

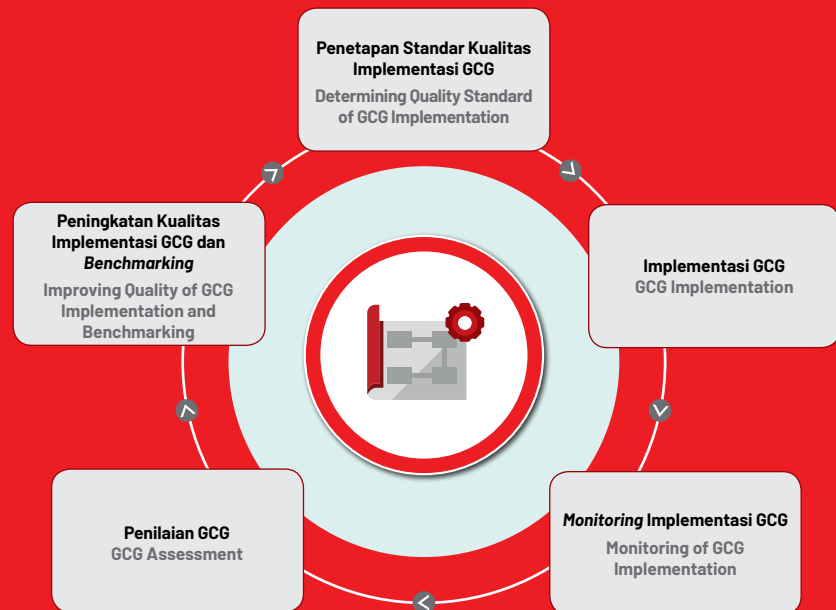


# Tata Kelola Perusahaan Good Corporate Governance

## Mekanisme Implementasi GCG Mechanism of GCG Implementation

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

Bank Victoria established a GCG implementation mechanism by considering the best practices that have been implemented in the banking industry so that GCG implementation at Bank Victoria is more focused and can achieve long-term implementation goal, which is *Good Corporate Sustainability*.



## Dasar Implementasi GCG

### Basis of GCG Implementation



Bank Victoria meyakini bahwa pencapaian kinerja yang baik dapat terus dipertahankan secara berkelanjutan jika dapat mengimplementasikan prinsip-prinsip tata kelola perusahaan yang baik (*good corporate governance/GCG*) secara konsisten dan berkelanjutan. Oleh karena itu, Bank Victoria mengimplementasikan GCG tidak hanya menjadi suatu kewajiban, tetapi merupakan fondasi penting dalam menjalankan usaha untuk memaksimalkan manfaat dan nilai tambah bagi para pemangku kepentingan serta menjaga keberlangsungan usaha.

Bank Victoria juga menyadari bahwa GCG merupakan salah satu komponen utama yang penting dalam rangka meningkatkan kinerja Bank, melindungi kepentingan dari para pemangku kepentingan, dan meningkatkan kepatuhan terhadap peraturan perundang-undangan serta nilai-nilai etika yang berlaku umum pada industri perbankan. Oleh karena itu, dalam menerapkan GCG, Bank Victoria menetapkan peraturan dan ketentuan yang meliputi Undang-Undang Republik Indonesia, Peraturan Otoritas Jasa Keuangan, prinsip *Corporate Governance* yang dikembangkan oleh Organization for Economic 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.

Pelaksanaan kegiatan usaha Bank juga selalu didasari pertimbangan terhadap pemenuhan prinsip-prinsip GCG yang diuraikan sebagai berikut.

Bank Victoria believes that good performance can be maintained sustainably if the Bank can implement the principles of good corporate governance (GCG) consistently and continuously. Therefore, Bank Victoria implements GCG not only as an obligation, but also as an important foundation in running the business to maximize benefits and added value for stakeholders and to maintain business continuity.

Bank Victoria also realizes that GCG is one of the main components that are important to improve the Bank's performance, to protect stakeholder interests, and to improve compliance with laws and regulations as well as ethical values that are generally accepted in the banking industry. Therefore, in implementing GCG, Bank Victoria establishes regulations and provisions that include Laws of the Republic of Indonesia, Financial Services Authority Regulations, Corporate Governance Principles developed by Organization for Economic Cooperation and 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.

The implementation of the Bank's business activities are always based on the consideration of the fulfillment of GCG principles as described below.

Prinsip GCG GCG Principles		
<b>Transparansi / Transparency</b>		
Penjelasan Explanation	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.
Standar Pemenuhan Standard of Fulfillment	Bank harus memberikan informasi secara tepat waktu, memadai, jelas, akurat, dan dapat dibandingkan. Informasi tersebut juga harus mudah diakses pemangku kepentingan sesuai dengan haknya.	The 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.
<b>Akuntabilitas / Accountability</b>		
Penjelasan Explanation	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.
Standar Pemenuhan Standard of Fulfillment	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> .	The 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 the respective duties and responsibilities, and must be able to understand its role in GCG implementation. The Bank must also ensure the availability of 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.
<b>Pertanggungjawaban / Accountability</b>		
Penjelasan Explanation	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.
Standar Pemenuhan Standard of Fulfillment	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> .	The Bank 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.
<b>Independensi / Independence</b>		
Penjelasan Explanation	Pengelolaan Bank secara profesional, tanpa pengaruh/tekanan dari pihak manapun.	Managing the Bank professionally without any influence/pressure from any parties.
Standar Pemenuhan Standard of Fulfillment	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.	The Bank must be managed professionally without unfair domination by stakeholders. The Bank managers must not be affected by unilateral interest and must avoid any kinds of conflict of interest.
<b>Kewajaran / Fairness</b>		
Penjelasan Explanation	Keadilan dan kesetaraan dalam memenuhi hak-hak pemangku kepentingan yang timbul berdasarkan perjanjian dan peraturan perundang-undangan yang berlaku.	Fairness and equality in fulfilling stakeholders' rights arising based on agreement and the applicable laws and regulations.
Standar Pemenuhan Standard of Fulfillment	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.	The Bank must pay attention to the interests of all stakeholders based on the principle of equality and fairness ( <i>equal treatment</i> ). The Bank also needs to provide opportunities to stakeholders to give inputs for the Bank's interests, and to have access to information, in accordance with the principle of openness.

## Komitmen Implementasi GCG

### Commitment to Implementing GCG

Komitmen implementasi GCG di Bank Victoria dilakukan dengan menetapkan Visi, Misi, dan Nilai-Nilai Budaya Bank, serta peraturan dan ketentuan yang berdasarkan pada berbagai peraturan dan ketentuan yang mendasari pelaksanaan GCG. Selanjutnya, komitmen tersebut 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. Masing-masing organ tata kelola Bank juga melaksanakan perannya berlandaskan pada prinsip-prinsip GCG guna mencapai kesinambungan usaha jangka panjang (*good corporate sustainability*).

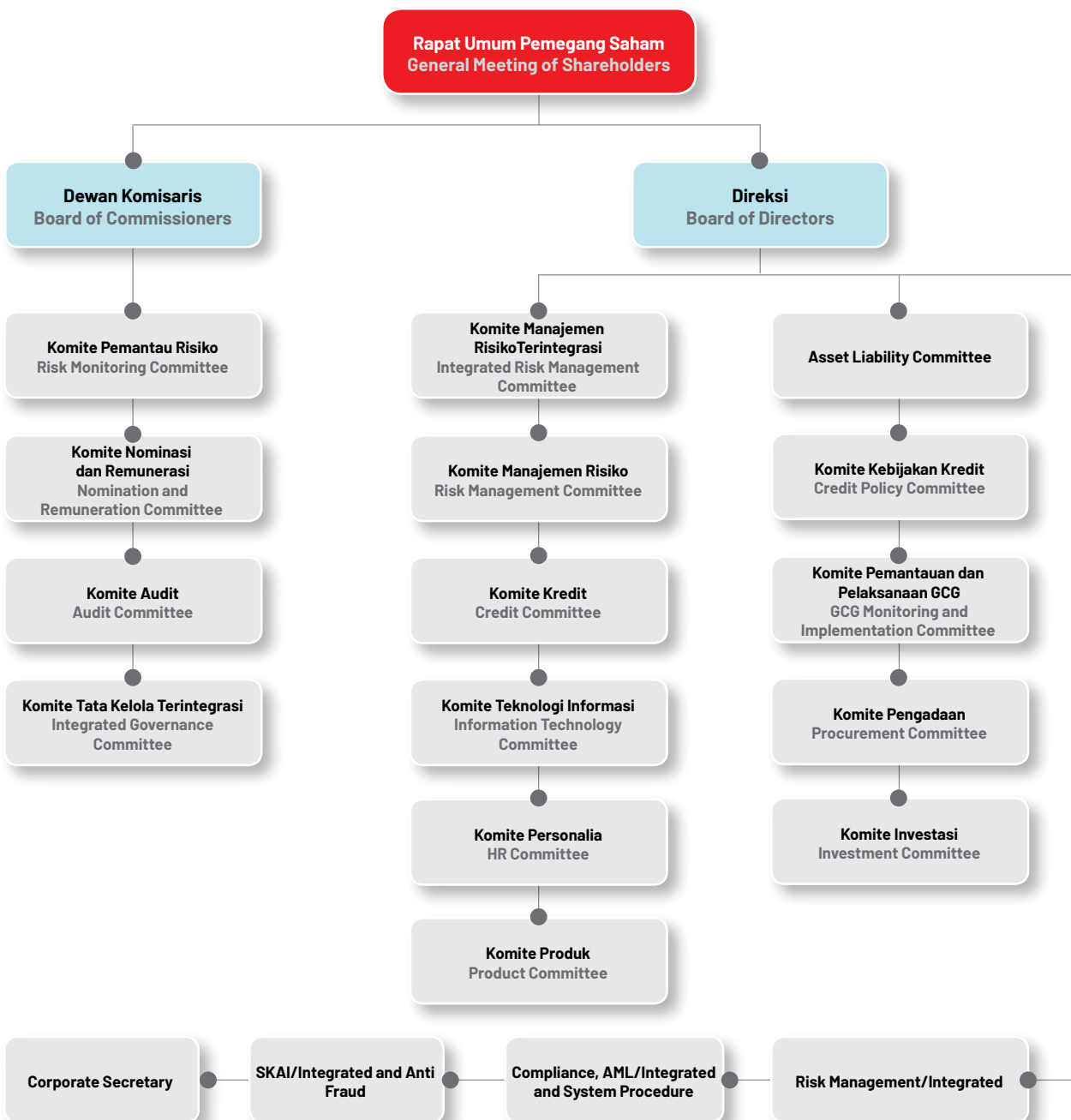
The commitment to implementing GCG at Bank Victoria is carried out by establishing the Bank's Vision, Mission, and Cultural Values, as well as rules and regulations based on the various rules and regulations underlying GCG implementation. This is followed by the commitment of the Bank's governance organs, including the General Meeting of Shareholders (GMS), the Board of Commissioners, and the Board of Directors, along with their respective supporting organs, to play their roles in accordance with the agreed regulations. Each of the Bank's governance organs also carries out role based on the GCG principles in order to achieve good corporate sustainability.

# Struktur dan Pedoman GCG

## GCG Structure and Guidelines

Struktur tata kelola Bank Victoria disusun berdasarkan Undang-Undang No. 40 Tahun 2007 tentang Perseroan Terbatas dan ditujukan untuk menetapkan kejelasan dalam pembagian tugas dan tanggung jawab, mekanisme dan alur pelaksanaan pengambilan keputusan, serta pelaporan dalam organ-organ yang ada di dalam Bank. Struktur tata kelola perusahaan di Bank Victoria sebagai berikut.

Bank Victoria's governance structure is established based on Law No. 40 of 2007 on Limited Liability Company, aiming at establishing clarity in distribution of duties and responsibilities, mechanism and flow in decision making, and reporting within the Bank's organs. Bank Victoria's corporate governance structure is as follows.





Dalam menjalankan perannya, masing-masing organ pada struktur tata kelola berpedoman pada peraturan yang berlaku di Bank Victoria, meliputi:

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. 002/SK-DIR/08/20 tanggal 7 Agustus 2020;
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/01/20 tanggal 10 Januari 2020;
5. *Board of Directors Charter* (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-DIR/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 bertujuan untuk melengkapi kebijakan pendukung dalam penerapan GCG, menjadi pedoman bagi Bank dalam menjalankan aktivitas sehari-hari sesuai dengan budaya perusahaan yang diharapkan, serta 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 juga secara berkala telah dievaluasi dan dimutakhirkan agar tetap sesuai dengan perubahan peraturan dan perundang-undangan yang berlaku.

In carrying out its role, each organ in the governance structure is guided by the applicable regulations at Bank Victoria, including:

1. Employee Ethics Guidelines stipulated in the Board of Directors' Decision Letter No. 002/SK-DIR/02/16 dated 15 February 2016;
2. Standard Operating Procedure for Anti-Fraud stipulated in Board of Directors' Decision Letter No. 002/SK-DIR/08/20 dated 7 August 2020;
3. Good Corporate Governance (GCG) Policy, which has validated through Board of Directors' Decision No. 009/SK-DIR/02/16 dated 24 February 2016;
4. Board of Commissioners Charter (BOC Charter), which has been validated through Board of Commissioners' Decision Letter No. 001/SK-KOM/01/20 dated 10 January 2020;
5. Board of Directors Charter (BOD Charter), which has been validated through Board of Directors' Decision Letter No. 002/SK-DIR/05/19 dated 2 May 2019;
6. Charter and Working Guidelines of Audit Committee, validated through Board of Commissioners' Decision Letter No. 004/SK-DIR/09/18 dated 21 September 2018;
7. Guidelines of Nomination and Remuneration Committee, validated through Board of Commissioners' Decision Letter No. 003/SK-KOM/09/18 dated 20 September 2018;
8. Charter and Working Guidelines of Risk Monitoring Committee, validated through Board of Commissioners' Decision Letter 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' Decision Letter 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' Decision Letter No. 006/SK-DIR/06/17 dated 20 June 2017; and
11. Policy and Standard Operating Procedure (SOP).

These guidelines aim to complement the supporting policies in implementing GCG, serve as guidelines for the Bank in carrying out its daily activities in accordance with the expected corporate culture, and serve as a form of written commitment of all ranks and levels of the Bank's organization in order to improve discipline and organ responsibility and safeguard stakeholders interests according to their respective responsibilities. These guidelines have been evaluated and updated periodically to keep them in line with the amendments 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. Adapun Implementasi dari *framework* tersebut menjadi tanggung jawab seluruh insan Bank, baik itu RUPS, Dewan Komisaris, Direksi, organ tata kelola pendukung, dan seluruh karyawan Bank.

*Corporate Governance Framework* Bank Victoria ditunjukkan dalam skema berikut.

GCG Implementation is comprehensive and covers all aspects of business management. In relation thereto, the Bank prepares *Corporate Governance Framework* for effective GCG implementation. The implementation of this framework is the responsibility of all Bank personnel, including the GMS, the Board of Commissioners, the Board of Directors, supporting governance organs, and all Bank employees.

The *Corporate Governance Framework* of Bank Victoria is shown in the following scheme.

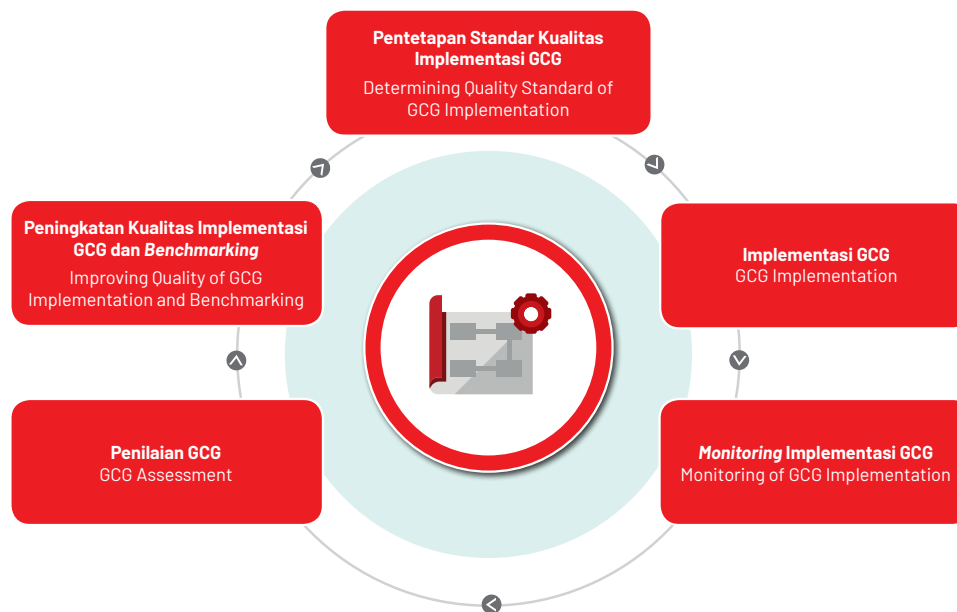


# Mekanisme Implementasi GCG

## Mechanism of GCG Implementation

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

Bank Victoria established a GCG implementation mechanism by considering the best practices that have been implemented in the banking industry so that GCG implementation at Bank Victoria is more focused and can achieve long-term implementation goal, which is *Good Corporate Sustainability*. Below is the scheme of GCG implementation mechanism at Bank Victoria.



### Penetapan Standar Kualitas Implementasi

Bank Victoria menetapkan standar ketentuan minimum yang harus diupayakan pemenuhannya untuk mengukur kualitas implementasi GCG di lingkungan Bank Victoria. Penetapan standar dilakukan dengan mempertimbangkan perkembangan Bank, input dari pemangku kepentingan, hasil penilaian, dan *benchmarking* pada industri perbankan yang berada di kelas BUKU II.

Salah satu standar kualitas implementasi GCG yang ditetapkan Bank Victoria adalah pemenuhan Peraturan Otoritas Jasa Keuangan No. 4/POJK.03/2016 tentang Penilaian Tingkat Kesehatan Bank Umum. Berdasarkan pedoman tersebut, pencapaian tingkat kesehatan Bank berdasarkan penilaian sendiri GCG minimum pada kategori "Cukup Baik" dan berdasarkan pendekatan risiko minimum pada kategori "Moderate". Standar lain yang ditetapkan Bank adalah pemenuhan hubungan dengan Pemegang Saham dalam menjamin hak-hak Pemegang Saham, pelaksanaan fungsi dan peran Dewan Komisaris dan Direksi, peningkatan partisipasi pemangku kepentingan, serta

### Determining the Quality Standard of GCG implementation

Bank Victoria established the minimum standards that must be met in order to measure the GCG implementation quality within Bank Victoria. Standard setting is made by considering the Bank's development, input from 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 to fulfill the Financial Services Authority Regulation No. 4/POJK.03/2016 on Sound Level Assessment of Commercial Bank. Based on these guidelines, the achievement of the Bank's soundness level is based on a self-assessment of minimum GCG in the "Fair" category and based on the minimum risk approach in the "Moderate" category. Other standards established by the Bank include fulfillment of relationship with Shareholders in securing the Shareholders' rights, implementing functions and roles of Board of Commissioners and Board of Directors, improving stakeholders' participation, and improving the implementation of

peningkatan pelaksanaan keterbukaan informasi. Penetapan standar tersebut mengacu kepada Peraturan Otoritas Jasa Keuangan No. 21/POJK.04/2015 tentang Penerapan Pedoman Tata Kelola Perusahaan Terbuka.

## Pelaksanaan dan Pemantauan Implementasi GCG

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

Guna memastikan kebenaran pelaksanaan implementasi GCG, Komite Pemantau dan Pelaksanaan GCG memantau pelaksanaan implementasi GCG. 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.

## Penilaian GCG

Penilaian 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.

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, 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*.

Penilaian sendiri GCG dilakukan dengan memperhatikan faktor-faktor yang dinilai, meliputi:

information disclosure. The standard is established by referring to the Financial Services Authority Regulation No. 21/POJK.04/2015 on Implementation of Governance Guidelines of Public Company.

## GCG Implementation and Monitoring

The establishment of GCG implementation quality standards must be followed by consistent and continuous implementation. Fulfillment of GCG implementation quality standards is mandatory for all Bank personnel, and the main responsibility is under the coordination of the Board of Commissioners and Board of Directors.

In order to ensure proper GCG implementation, the GCG Monitoring and Implementation Committee supervises the GCG implementation. This committee, among others, is in charge of:

1. Monitoring and analyzing any newest policy and best practices related to GCG implementation;
2. Updating/refining the existing internal policies against any changes of GCG policy;
3. Periodically monitoring the Bank's plans and realizations/business achievements through Committee meetings;
4. Determining aspects and person in charge in preparing 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 GCG implementation quality on various aspects measured.

Based on Financial Services Authority Regulation No. 55/POJK.03/2016 and Financial Services Authority Circular 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 for Commercial Banks, 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*.

GCG self-assessment is carried out by considering the factors being assessed, which are:



Faktor Penilaian Assessment Factor	Pelaksanaan Penilaian Assessment Implementation
Pelaksanaan tugas dan tanggung jawab Dewan Komisaris Implementation of duties and responsibilities of the Board of Commissioners	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. The Bank ensures GCG implementation through an 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.
Pelaksanaan tugas dan tanggung jawab Direksi Implementation of duties and responsibilities of the Board of Directors	Bank memastikan bahwa operasional dan usaha Bank telah diwujudkan dalam pelaksanaan tugas dan tanggung jawab yang berjalan sangat efektif. The Bank ensures that Bank's operations and business are realized in the implementation of highly effective duties and responsibilities.
Kelengkapan dan pelaksanaan tugas Komite Completeness and implementation of duties of the Committees	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. 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 by the Board of Commissioners.
Penanganan benturan kepentingan Management of conflict of interest	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. 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.
Penerapan fungsi kepatuhan Implementation of compliance function	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. 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.
Penerapan fungsi audit internal Implementation of internal audit function	Bank memastikan pelaksanaan fungsi audit internal telah berjalan lebih efektif, independen dan objektif, serta senantiasa berpedoman pada standar yang ditetapkan dalam Penerapan Fungsi Audit Intern Bank (PFAIB). 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 (PFAIB).
Penerapan fungsi audit eksternal Implementation of external audit function	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. 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.
Penerapan manajemen risiko, termasuk sistem pengendalian intern Implementation of risk management, including internal control system	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. 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.
Penyediaan dana kepada pihak terkait dan penyediaan dana besar Provision of fund to related party and provision of large exposure	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. 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 LLL, equitable diversification of provision of funds, and that decision-making in the provision of funds is conducted independently.
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	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. 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.
Rencana strategis Bank The Bank's strategic plans	Bank memastikan penyusunan RBB telah dilakukan dengan realistis dan telah memperhatikan faktor eksternal dan internal, prinsip <i>prudent</i> , serta asas perbankan yang sehat dan sesuai dengan Visi, Misi, dan rencana korporasi Bank. The Bank ensures that RBB preparation has been carried out realistically and has taken into consideration the external and internal factors, prudent principles, sound banking principles, and in line with the Bank's Vision, Mission, and corporate plan.

## Hasil Penilaian Sendiri serta Tindak Lanjutnya

Hasil Penilaian Sendiri GCG Bank Victoria selama 5 (lima) tahun terakhir ditunjukkan sebagai berikut.

## Self Assessment Results and the Follow Up

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

Aspek Aspect	Nilai Score				
	2020	2019	2018	2017	2016
Pelaksanaan Tugas dan Tanggung Jawab Direksi Implementation of Duties and Responsibilities of the Board of Directors	2	2	1	2	2
Pelaksanaan Tugas dan Tanggung Jawab Dewan Komisaris Implementation of Duties and Responsibilities of the Board of Commissioners	2	1	2	1	1
Kelengkapan dan Pelaksanaan Tugas Komite Completeness and Implementation of the Committee's Duties	3	2	2	2	2
Penanganan Benturan Kepentingan Management of Conflict of Interest	2	1	1	1	1
Penerapan Fungsi Kepatuhan Implementation of Compliance Function	3	2	2	2	2
Penerapan Fungsi Audit Internal Implementation of Internal Audit Function	3	2	2	2	2
Penerapan Fungsi Audit Eksternal Implementation of External Audit Function	2	2	2	2	2
Penerapan Manajemen Risiko, termasuk Sistem Pengendalian Internal Implementation of Risk Management, including Internal Control System	3	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	3	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	2	1	1	1	1
Rencana Strategis Bank Bank's Strategic Plans	3	2	2	2	2
<b>Skor Penilaian Sendiri GCG Bank Victoria</b> <b>Bank Victoria's GCG Self Assessment Score</b>	<b>3</b>	<b>2</b>	<b>2</b>	<b>2</b>	<b>2</b>
<b>Kategori</b> <b>Category</b>	<b>Cukup Baik</b> <b>Fair</b>	<b>Baik</b> <b>Good</b>	<b>Baik</b> <b>Good</b>	<b>Baik</b> <b>Good</b>	<b>Baik</b> <b>Good</b>
<b>Skor Penilaian Sendiri GCG Bank Victoria Syariah</b> <b>Bank Victoria Syariah's GCG Self Assessment Score</b>	<b>2.55</b>	<b>1.63</b>	<b>1.56</b>	<b>1.62</b>	<b>2.00</b>
<b>Kategori</b> <b>Category</b>	<b>Cukup Baik</b> <b>Fair</b>	<b>Baik</b> <b>Good</b>	<b>Baik</b> <b>Good</b>	<b>Baik</b> <b>Good</b>	<b>Baik</b> <b>Good</b>

Berdasarkan hasil penilaian sendiri tahun 2020, Bank memperoleh kategori "Cukup Baik" dengan rincian sebagai berikut.

Based on the self-assessment results in 2020, the Bank obtained the category "Fair" with the following details.

Indikator Indicator	Peringkat Rating	Definisi Peringkat Rating Definition
Individu Individual	3	Bank telah melakukan penerapan GCG yang secara umum Cukup Baik, tercermin dari penerapan terhadap 11 (sebelas) aspek yang telah dituangkan dalam analisis. The Bank has implemented the governance, which in general is Fair, as reflected in the implementation of 11 (eleven) aspects outlined in the analysis.
Konsolidasian Consolidated	3	Secara konsolidasi, yaitu Bank Victoria International (konvensional) dan Bank Victoria Syariah telah melakukan penerapan GCG yang secara umum Cukup Baik, tercermin dari masing-masing organisasi telah melakukan penerapan terhadap 11 (sebelas) aspek yang telah dituangkan dalam analisis. In a consolidation manner, Bank Victoria International (conventional) and Bank Victoria Syariah have implemented GCG, which in general is Fair, as reflected in each organization that has implemented 11 (eleven) aspects outlined in the analysis.

Berikut uraian analisis kesesuaian pelaksanaan penilaian sendiri GCG Bank Victoria dengan 3 (tiga) aspek, yaitu *governance structure*, *governance process*, dan *governance outcome* untuk setiap kriteria, serta tindak lanjutnya.

Below is the description of conformance analysis of Bank Victoria's GCG self assessment under 3 (three) aspects, namely *governance structure*, *governance process*, and *governance outcome* for each criterion, and the follow up.

<b>Uraian (Individu)</b> <b>Description (Individual)</b>	
<b>Aspek Pelaksanaan Tugas dan Tanggung Jawab Direksi</b> <b>Aspect of Implementation of Duties and Responsibilities of the Board of Directors</b>	
Nilai Score	2
Analisis Analysis	<p><b>Governance Structure:</b></p> <ul style="list-style-type: none"> <li>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;</li> <li>Setiap Direksi tidak memiliki hubungan keluarga sampai dengan derajat kedua maupun keuangan dengan anggota Direksi lainnya dan/atau anggota Komisaris;</li> <li>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</li> <li>Seluruh anggota Direksi telah lulus penilaian kemampuan dan kepatutan dan telah memperoleh surat persetujuan dari Otoritas Jasa Keuangan.</li> </ul> <p><b>Governance Structure:</b></p> <ul style="list-style-type: none"> <li>Total members of Board of Directors based on the Deed of Annual GMS Minutes No. 19 dated 10 May 2019 are 5 (five) members, consisting of President Director, Deputy President Director, 2 (two) Directors, and Director of Compliance and Risk Management;</li> <li>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;</li> <li>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</li> <li>All members of Board of Directors have passed the fit and proper test and have obtained an approval letter from the Financial Services Authority.</li> </ul> <p><b>Governance Process:</b></p> <ul style="list-style-type: none"> <li>Direksi melaksanakan tugasnya berdasarkan pada Pedoman yang telah ditetapkan dan senantiasa memperhatikan dan menerapkan prinsip-prinsip GCG dan ketentuan yang berlaku;</li> <li>Direksi dalam menjalankan tugasnya senantiasa memperhatikan arahan atau nasihat Dewan Komisaris melalui mekanisme rapat-rapat;</li> <li>Pencapaian rencana bisnis Bank cukup baik. Namun demikian, secara berkesinambungan Direksi senantiasa meningkatkan kinerja Bank dalam memitigasi dampak pandemi Covid-19;</li> <li>Direksi dibantu oleh beberapa Komite di bawah Direksi serta Unit-Unit terkait dalam menjalankan tugas-tugasnya; dan</li> <li>Direksi telah mengambil kebijakan dan keputusan strategis melalui mekanisme rapat Direksi yang tercermin selama tahun 2020 telah melakukan rapat sebanyak 53 kali rapat dan 17 kali rapat gabungan dengan Dewan Komisaris.</li> </ul> <p><b>Governance Process:</b></p> <ul style="list-style-type: none"> <li>The Board of Directors performs its duties based on the established Guidelines and always observes and applies the GCG principles and applicable provisions;</li> <li>In performing the duties, the Board of Directors always observed the direction or advice from the Board of Commissioners through meeting mechanism;</li> <li>The achievement of the Bank's Business Plan is quite good. Nonetheless, the Board of Directors continuously increase the Bank's performance in mitigating the impact of the Covid-19 pandemic;</li> <li>The Board of Directors is assisted by several committees under the Board of Directors and related Units in carrying out its duties; and</li> <li>The Board of Directors has taken strategic policies and decisions through the mechanism of Board of Directors' meetings, which were reflected during 2020 by holding 53 meetings and 17 joint meetings with the Board of Commissioners.</li> </ul> <p><b>Governance Outcome:</b></p> <ul style="list-style-type: none"> <li>Pencapaian kinerja tahun 2020 cukup baik, rentabilitas mendapat tekanan sebagai dampak dari pandemi Covid-19, sehingga mempengaruhi permodalan Bank. Kondisi yang terjadi telah dikomunikasikan dalam rapat-rapat serta fokus kepada penerapan strategi yang diambil Direksi dengan arahan/nasihat Dewan Komisaris; dan</li> <li>Bank dapat menjaga pemenuhan kewajiban yang ditetapkan regulator.</li> </ul> <p><b>Governance Outcome:</b></p> <ul style="list-style-type: none"> <li>The performance achievement in 2020 is quite good, the profitability was under pressure as an impact of the Covid-19 pandemic, and thus, affecting the Bank's capital. The conditions occurred have been communicated in meetings, and focused on implementation of strategies taken by the Board of Directors under the direction/advice from the Board of Commissioners; and</li> <li>The Bank can maintain its fulfillment of the obligations set by the regulator.</li> </ul>
<b>Aspek Pelaksanaan Tugas dan Tanggung Jawab Dewan Komisaris</b> <b>Aspect of Implementation of Duties and Responsibilities of the Board of Commissioners</b>	
Nilai Score	2

**Uraian (Individu)**  
**Description (Individual)**

Analisis  
Analysis

*Governance Structure:*

- 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 dan telah memperoleh surat persetujuan dari Otoritas Jasa Keuangan;
- 2 (dua) 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.

*Governance Structure:*

- 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, which is 3 (three) members and not exceeding the total members of Board of Directors, which is 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 Regulations and all members of Board of Commissioners have passed the fit and proper test and have obtained an approval letter from the Financial Services Authority;
- 2 (two) 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
- None of the Board of Commissioners' members have concurrently position 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 Regulations.

*Governance Process:*

- Dewan Komisaris telah melakukan pengawasan terhadap kinerja Direksi, dengan mekanisme melalui rapat-rapat;
- Selama tahun 2020, Dewan Komisaris telah melaksanakan rapat sebanyak 6 (enam) kali, 17 (tujuh belas) kali rapat gabungan dengan Direksi, dan rapat per Direktorat dengan Dewan Komisaris sebanyak 14 kali, seluruhnya telah dituangkan dalam risalah rapat dan didokumentasikan dengan baik;
- Dewan Komisaris melaksanakan tugasnya berdasarkan pada pedoman yang telah ditetapkan serta sangat memperhatikan prinsip-prinsip GCG dan ketentuan yang berlaku;
- Dewan Komisaris telah memberikan arahan dan nasihat kepada Direksi dalam proses pencapaian target yang telah ditetapkan dalam Rencana Bisnis Bank; dan
- Dewan Komisaris dalam melaksanakan tugasnya dibantu oleh komite-komite yang berada di bawah Dewan Komisaris.

*Governance Process:*

- The Board of Commissioners has supervised the Board of Directors' performance through meeting mechanism;
- In 2020, the Board of Commissioners held 6 (six) meetings, 17 (seventeen) joint meetings with the Board of Directors, and 14 meetings per Directorate with the Board of Commissioners, all of which have been stated in minutes of meeting and well documented;
- The Board of Commissioners performs its duties based on the established guidelines and highly observes the GCG principles and the 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.

*Governance Outcome:*

- 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 GCG dan target dan pencapaian yang telah ditetapkan dalam Rencana Bisnis Bank; dan
- Menindaklanjuti rekomendasi yang disampaikan atau dituangkan dalam risalah rapat dan dimonitor secara berkesinambungan.

*Governance Outcome:*

- The direction or advice from the Board of Commissioners has been discussed in meetings and set forth in the minutes of meeting;
- Meeting results will be one of the Board of Directors' references in carrying out its duties and responsibilities, while still referring to GCG, targets, and achievements specified in the Bank's Business Plan; and
- Following up the recommendations submitted or contained in the minutes of meetings and monitoring them on an ongoing basis.

**Aspek Kelengkapan dan Pelaksanaan Tugas Komite**  
**Aspect of Completeness and Implementation of the Committee's Duties**

Nilai  
Score

3

Analisis  
Analysis

*Governance Structure:*

- 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.

*Governance Structure:*

- 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 Committees 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.

**Uraian (Individu)**  
**Description (Individual)**

**Governance Process:**

- 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 Komisaris; dan
- Melalui mekanisme rapat-rapat, Komite serta Unit-unit terkait lainnya telah membahas berbagai hal dan hasilnya dituangkan dalam risalah rapat yang akan ditindaklanjuti oleh masing-masing Unit terkait. Selama tahun 2020, Komite Audit telah melakukan rapat sebanyak 8 (delapan) kali dan Komite Pemantau Risiko telah melakukan rapat sebanyak 4 (empat) kali.

**Governance Process:**

- 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; and
- Through meeting mechanism, the Committees and other related Units have discussed various matters and the results are then outlined in minutes of meetings to be followed up by each related Unit. During 2020, the Audit Committee held 8 (eight) meetings and the Risk Monitoring Committee held 4 (four) meetings.

**Governance Outcome:**

- 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 (*dissenting opinions*) dan didokumentasikan dengan baik;
- Komite-Komite telah menjalankan fungsinya sesuai dengan koridor dan mekanisme yang telah ditetapkan, namun belum sepenuhnya efektif terutama dalam keadaan luar biasa, yaitu pandemi Covid-19; dan
- Terdapat kelemahan dalam *monitoring* namun dapat diselesaikan pada aktivitas normal.

**Governance Outcome:**

- 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 administrator, including disclosure in case of dissenting opinions and is well documented;
- The Committees have carried out their functions in accordance with the corridor and mechanism established, but have not been fully effective especially during the extraordinary condition, which was the Covid-19 pandemic; and
- There are weaknesses in monitoring but can be resolved in normal activities.

**Aspek Penanganan Benturan Kepentingan**  
**Aspect of Management of Conflict of Interest**

Nilai  
Score 2

Analisis  
Analysis

**Governance Structure:**

- Bank telah memiliki kebijakan dan prosedur dalam penyelesaian benturan kepentingan; dan
- Kebijakan telah mengatur secara rinci masing-masing elemen yang mengatur proses, mekanisme serta personel yang berhak bertindak dalam penyelesaiannya.

**Governance Structure:**

- The Bank already has policies and procedures in settling conflict of interest; and
- The policy has regulated in detail each element governing the processes, mechanisms, and personnel who are eligible to act in the settlement.

**Governance Process:**

Mengutamakan tindakan pencegahan dan selalu meningkatkan budaya pembelajaran dan budaya kepatuhan dalam pelaksanaan tugas dan tanggung jawab dengan tetap menjunjung tinggi profesionalisme.

**Governance Process:**

Prioritizing preventive measures and always improving the learning and compliance culture in the performance of its duties and responsibilities, while upholding professionalism.

**Governance Outcome:**

Tidak terdapat benturan kepentingan yang dapat merugikan atau mengurangi keuntungan bagi Bank.

**Governance Outcome:**

There are no conflicts of interest that could harm or reduce the Bank's profits.

**Aspek Penerapan Fungsi Kepatuhan**  
**Aspect of Implementation of Compliance Function**

Nilai  
Score 3

Analisis  
Analysis

**Governance Structure:**

- Satuan Kerja Kepatuhan independen terhadap Satuan Kerja Operasional; dan
- Proses pengangkatan, pemberhentian dan/atau pengunduran diri Direktur yang membawahi kepatuhan telah sesuai dengan ketentuan Bank Indonesia atau Otoritas Jasa Keuangan dan/atau regulator lainnya.

**Governance Structure:**

- The Compliance Unit is independence against the Operational 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 Bank Indonesia or Financial Services Authority and/or other regulators.

**Governance Process:**

- Direktur yang membawahi kepatuhan dalam melaksanakan tugasnya 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.

**Governance Process:**

- The director in charge of compliance, in carrying out duties, ensures 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.



<b>Uraian (Individu)</b> <b>Description (Individual)</b>	
	<p><b>Governance Outcome:</b></p> <ul style="list-style-type: none"> <li>• Telah melaporkan terkait tugas dan tanggung jawab Direktur yang membawahi kepatuhan sesuai dengan kebijakan Otoritas Jasa Keuangan dan waktu yang telah ditetapkan; dan</li> <li>• Bank terus mengupayakan terbentuknya budaya kepatuhan pada seluruh jenjang organisasi Bank.</li> </ul> <p><b>Governance Outcome:</b></p> <ul style="list-style-type: none"> <li>• Has reported the duties and responsibilities of the Director in charge of compliance unit in accordance with the policy of Financial Services Authority and within the specified time; and</li> <li>• The Bank keeps making efforts to create a compliance culture in all ranks of the Bank's organization.</li> </ul>
<b>Aspek Penerapan Fungsi Audit Internal</b> <b>Aspect of Implementation of Internal Audit Function</b>	
Nilai Score	3
Analisis Analisis	<p><b>Governance Structure:</b></p> <ul style="list-style-type: none"> <li>• Struktur SKAI yang dibentuk berdasarkan kebijakan berlaku dan independen terhadap unit kerja lain; dan</li> <li>• Telah memiliki Pedoman Audit <i>Intern</i> dan Piagam Internal Audit <i>Intern</i> yang mengacu pada Penerapan Fungsi Audit <i>Intern</i> Bank (PFAIB).</li> </ul> <p><b>Governance Structure:</b></p> <ul style="list-style-type: none"> <li>• Structure of Internal Audit Unit (SKAI) established under the policy is effective and independent to other work units; and</li> <li>• Has Internal Audit Guidelines and Internal Audit Charter, which refer to the Implementation of the Bank's Internal Audit Function (PFAIB).</li> </ul> <p><b>Governance Process:</b></p> <ul style="list-style-type: none"> <li>• Penerapan Fungsi Audit <i>Intern</i> Bank (PFAIB) telah berjalan sesuai dan memenuhi pedoman <i>intern</i> sesuai dengan standar minimum yang telah ditetapkan dalam PFAIB dan SKAI telah menjalankan fungsinya secara independen dan objektif;</li> <li>• Melaporkan hasil audit dan memonitor tindak lanjut penyelesaiannya; dan</li> <li>• Pelaksanaan kontrol atas transaksi harian secara <i>day to day</i> dilakukan oleh <i>Internal Control</i> dan memonitor tindak lanjut penyelesaiannya dengan segera.</li> </ul> <p><b>Governance Process:</b></p> <ul style="list-style-type: none"> <li>• The implementation of the Bank's Internal Audit Function (PFAIB) has been in place and meeting the internal guidelines according to the minimum standards specified in PFAIB and SKAI has performed its functions independently and objectively;</li> <li>• Reporting audit results and monitoring the follow-up of the settlement; and</li> <li>• Controlling daily transactions by day-to-day, which are carried out by Internal Control, and monitoring the follow-up of the settlement immediately.</li> </ul> <p><b>Governance Outcome:</b></p> <ul style="list-style-type: none"> <li>• Laporan telah disampaikan kepada pihak terkait dan dimonitor secara berkala tindaklanjutnya;</li> <li>• Hasil pemeriksaan dilakukan berdasarkan <i>risk based audit</i>; dan</li> <li>• Pemeriksaan perlu dilakukan dengan lebih komprehensif/menyeluruh terutama di masa pandemi Covid-19 untuk dapat memitigasi potensi yang mungkin terjadi dalam operasional Bank.</li> </ul> <p><b>Governance Outcome:</b></p> <ul style="list-style-type: none"> <li>• Reports have been submitted to related parties and their follow-ups are monitored regularly;</li> <li>• The examination results are made based on risk-based audit; and</li> <li>• Audit needs to be done more comprehensively/thoroughly especially during the Covid-19 pandemic in order to mitigate the potentials that might happen to the Bank's operations.</li> </ul>
<b>Aspek Fungsi Audit Eksternal</b> <b>Aspect of External Audit Function</b>	
Nilai Score	2
Analisis Analisis	<p><b>Governance Structure:</b></p> <p>Penugasan audit kepada akuntan publik telah memenuhi persyaratan yang telah ditetapkan.</p> <p><b>Governance Structure:</b></p> <p>The assignment of audit to public accountants has met the specified requirements.</p> <p><b>Governance Process:</b></p> <ul style="list-style-type: none"> <li>• Penunjukan akuntan publik telah melalui mekanisme yang diatur dalam kebijakan;</li> <li>• Penunjukan akuntan publik dan kantor akuntan publik telah sesuai dengan rekomendasi dari Komite Audit melalui Dewan Komisaris yang telah mendapat wewenang dari RUPS;</li> <li>• Akuntan publik telah melakukan audit secara independen dan profesional; dan</li> <li>• Akuntan publik telah melaporkan hasil auditnya sesuai dengan waktu dan menyampaikannya kepada pihak-pihak penerima laporan hasil audit.</li> </ul> <p><b>Governance Process:</b></p> <ul style="list-style-type: none"> <li>• The appointment of a public accountant has followed the mechanism set forth in the policy;</li> <li>• Appointment of public accountant and public accounting firm is already in accordance with Audit Committee's recommendations through the Board of Commissioners, which has been authorized by the GMS;</li> <li>• The public accountant has conducted the audit independently and professionally; and</li> <li>• The public accountant has reported the audit results within the specified time and submitted it to the recipients of the audit report.</li> </ul> <p><b>Governance Outcome:</b></p> <ul style="list-style-type: none"> <li>• Pelaksanaan audit oleh Akuntan Publik senantiasa bertindak objektif, independen, serta sesuai dan telah memenuhi persyaratan ketentuan yang berlaku; dan</li> <li>• Hasil audit dan <i>management letter</i> telah disampaikan secara tepat waktu kepada Otoritas Jasa Keuangan oleh kantor akuntan publik yang ditunjuk.</li> </ul> <p><b>Governance Outcome:</b></p> <ul style="list-style-type: none"> <li>• 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</li> <li>• Audit results and management letter have been submitted in a timely manner to the Financial Services Authority by the appointed public accounting firm.</li> </ul>

<b>Uraian (Individu)</b> <b>Description (Individual)</b>	
<b>Aspek Penerapan Manajemen Risiko, termasuk Sistem Pengendalian Internal</b> <b>Aspect of Risk Management Implementation, including Internal Control System</b>	
Nilai Score	3
Analisis Analysis	<p><i>Governance Structure:</i></p> <ul style="list-style-type: none"> <li>Bank telah memiliki struktur yang memadai dalam mendukung penerapan manajemen risiko dan pengendalian internal; dan</li> <li>Bank telah memiliki kebijakan sebagai pedoman dalam pelaksanaan tugas-tugas Komite.</li> </ul> <p><i>Governance Structure:</i></p> <ul style="list-style-type: none"> <li>The Bank already has an adequate structure to support the implementation of risk management and internal control; and</li> <li>The Bank already has a policy as a guideline in executing the duties of the Committee.</li> </ul> <hr/> <p><i>Governance Process:</i></p> <ul style="list-style-type: none"> <li>Dewan Komisaris telah mengevaluasi dan menyetujui kebijakan yang akan digunakan sebagai pedoman dalam penerapan manajemen risiko maupun pengendalian internal; dan</li> <li>Mengembangkan dan membangun budaya manajemen risiko termasuk kesadaran risiko pada seluruh jenjang organisasi.</li> </ul> <p><i>Governance Process:</i></p> <ul style="list-style-type: none"> <li>The Board of Commissioners has evaluated and approved the policy to be used as a guideline in implementing risk management and internal control; and</li> <li>Developing and building risk management culture including risk awareness at all organizational levels.</li> </ul> <hr/> <p><i>Governance Outcome:</i></p> <ul style="list-style-type: none"> <li>Penerapan fungsi manajemen risiko dan pengendalian internal Bank telah sesuai dengan tujuan, kebijakan, ukuran, dan kompleksitas usaha, serta risiko yang dihadapi Bank. Namun demikian, masih terdapat kelemahan dan dapat diselesaikan dengan segera; dan</li> <li>Bank tidak melakukan aktivitas bisnis yang melampaui kemampuan permodalannya.</li> </ul> <p><i>Governance Outcome:</i></p> <ul style="list-style-type: none"> <li>The implementation of the Bank's risk management and internal control functions are already in accordance with the Bank's business objectives, policies, size, and complexity, as well as the risks faced by the Bank. Nevertheless, there are still weaknesses which can be resolved immediately; and</li> <li>The Bank does not conduct business activities that exceed its capital capability.</li> </ul>
<b>Aspek Penyediaan Dana Kepada Pihak Terkait (Related Party) dan Penyediaan Dana Besar (Large Exposure)</b> <b>Aspect of Provision of Funds to Related Party and Provision of Large Exposure</b>	
Nilai Score	3
Analisis Analysis	<p><i>Governance Structure:</i></p> <p>Bank telah memiliki kebijakan, sistem, dan prosedur tertulis yang memadai untuk penyediaan dana kepada pihak terkait dan penyediaan dana besar.</p> <p><i>Governance Structure:</i></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> <hr/> <p><i>Governance Process:</i></p> <ul style="list-style-type: none"> <li>Bank secara berkala mengevaluasi dan menginikan kebijakan, sistem, dan prosedur;</li> <li>Proses penyediaan dana kepada pihak terkait dan <i>large exposure</i> dipantau dan dikaji oleh beberapa unit kerja, termasuk unit yang membawahi kepatuhan; dan</li> <li>Penyediaan dana besar termasuk pelaksanaan restrukturisasi telah menerapkan prinsip kehati-hatian, namun belum sepenuhnya efektif. Untuk itu, perbaikan kualitas kredit, yang berpotensi meningkatkan NPL, serta peningkatan pengawasan kualitas kredit terus dilakukan.</li> </ul> <p><i>Governance Process:</i></p> <ul style="list-style-type: none"> <li>The Bank periodically evaluates and updates its policies, systems, and procedures;</li> <li>The process of providing funds to related parties and large exposure are monitored and reviewed by several work units, including the compliance unit; and</li> <li>On provision of large exposure including the restructuring, the prudential principle is applied although it is not fully effective yet. Therefore, improvement of quality of loan that has the potential to increase NPL and improvement of monitoring of loan quality shall be continuously conducted.</li> </ul> <hr/> <p><i>Governance Outcome:</i></p> <p>Tidak terdapat pelanggaran, tetapi terdapat pelampauan BMPK Bank Victoria yang disebabkan oleh penurunan modal Bank (Tier 1). Atas pelampauan tersebut, Bank telah mengirimkan surat ke Otoritas Jasa Keuangan dengan Surat No. 036/DIR-EKS/01/20 tanggal 11 November 2020.</p> <p><i>Governance Outcome:</i></p> <p>There were no violations, but there was an excess of Bank Victoria's LLL caused by a decrease in the Bank's capital (Tier 1). Regarding such excess, the Bank has sent a letter to the Financial Services Authority with Letter No. 036/DIR-EKS/01/20 dated 11 November 2020.</p>
<b>Aspek Transparansi Kondisi Keuangan dan Non-Keuangan Bank, Laporan Pelaksanaan GCG, dan Pelaporan Internal</b> <b>Aspect of Transparency of the Bank's Financial and Non-Financial Condition, GCG Implementation Report, and Internal Reporting</b>	
Nilai Score	2

<b>Uraian (Individu)</b> <b>Description (Individual)</b>	
Analisis Analysis	<p><b>Governance Structure:</b></p> <ul style="list-style-type: none"> <li>Bank memiliki kebijakan dan prosedur mengenai tata cara pelaksanaan transparansi kondisi keuangan dan non-keuangan; dan</li> <li>Bank telah menyusun Laporan Pelaksanaan Tata Kelola setiap semester dan akhir tahun buku dengan cakupan sesuai ketentuan yang berlaku.</li> </ul> <p><b>Governance Structure:</b></p> <ul style="list-style-type: none"> <li>The Bank has policies and procedures on the procedure of transparency of financial and non-financial conditions; and</li> <li>The Bank has prepared the Governance Implementation Report every semester and at the end of fiscal year with coverage according to the applicable regulations.</li> </ul> <hr/> <p><b>Governance Process:</b></p> <ul style="list-style-type: none"> <li>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</li> <li>Bank telah menyusun Laporan Pelaksanaan Tata Kelola dengan isi dan cakupan sesuai dengan ketentuan yang berlaku.</li> </ul> <p><b>Governance Process:</b></p> <ul style="list-style-type: none"> <li>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</li> <li>The Bank has prepared the Governance Implementation Report in which its content and coverage are in accordance with the applicable regulations.</li> </ul> <hr/> <p><b>Governance Outcome:</b></p> <p>Bank telah menyampaikan informasi keuangan dan non-keuangan secara transparan kepada publik melalui situs web Bank. Cakupan informasi keuangan dan non-keuangan tersebut tepat waktu, lengkap, dan akurat.</p> <p><b>Governance Outcome:</b></p> <p>The Bank has published its financial and non-financial information transparently to the public through the Bank's website. The scope of financial and non-financial information is delivered in a timely, complete, and accurate manner.</p>

<b>Aspek Rencana Strategis Bank</b> <b>Aspect of the Bank's Strategic Plan</b>
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Nilai Score	3
Analisis Analysis	<p><b>Governance Structure:</b></p> <p>Rencana strategis Bank telah disusun dalam rencana bisnis (<i>business plan</i>) sesuai dengan Visi dan Misi Bank.</p> <p><b>Governance Structure:</b></p> <p>The Bank's strategic plans have been outlined in the business plan according to the Bank's vision and mission.</p> <hr/> <p><b>Governance Process:</b></p> <ul style="list-style-type: none"> <li>Rencana Bisnis Bank (RBB) disusun secara realistis dengan memperhatikan faktor eksternal maupun internal, prinsip kehati-hatian, serta disesuaikan dengan Visi dan Misi Bank;</li> <li>Direksi telah mengkomunikasikan RBB dengan elemen-elemen terkait;</li> <li>Direksi telah melaksanakan RBB dengan cukup baik; dan</li> <li>Rencana strategis Bank sudah dikomunikasikan di dalam rapat-rapat Direksi dan Komisaris.</li> </ul> <p><b>Governance Process:</b></p> <ul style="list-style-type: none"> <li>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;</li> <li>The Board of Directors has communicated RBB with the related elements;</li> <li>The Board of Directors has implemented RBB sufficiently well; and</li> <li>The Bank's strategic plans have been communicated in meetings of the Board of Directors and Board of Commissioners.</li> </ul> <hr/> <p><b>Governance Outcome:</b></p> <ul style="list-style-type: none"> <li>Rencana bisnis telah disusun oleh Direksi dan disetujui oleh Dewan Komisaris;</li> <li>Rencana strategis Bank menjadi acuan dalam melaksanakan tindakan-tindakan strategis Bank, seperti penutupan kantor cabang dalam rangka efisiensi dan penerbitan surat berharga;</li> <li>Pencapaian kinerja tahun 2020 cukup baik, yang disebabkan inkonsistensi proses penyediaan dana, sehingga kualitas kredit berpotensi mengganggu kinerja rentabilitas dan permodalan Bank. Pencapaian dan kondisi yang terjadi telah dikomunikasikan dalam rapat-rapat serta fokus kepada penerapan strategi yang telah diambil Direksi dengan arahan/nasihat Dewan Komisaris;</li> <li>Kredit korporasi masih mendominasi bisnis Bank, namun demikian Bank terus berupaya untuk mencapai langkah-langkah strategis menjadi bisnis ritel dalam masa pandemi dengan tetap menjalankan prinsip kehati-hatian dalam rangka menekan risiko Bank; dan</li> <li>Kondisi realisasi bisnis telah dikomunikasikan Direksi kepada Pemegang Saham, sehingga terjalin komunikasi yang kondusif dan telah dirumuskan beberapa langkah untuk perbaikan secara berkesinambungan.</li> </ul> <p><b>Governance Outcome:</b></p> <ul style="list-style-type: none"> <li>The business plan has been prepared by the Board of Directors and approved by the Commissioners;</li> <li>The Bank's strategic plans become references in implementing the Bank's strategic actions, such as closing branch offices in the context of efficiency and issuing marketable securities;</li> <li>The performance achievement in 2020 is quite good, caused by the inconsistency in the process of providing funds, resulting in the loan quality to have the potential to disturb the performance of the Bank's profitability and capital. 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;</li> <li>Corporate loan still dominated the Bank's business. However, the Bank keeps making efforts to achieve strategic steps to become a retail business during the pandemic and keeps applying the prudential principle in order to suppress the Bank's risks; and</li> <li>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.</li> </ul>

## Rekomendasi dan Tindak Lanjut Penilaian GCG

Hasil penilaian sendiri GCG Bank Victoria dalam implementasi GCG pada tahun 2020 menunjukkan adanya beberapa rekomendasi yang perlu ditindaklanjuti agar kualitas implementasi GCG terus meningkat. Berikut informasi rekomendasi hasil penilaian sendiri GCG dan pelaksanaan tindak lanjutnya.

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 dengan terus menerapkan prinsip kehati-hatian secara ketat dan menyeluruh.
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.	In line with 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 by continuously applying the prudential principle strictly and comprehensively.
Masih terdapat denda dan <i>fraud</i> serta meningkatnya kredit bermasalah atau <i>Non-Performing Loan</i> (NPL). There are still fines, fraud, and increasing Non-Performing Loan (NPL).	Bank terus mengupayakan pengelolaan secara optimal terutama di masa pandemi Covid-19, 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 management, especially during the Covid-19 pandemic, 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.

## Recommendations and Follow-Up on GCG Assessment

Bank Victoria's GCG self-assessment results for GCG implementation in 2020 indicate that there are several recommendations that need to be followed up so that the GCG implementation quality continues to improve. Below is information on the recommendations for GCG self-assessment results and the follow-up implementation.

## Peningkatan Kualitas Implementasi GCG dan Benchmarking

Peningkatan kualitas implementasi GCG dapat dibagi dalam 2 (dua) konteks, yaitu peningkatan kualitas untuk mencapai standar yang telah ditetapkan dan peningkatan kualitas dari standar yang telah dicapai. Dalam meningkatkan kualitas untuk mencapai standar yang telah ditetapkan, Bank menindaklanjuti rekomendasi penilaian sendiri GCG serta menindaklanjuti temuan dan rekomendasi audit, baik audit internal maupun audit eksternal, seperti kantor akuntan publik, Bank Indonesia, dan Otoritas Jasa Keuangan. Tindak lanjut rekomendasi tersebut akan dipantau dan dilaporkan kembali kepada Dewan Komisaris dan Direksi, serta regulator terkait.

Sedangkan, dalam upaya meningkatkan kualitas melebihi standar yang telah dicapai, Bank dapat melakukan *benchmarking* kepada bank-bank lainnya yang memiliki kategori dan level yang sama atau lebih tinggi. Melalui proses *benchmarking* tersebut, Bank dapat memperoleh gambaran tentang praktik terbaik implementasi GCG di industri perbankan.

## Improving the Quality of GCG Implementation and Benchmarking

Improvement of the GCG implementation quality can be divided into 2 (two) contexts, which are improvement of the quality to achieve the predetermined standards and improvement of the quality of the standards achieved. In improving the quality to achieve the predetermined standards, the Bank follows up on the GCG self-assessment recommendations and follows up on audit findings and recommendations, both internal and external audits, such as public accounting firms, Bank Indonesia, and Financial Services Authority. The follow-up on such recommendations will be monitored and reported back to the Board of Commissioners and Board of Directors, as well as the relevant regulators.

Meanwhile, to improve the quality to exceed the standards achieved, the Bank may make benchmarking to other banks that have equal or higher category or level. Through this benchmarking process, the Bank can obtain an overview of GCG implementation best practices 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 penilaian sendiri GCG berada dalam kategori "Cukup Baik" dengan tingkat risiko komposit "Moderate"; dan
4. Segi keberlanjutan usaha yang akan datang, Bank memiliki peluang pertumbuhan yang besar berdasarkan hasil analisa *strengths, weaknesses, opportunities, threats* (SWOT).

Benefits obtained by the Bank in implementing GCG include:

1. From Operations 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 "Fair" category with "Moderate" composite risk level; and
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

Bank Victoria telah menerapkan Peraturan Otoritas Jasa Keuangan No. 21/POJK.04/2015 dan Surat Edaran Otoritas Jasa Keuangan No. 32/SE0JK.04/2015 sebagai standar penerapan GCG. Peraturan tersebut terdiri dari 5 (lima) aspek, 8 (delapan) prinsip, dan 25 rekomendasi penerapan aspek dan prinsip GCG yang harus dilaksanakan Bank. Adapun uraian penerapannya dijelaskan sebagai berikut.

Bank Victoria has applied the Financial Services Authority Regulation No. 21/POJK.04/2015 and Financial Services Authority Circular No. 32/SE0JK.04/2015 as the GCG implementation standards. The regulation consists of 5 (five) aspects, 8 (eight) principles, and 25 recommendations for the implementation of GCG aspects and principles that must be implemented by the Bank. Description of the implementation is explained as follows.

#### Aspek 1: Hubungan Perusahaan Terbuka dengan Pemegang Saham dalam Menjamin Hak-Hak Pemegang Saham Aspect 1: Relationship between the Public Company and Shareholders in Guaranteeing the Shareholders' Rights

##### Prinsip 1: Meningkatkan Nilai Penyelenggaraan RUPS.

##### Rekomendasi 1:

Perusahaan terbuka memiliki cara atau prosedur teknis pengumpulan suara (*voting*) baik secara terbuka maupun tertutup yang mengedepankan independensi, dan kepentingan Pemegang Saham.

##### Principle 1: Increasing the Value of Convening General Meeting of Shareholders (GMS).

##### Recommendation 1:

Public Company has technical voting methods or procedures, either open or close, prioritizing independence, and interest of Shareholders.



<p><b>Uraian Rekomendasi:</b></p> <ul style="list-style-type: none"> <li>Setiap saham dengan hak suara yang dikeluarkan mempunyai 1 (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.</li> <li>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>.</li> </ul>	<p><b>Description Recommendation:</b></p> <ul style="list-style-type: none"> <li>Every issued share with voting rights has 1 (one) vote (one share one vote). 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.</li> <li>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.</li> </ul>
<p><b>Realisasi:</b></p> <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 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 19 Juni 2020.</p>	<p><b>Realization:</b></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 all minutes of the Bank's GMS, including the minutes of the Annual GMS held on 10 May 2019 and the Extraordinary GMS held on 19 June 2020.</p>
<p><b>Status:</b> Terpenuhi</p>	<p><b>Status:</b> Comply</p>
<p><b>Rekomendasi 2:</b></p> <p>Seluruh anggota Direksi dan anggota Dewan Komisaris Perusahaan Terbuka hadir dalam RUPS Tahunan.</p>	<p><b>Recommendation 2:</b></p> <p>All members of Board of Directors and members of Board of Commissioners of Public Company attend the Annual GMS.</p>
<p><b>Uraian Rekomendasi:</b></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><b>Description Recommendation:</b></p> <p>Attendance of all members of Board of Directors and members of Board of Commissioners of public company is intended so that each member 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>
<p><b>Realisasi:</b></p> <p>Seluruh Dewan Komisaris dan Direksi Bank Victoria menghadiri RUPS Tahunan yang dilaksanakan pada 19 Juni 2020. 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><b>Realization:</b></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 19 June 2020. 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>
<p><b>Status:</b> Terpenuhi</p>	<p><b>Status:</b> Comply</p>
<p><b>Rekomendasi 3:</b></p> <p>Ringkasan risalah RUPS tersedia dalam situs web Perusahaan Terbuka paling sedikit selama 1 (satu) tahun.</p>	<p><b>Recommendation 3:</b></p> <p>Summary of GMS Minutes is available on the Company's website for at least 1 (one) year.</p>
<p><b>Uraian Rekomendasi:</b></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><b>Description Recommendation:</b></p> <p>Public Company must make a summary of the GMS minutes in Indonesian and foreign language (at least in English) and announce it in 2 (two) business days after the GMS is convened to public, in which one way is through the Company's website. The availability of summary of the GMS minutes on the public company's website gives opportunity to Shareholders who cannot attend to obtain important information in the GMS easily and fast. Therefore, provision on the minimum time period of availability of the summary of the GMS minutes on the website is intended to give adequate time for Shareholders to obtain the information.</p>
<p><b>Realisasi:</b></p> <p>Ringkasan risalah RUPS telah dimuat dalam situs web Bank serta telah dimuat dalam surat kabar Harian Terbit tanggal 23 Juni 2020.</p>	<p><b>Realization:</b></p> <p>The summary of the GMS minutes has been published on the Bank's website and has been published in Terbit Daily newspaper dated 23 June 2020.</p>
<p><b>Status:</b> Terpenuhi</p>	<p><b>Status:</b> Comply</p>

<p><b>Prinsip 2:</b> <b>Meningkatkan Kualitas Komunikasi Perusahaan Terbuka dengan Pemegang Saham atau Investor.</b></p>	<p><b>Principle 2:</b> <b>Increasing the Communication Quality of the Public Company and Shareholders or Investors.</b></p>
<p><b>Rekomendasi 4:</b></p> <p>Perusahaan terbuka memiliki suatu kebijakan komunikasi dengan Pemegang Saham atau Investor.</p>	<p><b>Recommendation 4:</b></p> <p>Public company has communication policy with the Shareholders or Investors.</p>
<p><b>Uraian Rekomendasi:</b></p> <ul style="list-style-type: none"> <li>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.</li> <li>Kebijakan komunikasi dengan para Pemegang Saham atau investor menunjukkan komitmen perusahaan terbuka dalam melaksanakan komunikasi dengan para Pemegang Saham atau investor. Dalam kebijakan tersebut mencakup strategi, program, dan waktu pelaksanaan komunikasi, serta panduan yang mendukung Pemegang Saham atau investor untuk berpartisipasi dalam komunikasi tersebut.</li> </ul>	<p><b>Description Recommendation:</b></p> <ul style="list-style-type: none"> <li>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.</li> <li>Communication policy with the Shareholders or investors indicates the commitment of public company in communicating with the Shareholders or investors. Such policies include strategies, programs, and timelines of communication, as well as guidelines that support the Shareholders or investors to participate in such communication.</li> </ul>
<p><b>Realisasi:</b></p> <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><b>Realization:</b></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>
<p><b>Status:</b> Terpenuhi</p>	<p><b>Status:</b> Comply</p>
<p><b>Rekomendasi 5:</b></p> <p>Perusahaan terbuka mengungkapkan kebijakan komunikasi perusahaan dengan Pemegang Saham atau investor dalam situs web.</p>	<p><b>Recommendation 5:</b></p> <p>Public company discloses the communication policy of the company with Shareholders or investors on the website.</p>
<p><b>Uraian Rekomendasi:</b></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><b>Description Recommendation:</b></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>
<p><b>Realisasi:</b></p> <p>Pengungkapan terkait kebijakan komunikasi kepada Pemegang Saham atau investor disampaikan pada Laporan Tahunan Bank yang telah dimuat dalam situs web Bank bagian Hubungan Investor.</p>	<p><b>Realization:</b></p> <p>Disclosure of communication policy to Shareholders or investors is presented in the Bank's Annual Report that has been posted on the Bank's website in the Investor Relations section.</p>
<p><b>Status:</b> Terpenuhi</p>	<p><b>Status:</b> Comply</p>

**Aspek 2: Fungsi dan Peran Dewan Komisaris**  
**Aspect 2: Functions and Roles of the Board of Commissioners**

<p><b>Prinsip 3:</b> <b>Memperkuat Keanggotaan dan Komposisi Dewan Komisaris.</b></p>	<p><b>Principle 3:</b> <b>Strengthening Membership and Composition of the Board of Commissioners.</b></p>
<p><b>Rekomendasi 6:</b></p> <p>Penentuan jumlah anggota Dewan Komisaris mempertimbangkan kondisi perusahaan terbuka.</p>	<p><b>Recommendation 6:</b></p> <p>The determination of number of Board of Commissioners considers the condition of the public company.</p>
<p><b>Uraian Rekomendasi:</b></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 Dewan Komisaris dan Direksi 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><b>Description Recommendation:</b></p> <p>The number of Board of Commissioners' members may affect the effectiveness of Board of Commissioners' duty implementation. The determination of number of Board of Commissioners' members of a public company must refer to the provisions of applicable laws and regulations, which is at least 2 (two) members based on the provisions of Financial Services Authority Regulations on Board of Commissioners and Board of Directors of Issuers or Public Companies. Furthermore, it is also necessary to consider the conditions of public company including, among others, the characteristics, capacities, and measures, and the achievement of objectives and the fulfillment of different business needs among the public companies. However, large number of Board of Commissioners' members will potentially disrupt the effectiveness of implementation of Board of Commissioners' functions.</p>

<p><b>Realisasi:</b> 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/01/20 tanggal 10 Januari 2020, dan Peraturan Otoritas Jasa Keuangan tentang Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik. Dewan Komisaris beranggotakan 3 (tiga) orang dan 2 (dua) orang diantaranya merupakan Komisaris Independen. Jumlah tersebut dianggap telah sesuai dengan kompleksitas usaha Bank saat ini.</p>	<p><b>Realization:</b> The determination of number of Board of Commissioners' members of Bank Victoria is already in accordance with the Bank's Articles of Association, Board of Commissioners Charter (BOC Charter), which has been ratified by the Board of Commissioners' Decision Letter No. 001/SK-KOM/01/20 dated 10 January 2020, and Financial Services Authority Regulations on 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 Bank's current business complexity.</p>
<p><b>Status:</b> Terpenuhi</p>	<p><b>Status:</b> Comply</p>
<p><b>Rekomendasi 7:</b> Penentuan komposisi anggota Dewan Komisaris memperhatikan keberagaman keahlian, pengetahuan, dan pengalaman yang dibutuhkan.</p> <p><b>Uraian Rekomendasi:</b> 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><b>Recommendation 7:</b> The determination of composition of the Board of Commissioners considers the range of expertise, knowledge, and experience required.</p> <p><b>Description Recommendation:</b> The Board of Commissioners' composition is a combination of characteristics, either as organ of the Board of Commissioners or as a member of the Board of Commissioners individually, according to the public company's needs. These characteristics are reflected in the determination of expertise, knowledge, and experience required in implementing supervisory and advisory duties by the Board of Commissioners of a public company. A composition that pays attention to the public company needs is a positive matter, particularly related to the decision making in regard of implementing supervisory function that is conducted by considering various wider aspects.</p>
<p><b>Realisasi:</b> Anggota Dewan Komisaris terdiri dari orang-orang yang profesional dan kompeten di bidangnya, dengan beragam keahlian, pengetahuan dan pengalaman yang sesuai dengan bisnis Bank. Keberagaman komposisi Dewan Komisaris telah disampaikan dalam pembahasan terkait Dewan Komisaris dalam bab Tata Kelola Perusahaan di dalam Laporan Tahunan ini.</p>	<p><b>Realization:</b> The Board of Commissioners' members consist of professional and competent persons in their respective fields, with wide range of expertise, knowledge, and experience relevant to the Bank's business. The diversity of Board of Commissioners' composition has been presented in the relevant discussions of the Board of Commissioners in Corporate Governance chapter of this Annual Report.</p>
<p><b>Status:</b> Terpenuhi</p>	<p><b>Status:</b> Comply</p>
<p><b>Prinsip 4:</b> <b>Meningkatkan Kualitas Pelaksanaan Tugas dan Tanggung Jawab Dewan Komisaris.</b></p>	<p><b>Principle 4:</b> <b>Increasing the Quality of Implementation of Duties and Responsibilities of the Board of Commissioners.</b></p>
<p><b>Rekomendasi 8:</b> Dewan Komisaris memiliki kebijakan penilaian sendiri untuk menilai kinerja Dewan Komisaris.</p> <p><b>Uraian Rekomendasi:</b></p> <ul style="list-style-type: none"> <li>• Kebijakan penilaian sendiri Dewan Komisaris merupakan suatu pedoman yang digunakan sebagai bentuk akuntabilitas atas penilaian kinerja Dewan Komisaris secara kolegal. 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 penilaian sendiri ini diharapkan masing-masing anggota Dewan Komisaris dapat berkontribusi untuk memperbaiki kinerja Dewan Komisaris secara berkesinambungan.</li> <li>• 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, di mana adanya fungsi tersebut telah diwajibkan dalam Peraturan Otoritas Jasa Keuangan tentang Komite Nominasi dan Remunerasi Emiten atau Perusahaan Publik.</li> </ul>	<p><b>Recommendation 8:</b> The Board of Commissioners has self assessment policy to assess the performance of the Board of Commissioners.</p> <p><b>Description Recommendation:</b></p> <ul style="list-style-type: none"> <li>• 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.</li> <li>• The policy may include the assessment activities undertaken along with their purposes and objectives, time of execution that is periodical, 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 Financial Services Authority Regulation on the Nomination and Remuneration Committee of Issuers or Public Companies.</li> </ul>
<p><b>Realisasi:</b> Dewan Komisaris Bank Victoria telah memiliki kebijakan terkait penilaian sendiri yang ditetapkan dalam BOC Charter terkait Evaluasi Kinerja Dewan Komisaris.</p>	<p><b>Realization:</b> 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 Commissioner.</p>
<p><b>Status:</b> Terpenuhi</p>	<p><b>Status:</b> Comply</p>

**Rekomendasi 9:**

Kebijakan penilaian sendiri untuk menilai kinerja Dewan Komisaris, diungkapkan melalui Laporan Tahunan perusahaan terbuka.

**Uraian Rekomendasi:**

Pengungkapan kebijakan penilaian sendiri 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 *check and balance* terhadap kinerja Dewan Komisaris.

**Realisasi:**

Dewan Komisaris telah melaksanakan penilaian sendiri secara konsisten setiap tahun berdasarkan BOC Charter. Uraian terkait pelaksanaan penilaian sendiri Dewan Komisaris telah disampaikan dalam pembahasan terkait Dewan Komisaris dalam bab Tata Kelola Perusahaan di dalam Laporan Tahunan ini.

**Status:**

Terpenuhi

**Recommendation 9:**

Self assessment policy to assess the performance of the Board of Commissioners is disclosed through the public company Annual Report.

**Description Recommendation:**

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.

**Realization:**

The Board of Commissioners has conducted self-assessment consistently annually based on the BOC Charter. Description of the implementation of Board of Commissioners' self-assessment has been presented in the description of the Board of Commissioners in Corporate Governance chapter in this Annual Report.

**Status:**

Comply

**Rekomendasi 10:**

Dewan Komisaris mempunyai kebijakan pengunduran diri anggota Dewan Komisaris apabila terlibat dalam kejahatan keuangan.

**Uraian Rekomendasi:**

- 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.

**Realisasi:**

Dewan Komisaris telah melaksanakan penilaian sendiri secara konsisten setiap tahun berdasarkan BOC Charter. Uraian terkait pelaksanaan penilaian sendiri Dewan Komisaris telah disampaikan dalam pembahasan terkait Dewan Komisaris dalam bab Tata Kelola Perusahaan di dalam Laporan Tahunan ini.

**Status:**

Terpenuhi

**Recommendation 10:**

The Board of Commissioners has policies related to resignation of members of Board of Commissioners if involved in financial crime.

**Description Recommendation:**

- 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.

**Realization:**

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.

**Status:**

Comply

**Rekomendasi 11:**

Dewan Komisaris atau Komite yang menjalankan fungsi nominasi dan remunerasi menyusun kebijakan suksesi dalam proses nominasi anggota Direksi.

**Uraian Rekomendasi:**

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.

**Description Recommendation:**

Under the provisions of the Financial Services Authority Regulations on Nomination and Remuneration Committee of Issuers or Public Companies, the committee in charge of nomination function has the duty to formulate 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 Board of Directors' members. The succession policy is aimed to maintain the continuity of regeneration process or leadership cadre in the company in order to maintain the Company's business sustainability and long-term goals.

<p><b>Realisasi:</b> 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><b>Realization:</b> The Nomination and Remuneration Committee of Bank Victoria has a policy related to the succession of the 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 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>
<p><b>Status:</b> Terpenuhi</p>	<p><b>Status:</b> Comply</p>

**Aspek 3: Fungsi dan Peran Direksi**  
**Aspect 3: Functions and Roles of the Board of Directors**

<p><b>Prinsip 5:</b> <b>Memperkuat Keanggotaan dan Komposisi Direksi.</b></p> <p><b>Rekomendasi 12:</b> Penentuan jumlah anggota Direksi mempertimbangkan kondisi perusahaan terbuka serta efektivitas dalam pengambilan keputusan.</p>	<p><b>Principle 5:</b> <b>Strengthening Membership and Composition of the Board of Directors.</b></p> <p><b>Recommendation 12:</b> The determination of number of Board of Directors' members considers the Public Company's condition and the effectiveness of decision making.</p>
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<p><b>Uraian Rekomendasi:</b> 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><b>Description Recommendation:</b> As the organ of the company authorized in company's management, the determination of number of Board of Directors' members greatly affects the performance of public company. Thus, the determination of number of Board of Directors' members must be made through careful consideration and must be subject to the provisions of applicable laws and regulations, which according to the Financial Services Authority Regulations on Board of Directors and Board of Commissioners of Issuers or Public Companies, must be composed of at least 2 (two) members. In addition, the determination of number of Board of Directors' members shall be based on the need to achieve the public company's goals and objectives and adjusted to the public company's condition, including the characteristics, capacity, and size of the public company and how the Board of Directors make effective decision making.</p>
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<p><b>Realisasi:</b> Penentuan jumlah anggota Direksi Bank Victoria telah sesuai dengan Anggaran Dasar Bank, <i>Board of Directors Charter (BOD Charter)</i> 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><b>Realization:</b> The determination of number of Board of Directors' members of Bank Victoria is already in accordance with the Bank's Articles of Association, Board of Directors' Charter (BOD Charter), which has been ratified through the Board of Director's Decision Letter No. 002/SK-DIR/05/19 dated 2 May 2019, and Financial Services Authority Regulation on Board of Directors and Board of Commissioners of Issuers or Public Companies. The Board of Directors consists of 5 (five) members and are deemed to be in line with the Bank's current business complexity.</p>
<p><b>Status:</b> Terpenuhi</p>	<p><b>Status:</b> Comply</p>

<p><b>Rekomendasi 13:</b> Penentuan komposisi anggota Direksi memperhatikan keberagaman keahlian, pengetahuan, dan pengalaman yang dibutuhkan.</p>	<p><b>Recommendation 13:</b> The determination of Board of Directors' composition considers range of expertise, knowledge, and experience required.</p>
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<p><b>Uraian Rekomendasi:</b> 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 kolegal.</p>	<p><b>Description Recommendation:</b> Similar to the Board of Commissioners, the diversity of Board of Directors' composition is a combination of characteristics required, either Board of Directors as an organ or as a member of Board of Directors individually, according to the public company's needs. 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 such characteristics' combination will have an impact in the accuracy of nomination process and individual or collegial appointment of Board of Directors' members.</p>
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<p><b>Realisasi:</b> 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><b>Realization:</b> The determination of Board of Directors' composition already considers the range of expertise, knowledge, and experience required. The diversity of Board of Directors' composition is presented in the discussion of Board of Directors in Corporate Governance chapter of this Annual Report.</p>
<p><b>Status:</b> Terpenuhi</p>	<p><b>Status:</b> Comply</p>



**Rekomendasi 14:**

Anggota Direksi yang membawahi bidang akuntansi atau keuangan memiliki keahlian dan/atau pengetahuan di bidang akuntansi.

**Recommendation 14:**

Members of Board of Directors in charge of accounting or finance have the skills and/or knowledge in accounting.

**Uraian Rekomendasi:**

- 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.

**Description Recommendation:**

- Financial Statements are the managements accountability reports 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 and the related Financial Services Authority Regulations, such as the laws and regulations in capital market sector governing the presentation and disclosure of Financial Statements of public company. Under the laws and regulations in capital market sector governing the Board of Directors' accountability in the Financial Statements, the Board of Directors is jointly and severally liable for the Financial Statements, which are signed by the President Director and member of Board of Directors in charge of accounting or finance sectors.
- The disclosure and preparation of financial information presented in the financial statements will largely depend on the Board of Directors' expertise and/or knowledge, especially the members of Board of Directors who are in charge of accounting or finance sectors. The qualification of expertise and/or knowledge in accounting sector, which shall at least be possessed by the Board of Directors' said members, can provide confidence in the preparation of Financial Statements, so that the Financial Statements can be relied upon by the stakeholders as the basis of economic decision making related to the said public company. Such expertise and/or knowledge may be proven by educational background, training certification, and/or related work experience.

**Realisasi:**

Direktur Keuangan Bank Victoria yang membawahi bidang akuntansi/keuangan, yaitu Debora Wahjutirto Tanoyo memiliki pengetahuan dan keahlian di bidang akuntansi.

**Realization:**

The Director of Finance of Bank Victoria in charge of accounting/finance sector, Debora Wahjutirto Tanoyo, has knowledge and expertise in accounting field.

**Status:**  
Terpenuhi

**Status:**  
Comply

**Prinsip 6:**

**Meningkatkan Kualitas Pelaksanaan Tugas dan Tanggung Jawab Direksi.**

**Principle 6:**

**Increasing the Quality of Implementation of Duties and Responsibilities of the Directors.**

**Rekomendasi 15:**

Direksi mempunyai kebijakan penilaian sendiri untuk menilai kinerja Direksi.

**Recommendation 15:**

The Directors have self assessment policy to assess the Directors' performance.

**Uraian Rekomendasi:**

- Seperti halnya pada Dewan Komisaris, kebijakan penilaian sendiri Direksi merupakan suatu pedoman yang digunakan sebagai bentuk akuntabilitas atas penilaian kinerja Direksi secara kolektif. Penilaian sendiri dilakukan oleh masing-masing anggota Direksi untuk menilai pelaksanaan kinerja Direksi secara kolektif, dan bukan menilai kinerja individual masing-masing anggota Direksi. Dengan adanya penilaian sendiri 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.

**Description Recommendation:**

- Similar to the Board of Commissioners, the Directors' self-assessment policy is a guideline used as a form of accountability for Directors' performance collectively. Self assessment is performed by each member of the Directors to assess the Directors' performance collectively rather than assessing the individual performance of each member of the Directors. This self assessment is expected to improve the performance of the Directors on an ongoing basis.
- 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.

**Realisasi:**

Direksi Bank Victoria telah memiliki kebijakan penilaian sendiri yang ditetapkan dalam BOD Charter terkait Evaluasi Kinerja Direksi.

**Realization:**

The Directors of Bank Victoria has a policy related to self assessment as specified in the BOD Charter on Directors' Performance Evaluation.

**Status:**  
Terpenuhi

**Status:**  
Comply

**Rekomendasi 16:**

Kebijakan penilaian sendiri untuk menilai kinerja Direksi diungkapkan melalui Laporan Tahunan perusahaan terbuka.

**Recommendation 16:**

Self assessment policy to assess the Board of Directors' performance is disclosed in the public company's Annual Report.

**Uraian Rekomendasi:**

Pengungkapan kebijakan penilaian sendiri 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 *check and balance* terhadap kinerja Direksi.

**Description Recommendation:**

The disclosure of the self assessment policy on 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 Directors' performance.

<p><b>Realisasi:</b> Berdasarkan BOD Charter, Direksi melaksanakan penilaian sendiri secara konsisten setiap tahun. Pelaksanaan penilaian sendiri Direksi telah diungkapkan dalam pembahasan Tata Kelola Perusahaan ini.</p>	<p><b>Realization:</b> 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>
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<p><b>Status:</b> Terpenuhi</p>	<p><b>Status:</b> Comply</p>
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<p><b>Rekomendasi 17:</b> Direksi mempunyai kebijakan terkait pengunduran diri anggota Direksi apabila terlibat dalam kejahatan keuangan.</p>	<p><b>Recommendation 17:</b> The Board of Directors has policies related to resignation of members of Board of Directors if involved in financial crime.</p>
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<p><b>Uraian Rekomendasi:</b></p> <ul style="list-style-type: none"> <li>• 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.</li> <li>• 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.</li> </ul>	<p><b>Description Recommendation:</b></p> <ul style="list-style-type: none"> <li>• The resignation policy for Board of Directors' members involved in financial crime is a policy that may increase stakeholders' trust in public companies, and thus, 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 terms of morality, this policy will build an ethical culture within the public company. Such policy may be covered in the guidelines or code of conduct applicable to the Board of Directors.</li> <li>• Furthermore, involved in financial crime constitutes the convicted status of the Board of Directors' member given by a competent authority. Such financial crimes include manipulation and various forms of embezzlement in financial services' activities and money laundering as referred to in Law No. 8 of 2010 on the Prevention and Eradication of the Criminal Act of Money Laundering.</li> </ul>
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<p><b>Realisasi:</b> Direksi Bank Victoria telah memiliki kebijakan pengunduran diri apabila terlibat dalam benturan kepentingan sebagaimana ditetapkan dalam BOD Charter terkait Keanggotaan Direksi.</p>	<p><b>Realization:</b> The Board of Directors of Bank Victoria already has a resignation policy if involved in conflict of interest as stipulated in the BOD Charter regarding Board of Directors' Membership.</p>
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<p><b>Status:</b> Terpenuhi</p>	<p><b>Status:</b> Comply</p>
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**Aspek 4: Partisipasi Pemangku Kepentingan**  
**Aspect 4: Participation of Stakeholders**

<p><b>Prinsip 7:</b> <b>Meningkatkan Aspek Tata Kelola Perusahaan melalui Partisipasi Pemangku Kepentingan.</b></p>	<p><b>Principle 7:</b> <b>Increasing the Corporate Governance Aspect through Stakeholders Participation.</b></p>
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<p><b>Rekomendasi 18:</b> Perusahaan terbuka memiliki kebijakan untuk mencegah terjadinya <i>insider trading</i>.</p>	<p><b>Recommendation 18:</b> The Public Company has a policy to prevent the occurrence of insider trading.</p>
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<p><b>Uraian Rekomendasi:</b> 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><b>Description Recommendation:</b> A person having inside information is prohibited from engaging in a securities transaction by using the 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>
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<p><b>Realisasi:</b> 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><b>Realization:</b> Bank Victoria already has a policy to prevent insider trading as stated in the Code of Conduct, which has been ratified under the Board of Director's Decision Letter No. 012/SK-DIR/12/18 dated 27 December 2018.</p>
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<p><b>Status:</b> Terpenuhi</p>	<p><b>Status:</b> Comply</p>
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<p><b>Rekomendasi 19:</b> Perusahaan terbuka memiliki kebijakan anti korupsi dan <i>anti fraud</i>.</p>	<p><b>Recommendation 19:</b> Public Company has anti-corruption and anti-fraud policies.</p>
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<p><b>Uraian Rekomendasi:</b> Kebijakan antikorupsi bermanfaat untuk memastikan agar kegiatan usaha perusahaan terbuka dilakukan secara legal, <i>prudent</i>, 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><b>Description Recommendation:</b> 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 conduct, or on a separate 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 policy must illustrate the prevention of public company against all corrupt practices, either giving to or receiving from other parties.</p>
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<p><b>Realisasi:</b> Bank Victoria telah memiliki kebijakan anti korupsi dan <i>anti-fraud</i> sebagaimana dimuat dalam <i>Code of Conduct</i>.</p>	<p><b>Realization:</b> Bank Victoria already has anti-corruption and anti-fraud policies as contained in the Code of Conduct.</p>
<p><b>Status:</b> Terpenuhi</p>	<p><b>Status:</b> Comply</p>
<p><b>Rekomendasi 20:</b> Perusahaan terbuka memiliki kebijakan tentang seleksi dan peningkatan kemampuan pemasok atau <i>vendor</i>.</p>	<p><b>Recommendation 20:</b> Public company has a policy on selection and improvement of supplier or vendor capabilities.</p>
<p><b>Uraian Rekomendasi:</b></p> <ul style="list-style-type: none"> <li>Kebijakan tentang seleksi pemasok atau <i>vendor</i> 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 <i>vendor</i> bermanfaat untuk memastikan bahwa rantai pasokan (<i>supply chain</i>) berjalan dengan efisien dan efektif. Kemampuan pemasok atau <i>vendor</i> dalam memasok/memenuhi barang atau jasa yang dibutuhkan perusahaan akan memengaruhi kualitas hasil perusahaan.</li> <li>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 <i>vendor</i>, mekanisme pengadaan yang transparan, upaya peningkatan kemampuan pemasok atau <i>vendor</i>, dan pemenuhan hak-hak yang berkaitan dengan pemasok atau <i>vendor</i>.</li> </ul>	<p><b>Description Recommendation:</b></p> <ul style="list-style-type: none"> <li>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.</li> <li>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.</li> </ul>
<p><b>Realisasi:</b> Bank Victoria telah memiliki kebijakan tentang seleksi dan peningkatan kemampuan pemasok atau <i>vendor</i> 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><b>Realization:</b> 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/SKDIR/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>
<p><b>Status:</b> Terpenuhi</p>	<p><b>Status:</b> Comply</p>
<p><b>Rekomendasi 21:</b> Perusahaan terbuka memiliki kebijakan tentang pemenuhan hak-hak kreditur.</p>	<p><b>Recommendation 21:</b> Public company has a policy on the fulfillment of creditors' rights.</p>
<p><b>Uraian Rekomendasi:</b> 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><b>Description Recommendation:</b> 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>
<p><b>Realisasi:</b> Kebijakan tentang pemenuhan hak-hak kreditur Bank Victoria telah diatur dalam <i>Code of Conduct</i>.</p>	<p><b>Realization:</b> Bank Victoria has a policy on the fulfillment of creditor's rights as stipulated in the Code of Conduct.</p>
<p><b>Status:</b> Terpenuhi</p>	<p><b>Status:</b> Comply</p>
<p><b>Rekomendasi 22:</b> Perusahaan terbuka memiliki kebijakan sistem <i>whistleblowing</i>.</p>	<p><b>Recommendation 22:</b> Public Company has policy of whistleblowing system.</p>
<p><b>Uraian Rekomendasi:</b> 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><b>Description Recommendation:</b> A well-structured whistleblowing 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 whistleblowing system policy includes among others types of violations that can be reported through whistleblowing 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>
<p><b>Realisasi:</b> Bank Victoria telah memiliki Kebijakan dan Standar Operasional Prosedur Penerapan <i>Anti Fraud</i> serta Penerapan <i>Whistleblowing System</i> yang telah dimutakhirkan melalui Surat Keputusan Direksi No. 002/SK-DIR/08/20 tanggal 7 Agustus 2020 tentang Kebijakan dan Standar Operasional Prosedur Penerapan Strategi <i>Anti Fraud</i> PT Bank Victoria International Tbk.</p>	<p><b>Realization:</b> Bank Victoria already has Policies and Standard Operating Procedures for Implementation of Anti-Fraud and Whistleblowing System, which have been updated through the Board of Directors' Decision Letter No. 002/SK-DIR/08/20 dated 7 August 2020 on Policies and Standard Operating Procedures for the Implementation of Anti-Fraud Strategy of PT Bank Victoria International Tbk.</p>
<p><b>Status:</b> Terpenuhi</p>	<p><b>Status:</b> Comply</p>

<p><b>Rekomendasi 23:</b> Perusahaan terbuka memiliki kebijakan pemberian insentif jangka panjang kepada Direksi dan karyawan.</p> <p><b>Uraian Rekomendasi:</b></p> <ul style="list-style-type: none"> <li>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.</li> <li>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.</li> </ul> <p><b>Realisasi:</b> 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><b>Status:</b> Terpenuhi</p>	<p><b>Recommendation 23:</b> The public company has a policy of long-term incentive for Board of Directors and employees.</p> <p><b>Description Recommendation:</b></p> <ul style="list-style-type: none"> <li>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. Long-term incentives are useful in order to maintain loyalty and motivate the Board of Directors and employees to boost performance or productivity that will give impact on improving the company's performance over the long term.</li> <li>This long-term incentive policy is a commitment of the public company to encourage the implementation of long-term incentives to the 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.</li> </ul> <p><b>Realization:</b> Based on Board of Directors' Decision Letter No. 014/SK-DIR/07/19 dated 30 July 2019 on Policies and Procedures of Human Capital Management, the Bank implements policy of long-term incentive provision to the Board of Directors and employees as stated and reported in notes of Financial Statements related to Employee Benefit Liability as attached in this Annual Report.</p> <p><b>Status:</b> Comply</p>
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**Aspek 5: Keterbukaan Informasi**  
**Aspect 5: Disclosure of Information**

<p><b>Prinsip 8:</b> <b>Meningkatkan Pelaksanaan Keterbukaan Informasi.</b></p> <p><b>Rekomendasi 24:</b> Perusahaan terbuka memanfaatkan penggunaan teknologi informasi secara lebih luas selain situs web sebagai media keterbukaan informasi.</p> <p><b>Uraian Rekomendasi:</b> 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><b>Realisasi:</b> 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><b>Status:</b> Terpenuhi</p>	<p><b>Principle 8:</b> <b>Increasing Implementation of Information Disclosure.</b></p> <p><b>Recommendation 24:</b> The public company utilizes the use of information technology more broadly, in addition to the website, as a media of information disclosure.</p> <p><b>Description Recommendation:</b> The use of information technology can be useful as a medium of information disclosure. The information disclosure is not only for information regulated in laws and regulations, but also for other information related to the public company deemed useful for the Shareholder or investors to know. By using information technology widely, in addition to the website, it is expected that the company can improve the effectiveness in disseminating company's information. Nevertheless, the use of information technology still pays attention to the company's benefits and costs.</p> <p><b>Realization:</b> Bank Victoria has utilized the information technology, either the Bank's website, internal media, or mass communication media, to disclose the information to the stakeholders. Through the Bank's website and internal media, the Bank also delivers other information deemed necessary for the stakeholders to know.</p> <p><b>Status:</b> Comply</p>
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**Rekomendasi 25:**

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.

**Uraian Rekomendasi:**

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.

**Realisasi:**

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.

**Status:**

Terpenuhi

**Recommendation 25:**

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 the ultimate beneficial owner in the share ownership of public company through Main and Controlling Shareholders.

**Description Recommendation:**

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.

**Realization:**

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.

**Status:**

Comply

## 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 Dewan Komisaris dan Direksi 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 15/POJK.04/2020 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.

General Meeting of Shareholders (GMS) is the highest organ in Bank Victoria's governance structure, 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 15/POJK.04/2020 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.



## 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.
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,

## 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. 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



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 ½ (satu per dua) bagian dari jumlah seluruh saham dengan hak suara sah yang dimiliki oleh Pemegang Saham Independen.

## 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 2020

Pada tahun 2020, Bank Victoria telah menyelenggarakan 1 (satu) kali RUPS Tahunan yang diselenggarakan pada 19 Juni 2020.

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 ½ part of the total shares with valid voting rights owned by the Independent Shareholders.

## 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 2020

In 2020, Bank Victoria held 1 (one) Annual GMS. The Annual GMS was held on 19 June 2020.

**RUPS Tahunan 19 Juni 2020**

Proses penyelenggaraan RUPS Tahunan sebagai berikut.

**Annual GMS 19 June 2020**

The process to hold Annual GMS is as follows.

Keterangan Description		Pelaksanaan Implementation
Pemberitahuan Notification		Diberitahukan pada 27 April 2020 kepada Otoritas Jasa Keuangan. Notified on 27 April 2020 to the Financial Services Authority
Pengumuman Announcement		Diumumkan pada 13 Mei 2020 melalui situs laman Bank dan surat kabar Harian Terbit. Announced on 13 May 2020 on the Bank's website and Terbit Daily newspapers.
Pemanggilan Notice		Diumumkan pada 28 Mei 2020 melalui situs laman Bank dan Bursa Efek Indonesia, serta surat kabar Harian Terbit. Announced on 28 May 2020 on the Company Website, Indonesia Stock Exchange website, and Terbit Daily newspapers.
Pelaksanaan Implementation		Diselenggarakan pada Jumat, 19 Juni 2020 pukul 14.06-14.54 WIB di Graha BIP, Function Hall Lt. 11, Jl. Jend. Gatot Subroto Kav. 23, Jakarta Selatan, 12930. Held on Friday, 19 June 2020, at 14.06-14.54 WIB at Graha BIP, Function Hall 11 <sup>th</sup> floor, Jl. Jend. Gatot Subroto Kav. 23, South Jakarta, 12930.
Penyampaian ringkasan risalah RUPS	Publikasi di surat kabar Publication on newspapers	Diumumkan pada 23 Juni 2020 melalui surat kabar Harian Terbit. Announced on 23 June 2020 on Terbit Daily newspapers.
Submission of Summary of GMS Minutes	Publikasi di situs web Bank Publication on the Bank's website	Pokok-pokok RUPS tahunan diunggah pada 23 Juni 2020 pada situs web Bank. Highlights of the Annual GMS were uploaded on 23 June 2020 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 23 Juni 2020. Resolutions and proof of advertisement on summary of minutes (results) of the Annual GMS was reported to the Financial Services Authority on 23 June 2020.
Risalah Minutes		Akta Risalah RUPS Tahunan disampaikan ke Otoritas Jasa Keuangan pada 8 Juli 2020. Deed of Minutes of Annual GMS was delivered to the Financial Services Authority on 8 July 2020.

Informasi kehadiran dalam RUPS Tahunan yang diselenggarakan pada 19 Juni 2020 sebagai berikut.

Information on attendance at the Annual GMS held on 19 June 2020 is as follows.

Dewan Komisaris Board of Commissioners	
Nama Name	Jabatan Position
Oliver Simorangkir	Komisaris Utama President Commissioner
Gunawan Tenggarahardja	Komisaris/Komisaris Independen Commissioner/Independent Commissioner
Zaenal Abidin, PhD	Komisaris/Komisaris Independen Commissioner/Independent Commissioner
Direksi Board of Directors	
Nama Name	Jabatan Position
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

**Pihak Independen  
Independent Party**

Nama Name	Jabatan Position
Fathiah Helmi, SH	Notaris Notary
M Jusuf Wibisana, MEC, CPA	Akuntan Publik, Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis dan Rekan. Public Accountant, Public Accounting 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 Bank, PT Adimitra Jasa Korpora. Share Registrar Bureau, PT Adimitra Jasa Korpora.

**Pemegang Saham  
Shareholders**

Dihadiri oleh 7.483.953.491 saham atau 83,60% dari keseluruhan saham yang telah teralokasi.  
Attended by 7,483,953,491 shares or 83.60% of the total shares allocated.

Berikut penjabaran hasil keputusan RUPS Tahunan 19 Juni 2020.

Description on the resolutions of Annual GMS on 19 June 2020 is as follows.

Agenda	Agenda
Laporan Tahunan Bank termasuk Laporan Direksi dan pengesahan Laporan Keuangan Tahunan serta Laporan Tugas Pengawasan Dewan Komisaris untuk tahun buku yang berakhir pada 31 Desember 2019.	The Bank'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 2019.
Keputusan	Resolution
<ol style="list-style-type: none"> <li>Menyetujui Laporan Tahunan Bank untuk tahun buku yang berakhir pada 31 Desember 2019, termasuk Laporan Direksi dan Laporan Tugas Pengawasan Dewan Komisaris Bank;</li> <li>Menyetujui serta mengesahkan Laporan Keuangan Bank untuk tahun buku yang berakhir pada 31 Desember 2019 yang telah diaudit oleh Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis dan Rekan dengan <i>partner</i> penanggung jawab Jimmy Pengestu, SE dengan opini audit wajar, dalam semua hal yang material sesuai dengan laporan No. 00704/2.1025/AU.1/07/1124-1/1/IV/2020 tanggal 27 April 2020 dengan demikian membebaskan anggota Dewan Komisaris dan Direksi Bank dari tanggung jawab dan segala tanggungan (<i>acquit et de charge</i>) atas tindakan pengurusan dan pengawasan yang Dewan Komisaris dan Direksi jalankan selama tahun buku 2019, sepanjang tindakan-tindakan mereka tercantum dalam neraca dan laporan laba rugi Bank tahun buku 2019.</li> </ol>	<ol style="list-style-type: none"> <li>Approved the Bank's Financial Statements for the fiscal year ending on 31 December 2019, including the Board of Directors' Report and Supervisory Report of the Bank's Board of Commissioners;</li> <li>Approved and validated the Bank's Financial Statements for the fiscal year ended on 31 December 2019, which have been audited by the Public Accounting Firm Tanudiredja, Wibisana, Rintis and Partners with the partner in charge Jimmy Pengestu, SE, with audit opinion of fair in all material respects according to the report No. 00704/2.1025/AU.1/07/1124-1/1/IV/2020 dated 27 April 2020, which thereby, releasing members of the Board of Commissioners and Board of Directors of the Bank from all responsibilities and liabilities (<i>acquit et de charge</i>) for the management and supervision actions carried out by the Board of Commissioners and the Board of Directors during the 2019 fiscal year, provided that their actions are included in the balance sheet and profit loss statement of the Bank for the 2019 fiscal year.</li> </ol>
Realisasi	Realization
Telah direalisasikan sepenuhnya.	Fully realized.
Pengambilan Suara	Voting
Setuju : 7.483.953.491 Tidak Setuju : 0 Abstain : 0	Agree : 7,483,953,491 Disagree : 0 Abstain : 0
Agenda	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 for members of Board of Commissioners, granted power and authority to the Board of Commissioners to determine the division of duties and authority among members of Board of Directors, and the amount of salaries and allowances of members of the Board of Directors.

Keputusan	Resolution
<p>1. Memberi kuasa dan wewenang kepada PT Victoria Investama Tbk selaku pemegang 46,29% saham dalam Bank untuk menetapkan besarnya honorarium anggota Dewan Komisaris untuk tahun 2020.</p> <p>2. Menyetujui pelimpahan wewenang kepada Dewan Komisaris Bank untuk menetapkan besarnya gaji dan tunjangan anggota Direksi untuk tahun 2020.</p>	<p>1. Granted power and authority to PT Victoria Investama Tbk as the holder of 46.29% shares in the Bank to determine the honorarium amount for Board of Commissioners' members for the year 2020.</p> <p>2. Approved the delegation of authority to the Bank's Board of Commissioners to determine the amount of salary and allowance for Board of Directors' members for the year 2020.</p>
Realisasi	Realization
Telah direalisasikan sepenuhnya dengan menetapkan total honorarium Dewan Komisaris sebesar Rp2.596.820.900,- dan Direksi sebesar Rp12.971.876.300,-.	Fully realized, by determining the total honorarium of Board of Commissioners of Rp2,596,820,900 and Board of Directors of Rp12,971,876,300.
Pengambilan Suara	Voting
<p>Setuju : 7.483.953.491</p> <p>Tidak Setuju : 0</p> <p>Abstain : 0</p>	<p>Agree : 7,483,953,491</p> <p>Disagree : 0</p> <p>Abstain : 0</p>
Agenda	Agenda
Penunjukan kantor akuntan publik untuk mengaudit buku-buku Bank untuk tahun buku 2020 dan pemberian kuasa kepada Dewan Komisaris untuk menetapkan honorarium kantor akuntan publik tersebut serta persyaratan lain penunjukannya.	Appointment of public accounting firm to audit the Bank's books for the 2020 fiscal year and granted power to the Board of Commissioners to determine the honorarium for the public accounting firm, and other requirements for the appointment.
Keputusan	Resolution
<p>Memberikan wewenang kepada Dewan Komisaris Bank 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 Bank dengan kriteria:</p> <p>1. Akuntan publik dan kantor akuntan publik wajib terdaftar pada Otoritas Jasa Keuangan;</p> <p>2. Kantor akuntan publik merupakan salah satu anggota dari <i>big four</i> dan akuntan publik; dan</p> <p>3. Kantor akuntan publik merupakan pihak yang independen dan profesional untuk mengaudit laporan keuangan Bank untuk tahun buku 2020 dengan memperhatikan rekomendasi dari Komite Audit.</p> <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 Bank's Board of Commissioners to appoint an independent public accounting firm from the independent Public Accounting Firms recognized by the Financial Services Authority, in relation to the ongoing process of determining an Independent Public Accountant that will audit the Bank's books under the following criteria:</p> <p>1. Public accountant and public accounting firm must be registered with the Financial Services Authority;</p> <p>2. The public accounting firm must be a member of the big four accounting firms; and</p> <p>3. Public accounting firm is an independent and professional party to audit the Bank's financial statements for the 2020 fiscal year with due observance of recommendations from the Audit Committee.</p> <p>Granted authority to the Board of Commissioners to determine the honorarium amount and other requirements in relation to the appointment of such public accounting firm.</p>
Realisasi	Realization
Telah direalisasikan sepenuhnya dengan menunjuk Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis dan Rekan dengan honorarium sebesar Rp1.700.000.000,-.	Fully realized, by appointing the Public Accounting Firm Tanudiredja, Wibisana, Rintis, and Partners with a honorarium of Rp1,700,000,000.
Pengambilan Suara	Voting
<p>Setuju : 7.483.953.491</p> <p>Tidak Setuju : 0</p> <p>Abstain : 0</p>	<p>Agree : 7,483,953,491</p> <p>Disagree : 0</p> <p>Abstain : 0</p>
Agenda	Agenda
Laporan realisasi penggunaan dana: 1. Obligasi Berkelanjutan II Bank Victoria Tahap I Tahun 2019; dan 2. Obligasi Subordinasi Berkelanjutan II Bank Victoria Tahap I dan II Tahun 2019 serta Tahap III Tahun 2020.	Report of realization of proceeds use: 1. Bank Victoria Continuing Bonds II Phase I Year 2019; and 2. Bank Victoria Continuing Subordination Bonds II Phase I and II Year 2019 as well as Phase III Year 2020.
Keputusan	Resolution
Agenda keempat dalam rapat bersifat laporan dan tidak mengambil keputusan.	Item number four of the meeting agenda related to a report, and therefore, did not need to adopt a resolution.
Realisasi	Realization
Telah direalisasikan sepenuhnya.	Fully realized.
Agenda	Agenda
Perubahan Anggaran Dasar Bank dalam rangka penyesuaian atas diterbitkannya Peraturan Otoritas Jasa Keuangan No. 15/POJK.04/2020, No. 16/POJK.04/2020 dan No. 17/POJK.04/2020.	Amendments to the Bank's Articles of Association in the framework of adjustments due to the issuance of Financial Services Authority Regulations No. 15/POJK.04/2020, No. 16/POJK.04/2020 and No. 17/POJK.04/2020.

Keputusan	Resolution
<p>1. Menyetujui perubahan dan penyusunan kembali Anggaran Dasar Bank dalam rangka penyesuaian dengan Peraturan Otoritas Jasa Keuangan No. 15/POJK.04/2020 tentang Rencana dan Penyelenggaraan Rapat Umum Pemegang Saham Perusahaan Terbuka No. 16/POJK.04/2020 tentang Pelaksanaan Rapat Umum Pemegang Saham Perusahaan Terbuka Secara Elektronik dan No. 17/POJK.04/2020 tentang Transaksi Material dan Perubahan Kegiatan Usaha; dan</p> <p>2. Memberikan kuasa kepada Direksi Bank dengan hak substitusi untuk menyatakan keputusan rapat mengenai perubahan Anggaran Dasar Bank dalam akta tersendiri di hadapan notaris, melakukan pengurusan persetujuan dan/atau penerimaan pemberitahuan kepada Menteri Hukum dan Hak Asasi Manusia Republik Indonesia, serta melakukan segala tindakan yang diperlukan sehubungan dengan keputusan tersebut di atas.</p>	<p>1. Approving the amendments and reformulation of the Bank's Articles of Association in the framework of adjustments to the Financial Services Authority Regulations No. 15/POJK.04/2020 on Planning and Organizing General Meeting of Shareholders of Public Companies, No. 16/POJK.04/2020 on Convening General Meeting of Shareholders of Public Companies Electronically, and No. 17/POJK.04/2020 on Material Transactions and Changes in Main Business Activities; and</p> <p>2. Granted power to the Company's Board of Directors with substitution rights to state the meeting resolutions on the amendments to the Articles of Association of the Bank in a separate deed, made before a notary, processed the approval by and/or notification of submission to the Minister of Law and Human Rights of the Republic of Indonesia, and took all actions deemed necessary in connection with the above resolutions.</p>
Realisasi	Realization
Telah direalisasikan sepenuhnya.	Fully realized.
Pengambilan Suara	Voting
<p>Setuju : 7.483.953.491</p> <p>Tidak Setuju : 0</p> <p>Abstain : 0</p>	<p>Agree : 7,483,953,491</p> <p>Disagree : 0</p> <p>Abstain : 0</p>

## 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. Berikut uraian RUPS tahun 2019.

### RUPS Tahunan 10 Mei 2019

Proses penyelenggaraan RUPS Tahunan sebagai berikut.

## 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. Below is the description of the Annual GMS in 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 Selatan, 12930. Held on Friday, 10 May 2019, at 09.18-10.35 WIB at Graha BIP, Function Hall 11 <sup>th</sup> floor, Jl. Jend. Gatot Subroto Kav. 23, South Jakarta, 12930.
Penyampaian ringkasan risalah RUPS Submission of summary of GMS Minutes	Diumumkan pada 14 Mei 2019 melalui surat kabar Harian Kontan. Announced on 14 May 2019 on Kontan Daily newspapers.
	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.
	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.

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.

<b>Dewan Komisaris</b> Board of Commissioners	
<b>Nama</b> Name	<b>Jabatan</b> Position
Oliver Simorangkir	Komisaris Utama President Commissioner
Gunawan Tenggarahardja	Komisaris/Komisaris Independen Commissioner/Independent Commissioner
Zaenal Abidin, PhD	Komisaris/Komisaris Independen Commissioner/Independent Commissioner
<b>Direksi</b> Board of Directors	
<b>Nama</b> Name	<b>Jabatan</b> Position
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
<b>Pihak Independen</b> Independent Party	
<b>Nama</b> Name	<b>Jabatan</b> Position
Fathiah Helmi, SH	Notaris Notary
M Jusuf Wibisana, MEc, CPA	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 Bank, PT Adimitra Jasa Korpora. Share Registrar Bureau, PT Adimitra Jasa Korpora.
<b>Pemegang Saham</b> Shareholders	
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.	

Berikut penjabaran hasil keputusan RUPS Tahunan 10 Mei 2019.

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

<b>Agenda</b>	<b>Agenda</b>
Laporan Tahunan Bank termasuk Laporan Direksi dan pengesahan Laporan Keuangan Tahunan serta Laporan Tugas Pengawasan Dewan Komisaris untuk tahun buku yang berakhir pada 31 Desember 2018.	Bank 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
<p>1. Menyetujui Laporan Tahunan Bank untuk tahun buku yang berakhir pada 31 Desember 2018, termasuk Laporan Direksi dan Laporan Tugas Pengawasan Dewan Komisaris Bank; dan</p> <p>2. Menyetujui serta mengesahkan Laporan Keuangan Bank 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 Dewan Komisaris dan Direksi Bank dari tanggung jawab dan segala tanggungan (<i>acquit et de charge</i>) atas tindakan pengurusan dan pengawasan yang Dewan Komisaris dan Direksi jalankan selama tahun buku 2018, sepanjang tindakan-tindakan mereka tercantum dalam neraca dan laporan laba rugi Bank tahun buku 2018.</p>	<p>1. Approved the Bank 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; and</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 Partners, 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 Commissioners and Board of Directors from the responsibility and any liability (<i>acquit et de charge</i>) for the actions of management and supervision that the Board of Commissioners and Board of Directors 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>
Realisasi	Realization
Telah direalisasikan sepenuhnya.	Fully realized.
Penggambilan Suara	Voting
<p>Setuju : 6.539.260.880</p> <p>Tidak Setuju : 0</p> <p>Abstain : 571.438.463</p>	<p>Agree : 6,539,260,880</p> <p>Disagree : 0</p> <p>Abstain : 571,438,463</p>
Agenda	Agenda
Penetapan penggunaan laba bersih Bank untuk tahun buku yang berakhir pada 31 Desember 2018.	Determination of the use of the Bank net income for the fiscal year ending on 31 December 2018.
Keputusan	Resolution
<p>Menyetujui penetapan penggunaan laba bersih Bank untuk tahun buku yang berakhir pada 31 Desember 2018 sebesar Rp79.096.025.216,-, karena masih diperlukan dana untuk pengembangan usaha Bank 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 Bank; dan</p> <p>2. Sisanya sebesar Rp67.896.025.216,- akan dibukukan sebagai laba ditahan.</p>	<p>Approved the determination of use of the Bank 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; and</p> <p>2. The remaining amount of Rp67,896,025,216 will be recorded as retained earnings.</p>
Realisasi	Realization
Telah direalisasikan sepenuhnya dengan menggunakan laba bersih untuk membentuk dana cadangan minimum sebesar Rp11.200.000.000,- dan laba membukukan laba di tahan sebesar Rp67.896.025.216,-.	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.
Penggambilan Suara	Voting
<p>Setuju : 6.538.315.643</p> <p>Tidak Setuju : 945.237</p> <p>Abstain : 571.438.463</p>	<p>Agree : 6,538,315,643</p> <p>Disagree : 945,237</p> <p>Abstain : 571,438,463</p>
Agenda	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
<p>1. Menyetujui untuk memberi kuasa dan wewenang kepada wakil Pemegang Saham Bank yaitu PT Victoria Investama Tbk untuk menetapkan besarnya honorarium anggota Dewan Komisaris untuk tahun 2019; dan</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; and</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>
Realisasi	Realization
Telah direalisasikan sepenuhnya dengan menetapkan total honorarium Dewan Komisaris sebesar Rp2.861.564.597,- dan Direksi sebesar Rp12.085.016.395,-.	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.

Pengambilan Suara		Voting	
Setuju	: 6.539.260.880	Agree	: 6,539,260,880
Tidak Setuju	: 0	Disagree	: 0
Abstain	: 571.438.463	Abstain	: 571,438,463
Agenda		Agenda	
Pengangkatan kembali anggota Dewan Komisaris dan Direksi Bank.		Re-Appointment of member of Board of Commissioners and Board of Directors of the Bank.	
Keputusan		Resolution	
<p>1. Menyetujui mengangkat kembali seluruh anggota Dewan Komisaris dan Direksi Bank 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 Dewan Komisaris dan Direksi Bank adalah:</p> <p><b>Dewan Komisaris</b>            Komisaris Utama : Oliver Simorangkir            Komisaris/Komisaris Independen : Gunawan Tenggarahardja            Komisaris/Komisaris Independen : Zaenal Abidin, PhD</p> <p><b>Direksi</b>            Direktur Utama : Ahmad Fajar            Wakil Direktur Utama : Rusli            Direktur : Lembing            Direktur : Debora Wahjutirto Tanoyo            Direktur Kepatuhan dan Manajemen Risiko : Tamunan</p>		<p>1. Approved the re-appointment of all members of the Company's Board of Commissioners and Board of Directors 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 Commissioners and Board of Directors is as Follows:</p> <p><b>Board of Commissioners</b>            President Commissioner : Oliver Simorangkir            Commissioner/Independent Commissioner : Gunawan Tenggarahardja            Commissioner/Independent Commissioner : Zaenal Abidin, PhD</p> <p><b>Board of Directors</b>            President Director : Ahmad Fajar            Deputy President Director : Rusli            Director : Lembing            Director : Debora Wahjutirto Tanoyo            Director of Compliance and Risk Management : Tamunan</p>	
<p>2. Memberikan kuasa kepada Direksi Bank dengan hak substitusi untuk menyatakan keputusan rapat mengenai pengangkatan kembali seluruh anggota Dewan Komisaris dan Direksi Bank 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 Dewan Komisaris dan Direksi Bank tersebut di atas, serta melakukan segala tindakan yang diperlukan dan disyaratkan oleh peraturan perundang-undangan yang berlaku.</p>		<p>2. Granted power to the Bank Board of Directors with substitution right to state the Meeting resolution on the re-appointment of all members of the Company's Board of Commissioners and Board of Directors 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 reappointment of all members of the Company's Board of Commissioners and Board of Directors as mentioned above, as well as to take all actions deemed necessary and required by the applicable laws and regulations.</p>	
Realisasi		Realization	
Telah direalisasikan sepenuhnya.		Fully realized.	
Pengambilan Suara		Voting	
Setuju	: 6.539.260.880	Agree	: 6,539,260,880
Tidak Setuju	: 0	Disagree	: 0
Abstain	: 571.438.463	Abstain	: 571,438,463
Agenda		Agenda	
Penunjukan kantor akuntan publik untuk mengaudit buku-buku Bank 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 Bank 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	
<p>Memberikan wewenang kepada Dewan Komisaris Bank 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 Bank dengan kriteria:</p> <ol style="list-style-type: none"> <li>1. Akuntan publik dan kantor akuntan publik wajib terdaftar pada Otoritas Jasa Keuangan;</li> <li>2. Kantor akuntan publik merupakan salah satu anggota dari <i>big four</i> dan akuntan publik; dan</li> <li>3. Kantor akuntan publik merupakan pihak yang independen dan profesional untuk mengaudit laporan keuangan Bank untuk tahun buku 2019 dengan memperhatikan rekomendasi dari Komite Audit.</li> </ol> <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 Bank 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"> <li>1. Public accountant and Public accounting firm must be registered with the Financial Services Authority;</li> <li>2. The public accounting firm must be a member of the big four accounting firms; and</li> <li>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.</li> </ol> <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>	

Realisasi	Realization
Telah direalisasikan sepenuhnya dengan menunjuk Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis dan Rekan dengan honorarium sebesar Rp1.500.000.000,-.	Fully realized by appointing Tanudiredja, Wibisana, Rintis and Partners Public Accounting Firm with honorarium of Rp1,500,000,000.
Pengambilan Suara	Voting
Setuju : 6.539.260.880 Tidak Setuju : 0 Abstain : 571.438.463	Agree : 6,539,260,880 Disagree : 0 Abstain : 571,438,463
Agenda	Agenda
Peningkatan modal tanpa hak memesan efek terlebih dahulu.	Capital increase without pre-emptive rights.
Keputusan	Resolution
<ol style="list-style-type: none"> <li>Menyetujui rencana peningkatan modal tanpa hak memesan efek terlebih dahulu Bank dengan jumlah sebanyak-banyaknya sebesar 10% dari modal ditempatkan dan disetor penuh dalam Bank; dan</li> <li>Memberikan kewenangan dan kuasa kepada Direksi Bank 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 (empat) ayat 2 (dua) dan 3 (tiga) Anggaran Dasar Bank di hadapan notaris, sehubungan dengan peningkatan modal di tempatkan dan disetor Bank dan untuk memohon pemberitahuan kepada Menteri Hukum dan Hak Asasi Manusia Republik Indonesia sehubungan dengan perubahan Pasal 4 (empat) ayat 2 (dua) dan 3 (tiga) Anggaran Dasar Bank serta melakukan segala tindakan yang diperlukan dan disyaratkan oleh peraturan perundang-undangan yang berlaku.</li> </ol>	<ol style="list-style-type: none"> <li>Approved the Bank capital increase plan without any pre-emptive right at the maximum of 10% of the fully subscribed and paid up capital in the Company; and</li> <li>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 (four) paragraph 2 (two) and 3 (three) 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 (four) paragraph 2 (two) and 3 (three) of the Company's Articles of Association and to carry out all actions necessary and required by the laws and regulations in effect.</li> </ol>
Realisasi	Realization
Telah direalisasikan sepenuhnya dengan meningkatkan modal tanpa hak memesan efek terlebih dahulu serta menetapkan jumlah modal ditempatkan dan disetor sebesar Rp895.194.703.900,-.	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.
Pengambilan Suara	Voting
Setuju : 6.538.315.643 Tidak Setuju : 945.237 Abstain : 571.438.463	Agree : 6,538,315,643 Disagree : 945,237 Abstain : 571,438,463
Agenda	Agenda
Perubahan Anggaran Dasar.	Amendments to the Articles of Association.
Keputusan	Resolution
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.
Realisasi	Realization
-	-
Agenda	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
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.	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.
Realisasi	Realization
Telah direalisasikan sepenuhnya.	Fully realized.

**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 Selatan, 12930. Held on Friday, 1 March 2019, at 10.38-10.53 WIB at Graha BIP, Function Hall 11 <sup>th</sup> floor, Jl. Jend. Gatot Subroto Kav. 23, South 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	
Nama Name	Jabatan Position
Gunawan Tenggarahardja	Komisaris/Komisaris Independen Commissioner/Independent Commissioner
Zaenal Abidin, PhD	Komisaris/Komisaris Independen Commissioner/Independent Commissioner
Direksi Board of Directors	
Nama Name	Jabatan Position
Ahmad Fajar	Direktur Utama President Director
Lembing	Direktur Director
Debora Wahjutirto Tanoyo	Direktur Director
Tamunan	Direktur Kepatuhan dan Manajemen Risiko Director of Compliance and Risk Management

<b>Pihak Independen Independent Party</b>	
<b>Nama Name</b>	<b>Jabatan Position</b>
Fathiah Helmi, SH	Notaris Notary
M Jusuf Wibisana, MEC, CPA	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 Bank, PT Adimitra Jasa Korpora. Share Registrar Bureau, PT Adimitra Jasa Korpora.

<b>Pemegang Saham Shareholders</b>	
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.	

Berikut penjabaran hasil keputusan RUPS Luar Biasa 1 Maret 2019.

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

<b>Agenda</b>	<b>Agenda</b>
Perubahan susunan pengurus Bank.	Change in the Company's management.
<b>Keputusan</b>	<b>Resolution</b>
<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 Bank yang diadakan pada tahun 2019, maka susunan anggota Dewan Komisaris dan Direksi Bank sebagai berikut.</p> <p><b>Dewan Komisaris (tidak mengalami perubahan)</b>                      Komisaris Utama : Oliver Simorangkir                      Komisaris/Komisaris Independen : Gunawan Tenggarahardja                      Komisaris/Komisaris Independen : Zaenal Abidin, PhD</p> <p><b>Direksi</b>                      Direktur Utama : Ahmad Fajar                      Wakil Direktur Utama : Rusli                      Direktur : Lembing                      Direktur : Debora Wahjutirto Tanoyo                      Direktur Kepatuhan dan Manajemen Risiko : Tamunan</p> <p>2. Memberikan kuasa kepada Direksi Bank dengan hak substitusi untuk menyatakan keputusan rapat mengenai perubahan anggota Direksi Bank dalam akta tersendiri di hadapan notaris dan untuk melakukan pemberitahuan kepada Menteri Hukum dan Hak Asasi Manusia Republik Indonesia sehubungan dengan perubahan anggota Direksi Bank tersebut di atas, serta melakukan segala tindakan yang diperlukan dan disyaratkan oleh peraturan perundang-undangan yang berlaku.</p>	<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 Bank Annual GMS held in 2019, the composition of the Bank Board of Commissioners and Board of Directors is as follows.</p> <p><b>Board of Commissioners (no changes)</b>                      President Commissioner : Oliver Simorangkir                      Commissioner/Independent Commissioner : Gunawan Tenggarahardja                      Commissioner/Independent Commissioner : Zaenal Abidin, PhD</p> <p><b>Board of Directors</b>                      President Director : Ahmad Fajar                      Deputy President Director : Rusli                      Director : Lembing                      Director : Debora Wahjutirto Tanoyo                      Director of Compliance and Risk Management : Tamunan</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>
<b>Realisasi</b>	<b>Realization</b>
Telah direalisasikan sepenuhnya.	Fully realized.
<b>Pengambilan Suara</b>	<b>Voting</b>
Setuju : 7.984.621.809 Tidak Setuju : 0 Abstain : 0	Agree : 7,984,621,809 Disagree : 0 Abstain : 0

## 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.

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

### 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/01/20 tanggal 10 Januari 2020.

### 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 updated through the Board of Commissioners' Decision Letter No. 001/SK-KOM/01/20 dated 10 January 2020.

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.

Bank Victoria's BOC Charter was prepared based on Law on Limited Liability Company, Deed of Extraordinary GMS Resolutions No. 134 of 2015, Bank Indonesia Circular 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.

### Tugas dan Tanggung Jawab Dewan Komisaris

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

### Duties and Responsibilities of Board of Commissioners

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

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2020 2020 Realization
<b>Tugas dan tanggung jawab secara umum:</b> <b>Duties and responsibilities in general:</b>	
Menetapkan tugas dan wewenang setiap anggota Direksi sebagaimana isi Anggaran Dasar. To determine duties and authority of each member of Board of Directors as stipulated in the Articles of Association.	Dewan Komisaris telah menetapkan tugas dan wewenang untuk setiap anggota Direksi yang diatur dalam Surat Keputusan Dewan Komisaris No. 001/SK-KOM/06/20 tanggal 26 Juni 2020 tentang Pembagian Tugas dan Wewenang Anggota <i>Board of Directors</i> PT Bank Victoria International Tbk. 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/06/20 dated 26 June 2020 on the Division of Duties and Authority of Members of Board of Directors of PT Bank Victoria International Tbk.



Tugas dan Tangung Jawab Duties and Responsibilities	Realisasi 2020 2020 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 2020-2022 yang memuat tentang:</p> <ol style="list-style-type: none"> <li>Kebijakan dan strategi manajemen;</li> <li>Penerapan manajemen risiko dan kinerja Bank saat ini;</li> <li>Proyeksi laporan keuangan (2020-2022) beserta asumsi yang digunakan;</li> <li>Proyeksi rasio-rasio dan pos-pos tertentu lainnya;</li> <li>Rencana pendanaan;</li> <li>Rencana penanaman dana;</li> <li>Rencana penyertaan permodalan;</li> <li>Rencana permodalan;</li> <li>Rencana pengembangan organisasi dan sumber daya manusia;</li> <li>Rencana penerbitan produk dan/atau pelaksanaan aktivitas baru;</li> <li>Rencana pengembangan dan/atau perubahan jaringan kantor;</li> <li>Informasi lainnya; dan</li> <li>Rencana kegiatan sebagai bank umum devisa.</li> </ol> <p>The Board of Commissioners has validated the Bank's Business Plan for the Period of 2020-2022 which contains:</p> <ol style="list-style-type: none"> <li>Management policy and strategy;</li> <li>The implementation of risk management and the Bank's current performance;</li> <li>Projection of financial statements (2020-2022) and the assumptions used;</li> <li>Projection of ratios and other certain items;</li> <li>Funding plan;</li> <li>Fund investment plan;</li> <li>Capital investment plan;</li> <li>Capital plan;</li> <li>Plans for organizational and human resource development;</li> <li>Plans for issuing products and/or implementing new activities;</li> <li>Plans for developing and/or changing office network;</li> <li>Other information; and</li> <li>Planned activities as a foreign exchange commercial bank.</li> </ol>
<p>Melakukan pengawasan atas pelaksanaan maupun pencapaian rencana bisnis. To supervise the implementation and achievement of the business plan.</p>	<p>Secara umum rencana bisnis tahun 2020 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 2020 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, and 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. 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 2020, Dewan Komisaris telah memberikan keputusan tertulis disertai dengan alasan-alasan atas transaksi-transaksi yang diusulkan yang melampaui batas wewenang Direksi.</p> <p>In 2020, 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. 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>
<p>Menyelenggarakan rapat internal Dewan Komisaris, sekurang-kurangnya 4 (empat) kali dalam 1 (satu) tahun, sesuai dengan ketentuan <i>Good Corporate Governance</i>. 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 6 (enam) kali selama tahun 2020. Rapat ini membahas tentang:</p> <ol style="list-style-type: none"> <li>Rencana rapat Dewan Komisaris tahun 2020;</li> <li>Perubahan BOC Charter;</li> <li>Pengarahan sistem kerja Dewan Komisaris sehubungan dengan pandemi Covid-19;</li> <li>Kondisi Dana Pihak Ketiga (DPK);</li> <li>Restrukturisasi kredit terkait Covid-19;</li> <li>Pencapaian NPL dan DPK; dan</li> <li>Penunjukan akuntan publik.</li> </ol>

Tugas dan Tangung Jawab Duties and Responsibilities	Realisasi 2020 2020 Realization
	<p>The Board of Commissioners held 6 (six) internal meetings throughout 2020. These meetings discussed about:</p> <ol style="list-style-type: none"> <li>Board of Commissioners work plans in 2020;</li> <li>Change of BOC Charter;</li> <li>Direction of the Board of Commissioners' work system in relation to the Covid-19 pandemic;</li> <li>Condition of Third Party Deposits (DPK);</li> <li>Credit restructuring related to Covid-19;</li> <li>Achievement of NPL and DPK; and</li> <li>Appoint the public accountant.</li> </ol>
<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 17 kali pada tahun 2020 dengan membahas tentang:</p> <ol style="list-style-type: none"> <li>Persiapan rapat dengan Otoritas Jasa Keuangan perihal RBB 2020-2022;</li> <li>Kinerja keuangan;</li> <li>Restrukturisasi kredit terkait Covid-19;</li> <li>Perkembangan kondisi NPL;</li> <li>Pemantauan rasio kecukupan likuiditas;</li> <li>Penetapan kriteria karyawan Bank Victoria;</li> <li>Penanganan pandemi Covid-19;</li> <li>Persiapan <i>exit meeting</i> audit tahunan Otoritas Jasa Keuangan;</li> <li>Penerbitan BG proyek Tol Joglosemar;</li> <li><i>Action plan</i> tahun 2020 dan 2021;</li> <li>Pencapaian dan target kantor cabang;</li> <li>Revisi RBB 2020-2022;</li> <li>Pelaksanaan RUPS Tahunan;</li> <li>Kinerja dan pertumbuhan DPK dan kredit;</li> <li>Strategi NPL, AYDA, dan WO;</li> <li><i>Capex change management office</i>; dan</li> <li>Pencapaian 2020 dan strategi 2021.</li> </ol> <p>The Board of Commissioners attended 17 joint meetings with Board of Directors in 2020, and discussed:</p> <ol style="list-style-type: none"> <li>Preparation of meeting with the Financial Services Authority regarding the 2020-2022 RBB;</li> <li>Financial performance;</li> <li>Credit restructuring related to Covid-19;</li> <li>Progress of NPL condition;</li> <li>Monitoring the liquidity adequacy ratio;</li> <li>Establishment of criteria for Bank Victoria's employees;</li> <li>Handling the Covid-19 Pandemic;</li> <li>Preparation of exit meeting of the Financial Services Authority's annual audit;</li> <li>Issuance of BG for Joglosemar Toll Roads project;</li> <li>Action plan for 2020 and 2021;</li> <li>Achievement and targets of the branch offices;</li> <li>Revision of 2020-2022 RBB;</li> <li>Convening the Annual GMS;</li> <li>Performance and growth of DPK and loans;</li> <li>Strategies of NPL, foreclosed assets, and WO;</li> <li>Capex change management office; and</li> <li>Achievement of 2020 and strategies for 2021.</li> </ol>
<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"> <li>Pelanggaran peraturan perundang-undangan di bidang keuangan dan perbankan; dan/atau</li> <li>Keadaan atau perkiraan keadaan yang dapat membahayakan kelangsungan usaha Bank.</li> </ol> <p>To submit report to the Financial Services Authority no later than 7 (seven) business days after any of the following matter is found:</p> <ol style="list-style-type: none"> <li>Violation of laws and regulations in finance and banking sectors; and/or</li> <li>Condition or assumed condition that may endanger the Bank's business continuity.</li> </ol>	<p>Pada tahun 2020, tidak terdapat pelanggaran peraturan perundang-undangan yang dilakukan oleh Bank.</p> <p>In 2020, there was no violation in laws and regulations made by the Bank.</p>

Tugas dan Tangung Jawab Duties and Responsibilities	Realisasi 2020 2020 Realization
<p><b>Tugas dan kewajiban terkait evaluasi kinerja Dewan Komisaris dan Direksi:</b> Duties and obligations related to performance evaluation of Board of Commissioners and Board of Directors:</p>	
<p>Menyusun <i>Key Performance Indicators</i> (KPI) Dewan Komisaris. To develop <i>Key Performance Indicators</i> (KPI) of the Board of Commissioners.</p>	<p>Dewan Komisaris telah menyusun dan mengesahkan KPI dan mengesahkannya pada 17 Januari 2020. The Board of Commissioners 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 penilaian sendiri atau sistem lain untuk kemudian diputuskan dalam rapat Dewan Komisaris. 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 penilaian sendiri. Berdasarkan hasil penilaian sendiri pada tahun 2020, pelaksanaan tugas dan tanggung jawab Dewan Komisaris memperoleh nilai komposit "2 (dua)" dengan kategori "Baik". The Board of Commissioners has evaluated the Board of Commissioners' performance by using self-assessment system. Based on the 2020 selfassessment results, the implementation of duties and responsibilities of the Board of Commissioners earned a composite score of "2 (two)" under the category of "Good".</p>
<p>Memberikan tanggapan dan rekomendasi mengenai penetapan KPI Direksi pada setiap awal tahun kerja. 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: 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 tindak lanjut atas temuan Audit, rekomendasi Satuan Kerja Audit Intern Bank (SKA), Auditor Eksternal, atau hasil pengawasan Otoritas Jasa Keuangan. 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: 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>
<p>Melakukan evaluasi atas kinerja Direksi berdasarkan KPI Direksi dan memberikan tanggapan kepada Direksi, selanjutnya menyampaikan rekomendasi kepada RUPS. 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. 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>
<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 <i>Board of Commissioners</i> PT Bank Victoria International Tbk. Pembagian tugas dan tanggung jawab masing-masing Dewan Komisaris dilakukan berdasarkan bidang-bidang tugas yang diuraikan sebagai berikut.</p>	<p>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.</p>
<p><b>Oliver Simorangkir</b> <b>Komisaris Utama</b> <b>President Commissioner</b></p>	
<p>a. <i>Treasury &amp; International Banking</i>; b. <i>Finance &amp; Accounting</i>; c. <i>Operations</i>; d. <i>Loan Operations</i>; e. <i>Corporate Legal</i>; dan f. <i>Credit Legal</i>.</p>	<p>a. <i>Treasury &amp; International Banking</i>; b. <i>Finance &amp; Accounting</i>; c. <i>Operations</i>; d. <i>Loan Operations</i>; e. <i>Corporate Legal</i>; and f. <i>Credit Legal</i>.</p>

**Gunawan Tenggarahardja**

**Komisaris/Komisaris Independen**  
**Commissioner/Independent Commissioner**

- 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.

- 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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**Komisaris/Komisaris Independen**  
**Commissioner/Independent Commissioner**

- a. Good Corporate Governance;
- b. Compliance, AML/Integrated and System Procedure;
- c. Risk Management/Integrated; dan
- d. Tata Kelola Terintegrasi/Integrated Corporate Governance.

- a. Good Corporate Governance;
- b. Compliance, AML/Integrated and System Procedure;
- c. Risk Management/Integrated; and
- d. Integrated Corporate Governance.

## 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 perundang-undangan yang berlaku; dan

## 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 dismiss 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; and

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.

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% 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

9. If a member of Board of Commissioners is dismissed 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.

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 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 suspension date, a GMS must be held;
2. In the event that one position of Board of Directors is vacant, either due to resignation or dismissal, and no successor has assumed the position, 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% 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

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-waktu ternyata dari laporan keuangan Bank yang terakhir yang telah diperiksa, disahkan dan sebagaimana dinyatakan oleh akuntan publik; dan
- e. Memperoleh, mengalihkan atau melepaskan dengan cara apapun hak-hak atas barang-barang tidak bergerak dan bergerak Bank.

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; and
- 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; dan
    - 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.

## 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 follows.

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. 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.

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	Keputusan RUPS Tahunan tanggal 26 Juni 2015 (2015-2016) Annual GMS Resolutions dated 26 June 2015 (2015-2016)
		Keputusan RUPS Tahunan tanggal 24 Juni 2016 (2016-2019) Annual GMS Resolution dated 24 June 2016 (2016-2019)
		Keputusan RUPS Tahunan tanggal 10 Mei 2019 (2019-2022) Annual GMS Resolutions dated 10 May 2019 (2019-2022)
Gunawan Tenggarahardja	Komisaris/Komisaris Independen Commissioner/Independent Commissioner	Keputusan RUPS Luar Biasa tanggal 24 Februari 2003 (2003-2007) Extraordinary GMS Resolutions dated 24 February 2003 (2003-2007)
		Keputusan RUPS Luar Biasa tanggal 19 Desember 2007 (2007-2010) Extraordinary GMS Resolutions dated 19 December 2007 (2007-2010)
		Keputusan RUPS Tahunan tanggal 25 Juni 2010 (2010-2013) Annual GMS Resolutions dated 25 June 2010 (2010-2013)
		Keputusan RUPS Tahunan tanggal 28 Juni 2013 (2013-2016) Annual GMS Resolutions dated 28 June 2013 (2013-2016)
		Keputusan RUPS Tahunan tanggal 24 Juni 2016 (2016-2019) Annual GMS Resolution dated 24 June 2016 (2016-2019)
		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	Keputusan RUPS Tahunan tanggal 29 Juni 2012 (2012-2013) Annual GMS Resolutions dated 29 June 2012 (2012-2013)
		Keputusan RUPS Tahunan tanggal 28 Juni 2013 (2013-2016) Annual GMS Resolutions dated 28 June 2013 (2013-2016)
		Keputusan RUPS Tahunan tanggal 24 Juni 2016 (2016-2019) Annual GMS Resolution dated 24 June 2016 (2016-2019)
		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, the current members of Board of Commissioners 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 Commissioners	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"> <li>Sebagai Komisaris: 22 April 2003</li> <li>Sebagai Komisaris Independen: 13 September 2007</li> <li>As Commissioner: 22 April 2003</li> <li>As Independent Commissioner: 13 September 2007</li> </ul>
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, 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/012/20 tanggal 10 Januari 2020. 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/012/16 dated 10 January 2020. 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.

Pendidikan Education	Pengalaman Kerja Work Experience	Usia Age	Jenis Kelamin Gender
<p>Latar belakang Pendidikan Dewan Komisaris beragam, mulai dari lulusan S1 hingga S3, dengan kompetensi di bidang Ekonomi, Manajemen, Akuntansi, dan Teknik Sipil.</p> <p>The educational backgrounds of the Board of Directors vary from undergraduate to doctoral degrees, with competencies in Economics, Management, Accounting, and Civil Engineering.</p>	<p>Anggota Dewan Komisaris memiliki pengalaman kerja di bidang Perbankan, Keuangan, Akuntansi, dan Manajemen.</p> <p>Member of Board of Commissioners has work experiences in Banking, Finance, Accounting and Management sectors.</p>	<p>Rata-rata usia Dewan Komisaris berada pada usia yang memungkinkan seseorang untuk terus bekerja dan berkarya yaitu rentang usia 56-69 tahun.</p> <p>The average ages of the Board of Commissioners are allowing them to continue working, between 56-69 years old.</p>	<p>Pada tahun 2020, anggota Dewan Komisaris Bank tidak ada yang berjenis kelamin perempuan, namun tidak menutup kemungkinan ke depannya Bank akan menunjuk anggota Dewan Komisaris perempuan.</p> <p>In 2020, 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.</p>

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 educations, work experiences, ages, and genders.

## Program Orientasi bagi Anggota Dewan Komisaris Baru

Berikut program orientasi bagi anggota Dewan Komisaris baru Bank Victoria.

- Untuk anggota Dewan Komisaris yang baru diangkat, wajib diberikan Program Pengenalan mengenai kondisi Bank secara umum;
- Penanggungjawab atas program pengenalan tersebut adalah Sekretaris Perusahaan atau siapapun yang menjalankan fungsi sebagai Sekretaris Perusahaan;

## Orientation Program for New Member of the Board of Commissioners

Below is the orientation program for new member of Bank Victoria's Board of Commissioners.

- For newly appointed members of the Board of Commissioners, an introduction program must be provided regarding the Bank's condition in general;
- Person in charge of this introduction program is the Corporate Secretary, or anyone who performs such function as a Corporate Secretary;

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;
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.
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. 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.

## 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.

## 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. Tidak memiliki hubungan kepemilikan dengan anggota Direksi, anggota Dewan Komisaris lain, dan/atau Pemegang Saham Pengendali, yakni tidak menjadi Pemegang Saham pada:
  - 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.

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:
  - 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 Bank dalam waktu 6 (enam) bulan terakhir, kecuali untuk pengangkatan kembali sebagai Komisaris Independen Bank 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 reappointment as the Company's Independent Commissioner in the next period.	√	√
Tidak mempunyai saham baik langsung maupun tidak langsung pada Bank. Not possessing any shares in the Company, either directly or indirectly.	√	√
Tidak mempunyai hubungan afiliasi dengan Bank, anggota Dewan Komisaris, anggota Direksi atau Pemegang Saham Utama Bank. 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 Bank 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 :

- 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*.
- 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		Saham Utama dan/atau Pengendali Main and/or Controlling Shareholders		Dewan Komisaris Board of Commissioner		Direksi Board of Directors		Saham Utama dan/atau Pengendali Main and/or 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		Saham Utama dan/atau Pengendali Main and/or Controlling Shareholders		Dewan Komisaris Board of Commissioner		Direksi Board of Directors		Saham Utama dan/atau Pengendali Main and/or 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; dan
  - 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) di atas dalam hal:
  - Anggota Dewan Komisaris menjabat sebagai anggota Direksi, anggota Dewan Komisaris atau Pejabat Eksekutif yang melaksanakan fungsi pengawasan pada 1 (satu) Entitas Anak 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 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; and
  - In more than 1 (one) non-financial institution or nonfinancial 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 hold concurrent positions as described below.

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
		Asesor Manajemen Risiko Assessor of Risk Management	Pasar Modal Capital Market
		Anggota Komite Audit Members of Audit Committee	PT Sumberdaya Sewatama

## 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

## 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

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) kali dalam 2 (dua) bulan untuk membahas perkembangan dari laporan kinerja Direksi.

### Frekuensi dan Kehadiran Rapat Dewan Komisaris

Pada tahun 2020, Dewan Komisaris telah melaksanakan rapat internal sebanyak 6 (enam) kali dengan rata-rata tingkat kehadiran anggota Dewan Komisaris pada rapat internal adalah 100,00% dan rapat gabungan dengan Direksi sebanyak 17 kali dengan rata-rata tingkat kehadiran anggota Dewan Komisaris pada rapat gabungan adalah 100,00%. Selain itu, Dewan Komisaris juga melaksanakan rapat gabungan dengan Direktorat dan/atau Divisi sebanyak 14 kali dengan rata-rata tingkat kehadiran 100,00%. Rapat internal dan rapat gabungan ini dihadiri secara fisik dan virtual. Frekuensi dan tingkat kehadiran Dewan Komisaris dalam rapat-rapat tersebut diuraikan sebagai berikut.

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 2020, the Board of Commissioners held 6 (six) internal meetings with the average attendance level of members of Board of Commissioners reaching 100.00% and 17 joint meetings with Board of Directors with the average attendance level of members of Board of Commissioners reaching 100.00%. In addition, the Board of Commissioners also held 14 joint meetings with the Directorate and/or Division with an average attendance level of 100.00%. 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 Joint Meeting with Board of Directors			Rapat Gabungan dengan Direktorat dan/atau Divisi Joint Meeting 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	6	6	100.00	17	17	100.00	14	14	100.00
Gunawan Tenggarahardja	Komisaris/ Komisaris Independen Commissioner/ Independent Commissioner	6	6	100.00	17	17	100.00	14	14	100.00
Zaenal Abidin, PhD	Komisaris/ Komisaris Independen Commissioner/ Independent Commissioner	6	6	100.00	17	17	100.00	14	14	100.00
<b>Rata-Rata Kehadiran Average Attendance</b>				<b>100.00</b>			<b>100.00</b>			<b>100.00</b>

### 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	Peserta Rapat Participant			Alasan Tidak Hadir Reason for Absence
		Oliver Simorangkir	Gunawan Tenggarahardja	Zaenal Abidin, PhD	
10 Januari 2020 10 January 2020	a. Rencana rapat Dewan Komisaris tahun 2020; dan b. Perubahan BOC Charter dalam rangka penyesuaian dengan peraturan Otoritas Jasa Keuangan yang baru.  a. Board of Commissioners meeting plan for 2020; and b. Changes of BOC Charter in order to adjust to the new Financial Services Authority regulations.	√	√	√	-
24 Maret 2020 24 March 2020	Pengarahan sistem kerja Dewan Komisaris sehubungan dengan pandemi Covid-19.  Direction of the Board of Commissioners' work system in relation to the Covid-19 pandemic.	√	√	√	-
8 Mei 2020 8 May 2020	a. Kondisi DPK yang mengalami penurunan; dan b. Perkembangan restrukturisasi pandemi Covid-19.  a. Condition of the declining DPK; and b. Progress of restructuring due to the Covid-19 pandemic.	√	√	√	-
10 Juni 2020 10 June 2020	a. Pencapaian NPL posisi 31 Mei 2020; dan b. Evaluasi pencapaian Direksi terhadap DPK posisi bulan Mei 2020.  a. Achievement of NPL at 31 May 2020 position; and b. Evaluation of the Board of Directors' achievement on DPK at May 2020 position.	√	√	√	-
25 September 2020	Rekomendasi dan penunjukan akuntan publik dan/atau kantor akuntan publik tahun 2020.  Recommendation and appointment of public accountant and/or public accounting firm in 2020.	√	√	√	-
4 November 2020	Pertumbuhan kredit penyelesaian atau penjualan AYDA dan penagihan kredit write off.  Growth of settlement credit or sale of foreclosed assets (AYDA) and write-off credit collections.	√	√	√	-

### Rapat Gabungan Dewan Komisaris dengan Direksi

Informasi terkait tanggal, agenda, dan peserta rapat gabungan Dewan Komisaris dengan Direksi selama tahun 2020 diuraikan sebagai berikut.

### Joint Meeting of Board of Commissioners and Board of Directors

Throughout 2020, the agenda, dates, and participants of joint meeting of Board of Commissioners and Board of Directors are described as follows.

Tanggal Date	Agenda	Peserta Rapat Meeting Participants							Alasan Tidak Hadir Reason for Absence
		Oliver Simorangkir	Gunawan Tenggarahardja	Zaenal Abidin, PhD	Ahmad Fajar	Rusli	Lembing	Debora Wahjutirto Tanoyo	
13 Januari 2020 13 January 2020	<p>a. Persiapan rapat dengan Otoritas Jasa Keuangan pengawasan perihal RBB 2020-2022; dan</p> <p>b. Pembaruan kasus Jiwasraya.</p> <p>a. Preparation of meeting with the Financial Services Authority regarding the 2020-2022 RBB; and</p> <p>b. Updates on Jiwasraya case.</p>	√	√	√	√	√	√	√	-
14 Februari 2020 14 February 2020	<p>a. Pencapaian dan target kantor cabang per 31 Januari 2020; dan</p> <p>b. Kinerja keuangan per 31 Januari 2020.</p> <p>a. Achievement and targets of the branch offices at 31 January 2020 position; and</p> <p>b. Financial performance per 31 January 2020.</p>	√	√	√	√	√	√	√	-
6 Maret 2020 6 March 2020	<p>Penetapan kriteria karyawan Bank Victoria.</p> <p>Establishment of criteria for Bank Victoria's employees.</p>	√	√	√	√	√	-	-	Izin Permission
30 Maret 2020 30 March 2020	<p>Penanganan pandemi Covid-19.</p> <p>Handling Covid-19 pandemic.</p>	√	√	√	√	√	√	√	-
17 April 2020	<p>a. Kinerja keuangan posisi 31 Maret 2020;</p> <p>b. Publikasi Laporan Keuangan dan <i>Rating Corporate</i>; dan</p> <p>c. Restrukturisasi kredit.</p> <p>a. Financial performance at 31 March 2020 position;</p> <p>b. Publication of Financial Statements and Corporate Rating; and</p> <p>c. Credit restructuring.</p>	√	√	√	√	√	√	√	-
13 Mei 2020 13 May 2020	<p>a. Presentasi kinerja keuangan posisi 30 April 2020;</p> <p>b. Perkembangan NPL;</p> <p>c. Perkembangan kecukupan likuiditas; dan</p> <p>d. Perkembangan restrukturisasi terkait Covid-19.</p> <p>a. Financial performance at 30 April 2020 position;</p> <p>b. Progress of NPL;</p> <p>c. Progress of liquidity adequacy; and</p> <p>d. Progress of restructuring due to the Covid-19 pandemic.</p>	√	√	√	√	√	√	√	-
12 Juni 2020 12 June 2020	<p>a. Presentasi kinerja keuangan posisi 31 Mei 2020;</p> <p>b. Presentasi perkembangan NPL posisi 31 Mei 2020;</p> <p>c. Presentasi pemantauan rasio kecukupan likuiditas;</p> <p>d. Presentasi revisi RBB 2020-2022;</p> <p>e. Presentasi pelaksanaan RUPS Tahunan; dan</p> <p>f. Lain-lain.</p> <p>a. Presentation of financial performance at 31 May 2020 position;</p> <p>b. Presentation of NPL progress at 31 May 2020 position;</p> <p>c. Presentation of monitoring the liquidity adequacy ratio;</p> <p>d. Presentation of 2020-2022 RBB revision;</p> <p>e. Presentation of Annual GMS implementation; and</p> <p>f. Others.</p>	√	√	√	√	√	√	√	-

Tanggal Date	Agenda	Peserta Rapat Meeting Participants							Alasan Tidak Hadir Reason for Absence
		Oliver Simorangkir	Gunawan Tenggarahardja	Zaenal Abidin, PhD	Ahmad Fajar	Rusli	Lembing	Debora Wahjuitirto Tanoyo	
17 Juli 2020 17 July 2020	<p>a. Kinerja keuangan posisi 30 Juni 2020;</p> <p>b. Strategi peningkatan DPK dan posisi DPK akhir 30 Mei 2020 dibandingkan dengan akhir Juni 2020 dan target DPK akhir Juli 2020;</p> <p>c. Strategi meningkatkan DPK yang akhir-akhir ini mengalami penurunan; dan</p> <p>d. Lain-lain.</p> <p>a. Financial performance at 30 June 2020 position;</p> <p>b. Strategy to increase DPK and DPK position at 30 May 2020 compared to June 2020 position and DPK target at the end of July 2020</p> <p>c. Strategy to increase DPK that is declining recently; and</p> <p>d. Others.</p>	√	√	√	√	√	√	√	-
12 Agustus 2020 12 August 2020	<p>a. Kinerja keuangan 31 Juli 2020;</p> <p>b. Posisi DPK akhir Juni 2020 dibandingkan dengan akhir Juli 2020, target akhir Agustus 2020 dan strategi pencapaian DPK;</p> <p>c. Strategi NPL, AYDA, dan WO selama bulan Juli 2020 dan kendala yang dihadapi SAM; dan</p> <p>d. Lain-lain.</p> <p>a. Financial performance per 31 July 2020;</p> <p>b. DPK position at the end of June 2020 compared to the position at the end of July 2020, target at the end of August 2020, and DPK achievement strategy;</p> <p>c. Strategies of NPL, foreclosed assets, and WO for July 2020 and obstacles faced by SAM; and</p> <p>d. Others.</p>	√	√	√	√	√	√	√	-
11 September 2020	<p>a. Kinerja keuangan per 31 Agustus 2020;</p> <p>b. Kinerja pertumbuhan DPK Agustus 2020;</p> <p>c. Strategi NPL, AYDA, dan WO selama Agustus 2020; dan</p> <p>d. Lain-lain.</p> <p>a. Financial performance per 31 August 2020;</p> <p>b. Performance growth of DPK of August 2020;</p> <p>c. Strategies of NPL, foreclosed assets, and WO for August 2020; and</p> <p>d. Others.</p>	√	√	√	√	√	√	√	-
16 September 2020	<p>Persiapan <i>exit meeting</i> audit tahunan Otoritas Jasa Keuangan 2020.</p> <p>Preparation of exit meeting of the Financial Services Authority's annual audit 2020.</p>	√	√	√	√	√	√	√	-



Tanggal Date	Agenda	Peserta Rapat Meeting Participants							Alasan Tidak Hadir Reason for Absence
		Oliver Simorangkir	Gunawan Tenggarahardja	Zaenal Abidin, PhD	Ahmad Fajar	Rusli	Lembing	Debora Wahjurtito Tanoyo	
12 Oktober 2020 12 October 2020	<p>a. Kinerja keuangan per 30 September 2020; b. Kinerja pertumbuhan DPK September 2020; c. Kinerja penyelesaian NPL, AYDA, penagihan WO September 2020; dan d. Lain-lain.</p> <p>a. Financial performance of 30 September 2020; b. Performance growth of DPK of September 2020; c. Performance of the settlement for NPL, foreclosed assets, WO collection of September 2020; and d. Others.</p>	√	√	√	√	√	√	√	-
26 Oktober 2020 26 October 2020	<p>a. Penerbitan BG proyek tol Joglosemar; dan b. <i>Action plan</i> Direksi yang diminta Otoritas Jasa Keuangan terkait pertemuan Bank Victoria dengan Otoritas Jasa Keuangan.</p> <p>a. Issuance of BG for Joglosemar Toll Roads project; and b. Board of Directors' action plan as requested by the Financial Services Authority related to the meeting between Bank Victoria and the Financial Services Authority.</p>	√	√	√	√	√	√	√	-
4 November 2020	<p>a. <i>Action plan</i> 2020 dan 2021; b. <i>Capex Change Management Office</i> (CMO); dan c. Lain-lain.</p> <p>a. Action plan for 2020 and 2021; b. Capex Change Management Office (CMO); and f. Others.</p>	√	√	√	√	√	√	√	-
11 November 2020	<p>a. Kinerja keuangan selama Oktober 2020 dibandingkan dengan September 2020; b. Kinerja perkreditan selama Oktober 2020 serta strategi dan target perkreditan November 2020; dan c. Realisasi pencapaian NPL, AYDA, dan WO Oktober 2020 serta strategi dan target penyelesaian NPL, AYDA, dan WO November 2020.</p> <p>a. Financial performance during October 2020 compared to that of September 2020; b. Loan performance during October 2020 and the loan strategy and target of November 2020; and c. Realization of achievement of NPL, foreclosed assets, and WO of October 2020 and the settlement strategy and target for NPL, foreclosed assets, and WO of November 2020.</p>	√	√	√	√	√	√	√	-

Tanggal Date	Agenda	Peserta Rapat Meeting Participants							Alasan Tidak Hadir Reason for Absence
		Oliver Simorangkir	Gunawan Tenggarahardja	Zaenal Abidin, PhD	Ahmad Fajar	Rusli	Lembing	Debora Wahjutiarto Tanoyo	
17 Desember 2020 17 December 2020	a. Pencapaian 2020 dan strategi 2021; b. Proyeksi Keuangan; dan c. Strategi CMO.  a. Achievement of 2020 and strategies for 2021; b. Financial projection; and c. CMO strategy.	√	√	√	√	√	√	√	-
29 Desember 2020 29 December 2020	Pencapaian di akhir tahun 2020. Achievement at the end of 2020.	√	√	√	√	√	√	-	Cuti On Leave

### 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	Peserta Rapat Meeting Participants			Alasan Tidak Hadir Reason for Absence
		Oliver Simorangkir	Gunawan Tenggarahardja	Zaenal Abidin, PhD	
19 Januari 2020 19 January 2020	Membahas NPL dan proyeksi antara Dewan Komisaris dengan Direktorat SAM.  Discussing NPL and projections between the Board of Commissioners and SAM Directorate.	√	√	√	-
28 Februari 2020 28 February 2020	Membahas isu-isu operasional antara Dewan Komisaris dengan Direktorat yang terdiri dari Divisi: a. <i>Operation</i> ; b. <i>Loan Admin &amp; Legal</i> ; dan c. <i>Human Capital Management &amp; General Affair</i> .  Discussing operational issues between the Board of Commissioners and Directorates consisting of Divisions of: a. <i>Operation</i> ; b. <i>Loan Admin &amp; Legal</i> ; and c. <i>Human Capital Management &amp; General Affair</i> .	√	√	√	-

Tanggal Date	Agenda	Peserta Rapat Meeting Participants			Alasan Tidak Hadir Reason for Absence
		Oliver Simorangkir	Gunawan Tenggarahardja	Zaenal Abidin, PhD	
28 Februari 2020 28 February 2020	Membahas NPL dan proyeksi antara Dewan Komisaris dengan Direktorat SAM. Discussing NPL and projections between the Board of Commissioners and SAM Directorate.	√	√	√	-
1 April 2020	Membahas NPL dan proyeksi antara Dewan Komisaris dengan Direktorat SAM. Discussing NPL and projections between the Board of Commissioners and SAM Directorate.	√	√	√	-
10 April 2020	Membahas NPL dan proyeksi antara Dewan Komisaris dengan Direktorat SAM. Discussing NPL and projections between the Board of Commissioners and SAM Directorate.	√	√	√	-
12 Mei 2020 12 May 2020	Membahas NPL dan proyeksi antara Dewan Komisaris dengan Direktorat SAM. Discussing NPL and projections between the Board of Commissioners and SAM Directorate.	√	√	√	-
19 Mei 2020 19 May 2020	Membahas isu-isu operasional antara Dewan Komisaris dengan Direktorat yang terdiri dari Divisi: a. <i>Operation</i> ; b. <i>Loan Admin &amp; Legal</i> ; dan c. <i>Human Capital Management &amp; General Affair</i> . Discussing operational issues between the Board of Commissioners and Directorates consisting of Divisions of: a. <i>Operation</i> ; b. <i>Loan Admin &amp; Legal</i> ; and c. <i>Human Capital Management &amp; General Affair</i> .	√	√	√	-
8 Juli 2020 8 July 2020	Membahas NPL dan proyeksi antara Dewan Komisaris dengan Direktorat SAM. Discussing NPL and projections between the Board of Commissioners and SAM Directorate.	√	√	√	-
12 Agustus 2020 12 August 2020	Membahas NPL dan proyeksi antara Dewan Komisaris dengan Direktorat SAM. Discussing NPL and projections between the Board of Commissioners and SAM Directorate.	√	√	√	-
14 Agustus 2020 14 August 2020	Membahas isu-isu operasional antara Dewan Komisaris dengan Direktorat yang terdiri dari Divisi: a. <i>Operation</i> ; b. <i>Loan Admin &amp; Legal</i> ; c. <i>Human Capital Management &amp; General Affair</i> ; dan d. <i>Finance &amp; Accounting</i> . Discussing operational issues between the Board of Commissioners and Directorates consisting of Divisions of: a. <i>Operation</i> ; b. <i>Loan Admin &amp; Legal</i> ; c. <i>Human Capital Management &amp; General Affair</i> ; and d. <i>Finance &amp; Accounting</i> .	√	√	√	-

Tanggal Date	Agenda	Peserta Rapat Meeting Participants			Alasan Tidak Hadir Reason for Absence
		Oliver Simorangkir	Gunawan Tenggarahardja	Zaenal Abidin, PhD	
9 September 2020	Membahas NPL dan proyeksi antara Dewan Komisaris dengan Direktorat SAM. Discussing NPL and projections between the Board of Commissioners and SAM Directorate.	√	√	√	-
2 Oktober 2020 2 October 2020	Membahas NPL dan proyeksi antara Dewan Komisaris dengan Direktorat SAM. Discussing NPL and projections between the Board of Commissioners and SAM Directorate.	√	√	√	-
11 November 2020	Membahas NPL dan proyeksi antara Dewan Komisaris dengan Direktorat SAM. Discussing NPL and projections between the Board of Commissioners and SAM Directorate.	√	√	√	-
11 Desember 2020 11 December 2020	Membahas NPL dan proyeksi antara Dewan Komisaris dengan Direktorat SAM. Discussing NPL and projections between the Board of Commissioners and SAM Directorate.	√	√	√	-

## Persetujuan dan Rekomendasi Dewan Komisaris

Dewan Komisaris Bank dalam menjalankan tugas pengawasan telah memberikan persetujuan serta rekomendasi sebagai upaya perbaikan kinerja Bank. Selama tahun 2020, Dewan Komisaris telah mengeluarkan berbagai persetujuan maupun rekomendasi sebagai berikut.

## Approval and Recommendations of the Board of Commissioners

In carrying out its supervisory duties, the Board of Commissioners of the Bank has provided approval and recommendations as an effort to improve the Bank's performance. Throughout 2020, the Board of Commissioners issued various approvals and recommendations as follows.

No. Surat Letter No.	Tanggal Date	Keputusan Decisions
001/SK-KOM/01/20	10 Januari 2020 10 January 2020	Board of Commissioners Charter (BOC Charter) Board of Commissioners Charter (BOC Charter)
002/SK-KOM/01/20	22 Januari 2020 22 January 2020	Piagam dan Pedoman Kerja Komite Audit Charter and Work Guidelines of Audit Committee
001/SK-KOM/02/20	27 Februari 2020 27 February 2020	Prosedur Persetujuan dan Wewenang Komite Kredit Pusat Procedure for Approval and Authority of Central Credit Committee
001/SK-KOM/06/20	26 Juni 2020 26 June 2020	Pembagian Tugas dan Wewenang Anggota Board of Directors Division of Duties and Authority of Board of Directors' Members
001/SK-KOM/09/20	9 September 2020	Piagam dan Pedoman Kerja Komite Pemantau Risiko Charter and Work Guidelines of the Risk Monitoring Committee
002/SK-KOM/09/20	25 September 2020	Piagam dan Pedoman Kerja Komite Audit Charter and Work Guidelines of Audit Committee

## 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.

Nama Name	Jabatan Position	Level	Waktu Time	Masa Berlaku Validity Period	Penyelenggara Organizer
Oliver Simorangkir	Komisaris Utama President Commissioner	5	2 Juli 2019 2 July 2019	5 September 2021	Lembaga Sertifikasi Profesi Perbankan Banking Profession Certification Institution
Gunawan Tenggarahardja	Komisaris/Komisaris Independen Commissioner/ Independent Commissioner	5	10 Juli 2019 10 July 2019	5 September 2021	Lembaga Sertifikasi Profesi Perbankan Banking Profession Certification Institution
Zaenal Abidin, PhD	Komisaris/Komisaris Independen Commissioner/ Independent Commissioner	2	13 Oktober 2017 13 October 2017	5 September 2021	Lembaga Sertifikasi Profesi Perbankan Banking Profession Certification Institution

## Penilaian Kinerja Dewan Komisaris

Sebagai bagian dari implementasi GCG, Dewan Komisaris wajib melaksanakan penilaian sendiri 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. Penilaian Sendiri Dewan Komisaris

Pelaksanaan penilaian sendiri Dewan Komisaris berdasarkan Peraturan Otoritas Jasa Keuangan tentang Penerapan Tata Kelola bagi Bank Umum. Berdasarkan peraturan tersebut, Bank wajib melaksanakan penilaian sendiri implementasi GCG dengan salah satu faktor penilaian adalah pelaksanaan tugas dan tanggung jawab Dewan Komisaris. Faktor penilaian terkait Dewan Komisaris tersebut mencakup 16 indikator

## 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.

## 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.

*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 penilaian sendiri terkait Dewan Komisaris dikoordinir oleh Divisi *Compliance, AML/Integrated & System Procedure* dan dilaporkan kepada Dewan Komisaris melalui Komite Nominasi dan Remunerasi.

## 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:

- a. Kehadiran dalam rapat internal Dewan Komisaris;
- b. Kehadiran dalam rapat Dewan Komisaris dengan Direksi;
- c. Kehadiran dalam rapat Dewan Komisaris dengan Pemegang Saham; dan
- d. 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:

- a. Integritas (misalnya benturan kepentingan yang muncul);
- b. Pengetahuan dan pemahaman Dewan Komisaris atas nilai-nilai misi, Rencana Jangka Panjang Bank, dan refleksi pemahaman ini kepada isu-isu penting sepanjang tahun;
- c. Partisipasi Dewan Komisaris dalam rapat-rapat, termasuk kemampuan untuk menyampaikan, memberikan argumentasi dan memberikan solusi mengenai isu-isu strategis Bank;
- d. 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; dan
- e. 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.

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, AML/Integrated & System Procedure Division and reported to the Board of Commissioners through the Nomination and Remuneration Committee.

## 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:

- a. Attendance in internal meetings of the Board of Commissioners;
- b. Attendance in meeting between Board of Commissioners and Board of Directors;
- c. Attendance in meeting between Board of Commissioners and Shareholders; and
- d. 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:

- a. Integrity (for example, arising conflict of interest);
- b. 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;
- c. Participation of Board of Commissioners in meetings including the ability to convey, provide arguments, and provide solutions on the Bank's strategic issues;
- d. 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; and
- e. 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.



## Hasil Penilaian Kinerja Dewan Komisaris

### 1. Penilaian Sendiri Dewan Komisaris

Berdasarkan hasil penilaian sendiri pada tahun 2020, pelaksanaan tugas dan tanggung jawab Dewan Komisaris memperoleh nilai komposit "2 (dua)" dengan kategori "Baik".

### 2. Peer Evaluation Dewan Komisaris

Berdasarkan hasil penilaian *peer evaluation* pada tahun 2020, pelaksanaan tugas Dewan Komisaris memperoleh nilai komposit "2 (dua)" dengan kategori "Baik". Artinya, masing-masing anggota Dewan Komisaris telah melaksanakan tugas dan tanggung jawab sesuai bidang pengawasan dengan baik, sesuai dengan BOC *Charter* dan peraturan perundang-undangan yang berlaku.

Hasil penilaian kinerja tahun 2020 menunjukkan bahwa Dewan Komisaris telah menjalankan tugas dan tanggung jawabnya dengan baik sesuai dengan prosedur dan kriteria penilaian. Hasil penilaian kinerja tersebut dijadikan dasar dalam pemberian remunerasi jangka pendek maupun jangka panjang.

## 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, Pelaksanaan, dan Kriteria Penilaian Kinerja Komite Pendukung Dewan Komisaris

### 1. Penilaian Sendiri Komite Pendukung Dewan Komisaris

Pelaksanaan penilaian sendiri 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 penilaian sendiri implementasi GCG mencakup 10 (sepuluh) 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 penilaian sendiri terkait Komite-Komite Dewan Komisaris dikoordinir oleh Divisi *Compliance, AML/Integrated & System Procedure* dan dilaporkan kepada Dewan Komisaris.

## Board of Commissioners Performance Assessment Results

### 1. Self Assessment of the Board of Commissioners

Based on the 2020 self-assessment results, the implementation of duties and responsibilities of the Board of Commissioners earned a composite score of "2 (two)" under the category of "Good".

### 2. Peer Evaluation of Board of Commissioners

Based on peer evaluation results in 2020, the implementation of Board of Commissioners' duties earned a composite score of "2 (two)" under the category of "Good". This means that each member of Board of Commissioners has 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.

The 2020 performance assessment results show that the Board of Commissioners has carried out its duties and responsibilities properly in accordance with the assessment procedures and criteria. The performance assessment results are used as the basis for providing short-term and long-term remuneration.

## 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 (ten) 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, AML/Integrated & System Procedure and reported to the Board of Commissioners.

**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).

**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).

**Hasil Penilaian Kinerja Komite Pendukung Dewan Komisaris**

**1. Penilaian Sendiri Komite Pendukung Dewan Komisaris**

Berdasarkan hasil penilaian sendiri pelaksanaan tugas dan tanggung jawab Komite-Komite Dewan Komisaris pada tahun 2020, Komite Pendukung Dewan Komisaris berada pada kategori "Cukup Baik".

**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 2020, the Board of Commissioners' Supporting Committees were under the category of "Fair".

**2. Penilaian Kinerja oleh Dewan Komisaris**

Berikut hasil penilaian kinerja dan dasar penilaian Komite pendukung Dewan Komisaris yang dilakukan oleh Dewan Komisaris pada tahun 2020.

**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 2020.

<b>Komite Pendukung Dewan Komisaris</b> <b>Board of Commissioners Supporting Committee</b>	<b>Dasar Penilaian</b> <b>Basis of Assessment</b>	<b>Hasil Penilaian</b> <b>Assessment Results</b>
Komite Audit Audit Committee	<ol style="list-style-type: none"> <li>1. Kehadiran dalam rapat Komite;</li> <li>2. Penguasaan materi yang akan dibahas;</li> <li>3. Kesiediaan menyediakan waktu dan upaya dalam memenuhi tugas dan tanggung jawab sebagai anggota Komite;</li> <li>4. Kesiediaan berpartisipasi dalam kegiatan di luar kantor, seperti kunjungan ke unit bisnis;</li> <li>5. Kualitas dan saran yang diberikan dalam rapat-rapat;</li> <li>6. Terlaksananya pemantauan dan evaluasi, baik secara berkala maupun tahunan, atas hal-hal yang menjadi bidang tugas dan tanggung jawab masing-masing Komite;</li> </ol>	<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 2020 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 2020 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"> <li>7. Pemantauan dan koreksi penyimpangan; dan</li> <li>8. Terlaksananya pemantauan dan evaluasi terhadap divisi/unit yang terkait dengan bidang tugas dan tanggung jawab masing-masing Komite.</li> </ol> <ol style="list-style-type: none"> <li>1. Attendance in Committee's meetings;</li> <li>2. Mastering materials to be discussed;</li> <li>3. Willingness to allocate time and efforts in fulfilling duties and responsibilities as member of the Committees;</li> <li>4. Willingness to participate in out of-office activities, such as visit to business unit;</li> <li>5. Quality advice given in the meetings;</li> <li>6. Implementation of monitoring and evaluation, whether periodically or annually, of matters that become the duties and responsibilities of each Committee;</li> <li>7. Monitoring and correction of deviations; and</li> <li>8. Implementation of monitoring and evaluation to the division/unit related to the duties and responsibilities of each Committee.</li> </ol>	<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 2020, Dewan Komisaris menilai Komite Pemantau Risiko telah menjalankan tugas dan tanggung jawabnya dengan baik, seperti mengevaluasi kondisi terkini konglomerasi keuangan Grup Victoria dan penjelasan Satuan Kerja Manajemen Risiko Terintegrasi dan Satuan Kerja Audit Internal Terintegrasi periode semester I 2020 dan semester II 2020.</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 2020, 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 conglomerate and the explanation of Integrated Risk Management Work Unit and Integrated Internal Audit Work Unit for the first second semester of 2020.</p>

<b>Komite Pendukung Dewan Komisaris</b> <b>Board of Commissioners Supporting Committee</b>	<b>Dasar Penilaian</b> <b>Basis of Assessment</b>	<b>Hasil Penilaian</b> <b>Assessment Results</b>
Komite Pemantau Risiko Risk Monitoring Committee		<p>Sepanjang tahun 2020, 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 4 (empat) kali dan menjalankan tugasnya seperti:</p> <ol style="list-style-type: none"> <li>Melakukan laporan kepatuhan semester II 2019 Bank Victoria dan memberikan rekomendasi; dan</li> <li>Membahas dan memberikan rekomendasi atas profil risiko 2020; 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.</li> </ol> <p>Throughout 2020, 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 4 (four) times and performed its duties such as:</p> <ol style="list-style-type: none"> <li>Preparing compliance report for semester II 2019 of Bank Victoria and providing recommendations; and</li> <li>Discussing and providing recommendations for the 2020 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.</li> </ol>
Komite Nominasi dan Remunerasi Nomination and Remuneration Committee		<p>Sepanjang tahun 2020, Dewan Komisaris menilai Komite Nominasi dan Remunerasi telah menjalankan tugas dan tanggung jawabnya dengan baik. Dengan dasar penilaiannya bahwa Komite Nominasi dan Remunerasi telah melaksanakan rapat sebanyak 5 (lima) kali dan menjalankan tugasnya antara lain:</p> <ol style="list-style-type: none"> <li>Menyusun dan memberikan rekomendasi mengenai sistem serta prosedur pemilihan dan/atau penggantian anggota Dewan Komisaris dan Direksi kepada Dewan Komisaris untuk disampaikan kepada RUPS;</li> <li>Memberikan rekomendasi mengenai calon anggota Dewan Komisaris dan/atau Direksi kepada Dewan Komisaris untuk disampaikan kepada RUPS;</li> <li>Menyusun dan mengevaluasi remunerasi kepada anggota Dewan Komisaris, Direksi, dan Pejabat Eksekutif sampai dengan 1 (satu) tingkat di bawah Direksi;</li> <li>Memberikan rekomendasi kepada Dewan Komisaris mengenai kebijakan remunerasi bagi Dewan Komisaris dan Direksi serta Pejabat Eksekutif;</li> <li>Membantu Dewan Komisaris untuk memberikan rekomendasi tentang jumlah anggota Dewan Komisaris dan Direksi; dan</li> <li>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.</li> </ol> <p>Throughout 2020, 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 5 (five) meetings and performed its duties such as:</p> <ol style="list-style-type: none"> <li>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;</li> <li>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;</li> <li>Preparing and evaluating the remuneration for members of Board of Commissioners, Board of Directors, and Executive Officers up to 1 (one) level below the Board of Directors;</li> <li>Providing recommendation to the Board of Commissioners on the remuneration policy for the Board of Commissioners, Board of Directors, and Executive Officers;</li> <li>Assisting the Board of Commissioners in giving recommendation on the number of members of Board of Commissioners and Board of Directors; and</li> <li>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.</li> </ol>

## 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 pengampuan 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 merupakan organ tata kelola Bank yang mempunyai peran yang sangat penting dalam mengelola jalannya usaha Bank dengan kewenangan representatif dan manajerial. Pelaksanaan peran Direksi dilakukan dengan itikad baik, hati-hati, profesional, penuh tanggung jawab, serta atas dasar peraturan perundang-undangan dan Anggaran Dasar Bank. Direksi diangkat dan diberhentikan oleh Pemegang Saham melalui mekanisme RUPS. Dengan demikian, Direksi harus mempertanggungjawabkan pelaksanaan tugas dan tanggung jawabnya dalam pelaksanaan RUPS.

### 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.

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:

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2020 2020 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 2020 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 2020 in an effective and efficient manner, and represented the Bank both in and out of court.</p>
<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 2020 Bank Victoria berada pada kategori "Cukup Baik" artinya Bank telah melakukan penerapan tata kelola yang secara umum cukup baik, tercermin dari penerapan 11 (sebelas) 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 2020. Bank Victoria was within the category of "Fair", meaning the Bank had implemented governance which is in generally good, as reflected in the implementation of 11 (eleven) aspects outlined in the analysis.</p>

The Board of Directors is governance organ of the Bank that has substantial role in managing businesses of the Bank with representative and managerial authority. The role of the Board of Directors is performed in good faith, prudent, professional, with full responsibility, as well as in accordance with the laws and regulations as well as the Articles of Association of the Bank. The Board of Directors is appointed and dismissed by the Shareholders through the GMS mechanism. Therefore, the Board of Directors shall be responsible for conducting its duties and responsibilities in the conduct of the GMS.

### 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 updated through the Board of Directors' Decision Letter No. 002/SK-DIR/05/19 dated 2 May 2019.

BOD Charter of Bank Victoria is prepared based on the Limited Liability Company Law, Bank Indonesia Circular 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 Tangung Jawab Duties and Responsibilities	Realisasi 2020 2020 Realization
<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 2020-2022, antara lain:</p> <ol style="list-style-type: none"> <li>Kebijakan dan strategi manajemen;</li> <li>Penerapan manajemen risiko dan kinerja Bank saat ini;</li> <li>Proyeksi laporan keuangan (2020-2022) beserta asumsi yang digunakan;</li> <li>Proyeksi rasio-rasio dan pos-pos tertentu lainnya;</li> <li>Rencana pendanaan;</li> <li>Rencana penanaman dana;</li> <li>Rencana penyertaan permodalan;</li> <li>Rencana permodalan;</li> <li>Rencana pengembangan organisasi dan sumber daya manusia;</li> <li>Rencana penerbitan produk dan/atau pelaksanaan aktivitas baru;</li> <li>Rencana pengembangan dan/atau perubahan jaringan kantor;</li> <li>Informasi lainnya; dan</li> <li>Rencana kegiatan sebagai bank umum devisa.</li> </ol> <p>The Board of Directors compiled business strategies as determined in the Bank's Business Plan 2020-2022, among others:</p> <ol style="list-style-type: none"> <li>Management policy and strategy;</li> <li>The implementation of risk management and the Bank's current performance;</li> <li>Projection of financial statements (2020-2022) and the assumptions used;</li> <li>Projection of ratios and other certain items;</li> <li>Funding plan;</li> <li>Fund investment plan;</li> <li>Capital investment plan;</li> <li>Capital plan;</li> <li>Plans for organizational and human resource development;</li> <li>Plans for issuing products and/or implementing new activities;</li> <li>Plans for developing and/or changing office network;</li> <li>Other information; and</li> <li>Planned activities as a foreign exchange commercial bank.</li> </ol>
<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 2020, Direksi telah menetapkan struktur organisasi yang tercantum dalam Surat Keputusan Direksi PT Bank Victoria International Tbk No. 008/SK-DIR/11/20 yang dapat dilihat pada bab Profil Perusahaan bagian Struktur Organisasi dalam Laporan Tahunan ini.</p> <p>In 2020, the Board of Directors established the organizational structure as stated in the Board of Directors' Decision Letter No. 008/SK-DIR/11/20 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 karier 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 2020, Direksi telah memberikan promosi kepada jabatan yang lebih tinggi sebanyak 16 karyawan dan mutasi pada jenjang yang selevel sebanyak 200 karyawan.</p> <p>The Board of Directors has conveyed the Bank's strategic policy on employment through Employee's Code of Conduct based on Board of Directors' Decision Letter No. 012/SK-DIR/12/18 dated 27 December 2018 on Guidelines of Employee's Code of Conduct of PT Bank Victoria International Tbk. Furthermore, in 2020, the Board of Directors promoted 16 employees to higher positions and transferred 200 employees at the same 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>



Tugas dan Tangung Jawab Duties and Responsibilities	Realisasi 2020 2020 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/Integrated &amp; Anti Fraud, 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 &amp; 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 2020, 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 2020 yang dikeluarkan pada 30 April 2021.</p> <p>The Board of Directors has evaluated the quality of financial data and statements periodically. In 2020, 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 2020, which was issued on 30 April 2021.</p>
<p>Memastikan bahwa temuan audit dan rekomendasi dari SKAI/Integrated &amp; 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 &amp; Anti-Fraud, external auditor, and the monitoring and audit 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 at Bank Victoria and the share ownership in other banks or companies, both domiciled within and outside the country, and disclose the connections of financial relationship, family relationship, and other connections 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 2020, 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 2020, 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/06/20 tanggal 26 Juni 2020 tentang Pembagian Tugas dan Wewenang Anggota *Board of Directors* 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/06/120 dated 26 June 2020 on the Division of Duties and Authority of Members of Board of Directors of PT Bank Victoria International Tbk.

### Ahmad Fajar Direktur Utama President Director

Koordinasi pengelolaan Bank Victoria yang membawahi Divisi:  
a. SEVP of Change Management Office;  
b. SKAI/Integrated & Anti Fraud;  
c. Corporate Legal;  
d. Treasury;  
e. Information Technology; dan  
f. Marketing Communication Unit.

Coordination of Bank Victoria management which oversees the Division:  
a. SEVP of Change Management Office;  
b. SKAI/Integrated & Anti Fraud;  
c. Corporate Legal;  
d. Treasury;  
e. Information Technology; and  
f. Marketing Communication Unit.

**Rusli**  
**Wakil Direktur Utama**  
**Deputy President Director**

Wakil Direktur Utama yang membawahi Divisi:

- a. *Special Asset Management Division*;
- b. *International Banking Division*;
- c. *Human Capital Management & General Affair Division*;
- d. *Credit Risk Review Division*;
- e. *Operations & Internal Control Division*;
- f. *Liabilities & Wealth Product Unit*; dan
- g. *E-Channel & Digital Banking Unit*.

Deputy President Director in charge of Divisions of:

- a. *Special Asset Management Division*;
- b. *International Banking Division*;
- c. *Human Capital Management & General Affair Division*;
- d. *Credit Risk Review Division*;
- e. *Operations & Internal Control Division*;
- f. *Liabilities & Wealth Product Unit*; and
- g. *E-Channel & Digital Banking Unit*.

**Lembing**  
**Direktur**  
**Director**

Direktur Bisnis yang membawahi Divisi:

- a. *SEVP of Corporate & Commercial Banking*;
- b. *SME Banking Division*;
- c. *Branch Banking Network & Performance Division*;
- d. *Commercial Banking*;
- e. *Corporate Lending*;
- f. *Multifinance & Consumer Banking Unit*; dan
- g. *Credit Monitoring & Assurance*.

Director of Business in charge of Divisions of:

- a. *SEVP of Corporate & Commercial Banking*;
- b. *SME Banking Division*;
- c. *Branch Banking Network & Performance Division*;
- d. *Commercial Banking*;
- e. *Corporate Lending*;
- f. *Multifinance & Consumer Banking Unit*; and
- g. *Credit Monitoring & Assurance*.

**Debora Wahjutirto Tanoyo**  
**Direktur**  
**Director**

Direktur Keuangan dan Loan Admin yang membawahi Divisi:

- a. *SEVP of Finance, Accounting & Strategic Performance Management*;
- b. *Financing & Accounting Division*;
- c. *Loan & Trade Operation Division*;
- d. *MIS Unit*;
- e. *Strategic Performance Management Unit*; dan
- f. *Credit Legal Unit*.

Director of Finance and Loan Admin in charge of Divisions of:

- a. *SEVP of Finance, Accounting, & Strategic Performance Management*;
- b. *Financing & Accounting Division*;
- c. *Loan & Trade Operation Division*;
- d. *MIS Unit*;
- e. *Strategic Performance Management Unit*; and
- f. *Credit Legal Unit*.

**Tamunan**  
**Direktur Kepatuhan dan Manajemen Risiko**  
**Director of Compliance and Risk Management**

Direktur Kepatuhan dan Manajemen Risiko yang membawahi Divisi:

- a. *Compliance, AML/Integrated and System Procedure Division*;
- b. *Risk Management/Integrated Division*; dan
- c. *Corporate Secretary Division*.

Director of Compliance and Risk Management in charge of Divisions of:

- a. *Compliance, AML/Integrated and System Procedure Division*;
- b. *Risk Management/Integrated Division*; and
- c. *Corporate Secretary Division*.

## 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;
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;

## 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. 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. 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 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;

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 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. 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-waktu ternyata dari laporan keuangan Bank yang terakhir yang telah diperiksa, disahkan dan sebagaimana dinyatakan oleh akuntan publik; dan
- 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.

## Komposisi 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;
    - 2) Tidak pernah menjadi anggota Direksi yang dinyatakan bersalah menyebabkan suatu bank dinyatakan pailit;

- 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; and
- 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' Composition

In accordance with the BOD *Charter*, the number of Board of Directors is at least 3 (three) 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) Never become a member of Board of Directors who is found guilty of causing a bank to be declared bankrupt;

- 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 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, 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.

- 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.

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	Keputusan RUPS Tahunan tanggal 18 Mei 2018 (2018-2019) Annual GMS Resolution dated 18 May 2018 (2018-2019)
		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	Keputusan RUPS Luar Biasa tanggal 29 Februari 2016 (2016) Extraordinary GMS Resolutions dated 29 February 2016 (2016)
		Keputusan RUPS Tahunan tanggal 24 Juni 2016 (2016-2019) Annual GMS Resolution dated 24 June 2016 (2016-2019)
		Keputusan RUPS Tahunan tanggal 10 Mei 2019 (2019-2022) Annual GMS Resolution dated 10 May 2019 (2019-2022)
Lembing	Direktur Director	Keputusan RUPS Tahunan tanggal 18 Mei 2018 (2018-2019) Annual GMS Resolution dated 18 May 2018 (2018-2019)
		Keputusan RUPS Tahunan tanggal 10 Mei 2019 (2019-2022) Annual GMS Resolution dated 10 May 2019 (2019-2022)
Debora Wahjutirto Tanoyo	Direktur Director	Keputusan RUPS Tahunan tanggal 18 Mei 2018 (2018-2019) Annual GMS Resolution dated 18 May 2018 (2018-2019)
		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	Keputusan RUPS Tahunan tanggal 27 Juni 2008 (2008-2010) Annual GMS Resolution dated 27 June 2008 (2008-2010) Keputusan RUPS Tahunan tanggal 25 Juni 2010 (2010-2013) Annual GMS Resolution dated 25 June 2010 (2010-2013) Keputusan RUPS Tahunan tanggal 28 Juni 2013 (2013-2016) Annual GMS Resolution dated 28 June 2013 (2013-2016) Keputusan RUPS Tahunan tanggal 24 Juni 2016 (2016-2019) Annual GMS Resolution dated 24 June 2016 (2016-2019) 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 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, members 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 members 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

## Program Orientasi bagi Direksi Baru

Berikut program orientasi bagi Direksi baru yang diterapkan oleh Bank Victoria.

- Untuk anggota Direksi yang baru diangkat, wajib diberikan Program Pengenalan mengenai kondisi Bank secara umum;
- Penanggungjawab atas program pengenalan tersebut adalah Sekretaris Perusahaan atau siapapun yang menjalankan fungsi sebagai Sekretaris Perusahaan;
- 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; dan

## Orientation Program for New Board of Directors

The orientation program for newly appointed member of Board of Directors provided by Bank Victoria is as follows.

- For newly appointed members of the Board of Directors, an introduction program must be provided regarding the Company's condition in general;
- Person in charge of this introduction program is the Corporate Secretary, or anyone who performs such function as a Corporate Secretary;
- 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; and



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.

4. The introduction program for the new Board of Directors includes and is not limited to the following:
  - a. Provision of information contained on the Bank's website;
  - b. Introduction on all systems 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/012/20 tanggal 10 Januari 2020. 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/012/20 dated 10 January 2020. Such Diversity policy is 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.

Pendidikan Education	Pengalaman Kerja Work Experience	Usia Age	Jenis Kelamin Gender
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.	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.	Rata-rata usia Direksi berada pada usia yang memungkinkan seseorang untuk terus bekerja dan berkarya dengan rentang usia 35-56 tahun. The average ages of members of Board of Directors are allowing them to continue working, between 35-56 years.	Terdapat 1 (satu) anggota Direksi yang berjenis kelamin perempuan. There is only 1 (one) female member of the Board of Directors.

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.

## 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 pengurusan 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.

## Independence and Management of Conflict of Board of Directors 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.

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

Direksi senantiasa bertindak independen, dalam arti tidak mempunyai benturan kepentingan yang dapat mengganggu kemampuannya untuk melaksanakan tugas secara mandiri dan kritis, baik dalam hubungan satu sama lain maupun hubungan terhadap Dewan Komisaris. Hubungan afiliasi anggota Direksi yang ditunjukkan sebagai berikut.

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

Board of Directors constantly act independently, in the sense of having no conflict of interest which can interfere with their ability to carry out their duties independently and critically, both in the relations to one another within the BOD and in relation to the Board of Commissioners. The affiliate relations of the member of Board of Directors 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 Utama dan/atau Pengendali Main and/or Controlling Shareholders		Dewan Komisaris Board of Commissioner		Direksi Board of Directors		Pemegang Saham Utama dan/atau Pengendali Main and/or 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	-	√	-	√	-	√	-	√	-	√	-	√

### 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,

### 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

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; dan
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.

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	-	-

## 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.

its derivative regulations to the 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; and
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.

## Share Ownership of Board 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.

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	-	-	-	-

## 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 2020, Direksi telah melaksanakan 53 kali rapat internal Direksi dengan rata-rata tingkat kehadiran anggota Direksi pada rapat internal adalah 98,49% dan 17 kali rapat gabungan dengan Dewan Komisaris dengan rata-rata tingkat kehadiran anggota Direksi pada rapat gabungan adalah 94,12%. Rapat internal dan rapat gabungan ini dihadiri secara fisik. Berikut uraian frekuensi dan tingkat kehadiran Direksi dalam rapat-rapat tersebut.

## Board of Directors' Meetings

### Board of Directors' Meeting Policy

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 2020, the Board of Directors held 53 internal meetings with the average attendance level of members of Board of Directors reaching 98.49% and 17 joint meetings with Board of Commissioners with the average attendance level of members of Board of Directors reaching 94.12%. These internal and joint meetings were physically attended. The details of the Board of Directors meeting attendance and frequency are described below.

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 Number of Attendance	%	Total Rapat Number of Meetings	Total Kehadiran Number of Attendance	%
Ahmad Fajar	Direktur Utama President Director	53	52	98.11	17	17	100.00
Rusli	Wakil Direktur Utama Deputy President Director	53	53	100.00	17	17	100.00
Lembing	Direktur Director	53	53	100.00	17	16	94.12
Debora Wahjutirto Tanoyo	Direktur Director	53	51	96.23	17	16	94.12
Tamunan	Direktur Kepatuhan dan Manajemen Risiko Director of Compliance and Risk Management	53	52	98.11	17	14	82.35
<b>Rata-Rata Kehadiran Average Attendance</b>		<b>98.49</b>			<b>94.12</b>		

### Rapat Internal Direksi

Pada tahun 2020, agenda, tanggal, dan peserta rapat Direksi sebagai berikut.

### Internal Meeting of Board of Directors

Throughout 2020, the agenda, dates, and participants of the Board of Directors' Meeting are as follows.

Tanggal Date	Agenda	Peserta Rapat Meeting Participants					Alasan Tidak Hadir Reason for Absence
		Ahmad Fajar	Rusli	Lembing	Debora Wahjutirto Tanoyo	Tamunan	
7 Januari 2020 7 January 2020	a. Progres NPL; b. Kinerja keuangan 31 Desember 2019; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 31 December 2019; and c. Directorate Presentation.	√	√	√	√	√	-
13 Januari 2020 13 January 2020	a. Progres NPL; b. Kinerja keuangan 31 Desember 2019 (tidak diaudit); dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 31 December 2019 (unaudited); and c. Directorate Presentation.	√	√	√	√	√	-
20 Januari 2020 20 January 2020	a. Progres NPL; b. Kinerja keuangan 17 Januari 2020; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 17 January 2020; and c. Directorate Presentation.	√	√	√	√	√	-
27 Januari 2020 27 January 2020	a. Progres NPL; b. Kinerja keuangan 31 Januari 2020; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 31 January 2020; and c. Directorate Presentation.	√	√	√	√	√	-

Tanggal Date	Agenda	Peserta Rapat Meeting Participants					Alasan Tidak Hadir Reason for Absence
		Ahmad Fajar	Rusli	Lembing	Debora Wahjutirto Tanoyo	Tamunan	
3 Februari 2020 3 February 2020	a. Progres NPL; b. Kinerja keuangan 31 Januari 2020; dan c. Paparan Direktorat.  a. NPL progress; b. Financial performance of 31 January 2020; and c. Directorate Presentation.	√	√	√	√	√	-
10 Februari 2020 10 February 2020	a. Progres NPL; b. Kinerja keuangan 7 Februari 2020; dan c. Paparan Direktorat.  a. NPL progress; b. Financial performance of 7 February 2020; and c. Directorate Presentation.	√	√	√	√	√	-
17 Februari 2020 17 February 2020	a. Progres NPL; b. Kinerja keuangan 14 Februari 2020; dan c. Paparan Direktorat.  a. NPL progress; b. Financial performance of 14 February 2020; and c. Directorate Presentation.	√	√	√	√	√	-
24 Februari 2020 24 February 2020	a. Progres NPL; b. Kinerja keuangan 21 Februari 2020; dan c. Paparan Direktorat.  a. NPL progress; b. Financial performance of 21 February 2020; and c. Directorate Presentation.	√	√	√	√	√	-
2 Maret 2020 2 March 2020	a. Progres NPL; b. Kinerja keuangan 29 Februari 2020; dan c. Paparan Direktorat.  a. NPL progress; b. Financial performance of 29 February 2020; and c. Directorate Presentation.	√	√	√	√	√	-
9 Maret 2020 9 March 2020	a. Progres NPL; b. Kinerja keuangan 6 Maret 2020; dan c. Paparan Direktorat.  a. NPL progress; b. Financial performance of 6 March 2020; and c. Directorate Presentation.	-	√	√	√	√	Cuti On Leave
16 Maret 2020 16 March 2020	Antisipasi penyebaran virus Covid-19. Anticipating the Covid-19 virus spread.	√	√	√	√	√	-
23 Maret 2020 23 March 2020	a. Progres NPL; b. Kinerja keuangan 20 Maret 2020; dan c. Paparan Direktorat.  a. NPL progress; b. Financial performance of 20 March 2020; and c. Directorate Presentation.	√	√	√	√	√	-
30 Maret 2020 30 March 2020	a. Progres NPL; b. Kinerja keuangan 27 Maret 2020; dan c. Paparan Direktorat.  a. NPL progress; b. Financial performance of 27 March 2020; and c. Directorate Presentation.	√	√	√	√	√	-



Tanggal Date	Agenda	Peserta Rapat Meeting Participants					Alasan Tidak Hadir Reason for Absence
		Ahmad Fajar	Rusli	Lembing	Debora Wahjutirto Tanoyo	Tamunan	
6 April 2020	a. Progres NPL; b. Kinerja keuangan 3 April 2020; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 3 April 2020; and c. Directorate Presentation.	√	√	√	√	√	-
9 April 2020	Restrukturisasi Corona tanpa Komite. Restructuring due to Corona without the Committee.	√	√	√	√	√	-
13 April 2020	a. Progres NPL; b. Kinerja keuangan 9 April 2020; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 9 April 2020; and c. Directorate Presentation.	√	√	√	√	√	-
21 April 2020	a. Progres NPL; b. Kinerja keuangan 17 April 2020 ; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 17 April 2020; and c. Directorate Presentation.	√	√	√	√	√	-
27 April 2020	a. Progres NPL; b. Kinerja keuangan 24 April 2020; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 24 April 2020; and c. Directorate Presentation.	√	√	√	√	√	-
4 Mei 2020 4 May 2020	a. Progres NPL; b. Kinerja keuangan 30 April 2020; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 30 April 2020; and c. Directorate Presentation.	√	√	√	√	√	-
11 Mei 2020 11 May 2020	a. Progres NPL; b. Kinerja keuangan 8 Mei 2020; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 8 May 2020; and c. Directorate Presentation.	√	√	√	√	√	-
18 Mei 2020 18 May 2020	a. Progres NPL; b. Kinerja keuangan 14 Mei 2020; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 14 May 2020; and c. Directorate Presentation.	√	√	√	√	√	-
27 Mei 2020 27 May 2020	a. Progres NPL; b. Kinerja keuangan 26 Mei 2020; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 26 May 2020; and c. Directorate Presentation.	√	√	√	√	√	-
2 Juni 2020 2 June 2020	a. Progres NPL; b. Kinerja keuangan 31 Mei 2020; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 31 May 2020; and c. Directorate Presentation.	√	√	√	√	√	-

Tanggal Date	Agenda	Peserta Rapat Meeting Participants					Alasan Tidak Hadir Reason for Absence
		Ahmad Fajar	Rusli	Lembing	Debora Wahjutirto Tanoyo	Tamunan	
8 Juni 2020 8 June 2020	a. Progres NPL; b. Kinerja keuangan 4 Juni 2020; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 4 June 2020; and c. Directorate Presentation.	√	√	√	√	√	-
15 Juni 2020 15 June 2020	a. Progres NPL; b. Kinerja keuangan 12 Juni 2020; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 12 June 2020; and c. Directorate Presentation.	√	√	√	-	√	Cuti On Leave
22 Juni 2020 22 June 2020	a. Progres NPL; b. Kinerja keuangan 19 Juni 2020; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 19 June 2020; and c. Directorate Presentation.	√	√	√	√	√	-
29 Juni 2020 29 June 2020	a. Progres NPL; b. Kinerja keuangan 26 Juni 2020; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 26 June 2020; and c. Directorate Presentation.	√	√	√	√	√	-
6 Juli 2020 6 July 2020	a. Progres NPL; b. Kinerja keuangan 30 Juni 2020; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 30 June 2020; and c. Directorate Presentation.	√	√	√	√	√	-
13 Juli 2020 13 July 2020	a. Progres NPL; b. Kinerja keuangan 10 Juli 2020; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 10 July 2020; and c. Directorate Presentation.	√	√	√	√	√	-
20 Juli 2020 20 July 2020	a. Progres NPL; b. Kinerja keuangan 17 Juli 2020; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 17 July 2020; and c. Directorate Presentation.	√	√	√	√	√	-
27 Juli 2020 27 July 2020	a. Progres NPL; b. Kinerja keuangan 24 Juli 2020; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 24 July 2020; and c. Directorate Presentation.	√	√	√	√	√	-
3 Agustus 2020 3 August 2020	a. Progres NPL; b. Kinerja keuangan 31 Juli 2020; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 31 July 2020; and c. Directorate Presentation.	√	√	√	√	√	-
10 Agustus 2020 10 August 2020	a. Progres NPL; b. Kinerja keuangan 7 Agustus 2020; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 7 August 2020; and c. Directorate Presentation.	√	√	√	√	√	-

Tanggal Date	Agenda	Peserta Rapat Meeting Participants					Alasan Tidak Hadir Reason for Absence
		Ahmad Fajar	Rusli	Lembing	Debora Wahjutirto Tanoyo	Tamunan	
18 Agustus 2020 18 August 2020	a. Progres NPL; b. Kinerja keuangan 13 Agustus 2020; dan c. Paparan Direktorat.  a. NPL progress; b. Financial performance of 13 August 2020; and c. Directorate Presentation.	√	√	√	√	√	-
24 Agustus 2020 24 August 2020	a. Progres NPL; b. Kinerja keuangan 19 Agustus 2020; dan c. Paparan Direktorat.  a. NPL progress; b. Financial performance of 19 August 2020; and c. Directorate Presentation.	√	√	√	√	√	-
31 Agustus 2020 31 August 2020	a. Progres NPL; b. Kinerja keuangan 28 Agustus 2020; dan c. Paparan Direktorat.  a. NPL progress; b. Financial performance of 28 August 2020; and c. Directorate Presentation.	√	√	√	√	√	-
7 September 2020	a. Progres NPL; b. Kinerja keuangan 4 September 2020; dan c. Paparan Direktorat.  a. NPL progress; b. Financial performance of 4 September 2020; and c. Directorate Presentation.	√	√	√	√	√	-
14 September 2020	a. Progres NPL; b. Kinerja keuangan 10 September 2020; dan c. Paparan Direktorat.  a. NPL progress; b. Financial performance of 10 September 2020; and c. Directorate Presentation.	√	√	√	√	√	-
21 September 2020	a. Progres NPL; b. Kinerja keuangan 18 September 2020; dan c. Paparan Direktorat.  a. NPL progress; b. Financial performance of 18 September 2020; and c. Directorate Presentation.	√	√	√	√	√	-
28 September 2020	a. Progres NPL; b. Kinerja keuangan 25 September 2020; dan c. Paparan Direktorat.  a. NPL progress; b. Financial performance of 25 September 2020; and c. Directorate Presentation.	√	√	√	√	√	-
5 Oktober 2020 5 October 2020	a. Progres NPL; b. Kinerja keuangan 30 September 2020; dan c. Paparan Direktorat.  a. NPL progress; b. Financial performance of 30 September 2020; and c. Directorate Presentation.	√	√	√	√	√	-
12 Oktober 2020 12 October 2020	a. Progres NPL; b. Kinerja keuangan 9 Oktober 2020; dan c. Paparan Direktorat.  a. NPL progress; b. Financial performance of 9 October 2020; and c. Directorate Presentation.	√	√	√	√	√	-

Tanggal Date	Agenda	Peserta Rapat Meeting Participants					Alasan Tidak Hadir Reason for Absence
		Ahmad Fajar	Rusli	Lembing	Debora Wahjutirto Tanoyo	Tamunan	
19 Oktober 2020 19 October 2020	a. Progres NPL; b. Kinerja keuangan 16 Oktober 2020; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 16 October 2020; and c. Directorate Presentation.	√	√	√	√	√	-
26 Oktober 2020 26 October 2020	a. Progres NPL; b. Kinerja keuangan 23 Oktober 2020; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 23 October 2020; and c. Directorate Presentation.	√	√	√	√	√	-
2 November 2020	a. Progres NPL; b. Kinerja keuangan 31 Oktober 2020; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 31 October 2020; and c. Directorate Presentation.	√	√	√	√	√	-
9 November 2020	a. Progres NPL; b. Kinerja keuangan 6 November 2020; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 6 November 2020; and c. Directorate Presentation.	√	√	√	√	√	-
16 November 2020	a. Progres NPL; b. Kinerja keuangan 13 November 2020; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 13 November 2020; and c. Directorate Presentation.	√	√	√	√	√	-
23 November 2020	a. Progres NPL; b. Kinerja keuangan 30 November 2020; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 30 November 2020; and c. Directorate Presentation.	√	√	√	√	√	-
30 November 2020	a. Progres NPL; b. Kinerja keuangan 27 November 2020; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 27 November 2020; and c. Directorate Presentation.	√	√	√	√	√	-
7 Desember 2020 7 December 2020	a. Progres NPL; b. Kinerja keuangan 4 Desember 2020; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 4 December 2020; and c. Directorate Presentation.	√	√	√	√	√	-
14 Desember 2020 14 December 2020	a. Progres NPL; b. Kinerja keuangan 11 Desember 2020; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 11 December 2020; and c. Directorate Presentation.	√	√	√	√	√	-

Tanggal Date	Agenda	Peserta Rapat Meeting Participants					Alasan Tidak Hadir Reason for Absence
		Ahmad Fajar	Rusli	Leming	Debora Wahjutirto Tanoyo	Tamunan	
21 Desember 2020 21 December 2020	a. Progres NPL; b. Kinerja keuangan 18 Desember 2020; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 18 December 2020; and c. Directorate Presentation.	√	√	√	√	√	-
28 Desember 2020 28 December 2020	a. Progres NPL; b. Kinerja keuangan 23 Desember 2020; dan c. Paparan Direktorat. a. NPL progress; b. Financial performance of 23 December 2020; and c. Directorate Presentation.	√	√	√	-	-	Cuti On Leave

### 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.

### Persetujuan dan Rekomendasi Direksi

Direksi dalam menjalankan tugas pengawasan telah memberikan persetujuan serta rekomendasi sebagai upaya perbaikan kinerja Bank. Selama tahun 2020, Dewan Komisaris telah mengeluarkan berbagai persetujuan maupun rekomendasi sebagai berikut.

### Board of Directors' Approval and Recommendation

In carrying out its supervisory duties, the Board of Directors has provided approval and recommendations as an effort to improve the Bank's performance. Throughout 2020, the Board of Commissioners issued various approvals and recommendations as follows.

No. Surat Letter No.	Tanggal Date	Keputusan Decisions
<b>Kajian Kebijakan dan Prosedur</b> Review of Policy and Procedure		
001/COMP-SOP/01/2020	29 Januari 2020 29 January 2020	SOP Tingkat Kesehatan Bank SOP for Bank Soundness Level
002/COMP-SOP/01/2020	29 Januari 2020 29 January 2020	SOP Penilaian Profil Risiko SOP for Risk Profile Assessment
001/COMP-SOP/02/2020	6 Februari 2020 6 February 2020	Kebijakan Penerapan Program APU dan PPT Policies on AML and CTF Implementing Programs
002/COMP-SOP/02/2020	7 Februari 2020 7 February 2020	Kebijakan dan Standar Operasional Prosedur Penerapan Strategi Anti Fraud Policy and Standard Operating Procedure for Anti-Fraud Strategy Implementation
003/COMP-SOP/02/2020	13 Februari 2020 13 February 2020	Standar Operasional Access Control and Security Standard Operating Procedure for Access Control and Security
004/COMP-SOP/02/2020	19 Februari 2020 19 February 2020	Standar Operasional Prosedur Perkreditan Consumer Banking Standard Operating Procedure for Consumer Banking Loan
005/COMP-SOP/02/2020	19 Februari 2020 19 February 2020	Standar Operasional Prosedur Perkreditan Segmentasi Kredit Standard Operating Procedure for Credit Segmentation
006/COMP-SOP/02/2020	19 Februari 2020 19 February 2020	Standar Operasional Prosedur Perkreditan Penanganan Kredit Bermasalah Standard Operating Procedure for Handling Non-Performing Loans

No. Surat Letter No.	Tanggal Date	Keputusan Decisions
007/COMP-SOP/02/2020	19 Februari 2020 19 February 2020	Standar Operasional Prosedur APU dan PPT Standard Operating Procedure for AML and CFT
008/COMP-SOP/02/2020	19 Februari 2020 19 February 2020	Kebijakan Penanganan <i>Power User</i> Aplikasi Matairsys Policy to Manage Power User of Matairsys Application
009/COMP-SOP/02/2020	19 Februari 2020 19 February 2020	Kebijakan Kode Etik Sebagai Perantara Pedagang Efek untuk Efek Bersifat Utang dan Sukuk (PPE BUS) Code of Conduct Policy as Broker-Dealer for Debt Securities and Sukuk (PPE BUS)
010/COMP-SOP/02/2020	19 Februari 2020 19 February 2020	Standar Operasional Prosedur Perantara Pedagang Efek untuk Efek Bersifat Utang dan Sukuk (PPE BUS) Standard Operating Procedure for Broker-Dealer for Debt Securities and Sukuk (PPE BUS)
011/COMP-SOP/02/2020	20 Februari 2020 20 February 2020	Kebijakan Perkreditan Credit Policy
012/COMP-SOP/02/2020	24 Februari 2020 24 February 2020	Standar Operasional Prosedur Penjualan Tanah dan/atau Bangunan Standard Operating Procedure for Sale of Land and/or Building
013/COMP-SOP/02/2020	26 Februari 2020 26 February 2020	Standar Operasional Prosedur Perkreditan <i>Corporate, Commercial, dan SME</i> Standard Operating Procedure for Corporate, Commercial, and SME Loan
014/COMP-SOP/02/2020	26 Februari 2020 26 February 2020	Standar Operasional Prosedur Perjanjian Kredit dan <i>Covenant</i> Standard Operating Procedure for Loan and Covenant Agreement
015/COMP-SOP/02/2020	26 Februari 2020 26 February 2020	Standar Operasional Prosedur Perkreditan <i>Multifinance</i> Standard Operating Procedure for Multifinance
016/COMP-SOP/02/2020	26 Februari 2020 26 February 2020	Standar Operasional Prosedur Perkreditan Bank Garansi Standard Operating Procedure for Bank Guarantee
001/COMP-SOP/03/2020	31 Maret 2020 31 March 2020	Standar Operasional Prosedur Aplikasi VISI Standard Operating Procedure for VISI Application
001/COMP-SOP/04/2020	3 April 2020	Kebijakan Penerapan Sertifikasi <i>Treasury</i> dan Kode Etik Pasar Policy to Implement Treasury Certification and Code of Conduct of Market
001/COMP-SOP/05/2020	11 Mei 2020 11 May 2020	SOP Penilaian Profil Risiko Terintegrasi SOP for Integrated Risk Profile Assessment
002/COMP-SOP/05/2020	14 Mei 2020 14 May 2020	Pengkinian Kebijakan Ekspor Impor Updates on Export Import Policy
001/COMP-SOP/06/2020	12 Juni 2020 12 June 2020	Standar Operasional Prosedur Surat Berharga (Syariah) Negara Ritel Standard Operating Procedure for Government Sharia Bonds
002/COMP-SOP/06/2020	30 Juni 2020 30 June 2020	Standar Operasional Prosedur <i>Settlement and Treasury Operation</i> Standard Operating Procedure for Settlement and Treasury Operation
001/COMP-SOP/08/2020	5 Agustus 2020 5 August 2020	Kebijakan Dan Standar Operasional Prosedur Penerapan Strategi <i>Anti Fraud</i> Policy and Standard Operating Procedure for Anti-Fraud Strategy Implementation
001/COMP-SOP/09/2020	8 September 2020	SOP <i>Internet Banking dan Mobile Banking</i> SOP for Internet Banking and Mobile Banking
002/COMP-SOP/09/2020	24 September 2020	SOPP Penanganan Kredit Bermasalah SOPP for Handling Non-Performing Loans
003/COMP-SOP/09/2020	30 September 2020	SOP Penilaian Profil Risiko SOP for Risk Profile Assessment
001/COMP-SOP/10/2020	1 Oktober 2020 1 October 2020	SOP <i>Internal Control</i> SOP for Internal Control
002/COMP-SOP/10/2020	14 Oktober 2020 14 October 2020	SOP Tingkat Kesehatan Bank SOP for Bank Soundness Level
003/COMP-SOP/10/2020	26 Oktober 2020 26 October 2020	Kebijakan Transaksi Afiliasi dan Transaksi Benturan Kepentingan Policy on Affiliated Transactions and Conflict of Interest Transactions
004/COMP-SOP/10/2020	26 Oktober 2020 26 October 2020	SOP Transaksi Afiliasi dan Transaksi Benturan Kepentingan SOP for Affiliated Transactions and Conflict of Interest Transactions
005/COMP-SOP/10/2020	26 Oktober 2020 26 October 2020	SOPP Penanganan Kredit Bermasalah SOPP for Handling Non-Performing Loans



No. Surat Letter No.	Tanggal Date	Keputusan Decisions
006/COMP-SOP/10/2020	26 Oktober 2020 26 October 2020	SOP Penjualan Tanah dan Bangunan SOP for Sale of Land and Building
001/COMP-SOP/11/2020	4 November 2020	SOP Penjualan Kendaraan dan/atau Peralatan Kantor SOP for Sale of Vehicle and/or Office Equipment
002/COMP-SOP/11/2020	19 November 2020	SOP Penggunaan Aplikasi Dukcapil dan Mesin Pembaca ( <i>Card Reader</i> ) KTP-Elektronik SOP for Using Dukcapil Application and Card Reader for electronic-ID
003/COMP-SOP/11/2020	19 November 2020	SOP Properti Terbengkalai SOP for Abandoned Property
004/COMP-SOP/11/2020	23 November 2020	Kebijakan Pengamanan <i>Logic</i> ( <i>Logical Security</i> ) Policy on Logical Security
005/COMP-SOP/11/2020	23 November 2020	Kebijakan <i>Security Awareness</i> Security Awareness Policy
006/COMP-SOP/11/2020	23 November 2020	Kebijakan Pengamanan Jaringan Komunikasi Teknotogi Sistem Informasi Policy on Network Security of Information System Technology Communication
007/COMP-SOP/11/2020	23 November 2020	Kebijakan <i>Hardening Server</i> Policy on Hardening Server
008/COMP-SOP/11/2020	24 November 2020	Kebijakan <i>Escrow Source Code</i> Policy on Escrow Source Code
009/COMP-SOP/11/2020	27 November 2020	Kebijakan TabunganKu Policy on TabunganKu
010/COMP-SOP/11/2020	27 November 2020	SOP TabunganKu SOP for TabunganKu
011/COMP-SOP/11/2020	30 November 2020	SOP Tabungan Victoria V-Plan SOP for Victoria V-Plan Savings
001/COMP-SOP/12/2020	11 Desember 2020 11 December 2020	Kebijakan Keuangan Berkelanjutan Policy on Sustainable Finance
002/COMP-SOP/12/2020	17 Desember 2020 17 December 2020	SOP Operasional <i>Data Center</i> SOP for Data Center Operations
003/COMP-SOP/12/2020	23 Desember 2020 23 December 2020	Kebijakan Perkreditan Credit Policy
004/COMP-SOP/12/2020	23 Desember 2020 23 December 2020	SOPP <i>Multifinance</i> SOPP for Multifinance
005/COMP-SOP/12/2020	23 Desember 2020 23 December 2020	SOPP <i>Consumer Banking</i> SOPP for Consumer Banking
006/COMP-SOP/12/2020	23 Desember 2020 23 December 2020	SOPP <i>Corporate, Comercial &amp; SME</i> SOPP for Corporate, Commercial & SME
007/COMP-SOP/12/2020	23 Desember 2020 23 December 2020	Kebijakan <i>International Banking</i> Policy on International Banking
008/COMP-SOP/12/2020	23 Desember 2020 23 December 2020	SOP <i>International Banking</i> SOP for International Banking
009/COMP-SOP/12/2020	23 Desember 2020 23 December 2020	SOPP Bank Garansi SOP for Bank Guarantee
010/COMP-SOP/12/2020	23 Desember 2020 23 December 2020	SOPP <i>Trade Finance &amp; Service</i> SOPP for Trade Finance & Service
011/COMP-SOP/12/2020	23 Desember 2020 23 December 2020	Kebijakan Penggunaan Perantara ( <i>Broker</i> ) Transaksi <i>Treasury</i> Policy on the Use of Broker for Treasury Transactions
<b>Kajian Produk</b> Product Review		
001/COMP-BBN/01/2020	30 Januari 2020 30 January 2020	Kajian PPE EBUS Review of PPE BUS
001/COMP-PD/04/2020	30 April 2020	Kajian Kerja sama Pemasaran Reksadana antara PT BVIC dengan PT TRAM Review of Cooperation for Mutual Funds Marketing between PT BVIC and PT TRAM

No. Surat Letter No.	Tanggal Date	Keputusan Decisions
002/COMP-PD/04/2020	30 April 2020	Kajian Kerja sama Pemasaran <i>Bancassurance</i> VIP <i>Cancer Protection</i> antara PT BVIC dengan PT Chubb Review of Cooperation for Bancassurance Marketing between PT BVIC and PT Chubb
001/COMP-PD/07/2020	13 Juli 2020 13 July 2020	Kajian Kerja sama <i>Bancassurance</i> Produk VIP <i>INVESTA LINK ASSURANCE</i> antara PT Bank Victoria International Tbk dengan PT Victoria ALife Indonesia Review of Bancassurance Cooperation for VIP <i>INVESTA LINK AS-SURANCE</i> Products between PT Bank Victoria International Tbk and PT Victoria ALife Indonesia
001/COMP-PD/BP/10/2020	23 Oktober 2020 23 October 2020	Kajian Rencana PT Bank Victoria International Tbk menjadi Bank Kustodian Review of PT Bank Victoria International Tbk's Plan to be a Custodian Bank
001/COMP-CRR/DNLC/11/2020	16 November 20	Kajian Rencana Aktivitas Baru Diskonto Non-LC Review of the Plan for New Activities of Non-LC Discount

## Sertifikasi Manajemen Risiko Direksi

Pada periode 2020, Direksi yang telah lulus sertifikasi manajemen risiko sebagai berikut.

## Risk Management Certification of Board of Directors

During 2020 period, the Board of Directors that 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	12 Januari 2021 12 January 2021	26 April 2023	
Rusli	Wakil Direktur Utama Deputy President Director	5	12 Januari 2021 12 January 2021	3 Mei 2023 3 May 2023	
Lembing	Direktur Director	5	15 September 2020	2 Juni 2022 2 June 2022	Lembaga Sertifikasi Profesi Perbankan
Debora Wahjutirto Tanoyo	Direktur Director	5	15 September 2020	26 Mei 2022 26 May 2022	Banking Profession Certification Institution
Tamunan	Direktur Kepatuhan dan Manajemen Risiko Director of Compliance and Risk Management	5	2 Juli 2019 2 July 2019	5 September 2021	

## 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 penilaian sendiri dan oleh Dewan Komisaris.

## Board of 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.

### Prosedur dan Kriteria Penilaian Kinerja Direksi

#### 1. Penilaian Sendiri Direksi

Pelaksanaan penilaian sendiri Direksi berdasarkan Peraturan Otoritas Jasa Keuangan tentang Penerapan Tata Kelola bagi Bank Umum. Berdasarkan peraturan tersebut, Bank wajib melaksanakan penilaian sendiri implementasi GCG dengan salah satu faktor penilaian adalah pelaksanaan tugas dan

### Procedure and Criteria of Board of Directors' Performance Assessment

#### 1. Board of 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

tanggung jawab Direksi. Faktor penilaian terkait Direksi tersebut mencakup 16 indikator *governance structure*, 14 indikator *governance process*, dan 10 (sepuluh) 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 penilaian sendiri terkait Direksi dikoordinir oleh Divisi *Compliance, AML/Integrated & System Procedure* dan dilaporkan kepada Dewan Komisaris dan Direksi.

## 2. Penilaian Kinerja Direksi oleh Dewan Komisaris

Prosedur penilaian kinerja Direksi oleh Dewan Komisaris meliputi:

- a. Direksi menyusun KPI yang memuat rencana kerja, sasaran atau target yang akan dicapai dalam 1 (satu) tahun maupun triwulan;
- b. Penilaian kinerja Direksi dilaksanakan oleh Dewan Komisaris, namun Direktur Utama dapat menilai Direksi lainnya;
- c. 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
- d. Hasil evaluasi KPI Direksi oleh Dewan Komisaris menjadi media penilaian pertanggungjawaban Direksi di RUPS.

Adapun kriteria yang digunakan dalam penilaian kinerja tersebut meliputi:

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

Penilaian kinerja tersebut diukur berdasarkan nilai, yaitu:

- a. Nilai 4 (empat) = kinerja luar biasa;
- b. Nilai 3 (tiga) = kinerja baik;
- c. Nilai 2 (dua) = kinerja cukup; dan
- d. Nilai 1 (satu) = kinerja kurang.

## Hasil Penilaian Kinerja Direksi

### 1. Penilaian Sendiri Direksi

Berdasarkan hasil penilaian sendiri terkait pelaksanaan tugas dan tanggung jawab pada tahun 2020, Direksi memperoleh nilai komposit "2 (dua)" dengan kategori "Baik".

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 (ten) 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, AML/Integrated & System Procedure Division and reported to the Board of Commissioners and Board of Directors.

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

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

- a. The Board of Directors prepares KPI that includes work plan, objectives, or goals to be achieved within 1 (one) year and quarterly;
- b. The Board of Directors' performance assessment is conducted by the Board of Commissioners, but the President Director can assess other Directors;
- c. 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
- d. The evaluation result of Board 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:

- a. The implementation of leadership, team work, and good communication and competences;
- b. The implementation of Good Corporate Governance in every business activity of the Bank;
- c. The achievement of the Bank's Business Plans; and
- d. 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.

The performance assessment is measured based on the following scores:

- a. Value 4 (four) = excellent performance;
- b. Value 3 (three) = good performance;
- c. Value 2 (two) = adequate performance; and
- d. Value 1 (one) = poor performance.

## Board of Directors Performance Assessment Result

### 1. Board of Directors' Self Assessment

Based on the self assessment results related to the implementation of duties and responsibilities in 2020, the Board of Directors scored a composite score of "2 (two)" with the category of "Good".

## 2. Penilaian Kinerja Direksi oleh Dewan Komisaris

Berdasarkan hasil penilaian kinerja Direksi oleh Dewan Komisaris pada tahun 2020, 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.

Hasil penilaian kinerja tahun 2020 menunjukkan bahwa Direksi telah menjalankan tugas dan tanggung jawabnya dengan baik sesuai dengan prosedur dan kriteria penilaian. Hasil penilaian kinerja tersebut dijadikan dasar dalam pemberian remunerasi jangka pendek maupun jangka panjang.

## 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 2020 sebagai berikut.

## 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 2020, 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.

The 2020 performance assessment results show that the Board of Directors has carried out its duties and responsibilities properly in accordance with the assessment procedures and criteria. The performance assessment results are used as the basis for providing short-term and long-term remuneration.

## Performance Assessment of Committees Supporting the Board of 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' Decision. Such performance assessment is carried out by the Board of Directors.

### Procedure and Criteria of Performance Assessment of Committees Supporting the Board of Directors

In general, the criteria of the performance assessment of Committees Supporting the Board of 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. Monitoring 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 2020 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	<ul style="list-style-type: none"> <li>a. Kehadiran dalam rapat Komite;</li> <li>b. Penguasaan materi yang akan dibahas;</li> <li>c. Kesiapan menyediakan waktu dan upaya dalam memenuhi tugas dan tanggung jawab sebagai anggota Komite;</li> <li>d. Kesiapan berpartisipasi dalam kegiatan di luar kantor, seperti kunjungan ke unit bisnis;</li> <li>e. Kualitas dan saran yang diberikan dalam rapat-rapat;</li> </ul>	<p>Pada tahun 2020, 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 2020, 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	<ul style="list-style-type: none"> <li>f. Terlaksananya pemantauan dan evaluasi, baik secara berkala maupun tahunan, atas hal-hal yang menjadi bidang tugas dan tanggung jawab masing-masing Komite;</li> <li>g. Pemantauan dan koreksi penyimpangan; dan</li> <li>h. Terlaksananya pemantauan dan evaluasi terhadap divisi/unit yang terkait dengan bidang tugas dan tanggung jawab masing-masing Komite.</li> </ul>	<p>Direksi Entitas Utama memandang bahwa kinerja Komite Manajemen Risiko Terintegrasi selama tahun 2020 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 2020 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	<ul style="list-style-type: none"> <li>a. Attendance in Committee's meetings;</li> <li>b. Mastering materials to be discussed;</li> <li>c. Willingness to allocate time and efforts in fulfilling duties and responsibilities as member of the Committees;</li> <li>d. Willingness to participate in out of office activities, such as visit to business unit;</li> <li>e. Quality advice given in the meetings;</li> <li>f. Implementation of monitoring and evaluation, whether periodically or annually, of matters that become the duties and responsibilities of each Committee;</li> <li>g. Monitoring and correction of deviations; and</li> <li>h. 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.</li> </ul>	<p>Direksi memandang kinerja Assets and Liabilities Committee selama tahun 2020 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 2020 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>
Komite Kredit Credit Committee		<p>Sepanjang tahun 2020, 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>(SME), klien konsumen, klien <i>Financial Institution</i>, klien perusahaan pembiayaan, dan klien <i>special asset management</i>.</p> <p>Throughout 2020, 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 (SME) clients, consumer clients, Financial Institution clients, financing company clients, and Special Asset Management clients.</p>
Komite Kebijakan Perkreditan Credit Policy Committee		<p>Sepanjang tahun 2020, 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 2020, 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 2020. 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 2020. This was demonstrated by preparing an information technology strategic plan in line with the strategic plan of the Bank's business activities.</p>

Komite Pendukung Direksi Board of Directors' Supporting Committees	Dasar Penilaian Basis of Assessment	Hasil Penilaian Assessment Results
Komite Pemantau dan Pelaksanaan GCG GCG Monitoring and Implementation Committee		Direksi memandang bahwa Komite Pemantau dan Pelaksanaan GCG selama tahun 2020 telah efektif dalam membantu Direksi melakukan pengawasan terhadap pelaksanaan GCG di Bank.  The Board of Directors considers that the GCG Monitoring and Implementation Committee throughout 2020 had effectively assisted the Board of Directors in monitoring the GCG implementation in the Bank.
Komite Personalia HR Committee		Direksi memandang bahwa Komite Personalia selama tahun 2020 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.  The Board of Directors views that the Personnel Committee throughout 2020 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.
Komite Pengadaan Procurement Committee		Sepanjang tahun 2020, 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.  Throughout 2020, 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.
Komite Produk Product Committee		Kinerja Komite Produk selama tahun 2020 dipandang Direksi baik, hal tersebut dibuktikan dengan Komite Produk 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.  The Product Committee's performance throughout 2020 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.
Komite Investasi Investment Committee		Kinerja Investasi selama tahun 2020 dipandang Direksi baik, hal tersebut dibuktikan dengan Komite Investasi telah membantu Direksi dalam memberikan arahan kebijakan yang berkaitan dengan investasi.  The Investment Committee's performance throughout 2020 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.

## 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

## Resignation and Dismissal of Board of Directors

The regulation on the resignation and dismissal of the Board of Directors of Bank Victoria has been set forth in the BOD Charter. Based on the BOD Charter, a member of Board 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



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 date. The resigning member of Board of Directors can still be held accountable since the said member's 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 said member:

1. Passes away;
2. Is declared bankrupt or put under guardianship based on a court order;
3. No longer meets the requirements based on the applicable laws and regulations, by considering regulations in capital market sector; and
4. Dismisses based on the 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

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 policy 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 is also prepared under several considerations which include long-term and short-term liquidity requirements, capital adequacy 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

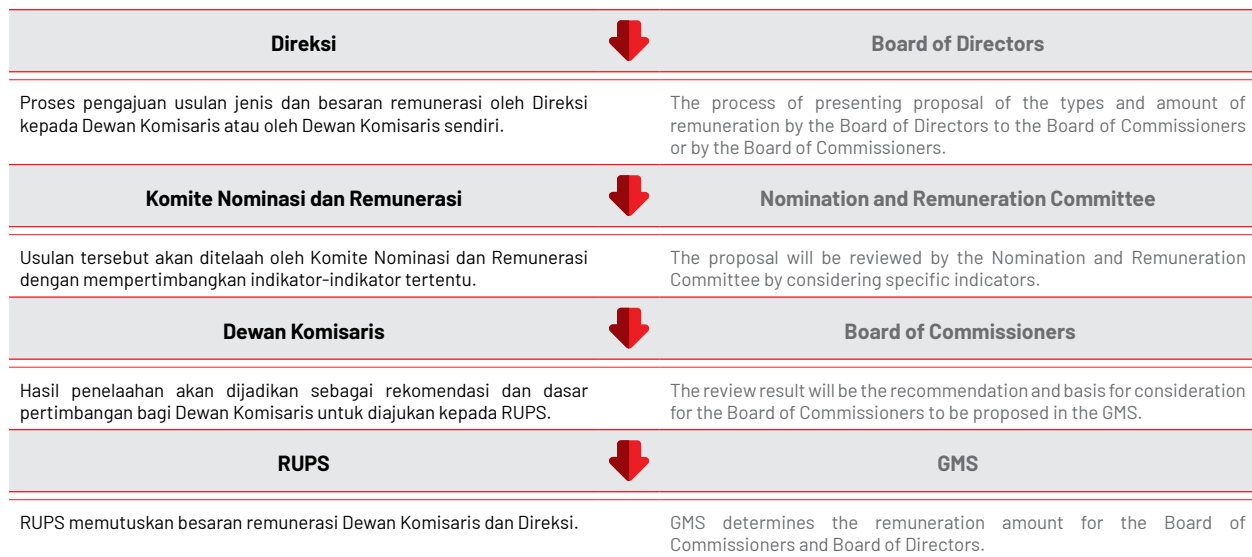
Bank Victoria applies remuneration policy in-line with the Financial Services Authority Regulation No. 45/POJK.03/2015 and Financial Services Authority Circular No. 40/SEOJK.03/2016 on Implementation

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.

of Governance in Providing Remuneration for Commercial Bank, and the 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.

## Prosedur Penetapan Remunerasi Dewan Komisaris dan Direksi

Prosedur penetapan remunerasi Dewan Komisaris Bank sebagai berikut.



## 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

## 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

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; dan
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

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 by 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; and
2. MRT category can also be determined quantitatively through comparison of variable remuneration provision between MRT and non MRT employees, by considering their performance and positional risk. Therefore, the Board of Commissioners, Board of Directors, and/or employees 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 of 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.

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.

## Pemberian Kompensasi

Sampai tahun 2020, Bank belum memiliki kebijakan pemberian kompensasi jangka panjang kepada manajemen dan/atau karyawan, seperti program kepemilikan saham oleh karyawan dan/atau manajemen. Hal tersebut sejalan dengan kebijakan internal Bank guna mencegah perdagangan orang dalam.

## 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.

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.

## Provision of Compensation

Until 2020, the Bank did not have a policy for providing long-term compensation to management and/or employees, such as employee and/or management stock ownership programs. This is in line with the Bank's internal policies to prevent insider trading.

## 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 or may not be owned) 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.

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.

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.

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

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 People	Jumlah Amount (Rp)	Orang People	Jumlah Amount (Rp)
Remunerasi Bersifat Tetap (Gaji dan THR) Fixed Remuneration (Salary and THR)	3	2,471,106,400	5	12,493,304,700
Remunerasi Bersifat Variabel (Bonus) Variable Remuneration (Bonus)	3	125,714,500	5	478,571,600
<b>Total</b>		<b>2,596,820,900</b>		<b>12,971,876,300</b>

#### Remunerasi Dewan Komisaris dan Direksi Berdasarkan Bentuk

##### Remuneration of Board of Commissioners and Board of Directors Based on Form

Bentuk Remunerasi	Dewan Komisaris Board of Commissioners		Direksi Board of Director		Form of Remuneration
	Orang People	Jumlah Amount (Rp)	Orang People	Jumlah Amount (Rp)	
Remunerasi Dalam Bentuk Tunai	3	2,596,820,900	5	12,971,876,300	Remuneration in Cash
Remunerasi Dalam Bentuk Natura	2	1,173,900,000	5	3,084,850,000	Remuneration in Nature
Remunerasi Dalam Bentuk Saham	-	-	-	-	Remuneration in Shares
<b>Total</b>		<b>3,770,720,900</b>		<b>16,056,726,300</b>	<b>Total</b>

#### 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 Rp2 miliar	-	3	Above Rp2 billion
Di atas Rp1 miliar - Rp2 miliar	1	2	Above Rp1 billion - Rp2 billion
Di atas Rp500 juta - Rp1 miliar	2	-	Above Rp500 million - Rp1 billion
Di bawah Rp500 juta	-	-	Below Rp500 million

## Remunerasi yang Ditangguhkan atau Ditarik Kembali

Selama tahun 2020, tidak terdapat remunerasi Dewan Komisaris dan Direksi yang ditangguhkan atau ditarik kembali.

## Suspended or Withdrawn Remuneration

Throughout 2020, 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.

## 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.

Jabatan Position	Jumlah (Orang) Total (Person)	Bonus Kinerja Performance Bonus (Rp)	Bonus Non-kinerja Non-Performance Bonus (Rp)	Opsi Saham (Lembar Saham) Stock Option (Shares)
Dewan Komisaris Board of Commissioners	3	125,714,500	-	-
Direksi Board of Directors	5	478,571,600	-	-

## 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	Rasio Ratio	Description
Gaji Tertinggi dan Terendah Dewan Komisaris	1.5 : 1	Highest and Lowest Salary of Board of Commissioners
Gaji Tertinggi dan Terendah Direksi	2 : 1	Highest and Lowest Salary of Board of Directors
Gaji Tertinggi dan Terendah Karyawan	20 : 1	Highest and Lowest Salary of Employees

## Informasi Lain terkait Tata Kelola Remunerasi

Selama tahun 2020, 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 2020, 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

Dalam memenuhi pelaksanaan tugas dan tanggung jawabnya, Dewan Komisaris membentuk organ pendukung yang disesuaikan dengan tingkat kebutuhan Dewan Komisaris dan kompleksitas usaha Bank. Organ pendukung Dewan Komisaris tersebut terdiri dari 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.

### Sekretaris Dewan Komisaris

Sebagai salah satu organ pendukung, Sekretaris Dewan Komisaris memiliki peranan penting dalam membantu pelaksanaan tugas Dewan Komisaris. Sekretaris Dewan Komisaris berperan dalam menjalin komunikasi internal dan eksternal serta koordinasi dengan Sekretaris Perusahaan terkait kesekretariatan antara Dewan Komisaris dengan manajemen Bank Victoria. Pelaksanaan peran Sekretaris Dewan Komisaris tersebut dipertanggungjawabkan langsung kepada Dewan Komisaris.

### Tugas dan Tanggung Jawab Sekretaris Dewan Komisaris

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

In meeting the implementation of its duties and responsibilities, the Board of Commissioners established supporting organs that are adjusted to the level of need of the Board of Commissioners and the Bank's business complexity. The supporting organs of the Board of Commissioners consist of Secretary of the Board of Commissioners and Supporting Committees, i.e. 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.

### Secretary of Board of Commissioners

As one of the supporting organs, the Secretary of the Board of Commissioners has an important role in giving assistance for the duty implementation of the Board of Commissioners. The Secretary of the Board of Commissioners plays a role in establishing internal and external communication and coordination with the Corporate Secretary related to the secretariat between the Board of Commissioners and the management of Bank Victoria. The implementation of the role of the Board of Commissioners' Secretary is directly accountable to the Board of Commissioners.

### 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 described below.

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2020 2020 Realization
Membantu Dewan Komisaris dalam menjaga agar pelaksanaan BOC Charter, secara teknis, dapat dilakukan dengan tertib. To help the Board of Commissioners in maintaining the implementation of BOC Charter technically, so that it can be conducted in an orderly manner.	Sekretaris Dewan Komisaris telah menjaga pelaksanaan BoD Charter berjalan dengan tertib. Secretary of the Board of Commissioners has sustained an orderly implementation of BoD Charter.
Mengatur terselenggaranya rapat Dewan Komisaris. To manage the implementation of Board of Commissioners' meetings.	Mengomunikasikan pelaksanaan rapat internal Dewan Komisaris, rapat Dewan Komisaris dengan Direksi, serta rapat Komite-Komite Dewan Komisaris. To communicate the implementation of Board of Commissioners' internal meetings, joint meetings with the Board of Directors, and meetings of Committees of the Board of Commissioners.
Menyiapkan risalah rapat untuk disahkan dalam rapat berikutnya. To prepare minutes of meeting to be validated in the next meeting.	Selama penyelenggaraan rapat Dewan Komisaris pada tahun 2020, Sekretaris Dewan Komisaris selalu menyiapkan risalah rapat. During meetings of Board of Commissioners in 2020, Secretary of Board of Commissioners had constantly prepared minutes of meeting.
Menyiapkan laporan tentang pelaksanaan keputusan rapat guna dikaji dalam rapat berikutnya. To prepare report on the implementation of meeting decisions in order to be reviewed in the next meeting.	Selama tahun 2020, Sekretaris Dewan Komisaris selalu menyiapkan laporan pelaksanaan putusan rapat. Throughout 2020, Secretary of Board of Commissioners had constantly prepared report on implementation of meeting decisions.
Menjaga kerahasiaan seluruh dokumen yang menurut sifatnya harus dirahasiakan. To maintain the confidentiality of all confidential documents.	Sekretaris Dewan Komisaris selalu memastikan terjaganya kerahasiaan seluruh dokumen yang menurut sifatnya harus dirahasiakan. Secretary of the Board of Commissioners always ensures the confidentiality of all documents which by their nature must be kept confidential.



## 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.

### Dasar Pembentukan Komite Pemantau Risiko

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. Peraturan Otoritas Jasa Keuangan No. 8/POJK.04/2015 tanggal 25 Juni 2015 tentang Situs Web Emiten atau Perusahaan Publik;
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/09/20 tanggal 9 September 2020 tentang Piagam dan Pedoman Kerja Komite Pemantau Risiko PT Bank Victoria International Tbk.

### Tugas dan Tanggung Jawab Komite Pemantau Risiko

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

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2020 2020 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>

## 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.

### Basis of Establishment of Risk Monitoring Committee

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. Financial Services Authority Regulation No. 8/POJK.04/2015 dated 25 June 2015 on Website of Issuers or Public Companies;
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/09/20 dated 9 September 2020 on the Charter and Work Guidelines of Risk Monitoring Committee of PT Bank Victoria International Tbk.

### 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 2020 2020 Realization
<p>Melakukan pengkajian ulang atas penilaian risiko oleh Satuan Kerja Manajemen Risiko. Review the risk assessment performed by the Risk Management Work Unit.</p>	<p>Komite Pemantau Risiko telah melakukan 2 (dua) kali rapat bersama Komite Tata Kelola Terintegrasi. Rapat ini membahas tentang:</p> <p>a. 12 Februari 2020, perihal: Rapat Komite Tata Kelola Terintegrasi dalam rangka membahas kondisi terkini konglomerasi keuangan Grup Victoria dan mendengarkan penjelasan Satuan Kerja Manajemen Risiko Terintegrasi, Satuan Kerja Kepatuhan Terintegrasi, dan Satuan Kerja Audit Internal Terintegrasi periode semester II 2019, dengan agenda:</p> <ol style="list-style-type: none"> <li>1) Gap pemenuhan tata kelola oleh lembaga jasa keuangan; dan</li> <li>2) Kerangka tata kelola terintegrasi.</li> </ol> <p>b. 7 Agustus 2020, perihal: Rapat Komite Tata Kelola Terintegrasi dalam rangka membahas kondisi terkini konglomerasi keuangan Grup Victoria dan mendengarkan penjelasan Satuan Kerja Manajemen Risiko Terintegrasi, Satuan Kerja Kepatuhan Terintegrasi, dan Satuan Kerja Audit Internal Terintegrasi periode semester I 2020, dengan agenda:</p> <ol style="list-style-type: none"> <li>1) Dasar peraturan;</li> <li>2) Gap pemenuhan tata kelola oleh lembaga jasa keuangan;</li> <li>3) Kerangka tata kelola terintegrasi;</li> <li>4) Struktur manajemen;</li> <li>5) Kinerja keuangan;</li> <li>6) Keuangan berkelanjutan;</li> <li>7) Konsolidasi bank umum; dan</li> <li>8) Rancangan Peraturan Otoritas Jasa Keuangan redefinisi konglomerasi keuangan.</li> </ol> <p>The Risk Monitoring Committee held 2 (two) meetings with the Integrated Governance Committee. These meetings discussed about:</p> <p>a. 12 February 2020, regarding: The Integrated Governance Committee meeting in the context of discussing the current condition of Victoria Group's Financial Conglomeration and listening to the explanation of the Integrated Risk Management Work Unit, Integrated Compliance Work Unit, and Integrated Internal Audit Work Unit for semester II 2019, with the agenda:</p> <ol style="list-style-type: none"> <li>1) Fulfillment of governance gap by financial services institution; and</li> <li>2) Integrated governance framework.</li> </ol> <p>b. 7 August 2020, regarding: The Integrated Governance Committee meeting in the context of discussing the current condition of Victoria Group's Financial Conglomeration and listening to the explanation of the Integrated Risk Management Work Unit, Integrated Compliance Work Unit, and Integrated Internal Audit Work Unit for semester I 2019, with the agenda:</p> <ol style="list-style-type: none"> <li>1) Basis of regulations;</li> <li>2) Fulfillment of governance gap by financial services institution;</li> <li>3) Integrated governance framework;</li> <li>4) Management structure;</li> <li>5) Financial performance;</li> <li>6) Sustainable finance;</li> <li>7) Consolidation of commercial banks; and</li> <li>8) Draft of Financial Services Authority Regulations on redefinition of financial conglomeration.</li> </ol>
<p>Melakukan pengawasan atas kegiatan Satuan Kerja Manajemen Risiko dalam memantau pelaksanaan mitigasi risiko oleh unit-unit kerja terkait. 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 Risiko/Integrated</i>, antara lain:</p> <ol style="list-style-type: none"> <li>a. Pelaporan Profil Risiko secara Individu; dan</li> <li>b. <i>Risk based bank rating (RBBR)</i>.</li> </ol> <p>The Risk Monitoring Committee has overseen the activities of the Risk Management/Integrated Division, among others:</p> <ol style="list-style-type: none"> <li>a. Individual Risk Profile Reporting; and</li> <li>b. Risk based bank rating (RBBR).</li> </ol>
<p>Melakukan pengawasan atas pelaksanaan rekomendasi Komite oleh Satuan Kerja Manajemen Risiko. 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"> <li>a. Penjelasan pada <i>inherent</i> maupun KPMR agar sejalan dengan fluktuasi yang terjadi pada nilai profil risiko masing-masing;</li> <li>b. Perubahan <i>risk appetite</i> agar dipastikan dan dianalisa bahwa perubahan tersebut tidak membawa dampak risiko bagi Bank; dan</li> <li>c. Permasalahan ketergantungan terhadap satu <i>programmer information teknologi (key man exposure)</i> harus ada tindak lanjut solusinya oleh manajemen.</li> </ol> <p>The Risk Monitoring Committee has implemented the recommended monitoring, such as:</p> <ol style="list-style-type: none"> <li>a. Explanation on inherent and Risk Management Monitoring Committee should be in line with the fluctuations occurring in each risk profile value;</li> <li>b. Ensuring and analyzing that changes in risk appetite do not have a risk impact for the Bank; and</li> <li>c. Dependency problem on one information technology programmer (key man exposure) which must be followed-up for solution by the management.</li> </ol>

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2020 2020 Realization
<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 2020, 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 2020, 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>
<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"> <li>Diskusi bersama dengan Manajemen;</li> <li>Pengkajian ulang atas <i>draft</i> dari laporan yang akan dipublikasikan;</li> <li>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</li> <li>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>).</li> </ol> <p>Review risk information and Bank risk management in reports to be published, through:</p> <ol style="list-style-type: none"> <li>Discussions with Management;</li> <li>Review draft of report to be published;</li> <li>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</li> <li>Perform self evaluation and self improvement on the effectiveness of its duties, and periodically update the Risk Monitoring Committee's Charter.</li> </ol>	<p>Komite Pemantau Risiko telah melakukan penelaahan dan memberikan rekomendasi atas profil risiko posisi Desember 2020, <i>strategi action plan</i> dan <i>target date</i> rencana kerja 2020, <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 2020 position, strategic action plans and target date of 2020 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:

- Menguji kesesuaian antara Kebijakan manajemen risiko dengan pelaksanaan kebijakan tersebut;
- Memantau dan menganalisis pelaksanaan tugas Satuan Kerja Manajemen Risiko;
- Menyelidiki setiap kegiatan atau fungsi dan aktivitas Bank, sepanjang dalam lingkup bidang manajemen risiko sesuai dengan piagam;
- Membuat rekomendasi kepada Dewan Komisaris mengenai tindakan yang tepat yang dihasilkan dari kajian dan penyelidikan tersebut; dan
- 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:

- Seorang Komisaris Independen yang menjabat sebagai Ketua Komite;
- 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.

### 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:

- Assay the compatibility between Risk Management Policy and implementation of the policy;
- Monitor and analyze tasks implementation of the Risk Management Work Unit;
- 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;
- Provide recommendations to the Board of Commissioners regarding appropriate actions resulting from the aforementioned review and investigation; and
- 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:

- An Independent Commissioner serving as Chairman of the 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.

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

### 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 kinerjanya. 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.

### 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.

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 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 13 September 2019 - Present

Structure and composition of the Risk Monitoring Committee for the period of 13 September 2019 - present, which was appointed based on Board of Directors' Decision No. 005/SK-DIR/09/19 dated 13 September 2019 is 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.

### 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	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, Directors, and Main and Controlling Share.
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, 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.

### 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 2020, Komite Pemantau Risiko telah melakukan rapat sebanyak 4 (empat) kali dengan tingkat kehadiran rata-rata rapat sebesar 100,00%. Informasi terkait frekuensi dan kehadiran disajikan berikut ini.

Nama Name	Jabatan Position	Total Rapat Number of Meetings	Total Kehadiran Number of Attendance	%
Zaenal Abidin, PhD	Ketua Chairman	4	4	100.00
Oliver Simorangkir	Anggota Member	4	4	100.00
Retno Dwijanti Widaningsih	Anggota Member	4	4	100.00
Yozef Abdulrachman	Anggota Member	4	4	100.00
<b>Rata-Rata Kehadiran Average Attendance</b>				<b>100.00</b>

### Meeting of Risk Monitoring Committee Meeting Policy of Risk Monitoring Committee

The Meetings of the Risk Monitoring Committees as regulated in the Risk Monitoring Committee Charter are held based on the needs and directly chaired by the Chairman of Risk Monitoring Committee. In making decision at 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 2020, the Risk Monitoring Committee held 4 (four) meetings with the meeting's average attendance level of 100.00%. Information in relation to the frequency and attendance is presented below.

## Agenda Rapat Komite Pemantau Risiko

Agenda rapat yang dilaksanakan Komite Pemantau Risiko selama tahun 2020, yaitu:

Tanggal Date	Agenda	Peserta Rapat Meeting Participants				Alasan Tidak Hadir Reason for Absence
		Zaenal Abidin, PhD	Oliver Simorangkir	Retno Dwijanti Widaningsih	Yozef Abdulrachman	
10 Januari 2020 10 January 2020	Evaluasi kinerja tahun 2020 dan Rencana Kerja tahun 2020 Komite Pemantau Risiko 2020 Performance Evaluation and 2020 Work Plan of Risk Monitoring Committee	√	√	√	√	-
8 Mei 2020 8 May 2020	a. Laporan Profil Risiko triwulan I 2020; dan b. Laporan Kepatuhan triwulan I 2020. a. Risk Profile Report quarter I 2020; and b. Compliance Report quarter I 2020.	√	√	√	√	-
9 September 2020	a. Laporan Profil Risiko triwulan II 2020; dan b. Laporan Kepatuhan triwulan II 2020. a. Risk Profile Report quarter II 2020; and b. Compliance Report quarter II 2020.	√	√	√	√	-
18 November 2020	a. Laporan Profil Risiko triwulan III 2020; dan b. Laporan Kepatuhan triwulan III 2020. a. Risk Profile Report quarter III 2020; and b. Compliance Report quarter III 2020.	√	√	√	√	-

## Risk Monitoring Committee Meetings Agenda

Throughout 2020, the dates, agenda and participants of the Risk Monitoring Committee meetings, are as follows:

## Laporan Singkat Pelaksanaan Kegiatan Komite Pemantau Risiko Tahun 2020

Sepanjang tahun 2020, Komite Pemantau Risiko telah melakukan aktivitas peninjauan dan penelaahan profil risiko melalui diskusi dan rapat bersama unit kerja yang terkait sebagai berikut.

1. Penelaahan Laporan Profil Risiko secara Individual dan Konsolidasi serta Laporan Tingkat Kesehatan Bank Semester II 2019;
2. Evaluasi kinerja tahun 2019 dan rencana kerja tahun 2020 Komite Pemantau Risiko;
3. Penelaahan Laporan Profil Risiko dan Laporan Kepatuhan Triwulan I 2020;
4. Penelaahan Laporan Profil Risiko dan Laporan Kepatuhan Triwulan II 2020; dan
5. Penelaahan Laporan Profil Risiko secara Individual dan Konsolidasi, Laporan Tingkat Kesehatan Bank Semester I 2020.

## Report on 2020 Risk Monitoring Committee Activities

Throughout 2020, the Risk Monitoring Committee performed activities review and risk profile assessment by means of discussions and meetings with relevant work units, as follows.

1. Review of Risk Profile Report, Individually and Consolidated., and Report of Bank Soundness Level Semester II 2019;
2. Evaluation of 2019 performance and 2020 work plan of Risk Monitoring Committee;
3. Review of Risk Profile Report and Compliance Report Quarter I 2020;
4. Review of Risk Profile Report and Compliance Report Quarter II 2020;
5. Review of Risk Profile Report, Individually and Consolidated, and Report of Bank Soundness Level Semester I 2020.

## Komite Nominasi dan Remunerasi

Komite Nominasi dan Remunerasi merupakan salah satu organ pendukung Dewan Komisaris yang membantu pelaksanaan fungsi dan tugas terkait nominasi dan remunerasi terhadap anggota Dewan Komisaris dan Direksi.

## Nomination and Remuneration Committee

Nomination and Remuneration Committee is one of the supporting organs of the Board of Commissioners which assists the implementation of the function and duty related to the Nomination and Remuneration for members of the Board of Commissioners and Board of Directors.



Pembentukan Komite Nominasi dan Remunerasi dilakukan berdasarkan Peraturan:

1. Surat Edaran Otoritas Jasa Keuangan No. 13/SE0JK.03/2017 tanggal 17 Maret 2017 tentang Penerapan Tata Kelola bagi Bank Umum;
2. Surat Edaran Otoritas Jasa Keuangan No. 14/SE0JK.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. 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 telah dilengkapi dengan pedoman kerja yang ditetapkan dalam Pedoman Komite Nominasi dan Remunerasi yang telah disusun berdasarkan peraturan dan perundang-undangan yang berlaku dan senantiasa ditinjau ulang secara berkala. Pedoman Komite Nominasi dan Remunerasi telah disahkan berdasarkan Keputusan Dewan Komisaris No. 003/SK-KOM/09/18 tanggal 20 September 2018 tentang Pedoman Komite Nominasi dan Remunerasi PT Bank Victoria International Tbk.

### Tugas dan Tanggung Jawab Komite Nominasi dan Remunerasi

Tugas dan tanggung jawab Komite Nominasi dan Remunerasi Bank beserta realisasinya selama tahun 2020, yaitu:

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

1. Financial Services Authority Circular No. 13/SE0JK.03/2017 dated 17 March 2017, on Implementation of Governance for Commercial Banks;
2. Financial Services Authority Circular No. 14/SE0JK.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. 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 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; and
8. Law No. 40 of 2007 dated 16 August 2007 on Limited Liability Company.

### Guidelines of the Nomination and Remuneration Committee

The Nomination and Remuneration Committee has been completed with a work guideline set out on Guideline for Nomination and Remuneration Committee which has been developed based on the applicable laws and regulations and is constantly reviewed periodically. The Guideline for Nomination and Remuneration Committee has been ratified pursuant to the Decision of the Board of Commissioners No. 003/SKKOM/09/18 dated 20 September 2018 concerning Guideline for Nomination and Remuneration Committee of PT Bank Victoria International Tbk.

### 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 2020 are:

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2020 2020 Realization
<b>Terkait Kebijakan Nominasi:</b> Related to Nomination Policy:	
<p>Menyusun dan memberikan rekomendasi mengenai sistem serta prosedur pemilihan dan/atau penggantian anggota Dewan Komisaris dan Direksi kepada Dewan Komisaris untuk disampaikan kepada RUPS.</p> <p>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.</p>	<p>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 Desember 2020.</p> <p>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 the meeting on dated 11 December 2020.</p>
<p>Memberikan rekomendasi mengenai calon anggota Dewan Komisaris dan/atau Direksi kepada Dewan Komisaris untuk disampaikan kepada RUPS.</p> <p>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.</p>	<p>Komite Nominasi dan Remunerasi telah memberikan rekomendasi calon anggota Dewan Komisaris dan/atau Direksi kepada Dewan Komisaris.</p> <p>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.</p>



Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2020 2020 Realization
<b>Terkait Kebijakan Remunerasi:</b> <b>Related to Remuneration Policy:</b>	
<p>Menyusun dan mengevaluasi remunerasi kepada anggota Dewan Komisaris, Direksi, dan Pejabat Eksekutif sampai dengan 1 (satu) tingkat di bawah Direksi.</p> <p>To prepare and evaluate the remuneration for members of the Board of Commissioners, Board of Directors, and Executive Officers up to 1(one) level below the Board of Directors.</p>	<p>Pada tahun 2020, remunerasi Dewan Komisaris sebesar Rp2.596.820.900,- dan Direksi sebesar Rp12.971.876.300,-.</p> <p>In 2020, the remuneration for the Board of Commissioners was Rp2,596,820,900 and the Board of Directors was Rp12,971,876,300.</p>
<p>Memberikan rekomendasi kepada Dewan Komisaris mengenai:</p> <ol style="list-style-type: none"> <li>1. Kebijakan remunerasi bagi Dewan Komisaris dan Direksi untuk disampaikan kepada RUPS; dan</li> <li>2. Kebijakan remunerasi bagi Pejabat Eksekutif sampai dengan 1 (satu) tingkat di bawah Direksi untuk disampaikan kepada Direksi.</li> </ol> <p>To give recommendations to the Board of Commissioners on:</p> <ol style="list-style-type: none"> <li>1. The remuneration policy for the Board of Commissioners and Board of Directors to be delivered to the GMS; and</li> <li>2. The policy remuneration for the Executive Officers up to 1 (one) level below the Board of Directors to be delivered to the Board of Directors.</li> </ol>	<p>Komite Nominasi dan Remunerasi telah memberikan rekomendasi kebijakan remunerasi kepada Dewan Komisaris.</p> <p>The Nomination and Committee Remuneration 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"> <li>1. Kinerja keuangan dan pemenuhan cadangan sebagaimana diatur dalam peraturan perundang-undangan yang berlaku;</li> <li>2. Prestasi kerja individu;</li> <li>3. Kewajaran dengan <i>peer group</i>; dan</li> <li>4. Pertimbangan sasaran dan strategi jangka panjang Bank.</li> </ol> <p>In performing duties and responsibilities related to the remuneration policy, the Bank must consider:</p> <ol style="list-style-type: none"> <li>1. Financial performance and fulfillment of the reserve as stipulated in the applicable laws and regulations;</li> <li>2. Individual work achievement;</li> <li>3. Reasonableness with <i>peer group</i>; and</li> <li>4. Consideration of the Bank's long-term goals and strategies.</li> </ol>	<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>The Nomination and Remuneration Committee has prepared remuneration 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>
<b>Terkait Tugas Lainnya:</b> <b>Related to Other Duties:</b>	
<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 Desember 2020.</p> <p>The Nomination and Remuneration Committee has given recommendation on the number of members of Board of Commissioners and Board of Directors in the meeting on dated 11 December 2020.</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/Komisaris Independen Commissioner/Independent Commissioner	Perbankan Banking
Oliver Simorangkir	Anggota Member	Komisaris Utama President Commissioner	Bisnis Business
Syahda Candra	Anggota Member	Kepala Divisi <i>Human Capital Management &amp; General Affair</i> Head of Human Capital Management & General Affair Division	<i>Human Capital</i> Human Capital

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

## 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 Financial Services Authority Circular 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

menghindari benturan kepentingan (*conflict of interest*). Adapun aspek independensi Komite Nominasi dan Remunerasi dijelaskan sebagai berikut.

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, 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, 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

### 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

- 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;
  - 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.
- 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. 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.

## 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.

## Frekuensi dan Kehadiran Rapat Komite Nominasi dan Remunerasi

Pada tahun 2020, Komite Nominasi dan Remunerasi telah menyelenggarakan rapat sebanyak 5 (lima) 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 Meetings	Total Kehadiran Total Attendance	%
Gunawan Tenggarahardja	Ketua Chairman	5	5	100,00
Oliver Simorangkir	Anggota Member	5	5	100,00
Syahda Candra	Anggota Member	5	5	100,00
<b>Rata-Rata Kehadiran Average Attendance</b>				<b>100,00</b>

## Agenda Rapat Komite Nominasi dan Remunerasi

Uraian agenda rapat Komite Nominasi dan Remunerasi selama tahun 2020, yaitu:

Tanggal Date	Agenda	Peserta Rapat Meeting Participants			Alasan Tidak Hadir Reason for Absence
		Gunawan Tenggarahardja	Oliver Simorangkir	Syahda Candra	
8 Januari 2020 8 January 2020	Kebijakan Pedoman Gratifikasi/Insentif Tahun 2019-2020 bagi Pengurus dan Pegawai Bank Policy on Gratification/Incentive Guidelines for 2019-2020 for Bank Executives and Employees	√	√	√	-
8 April 2020	Penggantian SEVP Operation & IT Replacement of SEVP Operation & IT	√	√	√	-
10 Juni 2020 10 June 2020	Struktur organisasi Divisi Branch Banking Network & Performance Organizational structure of Branch Banking Network & Performance Division	√	√	√	-
4 Desember 2020 4 December 2020	Penerimaan SEVP Customer Relationship Management Acceptance of SEVP Customer Relationship Management	√	√	√	-

## 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.

## Meeting Frequency and Attendance of Nomination and Remuneration Committee

In 2020, the Nomination and Remuneration Committee held 5 (five) meetings with the average attendance level of 100.00%. Meeting frequency and attendance of the Nomination and Remuneration Committee.

## Meeting Agenda of Nomination and Remuneration Committee

Description of the Nomination and Remuneration Committee meeting agenda throughout 2020 is as follows:

Tanggal Date	Agenda	Peserta Rapat Meeting Participants			Alasan Tidak Hadir Reason for Absence
		Gunawan Tenggarahardja	Oliver Simorangkir	Syahda Candra	
11 Desember 2020 11 December 2020	Evaluasi komposisi Direksi dan Pejabat Eksekutif Evaluation of the composition of Board of Directors and Executive Officers	√	√	√	-

### Laporan Singkat Pelaksanaan Kegiatan Komite Nominasi dan Remunerasi Tahun 2020

Sepanjang tahun 2020, 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. Pedoman gratifikasi;
2. Struktur organisasi Divisi *Branch Banking Network & Performance*; dan
3. Penerimaan *SEVP Customer Relationship Management*.

### 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.

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

### Brief Report of the Implementation of Nomination and Remuneration Committee's Activities in 2020

Throughout 2020, 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. Gratification guidelines;
2. Organizational structure of Branch Banking Network & Performance Division; and
3. Acceptance of *SEVP Customer Relationship Management*.

### 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 Audit Committee was established based on the following regulations.

1. Financial Services Authority Circular No. 36/SEOJK.03/2017 dated 11 July 2017 on Procedures for Using Services of Public Accountant and Public Accounting Firm in the Activities of Financial Services;
2. Financial Services Authority Circular No. 13/ SEOJK.03/2017 dated 17 March 2017 on Implementation of Governance for Commercial Banks;
3. Financial Services Authority Regulation No. 13/POJK.03/2016 dated 7 December 2016 on Implementation of Governance for Commercial Banks;
4. Financial Services Authority Regulation No. 55/POJK.03/2016 dated 7 December 2016 on Implementation of Governance for Commercial Banks;
5. Financial Services Authority Regulation No. 55/POJK.04/2015 dated 23 December 2015 on Establishment and Guideline for Work Implementation of Audit Committee; and

6. Peraturan Otoritas Jasa Keuangan No. 33/POJK.04/2014 tanggal 8 Desember 2014 tentang Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik.

### Pedoman Komite Audit

Komite Audit berpedoman pada Piagam dan Pedoman Kerja Komite Audit dalam menjalankan perannya. Piagam dan Pedoman tersebut disusun sesuai peraturan dan perundang-undangan yang berlaku, serta telah dimutakhirkan melalui Keputusan Dewan Komisaris No. 002/SK-KOM/09/20 tanggal 25 September 2020 tentang Piagam dan Pedoman Kerja Komite Audit PT Bank Victoria International Tbk.

### Tugas dan Tanggung Jawab Komite Audit

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

6. Financial Services Authority Regulation No. 33/POJK.04/2014 dated 8 December 2014 on Board of Directors and Board of Commissioners of Issuers or Public Companies.

### Audit Committee Guidelines

Audit Committee in carrying out its roles refers to Audit Committee's Charter and Work Guidelines. Such Charter and Guidelines were prepared in accordance with the applicable laws and regulations, and was updated through Decision of Board of Commissioners No. 002/SK-KOM/09/20 dated 25 September 2020 on the Charter and Work Guidelines of Audit Committee of PT Bank Victoria International Tbk.

### 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 2020 2020 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> <ul style="list-style-type: none"> <li>• Laporan Tahunan Realisasi Kerja Komite Audit Tahun 2019;</li> <li>• Penelaahan Laporan Keuangan serta Pengendalian Internal Bank Periode Desember 2019;</li> <li>• Kajian tahunan atas efektivitas dan efisiensi pengendalian internal Bank tahun 2019;</li> <li>• Laporan Tahunan Pengendalian Internal Bank Victoria Tahun 2019;</li> <li>• Arahan hasil pemeriksaan SKAI atas Divisi <i>Multifinance Banking</i> posisi 30 November 2020;</li> <li>• Penelaahan Laporan Profil Risiko dan Laporan Kepatuhan Triwulan III 2020;</li> <li>• Arahan hasil pemeriksaan SKAI atas penelaahan hasil pemeriksaan SKAI untuk Divisi <i>Treasury</i>, Divisi <i>International Banking</i>, dan Unit Kerja <i>Settlement</i> posisi Desember 2019;</li> <li>• Penelaahan hasil pemeriksaan SKAI untuk Divisi <i>Treasury</i>, Divisi <i>International Banking</i>, dan Unit Kerja <i>Settlement</i> posisi Desember 2019;</li> <li>• Arahan hasil pemeriksaan SKAI atas pelaksanaan audit internal <i>integrated</i> Grup Victoria triwulan IV 2019;</li> <li>• Penelaahan hasil pemeriksaan SKAI untuk pelaksanaan audit internal <i>integrated</i> Grup Victoria Triwulan IV 2019;</li> <li>• Laporan Berkala Mengenai Progres Pengembangan SKAI di Triwulan I 2020;</li> <li>• Arahan hasil pemeriksaan SKAI atas penelaahan hasil pemeriksaan SKAI untuk Unit <i>Product Development</i> posisi Februari 2020;</li> <li>• Penelaahan hasil pemeriksaan SKAI untuk Unit <i>Product Development</i> posisi Februari 2020;</li> <li>• Arahan hasil pemeriksaan SKAI untuk Unit Kerja Legal Kredit posisi Februari 2020;</li> <li>• Penelaahan hasil pemeriksaan SKAI untuk Unit Kerja Legal Kredit posisi Februari 2020;</li> <li>• Arahan hasil pemeriksaan SKAI untuk Divisi <i>Special Asset Management</i> posisi Februari 2020;</li> <li>• Penelaahan hasil pemeriksaan SKAI untuk Divisi <i>Special Asset Management</i> posisi Februari 2020;</li> <li>• Arahan hasil penelaahan Laporan Keuangan dan Pengendalian Internal Maret 2020;</li> <li>• Penelaahan Laporan Keuangan serta Pengendalian Internal Bank Periode Maret 2020;</li> <li>• Arahan hasil penelaahan tren pertumbuhan kinerja usaha April 2020;</li> <li>• Penelaahan tren pertumbuhan kinerja usaha April 2020;</li> </ul>



Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2020 2020 Realization
	<ul style="list-style-type: none"> <li>• Rekomendasi Komite Audit dalam penunjukan kantor akuntan publik dan/atau akuntan publik untuk melakukan kaji ulang terhadap kinerja SKAI, serta kaji ulang atas fungsi Audit Intern atas penggunaan teknologi informasi periode tahun 2017, 2018, 2019, sampai Juni 2020;</li> <li>• Arahan hasil pemeriksaan SKAI atas pelaksanaan audit internal <i>integrated</i> Grup Victoria triwulan I 2020;</li> <li>• Penelaahan hasil pemeriksaan SKAI untuk pelaksanaan audit internal <i>integrated</i> Grup Victoria triwulan I 2020;</li> <li>• Evaluasi pelaksanaan jasa audit informasi keuangan Bank tahun buku 2019 oleh Jimmy Pangestu, dari KAP Tanuredja, Wibisana, Rintis &amp; Rekan (Price Waterhouse Cooper);</li> <li>• Arahan hasil pemeriksaan SKAI untuk Divisi <i>Finance</i> dan Akunting posisi Februari 2020;</li> <li>• Penelaahan hasil pemeriksaan SKAI untuk Divisi <i>Finance</i> dan Akunting posisi Februari 2020;</li> <li>• Arahan hasil pemeriksaan SKAI untuk Divisi <i>Loan &amp; Trade Operations</i> posisi Maret 2020;</li> <li>• Penelaahan hasil pemeriksaan SKAI untuk Divisi <i>Loan &amp; Trade Operations</i> posisi Maret 2020;</li> <li>• Arahan hasil penelaahan Laporan Keuangan dan Pengendalian Internal Juni 2020;</li> <li>• Penelaahan Laporan Keuangan serta Pengendalian Internal Bank periode Juni 2020;</li> <li>• Arahan hasil pemeriksaan SKAI atas pelaksanaan audit internal <i>integrated</i> Grup Victoria semester I 2020;</li> <li>• Penelaahan hasil pemeriksaan SKAI untuk pelaksanaan audit internal <i>integrated</i> Grup Victoria Semester I 2020;</li> <li>• Penelaahan hasil pemeriksaan SKAI bidang operasional untuk Kantor Cabang Fatmawati posisi Juni 2020;</li> <li>• Arahan hasil pemeriksaan SKAI untuk Kantor Cabang Fatmawati bidang operasional posisi Juni 2020;</li> <li>• Rekomendasi Komite Audit dalam penunjukan kantor akuntan publik dan/atau akuntan publik untuk melakukan pekerjaan asuransi Laporan Keuangan Bank tahun buku 2020;</li> <li>• Penelaahan hasil pemeriksaan khusus pemberian kredit perusahaan <i>multifinance</i> posisi September 2020;</li> <li>• Penelaahan hasil pemeriksaan khusus restrukturisasi berulang posisi September 2020;</li> <li>• Penelaahan hasil pemeriksaan SKAI bidang operasional untuk Kantor Cabang Cideng posisi Agustus 2020;</li> <li>• Penelaahan Laporan Keuangan serta Pengendalian Internal Bank periode September 2020;</li> <li>• Penelaahan hasil pemeriksaan SKAI untuk pelaksanaan audit internal <i>integrated</i> Grup Victoria triwulan III 2020; dan</li> <li>• Arahan hasil pemeriksaan SKAI atas pelaksanaan audit internal <i>integrated</i> Grup Victoria triwulan III 2020.</li> </ul> <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> <ul style="list-style-type: none"> <li>• Audit Committee's Annual Report of Work Realization for 2019;</li> <li>• Review of Financial Statements and Bank's Internal Controls for the Period of December 2019;</li> <li>• Annual review on the Bank's internal control effectiveness and efficiency for 2019;</li> <li>• Bank Victoria's Annual Report on Internal Control of 2019;</li> <li>• Directions of SKAI audit results on Multifinance Banking Division for 30 November 2020 position;</li> <li>• Review of Risk Profile Report and Compliance Report Quarter III 2020;</li> <li>• Directions of SKAI audit results on the review of SKAI audit results on Treasury Division, International Banking Division; and Settlement Work Unit for December 2019 position;</li> <li>• Review of SKAI audit results on Treasury Division, International Banking Division; and Settlement Work Unit for December 2019 position;</li> <li>• Directions of SKAI audit results on implementation of Victoria Group's integrated audit Quarter IIV 2019;</li> <li>• Review of SKAI audit results on implementation of Victoria Group's integrated audit Quarter IV 2019;</li> <li>• Periodic Report on Progress of SKAI Development in Quarter I 2020;</li> <li>• Directions of SKAI audit results on the review of SKAI audit results on Product Development Unit for February 2020 position;</li> </ul>

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2020 2020 Realization
	<ul style="list-style-type: none"> <li>• Review of SKAI audit results on Product Development Unit for February 2020 position;</li> <li>• Directions of SKAI audit results on Credit Legal Work Unit for February 2020 position;</li> <li>• Review of SKAI audit results on Credit Legal Work Unit for February 2020 position;</li> <li>• Directions of SKAI audit results on Special Asset Management Division for February 2020 position;</li> <li>• Review of SKAI audit results on Special Asset Management Division for February 2020 position;</li> <li>• Directions of review result on Financial Statements and Internal Control March 2020;</li> <li>• Review of Financial Statements and Internal Control of the Bank for the Period of March 2020;</li> <li>• Directions of review result on growth trend of business performance April 2020;</li> <li>• Review of growth trend of business performance April 2020;</li> <li>• Recommendations from the Audit Committee on the appointment of a public accounting firm and/or public accountant to review SKAI's performance, and review of the Internal Audit function on the use of information technology for the period of 2017, 2018, 2019, until June 2020;</li> <li>• Directions of SKAI audit result on implementation of Victoria Group's integrated audit Quarter I 2020;</li> <li>• Review of SKAI audit result on implementation of Victoria Group's integrated audit Quarter I 2020;</li> <li>• Evaluation of the implementation of audit services on Bank Victoria's financial information for the 2019 fiscal year by Jimmy Pangestu, from KAP Tanudiredja, Wibisana, Rintis &amp; Partners (Price Waterhouse Coopers);</li> <li>• Directions of SKAI audit results on Finance and Accounting Division for February 2020 position;</li> <li>• Review of SKAI audit results on Finance and Accounting Division for February 2020 position;</li> <li>• Directions of SKAI audit results on Loan &amp; Trade Operations Division for March 2020 position;</li> <li>• Review of SKAI audit results on Loan &amp; Trade Operations Division for March 2020 position;</li> <li>• Directions of review result on Financial Statements and Internal Control June 2020;</li> <li>• Review of Financial Statements and Internal Control of the Bank for the period of June 2020;</li> <li>• Directions of SKAI audit result on implementation of Victoria Group's integrated audit Semester I 2020;</li> <li>• Review of SKAI audit result on implementation of Victoria Group's integrated audit Semester I 2020;</li> <li>• Review of SKAI audit results on operations sector of Fatmawati Branch Office for June 2020 position;</li> <li>• Directions of SKAI audit results for Fatmawati Branch Office, operations sector, for June 2020 position;</li> <li>• Recommendations from the Audit Committee on the appointment of a public accounting firm and/or public accountant to conduct insurance work on the Bank's financial statements for the 2020 fiscal year;</li> <li>• Review of special audit results on provision of loans to multifinance companies for September 2020 position;</li> <li>• Review of special audit results on recurring restructuring for September 2020 position;</li> <li>• Review of SKAI audit results on operations sector of Cideng Branch Office for August 2020 position;</li> <li>• Review of Financial Statements and Internal Control of the Bank for the period of September 2020;</li> <li>• Review of SKAI audit results on implementation of Victoria Group's integrated audit Quarter III 2020; and</li> <li>• Directions of SKAI audit results on implementation of Victoria Group's integrated audit Quarter III 2020.</li> </ul>
<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>

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2020 2020 Realization
Evaluasi efektivitas pelaksanaan fungsi audit internal. Evaluate the effectiveness of implementation of internal audit function.	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.
Efektivitas pengendalian internal. Effectiveness of internal control.	Komite Audit telah memberikan pendapat tentang pengendalian internal periode November 2019, Desember 2019, Februari 2020, Maret 2020, April 2020, Juni 2020, Agustus 2020, September 2020, 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 the periods of November 2019, December 2019, February 2020, March 2020, April 2020, June 2020, August 2020, September 2020, 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. Improvement of risk management system is implemented by improving the functions of 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.
Penilaian sendiri 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, serta efektivitas pemeriksaan oleh auditor internal dan eksternal. Dewan Komisaris menilai kinerja Komite Audit pada tahun 2020 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 2020 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 pada setiap kegiatan operasional dan fungsional Bank;
3. Memantau dan menganalisis pelaksanaan tugas Satuan Kerja Audit Internal 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;

### 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 at each operational and functional activity of the Bank;
3. To monitor and analyze the duty implementation of Internal Audit Work Unit by requesting the work paper, and provide suggestions and improvement of the audit process carried out;
4. To conduct study on the terms and validity of the public accounting firm, prior recommending the KAP to the Board of Commissioners and appointing the KAP to be the external auditors of the Bank;

5. Meminta kertas kerja auditor eksternal untuk memastikan bahwa pemeriksaan telah dilakukan sesuai dengan prinsip pemeriksaan yang berlaku;
6. Meminta dokumen yang membuktikan bahwa tindak lanjut hasil audit telah dilaksanakan dengan baik dan benar, serta tepat waktu;
7. Membuat rekomendasi kepada Dewan Komisaris mengenai tindakan yang diperlukan atas kajian yang dilakukan; dan
8. 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 Komite Audit, keanggotaan Komite Audit sekurang-kurangnya terdiri dari 3 (tiga) orang dengan ketentuan:

1. Seorang Komisaris Independen yang menjabat sebagai Ketua Komite Audit;
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.

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 13 September 2019-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.

Nama Name	Jabatan Position	Keterangan Description	Keahlian Expertise
Gunawan Tenggarahardja	Ketua Chairman	Komisaris/Komisaris Independen Commissioner/Independent Commissioner	Perbankan Banking
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

5. To request the work paper of the external auditors to ensure that the audits have been done in accordance with the applicable audit principles;
6. To request documents for proving that the follow up of the audit result has been done well and correctly, as well as timely;
7. To provide recommendations to the Board of Commissioners regarding the required actions on the study conducted; and
8. To 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 if the Audit Committee decides the need for the assistance of external expert.

### Composition of Audit Committee

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

1. An Independent Commissioner who serves as Chairman of the Audit 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.

Board of Commissioners' member who concurrently serves as an Audit Committee member has the same term of office of their appointment as a member of the Board of Commissioners as determined by the GMS. Whereas, the term of office of Audit Committee member who does not hold concurrent position will not be longer than the Board of Commissioners' term of office without disregarding the Board of Commissioners' right to dismiss.

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 Decision Letter of the Board of Directors based on results of the Board of Commissioners' meeting and after obtaining a recommendation from the Nomination and Remuneration Committee.

### Period of 13 September 2019 - Present

Structure and membership of the Audit Committee for the period of 13 September 2019 - present, which was appointed based on Board of Directors' Decision No. 006/SK-DIR/09/19 dated 13 September 2019 is as follows.

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

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.

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.

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.

**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.

**Independence of Audit Committee**

The Audit Committee must perform 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 Main 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	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 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, 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.

**Evaluasi dan Rekomendasi Komite Audit dalam Penunjukan Kantor Akuntan Publik**

Terkait dengan pelaksanaan pemberian jasa audit atas informasi keuangan historis tahunan Bank tahun 2019 oleh Kantor Akuntan Publik Tanudiredja, Wibisana dan Rekan, maka Komite Audit telah

**Evaluation and Recommendation of Audit Committee in Appointing Public Accounting Firm**

Related to the implementation of audit services on the Bank’s annual historical financial information of 2019 by Public Accounting Firm Tanudiredja, Wibisana and Partner, the Audit

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 2019, 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 auditnya mematuhi standar pelaksanaan audit, dan dalam memperoleh keyakinan disertai bukti-bukti yang memadai sehingga bebas dari salah saji secara material.

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 13 September 2019 dapat diselesaikan sampai dengan penyerahan laporan pada minggu ke 4 (empat) bulan April 2019 adalah waktu yang cukup memadai dan sesuai dengan skala, area usaha, serta kompleksitas bisnis Bank. Dengan demikian, memberikan cukup waktu bagi Bank untuk memperhitungkan kewajiban perpajakan dan laporan lain yang diperlukan.

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.

- Laporan Keuangan Konsolidasi 31 Desember 2019
  - Mengaudit Laporan Keuangan Konsolidasian Bank per 31 Desember 2019, laporan laba rugi, laporan perubahan ekuitas, dan laporan arus kas untuk tahun yang berakhir pada tanggal tersebut;
  - Melakukan tinjauan ulang pelaksanaan pengendalian internal Bank;
  - Melakukan tinjauan ulang penggolongan kualitas aset produktif dan perhitungan penyisihan penghapusan aset produktif (PPAP), serta

Committee conducted an evaluation of the provision of services with the following conclusion.

1. Conformity of Audit with the Applicable Accounting Standards

The work scope is to perform auditing on financial position (balance sheet), for the fiscal year ended 31 December 2019, comprehensive statement of profit and loss, statement of change in equity, and statement of cash flows according to the applicable financial accounting standard 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, and 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.

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 13 September 2019 and completed on the submission of the report on the 4th (fourth) week of April 2019 was an adequate time given and appropriate with the Bank's business scale, business area, and complexity. Thus, providing sufficient time for the Bank to calculate tax obligations and other required reports.

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.

- Consolidated Financial Statements 31 December 2019
  - Audit the Bank's Consolidated Financial Statements as of 31 December 2019, statement of profit and loss, statement of change in equity, and statement of cash flows for the year ended on such date.
  - Review the implementation of Bank's internal control;
  - Review the categorization of earning assets quality and calculation of allowance for earning assets losses (PPAP), and adequate reserves on



- kecukupan cadangan atas *loan impairment* dengan melakukan kajian ulang perhitungan secara individual dan kolektif dan juga perhitungan *loss given default* (LGD);
- Melakukan kajian investasi pada surat-surat berharga, serta perlakuan akuntansi dan pencatatan klasifikasi maupun valuasinya;
  - Melakukan tinjauan ulang kewajaran transaksi dengan pihak-pihak berelasi dan transaksi penyediaan dana kepada pihak terkait;
  - Melakukan kajian pengakuan pendapatan, termasuk melakukan *test* dan *proof sheet* atas perhitungan besaran *effective interest rate* (EIR) dan lain-lain;
  - Melakukan pemeriksaan batas maksimum pemberian kredit (BMPK);
  - Melakukan kajian agunan yang diambil alih (AYDA), termasuk evaluasi *action plan* penyelesaiannya dan perhitungan kecukupan pencadangan berdasarkan asumsi 1,5 tahun terjual;
  - Melakukan kajian dana pihak ketiga, dengan melakukan verifikasi buku besar di neraca dan biaya bunga serta melakukan konfirmasi;
  - Mengkaji ulang perhitungan aset tertimbang menurut risiko (ATMR) dan perhitungan kewajiban penyediaan modal minimum (KPM) Bank;
  - Melakukan pemeriksaan transaksi *spot* dan derivatif;
  - Mengkaji ulang perhitungan Posisi Devisa Neto (PDN);
  - Melakukan pemeriksaan dan rekonsiliasi jurnal manual, buku besar dan penyesuaian yang dilakukan, mengingat masih adanya jurnal manual yang berpotensi terjadinya penyimpangan/kecurangan;
  - Melakukan kajian keandalan sistem informasi pelaporan Bank;
  - Melakukan kajian atas Entitas Anak, Bank Victoria Syariah, terutama hal yang signifikan, seperti kecukupan cadangan pembiayaan dan amortisasi *fee* dan biaya transaksi.
- Kecukupan Pencadangan (CKPN)  
Kecukupan Pencadangan (CKPN) untuk Kredit, AYDA, dan Surat Berharga telah memadai.
- Investasi dalam saham PT Bima Multi Finance  
Nilai buku investasi dalam saham PT Bima Multi Finance telah sesuai dengan evaluasi yang dilakukan oleh Kantor Jasa Penilai Publik independen.
- b. Kecukupan Uji Petik  
Dalam uji petik yang dilakukan oleh auditor, nilai sampel pemeriksaan sebesar Rp12.691,72 miliar atau sebesar 78% dibandingkan dengan total portofolio kredit, sehingga hal ini
- loan impairment, by performing the calculation review individually and collectively and also the calculation of loss given default (LGD);
- Conduct review of investment in marketable securities, including the accounting treatment, recording of classification, and valuation;
  - Review the fairness of transaction with related parties and fund provision transactions to the related parties;
  - Review revenue recognition, including to test and proof sheet the calculation on effective interest rate (EIR), etc.;
  - Monitor the audit of legal lending limit (LLL);
  - 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;
  - Review third-party deposits by verifying the ledger in the balance sheet and interest expenses and making confirmation;
  - Review the risk weighted assets (RWA) and calculation of Capital Adequacy Ratio (CAR) of the Bank;
  - Perform check on spot and derivative transactions;
  - Review the calculation of Net Open Position (PDN);
  - Conduct the audit and reconciliation of manual journals, ledgers, and adjustments made, since there are manual journals that have the potential for irregularities/fraud;
  - Review the reliability of the Bank's reporting information system;
  - Conduct review of Subsidiary, Ban Victoria Syariah, particularly significant matters, such as the adequacy of financing reserves, fee amortization, and transaction charges.
- Allowance for Impairment Losses (CKPN)  
Allowance for Impairment Losses (CKPN) for Credit, Foreclosed Assets, and Marketable Securities is already adequate.
- Investments in shares of PT Bima Multi Finance  
The book value of investment in shares of PT Bima Multi Finance is already in accordance with the evaluation conducted by the independent Public Appraisal Service Office.
- b. Adequacy of Sampling Test  
In the sampling test conducted by the auditor, the sampling value was at Rp12,691.72 billion or 78% compared to the total loan portfolio, and therefore,



telah memenuhi ketentuan minimal sebesar 70% dan telah mencakup 25 nasabah terbesar. Sedangkan, berdasarkan jumlah sampel yang diperiksa sebanyak 147 *account*.

Sedangkan, pada *account* restrukturisasi, Auditor melakukan pemeriksaan terhadap 22 *account* sebesar Rp929,80 miliar yang termasuk dalam *account* diatas.

4. Rekomendasi perbaikan yang diberikan oleh Akuntan Publik dan/atau Kantor Akuntan Publik  
Berdasarkan hasil audit, maka direkomendasikan perbaikan pengendalian internal serta koreksi posisi keuangan untuk menyesuaikan dengan kebijakan akuntansi yang berlaku, sebagaimana yang wajib dilaporkan oleh Akuntan Publik kepada Otoritas Jasa Keuangan.

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*, *maintaining* data agunan dalam daftar *nominative* dan sistem *corebanking* (Alphabits); ketentuan penggunaan 3 pilar; monitoring dokumen kredit; proses restrukturisasi kredit; analisa dan perhitungan cadangan kerugian nilai kredit - kolektif. Temuan ini konsisten dengan hasil temuan audit tahun sebelumnya; dan
- b. Dalam hal Teknologi Informasi (TI) yang perlu mendapat perhatian dari Manajemen adalah pengkinian *rate* di sistem yang harus sesuai dengan Surat Edaran/Surat Keterangan Direksi yang berlaku.

Terkait dengan penggunaan jasa kantor akuntan publik dan akuntan publik yang mengaudit informasi keuangan historis tahunan Bank posisi tahun 2020, Komite Audit telah merekomendasikan penggunaan jasa Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis & Rekan dengan pertimbangan sebagai berikut.

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

Sebagaimana standar independensi kantor akuntan publik yang terafiliasi pada Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis & Rekan, 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 mempengaruhi independensinya.

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

is has fulfilled the minimum provision of 70% and has covered 25 top customers. Whereas, based on number of sampling, there were total of 147 accounts for sampling.

On restructuring accounts, the Auditor audited 22 accounts at the amount of Rp929.80 billion, which included in the abovementioned accounts.

4. Recommendations for improvement submitted by the Public Accounting and/or Public Accounting Firm  
Based on the audit results, internal control improvement and financial position correction are recommended to be adjusted to the applicable accounting policy, as it is required to be reported by the Public Accountant to the Financial Services Authority.

In general, the recommendations for improving internal control include:

- a. In the credit sector matters need to be improved are emphasizing direct superior monitoring, implementing and reporting call visit and documenting call visit, maintaining collateral data in a nominative list and core banking system (Alphabits). The provisions to use 3 pillars are credit documents monitoring, credit restructuring process, analysis and calculation of allowance for impairment losses for collective credit. These findings are consistent with previous year's audit findings; and
- b. In terms of Information Technology (IT), matters requiring Management's attention are updating rate in the system that must be in accordance with the applicable Board of Directors' Circular/ Letter.

In relation to the use the services of a public accounting firm and public accountant that will audit the Bank's annual historical financial information of 2020, the Audit Committee has recommended using Public Accounting Firm Tanudiredja, Wibisana, Rintis & Rekan 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 Public Accounting Firm Tanudiredja, Wibisana, Rintis & Rekan, recognizes Code of Ethics and conflict of interest, and therefore, 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 that 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. Ruang Lingkup Audit

- a. Uji petik dokumen yang diperiksa, minimal 70% dari nilai nominal setiap jenis aset keuangan dan mencakup minimal 25 debitur atau berdasarkan hasil komunikasi antara Otoritas Jasa Keuangan sektor Perbankan dengan Akuntan Publik;
- b. Penggolongan kualitas aset produktif dan perhitungan Penyisihan Penghapusan Aset Produktif (PPAP) sebagaimana diatur dalam ketentuan peraturan perundang-undangan yang berlaku;
- c. Melakukan penilaian terhadap AYDA, proses dan nilai wajarnya, termasuk kecukupan pencadangan kerugiannya;
- d. Penilaian terhadap rupa-rupa aset;
- e. Kewajaran transaksi dengan pihak-pihak berelasi maupun transaksi yang dilakukan dengan perlakuan khusus;
- f. Jumlah dan kualitas penyediaan dana kepada pihak terkait;
- g. Investasi sementara dalam hal penyelesaian kredit bermasalah PT Bima Multi Finance;
- h. Rincian pelanggaran sebagaimana diatur dalam ketentuan peraturan perundang-undangan yang berlaku;
- i. Rincian pelampauan BMPK sebagaimana diatur dalam ketentuan peraturan perundang-undangan yang berlaku;
- j. Perhitungan ATMR sebagaimana diatur dalam peraturan perundang-undangan yang berlaku;
- k. Perhitungan KPMM sebagaimana diatur dalam peraturan perundang-undangan yang berlaku;
- l. Transaksi spot dan transaksi derivatif;
- m. Rasio PDN sebagaimana diatur dalam peraturan perundang-undangan yang berlaku;
- n. Keandalan sistem informasi pelaporan Bank;
- o. *High level review* pajak;
- p. Perhitungan Aktuaria;
- q. Hal-hal lain sebagaimana dengan hasil pemeriksaan Otoritas Jasa Keuangan yang terakhir; dan
- r. Hal-hal lain yang diatur dalam standar akuntansi keuangan dan peraturan terkait akuntansi yang diterbitkan oleh Otoritas Jasa Keuangan.

## 3. Imbalan Jasa Audit

Kenaikan besaran *fee* telah memperhitungkan kenaikan inflasi, meskipun ruang lingkup pekerjaan relatif tetap, agar Bank memperhitungkan dengan kewajiban dan ruang lingkup pekerjaan.

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

Berdasarkan data dari otoritas, Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis & Rekan 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.

## 2. Audit Scope

- a. The sampling test covers of at least 70% of the nominal value of each type of financial assets and includes at least the 25 biggest debtors or based on the results of communication between the Financial Services Authority in the Banking sector and the Public Accountant;
- b. Classification of earning assets quality and calculation of Allowance for Earning Asset Losses (PPAP) as regulated in the provisions of the applicable laws and regulations;
- 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. Fairness of transactions with related parties or transactions made with special treatment;
- f. Amount and quality of provision of funds to related parties;
- g. Temporary investment in the settlement of PT Bima Multi Finance's non-performing loans;
- h. Details of violations as stipulated in applicable laws and regulations;
- i. Details of LLL excess as stipulated in the applicable laws and regulations;
- j. RWA calculation as regulated in the applicable laws and regulations;
- k. CAR calculation as stipulated in applicable laws and regulations;
- l. Spot and derivative transactions;
- m. PDN ratio as stipulated in applicable laws and regulations;
- n. Reliability of Bank reporting information system;
- o. High level tax review;
- p. Actuarial calculation;
- q. Other matters according the result of the last audit conducted by Financial Services Authority; and
- r. Other matters stipulated in the financial accounting standards and accounting-regulations issued by the 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 with fairness and work scope.

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

Based on data from the authorities, Public Accounting Firm Tanudiredja, Wibisana, Rintis & Rekan is a public accounting firm within the big four, and therefore, its quality, competence, and integrity can be deemed as 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.

5. Metodologi, Teknik, dan Sarana Audit yang Digunakan
- Melakukan pemeriksaan dan rekonsiliasi jurnal manual, buku besar dan penyesuaian yang dilakukan, mengingat masih terdapat jurnal manual yang berpotensi terjadi kesalahan/penyimpangan/kecurangan;
  - Mengkaji ulang pengakuan pendapatan, termasuk melakukan *test* dan *proofing* atas perhitungan besaran EIR dan lainnya;
  - Mengkaji ulang kecukupan cadangan atas *loan impairment*, dengan melakukan tinjauan perhitungan secara individual dan kolektif dan juga penghitungan LGD;
  - Mengkaji ulang pengelolaan aset produktif sebagaimana ketentuan dan aturan yang berlaku, termasuk penggolongan kualitas pencadangannya;
  - Mengkaji ulang dana pihak ketiga dengan melakukan verifikasi buku besar di neraca dan biaya bunga serta melakukan konfirmasi;
  - Mengkaji ulang AYDA, termasuk evaluasi *action plan* penyelesaiannya dan perhitungan kecukupan pencadangan berdasarkan asumsi 1,5 tahun terjual;
  - Mengkaji ulang investasi pada surat surat berharga, serta perlakuan akuntansi dan pencatatan klasifikasi maupun valuasinya; dan
  - Mengkaji ulang perhitungan ATMR dan Kewajiban Penyediaan Modal Minimum (KPMM) sebagaimana diatur dalam Peraturan Otoritas Jasa Keuangan mengenai Kewajiban Penyediaan Modal Minimum Bank Umum atau Peraturan Otoritas Jasa Keuangan mengenai Kewajiban Penyediaan Modal Minimum Bank.
  - Melakukan kajian atas Entitas Anak, Bank Syariah, terutama hal yang signifikan, seperti kecukupan cadangan pembiayaan dan amortisasi *fee* dan biaya transaksi.
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 pada tahun 2019 sedangkan untuk tahun buku 2020, diharapkan tetap akan dapat diperoleh hasil yang lebih baik dan objektif, mengingat bahwa kualitas Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis & Rekan telah dikenal dengan 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

Berdasarkan Piagam dan Pedoman Kerja 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

5. Methodology, Technique, and Facilities of Audit Used
- 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;
  - Review revenue recognition, including test and proofing on the calculation of EIR and others;
  - Review the adequacy of allowances for loan impairment, by reviewing the calculations individually and collectively as well as LGD calculation;
  - Review the management of earning assets in accordance with the applicable provisions and regulations, including classification of the reserve's quality;
  - Review third-party deposits by verifying the ledger in the balance sheet and interest expenses and making confirmation;
  - 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;
  - Conduct review of investment in marketable securities, accounting treatment, recording of classification, and valuation of the investment; and
  - Review RWA calculation and Capital Adequacy Ratio (CAR) as stipulated in the Financial Services Authority Regulation on Capital Adequacy Ratio for Commercial Banks or Financial Services Authority Regulation on Capital Adequacy Ratio for Banks.
  - Conduct review of Subsidiary, Bank Victoria Syariah, particularly significant matters, such as the adequacy of financing reserves, fee amortization, and transaction charges.
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 for a considerable long period of time is mitigated by replacing the person in charge of the audit in 2019, which therefore, in 2020 the results are expected to be better and objective, considering that the quality of Public Accounting Firm Tanudiredja, Wibisana, Rintis & Rekan is well-known. 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

Based on the Audit Committee Charter and Work Guideline, 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 can also carry out additional meetings at the suggestion of each member of the Audit Committee. In addition to

Audit, rapat Komite Audit juga dapat mengundang Divisi SKAI/ *Integrated & 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 2020, Komite Audit menyelenggarakan rapat sebanyak 8 (delapan) kali dengan tingkat kehadiran rata-rata rapat sebesar 100,00%. Berikut uraian frekuensi dan kehadiran rapat Komite Audit.

Nama Name	Jabatan Position	Total Rapat Number of Meetings	Total Kehadiran Number of Attendance	%
Gunawan Tenggarahardja	Ketua Chairman	8	8	100.00
Retno Dwijanti Widaningsih	Anggota Member	8	8	100.00
Yozef Abdulrachman	Anggota Member	8	8	100.00
<b>Rata-Rata Kehadiran Average Attendance</b>				<b>100.00</b>

### Agenda Rapat Komite Audit

Uraian agenda rapat Komite Audit Bank pada tahun 2020 sebagai berikut.

Tanggal Date	Agenda	Peserta Rapat Meeting Participants			Alasan Tidak Hadir Reason for Absence
		Gunawan Tenggarahardja	Retno Dwijanti Widaningsih	Yozef Abdulrachman	
10 Januari 2020 10 January 2020	Evaluasi kinerja Komite Audit tahun 2019 dan rencana kerja Komite Audit tahun 2020. Evaluation of Audit Committee's performance in 2019 and Audit Committee work plan for 2020.	√	√	√	-
20 Maret 2020 20 March 2020	Menunjuk Peraturan Otoritas Jasa Keuangan No. 13/POJK.03/2017 dan Surat Edaran Otoritas Jasa Keuangan No. 36/SEOJK.03/2017 tentang Jasa Akuntan Publik (AP) dan/atau Kantor Akuntan Publik (KAP), telah dilakukan pertemuan antara KAP Tanudiredja, Wibisana Rintis dan Rekan (PWC) dan Komite Audit untuk menyampaikan Laporan Keuangan Bank Posisi Desember 2019. Referring to the Financial Services Authority Regulation No. 13/POJK.03/2017 and Financial Services Authority Circular No. 36/SEOJK.03/2017 on Services of Public Accountant (AP) and/or Public Accounting Firm (KAP), a meeting was held between KAP Tanudiredja, Wibisana Rintis & Partners (PWC) and the Audit Committee to deliver the Bank's Financial Statements for December 2019 Position.	√	√	√	-

the Audit Committee members, Audit Committee meeting can also invite the Internal Audit Work Unit/Integrated & Anti Fraud Division and/or the Director in charge of the Division, as well as the Bank's Executive Officers, public accounting firm that is appointed as the Bank's external auditors, or expert advisors, if needed.

### Meeting Frequency and Attendance of Audit Committee

In 2020, the Audit Committee held 8 (eight) 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 2020, meeting date, meeting Agenda and meeting Participants of Audit Committee are as follows.

Tanggal Date	Agenda	Peserta Rapat Meeting Participants			Alasan Tidak Hadir Reason for Absence
		Gunawan Tenggarahardja	Retno Dwijanti Widaningsih	Yozef Abdulrachman	
11 Mei 2020 11 May 2020	Evaluasi dan rekomendasi Komite Audit dalam penunjukkan akuntan publik dan/atau kantor akuntan publik untuk melakukan kaji ulang terhadap kinerja SKAI serta kaji ulang atas fungsi audit internal atas penggunaan teknologi informasi periode tahun 2017, 2018, 2019, serta sampai Juni 2020.  Evaluation and recommendation from the Audit Committee on the appointment of a public accountant and/or public accounting firm to review SKAI's performance and internal audit function on the use of information technology for the period of 2017, 2018, 2019, until June 2020.	√	√	√	-
19 Agustus 2020 19 August 2020	Membahas penerapan fungsi audit internal pada bank umum dan pelaksanaan audit SKAI Semester I 2020.  Discuss the implementation of internal audit function in commercial banks and the implementation of SKAI audit for Semester I 2020.	√	√	√	-
18 September 2020	Membahas hasil pemeriksaan KAP Heliantono terhadap kinerja Divisi SKAI tahun 2017, 2018, 2019, serta sampai Juni 2020.  Discuss the audit results of KAP Heliantono on SKAI Division's performance for 2017, 2018, 2019, until June 2020.	√	√	√	-
23 September 2020	Evaluasi dan rekomendasi Komite Audit dalam penunjukan akuntan publik dan/atau kantor akuntan publik tahun 2020.  Evaluation by and recommendation from the Audit Committee on the appointment of public accountant and/or public accounting firm for 2020.	√	√	√	-
4 November 2020	Kick off meeting dengan PWC untuk general audit tahun 2020.  Kick off meeting with PWC for general audit in 2020.	√	√	√	-
18 November 2020	Membahas <i>operating expense</i> dan <i>capital expenditure</i> SKAI 2021 dan pembaruan audit SKAI per posisi September 2020.  Discuss operating expenses and capital expenditure of SKAI 2021 and SKAI audit updates per September 2020 position.	√	√	√	-

### Laporan Singkat Pelaksanaan Kegiatan Komite Audit Tahun 2020

Sepanjang tahun 2020, Komite Audit telah melakukan penelaahan dan peninjauan, baik melalui analisa laporan maupun melalui rapat yang hasilnya disampaikan kepada Dewan Komisaris, antara lain:

1. Menyelenggarakan rapat Komite Tata Kelola Terintegrasi pada 12 Februari 2020 dalam rangka membahas kondisi terkini konglomerasi keuangan Grup Victoria dan mendengarkan penjelasan Satuan Kerja Manajemen Risiko Terintegrasi dan

### Brief Report on the Implementation of Audit Committee Activities in 2020

Throughout 2020 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. Hold the Integrated Governance Committee meeting on 12 February 2020 in the context of discussing the current condition of Victoria Group' financial conglomeration and listening to the explanation of the Integrated Risk

Satuan Kerja Kepatuhan Terintegrasi periode semester II 2019, dengan agenda:

- a. Gap pemenuhan tata kelola oleh Lembaga Jasa Keuangan; dan
- b. Kerangka tata kelola terintegrasi.

2. Menyelenggarakan rapat Komite Tata Kelola Terintegrasi pada 7 Agustus 2020 dalam rangka membahas kondisi terkini konglomerasi keuangan Grup Victoria dan mendengarkan penjelasan Satuan Kerja Manajemen Risiko Terintegrasi dan Satuan Kerja Kepatuhan Terintegrasi periode semester I 2020, dengan agenda:

- a. Dasar peraturan;
- b. Gap pemenuhan tata kelola oleh Lembaga Jasa Keuangan;
- c. Kerangka tata kelola terintegrasi;
- d. Struktur manajemen;
- e. Kinerja keuangan;
- f. Keuangan berkelanjutan;
- g. Konsolidasi bank umum; dan
- h. Rancangan Peraturan Otoritas Jasa Keuangan Redefinisi Konglomerasi Keuangan.

Management Work Unit and Integrated Compliance Work Unit for semester II 2019, with the agenda:

- a. Fulfillment of governance gap by Financial Services Institution; and
- b. Integrated governance framework.

2. Hold the Integrated Governance Committee meeting on 7 August 2020 in the context of discussing the current condition of Victoria Group' financial conglomeration and listening to the explanation of the Integrated Risk Management Work Unit and Integrated Compliance Work Unit for semester I 2019, with the agenda:

- a. Basis of regulations;
- b. Fulfillment of governance gap by Financial Services Institution;
- c. Integrated governance framework;
- d. Management structure;
- e. Financial performance;
- f. Sustainable finance;
- g. Consolidation of Commercial Banks; and
- h. Draft of Financial Services Authority Regulation on Redefinition of Financial Conglomeration.

## 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 pengawasan 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 Komisaris Entitas Utama dalam Rangka Tata Kelola Terintegrasi Group Konglomerasi Keuangan PT Bank Victoria International Tbk;

## Integrated Governance Committee

As a financial service institution that has ownership and/or control relationship in financial services conglomeration, the Bank must implement governance in an integrated manner in order to increase the complexity of transactions and interactions among financial service institutions in the 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. Financial Services Authority Circular No. 14/SEOJK.03/2015 dated 25 May 2015 on Implementation of Integrated Risk Management for Financial Conglomeration;
2. Financial Services Authority Circular No. 15/SEOJK.03/2015 dated 25 May 2015 on Implementation of Integrated Governance for Financial Conglomeration;
3. Board of Directors' Letter No. 052/DIR-EKS/03/15 dated 26 March 2015 on Report of Financial Services Institution of Main Entity and Financial Services Institution as member of Financial Conglomeration;
4. Board of Commissioners' Decision Letter No. 002/SKKOM/04/05/15 dated 29 May 2015 on Implementation of Board of Directors and Board of Commissioners of Main Entity in the context of Integrated Governance of Financial Conglomeration Group of PT Bank Victoria International Tbk;



- Peraturan Otoritas Jasa Keuangan No. 17/POJK.03/2014 tanggal 18 November 2014 tentang Penerapan Manajemen Risiko Terintegrasi bagi Konglomerasi Keuangan; dan
- Peraturan Otoritas Jasa Keuangan No. 18/POJK.03/2014 tanggal 18 November 2014 tentang Penerapan Tata Kelola Terintegrasi bagi Konglomerasi Keuangan.

### 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*.

### Tugas dan Tanggung Jawab Komite Tata Kelola Terintegrasi

Uraian tugas dan tanggung jawab Komite Tata Kelola Terintegrasi sebagai berikut.

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2020 2020 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 Grup Victoria dan penjelasan Satuan Kerja Manajemen Risiko Terintegrasi dan Satuan Kerja Audit Internal Terintegrasi periode semester I dan II 2020.</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 2020.</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 2019, namun Komite Tata Kelola Terintegrasi memberikan saran beberapa hal perlu ditindak lanjut sebagai berikut.</p> <ol style="list-style-type: none"> <li>Bila terdapat gap pemenuhan tata kelola oleh masing-masing LJK, maka segera diselesaikan sesuai dengan ketentuan dan perundang-undangan yang berlaku; dan</li> <li>Dalam hal penyampaian Laporan Tata Kelola Terintegrasi masing-masing LJK tidak melewati tengat waktu dan memastikan validitas dan akurasi data.</li> </ol> <p>In general, the Integrated Governance, particularly <i>Good Corporate Governance</i>, was already better than that of the second semester of 2019, 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"> <li>If there is a gap in compliance with governance by each LJK, it shall be resolved immediately in accordance with the prevailing laws and regulations; and</li> <li>In terms of submission of Integrated Governance Report, each LJK shall not pass the deadline and shall ensure the data validity and accuracy.</li> </ol>
<p>Melaksanakan rapat paling sedikit 1(satu) kali setiap semester. Hold meetings at least 1(one) time each semester.</p>	<p>Telah melaksanakan rapat sebanyak 2 (dua) kali pada tahun 2020. Held 2 (two) meetings in 2020.</p>

### Wewenang Komite Tata Kelola Terintegrasi

Wewenang Komite Tata Kelola Terintegrasi yaitu:

- 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

- Financial Services Authority Regulation No. 17/SEOJK.03/2014 dated 18 November 2014 on Implementation of Integrated Risk Management for Financial Conglomeration; and
- Financial Services Authority Regulation No. 18/SEOJK.03/2014 dated 18 November 2014 on Implementation of Integrated Risk Management for Financial Conglomeration.

### 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 the Board of Directors' Decision Letter No. 003/SK-DIR/10/15 dated 27 October 2015 on Guideline and Code of Conduct of Victoria Group's Integrated Governance Committee, which was amended based on Board of Directors' Decision No. 006/SK-DIR/06/17 dated 20 June 2017 on Guideline and Code of Conduct of the Integrated Governance Committee.

### Duties and Responsibilities of Integrated Governance Committee

Description of duties and responsibilities of the Integrated Governance Committee are as follows.

### Authority of The Integrated Governance Committee

The authority of the Integrated Governance Committee includes:

- Providing recommendations related to the integrated governance implementation to improve GCG quality in the Financial Conglomeration so that the integration between Bank Victoria as Victoria Group's Main Entity and the entire Victoria Group's Financial Services Institutions (FSI) can



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 RUPS.

#### Periode 8 Agustus 2017-2020

Struktur dan keanggotaan Komite Tata Kelola Terintegrasi periode tahun 2020 berdasarkan Keputusan Direksi No. 003/SK-DIR/08/17 tanggal 8 Agustus 2017 yang ditunjukkan sebagai berikut.

Nama Name	Jabatan Position	Keterangan Description	Keahlian Expertise
Zaenal Abidin, PhD	Ketua Chairman	Komisaris Independen Independent Commissioner	Perbankan, Manajemen Risiko, dan <i>Good Corporate Governance</i> Banking, Risk Management, and <i>Good Corporate Governance</i>
Gunawan Tenggarahardja	Anggota Member	Komisaris/Komisaris Independen Commissioner/Independent Commissioner	Perbankan dan Bisnis Banking and Business

operate well and comply with the prudential principles, which eventually will result in a stable, highly competitive, and sustainable Financial Conglomeration;

2. Overseeing the implementation of governance in all Financial Services Institutions (FSI) to comply with the Integrated Governance Guidelines;
3. Supervising the execution of duties and responsibilities of the Board of Directors and providing direction or recommendation to the Board of Directors for the implementation of Integrated Governance Guidelines; and
4. Evaluating the Integrated Governance Guidelines periodically and providing direction to the 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, by 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 GSM.

#### Period of 8 August 2017-2020

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.

<b>Nama Name</b>	<b>Jabatan Position</b>	<b>Keterangan Description</b>	<b>Keahlian Expertise</b>
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 Risk Management Treasury 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 Manajemen Keuangan Insurance Risk Management 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 per 13 September 2019. / Effective in position as of 13 September 2019.

#### Periode 2020-Sekarang

Struktur dan keanggotaan Komite Tata Kelola Terintegrasi periode tahun 2020 berdasarkan Keputusan Direksi No. 003/SK-DIR/08/17 tanggal 8 Agustus 2017 yang ditunjukkan sebagai berikut.

#### 2020 Period-Present

The structure and composition of the Integrated Governance Committee for the 2020 period based on Board of Directors' Decision No. 003/SK-DIR/08/17 dated 8 August 2017 are shown as follows.

<b>Nama Name</b>	<b>Jabatan Position</b>	<b>Keterangan Description</b>	<b>Keahlian Expertise</b>
Zaenal Abidin, PhD	Ketua Chairman	Komisaris Independen 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
Achmad Friscantono*	Anggota Member	Komisaris Independen Bank Victoria Syariah Independent Commissioner of Bank Victoria Syariah	Manajemen Risiko Risk Management
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

Nama Name	Jabatan Position	Keterangan Description	Keahlian Expertise
Aldo Tjahaja	Anggota Member	Direktur Utama PT Victoria Investama Tbk President Director of PT Victoria Investama Tbk	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 Manajemen Keuangan Insurance Risk Management Finance Management
Jejei Kurnia	Anggota Member	Komisaris Independen PT Victoria Manajemen Investasi Independent Commissioner of PT Victoria Manajemen Investasi	Manajemen Investasi Investment Management
Hasan Basri Sagala	Anggota Member	Komisaris Independen PT Victoria Alife Indonesia Independent Commissioner of PT Victoria Alife Indonesia	Aqidah Filsafat Aqidah and Philosophy
Hertanto Tjahyasurya***	Anggota Member	Komisaris Utama PT Victoria Alife Indonesia President Commissioner of PT Victoria Alife Indonesia	Asuransi Insurance
Retno Dwijanti Widaningsih	Anggota Member	Komisaris Independen Bank Victoria Syariah President Commissioner of Bank Victoria Syariah	Perbankan dan Audit Banking and Audit
Yozef Abdulrachman	Anggota Member	Pihak Independen Independent Party	Manajemen Risiko dan Perbankan Risk Management and Banking

\* Menjabat sejak 26 Juni 2020. / In position since 26 June 2020.

\*\* Menjabat sampai 26 Juni 2020. / In position until 26 June 2020.

\*\*\* Menjabat sampai 31 Juli 2020. / In position until 31 July 2020.

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.

### Independence of the Integrated Governance Committee

The Bank's Integrated Governance Committee 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, Board of Directors, Main 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	Achmd Frisantono*	Djoko Nugroho**	Aldo Tjahaja	Hassanuddin	Vikas Tolani	Jejei Kurnia	Hasan Basri Sagala	Hertanto Tjahyasurya***	Retno Dwijanti Widaningsih	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, 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, 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.

\* Menjabat sejak 26 Juni 2020. / In position since 26 June 2020.

\*\* Menjabat sampai 26 Juni 2020. / In position until 26 June 2020.

\*\*\* Menjabat sampai 31 Juli 2020. / In position until 31 July 2020.

### 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 2020, Komite Tata Kelola Terintegrasi telah menyelenggarakan rapat sebanyak 2 (dua) kali dengan tingkat rata-rata kehadiran sebesar 73,08%. Berikut uraian frekuensi dan kehadiran rapat Komite Tata Kelola Terintegrasi.

Nama Name	Jabatan Position	Total Rapat Number of Meetings	Total Kehadiran	%
Zaenal Abidin, PhD	Ketua Chairman	2	2	100.00
Gunawan Tenggarahardja	Anggota Member	2	2	100.00
Oliver Simorangkir	Anggota Member	2	2	100.00

### 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.

### Meeting Frequency and Attendance of Integrated Governance Committee

Throughout 2020, the Integrated Governance Committee held 2 (two) meetings with the average attendance level of 73.08%. Below is the meeting frequency and attendance of Integrated Governance Committee.





## 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.

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 the applicable laws and regulations. Organs supporting the Board of Directors function as the main supporting organs in the implementation of good corporate governance.

### Komite Manajemen Risiko

Komite Manajemen Risiko adalah komite eksekutif dibawah Direksi yang berfungsi untuk memberikan rekomendasi kepada Direktur Utama dengan sepengetahuan Komisaris dalam pengevaluasian pelaksanaan, penyusunan strategi dan pedoman penerapan manajemen risiko, serta penyempurnaan pelaksanaan manajemen risiko berdasarkan hasil evaluasi pelaksanaan proses dan sistem manajemen risiko secara efektif. Pembentukan Komite ini dilakukan untuk memastikan bahwa penerapan manajemen risiko telah memadai sesuai skala dan kompleksitas usaha Bank.

### 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 evaluating implementation, preparing strategies and guidelines of risk management implementation, and refining the implementation of risk management based on evaluation results of the implementation of process and risk management system effectively. The Committee is established to ensure that the risk management implementation is already adequate according to the Bank's business scale and complexity.

### 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.

### 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.

### Struktur dan Keanggotaan Komite Manajemen Risiko

Berdasarkan Surat Keputusan Direksi No. 014/SK-DIR/10/17, susunan keanggotaan 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 SKAI/Integrated/Integrated & Anti Fraud.
3. Anggota Tidak Tetap: Kepala Divisi Lainnya di luar Anggota Tetap.

### Structure and 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 SKAI/Integrated & Anti Fraud Division.
3. Non-Permanent Members: Other Division Heads outside the Permanent Members.



## 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:

## 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 2020 2020 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"> <li>Mengkinikan kebijakan manajemen risiko yang disesuaikan dengan strategi Bank, yang tercermin dalam pengkinian profil risiko Bank;</li> <li>Merekendasikan <i>peer group</i> Bank yang memiliki kesamaan ukuran dan kompleksitas kegiatan usaha Bank; dan</li> <li>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.</li> </ol> <p>Preparing risk management policies and their amendments, which is performed as least 1 (once) a year, including risk management strategies, level of risk appetite 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"> <li>Updating the risk management policies to adjust to the Bank's strategies, which are reflected in the updates of the Bank's risk profile;</li> <li>Recommending the Bank's peer group that have similar size and complexity to the Bank's business activities; and</li> <li>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.</li> </ol>
<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 noneffectiveness 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"> <li>Evaluasi secara berkala terhadap parameter risiko inheren dan kualitas penerapan manajemen risiko Bank sesuai dengan kompleksitas dan karakteristik Bank;</li> <li>Penilaian sendiri kecukupan modal sesuai dengan profil risiko Bank (ICAAP); dan</li> <li>Stress test secara periodik melalui skenario spesifik dan pasar untuk mengantisipasi dan secara proaktif mengelola potensi terjadinya risiko.</li> </ol> <p>Updating and refining the risk management process, either periodically or incidentally, such as:</p> <ol style="list-style-type: none"> <li>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;</li> <li>Self-assessment of capital adequacy according to the Bank's risk profile (ICAAP); and</li> <li>Conducting periodic stress test through specific scenario and market to anticipate and proactively manage potential risks.</li> </ol>
<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"> <li>Pelampauan ekspansi usaha yang signifikan dibandingkan dengan Rencana Bisnis Bank yang telah ditetapkan sebelumnya; dan</li> <li>Pengambilan posisi/eksposur risiko yang melampaui limit yang telah ditetapkan.</li> </ol> <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"> <li>Business expansion that significantly exceeds the pre-determined one in the Bank's Business Plan; and</li> <li>Taking a risk position/exposure that exceeds the predetermined limit.</li> </ol>

## Tugas dan Tanggung Jawab Komite Manajemen Risiko

Berdasarkan Surat Keputusan Direksi No. 017/SK-DIR/02/20, tugas dan tanggung jawab Komite Manajemen Risiko sebagai berikut.

1. Melakukan pengembangan atas penerapan budaya risiko untuk setiap jenjang organisasi;
2. Mengevaluasi dan menyesuaikan Kebijakan dan Pedoman Umum Penerapan Manajemen Risiko 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 risiko secara keseluruhan (*composite*), per jenis risiko, dan per jenis aktivitas fungsional Bank dan *stress testing* guna mengetahui dampak dari implementasi kebijakan dan strategi manajemen risiko;
  - c. Pengkajian secara berkala terhadap proses manajemen risiko;
  - d. Pemantauan kajian terhadap usulan aktivitas/produk baru dan penerbitan produk dan/atau pelaksanaan aktivitas tertentu, termasuk mengevaluasi sistem dan prosedur yang digunakan serta dampaknya terhadap eksposur risiko Bank secara keseluruhan; dan
  - e. Pengungkapan manajemen risiko paling sedikit mencakup kinerja manajemen risiko dan arah Kebijakan Manajemen Risiko.

## Rapat Komite Manajemen Risiko

Dalam melaksanakan tugas dan tanggung jawabnya, Komite Manajemen Risiko melaksanakan rapat yang diselenggarakan sesuai kebutuhan dan sedikitnya mengadakan rapat 4 (empat) kali dalam 1 (satu) tahun. Rapat Komite Manajemen Risiko dinyatakan kuorum apabila dihadiri oleh minimal 51,00% dari anggota tetap. Selama tahun 2020, Komite Manajemen Risiko telah melaksanakan rapat sebanyak 5 (lima) kali dan dihadiri oleh anggota Komite Manajemen Risiko dengan agenda rapat membahas pelaksanaan berbagai program kerja, yaitu:

1. Memberikan masukan kepada Direksi dalam penyusunan kebijakan, strategi, dan kerangka manajemen risiko;
2. Mengembangkan prosedur dan alat untuk identifikasi, pengukuran, pemantauan, dan pengendalian risiko;
3. Mendesain dan menerapkan perangkat yang dibutuhkan dalam penerapan manajemen risiko;
4. Memantau implementasi kebijakan, strategi, dan kerangka manajemen risiko yang direkomendasikan oleh Komite Manajemen Risiko dan yang telah disetujui oleh Direksi;
5. Memantau posisi atau eksposur risiko secara keseluruhan maupun per risiko, termasuk pemantauan kepatuhan terhadap toleransi risiko dan limit yang ditetapkan;
6. Membahas *stress testing* guna mengetahui dampak dari implementasi kebijakan dan strategi manajemen risiko terhadap portofolio atau kinerja Bank secara keseluruhan;
7. Memantau kajian usulan aktivitas dan/atau produk baru yang dikembangkan oleh *Risk Taking Unit*. Pengkajian difokuskan

## Duties and Responsibilities of Risk Management Committee

Based on the Board of Directors' Decision Letter No. 017/SK-DIR/02/20, the duties and responsibilities of the Risk Management Committee are as follows.

1. Developing the implementation of risk culture for each organizational level;
2. Evaluating and adjusting the Risk Management 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 in overall (*composite*), per type of risks, and per type of functional activity of the Bank and stress testing in order to know the impact of the implementation of risk management policies and strategies;
  - c. Conducting periodic review on risk management process;
  - d. Monitoring of review of proposed new activities/products and issuance of products and/or implementation of certain activities, including evaluating the system and procedure used, and the impact on the Bank's risk exposure in overall; and
  - e. Risk Management disclosure of at least the risk management performance and policy direction.

## Risk Management Committee Meetings

In carrying out its duties and responsibilities, the Risk Management Committee holds meetings as necessary but at least holds 4 (four) meetings in 1 (one) year. The Risk Management Committee meeting is declared a quorum if attended by a minimum of 51.00% of the permanent members. Throughout 2020, the Risk Management Committee held 5 (five) meetings, attended by the the Risk Management Committee, with the meeting agenda to discuss the implementation of various work programs, which are:

1. Giving input to the Board of Directors in preparing the risk management policies, strategy, and framework;
2. Developing procedures and tools for risk identification, measurement, monitoring, and control;
3. Designing and implementing the tools required in risk management implementation;
4. Monitoring the implementation of risk management policies, strategies, and framework recommended by the Risk Management Committee and have been approved by the Board of Directors;
5. Monitoring risk positions or exposures in overall and per risk, including monitoring of compliance with risk tolerance and limits defined;
6. Discussing the stress testing in order to know the impact of risk management policy and strategy implementation on the Bank's portfolio or overall performance;
7. Reviewing proposal of new activities and/or products developed by the Risk Taking Unit. The review focuses on

pada aspek kemampuan untuk mengelola aktivitas dan/atau produk baru, termasuk kelengkapan sistem dan prosedur yang digunakan, serta dampaknya terhadap eksposur risiko secara keseluruhan;

8. Memberikan rekomendasi kepada *Risk Taking Unit* dan/atau kepada Komite Manajemen Risiko terkait penerapan manajemen risiko;
9. Memastikan laporan profil risiko, *Risk Based Bank Rating* (RBBR), dan *Internal Capital Adequacy Assessment Process* (ICAAP) telah sesuai dengan ketentuan yang berlaku dan telah disampaikan atau dilaporkan kepada Direktur Utama, Direktur Manajemen Risiko dan Kepatuhan, Komite Manajemen Risiko, serta kepada Otoritas Pengawas Bank secara berkala;
10. Mengevaluasi akurasi dan validitas data yang digunakan oleh Bank untuk keperluan internal;
11. Memantau kaji ulang secara berkala dengan frekuensi yang disesuaikan kebutuhan untuk memastikan kecukupan kerangka manajemen risiko, keakuratan metodologi penilaian risiko, dan kecukupan sistem informasi manajemen risiko, seperti mengevaluasi parameter, *risk appetite*, dan *risk tolerance* pada profil risiko setiap minimal 1(satu) tahun sekali sesuai perkembangan kompleksitas dan skala usaha Bank;
12. Memastikan pelaksanaan *Business Impact Analysis* (BIA) dan *risk assessment* yang merupakan dasar dalam penerapan *Business Continuity Plan* (BCP) untuk menjamin operasional Bank tetap berfungsi walaupun terdapat gangguan atau bencana;
13. Melakukan pemantauan *liquidity contingency plan*; dan
14. Memastikan pengungkapan manajemen risiko dalam laporan publikasi Bank yang mencakup kinerja manajemen risiko dan arah kebijakan manajemen risiko.

aspect of ability to manage new activity and/or product, including the completeness of system and procedure used, as well as the impact on the risk exposure in overall.

8. Providing recommendation to Risk-Taking Unit and/or Risk Management Committee related to risk management implementation;
9. Ensuring that risk profile report, Risk Based Bank Rating (RBBR), and Internal Capital Adequacy Assessment Process (ICAAP) are in accordance with the applicable regulations and have been submitted or reported to the President Director, Director of Risk Management and Compliance, Risk Management Committee, and the Authority of Bank supervisors periodically;
10. Evaluating the accuracy and validity of data used by the Bank for internal purposes;
11. Monitoring periodic reviews with a frequency adjusted as needed to ensure adequacy of risk management framework, accuracy of risk assessment methodology, and adequacy of risk management information system, such as evaluating parameters, risk appetite, and risk tolerance on risk profile at least once every 1 (one) year according to the development in the Bank's business complexity and scale;
12. Ensuring the implementation of Business Impact Analysis (BIA) and risk assessment, which are the basis for the implementation of Business Continuity Plan (BCP) to ensure that the Bank's operations shall continue to operate despite any disruption or disaster;
13. Monitoring the liquidity contingency plan; and
14. Ensuring disclosure of risk management in the Bank's publication report, which includes risk management performance and risk management policy direction.

## Komite Manajemen Risiko Terintegrasi

Komite Manajemen Risiko Terintegrasi merupakan komite eksekutif, yang berfungsi untuk membantu Direksi Bank selaku Entitas Utama dalam 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. 17/POJK.03/2014 tanggal 18 November 2014 tentang Penerapan Manajemen Risiko Terintegrasi bagi Konglomerasi Keuangan dan Surat Edaran Otoritas Jasa Keuangan No. 14/SE0JK.03/2015 tanggal 25 Mei 2015 tentang Penerapan Manajemen Risiko Terintegrasi.

## Integrated Risk Management Committee

The Integrated Risk Management Committee is an executive committee with functions to assist the Bank's Board of Directors as the Main Entity in performing monitoring and evaluation process by delivering the main focus of material and significant risk exposure of Victoria Group financial conglomeration to improve 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. 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/SE0JK.03/2015 dated 25 May 2015, on the Implementation of Integrated Risk Management.

## Tugas dan Tanggung Jawab Komite Manajemen Risiko Terintegrasi

Berdasarkan Surat Keputusan Direksi No. 004/SK-DIR/09/15, Komite Manajemen Risiko Terintegrasi Grup Victoria melaksanakan tugas sebagai berikut.

1. Mengembangkan penerapan budaya risiko secara terintegrasi sebagai bagian dari penerapan manajemen risiko terintegrasi Grup Victoria;
2. Melaksanakan kebijakan manajemen risiko terintegrasi yang telah ditetapkan;
3. Memberikan rekomendasi kepada Direksi Entitas Utama dalam hal penyempurnaan kebijakan manajemen risiko terintegrasi serta perbaikan atau penyempurnaan kebijakan manajemen risiko terintegrasi berdasarkan hasil evaluasi pelaksanaan;
4. Mengarahkan, menyetujui, memantau, mengevaluasi, dan menyesuaikan kebijakan dan/atau pedoman umum penerapan manajemen risiko terintegrasi sesuai dengan ukuran dan kompleksitas usaha anggota Grup Victoria secara terintegrasi;
5. Memastikan penerapan manajemen risiko terintegrasi pada masing-masing anggota Grup Victoria;
6. Mengevaluasi arah, strategi, dan program manajemen risiko terintegrasi Grup Victoria; dan
7. Memantau posisi atau eksposur risiko secara keseluruhan dan/atau per jenis risiko dari anggota Grup Victoria secara terintegrasi.

## Struktur dan Keanggotaan Komite Manajemen Risiko Terintegrasi

Berdasarkan Surat Keputusan Direksi No. 004/SK-DIR/06/20 tanggal 26 Juni 2020, 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
    - Unit 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

## Duties and Responsibilities of the Integrated Risk Management Committee

Based on Board of Directors' Decision Letter No. 004/SK-DIR/09/15, the Integrated Risk Management Committee of Victoria Group perform its duties as follows.

1. Developing the risk culture in an integrated manner as part of the implementation of Victoria Group's integrated risk management;
2. Implementing the established integrated risk management policy;
3. Providing recommendations to the Board of Directors of the Main Entity in terms of improving the integrated risk management policy and improving or refining the integrated risk management policy based on the implementation evaluation results;
4. Directing, approving, monitoring, evaluating, and adjusting the policies and/or general guidelines on implementation of integrated risk management in accordance with the business size and complexity of Victoria Group members in an integrated manner;
5. Ensuring the implementation of integrated risk management for each member of Victoria Group;
6. Evaluating the direction, strategy, and integrated risk management program of Victoria Group; and
7. Monitoring the position or risk exposure in overall and/or per type of risk of Victoria Group members in an integrated manner.

## Structure and Composition of Integrated Risk Management Committee

Based on Board of Directors' Decision Letter No. 004/SKDIR/06/20 dated 26 June 2020, 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
    - Risk Management Unit
  - 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
    - Direktur 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
4. Anggota Tidak Tetap :  
Pejabat terkait dari anggota Grup Victoria Terintegrasi.

### 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. Rapat Komite Manajemen Risiko Terintegrasi dinyatakan kuorum apabila dihadiri oleh minimal 51,00% dari anggota tetap. Sepanjang tahun 2020, 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 terkait program kerja yang telah dilaksanakan, diantaranya:

1. Membahas profil risiko terintegrasi dan kecukupan pemenuhan modal minimum terintegrasi secara berkala;
2. Memastikan laporan profil risiko terintegrasi dan kecukupan pemenuhan modal minimum terintegrasi telah sesuai dengan ketentuan yang berlaku dan telah disampaikan atau dilaporkan kepada Direktur dari Entitas Utama yang membawahi fungsi manajemen risiko terintegrasi, Komite Manajemen Risiko Terintegrasi, serta pihak regulator secara berkala;
3. Melakukan pemantauan risiko, baik per jenis risiko maupun secara terintegrasi;
4. Mengevaluasi secara berkala terhadap parameter risiko *inherent* dan kualitas penerapan manajemen risiko terintegrasi sesuai dengan kompleksitas dan karakteristik setiap LJK dalam konglomerasi keuangan Grup Victoria untuk memastikan keakuratan metodologi penilaian risiko, kecukupan implementasi sistem informasi manajemen dan ketepatan kebijakan, serta prosedur dan penetapan limit risiko;
5. Membahas *stress test* secara periodik melalui skenario spesifik dan skenario pasar untuk mengantisipasi dan secara proaktif mengelola potensi terjadinya risiko;
6. Memberikan masukan kepada Komite Manajemen Risiko Terintegrasi dalam rangka penyusunan dan penyempurnaan Kebijakan Manajemen Risiko Terintegrasi;
7. Melakukan pemantauan terhadap *financial highlight* setiap LJK dalam konglomerasi keuangan Grup Victoria; dan
8. Melakukan sosialisasi khususnya dampak dan pengaruh dari rancangan atau penerapan Peraturan Otoritas Jasa Keuangan Redefinisi Konglomerasi Keuangan kepada anggota konglomerasi keuangan Grup Victoria.

- e. Victoria Manajemen Investasi
    - Director 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
4. Non-Permanent Members :  
Relevant Officers from members of Integrated Victoria Group.

### 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. The Integrated Risk Management Committee meeting is declared a quorum if attended by at least 51.00% of the permanent members. Throughout 2020, the Integrated Risk Management Committee held 4 (four) meetings attended by the Committee members. The meeting agenda of the Integrated Risk Management Committee of Victoria Group financial conglomeration related to the work programs that have been implemented is as follows:

1. Discussing the integrated risk profile and adequacy of fulfillment of the integrated minimum capital on a regular basis;
2. Ensuring that the integrated risk profile report and adequacy of fulfillment of the integrated minimum capital are in accordance with the applicable regulations and have been submitted/ reported to the Director of the Main Entity in charge of the integrated risk management function, the Integrated Risk Management Committee, and the regulators on a regular basis;
3. Conducting risk monitoring, either per type of risks or in an integrated manner;
4. Conducting periodic evaluations of inherent risk parameters and the quality of integrated risk management implementation according to the complexity and characteristics of each Financial Services Institution in Victoria Group's financial conglomeration to ensure the accuracy of risk assessment methodology, adequacy of implementation of management information system and policy accuracy, as well as procedures and risk limit determination;
5. Discussing stress test periodically through specific scenario and market scenario to anticipate and proactively manage the potential risks;
6. To provide input to the Integrated Risk Management Committee for the purpose of preparation and refinement of Integrated Risk Management Policies;
7. Monitoring the financial highlights of each LJK in Victoria Group financial conglomeration; and
8. Disseminating in particular the impact and influence of the draft or implementation of Financial Services Authority Regulation on Redefinition of Financial Conglomeration to members of Victoria Group financial conglomeration.

## Assets and Liability Committee

Assets and Liabilities Committee (ALCO) merupakan Komite yang berfungsi sebagai wadah bagi Assets and Liabilities Management (ALMA) dalam memproses perencanaan dan pengendalian sumber penggunaan dana perbankan yang terkoordinasi, yang dijalankan secara konsekuen dengan prinsip kehati-hatian dan dengan memperhatikan perkembangan faktor-faktor yang mempengaruhi operasi perbankan, baik itu berasal dari luar ataupun struktural yang berasal dari dalam. 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.

## Assets and Liabilities Committee

Assets and Liabilities Committee (ALCO) is a committee serving as a forum for Assets and Liabilities Management (ALMA) in the process of planning and controlling coordinated banking funds utilization source, in which its function is implemented consistently with the prudential principles and by considering the development of any factor affecting banking operations, whether it comes from external party or internal structure. In performing the function, ALCO is supported by ALCO Support for obtaining, processing, analyzing, and formulating entire data on assets and liabilities, and the data is then submitted to the 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 2020 2020 Realization
<p>Memantau dan memperhatikan struktur neraca dan memaksimalkan profitabilitas. Monitoring and overseeing the balance sheet structure and maximizing profitability.</p>	<p>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.</p>
<p>Merencanakan, menetapkan, dan mengendalikan sumber dan penggunaan dana Bank. Planning, establishing, and controlling the source and use of Bank funds.</p>	<p>Menjaga pertumbuhan assets and liabilities sesuai dengan Rencana Bisnis Bank. Maintaining the growth of assets and liabilities in accordance with the Bank's Business Plan.</p>
<p>Menetapkan tingkat suku bunga kredit maupun pendanaan. Establishing interest rates on credit and funding.</p>	<p>Mengevaluasi tingkat suku bunga Bank. Evaluating the Bank's interest rates.</p>
<p>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.</p>	<p>Mengawasi risiko-risiko likuiditas dan struktur neraca Bank. Supervising the Bank's liquidity risks and balance sheet structure.</p>
<p>Merumuskan, menetapkan dan mengevaluasi kebijakan, strategi, dan sasaran dalam bidang-bidang ALMA, yaitu: a. Manajemen Strategi; b. Manajemen Likuiditas; c. Manajemen Gap; dan d. Manajemen Investasi dan Pendapatan (Pricing). Formulating, establishing, and evaluating policies, strategies, and objectives in the areas of ALMA, which are: a. Strategic Management; b. Liquidity Management; c. Gap Management; and d. Investment and Pricing Management.</p>	<p>a. Melakukan evaluasi terhadap maturity gap; b. Meningkatkan fee based income melalui diversifikasi produk/aktivitas baru; c. Menjaga tingkat profitabilitas bank pada tingkat yang sehat; dan d. Mengelola tingkat likuiditas Bank dalam rangka menjaga tingkat likuiditas yang sehat dan sesuai ketentuan Bank Indonesia. a. Evaluating the maturity gap; b. Increasing fee-based income through diversification of new products/activities; c. Maintaining the Bank's profitability level at a sound level; and d. Managing the Bank's liquidity level in order to maintain sound liquidity level and in accordance with Bank Indonesia regulation.</p>
<p>Memantau dan memperhatikan perkembangan kondisi ekonomi mikro maupun makro, seperti inflasi, nilai tukar, dan perkembangan suku bunga yang dapat memengaruhi kinerja Bank. 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. Evaluating the progress and prospects of economic indicators and analyzing their impact on the Bank's deposit, credit, and profitability positions.</p>



## Komposisi 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 ALCO, yaitu:

1. Ketua : Direktur Utama
2. Sekretaris : Kepala Divisi *Treasury*
3. Anggota Tetap :
  - a. Seluruh Direksi;
  - b. Seluruh SEVP;
  - c. Seluruh Kepala Divisi pada Direktorat Bisnis;
  - d. Kepala Divisi *Risk Management/Integrated*; dan
  - e. Kepala Divisi *Finance and Accounting*.
4. Anggota Tidak Tetap:  
Divisi atau Unit Kerja Lain.

## Kedudukan ALCO dalam Struktur Organisasi

Kedudukan ALCO dalam struktur organisasi berada di bawah Direksi.

## Pihak yang Mengangkat dan Memberhentikan Ketua ALCO

Ketua ALCO diangkat dan diberhentikan oleh Direksi.

## Rapat ALCO

Dalam melaksanakan tugasnya, ALCO melaksanakan rapat sekurang-kurangnya 1 (satu) kali dalam 1 (satu) bulan atau sewaktu-waktu sesuai dengan kebutuhan.

Sepanjang tahun 2020, ALCO telah mengadakan rapat sebanyak 12 kali dengan rata-rata tingkat kehadiran sebesar 96,00%. Agenda rapat ALCO sebagai berikut.

1. Tindak lanjut rapat ALCO sebelumnya;
2. Ekonomi moneter;
3. Ekonomi makro;
4. Portofolio surat berharga dan aktivitas treasuri;
5. Manajemen risiko pasar dan likuiditas;
6. Kinerja Bank Victoria;
7. Dana pihak ketiga;
8. Kredit; dan
9. Keputusan ALCO.

## Komite Kredit

Komite Kredit adalah komite yang terdiri dari anggota Direksi, SEVP, *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.

## ALCO Composition

Based on Board of Directors' Decision Letter No. 009/SKDIR/03/2019 on the Composition of *Assets and Liabilities Committee* (ALCO) of PT Bank Victoria International Tbk, the composition of the ALCO is as follows:

1. Chairman : President Director
2. Secretary : Head of Treasury Division
3. Member :
  - a. All Members of Board of Directors;
  - b. All SEVP;
  - c. All Division Head in the Business Directorate;
  - d. Head of Risk Management/Integrated Division; and
  - e. Head of Finance and Accounting Division.
4. Non-Permanent Members:  
Other Divisions or Work Units.

## ALCO Position in the Organizational Structure

The position of ALCO in the organizational structure is under the Board of Directors.

## Party Appointing and Dismissing the Chairperson of ALCO

The Chairman of ALCO is appointed and discharged by the Board of Directors.

## ALCO Meetings

In performing its duties, ALCO conducts meetings at least 1 (once) a month or at any time as necessary.

Throughout 2020, ALCO held 12 (twelve) meetings with an average attendance level of 96.00%. ALCO's meeting agenda is as follows.

1. Follow-up of ALCO's previous meetings;
2. Monetary economics;
3. Macro economics;
4. Portfolio of securities and treasury activities;
5. Management of market risk and liquidity;
6. Performance of Bank Victoria;
7. Third-Party Deposits (DPK);
8. Loans; and
9. ALCO Resolution.

## Credit Committee

Credit Committee is a committee consisting of members of the Board of Directors, SEVP, *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.



## 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/02/20 tanggal 27 Februari 2020 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:

- a. Direktur Utama sebagai Ketua merangkap sebagai anggota;
- b. Wakil Direktur Utama sebagai anggota;
- c. Direktur Bisnis sebagai anggota;
- d. Direktur Keuangan sebagai anggota;
- e. SEVP atau *Division Head* pengusul yang mengelola jenis fasilitas penyediaan dana yang diproses, sebagai anggota dan sebagai sumber informasi yaitu:
  - SEVP of Corporate & Commercial Banking;
  - Kepala Divisi SME Banking;
  - Kepala Divisi Multifinance & Consumer Banking;
  - Kepala Divisi International Banking; dan
  - Kepala Divisi Special Asset Management.
- f. Kepala Divisi Credit Risk Review.

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/*unanimous*. Apabila terjadi perbedaan keputusan antar anggota Komite Kredit pemutus, maka kredit

## 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, Board of Commissioners' Decision Letter No. 001/SK-KOM/02/20 dated 27 February 2020 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:

- a. The President Director as Chairman and concurrently a member;
- b. Deputy President Director as a member;
- c. Director of Business as a member;
- d. Director of Finance as a member;
- e. SEVP 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:
  - SEVP of Corporate & Commercial Banking;
  - Head of SME Banking Division;
  - Head of Multifinance & Consumer Banking Division;
  - Head of International Banking Division; and
  - Head of Special Asset Management Division.
- f. Head of Credit Risk Review Division.

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 Credit 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.

dianggap tidak disetujui. Selama tahun 2020, Komite Kredit telah mengadakan rapat sebanyak 110 kali dengan rata-rata tingkat kehadiran sebesar 74,36%. Agenda rapat tersebut membahas:

- Klien korporasi;
- Klien komersial;
- Klien *small medium enterprises* (SME);
- Klien *financial institution*;
- Klien perusahaan pembiayaan;
- Klien konsumen; dan
- Klien *special asset management*.

## Komite Kebijakan Perkreditan

Komite Kebijakan Perkreditan merupakan komite yang membantu Direksi dalam merumuskan kebijakan, mengawasi pelaksanaan kebijakan, memantau perkembangan dan kondisi portofolio perkreditan, serta memberikan saran-saran langkah perbaikan.

### 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.

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2020 2020 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>
<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>.</p> <p>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.</p> <p>Evaluating and updating credit policies, including changes to the credit process.</p>

Throughout 2020, the Credit Committee held 110 meetings with the average attendance level of 74.36%. The meetings discussed:

- Corporate clients;
- Commercial clients;
- Small medium enterprises (SME) clients;
- Financial institutions clients;
- Financing companies clients;
- Consumer clients; and
- Special asset management clients;

## Credit Policy Committee

Credit Policy Committee is a committee that assists the Board of Directors in formulating any policy, monitoring policy implementation, monitoring the development and condition of the credit portfolio, and providing suggestions for improvement.

### 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 2020 2020 Realization
<p>Memantau dan mengevaluasi:</p> <ol style="list-style-type: none"> <li>Perkembangan dan kualitas portofolio perkreditan secara keseluruhan;</li> <li>Kebenaran pelaksanaan kewenangan memutus kredit;</li> <li>Kebenaran proses pemberian kredit, perkembangan dan kualitas yang diberikan kepada pihak yang terkait dengan Bank dan debitur-debitur besar;</li> <li>Kebenaran pelaksanaan ketentuan batas maksimum pemberian kredit;</li> <li>Ketaatan terhadap ketentuan perundang-undangan dan peraturan lainnya dalam pelaksanaan pemberian kredit;</li> <li>Penyelesaian kredit bermasalah sesuai dengan yang diterapkan dalam kebijakan perkreditan Bank; dan</li> <li>Upaya Bank dalam memenuhi kecukupan jumlah penyisihan penghapusan kredit.</li> </ol> <p>To monitor and evaluate:</p> <ol style="list-style-type: none"> <li>The development and quality of the credit portfolio in overall;</li> <li>The truth in implementing authority to make decision on credit;</li> <li>The truth of the credit distribution process, the progress and quality given to parties related to the Bank and major debtors;</li> <li>The truth of the implementation of the provisions on the maximum credit limit;</li> <li>Adherence to the provisions of legislation and other regulations in th implementation of credit provision;</li> <li>The settlement of non-performing loans in accordance with those applied in the Bank's credit policy; and</li> <li>The Bank's efforts to meet the adequacy of the allowance for credit writeoff.</li> </ol>	<p>Komite Kebijakan Perkreditasn telah memantau dan mengevaluasi pemberian kredit Bank selama tahun 2020.</p> <p>The Credit Policy Committee has monitored and evaluated the Bank's credit distribution throughout 2020.</p>

### Komposisi Komite Kebijakan Perkreditan

Komposisi anggota Komite Kebijakan Perkreditan terdiri dari:

- Ketua: Direktur Utama
- Wakil Ketua merangkap Anggota:  
Direktur Bisnis
- Sekretaris merangkap Anggota:  
Kepala Divisi dan Wakil Kepala Divisi *Credit Analyst*
- Anggota:
  - Wakil Direktur Utama;
  - Direktur Keuangan;
  - Direktur Kepatuhan dan Manajemen Risiko;
  - SEVP of Corporate & Commercial Banking*;
  - Kepala Unit *Multifinance and Consumer Banking*;
  - Kepala Unit *Business Support*;
  - Kepala Unit *Corporate Lending*;
  - Kepala Divisi *International Lending*;
  - Kepala Divisi *Loan Administration*;
  - Kepala Divisi dan/atau Wakil Kepala Divisi *Corporate Legal*;
  - Kepala Divisi Risk Management/Integrated;
  - Kepala Divisi *Compliance, AML/Integrated & System Procedure*; dan
  - Kepala Divisi *SKAI/Integrated and Anti Fraud*.

### 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.

### Composition of Credit Policy Committee

Composition of Credit Policy Committee consists of:

- Chairman: President Director
- Vice Chairman concurrently as Member:  
Director of Business
- Secretary concurrently as Member:  
Head and Vice Head of Credit Analyst Division
- Member:
  - Deputy President Director;
  - Director of Finance;
  - Director of Compliance and Risk Management;
  - SEVP of Corporate & Commercial Banking*;
  - Head of Multifinance and Consumer Banking Unit;
  - Head of Business Support Unit;
  - Head of Corporate Lending Unit;
  - Head of International Lending Division;
  - Head of Loan Administration Division;
  - Head and/or Vice Head of Corporate Legal Division;
  - Head of Risk Management/Integrated Division;
  - Head of Compliance, AML/Integrated and System Procedure Division; and
  - Head of SKAI/Integrated and Anti Fraud Division.

### 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.

## Rapat Komite Kebijakan Perkreditan

Sepanjang tahun 2020, Komite Kebijakan Perkreditan tidak melakukan rapat internal. Namun demikian, Komite Kebijakan Perkreditan melakukan rapat bersama dengan *Credit Monitoring Group* (CMG) sebanyak 1 (satu) kali dalam sebulan. Agenda yang dibahas dalam rapat Komite Kebijakan Perkreditan dengan Komite Kredit meliputi kebijakan dan Batas Maksimum Pemberian Kredit (BMPK).

## Komite Teknologi Informasi

Komite Teknologi Informasi merupakan Komite yang berfungsi untuk membantu Direksi dalam menganalisa dan/atau mengevaluasi pelaksanaan pengelolaan di bidang teknologi informasi.

### 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.

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2020 2020 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 2020, Komite Teknologi Informasi membuat rencana strategis yang telah diuraikan pada bab Aspek Pendukung Bisnis dalam Laporan Tahunan ini.</p> <p>In 2020, 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 Otoritas Jasa Keuangan No. 38/POJK.03/2016 tanggal 7 Desember 2016 tentang Penerapan Manajemen Risiko dalam Penggunaan Teknologi Informasi oleh Bank Umum.</p> <p>Formulate information technology procedure policy in accordance with Financial Services Authority Regulation No. 38/POJK.03/2016 dated 7 December 2016 on Implementation of Risk Management in the Use of Information Technology for Commercial Bank.</p>	<p>Pada tahun 2020, Komite Teknologi Informasi merumuskan telah memiliki kebijakan, standar, dan prosedur penggunaan TI yang meliputi aspek:</p> <ul style="list-style-type: none"> <li>a. Manajemen;</li> <li>b. Pengembangan dan pengadaan;</li> <li>c. Operasional TI;</li> <li>d. Jaringan komunikasi;</li> <li>e. Pengamanan informasi;</li> <li>f. Rencana pemulihan bencana;</li> <li>g. Layanan perbankan elektronik;</li> <li>h. Penggunaan pihak penyedia jasa TI; serta</li> <li>i. Penyediaan jasa TI oleh Bank.</li> </ul> <p>In 2020, 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"> <li>a. Management;</li> <li>b. Development and procurement;</li> <li>c. IT Operations;</li> <li>d. Communication network;</li> <li>e. Information safeguard;</li> <li>f. Disaster recovery plan;</li> <li>g. Electronic banking services;</li> <li>h. Use of IT services provider; and</li> <li>i. Provision of IT services by the Bank.</li> </ul>

## Credit Policy Committee Meetings

Throughout 2020, the Credit Policy Committee did not hold internal meetings. However, the Credit Policy Committee held joint meeting with the Credit Monitoring Group (CMG) once a month. The agenda discussed in the Credit Policy Committee meeting with the Credit Committee includes policies and the Legal Lending Limit (LLL).

## Information Technology Committee

Information Technology Committee is a committee serving to assist the Board of Directors in analyzing and/or evaluating the implementation of management in information technology sector.

### 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 2020 2020 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> <p>a. Pengawasan aktif Dewan Komisaris dan Direksi; b. kecukupan kebijakan, standar, dan prosedur penggunaan TI; c. Kecukupan proses identifikasi, pengukuran, pemantauan dan pengendalian risiko penggunaan TI; dan d. Sistem pengendalian internal atas penggunaan TI.</p> <p>The Information Technology Committee evaluated the effectiveness of risk management measures in IT by:</p> <p>a. Active monitoring of the Board of Commissioners and Board of Directors; b. Adequate policy, standard, and procedure of use of IT; c. Adequate process of risk identification, measurement, monitoring, and management of the use of IT; and d. Internal control system of the use of IT.</p>
<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 2020, tidak terdapat masalah terkait TI yang signifikan.</p> <p>In 2020, 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. Wakil Ketua : Wakil Direktur Utama
3. Koordinator : SEVP Change Management Office
4. Sekretaris : Kepala Divisi Information Technology
5. Anggota Tetap
  - a. Direktur Kepatuhan dan Manajemen Risiko;
  - b. Direktur Bisnis;
  - c. Direktur Keuangan;
  - d. SEVP Finance, Accounting & Strategic Performance Management;
  - e. SSEVP of Corporate & Commercial Banking;

### Composition of Information Technology Committee

The composition of Information Technology Committee is as follows.

1. Chair : President Director
2. Deputy Chair : Deputy President Director
3. Coordinator : SEVP Change Management Office
4. Secretary : Head of Information Technology Division
5. Permanent Members:
  - a. Director of Compliance and Risk Management;
  - b. Director of Business;
  - c. Director of Finance;
  - d. SEVP Finance, Accounting & Strategic Performance Management;
  - e. SEVP of Corporate & Commercial Banking;

- f. Kepala Divisi *Operations & Internal Control*;
  - g. Kepala Divisi *Finance & Accounting*;
  - h. Kepala Divisi *Branch Banking Network & Performance*;
  - i. Kepala Unit *Liabilities & Wealth Product*;
6. Anggota Tidak Tetap:
- a. Kepala Divisi *Risk Management/Integrated*;
  - b. Kepala Divisi *Loan & Trade Operations*;
  - c. Kepala Divisi *Human Capital Management & General Affair*;
  - d. Kepala Unit *Marketing Communication*.

### **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 2020, Komite Teknologi Informasi telah mengadakan rapat sebanyak 3 (tiga) kali dengan rata-rata tingkat kehadiran sebesar 95,00%. Agenda rapat tersebut membahas sebagai berikut.

1. Pencapaian IT tahun 2019 dan Rencana Kerja tahun 2020;
2. *Sustainable Improvement* melalui *Interconnectivity*;
3. Pengadaan Aplikasi goAML dan Aplikasi Antasena.

### **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 Pemantauan dan Pelaksanaan GCG menjalankan tugas dan tanggung jawabnya berdasarkan 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.

### **Tugas dan Tanggung Jawab Komite Pemantau dan Pelaksanaan GCG**

Uraian tugas dan tanggung jawab Komite Pemantau dan Pelaksanaan GCG sebagai berikut.

- f. Head of *Operations & Internal Control* Division;
  - g. Head of *Finance & Accounting* Division;
  - h. Head of *Branch Banking Network & Performance* Division;
  - i. Head of *Liabilities & Wealth Product* Unit;
6. Non-Permanent Members:
- a. Head of *Risk Management/Integrated* Division;
  - b. Head of *Loan & Trade Operations* Division;
  - c. Head of *Human Capital Management & General Affair* Division;
  - d. Head of *Marketing Communication* Unit.

### **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 2020, the Information Technology Committee held 3 (three) meetings with the average attendance level of 95.00%. The meeting agenda was to discuss the following matters.

1. IT achievement in 2019 and Work Plan 2020;
2. *Sustainable Improvement* through *Interconnectivity*;
3. Procurement of goAML Application and Antasena Application.

### **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 performs its duties and responsibilities under 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 Bank.

### **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 2020 2020 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"> <li>• No. 22/1/PBI/2020 tanggal 29 Januari 2020 tentang Jumlah dan Nilai Nominal Uang Rupiah yang Dimusnahkan Tahun 2019;</li> <li>• No. 22/2/PBI/2020 tanggal 19 Maret 2020 tentang Perubahan Kedua atas Peraturan Bank Indonesia No. 20/10/PBI/2018 tentang Transaksi <i>Domestic Non-Deliverable Forward</i>;</li> <li>• No. 22/3/PBI/2020 tanggal 24 Maret 2020 tentang Perubahan atas Peraturan Bank Indonesia No. 20/3/PBI/2018 tentang Giro Wajib Minimum dalam Rupiah dan Valuta Asing Bagi Bank Umum Konvensional, Bank Umum Syariah, dan Unit Usaha Syariah;</li> <li>• No. 22/4/PBI/2020 tanggal 26 Maret 2020 tentang Insentif Bagi Bank yang Memberikan Penyediaan Dana untuk Kegiatan Ekonomi Tertentu Guna Mendukung Penanganan Dampak Perkenomian Akibat Wabah Virus Corona;</li> <li>• No. 22/5/PBI/2020 tanggal 29 April 2020 tentang Perubahan Kedua atas Peraturan Bank Indonesia No. 19/3/PBI/2017 tentang Pinjaman Likuiditas Jangka Pendek Bagi Bank Umum Konvensional;</li> <li>• No. 22/6/PBI/2020 tanggal 29 April 2020 tentang Perubahan Kedua atas Peraturan Bank Indonesia No. 19/4/PBI/2017 tentang Pembayaran Likuiditas Jangka Pendek Syariah bagi Bank Umum Syariah;</li> <li>• No. 22/7/PBI/2020 tanggal 29 April 2020 tentang Penyesuaian Pelaksanaan Beberapa Ketentuan Bank Indonesia Sebagai Dampak Pandemi <i>Corona Virus Disease 2019 (Covid-19)</i>;</li> <li>• No. 22/8/PBI/2020 tanggal 29 April 2020 tentang Perizinan Terpadu Bank Indonesia Melalui <i>Front Office</i> Perizinan;</li> <li>• No. 22/10/PBI/2020 tanggal 28 Juli 2020 tentang Perubahan Kedua atas Peraturan Bank Indonesia No. 20/3/PBI/2018 tentang Giro Wajib Minimum dalam Rupiah dan Valuta Asing bagi Bank Umum Konvensional, Bank Umum Syariah, dan Unit Usaha Syariah;</li> <li>• No. 22/11/PBI/2020 tanggal 11 Agustus 2020 tentang Pengeluaran dan Pengedaran Uang Rupiah Khusus Peringatan 75 Tahun Kemerdekaan Negara Kesatuan Republik Indonesia Pecahan 75.000 (Tujuh Puluh Lima Ribu) Tahun Emisi 2020;</li> <li>• No. 22/12/PBI/2020 tanggal 27 Agustus 2020 tentang Penyelesaian Transaksi Bilateral Menggunakan Mata Uang Lokal (<i>Local Currency Settlement</i>) Melalui Bank;</li> <li>• No. 22/13/PBI/2020 tanggal 28 September 2020 tentang Perubahan Kedua atas Peraturan Bank Indonesia No. 20/8/2018 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 (PBI LTV/FTV dan Uang Muka);</li> <li>• No. 22/14/PBI/2020 tanggal 28 September 2020 tentang Penyelesaian Transaksi Bilateral Menggunakan Mata Uang Lokal (<i>Local Currency Settlement</i>) Melalui Bank;</li> <li>• No. 22/15/PBI/2020 tanggal 28 September 2020 tentang Perubahan Ketiga atas Peraturan Bank Indonesia No. 19/3/PBI/2017 tentang Pinjaman Likuiditas Jangka Pendek bagi Bank Umum Konvensional;</li> </ul>



Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2020 2020 Realization
	<ul style="list-style-type: none"> <li>• No. 22/17/PBI/2020 tanggal 28 September 2020 tentang Perubahan Kedua 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;</li> <li>• No. 22/18/PBI/2020 tanggal 30 September 2020 tentang Perubahan Keempat atas Peraturan Bank Indonesia No. 17/18/PBI/2015 tentang Penyelenggaraan Transaksi, Penatausahaan Surat Berharga, dan Setelmen Dana Seketika;</li> <li>• No. 22/19/PBI/2020 tanggal 15 Desember 2020 tentang Perubahan atas Peraturan Bank Indonesia No. 20/4/PBI/2020 tentang Insentif Bagi Bank yang Memberikan Penyediaan Dana untuk Kegiatan Ekonomi Tertentu Guna Mendukung Penanganan Dampak Perekonomian Akibat Wabah Virus Corona;</li> <li>• No. 22/20/PBI/2020 tanggal 22 Desember 2020 tentang Perlindungan Konsumen Bank Indonesia;</li> <li>• No. 22/21/PBI/2020 tanggal 28 Desember 2020 tentang Perubahan atas Peraturan Bank Indonesia No. 21/14/PBI/2019 tentang Devisa Hasil Ekspor dan Devisa Pembayaran Impor;</li> <li>• No. 22/22/PBI/2020 tanggal 29 Desember 2020 tentang Perubahan atas Peraturan Bank Indonesia No. 21/9/PBI/2019 tentang Laporan Bank Umum Terintegrasi; dan</li> <li>• No. 22/23/PBI/2020 tanggal 30 Desember 2020 tentang Sistem Pembayaran.</li> </ul> <p>Monitoring and analyzing new policies, which are:</p> <p>a. Bank Indonesia Regulations:</p> <ul style="list-style-type: none"> <li>• No. 22/1/PBI/2020 dated 29 January 2020 on Amount and Nominal Value of Rupiah Currency Destroyed in 2019;</li> <li>• No. 22/2/PBI/2020 dated 19 March 2020 on the Second Amendment to Bank Indonesia Regulation No. 20/10/PBI/2018 on Domestic Non-Deliverable Forward Transaction;</li> <li>• No. 22/3/PBI/2020 dated 24 March 2020 on Amendment to Bank Indonesia Regulation No. 20/3/PBI/2018 on Minimum Statutory Reserves in Rupiah and Foreign Exchange for Conventional Commercial Banks, Sharia Commercial Banks, and Sharia Business Units;</li> <li>• No. 22/4/PBI/2020 dated 26 March 2020 on Incentives for Banks Providing Funds for Certain Economic Activities to Support the Handling of Economic Impacts due to the Corona Virus Outbreak;</li> <li>• No. 22/5/PBI/2020 dated 29 April 2020 on the Second Amendment to Bank Indonesia Regulation No. 19/3/PBI/2017 on Short-Term Liquidity Loans for Conventional Commercial Banks;</li> <li>• No. 22/6/PBI/2020 dated 29 April 2020 on the Second Amendment to Bank Indonesia Regulation No. 19/4/PBI/2017 on Sharia Short-Term Liquidity Payment for Sharia Commercial Banks;</li> <li>• No. 22/7/PBI/2020 dated 29 April 2020 on Adjustments to the Implementation of Several Bank Indonesia Regulations as the Impact of the Coronavirus Disease 2019 (Covid-19) Pandemic;</li> <li>• No. 22/8/PBI/2020 dated 29 April 2020 on Integrated Licensing of Bank Indonesia through Front Office Licensing;</li> <li>• No. 22/10/PBI/2020 dated 28 July 2020 on the Second Amendment to Bank Indonesia Regulation No. 20/3/PBI/2018 on Minimum Statutory Reserves in Rupiah and Foreign Exchange for Conventional Commercial Banks, Sharia Commercial Banks, and Sharia Business Units;</li> <li>• No. 22/11/PBI/2020 dated 11 August 2020 on the Issuance and Circulation of Special Rupiah Money to Commemorate the 75th Anniversary of the Independence of the Unitary State of the Republic of Indonesia of 75,000 (Seventy-Five Thousand) Fraction for Emission Year 2020;</li> <li>• No. 22/12/PBI/2020 dated 27 August 2020 on Settlement of Bilateral Transactions Using Local Currency (Local Currency Settlement) Through Banks;</li> <li>• No. 22/13/PBI/2020 dated 28 September 2020 on the Second Amendment to Bank Indonesia Regulation No. 20/8/2018 on Loan to Value Ratio for Property Credit, Financing to Value Ratio for Property Financing, and Down Payment on Motor Vehicles Credit or Financing (PBI LTV/FTV and Down Payment);</li> <li>• No. 22/14/PBI/2020 dated 28 September 2020 on Settlement of Bilateral Transactions Using Local Currency (Local Currency Settlement) Through Banks;</li> <li>• No. 22/15/PBI/2020 dated 28 September 2020 on the Third Amendment to Bank Indonesia Regulation No. 19/3/PBI/2017 on Short-Term Liquidity Loans for Conventional Commercial Banks;</li> <li>• No. 22/17/PBI/2020 dated 28 September 2020 on the Second 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.</li> </ul>

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2020 2020 Realization
	<ul style="list-style-type: none"> <li>• No. 22/18/PBI/2020 dated 30 September 2020 on the Fourth Amendment to Bank Indonesia Regulation No. 17/18/PBI/2015 on Administering Transactions, Administration of Securities, and Instant Fund Settlement;</li> <li>• No. 22/19/PBI/2020 dated 15 December 2020 on Amendment to Bank Indonesia Regulation No. 20/4/PBI/2020 on Incentives for Banks Providing Funds for Certain Economic Activities to Support the Handling of Economic Impacts due to the Corona Virus Outbreak;</li> <li>• No. 22/20/PBI/2020 dated 22 December 2020 on Consumer Protection of Bank Indonesia;</li> <li>• No. 22/21/PBI/2020 dated 28 December 2020 on Amendment to Bank Indonesia Regulation No. 21/14/PBI/2019 on Foreign Exchange from Export Result and Foreign Exchange from Import Payment;</li> <li>• No. 22/22/PBI/2020 dated 29 December 2020 on Amendment to Bank Indonesia Regulation No. 21/9/PBI/2019 on Integrated Commercial Bank Report; and</li> <li>• No. 22/23/PBI/2020 dated 30 December 2020 on Payment System.</li> </ul> <p>b. Peraturan Otoritas Jasa Keuangan:</p> <ul style="list-style-type: none"> <li>• No. 11/POJK.03/2020 tanggal 13 Maret 2020 tentang Stimulus Perekonomian Nasional Sebagai Kebijakan <i>Countercyclical</i> Dampak Penyebaran <i>Corona Virus Disease</i> 2020;</li> <li>• No. 12/POJK.03/2020 tanggal 16 Maret 2020 tentang Konsolidasi Bank Umum;</li> <li>• No. 13/POJK.03/2020 tanggal 24 Maret 2020 tentang Perubahan atas Peraturan Otoritas Jasa Keuangan No. 38/POJK.03/2016 tentang Penerapan Manajemen Risiko dalam Penggunaan Teknologi Informasi oleh Bank Umum;</li> <li>• No. 15/POJK.04/2020 tanggal 20 April 2020 tentang Rencana dan Penyelenggaraan Rapat Umum Pemegang Saham Perusahaan Terbuka;</li> <li>• No. 16/POJK.04/2020 tanggal 20 April 2020 Pelaksanaan Rapat Umum Pemegang Saham Perusahaan Terbuka Secara Elektronik;</li> <li>• No. 17/POJK.04/2020 tanggal 20 April 2020 tentang Transaksi Material dan Perubahan Kegiatan Jasa Usaha;</li> <li>• No. 18/POJK.03/2020 tanggal 20 April 2020 tentang Perintah Tertulis untuk Penanganan Permasalahan Bank;</li> <li>• No. 24/POJK.04/2020 tanggal 22 April 2020 tentang Pedoman Penyusunan Surat Pernyataan Manajemen dalam Bidang Akuntansi;</li> <li>• No. 25/POJK.04/2020 tanggal 22 April 2020 tentang Pedoman Bentuk dan Isi Prospektus dalam Rangka Penawaran Umum Reksa Dana;</li> <li>• No. 31/POJK.07/2020 tanggal 22 April 2020 tentang Penyelenggaraan Layanan Konsumen dan Masyarakat di Sektor Jasa Keuangan oleh Otoritas Jasa Keuangan;</li> <li>• No. 32/POJK.04/2020 tanggal 27 April 2020 tentang Kontrak Derivatif Efek;</li> <li>• No. 36/POJK.02/2020 tanggal 29 Mei 2020 tentang Perubahan Ketiga atas Peraturan Otoritas Jasa Keuangan No. 4/POJK.04/2014 tentang Tata Cara Penagihan Sanksi Administratif Berupa Denda di Sektor Jasa Keuangan;</li> <li>• No. 41/POJK.04/2020 tanggal 2 Juli 2020 tentang Pelaksanaan Kegiatan Penawaran Umum Efek Bersifat Ekuitas, Efek Bersifat Utang, dan/atau Sukuk Secara Elektronik;</li> <li>• No. 42/POJK.04/2020 tanggal 2 Juli 2020 tentang Transaksi Afiliasi dan Transaksi Benturan Kepentingan;</li> <li>• No. 43/POJK.04/2020/ tanggal 2 Juli 2020 tentang Kewajiban Keterbukaan Informasi dan Tata Kelola Perusahaan Bagi Emiten atau Perusahaan Publik yang Memenuhi Kriteria Emiten dengan Aset Skala;</li> <li>• No. 45/POJK.03/2020 tanggal 16 Oktober 2020 tentang Konglomerasi Keuangan;</li> <li>• No. 48/POJK.03/2020 tanggal 3 Desember 2020 tentang Perubahan atas Peraturan Otoritas Jasa Keuangan No. 11/POJK.03/2020 tentang Stimulus Perekonomian Nasional Sebagai Kebijakan <i>Countercyclical</i> Dampak Penyebaran <i>Corona Virus Disease</i> 2019;</li> <li>• No. 61/POJK.07/2020 tanggal 22 Desember 2020 tentang Lembaga Alternatif Penyelesaian Sengketa Sektor Jasa Keuangan;</li> <li>• No. 63/POJK.03/2020 tanggal 22 Desember 2020 tentang Pelaporan Bank Umum Melalui Sistem Pelaporan Otoritas Jasa Keuangan; dan</li> <li>• No. 64/POJK.03/2020 tanggal 29 Desember tentang Perubahan atas Peraturan Otoritas Jasa Keuangan No. 18/POJK.03/2017/ tentang Pelaporan dan Permintaan Informasi Debitur Melalui Sistem Layanan Informasi Keuangan.</li> </ul>

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2020 2020 Realization
	<p>b. Financial Services Authority Regulations:</p> <ul style="list-style-type: none"> <li>• No. 11/POJK.03/2020 dated 13 March 2020 on the National Economic Stimulus as a Countercyclical Policy on the Impact of the Coronavirus Disease Spread in 2020.</li> <li>• No. 12/POJK.03/2020 dated 16 March 2020 on Consolidation of Commercial Banks;</li> <li>• No. 13/POJK.03/2020 dated 24 March 2020 on Amendment to Financial Services Authority Regulation No. 38/POJK.03/2016 on Implementation of Risk Management in the Use of Information Technology for Commercial Banks;</li> <li>• No. 15/POJK.04/2020 dated 20 April 2020 on Planning and Organizing General Meeting of Shareholders of Public Companies;</li> <li>• No. 16/POJK.04/2020 dated 20 April 2020 on Convening General Meeting of Shareholders of Public Companies Electronically;</li> <li>• No. 17/POJK.04/2020 dated 20 April 2020 on Material Transactions and Changes in Main Business Activities;</li> <li>• No. 18/POJK.03/2020 dated 20 April 2020 on Written Orders for Handling Bank Problems;</li> <li>• No. 24/POJK.04/2020 dated 22 April 2020 on the Guidelines to Prepare Management Statement Letter in Accounting Field;</li> <li>• No. 25/POJK.04/2020 dated 22 April 2020 on Guidelines on the Form and Content of Prospectus in the Context of Mutual Fund Public Offering;</li> <li>• No. 31/POJK.07/2020 dated 22 April 2020 on the Implementation of Consumer and Community Services in the Financial Services Sector by the Financial Services Authority;</li> <li>• No. 32/POJK.04/2020 dated 27 April 2020 on Securities Derivative Contract;</li> <li>• No. 36/POJK.02/2020 dated 29 May 2020 on the Third Amendment to Financial Services Authority Regulation No. 4/POJK.04/2014 on Procedures for Collecting Administrative Sanctions in the Form of Penalties in the Financial Services Sector;</li> <li>• No. 41/POJK.04/2020 dated 2 July 2020 on the Implementation of Public Offerings of Equity Securities, Debt Securities, and/or Sukuk Electronically;</li> <li>• No. 42/POJK.04/2020 dated 2 July 2020 on Transactions with Affiliation and Transactions with Conflict of Interest;</li> <li>• No. 43/POJK.04/2020/ dated 2 July 2020 Mandatory Information Disclosure and Corporate Governance for Issuers or Public Companies that Meet the Criteria for Issuers with Scale Assets;</li> <li>• No. 45/POJK.03/2020 dated 16 October 2020 on Financial Conglomeration;</li> <li>• No. 48/POJK.03/2020 dated 3 December 2020 on Amendment to Financial Services Authority Regulation No. 11/POJK.03/2020 on the National Economic Stimulus as a Countercyclical Policy on the Impact of the Coronavirus Disease 2019 Spread;</li> <li>• No. 61/POJK.07/2020 dated 22 December 2020 on Alternative Institution for Dispute Settlement of Financial Services Sector;</li> <li>• No. 63/POJK.03/2020 dated 22 December 2020 on Commercial Bank Reporting Through the Financial Services Authority Reporting System; and</li> <li>• No. 64/POJK.03/2020 dated 29 December 2020 on Amendment to Financial Services Authority Regulation No. 18/POJK.03/2017 on Reporting and Requesting Debtor Information through Financial Information Service System.</li> </ul>
	<p>c. Surat Edaran Otoritas Jasa Keuangan:</p> <ul style="list-style-type: none"> <li>• No. 6/SEOJK.03/2020 tanggal 29 April 2020 tentang Perhitungan Aset Tertimbang Menurut Risiko untuk Risiko Operasional dengan Menggunakan Pendekatan Standar Bagi Bank Umum;</li> <li>• No. 8/SEOJK.04/2020 tanggal 26 Mei 2020 tentang Kontribusi Dana Jaminan Berdasarkan Nilai Transaksi;</li> <li>• No. 9/SEOJK.03/2020 tanggal 30 Juni 2020 tentang Transparansi dan Publikasi Laporan Bank Umum Konvensional;</li> <li>• No. 10/SEOJK.03/2020 tanggal 1 Juli 2020 tentang Transparansi dan Publikasi Laporan Bank Umum Syariah dan Unit Usaha Syariah; dan</li> <li>• No. 26/SEOJK.03/2020 tanggal 22 Desember 2020 tentang Pelaporan Bank Umum Konvensional Melalui Sistem Pelaporan Otoritas Jasa Keuangan.</li> </ul> <p>c. Financial Services Authority Circulars</p> <ul style="list-style-type: none"> <li>• No. 6/SEOJK.03/2020 dated 29 April 2020 on Calculation of Risk Weighted Assets for Operational Risk by Using Standardized Approach for Commercial Banks;</li> <li>• No. 8/SEOJK.04/2020 dated 26 May 2020 on Guarantee Fund Contribution based on Transaction Value;</li> <li>• No. 9/SEOJK.03/2020 dated 30 June 2020 on Transparency and Publication of Conventional Commercial Bank Report;</li> <li>• No. 10/SEOJK.03/2020 dated 1 July 2020 on Transparency and Publication of Sharia Commercial Bank and Sharia Business Unit Reports; and</li> <li>• No. 26/SEOJK.03/2020 dated 22 December 2020 on Conventional Commercial Bank Reporting Through the Financial Services Authority Reporting System.</li> </ul>

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2020 2020 Realization
	<p>d. Peraturan Anggota Dewan Gubernur:</p> <ul style="list-style-type: none"> <li>• No. 22/7/PADG/2020 tanggal 27 April 2020 tentang Perubahan Keempat atas Peraturan Anggota Dewan Gubernur No. 20/5/PADG/2018 tentang Instrumen Operasi Pasar Terbuka;</li> <li>• No. 22/8/PADG/2020 tanggal 27 April 2020 tentang Perubahan Kelima atas Peraturan Anggota Dewan Gubernur No.20/6/PADG/2018 tentang Pelaksanaan Operasi Pasar Terbuka;</li> <li>• No. 22/9/PADG/2020 tanggal 27 April 2020 tentang Perubahan atas Peraturan Anggota Dewan Gubernur No. 20/7/PADG/2018 tentang Kepesertaan Operasi Moneter;</li> <li>• No. 22/10/PADG/2020 tanggal 28 April 2020 tentang Perubahan Kelima 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;</li> <li>• No. 22/11/PADG/2020 tanggal 28 April 2020 tentang Perubahan atas Peraturan Anggota Dewan Gubernur No. 21/22/PADG/2020 tentang Rasio Intermediasi Makroprudensial dan Penyangga Likuiditas Makroprudensial Bagi Bank Umum Konvensional, Bank Umum Syariah, dan Unit Usaha Syariah;</li> <li>• No. 22/12/PADG/2020 tanggal 30 April 2020 tentang Peraturan Pelaksanaan Perizinan Terpadu Bank Indonesia Melalui <i>Front Office</i> Perizinan;</li> <li>• No. 22/13/PADG/2020 tanggal 15 Mei 2020 tentang Klarifikasi atas Uang Rupiah yang Diragukan Keasliannya;</li> <li>• No. 22/14/PADG/2020 tanggal 28 Mei 2020 tentang Tata Cara Perizinan dan Penyelenggaraan <i>Central Counterparty</i> untuk Transaksi Derivatif Suku Bunga dan Nilai Tukar <i>Over the Counter</i>;</li> <li>• No. 22/15/PADG/2020 tanggal 15 Juni 2020 tentang Perubahan Kedua atas Peraturan Anggota Dewan Gubernur No. 19/8/PADG/2017 tentang Pinjaman Likuiditas Jangka Pendek Bagi Bank Umum Konvensional;</li> <li>• No. 22/16/PADG/2020 tanggal 15 Juni 2020 tentang Perubahan Kedua atas Peraturan Anggota Dewan Gubernur No. 19/8/PADG/2017 tentang Pembiayaan Likuiditas Jangka Pendek Syariah Bagi Bank Umum Syariah;</li> <li>• No. 22/17/PADG/2020 tanggal 10 Juli 2020 tentang Perubahan atas Peraturan Anggota Dewan Gubernur No. 19/21/PADG/2017 tentang Penyediaan <i>Prefund</i> dalam Penyelenggaraan Transfer Dana dan Kliring Berjadwal oleh Bank Indonesia;</li> <li>• No. 22/18/PADG/2020 tanggal 29 Juli 2020 tentang Peraturan Anggota Dewan Gubernur No. 22/18/PADG/2020 tanggal 29 Juli 2020 tentang Mekanisme Penebitan Instrumen dan Penyelesaian Transaksi Pasar Uang Antarbank Berdasarkan Prinsip Syariah;</li> <li>• No. 22/19/PADG/2020 tanggal 29 Juli 2020 tentang Peraturan Anggota Dewan Gubernur No. 22/19/PADG/2020 tentang Perubahan Keenam 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;</li> <li>• No. 22/20/PADG/2020 tanggal 28 Agustus 2020 tentang Peraturan Anggota Dewan Gubernur NO. 22/20/PADG/2020 tentang Penyelesaian Transaksi Bilateral antara Indonesia dan Jepang Menggunakan Rupiah dan Yen Melalui Bank;</li> <li>• No. 22/21/PADG/2020 tanggal 30 September 2020 tentang Perubahan atas Peraturan Anggota Dewan Gubernur No. 21/25/PADG/2019 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 (PADG LTV/FTV dan Uang Muka);</li> <li>• No. 22/22/PADG/2020 tanggal 1 Oktober 2020 tentang Peraturan Anggota Dewan Gubernur No. 22/22/PADG/2020 tentang Instrumen Operasi Pasar Terbuka;</li> <li>• No. 22/23/PADG/2020 tanggal 1 Oktober 2020 tentang Peraturan Anggota Dewan Gubernur No. 22/23/PADG/2020 tentang Pelaksanaan Operasi Terbuka;</li> <li>• No. 22/24/PADG/2020 tanggal 1 Oktober 2020 tentang Peraturan Anggota Dewan Gubernur No. 22/24/PADG/2020 tentang <i>Standing Facilities</i>;</li> <li>• No. 22/25/PADG/2020 tanggal 1 Oktober 2020 tentang Peraturan Anggota Dewan Gubernur No. 22/25/PADG/2020 tentang Kriteria dan Persyaratan Surat Berharga dalam Operasi Moneter;</li> <li>• No. 22/26/PADG/2020 tanggal 1 Oktober 2020 tentang Peraturan Anggota Dewan Gubernur No. 22/26/PADG/2020 tentang Kepesertaan Operasi Moneter;</li> </ul>

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2020 2020 Realization
	<ul style="list-style-type: none"> <li>• No. 22/27/PADG/2020 tanggal 5 Oktober 2020 tentang Peraturan Anggota Dewan Gubernur No. 22/28/PADG/2020 tentang Perubahan Kedua atas Peraturan Anggota Dewan Gubernur No. 20/2/PADG/2018 tentang Tata Cara Penggunaan Fasilitas Likuiditas Intrahari;</li> <li>• No. 22/28/PADG/2020 tanggal 5 Oktober 2020 tentang Peraturan Anggota Dewan Gubernur No. 22/28/PAG/2020 tentang Perubahan Kedua atas Peraturan Anggota Dewan Gubernur No. 20/4/PADG/2018 tentang Penyelenggaraan Penatausahaan Surat Berharga Melalui Bank Indonesia <i>Scriptless Securities Settlement System</i>;</li> <li>• No. 22/29/PADG/2020 tanggal 5 Oktober 2020 tentang Peraturan Anggota Dewan Gubernur No. 22/29/PADG/2020 tentang Perubahan Kedua atas Peraturan Anggota Dewan Gubernur No. 20/15/PADG/2018 tentang Penyelenggaraan Setelmen Dana Seketika Melalui Sistem Bank Indonesia - <i>Real Time Gross Settlement</i>;</li> <li>• No. 22/30/PADG/2020 tanggal 5 Oktober 2020 tentang Peraturan Anggota Dewan Gubernur No. 22/30/PADG/2020 tentang Perubahan Kedua atas Peraturan Anggota Dewan Gubernur No. 21/22/PADG/2019 tentang Rasio Intermediasi Makroprudensial dan Penyangga Likuiditas Makroprudensial Bagi Bank Umum Konvensional, Bank Umum Syariah, dan Unit Usaha Syariah;</li> <li>• No. 22/31/PADG/2020 tanggal 16 November 2020 tentang Peraturan Anggota Dewan Gubernur No. 22/31/PADG/2020 tentang Perubahan Ketiga atas Peraturan Anggota Dewan Gubernur No. 19/6/PADG/2017 tentang Pinjaman Likuiditas Jangka Pendek Bagi Bank Umum Konvensional;</li> <li>• No. 22/33/PADG/2020 tanggal 1 Desember 2020 tentang Peraturan Anggota Dewan Gubernur No. 22/33/PADG/2020 tentang Perubahan Ketiga atas Peraturan Anggota Dewan Gubernur No. 20/15/PADG/2018 tentang Penyelenggaraan Setelmen Dana Seketika Melalui Sistem Bank Indonesia - <i>Real Time Gross Settlement</i>; dan</li> <li>• No. 22/35/PADG/2020 tanggal 23 Desember 2020 tentang Perubahan atas Peraturan Anggota Dewan Gubernur No. 22/4/PADG/2020 tentang Pelaksanaan PBI No. 22/4/PBI/2020 tentang Insentif Bagi Bank yang Memberikan Penyediaan Dana untuk Kegiatan Ekonomi Tertentu Guna Mendukung Penanganan Dampak Perekonomian Akibat Wabah Virus Corona.</li> </ul>
	<p>d. Regulations of Members of Board of Governors:</p> <ul style="list-style-type: none"> <li>• No. 22/7/PADG/2020 dated 27 April 2020 on the Fourth Amendment to Regulation of Members of Board of Governors No. 20/5/PADG/2018 on Instruments of Open Market Operations;</li> <li>• No. 22/8/PADG/2020 dated 27 April 2020 on the Fifth Amendment to the Regulation of Members of Board of Governors No. 20/6/PADG/2018 on the Implementation of Open Market Operations;</li> <li>• No. 22/9/PADG/2020 dated 27 April 2020 on Amendment to Regulation of Members of Board of Governors No. 20/7/PADG/2018 on Monetary Operations Membership;</li> <li>• No. 22/10/PADG/2020 dated 28 April 2020 on the Fifth 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;</li> <li>• No. 22/11/PADG/2020 dated 28 April 2020 on Amendment to Regulation of Members of Board of Governors No. 21/22/PADG/2020 on Macroprudential Intermediation Ratio and Macroprudential Liquidity Buffer for Conventional Commercial Banks, Sharia Commercial Banks, and Sharia Business Units;</li> <li>• No. 22/12/PADG/2020 dated 30 April 2020 on Integrated Licensing of Bank Indonesia through Front Office Licensing;</li> <li>• No. 22/13/PADG/2020 dated 15 May 2020 on Clarification of Doubtful Rupiah Money;</li> <li>• No. 22/14/PADG/2020 dated 28 May 2020 on the Procedures for Licensing and Administering Central Counterparty of Derivative Transactions of Interest Rates and Over The Counter Exchange Rates;</li> <li>• No. 22/15/PADG/2020 dated 15 June 2020 on the Second Amendment to Regulation of Members of Board of Governors No. 19/8/PADG/2017 on Short-Term Liquidity Loans for Conventional Commercial Banks;</li> <li>• No. 22/16/PADG/2020 dated 15 June 2020 on the Second Amendment to Regulation of Members of Board of Governors No. 19/8/PADG/2017 on Short-Term Liquidity Loans for Sharia Commercial Banks;</li> <li>• No. 22/17/PADG/2020 dated 10 July 2020 on Amendment to Regulation of Members of Board of Governors No. 19/21/PADG/2017 on the Provision of Prefund in Administering Scheduled Fund Transfer and Clearing by Bank Indonesia;</li> </ul>

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2020 2020 Realization
	<ul style="list-style-type: none"> <li>• No. 22/18/PADG/2020 dated 29 July 2020 on Regulation of Members of Board of Governors No. 22/18/PADG/2020 dated 29 July 2020 on the Mechanism of Instrument Issuance and Inter-Bank Money Market Transaction Settlement Based on Sharia Principles;</li> <li>• No. 22/19/PADG/2020 dated 29 July 2020 on Regulation of Members of Board of Governors No. 22/19/PADG/2020 on the Sixth Amendment to the Regulation of Members of the 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;</li> <li>• No. 22/20/PADG/2020 dated 28 August 2020 on Regulation of Members of Board of Governors No. 22/20/PADG/2020 on Settlement of Bilateral Transactions between Indonesia and Japan Using Rupiah and Yen through Banks;</li> <li>• No. 22/21/PADG/2020 dated 30 September 2020 on Amendment to Regulation of Members of Board of Governors No. 21/25/PADG/2019 on Loan to Value Ratio for Property Credit, Financing to Value Ratio for Property Financing, and Down Payment for Motor Vehicles Credit or Financing (PADG LTV/FTV and Down Payment);</li> <li>• No. 22/22/PADG/2020 dated 1 October 2020 on Regulation of Members of Board of Governors No. 22/22/PADG/2020 on Instruments of Open Market Operations;</li> <li>• No. 22/23/PADG/2020 dated 1 October 2020 on Regulation of Members of Board of Governors No. 22/23/PADG/2020 on Implementation of Open Operations;</li> <li>• No. 22/24/PADG/2020 dated 1 October 2020 on Regulation of Members of Board of Governors No. 22/24/PADG/2020 on Standing Facilities;</li> <li>• No. 22/25/PADG/2020 dated 1 October 2020 on Regulation of Members of Board of Governors No. 22/25/PADG/2020 on Criteria and Requirements for Securities in Monetary Operations;</li> <li>• No. 22/26/PADG/2020 dated 1 October 2020 on Regulation of Members of Board of Governors No. 22/26/PADG/2020 on Monetary Operations Membership;</li> <li>• No. 22/27/PADG/2020 dated 5 October 2020 on Regulation of Members of Board of Governors No. 22/28/PADG/2020 on the Second Amendment to Regulation of Members of Board of Governors No. 20/2/PADG/2018 on the Procedure to Use Intrahari Liquidity Facility;</li> <li>• No. 22/28/PADG/2020 dated 5 October 2020 on Regulation of Members of Board of Governors No. 22/28/PADG/2020 on the Second Amendment to Regulation of Members of Board of Governors No. 20/4/PADG/2018 on the Administration of Securities through Bank Indonesia, Scripless Securities Settlement System;</li> <li>• No. 22/29/PADG/2020 dated 5 October 2020 on Regulation of Members of Board of Governors No. 22/29/PADG/2020 on Second Amendment to Regulation of Members of Board of Governors No. 20/15/PADG/2018 on the Administration of Instant Fund Settlement through Bank Indonesia's System-Real Time Gross Settlement;</li> <li>• No. 22/30/PADG/2020 dated 5 October 2020 on Regulation of Members of Board of Governors No. 22/30/PADG/2020 on Second Amendment to Regulation of Members of Board of Governors No. 21/22/PADG/2019 on Macroprudential Intermediation Ratio and Macroprudential Liquidity Buffer for Conventional Commercial Banks, Sharia Commercial Banks, and Sharia Business Units;</li> <li>• No. 22/31/PADG/2020 dated 16 November 2020 on Regulation of Members of Board of Governors No. 22/31/PADG/2020 on Third Amendment to Regulation of Members of Board of Governors No. 19/6/PADG/2017 on Short-Term Liquidity Loans for Conventional Commercial Banks;</li> <li>• No. 22/33/PADG/2020 dated 1 December 2020 on Regulation of Members of Board of Governors No. 22/33/PADG/2020 on Third Amendment to Regulation of Members of Board of Governors No. 20/15/PADG/2018 on the Administration of Instant Fund Settlement through Bank Indonesia's System-Real Time Gross Settlement; and</li> <li>• No. 22/35/PADG/2020 dated 23 December 2020 on Amendment to Regulation of Members of Board of Governors No. 22/4/PADG/2020 on the Implementation of PBI No. 22/4/PBI/2020 on Incentives for Banks Providing Funds for Certain Economic Activities to Support the Handling of Economic Impacts due to the Corona Virus Outbreak.</li> </ul>

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2020 2020 Realization
<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"> <li>• No. 001/COMP-SOP/01/2020 tanggal 29 Januari 2020 tentang SOP Tingkat Kesehatan Bank;</li> <li>• No. 002/COMP-SOP/01/2020 tanggal 29 Januari 2020 tentang SOP Penilaian Profil Risiko;</li> <li>• No. 001/COMP-SOP/02/2020 tanggal 6 Februari 2020 tentang Kebijakan APU dan PPT;</li> <li>• No. 002/COMP-SOP/02/2020 tanggal 7 Februari 2020 tentang Kebijakan dan SOP <i>Anti Fraud</i></li> <li>• No. 003/COMP-SOP/02/2020 tanggal 13 Februari 2020 tentang Perjanjian Kredit dan <i>Covenant</i>;</li> <li>• No. 004/COMP-SOP/02/2020 tanggal 13 Februari 2020 tentang Kebijakan dan SOP <i>Access Control and Security</i>;</li> <li>• No. 005/COMP-SOP/02/2020 tanggal 19 Februari 2020 tentang Kebijakan dan SOP Perkreditas <i>Consumer Banking</i>;</li> <li>• No. 006/COMP-SOP/02/2020 tanggal 19 Februari 2020 tentang Kebijakan Segmentasi Kredit;</li> <li>• No. 007/COMP-SOP/02/2020 tanggal 19 Februari 2020 tentang Kebijakan dan SOP Penanganan Kredit Bermasalah;</li> <li>• No. 008/COMP-SOP/02/2020 tanggal 19 Februari 2020 tentang SOP APU dan PPT;</li> <li>• No. 009/COMP-SOP/02/2020 tanggal 19 Februari 2020 tentang Kebijakan Penanganan <i>Power User Matairsys</i>;</li> <li>• No. 010/COMP-SOP/02/2020 tanggal 19 Februari 2020 tentang Kebijakan Kode Etik Sebagai Perantara Pedagang Efek Untuk Efek Bersifat Utang dan Sukuk (PPE EBUS);</li> <li>• No. 011/COMP-SOP/02/2020 tanggal 19 Februari 2020 tentang SOP Perantara Pedangan Efek untuk Efek Bersifat Utang dan Sukuk (PPE EBUS);</li> <li>• No. 012/COMP-SOP/02/2020 tanggal 20 Februari 2020 tentang Kebijakan Perkreditan;</li> <li>• No. 013/COMP-SOP/02/2020 tanggal 24 Februari 2020 tentang SOP Penjualan Tanah dan/atau Bangunan;</li> <li>• No. 014/COMP-SOP/02/2020 tanggal 26 Februari 2020 tentang SOP Penjualan Tanah dan/atau Bangunan;</li> <li>• No. 015/COMP-SOP/02/2020 tanggal 26 Februari 2020 tentang Kebijakan Perkreditan <i>Corporate, Commercial &amp; SME</i>;</li> <li>• No. 016/COMP-SOP/02/2020 tanggal 26 Februari 2020 tentang Kebijakan dan SOP Perjanjian Kredit dan <i>Covenant</i>;</li> <li>• No. 017/COMP-SOP/02/2020 tanggal 26 Februari 2020 tentang Kebijakan dan SOP Perkreditan <i>Multifinance</i>;</li> <li>• No. 001/SK-DIR/03/20 tanggal 31 Maret 2020 tentang Pengkinian SOP Aplikasi VISI (<i>Victoria Integrated Sistem</i>);</li> <li>• No. 001/COMP-SOP/04/2020 tanggal 3 April 2020 tentang Kebijakan Penerapan Sertifikasi <i>Treasury</i> dan Kode Etik Pasar;</li> <li>• No. 001/COMP-SOP/05/2020 tanggal 14 Mei 2020 tentang Pengkinian Kebijakan Ekspor Impor;</li> <li>• No. 001/COMP-SOP/06/2020 tanggal 12 Juni 2020 tentang Standar Operasional Surat Berharga (Syariah) Negara Ritel;</li> <li>• No. 002/COMP-SOP/06/2020 tanggal 30 Juni 2020 tentang Standar Operasional Prosedur <i>Settlement</i>;</li> <li>• No. 001/COMP-SOP/09/2020 tanggal 24 September 2020 tentang SOP Penanganan Kredit Bermasalah;</li> <li>• No. 001/COMP-SOP/10/2020 tanggal 14 Oktober 2020 tentang SOP Tingkat Kesehatan Bank;</li> <li>• No. 002/COMP-SOP/11/2020 tanggal 19 November 2020 tentang SOP Properti Terbengkalai;</li> <li>• No. 003/COMP-SOP/11/2020 tanggal 23 November 2020 tentang Kebijakan Pengamanan <i>Logic (Logical Security)</i>;</li> <li>• No. 004/COMP-SOP/11/2020 tanggal 23 November 2020 tentang Kebijakan <i>Security Awareness</i>;</li> <li>• No. 005/COMP-SOP/11/2020 tanggal 23 November 2020 tentang Kebijakan Pengamanan Jaringan Komunikasi Teknologi Sistem Informasi;</li> <li>• No. 006/COMP-SOP/11/2020 tanggal 23 November 2020 tentang Kebijakan <i>Harding Server</i>;</li> <li>• No. 007/COMP-SOP/11/2020 tanggal 24 November 2020 tentang Kebijakan <i>Esrow Source Code</i>;</li> <li>• No. 008/COMP-SOP/11/2020 tanggal 30 November 2020 tentang SOP Tabungan <i>Victoria V-Plan</i>;</li> </ul>



Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2020 2020 Realization
	<ul style="list-style-type: none"> <li>• No. 001/COMP-SOP/12/2020 tanggal 11 Desember 2020 tentang Kebijakan Keuangan Berkelanjutan;</li> <li>• No. 002/COMP-SOP/12/2020 tanggal 11 Desember 2020 tentang SOP Operasional Data Center;</li> <li>• No. 003/COMP-SOP/12/2020 tanggal 11 Desember 2020 tentang Kebijakan Perkreditan;</li> <li>• No. 004/COMP-SOP/12/2020 tanggal 11 Desember 2020 tentang SOPP Multifinance;</li> <li>• No. 005/COMP-SOP/12/2020 tanggal 11 Desember 2020 tentang SOPP Customer Banking; dan</li> <li>• No. 006/COMP-SOP/12/2020 tanggal 11 Desember 2020 tentang SOPP Corporate, Commercial &amp; SME.</li> </ul> <p>Updating internal policies as follows.</p> <p>c. Review of Policy and Procedure</p> <ul style="list-style-type: none"> <li>• No. 001/COMP-SOP/01/2020 dated 29 January 2020 on SOP for Bank Soundness Level;</li> <li>• No. 002/COMP-SOP/01/2020 dated 29 January 2020 on SOP for Risk Profile Assessment;</li> <li>• No. 001/COMP-SOP/02/2020 dated 6 February 2020 on AML and CFT Policy;</li> <li>• No. 002/COMP-SOP/02/2020 dated 7 February 2020 on Policy and SOP for Anti-Fraud;</li> <li>• No. 003/COMP-SOP/02/2020 dated 13 February 2020 on Loan and Covenant Agreement;</li> <li>• No. 004/COMP-SOP/02/2020 dated 13 February 2020 on Policy and SOP for Access Control and Security;</li> <li>• No. 005/COMP-SOP/02/2020 dated 19 February 2020 on Policy and SOP for Consumer Banking Loan;</li> <li>• No. 006/COMP-SOP/02/2020 dated 19 February 2020 on Credit Segmentation Policy;</li> <li>• No. 007/COMP-SOP/02/2020 dated 19 February 2020 on Policy and SOP for Handling Non-Performing Loans;</li> <li>• No. 008/COMP-SOP/02/2020 dated 19 February 2020 on SOP for AML and CFT;</li> <li>• No. 009/COMP-SOP/02/2020 dated 19 February 2020 on Policy for Handling Power User Mataairsys;</li> <li>• No. 010/COMP-SOP/02/2020 dated 19 February 2020 on Code of Conduct Policy as Broker-Dealer for Debt Securities and Sukuk (PPE BUS);</li> <li>• No. 011/COMP-SOP/02/2020 dated 19 February 2020 on SOP for Broker-Dealer for Debt Securities and Sukuk (PPE BUS);</li> <li>• No. 012/COMP-SOP/02/2020 dated 20 February 2020 on Credit Policy;</li> <li>• No. 013/COMP-SOP/02/2020 dated 24 February 2020 on SOP for Sale of Land and/or Buildings;</li> <li>• No. 014/COMP-SOP/02/2020 dated 26 February 2020 on SOP for Sale of Land and/or Buildings;</li> <li>• No. 015/COMP-SOP/02/2020 dated 26 February 2020 on Credit Policy for Corporate, Commercial, &amp; SME;</li> <li>• No. 016/COMP-SOP/02/2020 dated 26 February 2020 on Policy and SOP for Loan and Covenant Agreement;</li> <li>• No. 017/COMP-SOP/02/2020 dated 26 February 2020 on Policy and SOP for Multifinance Credit;</li> <li>• No. 001/SK-DIR/03/20 dated 31 March 2020 on Updating SOP for VISI (Victoria Integrated System) Application;</li> <li>• No. 001/COMP-SOP/04/2020 dated 3 April 2020 on Policy to Implement Treasury Certification and Code of Conduct of Market;</li> <li>• No. 001/COMP-SOP/05/2020 dated 14 May 2020 on Updates on Export Import Policy;</li> <li>• No. 001/COMP-SOP/06/2020 dated 12 June 2020 on Standard Operating Procedure for Retail Government Sharia Bonds;</li> <li>• No. 002/COMP-SOP/06/2020 dated 30 June 2020 on Standard Operating Procedure for Settlement;</li> <li>• No. 001/COMP-SOP/09/2020 dated 24 September 2020 on SOPP for Handling Non-Performing Loans;</li> <li>• No. 001/COMP-SOP/10/2020 dated 14 October 2020 on SOP for Bank Soundness Level;</li> <li>• No. 002/COMP-SOP/10/2020 dated 26 October 2020 on Policy for Affiliated Transactions and Conflict of Interest Transactions;</li> <li>• No. 003/COMP-SOP/10/2020 dated 26 October 2020 on SOP for Affiliated Transactions and Conflict of Interest Transactions;</li> </ul>

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2020 2020 Realization
	<ul style="list-style-type: none"> <li>• No. 004/COMP-SOP/10/2020 dated 26 October 2020 on SOPP for Handling Non-Performing Loans;</li> <li>• No. 001/COMP-SOP/11/2020 dated 19 November 2020 on SOP for Using Dukcapil Application and Card Reader for Electronic-ID;</li> <li>• No. 002/COMP-SOP/11/2020 dated 19 November 2020 on SOP for Abandoned Property;</li> <li>• No. 003/COMP-SOP/11/2020 dated 23 November 2020 on Policy for Logical Security;</li> <li>• No. 004/COMP-SOP/11/2020 dated 23 November 2020 on Security Awareness Policy;</li> <li>• No. 005/COMP-SOP/11/2020 dated 23 November 2020 on Policy for Communication Network Security of Information System Technology;</li> <li>• No. 006/COMP-SOP/11/2020 dated 23 November 2020 on Hardening Server Policy;</li> <li>• No. 007/COMP-SOP/11/2020 dated 24 November 2020 on Escrow Source Code Policy;</li> <li>• No. 008/COMP-SOP/11/2020 dated 30 November 2020 on SOP for Victoria V-Plan Savings;</li> <li>• No. 001/COMP-SOP/12/2020 dated 11 December 2020 on Policy for Sustainable Finance;</li> <li>• No. 002/COMP-SOP/12/2020 dated 11 December 2020 on SOP for Data Center Operations;</li> <li>• No. 003/COMP-SOP/12/2020 dated 11 December 2020 on Credit Policy;</li> <li>• No. 004/COMP-SOP/12/2020 dated 11 December 2020 on SOPP for Multifinance;</li> <li>• No. 005/COMP-SOP/12/2020 dated 11 December 2020 on SOPP for Customer Banking; and</li> <li>• No. 006/COMP-SOP/12/2020 dated 11 December 2020 on SOPP for Corporate, Commercial, &amp; SME.</li> </ul> <p>b. Kajian Produk</p> <ul style="list-style-type: none"> <li>• No. 01/COMP-BBN/01/2020 tanggal 30 Januari 2020 tentang Kajian PPE EBUS;</li> <li>• No. 01/COMP-PD/04/2020 tanggal 30 April 2020 tentang Kajian Kerja Sama Pemasaran Reksadana antara PT Bank Victoria Internatioanl Tbk dengan PT TRAM;</li> <li>• No. 02/COMP-PD/04/2020 tanggal 30 April 2020 tentang Kajian Kerja Sama Pemasaran <i>Bancassurance</i> VIP <i>Cancer Protection</i> antara PT Bank Victoria International Tbk dengan PT Chubb; dan</li> <li>• No. 01/COMP-PD/07/2020 tentang Kajian Kerja Sama <i>Bancassurance</i> Produk VIP <i>INVESTA LINK ASSURANCE</i> antara PT Bank Victoria International Tbk dengan PT Victoria Alife Indonesia.</li> </ul> <p>d. Product Review</p> <ul style="list-style-type: none"> <li>• No. 01/COMP-BBN/01/2020 dated 30 January 2020 on Review of PPE EBUS;</li> <li>• No. 01/COMP-PD/04/2020 dated 30 April 2020 on Review of Cooperation for Mutual Funds Marketing between PT Bank Victoria International Tbk and PT TRAM;</li> <li>• No. 02/COMP-PD/04/2020 dated 30 April 2020 on Review of Cooperation for Bancassurance Marketing of VIP Cancer Protection between PT Bank Victoria International Tbk and PT Chubb; and</li> <li>• No. 01/COMP-PD/07/2020 on Review of Bancassurance Cooperation on VIP <i>INVESTA LINK ASSURANCE</i> Products between PT Bank Victoria International Tbk and PT Victoria ALife Indonesia.</li> </ul>
<p>Memantau secara berkala terhadap rencana dan realisasi/pencapaian bisnis Bank melalui rapat-rapat Komite.</p> <p>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.</p> <p>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.</p> <p>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 2020, Komite Pemantau dan Pelaksanaan GCG telah melaksanakan rapat sebanyak 4 (empat) kali dan hasil rapat didokumentasikan dengan baik.</p> <p>Conducting regular monito ring on GCG implementation and presenting it in the GCG Monitoring and Implementation Committee meetings. Furthermore, throughout 2020, the GCG Monitoring and Implementation Committee held 4 (four) meetings, and the meeting results were well-documented.</p>

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2020 2020 Realization
<p>Menentukan aspek dan PIC/petugas dalam penyusunan GCG sesuai dengan bidang yang tercermin dari aspek-aspek GCG.</p> <p>Determining aspects and person in charge/PIC in drafting GCG in accordance with the areas reflected in GCG aspects.</p>	<p>Komite telah telah menetapkan aspek-aspek dan PIC/petugas dalam penyusunan GCG.</p> <p>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</i>-nya.</p> <p>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 "closed" atau "done".</p> <p>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 penilaian sendiri sesuai ketentuan berlaku.</p> <p>Monitoring the reporting of the Bank's GCG implementation and conducting self assessment in accordance with the prevailing provisions.</p>	<p>Melaksanakan penilaian sendiri berada pada kategori "Cukup Baik".</p> <p>Conducting self-assessment and is in "Fair" category.</p>
<p>Memantau proses penyampaian dan pendokumentasian pelaporan kepada pihak-pihak yang disebutkan dalam ketentuan, diantaranya:</p> <ol style="list-style-type: none"> <li>Pemegang Saham;</li> <li>Bank Indonesia;</li> <li>Yayasan Lembaga Konsumen Indonesia (YLKI);</li> <li>Lembaga Pemeringkat di Indonesia;</li> <li>Asosiasi-asosiasi Bank di Indonesia;</li> <li>Lembaga Pengembangan Perbankan Indonesia (LPPI);</li> <li>2 (dua) lembaga penelitian di bidang ekonomi dan keuangan; dan</li> <li>2 (dua) majalah ekonomi dan keuangan.</li> </ol> <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"> <li>Shareholders;</li> <li>Bank Indonesia;</li> <li>Foundation of Indonesian Consumers Organization (YLKI);</li> <li>Indonesian Rating Agency;</li> <li>Indonesian Banking Associations;</li> <li>LPPI (Indonesian Banking Development Institute);</li> <li>2 (two) research institutes in economics and financial sector; and</li> <li>2 (two) economic and financial magazines.</li> </ol>	<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 dan Manajemen Risiko
- Sekretaris : Kepala Divisi *Compliance, AML/Integrated & System Procedure*
- 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 2020, Komite Pemantau dan Pelaksanaan GCG telah mengadakan rapat sebanyak 4 (empat) kali dengan rata-rata tingkat

### Composition of GCG Monitoring and Implementation Committee

The composition of the GCG Monitoring and Implementation Committee is as follows.

- Chairman : Director of Compliance and Risk Management
- Secretary : Head of *Compliance, AML/Integrated & System Procedure* unit
- 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 2020, the GCG Monitoring and Implementation Committee held 4 (four) meetings with the average attendance level of 100.00%.

kehadiran sebesar 100,00%. Berikut informasi pelaksanaan dan agenda rapat Komite Pemantau dan Pelaksanaan GCG:

1. Pada 20 Februari 2020 membahas tentang tindak lanjut temuan Otoritas Jasa Keuangan tahun 2019, pembaruan pemeriksaan Otoritas Jasa Keuangan tahun 2020, investigasi indikasi *fraud* di Kantor Cabang Green Garden dan Kantor Cabang Central Park, (OBOX) membahas laporan yang tidak masuk ke dalam sistem Otoritas Jasa Keuangan;
2. Pada 21 April 2020 membahas tentang tindak lanjut temuan Otoritas Jasa Keuangan tahun 2020 (Kantor Cabang Bogor, Bandung, dan Surabaya), penundaan sistem GoAML akibat pandemi Covid-19, kebijakan regulator terkait pandemi Covid-19, tidak ada denda dari regulator dan tidak ada *fraud* di bulan Maret;
3. Pada 22 Juli 2020 membahas tentang tindak lanjut temuan Otoritas Jasa Keuangan tahun 2020, sosialisasi peraturan regulator, perkembangan pembuatan peraturan internal, penyampaian laporan CTR, STR, dan IFTI selama semester I 2020, pembahasan denda regulator dan *fraud* selama semester I 2020; dan
4. Pada 20 Oktober 2020 membahas tentang tindak lanjut temuan Otoritas Jasa Keuangan tahun 2020, progres sistem GoAML, denda di bulan Agustus dan September, indikasi *fraud* di Kantor Cabang Villa Melati Mas (Juni 2020), Kantor Cabang Gading Serpong (Juni 2020), dan Kantor Cabang Tanah Abang (Juli 2020).

## 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.

### 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.

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2020 2020 Realization
<p>Memberikan masukan kepada Direksi dalam merumuskan kebijakan ketenagakerjaan. Providing inputs to Board of Directors in formulating employment policies.</p>	<p>Pada tahun 2020, 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 2020, 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.</p>

The following is information on the implementation and agenda of GCG Monitoring and Implementation Committee meeting:

1. On 20 February 2020, discussing the follow-up on findings of the Financial Services Authority in 2019, the updates of the 2020 Financial Services Authority audit, the investigation of fraud indications at Green Garden Branch Office and Central Park Branch Office, (OBOX) discussing reports that were not entered into the Financial Services Authority system;
2. On 21 April 2020, discussing the follow-up on findings of the Financial Services Authority in 2020 (Bogor, Bandung, and Surabaya Branch Offices), the delays in GoAML system due to the Covid-19 pandemic, the regulatory policies related to the Covid-19 pandemic, no fines from regulators and no fraud in March;
3. On 22 July 2020, discussing the follow-up on findings of the Financial Services Authority in 2020, the dissemination of regulatory regulations, the development in making internal regulations, the submission of CTR, STR, and IFTI reports during the first semester of 2020, the discussion of regulatory fines and fraud during the first semester of 2020; and
4. On 20 October 2020, discussing the follow-up on findings of the Financial Services Authority in 2020, the progress of GoAML system, the fines in August and September, the indications of fraud at Villa Melati Mas Branch Office (June 2020), Gading Serpong Branch Office (June 2020), and Tanah Abang Branch Office (July 2020).

## 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.

### 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 2020 2020 Realization
<p>Mengawasi kebijakan yang berhubungan dengan karyawan agar dilaksanakan secara konsekuen dan konsisten.</p> <p>Overseeing employee-related policies to be consistently and consequently implemented.</p>	<p>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.</p> <p>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.</p>
<p>Melakukan kajian terhadap kebijakan ketenagakerjaan Bank dan memberikan saran kepada Direksi apabila diperlukan perubahan kebijakan ketenagakerjaan Bank.</p> <p>Reviewing Bank's labor policies and advising the Board of Directors if changes to the Bank's labor policy are necessary.</p>	<p>Melaksanakan rapat untuk mengkaji kebijakan ketenagakerjaan Bank.</p> <p>Holding meeting to assess the Bank's employment policy.</p>
<p>Memantau dan mengevaluasi efektivitas setiap karyawan.</p> <p>Monitoring and evaluating the effectiveness of each employee.</p>	<p>Melaksanakan evaluasi secara berkala sesuai dengan <i>Key Performance Indicator (KPI)</i> yang disepakati.</p> <p>Conducting periodic evaluations according to the agreed Key Performance Indicator (KPI).</p>
<p>Memberikan masukan dan solusi untuk hambatan dan masalah yang terjadi terkait dengan ketenagakerjaan Bank.</p> <p>Providing inputs and solutions for the obstacles and problems that occur related to the Bank's employment.</p>	<p>Pada tahun 2020, Komite Personalia telah memberikan masukan dan solusi apabila terdapat masalah terkait dengan ketenagakerjaan Bank.</p> <p>In 2020, the Human Resources Committee provided input and solutions in the event that there were problems related to Bank employment.</p>

### 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 Presiden Direktur Utama;
  - b. Direktur Kepatuhan dan Manajemen Risiko;
  - c. Direktur Bisnis; dan
  - d. Kepala Divisi *Human Capital Management & General Affair*.

### Kedudukan Komite Personalia dalam Struktur Organisasi

Kedudukan Komite Personalia dalam struktur organisasi berada di bawah Direksi.

### 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 2020, Komite Personalia telah mengadakan rapat sebanyak 9 (sembilan) kali dengan rata-rata tingkat kehadiran sebesar 100,00%. Uraian terkait agenda rapat Komite Personalia pada tahun 2020 sebagai berikut.

1. Pembahasan usulan perpanjangan kontrak usia pensiun;
2. Pembahasan *fraud* Kantor Cabang Pembantu Central Park dan penjualan produk VMI yang tidak ada kerja sama dengan Bank Victoria;
3. Hasil *bidding* asuransi kesehatan dan penggantian *SEVP Operation & IT*;

### 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 & 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.

### 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 2020, the Human Resources Committee held 9 (nine) meetings with an average attendance rate of 100.00%. Description of meeting agenda of the Human Resources Committee in 2020 is described as follows.

1. Discussion of the proposed extension of retirement age contract;
2. Discussion of fraud of Central Park Sub-branch Office and sale of VMI products that have no cooperation with Bank Victoria;
3. Results of health insurance bidding and replacement of *SEVP Operation & IT*;

4. Pembahasan karyawan pensiun dini;
5. Pembahasan perubahan skema gaji Senior RM dan pimpinan cabang luar kota serta penjualan produk Wana Artha oleh Pimpinan Kantor Cabang Serpong dan Vila Melati Mas;
6. *Fraud* Kantor Cabang Pembantu Tanah Abang;
7. Hasil investigasi SKAI atas Kantor Cabang Pembantu Permata Buana;
8. Pembahasan *Change Management Division*; dan
9. Kesalahan *Legal Officer* Kantor Cabang Surabaya, pelanggaran Kode Etik yang dilakukan Pimpinan Kantor Cabang Pembantu Tomang, dan penggantian pimpinan kantor cabang yang mengundurkan diri.

4. Discussion of early retirement employees;
5. Discussion of changes to the salary scheme for Senior RM and leaders of out-of-town branch offices and sale of Wana Artha products by the Head of Serpong and Villa Melati Mas Branch Offices;
6. Fraud at Tanah Abang Sub-branch Office;
7. Results of SKAI audit of Permata Buana Sub-branch Office;
8. Discussion of Change Management Division; and
9. Error by Legal Officer of Surabaya Branch Office, violation of Code of Conduct committed by the Head of Tomang Sub-branch Office, and the replacement of the head of the branch office who resigned.

## 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.

### 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.

## 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.

### 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 2020 2020 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 2020, Komite Pengadaan meminta informasi kepada Divisi/ Cabang/ <i>Vendor</i> atas rencana pengadaan barang dan jasa.</p> <p>In 2020, the Procurement Committee requested information from Division/ Branch/ <i>Vendor</i> 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>Selama tahun 2020, Komite Pengadaan telah melakukan kegiatan pengadaan barang dan jasa sebanyak 119 kegiatan dengan realisasi biaya sebesar Rp13.282.465.669,-.</p> <p>Throughout 2020, the Procurement Committee carried out 119 goods and services procurement activities with an actual cost of Rp13,282,465,669.</p>
<p>Mengajukan persetujuan kepada Dewan Komisaris terhadap pengadaan barang/dan jasa dengan nilai/harga minimum sesuai yang diatur di Anggaran Dasar Bank.</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 2020, tidak terdapat pengadaan barang dan jasa dengan nilai/ harga minimum sesuai yang diatur di Anggaran Dasar.</p> <p>In 2020, 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 2020, 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 2020, 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. SEVP Finance, Accounting & Strategic Performance Management;
  - d. SEVP Change Management Office; dan
  - e. SEVP of Corporate Banking.

### 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 Personalia di angkat dan diberhentikan oleh Ketua Komite Pengadaan.

### Rapat Komite Pengadaan

Komite Pengadaan melaksanakan rapat minimal 1 (satu) kali dalam 3 (tiga) bulan. Pada tahun 2020, Komite Pengadaan telah mengadakan rapat sebanyak 12 kali dengan rata-rata tingkat kehadiran sebesar 90,00%. Agenda rapat Komite Pengadaan selama tahun 2020 disajikan sebagai berikut:

1. Perpanjangan sewa ruang, *neon sign*, dan relokasi Kantor Cabang Pembantu Wisma Slipi;
2. Perpanjangan polis asuransi *Cash In Safe* (CIS);
3. Perpanjangan sewa kantor di Gedung Bank Panin Senayan;
4. Perpanjangan polis asuransi gedung dan inventaris;
5. Renovasi Kantor Cabang Pembantu Wisma Slipi;
6. Penambahan server *consolidation* (*hyperconvergence*);
7. Pengadaan *license Microsoft SQL Server CAL* dan Window;
8. Aplikasi GoAML;
9. Aplikasi Antasena;
10. *Renewal maintenance Hardware Security Module* (HSM);
11. Perpanjangan sewa Kantor Cabang Semarang;
12. Perpanjangan sewa Kantor Cabang BIP;
13. Kalender meja 2021;
14. *CR EDC Pinpad*;
15. *CR bunga deferred*;
16. *Renewal maintenance dan license EDC*;
17. Perpanjangan sewa Kantor Cabang Senayan;
18. Perpanjangan sewa Kantor Cabang Tomang;
19. *Pentest bankwide infrastructure and digital banking* tahun 2020;
20. *Renewal maintenance 2 unit server simplivity*;
21. *Renewal blue coat*;
22. *Renewal splunk enterprise*;
23. Revaluasi tanah dan/atau bangunan;
24. Aplikasi Bank Presepsi (MPN G3);
25. Laporan Tahunan dan Laporan Keberlanjutan tahun 2020; dan
26. Perpanjangan sewa Kantor Cabang Indocement.

### 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. SEVP Finance, Accounting & Strategic Performance Management;
  - d. SEVP Change Management Office; and
  - e. SEVP of Corporate Banking.

### 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. The Procurement Committee meets at least 1 (one) time in 3 (three) months. In 2020, the Procurement Committee held 12 (twelve) meetings with the average attendance level of 90.00%. The meeting agenda of Procurement Committee in 2020 is described as follows:

1. Extension of space lease, *neon sign*, and relocation of Wisma Slipi Sub-branch Office;
2. Extension of *Cash In Safe* (CIS) insurance policy;
3. Extension of office lease at Bank Panin Senayan Building;
4. Extension of building and inventory insurance policies;
5. Renovation of Wisma Slipi Sub-branch Office;
6. Addition of server *consolidation* (*hyperconvergence*);
7. Duplication of *Microsoft SQL Server CAL* and Window licenses;
8. GoAML application;
9. Antasena Application;
10. *Renewal maintenance of Hardware Security Module* (HSM);
11. Extension of Semarang Branch Office lease;
12. Extension of BIP Branch Office lease;
13. 2021 desk calendar;
14. *CR EDC Pinpad*;
15. *CR interest deferred*;
16. *Renewal of EDC maintenance and license*;
17. Extension of Senayan Branch Office lease;
18. Extension of Tomang Branch Office lease;
19. *Pentest for bankwide infrastructure and digital banking* in 2020;
20. *Renewal maintenance of 2 server units simplivity*;
21. *Renewal of blue coat*;
22. *Renewal of splunk enterprise*;
23. Revaluation of land and/or building;
24. Application for Perception Bank (MPN G3);
25. 2020 Annual Report and Sustainability Report; and
26. Extension of Indocement Branch Office lease.



## 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 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.

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2020 2020 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 <i>asset and liabilities</i> 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 <i>asset and liabilities</i> 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"> <li>Perkembangan penjualan produk dan portofolio produk;</li> <li>Poin-poin pengawasan Kebijakan Produk;</li> <li>Strategi Kebijakan Produk; dan</li> <li>Portofolio produk untuk kemudian dipergunakan sebagai masukan dan saran kepada Direksi untuk menentukan langkah-langkah perbaikan yang diperlukan.</li> </ol> <p>Monitoring and evaluating potential risks that will occur to:</p> <ol style="list-style-type: none"> <li>The development of product sales and portfolio;</li> <li>Monitoring points of Product Policy;</li> <li>Product Policy Strategies; and</li> <li>Product portfolio is then used as input and advice to the Board of Directors to determine the necessary improvements.</li> </ol>	<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:

- Ketua : Direktur Utama
- Anggota : Wakil Direktur Utama

## 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 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/SKDIR/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.

### Duties and Responsibilities of Product Committee

Komite Produk telah memberikan masukan, pertimbangan, dan rekomendasi atas pengelolaan produk *asset and liabilities* kepada Direksi mulai dari rencana penerbitan, pengembangan dan/atau modifikasi produk, sampai dengan melakukan analisis/kajian terhadap *existing product*.

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.

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.

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.

Mengevaluasi kinerja produk Bank, khususnya CASA, *Bancassurance*, *internet banking*, dan *mobile banking*.

Evaluating performance of the Bank's products, especially CASA, *Bancassurance*, *internet banking*, and *mobile banking*.

Telah direalisasikan dengan menjalankan tugas dan tanggung jawab sesuai kebijakan Bank.

Realized by performing duties and responsibilities according to the Bank's policy.

### Composition of Product Committee

The following is the structure and composition of the Product Committee:

- Chairman : President Director
- Member : Deputy President Director

### 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.

### Rapat Komite Produk

Komite Produk melaksanakan rapat minimal 1 (satu) kali dalam 1 (satu) tahun. Pada tahun 2020, Komite Produk telah mengadakan rapat sebanyak 1 (satu) kali dengan rata-rata kehadiran rapat 53,33%. Dalam rapat tersebut membahas:

1. Latar belakang kebutuhan akan pengembangan Aplikasi Bank Persepsi;
2. Keuntungan non-finansial Bank Victoria menjadi Bank Persepsi;
3. Keuntungan finansial Bank Victoria menjadi Bank Persepsi;
4. Batas waktu Bank Persepsi;
5. Pengembangan Revamp IBMB dengan pilihan untuk mengembangkan proyek secara *on premises full license* atau *manage service*;
6. Fitur Revamp IBMB;
7. Contoh *mock up* Revamp IBMB; dan
8. Batas waktu Revamp IBMB.

### 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.

### 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 dismissed by the Board of Directors.

### Product Committee Meetings

The Product Committee conducts meetings at least 1 (one) time in 1 (one) year. In 2020, the Product Committee held 1 (one) meeting with an average meeting attendance rate of 53.33%. The meeting discussed:

1. The background of needs to develop Perception Bank Application;
2. Bank Victoria's non-financial benefits of being a Perception Bank;
3. Bank Victoria's financial benefits of being a Perception Bank;
4. Perception Bank deadline;
5. Development of IBMB Revamp with options to develop the project on premises full license or manage service;
6. IBMB Revamp Features;
7. Sample IBMB Revamp mock up; and
8. IBMB Revamp deadline.

### 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.

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2020 2020 Realization
<b>Memutuskan rencana investasi Divisi Treasury dalam mencapai optimalisasi imbal hasil pengelolaan portofolio treasury, khususnya mengenai:</b> Deciding on the investment plan of the Treasury Division in achieving optimum return on treasury portfolio management, particularly on:	
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.
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 *International Banking*
3. Anggota :
  - a. Komisaris Utama;
  - b. Direktur Utama;
  - c. Direktur Kepatuhan dan Manajemen Risiko;
  - d. Kepala Divisi *Credit Risk Review*; 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 2020, Komite Investasi tidak mengadakan rapat, sehingga tidak terdapat informasi mengenai total rapat, rata-rata kehadiran rapat, dan agenda rapat.

## Corporate Secretary

*Corporate Secretary* merupakan organ Direksi yang berperan dalam menjaga hubungan antara Bank dengan pemangku kepentingan melalui publikasi aktivitas Bank, serta memelihara kewajaran, konsisten, dan transparansi mengenai hal-hal terkait tata kelola perusahaan dan tindakan korporasi. Selain itu, *Corporate Secretary* berperan dalam memonitor kepatuhan Bank terhadap peraturan dan ketentuan yang berlaku bagi Bank, khususnya peraturan di bidang pasar modal.

### 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 terbarukan 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.

### Composition of Investment Committee

The composition of the Investment Committee is as follows.

1. Chairman : Deputy President Director
2. Secretary : Head of International Banking Division
3. Member :
  - a. President Commissioner;
  - b. President Director;
  - c. Director of Compliance and Risk Management;
  - d. Head of Credit Risk Review 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 dismissed by the Board of Directors.

### Investment Committee Meetings

Throughout 2020, the Investment Committee did not hold any meeting, and therefore, there is no information on total meetings, average meeting attendance, and meeting agenda.

## Corporate Secretary

The Corporate Secretary is an organ of the Board of Directors that plays a role in maintaining relations between the Bank and stakeholders through the publication of Bank activities, as well as maintaining reasonableness, consistency and transparency regarding matters related to corporate governance and corporate actions. In addition, the Corporate Secretary has a role in monitoring the Bank's compliance with rules and regulations applicable to the Bank, particularly regulations in the capital market sector.

### 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' Decision Letter 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.

### 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.



### 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*.

### 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.

### 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 2020 2020 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><i>Corporate Secretary</i> telah mengikuti perkembangan pasar modal, khususnya peraturan-peraturan yang berlaku di bidang pasar modal.</p> <p><i>Corporate Secretary</i> 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> <p>a. Laporan Internal</p> <ul style="list-style-type: none"> <li>• Bulanan, berupa Memo Internal Perubahan Kepemilikan Saham;</li> <li>• Tahunan, berupa Laporan Tahunan Divisi <i>Corporate Secretary</i>.</li> </ul> <p>b. Laporan Eksternal</p> <ul style="list-style-type: none"> <li>• Laporan Registrasi Pemegang Saham sebanyak 12 kali ke situs web Bursa Efek Indonesia;</li> <li>• Laporan Realisasi Penggunaan Dana sebanyak 3 (tiga) kali;</li> <li>• Laporan Pihak Terkait sebanyak 2 (dua) kali (semesteran);</li> <li>• Laporan Keterbukaan Informasi pada situs web Bursa Efek Indonesia sebanyak 41 kali;</li> <li>• Laporan Keuangan Tahunan kepada Departemen Perindustrian dan Perdagangan;</li> <li>• Laporan Transaksi Afiliasi sebanyak 11 (sebelas) kali;</li> <li>• Mengadakan RUPS Tahunan pada 19 Juni 2020 dan <i>Public Expose</i> pada 16 Oktober 2020; dan</li> <li>• Laporan hasil RUPS sebanyak 1 (satu) kali.</li> </ul> <p>Preparing and submitting reports, which include:</p> <p>a. Internal Report</p> <ul style="list-style-type: none"> <li>• Monthly, in the form of Internal Memo of Changes of Share Ownership;</li> <li>• Annually, in the form of Annual Report of <i>Corporate Secretary</i> Division.</li> </ul> <p>b. External Reports</p> <ul style="list-style-type: none"> <li>• Shareholder Registration Report for 12 times to Indonesia Stock Exchange website;</li> <li>• Report of the Actual Use of Proceeds for 3 (three) times;</li> <li>• Report of Related Parties for 2 (two) times (per semester);</li> <li>• Information Disclosure Report on Indonesia Stock Exchange website for 41 times;</li> <li>• Annual Financial Statements to the Ministry of Industry and Trade;</li> <li>• Affiliated Transactions Report for 11 (eleven) times;</li> <li>• Convening Annual GMS on 19 Juni 2020 and <i>Public Expose</i> on 16 October 2020; and</li> <li>• Report of GMS result for 1 (one) time.</li> </ul>

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2020 2020 Realization
<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"> <li>Rapat Direksi sebanyak 53 kali; dan</li> <li>Rapat Gabungan Dewan Komisaris dan Direksi sebanyak 17 kali.</li> </ol> <p>Providing input to the Board of Directors through the following meetings:</p> <ol style="list-style-type: none"> <li>Board of Directors' Meetings for 53 times; and</li> <li>Joint Meetings of Board of Commissioners and Board of Directors for 17 times.</li> </ol>
<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>

## Satuan Kerja Audit Internal/*Integrated & Anti Fraud*

Satuan Kerja Audit Internal (SKAI)/*Integrated & Anti Fraud* adalah organ di bawah Direksi yang berperan dalam melaksanakan kegiatan *assurance* dan *consulting* secara independen dan objektif yang dirancang untuk memberikan nilai tambah dan meningkatkan kualitas operasional Bank. 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*.

### Kedudukan SKAI/*Integrated & Anti Fraud*

SKAI/*Integrated & 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. Selain itu, Divisi ini memiliki akses yang tidak terbatas terhadap seluruh aktivitas di Bank dan merupakan mitra manajemen dalam mewujudkan implementasi GCG.

### Pihak yang Mengangkat dan Memberhentikan Kepala SKAI/*Integrated & Anti Fraud*

Divisi ini dipimpin oleh Kepala Divisi SKAI/*Integrated & Anti Fraud* yang diangkat dan diberhentikan oleh Direktur Utama dengan persetujuan Dewan Komisaris dan dilaporkan kepada Otoritas Jasa Keuangan.

### Struktur Organisasi SKAI/*Integrated & Anti Fraud*

Berdasarkan Surat Keputusan Direksi No. 003/SK-DIR/11/19 tanggal 6 November 2019 tentang Struktur Organisasi PT Bank Victoria International Tbk, maka Struktur Organisasi SKAI/*Integrated & Anti Fraud* sebagai berikut.

## Internal Audit/*Integrated & Anti Fraud* Work Unit

Internal Audit (SKAI)/*Integrated & Anti-Fraud* is an organ under the Board of Directors whose role is to carry out assurance and consulting activities independently and objectively, and which are designed to provide added value and improve the Bank's operations quality. This organ is also intended to help the Bank 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.

### Position of SKAI/*Integrated & Anti Fraud*

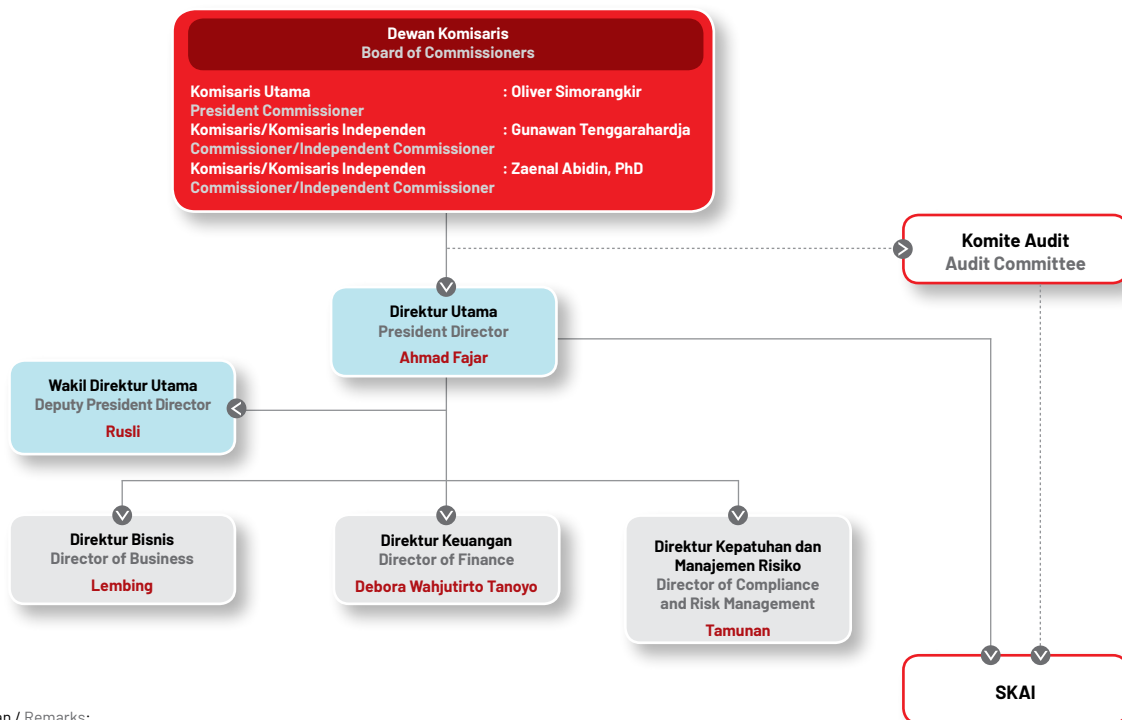
SKAI/*Integrated & Anti-Fraud* is an independent organ directly responsible to the President Director. This division has a direct communication channel with the Audit Committee and the Board of Commissioners. In addition, this Division has unlimited access to all Bank activities, and is a management partner in realizing GCG implementation.

### The Party Appointing and Discharging the Head of SKAI/*Integrated & Anti Fraud*

This division is led by the Head of SKAI/*Integrated & Anti-Fraud*, and appointed and dismissed by the President Director with the approval of the Board of Commissioners, and reported to the Financial Services Authority of Indonesia.

### Organizational Structure of SKAI/*Integrated & Anti Fraud*

Based on the Board of Directors' Decision Letter No. 003/SKDIR/11/19 dated 6 November 2019 on the Organizational Structure of PT Bank Victoria International Tbk, the Organizational Structure of SKAI/*Integrated & Anti-Fraud* Division is as follows.



Keterangan / Remarks:

- Garis Komando / Commanding Line
- ..... Garis Koordinasi / Coordinating Line

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;
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 SKAI/Integrated & Anti Fraud**

SKAI/Integrated & Anti Fraud memiliki beberapa pedoman dalam melaksanakan tugas dan tanggung jawabnya. Seluruh pedoman senantiasa di kaji ulang dan dimutakhirkan sesuai kondisi dan perkembangan organisasi, serta sesuai perubahan peraturan

**Guidelines of SKAI/Integrated & Anti Fraud**

SKAI/Integrated & Anti Fraud Division has a number of guidelines in implementing its duties and responsibilities. All guidelines are routinely reviewed and updated in accordance with organizational conditions and developments, as well as amendments in



perundang-undangan yang berlaku. Berikut pedoman SKAI/*Integrated & Anti Fraud Bank*.

#### 1. **Piagam Audit Internal**

*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 SKAI/*Integrated & Anti Fraud*.

#### 2. **Sistem Prosedur dan Teknik Pemeriksaan Internal**

Sistem Prosedur dan Teknik Pemeriksaan Internal merupakan pedoman kerja teknis SKAI/*Integrated & 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/Integrated**

Dalam rangka implementasi SKAI/*Integrated* 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 Satuan Kerja Audit Internal 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 tanggal 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 SKAI/*Integrated & Anti Fraud* telah memiliki Kebijakan dan Standar Operasional Prosedur Penerapan *Anti Fraud* dan Penerapan *Whistleblowing System* yang telah dimutakhirkan melalui Surat Keputusan Direksi No. 002/SK-DIR/08/20 tanggal 7 Agustus 2020 tentang Kebijakan dan Standar Operasional Prosedur Penerapan Strategi *Anti Fraud* PT Bank Victoria International Tbk.

### **Tugas dan Tanggung Jawab SKAI/Integrated & Anti Fraud**

SKAI/*Integrated & Anti Fraud* memiliki tugas dan tanggung jawab yang meliputi:

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;

prevailing laws and regulations. Below is the guideline of SKAI/*Integrated & Anti Fraud* of the Bank.

#### 1. **Internal Audit Charter**

SKAI/*Integrated & 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 SKAI/*Integrated & Anti Fraud*.

#### 2. **Systems, Procedures, and Techniques of Internal Audit**

The Systems, Procedures, and Techniques of Internal Audit is the technical work guideline for the SKAI/*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. **SKAI/Integrated**

For the purpose of the implementation of SKAI/*Integrated* as mandated in the Financial Services Authority Regulation No. 18/POJK.03/2014 dated 18 November 2014 and Circular 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 Integrated Internal Audit Work Unit 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 SKAI/*Integrated & Anti Fraud* already has Policy and Standard Operating Procedure for Anti-Fraud Implementation and Whistleblowing Implementation, which has been updated by the Board of Directors' Decision Letter No. 002/SK-DIR/08/20 dated 7 August 2020 on Policy and Standard Operating Procedure for Anti Fraud Strategy Implementation of PT Bank Victoria International Tbk.

### **Duties and Responsibilities of SKAI/Integrated & Anti Fraud**

The SKAI/*Integrated & Anti-Fraud* has the duties and responsibilities that cover:

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. 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 SKAI/Integrated & Anti Fraud

Seluruh personel SKAI/Integrated & Anti Fraud memiliki latar belakang pendidikan dan kompetensi yang memadai dalam menjalankan tugas sebagai auditor. Tahun 2020, jumlah personel Internal Audit sebanyak 8 (delapan) orang.

### Sertifikasi Profesi SKAI/Integrated & Anti Fraud

SKAI/Integrated & Anti Fraud membutuhkan kemampuan yang lebih dibandingkan unit kerja lainnya. Salah satu parameter yang menjadi tolak ukur kemampuan dan keahlian SKAI/Integrated & Anti Fraud adalah pengalaman perbankan baik dari segi operasional, bisnis, dan *supporting*. Selain pengalaman dan strata pendidikan, sertifikasi juga faktor penting dalam meningkatkan keahlian SKAI/Integrated & Anti Fraud. Berikut sertifikasi profesi yang telah diperoleh personel SKAI/Integrated & Anti Fraud.

### Composition of SKAI/Integrated & Anti Fraud

All SKAI/Integrated & Anti-Fraud personnel have sufficient educational background and competence in carrying out their duties as auditors. In 2020, there were 8 (eight) Internal Audit personnel.

### Certification of SKAI/Integrated & Anti Fraud

SKAI/Integrated & Anti-Fraud need more comprehensive capabilities than those of other work units. One of the parameters that becomes a benchmark for abilities and expertise of SKAI/Integrated & Anti-Fraud is banking experience in operations, business, and supporting aspects. In addition to experience and educational background, certification is also an important factor in increasing the expertise of SKAI/Integrated & Anti-Fraud. The professional certifications that have been obtained by SKAI/Integrated & Anti-Fraud personnel are as follows.

Nama Name	Jabatan Position	Sertifikasi Certifications	Masa Berlaku Validity Period	Penyelenggara Organizer
Djoko Soendjojo	Kepala Divisi Head of Division	Level Auditor Auditor Level	29 Juni 2023 29 June 2023	Lembaga Sertifikasi Profesi Perbankan Banking Profession Certification Institution
Ferry Deuning	Kepala Bagian Head of Department	Level Auditor Auditor Level	24 Agustus 2023 24 August 2023	Lembaga Sertifikasi Profesi Perbankan Banking Profession Certification Institution
Joel Krissata	Senior Officer	Level Auditor Auditor Level	24 November 2022	Lembaga Sertifikasi Profesi Perbankan Banking Profession Certification Institution
Ricky Windhyarto	Junior Officer	Level Auditor Auditor Level	27 April 2023	Lembaga Sertifikasi Profesi Perbankan Banking Profession Certification Institution
Ricky Rahardjo	Junior Officer	Level Auditor Auditor Level	29 Juni 2023 29 June 2023	Lembaga Sertifikasi Profesi Perbankan Banking Profession Certification Institution
Marni Marsirah	Junior Officer	Level Auditor Auditor Level	27 April 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 SKAI/Integrated & Anti Fraud

SKAI/Integrated & Anti Fraud Bank Victoria memiliki Kode Etik yang harus dipatuhi oleh semua anggota SKAI/Integrated & Anti Fraud baik secara individu dalam melaksanakan kegiatan audit, Kode Etik SKAI/Integrated & Anti Fraud Bank Victoria terdiri dari 4 (empat) prinsip yaitu:

## Code of Ethics of SKAI/Integrated & Anti-Fraud

Bank Victoria's SKAI/Integrated & Anti-Fraud has a Code of Ethics that must be adhered to by all members of SKAI/Integrated & Anti-Fraud, either individually or in performing audit activities. The Code of Ethics of Bank Victoria's SKAI/Integrated & Anti-Fraud consists of 4 (four) principles, which are:

Prinsip Kode Etik Principles of Code of Ethics	Uraian Description
Prinsip Integritas Principle of Integrity	<p>a. Dapat diandalkan, tegas, jujur, dan terpercaya; b. Menjaga kerahasiaan informasi yang diperoleh dalam pelaksanaan tugas; c. Menghindari benturan kepentingan; dan d. Mengimplementasikan Kode Etik Audit Internal.</p> <p>a. Reliable, firm, honest, and trustworthy; b. Keep confidential information obtained in the implementation of duties; c. Avoiding conflict of interest; and d. Implementing Internal Audit's Code of Ethics.</p>
Prinsip Objektif Principle of Objective	<p>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.</p> <p>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.</p>
Prinsip Rahasia Principle of Confidentiality	<p>Menghargai nilai dari informasi yang diterima dan kepemilikan informasi serta tidak membocorkan informasi yang diperoleh tanpa mendapat kuasa kecuali demi hukum atau profesi.</p> <p>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.</p>
Prinsip Kompetensi Principle of Competence	<p>Menggunakan keterampilan, pengetahuan, keahlian, dan pengalaman yang dimiliki dalam melaksanakan audit serta meningkatkannya secara berkesinambungan.</p> <p>To use skills, knowledge, expertise, and experiences owned in performing audit and to continuously enhance them.</p>

## 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:
    - Kantor cabang/cabang pembantu/kas yang memiliki NPL di atas 1%; dan
    - Kantor cabang/cabang pembantu/kas yang memiliki *outstanding* kredit yang porsinya di atas 1% dari total kredit konsolidasi.
  - 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 Zero Defect dari *Internal Control*.
- Persiapan data, pengumpulan data dan informasi, seperti aktivitas operasional, kredit dan unit kerja, laporan hasil pemeriksaan (LHP), dan temuan tahun sebelumnya.
- Pelaksanaan pemeriksaan di lapangan dan menindaklanjuti temuan *Audit Internal/Integrated and Anti Fraud* tahun sebelumnya.
- Penyusunan hasil temuan dan pemaparan risiko yang dihadapi, penyebab, dampak, dan rekomendasi.

## Audit Methods

Bank Victoria has implemented a risk-based internal audit method (RBIA) described as follows.

- To create a mapping of potential credit and operational risk in its plan to audit the offices with intention to make the auditing process effective.
  - Potential credit risks are measured from:
    - Branch/sub-branch/cash offices that have NPL above 1%; and
    - Branch/sub-branch/cash offices that have outstanding credit of more than 1% of its total consolidated credit.
  - 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 Zero-Defect Report from the Internal Control.
- 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.
- The implementation of on-site audit and follow up on the findings of Internal Audit/Integrated and Anti-Fraud Division in the previous year.
- Preparation of findings and explanation risks being faced, causes, impacts and recommendations.

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.
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 SKAI/Integrated & Anti Fraud

SKAI/Integrated & Anti Fraud telah menyusun Rencana Kerja Audit Tahun 2020 yang telah dilaporkan kepada Otoritas Jasa Keuangan dengan Surat No. 066/DIR-EKS/01/20 tanggal 20 Januari 2020 tentang Rencana Kerja Satuan Kerja Audit Intern (SKAI)/Integrated & Anti Fraud Tahun 2020 PT Bank Victoria International Tbk dengan sasaran yang akan dicapai oleh SKAI/Integrated & Anti Fraud pada tahun 2020, 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 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 2021 SKAI akan melanjutkan program pengembangan *risk based audit* dengan beberapa kegiatan utama sebagai berikut.
    - 1) SDM SKAI
      - Secara berkelanjutan meningkatkan kompetensi staf SKAI (sertifikasi, *training*/pelatihan internal dan eksternal).
      - Mengimplementasikan praktik-praktik yang berorientasi pada *performance management*.
    - 2) Proses
      - Penyempurnaan proses pelaksanaan audit.
      - Pelaksanaan audit dengan fokus pada risiko yang signifikan.
    - 3) Sistem
 

Secara konsisten mengimplementasikan dan menyempurnakan metodologi Internal Audit (*rating system, offsite audit*) dan sosialisasi metodologi Internal Audit tersebut.
    - 4) Infrastruktur
      - Menciptakan suasana kerja yang kondusif dan *learning environment* yang tinggi.
      - Pemenuhan fasilitas kerja yang memadai.

### Work Program of SKAI/Integrated & Anti Fraud

The SKAI/Integrated & Anti-Fraud has prepared the 2020 Audit Work Plan, which has been reported to the Financial Services Authority under the Letter No. 066/DIR-EKS/01/20 on Work Plan of Internal Audit Work Unit (SKAI)/Integrated & Anti Fraud of 2020 of PT Bank Victoria International Tbk, with targets to be achieved by SKAI/Integrated & Anti-Fraud in 2020 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 2021 SKAI will continue the risk-based audit development program with the following main activities.
    - 1) Human Resource of SKAI
      - Continually improving the competence of SKAI staffs (certification, internal and external trainings).
      - Implementing performance management oriented practices.
    - 2) Process
      - Improving the audit process.
      - Conducting audits with focus on significant risks.
    - 3) System
 

Consistently implementing and refining the Internal Audit methodology (*rating system, offsite audit*), and disseminating such Internal Audit methodology.
    - 4) Infrastructure
      - Creating a conducive work atmosphere and a high learning environment.
      - Fulfilling adequate work facilities.

- 5) 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 2021 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 keuangan/ bisnis Bank serta yang memiliki risiko tinggi.
  - 2) Untuk unit bisnis/kantor cabang dilakukan berdasarkan evaluasi:
    - 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*.
    - *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.

- 5) 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 2021 are carried out by considering the following matters.
- a. The criteria to select which organizational work units/ activities to be audited:
- 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:
    - 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*.
    - *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. 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 81,18%.
- 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/Bank Indonesia dan temuan Akuntan Publik. Selain itu, juga dilakukan pemeriksaan khusus yang terkait dengan *case* atau *fraud* yang terjadi di Bank.

### Pelaksanaan Rencana Kerja SKAI/Integrated & Anti Fraud

Realisasi rencana kerja audit tahun 2020 yang telah dilaporkan kepada Manajemen dan Otoritas Jasa Keuangan, yaitu:

1. Surat No. 063/DIR-EKS/07/20 tanggal 24 Juli 2020 perihal Laporan Hasil Pokok-Pokok Audit Intern Semester I Tahun 2020 PT Bank Victoria International Tbk;
2. Surat No. 035/DIR-EKS/01/21 tanggal 20 Januari 2021 perihal Laporan Hasil Pokok-Pokok Audit Intern Semester II Tahun 2020 PT Bank Victoria International Tbk; dan
3. Surat No. 045/DIR-EKS/08/20 tanggal 19 Agustus 2020 perihal Laporan Hasil Evaluasi Kinerja Satuan Kerja Audit Internal PT Bank Victoria International Tbk untuk periode tahun 2017, 2018, 2019, dan Juni 2020.

### Temuan dan Tindak Lanjut Hasil Audit

Hasil audit tahun 2020 telah menghasilkan sejumlah temuan yang telah dilaporkan kepada Dewan Komisaris dan Direksi. 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 SKAI/Integrated & Anti Fraud. Berikut temuan dan tindak lanjut audit di tahun 2020.

1. Pada semester I tahun 2020, jumlah temuan sebanyak 82, 72 temuan atau 87,80% telah ditindaklanjuti dan sebanyak 10 temuan atau 12,20% masih dalam proses perbaikan dan telah diselesaikan pada triwulan III tahun 2020; dan
2. Pada semester II tahun 2020, jumlah temuan sebanyak 382, 366 temuan atau 95,81% telah ditindaklanjuti dan sebanyak 16 temuan atau 4,19% masih dalam proses perbaikan dan telah diselesaikan pada triwulan II tahun 2021.

b. Audit Scopes in 2020

After establishing the parameters to select which organizational units/activities as mentioned above, the 2021 audit scopes are:

- 1) Audit of branch offices, sub-branch offices, and cash offices  
Examining 69 offices from 85 Branch Offices or 81.18%.
- 2) Audit of Operational Work Unit 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/Bank Indonesia 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 SKAI/Integrated & Anti Fraud

Realization of the 2020 audit work plan that has been reported to the Management and Financial Services Authority, under:

1. Letter No. 063/DIR-EKS/07/20 dated 24 July 2020 regarding Report on Internal Audit Main Results for Semester I 2020 of PT Bank Victoria International Tbk;
2. Letter No. 035/DIR-EKS/01/21 dated 20 January 2021 regarding Report on Internal Audit Main Results for Semester II 2020 of PT Bank Victoria International Tbk; and
3. Letter No. 045/DIR-EKS/08/20 dated 19 August 2020 regarding Report on Performance Evaluation Result of Internal Audit Unit of PT Bank Victoria International Tbk for the period of 2017, 2018, 2019, and June 2020.

### Findings and Follow Up to Audit Results

The audit carried out in 2020 has generated a number of findings that have been reported to the Board of Commissioners and Board of Directors. 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 SKAI/Integrated & Anti Fraud. Below are the findings and follow up in 2020.

1. In the first semester of 2020, a total of 82.72 findings or 87.80% were followed up and as many as 10 findings or 12.20% were in improvement process and were completed in the third quarter of 2020; and
2. In the second semester of 2020, the number of findings were 382. As many as 366 findings or 95.81% were followed up and as many as 16 findings or 4.19% were in improvement process and were completed in the second quarter of 2021.

## 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. 022/KA/9/2020 tanggal 23 September 2020 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 2020 dan Memo Dewan Komisaris No. 003/KOM-DIR/9/2020 tanggal 25 September 2020 tentang

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 accounting firm and public accountant appointed to audit the Bank's financial statements, 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 Services of Public Accountant 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 from the Board of Commissioners that has considered the recommendations from 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. Audit scope;
3. Audit services fee;
4. Expertise and experience of public accounting firm, public accountant, and the 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 the audit team;
7. Potential risks of using 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 Audit Committee's considerations were submitted to the Board of Commissioners and Financial Services Authority through Audit Committee's Memo No. 022/KA/9/2020 dated 23 September 2020 on the Recommendation from Audit Committee on the Appointment of Public Accountant and/or Public Accounting Firm to Perform Assurance Work for Financial Statements of PT Bank Victoria International Tbk for the 2020 fiscal year and Board of Commissioners' Memo



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 2020.

No. 003/KOM-DIR/9/2020 dated 25 September 2020 on the Appointment of Public Accounting Firm (KAP) and/or Public Accountant (AP) for General Audit of Financial Statements of PT Bank Victoria International Tbk for the fiscal year ended 31 December 2020.

## Informasi Jasa Assurance dan/atau Non-Assurance yang Diberikan Akuntan Publik atau Kantor Akuntan Publik dan/atau Afiliasi atau Jaringannya

### 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.

Uraian Description	Tahun Buku Fiscal Year				
	2020	2019	2018	2017	2016
Kantor Akuntan Publik Public Accounting Firm	Tanudiredja, Wibisana, Rintis dan Rekan ( <i>member of Pricewaterhouse Cooper</i> ) Tanudiredja, Wibisana, Rintis and Partners ( <i>member of Pricewaterhouse Cooper</i> )				
Biaya (Rp) Cost (Rp)	1,700,000,000	1,500,000,000	1,760,000,000	1,500,000,000	1,421,238,000
Masa Kontrak Contract Period	Januari – Desember January – December				
Akuntan Publik Public Accountant	Jimmy Pangestu, SE		M Jusuf Wibisana, MEc, CPA		Lucy Luciana Suhenda
Nomor Izin Akuntan Publik Public Accountant License Number	AP. 1124		AP. 0222		AP. 0229

### Jasa yang Berhubungan dengan Jasa Non-Assurance dan Jasa Lain yang Diberikan Akuntan Publik

Sepanjang tahun 2020, Bank tidak menerima *non-assurance* dan jasa lainnya dari kantor akuntan publik dan akuntan publik.

### Services Related to Non-Assurance Services and Other Services Provided by Public Accountant

Throughout 2020, the Bank did not receive non-assurance and other services from the public accounting firm and public accountant.

### 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.

### 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/SE0JK.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 sebagai berikut.

1. **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.
2. **Dewan Komisaris**  
Bertanggung jawab dalam melakukan pengawasan terhadap pelaksanaan pengendalian internal secara umum, termasuk kebijakan Direksi yang menetapkan pengendalian internal tersebut.
3. **SKAI/Integrated & 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.
4. **Pejabat Eksekutif dan Karyawan**  
Bertanggung jawab dalam memahami dan melaksanakan pengendalian internal yang telah ditetapkan oleh manajemen Bank. Melalui pengendalian internal yang efektif, tanggung

### Scope of Internal Control

Bank Victoria implements internal control system in accordance with the Financial Services Authority Circular No. 35/SE0JK.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 as follows.

1. **Board of Directors**  
In charge of creating and maintaining effective internal control, 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.
2. **Board of Commissioners**  
In charge of supervising the implementation of internal control in general, including the Board of Directors' policies in establishing such internal control.
3. **SKAI/Integrated & 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.
4. **Executive Officers and Employees**  
In charge of understanding and implementing the internal control established by the Bank's management. Through effective internal control, the responsibilities of the Executive

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.

#### 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, Dewan Komisaris dan Direksi berperan dalam menjaga komitmen, perilaku, kepedulian, serta langkah yang tepat dalam mengimplementasikan pengendalian internal dalam seluruh kegiatan operasional Bank. Oleh karena itu, Dewan Komisaris dan Direksi 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 Organization 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;

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. 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 Commissioners and Board of Directors 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 Commissioners and Board of Directors 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 complexity, including office network;
4. Risk profile of each business activity;
5. Methods used for data and information technology processing, as well as methodology applied for risk measurement, monitoring, and limit; and
6. Provisions and laws and regulations.

## Conformity of Internal Control with COSO Framework

The internal control implemented 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 control 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 operation's effectiveness and efficiencies improvement on the use of assets and other resources in order to protect the Bank from the risk of loss;

- |  |   |
|--|---|
| <p>b. Tujuan pelaporan, berkaitan dengan kepentingan pelaporan keuangan yang memenuhi kriteria andal, tepat waktu, transparan dan persyaratan lain yang ditetapkan oleh regulator maupun Bank; dan</p> <p>c. Tujuan kepatuhan, berkaitan dengan kepatuhan Bank terhadap hukum dan peraturan perundang-undangan yang berlaku.</p> | <p>b. The reporting objectives, relating to the interest of financial reporting that satisfies the criteria of reliable, timely, transparent, and other requirements stipulated by the regulator and the Bank; and</p> <p>c. The objectives of compliance, in relation to the Bank's compliance with the applicable laws and regulations.</p> |
|--|---|
2. Unsur-unsur pengendalian internal meliputi komponen-komponen berikut.
2. Internal control elements including the following components.

<b>Komponen Components</b>	
<b>Lingkungan Pengendalian</b>	<b>The Controlled Environment</b>
Cerminan dari keseluruhan komitmen, perilaku, kepedulian, serta langkah-langkah Dewan Komisaris dan Direksi Bank dalam melaksanakan kegiatan pengendalian operasional Bank.	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>Penilaian Risiko</b>	<b>Risk Assessment</b>
Serangkaian tindakan yang dilaksanakan oleh Direksi dalam rangka identifikasi, analisis dan menilai risiko yang dihadapi Bank dalam rangka pencapaian target yang ditetapkan.	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.
<b>Kegiatan Pengendalian</b>	<b>Controlled Activities</b>
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.	Establishment of policies, procedures, and control practices, and early verification process to ensure that such policies and procedures are consistently adhered to and constitute as an inseparable part from the Bank's daily functions or activities.
<b>Ketersediaan Informasi Internal dan Saluran Komunikasi</b>	<b>Availability of Internal Information and Effective Communication Channels</b>
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.	Availability of internal information and effective communication channel is 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.
<b>Kegiatan Pemantauan</b>	<b>Monitoring Activity</b>
Proses penilaian/evaluasi atas aktivitas pemantauan efektivitas rancangan dan operasi struktur pengendalian internal dan kinerja manajemen dengan memastikan bahwa pelaksanaannya telah diperbaiki sesuai dengan keadaannya.	A process of assessment/evaluation of the monitoring activities of the effectiveness of the design and operation of 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

Dewan Komisaris dan Direksi 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 Dewan Komisaris dan Direksi dalam pengendalian internal yang diuraikan sebagai berikut.

1. Dewan Komisaris
  - Memiliki tanggung jawab untuk:
    - a. Mengesahkan dan mengkaji ulang secara berkala terhadap kebijakan dan strategi usaha Bank secara keseluruhan;

## 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 Commissioners and Board of Directors 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 Commissioners and Board of Directors in internal controls as described below.

1. Board of Commissioners
  - Has responsibilities for:
    - a. Vaidating and reviewing regularly the Bank's overall business policies and strategies;

- 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.
2. 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;
  - 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.

Dalam melaksanakan tanggung jawab tersebut, Dewan Komisaris dan Direksi 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. Dewan Komisaris dan Direksi sebagai panutan seluruh karyawan, memiliki komitmen pribadi yang tinggi terhadap pengembangan Bank yang sehat;
2. Dewan Komisaris dan Direksi mengelola *human capital*, termasuk dalam proses penempatan karyawan yang sesuai dengan keterampilan, pengetahuan, dan perilaku; dan
3. Dewan Komisaris dan Direksi 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

- b. Understanding the main risks faced by the Bank, establishing the level of risk tolerance, and ensuring that the Board of Directors has taken the necessary steps to identify, measure, monitor, and control those risks;
  - c. Approving the organizational structure; and
  - d. Ensuring that the Board of Directors has monitored the effectiveness of SPI implementation.
2. Board of Directors
- Have responsibilities for:
- a. Implementing policies and strategies approved by the Board of Commissioners;
  - b. Developing procedures for identifying, measuring, monitoring, and controlling risks faced by the Bank;
  - c. Maintaining an organizational structure that reflects clear authority, responsibility, and reporting relationships;
  - d. Ensuring that authority delegation runs effectively and is supported by the consistent accountability implementation;
  - e. Establishing policies, strategies, and internal control procedures; and
  - f. Monitoring the adequacy and effectiveness of SPI.

In carrying out these responsibilities, the Board of Commissioners and Board of Directors take the responsibility for improving work ethics and high integrity in creating an organizational culture that emphasizes the importance of internal control applicable to the Bank to all employees. This is done, among others, through the implementation of:

1. The Board of Commissioners and Board of Directors as role models to all employees have high personal commitment to the development of a sound Bank;
2. The Board of Commissioners and Board of Directors manage human capital, including the process of employee placement in accordance with their skills, knowledge, and behavior; and
3. The Board of Commissioners and Board of Directors raise awareness for all of the Bank's employees on the importance of effectiveness of their respective duties and responsibilities, and the employees communicate to the relevant management regarding every problem 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

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.

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 Dewan Komisaris dan Direksi 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*.

Victoria conducts continuous monitoring by identifying all types of risks faced by the Bank, both individual and aggregate risks, and establishing such risk limit and control technique assisted by the internal auditor for wider audit coverage. In the event of any risk that has not been controlled, the Bank will review the internal control appropriately.

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, consolidation, acquisition, and restructuring of the Bank;
8. Change in the accounting system;
9. Business expansion;
10. Amendment 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 Board of Commissioners and Board of Directors 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 SKAI/Integrated & 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 SKAI/Integrated & Anti-Fraud 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 verifying transaction accuracy and completeness, and performing 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. 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 & General Affair*.

#### 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.

#### 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 audit to Human Capital Management & General Affair Division.

#### 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' Decision Letter No. 015/SKDIR/07/14 dated 14 July 2014 on Corporate Affair Policy and Procedures, and Board of Directors' Circular 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 respective 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' Decision Letter No. 004/SKDIR/07/13 dated 11 July 2013 on the Delegation of Authority for Expenditures 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 according to its respective responsibilities. The Bank's accounting system consists of methods and records to identify, classify, analyze, classify, record, and report transactions with 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. Whereas, 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.



## 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 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 2020

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 2020, 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.

Dewan Komisaris dan Direksi Bank Victoria secara berkelanjutan dan konsisten terus melakukan tinjauan ulang atas sistem pengendalian internal perusahaan. Pada tahun 2020, Dewan Komisaris dan Direksi menilai bahwa sistem pengendalian internal yang dimiliki telah mencukupi untuk menunjang keberjalanan Bank Victoria.

## 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 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 2020

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 2020, 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.

The Board of Commissioners and Board of Directors of Bank Victoria continuously and consistently review the Company's internal control system. In 2020, the Board of Commissioners and Board of Directors considered that their internal control system is sufficient to support Bank Victoria's operations.



# 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.

### Penanggung Jawab Fungsi Kepatuhan

Dalam melaksanakan fungsi kepatuhan tersebut, Bank secara khusus telah memiliki Direktur Kepatuhan dan Manajemen Risiko serta Divisi *Compliance, AML/Integrated & 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;

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 compliance role and 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.

### Person in Charge of Compliance Function

In performing such compliance function, the Bank specifically hired a Director of Compliance and Risk Management and Compliance, AML/Integrated & System Procedure Division that focus on and are in charge of the implementation of the Bank's compliance function. The implementation of compliance function is 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 (two) times a year; and
- b. Based on the evaluation results of implementation of compliance function, the Board of Commissioners provides suggestions to improve the quality of compliance function to the President Director with a copy to the Director of Compliance and Risk Management.

#### 2. Director of Compliance and Risk Management

Regarding the implementation of compliance function, the Director of Compliance and Risk Management has duties and responsibilities that include:

- a. Formulating strategies to encourage the creation of the Bank's compliance culture;

- 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 efektivitas 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 secara triwulan.

### 3. Divisi Compliance, AML/Integrated & System Procedure

Divisi *Compliance, AML/Integrated & 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;
- 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.

- 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 provisions and guidelines;
- d. 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 the 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 Bank's 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 Director of Compliance and Risk Management 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 Director of Compliance and Risk Management with copies to the Board of Commissioners at least quarterly.

### 3. Compliance, AML/Integrated & System Procedure Division

Compliance, AML/Integrated and System Procedure Divisions have duties and responsibilities that include:

- a. Preparing steps in order to support the creation of a compliance culture on all of the Bank's business activities at every organizational level;
- b. Identifying, measuring, monitoring, and controlling the compliance risks by referring to the provisions of the Financial Services Authority;
- c. Assessing and evaluating the effectiveness, adequacy, and conformity of the Bank's policies, regulations, systems, and procedures against the provisions of laws and regulations;
- d. 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;
- e. Taking 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.

Terkait dengan pelaksanaan tata kelola terintegrasi pada Konglomerasi Keuangan Grup Victoria, maka Divisi *Compliance, AML/Integrated & 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. Mengkomunikasikan dan mengkoordinir penyampaian data/informasi kepada pihak berwenang atau regulator; dan
- d. Mengkomunikasikan dan mengkoordinir dalam proses pembuatan laporan kepada pihak berwenang atau regulator.

Dalam melaksanakan tugas dan tanggung jawabnya, Divisi *Compliance, AML/Integrated & System Procedure* melaporkan seluruh aktivitasnya langsung kepada Direktur Kepatuhan dan Manajemen Risiko, baik secara individu maupun secara terintegrasi.

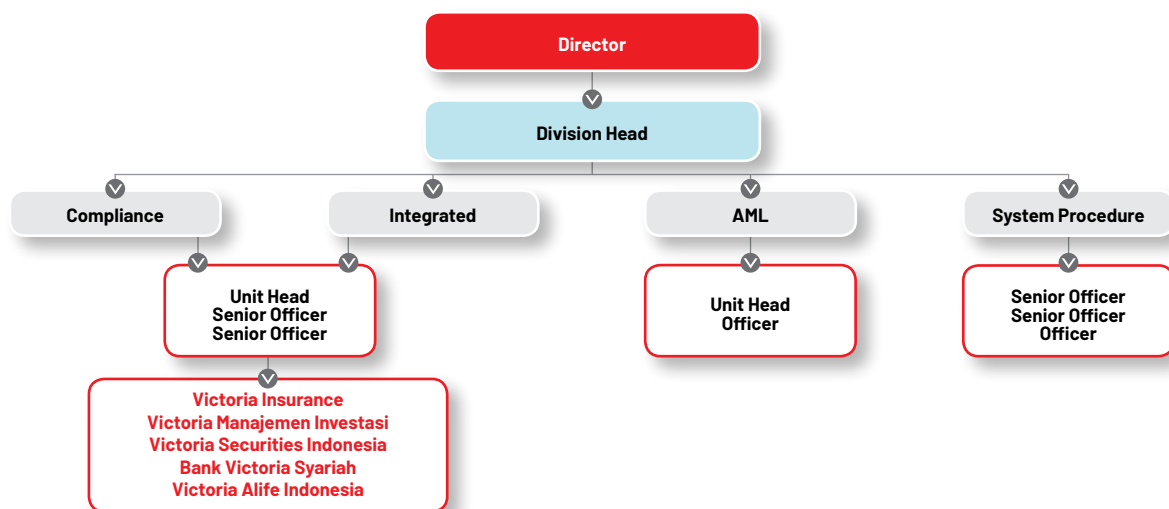
Related to the implementation of integrated governance in Victoria Group Financial Conglomeration, the Compliance, AML/Integrated & System Procedure Divisions have duties and responsibilities including:

- 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 Financial Services Authority, as well as other external policies;
- c. Communicating and coordinating the delivery of data/information to the authorities or regulators; and
- d. Communicating and coordinating the process of reporting to the authorities or regulators.

In conducting its duties and responsibilities, the Compliance, AML/Integrated & System Procedure Division reports all of its activities directly to the Director of Compliance and Risk Management, 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.

## Tugas dan Tanggung Jawab Fungsi Kepatuhan

Dalam melaksanakan fungsi kepatuhan tersebut, Bank secara khusus telah memiliki Direktur Kepatuhan dan Manajemen Risiko serta Divisi *Compliance, AML/Integrated & System Procedure* yang berfokus dan bertanggung jawab pada pelaksanaan fungsi kepatuhan di Bank. Pelaksanaan fungsi kepatuhan juga

## 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, AML/Integrated & System Procedure Division that focus on and are in charge of the implementation of the Bank's compliance function. The implementation of compliance

mendapatkan pengawasan aktif dari Dewan Komisaris. Adapun tugas dan tanggung jawab masing-masing pihak tersebut dijelaskan sebagai berikut.

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 2020 2020 Realization
<p><b>Dewan Komisaris:</b> Board of Commissioners:</p>	
<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 I 2020 telah disampaikan kepada Otoritas Jasa Keuangan melalui Surat Direksi No. 083/DIR-EKS/07/20 tanggal 28 Juli 2020; dan b. Laporan Pelaksanaan Fungsi Kepatuhan Semester II 2020 telah disampaikan kepada Otoritas Jasa Keuangan melalui Surat Direksi No. 043/DIR-EKS/01/21 tanggal 27 Januari 2021. a. The Implementation Report of Compliance Function of the First Semester of 2020 has been submitted to the Financial Services Authority through the Board of Directors' Letter No. 083/DIR-EKS/07/20 dated 28 July 2020; and b. The Implementation Report of Compliance Function of the Second Semester of 2020 has been submitted to the Financial Services Authority through Board of Directors' Letter No. 043/DIR-EKS/01/21 dated 27 January 2021.</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. Based on evaluation results of the implementation of compliance function, the Board of Commissioners provides suggestions to improve the quality of compliance function to the President Director with a copy to the Director of Compliance and Risk Management.</p>	<p>Dewan Komisaris melakukan evaluasi dan menyampaikan saran berdasarkan Laporan Semester Kepatuhan. The Board of Commissioners evaluates and submits suggestions based on the Compliance Semester Report.</p>
<p><b>Direktur Kepatuhan dan Manajemen Risiko:</b> Director of Compliance and Risk Management:</p>	
<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 yang meliputi: 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 situs web intranet Bank, yang dapat diakses oleh seluruh karyawan, sehingga karyawan memiliki awareness 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 &amp; PPT, khususnya terkait dengan: • Pelaporan <i>Suspicious Transaction Report</i> (STR); • Pelaporan <i>Cash Transaction Report</i> (CTR) kepada PPAK dan lainnya; • Pelatihan dan sumber daya manusia; • Pelaksanaan <i>Assessment &amp; Focus Group Discussion</i> (FGD); • Respons atas surat kepada regulator/instansi lainnya; • Respons koresponden APU &amp; PPT Bank lain; • Pemantauan penerapan APU PPT di Kantor Cabang; • Pemantuan peserta <i>E-Learning</i> APU &amp; PPT; h. Melakukan kajian terhadap setiap kebijakan dan prosedur internal yang akan dikeluarkan oleh Divisi; dan 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. To realize the compliance culture, both in regard of the policy and its implementation, the following steps have been taken: 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;</p>

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2020 2020 Realization
	<p>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;</p> <p>d. Creating a resume or review of the new policies, which are then submitted to all work units and the Management;</p> <p>e. Sharing information and knowledge at monthly meetings attended by the Board of Directors, Division Heads, and Branch Offices;</p> <p>f. Monitoring the Bank's reporting obligations to ensure that reports are delivered on time;</p> <p>g. Monitoring AML-CFT program implementation, particularly related to:</p> <ul style="list-style-type: none"> <li>• Suspicious Transaction Report (STR) reporting;</li> <li>• Cash Transaction Report (CTR) reporting to PPAATK and others;</li> <li>• Training and human resources;</li> <li>• Implementing Assessment &amp; Focus Group Discussion (FGD);</li> <li>• Responding to letters to other regulators/agencies</li> <li>• Responding to AML &amp; CFT correspondence of other banks;</li> <li>• Monitoring AML-CFT implementation in Branch Offices;</li> <li>• Monitoring the participants of AML-CFT E-Learning;</li> </ul> <p>h. Reviewing any internal policies and procedures to be issued by the Division; and</p> <p>i. For effective implementation, "Compliance_aml" email has been created as a communication channel 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>
<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 Compliance, AML/Integrated &amp; System Procedure.</p> <p>The Director of Compliance and Risk Management has compiled guidelines for the Compliance, AML/Integrated &amp; 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>
<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 telah 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 efektivitas 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 2020, Direktur Kepatuhan dan Manajemen Risiko telah merumuskan langkah-langkah strategis dalam mendukung dan meningkatkan efektivitas penerapan fungsi kepatuhan, penerapan manajemen risiko, serta penerapan tata kelola terintegrasi pada konglomerasi keuangan Grup Victoria.</p> <p>In 2020, 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>

Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2020 2020 Realization
<p><b>Divisi Compliance, AML/Integrated &amp; System Procedure:</b> Compliance, AML/Integrated &amp; 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 situs web 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 efektivitas, 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;</p> <p>b. Membuat ringkasan atas peraturan baru dari Bank Indonesia dan Otoritas Jasa Keuangan agar lebih mudah dipahami oleh seluruh unit terkait; dan</p> <p>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;</p> <p>b. Preparing a summary of the new regulations of Bank Indonesia and Financial Services Authority so that all relevant units can easily understand; and</p> <p>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</p> <p>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</p> <p>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>
<p>Melakukan tugas lain yang terkait dengan fungsi kepatuhan.</p> <p>Performing other tasks associated with the compliance function.</p>	<p>Divisi Compliance, AML/Integrated &amp; System Procedure melakukan tugas lain, diantaranya:</p> <p>a. Melakukan kajian atau meninjau kredit dan <i>treasury</i> terhadap <i>plafond</i> tertentu;</p> <p>b. Me-monitor BMPK pihak terkait; dan</p> <p>c. Monitoring tindak lanjut temuan Otoritas Jasa Keuangan.</p> <p>Compliance, AML/integrated &amp; System Procedure Division carries other duties, among others:</p> <p>a. Reviewing or examining credit and treasury for certain ceiling;</p> <p>b. Monitoring LLL of related parties; and</p> <p>c. Monitoring the follow-up on findings of the Financial Services Authority.</p>



Tugas dan Tanggung Jawab Duties and Responsibilities	Realisasi 2020 2020 Realization
<p>Menetapkan langkah-langkah dalam rangka mendukung terciptanya budaya kepatuhan pada konglomerasi keuangan.</p> <p>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> <ol style="list-style-type: none"> <li>Laporan Tahunan Tata Kelola Terintegrasi 2019 telah disampaikan kepada Otoritas Jasa Keuangan melalui Surat Direksi No. 052/DIR-EKS/05/20 tanggal 18 Mei 2020;</li> <li>Laporan Penilaian Sendiri (<i>Self Assessment</i>) Pelaksanaan Tata Kelola Terintegrasi Grup Victoria Semester I 2020 telah disampaikan kepada Otoritas Jasa Keuangan melalui Surat Direksi No. 028/DIR-EKS/08/20 tanggal 10 Agustus 2020; dan</li> <li>Laporan Penilaian Sendiri (<i>Self Assessment</i>) Pelaksanaan Tata Kelola Terintegrasi Grup Victoria Semester II 2020 telah disampaikan kepada Otoritas Jasa Keuangan melalui Surat Direksi No. 036/DIR-EKS/02/21 tanggal 11 Februari 2021.</li> </ol> <p>Preparing and submitting Integrated Reports according to the applicable provisions and in a timely manner, which include:</p> <ol style="list-style-type: none"> <li>The 2019 Integrated Governance Annual Report has been submitted to the Financial Services Authority through Board of Directors' Letter No. 052/DIR-EKS/05/20 dated 18 May 2020;</li> <li>The Self-Assessment Report on the Implementation of Victoria Group's Integrated Governance for Semester I 2020 has been submitted to the Financial Services Authority through Board of Directors' Letter No. 028/DIR-EKS/08/20 dated 10 August 2020; and</li> <li>The Self-Assessment Report on the Implementation of Victoria Group's Integrated Governance for Semester II 2020 has been submitted to the Financial Services Authority through Board of Directors' Letter No. 036/DIR-EKS/02/21 dated 11 February 2021.</li> </ol>
<p>Mendistribusikan dan mengomunikasikan setiap kebijakan terbaru terintegrasi dari Bank Indonesia dan Otoritas Jasa Keuangan, maupun kebijakan eksternal lainnya.</p> <p>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> <ol style="list-style-type: none"> <li>Rapat;</li> <li>Email; dan</li> <li>FGD (jika diperlukan).</li> </ol> <p>Distributing and communication every new policies though:</p> <ol style="list-style-type: none"> <li>Meetings;</li> <li>Email; and</li> <li>FGD (if necessary).</li> </ol>
<p>Mengomunikasikan dan mengoordinir penyampaian data/informasi kepada pihak berwenang atau regulator.</p> <p>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.</p> <p>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.</p> <p>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.</p> <p>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 2020, fungsi kepatuhan telah mengadakan rapat sebanyak 2 (dua) kali dengan agenda pembahasan sebagai berikut. 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 2020, the compliance function held 2 (two) meetings with the discussion agenda as follows.

Tanggal Rapat Meeting Date	Agenda Rapat Meeting Agenda
<p>12 Februari 2020 12 February 2020</p>	<ol style="list-style-type: none"> <li>Gap pemenuhan tata kelola oleh LJK;</li> <li>Kerangka tata kelola terintegrasi; dan</li> <li>Mendengarkan penjelasan Satuan Kerja Majemen Risiko Terintergrasi, Satuan Kerja Kepatuhan Terintegrasi, dan Satuan Kerja Audit Internal Terintegrasi.</li> </ol> <ol style="list-style-type: none"> <li>Fulfillment of governance gap by LJK;</li> <li>Integrated governance framework; and</li> <li>Listening to the explanation from the Integrated Risk Management Work Unit, Integrated Compliance Work Unit, and Integrated Audit Work Unit.</li> </ol>

Tanggal Rapat Meeting Date	Agenda Rapat Meeting Agenda
7 Agustus 2020 7 August 2020	Membahas kondisi terkini konglomerasi keuangan Grup Victoria dan mendengarkan penjelasan Satuan Kerja Majemen Risiko Terintegrasi, Satuan Kerja Kepatuhan Terintegrasi, dan Satuan Kerja Audit Internal Terintegrasi. Discussing the current condition of Victoria Group's financial conglomeration and listening to the explanation from the Integrated Risk Management Work Unit, Integrated Compliance Work Unit, and Integrated Internal Audit Work Unit.

## Program Kerja Fungsi Kepatuhan

Divisi *Compliance, AML/Integrated & System Procedure* telah menyusun Program Kerja Fungsi Kepatuhan Tahun 2020 yang telah disampaikan kepada Direktur Kepatuhan dan Manajemen Risiko. Program Kerja Fungsi Kepatuhan Tahun 2020 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 serta 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, AML/Integrated & System Procedure Division has prepared the 2020 Compliance Function Work Program, which has been delivered to the Director of Compliance and Risk Management. The 2020 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.

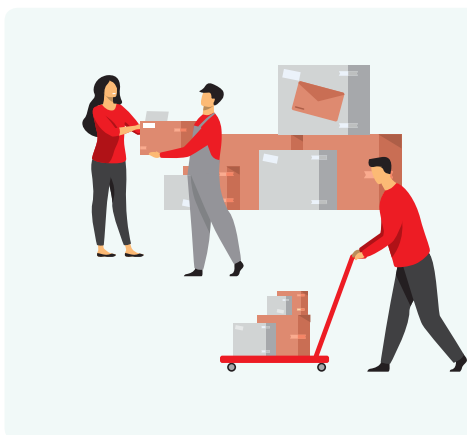
The Bank conducts procurement of goods and services by applying prudent principles and complying with the prevailing laws and regulations. Procurement of goods and services is carried out as supporting facilities for the Bank's business activities. In relation to that, the Bank may transfer part of its 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.

## Prinsip Dasar Pengadaan Barang dan Jasa

Divisi *Human Capital Management & 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:

## Basic Principles of Procurement of Goods and Services

Human Capital Management & General Affair Division refers to the Board of Directors' Decision Letter No. 024/SKDIR/04/13 on General Affair Policies and Procedures of PT Bank Victoria International Tbk in carrying out procurement of goods and services within Bank Victoria. The policy regulates some mandatory basic principles in procuring goods and services, which are:



Melakukan proses verifikasi kebutuhan dan jika benar harus dilakukan, maka akan diproses oleh Divisi *Human Capital Management & General Affair*.

Conducting verification process of needs and if it is indeed necessary, it will be processed by the Human Capital Management & General Affair Division.

Setiap user yang mengajukan rencana pengadaan, wajib berusaha mencari penawaran terbaik.

Any user submitting procurement plan must try to find the best offer.

Beberapa pengadaan barang dan/atau jasa diteliti berdasarkan sisi teknis, bukan berdasarkan harga.

Some procurements of goods and/or services are examined based on its technical side, not by price.

## 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:

## 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:



Tidak menerima tips atau mencari pengadaan berdasarkan keuntungan pribadi semata.

Do not accept tips or seek procurement based on personal interest.



Transparansi.  
Transparency.



Mencari penawaran terbaik.  
Look for the best deals.



Tidak terdapat *conflict of interest*.  
No conflict of interest.



*Vendor* harus mengikuti peraturan terkait pengadaan barang dan jasa yang berlaku di Bank Victoria.

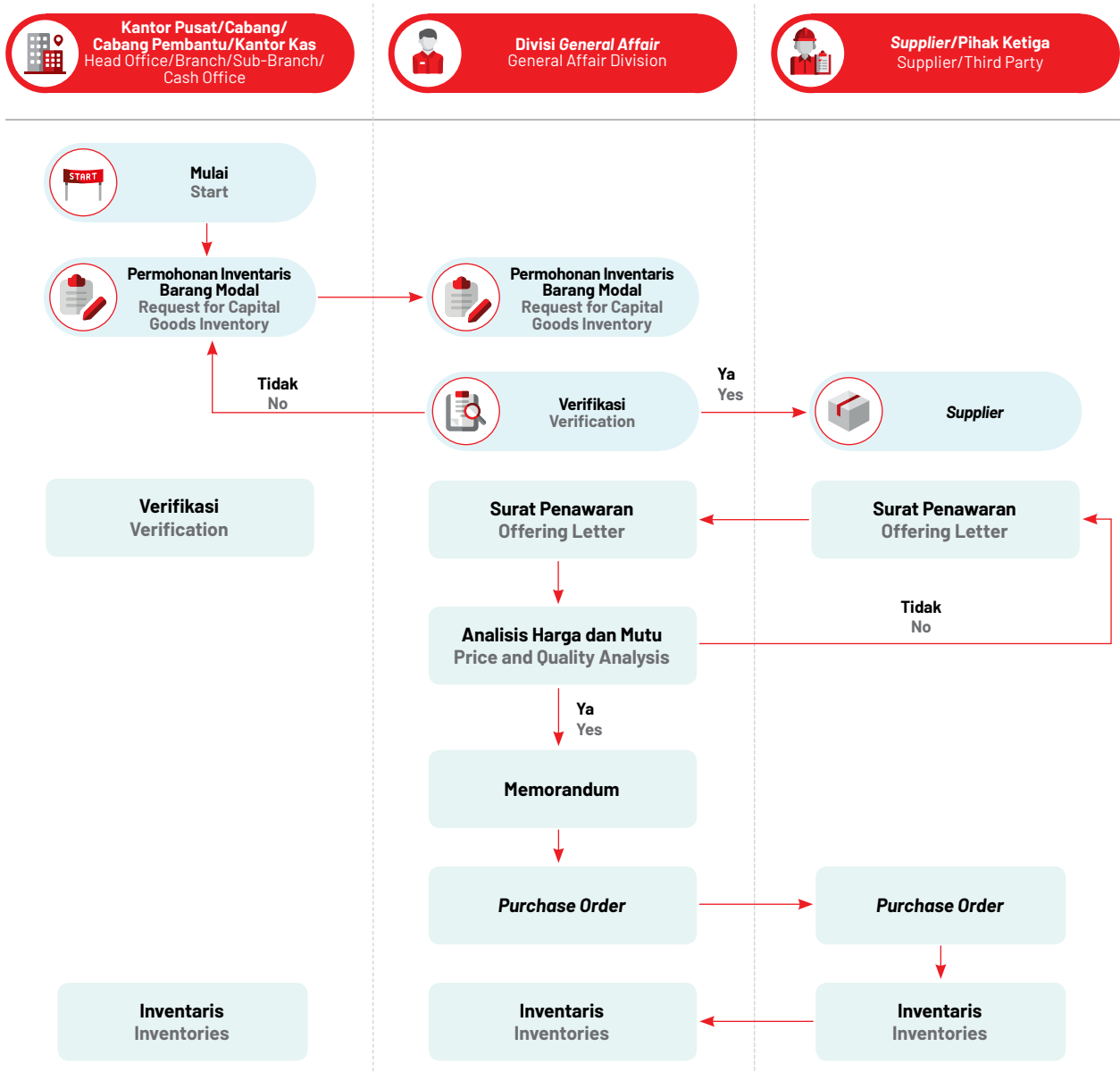
Vendors must follow the rules regarding the procurement of goods and services applicable at Bank Victoria.

## 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 &amp; General Affair</i> . Specified by user, then proposed to Human Capital Management & 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 &amp; 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 & 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 &amp; General Affair</i> . Performed by Information Technology Division if it is related to IT. However, aside from IT, it will be performed by Human Capital Management & 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 &amp; 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 & 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 &amp; 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 & General Affair Division.
Negosiasi Negotiation	Dilakukan oleh pihak user dan Divisi <i>Human Capital Management &amp; General Affair</i> . Done by user and Human Capital Management & General Affair Division.
Kontrak Contract	<ul style="list-style-type: none"> <li>Draft kontrak disusun oleh Divisi <i>Legal</i>;</li> <li>Pengkajian ulang teknis dilakukan oleh user; dan</li> <li>Pengkajian ulang sistem pembayaran dilakukan oleh Divisi <i>Human Capital Management &amp; General Affair</i>.</li> <li>Draft contracts prepared by the Legal Division;</li> <li>Technical review is done by user; and</li> <li>Payment system review is done by Human Capital Management &amp; General Affair Division.</li> </ul>
Pelaksanaan Pekerjaan Work implementation	Dipantau oleh user dan Divisi <i>Human Capital Management &amp; General Affair</i> . Monitored by user and Human Capital Management & General Affair Division.
Pembayaran Payment	<ul style="list-style-type: none"> <li>Verifikasi dokumen pembayaran dilakukan oleh Divisi <i>Human Capital Management &amp; General Affair</i>; dan</li> <li>Pelaksana pembayaran dilakukan oleh Divisi <i>Finance &amp; Accounting</i>.</li> <li>Verification of payment document is done by Human Capital Management &amp; General Affair Division; and</li> <li>Payment executor is Finance &amp; Accounting Division.</li> </ul>

## Pengadaan Barang dan Jasa Tahun 2020

Selama tahun 2020, Bank telah melakukan kegiatan pengadaan barang dan jasa sebanyak 119 kegiatan dengan realisasi biaya sebesar Rp13.282.465.669,-.

## Procurement of Goods and Services in 2020

Throughout 2020, the Bank carried out 119 goods and services procurement activities with an actual cost of Rp13,282,465,669.

## Permasalahan Hukum

### Legal Cases

Sepanjang tahun 2020, Bank dan Entitas Anak menghadapi permasalahan hukum yang terdiri dari kasus perdata dan pidana. Dalam kasus perdata Bank sebagai Penggugat/Tergugat/turut Tergugat dan dalam kasus pidana Bank sebagai saksi. Berikut uraian terkait permasalahan hukum yang dihadapi Bank, Entitas Anak, Dewan Komisaris Bank dan Entitas Anak, serta Direksi Bank dan Entitas Anak.

Throughout 2020, legal cases encountered by the Bank and its Subsidiary consisted of civil and criminal cases. In civil cases, the Bank's position is as Plaintiff/ Defendant/ Co-Defendant, and in criminal case, the Bank's position is as witness. The following is the description on legal issues encountered by the Bank, Subsidiary, Board of Commissioners of the Bank and Subsidiary, and Board of Directors of the Bank and Subsidiary.

Permasalahan Hukum	2020			2019			Legal Cases
	Perdata Civil	Pidana Criminal	Hubungan Industrial Industrial Relations	Perdata Civil	Pidana Criminal	Hubungan Industrial Industrial Relations	
<b>Bank Victoria</b>	<b>9</b>	<b>1</b>	<b>-</b>	7	-	-	<b>Bank Victoria</b>
Telah Selesai (Mempunyai Kekuatan Hukum yang Tetap)	6	-	-	1	-	-	Settled (final and binding)
Dalam Proses Penyelesaian	3	1	-	6	-	-	In Settlement Process
<b>Dewan Komisaris dan Direksi Bank Victoria</b>	-	-	-	-	-	-	<b>Board of Commissioners and Board of Directors of Bank Victoria</b>
Telah Selesai (Mempunyai Kekuatan Hukum yang Tetap)	-	-	-	-	-	-	Settled (final and binding)
Dalam Proses Penyelesaian	-	-	-	-	-	-	In Settlement Process
<b>Bank Victoria Syariah</b>	<b>5</b>	<b>-</b>	<b>-</b>	10	-	-	
Telah Selesai (Mempunyai Kekuatan Hukum yang Tetap)	1	-	-	4	-	-	Settled (final and binding)
Dalam Proses Penyelesaian	4	-	-	6	-	-	In Settlement Process
<b>Dewan Komisaris dan Direksi Bank Victoria Syariah</b>	-	-	-	-	-	-	<b>Board of Commissioners and Board of Directors of Bank Victoria Syariah</b>
Telah Selesai (Mempunyai Kekuatan Hukum yang Tetap)	-	-	-	-	-	-	Settled (final and binding)
Dalam Proses Penyelesaian	-	-	-	-	-	-	In Settlement Process
<b>Total</b>	<b>14</b>	<b>1</b>	<b>-</b>	<b>17</b>	<b>-</b>	<b>-</b>	<b>Total</b>

### Perkara Penting yang Dihadapi Bank Victoria

Pada tahun 2020, kasus yang dihadapi Bank Victoria sebagai berikut.

### Significant Cases Faced by Bank Victoria

In 2020, the cases faced by Bank Victoria are as follows.

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
<ul style="list-style-type: none"> <li>Sadeni Hendarman selaku pemohon peninjauan kembali (semula penggugat/pembanding/pemohon kasasi); dan</li> <li>Bank Victoria selaku termohon peninjauan kembali (semula tergugat/terbanding/termohon kasasi).</li> </ul>	<ul style="list-style-type: none"> <li>Sadeni Hendarman as the petitioner for review (initially plaintiff/appellant/ cassation appellant; and</li> <li>Bank Victoria as the respondent for review (initially defendant/ appellee/ respondent of cassation).</li> </ul>



Pokok Perkara	Case Profile
Perbuatan melawan hukum (PMH)	Tort (PMH)
Nilai Nominal	Nominal Value
-	-
Status Penyelesaian Perkara	Case Settlement Status
Telah selesai proses peninjauan kembali per 3 Juni 2020.	The review was completed on 3 June 2020.
Risiko dan Pengaruh yang Dihadapi Bank	Risks Faced by and Impact on the Bank
Pengembalian kredit menjadi terlambat.	Late credit repayment.
Sanksi Administrasi	Administrative Sanctions
-	-
<b>Perkara</b> <b>Pengadilan Negeri Jakarta Timur Register No. 301/Pdt.PLW/2017/PN.Jkt.Tim. juncto Perkara Banding di Pengadilan Tinggi DKI Jakarta</b> <b>Case</b> <b>East Jakarta District Court Register No. 301/Pdt.PLW/2017/PN.Jkt.Tim. in conjunction with Case of Appeal in DKI Jakarta Appellate Court</b>	
Para Pihak	Parties
<ul style="list-style-type: none"> <li>Wingki Waluyo Kushadi selaku pembanding (semula pelawan/termohon eksekusi); dan</li> <li>Bank Victoria selaku terbanding (semula terlawan/pemohon eksekusi).</li> </ul>	<ul style="list-style-type: none"> <li>Wingki Waluyo Kushadi as an appellant (initially an opponent/ respondent of execution); and</li> <li>Bank Victoria as an appellee (initially a defendant/ execution applicant).</li> </ul>
Pokok Perkara	Case Profile
Perbuatan melawan hukum (PMH)	Tort (PMH)
Nilai Nominal	Nominal Value
-	-
Status Penyelesaian Perkara	Case Settlement Status
Kuasa Hukum Wingki Waluyo (Mula Satria, SH & Rekan) telah menyerahkan Surat kepada Pengadilan Negeri Jakarta Timur pada 30 November 2020 perihal Pencabutan Perkara No. 301/Pdt.Plw/2017/PN.Jkt.Tim juncto No. 547/PDT/2018/PT DKI dan Akta Permohonan Kasasi No. 3/Tim/II/2019 Kas juncto No. 547/PDT/2018/PT DKI juncto No. 301/Pdt.Plw/2017/PN.Jkt. Tim dikarenakan antara penggugat/pembanding/pemohon kasasi (Wingki Waluyo) dengan tergugat/terbanding/termohon kasasi (Bank Victoria) telah terjadi penyelesaian utang piutang.	Attorney of Wingki Waluyo (Mula Satria, SH & Partners) submitted a letter to the East Jakarta District Court on 30 November 30 regarding the Revocation of Case No. 301/Pdt.Plw/2017/PN.Jkt.Tim in conjunction with No. 547/PDT/2018/PT DKI and Deed of Application for Cassation No. 3/Tim/II/2019 Cash in conjunction with No. 547/PDT/2018/PT DKI in conjunction with No. 301/Pdt.Plw/2017/PN.Jkt.Tim because between the plaintiff/appellant/cassation appellant (Wingki Waluyo) and the defendant/appellee/respondent of cassation (Bank Victoria), there has been a settlement of the account payable.
Risiko dan Pengaruh yang Dihadapi Bank	Risks Faced by and Impact on the Bank
Pengembalian kredit menjadi terlambat.	Late credit repayment.
Sanksi Administrasi	Administrative Sanctions
-	-
<b>Perkara</b> <b>Pengadilan Negeri Jakarta Pusat Kelas 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</b> <b>Case</b> <b>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</b>	
Para Pihak	Parties
<ul style="list-style-type: none"> <li>PT Luvin Indonusa selaku pemohon kasasi (semula penggugat/pembanding); dan</li> <li>Bank Victoria selaku termohon kasasi (semula penggugat/terbanding).</li> </ul>	<ul style="list-style-type: none"> <li>PT Luvin Indonusa as cassation appellant (initially plaintiff/appellant); and</li> <li>Bank Victoria as respondent of cassation (initially defendant/appellee).</li> </ul>
Pokok Perkara	Case Profile
Perbuatan melawan hukum (PMH)	Tort (PMH)
Nilai Nominal	Nominal Value
-	-
Status Penyelesaian Perkara	Case Settlement Status
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 dan Pengaruh yang Dihadapi Bank	Risks Faced by and Impact on the Bank
Pengembalian kredit menjadi terlambat.	Late credit repayment.

Sanksi Administrasi	Administrative Sanctions
-	-

**Perkara**  
**Pengadilan Negeri Tangerang Register No. 708/Pdt/2015/PN.Tng juncto Pengadilan Tinggi Banten No. 124/PDT/2017/PT BTN juncto Kasasi di Mahkamah Agung Republik Indonesia**  
**Case**  
**Tangerang District Court Register No. 708/Pdt/2015/PN.Tng in conjunction with Appellate Court of Banten No. 124/PDT/2017/PT BTN in conjunction with Cassation at the Supreme Court of the Republic of Indonesia**

Para Pihak	Parties
<ul style="list-style-type: none"> <li>Sinar Pematang Mitra selaku termohon kasasi I (semula tergugat I/terbanding I); dan</li> <li>Bank Victoria selaku termohon kasasi III (semula tergugat III/terbanding III).</li> </ul>	<ul style="list-style-type: none"> <li>Sinar Pematang Mitra as respondent of cassation I (initially defendant I/ appellee I); and</li> <li>Bank Victoria as respondent of cassation III (initially defendant III/ appellee III)</li> </ul>

Pokok Perkara	Case Profile
Wanprestasi	Default

Nilai Nominal	Nominal Value
-	-

Status Penyelesaian Perkara	Case Settlement Status
Telah selesai proses kasasi per 23 Juli 2020.	The cassation process was completed on 23 July 2020.

Risiko dan Pengaruh yang Dihadapi Bank	Risks Faced by and Impact on 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. Date 21 September 2018**

Para Pihak	Parties
<ul style="list-style-type: none"> <li>Mario Antonius selaku terbanding I (semula terlawan I); dan</li> <li>Bank Victoria selaku terbanding III (selaku terlawan III).</li> </ul>	<ul style="list-style-type: none"> <li>Mario Antonius as appellee I (initially respondent in opposition I); and</li> <li>Bank Victoria as appellee III (as respondent in opposition III).</li> </ul>

Pokok Perkara	Case Profile
Perlawanan terhadap pengajuan lelang	Opposition to auction proposal

Nilai Nominal	Nominal Value
-	-

Status Penyelesaian Perkara	Case Settlement Status
Telah keluar putusan banding terhadap kasus ini dengan No. 730/PDT/2020/PT DKI tanggal 18 Februari 2021, namun masih belum diketahui apakah akan ada pihak yang mengajukan kasasi atau tidak.	The decision on appeal of this case has been issued under No. 730/PDT/2020/PT DKI dated 18 February 2021, but it is still uncertain whether there will be an appeal for cassation or not.

Risiko dan Pengaruh yang Dihadapi Bank	Risks Faced by and Impact on the Bank
Pengembalian kredit menjadi terlambat.	Late credit repayment.

Sanksi Administrasi	Administrative Sanctions
-	-

**Perkara**  
**Mahkamah Agung Register No. 44 K/TUN/2021 Tanggal 4 Januari 2021**  
**Case**  
**Supreme Court Register No. 44 K/TUN/2021 dated 4 January 2021**

Para Pihak	Parties
<ul style="list-style-type: none"> <li>PT Froggy Edutography selaku penggugat /pembanding/pemohon kasasi; dan</li> <li>Bank Victoria selaku tergugat II intervensi II/terbanding/termohon kasasi.</li> </ul>	<ul style="list-style-type: none"> <li>PT Froggy Edutography as plaintiff/appellant/cassation appellant; and</li> <li>Bank Victoria as defendant II intervention II/appelee/respondent of cassation</li> </ul>

Pokok Perkara	Case Profile
Tata usaha negara	State administration
Nilai Nominal	Nominal Value
-	-
Status Penyelesaian Perkara	Case Settlement Status
Telah keluar putusan kasasi terhadap kasus ini dengan No. 44K/TUN/2021 tanggal 2 Februari 2021, namun masih belum diketahui apakah akan ada pihak yang mengajukan peninjauan kembali atau tidak.	The decision on cassation of this case has been issued under No. 44K/TUN/2021 dated 2 February 2021, but it is still uncertain whether there will be an appeal for review or not.
Risiko dan Pengaruh yang Dihadapi Bank	Risks Faced by and Impact on the Bank
Pengembalian kredit menjadi terlambat.	Late credit repayment.
Sanksi Administrasi	Administrative Sanctions
-	-
Perkara Perkara di Pengadilan Negeri Jakarta Pusat Register No. 1031/Pid.Sus/2020/PN.Jkt.Pst. Tanggal 9 November 2020 Case Central Jakarta District Court Register No. 1031/Pid.Sus/2020/PN.Jkt.Pst. 9 November 2020	
Para Pihak	Parties
Trisna Aju Sjamsuri dan Ari Susanti selaku terdakwa.	Trisna Aju Sjamsuri and Ari Susanti as accused.
Pokok Perkara	Case Profile
Tindak pidana perbankan dan penggelapan	Banking crime and embezzlement
Nilai Nominal	Nominal Value
-	-
Status Penyelesaian Perkara	Case Settlement Status
Telah keluar putusan terhadap kasus ini pada 23 Februari 2021, namun masih belum diketahui apakah akan ada pihak yang mengajukan banding atau tidak.	The verdict on this case has been issued dated 23 February 2021, but it is still uncertain whether there will be an appeal or not.
Risiko dan Pengaruh yang Dihadapi Bank	Risks Faced by and Impact on the Bank
Pengembalian dana ke nasabah Bank Victoria.	Refunds to Bank Victoria customers.
Sanksi Administrasi	Administrative Sanctions
-	-

## Perkara Penting yang Dihadapi Entitas Anak

Pada tahun 2020, kasus yang dihadapi Entitas Anak sebagai berikut.

## Significant Cases Faced by Subsidiary

In 2020, the cases faced by the Subsidiary include.

Perkara Perkara Perdata di Pengadilan Negeri Jakarta Selatan Case Civil Case at South Jakarta District Court	
Para Pihak	Parties
<ul style="list-style-type: none"> <li>Perintis Gunawan selaku penggugat;</li> <li>Agus Andriansyah selaku tergugat; dan</li> <li>Bank Victoria Syariah dan Badan Pertanahan Nasional (BPN) Kabupaten Karawang selaku turut tergugat.</li> </ul>	<ul style="list-style-type: none"> <li>Perintis Gunawan as plaintiff;</li> <li>Agus Andriansyah as defendant; and</li> <li>Bank Victoria Syariah and National Land Agency (BPN) of Karawang Regency as co-defendants.</li> </ul>
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 and Impact on the Bank
Risiko hukum dan risiko reputasi	Legal risk and reputation risk
Pengaruh terhadap Bank	Administrative Sanctions
Risiko rendah	Low risk
Sanksi Administrasi	-

**Perkara**  
**Perkara Perdata di Pengadilan Agama Karawang**  
**Case**  
**Civil Case at Karawang Religious Court**

Para Pihak	Parties
<ul style="list-style-type: none"> <li>Agus Ardiansyah, Aan Nurlia, dan Aep Kurnia (Direktur PT Hanusa Persada) selaku penggugat; dan</li> <li>Bank Victoria Syariah selaku tergugat.</li> </ul>	<ul style="list-style-type: none"> <li>Agus Ardiansyah, Aan Nurlia, and Aep Kurnia (Director of PT Hanusa Persada) as plaintiffs; and</li> <li>Bank Victoria Syariah as defendant.</li> </ul>
Pokok Perkara	Case Profile
Perbuatan melawan hukum (PMH)	Tort (PMH)
Nilai Nominal	Nominal Value
-	-
Status Penyelesaian Perkara	Case Settlement Status
Kasasi	Cassation
Risiko yang Dihadapi Bank	Risks Faced by and Impact on the Bank
Risiko hukum dan risiko reputasi	Legal risk and reputation risk
Pengaruh terhadap Bank	Impact on the Bank
Risiko rendah	Low risk
Sanksi Administrasi	Administrative Sanctions
-	-

**Perkara**  
**Perkara Perdata di Pengadilan Agama Jakarta Selatan**  
**Case**  
**Civil Case at South Jakarta Religious Court**

Para Pihak	Parties
<ul style="list-style-type: none"> <li>PT Tanah Jaya Steel selaku penggugat; dan</li> <li>Bank Victoria Syariah dan Notaris Franciska Susi Setiawati, SH selaku tergugat.</li> </ul>	<ul style="list-style-type: none"> <li>PT Tanah Jaya Steel as plaintiff; and</li> <li>Bank Victoria Syariah and Notary Franciska Susi Setiawati, SH, as defendants.</li> </ul>
Pokok Perkara	Case Profile
Perbuatan melawan hukum (PMH)	Tort (PMH)
Nilai Nominal	Nominal Value
-	-
Status Penyelesaian Perkara	Case Settlement Status
Incracht tahun 2021	Incracht (final and binding) in 2021
Risiko yang Dihadapi Bank	Risks Faced by and Impact on the Bank
Risiko hukum dan risiko reputasi	Legal risk and reputation risk
Pengaruh terhadap Bank	Impact on the Bank
Risiko rendah	Low risk
Sanksi Administrasi	Administrative Sanctions
-	-

<b>Perkara</b> <b>Perkara Perdata di Pengadilan Negeri Cirebon</b> <b>Case</b> <b>Civil Case at Cirebon District Court</b>	
<b>Para Pihak</b>	<b>Parties</b>
<ul style="list-style-type: none"> <li>Muhammad Soleh selaku penggugat; dan</li> <li>Bank Victoria Syariah, Kantor Pelayanan Kekayaan Negara dan Lelang (KPKNL Cirebon, dan Yulianti selaku tergugat.</li> </ul>	<ul style="list-style-type: none"> <li>Muhammad Soleh as plaintiff; and</li> <li>Bank Victoria Syariah, Office of State Assets and Auction Services (KPKNL) of Cirebon, and Yuliyanti as co-defendants.</li> </ul>
<b>Pokok Perkara</b>	<b>Case Profile</b>
Perbuatan melawan hukum (PMH)	Tort (PMH)
<b>Nilai Nominal</b>	<b>Nominal Value</b>
-	-
<b>Status Penyelesaian Perkara</b>	<b>Case Settlement Status</b>
Kasasi	Cassation
<b>Risiko yang Dihadapi Bank</b>	<b>Risks Faced by and Impact on the Bank</b>
Risiko hukum dan risiko reputasi	Legal risk and reputation risk
<b>Pengaruh terhadap Bank</b>	<b>Impact on the Bank</b>
Lunas fasilitas pembiayaan	Financing facility is paid off
<b>Sanksi Administrasi</b>	<b>Administrative Sanctions</b>
-	-
<b>Perkara</b> <b>Perkara Perdata di Pengadilan Negeri Jakarta Selatan</b> <b>Case</b> <b>Civil Case at South Jakarta District Court</b>	
<b>Para Pihak</b>	<b>Parties</b>
<ul style="list-style-type: none"> <li>PT Mambal Aqar Barak selaku penggugat; dan</li> <li>Soleh Fatoni, Tengku Sandra Fauziah, SH, MKn, Hesti Sriwahyuni, dan Bank Victoria Syariah selaku tergugat.</li> </ul>	<ul style="list-style-type: none"> <li>PT Mambal Aqar Barak Steel as plaintiff; and</li> <li>Soleh Fatoni, Tengku Sandra Fauziah, SH, MKn, Hesti Sriwahyuni, and Bank Victoria Syariah as co-defendants.</li> </ul>
<b>Pokok Perkara</b>	<b>Case Profile</b>
Perbuatan melawan hukum (PMH)	Tort (PMH)
<b>Nilai Nominal</b>	<b>Nominal Value</b>
-	-
<b>Status Penyelesaian Perkara</b>	<b>Case Settlement Status</b>
Sidang tahap pertama	Trial, first phase
<b>Risiko yang Dihadapi Bank</b>	<b>Risks Faced by and Impact on the Bank</b>
Risiko hukum dan risiko reputasi	Legal risk and reputation risk
<b>Pengaruh terhadap Bank</b>	<b>Impact on the Bank</b>
Tidak ada, PT Mambal Aqar Barak merupakan penjamin atas nama nasabah AYDA Hasti Sriwahyuni.	None, PT Mambal Aqar Barak is a guarantor on behalf of AYDA customer Hasti Sriwahyuni.
<b>Sanksi Administrasi</b>	<b>Administrative Sanctions</b>
-	-

## Perkara Penting yang Dihadapi Dewan Komisaris

Tidak terdapat perkara penting yang dihadapi oleh Dewan Komisaris dan Direksi Bank Victoria sepanjang tahun 2020. 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

There were no significant cases faced by the Board of Commissioners and Board of Directors of Bank Victoria throughout 2020. 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

Sepanjang tahun 2020, Bank Victoria mendapatkan sanksi administratif dan sanksi finansial sebagai berikut.

Throughout 2020, Bank Victoria received administrative sanctions and financial sanctions as follows.

Jenis Sanksi Types of Sanctions	Total (Rp)
Kewajiban Laporan Harian Bank Umum (LHBU) Februari 2020 Obligation of Commercial Bank Daily Report (LHBU) for February 2020	250,000
Koreksi <i>Offline</i> Laporan Berkala Bank Umum (LBBU) W-4 Juni 2020 Offline Correction of Commercial Bank Periodic Report (LBBU) W-4 for June 2020	200,000
Keterlambatan Penyediaan <i>Prefund Debt Log On</i> Late in Provision of Prefund Debt Log On	5,000,000
Kewajiban Administrasi Daftar Hitam Nasabah (DHN) Obligation of Customer Black List Administration (DHN)	5,100,000
Koreksi <i>Offline</i> Laporan Bulanan Bank Umum (LBU) Juni 2020 Offline Correction of Commercial Bank Monthly Report (LBU) for June 2020	1,300,000
Laporan Hasil Pemeriksaan Audit Audit Reports	155,550,000
Kewajiban Pelaporan Laporan Harian Bank Umum (LHBU) Agustus 2020 Obligation of Commercial Bank Daily Report (LHBU) for August 2020	50,000
Koreksi <i>Offline</i> Laporan Bulanan Bank Umum (LBU) September 2020 Offline Correction of Commercial Bank Monthly Report (LBU) for September 2020	50,000

# Program Anti Pencucian Uang dan Pencegahan Pendanaan Terorisme

## Anti Money Laundering and Counter-Financing Terrorism Program

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) dalam kegiatan usahanya. Bank telah melakukan beberapa hal berikut agar penerapan program APU dan PPT dapat berjalan efektif.

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.

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 in Financial Services Sector, as an effort to implement Anti Money Laundering (AML) and Counter-Terrorism Financing (CTF) Program. The Bank has conducted the following matters to enable effective implementation of AML and CTF program.

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 AML-CTF policy program to the Board of Commissioners;
  - c. Ensuring that the implementation of AML-CTF programs is in accordance with the stipulated written policies and procedures.
  - d. Establishing a special task 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 that branch offices must have a special work unit and have:
    - 1) Employees running the special work unit function; or
    - 2) Officers monitoring the implementation of AML-CTF programs.



- 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
- 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

Bank berkewajiban menyediakan program pelatihan bagi seluruh karyawannya di bidang APU-PPT untuk menghasilkan sumber daya manusia yang mempunyai pengetahuan yang memadai didalam menjalankan tugas-tugasnya. Adapun cakupan materi pelatihan diantaranya sebagai berikut.

- a. Implementasi peraturan perundang-undangan yang terkait dengan program APU-PPT; dan
- 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

Audit Internal dan audit eksternal secara berkala melakukan pemantauan untuk menguji efektivitas pelaksanaan program APU-PPT serta dilaksanakan sesuai dengan ketentuan yang berlaku.

Sepanjang tahun 2020, Bank tidak menemukan indikasi terjadinya tindak pidana pencucian uang dan pendanaan terorisme di Bank Victoria.

- 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 the development of mode of operation of money laundering or terrorism financing; and
- h. Ensuring that all employees, particularly those from the 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;
- b. Monitoring the implementation of Board of Directors' duties and responsibilities in implementing AML-CTF programs.

### 3. Human Resources and Training

The Bank must provide training programs for all its employees on AML-CTF field to produce human resources who have adequate knowledge in carrying out their duties. The training materials, among others, 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

Internal Audit and external audit conduct periodical monitoring to test the effectiveness of AML-CTF program implementation, which is carried out in accordance with the applicable laws and regulations.

Throughout 2020, the Bank did not find any indication of money laundering and terrorism financing at Bank Victoria.

## Pemberian Dana Kegiatan Politik

### Provision of Funds for Political Activities

Sepanjang tahun 2020, Bank Victoria tidak terlibat di dalam kegiatan politik, serta tidak memberikan dana untuk kepentingan politik.

In 2020, Bank Victoria was not involved in political activities, nor did it provide funds for political purposes.

# Kode Etik

## Code of Conduct

Kode Etik merupakan penjabaran dari budaya Bank yang telah dirumuskan berdasarkan nilai-nilai positif yang tumbuh dan berkembang di dalam diri seluruh insan Bank dan diterapkan untuk mencapai Visi dan Misi. Kode Etik Bank Victoria ditetapkan berdasarkan Surat Keputusan Direksi No. 012/SK-DIR/12/18 tanggal 27 Desember 2018 tentang Pedoman Kode Etik Karyawan PT Bank Victoria International Tbk sebagai bentuk komitmen penuh Bank dalam menjalankan prinsip-prinsip GCG dalam setiap lini bisnis. Pelaksanaan dan penerapan 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, baik itu Dewan Komisaris, Direksi maupun seluruh karyawan Bank.

The Code of Conduct is an elaboration of the Bank's culture, which was formulated based on positive values that grow and develop within all Bank personnel and are implemented to achieve the Vision and Mission. Bank Victoria's Code of Conduct is established based on the Board of Directors' Decision Letter No. 012/SK-DIR/12/18 dated 27 December 2018 on the Code of Conduct for Employees of PT Bank Victoria International Tbk as a form of the Bank's full commitment to implementing GCG principles in every line of business. The implementation and application of Code of Conduct as a guideline for behaving in a professional, responsible, fair, proper, and trustworthy manner in conducting business relationships with customers, partners, and colleagues are the responsibility of all Bank Victoria personnel, including the Board of Commissioners, Board of Directors, and all employees of the Bank.

### Pokok Isi Kode Etik

Pokok isi dari Kode Etik Bank Victoria sebagai berikut.

### Principles of Code of Conduct

The main contents of Bank Victoria Code of Conduct are outlined as follows.

Standar Perilaku Karyawan Standard Code of Conduct	
<b>Sikap dan Perilaku</b>	<b>Attitude and Behavior</b>
<p>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.</p>	<p>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.</p>
<b>Penanganan Benturan Kepentingan</b>	<b>Management of Conflict of Interest</b>
<p>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 &amp; General Affair</i>. Hal ini dilakukan agar Divisi <i>Human Capital Management &amp; 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.</p>	<p>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 &amp; General Affair Division. This is done so that the Human Capital Management &amp; 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.</p>
<b>Pemberian dan Penerimaan Hadiah dan Donasi</b>	<b>Giving and Receiving Gifts and Donations</b>
<p>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).</p>	<p>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).</p>

Standar Perilaku Karyawan Standard Code of Conduct	
<b>Kepatuhan Terhadap Peraturan</b>	<b>Compliance with Regulations</b>
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 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.
<b>Penanganan Informasi dan Data</b>	<b>Handling of Information and Data</b>
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.
<b>Aktivitas Berpolitik Karyawan</b>	<b>Employee's Political Activity</b>
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.
<b>Pelaporan atas Pelanggaran dan Perlindungan Pelapor</b>	<b>Reporting on Violations and Protection to Whistleblower</b>
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

Dalam menjalankan setiap kegiatan bisnis maupun operasionalnya, Bank Victoria senantiasa berkomitmen untuk mematuhi Kode Etik sebagai standar etika tertinggi selain peraturan perundang-undangan yang berlaku. Seluruh level organisasi Bank, tanpa terkecuali, diwajibkan untuk menandatangani Surat Pernyataan yang dimuat pada halaman akhir Kode Etik untuk meningkatkan dan memperkuat penerapan Kode Etik dan reputasi Bank.

## Commitment to Complying With Code of Conduct

In carrying out every business activity and operation, Bank Victoria is always committed to complying with the Code of Conduct as the highest ethical standard in addition to the applicable laws and regulations. All levels of the Bank's organization, without exception, are required to sign a Statement Letter contained on the final page of the Code of Conduct to improve and strengthen the application of Code of Conduct and the Bank's reputation.

### 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.

.....2020

Yang Membuat Pernyataan / Person Making Statement,

(.....)

Jabatan / Position :  
Bagian / Department :

## Penyebarluasan dan Sosialisasi Kode Etik

Sarana yang digunakan Bank untuk melakukan sosialisasi Kode Etik sebagai berikut.

1. Penyebarluasan dan sosialisasi Kode Etik diungkapkan dan/ atau disebarkan kepada seluruh karyawan melalui media internal Bank yang dapat diakses dan dibuka setiap saat oleh semua karyawan;
2. Bank secara berkala menyampaikan etika bisnis melalui media memo dan/atau surat dari Direksi ataupun Divisi yang bertanggung jawab dalam mengelola etika bisnis untuk dapat dilaksanakan secara tertib;
3. Kode Etik diungkapkan dan disampaikan melalui pembagian buku saku yang wajib dipelajari dan dilaksanakan oleh setiap karyawan Bank; dan
4. Bank senantiasa mengingatkan kepada seluruh karyawannya mengenai penerapan Kode Etik melalui berbagai pelatihan, pelaksanaan induksi untuk para karyawan baru, serta melalui forum-forum pelatihan yang melibatkan pihak eksternal.

## Upaya Penerapan dan Penegakan Kode Etik

Penerapan dan penegakan Kode Etik bersifat mengikat dan harus dipahami serta dilaksanakan secara sungguh-sungguh oleh seluruh jajaran Bank, tanpa terkecuali, mulai dari Dewan Komisaris, Direksi, karyawan, dan individu lain yang terkait dengan bisnis Bank. Keberhasilan penerapan Kode Etik menjadi tanggung jawab 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.

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 WBS.

## Bentuk Pelanggaran dan Jenis Sanksi

Pelanggaran terhadap Kode Etik baik secara sengaja atau tidak sengaja akan diberikan sanksi sesuai tingkat pelanggarannya dengan mempertimbangkan motif dari tindakan baik secara finansial maupun non-finansial, termasuk apakah sebelumnya karyawan telah diingatkan atas tindakan terkait. Adapun bentuk sanksi atas penyimpangan tersebut antara lain teguran lisan, surat peringatan pertama, kedua, sampai dengan ketiga, tidak memperoleh bonus umum tahunan dan atau bonus prestasi,

## Dissemination and Outreach of Code of Conduct

The channels used by the Bank to disseminate the Code of Conduct are as follows.

1. Bank Victoria's Code of Conduct is disclosed and/or distributed to all employees through the Bank's internal media that is accessible for all employees and available at any time.
2. The Bank periodically disseminates the business ethics through memos and/or letters from the Board of Directors or Divisions responsible for managing business ethics for proper implementation.
3. The Code of Conduct is disclosed and distributed through the distribution of pocket book that must be studied and carried out by every Bank employee; and
4. The Bank constantly reminds all its employees on the implementation of Code of Conduct through various training programs, induction training programs for new employees, and through training forums involving external parties.

## Effort to Implement and Enforce Code of Conduct

The implementation and enforcement of Code of Conduct are binding, must be comprehended, and applied seriously by all levels of the Bank, without exception, from the Board of Commissioners, Board of Directors, employees, and other individuals engaged in the Bank's business. The successful implementation of Code of Conduct is the responsibility of all leaders in the respective Work Unit. Regarding this matter, all leaders 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 Unit.

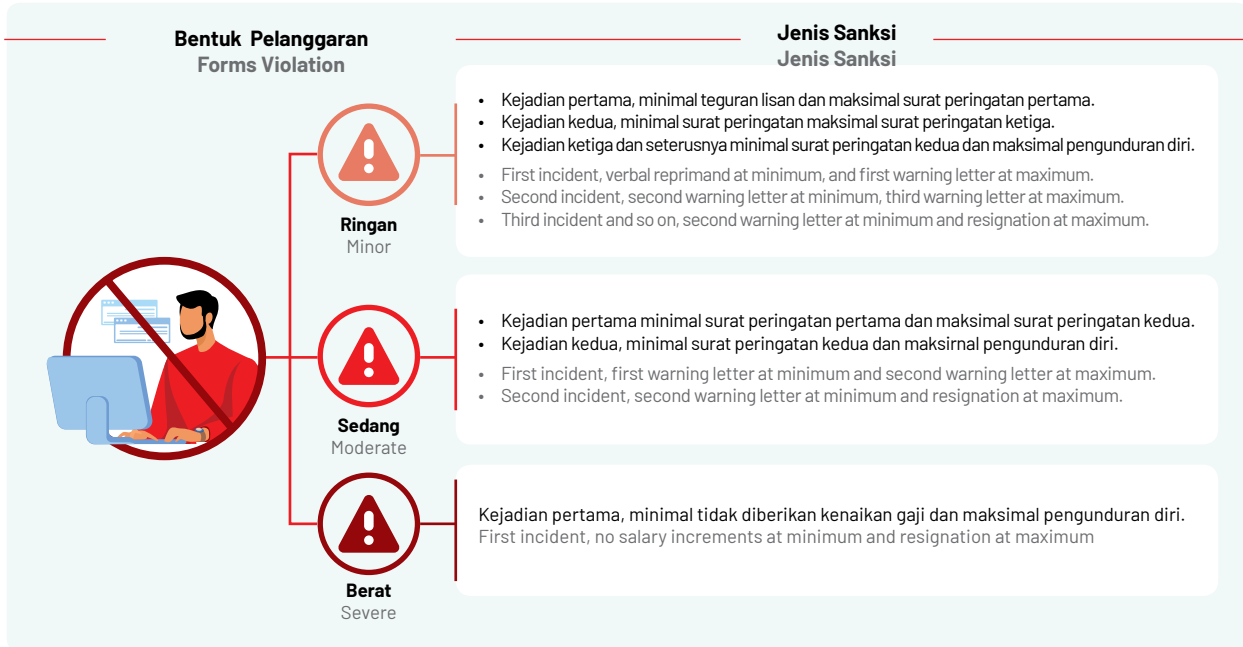
The successful implementation of Code of Conduct also requires personal awareness from all parties of Bank Victoria in applying it to everyday activities. This form of responsibility is reflected in the willingness of each Bank employee to report in the event of any colleague or other employee is believed to have committed any violation of the Code of Conduct. The delivery of the fact of such deviation can be done through WBS mechanism.

## Forms of Violation and Types of Sanction

Violation of the Code of Conduct, whether intentionally or unintentionally, will be sanctioned according to the level of violation by considering the motive for such action, both financial and non-financial, including whether the employee has previously been reprimanded of the related action. The forms of sanctions for such irregularities include verbal warning, first, second, and third warning letters, not receiving annual general bonus and/or achievement bonus, not getting salary increment and/or promotion for a certain

tidak memperoleh kenaikan gaji dan/atau kenaikan pangkat untuk periode waktu tertentu, *skorsing* (dirumahkan sementara), demosi (penurunan pangkat atau posisi), pemutusan hubungan kerja (PHK).

time period, suspension (temporary at home), demotion (demotion of rank or position), termination of employment (PHK).



## Laporan Penyimpangan Internal Tahun 2020

Bank Victoria secara konsisten memberikan sanksi tegas terhadap pelanggaran Kode Etik. Pelanggaran yang dilakukan oleh karyawan akan diberi sanksi sesuai dengan aturan kepegawaian yang berlaku. Sedangkan, pemberian sanksi terhadap Dewan Komisaris dan Direksi akan diberi sanksi sesuai ketentuan pada Anggaran Dasar Bank dan keputusan RUPS. Informasi pelanggaran Kode Etik yang terjadi selama tahun 2020 sebagai berikut.

## Internal Deviation Report in 2020

Bank Victoria has consistently given strict sanctions against the violation of Code of Conduct. Violations committed by employees will be sanctioned according to the applicable employment regulations. Whereas, sanctions against the Board of Commissioners and Board of Directors will be according to the provisions of the Bank's Articles of Association and the GMS resolutions. Information on Code of Conduct violations that occurred during the year 2020 is as follows.

Uraian	Surat Peringatan Warning Letter		Surat Teguran Reprimand Letter		Description
	2020	2019	2020	2019	
Ringan	19	11	82	10	Minor
Sedang	5	8	-	-	Moderate
Berat	6	-	-	-	Severe
<b>Total</b>	<b>30</b>	<b>19</b>	<b>82</b>	<b>10</b>	<b>Total</b>

## Trend Kualitas Penerapan Kode Etik

Kualitas penerapan Kode Etik di Bank Victoria telah berjalan cukup baik. Karyawan Bank Victoria telah mematuhi seluruh peraturan yang tercantum dalam Kode Etik.

## Trend on Quality of Code of Conduct Implementation

The quality of Code of Conduct implementation at Bank Victoria has been running quite well. Bank Victoria's employees have complied with all regulations set out in the Code of Conduct.

## Kebijakan Anti Korupsi

Bank Victoria mengimplementasikan kebijakan anti korupsi melalui kegiatan-kegiatan berikut ini.

1. Mencegah Terjadinya Benturan Kepentingan  
Semua karyawan Bank Victoria berpegang penuh pada Kode Etik Perilaku Karyawan yang merupakan pedoman untuk menghindari benturan kepentingan dalam melaksanakan segala aktivitas yang terkait dengan Bank, sehingga dapat merugikan kepentingan Bank Victoria.
2. Pemberian dan Penerimaan Hadiah atau Donasi  
Bank memiliki kebijakan terkait pemberian dan penerimaan hadiah atau donasi, yaitu:
  - a. Tidak memperkenankan meminta atau memberi isyarat yang mengesankan suatu permintaan berupa uang, barang, tip, komisi, atau surat apapun kepada nasabah atau calon nasabah;
  - b. Tidak memperkenankan menerima pemberian dari nasabah atau calon nasabah baik berupa uang, barang, tip, komisi, atau sesuatu apapun yang dapat menyebabkan utang budi karyawan kepada nasabah, sehingga dapat mempengaruhi karyawan dalam mengambil keputusan objektif bila terjadi masalah antara Bank dengan nasabah;
  - c. Tidak memperkenankan karyawan untuk menggunakan fasilitas atau jasa yang ditawarkan oleh nasabah atau calon nasabah karena hubungan baik yang telah dibina, untuk kepentingan pribadi atau keluarga yang dapat menimbulkan benturan kepentingan pada tugas karyawan; dan
  - d. Tidak memperkenankan karyawan menerima penjamuan (hiburan) yang berlebihan dari pihak nasabah. Demikian pula karyawan tidak diperkenankan untuk mengadakan penjamuan yang berlebihan yang dapat menimbulkan citra negatif di masyarakat terhadap nama baik Bank dan nama baik karyawan yang bersangkutan.

## Anti-Corruption Policy

Bank Victoria enacts its anti-corruption policy through the following activities.

1. Prevention of Conflict of Interest  
All employees of Bank Victoria fully adhere to the Employee's Code of Conduct, which is a guide to avoid conflicts of interest in carrying out all activities related to the Bank that may harm the interests of Bank Victoria.
2. Giving and Receiving Gifts or Donations  
The Bank has policy regarding giving and receiving of gifts or donations as follows:
  - a. Not permitted to ask or give a sign impressing a request in the form of money, goods, tips, commissions, or any letter to a customer or prospective customer;
  - b. Not permitted to receive gifts from customers or prospective customers in the form of money, goods, tips, commissions, or anything that can cause employees' debt of deeds to customers, that they can influence the employees in making objective decisions in the event of a problem between the Bank and the customer;
  - c. Not permitted to use facilities or services offered by customers or prospective customers due to the good relationships that have been fostered, for personal or family interests that can cause conflicts of interest in the employees' duties; and
  - d. Not permitted to accept excessive entertainment from the customer. Likewise, employees are not permitted to hold excessive entertainment that can create a negative image in the community on the Bank's good name and the employee's good name.

## 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.

### Pengelolaan Pengendalian Gratifikasi

Bank Victoria melakukan pengelolaan pengendalian gratifikasi 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 dan menyerahkan formulir tersebut kepada Divisi SKAI/*Integrated and Anti Fraud* untuk ditindaklanjuti.

### Sosialisasi Kebijakan Pengendalian Gratifikasi

Kebijakan gratifikasi telah dimuat dalam Kode Etik dan disosialisasikan dengan cara disebarakan kepada seluruh karyawan Bank melalui media internal agar mudah diakses oleh semua karyawan Bank.

### Laporan Gratifikasi Tahun 2020

Sepanjang tahun 2020, tidak terdapat laporan gratifikasi yang mengandung *fraud* yang disampaikan kepada SKAI/*Integrated & Anti Fraud*.

Bank Victoria constantly calls its employees in all management levels not to give or receive gratification or benefit from customers, vendors, partners, associates, and other third parties for the services provided by the employees in carrying out their duties and responsibilities. Such call has been disseminated and is contained in Bank Victoria's Code of Conduct.

### Management of Gratification Control

Bank Victoria manages gratification control by implementing mandatory reporting of gratification/ parcel in any forms, either gratification/ parcel received by Bank Victoria's Board of Commissioners, Board of Directors, Executive Officers, Head of Offices, employees, and their family members. The reporter must complete the gratification/ parcel receipt form and submit the form to the Internal Audit/ *Integrated and Anti-Fraud* Division for follow-up.

### Dissemination of Gratification Control Policy

Gratification policy is already included in the Code of Conduct and is disseminated to all of the Bank's employees through internal media for easy access.

### Gratification Report in 2020

Throughout 2020, there were no gratification reports containing fraud submitted to the SKAI/*Integrated & Anti Fraud* Division.



# Sistem Pelaporan Pelanggaran

## Whistleblowing System

Bank Victoria menjalankan sistem pelaporan pelanggaran (*whistleblowing system/WBS*) sebagai wujud dan kesungguhan Bank dalam menerapkan prinsip-prinsip GCG, terutama tanggung jawab dan kewajaran. WBS memastikan kinerja yang optimal dan kepatuhan hukum dari setiap insan Bank dalam menjalankan tugas dan tanggung jawabnya serta mengoptimalkan pengelolaan pengaduan atau pengungkapan mengenai perilaku melanggar hukum dan/atau perbuatan tidak etis yang dilakukan oleh insan Bank.

Bank Victoria runs a whistleblowing system (WBS) as a manifestation and seriousness of the Bank in implementing GCG principles, especially responsibility and fairness. WBS ensures optimal performance and legal compliance of all Bank personnel in carrying out their duties and responsibilities, and optimizes the management of complaints or disclosures regarding unlawful behavior and/or unethical acts committed by Bank personnel.

### Kebijakan Sistem Pelaporan Pelanggaran

Kebijakan terkait pelaksanaan WBS di Bank Victoria telah diatur dalam Surat Keputusan Direksi No. 002/SK-DIR/08/20 tanggal 7 Agustus 2020 tentang Kebijakan dan Standar Operasional Prosedur Penerapan Strategi *Anti Fraud* PT Bank Victoria International Tbk. Kebijakan WBS tersebut mengacu pada peraturan perundang-undangan yang telah dikeluarkan oleh regulator, diantaranya:

### Whistleblowing System Policy

Policy related to WBS implementation at Bank Victoria is stated in the Board of Directors' Decision Letter No. 002/SK-DIR/08/20 dated 7 August 2020 on Policies and Standard Operating Procedures for the Implementation of Anti-Fraud Strategy of PT Bank Victoria International Tbk. The WBS policy refers to the laws and regulations issued by the regulators, among others:

Undang-Undang Laws	Peraturan Kapolri Head of Police Regulations
Undang-Undang No. 10 Tahun 1998 tentang Perbankan. Law No. 10 of 1998 on Banking.	Peraturan Kapolri No. 17 Tahun 2005 tentang Tata Cara Perlindungan Khusus bagi Pelapor dan Saksi Tindak Pidana Pencucian Uang. Head of Police Regulation No. 17 of 2005 on Procedures of Special Protection for Whistleblower and Witness of the Criminal Act of Money Laundering.
Undang-Undang No. 8 Tahun 1995 tentang Pasar Modal. Law No. 8 of 1995 on Capital Market.	<b>Peraturan Otoritas Jasa Keuangan Financial Services Authority Regulations</b>
Undang-Undang No. 13 Tahun 2003 tentang Ketenagakerjaan. Law No. 13 of 2003 on Manpower.	
Undang-Undang No. 13 Tahun 2006 tentang Perlindungan Saksi dan Korban. Law No. 13 of 2006 on Protection of Witness and Victim.	Peraturan Otoritas Jasa Keuangan No. 55/POJK.03/2016 tentang Penerapan Tata Kelola bagi Bank Umum. Financial Services Authority Regulation No. 55/POJK.03/2016 on Implementation of Good Corporate Governance for Commercial Bank.
Undang-Undang No. 40 Tahun 2007 tentang Perseroan Terbatas. Law No. 40 of 2007 on Limited Liability Company.	Peraturan Otoritas Jasa Keuangan No. 12/POJK.01/2017 tentang Penerapan Program Anti Pencucian Uang dan Pencegahan Pendanaan Terorisme di Sektor Jasa Keuangan. 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.
Undang-Undang No. 8 Tahun 2010 tentang Pencegahan dan Pemberantasan Tindak Pidana Pencucian Uang. Law No. 8 of 2010 on the Prevention and Eradication of the Criminal Act of Money Laundering.	Peraturan Otoritas Jasa Keuangan No. 39/POJK.03/2019 tentang Penerapan Strategi <i>Anti Fraud</i> Bagi Bank Umum. Financial Services Authority Regulation No. 39/POJK.03/2019 on Implementation of Anti-Fraud Strategy for Commercial Banks.
Peraturan Pemerintah Government Regulations	Surat Edaran Otoritas Jasa Keuangan Financial Services Authority Circulars
Peraturan Pemerintah No. 45 Tahun 1995 tentang Penyelenggaraan Kegiatan di Bidang Pasar Modal. Government Regulation No. 45 of 1995 on Implementation of Activities in Capital Market Sector.	<b>Surat Edaran Bank Indonesia No. 13/28/DPNP tanggal 9 Desember 2011 tentang Penerapan Strategi <i>Anti fraud</i> bagi Bank Umum.</b> Bank Indonesia Circular No. 13/28/DPNP dated 9 December 2011 on the Implementation of Anti-fraud Strategy for Commercial Bank.
Peraturan Pemerintah No. 57 Tahun 2003 tentang Tata Cara Perlindungan Khusus bagi Pelapor dan Saksi Tindak Pidana Pencucian Uang. Government Regulation No. 57 of 2003 on Procedures of Special Protection for Whistleblower and Witness of the Criminal Act of Money Laundering.	

Kebijakan WBS Bank mengatur struktur pengelolaan WBS, mekanisme kerja, mulai dari pelaporan pelanggaran, landasan hukum perlindungan pelapor, perlindungan yang diberikan, serta *monitoring* dan *review*. Kebijakan WBS juga mengatur kewajiban tim pengelola WBS untuk:

1. Melaksanakan program promosi dan sosialisasi secara ekstensif dan intensif supaya pelaksanaan prosedur WBS dapat dipahami dengan benar;
2. Menyelenggarakan tata laksana organisasi sedemikian rupa sehingga laporan pelanggaran yang disampaikan dapat ditangani dengan baik serta terdokumentasi dengan baik, namun kerahasiaan pelapor juga tetap terjamin;
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 efektivitas 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 terhadap kalangan internal Bank dan eksternal Bank agar seluruh pihak dapat mengetahui, memahami, dan melaksanakan WBS secara konsisten. Di kalangan internal, sosialisasi kebijakan WBS dilakukan oleh tim pengelola WBS. Kegiatan sosialisasi tersebut disampaikan kepada seluruh karyawan pada forum pelatihan, serta melalui *email* yang setiap bulan dikirimkan kepada seluruh karyawan. Sementara itu, di kalangan eksternal kebijakan WBS disosialisasikan melalui situs web Bank dan berbagai media, seperti buletin internal, poster, sosialisasi etika, maupun presentasi langsung kepada pihak terkait.

## Jenis Pelanggaran yang Dapat Dilaporkan

Berdasarkan kebijakan WBS Bank, beberapa jenis pelanggaran dan penyimpangan yang dapat dilaporkan, 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);

The Bank's WBS policy governs the WBS management structure, work mechanisms, starting from violation reporting, legal basis of whistleblower protection, protection provided, and monitoring and review. The WBS policy also regulates the obligations of WBS managing team to:

1. Carry out an extensive and intensive promotion and dissemination program so that the implementation of WBS procedures can be understood correctly;
2. Conduct organizational governance in such a way that the violation report submitted can be handled properly and well documented, but the confidentiality of the reporter is also guaranteed;
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 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

Dissemination of Bank Victoria's WBS policy is carried out to the Bank's internal and external circles so that all parties could know, understand, and implement WBS consistently. Internally, dissemination of WBS policy is carried out by the WBS management team. The dissemination activity is delivered to all employees on training forum and via emails sent monthly to all employees. Whereas, for external circles, WBS policy is disseminated through the Bank's website and various media, such as internal newsletters, posters, ethical dissemination, and direct presentations to related parties.

## Types of Violations that Can Be Reported

Based on the Bank's WBS policy, below are several types of whistleblowing and irregularities that can be reported, but are 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.);

- |  |   |
|--|---|
| <ol style="list-style-type: none"> <li>3. Pelanggaran peraturan perbankan yang diatur dalam Undang-Undang tentang Perbankan (misalnya: tidak melaksanakan prinsip kehati-hatian, membuka rahasia nasabah kepada yang tidak berhak, melakukan pencatatan yang tidak benar, meminta uang atas jasa pelayanan perbankan yang dilakukan);</li> <li>4. Pelanggaran peraturan perpajakan atau aturan pelaporan keuangan perusahaan yang tidak sesuai dengan PSAK;</li> <li>5. Perbuatan yang dapat merugikan Bank, baik finansial maupun non-finansial, termasuk menciderai citra Bank;</li> <li>6. Pelanggaran aturan internal (SOP) yang dapat menciderai integritas pelaporan perusahaan, baik di bidang keuangan ataupun bidang lainnya; dan</li> <li>7. Perbuatan yang membahayakan keselamatan dan kesehatan kerja.</li> </ol> | <ol style="list-style-type: none"> <li>3. Violation of banking regulations stipulated in Banking Law (for example: not practicing prudent principles, disclosing customers' confidential information to unauthorized parties, making incorrect records, asking for money for the banking services performed);</li> <li>4. Violations of tax regulations or corporate financial reporting regulations that are not in accordance with PSAK;</li> <li>5. Acts that may harm the Bank, both financially and non-financially, including harm the Bank's image;</li> <li>6. Violations of internal rules (SOP) that may jeopardize the integrity of the corporate reporting, whether in finance or other fields; and</li> <li>7. Acts that endanger occupational safety and health.</li> </ol> |
|--|---|

### Media dan Pihak yang Mengelola Pelanggaran

Media pelaporan pelanggaran yang diterapkan oleh Bank Victoria terdiri dari beberapa cara berikut.

### Media and Party Managing Violations

Media of violation reporting applied by Bank Victoria consists of several ways as follows:

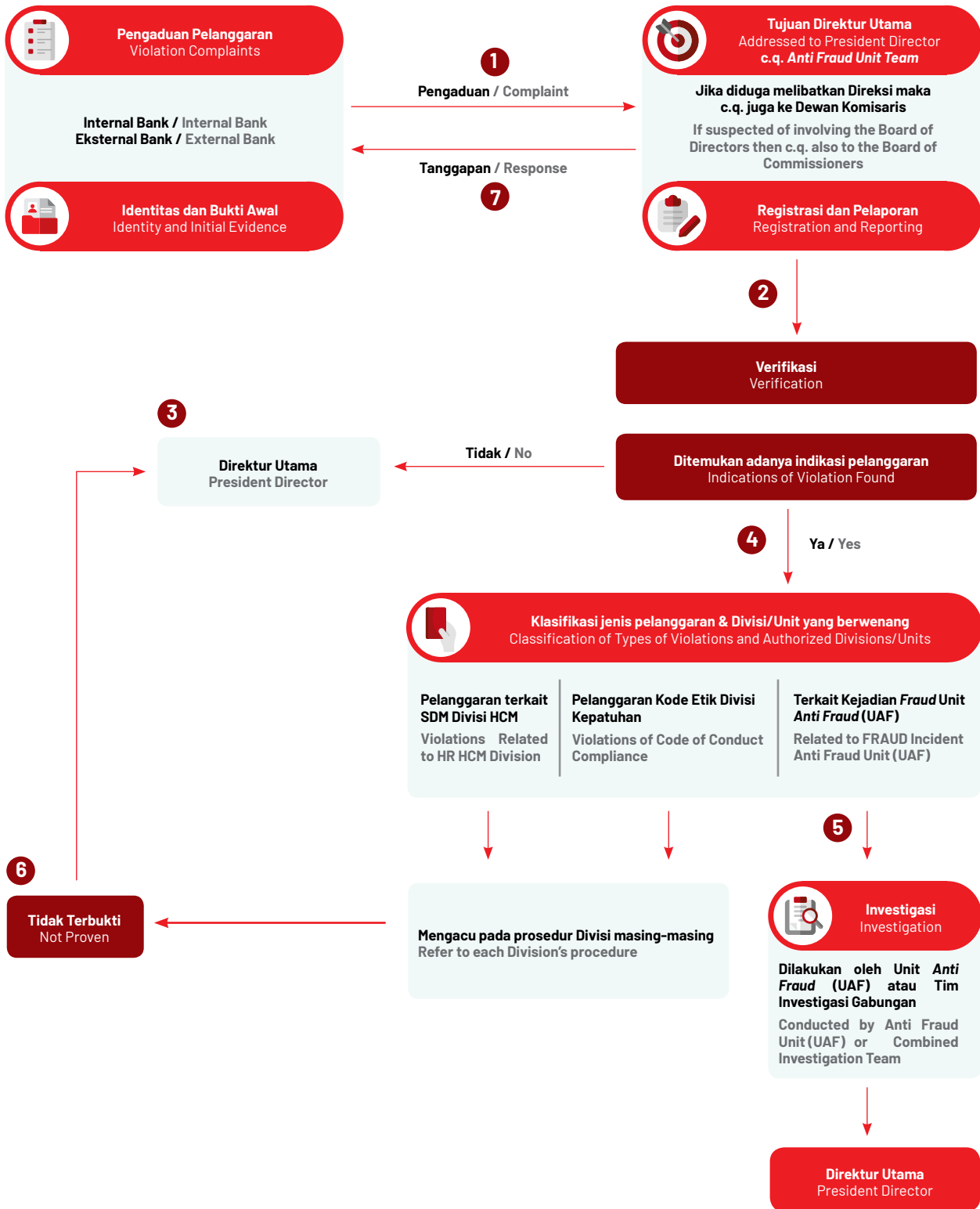
Pelaku Pelanggaran Violator	Media dan Pengelola Pelanggaran Media and Violation Handler
Karyawan Bank Bank Employees	Laporan pengaduan pelanggaran ditujukan kepada Tim <i>Anti Fraud</i> . Pelaporan pelanggaran dapat dilakukan secara lisan, melalui surat, <i>email</i> atau sms kepada Tim <i>Anti Fraud</i> pada alamat: a. Surat : Kepada Direktur Utama dan ditembuskan kepada Unit <i>Anti Fraud</i> di Graha BIP Lt. 10, Jl. Gatot Subroto Kav. 23, RT 002 RW 002, Kel. Karet Semanggi, Kec. Setiabudi, Jakarta Selatan, 12930. b. <i>Email</i> : unitantifraud@victoriabank.co.id c. SMS/ <i>Handphone</i> : 08118707649. Whistleblowing report is addressed to the Anti-Fraud Team. Whistleblowing reporting can be done verbally, by mail, email, or SMS to Anti-Fraud Team at the address: a. Letter : To the President Director with a copy to the Anti-Fraud Unit at Graha BIP Lt. 10, Jl. Gatot Subroto 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.
Anggota Dewan Komisaris atau keluarganya Members of the Board of Commissioners or their families	Laporan pengaduan ditujukan kepada Direktur Utama dengan alamat <i>email</i> unitantifrauddireksi@victoriabank.co.id. Whistleblowing report is addressed to the President Director at the email address of unitantifrauddireksi@victoriabank.co.id.
Anggota Direksi atau keluarganya Members of the Board of Directors or their families	Laporan pengaduan ditujukan kepada Dewan Komisaris dengan alamat <i>email</i> unitantifraudkomisaris@victoriabank.co.id. Whistleblowing report is addressed to the Board of Commissioners at the email address of unitantifraudkomisaris@victoriabank.co.id.
Anggota Tim <i>Anti Fraud</i> Members of Anti-Fraud Team	Laporan dugaan terjadinya pelanggaran dikirimkan langsung kepada Direktur Utama. Alleged whistleblowing report is addressed directly to the President Director.

### Mekanisme Pengelolaan Pelaporan Pelanggaran

Mekanisme pengelolaan pelaporan pelanggaran yang diterima Bank Victoria ditunjukkan dalam skema berikut.

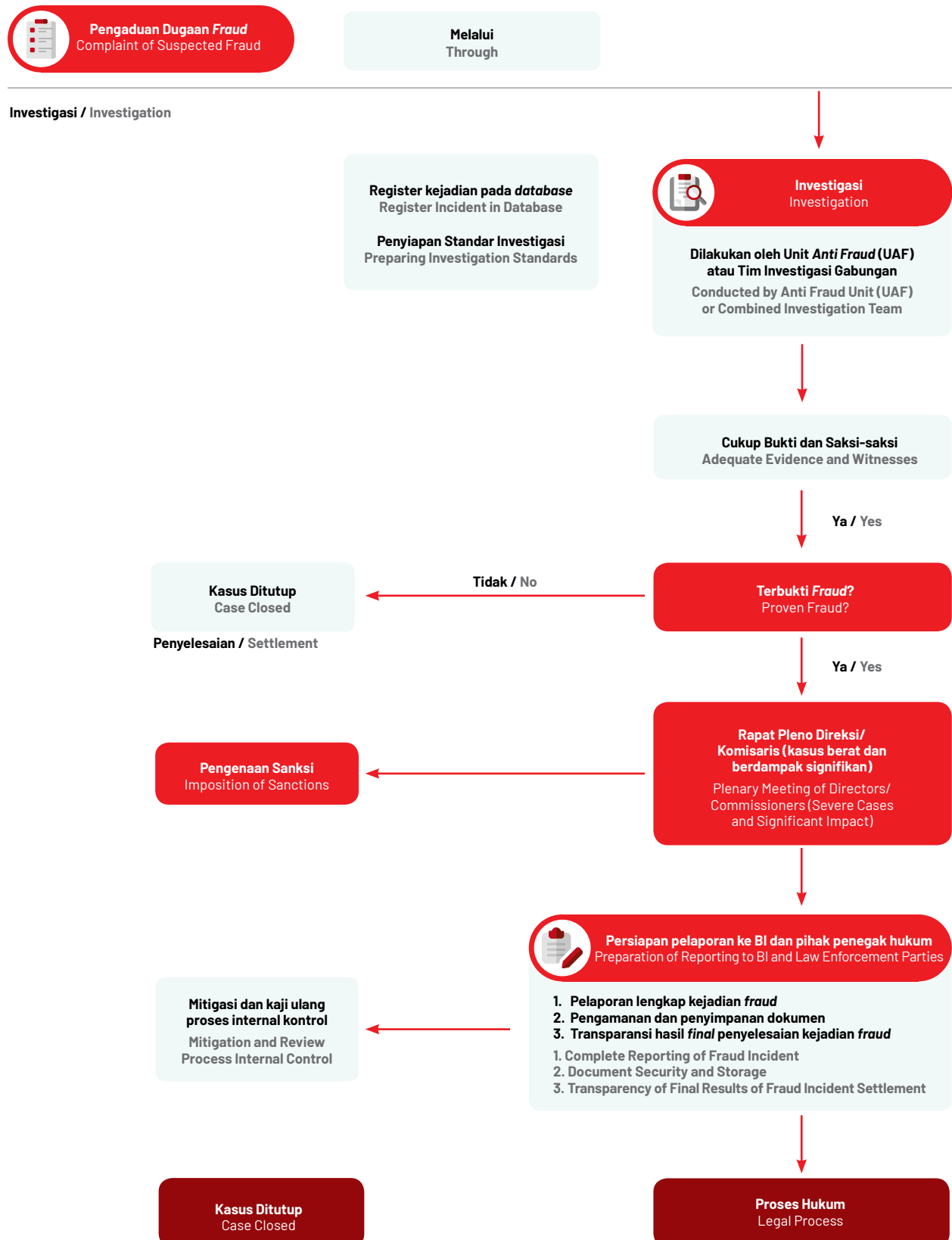
### Mechanism of Whistleblowing Management

The reporting mechanism of whistleblowing received by Bank Victoria is shown in the following chart.



Whereas, the chart for fraud settlement is shown below.

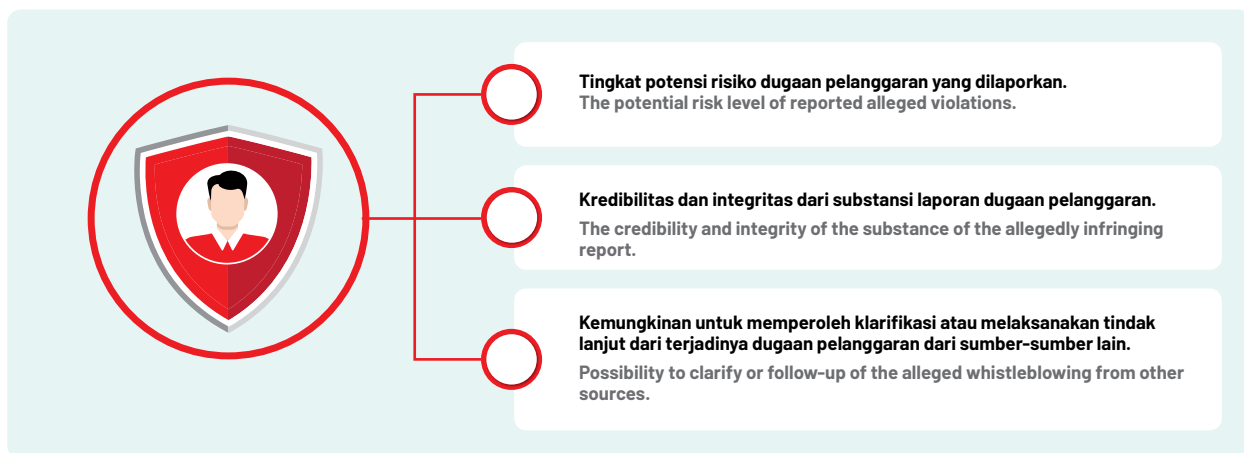
Sementara itu, skema penyelesaian *fraud* ditunjukkan sebagai berikut.



## Perlindungan bagi Pelapor

Manajemen Bank Victoria sangat menyarankan agar pelapor menyantumkan identitas untuk memudahkan Tim *Anti Fraud* dalam menindaklanjuti dan mendapatkan klarifikasi terkait pelaporan pelanggaran yang terjadi. 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. Untuk keperluan komunikasi lebih lanjut, informasi minimum pelapor meliputi alamat surat atau *email* atau nomor telepon atau nomor telepon genggam. Meskipun demikian, Bank menjamin kerahasiaan identitas pelapor akan tetap dijaga oleh Tim *Anti Fraud* serta dijamin oleh Dewan Komisaris dan Direksi.

Adapun laporan anonim akan tetap diterima oleh Tim *Anti Fraud*. Akan tetapi, 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:



## Penanganan Pengaduan

Bank Victoria menerima dan menampung setiap laporan yang masuk dengan melakukan penyaringan terhadapnya. Laporan akan ditindaklanjuti oleh penerima pelaporan apabila telah diyakini keakuratannya serta akan diabaikan dan disisihkan sebagai laporan yang tidak perlu ditindaklanjuti jika laporan tidak diyakini keakuratannya.

Pelapor tidak akan dikenakan sanksi apabila pelanggaran yang dilaporkan tidak terbukti setelah melalui penyelidikan yang dilakukan oleh Tim *Anti Fraud*. Bank Victoria juga memberikan jaminan perlindungan bagi pihak pelapor yang beritikad baik untuk melaporkan pelanggaran yang terjadi. Jaminan perlindungan tersebut berupa:

1. Penyediaan saluran komunikasi pelaporan (lisan, telepon, *email*) yang bersifat rahasia dan dapat dipilih dengan bebas oleh pelapor ataupun penyediaan *Ombudsman* yang

## Protection for Whistleblower

Bank Victoria's management strongly recommends that whistleblower includes his/her identity to make it easier for the Anti-Fraud Team to follow up and get clarification regarding the violation reported. 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. For further communication purpose, the whistleblower must at least include information of a letter or email address or a telephone number or cell phone number. Nonetheless, the Bank guarantees that the whistleblower's identity will be kept confidential by the Anti-Fraud Team and guaranteed by the Board of Commissioners Board of Directors.

Anonymous report will still be accepted by the Anti Fraud Team. However, anonymous report is not recommended as it would complicate the communication with the whistleblower in following-up the alleged violation. Anonymous report received will be selected and acted upon based on the following considerations:

## Complaint Handling

Bank Victoria accepts and accommodates any incoming reports, and then screen them. The report will be followed up by the report recipient after it is deemed accurate and will be ignored and set aside as a report that does not need a follow up if it is deemed inaccurate.

The whistleblower will not be subject to sanctions if the reported violation is not proven after an investigation is held by the Anti-Fraud Team. Bank Victoria also guarantees a protection for whistleblower who, in good faith, reports a violation. The protection guarantees are in the forms of:

1. 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

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.
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).

Tim *Anti Fraud* melaksanakan jaminan perlindungan tersebut sesuai dengan mekanisme yang berlaku.

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's identity, unless there is a lawsuit requiring the whistleblower's identity to be disclosed before a judge.
3. In the event that the whistleblower feels threatened after reporting the violation act, then in this matter, the Bank is obliged to provide protection including:
  - a. Physical protection 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).

The Anti-Fraud Team provides protection guarantee in accordance with the applicable mechanism.

## Laporan Pelanggaran Tahun 2020

Sepanjang tahun 2020, Bank Victoria menerima laporan pelanggaran yang masuk melalui Tim *Anti Fraud* sebagai berikut.

## Whistleblowing Report in 2020

Throughout 2020, Bank Victoria received whistleblowing reports submitted to the Anti Fraud Team as follows.

Internal Fraud	Total Pelanggaran yang dilakukan oleh Total Violations conducted by						Total	
	Dewan Komisaris dan Direksi Board of Commissioners and Board of Directors		Karyawan Tetap Permanent Employees		Karyawan Tidak Tetap dan Tenaga Kerja Alih Daya Non-Permanent Employees and Outsourced Employees			
	2020	2019	2020	2019	2020	2019	2020	2019
Total Fraud	-	-	7	3	1	1	8	4
Telah Diselesaikan Settled	-	-	7	3	1	1	8	4
Surat Peringatan Warning Letter	-	-	5	3	-	1	5	4
Skors Suspension	-	-	-	-	-	-	-	-
Pemutusan Hubungan Kerja Termination of Employment	-	-	2	-	1	-	3	-
Dalam Penyelesaian Internal Bank Under the Bank's Internal Settlement	-	-	-	-	-	-	-	-



Internal Fraud	Total Pelanggaran yang dilakukan oleh Total Violations conducted by						Total	
	Dewan Komisaris dan Direksi Board of Commissioners and Board of Directors		Karyawan Tetap Permanent Employees		Karyawan Tidak Tetap dan Tenaga Kerja Alih Daya Non-Permanent Employees and Outsourced Employees			
	2020	2019	2020	2019	2020	2019	2020	2019
Belum Diupayakan Penyelesaiannya Settlement has not been Sought	-	-	-	-	-	-	-	-
Telah Ditindaklanjuti Melalui Proses Hukum Has been Followed-up through Legal Process	-	-	2	-	-	-	2	-

Sepanjang tahun 2020, Bank tidak menerima laporan pelanggaran selain yang terkait tindakan *fraud*.

In 2020, the Bank did not receive violation report other than fraud-related one.

### Sanksi dan Tindak Lanjut Atas Pengaduan Tahun 2020

Sepanjang tahun 2020, Bank telah memberikan sanksi bagi pihak/pelaku yang terbukti melakukan pelanggaran. Sanksi yang diberikan berupa surat peringatan dan pemutusan hubungan kerja.

### Sanctions and Follow-Up of Complaints in 2020

Throughout 2020, the Bank imposed sanctions to parties/ violators who were proven to have conducted violation. Sanctions are imposed in the form of warning letter and termination of employment.

## Akses Informasi dan Data Perusahaan




### Access to Information and Corporate Data

Bank Victoria secara berkala memperbarui informasi dan memberikan kemudahan akses informasi mengenai aktivitas dan kinerja Bank kepada para pemangku kepentingan agar mengetahui kondisi Bank secara jelas dan terbuka. Bank menyediakan beberapa sarana yang berfungsi sebagai saluran pengungkapan informasi, melalui berbagai media, seperti situs web (dalam dua bahasa), *email*, majalah/buletin internal, poster dan *banner*, situs resmi Bursa Efek Indonesia dan sebagainya. Terkait dengan hal ini, Bank memiliki *Investor Relation* yang senantiasa membangun citra baik Bank melalui pengembangan hubungan dengan investor secara interaktif maupun penyampaian informasi secara berkala, terutama terkait kinerja Bank.

Bank Victoria periodically updates information and provides easy access to information regarding the Bank's activities and performance to stakeholders in order to know the Bank's condition in a clear and open manner. The Bank provides several channels that function as channels for disclosing information, through various media such as website (in two languages), email, internal magazines/ bulletins, posters, and banners, the official website of the Indonesia Stock Exchange, etc. Regarding this matter, the Bank has Investor Relations which continuously builds the Bank's good image by developing interactive relationship with investors and providing regular information, especially related to the Bank's performance.

Informasi lebih lanjut mengenai Bank Victoria masyarakat umum dan investor dapat menghubungi:

For further information about Bank Victoria, the public and investors can contact:






<p><b>Lidwina Dian Pratiwi</b> Corporate Secretary</p>	 <p><b>Gedung Graha BIP Lt. 10</b> <b>Graha BIP Building 10<sup>th</sup> Floor</b> Jl. Gatot Subroto Kav. 23 Jakarta Selatan, 12930</p>
 <p>(021) 522 8888</p>	 <p>(021) 522 8777</p>
 <p>corsec@victoriabank.co.id</p>	 <p>www.victoriabank.co.id</p>

### Situs Web

Situs web Bank yaitu [www.victoriabank.co.id](http://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 sesuai dengan Peraturan Otoritas Jasa Keuangan No. 8/POJK.04/2015. Situs web Bank juga menyediakan saluran informasi terkait Bank Victoria, meliputi:

### Website

The Bank's website, [www.victoriabank.co.id](http://www.victoriabank.co.id), contains information regarding Shareholders, the Bank's Group Structure, financial performance analysis, financial statements for the last 5 (five) years, profile of the Board of Commissioners and Board of Directors, corporate governance implementation, and any other information deemed necessary to be published, particularly for the interest of stakeholders according to the Financial Services Authority Regulations No. 8/POJK.04/2015. The Bank's website also provides information channel regarding Bank Victoria, which includes:

 <p>1500977</p>	 <p>costumercare@victoriabank.co.id</p>	
<p><b>Media sosial/ Social Media</b></p>		
 <p>@BankVictoriaID</p>	 <p>Bank Victoria</p>	 <p>@bankvictoria</p>

Informasi pada situs web Bank telah disampaikan secara lengkap pada pembahasan Informasi pada Situs web Perusahaan pada bab Profil Perusahaan dalam Laporan Tahunan ini.

The information on the Bank's website has been presented completely on the discussion of Information on the Company's Website in the Company Profile chapter of this Annual Report.

### Media Elektronik

Sampai saat ini, Bank menggunakan media elektronik seperti situs dan *email* ([corsec@victoriabank.co.id](mailto:corsec@victoriabank.co.id)) untuk menyampaikan informasi yang relevan, termasuk laporan tahunan. Pemangku kepentingan dapat mengirimkan pesan melalui *email* dengan mendaftarkan identitas serta alamat emailnya pada *mailing list* melalui situs Bank ([www.victoria.co.id](http://www.victoria.co.id)) jika ingin mendapatkan informasi Bank secara berkala.

### Electronic Media

Until now, the Bank uses electronic media such as website and *email* ([corsec@victoriabank.co.id](mailto:corsec@victoriabank.co.id)) to deliver relevant information, including annual reports. Stakeholders can send messages via *email* by registering their identity and email address on the mailing list via the Bank's website ([www.victoria.co.id](http://www.victoria.co.id)) if they want to regularly receive the Bank's information.

## Siaran Pers

Sepanjang tahun 2020, Bank Victoria melaksanakan siaran pers sebagai berikut.

## Press Release

Throughout 2020, Bank Victoria issued press release as follows.

Tanggal Date	Siaran Pers Press Release
6 Januari 2020 6 January 2020	Syukuran Awal Tahun 2020 Bank Victoria Bank Victoria's 2020 New Year Gathering
14 Januari 2020 14 January 2020	Pelatihan Kebijakan dan Prosedur Perkreditan Training on Credit Policy and Procedure
23 Januari 2020 23 January 2020	Rapat Kerja 2020 2020 Work Meeting
29 Januari 2020 29 January 2020	Pelatihan Strategi Penanganan Kredit Bermasalah ( <i>Non-Performing Loan</i> ) Training on Non-Performing Loan Management Strategy
10 Februari 2020 10 February 2020	<i>Corporate Secretary Award 2020</i> Corporate Secretary Award 2020
17 Maret 2020 17 March 2020	Pemberitahuan Mengenai Perubahan Jam Operasional Bank Victoria Notice of Changes to Bank Victoria's Operating Hours
17 Maret 2020 17 March 2020	Penerbitan Obligasi Subordinasi Berkelanjutan II Bank Victoria Tahap III Tahun 2020 Issuance of Bank Victoria's Continuing Subordination Bonds II Phase III Year 2020
20 Maret 2020 20 March 2020	Pesan dari CEO Bank Victoria terkait pandemi Covid-19 Message from Bank Victoria's CEO regarding COVID-19 Pandemic
23 Maret 2020 23 March 2020	Perubahan Waktu Layanan Kantor Cabang Bank Victoria Changes to Service Hours of Bank Victoria's Branch Offices
25 Maret 2020 25 March 2020	Perubahan Jam Layanan untuk Kliring, RTGS, dan SKNBI Changes to Service Hours for Clearing, RTGS, and Bank Indonesia National Clearing System (SKNBI)
28 Maret 2020 28 March 2020	Pengumuman 30 Maret 2020 Announcement of 30 March 2020
31 Maret 2020 31 March 2020	Pendoman Pencegahan Penyebaran <i>Corona Virus</i> Guidelines to Prevent Corona Virus Transmission
7 Mei 2020 7 May 2020	Penyesuaian Biaya Transfer Dana via SKNBI Adjustment to Fund Transfer Fee via SKNBI
20 Mei 2020 20 May 2020	CSR Victoria Santunan Ramadhan 1441 H Bank Victoria CSR Victoria's Ramadan Compensation 1441H of Bank Victoria
20 Mei 2020 20 May 2020	Kegiatan Operasional Libur Idul Fitri 1441 H Tahun 2020 Operational Activities are closed to observe Eid Al-Fitr 1441H Holidays
17 Juni 2020 17 June 2020	Investasi ORI017 Bersama Bank Victoria Invest in ORI017 with Bank Victoria
19 Juni 2020 19 June 2020	Rapat Umum Pemegang Saham Tahunan Bank Victoria 2019 Bank Victoria's 2019 Annual General Meeting of Shareholders
21 Juli 2020 21 July 2020	Stop Hoax Rush Money Stop Hoax of Rush Money
2 Juli 2020 2 July 2020	Keamanan Bertransaksi Security in Transactions
20 Agustus 2020 20 August 2020	Bank Victoria meraih Penghargaan <i>Top 5 The Most Valuable Company Award 2020</i> Bank Victoria Won the Top 5 of The Most Valuable Company Award 2020
12 September 2020	Pengalihan Layanan Cabang Bank Victoria Transfers of Bank Victoria's Branch Services
21 September 2020	Perubahan Jam Pelayanan Cabang Bank Victoria Changes to Service Hours of Bank Victoria's Branch Offices
21 September 2020	Pengalihan Layanan Kantor Cabang Pasar Baru Transfer of Pasar Baru Branch Office Services
25 September 2020	Pengalihan Layanan kantor Cabang Aries Niaga Transfer of Aries Niaga Branch Office Services

Tanggal Date	Siaran Pers Press Release
15 Oktober 2020 15 October 2020	TOP GRC AWARDS 2020 TOP GRC AWARDS 2020
22 Oktober 2020 22 October 2020	Pengumuman Hari Libur Dalam Rangka Memperingati Maulid Nabi Muhammad SAW Announcement of Holidays in Commemoration of the Birthday of Prophet Muhammad SAW
4 November 2020	Celebrating 26th Anniversary Bank Victoria Celebrating the 26th Anniversary of Bank Victoria
20 November 2020	Pengumuman Maintenance Announcement on Maintenance
21 Desember 2020 21 December 2020	Pengumuman Hari Libur Natal dan Tahun Baru 2021 Announcement on Christmas and New Year 2021 Holiday
21 Desember 2020 21 December 2020	Penutupan Sementara Layanan Kantor Cabang Utama Makassar Temporary Closure of Makassar Main Branch Office
22 Desember 2020 22 December 2020	3 <sup>rd</sup> The Best Indonesia Operational Excellence Award 3 <sup>rd</sup> The Best Indonesia Operational Excellence Award

## Buletin

Bank Victoria telah mengeluarkan media penyampaian informasi berupa buletin yang dikenal dengan nama Victoria News untuk mempermudah akses informasi bagi para Pemangku Kepentingan. Selama tahun 2020, Victoria News telah menyampaikan informasi sebagai berikut.

## Bulletin

Bank Victoria has issued an information delivery media in the form of a bulletin known as Victoria News to facilitate access to information for Stakeholders. In 2020, Victoria News provided the following information.

Konten Buletin Content of the Bulletin	Edisi Edition
Acara Silaturahmi Otoritas Jasa Keuangan Gathering Event of Financial Services Authority	Januari 2020 January 2020
Rapat Kerja Bank Victoria 2020 Work Meeting of Bank Victoria 2020	
Perayaan Imlek Victoria Grup Victoria Group Celebrating Chinese New Year	
CSR Sekolah Luar Biasa Insan Mandiri CSR for Insan Mandiri Special Education School	
Bank Victoria Meraih Penghargaan 2 <sup>nd</sup> Winner The Best Indonesia Corporate Secretary and Corporate Communication 2020 Bank Victoria Won The 2 <sup>nd</sup> Best Indonesia Corporate Secretary and Corporate Communication Award 2020	Februari 2020 February 2020
Social Media Bank Victoria Social Media of Bank Victoria	
Bank Victoria Ditunjuk Sebagai Mitra Distribusi ORI017 Bank Victoria Appointed as ORI017 Distribution Partner	Juni-Juli 2020 June-July 2020
Rapat Umum Pemegang Saham Tahunan Bank Victoria 2019 Bank Victoria's 2019 Annual General Meeting of Shareholders	
Webinar Bersama Perbanas Institute Webinar with Perbanas Institute	
Webinar Bank Victoria Bersama Bari Arijono Bank Victoria's Webinar with Bari Arijono	
Persiapan New Normal Bank Victoria Preparation for New Normal of Bank Victoria	

<b>Konten Buletin</b> Content of the Bulletin	<b>Edisi</b> Edition
<i>Economic Review 2020 Award</i> Economic Review 2020 Award	Desember 2020 December 2020
Promo Produk Tabungan Bank Victoria Promotion of Bank Victoria's Savings Products	
Dekorasi Natal Kantor Cabang Utama Bank Victoria Christmas Decoration of Bank Victoria's Main Branch Offices	
Promo Menginap di Hotel U Paasha Bali Seminyak Promotion of Staying at U Paasha Hotel, Seminyak, Bali	
<i>New Corporate Culture Bank Victoria</i> New Corporate Culture of Bank Victoria	

## Transparansi Laporan Keuangan dan Non-Keuangan

Bank senantiasa menerapkan prinsip transparansi 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. Pada tahun 2020, laporan yang telah disampaikan Bank Victoria sebagai berikut.

## Transparency of Financial Statements and Non-Financial Statements

The Bank always applies the principle of transparency in delivering reports. These reports are the financial statements, the Bank's performance reports, reports on the GMS resolutions, and other reports submitted to the regulators. In 2020, Bank Victoria submitted the following reports.

<b>Uraian</b> Reporting Period	<b>Tanggal</b> Submission Dates
<b>Laporan Registrasi Pemegang Saham</b> Shareholders Register Report	
Desember 2019 December 2019	8 Januari 2020 8 January 2020
Januari 2020 January 2020	11 Maret 2020 11 March 2020
Februari 2020 February 2020	10 Maret 2020 10 March 2020
Maret 2020 March 2020	8 April 2020
April 2020	8 Mei 2020 8 May 2020
Mei 2020 May 2020	9 Juni 2020 9 June 2020
Juni 2020 June 2020	8 Juli 2020 8 July 2020
Juli 2020 July 2020	7 Agustus 2020 7 August 2020
Agustus 2020 August 2020	4 September 2020
September 2020	5 Oktober 2020 5 October 2020
Oktober 2020 October 2020	5 November 2020
November 2020	4 Desember 2020 4 December 2020
Desember 2020 December 2020	5 Januari 2021 5 January 2021

Uraian Reporting Period	Tanggal Submission Dates
<b>Laporan Realisasi Penggunaan Dana</b> Realization Report of Use of Proceeds	
043/DIR-EKS/01/20	15 Januari 2020 15 January 2020
048/DIR-EKS/04/20	24 April 2020
026/DIR-EKS/04/20	10 Juli 2020 10 July 2020
<b>Laporan Pihak Terkait</b> Reports of Related Parties	
072/DIR-EKS/01/20	23 Januari 2020 23 January 2020
060/DIR-EKS/07/20	23 Juli 2020 23 July 2020
<b>Laporan Transaksi Afiliasi</b> Reports of Affiliated Parties	
003/CORSEC-EKS/01/20	13 Januari 2020 13 January 2020
002/DIR-EKS/02/20	4 Februari 2020 4 February 2020
001/CORSEC-EKS/02/20	5 Februari 2020 5 February 2020
029/DIR-EKS/02/20	10 Februari 2020 10 February 2020
002/CORSEC-EKS/02/20	10 Februari 2020 10 February 2020
003/DIR-EKS/03/20	2 Maret 2020 2 March 2020
001/DIR-EKS/07/20	1 Juli 2020 1 July 2020
002/DIR-EKS/09/20	2 September 2020
003/DIR-EKS/09/20	2 September 2020
054/DIR-EKS/11/20	26 November 2020
001/CORSEC-EKS/12/20	2 Desember 2020 2 December 2020
<b>Laporan Keuangan Tahunan kepada Departemen Perindustrian dan Perdagangan</b> Annual Financial Statements to the Ministry of Industry and Trade	
009/CORSEC-EKS/05/20	29 Mei 2020 29 May 2020

# 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.

Penerapan tata kelola terintegrasi dalam kegiatan usaha suatu konglomerasi keuangan akan meningkatkan kinerja konglomerasi keuangan dan kepatuhan terhadap peraturan perundang-undangan, serta nilai-nilai etika yang berlaku pada industri jasa keuangan. Selain itu, penerapan tata kelola secara terintegrasi bagi suatu konglomerasi keuangan diharapkan dapat mendorong stabilitas sistem keuangan yang tumbuh secara berkelanjutan, sehingga mampu meningkatkan daya saing dalam industri jasa keuangan.

Guna mewujudkan penerapan tata kelola terintegrasi, Grup Victoria berkoordinasi dengan Otoritas Jasa keuangan menunjuk Bank Victoria International sebagai Entitas utama dan 5 (lima) Lembaga Jasa Keuangan (LJK) sebagai anggota konglomerasi keuangan Grup Victoria. Adapun LJK anggota konglomerasi keuangan Grup Victoria sebagai berikut.

1. PT Victoria Manajemen Investasi (VMI);
2. PT Victoria Sekuritas Indonesia (VSI);
3. PT Victoria Insurance Tbk (VINS);
4. PT Bank Victoria Syariah (BVIS); dan
5. PT Victoria Alife Indonesia (VAI).

### Dasar Penerapan Tata Kelola Terintegrasi

Bank dalam menerapkan tata kelola terintegrasi 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 the principles of transparency, accountability, responsibility, independence, or professional and fairness in an integrated manner in a Financial Conglomeration. Financial Conglomeration means Financial Services Institutions that are in one group or circle due to ownership and/or control relationship.

The implementation of integrated governance in the business activities of a Financial Conglomeration will improve the performance of the Financial Conglomeration and compliance with laws and regulations, as well as the ethical values applicable in the financial services industry. In addition, it is expected that the implementation of integrated governance for a Financial conglomeration will encourage financial system stability that grows in a sustainable manner, and thereby, enhancing competitiveness in the financial services industry.

In order to actualize the implementation of integrated governance, Victoria Group in coordination with Financial Services Authority (OJK) appointed Bank Victoria International as the Main Entity and 5 (five) Financial Services Institutions (LJK) as Members of Victoria Group's Financial Conglomeration. The Financial Services Institutions (LJK) as Members of Victoria Group's Financial Conglomeration are as follows.

1. PT Victoria Manajemen Investasi (VMI);
2. PT Victoria Sekuritas Indonesia (VSI);
3. PT Victoria Insurance Tbk (VINS);
4. PT Bank Victoria Syariah (BVIS); and
5. PT Victoria Alife Indonesia (VAI).

### Basis of Implementation of Integrated Governance

The Bank implements integrated governance by referring to Financial Services Authority Regulation No. 18/POJK.03/2014 dated 18 November 2014 and Financial Services Authority Circular No. 15/SEOJK.03/2015 dated 25 May 2015 on Implementation of Integrated Governance for Financial Conglomeration. Such provision regulates the establishment of Financial Conglomeration, appointment of Main Entity (EU) in financial conglomeration, and implementation of Integrated Governance in a comprehensive and effective manner.



## Entitas Usaha dalam Tata Kelola Terintegrasi

## Business Entity in Integrated Governance

### Entitas Utama

Pada tahun 2020, susunan Direksi dan Komisaris Entitas Utama sebagai berikut.

### Main Entity

In 2020, the composition of the Board of Directors and Board of Commissioners of the Main Entity is as follows:

#### 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 Directors 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 Kepatuhan dan Manajemen Risiko Director of Compliance and Risk Management	Lulus Pass

## LJK - Anggota Grup Victoria

Susunan Direksi dan Komisaris anggota Grup Victoria per akhir tahun 2020 sebagai berikut.

## Financial Services Institution (LJK) - Members of Victoria Group

Composition of Board of Directors and Board of Commissioners of Victoria Group by the end of 2020 is as follows:

#### Komisaris LJK

##### Board of Commissioners of LJK

Bank Victoria Syariah		
Nama Name	Jabatan Position	Penilaian Kemampuan dan Kepatutan Fit and Proper Test
Achmad Friscantono	Komisaris Utama/Komisaris Independen President Commissioner/Independent Commissioner	Lulus Pass
Sari Idayanti	Komisaris Commissioner	Lulus Pass
Retno Dwijanti Widaningsih*	Komisaris Independen Independent Commissioner	Dalam proses On Process

\* Efektif setelah mendapat persetujuan dari Otoritas Jasa Keuangan. / \* Effective after obtaining approval from the Financial Services Authority.

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
Arief Notohadwidjojo	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
Sanny Setiadi*	Komisaris Utama President Commissioner	Dalam proses On process
Andreas Freddy Pieloor	Komisaris Independen Independent Commissioner	Lulus Pass
Hasan Basri Sagala	Komisaris Independen Independent Commissioner	Lulus Pass

\* Efektif setelah mendapat persetujuan dari Otoritas Jasa Keuangan. / Effective after obtaining approval from the Financial Services Authority.

**Direksi LJK**  
**Board of Directors of LJK**

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 dan Manajemen Risiko Director of Compliance and Risk Management	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

Victoria Insurance		
Nama Name	Jabatan Position	Penilaian Kemampuan dan Kepatutan Fit and Proper Test
Suwandi Suharto	Direktur Utama President Director	Lulus Pass
Suryadi	Direktur Keuangan Director of Finance	Lulus Pass
Fatchurhuda	Direktur Teknik Director of Technique	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
Abdul Wahab Ismed	Direktur Kepatuhan Director of Compliance	Lulus Pass
Devi Lidia	Direktur Operasional Director of Operational	Lulus Pass

## Penilaian Tata Kelola Terintegrasi

Berikut informasi terkait asesmen tata kelola terintegrasi selama tahun 2020.

## Integrated Governance Assessment

Below is the information of integrated governance assessment throughout 2020.

Peringkat Rating	Definisi Peringkat Definition of Ratings
3	<p>Secara terintegrasi, yaitu Bank Victoria dan anggota LJK Konglomerasi Keuangan, telah melakukan penerapan tata kelola terintegrasi yang secara umum cukup 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 LJK of the Financial Conglomeration have implemented the integrated governance that is generally fair, as reflected in each of the LJKs having applied the 7 (seven) aspects outlined in the analysis.</p>

### Aspek Direksi Entitas Utama dan LJK Grup Victoria Aspect of Board of Directors of the Main Entity and LJK of Victoria Group

Nilai Score	2
Analisis Analysis	<p><b>Governance Structure:</b></p> <ul style="list-style-type: none"> <li>• Anggota Direksi Entitas Utama telah memenuhi jumlah, komposisi, kriteria, independensi, serta kompetensi sesuai ketentuan Otoritas Jasa Keuangan;</li> <li>• Direksi Entitas Utama memiliki integritas, kompetensi, dan reputasi keuangan yang telah memperoleh persetujuan dari Otoritas Jasa Keuangan;</li> <li>• Direksi anggota LJK Konglomerasi Keuangan Grup Victoria mempunyai integritas, kompetensi, dan reputasi keuangan sesuai dengan kebijakan yang berlaku masing-masing;</li> <li>• Direksi tidak memiliki hubungan keluarga sampai dengan derajat kedua maupun keuangan dengan anggota Direksi lainnya dan/atau anggota Komisaris;</li> <li>• 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;</li> <li>• Direksi Entitas Utama dan LJK dalam menjalankan tugasnya dibantu oleh beberapa Komite di bawah Direksi serta Unit-Unit terkait;</li> <li>• 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</li> <li>• Menunjuk Peraturan Otoritas Jasa Keuangan No. 43/POJK.05/2019 tentang perubahan Peraturan Otoritas Jasa Keuangan No. 73/POJK.05/2016, Direktur Kepatuhan PT Victoria Insurance Tbk sudah lulus <i>fit and proper</i>.</li> </ul> <p><b>Governance Structure:</b></p> <ul style="list-style-type: none"> <li>• 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;</li> <li>• The Board of Directors of Main Entity has integrity, competence, and financial reputation, which have been approved by the Financial Services Authority;</li> <li>• 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;</li> <li>• 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;</li> <li>• 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;</li> <li>• 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;</li> <li>• 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</li> <li>• Referring to the Financial Services Authority Regulation No. 43/POJK.05/2019 on Amendment to Financial Services Authority Regulation No. 73/POJK.05/2016, the Compliance Director of PT Victoria Insurance Tbk has passed the fit and proper test.</li> </ul> <p><b>Governance Process:</b></p> <ul style="list-style-type: none"> <li>• Direksi Entitas Utama dan LJK konglomerasi keuangan Grup Victoria telah membuat Pedoman Tata Kelola untuk masing-masing LJK sesuai dengan ketentuan yang berlaku;</li> <li>• Direksi Entitas Utama telah mengarahkan, memantau, dan mengevaluasi pelaksanaan Pedoman Tata Kelola Terintegrasi;</li> <li>• Direksi Entitas Utama telah menindaklanjuti arahan atau nasihat Dewan Komisaris dalam rangka penyempurnaan Pedoman Tata Kelola Terintegrasi; dan</li> <li>• Direksi Entitas Utama telah memantau temuan SKAI Terintegrasi.</li> </ul> <p><b>Governance Process:</b></p> <ul style="list-style-type: none"> <li>• 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;</li> <li>• The Board of Directors of Main Entity has directed, monitored, and evaluated the Implementation of Integrated Governance Guidelines;</li> <li>• 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</li> <li>• The Board of Directors of Main Entity has monitored the Integrated SKAI findings.</li> </ul>

**Governance Outcome:**

- Pedoman Tata Kelola Terintegrasi telah dibuat dan disempurnakan sesuai arahan dari Dewan Komisaris;
- Direksi Entitas Utama telah memastikan bahwa temuan audit dan rekomendasi dari:
  - SKAI Terintegrasi;
  - Auditor eksternal; dan
  - Hasil pengawasan Otoritas Jasa Keuangan

**Governance Outcome:**

- 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:
  - Integrated SKAI;
  - External auditor; and
  - Financial Services Authority monitoring results

Telah ditindaklanjuti oleh seluruh LJK dalam konglomerasi keuangan;

- Direksi anggota LJK telah memastikan bahwa temuan dan rekomendasi hasil pemeriksaan telah ditindaklanjuti sesuai dengan ketentuan yang berlaku; dan
- Selama tahun 2020, Direksi Entitas Utama dan Direksi anggota LJK Konglomerasi telah melakukan rapat sebanyak:

Have been followed up by all LJKs in the Financial Conglomeration;

- 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; and
- In 2020, the Board of Directors of the Main Entity and the Board of Directors of LJK members of the Conglomeration held meetings as many as:

LJK Financial Services Institutions	Rapat Direksi Board of Directors' Meetings	Rapat Direksi dengan Dewan Komisaris Board of Directors' Meetings With Board of Commissioners
Bank Victoria International	53	17
Bank Victoria Syariah	44	16
Victoria Manajemen Investasi	15	18
Victoria Insurance	18	6
Victoria Sekuritas Indonesia	47	24
Victoria Alife Indonesia	20	38

**Aspek Dewan Komisaris Entitas Utama dan LJK Grup Victoria**  
**Aspect of Board of Commissioners of the Main Entity and LJK of Victoria Group**

Nilai  
Score 2

Analisis  
Analysis

**Governance Structure:**

- Anggota Dewan Komisaris Entitas Utama telah memenuhi jumlah, komposisi, kriteria, 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 Independen Bank Victoria Syariah masih menunggu *fit and proper test*;
- Komisaris Utama PT Victoria Alife Indonesia masih menunggu *fit and proper test*; dan
- Dalam menjalankan fungsinya, Komisaris dibantu oleh Komite, saat ini Komite Pemantau Risiko dan Komite Nominasi dan Remunerasi Victoria Insurance telah memiliki anggota independen.

**Governance Structure:**

- 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;
- Independent Commissioner of Bank Victoria Syariah is still waiting for the fit and proper test;
- President Commissioner of PT Victoria Alife Indonesia 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 have had Independent member.

**Governance Process:**

- 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 nasihat kepada Direksi dalam proses pembuatan Pedoman Tata Kelola Terintegrasi.

Governance Process:

- 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.

Governance Outcome:

- Pada tahun 2020 telah dilakukan 2 (dua) kali rapat, yaitu pada 12 Februari dan 7 Agustus 2020 yang membahas kondisi terkini konglomerasi keuangan Grup Victoria dan mendengarkan penjelasan Satuan Kerja Manajemen Risiko Terintegrasi, Satuan Kerja Kepatuhan Terintegrasi, dan SKAI/Integrated;
- Hasil rapat Dewan Komisaris Entitas Utama telah dituangkan dalam risalah rapat dan didokumentasikan dengan baik dan tidak terdapat *dissenting opinions* dalam peserta rapat;
- Selama tahun 2020, Dewan Komisaris Entitas Utama dan Dewan Komisaris anggota LJK konglomerasi keuangan Grup Victoria telah melakukan rapat sebanyak:

Governance Outcome:

- In 2020, 2 (two) meetings were held, on 12 February and 7 August 2020, which discussed the current condition of Victoria Group Financial Conglomeration and listened to the explanation of Integrated Risk Management Unit, Integrated Compliance Unit, and SKAI/Integrated;
- 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;
- During 2020, the Board of Commissioners of the Main Entity and the Board of Commissioners of LJK members of the Conglomeration held meetings as many as:

LJK Financial Services Institutions	Rapat Direksi Board of Directors' Meetings	Rapat Direksi dengan Dewan Komisaris Board of Directors' Meetings With Board of Commissioners
Bank Victoria International	6	17
Bank Victoria Syariah	10	16
Victoria Manajemen Investasi	8	18
Victoria Insurance	12	6
Victoria Sekuritas Indonesia	11	24
Victoria Alife Indonesia	12	38

- Rekomendasi yang disampaikan atau dituangkan dalam risalah rapat telah ditindaklanjuti dan dimonitor secara berkesinambungan oleh Direksi Entitas Utama.
- 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 Komite Tata Kelola Terintegrasi**  
**Aspect of Integrated Governance Committee**

Nilai  
Score 3

Analisis  
Analysis

Governance Structure:

- 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.

Governance Structure:

- 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.

*Governance Process:*

- 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 Tata Kelola Terintegrasi telah menyelenggarakan rapat Komite Tata Kelola Terintegrasi yang dihadiri oleh seluruh komisaris dan wakil dari anggota LJK konglomerasi keuangan.

*Governance Process:*

- 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.

*Governance Outcome:*

- 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 Komite Tata Kelola Terintegrasi;
- Komite Tata Kelola Terintegrasi telah memberikan rekomendasi kepada Dewan Komisaris Entitas Utama untuk penyempurnaan Pedoman Tata Kelola Terintegrasi;
- Hasil risalah rapat telah didokumentasi dengan baik, dimana pada tahun 2020 telah dilakukan 2 (dua) kali rapat, yaitu pada 12 Februari 2020 dan 7 Agustus 2020 yang membahas Kondisi terkini konglomerasi keuangan Group Victoria dan mendengarkan penjelasan Satuan Kerja Manajemen Risiko Terintegrasi, Satuan Kerja Kepatuhan Terintegrasi, dan SKAI/Integrated; dan
- Komite-Komite telah menjalankan fungsinya sesuai dengan koridor dan mekanisme yang telah ditetapkan, namun belum sepenuhnya efektif terutama dalam keadaan luar biasa, yaitu pandemi Covid-19.

*Governance Outcome:*

- 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;
- The minutes of meeting have been well documented, where in 2020, 2 (two) meetings were held, on 12 February 2020 and 7 August 2020, which discussed the current condition of Victoria Group financial conglomerate and listened to the explanation of Integrated Risk Management Work Unit, Integrated Compliance Work Unit, and SKAI/Integrated; and
- The Committees have carried out their functions in accordance with the corridors and mechanisms that have been determined, but have not been fully effective, especially in such extraordinary circumstance, namely the Covid-19 pandemic.

**Aspek Satuan Kerja Kepatuhan Terintegrasi**  
**Aspect of Integrated Compliance Unit**

Nilai Score 3

Analisis Analysis

*Governance Structure:*

- Satuan Kerja Kepatuhan Terintegrasi dalam menjalankan fungsinya independen dari Satuan Kerja Operasional atau Satuan Kerja Lainnya; dan
- Direksi Entitas Utama telah menetapkan SDM atau personel yang memenuhi syarat dan kriteria dalam mengemban tugas dan tanggung jawab pada Satuan Kerja Kepatuhan Terintegrasi.

*Governance Structure:*

- 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 or personnel who meet the requirements and criteria in carrying out the duties and responsibilities of the Integrated Compliance Work Unit.

*Governance Process:*

- 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; dan
- Implementasi Peraturan Otoritas Jasa Keuangan No.28/POJK.03/2019 tanggal 14 November 2019 tentang Sinergi Perbankan Dalam Satu Kepemilikan Untuk Pengembangan Perbankan Syariah telah sesuai dengan kebijakan yang berlaku.

*Governance Process:*

- 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; and
- The implementation of Financial Services Authority Regulation No. 28/POJK.03/2019 dated 14 November 2019 on Banking Synergy in One Ownership to Develop Sharia Banking is already in accordance with the applicable policies.



*Governance Outcome:*

- 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;
- Hasil rapat telah diadministrasikan dan tindak lanjut telah dilakukan berdasarkan notulen rapat-rapat dimaksud;
- Satuan Kerja Kepatuhan Terintegrasi Entitas Utama telah memantau Satuan Kerja Kepatuhan LJK melalui *self assessment* Kepatuhan Terintegrasi secara triwulanan terhadap LJK dan hasilnya didokumentasikan dengan baik;
- Implementasi Peraturan Otoritas Jasa Keuangan No. 28/POJK.03/2019 tanggal 14 November 2019 tentang Sinergi Perbankan Dalam Satu Kepemilikan Untuk Pengembangan Perbankan Syariah tertuang dalam Perjanjian Kerja Sama No. 014/DIR-BVIS/IX/2017 dan No. 061/DIR-VICT/PJS/09/17 tentang Perjanjian Kerjasama Layanan Syariah Bank(LSB) antara Bank Victoria Syariah dengan PT Bank Victoria International Tbk; dan
- Terus diupayakan terbentuknya budaya kepatuhan pada seluruh jenjang organisasi.

*Governance Outcome:*

- 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;
- The meeting results have been administered and follow-up has been carried out based on the minutes of these meetings;
- 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;
- The implementation of Financial Services Authority Regulation No. 28/POJK.03/2019 dated 14 November 2019 on Banking Synergy in One Ownership to Develop Sharia Banking is stated in the Cooperation Agreement No. 014/DIR-BVIS/IX/2017 and No. 061/DIR-VICT/PJS/09/17 on Cooperation Agreement for Bank's Sharia Services (LSB) between Bank Victoria Syariah and PT Bank Victoria International Tbk; and
- Continuing to strive to establish compliance culture at all levels of the organization.

**Aspek SKAI Terintegrasi**  
**Aspect of Integrated Internal Audit Unit**

Nilai Score 3

Analisis Analisis

*Governance Structure:*

- Satuan Kerja Audit Internal Terintegrasi dalam menjalankan fungsinya Independen dari Satuan Kerja Operasional atau Satuan Kerja Lainnya;
- Direksi Entitas Utama telah menetapkan SDM atau personel yang memenuhi syarat dan kriteria dalam mengemban tugas dan tanggung jawab pada Satuan Kerja Audit Internal Terintegrasi; dan
- SKAI Terintegrasi telah memiliki Kebijakan Audit Internal *Integrated Grup 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 Terintegrasi LJK Grup Victoria.

*Governance Structure:*

- The Integrated Internal Audit Work Unit 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 or personnel who meet the requirements and criteria in carrying out the duties and responsibilities of the Integrated Internal Audit Work Unit; and
- The Integrated SKAI 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.

*Governance Process:*

- Satuan Kerja Audit Internal Terintegrasi telah memantau Laporan Hasil Audit pada masing-masing anggota LJK dan mengomunikasikan hasilnya pada rapat; dan
- Satuan Kerja Audit Internal Terintegrasi memantau pelaksanaan audit internal 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 *risk control rating*.

*Governance Process:*

- The Integrated Internal Audit Work Unit has monitored the Audit Reports on each LJK member and communicated the results at the meetings; and
- The Integrated Internal Audit Work Unit monitors the implementation of internal audit 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.

*Governance Outcome:*

- Laporan Satuan Kerja Audit Internal Terintegrasi telah disampaikan kepada pihak terkait secara berkala;
- Satuan Kerja Audit Internal Terintegrasi menyampaikan laporan pelaksanaan tugas dan tanggung jawabnya kepada:
  - Direktur Entitas Utama;
  - Dewan Komisaris Entitas Utama; dan
  - Direktur yang membawahi fungsi Kepatuhan Entitas Utama
- Audit *Internal Integrated* perlu dilakukan dengan lebih komprehensif/menyeluruh terutama dimasa pandemi Covid-19 untuk dapat memitigasi potensi yang mungkin terjadi dalam masing-masing LJK; dan
- Rekomendasi hasil audit telah sesuai dengan permasalahan dan dapat digunakan sebagai acuan perbaikan.

*Governance Outcome:*

- The Integrated Internal Audit Reports have been submitted to related parties regularly;
- The Integrated SKAI submits report on the implementation of duties and responsibilities to:
  - Director of Main Entity;
  - Board of Commissioners of Main Entity; and
  - Director in charge of Compliance function of the Main Entity
- Integrated Internal Audit needs to be conducted more comprehensively/ thoroughly, especially during the Covid-19 pandemic, in order to mitigate the potential that may occur in each LJK; and
- Audit recommendations are already in accordance with the problem and can be used as a reference for improvement.

### Aspek Penerapan Manajemen Risiko Terintegrasi Aspect of Integrated Risk Management Implementation

Nilai  
Score 3

Analisis  
Analysis

**Governance Structure:**

- 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;
- Entitas Utama telah memiliki susunan keanggotaan Aspek Penerapan Manajemen Risiko Terintegrasi Grup Victoria yang tertuang dalam Surat Keputusan Direksi No. 004/SK-DIR/06/20 tanggal 26 Juni 2020;
- 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. 001/SK-DIR/05/20 tanggal 11 Mei 2020;
- Entitas Utama telah memiliki sistem informasi manajemen risiko terintegrasi melalui Surat Keputusan Direksi No. 016/SK-DIR/03/20 tentang Standar Operasional Prosedur Aplikasi VISI (Victoria Integrated Sistem) tanggal 31 Maret 2020 untuk mendukung Sistem Informasi Manajemen Risiko; dan
- Entitas Utama telah melakukan kaji ulang profil risiko terintegrasi tahun 2019 melalui Memorandum No. 01/MR/KMRT/V/20 perihal Rekomendasi atas Hasil Evaluasi atau Kaji Ulang Profil Risiko Terintegrasi Tahun 2019 tanggal 4 Mei 2020 yang disetujui oleh Direksi Entitas Utama.

**Governance Structure:**

- The Main Entity already has an organizational structure to support the implementation of Integrated Risk Management as set out in the Board of Directors' Decision Letter No. 006/SK-DIR/10/15 dated 28 October 2015 on Integrated Risk Management Policies and General Guidelines, and already in accordance with the Financial Services Authority Regulation No. 17/POJK.03/2014;
- The Main Entity already has a Composition of Integrated Risk Management Committee of Victoria Group as set out in the Board of Directors' Decision Letter No. 004/SK-DIR/06/20 dated 26 June 2020;
- The Main Entity already has Guidelines and Work Procedures of Integrated Risk Management Committee 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 Integrated Risk Management 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 Integrated Risk Profile through the Board of Directors' Decision Letter No. 001/SK-DIR/05/20 dated 11 May 2020;
- The Main Entity already has Integrated Risk Management Information System as set out in the Board of Directors' Decision Letter No. 016/SK-DIR/03/20 on Standard Operating Procedure for VISI Application (Victoria Integrated System) dated 31 March 2020 to support the Risk Management Information System; and
- The Main Entity has reviewed the Integrated Risk Profile in 2019, through Memo No. 01/MR/KMRT/V/20 on the Recommendations of Evaluation Result or Review of Integrated Risk Profile in 2019 dated 4 May 2020, which was approved by the Board of Directors of Main Entity.

**Governance Process:**

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.

**Governance Process:**

The Main Entity through the Integrated Risk Management Work Unit and Integrated Risk Management Committee has implemented Integrated Risk Management in the Financial Conglomeration comprehensively, independently, and in accordance with the applicable regulations.

**Governance Outcome:**

- Penerapan manajemen risiko terintegrasi telah sesuai dengan tujuan, karakteristik, dan kompleksitas usaha Entitas Utama dan LJK dalam konglomerasi keuangan Victoria, namun masih terdapat kelemahan yang dapat diselesaikan dengan segera; dan
- Masing-masing LJK tidak melakukan aktivitas bisnis yang melampaui kemampuan permodalannya.

**Governance Outcome:**

- 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 conglomerate although there are still weaknesses that yet can be resolved immediately; and
- Each LJK does not conduct business activities that exceed its capital capability.

**Aspek Pedoman Tata Kelola Terintegrasi**  
**Aspect of Integrated Governance Guidelines**

Nilai  
Score 2

Analisis

- Governance Structure:**
- Entitas Utama dan masing-masing LJK telah memiliki kebijakan dan prosedur mengenai tata cara pelaksanaan Tata Kelola Terintegrasi sesuai dengan kebijakan yang berlaku;
- Governance Structure:**
- The Main Entity and each LJK already have policies and procedures on the procedures for implementing Integrated Governance in accordance with the applicable policies;

Entitas Entity	No. Pedoman No. Guidelines	Keterangan Description
Bank Victoria	Surat Keputusan Direksi No. 004/SK-DIR/10/15  Board of Directors' Decision Letter No. 004/SK-DIR/10/15	SOP Tata Kelola Terintegrasi SOP for Integrated Governance
Bank Victoria Syariah	Surat Keputusan Direksi No. 006/DIR-SK/JKT/II/2018  Board of Directors' Decision Letter No. 006/DIR-SK/JKT/ II/2018	Pedoman Tata Kelola Terintegrasi Integrated Governance Guidelines
	Surat Keputusan Direksi No. 008/DIR-SK/JKT/II/2020  Board of Directors' Decision Letter No. 008/DIR-SK/JKT/ II/2020	Perubahan kedua tentang Kebijakan dan Prosedur GCG Second amendment to the GCG Policy and Procedure
Victoria Manajemen Investasi	Surat Keputusan Direksi No. 001/VMI-KOM/DIR/IV/2020  Board of Directors' Decision Letter No. 001/VMI-KOM/DIR/ IV/2020	Pedoman Tata Kelola Tergintegrasikan PT VMI telah dibuat dan disempurnakan sesuai dengan ketentuan Peraturan Otoritas Jasa Keuangan No. 10/POJK.04/2018 tentang Tata Kelola Manajer Investasi melalui Keputusan Direksi No. 001/VMI-KOM/DIR/IV/2020 tentang Kode Etik PT Victoria Manajemen Investasi  The Integrated Governance Guidelines of PT VMI have been prepared and refined in accordance with the provisions of Financial Services Authority Regulation No. 10/POJK.04/2018 on Governance of Investment Manager through the Board of Directors' Decision No. 001/VMI-KOM/DIR/IV/2020 on Code of Conduct of PT Victoria Manajemen Investasi
Victoria Insurance	Surat Keputusan Direksi No. 009/VIN-IN/SK/DIR/II/2020  Board of Directors' Decision Letter No. 009/VIN-IN/SK/ DIR/II/2020	Piagam Kepatuhan PT Victoria Insurance Tbk Compliance Charter of PT Victoria Insurance Tbk
	Surat Keputusan Direksi No. 0012/VINS-IN/DIR/VIII/2020  Board of Directors' Decision Letter No. 0012/VINS-IN/DIR/ VIII/2020	Kebijakan <i>Good Corporate Governance</i> Good Corporate Governance Policy
Victoria Sekuritas Indonesia	Surat Keputusan Direksi No. 04/VSI/SK-DIR/VIII/2018  Board of Directors' Decision Letter No. 04/VSI/SK-DIR/ VIII/2018	Kebijakan Kepatuhan dan Audit Internal PT Victoria Sekuritas Indonesia Compliance Policy and Internal Audit of PT Victoria Sekuritas Indonesia
Victoria Alife Indonesia	Surat Keputusan No. 155A/VLIFE/DIR/VII/2019  Decision Letter No. 155A/VLIFE/DIR/VII/2019	Kebijakan Tata Kelola Perusahaan yang Baik ( <i>Good Corporate Governance</i> ) PT Victoria Alife Indonesia  Good Corporate Governance Policy of PT Victoria Alife Indonesia

- Pelaksanaan tata kelola terintegrasi Bank Victoria pada Entitas Utama dan pelaksanaan tata kelola terintegrasi bagi LJK telah sesuai dengan peraturan yang berlaku.
- 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.

**Governance Process:**

Pelaksanaan proses tata kelola terintegrasi oleh Entitas Utama dan LJK telah mengacu pada Pedoman Tata Kelola Terintegrasi.

**Governance Process:**

The implementation of Integrated Governance process by the Main Entity and LJK refers to the Integrated Governance Guidelines.

**Governance Outcome:**

- Entitas Utama dan LJK Konglomerasi telah menjalankan prinsip-prinsip tata kelola yang ditetapkan regulator, tercermin dari tidak adanya pelanggaran yang dapat mempengaruhi kinerja dan kerugian bagi Grup Victoria; dan
- Pencapaian dan kondisi yang terjadi telah dikomunikasikan pencapaiannya dalam rapat-rapat serta fokus pada penerapan strategi yang telah diambil Direksi dengan arahan atau nasihat Dewan Komisaris.

**Governance Outcome:**

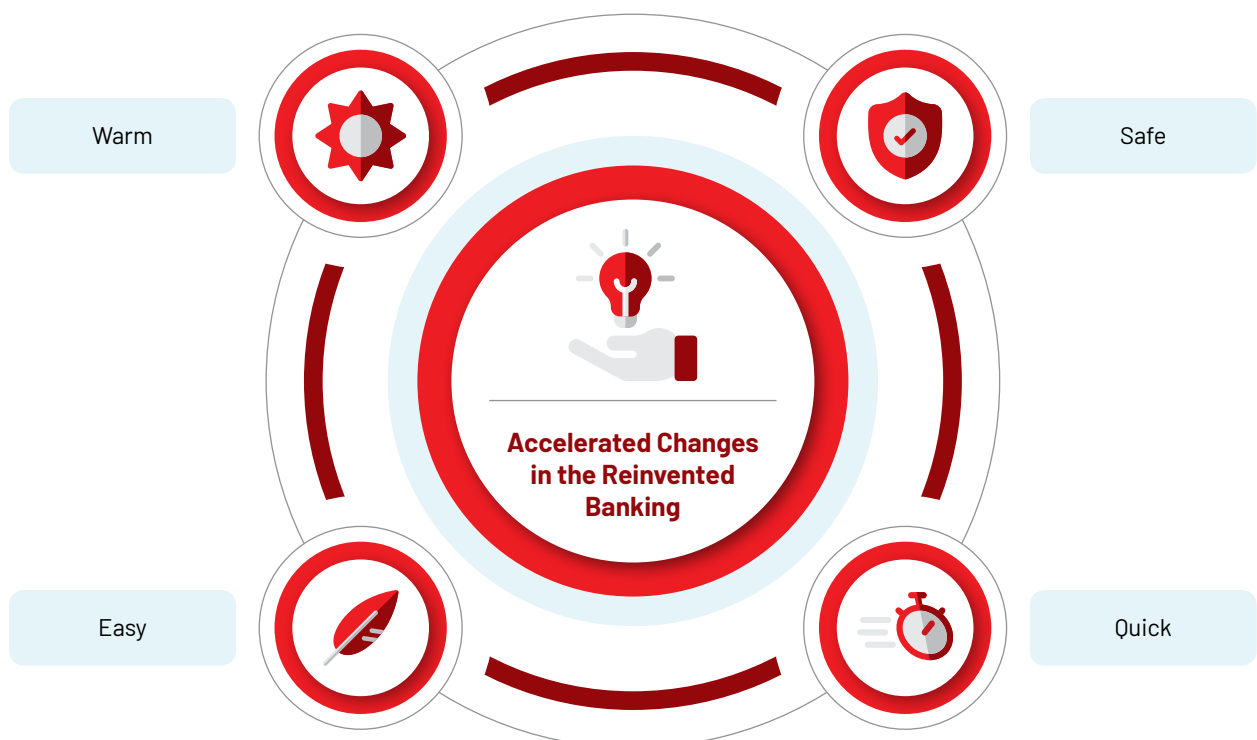
- The Main Entity and LJK of the Conglomeration have implemented the Governance principles set by the regulator, as reflected by the absence of violations that could affect the performance and could cause losses for Victoria Group; and
- The achievements and conditions occurred have been communicated 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;

## Rencana Strategis Bank

### Bank's Strategic Plan

Berdasarkan kondisi ekonomi, Bank mengkaji kembali kinerja untuk pembuatan Rencana Bisnis Bank periode tahun 2021-2023. 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 2021 mengambil tema "Accelerated Changes in the Reinvented Banking".

Based on the economics condition, the Bank re-assesses the performance to prepare the Bank's Business Plan for the period of 2021-2023. The business plan must be prepared by closely considering Bank Victoria's Vision and Mission. To ensure that the Bank's policy direction is in line with the Bank's Vision and Mission, Bank Victoria in the Bank's Business Plan for 2021 chooses the theme "Accelerated Changes in the Reinvented Banking".



Pendekatan budaya tema tersebut dapat disampaikan sebagai berikut.

1. *Safe*  
Melakukan transformasi digital *banking* harus diperkuat keamanannya sehingga membuat nasabah merasa aman dalam menyimpan uang.
2. *Quick*  
Dengan dilakukannya transformasi digital respon atas keluhan nasabah dapat cepat diselesaikan.
3. *Easy*  
Teknologi digital banking dibuat agar lebih mudah digunakan, sehingga nasabah mudah dalam melakukan transaksi dan pengelolaan keuangan.
4. *Warm*  
Dengan basis digital *banking* membuat nasabah merasa nyaman dan dekat dengan Bank.

## 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 infrastuktur; 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 2021-2023 untuk jangka pendek dan jangka menengah dapat dilihat pada bab Analisis dan Pembahasan Manajemen dalam Laporan Tahunan ini.

The cultural approach to the theme can be conveyed as follows.

1. *Safe*  
Performing a digital banking transformation that must be strengthened in terms of security, so that customers feel safe in saving money.
2. *Quick*  
With digital transformation, response to customer complaints can be resolved quickly.
3. *Easy*  
Digital banking technology is made for easy use, so that customers can easily make transactions and manage their finances.
4. *Warm*  
With a digital banking base, customers feel comfortable and close to the Bank.

## 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 (five) years which will cover 5 (five) main aspects as follows.

1. Maximizing the role of branch offices and digitalization in driving rapid business growth and development of Retail Banking;
2. Strengthening Bank Victoria's brand image and being active in product development, services, and marketing strategies;
3. Implementing effective organization, increasing the capacity to use information and digital technology to support increased productivity;
4. Strengthening operational, credit, and capacity aspects of IT system and infrastructure; and
5. Strengthening compliance, risk management, and internal control implementation and management in all operational aspects and the Bank's business, including in dealing with the provisions of financial conglomeration.

Complete details regarding the Bank's Business Plan for 2021-2023 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 2020, Bank Victoria tidak melakukan pembelian kembali saham atau obligasi subordinasi.

Buyback of shares or subordinated bonds is an effort to reduce the number of issued shares or issued subordinated bonds by conducting buyback of such shares and subordinated bonds, in which the payment procedure is carried out according to the applicable terms. Throughout 2020, 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:

1. Peninjauan ulang dan mekanisme sesuai dengan kebijakan internal;
2. Pemenuhan ketentuan Bank Indonesia mengenai aspek Batas Maksimum Pemberian Kredit (BMPK); dan
3. Diputuskan oleh Dewan Komisaris secara independen.

Rincian penyediaan dana kepada pihak terkait dan dana besar di Bank Victoria sepanjang tahun 2020 sebagai berikut.

Provision of funds to related parties and to debtors in large exposure is carried out with due observance to the principle of prudence, through:

1. Reviews and mechanisms according to internal policies;
2. Fulfillment of Bank Indonesia regulations on Legal Lending Limit (LLL) aspect; and
3. Decisions by the Board of Commissioners independently.

Details of the provision of funds to related parties and large exposure at Bank Victoria throughout 2020 are as follows.

Penyediaan Dana	Debitur Debtor	Total (Juta Rupiah) (Million Rupiah)	Provision of Fund
<b>Individu</b>	<b>1,245</b>	<b>18,384,550</b>	<b>Individual</b>
Kepada Pihak Terkait	35	238,781	To Related Parties
Kepada Pihak Tidak Terkait	1,210	18,145,769	To Non-Related Parties
<b>Kelompok</b>	<b>55</b>	<b>7,681,725</b>	<b>Group</b>
<b>Total</b>	<b>1,300</b>	<b>26,066,275</b>	<b>Total</b>

## 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 dan disampaikan melalui situs web Bank.

The Bank has made Annual Report transparency (financial and non-financial) and Quarterly Publication of Financial Statements and Monthly Publication of Financial Statements in a timely manner, which are presented through the Bank's website.

## Pernyataan dan Praktik *Bad Corporate Governance*

### Statement and Practices of Bad Corporate Governance

Bank menyadari pengaruh negatif atas praktik-praktik *Bad Corporate Governance* dapat mengganggu penerapan GCG. Sepanjang tahun 2020, Bank berkomitmen untuk tidak melakukan tindakan serta kebijakan yang berkaitan dengan praktik tersebut yang ditunjukkan pada tabel berikut.

The Bank is aware that Bad Corporate Governance practices will interfere with the GCG implementation. Throughout 2020, the Bank was committed not to carrying out actions and policies related to such practice as described in the following 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 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 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> . Inconsistence between hard copy of Annual Report and soft copy of the Annual Report.	x





**" Penerapan GCG secara konsisten dan berkesinambungan menjadi fondasi penting bagi Bank dalam menjalankan usaha untuk memaksimalkan manfaat dan nilai tambah bagi pemangku kepentingan dan menjaga keberlangsungan usaha."**

"Consistent and continuous GCG implementation becomes the Bank's important foundation in running the business to maximize benefits and added value for stakeholders, and to maintain business continuity."