

Good Corporate Governance Bank Resona Perdania 2007



LAPORAN PELAKSANAAN GOOD CORPORATE GOVERNANCE

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Laporan ini dibuat untuk memenuhi ketentuan Peraturan Bank Indonesia (PBI) No. 8/4/PBI/2006 tanggal 30 Januari 2006, perubahannya No. 8/14/PBI/2006 tanggal 5 Oktober 2006 dan Surat Edaran Bank Indonesia No. 9/12/DPNP tanggal 30 Mei 2007 perihal Pelaksanaan *Good Corporate Governance* bagi Bank Umum.

PT. Bank Resona Perdania menyadari sepenuhnya bahwa untuk berkembang dan maju, penerapan *Good Corporate Governance* secara serius dan efektif merupakan tuntutan yang tidak dapat ditawar lagi. Sebagai subyek *Good Corporate Governance*, bank telah menerapkan peraturan-peraturan yang mendukung terlaksananya implementasi *Good Corporate Governance* dengan efektif.

Good Corporate Governance adalah gambaran tanggung jawab bank kepada *stakeholders* dimana penerapan prinsip-prinsip *Good Corporate Governance* dan penyempurnaan berbagai kebijakan perlu dilakukan agar masyarakat menerima informasi yang seharusnya mereka peroleh sebagai dasar kepercayaan mereka terhadap bank.

Kerangka kerja bank pada dasarnya mengacu kepada Anggaran Dasar Perusahaan, Peraturan Bank Indonesia, peraturan yang dikeluarkan oleh pemerintah serta praktek-praktek internasional terbaik yang relevan dan dalam menjalankan kegiatan usahanya senantiasa berlandaskan kepada 5 (lima) prinsip dasar *Good Corporate Governance*, yaitu:

1. **Transparansi**
 - Bank telah melaksanakan prinsip keterbukaan dalam mengemukakan informasi yang material dan relevan serta keterbukaan dalam proses pengambilan keputusan.
 - Informasi disampaikan tepat waktu, memadai, jelas, akurat dan dapat diperbandingkan serta mudah diakses oleh *stakeholders* sesuai dengan haknya.

This report has been prepared to meet the Bank of Indonesia Regulation No. 8/4/PBI/2006 dated January 30, 2006, revision No. 8/14/PBI/2006 dated October 5, 2006 and the Bank of Indonesia Circular Letter No. 9/12/DPNP dated May 30, 2007 concerning the Implementation of Good Corporate Governance for Commercial Bank.

PT. Bank Resona Perdania is fully aware that in order to develop and to progress, serious and effective implementation of Good Corporate Governance is an obligatory requirement. As the subject of Good Corporate Governance, the bank has implemented regulations that support effective implementation of Good Corporate Governance.

Good Corporate Governance is the reflection of the bank responsibility to its stakeholders where the implementation of the principles of Good Corporate Governance and perfection of various policies need to be realized so that public can find information that they are supposed to receive as the basis of their trust to the bank.

The banking operational framework basically refers to Company Statute, Regulations of the Bank of Indonesia, regulations issued by the government and relevant best international practices and in dealing with operational activities always holds on to the 5 (five) basic principles of Good Corporate Governance, as the bellows:

1. **Transparency**
 - *The bank has implemented the transparency system in revealing material and relevant information as well as transparency in the process of decision making.*
 - *The information is revealed timely, properly, perceptibly, accurately, comparable and accessible by the stakeholders in accordance with their rights.*

- Informasi meliputi hal-hal yang bertalian dengan visi, misi, sasaran usaha dan strategi perusahaan, kondisi keuangan, susunan pengurus, susunan pemegang saham dan hal-hal lain yang dapat mempengaruhi kondisi bank.
- Prinsip keterbukaan dilaksanakan dengan memperhatikan kewajiban bank untuk memenuhi ketentuan rahasia bank sesuai peraturan perundang-undangan yang berlaku, rahasia jabatan dan hak-hak pribadi.

2. Akuntabilitas

- Bank telah menetapkan tanggung jawab yang jelas dari masing-masing organ organisasi yang selaras dengan visi, misi, sasaran usaha dan strategi perusahaan.
- Bank terus berusaha agar semua organ organisasi yang ada mempunyai kompetensi sesuai dengan tanggung jawabnya dan memahami perannya dalam pelaksanaan *Good Corporate Governance*.
- Bank telah memastikan adanya *check and balance system* dalam pengelolaan perusahaan.
- Bank telah memiliki ukuran kinerja dari semua jajaran karyawan berdasarkan ukuran-ukuran yang disepakati, konsisten dengan nilai perusahaan, sasaran usaha dan strategi perusahaan serta memiliki *reward and punishment system*.

3. Pertanggungjawaban

Untuk menjaga kelangsungan usahanya, bank selalu berpedoman pada prinsip kehati-hatian dan menjamin dilaksanakannya ketentuan yang berlaku.

4. Independensi

- Bank selalu menghindari terjadinya dominasi yang tidak wajar oleh *stakeholders* manapun dan tidak terpengaruh oleh kepentingan sepihak serta bebas dari benturan kepentingan.
- Bank dalam mengambil keputusan selalu objektif dan bebas dari segala tekanan dari pihak manapun.

5. Kewajaran

- Bank senantiasa memperhatikan kepentingan seluruh *stakeholders* berdasarkan asas kesetaraan dan kewajaran.
- Bank senantiasa memberikan kesempatan kepada seluruh *stakeholders* untuk memberikan masukan dan menyampaikan pendapat bagi kepentingan bank serta mempunyai akses terhadap informasi sesuai dengan haknya.

- *The information covers subjects related to the vision, mission, business targets and company's strategies, financial condition, organizational structure, shareholders structure and other things that may affect the condition of the bank.*
- *The principle of transparency is implemented by considering the bank's obligation to fulfil provisions concerning bank secrecy in line with the applicable regulations of laws, confidentiality of the position and the rights of privacy.*

2. Accountability

- *The bank has determined a clear responsibility of each organ of the organization in line with the vision, mission, business targets and company strategy.*
- *The bank keeps endeavouring that all the existing organizational organs have competence in line with their responsibility and understands its role in the implementation of Good Corporate Governance.*
- *The bank has ensured the existence of check and balance system in the operation of the company.*
- *The bank has owned performance appraisal instruments of all employment segments based on the agreed standard which is consistent with the corporate values, business targets and company strategies. The bank also has reward and punishment system to support those systems.*

3. Responsibility

In order to maintain the sustainability of its business, the bank always holds the prudential principle and guarantees the implementation of applicable rules.

4. Independency

- The bank always finds ways to avoid impervious domination by any of the stakeholders and is not influenced by partial interests and free from conflict of interests.
- In the decision making process, the bank is always objective and free from pressures given by any parties.

5. Fairness

- The bank always pays attention to the interests of all stakeholders based on the principles of equality and fairness.
- The bank always gives opportunity to all stakeholders to contribute and to express their opinion for the interest of the bank and have access to information based on their right.

PEMEGANG SAHAM

Komposisi kepemilikan saham tersebut di atas telah dicatat dalam administrasi pengawasan Bank Indonesia sesuai dengan Surat Bank Indonesia No. 8/42/DPwB2/PwB22 tanggal 17 Februari 2006.

SHAREHOLDERS

The list of shareholders has been recorded in the control administration of the Bank of Indonesia in line with the Letter of the Bank of Indonesia No. 8/42/DPwB2/PwB22 dated February 17, 2006.

List of Shareholders of Bank Resona Perdania by the End of December 2007

No.	Name of Shareholder	Nominal Value (Rupiah)	Number of Stocks (pieces)	%
1	Resona Bank Ltd., *	123,739,900,000.-	1,237,399	43.42
2	East Asia Indonesian Holdings Ltd., *	85,500,000,000.-	855,000	30.00
3	Vision Well Ltd.,	56,767,700,000.-	567,677	19.92
4	JAFCO Co. Ltd.,	14,475,900,000.-	144,759	5.08
5	Wilson Budiman qq the heirs of William Budiman	4,516,500,000.-	45,165	1.58
Total		285,000,000,000.-	2,850,000	100.00

* Controlling Shareholders

DEWAN KOMISARIS DAN DEWAN DIREKSI

Dewan Komisaris

Dalam menerapkan *Good Corporate Governance*, langkah pertama dan utama adalah adanya dewan komisaris yang berperan aktif, independen dan konstruktif. Komisaris bertanggung jawab penuh dan mempunyai kewenangan untuk mengawasi kebijakan dan kegiatan yang dilakukan direksi dan memberikan nasehat bila mana diperlukan.

Dewan komisaris melakukan pengawasan yang meliputi pemantauan terhadap efektivitas pelaksanaan tata kelola bank serta berinisiatif melakukan kajian dan tindakan khusus yang dianggap pantas untuk menjaga prinsip kehati-hatian manajemen.

Setiap anggota komisaris menjalankan kewajibannya untuk kepentingan bank dan pemegang saham. Komisaris juga memastikan bahwa bank telah menjalankan tanggung jawab sosialnya dan mempertimbangkan kepentingan berbagai *stakeholders*.

BOARD OF COMMISSIONERS AND BOARD OF DIRECTORS

Board of Commissioners

In the implementation of Good Corporate Governance, the main and primary step is to have a board of commissioners that plays an active, independent and constructive role. Commissioners are fully responsible and have authority to oversee policies and activities conducted by the directors and offer their advice whenever necessary.

The board of commissioners provide the supervision against the effectiveness of the bank management and undertakes initiative to conduct studies and special actions that are considered proper to maintain the management prudential principles.

Each member of board of commissioners conducts its obligation for the interest of the bank and the shareholders. The Commissioners shall ensure that the bank has conducted its social responsibility and considered the interests of its various stakeholders.

List of the Board of Commissioners of Bank Resona Perdania by the End of December 2007

Position	Name	Status	Approval from BI	Stockholder General Meeting
President Commissioner	Temporarily Vacant ¹ Amrizal Amir	Non- Independent	No. 5/88/DGS/DPIP/ Rahasia, July 11, 2003	Act No. 22 dated July 17, 2003 ^{2&3}
Commissioner	Abdul Haris Hartanto	Independent	No. 5/149/GBI/DPIP/ Rahasia, December 11, 2006	Act No. 5 dated January 23, 2007 ³
Commissioner	Kosei Noguchi	Independent	No. 9/59/GBI/DPIP/ Rahasia, June 7, 2007	Act No. 9 dated June 13, 2007 ³

¹ The candidate is still being processed to get approval;

² Based on Act No. 20 dated 30-8-2004 reinstated until the Shareholders' General Meeting of 2007

³ Based on Shareholders' General Meeting No.57/Dir-Um/VI/2007 reinstated until the Shareholders' General Meeting of 2010

Mengenai susunan dan komposisi dewan komisaris, bank telah memenuhi ketentuan:

- PBI No. 9/12/DPNP, tanggal 30 Mei 2007
Bab B ayat 1: paling kurang 50% dari jumlah anggota dewan komisaris adalah komisaris independen. Komisaris independen adalah komisaris yang tidak memiliki hubungan keuangan, kepengurusan, kepemilikan saham dan/atau hubungan keluarga dengan anggota komisaris lainnya, direksi dan/atau pemegang saham pengendali dan hubungan lainnya yang dapat mempengaruhi kemampuannya untuk bertindak independen.
- PBI No. 8/4/PBI/2006, tanggal 30 Januari 2006
Bab II Pasal 4 ayat (1): Jumlah anggota dewan komisaris paling kurang 3 (tiga) orang dan paling banyak sama dengan jumlah direksi.
- PBI No.9/8/PBI/2007, tanggal 13 Juni 2007
Bab II Pasal 12 ayat (3): 50% atau lebih anggota komisaris wajib berkewarganegaraan Indonesia.

Dewan komisaris secara independen menjalankan tugas pengawasan terhadap pelaksanaan tugas dan tanggung jawab direksi. Dalam melaksanakan tugas pengawasan, komisaris tidak terlibat dalam pengambilan keputusan kegiatan operasional bank, kecuali seperti yang diatur dalam pasal 9 ayat 4 PBI No. 8/4/PBI/2006, yaitu untuk penyediaan dana kepada pihak terkait sebagaimana diatur dalam ketentuan Bank Indonesia tentang Batas Maksimum Pemberian Kredit (BMPK) Bank Umum dan hal-hal yang ditetapkan dalam Anggaran Dasar Bank Resona Perdania atau peraturan perundangan yang berlaku.

Dewan Direksi

Direksi adalah organ bank yang berwenang dan bertanggung jawab penuh atas pelaksanaan kepengurusan bank. Bank dikelola oleh direksi sesuai dengan kewenangan dan tanggung jawabnya sebagaimana diatur dalam anggaran dasar dan peraturan perundangan yang berlaku.

Adapun tugas dan wewenang direksi tersebut antara lain adalah:

- Bertanggung jawab penuh dalam melaksanakan tugasnya untuk kepentingan bank dalam mencapai maksud dan tujuan.
- Setiap anggota direksi wajib dengan itikad baik dan penuh tanggung jawab menjalankan tugasnya dengan mengindahkan peraturan perundang-undangan yang berlaku.

Dalam setiap kegiatan usaha, direksi telah melaksanakan prinsip-prinsip *Good Corporate Governance* pada seluruh tingkatan atau jenjang organisasi.

As far as the structure and composition of the board of commissioners is concerned, the bank has already fulfilled the stipulation bellows:

- *PBI No. 9/12/DPNP, dated May 30, 2007
Chapter B article 1: no less than 50% membership of the board of commissioners shall consist of independent commissioners. Independent commissioners are commissioners who do not have any relationship in the form of finance, organization, stock ownership and/or kinship with other commissioners, directors, and/or controlling shareholders and other relationship that may affect their capacity to act independently.*
- *PBI No. 8/4/PBI/2006, dated January 30, 2006
Chapter II Article 4 paragraph (1): The membership of the board of commissioners shall consist of no less than 3 (three) persons and no more than the number of directors.*
- *PBI No.9/8/PBI/2007, dated June 13, 2007
Chapter II Article 12 paragraph 3: 50% or more of the members of board of commissioners shall be Indonesian citizens.*

The board of commissioners shall independently conduct supervision against the implementation of duties and responsibilities of the directors. In the implementation of control duties, the commissioners shall not involve in the decision making of the bank operational activities, unless as it is regulated in Article 9 paragraph 4 PBI No. 8/4/PBI/2006, namely providing fund to related parties as governed in the stipulation of the Bank of Indonesia on Legal Lending Limit (BMPK) for Commercial Banking and things that are stipulated in the Statute of Bank Resona Perdania or in applicable regulation of laws.

Board of Directors

Directors are the bank organs that are entitled and fully responsible for the implementation of the bank management. The bank shall be managed by directors in line with their authority and responsibility as governed in the statute and applicable regulations of laws.

The duties and authorities of directors are among others:

- *Fully responsible for the implementation of their duties for the sake of the bank in achieving goals and objectives.*
- *Each member of board of directors, with a good will and responsibility, shall conduct duties by respecting applicable regulations of laws.*

In the implementation of business activities, directors must have applied the principles of Good Corporate Governance on each hierarchy or layer of the organization.

List of the Board of Directors of Bank Resona Perdania by the End of December 2007

Position	Name	Approval from BI	Stockholder General Meeting (RUPS)	Term of Office
President Director	Akihiro Miyamoto / Expatriate	No. 6/13/DGS/DPIP/Rahasia, dated February 16, 2004	Act No. 6 dated 20-2-2004 *	RUPS 2009
Vice President Director	Hajimu Yukimoto / Expatriate	No. 5/44/DGS/DPIP/Rahasia, dated April 15, 2003	Act No. 38 dated 26-6-2003 *	RUPS 2009
Director	Takayuki Saito / Expatriate	No. 7/34/GBI/DPIP/Rahasia, dated June 29, 2003	Act No. 11 dated 8-7-2005 *	RUPS 2009
Compliance Director	Jojo Prajoga	No. 4/103/DPG/DPIP/Rahasia, dated October 11, 2002	Act No. 5 dated 18-10-2002 *	RUPS 2009
Director	Iding Suherdi	No. 7/51/GBI/DPIP/Rahasia, dated July 13, 2005	Act No. 48 dated 15-8-2005 *	RUPS 2009
Director	Hijiri Fujiwara / Expatriate	No. 8/117/GBI/DPIP/Rahasia, dated September 26, 2006	Act No. 3 dated 4-10-2006	RUPS 2009

* Based on Act No. 48 dated August 15, 2005 reinstated until RUPS 2009.

Susunan dan komposisi Direksi Bank Resona Perdania telah memenuhi ketentuan PBI No. 8/4/PBI/2006, tanggal 30 Januari 2006, Pasal 19 bahwa jumlah anggota direksi paling kurang 3 (tiga) orang, seluruh anggota direksi berdomisili di Indonesia dan direksi dipimpin oleh presiden direktur. Namun dengan diterbitkannya PBI No. 9/8/PBI/2007 tanggal 13 Juni 2007, dimana pasal 12 ayat 4 menyatakan mayoritas anggota direksi wajib berkewarganegaraan Indonesia, maka komposisi anggota direksi berdasarkan kewarganegaraan perlu diadakan penyesuaian. Kondisi saat ini anggota direksi terdiri dari 4 (empat) orang berkewarganegaraan Asing dan 2 (dua) orang berkewarganegaraan Indonesia.

Bank telah menyampaikan *action plan* kepada Bank Indonesia perihal tersebut di atas dan direncanakan pada tahun 2009 masalah tersebut sudah dapat diselesaikan. Disamping itu, Bank telah memenuhi kondisi lain yang dipersyaratkan oleh peraturan dan perundang-undangan perihal anggota direksi, antara lain:

- Presiden direktur bertindak secara independen terhadap pemegang saham pengendali.
- Anggota direksi tidak merangkap jabatan pada perusahaan lain dan tidak memiliki saham melebihi 25% dari modal disetor pada bank atau perusahaan lain.
- Mayoritas anggota direksi tidak saling memiliki hubungan keluarga sampai dengan derajat kedua dengan sesama anggota direksi dan/atau dengan anggota dewan komisaris.
- Anggota direksi tidak memberikan kuasa umum kepada pihak lain yang mengakibatkan pengalihan tugas dan fungsi direksi.
- Semua anggota direksi berdomisili di Jakarta.

The structure and composition of the Directors of Bank Resona Perdania has fulfilled the Regulation of the Bank of Indonesia No. 8/4/PBI/2006, dated January 30, 2006, Article 19 that the members of board of directors shall be no less than 3 (three) persons, and all members of the board of directors domicile in Indonesia and the board of directors is led by a president director. However, with the issuance of the Bank of Indonesia Regulation No. 9/8/PBI/2007 dated June 13, 2007, where in Article 12 paragraph 4 it says that the majority of the members of board of directors shall be of Indonesian citizenship, the composition of the members of board of directors based on citizenship need to be adjusted. The present condition shows that the members of board of directors consist of 4 (four) persons with foreign citizenship and 2 (two) persons with the Indonesian citizenship.

The bank has sent the action plan to the Bank of Indonesia concerning the above matter and it is planned that in 2009 the problem can be settled. On the other hand, the bank has fulfilled other conditions required by regulation and laws concerning the members of board of directors, among others:

- *The president director shall act independently against the controlling shareholders.*
- *Members of board of directors shall not in double positions in other companies and do not own shares exceeding 25% of paid in capital at the bank or other companies.*
- *Majority of the members of board of directors shall not have family relation until the second degree with other members of board of directors and/or members of board of commissioners.*
- *Members of board of directors shall not give a general proxy to other parties that end up with transfer of duties and functions of the director.*
- *All members of board of directors are Jakarta residences.*

Rapat Dewan Komisaris dan Rapat Dewan Direksi

Komisaris maupun direksi secara rutin mengadakan rapat bulanan untuk membicarakan hal-hal yang berkaitan dengan tugas dan wewenang masing-masing dan semua anggota komisaris dan direksi umumnya mengikuti rapat tersebut. Sedangkan diluar rapat rutin tersebut, baik direksi maupun komisaris juga mengadakan rapat-rapat tertentu untuk membicarakan hal-hal yang signifikan terkait dengan pelaksanaan tugas dan tanggung jawabnya serta hal-hal yang dianggap perlu untuk dirapatkan.

Meetings of Board of Commissioners and Board of Directors

Board of commissioners as well as board of directors shall periodically conduct monthly meeting to discuss related matters of their duties and authorities and all members of board of commissioners and board of directors generally follows the meeting. Besides the periodic meeting, members of board of commissioners and board of directors also conduct specific meetings to discuss significant matters related to their duty and responsibility and other things that are necessary to be brought to a meeting.

Attendance of Commissioners in Commissioners Meeting during 2007

Commissioner	Attendance	Meetings of Board of Commissioners
Amrizal Amir	8	10
Abdul Haris Hartanto	10	10
Kosei Noguchi *	6	10

* Appointed in line with the Notary Act No. 9 dated June 13, 2007 and received the approval from BI June 7, 2007

Attendance of Commissioners in Commissioners Meeting during 2007

Director	Attendance	Meetings of Board of Directors
Akihiro Miyamoto	8	11
Hajimu Yukimoto	11	11
Takayuki Saito	10	11
Tan Swee Eng*	1	11
Hijiri Fujiwara	8	11
Iding Suherdi	9	11
Jojo Prajoga	11	11

* Resigned since April 20, 2007

KOMITE

Dalam rangka mendukung efektifitas pengawasan terhadap pelaksanaan tugas dan tanggung jawab direksi serta untuk memantau dan mengevaluasi pelaksanaan kebijakan strategis bank, dewan komisaris telah membentuk komite-komite independen, yaitu Komite Audit dan Komite Pemantau Risiko.

Komite Audit

Direksi Bank Resona Perdania sesuai dengan Surat Keputusan No. 041/Kep-Dir/VI/2007 tanggal 4 Juni 2007 telah mengangkat anggota Komite Audit yang dibentuk oleh dewan komisaris. Anggota Komite Audit terdiri dari 1 (satu) orang komisaris independen sebagai ketua dan 2 (dua) orang anggota dari pihak independen yang mempunyai keahlian di bidang keuangan atau akuntansi dan dibidang hukum dan perbankan. Komite Audit membantu komisaris dalam melakukan pengawasan

COMMITTEE

In the framework of supporting the effectiveness of supervision against the implementation of the duties and responsibilities of directors and for monitoring and evaluating the implementation of the bank strategic policies, the board of commissioners has established independent committees, namely: the Audit Committee and the Risk Monitoring Committee.

The Audit Committee

The Board of Directors of Bank Resona Perdania through the Letter of Decree No. 041/Kep-Dir/VI/2007 dated June 4, 2007 has appointed the members of the Audit Committee which consists of 1 (one) independent commissioner as the chairman and 2 (two) independent members that have the field of expertise in finance or accounting and in law and banking. The Audit Committee assists the board of commissioners in exercising control against things related

terhadap hal-hal yang terkait dengan informasi keuangan dan efektifitas pemeriksaan auditor eksternal dan internal.

Komite Audit memiliki tugas dan tanggung jawab untuk:

- Melakukan pemantauan dan evaluasi terhadap pelaksanaan tugas Satuan Kerja Audit Intern (SKAI).
- Melakukan pemantauan dan evaluasi terhadap kesesuaian pelaksanaan audit oleh kantor akuntan publik dengan standar audit yang berlaku.
- Melakukan pemantauan dan evaluasi terhadap kesesuaian laporan keuangan bank dengan standar akuntansi yang berlaku.
- Melakukan pemantauan dan evaluasi terhadap pelaksanaan tindak lanjut oleh direksi atas hasil temuan SKAI, akuntan publik dan hasil pengawasan Bank Indonesia.
- Memberikan rekomendasi kepada dewan komisaris mengenai penunjukan akuntan publik dan kantor akuntan publik untuk disampaikan dalam Rapat Umum Pemegang Saham (RUPS).

to financial information and effectiveness of the audit conducted by internal and external auditors.

The Audit Committee has the following duties and responsibilities:

- Conducting monitoring and evaluation against the implementation of duties of Internal Audit Working Unit (SKAI).
- Conducting monitoring and evaluation against the integrity of audit implementation by public accountant with applicable audit standards.
- Conducting monitoring and evaluation against the integrity of bank financial report with applicable accounting standard.
- Conducting monitoring and evaluation against the implementation of follow up action of the board of directors concerning findings that reported by SKAI, public accountant and the supervision result of the Bank of Indonesia.
- Giving recommendation to the board of commissioners concerning the appointment of public accountant and public accountant office to be brought up in the Shareholders General Meeting.

Program kerja Komite Audit selama tahun 2007 adalah:

- Evaluasi dan memonitoring kegiatan SKAI.
- Evaluasi dan memonitoring hasil audit dari auditor eksternal.
- Memonitoring hasil temuan audit Bank Indonesia dan lainnya.

The program of the Audit Committee in 2007 includes:

- Evaluating and monitoring SKAI activities.
- Evaluating and monitoring audit results from external auditor.
- Monitoring findings from the audit conducted by the Bank of Indonesia and others.

Dari program kerja tersebut di atas, secara garis besar yang telah terealisasi antara lain:

- Komite Audit telah mengawasi dan memberikan evaluasi terhadap kegiatan SKAI selama ini. Kegiatan-kegiatan SKAI yang dilakukan telah sesuai dengan kebijakan internal SKAI. Kebijakan internal SKAI telah direview dan telah sesuai dengan Peraturan Bank Indonesia, Pedoman Standar Akuntansi Keuangan dan peraturan lainnya yang berlaku.
- Komite Audit telah mengawasi dan memberikan evaluasi terhadap kesesuaian hasil audit dari auditor eksternal dengan standar akuntansi yang berlaku. Komite Audit juga telah mengadakan pertemuan dengan auditor eksternal untuk membahas temuan-temuan audit yang secara garis besar tidak terdapat temuan audit yang signifikan.
- Selain itu, Komite Audit juga memonitoring hasil temuan audit Bank Indonesia yang harus diselesaikan dan ditindak lanjuti oleh direksi. Hal ini bertujuan agar temuan-temuan audit tersebut tidak akan terjadi lagi.
- Komite Audit telah merekomendasikan penunjukan kantor akuntan publik.

From above programs, it has been realized, among others:

- The Audit Committee has monitored and given the evaluation against the SKAI activities. The SKAI activities that have been done congruent with SKAI internal policy. The SKAI internal policy has been reviewed and adjusted in accordance to the regulations of the Bank of Indonesia, Financial Accounting Standard and other applicable regulations.
- The Audit Committee has monitored and given the evaluation against the congruence between the audit result from external auditor and applicable accounting standards. The Audit Committee has made a meeting with external auditor to discuss the audit findings which in general are considered as not significant.
- In addition, Audit Committee has also monitored the audit findings from the Bank of Indonesia that must be handled and followed up by the board of directors. The purpose is to avoid those findings to be happened in the future.
- The Audit Committee has recommended the appointment of a public accountant office.

Komite Pemantau Risiko

Direksi Bank Resona Perdana sesuai dengan Surat Keputusan No. 40/Kep-Dir/VI/2007 tanggal 4 Juni 2007 telah mengangkat Komite Pemantau Risiko yang dibentuk oleh dewan komisaris. Anggota Komite Pemantau Risiko terdiri dari seorang komisaris independen sebagai ketua dan 2 (dua) orang anggota dari pihak independen yang memiliki keahlian di bidang manajemen risiko dan keuangan.

Komite Pemantau Risiko memiliki tugas dan tanggung jawab untuk:

- Membantu komisaris dalam menjalankan fungsi pengawasan risiko.
- Melakukan evaluasi tentang kesesuaian antara kebijakan manajemen risiko dengan pelaksanaan kebijakan tersebut.
- Melakukan pemantauan tugas Komite Manajemen Risiko dan Bagian Manajemen Risiko.

Program kerja Komite Pemantau Risiko selama tahun 2007 adalah:

- Evaluasi dan memonitoring kegiatan dan tugas-tugas Komite Manajemen Risiko dan pelaksanaannya.
- Evaluasi dan memonitoring tugas-tugas Bagian Manajemen Risiko dengan pelaksanaannya.
- Mengawasi risiko-risiko yang mungkin timbul dalam kegiatan perbankan.

Dari program kerja tersebut di atas, secara garis besar yang telah terealisasi antara lain:

- Komite Pemantau Risiko telah mengevaluasi dan memonitoring kegiatan-kegiatan yang dilakukan oleh Komite Manajemen Risiko dan Bagian Manajemen Risiko. Kegiatan-kegiatan yang dilakukan telah sesuai dengan pedoman kerja masing-masing.
- Komite Pemantau Risiko juga telah mereview Kebijakan Manajemen Risiko yang dibuat oleh Bagian Manajemen Risiko. Dari hasil review tersebut, Komite Pemantau Risiko telah memberikan rekomendasi untuk dilakukan revisi dan disesuaikan dengan karakteristik Bank serta peraturan-peraturan yang berlaku dan Bagian Manajemen Risiko telah melakukan revisi terhadap kebijakan tersebut.
- Komite Pemantau Risiko juga membantu komisaris dalam melaksanakan pengawasan terhadap risiko-risiko yang mungkin timbul dari kegiatan perbankan.

Selama tahun 2007, Komite Audit dan Komite Pemantau Risiko telah mengadakan rapat komite sebanyak 8 kali dengan dihadiri oleh seluruh anggotanya.

Risk Monitoring Committee

The Board of Directors of Bank Resona Perdana in line with the Letter of Decree No. 40/Kep-Dir/VI/2007 dated June 4, 2007 has appointed Risk Monitoring Committee that has been established by the board of commissioners. The membership of the Risk Monitoring Committee consists of 1 (one) independent commissioner as chairman and 2 (two) independent members that have the expertise in the field of risk management and finance.

The Risk Monitoring Committee has following duties and responsibilities:

- *Assisting the commissioners in exercising the risk control function.*
- *Conducting evaluation on the integrity between risk management policy with its implementation.*
- *Controlling the duties of Risk Management Committee and Risk Management Division.*

The working program of the Risk Monitoring Committee in 2007 includes:

- *Evaluating and monitoring the activities and duties of Risk Management Committee and its implementation.*
- *Evaluating and monitoring the duties of Risk Management Division and its implementation.*
- *Scrutinizing risks that may arise from banking activities.*

From above programs, it has been realized, among others:

- *The Risk Monitoring Committee has evaluated and monitored activities that have been conducted by Risk Management Committee and Risk Management Division. The activities that have been done are congruent with the operational guidelines of the respective groups.*
- *The Risk Monitoring Committee has also reviewed the Risk Management Policy developed by the Risk Management Division. Based on the result of the review, Risk Monitoring Committee has given recommendation to make revision and adjustment based on Bank's characteristics and applicable regulations, as a result, Risk Management Division has made the revision against the policy.*
- *The Risk Monitoring Committee has also assisted commissioners in conducting supervision against risks that may arise from the banking activities.*

In 2007, Audit Committee and Risk Monitoring Committee conducted committee meetings as many as 8 times attended by all of their members.

Komite Remunerasi dan Nominasi

Bank merencanakan untuk membentuk Komite Remunerasi dan Nominasi serta penetapan anggotanya pada akhir Juni 2008.

Remuneration and Nomination Committee

The bank has planned to establish Remuneration and Nomination Committee and affirmation of its members by the end of June 2008.

PENERAPAN FUNGSI KEPATUHAN, AUDIT INTERN DAN AUDIT EKSTERN

Fungsi Kepatuhan

Salah satu upaya bank dalam meningkatkan ketahanan bank serta menciptakan lingkungan sistem perbankan yang sehat adalah dengan melaksanakan peraturan perundang-undangan baik yang dikeluarkan oleh Bank Indonesia maupun lembaga lainnya. Salah satu wujudnya adalah dengan mengangkat seorang direktur kepatuhan.

Direktur kepatuhan bertanggung jawab dalam menetapkan langkah-langkah yang diperlukan untuk memastikan bank telah memenuhi seluruh Peraturan Bank Indonesia dan peraturan perundangan lain yang berlaku dalam rangka pelaksanaan prinsip kehati-hatian. Direktur kepatuhan juga bertanggung jawab atas kebijakan dan prosedur-prosedur internal, memantau dan menjaga agar kegiatan usaha bank tidak menyimpang dari ketentuan yang berlaku serta menjaga kepatuhan bank terhadap seluruh perjanjian dan komitmen yang dibuat oleh bank kepada Bank Indonesia.

Direktur kepatuhan tidak terlibat dalam operasional sehari-hari tetapi memiliki hak untuk menolak apabila bank mengambil keputusan atau kebijakan yang bertentangan dengan hukum dan peraturan yang berlaku. Direktur kepatuhan melalui Unit Kepatuhan melaksanakan sosialisasi prinsip-prinsip dan praktek-praktek terbaik Good Corporate Governance serta terhadap peraturan-peraturan Bank Indonesia, peraturan perundangan atau kebijakan internal yang baru diberlakukan dan mempunyai pengaruh terhadap operasional perbankan.

Fungsi Audit Intern

Pelaksanaan audit intern dilakukan secara periodik oleh Satuan Kerja Audit Intern (SKAI) pada setiap unit organisasi bank. Berdasarkan struktur organisasi, SKAI bertanggung jawab langsung kepada presiden direktur. Dalam melaksanakan fungsinya, SKAI berpedoman pada kebijakan dan rencana kerja dan jadwal yang telah mendapat persetujuan dari presiden direktur dan komisaris pada akhir tahun takwim.

Dalam melaksanakan tugas pemeriksaan, SKAI melakukan penilaian antara lain terhadap:

- Kepatuhan unit kerja terhadap ketentuan internal dan eksternal;

IMPLEMENTATION OF THE COMPLIANCE FUNCTION, INTERNAL AUDIT AND EXTERNAL AUDIT

Compliance Function

One of the efforts in increasing bank resilience and creating the environment of healthy banking system is by implementing regulations either issued by the Bank of Indonesia or other institutions. One of the manifestations is by appointing a compliance director.

The compliance director is responsible for establishing the required steps to ensure that the bank has fulfilled all of the Bank of Indonesia Regulation and other applicable regulations in implementing the prudential principle. The compliance director is also responsible for internal procedures and policies, monitoring and maintaining that the banking business activities do not deviate from the applicable stipulations and help maintaining the compliance of bank with all agreements and commitment that have been made by the bank to the Bank of Indonesia.

The compliance director is not involved in daily operation of the Bank but it has right to refuse if the Bank makes decision or policies that are against applicable laws and regulations. The compliance director through the Compliance Unit make socialization on the best principles and practices of Good Corporate Governance and the regulations of the Bank of Indonesia, regulation of laws or internal policies that are newly implemented and affect banking operation.

The Function of Internal Audit

The implementation of internal audit is conducted periodically by Internal Audit Working Unit (SKAI) in each unit of bank's organization. In accordance with organizational structure, SKAI is directly responsible to the president director. In exercising its function, SKAI stand to the policy and working plan as well as schedule that have been approved by the president director and the commissioners by the end of fiscal year.

In conducting its duties, SKAI conducts evaluation against a number of aspects, among others:

- *The compliancy of the working unit with internal and external rules;*

- Pelaksanaan pemisahan fungsi tugas dan tanggung jawab;
- Pengukuran kualitas kinerja ditentukan dari hasil peroleh nilai kolektif objek pemeriksaan dengan kriteria nilai A, B, C dan D.

Seluruh hasil temuan SKAI dilaporkan kepada presiden direktur, dewan komisaris dan anggota direksi lainnya.

SKAI telah menyusun dan memiliki beberapa ketentuan yang berkaitan dengan tugas pemeriksaan antara lain adalah Kebijakan Audit Internal dan Panduan Audit Internal. Ketentuan tersebut selalu direview sesuai dengan tingkat kebutuhan dan urgensinya. Efektifitas pelaksanaan kerja SKAI dan kepatuhannya terhadap Standar Pelaksanaan Fungsi Audit Internal Bank (SPFAIB) direview oleh audit eksternal secara berkala setiap 3 (tiga) tahun sekali.

Fungsi Audit Ekstern

Untuk melaksanakan audit terhadap laporan keuangan, bank telah menunjuk pihak eksternal yaitu kantor akuntan publik yang terdaftar di Bank Indonesia dan merupakan afiliasi dari kantor akuntan publik internasional.

Rapat Umum Pemegang Saham (RUPS) memberikan persetujuan terhadap penunjukan kantor akuntan publik berdasarkan masukan dari dewan komisaris dan rekomendasi dari Komite Audit.

PENERAPAN MANAJEMEN RISIKO DAN SISTEM PENGENDALIAN INTERN

Penerapan Manajemen Risiko

Bank mempunyai Kebijakan Manajemen Risiko yang digunakan sebagai arahan dalam melaksanakan manajemen risiko. Kebijakan tersebut sejalan dengan visi, misi dan rencana strategis bank yang lebih terfokus pada risiko-risiko terkait yang dominan dalam aktivitas usaha. Berdasarkan analisa dapat disimpulkan bahwa Bank Resona Perdania bukanlah bank dengan kompleksitas tinggi. Oleh karena itu, penerapan manajemen risiko di bank berfokus pada risiko sebagai berikut:

- **Risiko Kredit**

Untuk pengukuran risiko kredit, bank menerapkan sistem pengukuran yang dalam perhitungannya meliputi karakteristik setiap jenis kredit, kondisi keuangan debitur maupun *counterparty* dan persyaratan dalam perjanjian kredit yang meliputi jangka waktu kredit, tingkat bunga jaminan dan garansi serta potensi terjadinya gagal bayar.

- *Implementation of separation for the function of task and responsibility;*
- *Appraisal of performance quality is determined by the earned collective score of evaluated object by using the score criteria of A, B, C and D.*

All the result of SKAI findings shall be reported to the president director, board of commissioners and other directors.

SKAI has established and has made effective some stipulations related to the evaluation of work, among others; Internal Audit Policy and Internal Audit Manual. The provisions are always reviewed in line with the level of needs and its urgency. The effectiveness of the implementation of SKAI duties and its compliance with the Standard Implementation of the Bank Internal Audit Function (SPFAIB) shall be reviewed periodically by external audit in every 3 (three) years.

Function of External Audit

For the implementation of audit against the financial reports, the bank has appointed an external audit registered in the Bank of Indonesia and the affiliation of an international public accountant office.

The Shareholders General Meeting (RUPS) shall give the approval on the appointment of public accountant office based on contribution given by the board of commissioners and recommendation from the Audit Committee.

IMPLEMENTATION OF RISK MANAGEMENT AND INTERNAL CONTROL SYSTEM

Implementation of Risk Management

The bank has a Risk Management Policy which is used as guidance in implementing risk management. The policy is in line with the vision, mission and strategic plan of the bank which are more focused to dominant related risks in business activities. Based on the analysis, it can be concluded that Bank Resona Perdania is not a bank with a high complexity. Therefore, the implementation of risk management in the bank is focused in the following:

- **Credit Risk**

For appraising the credit risk, the bank implements the appraisal system which in the calculation covers the characteristics of each type of credit, the financial condition of the debtors or the counterparty and the requirements in the credit agreement that includes credit period, level of interest, collateral and guarantee along with the potential of payback failure.

- **Risiko Pasar**

Dalam pengelolaan risiko pasar, bank menggunakan teknik lindung nilai dan menjaga risiko terbuka. Untuk pengawasan terhadap transaksi *treasury* secara independen dan mendekati *real time*, Bagian Manajemen Risiko menggunakan terminal Bloomberg, sehingga pengawasan terhadap batasan transaksi dapat dilakukan secara efektif dan efisien. Dalam pengukurannya, Bank menggunakan metodologi *Value at Risk* (VaR) dalam menghitung potensial *loss* serta melakukan analisa *stress testing* secara berkala untuk menguji kondisi portofolio bank dan *back testing* yang menggunakan data historis dan asumsi sesuai dengan ketentuan Bank Indonesia.

- **Risiko Likuiditas**

Dalam pengelolaan likuiditas, bank selalu menjaga agar memiliki dana yang cukup untuk memenuhi kewajibannya yang akan jatuh tempo dengan menggunakan pedoman likuiditas, penetapan cadangan minimum dan pengelolaan *gap maturity*. Bank menggunakan analisa *stress testing* secara berkala terhadap kekuatan likuiditasnya dengan menggunakan berbagai skenario terhadap hal-hal yang berpotensi mengganggu likuiditas.

- **Risiko Operasional**

Seluruh proses internal dijalankan oleh personil yang terlatih dan kualifikasi dilakukan berdasarkan prosedur yang telah distandarisasi atau dikenal dengan SOP (*Standard Operational Procedure*) serta kebijakan yang direkomendasikan dan ditinjau ulang oleh Komite Manajemen Risiko.

Di samping risiko-risiko yang disebutkan di atas, bank juga berusaha meminimalisasi risiko hukum dan kepatuhan dengan memperkuat fungsi pejabat kepatuhan melalui pemeliharaan kelengkapan data. Pemeliharaan ini dilakukan agar terdapat pemahaman yang akurat terhadap perikatan risiko hukum dengan kepatuhan sehingga bank dapat menghadapi risiko yang mungkin muncul dan untuk memperkuat sistem manajemen risiko secara keseluruhan.

Dapat dikatakan bahwa bank secara efektif melakukan identifikasi dan mengendalikan semua risiko pada produk dan aktivitas bank serta akibat perubahan kondisi pasar dan sebagainya yang berpotensi menimbulkan risiko. Komisaris dan direksi secara aktif ikut serta dalam proses persetujuan dan pelaksanaan kebijakan dan strategi manajemen risiko termasuk penetapan limit yang didukung oleh prosedur, laporan dan sistem informasi yang memadai.

- **Market Risk**

In managing the market risk, the bank uses the technique of hedging and maintaining open risk. For the control against treasury transaction independently and almost real time, the Risk Management Division uses the Bloomberg terminal, so that control against transaction limit can be done effectively and efficiently. In the assessment, the bank uses the method of Value at Risk (VaR) in calculating potential loss and conducts stress testing analysis periodically to test the condition of the bank portfolio and back testing which uses historical data and assumptions in line with the stipulation of the Bank of Indonesia.

- **Liquidity Risk**

In managing its liquidity, the bank always assure its liquidity to meet mature obligations by using the liquidity guidance, setting up minimum reserve and management of gap maturity. The bank uses stress testing analysis periodically against its liquidity strength by using various scenarios which potentially can affect liquidity.

- **Operational Risk**

All of the internal processes are conducted by skilled personnel and the qualification is conducted through procedure that has been standardized or known as the SOP (Standard Operational Procedure) and policy that has been recommended and reviewed by Risk Management Committee.

Besides the above mentioned risks, the bank tries to minimize the legal and compliance risk by strengthening the function of compliance officers through the maintenance of data. The maintenance is conducted in order to have accurate understanding on binding legal risk and compliance so that the bank can face risk that may occur and to strengthen risk management system entirely.

It can be said that the bank has effectively made identification of all the risks and control all inherent on its products and activities and the consequence arise from the changes in the market condition and other things that have potential to occur risks. The commissioners and the directors are actively involved in the agreement process and the implementation of risk management policy and strategy including the affirmation of limit which is supported by adequate procedure, reports and information system.

Pengawasan aktif dewan komisaris terhadap pelaksanaan Kebijakan Manajemen Risiko adalah dengan:

- Menyetujui dan secara berkala melakukan evaluasi terhadap seluruh kebijakan dan strategi bank yang berkaitan dengan Kebijakan Manajemen Risiko.
- Mengevaluasi laporan profil risiko.
- Mengevaluasi dan memberikan keputusan atas usulan direksi yang berkaitan dengan transaksi atau kegiatan usaha yang melampaui kewenangan direksi untuk memutuskan sehingga memerlukan persetujuan dewan komisaris.

The active control of the board of commissioners on the implementation of the Risk Management Policy by way of:

- *Approving and periodically conducting evaluation on overall banking policies and strategies related to the Risk Management Policy.*
- *Evaluating the risk profile report.*
- *Evaluating and providing decision for the recommendation of the directors related to the transaction or business activities that beyond the authority of the directors so that the approval of the board of commissioners is required.*

Bank memantau secara efektif kesesuaian kondisi bank dengan prinsip pengelolaan bank yang sehat dan sesuai dengan ketentuan yang berlaku.

The bank monitors effectively the congruence between the bank condition and the principle of robust bank management and in line with applicable regulations.

Pengendalian Intern

Merupakan suatu mekanisme pengawasan yang ditetapkan oleh manajemen bank secara berkesinambungan guna menjaga dan mengamankan harta kekayaan bank, menjamin tersedianya laporan yang lebih akurat, meningkatkan kepatuhan terhadap ketentuan yang berlaku, mengurangi dampak keuangan/kerugian, penyimpangan termasuk *fraud* dan penyelenggaraan aspek kehati-hatian.

Internal Control

It is a control mechanism which is applied by bank management continually in order to maintain and to secure bank's assets, to assure the existence of more accurate reporting, to improve compliance with applicable provisions, to reduce financial impacts/losses, deviations including fraud and to apply prudential aspects.

Penyusunan Kebijakan Pengendalian Intern Bank disesuaikan dengan total aset, produk dan jasa yang ditawarkan, kompleksitas operasional, jaringan kantor, profil risiko setiap kegiatan usaha, metode pengolahan data dan pengukuran risiko serta ketentuan terkait yang berlaku.

The establishment of the Bank Internal Control Policy is in compliance with total assets, products and services being offered, operational complexity, office network, risk profile of each business activity, data processing method and risk measurement and applicable relevant stipulation.

Kebijakan Pengendalian Intern ini akan selalu dikaji ulang dan dievaluasi setiap tahun untuk disesuaikan dengan perkembangan bank dan ketentuan-ketentuan yang dikeluarkan oleh Bank Indonesia.

The Internal Control Policy is always reviewed and evaluated every year to be adjusted with the development of the bank and stipulation issued by the Bank of Indonesia.

PENYEDIAAN DANA KEPADA PIHAK TERKAIT DAN PENYEDIAAN DANA BESAR

Di dalam penyediaan dana kepada pihak terkait maupun dana besar, bank selalu:

- Menerapkan prinsip kehati-hatian dalam penyediaan dana kepada pihak terkait dan debitur besar sesuai dengan ketentuan Bank Indonesia tentang Batas Maksimum Pemberian Kredit (BMPK).
- Menjaga agar tidak terjadi pelanggaran dan pelampauan BMPK.
- Mengutamakan perhatian terhadap penyebaran/diversifikasi portofolio.

LENDING TO RELATED PARTIES AND LARGE EXPOSURES LENDING

In lending to related parties or a lending in a large amount, the bank always:

- *Apply prudential principle in lending to the related parties and big debtor in line with the provisions of the Bank of Indonesia concerning Legal Lending Limit (BMPK).*
- *Endeavour not to let violation and excess against Legal Lending Limit.*
- *Prioritize the spread/diversification of portfolio.*

Lending Table of Bank Resona Perdania by the End of December 2007

No.	Fund Provision	Amount	
		Debtor	Nominal (Million Rupiah)
1.	To Related Parties	1 (one)*	56,555
2.	To Key Debtors:	-	-
	a. Individual	-	-
	b. Group	15 (fifteen)	1,616,226.54

* Debtor is subsidiary of Bank Resona Perdania

RENCANA STRATEGIS BANK

Rencana strategis bank disusun dengan memperhatikan faktor eksternal, internal, faktor kehati-hatian dan asas perbankan yang sehat. Selain itu, rencana strategis bank juga disusun dengan memperhatikan berbagai asumsi makro dan mikro ekonomi serta kinerja yang pernah dicapai sebelumnya. Hal ini bertujuan agar rencana strategis bank dapat terwujud sesuai dengan yang direncanakan dan tidak menimbulkan risiko-risiko yang berpotensi mengganggu kinerja operasional bank baik pada saat ini maupun di masa yang akan datang. Adapun rencana strategis bank terdiri dari:

THE BANK STRATEGIC PLAN

The bank strategic plan is established by considering the external factor, internal factor, prudential factor and the principles of robust banking. In addition, the bank strategic plan is also established by considering various assumptions of macro and micro economics and performance that has been achieved previously. The purpose is to realize bank strategic plan as planned without creating additional risks that are potentially disturb the performance of the bank operation either at present or in the future. The bank strategic plan consists of:

Rencana Jangka Panjang (Corporate Plan)

Bank berencana untuk terus:

1. Berusaha meningkatkan pendapatan bank melalui peningkatan jumlah kredit yang diberikan baik kepada nasabah *joint venture* maupun nasabah lokal baik dalam rupiah maupun valuta asing.
2. Meningkatkan jumlah dana pihak ketiga, dan
3. Meningkatkan sumber dana dari pasar uang maupun pasar modal untuk membiayai ekspansi kredit dan mengurangi jumlah pinjaman luar negeri.

Diharapkan peningkatan pendapatan dapat meningkatkan kinerja bank yang pada gilirannya dapat memenuhi harapan para *stakeholders* terhadap bank.

Long Term Plan (Corporate Plan)

The bank plans to keep:

1. *Increasing the bank's income by increasing amount of credit disbursed to joint venture companies or local customers in the form of rupiah or in foreign currency.*
2. *Increasing the amount of third party fund, and*
3. *Increasing funding resources from money market or capital market due to credit expansion and reducing the amount of foreign loans.*

It is expected that the increase of income can increase the performance of the bank which in turn will meet the expectation of the stakeholders.

Rencana Jangka Pendek dan Jangka Menengah (Business Plan)

Dalam rencana jangka pendek dan jangka menengah, bank berusaha mencapai target-target yang telah ditetapkan di dalam *business plan* bank. Adapun rencana bisnis bank adalah sebagai berikut:

Short Term and Mid Term Plan (Business Plan)

In short term and mid-term plan, the bank endeavours to reach the targets that have been set in the bank's business plan. The business plan of the bank is as follows:

• Rencana Jangka Pendek (1 tahun)

1. Bidang Perkreditan
 - Memelihara dan mempertahankan rasio *Non Performing Loan* (NPL) *Gross* dan *Net Ratio* di bawah 5%.
 - Memperbaiki persentase rasio aktiva produktif yang diklasifikasikan terhadap total aktiva produktif.

• Short Term Plan (1 year)

1. *Credit Sector*
 - *Keeping and maintaining Non Performing Loan (NPL) Gross and Net Ratio under 5%.*
 - *Improving the percentage ratio of classified performing assets to total performing assets.*

- | | | | |
|--|---|---|---|
| <ul style="list-style-type: none"> - Menambah pembentukan Penyisihan Penghapusan Aktiva Produktif (PPAP). - Mengembangkan sistem <i>database</i> debitur dan pengontrolan jaminan. - Memperbaiki <i>performance</i> kredit bank melalui perbaikan metode analisa dan perhitungan tentang kredit. - Menambah nasabah <i>Relationship Management</i> (RM) sebanyak 15 perusahaan. Realisasi per akhir Desember 2007 terdapat 305 debitur RM, meningkat sebanyak 30 debitur dibanding tahun 2006. | <ul style="list-style-type: none"> - <i>Increasing the Provision for Possible Loan Loss (PPAP).</i> - <i>Developing Debtor Database System and collateral control.</i> - <i>Improving the performance of the bank's loan through the improvement of analysis and calculation method on loan.</i> - <i>Increasing the number of Relationship Management (RM) customers as many as 15 companies. The realization as of December 2007 shows there have been 305 RM debtors, an increase of 30 debtors as compared to 2006.</i> | <ul style="list-style-type: none"> 7. Pinjaman Luar Negeri Jangka Panjang <ul style="list-style-type: none"> - Memperpanjang pinjaman luar negeri jangka panjang dari Resona Bank Ltd., Jepang sebesar USD 20 juta yang akan berakhir tanggal 31 Juli 2008. - Mencari tambahan dana pinjaman sebesar USD 20 juta sampai 30 juta untuk mendukung ekspansi usaha. | <ul style="list-style-type: none"> 7. <i>Long Term Foreign Loan</i> <ul style="list-style-type: none"> - <i>Prolonging long term foreign loan from Resona Bank Ltd., Japan as much as USD 20 million that will expire July 31, 2008.</i> - <i>Find additional loan of USD 20 million up to 30 million to support business expansion.</i> |
| <p>2. Bidang Akuntansi
Melakukan persiapan untuk implementasi Pedoman Standar Akuntansi Keuangan (PSAK) No. 50 dan 55 yang akan diterapkan oleh Bank Indonesia pada awal tahun 2009.</p> | <p>2. <i>Accounting Sector</i>
<i>Preparing for the implementation of Financial Accounting Standard Guidance (PSAK) No. 50 and 55 that will be implemented by the Bank of Indonesia in the beginning of 2009.</i></p> | <ul style="list-style-type: none"> 8. Pendanaan Rupiah
Mempertimbangkan untuk mencari sumber pendanaan rupiah antara lain melalui penerbitan surat berharga rupiah jangka menengah (MTN) kembali. | <ul style="list-style-type: none"> 8. <i>Rupiah Funding</i>
<i>Considering to find rupiah funding sources, among others; by reissuing Rupiah Medium Term Notes (MTN).</i> |
| <p>3. Bidang Manajemen Risiko</p> <ul style="list-style-type: none"> - Mengembangkan sistem informasi manajemen (<i>database</i> dan sistem pelaporan). - Menerapkan pengelolaan risiko operasional yang lebih menyeluruh dengan menggunakan sistem aplikasi terpadu. - Mempersiapkan laporan Kewajiban Penyediaan Modal Minimum (KPMM) dengan menggunakan model internal bank. | <p>3. <i>Risk Management Sector</i></p> <ul style="list-style-type: none"> - <i>Developing management information system (database and reporting system).</i> - <i>Implementing more integrated operational risk management by using integrated application system.</i> - <i>Preparing the report on Minimum Capital Requirement (KPMM) by using the bank's internal model.</i> | <ul style="list-style-type: none"> 9. Lain-lain
Melaksanakan program edukasi perbankan kepada masyarakat melalui penyebaran leaflet tentang perbankan dan produk-produk bank serta memberikan edukasi kepada pelajar sekolah menengah. | <ul style="list-style-type: none"> 9. <i>Others</i>
<i>Conducting banking education program to the public through distribution of leaflet on banking and banking products and provide education to High School students.</i> |
| <p>4. Bidang Sumber Daya Manusia</p> <ul style="list-style-type: none"> - Melanjutkan proses implementasi sistem HRM yang baru. - Mengimplementasikan sistem penilaian kinerja yang baru untuk seluruh karyawan. - Melanjutkan program Sertifikasi Manajemen Risiko. - Meningkatkan kemampuan karyawan melalui program pelatihan dan pendidikan yang berkesinambungan. | <p>4. <i>Human Resources Sector</i></p> <ul style="list-style-type: none"> - <i>Continuing the implementation process of the new HRM system.</i> - <i>Implementing the new performance assessment system for all employees.</i> - <i>Continuing the program on Risk Management Certification.</i> - <i>Improving the capacity of employees through continuing training and education program.</i> | <ul style="list-style-type: none"> • Rencana Jangka Menengah (2 – 3 tahun) 1. Meningkatkan modal dan laba <ul style="list-style-type: none"> - Meningkatkan permodalan menjadi Rp 1,10 triliun sampai akhir tahun 2009. - Meningkatkan laba sebelum pajak menjadi Rp 179,30 miliar pada akhir tahun 2009 dari Rp 172,80 miliar di tahun 2007. - Meningkatkan jumlah kredit rupiah yang diberikan dari rata-rata Rp 1.500 miliar menjadi Rp 2.000 miliar dan valas dari rata-rata USD 230 juta menjadi USD 315 juta dalam jangka waktu 2 tahun. - Meningkatkan <i>fee based income</i> dengan meningkatkan jumlah nasabah ekspor impor dan volume transaksi serta menarik nasabah kredit yang sudah ada namun belum memanfaatkan jasa ekspor impor. - Meluncurkan produk dan aktivitas baru. - Meningkatkan deposito dan giro (valas maupun rupiah) dan menambah deposan baru. 2. Menjadi Bank Kinerja Baik (BKB)
Bagi bank yang memiliki modal inti di atas Rp 100 miliar, BKB tersebut harus dicapai selambat-lambatnya pada akhir tahun 2010. 3. Manajemen Risiko
Melanjutkan penerapan manajemen risiko sesuai dengan prinsip-prinsip Basel II, Peraturan Bank Indonesia (PBI) dan karakteristik bank. | <ul style="list-style-type: none"> • Mid Term Plan (2 – 3 years) 1. <i>Increasing the capital and profit</i> <ul style="list-style-type: none"> - <i>Increasing the capital up to Rp 1,10 trillion until the end of 2009.</i> - <i>Increasing profit before tax up to Rp 179,30 billion by the end of 2009 from Rp 172,80 billion in 2007.</i> - <i>Increasing the amount of rupiah loan from averagely by Rp 1.500 billion into Rp 2.000 billion and in foreign by currency average USD 230 million into USD 315 million within the period of 2 years.</i> - <i>Increasing the fee based income by increasing the number of export-import clients and its transaction volume and persuading the existing credit customers who have not utilized the export-import services.</i> - <i>Launch new products and activities.</i> - <i>Increasing deposits (foreign currency and rupiah) and adding new depositors.</i> 2. <i>Becoming Good Performing Bank (BKB)</i>
<i>For banks with core capital of more than Rp 100 billion, the BKB must be achieved in no later than the end of 2010.</i> 3. <i>Risk Management</i>
<i>Continuing the implementation of risk management in line with Basel II Principle, Regulations of the Bank of Indonesia (PBI) and the bank's characteristic.</i> |
| <p>5. Kebijakan</p> <ul style="list-style-type: none"> - Mereview pedoman laporan perkreditan bank. - Mereview dan memperbaharui peraturan internal Bank yang terkait dengan perkreditan. | <p>5. <i>Policy</i></p> <ul style="list-style-type: none"> - <i>Reviewing the guidance for bank's loan reporting.</i> - <i>Reviewing and revising the bank internal regulations related to loan.</i> | | |
| <p>6. Bidang Teknologi dan Informasi</p> <ul style="list-style-type: none"> - Menjajaki kemungkinan penggunaan pihak ketiga dalam mengembangkan Sistem Data Warehouse dan Sistem Intelijen Bisnis. - Mengimplementasikan <i>Internet Protocol</i> (IP) Telephone (<i>System VOIP</i>). - Memonitor implementasi dan pengembangan layanan <i>Internet Banking</i>. | <p>6. <i>Technology and Information</i></p> <ul style="list-style-type: none"> - <i>Exploring the possibility of using service from third party in developing Data Warehouse System and Business Intelligent System.</i> - <i>Implementing Internet Protocol (IP) Telephone (System VOIP).</i> - <i>Monitoring the implementation and development of Internet Banking Service.</i> | | |

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| <p>4. Pengembangan Organisasi
Membentuk Komite Remunerasi dan Nominasi paling lambat bulan Juni 2008.</p> <p>5. Rencana Perubahan Jaringan Kantor
Mencari lokasi strategis untuk mendirikan kantor cabang baru atau kantor cabang pembantu baru di lokasi kawasan industri yang sedang berkembang.</p> <p>6. Lain-Lain
Memperluas hubungan bisnis dengan bank lokal yang memiliki <i>performance</i> keuangan yang bagus, seperti: Bank Jatim, Bank Sumut, Bank Kaltim dan lain-lain.</p> | <p>4. <i>Organizational Development</i>
<i>Establishing the Remuneration and Nomination Committee no later than July 2008.</i></p> <p>5. <i>Plan for Office Networking</i>
<i>Seeking strategic location for establishing new branch office or sub branch office in developing industrial area.</i></p> <p>6. <i>Others</i>
<i>Expanding business relations with local banks that have good financial performance such as; Bank Jatim, Bank Sumut, Bank Kaltim and others.</i></p> |
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TRANSPARANSI KONDISI KEUANGAN DAN NON KEUANGAN BANK

Kondisi Keuangan Bank

- Dewan Komisaris dan Direksi Bank Resona Perdana tidak memiliki saham atau bukan merupakan pemegang saham pada bank ataupun institusi lainnya baik yang berkedudukan didalam maupun di luar negeri.
- Anggota dewan komisaris dan direksi juga tidak mempunyai hubungan keuangan dan hubungan keluarga dengan anggota dewan komisaris lainnya, direksi lainnya dan/atau pemegang saham pengendali.
- Paket Remunerasi dan Fasilitas bagi Dewan Komisaris dan Direksi**
Bank memberikan paket remunerasi dan fasilitas bagi dewan komisaris dan direksi yang terdiri dari:
 - Upah bulanan untuk dewan komisaris dan direksi yang bekerja dan bermukim di Indonesia.
 - Kendaraan antar jemput.
 - Apartemen untuk tenaga kerja asing.
 - Asuransi kesehatan untuk rawat inap dan penggantian berobat jalan untuk direksi yang berkewarganegaraan Indonesia.
 - Tunjangan Hari Raya sebesar 1 (satu) kali upah sebulan.
 - Bonus untuk direksi berdasarkan kinerja.

TRANSPARENCY OF THE BANK FINANCIAL CONDITION AND NON-FINANCIAL CONDITION

The Bank Financial Condition

- The Board of Commissioners and Directors of Bank Resona Perdana do not have any shares or not the shareholders of the bank or other institutions either situated domestically or overseas.*
- Members of the board of commissioners and directors also do not have any financial and family relationship with other members of the board of commissioners and directors and/or controlling shareholders.*
- The Remuneration Package and Facility for the Board of Commissioners and the Board of Directors**
The bank provides remuneration package and facility to the board of Commissioners and directors that consist of:
 - Monthly salary for the board of commissioners and directors who work and domicile in Indonesia.*
 - Transportation.*
 - Apartment for expatriates.*
 - Health insurance for hospitalization and medical expenses reimbursement for directors with Indonesian citizenship.*
 - Holiday Allowance of 1 (one) month salary.*
 - Bonus for the directors based on their performance.*

Remuneration and Other Facilities Table

Types of Remuneration and Other Facilities	Amount Received in 1 year			
	Board of Commissioners		Board of Directors	
	Persons	Million Rupiah	Persons	Million Rupiah
Remuneration (salary, bonus, routine allowances, supports and other facilities in non money forms)	3	637	6	3.464
Other facilities in non money forms (Housing, transportation, health insurance and so on) that Valued in Rupiah equivalence:				
a. can be possessed	-	-	-	-
b. cannot be possessed	3	96	6	1,790,208

Remuneration per person Table

Total Remuneration per person in 1 year	Number of Directors	Number of Commissioners
Over Rp 2 billion	-	-
Over Rp 1 billion up to Rp 2 billion	-	-
Over Rp 500 million up to Rp 1 billion	2	-
Under Rp 500 million	4	3

(person unit)

- Share Option**
Tidak ada *share option* yang dimiliki oleh dewan komisaris, direksi dan pejabat bank.
- Rasio Gaji Tertinggi dan Terendah**
Upah adalah hak karyawan yang diterima dan dinyatakan dalam bentuk uang sebagai imbalan dari perusahaan, ditetapkan dan dibayarkan menurut suatu perjanjian kerja, kesepakatan termasuk tunjangan bagi pegawai dan keluarganya atas suatu pekerjaan dan/atau jasa yang telah dilakukan.
- Share Option**
There is no share option owned by the board of commissioners, directors and bank's officers.
- Ratio between the Highest and Lowest Salaries**
Salary is the right of the employees that they received in the form of money as compensation from the company which is determined and paid based on an agreement which includes allowance for employee and its family for work and/or service that has been performed.

Ratio between the Monthly Highest and Lowest Salaries

Subject	Ratio between the Highest and Lowest Salaries
Employees	17.5 : 1
Directors	2.43 : 1
Commissioners	2 : 1
Highest Director's salary and Highest Employee's salary	2.7 : 1

Kondisi Non Keuangan Bank

- Penyimpangan Internal**
Tidak ada penyimpangan internal yang dilakukan oleh karyawan bank yang mempengaruhi kondisi keuangan secara signifikan selama tahun 2007.

Bank's Non Financial Condition

- Internal Deviation**
There is no internal deviation conducted by the bank employees that significantly affect financial condition in 2007.



Resona

- **Permasalahan Hukum dalam Tahun 2007**

- **Legal Problems in 2007**

Legal Problems Table

Legal Problems	Total	
	Legal	Criminal
Settled (has a legal binding power)	-	-
In the settlement process	6	-
Total	6	-

- **Benturan Kepentingan**

Bank tidak pernah mengalami transaksi yang mengandung benturan kepentingan karena bank telah memiliki aturan dan prosedur yang jelas terkait dengan penyelesaian transaksi yang mengandung benturan kepentingan.

- **Buy Back Shares and Buy Back Obligasi Bank**

Bank belum pernah mengupayakan pengurangan jumlah saham atau obligasi yang diterbitkan bank dengan cara *buy back shares* dan *buy back obligasi* yaitu membeli kembali saham atau obligasi yang sudah diterbitkan.

- **Pemberian Dana untuk Kepentingan Politik**

Bank selama tahun 2007 tidak pernah memberikan dana untuk kepentingan politik.

- **Conflict of Interests**

The bank has never experienced transactions that contain conflict of interests because the bank has implemented clear regulations and procedures related to the settlement of transactions containing conflicts of interests.

- **Stocks Buy Back and Bond Buy Back**

Bank has never tried to reduce the number of stocks and bonds that the bank has issued by way of buying back the stocks and buying back the issued bonds.

- **Fund Allowance for Political Interest**

In 2007 the bank has never allocated fund for political interests.

PENILAIAN DAN EVALUASI TERHADAP HASIL SELF ASSESSMENT PELAKSANAAN GOOD CORPORATE GOVERNANCE

Berdasarkan penilaian Bank Indonesia tahun 2006, Bank Indonesia menghargai upaya dan langkah positif yang dilaksanakan bank dalam pelaksanaan *Good Corporate Governance* dan penyusunan *self assesment* yang merupakan salah satu sarana yang digunakan Bank Indonesia untuk mengetahui kesiapan perbankan dalam penerapan PBI No. 8/4/PBI/2006 tentang Pelaksanaan *Good Corporate Governance* untuk Bank Umum. Disamping itu Bank Indonesia memberitahukan bahwa bank perlu memberi perhatian pada aspek fungsi kepatuhan dan fungsi audit intern. Tidak ada perbedaan yang signifikan dari hasil penilaian Bank Indonesia dengan *self assessment* bank. Untuk tahun 2007, bank telah melaksanakan apa yang telah disarankan Bank Indonesia. Karenanya bank optimis bahwa untuk *self assesment* pelaksanaan *Good Corporate Governance* tahun 2007, bank akan mendapatkan nilai yang baik dari Bank Indonesia.

ASSESSMENT AND EVALUATION AGAINST THE RESULT OF SELF ASSESSMENT ON THE IMPLEMENTATION OF GOOD CORPORATE GOVERNANCE

Based on the assessment conducted by the Bank of Indonesia in 2006, the Bank of Indonesia acknowledged the positive effort and move made by the bank in the implementation of Good Corporate Governance and the establishment of self assessment which becomes one of the instruments used by the Bank of Indonesia to detect the readiness of banking sector in conducting the regulation of the Bank of Indonesia No. 8/4/PBI/2006 on the Implementation of Good Corporate Governance for Commercial Bank. In addition, the Bank of Indonesia has communicated that the bank needs to pay attention to compliance function and internal audit function aspect. There is no significant differences between the assessment result of the Bank of Indonesia and the bank's self assessment. For the year of 2007, the bank has implemented what has been suggested by the Bank of Indonesia. Therefore, the bank is optimistic that for the self assessment on 2007 Good Corporate Governance implementation will obtain a good mark from the Bank of Indonesia.