

# Bad Corporate Governance Practices

BNI is fully aware of the negative influence of Bad Corporate Governance practices that can interfere with the implementation of Good Corporate Governance (GCG), and during 2022 BNI was committed to not undertaking actions and policies related to the following practice:

Note	Practice
There is a report as a company that pollutes the environment	Nil
Important cases currently being faced by the Bank, its subsidiaries, members of the Board of Directors and/or members of the Board of Commissioners who are currently serving are not disclosed in the Annual Report	Nil
Non-compliance in fulfilling tax obligations	Nil
The inconsistency of the presentation of the Annual Report and Financial Statements with the applicable regulations and Financial Accounting Standards	Nil
Cases related to labor and employees	Nil
There is no disclosure of operating segments in listed companies	Nil
There is a discrepancy between the hardcopy Annual Report and the softcopy Annual Report	Nil

# Integrated Governance Implementation

As a form of transparency in the implementation of Integrated Governance in the BNI Financial Conglomerate, as well as a follow-up to the provisions stipulated in OJK Regulation No. 18/POJK.03/2014 dated November 18, 2014 concerning the Implementation of Integrated Governance for Financial Conglomerate, and OJK Circular Letter No. 15/SEOJK.03/2015 dated May 25, 2015 concerning the Implementation of Integrated Governance for Financial Conglomerates, the implementation of Integrated Governance of BNI's Financial Conglomerate in 2022 consisted of:

1. Self-Assessment Report on the Integrated Governance Implementation during 2022;
2. Structure of BNI Financial Conglomerate;
3. Structure of share ownership in BNI Financial Conglomerate as of December 2022;
4. Management Structure of BNI Financial Conglomerate;
5. Basic Principles of Integrated Governance of BNI Financial Conglomerate;
6. Intra-Group Transaction Policy at BNI Financial Conglomerate;
7. Report on the Implementation of BNI Good Corporate Governance as the Main Entity in the BNI Financial Conglomerate.

The following shows the Implementation of BNI Good Corporate Governance as the Main Entity in the BNI Financial Conglomerate.

## SELF-ASSESSMENT REPORT ON IMPLEMENTATION OF INTEGRATED GOVERNANCE IN 2022

OJK Regulation No. 18/POJK.03/2014 dated November 18, 2014 concerning Implementation of Integrated Governance for Financial Conglomerates, and OJK Circular No. 15/SEOJK.03/2015 dated May 25, 2015 concerning Implementation of Integrated Governance for Financial Conglomerates, requires Financial Conglomerates to prepare Periodic Integrated Governance Self Assessment Reports (June and December) to OJK, and to submit them no later than the 15th of the second month after the end of the reporting month concerned (15 August and 15 February). Self Assessments related to the application of the principles of Integrated Governance in the BNI Financial Conglomerate. The self-assessment is categorized into 5 (five) ratings and must at least be realized in 7 (seven) factors for evaluating the application of Integrated Governance, and consist of:

Assessment Factors	
No.	Assessment Factors
1.	Board of Directors of Main Entity
2.	Board of Commissioners of Main Entity
3.	Integrated Governance Committee
4.	Integrated Compliance Work Unit
5.	Integrated Internal Audit Work Unit
6.	Implementation of Integrated Risk Management
7.	Integrated Governance Guidelines

For the 2022 period, BNI prepared a self assessment regarding the implementation of Integrated Governance of the BNI Financial Conglomerate as follows:

Implementation of Integrated Governance Self-Assessment Results		
Rating		Rating Definition
June 2022	December 2022	
2	2	The Financial Conglomerate is considered to have implemented good Integrated Governance. This is reflected in adequate compliance with the Integrated Governance principles. If there are weaknesses in the Integrated Governance implementation, in general these weaknesses are less significant and can be resolved by normal actions by the Main Entity and/or FSI.

Based on the Integrated Governance Implementation Self Assessment using 7 (seven) assessment factors for the period 2022, we can conclude that:

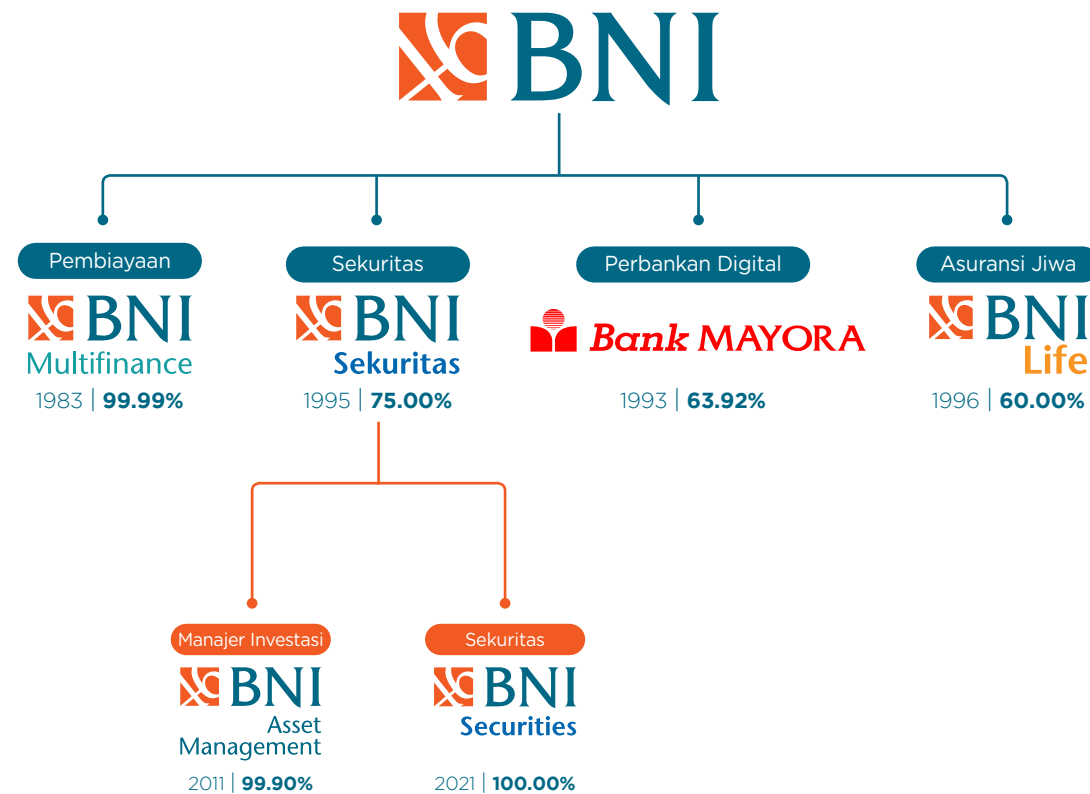
- Board of Directors of main entity
  - In the Integrated Governance structure, all BNI Directors have met the qualifications stipulated by applicable laws;
  - All members of the Board of Directors have sufficient competence relevant to their position to carry out their duties and responsibilities and are able to implement their competencies in carrying out their duties and responsibilities;
  - The Integrated Governance processes have been carried out and followed up in accordance with the BNI Board of Commissioners directives;
  - The BNI Board of Directors has followed up on the BNI Board of Commissioners input on their evaluation of the Integrated Governance Guidelines, as well as ensured that internal and external audit finding have been properly followed up.
- Board of Commissioners of main entity
  - In the Integrated Governance structure, all of BNI's Board of Commissioners have met the qualifications stipulated by applicable laws. Of the 10 (ten) members of the Board of Commissioners, 7 (seven) Commissioners are Independent Commissioners, all members of the Board of Commissioners have passed the fit and proper test, and have obtained an approval letter from the Financial Services Authority (OJK);
  - In the Integrated Governance process, the BNI Board of Commissioners duties and responsibilities related to the Integrated Governance process includes providing input to the BNI Directors to improve the Integrated Governance Guidelines;
  - BNI's Board of Commissioners provided input and directives as well as evaluated the internal and external of audit findings to be followed up by the BNI Directors.

- Integrated Governance Committee
  - The Integrated Governance Committee was established in accordance with applicable regulations;
  - During the January-December 2022 period, the Integrated Governance Committee held 9 (nine) meetings to provide input on the Governance implementation in the BNI Financial Conglomerate.
- Integrated Compliance work unit
  - The Compliance Division as an Integrated Compliance Unit is independent in accordance with applicable regulations;
  - In order to improve the integrated compliance function, the Compliance Division carried out regular coordination and meetings with all work units in each FSI;
  - The Compliance Division monitored, and evaluated the implementation of the compliance function in each FSI and provided suggestions and recommendations on the implementation of the compliance function in each FSI in order to develop and ensure the compliance function in each FSI is running well.
- Integrated Internal audit
  - Internal Audit is an independent Integrated Internal Audit in accordance with applicable regulations;
  - The Internal Audit as the Integrated Internal Audit monitors the internal audit including:
    - Conducting audits of each Subsidiary Company while taking into account the size, characteristics, and business complexity of the subsidiary, as well as coordinating between the FSI SKAI periodically (quarterly) through the Subsidiary Development Division (PPA);
    - Evaluating the implementation of the Internal Audit Work Unit (SKAI) in each FSI;
    - Coordinating with the FSI SKAI periodically involves the Subsidiary Development Division (PPA) every quarter, with material discussed including the FSI Audit Work Plan, Main Audit Results of each LJK and Follow-up on Internal & External Audit Results of each FSI.

- The Internal Audit as the Integrated Internal Audit acts objectively in carrying out its duties and responsibilities, and submits a report on its duties and responsibilities to the President Director and the Board of Commissioners of the Main Entity with a copy to the Director in charge of the Main Entity Compliance Function.
- Implementation of Integrated risk management
    - The Enterprise Risk Management Division is an independent Integrated Risk Management Unit in accordance with applicable regulations;
    - The Risk Management Division has determined and updated the policies and risk limits that apply to all FSI;
    - The implementation of Integrated Risk Management has accommodated the 4 (four) Risk Management pillars in accordance with the OJK Regulation.
  - Integrated Governance Guidelines
    - BNI Financial Conglomerate Integrated Governance Guidelines have been prepared, reviewed and implemented in accordance with OJK Regulation No. 18/POJK/POJK.03/2014 as stipulated in the letters of the Board of Directors and the Board of Commissioners respectively No. DIR/1179 dated December 22, 2022 and No. DK/221 December 29, 2022;
    - The BNI Financial Conglomerate Integrated Governance Guidelines have been communicated to all LJKs in the BNI Financial Conglomerate and will continue to be evaluated in accordance with applicable regulations.

## BNI FINANCIAL CONGLOMERATE STRUCTURE

Through Board of Directors Letter No. DIR/401 dated June 02, 2022 The BNI Financial Conglomerate has reported changes to the BNI Financial Conglomerate structure as follows:



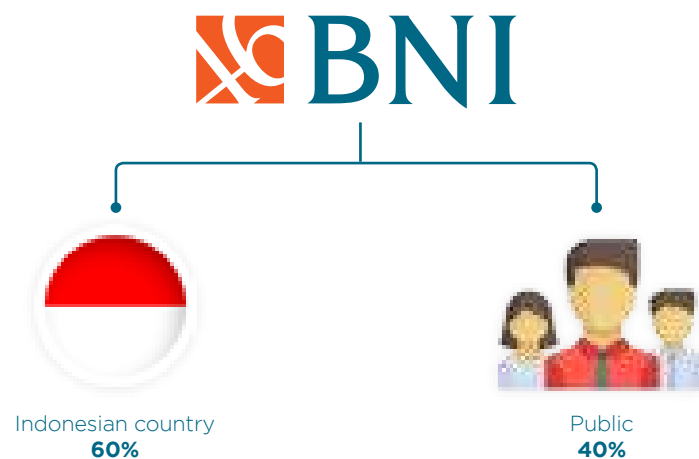
The BNI Financial Conglomerate has fulfilled the administrative requirements and has been recorded in the supervision administration of the Financial Services Authority based on OJK Letter No.S-88/PB.31/2022 dated June 9, 2022 with the joining of PT Bank Mayora as a member of the BNI Financial Conglomerate, and in addition that the BNI Financial Conglomerate has an Integrated Governance Committee (TKT) as follows:

Position	Name
Chairman	Agus Dermawan Wintarto Martowardojo (BNI)
Members	<ul style="list-style-type: none"> <li>Askolani (BNI)</li> <li>Susyanto (BNI)</li> <li>Parikesit Suprpto (BNI Life)</li> <li>Siti Haniatunnisa (BNI Life)</li> <li>Eko Priyo Pratomo (BNI Asset Management)</li> <li>Rufina Tinawati Marianto (Bank Mayora)</li> <li>Nurani Raswindriati (Pihak Independen)</li> </ul>

BNI has an Integrated Governance Manual, compiled and reviewed in accordance with the prevailing laws and regulations. The Integrated Governance Guidelines were last updated and reviewed through the Board of Commissioners Decree No. DK/221 dated December 29, 2022. BNI's Integrated Governance Guidelines can be accessed through [www.bni.co.id](http://www.bni.co.id).

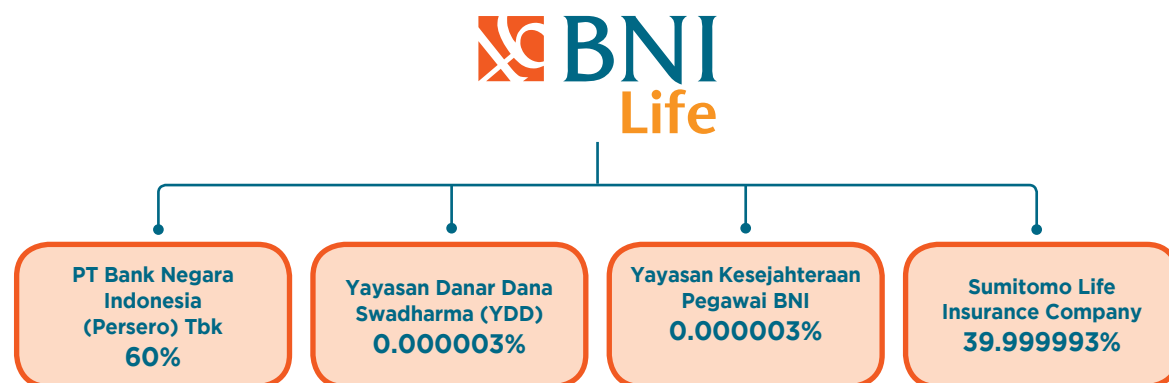
## SHARE OWNERSHIP STRUCTURE IN THE BNI FINANCIAL CONGLOMERATE

PT Bank Negara Indonesia (Persero) Tbk as the Main Entity of the BNI Financial Conglomerate.



Share Ownership Structure of Financial Services Institutions in the BNI Financial Conglomerate, namely:

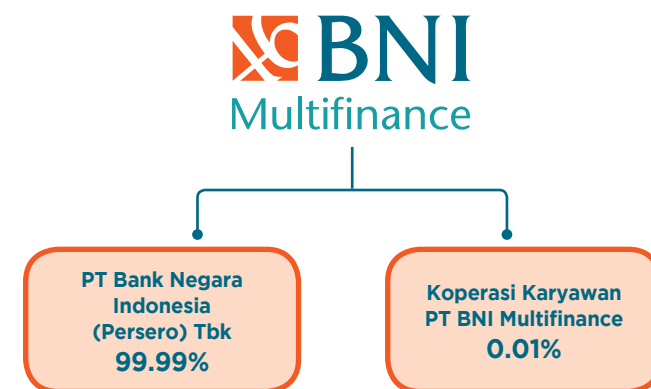
### PT BNI Life Insurance



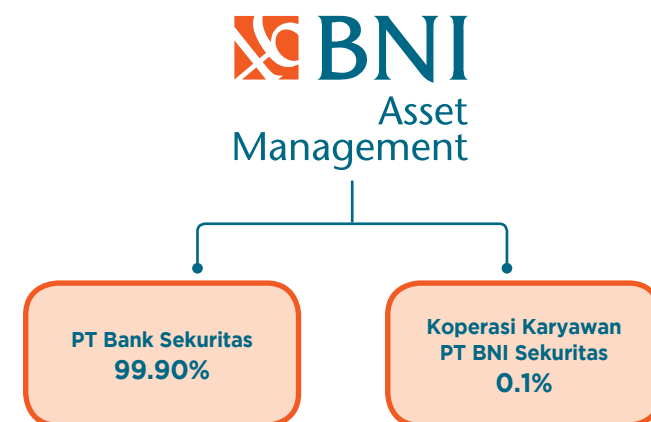
### PT BNI Sekuritas



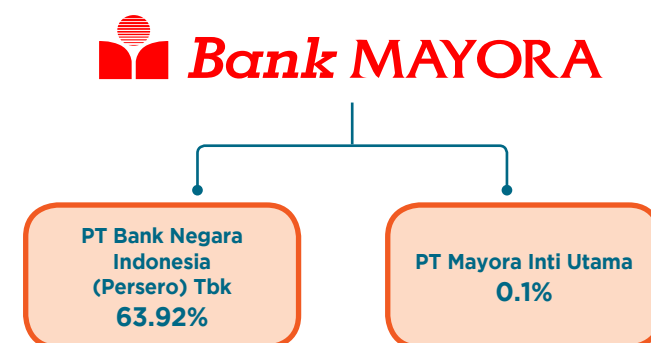
### PT BNI Multifinance



### PT BNI Asset Management



### PT Bank Mayora





PT Bank Negara  
Indonesia  
(Persero) Tbk  
99.99%

## BNI FINANCIAL CONGLOMERATE MANAGEMENT STRUCTURE

### Board of Commissioners' Structure

Name	Position
Agus Dermawan Wintarto Martowardojo	President Commissioner/Independent Commissioner
Pradjoto	Vice President Commissioner/Independent Commissioner
Sigit Widyawan	Independent Commissioner
Askolani	Commissioner
Fadlansyah Lubis	Commissioner
Asmawi Syam	Independent Commissioner
Iman Sugema	Independent Commissioner
Susyanto	Commissioner
Septian Hario Seto	Independent Commissioner
Erwin Rijanto Slamet	Independent Commissioner

### Board of Directors' Structure

Name	Position
Royke Tumilaar	President Director
Adi Sulistyowati	Vice President Director
Corina Leyla Karnalies	Consumer Banking Director
Novita Widya Anggraini	Finance Director
Toto Prasetyo <sup>1)</sup>	Technology and Operations Director
Mucharom	Human Capital and Compliance Director
Silvano Winston Rumanthir	Corporate and International Banking Director
David Pirzada	Risk Management Director
Sis Apik Wijayanto	Institutional Banking Director
Ronny Venir	Network and Services Director
Muhammad Iqbal	Enterprise and Commercial Banking Director
Putrama Wahyu Setyawan	Treasury Director

## PT BNI LIFE INSURANCE

### Board of Commissioners' Structure

Name	Position
Parikesit Suprpto	President Commissioner/Independent Commissioner
Kazuhiko Arai	Commissioner
Teddy Wishadi	Commissioner
Henry Cratein Suryanaga	Independent Commissioner
Alwi Abdurrahman Shihab	Independent Commissioner

### Board of Commissioners' Structure

Name	Position
Shadiq Akasya	President Director
Eben Eser Nainggolan	Director
Neny Asriany	Director
Hiroshi Ono	Director
Masaaki Fuse	Director

### Shariah Supervisory Board Structure

Name	Position
Ir. Agus Haryadi, AAAIJ, FIIS, ASAI	Chairman
Prof. Dr. H. Utang Ranuwijaya, MA	Member
Hj. Siti Haniatunnisa, LLB, MH	Member

## PT BNI SEKURITAS

### Board of Commissioners' Structure

Name	Position
Yoshihiro Ishiwata	Commissioner
I Made Sukajaya	Commissioner

### Board of Directors' Structure

Name	Position
Agung Prabowo	President Director
Putu Bagus Kresna	Director
Nieko Kusuma	Director
Vera Ongyono	Director
Yoga Mulya	Director

## PT BNI MULTIFINANCE

### Board of Commissioners' Structure

Name	Position
Agung Turanto Sutarno	Commissioner
Hari Satriyono	Commissioner

### Board of Directors' Structure

Name	Position
Yenanto	President Director
Albertus Henditrianto	Director
Legendariah <sup>1)</sup>	Director

Note:

<sup>1)</sup> Served since August 1, 2022 and effective since January 19, 2023

## PT BNI ASSET MANAGEMENT

### Board of Commissioners' Structure

Name	Position
Eko Priyo Pratomo	President Commissioner/Independent Commissioner
Eddy Siswanto	Independent Commissioner
Efrizal	Commissioner



**Board of Directors' Structure**

Name	Position
Putut Endro Andanawarih	President Director
Donny Susatio Adjie	Director
Ade Yusriansyah	Director

**PT BANK MAYORA****Board of Commissioners' Structure**

Name	Position
Dharmawan Atmadja	President Commissioner
Taryadi Supangkat	Independent Commissioner
Rufina Tinawati Marianto	Independent Commissioner
Joys Djajanto	Independent Commissioner

**Board of Directors' Structure**

Name	Position
Ricky Budiono	President Director
Tjahojo Bengawan	Director
Tiolina Indira Aryani Tumanggor Siahaan	Director
Ir. Prihadiyanto <sup>*)</sup>	Director

<sup>\*)</sup> Still waiting for the results of the fit and proper test**BNI SECURITIES PTE. LTD****Name****Position**

Edwin Chew	Executive Director
Ujuan Marihot H.P	Non Executive Director

**BASIC PRINCIPLES OF INTEGRATED GOVERNANCE IN BNI FINANCIAL CONGLOMERATE**

To support the business and operations of the BNI Financial Conglomerate, BNI uses the GCG Roadmap issued by the Financial Services Authority and the ASEAN Corporate Governance Scorecard as the basic principles of implementing Integrated Governance.

In accordance with this, the basic principles of Integrated Governance of BNI Financial Conglomerate are as follows:

1. Implementation of Integrated Corporate Governance in BNI Financial Conglomerate to create superior performance and add economic value to shareholders and other stakeholders, and ensure that the BNI Financial Conglomerate operation is in accordance with applicable laws, business ethics, and principles of good corporate governance;
2. Referring to the applicable laws and regulations, subsidiaries are separate legal entities from BNI, so they have their own duties and responsibilities in managing the Company;
3. Subsidiaries are independent legal entities in accordance with applicable laws and regulations, in which BNI is the Controlling Shareholder in BNI's Financial Conglomerate;
4. These Good Corporate Governance Principles guidelines apply to Subsidiary Companies as long as they are not regulated differently, according to the prevailing laws and regulations. Articles of Association of Subsidiaries that are not in accordance with this Code must be adjusted.

**INTRA-GROUP TRANSACTION POLICY  
IN BNI FINANCIAL CONGLOMERATE****UNDERSTANDING INTRA-GROUP TRANSACTION  
RISK**

The relationship between ownership and control in various financial services sectors affects the business continuity of Financial Services Institutions (FSI) due to direct or indirect risk exposures arising from the business activities of entities incorporated in a Financial Conglomerate. Therefore, the Financial Services Authority (OJK) has issued a number of regulations regarding the implementation of integrated Risk Management in conglomerates in the financial services industry, one of which is the obligation for the Financial Conglomerate to manage intra-group transaction risk.

Intra-group transaction risk is the risk arising from the dependency of an entity, directly or indirectly, on other entities within a Financial Conglomerate in the context of fulfilling the obligations of a written or unwritten agreement that is followed by a fund transfer and/or is not followed by a fund transfer.

**PURPOSE OF INTRA-GROUP TRANSACTION RISK  
MANAGEMENT**

The implementation of Intra-group transaction Risk Management in the BNI Financial Conglomerate aims to:

1. Manage and oversee the risk of intra-group financial conglomerate transactions based on the principle of prudence;
2. Ensure the integrated risk management process minimizes the possibility of negative impacts caused by the dependency of an FSI either directly or indirectly on another FSI in one Financial Conglomerate, as well as the negative impact on the overall business condition of the BNI Financial Conglomerate.

**INTRA-GROUP TRANSACTION RISK  
MANAGEMENT PRINCIPLES**

Matters that BNI as the main entity needs to address in Intra-group transaction Risk Management in the BNI Financial Conglomerate includes:

1. Having sufficient intra-group transaction risk management processes for the Financial Conglomerate as a whole;
2. Monitoring intra-group transactions in the Financial Conglomerate and preparing periodic reports;
3. Encouraging public disclosure related to intra-group transactions;
4. Considering the impact of intra-group transactions on the performance of FSI members of the Financial Conglomerate directly or on the BNI Financial Conglomerate as a whole.

**TYPES OF TRANSACTIONS THAT MIGHT POSE  
INTRA-GROUP TRANSACTION RISKS**

The types of transactions that may pose risks to intra-group transactions in the BNI Financial Conglomerate include the following, but not limited to:

1. Cross ownership between the FSIs in the Financial Conglomerate;
2. Centralized short-term liquidity management in the Financial Conglomerate;
3. Guarantees, loans, and commitments given or obtained by an FSI from another FSI in the Financial Conglomerate;
4. Exposures to controlling shareholders, including loan exposures and off-balance sheets such as guarantees and commitments;
5. Purchase or sale of assets from one FSI to another FSI in the Financial Conglomerate;
6. Transfer of Risk through reinsurance; and
7. Transactions to divert third party risk exposure between FSIs in the Financial Conglomerate.

**ADEQUACY OF THE RISK IDENTIFICATION,  
MEASUREMENT, MONITORING AND CONTROL  
PROCESS AND THE INTRA-GROUP TRANSACTION  
RISK MANAGEMENT INFORMATION SYSTEM**

The intra-group transaction risk management, with BNI as the Main Entity carries out the process of identifying, measuring, monitoring and controlling risks to all material risk factors in an integrated manner, and is supported by an adequate intra-group transaction risk management information system.

1. Identification of Intra-group Transaction Risk  
Identification of intra-group transaction risk is carried out by analyzing types of products and/or transactions between the FSI in the BNI Financial Conglomerate that may pose an intra-group transaction risk in the BNI Financial Conglomerate.
2. Measurement of Intra-Group Transaction Risk  
Measurement of intra-group transaction risk aims to rank the risk level of intra-group transactions in the Financial Conglomerate. The matters to be addressed by BNI as the main entity for measuring intra-group transaction risk is to compile an intra-group transaction risk measurement methodology and to evaluate the suitability of the assumptions, data sources, and procedures used to measure intra-group transaction risk.
3. Intra-group Transaction Risk Monitoring  
Monitoring of intra-group transaction risk is carried out by evaluating the exposure of material Intra-group Transaction Risk or that could have an impact on the capital condition of the Financial Conglomerate; and to improve the process and scope of reporting if there are material changes in business activities, products, transactions, and risk factors.

The material financial relationships in an intra-group relationship between the FSI in the BNI Financial Conglomerate is measured based on the value of BNI’s financial transactions with FSI members in the BNI Financial Conglomerate, and between fellow FSIs in the BNI Financial Conglomerate.

4. Intra-group Transaction Risk Control

For risk control, BNI as the Main Entity ensures that the BNI Financial Conglomerate has a method of controlling intra-group transaction risks that could endanger the business continuity of the Financial Conglomerate.

The control of intra-group transaction risk in the BNI Financial Conglomerate is carried out by taking into account:

- a. The composition of inherent risk parameters for intra-group transactions in the assessment of integrated risk profiles;
- b. Compliance with the principle of arm’s length (fairness of transactions) related to intra-group transactions;
- c. Availability and completeness of intra-group transaction documentation; and
- d. Compliance with legal/regulatory provisions that apply to each intra-group transaction.

5. Intragroup Transaction Risk Management Information System

The intra-group transaction risk management information system includes:

- a. Intra-group transaction risk profile reports as a part of the integrated risk profile report;
- b. Intra-group transaction report, which contains:
  - i) Recapitulation of transactions with related parties;
  - ii) Important agreements with related parties.

BNI as the Main Entity prepares and submits the intra-group transaction risk profile report as part of the integrated risk profile report and the intra-group transaction report to the Financial Services Authority on a semi-annual basis for reporting positions in June and December.

Throughout 2022, all intra-group transactions have been carried out fairly (fulfilling the arm’s length principle).

**BNI GOOD CORPORATE GOVERNANCE IMPLEMENTATION REPORT  
AS THE MAIN ENTITY IN THE BNI FINANCIAL CONGLOMERATE**

Based on OJK Regulation No. 55/POJK.03/2016 concerning the Implementation of Governance for Commercial Banks, and OJK Regulation No. 4/POJK.03/2016 concerning Rating of Commercial Banks Soundness, each Bank is required to conduct a self-assessment of the Good Corporate Governance (GCG) principles implementation at least every semester for the position at the end of June and December.

# Corporate

## Governance Aspects and Principles Implementation In Accordance With Financial Services Authority Regulations

Based on POJK No. 21/POJK.04/2015 concerning Implementation of Public Company Governance Guidelines, and SEOJK No. 32/SEOJK.04/2015 concerning Guidelines for Public Company Governance, where there are 5 (five) aspects, 8 (eight) principles and 25 (twenty five) recommendations for the implementation of good corporate governance aspects and principles. Recommendations for the application of good corporate governance aspects and principles in the Governance Guidelines are standards for the application of good corporate governance aspects and principles that must be applied by the Bank when implementing governance principles. BNI applied these aspects, principles and recommendations based on the “comply or explain” approach in 2022 as follows:

No.	Principle	Recommendation	Statement of Recommendation from OJK	Explanation of Implementation at BNI
I Aspect 1: Public Company Relationship with Shareholders in Ensuring Shareholders' Rights;				
	Principle 1 Increasing the Value of the GMS	The Public Company has technical voting methods or procedures, both openly and privately, that prioritize independence and the interests of shareholders	Each share with voting rights issued has one vote (one share one vote). Shareholders can exercise their voting rights when making decisions, especially in making decisions by voting. However, the mechanism for making decisions by means of voting, either openly or in private, has not been regulated in detail. It is recommended that Public Companies have a voting procedure in making decisions on an agenda of the GMS. The voting procedure must maintain the independence or freedom of Shareholders. For example, open voting is carried out by raising one's hand in accordance with the optional instructions offered by the chairman of the GMS. Closed voting is carried out on decisions requiring confidentiality or at the request of Shareholders, by using a ballot card or by using electronic voting.	Voting Procedures in making decisions on an agenda at the BNI GMS are carried out by closed voting by using a ballot card or electronic voting. The procedure for calculating the quorum, question and answer and the mechanism for making meeting decisions has been outlined in the GMS Rules of Procedure which refer to the Financial Services Authority Regulation No. 32/POJK.04/2014 as lastly amended by the Financial Services Authority Regulation No. 10/POJK.04/2017.  Description: Comply

No.	Principle	Recommendation	Statement of Recommendation from OJK	Explanation of Implementation at BNI
		All members of the Board of Directors and the Board of Commissioners of a Public Company attend the Annual GMS.	The presence of all members of the Board of Directors and members of the Board of Commissioners of a Public Company is intended so that each member of the Board of Directors and members of the Board of Commissioners can pay attention, explain and directly answer problems that occur or questions raised by shareholders regarding the agenda of the GMS	Taking into account the health protocols, the 2022 BNI Annual GMS was attended by 12 (twelve) members of the Board of Directors and 9 (nine) members of the Board of Commissioners.  Description: Explain
		A summary of the minutes of the GMS is available on the Public Company Website for at least 1 (one) year.	The Public Company must make a summary of the GMS minutes in Indonesian and foreign languages (at least in English), and announce it 2 (two) working days after the GMS is held to the public, one of which is through the Public Company Website. The availability of summary minutes of the GMS on the Public Company Website provides an opportunity for absent Shareholders to obtain important information in organizing the GMS easily and quickly. Therefore, the provisions regarding the minimum period of availability of the summary of the GMS minutes on the Website are intended to provide sufficient time for Shareholders to obtain such information.	The summary of the minutes of the Annual GMS has been announced within a maximum of 2 (two) working days after the GMS is held both on the Company's website and in print media as well as through the IDXnet electronic reporting system and the Financial Services Authority e-reporting  Description: Comply

No.	Principle	Recommendation	Statement of Recommendation from OJK	Explanation of Implementation at BNI
	Principle 2 Improving the Quality of Public Company Communication with Shareholders or Investors.	The Public Company has a communication policy with shareholders or investors.	The communication between a public company and shareholders or investors is intended so that shareholders or investors have a clearer understanding of the information that has been published to the public, such as periodic reports, information disclosure, business conditions or prospects and performance, and the implementation of public company governance. In addition, Shareholders or investors can also submit input and opinions to the management of the Public Company. The communication policy with shareholders or investors shows the commitment of the Public Company in communicating with shareholders or investors. The policy may include strategies, programs, and timing of communications, as well as guidelines that support shareholders or investors to participate in these communications.	The communication policy with shareholders or investors is contained in the Investor Relations company guidelines No. IN/41/KMP/001 dated 26 January 2015 which includes policies on investor relations activities such as analyst meetings, preparation of annual reports,, investor meetings, public expose, and roadshow. The policy includes strategies, programs, and timing of communication, as well as guidelines that support shareholders or investors to participate in communications. The existence of a communication policy with shareholders or investors shows that BNI as a public company is committed to communicating with shareholders or investors..  Description: Comply
		The Public Company discloses the communication policy of the Public Company with shareholders or investors on the Website.	The disclosure of the communication policy is a form of transparency on the commitment of the Public Company in providing equality to all shareholders or investors in the implementation of communication. The disclosure of information also aims to increase the participation and role of Shareholders or investors in implementing the communication program for Public Companies.	The disclosure of the communication policy as well as the communication agenda with the Shareholders or investors has been uploaded to the Website in the Investor Relations section.  Description: Comply

No.	Principle	Recommendation	Statement of Recommendation from OJK	Explanation of Implementation at BNI
II Aspect 2: Functions and Roles of the Board of Commissioners;				
	Principle 3 Strengthening the Membership and Composition of the Board of Commissioners	Determination of the number of members of the Board of Commissioners by considering the conditions of the Public Company.	The number of members of the Board of Commissioners can affect the effectiveness of the implementation of the duties of the Board of Commissioners. Determination of the number of members of the Board of Commissioners of a Public Company must refer to the provisions of the prevailing laws and regulations, consisting of at least 2 (two) persons based on the provisions of the Financial Services Authority regulations concerning the Board of Directors and Board of Commissioners of Issuers or Public Companies. In addition, it is also necessary to consider the conditions of the Public Company, which include among others the characteristics, capacity and size as well as the achievement of objectives and the fulfillment of different business needs among the Public Companies. However, the large number of members of the Board of Commissioners has the potential to interfere with the effectiveness of the implementation of the functions of the Board of Commissioners.	The number of members of the Board of Commissioners at BNI as of December 31, 2022 was 10 (ten) people with due observance of the diversity of composition, this number is deemed sufficient and in accordance with BNI conditions and adjusted to the provisions of the Financial Services Authority Regulation No. 33/POJK.04/2014.
		Determining the composition of the members of the Board of Commissioners takes into account the diversity of expertise, knowledge and experience required.	The composition of the Board of Commissioners is a combination of characteristics, both in terms of the organs of the Board of Commissioners and members of the Board of Commissioners individually, according to the needs of the Public Company. These characteristics can be reflected in the determination of the expertise, knowledge and experience required in the implementation of supervisory duties and providing advice by the Board of Commissioners of	Description: Comply
			The current composition of the Board of Commissioners fulfills the element of diversity, namely a combination of independence, expertise/education, work experience, age and gender by taking into account the needs and complexities of BNI. This has been described in the Sub-Chapter on the Diversity of the Composition of the Board of Commissioners in this Governance Report.	Description: Comply

No.	Principle	Recommendation	Statement of Recommendation from OJK	Explanation of Implementation at BNI
	Principle 4 Improving the Quality of Implementation of Duties and Responsibilities by the Board of Commissioners.	The Board of Commissioners has a self-assessment policy to assess the performance of the Board of Commissioners.	The Board of Commissioners' self-assessment policy is a guideline used as a form of accountability for collegially assessing the performance of the Board of Commissioners. Self-assessment is carried out by each member to assess the performance of the Board of Commissioners collegially, and not to assess 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 improving the performance of the Board of Commissioners on an ongoing basis. This policy may include assessment activities carried out along with their aims and objectives, periodic implementation time, and benchmarks or assessment criteria used in accordance with the recommendations given by the nomination and remuneration function of the Public Company, where these functions are required in the Regulation of Financial Services Authority concerning the Nomination and Remuneration Committee of Issuers or Public Companies.	Self-assessment policy to assess the Board of Commissioners performance based on the realization of the work program of the Board of Commissioners in accordance with the Work Plan and Budget (RKA) of the Board of Commissioners and through the GCG Self Assessment in which there are indicators of the duties and responsibilities of the Board of Commissioners. The self-assessment policy (Self Assessment) to assess the performance of the Board of Commissioners based on the realization of the work program of the Board of Commissioners in accordance with the Work Plan and Budget (RKA) of the Board of Commissioners is described through advisory indicators on performance, strengthening of executive functions, and monitoring of compliance. Meanwhile, the assessment contained in the GCG Self Assessment is divided into 3 (three) benchmarks, namely the Governance Structure, Governance Process and Governance Outcome. Governance structure consists of 14 (fourteen) indicators, governance process consists of 17 (seventeen) indicators, while governance outcome consists of 6 (six) indicators.
				Description: Comply
		The self-assessment policy to assess the performance of the Board of Commissioners is disclosed in the Annual Report of the Public Company.	The disclosure of the Self-Assessment policy on the performance of the Board of Commissioners is carried out not only to fulfill the transparency aspect as a form of accountability for the implementation of its duties, but also to give confidence, especially to shareholders or investors, on the efforts that need to be made to improve the performance of the Board of Commissioners. With this disclosure, the Shareholders or investors will know the check and balance mechanism on the performance of the Board of Commissioners.	Disclosure of Self Assessment Policy on the Board of Commissioners performance. The self-assessment policy contained in the RKA is conveyed through the Annual Report of the Public Company, while the results of the GCG Self Assessment on the duties and responsibilities of the Board of Commissioners are submitted to regulators.
				Description: Comply



No.	Principle	Recommendation	Statement of Recommendation from OJK	Explanation of Implementation at BNI
		The Board of Commissioners has a policy regarding the resignation of a member of the Board of Commissioners if the said person is involved in a financial crime.	The policy of resigning members of the Board of Commissioners who are involved in financial crimes is a policy that can increase the trust of stakeholders in the Public Company, so that the integrity of the company will be maintained. This policy is needed to assist the smooth running of the legal process and so that the legal process does not interfere with business activities. In addition, in terms of morality, this policy builds an ethical culture within the Public Company. This policy can be included in the Guidelines or Code of Ethics that apply to the Board of Commissioners. Furthermore, what is meant by being involved in a financial crime is the status of being convicted of a member of the Board of Commissioners from an authorized party. Financial crimes referred to include manipulation and various forms of embezzlement in financial service activities as well as the Criminal Act of Money Laundering as referred to in Law Number 8 of 2010 concerning Prevention and Eradication of Money Laundering.	The Board of Commissioners resignation policy is contained in the Articles of Association, namely Article 14 paragraph 16 c which states that the dismissal of a member of the Board of Commissioners, among others, is involved in an action that is detrimental to the Company and/or the State, Article 14 paragraph 18 which states that the decision to dismiss for that reason is taken after the person concerned is given the opportunity to defend himself in the GMS, as well as Article 14 paragraph 26 f which states that the position of a member of the Board of Commissioners automatically ends if he no longer meets the requirements as a member of the Board of Commissioners based on this Articles of Association and laws and regulations.  Description: Comply
		The Board of Commissioners or the Committee that carries out the Nomination and Remuneration function prepares a succession policy in the Nomination process for members of the Board of Directors.	Based on the provisions of the Financial Services Authority Regulation concerning the Nomination and Remuneration Committee of Issuers or Public Companies, the committee that carries out the nomination function has the duty to formulate the policies and criteria required in the nomination process for candidate members of the Board of Directors. One of the policies that can support the Nomination process as referred to is the succession policy for members of the Board of Directors. The succession policy aims to maintain the continuity of the regeneration process or leadership regeneration at BNI in order to maintain business sustainability and BNI's long-term goals.	One of the Board of Commissioners organs is the Nomination and Remuneration Committee (currently all members of the Board of Commissioners) who carry out the nomination function, including assisting the Board of Commissioners in assessing the performance of members of the Board of Directors and/or members of the Board of Commissioners based on benchmarks that have been prepared as evaluation materials, with based on the BUMN Regulation Number Per-02/MBU/02/2015.  Description: Comply

No.	Principle	Recommendation	Statement of Recommendation from OJK	Explanation of Implementation at BNI
III	Aspect 3: Functions and Roles of the Board of Directors			
	Principle 5 Strengthening the Membership and Composition of the Board of Directors.	Determining the number of members of the Board of Directors considers the condition of the BNI Open and its effectiveness in decision making.	As a corporate organ authorized in the management of BNI, determining the number of Directors greatly affects the performance of the Public Company. Thus, the determination of the number of members of the Board of Directors must be carried out through careful consideration and must refer to the provisions of the prevailing laws and regulations, where based on the Financial Services Authority Regulation concerning the Board of Directors and the Board of Commissioners of an Issuer or Public Company consisting of at least 2 (two). In addition, determining the number of Directors must be based on the need to achieve the goals and objectives of the Public Company and adjusted to the conditions of the Public Company, including the characteristics, capacity and size of the Public Company as well as how to achieve the effectiveness of the Board of Directors decision making.	The number and capacity of the members of the Board of Directors are based on the provisions of the Financial Services Authority Regulation No. 33/POJK.04/2014. The number of members of the Board of Directors as of December 31, 2022 was 12 (twelve) people.  Description: Comply
		Determining the composition of the members of the Board of Directors takes into account the diversity of expertise, knowledge and experience required.	Like the Board of Commissioners, the diversity of composition of the members of the Board of Directors is a combination of desired characteristics, both in terms of the organs of the Board of Directors and individual members of the Board of Directors, according to the needs of the Public Company. This combination is determined by taking into account the expertise, knowledge and experience appropriate to the division of duties and functions of the Board of Directors in achieving the objectives of the Public Company. Thus, consideration of the combination of characteristics referred to will have an impact on the accuracy of the nomination process and the appointment of individual members of the Board of Directors or the Board of Directors collegially.	The current composition of the BNI Board of Directors has fulfilled the diversity element, namely a combination of independence, expertise/ education, work experience, age and gender by taking into account the needs and complexities of BNI. This has been described in the Sub- Chapter on the Diversity of Directors in this Governance Report.  Description: Comply
		Members of the Board of Directors in charge of accounting or finance have expertise and/or knowledge in accounting.	Members of the Board of Directors in charge of accounting or finance have expertise and/or knowledge in accounting.	The Finance Director is Novita Widya Anggraini has an educational background in accounting economics and throughout 2022 improved competencies in finance and accounting as stated in the Board of Directors Education and/or Training in this Annual Report.  Description: Comply

No.	Principle	Recommendation	Statement of Recommendation from OJK	Explanation of Implementation at BNI
	Principle 6 Improving the Quality of Implementation of Duties and Responsibilities of the Board of Directors.	The Board of Directors has a self-assessment policy to assess the performance of the Board of Directors.	As is the case with the Board of Commissioners, the Board of Directors 'self-assessment policy is a guideline used as a form of accountability for collegial evaluation of the Board of Directors' performance. Self-assessment is conducted by each member of the Board of Directors to assess the performance of the Board of Directors collegially, and not to assess the individual performance of each member of the Board of Directors. With this Self Assessment, it is hoped that each member of the Board of Directors can contribute to improving the performance of the Board of Directors on an ongoing basis. The policy may include the assessment activities carried out and their aims and objectives, periodic implementation time, and the benchmarks or assessment criteria used in accordance with the recommendations given by the nomination and remuneration function of the Public Company, where the formation of such functions has been mandatory in the Regulations of the Authority. Financial Services concerning the Nomination and Remuneration Committee of Issuers or Public Companies.	The performance appraisal policy for the Board of Directors is contained in the Guiding Principle Key Performance Indicator (KPI) BOD. The measurement of the performance of the Board of Directors consists of several KPIs which are measured collegially for all Directors and are quantitative and qualitative in nature. The policy includes assessments carried out on several factors, namely market capitalization, profits, market share and leadership. The Remuneration and Nomination Committee has evaluated and compiled and provided recommendations to the Board of Commissioners regarding the nomination and remuneration system/policy for Commissioners, Directors, executive officers and employees as a whole.  Description: Comply
		The self-assessment policy to assess the performance of the Board of Directors is disclosed in the annual report of the Public Company.	Disclosure of self-assessment policies on the performance of the Board of Directors is carried out not only to fulfill the transparency aspect as a form of accountability for the implementation of their duties, but also to provide important information on efforts to improve the management of the Public Company. This information is very useful to provide assurance to shareholders or investors that there is certainty that the company's management will continue to be in a better direction. With this disclosure, the Shareholders or investors know the check and balance mechanism on the performance of the Board of Directors.	Each year the Board of Directors Performance Assessment has been disclosed in the Annual Report which can be accessed by Shareholders/investors and other stakeholders through the BNI website so that this information is very useful to provide assurance to Shareholders or investors that there is certainty that the company's management will continue to be in a better direction.  Description: Comply

No.	Principle	Recommendation	Statement of Recommendation from OJK	Explanation of Implementation at BNI
		The Board of Directors has a policy regarding the resignation of a member of the Board of Directors if involved in a financial crime.	The policy of resigning members of the Board of Directors who are involved in financial crimes is a policy that can increase the trust of stakeholders in the Public Company, so that the integrity of the company will be maintained. This policy is needed to assist the smooth running of the legal process and so that the legal process does not interfere with business activities. In addition, in terms of morality, this policy will build an ethical culture within the Public Company. This policy can be included in the Guidelines or Code of Ethics that apply to the Board of Directors. Furthermore, what is meant by being involved in a financial crime is the status of being convicted of a member of the Board of Directors from an authorized party. These financial crimes include manipulation and various forms of embezzlement in financial service activities as well as the Criminal Act of Money Laundering as referred to in Law Number 8 of 2010 concerning Prevention and Eradication of Money Laundering.	The company will act actively in the event of a financial crime, as stated in the Articles of Association, namely Article 11 paragraph 13 in conjunction with Article 11 paragraph 14 d which states that members of the Board of Directors can be dismissed at any time for reasons, among others, if they are involved in actions that harm the Company and/or the State, Article 11 paragraph 15 which states that the decision to dismiss for that reason is taken after the person concerned is given the opportunity to defend himself in the GMS, and Article 11 paragraph 24 f which states that the position of a member of the Board of Directors automatically ends if no longer meets the requirements as a member of the Board of Directors based on this Articles of Association, and laws and regulations. In addition, the Articles of Association also state that members of the Board of Directors can be dismissed for the time being by the Board of Commissioners stating the reasons if the person concerned is acting contrary to the Articles of Association or there is an indication that the Company has committed losses or neglected its obligations or there is an urgent reason for the Company. The Company already has a BNI Anti- Money Laundering and Countering Financing of Terrorism (AML & CFT) Policy Statement in order to enforce Law Number 8 of 2010 concerning Prevention and Eradication of Money Laundering.

No.	Principle	Recommendation	Statement of Recommendation from OJK	Explanation of Implementation at BNI
IV Aspect 4: Stakeholder Participation				
	Principle 7 Improving Corporate Governance Aspects through Stakeholder Participation.	The Public Company has a policy to prevent insider trading.	A person who has inside information is prohibited from carrying out a Securities transaction using inside information as referred to in the Capital Market Law. Public Companies can minimize the occurrence of insider trading through preventive policies, for example by strictly separating data and/or information that is confidential and public in nature, as well as dividing the duties and responsibilities of managing the information in a proportional and efficient manner.	BNI has policies related to insider information to prevent insider trading. The policy is outlined in the Online Company Guidelines (e-PP).  Description: Comply
		Public companies have anti-corruption and anti-fraud policies.	The anti-corruption policy is useful to ensure that the business activities of the Public Company are carried out legally, prudently and in accordance with the principles of good governance. The policy can be part of a code of ethics, or in a separate form. This policy may include, among others, programs and procedures implemented in overcoming corrupt practices, kickbacks, fraud, bribery and/or gratuities in public companies. The scope of the policy must describe the prevention of the Public Company against all corrupt practices, either giving or receiving from other parties.	To comply with OJK regulation No. SEBI No. 39/POJK.03/2019 concerning Implementation of Anti-Fraud Strategy for Commercial Banks No. 13/28/DPNP dated December 9, 2011 concerning Implementation of Anti-Fraud Strategy to foster the Anti-Fraud Committee to foster anti-fraud culture and awareness at all levels of the organization. The no Fraud for our bank Policy and Principles are organized through the Implementation of an Anti Fraud Strategy. To measure the realization of a compliance culture, the Compliance Division has developed a tool called the Compliance index (CIX). Meanwhile, the anti-corruption policy has been regulated in the code of ethics, the Gratification Guidelines and the Whistleblowing System. BNI which can be accessed by all employees and stakeholders through the BNI website.  Description: Comply

No.	Principle	Recommendation	Statement of Recommendation from OJK	Explanation of Implementation at BNI
		The Public Company has a policy regarding the selection and capacity building of suppliers or vendors.	The policy on supplier or vendor selection is useful to ensure that the Public Company obtains the necessary goods or services at a competitive price and good quality. Meanwhile, the policy of 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/ fulfill goods or services needed by the company will affect the quality of the company's output. The implementation of these policies can ensure continuity of supply, both in terms of quantity and quality required by the Public Company. The scope of this policy includes criteria in selecting suppliers or vendors, transparent procurement mechanisms, efforts to increase the ability of suppliers or vendors, and fulfillment of rights related to suppliers or vendors.	The company has a policy of selecting and increasing the ability of suppliers or vendors, which is outlined in the form of online procurement guidelines (e-PP). The policy also regulates the Procurement Procedure including the method and process flow. The implementation of this policy is always applied in the process of procuring goods and/or services and is guided by all employees. Providers of goods and/or services needed by BNI must be registered in the manual system or in the e-Procurement application system. The notification of the winner of the procurement of goods and/or services is carried out transparently.  Description: Comply
		The Public Company has a policy for fulfilling creditor rights.	The policy for fulfilling creditors' rights is used as a guide when making loans to creditors. The policy's purpose is to maintain the fulfillment of rights and to maintain creditors' trust in the Public Company. The policy includes the considerations when entering into agreements, as well as the follow-up when fulfilling the obligations of a Public Company to creditors.	Loan agreements with creditors. This agreement states the rights and obligations of the parties, related to creditors' rights, for example the form of providing information in a transparent, accurate and timely manner, at the time of requesting and using the loan, maintaining financial ratios (Current Ratio, DeR, Debt to Service Ratio) in accordance with the ratios agreed with the creditor, submitting annual audited financial reports at a time agreed with the creditors, etc.  Description: Comply

No.	Principle	Recommendation	Statement of Recommendation from OJK	Explanation of Implementation at BNI
		The Public Company has a whistleblowing system policy.	A well-developed whistleblowing system policy will provide assurance of protection to witnesses or reporters for indications of violations committed by employees or management of the Public Company. The application of this system policy will have an impact on the formation of a culture of good corporate governance. The whistleblowing system policy covers, among others, the types of violations that can be reported through the whistleblowing system, how to complain, protect and guarantee the confidentiality of the reporter, handling complaints, the party who manages the complaint, and the results of the handling and follow-up of complaints	Management of the Whistleblowing System (WBS) at BNI under the name “WBS to CEO”. WBS is a commitment to creating a clean and integrity work environment in the form of active participation of BNI Hi-Movers to report violations that occur within BNI. Violation reports via WBS can be made by telephone, email, letter SMS/Whatsapp, or website.  Description: Comply
		Public Companies have a policy of providing long-term incentives to Directors and employees	Long-term incentives are incentives based on long-term performance achievement. Long-term incentive plans have the premise that the company's long-term performance is reflected by the growth in the value of its shares or other long-term targets. Long-term incentives are useful in order to maintain loyalty and provide motivation to Directors and employees to increase their performance or productivity which will have an impact on improving the company's performance in the long term. The existence of a long-term incentive policy is a real commitment of the Public Company to encourage the implementation of long-term incentives for Directors and Employees with terms, procedures and forms that are adjusted to the long-term goals of the Public Company. Such policies may include, among others: the aims and objectives of providing long-term incentives, the terms and procedures for providing incentives, as well as conditions and risks that must be considered by the Public Company in providing incentives. This policy can also be included in the remuneration policy of the existing Public Company.	To comply with Article 23 of OJK Regulation No. 45/POJK.03/2015 concerning Implementation of Governance when Providing Remuneration for Commercial Banks, for the 2021 Performance to be paid in 2022, at 10% (ten percent) of the total Tantiem, to be paid as Variable remuneration deferred for 3 years for parties who become Material Risk Takers (MRT), as an implementation of Long-Term Incentives.  Tantiem in the form of deferred Variable Remuneration to Non-Independent Members of the Board of Commissioners is given in the form of BNI shares, while Independent members of the Board of Commissioners are given cash in the form of deposits.  The Company may postpone the Variable Deferred Remuneration payment (Malus), or withdraw the Variable Remuneration paid (clawback), with parties who are Material Risk Takers under certain conditions.  This deferred Variable Remuneration payment policy is a BNI commitment that is adjusted to the Company's long-term goals and statutory provisions.

No.	Principle	Recommendation	Statement of Recommendation from OJK	Explanation of Implementation at BNI
V	Aspect 5: Information Disclosure			
	Principle 8 Improving the Implementation of Information Disclosure.	Public Companies make wider use of information technology in addition to website sites as a medium for information disclosure.	The use of information technology can be useful as a medium for information disclosure. The disclosure of information that is carried out is not only disclosure of information that has been regulated in laws and regulations, but also other information related to the Public Company which is deemed useful to be known by Shareholders or investors. With the wider use of information technology in addition to the website, it is hoped that the company can increase the effectiveness of the company's information dissemination. Nonetheless, the use of information technology should still pay attention to the benefits and costs of the company.	In addition to the website, BNI also uses other information technologies such as email, twitter and Instagram as a means of communication and media for information disclosure. Information disclosure carried out is not only disclosure of information regulated in laws and regulations but also other information related to a Public Company that is considered useful for shareholders/investors to know.  Description: Comply
		The Annual Report of the Public Company discloses the ultimate beneficial owner in the share ownership of the Public Company of at least 5% (five percent), in addition to the disclosure of the ultimate beneficial owner in the ownership of shares of the Public Company through the major and controlling shareholders.	The laws and regulations in the Capital Market sector that govern the submission of annual reports of Public Companies, have stipulated the obligation to disclose information regarding Shareholders who own 5% (five percent) or more shares of Public Companies and the obligation to disclose information regarding the main and controlling shareholders of the Public Company directly or indirectly up to the ultimate beneficial owner in ownership of the shares. In this Governance Guidelines it is recommended to disclose the ultimate beneficial owner of share ownership of a Public Company of at least 5% (five percent), in addition to disclosing the ultimate beneficial owner of share ownership by the majority and controlling shareholders.	The ultimate beneficial owner of share ownership of a Public Company of at least 5% (five percent) has been disclosed in the Annual Report, Sub-Chapter List of Shareholders and Sub-Chapter Share Ownership of Directors and Board of Commissioners.  Description: Comply



# Implementation of the ASEAN Corporate Governance Scorecard

As explained in the Governance Assessment section through an independent party assessment based on the ASEAN Corporate Governance Scorecard parameters, BNI was awarded a “Leadership Corporate Governance” predicate with a score of 106.02, which is an increase compared to the previous year’s score of 97.32. The assessment was carried out based on BNI’s information disclosure that can be accessed by all stakeholders based on the ASEAN Corporate Governance Scorecard parameters. The availability of information based on these ASEAN Corporate Governance Scorecard parameters are shown as follows:

ASEAN Corporate Governance			
No.	Parameter	Availability	Presentation Description
Principle A: Shareholder’s Rights			
A.1.1	Does the company pay (interim and final/annual) dividends in an equitable and timely manner; that is, all shareholders are treated equally and paid within 30 days after being (i) declared for interim dividends and (ii) approved by shareholders at annual general meeting (AGM) for final dividends	Yes	It’s appropriate
Do shareholders have the right to participate in:			
A.2.1	Amendments to the company’s constitution?	Yes	As stated in Article 28 of the Company’s Articles of Association
A.2.2	The authorization of additional shares?	Yes	As stated in Article 4 Paragraph 6 of the Company’s Articles of Association
A.2.3	The transfer of all or substantially all assets, which in effect results in the sale of the company?	Yes	As stated in Article 12 Paragraph 7 of the Company’s Articles of Association
A.3.1	Do shareholders have the opportunity, evidenced by an agenda items, to approve remuneration (fees, allowances, benefit-in-kind and other emoluments) or any increases in remuneration for the non-executive Directors/Commissioners?	Yes	In accordance with the implementation of the Annual GMS held on March 15, 2022, as stated in the Summary of Minutes of the GMS published on the Company’s website
A.3.2	Does the company provide minority shareholders a right to nominate candidates for Board of Directors/Commissioners?	Yes	In accordance with the implementation of the Annual GMS held on March 15, 2022, as stated in the Summary of Minutes of the GMS published on the Company’s website
A.3.3	Does the company allow shareholders to elect directors/commissioners individually?	Yes	In accordance with the implementation of the Annual GMS held on March 15, 2022, as stated in the Summary of Minutes of the GMS published on the Company’s website
A.3.4	Does the company disclose voting? The procedure to be used before the start of the meeting?	Yes	In accordance with the rules of the GMS published on the Company’s website 21 (twenty one) days before the GMS:

ASEAN Corporate Governance			
No.	Parameter	Availability	Presentation Description
A.3.5	Do the minutes of the most recent AGMS record that the shareholders were given the opportunity to ask questions and the questions raised by shareholders and answers given recorded?	Yes	In accordance with the implementation of the Annual GMS held on March 15, 2022, as stated in the Summary of Minutes of the GMS published on the Company’s website
A.3.6	Does the company disclose the voting results including approving, dissenting, and abstaining votes for all resolutions/each agenda item for the most recent AGMS?	Yes	In accordance with the implementation of the Annual GMS held on March 15, 2022, and the EGMS held on August 31, 2022
A.3.7	Does the company disclose the list of board members who attended the most recent AGMS?	Yes	In accordance with the implementation of the Annual GMS held on March 15, 2022, and the EGMS held on August 31, 2022
A.3.8	Does the company disclose that all board members and the CEO (if not a board member) attended the most recent AGMS?	n/a	-
A.3.9	Does the company allow for voting in absentia?	Yes	In accordance with the implementation of the Annual GMS held on March 15, 2022, and the EGMS held on August 31, 2022
A.3.10	Did the company vote by poll (as opposed to by show of hands) for all resolutions at the most recent AGMS?	Yes	In accordance with the implementation of the Annual GMS held on March 15, 2022, and the EGMS held on August 31, 2022
A.3.11	Does the company disclose that it has appointed an independent party (scrutineers/inspectors) to count and/or validate the votes at the AGMS?	Yes	In accordance with the implementation of the Annual GMS held on March 15, 2022, and the EGMS held on August 31, 2022
A.3.12	Does the company make publicly available by the next working day the result of the votes taken during the most recent AGMS/EGMS for all resolutions?	No	-
A.3.13	Did the company summons the AGMS and EGMS 21 days in advance?	Yes	In accordance with the implementation of the Annual GMS held on March 15, 2022, and the EGMS held on August 31, 2022
A.3.14	Does the company provide the rationale and explanation for each agenda which require shareholders’ approval in the notice of AGMS/circulars and/or the accompanying statement?	Yes	In accordance with the implementation of the Annual GMS held on March 15, 2022, and the EGMS held on August 31, 2022
A.3.15	Does the company give the opportunity for shareholder to place item/s on the agenda of AGMS?	Yes	In accordance with the implementation of the Annual GMS held on March 15, 2022, and the EGMS held on August 31, 2022

ASEAN Corporate Governance

No.	Parameter	Availability	Presentation Description
A.4.1	In cases of mergers, acquisitions and/or takeovers, does the board of directors/ commissioners of the offeree company appoint an independent party to evaluate the fairness of the transaction price?	Yes	-
A.5.1	Does the company publicly disclose policy/practice to encourage shareholders including institutional shareholders to attend the general meetings or engagement with the company?	Yes	In accordance with the implementation of the Annual GMS held on March 15, 2022, and the EGMS held on August 31, 2022
Principle B: Equal Treatment of Shareholders			
B.1.1	Do the company's ordinary or common shares have one vote for one share?	Yes	The invitation for the 2021 Annual GMS was published on the Company's website
B.1.2	Where the company has more than one class of shares, does the company publicize the voting rights attached to each class of shares (e.g. through the company website/reports/ the stock exchange/ the regulator's website)?	Yes	As stated in the Company's Articles of Association:
B.2.1	Does each resolution in the most recent AGMS deal with only one item, i.e., there is no bundling of several items into the same resolution?	No	Explanation of the Company: As stated in the minutes of the AGMS, each agenda was decided for one matter only.
B.2.2	Are the company's notice of the most recent AGMS/ circulars fully translated into English and published on the same date as the local-language version?	Yes	As published on the Company's website and IDX website: <a href="https://bni.co.id/id-id/company/tatakelola/rups">https://bni.co.id/id-id/company/tatakelola/rups</a>
Does the notice of AGMS/circulars have the following details:			
B.2.3	Are the profiles of directors/ commissioners (at least age, qualification, date of first appointment, experience, and directorships in other listed companies) in seeking election/re-election included?	No	Company Explanation: Minister of SOEs Regulation No. PER-02/MBU/02/2015 and No. PER-03/MBU/02/2015 concerning Requirements, Procedures for Appointment, and Dismissal of Members of the Board of Commissioners/Board of Directors of State-Owned Enterprises stipulates that for Publicly listed SOEs, curriculum vitae of candidates for members of the Board of Commissioners/Board of Directors to be proposed for appointment at the GMS, must be available and announced at the time of holding the GMS before making a decision regarding the appointment of the person concerned as a member of the Board of Commissioners/Board of Directors. Since the Company is a Publicly listed SOE, the Company is subject to these provisions.
B.2.4	Are the auditors seeking appointment/re-appointment clearly identified?	No	-
B.2.5	Were the proxy documents made easily available?	Yes	In accordance with the implementation of the Annual GMS held on March 15, 2022, and the EGMS held on August 31, 2022
B.3.1	Does the company have policies and/or rules prohibiting directors/ commissioners and employees to benefit from knowledge which is not generally available to the market?	Yes	As stated in the Company's Guidelines provisions for Prohibited and Not Prohibited Transactions for Insiders, as reported in the 2022 Annual Report concerning Governance Principles for Improving the Corporate Governance Aspect through Stakeholder Participation.

ASEAN Corporate Governance

No.	Parameter	Availability	Presentation Description
B.3.2	Are the directors and commissioners required to report their dealings in company shares within 3 business days?	No	Company explanation: The Company already has these provisions in the Company Guidelines provisions for Prohibited and Non-Prohibited Transactions as reported in the 2022 Annual Report concerning Governance Principles to Improve Aspects of Corporate Governance through Stakeholder Participation.
B.4.1	Are directors and commissioners required to disclose their interest in transactions and any other conflicts of interest?	Yes	As stated in the Board of Directors' Work Guidelines and Procedures and Commissioners Work Guidelines and Procedures
B.4.2	Does the company have a policy requiring a committee of independent directors/ commissioners to review material/significant RPTs to determine whether they are in the best interests of the company and shareholders?	Yes	As stated in the Board of Directors' Work Guidelines and Rules and Guidelines and Work Rules of the Commissioners
B.4.3	Does the company have a policy that requires members of the Board of Directors/ Board of Commissioners not to participate in discussions of the agenda of meetings where they have an interest?	Yes	As stated in the Board of Directors' Work Guidelines and Procedures and Commissioners Work Guidelines and Procedures
B.4.4	Does the company have policies on loans to directors and commissioners either forbidding this practice or ensuring that they are being conducted at arm's length basis and at market rates?	No	-
B.5.1	Does the company disclose that RPTs are conducted in such a way to ensure that they are fair and at arms' length?	Yes	As stated in this Annual Report
B.5.2	In case of related party transactions requiring shareholders approval, is the decision made by disinterested shareholders?	Yes	-
Principle C: The Role of Stakeholders			
Does the company disclose this policy?			
C.1.1	The existence and scope of business of the company to fulfill the customer's welfare?	Yes	As stated in the 2022 Annual Report in the section Social Responsibility - Corporate Social Responsibility Related to Responsibility to Consumers.
C.1.2	Supplier/Contractor selection procedure?	Yes	Ya, sebagaimana telah dimuat pada bagian Lelang Pengadaan di website Perseroan <a href="http://bni.co.id/id-id/beranda/berita/lelangpengadaan">http://bni.co.id/id-id/beranda/berita/lelangpengadaan</a>
C.1.3	The company's efforts to ensure that its value chain is environmentally friendly or consistent with the promoting sustainable development?	Yes	As stated in the 2022 Annual Report in the Social Responsibility section and in the 2022 Sustainability Report
C.1.4	The company's efforts to interact with the communities in which the company operates?	Yes	As stated in the 2022 Annual Report in the Social Responsibility section and in the 2022 Sustainability Report

ASEAN Corporate Governance			
No.	Parameter	Availability	Presentation Description
C.1.5	Company anti-corruption programs and procedures?	Yes	As stated in the 2022 Annual Report in the Corporate Social Responsibility section Related to Fair Operations
C.1.6	How are Creditor's rights protected?	Yes	As stated in several sections in the 2022 Annual Report, including the section on the Implementation of the Principles of Corporate Governance in accordance with the provisions of the Financial Services Authority.
C.1.7	Does the company have a separate report/section that describes the company's efforts on environmental/ economic and social issues?	Yes	The Company publishes the 2022 Sustainability Report that can be accessed through the Company's website: <a href="https://bni.co.id/id-id/perusahaan/hubunganinvestor/laporanpresentasi">https://bni.co.id/id-id/perusahaan/hubunganinvestor/laporanpresentasi</a>
C.2.1	Does the company provide contact details through the website or the company's Annual Report, so that Stakeholders (such as customers, suppliers, the public, etc.) can raise concerns and/or complaints regarding possible violations of their rights?	Yes	The Company announces the Company's contact details in the 2022 Annual Report and the Company's website: <a href="https://bni.co.id/id-id/kontak/kontakbni/hubungikami">https://bni.co.id/id-id/kontak/kontakbni/hubungikami</a>
C.3.1	Does the company explicitly disclose policies and practices for the health, safety and welfare of its employees?	Yes	As stated in the 2022 Annual Report in the Corporate Social Responsibility section Related to Employment, Health and Safety and the 2022 Sustainability Report.
C.3.2	Does the company disclose policies and practices regarding its employee training and development programs?	Yes	As stated in the 2022 Annual Report in the Employee Profile and Competency Development section.
C.3.3	Does the company have a remuneration/compensation policy that does not only take into account the company's short-term performance?	No	-
C.4.1	Does the company have a whistleblowing policy that contains procedures for complaints by employees and other stakeholders regarding suspected illegal and unethical behavior and provides contact details through the website or the company's Annual Report?	Yes	As stated in the 2022 Annual Report in the Corporate Governance section - Whistleblowing System.
C.4.2	Does the company have policies or procedures to protect employees who disclose illegal or unethical behavior from retaliation?	Yes	As stated in the 2022 Annual Report in the Legal Aid Facilities section.
Principle D: Disclosure & Transparency			
D.1.1	Does the share ownership information reveal the identity of the beneficial owners, with 5% or more share ownership?	Yes	As stated in the 2022 Annual Report in the Majority and Controlling Shareholder Information section.
D.1.2	Does the company disclose the direct/indirect ownership of the majority shareholder?	Yes	As stated in the 2022 Annual Report in the Majority and Controlling Shareholder Information section.

ASEAN Corporate Governance			
No.	Parameter	Availability	Presentation Description
D.1.3	Does the company disclose share ownership by members of the Board of Directors and the Board of Commissioners, either directly/indirectly?	Yes	As stated in the 2022 Annual Report in the Majority and Controlling Shareholder Information section.
D.1.4	Does the company disclose share ownership by Senior Management, either directly/indirectly?	Yes	As stated in the 2022 Annual Report in the Majority and Controlling Shareholder Information section.
D.1.5	Does the company disclose details of parent companies, subsidiaries, associations, joint ventures and special purpose enterprises?	Yes	As stated in the 2022 Annual Report in the Name and Address section of Subsidiaries, Associate Entities.
Does the company's Annual Report disclose the following:			
D.2.1	Company objectives	Yes	As stated in the 2022 Annual Report in the Vision, Mission and Corporate Culture section.
D.2.2	Financial performance indicators	Yes	As stated in several sections in the 2022 Annual Report, including in the Financial Highlights and Management Reports section.
D.2.3	Non-financial performance indicators	Yes	As stated in several sections in the 2022 Annual Report including in the Operational Overview and Management Report sections.
D.2.4	Dividend Policy	No	As stated in the 2022 Annual Report in the Dividend Policy section.
D.2.5	Biographical details (minimum age, educational qualification, date of first appointment, relevant experience and positions in other public companies) of all members of the Board of Directors and the Board of Commissioners.	Yes	As stated in the 2022 Annual Report in the Profiles of the Directors and Commissioners.
D.2.6	Attendance details of each member of the Board of Directors and the Board of Commissioners in the Board of Directors and/or Board of Commissioners Meetings	Yes	As stated in the 2022 Annual Report in the Board of Commissioners and Directors Meeting section.
D.2.7	Total remuneration for each member of the Board of Directors and Board of Commissioners.	No	-
D.2.8	Does the Annual Report contain a statement confirming the company's compliance with corporate governance and, if there is a violation, have been identified and explained the reasons for each problem?	Yes	As stated in the 2022 Annual Report in the section on Management Reports and Implementation of Corporate Governance Aspects and Principles in accordance with Financial Services Authority Regulations, as well as Bad Corporate Governance Practices.
D.3.1	Does the company disclose a policy regarding the review and approval of material related party transactions?	Yes	As stated in the 2022 Annual Report in the Transactions with Related Parties section and Significant Prohibitions, Limitations and/or Barriers to Transferring Funds between Banks and Other Entities in One Business Group.
D.3.2	Does the company disclose the name, relationship and nature and value of any material related party transactions?	Yes	As stated in the 2022 Annual Report in the Transactions with Related Parties section and Significant Prohibitions, Limitations and/or Barriers to Transfer Funds between Bank and Other Entities in One Business Group.
D.4.1	Does the company disclose insider trading of the company's stock?	Yes	As stated in the 2022 Annual Report in the Report on Ownership/Changes in Share Ownership for the Board of Commissioners and Directors.
D.5.1	Are audit and non-audit fees disclosed?	Yes	As stated in the 2021 Annual Report in the Independent External Auditor section.
D.5.2	Do non-audit fees exceed audit fees?	No	-



ASEAN Corporate Governance			
No.	Parameter	Availability	Presentation Description
Does the company use the following media to communicate?			
D.6.1	Quarterly Report	Yes	The Quarterly Report has been published on the Company's and IDX website <a href="https://bni.co.id/id-id/perseroan/hubungan-investor/laporan-presentation">https://bni.co.id/id-id/perseroan/hubungan-investor/laporan-presentation</a>
D.6.2	Company website	Yes	The Company's website is <a href="http://bni.co.id">bni.co.id</a>
D.6.3	Analyst meetings	Yes	The Quarterly Report on the Analyst Meeting is published on the Company's website and the IDX website. <a href="https://bni.co.id/id-id/company/relationsinvestor/reportpresentations">https://bni.co.id/id-id/company/relationsinvestor/reportpresentations</a>
D.6.4	Media briefings	Yes	The press release is published on the Company's website: <a href="http://bni.co.id/id-id/beranda/berita/siaranpers">http://bni.co.id/id-id/beranda/berita/siaranpers</a>
D.7.1	Are audited Annual Financial Statements issued within 120 days of the end of the financial year?	Yes	The Annual Report accompanied for the 2022 Financial Statements will be published on the Company's website on January 24, 2023
D.7.2	Is the Annual Report issued within 120 days of the end of the financial year?	Yes	The Annual Report accompanied for the 2022 Financial Statements will be published on the Company's website <a href="https://we.tl/t-o5XkM1f9M7">https://we.tl/t-o5XkM1f9M7</a>
D.7.3	Is the statement that the Annual Financial Statements have been presented correctly and fairly confirmed by the Board of Commissioners or Directors and/or related officials of the company.	Yes	As stated in the 2022 Annual Report Ratification Form.
Does the company have a website that discloses up-to-date information on the following:			
D.8.1	Financial Report (last quarter)	Yes	<a href="https://bni.co.id/id-id/perusahaan/hubunganinvestorlaporanpresentasi">https://bni.co.id/id-id/perusahaan/hubunganinvestorlaporanpresentasi</a>
D.8.2	The material presented in the briefing to analysts and the media	Yes	<a href="https://bni.co.id/id-id/perusahaan/hubunganinvestor/laporanpresentasi">https://bni.co.id/id-id/perusahaan/hubunganinvestor/laporanpresentasi</a>
D.8.3	Downloadable Annual Report	Yes	<a href="https://bni.co.id/id-id/perusahaan/hubunganinvestor/laporanpresentasi">https://bni.co.id/id-id/perusahaan/hubunganinvestor/laporanpresentasi</a>
D.8.4	Summons to the GMS and/or EGMS	Yes	<a href="https://bni.co.id/id-id/perusahaan/tatakelola/rups">https://bni.co.id/id-id/perusahaan/tatakelola/rups</a>
D.8.5	Minutes of the AGMS and/or EGMS	Yes	<a href="https://bni.co.id/id-id/perusahaan/tatakelola/rups">https://bni.co.id/id-id/perusahaan/tatakelola/rups</a>
D.8.6	Company constitution (Laws, company notes and articles of association)	Yes	<a href="https://bni.co.id/id-id/perusahaan/tatakelola/anggarandasarbni">https://bni.co.id/id-id/perusahaan/tatakelola/anggarandasarbni</a>
D.9.1	Does the company disclose contact details (eg telephone, fax and e-mail) of officers/ institutions responsible for investor relations?	Yes	<a href="https://bni.co.id/id-id/perusahaan/hubunganinvestor/kontakinvestor/kontakinformasi">https://bni.co.id/id-id/perusahaan/hubunganinvestor/kontakinvestor/kontakinformasi</a> As also stated in the 2022 Annual Report in the Corporate Identity section.
Principle E: Responsibilities of the Board of Directors and the Board of Commissioners			
The responsibilities of the Board of Commissioners and CG Policy should be clearly stated by the company:			
E.1.1	Does the company disclose its corporate governance policies/ board of directors/board of commissioners charter?	Yes	The Board of Directors and the Board of Commissioners Charter are published on the Company's website. <a href="http://bni.co.id/id-id/perusahaan/tatakelola/pedomandantatatertib">http://bni.co.id/id-id/perusahaan/tatakelola/pedomandantatatertib</a> As stated in the 2022 Annual Report in the section on the Implementation of Good Corporate Governance Principles, Guidelines and Work Procedures for the Board of Commissioners, as well as the Board of Directors Work Guidelines and Code of Conduct.
E.1.2	Are the types of decisions that require the approval of the Board of Directors/ Board of Commissioners to be disclosed?	Yes	Published in the Company's Articles of Association. <a href="http://bni.co.id/Portals/1/BNI/Perusahaan/TataKelola/Docs/GCG/072018_resize_AD%20BNI%202018%20(dan%20AHU).pdf">http://bni.co.id/Portals/1/BNI/Perusahaan/TataKelola/Docs/GCG/072018_resize_AD%20BNI%202018%20(dan%20AHU).pdf</a> As stated in the 2022 Annual Report in the Board of Commissioners Decree and 2022 Directors Decree

ASEAN Corporate Governance			
No.	Parameter	Availability	Presentation Description
E.1.3	Are the roles and responsibilities of the Board of Directors/Board of Commissioners clearly stated?	Yes	Published in the Board of Directors and the Board of Commissioners Charter and the Company's Articles of Association. <a href="http://bni.co.id/id-id/perusahaan/tatakelola/pedomandantatatertib">http://bni.co.id/id-id/perusahaan/tatakelola/pedomandantatatertib</a> <a href="http://bni.co.id/Portals/1/BNI/Perusahaan/TataKelola/Docs/GCG/072018_resize_AD%20BNI%202018%20(dan%20AHU).pdf">http://bni.co.id/Portals/1/BNI/Perusahaan/TataKelola/Docs/GCG/072018_resize_AD%20BNI%202018%20(dan%20AHU).pdf</a> As stated in the 2022 Annual Report in the Duties and Responsibilities section of the Board of Commissioners as well as the Duties and Responsibilities of the Board of Directors.
Vision and Mission of the Company:			
E.1.4	Does the company have an updated Vision and Mission statement	Yes	As stated in the 2022 Annual Report in the Vision, Mission and Corporate Culture Section
E.1.5	Does the Board of Directors play a major role in the process of developing and reviewing the company's strategy every year?	Yes	As stated in the 2022 Annual Report in the Management Report and Business Prospects section.
E.1.6	Does the Board of Directors have a process to review, monitor and supervise the implementation of company strategy?	Yes	As stated in the 2022 Annual Report in the Management Report and Business Development Strategy section.
Code of Ethics or Code of Conduct:			
E.2.1	Are details of the code of conduct or behavior disclosed?	Yes	Regulated in the Board of Directors and the Board of Commissioners Charter published on the Company's website <a href="http://bni.co.id/id-id/perusahaan/tatakelola/pedomandantatatertib">http://bni.co.id/id-id/perusahaan/tatakelola/pedomandantatatertib</a> As stated in the 2022 Annual Report in the Company's Code of Ethics.
E.2.2	Are all Directors/ Commissioners, Senior Management and employees required to comply with the code of conduct?	Yes	As stated in the 2022 Annual Report in the Code of Ethics Compliance section.
E.2.3	Does the company have a process for implementing and monitoring compliance with a code of conduct or behavior?	Yes	As stated in the 2022 Annual Report in the Efforts to Implement and Enforce the Code of Ethics.
Struktur dan Komposisi Dewan Komisaris:			
E.2.4	Does the composition of the Independent Director/ Commissioner constitute at least 50% of the total members of the Board of Directors/ Board of Commissioners?	Yes	<a href="https://bni.co.id/id-id/perusahaan/tentangbni/komisaris">https://bni.co.id/id-id/perusahaan/tentangbni/komisaris</a>
E.2.5	Does the company have a term limit of nine years or less or 2 terms of five years each for its Independent Director/ Commissioner?	Yes	Regulated in the Board of Directors/Board of Commissioners' Working Guidelines and Procedures in the term of office of the Board of Directors/Board of Commissioners <a href="http://bni.co.id/id-id/perusahaan/tatakelola/pedomandantatatertib">http://bni.co.id/id-id/perusahaan/tatakelola/pedomandantatatertib</a>
E.2.6	Has the company set a limit of five seats for the Board of Directors and the Board of Commissioners that can be held simultaneously by an independent/non-Executive Director/Commissioner?	Yes	Regulated in the Board of Directors/Board of Commissioners' Working Guidelines and Procedures in the term of office of the Board of Directors/Board of Commissioners <a href="http://bni.co.id/id-id/perusahaan/tatakelola/pedomandantatatertib">http://bni.co.id/id-id/perusahaan/tatakelola/pedomandantatatertib</a>
E.2.7	Does the company have any executive directors/ commissioners who serve on more than two boards of listed companies outside of the group?	No	-



ASEAN Corporate Governance			
No.	Parameter	Availability	Presentation Description
Nomination Committee:			
E.2.8	Does the company have a Nomination Committee?	Yes	The Company has a Nomination and Remuneration Committee <a href="http://bni.co.id/id-id/perusahaan/tatakelola/komitedewankomisaris">http://bni.co.id/id-id/perusahaan/tatakelola/komitedewankomisaris</a>
E.2.9	Is the Nomination Committee comprise a majority of independent directors/commissioners?	Yes	As stated in the 2022 Annual Report in the Nomination and Remuneration Committee section
E.2.10	Is the chairman of the Nomination Committee an independent director/commissioner?	Yes	As stated in the 2022 Annual Report in the Nomination and Remuneration Committee section, the Nomination and Remuneration Committee Chair is held by
E.2.11	Does the company disclose the terms of reference/governance structure/charter of the Nomination Committee?	Yes	<a href="https://bni.co.id/id-id/perusahaan/tatakelola/komitedewankomisaris">https://bni.co.id/id-id/perusahaan/tatakelola/komitedewankomisaris</a>
E.2.12	Is the meeting attendance of the Nomination Committee disclosed and if so, did the Nomination Committee meet at least twice during the year?	Yes	As stated in the 2022 Annual Report, the Agenda for the Nomination and Remuneration Committee Meetings, as well as the Frequency and Attendance Level of the Nomination and Remuneration Committee Meetings.
Remuneration Committee/Compensation Committee:			
E.2.13	Does the company have a Remuneration Committee?	Yes	The Company has a Nomination and Remuneration Committee <a href="https://bni.co.id/id-id/perusahaan/tatakelola/komitedewankomisaris">https://bni.co.id/id-id/perusahaan/tatakelola/komitedewankomisaris</a>
E.2.14	Is the Remuneration Committee comprised of a majority of independent directors/commissioners?	Yes	As stated in the 2022 Annual Report in the Nomination and Remuneration Committee section
E.2.15	Is the chairman of the Remuneration Committee an independent director/commissioner?	Yes	As in the 2022 Annual Report, the Nomination and Remuneration Committee Chair is held by Agus Dermawan Wintarto Martowardojo, President Commissioner/Independent Commissioner.
E.2.16	Does the company disclose the terms of reference/governance structure/charter of the Remuneration Committee?	Yes	<a href="https://bni.co.id/id-id/perusahaan/tatakelola/komitedewankomisaris">https://bni.co.id/id-id/perusahaan/tatakelola/komitedewankomisaris</a>
E.2.17	Is the meeting attendance of the Remuneration Committee disclosed, and if so, did the Remuneration Committee meet at least twice during the year?	Yes	As stated in the 2022 Annual Report, the Agenda for the Nomination and Remuneration Committee Meetings, as well as the Frequency and Attendance Level of the Nomination and Remuneration Committee Meetings.
Audit Committee:			
E.2.18	Does the company have an Audit Committee?	Yes	<a href="https://bni.co.id/id-id/perusahaan/tatakelola/komitedewankomisaris">https://bni.co.id/id-id/perusahaan/tatakelola/komitedewankomisaris</a>
E.2.19	Is the Audit Committee comprised entirely of non-executive directors/commissioners with a majority of independent directors/commissioners?	Yes	As published on the Company's website <a href="https://bni.co.id/id-id/perusahaan/tatakelola/komitedewankomisaris">https://bni.co.id/id-id/perusahaan/tatakelola/komitedewankomisaris</a> and the 2002 Annual Report in the Audit Committee section.
E.2.20	Is the chairman of the Audit Committee an independent director/commissioner?	Yes	As published on the Company's website <a href="https://bni.co.id/id-id/perusahaan/tatakelola/komitedewankomisaris">https://bni.co.id/id-id/perusahaan/tatakelola/komitedewankomisaris</a> and the 2022 Annual Report in the Audit Committee section.
E.2.21	Does the company disclose the terms of reference/governance structure/charter of the Audit Committee?	Yes	<a href="https://www.bni.co.id/Portals/1/BNI/Perusahaan/Docs/Piagam-Komite-Audit-2021.pdf">https://www.bni.co.id/Portals/1/BNI/Perusahaan/Docs/Piagam-Komite-Audit-2021.pdf</a>
E.2.22	Does at least one of the independent directors/commissioners of the committee have accounting expertise (accounting qualification or experience)?	Yes	As stated in the 2022 Annual Report on the Audit Committee Structure, Membership and Expertise.

ASEAN Corporate Governance			
No.	Parameter	Availability	Presentation Description
E.2.23	Is the meeting attendance of the Audit Committee disclosed, and if so, did the Audit Committee meet at least four times during the year?	Yes	As stated in the 2022 Annual Report on the Frequency and Attendance of the Audit Committee Meetings.
E.2.24	Does the Audit Committee have primary responsibility for recommendation on the appointment, and removal of the external auditor?	Yes	-
Meetings and Attendance of the Board of Commissioners:			
E.3.1	Are the board of directors meetings scheduled before the start of fiscal year?	Yes	As stated in the 2022 Annual Report.
E.3.2	Does the board of directors/commissioners meet at least six times per year?	Yes	As stated in the 2022 Annual Report.
E.3.3	Has each of the directors/commissioners attended at least 75% of all the board meetings held during the year?	Yes	As stated in the 2022 Annual Report.
E.3.4	Does the company require a minimum quorum of at least 2/3 for board decisions?	No	As state in the Company's Articles of Association <a href="https://bni.co.id/id-id/perusahaan/tatakelola/anggarandasarbni">https://bni.co.id/id-id/perusahaan/tatakelola/anggarandasarbni</a>
E.3.5	Did the non-executive directors/commissioners of the company meet separately at least once during the year without any executives present?	Yes	As stated in the 2022 Annual Report.

**IMPLEMENTATION OF CORPORATE GOVERNANCE PRINCIPLES FOR BANKS  
ACCORDING TO BASEL COMMITTEE ON BANKING SUPERVISION STANDARDS**

The standard implementation of corporate governance principles for banks issued by the Basel Committee on Banking Supervision includes 12 principles. The implementation at BNI was as follows:

PRINCIPLE	EXPLANATION	IMPLEMENTATION AT BNI
Principle 1 Board of Commissioners Responsibilities	The Board of Commissioners responsibilities include: approval and supervision of the implementation of business strategy, structure and governance mechanisms and corporate culture	The Board of Commissioners has duties, responsibilities and authorities as stipulated in the Work Guidelines and Rules of the Board of Commissioners of PT Bank Negara Indonesia (Persero) Tbk, which was ratified through the PT Bank Negara Indonesia (Persero) Tbk Board of Commissioners Decree of No. KEP/049/DK/2017 dated October 26, 2017 concerning Guidelines and Working Rules for the PT Bank Negara Indonesia Tbk Board of Commissioners

PRINCIPLE	EXPLANATION	IMPLEMENTATION AT BNI
Principle 2 Board of Commissioners Qualifications and Composition	Members of the Board of Commissioners be qualified in accordance with their duties and responsibilities, both individually and collegially. The Board of Commissioners must understand its role in supervising and implementing corporate governance, and being able to carry out sound and objective decision making.	Each member of the BNI Board of Commissioners is qualified according to their duties and responsibilities, both individually and collegially as stipulated in the Company's Articles of Association, which states that the requirements for members of the Board of Commissioners must comply with the provisions of the Law on Limited Liability Companies, laws and regulations in the Capital Market sector, and other applicable laws and regulations related to the Company's business activities.
Principle 3 Board of Commissioners Structure and Mechanism	The Board of Commissioners must establish appropriate governance structures and practices for carrying out their duties, and periodically review their effectiveness.	In the BNI Governance Structure, the duties and responsibilities of the Board of Commissioners is supported by Board of Commissioners' Supporting Organs consisting of the Secretary to the Board of Commissioners, the Audit, Remuneration and Nomination Committee, the Risk Monitoring Committee, and the Integrated Governance Committee. Supporting Organs of the Board of Commissioners are appointed and responsible to the Board of Commissioners. The Board of Commissioners regularly/periodically reviews and evaluates the effectiveness of the Board of Commissioners supporting organs.
Principle 4 Board of Directors	Under the direction and supervision of the Board of Commissioners, the Board of Directors manages the Bank's activities in accordance with the business strategy, risk appetite, remuneration policies and other policies that have been approved by the Board of Commissioners.	Good corporate governance mechanisms at BNI have been running well and effectively and are in accordance with laws and regulations and the best standards for implementing governance that apply nationally and globally, where the Board of Commissioners functions to supervise the management of the Company by the Board of Directors and the Board of Directors has the duty of managing the company in accordance with the principles of good corporate governance. All policies underlying BNI's operational activities must obtain approval from the Board of Commissioners.
Principle 5 Business Group Governance Structure	Within a business group, the Board of Commissioners of the Parent Company has overall responsibility for the Business Group and for ensuring the establishment and implementation of clean governance practices related to the structure, business and risks of business groups and entities. The Board of Commissioners and Board of Directors must understand the organizational structure of the Business Group and the risks it faces.	<p>The governance mechanism effectiveness has had a positive impact on achieving targets and improving the Bank's performance.</p> <p>As a Holding Company with 6 (six) subsidiary companies, BNI implements Integrated Governance, Integrated Risk Management, and Integrated Minimum Capital Requirements. The BNI Board of Commissioners has also formed an Integrated Governance Committee that consists of representatives from all member entities of the Financial Conglomerate.</p> <p>BNI as the Holding Company also issues Integrated Governance Guidelines, Integrated Risk Management Policies and frameworks, Integrated Compliance Guidelines and Internal Audit, and other related policies. These policies are applied to all member companies of the BNI Financial Conglomerate as long as they do not conflict with regulations that govern each company more specifically.</p>

PRINCIPLE	EXPLANATION	IMPLEMENTATION AT BNI
Principle 6 Risk Management Function	The Bank must have a qualified risk management function, that is independent, has quality resources and has access to the Board of Commissioners.	<p>BNI's risk management strategy is carried out by integrating it with the business strategy. Risk management is proactive and forward looking to maximize added value for shareholders, manage capital comprehensively, and ensure profitability and sustainable business growth.</p> <p>BNI has the following Presented Risk Management Structure:</p> <p>The Enterprise Risk Management (ERM) Division acts as the Risk Management Work Unit (SKMR) with the Integrated Risk Management Work Unit (SKMRT) at BNI. Based on its organizational structure, the Enterprise Risk Management Division is under and directly responsible to the Risk Management Director who oversees the Risk Management function as well as the Integrated Risk Management function.</p> <p>In carrying out its functions, the Risk Management Work Unit can escalate problems that occur to the Risk Management &amp; Anti-Fraud Committee, the Risk Management Sub Committee (KRA-RMC) or the Director in charge of the Risk Management function. Also, the Integrated Risk Management Work Unit escalates issues to the Integrated Risk Management Committee or the Director in charge of the Integrated Risk Management function.</p>

PRINCIPLE	EXPLANATION	IMPLEMENTATION AT BNI
Principle 7 Identification of Risk Monitoring Management	Risks must be identified, monitored and controlled for all Bank activities. The risk management and internal control infrastructure quality must be keep up with changes in the Bank's risk profile, external risk conditions and industry practices.	BNI has instigated a risk management process that includes a continuous process of identifying, measuring, monitoring and controlling risks for all material risk factors supported by a Risk Management Information System.
		The risk identification process is carried out proactively to analyze the source, the level and possibility of risk occurring, as well as the impact on the Company. The Matters to consider in the risk identification process are: 1. Identification of all risks carried out periodically; 2. With a method or system to identify risks in all BNI products and business activities; 3. Specifically identifying risks for new products and activities, before new products/activities are introduced or implemented.
		The risk measurement process is carried out to determine the amount of risk exposure as a reference for carrying out risk control, and for meeting Capital Adequacy. Risk measurement is carried out quantitatively and/or qualitatively according to the measurement method stipulated by the regulator, or by using internal methods for methods that have not been specifically determined. BNI's Risk measurement also includes stress testing for credit risk, market risk and liquidity risk to anticipate extreme conditions.

PRINCIPLE	EXPLANATION	IMPLEMENTATION AT BNI
		The risk monitoring process is carried out to ensure that risks have been managed properly, by monitoring risk mitigation and limits that have been set. Risk monitoring is carried out by the Operational Work Unit (Risk Taking Unit) as the risk owner (risk owner) and by the Risk Management Work Unit as (Risk Control Unit).
		The risk control process carried out by BNI aims to manage risks that can disrupt the Company's business continuity. BNI's risk control strategy is to reduce risk (risk mitigation), accept risk (risk acceptance), avoid risk (risk avoidance), and transfer risk (risk transfer).
		In addition, BNI has also developed a Risk Management Information System to support the risk identification, measurement, monitoring and control processes, and ensure the availability of accurate, complete, informative, timely and reliable information so it can be used in the decision making process by Management in anticipation of changes in the Bank's risk profile, industry practices and external risk conditions.

PRINCIPLE	EXPLANATION	IMPLEMENTATION AT BNI
		<p>When applying risk management in the Company, BNI considers the need for alignment between strategies and business objectives with risk management strategy and risk appetite. The risk management strategies consists of 4 (four) main components, namely:</p> <ol style="list-style-type: none"><li>1. The level of risk to be taken (risk appetite) and risk tolerance (risk tolerance);</li><li>2. Risk management principles and policies</li><li>3. Risk governance;</li><li>4. Types of risk exposure and market conditions..</li></ol> <p>The governance for determining the risk management strategies consisted of:</p> <ol style="list-style-type: none"><li>1. The risk management strategy as one of the bases (references) for determining the business strategy as outlined in the annual BNI Bank Business Plan (RBB) that is submitted to Regulators;</li><li>2. The risk management strategy is compiles and prepared by the Risk Management Work Unit, and approved by the Board of Directors through the Risk Management &amp; Anti-Fraud Committee Meeting for Risk Management, and then the approval of the Board of Commissioners is sought.</li></ol> <p>The risk management strategy is communicated by the Board of Directors to the Divisions/Work Units and is reviewed periodically in line with changes in business strategy, taking into account economic conditions, banking business, changes in regulations by regulators and their impact on the Bank's financial performance.</p>
Principle 8 Risk Communication	Effective implementation of risk governance requires accurate risk communication within the Bank between the organization, and through reporting to the Board of Commissioners and Directors.	
Principle 9 Compliance	The Board of Commissioners is responsible for overseeing management related to the Bank's compliance risk. The Board of Commissioners must establish a compliance function and provide approval for policies and processes for identifying, assessing, monitoring and reporting, and providing advice on compliance risks.	The Board of Commissioners supervisory function on the Bank's compliance risk is carried out by the Risk Monitoring Committee, in relation to the application of the precautionary principle, to ensure that all Bank activities and policies have been carried out in accordance with the applicable laws and regulations. The Board of Commissioners regularly reviews and evaluates the compliance function.
Principle 10 Internal Auditing	The internal audit function must report independent assurance activities to the Board of Commissioners and must support the Board of Commissioners and the Board of Directors in encouraging an effective governance process and the long term health of the Bank.	BNI already has an internal audit work unit, which is carried out by Internal Audit, with the main task of carrying out assurance and consulting to provide added value and improvement to the quality of control, risk management and corporate governance, independently and objectively, as described in this Annual Report in the about Internal Audit section.

PRINCIPLE	EXPLANATION	IMPLEMENTATION AT BNI
Principle 11 Compensation	The Bank's remuneration structure must support the Application of corporate governance and risk management.	BNI has a Nomination and Remuneration Committee whose formation and functions are in accordance with applicable laws and regulations, so that the remuneration policies support the implementation of corporate governance and risk management.
Principle 12 Disclosure and Transparency.	The Bank's governance implementation must be carried out in a transparent manner to Shareholders, Depositors, other relevant Stakeholders and Market Participants.	BNI has a high commitment to applying the corporate governance principles, including the transparency principle. BNI always prioritizes disclosure and transparency about the Company to shareholders and other stakeholders in accordance with applicable rules and regulations.