



ACE Life

GOOD CORPORATE GOVERNANCE REPORT OF PT ACE LIFE ASSURANCE



**YEAR OF
2015**

GOOD CORPORATE GOVERNANCE REPORT OF PT ACE LIFE ASSURANCE 2015

In accordance to FSA Regulation regarding Good Corporate Governance, the Company has implemented the principles of GCG. The Company has drawn it up to Good Corporate Governance Implementation Report (the “**GCG Report**”) of the Company for 2015 and submitted to FSA on 29 February 2016 which was prepared in accordance to FSA Regulation Number 2/POJK.05/2014 on Good Corporate Governance of Insurance Companies and FSA Circular Letter Number 17/SEOJK.05/2014 on Good Corporate Governance Implementation Report of Insurance Companies, Sharia Insurance Companies, Reinsurance Companies and Sharia Reinsurance Companies.

A. BOARD OF DIRECTORS (“BOD”)

I. Membership and Composition of BOD

Per 31 December 2015, the Company has three BOD members which consist of one President Director, and two Directors. The said composition is based on Deed of Unanimous Written Resolutions in lieu of the Extraordinary General Meeting of Shareholders of PT ACE Life Assurance Number 1 dated 7 January 2016. The names of the BOD members are as follow:

President Director : William O’Brien Johnston

Director : Susanto Halim

Director : Dessy Safitri Masri

II. BOD Meeting

BOD meeting should be held once every month at the minimum. In 2015, the BOD of the Company has held 12 times meetings with details as follow:

No	Name	Title	Total of BOD Meetings (12 times)		
			Total of Attendance		% of Attendance
			Physically	Teleconference/Video Conference/Other Electronic Media	
1.	Tham Chee Kong*)	President Director	6	-	100%
2.	Chong Yoon Hin*)	Vice President Director	7	-	100%
3.	William O'Brien Johnston **)	President Director	0	-	0%
4.	Susanto Halim	Director	12	-	100%
5.	Dessy Safitri Masri **)	Director	1	-	100%

*) *Tham Chee Kong resigned from his position as President Director effective as of 19 June 2015 based on Deed No. 16 dated 3 July 2015. Whilst, Chong Yoon Hin resigned from his position as Vice President Director effective as of 10 July 2015 based on Deed No. 1 dated 3 August 2015.*

***) *Dessy Safitri Masri was appointed as Director of the Company effective as of 19 November 2015 based on Deed No. 1 dated 1 December 2015. Whilst William O'Brien Johnston was appointed as President Director of the Company effective as of 30 December 2015 based on Deed No. 1 dated 7 January 2016.*

III. Committees under BOD

In performing its duties and responsible, the BOD is supported by Investment Committee and Insurance Product Development Committee.

Investment Committee

The duties and responsibilities of Investment Committee are to formulate the investment policies, and monitor the implementation of the investment policies.

Per 31 December 2015, the composition of the Investment Committee is as follows:

1. Susanto Halim, Director of the Company, as the Chairman;
2. Yolanda Widjaja, Finance Department of the Company; and
3. Sua Me Chin, Actuary.

Insurance Product Development Committee

The duties of Insurance Product Development Committee are as follows:

1. to prepare the strategic plan of the insurance product development and marketing as the part of the Company's strategic plan;
2. to evaluate the conformity of the new insurance product which will be marketed with the strategic plan of the insurance product development and marketing; and
3. to evaluate the insurance product performance and advise the change or the discontinuance of its marketing.

Per 31 Desember 2015, the composition of the IPDC is as follows:

1. Susanto Halim, Director of the Company;
2. Sua Me Chin, Actuary;
3. Andre, Agency Department of the Company;
4. Dessy Safitri Masri, Director of the Company; and
5. Ibnu Wirawan, Life-Operation Department of the Company.

B. BOARD OF COMMISSIONERS (“BOC”)

I. Membership and Composition of BOC

Per 31 December 2015, the Company has four BOC members which consist of one President Commissioner, one Commissioner and two Independent Commissioners. The said composition is based on Deed of Unanimous Written Resolutions in lieu of the Extraordinary General Meeting of Shareholders of PT ACE Life Assurance Number 6 dated 4 November 2014. The number of Independent Commissioners is 50% of the number of BOC members. The names of the BOC members are as follow:

President Commissioner	: Kevin Michael Goulding
Commissioner	: Michael Henry Buthe
Independent Commissioner	: Steven Tanner
Independent Commissioner	: Edwin Suryahusada

II. BOC Meeting

BOC meeting should be held once every month at the minimum. In 2015, the BOC of the Company has held 12 times meetings with details as follow:

No	Name	Title	Total of BOC Meetings (12 times)		
			Total of Attendance		% of Attendance
			Physically*)	Teleconference/ Video Conference/ Other Electronic Media	
1.	Kevin Michael Goulding	President Commissioner	12	-	100%
2.	Michael Henry Buthe	Commissioner	12	-	100%

3.	Steven Tanner	Independent Commissioner	12	-	100%
4.	Edwin Suryahusada	Independent Commissioner	12	-	100%

**) During 2015, all of BOC Meetings were held through circular resolutions.*

****) Kevin Michael Goulding was appointed as the President Commissioner of the Company effective as of 7 October 2014 based on the Deed of Unanimous Written Resolutions in lieu of the Extraordinary General Meeting of Shareholders of PT ACE Life Assurance Number 6 dated 4 November 2014.*

III. Committees under BOC

In performing its duties and responsible, the BOC is supported by Audit Committee and Risk Policy Committee.

Audit Committee

The duties and responsibilities of the Audit Committee are as follows:

1. ensuring internal controls are being implemented properly;
2. ensuring that Internal Audit and Independent or External Audit are being conducted in accordance with the applicable auditing standards;
3. ensuring follow up actions taken by Board of Directors for any recommendations resulted from Internal Audit, independent or External Audit and Finance; Services Authority examination;
4. providing recommendation on independent auditor or EA appointment;
5. Ensuring Company's financial statement conformity with applicable accounting standards;
6. propose Internal Audit area or activity to be audited by taking into considerations input from Risk Monitoring Committee; and
7. other as necessary or requested by BOC.

Per 31 December 2015, the composition of Audit Committee is as follows:

1. Steven Tanner, Independent Commissioner, as the Chairman;
2. Susanto Halim, Director of the Company; and
3. Yolanda Widjaja, Finance Department of the Company.

Risk Monitoring Committee

The duties and responsibilities of the Risk Monitoring Committee are as follow:

1. monitoring plan of any risk assessment or its progress or result;
2. monitoring action plans resulted from the risk assessment process;
3. escalate to BOC any issues related with the action plans;
4. propose certain 'high risk' area or activity to be audited to Audit Committee; and
5. other as necessary or requested by BOC.

Per 31 December 2015, the composition of Risk Monitoring Committee is as follow:

1. Edwin Suryahusada, Independent Commissioner, as the Chairman;
2. Steven Tanner, Independent Commissioner, as the Vice Chairman;
3. Susanto Halim, Company's Director;
4. Benhard Sihaloho, Company's Compliance Department;
5. Sua Me Chin, Company's Actuary; and
6. Budi Piharto, Company's Actuary.

C. SHARIA SUPERVISORY BOARD ("SSB")

I. Membership and Composition of SSB

Per 31 December 2015, the Company has two SSB members which consists of one Chairman and one member. The said composition is based on Deed of Unanimous Written Resolutions in lieu of the Extraordinary General Meeting of Shareholders of

PT ACE Life Assurance Number 69 dated 24 October 2013 and Deed of Unanimous Written Resolutions in lieu of the Extraordinary General Meeting of Shareholders of PT ACE Life Assurance Number 6 dated 4 November 2014. The names of the SSB members are as follow:

Chairman : Agus Haryadi
Member : M. Cholil Nafis

II. SSB Meeting

SSB meeting should be held six times in a year at the minimum. In 2015, the SSB of the Company has held 7 times meetings with details as follow:

No	Name	Title	Total of SSB Meetings (7 times)		
			Total of Attendance		% of Attendance
			Physically	Teleconferenc e/Video Conference/ Other Electronic Media	
1.	Agus Haryadi	Chairman of SSB	5	2	100%
2.	M. Cholil Nafis	Member of SSB	5	2	100%

**) The Company obtained its sharia unit license on 16 September 2014.*

D. DISCLOSURE ON OTHER IMPORTANT MATTERS

I. Resignation or discharge of external auditor: There is no resignation or discharge of external auditor during 2015.

II. Insurance claim filed by and/or against Company which amounts to 10% or more of Company's equity:

No	Business Line	Insurance Object	Claim Value	Self-Retention	Remarks
1	-	-	-	-	-
2	-	-	-	-	-

III. Ongoing or potential conflict of interest:

No	Name and Title of Party who has Conflict of Interest	Name and Title of Decision Maker	Transaction Type	Transaction Values (in million IDR)	Remarks *)
1	-	-	-	-	-
2	-	-	-	-	-

*) Not in accordance with applicable system and procedures

IV. Other material information related to Good Corporate Governance, among others, intervention of owner, internal dispute or any issues arising as impact of Company's remuneration policy: There is no intervention of owner, internal dispute or any issues arising as impact of Company's remuneration policy during 2015.

E. LEGAL

Legal Dispute	Number of Case	
	Civil	Criminal
Have been obtained decision with binding legal force: a. Civil b. Criminal	0	0
On settlement process at court and Alternative Dispute Resolution Institution for civil case: a. Civil b. Criminal	0	0
Total	0	0