

**Surat Keputusan Dewan Komisaris
PT Bank UOB Indonesia
No. 14/KOM/0016**

**Decree Of Board Of Commissioners
PT Bank UOB Indonesia
No. 14/KOM/0016**

Tentang

Regarding

**Tata Tertib
Dan
Pedoman Kerja
Komite Pemantau Risiko
PT Bank UOB Indonesia**

**Order
And
Working Procedure
Risk Monitoring Committee
PT Bank UOB Indonesia**

Komite Pemantau Risiko membantu Dewan Komisaris untuk memantau serta mengevaluasi kebijakan manajemen risiko termasuk profil risiko Bank. Dalam melaksanakan tugasnya, Komite Pemantau Risiko harus senantiasa memperhatikan Peraturan Bank Indonesia No. 8/4/PBI/2006 tanggal 30 Januari 2006 tentang Pelaksanaan *Good Corporate Governance* bagi Bank Umum dan Peraturan Bank Indonesia No.8/14/PBI/2006 tanggal 5 Oktober 2006 tentang Perubahan atas Peraturan Bank Indonesia No.8/4/PBI/2006 tanggal 30 Januari 2006 tentang Pelaksanaan *Good Corporate Governance* bagi Bank Umum dan Surat Edaran Bank Indonesia No.15/15/DPNP tanggal 29 April 2013 tentang Pelaksanaan *Good Corporate Governance* bagi Bank Umum, serta berdasarkan keputusan rapat Dewan Komisaris yang telah dilaksanakan pada tanggal 17 Oktober 2014.

The Risk Monitoring Committee assists the Board of Commissioners in monitoring and evaluating the risk management policies as well as the risk profile of the Bank. In performing its duties, the Risk Monitoring Committee must at all time observe Bank Indonesia Regulation No. 8/4/PBI/2006 dated 30 January 2006 regarding the Implementation of *Good Corporate Governance* for Commercial Banks and Bank Indonesia No. 8/14/PBI/2006 dated 5 October 2006 regarding Amendment to Bank Indonesia Regulation No. 8/4/PBI/2006 dated 30 January 2006 regarding the Implementation of *Good Corporate Governance* for Commercial Banks and Circular Letter of Bank Indonesia No.15/15/DPNP dated 29 April 2013 regarding the Implementation of *Good Corporate Governance* for Commercial Banks, as well as based on meeting of Board of Commissioners dated 17 October 2014.

MEMUTUSKAN

HEREBY DECREES

Surat Keputusan Dewan Komisaris PT Bank UOB Indonesia tentang Tata Tertib dan Pedoman Kerja Komite Pemantau Risiko.

Decision of the Board of Commissioners of PT Bank UOB Indonesia regarding Work Guidelines and Regulations of the Risk Monitoring Committee.

**Pasal I
Ketentuan Umum**

**Article I
General Provisions**

1. Komisaris Independen adalah anggota Dewan Komisaris yang tidak memiliki

1. Independent Commissioner is a member of the Board of Commissioner having no

hubungan keuangan, kepengurusan, kepemilikan saham dan/atau hubungan keluarga dengan anggota Dewan Komisaris lainnya, Direksi dan/atau pemegang saham pengendali atau hubungan lain yang dapat mempengaruhi kemampuannya untuk bertindak independen.

2. Pihak Independen adalah pihak diluar Bank yang tidak memiliki hubungan keuangan, kepengurusan, kepemilikan saham dan/atau hubungan keluarga dengan Dewan Komisaris, Direksi dan/atau pemegang saham pengendali atau hubungan dengan Bank, yang dapat mempengaruhi kemampuannya untuk bertindak independen.

financial, management, shareholding and/or family relationship with any other member of the Board of Commissioners, the Board of Directors and/or controlling shareholders or any other relationship which may influence his/her ability to act independently.

2. Independent Party is a party outside the Bank having no financial, management, shareholding and/or family relationship with the Board of Commissioners, the Board of Directors and/or controlling shareholders or any relationship with the Bank which may influence his/her ability to act independently.

Pasal II KEANGGOTAAN

1. Anggota Komite Pamantau Risiko (Komite) paling kurang terdiri dari 1 (satu) orang Komisaris Independen yang merangkap sebagai ketua, 1 (satu) orang Pihak Independen yang memiliki keahlian di bidang keuangan dengan kriteria memiliki pengetahuan dibidang ekonomi, keuangan dan/atau perbankan dan memiliki pengalaman kerja paling kurang 5 (lima) tahun dibidang ekonomi, keuangan dan/atau perbankan serta 1 (satu) orang Pihak Independen yang memiliki keahlian di bidang manajemen risiko dengan kriteria memiliki pengetahuan dibidang manajemen risiko dan memiliki pengalaman kerja paling kurang 2 (dua) tahun dibidang manajemen risiko.
2. Anggota Komite tidak diperkenankan berasal dari anggota Direksi Bank atau Direksi bank lain.
3. Komisaris Independen dan Pihak Independen yang menjadi anggota Komite paling kurang berjumlah 51% (lima puluh satu perseratus)

Article II MEMBERSHIP

1. Members of the Risk Monitoring Committee ("the Committee") shall at least consist of 1 (one) Independent Commissioner concurrently assuming the position of the Committee's Chairman, 1 (one) Independent Party having expertise in the field of finance namely meeting the criteria such as having knowledge in the field of economics, finance and/or banking and having work experience of at least 5 (five) years in the field of economics, finance and/or banking and 1 (one) Independent Party having expertise in the field of risk management namely meeting the criteria such as having knowledge in the field of risk management and having work experience of at least 2 (two) years in the field of risk management.
2. Members of the Board of Directors of the Bank or the Board of Directors of other banks cannot serve as members of the Committee.
3. Independent Commissioner and Independent Party serving as members of the Committee must at least account for

dari jumlah anggota Komite.

51% (fifty-one percent) of the total number of members of the Committee.

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| <p>4. Ketua Komite hanya dapat menjabat sebagai Ketua dari 1 (satu) komite lain dalam Bank.</p> <p>5. Anggota Komite yang berasal dari Pihak Independen dapat merangkap jabatan sebagai Pihak Independen anggota Komite lainnya pada Bank, sepanjang yang bersangkutan:</p> <ul style="list-style-type: none">a. memenuhi kompetensi yang dipersyaratkan;b. memenuhi kriteria independensi;c. mampu menjaga rahasia Bank;d. memperhatikan kode etik yang berlaku;e. tidak mengabaikan pelaksanaan tugas dan tanggung jawab sebagai anggota Komite. <p>6. Masa jabatan anggota Komite Pemantau Risiko adalah selama 2 (dua) tahun. Anggota Komite Pemantau Risiko yang masa jabatannya telah berakhir, dapat diangkat kembali.</p> | <p>4. The Chairman of the Committee may only serve as the Chairman of 1 (one) other Committee within the Bank.</p> <p>5. Members of the Committee originating from Independent Party may concurrently assume another position as Independent Party of other Committees at the Bank, insofar as the person concerned:</p> <ul style="list-style-type: none">a. meeting the competency required;b. meeting the independency criteria;c. able to maintain the Bank's confidentiality;d. observing the applicable code of conduct;e. not neglecting the performance of duties and responsibilities as members of the Committee. <p>6. The term of office of Risk Monitoring Committee members is 2 (two) years. Risk Monitoring Committee members whose term of office has expired may be reappointed.</p> |
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Pasal III TUGAS DAN TANGGUNG JAWAB KOMITE

Article III DUTIES AND RESPONSIBILITIES OF THE COMMITTEE

Tugas dan tanggung jawab Komite dalam rangka memberikan rekomendasi kepada Dewan Komisaris terdiri dari tiga hal pokok sebagai berikut:

Duties and responsibilities of the Committee in the context of providing recommendation to the Board of Commissioners consist of three main points, as follows:

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| <ul style="list-style-type: none">1. Melakukan evaluasi tentang kesesuaian antara kebijakan manajemen risiko dengan pelaksanaan kebijakan manajemen risiko;2. Melakukan pemantauan dan evaluasi pelaksanaan tugas Komite Manajemen Risiko; dan | <ul style="list-style-type: none">1. Performing evaluation on the compatibility between risk management policy and the implementation of risk management policies;2. Performing monitoring and evaluation on the implementation of duties of the Risk Management Committee; and |
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3. Melakukan pemantauan dan evaluasi pelaksanaan tugas Satuan Kerja Manajemen Risiko.
3. Performing monitoring and evaluation on the implementation of duties of the Risk Management Function Unit.

Pasal IV ETIKA KERJA

1. Memiliki integritas, akhlak dan moral yang baik.
2. Anggota Komite wajib patuh pada *Code of Conduct* Bank dan seluruh ketentuan yang telah dan/atau ditetapkan oleh Bank termasuk Anggaran Dasar Bank dan perubahannya di kemudian hari.
3. Anggota Komite dilarang memanfaatkan Bank untuk kepentingan pribadi, keluarga, dan/atau pihak lain yang dapat merugikan atau mengurangi keuntungan Bank.
4. Anggota Komite dilarang mengambil dan/atau menerima keuntungan pribadi dari Bank.

Article IV WORK ETHICS

1. Having integrity, character and good morality.
2. All members of the Committee must comply with the Bank's Code of Conduct and all provisions determined and/or to be determined by the Bank, including the Bank's Articles of Association and their future amendments.
3. Members of the Committee are prohibited from taking advantage of the Bank for personal, family and/or other parties' gain which may impair the Bank or reduce the Bank's profit.
4. Members of the Committee are prohibited from accepting personal gain from the Bank.

Pasal V WAKTU KERJA

1. Seluruh anggota Komite wajib menyediakan waktu yang cukup untuk melaksanakan tugas dan tanggung jawabnya secara optimal.
2. Penyediaan waktu yang cukup sebagaimana dimaksud dalam butir di atas dicerminkan antara lain oleh kehadiran yang bersangkutan dalam rapat-rapat Komite sesuai jadwal rapat yang telah di tetapkan.

Article V WORK HOURS

1. All members of the Committee must allow sufficient time to optimally perform their duties and responsibilities.
2. Provision of sufficient time as referred above shall be reflected among others in the members' attendance in Committee meetings in accordance with the meeting schedules prescribed.

Pasal VI RAPAT KOMITE

1. Jenis Rapat

- a. Rapat Reguler:
adalah rapat komite yang dilaksanakan secara reguler sesuai jadwal yang ditetapkan.
- b. Rapat Insidentil:
adalah rapat yang diselenggarakan di luar agenda rapat reguler. Ketua komite dan anggota dapat meminta komite untuk melakukan rapat insidentil apabila dipandang perlu.

Dalam hal permintaan rapat berasal dari anggota, maka permintaan tersebut harus disampaikan kepada Ketua Komite dan selanjutnya Ketua Komite memutuskan apakah rapat insidentil memang perlu dilaksanakan.

2. Waktu pelaksanaan rapat komite

- a. Rapat Reguler: diadakan setiap bulan Januari, April, Juli dan Oktober.
- b. Rapat Insidentil: diadakan sewaktu-waktu sesuai kebutuhan.

3. Persyaratan Kehadiran

- a. Rapat Komite minimal dihadiri oleh 51% (lima puluh satu perseratus) dari jumlah anggota, termasuk seorang Komisaris Independen dan Pihak Independen.
- b. Anggota yang tidak hadir wajib menyampaikan hasil pemantauan ke seluruh anggota komite lainnya.

4. Pengambilan Keputusan

- a. Pengambilan keputusan rapat, antara lain berupa rekomendasi yang akan disampaikan kepada Dewan Komisaris,

Article VI MEETINGS OF THE COMMITTEE

1. Type of Meeting

- a. Regular meeting:
Regular meeting is committee meetings held regularly according to prescribed schedules.
- b. Incidental meeting:
Incidental meeting is a meeting held outside the regular meeting agenda. Chairman and members of committee may request the committee to have incidental meeting if necessary.

In the event that the meeting request was submitted by the members, the request must be submitted to the Committee Chairman and subsequently he/she shall decide whether or not to hold the incidental meeting.

2. Meeting Schedule

- a. Regular Meeting: every January, April, July and October.
- b. Incidental Meeting: at all times according to needs.

3. Quorum of Attendance

- a. Meeting of Risk Monitoring Committee must be attended by a minimum of 51% of total members including Independent Commissioner and Independent Party.
- b. The absent member must inform monitoring results to all committee members.

4. Decision Making

- a. Meeting of Risk Monitoring Committee should be conducted as frequently as deemed necessary, at least in the same

didasarkan pada azas musyawarah dan mufakat.

- b. Dalam hal tidak terjadi musyawarah mufakat, pengambilan keputusan dilakukan berdasarkan suara terbanyak dengan prinsip 1 (satu) orang 1 (satu) suara.
- c. Hasil Rapat Komite Pemantau Risiko wajib dituangkan dalam risalah rapat dan didokumentasikan dengan baik.
- d. Perbedaan pendapat (*dissenting opinion*) jika ada, akan didokumentasikan pada notulen rapat komite.

5. Mekanisme Pemantauan Risiko

a. Sumber Informasi

- Sebagaimana tertera dalam tugas dan tanggung jawab komite di atas, anggota komite memerlukan informasi komprehensif untuk dapat melaksanakan tugasnya secara efektif.
- Informasi tersebut diambil minimal dari sumber-sumber berikut:
 - 1) Regulasi di bidang manajemen risiko yang dikeluarkan oleh Bank Indonesia dan/atau Otoritas Jasa Keuangan;
 - 2) Dokumen-dokumen yang menyangkut kebijakan manajemen risiko bank;
 - 3) Risalah Rapat Komite Manajemen Risiko;
 - 4) Program Kerja Divisi Manajemen Risiko dan laporan pelaksanaannya;
 - 5) Notulen Rapat Komite ALCO;
 - 6) Corporate Plan dan Rencana Bisnis Bank;

number as the applicable minimum frequency of the Board of Commissioners Meetings as regulated.

- b. In the event that no consensus is achieved, the decision shall be made by way of simple majority of votes, where 1 (one) vote shall represent 1 (one) vote person.
- c. Results of the Risk Management Committee Meeting must be set forth in minutes of meeting and properly documented.
- d. Dissenting opinion, if any, shall be documented in the minutes of committee meeting.

5. Risk Monitoring Mechanism

a. Source of Information

- As determined in the duties and responsibilities of committee as stated above, committee members need comprehensive information to perform their duties in effective manner.
- The minimum information needed must be taken from the following sources:
 - 1) Regulation in risk management issued by Bank Indonesia and/or Financial Services Authority ;
 - 2) Documents concerning risk management policies of the bank;
 - 3) Minutes of meeting of Risk Management Committee;
 - 4) Risk Management Division Working Program and its progress report;
 - 5) Minute of meeting of Asset Liability Committee;
 - 6) Corporate Plan and Business Plan of the Bank;

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| <ol style="list-style-type: none">7) Laporan Hasil Audit Internal terhadap Divisi Manajemen Risiko;8) Laporan-laporan terkait manajemen risiko yang dibuat bank kepada Bank Indonesia;9) Laporan tindak lanjut atas hasil audit internal/eksternal terkait divisi Manajemen Risiko;10) Temuan audit seperti fraud dengan jumlah yang signifikan, pelanggaran internal kontrol/ limit, dan hal-hal lain yang terkait dengan implementasi manajemen risiko bank;11) Publikasi negatif di media masa terkait risiko reputasi bank. | <ol style="list-style-type: none">7) Reports from Internal Audit on Risk Management Division;8) Related reports on risk management prepared by the Bank for the Supervisor Bank Indonesia;9) Follow up reports on internal audit/external audit on Risk Management Division;10) Major audit finding such as significant fraud, control / limit breach and others related to implementation of risk management in the Bank;11) Negative publicity in the media related to bank reputation. |
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b. Pembagian Tugas Anggota Komite

Untuk lebih meningkatkan efektifitas fungsi pemantauan, maka setiap anggota komite diberikan fokus utama fungsi pemantuan sebagai berikut:

- Anggota Pertama diberikan fokus utama pemantauan atas risiko operasional, hukum, reputasi dan kepatuhan.
- Anggota Kedua diberikan fokus utama pemantauan atas risiko pasar, kredit, strategik dan likuiditas.

Penekanan fokus pemantauan tidak mengurangi tugas anggota komite untuk memantau seluruh risiko sebagaimana dituangkan pada butir tugas dan tanggung jawab tersebut di atas.

c. Analisis dan Evaluasi

- Berdasarkan sumber-sumber informasi tersebut di atas, anggota komite melakukan analisis dan evaluasi atas implementasi manajemen risiko bank untuk disampaikan pada rapat Komite.

b. Allocation of Focus for Members of the Committee

To make monitoring function more effective, each committee members is assigned with main focus on the monitoring as follows:

- First member is given the main focus on monitoring over operations, legal, reputation and compliance risks.
- Second member is given the main focus on monitoring over market, credit, strategic and liquidity risks.

Emphasis on monitoring does not reduce the duties of members of committee to monitor all of the risks as stipulated in the duties and responsibilities as above.

c. Analysis and Evaluation

- Based on sources of information above, the committee members' analysis and evaluation on the implementation of the Bank's risk management will be tabled at the Risk Monitoring Committee meetings.

- Analisis lebih mendalam dan komprehensif minimal mencakup risiko-risiko yang menjadi fokus tugas masing-masing anggota komite.

- Detailed and comprehensive analysis should at minimum cover the risks allocated as focus for each member of the committee.

PASAL VII KETENTUAN PENUTUP

1. Hal-hal yang belum diatur dalam Tata Tertib dan Pedoman Kerja Komite ini akan diatur kemudian sesuai kebutuhan sehingga tugas Komite dapat berjalan secara efektif.
2. Dengan dikeluarkannya Surat Keputusan ini, semua keputusan yang mengatur tentang Tata Tertib dan Pedoman Kerja Komite Pemantau Risiko PT Bank UOB Indonesia yang pernah ditetapkan sebelumnya dan bertentangan dengan Surat Keputusan ini dinyatakan tidak berlaku lagi.
3. Tata Tertib dan Pedoman Kerja Komite ini akan direview secara berkala.
4. Surat Keputusan ini berlaku sejak tanggal ditetapkan.

ARTICLE VII CLOSING PROVISIONS

1. Any matters not yet stipulated in these Work Guidelines and Mechanism of Committee shall be stipulated further as necessary in order to enable effective implementation of duties of the Committee.
2. With the issuance of this Decision, all decisions providing for Work Guidelines and Regulations of the Risk Monitoring Committee of PT Bank UOB Indonesia previously stipulated or in contradiction to this Decision shall no longer be valid.
3. These Work Guidelines and Regulations of the Committee will be reviewed on a periodical basis.
4. This Decision shall be valid from the date of its stipulation.

Ditetapkan di Jakarta
Pada tanggal 17 Oktober 2014

Stipulated in Jakarta
On 17 October 2014

PT Bank UOB Indonesia
Dewan Komisaris/ Board of Commissioners,


Rusdy Darvong

Komisaris Independen/
Independent Commissioner



Aswin Wirjadi
Komisaris Independen/
Independent Commissioner