

## Tata Kelola Perusahaan

### Good Corporate Governance

Sebagai salah satu anak perusahaan dari Mizuho Bank, Ltd., Bank memiliki suatu jaringan usaha global yang dengan kantor cabang-cabang dan anak-anak perusahaan Mizuho Financial Group, Inc. (meliputi Mizuho Bank, Ltd., Mizuho Securities Co., Ltd., dan Mizuho Trust & Banking Co., Ltd.) di luar negeri.

#### Penerapan *Good Corporate Governance*

Sebagaimana diatur dalam Surat Edaran Bank Indonesia No.13/24/DPNP, Bank Umum diwajibkan melakukan penilaian sendiri atas tingkat kesehatan Bank dengan menggunakan pendekatan Risiko (*Risk-based Bank Rating/RBBR*) baik secara individual maupun secara konsolidasi, dengan cakupan penilaian meliputi faktor-faktor sebagai berikut: Profil Risiko (*risk profile*), *Good Corporate Governance (GCG)*, Rentabilitas (*earnings*), dan Permodalan (*capital*), untuk menghasilkan Peringkat Komposit Tingkat Kesehatan Bank.

Penilaian sendiri atas GCG merupakan penilaian terhadap kualitas manajemen Bank atas pelaksanaan prinsip-prinsip GCG berdasarkan Peraturan Bank Indonesia tentang Pelaksanaan GCG bagi Bank Umum.

Berdasarkan Surat Edaran Bank Indonesia No.15/15/DPNP, selama tahun 2013 Bank telah melakukan penilaian sendiri atas pelaksanaan GCG sesuai periode penilaian Tingkat Kesehatan Bank yaitu untuk posisi akhir Juni dan Desember.

Penilaian dilakukan terhadap kecukupan dan efektivitas pelaksanaan prinsip GCG yang dilakukan secara komprehensif dan terstruktur atas kriteria / indikator yang ditetapkan oleh Bank Indonesia, sebagai berikut :

1. Pelaksanaan tugas dan tanggung jawab Dewan Komisaris
2. Pelaksanaan tugas dan tanggung jawab Direksi
3. Kelengkapan dan pelaksanaan tugas Komite
4. Penanganan benturan kepentingan
5. Penerapan fungsi kepatuhan bank
6. Penerapan fungsi audit intern
7. Penerapan fungsi audit ekstern
8. Penerapan manajemen risiko termasuk sistem pengendalian intern
9. Penyediaan dana kepada pihak terkait (*related party*) dan

As one of the subsidiaries of Mizuho Bank, Ltd., the Bank has a global network consisting of overseas branches and subsidiaries of Mizuho Financial Group, Inc. (covering Mizuho Bank, Ltd., Mizuho Securities Co., Ltd., and Mizuho Trust & Banking Co., Ltd.).

#### Implementation of *Good Corporate Governance*

As required by Bank Indonesia Circular Letter No.13/24/DPNP, commercial banks are required to conduct self assessment of bank soundness level by using risk based approach (*Risk Based Bank Rating*), both individually and consolidated, with assessment coverage covering the following factors: risk profile, *Good Corporate Governance*, Earnings and Capital, to obtain Composit Rating of Bank Soundness.

Self assessment over GCG constitutes an assessment of the Bank's management quality in the implementation of GCG principles based on Bank Indonesia regulation concerning the implementation of GCG for commercial banks.

Based on Bank Indonesia Circular Letter No.15/15/DPNP during 2013, Bank has conducted self-assessment over GCG implementation according to the Bank's Soundness Level period i.e. for the positions at end of June and December.

Assessment was conducted over the adequacy and effectiveness of the GCG principles implementation that was conducted in a comprehensive and structured manner over criterias / indicators set by Bank Indonesia, as follows :

1. Implementation of duties and responsibilities of the Board of Commissioners
2. Implementation of duties and responsibilities of the Board of Directors
3. The completeness and the implementation of committee's duties
4. The handling of conflict of interests
5. The implementation of compliance function
6. The implementation of internal audit function
7. The implementation of external audit function
8. Implementation of risk management including the internal control system
9. Provision of funds to related parties and large exposure

penyediaan dana besar (*large exposure*).

10. Transparansi kondisi keuangan dan non keuangan, laporan pelaksanaan GCG dan pelaporan internal
11. Rencana strategis Bank

Dalam melakukan penilaian, Bank mengelompokkan penilaian ke dalam tiga aspek *governance*, yaitu *governance structure*, *governance process* dan *governance outcome*.

Berdasarkan penilaian yang dilakukan terhadap 11 (sebelas) kriteria / indikator diatas, Bank menyimpulkan faktor positif dan negatif dari masing-masing aspek *governance*.

Untuk periode akhir Juni dan Desember 2013, peringkat GCG Bank adalah 2 (dua) atau setara dengan peringkat "Baik".

10. Transparency of financial and non financial condition, report of GCG implementation and internal reporting
11. Bank Strategic Plan

In conducting assessment, the Bank categorized the assessment into 3 (three) governance aspects, i.e governance structure, governance process and governance outcome.

Based on the assessment conducted over the above 11 (eleven) criterias / indicators, the Bank concludes the positive and negative factors of each aspects of the governance.

For the period of end of June and December 2013, GCG rating of the Bank is 2 (two) or equivalent to predicate "Good".