

# ASEAN CORPORATE GOVERNANCE SCORECARD

Part B : Hak Suara dan Hak Pengungkapan

Kepemilikan

*Equitable Treatment of Shareholders*

## Appendix

### Level 1

<b>B. Equitable Treatment of Shareholders</b>	
<b>B.1 Shares and voting rights</b>	
B.1.1 Does the company's ordinary or common shares have one vote for one share?	<p>Based on the Articles of Association of the Company.</p> <p><a href="https://www.permatabank.com/sites/default/files/Articles%20of%20Association_1.pdf">https://www.permatabank.com/sites/default/files/Articles%20of%20Association_1.pdf</a></p>
B.1.2 Where the company has more than one class of shares, does the company publicise the voting rights attached to each class of shares (e.g. through the company website / reports/ the stock exchange/ the regulator's website)?	<p>The Company has two classes of shares (Class A and Class B), however those two classes of shares have the same rights and there is no difference in treatment at all between those two classes of shares.</p> <p>Based on the Articles of Association of the Company.</p> <p><a href="https://www.permatabank.com/sites/default/files/Articles%20of%20Association_1.pdf">https://www.permatabank.com/sites/default/files/Articles%20of%20Association_1.pdf</a></p>
<b>B.2 Notice of AGM</b>	
B.2.1 Does each resolution in the most recent AGM deal with only one item, i.e., there is no bundling of several items into the same resolution?	<p>There was no bundling of several items decided in each resolution. Based on resolutions of AGMS 2022.</p> <p><a href="https://www.permatabank.com/sites/default/files/documents/pdf/Summary%20of%20AGMS%20Resolution_Bank%20Permata.pdf">https://www.permatabank.com/sites/default/files/documents/pdf/Summary%20of%20AGMS%20Resolution_Bank%20Permata.pdf</a></p>
B.2.2 Are the company's notice of the most recent AGM/circulars fully translated into English and published on the same date as the local-language version?	<p>Based on the notice of AGMS 2022.</p> <p><a href="https://www.permatabank.com/en/tentang-kami/hubungan-investor#!/General-Meeting-of-Shareholders">https://www.permatabank.com/en/tentang-kami/hubungan-investor#!/General-Meeting-of-Shareholders</a></p> <p><a href="https://www.permatabank.com/sites/default/files/documents/pdf/AGMS%20Invitation_BNLI.pdf">https://www.permatabank.com/sites/default/files/documents/pdf/AGMS%20Invitation_BNLI.pdf</a></p>

**Does the notice of AGM/circulars have the following details**

B.2.3 Are the profiles of directors/commissioners (at least age, academic qualification, date of appointment, experience, and directorships in other listed companies) in seeking election/re-election included?

Based on the explanation agenda AGMS 2022.  
<https://www.permatabank.com/en/tentang-kami/hubungan-investor#!/General-Meeting-of-Shareholders>

<https://www.permatabank.com/sites/default/files/documents/pdf/Additional%20AGMS%20Agenda%20Exlanation.pdf>

B.2.4 Are the auditors seeking appointment/re-appointment clearly identified?

Based on explanation agenda AGMS 2022.  
<https://www.permatabank.com/en/tentang-kami/hubungan-investor#!/General-Meeting-of-Shareholders>

<https://www.permatabank.com/sites/default/files/documents/pdf/Additional%20AGMS%20Agenda%20Exlanation.pdf>

B.2.5 Were the proxy documents made easily available?

The form of Power of Attorney is available in website.

<https://www.permatabank.com/en/tentang-kami/hubungan-investor#!/General-Meeting-of-Shareholders>

<https://www.permatabank.com/sites/default/files/documents/pdf/POA%20AGMS.pdf>

**B.3 Insider trading and abusive self-dealing should be prohibited.**

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?

Based on the Code of Ethic and 2021 Annual Report page 845-849, in section Code of Ethic.  
[https://www.permatabank.com/sites/default/files/documents/pdf/AR2021\\_PB\\_26042022\\_hires\\_0.pdf](https://www.permatabank.com/sites/default/files/documents/pdf/AR2021_PB_26042022_hires_0.pdf)

<https://www.permatabank.com/en/tentang-kami/tata-kelola-perusahaan#!/Code-of-Ethics>

B.3.2 Are the directors / commissioners required to report their dealings in company shares within 3 business days?

Based on Policy on Trading of Shares of PT Bank Permata Tbk By Members of The Board of Commissioners and the Board of Directors.  
[https://www.permatabank.com/sites/default/files/documents/pdf/Policy%20Perdagangan%20Saham%202021\\_file%20exe\\_1.pdf](https://www.permatabank.com/sites/default/files/documents/pdf/Policy%20Perdagangan%20Saham%202021_file%20exe_1.pdf)

**B.4 Related party transactions by directors and key executives**

<p>B.4.1 Does the company have a policy requiring directors /commissioners to disclose their interest in transactions and any other conflicts of interest?</p>	<p>Based on the Articles of Association of the Company.  <a href="https://www.permatabank.com/sites/default/files/Articles%20of%20Association_1.pdf">https://www.permatabank.com/sites/default/files/Articles%20of%20Association_1.pdf</a></p> <p>Based on the information in 2021 Annual Report page 358-359 and page 805-806.  <a href="https://www.permatabank.com/sites/default/files/documents/pdf/AR2021_PB_26042022_hires_0.pdf">https://www.permatabank.com/sites/default/files/documents/pdf/AR2021_PB_26042022_hires_0.pdf</a></p>
<p>B.4.2 Does the company have a policy requiring a committee of independent directors/commissioners to review material RPTs to determine whether they are in the best interests of the company and shareholders?</p>	<p>Based on the Audit Committee Charter, which mentioned:  <i>The Audit Committee provides recommendation at the request of BOC that includes whether there is potential conflict of interest in the submission of material affiliated transaction plan submitted by Management to BOC. The definition of affiliated transactions refers to prevailing OJK Regulations.</i>  <a href="https://www.permatabank.com/sites/default/files/documents/pdf/Audit%20Committee%20Charter%202020_0.pdf">https://www.permatabank.com/sites/default/files/documents/pdf/Audit%20Committee%20Charter%202020_0.pdf</a></p>
<p>B.4.3 Does the company have a policy requiring board members (directors/commissioners) to abstain from participating in the board discussion on a particular agenda when they are conflicted?</p>	<p>Based on the Articles of Association of PermataBank.  <a href="https://www.permatabank.com/sites/default/files/Articles%20of%20Association_0.pdf">https://www.permatabank.com/sites/default/files/Articles%20of%20Association_0.pdf</a></p> <p>Based on the Code of Ethics.  <a href="https://www.permatabank.com/sites/default/files/documents/pdf/Kode%20Etik%20BOD%20BOC%20dan%20Pendukung%20Organ%202021_file%20exe_2.pdf">https://www.permatabank.com/sites/default/files/documents/pdf/Kode%20Etik%20BOD%20BOC%20dan%20Pendukung%20Organ%202021_file%20exe_2.pdf</a></p>

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?

As stated in LLL policy, which mentioned:  
*Credit to Executive Officer, BOD and BOC shall be exempted from Credit to Related Parties to the extent that credit is given as part of human resources welfare and based on policy of benefit & allowance and being provided on arm's length basis as per Bank's policy.*

**B.5 Protecting minority shareholders from abusive actions**

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?

In 2021 Annual Report page 805-806, in section Affiliated Party Transaction in Accordance with OJK Regulation No. 42/POJK.04/2020.  
[https://www.permatabank.com/sites/default/files/documents/pdf/AR2021\\_PB\\_26042022\\_hires\\_0.pdf](https://www.permatabank.com/sites/default/files/documents/pdf/AR2021_PB_26042022_hires_0.pdf)

B.5.2 In case of related party transactions requiring shareholders' approval, is the decision made by disinterested shareholders?

The Company didn't have any related party transactions requiring shareholders' approval.