

PT ARGO PANTES Tbk.
PIAGAM DIREKSI DAN DEWAN KOMISARIS/
BOARD OF DIRECTORS AND BOARD OF COMMISSIONERS CHARTER
No.035/ARP/BOD-BOC/XII/2024

I. PENDAHULUAN Mengingat baik Direksi maupun Dewan Komisaris PT Argo Pantes Tbk ("Perseroan") selaku Perusahaan Publik, memiliki peran penting dalam tata kelola perusahaan bahwa Direksi adalah pejabat Perseroan yang bertanggung jawab untuk mengelola dan mengembangkan perusahaan, sedangkan Dewan Komisaris memiliki tugas utama untuk mengawasi pengelolaan Perseroan yang dijalankan oleh Direksi, maka Dewan Komisaris dan Direksi Perseroan memandang perlu untuk menetapkan Piagam Direksi dan Dewan Komisaris ini ("Piagam BOD-BOC"). Dewan Komisaris & Direksi mempunyai peran penting dan strategis dalam mengawasi operasional bisnis Perusahaan. Untuk melaksanakan tanggung jawabnya secara efektif, Piagam BOD-BOC ini sangat penting sebagai panduan komprehensif bagi Dewan dalam memenuhi tugas, tanggung jawab, dan wewenangnya, sambil memprioritaskan kepentingan pemegang saham dan pemangku kepentingan. Piagam BOD-BOC ini berfungsi sebagai pedoman kerja atau panduan bagi Direksi dan Dewan Komisaris dalam melaksanakan tugas dan pekerjaan pengelolaan Perseroan sesuai dengan prinsip – prinsip Tata Kelola Perseroan (Good Corporate Governance) yaitu Keterbukaan (transparency), Akuntabilitas (accountability), Pertanggungjawaban (responsibility), Independensi	1. INTRODUCTION <i>Considering that both the Board of Directors and the Board of Commissioners of PT Argo Pantes Tbk (the "Company") as a Public Company, have an important role in corporate governance that the Board of Directors is the Company's official responsible for managing and developing the company, while the Board of Commissioners has the main duty of supervising the management of the Company which is run by the Board of Directors, the Board of Commissioners and the Board of Directors of the Company deem it necessary to establish the Charter of the Board of Directors and the Board of Commissioners ("BOD-BOC Charter").</i> <i>The Board of Commissioners & Directors holds a pivotal and strategic role in overseeing the Company's business operations. To effectively carry out its responsibilities, a Charter is essential, serving as a comprehensive guide for the Board in fulfilling its duties, responsibilities, and authority, all while prioritizing the interests of shareholders and stakeholders.</i> <i>This BOD-BOC Charter is prepared as the work guidelines for the Board of Directors (BOD) and the Board of Commissioners (BOC) in carrying out their responsibility in the Company. The BOD-BOC Charter serves as a work guideline or the Board of Directors and the Board of Commissioners manual in carrying out the Company's management duties and work in accordance with the</i>
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ARGO PANTES

(independency), Keadilan dan Kewajaran (fairness), serta memenuhi nilai-nilai dan etika kerja. Penyusunan Piagam BOD-BOC mengacu pada peraturan perundang-undangan, anggaran dasar perusahaan, dan praktik terbaik GCG dengan memperhatikan hak, kewajiban dan tanggung jawab terkait Rapat Umum Pemegang Saham ("RUPS"), Dewan Komisaris dan Direksi di lingkungan Perseroan berdasarkan ketentuan dan peraturan perundang-undangan yang berlaku, dan Anggaran Dasar Perseroan.	<i>principles of Good Corporate Governance, namely Transparency, Accountability, Responsibility, Independence, Fairness and Fairness, as well as fulfilling the values and ethics of work.</i> <i>The issuance of the BOD-BOC Charter refers to the laws and regulations, the company's articles of association, and GCG best practices by taking into account the rights, obligations and responsibilities related to the General Meeting of Shareholders ("GMS"), the Board of Commissioners and the Board of Directors within the Company based on the applicable laws and regulations, and the Company's Articles of Association.</i>
II. TUJUAN Perseroan menjadikan Board Manual ini sebagai pedoman kerja Dewan Komisaris, Direksi dan Perangkatnya yang bertujuan untuk: 1. Mempermudah Dewan Komisaris dan Direksi dalam memahami peraturan-peraturan yang terkait dengan tata kerja Dewan Komisaris dan Direksi; 2. Menjadi rujukan tentang tugas pokok, fungsi kerja dan meningkatkan kualitas serta efektivitas hubungan kerja antar kedua organ; dan 3. Menerapkan asas-asas GCG yakni transparansi, akuntabilitas, responsibilitas, independensi, dan fairness (kewajaran). Board Manual merupakan sistem yang menjamin pengelolaan yang baik dalam penentuan dan pencapaian tujuan perseroan sehingga dapat bersaing secara efisien, efektif dan sehat serta selalu dapat meraih dan mempertahankan posisi terdepan dalam iklim persaingan yang semakin ketat.	III. OBJECTIVE <i>The Company makes this Board Manual as a work guideline for the Board of Commissioners, the Board of Directors and its Apparatus which aims to:</i> 1. <i>To facilitate the Board of Commissioners and the Board of Directors in understanding the regulations related to the work procedures of the Board of Commissioners and the Board of Directors;</i> 2. <i>As the reference regarding the main tasks, work functions and improve the quality and effectiveness of the working relationship between the two organs; and</i> 3. <i>Implementing GCG principles, namely transparency, accountability, responsibility, independence, and fairness.</i> <i>The Board Manual is a system that ensures good management in determining and achieving the company's goals, in order to compete efficiently, effectively and healthily and always be able to achieve and maintain a leading position in an increasingly tight competitive climate.</i>

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ARGO PANTES

III. TATA LAKSANA HUBUNGAN KERJA DEWAN KOMISARIS DAN DIREKSI

Perseroan telah menetapkan tata laksana hubungan kerja yang baik antara Dewan Komisaris dengan Direksi merupakan salah satu hal yang sangat penting agar masing-masing organ tersebut dapat bekerja sesuai fungsinya masing-masing dengan efektif dan efisien. Prinsip-prinsip dalam menjaga hubungan kerja yang baik antara Dewan Komisaris dengan Direksi adalah sebagai berikut:

1. Dewan Komisaris menghormati fungsi dan peran Direksi dalam mengurus Perseroan sebagaimana telah diatur dalam peraturan perundang-undangan maupun Anggaran Dasar Perseroan;
2. Direksi menghormati fungsi dan peran Dewan Komisaris dalam melakukan pengawasan dan pemberian nasihat terhadap kebijakan pengurusan Perseroan;
3. Setiap hubungan kerja antara Dewan Komisaris dengan Direksi merupakan hubungan yang bersifat formal, yaitu senantiasa dilandasi oleh suatu mekanisme baku atau korespondensi yang dapat dipertanggungjawabkan;
4. Setiap hubungan kerja yang bersifat informal dapat saja dilakukan oleh masing-masing Anggota Dewan Komisaris dan Direksi, namun tidak dapat dipakai sebagai kebijakan formal sebelum melalui mekanisme atau korespondensi yang dapat dipertanggungjawabkan;
5. Perseroan telah menetapkan tata laksana hubungan kerja yang baik antara Dewan Komisaris dengan Direksi agar masing-masing organ Perseroan tersebut dapat bekerja sesuai fungsinya masing-masing dengan efektif dan efisien.

III. GOVERNANCE OF THE WORKING RELATIONSHIP OF THE BOARD OF COMMISSIONERS AND BOARD OF DIRECTORS

The Company has established a good working relationship between the Board of Commissioners and the Board of Directors is one of the most important things so that each of these organs can work according to their respective functions effectively and efficiently. The principles in maintaining a good working relationship between the Board of Commissioners and the Board of Directors are as follows:

1. *The Board of Commissioners respects the functions and roles of the Board of Directors in managing the Company as stipulated in the laws and regulations and the Company's Articles of Association;*
2. *The Board of Directors respects the functions and roles of the Board of Commissioners in supervising and advising on the Company's management policies;*
3. *Every working relationship between the Board of Commissioners and the Board of Directors is a formal relationship, which is always based on a standard mechanism or correspondence that can be accounted for;*
4. *Any informal employment relationship can be carried out by each Member of the Board of Commissioners and the Board of Directors, but it cannot be used as a formal policy before going through a mechanism or correspondence that can be accounted for;*
5. *The Company has established good coordination management relationship procedures between the Board of Commissioners and the Board of Directors so that each of the Company's organs can work according to their respective functions effectively and efficiently.*



ARGO PANTES

6. Dewan Komisaris baik bersama-sama maupun sendiri-sendiri setiap waktu dalam jam kerja kantor Perseroan berhak memasuki bangunan dan halaman atau tempat lain yang dipergunakan atau yang dikuasai oleh Perseroan dan berhak memeriksa semua pembukuan, surat dan alat bukti lainnya, memeriksa dan mencocokkan keadaan uang kas dan lain-lain serta berhak untuk mengetahui segala tindakan yang telah dijalankan oleh Direksi; 7. Dewan Komisaris harus mendapatkan akses informasi Perseroan secara tepat waktu dan lengkap; 8. Direksi dan setiap Direktur wajib memberikan penjelasan tentang segala hal yang ditanyakan oleh Dewan Komisaris; 9. Direksi bertanggung jawab untuk memastikan bahwa informasi mengenai Perseroan diberikan kepada Dewan Komisaris secara tepat waktu dan lengkap dan bertanggung jawab untuk menyampaikan laporan-laporan yang diperlukan oleh Dewan Komisaris secara berkala sesuai dengan ketentuan yang berlaku; 10. Dewan Komisaris mempunyai wewenang meminta Direksi dan/atau pejabat lain dibawah Direksi dengan sepengetahuan Direksi untuk menghadiri Rapat Dewan Komisaris; dan 11. Dewan Komisaris mempunyai wewenang menghadiri Rapat Direksi dan memberikan pandangan-pandangan terhadap hal-hal yang dibicarakan.	6. <i>The Board of Commissioners either jointly or individually at any time during the Company's office working hours has the right to enter buildings and yards or other places used or controlled by the Company and has the right to inspect all books, letters and other evidence, check and match the condition of cash and others and has the right to know all actions that have been carried out by the Board of Directors;</i> 7. <i>The Board of Commissioners must have access to the Company's information in a timely and complete manner;</i> 8. <i>The Board of Directors and each Director are obliged to provide an explanation of all matters asked by the Board of Commissioners;</i> 9. <i>The Board of Directors is responsible for ensuring that information about the Company is provided to the Board of Commissioners in a timely and complete manner and is responsible for submitting the required reports by the Board of Commissioners on a regular basis in accordance with applicable regulations;</i> 10. <i>The Board of Commissioners has the authority to request the Board of Directors and/or other officers under the Board of Directors with the knowledge of the Board of Directors to attend the Board of Commissioners Meeting; and</i> 11. <i>The Board of Commissioners has the authority to attend the Board of Directors Meeting and give views on the matters discussed.</i>
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ARGO PANTES

IV. PANDUAN UMUM PENETAPAN KEBIJAKAN PERSEROAN

Sebagai pedoman kerja, Board Manual mengatur tentang penetapan kebijakan perseroan oleh Direksi yaitu:

1. Kebijakan yang diambil oleh Direksi di dalam menjalankan, mengarahkan dan mengendalikan kegiatan kerja tertentu atau menyelesaikan suatu permasalahan tertentu, di mana substansi permasalahan atau kegiatan kerja dimaksud belum diatur dalam suatu aturan yang baku.
2. Kebijakan yang diambil oleh Direksi dapat berupa suatu kebijakan yang diambil melalui Rapat Direksi, atau dapat pula merupakan kebijakan yang diambil secara individual tanpa adanya rapat dimaksud.

Prinsip-prinsip yang harus dipatuhi oleh Direksi dalam membuat kebijakan meliputi:

1. Dalam hal suatu kebijakan yang diambil oleh Direksi merupakan sesuatu yang substansinya menyangkut citra Perseroan, risiko atau konsekuensi material maka kebijakan tersebut harus mendapat persetujuan Rapat Direksi;
2. Dalam hal kebijakan di atas dilakukan oleh Direktur Perseroan sesuai dengan sektor/bidang tugasnya, maka Direktur yang bersangkutan bertanggung jawab atas kebijakan tersebut sampai dengan kebijakan tersebut dapat disetujui Rapat Direksi;
3. Dalam hal kebijakan yang diambil oleh Direksi mempunyai substansi yang sama dan dilakukan secara terus menerus sehingga menjadi suatu kebutuhan Perseroan sehari-hari maka Direktur yang bersangkutan perlu mengusulkan kepada Direksi untuk menjadikan kebijakan yang dilakukannya sebagai suatu peraturan yang mengikat;

IV. GENERAL GUIDELINES FOR SETTING THE COMPANY'S POLICIES

As a work guideline, the Board Manual regulates the determination of the company's policies by the Board of Directors, namely:

1. *Policies taken by the Board of Directors in running, directing and controlling certain work activities or solving a certain problem, where the substance of the problem or work activity in question has not been regulated in a standard rule.*
2. *The policy taken by the Board of Directors can be in the form of a policy taken through the Board of Directors' Meeting, or it can also be a policy taken individually without the meeting in question.*

The principles that must be adhered to by the Board of Directors in making policies include:

1. *In the event that a policy taken by the Board of Directors is something whose substance concerns the Company's image, risks or material consequences, the policy must be approved by the Board of Directors;*
2. *In the event that the above policy is carried out by the Director of the Company in accordance with his sector/field of duties, the Director concerned is responsible for the policy until the policy can be approved by the Board of Directors;*
3. *In the event that the policy taken by the Board of Directors has the same substance and is carried out continuously so that it becomes a daily need of the Company, the Director concerned needs to propose to the Board of Directors to make the policy carried out a binding regulation;*

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ARGO PANTES

4. Dalam mengambil kebijakan atau keputusan atas suatu permasalahan yang timbul, setiap Direktur wajib mempertimbangkan beberapa hal sebagai berikut: ▪ Itikad baik; ▪ Pertimbangan rasional dan informasi yang cukup; ▪ Investigasi memadai terhadap permasalahan yang ada serta berbagai kemungkinan ▪ pemecahannya beserta dampak positif dan negatifnya bagi Perseroan; ▪ Dibuat berdasarkan pertimbangan semata-mata untuk kepentingan Perseroan; ▪ Koordinasi dengan Direktur lainnya khususnya untuk suatu kebijakan yang akan berdampak langsung maupun tidak langsung kepada tugas dan kewenangan serta kebijakan Direktur lainnya. 5. Dalam menjalankan kewajiban sehari-hari, Direksi senantiasa mempertimbangkan kesesuaian tindakan dengan rencana dan tujuan Perseroan; 6. Pendelegasian wewenang Direksi kepada Karyawan atau pihak lain untuk melakukan perbuatan hukum atas nama Perseroan wajib dinyatakan dalam bentuk dokumen tertulis dan disetujui oleh Direktur Utama; 7. Bentuk-bentuk kebijakan pengurusan Perseroan seperti Surat Keputusan dan lain-lain, diatur dalam dokumen Perseroan tersendiri.	4. <i>Issuance of the policies or decisions on a problem that arises, each Director is obliged to consider the following things:</i> ▪ <i>Good faith;</i> ▪ <i>Rational consideration and sufficient information;</i> ▪ <i>Adequate investigation of existing problems and possibilities</i> ▪ <i>its resolution and its positive and negative impact on the Company;</i> ▪ <i>issued based on solely on considerations for the benefit of the Company;</i> ▪ <i>Coordination with other Directors, especially for a policy that will have a direct or indirect impact on the duties and authorities as well as policies of other Directors.</i> ▪ <i>In carrying out its daily obligations, the Board of Directors always considers the suitability of actions with the Company's plans and objectives.</i> 5. <i>In carrying out its daily obligations, the Board of Directors always considers the suitability of actions with the Company's plans and objectives; The delegation of the authority of the</i> 6. <i>Board of Directors to the Employee or other parties to perform legal acts on behalf of the Company must be stated in the form of written documents and approved by the President Director;</i> 7. <i>The Company's management policies such as Decrees and others, are regulated in the Company's separate documents.</i>
V. PERAN, TUGAS DAN AKUNTABILITAS KOMISARIS DEWAN Peran Dewan Komisaris Perseroan adalah:	V. ROLE, DUTY AND ACCOUNTABILITY OF THE BOARD OF COMMISSIONERS <i>The roles of the Company's BOC are:</i>



ARGO PANTES

1. mengawasi pelaksanaan tugas dan tanggung jawab Direksi, serta memberikan nasihat kepada Direksi. 2. memastikan penerapan tata kelola Perseroan yang baik dalam kegiatan bisnis dan operasional Perseroan. 3. melaksanakan tugas, wewenang, dan tanggung jawab dengan itikad baik dan dengan prinsip kehati-hatian. 4. Tugas Dewan Komisaris: Dewan Komisaris (i) mengawasi kebijakan pengelolaan Direksi dan (ii) mengawasi dan memberikan nasihat kepada Direksi dalam mengelola Perseroan sesuai dengan maksud dan tujuan Perseroan, Anggaran Dasar, peraturan perundang-undangan yang berlaku dan dengan memperhatikan prinsip-prinsip Tata Kelola Perseroan yang Baik. Tugas Dewan Komisaris antara lain: a. Memberikan umpan balik dan rekomendasi atas rencana kerja tahunan Perseroan yang disampaikan oleh Direksi; b. Mengawasi penerapan prinsip-prinsip Tata Kelola Perseroan yang Baik dalam kegiatan usaha Perseroan; c. Mengawasi dan memberi nasihat kepada Direksi tentang risiko bisnis Perseroan serta upaya manajemen dalam pengendalian internal; d. Mengawasi dan memberi nasihat kepada Direksi dalam penyusunan dan pengungkapan laporan keuangan berkala; e. Mempertimbangkan keputusan Direksi yang tunduk pada persetujuan Dewan Komisaris sesuai dengan Anggaran Dasar; f. Memberikan laporan kegiatan pengawasan dan supervisi dalam laporan tahunan dan untuk meninjau dan menyetujui laporan tahunan; g. Untuk melaksanakan fungsi nominasi dan remunerasi (jika	1. <i>supervise the implementation of the duties and responsibilities of the Board of Directors (BOD) and provide advice to the BOD,</i> 2. <i>ensure the implementation of good corporate governance in the Company's business activities and operations.</i> 3. <i>carry out their duties, authorities and responsibilities in good faith and with prudence.</i> 4. <i>Duties of the Board of Commissioners:</i> <i>The Board of Commissioners shall (i) oversee the management policy of the Board of Directors and (ii) oversee and provide advice to the Board of Directors in managing the Company in accordance with the purposes and objectives of the Company, the Articles of Association, prevailing laws and regulations and with due observance to the principles of Good Corporate Governance. The duties of the Board of Commissioners include among others:</i> a. <i>To provide feedback and recommendations on the Company's annual working plan submitted by the Board of Directors;</i> b. <i>To supervise the implementation of the principles of Good Corporate Governance in the Company's business activities;</i> c. <i>To supervise and advise the Board of Directors on the Company's business risks as well as management's efforts at internal control;</i> d. <i>To supervise and advise the Board of Directors on the preparation and disclosure of periodic financial statements;</i> e. <i>To consider decisions of the Board of Directors which are subject to the approval of the Board of Commissioners pursuant to the Articles of Association;</i> f. <i>To provide a report of its supervision and advisory activities in the annual report and to review and approve the annual report;</i> g. <i>To carry out nomination and remuneration function (if there is no</i>
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ARGO PANTES

tidak ada komite nominasi dan remunerasi); h. Dalam keadaan tertentu, menyelenggarakan RUPS tahunan dan luar biasa sesuai dengan Anggaran Dasar dan peraturan terkait. Dalam melaksanakan tugasnya, Dewan Komisaris tidak ikut serta dalam mengambil keputusan operasional. Keputusan Dewan Komisaris dibuat dalam kapasitas pengawasannya, sehingga keputusan atas kegiatan operasional tetap menjadi tanggung jawab Direksi. 5. Dewan Komisaris melaksanakan tugasnya dengan itikad baik, dengan penuh tanggung jawab dan dengan cara yang bijaksana untuk kepentingan Perseroan dan dengan memperhatikan kepentingan pemangku kepentingan Perseroan. 6. Kewenangan Dewan Komisaris Dalam melaksanakan tugas pengawasan dan penasihatnya, Dewan Komisaris berwenang untuk melaksanakan, antara lain: - Untuk memeriksa catatan dan dokumen lainnya serta aset Perseroan; - Meminta dan menerima informasi yang berkaitan dengan Perseroan dari Direksi; - Memberikan persetujuan atas aksi korporasi yang diajukan Perseroan yang diajukan oleh Direksi sesuai dengan Anggaran Dasar.	<i>nomination and remuneration committee);</i> <i>h. In certain situations, to convene an annual and extraordinary GMS in accordance with the Articles of Association and relevant regulations. In performing its duties, the Board of Commissioners shall not participate in making operational decisions. Decisions by the Board of Commissioners are made in its oversight capacity, and thus decisions on operational activities remain the responsibility of the Board of Directors.</i> 5. <i>The Board of Commissioners shall carry out its duties in good faith, with full responsibility and in a prudent manner in the interest of the Company and with due consideration to the interest of the stakeholders of the Company.</i> 6. <i>Authorities of the Board of Commissioners In discharging its supervision and advisory duties, the Board of Commissioners is authorized to perform, among other things the following:</i> <i>To inspect records and other documents as well as assets of the Company;</i> <i>To request and accept information relating to the Company from the Board of Directors;</i> <i>To grant approval to the Company's proposed corporate action submitted by the Board of Directors in accordance with the Articles of Association.</i>
VI. PERAN, TUGAS DAN AKUNTABILITAS DIREKSI Direksi adalah organ Perseroan yang bertugas mengurus dan mengelola Perseroan. Peran, tugas, dan tanggung jawab direksi meliputi:	VI. ROLE, DUTIES AND ACCOUNTABILITY OF THE BOARD OF DIRECTORS <i>The Board of Directors is an organ of the Company that is tasked with managing and managing the Company. The roles, duties, and responsibilities of the board of directors include:</i>

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ARGO PANTES

• Perencanaan: Merumuskan rencana pengembangan Perseroan, rencana kerja, dan anggaran tahunan • Pengelolaan risiko: Memantau dan mengevaluasi risiko yang mungkin terjadi • Kepatuhan regulasi: Memastikan kepatuhan terhadap peraturan dan regulasi yang berlaku • Pengelolaan keuangan: Menyusun laporan keuangan, memelihara pembukuan, dan mengelola kas Perseroan • Pengelolaan sumber daya: Mengurus kekayaan Perseroan, mengusahakan terlaksananya kegiatan Perseroan, dan mengelola kontrak • Pengambilan Keputusan: Menetapkan kebijakan dan strategi Perseroan • Pengawasan: Mengawasi manajemen Perseroan dan kinerja Perseroan • Pertanggungjawaban: Bertanggung jawab atas keputusan dan hasil yang dicapai Perseroan	• Planning: Formulate the Company's development plan, work plan, and annual budget • Risk management: Monitoring and evaluating possible risks • Regulatory compliance: Ensuring compliance with applicable rules and regulations • Financial management: Prepare financial statements, maintain bookkeeping, and manage the Company's cash • Resource management: Managing the Company's assets, managing the Company's activities, and managing contracts • Decision making: Establishing the Company's policies and strategies • Supervision: Supervise the Company's management and the Company's performance • Accountability: Responsible for the Company's decisions and results
VII. BOARD AUTHORITIES 1. Kewenangan Dewan Komisaris a. Kewenangan Dewan Komisaris Dalam melaksanakan tugas pengawasan dan penasihatnya, Dewan Komisaris berwenang untuk melaksanakan, antara lain: (i) Memeriksa catatan dan dokumen lainnya serta harta Perseroan; (ii) Meminta dan menerima informasi yang berkaitan dengan Perseroan dari Direksi; (iii) Memberikan persetujuan atas aksi korporasi yang diajukan Perseroan yang diajukan oleh Direksi sesuai dengan Anggaran Dasar; dan b. Menangguhkan anggota Direksi apabila bertindak bertentangan dengan Anggaran Dasar dan/atau peraturan perundang-undangan yang berlaku. Komisaris Utama bertindak sebagai	VIII. BOARD AUTHORITIES 1. Authorities of the Board of Commissioners a. Authorities of the Board of Commissioners In discharging its supervision and advisory duties, the Board of Commissioners is authorized to perform, among other things the following: (i) To inspect records and other documents as well as assets of the Company; (ii) To request and accept information relating to the Company from the Board of Directors; (iii) To grant approval to the Company's proposed corporate action submitted by the Board of Directors in accordance with the Articles of Association; and b. To suspend the members of the Board of Directors if they act contrary to the Articles of Association and/or the prevailing laws and regulations. The President Commissioner acts as the

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ARGO PANTES

juru bicara Dewan Komisaris dan menjadi kontak utama Dewan Komisaris.	<i>spokesperson for the Board of Commissioners and shall be the main contact for the Board of Commissioners.</i>
2. Kewenangan Direksi: Anggota Direksi memiliki kewenangan untuk mengurus Perseroan sesuai dengan tujuan dan kepentingan Perseroan. Kewenangan ini meliputi: - Menyusun rencana kerja, anggaran, dan rencana pengembangan Perseroan - Mengelola kekayaan Perseroan - Mengurus pembukuan dan administrasi Perseroan - Menyusun laporan keuangan - Mengelola hubungan dengan pemegang saham - Mengangkat dan memberhentikan karyawan Perseroan - Menetapkan kebijakan umum Perseroan - Mengambil keputusan penting, seperti merger, akuisisi, dan investasi besar - Merekrut dan memecat eksekutif senior - Mengatur kompensasi eksekutif senior Kewenangan direksi dibatasi oleh Undang-Undang, Anggaran dasar dan regulasi yang berlaku di negara Republik Indonesia. Syarat-syarat yang diatur dalam UU No.40 Tahun 2007 tentang Perseroan Terbatas berikut perubahannya (jika ada) dan peraturan terkait ketentuan Pasar Modal.	2. <i>Authorities of the Board of Directors:</i> <i>Members of the Board of Directors have the authority to manage the Company in accordance with the Company's goals and interests. These powers include:</i> <i>Prepare the Company's work plan, budget, and development plan</i> <i>Managing the Company's wealth</i> <i>Taking care of the Company's bookkeeping and administration</i> <i>Compile financial reports</i> <i>Managing relationships with shareholders</i> <i>Appointing and dismissing employees of the Company</i> <i>Establishing the Company's general policy</i> <i>Taking important decisions, such as mergers, acquisitions, and major investments</i> <i>Recruit and fire senior executives</i> <i>Arrange senior executive compensation</i> <i>The authority of the board of directors is limited by the Law, the Articles of Association, the provisions of the prevailing laws and regulations of the Republic of Indonesia. The requirements stipulated in Law No. 40 of 2007 concerning Limited Liability Companies and their amendments (if any) and regulations related to the provisions of the Capital Market.</i>
VIII. ATURAN PERILAKU 1. Integritas dan Non-persaingan: Komisaris dan/atau Direktur tidak boleh: memberikan atau menerima hadiah dari mitra bisnis Perseroan dan/atau dari entitas anaknya (jika ada);	VIII. RULES OF CONDUCT 1. <i>Integrity and Non-competition: a Commissioner and/or Director shall not:</i> <i>give or accept gifts from business partners of the Company and/or from its subsidiaries (if any);</i>



ARGO PANTES

2. memberikan keuntungan yang tidak dapat dibenarkan kepada pihak ketiga mana pun yang merugikan Perseroan dan/atau anak Perseroannya; 3. memanfaatkan peluang bisnis, yang menjadi hak Perseroan (dan/atau anak Perseroannya), untuk dirinya sendiri atau untuk pasangan, anak atau kerabat melalui darah atau perkawinan hingga tingkat kedua; 4. berpartisipasi dalam pengelolaan (sebagai direktur atau komisaris) pesaing Perseroan dan/atau anak Perseroannya, baik secara langsung maupun tidak langsung; 5. memegang saham di pesaing Perseroan dan/atau anak Perseroannya, kecuali jika kepemilikan saham merupakan bagian dari portofolio investasi, tingkat kepemilikan saham tidak memberikan pengaruh material atas pesaing dan kepemilikan saham telah disetujui oleh komite Dewan Komisaris. 2. Transparansi dalam semua hubungan: antara Dewan Komisaris dan Direksi beserta anggotanya, bertindak dalam suasana saling percaya dan transparan. 3. Kerahasiaan Selama masa jabatannya dan sesudahnya, anggota Dewan Komisaris atau Direksi tidak boleh menggunakan atau mengungkapkan (baik secara langsung maupun tidak langsung) informasi rahasia apa pun milik Perseroan dan/atau anak Perseroannya atau Perseroan manapun yang berkepentingan dengan Perseroan dan/atau anak Perseroannya memiliki kepentingan ("Informasi Rahasia"). 4. Anggota Direksi dan/atau Dewan Komisaris juga dilarang menyalahgunakan informasi tersebut. Informasi Rahasia mencakup dokumen dan/atau informasi strategis yang dirumuskan atau diperoleh oleh	b. <i>provide unjustified advantages to any third party to the detriment of the Company and/or its subsidiaries;</i> c. <i>take advantage of business opportunities, to which the Company (and/or its subsidiaries) is entitled, for him/herself or for his/her spouse, child or relatives by blood or marriage up to the second degree;</i> d. <i>participate in the management (as a director or commissioner) of a competitor of the Company and/or its subsidiaries, either directly or indirectly;</i> e. <i>hold shares in a competitor of the Company and/or its subsidiaries, except where the shareholding is part of a portfolio of investments, the level of shareholding does not confer material influence over the competitor and the shareholding has been approved by a committee of the Board of Commissioners.</i> 2. <i>Transparency in all contacts: between Board of Commissioner and Board of Directors and its members, shall act in an atmosphere of mutual trust and transparency.</i> 3. <i>Confidentiality During his/her tenure and afterwards, a member of the Board of Commissioners or Board of Directors shall not use or disclose (whether directly or indirectly) any confidential information belonging to Company and/or its subsidiaries or any company in which Company and/or its subsidiaries has an interest ("Confidential Information").</i> 4. <i>Member of the Board of Directors and/or Board of Commissioner is also prohibited from abusing such information. Confidential Information includes documents and/or strategic information that are formulated or acquired by the</i>
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ARGO PANTES

Perseroan, yang tidak dapat diungkapkan atau disampaikan kepada pihak eksternal, dengan pertimbangan sebagai berikut: ▪ untuk memelihara Perseroan; dan/atau keunggulan kompetitif; dan/atau ▪ untuk menghormati perjanjian atau peraturan, yang mengharuskan Perseroan untuk menjaga kerahasiaan informasi tersebut. Informasi yang termasuk dalam kategori Informasi Rahasia Perseroan adalah: (i) Laporan keuangan dan/atau transaksi material yang belum diungkapkan kepada publik; (ii) Rencana Perseroan strategis; (iii) Informasi yang terikat oleh perjanjian kerahasiaan; (iv) Produk Perseroan dan/atau anak Perseroannya yang masih dalam tahap pengembangan; (v) Keunikan teknologi; dan (vi) Informasi lain yang dianggap rahasia.	<i>Company, which may not be disclosed or submitted to external parties, with the following considerations:</i> ▪ <i>to maintain the Company's competitive advantage; and/or</i> ▪ <i>to honor agreements or regulations, which requires the Company to maintain the confidentiality of such information. Information included in the Company's Confidential Information categories are: (i) Financial statements and/or material transactions that have not been disclosed to the public; (ii) Strategic corporate plans; (iii) Information bound by confidentiality agreement; (iv) Products of the Company and/or its subsidiaries that are still in the development stage; (v) Uniqueness of technology; and (vi) Other information that is considered confidential.</i>
IX. CONFLICT OF INTEREST ▪ Seorang Direktur atau Komisaris harus menghindari menempatkan dirinya pada posisi di mana kepentingan pribadinya dapat bertentangan dengan kewajibannya kepada Perseroan. ▪ Anggota Dewan Komisaris atau Direksi harus segera melaporkan kepada Komisaris Utama dan anggota Dewan Komisaris atau Direksi lainnya setiap benturan kepentingan atau potensi benturan kepentingan dengan Perseroan dan wajib memberikan semua informasi yang relevan dalam laporan. ▪ Komisaris Utama harus memberikan informasi kepada Dewan Direksi yang berkaitan dengan konflik kepentingan. ▪ Suatu transaksi di mana komisaris/Direktur yang memiliki benturan kepentingan harus mendapatkan persetujuan Direksi,	IX. CONFLICT OF INTEREST ▪ <i>A Director or Commissioner should avoid putting him/herself into a position where his/her personal interests could conflict with his/her duty to the Company.</i> ▪ <i>Member of the Board of Commissioner or Board of Directors shall immediately report to the President Commissioner and to the other Board of Commissioners or Board of Directors members any conflict of interest or potential conflict of interest with the Company and shall provide all relevant information in the report.</i> ▪ <i>The President Commissioner shall provide the Board of Directors with such information relating to the conflict of interest.</i> ▪ <i>A transaction in which a commissioner /Director which has a conflict of interest must obtain the approval of the Board</i>

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ARGO PANTES

diselesaikan dengan persyaratan minimal lazim di sektor yang bersangkutan dan harus mematuhi peraturan yang berlaku tentang transaksi pihak afiliasi dan/atau benturan kepentingan. ▪ Anggota Direksi dan/atau Dewan Komisaris yang memiliki benturan kepentingan tidak boleh terlibat dalam proses pengambilan keputusan terkait masalah yang berkonflik. ▪ Dalam hal anggota Dewan Komisaris dan/atau Direksi memiliki saham Perseroan dan/atau saham di Perseroan lain, wajib memenuhi persyaratan pelaporan yang diatur dalam peraturan perundang-undangan yang berlaku.	<i>of Directors, be concluded on terms at least customary in the relevant sector and must comply with the applicable regulations on affiliated party and/or conflict of interest transactions.</i> ▪ <i>A member of Board of Directors and/or Board of Commissioner who has a conflict of interest should not be involved in the process of decision making related to the matter in which he/she has a conflict.</i> ▪ <i>In the event that a member of the Board of Commissioners and/or Board of Directors owns shares of the Company and/or shares in other companies, he/she must comply with reporting requirements provided under the prevailing laws and regulations.</i>
XI. KRITERIA ANGGOTA DIREKSI DAN/ATAU DEWAN KOMISARIS PERSEROAN 1. Syarat dan kualifikasi untuk dapat menjadi anggota direksi dan dewan komisaris Perseroan, antara lain: ▪ Memiliki integritas, moral, dan akhlak yang baik ▪ Mampu melakukan perbuatan hukum ▪ Memiliki komitmen untuk mematuhi peraturan perundang-undangan ▪ Tidak pernah pailit ▪ Tidak pernah terbukti melakukan tindak pidana yang merugikan keuangan negara ▪ Tidak pernah terbukti melakukan tindak pidana terkait sektor keuangan ▪ Tidak pernah terbukti menyebabkan Perseroan pailit ▪ Memiliki pengetahuan dan keahlian yang dibutuhkan Perseroan ▪ Anggota Direksi Perseroan diwajibkan berdomisili di Indonesia dan bertempat tinggal di wilayah yang memungkinkan pelaksanaan tugas sehari-hari.	XI. CRITERIA FOR MEMBERS OF THE COMPANY'S BOARD OF DIRECTORS AND/OR BOARD OF COMMISSIONERS 1. <i>Requirements and qualifications to be a member of the Company's board of directors and board of commissioners, including:</i> ▪ <i>Have integrity, morals, and good morals</i> ▪ <i>Able to perform legal acts</i> ▪ <i>Have a commitment to comply with laws and regulations</i> ▪ <i>Never went bankrupt</i> ▪ <i>Never proven to have committed a criminal act that harms the state's finance</i> ▪ <i>Never proven to have committed a criminal act related to the financial sector</i> ▪ <i>It has never been proven that the Company has gone bankrupt</i> ▪ <i>Have the knowledge and expertise needed by the Company</i> ▪ <i>Members of the Company's Board of Directors are required to be domiciled in Indonesia and reside in an area that allows the implementation of daily duties.</i>

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ARGO PANTES

2. Terdapat beberapa persyaratan khusus untuk ditetapkan sebagai anggota Dewan Komisaris Perseroan, yaitu: ▪ Bukan anggota partai politik, pengurus partai politik, anggota legislative; dan/atau tidak sedang mencalonkan diri sebagai calon anggota legislative ▪ Bukan kepala wakil kepala daerah dan/atau tidak sedang mencalonkan diri sebagai calon kepala wakil kepala daerah; dan ▪ Tidak sedang menduduki jabatan yang dilarang untuk dirangkap dengan jabatan anggota Dewan Komisaris Perseroan.	2. There are several special requirements to be appointed as a member of the Company's Board of Commissioners, namely: a. Not members of political parties, political party administrators, legislative members; and/or not running as a candidate for legislative member b. Not the head of the deputy regional head and/or not running as a candidate for the deputy head of the region; and c. Not currently occupying a position that is prohibited from concurrently serving as a member of the Company's Board of Commissioners.
XII. RAPAT DIREKSI 1. Direksi wajib menyelenggarakan Rapat Direksi secara berkala paling kurang 1 (satu) kali dalam setiap bulan. 2. Direksi menyelenggarakan rapat Direksi bersama Dewan Komisaris secara berkala paling kurang 1(satu) kali dalam 4(empat) bulan. 3. Direksi wajib menjadwalkan rapat berkala untuk tahun berikutnya sebelum berakhirnya tahun buku. 4. Bahan rapat disampaikan kepada Peserta Rapat Direksi paling lambat 5 (lima) hari sebelum rapat diselenggarakan. 5. Pengambilan keputusan Rapat Direksi dilakukan berdasarkan musyawarah mufakat dan apabila tidak tercapai mufakat maka pengambilan keputusan dilakukan berdasarkan suara terbanyak. 6. Hasil rapat wajib dituangkan dalam risalah rapat, ditandatangani oleh anggota Direksi dan disampaikan kepada seluruh Anggota Direksi. 7. Dalam hal terdapat perbedaan pendapat (<i>dissenting opinion</i>) maka wajib dicantumkan secara jelas dalam risalah rapat Direksi. 8. Setiap anggota Direksi yang hadir maupun yang tidak hadir dalam Rapat	XII. BOARD OF DIRECTORS MEETING 1. The Board of Directors is required to hold a regular Board of Directors Meeting at least 1 (one) time every month. 2. The Board of Directors shall hold periodic meetings of the Board of Directors with the Board of Commissioners at least 1 (one) time in 4 (four) months. 3. The Board of Directors is obliged to schedule periodic meetings for the following year before the end of the financial year. 4. The meeting materials are submitted to the Participants of the Board of Directors Meeting no later than 5 (five) days before the meeting is held. 5. Decision-making at the Board of Directors Meeting is carried out based on consensus deliberation and if consensus is not reached, decision-making is made based on the majority vote. 6. The results of the meeting must be stated in the minutes of the meeting, signed by the members of the Board of Directors and submitted to all Members of the Board of Directors. 7. In the event that there is a dissenting opinion, it must be clearly stated in the minutes of the Board of Directors meeting. 8. Every member of the Board of Directors who is present or absent from the Meeting

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ARGO PANTES

Direksi berhak menerima salinan risalah Rapat Direksi.	<i>of Directors is entitled to receive a copy of the minutes of the Meeting of Directors.</i>
XIII. RAPAT DEWAN KOMISARIS	XIII. BOARD OF COMMISSIONERS MEETING
1. Dewan Komisaris wajib melaksanakan Rapat Dewan Komisaris sedikitnya 1 (satu) kali dalam 2 (dua) bulan atau setiap saat apabila dipandang perlu. 2. Rapat Dewan Komisaris dapat diadakan di Tempat Kedudukan Perseroan atau dimanapun saja asalkan dalam Wilayah Negara Republik Indonesia. 3. Apabila semua anggota Dewan Komisaris hadir atau diwakili, Rapat Dewan Komisaris dapat diadakan dimanapun juga dan berhak mengambil keputusan yang sah dan mengikat. 4. Rapat Dewan Komisaris dipimpin oleh Komisaris Utama. 5. Dalam hal Komisaris Utama berhalangan, Rapat Dewan Komisaris dipimpin oleh salah satu anggota Dewan Komisaris lainnya yang ditunjuk oleh anggota Dewan Komisaris yang hadir dalam Rapat. 6. Rapat Dewan Komisaris adalah sah jika dihadiri oleh mayoritas dari seluruh anggota Dewan Komisaris. 7. Dewan Komisaris wajib melakukan rapat bersama Direksi Perseroan ("Rapat Bersama") sedikitnya 1 (satu) kali dalam 4 (empat) bulan. 8. Kehadiran anggota Dewan Komisaris dalam Rapat Dewan Komisaris sebagaimana dimaksud dalam angka 1 dan angka 5 di atas wajib diungkapkan dalam Laporan Tahunan Perseroan. 9. Pada Rapat Dewan Komisaris yang telah dijadwalkan sebagaimana dimaksud dalam angka 1 dan angka 5	1. <i>The Board of Commissioners is obliged to hold a Board of Commissioners Meeting at least 1 (one) time in 2 (two) months or at any time if deemed necessary.</i> 2. <i>The Board of Commissioners Meeting may be held at the Company's Registered Office or anywhere as long as it is within the Territory of the Republic of Indonesia.</i> 3. <i>When all members of the Board of Commissioners are present or represented, the Meeting of the Board of Commissioners may be held at any time and shall have the right to take a valid and binding decision.</i> 4. <i>The Board of Commissioners meeting shall be chaired by the President Commissioner.</i> 5. <i>In the event that the President Commissioner is absent, the Meeting of the Board of Commissioners shall be chaired by one of the other members of the Board of Commissioners appointed by the members of the Board of Commissioners who are present at the Meeting.</i> 6. <i>A meeting of the Board of Commissioners is valid if attended by a majority of all members of the Board of Commissioners.</i> 7. <i>The Board of Commissioners is required to hold a meeting with the Board of Directors of the Company ("Joint Meeting") at least 1 (one) time in 4 (four) months.</i> 8. <i>The presence of members of the Board of Commissioners in the Meeting of the Board of Commissioners as referred to in numbers 1 and 5 above must be disclosed in the Company's Annual Report.</i> 9. <i>At the Board of Commissioners Meeting that has been scheduled as referred to in numbers 1 and 5 above, the Board of</i>

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ARGO PANTES

diatas, bahan Rapat Dewan Komisaris disampaikan kepada peserta paling lambat 5 (lima) hari kerja sebelum Rapat Dewan Komisaris diselenggarakan. 10. Dalam hal terdapat Rapat Dewan Komisaris yang diselenggarakan diluar jadwal yang telah disusun sebagaimana dimaksud pada angka 1 dan angka 5 diatas, bahan Rapat Dewan Komisaris disampaikan kepada peserta rapat paling lambat sebelum Rapat Dewan Komisaris diselenggarakan. 11. Pengambilan keputusan Rapat Dewan Komisaris dan Rapat Bersama dilakukan secara musyawarah untuk mufakat. Dalam hal musyawarah untuk mufakat tidak tercapai, pengambilan keputusan dilakukan melalui mekanisme pengambilan suara dan keputusan sah apabila disetujui oleh suara terbanyak. 12. Hasil Rapat Dewan Komisaris wajib dituangkan dalam suatu risalah rapat ("Risalah Rapat"), ditandatangani oleh seluruh anggota Dewan Komisaris yang hadir dan disampaikan kepada seluruh anggota Dewan Komisaris; sedangkan hasil Rapat Bersama wajib dituangkan dalam Risalah Rapat Bersama, yang ditandatangani oleh seluruh anggota Dewan Komisaris dan Direksi Perseroan yang hadir dan disampaikan kepada seluruh anggota Dewan Komisaris dan Direksi Perseroan. 13. Dalam hal terdapat anggota Dewan Komisaris dan/atau anggota Direksi Perseroan yang tidak menandatangani hasil Rapat sebagaimana dimaksud dalam angka 9 di atas, yang bersangkutan wajib menyebutkan alasannya secara tertulis dalam surat tersendiri yang dilekatkan pada Risalah Rapat. 14. Dewan Komisaris Wajib menjadwalkan Rapat Dewan Komisaris serta Rapat	<i>Commissioners Meeting materials are submitted to the participants no later than 5 (five) working days before the Board of Commissioners Meeting is held.</i> 10. <i>In the event that there is a Board of Commissioners Meeting held outside the schedule that has been arranged as referred to in numbers 1 and 5 above, the materials of the Board of Commissioners Meeting shall be submitted to the meeting participants no later than before the Board of Commissioners Meeting is held.</i> 11. <i>Decision-making of the Board of Commissioners Meeting and Joint Meeting is carried out by deliberation for consensus. In the event that the deliberation for consensus is not reached, decision-making is carried out through the voting mechanism and a valid decision if it is approved by the majority vote.</i> 12. <i>The results of the Board of Commissioners Meeting must be stated in a meeting minutes ("Meeting Minutes"), signed by all members of the Board of Commissioners present and submitted to all members of the Board of Commissioners; while the results of the Joint Meeting must be stated in the Minutes of the Joint Meeting, which is signed by all members of the Board of Commissioners and the Board of Directors of the Company who are present and submitted to all members of the Board of Commissioners and the Board of Directors of the Company.</i> 13. <i>In the event that there are members of the Board of Commissioners and/or members of the Board of Directors of the Company who do not sign the results of the Meeting as referred to in number 9 above, the person concerned is obliged to state the reason in writing in a separate letter attached to the Minutes of the Meeting.</i> 14. <i>The Board of Commissioners is obliged to schedule the Board of Commissioners Meeting and the Joint Meeting for the</i>
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ARGO PANTES

Bersama untuk tahun berikutnya sebelum berakhirnya tahun buku.	<i>following year before the end of the financial year.</i>
XIV. PELAPORAN DAN PERTANGGUNGJAWABAN	XIV. REPORTING AND ACCOUNTABILITY
1. Direksi Perseroan dan Dewan Komisaris Perseroan wajib membuat laporan pertanggungjawaban atas pelaksanaan tugas, wewenang dan tanggung jawabnya terkait kinerja Perseroan yang dimuat dalam Laporan Tahunan dan dipertanggungjawabkan dalam RUPS Tahunan. 2. Dewan Komisaris wajib memeriksa dan mempublikasikan Laporan Tahunan yang dibuat Direksi Perseroan kepada pihak terkait, serta memastikan bahwa Perseroan selalu mentaati segala peraturan yang berlaku. 3. Dewan Komisaris wajib mengevaluasi rencana kerja tahunan Perseroan yang disusun oleh Direksi Perseroan sebelum tahun buku berjalan berakhir. 4. Setiap Anggota Dewan Komisaris dan/atau Direksi Perseroan bertanggung jawab secara tanggung renteng atas kerugian Perseroan yang disebabkan oleh kesalahan atau kelalaian anggota Dewan Komisaris dan/atau Direksi dalam menjalankan tugasnya. 5. Anggota Dewan Komisaris dan/atau Direksi Perseroan tidak dapat dipertanggungjawabkan atas kerugian Perseroan, sebagaimana dimaksud pada angka 4 di atas apabila dapat membuktikan bahwa: 1) Kerugian tersebut bukan karena kesalahan atau kelalaiannya. 2) Telah melakukan pengawasan dengan itikad baik, penuh tanggung jawab, dan kehati-hatian untuk kepentingan dan sesuai dengan maksud dan tujuan Perseroan. 3) Tidak mempunyai benturan kepentingan baik langsung maupun tidak langsung atas tindakan	1. <i>The Company's Board of Directors and the Company's Board of Commissioners are required to make an accountability report for the implementation of their duties, authorities and responsibilities related to the Company's performance contained in the Annual Report and accounted for in the Annual GMS.</i> 2. <i>The Board of Commissioners is obliged to examine and publish the Annual Report made by the Company's Board of Directors to related parties, as well as ensure that the Company always complies with all applicable regulations.</i> 3. <i>The Board of Commissioners is obliged to evaluate the Company's annual work plan prepared by the Company's Board of Directors before the end of the current financial year.</i> 4. <i>Each Member of the Board of Commissioners and/or the Board of Directors of the Company shall be jointly and severally liable for the Company's losses caused by the mistakes or negligence of the members of the Board of Commissioners and/or the Board of Directors in carrying out their duties.</i> 5. <i>Members of the Board of Commissioners and/or the Board of Directors of the Company cannot be held liable for the Company's losses, as referred to in number 4 above if they can prove that:</i> 1) <i>The loss is not due to his fault or negligence.</i> 2) <i>Has carried out supervision in good faith, full of responsibility, and prudence for the benefit and in accordance with the Company's intentions and objectives.</i> 3) <i>There is no conflict of interest, either directly or indirectly, over management actions that result in losses.</i>



ARGO PANTES

pengurusan yang mengakibatkan kerugian. 4) Telah mengambil tindakan untuk mencegah berlanjutnya kerugian tersebut.	4) <i>It has taken measures to prevent the continuation of these losses.</i>
XV. STANDAR ETIKA KERJA 1. Standar Etika Kerja Sebagai suatu kebijakan Perseroan wajib untuk dilaksanakan setiap anggota Dewan Komisaris dan/atau Direksi dengan berperilaku dengan standar etika tertinggi. 2. Semua Komisaris diharapkan berperilaku secara etis dan profesional setiap saat dan dengan demikian melindungi dan mempromosikan reputasi dan kinerja Perusahaan. 3. Diharapkan bahwa Komisaris, Direktur serta setiap pejabat dan karyawan Perusahaan bertindak secara etis setiap saat dan untuk memahami kepatuhan mereka terhadap etika, norma, standard hukum dan moral yang berlaku dalam masyarakat. 4. Dewan Komisaris dan Direksi Perseroan bertanggung jawab untuk memantau kepatuhan terhadap Kode Etik Bisnis dan memastikan setiap insan dalam Perseroan (anggota Direksi, Dewan Komisaris, Karyawan/Pekerja Perseroan) untuk: (i) Bertindak jujur dan adil dalam semua urusan bisnis mereka; (ii) Mencegah penyuapan oleh orang-orang yang terkait dengan Perusahaan, untuk menumbuhkan budaya di mana penyuapan tidak pernah dapat diterima dan berkomitmen untuk tidak mentoleransi penyuapan; (iii) Mematuhi hukum dan menghormati komunitas lokal di mana pun Perusahaan beroperasi; (iv) Akurat, rajin, dan profesional dalam semua kegiatan; dan (v) Bekerja bersama untuk mempromosikan tempat kerja yang aman, beretika, dan profesional.	XV. WORK ETHICS STANDARDS 1. <i>Work Ethics Standards As a policy of the Company, it is mandatory for every member of the Board of Commissioners and/or the Board of Directors to behave with the highest ethical standards.</i> 2. <i>All Commissioners are expected to always behave ethically and professionally and thus protect and promote the reputation and performance of the Company.</i> 3. <i>It is expected that the Commissioners, Directors as well as any officer and employee of the Company act ethically at all times and to understand their compliance with the ethics, norms, legal and moral standards applicable in society.</i> 4. <i>The Board of Commissioners and the Board of Directors of the Company are responsible for monitoring compliance with the Code of Business Ethics and ensuring that every person in the Company (members of the Board of Directors, Board of Commissioners, Employees/Employees of the Company) to: (i) Act honestly and fairly in all their business affairs; (ii) Prevent bribery by persons associated with the Company, to foster a culture where bribery is never acceptable and commit to not tolerating bribery; (iii) Comply with the law and respect the local communities in which the Company operates; (iv) Accurate, diligent, and professional in all activities; and (v) Working together to promote a safe, ethical, and professional workplace.</i>
Pedoman dalam Piagam BOD-BOC ini beserta dengan seluruh perubahannya efektif	<i>The guidelines in this the Board of Directors of the Board of Commissioners Charter and all their amendments are effective at the time of</i>



ARGO PANTES

berlaku pada saat diumumkan yang diikuti dengan persetujuan dari Dewan Komisaris.	<i>announcement followed by the approval of the Board of Commissioners.</i>
Dalam hal terdapat perubahan dan/atau perbedaan ketentuan yang tercantum pada Pedoman Kerja Direksi dan Dewan Komisaris ini maka akan berlaku ketentuan sebagaimana diatur dalam Anggaran Dasar Perseroan, peraturan OJK dan/atau peraturan di bidang pasar modal.	<i>In the event that there are changes and/or differences in the provisions listed in the Work Guidelines of the Board of Directors and the Board of Commissioners, the provisions as stipulated in the Company's Articles of Association, OJK regulations and/or regulations in the field of capital market will apply.</i>
Demikian Piagam BOD-BOC ini dibuat untuk dapat dilaksanakan dengan sebaik- baiknya dengan itikad baik dan dapat dievaluasi untuk dapat disesuaikan dengan peraturan perundangan yang berlaku dan sesuai dengan kebutuhan Perseroan.	<i>Therefore, this BOD-BOC Charter is made to be implemented as well as possible in good faith and can be evaluated to be adjusted to applicable laws and regulations and in accordance with the Company's needs.</i>

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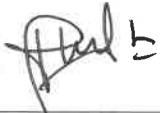
Jakarta, 23 Desember 2024
Mengetahui dan Menyetujui/Acknowledge and approved by,

Dewan Komisaris/The Board of Commissioner,

Direksi/The Board of Directors,



By _____
Name : **The Nicholas**
Title : President Commissioner



By _____
Name : **Surjanto Purnadi**
Title : President Director



By _____
Name : **Leo Yulianto Sutedia**
Title : Commissioner



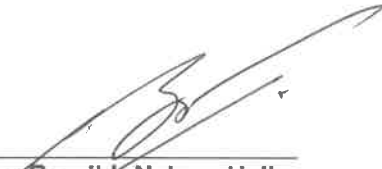
By _____
Name : **Djoenaedy Widjaja**
Title : Director



By _____
Name : **Ricardo Maria Pandey**
Title : Independent Commissioner



By _____
Name : **Widarsono**
Title : Director



By _____
Name : **Bergibb Nelson Halim**
Title : Independent Commissioner



By _____
Name : **Jantini**
Title : Commissioner

