* PT Bank Victoria International Tbk yang telah disahkan melalui Surat Keputusan Dewan Komisaris No. 001/SK-KOM/12/16 tanggal 14 Desember 2016. Penyusunan kebijakan tersebut mengacu pada Surat Edaran Otoritas Jasa Keuangan No. 32/SEOJK.04/2015 tentang Pedoman Tata Kelola Perusahaan Terbuka. Berikut informasi terkait kebijakan keberagaman komposisi Dewan Komisaris Bank.

Diversity Policy of The Composition of Board of Commissioners

The diversity of Board of Commissioners composition is one of Bank Victoria's efforts in strengthening the role, function and duty of the Board of Commissioners. As such, Bank Victoria developed a Diversity Policy in the Composition of the Board of Commissioners and Board of Directors of PT Bank Victoria International Tbk which was validated by Decision Letter of the Board of Commissioners No. 001/SK-KOM/12/16 dated 14 December 2016. This Policy is prepared by referring to the Financial Services Authority Circular No. 32/SEOJK.04/2015 on Guidelines of Corporate Governance for Public Company. The followings are information related to diversity policy of the composition of the Bank's Board of Commissioners.

Jenis Keberagaman Type of Diversity	Uraian Description	
Pendidikan Education	Latar belakang Pendidikan Dewan Komisaris beragam, mulai dari lulusan S1 hingga S3, dengan kompetensi di bidang Ekonomi, Manajemen, Akuntansi, dan Teknik Sipil. The educational backgrounds of the Board of Directors vary from undergraduate to doctoral degrees, with competencies in Economics, Management, Accounting, and Civil Engineering.	Dewan Komisaris telah memenuhi unsur keberagaman, yaitu perpaduan dari sisi pendidikan, pengalaman kerja, usia, dan jenis kelamin. The Board of Commissioners has fulfilled elements of diversity, namely a combination of education, work experience, age, and gender
Pengalaman Kerja Work Experience	Anggota Dewan Komisaris memiliki pengalaman kerja di bidang Perbankan, Keuangan, Akuntansi, dan Manajemen. Member of Board of Commissioners has work experiences in Banking, Finance, Accounting and Management sectors.	
Usia Age	Rata-rata usia Dewan Komisaris berada pada usia yang memungkinkan seseorang untuk terus bekerja dan berkarya yaitu rentang usia 56-69 tahun. The average ages of the Board of Commissioners are allowing them to continue working, between 56-69 years old.	
Jenis Kelamin Gender	Pada tahun 2019, anggota Dewan Komisaris Bank tidak ada yang berjenis kelamin perempuan, namun tidak menutup kemungkinan ke depannya Bank akan menunjuk anggota Dewan Komisaris perempuan. In 2019, there wasn't any female member in the Board of Commissioners, however it doesn't mean that the Bank will not appoint any female member for the Board of Commissioners in the future.	

Program Orientasi bagi Anggota Dewan Komisaris Baru

1. Untuk anggota Dewan Komisaris yang baru diangkat, wajib diberikan Program Pengenalan mengenai kondisi Bank secara umum.
2. Penanggungjawab atas program pengenalan tersebut adalah Sekretaris Perusahaan atau siapapun yang menjalankan fungsi sebagai Sekretaris Perusahaan.
3. Peningkatan kapabilitas dinilai agar Dewan Komisaris dapat selalu memperbaharui informasi tentang perkembangan terkini dari bisnis Bank dan peraturan perundang-undangan yang berlaku dan sebagai bentuk antisipasi atas masalah yang timbul di kemudian hari bagi keberlangsungan dan kemajuan Bank.

Orientation Program for New Member of the Board of Commissioners

1. For newly appointed members of the Board of Commissioners, an introduction program must be provided regarding the Bank's condition in general.
2. Person in charge of this introduction program is the Corporate Secretary, or anyone who performs such function as a Corporate Secretary.
3. Competence development is deemed important so that the Board of Commissioners can always update the information on the latest developments on the Bank's business and the applicable laws and regulations, and as a form of anticipation of problems arising in the future that can affect the Bank's sustainability and progress.

4. Program orientasi bagi Komisaris baru meliputi dan tidak terbatas pada hal-hal berikut ini:
 - a. Pemberian Informasi yang terdapat pada situs laman Bank;
 - b. Pengenalan tentang seluruh sistem dan prosedur yang terdapat pada intranet Bank Victoria;
 - c. Membawa keliling ke kantor cabang-kantor cabang terutama kantor cabang besar; dan
 - d. Menginformasikan hal-hal yang terdapat di dalam Laporan Tahunan.

Komisaris Independen

Berdasarkan Peraturan Otoritas Jasa Keuangan No. 55/POJK.03/2016 tentang Penerapan Tata Kelola bagi Bank Umum, serta peraturan turunannya, Bank wajib memiliki Komisaris Independen paling sedikit 50% dari jumlah anggota Dewan Komisaris. Komisaris Independen yang dimaksud adalah anggota Dewan Komisaris yang tidak memiliki hubungan keuangan, kepengurusan, kepemilikan, dan/atau hubungan keluarga dengan anggota Direksi, anggota Dewan Komisaris lain, dan/atau Pemegang Saham Pengendali, atau hubungan dengan Bank yang dapat memengaruhi kemampuan untuk bertindak independen.

Persyaratan Komisaris Independen

Berdasarkan ketentuan Otoritas Jasa Keuangan tersebut, maka Komisaris Independen Bank harus memenuhi persyaratan:

1. Tidak memiliki hubungan keuangan dengan anggota Direksi, anggota Dewan Komisaris lain, dan/atau Pemegang Saham Pengendali, yakni tidak menerima penghasilan, bantuan keuangan, atau pinjaman dari:
 - a. Anggota Direksi dan/atau anggota Dewan Komisaris Bank;
 - b. Perusahaan yang Pemegang Saham Pengendalinya adalah anggota Direksi dan/atau anggota Dewan Komisaris Bank; dan/atau
 - c. Pemegang Saham Pengendali Bank.
2. Tidak memiliki hubungan kepengurusan dengan anggota Direksi, anggota Dewan Komisaris lain, dan/atau Pemegang Saham Pengendali, yakni tidak menduduki jabatan sebagai:
 - a. Anggota Direksi atau anggota Dewan Komisaris pada perusahaan yang anggota Dewan Komisarisnya menjadi anggota Direksi dan/atau anggota Dewan Komisaris Bank;
 - b. Anggota Direksi atau anggota Dewan Komisaris pada perusahaan yang Pemegang Saham Pengendalinya adalah anggota Direksi dan/atau anggota Dewan Komisaris Bank; dan/atau
 - c. Anggota Direksi, anggota Dewan Komisaris, atau Pejabat Eksekutif pada perusahaan Pemegang Saham Pengendali Bank.
3. Tidak memiliki hubungan kepemilikan dengan anggota Direksi, anggota Dewan Komisaris lain, dan/atau Pemegang Saham Pengendali, yakni tidak menjadi Pemegang Saham pada:

4. The orientation program for the new Commissioner includes and is not limited to the following matters:
 - a. Provision of information contained in the Bank's website;
 - b. Introduction on all system and procedures contained in the intranet of Bank Victoria;
 - c. To take them for a visit to branch offices, especially to large branch offices; and
 - d. To inform them on all matters contained in the Financial Statements.

Independent Commissioner

Pursuant to Financial Services Authority Regulation No. 55/POJK.03/2016 on the Implementation of Governance for Commercial Bank, and its derivative regulations, the Bank must have Independent Commissioner at least 50% of the number of members of the Board of Commissioners. Independent Commissioner is member of Board of Commissioners who does not have financial, management, share ownership, and/or family relationship with member 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.

Requirements of Independent Commissioner

Based on the provisions of the Financial Services Authority, the Bank's Independent Commissioner must meet the following requirements:

1. Not having financial relationship with member of Board of Directors, other members of Board of Commissioners, and/or Controlling Shareholders, which means not receiving income, financial aid, or loans from:
 - a. Member of Board of Directors and/or members of Board of Commissioners of the Bank;
 - b. Company in which the Controlling Shareholders are member of Board of Directors and/or members of Board of Commissioners of the Bank; and/or
 - c. The Bank's Controlling Shareholders.
2. Not having management relationship with member of Board of Directors, other members of Board of Commissioners, and/or Controlling Shareholders, which means not having positions as:
 - a. Member of Board of Directors or members of Board of Commissioners in company in which the members of Board of Commissioners become member of Board of Directors and/or members of Board of Commissioners of the Bank;
 - b. Member of Board of Directors or members of Board of Commissioners in company in which the Controlling Shareholders are member of Board of Directors and/or members of Board of Commissioners of the Bank; and/or
 - c. Member of Board of Directors, members of Board of Commissioners, or Executive Officers of the Controlling Shareholders' Company of the Bank.
3. Not having ownership relationship with member of Board of Directors, other members of Board of Commissioners, and/or Controlling Shareholders, which means not being Shareholder of:



Aspek Pendukung Bisnis
Aspect of Business Support



Tata Kelola Perusahaan
Good Corporate Governance



Tanggung Jawab Sosial Perusahaan
Corporate Social Responsibility



Struktur Permodalan dan Praktik Manajemen Risiko
Capital Structure and Risk Management Practices

- a. Perusahaan yang secara bersama-sama dimiliki oleh anggota Direksi, anggota Dewan Komisaris, dan/atau Pemegang Saham Pengendali Bank sehingga bersama-sama menjadi Pemegang Saham Pengendali pada perusahaan tersebut; dan/atau
 - b. Perusahaan Pemegang Saham Pengendali Bank.
4. Tidak memiliki hubungan keluarga dengan anggota Direksi, anggota Dewan Komisaris lain, dan/atau Pemegang Saham Pengendali, yakni tidak memiliki hubungan keluarga sampai dengan derajat kedua, baik hubungan vertikal maupun hubungan horizontal, termasuk mertua, menantu, dan ipar.
5. Tidak memiliki hubungan dengan bank yang dapat memengaruhi kemampuan untuk bertindak independen, yakni tidak memiliki hubungan dalam bentuk:
 - a. Kepemilikan saham Bank dengan jumlah kepemilikan lebih dari 5% dari modal disetor Bank; dan/atau
 - b. Menerima atau memberi penghasilan, bantuan keuangan, atau pinjaman dari atau kepada Bank yang menyebabkan pihak yang memberi penghasilan, bantuan keuangan atau pinjaman memiliki kemampuan untuk memengaruhi (*controlling influence*) pihak yang menerima penghasilan, bantuan keuangan atau pinjaman, seperti:
 - 1) Pihak terafiliasi; dan/atau
 - 2) Transaksi keuangan dengan Bank yang dapat memengaruhi kelangsungan usaha Bank dan/atau pihak yang melakukan transaksi keuangan.
 6. Mantan anggota Direksi Bank atau mantan Pejabat Eksekutif Bank atau pihak yang mempunyai hubungan dengan Bank, yang dapat memengaruhi kemampuan untuk bertindak independen, tidak dapat menjadi Komisaris Independen pada Bank, sebelum menjalani masa tunggu (*cooling off*) paling singkat 1 (satu) tahun. Ketentuan masa tunggu tersebut tidak berlaku bagi mantan anggota Direksi atau mantan Pejabat Eksekutif yang memiliki tugas hanya melakukan fungsi pengawasan paling sedikit 1 (satu) tahun.

Komisaris Independen yang telah menjabat selama 2 (dua) periode masa jabatan berturut-turut dapat diangkat kembali pada periode selanjutnya sebagai Komisaris Independen, dalam hal:

1. Rapat anggota Dewan Komisaris menilai bahwa Komisaris Independen tetap dapat bertindak independen; dan
2. Komisaris Independen menyatakan dalam RUPS mengenai independensi yang bersangkutan.

Pernyataan Independensi Masing-Masing Komisaris Independen

Bank Victoria telah memenuhi ketentuan Otoritas Jasa Keuangan tentang Komisaris Independen. Bank telah mengangkat 2 (dua) orang Komisaris Independen, yakni Gunawan Tenggarahardja dan Zaenal Abidin, PhD, yang telah mendapatkan persetujuan dari Otoritas Jasa Keuangan.

- a. Company jointly owned by member of Board of Directors, members of Board of Commissioners, and/or Controlling Shareholders of the Bank, consequently, jointly become Controlling Shareholder of such company; and/or
- b. Company of the Bank's Controlling Shareholders.

4. Not having family relationship with member of Board of Directors, other members of Board of Commissioners, and/or Controlling Shareholders, which means not having family relationship up to the second degree, either vertical or horizontal relationships, including parents in-laws, son/ daughter in-laws, and brother/sister-in-laws.

5. Not having relationship with the bank that may affect the ability to act independently, which means not having relationship in the forms of:

- a. Share ownership of the Bank with more than 5% ownership of the paid-up capital of the Bank; and/or
- b. Receiving or giving income, financial aid, or loans from or to the Bank that causes the party giving the income, financial aid, or loans has a controlling influence to the party receiving the income, financial aid, or loans such as:

- 1) Affiliated parties; and/or
- 2) Financial transactions with the Bank that may affect the bank's business continuity and/or the party making the financial transaction.

6. Former member of the Board of Directors or former Executive Officer of the Bank or any party affiliated with the Bank, which may affect the ability to act independently, may not become an Independent Commissioner at the Bank, before a cooling off period of at least 1 (one) year. The stipulation of such waiting period does not apply to former member of Board of Directors or former Executive Officers who have the duty of performing supervisory functions for at least 1 (one) year.

Independent Commissioner who has served for 2 (two) consecutive term periods may be reappointed in the next period as Independent Commissioners, in the event of:

1. Meetings of the Board of Commissioners assess that the Independent Commissioner can still act independently; and
2. The Independent Commissioner declares in the GMS concerning the independence.

Statement of Independency from each Independent Commissioner

Bank Victoria has complied with the provisions of the Financial Services Authority on Independent Commissioner. The Bank has appointed 2 (two) Independent Commissioners, namely Gunawan Tenggarahardja and Zaenal Abidin, PhD, who have obtained approval from the Financial Services Authority.

Pernyataan Independensi Statement of Independency	Gunawan Tenggarahardja	Zaenal Abidin, PhD
Bukan merupakan orang yang bekerja atau mempunyai wewenang dan tanggung jawab untuk merencanakan, memimpin, mengendalikan, atau mengawasi kegiatan Perseroan dalam waktu 6 (enam) bulan terakhir, kecuali untuk pengangkatan kembali sebagai Komisaris Independen Perseroan pada periode berikutnya. Not being employed nor having the authority and responsibility to plan, lead, control, or supervise the Company's activities within the last 6 (six) months, except for re-appointment as the Company's Independent Commissioner in the next period.	√	√
Tidak mempunyai saham baik langsung maupun tidak langsung pada Perseroan. Not possessing any shares in the Company, either directly or indirectly.	√	√
Tidak mempunyai hubungan afiliasi dengan Perseroan, anggota Dewan Komisaris, anggota Direksi atau Pemegang Saham Utama Perseroan. Not having affiliation relationship with the Company, members of Board of Commissioners, members of Board of Directors, or the Company's Main Shareholders.	√	√
Tidak mempunyai hubungan usaha baik langsung maupun tidak langsung yang berkaitan dengan kegiatan usaha Perseroan tersebut. Not having business relationship, either directly or indirectly, that are related to the Company's business activities.	√	√

Pernyataan Independensi Komisaris Independen

Sesuai dengan peraturan Otoritas Jasa Keuangan, pengangkatan kembali Komisaris Independen Bank yang telah menjabat selama 2 (dua) periode atau lebih wajib disertai dengan penyampaian Pernyataan Independensi Komisaris Independen kepada Otoritas Jasa Keuangan. Penyampaian Pernyataan Independensi tersebut telah dilakukan oleh Komisaris Independen yang menjabat dengan salinan redaksional sebagai berikut.

Statement of Independence of Independent Commissioner

In accordance with the Financial Services Authority regulations, the reappointment of the Bank's Independent Commissioner who has served for 2 (two) or more periods must be accompanied by the submission of Independence Statement of the Independent Commissioner to the Financial Services Authority. The submission of such Independence Statement has been done by the serving Independent Commissioner with the following editorial copy.

SURAT PERNYATAAN INDEPENDEN PT BANK VICTORIA INTERNATIONAL TBK INDEPENDENCE STATEMENT LETTER PT BANK VICTORIA INTERNATIONAL TBK

Saya yang bertanda tangan di bawah ini / I, the undersigned below :
 Nama / Name :
 Tempat/tanggal lahir / Place/Date of Birth :
 Alamat domisili (copy KTP/SIM terlampir)/
 Domicile address (copy of National ID/Driving License attached) :
 Nomor telepon rumah / House phone number :
 Jabatan / Position :
 Nama perusahaan / Company name :
 Nomor telepon perusahaan / Company phone number :

Dengan ini menyatakan bahwa saya / Herewith state that I :

1. Tidak memiliki hubungan keuangan, hubungan kepengurusan, kepemilikan saham dan/atau hubungan keluarga dengan anggota Dewan Komisaris lainnya, Direksi dan/atau Pemegang Saham Pengendali atau hubungan dengan Bank, yang dapat memengaruhi kemampuan saya untuk bertindak Independen sebagaimana diatur dalam ketentuan Pelaksanaan *Good Corporate Governance* bagi Bank Umum. / Do not have financial relationship, management relationship, share ownership and/or family relationship with other members of Board of Commissioners, Board of Directors, and/or Controlling Shareholders or relationship with the Bank, which may affect my ability to act independently as stipulated in the provisions of *Good Corporate Governance Implementation* for Commercial banks.
2. Apabila di kemudian hari, saya ditemukan memiliki hubungan-hubungan sebagaimana dimaksud pada butir 1 (satu) di atas, maka saya bersedia melepaskan jabatan Komisaris Independen saya dan bersedia untuk diganti. / In the event that in the future I am found to have the relationships as referred to in item 1 (one) above, then I am willing to give up my position as Independent Commissioner and am willing to be replaced.

(.....)

Independensi dan Pengelolaan Benturan Kepentingan Dewan Komisaris

Dewan Komisaris menjalankan tugas dan tanggung jawabnya secara profesional dan independen, tanpa intervensi dari organ tata kelola Bank lainnya. Pelaksanaan tugas tersebut dilakukan sesuai dengan strategi, target, visi dan misi Bank, serta untuk kepentingan Bank. Terkait hal tersebut, Dewan Komisaris harus menghindari terjadinya benturan kepentingan dalam setiap pengambilan keputusan. Dalam hal terjadi benturan kepentingan, anggota Dewan Komisaris dilarang mengambil tindakan yang dapat merugikan Bank atau mengurangi keuntungan Bank, serta wajib mengungkapkan benturan kepentingan dalam setiap keputusan.

Untuk meminimalisir terjadinya benturan kepentingan, maka setiap anggota Dewan Komisaris diwajibkan untuk menandatangani Pakta Integritas yang berisikan komitmen bahwa dalam melaksanakan tugasnya, anggota Dewan Komisaris tidak akan melakukan hal-hal yang dapat menimbulkan konflik kepentingan. Pakta Integritas tersebut disimpan dan diadministrasikan oleh Sekretaris Dewan Komisaris.

Hubungan Afiliasi Dewan Komisaris

Dalam mengupayakan pengambilan keputusan yang profesional dan independen, serta meminimalisir terjadinya benturan kepentingan, Bank mengelola hubungan afiliasi antara anggota Dewan Komisaris, anggota Direksi, dan Pemegang Saham Pengendali. Hal ini antara lain dilakukan dengan menjaga komposisi Komisaris Independen dan Komisaris Non Independen. Hubungan afiliasi anggota Dewan Komisaris ditunjukkan sebagai berikut.

Independence and Management of Conflict of Interest of Board of Commissioners

The Board of Commissioners performs its duties and responsibilities professionally and independently, without any intervention from other organs of the Bank's governance. The duty implementation is conducted in accordance with the Bank's strategies, targets, vision and mission, and solely for the Bank's interest. In regard to that, the Board of Directors must avoid conflict of interest in every decision-making process. In the event of a conflict of interest, members of Board of Commissioner are prohibited from taking actions that may harm the Bank or reduce the Bank's profitability and must disclose the conflict of interest in every decision.

To minimize the potential of conflict of interest, each member of the Board of Commissioners is required to sign the Integrity Pact containing the commitment that in performing its duties, members of Board of Commissioners must not commit matters that may create any conflict of interest. The Integrity Pact must be kept and administered by the Secretary of the Board of Commissioners.

Affiliation Relationship of Board of Commissioners

To achieve the decision-making process that is professional and independent, and to minimize the potential of conflict of interest, the Bank manages affiliation relationship between members of Board of Commissioners, Board of Directors, and Controlling Shareholders. This is done, among others, by maintaining the composition of Independent Commissioners and Non-Independent Commissioners. The affiliation relationship of the Board of Commissioners is shown as follows.

Nama Name	Jabatan Position	Hubungan Keuangan dengan Financial Relationship with						Hubungan Keluarga dengan Family Relationship with					
		Dewan Komisaris Board of Commissioner		Direksi Board of Directors		Pemegang Saham Pengendali Controlling Shareholders		Dewan Komisaris Board of Commissioner		Direksi Board of Directors		Pemegang Saham Pengendali Controlling Shareholders	
		Ya Yes	Tidak No	Ya Yes	Tidak No	Ya Yes	Tidak No	Ya Yes	Tidak No	Ya Yes	Tidak No	Ya Yes	Tidak No
Oliver Simorangkir	Komisaris Utama President Commissioner	-	-	-	-	-	-	-	-	-	-	-	-
Gunawan Tenggarahardja	Komisaris/ Komisaris Independen Commissioner/ Independent Commissioner	-	-	-	-	-	-	-	-	-	-	-	-

Nama Name	Jabatan Position	Hubungan Keuangan dengan Financial Relationship with						Hubungan Keluarga dengan Family Relationship with					
		Dewan Komisaris Board of Commissioner		Direksi Board of Directors		Pemegang Saham Pengendali Controlling Shareholders		Dewan Komisaris Board of Commissioner		Direksi Board of Directors		Pemegang Saham Pengendali Controlling Shareholders	
		Ya Yes	Tidak No	Ya Yes	Tidak No	Ya Yes	Tidak No	Ya Yes	Tidak No	Ya Yes	Tidak No	Ya Yes	Tidak No
Zaenal Abidin, PhD	Komisaris/ Komisaris Independen Commissioner/ Independent Commissioner	-	-	-	-	-	-	-	-	-	-	-	-

Rangkap Jabatan Dewan Komisaris

Dewan Komisaris dapat melakukan rangkap jabatan sesuai dengan Peraturan Otoritas Jasa Keuangan No. 55/POJK.03/2016 tentang Penerapan Tata Kelola bagi Bank Umum, serta peraturan turunannya, sepanjang yang bersangkutan tidak mengabaikan pelaksanaan tugas dan tanggung jawab sebagai anggota Dewan Komisaris Bank. Berdasarkan peraturan tersebut, ketentuan rangkap jabatan Dewan Komisaris diuraikan sebagai berikut:

- Anggota Dewan Komisaris dilarang melakukan rangkap jabatan sebagai anggota Direksi, anggota Dewan Komisaris atau Pejabat Eksekutif:
 - Pada lembaga keuangan atau perusahaan keuangan, baik bank maupun bukan bank;
 - Pada lebih dari 1 (satu) lembaga bukan keuangan atau perusahaan bukan keuangan, baik yang berkedudukan di dalam maupun di luar negeri.
- Tidak termasuk rangkap jabatan sebagaimana dimaksud pada poin 1 (satu) diatas dalam hal:
 - Anggota Dewan Komisaris menjabat sebagai anggota Direksi, anggota Dewan Komisaris atau Pejabat Eksekutif yang melaksanakan fungsi pengawasan pada 1 (satu) Anak Perusahaan bukan bank yang dikendalikan oleh Bank;
 - Komisaris Non Independen menjalankan tugas fungsional dari Pemegang Saham Bank yang berbentuk badan hukum pada kelompok usaha Bank; dan/atau
 - Anggota Dewan Komisaris menduduki jabatan pada organisasi atau lembaga nirlaba.

Sesuai dengan ketentuan tersebut, beberapa anggota Dewan Komisaris Bank Victoria melakukan rangkap jabatan sebagaimana diuraikan berikut.

Concurrent Position Board of Commissioners

The Board of Commissioners may have concurrent position in accordance with Financial Services Authority Regulation No. 55/POJK.03/2016 on the Implementation of Governance for Commercial Bank and its derivative regulations, to the extent that the relevant party does not neglect the execution of duties and responsibilities as member of the Bank's Board of Commissioners. Based on the regulation, the provisions of concurrent positions for Board of Commissioners are described as follows:

- Members of Board of Commissioners are prohibited from concurrent position as member of Board of Directors, members of Board of Commissioners, or Executive Officers:
 - In financial institutions or financial companies, either banks or non-banks;
 - In more than 1 (one) non-financial institution or non-financial company, both domiciled within and outside the country.
- Excluding concurrent position referred to in point 1 (one) above in the event that:
 - Members of Board of Commissioners serve as member of Board of Directors, members of Board of Commissioners, or Executive Officers performing supervisory functions on 1 (one) Non-bank Subsidiaries controlled by the Bank;
 - Non-Independent Commissioner performs the functional duties of the Bank's Shareholders in the form of a legal entity within the Bank's business group; and/or
 - Members of Board of Commissioners hold positions in non-profit organizations or institutions.

In accordance with these provisions, several members of the Board of Commissioners of Bank Victoria hold concurrent positions as described below.



Aspek Pendukung Bisnis
Aspect of Business Support



Tata Kelola Perusahaan
Good Corporate Governance



Tanggung Jawab Sosial Perusahaan
Corporate Social Responsibility



Struktur Permodalan dan Praktik Manajemen Risiko
Capital Structure and Risk Management Practices

Nama Name	Jabatan Position	Rangkap Jabatan pada Perusahaan/Instansi Lain Concurrent Position at Other Company/Institution	
		Jabatan Position	Nama Perusahaan/Instansi Name of Company/Institution
Oliver Simorangkir	Komisaris Utama President Commissioner	-	-
Gunawan Tenggarahardja	Komisaris/Komisaris Independen Commissioner /Independent Commissioner	Komisaris Independen Independent Commissioner	PT Jakarta Setiabudi Internasional Tbk
Zaenal Abidin, PhD	Komisaris/Komisaris Independen Commissioner/Independent Commissioner	Dosen Lecturer	Perbanas Institute
		Dosen Lecturer	Sekolah Tinggi Ilmu Ekonomi Indonesia Banking School
		Asesor Manajemen Risiko Risk Management Assessor	Pasar Modal

Kepemilikan Saham Dewan Komisaris

Berdasarkan Peraturan Otoritas Jasa Keuangan tentang Penerapan Tata Kelola bagi Bank Umum, Dewan Komisaris wajib mengungkapkan kepemilikan saham yang mencapai 5,00% atau lebih, baik pada Bank Victoria maupun pada bank dan perusahaan lain, yang berkedudukan di dalam dan di luar negeri. Pengungkapan kepemilikan saham anggota Dewan Komisaris pada Bank Victoria telah disampaikan dalam Profil Perusahaan dalam Laporan Tahunan ini. Sedangkan, pengungkapan kepemilikan saham anggota Dewan Komisaris pada bank atau perusahaan lain ditunjukkan sebagai berikut.

Share Ownership of Board of Commissioners

Based on the Financial Services Authority Regulation on the Implementation of Governance for Commercial Bank, the Board of Commissioners must disclose any share ownership reaching 5.00% or more, either in Bank Victoria or other banks or companies, domiciled inside and outside of the country. The disclosure of share ownership of members of Board of Commissioners in Bank Victoria has been presented in the Company Profile of this Annual Report. Meanwhile, the disclosure of share ownership of members of Board of Commissioners in other banks or companies is shown as follows.

Nama Name	Jabatan Position	Kepemilikan Saham (%) Shares Ownership (%)			
		Bank Victoria	Bank Lain Other Banks	Lembaga Keuangan Non Bank Non-bank Financial Institution	Perusahaan Lain Other Companies
Oliver Simorangkir	Komisaris Utama President Commissioner	-	-	-	-
Gunawan Tenggarahardja	Komisaris/Komisaris Independen Commissioner/ Independent Commissioner	-	-	-	-
Zaenal Abidin, PhD	Komisaris/Komisaris Independen Commissioner/ Independent Commissioner	-	-	-	-

Rapat Dewan Komisaris

Kebijakan Rapat Dewan Komisaris

Sebagai bagian dari pelaksanaan tugas, Dewan Komisaris wajib menyelenggarakan rapat secara berkala. Berdasarkan BOC Charter, Dewan Komisaris wajib menyelenggarakan rapat internal Dewan Komisaris paling sedikit 1(satu) kali dalam 2(dua) bulan dan dapat diadakan setiap waktu apabila dianggap perlu oleh salah seorang anggota Dewan Komisaris atau permintaan tertulis dari 1(satu) atau lebih Pemegang Saham yang memiliki paling sedikit 10,00% dari jumlah seluruh saham dengan hak suara sah yang dikeluarkan oleh Bank. Rapat tersebut wajib dihadiri oleh seluruh anggota Dewan Komisaris secara fisik paling sedikit 2 (dua) kali dalam 1(satu) tahun. Dalam hal Komisaris (non independen) tidak dapat menghadiri rapat Dewan Komisaris secara fisik, maka rapat dapat dihadiri melalui sarana teknologi telekonferensi.

Dewan Komisaris juga wajib menghadiri rapat gabungan dengan Direksi paling sedikit 1(satu) dalam 2(dua) bulan untuk membahas perkembangan dari laporan kinerja Direksi.

Frekuensi dan Kehadiran Rapat Dewan Komisaris

Pada tahun 2019, Dewan Komisaris telah melaksanakan rapat internal sebanyak 9 (sembilan) kali dengan rata-rata tingkat kehadiran anggota Dewan Komisaris pada rapat internal adalah 100,00% dan rapat gabungan dengan Direksi sebanyak 13 kali dengan rata-rata tingkat kehadiran anggota Dewan Komisaris pada rapat gabungan adalah 97,44%. Selain itu, Dewan Komisaris juga melaksanakan rapat gabungan dengan Direktorat dan/atau Divisi sebanyak 5 (lima) kali dengan rata-rata tingkat kehadiran 93,33%. Rapat internal dan rapat gabungan ini dihadiri secara fisik. Frekuensi dan tingkat kehadiran Dewan Komisaris dalam rapat-rapat tersebut diuraikan sebagai berikut.

Meeting of Board of Commissioners

Meeting Policy of Board of Commissioners

As part of duty implementation, the Board of Commissioners must hold meetings periodically. Based on BOC Charter, the Board of Commissioners must hold internal meetings of Board of Commissioners at least once in 2(two) months and may be held at any time as deemed necessary by either member of the Board of Commissioners or at the request of 1(one) or more Shareholders having at least 10.00% of the total shares with valid voting rights, which are issued by the Bank. This meeting must be attended by all members of Board of Commissioners in person at least 2 (two) times in 1(one) year. In case the Commissioner (non-independent) cannot attend the meeting of Board of Commissioners in person, the meeting can be attended by using teleconferencing technology.

The Board of Commissioners must also attend joint meetings with the Board of Directors at least once in 2 (two) months to discuss the progress of the Board of Directors' performance report.

Meeting Frequency and Attendance of Board of Commissioners

In 2019, the Board of Commissioners held 9 (nine) internal meetings with the average attendance level of members of Board of Commissioners reaching 100% and 13 joint meetings with Board of Directors with the average attendance level of members of Board of Commissioners reaching 97.44%. In addition, the Board of Commissioners also held 5 (five) joint meetings with the Directorate and/or Division with an average attendance level of 93.33%. These internal and joint meetings were physically attended. Frequency of attendance of the Board of Commissioners in the meetings is described as follows:

Nama Name	Jabatan Position	Rapat Internal Dewan Komisaris Board of Commissioners Internal Meeting			Rapat Gabungan dengan Direksi Board of Commissioners' Meeting with Board of Directors			Rapat Gabungan dengan Direktorat dan/atau Divisi Joint Meetings with Directorate and/or Division		
		Total Rapat Number of Meetings	Total Kehadiran Number of Attendance	%	Total Rapat Number of Meetings	Total Kehadiran Number of Attendance	%	Total Rapat Number of Meetings	Total Kehadiran Number of Attendance	%
Oliver Simorangkir	Komisaris Utama President Commissioner	9	9	100.00	13	13	100.00	5	5	100.00
Gunawan Tenggarahardja	Komisaris/ Komisaris Independen Commissioner /Independent Commissioner	9	9	100.00	13	12	92.31	5	5	100.00
Zaenal Abidin, PhD	Komisaris/ Komisaris Independen Commissioner /Independent Commissioner	9	9	100.00	13	13	100.00	5	4	80.00
Rata-Rata Kehadiran Average Attendance				100.00				97.44	93.33	

Rapat Internal Dewan Komisaris

Informasi terkait tanggal, agenda, dan peserta rapat internal Dewan Komisaris diuraikan sebagai berikut.

Internal Meeting of Board of Commissioners

Information regarding the agenda, dates, and participants of internal meeting of Board of Commissioners is described as follows.

Tanggal Date	Agenda Agenda	Peserta Rapat Participant	Kehadiran Attendance	Alasan Tidak Hadir Reason for Absence
16 Januari 2019 16 January 2019	Persetujuan penyelenggaraan RUPS Luar Biasa. Approval for convening Extraordinary GMS.	Oliver Simorangkir	Hadir Present	-
		Gunawan Tenggarahardja	Hadir Present	-
		Zaenal Abidin, PhD	Hadir Present	-
27 Februari 2019 27 February 2019	a. Persetujuan pelaksanaan Penawaran Umum Berkelanjutan II Tahap I Tahun 2019; b. Perubahan persetujuan penunjukan anggota Dewan Komisaris yang mewakili Dewan Komisaris dalam melakukan tindakan/ perbuatan hukum tertentu; dan c. Persetujuan penambahan modal melalui PMTHMETD. a. Approval for conducting Sustainable Public Offering II Phase I Year 2019; b. Changes in the approval of appointment of members of Board of Commissioners representing the Board of Commissioners in taking certain legal actions/deed; and c. Approval for capital addition without Pre-emptive Rights (PMTHMETD).	Oliver Simorangkir	Hadir Present	-
		Gunawan Tenggarahardja	Hadir Present	-
		Zaenal Abidin, PhD	Hadir Present	-
12 April 2019	a. Rekomendasi susunan Direksi dan susunan Dewan Komisaris kepada Pemegang Saham Pengendali; b. Penunjukan ketua RUPS Tahunan 2019; dan c. Pembacaan Laporan Tugas Pengawasan Dewan Komisaris dalam RUPS Tahunan 2019. a. Recommendation of composition of the Board of Directors and the Board of Commissioners to the Controlling Shareholders; b. Appointment of the 2019 Annual GMS Chair; and c. Reading of the Board of Commissioners Supervisory Report in the 2019 Annual GMS.	Oliver Simorangkir	Hadir Present	-
		Gunawan Tenggarahardja	Hadir Present	-
		Zaenal Abidin, PhD	Hadir Present	-
29 Mei 2019 29 May 2019	a. Kewajiban pembuatan Laporan Keuangan Berkelanjutan bagi Bank BUKU II; b. Pelatihan <i>risk register</i> ; c. Kompetensi SDM Bank Victoria; dan d. Keanggotaan Komite Audit dan Komite Pemantau Risiko. a. Obligation to prepare Sustainable Financial Statements for BUKU II Bank; b. Risk register training; c. Bank Victoria's HR Competencies; and d. Composition of Audit Committee and Risk Monitoring Committee.	Oliver Simorangkir	Hadir Present	-
		Gunawan Tenggarahardja	Hadir Present	-
		Zaenal Abidin, PhD	Hadir Present	-
31 Juli 2019 31 July 2019	Perubahan anggota Komite Audit dan Komite Pemantau Risiko. Changes in the composition of Audit Committee and Risk Monitoring Committee.	Oliver Simorangkir	Hadir Present	-
		Gunawan Tenggarahardja	Hadir Present	-
		Zaenal Abidin, PhD	Hadir Present	-

Tanggal Date	Agenda Agenda	Peserta Rapat Participant	Kehadiran Attendance	Alasan Tidak Hadir Reason for Absence
21 Agustus 2019 21 August 2019	a. Tindak lanjut SKAI atas Surat Otoritas Jasa Keuangan terkait Pemeriksaan Menyeluruh terhadap Pemberian Kredit kepada Perusahaan <i>Multifinance</i> ; dan b. Parameter ukuran kinerja Dewan Komisaris. a. SKAI follow-up on Financial Services Authority Letter related to Comprehensive Audit of Credit Provision to Multifinance Companies; and b. Board of Commissioners' performance measurement parameters.	Oliver Simorangkir	Hadir Present	-
		Gunawan Tenggarahardja	Hadir Present	-
		Zaenal Abidin, PhD	Hadir Present	-
28 Agustus 2019 28 August 2019	Pembahasan Surat Otoritas Jasa Keuangan terkait Komitmen terhadap Hasil Pemeriksaan Otoritas Jasa Keuangan. Discussion of Financial Services Authority Letter related to Commitments to Financial Services Authority Audit Results.	Oliver Simorangkir	Hadir Present	-
		Gunawan Tenggarahardja	Hadir Present	-
		Zaenal Abidin, PhD	Hadir Present	-
6 September 2019	a. Rekomendasi dan penunjukan akuntan publik dan/atau kantor akuntan publik tahun 2019; b. Penyampaian Rencana Aksi Keuangan Berkelanjutan 2020-2024; dan c. Pengawasan transaksi keuangan mencurigakan. a. Recommendation and appointment of public accountant and/or public accountant firm in 2019; b. Submission of Sustainable Finance Action Plan 2020-2024; and c. Supervision of suspicious financial transactions.	Oliver Simorangkir	Hadir Present	-
		Gunawan Tenggarahardja	Hadir Present	-
		Zaenal Abidin, PhD	Hadir Present	-
4 November 2019	a. Penyampaian Rencana Bisnis Bank 2020-2022; b. Penyampaian Rencana Aksi Keuangan Berkelanjutan 2020-2024; dan c. Pengawasan transaksi keuangan mencurigakan. a. Submission of the Bank's Business Plan 2020-2022; b. Submission of Sustainable Finance Action Plan 2020-2024; and c. Supervision of suspicious financial transactions.	Oliver Simorangkir	Hadir Present	-
		Gunawan Tenggarahardja	Hadir Present	-
		Zaenal Abidin, PhD	Hadir Present	-

Rapat Gabungan Dewan Komisaris dengan Direksi

Informasi terkait tanggal, agenda, dan peserta rapat gabungan Dewan Komisaris dengan Direksi selama tahun 2019 diuraikan sebagai berikut.

Joint Meeting of Board of Commissioners and Board of Directors

Throughout 2019, the agenda, dates, and participants of joint meeting of Board of Commissioners and Board of Directors are described as follows.

Tanggal Date	Agenda Agenda	Peserta Rapat Participant	Kehadiran Attendance	Alasan Tidak Hadir Reason for Absence
16 Januari 2019 16 January 2019	a. Kinerja keuangan 14 Januari 2019 dibandingkan dengan 31 Desember 2018; b. Penerapan <i>service</i> dan budaya; c. RBB 2019-2021; dan d. RUPS Luar Biasa. a. Financial performance of 14 January 2019 compared to that of 31 December 2018; b. Implementation of services and culture; c. RBB 2019-2021; and d. Extraordinary GMS.	Oliver Simorangkir	Hadir Present	-
		Gunawan Tenggarahardja	Hadir Present	-
		Zaenal Abidin, PhD	Hadir Present	-
		Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-



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Tanggal Date	Agenda Agenda	Peserta Rapat Participant	Kehadiran Attendance	Alasan Tidak Hadir Reason for Absence
		Leming	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Izin On leave
20 Februari 2019 20 February 2019	a. Kinerja keuangan 31 Januari 2019 dibandingkan dengan 31 Desember 2018 dan target RBB 31 Maret 2019; dan b. Lain-lain. a. Financial performance of 31 January 2019 compared to that of 31 December 2018, and RBB target 31 March 2019; and b. Others.	Oliver Simorangkir	Hadir Present	-
		Gunawan Tenggarahardja	Hadir Present	-
		Zaenal Abidin, PhD	Hadir Present	-
		Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Leming	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
20 Maret 2019 20 March 2019	a. Kinerja keuangan 28 Maret 2019 dibandingkan dengan 31 Desember 2018 dan target RBB 31 Maret 2019; b. Penyelenggaraan RUPS Tahunan; c. Aksi korporasi; dan d. Lain-lain. a. Financial performance of 28 March 2019 compared to that of 31 December 2018, and RBB target 31 March 2019; b. Convening Annual GMS; c. Corporate actions; and d. Others.	Oliver Simorangkir	Hadir Present	-
		Gunawan Tenggarahardja	Hadir Present	-
		Zaenal Abidin, PhD	Hadir Present	-
		Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Leming	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
3 Mei 2019 3 May 2019	a. Kinerja keuangan 30 April 2019; dan b. Lain-lain. a. Financial performance of 30 April 2019; and b. Others.	Oliver Simorangkir	Hadir Present	-
		Gunawan Tenggarahardja	Hadir Present	-
		Zaenal Abidin, PhD	Hadir Present	-
		Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-

Tanggal Date	Agenda Agenda	Peserta Rapat Participant	Kehadiran Attendance	Alasan Tidak Hadir Reason for Absence
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
23 Mei 2019 23 May 2019	a. Kinerja keuangan 31 Maret 2019 dibandingkan dengan target 31 Desember 2019; b. Revisi Rencana Bisnis Bank; dan c. Lain-lain. a. Financial performance of 31 March 2019 compared to that of 31 December 2018; b. Revising the Bank's Business Plans; and c. Others.	Oliver Simorangkir	Hadir Present	-
		Gunawan Tenggarahardja	Hadir Present	-
		Zaenal Abidin, PhD	Hadir Present	-
		Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
19 Juni 2019 19 June 2019	a. Kinerja keuangan 30 Juni 2019; b. <i>Update exit meeting</i> Otoritas Jasa Keuangan; c. <i>Update aset yang diambil alih (AYDA)</i> ; dan d. Revisi Rencana Bisnis Bank. a. Financial performance of 30 June 2019; b. Update of exit meeting of Financial Services Authority; c. Update of foreclosed assets (AYDA); and d. Revising the Bank's Business Plan.	Oliver Simorangkir	Hadir Present	-
		Gunawan Tenggarahardja	Tidak Hadir Absent	Izin On Leave
		Zaenal Abidin, PhD	Hadir Present	-
		Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
17 Juli 2019 17 July 2019	a. Kinerja keuangan 30 Juni 2019; b. <i>Update debitur bermasalah</i> ; dan c. Lain-lain. a. Financial performance of 30 June 2019; b. Update of non-performing debtors; and c. Others.	Oliver Simorangkir	Hadir Present	-
		Gunawan Tenggarahardja	Hadir Present	-
		Zaenal Abidin, PhD	Hadir Present	-
		Ahmad Fajar	Hadir Present	-



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Tanggal Date	Agenda Agenda	Peserta Rapat Participant	Kehadiran Attendance	Alasan Tidak Hadir Reason for Absence
		Rusli	Hadir Present	-
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
16 Agustus 2019 16 August 2019	a. Kinerja keuangan 31 Juli 2019; b. Update debitur bermasalah; dan c. Lain-lain. a. Financial performance of 31 July 2019; b. Update of non-performing debtors; and c. Others.	Oliver Simorangkir	Hadir Present	-
		Gunawan Tenggarahardja	Hadir Present	-
		Zaenal Abidin, PhD	Hadir Present	-
		Ahmad Fajar	Hadir Present	-
		Rusli	Tidak Hadir Absent	Training Training
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
13 September 2019	a. Kinerja keuangan 31 Agustus 2019; b. Update kasus hukum; c. Update aplikasi jasa keuangan berbasis teknologi digital bernama OJK-Box (OBOX); d. Update Corporate University; dan e. Lain-lain. a. Financial performance of 31 August 2019; b. Update on legal case; c. Update of digitech-based financial services application called OJK-Box (OBOX); d. Update of Corporate University; and e. Others.	Oliver Simorangkir	Hadir Present	-
		Gunawan Tenggarahardja	Hadir Present	-
		Zaenal Abidin, PhD	Hadir Present	-
		Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Tidak Hadir Absent	Izin On leave
		Tamunan	Tidak Hadir Absent	Izin On leave
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position

Tanggal Date	Agenda Agenda	Peserta Rapat Participant	Kehadiran Attendance	Alasan Tidak Hadir Reason for Absence
18 Oktober 2019 18 October 2019	a. Kinerja keuangan 30 September 2019; b. Update penjualan AYDA; dan c. Update debitur bermasalah. a. Financial performance of 30 September 2019; b. Update of AYDA sales; and c. Update of non-performing debtors.	Oliver Simorangkir	Hadir Present	-
		Gunawan Tenggarahardja	Hadir Present	-
		Zaenal Abidin, PhD	Hadir Present	-
		Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
4 November 2019	a. Pembahasan Rencana Bisnis Bank; dan b. Pembahasan Rencana Aksi Keuangan Berkelanjutan. a. Discussing the Bank's Business Plans; and b. Discussing the Sustainable Finance Action Plan.	Oliver Simorangkir	Hadir Present	-
		Gunawan Tenggarahardja	Hadir Present	-
		Zaenal Abidin, PhD	Hadir Present	-
		Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
25 November 2019	a. Pembahasan Rencana Bisnis Bank; dan b. Lain-lain. a. Discussing the Bank's Business Plans; and b. Others.	Oliver Simorangkir	Hadir Present	-
		Gunawan Tenggarahardja	Hadir Present	-
		Zaenal Abidin, PhD	Hadir Present	-
		Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position



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Tanggal Date	Agenda Agenda	Peserta Rapat Participant	Kehadiran Attendance	Alasan Tidak Hadir Reason for Absence
13 Desember 2019 13 December 2019	a. Proyeksi keuangan posisi 31 Desember 2019 dibandingkan dengan Rencana Bisnis Bank 2020 posisi 31 Desember 2019; dan b. Lain-lain. a. Financial projection position of 31 December 2019 compared to the 2020 Bank's Business Plan position of 31 December 2019; and b. Others.	Oliver Simorangkir	Hadir Present	-
		Gunawan Tenggarahardja	Hadir Present	-
		Zaenal Abidin, PhD	Hadir Present	-
		Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Leming	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position

* Efektif mengundurkan diri per tanggal 31 Januari 2019.

* Resigned effectively as of 31 January 2019.

Rapat Gabungan Dewan Komisaris dengan Direktorat dan/atau Divisi

Dewan Komisaris juga dapat menghadiri rapat dengan Direktorat dan/atau Divisi yang diadakan sesuai kebutuhan untuk mengetahui secara langsung perkembangan kinerja Bank. Informasi terkait tanggal, agenda, dan peserta rapat gabungan Dewan Komisaris dengan Direktorat dan/atau Divisi diuraikan sebagai berikut.

Joint Meeting Between Board of Commissioners And Directorate and/or Division

The Board of Commissioners may also attend meetings with the Directorate and/or Division held as deemed necessary to understand directly the Bank's performance development. Information on the agenda, dates, and participants of joint meeting between Board of Commissioners and Directorate and/or Division is described as follows.

Tanggal Date	Agenda Agenda	Peserta Rapat Participant	Kehadiran Attendance	Alasan Tidak Hadir Reason for Absence
24 April 2019	Membahas isu-isu operasional antara Dewan Komisaris dengan Direktorat yang terdiri dari Divisi: a. <i>Operational</i> ; b. <i>Loan Admin</i> ; c. <i>Finance & Accounting</i> ; d. <i>HCM & GA</i> ; dan e. <i>Corporate & Credit Legal</i> . Discussing operational issues between the Board of Commissioners and Directorates consisting of Divisions of:	Oliver Simorangkir	Hadir Present	-
		Gunawan Tenggarahardja	Hadir Present	-
		Zaenal Abidin, PhD	Hadir Present	-
3 Juli 2019 3 July 2019	Membahas isu-isu operasional dan pelaporan audit operasional antara Dewan Komisaris dengan Direktorat yang terdiri dari Divisi: a. <i>Operational</i> ; dan b. <i>SKAI</i> . Discussing operational issues and operational audit reporting between the Board of Commissioners and Directorates consisting of Divisions of:	Oliver Simorangkir	Hadir Present	-
		Gunawan Tenggarahardja	Hadir Present	-
		Zaenal Abidin, PhD	Hadir Present	-

Tanggal Date	Agenda Agenda	Peserta Rapat Participant	Kehadiran Attendance	Alasan Tidak Hadir Reason for Absence
10 Juli 2019 10 July 2019	Membahas isu-isu operasional antara Dewan Komisaris dengan Direktorat yang terdiri dari Divisi: a. <i>Operational</i> ; b. <i>Loan Admin</i> ; c. <i>Finance & Accounting</i> ; d. HCM & GA; dan e. <i>Corporate & Credit Legal</i> . Discussing operational issues between the Board of Commissioners and Directorates consisting of Divisions of: a. Operations; b. Loan Admin; c. Finance & Accounting; d. HCM & GA; and e. Corporate & Credit Legal	Oliver Simorangkir	Hadir Present	-
		Gunawan Tenggarahardja	Hadir Present	-
		Zaenal Abidin, PhD	Hadir Present	-
27 September 2019	Membahas isu-isu operasional antara Dewan Komisaris dengan Direktorat yang terdiri dari Divisi: a. <i>Operational</i> ; b. <i>Loan Admin</i> ; c. <i>Finance & Accounting</i> ; d. HCM & GA; dan e. <i>Corporate & Credit Legal</i> . Discussing operational issues between the Board of Commissioners and Directorates consisting of Divisions of: a. Operations; b. Loan Admin; c. Finance & Accounting; d. HCM & GA; and e. Corporate & Credit Legal	Oliver Simorangkir	Hadir Present	-
		Gunawan Tenggarahardja	Hadir Present	-
		Zaenal Abidin, PhD	Tidak Hadir Absent	Sakit Sick
4 Desember 2019 4 December 2019	Membahas isu-isu operasional antara Dewan Komisaris dengan Direktorat yang terdiri dari Divisi: a. <i>Operational</i> ; b. <i>Loan Admin</i> ; c. <i>Finance & Accounting</i> ; d. HCM & GA; dan e. <i>Corporate & Credit Legal</i> ; Discussing operational issues between the Board of Commissioners and Directorates consisting of Divisions of: a. Operations; b. Loan Admin; c. Finance & Accounting; d. HCM & GA; and e. Corporate & Credit Legal	Oliver Simorangkir	Hadir Present	-
		Gunawan Tenggarahardja	Hadir Present	-
		Zaenal Abidin, PhD	Hadir Present	-

Sertifikasi Manajemen Risiko Dewan Komisaris

Untuk mendukung terciptanya Bank yang sehat, manajemen Bank perlu meningkatkan kualitas kompetensi terkait manajemen risiko. Berdasarkan Peraturan Bank Indonesia No. 11/19/PBI/2009 tentang Sertifikasi Manajemen Risiko bagi Pengurus dan Pejabat Bank Umum, salah satu syarat umum dan standarisasi kompetensi serta keahlian manajemen Bank adalah dimilikinya sertifikasi manajemen risiko. Terkait hal tersebut, maka Dewan Komisaris Bank telah mengikuti sertifikasi manajemen risiko dan *refreshment* yang ditunjukkan sebagai berikut.

Risk Management Certification of Board of Commissioners

To support the realization of a sound Bank, the Bank's management needs to improve their competence quality related to the risk management. Based of Bank Indonesia Regulation No. 11/19/PBI/2009 on Risk Management Certification for Managers and Officers of Commercial Banks, one of the general requirements and competence standardization and management skills of the Bank is having the risk management certification. In regard to that, the Bank's Board of Commissioners has taken the risk management certification and refreshment as shown below.



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Nama Name	Jabatan Position	Level	Waktu Time	Masa Berlaku Validity Period	Penyelenggara Organizer
Oliver Simorangkir	Komisaris Utama President Commissioner	5	26 April 2019	26 April 2021	Lembaga Sertifikasi Profesi Perbankan Banking Profession Certification Institution
Gunawan Tenggarahardja	Komisaris/Komisaris Independen Commissioner/ Independent Commissioner	5	26 April 2019	26 April 2021	Lembaga Sertifikasi Profesi Perbankan Banking Profession Certification Institution
Zaenal Abidin, PhD	Komisaris/Komisaris Independen Commissioner/ Independent Commissioner	2	15 September 2019	15 September 2021	Lembaga Sertifikasi Profesi Perbankan Banking Profession Certification Institution

Penilaian Kinerja Dewan Komisaris

Sebagai bagian dari implementasi GCG, Dewan Komisaris wajib melaksanakan *self assessment* atas evaluasi kinerja Dewan Komisaris, *peer evaluation*, atau dengan sistem lain untuk kemudian diputuskan dalam rapat Dewan Komisaris.

Prosedur, Pelaksanaan dan Kriteria Penilaian Kinerja Dewan Komisaris

Secara umum, pelaksanaan penilaian kinerja Dewan Komisaris menjadi tanggung jawab Komite Nominasi dan Remunerasi. Seluruh hasil penilaian kinerja Dewan Komisaris akan disampaikan kepada Pemegang Saham melalui Komite Nominasi dan Remunerasi sebelum RUPS Tahunan dilaksanakan.

1. Self Assessment Dewan Komisaris

Pelaksanaan *self assessment* Dewan Komisaris berdasarkan Peraturan Otoritas Jasa Keuangan tentang Penerapan Tata Kelola bagi Bank Umum. Berdasarkan peraturan tersebut, Bank wajib melaksanakan *self assessment* implementasi GCG dengan salah satu faktor penilaian adalah pelaksanaan tugas dan tanggung jawab Dewan Komisaris. Faktor penilaian terkait Dewan Komisaris tersebut mencakup 16 indikator *governance structure*, 17 indikator *governance process*, dan 6 (enam) indikator *governance outcome* sebagaimana diatur dalam Lampiran III Surat Edaran Otoritas Jasa Keuangan No. 13 /SEOJK.03/2017 tentang Penerapan Tata Kelola Bagi Bank Umum.

Pelaksanaan *self assessment* terkait Dewan Komisaris dikoordinir oleh Divisi *Compliance, KYC/Integrated and System Procedure* dan dilaporkan kepada Dewan Komisaris melalui Komite Nominasi dan Remunerasi.

Performance Assessment of Board of Commissioners

As part of GCG implementation, the Board of Commissioners must conduct a self assessment performance evaluation, peer evaluation, or other system to be decided in the meeting of Board of Commissioners.

Procedure, Implementation, and Criteria of Performance Assessment of Board of Commissioners

In general, the implementation of performance assessment of the Board of Commissioners is the responsibility of the Nomination and Remuneration Committee. All results of the Board of Commissioners' performance assessment will be submitted to the Shareholders through the Nomination and Remuneration Committee prior to the Annual GMS.

1. Self Assessment of the Board of Commissioners

The implementation of self-assessment of the Board of Commissioners is based on the Financial Services Authority Regulation on the Implementation of Governance for Commercial Bank. In accordance with the regulation, the Bank must conduct self-assessment of GCG implementation with one of the assessment factors is the implementation of duties and responsibilities of the Board of Commissioners. Assessment factors related to the Board of Commissioners include 16 governance structure indicators, 17 governance process indicators, and 6 (six) governance outcome indicators as stipulated in Appendix III of Circular Letter of Financial Services Authority No. 13/SEOJK.03/2017 on Implementation of Governance for Commercial Bank.

Implementation of self-assessment related to the Board of Commissioners is coordinated by the Compliance, KYC/Integrated and System Procedure Division and reported to the Board of Commissioners through the Nomination and Remuneration Committee.

2. Peer Evaluation Dewan Komisaris

Penilaian *peer evaluation* dilakukan oleh setiap anggota Dewan Komisaris terhadap anggota Dewan Komisaris lainnya. Penilaian dilakukan berdasarkan bidang pengawasan dan pekerjaan masing-masing Dewan Komisaris. Kriteria penilaian dibuat secara umum dan diuraikan dengan penjelasan secara kualitatif (penilaian tidak dalam angka/skala).

Penilaian kinerja dapat dilakukan berdasarkan kriteria umum, antara lain:

- Kehadiran dalam rapat internal Dewan Komisaris;
- Kehadiran dalam rapat Dewan Komisaris dengan Direksi;
- Kehadiran dalam rapat Dewan Komisaris dengan Pemegang Saham;
- Kehadiran dalam rapat Dewan Komisaris atau Komite dengan Unit Kerja Bank.

Kinerja Dewan Komisaris juga dapat dinilai menurut faktor lainnya, baik secara individual maupun kolektif, dengan kriteria berikut, namun tidak terbatas kepada:

- Integritas (misalnya benturan kepentingan yang muncul);
- Pengetahuan dan pemahaman Dewan Komisaris atas nilai-nilai misi, Rencana Jangka Panjang Bank, dan refleksi pemahaman ini kepada isu-isu penting sepanjang tahun;
- Partisipasi Dewan Komisaris dalam rapat-rapat, termasuk kemampuan untuk menyampaikan, memberikan argumentasi dan memberikan solusi mengenai isu-isu strategis Bank;
- Kemampuan Dewan Komisaris dalam mengikuti isu-isu dan tren yang berpengaruh terhadap Bank dan menggunakan informasi tersebut untuk menilai dan mengarahkan kinerja Bank, bukan hanya dari tahun ke tahun, akan tetapi juga dalam jangka panjang;
- Hubungan anggota Dewan Komisaris dengan sesama anggota Dewan Komisaris lainnya, dengan Direksi, dan pihak-pihak lain yang diatur dalam Anggaran Dasar dan peraturan perundang-undangan.

Hasil Penilaian Kinerja Dewan Komisaris

1. Self Assessment Dewan Komisaris

Berdasarkan hasil *self assessment* pada tahun 2019, pelaksanaan tugas dan tanggung jawab Dewan Komisaris memperoleh nilai komposit "1 (satu)" dengan kategori "Sangat Baik".

2. Peer Evaluation Dewan Komisaris

Berdasarkan hasil penilaian *peer evaluation* pada tahun 2019, pelaksanaan tugas Dewan Komisaris memperoleh nilai komposit "1 (satu)" dengan kategori "Sangat Baik". Artinya, masing-masing anggota Dewan Komisaris telah melaksanakan tugas dan tanggung jawab sesuai bidang pengawasan dengan sangat baik, sesuai dengan BOC Charter dan peraturan perundang-undangan yang berlaku.

2. Peer Evaluation of Board of Commissioners

Assessment of peer evaluation is performed by each member of the Board of Commissioners against other members of the Board of Commissioners. The assessment is based on the supervision and work of each Board of Commissioners. Assessment criteria are made in general and described with qualitative explanations (assessment not in numbers/scales).

Performance assessment can be conducted based on general criteria, among others:

- Attendance in internal meetings of the Board of Commissioners;
- Attendance in meeting between Board of Commissioners and Board of Directors;
- Attendance in meeting between Board of Commissioners and Shareholders;
- Attendance in meeting between Board of Commissioners or Committee and the Bank's Work Unit.

Performance of Board of Commissioners can also be assessed according to other factors, either individually or collectively, under the following criteria, but not limited to:

- Integrity (for example, arising conflict of interest);
- Knowledge and understanding of the Board of Commissioners on the Bank's values, mission, Long-Term Plan, and reflections of this understanding on important issues throughout the year;
- Participation of Board of Commissioners in meetings including the ability to convey, provide arguments, and provide solutions on the Bank's strategic issues;
- The ability of the Board of Commissioners in following issues and trends affecting the Bank, and using that information to assess and direct the Bank's performance, not only from year to year, but also in the long term;
- Relationship among the member of the Board of Commissioners, with the Board of Directors, and other parties stipulated in the Articles of Association and laws and regulations.

Board of Commissioners Performance Assessment Results

1. Self Assessment of the Board of Commissioners

Based on the 2019 self-assessment results, the implementation of duties and responsibilities of the Board of Commissioners earned a composite score of "1 (one)" under the category of "Very Good".

2. Peer Evaluation of Board of Commissioners

Based on peer evaluation results in 2019, the implementation of Board of Commissioners' duties earned a composite score of "1 (one)" under the category of "Very Good". This means that each member of Board of Commissioners has very well-performed the duties and responsibilities according to each one's supervision field, in line with the BOC Charter and the applicable laws and regulations.

Penilaian Kinerja Komite Pendukung Dewan Komisaris

Serupa dengan penilaian kinerja Dewan Komisaris, kinerja Komite-Komite di bawah Dewan Komisaris juga dievaluasi, baik secara individual maupun secara kolektif, yang dilakukan setiap 1 (satu) tahun dengan menggunakan metode evaluasi dalam suatu sistem yang ditetapkan dalam keputusan Dewan Komisaris.

Prosedur, Pelaksana dan Kriteria Penilaian Kinerja Komite Pendukung Dewan Komisaris

1. Self Assessment Komite Pendukung Dewan Komisaris

Pelaksanaan *self assessment* Komite-Komite Dewan Komisaris dilakukan berdasarkan Peraturan Otoritas Jasa Keuangan tentang Penerapan Tata Kelola bagi Bank Umum. Faktor penilaian terkait Komite-Komite Dewan Komisaris dalam *self assessment* implementasi GCG mencakup 10 indikator *governance structure*, 7 (tujuh) indikator *governance process*, dan 2 (dua) indikator *governance outcome* sebagaimana diatur dalam Lampiran III Surat Edaran Otoritas Jasa Keuangan No. 13/SEOJK.03/2017 tentang Penerapan Tata Kelola Bagi Bank Umum.

Pelaksanaan *self assessment* terkait Komite-Komite Dewan Komisaris dikoordinir oleh Divisi *Compliance, KYC/Integrated and System Procedure* dan dilaporkan kepada Dewan Komisaris.

2. Penilaian Kinerja oleh Dewan Komisaris

Penilaian kinerja Komite-Komite Dewan Komisaris juga dilaksanakan oleh Dewan Komisaris. Penilaian dilakukan berdasarkan bidang pengawasan masing-masing Komite. Kriteria penilaian dibuat secara umum dan diuraikan dengan penjelasan secara kualitatif (penilaian tidak dalam angka/skala).

Hasil Penilaian Kinerja Komite Pendukung Dewan Komisaris

1. Self Assessment Komite Pendukung Dewan Komisaris

Berdasarkan hasil *self assessment* pelaksanaan tugas dan tanggung jawab Komite-Komite Dewan Komisaris pada tahun 2019, Komite Pendukung Dewan Komisaris memperoleh nilai komposit "2 (dua)" dengan kategori "Baik".

2. Penilaian Kinerja oleh Dewan Komisaris

Berikut hasil penilaian kinerja dan dasar penilaian Komite pendukung Dewan Komisaris yang dilakukan oleh Dewan Komisaris pada tahun 2019.

Performance Assessment of Committees Supporting Board of Commissioners

Similar to the performance assessment of the Board of Commissioners, the performance of Committees under the Board of Commissioners is also evaluated, either individually or collectively, which is conducted every 1 (one) year using the evaluation method in a system stipulated in the Decree of Board of Commissioners.

Procedure, Implementation, and Criteria of Performance Assessment of Committees Supporting Board of Commissioners

1. Self Assessment of Committees Supporting Board of Commissioners

The implementation of self-assessment of Committees of Board of Commissioners is based on the Financial Services Authority Regulation on the Implementation of Governance for Commercial Bank. Assessment factors related to Committees of Board of Commissioners in self assessment of GCG implementation include 10 governance structure indicators, 7 (seven) governance process indicators, and 2 (two) governance outcome indicators as stipulated in Appendix III of Circular Letter of Financial Services Authority No. 13/SEOJK.03/2017 on Implementation of Governance for Commercial Bank.

Implementation of self-assessment related to Committees of Board of Commissioners is coordinated by Compliance Division, KYC/Integrated and System Procedure and reported to the Board of Commissioners.

2. Performance Assessment by the Board of Commissioners

The performance appraisal of Committees Board of Commissioner is also conducted by the Board of Commissioners. The assessment is based on the supervision duty of each Committee. Assessment criteria are made in general and described with qualitative explanations (assessment not in numbers/scales).

Performance Assessment Results of Committees Supporting the Board of Commissioners

1. Self Assessment of Board of Commissioners' Supporting Committees

Based on self-assessment results on the implementation of duties and responsibilities of Committees of the Board of Commissioners in 2019, the Board of Commissioners Supporting Committees obtained a composite score of "2 (two)" under the category of "Good".

2. Performance Assessment by the Board of Commissioners

The followings are results of performance assessment and basis of the assessment for Board of Commissioners Supporting Committee, made by the Board of Commissioners in 2019.



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Komite Pendukung Dewan Komisaris Board of Commissioners Supporting Committee	Dasar Penilaian Basis of Assessment	Hasil Penilaian Assessment Results
Komite Audit Audit Committee	<ol style="list-style-type: none"> 1. Kehadiran dalam rapat Komite; 2. Penguasaan materi yang akan dibahas; 3. Kesiapan menyediakan waktu dan upaya dalam memenuhi tugas dan tanggung jawab sebagai anggota Komite; 4. Kesiapan berpartisipasi dalam kegiatan di luar kantor, seperti kunjungan ke unit bisnis; 5. Kualitas dan saran yang diberikan dalam rapat-rapat; 	<p>Komite Audit telah melaksanakan tugas dan tanggung jawabnya dalam mengawasi hal-hal yang terkait dengan informasi keuangan, sistem pengendalian internal (<i>Internal Control System</i>), serta efektivitas pemeriksaan oleh auditor internal dan eksternal. Dewan Komisaris menilai kinerja Komite Audit pada tahun 2019 ini telah efektif dan sesuai dengan Piagam Komite Audit.</p> <p>The Audit Committee performed its duties and responsibilities in supervising matters related to financial information, internal control system, and auditing effectiveness performed by internal and external auditors. The Board of Commissioners considers that the Audit Committee's performance in 2019 was already effective and in accordance with the Audit Committee Charter.</p>
Komite Tata Kelola Terintegrasi Integrated Governance Committee	<ol style="list-style-type: none"> 6. Terlaksananya pemantauan dan evaluasi, baik secara berkala maupun tahunan, atas hal-hal yang menjadi bidang tugas dan tanggung jawab masing-masing Komite; 7. Pemantauan dan koreksi penyimpangan; 8. Terlaksananya pemantauan dan evaluasi terhadap divisi/unit yang terkait dengan bidang tugas dan tanggung jawab masing-masing Komite. <ol style="list-style-type: none"> 1. Attendance in Committee's meetings; 2. Mastering materials to be discussed; 3. Willingness to allocate time and efforts in fulfilling duties and responsibilities as member of the Committees; 4. Willingness to participate in out-of-office activities, such as visit to business unit; 5. Quality advice given in the meetings; 6. Implementation of monitoring and evaluation, whether periodically or annually, of matters that become the duties and responsibilities of each Committee; 7. Monitoring and correction of deviations; 8. Implementation of monitoring and evaluation to the division/unit related to the duties and responsibilities of each Committee. 	<p>Komite Tata Kelola Terintegrasi menjalankan tugasnya sesuai dengan Peraturan Otoritas Jasa Keuangan No. 18/POJK.03/2014, yakni mengevaluasi pelaksanaan tata kelola terintegrasi pada Bank dan Entitas Anak. Pada tahun 2019, Dewan Komisaris menilai Komite Pemantau Risiko telah menjalankan tugas dan tanggung jawabnya dengan baik, seperti mengevaluasi kondisi terkini konglomerasi Keuangan Group Victoria dan penjelasan Satuan Kerja Manajemen Risiko Terintegrasi dan Satuan Kerja Audit Internal Terintegrasi periode semester I 2019 dan semester II 2019.</p> <p>The Integrated Governance Committee performs its duties in accordance with Financial Services Authority Regulation No. 18/POJK.03/2014, which is evaluating the implementation of integrated governance in Banks and Subsidiaries. In 2019, the Board of Commissioners considered that the Risk Monitoring Committee performed its duties and responsibilities well, such as evaluating the current condition of Victoria Group Financial Conglomeration and the explanation of Integrated Risk Management Work Unit and Integrated Internal Audit Work Unit for the first second semester of 2019.</p>



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Corporate Social Responsibility



Struktur Permodalan dan Praktik Manajemen Risiko
Capital Structure and Risk Management Practices

Komite Pendukung Dewan Komisaris Board of Commissioners Supporting Committee	Dasar Penilaian Basis of Assessment	Hasil Penilaian Assessment Results
<p>Komite Pemantau Risiko Risk Monitoring Committee</p>		<p>Sepanjang tahun 2019, Dewan Komisaris menilai Komite Pemantau Risiko telah menjalankan tugas dan tanggung jawabnya dengan baik. Dengan dasar penilaiannya bahwa Komite Pemantau Risiko telah melaksanakan rapat sebanyak 5 (lima) kali dan menjalankan tugasnya seperti:</p> <ol style="list-style-type: none"> Melakukan laporan kepatuhan semester II 2018 Bank Victoria dan memberikan rekomendasi; dan Membahas dan memberikan rekomendasi atas profil risiko 2019; kebijakan baru Bank Indonesia dan Otoritas Jasa Keuangan; Anti Pencucian Uang (APU) dan Pencegahan Pendanaan Terorisme (PPT); serta laporan perkembangan proyek <i>risk registered</i> dan pelaksanaan proyek <i>risk registered</i> agar dipercepat. <p>Throughout 2019, the Board of Commissioners evaluated that the Risk Monitoring Committee performed its duties and responsibilities properly. On the basis of its assessment that the Risk Monitoring Committee has conducted meetings 5 (five) times and performed its duties such as:</p> <ol style="list-style-type: none"> Preparing compliance report for semester II 2018 of Bank Victoria and providing recommendations; and Discussing and providing recommendations for the 2019 risk profile; new policies of Bank Indonesia and Financial Services Authority; Anti-Money Laundering (APU) and Prevention of Terrorism Funding (PPT); and progress report of risk registered projects and the implementation of risk registered projects is to be accelerated.
<p>Komite Nominasi dan Remunerasi Nomination and Remuneration Committee</p>		<p>Sepanjang tahun 2019, Dewan Komisaris menilai Komite Remunerasi dan Nominasi telah menjalankan tugas dan tanggung jawabnya dengan baik. Dengan dasar penilaiannya bahwa Komite Remunerasi dan Nominasi telah melaksanakan rapat sebanyak 6 (enam) kali dan menjalankan tugasnya antara lain:</p> <ol style="list-style-type: none"> Menyusun dan memberikan rekomendasi mengenai sistem serta prosedur pemilihan dan/atau penggantian anggota Dewan Komisaris dan Direksi kepada Dewan Komisaris untuk disampaikan kepada RUPS; Memberikan rekomendasi mengenai calon anggota Dewan Komisaris dan/atau Direksi kepada Dewan Komisaris untuk disampaikan kepada RUPS; Menyusun dan mengevaluasi remunerasi kepada anggota Dewan Komisaris, Direksi, dan Pejabat Eksekutif sampai dengan satu tingkat di bawah Direksi; Memberikan rekomendasi kepada Dewan Komisaris mengenai kebijakan remunerasi bagi Dewan Komisaris dan Direksi serta Pejabat Eksekutif; Membantu Dewan Komisaris untuk memberikan rekomendasi tentang jumlah anggota Dewan Komisaris dan Direksi; dan Membantu Direksi dalam melakukan pengkajian ulang terhadap sistem <i>Human Capital Management</i> dan kebijakan pengembangan sumber daya manusia mulai dari rekrutmen, <i>assessment</i>, peningkatan kompetensi, evaluasi, promosi, demosi, terminasi, suksesi, seleksi, dan lain-lain. <p>Throughout 2019, the Board of Commissioners evaluated that the Remuneration and Nomination Committee performed its duties and responsibilities properly. On the basis of its assessment that the Remuneration and Nomination Committee has held 6 (six) meetings and performed its duties such as:</p> <ol style="list-style-type: none"> Preparing and providing recommendation on 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; Providing recommendation on candidate for the Board of Commissioners and/or Board of Directors to the Board of Commissioners to be delivered to the GMS; Preparing and evaluating the remuneration for members of Board of Commissioners, Board of Directors, and Executive Officers up to one level below the Board of Directors; Providing recommendation to the Board of Commissioners on the remuneration policy for the Board of Commissioners, Board of Directors, and Executive Officers; Assisting the Board of Commissioners in giving recommendation on the number of members of Board of Commissioners and Board of Directors; and Assisting the Board of Directors in reviewing the Human Capital Management system and human capital development policy starting from recruitment, assessment, competence development, evaluation, promotion, demotion, termination, succession, selection, and others.



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Pengunduran Diri dan Pemberhentian Dewan Komisaris

Ketentuan terkait pengunduran diri dan pemberhentian Dewan Komisaris Bank Victoria telah diatur dalam BOC *Charter*. Berdasarkan pedoman Dewan Komisaris tersebut, seorang anggota Dewan Komisaris berhak mengundurkan diri dari jabatannya dengan memberitahukan secara tertulis mengenai maksudnya tersebut kepada Bank paling lambat 30 hari sebelum tanggal pengunduran dirinya. Anggota Dewan Komisaris yang mengundurkan diri tersebut tetap dapat dimintakan pertanggungjawabannya sejak pengangkatan yang bersangkutan sampai dengan tanggal pengunduran dirinya tersebut dalam RUPS yang akan dilaksanakan berikutnya.

Sedangkan, jabatan anggota Dewan Komisaris berakhir dengan sendirinya, jika anggota Dewan Komisaris tersebut:

1. Meninggal dunia;
2. Di bawah pengampunan berdasarkan suatu putusan pengadilan;
3. Tidak lagi memenuhi persyaratan perundang-undangan yang berlaku, dengan memperhatikan peraturan di bidang pasar modal; dan
4. Berdasarkan keputusan RUPS.

Resignation and Discharge of Board of Commissioners

The regulation on the resignation and discharge of the Board of Commissioners of Bank Victoria has been set forth in the BOC *Charter*. Based on the Charter of Board of Commissioners, a member of Board of Commissioners has the right to resign from the position by giving written notification regarding the intention to the Bank at least 30 days before the resignation date. The resigning member of Board of Commissioners can still be held accountable since the related appointment to the resignation date in the next GMS to be held.

Meanwhile, the position of member of the Board of Commissioners will end automatically if the member of Board of Commissioners:

1. Pass away;
2. Under mercy of a court decision;
3. No longer meeting the requirements based on the applicable regulations, by considering regulations in capital market sector; and
4. Discharged based on GMS resolution.

Direksi

// Board of Directors

Direksi adalah organ Bank yang bertanggung jawab atas pengurusan kelangsungan usaha Bank. Masing-masing anggota Direksi melaksanakan tugas sesuai dengan pembagian tugas dan wewenangnya, dengan tujuan mencapai efektivitas pengelolaan dan pencapaian hasil yang maksimal. Direksi bertindak secara cermat, berhati-hati dan dengan mempertimbangkan berbagai aspek penting yang relevan dalam pelaksanaan tugasnya. Direksi Bank senantiasa menjunjung tinggi sikap profesional, obyektif, berpikiran strategis, dan mengedepankan kepentingan Bank, untuk meningkatkan nilai tambah bagi pemangku kepentingan dan memastikan keberlanjutan usaha.

Pedoman Direksi

Direksi melaksanakan tugas dan tanggung jawabnya dengan berpedoman pada *Board of Directors Charter (BOD Charter)* PT Bank Victoria International Tbk. BOD Charter Bank Victoria telah dimutakhirkan melalui Surat Keputusan Direksi No. 002/SK-DIR/05/19 tanggal 2 Mei 2019. Uraian lengkap mengenai BOD Charter Bank dapat diakses pada website Bank bagian Tata Kelola (https://www.victoriabank.co.id/uploads/2019-09-10_002SKDIR0519%20BOD%20Charter.pdf).

BOD Charter Bank Victoria disusun berdasarkan Undang-Undang Perseroan Terbatas, Surat Edaran Bank Indonesia tentang Pelaksanaan *Good Corporate Governance* bagi bank umum, Peraturan Otoritas Jasa Keuangan tentang Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik, Peraturan Otoritas Jasa Keuangan tentang tata kelola bagi bank umum, serta Anggaran Dasar Bank.

Tugas dan Tanggung Jawab Direksi

Berdasarkan BOD Charter, tugas dan tanggung jawab Direksi adalah:

The Board of Directors is a Bank's Organ responsible for the management of the Bank's business continuity. Each member of Board of Directors performed his/her duties according to the duties and authorities designated, in order to achieve effective management and maximum outcome. The Board of Directors acts carefully and prudently by considering various important aspects that are relevant to the performance of its duties. The Board of Directors of the Bank shall uphold professional, objective behavior and strategic minded, and prioritize the Bank's interest to enhance added value for stakeholders and to ensure the business sustainability.

Guidelines of Board of Directors

The Board of Directors in performing its duties and responsibilities shall refer to PT Bank Victoria International Tbk's Board of Directors Charter (BOD Charter). Bank Victoria's BOD Charter was ratified through Decision of Board of Directors No. 002/SK-DIR/05/19 dated 2 May 2019. Complete description regarding the Bank's BOD Charter is accessible in the Bank's web site on Governance section (https://www.victoriabank.co.id/uploads/2019-09-10_002SKDIR0519%20BOD%20Charter.pdf).

BOD Charter of Bank Victoria is prepared based on the Limited Liability Company Law, Circular of Bank Indonesia on the Implementation of Good Corporate Governance for Commercial Banks, Financial Services Authority Regulation on the Board of Directors and Board of Commissioners of Issuers or Public Companies, Financial Services Authority Regulation on Governance for Commercial Banks, and the Bank's Articles of Association.

Duties and Responsibilities of Board of Directors

Based on BOD Charter, the duties and responsibilities of the Board of Directors are:

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
<p>Melaksanakan fungsi kepengurusan Bank secara efektif dan efisien, serta mewakili Bank, baik di dalam maupun di luar pengadilan.</p> <p>To fulfill the function of the Bank's management in an effective and efficient manner, and to represent the Bank both in and out of court.</p>	<p>Direksi telah melaksanakan fungsi kepengurusan Bank selama tahun 2019 secara efektif dan efisien, serta mewakili Bank, baik di dalam maupun di luar pengadilan.</p> <p>The Board of Directors performed the Bank's management function throughout 2019 in an effective and efficient manner, and represented the Bank both in and out of court.</p>

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
<p>Melaksanakan prinsip-prinsip GCG dalam setiap kegiatan usaha Bank pada seluruh tingkatan dan jenjang organisasi dengan tetap memperhatikan prinsip kehati-hatian dan kepatuhan terhadap ketentuan yang berlaku.</p> <p>To implement GCG principles in each of the Bank's business activities at all levels or ranks of the organization by observing the prudential principle and complying with the applicable provisions.</p>	<p>Direksi telah memastikan pelaksanaan tata kelola perusahaan yang efektif, baik secara individual maupun konsolidasian. Hal ini dibuktikan pada tahun 2019 Bank Victoria meraih peringkat komposit 2 (dua) "Baik" artinya Bank telah melakukan penerapan tata kelola yang secara umum baik, tercermin dari penerapan 11 aspek yang telah dituangkan dalam analisis.</p> <p>The Board of Directors has ensured the effective implementation of corporate governance, either individually or consolidated. This was proven in 2019 as Bank Victoria achieved a composite rating of 2 (two) "Good" meaning that the Bank had generally implemented good governance, reflected in the implemented of 11 aspects as outlined in the analysis.</p>
<p>Menyusun strategi usaha dan arah kebijakan sesuai dengan visi dan misi Bank yang telah ditetapkan dengan Rencana Bisnis Bank, serta bertanggung jawab mengawasi dan melaksanakan dari waktu ke waktu dan menjamin partisipasi seluruh karyawan untuk ikut berperan sesuai dengan bidang dan kompetensi masing-masing.</p> <p>To formulate business strategies and policy direction in line with the Bank's vision and mission that are stipulated in the Banks' Business Plan, and be responsible for supervising and implementing from time to time and ensuring participation of all employees in taking part in accordance with their respective areas and competences;</p>	<p>Direksi telah menyusun strategi usaha yang ditetapkan dalam Rencana Bisnis Bank 2019-2021, antara lain:</p> <ol style="list-style-type: none"> 1. Rencana pendanaan; 2. Rencana penanaman dana; 3. Rencana penyertaan modal; 4. Rencana permodalan; 5. Rencana pengembangan organisasi dan sumber daya manusia; 6. Rencana penerbitan produk dan/atau pelaksanaan aktivitas baru; 7. Rencana pengembangan dan/atau perubahan jaringan kantor; dan 8. Rencana kegiatan sebagai bank umum devisa. <p>The Board of Directors compiled business strategies as determined in the Bank's Business Plan 2019-2021, among others:</p> <ol style="list-style-type: none"> 1. Funding plan; 2. Fund investment plan; 3. Capital investment plan; 4. Capital plan; 5. Plans for organizational and human resource development; 6. Plans for issuing products and/or implementing new activities; 7. Plans for developing and/or changing office network; and 8. Planned activities as a foreign exchange commercial bank.
<p>Menyusun dan menetapkan struktur organisasi Bank beserta uraian tugas, wewenang dan tanggung jawab, serta mengelola sumber daya Bank secara optimal.</p> <p>To prepare and establish the Bank's organizational structure including the job description, authority, and responsibilities as well as to optimally manage the Bank's resources.</p>	<p>Pada tahun 2019, Direksi telah menetapkan struktur organisasi yang tercantum dalam Surat Keputusan Direksi No. 003/SK-DIR/11/19 tanggal 6 November 2019 tentang Struktur Organisasi PT Bank Victoria International Tbk yang dapat dilihat pada bab Profil Perusahaan bagian Struktur Organisasi dalam Laporan Tahunan ini.</p> <p>In 2019, the Board of Directors established the organizational structure as stated in the Board of Directors' Decision Letter No. 003/SK-DIR/11/19 dated 6 November 2019 on the Organizational Structure of PT Bank Victoria International Tbk. which can be seen in the Company Profile chapter of the Organizational Structure section in this Annual Report.</p>
<p>Mengungkapkan kepada seluruh karyawan kebijakan Bank yang bersifat strategis di bidang kepegawaian, termasuk meningkatkan pengetahuan dan penetapan remunerasi sesuai dengan kemampuan Bank dan lingkungan <i>peer group</i>, serta menciptakan jenjang karir yang baik dan terbuka dengan menerapkan <i>reward and punishment</i> (promosi, demosi, mutasi, dan pemutusan hubungan kerja).</p> <p>To disclose to all employees on the Bank's strategic policy in employment sector, including to improve knowledge and determine remuneration according to the Bank's capability and peer group environment, and establish a good and open career path by applying reward and punishment system (promotion, demotion, transfer, and termination of employment).</p>	<p>Direksi telah menyampaikan kebijakan strategis Bank di bidang kepegawaian melalui Kode Etik Kepegawaian berdasarkan Surat Keputusan Direksi No. 012/SK-DIR/12/18 tanggal 27 Desember 2018. tentang Pedoman Kode Etik Karyawan PT Bank Victoria International Tbk. Selain itu, pada tahun 2019, Direksi telah memberikan promosi kepada jabatan yang lebih tinggi sebanyak 32 karyawan dan mutasi pada jenjang yang selevel sebanyak 208.</p> <p>The Board of Directors has conveyed the Bank's strategic policy in personnel affairs through Employee's Code of Ethics based on Board of Directors' Decision Letter No. 012/SK-DIR/02/18 dated 27 December 2018 on Guidelines of Employee's Code of Conduct of PT Bank Victoria International Tbk. Furthermore, in 2019, the Board of Directors promoted 32 employees to higher positions and transferred 208 employees at similar level.</p>
<p>Menerapkan tata tertib serta ketentuan tentang benturan kepentingan yang mengikat dan wajib ditaati, termasuk pengaturan tentang mekanisme pengambilan keputusan dan hak bagi anggota Direksi, jika diantara mereka memiliki pendapat yang berbeda, termasuk hak untuk menyampaikan pendapat kepada Dewan Komisaris dan Otoritas Pengawas Bank atas hal-hal yang dapat membahayakan Bank.</p> <p>To apply the code of conduct and provisions of conflicts of interest, which are binding and must be adhered to, including to arrange the mechanism of decision making and the rights of members of the Board of Directors if they have dissenting opinions, including the right of expressing opinions to the Board of Commissioners and Bank's Supervisory Authority on any matters that can be detrimental to the Bank.</p>	<p>Bank Victoria telah memiliki kebijakan dan prosedur dalam penyelesaian benturan kepentingan. Kebijakan telah mengatur masing-masing elemen yang mengatur proses, mekanisme, serta personil yang berhak bertindak dalam pelaksanaannya.</p> <p>Bank Victoria already has policies and procedures in settling conflict of interest. The policies regulate each element governing the process, mechanism, and personnel eligible to act in the settlement process.</p>



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Aspect of Business Support



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Good Corporate Governance



Tanggung Jawab Sosial Perusahaan
Corporate Social Responsibility



Struktur Permodalan dan Praktik Manajemen Risiko
Capital Structure and Risk Management Practices

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
<p>Memastikan kualitas serta akurasi laporan dan data keuangan yang disajikan untuk keperluan internal maupun eksternal, sesuai dengan Pernyataan Standar Akuntansi Keuangan (PSAK), Pedoman Akuntansi Perbankan Indonesia (PAPI), International Accounting Standard (IAS), dan ketentuan lain yang berlaku dengan memberdayakan fungsi pengendalian internal secara efektif, termasuk peran unit kerja SKAI/Terintegrasi dan AntiFraud, Manajemen Risiko/Terintegrasi, dan Kepatuhan dan UKPN/Terintegrasi sebagai <i>quality assurance</i>.</p> <p>To ensure the quality and accuracy of financial statements and data presented for internal and external purposes in accordance with the Statement of Financial Accounting Standards (PSAK), Indonesian Banking Accounting Guidelines (PAPI), International Accounting Standard (IAS), and other applicable provisions by effectively empowering the internal control function, including the role of SKAI/Integrated and Anti Fraud, Risk Management/Integrated, and Compliance and UKPN/Integrated work units as the quality assurance.</p>	<p>Direksi telah mengevaluasi kualitas laporan dan data keuangan secara berkala. Pada tahun 2019, Direksi menilai bahwa kualitas laporan serta akurasi laporan dan data keuangan yang disajikan untuk keperluan internal maupun eksternal telah sesuai dengan Pernyataan Standar Akuntansi Keuangan (PSAK). Pernyataan tersebut telah disampaikan melalui Surat Pernyataan Manajemen atas Laporan Keuangan Konsolidasian PT Bank Victoria International Tbk dan Entitas Anak pada tanggal dan untuk tahun yang berakhir pada 31 Desember 2019 yang dikeluarkan pada 27 April 2020.</p> <p>The Board of Directors has evaluated the quality of financial data and statements periodically. In 2019, the Board of Directors considered that the quality of reports and accuracy of reports and financial data presented for internal and external purposes were already in accordance with the Statement of Financial Accounting Standards (PSAK). The statement was submitted through a Management Statement of the Consolidated Financial Statements of PT Bank Victoria International Tbk and Subsidiaries on the date and for the year ended on 31 December 2019, which was issued on 27 April 2020.</p>
<p>Memastikan bahwa temuan audit dan rekomendasi dari SKAI/Terintegrasi dan Anti Fraud Bank, auditor eksternal, serta hasil pengawasan dan pemeriksaan Otoritas Jasa Keuangan dan/atau hasil pengawasan otoritas lainnya ditindaklanjuti dengan baik.</p> <p>To ensure that audit findings and recommendations made by the Bank's SKAI/Integrated and Anti-Fraud, external auditor, and the monitoring and examination results by the Financial Services Authority and/or the monitoring result of other authority are followed up properly.</p>	<p>Direksi telah memantau pelaksanaan tindak lanjut dan rekomendasi atas temuan audit dengan baik dengan membuat laporan semesteran.</p> <p>The Board of Directors has monitored the implementation of follow-up and recommendations on audit findings properly by preparing semester reports.</p>
<p>Mengungkapkan kepemilikan saham pada Bank Victoria maupun kepemilikan saham pada bank atau perusahaan lainnya, baik yang berkedudukan di dalam negeri ataupun di luar negeri, serta mengungkapkan keterkaitan hubungan keuangan, hubungan keluarga, dan keterkaitan lainnya dengan Pemegang Saham, anggota Dewan Komisaris, dan anggota Direksi.</p> <p>To disclose the share ownership to Bank Victoria and the share ownership in other banks or companies, both domiciled within and outside the country, and expose the connections of financial relationship, family relationship, and other links with the Shareholders, members of the Board of Commissioners, and members of the Board of Directors.</p>	<p>Direksi telah mengungkapkan kepemilikan saham pada Bank Victoria, bank atau perusahaan lain serta mengungkapkan keterkaitan hubungan keuangan, hubungan keluarga, dan keterkaitan lainnya dengan Pemegang Saham, anggota Dewan Komisaris, dan anggota Direksi. Pada tahun 2019, seluruh Dewan Komisaris dan Direksi tidak memiliki saham pada Bank Victoria, bank atau perusahaan lain. Salah satu Direktur Bank Victoria, Debora Wahjutirto Tanoyo, memiliki hubungan keluarga dengan Pemegang Saham.</p> <p>The Board of Directors has disclosed the share ownership in Bank Victoria, other banks or companies and disclosed the financial, family, and other relationship with Shareholders, members of Board of Commissioners, and members of Board of Directors. In 2019, all members of Board of Commissioners and Board of Directors did not own any shares in Bank Victoria, nor in other banks or companies. One of the Board of Directors of Bank Victoria, Debora Wahjutirto Tanoyo, has a family relationship with the Shareholders.</p>

Ruang Lingkup Pekerjaan dan Tanggung Jawab Masing-Masing Anggota Direksi

Dalam melaksanakan tugasnya, Direksi membagi bidang tugas sebagaimana diatur dalam Surat Keputusan Dewan Komisaris No. 001/SK-KOM/12/18 tanggal 3 Desember 2018 tentang Pembagian Tugas dan Wewenang Anggota *Board of Directors* PT Bank Victoria International Tbk dan Surat Keputusan Dewan Komisaris No. 001/SK-KOM/01/19 tentang Pelimpahan Tugas dan Tanggung Jawab Direktur PT Bank Victoria International Tbk.

Scope of Work and Responsibilities of Each Member of Board of Directors

In carrying out its duties, the Board of Directors divides its duties as set out in the Board of Commissioners' Decision Letter No. 001/SK-KOM/12/18 dated 3 December 2018 on the Division of Duties and Authority of Members of Board of Directors of PT Bank Victoria International Tbk and Board of Commissioners' Decision Letter No. 001/SK-KOM/01/19 on Delegation of Duties and Responsibilities of Director of PT Bank Victoria International Tbk.

Nama Name	Jabatan Position	Bidang Tugas Field of Duty
Ahmad Fajar	Direktur Utama President Director	<p>Koordinasi pengelolaan Bank Victoria yang membawahi Divisi:</p> <ul style="list-style-type: none"> a. SKAI/ Terintegrasi and Anti Fraud; b. Corporate Legal; c. Branch Banking Network & Performance; dan d. Treasury. <p>Coordination of Bank Victoria management which oversees the Division:</p> <ul style="list-style-type: none"> a. SKAI/Integrated and Anti Fraud; b. Corporate Legal; c. Branch Banking Network & Performance; and d. Treasury.

Nama Name	Jabatan Position	Bidang Tugas Field of Duty
Rusli	Wakil Direktur Utama Deputy President Director	<p>Wakil Direktur Utama yang membawahi Divisi:</p> <p>a. <i>Senior Executive Vice President of Operation & IT;</i> b. <i>Special Asset Management;</i> c. <i>International Banking;</i> d. <i>HCM & General Affair;</i> dan e. <i>Credit Risk Review.</i></p> <p>Deputy President Director in charge of Divisions of:</p> <p>a. <i>Senior Executive Vice President of Operation & IT;</i> b. <i>Special Asset Management;</i> c. <i>International Banking;</i> d. <i>HCM & General Affair;</i> and e. <i>Credit Risk Review.</i></p>
Lembing	Direktur Director	<p>Direktur Bisnis yang membawahi Divisi:</p> <p>a. <i>Senior Executive Vice President of Corporate Banking;</i> b. <i>SME & Consumer Banking;</i> dan c. <i>Multifinance & Commercial Banking.</i></p> <p>Director of Business in charge of Divisions of:</p> <p>a. <i>Senior Executive Vice President of Corporate Banking;</i> b. <i>SME & Consumer Banking;</i> and c. <i>Multifinance & Commercial Banking.</i></p>
Debora Wahjutirto Tanoyo	Direktur Director	<p>Direktur Keuangan dan <i>Loan Admin</i> yang membawahi Divisi:</p> <p>a. <i>Senior Executive Vice President of Finance, Accounting & Strategic Performance Management;</i> dan b. <i>Loan & Trade Operation.</i></p> <p>Director of Finance and <i>Loan Admin</i> in charge of Divisions of:</p> <p>a. <i>Senior Executive Vice President of Finance, Accounting, & Strategic Performance Management;</i> and b. <i>Loan & Trade Operation.</i></p>
Tamunan	Direktur Kepatuhan dan Manajemen Risiko Director of Compliance and Risk Management	<p>Direktur Kepatuhan dan Manajemen Risiko yang membawahi Divisi:</p> <p>a. <i>Compliance, KYC/Integrated and System Procedure;</i> b. <i>Risk Management/Integrated;</i> dan c. <i>Corporate Secretary.</i></p> <p>Director of Compliance and Risk Management in charge of Divisions of:</p> <p>a. <i>Compliance, KYC/Integrated and System Procedure;</i> b. <i>Risk Management/Integrated;</i> and c. <i>Corporate Secretary.</i></p>
Ramon Marlon Runtu*	Direktur Director	<p>Direktur Kredit yang membawahi Divisi:</p> <p>a. <i>Special Asset Management;</i> b. <i>Credit Review of Corporate, Multifinance & International Banking;</i> dan c. <i>Credit Review of Commercial & SME.</i></p> <p>Director of Credit in charge of Divisions of:</p> <p>a. <i>Special Asset Management;</i> b. <i>Credit Review of Corporate, Multifinance & International Banking;</i> and c. <i>Credit Review of Commercial & SME.</i></p>

* Efektif mengundurkan diri per tanggal 31 Januari 2019. Tugas dan tanggung jawab Direktur Kredit dilimpahkan kepada Direktur lain.

* Resigned effectively as of 31 January 2019. The duties and responsibilities of the Director of Credit are delegated to other Director.

Hak dan Wewenang Direksi

Penetapan tugas dan tanggung jawab Direksi disertai dengan penetapan hak dan wewenang dalam rangka menjalankan tugas dan tanggung jawab tersebut. Hak Direksi diuraikan sebagai berikut.

1. Menetapkan kebijakan dalam kepemimpinan dan kepengurusan Bank.
2. Mengatur penyerahan kekuasaan Direksi untuk mewakili Bank di dalam dan di luar pengadilan kepada seseorang atau beberapa orang Direktur yang khusus ditunjuk untuk itu atau kepada seseorang atau beberapa orang karyawan Bank, baik sendiri-sendiri maupun bersama-sama, atau kepada orang atau badan lain.

Rights and Authority of Board of Directors

The determination of the Board of Directors' duties and responsibilities is accompanied by the determination of rights and authority in the framework of performing such duties and responsibilities. Board of Directors' Rights are described as follows.

1. To establish policies in the leadership and stewardship of the Bank.
2. To arrange the transfer of powers of the Board of Directors to represent the Bank inside and outside the court to any Director or Directors who are specially designated to perform the task or to any Bank's employee or employees either individually or jointly, or to any other person or entity.



3. Mengatur ketentuan-ketentuan tentang kepegawaian Bank, termasuk penetapan gaji, pensiun, jaminan hari tua, dan penghasilan bagi karyawan Bank berdasarkan ketentuan yang berlaku.
4. Mengangkat dan memberhentikan karyawan Bank berdasarkan peraturan perundang-undangan yang berlaku dan peraturan kepegawaian Bank.
5. Memberi *reward and punishment* karyawan Bank berdasarkan peraturan kepegawaian Bank.
6. Memastikan sumber daya manusia Bank memiliki kompetensi dan kemampuan yang handal sesuai dengan bidang tugasnya.
7. Melakukan aktivitas di luar Bank yang tidak secara langsung berhubungan dengan kepentingan Bank, seperti kegiatan mengajar, menjadi pengurus asosiasi bisnis dan sejenisnya diperkenankan sebatas menggunakan waktu yang wajar dan sepengetahuan Direktur Utama atau Direktur lainnya.
8. Memperoleh cuti sesuai ketentuan yang berlaku.
9. Mempergunakan saran profesional.
10. Menerima insentif dan tantiem apabila Bank mencapai tingkat keuntungan sebagai imbalan atas prestasi kerjanya yang besarnya ditetapkan oleh RUPS.
11. Menerima gaji berikut tunjangan, sarana dan fasilitas Bank, serta santunan purna jabatan sesuai dengan hasil penetapan RUPS yang penyediaannya disesuaikan dengan kondisi keuangan Bank, asas kepatutan dan kewajaran, serta tidak bertentangan dengan peraturan perundang-undangan yang berlaku. Penjabaran tentang sarana dan fasilitas Bank dituangkan lebih lanjut dalam keputusan RUPS.
12. Menetapkan dan menyesuaikan struktur organisasi Bank.
13. Anggota Direksi memiliki hak untuk membela diri, jika:
 - a. Anggota Direksi yang diberhentikan sewaktu-waktu oleh RUPS dengan menyebutkan alasannya, maka anggota Direksi diberi kesempatan untuk hadir dalam RUPS guna membela diri; dan
 - b. Anggota Direksi yang diberhentikan sewaktu-waktu oleh Dewan Komisaris dengan menyebutkan alasannya, maka anggota Direksi diberi kesempatan untuk hadir dalam RUPS guna membela diri.

Sedangkan, wewenang Direksi diuraikan sebagai berikut:

1. Mewakili Bank di dalam dan di luar pengadilan tentang segala hal dan dalam segala kejadian, mengikat Bank dengan pihak lain dan pihak lain dengan Bank, serta menjalankan segala tindakan, baik yang mengenai kepengurusan maupun kepemilikan, dengan pembatasan yang ditetapkan dalam Anggaran Dasar Bank dan dengan memperhatikan peraturan perundang-undangan yang berlaku.
2. Untuk melakukan tindakan tertentu, Direksi terlebih dahulu harus mendapat persetujuan tertulis dari Dewan Komisaris, kecuali ditentukan lain oleh peraturan dan ketentuan yang berlaku. Beberapa hal yang membutuhkan persetujuan dari Dewan Komisaris adalah:
 - a. Menerima pinjaman dari siapapun atau menjadi terutang kepada siapapun, badan hukum atau Bank untuk jangka waktu 3 (tiga) tahun atau lebih dan apabila jumlah pinjaman tersebut untuk 1 (satu) kali transaksi melebihi suatu

3. To manage provisions on the Bank's employment affairs including determining salary, retirement, pension plan, and income for the Bank's employees based on the applicable provisions.
4. To appoint and dismiss the Bank's employees based on the applicable laws and regulations and the Bank's employment regulations.
5. To give a reward and punishment to the Bank's employees according to the Bank's employment regulations.
6. To ensure the Bank's human resources has reliable competences and capabilities in line with the areas of duties.
7. To conduct activities outside the Bank that are not directly related to the Bank's interest such as teaching activities, becoming the administrator of business association and those of similar nature are permitted to the extent that it takes reasonable time and with acknowledgment of the President Director or other Directors.
8. To be entitled for annual leave in accordance with the applicable provisions.
9. To use professional advice.
10. To receive incentives and bonuses if the Bank reaches a profit level in return for their performance of which the amount is determined by the GMS.
11. To receive salaries including benefits, the Bank's facilities, and post-employment benefits in accordance with the results of GMS resolution in which the provision is adjusted to the Bank's financial condition, the principles of decency and fairness, and does not conflict with the applicable laws and regulations. The elaboration of the Bank's facilities is further set forth in the GMS resolutions.
12. To establish and adjust the Bank's organizational structure.
13. Members of the Board of Directors have the right to defend themselves, if:
 - a. The member of Board of Directors who are dismissed at any time by the GMS by stating the reasons, then the member of Board of Directors are given a chance to attend the GMS in order to defend themselves; and
 - b. The member of Board of Directors who are dismissed at any time by the Board of Commissioners by stating the reasons, then the member of Board of Directors are given a chance to attend the GMS in order to defend themselves.

Meanwhile, the Board of Directors' authority is described as follows:

1. To represent the Bank in and out of court on all matters and in any events, to bind the Bank to other parties and other parties to the Bank, and to carry out all actions, both on the management and ownership, with the limitations as stipulated in the Bank's Article of Association with due regard to the applicable laws and regulations.
2. To perform certain actions, the Board of Directors must first obtain written approval from the Board of Commissioners, unless stipulated otherwise by the applicable rules and regulations, certain matters requiring approval from the Board of Commissioners are:
 - a. To receive loan from any person or become indebted to any person, legal entity, or Bank for a period of 3 (three) years or more and if the loan amount for 1 (one) transaction exceeds an amount equal to 25% of the



jumlah yang sama dengan 25% dari jumlah modal Bank yang telah disetor penuh dan cadangan-cadangan yang terakhir sebagaimana sewaktu-waktu ternyata dari laporan keuangan Bank yang terakhir yang telah diperiksa, disahkan dan sebagaimana dinyatakan oleh akuntan publik.

- b. Memberi pinjaman kepada siapapun juga untuk waktu 1 (satu) tahun atau lebih sesuai dengan peraturan perundang-undangan yang berlaku apabila jumlah pinjaman tersebut untuk 1(satu)kali transaksi melebihi 5% dari jumlah modal Bank yang disetor penuh dan cadangan-cadangan yang terakhir sebagaimana ternyata dari laporan keuangan Bank yang telah diperiksa, disahkan dan sebagaimana dinyatakan oleh akuntan publik.
- c. Memberi jaminan hutang atau tanggungan untuk seseorang, badan hukum atau Bank, apabila jumlah yang dijamin itu untuk setiap transaksi yang dijamin melebihi suatu jumlah yang sama dengan 5% dari jumlah modal Bank yang telah disetor penuh dan cadangan-cadangan yang terakhir sebagaimana sewaktu-waktu ternyata dari laporan keuangan Bank yang terakhir yang telah diperiksa, disahkan dan sebagaimana dinyatakan oleh akuntan publik.
- d. Memasang atau membebaskan hak tanggungan, menggadaikan atau dengan cara lain mempertanggungkan kekayaan atau kekayaan-kekayaan Bank untuk setiap transaksi yang merupakan suatu jumlah yang sama dengan atau melebihi 5% dari nilai buku dari seluruh jumlah kekayaan Bank sebagaimana sewaktu ternyata dari laporan keuangan Bank yang terakhir yang telah diperiksa, disahkan dan sebagaimana dinyatakan oleh akuntan publik.
- e. Memperoleh, mengalihkan atau melepaskan dengan cara apapun hak-hak atas barang-barang tidak bergerak dan Bank.

Namun demikian, Direksi wajib meminta persetujuan RUPS untuk:

1. Perbuatan hukum untuk mengalihkan, melepaskan hak atau menjadikan jaminan utang seluruh atau sebagian besar harta kekayaan Bank dalam tahun buku dalam 1(satu)atau beberapa transaksi yang berdiri sendiri ataupun yang berkaitan satu sama lain; dan
2. Untuk melakukan perbuatan hukum di mana terdapat benturan kepentingan antara kepentingan ekonomis pribadi anggota Direksi, Dewan Komisaris, atau Pemegang Saham dengan kepentingan ekonomis Bank.

Direksi

Berdasarkan BOD *Charter*, jumlah anggota Direksi paling sedikit beranggotakan 3 (tiga) orang, yang terdiri dari 1 (satu) orang Direktur Utama dan 2 (dua) orang atau lebih Direktur. Apabila dianggap perlu, dapat diangkat seorang atau lebih Wakil Direktur Utama. Seluruh anggota Direksi tersebut harus memenuhi persyaratan Direksi yang diuraikan sebagai berikut.

1. Persyaratan Formal
 - a. Cakap melakukan perbuatan hukum.
 - b. Dalam 5 (lima) tahun sebelum pengangkatan dan selama menjabat:
 - 1) Tidak pernah dinyatakan pailit;

Bank's total paid up capital and the latest reserves as may be evident at in the Bank's latest financial statements which have been reviewed, approved, and as declared by a public accountant.

- b. To provide loan to any person for a period of 1 (one) year or more in accordance with the applicable laws and regulations if the loan amount for 1 (one) transaction exceeds 5% of the Bank's total paid up capital and its latest reserves as may be evident in the Bank's financial statements which have been reviewed, approved, and as declared by the public accountant.
- c. To provide a loan guarantee or cover for a person, legal entity, or Bank, if the guaranteed amount for each transaction exceeds the equal amount of 5% of the Bank's total paid up capital and the latest reserves as may be evident in the Bank's latest financial statements which have been reviewed, approved, and as declared by a public accountant.
- d. To encumber or charge mortgage, pledge, or otherwise insure the Bank's asset or assets for each transaction which is an amount equal to or exceeding 5% of the book value of the Bank's total assets as may be evident in the Bank's latest financial statements which have been reviewed, approved, and as declared by a public accountant.
- e. To obtain, transfer, or waive by any means the rights to immovable property and Bank.

However, the Board of Directors must obtain approval from the GMS related to:

1. The legal acts to transfer or waive the rights or make the debt guarantee of all or any part of the Bank's total assets in the fiscal year either in 1 (one) or several transactions that stand alone or are related to each other; and
2. To carry out legal actions if there is conflict of interest between the personal economic interest of the member of Board of Directors, Board of Commissioners, or Shareholders, and the Bank's economic interest.

Board of Directors

In accordance with the BOD *Charter*, the number of Board of Directors is at least 3 people, consisting of 1 (one) President Director and 2 (two) Directors or more. If deemed necessary, one Deputy President Director or more may be appointed. All member of Board of Directors must meet the requirements of the Board of Directors described as followed.

1. Formal Requirements
 - a. Capable in performing legal actions.
 - b. Within 5 (five) years before appointment and during the term of office:
 - 1) Never being declared bankrupt;

- 2) Tidak pernah menjadi anggota Direksi yang dinyatakan bersalah menyebabkan suatu bank dinyatakan pailit;
 - 3) Tidak pernah dihukum karena melakukan tindak pidana yang merugikan keuangan negara dan/atau yang berkaitan dengan sektor keuangan;
 - 4) Tidak pernah menjadi anggota Direksi yang selama menjabat:
 - Pernah tidak menyelenggarakan RUPS tahunan;
 - Pertanggungjawabannya sebagai anggota Direksi pernah tidak diterima oleh RUPS atau pernah tidak memberikan pertanggungjawaban sebagai anggota Direksi kepada RUPS; dan
 - Pernah menyebabkan Bank yang memperoleh izin, persetujuan, atau pendaftaran dari Otoritas Jasa Keuangan tidak memenuhi kewajiban menyampaikan laporan tahunan dan/atau laporan keuangan kepada Otoritas Jasa Keuangan.
2. Persyaratan Materiel
- a. Mempunyai akhlak, moral, dan integritas yang baik;
 - b. Memiliki komitmen untuk mematuhi peraturan perundang-undangan; dan
 - c. Memiliki pengetahuan dan/atau keahlian di bidang yang dibutuhkan untuk menjalankan tugasnya.
3. Persyaratan Lainnya
- Anggota Direksi dilarang memegang jabatan rangkap, apabila jabatan rangkap tersebut bertentangan dengan peraturan perundang-undangan dan/atau apabila jabatan rangkap tersebut mungkin dapat menimbulkan benturan kepentingan.
- 2) Never become a member of Board of Directors who is found guilty of causing a bank to be declared bankrupt;
 - 3) Never been punished for committing a criminal act that is detrimental to state finances and/or related to the financial sector;
 - 4) Never been the member of Board of Directors who is during the term of office:
 - Has ever not convened the annual GMS;
 - Has ever had his/her accountability as the member of Board of Directors rejected by the GMS or has ever been absent in giving his/her accountability as the member of Board of Directors to the GMS; and
 - Has ever caused a Bank that obtains permit, approval, or registration from the Financial Services Authority not to fulfill its obligation to submit its annual report and/or financial statements to the Financial Services Authority.
2. Material Requirements
- a. Has good character, morals, and integrity;
 - b. Has a commitment to comply with the laws and regulations; and
 - c. Has knowledge and/or expertise in the field required to perform the duties.
3. Other Requirements
- The member of Board of Directors are not allowed to hold concurrent positions if they are contrary to the laws and regulations and/or if they possibly lead to the conflict of interest.

Berdasarkan ketentuan dan persyaratan tersebut, Direksi Bank Victoria beranggotakan 5 (lima) orang, yang terdiri dari 1 (satu) orang Direktur Utama, 1 (satu) orang Wakil Direktur Utama, dan 3 (tiga) orang Direktur. Informasi terkait komposisi keanggotaan Direksi, periode dan dasar pengangkatannya diuraikan sebagai berikut.

Based on such provisions and requirements, the Board of Directors of Bank Victoria have 5 (five) members, consisting of 1 (one) President Director, 1 (one) Deputy President Director, and 3 (three) Directors. Information on the composition of the Board of Directors, the period, and basis of appointment is described as follows.

Nama Name	Jabatan Position	Dasar Pengangkatan dan Periode Menjabat Basis of Appointment and Term of Office
Ahmad Fajar	Direktur Utama President Director	Surat Keputusan RUPS Tahunan tanggal 18 Mei 2018 (2018-2019) Annual GMS Resolution dated 18 May 2018 (2018-2019)
		Surat Keputusan RUPS Tahunan tanggal 10 Mei 2019 (2019-2022) Annual GMS Resolution dated 10 May 2019 (2019-2022)
Rusli	Wakil Direktur Utama Deputy President Director	Surat Keputusan RUPS Luar Biasa tanggal 29 Februari 2016 (2016) Extraordinary GMS Resolutions dated 29 February 2016 (2016)
		Surat Keputusan RUPS Tahunan tanggal 10 Mei 2019 (2019-2022) Annual GMS Resolution dated 10 May 2019 (2019-2022)
Lembing	Direktur Director	Surat Keputusan RUPS Tahunan tanggal 18 Mei 2018 (2018-2019) Annual GMS Resolution dated 18 May 2018 (2018-2019)
		Surat Keputusan RUPS Tahunan tanggal 10 Mei 2019 (2019-2022) Annual GMS Resolution dated 10 May 2019 (2019-2022)
Debora Wahjutirto Tanoyo	Direktur Director	Surat Keputusan RUPS Tahunan tanggal 18 Mei 2018 (2018-2019) Annual GMS Resolution dated 18 May 2018 (2018-2019)
		Surat Keputusan RUPS Tahunan tanggal 10 Mei 2019 (2019-2022) Annual GMS Resolution dated 10 May 2019 (2019-2022)

Nama Name	Jabatan Position	Dasar Pengangkatan dan Periode Menjabat Basis of Appointment and Term of Office
Tamunan	Direktur Kepatuhan dan Manajemen Risiko Director of Compliance and Risk Management	Surat Keputusan RUPS Tahunan tanggal 27 Juni 2008 (2008-2010) Annual GMS Resolution dated 27 June 2008 (2008-2010)
		Surat Keputusan RUPS Tahunan tanggal 25 Juni 2010 (2010-2013) Annual GMS Resolution dated 25 June 2010 (2010-2013)
		Surat Keputusan RUPS Tahunan tanggal 28 Juni 2013 (2013-2016) Annual GMS Resolution dated 28 June 2013 (2013-2016)
		Surat Keputusan RUPS Tahunan tanggal 24 Juni 2016 (2016-2019) Annual GMS Resolution dated 24 June 2016 (2016-2019)
		Surat Keputusan RUPS Tahunan tanggal 10 Mei 2019 (2019-2022) Annual GMS Resolution dated 10 May 2019 (2019-2022)
Ramon Marlon Runtu*	Direktur Director	Surat Keputusan RUPS Tahunan tanggal 17 Juni 2011 (2011-2013) Annual GMS Resolution dated 17 June 2011 (2011-2013)
		Surat Keputusan RUPS Tahunan tanggal 28 Juni 2013 (2013-2016) Annual GMS Resolution dated 28 June 2013 (2013-2016)
		Surat Keputusan RUPS Tahunan tanggal 24 Juni 2016 (2016-2019) Annual GMS Resolution dated 24 June 2016 (2016-2019)

* Efektif mengundurkan diri per tanggal 31 Januari 2019.

* Resigned effectively as of 31 January 2019.

Berdasarkan Peraturan Otoritas Jasa Keuangan No. 27/POJK.03/2016 tentang Penilaian Kemampuan dan Kepatutan bagi Pihak Utama Lembaga Jasa Keuangan, anggota Direksi yang menjabat wajib memperoleh persetujuan (melalui *fit and proper test*) dari Otoritas Jasa Keuangan sebelum menjalankan tindakan, tugas, dan fungsinya sebagai Direksi. Hal ini guna mengindikasikan bahwa anggota Direksi telah memiliki integritas, kompetensi dan reputasi keuangan yang memadai. Informasi terkait pelaksanaan *fit and proper test* Direksi diuraikan sebagai berikut.

Pursuant to Financial Services Authority Regulation No. 27/POJK.03/2016 on Fit and Proper Test for Key Parties of Financial Services Institution stipulating that member of Board of Directors must obtain approval (through fit and proper test) from the Financial Services Authority before performing their actions, duties, and functions as the Board of Directors. This is to indicate that the member of Board of Directors have adequate integrity, competences, and financial reputation. The information on the implementation of fit and proper test for the Board of Directors is described as follows.

Nama Name	Jabatan Position	Pelaksana Organizer	Hasil Result	Tanggal Efektif Effective Date
Ahmad Fajar	Direktur Utama President Director	Otoritas Jasa Keuangan Financial Services Authority	Lulus Pass	30 Oktober 2018 30 October 2018
Rusli	Wakil Direktur Utama Deputy President Director	Otoritas Jasa Keuangan Financial Services Authority	Lulus Pass	16 Mei 2016 16 May 2016
Lembing	Direktur Director	Otoritas Jasa Keuangan Financial Services Authority	Lulus Pass	30 Oktober 2018 30 October 2018
Debora Wahjutirto Tanoyo	Direktur Director	Otoritas Jasa Keuangan Financial Services Authority	Lulus Pass	22 November 2018
Tamunan	Direktur Kepatuhan dan Manajemen Risiko Director of Compliance and Risk Management	Bank Indonesia	Lulus Pass	24 Maret 2009 24 March 2009
Ramon Marlon Runtu*	Direktur Director	Bank Indonesia	Lulus Pass	12 Agustus 2011 12 August 2011

* Efektif mengundurkan diri per tanggal 31 Januari 2019.

* Resigned effectively as of 31 January 2019.

Program Orientasi bagi Direksi Baru

1. Untuk anggota Direksi yang baru diangkat, wajib diberikan Program Pengenalan mengenai kondisi Bank secara umum.
2. Penanggungjawab atas program pengenalan tersebut adalah Sekretaris Perusahaan atau siapapun yang menjalankan fungsi sebagai Sekretaris Perusahaan.
3. Peningkatan kapabilitas dinilai penting agar Direksi dapat selalu memperbaharui informasi tentang perkembangan terkini dari bisnis Bank dan peraturan perundang-undangan yang berlaku dan sebagai bentuk antisipasi atas masalah yang timbul di kemudian hari bagi keberlangsungan dan kemajuan Bank.
4. Program Pengenalan Direksi meliputi dan tidak terbatas pada hal-hal berikut ini:
 - a. Pemberian Informasi yang terdapat pada situs laman Bank;
 - b. Pengenalan tentang seluruh Sistem dan Prosedur yang terdapat pada Intranet Bank;
 - c. Membawa keliling ke cabang-cabang terutama cabang besar; dan
 - d. Menginformasikan Laporan Tahunan.

Orientation Program for New Board of Directors

1. For newly appointed members of the Board of Directors, an introduction program must be provided regarding the Company's condition in general.
2. Person in charge of this introduction program is the Corporate Secretary, or anyone who performs such function as a Corporate Secretary.
3. Competence development is deemed important so that the Board of Directors can always update the information on the latest developments on the Bank's business and the applicable laws and regulations, and as a form of anticipation of problems arising in the future that can affect the Bank's sustainability and progress.
4. The introduction program for the new Board of Directors includes and is not limited to the following:
 - a. Provision of information contained in the Bank's website;
 - b. Introduction on all system and procedures contained in the Bank's intranet;
 - c. To take them for a visit to branch offices, especially to large branch offices; and
 - d. Providing information on the Annual Report.

Kebijakan Keberagaman Komposisi Direksi

Bank Victoria telah menyusun Kebijakan Keberagaman Komposisi *Board of Commissioners and Board of Directors* PT Bank Victoria International Tbk yang telah disahkan melalui Surat Keputusan Dewan Komisaris No. 001/SK-KOM/12/16 tanggal 14 Desember 2016. Kebijakan Keberagaman tersebut diwujudkan dalam bentuk keberagaman kompetensi, pengalaman, usia, jenis kelamin, serta latar belakang pendidikan calon anggota Direksi yang dievaluasi oleh Komite Nominasi dan Remunerasi sebelum pengangkatannya oleh RUPS atas usulan Dewan Komisaris. Berikut keberagaman komposisi Direksi.

Diversity Policy of the Composition of Board of Directors

Bank Victoria has developed the Diversity Policy in the Composition of the Board of Commissioners and Board of Directors of PT Bank Victoria International Tbk that has been validated by Decision Letter of the Board of Commissioners No. 001/SK-KOM/12/16 dated 14 December 2016. Such Diversity policy was actualized in the form of competencies, experiences, age, gender, and education background diversity of the potential members of Board of Directors which were evaluated by the Nomination and Remuneration Committee prior to their appointment at the GMS based on suggestion from the Board of Commissioners. Below is the diversity of the Board of Directors' Composition.

Jenis Keberagaman Type of Diversity	Uraian Description	
Pendidikan Education	Latar belakang Pendidikan Direksi beragam, mulai dari lulusan S1 hingga S2, dengan kompetensi di bidang Akuntansi, Ekonomi Pertanian, Keuangan, Bisnis, dan Manajemen. The educational backgrounds of the Board of Directors vary from undergraduate to postgraduate degrees, with competencies in Accounting, Agriculture, Economics, Finance, Business, and Management.	Direksi telah memenuhi unsur keberagaman, yaitu perpaduan dari sisi Pendidikan, pengalaman kerja, usia, dan jenis kelamin. The Board of Directors has fulfilled elements of diversity, namely a combination of educations, work experiences, ages and genders.
Pengalaman Kerja Work Experience	Anggota Direksi memiliki pengalaman kerja di bidang Keuangan, Akuntansi, Perbankan, Bisnis Administrasi, dan Manajemen Risiko. Member of Board of Directors has work experiences in Finance, Accounting, Banking, Administration Business, and Risk Management sector.	
Usia Age	Rata-rata usia Direksi berada pada usia yang memungkinkan seseorang untuk terus bekerja dan berkarya dengan rentang usia 34-55 tahun. The average ages of members of Board of Directors are allowing them to continue working, between 34-55 years.	
Jenis Kelamin Gender	Terdapat 1 (satu) anggota Direksi yang berjenis kelamin perempuan. There is only 1 (one) female member of the Board of Directors.	

Independensi dan Pengelolaan Benturan Kepentingan Direksi

Independensi Direksi merupakan faktor penting yang perlu dijaga agar Direksi dapat bertindak dengan sebaik-baiknya demi kepentingan Bank secara keseluruhan. Untuk menjaga independensi Direksi, Bank menetapkan ketentuan sebagai berikut.

1. Selain Direksi, pihak lain manapun dilarang melakukan atau campur tangan dalam kepengurusan Bank;
2. Direksi harus dapat mengambil keputusan secara obyektif, tanpa benturan kepentingan dan bebas dari segala tekanan dari pihak manapun; dan
3. Anggota Direksi dilarang melakukan kegiatan yang dapat mengganggu independensinya dalam mengurus Bank.

Terkait hal tersebut, Direksi harus menghindari terjadinya benturan kepentingan dalam setiap pengambilan keputusan. Dalam hal terjadi benturan kepentingan, anggota Direksi dilarang mengambil tindakan yang dapat merugikan Bank atau mengurangi keuntungan Bank, serta wajib mengungkapkan benturan kepentingan dalam setiap keputusan.

Untuk meminimalisir terjadinya benturan kepentingan, maka setiap anggota Direksi diwajibkan untuk menandatangani Pakta Integritas yang berisikan komitmen bahwa dalam melaksanakan tugasnya, anggota Direksi tidak akan melakukan hal-hal yang dapat menimbulkan konflik kepentingan. Pakta Integritas tersebut disimpan dan diadministrasikan oleh Sekretaris Perusahaan.

Hubungan Afiliasi Direksi

Dalam mengupayakan pengambilan keputusan yang profesional dan independen, serta meminimalisir terjadinya benturan kepentingan, Bank mengelola hubungan afiliasi antara anggota Dewan Komisaris, anggota Direksi, dan Pemegang Saham Pengendali. Hal ini antara lain dilakukan dengan menjaga hubungan afiliasi anggota Direksi yang ditunjukkan sebagai berikut.

Nama Name	Jabatan Position	Hubungan Keuangan dengan Financial Relationship with						Hubungan Keluarga dengan Family Relationship with					
		Dewan Komisaris Board of Commissioner		Direksi Board of Directors		Pemegang Saham Pengendali Controlling Shareholders		Dewan Komisaris Board of Commissioner		Direksi Board of Directors		Pemegang Saham Pengendali Controlling Shareholders	
		Ya Yes	Tidak No	Ya Yes	Tidak No	Ya Yes	Tidak No	Ya Yes	Tidak No	Ya Yes	Tidak No	Ya Yes	Tidak No
Ahmad Fajar	Direktur Utama President Director	-	√	-	√	-	√	-	√	-	√	-	√
Rusli	Wakil Direktur Utama Deputy President Director	-	√	-	√	-	√	-	√	-	√	-	√

Independence and Management of Conflict of Interest

The independence of Board of Directors is an important factor that needs to be maintained so the Board of Directors may take action at their best for the Bank's interest in overall. To maintain the independence of Directors, the Bank stipulates the following provisions.

1. Other than the Board of Directors, other parties are not allow to get involved in or interfere in the Bank's management;
2. The Board of Directors must be able to make decision objectively, without conflict of interest and free of any pressures from any party; and
3. The member of Board of Directors are not allowed to conduct any of their activities that can disrupt their independence in managing the Bank.

In regard to that, the Board of Directors must avoid the conflict of interest in any decision-making process. In the event of a conflict of interest, member of Board of Directors are prohibited from taking actions that may harm the Bank or reduce the Bank's profitability and must disclose the conflict of interest in any decision.

To minimize the potential for conflict of interest, each member of the Board of Directors is required to sign the Integrity Pact containing the commitment that in performing its duties, the member of Board of Directors must not commit matters that may create any conflict of interest. The Integrity Pact must be held and administered by the Corporate Secretary.

Affiliation Relationship of Board of Directors

To achieve the decision-making process that is professional and independent, and to minimize the potential for conflict of interest, the Bank manages affiliate relations between the members of the Board of Commissioners, Board of Directors, and Controlling Shareholders. These are carried out among others by maintaining affiliate relations of the member of Board of Directors shown as follows.



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Nama Name	Jabatan Position	Hubungan Keuangan dengan Financial Relationship with						Hubungan Keluarga dengan Family Relationship with					
		Dewan Komisaris Board of Commissioner		Direksi Board of Directors		Pemegang Saham Pengendali Controlling Shareholders		Dewan Komisaris Board of Commissioner		Direksi Board of Directors		Pemegang Saham Pengendali Controlling Shareholders	
		Ya Yes	Tidak No	Ya Yes	Tidak No	Ya Yes	Tidak No	Ya Yes	Tidak No	Ya Yes	Tidak No	Ya Yes	Tidak No
Lembing	Direktur Director	-	√	-	√	-	√	-	√	-	√	-	√
Debora Wahjutirto Tanoyo	Direktur Director	-	√	-	√	√	-	-	√	-	√	√	-
Tamunan	Direktur Kepatuhan dan Manajemen Risiko Director of Compliance and Risk Management	-	√	-	√	-	√	-	√	-	√	-	√
Ramon Marlon Runtu*	Direktur Director	-	√	-	√	-	√	-	√	-	√	-	√

* Efektif mengundurkan diri per tanggal 31 Januari 2019.

* Resigned effectively as of 31 January 2019.

Nama Name	Jabatan Position	Hubungan Keuangan dengan Financial Relationship with						Hubungan Keluarga dengan Family Relationship with					
		Dewan Komisaris Board of Commissioner		Direksi Board of Directors		Pemegang Saham Pengendali Controlling Shareholders		Dewan Komisaris Board of Commissioner		Direksi Board of Directors		Pemegang Saham Pengendali Controlling Shareholders	
		Ya Yes	Tidak No	Ya Yes	Tidak No	Ya Yes	Tidak No	Ya Yes	Tidak No	Ya Yes	Tidak No	Ya Yes	Tidak No
Ahmad Fajar	Direktur Utama President Director	-	√	-	√	-	√	-	√	-	√	-	√
Rusli	Wakil Direktur Utama Deputy President Director	-	√	-	√	-	√	-	√	-	√	-	√
Lembing	Direktur Director	-	√	-	√	-	√	-	√	-	√	-	√
Debora Wahjutirto Tanoyo	Direktur Director	-	√	-	√	√	-	-	√	-	√	√	-
Tamunan	Direktur Kepatuhan dan Manajemen Risiko Director of Compliance and Risk Management	-	√	-	√	-	√	-	√	-	√	-	√
Ramon Marlon Runtu*	Direktur Director	-	√	-	√	-	√	-	√	-	√	-	√

* Efektif mengundurkan diri per tanggal 31 Januari 2019.

* Resigned effectively as of 31 January 2019.

Rangkap Jabatan Direksi

Direksi melakukan rangkap jabatan sesuai dengan Peraturan Otoritas Jasa Keuangan No. 55/POJK.03/2016 tentang Penerapan Tata Kelola bagi Bank Umum, serta peraturan turunannya, sepanjang yang bersangkutan tidak mengabaikan pelaksanaan tugas dan tanggung jawab sebagai anggota Direksi Bank. Berdasarkan peraturan tersebut, ketentuan rangkap jabatan Direksi diuraikan sebagai berikut.

1. Anggota Direksi dilarang merangkap jabatan sebagai anggota Direksi, anggota Dewan Komisaris atau pejabat eksekutif pada bank, perusahaan dan/atau lembaga lain.
2. Tidak termasuk rangkap jabatan sebagaimana dimaksud pada poin 1 (satu) dalam hal Direksi, yang bertanggung jawab terhadap pengawasan atas penyertaan Bank pada Entitas Anak, menjalankan tugas fungsional menjadi anggota Dewan Komisaris pada Entitas Anak bukan bank yang dikendalikan oleh Bank.

Sesuai dengan ketentuan tersebut, rangkap jabatan anggota Direksi Bank Victoria ditunjukkan sebagai berikut.

Concurrent Position of Board of Directors

The Board of Directors have concurrent positions in accordance with Financial Services Authority Regulation No. 55/POJK.03/2016 on the Implementation of Governance for Commercial Bank and its derivative regulations to extent that the relevant party does not result in the neglect of execution of duties and responsibilities as a member of the Board of Directors of the Bank. Based on the regulation, the provisions of concurrent positions for the Board of Directors are described as follows.

1. The members of the Board of Directors are prohibited from holding concurrent position as the members of the Board of Directors, the members of the Board of Commissioners, or executive officers at other banks, companies, and/or institutions.
2. The provision on concurrent position as referred to in point 1 (one) is not applicable in the event the Board of Directors, who are responsible for the monitoring of the Bank's participation in the Subsidiary, performs functional duties of becoming the members of the Board of Commissioners in the Subsidiary.

In line with these provisions, the concurrent positions of the members of the Board of Directors of Bank Victoria are shown as follow.

Nama Name	Jabatan Position	Rangkap Jabatan pada Perusahaan/Instansi Lain Concurrent Position at Other Company/Institution	
		Jabatan Position	Nama Perusahaan/ Instansi Name of Company/ Institution
Ahmad Fajar	Direktur Utama President Director	-	-
Rusli	Wakil Direktur Utama Deputy President Director	-	-
Lembing	Direktur Director	-	-
Debora Wahjutirto Tanoyo	Direktur Director	-	-
Tamunan	Direktur Kepatuhan dan Manajemen Risiko Director of Compliance and Risk Management	-	-
Ramon Marlon Runtu*	Direktur Director	-	-

* Efektif mengundurkan diri per tanggal 31 Januari 2019.
* Resigned effectively as of 31 January 2019.

Kepemilikan Saham Direksi

Berdasarkan Peraturan Otoritas Jasa Keuangan tentang Penerapan Tata Kelola bagi Bank Umum, Direksi wajib mengungkapkan kepemilikan saham yang mencapai 5% atau lebih, baik pada Bank Victoria maupun pada bank dan perusahaan lain, yang berkedudukan di dalam dan di luar negeri. Pengungkapan kepemilikan saham anggota Direksi pada Bank Victoria telah disampaikan dalam Profil Perusahaan dalam Laporan Tahunan ini. Sedangkan, pengungkapan kepemilikan saham anggota Direksi pada bank atau perusahaan lain ditunjukkan sebagai berikut.

Share Ownership of Directors

Based on the Financial Services Authority Regulation on the Implementation of Governance for Commercial Bank, the Board of Directors must disclose the share ownership reaching 5% or more, both in Bank Victoria and other banks and companies, domiciled in and out of the country. The disclosure of share ownership of the member of Board of Directors in Bank Victoria has been presented in the Company of this Annual Report. Meanwhile, the disclosure of share ownership of the member of Board of Directors in other banks or companies is shown as follows.



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Nama Name	Jabatan Position	Kepemilikan Saham (%) Shares Ownership (%)			
		Bank Victoria	Bank Lain Other Banks	Lembaga Keuangan Non Bank Non-bank Financial Institution	Perusahaan Lain Other Companies
Ahmad Fajar	Direktur Utama President Director	-	-	-	-
Rusli	Wakil Direktur Utama Deputy President Director	-	-	-	-
Lembing	Direktur Director	-	-	-	-
Debora Wahjutirto Tanoyo	Direktur Director	-	-	-	-
Tamunan	Direktur Kepatuhan dan Manajemen Risiko Director of Compliance and Risk Management	-	-	-	-
Ramon Marlon Runtu*	Direktur Director	-	-	-	-

* Efektif mengundurkan diri per tanggal 31 Januari 2019.

* Resigned effectively as of 31 January 2019.

Rapat Direksi

Kebijakan Rapat Direksi

Sebagai bagian dari pelaksanaan tugas, Direksi wajib menyelenggarakan rapat secara berkala. Berdasarkan BOD Charter, Direksi wajib menyelenggarakan rapat internal Direksi paling sedikit 1 (satu) kali dalam 1 (satu) bulan dan dapat diadakan setiap waktu apabila dianggap perlu oleh salah seorang anggota Direksi atau atas permintaan dari rapat Dewan Komisaris atau atas permintaan tertulis dari 1 (satu) atau lebih Pemegang Saham yang memiliki paling sedikit 10% dari jumlah seluruh saham dengan hak suara yang sah yang dikeluarkan oleh Bank.

Direksi juga wajib melaksanakan rapat gabungan dengan Dewan Komisaris paling sedikit 1 (satu) kali dalam 2 (dua) bulan untuk membahas perkembangan dari laporan kinerja Direksi. Selain itu, Direksi wajib melaksanakan rapat Direktorat paling sedikit 1 (satu) kali dalam 1 (satu) bulan.

Frekuensi dan Kehadiran Rapat Direksi

Pada tahun 2019, Direksi telah melaksanakan 47 kali rapat internal Direksi dengan rata-rata tingkat kehadiran anggota Direksi pada rapat internal adalah 94,89% dan 13 kali rapat gabungan dengan Dewan Komisaris dengan rata-rata tingkat kehadiran anggota Direksi pada rapat gabungan adalah 95,39%. Rapat internal dan rapat gabungan ini dihadiri secara fisik. Berikut uraian frekuensi dan tingkat kehadiran Direksi dalam rapat-rapat tersebut.

Meeting of the Board of Directors

Meeting Policy of Directors

As part of duty implementation, the Board of Directors must hold meetings periodically. Based on BOD Charter, the Board of Directors must hold internal meetings of Directors at least 1 (once) a month and may be held at any time as deemed necessary by either member of the Board of Directors or at the request of the meeting of Board of Commissioners or at the written request of 1 (one) or more Shareholders having at least 10% of the total shares with valid voting rights, which were issued by the Bank.

The Board of Directors must also hold joint meetings with the Board of Commissioners at least 1 (once) in 2 (two) months to discuss the progress of the Board of Directors' performance report. In addition, the Board of Directors must hold a Directorate meeting at least 1 (once) a month.

Board of Directors' Meeting Frequency and Attendance

In 2019, the Board of Directors held 47 internal meetings with the average attendance level of members of Board of Directors reaching 94.89% and 13 joint meetings with Board of Commissioners with the average attendance level of members of Board of Directors reaching 95.39%. These internal and joint meetings were physically attended. The following is details of the Board of Directors attendance frequency and ratings in those meetings.

Nama Name	Jabatan Position	Rapat Internal Direksi Internal Meeting of Board of Directors			Rapat Gabungan dengan Dewan Komisaris Joint Meeting with Board of Commissioners		
		Total Rapat Number of Meetings	Total Kehadiran Total Attendance	%	Total Rapat Number of Meetings	Total Kehadiran Total Attendance	%
Ahmad Fajar	Direktur Utama President Director	47	47	100.00	13	13	100.00
Rusli	Wakil Direktur Utama Deputy President Director	47	43	91.48	13	12	92.31
Lembing	Direktur Director	47	42	89.36	13	13	100.00
Debora Wahjutirto Tanoyo	Direktur Director	47	45	95.74	13	12	92.31
Tamunan	Direktur Kepatuhan dan Manajemen Risiko Director of Compliance and Risk Management	47	46	97.87	13	12	92.31
Ramon Marlon Runtu*	Direktur Director	47	-	-	-	-	-
Rata-Rata Kehadiran Average Attendance				94.89	95.39		

* Efektif mengundurkan diri per tanggal 31 Januari 2019.

* Resigned effectively as of 31 January 2019.

Rapat Internal Direksi

Pada tahun 2019, agenda, tanggal, dan peserta rapat Direksi sebagai berikut.

Internal Meeting of Board of Directors

Throughout 2019, the agenda, dates, and participants of the Board of Directors' Meeting are as follows.

Tanggal Rapat Meeting Date	Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participants	Kehadiran Attendance	Alasan Tidak Hadir Reason for Absence
7 Januari 2019 7 January 2019	a. Progres NPL; b. Kinerja keuangan 31 Desember 2018; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 31 December 2018; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Izin On leave
14 Januari 2019 14 January 2019	a. Progres NPL; b. Kinerja keuangan 11 Januari 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 11 January 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Izin On leave



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21 Januari 2019 21 January 2019	a. Progres NPL; b. Kinerja keuangan 18 Januari 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 18 January 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Leming	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Izin On leave
11 Februari 2019 11 February 2019	a. Progres NPL; b. Kinerja keuangan 8 Februari 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 8 February 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Leming	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
18 Februari 2019 18 February 2019	a. Progres NPL; b. Kinerja keuangan 15 Februari 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 15 February 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Leming	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
25 Februari 2019 25 February 2019	a. Progres NPL; b. Kinerja keuangan 22 Februari 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 22 February 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Leming	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position



Tanggal Rapat Meeting Date	Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participants	Kehadiran Attendance	Alasan Tidak Hadir Reason for Absence
4 Maret 2019 4 March 2019	a. Progres NPL; b. Kinerja keuangan 28 Februari 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 28 February 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Tidak Hadir Absent	Cuti On leave
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
12 Maret 2019 12 March 2019	a. Progres NPL; b. Kinerja keuangan 8 Maret 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 8 March 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
18 Maret 2019 18 March 2019	a. Progres NPL; b. Kinerja keuangan 15 Maret 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 15 March 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Izin On leave
1 April 2019	a. Progres NPL; b. Kinerja keuangan 31 Maret 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 31 March 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Izin On leave



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Tanggal Rapat Meeting Date	Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participants	Kehadiran Attendance	Alasan Tidak Hadir Reason for Absence
8 April 2019	a. Progres NPL; b. Kinerja keuangan 5 April 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 5 April 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
18 April 2019	a. Progres NPL; b. Kinerja keuangan 11 April 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 11 April 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
22 April 2019	a. Progres NPL; b. Kinerja keuangan 18 April 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 18 April 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
29 April 2019	a. Progres NPL; b. Kinerja keuangan 26 April 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 26 April 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position



Tanggal Rapat Meeting Date	Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participants	Kehadiran Attendance	Alasan Tidak Hadir Reason for Absence
6 Mei 2019 6 May 2019	a. Progres NPL; b. Kinerja keuangan 3 Mei 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 3 May 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
14 Mei 2019 14 May 2019	a. Progres NPL; b. Kinerja keuangan 10 Mei 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 10 May 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Tidak Hadir Absent	Dinas On Duty
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
20 Mei 2019 20 May 2019	a. Progres NPL; b. Kinerja keuangan 30 April 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 30 April 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
28 Mei 2019 28 May 2019	a. Progres NPL; b. Kinerja keuangan 24 Mei 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 24 May 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Tidak Hadir Absent	Dinas On Duty
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position



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Tanggal Rapat Meeting Date	Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participants	Kehadiran Attendance	Alasan Tidak Hadir Reason for Absence
1 Juni 2019 1 June 2019	a. Progres NPL; b. Kinerja keuangan 31 Mei 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 31 May 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Leming	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
18 Juni 2019 18 June 2019	a. Progres NPL; b. Kinerja keuangan 14 Juni 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 14 June 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Leming	Tidak Hadir Absent	Dinas On Duty
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
25 Juni 2019 25 June 2019	a. Progres NPL; b. Kinerja keuangan 21 Juni 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 21 June 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Leming	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Tidak Hadir Absent	Cuti On leave
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
1 Juli 2019 1 July 2019	a. Progres NPL; b. Kinerja keuangan 30 Juni 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 30 June 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Leming	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position

Tanggal Rapat Meeting Date	Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participants	Kehadiran Attendance	Alasan Tidak Hadir Reason for Absence
9 Juli 2019 9 July 2019	a. Progres NPL; b. Kinerja keuangan 5 Juli 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 5 July 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
15 Juli 2019 15 July 2019	a. Progres NPL; b. Kinerja keuangan 12 Juli 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 12 July 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
22 Juli 2019 22 July 2019	a. Progres NPL; b. Kinerja keuangan 19 Juli 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 19 July 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Tidak Hadir Absent	Dinas On Duty
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
29 Juli 2019 29 July 2019	a. Progres NPL; b. Kinerja keuangan 26 Juli 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 26 July 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Tidak Hadir Absent	Cuti On leave
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position



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Tanggal Rapat Meeting Date	Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participants	Kehadiran Attendance	Alasan Tidak Hadir Reason for Absence
5 Agustus 2019 5 August 2019	a. Progres NPL; b. Kinerja keuangan 2 Agustus 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 2 August 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
12 Agustus 2019 12 August 2019	a. Progres NPL; b. Kinerja keuangan 8 Agustus 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 8 August 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
19 Agustus 2019 19 August 2019	a. Progres NPL; b. Kinerja keuangan 16 Agustus 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 16 August 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
27 Agustus 2019 27 August 2019	a. Kampanye "Bebaskan Hidupmu"; b. Progres NPL; c. Kinerja keuangan 23 Agustus 2019; dan d. Paparan Direktorat. a. "Free Your Life" Campaign; b. NPL progress; c. Financial performance of 23 August 2019; and d. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position

Tanggal Rapat Meeting Date	Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participants	Kehadiran Attendance	Alasan Tidak Hadir Reason for Absence
3 September 2019	a. HUT Bank Victoria; b. Progres NPL; c. Kinerja keuangan 31 Agustus 2019; dan d. Paparan Direktorat. a. Bank Victoria's Anniversary; b. NPL progress; c. Financial performance of 31 August 2019; and d. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
9 September 2019	a. HUT Bank Victoria; b. Progres NPL; c. Kinerja keuangan 6 September 2019; dan d. Paparan Direktorat. a. Bank Victoria's Anniversary; b. NPL progress; c. Financial performance of 6 September 2019; and d. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Tidak Hadir Absent	Cuti On leave
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
16 September 2019	a. HUT Bank Victoria; b. Progres NPL; c. Kinerja keuangan 13 September 2019; dan d. Paparan Direktorat. a. Bank Victoria's Anniversary; b. NPL progress; c. Financial performance of 13 September 2019; and d. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
25 September 2019	a. HUT Bank Victoria; b. Progres NPL; c. Kinerja keuangan 23 September 2019; dan d. Paparan Direktorat. a. Bank Victoria's Anniversary; b. NPL progress; c. Financial performance of 23 September 2019; and d. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position



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Tanggal Rapat Meeting Date	Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participants	Kehadiran Attendance	Alasan Tidak Hadir Reason for Absence
30 September 2019	a. Progres NPL; b. Kinerja keuangan 27 September 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 27 September 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Leming	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
14 Oktober 2019 14 October 2019	a. Update Victoria Run 2019; b. Progres NPL; c. Kinerja keuangan 11 Oktober 2019; dan d. Paparan Direktorat. a. Update of Victoria Run 2019; b. NPL progress; c. Financial performance of 11 October 2019; and d. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Leming	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
21 Oktober 2019 21 October 2019	a. Progres NPL; b. Kinerja keuangan 18 Oktober 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 18 October 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Leming	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
29 Oktober 2019 29 October 2019	a. Progres NPL; b. Kinerja keuangan 25 Oktober 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 29 October 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Leming	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position

Tanggal Rapat Meeting Date	Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participants	Kehadiran Attendance	Alasan Tidak Hadir Reason for Absence
4 November 2019	a. Progres NPL; b. Kinerja keuangan 31 Oktober 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 31 October 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
11 November 2019	a. Progres NPL; b. Kinerja keuangan 8 November 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 8 November 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
18 November 2019	a. Progres NPL; b. Kinerja keuangan 15 November 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 15 November 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
25 November 2019	a. Progres NPL; b. Kinerja keuangan 22 November 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 22 November 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position



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3 Desember 2019 3 December 2019	a. Progres NPL; b. Kinerja keuangan 30 November 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 30 November 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
10 Desember 2019 10 December 2019	a. Penginian kebijakan kredit; b. Progres NPL; c. Kinerja keuangan 6 Desember 2019; dan d. Paparan Direktorat. a. Updating credit policies; b. NPL progress; c. Financial performance of 6 December 2019; and d. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Hadir Present	-
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
16 Desember 2019 16 December 2019	a. Progres NPL; b. Kinerja keuangan 13 Desember 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 13 December 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Tidak Hadir Absent	Cuti On leave
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position
23 Desember 2019 23 December 2019	a. Progres NPL; b. Kinerja keuangan 13 Desember 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 13 December 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Tidak Hadir Absent	Cuti On leave
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Hadir Present	-
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position

Tanggal Rapat Meeting Date	Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participants	Kehadiran Attendance	Alasan Tidak Hadir Reason for Absence
30 Desember 2019 30 December 2019	a. Progres NPL; b. Kinerja keuangan 20 Desember 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 20 December 2019; and c. Directorate Presentation.	Ahmad Fajar	Hadir Present	-
		Rusli	Tidak Hadir Absent	Cuti On leave
		Lembing	Hadir Present	-
		Debora Wahjutirto Tanoyo	Tidak Hadir Absent	Cuti On leave
		Tamunan	Hadir Present	-
		Ramon Marlon Runtu*	Tidak Hadir Absent	Tidak lagi menjabat No longer in position

* Efektif mengundurkan diri per tanggal 31 Januari 2019.
* Resigned effectively as of 31 January 2019.

Rapat Gabungan Direksi dengan Dewan Komisaris

Agenda rapat gabungan Direksi dengan Dewan Komisaris telah diungkapkan dalam rapat Dewan Komisaris.

Joint Meeting of Board of Directors and Board of Commissioners

The agenda of joint meeting of Board of Directors and Board of Commissioners has been disclosed in the Board of Commissioners' Meetings.

Rekomendasi Direksi

Sepanjang tahun 2019, Direksi Bank memberikan rekomendasi dan nasihat terkait pelaksanaan strategi usaha Bank yang diungkapkan pada tabel berikut.

Recommendations of the Board of Directors

Throughout 2019, the Board of Directors of the Bank gave recommendations and advises regarding implementation of the Bank's business strategies as described in the table below.

No. Surat Letter No.	Tanggal Date	Keputusan Decisions
Kajian Kebijakan dan Prosedur Review of Policy and Procedure		
001/SK-DIR/01/19	2 Januari 2019 2 January 2019	SOP System Procedure SOP for System Procedure
004/SK-DIR/01/19	16 Januari 2019 16 January 2019	Standar Operasional Prosedur Bank Garansi Standard Operating Procedure for Bank Guarantee
004/SK-DIR/02/19	11 Februari 2019 11 February 2019	SOP Tingkat Kesehatan Bank SOP for Bank Soundness Level
005/SK-DIR/02/19	11 Februari 2019 11 February 2019	Information Technology Committee Information Technology Committee
006/SK-DIR/02/19	11 Februari 2019 11 February 2019	Prosedur Penilaian Profil Risiko Risk Profile Assessment Procedure
010/SK-DIR/02/19	27 Februari 2019 27 February 2019	SOP SKBDN SOP of SKBDN
011/SK-DIR/02/19	27 Februari 2019 27 February 2019	SOP Customer Information File (CIF) SOP for Customer Information File (CIF)
015/SK-DIR/02/19	27 Februari 2019 27 February 2019	SOP Layanan Pengaduan Konsumen SOP for Consumer Complaints Services
003/SK-DIR/03/19	1 Maret 2019 1 March 2019	SOP Pengelolaan Inventaris SOP for Inventory Management
002/SK-DIR/04/19	5 April 2019	SOP New V-Plan SOP for New V-Plan
003/SK-DIR/04/19	9 April 2019	SOP HCM SOP for HCM



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No. Surat Letter No.	Tanggal Date	Keputusan Decisions
006/SK-DIR/04/19	26 April 2019	Penilaian Profil Risiko Terintegrasi Integrated Risk Profile Assessment
003/SK-DIR/05/19	14 Mei 2019 14 May 2019	SOP Kerja Sama Bank Garansi dengan Perusahaan Asuransi SOP for Cooperation of Bank Guarantee with Insurance Companies
010/SK-DIR/05/19	29 Mei 2019 29 May 2019	Kebijakan Penanganan Power User Aplikasi Matairsys Policy to Manage Power User of Matairsys Application
011/SK-DIR/05/19	29 Mei 2019 29 May 2019	SOP Access Control & Security SOP for Access Control & Security
012/SK-DIR/05/19	29 Mei 2019 29 May 2019	Pedoman Penanganan Penggunaan Power User Manual to Manage the Use of Power User
001/SK-DIR/06/19	10 Juni 2019 10 June 2019	Kebijakan Penanganan Power User Aplikasi Internet Banking Bisnis IT (IBB) Policy on Power User Management of IT Application, Business Internet Banking (IBB)
002/SK-DIR/06/19	17 Juni 2019 17 June 2019	SOP Tabungan Victoria Maxima SOP for Victoria Maxima Savings
003/SK-DIR/06/19	19 Juni 2019 19 June 2019	Pedoman Aktivasi Fungsional Operasional di Risiko Operasional (Risk Register) Guidelines on Operational Functional Activation of Operational Risk (Risk Register)
004/SK-DIR/06/19	21 Juni 2019 21 June 2019	SOP Pelayanan Keuangan kepada Penyandang Disabilitas SOP for Financial Services for People with Disabilities
005/SK-DIR/06/19	26 Juni 2019 26 June 2019	SOP Pemeliharaan Gedung dan Bangunan-Bab III SOP for Construction and Building Maintenance - Chapter III
007/SK-DIR/06/19	27 Juni 2019 27 June 2019	Kebijakan Manajemen risiko terkait Information Technology Risk Management Policy related to Information Technology
008/SK-DIR/06/19	27 Juni 2019 27 June 2019	Kebijakan Pengelolaan Konfigurasi Perangkat Keras dan Perangkat Lunak Policy on Hardware and Software Configuration Management
009/SK-DIR/06/19	27 Juni 2019 27 June 2019	Prosedur Pengamanan operasional Teknologi Sistem Informasi Operational Security Procedures for Information System Technology
011/SK-DIR/06/19	28 Juni 2019 28 June 2019	Kebijakan Kecukupan Kontrak dan Tersedianya SLA Bank Policy on Adequacy of Contract and Availability of Bank's SLA
012/SK-DIR/06/19	28 Juni 2019 28 June 2019	Kebijakan Klasifikasi dan Pertukaran Informasi Policy for Classification and Exchange of Information
013/SK-DIR/06/19	28 Juni 2019 28 June 2019	Kebijakan Security Awareness Security Awareness Policy
001/COMP-SOP/07/2019	9 Juli 2019 9 July 2019	SOP Bab XIV Benturan Kepentingan SOP Chapter XIV Conflict of Interest
002/COMP-SOP/07/2019	9 Juli 2019 9 July 2019	SOP Internal Control SOP for Internal Control
003/COMP-SOP/07/2019	9 Juli 2019 9 July 2019	Kebijakan Manajemen Risiko Terkait Informasi Technology Risk Management Policy related to Information Technology
004/COMP-SOP/07/2019	9 Juli 2019 9 July 2019	Kebijakan Klasifikasi & Pertukaran Informasi TSI Policy for Classification and Exchange of TSI Information
005/COMP-SOP/07/2019	9 Juli 2019 9 July 2019	Kebijakan Security Awareness Security Awareness Policy
006/COMP-SOP/07/2019	9 Juli 2019 9 July 2019	Kebijakan Pengukuran Kinerja & Perencanaan Kapasitas Jaringan Policy for Performance Measurement & Network Capacity Planning
007/COMP-SOP/07/2019	9 Juli 2019 9 July 2019	Kebijakan Pengamanan Logik (Logical Security) Logical Security Policy
008/COMP-SOP/07/2019	9 Juli 2019 9 July 2019	Prosedur Tata Kelola E-mail Procedure for E-mail Governance
009/COMP-SOP/07/2019	11 Juli 2019 11 July 2019	Prosedur Penilaian Profil Risiko Risk Profile Assessment Procedure

No. Surat Letter No.	Tanggal Date	Keputusan Decisions
010/COMP-SOP/07/2019	22 Juli 2019 22 July 2019	Kebijakan dan Prosedur <i>User Identification</i> Policy and Procedure for User Identification
011/COMP-SOP/07/2019	22 Juli 2019 22 July 2019	Kebijakan Penanganan <i>Power User</i> Aplikasi PSAK Policy to Manage Power User of PSAK Application
012/COMP-SOP/07/2019	22 Juli 2019 22 July 2019	Kebijakan Manajemen Insiden Keamanan Informasi Policy for Information Security Incident Management
013/COMP-SOP/07/2019	23 Juli 2019 23 July 2019	Kebijakan <i>Change Management</i> Change Management Policy
014/COMP-SOP/07/2019	29 Juli 2019 29 July 2019	Kebijakan & Prosedur HCM Policy & Procedure for HCM
001/COMP-SOP/08/2019	12 Agustus 2019 12 August 2019	Kebijakan dan Prosedur Audit Intern Teknologi Informasi Policy and Procedure for Information Technology Internal Audit
002/COMP-SOP/08/2019	12 Agustus 2019 12 August 2019	Kebijakan Perencanaan Kapasitas Teknologi Informasi Policy for Information Technology Capacity Planning
003/COMP-SOP/08/2019	15 Agustus 2019 15 August 2019	Kebijakan Pemeliharaan Perangkat Keras dan Perangkat Lunak Policy for Hardware and Software Maintenance
004/COMP-SOP/08/2019	15 Agustus 2019 15 August 2019	Kebijakan Penanganan Kejadian Policy for Event Handling
005/COMP-SOP/08/2019	16 Agustus 2019 16 August 2019	Kebijakan Penghapusan Perangkat Keras dan Perangkat Lunak Hardware and Software Removal Policy
006/COMP-SOP/08/2019	22 Agustus 2019 22 August 2019	Kebijakan & Prosedur <i>Multifinance</i> Policy & Procedure for Multifinance
007/COMP-SOP/08/2019	22 Agustus 2019 22 August 2019	Kebijakan PSAK 50 dan 55-CKPN Kredit Policy for PSAK 50 and 55 - Credit's CKPN (allowance for impairment losses)
008/COMP-SOP/08/2019	22 Agustus 2019 22 August 2019	Kebijakan Pengelolaan Data <i>Warehouse</i> (DWH) Policy for Data Warehouse (DWH) Management
009/COMP-SOP/08/2019	22 Agustus 2019 22 August 2019	Kebijakan <i>User Representatif</i> User Representative Policy
010/COMP-SOP/08/2019	22 Agustus 2019 22 August 2019	Kebijakan Pengelolaan Aset-Teknologi Informasi Policy for Asset-Information Technology Management
001/COMP-SOP/09/2019	10 September 2019	Kebijakan <i>System Development Life Cycle</i> (SDLC) Policy for System Development Life Cycle (SDLC)
002/COMP-SOP/09/2019	10 September 2019	Prosedur <i>System Development Life Cycle</i> (SDLC) Procedure for System Development Life Cycle (SDLC)
001/COMP-SOP/10/2019	4 Oktober 2019 4 October 2019	SOP Penilaian Agunan (<i>Appraisal</i>) SOP for Collateral Appraisal
002/COMP-SOP/10/2019	25 Oktober 2019 25 October 2019	SOP Pengelolaan Inventaris SOP for Inventory Management
001/COMP-SOP/11/2019	15 November 2019	Kebijakan & SOP <i>Sysdur</i> Policy & SOP for System Procedure
002/COMP-SOP/11/2019	25 November 2019	SOP Kepatuhan SOP for Compliance
003/COMP-SOP/11/2019	25 November 2019	Kebijakan Kepatuhan Compliance Policy
004/COMP-SOP/11/2019	28 November 2019	Kebijakan & Prosedur <i>Corporate Lending</i> Policy & Procedure for Corporate Lending
005/COMP-SOP/11/2019	29 November 2019	Kebijakan & SOP <i>Commercial Banking</i> Policy & SOP for Commercial Banking
006/COMP-SOP/11/2019	29 November 2019	Kebijakan & SOP Akuntansi Policy & SOP for Accounting



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No. Surat Letter No.	Tanggal Date	Keputusan Decisions
Kajian Produk Product Review		
01/COMP-PD/07/2019	22 Juli 2019 22 July 2019	Kajian Kerjasama Bancassurance Produk VIP Investa Link Assurance antara PT Bank Victoria International Tbk dengan PT Victoria ALife Indonesia Review of Bancassurance Cooperation on VIP Investa Link Assurance Products between PT Bank Victoria International Tbk and PT Victoria ALife Indonesia
030/DIR-EKS/08/2019	12 Agustus 2019 12 August 2019	Compliance Checklist Peningkatan Status Kantor Kas Sahid menjadi Kantor Cabang Pembantu Compliance Checklist on Improvement of Status of Sahid's Cash Office to be Sub-Branch Office
048/DIR-EKS/08/2019	16 Agustus 2019 16 August 2019	Compliance Checklist Peningkatan Status Kantor Kas Muara Karang 2 (dua) menjadi Kantor Cabang Pembantu Compliance Checklist on Improvement of Status of Muara Karang 2 (two)s Cash Office to be Sub-Branch Office

Sertifikasi Manajemen Risiko Direksi

Di samping program peningkatan kompetensi, Direksi juga mengikuti program sertifikasi manajemen risiko. Pada periode 2019, Direksi yang telah lulus sertifikasi manajemen risiko sebagai berikut.

Risk Management Certification of Board of Directors

In addition to the competence development program, the Board of Directors also attended the risk management certification program. In 2019, the Board of Directors who passed the risk management certification are as follows.

Nama Name	Jabatan Position	Level	Waktu Time	Masa Berlaku Validity Period	Penyelenggara Organizer
Ahmad Fajar	Direktur Utama President Director	5	26 April 2019	26 April 2021	Lembaga Sertifikasi Profesi Perbankan Banking Profession Certification Institution
Rusli	Wakil Direktur Utama Deputy President Director	5	26 April 2019	26 April 2021	Lembaga Sertifikasi Profesi Perbankan Banking Profession Certification Institution
Lembing	Direktur Director	5	24 Juni 2018 24 June 2018	24 Juni 2020 24 June 2020	Lembaga Sertifikasi Profesi Perbankan Banking Profession Certification Institution
Debora Wahjutirto Tanoyo	Direktur Director	5	26 Mei 2018 26 May 2018	26 Mei 2020 26 May 2020	Lembaga Sertifikasi Profesi Perbankan Banking Profession Certification Institution
Tamunan	Direktur Kepatuhan dan Manajemen Risiko Director of Compliance and Risk Management	5	8 September 2019	8 September 2021	Lembaga Sertifikasi Profesi Perbankan Banking Profession Certification Institution
Ramon Marlon Runtu*	Direktur Director	5	25 November 2016	25 November 2019	Lembaga Sertifikasi Profesi Perbankan Banking Profession Certification Institution

* Efektif mengundurkan diri per tanggal 31 Januari 2019.

* Resigned effectively as of 31 January 2019.

Penilaian Kinerja Direksi

Sebagai bagian dari implementasi GCG, kinerja Direksi wajib dievaluasi paling sedikit 1(satu) kali dalam 1(satu) tahun. Evaluasi kinerja Direksi dilakukan melalui *self assessment* dan oleh Dewan Komisaris.

Prosedur dan Kriteria Penilaian Kinerja Direksi

1. Self Assessment Direksi

Pelaksanaan *self assessment* Direksi berdasarkan Peraturan Otoritas Jasa Keuangan tentang Penerapan Tata Kelola bagi Bank Umum. Berdasarkan peraturan tersebut, Bank wajib melaksanakan *self assessment* implementasi GCG dengan salah satu faktor penilaian adalah pelaksanaan tugas dan tanggung jawab Direksi. Faktor penilaian terkait Direksi tersebut mencakup 16 indikator *governance structure*, 14 indikator *governance process*, dan 10 indikator *governance outcome* sebagaimana diatur dalam Lampiran III Surat Edaran Otoritas Jasa Keuangan No. 13/SEOJK.03/2017 tentang Penerapan Tata Kelola Bagi Bank Umum.

Pelaksanaan *self assessment* terkait Direksi dikoordinir oleh Divisi *Compliance, KYC/Integrated and System Procedure* dan dilaporkan kepada Direksi dan Dewan Komisaris.

2. Penilaian Kinerja Direksi oleh Dewan Komisaris

Prosedur penilaian kinerja Direksi oleh Dewan Komisaris meliputi:

- Direksi menyusun KPI yang memuat rencana kerja, sasaran atau target yang akan dicapai dalam 1 (satu) tahun maupun triwulan;
- Penilaian kinerja Direksi dilaksanakan oleh Dewan Komisaris, namun Direktur Utama dapat menilai Direksi lainnya;
- Direksi melaporkan realisasi pencapaian target masing-masing KPI dalam laporan triwulan dan laporan tahunan kepada Dewan Komisaris, baik secara individu maupun kolektif untuk dievaluasi; dan
- Hasil evaluasi KPI Direksi oleh Dewan Komisaris menjadi media penilaian pertanggungjawaban Direksi di RUPS.

Adapun kriteria yang digunakan dalam penilaian kinerja tersebut meliputi:

- Terlaksananya kepemimpinan (*leadership*), kerja sama (*team work*), serta komunikasi dan kompetensi yang baik;
- Terlaksananya *Good Corporate Governance* dalam setiap kegiatan usaha Bank;
- Terlaksananya pencapaian Rencana Bisnis Bank; dan
- Terlaksananya pengawasan atas tindak lanjut dari Direksi berdasarkan audit, rekomendasi SKAI, auditor eksternal, atau pengawasan Otoritas Jasa Keuangan.

Directors' Performance Assessment

As part of the GCG implementation, the Board of Directors' performance must be evaluated at least 1 (one) time within 1 (one) year. The Board of Directors' performance evaluation is carried out independently (*self assessment*) and by the Board of Commissioners.

Procedure and Criteria of Directors' Performance Assessment

1. Directors' Self Assessment

The implementation of the Board of Directors' self-assessment is based on the Financial Services Authority Regulation on the Governance Implementation for Commercial Bank. In accordance with the regulation, the Bank is required to conduct self-assessment of GCG implementation with one of assessment factors, which is the implementation of duties and responsibilities. Assessment factors related to the Board of Directors include 16 governance structure indicators, 14 governance process indicators, and 10 governance outcome indicators as set forth in Appendix III of Circular Letter of Financial Services Authority No. 13/SEOJK.03/2017 on Governance Implementation for Commercial Bank.

Implementation of self-assessment related to the Board of Directors is coordinated by the Compliance, KYC/Integrated and System Procedure Division and reported to the Board of Directors and Board of Commissioners.

2. Directors' Performance Assessment by the Board of Commissioners

Procedures of Directors performance assessment by the Board of Commissioners cover:

- The Board of Directors prepares KPI that includes work plan, objectives, or goals to be achieved within 1 (one) year and quarterly;
- The Board of Directors' performance assessment is conducted by the Board of Commissioners, but the President Director can assess other Directors;
- The Board of Directors report the realization of target achievement for each KPI in the quarterly report and annual report to the Board of Commissioners, whether individually or collectively to be evaluated; and
- The evaluation result of Directors' KPI by the Board of Commissioners becomes means of assessing the Board of Directors' accountability in the GMS.

The criteria used in the performance assessment include:

- The implementation of leadership, team work, and good communication and competences;
- The implementation of Good Corporate Governance in every business activity of the Bank;
- The achievement of the Bank's Business Plans; and
- The implementation of monitoring on the followup from the Board of Directors based on audit, SKAI recommendation, external auditor, or the supervision of Financial Services Authority.

Hasil Penilaian Kinerja Direksi

1. Self Assessment Direksi

Berdasarkan hasil *self assessment* terkait pelaksanaan tugas dan tanggung jawab pada tahun 2019, Direksi memperoleh nilai komposit "2 (dua)" dengan kategori "Baik".

2. Penilaian Kinerja Direksi oleh Dewan Komisaris

Berdasarkan hasil penilaian kinerja Direksi oleh Dewan Komisaris pada tahun 2019, Direksi memperoleh nilai komposit "2 (dua)" dengan kategori "Baik". Hal tersebut menunjukkan setiap anggota Direksi telah melaksanakan tugas dan tanggung jawabnya dengan baik dan sesuai dengan BOD Charter dan peraturan perundang-undangan yang berlaku.

Penilaian Kinerja Komite Pendukung Direksi

Selain penilaian kinerja Direksi, kinerja Komite-Komite di bawah Direksi juga dievaluasi, baik secara individual maupun secara kolektif, yang dilakukan setiap 1 (satu) tahun dengan menggunakan metode evaluasi dalam suatu sistem yang ditetapkan dalam keputusan Direksi. Penilaian kinerja tersebut dilakukan oleh Direksi.

Prosedur dan Kriteria Penilaian Kinerja Komite Pendukung Direksi

Secara umum, kriteria penilaian kinerja Komite-Komite Pendukung Direksi meliputi:

1. Kehadiran dalam rapat Komite;
2. Penguasaan materi yang akan dibahas;
3. Kesiapan menyediakan waktu dan upaya dalam memenuhi tugas dan tanggung jawab sebagai anggota Komite;
4. Kesiapan berpartisipasi dalam kegiatan di luar kantor, seperti kunjungan ke unit bisnis;
5. Kualitas dan saran yang diberikan dalam rapat-rapat;
6. Terlaksananya pemantauan dan evaluasi, baik secara berkala maupun tahunan, atas hal-hal yang menjadi bidang tugas dan tanggung jawab masing-masing Komite;
7. Pemantauan dan koreksi penyimpangan; dan
8. Terlaksananya pemantauan dan evaluasi terhadap divisi/unit yang terkait dengan bidang tugas dan tanggung jawab masing-masing Komite.

Hasil Penilaian Kinerja Komite Pendukung Direksi

Hasil penilaian kinerja Komite-Komite pendukung Direksi pada tahun 2019 sebagai berikut.

Board of Directors Performance Assessment Result

1. Board of Directors' Self Assessment

Based on self assessment results related to the implementation of duties and responsibilities in 2019, the Board of Directors scored a composite score "2 (two)" with the category of "Good".

2. Board of Directors' Performance Assessment by the Board of Commissioners

Based on Board of Directors' performance assessment result made by the Board of Commissioners in 2019, the Board of Directors scored a composite score "2 (two)" with the category of "Good". This shows that each member of Board of Directors has carried out its duties and responsibilities appropriately and in accordance with the BOD Charter and prevailing laws and regulations.

Performance Assessment of Committees Supporting Directors

In addition to the Board of Directors' performance assessment, the performance of the Committees under the Board of Directors is also evaluated, whether individually or collectively, which is conducted every 1 (one) year using the evaluation method in a system stipulated in the Board of Directors' Decree. Such performance assessment is carried out by the Board of Directors.

Procedure and Criteria of Performance Assessment of Committees Supporting Directors

In general, the criteria of the performance assessment of Committees Supporting Directors include:

1. Attendance in the Committee's meetings;
2. Mastering materials that will be discussed;
3. The willingness to allocate time and effort in meeting duties and responsibilities as member of the Committee;
4. The willingness to participate in out-of-office activities, such as visit to business unit;
5. Quality advice given in the meetings;
6. The implementation of monitoring and evaluation, whether periodically or annually, of matters that become the duties and responsibilities of each Committee;
7. toring and correction of deviations; and
8. The implementation of monitoring and evaluation to the division/unit related to duties and responsibilities of each Committee.

Performance Assessment Results of Committees Supporting the Board of Directors

Performance assessment results of the Board of Directors supporting Committees in 2019 are as follows.

Komite Pendukung Direksi Board of Directors' Supporting Committees	Dasar Penilaian Basis of Assessment	Hasil Penilaian Assessment Results
Komite Manajemen Risiko Risk Management Committee	<ol style="list-style-type: none"> 1. Kehadiran dalam rapat Komite; 2. Penguasaan materi yang akan dibahas; 3. Kesiapan menyediakan waktu dan upaya dalam memenuhi tugas dan tanggung jawab sebagai anggota Komite; 4. Kesiapan berpartisipasi dalam kegiatan di luar kantor, seperti kunjungan ke unit bisnis; 5. Kualitas dan saran yang diberikan dalam rapat-rapat; 6. Terlaksananya pemantauan dan evaluasi, baik secara berkala maupun tahunan, atas hal-hal yang menjadi bidang tugas dan tanggung jawab masing-masing Komite; 7. Pemantauan dan koreksi penyimpangan; dan 8. Terlaksananya pemantauan dan evaluasi terhadap divisi/unit kerja maupun secara terintegrasi sesuai bidang tugas dan tanggung jawab masing-masing Komite. 	<p>Pada tahun 2019, Komite Manajemen Risiko telah melaksanakan tugas dan tanggung jawabnya dengan baik. Hal ini tercermin dalam membantu Direksi menyusun kebijakan manajemen risiko serta perubahannya dan menyempurnakan proses manajemen risiko secara berkala.</p> <p>In 2019, the Risk Management Committee performed its duties and responsibilities well. This is reflected in its assistance to the Board of Directors in preparing the risk management policies, amending and improving the risk management process on a regular basis.</p>
Komite Manajemen Risiko Terintegrasi Integrated Risk Management Committee	<ol style="list-style-type: none"> 1. Attendance in Committee's meetings; 2. Mastering materials to be discussed; 3. Willingness to allocate time and efforts in fulfilling duties and responsibilities as member of the Committees; 4. Willingness to participate in out-of-office activities, such as visit to business unit; 5. Quality advice given in the meetings; 6. Implementation of monitoring and evaluation, whether periodically or annually, of matters that become the duties and responsibilities of each Committee; 7. Monitoring and correction of deviations; and 8. Implementation of monitoring and evaluation on the division/work unit, including in an integrated manner, in accordance with the duties and responsibilities of each Committee. 	<p>Direksi Entitas Utama memandang bahwa kinerja Komite Manajemen Risiko Terintegrasi selama tahun 2019 telah berjalan dengan baik dalam merumuskan kebijakan, menyempurnakan pelaksanaan kebijakan, mengevaluasi perkembangan, dan kondisi profil risiko terintegrasi, serta memberikan saran dan langkah perbaikan untuk konglomerasi keuangan Grup Victoria.</p> <p>The Board of Directors of Main Entity views that the Integrated Risk Management Committee's performance throughout 2019 was running well in formulating policies, refining the implementation of policies, evaluating the development and condition of the integrated risk profile, and giving advises and corrective actions for Victoria Group's financial conglomeration.</p>
Assets and Liabilities Committee Assets and Liabilities Committee		<p>Direksi memandang kinerja Assets and Liabilities Committee selama tahun 2019 baik, hal tersebut tercermin dalam analisa dan evaluasi pengelolaan aset dan liabilitas, serta pengambilan keputusan melalui perumusan kebijakan, strategi dan sasaran untuk mengelola aset dan liabilitas Bank secara terintegrasi.</p> <p>The Board of Directors views that the performance of Assets and Liabilities Committee throughout 2019 was well. This was shown in the analysis and evaluation of assets and liabilities management and the decision-making through formulation of policy, strategy, and target to manage the Bank's assets and liabilities in an integrated manner.</p>



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Komite Pendukung Direksi Board of Directors' Supporting Committees	Dasar Penilaian Basis of Assessment	Hasil Penilaian Assessment Results
Komite Kredit Credit Committee		<p>Sepanjang tahun 2019, Direksi menilai Komite Kredit telah menjalankan tugas dan tanggung jawabnya dengan baik. Komite Kredit telah melakukan rapat Komite yang membahas terkait klien korporasi, klien komersial, klien <i>Small Medium Enterprises</i>, klien <i>consumer</i>, klien perusahaan pembiayaan, klien FI, dan klien <i>Special Asset Management</i>.</p> <p>Throughout 2019, the Board of Directors evaluated that the Credit Committee performed its duties and responsibilities properly. The Credit Committee held meetings that discussed matters related to corporate clients, commercial clients, Small Medium Enterprises clients, consumer clients, financing company clients, FI clients, and Special Asset Management clients.</p>
Komite Kebijakan Perkreditan Credit Policy Committee		<p>Sepanjang tahun 2019, Direksi menilai Komite Kebijakan Perkreditan telah menjalankan tugas dan tanggung jawabnya dengan baik. Hal tersebut tercermin dalam merumuskan kebijakan kredit, serta memberikan saran untuk perbaikan terkait kebijakan kredit.</p> <p>Throughout 2019, the Board of Directors evaluated that the Credit Policy Committee performed its duties and responsibilities properly. This was reflected in formulating credit policies, as well as providing suggestions for improvements related to credit policies.</p>
Komite Teknologi Informasi Information Technology Committee		<p>Direksi menilai Komite Teknologi Informasi telah menjalankan tugas dan tanggung jawabnya dengan baik selama tahun 2019. Hal tersebut ditunjukkan dengan membuat rencana strategis teknologi informasi (<i>information technology strategic plan</i>) yang sesuai dengan rencana strategis kegiatan usaha Bank.</p> <p>The Board of Directors considers that the Information Technology Committee performed its duties and responsibilities properly throughout 2019. This was demonstrated by preparing an information technology strategic plan in line with the strategic plan of the Bank's business activities.</p>
Komite Pemantau dan Pelaksana GCG GCG Monitoring and Implementation Committee		<p>Direksi memandang bahwa Komite Pemantau dan Pelaksana GCG selama tahun 2019 telah efektif dalam membantu Direksi melakukan pengawasan terhadap pelaksanaan GCG di Bank.</p> <p>The Board of Directors considers that the GCG Monitoring and Implementation Committee throughout 2019 had effectively assisted the Board of Directors in monitoring the GCG implementation in the Bank.</p>
Komite Personalia HR Committee		<p>Direksi memandang bahwa Komite Personalia selama tahun 2019 efektif membantu Direksi dalam merumuskan kebijakan, mengawasi pelaksanaan kebijakan, memantau perkembangan dan kondisi ketenagakerjaan, serta memberikan saran-saran dan langkah perbaikan yang sesuai dengan peraturan ketenagakerjaan di perbankan dan Undang-Undang Ketenagakerjaan yang berlaku di Indonesia.</p> <p>The Board of Directors views that the Personnel Committee throughout 2019 was effective in assisting the Board of Directors in formulating policies, overseeing the implementation of policies, monitoring labor development and condition, and providing suggestions and corrective measures in accordance with labor regulations in banking and the Manpower Law applicable in Indonesia.</p>
Komite Pengadaan Procurement Committee		<p>Sepanjang tahun 2019, Direksi menilai Komite Pengadaan telah menjalankan tugas dan tanggung jawabnya dengan baik. Hal tersebut dibuktikan dengan memberikan masukan untuk hal-hal yang penting dan relevan dalam perumusan kebijakan pengadaan barang dan jasa, serta memberikan persetujuan untuk setiap pengadaan barang dan jasa.</p> <p>Throughout 2019, the Board of Directors evaluated that the Procurement Committee performed its duties and responsibilities properly. This was evidenced by providing inputs for important and relevant matters in formulating policies of procurement of goods and services, and providing approval for every procurement of goods and services.</p>

Komite Pendukung Direksi Board of Directors' Supporting Committees	Dasar Penilaian Basis of Assessment	Hasil Penilaian Assessment Results
Komite Produk Product Committee		<p>Kinerja Produk selama tahun 2019 dipandang Direksi baik, hal tersebut dibuktikan dengan Komite <i>Product</i> telah membantu Direksi dalam memberikan arahan kebijakan yang berkaitan dengan pengelolaan produk <i>liabilities</i> dan <i>wealth management</i> yang akan dan/atau telah diterbitkan agar produk tersebut mampu bersaing dengan bank lain dan menghasilkan keuntungan bagi Bank.</p> <p>The Product Committee's performance throughout 2019 was considered well by the Board of Directors. This was evidenced by the Product Committee having assisted the Board of Directors in providing policy-related directives related to the management of liabilities and wealth management products that will be and/or have been launched so that such products can compete with those of other banks and generate profits for the Bank.</p>
Komite Investasi Investment Committee		<p>Kinerja Investasi selama tahun 2019 dipandang Direksi baik, hal tersebut dibuktikan dengan Komite Investasi telah membantu Direksi dalam memberikan arahan kebijakan yang berkaitan dengan investasi.</p> <p>The Investment Committee's performance throughout 2019 was considered well by the Board of Directors. This was evidenced by having the Investment Committee assisted the Board of Directors in providing policy directives related to investment.</p>

Pengunduran Diri dan Pemberhentian Direksi

Ketentuan terkait pengunduran diri dan pemberhentian Direksi Bank Victoria telah diatur dalam BOD *Charter*. Berdasarkan pedoman Direksi tersebut, seorang anggota Direksi berhak mengundurkan diri dari jabatannya dengan memberitahukan secara tertulis mengenai maksudnya tersebut kepada Bank paling lambat 30 hari sebelum tanggal pengunduran dirinya. Anggota Direksi yang mengundurkan diri tersebut tetap dapat dimintakan pertanggungjawabannya sejak pengangkatan yang bersangkutan sampai dengan tanggal pengunduran dirinya tersebut dalam RUPS yang akan dilaksanakan berikutnya.

Sedangkan, jabatan anggota Direksi akan berakhir dengan sendirinya, jika anggota Direktur tersebut:

1. Meninggal dunia;
2. Dinyatakan pailit atau ditaruh di bawah pengampunan berdasarkan suatu putusan pengadilan;
3. Tidak lagi memenuhi persyaratan perundang-undangan yang berlaku, dengan memperhatikan peraturan di bidang pasar modal; dan
4. Berdasarkan keputusan RUPS.

Resignation and Discharge of Directors

The regulation on the resignation and discharge of the Board of Directors of Bank Victoria has been set forth in the BOD *Charter*. Based on the BOD *Charter*, a member of Directors has the right to resign from the position by giving written notification regarding the intention to the Bank at least 30 days before the resignation date. The resigning member of Directors can still be held accountable since the related appointment to the resignation date in the next GMS to be held.

Meanwhile, the position of member of the Board of Directors will end automatically if the member of Directors:

1. Pass away;
2. Declared bankrupt or put under guardianship based on a court order;
3. No longer meeting the requirements based on the applicable regulations, by considering regulations in capital market sector; and
4. Discharged based on GMS resolution.

Kebijakan Remunerasi Dewan Komisaris dan Direksi

// Remuneration Policy of Board of Commissioners and Board of Directors

Sejalan dengan ketentuan perundang-undangan yang berlaku, Bank Victoria menerapkan kebijakan remunerasi bagi Dewan Komisaris, Direksi, dan karyawan baik yang bersifat wajib maupun yang sifatnya tambahan. Kebijakan remunerasi tersebut merupakan salah satu aspek yang penting dalam menarik (*attract*), memotivasi (*motivate*), dan mempertahankan (*retain*) karyawan-karyawan terbaik dalam rangka penyediaan SDM yang berkualitas. Penyusunan kebijakan remunerasi ini tidak terlepas dari kemampuan Bank serta senantiasa berlandaskan pada asas kompetitif, adil dan berbasis risiko yang sejalan dengan arahan dan kebijakan dari Otoritas Jasa Keuangan. Kebijakan tersebut juga disusun dengan berbagai pertimbangan yang meliputi kebutuhan likuiditas jangka pendek dan jangka panjang, kecukupan dan penguatan permodalan, aspek stabilitas keuangan, terciptanya efektivitas manajemen risiko, serta potensi pendapatan di masa yang akan datang.

Dasar dan Kebijakan Remunerasi Dewan Komisaris dan Direksi

Bank Victoria menetapkan kebijakan remunerasi sejalan dengan 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 bagi Bank Umum, serta peraturan turunannya. Adapun Kebijakan Sistem Nominasi dan Remunerasi Bank ditetapkan berdasarkan Surat Keputusan Dewan Komisaris No. 001/SK-KOM/12/14 tanggal 10 Desember 2014 dan telah dimutakhirkan berdasarkan Surat Keputusan Dewan Komisaris No. 003/SK-KOM/09/18 tanggal 20 September 2018 tentang Pedoman Komite Nominasi dan Remunerasi PT Bank Victoria International Tbk.

Prosedur Penetapan Remunerasi Dewan Komisaris dan Direksi

Prosedur penetapan remunerasi Dewan Komisaris Bank sebagai berikut.

In-line with provisions of prevailing laws and regulations, Bank Victoria has applied remuneration policy for Board of Commissioners, Board of Directors, and employees, for both compulsory and supplemental remunerations. Such remuneration policy constitutes one of the most important aspects in attracting, motivating and retaining the best employees in order to provide qualified human resources. The preparation of this remuneration must take the Bank's capacity into consideration and must be based on competitive, fair principles, and on risks basis, which is in-line with the Financial Services Authority's direction and policy. Such policy was also prepared under several considerations which include long term and short-term liquidity requirements, capital sufficiency and strengthening, financial stability aspect, to encourage effectiveness in risk management, and potential revenue in the future.

Basis and Policy of Remuneration of Board of Commissioners and Board of Directors

Bank Victoria applies remuneration policy in-line with the Financial Services Authority Regulation No. 45/POJK.03/2015 and Circular Letter of Financial Services Authority No. 40/SEOJK.03/2016 on Implementation of Governance in Giving Remuneration for Commercial Bank, and their derivative regulations. The Bank's Nomination and Remuneration System Policy is determined based on the Decision Letter of Board of Commissioners No. 001/SK-KOM/12/14 dated 10 December 2014 and has been updated under the Decision Letter of the Board of Commissioners No. 003/SK-KOM/09/18 dated 20 September 2018 on the Guidelines of the Nomination and Remuneration Committee of PT Bank Victoria International Tbk.

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

The procedure to determine remuneration of the Bank's Board of Commissioners is as follows.



Jenis dan Indikator Penetapan Remunerasi Dewan Komisaris dan Direksi

Indikator penetapan remunerasi Dewan Komisaris dan Direksi berdasarkan pada skala usaha, kompleksitas usaha, *peer group*, tingkat inflasi, kondisi dan kemampuan keuangan Bank, serta tidak bertentangan dengan peraturan perundang-undangan yang berlaku. Adapun penerapan remunerasi yang bersifat variabel secara khusus mendorong *prudent risk taking* serta memperhatikan risiko yang paling berpengaruh dalam kegiatan usaha (risiko utama). Berdasarkan peraturan dan kebijakan terkait, remunerasi Dewan Komisaris dan Direksi terdiri dari:

1. Remunerasi yang bersifat tetap
Remunerasi ini diberikan dalam bentuk tunai dan dapat juga disertai dengan pemberian remunerasi dalam bentuk tidak tunai serta tidak dikaitkan dengan kinerja dan risiko. Adapun remunerasi yang bersifat tetap meliputi gaji pokok, fasilitas, tunjangan perumahan, tunjangan kesehatan, tunjangan pendidikan, tunjangan hari raya, dan pensiun.
2. Remunerasi yang bersifat variabel
Remunerasi ini dikaitkan dengan kinerja dan risiko serta diberikan dalam bentuk tunai dan saham atau instrumen yang berbasis saham yang diterbitkan Bank. Remunerasi yang bersifat variabel antara lain meliputi bonus atau bentuk lain yang dipersamakan dengan itu.

Penetapan *Material Risk Takers*

Penentuan *Material Risk Taker* (MRT) dikategorikan sebagai berikut.

1. MRT dapat ditentukan dengan menggunakan metode kualitatif sesuai dengan porsi tanggung jawab yang berpengaruh terhadap profil risiko utama yang akan ditentukan berdasarkan evaluasi profil risiko yang ditentukan Bank setiap tahunnya.

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

Indicator to determine remuneration of Board of Commissioners is based on the business scale, business complexity, *peer group*, inflation rate, the Bank's financial condition and capability, and shall not be in contrary to the applicable laws and regulations. Implementation of variable remuneration shall specifically promote the prudent risk taking and consider the most affecting risk in the business activities (the main risk). Based on the related regulations and policies, the remuneration of the Board of Commissioners and Board of Directors consists of:

1. Fixed remuneration
This remuneration is given in cash and can also be accompanied with non-cash remuneration provision which is not related to performance and risk. Fixed remuneration, among others, includes basic salary, facilities, housing allowance, health allowance, education allowance, religious holiday allowance, and retirement plan.
2. Variable remuneration
This remuneration is related to the performance and risk and is given in the form of cash and shares or share-based instruments issued by the Bank. Variable remuneration, among others, is bonus or other similar forms.

Establishing *Material Risk Takers*

The establishment of *Material Risk Taker* (MRT) is categorized as follows.

1. MRT can be determined using qualitative method according to the portion of responsibility that affects main risk profile which will be determined based on risk profile evaluation, as determined by the Bank annually.



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2. Penentuan kategori MRT juga dapat dilakukan secara kuantitatif melalui perbandingan pemberian remunerasi bersifat variabel antara MRT dan karyawan non-MRT dengan pertimbangan terhadap kinerja dan juga tingkat risiko jabatan yang bersangkutan. Dengan demikian, maka Dewan Komisaris, Direksi, dan/atau karyawan yang memperoleh remunerasi yang bersifat variabel dengan nilai yang besar dikategorikan sebagai MRT.

Penangguhan atau Penarikan Kembali Remunerasi

Apabila Bank mengalami kerugian, Bank dapat tidak membagikan remunerasi yang bersifat variabel dengan nilai yang relatif kecil serta menarik kembali remunerasi yang bersifat variabel yang sudah dibayarkan (*clawback*) kepada pihak yang menjadi MRT, seperti Dewan Komisaris dan Direksi. Beberapa kondisi bank yang menyebabkan penangguhan atau penarikan kembali remunerasi yang bersifat variabel adalah:

1. Bank mengalami kerugian;
2. Terjadinya risiko yang berdampak negatif terhadap keuangan Bank;
3. Terjadi *fraud* yang dilakukan oleh pihak yang menjadi MRT yang merugikan Bank; dan/atau
4. Kondisi lainnya.

Besarnya persentase penangguhan pembayaran disesuaikan dengan kriteria stabilitas keuangan Bank, kecukupan dan penguatan permodalan Bank, kebutuhan likuiditas jangka pendek dan jangka panjang, potensi pendapatan di masa yang akan datang, serta risiko utama yang dihadapi Bank. Sementara itu, jangka waktu penangguhan pembayaran remunerasi minimal 3 (tiga) tahun dan dapat disesuaikan dengan jangka waktu risiko (*time horizon of risk*). Oleh sebab itu, Dewan Komisaris dan Direksi dilarang melakukan lindung nilai atas remunerasi yang bersifat variabel yang ditangguhkan.

Kaitan Remunerasi dengan Risiko dan Kinerja

Penetapan remunerasi yang bersifat variabel bagi Dewan Komisaris dan Direksi disesuaikan dengan risiko utama yang dihadapi Bank, serta perubahannya. Dalam praktiknya, apabila terjadi risiko utama, maka remunerasi Dewan Komisaris dan Direksi sebagai MRT akan mendapat pengaruh.

Penetapan remunerasi Dewan Komisaris dan Direksi yang bersifat variabel disesuaikan juga dengan pengukuran kinerja individu dan kolegal oleh Dewan Komisaris dan Direksi. Hasil pengukuran kinerja Dewan Komisaris dan Direksi dijadikan pertimbangan bagi Komite Nominasi dan Remunerasi dalam memberikan masukan/rekomendasi kepada Dewan Komisaris terkait besaran remunerasi yang layak diterima. Selanjutnya, rekomendasi tersebut disampaikan pada saat RUPS oleh Dewan Komisaris.

2. MRT category can also be determined quantitatively through comparison of variable remuneration provision between MRT and non MRT employees, taking into consideration of their performance and positional risk. Therefore, the Board of Commissioners, Board of Directors, and/or Employee receiving a high amount variable remuneration are categorized as the MRT.

Suspension or Withdrawal of Remuneration

If the Bank suffers a loss, the Bank may not distribute relatively small amounts variable remunerations and may withdraw the variable remuneration which have already been paid (*clawback*) from the parties being an MRT, such as Board of Commissioners and Board of Directors. Several conditions in the Bank which may cause variable remuneration suspension or clawback are:

1. The Bank is suffering a loss;
2. An occurrence of risk which negatively impacts the Bank financially;
3. A fraud committed by a party who is an MRT, which is detrimental to the Bank; and/or
4. Other conditions.

The percentage of deferred payment is based on the Bank's financial stability criteria, adequacy and strengthening of the Bank's capital, short-term and long-term liquidity requirements, potential future revenue, and key risks faced by the Bank. Meanwhile, suspension period of remuneration payment is at least 3 (three) years and can be adjusted to the time horizon of risk. Therefore, the Board of Commissioners and Board of Directors are prohibited to conduct hedging against the suspended variable remuneration.

Remuneration in Connection with Risk and Performance

The determination of variable remuneration for the Board of Commissioners and Board of Directors is adjusted to the main risks faced by the Bank and their changes. In practice, if the Bank suffers the main risks, the remuneration for the Board of Commissioners and Board of Directors as the MRT will be affected.

Determination of Variable Remuneration for Board of Commissioners and Board of Directors is also adjusted according to assessment on individual and collegial performance by the Board of Commissioners and Board of Directors. The performance measurement results of the Board of Commissioners and Board of Directors become a consideration for the Nomination and Remuneration Committee in providing input/recommendation to the Board of Commissioners regarding proper remuneration amount. Thereafter, such recommendation will be submitted at the GMS by The Board of Commissioners

Struktur dan Besaran Remunerasi Dewan Komisaris dan Direksi

Remunerasi Dewan Komisaris dan Direksi diberikan secara tunai ataupun non tunai, yakni dalam bentuk natura (rumah dan kendaraan dinas, serta bentuk lainnya yang dapat dimiliki maupun tidak dapat dimiliki) dan saham. Adapun, komponen remunerasi Dewan Komisaris dan Direksi terdiri:

1. Remunerasi yang bersifat tetap, meliputi:
 - a. Honorarium;
 - b. *Benefit* sesuai dengan ketentuan Bank, seperti asuransi kesehatan, kendaraan dinas, BPJS Ketenagakerjaan, dan tunjangan hari raya (THR); dan
2. Remunerasi yang bersifat variabel, meliputi tantiem/gratifikasi dan saham.

Dalam menetapkan remunerasi, terdapat perbedaan besaran remunerasi yang diterima Dewan Komisaris dan Direksi. Perbedaan besaran remunerasi yang bersifat variabel tersebut disesuaikan dengan kinerja dan tingkat tugas dan tanggung jawab Dewan Komisaris dan Direksi.

Berikut Informasi secara rinci mengenai remunerasi Dewan Komisaris dan Direksi Bank.

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

Remuneration of Board of Commissioners and Board of Directors may be provided in the form of cash or non-cash, i.e in the form of natura facilities (house and official vehicle, and other forms that may be owned or not) or shares. Remuneration component of the Board of Commissioners and Board of Directors consists of:

1. Fixed remuneration includes:
 - a. Honorarium;
 - b. Benefits in accordance with the Bank's regulation, such as health insurance, official vehicle, BPJS Employment, and religious holiday allowance (THR); and
2. Variable remuneration includes bonuses/gratification and shares.

In determining the remuneration, there is difference between amount to be received by the Board of Commissioners and amount to be received by Board of Directors. Difference in variable remuneration amount is adjusted according to the performance and level of duties and responsibilities between Board of Commissioners and Board of Directors.

The following is a detailed information on remuneration for Board of Commissioners and Board of Directors of the Bank.

Jenis Remunerasi Type of Remuneration	Dewan Komisaris Board of Commissioners		Direksi Board of Director	
	Orang Persons	Jumlah (Rp) Amount (Rp)	Orang Persons	Jumlah (Rp) Amount (Rp)
Remunerasi Bersifat Tetap (Gaji dan THR) Fixed Remuneration (Salary and THR)	3	2,861,564,597	5	12,085,016,395
Remunerasi Bersifat Variabel (Bonus) Variable Remuneration (Bonus)	3	-	5	-
Total		2,861,564,597		12,085,016,395

Remunerasi Dewan Komisaris dan Direksi Berdasarkan Bentuk Remuneration of Board of Commissioners and Board of Directors Based on Form

Bentuk Remunerasi Form of Remuneration	Dewan Komisaris Board of Commissioners		Direksi Board of Director	
	Orang Persons	Jumlah (Rp) Amount (Rp)	Orang Persons	Jumlah (Rp) Amount (Rp)
Remunerasi Dalam Bentuk Tunai Remuneration in Cash	3	2,861,564,597	5	12,085,016,395
Remunerasi Dalam Bentuk Natura Remuneration in Nature	2	721,459,375	4	1,754,356,250
Remunerasi Dalam Bentuk Saham Remuneration in Shares	-	-	-	-
Total		3,583,023,972		13,839,372,645

Kelompok Remunerasi Dewan Komisaris dan Direksi Remuneration Group of Board of Commissioners and Board of Directors

Jumlah Remunerasi dalam Setahun	Jumlah Dewan Komisaris (orang) Total Board of Commissioners (people)	Jumlah Direksi (orang) Total Board of Directors (people)	Total Remuneration in a Year
Di atas Rp 2 miliar	-	3	Above Rp2 billion
Di atas Rp 1 miliar - Rp 2 miliar	1	2	Above Rp1 billion - Rp2 billion
Di atas Rp 500 juta - Rp 1 miliar	2	-	Above Rp500 million - Rp1 billion
Di bawah Rp 500 juta	-	-	Below Rp500 million

Remunerasi yang Ditangguhkan atau Ditarik Kembali

Selama tahun 2019, tidak terdapat remunerasi Dewan Komisaris dan Direksi yang ditangguhkan atau ditarik kembali.

Suspended or Withdrawn Remuneration

Throughout 2019, there was no suspended or withdrawn remuneration for the Board of Commissioners and Board of Directors.

Pengungkapan Bonus Kinerja, Bonus Non Kinerja dan Opsi Saham

Selain remunerasi, Bank Victoria juga memberikan bonus kinerja, bonus non kinerja, dan opsi saham kepada Dewan Komisaris dan Direksi. Pada tahun 2019, Dewan Komisaris dan Direksi tidak menerima bonus kinerja, bonus non kinerja, dan opsi saham.

Disclosure of Performance Bonus, Non-Performance Bonus, and Stock Option

In addition to remuneration, Bank Victoria also provides performance bonus, non-performance bonus, and stock option to the Board of Commissioners and Board of Directors. In 2019, the Board of Commissioners and Board of Directors did not receive performance bonus, non-performance bonus, and stock option.

Rasio Gaji Tertinggi dan Terendah

Kesesuaian rasio gaji Dewan Komisaris, Direksi, dan seluruh karyawan Bank menjadi perhatian Bank dengan mempertimbangkan tingkat tugas dan tanggung jawab yang diemban. Rasio gaji di Bank Victoria ditunjukkan sebagai berikut.

Ratio of Highest and Lowest Salary

The Bank pays attention to the conformity of salary ratios of the Board of Commissioners, Board of Directors, and all employees of the Bank to the mandated duties and responsibilities. The salary ratios at Bank Victoria are shown below.

Uraian Description	Rasio Ratio
Gaji Tertinggi dan Terendah Dewan Komisaris Highest and Lowest Salary of Board of Commissioners	2 : 1
Gaji Tertinggi dan Terendah Direksi Highest and Lowest Salary of Board of Directors	2 : 1
Gaji Tertinggi dan Terendah Karyawan Highest and Lowest Salary of Employees	20 : 1
Gaji Tertinggi Direksi dan Gaji Tertinggi Karyawan Highest Salary of Board of Directors and Highest Salary of Employees	2 : 1

Informasi Lain terkait Tata Kelola Remunerasi

Selama tahun 2019, tidak terdapat perselisihan internal di Bank Victoria yang berkaitan dengan intervensi pemilik, perselisihan internal atau permasalahan yang timbul sebagai dampak kebijakan remunerasi pada Bank.

Other Information Related to Remuneration Governance

Throughout 2019, there wasn't any internal conflict in Bank Victoria related to owner intervention, internal conflict, nor was there any problem arising as an impact of remuneration policy in the Bank.

Organ Pendukung Dewan Komisaris

// Board of Commissioners Supporting Organs

Dewan Komisaris Bank Victoria menjalankan tugas dan tanggung jawabnya dengan dibantu oleh organ pendukung, yaitu Sekretaris Dewan Komisaris dan Komite Penunjang, yaitu Komite Pemantau Risiko, Komite Nominasi dan Remunerasi, Komite Audit, serta Komite Tata Kelola Terintegrasi. Peran masing-masing Komite Dewan Komisaris diuraikan sebagai berikut.

Board of Commissioners of Bank Victoria carries out its duties and responsibilities with assistance from supporting organs, namely Secretary of Board of Commissioners and Supporting Committees, namely Risk Monitoring Committee, Nomination and Remuneration Committee, Audit Committee, and Integrated Governance Committee. The roles of each Board of Commissioners' Committee are as described below.

Sekretaris Dewan Komisaris

Sekretaris Dewan Komisaris bertugas membantu pelaksanaan tugas dan tanggung jawab Dewan Komisaris serta bertanggung jawab kepada Dewan Komisaris. Selain itu, Sekretaris Dewan Komisaris berperan dalam menjalin komunikasi internal dan eksternal serta koordinasi dengan Sekretaris Perusahaan terkait kesekretariatan antara Dewan Komisaris dengan manajemen Bank Victoria.

Secretary of Board of Commissioners

Secretary of Board of Commissioners is in charge of assisting the duties and responsibilities of the Board of Commissioners and reports to the Board of Commissioners. Furthermore, the Secretary of Board of Commissioners has a role in building internal and external communication as well as coordinating with the Corporate Secretary related to secretarial matters between Board of Commissioners and management of Bank Victoria.

Tugas dan Tanggung Jawab Sekretaris Dewan Komisaris

Berikut uraian tugas dan tanggung jawab Sekretaris Dewan Komisaris beserta realisasinya.

Duties and Responsibilities of the Secretary of the Board of Commissioners

Duties and responsibilities of Secretary of the Board of Commissioners and the realization are:

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
<p>Membantu Dewan Komisaris dalam menjaga agar pelaksanaan BOC Charter, secara teknis, dapat dilakukan dengan tertib.</p> <p>To help the Board of Commissioners in maintaining the implementation of BOC Charter technically, so that it can be conducted in an orderly manner.</p>	<p>Sekretaris Dewan Komisaris telah menjaga pelaksanaan BOC Charter berjalan dengan tertib.</p> <p>Secretary of the Board of Commissioners has sustained an orderly implementation of BOC Charter.</p>
<p>Mengatur terselenggaranya rapat Dewan Komisaris.</p> <p>To manage the implementation of meetings of Board of Commissioners.</p>	<p>Mengkomunikasikan pelaksanaan rapat internal Dewan Komisaris, rapat Dewan Komisaris dengan Direksi, serta rapat Komite-Komite Dewan Komisaris.</p> <p>To communicate the implementation of internal meetings of the Board of Commissioners, Board of Commissioners meetings with the Board of Directors, and meetings of Committees of the Board of Commissioners.</p>
<p>Menyiapkan risalah rapat untuk disahkan dalam rapat berikutnya.</p> <p>To prepare minutes of meeting to be validated in the next meeting.</p>	<p>Selama penyelenggaraan rapat Dewan Komisaris pada tahun 2019, Sekretaris Dewan Komisaris selalu menyiapkan risalah rapat.</p> <p>During meetings of Board of Commissioners in 2019, Secretary of Board of Commissioners had constantly prepared minutes of meeting.</p>
<p>Menyiapkan laporan tentang pelaksanaan keputusan rapat guna dikaji dalam rapat berikutnya.</p> <p>To prepare report on the implementation of meeting resolutions in order to be reviewed in the next meeting.</p>	<p>Selama tahun 2019, Sekretaris Dewan Komisaris selalu menyiapkan laporan pelaksanaan putusan rapat.</p> <p>Throughout 2019, Secretary of Board of Commissioners had constantly prepared report on implementation of meeting resolutions.</p>
<p>Menjaga kerahasiaan seluruh dokumen yang menurut sifatnya harus dirahasiakan.</p> <p>To maintain the confidentiality of all documents that must be confidential in nature.</p>	<p>Sekretaris Dewan Komisaris selalu memastikan terjaganya kerahasiaan seluruh dokumen yang menurut sifatnya harus dirahasiakan.</p> <p>Secretary of the Board of Commissioners always ensures the confidentiality of all documents which by their nature must be kept confidential.</p>



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Komite Pemantau Risiko

Komite Pemantau Risiko merupakan organ pendukung Dewan Komisaris yang berfungsi memonitor risiko dan menilai toleransi risiko yang dapat diambil oleh Bank, mengevaluasi perbaikan yang dilakukan atas kebijakan, prosedur dan praktik manajemen risiko Bank guna memastikan telah dilakukannya pengelolaan risiko dengan baik, terutama pada pengelolaan risiko kredit, risiko pasar, risiko likuiditas, risiko operasional, dan risiko bank lainnya.

Komite Pemantau Risiko dibentuk berdasarkan peraturan sebagai berikut.

1. Surat Edaran Otoritas Jasa Keuangan No. 13/SEOJK.03/2017 tanggal 17 Maret 2017 tentang Penerapan Tata Kelola bagi Bank Umum;
2. Surat Edaran Otoritas Jasa Keuangan No. 14/SEOJK.03/2017 tanggal 17 Maret 2017 tentang Penilaian Kesehatan Bank Umum;
3. Peraturan Otoritas Jasa Keuangan No. 4/POJK.03/2016 tanggal 26 Januari 2016 tentang Penilaian Kesehatan Bank Umum;
4. Peraturan Otoritas jasa Keuangan No. 55/POJK.03/2016 tanggal 7 Desember 2016 tentang Tata Kelola bagi Bank Umum;
5. Undang-Undang No. 21 tahun 2001 tanggal 22 November 2011 tentang Otoritas Jasa Keuangan;
6. Undang-Undang No. 6 tahun 2009 tanggal 13 Januari 2009 tentang Penerapan Peraturan Pemerintah Pengganti Undang-Undang No. 2 tahun 2008 tentang Perubahan Kedua atas Undang-Undang No. 23 tahun 1999 tentang Bank Indonesia; dan
7. Undang-Undang No. 40 tahun 2007 tanggal 16 Agustus 2007 tentang Perseroan Terbatas.

Pedoman Komite Pemantau Risiko

Komite Pemantau Risiko Bank telah memiliki Piagam dan Pedoman Kerja dalam melaksanakan tugas dan tanggung jawabnya. Piagam tersebut disusun berdasarkan peraturan perundang-undangan yang berlaku serta ditinjau ulang secara berkala. Pedoman Kerja Komite Pemantau Risiko telah dimutakhirkan melalui Keputusan Dewan Komisaris No. 001/SK-KOM/12/17 tanggal 8 Desember 2017 tentang Piagam dan Pedoman Kerja Komite Pemantau Risiko PT Bank Victoria International Tbk. Uraian lebih jelas mengenai isi Piagam Komite Pemantau Risiko Bank Victoria dapat dilihat pada situs web Bank bagian Tata Kelola (<http://www.victoriabank.co.id/wp-content/uploads/2018/05/001SKKOM1217.pdf>).

Tugas dan Tanggung Jawab Komite Pemantau Risiko

Tugas dan tanggung jawab Komite Pemantau Risiko Bank Victoria beserta realisasinya diuraikan sebagai berikut.

Risk Monitoring Committee

The Risk Monitoring Committee is a supporting organ of the Board of Commissioners that functions to monitor risk and assess risk tolerance that may be undertaken by the Bank, and evaluate the remediation performed on the Bank's risk management policies, procedures and practices to ensure prudent risk management, particularly in the management of credit risk, market risk, solvency risk, operational risk, and other bank risks.

Risk Monitoring Committee is established based on the following regulations.

1. Circular of the Financial Services Authority No. 13/SEOJK.03/2017 dated 17 March 2017 on Implementation of Governance for Commercial Banks;
2. Circular of the Financial Services Authority No. 14/SEOJK.03/2017 dated 17 March 2017 on Commercial Bank Health Assessment;
3. Regulation of the Financial Services Authority No. 4/POJK.03/2016 dated 26 January 2016 on Commercial Bank Health Assessment;
4. Regulation of the Financial Services Authority No. 55/POJK.03/2016 dated 7 December 2016 on Implementation of Governance for Commercial Banks;
5. Law No. 21 of 2001 dated 22 November 2011 on the Financial Services Authority;
6. Law No. 6 of 2009 dated 13 January 2009 on Implementation of Government Regulation in lieu of Law No.2 of 2008 on the Second Amendment to Law No. 23 of 1999 on Bank Indonesia to Law; and
7. Law No. 40 of 2007 dated 16 August 2007 on Limited Liability Companies.

Guidelines of Risk Monitoring Committee

Risk Monitoring Committee owns a Work Charter and Guidelines in performing its duties and responsibilities. Such Charter is compiled under laws and regulations in effect and to be reviewed periodically. Work Guidelines of Risk Monitoring Committee have been updated by Board of Commissioners' Decision Letter No. 001/SK-KOM/12/17 dated 8 December 2017 on the Charter and Work Guidelines of Risk Monitoring Committee of PT Bank Victoria International Tbk. More description on the content of Bank Victoria's Risk Monitoring Committee Charter can be viewed on the Bank's website on Governance section (<http://www.victoriabank.co.id/wp-content/uploads/2018/05/001SKKOM1217.pdf>).

Duties and Responsibilities of Risk Monitoring Committee

Duties and responsibilities of Bank Victoria's Risk Monitoring Committee and the realization are explained below.

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
<p>Melakukan pengkajian ulang dan memberikan rekomendasi atas efektivitas pelaksanaan manajemen risiko Bank melalui pertemuan secara berkala maupun cara lainnya untuk membahas progres dari tahapan-tahapan tugas dan tanggung jawab yang dilakukan oleh Satuan Kerja Manajemen Risiko.</p> <p>Review and provide recommendations on the effectiveness of the Bank's risk management implementation through regular meetings or other methods to discuss the progress of tasks and responsibilities carried out by the Risk Management Work Unit.</p>	<p>Komite Pemantau Risiko telah melakukan penelaahan dan memberikan rekomendasi atas beberapa parameter risiko internal dan kualitas penerapan manajemen risiko bank seperti, profil risiko secara individu dan <i>risk based bank rating</i> (RBBR).</p> <p>The Risk Monitoring Committee has reviewed and provided recommendation of several internal risk parameters and the implementation quality of the Bank's risk management such as individual risk profile and risk-based bank rating (RBBR).</p>
<p>Melakukan pengkajian ulang atas penilaian risiko oleh Satuan Kerja Manajemen Risiko.</p> <p>Review the risk assessment performed by the Risk Management Work Unit.</p>	<p>Komite Pemantau Risiko telah melakukan 5 (lima) rapat bersama Komite Tata Kelola Terintegrasi. Rapat ini membahas tentang:</p> <ol style="list-style-type: none"> 1. Profil risiko bulan Januari 2019 dan implementasi <i>risk registered</i>; 2. Profil risiko bulan Maret 2019 perubahan <i>risk appetite</i> dan beberapa parameter; 3. Kebijakan baru Bank Indonesia dan Otoritas Jasa Keuangan; temuan Otoritas Jasa Keuangan 2019; <i>risk based bank rating</i> (RBBR) posisi September 2019; perkembangan proyek <i>Integrated operational risk register</i> (IORR); 4. Membahas Anti Pencucian Uang (APU) dan Pencegahan Pendanaan Terorisme (PPT); dan 5. Membahas laporan perkembangan proyek <i>risk registered</i>. <p>The Risk Monitoring Committee held 5 (five) meetings with the Integrated Governance Committee. These meetings discussed about:</p> <ol style="list-style-type: none"> 1. Risk profile of January 2019 and implementation of risk registered; 2. Risk profile of March 2019, changes in risk appetite, and several parameters; 3. New policies from Bank Indonesia and Financial Services Authority; 2019 findings of Financial Services Authority; risk-based bank rating (RBBR) for September 2019 position; development of integrated operational risk register (IORR) projects; 4. Discussing Anti-Money Laundering (APU) and Prevention of Terrorism Funding (PPT); and 5. Discussing progress report on risk registered projects.
<p>Melakukan pengawasan atas kegiatan Satuan Kerja Manajemen Risiko dalam memantau pelaksanaan mitigasi risiko oleh unit-unit kerja terkait.</p> <p>Oversee activities of the Risk Management Work Unit in monitoring the implementation of risk mitigation by related work units.</p>	<p>Komite Pemantau Risiko telah mengawasi kegiatan Divisi <i>Risk Management/Integrated</i>, antara lain:</p> <ol style="list-style-type: none"> 1. Pelaporan Profil Risiko secara Individu; dan 2. <i>Risk based bank rating</i> (RBBR); <p>The Risk Monitoring Committee has overseen the activities of the Risk Management/Integrated Division, among others:</p> <ol style="list-style-type: none"> 1. Individual Risk Profile Reporting; and 2. Risk based bank rating (RBBR);
<p>Melakukan pengawasan atas pelaksanaan rekomendasi Komite oleh Satuan Kerja Manajemen Risiko.</p> <p>Oversee the implementation of the Committee's recommendations by the Risk Management Work Unit.</p>	<p>Komite Pemantau Risiko telah melaksanakan pengawasan rekomendasi, seperti:</p> <ol style="list-style-type: none"> 1. Penjelasan pada inheren maupun KPMR agar sejalan dengan fluktuasi yang terjadi pada nilai profil risiko masing-masing; 2. Perubahan <i>risk appetite</i> agar dipastikan dan dianalisa bahwa perubahan tersebut tidak membawa dampak risiko bagi Bank; dan 3. Permasalahan ketergantungan terhadap satu <i>programmer</i> information teknologi (<i>key man exposure</i>) harus ada tindak lanjut solusinya oleh manajemen. <p>The Risk Monitoring Committee has implemented the recommended monitoring, such as:</p> <ol style="list-style-type: none"> 1. Explanation on inherent and Risk Management Monitoring Committee should be in line with the fluctuations occurring in each risk profile value; 2. Ensuring and analyzing that changes in risk appetite do not have a risk impact for the Bank; and 3. Dependency problem on one information technology programmer (<i>key man exposure</i>), which must be followed-up for solution by the Management.
<p>Melakukan analisis dan evaluasi atas usulan Rencana Kegiatan dan Anggaran Bank serta pengkajian ulang tahunan atas rencana jangka panjang Bank yang diajukan oleh Direksi, termasuk usulan setoran modal dan rencana investasi di Entitas Anak Bank.</p> <p>Perform analysis and evaluation of Bank Activity and Budget Plan proposal, as well as annual review of the Bank's Long Term Plan submitted by the Board of Directors, including proposed paid-in capital and investment plans in the Bank's Subsidiaries.</p>	<p>Pada tahun 2019, Komite Pemantau risiko telah melakukan analisis dan evaluasi rencana kegiatan dan anggaran Bank, serta pengkajian ulang tahunan atas rencana jangka panjang Bank.</p> <p>In 2019, Risk Monitoring Committee had performed an analysis and evaluation on the Bank's activities plan and budget, and performed annual reassessment on the Bank's long term plan.</p>



Aspek Pendukung Bisnis
Aspect of Business Support



Tata Kelola Perusahaan
Good Corporate Governance



Tanggung Jawab Sosial Perusahaan
Corporate Social Responsibility



Struktur Permodalan dan Praktik Manajemen Risiko
Capital Structure and Risk Management Practices

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
<p>Melakukan penelaahan atas informasi risiko dan manajemen risiko Bank dalam laporan-laporan yang akan dipublikasikan, melalui proses:</p> <ol style="list-style-type: none"> 1. Diskusi bersama dengan Manajemen; 2. Pengkajian ulang atas draft dari laporan yang akan dipublikasikan; 3. Melakukan pembahasan atas risiko-risiko penting pada unit-unit di lingkungan Bank, sesuai kebutuhan, termasuk risiko pada perjanjian dengan pihak ketiga yang dalam lingkup kewenangan pengawasan Dewan Komisaris; dan 4. Melakukan <i>self evaluation</i> dan <i>self improvement</i> terhadap efektivitas pelaksanaan tugas Komite dan memutakhirkan secara periodik Piagam dan Pedoman Kerja Komite Pemantau Risiko (<i>Risk Monitoring Committee Charter</i>). <p>Review risk information and Bank risk management in reports to be published, through:</p> <ol style="list-style-type: none"> 1. Discussions with Management; 2. Review draft of report to be published; 3. Discuss important risks in units within the Bank's circle, as required, including risks on agreements with third parties, within the scope of the Board of Commissioners' supervisory capacity; and 4. Perform self evaluation and self improvement on the effectiveness of its duties, and periodically update the Risk Monitoring Committee's Charter. 	<p>Komite Pemantau Risiko telah melakukan penelaahan dan memberikan rekomendasi atas profil risiko posisi Desember 2018, <i>strategi action plan</i> dan <i>target date</i> rencana kerja 2019, <i>Risk Based Bank Rating</i> (RBBR), kualitas kredit dan konsentrasi kredit, rasio AYDA dan <i>risk registered</i>.</p> <p>The Risk Monitoring Committee has reviewed and provided a recommendation on the risk profile for December 2018 position; strategic action plans and target date of 2019 work plan; Risk Based Bank Rating (RBBR); credit quality and credit concentration; AYDA ratio and risk registered.</p>

Wewenang Komite Pemantau Risiko

Dalam melaksanakan tugas dan tanggung jawabnya, Komite Pemantau Risiko memiliki hak akses yang tidak terbatas kepada manajemen, pejabat eksekutif, seluruh karyawan dan catatan Bank, termasuk laporan hasil audit internal maupun eksternal, laporan hasil rating internal maupun eksternal, laporan konsultan ahli, sepanjang bertujuan untuk kepentingan pembahasan dalam komite. Sedangkan, wewenang Komite Pemantauan Risiko adalah untuk:

1. Menguji kesesuaian antara Kebijakan manajemen risiko dengan pelaksanaan kebijakan tersebut;
2. Memantau dan menganalisis pelaksanaan tugas Satuan Kerja Manajemen Risiko;
3. Menyelidiki setiap kegiatan atau fungsi dan aktivitas Bank, sepanjang dalam lingkup bidang manajemen risiko sesuai dengan piagam;
4. Membuat rekomendasi kepada Dewan Komisaris mengenai tindakan yang tepat yang dihasilkan dari kajian dan penyelidikan tersebut; dan
5. Meminta pendapat ahli eksternal, guna mendapatkan saran independen untuk kepentingan Bank, dengan syarat anggota komite harus memohon izin pada Ketua Komite terlebih dahulu dan/atau komite memutuskan perlunya ahli eksternal.

Komposisi Komite Pemantau Risiko

Komposisi Komite Pemantau Risiko Bank Victoria paling sedikit terdiri dari:

1. Seorang Komisaris Independen yang menjabat sebagai Ketua Komite;
2. Seorang dari pihak independen yang memiliki keahlian di bidang keuangan atau akuntansi; dan
3. Seorang dari pihak independen yang memiliki keahlian di bidang hukum atau perbankan.

Masa tugas Komite Pemantau Risiko yang bukan merupakan anggota Dewan Komisaris tidak lebih lama dari masa jabatan Dewan Komisaris dengan tidak mengurangi hak Dewan Komisaris untuk memberhentikan. Masa tugas anggota Dewan Komisaris

Risk Monitoring Committee Authority

In carrying out its duties and responsibilities, the Committee has unlimited access rights to Management, Executive Officers, all employees and Bank records, including internal and external audit reports, internal and external rating reports, expert consultant reports, insofar as they are intended for discussion within the Committee. Whereas, the Risk Monitoring Committee has the authority to:

1. Assay the compatibility between Risk Management Policy and implementation of the policy;
2. Monitor and analyze tasks implementation of the Risk Management Work Unit;
3. Investigate each and every action or function and activity of the Bank, as long as it is within the scope of Risk Management in accordance with this Charter;
4. Provide recommendations to the Board of Commissioners regarding appropriate actions resulting from the aforementioned review and investigation; and
5. Seek the opinion of external experts, to obtain independent advice for the benefit of the Bank, provided that the Committee member must request prior approval from the Chairman of the Committee and / or the Committee regarding the need for an external expert.

Composition of Risk Monitoring Committee

The Composition of Risk Monitoring Committee of Bank Victoria consists of at least:

1. An Independent Commissioner serving as Chairman of the Committee;
2. A person from an independent party who has expertise in finance or accounting; and
3. A person from an independent party who has expertise in law or banking.

The term of duty of the Risk Monitoring Committee that is not a member of the Board of Commissioners is no longer than the term of office of the Board of Commissioners by not reducing the right of the Board of Commissioners to dismiss. The term of office of members

yang merangkap sebagai anggota Komite Pemantau Risiko, sama dengan masa kerja penunjukannya sebagai anggota Dewan Komisaris yang ditentukan oleh RUPS.

Periode 9 Maret 2018 - 13 September 2019

Struktur dan keanggotaan Komite Pemantau Risiko periode 9 Maret 2018 - 13 September 2019 yang diangkat berdasarkan Keputusan Direksi No. 002/SK-DIR/03/18 tanggal 9 Maret 2018 sebagai berikut.

Nama Name	Jabatan Position	Keterangan Description	Keahlian Expertise
Zaenal Abidin, PhD	Ketua Chairman	Komisaris/Komisaris Independen Commissioner/Independent Commissioner	Perbankan, Manajemen Risiko dan <i>Good Corporate Governance</i> . Banking, Risk Management, and Good Corporate Governance.
Oliver Simorangkir	Anggota Member	Komisaris Utama President Commissioner	Perbankan dan Audit. Banking and Audit.
Retno Dwijanti Widaningsih	Anggota Member	Pihak Independen Independent Party	Perbankan dan Audit. Banking and Audit.
Teguh Sukaryanto	Anggota Member	Pihak Independen Independent Party	Manajemen Risiko dan Perbankan Risk Management and Banking

Periode 13 September 2019 - Sekarang

Struktur dan keanggotaan Komite Pemantau Risiko periode 13 September 2019 - sekarang yang diangkat berdasarkan Keputusan Direksi No. 005/SK-DIR/09/19 tanggal 13 September 2019 sebagai berikut.

Nama Name	Jabatan Position	Keterangan Description	Keahlian Expertise
Zaenal Abidin, PhD	Ketua Chairman	Komisaris/Komisaris Independen Commissioner/Independent Commissioner	Perbankan, Manajemen Risiko dan <i>Good Corporate Governance</i> . Banking, Risk Management, and Good Corporate Governance.
Oliver Simorangkir	Anggota Member	Komisaris Utama President Commissioner	Perbankan dan Audit. Banking and Audit.
Retno Dwijanti Widaningsih	Anggota Member	Pihak Independen Independent Party	Perbankan dan Audit. Banking and Audit.
Yozef Abdulrachman	Anggota Member	Pihak Independen Independent Party	Manajemen Risiko dan Perbankan. Risk Management and Banking.

Komite Pemantau Risiko Bank Victoria telah memenuhi kriteria dalam pendidikan dan juga memiliki pengalaman yang mendukung pelaksanaan kerjanya. Kualifikasi Pendidikan dan pengalaman kerja Komite Pemantau Risiko dapat dilihat pada bab Profil Perusahaan dalam Laporan Tahunan ini.

Keanggotaan Komite Pemantau Risiko telah memenuhi ketentuan Peraturan Otoritas Jasa Keuangan No. 55/POJK.03/2016 tanggal 7 Desember 2016 tentang Tata Kelola Bagi Bank Umum, Surat Edaran Otoritas Jasa Keuangan No. 13/SEOJK.03/2017 tanggal 17 Maret 2017 tentang Penerapan Tata Kelola Bagi Bank Umum, dan Surat Edaran Otoritas Jasa Keuangan No. 14/SEOJK.03/2017 tanggal 17 Maret 2017 tentang Penilaian Kesehatan Bank Umum.

of the Board of Commissioners who also serves as a member of the Risk Monitoring Committee is the same as the term of office of his appointment as a member of the Board of Commissioners determined by the General Meeting of Shareholders (GMS).

Period of 9 March 2018 - 13 September 2019

Structure and membership of the Risk Monitoring Committee for the period of 9 March 2018 - 13 September 2019, which was appointed based on Board of Director's Decision No. 002/SK-DIR/03/18 dated 9 March 2018 as follows.

September 13, 2019 - Present

The structure and membership of the Risk Oversight Committee for September 13, 2019 - present that appointed based on the Board of Directors Decree No. 005/SK-DIR/09/19 dated September 13, 2019 are as follows.

Bank Victoria's Risk Monitoring Committee has met the criteria of education and also experiences that support the implementation of its performance. Qualification of education and work experience of the Risk Monitoring Committee can be seen in the Company Profile chapter of this Annual Report.

Composition of Risk Monitoring Committee has satisfied the provisions of Financial Services Authority Regulation No. 55/POJK.03/2016 dated 7 December 2016, on Governance for Commercial Banks, and Financial Services Authority Circular No. 13/SEOJK.03/2017 dated 17 March 2017, on Implementation of Governance for Commercial Banks, and Financial Services Authority Circular No. 14/SEOJK.03/2017 dated 17 March 2017 on Sound Level Assessment of Commercial Banks.

Independensi Komite Pemantau Risiko

Komite Pemantau Risiko Bank Victoria menjalankan tugas dan tanggung jawabnya secara profesional dan independen, tanpa intervensi dari organ tata kelola Bank lainnya. Pelaksanaan tugas tersebut dilakukan sesuai dengan strategi, target, visi dan misi Bank, semata-mata hanya untuk kepentingan Bank.

Seluruh anggota Komite Pemantau Risiko tidak memiliki kaitan dengan Dewan Komisaris, Direksi, serta Pemegang Saham Utama dan Pengendali yang dapat menimbulkan dampak negatif ataupun benturan kepentingan (*conflict of interest*). Aspek independensi Komite Pemantau Risiko dijelaskan sebagai berikut.

Risk Monitoring Committee's Independence

The Risk Monitoring Committee of Bank Victoria has executed its duties and responsibilities professionally and independently, without intervention from other Bank governance body. The execution of duties has been conducted in line with the Bank's strategies, targets, vision and mission, solely for the Bank's interest.

All members of the Risk Monitoring Committee have no relation with the Board of Commissioners, Board of Directors, also Main and Controlling Shareholders that may cause negative impacts or conflict of interest. The independence aspect of the Risk Monitoring Committee is explained as follows.

Aspek Independensi	Zaenal Abidin, PhD	Oliver Simorangkir	Retno Dwijanti Widaningsih	Teguh Sukaryanto*	Yozef Abdulrachman**	Independence Aspect
Tidak memiliki hubungan keuangan dengan Dewan Komisaris, Direksi, serta Pemegang Saham Utama dan Pengendali.	√	√	√	√	√	Does not have financial relationship with the Board of Commissioners, Board of Directors, and Main and Controlling Shares.
Tidak memiliki hubungan kepemilikan saham di Bank, baik secara langsung maupun tidak langsung.	√	√	√	√	√	Does not have share ownership relationship in the Bank, either directly or indirectly.
Tidak memiliki hubungan kepengurusan di Bank, Entitas Anak, maupun perusahaan afiliasi.	√	√	√	√	√	Does not have management relationship in the Bank, Subsidiary, and affiliated company.
Tidak memiliki hubungan keluarga dengan Dewan Komisaris, Direksi, Pemegang Saham Utama dan Pengendali, dan/atau sesama anggota Komite Pemantau Risiko.	√	√	√	√	√	Does not have family relationship with the Board of Commissioners, Board of Directors, Main and Controlling Shareholders, and/or among members of Risk Monitoring Committee.
Tidak menjabat sebagai pengurus partai politik, pejabat, dan pemerintah.	√	√	√	√	√	Does not hold position as administrator of political party, state, and government.

* Mengundurkan diri efektif per 12 September 2019. / Resigned effectively as of 12 September 2019.

** Efektif menjabat pada 13 September 2019 / Start of effective term of office as of 13 September 2019.

Rapat Komite Pemantau Risiko Kebijakan Rapat Komite Pemantau Risiko

Rapat Komite Pemantau Risiko sebagaimana diatur dalam Piagam Komite Pemantau Risiko diselenggarakan sesuai dengan kebutuhan dengan dipimpin langsung oleh Ketua Komite Pemantau Risiko. Dalam pengambilan keputusan rapat, Komite Pemantau Risiko selalu mengedepankan musyawarah mufakat. Hasil dari rapat dituangkan dalam risalah rapat dan didokumentasikan dengan baik.

Frekuensi dan Kehadiran Rapat Komite Pemantau Risiko

Pada tahun 2019, Komite Pemantau Risiko telah melakukan rapat sebanyak 5 (lima) kali dengan tingkat kehadiran rata-rata rapat sebesar 100,00%. Informasi terkait frekuensi dan kehadiran disajikan berikut ini.

Meeting of Risk Monitoring Committee Policy of Risk Monitoring Committee's Meeting

The Meetings of the Risk Monitoring Committees as regulated in the Risk Monitoring Committee Charter are hold based on the needs and directly chaired by the Chairman of Risk Monitoring Committee. In making decision in the meeting, the Risk Monitoring Committee always prioritizes deliberations for consensus. The meeting result is written in minutes of meetings and well-documented.

Risk Monitoring Committee Meeting Frequency And Attendance

During 2019, the Risk Monitoring Committee held 5 (five) meetings with the meeting's average attendance level of 100.00%. Information in relation to the frequency and attendance is presented below:

Nama Name	Jabatan Position	Total Rapat Total Number of Meetings	Total Kehadiran Total Attendance	%
Zaenal Abidin, PhD	Ketua Chairman	5	5	100.00
Oliver Simorangkir	Anggota Member	5	5	100.00
Retno Dwijanti Widaningsih	Anggota Member	5	5	100.00
Teguh Sukaryanto*	Anggota Member	5	2	100.00
Yozef Abdulrachman**	Anggota Member		3	100.00
Rata-Rata Kehadiran Average Attendance				100.00

* Mengundurkan diri efektif per 12 September 2019. / Resigned effectively as of 12 September 2019.

** Efektif menjabat pada 13 September 2019 / Start of effective term of office as of 13 September 2019.

Agenda Rapat Komite Pemantau Risiko

Agenda rapat yang dilaksanakan Komite Pemantau Risiko selama tahun 2019, yaitu:

Risk Monitoring Committee Meetings Agenda

Throughout 2019, the dates, agenda and participants of the Risk Monitoring Committee meetings, are as follows:

Tanggal Rapat Meeting Date	Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participant	Kehadiran Attendance
27 Februari 2019 27 February 2019	Membahas profil risiko bulan Januari 2019 dan implementasi <i>risk registered</i> . Discuss the January 2019 risk profile and risks registered implementation	Zaenal Abidin, PhD	Hadir Present
		Oliver Simorangkir	Hadir Present
		Retno Dwijanti Widaningsih	Hadir Present
		Teguh Sukaryanto*	Hadir Present
		Yozef Abdulrachman**	Tidak Hadir Absent
8 Mei 2019 8 May 2019	Membahas profil risiko bulan Maret 2019, perubahan <i>Risk Appetite</i> dan beberapa parameter. Discusses the March 2019 risk profile, changes in Risk Appetite and several parameters.	Zaenal Abidin, PhD	Hadir Present
		Oliver Simorangkir	Hadir Present
		Retno Dwijanti Widaningsih	Hadir Present
		Teguh Sukaryanto*	Hadir Present
		Yozef Abdulrachman**	Tidak Hadir Absent
18 Oktober 2019 18 October 2019	Membahas: a. Kebijakan baru Bank Indonesia dan Otoritas Jasa Keuangan; b. Temuan Otoritas Jasa Keuangan 2019; c. <i>Risk Based Bank Rating</i> (RBBR) posisi September 2019; dan d. Perkembangan Proyek <i>Integrated operational Risk register</i> (IORR). Discussion: a. New policy of Central Bank and Financial Services Authority; b. Financial Services Authority audit findings 2019; c. September 2019 Risk Based Bank Rating (RBBR) position; and d. Progress Integrated operational Risk register (IORR) Project.	Zaenal Abidin, PhD	Hadir Present
		Oliver Simorangkir	Hadir Present
		Retno Dwijanti Widaningsih	Hadir Present
		Teguh Sukaryanto*	Tidak Hadir Absent
		Yozef Abdulrachman**	Hadir Present



Aspek Pendukung Bisnis
Aspect of Business Support



Tata Kelola Perusahaan
Good Corporate Governance



Tanggung Jawab Sosial Perusahaan
Corporate Social Responsibility



Struktur Permodalan dan Praktik Manajemen Risiko
Capital Structure and Risk Management Practices

Tanggal Rapat Meeting Date	Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participant	Kehadiran Attendance
6 Desember 2019 6 December 2019	Membahas Anti Pencucian Uang (APU) dan Pencegahan Pendanaan Terorisme (PPT). Discuss Anti Money Laundering (AML) and Prevention of Terrorism Funding (PTF).	Zaenal Abidin, PhD	Hadir Present
		Oliver Simorangkir	Hadir Present
		Retno Dwijanti Widaningsih	Hadir Present
		Teguh Sukaryanto*	Tidak Hadir Absent
		Yozef Abdurachman**	Hadir Present
6 Desember 2019 6 December 2019	Membahas laporan perkembangan proyek <i>risk registered</i> . Discuss progress report risks registered project.	Zaenal Abidin, PhD	Hadir Present
		Oliver Simorangkir	Hadir Present
		Retno Dwijanti Widaningsih	Hadir Present
		Teguh Sukaryanto*	Tidak Hadir Absent
		Yozef Abdurachman**	Hadir Present

* Mengundurkan diri efektif per 12 September 2019. / Resigned effectively as of 12 September 2019.

** Efektif menjabat pada 13 September 2019 / Start of effective term of office as of 13 September 2019.

Laporan Singkat Pelaksanaan Kegiatan Komite Pemantau Risiko Tahun 2019

Sepanjang tahun 2019, Komite Pemantau Risiko telah melakukan aktivitas peninjauan dan penelaahan profil risiko melalui diskusi dan rapat bersama unit kerja yang terkait sebagai berikut:

1. Pada Februari 2019, melakukan Penelaahan Laporan Kepatuhan semester II 2018 Bank Victoria dan memberikan rekomendasi sebagai berikut.
 - a. Direktorat Kepatuhan agar menyusun pemetaan atas unit kerja yang sangat potensial, cukup dan kurang potensial menimbulkan risiko kepatuhan, dengan menyusun peringkat organisasi;
 - b. Selanjutnya, agar Direktorat Kepatuhan juga menyelenggarakan *Compliance Risk Management* (CRM), dengan menyusun pedoman *Compliance Self Assessment* (CSA) setiap unit-unit kerja tersebut, dan dilakukan analisis risiko kepatuhan berdasarkan dampak (*impact* atau *consequences*) dan kemungkinan (*frequency* atau *likelihood*) dalam *score card*;
 - c. Dengan demikian, ukuran atas risiko kepatuhan cukup jelas, yang tidak hanya berdasarkan *even* (denda) saja, karena denda tersebut berkemungkinan batasan yang sangat *bias* (*boundary*) antara risiko kepatuhan dan operasional, yakni bisa saja timbul karena *human error* (termasuk risiko operasional) ataupun kesengajaan (risiko kepatuhan);
 - d. Dengan melaksanakan *Compliance Risk Management* (CRM) bersama-sama dengan *Operation Risk Management* (ORM), maka secara tegas dapat dibedakan *even* risiko yang terjadi;

Brief Report on 2019 Risk Monitoring Committee Activities

Throughout 2019, the Risk Monitoring Committee performed activities review and risk profile assessment by means of discussions and meetings with relevant work units, as follows:

1. In February 2019, the Committee conducted a Review on Bank Victoria's Compliance Report of the second semester of 2018 and gave the following recommendations.
 - a. The Compliance Directorate should compile a mapping of work units that are very potential, sufficient, and less potential to pose compliance risks, by ranking the organization;
 - b. Furthermore, the Compliance Directorate should also conduct Compliance Risk Management (CRM), by compiling guidelines of Compliance Self Assessment (CSA) for each of these work units, and conduct compliance risk analysis based on the impact or consequence and frequency or likelihood in a score card;
 - c. Thus, the measurement of compliance risk is relatively clear, which is not only based on the event (*fine*), because such *fine* is likely to be based on a very biased boundary between compliance and operational risk, which may arise due to human error (including operational risk) or intentional (compliance risk);
 - d. By implementing Compliance Risk Management (CRM) together with Operation Risk Management (ORM), the occurring risk events can clearly be distinguished;

- e. Bahwa dalam pengelolaan risiko yang terpenting adalah proses dan bukan hanya laporan akhir, sehingga dengan menyelenggarakan CSA, diharapkan timbulnya kesadaran dan pemahaman pada masing-masing unit kerja atas pentingnya penegakkan budaya kepatuhan guna mencegah terjadinya risiko kepatuhan; dan
 - f. Laporan Direktorat Kepatuhan telah memenuhi ketentuan sebagaimana peraturan yang berlaku.
2. Pada Februari 2019, melakukan pembahasan dan memberikan rekomendasi atas profil risiko posisi Januari 2019 sebagai berikut.
 - a. Penjelasan pada *inherent* maupun Komite Pemantau Manajemen Risiko agar sejalan dengan fluktuasi yang terjadi pada nilai profil risiko masing-masing;
 - b. Terkait dengan implementasi *risk register* yang sampai saat ini belum optimal dan mengingat manfaatnya yang penting untuk memudahkan analisis risiko bagi Satuan Kerja Manajemen Risiko, Satuan Kerja Komite dan Satuan Kerja Audit Internal, agar kiranya dilakukan sosialisasi kembali dengan melakukan pendampingan dan dengan metode membahas langsung dengan *Risk Taking Unit* (RTU) yang menjadi *pilot project*; dan
 - c. Sehubungan hal tersebut, maka akan segera dilakukan pembahasan *risk register* dengan tim yang terdiri dari Zaenal Abidin, PhD, Tamunan, Slamet Riyadi, Hermawan, Syarifudin, dan Djoko Soendjojo. Divisi Operasional merupakan *pilot project* mengingat *Risk Taking Unit* ini banyak mengelola transaksi dan memiliki dampak yang signifikan terhadap risiko.
 3. Pada Mei 2019, melakukan pembahasan dan memberikan rekomendasi atas profil risiko posisi Maret 2019, perubahan *risk appetite* dan beberapa parameter sebagai berikut.
 - a. Terhadap perubahan *risk appetite*, agar dipastikan dan dianalisa bahwa perubahan tersebut tidak membawa dampak risiko bagi Bank;
 - b. Terkait dengan implementasi *risk register* yang sampai saat ini belum optimal dan mengingat manfaatnya yang penting untuk analisis risiko bagi pihak yang terkait, maka:
 - Pelatihan tentang *risk register* agar dapat segera dilaksanakan dan hal ini menjadi domain Direksi untuk memutuskan;
 - Satuan Kerja Manajemen Risiko diminta untuk terus memantau penyelesaian *software risk register*; dan
 - Perihal pengelolaan *risk register* akan dibicarakan antara Dewan Komisaris dan Direksi untuk menetapkan kepemilikannya.
 - c. Untuk implementasi *Compliance Self Assesment* (CSA) agar segera dilakukan dengan memasukkan unsur *impact* dan frekuensi. Sebagai contoh bisa dimulai di Divisi Kepatuhan sendiri.
 - d. Diingatkan tentang Peraturan Otoritas Jasa Keuangan No. 51/POJK.03/2017 tentang Penerapan Keuangan Berkelanjutan yang harus diimplementasikan pada awal 2020, untuk menjadi perhatian Direksi mempersiapkan penerapan di Bank Victoria juga untuk Satuan Kerja Manajemen Risiko agar dapat dimasukkan diparameter penilaian.
- e. Whereas in risk management, the most important matter is the process and not just the final report, so that by holding CSA, it is expected that awareness and understanding in each work unit will arise on the importance of upholding compliance culture in order to prevent the occurrence of compliance risks; and
 - f. The Compliance Directorate Report has complied with the applicable provisions.
2. In February 2019, the discussion and recommendations for the Risk Profile of January 2019 were as follows.
 - a. Explanation on *inherent* and KPMR to be in line with fluctuations that occur in the value of each risk profile;
 - b. In relation to the implementation of the risk register, which until now has not been optimal and given its important benefits to facilitate risk analysis for the Risk Management Work Unit, the Committee Work Unit and the Internal Audit Work Unit, so that socialization can be carried out again with mentoring and by discussing methods directly with Risk Taking Unit (RTU) which is the pilot project; and
 - c. In connection with this, a risk register discussion will soon be held with the Team consisting of : Mr Zaenal, Mr Tamunan, Mr Slamet, Mr Hermawan, Mr Syarifudin and Mr Djoko Soendjojo. As a pilot project is the Operations Division, given that the Risk Taking Unit manages many transactions and has a significant impact on risk.
 3. In May 2019, discussions and recommendations were made on the Risk Profile for the position in March 2019, changes in Risk Appetite and several parameters as follows.
 - a. With regard to changes in risk management, it must be ascertained and analyzed that the changes do not have a risk impact for the Bank.
 - b. In relation to the implementation of the Risk Register, which until now has not been optimal and given the benefits that are important for risk analysis for related parties, then:
 - Training on the Risk Register so that it can be immediately carried out and this becomes the domain of the Board of Directors to decide;
 - The Risk Management Work Unit is requested to continuously monitor the completion of the Risk Register software; and
 - Regarding the management of the Risk Register will be discussed between the Board of Commissioner and the Board of Directors to determine its ownership.
 - c. For the implementation of Compliance Self Assessment (CSA), it must be carried out immediately by incorporating elements of impact and frequency. For example, bias can begin in the Compliance Division itself.
 - d. Reminded about POJK No.51 / POJK.03 / 2017 concerning the Implementation of Sustainable Finance which must be implemented in early 2020, to be noticed by the Board of Directors preparing for the application at PT. Bank Victoria International Tbk. Also for the Risk Management Work Unit to be included in the assessment parameters.



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4. Pada Oktober 2019, melakukan pembahasan dan memberikan rekomendasi atas kebijakan baru Bank Indonesia dan Otoritas Jasa Keuangan, temuan Otoritas Jasa Keuangan 2019, *Risk Based Bank Rating* (RBBR) posisi September 2019, perkembangan proyek *Integrated Operational Risk Register* (IORR) sebagai berikut.
 - a. Permasalahan ketergantungan terhadap satu *programmer information* teknologi (*key man exposure*) harus ada tindak lanjut solusinya oleh manajemen;
 - b. Penambahan aktivitas proyek proses identifikasi/ penyusunan *risk register* seluruh Unit Kerja Bank;
 - c. Mengkinikan Kebijakan kredit dan memorandum aplikasi kredit untuk mengakomodasi persyaratan *sustainable finance*; dan
 - d. Bank memenuhi komitmen tindak lanjut ke Otoritas Jasa Keuangan, utamanya Divisi Bisnis.

5. Pada Desember 2019, melakukan pembahasan dan memberikan rekomendasi atas Anti Pencucian Uang (APU) dan Pencegahan Pendanaan Terorisme (PPT) sebagai berikut.
 - a. Pengetahuan tentang Laporan Transaksi (Laporan Transaksi Keuangan Terorisme, Laporan Transaksi Keuangan Mencurigakan, dan Laporan Transaksi Keuangan Luar Negeri) yang masih minim perlu ditingkatkan melalui program pelatihan-pelatihan, baik dari pihak internal maupun pihak eksternal.
 - b. Pengembangan aplikasi terkait dengan APU dan PPT segera dilaksanakan sesuai target waktu.

6. Pada Desember 2019, melakukan pembahasan dan memberikan rekomendasi atas laporan perkembangan proyek *risk registered* dan pelaksanaan proyek *risk registered* agar dipercepat.

Komite Nominasi dan Remunerasi

Komite Nominasi dan Remunerasi adalah komite yang membantu Dewan Komisaris dalam menjalankan fungsi penetapan kriteria calon anggota Komisaris dan Direksi, penilaian kinerja Komisaris dan Direksi, serta merekomendasi sistem remunerasi yang sesuai.

Pembentukan Komite Nominasi dan Remunerasi dilakukan berdasarkan Peraturan:

1. Surat Edaran Otoritas Jasa Keuangan No. 13/SEOJK.03/2017 tanggal 17 Maret 2017 tentang Penerapan Tata Kelola bagi Bank Umum;
2. Surat Edaran Otoritas Jasa Keuangan No. 14/SEOJK.03/2017 tanggal 17 Maret 2017 tentang Penilaian Kesehatan Bank Umum;
3. Peraturan Otoritas Jasa Keuangan No. 4/POJK.03/2016 tanggal 26 Januari 2016 tentang Penilaian Kesehatan Bank Umum;
4. Peraturan Otoritas Jasa Keuangan No. 55/POJK.03/2016 tanggal 7 Desember 2016 tentang Tata Kelola bagi Bank Umum;

Nomination and Remuneration Committee

The Nomination and Remuneration Committee is a committee that assists the Board of Commissioners in carrying out the function of determining the criteria for candidates for Board of Commissioners and Board of Directors, evaluating the performance Board of Commissioners and Board of Directors, and recommending an appropriate remuneration system.

Establishment of the Nomination and Remuneration Committee is based on the following regulations:

1. Circular of Financial Services Authority No. 13/SEOJK.03/2017 dated 17 March 2017, on Governance Implementation for Commercial Banks;
2. Circular of Financial Services Authority No. 14/SEOJK.03/2017 dated 17 March 2017 on Sound Level Assessment of Commercial Bank;
3. Financial Services Authority Regulation No. 4/POJK.03/2016 dated 26 January 2016 on Sound Level Assessment of Commercial Bank;
4. Financial Services Authority Regulation No. 55/POJK.03/2016 dated 7 December 2016, on Governance for Commercial Banks;

5. Peraturan Otoritas Jasa Keuangan No. 8/POJK.04/2015 tanggal 25 Juni 2015 tentang Situs Web Emiten atau Perusahaan Publik;
6. Undang-Undang No. 21 tahun 2011 tanggal 22 November 2011 tentang Otoritas Jasa Keuangan;
7. Undang-Undang No. 6 tahun 2009 tanggal 13 Januari 2009 tentang Penerapan Peraturan Pemerintah Pengganti Undang-Undang No. 2 tahun 2008 tentang Perubahan Kedua atas Undang-Undang No. 23 tahun 1999 tentang Bank Indonesia menjadi Undang-Undang; dan
8. Undang-Undang No. 40 tahun 2007 tanggal 16 Agustus 2007 tentang Perseroan Terbatas.

Pedoman Komite Nominasi dan Remunerasi

Komite Nominasi dan Remunerasi Bank Victoria menjalankan tugas dan tanggung jawabnya berdasarkan Pedoman Komite Nominasi dan Remunerasi PT Bank Victoria International Tbk. Pedoman ini telah disahkan pada 20 September 2018 berdasarkan Keputusan Dewan Komisaris No. 003/SK-KOM/09/18. Uraian lebih jelas mengenai isi Pedoman Komite Nominasi dan Remunerasi Bank Victoria dapat dilihat pada situs web Bank bagian Tata Kelola (https://www.victoriabank.co.id/uploads/2019-03-05_001SKKOM0216.pdf).

Tugas dan Tanggung Jawab Komite Nominasi dan Remunerasi

Tugas dan tanggung jawab Komite Nominasi dan Remunerasi Bank beserta realisasinya selama tahun 2019, yaitu:

5. Financial Services Authority Regulation No. 8/POJK.04/2015 dated 25 June 2015 on Website of Issuers or Public Companies;
6. Law No. 21 of 2011 dated 22 November 2011 on Financial Services Authority;
7. Law No. 6 of 2009 dated 13 January 2009 on the Establishment of Government Regulation in lieu of Law No. 2 of 2008 on Second Amendment to Law No. 23 of 1999 on Bank Indonesia to Law; and
8. Law No. 40 of 2007 dated 16 August 2007 on Limited Liability Company.

Guidelines of the Nomination and Remuneration Committee

Bank Victoria's Nomination and Remuneration Committee carries out its duties and responsibilities based on Bank Victoria Tbk's Nomination and Remuneration Committee Guidelines. The Charter was validated on 20 September 2018 based on the Decision of the Board of Commissioners No. 003/SK-KOM/09/18. More description on the contents of Guidelines of Nomination and Remuneration Committee of Bank Victoria can be viewed on the Bank's website on Governance section (https://www.victoriabank.co.id/uploads/2019-03-05_001SKKOM0216.pdf).

Duties and Responsibilities of Nomination and Remuneration Committee

The duties and responsibilities of the Bank's Nomination and Remuneration Committee along with their realization in 2019 are:

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
Terkait Kebijakan Nominasi: Related to Nomination Policy:	
Menyusun dan memberikan rekomendasi mengenai sistem serta prosedur pemilihan dan/atau penggantian anggota Dewan Komisaris dan Direksi kepada Dewan Komisaris untuk disampaikan kepada RUPS. To prepare and provide recommendation on 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.	Komite Nominasi dan Remunerasi telah menyusun dan memberikan rekomendasi mengenai sistem serta prosedur pemilihan dan/atau penggantian anggota Dewan Komisaris dan Direksi pada rapat 11 Januari, 12 April, dan 13 Desember 2019. The Nomination and Remuneration Committee has prepared and provided recommendation on the system and procedure of selection and/or replacement of member of Board of Commissioners and Board of Directors in meetings on 11 January, 12 April, and 13 December 2019.
Memberikan rekomendasi mengenai calon anggota Dewan Komisaris dan/atau Direksi kepada Dewan Komisaris untuk disampaikan kepada RUPS. To provide a recommendation about the candidates for the Board of Commissioners and/or the Board of Directors to the Board of Commissioners to be delivered to the GMS.	Komite Nominasi dan Remunerasi telah memberikan rekomendasi calon anggota Dewan Komisaris dan/atau Direksi kepada Dewan Komisaris. The Nomination and Remuneration Committee has given recommendation on candidate members of Board of Commissioners and/or Board of Directors to the Board of Commissioners.
Terkait Kebijakan Remunerasi: Related to Remuneration Policy:	
Menyusun dan mengevaluasi remunerasi kepada anggota Dewan Komisaris, Direksi, dan Pejabat Eksekutif sampai dengan satu tingkat di bawah Direksi. To prepare and evaluate the remuneration for members of the Board of Commissioners, Board of Directors, and Executive Officers up to one level below the Board of Directors.	Pada tahun 2019, remunerasi Dewan Komisaris sebesar Rp2.861.564.597,- dan Direksi sebesar Rp12.085.016.395,-. In 2019, the remuneration for the Board of Commissioners was Rp2,861,564,597, and the Board of Directors was Rp12,085,016,395.



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Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
<p>Memberikan rekomendasi kepada Dewan Komisaris mengenai:</p> <ol style="list-style-type: none"> 1. Kebijakan remunerasi bagi Dewan Komisaris dan Direksi untuk disampaikan kepada RUPS; dan 2. Kebijakan remunerasi bagi Pejabat Eksekutif sampai dengan satu tingkat di bawah Direksi untuk disampaikan kepada Direksi. <p>To give recommendations to the Board of Commissioners on:</p> <ol style="list-style-type: none"> 1. The remuneration policy for the Board of Commissioners and Board of Directors to be delivered to the GMS; and 2. The policy remuneration for the Executive Officers up to one level below the Board of Directors to be delivered to the Board of Directors. 	<p>Komite Nominasi dan Remunerasi telah memberikan rekomendasi kebijakan remunerasi kepada Dewan Komisaris.</p> <p>The Remuneration and Nomination Committee has given recommendation on remuneration policy to the Board of Commissioners.</p>
<p>Dalam melaksanakan tugas dan tanggung jawab terkait dengan kebijakan remunerasi wajib memperhatikan:</p> <ol style="list-style-type: none"> 1. Kinerja keuangan dan pemenuhan cadangan sebagaimana diatur dalam peraturan perundang-undangan yang berlaku; 2. Prestasi kerja individu; 3. Kewajaran dengan <i>peer group</i>; dan 4. Pertimbangan sasaran dan strategi jangka panjang Bank. <p>In performing duties and responsibilities related to the remuneration policy, the Bank must consider:</p> <ol style="list-style-type: none"> 1. Financial performance and fulfillment of the reserve as stipulated in the applicable laws and regulations; 2. Individual work achievement; 3. Reasonableness with <i>peer group</i>; and 4. Consideration of the Bank's long-term goals and strategies. 	<p>Komite Nominasi dan Remunerasi telah menyusun remunerasi berdasarkan kinerja keuangan Bank, prestasi kerja individu, kewajaran dengan <i>peer group</i>, serta pertimbangan sasaran dan strategi jangka panjang Bank.</p> <p>Nomination and Remuneration Committee has prepared remuneration plan based on the Bank's financial performance, individual work achievement, reasonableness with <i>peer group</i>, and consideration on the Bank's long term goals and strategies.</p>
<p>Terkait Tugas Lainnya: Related to Other Duties:</p>	
<p>Membantu Dewan Komisaris untuk memberikan rekomendasi tentang jumlah anggota Dewan Komisaris dan Direksi.</p> <p>To assist the Board of Commissioners in giving the recommendations about the number of the Board of Commissioners and the Board of Directors.</p>	<p>Komite Nominasi dan Remunerasi telah memberikan rekomendasi jumlah anggota Dewan Komisaris dan Direksi pada rapat 11 Januari, 12 April, dan 13 Desember 2019.</p> <p>The Nomination and Remuneration Committee has given recommendation on the number of members of Board of Commissioners and Board of Directors in meetings on 11 January, 12 April, and 13 December 2019.</p>
<p>Membantu Direksi dalam melakukan pengkajian ulang terhadap sistem <i>Human Capital Management</i> dan kebijakan pengembangan sumber daya manusia mulai dari rekrutmen, <i>assessment</i>, peningkatan kompetensi, evaluasi, promosi, demosi, terminasi, suksesi, seleksi, dan lain-lain.</p> <p>To assist the Board of Directors in reviewing the Human Capital Management system and human capital development policy starting from the recruitment, assessment, competence development, evaluation, promotion, demotion, termination, succession, selection, and others.</p>	<p>Komite Nominasi dan Remunerasi membantu Direksi melakukan pengkajian ulang terhadap sistem <i>Human Capital Management</i> dan kebijakan pengembangan sumber daya manusia.</p> <p>The Nomination and Remuneration Committee has assisted the Board of Directors in reviewing the Human Capital Management system and human resources development policy.</p>

Wewenang Komite Nominasi dan Remunerasi

Dalam menjalankan tugas dan tanggung jawabnya, Komite Nominasi dan Remunerasi mempunyai wewenang untuk:

1. Mengkaji ulang, memeriksa, melakukan analisa, dan pemberian pendapat serta rekomendasi dalam batas ruang lingkup tugasnya;
2. Mencari dan mendapatkan informasi (akses yang tidak terbatas) yang relevan dari sistem informasi manajemen, laporan-laporan dari setiap anggota Direksi dan individu atau narasumber terkait, baik yang berasal dari dalam maupun dari luar Bank; dan
3. Mengundang Manajemen untuk hadir dalam rapat Komite.

Authority of Nomination and Remuneration Committee

In performing its duties and responsibilities, the Nomination and Remuneration Committee has the authority:

1. To review, examine, analyze, and give opinions and recommendations within the scope of its duties;
2. To look for and obtain the information (unlimited access) that is relevant from the management information system, the reports from each member of the Board of Directors and related individuals or speakers, whether coming from internal or external side of the Bank; and
3. To invite the Management to attend Committee's meetings.

Komposisi Komite Nominasi dan Remunerasi

Komite Nominasi dan Remunerasi paling kurang terdiri dari 3 (tiga) orang anggota, dengan ketentuan:

1. Seorang Ketua merangkap anggota, yang merupakan Komisaris Independen; dan
2. Anggota lainnya yang dapat berasal dari:
 - a. Anggota Dewan Komisaris;
 - b. Pihak yang berasal dari luar Bank; atau
 - c. Pihak yang menduduki jabatan manajerial di bawah Direksi yang membidangi sumber daya manusia.

Periode 26 Juli 2018 - 2021

Berdasarkan ketentuan tersebut, Bank telah mengangkat Komite Nominasi dan Remunerasi berdasarkan Keputusan Direksi No. 007/SK-DIR/07/18 tanggal 26 Juli 2018. Adapun komposisi dan keahlian Komite Nominasi dan Remunerasi sebagai berikut.

Nama Name	Jabatan Position	Keterangan Description	Keahlian Expertise
Gunawan Tenggarahardja	Ketua Chairman	Komisaris Independen Independent Commissioner	Perbankan dan Bisnis Banking and Business
Oliver Simorangkir	Anggota Member	Komisaris Utama President Commissioner	Perbankan dan Audit Banking and Audit
Syahda Candra	Anggota Member	Kepala Divisi <i>Human Capital Management and General Affair</i> Head of Human Capital Management Division and General Affair	<i>Human Capital</i>

Seluruh anggota Komite Nominasi dan Remunerasi telah memiliki kualifikasi pendidikan dan pengalaman kerja yang dapat dilihat pada bab Profil Perusahaan dalam Laporan Tahunan ini.

Keanggotaan Komite Nominasi dan Remunerasi Bank Victoria telah memenuhi ketentuan 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, serta Peraturan Otoritas Jasa Keuangan No. 34/POJK.04/2014 tentang Komite Nominasi dan Remunerasi Emiten atau Perusahaan Publik.

Independensi Komite Nominasi dan Remunerasi

Komite Nominasi dan Remunerasi Bank Victoria menjalankan tugas dan tanggung jawabnya secara profesional dan independen, tanpa intervensi dari organ tata kelola Bank lainnya. Pelaksanaan tugas tersebut dilakukan sesuai dengan strategi, target, visi dan misi Bank, semata-mata hanya untuk kepentingan Bank. Untuk menjaga profesionalitas dan independensi pelaksanaan tugas Komite Nominasi dan Remunerasi, Bank mengatur komposisi antara anggota yang independen dan non independen untuk menghindari benturan kepentingan (*conflict of interest*). Adapun aspek independensi Komite Nominasi dan Remunerasi dijelaskan sebagai berikut.

Composition of The Nomination and Remuneration Committee

The Nomination and Remuneration Committee consists of at least 3 (tiga) persons, under the following provisions:

1. A Chairman, concurrently as member, who is an Independent Commissioner; and
2. Other members that may come from:
 - a. Members of the Board of Commissioners;
 - b. Parties from outside the Bank; or
 - c. The party holding managerial positions under the Board of Directors in charge of human capital.

Period of 26 July 2018 - 2021

Based on these provisions, the Bank has appointed the Nomination and Remuneration Committee based on Board of Director's Decision No. 007/SK-DIR/07/18 dated 26 July 2018. The composition and expertise of the Nomination and Remuneration Committee are as follows.

All members of the Nomination and Remuneration Committee have educational qualifications and work experience that can be seen in the Company Profile chapter of this Annual Report.

Membership of the Nomination and Remuneration Committee of Bank Victoria has satisfied the provisions of Financial Services Authority Regulation No. 55/POJK.03/2016 and Circular of Financial Services Authority No. 13/SEOJK.03/2017 on the Implementation of Governance for Commercial Banks and Financial Services Authority Regulation No. 34/POJK.04/2014 on Nomination and Remuneration Committee of Issuer or Public Company.

Independence of Nomination and Remuneration Committee

The Nomination and Remuneration Committee of Bank Victoria has performed its duties and responsibilities in a professional and independent manner, without the intervention from other governance organs of the Bank. The implementation of duties has been conducted in line with the Bank's strategies, targets, vision, and mission, solely for the Bank's interest. To maintain the professionalism and independence of the implementation of duties of the Nomination and Remuneration Committee, the Bank controls the composition between independent and non-independent members to avoid conflict of interest. The independence aspect of Nomination and Remuneration Committee as explained below.

Aspek Independensi	Gunawan Tenggarahardja	Oliver Simorangkir	Syahda Candra	Independence Aspect
Tidak memiliki hubungan keuangan dengan Dewan Komisaris, Direksi, serta Pemegang Saham Utama dan Pengendali.	√	√	√	Does not have financial relationship with the Board of Commissioners, the Board of Directors, and Main and Controlling Shareholders.
Tidak memiliki hubungan kepemilikan saham di Bank, baik secara langsung maupun tidak langsung.	√	√	√	Does not have share ownership relationship in the Bank, either directly or indirectly.
Tidak memiliki hubungan kepengurusan di Bank, Entitas Anak, maupun perusahaan afiliasi.	√	√	√	Does not have management relationship in the Bank, Subsidiary, and affiliated company.
Tidak memiliki hubungan keluarga dengan Dewan Komisaris, Direksi, Pemegang Saham Utama dan Pengendali, dan/atau sesama anggota Komite Nominasi dan Remunerasi.	√	√	√	Does not have family relationship with the Board of Commissioners, the Board of Directors, Main and Controlling Shareholders, and/or among members of Nomination and Remuneration Committee.
Tidak menjabat sebagai pengurus partai politik, pejabat, dan pemerintah.	√	√	√	Does not hold position as administrator of political party, state, and government.

Kebijakan Suksesi Direksi

Kebijakan suksesi Direksi di lingkungan Bank Victoria telah diatur di dalam Kebijakan Sistem Nominasi dan Remunerasi yang telah disahkan melalui Surat Keputusan Dewan Komisaris No. 003/SK-KOM/09/18 tanggal 20 September 2018 tentang Pedoman Komite Nominasi dan Remunerasi PT Bank Victoria International Tbk. Kebijakan suksesi Direksi mengatur:

1. Prinsip Dasar
 - a. Calon anggota Dewan Komisaris dan Direksi harus memenuhi persyaratan yang ditentukan dalam Anggaran Dasar Bank Victoria dan peraturan perundang-undangan yang berlaku, termasuk tetapi tidak terbatas pada Undang-Undang Perseroan Terbatas, Undang-Undang Perbankan, dan Undang-Undang Pasar Modal;
 - b. Pencalonan dan pengajuan calon Dewan Komisaris dan Direksi diajukan melalui seleksi dengan memperhatikan persyaratan tersebut di atas; dan
 - c. Program orientasi bagi Komisaris baru dilakukan minimal 1 (satu) bulan sebelum pengajuan di RUPS.
2. Persyaratan dan Kriteria
 - a. Yang dapat diangkat menjadi anggota Dewan Komisaris atau Direksi adalah perseorangan yang mampu melaksanakan perbuatan hukum dan tidak pernah dinyatakan pailit atau tidak pernah menjadi anggota Dewan Komisaris atau Direksi yang dinyatakan bersalah menyebabkan suatu pidana yang merugikan keuangan negara dalam waktu 5 (lima) tahun sebelum pengangkatannya, dengan memperhatikan peraturan perundang-undangan yang berlaku;
 - b. Tidak mempunyai hubungan keluarga sedarah sampai derajat ketiga, baik menurut garis lurus maupun garis ke samping, atau hubungan semenda (menantu dan ipar) dengan anggota Dewan Komisaris atau Direksi lain;
 - c. Tidak termasuk dalam daftar orang tercela di bidang perbankan sesuai dengan yang ditetapkan oleh otoritas pengawasan bank;

Board of Directors Succession Policy

The Board of Directors Succession Policy within Bank Victoria's environment is stipulated in the Nomination and Remuneration System Policy that has been validated based on the Board of Commissioners' Decision Letter No. 003/SK-KOM/09/18 dated 20 September 2018 on the Guidelines of the Nomination and Remuneration Committee of PT Bank Victoria International Tbk. Board of Directors succession policy regulates:

1. Basic Principles
 - a. The candidates for the Board of Commissioners and the Board of Directors shall meet the requirements stipulated in the Articles of Association of Bank Victoria and the applicable laws and regulations, including but not limited to Limited Liability Company Laws, Banking Laws, and Capital Market Laws;
 - b. The nomination for the Board of Commissioners and the Board of Directors is made through the selection by considering the above-mentioned requirements; and
 - c. Orientation program for the new Commissioner is conducted at least 1 (one) month before proposing in the GMS.
2. Requirements and Criteria
 - a. Persons who can be appointed as members of Board of Commissioners or Board of Directors are individuals who are able to perform legal acts and have never been declared bankrupt or become a member of Board of Commissioners or Board of Directors who is found guilty of committing a criminal act that is detrimental to state finances within 5 (five) years before being appointed, by taking into account the applicable laws and regulations;
 - b. Does not have family relationship up to third degree, both horizontally and vertically, or in-laws relationships with other members of Board of Commissioners or Board of Directors;
 - c. Not included in the list of banned people in the banking in accordance with the regulation stipulated by the bank supervisory authority;

- d. Memiliki integritas yang baik, dalam arti:
- 1) Memiliki akhlak dan moral yang baik;
 - 2) Mematuhi peraturan perundang-undangan yang berlaku;
 - 3) Memiliki komitmen yang tinggi terhadap pengembangan operasional Bank yang sehat;
 - 4) Dinilai layak dan wajar untuk menjadi anggota Dewan Komisaris atau Direksi Bank.
- e. Penilaian integritas dilakukan dengan mengevaluasi calon, dalam arti tidak pernah melakukan hal-hal tersebut di bawah ini:
- 1) Rekayasa dan praktik-praktik perbankan yang menyimpang dari ketentuan perbankan;
 - 2) Perbuatan yang dikategorikan tidak memenuhi komitmen yang telah disepakati dengan Bank Indonesia dan/atau Pemerintah;
 - 3) Perbuatan yang dikategorikan memberikan keuntungan kepada pemilik, pengurus, karyawan, dan/atau pihak lainnya yang dapat merugikan atau mengurangi keuntungan Bank;
 - 4) Perbuatan yang dapat dikategorikan sebagai pelanggaran terhadap ketentuan yang berkaitan dengan prinsip kehati-hatian di bidang perbankan;
 - 5) Perbuatan dari pengurus dan Pejabat Eksekutif yang dapat dikategorikan tidak independen;
 - 6) Memenuhi kriteria kompetensi, dalam arti memiliki:
 - Pengetahuan di bidang perbankan yang memadai;
 - Pengalaman dan keahlian di bidang perbankan dan/atau lembaga keuangan; dan
 - Kemampuan untuk melakukan pengelolaan strategis dalam rangka pengembangan bank yang sehat.

3. Sistem dan Prosedur Seleksi

- a. Komite Nominasi mengidentifikasi calon yang memenuhi persyaratan dan kriteria sesuai poin No. 2;
- b. Dewan Komisaris atas saran Komite Nominasi dan Remunerasi menyampaikan kepada Pemegang Saham Bank Victoria;
- c. Pelaksanaan seleksi dilaksanakan sebelum berakhirnya masa jabatan atau adanya penambahan atau bila ada kekosongan di jajaran Dewan Komisaris atau Direksi.

Rapat Komite Nominasi dan Remunerasi Kebijakan Rapat Komite Nominasi dan Remunerasi

Kebijakan mengenai rapat Komite Nominasi dan Remunerasi sebagaimana telah diatur dalam Piagam Komite Nominasi dan Remunerasi adalah diselenggarakan secara berkala paling kurang 4 (empat) kali dalam 1 (satu) tahun dengan dipimpin oleh Ketua Komite Nominasi dan Remunerasi. Dalam pengambilan keputusan rapat, Komite Nominasi dan Remunerasi selalu mengedepankan musyawarah mufakat. Hasil dari rapat tersebut dituangkan dalam risalah rapat dan didokumentasikan dengan baik.

- d. Having good integrity, in the context of:
- 1) Possessing good characters and morals;
 - 2) Adhering to the applicable laws and regulations;
 - 3) Having a high commitment to the sound development of the Bank's operations;
 - 4) Deemed fit and proper to be member of Board of Commissioners or Board of Directors of the Bank.
- e. The integrity assessment is carried out by evaluating the candidates, in the context of not committing the following acts:
- 1) Engineering actions and misconduct practices in the banking that deviate from the banking regulations;
 - 2) The acts categorized as not meeting the commitment agreed with Bank Indonesia and/or the Government;
 - 3) The acts categorized as giving benefits to the owner, management, employees. And/or other parties that can be detrimental to or lessen the Bank's benefits;
 - 4) The acts that can be categorized as the violations against the regulations related to the prudential principles in the banking;
 - 5) The acts from the management and Executive Officers that can be categorized as not independent;
 - 6) Satisfying the competence criteria, in the context of:
 - Adequate knowledge in the banking;
 - Experiences and expertise in the banking and/or financial institution; and
 - The ability to conduct strategic management with a view to the development of a sound bank.

3. System and Procedure of Selection

- a. The Nomination Committee identifies the candidates meeting the requirements and criteria in line the point No. 2;
- b. Based on the suggestion from the Nomination and Remuneration Committee, the Board of Commissioners proposed the candidates to the Shareholders of Bank Victoria;
- c. The implementation of selection is carried out before the term of office ends or if there is additional or vacant position in the Board of Commissioners or Board of Directors.

Meeting of The Nomination and Remuneration Committee Policy of Nomination and Remuneration Committee's Meetings

The policy on Nomination and Remuneration Committee's meetings has been regulated in the Nomination and Remuneration Committee Charter, which states that meetings are held periodically at least 4 (four) times within 1 (one) year and chaired by the Chair of Nomination and Remuneration Committee. In making decision in the meeting, the Nomination and Remuneration Committee always prioritizes deliberations for consensus. The meeting result is stated in minutes of meetings and well documented.



Aspek Pendukung Bisnis
Aspect of Business Support



Tata Kelola Perusahaan
Good Corporate Governance



Tanggung Jawab Sosial Perusahaan
Corporate Social Responsibility



Struktur Permodalan dan Praktik Manajemen Risiko
Capital Structure and Risk Management Practices

Frekuensi dan Kehadiran Rapat Komite Nominasi dan Remunerasi

Pada tahun 2019, Komite Nominasi dan Remunerasi telah menyelenggarakan rapat sebanyak 6 (enam) kali dengan tingkat kehadiran rata-rata sebesar 100,00%. Berikut frekuensi dan kehadiran rapat Komite Nominasi dan Remunerasi.

Nama Name	Jabatan Position	Total Rapat Total Number of Meetings	Total Kehadiran Total Attendance	%
Gunawan Tenggarahardja	Ketua Chairman	6	6	100.00
Oliver Simorangkir	Anggota Member	6	6	100.00
Syahda Candra	Anggota Member	6	6	100.00
Rata-Rata Kehadiran Average Attendance				100.00

Meeting Frequency and Attendance of Nomination and Remuneration Committee

In 2019, the Nomination and Remuneration Committee held 6 (six) meetings with the average attendance level of 100.00%. Meeting frequency and attendance of the Nomination and Remuneration Committee.

Agenda Rapat Komite Nominasi dan Remunerasi

Uraian agenda rapat Komite Nominasi dan Remunerasi selama tahun 2019, yaitu:

Meeting Agenda of Nomination and Remuneration Committee

Description of the Nomination and Remuneration Committee meeting agenda throughout 2019 is as follows:

Tanggal Rapat Meeting Date	Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participants	Kehadiran Attendance
11 Januari 2019 11 January 2019	Evaluasi struktur organisasi sehubungan pengunduran diri Ramon Marlon Runtu. Evaluating the organizational structure with regard to Ramon Marlon Runtu's resignation.	Gunawan Tenggarahardja	Hadir Present
		Oliver Simorangkir	Hadir Present
		Syahda Candra	Hadir Present
12 April 2019	Evaluasi Dewan Komisaris dan Direksi untuk masa jabatan tahun buku 2019-2021. Evaluation of the Board of Commissioners and Board of Directors for the term of office of the 2019-2021 fiscal year.	Gunawan Tenggarahardja	Hadir Present
		Oliver Simorangkir	Hadir Present
		Syahda Candra	Hadir Present
3 Mei 2019 3 May 2019	Kebijakan remunerasi bagi pengurus dan karyawan. Remuneration policy for management and employees.	Gunawan Tenggarahardja	Hadir Present
		Oliver Simorangkir	Hadir Present
		Syahda Candra	Hadir Present
24 Juli 2019 24 July 2019	Penggantian anggota Komite Audit dan anggota Komite Pemantau Risiko untuk rekomendasi kepada Dewan Komisaris. Substitution of members of Audit Committee and members of Risk Monitoring Committee for recommendations to the Board of Commissioners.	Gunawan Tenggarahardja	Hadir Present
		Oliver Simorangkir	Hadir Present
		Syahda Candra	Hadir Present
18 September 2019	Rekomendasi pencalonan Associate Director/ Senior EVP atas nama Darwinsyah Recommendation for Associate Director/Senior EVP nomination on behalf of Darwinsyah	Gunawan Tenggarahardja	Hadir Present
		Oliver Simorangkir	Hadir Present
		Syahda Candra	Hadir Present

Tanggal Rapat Meeting Date	Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participants	Kehadiran Attendance
13 Desember 2019 13 December 2019	Evaluasi komposisi Direksi dan Pejabat Eksekutif Evaluation of the composition of Board of Directors and Executive Officers	Gunawan Tenggarahardja	Hadir Present
		Oliver Simorangkir	Hadir Present
		Syahda Candra	Hadir Present

Laporan Singkat Pelaksanaan Kegiatan Komite Nominasi dan Remunerasi Tahun 2019

Sepanjang tahun 2019, Komite Nominasi dan Remunerasi telah melakukan penelaahan dan peninjauan, baik melalui analisa laporan maupun melalui rapat yang hasilnya disampaikan kepada Dewan Komisaris, antara lain:

1. Struktur dan jumlah Direksi;
2. Kinerja Dewan Komisaris dan Direksi;
3. Evaluasi kinerja dan keanggotaan Komite Audit dan Komite Pemantau Risiko;
4. Kebijakan dan besaran remunerasi Pejabat Eksekutif; dan
5. Evaluasi struktur dan jumlah Pejabat Eksekutif.

Komite Audit

Komite Audit merupakan organ pendukung Dewan Komisaris yang bekerja secara kolektif untuk membantu Dewan Komisaris dalam melakukan telaah dan klarifikasi atas informasi keuangan, seleksi, penunjukkan dan pengawasan pekerjaan auditor independen, evaluasi efektivitas pelaksanaan fungsi internal audit, pengendalian intern, kepatuhan terhadap perundang-undangan, dan manajemen risiko Bank.

Komite Audit dibentuk berdasarkan peraturan berikut ini:

1. Surat Edaran Otoritas Jasa Keuangan No. 36/SEOJK.03/2017 tanggal 11 Juli 2017 tentang Tata Cara Penggunaan Jasa Akuntan Publik dan Kantor Akuntan Publik dalam Kegiatan Jasa Keuangan;
2. Surat Edaran Otoritas Jasa Keuangan No. 13/SEOJK.03/2017 tanggal 17 Maret 2017 tentang Penerapan Tata Kelola bagi Bank Umum;
3. Peraturan Otoritas Jasa Keuangan No. 13/POJK.03/2016 tanggal 7 Desember 2016 tentang Penerapan Tata Kelola bagi Bank Umum;
4. Peraturan Otoritas Jasa Keuangan No. 55/POJK.03/2016 tanggal 7 Desember 2016 tentang Penerapan Tata Kelola bagi Bank Umum;
5. Peraturan Otoritas Jasa Keuangan No. 55/POJK.04/2015 tanggal 23 Desember 2015 tentang Pembentukan dan Pedoman Pelaksanaan Kerja Komite Audit; dan
6. Peraturan Otoritas Jasa Keuangan No. 33/POJK.04/2014 tanggal 8 Desember 2014 tentang Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik.

Brief Report of the Implementation of Nomination and Remuneration Committee's Activities in 2019

Throughout 2019, the Nomination and Remuneration Committee conducted review and study, both through analysis of reports and meetings whose results were submitted to the Board of Commissioners, including:

1. Structure and total number of Board of Directors;
2. Performance of Board of Commissioners and Board of Directors;
3. Evaluation of performance and composition of Audit Committee and Risk Monitoring Committee;
4. Remuneration policy and amount for Executive Officers; and
5. Evaluation of structure and total number of Executive Officers.

Audit Committee

Audit Committee is a supporting organ of the Board of Commissioners working collectively to assist the Board of Commissioners in conducting review and clarification on financial information, selection, appointment and supervision of the work of independent auditors, evaluation on the effectiveness of the implementation of the functions of internal audit, internal control, compliance with laws and regulations, and risk management of the Bank.

The Bank's Audit Committee has been established with the regulations, i.e. as follows:

1. Circular of Financial Services Authority No. 36/SEOJK.03/2017 dated 11 July 2017 concerning Procedures for Using Services of Public Accountants and Public Accountant Firms in the Activities of Financial Services;
2. Circular of Financial Services Authority No. 13/SEOJK.03/2017 dated 17 March 2017 concerning Implementation of Governance for Commercial Banks;
3. Regulation of Financial Services Authority No. 13/POJK.03/2016 dated 7 December 2016 concerning Implementation of Governance for Commercial Banks;
4. Regulation of Financial Services Authority No. 55/POJK.03/2016 dated 7 December 2016 concerning Implementation of Governance for Commercial Banks;
5. Regulation of Financial Services Authority No. 55/POJK.04/2015 dated 23 December 2015 concerning Establishment and Guideline for Work Implementation of Audit Committee; and
6. Regulation of Financial Services Authority No. 33/POJK.04/2014 dated 8 December 2014 concerning Board of Directors and Board of Commissioners of Stock Issuers or Public Companies.

Pedoman Komite Audit

Komite Audit berpedoman pada Piagam dan Pedoman Kerja Audit Committee dalam menjalankan perannya. Piagam dan Pedoman tersebut disusun sesuai peraturan dan perundang-undangan yang berlaku, serta telah dimutakhirkan melalui Keputusan Dewan Komisaris No. 004/SK-KOM/09/18 tanggal 21 September 2018 tentang Piagam dan Pedoman Kerja Komite Audit PT Bank Victoria International Tbk. Uraian lebih jelas mengenai isi Piagam Audit Committee Bank Victoria dapat dilihat pada situs web Bank bagian Tata Kelola (https://www.victoriabank.co.id/uploads/2019-10-21_006SKDIR0919%20perubahan%20Anggota%20Audit%20Committee.pdf).

Tugas dan Tanggung Jawab Komite Audit

Tugas dan tanggung jawab Komite Audit beserta realisasinya diuraikan sebagai berikut.

Audit Committee Guidelines

Audit Committee in carrying out its roles is guided by Audit Committee's Charter and Work Guidelines. Such Charter and Guidelines were made in accordance with laws and regulations in effect, and had been ratified through Decision of Board of Commissioners No. 004/SK-KOM/09/18 dated 21 September 2018 on the Charter and Work Guidelines of Audit Committee of PT Bank Victoria International Tbk. Further explanation on the content of Bank Victoria's Audit Committee Charter can be viewed on the Bank's website on Governance section (https://www.victoriabank.co.id/uploads/2019-10-21_006SKDIR0919%20perubahan%20Anggota%20Audit%20Committee.pdf).

Duties and Responsibilities of Audit Committee

The duties and responsibilities of the Audit Committee and the realization are described as follows.

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
<p>Penelaahan dan klarifikasi atas informasi keuangan. Review and clarify the financial information.</p>	<p>Komite Audit telah melakukan penelaahan dan peninjauan, baik melalui laporan maupun melalui rapat yang hasilnya disampaikan kepada Dewan Komisaris, seperti:</p> <ol style="list-style-type: none"> 1. Menelaah laporan keuangan serta pengendalian internal Desember 2019, Maret, Juni, dan September 2019; 2. Menelaah atas hasil LHP SKAI semester I dan II 2019; 3. Melakukan evaluasi pelaksanaan jasa audit atas informasi keuangan oleh akuntan publik dan kantor akuntan publik tahun buku 2018; dan 4. Memberikan rekomendasi penunjukkan KAP untuk <i>general audit</i> atas laporan keuangan Bank Victoria tahun buku 2018. <p>The Audit Committee has conducted review and study, through reports and meetings whose results were submitted to the Board of Commissioners, such as:</p> <ol style="list-style-type: none"> 1. Reviewing the financial statements and internal control for December 2019, March, June, and September 2019. 2. Reviewing SKAI LHP results for semester I and II of 2019; 3. Evaluating the implementation of audit services on financial information by the public accountant and the public accountant firm for the 2018 fiscal year; and 4. Providing recommendation for the appointment of Public Accountant Firm for general audits of Bank Victoria's financial statements for the 2018 fiscal year.
<p>Seleksi, penunjukan dan pengawasan pekerjaan auditor independen. Select, appoint, and monitor the work of the independent auditor.</p>	<p>Komite Audit telah menunjuk Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis dan Rekan sebagai auditor independen. The Audit Committee has appointed the Public Accountant Firm Tanudiredja, Wibisana, Rintis and Partners as the independent auditor.</p>
<p>Evaluasi efektivitas pelaksanaan pekerjaan auditor independen. Evaluating the effectiveness of implementation of internal audit function.</p>	<p>Komite Audit telah mengevaluasi efektivitas pekerjaan auditor independen dan menyampaikan hasil evaluasinya kepada Dewan Komisaris. The Audit Committee has evaluated the effectiveness of the independent auditor work and submitted the evaluation results to the Board of Commissioners.</p>
<p>Evaluasi efektivitas pelaksanaan fungsi audit internal. Evaluate the effectiveness of implementation of internal audit function.</p>	<p>Komite Audit telah melakukan telaah dan klarifikasi atas evaluasi efektivitas pelaksanaan fungsi audit internal. The Audit Committee has reviewed and clarified the evaluation of effectiveness of internal audit function implementation</p>

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
Efektivitas pengendalian internal. Effectiveness of internal control.	Komite Audit telah memberikan pendapat tentang pengendalian internal periode Desember 2018, Maret, Juni, dan September 2019 dan memberikan rekomendasi untuk meningkatkan aktivitas pengendalian internal di masing-masing unit kerja, seperti Divisi di kantor pusat, kantor cabang/cabang pembantu/kantor kas. The Audit Committee has provided opinions on internal control for periods of December 2018, March, June, and September 2019 and provided recommendation for increasing internal control activities in each work unit, such as divisions at head office, branch offices/sub-branch offices/cash offices.
Kepatuhan terhadap peraturan perundang-undangan. Compliance with laws and regulations.	Komite Audit telah memastikan kepatuhan Bank terhadap peraturan perundang-undangan. The Audit committee has ensured the Bank's compliance with the laws and regulations.
Manajemen risiko. Risk management.	Peningkatan implementasi sistem manajemen risiko dilakukan melalui peningkatan fungsi identifikasi, pengukuran, pemantauan, dan pengendalian risiko Bank guna mencegah atau meminimalkan kerugian yang timbul dari kegiatan Bank ataupun mencegah hal-hal yang dapat mengganggu kelangsungan Bank. Improving the risk management system implementation is performed through improving the identification, measurement, monitoring, and control of the Bank's risks in order to prevent or minimize losses arising from the Bank's activities or prevent things that may disrupt the Bank's continuity.
Self assessment pelaksanaan tugas Komite Audit. Self-Assessment of the implementation of Audit Committee's duties.	Komite Audit telah melaksanakan tugas dan tanggung jawabnya dalam mengawasi hal-hal yang terkait dengan informasi keuangan, sistem pengendalian internal (<i>Internal Control System</i>), serta efektivitas pemeriksaan oleh auditor internal dan eksternal. Dewan Komisaris menilai kinerja Komite Audit pada tahun 2019 ini telah efektif dan sesuai dengan Piagam Komite Audit. The Audit Committee has performed its duties and responsibilities in supervising matters related to financial information, internal control system, and auditing effectiveness performed by internal and external auditors. The Board of Commissioners considers that the Audit Committee's performance in 2019 was already effective and in accordance with the Audit Committee Charter.

Hak dan Wewenang Komite Audit

Dalam melaksanakan tugas dan tanggung jawab, Komite Audit memiliki hak akses yang tidak terbatas kepada Manajemen, Pejabat Eksekutif, seluruh karyawan dan catatan Bank, termasuk laporan hasil audit internal maupun eksternal, laporan hasil *rating* internal maupun eksternal, laporan konsultan ahli, dan lain sebagainya sepanjang bertujuan untuk kepentingan pembahasan yang terkait.

Sedangkan, wewenang Komite Audit adalah untuk:

1. Menguji perencanaan dan pelaksanaan audit serta memantau tindak lanjut hasil audit dalam rangka menilai kecukupan pengendalian internal, termasuk kecukupan proses laporan keuangan Bank;
2. Menerima laporan hasil pemeriksaan yang telah dilakukan oleh Satuan Kerja Audit Internal (SKAI) pada setiap kegiatan operasional dan fungsional Bank;
3. Memantau dan menganalisis pelaksanaan tugas SKAI dengan meminta kertas kerja, serta memberikan saran dan perbaikan proses audit yang dilakukan;
4. Melakukan penelitian atas syarat dan keabsahan kantor akuntan publik, sebelum merekomendasikan kepada Dewan Komisaris ditunjuk menjadi auditor eksternal Bank;
5. Meminta kertas kerja auditor eksternal untuk memastikan bahwa pemeriksaan telah dilakukan sesuai dengan prinsip pemeriksaan yang berlaku;

Rights and Authorities of Audit Committee

In carrying out its duties and responsibilities, the Committee has unlimited access rights to Management, Executive Officers, all employees and Bank records, including internal and external audit reports, internal and external rating reports, expert consultant reports, insofar as they are intended for discussion within the Committee.

Whereas, the Audit Committee has the authority to:

1. To review the planning and implementation of audits and monitoring the follow up of the audit results to assess the adequacy of internal control, including the adequacy of the Bank Financial Statements processes;
2. To receive reports of the audit results conducted by Internal Audit Work Unit / Integrated and Anti-Fraud Division at each operational and functional activity of the Bank;
3. To monitor and analyze the duty implementation of Internal Audit Work Unit / Integrated and Anti-Fraud Division by requesting the work paper, and provide suggestions and improvement of the audit process carried out;
4. Conduct study on the terms and validity of the public accountant firms, prior recommending the KAP to the Board of Commissioners and appointing them to be the external auditors of the Bank;
5. Request the work paper of the external auditors to ensure that the audits have been done in accordance with the applicable audit principles;



Aspek Pendukung Bisnis
Aspect of Business Support



Tata Kelola Perusahaan
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Capital Structure and Risk Management Practices

- Meminta dokumen yang membuktikan bahwa tindak lanjut hasil audit telah dilaksanakan dengan baik dan benar, serta tepat waktu;
- Membuat rekomendasi kepada Dewan Komisaris mengenai tindakan yang diperlukan atas kajian yang dilakukan; dan
- Meminta pendapat dari ahli eksternal guna mendapatkan saran independen untuk kepentingan Bank, dengan syarat anggota harus memohon izin pada Ketua terlebih dahulu dan/atau jika Komite Audit memutuskan perlunya bantuan ahli eksternal.

Komposisi Komite Audit

Berdasarkan Piagam dan Pedoman Kerja *Audit Committee*, keanggotaan Komite Audit sekurang-kurangnya terdiri dari 3 (tiga) orang dengan ketentuan:

- Seorang Komisaris Independen yang menjabat sebagai Ketua Komite Audit;
- Seorang dari pihak independen yang memiliki keahlian di bidang keuangan atau akuntansi; dan
- Seorang dari pihak independen yang memiliki keahlian di bidang hukum atau perbankan.

Untuk masa tugas anggota Dewan Komisaris yang merangkap sebagai anggota Komite Audit, sama dengan masa kerja penunjukannya sebagai anggota Dewan Komisaris yang ditentukan oleh RUPS. Sedangkan, masa tugas Komite Audit yang bukan merupakan anggota Dewan Komisaris tidak lebih lama dari masa jabatan Dewan Komisaris dengan tidak mengurangi hak Dewan Komisaris untuk memberhentikan.

Selain itu, semua anggota Komite Audit wajib memiliki integritas, akhlak, dan moral yang baik, serta harus memiliki pemahaman yang relevan dan signifikan dengan bisnis Bank. Anggota Komite Audit diangkat atau diberhentikan melalui Surat Keputusan Direksi berdasarkan hasil rapat Dewan Komisaris dan setelah mendapat rekomendasi dari Komite Nominasi dan Remunerasi.

Periode 9 Maret 2018 - 13 September 2019

Struktur dan keanggotaan Komite Audit periode 9 Maret 2018 -13 September 2019 yang diangkat berdasarkan Keputusan Direksi No. 002/SK-DIR/03/18 tanggal 9 Maret 2018 sebagai berikut.

Nama Name	Jabatan Position	Keterangan Description	Keahlian Expertise
Gunawan Tenggarahardja	Ketua Chairman	Komisaris Independen Independent Commissioner	Perbankan dan Bisnis Banking and Business
Retno Dwijanti Widaningsih	Anggota Member	Pihak Independen Independent Party	Perbankan dan Audit Banking and Audit
Teguh Sukaryanto	Anggota Member	Pihak Independen Independent Party	Manajemen Risiko dan Perbankan Risk Management and Banking

Periode 13 September - Sekarang

Struktur dan keanggotaan Komite Audit periode 13 September 2019 - sekarang yang diangkat berdasarkan Keputusan Direksi No. 006/SK-DIR/09/19 tanggal 13 September 2019 sebagai berikut.

- Request documents for proving that the follow up of the audit result has been done well and correctly, as well as timely;
- Make recommendations to the Board of Commissioners regarding the required actions on the study conducted; and
- Request opinions from the external experts to acquire independent suggestions for the interest of the Bank, with the condition that the member must first ask permission from the chairman and/or of the Audit Committee decided the need for the assistance of external expert.

Composition of Audit Committee

Based on the Work Charter and Guideline for the Audit Committee, the membership of the Audit Committee consists of at least 3 (three) people with the following condition:

- An Independent Commissioner who serves as Chairman of the Audit Committee;
- A person from an independent party who has expertise in finance or accounting; and
- A person from an independent party who has expertise in law or banking.

Board of Commissioners' member who concurrently serves as an Audit Committee has the same office term since their appointment as a member of the Board of Commissioners determined by the General Meeting of Shareholders. The Audit Committee member's office term who does not hold concurrent position will not be longer than the Board of Commissioners' office term without disregarding the Board of Commissioners' right to perform dismissal.

In addition, all members of the Audit Committee must have good integrity, character and morals, and must have relevant and significant understanding of the Bank's business. Audit Committee members are appointed or dismissed through the Decree the Board of Directors based on results of the Board of Commissioners' meeting and after obtaining a recommendation from the Nomination and Remuneration Committee.

March 9, 2018 - September 13, 2019

Structure and membership of the Audit Committee for the period of March 9, 2018 - September 13, 2019 tht appointed based on the Board of Directors Decree No. 002/SK-DIR/03/18 tanggal 9 Maret 2018 as follows.

September 13, 2019 - Present

The structure and membership of the Audit Committee for September 13, 2019 - present that appointed based on the Board of Directors Decree No.006/SK-DIR-/09/19 dated September 13, 2019 are as follows.

Nama Name	Jabatan Position	Keterangan Description	Keahlian Expertise
Gunawan Tenggarahardja	Ketua Chairman	Komisaris /Komisaris Independen Commissioner/Independent Commissioner	Perbankan dan Bisnis Banking and Business
Retno Dwijanti Widaningsih	Anggota Member	Pihak Independen Independent Party	Perbankan dan Audit Banking and Audit
Yozef Abdulrachman	Anggota Member	Pihak Independen Independent Party	Manajemen Risiko dan Perbankan Risk Management and Banking

Seluruh anggota Komite Audit telah memiliki kualifikasi pendidikan dan pengalaman kerja yang dapat dilihat pada bab Profil Perusahaan dalam Laporan Tahunan ini.

Keanggotaan Komite Audit Bank Victoria telah memenuhi Peraturan Otoritas Jasa Keuangan No. 55/POJK.03/2016 tanggal 7 Desember 2016 tentang Tata Kelola Bagi Bank Umum, Surat Edaran Otoritas Jasa Keuangan No. 13/SEOJK.03/2017 tanggal 17 Maret 2017 tentang Penerapan Tata Kelola Bagi Bank Umum, dan Peraturan Otoritas Jasa Keuangan No. 55/POJK.04/2015 tentang Pembentukan dan Pedoman Pelaksanaan Kerja Komite Audit.

Independensi Komite Audit

Komite Audit wajib menjalankan tugas dan tanggung jawabnya secara profesional dan independen, tanpa intervensi dari organ tata kelola Bank lainnya. Pelaksanaan tugas tersebut dilakukan sesuai dengan strategi, target, visi dan misi Bank, serta semata-mata hanya untuk kepentingan Bank. Guna menjamin dipenuhinya hal tersebut, Komite Audit perlu menjaga aspek independensi dimana seluruh anggota Komite Audit tidak terkait dengan Dewan Komisaris, Direksi, serta Pemegang Saham Utama dan Pengendali yang dapat menimbulkan dampak negatif ataupun benturan kepentingan (*conflict of interest*). Aspek independensi Komite Audit dijelaskan sebagai berikut.

All members of the Audit Committee have educational qualifications and work experience that can be seen in the Company Profile chapter of this Annual Report.

Membership of the Audit Committee of Bank Victoria has satisfied the provisions of Financial Services Authority Regulation No. 55/POJK.03/2016 dated 7 December 2016 on Governance for Commercial Bank, Circular of Financial Services Authority No. 13/SEOJK.03/2017 dated 17 March 2017 on Implementation of Governance for Commercial Bank, and Financial Services Authority Regulation No. 55/POJK.04/2015 on Establishment and Guideline for Audit Committee Work Implementation.

Independence of Audit Committee

The Audit Committee performs its duties and responsibilities professionally and independently, without any intervention from other organs in the Bank's governance. This duty implementation is performed in accordance with the Bank's strategies, targets, vision and mission, and solely for the Bank's interest. In order to ensure compliance, the Audit Committee needs to maintain the independence aspect in which all members of Audit Committee are not related to Boards of Commissioners, Board of Directors, and the Major and Controlling Shareholders in such a way which may result in negative impact or conflict of interest. The independence aspect of the Audit Committee is explained as follows.

Aspek Independensi	Gunawan Tenggarahardja	Retno Dwijanti Widaningsih	Teguh Sukaryanto*	Yozef Abdulrachman**	Independence Aspect
Tidak memiliki hubungan keuangan dengan Dewan Komisaris, Direksi, serta Pemegang Saham Utama dan Pengendali.	√	√	√	√	Does not have financial relationship with the Board of Commissioners, the Board of Directors, and Main and Controlling Shareholders.
Tidak memiliki hubungan kepemilikan saham di Bank, baik secara langsung maupun tidak langsung.	√	√	√	√	Does not have share ownership relationship in the Bank, either directly or indirectly.
Tidak memiliki hubungan kepengurusan di Bank, Entitas Anak, maupun perusahaan afiliasi.	√	√	√	√	Does not have management relationship in the Bank, Subsidiary, and affiliated company.
Tidak memiliki hubungan keluarga dengan Dewan Komisaris, Direksi, Pemegang Saham Utama dan Pengendali, dan/atau sesama anggota Komite Audit.	√	√	√	√	Does not have family relationship with the Board of Commissioners, the Board of Directors, Main and Controlling Shareholders, and/or among members of Audit Committee.
Tidak menjabat sebagai pengurus partai politik, pejabat, dan pemerintah.	√	√	√	√	Does not hold position as administrator of political party, state, and government.

* Mengundurkan diri efektif per 12 September 2019. / Resigned effectively as of 12 September 2019.

** Efektif menjabat pada 13 September 2019 / Start of effective term of office as of 13 September 2019.



Aspek Pendukung Bisnis
Aspect of Business Support



Tata Kelola Perusahaan
Good Corporate Governance



Tanggung Jawab Sosial Perusahaan
Corporate Social Responsibility



Struktur Permodalan dan Praktik Manajemen Risiko
Capital Structure and Risk Management Practices

Evaluasi dan Rekomendasi Komite Audit dalam Penunjukan Kantor Akuntan Publik

Terkait dengan pelaksanaan pemberian jasa audit atas informasi keuangan historis tahunan Bank tahun 2018 oleh Kantor Akuntan Publik Tanudiredja, Wibisana dan Rekan, maka Komite Audit telah melaksanakan evaluasi terhadap pemberian jasa tersebut dengan kesimpulan sebagai berikut.

1. Kesesuaian pelaksanaan audit dengan standar akuntansi yang berlaku
Ruang lingkup pekerjaan adalah melakukan audit posisi keuangan (neraca), tahun buku yang berakhir pada 31 Desember 2018, laporan laba rugi komprehensif, laporan perubahan ekuitas, dan laporan arus kas sesuai dengan standar akuntansi keuangan yang berlaku di Indonesia.

Hasil evaluasi menunjukkan pekerjaan audit telah dilaksanakan berdasarkan *standard auditing* versi Institut Akuntan Publik Indonesia, sehingga secara etika auditor dalam menjalankan proses audit telah mematuhi standar pelaksanaan audit, dan dalam memperoleh keyakinan, telah disertai bukti-bukti yang memadai sehingga bebas dari salah saji secara material. Selain itu, Auditor juga telah mempertimbangkan risiko salah saji, baik yang disebabkan oleh kesalahan ataupun kecurangan dengan memperhatikan proses pengendalian internal yang diterapkan oleh manajemen Bank dan konfirmasi yang secara intens dilakukan setiap terdapat temuan, yang didiskusikan dengan melibatkan anggota Komite Audit. Hal ini memberikan gambaran bahwa transparansi dan proses audit yang dilakukan telah berjalan sesuai harapan Dewan Komisaris.

2. Kecukupan waktu pekerjaan lapangan
Pekerjaan yang dimulai sejak surat penugasan pekerjaan, yang ditandatangani oleh Direksi pada tanggal 28 Agustus 2018, dapat diselesaikan sampai dengan penyerahan laporan pada tanggal 3 Maret 2019, atau kurang lebih selama 23 minggu, adalah waktu yang cukup memadai dan sesuai dengan skala, area usaha, serta kompleksitas bisnis Bank.

Sebagaimana *time table* yang disetujui bersama dan adanya dukungan tim audit yang cukup, dikaitkan dengan skala, area dan kompleksitas bisnis Bank, maka Komite berpendapat jangka waktu pemeriksaan cukup memadai.

3. Pengkajian cakupan jasa yang diberikan dan kecukupan uji petik
 - a. Cakupan jasa audit
Auditor melakukan evaluasi terhadap Pengendalian Internal Bank sebagai dasar melakukan *general audit*. Hasil evaluasi secara umum baik, merekomendasi perbaikan dalam peningkatan pengendalian internal yang harus diperbaiki Bank.
 - b. Laporan Keuangan Konsolidasi 31 Desember 2018
 - 1) Mengaudit Laporan Keuangan Konsolidasian Bank per 31 Desember 2018, laporan laba rugi, laporan perubahan ekuitas, dan laporan arus kas untuk tahun yang berakhir pada tanggal tersebut.
 - 2) Mengkaji ulang penggolongan kualitas aset produktif dan perhitungan penyisihan penghapusan aset produktif (PPAP), serta kecukupan cadangan atas *loan impairment*, dengan melakukan kajian ulang

Evaluation and Recommendation of Audit Committee in Appointing Public Accountant Firm

Related to the implementation of audit services on the Bank's annual historical financial information of 2018 by Public Accounting Firm Tanudiredja, Wibisana & Rekan, the Audit Committee conducted an evaluation of the provision of services with the following conclusion.

1. The conformity of the audit with the applicable accounting standards
The work scope is to perform auditing on financial position (balance sheet), for the fiscal year ended in 31 December 2019, comprehensive profit and loss statement, change in equity, and cash flow report according to the financial accounting standard that prevails in Indonesia.

The evaluation results show that the audit work has been carried out based on the Indonesian Audit Standard of the Indonesian Institute of Certified Public Accountants, therefore, ethically in carrying out the audit process, the auditor has complied with the standard of audit implementation, and in obtaining confidence, it has sufficient evidence so that it is free of material misstatement. Furthermore, the auditor has also considered the risk of misstatement, whether caused by error or fraud, by paying attention to the internal control process applied by the Bank's management and by intense confirmation of any findings, which are discussed by involving members of Audit Committee. This provides an illustration that the transparency and audit process carried out are as expected by the Board of Commissioners.

2. Adequacy of field work time
The work commencing from the date of the assignment letter signed by the Board of Directors on 28 August 2018 was completed on the submission of the report on 3 March 2019, or more or less 23 weeks. Thus, the time given was adequate and appropriate with the Bank's business scale, area, and complexity.

Referring to the mutually-agreed time table and adequate audit team support, in terms of scale, area and complexity of the Bank's business, the Committee is of the opinion that the examination period is adequate.

3. Review of coverage of services provided and adequacy of sampling test
 - a. Scope of audit services
Auditor evaluates the Bank's Internal Control as a basis to perform general audit. Evaluation result is generally good, recommending improvement on the internal control to be achieved by the bank.
 - b. Consolidated Financial Statements 31 December 2018
 - 1) Audited the Bank's Consolidated Financial Statements as of 31 December 2019, profit and loss statement, change in equity report, and cash flow report for the year ended on such date.
 - 2) Review the categorization of productive assets quality and calculation of regulatory provision for productive assets (PPAP), and adequate reserves on loan impairment, by performing the calculation

perhitungan secara individual dan kolektif dan juga perhitungan *loss given default* (LGD).

- 3) Mengkaji ulang agunan yang diambil alih (AYDA), termasuk evaluasi *action plan* penyelesaiannya dan perhitungan kecukupan pencadangan berdasarkan asumsi 1,5 tahun terjual.
 - 4) Mengkaji ulang kewajaran transaksi dengan pihak-pihak berelasi dan transaksi penyediaan dana kepada pihak terkait.
 - 5) Melakukan pemeriksaan batas maksimum pemberian kredit (BMPK).
 - 6) Mengkaji ulang perhitungan aset tertimbang menurut risiko (ATMR) dan perhitungan kewajiban penyediaan modal minimum (KPMM) Bank.
 - 7) Melakukan pemeriksaan transaksi *spot* dan *derivative*.
 - 8) Mengkaji ulang perhitungan posisi Devisa Neto (PDN).
 - 9) Mengkaji ulang keandalan sistem informasi pelaporan Bank.
 - 10) Mengkaji ulang pelaksanaan pengendalian internal Bank.
 - 11) Mengkaji ulang hal-hal lain yang diatur dalam standar akuntansi keuangan (SAK) dan pedoman akuntansi perbankan Indonesia (PAPI).
 - 12) Melakukan pemeriksaan dan rekonsiliasi jurnal manual, buku besar dan penyesuaian yang dilakukan, mengingat masih adanya jurnal manual yang berpotensi terjadinya penyimpangan/kecurangan.
 - 13) Mengkaji ulang pengakuan pendapatan, termasuk melakukan *test* dan *proof sheet* atas perhitungan besaran *effective interest rate* (EIR) dan lain-lain.
 - 14) Mengkaji ulang dana pihak ketiga, dengan melakukan verifikasi buku besar di neraca dan biaya bunga serta melakukan konfirmasi.
 - 15) Mengkaji ulang investasi pada surat-surat berharga, serta perlakuan akuntansi dan pencatatan klasifikasi maupun valuasinya.
 - 16) Melakukan kajian atas Entitas Anak, Bank Syariah, terutama hal yang signifikan, seperti kecukupan cadangan pembiayaan dan amortisasi *fee* dan biaya transaksi.
- c. Kecukupan cadangan
- 1) Berdasarkan hasil validasi auditor, penilaian penurunan nilai secara individual terdapat kekurangan pencadangan sebesar Rp15 miliar. Penyesuaian kekurangan pencadangan telah dibukukan dalam laporan keuangan yang berakhir pada 31 Desember 2018.
 - 2) Berdasarkan validasi auditor, penilaian penurunan nilai secara individual terdapat kekurangan pencadangan sebesar Rp17 miliar. Penyesuaian kekurangan pencadangan telah dibukukan dalam laporan keuangan yang berakhir pada 31 Desember 2018.
 - 3) Dalam perhitungan potensi penerimaan dari AYDA, Bank memperhitungkan lama penjualan 1,5 tahun, diskon sebesar 10% dari nilai pasar, estimasi biaya

review individually and collectively and also the calculation of *loss given default* (LGD)

- 3) Review the foreclosed assets, including evaluation of action plan and its settlement and calculation of adequacy of reserves based on the assumption that it will be sold in 1.5 years.
- 4) Review the fairness of transaction with related parties and fund provision transactions to the related parties.
- 5) Monitor the maximum credit limit (BMPK).
- 6) Review the risk weighted assets (RWA) and calculation of obligation of Capital Adequacy Ratio (CAR) of the Bank.
- 7) Perform check on spot and derivative transactions.
- 8) Review the calculation of Net Open Position (PDN).
- 9) Review the reliability of Bank reporting information system.
- 10) Review the implementation of Bank's internal control.
- 11) Review all matters regulated in the Financial Accounting Standards (SAK) and Indonesian Banking Accounting Guidelines (PAPI).
- 12) Conduct the audit and reconciliation of manual journals, ledgers, and adjustments made, since there are manual journals that have the potential for irregularities/fraud.
- 13) Review earning recognition, including to test and proof sheet the calculation on effective interest rate (EIR), etc.
- 14) Review third-party funds by verifying the ledger in the balance sheet and interest expenses and making confirmation.
- 15) Conduct review of investment in marketable securities, including the accounting treatment, recording of classification, and valuation.
- 16) Conduct review of Subsidiaries, Sharia Banks, particularly significant matters, such as the adequacy of financing reserves, fee amortization, and transaction charges.

c. Adequacy of reserve

- 1) Based on auditor's validation result, individual valuation on impairment losses shows that there is an allowance shortfall of Rp15 billion. Adjustment to the allowance of impairment losses has been recorded in the financial statements ended on 31 December 2018.
- 2) Based on auditor's validation result, individual valuation on impairment losses shows that there is an allowance shortfall of Rp17 billion. Adjustment to the allowance of impairment losses has been recorded in the financial statements ended on 31 December 2018.
- 3) In calculation of potential revenue from foreclosed assets (AYDA), the Bank estimates period of sales at 1.5 year, discount at 10% of the market value,



untuk menjual 5% dari nilai pasar NVP-dilakukan diskonto menggunakan tingkat suku bunga 13,00%. Berdasarkan perhitungan tersebut Bank kelebihan melakukan pencadangan sebesar Rp44,07 miliar. Penyesuaian atas kelebihan penyesihan ini telah dilakukan dalam laporan keuangan yang berakhir pada 31 Desember 2018.

- 4) Pada perhitungan cadangan penanaman modal terdapat kekurangan sebesar Rp27,8 miliar.

Sehingga, secara keseluruhan Bank mengalami kekurangan CKPN sebesar Rp844.352.000,- dan telah dilakukan penyesuaian pada laporan keuangan yang berakhir pada 31 Desember 2018.

d. Akruai bonus

Berdasarkan hasil audit, terdapat kekurangan catat akruai bonus sebesar Rp2,4 miliar. Penyesuaian atas kelebihan penyesihan ini telah dilakukan dalam laporan keuangan yang berakhir pada 31 Desember 2018.

e. Liabilitas imbalan kerja

Berdasarkan laporan aktuarial final pada Februari 2019, terdapat kekurangan pencatatan pada saldo liabilitas imbalan kerja sebesar Rp7,5 miliar. Penyesuaian atas kekurangan pencatatan pada saldo liabilitas imbalan kerja sebesar Rp7,5 miliar, biaya imbalan kerja sebesar Rp654 juta dan penyesuaian pencatatan keuntungan/kerugian aktuarial di pendapatan komprehensif lainnya sebesar Rp8,1 miliar telah dibukukan dalam laporan keuangan yang berakhir pada 31 Desember 2018.

4. Kecukupan uji petik

Dalam uji petik yang dilakukan oleh auditor, nilai sampel pemeriksaan sebesar Rp10.780.870.743.337,- atau sebesar 71,12% dibandingkan dengan total portofolio kredit, sehingga hal ini telah memenuhi ketentuan minimal sebesar 70,00% dan telah mencakup 25 nasabah terbesar. Sedangkan, berdasarkan jumlah sampel yang diperiksa sebanyak 129 akun. Dari hasil evaluasi portofolio kredit terdapat debitur yang perlu dilakukan pengawasan lebih ketat yakni Bima Multifinance.

Pada restrukturisasi akun, auditor melakukan pemeriksaan terhadap 20 akun kualitas dalam perhatian khusus (kolektibilitas 2) dan 21 akun untuk debitur NPL kualitas kurang lancar sampai macet, dimana keseluruhannya telah mewakili 100,00% jumlah populasi.

5. Rekomendasi perbaikan yang diberikan oleh akuntan publik dan/atau kantor akuntan publik

Berdasarkan hasil audit, maka direkomendasikan perbaikan pengendalian internal serta koreksi keuangan untuk menyesuaikan dengan kebijakan akuntansi yang berlaku, sebagaimana yang wajib dilaporkan oleh akuntan publik pada Otoritas Jasa Keuangan.

sales cost is estimated at 5% of market value. NVP is discounted using interest rate of 13.00%. Based on the above calculation, the Bank has an allowance excess of Rp44.07 billion. Adjustment to the allowance excess has been recorded in the financial statements ended on 31 December 2018.

- 4) On calculation of investment reserves there is a shortfall of Rp27.8 billion.

As such, the Bank's total shortfall in Allowance of Impairment Losses is at Rp 844,352,000,- and adjustment has been made to the financial statements ended on 31 December 2018.

d. Bonus accrual

Based on audit result, there is a shortfall on accrual bonus record at the amount of Rp2.4 billion. Adjustment to the allowance excess has been recorded in the financial statements ended on 31 December 2018.

e. Employee Benefit Liabilities

Based on final actuary report, in February 2019 there was a shortfall in the work benefit liability balance record at the amount of Rp7.5 billion. Adjustments to the shortfall in work benefit liability balance record at Rp7.5 billion, work benefit cost at Rp654 million, and adjustment to the profit/loss actuary record in comprehensive revenue and others have been record at Rp8.1 billion in the financial statements ended on 31 December 2018.

4. Adequacy of sampling test

Value of sampling in the test carried out by auditor, is at the amount of Rp10,780,870,743,337 or 71.12% compared to total credit portfolio, so that this has fulfilled the minimum provision of 70% and has covered 25 top customers. Meanwhile, based on number, there were total of 129 accounts audited. From the credit portfolio evaluation result, there is a debtor that needs more stringent monitoring, namely PT Bima Multifinance.

On account restructuring, the auditor performed audit on 20 quality accounts in special mention (collectability 2) and 21 substandard-loss NPL accounts, in which these have entirely represent 100.00% of the population.

5. Recommendations for improvement submitted by the public accounting and/or public accountant firm

Based on audit, therefore internal control improvement and financial correction are recommended to adjust to the accounting policy in effect, as it is required to be reported by the public accountant to the Financial Services Authority.

Secara umum rekomendasi perbaikan yang diperlukan dalam peningkatan pengendalian internal antara lain:

- a. Pada bidang perkreditan yang perlu disempurnakan dengan menekankan fungsi pengawasan atasan langsung, pelaksanaan dan pelaporan *call visit* dan dokumentasi *call report*, pemeliharaan data agunan dalam daftar *nominative* dan sistem *corebanking (Alphabits)*, ketentuan penggunaan 3 (tiga) pilar, pemantauan dokumen kredit, proses restrukturisasi kredit, analisa dan perhitungan cadangan kerugian penurunan nilai kredit-kolektif. Temuan ini konsisten dengan hasil temuan audit tahun sebelumnya.
- b. Dalam hal teknologi informasi (TI) yang perlu mendapat perhatian dari manajemen adalah hak akses pengguna tidak sesuai dengan tabel kewenangan akses terkini dan keterlambatan penonaktifan akun pengguna milik karyawan yang telah mengundurkan diri. Hal ini pun konsisten dengan temuan tahun sebelumnya.

Terkait dengan rencana penggunaan jasa kantor akuntan publik dan akuntan publik yang akan mengaudit informasi keuangan historis tahunan Bank posisi tahun 2019, Komite Audit telah merekomendasikan penggunaan jasa Kantor Akuntan Publik Pricewaterhouse Coopers dengan pertimbangan sebagai berikut.

1. Independensi Kantor Akuntan Publik, Akuntan Publik dan Tim Audit

Sebagaimana standar independensi kantor akuntan publik yang terafiliasi pada Pricewaterhouse Cooper, dikenal adanya kode etik dan benturan kepentingan, sehingga secara profesional pengaturan internal dari kantor akuntan publik telah menyatakan bahwa tidak ada hubungan istimewa antara pihak pemeriksa dengan terperiksa, yang dapat memengaruhi independensinya.

Demikian pula dari penelusuran Komite Audit, tidak ditemukan hubungan antara pengurus Bank, pejabat eksekutif Bank dan pihak lain yang berkepentingan yang dapat memengaruhi independensi dan pendapat akhir dari hasil pemeriksaan, sehingga independensi ini dapat diyakini.

2. Ruang Lingkup Audit

- a. Uji petik dokumen yang diperiksa, minimal 70% dari nilai nominal eksposur berisiko Bank dan paling sedikit mencakup 25 *counter party* terbesar Bank, dengan catatan bagi peringkat yang risiko individualnya cukup tinggi (kualitas rating menurun), diupayakan seluruhnya tercakup dalam uji petik yang diperiksa.
- b. Penggolongan kualitas aset produktif, sesuai dengan ketentuan dan persyaratan yang berlaku, termasuk kecukupan perhitungan dan pencadangannya.
- c. Melakukan penilaian terhadap AYDA, proses dan nilai wajarnya, termasuk kecukupan pencadangan kerugiannya.
- d. Penilaian terhadap rupa-rupa aset.
- e. Penyediaan dana kepada pihak terkait, baik jumlah, kualitas, dan prosesnya, termasuk transaksi yang diberlakukan secara khusus.
- f. Pelanggaran dan pelampauan BMPK secara detil, baik jumlah, nasabah dan kualitas serta persentasenya, posisi

In general, the recommendations for improving internal control include:

- a. In the credit sector the things that need to be improved is the emphasizing of direct superior monitoring, implementation and reporting of call visit and documentation on call visit, collateral data maintenance in nominative and core banking system (Alpha bits), 3 (three) pillars use provisions, credit documents monitoring, credit restructuring process, analysis and calculation of collective credit on allowance for impairment losses. These findings are consistent with previous year's audit findings.
- b. In Information Technology (IT), matters that require attention from management are user access right that is not in-line with the updated authorization table, and delay in deactivating account of resigned employees. These are also consistent with previous year's findings.

In relation to the plan to use the services of a public accounting firm and public accountant that will audit the Bank's annual historical financial information of 2019, the Audit Committee has recommended using Public Accounting Firm PriceWaterhouse Coopers under the following considerations.

1. Independence of Public Accounting Firm, Public Accountant, and Audit Team

The standard of independence of any public accounting firms affiliated with Pricewaterhouse Cooper recognizes code of ethics and provisions on conflict of interest, so professionally based on the internal arrangement of the public accounting firm it is stated that there is no special relationship between the auditor and the auditee, which may affect its independence.

Similarly, the tracing conducted by the Audit Committee did not find any relationship between the Bank's management, the Bank's executive officers, and any other parties concerned that may affect the independence and final opinion on the audit results, thus, the independence is assured.

2. Audit Scope

- a. The sampling of documents audited covers at least 70% of the nominal value of the Bank's risk exposures and at least 25 largest counterparties of the Bank, with the note that those with high individual risk (decreased rating quality) should be entirely included in the audit sampling.
- b. Classification of quality of productive assets is in accordance with prevailing provisions and requirements, including the calculation of adequacy of reserves.
- c. Assessment of Foreclosed Assets, the process and fair value, including the adequacy of reserves for the losses.
- d. Assessment of the different forms of assets.
- e. Provision of funds to related parties, including the quantity, quality, and process, including specifically enforced transactions.
- f. Violation and the excess of LLL in details, in terms of amount, customer, quality, percentage, net open



devisa neto, termasuk verifikasi perhitungan kecukupan modal minimum dan ATMR masing-masing risiko, serta perhitungan giro wajib minimum.

- g. Penilaian terhadap penerapan pengendalian internal Bank secara komprehensif, termasuk kehandalan dalam sistem pelaporan.
- h. Penilaian terhadap metode penghitungan EIR serta verifikasi perhitungan dengan menggunakan program PSAK *engine* yang baru diinstall.
- i. Hal-hal lain sebagaimana dengan hasil pemeriksaan Otoritas Jasa Keuangan yang terakhir.

3. Imbalan Jasa Audit

Kenaikan besaran *fee* telah memperhitungkan kenaikan inflasi, walaupun ruang lingkup pekerjaan relatif tetap, agar Bank memperhitungkan dengan kewajaran dan ruang lingkup pekerjaan dengan telah bertambahnya kantor-kantor di luar kota.

4. Keahlian dan Pengalaman Kantor Akuntan Publik, Akuntan Publik dan Tim Audit

Bahwa berdasarkan data dari otoritas, KAP Tanudireja Wibisana dan Rintis yang terafiliasi dengan Pricewaterhouse Cooper yang merupakan kantor akuntan publik yang tergolong *the big four*, sehingga kualitas, kompetensi dan integritas dapat diyakini cukup baik. Dari hal ini diharapkan jasa yang diberikan dapat memberikan nilai tambah bagi integritas informasi keuangan Bank sesuai prinsip akuntansi keuangan yang berlaku.

Dengan adanya ketentuan dan untuk menghindari risiko salah saji dan kelalaian, diperlukan *fresh eyes perspectives*, maka akuntan publik sebagai penanggung jawab pemeriksaan perlu dilakukan rotasi dan penggantian. Untuk itu, rotasi akuntan publik dilakukan dengan tidak menunjuk lagi Saudara Lucy Luciani Suhenda sebagai penanggung jawab.

5. Metodologi, Teknik, dan Sarana Audit yang Digunakan

- a. Melakukan pemeriksaan dan rekonsiliasi jurnal manual, buku besar dan penyesuaian yang dilakukan, mengingat masih terdapat jurnal manual yang berpotensi terjadi kesalahan/penyimpangan/kecurangan.
- b. Mengkaji ulang pengakuan pendapatan, termasuk melakukan *test* dan *proofing* atas perhitungan besaran EIR dan lainnya.
- c. Mengkaji ulang kecukupan cadangan atas *loan impairment*, dengan melakukan *review* perhitungan secara individual dan kolektif dan juga penghitungan LGD.
- d. Mengkaji ulang dana pihak ketiga dengan melakukan verifikasi buku besar di neraca dan biaya bunga serta melakukan konfirmasi.
- e. Mengkaji ulang AYDA, termasuk evaluasi *action plan* penyelesaiannya dan perhitungan kecukupan pencadangan berdasarkan asumsi 2 (dua) tahun terjual.
- f. Mengkaji ulang investasi pada surat-surat berharga, serta perlakuan akuntansi dan pencatatan klasifikasi maupun valuasinya.
- g. Melakukan kajian atas Entitas Anak, Bank Syariah, terutama hal yang signifikan, seperti kecukupan cadangan pembiayaan dan amortisasi *fee* dan biaya transaksi.

position, including the verification of minimum capital adequacy and Risk-Weighted Assets of each risk, and the calculation of minimum statutory reserves.

- g. Assessment of the Bank's comprehensive implementation of internal controls, including reliability in the reporting system.
- h. Assessment of EIR calculation method and verification of calculation using the newly installed PSAK *engine* program.
- i. Other matters according the result of the last audit conducted by Financial Services Authority.

3. Audit Services Fee

The increase in fee amount has considered the increase in inflation, although the work scope is relatively fixed, so the Bank determines the fee with due regards to the fairness and work scope with the increase in number of offices in other cities.

4. Expertise and Experience of Public Accounting Firm, Public Accountant, and Audit Team

That based on data from the authorities, Public Accountant Firm Tanudireja Wibisana and Rintis is affiliated with Pricewaterhouse Cooper which is one the big four public accounting firms, so its quality, competence, and integrity can be believed to be good. Thus, it is expected that the services provided can give added value for the integrity of the Bank's financial information in accordance with the applicable financial accounting principles.

With such provision and to avoid the risk of misstatement and negligence, fresh-eyes perspective is required, so the public accountant as the person in charge of the audit needs rotation and replacement. For this reason, the rotation of public accountant is carried out by not appointing Lucy Luciani Suhenda as the person in charge anymore.

5. Methodology, Technique, and Facilities of Audit Used

- a. Conduct the audit and reconciliation of manual journals, ledgers, and adjustments made, since there are manual journals that have the potential for errors/irregularities/fraud.
- b. Review revenue recognition, including test and proofing on the calculation of EIR and others.
- c. Review the adequacy of reserves for loan impairment, by reviewing the calculations individually and collectively as well as LGD calculation.
- d. Review third-party funds by verifying the ledger in the balance sheet and interest expenses and making confirmation.
- e. Review the Foreclosed Assets, including evaluation of action plan and its settlement and calculation of adequacy of reserves with the assumption that it will be sold in 2 (two) years.
- f. Conduct review of investment in marketable securities, accounting treatment, recording of classification, and valuation of the investment.
- g. Conduct review of Subsidiaries, Sharia Banks, particularly significant matters, such as the adequacy of financing reserves, fee amortization, and transaction charges.

6. Manfaat *Fresh Eyes Perspectives* yang Akan Diperoleh Melalui Penggantian Kantor Akuntan Publik, Akuntan Publik dan Tim Audit

Adanya potensi risiko atas penggunaan jasa audit oleh kantor akuntan publik yang sama secara berturut-turut untuk kurun waktu yang cukup panjang, dimitigasi dengan penggantian penanggung jawab, walaupun masih dalam kantor akuntan publik yang sama, sehingga diharapkan akan dapat diperoleh hasil yang lebih, mengingat bahwa kualitas Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis dan Rekan (Pricewaterhouse Cooper) telah dikenal dengan baik selama ini, dan perbaikan yang dirasa dalam penerapan pengendalian internal yang cukup baik. Namun demikian, Komite akan tetap melakukan pemantauan secara terus menerus agar potensi risiko atas ketidakpekaan dapat dideteksi lebih dini.

Rapat Komite Audit Kebijakan Rapat Komite Audit

Komite Audit wajib mengadakan rapat sekurang-kurangnya 1 (satu) kali dalam 3 (tiga) bulan, yang dipimpin langsung oleh Ketua Komite Audit. Komite Audit juga dapat melaksanakan rapat tambahan atas usulan setiap anggota Komite Audit. Selain anggota Komite Audit, rapat Komite Audit juga dapat mengundang Divisi SKAI/*Integrated and Anti Fraud* dan/atau Direktur yang membawahi Divisi tersebut, serta Pejabat Eksekutif Bank, kantor akuntan publik yang menjadi auditor eksternal Bank, ataupun penasehat ahli, jika diperlukan.

Frekuensi dan Kehadiran Rapat Komite Audit

Pada tahun 2019, Komite Audit menyelenggarakan rapat sebanyak 6 (enam) kali dengan tingkat kehadiran rata-rata rapat sebesar 100,00%. Berikut uraian frekuensi dan kehadiran rapat Komite Audit.

Nama Name	Jabatan Position	Total Rapat Total Number of Meetings	Total Kehadiran Total Attendance	%
Gunawan Tenggarahardja	Ketua Chairman	6	6	100.00
Retno Dwijanti Widaningsih	Anggota Member	6	6	100.00
Teguh Sukaryanto*	Anggota Member	6	4	100.00
Yozef Abdulrachman**	Anggota Member		2	100.00
Rata-Rata Kehadiran Average Attendance				100.00

* Mengundurkan diri efektif per 12 September 2019. / Resigned effectively as of 12 September 2019.

** Efektif menjabat pada 13 September 2019 / Start of effective term of office as of 13 September 2019.

Agenda Rapat Komite Audit

Uraian agenda rapat Komite Audit Bank pada tahun 2019 sebagai berikut.

6. Benefit of Fresh Eye Perspective Obtained Through Replacement of Public Accounting Firm, Public Accountant, and Audit Team

The potential risk of using audit services provided by the same public accounting firm consecutively during the considerable period of time is mitigated by replacing the person in charge of the audit by another person although in the same public accounting firm, so the results are expected to be better, considering the fact that the quality of Public Accounting Firm Tanudiredja, Wibisana, Rintis and Rekan (Pricewaterhouse Cooper) has been well-known, and there has been good improvement in the application of internal control. However, the Committee will conduct the monitoring continuously so that the potential risk of insensitivity can be detected earlier.

Audit Committee Meeting Policy of Audit Committee Meeting

The Audit Committee must hold meetings at least 1 (one) time in 3 (three) months, which is led directly by the Chairman of the Audit Committee. The Audit Committee also can carry out additional meetings at the suggestion of each member of the Audit Committee. In addition to the Audit Committee members, Audit Committee meeting also can invite the Internal Audit Work Unit /*Integrated and Anti Fraud* Division and/or the Director in charge of the Division, as well as Bank Executive Officers, public accountant firm who has been appointed as the Bank's external auditors, or expert advisors, if needed.

Meeting Frequency and Attendance of Audit Committee

In 2019, the Audit Committee held 6 (six) meetings with the average attendance level of 100.00%. Meeting frequency and attendance of Audit Committee are as follows.

Meeting Agenda of Audit Committee

Throughout 2019, meeting date, meeting Agenda and meeting Participants of Audit Committee are as follows.



Tanggal Rapat Meeting Date	Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participants	Kehadiran Attendance
27 Februari 2019 27 February 2019	<p>a. Satuan Kerja Audit Internal:</p> <ul style="list-style-type: none"> Memperbaharui status Audit sampai dengan Februari 2019; Permasalahan yang signifikan; Perubahan Standar Pelaksanaan Fungsi Audit Intern Bank (SPFAIB) yang terbaru. <p>b. Divisi Kepatuhan:</p> <ul style="list-style-type: none"> Peraturan baru tahun 2019. Tindak lanjut temuan Otoritas Jasa Keuangan. <p>a. Internal Audit Work Unit:</p> <ul style="list-style-type: none"> Updating the Audit status until February 2019; Significant problems; The latest amendments to the Standards for the Implementation of Bank Internal Audit Function (SPFAIB). <p>b. Compliance Division:</p> <ul style="list-style-type: none"> New regulations in 2019. Following-up on findings of the Financial Services Authority. 	Gunawan Tenggarahardja	Hadir Present
		Retno Dwijanti Widaningsih	Hadir Present
		Teguh Sukaryanto*	Hadir Present
		Yozef Abdulrachman**	Tidak Hadir Absent
6 Maret 2019 6 March 2019	<p>Presentasi Kantor Akuntan Publik Tanudiredja, Wibisana Rintis & Rekan (Price Waterhouse Coopers) oleh M Jusuf Wibisana tentang hasil audit Bank Victoria tahun buku 2019 dengan agenda:</p> <p>a. Ringkasan Eksekutif.;</p> <p>b. Ikhtisar Keuangan;</p> <p>c. Area yang menjadi perhatian;</p> <p>d. Pengendalian Internal; dan</p> <p>e. <i>Audit Adjustment, Client Late Adjustments and Summary of Uncorrected Misstatements.</i></p> <p>Presentation of Public Accountant Firm Tanudiredja, Wibisana, Rintis, & Partners (Price Waterhouse Coopers) by M Jusuf Wibisana on the audit results of Bank Victoria for the 2019 fiscal year with the agenda:</p> <p>a. Executive Summary;</p> <p>b. Financial Summary;</p> <p>c. Area of concern;</p> <p>d. Internal Control; and</p> <p>e. <i>Audit Adjustment, Client Late Adjustments, and Summary of Uncorrected Misstatements.</i></p>	Gunawan Tenggarahardja	Hadir Present
		Retno Dwijanti Widaningsih	Hadir Absent
		Teguh Sukaryanto*	Hadir Present
		Yozef Abdulrachman**	Tidak Hadir Absent
3 Mei 2019 3 May 2019	<p>a. Evaluasi pelaksanaan jasa audit informasi keuangan Bank Victoria tahun buku 2018 oleh M Jusuf Wibisana, dari KAP Tanudiredja, Wibisana, Rintis & Rekan (Price Waterhouse Coopers); dan</p> <p>b. Kinerja SKAI dan tindak lanjut temuan SKAI sampai dengan Maret 2019.</p> <p>a. Evaluation of the implementation of audit services on Bank Victoria's financial information for the 2018 fiscal year by M Jusuf Wibisana, from KAP Tanudiredja, Wibisana, Rintis & Partners (Price Waterhouse Coopers); and</p> <p>b. Internal Audit performance and follow-up from Internal Audit findings until March 2019.</p>	Gunawan Tenggarahardja	Hadir Present
		Retno Dwijanti Widaningsih	Hadir Present
		Teguh Sukaryanto*	Hadir Present
		Yozef Abdulrachman**	Tidak Hadir Absent
30 Agustus 2019 30 August 2019	<p>Tindak lanjut SKAI atas Surat Otoritas Jasa Keuangan No. SR.13/PB.331/2019 tanggal 5 Agustus 2019 butir 7.</p> <p>Follow-up of SKAI on Financial Services Authority Letter No. SR.13/PB.331/2019 dated 5 August 2019 point 7.</p>	Gunawan Tenggarahardja	Hadir Present
		Retno Dwijanti Widaningsih	Hadir Present
		Teguh Sukaryanto*	Hadir Present
		Yozef Abdulrachman**	Hadir Present

Tanggal Rapat Meeting Date	Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participants	Kehadiran Attendance
4 Oktober 2019 4 October 2019	Kick off meeting dengan Price Waterhouse Coopers untuk General Audit tahun 2019. Kick off meeting with Price Waterhouse Coopers for General Audit in 2019.	Gunawan Tenggarahardja	Hadir Present
		Retno Dwijanti Widaningsih	Hadir Present
		Teguh Sukaryanto*	Tidak Hadir Absent
		Yozef Abdulrachman**	Hadir Present
13 November 2019	Membahas Peraturan Otoritas Jasa Keuangan No. 1/POJK.03/2019 tentang Penerapan Fungsi Audit pada Bank Umum dan Pelaksanaan Audit Satuan Kerja Audit Internal sampai dengan November 2019. Discussion of Financial Services Authority Regulation No. 1/POJK.03/2019 on Implementation of Audit Functions at Commercial Banks and Implementation of Audit of the Internal Audit Work Unit until November 2019.	Gunawan Tenggarahardja	Hadir Present
		Zaenal Abidin, PhD	Hadir Present
		Retno Dwijanti Widaningsih	Hadir Present
		Teguh Sukaryanto*	Tidak Hadir Absent
		Yozef Abdulrachman**	Hadir Present

* Mengundurkan diri efektif per 12 September 2019. / Resigned effectively as of 12 September 2019.

** Efektif menjabat pada 13 September 2019 / Start of effective term of office as of September, 13 2019.

Laporan Singkat Pelaksanaan Kegiatan Komite Audit Tahun 2019

Sepanjang tahun 2019, Komite Audit telah melakukan penelaahan dan peninjauan, baik melalui analisa laporan maupun melalui rapat yang hasilnya disampaikan kepada Dewan Komisaris, antara lain sebagai berikut.

1. Penelaahan Laporan Keuangan serta Pengendalian Internal periode Desember 2018, Maret, Juni, dan September 2019, yakni dengan memberikan pendapat tentang Laporan Keuangan dan Pengendalian Internal periode Desember 2018, Maret, Juni dan September 2019.

Komite Audit telah membuat Laporan Hasil Penelaahan (LHP) sebagai berikut.

No. Memo Memo No.	Tanggal Date	Perihal Subject
005/KA/1/2019	25 Januari 2019 25 January 2019	Review Laporan Keuangan dan Pengendalian Internal periode Desember 2018 Review of Financial Statements and Internal Controls for the period of December 2018
011/KA/5/2019	3 Mei 2019 3 May 2019	Review Laporan Keuangan dan Pengendalian Internal periode Maret 2019 Review of Financial Statements and Internal Controls for the period of March 2019
018/KA/7/2019	24 Juli 2019 24 July 2019	Review Laporan Keuangan dan Pengendalian Internal periode Juni 2019 Review of Financial Statements and Internal Controls for the period of June 2019
027/KA/10/2019	18 Oktober 2019 18 October 2019	Review Laporan Keuangan dan Pengendalian Internal periode September 2019 Review of Financial Statements and Internal Controls for the period of September 2019

2. Melakukan penelaahan atas hasil LHP SKAI semester I dan II 2019, yakni dengan:
 - a. Memonitor realisasi Audit Divisi SKAI sesuai Rencana Kerja SKAI tahun 2019, dan melaporkannya kepada Dewan Komisaris;

Brief Report on The Implementation of Audit Committee Activities in 2019

Throughout 2019 the Audit Committee has conducted study and review, both through report analysis and through meetings; the results have been submitted to the Board of Commissioners, among others as follows.

1. Reviewing the Financial Statements and Internal Controls for periods of December 2018, March, June, and September 2019, by providing opinions on the Financial Statements and Internal Controls for periods of December 2018, March, June and September 2019.

The Committee has made LHP review result as follows.

2. Conduct review of Report of Audit Result (LHP) of SKAI for Semester I and II 2019, namely by:
 - a. Monitoring the realization of audit of SKAI Division in accordance with Work Plan of SKAI 2019, and report it to the Board of Commissioners;



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- | | |
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| <ul style="list-style-type: none"> b. Memberikan saran untuk pemenuhan rencana kerja Divisi SKAI 2019; c. Memberi catatan pendalaman atas obyek dan substansi pemeriksaan; dan d. Memberikan rekomendasi untuk memberikan peningkatan aktivitas pengendalian internal di masing masing unit kerja, seperti Divisi di Kantor Pusat, Kantor Cabang/Kantor Cabang Pembantu/Kantor Kas. | <ul style="list-style-type: none"> b. Giving advices for fulfilling the 2019 work plan of SKAI Division; c. Giving notes on deepening the object and substance of the audit; and d. Giving recommendation for increasing activities of internal control in each work unit such as in the Division of at Head Office, Branch Office/Subbranch Office/KK. |
|--|--|

Komite Audit telah membuat hasil penelaahan LHP sebagai berikut.

The Committee has made LHP review result as follows.

No. Memo Memo No.	Tanggal Date	Perihal Subject
001/KA/1/2019	2 Januari 2019 2 January 2019	Penelaahan LHP SKAI Divisi <i>Corporate Banking</i> Review of SKAI Audit Report (LHP) for Corporate Banking Division
002/KA/5/2019	5 Januari 2019 5 January 2019	Penelaahan LHP SKAI KCU Senayan bidang Operasional dan Perkreditan Review of SKAI Audit Report (LHP) for Senayan Main Branch Office (KCU), Operations and Credit sectors
003/KA/1/2019	9 Januari 2019 9 January 2019	Penelaahan LHP SKAI Divisi <i>Special Asset Management (SAM)</i> Review of SKAI Audit Report (LHP) for Special Asset Management (SAM) Division
006/KA/1/2019	25 Januari 2019 25 January 2019	Penelaahan LHP SKAI Divisi <i>Risk Management /Integrated</i> Review of SKAI Audit Report (LHP) for Risk Management/Integrated Division
007/KA/1/2019	25 Januari 2019 25 January 2019	Penelaahan LHP SKAI untuk Pengembangan (<i>Core Banking dan Non Core Banking</i>), Data Center, dan DRC Review of SKAI Audit Report (LHP) for Development (Core Banking and Non-Core Banking), Data Center, and DRC
008/KA/3/2019	8 Maret 2019 8 March 2019	Penelaahan LHP SKAI KCU Fatmawati bidang Operasional dan Perkreditan Review of SKAI Audit Report (LHP) for Fatmawati Main Branch Office (KCU), Operations and Credit sectors
009/KA/3/2019	20 Maret 2019 20 March 2019	Penelaahan LHP SKAI KC Bogor bidang Operasional dan Perkreditan Review of SKAI Audit Report (LHP) for Bogor Branch Office (KC), Operations and Credit sectors
010/KA/3/2019	22 Maret 2019 22 March 2019	Penelaahan LHP SKAI KC Bali bidang Operasional dan Perkreditan Review of SKAI Audit Report (LHP) for Bali Branch Office (KC), Operations and Credit sectors
013/KA/5/2019	22 Mei 2019 22 May 2019	Penelaahan LHP SKAI KCU Cideng bidang Operasional dan Perkreditan Review of SKAI Audit Report (LHP) for Cideng Main Branch Office (KCU), Operations and Credit sectors
014/KA/5/2019	22 Mei 2019 22 May 2019	Evaluasi Piagam Audit Satuan Kerja Audit Intern Evaluation of Audit Charter of Internal Audit Work Unit
015/KA/7/2019	3 Juli 2019 3 July 2019	Penelaahan LHP SKAI KCU Kelapa Gading bidang Operasional dan Perkreditan Review of SKAI Audit Report (LHP) for Kelapa Gading Main Branch Office (KCU), Operations and Credit sectors
016/KA/7/2019	3 Juli 2019 3 July 2019	Penelaahan LHP SKAI Divisi <i>Human Capital Management</i> Review of SKAI Audit Report (LHP) for Human Capital Management Division
017/KA/7/2019	3 Juli 2019 3 July 2019	Penelaahan LHP SKAI Unit Kerja <i>General Affair</i> Review of SKAI Audit Report (LHP) for General Affair Work Unit
019/KA/8/2019	9 Agustus 2019 9 August 2019	Penelaahan LHP SKAI Divisi <i>Multi Finance</i> Review of SKAI Audit Report (LHP) for Multi Finance Division
022/KA/8/2019	21 Agustus 2019 21 August 2019	Penelaahan LHP SKAI Divisi <i>Compliance/Integrated, AML & System Procedure</i> Review of SKAI Audit Report (LHP) for Compliance/Integrated, AML & System Procedure Division
023/KA/9/2019	13 September 2019	Penelaahan LHP SKAI KC Surabaya bidang Operasional dan Perkreditan Review of SKAI Audit Report (LHP) for Surabaya Branch Office (KC), Operations and Credit sectors
024/KA/9/2019	25 September 2019	Penelaahan LHP SKAI Divisi <i>Operasional</i> Review of SKAI Audit Report (LHP) for Operations Division

No. Memo Memo No.	Tanggal Date	Perihal Subject
025/KA/10/2019	9 Oktober 2019 9 October 2019	Penelaahan LHP SKAI KC Semarang bidang Operasional dan Perkreditan Review of SKAI Audit Report (LHP) for Semarang Branch Office (KC), Operations and Credit sectors
026/KA/10/2019	11 Oktober 2019 11 October 2019	Penelaahan LHP SKAI Divisi <i>Corporate Banking</i> Review of SKAI Audit Report (LHP) for Corporate Banking Division
028/KA/11/2019	6 November 2019	Penelaahan LHP SKAI untuk Pelaksanaan Audit <i>Integrated</i> Grup Victoria TW III 2019 Review of SKAI Audit Report (LHP) for Implementation of Victoria Group's Integrated Audit Quarter III 2019
029/KA/11/2019	13 November 2019	Penelaahan LHP SKAI KCU BIP bidang Operasional dan Perkreditan Review of SKAI Audit Report (LHP) for BIP Main Branch Office (KCU), Operations and Credit sectors
030/KA/11/2019	13 November 2019	Penelaahan LHP SKAI Divisi <i>Risk Management/Integrated</i> Review of SKAI Audit Report (LHP) for Risk Management/Integrated Division
031/KA/12/2019	3 Desember 2019 3 December 2019	Penelaahan LHP SKAI Divisi <i>Credit Risk Review</i> Review of SKAI Audit Report (LHP) for Credit Risk Review Division
032/KA/12/2019	13 Desember 2019 13 December 2019	Penelaahan LHP SKAI KCU Senayan bidang Operasional dan Perkreditan Review of SKAI Audit Report (LHP) for Senayan Main Branch Office (KCU), Operations and Credit sectors
033/KA/12/2019	13 Desember 2019 13 December 2019	Penelaahan LHP SKAI KC Manado bidang Operasional dan Perkreditan Review of SKAI Audit Report (LHP) for Manado Branch Office (KC), Operations and Credit sectors
034/KA/12/2019	18 Desember 2019 18 December 2019	Penelaahan LHP SKAI Divisi <i>SME dan Konsumer</i> Review of SKAI Audit Report (LHP) for SME and Consumer Division
035/KA/12/2019	18 Desember 2019 18 December 2019	Penelaahan LHP SKAI Divisi <i>Commercial Banking</i> Review of SKAI Audit Report (LHP) for Commercial Banking Division
036/KA/12/2019	20 Desember 2019 20 December 2019	Penelaahan LHP SKAI Divisi <i>IT Core Banking</i> Review of SKAI Audit Report (LHP) for Core Banking IT Division
037/KA/12/2019	27 Desember 2019 27 December 2019	Penelaahan LHP SKAI KC Bandung bidang Operasional dan Perkreditan Review of SKAI Audit Report (LHP) for Bandung Branch Office (KC), Operations and Credit sectors

3. Melakukan evaluasi pelaksanaan jasa audit atas Informasi Keuangan oleh akuntan publik dan kantor akuntan publik (KAP) tahun buku 2018, sesuai Peraturan Otoritas Jasa Keuangan No. 13/POJK.03/2017 dan Surat Edaran Otoritas Jasa Keuangan No. 36/SEOJK.03/2017 tentang Jasa Akuntan Publik dan/atau Kantor Akuntan Publik, maka KAP Tanudiredja, Wibisana, Rintis & Rekan telah memenuhi harapan Dewan Komisaris dalam melakukan uji pemeriksaan secara independen atas *proofsheet*, pencatatan manual serta memeriksa dokumen non keuangan sebagai pendukungnya, serta meyakini tidak adanya *fraud* yang cukup material tahun buku 2018.

Komite Audit telah melakukan evaluasi melalui Memorandum No. 012/KA/5/2019 tanggal 8 Mei 2019 perihal Evaluasi pelaksanaan jasa audit informasi keuangan PT Bank Victoria International Tbk tahun buku 2018 oleh M Jusuf Wibisana, dari KAP Tanudiredja, Wibisana, Rintis & Rekan (*Price Waterhouse Coopers*).

4. Memberikan rekomendasi penunjukkan KAP untuk *general* audit atas Laporan Keuangan PT Bank Victoria International Tbk tahun buku yang berakhir pada 31 Desember 2018, yang hal ini merujuk pada:
- a. Peraturan Otoritas Jasa Keuangan No. 37/POJK.03/2019 tentang Transparansi dan Publikasi Laporan Bank,

3. Conduct evaluation regarding the implementation of Audit Services on Financial Information by AP & KAP of fiscal year 2018, where in accordance with POJK No. 13/POJK.03/2017 and SEOJK No. 36/SEOJK.03/2017 concerning the Services of Public Accountant (AP) and/or Public Accountant Firm (KAP), KAP Tanudiredja, Wibisana, Rintis & Partners has met expectation of the Board of Commissioners in conducting independent audit trial of the *proofsheet*, manual notes and auditing non-financial documents as the supports, as well as believing that there is no material fraud in fiscal year 2018.

The Committee has conducted evaluation through a Memorandum No. 004/KA/04/2018 dated 11 April 2018 regarding Evaluation of the implementation on financial information audit service of PT Bank Victoria Int'l Tbk. for the fiscal year 2017 by Mr. M Jusuf Wibisana, from KAP Tanudiredja, Wibisana, Rintis & Rekan (*Price Waterhouse Coopers*).

4. Giving recommendation on the appointment of Public Accountant Firm (KAP) for *general* audit of Financial Statements of PT Bank Victoria International Tbk for the fiscal year ended on 31 December 2018, in this case refers to:
- a. POJK 6/POJK.03/2015 concerning Transparency and Publication of Bank Reports, POJK 29/POJK.04/2016



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Peraturan Otoritas Jasa Keuangan No. 29/POJK.04/2016 tentang Laporan Tahunan Emiten atau Perusahaan Publik, serta Peraturan Otoritas Jasa Keuangan No. 13/POJK.03/2017, maka Bank wajib menunjuk Akuntan Publik dan Kantor Akuntan Publik yang telah terdaftar di Bank Indonesia dan Penunjukan Akuntan Publik yang sama oleh Bank paling lama dilakukan untuk periode audit 3 (tiga) tahun buku berturut-turut;

- b. Merekomendasikan KAP yang akuntabel dan memiliki reputasi baik, serta terdaftar dalam daftar KAP di website Bank Indonesia dan Otoritas Jasa Keuangan dan tidak termasuk dalam daftar hitam, yakni KAP Tanudiredja, Wibisana, Rintis & Rekan; dan
 - c. Rekomendasi Komite Audit dituangkan dalam Memorandum No. 021/KA/8/2019 tanggal 14 Agustus 2019 tentang Rekomendasi Komite Audit dalam Penunjukan Akuntan Publik dan/atau Kantor Akuntan Publik.
5. Dalam rangka mendiskusikan dan membahas hal-hal yang berhubungan pengendalian internal, Komite Audit telah melakukan 7 (tujuh) kali rapat Komite Audit, diantaranya 2 (dua) kali rapat dengan SKAI, yang antara lain membahas:
- a. Hasil Audit yang dilakukan oleh SKAI;
 - b. Progres hasil pemeriksaan dengan Rencana Kerja Audit Tahun (RAKT) 2019; dan
 - c. Memberikan rekomendasi, pembinaan, dan pengarahan kepada Divisi SKAI dalam pelaksanaan pemeriksaan dan penulisan LHP *Risk Based Audit*.

concerning Annual Report of Stock Issuers or Public Companies, and POJK 13/POJK.03/2017, therefore, banks must appoint Public Accountants and Public Accountant Firms listed in Bank Indonesia and the Appointment of the same Public Accountant by Bank shall be conducted at a maximum of audit period of 3 (three) consecutive fiscal years;

- b. Recommend a Public Accountant Firm which is accountable and has good reputation, and listed in the list of KAP on the website of Bank Indonesia and OJK and is not included in the black list, namely KAP Tanudiredja, Wibisana, Rintis & Partners; and
 - c. The recommendation of the Committee is set forth in Memorandum No. 006/KA/V/2018 dated 2 May 2018 regarding Recommendation of the Audit Committee on the Appointment of Public Accountant and/or Public Accountant Firm.
5. In the framework of discussing matters relating to internal control, the Committee has held 7 (seven) times Audit Committee meetings, among them 2 (two) times were meetings with SKAI, which among other discussing:
- a. Audit results conducted by SKAI;
 - b. Progress of audit results versus Audit Work Plan of Year (RAKT) 2019; and
 - c. Provide recommendation, coaching and direction to SKAI Division in implementing audit and the writing of LHP of Risk Based Audit.

Komite Tata Kelola Terintegrasi

Sebagai lembaga jasa keuangan yang memiliki hubungan kepemilikan dan/atau pengendalian dalam konglomerasi jasa keuangan, Bank wajib menerapkan tata kelola secara terintegrasi untuk meningkatkan kompleksitas transaksi dan interaksi antar lembaga jasa keuangan dalam konglomerasi keuangan. Oleh sebab itu, Bank Victoria membentuk Komite Tata Kelola Terintegrasi sebagai organ pengawas di tingkat Dewan Komisaris yang berperan dalam memberikan rekomendasi atau nasihat kepada Dewan Komisaris terkait pelaksanaan kebijakan yang dimaksud.

Komite Tata Kelola Terintegrasi telah melaksanakan tugasnya sesuai dengan peraturan, yaitu:

1. Surat Edaran Otoritas Jasa Keuangan No. 14/SEOJK.03/2015 tanggal 25 Mei 2015 tentang Penerapan Manajemen Risiko Terintegrasi bagi Konglomerasi Keuangan;
2. Surat Edaran Otoritas Jasa Keuangan No. 15/SEOJK.03/2015 tanggal 25 Mei 2015 tentang Penerapan Tata Kelola Terintegrasi bagi Konglomerasi Keuangan;
3. Surat Direksi No. 052/DIR-EKS/03/15 tanggal 26 Maret 2015 tentang Laporan LJK Entitas Utama dan LJK yang menjadi Anggota Konglomerasi Keuangan;
4. Surat Keputusan Komisaris No. 002/SK-KOM/04/05/15 tanggal 29 Mei 2015 tentang Penerapan Direksi dan Dewan

Integrated Governance Committee

As a financial service institution that has ownership and / or control relations in financial services conglomeration, Banks are required to implement governance in an integrated manner in order to increase the complexity of transactions and interactions among financial service institutions in financial conglomeration. Therefore, Bank Victoria established an Integrated Governance Committee as a monitoring organ at Board of Commissioners' level, which has a role in giving recommendations or advice to the Board of Commissioners regarding the implementation of such policy.

The Integrated Governance Committee has performed its duties in accordance with the regulations, which are:

1. Circular of the Financial Services Authority No. 14/SEOJK.03/2015 dated 25 May 2015 on Implementation of Integrated Risk Management for Financial Services Conglomeration;
2. Circular of the Financial Services Authority No. 15/SEOJK.03/2015 dated 25 May 2015 on Implementation of Integrated Governance for Financial Services Conglomeration;
3. Board of Directors Letter No. 052/DIR-EKS/03/15 dated 26 March 2015 on Report of Financial Services Institution Primary Entity and Financial Services Institution as member of a Financial Services Conglomeration;
4. Decree of the Board of Commissioners No. 002/SKKOM/04/05/15 dated 29 May 2015 on Implementation of

Komisaris Entitas Utama dalam Rangka Tata Kelola Terintegrasi Group Konglomerasi Keuangan PT Bank Victoria International Tbk;

5. Peraturan Otoritas Jasa Keuangan No.17/POJK.03/2014 tanggal 18 November 2014 tentang Penerapan Manajemen Risiko Terintegrasi bagi Konglomerasi Keuangan; dan
6. Peraturan Otoritas Jasa Keuangan No.18/POJK.03/2014 tanggal 18 November 2014 tentang Penerapan Tata Kelola Terintegrasi bagi Konglomerasi Keuangan.

Board of Directors and Board of Commissioners of Primary Entity in the context of PT Bank Victoria International Tbk. Financial Services Conglomeration Integrated Governance;

5. Regulation of the Financial Services Authority No. 17/SEOJK.03/2014 dated 18 November 2014 on Implementation of Integrated Risk Management for Financial Services Conglomeration; and
6. Regulation of the Financial Services Authority No. 18/SEOJK.03/2014 dated 18 November 2014 on Implementation of Integrated Risk Management for Financial Services Conglomeration.

Pedoman Komite Tata Kelola Terintegrasi

Komite Tata Kelola Terintegrasi berpedoman pada Piagam Komite Tata Kelola Terintegrasi dalam menjalankan perannya. Piagam tersebut yang disusun sesuai peraturan dan perundang-undangan yang berlaku. Adapun Piagam Komite Tata Kelola Terintegrasi disahkan berdasarkan Surat Keputusan Direksi No. 003/SKDIR/10/15 tanggal 27 Oktober 2015 tentang Pedoman dan Tata Tertib Kerja Komite Tata Kelola Terintegrasi Grup Victoria yang telah diubah berdasarkan Keputusan Direksi No. 006/SK-DIR/06/17 tanggal 20 Juni 2017 tentang Pedoman dan Tata Tertib Kerja *Integrated Governance Committee*.

Uraian lebih jelas mengenai isi Piagam Komite Tata Kelola Terintegrasi Bank Victoria dapat dilihat pada situs web Bank bagian Tata Kelola (www.victoriabank.co.id/komite-tata-kelolaterintegrasi/).

Tugas dan Tanggung Jawab Komite Tata Kelola Terintegrasi

Uraian tugas dan tanggung jawab Komite Tata Kelola Terintegrasi sebagai berikut.

Guidelines of Integrated Governance Committee

In performing its role, the Integrated Governance Committee refers to the Integrated Governance Committee's Charter, which was prepared in accordance with prevailing laws and regulations. The Integrated Governance Committee's Charter was ratified based on Decision of the Board of Directors No. 003/SK-DIR/10/15 dated 27 October 2015 on Guideline and Code of Conduct of the Victoria Group Integrated Governance Committee, and amended based on Directors Decree No. 006/SK-DIR/06/17 dated 20 June 2017 on Guideline and Rules of Order of the Integrated Governance Committee.

Further explanation on the content of Bank Victoria's Integrated Governance Committee Charter can be viewed on the Bank's website on Governance section (www.victoriabank.co.id/komite-tata-kelolaterintegrasi/).

Duties and responsibilities of the Integrated Governance Committee

Description of duties and responsibilities of the Integrated Governance Committee are.

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
<p>Mengevaluasi pelaksanaan tata kelola terintegrasi paling sedikit melalui penilaian kecukupan pengendalian internal dan pelaksanaan fungsi kepatuhan secara terintegrasi.</p> <p>Evaluate the implementation of integrated governance at least through internal controls adequacy assessment and implementation of compliance function in an integrated manner.</p>	<p>Komite Tata Kelola Terintegrasi telah melakukan kondisi konglomerasi keuangan Group Victoria dan penjelasan Satuan Kerja Manajemen Risiko Terintegrasi dan Satuan Kerja Audit Internal Terintegrasi periode semester I dan II 2019.</p> <p>The Integrated Governance Committee has evaluated the condition of Victoria Group's Financial Conglomeration and the explanation of the Integrated Risk Management Work Unit and Integrated Internal Audit Work Unit for the first and second semester of 2019.</p>
<p>Memberikan rekomendasi kepada Dewan Komisaris Entitas Utama untuk penyempurnaan Pedoman Tata Kelola Terintegrasi.</p> <p>Provide recommendations to the Main Entity's Board of Commissioners to improve the Integrated Governance Guideline.</p>	<p>Secara umum Tata Kelola Terintegrasi, khususnya <i>Good Corporate Governance</i> sudah lebih baik dibandingkan Semester II 2018, namun Komite Tata Kelola Terintegrasi memberikan saran beberapa hal perlu ditindak lanjuti sebagai berikut.</p> <ol style="list-style-type: none"> 1. Agar segera dipenuhi jabatan yang kosong yaitu Komisaris Independen untuk Victoria Manajemen Investasi dan Direktur Utama dan Komisaris Utama untuk Victoria Alife; dan 2. Victoria ALife melengkapi dokumen <i>Good Corporate Governance</i>. <p>In general, the Integrated Governance, particularly <i>Good Corporate Governance</i>, was already better than that of the second semester of 2018, but the Integrated Governance Committee suggested that a number of matters need to be followed up as follows.</p> <ol style="list-style-type: none"> 1. Vacant positions shall immediately be filled, which are Independent Commissioner for Victoria Manajemen Investasi, and President Director and President Commissioner for Victoria Alife; and 2. Victoria ALife shall complete its <i>Good Corporate Governance</i> documents.
<p>Melaksanakan rapat paling sedikit 1 (satu) kali setiap semester.</p> <p>Hold meetings at least 1 (one) time each semester.</p>	<p>Telah melaksanakan rapat sebanyak 3 (tiga) kali pada tahun 2019.</p> <p>Held 3 (three) meetings in 2019.</p>



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Wewenang Komite Tata Kelola Terintegrasi

1. Memberikan rekomendasi terkait dengan pelaksanaan tata kelola terintegrasi untuk meningkatkan kualitas GCG dalam Konglomerasi Keuangan, sehingga integrasi antara Bank Victoria sebagai Entitas Utama Grup Victoria dan seluruh Lembaga Jasa Keuangan (LJK) Grup Victoria dapat berjalan dengan baik dan memenuhi prinsip kehati-hatian yang pada akhirnya dapat mewujudkan Konglomerasi Keuangan yang stabil, memiliki daya saing tinggi dan berkelanjutan;
2. Melakukan pengawasan atas penerapan tata kelola pada seluruh LJK agar sesuai dengan Pedoman Tata Kelola Terintegrasi;
3. Melakukan pengawasan atas pelaksanaan tugas dan tanggung jawab Direksi serta memberikan arahan atau nasihat kepada Direksi atas pelaksanaan Pedoman Tata Kelola Terintegrasi; dan
4. Mengevaluasi Pedoman Tata Kelola Terintegrasi secara berkala dan memberikan arahan kepada Direksi dalam rangka penyempurnaan Pedoman Tata Kelola Terintegrasi.

Komposisi Komite Tata Kelola Terintegrasi

Keanggotaan Komite Tata Kelola Terintegrasi paling sedikit terdiri dari:

1. Seorang Komisaris Independen yang menjadi Ketua pada salah satu Komite pada Bank diangkat sebagai Ketua merangkap anggota Komite Tata Kelola Terintegrasi;
2. Komisaris Independen yang mewakili dan ditunjuk dari Entitas dalam konglomerasi keuangan diangkat sebagai anggota;
3. Seorang pihak independen yang diangkat sebagai anggota; dan
4. Anggota Dewan Pengawas Syariah dari Entitas dalam konglomerasi keuangan diangkat sebagai anggota.

Adapun jumlah dan komposisi Komisaris Independen yang menjadi anggota Komite Tata Kelola Terintegrasi dapat disesuaikan dengan kebutuhan konglomerasi keuangan, serta efisiensi dan efektivitas pelaksanaan tugas, dengan memperhatikan paling sedikit keterwakilan masing-masing Entitas.

Masa tugas Komite Tata Kelola Terintegrasi yang bukan merupakan anggota Dewan Komisaris tidak lebih lama dari masa jabatan Dewan Komisaris dengan tidak mengurangi hak Dewan Komisaris untuk memberhentikan. Masa tugas anggota Dewan Komisaris yang merangkap sebagai Komite Tata Kelola Terintegrasi, sama dengan masa kerja penunjukannya sebagai anggota Dewan Komisaris yang ditentukan oleh Rapat Umum Pemegang Saham (RUPS).

Periode Tahun 2018

Struktur dan keanggotaan Komite Tata Kelola Terintegrasi periode tahun 2018 berdasarkan Keputusan Direksi No. 003/SK-DIR/08/17 tanggal 8 Agustus 2017 yang ditunjukkan sebagai berikut.

Authority of the Integrated Governance Committee

1. Provides recommendations related to the integrated governance implementation to improve the quality of good governance in Financial Conglomerate and the integration between PT Bank Victoria International Tbk as the Victoria Group's Main Entity and the entire Victoria Group Financial Services Institution (FSI) can operate well and comply with prudential principles, which resulted in a stable, highly competitive and sustainable Financial Conglomerate;
2. Oversees the implementation of governance in all Financial Services Institutions (FSI) to comply with Integrated Governance guidelines;
3. Supervises the execution of duties and responsibilities of the PT Bank Victoria International Tbk Board of Directors and provide direction or recommendation to the Board of Directors for the implementation of Integrated Governance Guidelines; and
4. Evaluates the Integrated Governance Guidelines periodically and provide direction to PT Bank Victoria International Tbk Board of Directors to improve the Integrated Governance Guidelines.

Composition of the Integrated Governance Committee

Composition of the Integrated Governance Committee consists of at least:

1. An Independent Commissioner who is the Chairman of one of the Bank's Committees is appointed as Chairman concurrently member of the Integrated Governance Committee;
2. The Independent Commissioner representing and appointed by the Entity in a financial conglomeration is appointed as a member;
3. An independent party appointed as a member; and
4. Member of Syariah Supervisory Board of the Entity in a financial conglomeration is appointed as member.

The number and composition of the Independent Commissioners who are members of the Integrated Governance Committee can be adjusted to the financial conglomeration needs as well as the efficiency and effectiveness of duty implementation, taking the minimum representation for each Entity into account.

The term of office of the Integrated Governance Committee who is not a member of Board of Commissioners is no longer than the term of office of Board of Commissioners, without prejudice to the Board of Commissioners' right to dismiss. The term of office of a member of Board of Commissioners who is also a member of the Integrated Governance Committee is the same as the term of office of the appointment as a member of Board of Commissioners, which is determined by the General Meeting of Shareholders (GMS).

2018 Period

The structure and composition of the Integrated Governance Committee for the 2018 period based on Board of Directors' Decision No. 003/SK-DIR/08/17 dated 8 August 2017 are shown as follows.

Nama Name	Jabatan Position	Keterangan Description	Keahlian Expertise
Zaenal Abidin, PhD	Ketua Chairman	Komisaris/Komisaris Independen Commissioner/Independent Commissioner	Perbankan, Manajemen Risiko, dan <i>Good Corporate Governance</i> Banking, Risk Management, and Good Corporate Governance
Gunawan Tenggarahardja	Anggota Member	Komisaris/Komisaris Independen Commissioner/Independent Commissioner	Perbankan dan Bisnis Banking and Business
Oliver Simorangkir	Anggota Member	Komisaris Utama President Commissioner	Perbankan dan Audit Banking and Audit
Sugiharto	Anggota Member	Komisaris Utama Bank Victoria Syariah President Commissioner of Bank Victoria Syariah	<i>Risk Management, Treasury, dan</i> Perbankan Risk Management, Treasury, and Banking
Aldo Tjahaja	Anggota Member	Direktur Utama PT Victoria Investama Tbk President Director of PT Victoria Investama	Pasar Modal Capital Market
Hassanuddin	Anggota Member	Dewan Pengawas Syariah Bank Victoria Syariah Syariah Supervisory Board of Bank Victoria Syariah	Hukum Islam termasuk Hukum Muamalah/Ekonomi Islam Islamic Law includes Muamalah Law/Islamic Economy
Vikas Tolani	Anggota Member	Komisaris Independen PT Victoria Insurance Tbk Independent Commissioner of PT Victoria Insurance Tbk	Asuransi Manajemen Risiko dan Manajemen Keuangan Risk Management and Finance Management
Jejei Kurnia	Anggota Member	Komisaris Independen PT Victoria Manajemen Investasi Independent Commissioner of PT Victoria Manajemen Investasi	Manajemen Investasi Investment Management
Hertanto Tjahyasurya	Anggota Member	Komisaris Utama PT Victoria Alife Indonesia President Commissioner of PT Victoria Alife Indonesia	Asuransi Insurance
Retno Dwijanti Widaningsih	Anggota Member	Pihak Independen Independent Party	Perbankan dan Audit Banking and Audit
Teguh Sukaryanto*	Anggota Member	Pihak Independen Independent Party	Manajemen Risiko dan Perbankan. Risk Management and Banking.

Periode Tahun 2019

Struktur dan keanggotaan Komite Tata Kelola Terintegrasi periode tahun 2019 berdasarkan Keputusan Direksi No. 003/SK-DIR/08/17 tanggal 8 Agustus 2017 yang ditunjukkan sebagai berikut.

2019 Period

The structure and composition of the Integrated Governance Committee for the 2019 period based on Board of Directors' Decision No. 003/SK-DIR/08/17 dated 8 August 2017 are shown as follows.

Nama Name	Jabatan Position	Keterangan Description	Keahlian Expertise
Zaenal Abidin, PhD	Ketua Chairman	Komisaris/Komisaris Independen Commissioner/Independent Commissioner	Perbankan, Manajemen Risiko, dan <i>Good Corporate Governance</i> Banking, Risk Management, and Good Corporate Governance
Gunawan Tenggarahardja	Anggota Member	Komisaris/Komisaris Independen Commissioner/Independent Commissioner	Perbankan dan Bisnis Banking and Business
Oliver Simorangkir	Anggota Member	Komisaris Utama President Commissioner	Perbankan dan Audit Banking and Audit
Djoko Nugroho	Anggota Member	Komisaris Independen Bank Victoria Syariah President Commissioner of Bank Victoria Syariah	Kepatuhan dan <i>Risk Management</i> Perbankan Compliance and Risk Management Banking
Aldo Tjahaja	Anggota Member	Direktur Utama PT Victoria Investama Tbk President Director of PT Victoria Investama	Pasar Modal Capital Market



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Nama Name	Jabatan Position	Keterangan Description	Keahlian Expertise
Hassanuddin	Anggota Member	Dewan Pengawas Syariah Bank Victoria Syariah Syariah Supervisory Board of Bank Victoria Syariah	Hukum Islam termasuk Hukum Muamalah/Ekonomi Islam Islamic Law includes Muamalah Law/Islamic Economy
Vikas Tolani	Anggota Member	Komisaris Independen PT Victoria Insurance Tbk Independent Commissioner of PT Victoria Insurance Tbk	Asuransi Manajemen Risiko dan Manajemen Keuangan Risk Management and Finance Management
Jejei Kurnia	Anggota Member	Komisaris Independen PT Victoria Manajemen Investasi Independent Commissioner of PT Victoria Manajemen Investasi	Manajemen Investasi Investment Management
Hertanto Tjahyasurya	Anggota Member	Komisaris Utama PT Victoria Alife Indonesia President Commissioner of PT Victoria Alife Indonesia	Asuransi Insurance
Retno Dwijanti Widaningsih	Anggota Member	Pihak Independen Independent Party	Perbankan dan Audit Banking and Audit
Teguh Sukaryanto*	Anggota Member	Pihak Independen Independent Party	Manajemen Risiko dan Perbankan. Risk Management and Banking.
Yozef Abdulrachman**	Anggota Member	Pihak Independen Independent Party	Manajemen Risiko dan Perbankan. Risk Management and Banking.

* Mengundurkan diri efektif per 12 September 2019. / Resigned effectively as of 12 September 2019.

** Efektif menjabat pada 13 September 2019 / Start of effective term of office as of 13 September 2019.

Seluruh anggota Komite Tata Kelola Terintegrasi telah memiliki kualifikasi pendidikan dan pengalaman kerja yang dapat dilihat pada bab Profil Perusahaan dalam Laporan Tahunan ini.

Keanggotaan Komite Tata Kelola Terintegrasi Bank Victoria telah memenuhi Surat Edaran Otoritas Jasa Keuangan No. 14/SEOJK.03/2015 tanggal 25 Mei 2015 tentang Penerapan Manajemen Risiko Terintegrasi bagi Konglomerasi Keuangan dan Surat Edaran Otoritas Jasa Keuangan No. 15/SEOJK.03/2015 tanggal 25 Mei 2015 tentang Penerapan Tata Kelola Terintegrasi bagi Konglomerasi Keuangan.

Independensi Komite Tata Kelola Terintegrasi

Komite Tata Kelola Terintegrasi Bank menjalankan tugas dan tanggung jawabnya secara profesional dan independen, tanpa intervensi dari organ tata kelola Bank lainnya. Pelaksanaan tugas tersebut dilakukan sesuai dengan strategi, target, visi dan misi Bank, semata-mata hanya untuk kepentingan Bank. Seluruh Komite Tata Kelola Terintegrasi tidak terkait dengan Dewan Komisaris, Direksi, serta Pemegang Saham Utama dan Pengendali yang dapat menimbulkan dampak negatif ataupun benturan kepentingan (*conflict of interest*). Aspek independensi Komite Tata Kelola Terintegrasi dijelaskan sebagai berikut.

All members of the Integrated Governance Committee have educational qualifications and work experience that can be seen in the Company Profile chapter of this Annual Report.

Composition of the Integrated Governance Committee of Bank Victoria has satisfied the Financial Services Authority Circular No. 14/SEOJK.03/2015 dated 25 May 2015 on the Implementation of Integrated Risk Management for Financial Conglomeration and Financial Services Authority Circular No. 15/SEOJK.03/2015 dated 25 May 2015 on Implementation of Integrated Risk Management for Financial Conglomeration.

Independencies of the Integrated Governance Committee

The Integrated Governance Committee of Bank Victoria has performed its duties and responsibilities in a professional and independent manner, without any intervention from other governance organs of the Bank. The implementation of duties has been conducted in line with the Bank's strategies, targets, vision, and mission, solely for the Bank's interest. All members of the Integrated Governance Committee do not have any relationship with Boards of Commissioners, Directors, Major and Controlling Shareholders that may have adverse impact or conflict of interest. The independence aspect of the Integrated Governance Committee is explained as follows.

Aspek Independensi	Zaenal Abidin, PhD	Gunawan Tenggarahardja	Oliver Simorangkir	Djoko Nugroho	Aldo Tjahaja	Hassanuddin	Vikas Tolani	Jejei Kurnia	Hertanto Tjahyasurya	Retno Dwijanti Widadingsih	Teguh Sukaryanto*	Yozef Abdurachman**	Independence Aspect
Tidak memiliki hubungan keuangan dengan Dewan Komisaris, Direksi, serta Pemegang Saham Utama dan Pengendali.	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	Does not have financial relationship with the Board of Commissioners, the Board of Directors, and Main and Controlling Shareholders.
Tidak memiliki hubungan kepemilikan saham di Bank, baik secara langsung maupun tidak langsung.	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	Does not have share ownership relationship in the Bank, either directly or indirectly.
Tidak memiliki hubungan kepengurusan di Bank, Entitas Anak, maupun perusahaan afiliasi.	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	Does not have management relationship in the Bank, Subsidiary, and affiliated company.
Tidak memiliki hubungan keluarga dengan Dewan Komisaris, Direksi, Pemegang Saham Utama dan Pengendali, dan/atau sesama anggota Komite Audit.	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	Does not have family relationship with the Board of Commissioners, the Board of Directors, Main and Controlling Shareholders, and/or among members of Audit Committee.
Tidak menjabat sebagai pengurus partai politik, pejabat, dan pemerintah.	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	Does not hold position as administrator of political party, state, and government.

* Mengundurkan diri efektif per 12 September 2019. / Resigned effectively as of 12 September 2019.

** Efektif menjabat pada 13 September 2019 / Start of effective term of office as of 13 September 2019.

Rapat Komite Tata Kelola Terintegrasi Kebijakan Rapat Komite Tata Kelola Terintegrasi

Pelaksanaan rapat Komite Tata Kelola Terintegrasi Bank dilakukan secara berkala atau sewaktu-waktu, disesuaikan dengan kebutuhan. Dalam pengambilan keputusan rapat Komite Tata Kelola Terintegrasi selalu mengedepankan musyawarah mufakat. Hasil rapat Komite dituangkan dalam risalah rapat dan didokumentasikan dengan baik.

Frekuensi dan Kehadiran Rapat Komite Tata Kelola Terintegrasi

Selama tahun 2019, Komite Tata Kelola Terintegrasi telah menyelenggarakan rapat sebanyak 3 (tiga) kali dengan tingkat rata-rata kehadiran sebesar 72,72%. Berikut uraian frekuensi dan kehadiran rapat Komite Tata Kelola Terintegrasi.

Meeting of Integrated Governance Committee Meeting Policy of the Integrated Governance Committee

The Bank's Integrated Governance Committee meeting is held periodically or at any time, adjusted to the needs. In making decision at the meeting, the Integrated Governance Committee always prioritizes deliberations for consensus. The meeting result is stated in minutes of meetings and well-documented.

Integrated Governance Committee Meeting Frequency and Attendance

Throughout 2019, the Integrated Governance Committee held 3 (three) meetings with the average attendance level of 72.72%. Below is the meeting frequency and attendance of Integrated Governance Committee.

Nama Name	Jabatan Position	Total Rapat Total Number of Meetings	Total Kehadiran Total Attendance	%
Zaenal Abidin, PhD	Ketua Chairman	3	3	100.00
Gunawan Tenggarahardja	Anggota Member	3	0	0.00
Oliver Simorangkir	Anggota Member	3	2	66.67
Djoko Nugroho	Anggota Member	3	1	33.33
Aldo Tjahaja	Anggota Member	3	3	100.00



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Nama Name	Jabatan Position	Total Rapat Total Number of Meetings	Total Kehadiran Total Attendance	%
Hassanuddin	Anggota Member	3	1	33.33
Vikas Tolani	Anggota Member	3	3	100.00
Jejei Kurnia	Anggota Member	3	2	66.67
Hertanto Tjahyasurya	Anggota Member	3	3	100.00
Retno Dwijanti Widaningsih	Anggota Member	3	3	100.00
Teguh Sukaryanto*	Anggota Member	3	3	100.00
Yozef Abdulrachman**	Anggota Member		-	N/A
Rata-Rata Kehadiran Average Attendance				72.72

* Mengundurkan diri efektif per 12 September 2019. / Resigned effectively as of 12 September 2019.

** Efektif menjabat pada 13 September 2019 / Start of effective term of office as of 13 September 2019.

Agenda Rapat Komite Tata Kelola Terintegrasi

Berikut uraian agenda rapat Komite Tata Kelola Terintegrasi Bank pada tahun 2019.

Integrated Governance Committee Meetings Agenda

Throughout 2019, the dates, agenda and participants of the Integrated Governance Committee meetings, are as follows.

Tanggal Rapat Meeting Date	Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participants	Kehadiran Attendance
19 Januari 2019 19 January 2019	Rapat Komite Tata Kelola Terintegrasi dalam rangka membahas kondisi terkini konglomerasi Keuangan Group Victoria dan mendengarkan penjelasan Satuan Kerja Manajemen Risiko Terintegrasi dan Satuan Kerja Audit Internal Terintegrasi periode Semester II 2018. Meetings of the Integrated Governance Committee in order to discuss the current conditions of the Victoria Group Financial conglomerate and listen to the explanation of the Integrated Risk Management Work Unit and the Integrated Internal Audit Work Unit for the Second Semester 2018 period.	Zaenal Abidin, PhD	Hadir Present
		Gunawan Tenggarahardja	Tidak Hadir Absent
		Oliver Simorangkir	Tidak Hadir Absent
		Djoko Nugroho	Tidak Hadir Absent
		Aldo Tjahaja	Hadir Present
		Hassanuddin	Tidak Hadir Absent
		Vikas Tolani	Hadir Present
		Jejei Kurnia	Hadir Present
		Hertanto Tjahyasurya	Hadir Present
		Retno Dwijanti Widaningsih	Hadir Present
		Teguh Sukaryanto*	Hadir Present
		Yozef Abdulrachman**	Tidak Hadir Absent

Tanggal Rapat Meeting Date	Agenda Rapat Meeting Agenda	Peserta Rapat Meeting Participants	Kehadiran Attendance
13 Februari 2019 13 February 2019	<p>Rapat Komite Tata Kelola Terintegrasi dalam rangka membahas kondisi terkini konglomerasi Keuangan Group Victoria dan mendengarkan penjelasan Satuan Kerja Manajemen Risiko Terintegrasi, Satuan Kerja Tata Kelola Terintegrasi, dan Satuan Kerja Audit Internal Terintegrasi periode semester II 2018.</p> <p>Meetings of the Integrated Governance Committee in order to discuss the current conditions of the Victoria Group Financial conglomerate and listen to the explanation of the Integrated Risk Management Work Unit, Integrated Governance Work Unit and Integrated Internal Audit Work Unit for Second Semester 2018 period.</p>	Zaenal Abidin, PhD	Hadir Present
		Gunawan Tenggarahardja	Tidak Hadir Absent
		Oliver Simorangkir	Hadir Present
		Djoko Nugroho	Tidak Hadir Absent
		Aldo Tjahaja	Hadir Present
		Hassanuddin	Tidak Hadir Absent
		Vikas Tolani	Hadir Present
		Jejei Kurnia	Hadir Present
		Hertanto Tjahyasurya	Hadir Present
		Retno Dwijanti Widaningsih	Hadir Present
		Teguh Sukaryanto*	Hadir Present
		Yozef Abdulrachman**	Tidak Hadir Absent
8 Agustus 2019 8 August 2019	<p>Rapat Komite Tata Kelola Terintegrasi dalam rangka membahas kondisi terkini konglomerasi Keuangan Group Victoria dan mendengarkan penjelasan Satuan Kerja Manajemen Risiko Terintegrasi, Satuan Kerja Tata Kelola Terintegrasi dan Satuan Kerja Audit Internal Terintegrasi, periode Semester I 2019.</p> <p>Meetings of the Integrated Governance Committee in order to discuss the current conditions of the Victoria Group Financial Conglomerate and listen to the explanation of the Integrated Risk Management Work Unit, Integrated Governance Work Unit and Integrated Internal Audit Work Unit, First Semester 2019 period.</p>	Zaenal Abidin, PhD	Hadir Present
		Gunawan Tenggarahardja	Tidak Hadir Absent
		Oliver Simorangkir	Hadir Present
		Djoko Nugroho	Hadir Present
		Aldo Tjahaja	Hadir Present
		Hassanuddin	Hadir Present
		Vikas Tolani	Hadir Present
		Jejei Kurnia	Hadir Present
		Hertanto Tjahyasurya	Hadir Present
		Tamunan	Hadir Present
		Retno Dwijanti Widaningsih	Hadir Present
		Teguh Sukaryanto*	Hadir Present
Yozef Abdulrachman**	Tidak Hadir Absent		

* Mengundurkan diri efektif per 12 September 2019. / Resigned effectively as of 12 September 2019.

** Efektif menjabat pada 13 September 2019 / Start of effective term of office as of September, 13 2019.

Laporan Singkat Pelaksanaan Kegiatan Komite Tata Kelola Terintegrasi

Sepanjang tahun 2019, Komite Tata Kelola Terintegrasi telah melaksanakan tugas sebagai berikut.

1. Komite Tata Kelola Terintegrasi mengevaluasi kondisi terkini konglomerasi Keuangan Group Victoria dan penjelasan Satuan Kerja Manajemen Risiko Terintegrasi dan Satuan Kerja Audit Internal Terintegrasi periode semester I 2019 dan semester II 2019.

Tata Kelola terdiri dari 3 (tiga) pilar, yakni Struktur, Proses, dan *Outcome*. Implementasi Tata Kelola Terintegrasi Grup Victoria masih fokus pada struktur, sehingga perlu komitmen seluruh Unit Kerja untuk dapat memenuhi hal-hal yang terkait pilar struktur; agar selanjutnya dapat masuk dengan baik ke pilar proses dan *outcome*.

Arahan Komite Tata Kelola Terintegrasi:

- a. Secara umum Tata Kelola Terintegrasi, khususnya GCG sudah lebih baik dibandingkan semester II 2018, namun beberapa hal perlu ditindak lanjuti sebagai berikut.
 - Agar segera dipenuhi jabatan yang kosong, yaitu Komisaris Independen untuk Victoria Manajemen Investasi serta Direktur Utama dan Komisaris Utama untuk Victoria Alife; dan
 - Victoria ALife melengkapi dokumen GCG.
 - b. Satuan Kerja Audit Internal Bank Victoria Syariah agar tetap melakukan audit bersamaan dengan pendampingan audit Otoritas Jasa Keuangan.
2. Saat ini, Departemen Terintegrasi di Otoritas Jasa Keuangan tidak terpisah lagi dan sudah menjadi satu dengan Departemen Pengawasan Bank, sehingga pemeriksaan terkait Terintegrasi akan bersamaan dengan pemeriksaan rutin Bank.
 - a. Satuan Kerja Manajemen Risiko Terintegrasi:
 - Telah dilakukan *stress test scenario* risiko pasar pada Kelompok Kerja Grup Victoria dengan posisi Desember 2019;
 - Peringkat Tingkat Risiko Terintegrasi per Desember 2019 "2 (dua)", masih sama dengan posisi Juni 2019; dan
 - Rasio Kewajiban Penyediaan Modal Minimum Terintegrasi di Desember 2019 sebesar 192,66% dibanding Juni 2019 sebesar 181,55%, masih di atas ketentuan minimal.
 - b. Satuan Kerja Audit Internal Terintegrasi :
 - *Overall risk profile* terkait pelaksanaan audit pada Unit Kerja Grup Victoria dinilai "Low to Moderate";
 - Penerapan manajemen risiko, pengendalian internal, dan kepatuhan terhadap ketentuan internal dan eksternal yang dilakukan oleh Unit Kerja "Baik";

Brief Report of the Implementation of Integrated Governance Committee's Activity

During 2019, the Integrated Governance Committee have, inter alia, performed the following duties.

1. The Integrated Governance Committee evaluates the current condition of Victoria Group's Financial Conglomeration and the explanation of the Integrated Risk Management Work Unit and Integrated Internal Audit Work Unit for the first and second semester of 2019.

Governance consists of 3 (three) pillars namely : Structure, Process and Outcome. That the implementation of Integrated Governance of the Victoria Group is still focused on the structure, so it needs commitment from all Work Units to be able to fulfill matters related to the pillar of the structure; so that they can then enter well into the process and outcome pillars.

Directions of Integrated Governance Committee:

- a. In general, the Integrated Governance, particularly GCG, is already better than that of the second semester of 2018, but a number of matters need to be followed up as follows.
 - Vacant positions shall immediately be filled, which are Independent Commissioner for Victoria Manajemen Investasi, and President Director and President Commissioner for Victoria Alife; and
 - Victoria ALife shall complete GCG documents.
 - b. The Internal Audit Work Unit of Bank Victoria Syariah shall continue to conduct audits, with the assistance of Financial Services Authority.
2. Currently, the Integrated Department in Financial Services Authority is no longer separate and has become one with the Bank Supervision Department, therefore, the Integrated-related audit will be concurrent with the Bank's routine audit.
 - a. Integrated Risk Management Work Unit:
 - Market risk scenario stress test has been carried out in the Working Group of Victoria Group for the December 2019 position;
 - The Integrated Risk Level Rating per December 2019 was "2 (two)", still the same as the position in June 2019; and
 - The Integrated Capital Adequacy Ratio in December 2019 was 192.66%, compared to June 2019 of 181.55%, which was still above the minimum requirement.
 - b. Integrated Internal Audit Work Unit:
 - The overall risk profile related to audit implementation in Victoria Group's Work Unit was rated "Low to Moderate";
 - The risk management, internal control, and compliance with internal and external regulations, which was implemented by the Work Unit, was "Good";

- Tidak terdapat kondisi signifikan yang dapat mempengaruhi kelancaran usaha dan proses operasional Unit Kerja; dan
 - Satuan Kerja Audit Internal secara berkesinambungan melakukan sosialisasi sistem penilaian *risk based* untuk seluruh Lembaga Jasa Keuangan (LJK).
- c. Satuan Kerja Kepatuhan Terintegrasi:
- Masih terdapat Unit Kerja yang belum memiliki Pedoman Kerja Dewan Komisaris dan Direksi, yaitu Victoria Alive; dan
 - Masih terdapat denda dari regulator, yaitu Bank Victoria.

3. Group Victoria sedang membangun budaya dan perilaku *Governance Risk* dan Audit. Saat ini, pelaksanaan dan hasilnya semakin membaik, diharapkan efisiensi dan kontrol berjalan selaras dan seimbang. Dalam hal *governance* dapat dikatakan masih terfokus pada struktur dan *outcome*, sedangkan untuk proses akan dinilai kemudian.

Masih terdapat 3 (tiga) Lembaga Jasa Keuangan yang memiliki kesenjangan pemenuhan tata kelola, yakni Bank Victoria Syariah, Victoria Sekuritas Indonesia, dan Victoria Insurance sebagai berikut.

- a. Bank Victoria Syariah, Komisaris Utama sedang proses *fit and proper test*;
- b. Victoria Sekuritas Indonesia, Komisaris Utama/ Independen sudah mendapat persetujuan dari Otoritas Jasa Keuangan dan menunggu RUPS; dan
- c. Victoria Insurance, Direktur Kepatuhan dirangkap oleh Direktur Utama yang membawahi fungsi teknik asuransi, fungsi keuangan atau fungsi pemasaran.

- There are no significant conditions that can affect the smooth running of business and operational process of the Work Unit; and
 - The Internal Audit Work Unit continuously disseminates risk-based assessment system for all Financial Services Institution (FSI).
- c. Integrated Compliance Work Unit:
- There are still Work Units that do not yet have Board Manual for Board of Commissioners and Board of Directors, namely Victoria Alive; and
 - There are still fines imposed by the regulators, namely Bank Victoria.

3. Victoria Group is building a culture and behavior of *Governance Risk* and Audit. Currently, the implementation and results are getting better, it is expected that efficiency and control will run in harmony and balance. In terms of *governance*, it can be said that it still focus on structure and *outcome*, while the process will be assessed later.

There are still 3 (three) Financial Services Institutions that have gaps in complying with governance, namely Bank Victoria Syariah, Victoria Sekuritas Indonesia, and Victoria Insurance, as follows.

- a. Bank Victoria Syariah, the President Commissioner is in the process of taking *fit and proper test*;
- b. Victoria Sekuritas Indonesia, the President/Independent Commissioner has received approval from the Financial Services Authority and is waiting for the GMS; and
- c. Victoria Insurance, the Compliance Director is concurrently held by the President Director who oversees the insurance engineering function, financial function, or marketing function.

Organ Pendukung Direksi

// Board of Directors Supporting Organs

Direksi melaksanakan pengelolaan kegiatan usaha Bank dengan dibantu oleh komite-komite yang dibentuk berdasarkan kebutuhan bisnis serta peraturan perundangan-undangan yang berlaku. Organ pendukung Direksi berfungsi sebagai organ pendukung utama dalam pelaksanaan tata kelola perusahaan yang baik.

Komite Manajemen Risiko

Komite Manajemen Risiko adalah komite eksekutif dibawah Direksi yang berfungsi untuk memberikan rekomendasi kepada Direktur Utama dengan sepengetahuan komisaris dalam merumuskan kebijakan, menyempurnakan pelaksanaan kebijakan, mengevaluasi perkembangan dan kondisi profil risiko, serta memberikan saran dan langkah perbaikan. Pembentukan Komite ini dilakukan untuk memastikan bahwa penerapan manajemen risiko telah memadai sesuai skala dan kompleksitas usaha Bank.

Pedoman Komite Manajemen Risiko

Komite Manajemen Risiko menjalankan tugas dan tanggung jawabnya berdasarkan Peraturan Otoritas Jasa Keuangan No. 18/POJK.03/2016 tanggal 22 Maret 2016 tentang Penerapan Manajemen Risiko bagi Bank Umum dan Surat Edaran Otoritas Jasa Keuangan No. 34/SEOJK.03/2016 tanggal 1 September 2016 tentang Penerapan Manajemen Risiko bagi Bank Umum.

Susunan Keanggotaan Komite Manajemen Risiko

Berdasarkan Surat Keputusan Direksi No. 014/SK-DIR/10/17, susunan keanggotaan Komite Manajemen Risiko Bank Victoria sebagai berikut:

1. Ketua (Anggota Tetap):
Direktur Kepatuhan dan Manajemen Risiko.
2. Anggota Tetap:
 - a. Direksi;
 - b. Associate Directors;
 - c. Kepala Divisi Risk Management/Integrated (Secretary); dan
 - d. Kepala Divisi Audit Internal/Integrated and Anti Fraud.
3. Anggota Tidak Tetap:
 - a. Kepala Divisi Lainnya di Luar Anggota Tetap; dan
 - b. Kepala Bagian.

Wewenang dan Tanggung Jawab Komite Manajemen Risiko

Berikut uraian wewenang dan tanggung jawab Komite Manajemen Risiko yaitu melakukan evaluasi dan memberikan rekomendasi kepada direktur utama terkait Manajemen Risiko dengan sepengetahuan Komisaris yang paling sedikit meliputi:

The Board of Directors carries out the management of the bank's operating activities with the assistance of committees that are formed based on business requirements as well as laws and regulations in effect. Organs supporting the Board of Directors function as the main supporting organs in the implementation of good corporate governance.

Risk Management Committee

Risk Management Committee is an executive committee under the Board of Directors, which functions to give recommendation to the President Director, under the acknowledgment of commissioner, in formulating policies, refining the implementation of policies, evaluating the development and condition of risk profile, and giving advises and improvement measures. The Committee is established to ensure that the risk management implementation is already adequate according to the Bank's business scale and complexity.

Risk Management Committee Guidelines

The Risk Management Committee performs its duties and responsibilities based on Financial Services Authority Regulation No. 18/POJK.03/2016 dated 22 March 2016, on Risk Management Implementation for Commercial Bank, and Financial Services Authority Circular No. 34/SEOJK.03/2016 dated 1 September 2016 on Risk Management Implementation for Commercial Bank.

Composition of Risk Management Committee

Based on Board of Directors' Decision Letter No. 014/SK-DIR/10/17, the composition of Bank Victoria's Risk Management Committee is as follows:

1. Chairman (Permanent Member):
Director of Compliance and Risk Management.
2. Permanent Member
 - a. Board of Directors;
 - b. Associate Directors;
 - c. Head of Risk Management/Integrated Division (Secretary); and
 - d. Head of Internal Audit/Integrated & Anti Fraud Division.
3. Non-Permanent Members:
 - a. Other Division Heads outside the Permanent Members; and
 - b. Head of Department.

Authority and Responsibilities of Risk Management Committee

Below is the description of authority and responsibilities of the Risk Management Committee, which is to evaluate and provide recommendations to the president director related to Risk Management under the acknowledgment of Commissioner that at least includes:

Wewenang dan Tanggung Jawab Authority and Responsibilities	Realisasi 2019 2019 Realization
<p>Penyusunan kebijakan, strategi, dan pedoman penerapan manajemen risiko. Preparation of policies, strategies, and guidelines for risk management implementation.</p>	<p>Menyusun kebijakan manajemen risiko serta perubahannya yang dilakukan paling sedikit 1 (satu) kali dalam 1 (satu) tahun termasuk strategi manajemen risiko, tingkat risiko yang diambil dan toleransi risiko, kerangka manajemen risiko serta rencana kontinjensi untuk mengantisipasi terjadinya kondisi tidak normal, seperti:</p> <ol style="list-style-type: none"> 1. Mengkinikan kebijakan manajemen risiko yang disesuaikan dengan stratejik Bank, yang tercermin dalam pengkinian profil risiko Bank; 2. Merekomendasikan <i>peer group</i> Bank yang memiliki kesamaan ukuran dan kompleksitas kegiatan usaha Bank; dan 3. Pelaksanaan <i>business impact analysis</i> (BIA) dan <i>risk assessment</i> yang merupakan dasar dalam penerapan <i>business continuity plan</i> (BCP) untuk menjamin operasional Bank tetap berfungsi walaupun terdapat gangguan/bencana. <p>Preparing risk management policies and their amendments, which is performed as least 1 (once) a year, including risk management strategies, level of risk taken and risk tolerance, risk management framework, and contingency plans to anticipate the occurrence of abnormal conditions, such as:</p> <ol style="list-style-type: none"> 1. Updating the risk management policies to adjust to the Bank's strategies, which are reflected in the updates of the Bank's risk profile; 2. Recommending the Bank's peer group that have similar size and complexity to the Bank's business activities; and 3. Implementing business impact analysis (BIA) and risk assessment, which are the basis of implementing Business Continuity Plan (BCP) to ensure that the Bank's operations continue to operate despite the disruption/disaster.
<p>Penyempurnaan proses manajemen risiko secara berkala maupun bersifat insidental sebagai akibat dari suatu perubahan kondisi eksternal dan internal Bank yang memengaruhi kecukupan permodalan, profil risiko Bank, dan ketidakefektifan penerapan manajemen risiko berdasarkan hasil evaluasi. Improvement of the risk management process either periodically or incidentally as a result of a change of the Bank's external and internal condition that affects the Bank's capital adequacy, risk profile, and non-effectiveness of risk management implementation based on evaluation result.</p>	<p>Mengkinikan dan menyempurnakan proses manajemen risiko secara berkala maupun bersifat insidental, seperti:</p> <ol style="list-style-type: none"> 1. Evaluasi secara berkala terhadap parameter risiko inheren dan kualitas penerapan manajemen risiko Bank sesuai dengan kompleksitas dan karakteristik Bank; 2. <i>Self assessment</i> kecukupan modal sesuai dengan profil risiko Bank (ICAAP); dan 3. <i>Stress test</i> secara periodik melalui skenario spesifik dan pasar untuk mengantisipasi dan secara proaktif mengelola potensi terjadinya risiko. <p>Updating and refining the risk management process, either periodically or incidentally, such as:</p> <ol style="list-style-type: none"> 1. Conducting periodic evaluation of inherent risk parameter and the quality of the Bank's risk management implementation in line with the Bank's complexity and characteristics; 2. Self-assessment of capital adequacy according to the Bank's risk profile (ICAAP); and 3. Conducting periodic stress test through specific scenario and market to anticipate and proactively manage potential risks.
<p>Penetapan hal-hal terkait dengan keputusan bisnis yang menyimpang dari prosedur normal. Determination of matters related to business decisions that deviate from normal procedures.</p>	<p>Komite Manajemen Risiko telah menetapkan hal-hal terkait dengan keputusan bisnis yang menyimpang dari prosedur normal, seperti:</p> <ol style="list-style-type: none"> 1. Pelampauan ekspansi usaha yang signifikan dibandingkan dengan Rencana Bisnis Bank yang telah ditetapkan sebelumnya; dan 2. Pengambilan posisi/eksposur risiko yang melampaui limit yang telah ditetapkan. <p>The Risk Management Committee has determined matters related to business decisions that deviate from normal procedures, such as:</p> <ol style="list-style-type: none"> 1. Business expansion that significantly exceeds the pre-determined one in the Bank's Business Plan; and 2. Taking a risk position/exposure that exceeds the predetermined limit.

Tugas Komite Manajemen Risiko

Dalam hal penerapan manajemen risiko, Komite Manajemen Risiko telah melaksanakan tugas sebagai berikut:

1. Melakukan pengembangan atas penerapan budaya risiko untuk setiap jenjang organisasi;
2. Mengevaluasi dan melakukan penyesuaian atas Kebijakan dan Pedoman Umum Penerapan Manajemen Risiko yang dimiliki Bank dengan kebijakan otoritas yang disesuaikan dengan ukuran dan kompleksitas usaha Bank serta risiko yang melekat pada Bank;
3. Mengevaluasi arah, strategi, dan program manajemen risiko;
4. Mengevaluasi penerapan manajemen risiko, yang meliputi:
 - a. Pemantauan terhadap implementasi Kebijakan dan Pedoman Umum Penerapan Manajemen Risiko;
 - b. Pemantauan posisi/eksposur risiko secara keseluruhan, per jenis risiko dan per jenis aktivitas fungsional Bank;
 - c. Penerapan *stress testing* guna mengetahui dampak dari implementasi kebijakan dan strategi manajemen risiko;

Duties of Risk Management Committee

In terms of risk management implementation, the Risk Management Committee has performed the following duties:

1. Developing the implementation of risk culture for each organizational level;
2. Evaluating and adjusting the Bank's Risk Management Implementation Policy and General Guidelines to regulatory policies, which are adjusted to the Bank's business size and complexity and the risks inherent in the Bank;
3. Evaluating risk management direction, strategy, and program;
4. Evaluating the risk management implementation, which includes:
 - a. Monitoring the implementation of Policies and General Guidelines of Risk Management Implementation;
 - b. Monitoring the risk position/exposure in overall, per type of risks, and per type of functional activity of the Bank;
 - c. Conducting stress testing to learn the impact of implementing Risk Management policies and strategies;



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- d. Pemantauan kajian terhadap usulan aktivitas/produk baru, termasuk mengevaluasi sistem dan prosedur yang digunakan, serta dampaknya terhadap eksposur risiko Bank secara keseluruhan; dan
- e. Pengungkapan manajemen risiko.

Rapat Komite Manajemen Risiko

Selama tahun 2019, Komite Manajemen Risiko telah melaksanakan rapat sebanyak 12 kali dengan agenda rapat sebagai berikut.

1. *Economic issue*;
2. *Stress test*;
3. Tindak lanjut Komite Manajemen Risiko;
4. Usulan perubahan dan penambahan parameter ukur;
5. Kajian, opini, dan rekomendasi;
6. Isu perkreditan;
7. *Risk Based Bank Rating (RBBR)*;
8. Rekomendasi Laporan Hasil Pemeriksaan (LHP) Satuan Kerja Audit Internal (SKAI) atas Divisi Manajemen Risiko Terintegrasi; dan
9. Pendapat dan saran anggota komite.

Komite Manajemen Risiko Terintegrasi

Komite Manajemen Risiko Terintegrasi merupakan komite eksekutif, yang berfungsi untuk membantu Direksi Bank selaku Entitas Utama. Komite Manajemen Risiko Terintegrasi berfungsi untuk memastikan bahwa pengelolaan risiko telah berjalan dengan baik di seluruh lembaga jasa keuangan dalam konglomerasi keuangan Grup Victoria. Komite Manajemen Risiko Terintegrasi melakukan proses pemantauan dan evaluasi dengan menyampaikan fokus utama atas eksposur risiko konglomerasi keuangan Grup Victoria yang bersifat material dan signifikan untuk perbaikan proses manajemen risiko secara terintegrasi di masa mendatang.

Pedoman Komite Manajemen Risiko Terintegrasi

Komite Manajemen Risiko Terintegrasi menjalankan tugas dan tanggung jawabnya berdasarkan Peraturan Otoritas Jasa Keuangan No. Keuangan No. 17/POJK.03/2014 tanggal 18 November 2014 tentang Penerapan Manajemen Risiko Terintegrasi bagi Konglomerasi Keuangan dan Surat Edaran Otoritas Jasa Keuangan No. 14/SEOJK.03/2015 tanggal 25 Mei 2015 tentang Penerapan Manajemen Risiko Terintegrasi.

Tugas dan Tanggung Jawab Komite Manajemen Risiko Terintegrasi

Tugas dan tanggung jawab Komite Manajemen Risiko Terintegrasi adalah memberikan rekomendasi kepada Direksi Entitas Utama, dalam rangka:

1. Penyusunan kebijakan manajemen risiko terintegrasi; dan
2. Perbaikan atau penyempurnaan kebijakan manajemen risiko terintegrasi berdasarkan hasil evaluasi pelaksanaan.

- d. Monitoring of review of proposed new activities/products, including evaluating the system and procedure used, and the impact on the Bank's risk exposure in overall; and
- e. Risk Management disclosure.

Risk Management Committee Meetings

Throughout 2019, the Risk Management Committee held 12 meetings, with the meeting agenda as follows.

1. Economic issue;
2. Stress test;
3. Follow-up of the Risk Management Committee;
4. Proposed changes and additions to the measurement parameters;
5. Review, opinion, and suggestion;
6. Credit issue;
7. Risk Based Bank Rating (RBBR);
8. Recommendations of the Audit Reports (LHP) of Internal Audit Work Unit (SKAI) on the Integrated Risk Management Division; and
9. Opinion and suggestion of the committee members.

Integrated Risk Management Committee

The Integrated Risk Management Committee is an executive committee, which functions to assist the Board of Directors of the Bank as the Main Entity. The Integrated Risk Management Committee functions to ensure that the risk management has been running well in all financial services institutions of the Victoria Group financial conglomeration. The Integrated Risk Management Committee performs monitoring and evaluation process by delivering the main focus of risk exposure of Victoria Group financial conglomeration, which is material and significant for the improvement of the integrated risk management process in the future.

Guidelines of Integrated Risk Management Committee

The Integrated Risk Management Committee performs its duties and responsibilities based on Financial Services Authority Regulation No. Finance No. 17/POJK.03/2014 dated 18 November 2014 on the Implementation of Integrated Risk Management for Financial Conglomeration and Financial Services Authority Circular No. 14/SEOJK.03/2015 dated 25 May 2015, on the Implementation of Integrated Risk Management.

Duties and Responsibilities of the Integrated Risk Management Committee

The duties and responsibilities of the Integrated Risk Management Committee is to provide recommendations to the Board of Directors of the Main Entity, in the framework of:

1. Preparing integrated risk management policies; and
2. Improving or refining the integrated risk management policies based on evaluation of implementation.

Pelaksanaan Tugas dan Tanggung Jawab Komite Manajemen Risiko Terintegrasi Tahun 2019

Selama tahun 2019, Komite Manajemen Risiko Terintegrasi telah melaksanakan berbagai program kerja, yaitu:

1. Pembahasan profil risiko terintegrasi secara berkala atau triwulanan;
2. Penyampaian laporan profil risiko terintegrasi secara berkala atau semesteran kepada pihak regulator;
3. Pembahasan kecukupan pemenuhan modal minimum terintegrasi secara berkala atau triwulanan;
4. Penyampaian kecukupan pemenuhan modal minimum terintegrasi secara berkala atau semesteran kepada pihak regulator;
5. Melakukan pemantauan risiko, baik per jenis risiko maupun secara terintegrasi;
6. Melaksanakan evaluasi secara berkala terhadap parameter risiko inheren dan kualitas penerapan manajemen risiko terintegrasi sesuai dengan kompleksitas dan karakteristik setiap LJK dalam konglomerasi keuangan;
7. Melakukan *stress test* secara periodik melalui skenario spesifik dan pasar untuk mengantisipasi dan secara proaktif mengelola potensi terjadinya risiko;
8. Penyusunan dan penyempurnaan kebijakan Manajemen Risiko Terintegrasi; dan
9. Pengembangan dan penyempurnaan VISI system.

Susunan Keanggotaan Komite Manajemen Risiko Terintegrasi

Berdasarkan Surat Keputusan Direksi No. 007/SK-DIR/06/17, susunan keanggotaan Komite Manajemen Risiko Terintegrasi dalam konglomerasi keuangan Grup Victoria bersifat tetap, namun dapat ditambah dengan keanggotaan yang bersifat tidak tetap sesuai dengan kebutuhan konglomerasi keuangan Grup Victoria secara terintegrasi. Komposisi Komite Manajemen Risiko Terintegrasi sebagai berikut:

1. Ketua (Anggota Tetap) :
Direktur Kepatuhan dan Manajemen Risiko Entitas Utama
2. Sekretaris (Anggota Tetap) :
Kepala Divisi *Risk Management/Integrated* Entitas Utama
3. Anggota Tetap :
 - a. Seluruh anggota Direksi Bank Victoria sebagai Entitas Utama
 - b. Bank Victoria Syariah
 - Direktur yang membawahi fungsi manajemen risiko
 - Kepala Divisi Manajemen Risiko
 - c. Victoria Sekuritas Indonesia
 - Direktur yang membawahi fungsi manajemen risiko
 - Unit Manajemen Risiko
 - d. Victoria Insurance
 - Direktur yang membawahi fungsi manajemen risiko
 - Pejabat Eksekutif yang memimpin Satuan Kerja Manajemen Risiko
 - e. Victoria Manajemen Investasi
 - Direktorat yang membawahi fungsi manajemen risiko
 - Koordinator Manajemen Risiko
 - f. Victoria Alife Indonesia
 - Direktur yang membawahi fungsi manajemen risiko
 - Pejabat Eksekutif yang memimpin Satuan Kerja Manajemen Risiko

Implementation of Duties and Responsibilities of the Integrated Risk Management Committee in 2019

Throughout 2019, the Integrated Risk Management Committee performed various work programs, which were:

1. Discussion of the integrated risk profile regularly or quarterly;
2. Submission of the integrated risk profile reports to regulators regularly or semi-annually;
3. Discussion of the integrated capital adequacy ratio regularly or quarterly;
4. Submission of the integrated capital adequacy ratio to regulators regularly or semi-annually;
5. Conducting risk monitoring, either per type of risks or in an integrated manner;
6. Conducting periodic evaluations of inherent risk parameters and the quality of the integrated risk management implementation in accordance with each LJK's complexity and characteristics in the financial conglomeration;
7. Conducting periodic stress tests through specific scenario and market to anticipate and proactively manage potential risks;
8. Preparation and improvement of the Integrated Risk Management policy; and
9. Preparation and improvement of the VISI system.

Composition of Integrated Risk Management Committee

Based on Board of Directors' Decision Letter No. 007/SK-DIR/06/17, the composition of the Integrated Risk Management Committee in Victoria Group's financial conglomeration is permanent, but it can be added with non-permanent members according to the needs of Victoria Group's financial conglomeration in an integrated manner. The composition of Integrated Risk Management Committee is as follows:

1. Chairman (Permanent Member) :
Director of Compliance and Risk Management of Main Entity
2. Secretary (Permanent Member) :
Head of Risk Management/Integrated Division of Main Entity
3. Permanent Members :
 - a. All members of Board of Directors of Bank Victoria as the Main Entity
 - b. Bank Victoria Syariah
 - Director in charge of risk management function
 - Head of Risk Management Division
 - c. Victoria Sekuritas Indonesia
 - Director in charge of risk management function
 - Risk Management Unit
 - d. Victoria Insurance
 - Director in charge of risk management function
 - Executive Officer in charge of Risk Management Work Unit
 - e. Victoria Manajemen Investasi
 - Directorate in charge of risk management function
 - Risk Management Coordinator
 - f. Victoria Alife Indonesia
 - Director in charge of risk management function
 - Executive Officer in charge of Risk Management Work Unit



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4. Anggota Tidak Tetap :
Pejabat terkait dari anggota konglomerasi keuangan Grup Victoria.

Rapat Komite Manajemen Risiko Terintegrasi

Komite Manajemen Risiko Terintegrasi Grup Victoria dalam konglomerasi keuangan menyelenggarakan rapat secara berkala minimal 1 (satu) kali setiap 3 (tiga) bulan maupun insidental. Sepanjang tahun 2019, Komite Manajemen Risiko Terintegrasi telah mengadakan rapat sebanyak 4 (empat) kali pertemuan yang dihadiri oleh anggota Komite. Adapun agenda rapat Komite Manajemen Risiko Terintegrasi Grup Victoria dalam konglomerasi keuangan, diantaranya terkait:

1. Stress Test Terintegrasi;
2. Penilaian Peringkat Profil Risiko Terintegrasi;
3. Pemaparan Profil Risiko masing-masing LJK; dan
4. Kewajiban Pemenuhan Modal Minimum Terintegrasi

Assets and Liability Committee

Assets and Liabilities Committee (ALCO) merupakan komite pendukung Direksi dengan tugas menganalisis dan mengevaluasi pengelolaan aset dan liabilitas, serta pengambilan keputusan yang terkait melalui perumusan kebijakan, strategi dan sasaran untuk mengelola aset dan liabilitas Bank secara terintegrasi. Dalam melaksanakan fungsi tersebut, ALCO memiliki *ALCO Support* yang bertugas untuk mendapatkan, mengolah, menganalisis dan merumuskan keseluruhan data *asset and liabilities* untuk kemudian diserahkan kepada ALCO.

Pedoman ALCO

ALCO menjalankan tugas dan tanggung jawabnya berdasarkan Surat Keputusan Direksi No. 004/SK-DIR/09/16 tanggal 5 September 2016 tentang Pedoman dan Tata Tertib Kerja *Assets and Liabilities Committee* (ALCO) PT Bank Victoria International Tbk.

Tugas dan Tanggung Jawab ALCO

Tugas dan tanggung jawab ALCO beserta realisasinya diuraikan sebagai berikut.

4. Non-Permanent Members :
Relevant Officers from members of Victoria Group's financial conglomeration.

Integrated Risk Management Committee's Meetings

The Integrated Risk Management Committee of Victoria Group's financial conglomeration holds regular meetings at least 1 (one) time every 3 (three) months and incidental meetings. Throughout 2019, the Integrated Risk Management Committee held 4 (four) meetings attended by members of the Committee. The meeting agenda of the Integrated Risk Management Committee of Victoria Group's financial conglomeration is as follows:

1. Integrated Stress Test;
2. Integrated Risk Profile Rating Assessment;
3. Risk Profile Presentation of each LJK; and
4. Integrated Capital Adequacy Ratio (CAR).

Assets and Liabilities Committee

Assets and Liabilities Committee (ALCO) is a Board of Directors' supporting committee having duties to analyze and evaluate the management of assets and liabilities and the decision making related to formulation of policy, strategy and target to manage the Bank's assets and liabilities in an integrated manner. In performing the function, ALCO has *ALCO Support* in charge of obtaining, processing, analyzing, and formulating the entire assets and liabilities data to further be submitted to ALCO.

ALCO Guidelines

ALCO performs its duties and responsibilities based on the Board of Directors' Decision Letter No. 004/SK-DIR/09/16 dated 5 September 2016 on the Guidelines and Code of Conduct of *Assets and Liabilities Committee* (ALCO) of PT Bank Victoria International Tbk.

ALCO Duties and Responsibilities

The duties, responsibilities, and the realization of ALCO are described as follows.

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
Memantau dan memperhatikan struktur neraca dan memaksimalkan profitabilitas. Monitoring and overseeing the balance sheet structure and maximizing profitability.	Menganalisis kinerja keuangan yang mencakup perbandingan antara kinerja keuangan bulan yang bersangkutan dengan bulan sebelumnya. Analyzing the financial performance that includes the comparison between the financial performance of the relevant month with the previous month.
Merencanakan, menetapkan, dan mengendalikan sumber dan penggunaan dana Bank. Planning, establishing, and controlling the source and use of Bank funds.	Menjaga pertumbuhan <i>assets and liabilities</i> sesuai dengan Rencana Bisnis Bank. Maintaining the growth of assets and liabilities in accordance with the Bank's Business Plan.
Menetapkan tingkat suku bunga kredit maupun pendanaan. Establishing interest rates on credit and funding.	Mengevaluasi tingkat suku bunga Bank. Evaluating the Bank's interest rates.
Melakukan evaluasi anggaran dan realisasi laporan keuangan Bank dengan memperhatikan indikator-indikator/risiko Bank. Evaluating the budget and realization of the Bank's financial statements with due regard to the Bank's indicators/risks.	Mengawasi risiko-risiko likuiditas dan struktur neraca Bank. Supervising the Bank's liquidity risks and balance sheet structure.

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
<p>Merumuskan, menetapkan dan mengevaluasi kebijakan, strategi, dan sasaran dalam bidang-bidang ALMA, yaitu:</p> <ol style="list-style-type: none"> 1. Manajemen Strategi; 2. Manajemen Likuiditas; 3. Manajemen Gap; dan 4. Manajemen Investasi dan Pendapatan (<i>Pricing</i>). <p>Formulating, establishing, and evaluating policies, strategies, and objectives in the areas of ALMA, which are:</p> <ol style="list-style-type: none"> 1. Strategic Management; 2. Liquidity Management; 3. Gap Management; and 4. Investment and Pricing Management. 	<ol style="list-style-type: none"> 1. Melakukan evaluasi terhadap <i>maturity gap</i>. 2. Meningkatkan <i>fee based income</i> melalui diversifikasi produk/aktivitas baru. 3. Menjaga tingkat profitabilitas bank pada tingkat yang sehat. 4. Mengelola tingkat likuiditas Bank dalam rangka menjaga tingkat likuiditas yang sehat dan sesuai ketentuan Bank Indonesia. <ol style="list-style-type: none"> 1. Evaluating the maturity gap. 2. Increasing fee-based income through diversification of new products/activities. 3. Maintaining the Bank's profitability level at a sound level. 4. Managing the Bank's liquidity level in order to maintain sound liquidity level and in accordance with Bank Indonesia regulation.
<p>Memantau dan memperhatikan perkembangan kondisi ekonomi mikro maupun makro, seperti inflasi, nilai tukar, dan perkembangan suku bunga yang dapat memengaruhi kinerja Bank.</p> <p>Monitoring and observing the development of micro and macroeconomic conditions, such as inflation, exchange rates, and interest rate development that may affect the Bank's performance.</p>	<p>Mengevaluasi perkembangan dan prospek indikator-indikator ekonomi dan menganalisis dampaknya terhadap posisi simpanan, kredit dan profitabilitas Bank.</p> <p>Evaluating the progress and prospects of economic indicators and analyzing their impact on the Bank's deposit, credit, and profitability positions.</p>

Komposisi Komite ALCO

Berdasarkan Surat Keputusan Direksi No. 009/SK-DIR/03/2019 tentang Susunan Keanggotaan Assets and Liabilities Committee (ALCO) PT Bank Victoria International Tbk, komposisi keanggotaan Komite ALCO, yaitu:

1. Ketua : Direktur Utama
2. Sekretaris : Kepala Divisi Treasury
3. Anggota :
 - a. Wakil Direktur Utama;
 - b. Direktur Bisnis;
 - c. Direktur Kredit;
 - d. Direktur Keuangan;
 - e. Direktur Kepatuhan dan Manajemen Risiko;
 - f. *Senior EVP Corporate and Multifinance Banking*;
 - g. *Senior EVP Funding and BBN*;
 - h. *Senior EVP Finance and Accounting*;
 - i. *Senior EVP Operation and IT*;
 - j. *SME and Consumer Banking*;
 - k. *Multifinance Banking Division*;
 - l. *Corporate Banking*;
 - m. *Commercial Banking*;
 - n. *Credit Monitoring and Assurance*;
 - o. *Risk Management/Integrated*;
 - p. *Finance and Accounting*; dan
 - q. *BBN and Performance Division*.

ALCO Composition

Based on Board of Directors' Decision Letter No. 009/SK-DIR/03/2019 on the Composition of Assets and Liabilities Committee (ALCO) of PT Bank Victoria International Tbk, the composition of the ALCO Committee is as follows:

1. Chairman : President Director
2. Secretary : Head of Treasury Division
3. Member :
 - a. Deputy President Director;
 - b. Director of Business;
 - c. Director of Credit;
 - d. Director of Finance;
 - e. Director of Compliance and Risk Management;
 - f. *Senior EVP of Corporate and Multifinance Banking*;
 - g. *Senior EVP of Funding and BBN*;
 - h. *Senior EVP of Finance and Accounting*;
 - i. *Senior EVP of Operation and IT*;
 - j. *SME and Consumer Banking*;
 - k. *Multifinance Banking Division*;
 - l. *Corporate Banking*;
 - m. *Commercial Banking*;
 - n. *Credit Monitoring and Assurance*;
 - o. *Risk Management/Integrated*;
 - p. *Finance and Accounting*; and
 - q. *BBN and Performance Division*.

Kedudukan Komite ALCO dalam Struktur Organisasi

Kedudukan Komite ALCO dalam struktur organisasi berada di bawah Direksi.

ALCO Committee's Position in the Organizational Structure

The position of ALCO Committee in the organizational structure is under the Board of Directors.

Pihak yang Mengangkat dan Memberhentikan Ketua Komite ALCO

Ketua Komite ALCO diangkat dan diberhentikan oleh Direksi.

Party Appointing and Dismissing the Chairperson of ALCO Committee

The Chairman of ALCO Committee is appointed and discharged by the Board of Directors.

Rapat ALCO

Dalam melaksanakan tugasnya, ALCO melaksanakan rapat sekurang-kurangnya 1 (satu) kali dalam 1 (satu) bulan atau sewaktu-waktu sesuai dengan kebutuhan.

ALCO Meetings

In performing its duties, ALCO conducts meetings at least 1 (once) a month or at any time as necessary.



Aspek Pendukung Bisnis
Aspect of Business Support



Tata Kelola Perusahaan
Good Corporate Governance



Tanggung Jawab Sosial Perusahaan
Corporate Social Responsibility



Struktur Permodalan dan Praktik Manajemen Risiko
Capital Structure and Risk Management Practices

Sepanjang tahun 2019, ALCO telah mengadakan rapat sebanyak 12 kali dengan rata-rata tingkat kehadiran sebesar 81,37%. Agenda rapat ALCO sebagai berikut.

1. Ekonomi moneter;
2. Ekonomi makro;
3. Portofolio surat berharga dan aktivitas treasury;
4. Manajemen risiko pasar dan likuiditas;
5. Kinerja Bank;
6. Dana Pihak Ketiga (DPK); dan
7. Kredit.

Komite Kredit

Komite Kredit adalah komite yang terdiri dari anggota Direksi, *Senior EVP*, *Division Head*, dan *Vice Division Head* terkait yang bertanggung jawab dan diberi wewenang untuk memutuskan jumlah Credit Exposure Bank dalam bentuk aktiva produktif sesuai dengan jumlah atau limit tertentu yang telah ditetapkan.

Tugas dan tanggung jawab dari pemutus Komite Kredit adalah memberikan persetujuan/penolakan terhadap usulan fasilitas penyediaan dana dari masing-masing divisi/unit pengusul.

Pedoman Komite Kredit

Komite Kredit menjalankan tugas dan tanggung jawab berdasarkan pada Peraturan Otoritas Jasa Keuangan No. 42/POJK.03/2017 tentang Kewajiban Penyusunan dan Pelaksanaan Kebijakan Perkreditan atau Pembiayaan Bank bagi Bank Umum, Surat Keputusan Dewan Komisaris No. 001/SK-KOM/03/17 tanggal 24 Maret 2017 tentang Prosedur Persetujuan dan Wewenang Komite Kredit Pusat PT Bank Victoria International Tbk, serta peraturan terkait lainnya.

Tugas dan Tanggung Jawab Komite Kredit

Tugas dan tanggung jawab dari pemutus Komite Kredit adalah memberikan persetujuan/penolakan terhadap usulan fasilitas penyediaan dana dari masing-masing divisi/unit pengusul.

Komposisi Komite Kredit

Komposisi anggota Komite Kredit terdiri dari:

1. Direktur Utama sebagai Ketua merangkap sebagai anggota.
2. Wakil Direktur Utama sebagai anggota.
3. Direktur Bisnis sebagai anggota.
4. Direktur Keuangan sebagai anggota.
5. *Senior EVP* atau *Division Head* pengusul yang mengelola jenis fasilitas penyediaan dana yang diproses, sebagai anggota dan sebagai sumber informasi yaitu:
 - *Senior EVP of Corporate Banking;*
 - *Division Head of Multifinance and Commercial Banking;*
 - *Division Head of Special Asset Management;*
 - *Division Head of SME and Consumer Banking;*
 - *Division Head of Credit Risk Review;*
 - *Division Head of Loan and Trade Operations;*
 - *Division Head of Treasury;*
 - *Division Head of International Banking; dan*
 - *Unit Head of Legal Operation.*

Throughout 2019, ALCO held 12 meetings with the average attendance level of 81.37%. ALCO's meeting agenda is as follows.

1. Monetary economics;
2. Macro economics;
3. Portfolio of securities and treasury activities;
4. Management of market risk and liquidity;
5. Bank Performance;
6. Third Party Funds (DPK); and
7. Credit.

Credit Committee

Credit Committee is a committee consisting of members of the Board of Directors, *Senior EVP*, *Division Head*, and *Vice Division Head* concerned who are responsible for deciding and given the authority to decide the amount of the Bank's Credit Exposure in the form of earning assets in accordance with a specified amount or limit.

The duties and responsibilities of Credit Committee decision maker is to give approval/rejection of the proposed funding facilities from each proposing division/unit.

Credit Committee Guidelines

The Credit Committee performs its duties and responsibilities based on Financial Services Authority Regulation No. 42/POJK.03/2017 on the Obligation to Prepare and Implement Policy of Bank Credit or Financing for Commercial Bank, Decree of Board of Commissioners No. 001/SK-KOM/03/17 dated 24 March 2017 on Procedure for Approval and Authority of Central Credit Committee of PT Bank Victoria International Tbk, and other relevant regulations.

Duties and Responsibilities of Credit Committee

The duties and responsibilities of Credit Committee decision maker is to give approval/rejection of the proposed funding facilities from each proposing division/unit.

Composition of Credit Committee

Composition of Credit Committee consists of:

1. The President Director as Chairman and concurrently a member.
2. Deputy President Director as a member.
3. Director of Business as a member.
4. Director of Finance as a member.
5. *Senior EVP* or *Division Head* of the proposer who manages the type of fund provision facility being processed, as a member and as a source of information, which are:
 - *Senior EVP of Corporate Banking;*
 - *Division Head of Multifinance and Commercial Banking;*
 - *Division Head of Special Asset Management;*
 - *Division Head of SME and Consumer Banking;*
 - *Division Head of Credit Risk Review;*
 - *Division Head of Loan and Trade Operations;*
 - *Division Head of Treasury;*
 - *Division Head of International Banking; and*
 - *Unit Head of Legal Operation.*

Direktur Kepatuhan dan Manajemen Risiko wajib hadir dalam setiap pertemuan Komite Kredit terkait dengan diperlukannya Opini Kepatuhan. Dalam hal Direktur Kepatuhan dan Manajemen Risiko berhalangan hadir, maka dapat diwakilkan kepada *Division Head of Compliance*.

Kedudukan Komite Kredit dalam Struktur Organisasi

Kedudukan Komite Kredit dalam struktur organisasi berada di bawah Direksi.

Pihak yang Mengangkat dan Memberhentikan Ketua Komite Kredit

Ketua Komite Kredit di angkat dan diberhentikan oleh Direksi.

Rapat Komite Kredit

Dalam rangka memutuskan usulan kredit, Komite Kredit dapat melaksanakan dalam bentuk rapat Komite Kredit maupun secara sirkuler. Keputusan Anggota Komite Kredit pemutus harus kuorum dan bulat/uninamously. Apabila terjadi perbedaan keputusan antar anggota Komite Kredit pemutus, maka kredit dianggap tidak disetujui. Selama tahun 2019, Komite Kredit telah mengadakan rapat sebanyak 96 kali dengan rata-rata tingkat kehadiran sebesar 69,54%. Agenda rapat tersebut membahas klien korporasi, klien komersial, klien *Small Medium Enterprises*, klien consumer, klien perusahaan pembiayaan, klien *Financial Institution*, dan klien *Special Asset Management*.

Komite Kebijakan Perkreditan

Komite Kebijakan Perkreditan merupakan komite yang memiliki peran untuk membantu Direksi dalam merumuskan kebijakan kredit, serta memberikan saran untuk perbaikan terkait kebijakan kredit. Komite Kebijakan Perkreditan juga berfungsi memastikan dipenuhinya prinsip-prinsip GCG di bidang kebijakan kredit demi kepentingan Bank dan pemangku kepentingan.

Pedoman Kebijakan Perkreditan

Komite Kebijakan Perkreditan berpedoman pada Peraturan Otoritas Jasa Keuangan No. 42/POJK.03/2017 tentang Kewajiban Penyusunan dan Pelaksanaan Kebijakan Perkreditan atau Pembiayaan Bank bagi Bank Umum dalam menjalankan tugas dan tanggung jawabnya.

Tugas dan Tanggung Jawab Komite Kebijakan Perkreditan

Berikut uraian tugas dan tanggung jawab Komite Kebijakan Perkreditan beserta realisasinya.

The Director of Compliance and Risk Management must be present at every Credit Committee meeting related to the need for a Compliance Opinion. In the event that the Director of Compliance and Risk Management is unable to attend, it can be represented by the Division Head of Compliance.

Position of Credit Committee in the Organizational Structure

The position of Credit Committee in the organizational structure is under the Board of Directors.

Party Appointing and Dismissing the Chairperson of Credit Committee

The Chairman of ALCO Committee is appointed and discharged by the Board of Directors.

Credit Committee Meetings

In order to decide on a credit proposal, the Credit Committee can carry out in the form of a Credit Committee meeting or circular. Decisions of Credit Committee Members must be quorum and unanimous. If there is a difference in decisions between the Credit Committee members, the credit is deemed rejected. Throughout 2019, the Credit Committee held 96 meetings with the average attendance level of 69.54%. The meeting agenda was to discuss corporate clients, commercial clients, Small Medium Enterprises clients, consumer clients, financing company clients, Financial Institution clients, and Special Asset Management clients.

Credit Policy Committee

Credit Policy Committee is a committee that assists the Board of Directors in formulating credit policy, and to give advises on improvement on credit policy. Credit Policy Committee also works to ensure the compliance to GCG principles in credit policy for the interest of the Bank and its stakeholders.

Credit Policy Guidelines

Credit Policy Committee refers to the Financial Services Authority Regulation No. 42/POJK.03/2017 on the Obligation to Prepare and Implement Policy of Bank Credit or Financing for Commercial Bank in implementing its duties and responsibilities.

Duties and Responsibilities of Credit Policy Committee

Duties and responsibilities of the Credit Policy Committee and the realization are.

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
<p>Memberikan masukan kepada Direksi dalam rangka penyusunan kebijakan perkreditan Bank, terutama yang berkaitan dengan perumusan prinsip kehati-hatian dalam perkreditan Bank.</p> <p>To provide input to the Board of Directors in the framework of the Bank's credit policy making, especially with regard to formulation of prudential principles in the Bank's credit.</p>	<p>Memberikan masukan kepada Direksi untuk merumuskan kebijakan, mengawasi pelaksanaan kebijakan, memantau perkembangan dan kondisi portofolio perkreditan, serta memberikan saran-saran langkah perbaikan.</p> <p>Providing input to the Board of Directors in formulating policies, monitoring policy implementation, monitoring the development and condition of the credit portfolio, and providing suggestions for improvement.</p>



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Aspect of Business Support



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Good Corporate Governance



Tanggung Jawab Sosial Perusahaan
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Capital Structure and Risk Management Practices

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
<p>Mengawasi agar kebijakan perkreditan Bank dapat diterapkan dan dilaksanakan secara konsekuen dan konsisten, serta merumuskan pemecahan apabila terdapat hambatan/kendala dalam penerapan kebijakan perkreditan Bank.</p> <p>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/hindrances in implementing the Bank's credit policy.</p>	<p>Menentukan standar format <i>trade checking</i> untuk <i>supplier</i> dan <i>customer</i>. Determining standard trade checking format for suppliers and customers.</p>
<p>Melakukan kajian terhadap kebijakan perkreditan Bank dan memberikan saran kepada Direksi apabila diperlukan perubahan kebijakan perkreditan Bank.</p> <p>To review the Bank's credit policies and advise the Board of Directors if changes to the Bank's credit policy are necessary;</p>	<p>Melakukan evaluasi dan pemutakhiran kebijakan kredit, termasuk perubahan proses kredit. Evaluating and updating credit policies, including changes to the credit process; and</p>
<p>Memantau dan mengevaluasi:</p> <ol style="list-style-type: none"> 1. Perkembangan dan kualitas portofolio perkreditan secara keseluruhan; 2. Kebenaran pelaksanaan kewenangan memutus kredit; 3. Kebenaran proses pemberian kredit, perkembangan dan kualitas yang diberikan kepada pihak yang terkait dengan Bank dan debitur-debitur besar; 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 diterapkan dalam kebijakan perkreditan Bank; dan 7. Upaya Bank dalam memenuhi kecukupan jumlah penyisihan penghapusan kredit. <p>To monitor and evaluate:</p> <ol style="list-style-type: none"> 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 major debtors; 4. The truth of the implementation of the provisions on the maximum credit limit; 5. Adherence to the provisions of legislation and other regulations in the implementation of credit provision; 6. The settlement of non-performing loans in accordance with those applied in the Bank's credit policy; and 7. The Bank's efforts to meet the adequacy of the allowance for credit write-off. 	<p>Komite Kebijakan Perkreditan telah melakukan memantau dan mengevaluasi pemberian kredit Bank selama tahun 2019. The Credit Policy Committee has monitored and evaluated the Bank's credit distribution throughout 2019.</p>

Komposisi Komite Kebijakan Perkreditan

Komposisi anggota Komite Kebijakan Perkreditan terdiri dari:

1. Ketua: Direktur Utama
2. Wakil Ketua merangkap Anggota:
 - a. Direktur Bisnis; dan
 - b. Direktur Kredit.
3. Sekretaris merangkap Anggota:
Kepala Divisi dan Wakil Kepala Divisi *Credit Analyst*
4. Anggota :
 - a. Wakil Direktur Utama;
 - b. Direktur Kepatuhan dan Manajemen Risiko;
 - c. Kepala Divisi *Corporate Banking*;
 - d. Kepala Divisi *Commercial Banking*;
 - e. Kepala Unit *Business Support*;
 - f. Kepala Unit *Consumer Lending*;
 - g. Kepala Divisi *Financial Institution and Capital Market*;
 - h. Kepala Divisi *Credit Administration*;
 - i. Kepala Divisi dan/atau Wakil Kepala Divisi *Legal*;
 - j. Kepala Divisi *Risk Management/Integrated*;
 - k. Kepala Divisi *Compliance, KYC/Integrated and System Procedure*; dan
 - l. Kepala Divisi *Audit Internal/Integrated and Anti Fraud Division*.

Composition of Credit Policy Committee

Composition of Credit Policy Committee consists of:

1. Chairman: President Director
2. Vice Chairman concurrently as Member:
 - a. Director of Business; and
 - b. Director of Credit.
3. Secretary concurrently as Member:
Head and Vice Head of Credit Analyst Division
4. Member:
 - a. Deputy President Director;
 - b. Director of Compliance and Risk Management;
 - c. Head of Corporate Banking Division;
 - d. Head of Commercial Banking Division;
 - e. Head of Business Support Unit;
 - f. Head of Consumer Lending Unit;
 - g. Head of Financial Institution and Capital Market Division;
 - h. Head of Credit Administration Division;
 - i. Head and/or Vice Head of Legal Division;
 - j. Head of Risk Management/Integrated Division;
 - k. Head of Compliance, KYC/ Integrated and System Procedure Division; and
 - l. Head of Internal Audit/Integrated and Anti Fraud Division.



Kilas Kinerja
Performance Highlights



Laporan Manajemen
Management Report



Profil Perusahaan
Company Profile



Analisis dan Pembahasan Manajemen
Management Discourse and Analysis

Kedudukan Komite Kebijakan Perkreditan dalam Struktur Organisasi

Kedudukan Komite Kebijakan Perkreditan dalam struktur organisasi berada di bawah Direksi.

Pihak yang Mengangkat dan Memberhentikan Ketua Komite Kebijakan Perkreditan

Ketua Komite Kebijakan Perkreditan di angkat dan diberhentikan oleh Direksi.

Rapat Komite Kebijakan Perkreditan

Sepanjang tahun 2019, Komite Kebijakan Perkreditan tidak melakukan rapat internal. Namun, melakukan rapat bersama dengan rapat Komite Kredit.

Komite Teknologi Informasi

Komite Teknologi Informasi merupakan Komite yang berfungsi untuk membantu Dewan Komisaris dan Direksi dalam mengawasi kegiatan terkait teknologi informasi dan meminimalisasi risiko yang melekat pada kegiatan operasional Bank.

Pedoman Komite Teknologi Informasi

Komite Teknologi Informasi berpedoman pada Peraturan Otoritas Jasa Keuangan No. 38/POJK.03/2016 dan Surat Edaran Otoritas Jasa Keuangan No. 21/SEOJK.03/2017 tentang Penerapan Manajemen Risiko dalam Penggunaan Teknologi Informasi oleh Bank Umum dalam menjalankan tugas dan tanggung jawabnya.

Tugas dan Tanggung Jawab Komite Teknologi Informasi

Berikut uraian tugas dan tanggung Jawab Komite Teknologi Informasi beserta realisasinya.

Position of Credit Policy Committee in the Organizational Structure

The position of Credit Policy Committee in the organizational structure is under the Board of Directors.

Party Appointing and Dismissing the Chairperson of Credit Policy Committee

The Chairman of Credit Committee is appointed and discharged by the Board of Directors.

Credit Policy Committee Meetings

Throughout 2019, the Credit Policy Committee did not hold internal meeting, but held joint meeting with the Credit Committee.

Information Technology Committee

The Information Technology Committee is a Committee that functions to assist the Board of Commissioners and Board of Directors in overseeing information technology related activities and minimizing the risks inherent in the Bank's operational activities.

Guidelines of Information Technology Committee

The Information Technology Committee refers to the Financial Services Authority Regulation No. 38/POJK.03/2016 and Circular Letter of Financial Services Authority No. 21/SEOJK.03/2017 on Implementation of Risk Management in the Use of Information Technology for Commercial Bank in implementing its duties and responsibilities.

Duties and Responsibilities of Information Technology Committee

Duties and responsibilities of the Information Technology Committee and the realization are.

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
<p>Membuat rencana strategis teknologi informasi (<i>information technology strategic plan</i>) yang sesuai dengan rencana strategis kegiatan usaha Bank.</p> <p>Prepare information technology strategic plan in line with the strategic plan of the Bank's business activities.</p>	<p>Pada tahun 2019, Komite Teknologi Informasi membuat rencana strategis yang telah diuraikan pada bab Aspek Pendukung Bisnis dalam Laporan Tahunan ini.</p> <p>In 2019, the Information Technology Committee made a strategic plan that is outlined in the chapter of Business Support Aspect in this Annual Report.</p>
<p>Merumuskan kebijakan prosedur teknologi informasi sesuai dengan Peraturan Bank Indonesia No. 9/15/PBI/2007 tanggal 30 November 2007 tentang Penerapan Manajemen Risiko dalam Penggunaan Teknologi Informasi oleh Bank Umum.</p> <p>Formulate information technology procedure policy in accordance with Bank Indonesia Regulation no. 9/15/PBI/2007 dated 30 November 2007 on Implementation of Risk Management in the Use of Information Technology for Commercial Bank.</p>	<p>Pada tahun 2019, Komite Teknologi Informasi merumuskan telah memiliki kebijakan, standar, dan prosedur penggunaan TI yang meliputi aspek:</p> <ul style="list-style-type: none"> a. Manajemen; b. Pengembangan dan pengadaan; c. Operasional TI; d. Jaringan komunikasi; e. Pengamanan informasi; f. Rencana pemulihan bencana; g. Layanan perbankan elektronik; h. Penggunaan pihak penyedia jasa TI; serta i. Penyediaan jasa TI oleh Bank. <p>In 2019, the Information Technology Committee formulated IT policies, standards, and procedures for the use of IT which included aspects of:</p> <ul style="list-style-type: none"> a. Management; b. Development and procurement; c. IT Operations; d. Communication network; e. Information safeguard; f. Disaster recovery plan; g. Electronic banking services; h. Use of IT services provider; and i. Provision of IT services by the Bank.



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Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
<p>Melakukan pemantauan kesesuaian proyek-proyek teknologi informasi yang disetujui dengan rencana strategis teknologi informasi.</p> <p>Monitor the conformity of information technology projects, which are approved with the information technology strategic plan.</p>	<p>Komite Teknologi Informasi telah membuat <i>roadmap</i> pengembangan TI yang disesuaikan dengan rencana jangka menengah dan jangka panjang yang tercantum dalam rencana bisnis Bank.</p> <p>The Information Technology Committee has prepared an IT development roadmap that is tailored to the medium- and long-term plans stated in the Bank's business plan.</p>
<p>Melakukan pemantauan kesesuaian proyek-proyek teknologi informasi dengan rencana proyek (<i>project charter</i>) yang disepakati dalam <i>service level agreement</i> (SLA).</p> <p>Monitor the conformity of the information technology projects with the project charter agreed in the Service Level Agreement (SLA).</p>	<p>Komite Teknologi Informasi telah melakukan pemantauan kesesuaian proyek-proyek teknologi informasi dengan rencana proyek (<i>project charter</i>) yang disepakati dalam <i>service level agreement</i> (SLA).</p> <p>The Information Technology Committee has monitored the conformity of information technology projects with the project charter agreed in the Service Level Agreement (SLA).</p>
<p>Melakukan pemantauan kesesuaian teknologi informasi dengan kebutuhan sistem informasi manajemen yang mendukung pengelolaan kegiatan usaha Bank.</p> <p>Monitor the conformity of information technology to the needs of management information system that supports the management of the Bank's business activities.</p>	<p>Komite Teknologi Informasi telah melakukan pemantauan kesesuaian teknologi informasi dengan kebutuhan sistem informasi manajemen yang mendukung pengelolaan kegiatan usaha Bank.</p> <p>The Information Technology Committee has monitored the conformity of information technology with the needs of management information system that supports the management of the Bank's business activities.</p>
<p>Melakukan evaluasi terhadap efektivitas langkah-langkah manajemen risiko dalam teknologi informasi.</p> <p>Evaluate the effectiveness of risk management measures in information technology.</p>	<p>Komite Teknologi Informasi melakukan evaluasi terhadap efektivitas langkah-langkah manajemen risiko dalam TI yaitu dengan:</p> <ol style="list-style-type: none"> 1. Pengawasan aktif Direksi dan Dewan Komisaris; 2. kecukupan kebijakan, standar, dan prosedur penggunaan TI; 3. Kecukupan proses identifikasi, pengukuran, pemantauan dan pengendalian risiko penggunaan TI; dan 4. Sistem pengendalian internal atas penggunaan TI. <p>The Information Technology Committee evaluated the effectiveness of risk management measures in IT by:</p> <ol style="list-style-type: none"> 1. Active monitoring of the Board of Directors and Board of Commissioners; 2. Adequate policy, standard, and procedure of use of IT; 3. Adequate process of risk identification, measurement, monitoring, and management of the use of IT; and 4. Internal control system of the use of IT.
<p>Melakukan pemantauan atas kinerja teknologi informasi dan upaya peningkatannya.</p> <p>Monitor the performance of information technology and its improvement efforts.</p>	<p>Komite Teknologi Informasi telah melakukan pemantauan atas kinerja teknologi informasi untuk mendukung <i>customer experience</i> dalam meningkatkan layanan nasabah dan mendekatkan Bank kepada nasabah.</p> <p>The Information Technology Committee has monitored the information technology performance to support the customer experience in improving customer services and bringing the Bank closer to the customers.</p>
<p>Melakukan penyelesaian berbagai masalah terkait teknologi informasi yang tidak dapat diselesaikan oleh satuan kerja pengguna dan satuan kerja penyelenggara.</p> <p>Settle various problems related to information technology that cannot be settled by a user work unit and an organizing work unit.</p>	<p>Pada tahun 2019, tidak terdapat masalah terkait TI yang signifikan.</p> <p>In 2019, there were no significant IT-related issues.</p>
<p>Melakukan evaluasi kecukupan dan lokasi sumber daya yang dimiliki Bank.</p> <p>Evaluate the adequacy and location of resources owned by the Bank.</p>	<p>Komite Teknologi Informasi telah melakukan evaluasi kecukupan dan lokasi sumber daya yang dimiliki Bank.</p> <p>The Information Technology Committee has evaluated the adequacy and location of resources owned by the Bank.</p>

Komposisi Komite Teknologi Informasi

Susunan komposisi Komite Teknologi Informasi sebagai berikut:

1. Ketua : Direktur Utama
2. Anggota:
 - a. Wakil Direktur Utama;
 - b. Direktur Kepatuhan dan Manajemen Risiko;
 - c. *Senior EVP Operation* dan IT;
 - d. Sekretaris Komite TI;
 - e. *Senior EVP Finance and Accounting*;
 - f. Kepala Divisi *Loan Admin*; dan
 - g. Kepala Divisi *Finance* dan *Accounting*.

Composition of Information Technology Committee

The composition of Information Technology Committee is as follows:

1. Head: President Director
2. Member:
 - a. Deputy President Director;
 - b. Director of Compliance and Risk Management;
 - c. Senior EVP of Operation and IT;
 - d. Secretary of IT Committee;
 - e. Senior EVP of Finance and Accounting;
 - f. Head of Loan Admin Division; and
 - g. Head of Finance and Accounting Division.

Kedudukan Komite Teknologi Informasi dalam Struktur Organisasi

Kedudukan Komite Teknologi Informasi dalam struktur organisasi berada di bawah Direksi.

Pihak yang Mengangkat dan Memberhentikan Komite Teknologi Informasi

Ketua Komite Teknologi Informasi diangkat dan diberhentikan oleh Direksi.

Rapat Komite Teknologi Informasi

Komite Teknologi Informasi melaksanakan rapat minimal 1 (satu) kali dalam 6 (enam) bulan atau sewaktu-waktu sesuai dengan kebutuhan. Pada tahun 2019, Komite Teknologi Informasi telah mengadakan rapat sebanyak 2 (dua) kali dengan rata-rata tingkat kehadiran sebesar 100,00%. Agenda rapat tersebut membahas sebagai berikut.

1. Peninjauan *IT performance* Januari sampai April 2019:
 - *System utilization*; dan
 - *Cyber security monitoring*.
2. *Project Management*:
 - a. *Development plan*;
 - b. *Mile stone*; dan
 - c. *Project priority* triwulan 2 (dua).
3. *Project approval*:
 - a. *Core banking front end*;
 - b. *PSAK 71 additional*;
 - c. *MB enhancement*; dan
 - d. *Credit cash workflow (LOS)*.
4. Peninjauan ITSC Bank Victoria triwulan 3 (tiga) tahun 2019:
 - a. *Project status*:
 - 1) *IT system & development plan*;
 - 2) *Project development*; dan
 - 3) *Project priority*.
 - b. Realisasi anggaran IT:
 - 1) Realisasi anggaran *Capital expenditure*; dan
 - 2) *IT budget by GL code*.
 - c. *Proposal project review*:
 - 1) *Core banking front end*:
 - *Functionality*;
 - *Architecture*; dan
 - *Cost estimation*.
 - 2) *PSAK 71*; dan
 - 3) *MB Re-Vamp*.

Komite Pemantau dan Pelaksanaan GCG

Komite Pemantau dan Pelaksanaan GCG merupakan komite yang membantu Direksi dalam memberikan arahan kebijakan yang berkaitan dengan pelaksanaan GCG di Bank.

Pedoman Komite Pemantau dan Pelaksanaan GCG

Komite Pemantau dan Pelaksanaan GCG berpedoman pada Peraturan Otoritas Jasa Keuangan 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 dalam menjalankan tugas dan tanggung jawabnya.

Position of Information Technology Committee in the Organizational Structure

The position of Information Technology Committee in the organizational structure is under the Board of Directors.

Party Appointing and Dismissing the Information Technology Committee

The Chairman of Information Technology Committee is appointed and discharged by the Board of Directors.

Information Technology Committee Meetings

The Information Technology Committee conducts meetings at least 1 (one) time every 6 (six) months or at any time as necessary. In 2019, the Information Technology Committee held 2 (two) meetings with the average attendance level of 100,00%. The meeting agenda was to discuss the following matters.

1. *IT performance review* from January to April 2019:
 - *System utilization*; and
 - *Cyber security monitoring*.
2. *Project Management*:
 - a. *Development plan*;
 - b. *Mile stone*; and
 - c. *Project priority* quarter 2 (two).
3. *Project approval*:
 - a. *Core banking front end*;
 - b. *PSAK 71 additional*;
 - c. *MB enhancement*; and
 - d. *Credit cash workflow (LOS)*.
4. *ITSC Review of Bank Victoria* quarter 3 (three) of 2019:
 - a. *Project status*:
 - 1) *IT system & development plan*;
 - 2) *Project development*; and
 - 3) *Project priority*.
 - b. Realization of IT budget:
 - 1) *Capital expenditure budget realization*, and
 - 2) *IT budget by GL code*.
 - c. *Project review proposal*:
 - 1) *Core banking front end*:
 - *Functionality*;
 - *Architecture*; and
 - *Cost estimation*.
 - 2) *PSAK 71*; and
 - 3) *MB Re-Vamp*.

GCG Monitoring and Implementation Committee

The GCG Monitoring and Implementation Committee is a committee that assists the Board of Directors in providing policy guidance related to the Bank's GCG implementation.

Guidelines of GCG Monitoring and Implementation Committee

The GCG Monitoring and Implementation Committee refers to the Financial Services Authority Regulation No. 55/POJK.03/2016 and Circular Letter of Financial Services Authority No. 13/SEOJK.03/2017 on the Implementation of Governance for Commercial Banks in performing its duties and responsibilities.



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Tugas dan Tanggung Jawab Komite Pemantau dan Pelaksanaan GCG

Uraian tugas dan tanggung jawab Komite Pemantau dan Pelaksanaan GCG sebagai berikut.

Duties and Responsibilities of GCG Monitoring and Implementation Committee

The duties and responsibilities of GCG Monitoring and Implementation Committee are as follows.

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
<p>Memantau dan menganalisis setiap kebijakan terbaru maupun praktik terbaik terkait penerapan GCG.</p> <p>Monitoring and analyzing any current policy and best practices related to GCG implementation.</p>	<p>Melakukan pemantauan dan menganalisis kebijakan terbaru, yaitu:</p> <p>a. Peraturan Bank Indonesia:</p> <ul style="list-style-type: none"> • No. 21/1/PBI/2019 tanggal 7 Januari 2019 tentang Utang Luar Negeri Bank dan Kewajiban Bank Lainnya dalam Valuta Asing; • No. 21/2/PBI/2019 tanggal 7 Januari 2019 tentang Pelaporan Kegiatan Lalu Lintas Devisa; • No. 21/6/PBI/2019 tanggal 26 April 2019 tentang Perubahan ketiga atas Peraturan Bank Indonesia No. 20/5/PBI/2018 tentang Operasi Moneter; • No. 21/7/PBI/2019 tanggal 15 Mei 2019 tentang Perubahan atas Peraturan Bank Indonesia No. 20/10/PBI/2018 tentang Transaksi <i>Domestic Non-Deliverable Forward</i>; • No. 21/8/PBI/2019 tanggal 24 Mei 2019 tentang Perubahan Ketiga atas Peraturan Bank Indonesia No. 17/9/PBI/2015 tentang Penyelenggaraan Transfer Dana dan Kliring Berjadwal oleh Bank Indonesia; • No. 21/9/PBI/2019 tanggal 30 Agustus 2019 tentang Laporan Bank Umum Terintegrasi; • No. 21/10/PBI/2019 tanggal 30 Agustus 2019 tentang Pengelolaan Uang Rupiah; • No. 21/11/PBI/2019 tanggal 3 Oktober 2019 tentang Penyelenggaraan <i>Central Counterparty</i> Transaksi Derivatif Suku Bunga dan Nilai Tukar <i>Over The Counter</i>; • No. 21/12/PBI/2019 tanggal 25 November 2019 tentang Perubahan atas Peraturan Bank Indonesia No. 20/4/PBI/2018 tentang Rasio Intermediasi Makroprudensial dan Penyangga Likuiditas Makroprudensial bagi Bank Umum Konvensional, Bank Umum Syariah, dan Unit Usaha Syariah; • No. 21/13/PBI/2019 tanggal 25 November tentang Perubahan atas Peraturan Bank Indonesia No. 20/8/PBI/2018 tentang Rasio <i>Loan to Value</i> untuk Kredit Properti, Rasio <i>Financing to Value</i> untuk Pembiayaan Properti, dan Uang Muka untuk Kredit atau Pembiayaan Kendaraan Bermotor; • No. 21/14/PBI/2019 tanggal 28 November tentang Devisa Hasil Ekspor dan Devisa Pembayaran Impor; • No. 21/15/PBI/2019 tanggal 9 Desember 2019 tentang Pemantauan Kegiatan Lalu Lintas Devisa Bank dan Nasabah; dan • No. 21/16/PBI/2019 tanggal 30 Desember 2019 tentang Standardisasi Kompetensi Di Bidang Sistem Pembayaran dan Pengelolaan Uang Rupiah. <p>b. Peraturan Otoritas Jasa Keuangan:</p> <ul style="list-style-type: none"> • No. 32/POJK.03/2018 tanggal 26 Desember 2018 tentang Batas Maksimum Pemberian Kredit dan Penyediaan Dana Besar bagi Bank Umum; • No. 34/POJK.03/2018 tanggal 27 Desember 2018 tentang Penilaian Kembali bagi Pihak Utama Lembaga Jasa Keuangan; • No. 1/POJK.03/2019 tanggal 28 Januari 2019 tentang Penerapan Fungsi Audit Intern pada Bank Umum; • No. 11/POJK.03/2019 tanggal 27 Maret 2019 tentang Prinsip Kehati-Hatian dalam Aktivitas Sekuritisasi Aset bagi Bank Umum; • No. 12/POJK.03/2019 tanggal 4 April 2019 tentang Pelaporan Bank Umum Melalui Sistem Pelaporan Otoritas Jasa Keuangan; • No. 23/POJK.01/2019 tanggal 18 September 2019 tentang Perubahan atas Peraturan Otoritas Jasa Keuangan No. 12/POJK.01/2017 tentang Penerapan Program Anti Pencucian Uang dan Pencegahan Pendanaan Terorisme Di Sektor Jasa Keuangan; • No. 25/POJK.03/2019 tanggal 15 Oktober 2019 tentang Pelaporan Informasi Nasabah Asing terkait Perpajakan Kepada Negara Mitra atau Yurisdiksi Mitra; • No. 30/POJK.04/2019 tanggal 29 November 2019 tentang Penerbitan Efek Bersifat Utang dan/atau Sukuk yang Dilakukan Tanpa Melalui Penawaran Umum; • No. 31/POJK.03/2019 tanggal 2 Desember 2019 tentang Kewajiban Pemenuhan Rasio Pengungkit bagi Bank Umum; • No. 36/POJK.03/2019 tanggal 18 Desember 2019 tentang Penyampaian Laporan Melalui Portal Pelaporan Terintegrasi; • No. 37/POJK.03/2019 tanggal 19 Desember 2019 tentang Transparansi dan Publikasi Laporan Bank;

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
	<ul style="list-style-type: none"> · No. 38/POJK.03/2019 tanggal 19 Desember 2019 tentang Perubahan atas Peraturan Otoritas Jasa Keuangan No. 32/POJK.03/2018 tentang Batas Maksimum Pemberian Kredit dan Penyediaan Dana Besar bagi Bank Umum; · No. 39/POJK.03/2019 tanggal 19 Desember 2019 tentang Penerapan Strategi Anti <i>Fraud</i> bagi Bank Umum; · No. 40/POJK.03/2019 tanggal 19 Desember 2019 tentang Penilaian Kualitas Aset Bank Umum; dan · No. 41/POJK.03/2019 tanggal 23 Desember 2019 tentang Penggabungan, Peleburan, Pengambilalihan, Integrasi, dan Konversi Bank Umum. <p>c. Peraturan Anggota Dewan Gubernur:</p> <ul style="list-style-type: none"> · No. 21/1/PADG/2019 tanggal 17 Januari 2019 tentang Perubahan atas Peraturan Anggota Dewan Gubernur No. 19/6/PADG/2017 tentang Pinjaman Likuiditas Jangka Pendek bagi Bank Umum Konvensional; · No. 21/3/PADG/2019 tanggal 15 Februari 2019 tentang Utang Luar Negeri Bank dan Kewajiban Bank Lainnya dalam Valuta Asing; · No. 21/4/PADG/2019 tanggal 28 Februari 2019 tentang Pelaporan Kegiatan Lalu Lintas Devisa Berupa Utang Luar Negeri dan Transaksi Partisipasi Risiko; · No. 21/5/PADG/2019 tanggal 29 Maret 2019 tentang Perubahan Ketiga atas Peraturan Anggota Dewan Gubernur No. 20/11/PADG/2018 tentang Rasio Intermediasi Makroprudensial dan Penyangga Likuiditas Makroprudensial bagi Bank Umum Konvensional, Bank Umum Syariah, dan Unit Usaha Syariah; · No. 21/5/PADG/2019 tanggal 29 Maret 2019 tentang Perubahan Ketiga atas Peraturan Anggota Dewan Gubernur No. 20/11/PADG/2018 tentang Rasio Intermediasi Makroprudensial dan Penyangga Likuiditas Makroprudensial bagi Bank Umum Konvensional, Bank Umum Syariah, dan Unit Usaha Syariah; · No. 21/6/PADG/2019 tanggal 9 April 2019 tentang Perubahan Ketiga atas Peraturan Anggota Dewan Gubernur No. 20/6/PADG/2018 tentang Pelaksanaan Operasi Pasar Terbuka; · No. 21/8/PADG/2019 tanggal 2 Mei 2019 tentang Perubahan Ketiga atas Peraturan Anggota Dewan Gubernur No. 20/5/PADG/2018 tentang Instrumen Operasi Pasar Terbuka; · No. 21/9/PADG/2019 tanggal 2 Mei 2019 tentang Perubahan Kedua atas Peraturan Anggota Dewan Gubernur No. 20/9/PADG/2018 tentang <i>Standing Facilities</i>; · No. 21/10/PADG/2019 tanggal 31 Mei 2019 tentang Standar Layanan Nasabah dalam Pelaksanaan Transfer Dana dan Kliring Berjadwal Melalui Sistem Kliring Nasional Bank Indonesia; · No. 21/11/PADG/2019 tanggal 31 Mei 2019 tentang Batas Nilai Nominal Transaksi Melalui Sistem Bank Indonesia <i>Real Time Gross Settlement</i> dan Sistem Kliring Nasional Bank Indonesia; · No. 21/12/PADG/2019 tanggal 31 Mei 2019 tentang Penyelenggaraan Transfer Dana dan Kliring Berjadwal oleh Bank Indonesia; · No. 21/13/PADG/2019 tanggal 31 Mei 2019 tentang Transaksi Derivatif Suku Bunga Rupiah Berupa Transaksi <i>Interest Rate Swap</i>; · No. 21/14/PADG/2019 tanggal 26 Juni 2019 tentang Perubahan Kedua atas Peraturan Anggota Dewan Gubernur No. 20/10/PADG/2018 tentang Giro Wajib Minimum dalam Rupiah dan Valuta Asing bagi Bank Umum Konvensional, Bank Umum Syariah, dan Unit Usaha Syariah; · No. 21/15/PADG/2019 tanggal 19 Juli 2019 tentang Penerimaan Devisa Hasil Ekspor dari Kegiatan Pengusahaan, Pengelolaan, dan/atau Pengolahan Sumber Daya Alam; · No. 21/16/PADG/2019 tanggal 19 Juli 2019 tentang Pemantauan Kegiatan Lalu Lintas Devisa Bank dan Nasabah; · No. 21/17/PADG/2019 tanggal 31 Juli 2019 tentang Perusahaan Pialang Pasar Uang dan Pasar Valuta Asing; · No. 21/18/PADG/2019 tanggal 16 Agustus 2019 tentang Implementasi Standar Nasional <i>Quick Response Code</i> untuk Pembayaran; · No. 21/19/PADG/2019 tanggal 31 Oktober 2019 tentang Penyedia <i>Electronic Trading Platform</i>; · No. 21/20/PADG/2019 tanggal 31 Oktober 2019 tentang <i>Systematic Internalisers</i>;



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Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
	<ul style="list-style-type: none"> • No. 21/21/PADG/2019 tanggal 27 November 2019 tentang Perubahan atas Peraturan Anggota Dewan Gubernur No. 19/5/PADG/2017 tentang Pelaksanaan Sertifikasi Tresuri dan Penerapan Kode Etik Pasar; • No. 21/22/PADG/2019 tanggal 28 November 2019 tentang Rasio Intermediasi Makroprudensial dan Penyangga Likuiditas Makroprudensial bagi Bank Umum Konvensional, Bank Umum Syariah, dan Unit Usaha Syariah; • No. 21/23/PADG/2019 tanggal 6 Desember 2019 tentang Laporan Bank Umum Terintegrasi; • No. 21/24/PADG/2019 tanggal 17 Desember 2019 tentang Perubahan Keempat atas Peraturan Anggota Dewan Gubernur No. 20/6/PADG/2018 tentang Pelaksanaan Operasi Pasar Terbuka; • No. 21/25/PADG/2019 tanggal 17 Desember 2019 tentang Rasio Loan To Value untuk Kredit Properti, Rasio Financing To Value untuk Pembiayaan Properti, dan Uang Muka untuk Kredit atau Pembiayaan Kendaraan Bermotor; • No. 21/26/PADG/2019 tanggal 23 Desember 2019 tentang Devisa Hasil Ekspor dan Devisa Pembayaran Impor; • No. 21/27/PADG/2019 tanggal 26 Desember 2019 tentang Perubahan Ketiga atas Peraturan Anggota Dewan Gubernur No. 20/10/PADG/2018 tentang Giro Wajib Minimum dalam Rupiah dan Valuta Asing bagi Bank Umum Konvensional, Bank Umum Syariah, dan Unit Usaha Syariah; • No. 21/28/PADG/2019 tanggal 31 Desember 2019 tentang Pemantauan Kegiatan Lalu Lintas Devisa Bank dan Nasabah; dan • Surat Edaran Otoritas Jasa Keuangan No. 9/SEOJK.03/2019 tanggal 21 Juni 2019 tentang Penilaian Kembali bagi Pihak Utama Bank. <p>Monitoring and analyzing new policies, which are:</p> <p>a. Bank Indonesia Regulations:</p> <ul style="list-style-type: none"> • No. 21/1/PBI/2019 dated 7 January 2019 on Foreign Debt of Banks and Other Liabilities of Banks in Foreign Currencies; • No. 21/2/PBI/2019 dated 7 January 2019, on Reporting on Foreign Exchange Activities; • No. 21/6/PBI/2019 dated 26 April 2019 on Amendment to Bank Indonesia Regulation No. 20/5/PBI/2018 on Monetary Operations; • No. 21/7/PBI/2019 dated 15 May 2019 on Amendment to Bank Indonesia Regulation No. 20/10/PBI/2018 on Domestic Non-Deliverable Forward Transaction; • No. 21/8/PBI/2019 dated 24 May 2019 on Third Amendment to Bank Indonesia Regulation No. 17/9/PBI/2015 on the Scheduled Funds Transfer and Clearing by Bank Indonesia; • No. 21/9/PBI/2019 dated 30 August 2019 on Integrated Commercial Banks Report; • No. 21/10/PBI/2019 dated 30 August 2019 on Management of Rupiah Money; • No. 21/11/PBI/2019 dated 3 October 2019 on the Implementation of Central Counterparty of Derivative Transactions for Interest Rates and Over The Counter Exchange Rates; • No. 21/12/PBI/2019 dated 25 November 2019 on Amendment to Bank Indonesia Regulation No. 20/4/PBI/2018 on Macroprudential Intermediation Ratio and Macroprudential Liquidity Buffer for Conventional Commercial Banks, Sharia Commercial Banks, and Sharia Business Units. • No. 21/13/PBI/2019 dated 25 November on Amendment to Bank Indonesia Regulation 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; • No. 21/14/PBI/2019 dated 28 November on Foreign Exchange from Export Results and Foreign Exchange from Import Payments; • No. 21/15/PBI/2019 dated 9 December 2019 on Monitoring of Bank and Customer's Foreign Exchange Activities; and • No. 21/16/PBI/2019 dated 30 December 2019 on Standardization of Competencies in the Field of Payment System and Management of Rupiah Money.



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	<p>b. Financial Services Authority Regulations:</p> <ul style="list-style-type: none"> • No. 32/POJK.03/2018 dated 26 December 2018 on Legal Lending Limit and Provision of Large Exposure for Commercial Banks; • No. 34/POJK.03/2018 dated 27 December 2018 on Reassessment for Main Entity of Financial Services Institutions; • No. 1/POJK.03/2019 dated 28 January 2019 on Implementation of Internal Audit Function for Commercial Banks; • No. 11/POJK.03/2019 dated 27 March 2019, on Prudential Principles in Asset Securitization Activities for Commercial Banks; • No. 12/POJK.03/2019 dated 4 April 2019 on Commercial Bank Reporting Through the Financial Services Authority Reporting System; • No. 23/POJK.01/2019 dated 18 September 2019 on Amendment to Financial Services Authority Regulation No. 12/POJK.01/2017 on the Implementation of Anti-Money Laundering and Prevention of Terrorism Financing in Financial Services Sector; • No. 25/POJK.03/2019 dated 15 October 2019 on Reporting of Foreign Customer Information related to Taxation to the Partner Country or Partner Jurisdiction; • No. 30/POJK.04/2019 dated 29 November 2019 on Issuance of Debt and/or Sukuk Securities Without Public Offering; • No. 31/POJK.03/2019 dated 2 December 2019 on Obligation to Meet Leverage Ratio for Commercial Banks; • No. 36/POJK.03/2019 dated 18 December 2019 on Submission of Reports through the Integrated Reporting Portal; • No. 37/POJK.03/2019 dated 19 December 2019 on Transparency and Publication of Bank Reports; • No. 38/POJK.03/2019 dated 19 December 2019 on Amendment to Financial Services Authority Regulation No. 32/POJK.03/2018 on Legal Lending Limit and Provision of Large Exposure for Commercial Banks; • No. 39/POJK.03/2019 dated 19 December 2019 on the Implementation of Anti-fraud Strategy for Commercial Banks; • No. 40/POJK.03/2019 dated 19 December 2019 on Asset Quality Assessment of Commercial Banks; and • No. 41/POJK.03/2019 dated 23 December 2019 on Merger, Consolidation, Acquisition, Integration, and Conversion of Commercial Banks. <p>c. Regulations of Members of Board of Governors:</p> <ul style="list-style-type: none"> • No. 21/1/PADG/2019 dated 17 January 2019 on Amendment to Regulation of Members of Board of Governors No. 19/6/PADG/2017 on Short-term Liquidity Loans for Conventional Commercial Banks; • No. 21/3/PADG/2019 dated 15 February 2019 on Foreign Debt of Banks and Other Liabilities of Banks in Foreign Currencies; • No. 21/4/PADG/2019 dated 28 February 2019 on Reporting on Foreign Exchange Activities in the Form of Foreign Debt and Risk Participation Transactions; • No. 21/5/PADG/2019 dated 29 March 2019 on Third Amendment to Regulation of Members of Board of Governors No. 20/11/PADG/2018 on Macroprudential Intermediation Ratio and Macroprudential Liquidity Buffer for Conventional Commercial Banks, Sharia Commercial Banks, and Sharia Business Units; • No. 21/6/PADG/2019 dated 9 April 2019 on Third Amendment to Regulation of Members of Board of Governors No. 20/6/PADG/2018 on Implementation of Open Market Operations; • No. 21/8/PADG/2019 dated 2 May 2019 on Third Amendment to Regulation of Members of Board of Governors No. 20/5/PADG/2018 on Instruments of Open Market Operations; • No. 21/9/PADG/2019 dated 2 May 2019 on Second Amendment to Regulation of Members of Board of Governors No. 20/9/PADG/2018 on Standing Facilities; • No. 21/10/PADG/2019 dated 31 May 2019 on Customer Service Standards in the Implementation of Fund Transfers and Scheduled Clearing through Bank Indonesia National Clearing System; • No. 21/11/PADG/2019 dated 31 May 2019 on Limits of Nominal Value of Transactions through Bank Indonesia Real Time Gross Settlement System and Bank Indonesia National Clearing System; • No. 21/12/PADG/2019 dated 31 May 2019 on the Implementation of Scheduled Funds Transfer and Clearing by Bank Indonesia; • No. 21/13/PADG/2019 dated 31 May 2019 on Derivative Transactions of Rupiah Interest Rate in the Form of Interest Rate Swap Transactions; • No. 21/14/PADG/2019 dated 26 June 2019 on Second Amendment to Regulation of Members of Board of Governors No. 20/10/PADG/2018 on Minimum Statutory Reserves in Rupiah and Foreign Exchange for Conventional Commercial Banks, Sharia Commercial Banks, and Sharia Business Units;



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	<ul style="list-style-type: none"> • No. 21/15/PADG/2019 dated 19 July 2019 on Proceeds of Foreign Exchange from Exports of Business Activities, Management, and/or Processing of Natural Resources; • No. 21/16/PADG/2019 dated 19 July 2019 on Monitoring of Bank and Customer's Foreign Exchange Activities; • No. 21/17/PADG/2019 dated 31 July 2019 on Money Market and Foreign Exchange Market Broking Companies; • No. 21/18/PADG/2019 dated 16 August 2019 on Implementation of National Standard of Quick Response Code for Payment; • No. 21/19/PADG/2019 dated 31 October 2019 on Provider of Electronic Trading Platform; • No. 21/20/PADG/2019 dated 31 October 2019 on Systematic Internalisers; • No. 21/21/PADG/2019 dated 27 November 2019 on Amendment to Regulation of Members of Board of Governors No. 19/5/PADG/2017 on Treasury Certification and Application of Market Code of Conduct; • No. 21/22/PADG/2019 dated 28 November 2019 on Macroprudential Intermediation Ratio and Macroprudential Liquidity Buffer for Conventional Commercial Banks, Sharia Commercial Banks, and Sharia Business Units; • No. 21/23/PADG/2019 dated 6 December 2019 on Integrated Commercial Banks Report; • No. 21/24/PADG/2019 dated 17 December 2019 on Fourth Amendment to Regulation of Members of Board of Governors No. 20/6/PADG/2018 on Implementation of Open Market Operations; • No. 21/25/PADG/2019 dated 17 December 2019 on Loan to Value Ratio for Property Credit, Financing to Value Ratio for Property Funding, and Down Payment for Motor Vehicles Credit or Financing; • No. 21/26/PADG/2019 dated 23 December 2019 on Foreign Exchange from Export Results and Foreign Exchange from Import Payments; • No. 21/27/PADG/2019 dated 26 December 2019 on Third Amendment to Regulation of Members of Board of Governors No. 20/10/PADG/2018 on Minimum Statutory Reserves in Rupiah and Foreign Exchange for Conventional Commercial Banks, Sharia Commercial Banks, and Sharia Business Units; • No. 21/28/PADG/2019 dated 31 December 2019 on Monitoring of Bank and Customer's Foreign Exchange Activities; and • Financial Services Authority Circular No. 9/SEOJK.03/2019 dated 21 June 2019 on Reassessment for Main Entity of Bank.
<p>Melakukan pemutakhiran kebijakan internal (<i>existing</i>) terhadap setiap perubahan kebijakan GCG, sehingga kebijakan yang digunakan sesuai dengan kebijakan terbaru dan sesuai praktik terbaik.</p> <p>Updating the existing internal policies against any GCG policy changes, so that the policies used are in accordance with the latest policies and best practices.</p>	<p>Melakukan pemutakhiran kebijakan internal yaitu:</p> <p>a. Kajian Kebijakan dan Prosedur</p> <ul style="list-style-type: none"> • SOP System Procedure No. 001/SK-DIR/01/19 tanggal 2 Januari 2019; • Standar Operasional Prosedur Bank Garansi No. 004/SK-DIR/01/19 tanggal 16 Januari 2019; • SOP tingkat Kesehatan Bank No. 004/SK-DIR/02/19 tanggal 11 Februari 2019; • <i>Information Technology Committee</i> No. 005/SK-DIR/02/19 tanggal 11 Februari 2019; • Prosedur Penilaian Profil Risiko No. 006/SK-DIR/02/19 tanggal 11 Februari 2019; • SOP SKBDN No. 010/SK-DIR/02/19 tanggal 27 Februari 2019; • SOP <i>Customer Information File</i> (CIF) No. 011/SK-DIR/02/19 tanggal 27 Februari 2019; • SOP Layanan Pengaduan Konsumen No. 015/SK-DIR/02/19 tanggal 27 Februari 2019; • SOP Pengelolaan Inventaris No. 003/SK-DIR/03/19 tanggal 1 Maret 2019; • SOP New V-Plan No. 002/SK-DIR/04/19 tanggal 5 April 2019; • SOP HCM No. 003/SK-DIR/04/19 tanggal 9 April 2019; • Penilaian Profil Risiko Terintegrasi No. 006/SK-DIR/04/19 tanggal 26 April 2019; • SOP Kerja Sama Bank Garansi dengan Perusahaan Asuransi No. 003/SK-DIR/05/19 tanggal 14 Mei 2019; • Kebijakan Penanganan Power User Aplikasi Mataisys No. 010/SK-DIR/05/19 tanggal 29 Mei 2019; • SOP Access Control & Security No. 011/SK-DIR/05/19 tanggal 29 Mei 2019;



Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
	<ul style="list-style-type: none"> • Pedoman Penanganan Penggunaan <i>Power User</i> No. 012/SK-DIR/05/19 tanggal 29 Mei 2019; • Kebijakan Penanganan <i>Power User</i> Aplikasi Internet Banking Bisnis IT (IBB) No. 001/SK-DIR/06/19 tanggal 10 Juni 2019; • SOP Tabungan Victoria Maxima No. 002/SK-DIR/06/19 tanggal 17 Juni 2019; • Pedoman Aktifasi Fungsional Operasional di Risiko Operasional (<i>Risk Register</i>) No. 003/SK-DIR/06/19 tanggal 19 Juni 2019; • SOP Pelayanan Keuangan kepada Penyandang Disabilitas No. 004/SK-DIR/06/19 tanggal 21 Juni 2019; • SOP Pemeliharaan Gedung dan Bangunan-Bab III No. 005/SK-DIR/06/19 tanggal 26 Juni 2019; • Kebijakan Manajemen Risiko terkait <i>Information Technology</i> No. 007/SK-DIR/06/19 tanggal 27 Juni 2019; • Kebijakan Pengelolaan Konfigurasi Perangkat Keras dan Perangkat Lunak No. 008/SK-DIR/06/19 tanggal 27 Juni 2019; • Prosedur Pengamanan operasional Teknologi Sistem Informasi No. 009/SK-DIR/06/19 tanggal 27 Juni 2019; • Kebijakan Kecukupan Kontrak dan Tersedianya SLA Bank No. 011/SK-DIR/06/19 tanggal 28 Juni 2019; • Kebijakan Klasifikasi dan Pertukaran Informasi No. 012/SK-DIR/06/19 tanggal 28 Juni 2019; • Kebijakan <i>Security Awareness</i> No. 013/SK-DIR/06/19 tanggal 28 Juni 2019; • SOP Bab XIV Benturan Kepentingan No. 001/COMP-SOP/07/2019 tanggal 9 Juli 2019; • SOP <i>Internal Control</i> No. 002/COMP-SOP/07/2019 tanggal 9 Juli 2019; • Kebijakan Manajemen Risiko Terkait Informasi <i>Technology</i> No. 003/COMP-SOP/07/2019 tanggal 9 Juli 2019; • Kebijakan Klasifikasi & Pertukaran Informasi TSI No. 004/COMP-SOP/07/2019 tanggal 9 Juli 2019; • Kebijakan <i>Security Awareness</i> No. 005/COMP-SOP/07/2019 tanggal 9 Juli 2019; • Kebijakan Pengukuran Kinerja & Perencanaan Kapasitas Jaringan No. 006/COMP-SOP/07/2019 tanggal 9 Juli 2019; • Kebijakan Pengamanan Logik (<i>Logical Security</i>) No. 007/COMP-SOP/07/2019 tanggal 9 Juli 2019; • Prosedur Tata Kelola E-mail No. 008/COMP-SOP/07/2019 tanggal 9 Juli 2019; • Prosedur Penilaian Profil Risiko No. 009/COMP-SOP/07/2019 tanggal 11 Juli 2019; • Kebijakan dan Prosedur <i>User Identification</i> No. 010/COMP-SOP/07/2019 tanggal 22 Juli 2019; • Kebijakan Penanganan <i>Power User</i> Aplikasi PSAK No. 011/COMP-SOP/07/2019 tanggal 22 Juli 2019; • Kebijakan Manajemen Insiden Keamanan Informasi No. 012/COMP-SOP/07/2019 tanggal 22 Juli 2019; • Kebijakan <i>Change Management</i> No. 013/COMP-SOP/07/2019 tanggal 23 Juli 2019; • Kebijakan & Prosedur HCM No. 014/COMP-SOP/07/2019 tanggal 29 Juli 2019; • Kebijakan dan Prosedur Audit Intern Teknologi Informasi No. 001/COMP-SOP/08/2019 tanggal 12 Agustus 2019; • Kebijakan Perencanaan Kapasitas Teknologi Informasi No. 002/COMP-SOP/08/2019 tanggal 12 Agustus 2019; • Kebijakan Pemeliharaan Perangkat Keras dan Perangkat Lunak No. 003/COMP-SOP/08/2019 tanggal 15 Agustus 2019; • Kebijakan Penanganan Kejadian No. 004/COMP-SOP/08/2019 tanggal 15 Agustus 2019; • Kebijakan Penghapusan Perangkat Keras dan Perangkat Lunak No. 005/COMP-SOP/08/2019 tanggal 16 Agustus 2019; • Kebijakan & Prosedur <i>Multifinance</i> No. 006/COMP-SOP/08/2019 tanggal 22 Agustus 2019; • Kebijakan PSAK 50 dan 55 – CKPN Kredit No. 007/COMP-SOP/08/2019 tanggal 22 Agustus 2019;



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	<ul style="list-style-type: none"> • Kebijakan Pengloalaan Data Warehouse (DWH) No. 008/COMP-SOP/08/2019 tanggal 22 Agustus 2019; • Kebijakan <i>User Representatif</i> No. 009/COMP-SOP/08/2019 tanggal 22 Agustus 2019; • Kebijakan Pengelolaan Aset – Teknologi Informasi No. 010/COMP-SOP/08/2019 tanggal 22 Agustus 2019; • Kebijakan <i>System Development Life Cycle</i> (SDLC) No. 001/COMP-SOP/09/2019 tanggal 10 September 2019; • Prosedur <i>System Development Life Cycle</i> (SDLC) No. 002/COMP-SOP/09/2019 tanggal 10 September 2019; • SOP Penilaian Agunan (<i>Appraisal</i>) No. 001/COMP-SOP/10/2019 tanggal 4 Oktober 2019; • SOP Pengelolaan Inventaris No. 002/COMP-SOP/10/2019 tanggal 25 Oktober 2019; • Kebijakan & SOP Sysdur No. 001/COMP-SOP/11/2019 tanggal 15 November 2019; • SOP Kepatuhan No. 002/COMP-SOP/11/2019 tanggal 25 November 2019; • Kebijakan Kepatuhan No. 003/COMP-SOP/11/2019 tanggal 25 November 2019; • Kebijakan & Prosedur <i>Corporate Lending</i> No. 004/COMP-SOP/11/2019 tanggal 28 November 2019; • Kebijakan & SOP <i>Commercial Banking</i> No. 005/COMP-SOP/11/2019 tanggal 29 November 2019; dan • Kebijakan & SOP Akuntansi No. 006/COMP-SOP/11/2019 tanggal 29 November 2019. <p>b. Kajian Produk</p> <ul style="list-style-type: none"> • Kajian Kerja Sama Bancassurance Produk VIP Investa Link Assurance antara PT Bank Victoria International, Tbk dengan PT Victoria ALife Indonesia No. 01/COMP-PD/07/2019 tanggal 22 Juli 2019; • <i>Compliance Checklist</i> Peningkatan Status Kantor Kas Sahid menjadi Kantor Cabang Pembantu No. 030/DIR-EKS/08/2019 tanggal 12 Agustus 2019; dan • <i>Compliance Checklist</i> Peningkatan Status Kantor Kas Muara Karang 2 menjadi Kantor Cabang Pembantu tanggal 16 Agustus 2019. <p>Updating internal policies as follows.</p> <p>a. Review of Policy and Procedure</p> <ul style="list-style-type: none"> • SOP for System Procedure No. 001/SK-DIR/01/19 dated 2 January 2019; • Standard Operating Procedure for Bank Guarantee No. 004/SK-DIR/01/19 dated 16 January 2019; • SOP for Bank's Soundness Level No. 004/SK-DIR/02/19 dated 11 February 2019; • Information Technology Committee No. 005/SK-DIR/02/19 dated 11 February 2019; • Procedure for Risk Profile Assessment No. 006/SK-DIR/02/19 dated 11 February 2019; • SOP of SKBDN No. 010/SK-DIR/02/19 dated 27 February 2019; • SOP for Customer Information File(CIF) No. 011/SK-DIR/02/19 dated 27 February 2019; • SOP for Consumer Complaints Services No. 015/SK-DIR/02/19 dated 27 February 2019; • SOP for Inventory Management No. 003/SK-DIR/03/19 dated 1 March 2019; • SOP for New V-Plan No. 002/SK-DIR/04/19 dated 5 April 2019; • SOP for HCM No. 003/SK-DIR/04/19 dated 9 April 2019; • Integrated Risk Profile Assessment No. 006/SK-DIR/04/19 dated 26 April 2019; • SOP for Cooperation of Bank Guarantee with Insurance Companies No. 003/SK-DIR/05/19 dated 14 May 2019; • Policy to Manage Power User of Matairsys Application No. 010/SK-DIR/05/19 dated 29 May 2019; • SOP for Access Control & Security No. 011/SK-DIR/05/19 dated 29 May 2019;



Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
	<ul style="list-style-type: none"> • Manual to Manage the Use of Power User No. 012/SK-DIR/05/19 dated 29 May 2019. • Policy on Power User Management of IT Application, Business Internet Banking (IBB) No. 001/SK-DIR/06/19 dated 10 June 2019; • SOP for Victoria Maxima Savings No. 002/SK-DIR/06/19 dated 17 June 2019; • Guidelines on Operational Functional Activation of Operational Risk (Risk Register) No. 003/SK-DIR/06/19 dated 19 June 2019; • SOP for Financial Services for People with Disabilities No. 004/SK-DIR/06/19 dated 21 June 2019; • SOP for Construction and Building Maintenance - Chapter III No. 005/SK-DIR/06/19 dated 26 June 2019; • Risk Management Policy related to Information Technology No. 007/SK-DIR/06/19 dated 27 June 2019; • Policy on Hardware and Software Configuration Management No. 008/SK-DIR/06/19 dated 27 June 2019; • Operational Security Procedures for Information System Technology No. 009/SK-DIR/06/19 dated 27 June 2019; • Policy on Adequacy of Contract and Availability of Bank's SLA No. 011/SK-DIR/06/19 dated 28 June 2019; • Policy for Classification and Exchange of Information No. 012/SK-DIR/06/19 dated 28 June 2019; • Security Awareness Policy No. 013/SK-DIR/06/19 dated 28 June 2019; • SOP Chapter XIV Conflict of Interest No. 001/COMP-SOP/07/2019 dated 9 July 2019; • SOP for Internal Control No. 002/COMP-SOP/07/2019 dated 9 July 2019; • Risk Management Policy related to Information Technology No. 003/COMP-SOP/07/2019 dated 9 July 2019; • Policy for Classification and Exchange of TSI Information No. 004/COMP-SOP/07/2019 dated 9 July 2019; • Security Awareness Policy No. 005/COMP-SOP/07/2019 dated 9 July 2019; • Policy for Performance Measurement & Network Capacity Planning No. 006/COMP-SOP/07/2019 dated 9 July 2019; • Logical Security Policy No. 007/COMP-SOP/07/2019 dated 9 July 2019; • Procedure for E-mail Governance No. 008/COMP-SOP/07/2019 dated 9 July 2019; • Procedure for Risk Profile Assessment No. 009/COMP-SOP/07/2019 dated 11 July 2019; • Policy and Procedure for User Identification No. 010/COMP-SOP/07/2019 dated 22 July 2019; • Policy to Manage Power User of PSAK Application No. 011/COMP-SOP/07/2019 dated 22 July 2019; • Information Security Incident Management Procedures No. 012/COMP-SOP/07/2019 dated 22 July 2019; • Change Management Policy No. 013/COMP-SOP/07/2019 dated 23 July 2019; • Policy & Procedure of HCM No. 014/COMP-SOP/07/2019 dated 29 July 2019; • Policy and Procedure for Information Technology Internal Audit No. 001/COMP-SOP/08/2019 dated 12 August 2019; • Policy for Information Technology Capacity Planning No. 002/COMP-SOP/08/2019 dated 12 August 2019; • Policy for Hardware and Software Maintenance No. 003/COMP-SOP/08/2019 dated 15 August 2019; • Policy for Event Handling No. 004/COMP-SOP/08/2019 dated 15 August 2019; • Hardware and Software Removal Policy No. 005/COMP-SOP/08/2019 dated 16 August 2019; • Policy & Procedure for Multifinance No. 006/COMP-SOP/08/2019 dated 22 August 2019; • Policy for PSAK 50 and 55 - Credit's CKPN (allowance for impairment losses) No. 007/COMP-SOP/08/2019 dated 22 August 2019; • Policy for Data Warehouse (DWH) Management No. 008/COMP-SOP/08/2019 dated 22 August 2019; • User Representative Policy No. 009/COMP-SOP/08/2019 dated 22 August 2019;



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	<ul style="list-style-type: none"> • Policy for Asset-Information Technology Management No. 010/COMP-SOP/08/2019 dated 22 August 2019; • Policy for System Development Life Cycle (SDLC) No. 001/COMP-SOP/09/2019 dated 10 September 2019; • Procedure for System Development Life Cycle (SDLC) No. 002/COMP-SOP/09/2019 dated 10 September 2019; • SOP for Collateral Appraisal No. 001/COMP-SOP/10/2019 dated 4 October 2019; • SOP for Inventory Management No. 002/COMP-SOP/10/2019 dated 25 October 2019; • Policy & SOP for System Procedure No. 001/COMP-SOP/11/2019 dated 15 November 2019; • SOP for Compliance No. 002/COMP-SOP/11/2019 dated 25 November 2019; • Compliance Policy No. 003/COMP-SOP/11/2019 dated 25 November 2019; • Policy & Procedure for Corporate Lending No. 004/COMP-SOP/11/2019 dated 28 November 2019; • Policy & SOP for Commercial Banking No. 005/COMP-SOP/11/2019 dated 29 November 2019; and • Policy & SOP for Accounting No. 006/COMP-SOP/11/2019 dated 29 November 2019. <p>b. Product Review</p> <ul style="list-style-type: none"> • Review of Bancassurance Cooperation on VIP Investa Link Assurance Products between PT Bank Victoria International Tbk and PT Victoria ALife Indonesia No. 01/COMP-PD/07/2019 dated 22 July 2019; • Compliance Checklist on Improvement of Status of Sahid's Cash Office to be Sub-Branch Office No. 030/DIR-EKS/08/2019 dated 12 August 2019; and • Compliance Checklist on Improvement of Status of Muara Karang 2's Cash Office to be Sub-Branch Office dated 16 August 2019.
<p>Memantau secara berkala terhadap rencana dan realisasi/pencapaian bisnis Bank melalui rapat-rapat Komite. Monitoring periodically on the Bank's plans and business realizations/achievements through Committee meetings.</p>	<p>Komite telah memantau secara berkala terhadap rencana dan realisasi/pencapaian bisnis Bank melalui rapat-rapat Komite. The Committee has monitored periodically on the Bank's business plans and realizations/achievements through Committee meetings.</p>
<p>Memantau <i>action plan</i> dan pelaksanaannya melalui rapat-rapat Komite. Monitoring the action plan and its implementation through Committee meetings.</p>	<p>Melakukan pemantauan secara rutin atas pelaksanaan GCG dan menyampaikannya dalam rapat Komite Pemantau dan Pelaksanaan GCG. Selain itu, selama tahun 2019, Komite Pemantau dan Pelaksanaan GCG telah melaksanakan rapat sebanyak 12 kali dan hasil rapat didokumentasikan dengan baik. Conducting regular monitoring on GCG implementation and presenting it in the GCG Monitoring and Implementation Committee meetings. Furthermore, throughout 2019, the GCG Monitoring and Implementation Committee held 12 meetings, and the meeting results were well-documented.</p>
<p>Menentukan aspek dan PIC/petugas dalam penyusunan GCG sesuai dengan bidang yang tercermin dari aspek-aspek GCG. Determining aspects and person in charge/PIC in drafting GCG in accordance with the areas reflected in GCG aspects.</p>	<p>Komite telah menetapkan aspek aspek dan PIC/petugas dalam penyusunan GCG. The Committee has determined aspects and PIC/officer in preparing GCG.</p>
<p>Mengkoordinir pembuatan laporan pelaksanaan GCG yang dilengkapi dan didukung dengan <i>underlying-nya</i>. Coordinating the preparation of GCG implementation reports supplemented and supported by its underlying matters.</p>	<p>Menyampaikan kepada Bank Indonesia/Otoritas Jasa Keuangan atas progres tindak lanjut sampai dengan status "<i>closed</i>" atau "<i>done</i>". Submitting the follow-up progress to Bank Indonesia/Financial Services Authority until the status is "closed" or "done".</p>
<p>Memantau pelaporan pelaksanaan GCG Bank dan melakukan <i>self assessment</i> sesuai ketentuan berlaku. Monitoring the reporting of the Bank's GCG implementation and conducting self assessment in accordance with the prevailing provisions.</p>	<p>Melaksanakan <i>self assessment</i> dan memperoleh hasil penilaian dengan bobot "2 (dua)" atau "Baik". Conducting self assessment and earning assessment result with a score of "2 (two)" or "Good".</p>

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
<p>Memantau proses penyampaian dan pendokumentasian pelaporan kepada pihak-pihak yang disebutkan dalam ketentuan, diantaranya:</p> <ol style="list-style-type: none"> Pemegang Saham; Bank Indonesia; Yayasan lembaga konsumen Indonesia (YLKI); Lembaga Pemeringkat di Indonesia; Asosiasi-asosiasi Bank di Indonesia; Lembaga Pengembangan Perbankan Indonesia (LPPI); Dua lembaga penelitian di bidang ekonomi dan keuangan; dan Dua majalah ekonomi dan keuangan. <p>Monitoring the process of submission and documentation of reporting to the parties mentioned in the provisions, including:</p> <ol style="list-style-type: none"> Shareholders; Bank Indonesia; Foundation of Indonesian Consumers Organization (YLKI); Indonesian Rating Agency; Indonesian Banking Associations; LPPI (Indonesian Banking Development Institute); Two research institutes in economics and financial sector; and Two economic and financial magazines. 	<p>Melakukan rekapitulasi komitmen Bank terhadap Bank Indonesia atau Otoritas Jasa Keuangan, termasuk temuan pemeriksaan serta mengomunikasikan komitmen tersebut secara berkesinambungan.</p> <p>Recapitulating the Bank's commitment to Bank Indonesia or Financial Services Authority, including audit findings and continuously communicating such commitment.</p>

Komposisi Komite Pemantau dan Pelaksanaan GCG

Susunan keanggotaan Komite Pemantau dan Pelaksanaan GCG sebagai berikut:

- Ketua : Direktur Kepatuhan
- Sekretaris : Kepala Divisi Kepatuhan
- Anggota :
 - Seluruh Komite di bawah Direksi; dan
 - Seluruh Kepala Divisi.

Kedudukan Komite Pemantau dan Pelaksanaan GCG dalam Struktur Organisasi

Kedudukan Komite Pemantau dan Pelaksanaan GCG dalam struktur organisasi berada di bawah Direksi.

Pihak yang Mengangkat dan Memberhentikan Komite Pemantau dan Pelaksanaan GCG

Ketua Komite Pemantau dan Pelaksanaan GCG di angkat dan diberhentikan oleh Direksi.

Rapat Komite Pemantau dan Pelaksanaan GCG

Komite Pemantau dan Pelaksanaan GCG melaksanakan rapat secara berkala (bulanan) atau sewaktu-waktu sesuai dengan kebutuhan. Pada tahun 2019, Komite Pemantau dan Pelaksanaan GCG telah mengadakan rapat sebanyak 12 kali dengan rata-rata tingkat kehadiran sebesar 81,79%. Agenda rapat tersebut membahas tentang pemeriksaan Otoritas Jasa Keuangan, serta denda dan *fraud*.

Komite Personalia

Komite Personalia bertugas untuk membantu Direksi dalam merumuskan kebijakan, mengawasi pelaksanaan kebijakan, memantau perkembangan dan kondisi ketenagakerjaan, serta memberikan saran-saran dan langkah perbaikan yang sesuai dengan peraturan ketenagakerjaan di perbankan dan Undang-Undang Ketenagakerjaan yang berlaku di Indonesia.

Composition of GCG Monitoring and Implementation Committee

The composition of the GCG Monitoring and Implementation Committee is as follows:

- Chairman : Director of Compliance
- Secretary : Head of Compliance
- Member :
 - All Committees under the Board of Directors; and
 - All Division Heads.

Position of GCG Monitoring and Implementation Committee in the Organizational Structure

The position of GCG Monitoring and Implementation Committee in the organizational structure is under the Board of Directors.

The Party Appointing and Discharging GCG Monitoring and Implementation Committee.

The Chairman of GCG Monitoring and Implementation Committee is appointed and discharged by the Board of Directors.

GCG Monitoring and Implementation Committee Meetings

The GCG Monitoring and Implementation Committee conducts meetings on a regular basis (monthly) or at any time as necessary. In 2019, the GCG Monitoring and Implementation Committee held 12 meetings with the average attendance level of 81.79%. The meeting agenda was to discuss the Financial Services Authority audit, as well as penalty and fraud.

HR Committee

The HR Committee is responsible for assisting the Board of Directors in formulating policies, overseeing policy implementation, monitoring employment progress and conditions, and advising on remedial measures in line with the labor regulations in banking and applicable Labor Laws in Indonesia.

Pedoman Komite Personalia

Komite Personalia menjalankan tugas dan tanggung jawabnya mengacu pada Undang-Undang No. 13 Tahun 2003 tentang Ketenagakerjaan, serta peraturan turunannya.

Tugas dan Tanggung Jawab Komite Personalia

Uraian tugas dan tanggung jawab Komite Personalia beserta realisasinya.

Guidelines of HR Committee

The Human Resources Committee performs its duties and responsibilities based on Law No. 13 of 2003 on Manpower, and its derivative regulations.

Duties and Responsibilities of HR Committee

Below are the duties and responsibilities of HR Committee as well as the realization.

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
Memberikan masukan kepada Direksi dalam merumuskan kebijakan ketenagakerjaan. Providing inputs to Board of Directors in formulating employment policies.	Pada tahun 2019, Komite Personalia memberikan masukan terkait kebijakan ketenagakerjaan yang tercantum dalam pedoman Kebijakan dan Prosedur <i>Human Capital Management</i> yang telah disahkan serta dimutakhirkan berdasarkan Surat Keputusan Direksi No. 014/SK-DIR/07/19 tanggal 30 Juli 2019. In 2019, the Human Resources Committee provided input on labor policies listed in the guidelines for Human Capital Management Policies and Procedures, which have been validated and updated based on Board of Directors' Decision Letter No. 014/SK-DIR/07/19 dated 30 July 2019.
Mengawasi kebijakan yang berhubungan dengan karyawan agar dilaksanakan secara konsekuen dan konsisten. Overseeing employee-related policies to be consistently and consequently implemented;	Komite Personalia telah mengawasi kebijakan terkait karyawan, seperti mengelola, memonitor, dan melaksanakan: perencanaan, pengelolaan dan administrasi bidang rekrutmen, pendidikan dan pengembangan, administrasi gaji, kesejahteraan HC, serta pengadministrasian data HC. The Human Resources Committee has overseen policies related to employees, such as managing, monitoring, and implementing: planning, managing, and administering the process of recruitment, education and development, salary administration, HC welfare, and administration of HC data.
Melakukan kajian terhadap kebijakan ketenagakerjaan Bank dan memberikan saran kepada Direksi apabila diperlukan perubahan kebijakan ketenagakerjaan Bank. Reviewing Bank's labor policies and advising the Board of Directors if changes to the Bank's labor policy are necessary.	Melaksanakan rapat untuk mengkaji kebijakan ketenagakerjaan Bank. Holding meeting to assess the Bank's employment policy.
Memantau dan mengevaluasi efektifitas setiap karyawan. Monitoring and evaluating the effectiveness of each employee.	Melaksanakan evaluasi secara berkala sesuai dengan <i>Key Performance Indicator</i> (KPI) yang disepakati. Conducting periodic evaluations according to the agreed Key Performance Indicator (KPI).
Memberikan masukan dan solusi untuk hambatan dan masalah yang terjadi terkait dengan ketenagakerjaan Bank. Providing inputs and solutions for the obstacles and problems that occur related to the Bank's employment.	Pada tahun 2019, Komite Personalia telah memberikan masukan dan solusi apabila terdapat masalah terkait dengan ketenagakerjaan Bank. In 2019, the Human Resources Committee provided input and solutions in the event that there were problems related to Bank employment.

Komposisi Komite Personalia

Komite Personalia diangkat berdasarkan Surat Keputusan Direktur No. 008/SK-DIR/03/19 tanggal 27 Maret 2019.

Adapun keanggotaan Komite Personalia, yaitu:

1. Ketua : Direktur Utama
2. Anggota :
 - a. Wakil Direktur Utama;
 - b. Direktur Kepatuhan dan Manajemen Risiko;
 - c. Direktur Bisnis; dan
 - d. Kepala Divisi *Human Capital Management and General Affair*.

Kedudukan Komite Personalia dalam Struktur Organisasi

Kedudukan Komite Personalia dalam struktur organisasi berada di bawah Direksi.

Composition of Personnel Committee

The Personnel Committee was appointed based on the Board of Directors' Decision Letter No. 008/SK-DIR/03/19 dated 27 March 2019.

Composition of Personnel Committee members is:

1. Head : President Director
2. Member :
 - a. Deputy President Director;
 - b. Director of Compliance and Risk Management;
 - c. Director of Business; and
 - d. Head of Human Capital Management and General Affairs Division.

Position of HR Committee in the Organizational Structure

The position of HR Committee in the organizational structure is under the Board of Directors.

Pihak yang Mengangkat dan Memberhentikan Komite Personalia

Ketua Komite Personalia di angkat dan diberhentikan oleh Direksi.

Rapat Komite Personalia

Komite Personalia melaksanakan rapat minimal 3 (tiga) kali dalam 1 (satu) tahun. Pada tahun 2019, Komite Personalia telah mengadakan rapat sebanyak 9 (sembilan) kali dengan rata-rata tingkat kehadiran sebesar 64,44%. Uraian terkait agenda rapat Komite Personalia pada tahun 2019 sebagai berikut.

1. Pembahasan mengenai penetapan *Key Performance Indicator* tahun 2019;
2. Pembahasan mengenai penetapan Upah Minimum Kota/Kabupaten tahun 2019;
3. Pembahasan mengenai penetapan struktur dan skala upah;
4. Pembahasan mengenai pelaksanaan rapat kerja tahun 2019;
5. Pembahasan mengenai pelaksanaan *training Wealth Management* (reksadana);
6. Pembahasan mengenai *Training Service Budaya*;
7. Pembahasan mengenai *Training Anti Pencucian Uang dan Pencegahan Pendanaan Terorisme*;
8. Pembahasan mengenai pelaksanaan *Training Beauty Class*;
9. Pembahasan mengenai pelaksanaan *Training VIBIZ*;
10. Pembahasan mengenai pelaksanaan *Training Anti Fraud* Kantor Cabang Bali;
11. Pembahasan pelaksanaan *Training Karyawan Baru* Kantor Cabang Solo;
12. Pembahasan mengenai hasil temuan pemeriksaan SKAI;
13. Pembahasan mengenai hasil temuan pemeriksaan *On The Spot Internal Control*;
14. Pembahasan mutasi karyawan;
15. Pembahasan jadwal *rundown* buka puasa bersama;
16. Pembahasan karyawan pensiun;
17. Pembahasan pemotongan cuti bersama terkait Hari Raya Lebaran;
18. Pembahasan pemenuhan Kepala Kantor Cabang yang kosong;
19. Rekening fiktif Kantor Kas Sahid Sudirman;
20. Kontrak karyawan di Kantor Cabang Kelapa Gading;
21. Sanksi surat keterangan palsu;
22. Pembahasan pengganti *Senior Executive Vice President of Branch Banking Network*;
23. Pembahasan *fraud* Kantor Cabang;
24. Pembahasan mutasi dan rangkap jabatan pemimpin kantor cabang pembantu.

Komite Pengadaan

Komite Pengadaan merupakan Komite yang membantu Direksi dalam memberikan masukan untuk hal-hal yang penting dan relevan dalam perumusan Kebijakan Pengadaan Barang dan Jasa, serta memberikan persetujuan untuk setiap pengadaan barang dan jasa.

Party Appointing and Dismissing the HR Committee

The Chairman of HR Committee is appointed and discharged by the Board of Directors.

HR Committee Meetings

The Human Resources Committee conducts meetings at least 3 (three) times in 1 (one) year. In 2019, the Human Resources Committee held 9 (nine) meetings with the average attendance level of 64.44%. Description of meeting agenda of the HR Committee in 2019 is described as follows.

1. Discussion on the determination of *Key Performance Indicator* in 2019;
2. Discussion on the stipulation of City/Regency Minimum Wages in 2019;
3. Discussion on the determination of structure and scale of wages;
4. Discussion on the implementation of 2019 work meeting;
5. Discussion on the implementation of *Wealth Management (Mutual Funds) training*;
6. Discussion on *Cultural Service Training*;
7. Discussion on *Anti Money Laundering and Prevention of Terrorism Funding Training*;
8. Discussion on the implementation of *Beauty Class Training*;
9. Discussion on the implementation of *VIBIZ Training*;
10. Discussion on the implementation of *Anti-Fraud Training* in Bali Branch Office;
11. Discussion on the implementation of *New Employee Training* in Solo Branch Office;
12. Discussion on the findings of SKAI audit;
13. Discussion on the findings of *On The Spot Internal Control* audit;
14. Discussion on the rotation of employees;
15. Discussion on the *rundown* of break-fasting gathering schedule;
16. Discussion on retiring employees;
17. Discussion on joint leave related to Lebaran holiday;
18. Discussion on the fulfillment of vacant Branch Office Head;
19. Fictitious Account at Sahid Sudirman Cash Office;
20. Employee contract at Kelapa Gading Branch Office;
21. Sanction for false statement;
22. Discussion on the replacement of *Senior Executive Vice President of Branch Banking Network*;
23. Discussion on fraud in Branch Office;
24. Discussion of rotation and concurrent position of head of sub-branch office.

Procurement Committee

The Procurement Committee is a Committee that assists the Board of Directors in providing inputs for important and relevant matters in the formulation of Policies of Procurement of Goods and Services, as well as to provide approval for every procurement of goods and services.

Pedoman Komite Pengadaan

Komite Pengadaan berpedoman pada Surat Keputusan Direksi No. 008/SK-DIR/05/19 tanggal 24 Mei 2019 tentang *Procurement Committee* PT Bank Victoria International Tbk dalam menjalankan tugas dan tanggung jawabnya.

Tugas dan Tanggung Jawab Komite Pengadaan

Berikut uraian tugas dan tanggung jawab Komite Pengadaan beserta realisasinya.

Guidelines of Procurement Committee

Procurement Committee refers to the Board of Directors' Decision Letter No. 008/SK-DIR/05/19 dated 24 May 2019 on Procurement Committee of PT Bank Victoria International Tbk in implementing its duties and responsibilities.

Duties and Responsibilities of Procurement Committee

Duties and responsibilities of Procurement Committee and the realization are as follows.

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
<p>Meminta informasi hal-hal yang diperlukan terkait pengadaan barang dan jasa dari berbagai pihak, baik internal maupun eksternal.</p> <p>Asking for information on necessary matters related to the procurement of goods and services from various parties, both internal and external.</p>	<p>Pada tahun 2019, Komite Pengadaan meminta informasi kepada Divisi/Cabang/ Vendor atas rencana pengadaan barang dan jasa.</p> <p>In 2019, the Procurement Committee requested information from Division/Branch/ Vendor for the procurement plan for goods and services.</p>
<p>Memberikan persetujuan terhadap pengajuan pengadaan barang dan jasa.</p> <p>Providing approval on the procurement of goods and services.</p>	<p>Pada tahun 2019, Komite Pengadaan menyetujui pengajuan pengadaan tentang:</p> <ol style="list-style-type: none"> 1. Renovasi Gedung Kantor Cabang Medan; 2. Pengadaan mobil operasional Kantor Cabang Medan; 3. Sewa Ruang dan Renovasi Perluasan Kantor Pusat BIP Lt. 9; 4. <i>Front End Application Fore Core Banking</i>; 5. Pengembangan Aplikasi Sehubungan Front End; 6. <i>Fortinet Fortimail 400F</i>; 7. Kalender Meja Tahun 2020; 8. <i>Renewal Maintenance and License HSM Thales Pay 9000</i>; 9. Pengembangan dan Implementasi Aplikasi SUN Ritel; 10. <i>Renewal Maintenance and License Electronic EDC</i>; 11. Pengembangan dan implementasi aplikasi BI Antasena dan OJK Apolo; 12. Laporan Tahunan 2019; 13. <i>Renewal License and Support Perangkat Web Secure Gateway Blue Coat</i>; 14. <i>Renewal Maintenance Support Splunk Enterprise</i>; 15. <i>Pentest Bankwide Infrastructure and Digital Banking Tahun 2019</i>; 16. <i>Renewal Support Server Simplivity</i>; 17. PSAK 71; dan 18. <i>Renewal ITM (Integrated Transaction Management)</i>. <p>In 2019, the Procurement Committee approved the proposed procurement of:</p> <ol style="list-style-type: none"> 1. Renovation of Medan Branch Office Building; 2. Procurement of operational vehicle of Medan Branch Office; 3. Office Space Rental and Renovation for Expansion of BIP Head Office, 9th floor; 4. Front End Application Fore Core Banking; 5. Application development related to Front End; 6. Fortinet Fortimail 400F; 7. Desk Calendar Year 2020; 8. Renewal of Maintenance and License of HSM Thales Pay 9000; 9. Development and Implementation of Retail SUN Application; 10. Renewal of Maintenance and License of Electronic EDC; 11. Development and implementation of BI Antasena and OJK Apolo application; 12. 2019 Annual Report; 13. Renewal of License and Support of Web Secure Gateway Blue Coat Device; 14. Renewal of Maintenance of Splunk Enterprise Support; 15. Pentest for Bankwide Infrastructure and Digital Banking of 2019; 16. Renewal of Support Server Simplivity; 17. PSAK 71; and 18. Renewal of ITM (Integrated Transaction Management).
<p>Mengajukan persetujuan kepada Dewan Komisaris terhadap pengadaan barang/dan jasa dengan nilai/harga minimum sesuai yang diatur di Anggaran Dasar Perseroan.</p> <p>Applying for approval to the Board of Commissioners on procurement of goods and services with minimum value/price as regulated in the Company's Articles of Association.</p>	<p>Pada tahun 2019, tidak terdapat pengadaan barang dan jasa dengan nilai/harga minimum sesuai yang diatur di Anggaran Dasar.</p> <p>In 2019, there were no procurement of goods and services with minimum value/price as regulated in the Articles of Association.</p>
<p>Memberikan masukan kepada Direksi terkait hal-hal penting dan relevan dalam perumusan kebijakan pengadaan barang dan jasa sehingga proses pengadaan barang dan jasa dilakukan secara transparan, obyektif, efektif dan efisien.</p> <p>Providing inputs to the Board of Directors regarding important and relevant matters in the formulation of procurement policies of goods and services so that the procurement process of goods and services is done in a transparent, objective, effective, and efficient manner.</p>	<p>Pada tahun 2019, Komite Pengadaan telah memberikan masukan kepada Direksi terkait hal-hal penting dan relevan dalam perumusan kebijakan pengadaan barang dan jasa, sehingga proses pengadaan barang dan jasa dilakukan secara transparan, obyektif, efektif dan efisien.</p> <p>In 2019, the Procurement Committee provided inputs to the Board of Directors related to important and relevant matters in terms of formulating policies for procurement of goods and services, so that the process of procurement of goods and services was conducted transparently, objectively, effectively, and efficiently.</p>

Komposisi Komite Pengadaan

Susunan komposisi Komite Pengadaan sebagai berikut:

1. Ketua : Direktur Utama
2. Anggota :
 - a. Wakil Direktur Utama;
 - b. Direktur Bisnis;
 - c. *Senior EVP of Finance and Accounting;*
 - d. *Senior EVP of Funding and Branch Banking Network;* dan
 - e. *Senior EVP of Operation and IT.*

Kedudukan Komite Pengadaan dalam Struktur Organisasi

Kedudukan Komite Pengadaan dalam struktur organisasi berada di bawah Direksi.

Pihak yang Mengangkat dan Memberhentikan Komite Pengadaan

Ketua Komite Pengadaan di angkat dan diberhentikan oleh Ketua Komite Pengadaan.

Rapat Komite Pengadaan

Komite Pengadaan melaksanakan rapat minimal 1 (satu) kali dalam 2 (dua) bulan. Pada tahun 2019, Komite Pengadaan telah mengadakan rapat sebanyak 10 kali dengan rata-rata tingkat kehadiran sebesar 71,66%.

Agenda rapat Komite Pengadaan selama tahun 2019 disajikan sebagai berikut.

1. Renovasi Kantor cabang Medan;
2. Penjualan Aset Bank;
3. Pengadaan mobil operasional Kantor Cabang Medan;
4. Sewa ruang kantor dan renovasi perluasan Kantor Pusat Graha BIP Lt. 9;
5. *Front End Application for Core Banking-Unlimited Users;*
6. *Fortinet Fortimail 400F;*
7. Kalender meja tahun 2020;
8. *Renewal Maintenance and License HSM Thales Pay 9000-Platinum Support;*
9. Pengembangan dan implementasi Aplikasi SUN Ritel;
10. *Renewal Maintenance and License EDC;*
11. Pengembangan aplikasi sehubungan front end;
12. PSAK 71;
13. Pentest untuk *Bankwide Infrastructure and Digital Banking* tahun 2019;
14. Penggantian Neon Box di Graha BIP;
15. Jasa *Outsourcing System* Analis and Programmer untuk pengembangan aplikasi BI Antasena dan OJK Apollo;
16. *Annual Report* tahun 2019;
17. *Renewal License and Support Perangkat Websecure Gateway Blue Coat Advance Secure Gateway S200-30;*
18. *Renewal Maintenance Support Splunk Enterprise;*
19. *Renewal ITM (Integrated Transaction Management);* dan
20. *Renewal Support Server Simplivity.*

Komite Produk

Komite Produk merupakan komite yang membantu Direksi dalam memberikan arahan kebijakan yang berkaitan dengan pengelolaan produk *liabilities* dan *wealth management* yang akan dan/atau telah diterbitkan agar produk tersebut mampu bersaing

Composition of Procurement Committee

The composition of the Procurement Committee is as follows:

1. Chairman : President Director
2. Member :
 - a. Deputy President Director
 - b. Director of Business;
 - c. Senior EVP of Finance and Accounting;
 - d. Senior EVP of Funding and Branch Banking Network; and
 - e. Senior EVP of Operation and IT.

Position of Procurement Committee in the Organizational Structure

The position of Procurement Committee in the organizational structure is under the Board of Directors.

Party Appointing and Dismissing the Procurement Committee

The Chairman of Procurement Committee is appointed and discharged by Head of Procurement Committee.

Procurement Committee Meetings

The Procurement Committee conducts meeting at least 1 (once) in 2 (two) months. In 2019, the Procurement Committee held 10 meetings with the average attendance level of 71.66%.

The meeting agenda of Procurement Committee in 2019 is described as follows.

1. Renovation of Medan Branch Office;
2. Sale of Bank Assets;
3. Procurement of operational vehicle of Medan Branch Office;
4. Office space rental and renovation for expansion of BIP Head Office, 9th floor;
5. *Front End Application Fore Core Banking - Unlimited Users;*
6. *Fortinet Fortimail 400F;*
7. Desk calendar year 2020;
8. *Renewal of Maintenance and License of HSM Thales Pay 9000 - Platinum Support;*
9. *Development and Implementation of Retail SUN Application;*
10. *Renewal of Maintenance and License of EDC;*
11. *Application development related to front end;*
12. PSAK 71;
13. *Pentest for Bankwide Infrastructure and Digital Banking of 2019;*
14. *Replacement of Neon Box at Graha BIP;*
15. *Analyst and Programmer Outsourcing System Services for BI Antasena and OJK Apollo application development;*
16. *2019 Annual Report;*
17. *Renewal of License and Support of Web Secure Gateway Device of Blue Coat Advance Secure Gateway S200-30;*
18. *Renewal of Maintenance of Splunk Enterprise Support;*
19. *Renewal of ITM (Integrated Transaction Management);* and
20. *Renewal of Support Server Simplivity.*

Product Committee

The Product Committee is a Committee that assists the Board of Directors in providing policy-related directives in connection with the management of liabilities and wealth management products that will and/or have been launched so that such products can



Aspek Pendukung Bisnis
Aspect of Business Support



Tata Kelola Perusahaan
Good Corporate Governance



Tanggung Jawab Sosial Perusahaan
Corporate Social Responsibility



Struktur Permodalan dan Praktik Manajemen Risiko
Capital Structure and Risk Management Practices

dengan bank lain dan menghasilkan keuntungan bagi Bank. Dalam melaksanakan tugas tersebut, Komite wajib memperhatikan kepentingan nasabah dan Bank, sekaligus menerapkan prinsip-prinsip kehati-hatian dan manajemen risiko.

Pedoman Komite Produk

Komite Produk menjalankan tugas dan tanggung jawabnya berdasarkan Surat Keputusan Direksi No. 003/SK-DIR/10/2017 tanggal 9 Oktober 2017 tentang *Product Committee* PT Bank Victoria International Tbk.

Tugas dan Tanggung Jawab Komite Produk

Berikut uraian tugas dan tanggung jawab Komite Produk beserta realisasinya.

compete with that of other banks and generate profits for the Bank. In performing these duties, the Committee must take into account the interests of the Bank and its customers and must apply prudential principles and risk management.

Guidelines of Product Committee

The Product Committee performs its duties and responsibilities based on the Board of Directors' Decision Letter No. 003/SK-DIR/10/2017 dated 9 October 2017 on Product Committee of PT Bank Victoria International Tbk.

Duties and Responsibilities of Product Committee

Duties and responsibilities of Product Committee and the realization are.

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
<p>Memberikan masukan, pertimbangan, dan rekomendasi atas pengelolaan produk <i>asset and liabilities</i> kepada Direksi mulai dari rencana penerbitan, pengembangan dan/atau modifikasi produk, sampai dengan melakukan analisis/kajian terhadap <i>existing product</i>.</p> <p>Providing inputs, considerations, and recommendations on the management of asset and liabilities products to the Board of Directors starting from the plan of launching, developing, and/or modifying the products, to analyzing/reviewing the existing products.</p>	<p>Komite Produk telah memberikan masukan, pertimbangan, dan rekomendasi atas pengelolaan produk <i>asset and liabilities</i> kepada Direksi mulai dari rencana penerbitan, pengembangan dan/atau modifikasi produk, sampai dengan melakukan analisis/kajian terhadap <i>existing product</i>.</p> <p>The Product Committee has provided input, consideration, and recommendation on the management of asset and liabilities products to the Board of Directors starting from the plan of launching, developing, and/or modifying the products, to analyzing/reviewing the existing product.</p>
<p>Mengawasi kebijakan produk agar dapat diterapkan dan dilaksanakan secara konsekuen, konsisten, dan bertanggung jawab, serta mencari solusi apabila terjadi hambatan atau kendala dalam penerapannya.</p> <p>Monitoring the product policy to be implemented and conducted consistently, consequently, and responsibly, and seeking solutions if there are any obstacles or constraints in its application.</p>	<p>Komite Produk telah mengawasi kebijakan produk agar dapat diterapkan dan dilaksanakan secara konsekuen, konsisten, dan bertanggung jawab, serta mencari solusi apabila terjadi hambatan atau kendala dalam penerapannya.</p> <p>The Product Committee has monitored the product policy to be implemented and conducted consequently, consistently, and responsibly, and searched for solutions in the event that there are any obstacles or constraints in its application.</p>
<p>Memantau dan mengevaluasi risiko potensial yang akan terjadi terhadap:</p> <ol style="list-style-type: none"> 1. Perkembangan penjualan produk dan portofolio produk; 2. Poin-poin pengawasan Kebijakan Produk; 3. Strategi Kebijakan Produk; dan 4. Portofolio produk untuk kemudian dipergunakan sebagai masukan dan saran kepada Direksi untuk menentukan langkah-langkah perbaikan yang diperlukan. <p>Monitoring and evaluating potential risks that will occur to:</p> <ol style="list-style-type: none"> 1. The development of product sales and portfolio; 2. Monitoring points of Product Policy; 3. Product Policy Strategies; and 4. Product portfolio is then used as input and advice to the Board of Directors to determine the necessary improvements. 	<p>Mengevaluasi kinerja produk Bank, khususnya CASA, <i>Bancassurance</i>, <i>internet banking</i>, dan <i>mobile banking</i>.</p> <p>Evaluating performance of the bank's products, especially CASA, <i>Bancassurance</i>, <i>internet banking</i>, and <i>mobile banking</i>.</p>
<p>Tugas dan tanggung jawab Komite tidak termasuk hal-hal yang berkaitan dengan pengembangan program dan promosi produk.</p> <p>Duties and responsibilities of the Committee do not include matters related program development and product promotion.</p>	<p>Telah direalisasikan dengan menjalankan tugas dan tanggung jawab sesuai kebijakan Bank.</p> <p>Realized by performing duties and responsibilities according to the Bank's policy.</p>

Komposisi Komite Produk

Berikut struktur dan keanggotaan Komite Produk:

1. Ketua : Direktur Utama
2. Anggota : Wakil Direktur Utama

Kedudukan Komite Produk dalam Struktur Organisasi

Kedudukan Komite Produk dalam struktur organisasi berada di bawah Direksi.

Pihak yang Mengangkat dan Memberhentikan Komite Produk

Ketua Komite Produk di angkat dan diberhentikan oleh Direksi.

Composition of Product Committee

The following is the structure and membership of the Product Committee:

1. Chairman : President Director
2. Member : Deputy President Director

Position of Product Committee in the Organizational Structure

The position of Product Committee in the organizational structure is under the Board of Directors.

Party Appointing and Dismissing the Product Committee

The Chairman of Product Committee is appointed and discharged by the Board of Directors.

Rapat Komite Produk

Komite Produk melaksanakan rapat minimal 1 (satu) kali dalam satu tahun. Pada tahun 2019, Komite Produk telah mengadakan rapat sebanyak 1 (satu) kali dengan rata-rata kehadiran rapat 100,00%. Dalam rapat tersebut membahas pemilihan Vendor SUN Ritel dan pembahasan SMS Gateway.

Komite Investasi

Komite Investasi merupakan komite di bawah Direksi yang berperan dalam memberikan arahan kebijakan yang berkaitan dengan investasi.

Pedoman Komite Investasi

Komite Investasi menjalankan tugas dan tanggung jawabnya berdasarkan Surat Keputusan Direksi No. 002/SK-DIR/06/17 tanggal 6 Juni 2017 tentang *Investment Committee* PT Bank Victoria International Tbk, dan Surat Edaran Direksi No.008/SE-DIR/11/19 tentang Kepemilikan Berharga Komersial (SBK).

Tugas dan Tanggung Jawab Komite Investasi

Uraian tugas dan tanggung jawab Komite Investasi beserta realisasinya disajikan sebagai berikut.

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
Memutuskan rencana investasi Divisi Treasury dalam mencapai optimalisasi imbal hasil pengelolaan portofolio treasury, khususnya mengenai: Deciding on the investment plan of the Treasury Division in achieving optimum return on treasury portfolio management, particularly on:	
1. Kebijakan dan keputusan investasi Divisi Treasury. Investment policies and decisions of the Treasury Division.	Mengevaluasi kebijakan investasi dan pengelolaan portofolio. Evaluating investment policy and portfolio management.
2. Strategi pengelolaan portofolio treasury. Strategy of treasury portfolio management.	Mengevaluasi dan menetapkan komposisi keanggotaan Komite Investasi. Evaluating and determining the composition of the Investment Committee.

Komposisi Komite Investasi

Susunan keanggotaan Komite Investasi sebagai berikut:

1. Ketua : Wakil Direktur Utama
2. Sekretaris : Kepala Divisi *Financial Institutions and Capital Market*
3. Anggota :
 - a. Komisaris Utama;
 - b. Direktur Utama;
 - c. Direktur Kepatuhan dan Manajemen Risiko;
 - d. Kepala Divisi *Credit Analyst*; dan
 - e. Kepala Divisi *Treasury*.

Kedudukan Komite Investasi dalam Struktur Organisasi

Kedudukan Komite Investasi dalam struktur organisasi berada di bawah Direksi.

Pihak yang Mengangkat dan Memberhentikan Komite Investasi

Ketua Komite Investasi di angkat dan diberhentikan oleh Direksi.

Rapat Komite Investasi

Sepanjang tahun 2019, Komite Investasi tidak mengadakan rapat, sehingga tidak terdapat informasi mengenai nama anggota yang hadir dalam rapat, total rapat, dan total kehadiran.

Product Committee Meetings

The Product Committee conducts meetings at least 1 (one) time in one year. In 2019, the Product Committee held 1 (one) meeting with the average attendance level of 100.00%. The meeting discussed the selection of Retail SUN Vendors and discussed the SMS Gateway.

Investment Committee

The Investment Committee is a committee under the Board of Directors with a role to provide policy direction related to investment.

Guidelines of Investment Committee

The Investment Committee performs its duties and responsibilities based on the Board of Directors' Decision Letter No. 002/SK-DIR/06/17 dated 6 June 2017 on Investment Committee of PT Bank Victoria International Tbk, and Board of Directors' Circular No. 008/SE-DIR/11/19 on Ownership of Commercial Securities (SBK).

Duties and Responsibilities of Investment Committee

The duties and responsibilities of the Investment Committee and the realization are described as follows.

Composition of Investment Committee

The composition of the Investment Committee is as follows:

1. Chairman : Deputy President Director
2. Secretary : Head of Financial Institution and Capital Market Division
3. Member :
 - a. President Commissioner;
 - b. President Director;
 - c. Director of Compliance and Risk Management;
 - d. Head of Credit Analyst Division; and
 - e. Head of Treasury Division.

Position of Investment Committee in the Organizational Structure

The position of Investment Committee in the organizational structure is under the Board of Directors.

Party Appointing and Dismissing the Investment Committee

The Chairman of Investment Committee is appointed and discharged by the Board of Directors.

Investment Committee Meetings

Throughout 2019, the Investment Committee did not hold any meeting, therefore, there is no information on the names of members present at the meeting, total meeting, and total attendance.

Corporate Secretary

Corporate Secretary merupakan organ Direksi yang berperan penting dalam membangun komunikasi yang baik antara Bank dengan Pemegang Saham, regulator, dan pemangku kepentingan lainnya. *Corporate Secretary* juga bertanggung jawab untuk mengorganisasikan, mengoordinasikan dan mendokumentasikan berbagai kegiatan yang dilakukan oleh Bank, terutama dalam proses pengambilan keputusan pada saat rapat yang diselenggarakan Dewan Komisaris, Direksi, RUPS, serta kegiatan lainnya.

Pedoman *Corporate Secretary*

Peraturan utama yang menjadi acuan dalam pembentukan *Corporate Secretary* dan menjadi dasar pelaksanaan tugasnya adalah:

1. Peraturan Otoritas Jasa Keuangan No. 35/POJK.04/2015 tentang Sekretaris Perusahaan Emiten atau Perusahaan Publik;
2. Kebijakan dan Prosedur *Corporate Affair* berdasarkan Surat Keputusan Direksi No. 021/SK-DIR/07/14 tanggal 21 Juli 2014 yang telah terbaru menjadi Standar Operasional Prosedur *Corporate Secretary* Surat Keputusan Direksi No. 003/SK-DIR/12/17 tanggal 13 Desember 2017; dan
3. Standar Operasional Prosedur Rapat Umum Pemegang Saham berdasarkan Surat Keputusan Direksi No.004/SKDIR/04/17 tanggal 21 April 2017.

Struktur *Corporate Secretary*

Corporate Secretary berada langsung di bawah Direktur Utama sehingga setiap bentuk pelaksanaan tugasnya dipertanggungjawabkan secara langsung kepada Direktur Utama. Berikut struktur *Corporate Secretary* Bank Victoria.



Tugas dan Tanggung Jawab *Corporate Secretary*

Tugas dan tanggung jawab *Corporate Secretary* meliputi komunikasi internal dan eksternal serta hubungan kesekretariatan pimpinan perusahaan yang diuraikan sebagai berikut.

Corporate Secretary

Corporate Secretary is Board of Director's organ having important role to build good communication between the Bank and Shareholders, regulators and stakeholders. *Corporate Secretary* is also responsible for organizing, coordinating, and documenting various activities carried out by the Bank, especially in the process of adopting resolutions in meetings held by Board of Commissioners, Board of Directors, AGMS, and other activities.

Corporate Secretary Guidelines

The main regulations that become the reference in establishing *Corporate Secretary* and become the basis of the implementation of its duties are:

1. Financial Services Authority Regulation No. 35/POJK.04/2015 on Corporate Secretary of Issuers or Public Companies;
2. Corporate Affair Policy and Procedure based on the Board of Directors' Decree No. 021/SK-DIR/07/14 dated 21 July 2014 which has been updated to Standard Operating Procedure of Corporate Secretary based on the Board of Directors' Decision Letter No. 003/SK-DIR/12/17 dated 13 December 2017; and
3. Standard Operating Procedure of General Meeting of Shareholders in accordance with the Board of Directors' Decision Letter No. 004/SK-DIR/04/17 dated 21 April 2017.

Corporate Secretary Structure

Corporate Secretary is directly under the President Director, therefore, every form of execution of its duties is accounted directly to the President Director. The following is the structure of Bank Victoria's *Corporate Secretary*.

Duties and Responsibilities of *Corporate Secretary*

The duties and responsibilities of the *Corporate Secretary* include internal and external communications and corporate secretarial relationships outlined as follows.

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
<p>Mengikuti perkembangan pasar modal, khususnya peraturan-peraturan yang berlaku di bidang pasar modal.</p> <p>To follow the capital market development, especially regulations applicable in capital market sector.</p>	<p>Corporate Secretary telah mengikuti perkembangan pasar modal, khususnya peraturan-peraturan yang berlaku di bidang pasar modal.</p> <p>Corporate Secretary has followed the capital market development, especially regulations applicable in capital market sector.</p>
<p>Memberikan pelayanan kepada masyarakat atas setiap Informasi yang dibutuhkan pemodal berkaitan dengan kondisi Bank.</p> <p>To provide services to the public for any information required by the investors in relation to the Bank's condition.</p>	<p>Membuat dan menyampaikan laporan, meliputi:</p> <ol style="list-style-type: none"> 1. Laporan Internal <ol style="list-style-type: none"> a. Bulanan, berupa Memo Internal Perubahan Kepemilikan Saham; b. Tahunan, berupa Laporan Tahunan Divisi Corporate Secretary. 2. Laporan Eksternal <ol style="list-style-type: none"> a. Laporan Registrasi Pemegang Saham sebanyak 12 kali ke website Bursa Efek Indonesia; b. Laporan Realisasi Penggunaan Dana sebanyak 2 (dua) kali; c. Laporan Pihak Terkait sebanyak 2 (dua) kali (semesteran); d. Laporan Keterbukaan Informasi pada website Bursa Efek Indonesia sebanyak 24 kali; e. Laporan Keuangan Tahunan kepada Departemen Perindustrian dan Perdagangan; f. Laporan Penjelasan atas volatilitas saham sebanyak 1 (satu) kali; g. Laporan Transaksi Afiliasi sebanyak 7 (tujuh) kali; h. Mengadakan RUPS Tahunan pada 10 Mei 2019, RUPS Luar Biasa pada 1 Maret 2019, dan Public Expose pada 10 Mei 2019 dan 15 November 2019; dan i. Laporan hasil RUPS sebanyak 2 (dua) kali. <p>Preparing and submitting reports, which include:</p> <ol style="list-style-type: none"> 1. Internal Report <ol style="list-style-type: none"> a. Monthly, in the form of Internal Memo of Changes of Share Ownership; b. Annually, in the form of Annual Report of Corporate Secretary Division. 2. External Reports <ol style="list-style-type: none"> a. Shareholder Registration Report for 12 times to Indonesia Stock Exchange website; b. Report of the Actual Use of Proceeds for 2 (two) times; c. Report of Related Parties for 2 (two) times (per semester); d. Information Disclosure Report on Indonesia Stock Exchange website for 24 times; e. Annual Financial Statements to the Ministry of Industry and Trade; f. Explanation Report on Share Volatility for 1 (one) time; g. Affiliated Transactions Report for 7 (seven) times; h. Convening Annual GMS on 10 May 2019, Extraordinary GMS on 1 March 2019, and Public Expose on 10 May 2019 and 15 November 2019; and i. Report of GMS result for 2 (two) times.
<p>Memberikan masukan kepada Direksi Bank untuk mematuhi ketentuan Undang-Undang No. 8 Tahun 1995 tentang Pasar Modal dan peraturan pelaksanaannya.</p> <p>To provide input to the Bank's Board of Directors to comply with the provisions of Law no. 8 of 1995 on Capital Market and its implementing regulations.</p>	<p>Memberikan masukan kepada Direksi melalui rapat yang diselenggarakan, yaitu:</p> <ol style="list-style-type: none"> 1. Rapat Direksi sebanyak 47 kali; dan 2. Rapat Rapat Gabungan Direksi dan Dewan Komisaris sebanyak 13 kali. <p>Providing input to the Board of Directors through the following meetings:</p> <ol style="list-style-type: none"> 1. Board of Directors' Meetings for 47 times; and 2. Joint Meetings of Board of Directors and Board of Commissioners for 13 times.
<p>Sebagai penghubung atau <i>contact person</i> antara Bank dengan Otoritas Jasa Keuangan serta masyarakat.</p> <p>To be the liaison or contact person between the Bank and Financial Services Authority and public.</p>	<p>Membuat dan menyampaikan surat-surat eksternal.</p> <p>Preparing and delivering external letters.</p>

Audit Internal/Integrated and Anti Fraud

Audit Internal/*Integrated and Anti Fraud* adalah organ di bawah Direksi yang berperan dalam membantu tugas Direksi dan Dewan Komisaris dalam melakukan pengawasan dengan cara menjabarkan secara operasional baik perencanaan, pelaksanaan, maupun pemantauan hasil audit melalui pemberian jasa *assurance* dan *consulting*. Organ ini juga ditujukan untuk membantu Bank mencapai tujuannya melalui suatu pendekatan yang sistematis dan teratur untuk mengevaluasi dan meningkatkan efektivitas pengelolaan risiko dan pengendalian internal dalam proses *governance*.

Audit Internal/Integrated and Anti Fraud

Internal Audit/*Integrated and Anti Fraud* is an organ under the Board of Directors having a role in assisting the duties of Board of Directors and Board of Commissioners in carrying out the monitoring duty by operationally outlining the plan, implementation, and the monitoring of audit results through provision of *assurance* and *consulting* services. This organ is also established to help the Bank to achieve its objectives through a systematic and regular approach to evaluate and improve the effectiveness of risk management and internal control in the *governance* process.

Kedudukan Audit Internal/Integrated and Anti Fraud

Audit Internal/Integrated and Anti Fraud merupakan organ kerja independen yang berada dan bertanggung jawab secara langsung kepada Direktur Utama. Divisi ini memiliki jalur komunikasi langsung dengan Komite Audit dan Dewan Komisaris dan memiliki akses yang tidak terbatas terhadap seluruh aktivitas di Bank dan merupakan mitra manajemen dalam mewujudkan implementasi GCG.

Pihak yang Mengangkat dan Memberhentikan Kepala Audit Internal/Integrated And Anti Fraud

Kepala Audit Internal/Integrated and Anti Fraud di angkat dan diberhentikan oleh Direktur Utama dengan persetujuan Dewan Komisaris dan dilaporkan kepada Otoritas Jasa Keuangan.

Struktur Organisasi Audit Internal/Integrated and Anti Fraud

Berdasarkan Surat Keputusan Direksi No. 003/SK-DIR/11/19 tanggal 06 November 2019 tentang Struktur Organisasi PT Bank Victoria International Tbk, maka Struktur Organisasi Audit Internal/Integrated and Anti Fraud sebagai berikut.

Position of Internal Audit/Integrated and Anti Fraud

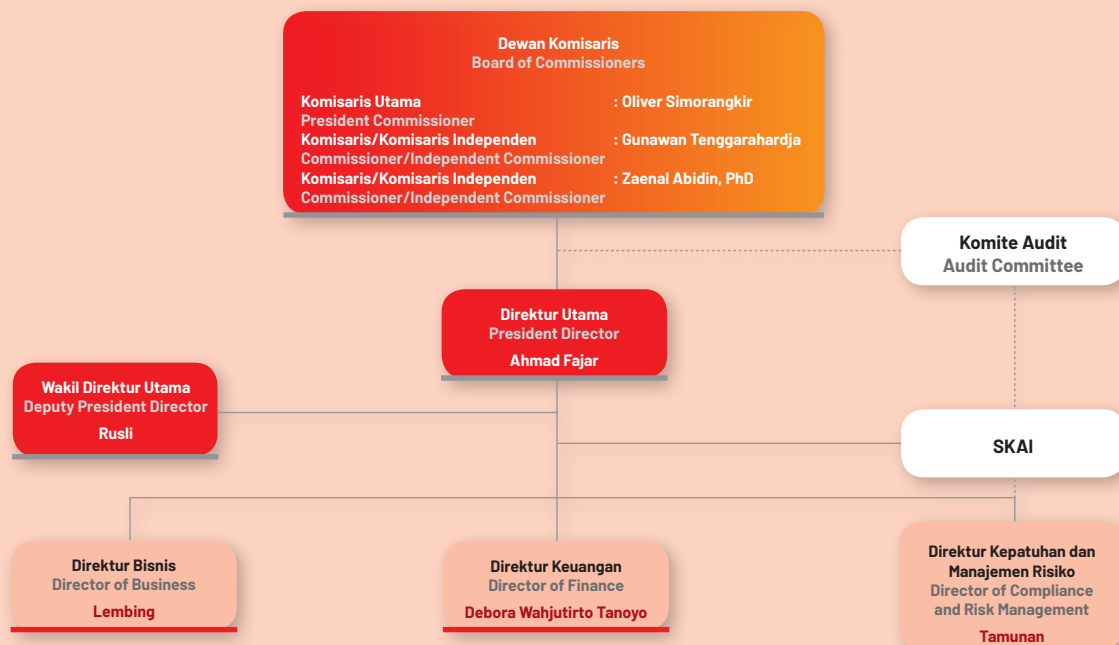
Internal Audit/Integrated and Anti Fraud is an independent organ that is under and directly responsible to the President Director. This division has direct communication channel with the Audit Committee and the Board of Commissioners and has unlimited access to all activities in the Bank and is a management partner in actualizing the GCG implementation.

The Party Appointing and Discharging the Head of Internal Audit/Integrated and Anti Fraud

The Head of Internal Audit/Integrated and Anti-Fraud Division is appointed and dismissed by the President Director with the approval of the Board of Commissioners and reported to the Financial Services Authority.

Organizational Structure of Internal Audit/Integrated and Anti Fraud

Based on the Board of Directors' Decision Letter No. 003/SK-DIR/11/19 dated 06 November 2019 on the Organizational Structure of PT Bank Victoria International Tbk, the Organizational Structure of Internal Audit/Integrated and Anti-Fraud Division is as follows.



1. Kepala SKAI bertanggung Jawab secara langsung kepada Direktur Utama dan secara fungsional kepada Dewan Komisaris melalui Komite Audit. Hal ini untuk mendukung independensi dan menjamin kelancaran tugas dan tanggung jawab Audit Internal dalam menjalankan tugasnya;
2. SKAI harus mendapat dukungan dari Manajemen dan Dewan Komisaris agar para Auditor dapat memperoleh kerja sama sepenuhnya dari Auditee dalam melaksanakan pekerjaannya tanpa hambatan;
3. Kepala SKAI diangkat dan diberhentikan oleh Direktur Utama setelah mendapat persetujuan dari Dewan Komisaris dengan mempertimbangkan rekomendasi Komite Audit;

1. The Head of Internal Audit Work Unit (SKAI) is responsible directly to the President Director and functionally to the Board of Commissioners through the Audit Committee. This is to support the independence and to ensure the duties and responsibilities of Internal Audit are conducted smoothly;
2. SKAI must have support from the Management and Board of Commissioners so that the Auditors can obtain full cooperation from the Auditee in performing their work without obstacles;
3. The Head of SKAI is appointed and dismissed by the President Director after obtaining approval from the Board of Commissioners by considering recommendations from the Audit Committee;

4. Komunikasi SKAI dengan Komite Audit adalah dalam bentuk koordinasi dalam hal terkait dengan pengembangan fungsi dan kinerja SKAI; dan
5. SKAI menyampaikan laporan kepada Direktur Utama dan Dewan Komisaris. Laporan yang disampaikan kepada Direktur Utama salinannya agar disampaikan kepada Dewan Komisaris melalui Komite Audit dan Direktur Kepatuhan dan Manajemen Risiko.

Pedoman Audit Internal/Integrated and Anti Fraud

Dalam menjalankan tugas dan tanggung jawabnya Audit Internal/Integrated and Anti Fraud memiliki beberapa pedoman. Seluruh pedoman tersebut dimutakhirkan sesuai kondisi dan perkembangan organisasi, serta perubahan peraturan perundang-undangan yang berlaku. Berikut pedoman Audit Internal/Integrated and Anti Fraud Bank.

1. Piagam Audit Internal (*Internal Audit Charter*)
Audit Internal/Integrated and Anti Fraud memiliki Piagam Audit Internal sebagai pedoman utama pelaksanaan fungsinya. Piagam tersebut telah dimutakhirkan dan disahkan melalui Surat Keputusan Direksi No. 007/SK-DIR/05/19 tanggal 24 Mei 2019 tentang Piagam Audit Internal (*Internal Audit Charter*). Piagam Audit Internal berperan dalam penguatan peran dan tanggung jawab serta dasar keberadaan dan pelaksanaan tugas-tugas pengawasan bagi Audit Internal/Integrated and Anti Fraud. Uraian lengkap terkait isi Piagam Audit internal dapat diakses pada web Bank bagian Piagam Audit (https://www.victoriabank.co.id/uploads/2019-05-24_Piagam%20Audit-compressed.pdf).
2. Sistem Prosedur dan Teknik Pemeriksaan Internal
Sistem Prosedur dan Teknik Pemeriksaan Internal merupakan pedoman kerja teknis Audit Internal/Integrated and Anti Fraud. Pedoman tersebut telah dimutakhirkan berdasarkan Surat Keputusan Direksi No. 007/SK-DIR/12/17 tanggal 21 Desember 2017 tentang Sistem Prosedur dan Teknik Pemeriksaan Internal.
3. Kebijakan SKAI/Terintegrasi
Dalam rangka implementasi SKAI/Terintegrasi sebagaimana diamanatkan pada Peraturan Otoritas Jasa Keuangan No. 18/POJK.03/2014 tanggal 18 November 2014 dan Surat Edaran No. 15/SEOJK.03/2015 tanggal 25 Mei 2015 tentang Penerapan Tata Kelola Terintegrasi Bagi Konglomerasi Keuangan, maka Bank telah memiliki Kebijakan SKAI/Terintegrasi yang tertuang pada Surat Keputusan Direksi No. 004/SK-DIR/11/15 tanggal 16 November 2015 dan telah dimutakhirkan berdasarkan Surat Keputusan Direksi No. 013/SK-DIR/03/18 28 Maret 2018 tentang Kebijakan Satuan Kerja Audit Internal Terintegrasi (SKAI Terintegrasi) Grup Victoria.
4. Standar Operasional Prosedur Anti Fraud
Terkait pelaksanaan fungsi peningkatan terhadap efektivitas pengendalian internal dalam meminimalkan risiko fraud, maka Audit Internal/Integrated and Anti Fraud telah memiliki Standar Operasional Prosedur Anti Fraud yang telah dimutakhirkan melalui Surat Keputusan Direksi No. 006/SK-DIR/11/16 tanggal 28 November 2016 tentang Standar Operasional Prosedur Anti Fraud.

4. SKAI communicates with Audit Committee in the form of coordination in matters related to developing SKAI functions and performance; and
5. SKAI submits reports to the President Director and Board of Commissioners. Reports submitted to the President Director must be copied to the Board of Commissioners through the Audit Committee and Director of Compliance and Risk Management.

Guidelines of Internal Audit/Integrated and Anti Fraud

In implementing its duties and responsibilities, the Internal Audit/Integrated and Anti Fraud has several guidelines. All guidelines are constantly updated according to the organization's conditions and development, and in accordance with the amendments to the prevailing laws and regulations. Below is the guideline of Internal Audit/Integrated and Anti Fraud of the Bank.

1. Internal Audit Charter
Internal Audit/Integrated and Anti Fraud has an Internal Audit Charter as the main guideline for the implementation of its functions. The Charter has been updated and established by the Board of Directors' Decision Letter No. 007/SK-DIR/05/19 dated 24 May 2019 on Internal Audit Charter. The Internal Audit Charter plays a role in strengthening the roles and responsibilities and serves as a basis for the existence and implementation of monitoring tasks for the Internal Audit/Integrated and Anti Fraud. Complete description of the Internal Audit Charter can be accessed in the Bank's website in Audit Charter section (https://www.victoriabank.co.id/uploads/2019-05-24_Piagam%20Audit-compressed.pdf).
2. Systems, Procedures, and Techniques of Internal Audit
The Systems, Procedures, and Techniques of Internal Audit is the technical work guideline for the Internal Audit/Integrated and Anti Fraud. The guidelines are updated based on the Board of Directors' Decision Letter No. 007/SK-DIR/12/17 dated 21 December 2017 on System, Procedure, and Technique of Internal Audit.
3. Internal Audit Unit (SKAI)/Integrated
For the purpose of the implementation of Internal Audit Unit (SKAI)/Integrated as mandated in the Financial Services Authority Regulation No. 18/POJK.03/2014 dated 18 November 2014 and Circular Letter No. 15/SEOJK.03/2015 dated 25 May 2015 on the Implementation of Integrated Governance for Financial Conglomeration, the Bank already has a Policy on Internal Audit Unit (SKAI)/Integrated as set out in the Board of Directors' Decision Letter No. 004/SK-DIR/11/15 dated 16 November 2015 and has been updated by the Board of Directors' Decision Letter No. 013/SK-DIR/03/18 dated 28 March 2018 on the Policy of Integrated Internal Audit Work Unit (Integrated SKAI) of Victoria Group.
4. Standard Operating Procedure for Anti Fraud
Related to the implementation of improvement function of the effectiveness of internal control to minimize fraud risk, the Internal Audit/Integrated and Anti Fraud already has Standard Operating Procedure for Anti Fraud, which has been updated by the Board of Directors' Decision Letter No. 006/SK-DIR/11/16 dated 28 November 2016 on Standard Operating Procedure for Anti Fraud.



Aspek Pendukung Bisnis
Aspect of Business Support



Tata Kelola Perusahaan
Good Corporate Governance



Tanggung Jawab Sosial Perusahaan
Corporate Social Responsibility



Struktur Permodalan dan Praktik Manajemen Risiko
Capital Structure and Risk Management Practices

5. Standar Operasional Prosedur *Whistleblowing System Audit Internal/Integrated and Anti Fraud* juga berperan dalam penerapan *whistleblowing system* berdasarkan Surat Keputusan Direksi No. 006/SK-DIR/02/16 tanggal 19 Februari 2016 tentang Standar Operasional Prosedur *Whistleblowing System* PT Bank Victoria International Tbk.

Tugas dan Tanggung Jawab Audit Internal/Integrated and Anti Fraud

Berikut uraian tugas dan tanggung jawab *Audit Internal/Integrated and Anti Fraud* beserta realisasinya.

1. Membantu tugas Direktur Utama dan Dewan Komisaris dalam melakukan pengawasan dengan cara menjabarkan secara operasional baik perencanaan, pelaksanaan maupun pemantauan hasil audit;
2. Menyusun dan melaksanakan perencanaan audit tahunan, antara lain analisis dan penilaian dibidang keuangan, akuntansi, operasional, perkreditan, dan kegiatan lain;
3. Mengidentifikasi segala kemungkinan untuk memperbaiki dan meningkatkan efisiensi penggunaan sumber daya dan dana;
4. Memberikan saran perbaikan dan informasi yang obyektif tentang kegiatan yang diperiksa pada semua tingkatan manajemen;
5. Memantau, menganalisis dan melaporkan pelaksanaan tindak lanjut perbaikan yang telah disarankan;
6. Memberikan penilaian tingkat keyakinan kualitas pelaksanaan tugas atas proses manajemen risiko, sistem pengendalian internal dan tata kelola usaha telah dilaksanakan secara cukup dan efektif di seluruh Unit Kerja Bank Victoria;
7. Membuat laporan hasil audit dan menyampaikan laporan tersebut kepada Direktur Utama dan Dewan Komisaris;
8. Bekerja sama dengan Komite Audit dalam melakukan pengawasan dan memonitor pelaksanaan tindak lanjut perbaikan atas temuan SKAI;
9. Memberikan saran perbaikan dan informasi yang objektif tentang kegiatan yang diperiksa pada semua tingkatan manajemen; dan
10. Melaksanakan fungsi Audit Internal Terintegrasi dalam rangka Konglomerasi Keuangan Grup Victoria.

Komposisi Audit Internal/Integrated and Anti Fraud

Pada tahun 2019, personil *Audit Internal/Integrated and Anti Fraud* terdiri dari 7 (tujuh) orang yang memiliki latar belakang pendidikan dan kompetensi yang memadai dalam menjalankan tugas sebagai auditor.

Sertifikasi Profesi Audit Internal/Integrated and Anti Fraud

Auditor internal dituntut untuk memiliki pendidikan dan pengetahuan yang memadai, termasuk sertifikasi profesi audit dan keahlian bidang perbankan, baik dari operasional, bisnis, maupun *supporting*. Berikut sertifikasi profesi yang telah diperoleh personil *Audit Internal/Integrated and Anti Fraud*.

5. Standard Operating Procedure for *Whistleblowing System Internal Audit/Integrated and Anti Fraud* Division also plays a role in the implementation of *whistleblowing system* based on the Board of Directors' Decision Letter No. 006/SK-DIR/02/16 dated 19 February 2016 on Standard Operating Procedure of *Whistleblowing System* of PT Bank Victoria International Tbk.

Duties and Responsibilities of Internal Audit/Integrated and Anti Fraud

Below are the duties and responsibilities of *Internal Audit/Integrated and Anti Fraud*.

1. Assisting the President Director and Board of Commissioners in monitoring by detailing the operational, either planning, implementation, or monitoring of the audit result;
2. Preparing and conducting the annual audit planning, among others, the analysis and assessment in the fields of finance, accounting, operations, credit, and other activities;
3. Identifying all possibilities to improve and enhance the efficient use of resources and funds;
4. Providing advice for improvement and objective information on activities audited at all management levels;
5. Monitoring, analyzing, and reporting the follow-up actions of the suggested corrective actions;
6. Assessing the confidence level of quality of duty implementation of the risk management process, internal control system, and business governance that has been implemented sufficiently and effectively in all Work Units of Bank Victoria;
7. Preparing the audit result report and submitting the report to the President Director and the Board of Commissioners;
8. Cooperating with the Audit Committee in supervising and monitoring the implementation of follow-up for improvements to SKAI findings;
9. Providing recommendations for improvement and objective information on activities audited at all management levels; and
10. Performing the functions of *Integrated Internal Audit* in the framework of Victoria Group's Financial Conglomeration.

Composition of Internal Audit/Integrated and Anti Fraud

In 2019, the *Internal Audit/Integrated and Anti Fraud* personnel consist of 7 (seven) people who are qualified in terms of education background and competence in performing their duties as an auditor.

Certification of Internal Audit/Integrated and Anti Fraud Profession

Internal audit is required to have adequate education and experiences, including certification on audit profession and expertise in banking sector, either in operation, business. or supporting fields. The following professional certifications have been obtained by *Internal Audit/Integrated and Anti Fraud* personnel.

Nama Name	Jabatan Position	Sertifikasi Certifications	Masa Berlaku Validity Period	Penyelenggara Organizer
Djoko Soendjojo	Kepala Divisi Head of Division	Level Auditor Auditor Level	2019 - 2023	Lembaga Sertifikasi Profesi Perbankan Banking Profession Certification Institution
Ferry Deuning	Kepala Bagian Head of Department	Level Auditor Auditor Level	2019 - 2023	Lembaga Sertifikasi Profesi Perbankan Banking Profession Certification Institution
Joel Krissata	Senior Officer	Level Auditor Auditor Level	2018 - 2022	Lembaga Sertifikasi Profesi Perbankan Banking Profession Certification Institution
Ricky Windhyarto	Junior Officer	Level Auditor Auditor Level	2019 - 2023	Lembaga Sertifikasi Profesi Perbankan Banking Profession Certification Institution
Ricky Rahardjo	Junior Officer	Level Auditor Auditor Level	2019 - 2023	Lembaga Sertifikasi Profesi Perbankan Banking Profession Certification Institution
Marni Marsirah	Junior Officer	Level Auditor Auditor Level	2019 - 2023	Lembaga Sertifikasi Profesi Perbankan Banking Profession Certification Institution
Jantamen Simanjuntak	Junior Officer	Belum Mengikuti Sertifikasi Has Not Obtained Certification Yet	N/A	N/A

Kode Etik Auditor

SKAI Bank Victoria memiliki Kode Etik yang harus dipatuhi oleh semua Auditor Intern baik secara individu dalam melaksanakan kegiatan audit, Kode Etik Auditor Bank Victoria terdiri dari 4 (empat) prinsip yaitu :

- Prinsip Integritas
 - Dapat diandalkan, tegas, jujur, dan terpercaya;
 - Menjaga kerahasiaan informasi yang diperoleh dalam pelaksanaan tugas;
 - Menghindari benturan kepentingan; dan
 - Mengimplementasikan Kode Etik Audit Internal.
- Prinsip Objektif
Mempraktikkan perilaku objektif dalam mengumpulkan, mengevaluasi, dan mengkomunikasikan informasi tentang aktivitas/kegiatan yang sedang diaudit. Dalam memberikan pendapat profesionalnya, Auditor Internal membuat penilaian secara independen dan tidak terpengaruh oleh kepentingan sendiri atau pendapat orang lain dalam memberikan pendapat profesionalnya.
- Prinsip Rahasia
Menghargai nilai dari informasi yang diterima dan kepemilikan informasi serta tidak membocorkan informasi yang diperoleh tanpa mendapat kuasa kecuali demi hukum atau profesi.
- Prinsip Kompetensi
Menggunakan keterampilan, pengetahuan, keahlian, dan pengalaman yang dimiliki dalam melaksanakan audit serta meningkatkannya secara berkesinambungan.

Metode Audit

Bank Victoria telah menerapkan metode audit yang berbasis risiko (*risk based internal audit/RBIA*) yang dijelaskan sebagai berikut.

- Melakukan *mapping* potensi risiko kredit dan operasional dalam perencanaan pemeriksaan kantor-kantor dengan tujuan untuk lebih mengefektifkan proses pemeriksaan.
 - Potensi risiko kredit diukur dari:

Auditor's Code of Ethics

Bank Victoria's SKAI has a Code of Ethics that must be adhered to by all Internal Auditors, either individually or in performing audit activities. Auditor's Code of Ethics of Bank Victoria consists of 4 (four) principles, which are:

- Principle of Integrity
 - Reliable, firm, honest, and trustworthy;
 - To keep confidential information obtained in the implementation of his/her duty.
 - Avoiding conflict of interest; and
 - Implementing Internal Audit's Code of Ethics.
- Principle of Objective
To practice objective behavior in collecting, evaluating and communicating information regarding activities being audited. In providing its professional opinion, Internal Auditor conducts assessment independently and must not be affected by its own interest or others' opinion.
- Principle of Confidentiality
Appreciate the value of information received and ownership of information and does not disclose the information obtained without any authorization with exception to law or professional requirements.
- Principle of Competence
To use skills, knowledge, expertise, and experiences owned in performing audit and to continuously enhance them.

Audit Methods

Bank Victoria has implemented a risk-based internal audit method (RBIA) described as follows.

- To create a mapping of credit risk and operational potency in offices auditing plan with intention to effect auditing process.
 - Potential credit risks are measured from:



Aspek Pendukung Bisnis
Aspect of Business Support



Tata Kelola Perusahaan
Good Corporate Governance



Tanggung Jawab Sosial Perusahaan
Corporate Social Responsibility



Struktur Permodalan dan Praktik Manajemen Risiko
Capital Structure and Risk Management Practices

- | | |
|--|---|
| <ol style="list-style-type: none"> 1) Kantor cabang/cabang pembantu/kas yang memiliki NPL di atas 1%; dan 2) Kantor cabang/cabang pembantu /kas yang memiliki <i>outstanding</i> kredit yang porsinya di atas 1% dari total kredit konsolidasi. <p>b. Potensi risiko operasional diukur dari: kantor cabang/cabang pembantu/kas yang memiliki total 6 (enam) kesalahan dalam 1 (satu) semester (rata-rata 1 (satu) kesalahan) berdasarkan Laporan <i>Zero Defect</i> dari <i>Internal Control</i>.</p> <ol style="list-style-type: none"> 2. Persiapan data, pengumpulan data dan informasi, seperti aktivitas operasional, kredit dan unit kerja, laporan hasil pemeriksaan (LHP), dan temuan tahun sebelumnya. 3. Pelaksanaan pemeriksaan di lapangan dan menindaklanjuti temuan <i>Audit Internal/Integrated and Anti Fraud</i> tahun sebelumnya. 4. Penyusunan hasil temuan dan pemaparan risiko yang dihadapi, penyebab, dampak, dan rekomendasi. 5. Penyusunan LHP sesuai format yang sudah disetujui, seperti pemberian nilai dan penjelasan risiko yang dihadapi pada seluruh aktivitas, antara lain kredit, operasional dan unit kerja. 6. Tindak lanjut temuan yang masih ditunda dengan melakukan pengawasan terhadap temuan yang masih ditunda dan membuat Laporan Tindak Lanjut untuk temuan yang sudah diselesaikan maupun dalam proses penyelesaian. | <ol style="list-style-type: none"> 1) Branch/sub-branch/cash offices that have NPL above 1%; and 2) Branch/sub-branch/cash offices that have <i>outstanding</i> credit of more than 1% of its total consolidated credit. <p>b. Potential operational risks are measured from: branch/sub-branch/cash offices that have a total of 6 (six) errors in 1 (one) semester (average 1 (one) error) pursuant to the <i>Zero-Defect</i> Report from the <i>Internal Control</i>.</p> <ol style="list-style-type: none"> 2. Preparation of data, collection of data and information, such as operational activities, credit and Work Unit, Audit Report (LHP), and findings of the previous year. 3. The implementation of on-site audit and follow up on the findings of <i>Internal Audit/Integrated and Anti-Fraud</i> Division in the previous year. 4. Preparation of findings and explanation risks being faced, causes, impacts and recommendations. 5. Preparation of audit report (LHP) according to the approved format, such as the determination of value and explanation of risks being faced in all activities, including credit, operations and Work Units. 6. Follow up on pending findings by conducting monitoring of pending findings and preparing Follow Up Reports for findings that have been settled and those in settlement process. |
|--|---|

Rencana Kerja Audit Internal/Integrated and Anti Fraud

Audit Internal/Integrated and Anti Fraud telah menyusun Rencana Kerja Audit Tahun 2019 yang telah dilaporkan kepada Otoritas Jasa Keuangan dengan Surat No.033/SKAI-EKS/01/19 tentang Rencana Kerja Satuan Kerja Audit Intern (SKAI)/ Terintegrasi dan *Anti Fraud* Tahun 2019 PT Bank Victoria International Tbk, dengan sasaran yang akan dicapai oleh SKAI/Terintegrasi dan *Anti Fraud* pada tahun 2019, yaitu:

1. Melakukan pengujian dan evaluasi atas proses pengendalian Intern Bank secara independen dan objektif;
2. Menghasilkan Laporan Pemeriksaan yang mampu mendorong peningkatan kinerja yang sesuai dengan prinsip kehati-hatian;
3. Melakukan fungsi konsultatif terhadap aspek pengendalian Intern Bank dengan senantiasa menjunjung tinggi etika profesi; dan
4. Meningkatkan kompetensi dengan memberikan pelatihan-pelatihan sesuai kebutuhan.

Sedangkan, aktivitas utamanya adalah sebagai berikut.

1. Pengembangan:

- a. Untuk mendukung terlaksananya proses pemeriksaan yang berkualitas dan mempunyai nilai tambah bagi Pemegang Saham, maka sejalan dengan praktik terbaik yang berlaku umum, pada tahun 2020 SKAI akan melanjutkan program pengembangan *risk based audit* dengan beberapa kegiatan utama sebagai berikut.
 - SDM SKAI
 - Secara berkelanjutan meningkatkan kompetensi staf Internal Audit (sertifikasi, *training*/pelatihan internal dan eksternal).
 - Mengimplementasikan praktik-praktik yang berorientasi pada *performance management*.

Work Program of Internal Audit/Integrated and Anti Fraud

The Internal Audit/Integrated and Anti-Fraud has prepared the 2019 Audit Work Plan, which has been reported to the Financial Services Authority under the Letter No. 033/SKAI-EKS/01/19 on Work Plan of Internal Audit Work Unit (SKAI)/Integrated and Anti-Fraud of 2019 of PT Bank Victoria International Tbk, with targets to be achieved by SKAI/Integrated and Anti-Fraud in 2019 as follows:

1. Testing and evaluating the Bank's internal control process independently and objectively;
2. Generating an Audit Report that is able to encourage performance improvement in accordance with the principle of prudence;
3. Performing consultative function on aspects of internal control of the Bank by always upholding professional ethics; and
4. Improving competence by providing trainings as needed.

Meanwhile, the main activities are as follows.

1. Development:

- a. To support the implementation of a quality audit process that has added value for Shareholders, in line with the generally accepted best practices, in 2020 SKAI will continue the risk-based audit development program with the following main activities.
 - Human Resource of SKAI
 - Continually improving the competence of Internal Audit staffs (certification, internal and external trainings).
 - Implementing performance management-oriented practices.

- Proses
 - Penyempurnaan proses pelaksanaan audit.
 - Pelaksanaan audit dengan fokus pada risiko yang signifikan.
- Sistem

Secara konsisten mengimplementasikan dan menyempurnakan metodologi Internal Audit (*rating system, offsite audit*) dan sosialisasi metodologi Internal Audit tersebut.
- Infrastruktur
 - Menciptakan suasana kerja yang kondusif dan *learning environment* yang tinggi.
 - Pemenuhan fasilitas kerja yang memadai.
- Teknologi
 - Melakukan proses audit (*audit management system*) dengan bantuan teknologi.
 - Memanfaatkan komputerisasi dalam meningkatkan kualitas dan produktivitas pelaksanaan audit.

b. Mengembangkan Pelaksanaan SKAI Terintegrasi
Bank telah membuat dan menerbitkan Kebijakan SKAI Terintegrasi sebagai pedoman dalam pelaksanaannya, serta standar *template* sebagai basis *monitoring* dan pelaporan pelaksanaan hasil audit seluruh LJK. Hal ini akan terus dipantau implementasinya, serta disesuaikan dengan kebutuhan, sehingga diharapkan dapat memberikan kontribusi yang positif terhadap pengelolaan Tata Kelola Terintegrasi.

c. *Anti Fraud*
Untuk lebih meningkatkan *awareness* karyawan terhadap *fraud*, maka akan dilakukan *improvement* peran dan fungsi *Anti Fraud* dengan melakukan pelatihan dan sosialisasi secara berkala.

2. Pemeriksaan:
Kegiatan pemeriksaan berbasis risiko (*risk based internal audit*) tahun 2020 dilakukan dengan memperhatikan hal-hal sebagai berikut:

- a. Pemilihan unit kerja organisasi/aktivitas yang diperiksa dengan kriteria:
 1. Untuk Unit Kerja Kantor Pusat akan dilakukan terhadap unit kerja yang berdampak signifikan terhadap *Financial/Bisnis* Bank serta yang memiliki risiko tinggi.
 2. Untuk unit bisnis/kantor cabang dilakukan berdasarkan evaluasi sebagai berikut:
 - a) Faktor yang Bersifat Umum (*General Factor*)
 - *Size of transaction*;
 - *Rapidity of growth*;
 - *Change in key person*;
 - Rentang waktu pemeriksaan internal audit sebelumnya;
 - Hasil audit peringkat sebelumnya;
 - Kejadian *fraud*;
 - Hasil temuan unit *internal control* (*zero defect* dan TBO); dan
 - *Service quality dan service excellent*.

- Process
 - Improving the audit process.
 - Conducting audits with focus on significant risks.
- System

Consistently implementing and refining the Internal Audit methodology (*rating system, offsite audit*), and disseminating such Internal Audit methodology.
- Infrastructure
 - Creating a conducive work atmosphere and a high learning environment.
 - Fulfilling adequate work facilities.
- Technology
 - Conducting audit process (*audit management system*) with the help of technology.
 - Utilizing computerization in improving audit quality and productivity.

b. Developing Integrated SKAI Implementation
The Bank has made and issued an Integrated SKAI Policy as a guideline in its implementation, as well as a standard template as a basis for monitoring and reporting on the audit results of the entire LJK. This implementation will continue to be monitored and adjusted to the needs; therefore, this implementation is expected to make a positive contribution to the management of Integrated Governance.

c. *Anti Fraud*
To further increase employee awareness of fraud, an *Anti Fraud* role and function will be improved by conducting regular training and dissemination.

2. Audit:
Risk based internal audit activities in 2020 are carried out by considering the following matters:

- a. The criteria the select which organizational work units/ activities to be audited are:
 1. For Head Office Work Units, the audit will be conducted for work units that have significant impact on the Bank's *Financial/Business* and those with high risks.
 2. For business units/branch offices, the audit will be based on the following evaluations:
 - a) General Factors
 - *Size of transaction*;
 - *Rapidity of growth*;
 - *Change in key person*;
 - The time span of the previous internal audit;
 - *Rating of the previous audit results*;
 - *Fraud events*;
 - Findings from internal control unit (*zero defect* and TBO); and
 - *Service quality and service excellence*.

b) *Off-Site Assessment*

- Rencana kerja (*operating plan, implementation, target/realisasi*);
- Organisasi dan SDM (pendidikan dan pelatihan);
- Hasil evaluasi atas aktivitas unit/cabang (*account maintenance, cash management, accounting proses and reporting*);
- Konsentrasi Kredit, *NPL Ratio, Non Current Ratio*; dan
- *To Be Continue* (TBO) Dokumen.

b. Lingkup Pemeriksaan Tahun 2020

Setelah menetapkan parameter pemilihan unit organisasi/aktivitas sebagaimana disebut diatas, maka lingkup pemeriksaan tahun 2020 adalah:

1. Pemeriksaan kantor cabang, cabang pembantu, dan kas Melakukan pemeriksaan terhadap 69 kantor dari 85 Cabang atau 81,00%.
2. Pemeriksaan Operasional Unit Kerja Kantor Pusat Melakukan pemeriksaan aktivitas operasional terhadap 12 obyek pemeriksaan di Unit Kerja/Divisi.
3. Pemeriksaan LHPK dan KPDHN Penilaian aspek risiko dengan fokus pada risiko kepatuhan untuk pemeriksaan terhadap BI-RTGS, BI-SSSS, BI-ETP (*Electronic Trading Platform*), SKN-BI, dan DHN-BI.
4. Pemeriksaan Khusus Melakukan pemeriksaan khusus terhadap temuan-temuan Otoritas Jasa Keuangan (OJK)/Bank Indonesia (BI) dan temuan Akuntan Publik. Selain itu juga pemeriksaan khusus yang terkait dengan case atau *fraud* yang terjadi di Bank.

Pelaksanaan Rencana Kerja Audit Internal/ Integrated and Anti Fraud

Realisasi rencana kerja audit tahun 2019 yang telah dilaporkan kepada Manajemen dan Otoritas Jasa Keuangan, untuk semester I dengan Surat No. 055/DIR-EKS/07/19 tentang Laporan Pokok-pokok Hasil Audit Intern Semester I Tahun 2019 PT Bank Victoria International Tbk dan semester II dengan Surat No. 073/DIR-EKS/01/20 tentang Laporan Pokok-pokok Hasil Audit Intern Semester II Tahun 2019 PT Bank Victoria International Tbk, yaitu:

1. Pengembangan Kompetensi Karyawan

- a. Telah mengikutsertakan sebanyak 9 (sembilan) orang petugas pemeriksa (auditor) dalam program sertifikasi audit yang diselenggarakan oleh Lembaga Sertifikasi Profesi Perbankan dan 1 (satu) orang untuk mengikuti sertifikasi IT audit.
- b. Telah mengikutsertakan sebanyak 4 (empat) orang petugas pemeriksa (auditor) dalam mengikuti Training PSAK 71.
- c. Mengkinikan beberapa kebijakan pemeriksaan sesuai dengan Peraturan Otoritas Jasa Keuangan terbaru yaitu Piagam Audit Intern.
- d. Telah mengikutsertakan sebanyak 1 (satu) orang anggota SKAI dalam pelatihan *Risk Register Operasional Risk Management* pada Juli 2019 yang diselenggarakan oleh Divisi *Human Capital* Bank Victoria.

b) *Off-Site Assessment*

- Work plan (*operating plan, implementation, target/realization*);
- Organization and HR (*education and training*);
- Evaluation results of unit/branch's activities (*account maintenance, cash management, accounting process, and reporting*);
- Credit Concentration, *NPL Ratio, Non-Current Ratio*; and
- *To Be Continue* (TBO) Document.

b. Audit Scopes in 2020

After establishing the parameters to select which organizational units/activities as mentioned above, the 2020 audit scopes are:

1. Audit of branch offices, sub-branch offices, and cash offices; Examining 69 offices from 85 Branch Offices or 81.00%.
2. Audit of Operational Work of Head Office Auditing the operational activities on 12 audit objects in the Work Unit/Division.
3. Audit of LHPK and KPDHN Assessing the risk aspects with a focus on compliance risks for audit of BI-RTGS, BI-SSSS, BI-ETP (*Electronic Trading Platform*), SKN-BI, and DHN-BI.
4. Special Audit Conducting special audit on the findings of the Financial Services Authority (OJK)/Bank Indonesia (BI) and the findings of the Public Accountant. In addition, special audit related to cases or fraud that occur at the Bank.

Implementation of Work Plan of Internal Audit/ Integrated and Anti Fraud

Realizations of the 2019 audit work plan that have been reported to the Management and Financial Services Authority, for semester I under the Letter No. 055/DIR-EKS/07/19 on Reports on Internal Audit Results for Semester I Year 2019 of PT Bank Victoria International Tbk and semester II under the Letter No. 073/DIR-EKS/01/20 on Reports on Internal Audit Results for Semester II Year 2019 of PT Bank Victoria International Tbk are:

1. Employee Competency Development

- a. 9 (nine) auditors have been included in the audit certification program organized by the Banking Profession Certification Institute and 1 (one) person has participated in IT audit certification.
- b. 4 (four) auditors have participated in the PSAK 71 Training.
- c. Updating a number of audit policies in accordance with the latest Financial Services Authority Regulations, which is the Internal Audit Charter.
- d. 1 (one) SKAI member was included in the Risk Register of Risk Operational Management training in July 2019, organized by the Human Capital Division of Bank Victoria.

- e. Telah mengikutsertakan sebanyak 2 (dua) orang anggota SKAI dalam pelatihan *Risk Based Audit* selama 2 (dua) hari pada Agustus 2019 yang diselenggarakan oleh *Risk Management Guard* di Hotel Le Meridien.
- f. Telah mengikuti pelatihan *Fraud Risk Management* sebanyak 1 (satu) orang pada September 2019 yang diselenggarakan oleh *Association of Certified Fraud Examiner (ACFE) Indonesia*.
- g. Telah mengikutsertakan 8 (delapan) orang anggota dalam pelatihan Teknik Pembuatan Rencana Kerja, Pemeriksaan dan Laporan Hasil Audit Berbasis Risiko diselenggarakan oleh Divisi *Human Capital* Bank Victoria dengan mengundang jasa *trainer* dari eksternal.
- h. Telah mengikutsertakan 8 (delapan) orang auditor dalam *Workshop Three Lines of Defense* diselenggarakan oleh Divisi *Human Capital* Bank Victoria dengan mengundang jasa *trainer* dari eksternal.

- e. 2 (two) SKAI members were included in the Risk-Based Audit training for 2 (two) days in August 2019, organized by the Risk Management Guard at Le Meridien Hotel.
- f. 1(one) person was included in the Fraud Risk Management training in September 2019, organized by the Indonesian Association of Certified Fraud Examiners (ACFE).
- g. 8 (eight) members were included in the technical training of Preparing Work Plan, Audit, and Risk-Based Audit Report, conducted by Bank Victoria's Human Capital Division, by inviting external trainer services.
- h. 8 (eight) auditors were included in the Three Lines of Defense Workshop, organized by the Human Capital Division of Bank Victoria, by inviting external trainer services.

2. Rencana kerja dan Realisasi Pemeriksaan Audit Berbasis Risiko

Rencana kerja dan realisasi pemeriksaan berdasarkan *Risk Based Audit* tahun 2019 adalah sebagai berikut.

2. Work Plan and Realization of the Audit of Risk Based Audit

The work plan and realization of the audit based on the 2019 Risk Based Audit are as follows.

No	Rencana Kerja 2019 2019 Work Plan	No	Realisasi Pemeriksaan 2019 Realization of 2019 Audit
KCU / Area/ Main Branch Offices / Area:		KCU / Area/ Main Branch Offices / Area:	
1	KCU Fatmawati	1	KCU Fatmawati
2	KCU Cideng	2	KCU Cideng
3	KCU Kelapa Gading	3	KCU Kelapa Gading
4	KCU Senayan	4	KCU Senayan
5	KCU BIP	5	KCU BIP
6	KCU Bandung	6	KCU Bandung
7	KCU Bogor	7	KCU Bogor
8	KCU Manado	8	KCU Manado
9	KCU Surabaya	9	KCU Surabaya
10	KK Graha Pena	10	KCU Bali
		11	KCU Semarang
Unit Kerja Bisnis/ Business Work Unit:		Unit Kerja Bisnis/ Business Work Unit:	
11	Commercial Banking	12	Commercial Banking
12	Corporate Banking	13	Corporate Banking
13	Multifinance Banking	14	Multifinance
14	Credit Risk Review	15	Credit Risk Review
15	Treasury, Settlement and FI	16	Treasury, Settlement & FI
		17	SME and Consumer Banking
		18	Multifinance (OJK)
Unit Kerja Non Bisnis/ Non-Business Work Unit:		Unit Kerja Non Bisnis/ Non-Business Work Unit:	
16	General Affair	19	General Affair
17	Human Capital Management	20	Human Capital Management

No	Rencana Kerja 2019 2019 Work Plan	No	Realisasi Pemeriksaan 2019 Realization of 2019 Audit
18	Operasional	21	Operasional
19	Compliance	22	Compliance
20	Risk Management	23	Risk Management
21	TSI	24	TSI Non Core
22	RTGS, SKN, BI-SSSS, ETP & KPDHN	25	TSI Core
		26	RTGS, SKN, BI-SSSS, ETP and KPDHN

Berdasarkan tabel di atas dapat disimpulkan bahwa realisasi pemeriksaan SKAI 2019 telah melebihi target sebanyak 4 (empat) obyek pemeriksaan atau 118,00% dari Rencana Kerja tahun 2019 yaitu, KCU Semarang, SME dan I, Multifinance (OJK) and TSI Core.

3. Pelaksanaan Pemeriksaan

a. Pemeriksaan KCU Jakarta dan KCU Luar Kota

Selama tahun 2019 periode bulan Januari-Desember 2019 untuk realisasi pemeriksaan sebagai berikut.

- 1) Pemeriksaan Operasional secara *offsite* sebanyak 90 kantor dan *onsite* sebanyak 61 kantor; dan
- 2) Pemeriksaan Kredit secara *offsite* sebanyak 86 kantor dan *onsite* sebanyak 42 kantor.

b. Pemeriksaan Unit Kerja.

Untuk pemeriksaan Unit Kerja pada Tahun 2019 periode Januari-Desember 2019, telah terealisasi sebanyak 7 (tujuh) Unit Kerja Bisnis dan 8 (delapan) Unit Kerja Non Bisnis.

4. Mengembangkan Implementasi SKAI Terintegrasi

Mengembangkan dan mengimplementasikan fungsi SKAI Terintegrasi berdasarkan Peraturan Otoritas Jasa Keuangan No.18/POJK.03/2014 tanggal 18 November 2014 dan Surat Edaran No. 15/SEOJK.03/2015 tentang Tata Kelola Terintegrasi bagi Konglomerasi Keuangan tanggal 25 Mei 2015.

Dalam kaitan ini telah diterbitkan Surat Keputusan Direksi No. 003/SK-DIR/02/17 tentang Kebijakan Satuan Kerja Audit Intern Terintegrasi (SKAI Terintegrasi) Grup Victoria tanggal 23 Februari 2017 yang telah dikinikan melalui Surat Keputusan Direksi No. 013/SK-DIR/03/18 tanggal 28 Maret 2018 dan Kebijakan tersebut telah diimplementasikan ke anggota LJK yaitu:

- 1) Sosialisasi *Risk Based Audit*
 - a. Telah dilakukan sosialisasi Penilaian Rating Audit dan Pengukuran Parameter Risiko serta Pelaporan Terintegrasi sebanyak 5 (lima) kali yaitu sebagai berikut.

Based on the above table, it can be concluded that the realization of the 2019 SKAI audit exceeded the target of 4 (four) audit objects or 118.00% of the 2019 Work Plan which were, Semarang Main Branch Office, SME and I, Multifinance (OJK), and TSI Core.

3. Audit Implementation

a. Auditing Jakarta Main Branch Office and Main Branch Offices Outside the City

Throughout 2019, for January-December 2019 period, the realizations of audit were as follows.

- 1) Operational Audit of 90 offices offsite and 61 offices onsite; and
- 2) Credit audit of 86 offices offsite and 42 offices onsite.

b. Auditing Work Unit

For Work Units audit in 2019, for January to December 2019 period, auditing of 7 (seven) Business Work Units and 8 (eight) Non-Business Work Units was realized.

4. Developing Integrated SKAI Implementation

Developing and implementing the Integrated SKAI function based on Financial Services Authority Regulation No. 18/POJK.03/2014 dated 18 November 2014 and Circular No. 15/SEOJK.03/2015 on Integrated Governance for Financial Conglomeration dated 25 May 2015.

Regarding this matter, the Bank has issued the Board of Directors' Decision Letter No. 003/SK-DIR/02/17 on the Policy of Integrated Internal Audit Work Unit (Integrated SKAI) of Victoria Group dated 23 February 2017, which has been updated under the Board of Directors' Decision Letter No. 013/SK-DIR/03/18 dated 28 March 2018 and the Policy has been implemented by the LJK members, which are:

- 1) Dissemination of Risk-Based Audit
 - a. Dissemination of Audit Rating Assessment, Measurement of Risk Parameters, and Integrated Reporting for 5 (five) times as follows.

Tanggal Sosialisasi Date of Dissemination	Peserta Lembaga Jasa Keuangan (LJK) Participants of Financial Services Institution (LJK)
29 Juli 2019 29 July 2019	Victoria Sekuritas Indonesia Victoria Insurance Victoria Manajemen Investasi Victoria Alife Indonesia Bank Victoria Syariah
8 Agustus 2019 8 August 2019	
5 November 2019	
31 Januari 2020 31 January 2020	
6 Februari 2020 6 February 2020	Bank Victoria Syariah

- b. Telah mengikutsertakan sebanyak 4 (empat) anggota LJK yaitu Victoria Sekuritas Indonesia, Victoria Insurance, Victoria Alife Indonesia Vlife, dan Bank Victoria Syariah dalam pelatihan Teknik Pembuatan Rencana Kerja, Pemeriksaan, dan Laporan Hasil Audit Berbasis Risiko pada 14 Desember 2019 yang diselenggarakan pihak Dakara Excellentia (eksternal).

Selain itu, setiap triwulan SKAI Terintegrasi telah melaporkan hasil pemantauan aktivitas dan hasil audit tersebut ke Direktur *Incharge* Entitas Utama dengan tembusan ke Dewan Komisaris, sebagai berikut.

- Triwulan I : Telah dilaporkan pada 6 Mei 2019;
- Triwulan II : Telah dilaporkan pada 23 Juli 2019;
- Triwulan III : Telah dilaporkan pada 23 Oktober 2019; dan
- Triwulan IV : Telah dilaporkan pada 21 Februari 2020.

5. Unit Anti Fraud

Untuk mengingatkan, meningkatkan serta menumbuhkan kesadaran mengenai pentingnya pencegahan *fraud* pada setiap level organisasi, maka Unit Anti *Fraud* telah memberikan sosialisasi dan *refreshment anti fraud* yaitu:

- a. Telah memberikan *Workshop Preventif and Awareness Fraud* kepada karyawan baru di KCU Solo pada 15 Juli 2019;
- b. Telah memberikan *Workshop Preventif and Awareness Fraud* kepada karyawan baru di KCU Semarang pada 16 Juli 2019;
- c. Telah memberikan *Workshop Preventif and Awareness Fraud* serta dasar-dasar audit Penerapan Fungsi Audit Intern Bank (PFIB) kepada *Front Liner Development Program* (FLDP) pada 23 Juli 2019;
- d. Unit Anti *Fraud* bekerja sama dengan pihak ketiga (Globe Persada Indonesia) memberikan *refreshment Anti Fraud* dengan judul *Preventif and Awareness Fraud* yang diikuti oleh Marketing Officer, Kepala Operasional, dan Divisi Operasional sebanyak 5 (lima) *Batch*;
- e. Telah memberikan Flyer *Anti Fraud* kepada seluruh cabang sebagai kesadaran terhadap pelaku *fraud*; dan
- f. Komisaris, Direksi dan seluruh karyawan telah menandatangani Pakta Integritas.

- b. 4 (four) LJK members, which are Victoria Sekuritas Indonesia, Victoria Insurance, Victoria Alife Indonesia Vlife, and Bank Victoria Syariah, participated in the technical training of Preparing Work Plan, Audit, and Risk-Based Audit Reports on 14 December 2019, organized by Dakara Excellentia (external party).

In addition, every quarter the Integrated SKAI reported the monitoring results of audit activities and audit results to the Director in charge of the Main Entity, with a copy to the Board of Commissioners, as follows.

- Quarter I : Reported on 6 May 2019;
- Quarter II : Reported on 23 July 2019;
- Quarter III : Reported on 23 October 2019; and
- Quarter IV : Reported on 21 February 2020.

5. Anti Fraud Unit

To remind, increase, and raise awareness on the importance of fraud prevention at every level of the organization, the Anti-Fraud Unit has dissemination anti-fraud awareness and refreshment, which were:

- a. Fraud Preventive and Awareness Workshop to new employees at Solo Main Branch Office on 15 July 2019;
- b. Fraud Preventive and Awareness Workshop to new employees at Semarang Main Branch Office on 16 July 2019;
- c. Fraud Preventive and Awareness Workshop and basics of auditing the Implementation of the Bank's Internal Audit Function (PFIB) to the Front Liner Development Program (FLDP) on 23 July 2019;
- d. The Anti Fraud Unit in collaboration with a third party (Globe Persada Indonesia) provided an Anti Fraud refreshment with the title of Fraud Preventive and Awareness, which was attended by the Marketing Officers, Chief Operations, and Operational Divisions for 5 (five) Batches;
- e. Anti Fraud Flyer has been distributed to all branch offices for awareness to prevent perpetrator to commit fraud; and
- f. Commissioners, Directors, and all employees have signed the Integrity Pact.

Selain itu, Unit Anti Fraud telah merilis himbauan budaya *Anti Fraud* melalui *email* setiap bulan kepada seluruh karyawan.

6. Pemeriksaan Khusus

Selama periode Januari – Desember 2019 telah melakukan investigasi yaitu kejadian *Fraud* yaitu:

- Memo Intern No. 005/SKAI-DIR/01/19 tanggal 31 Januari 2019 perihal Pemeriksaan Kasus Rekening Tabungan Fiktif di Kantor Kas Taman Semanan;
- Memo Intern No. 011/SKAI-DIR/05/19 tanggal 29 Mei 2019 perihal Pemeriksaan Kasus *Relationship Officer* Kantor BVI Cabang Manado;
- Memo Intern No. 006/SKAI-DIR/06/19 tanggal 27 Juni 2019 perihal Pemeriksaan Khusus Pembukaan Rekening Fiktif di Kantor Kas Sahid Sudirman;
- Memo Intern No. 004/SKAI-DIR/09/19 tanggal 30 September 2019 perihal Pemeriksaan Kasus Selisih Kurang Fisik Uang di Brankas/Khazanah Cabang Pembantu Duta Mas; dan
- Memo Intern No. 003/SKAI-DIR/10/19 tanggal 8 Oktober 2019 perihal Investigasi Penyalahgunaan Wewenang oleh Kepala Operasional Cabang Pembantu Kalimantan.

Temuan dan Tindak Lanjut Hasil Audit

Hasil audit tahun 2019 telah menghasilkan sejumlah temuan yang telah dilaporkan kepada Direksi dan Dewan Komisaris. Temuan tersebut telah menghasilkan sejumlah rekomendasi yang perlu ditindaklanjuti oleh *auditee*. Rekomendasi yang telah ditindaklanjuti dengan tuntas, akan diinformasikan kepada *auditee* dan Direksi, sedangkan rekomendasi yang belum selesai ditindaklanjuti dan masih berstatus *pending item*, akan dipantau penyelesaiannya oleh *Audit Internal/ Integrated and Anti Fraud*. Berikut temuan dan tindak lanjut audit di tahun 2019.

1. KCU Jakarta dan KCU Luar Kota

Keseluruhan jumlah temuan Area dan KCU luar kota berjumlah 346 dan telah ditindaklanjuti semuanya atau 100,00%.

In addition, the Anti Fraud Unit has released its monthly *Anti Fraud* cultural appeals via email to all employees.

6. Special Audit

During the period of January - December 2019, investigations on Fraud incidents were carried out, which were:

- Internal Memo No. 005/SKAI-DIR/01/19 dated 31 January 2019 on Audit of Fictitious Savings Account Case in Taman Semanan Cash Office;
- Internal Memo No. 011/SKAI-DIR/05/19 dated 29 May 2019 on Audit of Relationship Officer Case at Manado Branch Office;
- Internal Memo No. 006/SKAI-DIR/06/19 dated 27 June 2019 on Special Audit of Opening Fictitious Accounts at Sahid Sudirman Cash Office;
- Internal Memo No. 004/SKAI-DIR/09/19 dated 30 September 2019 on Audit of Cases of Lack of Physical Money in the Safe of Duta Mas Sub-Branch Office; and
- Internal Memo No. 003/SKAI-DIR/10/19 dated 8 October 2019 on the Investigation of Abuse of Authority by the Head of Operations of Kalimantan Sub-Branch Office.

Findings and Follow Up to Audit Results

The audit carried out in 2019 has generated a number of findings that have been reported to the Board of Directors and Board of Commissioners. The findings have been used to make a number of recommendations that need to be acted upon by the auditee. Recommendation that has already been fully followed-up will be informed to the auditee and Board of Directors, while recommendation that has not been fully followed up will remain in pending item status, and the completion will be monitored by the Internal Audit /Integrated and Anti Fraud committee. Below are the findings and follow up in 2019.

1. Jakarta Main Branch Office and Main Branch Offices Out of Town

The total number of findings of Area and Main Branch Offices Out of Town was 346 findings and all of them or 100.00% have been followed up.

No	Jenis Audit Type of Audit	Objek Pemeriksaan Audit Object	Status Temuan Audit Status of Audit Findings			
			Selesai Done	Dalam Proses On Process	Overdue	Total
A. Area dan Cabang Area and Branch						
1	Kredit Loans	Area Fatmawati Fatmawati Area	29	0	0	29
	Ops Operations	Area Fatmawati Fatmawati Area	14	0	0	14
2	Kredit Loans	KCU Bogor Bogor Main Branch Office	19	0	0	19
	Ops Operations	KCU Bogor Bogor Main Branch Office	10	0	0	10
3	Kredit Loans	KCU Bali Bali Main Branch Office	14	0	0	14
	Ops Operations	KCU Bali Bali Main Branch Office	0	0	0	0



Kilas Kinerja
Performance Highlights



Laporan Manajemen
Management Report



Profil Perusahaan
Company Profile



Analisis dan Pembahasan Manajemen
Management Discourse and Analysis

No	Jenis Audit Type of Audit	Objek Pemeriksaan Audit Object	Status Temuan Audit Status of Audit Findings			
			Selesai Done	Dalam Proses On Process	Overdue	Total
4	Kredit Loans	Area Cideng Cideng Area	22	0	0	22
	Ops Operations	Area Cideng Cideng Area	23	0	0	23
5	Kredit Loans	Area Kelapa Gading Kelapa Gading Area	29	0	0	29
	Ops Operations	Area Kelapa Gading Kelapa Gading Area	21	0	0	21
6	Kredit Loans	Area Surabaya Surabaya Area	18	0	0	18
	Ops Operations	Area Surabaya Surabaya Area	9	0	0	9
7	Kredit Loans	KCU Semarang Semarang Main Branch Office	2	0	0	2
	Ops Operations	KCU Semarang Semarang Main Branch Office	0	0	0	0
8	Kredit Loans	Area BIP BIP Area	22	0	0	22
	Ops Operations	Area BIP BIP Area	25	0	0	25
9	Kredit Loans	Area Senayan Senayan Area	11	0	0	11
	Ops Operations	Area Senayan Senayan Area	31	0	0	31
10	Kredit Loans	KCU Manado Manado Main Branch Office	4	0	0	4
	Ops Operations	KCU Manado Manado Main Branch Office	8	0	0	8
11	Kredit Loans	KCU Bandung Bandung Main Branch Office	1	0	0	1
	Ops Operations	KCU Bandung Bandung Main Branch Office	18	0	0	18
Komposit Area dan Cabang Composite of Area and Branch			346	0	0	346
Area dan Cabang (%) Area and Branch (%)			100.00	0.00	0.00	100.00



Aspek Pendukung Bisnis
Aspect of Business Support



Tata Kelola Perusahaan
Good Corporate Governance



Tanggung Jawab Sosial Perusahaan
Corporate Social Responsibility



Struktur Permodalan dan Praktik Manajemen Risiko
Capital Structure and Risk Management Practices

2. Unit Kerja Kantor Pusat

Keseluruhan jumlah temuan Unit Kerja Kantor Pusat berjumlah 198 telah ditindaklanjuti semuanya atau 100,00%.

2. Head Office Work Unit

The total number of findings of Head Office Work Unit was 198 findings and all of them or 100.00% have been followed up.

Objek Pemeriksaan Audit Object	Status Temuan Audit Status of Audit Findings			
	Selesai Done	Dalam Proses On Process	Overdue	Total
B. Unit Kerja Non Bisnis Non-Business Work Unit				
Peserta dan Security SKN-BI, BI- RTGS, BI-SSSS, BI-ETP dan KPDHN-BI Participants and Security of SKN-BI, BI- RTGS, BI-SSSS, BI-ETP, and KPDHN-BI	0	0	0	0
<i>Human Capital Management</i>	14	0	0	14
<i>General Affair</i>	10	0	0	10
<i>Compliance</i>	9	0	0	9
<i>Operasional</i>	6	0	0	6
<i>Multifinance</i>	20	0	0	20
<i>TSI Non Core</i>	20	0	0	20
<i>Corporate</i>	14	0	0	14
<i>Risk Management</i>	6	0	0	6
<i>Credit Risk Review</i>	9	0	0	9
<i>TSI Core Banking</i>	16	0	0	16
<i>Commercial Banking</i>	12	0	0	12
<i>SME and Konsumer</i>	11	0	0	11
<i>Treasury, Settlement, and FI</i>	20	0	0	20
<i>Multifinance</i>	31	0	0	31
Komposit Unit Kerja Non-Bisnis Composite of Non-Business Work Unit	198	0	0	198
Unit Kerja Non-Bisnis (%) Non-Business Work Unit (%)	100.00	0.00	0.00	100.00

Akuntan Publik

// Public Accountant

Sebagai bagian dari implementasi GCG terkait transparansi kondisi keuangan dan peningkatan informasi keuangan, Bank menyediakan laporan keuangan yang berkualitas melalui fungsi auditor eksternal, yaitu kantor akuntan publik dan akuntan publik yang ditunjuk untuk mengaudit laporan keuangan Bank, baik laporan keuangan interim maupun laporan keuangan tahunan. Penunjukan kantor akuntan publik dan akuntan publik dilakukan sesuai ketentuan Anggaran Dasar dan Peraturan Otoritas Jasa Keuangan No. 13/POJK.03/2017 tentang Penggunaan Jasa Akuntan Publik dan Kantor Akuntan Publik dalam Kegiatan Jasa Keuangan, serta peraturan turunannya.

Mekanisme dan Dasar Pertimbangan Penunjukan Akuntan Publik

Penunjukan kantor akuntan publik dan akuntan publik dilakukan melalui mekanisme RUPS dengan mempertimbangkan usulan Dewan Komisaris yang telah memperhatikan rekomendasi Komite Audit. Dalam menyusun rekomendasi, Komite Audit mempertimbangkan:

1. Independensi kantor akuntan publik, akuntan publik, dan orang dalam kantor akuntan publik;
2. Ruang lingkup audit;
3. Imbalan jasa audit;
4. Keahlian dan pengalaman kantor akuntan publik, akuntan publik dan tim audit;
5. Metodologi, teknik, dan sarana audit yang digunakan;
6. Manfaat *fresh eyes perspectives* yang akan diperoleh melalui penggantian kantor akuntan publik, akuntan publik dan tim audit;
7. Potensi risiko atas penggunaan jasa audit oleh kantor akuntan publik yang sama secara berturut-turut untuk kurun waktu yang cukup panjang; dan/atau
8. Hasil evaluasi terhadap pelaksanaan pemberian jasa audit atas informasi keuangan historis tahunan oleh kantor akuntan publik dan akuntan publik pada periode sebelumnya.

Hasil pertimbangan Komite Audit tersebut disampaikan kepada Dewan Komisaris dan Otoritas Jasa Keuangan melalui Surat Memo Komite Audit No. 021/KA/8/2019 tanggal 14 Agustus 2019 tentang Rekomendasi Komite Audit dalam Penunjukan Akuntan Publik dan/atau Kantor Akuntan Publik untuk melakukan pekerjaan asurans Laporan Keuangan PT Bank Victoria International Tbk tahun buku 2019 dan Memo Dewan Komisaris No. 001A/KOM-DIR/JKT/8/2019 tanggal 11 September 2019 tentang Penunjukan Kantor Akuntan Publik (KAP) dan/atau Akuntan Publik (AP), untuk General Audit atas Laporan Keuangan PT Bank Victoria International Tbk tahun buku 31 Desember 2019.

As part of GCG implementation related to the transparency of financial condition and improvement of financial information, the Bank provides quality financial report through external auditor, namely public accountant office and public accountant appointed to audit the Bank's financial statement, both interim and annual financial statements. The appointment of public accounting firm and public accountant is conducted in accordance with the provisions of Articles of Association and Financial Services Authority Regulation No. 13/POJK.03/2017 on the Use of Public Accountant Services and Public Accounting Firm in Financial Services Activities, as well as its derivative regulations.

Mechanism and Basis of Consideration to Appoint Public Accounting Firm

The appointment of public accounting firm and public accountant is made through the GMS mechanism by considering the proposal of the Board of Commissioners and taking into account the recommendations of the Audit Committee. In preparing the recommendations, the Audit Committee considers:

1. Independence of public accounting firm, public accountant, and persons in the public accounting firm;
2. The audit scope;
3. Audit services fee;
4. Expertise and experience of public accounting firm, public accountant, and audit team;
5. Methodology, technique, and facilities of audit used;
6. Benefit of fresh eye perspective that will be obtained through replacement of public accounting firm, public accountant, and audit team;
7. Potential risks for the use of audit services by the same public accounting firm in a row for a considerable period of time; and/or
8. Evaluation results on the implementation of audit services for annual historical financial information by public accounting firm and public accountant in the previous period.

The results of the Audit Committee's considerations were submitted to the Board of Commissioners and Financial Services Authority through Audit Committee's Memo No. 021/KA/8/2019 dated 14 August 2019 on the Recommendation of Audit Committee in Appointing Public Accountant and/or Public Accountant Firm to perform the assurance work of Financial Statements of PT Bank Victoria International Tbk for the 2019 fiscal year and Board of Commissioners' Memo No. 001A/KOM-DIR/JKT/8/2019 dated 11 September 2019 on Appointment of Public Accountant Firm (KAP) and/or Public Accountant (AP), for General Audit of Financial Statements of PT Bank Victoria International Tbk for the 31 December 2019 fiscal year.

Penunjukan Akuntan Publik

Berdasarkan ketentuan yang berlaku, Bank melalui mekanisme RUPS telah menetapkan kantor akuntan publik dan akuntan publik, yang merupakan pihak independen yang tidak memiliki benturan kepentingan dengan Bank, untuk mengaudit laporan keuangan Bank. Hasil penunjukan kantor akuntan publik dan akuntan publik dalam 5 (lima) tahun terakhir sebagai berikut.

Kantor Akuntan Publik Public Accounting Firm	Periode Period	Tahun Buku Fiscal Year	Biaya (Rp) Cost (Rp)	Masa Kontrak Contract Period	Akuntan Publik Public Accountant	Nomor Izin Akuntan Publik Public Accountant License Number
Tanudiredja, Wibisana, Rintis dan Rekan (member of Pricewaterhouse Cooper) Tanudiredja, Wibisana, Rintis and Partners (member of Pricewaterhouse Cooper)	2019	2019	1,500,000,000	Januari - Desember January - December	Jimmy Pangestu, SE	AP. 1124
Tanudiredja, Wibisana, Rintis dan Rekan (member of Pricewaterhouse Cooper) Tanudiredja, Wibisana, Rintis and Partners (member of Pricewaterhouse Cooper)	2018	2018	1,760,000,000	Januari - Desember January - December	M. Jusuf Wibisana, MEc, CPA	AP. 0222
Tanudiredja, Wibisana, Rintis dan Rekan (member of Pricewaterhouse Cooper) Tanudiredja, Wibisana, Rintis and Partners (member of Pricewaterhouse Cooper)	2017	2017	1,500,000,000	Januari - Desember January - December	M. Jusuf Wibisana, MEc, CPA	AP. 0222
Tanudiredja, Wibisana, dan Rekan (member of Pricewaterhouse Cooper) Tanudiredja, Wibisana, and Partners (member of Pricewaterhouse Cooper)	2016	2016	1,421,238,000	Januari - Desember January - December	Lucy Luciana Suhenda	AP. 0229
Tanudiredja, Wibisana, dan Rekan (member of Pricewaterhouse Cooper) Tanudiredja, Wibisana, and Partners (member of Pricewaterhouse Cooper)	2015	2015	808,600,000	Januari - Desember January - December	Lucy Luciana Suhenda	AP. 0229

Appointment of Public Accountant

Under the prevailing provisions, the Bank through GMS mechanism has established a public accounting firm and public accountant, an independent party having no conflict of interest with the Bank, to the audit Bank's financial statements. The result of appointment of public accounting office and public accountant in the last 5 (five) years as follows.

Jasa Lain yang Diberikan Akuntan Publik

Pada tahun 2019, selain audit laporan keuangan Bank, kantor akuntan publik dan akuntan publik juga memberikan jasa penyusunan *Comfort Letter* dan peninjauan ulang informasi keuangan, serta audit kepatuhan dan dalam rangka Penawaran Umum Obligasi Berkelanjutan I Bank Victoria Tahap I Tahun 2019 dengan tingkat bunga tetap dan Obligasi Subordinasi Berkelanjutan I Bank Victoria I Tahun 2019 dengan tingkat bunga tetap dengan total biaya Rp1.550.000.000,-.

Koordinasi Akuntan Publik dengan Auditor Internal dan Komite Audit

Dalam menjalankan tugasnya, akuntan publik melakukan komunikasi secara intensif dengan auditor internal dan Komite Audit. Dalam hal terjadi perbedaan pendapat antara akuntan publik dengan auditor internal, maka Komite Audit dapat memberikan saran, rekomendasi, dan pendapat yang bersifat independen terkait permasalahan yang dihadapi.

Other Services Provided by Public Accountant

In 2019, in addition to auditing the Bank's financial statements, the public accountant firm and public accountant also provided *Comfort Letter* drafting and financial information review services, as well as compliance audit and in the framework of Public Offering of Bank Victoria Continuous Bond I Phase I Year 2019 at fixed interest rates and Bank Victoria I Continuous Subordinated Bond I Year 2019 at a fixed interest rate with a total cost of Rp1,550,000,000.

Coordination between Public Accountant and Internal Auditor and Audit Committee

In carrying out its duties, the public accountant communicates intensively with the internal auditor and the Audit Committee. In the event of any dissenting opinion between the public accountant and the internal auditor, the Audit Committee may provide independent advice, recommendation, and opinion on the issues at hand.

Sistem Pengendalian Internal

// Internal Control System

Sistem pengendalian internal yang efektif merupakan salah satu komponen penting dalam manajemen Bank dan menjadi dasar bagi kegiatan operasional Bank yang sehat dan aman. Implementasi pengendalian internal yang baik dan efektif bertujuan untuk menjamin tersedianya pelaporan keuangan dan manajerial yang dapat dipercaya, meningkatkan kepatuhan Bank terhadap peraturan perundang-undangan, serta mengurangi risiko terjadinya kerugian, penyimpangan, dan pelanggaran aspek kehati-hatian.

An effective internal control system is one of the important components of the Bank's management and serves as a basis for the Bank's sound and safe operational activities. Implementation of effective and good internal control aims to ensure the availability of reliable financial and managerial reporting, to improve the Bank's compliance with the laws and regulations, and to reduce the risk of losses, deviations, and violations of prudential aspects.

Ruang Lingkup Pengendalian Internal

Bank Victoria mengimplementasikan sistem pengendalian internal sesuai Surat Edaran Otoritas Jasa Keuangan No. 35/SEOJK.03/2017 tentang Pedoman Standar Sistem Pengendalian Internal bagi Bank Umum. Sesuai dengan peraturan tersebut, implementasi pengendalian internal yang handal dan efektif di Bank menjadi tanggung jawab semua pihak yang terlibat dalam organisasi Bank. Pihak-pihak tersebut meliputi:

- Direksi**
Bertanggung jawab dalam menciptakan dan memelihara pengendalian internal yang efektif, serta memastikan bahwa sistem tersebut berjalan secara aman dan andal sesuai dengan tujuan pengendalian internal yang telah ditetapkan oleh Bank. Terkait hal ini, secara khusus, Direktur Kepatuhan dan Manajemen Risiko berperan aktif dalam mencegah adanya penyimpangan yang dilakukan oleh manajemen dalam menetapkan kebijakan berkaitan dengan prinsip kehati-hatian.
- Dewan Komisaris**
Bertanggung jawab dalam melakukan pengawasan terhadap pelaksanaan pengendalian internal secara umum, termasuk kebijakan Direksi yang menetapkan pengendalian internal tersebut.
- Audit Internal/Integrated and Anti Fraud**
Bertanggung jawab dalam mengevaluasi dan berperan aktif dalam meningkatkan efektivitas pengendalian internal secara berkesinambungan, berkaitan dengan pelaksanaan operasional Bank yang berpotensi menimbulkan kerugian dalam pencapaian sasaran yang telah ditetapkan oleh manajemen. Terkait hal ini, Bank senantiasa memastikan agar jalur pelaporan telah memadai dan auditor internal telah memiliki keahlian, khususnya terkait praktik dan penerapan penilaian risiko.
- Pejabat Eksekutif dan Karyawan**
Bertanggung jawab dalam memahami dan melaksanakan pengendalian internal yang telah ditetapkan oleh manajemen Bank. Melalui pengendalian internal yang efektif, tanggung jawab Pejabat Eksekutif dan karyawan Bank akan meningkat, mendorong budaya risiko (*risk culture*) yang memadai, serta mempercepat proses identifikasi terhadap praktik perbankan yang tidak sehat dan terhadap organisasi melalui sistem deteksi dini yang efisien.

Scope of Internal Control

Bank Victoria implements internal control system in accordance with the Circular Letter of Financial Services Authority No. 35/SEOJK.03/2017 on Guidelines for Standards of Internal Control System for Commercial Banks. In accordance with the regulation, the implementation of reliable and effective internal controls in the Bank must be the responsibility of all parties involved in the Bank's organization. Such parties include:

- Board of Directors**
In charge of creating and maintaining effective internal controls, and ensuring that the system runs safely and reliably in accordance with the internal control objectives specified by the Bank. In this regard, in particular, the Director of Compliance and Risk Management plays an active role in preventing any irregularities committed by the management in establishing prudential policies.
- Board of Commissioners**
In charge of supervising the implementation of internal controls in general, including the Board of Directors' policies in establishing such internal control.
- Audit Internal/Integrated and Anti Fraud**
In charge of evaluating and taking an active role in improving the effectiveness of internal control on an ongoing basis, in relation to the implementation of the Bank's operations that may potentially incur losses in achieving the targets specified by the management. In this regard, the Bank has always made sure that the reporting channels are adequate and that internal auditors have expertise, particularly regarding the practice and application of risk assessments.
- Executive Officers and Employees**
In charge of understanding and implementing internal controls established by the Bank's management. Through effective internal control, the responsibilities of the Executive Officers and Bank employees will improve and promote an adequate risk culture, as well as accelerate the process of identifying unhealthy banking practices and organization through an efficient early-detection system.

5. Pihak Eksternal

Antara lain meliputi Otoritas Jasa Keuangan, auditor eksternal, dan nasabah Bank yang berkepentingan terhadap terlaksananya pengendalian internal yang andal dan efektif.

Secara khusus, Direksi dan Dewan Komisaris berperan dalam menjaga komitmen, perilaku, kepedulian, serta langkah yang tepat dalam mengimplementasikan pengendalian internal dalam seluruh kegiatan operasional Bank. Oleh karena itu, Direksi dan Dewan Komisaris telah menetapkan unsur-unsur lingkungan pengendalian yang meliputi:

1. Struktur organisasi yang memadai;
2. Gaya kepemimpinan dan filosofi manajemen Bank;
3. Integritas dan nilai-nilai etika, serta kompetensi seluruh karyawan;
4. Kebijakan dan prosedur *human capital* Bank;
5. Atensi dan arahan manajemen Bank dan Komite lainnya, seperti Komite Pemantau Risiko; serta
6. Faktor-faktor eksternal yang memengaruhi operasional Bank dan penerapan manajemen risiko.

Dalam menetapkan unsur-unsur lingkungan pengendalian dan mengimplementasikan pengendalian internal yang efektif, Bank mempertimbangkan beberapa faktor, antara lain:

1. Total aset;
2. Jenis produk dan aktivitas yang ditawarkan, termasuk produk dan aktivitas baru;
3. Kompleksitas operasional, termasuk jaringan kantor;
4. Profil risiko dari setiap kegiatan usaha;
5. Metode yang digunakan untuk pengolahan data dan teknologi informasi, serta metodologi yang diterapkan untuk pengukuran, pemantauan, dan pembatasan (limit) risiko; dan
6. Ketentuan dan peraturan perundang-undangan.

Kesesuaian Pengendalian Internal dengan Kerangka COSO

Implementasi pengendalian Internal yang dilakukan oleh Bank Victoria telah sesuai dengan *Internal Control Integrated Framework* yang dikembangkan oleh *The Committee of Sponsoring Organizations of the Treadway Commission* (COSO) di tahun 2013. Kesesuaian pengendalian internal Bank Victoria dengan kerangka pengendalian internal menurut COSO khususnya terkait aspek utama berikut:

1. Tujuan pengendalian internal, yakni meliputi:
 - a. Tujuan operasional, berkaitan dengan peningkatan efektivitas efisiensi operasi terhadap penggunaan aset dan sumber daya lainnya dalam rangka melindungi Bank dari risiko kerugian;

5. External Parties

Among others include the Financial Services Authority, external auditors, and Bank customers that have an interest in the implementation of reliable and effective internal controls.

In particular, the Board of Directors and Board of Commissioners are in charge of maintaining appropriate commitments, behaviors, concerns, and steps in implementing internal controls in the Bank's operational activities. Thus, the Board of Directors and Board of Commissioners have established elements of controlled environment which include:

1. Sufficient organizational structure;
2. Bank's leadership style and management philosophy;
3. Integrity and ethical values, as well as the competence of all employees;
4. Bank's human capital policies and procedures;
5. Attention and direction of the Bank's management and other Committees, such as Risk Monitoring Committee; and
6. External factors affecting the Bank's operations and the risk management implementation.

In determining the elements of the controlled environment and implementing effective internal controls, the Bank considers several factors, including:

1. Total Assets;
2. The types of products and activities offered, including new products and activities;
3. Operational complexities, including office network;
4. The risk profile of each business activity;
5. Methods used for data and information technology processing, as well as methodologies applied for risk measurement, monitoring, and limitations; and
6. Provisions and laws and regulations.

Conformity of Internal Control and COSO Framework

The implementation of Internal Controls conducted by Bank Victoria has been in line with the *Internal Control Integrated Framework* developed by *The Committee of Sponsoring Organizations of the Treadway Commission* (COSO) in 2013. The conformity of Bank Victoria's internal controls with COSO's internal control framework is particularly related to the following key aspects:

1. The purpose of internal control, which includes:
 - a. Operational objectives, relating to the effectiveness of operation efficiencies aimed to increase the effectiveness and efficiency of the use of assets and other resources in order to protect the Bank from the risk of loss;

- b. Tujuan pelaporan, berkaitan dengan kepentingan pelaporan keuangan yang memenuhi kriteria andal, tepat waktu, transparan dan persyaratan lain yang ditetapkan oleh regulator maupun Bank;
 - c. Tujuan kepatuhan, berkaitan dengan kepatuhan Bank terhadap hukum dan peraturan perundang-undangan yang berlaku.
2. Unsur-unsur pengendalian internal, meliputi komponen-komponen:
 - a. Lingkungan pengendalian, merupakan cerminan dari keseluruhan komitmen, perilaku, kepedulian, serta langkah-langkah Dewan Komisaris dan Direksi Bank dalam melaksanakan kegiatan pengendalian operasional Bank;
 - b. Penilaian risiko, merupakan serangkaian tindakan yang dilaksanakan oleh Direksi dalam rangka identifikasi, analisis dan menilai risiko yang dihadapi Bank dalam rangka pencapaian target yang ditetapkan;
 - c. Kegiatan pengendalian, meliputi penetapan kebijakan, prosedur dan praktik pengendalian, serta proses verifikasi lebih dini untuk memastikan bahwa kebijakan dan prosedur tersebut secara konsisten dipatuhi, serta merupakan kegiatan yang tidak terpisahkan dari setiap fungsi atau kegiatan Bank sehari-hari;
 - d. Ketersediaan informasi internal dan saluran komunikasi yang efektif yang diperlukan dalam pengambilan keputusan yang tepat dan dapat dipertanggungjawabkan, serta agar seluruh pejabat dan karyawan Bank sepenuhnya memahami dan mematuhi kebijakan dan prosedur yang berlaku dalam melaksanakan tugas dan tanggung jawabnya; dan
 - e. Kegiatan pemantauan, merupakan proses penilaian/evaluasi atas aktivitas pemantauan efektifitas rancangan dan operasi struktur pengendalian internal dan kinerja manajemen dengan memastikan bahwa pelaksanaannya telah diperbaiki sesuai dengan keadaannya.

- b. The objectives of reporting, relating to the interests of financial reporting that satisfies the criteria of reliable, timely, transparent, and other requirements stipulated by the regulator and Bank;
 - c. The objectives of compliance, in relation to the Bank's compliance with the applicable laws and regulations.
2. Internal control elements, including the following components:
 - a. The controlled environment is a reflection of the Bank's overall commitment, behavior, concern, and steps of the Bank's Board of Commissioners and Board of Directors in implementing the Bank's operational control activities;
 - b. Risk assessment is a series of actions performed by the Board of Directors to identify, analyze, and assess the risks faced by the Bank in achieving the targets specified;
 - c. Controlled activities, including the establishment of policies, procedures, and control practices, and early verification process to ensure that such policies and procedures are consistently adhered to and constituted as an inseparable part from the Bank's daily functions or activities;
 - d. The availability of internal information and effective communication channels required for appropriate and accountable decision making, and to make the Bank's officers and employees fully understand and comply with the applicable policies and procedures in carrying out their duties and responsibilities; and
 - e. Monitoring activity is a process of assessment/evaluation of the monitoring activities of the effectiveness of the design and operation of the internal control structure and management performance by ensuring that its implementation has been improved according to its condition.

Komponen Pengendalian Internal

Pengendalian internal Bank terdiri dari 5 (lima) komponen yang saling berkaitan yang diuraikan sebagai berikut.

Pengawasan oleh Manajemen dan Budaya Pengendalian

Direksi dan Dewan Komisaris Bank meyakini bahwa kinerja yang baik dan peningkatan nilai perusahaan hanya dapat dicapai melalui penerapan tata kelola perusahaan secara baik dan benar. Hal ini antara lain diimplementasikan melalui pelaksanaan tanggung jawab oleh Direksi dan Dewan Komisaris dalam pengendalian internal yang diuraikan sebagai berikut.

1. Direksi

Memiliki tanggung jawab untuk:

 - a. Melaksanakan kebijakan dan strategi yang telah disetujui oleh Dewan Komisaris;
 - b. Mengembangkan prosedur untuk mengidentifikasi, mengukur, memantau, dan mengendalikan risiko yang dihadapi Bank;
 - c. Memelihara suatu struktur organisasi yang mencerminkan kewenangan, tanggung jawab, dan hubungan pelaporan yang jelas;

Component of Internal Control

The Bank's internal control consists of 5 (five) interrelated components described as follows.

Management Supervision and Control Culture

The Board of Directors and Board of Commissioners believe that good performance and corporate value improvement can only be achieved through the implementation of good and proper corporate governance. This is implemented, among others, through the responsibilities of the Board of Directors and Board of Commissioners in internal controls as described below.

1. Directors

Have responsibilities to:

 - a. Implement policies and strategies approved by the Board of Commissioners;
 - b. Develop procedures for identifying, measuring, monitoring, and controlling risks faced by the Bank;
 - c. Maintain an organizational structure that reflects clear authority, responsibility, and reporting relationships;



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- d. Memastikan bahwa pendelegasian wewenang berjalan secara efektif yang didukung oleh penerapan akuntabilitas yang konsisten;
 - e. Menetapkan kebijakan, strategi, serta prosedur pengendalian internal; dan
 - f. Memantau kecukupan dan efektivitas dari SPI.
2. Dewan Komisaris
Memiliki tanggung jawab untuk:
- a. Mengesahkan dan mengkaji ulang secara berkala terhadap kebijakan dan strategi usaha Bank secara keseluruhan;
 - b. Memahami risiko utama yang dihadapi Bank, menetapkan tingkat toleransi risiko, dan memastikan bahwa Direksi telah melakukan langkah-langkah yang diperlukan untuk mengidentifikasi, mengukur, memantau, dan mengendalikan risiko tersebut;
 - c. Mengesahkan struktur organisasi; dan
 - d. Memastikan bahwa Direksi telah memantau efektivitas pelaksanaan SPI.

Dalam melaksanakan tanggung jawab tersebut, Direksi dan Dewan Komisaris mengemban tanggung jawab dalam meningkatkan etika kerja dan integritas yang tinggi dalam menciptakan budaya organisasi yang menekankan kepada seluruh karyawan mengenai pentingnya pengendalian internal yang berlaku di Bank. Hal ini antara lain dilakukan melalui penerapan:

1. Direksi dan Dewan Komisaris, sebagai panutan seluruh karyawan, memiliki komitmen pribadi yang tinggi terhadap pengembangan Bank yang sehat;
2. Direksi dan Dewan Komisaris mengelola *human capital*, termasuk dalam proses penempatan karyawan yang sesuai dengan keterampilan, pengetahuan, dan perilaku; dan
3. Direksi dan Dewan Komisaris meningkatkan kesadaran bagi seluruh karyawan Bank mengenai pentingnya efektivitas pelaksanaan tugas serta tanggung jawab masing-masing, dan selanjutnya karyawan mengomunikasikan kepada pihak manajemen yang terkait mengenai setiap permasalahan yang terjadi dalam kegiatan operasional Bank.

Guna mendukung efisiensi penerapan budaya pengendalian, maka seluruh kebijakan, standar, dan prosedur operasional didokumentasikan secara tertulis dan tersedia bagi setiap karyawan yang terkait. Selain itu, dalam rangka memperkuat nilai-nilai etika, Bank mengelola dan menghindari kebijakan dan praktik yang dapat mengakibatkan dorongan atau menciptakan peluang untuk melakukan penyimpangan atau pelanggaran.

Identifikasi dan Penilaian Risiko

Penilaian risiko merupakan serangkaian tindakan yang dilaksanakan oleh Direksi dalam mengidentifikasi, menganalisis, dan menilai risiko yang dihadapi Bank dalam mencapai target yang ditetapkan. Dalam hal ini, Bank Victoria melakukan pemantauan secara kontinu dengan mengidentifikasi semua jenis risiko yang dihadapi oleh Bank, baik risiko individual maupun secara keseluruhan, serta menetapkan limit dan teknik pengendalian risiko tersebut dengan dibantu oleh auditor internal sehingga cakupan audit dapat dilakukan lebih luas. Dalam hal terdapat risiko yang belum dikendalikan, maka Bank akan mengkaji ulang pengendalian internal secara tepat.

- d. Ensure that effective power delegation is supported by the application of consistent accountability;
 - e. Establish policies and strategies, as well as internal control procedures; and
 - f. Monitor the adequacy and effectiveness of the SPI.
2. Board of Commissioners
Has responsibilities to:
- a. Regulate and review regularly the Bank's overall business policies and strategies;
 - b. Understand the main risks faced by the Bank, establish the level of risk tolerance, and ensure that the Board of Directors have taken the necessary steps to identify, measure, monitor, and control those risks;
 - c. Approve the organizational structure; and
 - d. Ensure that the Board of Directors have monitored the effectiveness of SPI implementation.

In carrying out these responsibilities, the Board of Directors and Board of Commissioners take the responsibility to improve work ethics and high integrity in creating an organizational culture that emphasizes the importance of internal controls applicable to the Bank to all employees. This is done, among others, through the implementation of:

1. The Board of Directors and Board of Commissioners, as role models of all employees, have high personal commitment to the development of a sound Bank;
2. The Board of Directors and Board of Commissioners manage human capital, including the process of employee placement in accordance with their skills, knowledge, and behavior; and
3. The Board of Directors and Board of Commissioners raise awareness for all of the Bank's employees on the importance of the effectiveness of their respective duties and responsibilities, and the employees communicate to the relevant management regarding any problems occurring in the Bank's operational activities.

In order to support the efficiency of implementing controlled culture, all policies, standards, and operational procedures are documented in writing and made available to each related employee. In addition, in order to strengthen ethical values, the Bank manages and avoids policies and practices that may lead to endorsement or create opportunities for any irregularities or offenses.

Risk Identification and Measurement

Risk assessment is a series of actions performed by the Board of Directors in identifying, analyzing, and assessing the risks faced by the Bank in achieving the targets specified. In this case, Bank Victoria conducts continuous monitoring by identifying all types of risks faced by the Bank, both individual and aggregate risks, and establishing such risk limits and control techniques assisted by the internal auditor for wider audit coverage. In the event of any risks that have not been controlled, the Bank will review the internal control appropriately.

Adapun risiko yang dapat timbul atau berubah sesuai dengan kondisi Bank, antara lain terkait:

1. Perubahan kegiatan operasional Bank;
2. Perubahan susunan personalia;
3. Perubahan sistem informasi;
4. Pertumbuhan yang cepat pada kegiatan usaha tertentu;
5. Perkembangan teknologi;
6. Pengembangan jasa, produk atau aktivitas baru;
7. Terjadinya penggabungan usaha, peleburan usaha, pengambilalihan, dan restrukturisasi Bank;
8. Perubahan dalam sistem akuntansi;
9. Ekspansi usaha;
10. Perubahan hukum dan peraturan; dan
11. Perubahan perilaku serta ekspektasi nasabah.

Kegiatan Pengendalian Internal dan Pemisahan Fungsi

Kegiatan pengendalian internal yang melibatkan seluruh pihak internal akan berjalan efektif apabila direncanakan dan dilakukan pemantauan dalam penerapannya. Kegiatan pengendalian ini meliputi kebijakan, prosedur, dan praktik yang memberikan keyakinan kepada pejabat dan karyawan Bank bahwa arahan Direksi dan Dewan Komisaris Bank telah dilaksanakan secara efektif. Kegiatan tersebut telah diterapkan oleh Bank Victoria pada semua tingkatan fungsional sesuai dengan struktur organisasi Bank dan dijelaskan sebagai berikut.

1. Kaji Ulang Manajemen
Kegiatan pengendalian internal melalui Direksi, selaku *top level management*, dilakukan dengan mengadakan rapat secara berkala bersama Dewan Komisaris dan *Audit Internal/Integrated and Anti Fraud*. Rapat tersebut diantaranya membahas mengenai Laporan Hasil Pemeriksaan Audit yang dilakukan oleh auditor internal sehingga memungkinkan bagi Direksi untuk melakukan kaji ulang atas hasil pemeriksaan audit rutin maupun khusus.
2. Kaji Ulang Kinerja Operasional
Sebagai bentuk kaji ulang atas kinerja operasional Bank, maka *Audit Internal/Integrated and Anti Fraud* secara rutin mengadakan pertemuan/rapat dengan Komite-Komite di bawah Direksi, seperti ALCO, Komite Manajemen Risiko Terintegrasi, serta Komite Pemantau dan Pelaksanaan GCG, guna memastikan pengendalian internal telah berjalan pada level operasional Bank.
3. Pengendalian Sistem Informasi
Bank menerapkan pengendalian internal atas sistem informasi dan teknologi dengan melaksanakan verifikasi terhadap akurasi dan kelengkapan dari transaksi, serta melaksanakan prosedur otorisasi sesuai dengan ketentuan internal Bank. Hal tersebut dilakukan melalui kegiatan audit rutin pada Divisi *Information Technology* serta Divisi *Business Analytic and MIS*.
4. Pengendalian Aset Fisik
Pengendalian atas aset fisik dilaksanakan untuk menjamin terselenggaranya pengamanan fisik terhadap aset yang dimiliki oleh Bank. Terkait hal ini, Bank secara periodik mengadakan audit tahunan kepada Divisi *Human Capital Management and General Affair*.

The risks that may arise or change in accordance with the conditions of the Bank, among others:

1. Change of the Bank's operations;
2. Change of personnel structure;
3. Change of information system;
4. Rapid growth in certain business activities;
5. Technological development;
6. Development of new services, products, or activities;
7. Business merger, amalgamation, acquisition, and restructuring of the Bank;
8. Change in the accounting system;
9. Business expansion;
10. Change to laws and regulations; and
11. Change in customer's behavior and expectation.

Activities of Internal Control and Separation of Functions

Internal control activities involving all internal parties will be effective if the implementation is planned and monitored. These control activities include policies, procedures, and practices that provide assurance to the Bank's officials and employees that direction from the Bank's Directors and Board of Commissioners has been effectively implemented. These activities have been implemented by Bank Victoria at all functional levels in accordance with the Bank's organizational structure and described as follows.

1. Management Review
Internal control activities through the Board of Directors, as top level management, are conducted by regular meeting with the Board of Commissioners and Internal Audit/Integrated and Anti Fraud. Such meetings include discussing the Audit Result Report conducted by the internal auditor to enable the Board of Directors to conduct a review of the results of routine and special audit checks.
2. Operational Performance Review
As a review of the Bank's operational performance, the Internal/Integrated and Anti-Fraud Audit Committee regularly conducts meetings with the Committees under the Board of Directors, such as ALCO, Integrated Risk Management Committee, and GCG Monitoring and Implementation Committee, to ensure internal control has been running at the Bank's operational level.
3. Information System Control
The Bank implements internal control over information and technology system by verify transaction accuracy and completeness, and perform the authorization procedures in accordance with the Bank's internal regulations. This is done through routine audit activities in Information Technology Division as well as Business Analytic and MIS Division.
4. Control of Physical Assets
Physical asset control is performed to ensure physical security of the Bank's assets. In this regard, the Bank periodically conducts annual audits to Human Capital Management and General Affair Division.



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5. Dokumentasi

Dokumentasi atas kegiatan pengendalian internal dilakukan melalui formalisasi dan pendokumentasian seluruh kebijakan, prosedur, sistem dan standar akuntansi, serta proses audit dengan memadai. Beberapa bentuk dokumentasi tersebut diantaranya penerbitan Surat Keputusan Direksi No. 015/SK-DIR/07/14 tanggal 14 Juli 2014 tentang Kebijakan dan Prosedur Corporate Affair, serta Surat Edaran Direksi No. 005/SE-DIR/11/15 tanggal 27 November 2015 tentang Sistem *File Kredit*. Bank Victoria juga melakukan pembaruan secara berkala terhadap kebijakan maupun SOP yang berlaku saat ini sehingga dapat mengakomodir dan menggambarkan kebutuhan Bank secara aktual. Pembaruan terkait kebijakan maupun SOP selalu diinformasikan kepada pejabat dan seluruh karyawan Bank.

Dalam melaksanakan kegiatan pengendalian internal, Bank Victoria menerapkan prinsip pemisahan fungsi yang diharapkan dapat mencapai sistem pengendalian internal yang efektif, serta bertujuan agar setiap orang dalam jabatannya tidak memiliki peluang untuk melakukan kesalahan atau penyimpangan dalam pelaksanaan tugas di setiap level organisasi. Penerapan pemisahan fungsi tersebut salah satunya terwujud dalam Surat Keputusan Direksi No. 004/SKDIR/07/13 tanggal 11 Juli 2013 tentang Pendelegasian Wewenang Pengeluaran Biaya PT Bank Victoria International Tbk.

Sistem Akuntansi, Informasi, dan Komunikasi

Sistem akuntansi, informasi, dan komunikasi yang optimal dilakukan agar Bank dapat mengidentifikasi masalah yang mungkin timbul dan sebagai sarana tukar menukar informasi dalam melaksanakan tugas sesuai dengan tanggung jawab masing-masing. Sistem akuntansi Bank terdiri dari metode dan catatan dalam rangka mengidentifikasi, mengelompokkan, menganalisis, mengklasifikasi, mencatat/membukukan, dan melaporkan transaksi yang terjadi pada Bank, sesuai dengan standar akuntansi yang berlaku di Indonesia. Sistem informasi Bank dikelola secara tepat dan dimutakhirkan secara berkala agar dapat menghasilkan laporan yang akurat dan tepat waktu mengenai kegiatan usaha, kondisi keuangan, penerapan manajemen risiko, dan pemenuhan ketentuan yang mendukung pelaksanaan tugas Dewan Komisaris dan Direksi Bank. Pengelolaan sistem informasi termasuk pada pengorganisasian rencana pemulihan darurat (*contingency recovery plan*) dan sistem rekam cadang (*back up*) untuk mencegah kegagalan usaha yang berisiko tinggi. Sedangkan, sistem komunikasi dikelola agar mampu memberikan informasi secara tepat waktu kepada seluruh pihak, baik internal maupun eksternal, seperti Otoritas Jasa Keuangan, auditor eksternal, Pemegang Saham, dan nasabah Bank.

Kegiatan Pemantauan dan Tindakan Koreksi Penyimpangan

Pengendalian internal yang efektif memerlukan tindakan pemantauan dan koreksi penyimpangan terhadap efektivitas seluruh pelaksanaan pengendalian internal. Terkait hal ini, Bank melakukan pemantauan terhadap risiko utama yang diprioritaskan, termasuk evaluasi secara berkala, baik oleh masing-masing Unit Kerja Operasional sebagai *risk taking unit* maupun oleh *Audit Internal/Integrated and Anti Fraud*. Dalam upaya memantau dan melakukan tindakan koreksi penyimpangan, auditor internal telah

5. Documentation

Documentation of internal control activities is done through the formalization and documentation of all accounting policies, procedures, systems, and standards, as well as audit process sufficiently. Some forms of documentation include the issuance of Board of Directors' Decree No. 015/SKDIR/07/14 dated 14 July 2014 on Corporate Affairs Policy and Procedures, and Board of Directors' Circular Letter No. 005/SEDIR/11/15 dated 27 November 2015 on File Credit System. Bank Victoria also makes regular updates to the existing policies and SOP to accommodate and reflect the Bank's actual needs. Updates on policies and SOP are always informed to all of the Bank's officials and employees.

In implementing the internal control activities, Bank Victoria applies the principle of separation of functions that is expected to achieve an effective internal control system, and aims to make everyone in their position to not have the opportunity to make mistakes or deviations in executing their duties at every organizational level. The implementation of the separation of functions is manifested in the Board of Directors' Decree No. 004/SKDIR/07/13 dated 11 July 2013 on the Delegation of Expenditure Authority of PT Bank Victoria International Tbk.

Accounting, Information, and Communication Systems

An optimal accounting, information, and communication system is established to enable the Bank to identify problems that may arise and as a means of exchanging information in carrying out its tasks in accordance with its respective responsibilities. The Bank's accounting system consists of methods and records to identify, classify, analyze, classify, record, and report transactions with the the Bank, in accordance with the applicable accounting standards in Indonesia. The Bank's information system is properly managed and updated periodically in order to produce accurate and timely reports on business activities, financial conditions, risk management implementation, and compliance with the provisions that support the implementation of the Bank's Board of Commissioners and Board of Directors duties. The management of information system includes organizing contingency recovery plans and back up systems to prevent high risk business failures. Meanwhile, the communication system is managed to provide timely information to all parties, both internal and external, such as the Financial Services Authority, external auditors, Shareholders, and Bank's customers.

Monitoring Activities and Corrective Actions

Effective internal control requires monitoring and corrective actions against the effectiveness of all internal control implementation. In this regard, the Bank monitors primary risks, including periodic evaluations, by either Operating Unit as risk taking unit or by Internal Audit/Integrated and Anti Fraud. To monitor and conduct corrective actions, the internal auditor has conducted operational and financial auditing activities in the Bank's offices, including credit, third party funds (DPK), APU and



Kilas Kinerja
Performance Highlights



Laporan Manajemen
Management Report



Profil Perusahaan
Company Profile



Analisis dan Pembahasan Manajemen
Management Discourse and Analysis

melakukan kegiatan pemeriksaan operasional dan keuangan di kantor-kantor Bank, meliputi perkreditan, dana pihak ketiga (DPK), penerapan APU dan PPT, penerapan *know your customer* (KYC), *teller* dan uang tunai, *security*, *service excellence*, laporan keuangan, gedung dan inventaris, serta lain-lain. Terhadap setiap kelemahan dalam pengendalian internal, baik yang diidentifikasi oleh *risk taking unit*, auditor internal, ataupun pihak lainnya, akan segera dilaporkan kepada pejabat dan/atau Direksi yang berwenang untuk diperhatikan dan dilakukan tindakan koreksi.

Evaluasi Efektivitas Sistem Pengendalian Internal 2019

Bank Victoria senantiasa melakukan *review* terhadap efektivitas sistem pengendalian internal, khususnya melalui *Audit Internal/Integrated and Anti Fraud*. Hasil pengkajian ulang dikomunikasikan dengan Direksi dan dilaporkan kepada Dewan Komisaris melalui Komite Audit agar diperoleh usulan perbaikan guna mencapai peningkatan yang berkelanjutan dari proses lini bisnis yang ada.

Pada tahun 2019, guna meningkatkan efektivitas sistem pengendalian internal, Bank telah melaksanakan langkah-langkah tindak lanjut atas laporan yang diterima terkait dengan kecukupan pengendalian internal untuk memitigasi risiko. Bank telah mematuhi kebijakan internal dan peraturan eksternal, serta mengidentifikasi risiko yang ada untuk dikelola secara tepat waktu dan proaktif.

PPT implementation, know your customer (KYC) implementation, teller and cash, security, service excellence, financial statements, building and inventory, and others. Any weaknesses in internal control, whether identified by risk taking units, internal auditors, or other parties, must be immediately reported to the authorized officers and/or Directors to be concerned and to take corrective actions.

Evaluation on Effectiveness of Internal Control System 2019

Bank Victoria constantly evaluates the effectiveness of internal control systems, particularly through Internal Audit/Integrated and Anti Fraud. Evaluation results are communicated to the Board of Directors and reported to the Board of Commissioners through the Audit Committee in order to obtain continuous improvement of the existing business line process.

In 2019, in order to improve the effectiveness of internal control system, the Bank implemented follow-up measures on the report received related to the adequacy of internal control to minimize risks. The bank has complied with internal and external regulations and identified current risks so that they can be timely and pro-actively managed.

Fungsi Kepatuhan

// Compliance Function

Seiring dengan perkembangan kompleksitas kegiatan usaha Bank, maka eksposur risiko yang dihadapi Bank juga semakin besar. Untuk memitigasi risiko-risiko dari kegiatan usaha Bank, dilakukan berbagai upaya preventif dengan melaksanakan dan meningkatkan peran dan fungsi kepatuhan sesuai dengan Peraturan Otoritas Jasa Keuangan No. 46/POJK.03/2017 tentang Pelaksanaan Fungsi Kepatuhan Bank Umum.

Fungsi kepatuhan yang dijalankan Bank meliputi tindakan untuk:

1. Mewujudkan terlaksananya budaya kepatuhan pada semua tingkatan organisasi dan kegiatan usaha Bank;
2. Mengelola risiko kepatuhan yang dihadapi oleh Bank;
3. Memastikan agar kebijakan, ketentuan, sistem, dan prosedur, serta kegiatan usaha yang dilakukan oleh Bank telah sesuai dengan ketentuan Otoritas Jasa Keuangan serta ketentuan peraturan perundang-undangan yang berlaku; dan
4. Memastikan kepatuhan terhadap komitmen yang dibuat oleh Bank kepada Otoritas Jasa Keuangan dan/atau otoritas lain yang berwenang.

In line with the complexity of the Bank's business activities, the Bank's risk exposure is also getting bigger. In order to mitigate the risks of the Bank's business activities, various preventive measures are performed by implementing and improving the role and function of compliance function in accordance with Financial Services Authority Regulation No. 46/POJK.03/2017 on Implementation of Compliance Function of Commercial Bank.

The compliance function implemented by the Bank includes action to:

1. Achieve the implementation of compliance culture at every organizational level and business activities of the Bank;
2. Manage the compliance risk faced by the Bank;
3. Ensure that policies, regulations, systems, and procedures as well as business activities conducted by the Bank are in accordance with provisions of the Financial Services Authority and the applicable laws and regulations; and
4. Ensure compliance with the commitment made by the Bank to the Financial Services Authority and/or other authorized authority.



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Penanggung Jawab Fungsi Kepatuhan

Dalam melaksanakan fungsi kepatuhan tersebut, Bank secara khusus telah memiliki Direktur Kepatuhan dan Manajemen Risiko serta Divisi *Compliance, KYC/Integrated and System Procedure* yang berfokus dan bertanggung jawab pada pelaksanaan fungsi kepatuhan di Bank. Pelaksanaan fungsi kepatuhan juga mendapatkan pengawasan aktif Dewan Komisaris. Adapun tugas dan tanggung jawab masing-masing pihak tersebut *dijelaskan* sebagai berikut.

1. Dewan Komisaris

Dalam melakukan pengawasan aktif terhadap fungsi kepatuhan, Dewan Komisaris memiliki tugas dan tanggung jawab untuk:

- a. Mengevaluasi pelaksanaan fungsi kepatuhan Bank paling sedikit 2 (dua) kali dalam setahun; dan
- b. Berdasarkan hasil evaluasi pelaksanaan fungsi kepatuhan, Dewan Komisaris menyampaikan saran-saran dalam rangka peningkatan kualitas pelaksanaan fungsi kepatuhan kepada Direktur Utama dengan tembusan kepada Direktur Kepatuhan dan Manajemen Risiko.

2. Direktur Kepatuhan dan Manajemen Risiko

Terkait pelaksanaan fungsi kepatuhan, Direktur Kepatuhan dan Manajemen Risiko memiliki tugas dan tanggung jawab meliputi:

- a. Merumuskan strategi guna mendorong terciptanya budaya kepatuhan Bank;
- b. Mengusulkan kebijakan kepatuhan atau prinsip-prinsip kepatuhan yang akan ditetapkan oleh Direksi;
- c. Menetapkan sistem dan prosedur kepatuhan yang digunakan untuk menyusun ketentuan dan pedoman internal Bank;
- d. Memastikan bahwa seluruh kebijakan, ketentuan, sistem, dan prosedur, serta kegiatan usaha yang dilakukan Bank telah sesuai dengan ketentuan Otoritas Jasa Keuangan dan ketentuan peraturan perundang-undangan, termasuk prinsip syariah bagi Entitas Anak, yakni Bank Victoria Syariah;
- e. Meminimalkan risiko kepatuhan Bank;
- f. Melakukan tindakan pencegahan agar kebijakan dan/atau keputusan yang diambil Direksi Bank tidak menyimpang dari ketentuan Otoritas Jasa Keuangan dan ketentuan peraturan perundang-undangan; dan
- g. Melakukan tugas lain yang terkait dengan fungsi kepatuhan.

Terkait dengan pelaksanaan tata kelola terintegrasi, maka Direktur Kepatuhan dan Manajemen Risiko yang telah ditunjuk sebagai Direktur *in Charge* dalam Konglomerasi Keuangan Grup Victoria dapat merumuskan langkah-langkah strategis dalam mendukung dan meningkatkan efektifitas penerapan fungsi kepatuhan, penerapan manajemen risiko, serta penerapan tata kelola terintegrasi pada Konglomerasi Keuangan Grup Victoria. Pelaporan pelaksanaan tugas dan tanggung jawab dari fungsi kepatuhan kepada regulator dilakukan oleh Direktur Kepatuhan dan Manajemen Risiko dengan tembusan kepada Dewan Komisaris paling kurang setiap triwulan.

3. Divisi *Compliance, KYC/Integrated and System Procedure*

Divisi *Compliance, KYC/Integrated and System Procedure* memiliki tugas dan tanggung jawab antara lain:

- a. Membuat langkah untuk mendukung terciptanya budaya kepatuhan pada seluruh kegiatan usaha Bank pada setiap jenjang organisasi;

Person in Charge of Compliance Function

In performing such compliance function, the Bank specifically hired a Director of Compliance and Risk Management and Compliance, KYC/Integrated and System Procedure Division that focus on and are in charge of the implementation of the Bank's compliance function. The implementation of compliance functions are also under active supervision of the Board of Commissioners. Duties and responsibilities of each party are described as follows.

1. Board of Commissioners

In performing active supervision to the compliance function, the Board of Commissioners has the duties and responsibilities to:

- a. Evaluate the implementation of the Bank's compliance function at least 2 (twice) a year; and
- b. Based on the evaluation of the implementation of the compliance function, the Board of Commissioners provides suggestions to improve the quality of compliance function to the President Director with a copy to the Compliance and Risk Management Director.

2. Director of Compliance and Risk Management

Regarding the implementation of compliance function, the Compliance and Risk Management Director has duties and responsibilities that include:

- a. Formulating strategies to encourage the growth of the Bank's compliance culture;
- b. Proposing compliance policies or compliance principles to be specified by the Board of Directors;
- c. Establishing compliance systems and procedures to develop the Bank's internal rules and guidelines;
- d. To ensure that all policies, provisions, systems, and procedures and business activities conducted by the Bank have been in accordance with the provisions of the Financial Services Authority and the laws and regulations, including sharia principles for the Subsidiary, which is Bank Victoria Syariah;
- e. Minimizing the Bank's compliance risk;
- f. Taking precautions so that the policies and/or decisions taken by the Board of Directors do not deviate from the provisions of the Financial Services Authority and the provisions of laws and regulations; and
- g. Performing other tasks associated with the compliance function.

Related to the implementation of integrated governance, the Compliance and Risk Management Director who has been appointed as the Director in Charge in Victoria Group Financial Conglomeration can formulate strategic steps to support and improve the effectiveness of compliance function implementation, risk management implementation, and the integrated governance implementation to Victoria Group Financial Conglomeration. Reporting of the implementation of duties and responsibilities of the compliance function to the regulator is conducted by the Compliance and Risk Management Director with copies to the Board of Commissioners at least quarterly.

3. Compliance, KYC/Integrated and System Procedure Division

Compliance, KYC/Integrated and System Procedure Divisions have duties and responsibilities that include:

- a. Prepare steps in order to support the creation of a compliance culture on all of the Bank's business activities at every organizational level;

- b. Melakukan identifikasi, pengukuran, pemantauan, dan pengendalian terhadap risiko kepatuhan dengan mengacu pada ketentuan Otoritas Jasa Keuangan;
- c. Menilai dan mengevaluasi efektivitas, kecukupan, dan kesesuaian kebijakan, ketentuan, sistem maupun prosedur yang dimiliki oleh Bank dengan ketentuan peraturan perundang-undangan;
- d. Melakukan kaji ulang dan/atau merekomendasikan untuk mengkinikan dan menyempurnakan kebijakan, ketentuan, sistem maupun prosedur yang dimiliki oleh Bank agar sesuai dengan ketentuan Otoritas Jasa Keuangan dan ketentuan peraturan perundang-undangan, termasuk prinsip syariah bagi Entitas Anak, yakni Bank Victoria Syariah;
- e. Melakukan upaya untuk memastikan bahwa kebijakan, ketentuan, sistem dan prosedur, serta kegiatan usaha Bank telah sesuai dengan ketentuan Otoritas Jasa Keuangan dan ketentuan peraturan perundang-undangan; dan
- f. Melakukan tugas lain yang terkait dengan fungsi kepatuhan.

Terkait dengan pelaksanaan tata kelola terintegrasi pada Konglomerasi Keuangan Grup Victoria, maka Divisi *Compliance, KYC/Integrated and System Procedure* memiliki tugas dan tanggung jawab meliputi:

- a. Menetapkan langkah-langkah dalam rangka mendukung terciptanya budaya kepatuhan pada konglomerasi keuangan;
- b. Mendistribusikan dan mengomunikasikan setiap kebijakan terbaru terintegrasi dari Bank Indonesia dan Otoritas Jasa Keuangan, maupun kebijakan eksternal lainnya;
- c. Mengomunikasikan dan mengoordinir penyampaian data/informasi kepada pihak berwenang atau regulator;
- d. Mengomunikasikan dan mengoordinir dalam proses pembuatan laporan kepada pihak berwenang atau regulator.

Dalam melaksanakan tugas dan tanggung jawabnya, Divisi *Compliance, KYC/Integrated and System Procedure* melaporkan seluruh aktivitasnya langsung kepada Direktur Kepatuhan dan Manajemen Risiko, baik secara individu maupun secara terintegrasi.

- b. Identify, measure, monitor, and control the compliance risks by referring to the provisions of the Financial Services Authority;
- c. Assess and evaluate the effectiveness, adequacy, and conformity of the Bank's policies, regulations, systems, and procedures against the provisions of laws and regulations;
- d. Review and/or recommend updates and refinements of policies, provisions, systems, and procedures owned by the Bank to be in accordance with the provisions of the Financial Services Authority and provisions of laws and regulations, including sharia principles for the Subsidiary, which is Bank Victoria Syariah;
- e. Take measures to ensure that the policies, regulations, systems, and procedures, as well as the Bank's business activities to be in accordance with the provisions of the Financial Services Authority and provisions of laws and regulations; and
- f. Performing other tasks associated with the compliance function.

Related to the implementation of integrated governance in Victoria Group Financial Conglomeration, the Compliance, KYC/Integrated and System Procedure Divisions have duties and responsibilities including:

- a. Specifying the measures to support the creation of compliance with the financial conglomeration;
- b. Distributing and communicating any integrated new policies of Bank Indonesia and the Financial Services Authority, as well as other external policies;
- c. Communicating and coordinating the delivery of data/information to the authorities or regulators;
- d. Communicating and coordinating the process of reporting to the authorities or regulators.

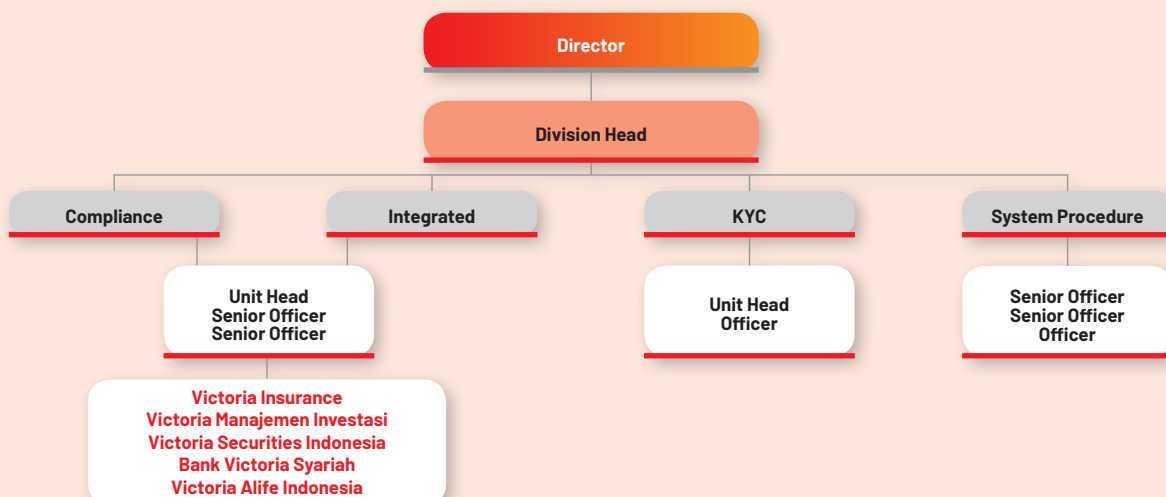
In conducting its duties and responsibilities, the Compliance, KYC/Integrated and System Procedure Division reports all of its activities directly to the Compliance and Risk Management Director, individually or in an integrated manner.

Struktur Organisasi Fungsi Kepatuhan

Struktur organisasi pelaksana fungsi kepatuhan di Bank Victoria ditunjukkan sebagai berikut.

Organizational Structure of Compliance Function

The organizational structure of compliance function at Bank Victoria is shown as follows.





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Tugas dan Tanggung Jawab Fungsi Kepatuhan

Dalam melaksanakan fungsi kepatuhan tersebut, Bank secara khusus telah memiliki Direktur Kepatuhan dan Manajemen Risiko serta Divisi *Compliance, KYC/Integrated and System Procedure* yang berfokus dan bertanggung jawab pada pelaksanaan fungsi kepatuhan di Bank. Pelaksanaan fungsi kepatuhan juga mendapatkan pengawasan aktif dari Dewan Komisaris. Adapun tugas dan tanggung jawab masing-masing pihak tersebut dijelaskan sebagai berikut.

Duties and Responsibilities of Compliance Function

In performing such compliance function, the Bank specifically hired a Director of Compliance and Risk Management as well as Compliance, KYC/Integrated and System Procedure Division that focus on and are in charge of the implementation of the Bank's compliance function. The implementation of compliance functions is also under active supervision of the Board of Commissioners. Duties and responsibilities of each party are described as follows.

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
Dewan Komisaris: Board of Commissioners:	
<p>Mengevaluasi pelaksanaan fungsi kepatuhan Bank paling sedikit 2 (dua) kali dalam setahun. Evaluate the implementation of the Bank's compliance function at least 2 (twice) a year.</p>	<p>a. Laporan Pelaksanaan Fungsi Kepatuhan Semester II 2019 telah disampaikan kepada Otoritas Jasa Keuangan melalui Surat Direksi Direksi No. 007/SK-DIR/01/20 tanggal 27 Januari 2020 tentang Penyampaian Laporan Kepatuhan Periode Semester II tahun 2019. b. Laporan Pelaksanaan Fungsi Kepatuhan Semester I 2019 telah disampaikan kepada Otoritas Jasa Keuangan melalui Surat Direksi No. 056/SK-DIR/07/19 tanggal 25 Juli 2019 tentang Penyampaian Laporan Kepatuhan Periode Semester I tahun 2019.</p> <p>a. The Implementation Report of Compliance Function of the Second Semester of 2019 has been submitted to the Financial Services Authority through the Board of Directors' Letter No. 007/SK-DIR/01/20 dated 27 January 2020 on the Submission of Compliance Report for the Period of Second Semester of 2019. b. The Implementation Report of Compliance Function of the First Semester of 2019 has been submitted to the Financial Services Authority through Board of Directors' Letter No. 056/SK-DIR/07/19 dated 25 July 2019 on the Submission of Compliance Report for the Period of First Semester of 2019.</p>
<p>Berdasarkan hasil evaluasi pelaksanaan fungsi kepatuhan, Dewan Komisaris menyampaikan saran-saran dalam rangka peningkatan kualitas pelaksanaan fungsi kepatuhan kepada Direktur Utama dengan tembusan kepada Direktur Kepatuhan dan Manajemen Risiko.</p>	<p>Dewan Komisaris melakukan evaluasi dan menyampaikan saran berdasarkan Laporan Semester Kepatuhan.</p>
<p>Based on the evaluation of the implementation of the compliance function, the Board of Commissioners provides suggestions to improve the quality of compliance function to the President Director with a copy to the Compliance and Risk Management Director.</p>	<p>The Board of Commissioners evaluates and submits suggestions based on the Compliance Semester Report.</p>
Direktur Kepatuhan dan Manajemen Risiko: Director of Compliance and Risk Management:	
<p>Merumuskan strategi guna mendorong terciptanya budaya kepatuhan Bank. Formulating strategies to encourage the growth of the Bank's compliance culture;</p>	<p>Dalam rangka mewujudkan budaya kepatuhan, baik terhadap kebijakan maupun pelaksanaannya, telah dilakukan langkah-langkah sebagai berikut:</p> <p>a. Memantau secara rutin dan berkesinambungan terhadap kebijakan baru yang telah dikeluarkan oleh Bank Indonesia dan Otoritas Jasa Keuangan serta instansi lainnya; b. Mendistribusikan setiap kebijakan baru dari Bank Indonesia dan Otoritas Jasa Keuangan maupun kebijakan eksternal lainnya; c. Mendaftarkan kebijakan baru ke <i>website</i> intranet Bank, yang dapat diakses oleh seluruh karyawan, sehingga karyawan memiliki <i>awareness</i> untuk mematuhi peraturan-peraturan tersebut; d. Membuat <i>resume</i> atau kajian terhadap kebijakan baru, yang selanjutnya disampaikan kepada seluruh unit kerja dan manajemen; e. Melakukan <i>sharing</i> informasi dan <i>knowledge</i> pada rapat bulanan yang dihadiri oleh Direksi, Kepala Divisi, dan kantor cabang; f. Melakukan pemantauan terhadap kewajiban pelaporan Bank, untuk memastikan bahwa laporan telah disampaikan tepat pada waktunya; g. Melakukan pemantauan terhadap Penerapan Program APU & PPT, khususnya terkait dengan:</p> <ul style="list-style-type: none"> • Pelaporan <i>Suspicious Transaction Report</i> (STR); • Pelaporan <i>Cash Transaction Report</i> (CTR) kepada PPATK dan lainnya; • Pelatihan dan sumber daya manusia; • Pelaksanaan <i>Assessment & Focus Group Discussion</i> (FGD); • Respons atas surat kepada regulator/instansi lainnya; • Respons koresponden APU & PPT Bank lain;

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
	<ul style="list-style-type: none"> • Pemantauan penerapan APU PPT di Kantor Cabang; • Pemantuan peserta E-Learning APU & PPT; <p>h. Melakukan kajian terhadap setiap kebijakan dan prosedur internal yang akan dikeluarkan oleh Divisi; dan</p> <p>i. Untuk efektivitas penerapannya telah dibuat <i>email</i> "Compliance_aml", sebagai media komunikasi dalam rangka meningkatkan hubungan antara Divisi Kepatuhan dengan Divisi lainnya di Kantor Pusat serta Kantor Cabang, baik terkait dengan kebijakan dan prosedur maupun penerapannya.</p> <p>To realize the compliance culture, both in regard of the policy and its implementation, the following steps have been taken:</p> <ol style="list-style-type: none"> a. Monitoring regularly and continuously against new policies issued by Bank Indonesia and Financial Services Authority, as well as other agencies; b. Distributing every new policy of Bank Indonesia and Financial Services Authority, as well as other external policies; c. Registering the new policies to the Bank's intranet website, which is accessible by all employees, so that employees have the awareness to comply with such regulations; d. Creating a resume or review of the new policies, which are then submitted to all work units and the Management; e. Sharing information and knowledge at monthly meetings attended by the Board of Directors, Division Heads, and Branch Offices; f. Monitoring the Bank's reporting obligations to ensure that reports are delivered on time; g. Monitoring APU-PPT program implementation, particularly related to: <ul style="list-style-type: none"> • Suspicious Transaction Report (STR) reporting; • Cash Transaction Report (CTR) reporting to PPATK and others; • Training and human resources; • Implementing Assessment & Focus Group Discussion (FGD); • Responding to letters to other regulators/agencies; • Responding to APU & PPT correspondence of other banks; • Monitoring APU-PPT implementation in Branch Offices; • Monitoring the participants of APU-PPT E-Learning; h. Reviewing any internal policies and procedures to be issued by the Division; and i. For effective implementation, "Compliance_aml" email has been created as a communication medium in order to improve the relationship between the Compliance Division with other Divisions at the Head Office and Branch Offices, both related to the policies and procedures and their application.
<p>Mengusulkan kebijakan kepatuhan atau prinsip-prinsip kepatuhan yang akan ditetapkan oleh Direksi.</p> <p>Proposing compliance policies or compliance principles to be stipulated by the Board of Directors;</p>	<p>Direktur Kepatuhan dan Manajemen Risiko telah menyetujui Kebijakan Kepatuhan sesuai Surat Keputusan Direksi No. 007/SK-DIR/11/2019 tanggal 25 November 2019 tentang Kebijakan Kepatuhan.</p> <p>The Director of Compliance and Risk Management has approved the Compliance Policy according to the Board of Directors' Decision Letter No. 007/SK-DIR/11/2019 dated 25 November 2019 on Compliance Policy.</p>
<p>Menetapkan sistem dan prosedur kepatuhan yang digunakan untuk menyusun ketentuan dan pedoman internal Bank.</p> <p>Establishing compliance systems and procedures to develop the Bank's internal regulations and guidelines.</p>	<p>Direktur Kepatuhan dan Manajemen Risiko telah menyusun pedoman Divisi <i>Compliance, KYC/Integrated and System Procedure</i>.</p> <p>The Director of Compliance and Risk Management has compiled guidelines for the Compliance, KYC/Integrated, and System Procedure Divisions.</p>
<p>Memastikan bahwa seluruh kebijakan, ketentuan, sistem, dan prosedur, serta kegiatan usaha yang dilakukan Bank telah sesuai dengan ketentuan Otoritas Jasa Keuangan dan ketentuan peraturan perundang-undangan, termasuk prinsip syariah bagi Entitas Anak, yakni Bank Victoria Syariah.</p> <p>Ensuring that all policies, provisions, systems, and procedures and business activities conducted by the Bank have been in accordance with the provisions of the Financial Services Authority and the laws and regulations, including sharia principles for the Subsidiary, which is Bank Victoria Syariah.</p>	<p>Direktur Kepatuhan dan Manajemen Risiko telah memastikan seluruh kebijakan, ketentuan, sistem, dan prosedur, serta kegiatan usaha yang dilakukan Bank sesuai dengan peraturan yang berlaku.</p> <p>The Director of Compliance and Risk Management has ensured that all policies, provisions, system, and procedures, as well as all business activities carried out by the Bank are in-line with the applicable regulations.</p>
<p>Meminimalkan risiko kepatuhan Bank.</p> <p>Minimizing the Bank's compliance risk.</p>	<p>Meminimalkan risiko kepatuhan Bank melalui evaluasi yang dilakukan secara berkala melalui rapat-rapat.</p> <p>Minimizing the Bank's compliance risks through evaluation performed periodically through meetings.</p>



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Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
<p>Melakukan tindakan pencegahan agar kebijakan dan/atau keputusan yang diambil Direksi Bank tidak menyimpang dari ketentuan Otoritas Jasa Keuangan dan ketentuan peraturan perundang-undangan.</p> <p>Taking precautions so that the policies and/or decisions taken by the Board of Directors do not deviate from the provisions of the Financial Services Authority and the provisions of laws and regulations.</p>	<p>Direktur Kepatuhan dan Manajemen Risiko telah melakukan pencegahan terhadap kebijakan dan/atau keputusan yang diambil Direksi Bank agar tidak menyimpang dari ketentuan Otoritas Jasa Keuangan dan ketentuan peraturan perundang-undangan melalui kajian dan arahan pada saat rapat.</p> <p>The Director of Compliance and Risk Management has made prevention on policies and/or decisions taken by the Board of Directors of the Bank so that they do not deviate from the provisions of the Financial Services Authority and the provisions of laws and regulations through review and direction at the meeting.</p>
<p>Melakukan tugas lain yang terkait dengan fungsi kepatuhan.</p> <p>Performing other tasks associated with the compliance function.</p>	<p>Direktur Kepatuhan dan Manajemen Risiko melakukan tugas lainnya.</p> <p>Director of Compliance and Risk Management has performed other duties.</p>
<p>Merumuskan langkah-langkah strategis dalam mendukung dan meningkatkan efektifitas penerapan fungsi kepatuhan, penerapan manajemen risiko, serta penerapan tata kelola terintegrasi pada konglomerasi keuangan Grup Victoria.</p> <p>To formulate strategic measures in supporting and enhancing the effectiveness of compliance function application, risk management application, and integrated governance application in Victoria Group financial conglomeration.</p>	<p>Pada tahun 2019, Direktur Kepatuhan dan Manajemen Risiko telah merumuskan langkah-langkah strategis dalam mendukung dan meningkatkan efektifitas penerapan fungsi kepatuhan, penerapan manajemen risiko, serta penerapan tata kelola terintegrasi pada konglomerasi keuangan Grup Victoria.</p> <p>In 2019, the Director of Compliance and Risk Management formulated strategic measures in supporting and enhancing the effectiveness of compliance function implementation, risk management implementation, and integrated governance implementation in Victoria Group's financial conglomeration.</p>
<p>Divisi Compliance, KYC/Integrated and System Procedure: Compliance, KYC/Integrated and System Procedure Division:</p>	
<p>Membuat langkah untuk mendukung terciptanya budaya kepatuhan pada seluruh kegiatan usaha Bank pada setiap jenjang organisasi.</p> <p>Preparing steps in order to support the creation of a compliance culture on all of the Bank's business activities at every organizational level.</p>	<p>Mendaftarkan kebijakan baru ke <i>website</i> intranet Bank, yang dapat diakses oleh seluruh karyawan, sehingga karyawan memiliki kepedulian untuk mematuhi peraturan-peraturan tersebut.</p> <p>Registering new policies to the Bank's intranet website, which is accessible by all employees, therefore, employees are aware and comply with the regulations.</p>
<p>Melakukan identifikasi, pengukuran, pemantauan, dan pengendalian terhadap risiko kepatuhan dengan mengacu pada ketentuan Otoritas Jasa Keuangan.</p> <p>Identifying, measuring, monitoring, and controlling the compliance risks by referring to the provisions of the Financial Services Authority.</p>	<p>Melakukan pengembangan materi <i>training</i> kepatuhan untuk meningkatkan kualitas karyawan Bank, meningkatkan budaya kepatuhan, serta memitigasi risiko kepatuhan.</p> <p>Developing compliance training materials to improve the quality of the Bank's employees, to improve the compliance culture, and to mitigate compliance risks.</p>
<p>Menilai dan mengevaluasi efektifitas, kecukupan, dan kesesuaian kebijakan, ketentuan, sistem maupun prosedur yang dimiliki oleh Bank dengan ketentuan peraturan perundang-undangan.</p> <p>Assessing and evaluating the effectiveness, adequacy, and conformity of the Bank's policies, regulations, systems, and procedures against the provisions of laws and regulations.</p>	<p>a. Mendistribusikan setiap kebijakan baru dari Bank Indonesia dan Otoritas Jasa Keuangan maupun kebijakan eksternal lainnya; b. Membuat ringkasan atas peraturan baru dari Bank Indonesia dan Otoritas Jasa Keuangan agar lebih mudah dipahami oleh seluruh unit terkait; dan c. Melakukan <i>Focus Grup Discussion</i> (FGD) atas peraturan regulator yang dirasa perlu.</p> <p>a. Distributing new policies of Bank Indonesia and the Financial Services Authority, as well as other external policies. b. Preparing a summary of the new regulations of Bank Indonesia and Financial Services Authority so that all relevant units can easily understand; and c. Conducting a Focus Group Discussion (FGD) on regulatory regulations that are deemed necessary.</p>
<p>Melakukan kaji ulang dan/atau merekomendasikan untuk mengkinikan dan menyempurnakan kebijakan, ketentuan, sistem maupun prosedur yang dimiliki oleh Bank agar sesuai dengan ketentuan Otoritas Jasa Keuangan dan ketentuan peraturan perundang-undangan, termasuk prinsip syariah bagi Entitas Anak, yakni Bank Victoria Syariah.</p> <p>Reviewing and/or recommending updates and refinements of policies, provisions, systems, and procedures owned by the Bank to be in accordance with the provisions of the Financial Services Authority and provisions of laws and regulations, including sharia principles for the Subsidiary, which is Bank Victoria Syariah.</p>	<p>a. Memantau secara rutin dan berkesinambungan terhadap kebijakan baru yang telah dikeluarkan oleh Bank Indonesia atau Otoritas Jasa Keuangan, serta instansi lainnya; dan b. Unit Kerja Sistem dan Prosedur bersama unit kerja terkait mengkinikan kebijakan dan SOP sesuai kebutuhan.</p> <p>a. Monitoring regularly and continuously against new policies issued by Bank Indonesia or Financial Services Authority, as well as other agencies; and b. The System and Procedure Work Unit together with related work units will update policies and SOP as needed.</p>
<p>Melakukan upaya untuk memastikan bahwa kebijakan, ketentuan, sistem dan prosedur, serta kegiatan usaha Bank telah sesuai dengan ketentuan Otoritas Jasa Keuangan dan ketentuan peraturan perundang-undangan.</p> <p>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.</p>	<p>Melakukan kajian ulang terhadap kebijakan/aktivitas produk baru agar sesuai dengan peraturan yang berlaku dan selalu menyesuaikan dengan kebijakan terkini.</p> <p>Reviewing new product policies/activities to comply with the applicable regulations and always adjusting with the current policies.</p>

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2019 2019 Realization
<p>Melakukan tugas lain yang terkait dengan fungsi kepatuhan. Performing other tasks associated with the compliance function.</p>	<p>Divisi <i>Compliance, KYC/Integrated and System Procedure</i> melakukan tugas lain, diantaranya:</p> <ul style="list-style-type: none"> a. Melakukan kajian atau meninjau kredit dan <i>treasury</i> terhadap <i>plafond</i> tertentu; b. Me-monitor BMPK pihak terkait; dan c. <i>Monitoring</i> tindak lanjut temuan Otoritas Jasa Keuangan. <p><i>Compliance division/ KYC/integrated and System Procedure</i> carry other duties, among others:</p> <ul style="list-style-type: none"> a. Reviewing or examining credit and treasury for certain ceiling; b. Monitoring LLL of related parties; and c. Monitoring the follow-up on findings of the Financial Services Authority.
<p>Menetapkan langkah-langkah dalam rangka mendukung terciptanya budaya kepatuhan pada konglomerasi keuangan. Specifying the measures to support the creation of compliance culture within the financial conglomeration.</p>	<p>Membuat dan menyampaikan Laporan Terintegrasi sesuai ketentuan berlaku dan tepat waktu, meliputi:</p> <ul style="list-style-type: none"> a. Laporan Tahunan Tata Kelola Terintegrasi 2018 telah disampaikan kepada Otoritas Jasa Keuangan melalui Surat Direksi No. 065/SK-Dir/04/19 tanggal 9 April 2019 tentang Penyampaian Laporan Tahunan Pelaksanaan Tata Kelola Terintegrasi Grup Victoria Tahun 2018; b. Laporan Penilaian Sendiri (<i>Self Assessment</i>) Pelaksanaan Tata Kelola Terintegrasi Grup Victoria Semester I 2019 telah disampaikan kepada Otoritas Jasa Keuangan melalui Surat Direksi No. 026/SK-Dir/08/19 tanggal 9 Agustus 2019 tentang Penyampaian Laporan Penilaian Sendiri (<i>Self Assessment</i>) Pelaksanaan Tata Kelola Terintegrasi Grup Victoria Semester I 2019; dan c. Laporan Penilaian Sendiri (<i>Self Assessment</i>) Pelaksanaan Tata Kelola Terintegrasi Grup Victoria Semester II 2019 telah disampaikan kepada Otoritas Jasa Keuangan melalui Surat Direksi No. 036/SK-Dir/02/20 tanggal 12 Februari 2020 tentang Penyampaian Laporan Penilaian Sendiri (<i>Self Assessment</i>) Pelaksanaan Tata Kelola Terintegrasi Grup Victoria Semester II 2019. <p>Preparing and submitting Integrated Reports according to the applicable provisions and in a timely manner, which include:</p> <ul style="list-style-type: none"> a. The 2018 Integrated Governance Annual Report has been submitted to the Financial Services Authority through Board of Directors' Letter No. 065/SK-Dir/04/19 dated 9 April 2019 on Submission of Annual Report of Victoria Group's Integrated Governance Implementation in 2018. b. The Self-Assessment Report on the Implementation of Victoria Group's Integrated Governance for Semester I 2019 has been submitted to the Financial Services Authority through Board of Directors' Letter No. 026/SK-Dir/08/19 dated 9 August 2019 on the Submission of Self-Assessment Report on the Implementation of Victoria Group's Integrated Governance for Semester I 2019; and c. The Self-Assessment Report on the Implementation of Victoria Group's Integrated Governance for Semester II 2019 has been submitted to the Financial Services Authority through Board of Directors' Letter No. 036/SK-Dir/02/20 dated 12 February 2020 on the Submission of Self-Assessment Report on the Implementation of Victoria Group's Integrated Governance for Semester II 2019.
<p>Mendistribusikan dan mengomunikasikan setiap kebijakan terbaru terintegrasi dari Bank Indonesia dan Otoritas Jasa Keuangan, maupun kebijakan eksternal lainnya. Distributing and communicating the latest integrated policies of Bank Indonesia and the Financial Services Authority, as well as other external policies.</p>	<p>Mendistribusikan dan mengomunikasikan setiap kebijakan terbaru melalui:</p> <ul style="list-style-type: none"> a. Rapat; b. <i>E-mail</i>; dan c. FGD (jika diperlukan). <p>Distributing and communication every new policies though:</p> <ul style="list-style-type: none"> a. Meetings; b. <i>E-mail</i>; and c. FGD (if necessary).
<p>Mengomunikasikan dan mengoordinir penyampaian data/informasi kepada pihak berwenang atau regulator. Communicating and coordinating the delivery of data/information to the authorities or regulators.</p>	<p>Melaporkan kepada Bank Indonesia atau Otoritas Jasa Keuangan ataupun pihak lainnya terkait data/informasi Bank sesuai kebijakan dan perundang-undangan yang berlaku. Reporting to Bank Indonesia or Financial Services Authority or any other party related to the Bank's data/information in accordance with the applicable policies, laws, and regulations.</p>
<p>Mengomunikasikan dan mengoordinir dalam proses pembuatan laporan kepada pihak berwenang atau regulator. Communicating and coordinating the process of reporting to the authorities or regulators.</p>	<p>Melakukan pemantauan atas tindak lanjut hasil pemeriksaan Otoritas Jasa Keuangan serta melaporkannya secara periodik atas progres dan penyelesaian yang telah dilakukan. Monitoring the follow-up of audit results of Financial Services Authority and periodically reporting them on the progress and settlement done.</p>

Sebagai bagian dari pelaksanaan program kerja fungsi kepatuhan, Konglomerasi Keuangan Grup Victoria telah melaksanakan pemantauan atas Kepatuhan LJK, Kepatuhan Terintegrasi Anggota Grup menyampaikan *Compliance Self Assessment* secara triwulanan, dan mengadakan rapat. Selama tahun 2019, fungsi kepatuhan telah mengadakan rapat sebanyak 3 (tiga) kali dengan agenda pembahasan sebagai berikut.

As part of implementing the compliance function work program, Victoria Group's Financial Conglomeration has conducted monitoring of LJK's Compliance, Integrated Compliance where Group Members submitting quarterly Compliance Self Assessment and holding meetings. Throughout 2019, the compliance function held 3 (three) meetings with the discussion agenda as follows.

Tanggal Date	Agenda Pembahasan Discussion Agenda
19 Januari 2019 19 January 2019	Komite Tata Kelola Terintegrasi - membahas kondisi terkini Konglomerasi Keuangan Group Victoria dan mendengarkan penjelasan Satuan Kerja Manajemen Risiko Terintegrasi dan Satuan Kerja Audit Internal Terintegrasi. The Integrated Governance Committee discusses the current condition of Victoria Group's Financial Conglomeration and listens to the explanation of the Integrated Risk Management Work Unit and Integrated Internal Audit Work Unit.
13 Februari 2019 13 February 2019	Komite Tata Kelola Terintegrasi - membahas kondisi terkini Konglomerasi Keuangan Group Victoria dan mendengarkan penjelasan Satuan Kerja Manajemen Risiko Terintegrasi, Satuan Kerja Kepatuhan Terintegrasi, dan Satuan Kerja Audit Internal Terintegrasi periode semester II 2018. The Integrated Governance Committee discusses the current condition of Victoria Group's Financial Conglomeration and listens to the explanation of the Integrated Risk Management Work Unit, Integrated Compliance Work Unit, and Integrated Internal Audit Work Unit for the second semester of 2018.
2 Agustus 2019 2 August 2019	Satuan Kerja Kepatuhan Terintegrasi - membahas self assessment triwulan II 2019 dan draft Laporan Semester I 2019. Integrated Compliance Work Unit discusses the self-assessment of the second quarter of 2019 and the draft of the 2019 First Semester Report.
8 Agustus 2019 8 August 2019	Komite Tata Kelola Terintegrasi - membahas Kondisi terkini Konglomerasi Keuangan Group Victoria dan mendengarkan penjelasan Satuan Kerja Manajemen Risiko Terintegrasi, Satuan Kerja Kepatuhan Terintegrasi, dan Satuan Kerja Audit Internal Terintegrasi periode semester I 2019 serta membahas draft Laporan Semester I 2019. The Integrated Governance Committee discusses the current condition of Victoria Group's Financial Conglomeration and listens to the explanation of the Integrated Risk Management Work Unit, Integrated Compliance Work Unit, and Integrated Internal Audit Work Unit for the first semester of 2019 and discusses the draft of the 2019 First Semester Report.

Program Kerja Fungsi Kepatuhan

Divisi *Compliance, KYC/Integrated and System Procedure* telah menyusun Program Kerja Fungsi Kepatuhan Tahun 2019 yang telah disampaikan kepada Direktur Kepatuhan dan Manajemen Risiko. Program Kerja Fungsi Kepatuhan Tahun 2019 dilakukan untuk mencapai tujuan:

1. Mewujudkan terlaksananya budaya kepatuhan pada semua tingkatan organisasi dan kegiatan usaha Bank;
2. Mengelola risiko kepatuhan yang dihadapi oleh Bank;
3. Memastikan agar kebijakan, ketentuan, sistem, prosedur, serta kegiatan usaha yang dilakukan oleh Bank telah sesuai dengan ketentuan Bank Indonesia dan/atau Otoritas Jasa Keuangan dan peraturan perundang-undangan yang berlaku; dan
4. Memastikan kepatuhan Bank terhadap komitmen yang dibuat oleh Bank kepada Bank Indonesia dan/atau Otoritas Jasa Keuangan, serta pengawas lain yang berwenang.

Compliance Function Work Program

Compliance, KYC/Integrated and System Procedure Division has prepared the 2019 Compliance Function Work Program, which has been delivered to the Director of Compliance and Risk Management. The 2019 Compliance Function Work Program is conducted to achieve the following objectives:

1. Achieving the implementation of compliance culture at all organizational levels and business activities of the Bank;
2. Managing the compliance risk faced by the Bank;
3. Ensuring that the policies, regulations, systems, and procedures, as well as business activities conducted by the Bank are already in accordance with the provisions of Bank Indonesia and/or Financial Services Authority, as well as the applicable laws and regulations; and
4. Ensuring the Bank's compliance with the commitments made by the Bank to Bank Indonesia and/or Financial Services Authority, as well as other authorized supervisory authority.

Pengadaan Barang dan Jasa

// Procurement of Goods and Services

Bank melaksanakan pengadaan barang dan jasa dengan menerapkan prinsip kehati-hatian dan kepatuhan terhadap peraturan dan perundang-undangan yang berlaku. Pengadaan barang dan jasa dilakukan sebagai sarana dan prasarana penunjang usaha Bank. Terkait hal itu, Bank dapat mengalihdayakan sebagian pelaksanaan pekerjaan penunjang kegiatan usaha kepada pihak lain agar Bank dapat lebih fokus dalam menjalankan fungsi dan kegiatan usahanya.

Prinsip Dasar Pengadaan Barang dan Jasa

Divisi *Human Capital Management and General Affair* berpedoman pada Surat Keputusan Direksi No. 024/SKDIR/04/13 tentang Kebijakan dan Prosedur General Affair PT Bank Victoria International Tbk dalam melaksanakan pengadaan barang dan jasa di lingkungan Bank Victoria. Kebijakan tersebut mengatur beberapa prinsip dasar yang harus dipenuhi dalam kegiatan pengadaan barang dan jasa, yaitu:

1. Melakukan proses verifikasi kebutuhan dan jika benar harus dilakukan, maka akan diproses oleh Divisi *Human Capital Management and General Affair*;
2. Setiap user yang mengajukan rencana pengadaan, wajib berusaha mencari penawaran terbaik; dan
3. Beberapa pengadaan barang dan/atau jasa diteliti berdasarkan sisi teknis, bukan berdasarkan harga.

Etika Pengadaan Barang dan Jasa

Bank menetapkan pedoman terkait dengan etika dalam aktivitas pengadaan barang dan/atau jasa di lingkungan Bank Victoria berdasarkan Surat Keputusan Direksi No. 002/SKDIR/02/16 tanggal 15 Februari 2016 tentang Pedoman Kode Etik Perilaku Karyawan PT Bank Victoria International Tbk. Dalam pedoman etika karyawan yang berlaku, telah diatur mengenai hubungan karyawan dengan rekanan atau calon rekanan bahwa kegiatan pengadaan barang dan/atau jasa haruslah memenuhi beberapa poin, yaitu:

1. Tidak menerima tips atau mencari pengadaan berdasarkan keuntungan pribadi semata;
2. Transparansi;
3. Mencari penawaran terbaik;
4. Tidak terdapat *conflict of interest*; dan
5. *Vendor* harus mengikuti peraturan terkait pengadaan barang dan jasa yang berlaku di Bank Victoria.

The Bank conducts procurement of goods and services by applying prudent principles and complying with the prevailing laws and regulations. Procurement of and services is carried out as supporting facilities for the Banks business activities. In relation to that, the Bank may transfer part of its supporting business activities work implementation to other party so that the Bank can have a better focus in carrying out its function and business activities.

Basic Principles of Procurement of Goods and Services

Human Capital Management and General Affair Division is guided by Decision of Board of Directors No. 024/SKDIR/04/13 on General Affair Policies and Procedures of PT Bank Victoria International Tbk in Carrying out Goods and Services Procurement within Bank Victoria. The policy regulates some mandatory basic principles in procuring goods and services, which are:

1. Conducting verification process of needs and if it must be done, it will be processed by the Human Capital Management and General Affair Division;
2. Any user submitting procurement plan must try to find the best offer; and
3. Some procurement of goods and/or services is examined based on its technical side, not by price.

Ethics of Procurement of Goods and Services

The Bank has established guidelines relating to the ethics in procurement activities of goods and/or services within Bank Victoria's environment based on the Board of Directors' Decision Letter No. 002/SKDIR/02/16 dated 15 February 2016 on Guidelines of Employee's Code of Conduct of PT Bank Victoria International Tbk. In the applicable employee code of conduct, employee's relationship with partner or prospective partner has been regulated, and procurement of goods and/or services must meet several points as follows:

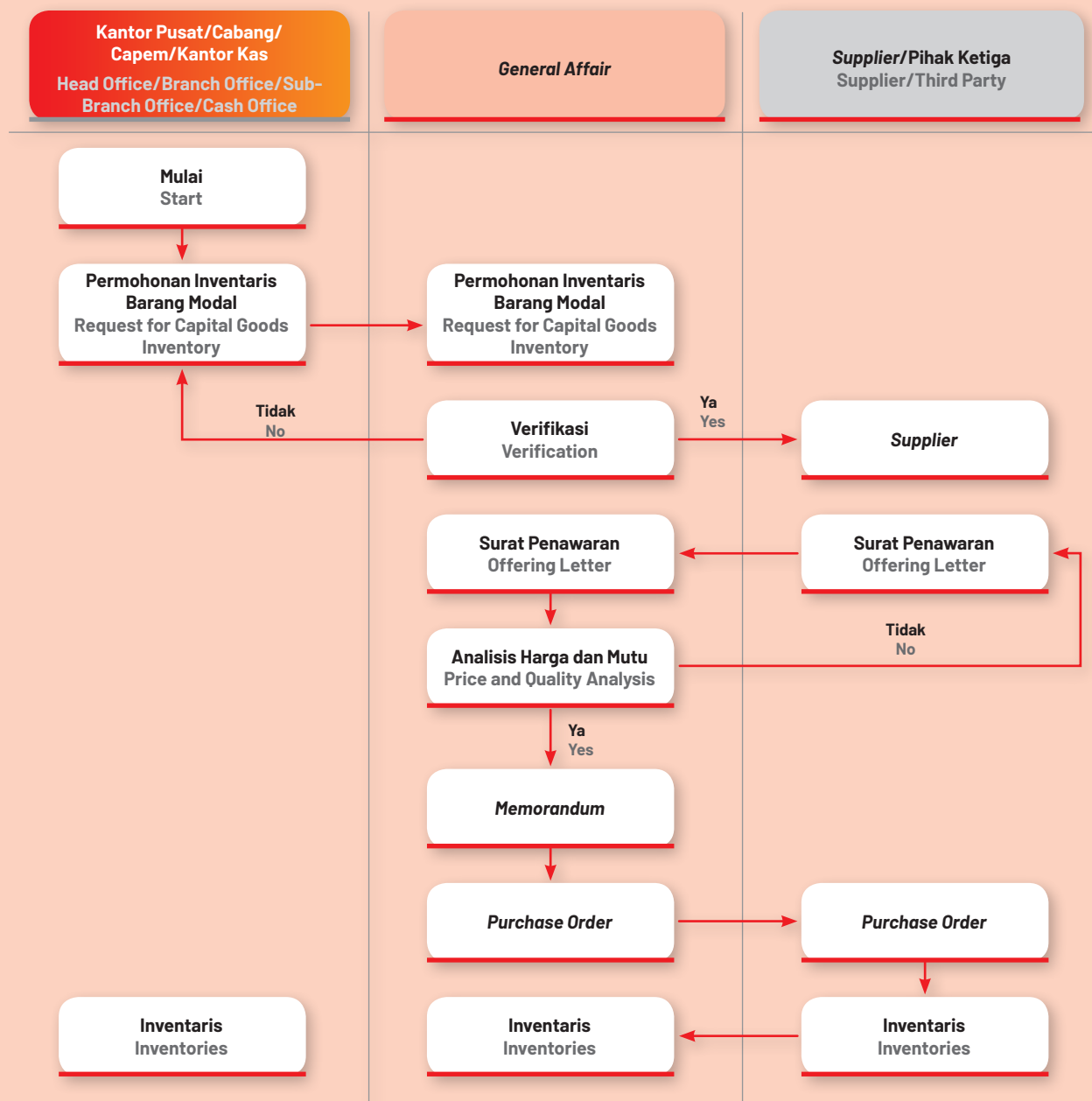
1. Do not accept tips or seek procurement based on personal interest;
2. Transparency;
3. Look for the best deals;
4. No conflict of interest; and
5. Vendors must follow the rules regarding the procurement of goods and services applicable at Bank Victoria.

Prosedur Pengadaan Barang dan Jasa

Procedures of Procurement of Goods and Services

Prosedur pengadaan barang dan/atau jasa yang berlaku di Bank Victoria ditunjukkan dalam alur berikut.

Procedures of procurement of goods and/or services applicable at Bank Victoria are shown in the following chart.



Proses, Wewenang, dan Tanggung Jawab Pengadaan Barang dan Jasa

Uraian proses, wewenang, dan tanggung jawab pengadaan barang dan jasa sebagai berikut.

Process, Authority, and Responsibility of Procurement of Goods and Services

Description of process, authority, and responsibility of procurement of goods and services is as follows.

Proses Kegiatan Pengadaan Procurement Activities Process	Pelaksanaan Implementation
Budget/izin prinsip Budget/principle permit	Ditentukan oleh user, kemudian diajukan ke Divisi <i>Human Capital Management and General Affair</i> . Specified by user, then proposed to Human Capital Management and General Affair Division.
Spesifikasi pengadaan Procurement specifications	Ditentukan oleh user. Specified by user.
Penyusunan dokumen pengadaan Preparation of procurement documents	Dilakukan oleh user, namun dilakukan oleh Divisi <i>Human Capital Management and General Affair</i> jika terkait dengan pembangunan/renovasi kantor cabang. Performed by user, but if its related to construction/renovation of branch office, it will be performed by Human Capital Management and General Affair Division.
Kualifikasi vendor Vendor qualification	Ditentukan oleh user dengan mengikuti ketentuan yang ada pada kebijakan dan prosedur. Specified by the user by following the provisions of the policies and procedures.
Penerimaan proposal Acceptance of proposal	Dilakukan oleh Divisi <i>Information Technology</i> jika terkait dengan TI, namun selain TI, akan dilakukan oleh Divisi <i>Human Capital Management and General Affair</i> . Performed by Information Technology Division if it is related to IT. But, aside from that. It will be performed by Human Capital Management and General Affair Division.
Evaluasi teknis Technical evaluation	Dilakukan oleh Divisi <i>Information Technology</i> jika terkait dengan TI. Selain TI, akan dilakukan oleh Divisi <i>Human Capital Management and General Affair</i> . If related to IT, it will be done by Information Technology Division. If not related to IT, it will be done by Human Capital Management and General Affair Division.
Evaluasi harga Price evaluation	Dilakukan oleh Divisi <i>Information Technology</i> jika terkait dengan TI. Selain TI, akan dilakukan oleh Divisi <i>Human Capital Management and General Affair</i> . If related to IT, it will be done by Information Technology Division. If not related to IT, it will be done by Human Capital Management and General Affair Division.
Negosiasi Negotiation	Dilakukan oleh pihak user dan Divisi <i>Human Capital Management and General Affair</i> . Done by user and Human Capital Management and General Affair Division.
Kontrak Contract	<ul style="list-style-type: none"> • Draft kontrak disusun oleh Divisi <i>Legal</i>; • Pengkajian ulang teknis dilakukan oleh user; dan • Pengkajian ulang sistem pembayaran dilakukan oleh Divisi <i>Human Capital Management and General Affair</i>. <ul style="list-style-type: none"> • Draft contracts prepared by the Legal Division; • Technical review is done by user; and • Payment system review is done by Human Capital Management and General Affair Division.
Pelaksanaan Pekerjaan Work implementation	Dipantau oleh user dan Divisi <i>Human Capital Management and General Affair</i> . Monitored by user and Human Capital Management and General Affair Division.
Pembayaran Payment	<ul style="list-style-type: none"> • Verifikasi dokumen pembayaran dilakukan oleh Divisi <i>Human Capital Management and General Affair</i>; dan • Pelaksana pembayaran dilakukan oleh Divisi <i>Finance and Accounting</i>. <ul style="list-style-type: none"> • Verification of payment document is done by Human Capital Management and General Affair Division; and • Payment executor is Finance and Accounting Division.



Aspek Pendukung Bisnis
Aspect of Business Support



Tata Kelola Perusahaan
Good Corporate Governance



Tanggung Jawab Sosial Perusahaan
Corporate Social Responsibility



Struktur Permodalan dan Praktik Manajemen Risiko
Capital Structure and Risk Management Practices

Pengadaan Barang dan Jasa Tahun 2019

Selama tahun 2019, Bank telah melakukan pengadaan barang dan jasa sebagai berikut.

1. Renovasi Gedung Kantor Cabang Medan;
2. Pengadaan mobil operasional Kantor Cabang Medan;
3. Sewa Ruang dan Renovasi Perluasan Kantor Pusat BIP Lt. 9;
4. *Front End Application Fore Core Banking;*
5. Pengembangan Aplikasi Sehubungan *Front End;*
6. *Fortinet Fortimail 400F;*
7. Kalender Meja Tahun 2020;
8. *Renewal Maintenance and License HSM Thales Pay 9000;*
9. Pengembangan dan Implementasi Aplikasi SUN Ritel;
10. *Renewal Maintenance and License Electronic EDC;*
11. Pengembangan dan implementasi aplikasi BI Antasena dan OJK Apolo;
12. Laporan Tahunan 2019;
13. *Renewal License and Support Perangkat Web Secure Gateway Blue Coat;*
14. *Renewal Maintenance Support Splunk Enterprise;*
15. *Pentest Bankwide Infrastructure and Digital Banking Tahun 2019;*
16. *Renewal Support Server Simplivity;*
17. PSAK 71; dan
18. *Renewal ITM (Integrated Transaction Management).*

Procurement of Goods and Services in 2019

Throughout 2019, the Bank procured the following goods and services.

1. Renovation of Medan Branch Office Building;
2. Procurement of operational vehicle of Medan Branch Office;
3. Office Space Rental and Renovation for Expansion of BIP Head Office, 9th floor;
4. Front End Application Fore Core Banking;
5. Application development related to Front End;
6. Fortinet Fortimail 400F;
7. Desk Calendar Year 2020;
8. Renewal of Maintenance and License of HSM Thales Pay 9000;
9. Development and Implementation of Retail SUN Application;
10. Renewal of Maintenance and License of Electronic EDC;
11. Development and implementation of BI Antasena and OJK Apolo application;
12. 2019 Annual Report;
13. Renewal of License and Support of Web Secure Gateway Blue Coat Device;
14. Renewal of Maintenance of Splunk Enterprise Support;
15. Pentest for Bankwide Infrastructure and Digital Banking of 2019;
16. Renewal of Support Server Simplivity;
17. PSAK 71; and
18. Renewal of ITM (Integrated Transaction Management).

Permasalahan Hukum

// Legal Cases

Permasalahan hukum Bank dan Entitas Anak sepanjang tahun 2019 terdiri dari kasus perdata dan pidana. Dalam kasus perdata Bank sebagai Penggugat/Tergugat/turut Tergugat dan dalam kasus pidana Bank sebagai saksi. Adapun Uraian terkait permasalahan hukum yang dihadapi Bank, Entitas Anak, Dewan Komisaris Bank dan Entitas Anak, serta Direksi Bank dan Entitas Anak sebagai berikut.

Legal issues encountered by the Bank and its Subsidiary Entities throughout 2019 consists of civil and criminal cases. In the civil case of the Bank as Plaintiff/Defendant/Co-Defendant and in the criminal case of the Bank as witness. The following description is related to legal issues faced by the Bank, Subsidiaries, Board of Commissioners of the Bank and Subsidiaries, and Board of Directors of the Bank and Subsidiaries.

Permasalahan Hukum Legal Cases	Total		
	Perdata Civil	Pidana Criminal	Hubungan Industrial Industrial Relations
Bank Victoria	7	-	-
Telah Selesai (Mempunyai Kekuatan Hukum yang Tetap) Settled (having absolute legal power)	1	-	-
Dalam Proses Penyelesaian In Settlement Process	6	-	-
Dewan Komisaris dan Direksi Bank Victoria Board of Commissioners and Board of Directors of Bank Victoria	-	-	-
Telah Selesai (Mempunyai Kekuatan Hukum yang Tetap) Settled (having absolute legal power)	-	-	-
Dalam Proses Penyelesaian In Settlement Process	-	-	-
Bank Victoria Syariah	10	-	-
Telah Selesai (Mempunyai Kekuatan Hukum yang Tetap) Settled (having absolute legal power)	4	-	-
Dalam Proses Penyelesaian In Settlement Process	6	-	-
Dewan Komisaris dan Direksi Bank Victoria Syariah Board of Commissioners and Board of Directors of Bank Victoria Syariah	-	-	-
Telah Selesai (Mempunyai Kekuatan Hukum yang Tetap) Settled (having absolute legal power)	-	-	-
Dalam Proses Penyelesaian In Settlement Process	-	-	-
Total	17	-	-

Perkara Penting yang Dihadapi Bank Victoria

Beberapa kasus yang dihadapi Bank Victoria sepanjang tahun 2019 sebagai berikut.

Significant Cases Faced by Bank Victoria

Some cases faced by Bank Victoria in 2019 were as follows.



Aspek Pendukung Bisnis
Aspect of Business Support



Tata Kelola Perusahaan
Good Corporate Governance



Tanggung Jawab Sosial Perusahaan
Corporate Social Responsibility



Struktur Permodalan dan Praktik Manajemen Risiko
Capital Structure and Risk Management Practices

Perkara Pengadilan Tinggi Banten Register No. 53/PDT/2018/PT.BTN. juncto kasasi No. 110 K/Pdt/2019 di Mahkamah Agung Republik Indonesia Case Appellate Court of Banten Register No. 53/PDT/2018/PT.BTN. in conjunction with cassation No. 110 K/Pdt/2019 at the Supreme Court of the Republic of Indonesia	
Para Pihak Parties	Sadeni Hendarman selaku Pemohon Peninjauan Kembali (semula Penggugat/Pembanding/Pemohon Kasasi dan Bank Victoria selaku Termohon Peninjauan Kembali (semula Tergugat/Terbanding/Termohon Kasasi) Sadeni Hendarman as the Petitioner for Review (initially Plaintiff/Appellant/Cassation Appellant and Bank Victoria as the Respondent for Review (initially Defendant/Appellee/Respondent of Cassation)
Pokok Perkara Case Profile	Perbuatan Melawan Hukum Tort (PMH)
Nilai Nominal Nominal Value	-
Status Penyelesaian Perkara Case Settlement Status	Perkara ini masih dalam proses peninjauan kembali This case is still under review
Risiko yang Dihadapi Bank Risks Faced by the Bank	Pengembalian kredit menjadi terlambat Late credit repayment
Pengaruh terhadap Bank Impact to the Bank	Pengembalian kredit menjadi terlambat Late credit repayment
Sanksi Administrasi Administrative Sanctions	-
Perkara Pengadilan Negeri Jakarta Timur Register No. 301/Pdt.PLW/2017/PN.Jkt.Tim. juncto Perkara Banding di Pengadilan Tinggi DKI Jakarta Case Jakarta East Jakarta District Court Register No. 301/Pdt.PLW/2017/PN.Jkt.Tim. in conjunction with Case of Appeal in DKI Jakarta Appellate Court	
Para Pihak Parties	Wingki Waluyo Kushadi Selaku Pembanding (Semula Pelawan/Termohon Eksekusi dan Bank Victoria selaku Terbanding (semula Terlawan/Pemohon Eksekusi) Wingki Waluyo Kushadi As a Appellant (Initially an Opponent/Respondent of Execution and Bank Victoria as a Appellee (initially an Defendant/ Execution Applicant)
Pokok Perkara Case Profile	Perbuatan Melawan Hukum Tort (PMH)
Nilai Nominal Nominal Value	-
Status Penyelesaian Perkara Case Settlement Status	Perkara ini masih dalam proses persidangan di tingkat Banding di Pengadilan Tinggi DKI Jakarta. This case is still in trial process at the Appellate level in DKI Jakarta Appellate Court.
Risiko yang Dihadapi Bank Risks Faced by the Bank	Pengembalian kredit menjadi terlambat Late credit repayment
Pengaruh terhadap Bank Impact to the Bank	Pengembalian kredit menjadi terlambat Late credit repayment
Sanksi Administrasi Administrative Sanctions	-

Perkara Pengadilan Negeri Jakarta Pusat Klas IA Khusus Register No. 194/PDT.G/2017/PN.Jkt.Pst. tanggal 6 April 2017 juncto Pengadilan Tinggi DKI Jakarta No. 68/Srt.Pdt.Bdg/2018/PN.Jkt.Pst tanggal 25 Mei 2018 Case Central Jakarta District Court Class IA Special Register No. 194/PDT.G/2017/PN.Jkt.Pst. dated 6 April 2017 in conjunction with DKI Jakarta Appellate Court: No. 68/Srt.Pdt.Bdg/2018/PN.Jkt.Pst dated 25 May 2018	
Para Pihak Parties	PT.Luvin Indonusa selaku Pemohon Kasasi (semula Penggugat/Pembanding) dan Bank Victoria selaku Termohon Kasasi (semula Penggugat/Terbanding) PT Luvin Indonusa as Cassation Appellant (initially Plaintiff/Appellant) dan Bank Victoria as Cassation Appellee (initially Defendant/Appellee)
Pokok Perkara Case Profile	Perbuatan Melawan Hukum Tort (PMH)
Nilai Nominal Nominal Value	-
Status Penyelesaian Perkara Case Settlement Status	Perkara ini masih dalam proses Kasasi di Mahkamah Agung RI. The case is still in cassation process at the Supreme Court
Risiko yang Dihadapi Bank Risks Faced by the Bank	Pengembalian kredit menjadi terlambat Late credit repayment
Pengaruh terhadap Bank Impact to the Bank	Pengembalian kredit menjadi terlambat Late credit repayment
Sanksi Administrasi Administrative Sanctions	-
Perkara Pengadilan Negeri Tangerang Register No. 708/Pdt/2015/PN.Tng jo. Pengadilan Tinggi Banten No. 124/PDT/2017/PT BTN jo. kasasi di Mahkamah Agung Republik Indonesia Case Tangerang District Court Register No. 708/Pdt/2015/PN.Tng in conjunction with Banten Appellate Court No. 124/PDT/2017/PT BTN in conjunction with Cassation at the Supreme Court of the Republic of Indonesia	
Para Pihak Parties	Sinar Pematang Mitra selaku Termohon Kasasi I (semula Tergugat I/Terbanding I) dan Bank Victoria selaku Termohon Kasasi III (semula Tergugat III/Terbanding III) Sinar Pematang Mitra as Respondent Cassation I (initially Defendant I/Appellee I) and Bank Victoria as Respondent Cassation III (formerly Defendant III/Appellee III)
Pokok Perkara Case Profile	Wanprestasi Default
Nilai Nominal Nominal Value	-
Status Penyelesaian Perkara Case Settlement Status	Perkara ini masih dalam proses Kasasi di Mahkamah Agung Republik Indonesia The case is still in cassation process at the Supreme Court of the Republic of Indonesia
Risiko yang Dihadapi Bank Risks Faced by the Bank	Pengembalian kredit menjadi terlambat Late credit repayment
Pengaruh terhadap Bank Impact to the Bank	Pengembalian kredit menjadi terlambat Late credit repayment
Sanksi Administrasi Administrative Sanctions	-
Perkara Perkara di Pengadilan Negeri Jakarta Pusat register No. 717/Pdt.G/2018/PN.Jkt.Pst. tanggal 21 Desember 2018 Case Central Jakarta District Court Register No. 717/Pdt.G/2018/PN.Jkt.Pst. dated 21 December 2018	
Para Pihak Parties	Mario Antonius selaku Terbanding I (semula Terlawan I) dan Bank Victoria selaku Terbanding III (selaku Terlawan III) Mario Antonius as Appellee I (originally Respondent in Opposition I) and Bank Victoria as Appellee III (as Respondent in Opposition III)
Pokok Perkara Case Profile	Perlawanan terhadap Pengajuan Lelang Opposition to Auction Proposal
Nilai Nominal Nominal Value	-



Aspek Pendukung Bisnis
Aspect of Business Support



Tata Kelola Perusahaan
Good Corporate Governance



Tanggung Jawab Sosial Perusahaan
Corporate Social Responsibility



Struktur Permodalan dan Praktik Manajemen Risiko
Capital Structure and Risk Management Practices

Status Penyelesaian Perkara Case Settlement Status	Perkara ini masih dalam proses banding di Pengadilan Tinggi Jakarta Currently in appeal process at Palangkaraya Appellate Court
Risiko yang Dihadapi Bank Risks Faced by the Bank	Pengembalian kredit menjadi terlambat Late credit repayment
Pengaruh terhadap Bank Impact to the Bank	Pengembalian kredit menjadi terlambat Late credit repayment
Sanksi Administrasi Administrative Sanctions	-

Perkara
Pengadilan Tata Usaha Negara Serang Register No. 01/G/2020/PTUN-SRG tanggal 25 September 2019
Case
Serang State Administrative Court Register No. 01/G/2020/PTUN-SRG dated 25 September 2019

Para Pihak Parties	PT Froggy Edutography selaku Penggugat dan Bank Victoria selaku Tergugat II intervensi II PT Froggy Edutography as Plaintiff and Bank Victoria as Defendant II intervention II
Pokok Perkara Case Profile	Tata Usaha Negara State Administration
Nilai Nominal Nominal Value	-
Status Penyelesaian Perkara Case Settlement Status	Perkara ini masih dalam proses persidangan di Pengadilan Tata Usaha Negara Serang This case is still under trial process at Serang State Administrative Court
Risiko yang Dihadapi Bank Risks Faced by the Bank	Pengembalian kredit menjadi terlambat Late credit repayment
Pengaruh terhadap Bank Impact to the Bank	Pengembalian kredit menjadi terlambat Late credit repayment
Sanksi Administrasi Administrative Sanctions	-

Perkara Penting yang Dihadapi Entitas Anak

Significant Cases Faced by Subsidiary

Beberapa kasus yang dihadapi Entitas Anak sepanjang tahun 2019 sebagai berikut.

Some cases faced by Subsidiary throughout 2019 were as follows.

Perkara Perdata Civil Case	
Para Pihak Parties	Penggugat : Perintis Gunawan Tergugat : Agus Adriansyah Turut Tergugat : Bank Victoria Syariah, Badan Pertanahan Nasional (BPN) Kabupaten Karawang Plaintiff : Perintis Gunawan Defendant : Agus Adriansyah Co-Defendant : Bank Victoria Syariah, National Land Agency (BPN), Karawang Regency
Pokok Perkara Case Profile	Wanprestasi Default
Nilai Nominal Nominal Value	-
Status Penyelesaian Perkara Case Settlement Status	Banding Appeal
Risiko yang Dihadapi Bank Risks Faced by the Bank	Risiko Hukum dan Risiko Reputasi Legal Risk and Reputation Risk
Pengaruh terhadap Bank Impact to the Bank	Low Risk
Sanksi Administrasi Administrative Sanctions	-



Kilas Kinerja
Performance Highlights



Laporan Manajemen
Management Report



Profil Perusahaan
Company Profile



Analisis dan Pembahasan Manajemen
Management Discourse and Analysis

Perkara Perdata Civil Case	
Para Pihak Parties	Penggugat : Agus Ardiansyah, Aan Nurlia, dan Aep Kurnia (Direktur PT Hanusa Persada) Tergugat : Bank Victoria Syariah Plaintiff : Agus Ardiansyah, Aan Nurlia, and Aep Kurnia (Director of PT Hanusa Persada) Defendant : Bank Victoria Syariah
Pokok Perkara Case Profile	Perbuatan Melawan Hukum Tort (PMH)
Nilai Nominal Nominal Value	-
Status Penyelesaian Perkara Case Settlement Status	Banding Appeal
Risiko yang Dihadapi Bank Risks Faced by the Bank	Risiko Hukum dan Risiko Reputasi Legal Risk and Reputation Risk
Pengaruh terhadap Bank Impact to the Bank	Low Risk
Sanksi Administrasi Administrative Sanctions	-
Perkara Perdata Civil Case	
Para Pihak Parties	Penggugat : Helga Anastasia dan Lintang Benowo Sakti Tergugat : Siti Maryani, Krisbiantoro, Bank Victoria Syariah Plaintiff : Helga Anastasia and Lintang Benowo Sakti Defendant : Siti Maryani, Krisbiantoro, Bank Victoria Syariah
Pokok Perkara Case Profile	Perbuatan Melawan Hukum Tort (PMH)
Nilai Nominal Nominal Value	-
Status Penyelesaian Perkara Case Settlement Status	Peninjauan Kembali (PK) Review (PK)
Risiko yang Dihadapi Bank Risks Faced by the Bank	Risiko Hukum dan Risiko Reputasi Legal Risk and Reputation Risk
Pengaruh terhadap Bank Impact to the Bank	Tidak ada, Fasilitas Pembiayaan Lunas (Dialihkan ke Bank Victoria) None, Financing Facility is Paid Off (Transfer to Bank Victoria)
Sanksi Administrasi Administrative Sanctions	-
Perkara Perdata Civil Case	
Para Pihak Parties	Penggugat : PT Panah Jaya Steel Tergugat : Bank Victoria Syariah dan Notaris Francisca Susi Setiawati, SH Plaintiff : PT Panah Jaya Steel Defendant : Bank Victoria Syariah and Notary Francisca Susi Setiawati, SH
Pokok Perkara Case Profile	Perbuatan Melawan Hukum Tort (PMH)
Nilai Nominal Nominal Value	-
Status Penyelesaian Perkara Case Settlement Status	Kasasi Cassation
Risiko yang Dihadapi Bank Risks Faced by the Bank	Risiko Hukum dan Risiko Reputasi Legal Risk and Reputation Risk
Pengaruh terhadap Bank Impact to the Bank	Low Risk
Sanksi Administrasi Administrative Sanctions	-



Aspek Pendukung Bisnis
Aspect of Business Support



Tata Kelola Perusahaan
Good Corporate Governance



Tanggung Jawab Sosial Perusahaan
Corporate Social Responsibility



Struktur Permodalan dan Praktik Manajemen Risiko
Capital Structure and Risk Management Practices

Perkara Perdata Civil Case	
Para Pihak Parties	Penggugat : CV Yoga Mandiri Utama Tergugat : Bank Victoria Syariah, KPKNL Bandung Plaintiff : CV Yoga Mandiri Utama Defendant : Bank Victoria Syariah, KPKNL Bandung
Pokok Perkara Case Profile	Perbuatan Melawan Hukum Tort (PMH)
Nilai Nominal Nominal Value	-
Status Penyelesaian Perkara Case Settlement Status	Inkracht
Risiko yang Dihadapi Bank Risks Faced by the Bank	Risiko Hukum dan Risiko Reputasi Legal Risk and Reputation Risk
Pengaruh terhadap Bank Impact to the Bank	Low Risk
Sanksi Administrasi Administrative Sanctions	-
Perkara Perdata Civil Case	
Para Pihak Parties	Pihak Pemohon : PKPU PT Sinarmas Asset Management dan PT Asuransi Simas Jiwa Termohon : PKPU PT Tiga Pilar Sejahtera Food Tbk (TPS Food) Petitioner : PKPU PT Sinarmas Asset Management and PT Asuransi Simas Jiwa Respondent : PKPU PT Tiga Pilar Sejahtera Food Tbk (TPS Food)
Pokok Perkara Case Profile	Penundaan Kewajiban Pembayaran Utang (PKPU) Suspension of Payment (PKPU)
Nilai Nominal Nominal Value	-
Status Penyelesaian Perkara Case Settlement Status	Proses Penyelesaian Settlement Process
Risiko yang Dihadapi Bank Risks Faced by the Bank	Risiko Hukum dan Risiko Reputasi Legal Risk and Reputation Risk
Pengaruh terhadap Bank Impact to the Bank	Low Risk
Sanksi Administrasi Administrative Sanctions	-
Perkara Perdata Civil Case	
Para Pihak Parties	Penggugat : Yayasan Perlindungan Konsumen Nasional (YAPEKNAS) Pusat, Kabupaten Tegal Tergugat : Bank Victoria Syariah, Sarwono, SH, BPN Kabupaten Tegal, KPKNL Tegal, Aji Gunawan Gugatan Pengadilan Negeri Tegal Plaintiff : National Consumer Protection Foundation (YAPEKNAS) Center, Tegal Regency Defendant : Bank Victoria Syariah, Sarwono, SH, BPN Tegal Regency, KPKNL Tegal, Aji Gunawan Tegal District Court Lawsuit
Pokok Perkara Case Profile	Perbuatan Melawan Hukum Tort (PMH)
Nilai Nominal Nominal Value	-
Status Penyelesaian Perkara Case Settlement Status	Inkracht
Risiko yang Dihadapi Bank Risks Faced by the Bank	Risiko Hukum dan Risiko Reputasi Legal Risk and Reputation Risk
Pengaruh terhadap Bank Impact to the Bank	Low Risk
Sanksi Administrasi Administrative Sanctions	-

Perkara Perdata Civil Case	
Para Pihak Parties	Penggugat : Yayasan Perlindungan Konsumen Nasional (YAPEKNAS) Pusat, Kabupaten Tegal Tergugat : Bank Victoria Syariah, Suprihatin, SH, Sarwono, SH, BPN Kabupaten Tegal, Kantor Pelayanan Kekayaan Negara dan Lelang (KPKNL) Tegal, Aji Gunawan Gugatan Pengadilan Agama Tegal Plaintiff : National Consumer Protection Foundation (YAPEKNAS) Center, Tegal Regency Defendant : Bank Victoria Syariah, Suprihatin, SH, Sarwono, SH, BPN Tegal Regency, Office of State Assets and Auction Services (KPKNL) of Tegal, Aji Gunawan Tegal Religious Court Lawsuit
Pokok Perkara Case Profile	Perbuatan Melawan Hukum Tort (PMH)
Nilai Nominal Nominal Value	-
Status Penyelesaian Perkara Case Settlement Status	Inkracht
Risiko yang Dihadapi Bank Risks Faced by the Bank	Risiko Hukum dan Risiko Reputasi Legal Risk and Reputation Risk
Pengaruh terhadap Bank Impact to the Bank	Low Risk
Sanksi Administrasi Administrative Sanctions	-
Perkara Perdata Civil Case	
Para Pihak Parties	Penggugat : Muhammad Soleh Tergugat : Bank Victoria Syariah, Kantor Pelayanan Kekayaan Negara dan Lelang (KPKNL) Cirebon, dan Yuliyanti Plaintiff : Muhammad Soleh Defendant : Bank Victoria Syariah, Office of State Assets and Auction Services (KPKNL) of Cirebon, and Yuliyanti
Pokok Perkara Case Profile	Perbuatan Melawan Hukum Tort (PMH)
Nilai Nominal Nominal Value	-
Status Penyelesaian Perkara Case Settlement Status	Kasasi Cassation
Risiko yang Dihadapi Bank Risks Faced by the Bank	Risiko Hukum dan Risiko Reputasi Legal Risk and Reputation Risk
Pengaruh terhadap Bank Impact to the Bank	Tidak ada, Fasilitas Pembiayaan Lunas None, Financing Facility is Paid Off
Sanksi Administrasi Administrative Sanctions	-
Perkara Perdata Civil Case	
Para Pihak Parties	Penggugat : Nastoni, Tintin Diliawati Tergugat : Bank Victoria Syariah Turut Tergugat : Kepala Kantor Pertanahan Serang Plaintiff : Nastoni, Tintin Diliawati Defendant : Bank Victoria Syariah Co-Defendant : Head of Serang Land Office
Pokok Perkara Case Profile	Perbuatan Melawan Hukum Tort (PMH)
Nilai Nominal Nominal Value	-
Status Penyelesaian Perkara Case Settlement Status	Inkracht
Risiko yang Dihadapi Bank Risks Faced by the Bank	Risiko Hukum dan Risiko Reputasi Legal Risk and Reputation Risk
Pengaruh terhadap Bank Impact to the Bank	Tidak ada, Fasilitas Pembiayaan Lunas None, Financing Facility is Paid Off
Sanksi Administrasi Administrative Sanctions	-

Perkara Penting yang Dihadapi Dewan Komisaris dan Direksi

Tidak terdapat perkara penting yang dihadapi oleh Dewan Komisaris dan Direksi Bank Victoria sepanjang tahun 2019. Oleh karena itu, tidak terdapat informasi yang dapat disampaikan mengenai:

1. Para pihak;
2. Nilai nominal;
3. Status penyelesaian perkara;
4. Risiko yang dihadapi bank;
5. Pengaruh terhadap bank; dan
6. Sanksi administrasi.

Significant Cases Faced by Board of Commissioners and Board of Directors

There were no significant cases faced by the Board of Commissioners and Board of Directors of Bank Victoria throughout 2019. Therefore, there is no information that can be submitted on:

1. Parties;
2. Nominal value;
3. Case settlement status;
4. Risks faced by the Bank;
5. Impact to the Bank; and
6. Administrative sanction.

Sanksi Administrasi

// Administrative Sanctions

Selama tahun 2019, Bank Victoria mendapatkan sanksi administratif dan sanksi finansial sebagai berikut.

Throughout 2019, Bank Victoria received administrative sanctions and financial sanctions as follows.

Jenis Sanksi Type of Sanctions	Total (Rp)
Tidak lapor Laporan Harian Bank Umum Not submitting the Commercial Banks Daily Report	2,000,000
K/KRG Giro Wajib Minimum Dana Pihak Ketiga SGB K/KRG of Minimum Statutory Reserve of Third-Party Funds of SGB	244,600
Koreksi <i>offline</i> Data Offline Data correction	100,000

Program Anti Pencucian Uang dan Pencegahan Pendanaan Terorisme

// Anti Money Laundering and Counter Financing Terrorism Program

Dalam kegiatan usahanya, Bank menerapkan Undang-Undang Republik Indonesia No. 8 Tahun 2010 tentang Pencegahan dan Pemberantasan Tindak Pidana Pencucian Uang, serta Peraturan Otoritas Jasa Keuangan No. 23/POJK.01/2019 tentang Perubahan Atas Peraturan Otoritas Jasa Keuangan No. 12/POJK.01/2017 tentang Penerapan Program Anti Pencucian Uang dan Pencegahan Pendanaan Terorisme di Sektor Jasa Keuangan sebagai upaya menerapkan Program Anti Pencucian Uang (APU) dan Pencegahan Pendanaan Terorisme (PPT). Agar penerapan program APU dan PPT dapat berjalan efektif, Bank telah melakukan beberapa hal sebagai berikut.

1. Kebijakan dan Prosedur, yang meliputi:
 - a. Identifikasi dan verifikasi calon nasabah (termasuk *beneficial owner*);
 - b. *Customer due diligence* (CDD) atau penerapan prinsip-prinsip *know your customer* (KYC) dan *enhance due diligence* (EDD);
 - c. Penerapan *risk based approach* (RBA);
 - d. Area berisiko tinggi dan *politically exposed person* (PEP);
 - e. Pelaksanaan CDD/KYC oleh pihak ketiga;
 - f. Pemantauan dan pelaporan;
 - g. Prosedur transfer dana;
 - h. Sistem informasi manajemen;
 - i. *Human capital* dan pelatihan; dan
 - j. Pengendalian Internal.
2. Pengawasan Manajemen
Direksi Bank bertanggungjawab untuk memastikan bahwa penerapan Prinsip APU-PPT berjalan secara efektif dengan cara sebagai berikut.
 - a. Memastikan Bank memiliki kebijakan dan prosedur program APU-PPT;
 - b. Mengusulkan kebijakan tertulis program APU-PPT kepada Dewan Komisaris;
 - c. Memastikan penerapan program APU-PPT sesuai dengan kebijakan dan prosedur tertulis yang telah ditetapkan;
 - d. Membentuk unit kerja khusus yang melaksanakan program APU-PPT dan/atau menunjuk Pejabat yang bertanggungjawab terhadap Program APU-PPT di Kantor Pusat;
 - e. Melakukan pengawasan atas kepatuhan satuan kerja dalam menerapkan program APU-PPT;
 - f. Memastikan bahwa kantor cabang wajib memiliki unit kerja khusus dan memiliki:
 - 1) Karyawan yang menjalankan fungsi unit kerja khusus; atau
 - 2) Pejabat yang mengawasi penerapan program APU-PPT.
 - g. Memastikan bahwa kebijakan dan prosedur tertulis mengenai program APU-PPT sejalan dengan perubahan dan pengembangan produk, jasa, dan teknologi Bank serta sesuai dengan perkembangan modus pencucian uang atau pendanaan terorisme; dan

In its business activities, the Bank applies Law of the Republic of Indonesia No. 8 of 2010 on the Prevention and Eradication of the Criminal Action of Money Laundering, and Financial Services Authority Regulation No. 23/POJK.01/2019 on Amendment to Financial Services Authority Regulation No. 12/POJK.01/2017 on Implementation of Anti Money Laundering and Counter-Terrorism Financing Program Program in Financial Services Sector, as an effort to implement Anti Money Laundering Program (AML) and Counter-Terrorism Financing (CTF). In order for AML and CTF program to run effectively, the Bank has taken the following measures.

1. Policy and Procedure, that include:
 - a. Identification and verification of potential customers (including *beneficial owner*);
 - b. *Customer due diligence* (CDD) or application of *know your customer* (KYC) and *enhance due diligence* (EDD) principles;
 - c. Application of *risk-based approach* (RBA);
 - d. High risk areas and *politically exposed person* (PEP);
 - e. Implementation of CDD/KYC by third parties;
 - f. Monitoring and reporting;
 - g. Fund transfer procedures;
 - h. Management information system;
 - i. *Human capital* and training; and
 - j. Internal control.
2. Management control
The Bank's Board of Directors is responsible for ensuring that the implementation of AML-CTF Principles works effectively by:
 - a. Ensuring that the Bank has policies and procedures of AML/CTF programs;
 - b. Proposing a written APU-PPT policy program to the Board of Commissioners;
 - c. Ensuring implementation of AML-CTF programs in accordance with stipulated written policies and procedures.
 - d. Establishing special work force to work on AML-CTF programs and/or appointing Officer in charge of AML-CTF programs at the Head Office;
 - e. Monitoring the compliance of the work unit in implementing AML-CTF programs;
 - f. Ensuring the branch offices hold a special work unit and hold:
 - 1) Employees running the special work unit function; or
 - 2) Officers monitoring the implementation of AML-CTF programs.
 - g. Ensuring that written policies and procedures related to AML-CTF are in-line with the changes and development of the Bank's products, services, and technology, and follow the development mode of operation of money laundering and terrorism financing; and



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- h. Memastikan bahwa seluruh karyawan, khususnya karyawan dari unit kerja terkait dan karyawan baru, telah mengikuti pelatihan yang berkaitan dengan program APU-PPT secara berkala.

Pengawasan Dewan Komisaris dilakukan dengan:

- a. Menyetujui kebijakan tentang program APU-PPT; dan
- b. Memantau pelaksanaan tugas dan tanggung jawab Direksi dalam melaksanakan program APU-PPT.

3. Sumber Daya Manusia dan Pelatihan

Untuk menghasilkan sumber daya manusia yang mempunyai pengetahuan yang memadai didalam menjalankan tugas-tugasnya, maka Bank berkewajiban menyediakan program pelatihan bagi seluruh karyawannya di bidang APU-PPT. Adapun cakupan materi pelatihan diantaranya adalah sebagai berikut:

- a. Implementasi peraturan perundang-undangan yang terkait dengan program APU-PPT;
- b. Tipologi pencucian uang dan pendanaan terorisme; dan
- c. Kebijakan dan prosedur internal penerapan program APU-PPT serta peran dan tanggung jawab karyawan dalam memberantas pencucian uang dan pendanaan terorisme.

4. Audit dan Kepatuhan

Pemantauan oleh pihak independen secara berkala oleh Audit Internal dan audit eksternal, lengkap, dan utuh untuk menguji efektivitas pelaksanaan program APU-PPT serta dilaksanakan sesuai dengan ketentuan yang berlaku.

Berdasarkan hasil pemantauan dan audit yang dilaksanakan sepanjang tahun 2019, tidak ditemukan indikasi terjadinya tindak pidana pencucian uang dan pendanaan terorisme di Bank Victoria.

- h. Ensuring that all employees, particularly those from related work unit, as well as new employees, participate in trainings related to AML-CTF programs periodically.

Supervision by the Board of Commissioners is carried out by:

- a. Approving policies on AML-CTF programs; and
- b. Monitoring the implementation of Board of Directors' duties and responsibilities in implementing AML-CTF programs.

3. Human Resources and Training.

To produce human capital who has adequate knowledge in performing the duties, the Bank must provide training programs for all employees in AML-CTF. The training materials are as follows:

- a. Implementation of laws and regulations related to AML-CTF programs;
- b. Typology of money laundering and terrorism financing; and
- c. Internal policies and procedures for the implementation of AML-CTF programs, as well as employees' roles and responsibilities in combating money laundering and terrorism financing.

4. Audit and Compliance

Monitoring by independent parties carried out periodically by Internal and External Auditors, comprehensive and coherent to evaluate the effectiveness AML-CTF programs implementation as well as to ensure that they are carried out in accordance with the applicable laws and regulations.

In accordance with the monitoring and audit results conducted throughout 2019, no indication of money laundering and terrorism funding was found in Bank Victoria.

Pemberian Dana Kegiatan Politik

// Provision of Funds for Political Activities

Selama tahun 2019, Bank Victoria tidak terlibat di dalam kegiatan politik, serta tidak memberikan dana untuk kepentingan politik.

During 2019, Bank Victoria was not involved in political activities, nor did it provide funds for political purposes.

Kode Etik

// Code of Conduct

Sebagai lembaga keuangan yang berkomitmen penuh dalam menjalankan prinsip-prinsip GCG dalam setiap lini bisnis, Bank Victoria telah menetapkan Kode Etik berdasarkan pada Surat Keputusan Direksi No. 012/SK-DIR/12/18 tanggal 27 Desember 2018 tentang Pedoman Kode Etik Karyawan PT Bank Victoria International Tbk. *Code of Conduct* disusun untuk menjadi acuan perilaku bagi Dewan Komisaris, Direksi dan seluruh karyawan Bank dalam menerapkan nilai-nilai dan etika bisnis agar menjadi bagian dari budaya Bank guna mencapai Visi dan Misi Bank. Pelaksanaan Kode Etik sebagai pedoman berperilaku secara profesional, bertanggung jawab, wajar, patut dan dipercaya dalam melakukan hubungan bisnis dengan para pelanggan, rekanan, maupun dengan rekan sekerja menjadi tanggung jawab seluruh insan Bank Victoria.

As a financial institution that is fully committed in carrying out GCG principles in every business line, Bank Victoria has established the Code of Conduct based on the Board of Directors' Decision Letter No. 012/SK-DIR/02/18 dated 27 December 2018 on Guidelines of Employee's Code of Conduct of PT Bank Victoria International Tbk. The Code of Conduct is prepared to serve as a benchmark for the Board of Commissioners, Directors, and all of the Bank's employees in applying values and business ethics to be part of the Bank's culture in order to achieve the Bank's Vision and Mission. The implementation of Code of Conduct as behavioral guidelines in a professional, responsible, reasonable, proper, and trustworthy manner in building business relationships with the customers, partners, and co-workers becomes the responsibility of all Bank Victoria employees.

Pokok Isi Kode Etik

Kode Etik berisi komitmen Bank kepada berbagai pihak yang berkepentingan dan merupakan perwujudan dari etika bisnis serta etika kerja bagi segenap insan Bank Victoria. Pokok isi dari Kode Etik Bank Victoria diuraikan sebagai berikut.

Principles of Code of Conduct

The Code of Conduct contains the Bank's commitment to various stakeholders and is the embodiment of business ethics and work ethics for all Bank Victoria employees. The main contents of Bank Victoria Code of Conduct are outlined as follows.

Standar Perilaku Karyawan Standard Code of Conduct	Uraian Description
Sikap dan Perilaku Attitude and Behavior	Penting bagi Bank untuk mendapatkan citra yang baik dan terhormat dalam masyarakat. Citra yang baik itu dapat dibentuk oleh cara melayani ke luar kepada nasabah, calon nasabah, relasi, rekanan, dan sama pentingnya adalah cara pelayanan ke dalam diantara sesama karyawan sendiri. Sikap dan perilaku dalam pelayanan ke luar dan ke dalam sangatlah menentukan dan berdampak luas. Bank Victoria telah memiliki standar sikap dan perilaku yang baik untuk seluruh karyawan Bank Victoria. It is important for the Bank to get a good and respectable image in the community. A good image can be established by how to serve out to the existing customers, potential customers, associates, partners, and what equally important is the service method among fellow employees. Attitude and behavior in outward and inward service are very decisive and have broad impact. Bank Victoria has a good standard of attitudes and behavior for all Bank Victoria employees.
Penanganan Benturan Kepentingan Management of Conflict of Interest	Semua keputusan yang menyangkut penilaian terhadap karyawan, nasabah dan rekanan harus semata-mata menjadi dasar pertimbangan yang obyektif dengan persyaratan yang berlaku di Bank. Karyawan yang memiliki hubungan kekerabatan dengan karyawan lain di Bank, harus melaporkan hubungan kekerabatan tersebut kepada Divisi <i>Human Capital Management and General Affair</i> . Hal ini dilakukan agar <i>Divisi Human Capital Management dan General Affair</i> dapat mengatur posisi masing-masing karyawan agar tidak saling menimbulkan benturan kepentingan. Hubungan kekerabatan yang dimaksud adalah hubungan keluarga sampai derajat kedua dalam garis lurus maupun garis ke samping. All decisions concerning assessment to employees, customers, and partners must be based solely on objective judgment with regard to the Bank's applicable requirements. Any employee having a kinship relationship with another employee at the Bank must report such relationship to the Human Capital Management and General Affair Division. This is done so that the Human Capital Management and General Affair Division can arrange the position of each employee to ensure that there is no conflict of interest arising. Kinship relationship here means family relationship up to the second degree in a straight line or a line to the side.



Aspek Pendukung Bisnis
Aspect of Business Support



Tata Kelola Perusahaan
Good Corporate Governance



Tanggung Jawab Sosial Perusahaan
Corporate Social Responsibility



Struktur Permodalan dan Praktik Manajemen Risiko
Capital Structure and Risk Management Practices

Standar Perilaku Karyawan Standard Code of Conduct	Uraian Description	
Pemberian dan Penerimaan Hadiah dan Donasi Giving and Receiving Gifts and Donations	Dalam melakukan kegiatan memasarkan produk dan jasa Bank ataupun calon rekanan, karyawan Bank yang bertugas harus senantiasa memperhatikan kepentingan Bank dengan tetap menciptakan dan memelihara hubungan yang baik dengan calon nasabah atau nasabah atau rekanan. Setiap karyawan Bank harus selalu menjaga agar keputusan dalam pemberian, penambahan fasilitas Bank kepada nasabah hanya berdasarkan atas pertimbangan kriteria kelayakan yang telah digariskan. Pemberian dan penambahan fasilitas yang berdasar hanya pada hubungan baik/pribadi atau pemberian-pemberian nasabah kepada karyawan (sebagai ungkapan terima kasih, simpati, atau keinginan mendapatkan perhatian).	In conducting marketing activities of the Bank's products and services, the Bank's employee-on duty must always pay attention to the Bank's interests while establishing and maintaining good relationships with existing or potential customers and partners. Every employee of the Bank must always maintain so that the decisions on granting, adding Bank facilities to customers are only based on consideration of the outlined eligibility criteria. Granting and adding facilities that is based solely on good/personal relationships or customer gifts to employees (as an expression of gratitude, sympathy, or interest in getting attention).
Kepatuhan Terhadap Peraturan Compliance with Regulations	Bank dan karyawan Bank harus melaksanakan peraturan perundang-undangan dan peraturan Bank. Dewan Komisaris harus memastikan bahwa Direksi dan karyawan Bank melaksanakan peraturan perundang-undangan dan peraturan Bank. Bank harus melakukan pencatatan atas harta, utang, dan modal secara benar sesuai dengan prinsip akuntansi yang berlaku umum.	Banks and employees of the Bank must carry out the Bank's laws and regulations. The Board of Commissioners must ensure that the Board of Directors and employees of the Bank carry out the Bank's laws and regulations. The Bank must keep records of assets, debts, and equity properly in accordance with the generally accepted accounting principle.
Penanganan Informasi dan Data Handling of Information and Data	Dalam melaksanakan kegiatannya, Bank akan meminta atau mewajibkan nasabahnya untuk memberikan informasi dan data keuangan, manajemen ataupun pribadi. Bank mempunyai tanggung jawab untuk tetap menjaga kerahasiaan data dan informasi yang diberikan nasabah kepada Bank, walaupun selain informasi data nasabah, Bank juga memiliki informasi internal yang bersifat rahasia. Bank memiliki kepentingan agar semua informasi internal tersebut terjaga kerahasiaannya dan tidak dimanfaatkan oleh pihak lain yang dapat berakibat merugikan kepentingan Bank.	In conducting its activities, the Bank will request or requires its customers to provide financial, management, and personal information or data. The Bank has the responsibility to maintain the confidentiality of data and information provided by the customers, and in addition to customers' data information, the Bank also has confidential internal information. The Bank is concerned that all internal information is kept confidential and not utilized by other party who may adversely affect the Bank's interests.
Aktivitas Berpolitik Karyawan Employee's Political Activity	Bank tidak dilarang dan memiliki kebebasan untuk berpartisipasi dalam kegiatan politik di Republik Indonesia ini. Namun demikian, karyawan tidak diperkenankan meninggalkan tugas dan kewajibannya sebagai karyawan Bank untuk melakukan aktivitas politiknya.	The Bank is not prohibited and has the freedom to participate in political activities in the Republic of Indonesia. However, employees are not permitted to leave their duties and obligations as the Bank's employees for their political activities.
Pelaporan atas Pelanggaran dan Perlindungan Pelapor Reporting on Violations and Protection to Whistleblower	Dewan Komisaris berkewajiban untuk menerima dan memastikan bahwa pengaduan tentang pelanggaran terhadap etika bisnis, pedoman perilaku, peraturan perusahaan dan peraturan perundang-undangan, diproses secara wajar dan tepat waktu. Dalam pelaksanaannya, Dewan Komisaris memberikan tugas kepada Komite Nominasi dan Remunerasi.	The Board of Commissioners is obliged to accept and ensure that complaints regarding violations of business ethics, code of conduct, company regulations, and laws and regulations are processed properly and timely. In its implementation, the Board of Commissioners assigns duties to the Nomination and Remuneration Committee.

Komitmen Kepatuhan Terhadap Kode Etik

Bank Victoria senantiasa berkomitmen dalam mematuhi Kode Etik sebagai standar etika tertinggi dalam menjalankan setiap kegiatan bisnis maupun operasionalnya, selain peraturan perundang-undangan yang berlaku. Dalam rangka meningkatkan dan memperkuat penerapan Kode Etik dan reputasi Bank, maka seluruh level organisasi Bank, tanpa terkecuali, diwajibkan untuk menandatangani Surat Pernyataan yang dimuat pada halaman akhir Kode Etik.

Commitment to Compliance with Code of Conduct

Bank Victoria is committed to comply with the Code of Conduct as the highest ethical standard in conducting its business and operational activities, in addition to the applicable laws and regulations. To improve and strengthen the application of the Code of Conduct and the Bank's reputation, all Bank's employees are, without exception, required to sign a Declaration Letter stated on the final page of the Code of Conduct.

SURAT PERNYATAAN STATEMENT LETTER

Saya yang bertanda tangan dibawah ini, dengan ini menyatakan sudah membaca, mempelajari, dan mengerti Kode Etik Perilaku Karyawan PT Bank Victoria International, Tbk. dan berjanji untuk mentaati dan melaksanakannya dengan sebaik-baiknya

I, the undersigned, hereby declare that I have read, learned, and understood the Code of Conduct for Employees of PT Bank Victoria International, Tbk. and promise to adhere to and implement it to the best measure possible

Saya bersedia dikenakan sanksi sesuai dengan aturan yang berlaku di PT Bank Victoria International, Tbk., bila ternyata dikemudian hari saya melakukan pelanggaran atas Kode Etik Perilaku Karyawan PT Bank Victoria International, Tbk.

I am willing to be sanctioned according to the regulations applicable at PT Bank Victoria International, Tbk., if in the future I have apparently violated the Employee's Code of Conduct of PT Bank Victoria International, Tbk.

.....2019

Yang Membuat Pernyataan/ Person Making Statement, ,

(.....)

Jabatan / Position :
Bagian / Department :

Penyebarluasan dan Sosialisasi Kode Etik

Penyebarluasan dan sosialisasi Kode Etik Bank Victoria diungkapkan dan/atau disebarkan kepada seluruh karyawan melalui media internal Bank yang dapat diakses dan dibuka setiap saat oleh semua karyawan. Bank secara berkala juga menyampaikan tentang etika bisnis untuk dapat dilaksanakan secara tertib melalui media memo dan/atau surat dari Direksi ataupun Divisi yang bertanggung jawab dalam mengelola etika bisnis. Kode Etik juga diungkapkan dan disampaikan melalui pembagian buku saku yang wajib dipelajari dan dilaksanakan oleh setiap karyawan Bank.

Selain itu, Bank Victoria senantiasa mengingatkan kepada segenap karyawannya mengenai penerapan Kode Etik melalui berbagai pelatihan, pelaksanaan induksi untuk para karyawan baru, serta melalui forum-forum pelatihan yang melibatkan pihak eksternal.

Uraian lebih jelas mengenai Pedoman Kode Etik Karyawan telah dimuat pada situs web Bank pada bagian Tata Kelola (https://www.victoriabank.co.id/uploads/2019-03-12_Pedoman%20Kode%20Etik%20Perilaku%20Karyawan.pdf).

Upaya Penerapan dan Penegakan Kode Etik

Penerapan dan penegakan Kode Etik Bank Victoria berlaku bagi seluruh jajaran Bank, tanpa terkecuali, mulai dari Dewan Komisaris, Direksi, karyawan dan individu lain yang terkait dengan bisnis Bank. Tanggung jawab dari keberhasilan penerapan Kode Etik diemban oleh seluruh pimpinan di lingkungan Unit Kerja masing-masing. Terkait hal ini, seluruh pimpinan Unit Kerja melaksanakan tanggung jawabnya dengan memberikan pemahaman penerapan tentang Kode Etik kepada karyawan di lingkungan Unit Kerja masing-masing.

Dissemination and Socialization of Code of Conduct

The dissemination and socialization of Bank Victoria's Code of Conduct is disclosed and/or distributed to all employees through the Bank's internal media that can be accessed and open at any time by all employees. The Bank also periodically disseminates about business ethics to be carried out in an orderly manner through memos and/or letters from the Board of Directors or Divisions responsible for managing business ethics. The Code of Conduct is also disclosed and submitted through the distribution of compulsory pocket book that must be studied and carried out by every Bank employee.

In addition, Bank Victoria constantly reminds all its employees about the implementation of the Code of Conduct through various trainings, induction training for new employees, and through training forums involving external parties.

Further description on the Employee's Code of Conduct has been posted on the Bank's website in the Governance section (https://www.victoriabank.co.id/uploads/2019-03-12_Pedoman%20Kode%20Etik%20Perilaku%20Karyawan.pdf).

Effort to Implement and Enforce the Code of Conduct

The implementation and enforcement of Bank Victoria's Code of Conduct apply to all levels of the Bank, without exception, from the Board of Commissioners, Directors, employees, and other individuals engaged in the Bank's business. The responsibility of successful implementation of the Code of Conduct is carried out by all leaders in their respective Work Units. In this regard, all managers of the Work Unit carry out their responsibilities by providing an understanding of the implementation of Code of Conduct to the employees in their respective Work Units.

Selain itu, keberhasilan penerapan Kode Etik juga membutuhkan kesadaran pribadi dari seluruh pihak jajaran Bank Victoria dalam menerapkannya pada aktivitas sehari-hari. Bentuk tanggung jawab ini tercermin dari kesediaan setiap jajaran Bank untuk melaporkan apabila terdapat rekan kerja atau karyawan lain yang diyakini melakukan tindakan melanggar Kode Etik. Penyampaian fakta penyimpangan tersebut dapat dilakukan melalui mekanisme *whistleblowing system*.

Bentuk Pelanggaran dan Jenis Sanksi

Tindakan penyimpangan yang dilakukan baik secara sengaja atau tidak sengaja dengan mempertimbangkan motif dari tindakan baik secara finansial maupun non finansial, termasuk apakah sebelumnya karyawan telah diingatkan atas tindakan terkait, maka bentuk sanksi atas penyimpangan tersebut antara lain:

1. Teguran Lisan.
2. Surat Peringatan Pertama, Kedua, sampai dengan Ketiga.
3. Tidak memperoleh Bonus Umum Tahunan dan atau Bonus Prestasi.
4. Tidak memperoleh kenaikan gaji dan/atau kenaikan pangkat untuk periode waktu tertentu.
5. Skorsing (dirumahkan sementara).
6. Demosi (penurunan pangkat atau posisi)
7. Pemutusan Hubungan Kerja (PHK).

In addition, the successful implementation of the Code of Conduct also requires personal awareness from all parties of Bank Victoria in applying it to everyday activities. This form of responsibility is reflected in the willingness of each Bank employee to report in the event of any colleague or other employee is believed to have committed any violation of the Code of Conduct. The delivery of the fact of such deviation can be done through whistleblowing mechanism.

Violation forms and Types of Sanction

Violation acts committed either intentionally or unintentionally, with due observance of motives of the acts both financially or non financially, including whether the related employee had received any prior warnings on such acts, types of sanction for such violations are among others:

1. Verbal Reprimand.
2. First, Second, up to Third Warning Letter.
3. Not receiving any Annual General Bonus and or Achievement Bonus.
4. Not receiving any salary increment and/or positional promotion for certain period of time.
5. Suspension (temporary suspension).
6. Demotion (degradation of rank or position)
7. Termination of Employment (PHK).

Bentuk Pelanggaran Violation Forms	Jenis Sanksi Types of Sanctions
Ringan Minor	Kejadian pertama, minimal teguran lisan dan maksimal surat peringatan pertama. Kejadian kedua, minimal surat peringatan maksimal surat peringatan ketiga. Untuk kejadian ketiga dan seterusnya minimal surat peringatan kedua dan maksimal pengunduran diri. First incident, verbal reprimand at minimum, and first warning letter at maximum. Second incident, second warning letter at minimum, third warning letter at maximum. Third incident and so on, second warning letter at minimum and resignation at maximum.
Sedang Moderate	Kejadian pertama minimal surat peringatan pertama dan maksimal surat peringatan kedua. Kejadian kedua, minimal surat peringatan kedua dan maksimal pengunduran diri. First incident, first warning letter at minimum and second warning letter at maximum. Second incident, second warning letter at minimum and resignation at maximum.
Berat Severe	Kejadian pertama, minimal tidak diberikan kenaikan gaji dan maksimal pengunduran diri. First incident, no salary increments at minimum and resignation at maximum

Laporan Penyimpangan Internal Tahun 2019

Bank Victoria secara konsisten memberikan sanksi tegas terhadap pelanggaran Kode Etik. Pelanggaran yang dilakukan oleh Dewan Komisaris dan Direksi akan diberi sanksi sesuai ketentuan pada Anggaran Dasar Bank dan keputusan RUPS. Sedangkan, pemberian sanksi terhadap karyawan dilakukan sesuai dengan aturan kepegawaian yang berlaku. Pelanggaran Kode Etik yang terjadi selama tahun 2019 ditunjukkan sebagai berikut.

Internal Deviation Report in 2019

Bank Victoria has consistently given strict sanctions against the violation of Code of Conduct. Violations committed by the Board of Commissioners and the Board of Directors will be sanctioned in accordance with the provisions of the Bank's Articles of Association and GMS resolutions. Meanwhile, the provision of sanctions against employees is done in accordance with the applicable employment regulations. Code of conduct violations occurred in 2019 are as follows.

Uraian Description	Surat Peringatan Warning Letter		Surat Teguran Reprimand Letter	
	2019	2018	2019	2018
Ringan Minor	11	14	10	13
Sedang Moderate	8	1	-	-
Berat Severe	-	-	-	-
Total	19	15	10	13

Trend Kualitas Penerapan Kode Etik

Kualitas penerapan Kode Etik di Bank Victoria telah berjalan cukup baik. Seluruh peraturan yang tercantum dalam Kode Etik telah dipenuhi oleh karyawan Bank Victoria.

Trend on Quality of Code of Ethics Implementation

The quality of implementation of Code of Conduct at Bank Victoria has been well. All regulations outlined in the Code of Conduct have been fulfilled by Bank Victoria's employees.

Pengendalian Gratifikasi

// Gratification Control

Bank Victoria senantiasa menghimbau kepada seluruh karyawan di setiap level Manajemen untuk tidak memberi atau menerima pemberian atau imbalan dari nasabah, vendor, rekanan, mitra kerja, dan pihak ketiga lainnya atas jasa yang diberikan oleh karyawan dalam menjalankan tugas dan tanggung jawabnya. Himbauan tersebut telah disosialisasikan dan tercantum dalam Kode Etik Bank Victoria.

Bank Victoria constantly calls its employees in all management level to not give or receive gratification or benefit from customers, vendors, partners, associates, and other third parties for services provided by the employees in carrying out their duties and responsibilities. Such call is disseminated and contained in Bank Victoria's Code of Ethics.

Pengelolaan Pengendalian Gratifikasi

Pengelolaan pengendalian gratifikasi Bank Victoria dilakukan melalui penerapan kewajiban pelaporan gratifikasi/parcel dalam bentuk apapun, baik gratifikasi/parcel yang diterima Dewan Komisaris, Direksi, Pejabat Eksekutif, Pimpinan Kantor, karyawan Bank Victoria, serta anggota keluarganya. Pelapor wajib mengisi formulir penerimaan gratifikasi/parcel. Selanjutnya, formulir tersebut diserahkan kepada Divisi Audit *Internal/Integrated and Anti Fraud* untuk ditindaklanjuti.

Management of Gratification Control

Bank Victoria's management of Gratification Control is carried out through implementation of obligation to report gratification/parcel in any, either gratification/parcel received by Bank Victoria's Board of Commissioners, Board of Directors, Executive Officers, Head of Office, and their family members. The reporter must fill in gratification/parcel receipt form. Thereafter, such form must be submitted to the Internal Audit /Integrated and Anti Fraud Division for further follow up.

Sosialisasi Kebijakan Pengendalian Gratifikasi

Sosialisasi kebijakan gratifikasi yang dimuat dalam Kode Etik dilakukan dengan cara disebarluaskan kepada seluruh karyawan Bank melalui media internal agar mudah diakses oleh semua karyawan Bank.

Dissemination of Gratification Control Policy

Dissemination of gratification policy stipulated in the Code of Conduct is spread to all of the Bank's employees through internal media so that it can be accessed easily by all of the Bank's employees.

Laporan Gratifikasi Tahun 2019

Sepanjang tahun 2019, tidak terdapat laporan gratifikasi yang mengandung *fraud* yang disampaikan kepada Divisi Audit *Internal/Integrated and Anti Fraud*.

Gratification Report in 2019

Throughout 2019, there were no gratification reports containing fraud submitted to the Internal Audit/Integrated and Anti Fraud Division.

Sistem Pelaporan Pelanggaran

// Whistleblowing System

Sistem pelaporan pelanggaran (*whistleblowing system/WBS*) menjadi salah satu kesungguhan dan wujud nyata dari Bank Victoria dalam mengimplementasikan GCG. WBS merupakan sistem yang diterapkan oleh Bank dalam mengelola pengaduan atau pengungkapan mengenai perilaku melanggar hukum dan/atau perbuatan tidak etis dengan mengoptimalkan peran pengurus, karyawan Bank, dan mitra kerja dalam mengungkapkan pelanggaran yang terjadi di lingkungan Bank.

Kebijakan Sistem Pelaporan Pelanggaran

Bank Victoria telah memiliki kebijakan mengenai pelaksanaan WBS sebagaimana diatur dalam Surat Keputusan Direksi No. 006/SK-DIR/02/16 tanggal 19 Februari 2016 tentang Standar Operasional Prosedur *Whistleblowing System* PT Bank Victoria International Tbk. Kebijakan WBS tersebut disusun sesuai peraturan perundang-undangan yang telah dikeluarkan oleh regulator, diantaranya:

1. Undang-Undang No. 10 Tahun 1998 tentang Perbankan;
2. Undang-Undang No. 8 Tahun 1995 tentang Pasar Modal;
3. Undang-Undang No. 13 Tahun 2003 tentang Ketenagakerjaan;
4. Undang-Undang No. 13 Tahun 2006 tentang Perlindungan Saksi dan Korban;
5. Undang-Undang No. 40 Tahun 2007 tentang Perseroan Terbatas;
6. Undang-Undang No. 8 Tahun 2010 tentang Pencegahan dan Pemberantasan Tindak Pidana Pencucian Uang;
7. Peraturan Pemerintah No. 45 Tahun 1995 tentang Penyelenggaraan Kegiatan di Bidang Pasar Modal;
8. Peraturan Pemerintah No. 57 Tahun 2003 tentang Tata Cara Perlindungan Khusus bagi Pelapor dan Saksi Tindak Pidana Pencucian Uang;
9. Peraturan Kapolri No. 17 Tahun 2005 tentang Tata Cara Perlindungan Khusus bagi Pelapor dan Saksi Tindak Pidana Pencucian Uang;
10. Peraturan Otoritas Jasa Keuangan No. 55/POJK.03/2016 tentang Penerapan Tata Kelola bagi Bank Umum;
11. Peraturan Otoritas Jasa Keuangan No. 12/POJK.01/2017 tentang Penerapan Program Anti Pencucian Uang dan Pencegahan Pendanaan Terorisme di Sektor Jasa Keuangan;
12. Peraturan Otoritas Jasa Keuangan No. 39/POJK.03/2019 tentang Penerapan Strategi *Anti Fraud* Bagi Bank Umum; dan
13. Surat Edaran Bank Indonesia No. 13/28/DPNP tanggal 9 Desember 2011 tentang Penerapan Strategi *Anti fraud* bagi Bank Umum.

Kebijakan WBS tersebut mengatur tentang struktur pengelolaan WBS, mekanisme kerja, mulai dari pelaporan pelanggaran,

The whistleblowing system (WBS) becomes one of the seriousness and concrete manifestation of Bank Victoria in implementing GCG. WBS is a system implemented by the Bank to manage complaints or disclosures unlawful and/or unethical conduct by optimizing the role of the Bank's management, employees, and partners in disclosing any violations occurred within the Bank.

Policy of Whistleblowing System

Bank Victoria has had a whistleblowing system policy as stipulated in the Director's Decree No. 006/SK-DIR/02/16 dated 19 February 2016 on Standard Operating Procedure of Whistleblowing System of PT Bank Victoria International Tbk. The WBS policy is prepared in accordance with the laws and regulations issued by the regulators, which include:

1. Law No. 10 of 1998 on Banking;
2. Law No. 8 of 1995 on Capital Market;
3. Law No. 13 of 2003 on Manpower;
4. Law No. 13 of 2006 on Protection of Witness and Victim;
5. Law No. 40 of 2007 on Limited Liability Company;
6. Law No. 8 of 2010 on the Prevention and Eradication of the Criminal Act of Money Laundering;
7. Government Regulation No. 45 of 1995 on Implementation of Activities in Capital Market Sector;
8. Government Regulation No. 57 of 2003 on Procedures of Special Protection for Whistleblower and Witness of the Criminal Act of Money Laundering;
9. Head of Police Regulation No. 17 of 2005 on Procedures of Special Protection for Whistleblower and Witness of the Criminal Act of Money Laundering;
10. Financial Services Authority Regulation No. 55/POJK.03/2016 on Implementation of Governance for Commercial Bank;
11. Financial Services Authority Regulation No. 12/POJK.01/2017 on the Implementation of Anti-Money Laundering and Counter Terrorism Financing Program in Financial Services Sector;
12. Financial Services Authority Regulation No. 39/POJK.03/2019 on Implementation of Anti-Fraud Strategy for Commercial Banks; and
13. Circular Letter of Bank Indonesia No. 13/28/DPNP dated 9 December 2011 on the Implementation of Anti-fraud Strategy for Commercial Bank.

The WBS policy governs the WBS management structure, work mechanisms, ranging from violation reporting, legal basis of

landasan hukum perlindungan pelapor, perlindungan yang diberikan, serta *monitoring* dan *review*. Kebijakan WBS juga mengatur kewajiban tim pengelola WBS untuk:

1. Melakukan program promosi dan sosialisasi secara ekstensif dan intensif sehingga diperoleh pemahaman yang benar terhadap pelaksanaan prosedur WBS;
2. Menyelenggarakan tata laksana organisasi sedemikian rupa sehingga kerahasiaan pelapor tetap terjamin, namun laporan pelanggaran yang disampaikan juga dapat ditangani dengan baik serta terdokumentasi dengan baik;
3. Melakukan laporan setiap semester kepada Direksi tentang pelaksanaan program WBS terkait laporan dugaan pelanggaran, meliputi sekurang-kurangnya:
 - a. Apakah prosedur WBS dapat diterapkan dengan baik dan mendapatkan sambutan yang positif dari karyawan ataupun para pemangku kepentingan lainnya?
 - b. Apakah prosedur WBS cukup efektif dalam melakukan deteksi dini dan pencegahan penyimpangan ataupun pelanggaran?
 - c. Apakah terdapat suatu pola pelanggaran tertentu yang sering berulang? Apakah kira-kira penyebabnya?
 - d. Saran perbaikan untuk meningkatkan efektifitas penerapan WBS dalam mencapai sasaran penciptaan iklim kerja yang terbuka, tulus dan bertanggung jawab.

Sosialisasi Kebijakan Sistem Pelaporan Pelanggaran

Sosialisasi kebijakan WBS Bank Victoria dilakukan oleh tim pengelola WBS di kalangan internal Bank. Kegiatan sosialisasi tersebut disampaikan kepada seluruh karyawan pada forum pelatihan, serta melalui email yang setiap bulan dikirimkan kepada seluruh karyawan. Selain itu, kebijakan WBS juga disosialisasikan melalui *website* Bank dan berbagai media, seperti buletin internal, poster, sosialisasi etika, maupun presentasi langsung kepada pihak terkait. Sosialisasi ini ditujukan agar pihak internal maupun eksternal Bank mengetahui, memahami dan melaksanakan WBS secara konsisten.

Jenis Pelanggaran yang Dapat Dilaporkan

Beberapa jenis pelanggaran dan penyimpangan yang dapat dilaporkan berdasarkan kebijakan WBS Bank, namun tidak terbatas pada:

1. Seluruh tindakan melanggar hukum pidana (misalnya: pencurian, penipuan, penggunaan narkoba, dan lain sebagainya);
2. Penyalahgunaan wewenang dalam melayani nasabah, debitur, vendor atau pemasok lainnya (misalnya: penundaan pembayaran tidak beralasan, pemerasan, dan lain sebagainya);
3. Pelanggaran peraturan perbankan yang diatur dalam Undang-Undang tentang Perbankan (misalnya: tidak melaksanakan prinsip kehati-hatian, membuka rahasia nasabah kepada

whistleblower protection, protection provided, and monitoring and review. The WBS policy also regulates the obligations of WBS managing team to:

1. Promote and disseminate the programs extensively and intensively to obtain a profound understanding on the implementation of WBS procedures;
2. Administer an organization management in such a way that the confidentiality of the whistleblower is guaranteed, but the violation report submitted can also be handled properly and well-documented;
3. Conduct a semester report to the Board of Directors on the implementation of WBS program on allegedly infringement reports, which include at least:
 - a. Is the WBS procedure properly implemented and gained positive response from employees or other stakeholders?
 - b. Is the WBS procedure effective enough in early detection and prevention of irregularities or offenses?
 - c. Is there any particular pattern of repeated violations? What are the causes?
 - d. Suggestions for improvement is to increase the effectiveness of WBS implementation in achieving the objectives of creating an open, sincere, and responsible work climate.

Dissemination of Whistleblowing System Policy

The dissemination of Bank Victoria's WBS policy is conducted by WBS management team within the Bank's internal circle. The dissemination activity is delivered to all employees on training forum, as well as via emails sent monthly to all employees. In addition, WBS policy is also disseminated through the Bank's website and various media, such as internal newsletters, posters, ethical socialization, and direct presentations to related parties. This dissemination is intended for internal and external parties of the Bank to know, understand, and implement WBS consistently.

Types of Violations that Can Be Reported

Several types of violations and irregularities that may be reported under WBS Bank policies, including but not limited to:

1. All actions that violate criminal law (e.g. theft, fraud, drug use, etc.);
2. Misuse of authority in serving the customers, debtors, vendors, or other suppliers (e.g. unwarranted payment delays, extortion, etc.);
3. Violation of banking regulations stipulated in Banking Law (for example: not practicing prudent principles, disclosing customers' confidential information to unauthorized parties,



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- yang tidak berhak, melakukan pencatatan yang tidak benar, meminta uang atas jasa pelayanan perbankan yang dilakukan);
4. Pelanggaran peraturan perpajakan atau aturan pelaporan keuangan perusahaan yang tidak sesuai dengan PSAK;
 5. Perbuatan yang dapat merugikan Bank, baik finansial maupun nonfinansial, termasuk menciderai citra Bank;
 6. Pelanggaran aturan internal (SOP) yang dapat menciderai integritas pelaporan perusahaan, baik di bidang keuangan ataupun bidang lainnya; dan
 7. Perbuatan yang membahayakan keselamatan dan kesehatan kerja.

Media dan Pihak yang Mengelola Pelanggaran

Media pelaporan pelanggaran yang diterapkan oleh Bank Victoria terdiri dari beberapa cara berikut:

1. Untuk pengaduan pelanggaran yang diduga dilakukan oleh karyawan Bank, penyampaian pengaduan pelanggaran ditujukan kepada Tim *Anti Fraud*. Pelaporan pelanggaran dapat dilakukan secara lisan, melalui surat, email atau sms kepada Tim *Anti Fraud* pada alamat:
 - a. Surat :
Kepada Direktur Utama dan ditembuskan kepada Unit *Anti Fraud*
di Graha BIP Lt. 10, Jl. Gatot Subroto
No. Kav. 23, RT 002 RW 002, Kel. Karet Semanggi, Kec. Setiabudi, Jakarta Selatan, 12930.
 - b. Email : unitantifraud@victoriabank.co.id
 - c. SMS/Handphone : 08118707649.
2. Untuk pengaduan pelanggaran yang diduga dilakukan oleh anggota Dewan Komisaris atau keluarganya, maka laporan ditujukan kepada Direktur Utama dengan alamat email unitantifrauddireksi@victoriabank.co.id.
3. Untuk pengaduan pelanggaran yang diduga dilakukan oleh anggota Direksi atau keluarganya, laporan pengaduan ditujukan kepada Dewan Komisaris dengan dengan alamat email unitantifraudkomisaris@victoriabank.co.id.
4. Jika terlapor merupakan anggota Tim *Anti Fraud*, maka laporan dugaan terjadinya pelanggaran dikirimkan langsung kepada Direktur Utama.

Mekanisme Pengelolaan Pelaporan Pelanggaran

Mekanisme pengelolaan pelaporan pelanggaran yang diterima Bank Victoria ditunjukkan dalam skema berikut.

- making incorrect records, asking for money for the banking services performed);
4. Violations of tax regulations or corporate financial reporting regulations that are not in accordance with PSAK;
 5. Acts that may harm the Bank, both financially and nonfinancially, including harm the Bank's image;
 6. Violations of internal rules (SOP) that may jeopardize the integrity of the corporate reporting, whether in finance or other fields; and
 7. Acts that endanger occupational safety and health.

Media and Party Managing Violations

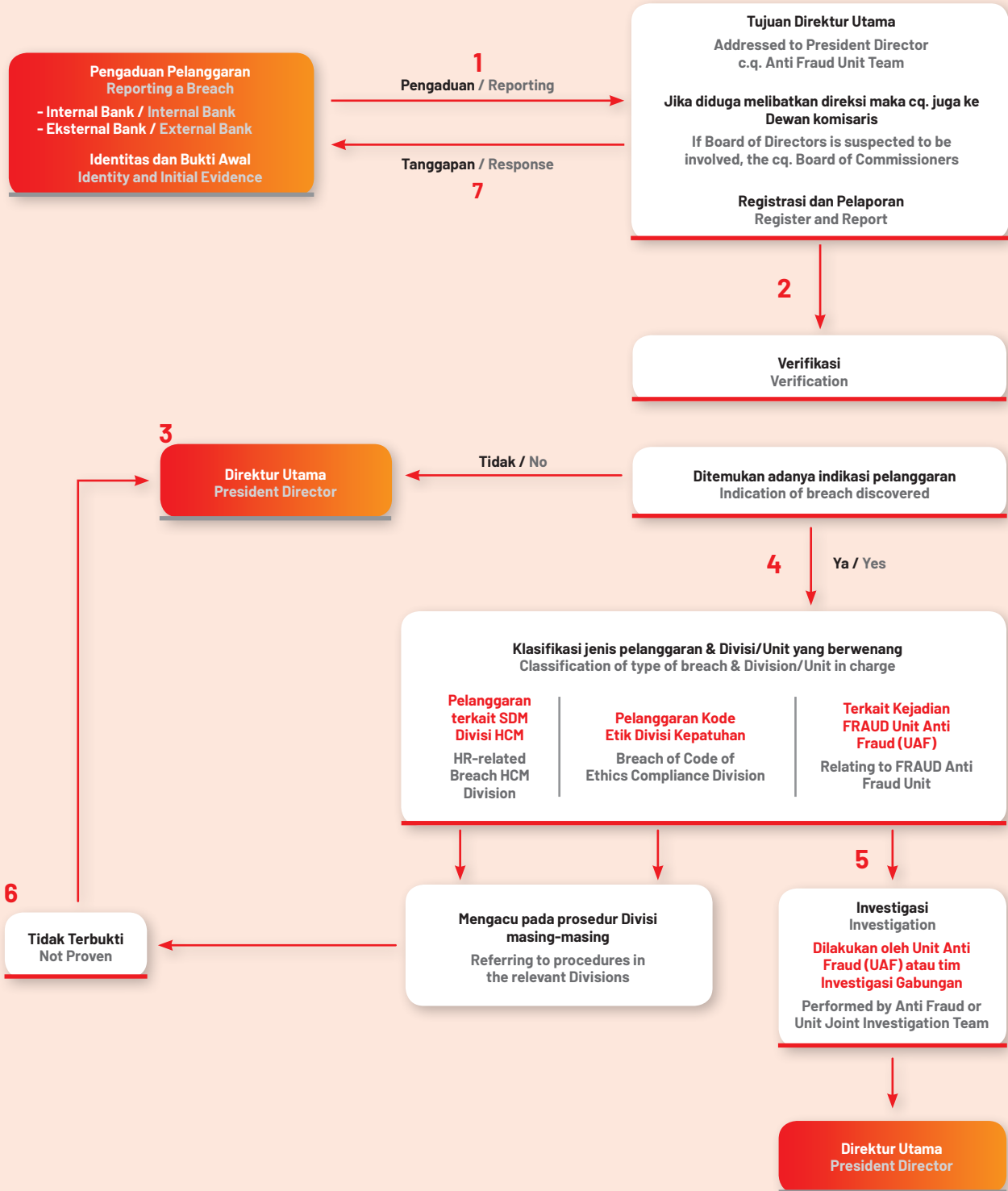
Media of violation reporting applied by Bank Victoria consists of several ways as follows:

1. For complaints of violations allegedly committed by the Bank's employees, submission of infringement complaints is addressed to the Anti-Fraud Team. Violation reporting can be done verbally, by mail, email, or SMS to Anti Fraud Team at the address:
 - a. Letter :
To the President Director and copy to Anti Fraud Unit

at Graha BIP Lt. 10, Jl. Gatot Subroto
No. Kav. 23, RT 002 RW 002, Kel. Karet Semanggi, Kec. Setiabudi, Jakarta Selatan, 12930.
 - b. Email : unitantifraud@victoriabank.co.id
 - c. SMS/Mobile phone : 08118707649.
2. For infringement allegedly committed by members of the Board of Commissioners or their families, the report is addressed to the President Director with the email address of unitantifrauddireksi@victoriabank.co.id.
3. For infringement allegedly committed by members of the Board of Directors or their families, the report is addressed to the Board of Commissioners with the email address of unitantifraudkomisaris@victoriabank.co.id.
4. If the reported person is a member of the Anti-Fraud Team, the alleged infringement report is sent directly to the President Director.

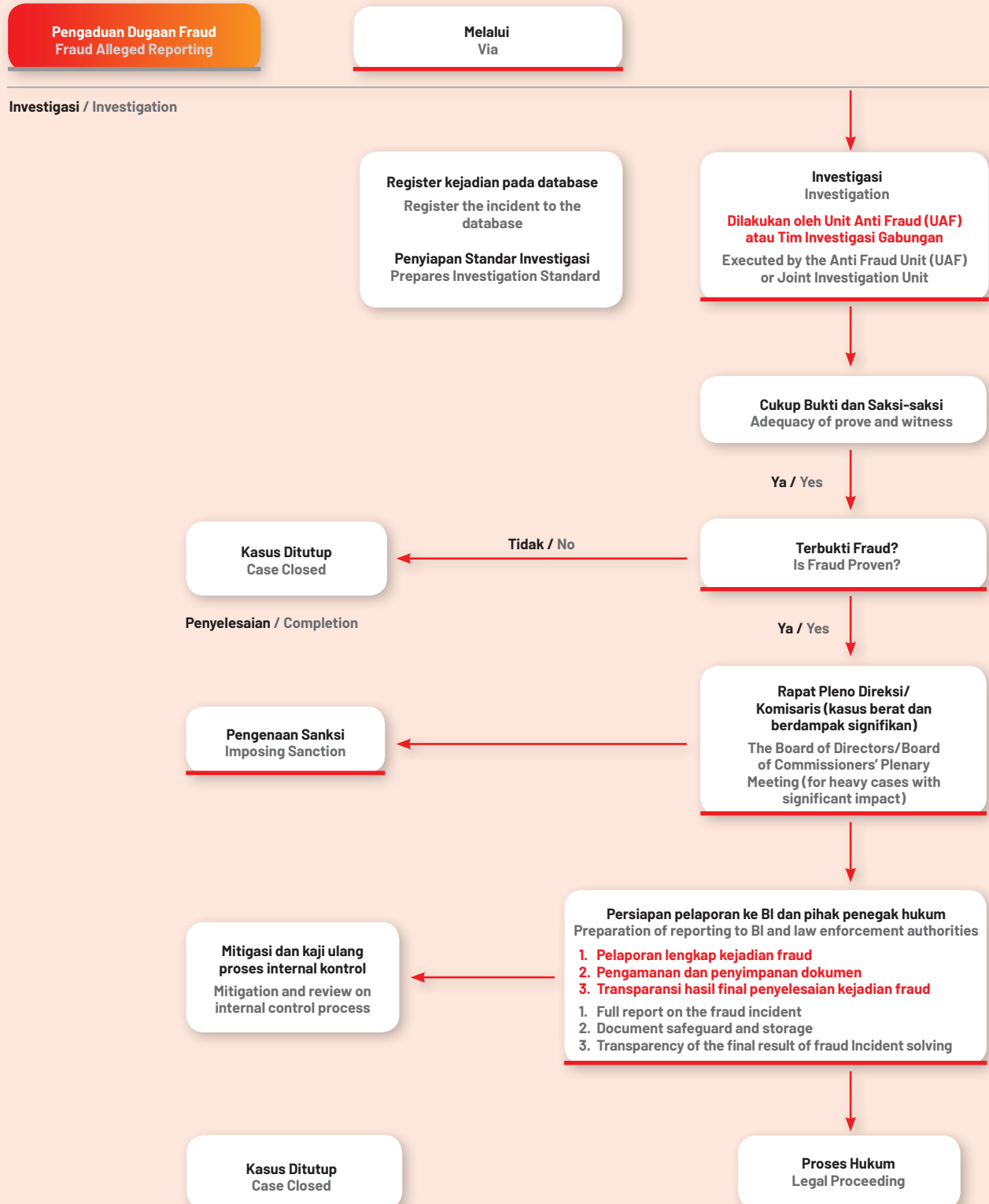
Mechanism of Whistleblowing Management

The reporting mechanism of violation received by Bank Victoria is shown in the following chart.



Adapun skema penyelesaian *fraud* ditunjukkan sebagai berikut.

The scheme for fraud resolution is as shown below.



Perlindungan bagi Pelapor

Untuk memudahkan Tim *Anti Fraud* dalam menindaklanjuti dan mendapatkan klarifikasi terkait pelaporan pelanggaran yang terjadi, Manajemen Bank Victoria sangat menyarankan agar identitas pelapor dicantumkan. Hal tersebut dilakukan guna memudahkan kelancaran investigasi. Meskipun demikian, kerahasiaan identitas pelapor akan tetap dijaga oleh Tim *Anti Fraud* serta dijamin oleh Direksi dan Dewan Komisaris.

Identitas pelapor juga diperlukan dalam menyampaikan hasil tindak lanjut penanganan dugaan laporan pelanggaran sehingga pelapor dapat mengetahui sejauh mana investigasi telah dilakukan dan hasil pelaporannya tidak sia-sia. Informasi minimum tentang pelapor yang diperlukan untuk keperluan komunikasi lebih lanjut meliputi alamat surat atau email atau nomor telepon atau nomor telepon genggam.

Adapun laporan anonim akan tetap diterima oleh Tim *Anti Fraud*. Meskipun demikian, laporan anonim tidak disarankan karena akan mempersulit komunikasi dengan pelapor dalam tindak lanjut dugaan pelanggaran tersebut. Laporan anonim yang diterima akan diseleksi dan ditindaklanjuti berdasarkan pertimbangan:

1. Tingkat potensi risiko dugaan pelanggaran yang dilaporkan;
2. Kredibilitas dan integritas dari substansi laporan dugaan pelanggaran; dan
3. Kemungkinan untuk memperoleh klarifikasi atau melaksanakan tindak lanjut dari terjadinya dugaan pelanggaran dari sumber-sumber lain.

Penanganan Pengaduan

Bank Victoria menerima dan menampung setiap laporan yang masuk, serta melakukan penyaringan terhadapnya. Laporan yang diyakini keakuratannya akan ditindaklanjuti oleh penerima pelaporan. Sedangkan, laporan yang tidak diyakini keakuratannya akan diabaikan dan disisihkan sebagai laporan yang tidak perlu ditindaklanjuti.

Apabila pelanggaran yang dilaporkan tidak terbukti melalui penyelidikan yang dilakukan oleh Tim *Anti Fraud*, maka pelapor tidak dikenakan sanksi. Selain itu, Bank Victoria menjamin pihak pelapor yang beritikad baik untuk melaporkan pelanggaran yang terjadi dengan memberikan jaminan perlindungan sebagai berikut.

1. Penyediaan saluran komunikasi pelaporan (lisan, telepon, *email*) yang bersifat rahasia yang dapat dipilih dengan bebas oleh pelapor ataupun penyediaan *Ombudsman* yang independen dan rahasia. Melalui saluran komunikasi ini, pelapor akan mendapatkan informasi tindak lanjut atas penanganan laporan dugaan pelanggaran yang disampaikan.
2. Jaminan atas kerahasiaan identitas pelapor, terkecuali bila terdapat tuntutan hukum yang mengharuskan identitas pelapor dibuka di hadapan Hakim.

Protection for Whistleblower

To facilitate the Anti-Fraud Team in following up and obtaining clarification related to the reported violation, Bank Victoria's Management strongly recommends that the identity of the whistleblower is included. This is done to facilitate seamless investigation. However, the confidentiality of the whistleblower identity will be kept by the Anti-Fraud Team and guaranteed by the Board of Directors and the Board of Commissioners.

The whistleblower identity is also required in delivering the result of the follow-up on the handling of the alleged violation report so that the whistleblower can find out the extent to which the investigation has been taken and that the report is not useless. The minimum information about the whistleblower required for further communication needs includes the mailing address or email or phone number or mobile phone number.

Anonymous report will still be accepted by the Anti Fraud Team. However, anonymous report is not suggested as it would complicate the communication with the whistleblower in following-up of the alleged offense. Anonymous report received will be selected and acted upon based on the following considerations:

1. The potential risk level of reported alleged violations;
2. The credibility and integrity of the substance of the allegedly infringing report; and
3. Possibility to clarify or follow-up of the alleged infringement from other sources.

Complaint Handling

Bank Victoria accepts and accommodates any incoming reports, as well as screening them. Reports believed to be accurate will be acted upon by the recipient of the report. Meanwhile, report that is not deemed accurate will be ignored and set aside as report that does not need follow-up.

In the even that a reported violation is not proven through an investigation conducted by the Anti-Fraud Team, then the whistleblower will not be imposed by sanctions. In addition, Bank Victoria guarantees whistleblower with good faith to report violations by providing the following safeguards.

1. The provision of a confidential reporting communication channel (verbal, telephone, email) which can be freely chosen by the whistleblower or the provision of an independent and confidential *Ombudsman*. Through these communication channels, the whistleblower will receive follow-up information on the handling of the alleged infringement reports.
2. Guarantees on the confidentiality of the whistleblower identity, unless there is a lawsuit requiring the whistleblower identity to be disclosed before the Judge.



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3. Apabila pelapor merasa terancam setelah melaporkan adanya tindakan pelanggaran, maka dalam hal ini, Bank berkewajiban untuk melakukan perlindungan yang meliputi:
 - a. Perlindungan fisik, baik terhadap dirinya sendiri maupun keluarganya;
 - b. Perlindungan terhadap harta benda miliknya dan milik keluarganya atas teror ataupun pembalasan yang harus dialaminya;
 - c. Perlindungan administratif yang berupa penundaan kenaikan pangkat, pemecatan, pengucilan di tempat kerja, mutasi yang tidak layak, termasuk kepastian kerja dan lainnya; dan
 - d. Perlindungan hukum dalam proses litigasi di Pengadilan Negeri, termasuk biayanya, dan bila perlu termasuk perlindungan melalui Lembaga Perlindungan Saksi dan Korban (LPSK).

Jaminan perlindungan ini dilaksanakan oleh Tim *Anti Fraud* sesuai dengan mekanisme yang berlaku.

3. In the event that the informant feels threatened after reporting the infringement act, then in this matter, the Bank is obliged to provide protection including:
 - a. Physical protection both to the whistleblower and the family;
 - b. Protection of the whistleblower's property and the family's property against terror or retaliation;
 - c. Administrative safeguards in the form of postponement of promotion, dismissal, exclusion at work, improper transfer, including work certainty, etc; and
 - d. Legal protection in the litigation process at the District Court, including fees, and where necessary including protection through the Witness and Victim Protection Agency (LPSK).

This protection guarantee is conducted by the Anti-Fraud Team in accordance with the applicable mechanism.

Laporan Pelanggaran Tahun 2019

Selain laporan penyimpangan internal, Bank Victoria tidak menerima laporan pelanggaran yang masuk melalui Tim *Anti Fraud*.

Whistleblowing Report in 2019

Other than internal deviation report, Bank Victoria did not receive any violation reports submitted to the Anti Fraud Team.

Akses Informasi dan Data Perusahaan

// Information Access and Corporate Data

Bank Victoria memberikan kemudahan bagi para pemangku kepentingan untuk mengakses berbagai informasi mengenai Bank Victoria, diantaranya informasi produk, kinerja keuangan, tata kelola perusahaan yang baik, serta informasi lainnya.

Bank Victoria juga selalu melakukan pelaporan informasi dan fakta material melalui sistem pelaporan elektronik kepada Otoritas Jasa Keuangan dan Bursa Efek Indonesia. Hal ini dilakukan sebagai bagian dari wujud kepatuhan kepada regulator dan keterbukaan informasi kepada publik. Selain itu, Informasi melalui media lainnya dapat diperoleh, melalui *email*, majalah/buletin internal, poster dan *banner*.

Informasi lebih lanjut mengenai Bank Victoria masyarakat umum dan investor dapat menghubungi:

Bank Victoria provides convenience to the stakeholders to access various information regarding Bank Victoria, among others information on products, financial performance, good corporate governance, as well as other information.

Bank Victoria also constantly reports information and material facts through electronic reporting system and to Financial Services Authority and Indonesia Stock Exchange (BEI). This is carried out as part of realization to compliance with regulations and open information to the public. Furthermore, information through other media can be received by email, internal magazines/bulletins, posters, and banners.

For further information about Bank Victoria, the public and investors can contact:



Kilas Kinerja
Performance Highlights



Laporan Manajemen
Management Report



Profil Perusahaan
Company Profile



Analisis dan Pembahasan Manajemen
Management Discourse and Analysis

Corporate Secretary

Lidwina Dian Pratiwi
Gedung Graha BIP, lantai 10
Jl. Gatot Subroto Kav. 23, RT 002 RW 002
Kel. Karet Semanggi, Kec. Setia Budi
Jakarta Selatan, 12930
Indonesia
T : (021) 522 8888
F : (021) 522 8777
E : corsec@victoriabank.co.id
W : www.victoriabank.co.id

Website

Berdasarkan Peraturan Otoritas Jasa Keuangan No. 8/POJK.04/2015, *website* Bank, yaitu www.victoriabank.co.id, telah memuat informasi mengenai Pemegang Saham, struktur grup Bank, analisis kinerja keuangan, laporan keuangan 5 (lima) tahun terakhir, profil Dewan Komisaris dan Direksi, penerapan tata kelola, serta informasi lainnya yang dianggap perlu dipublikasikan, khususnya untuk kepentingan pemangku kepentingan. Selain itu, informasi yang disajikan dalam *website* bank disajikan dalam 2 (dua) bahasa, yaitu Bahasa Indonesia dan Bahasa Inggris. *Website* Bank juga menyediakan saluran informasi terkait Bank Victoria, meliputi:

1. Call Center : 1500977
2. E-mail : customercare@victoriabank.co.id
3. Media sosial
 - a. Facebook : @BankVictorialD
 - b. Youtube : Bank Victoria
 - c. Instagram : @bankvictoria

Uraian terkait informasi pada *website* Bank telah disampaikan pada pembahasan Informasi pada *Website* Perusahaan pada bab Profil Perusahaan dalam Laporan Tahunan ini.

Media Elektronik

Untuk menyampaikan informasi yang relevan, termasuk laporan tahunan, Bank menggunakan media elektronik seperti situs dan email. Pemangku kepentingan yang ingin mendapatkan informasi Bank secara berkala dapat mengirimkan pesan melalui *email* tersebut dan dapat mendaftarkan identitas serta alamat emailnya pada *mailing list* melalui situs Bank www.victoriabank.co.id.

Siaran Pers

Siaran pers yang dilaksanakan Bank Victoria selama tahun 2019 dijelaskan sebagai berikut.

Corporate Secretary

Lidwina Dian Pratiwi
Gedung Graha BIP, 10th floor
Jl. Gatot Subroto Kav. 23, RT 002 RW 002
Kel. Karet Semanggi, Kec. Setia Budi
Jakarta Selatan, 12930
Indonesia
T : (021) 522 8888
F : (021) 522 8777
E : corsec@victoriabank.co.id
W : www.victoriabank.co.id

Website

Based on Financial Services Authority Regulation No. 8/POJK.04/2015, the Bank's *website*, www.victoriabank.co.id, contains information regarding Shareholders, Structure of the Bank's Group, financial performance analysis, financial statements for the last 5 (five) years, Board of Commissioners and Board of Directors profile, corporate governance implementation, and any other information deemed necessary to be published, particularly for the interest of the stakeholders. In addition, information in the Bank's *website* must be presented in 2 (two) languages, namely in Indonesian Language and in English. The Bank's *website* also provides information regarding Bank Victoria, which includes:

1. Call Center : 1500977
2. E-mail : customercare@victoriabank.co.id
3. Social Media
 - a. Facebook : @BankVictorialD
 - b. Youtube : Bank Victoria
 - c. Instagram : @bankvictoria

The information-related description on the Bank's *website* has been presented on the discussion of Information on the Company's *Website* in the Company Profile chapter of this Annual Report.

Electronic Media

To provide relevant information, including annual report, the Bank uses electronic media such as *website* and email. Stakeholders who intend to obtain the Bank's information on a regular basis can send messages via email and can register their identity and email address on *mailing list* via the Bank's *website* www.victoriabank.co.id.

Press Conference

Press conference conducted by Bank Victoria in 2019 is explained as follows.



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Tanggal Date	Siaran Pers Press Conference
1 Maret 2019 1 March 2019	RUPS Luar Biasa Bank Victoria Bank Victoria's Extraordinary GMS
25 Maret 2019 25 March 2019	Ekspansi Bisnis, Bank Victoria Buka Kantor Cabang di Solo Business Expansion, Bank Victoria Opens Branch Office in Solo
30 April 2019	Relokasi Cabang Senayan Relocation of Senayan Branch Office
10 Mei 2019 10 May 2019	RUPS Tahunan Bank Victoria Tahun Buku 2018 Bank Victoria's Annual GMS of Fiscal Year 2018
27 Mei 2019 27 May 2019	Acara Buka Puasa Bank Victoria 2019 Bank Victoria's 2019 Break Fasting Event
11 Juni 2019 11 June 2019	Halal Bihalal Bank Victoria 2019 Bank Victoria's 2019 Halal Bihalal Gathering Event
12 Juli 2019 12 July 2019	Bank Victoria memberikan dukungan penuh kepada Tira-Persikabo Bank Victoria gives full support to Tira-Persikabo
4 Agustus 2019 4 August 2019	Bank Victoria raih Penghargaan <i>The Best Risk Management</i> 2019 Bank Victoria achieved the 2019 Best Risk Management Award
14 Agustus 2019 14 August 2019	Partisipasi Bank Victoria dalam acara Donor Darah bersama IBI Bank Victoria participates in Blood Donation event with IBI
23 Agustus 2019 23 August 2019	Bank Victoria Raih Penghargaan 1st The Best Indonesia GCG Implementation 2019 Bank Victoria Achieved the 1st Award of The Best Indonesia GCG Implementation 2019
11 September 2019	Bank Victoria Raih Penghargaan Marketing Award 2019 Bank Victoria Achieved Marketing Award 2019
23 September 2019	Bank Victoria Perluas Jaringan, Medan Menjadi Kota Pilihan Selanjutnya Bank Victoria Expands its Network, Medan became the Next Choice of City
27 September 2019	Bank Victoria Raih Penghargaan Dalam Ajang IPBA 2019 Bank Victoria Achieved an Award in IPBA Award 2019
2 Oktober 2019 2 October 2019	<i>Celebrating 25th Anniversary</i> melalui Program Victoria Run 2019 Celebrating the 25 th Anniversary through Victoria Run Program 2019
18 Oktober 2019 18 October 2019	<i>Victoria Blood Donor Day</i> 2019 Victoria Blood Donor Day 2019
15 November 2019	Paparan publik Bank Victoria Bank Victoria Public Expose
4 Desember 2019 4 December 2019	Bank Victoria Meraih Penghargaan <i>Best Business Partner</i> 2019 Bank Victoria Achieved the Best Business Partner 2019
6 Desember 2019 6 December 2019	Kerja sama PT Bank Victoria dengan PT Asuransi Jasindo Cooperation of PT Bank Victoria and PT Asuransi Jasindo
6 Desember 2019 6 December 2019	Kerja Sama VIP Investa Link Assurance dengan Victoria Life Indonesia Cooperation of VIP Investa Link Assurance and Victoria Life Indonesia
6 Desember 2019 6 December 2019	Perayaan Natal dan Tahun Baru Bank Victoria 2019 Bank Victoria's 2019 Christmas and New Year Celebration
30 Desember 2019 30 December 2019	Victoria Peduli - SLB Insan Mandiri Victoria Care - Special Education School Insan Mandiri

Buletin

Sebagai bentuk kemudahan akses informasi bagi para Pemangku Kepentingan, Bank Victoria telah mengeluarkan media penyampaian informasi berupa buletin yang dikenal dengan nama Victoria News. Berikut tabel terkait penyampaian informasi melalui Victoria News yang terbit selama tahun 2019.

Bulletin

As a form of convenience information access for the Stakeholders, Bank Victoria delivers information provision through a bulletin known as Victoria News. Following is a table related to information provided in Victoria News, published in 2019.

Konten Buletin Content of the Bulletin		Edisi Edition
<ul style="list-style-type: none"> • CNBC Indonesia; • Taddabur Alam Bank Victoria; dan • Pindahan Lokasi KCP Senayan City. 	<ul style="list-style-type: none"> • CNBC Indonesia; • Taddabur Alam of Bank Victoria; and • Relocation of Senayan City Sub-branch Office 	April 2019
<ul style="list-style-type: none"> • Retreat Persekutuan Doa; • Pemberian Bantuan Kepada Panti Asuhan Al Muhajirin Ar Rohmaniyah; • Buka Puasa Bersama Bank Victoria; dan • Halal Bihalal Bank Victoria 	<ul style="list-style-type: none"> • Prayer Community Retreat; • Providing Aid to the Al Muhajirin Ar Rohmaniyah Orphanage; • Bank Victoria's Breakfasting Gathering Event; and • Bank Victoria's Halal Bihalal Gathering Event 	Mei-Juni 2019 May-June 2019
<ul style="list-style-type: none"> • <i>Frontliner Development Program</i>; • Bank Victoria Beri Dukungan Penuh Kepada Tira Persikabo; dan • <i>Performance Review Bank Victoria</i>. 	<ul style="list-style-type: none"> • Frontliner Development Program; • Bank Victoria Gives Full Support to Tira Persikabo; and • Performance Review of Bank Victoria. 	Juli 2019 July 2019
<ul style="list-style-type: none"> • Bank Victoria Kembali Meraih Prestasi; • Victoria Run 2019; • Ketoprak Financial Laksamana Cheng Ho; dan • Rayakan Kemerdekaan Republik Indonesia Ke-74, Cabang Surabaya Mengadakan Lomba dan Bakti Sosial. 	<ul style="list-style-type: none"> • Bank Victoria Reaches Another Achievement; • Victoria Run 2019; • Financial Ketoprak Admiral Cheng Ho; and • Celebrating the 74th Independence of the Republic of Indonesia, Surabaya Branch Holds Competition and Social Services. 	Agustus 2019 August 2019
<ul style="list-style-type: none"> • Bank Victoria Perluas Jaringan, Medan Menjadi Kota Selanjutnya; • Bank Victoria Raih Penghargaan <i>The Best in Marketing Campaign</i>; dan • Bank Victoria Kembali Raih Penghargaan. 	<ul style="list-style-type: none"> • Bank Victoria Expands its Network, Medan became the Next Choice of City; • Bank Victoria Achieves an Award of the Best in Marketing Campaign; and • Bank Victoria Reaches Another Achievement. 	September 2019

Transparansi Laporan Keuangan dan Non Keuangan

Prinsip transparansi selalu diterapkan Bank dalam menyampaikan laporan yang telah dibuat. Laporan tersebut meliputi laporan keuangan, laporan kinerja Bank, laporan atas hasil RUPS, dan laporan lain-lain yang disampaikan kepada regulator. Berikut laporan yang telah disampaikan Bank Victoria pada tahun 2019.

Transparency of Financial Statements and Non-Financial Statements

Principle of transparency is constantly applied by the Bank in delivering reports. These reports are the financial statements, the Bank's performance reports, reports on GMS resolutions, and other reports submitted to the regulator. Below is the reports submitted by Bank Victoria throughout 2019.

Uraian Description	Tanggal Date
Laporan Registrasi Pemegang Saham Shareholders Register Report	
Desember 2018/ December 2018	7 Januari 2019/ 7 January 2019
Januari 2019/ January 2019	7 Februari 2019/ 7 February 2019
Februari 2019/ February 2019	6 Maret 2019/ 6 March 2019
Maret 2019/ March 2019	5 April 2019
April 2019	6 Mei 2019/ 6 May 2019
Mei 2019/ May 2019	10 Juni 2019/ 10 June 2019
Juni 2019/ June 2019	8 Juli 2019/ 8 July 2019
Juli 2019/ July 2019	6 Agustus 2019/ 6 August 2019
Agustus 2019/ August 2019	5 September 2019
September 2019	8 Oktober 2019/ 8 October 2019
Oktober 2019/ October 2019	5 November 2019
November 2019	6 Desember 2019/ 6 December 2019
Laporan Realisasi Penggunaan Dana Realization Report of Use of Proceeds	
035/DIR-EKS/07/19	12 Juli 2019/ 12 July 2019



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Uraian Description	Tanggal Date
Laporan Pihak Terkait Reports of Related Parties	
067/DIR-EKS/01/19	28 Januari 2019/ 28 January 2019
088/DIR-EKS/02/19	22 Februari 2019/ 22 February 2019
095/DIR-EKS/02/19	26 Februari 2019/ 26 February 2019
044/DIR-EKS/03/19	20 Maret 2019/ 20 March 2019
045/DIR-EKS/03/19	22 Maret 2019/ 22 March 2019
008/DIR-EKS/04/19	2 April 2019
009/DIR-EKS/04/19	2 April 2019
040/DIR-EKS/04/19	9 April 2019
006/CORSEC-EKS/04/19	16 April 2019
027/DIR-EKS/05/19	8 Mei 2019/ 8 May 2019
002/CORSEC-EKS/05/19	14 Mei 2019/ 14 May 2019
066/DIR-EKS/05/19	16 Mei 2019/ 16 May 2019
003/CORSEC-EKS/05/19	20 Mei 2019/ 20 May 2019
081/DIR-EKS/05/19	21 Mei 2019/ 21 May 2019
090/DIR-EKS/05/19	28 Mei 2019/ 28 May 2019
007/CORSEC-EKS/05/19	29 Mei 2019/ 29 May 2019
006/CORSEC-EKS/05/19	29 Mei 2019/ 29 May 2019
008/CORSEC-EKS/05/19	31 Mei 2019/ 31 May 2019
009/DIR-EKS/06/19	10 Juni 2019/ 10 June 2019
002/CORSEC-EKS/06/19	13 Juni 2019/ 13 June 2019
005/CORSEC-EKS/06/19	18 Juni 2019/ 18 June 2019
042/DIRE-EKS/06/19	25 Juni 2019/ 25 June 2019
057/DIR-EKS/06/19	27 Juni 2019/ 27 June 2019
009/CORSEC-EKS/06/19	27 Juni 2019/ 27 June 2019
Laporan Transaksi Afiliasi Reports of Affiliated Parties	
067/DIR-EKS/01/19	28 Januari 2019/ 28 January 2019
066/DIR-EKS/02/19	15 Februari 2019/ 15 February 2019
001/CORSEC-EKS/03/19	1 Maret 2019/ 1 March 2019
005/CORSEC-EKS/04/16	12 April 2019
002/CORSEC-EKS/05/19	14 Mei 2019/ 14 May 2019
002/DIR-EKS/12/19	3 Desember 2019/ 3 December 2019
001/CORSEC-EKS/12/19	9 Desember 2019/ 9 December 2019
Laporan Keuangan Tahunan kepada Departemen Perindustrian dan Perdagangan Annual Financial Statements to the Ministry of Industry and Trade	
006/CORSEC-EKS/06/19	19 Juni 2019/ 19 June 2019
Laporan Penjelasan Atas Volatilitas Saham Explanation Report on Share Volatility	
004/CORSEC-EKS/10/19	29 Oktober 2019/ 29 October 2019

Implementasi Tata Kelola Terintegrasi

// Implementation of Integrated Governance

Tata kelola terintegrasi adalah suatu tata kelola yang menerapkan prinsip-prinsip keterbukaan (*transparency*), akuntabilitas (*accountability*), pertanggungjawaban (*responsibility*), independensi (*independency*) atau profesional (*professional*) dan kewajaran (*fairness*) secara terintegrasi dalam Konglomerasi Keuangan. Adapun yang dimaksud dengan Konglomerasi Keuangan adalah Lembaga Jasa Keuangan yang berada dalam satu grup atau kelompok karena keterkaitan kepemilikan dan/atau pengendalian.

Konglomerasi Keuangan wajib menerapkan Tata Kelola Terintegrasi secara komprehensif dan efektif serta memiliki struktur yang terdiri dari Entitas Utama dan Entitas Anak dan/atau Perusahaan Terelasi beserta perusahaan anaknya. Konglomerasi Keuangan yang dimaksud meliputi jenis Lembaga Jasa Keuangan seperti Bank, Perusahaan Asuransi dan Reasuransi, Perusahaan Efek dan/atau Perusahaan Pembiayaan.

Dalam mewujudkan penerapan tata kelola terintegrasi, Grup Victoria berkoordinasi dengan Otoritas Jasa keuangan (OJK) menunjuk Bank Victoria International sebagai Entitas utama dan 5 (lima) LJK sebagai Anggota Konglomerasi Keuangan Grup Victoria, yaitu:

1. PT Bank Victoria Syariah (BVIS);
2. PT Victoria Manajemen Investasi (VMI);
3. PT Victoria Sekuritas Indonesia (VSI);
4. PT Victoria Insurance Tbk (VINS); dan
5. PT Victoria Alife Indonesia (VAI).

Dasar Penerapan Tata Kelola Terintegrasi

Dasar penerapan tata kelola terintegrasi Bank mengacu pada Peraturan Otoritas Jasa Keuangan No. 18/POJK.03/2014 tanggal 18 November 2014 dan Surat Edaran Otoritas Jasa Keuangan No. 15/SEOJK.03/2015 tanggal 25 Mei 2015 mengenai Penerapan Tata Kelola Terintegrasi (TKT) bagi Konglomerasi Keuangan. Ketentuan tersebut mengatur perihal pembentukan Konglomerasi Keuangan, penunjukan Entitas Utama (EU) dalam konglomerasi keuangan dan penerapan TKT secara komprehensif dan efektif.

Integrated governance is a governance that applies principles of integrated transparency, accountability, responsibility, independence or professional and fairness in Financial Conglomeration. Financial Conglomeration means Financial Services Institutions that are in one group or circle due to ownership and/or control relations.

Financial Conglomeration is obligated to apply Integrated Governance comprehensively and effectively and to have structure that consists of Main Entity and subsidiary Entities and/or Affiliated Company and its subsidiary companies. Such Financial Conglomeration includes type of Financial Services Institutions such as Banks, Insurance and Re-insurance Companies, Stock Exchange Companies and/or Financing Companies.

In order to actualize the implementation of integrated governance, Victoria Group in coordination with Financial Services Authority (OJK) appointed Bank Victoria International as Main Entity and 5 (five) Financial Services Institutions as Members of Victoria Group's Financial Conglomeration, namely:

1. PT Bank Victoria Syariah (BVIS);
2. PT Victoria Manajemen Investasi (VMI);
3. PT Victoria Sekuritas Indonesia (VSI);
4. PT Victoria Insurance Tbk (VINS); and
5. PT Victoria Alife Indonesia (VAI).

Basis of Implementation of Integrated Governance

Basis of implementation of the Bank's integrated governance refers to the Financial Services Authority Regulation No 18/POJK.03/2014 dated 18 November 2014 and Circular of Financial Services Authority No. 15/SEOJK.03/2015 dated 25 May 2015 on Implementation of Integrated Governance for Financial Conglomeration. Such provision regulates the formation of Financial Conglomeration, appointment of Main Entity (EU) in financial conglomerate and implementation of Integrated Governance (TKS) in a comprehensive and effective manner.

Entitas Usaha dalam Tata Kelola Terintegrasi

Entitas Utama

Susunan Direksi dan Komisaris Entitas Utama per akhir tahun 2019 sebagai berikut.

Komisaris Entitas Utama

Board of Commissioners of Main Entity

Nama Name	Jabatan Position	Penilaian Kemampuan dan Kepatutan Fit and Proper Test
Oliver simorangkir	Komisaris Utama / President Commissioner	Lulus / Pass
Gunawan Tenggarahardja	Komisaris/Komisaris Independen Commissioner/Independent Commissioner	Lulus / Pass
Zaenal Abidin, PhD	Komisaris/Komisaris Independen Commissioner/Independent Commissioner	Lulus / Pass

Direksi Entitas Utama

Board of Commissioners of Main Entity

Nama Name	Jabatan Position	Penilaian Kemampuan dan Kepatutan Fit and Proper Test
Ahmad Fajar	Direktur Utama / President Director	Lulus / Pass
Rusli	Wakil Direktur Utama / Deputy President Director	Lulus / Pass
Lembing	Direktur / Director	Lulus / Pass
Debora Wahjutirto Tanoyo	Direktur / Director	Lulus / Pass
Tamunan	Direktur Kepatutan dan Manajemen Risiko / Director of Compliance and Risk Management	Lulus / Pass
Ramon Marlon Runtu*	Direktur / Director	Lulus / Pass

* Efektif mengundurkan diri per tanggal 31 Januari 2019.

* Resigned effectively as of 31 January 2019.

LJK – Anggota Grup Victoria

Susunan Direksi dan Komisaris anggota Grup Victoria per akhir tahun 2019 sebagai berikut.

Komisaris LJK

Board of Commissioners of Main Entity

Bank Victoria Syariah		
Nama Name	Jabatan Position	Penilaian Kemampuan dan Kepatutan Fit and Proper Test
Achmad Friscantono*	Komisaris Utama/Independen / President Commissioner/ Independent	Fit and Proper Test
Sari Idayanti	Komisaris / Commissioner	Lulus / Pass
Djoko Nugroho	Komisaris Independen / Independent Commissioner	Lulus / Pass

* Efektif setelah lulus Fit and Proper Test.

* Effective after passing Fit and Proper Test.

Business Entity in Integrated Governance

Main Entity

Composition of Board of Directors and Board of Commissioners of the Main Entity by the end of 2019 is as follows.

Victoria Manajemen Investasi		
Nama Name	Jabatan Position	Penilaian Kemampuan dan Kepatutan Fit and Proper Test
Marcia Maria Tri Martini	Komisaris Utama / President Commissioner	Lulus / Pass
Jejei Kurnia	Komisaris Independen / Independent Commissioner	Lulus / Pass

Victoria Insurance		
Nama Name	Jabatan Position	Penilaian Kemampuan dan Kepatutan Fit and Proper Test
Sulistijowati	Komisaris Utama / President Commissioner	Lulus / Pass
Vikas Tolani	Komisaris Independen / Independent Commissioner	Lulus / Pass
Jimmy Paulus Watulingas	Komisaris Independen / Independent Commissioner	Lulus / Pass

Victoria Sekuritas Indonesia		
Nama Name	Jabatan Position	Penilaian Kemampuan dan Kepatutan Fit and Proper Test
Antonius Tjipto Prastowo	Komisaris Utama/Komisaris Independen President Commissioner/Independent Commissioner	Lulus / Pass
Aldo Tjahaja	Komisaris / Commissioner	Lulus / Pass

Victoria Alife Indonesia		
Nama Name	Jabatan Position	Penilaian Kemampuan dan Kepatutan Fit and Proper Test
Hertanto Tjahyasurya	Komisaris Utama / President Commissioner	Lulus / Pass
Andreas Freddy Pieloor	Komisaris Independen / Independent Commissioner	Lulus / Pass
Hasan Basri Sagala	Komisaris Independen / Independent Commissioner	Lulus / Pass

Direksi LJK
Board of Directors of Main Entity

Bank Victoria Syariah		
Nama Name	Jabatan Position	Penilaian Kemampuan dan Kepatutan Fit and Proper Test
Sugiharto	Direktur Utama / President Director	Lulus / Pass
Andy Sundoro	Direktur / Director	Lulus / Pass
Deddy Effendi Ridwan	Direktur / Director	Lulus / Pass
Nurani Raswindriati	Direktur Kepatuhan Director of Compliance	Lulus / Pass

Victoria Manajemen Investasi		
Nama Name	Jabatan Position	Penilaian Kemampuan dan Kepatutan Fit and Proper Test
Juntrihary M Fairly	Direktur Utama / President Director	Lulus / Pass
Linda Merliana	Direktur / Director	Lulus / Pass
Andrew Arya Saputra	Direktur / Director	Lulus / Pass



Aspek Pendukung Bisnis
Aspect of Business Support



Tata Kelola Perusahaan
Good Corporate Governance



Tanggung Jawab Sosial Perusahaan
Corporate Social Responsibility



Struktur Permodalan dan Praktik Manajemen Risiko
Capital Structure and Risk Management Practices

Victoria Insurance		
Nama Name	Jabatan Position	Penilaian Kemampuan dan Kepatutan Fit and Proper Test
Suwandi Suharto	Direktur Utama / President Director	Lulus / Pass
Suryadi	Direktur / Director	Lulus / Pass
Fatchurhuda	Direktur / Director	Lulus / Pass

Victoria Sekuritas Indonesia		
Nama Name	Jabatan Position	Penilaian Kemampuan dan Kepatutan Fit and Proper Test
Yangky Halim	Direktur Utama / President Director	Lulus / Pass
R Agustinus Wisnu Widodo	Direktur / Director	Lulus / Pass
Wira Kusuma	Direktur / Director	Lulus / Pass

Victoria Alife Indonesia		
Nama Name	Jabatan Position	Penilaian Kemampuan dan Kepatutan Fit and Proper Test
Dedi Kusnadi	Direktur Utama / President Director	Lulus / Pass
Deddy Maryadi Yoesnar	Direktur Bisnis / Director of Business	Lulus / Pass
Abdul Wahab Ismed	Direktur Kepatuhan / Director of Compliance	Lulus / Pass
Devi Lidia	Direktur Operasional / Director of Operations	Lulus / Pass

Asesmen Tata Kelola Terintegrasi

Berikut uraian terkait asesmen tata kelola terintegrasi selama tahun 2019.

Assessment of Integrated Governance

Below is the description of integrated governance assessment throughout 2019.

Peringkat Rating	Definisi Peringkat Definition of Ratings
2	<p>Secara terintegrasi, yaitu Bank Victoria dan anggota Lembaga Jasa Keuangan (LJK) Konglomerasi Keuangan, telah melakukan penerapan tata kelola terintegrasi yang secara umum baik, tercermin dari masing-masing LJK telah menerapkan 7 (tujuh) aspek yang telah dituangkan dalam analisis.</p> <p>In an integrated manner, Bank Victoria and members of the Financial Services Institution (LJK) of the Financial Conglomeration have implemented the integrated governance that is generally good, as reflected in each of the LJKs having applied the 7 (seven) aspects outlined in the analysis.</p>

Aspek Aspect	Nilai Score	Analisis Analysis
Direksi Entitas Utama dan LJK Grup Victoria Director of the Main Entity and LJK of Victoria Group	2	<p>Governance Structure:</p> <ul style="list-style-type: none"> • Anggota Direksi Entitas Utama telah memenuhi jumlah, komposisi, kriteria dan independensi serta kompetensi sesuai ketentuan Otoritas Jasa Keuangan; • Direksi Entitas Utama memiliki integritas, kompetensi dan reputasi keuangan, yang telah memperoleh persetujuan dari Otoritas Jasa Keuangan; • Direksi anggota LJK Konglomerasi Keuangan Grup Victoria mempunyai integritas, kompetensi dan reputasi keuangan sesuai dengan kebijakan yang berlaku masing-masing; • Direksi tidak memiliki hubungan keluarga sampai dengan derajat kedua maupun keuangan dengan anggota Direksi lainnya dan/atau anggota Komisaris; • Direksi tidak memiliki jabatan rangkap sebagai Komisaris, Direksi atau Pejabat Eksekutif pada Bank, perusahaan dan/atau lembaga keuangan lain, kecuali untuk jabatan lain sebagaimana diperkenankan oleh ketentuan regulator; • Direksi Entitas Utama dan LJK dalam menjalankan tugasnya dibantu oleh beberapa Komite dibawah Direksi serta Unit-Unit terkait; • PT Victoria Alife Indonesia sudah memiliki Direktur Utama sejak 20 Desember 2019 yang dituangkan di dalam Akta Notaris No. 149 dengan Notaris Yunita, SH, MKn; dan • Menunjuk Peraturan Otoritas Jasa Keuangan No. 43/POJK.05/2019 tentang perubahan Peraturan Otoritas Jasa Keuangan No. 73/POJK.05/2016, pada akhir tahun 2019 Direktur Kepatuhan PT Victoria Insurance Tbk sedang dalam proses pengajuan <i>fit and proper</i>.

Aspek Aspect	Nilai Score	Analisis Analysis
		<p>Governance Structure:</p> <ul style="list-style-type: none"> Members of Board of Directors of Main Entity have met the number, composition, criteria, and independence, as well as competences in accordance with the provisions of the Financial Services Authority; The Board of Directors of Main Entity has integrity, competence, and financial reputation, which have been approved by the Financial Services Authority; The Board of Directors of members of LJK of Victoria Group's Financial Conglomeration has integrity, competence, and financial reputation in accordance with the respective applicable policy; The Board of Directors has no family relationship up to the second degree or financial relationship with other members of Board of Directors and/or members of Board of Commissioners; The Board of Directors has no concurrent positions as Commissioner, Director, or Executive Officer at a bank, company, and/or other financial institution, except for other positions as permitted by the regulatory provisions; The Board of Directors of Main Entity and LJK in carrying out its duties is assisted by several Committees under the Board of Directors and related Units; PT Victoria Alife Indonesia already has a President Director since 20 December 2019 as outlined in Notarial Deed No. 149 made by Notary Yunita, SH, MKn; and Referring to the Financial Services Authority Regulation No. 43/POJK.05/2019 on Amendment to Financial Services Authority Regulation No. 73/POJK.05/2016, at the end of 2019 the Director of Compliance of PT Victoria Insurance Tbk was in the process of applying for fit and proper. <p>Governance Process:</p> <ul style="list-style-type: none"> Direksi Entitas Utama dan LJK Konglomerasi Keuangan Grup Victoria telah membuat Pedoman Tata Kelola untuk masing-masing LJK sesuai dengan ketentuan yang berlaku; Direksi Entitas Utama telah mengarahkan, memantau dan mengevaluasi Pelaksanaan Pedoman Tata Kelola Terintegrasi; Direksi Entitas Utama telah menindaklanjuti arahan atau nasihat Dewan Komisaris dalam rangka penyempurnaan Pedoman Tata Kelola Terintegrasi; dan Direksi Entitas Utama telah memantau temuan SKAI Terintegrasi. <p>Governance Process:</p> <ul style="list-style-type: none"> The Board of Directors of Main Entity and LJK of Victoria Group's Financial Conglomeration has made Governance Guidelines for each LJK in accordance with the applicable regulations; The Board of Directors of Main Entity has directed, monitored, and evaluated the Implementation of Integrated Governance Guidelines; The Board of Directors of Main Entity has followed up on the directions or advice of the Board of Commissioners in the context of perfecting the Integrated Governance Guidelines; and The Board of Directors of Main Entity has monitored the Integrated SKAI findings. <p>Governance Outcome:</p> <ul style="list-style-type: none"> Pedoman Tata Kelola Terintegrasi telah dibuat dan disempurnakan sesuai arahan dari Dewan Komisaris; Direksi Entitas Utama telah memastikan bahwa temuan audit dan rekomendasi dari: <ol style="list-style-type: none"> SKAI Terintegrasi; Auditor Eksternal; dan Hasil Pengawasan Otoritas Jasa Keuangan <p>Telah ditindaklanjuti oleh seluruh LJK dalam Konglomerasi Keuangan.</p> <ul style="list-style-type: none"> Direksi anggota LJK telah memastikan bahwa temuan dan rekomendasi hasil pemeriksaan telah ditindaklanjuti sesuai dengan ketentuan yang berlaku. <p>Governance Outcome:</p> <ul style="list-style-type: none"> The Integrated Governance Guidelines have been prepared and perfected according to the directions of the Board of Commissioners; The Board of Directors of Main Entity has ensured that audit findings and recommendations from: <ol style="list-style-type: none"> Integrated SKAI; External Auditor; and Financial Services Authority Monitoring Results <p>Have been followed up by all LJKs in the Financial Conglomeration.</p> <ul style="list-style-type: none"> The Board of Directors of LJK members has ensured that the findings and recommendations of the audit results have been followed up in accordance with the applicable regulations.



Aspek Pendukung Bisnis
Aspect of Business Support



Tata Kelola Perusahaan
Good Corporate Governance



Tanggung Jawab Sosial Perusahaan
Corporate Social Responsibility



Struktur Permodalan dan Praktik Manajemen Risiko
Capital Structure and Risk Management Practices

Aspek Aspect	Nilai Score	Analisis Analysis
<p>Dewan Komisaris Entitas Utama dan LJK Grup Victoria</p> <p>The Board of Commissioners of Main Entity and LJK of Victoria Group</p>	2	<p>Governance Structure:</p> <ul style="list-style-type: none"> • Anggota Dewan Komisaris Entitas Utama telah memenuhi jumlah, komposisi, kriteria dan independensi serta kompetensi sesuai ketentuan Otoritas Jasa Keuangan; • Dewan Komisaris Entitas Utama dan anggota LJK Konglomerasi Keuangan Grup Victoria memiliki pengetahuan mengenai Entitas Utama, pemahaman kegiatan bisnis utama dan risiko utama dari anggota LJK dalam konglomerasi Keuangan; • Komisaris Utama Bank Victoria Syariah masih menunggu <i>fit and proper test</i>; dan • Dalam menjalankan fungsinya, Komisaris dibantu oleh Komite, saat ini Komite Pemantau Risiko dan Komite Nominasi dan Remunerasi Victoria Insurance belum memiliki anggota Independen. <p>Governance Structure:</p> <ul style="list-style-type: none"> • Members of Board of Commissioners of Main Entity have met the number, composition, criteria, and independence, as well as competences in accordance with the provisions of the Financial Services Authority; • The Board of Commissioners of Main Entity and LJK members of Victoria Group's Financial Conglomeration have knowledge of the Main Entity, understanding of the main business activities and main risks of LJK members in the Financial Conglomeration; • President Commissioner of Bank Victoria Syariah is still waiting for the fit and proper test; and • In carrying out its functions, the Commissioner is assisted by Committees. Currently, the Risk Monitoring Committee and the Nomination and Remuneration Committee of Victoria Insurance do not yet have Independent member. <p>Governance Process:</p> <ul style="list-style-type: none"> • Dewan Komisaris Entitas Utama telah melakukan pengawasan terhadap kinerja Direksi, dengan mekanisme melalui evaluasi pelaporan dan rapat-rapat; • Dewan Komisaris anggota LJK Konglomerasi Keuangan Grup Victoria telah bergabung menjadi anggota Komite Tata Kelola Terintegrasi Entitas Utama; • Dewan Komisaris anggota LJK Konglomerasi Keuangan Grup Victoria telah melakukan pengawasan terhadap kinerja Direksi dengan mekanisme melalui evaluasi pelaporan dan rapat; • Dalam melaksanakan tugasnya Dewan Komisaris Entitas Utama berdasarkan pada Pedoman yang telah ditetapkan serta memperhatikan prinsip-prinsip Tata Kelola yang baik dan ketentuan yang berlaku; dan • Dewan Komisaris telah memberikan arahan dan nasehat kepada Direksi dalam proses pembuatan Pedoman Tata Kelola Terintegrasi. <p>Governance Process:</p> <ul style="list-style-type: none"> • The Board of Commissioners of Main Entity has supervised the performance of the Board of Directors through the mechanism of reporting evaluation and meetings; • The Board of Commissioners of members of LJK of Victoria Group's Financial Conglomeration has joined as a member of the Main Entity's Integrated Governance Committee; • The Board of Commissioners of members of LJK of Victoria Group's Financial Conglomeration has overseen the performance of Board of Directors through the mechanism of reporting evaluation and meetings; • In carrying out its duties, the Board of Commissioners of Main Entity refers to the predetermined Guidelines as well as considers the principles of good Governance and applicable provisions; and • The Board of Commissioners has provided direction and advice to the Board of Directors in the process of preparing the Integrated Governance Guidelines. <p>Governance Outcome:</p> <ul style="list-style-type: none"> • Pada tahun 2019, telah dilakukan 3 (tiga) kali rapat Dewan Komisaris Entitas Utama, yaitu: <ul style="list-style-type: none"> a. 19 Januari 2019; b. 13 Februari 2019; dan c. 8 Agustus 2019. • Hasil rapat Dewan Komisaris Entitas Utama telah dituangkan dalam risalah rapat dan didokumentasikan dengan baik dan tidak terdapat <i>Dissenting Opinions</i> dalam peserta rapat; dan • Rekomendasi yang disampaikan atau dituangkan dalam risalah rapat telah ditindaklanjuti dan dimonitor secara berkesinambungan oleh Direksi Entitas Utama. <p>Governance Outcome:</p> <ul style="list-style-type: none"> • In 2019, 3 (three) meetings of the Board of Commissioners of Main Entity were held on: <ul style="list-style-type: none"> a. 19 January 2019; b. 13 February 2019; and c. 8 August 2019. • The meeting results of Board of Commissioners of Main Entity have been stated in minutes of meeting and are well documented and there are no Dissenting Opinions among the meeting participants; and • The recommendations submitted or stated in the minutes of meeting have been followed up and monitored continuously by the Board of Directors of Main Entity.

Aspek Aspect	Nilai Score	Analisis Analysis
<p>Komite Tata Kelola Terintegrasi Integrated Governance Committee</p>	2	<p>Governance Structure:</p> <ul style="list-style-type: none"> • Komposisi dan kompetensi anggota komite Entitas Utama dan masing-masing LJK telah sesuai dengan ukuran dan kompleksitas usaha; dan • Jumlah dan komposisi Komisaris Independen yang menjadi anggota Komite Tata Kelola Terintegrasi telah sesuai dengan kebutuhan konglomerasi Keuangan serta efisiensi dan efektivitas pelaksanaan tugas Komite Tata Kelola Terintegrasi dengan memperhatikan keterwakilan masing-masing sektor jasa keuangan. <p>Governance Structure:</p> <ul style="list-style-type: none"> • The composition and competence of committee members of Main Entity and each LJK are already in accordance with the business size and complexity; and • The number and composition of Independent Commissioner who becomes member of Integrated Governance Committee are already in accordance with the Financial Conglomeration needs as well as the efficiency and effectiveness of duty implementation of the Integrated Governance Committee and by considering the representation for each financial services sector. <p>Governance Process:</p> <ul style="list-style-type: none"> • Komite Tata Kelola Terintegrasi mengevaluasi dan memberikan pendapat kepada Dewan Komisaris terhadap laporan atau hal-hal yang disampaikan oleh Direksi kepada Dewan Komisaris; dan • Komite Kelola Terintegrasi telah menyelenggarakan rapat Komite Tata Kelola Terintegrasi yang dihadiri oleh seluruh komisaris dan wakil dari anggota LJK Konglomerasi Keuangan. <p>Governance Process:</p> <ul style="list-style-type: none"> • The Integrated Governance Committee evaluates and provides opinion to the Board of Commissioners on the reports or matters submitted by the Board of Directors to the Board of Commissioners; and • The Integrated Governance Committee has organized the Integrated Governance Committee meetings which were attended by all commissioners and representatives of LJK members of the Financial Conglomeration. <p>Governance Outcome:</p> <ul style="list-style-type: none"> • Komite Tata Kelola Terintegrasi telah mengevaluasi pelaksanaan Tata Kelola Terintegrasi, melalui rapat dan informasi dari rapat Satuan Kerja Kepatuhan, Satuan Kerja Audit Terintegrasi, Komite Manajemen Risiko Terintegrasi, dan rapat komite Tata Kelola Terintegrasi; • Komite Tata Kelola Terintegrasi telah memberikan rekomendasi kepada Dewan Komisaris Entitas Utama untuk penyempurnaan Pedoman Tata Kelola Terintegrasi; dan • Pada tahun 2019, telah dilakukan 3 (tiga) kali rapat Komite Tata Kelola Terintegrasi yaitu: <ul style="list-style-type: none"> a. 19 Januari 2019; b. 13 Februari 2019; dan c. 8 Agustus 2019. <p>Hasil risalah rapat telah didokumentasi dengan baik.</p> <p>Governance Outcome:</p> <ul style="list-style-type: none"> • The Integrated Governance Committee has evaluated the implementation of Integrated Governance, through meetings and information from meetings of the Compliance Work Unit, Integrated Audit Work Unit, Integrated Risk Management Committee, and Integrated Governance Committee; • The Integrated Governance Committee has provided recommendations to the Board of Commissioners of Main Entity to improve the Integrated Governance Guidelines; and • In 2019, 3 (three) meetings of the Integrated Governance Committee were held on: <ul style="list-style-type: none"> a. 19 January 2019; b. 13 February 2019; and c. 8 August 2019. <p>The results of the minutes of meetings have been well-documented.</p>
<p>Satuan Kerja Kepatuhan Terintegrasi Integrated Compliance Work Unit</p>	2	<p>Governance Structure:</p> <ul style="list-style-type: none"> • Satuan Kerja Kepatuhan Terintegrasi dalam menjalankan fungsinya adalah independen dari Satuan Kerja Operasional atau Satuan Kerja Lainnya; dan • Direksi Entitas Utama telah menetapkan SDM/personil yang memenuhi syarat dan kriteria dalam mengemban tugas dan tanggung jawab pada Satuan Kerja Kepatuhan Terintegrasi. <p>Governance Structure:</p> <ul style="list-style-type: none"> • The Integrated Compliance Work Unit in carrying out its functions is independent of the Operational Work Unit or Other Work Units; and • The Board of Directors of Main Entity has determined the HR/personnel who meet the requirements and criteria in carrying out the duties and responsibilities of the Integrated Compliance Work Unit. <p>Governance Process:</p> <p>Satuan Kerja kepatuhan Terintegrasi telah memantau dan mengevaluasi fungsi kepatuhan di Entitas Utama dan pada anggota LJK dalam konglomerasi Keuangan melalui rapat-rapat dan melalui permintaan laporan/data atau informasi.</p> <p>Governance Process:</p> <p>The Integrated Compliance Work Unit has monitored and evaluated the compliance function in the Main Entity and LJK members in the Financial Conglomeration through meetings and through requests for reports/data or information.</p>



Aspek Pendukung Bisnis
Aspect of Business Support



Tata Kelola Perusahaan
Good Corporate Governance



Tanggung Jawab Sosial Perusahaan
Corporate Social Responsibility



Struktur Permodalan dan Praktik Manajemen Risiko
Capital Structure and Risk Management Practices

Aspek Aspect	Nilai Score	Analisis Analysis
		<p><i>Governance Outcome:</i></p> <ul style="list-style-type: none"> Satuan Kerja Kepatuhan Terintegrasi telah menyampaikan Laporan Kepatuhan Terintegrasi kepada Direktur Kepatuhan dan Manajemen Risiko Terintegrasi secara periodik; Satuan Kerja Kepatuhan Terintegrasi melalui rapat-rapat telah menyampaikan informasi pelaksanaan tugas dan tanggung jawab kepada Direktur Kepatuhan dan Manajemen Risiko Terintegrasi secara periodik; Pada tahun 2019, telah dilakukan 4 (empat) kali rapat yaitu: <ul style="list-style-type: none"> a. 19 Januari 2019 bersama Komite TataKelola; b. 2 Januari 2019 bersama SKK Grup Victoria; c. 13 Februari 2019 bersama Komite Tata Kelola; dan d. 8 Agustus 2019 bersama Komite Tata Kelola. <p>Hasil rapat telah diadministrasikan dan tindak lanjut telah dilakukan berdasarkan notulen rapat-rapat dimaksud; dan</p> <ul style="list-style-type: none"> Satuan Kerja Kepatuhan Terintegrasi Entitas Utama telah memantau Satuan Kerja Kepatuhan LJK melalui <i>Self Assessment</i> Kepatuhan Terintegrasi secara Triwulanan terhadap LJK dan hasilnya didokumentasikan dengan baik. <p><i>Governance Outcome:</i></p> <ul style="list-style-type: none"> The Integrated Compliance Work Unit has submitted the Integrated Compliance Report to the Director of Compliance and Integrated Risk Management periodically; The Integrated Compliance Work Unit through meetings has periodically conveyed information on the implementation of duties and responsibilities to the Director of Compliance and Risk Management; In 2019, 4 (four) meetings were held as follows: <ul style="list-style-type: none"> a. 19 January 2019 with the Governance Committee; b. 2 January 2019 with Victoria Group's SKK; c. 13 February 2019 with the Governance Committee; and d. 8 August 2019 with the Governance Committee. <p>The meeting results have been administered and follow-up has been carried out based on the minutes of these meetings; and</p> <ul style="list-style-type: none"> The Integrated Compliance Work Unit of Main Entity has monitored the LJK's Compliance Work Unit through Self-Assessment of Integrated Compliance of the LJK Quarterly and the results are well documented.
SKAI Terintegrasi Integrated Internal Audit Unit/SKAI	2	<p><i>Governance Structure:</i></p> <ul style="list-style-type: none"> SKAI Terintegrasi dalam menjalankan fungsinya adalah independen dari Satuan Kerja Operasional atau Satuan Kerja Lainnya; Direksi Entitas Utama telah menetapkan SDM/personil yang memenuhi syarat dan kriteria dalam mengemban tugas dan tanggung jawab pada SKAI Terintegrasi; dan Audit Internal <i>Integrated</i> telah memiliki kebijakan Audit Internal <i>Integrated</i> Group Victoria melalui Surat Keputusan Direksi No. 013/SK-DIR/03/18 tanggal 28 Maret 2018 dan Surat Edaran Direksi No. 003/SE-DIR/03/18 tanggal 28 Maret 2018 mengenai Petunjuk Pelaksanaan (Juklak) Penyusunan Laporan Audit Internal <i>Integrated</i> LJK Grup Victoria. <p><i>Governance Structure:</i></p> <ul style="list-style-type: none"> The Integrated SKAI in carrying out its functions is independent of the Operational Work Unit or Other Work Units; The Board of Directors of Main Entity has determined the HR/personnel who meet the requirements and criteria in carrying out the duties and responsibilities of the Integrated SKAI; and The Integrated Internal Audit already has Victoria Group's Integrated Internal Audit policy through the Board of Directors' Decision Letter No. 013/SK-DIR/03/18 dated 28 March 2018 and Board of Directors' Circular No. 003/SE-DIR/03/18 dated 28 March 2018 on the Implementation Guidelines (Juklak) for the Preparation of Integrated Internal Audit Report of Victoria Group's LJKs. <p><i>Governance Process:</i></p> <ul style="list-style-type: none"> Audit Internal <i>integrated</i> telah memantau Laporan Hasil Audit pada masing-masing anggota LJK dan mengkomunikasikan hasilnya pada rapat; Audit Internal <i>Integrated</i> memantau pelaksanaan audit intern pada masing-masing LJK melalui laporan pokok-pokok pelaksanaan audit yang disampaikan oleh masing-masing LJK setiap triwulan dan memberikan rekomendasi atau saran yang diperlukan yang akan dilaksanakan dengan metode baru, yaitu dengan menggunakan Tabel <i>Risk Control Rating</i>. <p><i>Governance Process:</i></p> <ul style="list-style-type: none"> The Integrated Internal Audit has monitored the Audit Reports on each LJK member and communicated the results at the meetings; The Integrated Internal Audit monitors the implementation of internal audits in each LJK through reports on the principal implementation of the audit submitted by each LJK every quarter and provides recommendations or necessary suggestions that will be carried out using a new method, by using the Risk Control Rating Table.

Aspek Aspect	Nilai Score	Analisis Analysis
		<p>Governance Outcome:</p> <ul style="list-style-type: none"> Laporan Audit Internal <i>Integrated</i> telah disampaikan kepada pihak terkait secara berkala; SKAI Terintegrasi menyampaikan laporan pelaksanaan tugas dan tanggung jawabnya kepada: <ol style="list-style-type: none"> Direktur Entitas Utama; Dewan Komisaris Entitas Utama; Direktur yang membawahkan fungsi Kepatuhan Entitas Utama; Audit Internal <i>Integrated</i> telah bertindak obyektif dalam melakukan pemantauan pelaksanaan audit; dan Rekomendasi hasil audit telah sesuai dengan permasalahan dan dapat digunakan sebagai acuan perbaikan. <p>Governance Outcome:</p> <ul style="list-style-type: none"> The <i>Integrated</i> Internal Audit Reports have been submitted to related parties regularly; The <i>Integrated</i> SKAI submits report on the implementation of duties and responsibilities to: <ol style="list-style-type: none"> Director of Main Entity; Board of Commissioners of Main Entity; Director in charge of Compliance function of the Main Entity; The <i>Integrated</i> Internal Audit has acted objectively in monitoring the implementation of audits; and Audit recommendations are already in accordance with the problem and can be used as a reference for improvement.
<p>Penerapan Manajemen Risiko Terintegrasi</p> <p><i>Integrated Risk Management Implementation</i></p>	2	<p>Governance Structure:</p> <ul style="list-style-type: none"> Entitas Utama telah memiliki struktur organisasi dalam mendukung penerapan Manajemen Risiko Terintegrasi yang tertuang dalam Surat Keputusan Direksi No. 006/SK-DIR/10/15 tanggal 28 Oktober 2015 tentang Kebijakan dan Pedoman Umum Manajemen Risiko Terintegrasi dan telah sesuai dengan Peraturan Otoritas Jasa Keuangan No. 17/POJK.03/2014 tentang Penerapan Manajemen Risiko Terintegrasi bagi konglomerasi Keuangan; Entitas Utama telah memiliki Susunan Keanggotaan Komite Manajemen Risiko Terintegrasi Group Victoria yang tertuang dalam Surat Keputusan Direksi No. 007/SK-DIR/06/17 tanggal 22 Juni 2017; Entitas Utama telah memiliki Pedoman dan Tata Tertib Kerja Komite Manajemen Risiko Terintegrasi Grup Victoria yang tertuang dalam Surat Keputusan Direksi No. 004/SK-DIR/09/15 tanggal 4 September 2015; Entitas Utama telah memiliki kebijakan dan Pedoman Umum Manajemen Risiko Terintegrasi yang tertuang dalam Surat Keputusan Direksi No. 006/SK-DIR/10/15 tanggal 28 Oktober 2015; Entitas Utama telah memiliki Prosedur Penilaian Profil Risiko Terintegrasi melalui Surat Keputusan Direksi No. 006/SK-DIR/04/19 tanggal 26 April 2019; Entitas Utama telah memiliki sistem informasi Manajemen Risiko Terintegrasi melalui Surat Keputusan Direksi No. 010/SK-DIR/07/18 tentang Pedoman Aplikasi VISI (<i>Victoria Integrated Sistem</i>) tanggal 30 Juli 2018 untuk mendukung Sistem Informasi Manajemen Risiko; dan Entitas Utama telah melakukan kaji ulang Profil Risiko Terintegrasi tahun 2018, melalui Surat Rekomendasi No. 01/SR/KMRT/III/19 tentang Kaji Ulang Profil Risiko Terintegrasi tahun 2018 tanggal 8 Maret 2019 yang disetujui oleh Direksi Entitas Utama. <p>Governance Structure:</p> <ul style="list-style-type: none"> The Main Entity already has an organizational structure to support the implementation of <i>Integrated Risk Management</i> as set out in the Board of Directors' Decision Letter No. 006/SK-DIR/10/15 dated 28 October 2015 on <i>Integrated Risk Management Policies and General Guidelines</i>, and already in accordance with the Financial Services Authority Regulation No. 17/POJK.03/2014 on Implementation of <i>Integrated Risk Management</i> for Financial Conglomeration; The Main Entity already has a Composition of <i>Integrated Risk Management Committee</i> of Victoria Group as set out in the Board of Directors' Decision Letter No. 007/SK-DIR/06/17 dated 22 June 2017; The Main Entity already has Guidelines and Work Procedures of <i>Integrated Risk Management Committee</i> of Victoria Group as stipulated under the Board of Directors' Decision Letter No. 004/SK-DIR/09/15 dated 4 September 2015; The Main Entity already has Policy and General Guidelines of <i>Integrated Risk Management</i> as set out in the Board of Directors' Decision Letter No. 006/SK-DIR/10/15 dated 28 October 2015; The Main Entity already has Assessment Procedure of <i>Integrated Risk Profile</i> through the Board of Directors' Decision Letter No. 006/SK-DIR/04/19 dated 26 April 2019; The Main Entity already has <i>Integrated Risk Management Information System</i> as set out in the Board of Directors' Decision Letter No. 010/SK-DIR/07/18 on VISI Application Guidelines (<i>Victoria Integrated System</i>) dated 30 July 2018 to support the Risk Management Information System; and The Main Entity has reviewed the <i>Integrated Risk Profile</i> in 2018, through Recommendation Letter No. 01/SR/KMRT/III/19 on the Review of <i>Integrated Risk Profile</i> in 2018 dated 8 March 2019, which was approved by the Board of Directors of Main Entity. <p>Governance Process:</p> <p>Entitas Utama melalui Satuan Kerja Manajemen Risiko Terintegrasi dan Komite Manajemen Risiko Terintegrasi telah menerapkan Manajemen Risiko Terintegrasi dalam Konglomerasi Keuangan secara komprehensif, independen dan sesuai dengan ketentuan yang berlaku.</p> <p>Governance Process:</p> <p>The Main Entity through the <i>Integrated Risk Management Work Unit</i> and <i>Integrated Risk Management Committee</i> has implemented <i>Integrated Risk Management</i> in the Financial Conglomeration comprehensively, independently, and in accordance with the applicable regulations.</p>



Aspek Pendukung Bisnis
Aspect of Business Support



Tata Kelola Perusahaan
Good Corporate Governance



Tanggung Jawab Sosial Perusahaan
Corporate Social Responsibility



Struktur Permodalan dan Praktik Manajemen Risiko
Capital Structure and Risk Management Practices

Aspek Aspect	Nilai Score	Analisis Analysis
		<p>Governance Outcome:</p> <ul style="list-style-type: none"> Penerapan Manajemen Risiko Terintegrasi telah sesuai dengan tujuan, karakteristik dan kompleksitas usaha Entitas Utama dan LJK dalam konglomerasi Keuangan Victoria; Direksi dan Dewan Komisaris Entitas Utama telah mengimplementasikan manajemen risiko terintegrasi sesuai dengan karakteristik dan kompleksitas usaha Konglomerasi Keuangan, memahami risiko dengan baik pada konglomerasi Keuangan dan memastikan setiap LJK dalam konglomerasi Keuangan Victoria telah menerapkan Manajemen Risiko Terintegrasi dan sesuai dengan ketentuan yang berlaku; dan Direksi dan Dewan Komisaris Entitas Utama telah melaksanakan tugas dan tanggung jawabnya sesuai dengan Pedoman yang telah ditetapkan dan sesuai dengan ketentuan Otoritas Jasa Keuangan. <p>Governance Outcome:</p> <ul style="list-style-type: none"> The implementation of Integrated Risk Management is already in accordance with the objectives, characteristics, and complexity of the business of the Main Entity and LJK in Victoria Group's Financial Conglomeration; The Board of Directors and Board of Commissioners of Main Entity have implemented the integrated risk management in accordance with the Financial Conglomerate's business characteristics and complexity, by understanding the risks well in the Financial Conglomeration and ensuring that each LJK in Victoria Group's Financial Conglomeration has implemented the Integrated Risk Management and in accordance with the applicable regulations; and The Board of Directors and Board of Commissioners of Main Entity have carried out their duties and responsibilities in accordance with the established Guidelines and in accordance with the provisions of the Financial Services Authority.
<p>Pedoman Tata Kelola Terintegrasi Integrated Governance Guidelines</p>	1	<p>Governance Structure:</p> <ul style="list-style-type: none"> Entitas Utama dan masing-masing LJK telah memiliki kebijakan dan prosedur mengenai tata cara pelaksanaan Tata Kelola Terintegrasi sesuai dengan kebijakan yang berlaku; dan Pelaksanaan Tata Kelola Terintegrasi Bank Victoria pada Entitas Utama dan Pelaksanaan Tata Kelola Terintegrasi bagi LJK telah sesuai dengan peraturan yang berlaku. <p>Governance Structure:</p> <ul style="list-style-type: none"> The Main Entity and each LJK already have policies and procedures on the procedures for implementing Integrated Governance in accordance with the applicable policies; and The implementation of Integrated Governance of Bank Victoria in the Main Entity and the Implementation of Integrated Governance for LJK are already in accordance with the applicable regulations. <p>Governance Process: Pelaksanaan proses Tata Kelola Terintegrasi oleh Entitas Utama dan LJK telah mengacu pada Pedoman Tata Kelola Terintegrasi.</p> <p>Governance Process: The implementation of Integrated Governance process by the Main Entity and LJK refers to the Integrated Governance Guidelines.</p> <p>Governance Outcome:</p> <ul style="list-style-type: none"> Entitas Utama dan LJK Konglomerasi telah menjalankan prinsip-prinsip Tata Kelola yang ditetapkan regulator, tercermin tidak adanya pelanggaran yang dapat mempengaruhi <i>performance</i> dan kerugian bagi Grup Victoria; dan Pencapaian dan kondisi yang terjadi telah dikomunikasikan pencapaiannya dalam rapat-rapat serta fokus kepada penerapan strategi yang telah diambil Direksi dengan arahan/nasihat Dewan Komisaris. <p>Governance Outcome:</p> <ul style="list-style-type: none"> The Main Entity and LJK of the Conglomeration have implemented the Governance principles set by the regulator, as reflected by the absence of violations that could affect the performance and could cause losses for Victoria Group; and The achievement and condition occurred have been communicated in meetings, and the focus on implementation of strategies taken by the Board of Directors under the direction/advice of the Board of Commissioners.

Rencana Strategis Bank

// Bank's Strategic Plans

Berdasarkan kondisi ekonomi, Bank mengkaji kembali kinerja untuk pembuatan Rencana Bisnis Bank periode tahun 2020-2022. Dalam penyusunan rencana bisnis, Bank tidak dapat terlepas dari visi dan misi Bank Victoria. Untuk arah kebijakan Bank sesuai dengan visi dan misi, maka Bank Victoria dalam rencana bisnis Bank tahun 2019 mengambil tema "Enhancing Banking Service of Excellence".

Based on economics condition, the Bank re-asses performance to generate Bank's business Plan for the period of 2020-2022. In preparing the business plan, Bank Victoria must always pay attention to Bank Victoria's vision and mission. In order for the Bank's policy direction to be in-line with the vision and mission, Bank Victoria in its Bank's business plan adopts the theme of Towards Stronger, Resilient, and Balanced Growth.



Stronger

Memiliki struktur permodalan yang kuat diimbangi dengan pengembangan *Corporate Culture* dan budaya pelayanan perbankan yang lebih baik didukung oleh infrastruktur teknologi berbasis digital serta budaya kredit yang menjaga kualitas kredit dan mengutamakan pertumbuhan kredit yang sehat dan kehati-hatian.

Stronger

Having a strong capital structure balanced with the development of a Corporate Culture and a better banking service culture, supported by digitech-based infrastructure and a credit culture that maintains credit quality and prioritizes sound and prudent credit growth.

Resilient

Menghadapi tekanan ekonomi makro yang diproyeksikan masih berlanjut menyebabkan perlambatan pertumbuhan ekonomi dan rentannya aset menjadi bermasalah, Bank diharapkan tetap fleksibel menjalankan strateginya dan cepat beradaptasi pada kondisi makro ekonomi dan lingkungan bisnis yang semakin kompetitif.

Resilient

Facing the projected macroeconomic pressures that still continue to cause slowing economic growth and the vulnerability of assets to be problems, the Bank is expected to remain flexible in carrying out its strategies and to quickly adapt to the macroeconomic condition and increasingly competitive business environment.

Balanced Growth

Bisnis Bank diharapkan tetap bertumbuh secara seimbang dimana kualitas aset semakin meningkat namun tetap memperhatikan lingkungan bisnis yang mendukung keuangan berkelanjutan serta tetap memberikan nilai tambah bagi pemangku kepentingan.

Balanced Growth

The Bank's business is expected to continue to grow in a balanced manner where asset quality is increasing while still paying attention to the business environment that supports sustainable finance and continues to provide added value for stakeholders.



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Aspect of Business Support



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Capital Structure and Risk Management Practices

Langkah-Langkah Strategis yang Akan Ditempuh Bank

Atas arah kebijakan Bank diatas, maka Bank Victoria masih akan tetap fokus kepada langkah-langkah strategis sampai dengan 5 (lima) tahun kedepan yang mencakup 5 (lima) aspek besar sebagai berikut.

1. Memaksimalkan peranan kantor cabang dan digitalisasi dalam mendorong pertumbuhan bisnis yang pesat dan pengembangan *retail banking*;
2. Memperkuat *brand image* dari Bank Victoria serta aktif dalam pengembangan produk, jasa layanan dan strategi pemasaran;
3. Menerapkan organisasi yang efektif, meningkatkan kapasitas penggunaan informasi dan teknologi digital untuk mendukung peningkatan produktivitas;
4. Memperkuat aspek operasional, perkreditan serta kapasitas dari sistem IT dan infrastruktur; dan
5. Memperkuat penerapan dan pengelolaan kepatuhan, manajemen risiko, dan pengendalian internal di seluruh aspek operasional dan bisnis Bank, termasuk menghadapi ketentuan konglomerasi keuangan.

Uraian lengkap terkait Rencana Bisnis Bank 2020-2022 untuk jangka pendek dan jangka menengah dapat dilihat pada bab Analisis dan Pembahasan Manajemen dalam Laporan Tahunan ini.

Strategic Steps to be taken by the Bank

Based on the above policy directions, Bank Victoria will still focus on strategic measures for the next 5 years which will cover 5 main aspects as follows.

1. Development of retail banking business and drive business growth through digitalization;
2. Strengthening branding, services, and product marketing;
3. Establishing high performance organization;
4. Strengthening operational, credit, and IT capabilities; and
5. Strengthening compliance, risk management, and internal control practices, including in dealing with the provisions of financial conglomeration.

Complete details regarding the Bank's Business Plan for 2020-2022 for short- and medium-term can be seen in the Management Discussion and Analysis chapter in this Annual Report.

Pembelian Kembali Saham dan/atau Obligasi

// Buy Back of Shares and/or Bonds

Pembelian kembali saham atau obligasi subordinasi adalah upaya mengurangi jumlah saham atau obligasi subordinasi yang diterbitkan dengan cara membeli kembali saham atau obligasi subordinasi tersebut, yang tata cara pembayarannya dilaksanakan sesuai ketentuan yang berlaku. Sepanjang tahun 2019, Bank Victoria tidak melakukan pembelian kembali saham atau obligasi subordinasi.

Buyback of shares and subordinated bonds is an effort to reduce shares or subordinated bonds issued through such shares and subordinated buyback, which the payment procedure is carried out according to applicable terms. Throughout 2019, Bank Victoria did not buyback any shares or subordinated bonds.

Penyediaan Dana kepada Pihak Terkait dan/ atau Penyediaan Dana Besar

// Provision of Fund to Related Party and/or Provision of Large Exposure

Penyediaan dana kepada pihak terkait dan kepada debitur dalam jumlah besar dilakukan dengan memperhatikan prinsip kehati-hatian, melalui peninjauan ulang dan mekanisme sesuai dengan kebijakan internal, serta telah memenuhi ketentuan Bank Indonesia mengenai aspek Batas Maksimum Pemberian Kredit (BMPK). Dalam praktiknya, penyediaan dana kepada pihak terkait diputuskan oleh Dewan Komisaris secara independen.

Berikut rincian penyediaan dana kepada pihak terkait dan dana besar di Bank Victoria sepanjang tahun.

Provision of fund to related party and to debtor with large amount must take into consideration the prudential principles, by reviewing and mechanism that adheres to the internal policies, and complies with Bank Indonesia's provisions regarding Legal Lending Limit (LLK). In practice, provision of fund to related party is decided independently by the Board of Commissioners.

The following is detail on fund provision to related party large exposure in Bank Victoria throughout the year.

Penyediaan Dana Provision of Fund	Debitur Debtor	Total	
		Penyediaan Dana (juta Rupiah) Provision of Fund (million Rupiah)	Realisasi (juta Rupiah) Realization (million Rupiah)
Kepada Pihak Terkait To Related Parties	29	240,713	226,562
Kepada Debitur Inti To Core Debtors			
a. Individu Individual	25	2,334,781	2,134,781
b. Kelompok Group	101	10,536,587	7,145,117
Total	155	13,112,081	9,506,460

Transparansi Kondisi Keuangan dan Non-Keuangan Lainnya

// Transparency of Other Financial and Non-Financial Condition

Bank telah melakukan transparansi Laporan Tahunan (keuangan dan non keuangan) serta Laporan Keuangan Publikasi Triwulan dan Laporan Keuangan Publikasi Bulanan secara tepat waktu, disajikan melalui situs web Bank.

The Bank has implemented transparency in Annual Report (financial and non financial) as well as Publication of Quarterly Financial Statements and Publication of Monthly Financial Statement in timely manner, and the reports are presented in the Bank's website.

Pernyataan dan Praktik *Bad Corporate Governance*

// Statement and Practices of Bad Corporate Governance

Bank Victoria menyadari bahwa praktik-praktik *Bad Corporate Governance* akan mengganggu GCG yang telah dijalankan Bank. Sepanjang tahun 2019, Bank tidak melakukan segala tindakan serta kebijakan yang berkaitan dengan praktik *bad corporate governance* yang diuraikan pada tabel berikut.

Bank Victoria realizes that Bad Corporate Governance practices will disrupt the GCG carried out by the Bank. Throughout 2019, Bank Victoria did not carry out any actions and policies related to practice of bad corporate governance as described in below table.

Uraian Description	Praktik Practice
Adanya laporan sebagai Bank yang mencemari lingkungan. There is a report that the Bank pollutes the environment.	x
Perkara penting yang sedang dihadapi oleh Bank, anggota Direksi dan/atau anggota Dewan Komisaris yang sedang menjabat tidak diungkapkan dalam Laporan Tahunan. Significant cases currently faced by the Bank, members of Board of Directors, and/or members of Board of Commissioners in office are not disclosed in the Annual Report.	x
Ketidakpatuhan dalam pemenuhan kewajiban perpajakan. Non-compliance in fulfilling tax obligations.	x
Ketidaksesuaian penyajian Laporan Tahunan dan Laporan Keuangan dengan peraturan yang berlaku dan Standar Akuntansi Keuangan. Inconsistency of presentation of Annual Report and Financial Statements with the applicable regulations and Financial Accounting Standards (SAK).	x
Kasus terkait buruh dan karyawan. Cases related to workers and employees.	x
Tidak terdapat pengungkapan segmen operasi. There were no disclosures on operational segment.	x
Terdapat ketidaksesuaian antara Laporan Tahunan <i>hardcopy</i> dengan Laporan Tahunan <i>softcopy</i> . <i>Inconsistence between hard copy of Annual Report and soft copy of the Annual Report.</i>	x