

**CHARTER OF THE
AUDIT COMMITTEE
PT DUTA INTIDAYA, TBK**

CHARTER OF THE AUDIT COMMITTEE
(THE AUDIT COMMITTEE CHARTER)

- A. PT Duta Intidaya, Tbk (the **Company**) as a public company listed at the Indonesian Stock Exchange (**BEI**) shall comply with the prevailing laws and regulations in the capital market sector, as well as provisions under the prevailing Law No. 40 of 2007 regarding Limited Liability Companies.
- B. With respect to the above, in accordance with the Financial Services Authority Regulation No. 55/POJK.04/2015 regarding Formation and Guidance of the Work Implementation of the Audit Committee, the Audit Committee shall form a charter stipulating the work ethics of the Audit Committee.
- C. The Audit Committee Charter is a formal document containing statements about the existence and commitment of the management in relation to the functions of the Audit Committee in an organization or legal entity. The Audit Committee Charter of the Company shall become the basis for the existence and implementation of the supervisory duties of the Audit Committee so that it is known by the employees and other related parties, in order to reach a mutual understanding and proper cooperation in realizing the vision and purpose of the Company.
- D. The Audit Committee Charter shall bind each member of the Audit Committee and shall form an integral part of the Company's good corporate governance.

1. **AUDIT COMMITTEE**

The Audit Committee is a committee whose tasks include, among others, reviewing the financial information to be announced by the public company to the public and/or the authority, reviewing the compliance of the public company under the prevailing laws, recommending the appointment of a public accountant to the Board of Commissioners and reviewing the internal auditor's reports.

The task of the Audit Committee of the Company shall be carried out in accordance with the principles of good corporate governance, which include transparency, independence, accountability, responsibility and fairness, and complying with the laws and regulations.

2. **VISION**

The vision of the Audit Committee is to be an audit committee that is professional, objective, independent and a dependable partner for the supervisors of the Company, as well being perceptive in its attempt to support the Board of Directors and Board of Commissioners in reaching their goals.

3. **STRUCTURE AND COMPOSITION**

The structure and standing of the Audit Committee is as follows:

- (a) The Audit Committee shall consist of at least 3 (three) members, consisting of the Independent Commissioner and other parties outside of the Company.
- (b) The Independent Commissioner shall chair the Audit Committee.
- (c) The Audit Committee shall be responsible to the Board of Commissioners.

4. **TERM OF OFFICE**

The term of office of the Audit Committee shall not be longer than the term of office of

the Board of Commissioners and the Audit Committee may be re-appointed for only one additional term of office.

5. **DUTIES AND RESPONSIBILITIES**

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

- (a) to conduct an examination of the financial information published by the Company to the public and/or authority, e.g. financial report, projection and other relevant reporting regarding financial information of the Company;
- (b) to examine the compliance of the regulations related to the activities of the Company;
- (c) to provide an independent opinion in the event where there is any dissenting opinion between the management and the accountant relating to the provided services;
- (d) to provide a recommendation to the Board of Commissioners on the appointment of an accountant based on independency, scope of work and fees;
- (e) to examine the internal auditor's findings and supervise further activities taken by the Board of Directors based on the findings of the internal auditor;
- (f) to examine the risk management function implemented by the Board of Directors, if the Company has no risk supervisor under the Board of Commissioners;
- (g) to examine any reports relating to the accounting and financial reporting process of the Company;
- (h) to examine and provide advisory services to the Board of Commissioners relating to any conflict of interest of the Company; and
- (i) to maintain confidentiality of any information regarding the Company.

6. **AUTHORITIES**

The authorities of the Audit Committee of the Company are as follows:

- (a) to have access to all relevant information, documents and notes of the Company regarding the employees, funds, assets and relevant resources of the Company in relation to its duties and functions;
- (b) to conduct direct communication with the employees, Board of Directors, and other parties performing the internal audit function, risk management and accounting related to the duties and responsibilities of the Audit Committee;
- (c) to engage any independent party outside the Audit Committee required to support the performance of duties (as necessary); and
- (d) to perform other authorities designated by the Board of Commissioners.

7. **WORK PROCEDURE AND GUIDANCE**

- (a) To examine the financial information being published by the Company to the public and/or other authorities, the Audit Committee shall convene a meeting with the Board of Directors and/or the accountant in order to discuss such

financial reporting.

- (b) To examine the policy, risk management and compliance of the Company with the prevailing laws and regulations relevant to the Company, the Audit Committee shall convene a meeting with the managers of the Company and to arrange visit to the relevant facilities of the Company.
- (c) To examine the findings of the Internal Auditor, the Audit Committee shall convene a meeting with the Internal Auditor to discuss the findings.
- (d) The Audit Committee may also at any time arrange meetings with the Board of Commissioners to submit information and/or findings received by the Audit Committee.

8. **MEETINGS POLICY**

- (a) The Audit Committee shall hold regular meeting at least once in every 3 (three) months.
- (b) The Audit Committee meeting can only be held if attended by more than ½ of the total members of the Audit Committee.
- (c) The decision of the Audit Committee meeting shall be made based on consensus.
- (d) Each meeting of the Audit Committee shall be reflected under minutes of meeting, including any dissenting opinions, which is signed by all members attending the meeting. This minutes of meeting shall be reported to the Board of Commissioners.

9. **REQUIREMENTS**

Each member of the Audit Committee shall fulfil the following requirements:

- (a) exhibit high integrity, capacity, knowledge and experience related to its duties;
- (b) have the skills to effectively interact and communicate, whether orally or in writing;
- (c) understand the financial report, the company's business, particularly related to the services and business activities of the Company, audit process, risk management and other capital markets laws and regulations;
- (d) comply with the code of conduct of the Audit Committee set by the Company;
- (e) be willing to develop his or her competence through continuing education and training;
- (f) shall not be an employee of a public accounting office, law firm, public appraiser office or other parties providing assurance or non-assurance services, appraisal and other consultation services to the Company within the last six months;
- (g) has not worked or has not been in charge or had responsibility for planning, leading, controlling, supervising the activity of the Company for the last six months, except for the Independent Commissioner;
- (h) does not own any direct or indirect ownership at the Company;
- (i) in the event where a member of the committee holds shares in the Company as a result of a legal occurrence, such shares shall be transferred to another party

within six months;

- (j) does not have any affiliation with the Company, members of the Board of Directors or the Board of Commissioners of the Company, or the primary shareholders of the Company;
- (k) does not have any direct or indirect business relation with the Company; and
- (l) at least 1 (one) person of the committee shall have an accounting or finance background or expertise.

10. REPORTING SYSTEM

- (a) The Audit Committee shall draft a report of any of its designated activities and provide such report to the Board of Commissioners.
- (b) The Audit Committee shall draft an annual report of the activities of the Audit Committee and such report shall be included in the Annual Report of the Company.
- (c) The Audit Committee shall report to the Financial Services Authority (*Otoritas Jasa Keuangan*) on any appointment or termination of the member of the Audit Committee within 2 (two) days after such appointment or termination. Such information shall also be published in the website of the Company.

11. FILING AND REPORTING OF ANY BREACH TO THE FINANCIAL REPORTS

In performing its duties and responsibilities, the Audit Committee shall report to the Board of Commissioners with regard to any breach of the financial reports of the Company. The Audit Committee is also entitled to discuss such reports with the Board of Directors.

Therefore, the Board of Directors under the approval of the Board of Commissioners of the Company establishes the Audit Committee Charter as a reference for the implementation of duties by the Audit Committee and instructs all of the members of the Audit Committee and the employees to cooperate with the Audit Committee in order to realize the points contained in this Charter of the Audit Committee. This Audit Committee Charter shall become effective upon its execution.