

Laporan Pelaksanaan Tata Kelola Perusahaan 2009

Good Corporate Governance Implementation Report



Daftar Isi

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Visi & Misi

Vision & Mission

Visi Vision

Menjadi bank syariah utama di Indonesia, dominan di pasar spiritual, dikagumi di pasar rasional

To become the premier sharia bank in Indonesia, dominant in the spiritual market, admired in the rational market

Misi Mission

Menjadi ROLE MODEL Lembaga Keuangan Syariah dunia dengan penekanan pada semangat kewirausahaan, keunggulan manajemen dan orientasi investasi yang inovatif untuk memaksimalkan nilai kepada stakeholder

To become a ROLE MODEL among the world's sharia financial institutions, emphasizing in entrepreneurial spirit, managerial excellence, and innovative investment orientation to maximize value to stakeholders



Memperkokoh Fondasi Usaha

Reinforcing Our Business Foundation

Setelah tumbuh sehat selama satu dasawarsa, Bank Muamalat memandang tahun 2009 sebagai saat yang tepat untuk merestrukturisasi serta memperkuat landasan usaha demi pertumbuhan di masa depan.

Sekalipun dunia dilanda krisis keuangan maupun resesi ekonomi, sektor perbankan syariah di Indonesia tetap kokoh dan bergairah. Prospek pertumbuhannya di masa depan pun sangat menjanjikan.

Sebagai bank pertama murni syariah, dan pelopor di pasar perbankan syariah nasional sejak tahun 1991, Bank Muamalat memiliki posisi yang strategis guna memanfaatkan peluang pertumbuhan tersebut. Untuk itu, Bank Muamalat harus membangun landasan dan infrastruktur yang lebih kokoh.

Pada tahun 2009, Bank Muamalat melakukan beberapa perubahan struktural, perbaikan sistem operasional, serta penyesuaian lini usaha.

Semua ini adalah dalam rangka transformasi Bank Muamalat yang berkelanjutan untuk menjadi bank syariah modern yang beroperasi dengan standar kelas dunia - lebih siap untuk melayani kebutuhan nasabah dari segala lapisan masyarakat, di berbagai kota besar hingga pelosok Nusantara, bahkan di luar negeri.

Following a decade of robust growth, Bank Muamalat saw 2009 as an opportune time to restructure and reinforce its business foundation for future growth.

Despite the global financial crisis and economic recession, the market for sharia banking in Indonesia has remained strong and vibrant. Its growth prospects in the future are even more promising.

As the first purely sharia-compliant bank, and a leader in the sharia banking market of Indonesia since 1991, Bank Muamalat is strategically positioned to capitalise on these growth prospects. But to do so, it needs to build more robust foundation and infrastructure.

In 2009, Bank Muamalat initiated several structural changes, revamped its operating systems, and realigned its business lines.

All of this is part of the continuing transformation of Bank Muamalat to evolve into a modern sharia bank that operates on world class standards - better able to serve the needs of customers from all walks of life, from major cities to the most remote areas of Indonesia, as well as internationally.

Sejarah Singkat Perjalanan Bank Muamalat Indonesia 1991-2009

Brief historical journey of Bank Muamalat Indonesia 1991-2009

1991

- Bank Muamalat Indonesia adalah bank syariah PERTAMA di Indonesia
- Didirikan pada tanggal 24 Rabiuts Tsani 1412H/ 1 November 1991
- Pendirian digagas oleh Majelis Ulama Indonesia (MUI) dan Ikatan Cendekiawan Muslim se-Indonesia (ICMI) dengan dukungan Pemerintah Republik Indonesia
- Modal Awal diperoleh dari sejumlah pribadi, pengusaha serta pejabat Muslim dengan nominal sebesar Rp 84 Miliar. Tambahan Modal Awal diperoleh dari Masyarakat, sehingga melengkapi jumlah Modal Awal menjadi total sebesar Rp 106 Miliar. Acara pengumpulan modal dilaksanakan di Istana Presiden Bogor, Jawa Barat
- Presiden Republik Indonesia saat itu terlibat langsung dalam pendirian bank syariah pertama ini
- Bank Muamalat Indonesia is the first sharia bank in Indonesia
- Established on 24 Rabiuts Tsani 1412 H or November 1, 1991
- Inception was put forth by the Indonesian Council of Ulemas (MUI) and the Indonesian Association of Muslim Intellectuals (ICMI), with the full support of the Government of Indonesia
- Initial Capital came from individuals and the general public who pledged Rp 84 billion. Additional capital was also obtained from the public, increasing the total capital to Rp 106 billion, and marked with a ceremony at the Presidential Palace in Bogor, West Java
- The President of the Republic of Indonesia at the time officiated at the inauguration of the first sharia bank in the country

1992

- Mulai beroperasi pada tanggal 27 Syawwal 1412 H/1 Mei 1992
- Sejak mulai beroperasi pada tahun 1992, Bank Muamalat secara aktif ikut mempromosikan pendirian dan pengembangan industri perbankan dan bisnis keuangan syariah lainnya seperti :
 - a. Asuransi syariah pertama (Takaful)
 - b. Bank Pembiayaan Rakyat Syariah (BPRS) termasuk dengan suntikan modal dan bantuan teknis
 - c. Pusat Inkubasi Bisnis Usaha Kecil dan Menengah (PINBUK) yang kemudian mendirikan lebih dari 3.000 Baitul Maal wat Tamwil (BMT)
 - d. Bisnis pegadaian syariah (Al-rahnu), beraliansi dengan PT. Pegadaian (Persero)
 - e. Muamalat Institute (MI) untuk mengembangkan, meningkatkan dan menyebarkan pengetahuan seputar perbankan dan keuangan syariah
 - f. Dana Pensiun Lembaga Keuangan Muamalat (DPLK Muamalat)
 - g. Baitulmaal Muamalat (BMM) sebagai social wing Bank Muamalat dalam mengumpulkan dan menyalurkan ZIS termasuk Zakat Bank Muamalat melalui beberapa program dan pengembangan usaha mikro
- Commenced operations on 27 Syawwal 1412 H/ 1 May 1992
- Since then, Bank Muamalat has actively pursued and promoted the establishment and development of banking and financial industries that are based on the sharia principles, including :
 - a. First Sharia Insurance (Takaful)
 - b. Bank Pembiayaan Rakyat Sharia (BPRS) which received capital injection and technical support
 - c. Center for Small and Medium-sized Business Incubation (PINBUK) that subsequently established 3,000 Baitul Maal wat Tamwil (BMT)
 - d. The sharia pawn business (Al-rahnu), in alliance with PT. Pegadaian (Persero)
 - e. The Muamalat Institute (MI) to develop, enhance and disseminate knowledge on sharia banking and finance
 - f. Muamalat Financial Institution Pension Fund (DPLK Muamalat)
 - g. Baitulmaal Muamalat (BMM) as the social wing of Bank Muamalat in the collection and distribution of alms including Zakat of Bank Muamalat through various programs including the development of micro business

1993

- Terdaftar sebagai Perusahaan Publik walaupun tidak listing di Bursa Saham
- Registered as a Public Company although not listed on the Stock Exchange

1994

- Pada bulan Oktober 1994, menerima izin sebagai Bank Devisa, hanya 2 tahun setelah beroperasi
- In October 1994, received the foreign exchange bank license after two years in operations

1998

- Krisis finansial menghantam Indonesia dan berdampak luas terhadap bisnis, termasuk sektor perbankan
- Dikarenakan kondisi bisnis yang tidak kondusif, sejumlah bank di Indonesia collapse, Bank Muamalat dapat tetap selamat dan tidak memerlukan bantuan rekapitalisasi dari pemerintah
- Bagaimanapun Bank Muamalat tetap terimbas krisis dengan Non Performing Financing (NPF) mencapai lebih dari 60%
- Besarnya pencadangan penghapusan untuk mengcover NPF yang tinggi, membuat bank merugi dan modal berkurang menjadi tinggal 1/3 dari modal awalnya. Namun dengan tiadanya negative spread, Modal Bank Muamalat masih positif dan memperoleh predikat Bank kategori A
- A financial crisis devastated Indonesia with far-reaching effects on businesses and the banking sector
- Unprepared and fully exposed, a number of banks in Indonesia collapsed; Bank Muamalat survived and did not need to be recapitalized by the Government
- However, Bank Muamalat was also affected by the crisis, with Non Performing Financing (NPF) reaching upwards of 60%
- The sheer amount of provisioning that need to be expensed to cover the high NPF, reduced Bank Muamalat's equity to a third of its paid-up capital. Nevertheless, without any negative spread in the sharia banking system, the Bank's capital remained positive and Bank Indonesia classified Bank Muamalat under the category of "A" bank

1999

- Menyelenggarakan Right Issue I yang menghasilkan pemegang saham baru Bank Muamalat yaitu Islamic Development Bank (IDB)
- Undertook the 1st Rights Issue that brought in a new shareholder of Bank Muamalat, the Islamic Development Bank (IDB)

2000

- Telah berhasil membalikkan kerugian finansial pasca krisis 1998 menjadi keuntungan
- Achieved a complete financial turn-around from loss to profit in the post 1998 crisis

2003

- Menyelenggarakan Right Issue II dengan hadirnya IDB dan pemegang saham lokal lainnya menginvestasikan modal di Bank Muamalat
- Menerbitkan Sukuk Sub-Ordinasi Mudharabah I sejumlah Rp 200 Miliar, yang merupakan penerbitan sukuk pertama oleh lembaga perbankan di Indonesia
- Undertook the 2nd Right Issue, in which IDB and local shareholders invested more equity in Bank Muamalat
- Issued the Sub-Ordinated Mudharabah Bonds I amounting to Rp 200 billion, which was the first issuance of sharia-compliant bonds (sukuk) in Indonesia

2004

- Meluncurkan produk Shar-e, produk tabungan instan pertama. Shar-e terjual di seluruh wilayah Indonesia melalui jaringan Bank Muamalat serta ribuan jaringan online Kantor Pos (SOPP). Shar-e kemudian menjadi produk bank dengan pertumbuhan tercepat dengan pencapaian lebih dari 2 juta pemegang kartu dalam 4 tahun. Saat ini (2009), total jumlah nasabah Bank Muamalat telah mencapai sekitar 3 juta nasabah
- Launched the Shar-e product, the first instant savings product. Shar-e was sold throughout Indonesia through the Bank Muamalat network and thousands of online Post Office outlets. Shar-e subsequently became the banking product with the fastest rate of growth, garnering more than two million cardholders in four years. In 2009, Bank Muamalat had a total number of customers of three million customers

2005

- Menyelenggarakan Right Issue III yang menghasilkan pemegang saham baru yaitu Boubyan Bank dari Kuwait, Atwill Holdings Ltd, IDF Foundation, dan BMF Holdings Ltd
- Undertook the Rights Issue III, that brought in new shareholders, namely Boubyan Bank of Kuwait Atwill Holdings Ltd, IDF Foundation, and BMF Holdings Ltd

2007

- Mendirikan Al-Ijarah Indonesia Finance (ALIF) bersama dengan Boubyan Bank dan International Leasing and Investment Company (ILIC). ALIF adalah leasing syariah pertama di Indonesia
- Founded Al-Ijarah Indonesia Finance (ALIF) together with Boubyan Bank and International Leasing and Investment Company (ILIC). ALIF is the first sharia leasing company in Indonesia

2008

- Menerbitkan Sukuk Sub-Ordinasi Mudharabah sejumlah Rp 314 Miliar, Sukuk yang diterbitkan sebelumnya jatuh tempo pada tahun yang sama
- Krisis global menghantam sektor finansial yang dipicu oleh runtuhnya pasar subprime mortgage di AS
- Issued the Sub-ordinated Mudharabah Bonds amounting to Rp 314 billion, the previous Mudharabah Bonds matured in the same year
- The global crisis fell on the financial sector, triggered by the sub prime mortgage market collapse in the USA

2009

- Membuka cabang internasional pertama di Kuala Lumpur, Malaysia
- Tercatat sebagai bank pertama dari Indonesia yang membuka jaringan bisnis di Malaysia
- Melaksanakan pergantian manajemen pada bulan Juli 2009
- Krisis finansial global dampaknya mulai terasa pada bisnis perbankan, namun Bank Muamalat tetap bertahan dengan pertumbuhan dan kinerja yang baik
- Berdasarkan laporan keuangan (audited), pada akhir 2009 total aset mencapai Rp 16.027,18 miliar atau tumbuh 27,09% (yoy), yang berasal dari Dana Pihak Ketiga (DPK) sebesar Rp 13.316,90 miliar dan disalurkan pada aktivitas Pembiayaan sebesar Rp 11.428,01 miliar serta investasi syariah lainnya
- Inaugurated the first international branch in Kuala Lumpur, Malaysia
- Bank Muamalat became the first bank from Indonesia that opened a business network in Malaysia
- Underwent a management change in July 2009
- The effects of global financial crisis began to be felt by the banking sector, although Bank Muamalat remained solid with sound performance and growth
- Based on the audited financial statements, total assets as at year end 2009 amounted to Rp 16,027.18 billion, a growth of 27.09% (yoy), which was derived from Third Party Funds of Rp 13,316.90 billion, of which a total of Rp 11,428.01 billion was disbursed for financing activities and other sharia investments.

Dewan Pengawas Syariah The Sharia Supervisory Board



K.H. Ma'ruf Amin
Ketua Chairman



Prof. Dr. H. Muardi Chatib
Anggota Member



Prof. Dr. H. Umar Shihab
Anggota Member

Pernyataan Dewan Pengawas Syariah Statement from the Sharia Supervisory Board

**BISMILLAHIRRAHMANIRRAHIIM
ASSALAMUALAIKUM W.W.**

Dewan Pengawas Syariah Bank Muamalat dengan ini menyatakan bahwa berdasarkan pengawasan kami selama semester I dan semester II 2009 :

- Pelaksanaan produk dan jasa yang meliputi penghimpunan dan penyaluran dana telah sesuai dengan Fatwa Dewan Syariah Nasional serta keputusan Dewan Pengawas Syariah
- Pedoman operasional dan produk yang meliputi penghimpunan dan penyaluran dana telah sesuai Fatwa Dewan Syariah Nasional serta keputusan Dewan Pengawas Syariah
- Laporan keuangan perusahaan telah disusun dan disajikan sesuai dengan prinsip Syariah

Demikian pernyataan ini dibuat sesuai kaidah

WASSALAMUALAIKUM W.W.

Prof. Dr. H. Muardi Chatib
Anggota Member

K.H. Ma'ruf Amin
Ketua Chairman

Prof. Dr. H. Umar Shihab
Anggota Member

**BISMILLAHIRRAHMANIRRAHIIM
ASSALAMUALAIKUM W.W.**

The Sharia Supervisory Board of Bank Muamalat hereby states that, based on our supervision throughout semester I and semester II of 2009 :

- The provisions of products and services including funding and financing have complied with the Fatwa of the National Sharia Board and the ruling of the Sharia Supervisory Board
- The guidelines on operations and products including funding and financing have complied with the Fatwa of the National Sharia Board and the ruling of the Sharia Supervisory Board
- The company's financial statements are compiled and presented in accordance with the Sharia principles

This statement is issued in good faith

WASSALAMUALAIKUM W.W.

Tata Kelola Perusahaan

Good Corporate Governance



Good Corporate Governance :

Implementasi tata kelola perusahaan yang baik termasuk sharia compliance

The implementation of Good Corporate Governance includes sharia compliance

Laporan Pelaksanaan Tata Kelola Perusahaan (Good Corporate Governance) PT. Bank Muamalat Indonesia, Tbk Posisi Akhir Desember 2009

I. UMUM

PT. Bank Muamalat Indonesia, Tbk. (disingkat BMI) sebagai pelopor bank syariah di Indonesia, semenjak awal berdirinya hingga saat ini, terus berupaya untuk selalu berkomitmen dan konsisten dalam implementasi Good Corporate Governance (GCG).

Kewajiban untuk melaksanakan serta menyampaikan laporan GCG kepada Bank Indonesia (BI), terus dilaksanakan secara berkesinambungan sebagai wujud komitmen bank dalam melaksanakan ketentuan BI No. 8/4/PBI/2006 tanggal 30 Januari 2006 tentang Penerapan Good Corporate Governance pada Bank Umum dan Peraturan Bank Indonesia (PBI) No. 8/14/PBI/2006 tanggal 5 Oktober 2006 tentang Perubahan atas PBI No.8/4/PBI/2006 terutama Pasal 62 dan Pasal 63 mengenai kewajiban Bank untuk menyampaikan laporan pelaksanaan GCG, baik secara tersendiri maupun

Good Corporate Governance Implementation Report PT. Bank Muamalat Indonesia, Tbk Final Position December 2009

I. GENERAL

PT. Bank Muamalat Indonesia, Tbk. (abbreviated as BMI) as pioneer of shariah bank in Indonesia, as from the establishment up to the present, continues to make serious efforts to always commit and be consistent in the implementation of Good Corporate Governance (GCG).

The obligation to implement as well as submit report on GCG to Bank Indonesia (BI), is always performed continuously as a realization of bank's commitment in implementing the provision of BI No. 8/4/PBI/2006 dated 30 January 2006 regarding Implementation of Good Corporate Governance in Commercial Bank and Regulation of Bank Indonesia (PBI) No. 8/14/PBI/2006 dated 5 October 2006 regarding Amendment to PBI No.8/4/PBI/2006 especially Article 62 and Article 63 regarding the obligation of Bank to submit report on the implementation of GCG, either separated or integrated

digabungkan dalam laporan keuangan serta sebagaimana Surat Edaran Bank Indonesia (SEBI) No.9/12/DPNP tanggal 30 Mei 2007 tentang Pedoman Pelaksanaan PBI tersebut di atas.

Dalam rangka mengevaluasi pelaksanaan GCG di BMI serta penyusunan laporan penerapan GCG yang lebih objektif, maka pada bulan Februari 2009 BMI telah melakukan kerjasama dengan PT.Sinergi Daya Prima selaku Konsultan GCG, untuk melakukan evaluasi tersebut, termasuk kesesuaian terhadap regulasi yang berlaku terkait dengan GCG dan Undang-undang Perseroan Terbatas (PT) serta Anggaran Dasar/Anggaran Rumah Tangga BMI. Selain dari itu atas permintaan pemegang saham, pada bulan Maret 2009 dilakukan pula evaluasi atas pelaksanaan GCG di BMI oleh Ernst & Young. Rekomendasi dari ke dua Konsultan tersebut telah membantu menyempurnakan penerapan GCG di BMI, yang tercermin dalam laporan GCG 2009, termasuk juga penyempurnaan/revisi terhadap Board Manual serta penyelesaian penyusunan Kebijakan dan Prosedur Kepatuhan pada bulan Maret 2010.

Pelaksanaan Tata Kelola Perusahaan yang baik di BMI merupakan bagian tak terpisahkan dari Muamalat Spirit, yang intinya adalah semangat tanggung jawab, kewajiban, keterbukaan dan keadilan melalui pengabdian serta ketundukan kepada Allah SWT dan melalui pemerataan kemampuan, pengetahuan, informasi dan penghargaan. Semangat inilah yang menjadi dasar bagi tata kelola usaha/bisnis dan kode etik BMI.

Prinsip-prinsip mengenai tata kelola perusahaan secara Islami dan sesuai dengan praktek-praktek terbaik yang berlaku baik diperbankan nasional maupun internasional serta nilai-nilai yang ada di BMI, merupakan suatu dasar bagi BMI untuk terus berupaya menjadi bank terbaik dalam penerapan GCG selama ini. Adapun nilai-nilai dimaksud tercermin dari aspek-aspek sebagai berikut :

- Keterbukaan
- Akuntabilitas
- Tanggung Jawab
- Independensi
- Keadilan
- Disiplin
- Profesional
- Sikap Kepedulian

Secara umum dapat disampaikan bahwa berdasarkan hasil self assessment terhadap pelaksanaan Good Corporate Governance tahun 2009 di BMI adalah dalam kategori/ peringkat Baik dan Memadai dengan nilai komposit 1,7 (satu koma tujuh).

in the financial report and as the Circular Letter of Bank Indonesia (SEBI) No.9/12/DPNP dated 30 May 2007 regarding Guidelines to the Implementation of the aforementioned PBI.

In the framework of evaluating the implementation of GCG at BMI as well as arrangement of a more objective report on the implementation of GCG, therefore in the month of February 2009, BMI has conducted cooperation with PT. Sinergi Daya Prima as Consultant of GCG, to conduct the aforementioned evaluation, including conformity towards the applicable regulations related to GCG and Law on Limited Liability Company (PT) as well as Articles of Association/Rules of Association of BMI. Moreover, upon the request of shareholders, in the month of March 2009, an evaluation has been conducted upon the implementation of GCG at BMI by Ernst & Young. Recommendation from both Consultants has helped to complete the implementation of GCG at BMI, as reflected in the report of GCG of 2009, including also the completion/revision towards the Board Manual as well as completion upon the arrangement of Compliance Policies and Procedures in March 2010.

The implementation of Good Corporate Governance at BMI shall be an integrated part of Muamalat Spirit, in which the core is the spirit of responsibility, obligation, openness and fairness through dedication as well as obedience to Allah SWT and through even distribution of capability, knowledge, information and appreciation. This spirit has become the basis for business governance and ethic code of BMI.

Principles regarding Islamic corporate governance and in accordance with the best practices applicable both for national and international banking as well as values available at BMI, shall be a basis for BMI to keep trying to become the best bank in implementing GCG all this time. Whereas the values mentioned are reflected from the following aspects:

- Transparency
- Accountability
- Responsibility
- Independency
- Fairness
- Discipline
- Professional
- Social Awareness

Generally, it can be said that based on result of self-assessment towards the implementation of Good Corporate Governance in 2009 at BMI, it is in Good and Adequate category/rank with a composite value of 1.7 (one point seven).

II. TRANSPARANSI PELAKSANAAN GCG

Selama kurun waktu tahun 2009 pelaksanaan GCG yang telah dilakukan BMI merupakan kelanjutan dari pelaksanaan GCG yang selama ini diterapkan dan dilaporkan, serta merupakan pelaksanaan ketentuan yang berlaku termasuk undang-undang dan peraturan yang dikeluarkan dalam tahun 2009. Selain dari itu, di dalam laporan ini sudah memasukan pula mengenai perkembangan yang terjadi, khususnya berkaitan adanya perubahan dan penggantian susunan anggota Dewan Komisaris, Dewan Pengawas Syariah dan Dewan Direksi BMI.

Pada dasarnya pelaksanaan Tata Kelola Perusahaan yang baik di BMI, dilakukan dengan prinsip-prinsip tata kelola perusahaan secara Islami dan sesuai dengan praktek-praktek terbaik yang berlaku di perbankan nasional maupun internasional serta nilai-nilai yang ada di BMI. Dari aspek transparansi dapat disampaikan dan dirinci sebagai berikut :

1. Pelaksanaan Tugas dan Tanggung jawab Dewan Komisaris & Direksi.

A. Dewan Komisaris

Selama tahun 2009 telah dilaksanakan Rapat Umum Pemegang Saham (RUPS) sebanyak 3 (tiga) kali, terinci sebagai berikut:

1. RUPS Luar Biasa tanggal 11 Maret 2009 yang menetapkan antara lain tentang Perubahan Pasal mengenai masa jabatan Komisaris dan Direksi dalam Anggaran Dasar BMI ;
2. RUPS tanggal 23 April 2009 yang menetapkan antara lain tentang Susunan Dewan Komisaris dan Dewan Pengawas Syariah serta susunan Direksi yang sebagian masih bersifat sementara;
3. RUPS Luar Biasa tanggal 22 Juli 2009 yang menetapkan antara lain perubahan kedua Susunan Dewan Komisaris dan Direksi;

Hasil RUPS dimaksud telah dituangkan dalam Akta Berita Acara RUPS masing-masing No.44 tanggal 11 Maret 2009, No.142 tanggal 23 April 2009 dan No.173 tanggal 22 Juli 2009 yang dibuat oleh Notaris Arry Supratno, SH di Jakarta.

Menurut ketentuan Bank Indonesia, persyaratan pengangkatan anggota Dewan Komisaris harus terlebih dahulu lulus dalam mengikuti proses fit and proper test dari Bank Indonesia. Alhamdulillah seluruh anggota Dewan Komisaris BMI telah mengikuti fit and proper test dimaksud dan semuanya telah dinyatakan lulus dan dapat diangkat secara efektif menjadi anggota Dewan Komisaris BMI.

II. TRANSPARENCY ON IMPLEMENTATION OF GCG

In the course of year 2009, the implementation of GCG performed by BMI shall be the continuance of implementation of GCG performed and reported all this time, as well as the implementation of the applicable provisions including laws and regulations issued in 2009. Moreover, in this report, it also includes the improvement in progress, especially related to the occurrence of change and substitution of members of Board of Commissioners, Shariah Supervisory Board and Board of Directors of BMI.

Basically, the implementation of Good Corporate Governance at BMI, shall be conducted with principles of Islamic corporate governance and in accordance with the best practices applicable in national as well as in international banking and the available values at BMI. From the aspect of transparency, it can be described and detailed as follows:

1. Implementation of Duties and Responsibility of the Board of Commissioners & Board of Directors.

A. Board of Commissioners

During the year 2009, the General Meeting of Shareholders (RUPS) has been conducted as many as 3 (three) times, detailed as follows:

1. Extraordinary RUPS on 11 March 2009 that set forth among others the Amendment of Articles regarding term of office of the Commissioners and Board of Directors in the Articles of Association of BMI;
2. RUPS dated 23 April 2009 that set forth among others the Structure of Board of Commissioners and Shariah Supervisory Board as well as structure of the Board of Directors in which some are still temporary;
3. Extraordinary RUPS dated 22 July 2009 that set forth among others second amendment to the Structure of Board of Commissioners and Board of Directors;

Results of the aforementioned RUPS have been included in the Official Report of RUPS, No. 44 dated 11 March 2009, No. 142 dated 23 April 2009 and No. 173 dated 22 July 2009, respectively and drawn up by Notary Arry Supratno, SH in Jakarta.

According to the provisions of Bank Indonesia, the requirements to appoint members of Board of Commissioners must previously pass in the process of fit and proper test from Bank Indonesia. Thank God all members of the Board of Commissioners of BMI have participated the aforementioned fit and proper test and all of them are declared to pass and can be appointed effectively as members of Board of Commissioners of BMI.

Dengan adanya surat keputusan Gubernur Bank Indonesia No.11/10/GBI/DPbS tanggal 18 November 2009 dan No.11/5/GBI/DPbS tanggal 15 Juni 2009 serta No.11/3/GBI/DPbS tanggal 22 April 2009 dan sesuai data kepengurusan terakhir, jumlah anggota Dewan Komisaris sebanyak 6 (enam) orang. Adapun nama-nama anggota Dewan Komisaris serta status sebagai Komisaris Independen atau bukan Komisaris Independen, sebagaimana kriteria yang ditetapkan dalam peraturan dan ketentuan yang berlaku adalah sebagai berikut :

- a. Widigdo Sukarman, Komisaris Utama dan sebagai Komisaris Independen;
- b. Irfan Ahmed Akhtar, Komisaris;
- c. Abdulla Saud Abdul Azis Al-Mulaifi, Komisaris;
- d. Sultan Mohammed Hasan Abdulrauf, Komisaris;
- e. Emirsyah Satar, Komisaris Independen;
- f. Andre Mirza Hartawan, Komisaris Independen.

Dari susunan anggota Dewan Komisaris serta status masing-masing yang bersangkutan di atas dan sesuai dengan surat Gubernur Bank Indonesia No.11/3/GBI/DPbS tanggal 22 April 2009, dapat diketahui bahwa jumlah anggota Dewan Komisaris Independen dan bukan Komisaris Independen masing-masing sebanyak 3 (tiga) orang atau masing-masing 50%. Hal ini berarti jumlah Komisaris Independen telah mencapai 50% dari seluruh jumlah anggota Dewan Komisaris, sehingga telah sejalan dengan ketentuan yang berlaku.

Di sisi lain, anggota Dewan Komisaris saat ini berjumlah 6 (enam) orang, sementara itu jumlah anggota Direksi sebanyak 5 (lima) orang, sehingga anggota Direksi masih kurang 1 (satu) orang sebagaimana ketentuan GCG yang berlaku. Namun demikian kekurangan anggota Direksi ini direncanakan akan dipenuhi paling lambat pada bulan Maret 2010, sesuai dengan komitmen Dewan Komisaris untuk segera mengisi lowongan jabatan Direktur tersebut.

Dewan Komisaris bertindak atas nama pemegang saham, bertugas untuk memantau dan mengawasi pelaksanaan tugas Direksi secara kolektif dalam mengelola Bank, agar selalu mengacu atau sesuai dengan tujuan dan strategi bisnis yang telah ditetapkan. Tanggung jawab Dewan Komisaris lainnya adalah melakukan pengawasan terhadap temuan audit intern dan ekstern untuk memastikan bahwa semua temuan tersebut telah ditindaklanjuti sesuai dengan komitmen yang telah diberikan Direksi. Secara rinci tugas, wewenang dan tanggungjawab anggota Dewan Komisaris tercantum dalam Board Manual BMI.

Secara umum/prinsip pelaksanaan tugas dan tanggung jawab Komisaris telah dijalankan dan tercermin antara lain dari laporan pemantauan dan pengawasan Komisaris yang disampaikan kepada Bank Indonesia setiap semester (6 bulanan) serta risalah rapat antara Komisaris dan Direksi.

With the issuance of Decision of Governor of Bank Indonesia No. 11/10/GBI/DPbS dated 18 November 2009 and No. 11/5/GBI/DPbS dated 15 June 2009 as well as No. 11/3/GBI/DPbS dated 22 April 2009 and in accordance with data of the last management, the total members of the Board of Commissioners shall be 6 (six) people. Whereas the names of the members of Board of Commissioners as well as their status as Independent Commissioner or Non-Independent Commissioner, as the criteria set forth in the applicable regulations and provisions are as follows:

- a. Widigdo Sukarman, President Commissioner and as Independent Commissioner;
- b. Irfan Ahmed Akhtar, Commissioner;
- c. Abdulla Saud Abdul Azis Al-Mulaifi, Commissioner;
- d. Sultan Mohammed Hasan Abdulrauf, Commissioner;
- e. Emirsyah Satar, Independent Commissioner;
- f. Andre Mirza Hartawan, Independent Commissioner.

From the structure of members of Board of Commissioners as well as their respective status above and in accordance with letter of the Governor of Bank Indonesia No. 11/3/GBI/DPbS dated 22 April 2009, it can be known that the total members of Board of Independent Commissioner and Non-Independent Commissioner is respectively 3 (three) persons or 50%. This means that the number of Independent Commissioner has achieved 50% from the total members of Board of Commissioners, so that it is inline with the prevailing provisions.

On the other side, the present members of the Board of Commissioners is 6 (six) persons, meanwhile the total members of the Board of Directors is 5 (five) persons, so that members of the Board of Directors is 1 (one) person short as the applicable provisions on GCG. However, the shortage members of Board of Directors is planned to be fulfilled by no later than March 2010, in accordance with the commitment of Board of Commissioners to immediately fill the vacant position of Director.

Board of Commissioners shall act on behalf of shareholders, has duties to monitor and supervise the implementation of duties of Board of Directors collectively in managing the Bank, in order to refer or in accordance with the objectives and business strategies set forth at all time. Other responsibility of Board of Commissioners is to conduct supervision towards findings of internal and external audit to make sure that all findings have been followed up in accordance with the commitment given by the Board of Directors. In detail, the duties, authorities and responsibility of members of Board of Commissioners are included in the Board Manual of BMI.

Generally/principally the implementation of duties and responsibility of the Commissioners have been executed and are reflected among others from the monitoring and supervisory report of the Commissioners submitted to Bank Indonesia every semester (6 months) as well as minutes of meeting between the Commissioners and Board of Directors.

Dewan Komisaris sebagaimana ketentuan dalam GCG, sejak tahun 2007 telah membentuk komite-komite yaitu Komite Audit, Komite Pemantau Risiko dan Komite Remunerasi & Nominasi. Sehubungan dengan penggantian anggota Dewan Komisaris pada RUPS bulan April 2009 dan bertepatan pula dengan habisnya masa tugas dari anggota-anggota Komite tersebut di atas, maka terjadi kekosongan ketua dan anggota dari komite-komite GCG dimaksud sampai dengan adanya keputusan terakhir dari Gubernur Bank Indonesia pada tanggal 18 November 2009 tentang persetujuan pengangkatan Widigdo Sukarman, selaku Komisaris Utama BMI.

Berkaitan dengan itu dan dengan adanya pengangkatan secara efektif tersebut maka Dewan Komisaris membentuk Komite Remunerasi & Nominasi secara lengkap melalui Surat Keputusan Direksi (SK.Dir) No.131/DIR/KPTS/XII/2009 tanggal 22 Desember 2009.

Sementara itu untuk Komite Audit dan Komite Pemantau Risiko telah ditunjuk Komisaris Independen sebagai Ketua masing-masing komite dimaksud yaitu Andre Mirza Hartawan sebagai Ketua Komite Audit, dan Widigdo Sukarman, sebagai Ketua Komite Pemantau Risiko. Sedangkan untuk pengisian anggota dari masing-masing Komite, akan segera dilakukan setelah pemilihan dan seleksi calon anggota secara komprehensif dan sesuai kriteria yang ditentukan dapat dipenuhi.

B. Direksi

Direksi merupakan organ Perseroan yang bertanggung jawab penuh atas pengurusan/pengelolaan Perseroan untuk kepentingan dan tujuan Perseroan serta mewakili Perseroan baik didalam maupun diluar pengadilan sesuai ketentuan Anggaran Dasar BMI.

Dalam memilih dan mencalonkan anggota Direksi, bank telah memiliki dan menetapkan persyaratan atau kriteria untuk seseorang yang akan menjadi calon Direksi, yaitu berupa persyaratan umum dan persyaratan khusus. Persyaratan Umum adalah merupakan Persyaratan Dasar yang ditetapkan oleh peraturan perundang-undangan yang berlaku; sementara itu Persyaratan Khusus, merupakan persyaratan yang disesuaikan dengan kebutuhan dan sifat bisnis BMI sebagai perusahaan yang bergerak disektor perbankan syariah. Adapun Persyaratan Umum dan Khusus bagi Direksi adalah sebagaimana tercantum dalam Board Manual BMI.

Direksi yang telah diangkat berdasarkan hasil keputusan Rapat Umum Pemegang Saham pada tanggal 23 April 2009 dan tanggal 22 Juli 2009 adalah sebanyak 6 (enam) orang, namun sesuai dengan surat keputusan Gubernur Bank Indonesia No. 11/5/GBI/DPbS tanggal 15 Juni 2009 dan No. 11/8/GBI/DPbS tanggal 28 September 2009 jumlah Direksi yang telah memenuhi kriteria dalam fit

Board of Commissioners as provided in GCG, since 2007 has established committees namely Audit Committee, Risk Monitoring Committee and Remuneration & Nomination Committee. In relation to the substitution of members of Board of Commissioners during the RUPS in April 2009 and coincide with the expiration of term of office of members of the aforementioned Committees, therefore there is a vacancy of Chairman and members of the relevant GCG committees until the issuance of latest decision from Governor of Bank Indonesia on 18 November 2009 regarding approval on appointment of Widigdo Sukarman, as President Commissioner of BMI.

In relation the that matter and with the occurrence of effective appointment, therefore Board of Commissioners shall establish Remuneration & Nomination Committee completely through Decision of the Board of Directors (SK.Dir) No.131/DIR/KPTS/XII/2009 dated 22 December 2009.

Meanwhile Independent Commissioners have been appointed as Chairmans for the respective Audit Committee and Risk Monitoring Committee namely Andre Mirza Hartawan as Chairman of Audit Committee, and Widigdo Sukarman as Chairman of Risk Monitoring Committee. Meanwhile to fill the members of the respective Committee, it will be performed following the election and selection of candidate members comprehensively and in accordance with the criteria set forth to be fulfilled.

B. Board of Directors

Board of Directors shall be an element of the Company that is fully responsible upon the arrangement/management of the Company for the interests and objectives of the Company as well as to represent the Company both inside and outside the court in accordance with the Articles of Association of BMI.

In selecting and nominating the members of Board of Directors, bank possesses and sets forth the requirements or criteria for a person to become candidate of Board of Directors, namely in form of general requirements and special requirements. General Requirements shall be the Basic Requirements set forth by the applicable laws and regulations; meanwhile Special Requirements shall be requirements adjusted with the demand and nature of business of BMI as a company engaging in the sector of shariah banking. Whereas the General and Special Requirements for Board of Directors shall be as included in the Board Manual of BMI.

The appointed Board of Directors based on result of decision of the General Meeting of Shareholders on 23 April 2009 and 22 July 2009 shall be 6 (six) persons, however in accordance with the decision of the Governor of Bank Indonesia No. 11/5/GBI/DPbS dated 15 June 2009 and No. 11/8/GBI/DPbS dated 28 September 2009, the number of Board of Directors having met the criteria

and proper test Bank Indonesia adalah 5 (lima) orang, sehingga masih terdapat kekurangan seorang Direktur dan hingga saat ini masih kosong yang akan segera dicarikan penggantinya, sesuai dengan komitmen Dewan Komisaris. Namun demikian peran dari jabatan Direktur yang kosong tersebut telah dirangkap oleh beberapa Direktur yang ada.

Adapun nama-nama anggota Direksi tersebut di atas adalah sebagai berikut :

- Arviyan Arifin sebagai Direktur Utama/President Director;
- Andi Buchari, sebagai Direktur Kepatuhan & Perencanaan Korporasi/Compliance & Corporate Planning Director;
- Farouk Abdullah Alwyni, sebagai Direktur Tresuri & Bisnis Internasional/Treasury & International Banking Director;
- Adrian Asharyanto Gunadi, sebagai Direktur Bisnis Ritel/Retail Banking Director;
- Luluk Mahfudah, sebagai Direktur Bisnis Korporasi/Corporate Banking Director;
- Bidang-bidang di bawah supervisi Direktur Keuangan & Operasional/Finance & Operational Director, untuk sementara waktu disupervisi bersama oleh Farouk Abdullah Alwyni dan Adrian Asharyanto Gunadi.

Secara umum tugas dan tanggungjawab Direksi adalah melakukan pengawasan intern secara efektif dan efisien, memantau risiko dan mengelolanya, menjaga agar iklim kerja tetap kondusif sehingga produktivitas dan profesionalisme menjadi lebih baik, mengelola staf dan karyawan BMI dan melaporkan kinerja BMI secara keseluruhan kepada pemegang saham dalam Rapat Umum Pemegang Saham Tahunan (RUPST).

Dalam pelaksanaan tanggungjawab tersebut, Direksi selama masa jabatannya, secara konsisten telah melaksanakan RUPS setiap tahun sesuai Anggaran Dasar Perusahaan dan terakhir pada bulan Juli 2009. Dalam tahun 2009 Direksi telah melakukan penyempurnaan terhadap struktur organisasi Bank berdasarkan SK Direksi No.079/DIR/KPTS/VIII/2009, sehingga menjadi lebih fokus dan dengan pembagian tugas, wewenang serta tanggungjawab yang jelas.

Sesuai dengan struktur organisasi dan untuk membantu Direksi dalam menjalankan tugasnya, maka berdasarkan Surat Keputusan Direksi, telah dibentuk 6 (enam) Komite Eksekutif, yang dipimpin oleh Direksi terkait, yaitu sebagai berikut :

1. Asset & Liabilities Committee (ALCO), dengan tugas dan tanggungjawab terutama mengelola aset dan liabilities bank serta mengacu kepada PBI No.11/25/PBI/2009 tentang Perubahan PBI No. 5/8/PBI/2003 mengenai Implementasi Manajemen Risiko pada Bank Umum serta Surat Edaran BI No.5/21/DPNP tanggal 29 September 2003;

in the fit and proper test of Bank Indonesia is 5 (five) persons, therefore there is a shortage of one Director and up to present it is still vacant and the substitute is being looked for, in accordance with the commitment of the Board of Commissioners. However, the role of the vacant Director has been concurrently held by several Directors available.

Whereas the names of members of Board of Directors mentioned above are as follows:

- Arviyan Arifin as President Director;
- Andi Buchari, as Compliance & Corporate Planning Director;
- Farouk Abdullah Alwyni, as Treasury & International Banking Director;
- Adrian Asharyanto Gunadi, as Retail Banking Director;
- Luluk Mahfudah, as Corporate Banking Director;
- Divisions under the supervision of Finance & Operational Director, for the time being is supervised jointly by Farouk Abdullah Alwyni and Adrian Asharyanto Gunadi.

In general, the duties and responsibility of Board of Directors are to conduct internal supervision effectively and efficiently, monitor risks and managed them, maintain working climate to be conducive so that productivity and professionalism shall become better, manage staffs and employees of BMI and report the performance of BMI in overall to the shareholders in the Annual General Meeting of Shareholders (RUPST).

In the implementation of the responsibility, Board of Directors during its term of office, consistently has organized RUPS annually in accordance with the Company's Articles of Association and the latest in July 2009. In year 2009, Board of Directors has completed towards the organizational structure of Bank based on Decision of Board of Directors No.079/DIR/KPTS/VIII/2009, so that it becomes more focus and with distribution of duties, authorities as well as clear responsibilities.

In accordance with the organizational structure and to assist the Board of Directors in implementing its duties, therefore based on Decision of the Board of Directors, 6 (six) Executive Committees have been established, chaired by the relevant Board of Directors, namely as follows:

1. Asset & Liabilities Committee (ALCO), with duties and responsibility mainly to manage the assets and liabilities of the bank and shall refer to PBI No.11/25/PBI/2009 regarding Amendment to PBI No. 5/8/PBI/2003 regarding Implementation of Risk Management in Commercial Bank as well as Circular Letter of BI No.5/21/DPNP dated 29 September 2003;

2. Komite Anggaran/Budget Committee; dengan tugas pokok dan tanggungjawab mengacu kepada PBI No.6/25/PBI/2004 tentang Rencana Bisnis Bank.
3. Komite Teknologi Informasi/Information Technology Committee, dengan tugas dan tanggungjawab mengacu kepada ketentuan PBI No.9/15/PBI/2007 tentang Implementasi Manajemen Risiko dalam Penggunaan Teknologi Informasi pada Bank Umum.
4. Komite Manajemen Risiko/Risk Management Policy Committee, dengan tugas dan tanggungjawab mengacu kepada ketentuan dalam PBI mengenai GCG dan ketentuan dalam PBI tentang Implementasi Manajemen Risiko pada Bank Umum dan PBI No.11/25/PBI/2009 tentang perubahan PBI No.5/8/PBI/2003 mengenai Implementasi Manajemen Risiko pada Bank Umum.
5. Komite Kebijakan Pembiayaan/Financing Policy Committee.
Komite Kebijakan Pembiayaan bertugas membantu Direksi untuk merumuskan kebijakan, mengawasi pelaksanaan kebijakan, memantau perkembangan dan kondisi portfolio Pembiayaan serta memberikan saran-saran langkah perbaikan.
6. Komite Pembiayaan/Financing Committee.
Adapun tugas dan tanggung jawab komite ini adalah untuk memberikan keputusan terhadap pengajuan pembiayaan sesuai dengan batas wewenang dan/atau jenis pembiayaan yang ditetapkan Direksi.

Dalam menjalankan tugas dan tanggungjawabnya, Direksi dibantu oleh Kepala Divisi secara umum adalah menyusun tugas dan tanggungjawab komite, memberikan pendapat profesional dan membantu Direksi dalam menjalankan strategi Bank secara efisien dan efektif, serta mengkaji kinerja operasional Bank.

C. Evaluasi Kinerja Direksi, Dewan Komisaris serta Rekomendasi

Dalam Rapat Umum Pemegang Saham Tahunan (RUPST), para pemegang saham mengevaluasi kinerja Dewan Direksi dan Dewan Komisaris dalam pelaksanaan kewajiban utama mereka. Selain itu, untuk kinerja Dewan Direksi, baik masing-masing maupun anggota, dievaluasi oleh Dewan Komisaris melalui rapat gabungan Dewan Direksi dan Dewan Komisaris yang diselenggarakan secara berkala. Kesemuanya itu tercermin dari Berita Acara RUPS, dan risalah Rapat antara Dewan Komisaris dan Direksi.

Pada tahun 2009 telah diadakan rapat Dewan Komisaris dan rapat Dewan Komisaris dengan Direksi dalam tiga periode waktu yaitu rapat yang diadakan mulai awal Januari s/d 23 April 2009 dan sejak 24 April s/d 21 Juli 2009 serta sejak 22 Juli s/d akhir Desember 2009. Hal ini disebabkan selama tahun 2009 terjadi pergantian Dewan Komisaris dan Direksi atau tepatnya tanggal 23 April 2009

2. Budget Committee, with principal duties and responsibility shall refer to PBI No.6/25/PBI/2004 regarding Business Plan of Bank.
3. Information Technology Committee, with duties and responsibility shall refer to the provisions of PBI No.9/15/PBI/2007 regarding Implementation of Risk Management in the Utilization of Information Technology in Commercial Bank.
4. Risk Management Committee/Risk Management Policy Committee, with duties and responsibility shall refer to the provisions in PBI regarding GCG and provisions in PBI regarding Implementation of Risk Management in Commercial Bank and PBI No.11/25/PBI/2009 regarding amendment to PBI No.5/8/PBI/2003 regarding Implementation of Risk Management in Commercial Bank.
5. Financing Policy Committee
Financing Policy Committee shall have the duties to assist the Board of Directors to formulate the policies, to supervise the implementation of policies, monitor the progress and condition of Financing portfolio as well as to provide suggestions on amelioration measures.
6. Financing Committee
Whereas the duties and responsibilities of this committee shall be to provide decision towards the submission of financing in accordance with the limit of authority and/or types of financing set forth by the Board of Directors.

In implementing its duties and responsibilities, the Board of Directors shall be assisted by Head of Division, which in general to arrange the duties and responsibilities of the committee, to provide professional opinions and assist the Board of Directors in executing Bank strategies efficiently and effectively, as well as to assess the operational performance of the Bank.

C. Evaluation on Performance of Board of Directors, Board of Commissioners and Recommendation

In the Annual General Meeting of Shareholders (RUPST), the shareholders shall evaluate the performance of the Board of Directors and Board of Commissioners in the implementation of their principal obligations. Moreover, the performance of Board of Directors, both severally and jointly, shall be evaluated by the Board of Commissioners through joint meeting of the Board of Directors and Board of Commissioners held periodically. The overall is reflected from the Minutes of Meeting of RUPS, and Minutes of Meeting between the Board of Commissioners and Board of Directors.

In 2009, a meeting of the Board of Commissioners has been held and meetings of the Board of Commissioners with the Board of Directors were held in three period of time namely meeting held at the beginning of January to 23 April 2009 and since 24 April to 21 July 2009 as well as since 22 July to the end of December 2009. This is because during the 2009, there is a change in the Board

dan tanggal 22 Juli 2009 dimana pada saat itu diadakan RUPS dan RUPS Luar Biasa.

Selama tahun 2009 Dewan Komisaris telah mengadakan rapat dengan Dewan Direksi sebanyak 8 (delapan) kali, sementara itu rapat internal Direksi diselenggarakan sebanyak 33 (tiga puluh tiga) kali, di luar/selain rapat dengan Dewan Komisaris (Dekom). Secara rinci jumlah kehadiran masing-masing anggota Komisaris dan Direksi sebagaimana tabel di bawah ini.

Daftar hadir rapat Dekom, rapat Dekom dan Direksi serta rapat Intern Direksi dari periode awal Januari sampai dengan akhir Desember 2009.

1. Periode awal Januari 2009 s/d 23 April 2009

No.	Nama Pejabat/ Name of Official	Rapat Dewan Kom dan Direksi/ Meeting of Board of Commissioners and Board of Directors	Rapat Direksi/Meeting of Board of Directors
1.	Abbas Adhar	2x	-
2.	Korkut Ozal	2x	-
3.	Ahmed Abisourour	2x	-
4.	Iskandar Zulkarnain	2x	-
5.	Aulia Pohan	-	-
6.	A. Riawan Amin	2x	4x
7.	Arvian Arifin	2x	4x
8.	M. Hidayat	2x	4x
9.	Andi Buchari	2x	4x
10.	U. Saefudin Noer	2x	4x

2. Periode 24 April 2009 s/d 21 Juli 2009

No.	Nama Pejabat/ Name of Official	Rapat Dewan Kom dan Direksi/ Meeting of Board of Commissioners and Board of Directors	Rapat Direksi/Meeting of Board of Directors
1.	Abdulla Saud Abdul Azis Al-Mulaifi	1x	-
2.	Sutan Mohammed Hasan Abdulrauf	1x	-
3.	Arvian Arifin	1x	8x
4.	M. Hidayat	1x	7x
5.	Andi Buchari	1x	7x
6.	U. Saefudin Noer	1x	5x

of Commissioners and Board of Directors or exactly on 23 April 2009 and on 22 July 2009 where at that time RUPS and Extraordinary RUPS were held.

During 2009, the Board of Commissioners has convened meetings with the Board of Directors as many as 8 (eight) times, meanwhile the internal meetings of the Board of Directors were held as many as 33 (thirty three) times, out from/besides meetings with the Board of Commissioners (Dekom). In details the total attendance of the respective members of Commissioners and Board of Directors are as included in the table below.

List of attendance of Dekom meeting, Dekom and Board of Directors meeting as well as Internal Meeting of the Board of Directors from period of early January up to the end of December 2009.

1. Period of early January 2009 to 23 April 2009

2. Period from 24 April 2009 to 21 July 2009

3. Periode 22 Juli 2009 s/d 31 Desember 2009**3. Period from 22 July 2009 to 31 December 2009**

No.	Nama Pejabat/ Name of Official	Rapat Dewan Kom dan Direksi/ Meeting of Board of Commissioners and Board of Directors	Rapat Direksi/Meeting of Board of Directors
1.	Widigdo Sukarman	5x	-
2.	Irfan Ahmed Akhtar	3x	-
3.	Abdulla Saud Abdul Azis Al-Mulaifi	5x	-
4.	Sutan Mohammed Hasan Abdulrauf	4x	-
5.	Emirsyah Satar	4x	-
6.	Andre Mirza Hartawan	5x	-
7.	Arviyan Arifin	5x	21x
8.	Andi Buchari	5x	18x
9.	Luluk Mahfudah	5x	20x
10.	Farouk Abdullah Alwyni	5x	20x
11.	Adrian A. Gunadi	5x	20x
12.	M. Hidayat *)	2x	9x

*) s/d 28 September 2009 / *) to 28 September 2009

Setiap rapat selalu dibuatkan notulen atau risalah rapat dan didalamnya terdapat pula rekomendasi Komisaris, yang perlu untuk dibahas dan ditindaklanjuti oleh Direksi.

Dari jumlah rapat yang diselenggarakan oleh Dewan Komisaris sebanyak 8 (delapan) kali, cukup memberikan gambaran kesungguhan Komisaris dalam menjalankan salah satu fungsi pengawasannya.

D. Dewan Pengawas Syariah

Dewan Pengawas Syariah (DPS) mempunyai tugas untuk senantiasa mengawasi kegiatan usaha bank dan memberikan opini mengenai kemurnian prinsip syariah yang dianut.

Hubungan kerja Dewan Pengawas Syariah, Dewan Komisaris dan Direksi adalah hubungan check and balance dengan tujuan akhir untuk kemajuan dan kesehatan BMI serta pelaksanaan operasional BMI yang senantiasa mematuhi (comply) peraturan dan perundang-undangan yang berlaku serta sesuai dengan prinsip syariah.

Sesuai dengan keputusan RUPS tanggal 23 April 2009 bahwa susunan Dewan Pengawas Syariah (DPS) yang mempunyai tugas untuk senantiasa mengawasi kegiatan usaha bank dan memberikan opini mengenai pemenuhan prinsip syariah yang dijalankan, telah mengalami perubahan yang semula 4 (empat) orang menjadi 3 (tiga) orang, terdiri dari :

1. KH Ma'ruf Amin sebagai Ketua,
2. Prof. DR. KH Muardi Chatib, sebagai anggota dan
3. Prof. DR. Umar Shihab sebagai anggota.

Each meeting shall draw up minutes of meeting and it shall also include recommendations from the Commissioner, which need to be discussed and followed-up by the Board of Directors.

From the total meetings organized by the Board of Commissioners as many as 8 (eight) times, it provides adequately an illustration on the seriousness of the Commissioner in executing one of its supervisory functions.

D. Sharia Supervisory Board

Sharia Supervisory Board (DPS) shall have the duties, at all times, to supervise banking activities and to provide opinion regarding the purity of Sharia principles being professed.

The working relationship of Sharia Supervisory Board, Board of Commissioners and Board of Directors shall be the relationship of check and balance with a final aim for the improvement and soundness of BMI as well as the implementation of BMI's operational that complies with the applicable laws and regulations, at all times, and in accordance with the principles of Sharia.

In accordance with the decision of RUPS dated 23 April 2009 that the structure of Sharia Supervisory Board (DPS) having the duties, at all times, to supervise the banking activities and to provide opinion regarding the fulfillment of principles of Sharia being professed, it has experienced change from previously 4 (four) persons to 3 (three) persons, consisting of:

1. KH Ma'ruf Amin as Chairman,
2. Prof. DR. KH Muardi Chatib, as member and
3. Prof. DR. Umar Shihab as member.

Sesuai dengan PBI No.11/3/PBI/2009 tanggal 29 Januari 2009 ditetapkan bahwa anggota DPS paling kurang dua orang dan paling banyak 50% dari jumlah anggota Direksi.

Jumlah anggota DPS tersebut telah sesuai dengan ketentuan GCG yaitu bahwa jumlah anggota DPS sekurang-kurangnya sebanyak 2 (dua) orang dan maksimal sebanyak 50% dari jumlah Direksi.

Berkaitan dengan rangkap jabatan, sesuai dengan informasi yang ada tercatat bahwa yang merangkap jabatan hanya 2 (dua) orang anggota DPS yaitu KH Ma'ruf Amin, sebagai Ketua/Anggota DPS pada 4 (empat) lembaga keuangan Bank/bukan bank dan Prof. DR. Umar Shihab pada 1(satu) lembaga keuangan non bank.

Untuk membantu pelaksanaan tugas DPS ini BMI telah membentuk suatu unit khusus yaitu Shariah Compliance Unit (ShCU) yang bertindak sebagai Liason Officer antara DPS dan divisi/ unit bisnis di BMI. ShCU berada di bawah Direktorat Kepatuhan. Jumlah officer ShCU sebanyak 4 (empat) orang, masing-masing officer memiliki kompetensi di bidang syariah baik melalui pendidikan di dalam negeri maupun luar negeri. ShCU telah dilengkapi pula dengan job description yang jelas dalam melaksanakan tugasnya.

Dengan adanya ShCU ini maka pengawasan aspek syariah terhadap kegiatan operasional dan pemberian opini atas produk atau aktivitas baru BMI dapat dilaksanakan dan ditingkatkan dengan lebih baik dari waktu ke waktu. Khusus untuk memantau aspek syariah atas pemberian pembiayaan, maka officer ShCU selalu ikut serta dalam rapat Komite Pembiayaan. ShCU bekerjasama dengan IAD telah pula melakukan audit syariah ke beberapa unit bisnis.

Dalam melaksanakan tugasnya DPS telah mengadakan rapat/pertemuan yang membahas perkembangan produk maupun aktivitas kegiatan operasional di BMI. Selama tahun 2009, DPS telah mengadakan rapat dengan Direksi dan Pejabat/Staf Senior BMI sebanyak 5 (lima) kali, yang tercermin dari Risalah Rapat yang telah dibuat.

Dalam Board Manual BMI, telah dicantumkan pula secara rinci mengenai tugas, wewenang, tanggungjawab serta kewajiban yang harus dipenuhi oleh DPS. DPS juga telah menyampaikan Laporan setiap 6(enam) bulan kepada Bank Indonesia, melalui surat No.02/BMI/DPS/VII/2009 tanggal 1 Juli 2009 dan No.01/BMI/DPS/I/2010 tanggal 25 Januari 2010, sebagai bahan pertanggungjawaban pelaksanaan tugasnya di BMI.

In accordance with PBI No.11/3/PBI/2009 dated 29 January 2009, it is determined that members of DPS shall be at least two persons and 50%, at maximum, from the total members of Board of Directors.

The total members of DPS has been in accordance with the provision of GCG that the total members of DPS shall be at least 2 (two) persons and 50%, at maximum, from the total members of Board of Directors.

In relation to holding positions concurrently, in accordance with the available information, it is recorded that there are only 2 (two) members of DPS who hold positions concurrently, namely KH Ma'ruf Amin, as Chairman/ Member of DPS at 4 (four) Bank/Non-Bank Financial Institution and Prof. DR. Umar Shihab at 1 (one) Non-Bank Financial Institution.

To assist the implementation of duties of DPS, BMI has established a special unit namely Sharia Compliance Unit (ShCU), acting as Liaison Officer between DPS and business division/unit at BMI. ShCU shall be positioned under the Compliance Directorate. The total officers of ShCU shall be 4 (four) persons, each officer shall have competence in the field of Sharia both through domestic and overseas education. ShCU has been also furnished with clear job descriptions in the implementation of its duties.

With the presence of this ShCU, therefore the supervision of aspects of Sharia towards the operational and grant of opinion upon new products or activities of BMI may be exercised and improved to be better from time to time. Specifically to observe the aspects of Sharia upon the grant of financing, therefore ShCU officer shall always participate in the meeting of Financing Committee. ShCU, working together with IAD, has also conduct Sharia audit to several business units.

In implementing its duties, DPS has convened meetings to discuss the development of products and operational activities at BMI. In the course of 2009, DPS has convened 5 (five) meetings with the Board of Directors and Senior Officer/Staff of BMI, as reflected from the Minutes of Meeting drawn up.

In the Board Manual of BMI, it has been included in detail regarding the duties, authorities, responsibilities as well as obligations to be complied with by DPS. DPS has also submitted a Report every 6 (six) months to Bank Indonesia, through a letter No.02/BMI/DPS/VII/2009 dated 1 July 2009 and No.01/BMI/DPS/I/2010 dated 25 January 2010, as materials of accountability of its implementation of duties at BMI.

2. Kelengkapan dan Pelaksanaan Tugas Komite di bawah Komisaris

Sebagaimana telah diuraikan sebelumnya bahwa sesuai dengan keputusan Dewan Komisaris, yang dituangkan dalam SK Direksi No.131/DIR/KPTS/XII/ 2009 tanggal 22 Desember 2009, telah ditetapkan susunan anggota Komite Remunerasi dan Nominasi sebagai berikut :

Ketua	: Emirsyah Satar (Komisaris Independen)
Anggota	: Widigdo Sukarman, (Komisaris Independen)
	: Abdulla Saud Abdul Azis Al Mulaifi (Komisaris)
	: Sultan Mohammed Hasan Abdulrauf (Komisaris)
	: Pri Notowidigdo (Pihak Independen)
	: Maulana Ibrahim (Pihak Independen)
	: Kepala Divisi Sumber Daya Insani (ex officio).

Surat Keputusan Dewan Komisaris tersebut di atas, telah disampaikan kepada Direktorat Perbankan Syariah, Bank Indonesia dengan surat Dewan Komisaris No.026/BMI/KOM/ XII/2009 tanggal 21 Desember 2009.

Selain dari itu Dewan Komisaris telah menunjuk Komisaris Independen untuk menjadi ketua komite lainnya yaitu sebagai berikut :

1. Widigdo Sukarman, sebagai Ketua Komite Pemantau Risiko;
2. Andre Mirza Hartawan, sebagai Ketua Komite Audit;

Adapun tugas komite tersebut secara lengkap telah tercantum dalam Komite Charter-nya masing-masing, yang telah disusun bersamaan dengan pembentukan komite-komite tersebut sebelumnya.

Namun demikian dalam perkembangannya dan untuk memenuhi komitmennya, Dewan Komisaris dan Direksi pada bulan Maret 2010, telah melengkapi susunan keanggotaan dari komite-komite tersebut sebagai berikut:

1. Komite Audit

Sesuai dengan SK Direksi No. 019/DIR/KPTS/III/2010 tentang Komite Audit PT. BMI, Tbk. tanggal 2 Maret 2010 telah dibentuk susunan Komite Audit :

Ketua	: Andre Mirza Hartawan (Komisaris Independen)
Anggota	: 1. Widigdo Sukarman (Komisaris Independen)
	2. Teuku Radja Sjahnan (Pihak Independen).

2. Completeness and Implementation of Duties of Committee under the Commissioner

As described previously that in accordance with the Decision of the Board of Commissioners, as included in the Decision of the Board of Directors No.131/DIR/ KPTS/XII/ 2009 dated 22 December 2009, it has been determined the structure of members of Remuneration and Nomination Committee as follows:

Chairman	: Emirsyah Satar (Independent Commissioner)
Member	: Widigdo Sukarman (Independent Commissioner)
	: Abdulla Saud Abdul Azis Al Mulaifi (Commissioner)
	: Sultan Mohammed Hasan Abdulrauf (Commissioner)
	: Pri Notowidigdo (Independent Party)
	: Maulana Ibrahim (Independent Party)
	: Head of Human Resourced Division (ex officio)

The aforementioned Decision of the Board of Commissioners, has been submitted to the Directorate of Sharia Banking, Bank Indonesia with letter of the Board of Commissioners No.026/BMI/KOM/XII/2009 dated 21 December 2009.

In addition, the Board of Commissioners has appointed Independent Commissioners to become the Chairmans of other Committees namely as follows:

1. Widigdo Sukarman, as Chairman of Risk Monitoring Committee;
2. Andre Mirza Hartawan, as Chairman of Audit Committee;

Whereas the duties of such Committees, which have been included in full in the respective Committee Charter, were already arranged simultaneously with the establishment of the previous Committees.

However, in its progress and in complying with its commitment, the Board of Commissioners and Board of Directors in the month of March 2010, has completed the membership structure of the Committees as follows:

1. Audit Committee

In accordance with Decision of the Board of Directors No. 019/DIR/KPTS/III/2010 regarding Audit Committee of PT. BMI, Tbk., dated 2 March 2010, the structure of Audit Committee has been established as follows:

Chairman	: Andre Mirza Hartawan (Independent Commissioner)
Member	: 1. Widigdo Sukarman (Independent Commissioner)
	2. Teuku Radja Sjahnan (Independent Party)

2. Komite Pemantau Risiko

Sesuai dengan SK. Direksi No. 020/DIR/KPTS/III/2010 tentang Komite Pemantau Risiko PT. BMI, Tbk. tanggal 2 Maret 2010 telah dibentuk susunan Komite Pemantau Risiko :

- Ketua : Widigdo Sukarman
(Komisaris Independen)
- Anggota : 1. Emirsyah Satar (Komisaris Independen)
2. Abdulla Saud Abdul Azis Al Mulaifi (Komisaris)
3. Sultan Mohammed Hasan Abdulrauf (Komisaris)
4. Subardiah (Pihak Independen).

3. Penerapan Fungsi Kepatuhan, Audit Intern dan Audit Ekstern

- a. **Fungsi kepatuhan** terhadap ketentuan yang berlaku serta penerapan KYC Principles dan program Anti Pencucian Uang (APU) dan Pencegahan Pendanaan Terorisme (PPT) berada dalam satu wadah yaitu pada Divisi Kepatuhan/Compliance Division. Divisi ini sebelumnya disebut Compliance & Risk Management Unit (CRMU). Selain itu dalam divisi ini terdapat pula unit Kepatuhan terhadap prinsip Syariah (Sharia Compliance Unit).

Sejak bulan Juli 2009, CRMU dibagi menjadi dua Divisi yaitu Divisi Kepatuhan dan Divisi Manajemen Risiko. Tugas Divisi Kepatuhan sebagaimana juga tugas CRMU antara lain memantau pelaporan atas kegiatan yang dilakukan oleh unit-unit lain dan memastikan bahwa semua unit telah melaksanakan kegiatan operasionalnya sesuai dengan kebijakan/prosedur dan ketentuan serta peraturan perundang-undangan yang berlaku termasuk pelaporan atas Transaksi Keuangan Tunai dan Transaksi Keuangan yang Mencurigakan sesuai dengan Buku Pedoman Pelaksanaan Penerapan Prinsip Mengenal Nasabah (P3PMN). Namun demikian sesuai dengan ketentuan GCG yang berlaku, sejak bulan Nopember 2009 telah mulai disusun Kebijakan dan Prosedur Direktorat Kepatuhan (Compliance Policy and Procedure) secara khusus, dan diharapkan pada akhir triwulan ke I tahun 2010 kebijakan dan prosedur dimaksud dapat diselesaikan dan disahkan oleh Direksi dan Komisaris BMI.

Dalam rangka meningkatkan pemantauan terhadap transaksi nasabah penyedia jasa keuangan (PJK), Bank Indonesia telah menerbitkan PBI No. 11/28/PBI/2009 tanggal 1 Juli 2009 tentang Penerapan Program APU dan PPT Bagi Bank Umum. Program APU dan PPT yang dijalankan BMI berupa inhouse dan/atau external training, sharing information

2. Risk Monitoring Committee

In accordance with SK. Board of Directors No. 020/DIR/KPTS/III/2010 regarding Risk Monitoring Committee of PT. BMI, Tbk. dated 2 March 2010, the structure of Risk Monitoring Committee has been established as follows:

- Chairman : Widigdo Sukarman (Independent Commissioner)
- Member : 1. Emirsyah Satar (Independent Commissioner)
2. Abdulla Saud Abdul Azis Al Mulaifi (Commissioner)
3. Sultan Mohammed Hasan Abdulrauf (Commissioner)
4. Subardiah (Independent Party)

3. Implementation of Compliance Function, Internal Audit and External Audit

- a. **Compliance Function** towards the applicable provisions as well as the implementation of KYC Principles and program on Anti Money Laundering (APU) and Prevention on Terrorism Funding (PPT) shall be in one coordination namely the Compliance Division. Previously, this division was recognized as Compliance & Risk Management Unit (CRMU). In addition, in this division there is also the Sharia Compliance Unit.

Since the month of July 2009, CRMU is divided into two Divisions namely Compliance Division and Risk Management Division. The duties of Compliance Division shall be equal to the duties of CRMU, among others are to monitor the reporting upon activities performed by other units and to ensure that all units have implemented their operational activities in accordance with the policies/procedures and provisions as well as the applicable laws and regulations including reporting upon Chas Financial Transactions and Suspicious Financial Transactions in accordance with the Handbook on the Implementation of Knowing Your Customers Principles (P3PMN). However, in accordance with the applicable provisions of GCG, since November 2009 the Compliance Policies and Procedures has been arranged specifically, and it is hoped that by the end of quarter I of 2010, the aforementioned policies and procedures can be completed and ratified by the Board of Directors and Commissioners of BMI.

In the framework of improving the monitoring towards financial service providers (PJK) as customers, Bank Indonesia has issued PBI No. 11/28/PBI/2009 dated 1 July 2009 regarding Implementation of APU and PPT Programs for Commercial Banks. The APU and PPT Programs executed by BMI shall be in form of in-house and/

melalui memo dan membantu instansi terkait seperti Komisi Pemberantasan Korupsi (KPK), Pusat Pelaporan & Analisis Transaksi Keuangan dan Kepolisian Negara (POLRI).

Direktur Kepatuhan melalui Compliance Division selalu mengingatkan kepada seluruh unit kerja agar menyampaikan laporan tepat waktu dan selalu beroperasi/menjalankan aktivitas sesuai dengan ketentuan yang berlaku, selalu memenuhi komitmen dan memenuhi target date dalam menjawab hasil temuan pemeriksaan dari Bank Indonesia, maupun tindak lanjut dari audit/pemeriksaan intern. Direktur Kepatuhan selalu memberikan laporannya kepada Direktur Utama atas semua tugas yang dilaksanakan baik lisan maupun tulisan seperti Laporan Transaksi Keuangan Tunai/Mencurigakan setiap bulan dan Laporan Pokok-Pokok Pelaksanaan Tugas Direktur Kepatuhan setiap 3 (tiga) bulan.

Selain itu untuk lebih meningkatkan peranan Compliance Division, Direksi telah menyetujui dan menetapkan bahwa di setiap Area Manager/Wilayah akan ditempatkan seorang Compliance Officer yang bertugas untuk memantau pelaksanaan fungsi kepatuhan di regional cabang tersebut. Untuk tahap pertama pada bulan November 2009 telah ditempatkan seorang compliance officer di Kantor Pusat Operasional dan berikutnya pada lokasi Area-area Manager.

or external trainings, information sharing through memorandum and assisting the related agencies such as Commission on Corruption Eradication (KPK), Center for Reporting & Analysis of Financial Transactions and State Police (POLRI).

Compliance Director through the Compliance Division always reminds to all working units to submit report on time and always operates/runs activities in accordance with the applicable provisions, always complied with commitments and meets the target date in answering the results of audit findings from Bank Indonesia, as well as follow-ups from the internal audit/examination. Compliance Director always provides his report to the President Director upon all duties implemented both verbally and in writing such as monthly Reports on Cash/Suspicious Financial Transactions and Reports on Basic Implementation of Duties of Compliance Director every 3 (three) months.

Moreover, in order to improve more the role of Compliance Division, the Board of Directors has approved and set forth that each Area Manager/Area will be assigned a Compliance Officer whose duties is to monitor the implementation of Compliance Function in the regional of such branch. For the first stage in November 2009, a compliance officer has been assigned in the Operational Headquarter and next in locations of the Area Managers.

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b. Fungsi Audit Intern

Pelaksanaan fungsi audit intern dilakukan oleh Internal Audit Division (IAD) pada seluruh aspek dan unsur kegiatan bank secara berkesinambungan. Hal ini dilakukan berdasarkan rencana audit yang telah disusun dan disetujui oleh Direktur Utama serta dilakukan secara rutin dan efektif. Dalam pelaksanaannya IAD melakukan pemeriksaan disemua bidang kegiatan secara berkala sedangkan pengecekan secara regular atau hari perhari dilakukan oleh Resident Auditor (RA) yang ditempatkan dimasing-masing cabang. Hasil temuan/pemeriksaan IAD wajib ditindaklanjuti oleh auditee dan dimonitor oleh IAD atas perbaikan/pemenuhannya.

Adapun posisi SKAI/IAD sendiri adalah merupakan divisi yang independen terhadap satuan kerja operasional, hal ini dapat dilihat di struktur organisasi bahwa IAD berada langsung dibawah Direktur Utama. Dalam menjalankan tugasnya IAD selalu mengacu kepada pedoman yang berlaku seperti SPFAIB, Kebijakan & Prosedur Pemeriksaan serta dilakukan atas dasar rencana audit yang disusun sebelumnya dan yang tertuang dalam Audit Plan IAG. Selama tahun 2009 telah dilakukan audit terhadap unit bisnis sebanyak 17 cabang sedangkan pemeriksaan unit kerja di KPNO belum terlaksana karena adanya perubahan manajemen dan struktur organisasi bank. Khusus mengenai rencana pemeriksaan pelaksanaan kepatuhan terhadap prinsip-prinsip syariah, telah dilakukan pada tahun 2009 walaupun terbatas pada beberapa unit bisnis yang bekerjasama dengan Sharia Compliance Unit.

c. Fungsi Audit Ekstern

Dalam melakukan pemilihan Auditor Ekstern, maka BMI melakukan seleksi yang disesuaikan dengan persyaratan/ketentuan/charter yang berlaku dan juga persyaratan intern BMI. Aspek-aspek yang harus dipenuhi oleh Akuntan Publik (AP) dan Kantor Akuntan Publik (KAP) antara lain adalah kapasitas AP/KAP harus memiliki kerjasama International dan termasuk kategori 4 (empat) besar Akuntan Publik di Indonesia (syarat BMI), adanya perjanjian kerja, dan juga menetapkan ruang lingkup audit yang telah disyaratkan oleh Bank Indonesia melalui PBI.No. 3/22/PBI/2001 tgl 13 Desember 2001 tentang Transparansi Kondisi Keuangan Bank sebagaimana diubah dengan PBI No.7/50/PBI/2005 tgl 29 November 2005 dan Surat Edaran Bank Indonesia No.7/57/DPbS tgl 22 Desember 2005 tentang Transparansi Kondisi Keuangan Bank.

Selain itu dipersyaratkan pula bahwa pelaksanaan audit harus sesuai dengan ketentuan standar audit yang ditetapkan oleh Ikatan Akuntan Indonesia serta aspek komunikasi Bank Indonesia dengan Kantor Akuntan Publik sesuai Peraturan Bank Indonesia.

b. Internal Audit Function

The implementation of Internal Audit function shall be conducted by the Internal Audit Division (IAD) in all aspects and elements of bank continuously. This matter shall be conducted based on the audit plan being arranged and approved by the President Director as well as conducted routinely and effectively. In its implementation, IAD shall conduct examination to all areas of activity periodically, meanwhile the regular or daily checking shall be conducted by the Resident Auditor (RA) appointed in the respective branch. Results of finding/examination by IAD must be followed up by the auditee and monitored by IAD upon the amelioration/accomplishment.

Whereas the position of SKAI/IAD itself shall be an independent division towards the operational work unit, as this matter can be seen in the organizational structure that IAD lies directly under the President Director. In executing its duties, IAD shall always refer to the applicable guidelines such as SPFAIB, Policies & Procedures of Examination as well as conducted based on the audit plans previously arranged and included in the Audit Plan of IAG. During the year 2009, audit has been conducted towards business units in 17 branches; meanwhile the examination of work unit in KPNO has not been conducted as there changes in management and organizational structure of the bank. Especially concerning plan on examination of compliance implementation towards the principles of sharia, it has been conducted in 2009 although limited to several business units in cooperation with Sharia Compliance Unit.

c. External Audit Function

In conducting selection for External Auditor, BMI shall conduct selection adjusted to the applicable requirements/provisions/charter and internal requirements of BMI. Aspects to be fulfilled by Public Accountant (AP) and Office of Public Accountant (KAP) are among others the capacity of AP/KAP that must have International cooperation and included in the big 4 (four) category of Public Accountant in Indonesia (BMI's requirements), the existence of work agreement, and also determine the scope of audit already required by Bank Indonesia through PBI No. 3/22/PBI/2001 dated 13 December 2001 regarding Transparency on Bank's Financial Condition as amended with PBI No.7/50/PBI/2005 dated 29 November 2005 and Circular Letter of Bank Indonesia No.7/57/DPbS dated 22 December 2005 regarding Transparency on Bank's Financial Condition.

Moreover, it is also required that the implementation of audit must be in accordance with provisions on standard of audit set forth by the Indonesian Association of Accountant, aspect of communication of Bank Indonesia with the Office of Public Accountant in accordance with the Regulation of Bank Indonesia.

Dalam proses penunjukan KAP ini Komisaris mendapat amanat dari RUPS yaitu bahwa sesuai hasil RUPS tanggal 23 April 2009 yang telah dinotarilkan dengan notaris Arry Supratno, SH No. 142 diputuskan bahwa RUPS memberikan mandat kepada Komisaris untuk memilih KAP yang akan mengaudit Laporan Keuangan BMI. Untuk tahun 2009, Komisaris telah memutuskan menunjuk KAP Deloitte dan Rekan untuk melakukan audit kondisi keuangan BMI sesuai dengan risalah rapat Dewan Komisaris tanggal 5 Oktober 2009. Penunjukan tersebut dilakukan setelah melalui proses pemilihan dan seleksi dari 3 (tiga) KAP oleh Finance & Accounting Division dan kemudian diusulkan oleh Direksi kepada Dewan Komisaris.

Berhubung dengan belum terbentuknya Komite Audit secara lengkap pada saat itu, maka Rekomendasi dari Komite Audit untuk pemilihan KAP ini belum diperoleh.

4. Penerapan Manajemen Risiko dan Sistem Pengendalian Intern

Dalam pelaksanaan manajemen risiko di BMI didasarkan atas Kebijakan dan Manual Prosedur Manajemen Risiko (KMPMR) yang telah disusun BMI sejak tahun 2004 dan telah dilakukan revisi pada tahun 2009 ini, dengan rincian sebagai berikut :

- a. Selama tahun 2009, BMI telah menyusun dan menyampaikan Laporan Profil Risiko kepada Bank Indonesia, sebagaimana diwajibkan oleh BI. Sejak akhir tahun 2008 sampai dengan awal tahun 2009 ini CRMU bersama konsultan telah melakukan perubahan/penyempurnaan cara pengukuran dan perhitungan risiko dengan melihat ketersediaan modal bank serta merencanakan membuat sistem informasi manajemen risiko secara terintegrasi dan diharapkan dalam tahun 2010 menjelang penerapan Basel II, sistem yang lebih baik dapat dipergunakan.
- b. BMI secara terus menerus telah berupaya untuk meningkatkan pengetahuan dan keterampilan pegawainya dalam bidang manajemen risiko, dengan mengikutsertakan dalam program uji kompetensi dan sertifikasi manajemen risiko.
- c. Sebagai wujud kesungguhan dalam penerapan manajemen risiko di BMI, Direksi telah membentuk Divisi tersendiri yaitu Divisi Manajemen Risiko (RMD) yang terpisah dari Compliance Division (CD), serta bertanggungjawab langsung kepada Direktur Utama.

Dengan demikian diharapkan divisi ini dapat lebih fokus untuk melakukan identifikasi, menilai, mengukur, menganalisa dan mengelola serta memantau risiko.

Untuk mengidentifikasi risiko pembiayaan yang memiliki risiko terbesar yaitu pembiayaan maka telah dibentuk

In the process of appointment of this KAP, the Commissioner shall obtain mandate from RUPS that in accordance with the result of RUPS dated 23 April 2009 already legalized by notary Arry Supratno, SH No. 142, it is decided that RUPS shall grant mandate to the Commissioner to select KAP that will audit the Financial Report of BMI. For year 2009, the Commissioner has decided to appoint KAP Deloitte and Partners to conduct audit on BMI's financial condition in accordance with minutes of meeting of the Board of Commissioners dated 5 October 2009. the appointment was made after going through selection process and selection from 3 (three) KAP by the Finance & Accounting Division and then proposed by the Board of Directors to the Board of Commissioners.

As the Audit Committee has not been established completely at that time, therefore Recommendation from the Audit Committee for the selection of this KAP has not been acquired.

4. Implementation of Risk Management and Internal Control System

The implementation of risk management at BMI shall be based upon Policies and Manual Procedures on Risk Management (KMPMR) already arranged by BMI since 2004 and has been undergone revision in this 2009, with the following details:

- a. In the course of 2009, BMI has arranged and submitted Report on Risk Profiles to Bank Indonesia, as being obligated by BI. Since the end of year 2008 up to early 2009, CRMU jointly with the consultant have made changes/perfection in the methods of measurement and calculation of risks by taking into account the availability of bank's capital as well as planning to make information system on risk management integrally and it is hoped that in year 2010, closing to the implementation of Basel II, a better system may be used.
- b. BMI has tried continuously to improve the knowledge and skills of its crews in the area of risk management, by enrolling them in the competence test and certification on risk management program.
- c. As a form of sincerity in the implementation of risk management at BMI, Board of Directors has established a separate Division namely Risk Management Division (RMD) that is separated from the Compliance Division (CD), and shall be responsible directly to the President Director.

Therefore, it is hoped that this division can be more focus to conduct identification, to evaluate, to measure, to analyze and manage as well as monitor risks.

To identify the risk of financing that possess the greatest risk namely financing therefore Financing Risk Officer

Financing Risk Officer (FRO) di beberapa lokasi seperti KPO, Jabotabekser dan Area Manager. FRO bertugas untuk mengidentifikasi risiko yang mungkin timbul dari pembiayaan yang diajukan dan tugas tersebut dilakukan sebelum dilaksanakannya Komite Pembiayaan.

Sistem Pengendalian Intern (SPI) di BMI dilaksanakan melalui system dan prosedur yang jelas dan ditetapkan oleh Direksi serta Dewan Komisaris. Mekanisme pengawasan yang dilakukan oleh berbagai lini dari jabatan manajemen tertinggi sampai kepada jabatan manajemen yang terendah adalah merupakan hal yang rutin dan berkesinambungan. Dengan adanya pembagian fungsi, tugas dan wewenang yang jelas tersebut, maka diharapkan system pengendalian intern ini dapat berjalan sebagaimana mestinya.

Secara umum pengawasan dan evaluasi terhadap pelaksanaan SPI ini dilakukan oleh Internal Audit Division, Compliance Division, Risk Management Division serta Manajemen Bank.

5. Penyediaan Dana kepada Pihak Terkait (related party) dan Penyediaan Dana Besar (large exposure)

Dalam rangka melaksanakan prudential banking dalam pemberian pembiayaan dan sebagai bank yang melaksanakan prinsip syariah, BMI selalu berupaya untuk lebih konservatif dalam menetapkan batas maksimum pemberian pembiayaannya yaitu maksimum plafond pembiayaan yang diberikan adalah 70% dari BMPK yang ditetapkan oleh BI, dan setiap bulannya FSD (Financing Support Division) menegaskan hal ini kepada unit terkait, mengenai besarnya maksimum pembiayaan yang dapat diberikan, yang dihitung berdasarkan posisi modal bank pada bulan sebelumnya.

Penyediaan dana kepada pihak terkait diberikan kepada Anak Perusahaan, anggota Direksi dan beberapa perusahaan yang terkait karena hubungan keluarga dengan salah seorang Komisaris, namun dalam jumlah yang masih dibawah ketentuan Batas Maksimum Pemberian Pembiayaan (BMPP) internal maupun Batas Maksimum Pemberian Kredit (BMPK) BI. Untuk penyediaan dana besar sesuai dengan laporan bulanan penyediaan dana per akhir Desember 2009, masih berada di bawah ketentuan BMPK BI.

(FRO) has been appointed in several locations such as KPO, Jabotabekser and Area Manager. FRO shall have the duty to identify risks that may arise from the applied financing and the duty shall be carried out prior the implementation by the Financing Committee.

Internal Control System (SPI) at BMI shall be implemented through clear system and procedures and set forth by the Board of Directors as well as Board of Commissioners. Mechanism of supervision performed in various lines from the highest management position to the lowest management position shall be a routine and continuous matter. With the existence of distribution of functions, duties and clear authorities, therefore it is hoped that this internal control system may operate properly.

In general, the supervision and evaluation towards the implementation of this SPI shall be performed by Internal Audit Division, Compliance Division, Risk Management Division as well as Bank Management.

5. Provision of Fund to Related Party and Provision of Large Exposure

In the framework of implementing prudential banking in the grant of financing and as a bank that implements the principles of sharia, BMI always tries to be more conservative in determining the maximum limit of granting its financing namely the maximum ceiling of financing granted shall be 70% from BMPK (=Maximum Credit Ceiling) set forth by BI, and every month FSD (Financing Support Division) shall assert this matter to the related unit, regarding the maximum amount of financing that may be granted, calculated based on capital position of the bank in the previous month.

The provision of funds to related party shall be given to Subsidiary Company, members of Board of Directors and several companies related because of family relation with one of the Commissioners, however in the amount lower than the provision of internal Maximum Financing Ceiling (BMPP) as well as the Maximum Credit Ceiling (BMPK) of BI. For the provision of large exposure in accordance with monthly report, the provision of funds by the end of December 2009 is still under the provision of BMPK of BI.

Penyediaan dana kepada Pihak terkait dan Debitur inti tercatat sebagai berikut :

The provision of funds to related party and principal debtors are recorded as follows:

No.	Penyediaan Dana/ Provision of Fund	Jumlah/Amount	
		Debitur / Debtor	Nominal (Jutaan Rupiah) / Nominal (Million of Rupiah)
1.	Kepada Pihak Terkait / To Related Party	11 debitur/debtors	100.083,00
2.	Kepada debitur inti / To Principal Debtor:		
	a. Individu/ Individual	50 debitur/debtors	4.957.327,20
	b. Grup	34 Grup/Group	2.325.445,89

6. Rencana Strategis Bank

Rencana strategis bank termuat dalam rencana jangka menengah/średang dan rencana jangka panjang. Rencana jangka menengah/średang BMI tercantum dalam Rencana Bisnis Bank yang dikirimkan kepada Bank Indonesia setiap tahun. Kedua rencana tersebut disusun dengan mempertimbangkan faktor eksternal seperti kondisi makro dan mikro ekonomi domestik maupun internasional, industri perbankan nasional/industri perbankan syariah dan juga faktor internal seperti jumlah jaringan cabang, aliansi, produk dan jasa, sumber daya insani. Selain itu dalam rencana bisnis telah pula mempertimbangkan dampak yang mungkin terjadi yang disebabkan oleh krisis ekonomi global.

Rencana Bisnis Bank (RBB) BMI untuk tahun 2009 telah disampaikan kepada BI melalui surat No.110/DIR/BMI/II/2009 tanggal 2 Februari 2009. Adapun bentuk, isi dan format Rencana Bisnis maupun Corporate Plan telah mengacu kepada ketentuan Bank Indonesia seperti di atur dalam PBI No.6/25/PBI/2004 tanggal 22 Oktober 2004 tentang Rencana Bisnis Bank Umum.

Evaluasi terhadap realisasi anggaran atau rencana bisnis ini dilakukan baik oleh Komisaris yang dituangkan dalam Laporan Pengawasan Dekom setiap semester dan juga oleh Direksi BMI secara berkala setiap 3 (tiga) bulan. Laporan-laporan pengawasan tersebut telah disampaikan kepada Bank Indonesia sesuai dengan ketentuan yang berlaku.

Berdasarkan laporan realisasi Rencana Bisnis triwulan ke IV tahun 2009, terdapat beberapa rasio yang telah dicapai sesuai dengan target yang dicanangkan seperti CAR dan rasio fee base income terhadap total pendapatan operasional, namun diakui pula bahwa ada beberapa target yang masih belum terealisasi.

6. Bank's Strategic Plans

Bank's Strategic Plans shall be included in the medium-term plans and long-term plans. BMI's medium-term plans are included in the Bank's Business Plan submitted to Bank Indonesia annually. Both plans are arranged by taking into account the external factors such as macro and micro economic conditions both domestic and international, national banking industries/sharia banking industries and internal factors such as the number of branch network, alliance, products and services, human resources. Moreover, the Business Plan has also considered the possible impact that might occur caused by the global economy crisis.

Bank's Business Plan (RBB) of BMI for year 2009 has been submitted to BI through letter No.110/DIR/BMI/II/2009 dated 2 February 2009. whereas the form, content and format of Business Plan and Corporate Plan shall refer to the provision of Bank Indonesia as regulated in PBI No.6/25/PBI/2004 dated 22 October 2004 regarding Business Plan on Commercial Bank.

Evaluation towards budget realization or this Business Plan shall be conducted both by the Commissioner as included in the Supervisory Report of Dekom every semester and by the Board of Directors of BMI periodically every 3 (three) months. The supervisory reports have been submitted to Bank Indonesia in accordance with the prevailing provisions.

Based on the realization report of Business Plan in quarter IV of 2009, there are several ratios achieved in accordance with the target set forth such as CAR and ratio of fee-based income towards the total operational revenues; however, it is also admitted that there are several targets that are not yet realized.

7. Transparansi kondisi keuangan dan non keuangan yang belum diungkap dalam laporan lainnya

Dalam menjalankan bisnisnya BMI senantiasa dilandasi oleh ketentuan dan peraturan yang berlaku, sehingga semua informasi tentang kondisi keuangan maupun kondisi non keuangan selalu dipaparkan baik dalam laporan publikasi maupun laporan tahunan, sebagaimana diatur dalam PBI No.7/50/PBI/2005 tanggal 29 November 2005. Laporan keuangan tahunan tersebut di audit oleh akuntan publik yang independen dan telah terdaftar di Bank Indonesia dan untuk tahun 2009 ini KAP yang ditunjuk oleh Dewan Komisaris adalah Deloitte & Partners. Laporan Keuangan Tahunan tahun 2009 tersebut dicantumkan dalam website muamalatbank.com.

Selain itu laporan dimaksud juga disampaikan kepada seluruh stakeholder sebagaimana diatur dalam Keputusan BAPEPAM No.36/PM/2003 tanggal 30 September 2003.

Informasi lain yg belum diungkap/dilaporkan seperti :

- a. Kepemilikan saham anggota Dewan Komisaris dan Direksi yang mencapai 5% atau lebih dari modal disetor pada BMI, bank lain dan lembaga keuangan bukan bank, tidak diungkapkan karena tidak dimiliki oleh pengurus BMI. Namun demikian sebagai wujud transparansi informasi kepemilikan saham BMI oleh Komisaris dan Direksi dibawah dari 5% adalah sebagai berikut : (hanya dimiliki oleh Direksi).

No	Nama Pemegang Saham (Seri A,B) / Name of Shareholder (Serial A, B)	Jumlah Saham / Total Share	Prosentase / Percentage	Jumlah Nominal / Total Nominal
1.	Ir.H.Arviyan Arifin/Direktur (B)	100	0,00%	Rp. 100.000,-
2.	Ir.H.Andi Buchari, MM/Direktur (A)	2.937	0,00%	Rp. 2.937.000,-
3.	Luluk Mahfudah (A + B) *)	2.909	0.00%	Rp. 2.909.000,-

*) Luluk Mahfudah, Direktur sebanyak 2.909 lembar (0,00%).terdiri dari 1937 lembar seri A dan 972 lembar seri B.

*) Luluk Mahfudah, Director amounting to 2.909 sheets (0,00%), consisting of 1937 sheets of serial A and 972 sheets of serial B.

- b. Dari data dan informasi yang ada, tidak tampak adanya hubungan keuangan dan hubungan keluarga anggota Dewan Komisaris dan Direksi dengan anggota Dewan Komisaris lainnya, dengan Direksi lainnya dan/atau dengan Pemegang saham Pengendali Bank.

Terkait dengan remunerasi, sebagaimana telah ditetapkan dalam Anggaran Dasar Bank Muamalat, setiap anggota Dewan Pengawas Syariah, Komisaris dan Direksi sesuai dengan keputusan RUPS, memperoleh paket remunerasi berupa gaji dan tunjangan serta fasilitas lainnya.

7. Transparency of financial and non-financial conditions undisclosed in other reports

In implementing its business, BMI shall always based on the applicable provisions and regulations, therefore all information regarding financial and non-financial conditions are always exposed in the publication report as well as in the annual report, as regulated in PBI No.7/50/PBI/2005 dated 29 November 2005. The annual financial report is audited by independent public accountant and already registered with Bank Indonesia and for the year 2009, KAP appointed by the Board of Commissioners is Deloitte & Partners. The 2009 Annual Financial Report is posted in the website muamalatbank.com.

Moreover, the aforementioned report shall be also submitted to all stakeholders as regulated in the Decision of BAPEPAM No.36/PM/2003 dated 30 September 2003.

Other information undisclosed/unreported such as:

- a. Share ownership of members of Board of Commissioners and Board of Directors reaching 5% or more from the paid-up capital at BMI, other banks and non-bank financial institution, is not disclosed because the management of BMI does not have it. However, as a form of transparency of information, the share ownership at BMI by the Commissioner and Board of Directors under 5% shall be as follows: (only owned by the Board of Directors).

- b. From the available data and information, apparently there is no financial relation and family relation among members of Board of Commissioners and Board of Directors with other members of Board of Commissioners, with other Board of Directors and/or with the major shareholders of the Bank.

Related to remuneration, as set forth in the Articles of Association of Bank Muamalat, every members of Sharia Supervisory Board, Commissioner and Board of Directors, in accordance with the decision of RUPS, shall acquire remuneration package in form of salary and allowances as well as other facilities.

Untuk tahun 2009, berhubung adanya penggantian Direksi dan Dewan Komisaris sesuai dengan RUPS, maka total paket Remunerasi dan Fasilitas lain diperhitungkan untuk 11 (sebelas) anggota Dewan Komisaris (termasuk 5 orang Anggota Dewan Komisaris lama sd 23 April 2009) adalah sebesar Rp. 9.129,8 juta dan untuk 8 (delapan) orang Direksi (termasuk 3 (tiga) orang Anggota Direksi yang lama) adalah sebesar Rp. 17.890,5 juta belum termasuk fasilitas lain dalam bentuk natura sebesar Rp. 5,7 milyar. Sementara itu untuk remunerasi anggota DPS tercatat sebesar Rp. 1.009,5 juta. Secara rinci sebagai berikut :

For the year 2009, because there is a substitution of Board of Directors and Board of Commissioners in accordance with RUPS, therefore the total Remuneration package and other Facilities are calculated for 11 (eleven) members of Board of Commissioners (including 5 former members of Board of Commissioners up to 23 April 2009) shall be amounted to Rp. 9.129,8 million and for 8 (eight) members of the Board of Directors (including 3 (three) former members of Board of Directors) shall be amounted to Rp. 17.890,5 million excluding other facilities in form of in kind amounting to Rp. 5,7 billion. Meanwhile, the remuneration for members of DPS is recorded to be amounted to Rp. 1.009,5 million. In details as follows:

Jenis Remunerasi Dan Fasilitas lain *) Types of Remuneration And other Facilities *)	Jumlah Diterima dalam 1 Tahun / Amount Received in 1 Year			
	Dewan Komisaris / Board of Commissioners		Direksi / Board of Directors	
	Orang/ Persons	Jutaan/Million	Orang/ Persons	Jutaan/Million
Remunerasi (gaji, bonus, tunjangan rutin, tantiem, dan fas. lainnya dlm btk non natura	11	9.129,8	8	17.890,5
Fasilitas lain dalam bentuk natura(perumahan, transportasi asuransi kesehatan dsb yang : a. Dapat dimiliki b. Tidak dapat dimiliki			8	5.700,0

*) Dinilai dalam Rupiah/ received in cash

Dewan Komisaris dan Direksi yang menerima paket remunerasi selama tahun 2009

Board of Commissioners and Board of Directors receiving remuneration package during 2009

Jumlah Remunerasi per orang dalam 1 tahun *)/ Amount of Remuneration per person within 1 year *)	Jumlah Direksi/ Total Board of Directors	Jumlah Komisaris/ Total Commissioner
Diatas Rp. 2 miliar/ Above Rp. 2 billion	8 orang/ people	-
Diatas Rp. 1 miliar s/d Rp. 2 miliar/ Above Rp. 1 billion s/d Rp. 2 billion	-	-
Diatas Rp. 500 juta s/d Rp. 1 miliar / Above Rp. 500 million s/d Rp. 1 billion	-	11 orang/ people

*) yang diterima tunai / received in cash

8. Share option selama tahun 2009 tidak pernah dilakukan.

8. Share option during year 2009 has never been conducted.

9. Rasio gaji tertinggi dan terendah di BMI sesuai grade maksimum masing-masing pegawai tercatat sebagai berikut:

- Rasio gaji pegawai tertinggi dan terendah adalah 10 : 0,8
- Rasio gaji Direksi tertinggi dan terendah adalah 10 : 6,5
- Rasio gaji Komisaris tertinggi dan terendah adalah 10 : 8,3
- Rasio gaji Direksi tertinggi dan pegawai tertinggi adalah 10 : 1,7

9. Ratio of the highest and lowest salary at BMI in accordance with maximum grade of the respective crew is recorded as follows:

- Ratio of salary of the highest and lowest employee is 10 : 0,8
- Ratio of salary of the highest and lowest Board of Directors is 10 : 6,5
- Ratio of salary of the highest and lowest Commissioner is 10 : 8,3
- Ratio of salary the highest Board of Directors and highest employee is 10 : 1,7

10. Frekuensi Rapat Dewan Komisaris

Rapat Dewan Komisaris yang diadakan selama tahun 2009 tercatat sebanyak 8 (delapan) kali dan 5 (lima) kali diantaranya dihadiri oleh seluruh Komisaris secara lengkap/fisik termasuk Komisaris yang mewakili Islamic Development Bank (IDB), Sedco dan Boubyan. Dalam rapat Dewan Komisaris ini pada dasarnya dihadiri pula oleh seluruh jajaran Dewan Direksi dalam rangka untuk memberikan informasi secara langsung mengenai kondisi terakhir Bank disamping data laporan yang telah dibuat dan disampaikan kepada Dewan Komisaris.

Selain itu kehadiran Direksi pada rapat Dewan Komisaris ini merupakan hal yang penting sehingga apabila ada pertanyaan yang berkembang dan timbul pada saat rapat dimaksud berlangsung, dapat segera direspon oleh pihak Direksi.

11. Penyimpangan Internal (Internal Fraud)/ Permasalahan Hukum

Selama tahun 2009 ini penyimpangan/kecurangan telah dilakukan oleh 6 (enam) orang pegawai/karyawan tidak tetap (outsourcing), khususnya yang terkait dengan proses kerja dan kegiatan operasional yang mempengaruhi kondisi keuangan bank secara signifikan (>Rp100 juta).

Kasus-kasus dimaksud telah diselesaikan dengan cara menyerahkan ke-6 orang tersebut kepada perusahaan yang telah memasok tenaga kerja tersebut, dengan rincian sbb :

10. Frequency of Meeting of Board of Commissioners

Meetings of Board of Commissioners held during the year 2009 are recorded to be 8 (eight) times and 5 (five) times are attended by all Commissioners in complete/physically including the Commissioner representing Islamic Development Bank (IDB), Sedco and Boubyan. In this meeting of Board of Commissioners, it was also attended by all members of the Board of Directors in the framework of providing direct information regarding the latest condition of the Bank in addition to the data of report made and submitted to the Board of Commissioners.

Moreover, the presence of Board of Directors in this meeting of Board of Commissioners is an important matter so that if there are questions arising and occurred during the course of the aforementioned meeting, they can be responded by the Board of Directors immediately.

11. Internal Fraud/Legal Matters

During this 2009, deviation/fraud has been carried out by 6 (six) non-permanent employees (outsourcing), especially related to the work process and operational activities that influence the bank's financial condition significantly (>Rp100 million).

Those cases have been settled by way of delivering the 6 employees to the companies supplying such employees, with the following details:

Internal Fraud dalam 1 (satu) tahun/ Internal Fraud in	Jumlah kasus yang dilakukan oleh/ 1 (one) year Total case carried out by					
	Pengurus/ Management		Pegawai Tetap/ Permanent Employees		Pegawai Tidak Tetap/ Non-permanent Employees	
	Tahun sebelumnya/ Previous Year	Tahun berjalan/ Current Year	Tahun sebelumnya/ Previous Year	Tahun berjalan/ Current Year	Tahun sebelumnya/ Previous Year	Tahun berjalan/ Current Year
Total Fraud	-	-	-	-	1 org/ person	6 org/ people
Telah diselesaikan	-	-	-	-	1 org/ person	6 org/ people
Dlm proses penyelesaian di internal bank/ In the process of settlement in the internal of the bank	-	-	-	-	-	-
Belum diupayakan penyelesaiannya/ Not yet strive for the settlement	-	-	-	-	-	-
Telah ditindaklanjuti melalui proses hukum/ Followed up through legal process	-	-	-	-	1 org/ person	-

Untuk permasalahan hukum yang dihadapi Bank selama tahun 2009 hanya masalah hukum perdata yang terjadi sebanyak 2 (dua) kasus dan masih dalam proses penyelesaian, sedangkan untuk masalah hukum pidana tidak terjadi permasalahan.

For legal matters faced by the Bank during the year 2009, only civil law matters that arise in 2 (two) cases and they are still in the settlement process, meanwhile for the criminal law matters there is no problem.

Dengan demikian kasus hukum perdata yang dihadapi BMI selama tahun 2009 adalah terinci sebagai berikut :

Therefore the civil law cases faced by BMI during 2009 are detailed as follows:

Permasalahan Hukum/ Legal Matter	J u m l a h/ Total	
	Perdata/ Civil	Pidana/ Criminal
Telah selesai (telah mempunyai kekuatan hukum yang tetap)/ Settled (has binding legal force)	-	
Dalam proses penyelesaian/ In settlement process	2 kasus/ cases	
T o t a l	2 kasus/ cases	

12. Transaksi yang Mengandung Benturan Kepentingan

Selama tahun 2009 di BMI tidak terdapat transaksi yang mengandung benturan kepentingan. Hal ini antara lain telah di atur dalam Board Manual BMI, Kebijakan Umum Pembiayaan yang pada dasarnya dalam pemberian pembiayaan kepada nasabah dipersyaratkan dalam setiap perjanjian/akad, kerjasama ataupun kontrak baik antara bank dengan nasabah maupun dengan pihak konsultan, akan larangan adanya kaitan kepentingan dengan pihak-pihak tersebut di atas.

Dengan demikian maka pada setiap perjanjian/akad pembiayaan ataupun kontrak selalu/wajib dipersyaratkan mencantumkan klausul terkait dengan Tidak Ada Benturan Kepentingan dimaksud.

Sebagai contoh dalam surat perjanjian kerjasama dimana dalam Pasal mengenai Benturan Kepentingan disebutkan sebagai berikut :

- 1). Pihak Kedua tidak diperkenankan untuk memberikan hadiah atau pemberian dalam bentuk apapun juga kepada karyawan dan pimpinan Pihak Pertama. Pelanggaran atas ketentuan ini mengakibatkan berakhirnya perjanjian ini dan juga segala kerugian karena berakhirnya perjanjian ini menjadi tanggung jawab Pihak Kedua baik di dunia maupun di akhirat.
- 2). Pihak Kedua dengan ini menyatakan bahwa tidak ada suatu benturan kepentingan dan/atau hubungan afiliasi antara Pihak Kedua dengan Pengurus dan/atau Karyawan Pihak Pertama dan/atau pemegang saham Pihak Pertama.

Selain dari itu kepada setiap staf dan karyawan diwajibkan untuk membuat surat pernyataan tertulis yang isinya antara lain tentang Benturan Kepentingan ini. Surat Pernyataan tersebut dibuat setiap tahun dan ditandatangani oleh staf dan karyawan yang bersangkutan dan selanjutnya diserahkan kepada Manajemen melalui Human Resources Division.

12. Transactions with Conflict of interests

During the year 2009, at BMI, there are no transactions with conflict of interests. Because, it has been regulated in the Board Manual of BMI, General Policies on Financing in which basically in the grant of financing to the customers, it is reminded that in every agreement/ covenant, cooperation or contract, both between the bank and the customers and with the consultant, there is a prohibition regarding the existence of interests with the above parties.

Therefore, in every agreement/covenant of financing or contract, it is always required to include clauses related to the aforementioned No Conflict of Interests.

As an example, in the letter of agreement where the articles regarding Conflict of Interests shall mention the following:

- 1). Second Party shall not be allowed to give present or grant in any form to the employees and management of the First Party. Infringement upon this provision shall cause the termination of this agreement and all losses because of the termination of this agreement shall become the burden of the Second Party both in the world and in afterworld.
- 2). Second Party herewith declares that there is no conflict of interests and/or affiliate relationship between the Second Party with the Management and/or Employees of the First Party and/or shareholders of the First Party.

Moreover, every staffs and employees must draw up a written statement that contains among others about this Conflict of Interests. The Statement shall be drawn up annually and signed by the relevant staffs, employees, and then submitted to the Management through Human Resources Division.

13. Buy Back shares/Buy Back Obligasi & Corporate Social Responsibility (CSR).

Selama tahun 2009 di BMI tidak pernah melakukan transaksi Buy Back shares ataupun Buy Back Obligasi.

Untuk pelaksanaan Corporate Social Responsibility/CSR yang merupakan tanggungjawab sosial BMI kepada masyarakat, setiap tahun secara berkelanjutan BMI selalu melaksanakan program tersebut di atas. Selama tahun 2009 beberapa program CSR yang dilaksanakan adalah pemberian santunan tunai dan Aksi Tanggap Darurat, KUM3 (Komunitas Usaha Mikro Muamalat berbasis Masjid) dan pengembangan Lembaga Keuangan Mikro Syariah sebagai program yang berkelanjutan.

Jumlah santunan sosial dan bantuan kemanusiaan bagi masyarakat miskin dan masyarakat pasca bencana yang terjadi di seluruh tanah air seperti Gempa bumi di Jawa Barat dan Sumatera Barat, banjir di Jakarta serta tanah longsor di Manggarai, Nusa Tenggara Timur (NTT) telah mencapai Rp 6,5 milyar.

Program KUM3 diarahkan kepada pembinaan serta dukungan yang diberikan dalam rangka memberdayakan usaha mikro dan pengusaha kecil berupa dana bergulir dan bantuan biaya operasional program.

Adapun penyaluran dana bergulir dan bantuan biaya operasional program untuk KUM3 tersebut sejak tahun 2006 s/d 2009 masing-masing berjumlah sebesar Rp. 6,46 milyar dan sebesar Rp. 2,6 milyar, yang diperuntukan bagi 4.697 orang miskin dan 185 buah masjid di 21 daerah propinsi di Indonesia.

Seluruh dana sosial tersebut bersumber dari Zakat, Infaq dan Shodaqoh (ZIS) BMI dan pegawai yang dikumpulkan oleh BMI yang kemudian kemudian disalurkan oleh BMI melalui Baitul Maal Muamalat dalam bentuk kedua program tersebut di atas.

13. Buy Back of Shares/Buy Back of Bonds & Corporate Social Responsibility (CSR)

During the year 2009, at BMI, there was no transactions on Buy Back of Shares or Buy Back.

The implementation of Corporate Social Responsibility/CSR as the social responsibility of BMI to the community, annually and continuously BMI always implement the aforementioned programs. During the year 2009, several CSR programs implemented shall be the grant of cash compensation and Emergency Response Action, KUM3 (Mosque-based Muamalat Micro Business Community) and development of Sharia Micro Financial Institution as a continuous program.

The amount of social compensation and humanity assistance for poor community and post-disaster community occurring across the nation such as earthquake in West Java and West Sumatera, flood in Jakarta as well as landslide in Manggarai, East Nusa Tenggara (NTT) has reached Rp. 6,5 billion.

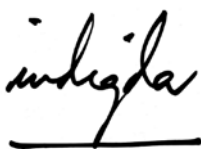
KUM3 Program is aimed to the development and support given in the framework of empowering micro businesses and small entrepreneurs in form of continuous fund and cost assistance for the operational of the program.

Whereas the distribution of continuous fund and cost assistance for the operational of the program for KUM3 since 2006 to 2009 shall be amounted respectively Rp. 6,46 billion and Rp. 2,6 billion, allocated for 4.697 poor people and 185 mosques in 21 provinces in Indonesia.

All social funds shall be originated from the Alms, Donations and Bequest (ZIS) of BMI and Crews collected by BMI and then disbursed by BMI through Baitul Maal Muamalat in form of the above two programs.

Jakarta, Maret /March 2010

PT. BANK MUAMALAT INDONESIA, Tbk



Widigdo Sukarman

Komisaris Utama/ President Commissioner



Arviyan Arifin

Direktur Utama/ President Director

RINGKASAN PERHITUNGAN NILAI KOMPOSIT
SELF ASSESSMENT GOOD CORPORATE GOVERNANCE

No.	Aspek yang Dinilai Assessed Aspects	Bobot/Weight (A)	Peringkat/ Rating (B)	Nilai / Score (A) X (B)	Catatan/ Description *)
1	Pelaksanaan Tugas Dan Tanggung Jawab Dewan Komisaris Execution of Duties and Responsibilities of the Board of Commissioners	10,00%	1	0,100	Pelaksanaan tugas & tanggung jawab Dekom telah dipenuhi sesuai ketentuan. The duties and responsibilities of the Board of Commissioners have been fulfilled in accordance with regulations
2	Pelaksanaan Tugas Dan Tanggung Jawab Direksi Execution of Duties and Responsibilities of the Board of Directors	20,00%	1	0,200	Pelaksanaan tugas & tanggung jawab Dekom telah dipenuhi sesuai ketentuan. The duties and responsibilities of the Board of Directors have been fulfilled in accordance with regulations.
3	Kelengkapan dan Pelaksanaan Tugas Komite Adequacy and Execution of the Duties of Committees	10,00%	2	0,200	Komite Remunerasi dan Nominasi telah dibentuk secara lengkap sementara itu untuk Komite Audit dan Komite Pemantauan Risiko telah ditetapkan ketuanya, sedangkan anggota-anggotanya masih dalam tahap pencarian dan seleksi. The formation of the Remuneration and Nomination Committee has been completed, while for the Audit Committee and Risk Monitoring Committee, the respective chairman has been appointed, with the members currently being vetted for selection
4	Penanganan Benturan Kepentingan Management of Conflict of Interest	10,00%	2	0,200	Bank memiliki ketentuan benturan kepentingan dan selalu dijalankan bank. The Bank has a policy on conflict of interest that is consistently executed by the Bank.
5	Penerapan Fungsi Kepatuhan Bank Implementation of the Compliance Function of the bank	5,00%	2	0,100	Fungsi kepatuhan bank telah dilaksanakan sesuai ketentuan yang berlaku. The compliance function of the bank has been carried out in accordance with regulations.
6	Penerapan Fungsi Audit Intern Implementation of the Internal Audit Function	5,00%	2	0,100	Fungsi audit intern bank telah dilaksanakan sesuai ketentuan yang berlaku. The internal audit function of the Bank has been carried out in accordance with regulations.
7	Penerapan Fungsi Audit Ekstern Implementation of the External Audit Function	5,00%	2	0,100	Fungsi audit ekstern bank telah dilaksanakan sesuai ketentuan yang berlaku. The external audit function of the Bank has been carried out in accordance with regulations.
8	Fungsi Manajemen Risiko termasuk Pengendalian Intern Implementation of the Risk Management Function, including Internal Control	7,50%	2	0,150	Penerapan manajemen risiko telah berjalan, profil risiko telah dilaporkan rutin ke BI, meski masih dibuat secara manual. Implementation of risk management is underway, the risk profile of the Bank has been reported regularly to Bank Indonesia, albeit still in manual format.
9	Penyediaan Dana Kepada Pihak Terkait (Related Party) Dan Debitur Besar (Large Exposures) Provision of Funds to Related Parties and Large Debtors	7,50%	2	0,150	Tidak pernah terjadi pelanggaran dan atau pelampauan BMPK. Diversifikasi & independensi telah diatur dalam pedoman (KUP). There has never been a violation and or breach of the the Legal Lending Limit. Diversification and independence are contained in the official guideline (KUP)/
10	Transparansi Kondisi Keuangan dan Non Keuangan Transparency of Financial and Non-Financial Condition	5,00%	2	0,100	Laporan telah disampaikan ke stakeholder termasuk kepada publik melalui homepage Muamalat Bank (http://www.muamalatbank.com) Financial reports have been submitted to stakeholders including the public through the Bank Muamalat Homepage (http://www.muamalatbank.com).

RINGKASAN PERHITUNGAN NILAI KOMPOSIT
SELF ASSESSMENT GOOD CORPORATE GOVERNANCE

No.	Aspek yang Dinilai Assessed Aspects	Bobot/Weight (A)	Peringkat/ Rating (B)	Nilai / Score (A) X (B)	Catatan/ Description *)
11	Laporan Pelaksanaan GCG GCG Implementation Report	5,00%	2	0,100	Laporan pelaksanaan GCG telah dibuat & disampaikan kepada BI sesuai ketentuan. The report on the implementation of GCG has been completed and submitted to Bank Indonesia in accordance with regulations.
12	Pelaporan Internal Internal Reporting	5,00%	2	0,100	SIM cukup memadai & Laporan dapat dibuat sesuai ketentuan yang berlaku. Management Information System is considered adequate and internal reports were generated in accordance with regulations.
13	Rencana Strategis Bank Strategic Plan of the Bank	5,00%	2	0,100	Rencana Korporasi & RBB disusun sesuai ketentuan yang berlaku. The Corporate Plan of th Bank has been formulated in accordance with regulations.
	Nilai Komposit Composite Score	100,00%		1,700	Tata Kelola Baik/Memadai Good/Adequate Corporate Governance

* : berisikan penjelasan mengapa penilai memberikan peringkat sebagaimana pada kolom (b)
 Contains description on why the assessor gave its rating as in coloumn (b)

Dewan Pengawas Syariah

The Sharia Supervisory Board

K.H. Ma'ruf Amin

Ketua Chairman

Lahir di Tangerang tahun 1943. Diangkat menjadi Anggota Dewan Pengawas Syariah Bank Muamalat pada tahun 2002.

Setelah menyelesaikan studinya di Pesantren Tebu Ireng, belajar di beberapa Pesantren di Daerah Banten, dan menyelesaikan studi di Fakultas Ushuluddin, Universitas Ibnu Chaldun pada tahun 1967. Anggota DPR/MPR RI sejak tahun 1997 dan Ketua Komisi Fatwa Majelis Ulama Indonesia sejak tahun 2000. Pada saat ini beliau juga menjabat sebagai Ketua Badan Pengurus Harian Dewan Syariah Nasional, Anggota Komite Ahli Pengembangan Bank Syariah Bank Indonesia, Ketua Dewan Pengawas Syariah PT Danareksa Investment, serta Ketua Dewan Pengawas Syariah pada PT Bank BNI (Persero).

Born in Tangerang in 1943. Appointed as member of the Sharia Supervisory Board of Bank Muamalat in 2002.

Following his study at Pesantren Tebu Ireng, he pursued further studies at several pesantren in the region of Banten, and in 1967 graduated from the Faculty of Ushuluddin, Ibnu Chaldun University. He became a member of the House of Representatives/People's Consultative Assembly of the Republic of Indonesia since 1997 and Chairman of the Fatwa Commission of the Indonesian Council of Ulemas since 2000. Concurrently, he is also the Chairman of the Managing Body of the National Council of Sharia, member of Bank Indonesia Committee of Experts for the Development of Sharia Banking, Chairman of the Sharia Supervisory Board of PT Danareksa Investment and Chairman of the Sharia Supervisory Board of PT Bank BNI (Persero).

Prof. Dr. H. Muardi Chatib

Anggota Member

Lahir pada tahun 1933 di Bukit Tinggi, Sumatera Barat, Guru Besar IAIN Jakarta ini menjadi anggota Dewan Pengawas Syariah sejak tahun 1999.

Memperoleh gelar doktor dari IAIN tahun 1989, dengan pengalaman mengajar selama 50 tahun, mulai dari guru Madrasah Tsanawiyah, PGA, Dosen Fakultas Tarbiyah IAIN, ABA, IKIP Muhammadiyah dan berbagai perguruan tinggi lainnya.

Sejak muda aktif dalam berbagai organisasi pelajar lokal, PII, Pramuka, Resimen Mahasiswa dan bagian Tabligh Muhammadiyah. Pada tahun 1999 beliau menjadi Ketua MUI Pusat Komisi Dakwah.

Born in 1933 in Bukit Tinggi, West Sumatera, Prof. DR. H. Muardi Chatib has been a member of the Sharia Supervisory Board since 1999.

He earned his PhD degree from IAIN in 1989. He has 50 years of teaching experience, starting from a teacher at Madrasah Tsanawiyah, Islamic Teaching School (PGA), lecturer at the Tarbiyah Faculty of IAIN, The Academy of Foreign Language (ABA), IKIP Muhammadiyah and several other universities.

Active in his youth in various student organisations, PII, Resimen Mahasiswa (ROTC) and section Tabligh of Muhammadiyah. In 1999, he became Chairman of the Dakwah Commission of the Central MUI.

Prof. Dr. H. Umar Shihab

Anggota Member

Lahir di Rappang (Makassar) tahun 1939, Doktor Studi Hukum Islam dari Universitas Hasanuddin ini menjadi anggota Dewan Pengawas Syariah sejak tahun 1999.

Karir beliau dimulai dari Dosen IAIN (1963-kini), Anggota DPRD Tingkat I (1987-1992), anggota DPR (1987-1999), Dekan Fakultas Ushuluddin (1981-1989), Dekan Fakultas Syariah (1987-1991), Ketua Sekolah Tinggi Agama Islam (1992-1996) dan Direktur Pendidikan Kader Ulama (1994-1996).

Sejak muda beliau telah aktif dalam pergerakan Islam, mulai dari Pelajar Islam Indonesia (PII) (1960-1964), Ketua HMI cabang Makassar (1962-1963), Ketua Umum Jamiyyatul Ittihad Wal Mu awanah (1971-1998), Ketua MUI Sulawesi Selatan (1987- 1998), Ketua Dewan Masjid Indonesia Pusat (1994-1999), hingga menjadi ketua MUI Pusat sejak 1998.

Born in 1939 in Rappang (Makassar), Prof. DR. H. Umar Shihab obtained his PhD degree in Islamic Law from the University of Hasanuddin. He has been a member of the Sharia Supervisory Board since 1999.

His career started as lecturer at the IAIN (1963-present), member of regional House of Representatives (1987-1992), member of the House of Representatives (1987-1999), Dean of the Faculty of Ushuluddin (1981-1989), Dean of the Sharia Faculty (1987-1991), Rector of the Islamic University (1992-1996) and Educational Director of Ulama Cadre (1994-1996).

He has been active in Islamic movement since his youth, starting from Islamic Student Association (PII) (1960-1964), Chairman of the Makassar Business of the Association of Islamic University Students, HMI (1962-1963), Chairman of the Jamiyyatul Ittihad Wal Mu awanah (1971-1998), Chairman of the South Sulawesi Chapter of the Indonesia Council of Ulemas (1987-1998), Deputy of the Indonesian Council of Mosques (1994-1999), and the Chairman of the Central Board of the Indonesian Council of Ulemas since 1998.

Dewan Komisaris

The Board of Commissioners

Widigdo Sukarman

Komisaris Utama President Commissioner

Lahir di Banjarnegara 31 Desember 1941. Memperoleh gelar sarjana di bidang ekonomi di Universitas Gajah Mada (1964). Menamatkan pendidikan di Harvard University di bidang Ilmu Pemerintahan dengan gelar MPA (1983), Boston University di bidang Bisnis dengan gelar MBA (1985), dan memperoleh gelar Doktor di di Bidang Ilmu Sosial Politik di Universitas Gajah Mada (2003). Beliau saat ini menjabat sebagai Komisaris Independen di beberapa perusahaan di Indonesia, diantaranya PT. Ciputra Property Tbk (2007-sekarang), PT. Damai Indah Golf Tbk. (2001-sekarang), sebagai Komisaris Utama di PT. Swadarma Kerry Setya (2001-2009), sebagai Wakil Komisaris PT. Astra Internasional (1996), serta sebagai anggota Badan Supervisi Bank Indonesia (2005-2008). Beliau dikenal sebagai Bankir profesional, diantaranya pernah duduk sebagai Direktur Utama Bank Negara Indonesia (1996- 2000), Direktur Utama Bank Tabungan Negara (1994-1996), Direktur Utama Bank Papan Sejahtera (1992-1994), Direktur Bank Negara Indonesia (1988-1992) dan menduduki berbagai jabatan di bank yang sama (1965-1988).

Born in Banjarnegara 31 Desember 1941. Earned his Bachelor degree in Economic from Universitas Gajah Mada (1964). He earned his Master's degree in Public Administration from Harvard University (1983), Master's degree in Business Administration from Boston University (1985), and a Doctoral degree in Social Politic from Universitas Gajah Mada (2003). At the current, he is appointed as an Independent Commissioner at many company in Indonesia, such as PT. Ciputra Property Tbk (2007-present), PT. Damai Indah Golf Tbk. (2001-present), as the President Commissioner at PT. Swadarma Kerry Setya (2001-2009), as Vice Commissioner at PT. Astra Internasional (1996), and a member of Bank Indonesia Supervising Body (2005-2008). He known as as a professional banker, such as a President Director at Bank Negara Indonesia (1996-2000), President Director at Bank Tabungan Negara (1994-1996), President Director at Bank Papan Sejahtera (1992-1994), Director at Bank Negara Indonesia (1988-1992) and many positions at the same bank (1965-1988).

Irfan Ahmed Akhtar

Komisaris Commissioner

Lahir di Lahore, Pakistan, pada 2 Juli 1955. Memperoleh gelar sarjana matematika dan statistik dari Punjab University, Pakistan, serta gelar sarjana dan Master dalam bidang Business Administration dari University of Montana, USA. Ia merupakan seorang Chartered Financial Analyst (CFA) dengan posisi yang beragam serta pengalaman lebih dari 28 tahun di bidang International Banking, Investasi, Structured Islamic Finance dan Konsultan Bisnis untuk Eropa, Amerika Tengah, Amerika Selatan, Asia Selatan dan wilayah Timur Tengah. Jabatan yang didudukinya selama 15 tahun terakhir adalah posisi senior pada tingkat manajemen dan profesional sebagai penasehat Pemerintah Pakistan dan Islamic Development Bank.

Born in Lahore, Pakistan, 2nd July 1955. Has a BSc in Mathematics & Statistics from the University of the Punjab, Pakistan as well as a BBA and an MBA from the University of Montana, USA. He is a Chartered Financial Analyst (CFA) by profession with diverse, cross-functional experience of over 28 years covering International banking, Investments, structured Islamic finance and Advisory in various business environments, covering Europe, Central & South America, South Asia and the Middle-East regions. Positions held over the last fifteen years have been at senior management & professional level in the advisory capacity with the Government of Pakistan and the Islamic Development Bank.

Abdulla Saud Abdul Azis Al-Mulaifi

Komisaris Commissioner

Lahir di Kuwait 25 Oktober 1966, dan saat ini menetap di Khalidya Kuwait. Menyelesaikan pendidikan dasar dan menengah di Kuwait, memperoleh gelar B.Sc. di bidang Computer Science di University of Pacific Kuwait (1989), dan gelar MBA di London Business School (2009). Selain itu beliau juga beberapa kali mengikuti training dan kursus sesuai bidang yang digeluti di Amerika Serikat, Prancis, Dubai, dan Inggris. Beliau bekerja di Boubyan Bank sebagai Executive Manager (2005-sekarang), Sukuk Holding, Co. sebagai Executive Vice President (2003), A'ayan Leasing and Investment Co. sebagai IT Business Development Manager, dan Gulf Business Machine (IBM Kuwait) sebagai Client Manager.

Born in Kuwait 25 October 1966, and lived in Khalidya Kuwait. Finished his basic education in Kuwait, obtained a B.Sc. degree in Computer Science from University of Pacific Kuwait (1989), and a MBA degree from London Business School (2009). In addition, he attended some training and course in United States of America, France, Dubai, and England. He worked for Boubyan Bank as an Executive Manager (2005-now), Sukuk Holding, Co. as an Executive Vice President (2003), A'ayan Leasing and Investment Co. as an IT Business Development Manager, and Gulf Business Machine (IBM Kuwait) as a Client Manager.

Sultan Mohammed Hasan Abdulrauf

Komisaris Commissioner

Lahir di Jeddah 7 April 1968, bertempat tinggal tetap di Jeddah Saudi Arabia. Beliau menamatkan pendidikan dasar dan menengah di Jeddah, dan memperoleh gelar sarjana bidang Akuntansi di King Abdul Aziz University Arab Saudi (1987-1991), kemudian menyelesaikan Program Post Graduate di Cleveland State University dalam bidang Accounting and Financial System (1992-1994). Sejak tahun 2004-sekarang, menduduki jabatan sebagai Vice President Financial Investment di SEDCO. Sebelum bekerja di SEDCO, beliau pernah bekerja sebagai Assistant General Manager Corporate Banking di SAMBA (2002-2004), juga pernah bekerja sebagai National Corporate Banker di National Commercial Bank (1995-2002).

Born in Jeddah 7 April 1968, and stayed at Jeddah Saudi Arabia. He finished his basic education at Jeddah, obtained a degree in Accounting from King Abdul Aziz University Arab Saudi (1987-1991), graduated in Program Post Graduate from Cleveland State University majoring Accounting and Financial System (1992-1994). From the year 2004-present, he appointed as Vice President Financial Investment di SEDCO. Previously, he worked as an Assistant General Manager Corporate Banking at SAMBA (2002-2004), has been worked as a National Corporate Banker in National Commercial Bank (1995-2002).

Andre Mirza Hartawan

Komisaris Commissioner

Lahir di Jakarta 9 April 1969. Memperoleh gelar Sarjana Teknik Industri di ITB (1993) dan gelar MBA dari Graduate School of Business dari Curtin University Perth Australia. Sejak tahun 2005 hingga saat ini menjabat sebagai Financial Director di PT. Panca Amara Utama, dan sejak 2006-2009 menjabat sebagai President Director PT. Amara Capital. Selain itu beliau juga menjabat sebagai Komisaris Utama di PT. Auto Daya Keisindo (2006-2009), President Director PT. Auto Daya Amara (2006-2009), PT. Pupuk Sriwijaya pada Direktorat Pengembangan Korporasi (1998-2005), Pricewaterhouse Indonesia sebagai Management Consultant (1994-1995).

Born in Jakarta 9 April 1969. He obtained a degree in Industrial Engineering from ITB (1993) and a master's in business administration from Graduate School of Business, Curtin University, Perth Australia. Since 2005, he appointed as a Financial Director at PT. Panca Amara Utama, and since 2006-2009 appointed as President Director PT. Amara Capital. Beside that, he also appointed as the president Commissioner at PT. Auto Daya Keisindo (2006-2009), President Director PT. Auto Daya Amara (2006-2009), Corporate Development Corporation in PT. Pupuk Sriwijaya (1998-2005), and Pricewaterhouse Indonesia as a Management Consultant (1994-1995).

Emirsyah Satar

Komisaris Commissioner

Lahir di Jakarta 28 Juni 1959. Lulus Fakultas Ekonomi Universitas Indonesia (1985), Diploma Program, Sorbonne University di Paris. Beliau saat ini menjabat sebagai Direktur Utama PT. Garuda Indonesia (2005-sekarang), dan sebelumnya, juga pernah menjabat sebagai Direktur Keuangan (CFO) pada perusahaan tersebut pada tahun 1998-2003. Selain itu beliau juga memiliki pengalaman di bidang perbankan dan perusahaan jasa keuangan, diantaranya: menjadi Wakil Direktur Utama Bank Danamon Indonesia, Tbk. (2003-2005), Managing Director (CEO) Niaga Finance Co, Ltd Hongkong (1997), Assistance Vice President of Corporate Banking Group Jakarta (1990), General Manager Corporate Finance Division, Jan Darmmadi Group, Jakarta (1990), Manager of Banking Group City Bank (1988), Assistant Manager Corporate of Banking Group Control Division Jakarta (1986) dan Auditor Pricewaterhouse Coopers di Jakarta (1983).

Born in Jakarta, 28 June 1959. Graduated from Economic Faculty, Universitas Indonesia (1985), and a Diploma Program from Sorbonne University in Paris. At the present, he appointed as the President Director of PT. Garuda Indonesia (2005-present), previously, he also was appointed as a CFO in the same company (1998-2003). He also has many experience in banking and financial institutions, such as became Vice President Director of Bank Danamon Indonesia, Tbk. (2003-2005), Managing Director (CEO) Niaga Finance Co, Ltd Hongkong (1997), Assistance Vice President of Corporate Banking Group Jakarta (1990), General Manager Corporate Finance Division, Jan Darmmadi Group, Jakarta (1990), Manager of Banking Group City Bank (1988), Assistant Manager Corporate of Banking Group Control Division Jakarta (1986) and Auditor Pricewaterhouse Coopers in Jakarta (1983).

Direksi

The Board of Directors

Arviyan Arifin

Direktur Utama President Director

Lahir di Padang, 27 April 1964. Alumnus Teknik Industri, Institut Teknologi Bandung (ITB), menempuh pendidikan dasar hingga menengah di Padang, Sumatera Barat. Debut karirnya dimulai sejak saat awal pendirian Bank Muamalat Indonesia pada tahun 1991, sebelumnya menjalani karir perbankan di Bank Duta (1989-1991). Beliau memperoleh penghargaan sebagai karyawan terbaik Bank Muamalat Indonesia pada tahun 1995. Melanjutkan kiprah suksesnya sebagai Direktur Bisnis selama dua periode (1999-2004 dan 2004-2009), beliau saat ini menjabat sebagai President Director Bank Muamalat Indonesia. Beliau berperan aktif sebagai Ketua Tim Asset Restructuring Bank Muamalat Indonesia pada masa krisis 1998. Ikut berperan sebagai Direksi selama dua periode yang telah mengantarkan Asset Bank Muamalat dari Rp. 600 miliar hingga menjadi Rp. 16 triliun. Beliau telah berpartisipasi dalam berbagai training, lokakarya dan symposium di tingkat nasional dan internasional diantaranya The 5th Batch Professional Director Program and Competitive Marketing 2000 (Jakarta), serta Advanced Project Finance (Sydney).

Born in Padang, 27 April 1964. An Industrial Engineer alumnus from Institut Teknologi Bandung (ITB), born and studied in Padang, West Sumatra. His career debut started since the founding of Bank Muamalat Indonesia in 1991, previously he worked in Bank Duta (1989-1991). He received Bank Muamalat's the Best Employee Award in 1995. Continuing his succeed as Business Director for two periods (1999-2004 and 2004-2009), he is now appointing as a President Director Bank Muamalat Indonesia. He is actively working as a Bank Muamalat Indonesia's Chairman of Asset Restructuring Team at crisis time in 1998. He was also part of the Board of Directors of the previous two terms that grew the assets of Bank Muamalat from Rp600 billion to Rp16 trillion. He participated in various trainings, workshops and symposiums both at home and abroad including the 5th Batch Professional Director Program and Competitive Marketing 2000 (Jakarta), and Advanced Project Finance (Sydney).

Andi Buchari

Direktur Director

Lahir di Jakarta, 31 Agustus 1966. Memperoleh gelar Master dengan predikat Cum Laude/Best Graduate di bidang Finance dari Universitas Atmajaya (1996) dan Bachelor/Engineer dari Institut Pertanian Bogor (1988) dengan predikat Mahasiswa Teladan. Sebelum bergabung bersama Bank Muamalat, beliau berkarir antara lain di perusahaan afiliasi dari United Catalyst Inc, USA sebagai Deputy Sales and Logistic Manager (1989-1993), sebagai Branch Manager di PT. Sekar Laut Group (1989), serta sebagai Production Supervisor di PT. Blambangan Raya (1988). Bergabung sejak 1993 di Bank Muamalat Indonesia, beliau pernah menduduki berbagai jabatan sebelum akhirnya berada di jajaran Direksi, yaitu sebagai Head untuk beberapa Divisi diantaranya Corporate Secretary, Corporate Support Internal Audit, Treasury & Investment Banking,

Born in Jakarta. Obtained his Master with Cum Laude/Best Graduate in Finance from Universitas Atmajaya (1996), and Bachelor/Engineer from Institut Pertanian Bogor (1988), with the Best Student predicate. Previously worked with an affiliated company from United Catalyst Inc, USA as a Deputy Sales and Logistic Manager (1989-1993), as a Branch Manager in PT. Sekar Laut Group (1989), and as a Production Supervisor in PT. Blambangan Raya (1988). Joined Bank Muamalat Indonesia in 1993, he was served in various positions before appointed as a Director, such as Head Divisions e.a Corporate Secretary, Corporate Support Internal Audit, Treasury & Investment Banking, Marketing, and Regional Manager (Sumut, Sumbar, Riau and Aceh). He also believed to became a Team Leader of some special duties such as Capital Raising and

Marketing, serta sebagai Regional Manager (Sumut, Sumbar, Riau dan Aceh). Beliau juga dipercaya untuk menjadi Team Leader beberapa penugasan khusus, seperti Tim Capital Raising and Right Issue, Tim Business Re-engineering dan Tim Strategic Business Plan. Menjabat Direksi sejak tahun 2004 sebagai Direktur Pengelolaan Risiko, Kepatuhan dan Dukungan Korporasi (2004-2007), Direktur Keuangan dan Administrasi (2007-2009) dan saat ini menjabat sebagai Direktur Kepatuhan dan Perencanaan Korporasi (sejak 2009).

Luluk Mahfudah

Direktur Director

Lahir di Jombang, 22 Oktober 1967. Menempuh pendidikan dasar hingga menengah di Jombang. Lulus, dari Fakultas Pertanian Universitas Brawijaya (1991). Mengawali karir sebagai Trainee Muamalat Officer Development Program (MODP II) (1993-1994), lalu menjabat sebagai Account Manager Bank Muamalat cabang Fatmawati (1994-1995), Account Manager Kantor Pusat (1995-2002). Beliau selanjutnya menjabat sebagai Branch Manager Kalimalang (2002-2003) dan Fatmawati (2004-2007), serta sebagai Business Manager Kantor Pusat (2007-2008) dan Kantor Pusat Line 1 & 2 (2008-Juli 2009) hingga akhirnya menjabat sebagai Corporate Banking Director saat ini. Selain itu beliau juga mengikuti beberapa training dan seminar di dalam dan di luar negeri antara lain Advanced Credit Seminar, Human Resources Management Workshop, Problem Solving & Decision Making, Islamic Financing in Aviation-Avail Corporation (Kuala Lumpur), dan Legal Document for Islamic Financing by CERT (Kuala Lumpur).

Right Issue Team, Business Re-engineering Team and Strategic Business Plan Team. appointed as a Risk Management Director since the year of 2004, Compliance and Corporate Support (2004-2007), Finance and Administration Director (2007-2009) and currently as a Compliance and Corporate Planning Director (since 2009).

Born in Jombang, 22 October 1967. Graduated her basic study in Jombang. Graduated from Agriculture Faculty from Universitas Brawijaya (1991). Started her career as a Trainee Muamalat Officer Development Program (MODP II) (1993-1994), became an Account Manager Bank Muamalat Fatmawati branch (1994-1995), Account Manager for Head Office (1995-2002). Next, she appointed as a Kalimalang (2002-2003) and Fatmawati (2004-2007) Branch Manager, and as a Business Manager for Head Office (2007-2008) and Head Office Line 1 & 2 (2008-July 2009), finally, she became a Corporate Banking Director. In Addition, she attended some courses and seminars both local and internationally such as Advanced Credit Seminar, Human Resources Management Workshop, Problem Solving & Decision Making, Islamic Financing in Aviation-Avail Corporation (Kuala Lumpur), and Legal Document for Islamic Financing by CERT (Kuala Lumpur).

Farouk Abdullah Alwyni

Direktur Director

Lahir di Jakarta, 27 November 1969. Memperoleh gelar MBA dalam bidang keuangan dan perbankan internasional dari The Birmingham Business School, The University of Birmingham, UK (2004) dan MA dalam bidang ekonomi dari The New York University, USA (1998). Beliau memulai pengalaman internasionalnya sebagai Graduate Intern di High Commissioner for Human Rights, Centre for Human Rights (HCHR/CHR) di United Nations Headquarters, New York, USA (1997). Setelah itu memulai kiprah keuangan Islamnya di Islamic Development Bank (IDB) selama delapan tahun dengan memulai karir sebagai Young Professional Programme. Selanjutnya beliau ditugaskan sebagai Trade Finance Officer yang menangani wilayah Bangladesh dan Indonesia (2000-2003), sebagai Senior Trade Finance Officer, yang menangani wilayah Indonesia, Iran, Maldives, Kazakhstan dan Tajikistan (2004-2006) dan sebagai Head of Market Research & Monitoring Section (2007). Selama masa tugasnya di IDB, beliau diantaranya pernah terlibat sebagai sekretaris Task Force untuk mengkaji "The Feasibility of Using Gold Dinar as means of settlement for trade among OIC member countries" dan juga koordinator bidang perdagangan dan investasi di dalam Task Force untuk merumuskan "The 2020 vision of IDB and the Ummah". Pada tahun 2007-2009 beliau menjabat sebagai Direktur PT. AL Ijarah Indonesia Finance yang didirikan bersama oleh Bank Muamalat Indonesia, Boubyan Bank Kuwait & International Leasing & Investment Company Kuwait sebelum akhirnya bergabung sebagai Treasury and International Banking Director Bank Muamalat Indonesia. Dalam perjalanan karirnya, beliau aktif mengikuti training dan seminar di dalam dan luar negeri, baik sebagai peserta, moderator ataupun pembicara, diantaranya adalah di dalam Euromoney Financial Training Programme (1998-2007), Middle East Syndicated Financing (Dubai, 2007), Islamic Finance Road Show (Jakarta, 2009) dan Financial Industry Conference (Kuala Lumpur, 2009)

Born in Jakarta, 27 November 1969. Obtained a MBA degree in finance and international banking from The Birmingham Business School, The University of Birmingham, UK (2004) and MA in economic from The New York University, USA (1998). He started his international experience as a Graduate Intern at High Commissioner for Human Rights, Centre for Human Rights (HCHR/CHR) at United Nations Headquarters, New York, USA (1997). after that, began his Islamic finance experience in Islamic Development Bank (IDB) for eight years which starting as Young Professional Programme. He appointed as a Trade Finance Officer for Bangladesh and Indonesia region (2000-2003), as a Senior Trade Finance Officer, for Indonesia, Iran, Maldives, Kazakhstan and Tajikistan region (2004-2006) and appointed as Head of Market Research & Monitoring Section (2007). As long as he worked in IDB, he became as a Task Force secretary to reseaching "The Feasibility of Using Gold Dinar as means of settlement for trade among OIC member countries" and also coordinator for the trade and investment in Task Force to formulates "The 2020 vision of IDB and the Ummah". In the year 2007-2009, he appointed as a Director of PT. AL Ijarah Indonesia Finance which founded by the cooperation of Bank Muamalat Indonesia, Boubyan Bank Kuwait & International Leasing & Investment Company Kuwait and then joined with Treasury and International Banking Director Bank Muamalat Indonesia. In his career, he was actively attend some trainings and seminars both local and internationally, as a member, moderator or a speak person, such as in Euromoney Financial Training Programme (1998-2007), Middle East Syndicated Financing (Dubai, 2007), Islamic Finance Road Show (Jakarta, 2009) and Financial Industry Conference (Kuala Lumpur, 2009).

Adrian Asharyanto Gunadi

Direktur Director

Lahir di Jakarta, 3 Januari 1976. Memperoleh gelar MBA dalam bidang Finance dari Rotterdam School of Management Erasmus Graduate School of Business, Netherlands (2003), setelah sebelumnya memperoleh gelar Sarjana Ekonomi dari Universitas Indonesia (1999). Merintis karir perbankan di Citigroup sebagai Management Associate, Corporate Banking, Local Corporate Group (1999-2001). Selanjutnya beliau bergabung sebagai Cash Management Product Manager (2001-2002) dan Assistant Director, Financial Institution Relationship Standard Chartered Bank, Jakarta (2004-2006). Pada tahun 2006 memperoleh International Assignment sebagai Associate Director, Islamic Products, Standard Chartered Saadiq, Dubai, UAE. Setelah menjabat sebagai Head of Syariah Banking, PT Permata Bank, pada Juli 2009 beliau bergabung bersama Bank Muamalat Indonesia sebagai Retail Banking Director. Beliau telah berpartisipasi dalam berbagai training, lokakarya dan symposium di tingkat nasional dan internasional diantaranya dalam Global Forum, Islamic Financial Market (Jakarta, 2008), Islamic Sukuk, Bringing Into Markets (Singapore, 2008), Islamic Finance, Structured Products (Dubai, 2007), Derivates Academy (Abu Dhabi, 2007) Oxford Leadership Program (UK, 2007) dan Corporate Finance Structuring Workshop (Hong Kong, 2006).

Born in Jakarta, 3 Januari 1976. Obtained his MBA degree in Finance from Rotterdam School of Management Erasmus Graduate School of Business, Netherlands (2003), previously obtained his bachelor degree in Economic from Universitas Indonesia (1999). Begans his banking career in Citigroup as a Management Associate, Corporate Banking, Local Corporate Group (1999-2001). After that, he joined as a Cash Management Product Manager (2001-2002) and Assistant Director, Financial Institution Relationship Standard Chartered Bank, Jakarta (2004-2006). In 2006 achieved an International Assignment as an Associate Director, Islamic Products, Standard Chartered Saadiq, Dubai, UAE. After appointing as a Head of Sharia Banking, PT Permata Bank, in July 2009 he joined Bank Muamalat Indonesia as a Retail Banking Director. He was participated in various training, lokakarya and symposium in national and international region, suh as Global Forum, Islamic Financial Market (Jakarta, 2008), Islamic Sukuk, Bringing Into Markets (Singapore, 2008), Islamic Finance, Structured Products (Dubai, 2007), Derivates Academy (Abu Dhabi, 2007) Oxford Leadership Program (UK, 2007) and Corporate Finance Structuring Workshop (Hong Kong, 2006).

"Insy Allah,
saya empat tahun lagi."

Ines, Staf Marketing
Menabung Rp 24 ribu per hari*



Insy Allah, naik haji sesuai rencana.

TABUNGAN HAJI
ARAFAH



www.muamalatbank.com



* Jika memenuhi syarat dan ketentuan yang berlaku.

 BANK MUAMALAT
Pertama Murni Syariah

"Insy Allah,
saya dua tahun lagi."

Fahmi, Chef
Menabung Rp 47 ribu per hari*



Insy Allah, naik haji sesuai rencana.

TABUNGAN HAJI
ARAFAH



www.muamalatbank.com



* Jika memenuhi syarat dan ketentuan yang berlaku.

 BANK MUAMALAT
Pertama Murni Syariah

"Insy Allah,
saya setahun lagi."

Mediantono, Fotografer
Menabung Rp 96 ribu per hari*



Insy Allah, naik haji sesuai rencana.

TABUNGAN HAJI
ARAFAH



www.muamalatbank.com



* Jika memenuhi syarat dan ketentuan yang berlaku.

 BANK MUAMALAT
Pertama Murni Syariah

"Insy Allah,
saya lima tahun lagi."

Asriani, Guru
Menabung Rp 19 ribu per hari*



Insy Allah, naik haji sesuai rencana.

TABUNGAN HAJI
ARAFAH



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