



Tata Kelola Perusahaan Good Corporate Governance

Bank menyadari bahwa pengelolaan Perusahaan di pengaruhi oleh beberapa hal antara lain penerapan *prudential banking practices* dan manajemen risiko secara konsisten serta bekerja berdasarkan prinsip-prinsip Tata Kelola Perusahaan (*Corporate Governance*).

Sebagaimana diatur dalam Peraturan Otoritas Jasa Keuangan No. 4/POJK.03/2016 dan Surat Edaran Otoritas Jasa Keuangan No. 14/SEOJK.03/2017 tentang Penilaian Tingkat Kesehatan Bank Umum, 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*), Tata Kelola Perusahaan (*Corporate Governance*), Rentabilitas (*Earnings*) dan Permodalan (*Capital*) untuk menghasilkan Peringkat Komposit Tingkat Kesehatan Bank.

Penilaian sendiri atas penerapan Tata Kelola Perusahaan merupakan penilaian terhadap kualitas manajemen Bank atas pelaksanaan prinsip-prinsip Tata kelola berdasarkan Peraturan Otoritas Jasa Keuangan tentang Pelaksanaan Tata Kelola bagi Bank Umum, yang terdiri dari transparansi, akuntabilitas, dapat dipertanggungjawabkan, independen dan kejujuran.

The Bank is aware that management of the Company is influenced by several factors, among others, the application of prudential banking practices and risk management consistently and working based on Corporate Governance principles.

As regulated in Financial Service Authority's Regulation No. 4/POJK.03/2016 and Financial Services Authority's Circular Letter No. 14/SEOJK.03/2017 concerning Self-Assessment of Commercial Bank Soundness Level, commercial banks are required to conduct self-assessment over the Bank's soundness level by using Risk based approach (Risk Based Bank Rating/RBBR) both on individual or consolidated basis, covering assessment of the following factors: Risk Profile, Corporate Governance, Earnings and Capital to get the Composite Rating of Bank Soundness.

Self-assessment over the implementation of Corporate Governance is an assessment over the Bank's management quality in the implementation of Governance principles based on Financial Services Authority's Regulation pertaining the Implementation of Governance for Commercial Banks, consisting of transparency, accountability, responsibility, independency and fairness.

Berdasarkan Surat Edaran Otoritas Jasa Keuangan No.13/SEOJK.03/2017, selama tahun 2022 Bank telah melakukan penilaian sendiri atas pelaksanaan Tata Kelola Perusahaan sesuai periode penilaian Tingkat Kesehatan Bank yaitu untuk posisi akhir Juni dan Desember.

Based on Financial Services Authority Circular Letter No.13/SEOJK.03/2017, during the year 2022 the Bank has conducted self-assessment over the Corporate Governance implementation in accordance with the Bank's Soundness Level period i.e. for the position at the end of June and December.



Penilaian dilakukan terhadap kecukupan dan efektivitas pelaksanaan prinsip Tata Kelola Perusahaan yang dilakukan secara komprehensif dan terstruktur atas kriteria/indikator yang ditetapkan oleh Otoritas Jasa Keuangan, sebagai berikut :

Assessment was conducted over the adequacy and effectiveness of the Governance principles implementation that is conducted in a comprehensive and structured manner upon criteria/indicators as determined by Financial Services Authority, as follows :

1. Pelaksanaan tugas dan tanggung jawab Direksi / *Implementation of the Board of Directors' duties and responsibilities*
2. Pelaksanaan tugas dan tanggung jawab Dewan Komisaris / *Implementation of the Board of Commissioners' duties and responsibilities*
3. Kelengkapan dan pelaksanaan tugas Komite / *Implementation of the Board of Directors' duties and responsibilities*
4. Penanganan benturan kepentingan / *The handling of conflict of interests*
5. Penerapan fungsi kepatuhan bank / *The implementation of bank's compliance function*
6. Penerapan fungsi audit intern / *The implementation of internal audit function*
7. Penerapan fungsi audit ekstern / *The implementation of external audit function*
8. Penerapan manajemen risiko termasuk sistem pengendalian intern / *The implementation of risk management including internal control system*
9. Penyediaan dana kepada pihak terkait dan penyediaan dana besar / *The provision of funds to related parties and large exposure*
10. Transparansi kondisi keuangan dan non keuangan, laporan pelaksanaan Tata Kelola dan pelaporan internal / *Transparency of financial and non-financial conditions, report on Governance implementation and internal reporting*
11. Rencana strategis Bank / *The Bank's strategic plan*

Dalam melakukan penilaian, Bank mengelompokkan penilaian ke dalam 3 (tiga) aspek *governance*, yaitu :

In conducting assessment, the Bank classified assessment into 3 (three) *governance* aspects, i.e. :



Berdasarkan penilaian yang dilakukan terhadap 11 (sebelas) kriteria/indikator di atas, Bank menyimpulkan faktor positif dan negatif dari masing-masing aspek tata kelola.

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

Untuk periode akhir Juni dan Desember 2022, peringkat Tata Kelola Bank adalah 2 (dua) atau setara dengan peringkat :

For the period of end of June and December 2022, GCG rating of the Bank was 2 (two) or equivalent to the level of :

"BAIK"

"GOOD"



Grup Keuangan *Financial Group*

Pada tahun 2020, OJK mengeluarkan peraturan OJK (POJK) No. 45/POJK.03/2020 mengenai Konglomerasi Keuangan. Peraturan ini mencabut sebagian ketentuan POJK No. 18/POJK.03/2014 mengenai Penerapan Tata Kelola Terintegrasi bagi Konglomerasi Keuangan.

Berdasarkan surat OJK No. S-80/PB.32.2021 tanggal 24 Juni 2021 perihal Perubahan Status Konglomerasi Keuangan Grup Mizuho, Bank dan PT Orico Balimor Finance (d.h. PT Mizuho Balimor Finance) tidak lagi memenuhi kriteria sebagai Konglomerasi Keuangan berdasarkan POJK No. 45/POJK.03/2020 tentang Konglomerasi Keuangan. Saat ini status Konglomerasi Keuangan telah berganti menjadi Grup Keuangan.

Oleh karena itu, Bank tidak memiliki kewajiban untuk melaporkan penilaian sendiri atas Penerapan Tata Kelola Terintegrasi dimulai dari periode 30 Juni 2021 Namun sehubungan dengan Grup Keuangan, Bank, PT Orico Balimor Finance (dahulu PT Mizuho Balimor Finance), dan PT Mizuho Leasing Indonesia Tbk., (dahulu PT Verena Multi Finance Tbk.) diminta untuk menyampaikan pengkinian informasi dan data Grup Keuangan kepada OJK secara semesteran untuk periode bulan Juni dan Desember, dan disampaikan oleh Bank pada bulan Agustus dan Maret tahun berikutnya. Untuk itu Bank telah menyampaikan laporan Grup Keuangan Mizuho semester I kepada OJK pada tanggal 5 Agustus 2022 untuk data posisi Juni 2022.

In 2020, OJK has issued OJK regulation (POJK) No. 45/POJK.03/2020 regarding Financial Conglomerates. This regulation revokes partial of the provision in POJK No.18/POJK.03/2014 regarding Implementation of Integrated Governance in Financial Conglomeration.

Based on OJK letter No. S-80/PB.32/2021 dated 24 June 2021 regarding Changes in Status of the Mizuho Group Financial Conglomerate, Bank and PT Orico Balimor Finance (formerly PT Mizuho Balimor Finance) no longer meet the criteria as a Financial Conglomerate based on POJK No. 45/POJK.03/2020 concerning Financial Conglomerates. Currently the status of the Financial Conglomerate has changed to a Financial Group.

Therefore, the Bank has no obligation to report a self-assessment on the Implementation of Integrated Governance for the period of 30 June 2021. However, in relation to the Finance Group, the Bank, PT Orico Balimor Finance (formerly PT Mizuho Balimor Finance), and PT Mizuho Leasing Indonesia Tbk., (formerly PT Verena Multi Finance Tbk.) are required to submit updated information and data on the Financial Group to OJK on a semiannual basis for the period of June and December, and submitted by the Bank in August and March of the following year. Therefore, the Bank has submitted the 1st semester of Mizuho Financial Group report to OJK on 5 August 2022 for data position as of June 2022.

