

# Meetings of the Board of Commissioners and Board of Directors

## BOARD OF COMMISSIONERS MEETING

BoC meeting is divided into a joint meeting of the Board of Directors and Board of Commissioners, Board of Commissioners internal meetings and board meetings with the Committees under the Board of Commissioners. A joint meeting of the Boards of Directors took place on an ongoing basis. This joint meeting of the initiative may come from the Board of Commissioners and Board of Directors. Through this joint meeting, obtained a unified view and alignment of actions between BOC as the organ in charge of monitoring and advisory, with the Board of Directors as the executor of the daily operations of the Company.

### Meeting Ethics

1. Meetings of the Board of Commissioners shall be held periodically at least 1 (one) time in 1 (one) month.
2. The joint meeting of Directors shall be held periodically at least 1 (one) time in 4 (four) months; Meetings may be held at any time at the request of one (1) or more members of the BOC or at the request of the Board of Directors, stating the matters to be discussed.
3. A Conference call should be made by the Commissioner. If the Commissioner is absent or does not exist, which does not need to prove to a third party then call board meetings conducted by the Deputy Commissioner and when Deputy Commissioner does not exist or is absent or unavailable, which does not need to prove to a third party, then call meetings can be done by a member of the Board of Commissioners.
4. Calls Meeting by the Board of Commissioners, Directors (Radirkom) must be in writing and delivered or delivered personally to each member of the Board of Commissioners with a receipt that is adequate, or electronic mail (e-mail) no later than five (5) days before the meeting is held, with excluding the date of the call and the meeting date, or within a shorter period if in an emergency.
5. Calls Board Meeting (Board of Commissioner) be in writing, and delivered physically or through electronic media.
6. Conference call as mentioned above is not required for meetings that have been scheduled by decision in a meeting held earlier.
7. Guidelines for the implementation of the meeting is set as follows:
  - a. In terms of board meetings to invite the Board of Directors, the Secretary of the Board of Commissioners to coordinate with the Secretariat Division of the Company.
  - b. Meetings are held at the domicile of the Company or any other place within the territory of the Republic of Indonesia or in the Company's business activities.
  - c. The agenda and meeting schedule are the responsibility of the Secretary of the Board of Commissioners to consider input from the Board of Commissioners.
  - d. Secretary to the Board of Commissioners is responsible for helping, organizing and preparing meetings, prepare and distribute meeting agendas and materials discussion.
  - e. In terms of board meetings to invite the Board of Directors / Director, Secretary to the Board of Commissioners to coordinate with the Secretariat Division of the Company.
  - f. BOC meeting materials that invite the Board of Directors / Director, must be given to the Board no later than three (3) working days before the meeting takes place, so that the BOC has the opportunity to review the information and / or to request additional information prior to the meeting.
8. The Meeting is valid and may take binding decisions if attended or represented by more than  $\Omega$  (half) the number of members of the Board of Commissioners.

### Decision-making

1. Board Meeting decision should be taken based on consultation and consensus. If the decision is based on no agreement is reached, the decision should be taken by ballot by the affirmative vote of more than 1/2 (one half) of the total valid votes issued at the meeting in question.

## Meetings of the Board of Commissioners and Board of Directors

### BOARD OF DIRECTORS MEETING

#### Board of Directors Meeting Policy

The Policy of the Board of Directors Meeting is stipulated in the Articles of Association of BRI Article 13 as follows:

Ethics	<ol style="list-style-type: none"> <li>1. Board of Directors shall hold regular Board of Directors' Meeting at least once a month.</li> <li>2. Board of Directors shall hold regular Board of Directors' Meeting with the Board of Commissioners at least once in 4 (four) months.</li> <li>3. The Board of Directors shall schedule a meeting for the following year before the end of the fiscal year with agendas adjusted to the Management Calendar. The scheduling shall be determined by the Board of Directors' Meeting.</li> <li>4. At the scheduled meeting, the materials of the meeting shall be submitted to the participants no later than 5 (five) days prior to the meeting. In addition to the scheduled meetings, the meeting material shall be submitted no later than the meeting.</li> <li>5. In addition to the scheduled Board of Directors' Meeting, the Board of Directors Meeting may be held at any time if:               <ol style="list-style-type: none"> <li>a. it is deemed necessary by 1 (one) or more members of the Board of Directors or</li> <li>b. upon written request of 1 (one) or more members of the Board of Commissioners.</li> </ol> </li> <li>6. Board of Directors' Meetings shall be deemed valid if held at the place of domicile of the Company or at the place of its principal business activities within the territory of the Republic of Indonesia. Board of Directors' Meetings held elsewhere other than those referred to in point (6) shall only be deemed valid and capable of making decisions if exercised within the territory of the Republic of Indonesia and attended by all members of the Board of Directors or their authorized representative.</li> </ol>
Meeting Invitation	<ol style="list-style-type: none"> <li>1. The invitation of the Board of Directors' Meeting shall be conducted by a member of the Board of Directors entitled to represent the Company.</li> <li>2. Notification of the Board of Directors' Meeting shall be made in writing and delivered or submitted directly to each member of the Board of Directors with adequate receipt, or by registered mail or courier service or by telex, facsimile, or e-mail.</li> <li>3. The invitation of the Meeting shall be submitted at least 5 (five) days before the meeting, regardless of the date of the notification and the date of the meeting, or for a shorter period if urgent</li> <li>4. Such notifications are not required for scheduled meetings based on prior Board of Directors' resolutions or when all members of the Board of Directors are present at the meeting.</li> <li>5. Written invitation for the meeting must include the event, date, time, and place of the meeting.</li> <li>6. The President Director chaired the Directors' Meetings.</li> <li>7. If the President Director is absent or unable to attend, in a matter that does not need to be proven to a third party, the meeting shall be chaired by the Vice President Director. In the event that the Vice President Director is unable to attend or absent, in a matter that does not need to be proven to a third party, the Board of Directors' Meeting shall be chaired by an appointed member of the Board of Directors who attended the meeting.</li> </ol>