



**RANCANGAN PERUBAHAN ANGGARAN DASAR/
DRAFT AMENDMENT OF ARTICLE OF ASSOCIATION (AoA)
PT BANK QNB INDONESIA TBK**

ANGGARAN DASAR SAAT INI/ CURRENT AoA		USULAN PERUBAHAN ANGGARAN DASAR/ PROPOSED AMENDMENT OF AoA	
Article/ Pasal 3.1.	To engage in banking sector in accordance with the provisions of the prevailing laws and regulations. <i>Melakukan usaha dibidang perbankan sesuai dengan ketentuan peraturan perundang-undangan yang berlaku.</i>	Article/ Pasal 3.1.	The purposes and objectives of the Company are to conduct commercial bank business activities in a conventional manner in banking sector in accordance with the provisions of the prevailing laws and regulations. <i>Maksud dan tujuan Perseroan ialah melakukan kegiatan usaha bank umum secara konvensional sesuai dengan ketentuan peraturan perundang-undangan yang berlaku.</i>
Article/ Pasal 3.2.	To achieve these purposes and objectives, the Company may carry out main business activities as follows: a. To raise funds from the public in the form of giro (current account), time deposits, certificates of deposit, savings and/or other equalized forms. b. To provide loans, either long-term, medium-term, or short-term, or loans in other forms commonly provided in the banking business. c. To issue certificate of debt acknowledgment. d. To buy, sell or underwrite at own risk or in favor of and at the instruction of its customers, including: - Notes, including drafts accepted by the Bank, which validity period is not longer than the normal trading practice of the said documents; - Certificate of debt acknowledgement and other	Article/ Pasal 3.2.	To achieve these purposes and objectives, the Company may carry out main business activities as follows: a. To raise funds from the public in the form of giro (current account), time deposits, certificates of deposit, savings and/or other equalized forms. b. To disburse fund in the form of loans of financing. c. Conducting activities in the field of payment systems. d. To place funds with, borrow funds from, or lend funds to other banks, either by letter, telecommunications facilities or by draft at sight, cheque or other means. e. To issue and/or carry out Securities transactions for the benefit of the Bank and/or the Customer. f. To provide a place to store valuables and securities. g. To carry out activities in Foreign Exchange. h. To carry out receivables transfer activities. i. To carry out custody activities for goods and securities.



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	<p>trading papers which validity period is not longer than the normal trading practice of the said documents;</p> <ul style="list-style-type: none"> - State Treasury Bills and Government Guarantees; - Central Bank Certificates (SBI); - Bonds; - Future commercial papers; - Other future securities instruments. <p>e. To transfer money either for own interest or for the benefit of customers.</p> <p>f. To place funds with, borrow funds from, or lend funds to other banks, either by letter, telecommunications facilities or by draft at sight, cheque or other means.</p> <p>g. To receive payments from bills on securities and perform calculations with or among third parties.</p> <p>h. To provide a place to store valuables and securities.</p> <p>i. To carry out custody activities for the benefit of other parties under a contract.</p> <p>j. To place funds with other customers in the form of securities that are listed or not listed on the stock exchange.</p> <p>k. To provide financing and/or carry out other activities based on sharia principles, in accordance with the provisions stipulated by Bank Indonesia.</p> <p>l. To perform factoring, credit card business and Trustee activities.</p> <p>m. To issue credit documents in various forms and</p>		<p>j. To carry out capital participation activities in Financial Service Institutions (hereinafter referred to as "LJK") and/or other companies that support the Banking industry by fulfilling the provisions set by the Financial Services Authority (hereinafter referred to as "OJK").</p> <p>k. To carry out temporary capital participation activities outside the LJK (Financial Service Institutions) to overcome the consequences of credit or financing failures, provided that they must withdraw their participation.</p> <p>l. To act as the founder of the Pension Fund (a legal entity which manages and carries out programs that promise to give pension benefit) and the management of the Pension Fund in accordance with the provisions of laws and regulations regarding the Pension Fund.</p> <p>m. To cooperate with other LJK (Financial Service Institution) and cooperate with other LJK (Financial Service Institution) in providing financial services to Customers.</p> <p>n. To conduct business activities as a digital bank.</p> <p>o. May purchase part or all of the Collateral, either through auction or outside the auction based on voluntary submission by the owner of the Collateral or based on the power to sell outside the auction from the owner of the Collateral in the event that the Debtor Customer does not fulfill its obligations to the Bank, provided that the purchased Collateral must be disbursed as soon as possible.</p> <p>p. To issue certificate of debt acknowledgment.</p> <p>q. To buy, sell or underwrite at own risk or in favor of and at the instruction of its customers, including:</p> <ul style="list-style-type: none"> - Notes, including drafts accepted by the Bank, which validity period is not longer than the normal trading practice of the
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<p>bank guarantees.</p> <p>n. To carry out activities in Foreign Exchange.</p> <p>o. To carry out capital participation activities in banks or other companies in financial sector such as financing, fund management, leasing, venture capital, securities companies, insurance, clearing and underwriting institutions as well as settlement and depository institutions.</p> <p>p. To carry out temporary equity participation activities to overcome the consequences of credit failure, or financing failure, both based on sharia principles and outside of sharia principles.</p> <p>q. To act as founder and manager of pension funds.</p> <p>r. To purchase collateral, either as a whole or in part, through or outside auctions in the event that the debtors do not fulfill their obligations to the bank, provided that the collateral must be sold within a short period of time.</p> <p>s. To carry out other activities commonly carried out by banks as long as they do not contradict the laws and regulations.</p> <p><i>Untuk mencapai maksud dan tujuan tersebut, Perseroan dapat melaksanakan kegiatan usaha utama, sebagai berikut:</i></p> <p>a. <i>Menghimpun dana dari masyarakat dalam bentuk simpanan berupa giro, deposito berjangka, sertifikat deposito, tabungan dan/atau bentuk lainnya yang dipersamakan dengan itu.</i></p>		<p>said documents;</p> <ul style="list-style-type: none"> - Certificate of debt acknowledgement and other trading papers which validity period is not longer than the normal trading practice of the said documents; - State Treasury Bills and Government Guarantees; - Central Bank Certificates (SBI); - Bonds; - Future commercial papers; - Other future securities instruments; <p>r. To transfer money either for own interest or for the benefit of customers;</p> <p>s. To receive payments from bills on securities and perform calculations with or among third parties;</p> <p>t. To place funds with other customers in the form of securities that are listed or not listed on the stock exchange.</p> <p>u. To perform factoring, credit card business and Trustee activities.</p> <p>v. To issue credit documents in various forms and bank guarantees.</p> <p>w. To carry out other activities with the approval of the OJK.</p> <p><i>Untuk mencapai maksud dan tujuan tersebut, Perseroan dapat melaksanakan kegiatan usaha utama, sebagai berikut:</i></p> <p>a. <i>Menghimpun dana dari masyarakat dalam bentuk Simpanan berupa Tabungan, Giro, Deposito berjangka, Sertifikat Deposito, dan/atau bentuk lainnya yang dipersamakan.</i></p>
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<p>b. Memberikan pinjaman baik jangka panjang, jangka menengah, atau jangka pendek atau pinjaman dalam bentuk lainnya yang lazim diberikan dalam usaha perbankan.</p> <p>c. Menerbitkan surat pengakuan hutang.</p> <p>d. Membeli, menjual atau menjamin atas resiko sendiri maupun untuk kepentingan dan atas perintah nasabahnya, meliputi:</p> <ul style="list-style-type: none">- Surat-surat wesel termasuk wesel yang diakseptasi oleh Bank yang masa berlakunya tidak lebih lama dari pada kebiasaan dalam perdagangan surat-surat dimaksud;- Surat pengakuan hutang dan kertas dagang lainnya yang masa berlakunya tidak lebih lama dari kebiasaan dalam perdagangan surat-surat dimaksud;- Kertas Perbendaharaan Negara dan Surat Jaminan Pemerintah;- Sertifikat Bank Indonesia (SBI);- Obligasi;- Surat dagang berjangka waktu;- Instrumen surat berharga lain yang berjangka waktu. <p>e. Memindahkan uang baik untuk kepentingan sendiri maupun untuk kepentingan nasabah.</p> <p>f. Menempatkan dana pada, meminjam dana dari, atau meminjamkan dana kepada bank lain, baik dengan menggunakan surat, sarana telekomunikasi maupun dengan wesel atas unjuk, cek atau sarana lainnya.</p>	<p>b. Menyalurkan dana dalam bentuk Kredit atau Pembiayaan.</p> <p>c. Melakukan aktivitas di bidang sistem pembayaran.</p> <p>d. Menempatkan dana pada Bank lain, meminjam dana dari Bank lain, atau meminjamkan dana kepada Bank lain, baik dengan menggunakan surat, sarana telekomunikasi maupun dengan wesel unjuk, cek, atau sarana lainnya.</p> <p>e. Menerbitkan dan/ atau melaksanakan transaksi Surat Berharga untuk kepentingan Bank dan/ atau Nasabah.</p> <p>f. Menyediakan tempat untuk menyimpan barang dan Surat Berharga.</p> <p>g. Melakukan kegiatan usaha dalam valuta asing.</p> <p>h. Melakukan kegiatan pengalihan piutang.</p> <p>i. Melakukan kegiatan Penitipan barang dan Surat Berharga.</p> <p>j. Melakukan kegiatan penyertaan modal pada Lembaga Jasa Keuangan (selanjutnya disebut "LJK") dan/ atau perusahaan lain yang mendukung industri Perbankan dengan memenuhi ketentuan yang ditetapkan oleh Otoritas Jasa Keuangan (selanjutnya disebut "OJK").</p> <p>k. Melakukan kegiatan penyertaan modal sementara di luar LJK untuk mengatasi akibat kegagalan Kredit atau Pembiayaan, dengan syarat harus menarik kembali penyertaannya.</p> <p>l. Bertindak sebagai pendiri Dana Pensiun dan pengurus Dana Pensiun sesuai dengan ketentuan peraturan perundang-undangan mengenai Dana Pensiun.</p>
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<p><i>g. Menerima pembayaran dari tagihan atas surat berharga dan melakukan perhitungan dengan atau antar pihak ketiga.</i></p> <p><i>h. Menyediakan tempat untuk menyimpan barang dan surat berharga.</i></p> <p><i>i. Melakukan kegiatan penitipan untuk kepentingan pihak lain berdasarkan suatu kontrak.</i></p> <p><i>j. Melakukan penempatan dana kepada nasabah lain dalam bentuk surat berharga yang tercatat ataupun yang tidak tercatat di bursa efek.</i></p> <p><i>k. Menyediakan pembiayaan dan/atau melakukan kegiatan lain berdasarkan prinsip syariah, sesuai dengan ketentuan yang ditetapkan Bank Indonesia.</i></p> <p><i>l. Melakukan kegiatan anjak piutang, usaha kartu kredit dan kegiatan Wali Amanat.</i></p> <p><i>m. Menerbitkan dokumen kredit dalam berbagai bentuk dan bank garansi.</i></p> <p><i>n. Melakukan kegiatan dalam Valuta Asing.</i></p> <p><i>o. Melakukan kegiatan penyertaan modal pada bank atau perusahaan lain dibidang keuangan seperti pembiayaan, pengelolaan dana, sewa guna usaha, modal ventura, perusahaan efek, asuransi, lembaga kliring dan penjaminan serta lembaga penyelesaian dan penyimpanan.</i></p> <p><i>p. Melakukan kegiatan penyertaan modal sementara untuk mengatasi akibat kegagalan kredit, atau kegagalan pembiayaan baik berdasarkan prinsip syariah maupun di luar prinsip syariah.</i></p> <p><i>q. Bertindak sebagai pendiri dan pengurus dana pensiun.</i></p>	<p><i>m. Melakukan kerja sama dengan LJK lain dan kerja sama dengan selain LJK dalam pemberian layanan jasa keuangan kepada Nasabah.</i></p> <p><i>n. Melakukan kegiatan usaha sebagai Bank digital.</i></p> <p><i>o. Dapat membeli sebagian atau seluruh Agunan, baik melalui pelelangan maupun di luar pelelangan berdasarkan penyerahan secara sukarela oleh pemilik Agunan atau berdasarkan kuasa untuk menjual di luar pelelangan dari pemilik Agunan dalam hal Nasabah Debitur tidak memenuhi kewajiban kepada Bank, dengan ketentuan Agunan yang dibeli wajib dicairkan secepatnya.</i></p> <p><i>p. Menerbitkan surat pengakuan hutang.</i></p> <p><i>q. Membeli, menjual atau menjamin atas resiko sendiri maupun untuk kepentingan dan atas perintah nasabahnya, meliputi:</i></p> <ul style="list-style-type: none">- Surat-surat wesel termasuk wesel yang diakseptasi oleh Bank yang masa berlakunya tidak lebih lama dari pada kebiasaan dalam perdagangan surat-surat dimaksud;- Surat pengakuan hutang dan kertas dagang lainnya yang masa berlakunya tidak lebih lama dari kebiasaan dalam perdagangan surat-surat dimaksud;- Kertas Perbendaharaan Negara dan Surat Jaminan Pemerintah;- Sertifikat Bank Indonesia (SBI);- Obligasi;- Surat dagang berjangka waktu;- Instrumen surat berharga lain yang berjangka waktu.
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	<p>r. <i>Membeli agunan, baik seluruh maupun sebagian, melalui atau diluar pelelangan dalam hal debitur tidak memenuhi kewajibannya kepada bank, dengan ketentuan bahwa agunan tersebut harus dijual dalam waktu singkat.</i></p> <p>s. <i>Melakukan kegiatan lain yang lazim dilakukan oleh bank sepanjang tidak bertentangan dengan peraturan perundang-undangan</i></p>		<p>r. <i>Memindahkan uang baik untuk kepentingan sendiri maupun untuk kepentingan nasabah.</i></p> <p>s. <i>Menerima pembayaran dari tagihan atas surat berharga dan melakukan perhitungan dengan atau antar pihak ketiga.</i></p> <p>t. <i>Melakukan penempatan dana kepada nasabah lain dalam bentuk surat berharga yang tercatat ataupun yang tidak tercatat di bursa efek.</i></p> <p>u. <i>Melakukan kegiatan anjak piutang, usaha kartu kredit dan kegiatan wali amanat.</i></p> <p>v. <i>Menerbitkan dokumen kredit dalam berbagai bentuk dan bank garansi.</i></p> <p>w. <i>Melakukan kegiatan lainnya dengan persetujuan Otoritas Jasa Keuangan.</i></p>
Article/ Pasal	N/A	Article/ Pasal 4.7.	<p>The stock split and share merger by the Company must follow the provisions of the prevailing laws and regulations, especially regulations in the Capital Market.</p> <p><i>Pemecahan saham dan penggabungan saham oleh Perseroan harus mengikuti ketentuan peraturan perundang-undangan yang berlaku, khususnya peraturan di bidang Pasar.</i></p>
Article/ Pasal 15.1.	The Company shall be managed and led by a Board of Directors.	Article/ Pasal 15.1.	The Company shall be managed and led by a Board of Directors and all members of the Board of Directors must be domiciled in Indonesia.



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	<i>Perseroan diurus dan dipimpin oleh Direksi.</i>		<i>Perseroan diurus dan dipimpin oleh Direksi dan seluruh anggota Direksi wajib berdomisili di Indonesia.</i>
Article/ Pasal 15.2.	The Board of Directors shall consist of at least 3 (three) people, one of whom shall be appointed as the President Director, and where necessary, one of them can be appointed as Vice President Director. <i>Direksi terdiri dari sekurang-kurangnya 3 (tiga) orang, seorang diantaranya diangkat sebagai Direktur Utama, dan apabila diperlukan seorang diantara mereka dapat diangkat sebagai Wakil Direktur Utama.</i>	Article/ Pasal 15.2.	The Board of Directors shall consist of at least 3 (three) people, - 1 (one) President Director, provided that the President Director must be from a party independent of the controlling shareholder, - 2 (two) or more Directors, one or more of them if necessary, may be appointed as Vice President Director, by pay attention to the laws and regulations that apply. <i>Direksi terdiri dari sedikit-dikitnya 3 (tiga) orang anggota yang terdiri dari:</i> - 1 (satu) orang Direktur Utama, dengan ketentuan Direktur Utama wajib berasal dari pihak yang independen terhadap pemegang saham pengendali. - 2 (dua) orang Direktur atau lebih, satu atau lebih diantaranya apabila diperlukan dapat diangkat menjadi Wakil Direktur Utama. <i>dengan memperhatikan peraturan perundang-undangan yang berlaku.</i>
Article/ Pasal 15.8.	Appointment of members of the Board of Directors who do not meet the requirements as referred to in paragraph 3 of this Article shall be null and void from the time another member of the Board of Directors or the Board of Commissioners finds out that these requirements are not fulfilled. Within a period of not	Article/ Pasal 15.8.	Appointment of members of the Board of Directors who do not meet the requirements as referred to in paragraph 3 of this Article shall be null and void from the time another member of the Board of Directors or the Board of Commissioners finds out that these requirements are not fulfilled. Within a period of not later than 7 (seven) days as from the date of the findings, other



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	<p>later than 7 (seven) days as from the date of the findings, other members of the Board of Directors or the Board of Commissioners must announce the cancellation of the appointment of the member of the Board of Directors concerned in a Newspaper and notify the Minister to be recorded in the Company Register.</p> <p><i>Pengangkatan anggota Direksi yang tidak memenuhi persyaratan sebagaimana dimaksud dalam ayat 3 Pasal ini batal karena hukum sejak saat anggota Direksi lainnya atau Dewan Komisaris mengetahui tidak terpenuhinya persyaratan tersebut. Dalam jangka waktu paling lambat 7 (tujuh) hari terhitung sejak diketahui, anggota Direksi lainnya atau Dewan Komisaris harus mengumumkan batalnya pengangkatan anggota Direksi- yang bersangkutan dalam Surat Kabar dan memberitahukannya kepada - Menteri untuk dicatat dalam daftar Perseroan.</i></p>		<p>members of the Board of Directors or the Board of Commissioners must announce the cancellation of the appointment of the member of the Board of Directors announced in accordance with OJK Regulations and notify the Minister of Law and Human Rights to be recorded in the Company's register, taking into account the applicable laws and regulations.</p> <p><i>Pengangkatan anggota Direksi yang tidak memenuhi persyaratan sebagaimana dimaksud dalam ayat 3 Pasal ini batal karena hukum sejak saat anggota Direksi lainnya atau Dewan Komisaris mengetahui tidak terpenuhinya persyaratan tersebut. Dalam jangka waktu paling lambat 7 (tujuh) hari terhitung sejak diketahui, anggota Direksi lainnya atau Dewan Komisaris harus mengumumkan batalnya pengangkatan anggota Direksi yang bersangkutan diumumkan sesuai dengan Peraturan OJK dan memberitahukannya kepada Menteri Hukum dan Hak Asasi Manusia untuk dicatat dalam daftar Perseroan, dengan memperhatikan peraturan perundangan yang berlaku</i></p>
<p>Article/ Pasal 16.8.</p>	<p>Without prejudice to its responsibilities, the Board of Directors has the right to appoint one or more proxies to act on behalf of the Board of Directors and for that purpose must provide a special power of attorney, in which the power of attorney the proxies are given the authorities to take certain actions.</p>	<p>Article/ Pasal 16.8.</p>	<p>Without prejudice to its responsibilities, the Board of Directors has the right to appoint one or more proxies to act on behalf of the Board of Directors and for that purpose must provide a special power of attorney, in which the power of attorney the proxies are given the authorities to take certain actions. Members of the Board of Directors are prohibited from granting general power of attorney to other parties resulting in the transfer of duties and functions of the Board of Directors.</p>



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	<i>Tanpa mengurangi tanggung jawabnya Direksi berhak untuk mengangkat seorang kuasa atau lebih untuk bertindak atas nama Direksi dan untuk maksud itu harus memberikan surat kuasa khusus, dalam mana diberi wewenang kepada pemegang-pemegang kuasa itu untuk melakukan tindakan-tindakan tertentu.</i>		<i>Tanpa mengurangi tanggung jawabnya Direksi berhak untuk mengangkat seorang kuasa atau lebih untuk bertindak atas nama Direksi dan untuk maksud itu harus memberikan surat kuasa khusus, dalam mana diberi wewenang kepada pemegang-pemegang kuasa itu untuk melakukan tindakan-tindakan tertentu. Anggota Direksi dilarang memberikan kuasa umum kepada pihak lain yang mengakibatkan pengalihan tugas dan fungsi Direksi.</i>
Article/ Pasal	N/A	Article/ Pasal 16.12.	To ensure the continuity of the duties and functions of the Board of Directors therefore in the event that one of the directors is unable to carry out duties, a replacement (acting/substitute) Director shall be appointed from member of the Board of Directors who will be concurrently carry the assigned duties. Provisions regarding Substitute Director will be following the OJK Regulations. <i>Dalam hal salah satu direktur tidak dapat menjalankan tugasnya, maka ditunjuk Direktur pengganti (pelaksana tugas anggota Direksi atau plt) yang merupakan anggota Direksi yang ditetapkan untuk merangkap pelaksanaan pembidangan tugas anggota Direksi tersebut, untuk menjaga kelancaran tugas dan fungsi Direksi. Ketentuan mengenai Direktur Pengganti dengan memperhatikan Peraturan OJK.</i>
Article/ Pasal	N/A	Article/ Pasal 16.13.	The duties and responsibilities of all Directors are carried out in accordance with OJK Regulations regarding the implementation of governance for commercial banks.



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			<i>Tugas dan tanggung jawab seluruh Direksi, dilaksanakan sesuai dengan Peraturan OJK mengenai penerapan tata kelola bagi bank umum.</i>
Article/ Pasal	N/A	Article/ Pasal 16.14.	The Board of Directors must have binding guidelines and work rules for each member of the Board of Directors in accordance with OJK Regulations. <i>Direksi wajib memiliki pedoman dan tata tertib kerja yang bersifat mengikat bagi setiap anggota Direksi sesuai dengan Peraturan OJK.</i>
Article/ Pasal	N/A	Article/ Pasal 16.15.	Members of the Board of Directors are prohibited from holding concurrent positions outside the company as per the prevailing laws and regulations and OJK regulations. <i>Anggota Direksi dilarang merangkap jabatan sebagaimana dilarang dalam peraturan perundang-undangan yang berlaku dan peraturan OJK.</i>
Article/ Pasal	N/A	Article/ Pasal 16.16.	The Board of Directors shall follow up on the findings of the audit or examination and recommendations from the Company's internal audit work unit, external auditors, the results of supervision of the Financial Services Authority, and/or the results of supervision of other authorities and institutions. <i>Direksi wajib menindaklanjuti temuan audit atau pemeriksaan dan rekomendasi dari satuan kerja audit intern Perseroan, auditor ekstern, hasil pengawasan Otoritas Jasa Keuangan,</i>



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			<i>dan/atau hasil pengawasan otoritas dan lembaga lain.</i>
Article/ Pasal 16.12	The provisions regarding the duties and authorities of the Board of Directors that have not been regulated in this articles of association shall refer to Regulation of OJK and other applicable laws and regulations. <i>Ketentuan mengenai tugas dan wewenang Direksi yang belum diatur dalam anggaran dasar ini mengacu pada Peraturan OJK dan ketentuan serta peraturan perundangan lainnya yang berlaku.</i>	Article/ Pasal 16.17.	Provisions regarding the Board of Directors including but not limited to duties and authorities, criteria, mechanisms and procedures for appointing, replacing, dismissing, and/or resigning members of the Board of Directors, including the authority attached to the Board of Directors, which have not been regulated in these articles of association are subject to OJK regulations, and other applicable laws and regulation. <i>Ketentuan mengenai Direksi termasuk namun tidak terbatas pada tugas dan wewenang, kriteria, mekanisme dan tata cara pengangkatan, penggantian, pemberhentian, dan/atau pengunduran diri anggota Direksi, termasuk kewenangan yang melekat kepada Direksi, yang belum diatur dalam anggaran dasar ini tunduk pada peraturan OJK, dan ketentuan serta peraturan perundangan lainnya yang berlaku.</i>
Article/ Pasal	N/A	Article/ Pasal 17.1.c	Every policy and strategic decision must be decided through the Board of Directors' Meeting by the supervision function the Board of Commissioners' duties and responsibilities. <i>Setiap kebijakan dan keputusan strategis wajib diputuskan melalui rapat Direksi dengan memperhatikan pengawasan sesuai tugas dan tanggung jawab Dewan Komisaris.</i>
Article/ Pasal 18.1.	The Board of Commissioners shall comprise at least 3 (three) members, consisting of the President Commissioner and 2 (two) or more members of Board	Article/ Pasal 18.1.	The Board of Commissioners shall comprise at least 3 (three) members and a maximum of equal to the total members of the Board of Directors, consisting of the President Commissioner



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	<p>of Commissioners, with due observance of the prevailing regulations.</p> <p><i>Dewan Komisaris terdiri dari sekurang-kurangnya 3 (tiga) orang anggota, yang terdiri dari Komisaris Utama dan 2 (dua) orang anggota Dewan Komisaris atau lebih, dengan memperhatikan peraturan yang berlaku.</i></p>		<p>and 2 (two) or more members of Board of Commissioners, and at least 1 (one) member of the Board of Commissioners shall be domiciled in Indonesia, with due observance of the prevailing regulations.</p> <p><i>Dewan Komisaris terdiri dari sekurang-kurangnya 3 (tiga) orang anggota dan sebanyak-banyaknya sama dengan jumlah anggota Direksi, yang terdiri dari Komisaris Utama dan 2 (dua) orang anggota Dewan Komisaris atau lebih, dan paling sedikit 1 (satu) orang anggota Dewan Komisaris wajib berdomisili di Indonesia, dengan memperhatikan peraturan yang berlaku.</i></p>
Article/ Pasal 18.4.	<p>In the event that the Board of Commissioners consists of more than 2 (two) members of Board of Commissioners, the number of Independent Commissioners must comply with the prevailing laws and regulations.</p> <p><i>Dalam hal Dewan Komisaris terdiri lebih dari 2 (dua) orang anggota Dewan Komisaris, jumlah Komisaris Independen wajib mengikuti ketentuan dan peraturan perundang-undangan yang berlaku.</i></p>	Article/ Pasal 18.3.	<p>Based on the OJK Regulation where the Board of Commissioners consists of 3 (three) members, 2 (two) of them shall be Independent Commissioners.</p> <p><i>Dalam hal Dewan Komisaris terdiri lebih dari 3 (tiga) orang anggota Dewan Komisaris, jumlah Komisaris Independen wajib mengikuti ketentuan dan peraturan perundang-undangan yang berlaku.</i></p>
Article/ Pasal 18.2.	<p>Each member of Board of Commissioners cannot act individually.</p> <p><i>Setiap anggota Dewan Komisaris tidak dapat bertindak sendiri-sendiri</i></p>	Article/ Pasal 18.21.	<p>Each member of Board of Commissioners cannot act individually.</p> <p><i>Setiap anggota Dewan Komisaris tidak dapat bertindak sendiri-sendiri.</i></p>



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<p>Article/ Pasal 18.11.</p>	<p>The appointment of members of Board of Commissioners who do not comply with the requirements as referred to in this Article shall be null and void from the time the other members of the Board of Commissioners or the Board of Directors become aware that these requirements have not been fulfilled. Within a period of no later than 7 (seven) calendar days from the date of discovery, the other members of the Board of Commissioners or the Board of Directors must announce the cancellation of the appointment of the member of the Board of Commissioners concerned in at least 1 (one) daily newspaper with national circulation and notify the Minister of Law and Human Rights of the Republic of Indonesia and/or his/her substitutes to be recorded in the Companies Register.</p> <p><i>Pengangkatan anggota Dewan Komisaris yang tidak memenuhi persyaratan sebagaimana dimaksud dalam Pasal ini batal karena hukum sejak saat anggota Dewan Komisaris lainnya atau Direksi mengetahui tidak terpenuhinya persyaratan tersebut. Dalam jangka waktu paling lambat 7 (tujuh) hari kalender terhitung sejak diketahui, anggota Dewan Komisaris lainnya atau Direksi harus mengumumkan batalnya pengangkatan anggota Dewan Komisaris yang bersangkutan dalam sekurang-kurangnya 1 (satu) Surat Kabar harian berperedaran Nasional dan memberitahukannya kepada Menteri Hukum dan Hak Asasi Manusia Republik Indonesia dan/atau penggantinya untuk dicatat dalam Daftar Perseroan.</i></p>	<p>Article/ Pasal 18.10.</p>	<p>The appointment of members of Board of Commissioners who do not comply with the requirements as referred to in paragraph 4 and 5 this Article shall be null and void from the time the other members of the Board of Commissioners or the Board of Directors become aware that these requirements have not been fulfilled. Within a period of no later than 7 (seven) calendar days from the date of discovery, the other members of the Board of Commissioners or the Board of Directors must announce the cancellation of the appointment of the member of the Board of Commissioners concerned announced in accordance with OJK Regulations and notify the Minister of Law and Human Rights of the Republic of Indonesia to be recorded in the Companies Register by taking into account the applicable laws and regulations.</p> <p><i>Pengangkatan anggota Dewan Komisaris yang tidak memenuhi persyaratan sebagaimana dimaksud dalam ayat 4 dan 5 Pasal ini batal karena hukum sejak saat anggota Dewan Komisaris lainnya atau Direksi mengetahui tidak terpenuhinya persyaratan tersebut. Dalam jangka waktu paling lambat 7 (tujuh) hari kalender terhitung sejak diketahui, anggota Dewan Komisaris lainnya atau Direksi harus mengumumkan batalnya pengangkatan anggota Dewan Komisaris yang bersangkutan diumumkan sesuai dengan Peraturan OJK dan memberitahukannya kepada Menteri Hukum dan Hak Asasi Manusia Republik Indonesia untuk dicatat dalam Daftar Perseroan dengan memperhatikan peraturan perundangan yang berlaku.</i></p>
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<p>Article/ Pasal 18.22.</p>	<p>Provisions regarding the Board of Commissioners that have not been regulated in this articles of association shall refer to Regulation of OJK and other applicable laws and regulations.</p> <p><i>Ketentuan mengenai Dewan Komisaris yang belum diatur dalam anggaran dasar ini mengacu pada Peraturan OJK dan ketentuan serta peraturan perundangan lainnya yang berlaku.</i></p>	<p>Article/ Pasal 18.23.</p>	<p>Provisions regarding the Board of Commissioners including but not limited to the criteria, mechanisms and procedures for appointing, replacing, dismissing, and/or resigning members of the Board of Commissioners, including the authority attached to members of the Board of Commissioners, which have not been regulated in these articles of association are subject to applicable OJK regulations.</p> <p><i>Ketentuan mengenai Dewan Komisaris termasuk namun tidak terbatas pada Kriteria, mekanisme dan tata cara pengangkatan, penggantian, pemberhentian, dan/atau pengunduran diri anggota Dewan Komisaris, termasuk kewenangan yang melekat kepada anggota Dewan Komisaris, yang belum diatur dalam anggaran dasar ini tunduk pada peraturan OJK.</i></p>
<p>Article/ Pasal</p>	<p>N/A</p>	<p>Article/ Pasal 19.1.b</p>	<p>The Board of Commissioners has the duties: supervise the follow-up of the Board of Directors on audit findings or examinations and recommendations from the Bank's internal audit work unit, external auditors, OJK supervision results, and/or the results of supervision of other authorities and institutions as referred to in OJK Regulations</p> <p><i>Dewan Komisaris bertugas: melakukan pengawasan terhadap tindak lanjut Direksi atas temuan audit atau pemeriksaan dan rekomendasi dari satuan kerja audit intern Bank, auditor ekstern, hasil pengawasan OJK, dan/atau hasil pengawasan otoritas dan lembaga lain sebagaimana dimaksud dalam Peraturan OJK.</i></p>



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<p>Article/ Pasal 19.8</p>	<p>In carrying out its duties: a. The Board of Commissioners is obliged to form a committee as required by laws and regulations and, if deemed necessary, may request expert assistance for a limited period of time in carrying out its duties at the expense of the Company; b. The Board of Commissioners must have and maintain the guidelines and work rules of the Board of Commissioners as referred to in the provisions of laws and regulations.</p> <p><i>Dalam menjalankan tugasnya</i> a. Dewan Komisaris wajib membentuk komite sebagaimana disyaratkan oleh peraturan perundang-undangan dan apabila dipandang perlu dapat meminta bantuan tenaga ahli untuk jangka waktu terbatas dalam melaksanakan tugasnya atas beban Perseroan; b. Dewan Komisaris wajib memiliki dan memelihara pedoman dan tata tertib kerja Dewan Komisaris sebagaimana dimaksud dalam ketentuan perundang-undangan</p>	<p>Article/ Pasal 19.8</p>	<p>In carrying out its duties, The Board of Commissioners is obliged to form a committee as required by laws and regulations and, if deemed necessary, may request expert assistance for a limited period of time in carrying out its duties at the expense of the Company;</p> <p><i>Dalam menjalankan tugasnya Dewan Komisaris wajib membentuk komite sebagaimana disyaratkan oleh peraturan perundang-undangan dan apabila dipandang perlu dapat meminta bantuan tenaga ahli untuk jangka waktu terbatas dalam melaksanakan tugasnya atas beban Perseroan</i></p>
<p>Article/ Pasal</p>	<p>N/A</p>	<p>Article/ Pasal 19.9.</p>	<p>The Board of Commissioners must have binding guidelines and work rules for each member of the Board of Commissioners in accordance with OJK Regulations.</p> <p><i>Dewan Komisaris wajib memiliki pedoman dan tata tertib kerja</i></p>



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			<i>yang bersifat mengikat bagi setiap anggota Dewan Komisaris sesuai dengan Peraturan OJK.</i>
Article/ Pasal		Article/ Pasal 20.8.	<p>The Board of Commissioners' meeting must be attended by all members of the Board of Commissioners physically at least 2 (two) times in 1 (one) year. Non-Independent Commissioners who reside abroad can attend the Board of Commissioners' meeting by utilizing information technology.</p> <p><i>Pelaksanaan rapat Dewan Komisaris wajib dihadiri oleh seluruh anggota Dewan Komisaris secara fisik paling sedikit 2 (dua) kali dalam 1 (satu) tahun. Komisaris Non Independen yang tidak dapat menghadiri rapat secara fisik dapat menghadiri rapat Dewan Komisaris melalui tatap muka dengan memanfaatkan teknologi informasi.</i></p>
Article/ Pasal 23	<p>SHARIA SUPERVISORY BOARD</p> <p>1. In order to carry out business activities based on the principles of Sharia, the Company maintains a Sharia Supervisory Board in charge of supervising the Company's business activities based on sharia principles, in which the placement of the members of the Sharia Supervisory Board must first be approved by the GMS or the GMS authorizes the Board of Directors to assign the members of the Sharia Supervisory Board, with due observance of the provisions of Bank Indonesia and the National Sharia Council.</p> <p>2. The Sharia Supervisory Board has the following</p>	Article/ Pasal	<p>To be deleted</p> <p><i>Dihapuskan</i></p>



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	<p>functions:</p> <ul style="list-style-type: none">a. as counsels and advisers to the Board of Directors, Heads of Sharia Business Units, and Heads of Company's Sharia Branch Offices on matters related to sharia aspects.b. as a mediator between the Company and the National Sharia Council in communicating proposals and suggestions for the development of the Company's products and services that require studies and fatwas from the National Sharia Council.c. as a representative of the National Sharia Council assigned to the Company. The Sharia Supervisory Board is obliged to report on the business activities and developments of the Company to the National Sharia Council at least once a year. <p>DEWAN PENGAWAS SYARIAH</p> <p>1. <i>Dalam rangka melaksanakan kegiatan usaha berdasarkan prinsip syariah, Perseroan menempatkan Dewan Pengawas Syariah yang bertugas mengawasi kegiatan usaha Perseroan berdasarkan prinsip syariah, dimana penempatan anggota Dewan Pengawas Syariah tersebut terlebih dahulu mendapat persetujuan RUPS atau RUPS memberikan wewenang kepada Direksi untuk menempatkan anggota Dewan Pengawas Syariah tersebut, dengan memperhatikan</i></p>		
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	<p><i>ketentuan Bank Indonesia dan Dewan Syariah Nasional.</i></p> <p>2. <i>Dewan Pengawas Syariah mempunyai fungsi antara lain :</i></p> <ul style="list-style-type: none">a. <i>sebagai penasehat dan pemberi saran kepada Direksi, Pimpinan Unit -Usaha Syariah dan Pimpinan Kantor Cabang Syariah Perseroan mengenai hal-hal yang terkait dengan aspek syariah.</i>b. <i>sebagai mediator antara Perseroan dengan Dewan Syariah Nasional -dalam mengkomunikasikan usul dan saran pengembangan produk dan jasa Perseroan yang memerlukan kajian dan fatwa dari Dewan Syariah Nasional.</i>c. <i>sebagai perwakilan Dewan Syariah Nasional yang ditempatkan pada Perseroan. Dewan Pengawas Syariah wajib melaporkan kegiatan usaha serta perkembangan Perseroan kepada Dewan Syariah Nasional sekurang-kurangnya satu kali dalam satu tahun</i>		
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