

Integrated Governance Committee

Legal Basis Establishment

In order to support, ensure, and integrate the implementation of Integrated Governance for Financial Conglomerates, which shall be coordinated by the Company as the Holding Company of the Financial Conglomerates, the Company has established the Integrated Governance Committee, Integrated Compliance Work Unit, and Integrated Internal Audit Work Unit in accordance with the Decree of the Board of Commissioners No. 014/LGL/SKDEKOM/XI/2015.TRIM dated November 30, 2015.

Integrated Governance Committee of the Company is established based on the OJK Regulation No. 18/POJK.03/2014 dated November 18, 2014 on the Implementation of Financial Integrated Governance.

The Integrated Governance Committee Charter

The Company already has Integrated Governance Charter set forth in a decree of the Board of Commissioners No. 014/LGL/SKDEKOM/XI/2015.TRIM dated November 30, 2015.

Scope of the charter includes:

- a. The Board of Directors and the Board of Commissioners Requirements;
- b. Duties and Responsibilities of the Board of Directors and the Board of Commissioners;
- c. Duties and Responsibilities of Integrated Governance Committee;
- d. Duties and Responsibilities of Integrated Compliance Work Unit;
- e. Duties and Responsibilities of Integrated Internal Audit Work Unit;
- f. Implementation of Integrated Risk Management;
- g. Preparation and Implementation of Integrated Governance Guidelines.

Duties and Responsibilities of the Integrated Governance Committee, Integrated Compliance Work Unit, and Integrated Internal Audit Work Unit

The Integrated Governance Committee is established by the Board of Commissioners of the Company to supervise the implementation of Integrated Governance in Financial Conglomerates, which have at least the following duties and responsibilities:

- a. To evaluate the implementation of Integrated Governance at least through an adequate assessment of internal control and the implementation of compliance function in integration; and
- b. To provide recommendation to the Board of Commissioners to improve the Integrated Governance Guidelines.

Integrated Compliance Work Unit has duties to at least supervise and evaluate the implementation of Compliance Function of each Financial Service Institution (FSI) in Financial Conglomerates. The responsibilities of Integrated Compliance Work Unit are to construct and submit the report of implementation of the duties and responsibilities with regard to the Compliance Function in each entity to the Board of Directors members who oversee and/or supervise Compliance Function in Financial Conglomerates.

The Board of Directors members who oversee and/or supervise the Compliance Function in Financial Conglomerates, construct and submit the report of implementation of duties and responsibilities of integrated compliance to the Board of Directors and the Board of Commissioners of the Company.

Integrated Internal Audit Work Unit has duties to at least monitor the implementation of internal audit in each FSI in Financial Conglomerates. The responsibilities of Integrated Internal Audit Work Unit are to submit the integrated internal audit report to the Director appointed to perform the function of supervision to LJK in Financial Conglomerate and the Board of Commissioner as well as the Board of Directors Members that oversee and/or supervise the Compliance Function.

Structure of Integrated Governance Committee, Integrated Compliance Work Unit, and Integrated Internal Audit Work Unit

The composition of the Integrated Governance Committee is as follows:

- Chairman : Independent Commissioner of the Holding Company
- Member : 1. Independent Commissioner of the Holding Company
2. Independent Commissioner of the Subsidiary
3. Member of the Sharia Supervisory Board

The composition of the Integrated Compliance Work Unit is as follows:

- Chairman : Head of Compliance Division
- Member : All staff of Compliance Division

The composition of Integrated Internal Audit Work Unit is as follows:

- Chairman : Head of Internal Audit Division
- Member : All staff of Internal Audit Division

The Composition of the Integrated Governance Committee of the Company

The Composition of the Integrated Governance Committee as of December 31, 2019 is as follows:

Name	Position in the Committee	Appointment Letter	Term of Office	Position in the Company
Rizal Bambang Prasetijo	Chairman	Decree of the Board of Commissioner No. 014/LGL/SKDEKOM/XI/2015.TRIM dated November 30, 2015, which was later updated by Decree of the BoC No. 001/DIR-SK/COMP/VII/2019.TRIM dated July 27, 2019.	2015 - Present	President Commissioner/ Independent Commissioner
Edy Sugito	Member	Decree of the Board of Commissioner No. 014/LGL/SKDEKOM/XI/2015.TRIM dated November 30, 2015, which was later updated by Decree of the BoC No.	2015 - Present	Commissioner/ Independent Commissioner

		001/DIR-SK/COMP/VII/2019.TRIM dated July 27, 2019.		
Togu Cornetius Simanjuntak	Member	Decree of the Board of Commissioner No. 001/DIR-SK/COMP/VII/2019.TRIM dated July 27, 2019.	2019 - Present	Independent Commissioner of the Subsidiary
Drs. Hasanudin, M. Ag	Member	Decree of the Board of Commissioner No. 001/DIR-SK/COMP/VII/2019.TRIM dated July 27, 2019.	2019 - Present	Sharia Supervisory Board of the Subsidiary

Profile of the Integrated Governance Committee



Rizal Bambang Prasetijo

- For complete profile, please refer to <https://www.trimegah.com/en/site/about/board-of-commissioners>



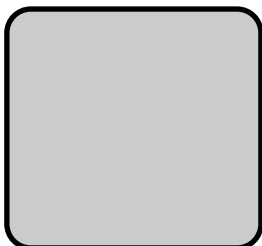
Edy Sugito

- For complete profile, please refer to <https://www.trimegah.com/en/site/about/board-of-commissioners>



Togu Cornetius Simanjuntak

- Indonesian citizen, 63 years old, domiciled in Jakarta
- Earned Bachelor's Degree in Economics from University of Krishnadwipayana, Jakarta in 1984. He holds Fund Manager License No. Kep-1042/PM.211/PJ-WMI/2016 in 18 November 2016 officiated by OJK.
- Has more than 29 years of working experience in the capital markets. Served in various positions in the Capital Market and Financial Institution Supervisor Agency, with the latest position as Head of Compliance of Investment Management Industry (2006 - 2011). Served as commissioner of PT Equator Investment (2011 - 2015), and Member of Audit Committee of Indonesia Stock Exchange (2015 - now).
- Serves as Commissioner of PT Trimegah Asset Management since October 2015.



Drs. Hasanudin, M. Ag

- Indonesian citizen, 59 years old, domiciled in Jakarta.
- Earned Bachelor's degree in 1989, Master's Degree in 1997, and Doctoral Degree in Islamic Studies in 2008 from IAIN Syarif Hidayatullah Jakarta.
- Started his career as Lecturer in Sharia and Law faculty IAIN Syarif Hidayatullah (Tahun 1990 - present), Lecturer in Sharia Faculty of Al-Qur'an Institute of Sciences Jakarta (1992 - present). Appointed as Secretary of Fatwa Indonesia Ulema Council (MUI) (1997 - 2010), Deputy Chair of the Fatwa Commission MUI (2010 - present), Member of Sharia Supervisory Board of BNI Syariah Bank, Member of the Sharia Accounting Standards Board of the Indonesian Institute of Accountants, Member of the Jakarta IDX Sharia Capital Market Development Team.
- Serves as Sharia Supervisory Board PT Trimegah Asset Management since October 10, 2015.

Independence of Integrated Governance Committee

The Company establishes the committee under the Board of Commissioners, who works professionally and independently, who collectively helps the Board of Commissioners in carrying out tasks and supervisory function and an advice in order to realize a good corporate governance system.

Policy and Implementation of the Integrated Governance Committee Meeting

The Integrated Governance Committee shall hold meetings at least once in six months. The Integrated Governance Committee meeting can be held by video conference. The results of Integrated Governance Committee meeting shall be set forth in minutes of meeting and well documented. Dissenting opinions that occurs in the Integrated Governance Committee meeting is to be clearly stated in the minutes of meeting along with the reason of the dissenting opinion.

In carrying out duties and responsibilities in 2017, Integrated Governance Committee conducted meeting that included a review over monitoring on the implementation of Integrated Governance which was later finalized in the assessment report on the implementation of Integrated Governance, delivered regularly to the Financial Services Authority for every position at the end of June and December.