

PT ANTAM (Persero) Tbk

AUDIT COMMITTEE CHARTER



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Chapter I Introduction

1.1 Background

Company Limited By Share (Persero) PT Aneka Tambang Tbk, abbreviated as PT ANTAM (Persero) Tbk, -hereinafter referred to as ANTAM-, as a Company listed on many Stock Exchanges (*multi-listing*), such as, on the Indonesia Stock Exchange (ISX) and the Australian Securities Exchange (ASX) has the obligation to comply with the provisions of statutory regulations in capital market sector on which ANTAM's shares are listed, and shall comply with the statutory regulations relating to the Company's operation.

As a State-Owned Enterprise (SOE), ANTAM is committed to implementing the Good Corporate Governance (GCG) consistently in order that the Company operational activities are conducted based on the Transparency, Accountability, Responsibility, Independency and Fairness principles, inspired by the Company's Values and Ethics.

In order to encourage that the Company is managed in accordance with the GCG principle that is implemented consistently as provided for in Law No. 19 Year 2003 regarding State-Owned Enterprises and Law No. 40 Year 2007 regarding Limited Liability Companies and the Financial Service Authority (FSA) Number 55/POJK.04/2015, the Board of Commissioners established an Audit Committee, that works professionally, independently and on a collective basis to assist the Board of Commissioners in performing the supervisory and advisory duties. The Audit Committee has main function to supervisor and ensure that the functions related to the audit scope and Company's internal control.

1.2 Vision and Mission

Vision

To be a Committee that has high competence in assisting the Board of Commissioners in performing the duties of overseeing and providing advices to the Board of Commissioners relating to internal control and audit of the Company.

Mission

To assist the Board of Commissioners in performing the supervisory and advisory duties and functions in implementation of internal control and audit of the Company to ensure the company is managed healthily and consistently in accordance with the GCG principles inspired by the Company's values and ethics.

1.3 Purpose and Objectives

This Audit Committee Charter is compiled as a guideline to allow the Audit Committee performs their duties and responsibilities efficiently, effectively, transparently, competently, independently, and accountably and in accordance with the prevailing statutory regulations.

Chapter II

Establishment, Organization and Term of Office

2.1 Establishment

The Audit Committee was appointed by Board of Commissioners and responsible to the Board of Commissioners and confirmed by Decree of the Board of Commissioners.

2.2 Organization

2.2.1 Structure of Membership

- a. Members of the Audit Committee consist of at least 2 (two) members of the Board of Commissioners, one of which must be an Independent Commissioner and at least 2 (two) expert members who are not key employees in ANTAM in 6 (six) recent months;
- b. The member of the Audit Committee who is Independent Commissioner shall act as the Chairman of Audit Committee. In the event there are more than one of Independent Commissioner become the Committee members, then one of them shall act as the Vice Chairman of Audit Committee;
- c. A member of the Audit Committee who is Member of the Board of Commissioners but not an Independent Commissioner shall act as Vice Chairman of the Committee;
- d. Audit Committee members who are not members of the Board of Commissioners may not act also as members of other Committees within ANTAM in the same period.

2.2.2 Membership

- a. The Chairman and members of the Audit Committee shall be appointed and dismissed by the Board of Commissioners;
- b. If member of the Board of Commissioners who serves as the Audit Committee Chairman ceases to be a member of the Board of Commissioners, then, the Audit Committee Chairman shall be replaced by another member of the Board of Commissioners within not later than 30 (thirty) days;
- c. Appointment and dismissal of the Audit Committee Chairman and members of the Audit Committee shall be reported to a General Meeting of Shareholders;
- d. The Audit Committee Chairman is entitled to propose replacement of a member of the Audit Committee who is not members of the Board of Commissioners to the Board of Commissioners, if such a member of the Committee has his/her office term expires, resigns, or incompetent to perform duties.

2.2.3 Membership Requirements

a. Special Requirements

1. Have integrity, dedication, ability, education, independence, knowledge, and experience to perform the supervisory duties and functions of audit process, analyze financial statements, and communicate in writing the results of their performance of duties and functions to the Board of Commissioners in accordance with the applicable procedures;
2. Have adequate knowledge to read and understand the financial statements,

- company's business, particularly that related to the duties and supervisory function of audit process and risk management and communicate the result in writing to the Board of Commissioners;
3. Have adequate knowledge of Article of association of the Company, regulations that related to operational of the Company, regulations in capital market sector and statutory regulations relating to audit;
 4. Able to quickly learn the Company's activities so that able to obtain adequate knowledge of the Company's business field and its relation to the audit;
 5. At least one of members of the Audit Committee must have educational background or expertise in the field of accounting or finance.

b. General Requirements

1. Member of the Audit Committee who are or who are not member of the Board of Commissioners shall have neither blood familial relationship up to 3rd degree, both in vertical line and in horizontal line nor relationship that result from marriage with another member of the Board of Commissioners or with a member of the Board of Directors;
2. Having no shares, either directly or indirectly, in ANTAM and other companies that may pose any conflict of interest. In the event a member of the Committee acquires share(s) as a result of a legal event then, those share(s) must be transfer it to another party within not later than 6 (six) months as of acquiring such share(s), (in accordance with the FSA's regulation number 55/POJK.04.2015 article 7 item i);
3. Member of the Audit Committee who are or who are not member of the Board of Commissioners Shall not occupy other positions in the same time as management of political parties and/or legislative candidate/member and/or candidate regional head/vice head, and other positions as provided for in the statutory regulations, that may pose any conflict of interest;
4. Member of the Audit Committee who are or who are not member of the Board of Commissioners shall not occupy other position in the same time as:
 - a) member of the Board of Commissioner in State Owned Enterprise/other company;
 - b) Secretary/staff of Secretary to the Board of Commissioners in State Owned Enterprise/other company;
 - c) member of others committee in company; and/or
 - d) member of committee in in State Owned Enterprise/other company.
5. Shall have no business relationship, both directly or indirectly, related to ANTAM business activities that may pose any conflict of interest;
6. Not a key employee, namely, a person having authority and responsibility for planning, leading, or controlling ANTAM activities in 6 (six) months before being appointed by the Board of Commissioners;
7. Shall have no personal interest, directly or indirectly, with material information of the Company;

8. Not a person in a Public Accountant Firm, Legal Consultant Office, or other parties who provide audit service, non-audit service and/or other consulting services to ANTAM within 6 (six) months before being appointed by the Board of Commissioners;
9. Have no objection and undertake to make and sign a written statement relating to the independence requirements as specified above;
10. Able to work and communicate well and polite and provide sufficient time to carry out their duties properly and give a value added;
11. Obligated to adhere to the code of conduct for Committee which established by the Company;
12. Willing continuously improving his/her competency through education and training.

2.2.4 Term of Office

- a. Office term of members of the Board of Commissioners who are also members of the Audit Committee shall be the same as office terms of their appointment to be members of the Board of Commissioners as determined by the General Meeting of Shareholders;
- b. Office term of the Audit Committee members who are not originating from members of the Board of Commissioners no longer than term of the Board of Commissioners as stated on article association of the company and able to be extended for only one next period with the rights of The Board of Commissioners may dismiss at any time;

2.2.5 Evaluation

Evaluation on performance of the Committee members, both individually and collectively, shall be conducted on annual basis by means of self-assessment using the evaluation method in a system as established in the Decree of the Board of Commissioners, as consideration for extension of service term of the Audit Committee members for the next year by using the following indicators:

a. General Indicator

1. Presence at the Committee meetings.
2. Mastery with the materials to be discussed.
3. Willingness to dedicate the time and efforts in fulfilling his/her duties and responsibilities as a Committee member.
4. Willingness to participate in activities outside of the office, such as visits to the business units.
5. Quality and advices given at the meetings.
6. Ability to apply their knowledge and experience in order to enhance effectiveness of the Committee.
7. Effectively analyzes and asks things necessary in order to ensure any information he/she receives.

8. Effectively and proactively follows up the areas of concern and that require attention.
9. Effectively able to cooperate with coworkers in the Committee in which he/she is a Committee member, with others supporting member the Board of Commissioners, and with the partners that directly or not directly relate to the Committee in which he/she is a member.
10. Ability to behave to encourage the creation of mutual trust and respect among members of the Committee.
11. Ability to actively conduct continuous learning to improve knowledge and ability, and to keep abreast of industrial and market development that is relevant to ANTAM.
12. Ability to communicate with fellow members of the Committee within area of the Board of Commissioners.
13. Knowledge and understanding of the Vision, Mission and Strategic Plan of ANTAM as outlined in the Company's budgeting plan (RKAP) and Company's long term plan (RJPP) and able to give an input related to the vision, mission, strategic plan, RKAP and RJPP.
14. Ability to comply with the provisions contained in ANTAM ethical standards.
15. Ability to demonstrate high integrity.
16. Ability to keep confidentiality.
17. Ability to demonstrate the desire to improve ANTAM management.
18. Ability to represent and maintain the Company's image.
19. Willingness to accept special tasks assigned by the Board of Commissioners and provide report to the Board of Commissioners fully and timely...
20. Contribution in drawing-up minutes of meetings, quarterly reports, annual reports, and preparation of quality reports to the Board of Commissioners.
21. Ability to provide inputs to the Board of Commissioners completely and timely.
22. Ability to provide inputs in the preparation of Work Program of the Committee completely and timely.

b. Specific Indicator

1. Quality in analyzing financial information to be published, projections, and other financial information, including its preparatory process.
2. Contribution in reviewing the audit results of the independent auditor.
3. Conduct selection of independent auditor candidates in accordance with the prevailing provisions and submit recommendations with reasonable basis.
4. The level of review conducted on the audit planning and adequacy of the audit programs made by the independent auditors.
5. Discuss the audit findings and other issues found by the independent auditor carefully and on qualified basis.
6. Contribution in reviewing the audit results of the internal auditors.
7. Review conducted on the internal audit charter and the audit manual (audit SOP).

8. Evaluation conducted on the policies and the annual work plan of the internal auditor.
9. Evaluation conducted on the implementation of audit by the internal auditor.
10. Discuss the audit findings and other issues found by the internal auditor carefully and on qualified basis.
11. Evaluation conducted to assess the effectiveness of the internal audit functions as a whole.
12. Analysis conducted on the design and implementation of internal control policies and procedures in order to ensure existence of an effective internal control system.
13. Inputs given to the internal audit function.
14. Suggestions/recommendations given to the Board of Commissioners concerning appointment and dismissal of the Internal Audit Division Head (SVP Internal Audit).
15. Review conducted on the management report (representation) concerning compliance with the statutory regulations.
16. Review conducted on the reports or opinions of the Company's legal counsels related to the statutory regulations and ANTAM compliance.
17. Review conducted on the findings or results of audit that is conducted by the Regulator.
18. Contribution in identifying high risk activities of ANTAM and analysis of mitigation efforts that are required.
19. Reporting conducted to the Board of Commissioners related to the risk management and the internal control in ANTAM.

Chapter III

Duties, Responsibilities and Authorities

The Audit Committee has the duty and responsibility for assisting the Board of Commissioners by means of providing professional and independent opinions to the Board of Commissioners on the reports or matters submitted by the Board of Directors to the Board of Commissioners, and performing other tasks relating to the duties of the Board of Commissioners.

To allow the Audit Committee can act efficiently and effectively, then the duties, responsibilities, and authorities are set as below.

3.1 Duties and Responsibilities

To perform its responsibilities, the Audit Committee must know its scope of work that includes the following:

3.1.1 Verification and Clarification of Financial Information

Verification of financial information to be issued to the public and/or authorities, such as Financial Statements, projections, and other financial information related to the financial information of the Company. Review and clarification is made in order to encourage that the financial information that will be published by the Company are accurate, reliable, and trustworthy.

The review can be conducted through:

- a. Review of the audit results of the independent auditor and/or the internal auditor;
- b. Clarification of the preparation process of financial information to be published;
- c. Ensure there has been a satisfactory evaluation procedures to the important information that was issued by the Company;
- b. Review complaints (if any) relating to accounting processes and The Company's financial reporting;
- c. Reviewing and providing advice to the Board in relation to the presence of potential conflicts of interest of the Company.

3.1.2 Selection, Appointment and Supervision of the Independent Auditor's Works

In the framework of general audit of the Company's Financial Statements the Audit Committee plays a role is to carry out:

a. Selection and Appointment of the Independent Auditor

1. The Audit Committee reviews the results of selection from the management and recommends the independent auditor candidates who will audit the Company's Financial Statements to the Board of Commissioners;
2. In the independent auditor selection process, the Audit Committee shall refer to the provisions on legality, competence, the assignment, fees, and the independency of the public accountants.
3. The Audit Committee reviews and makes recommendations related to audit

partner rotation as well as proposals for external auditors providing non-audit services.

b. Supervision of the Independent Auditor's Works

1. Reviewing the Audit Planning and adequacy of the audit programs and monitoring the implementation audit in the field;
2. Giving independent opinion In the event of any disagreement between the management and the auditor for services rendered;
3. Ensuring that the independent auditor communicates the following matters, namely:
 - a) Responsibility level of the auditor for the internal control in presenting the financial statements;
 - b) Changes in significant accounting policies;
 - c) Significant weaknesses in design and implementation of the internal control;
 - d) Method of recording, reporting and the impacts of significant unusual transactions on the Financial Statements;
 - e) Frauds and breaches of the statutory regulations committed by the management or employees that result in material misstatement in the Financial Statements;
 - f) Significant audit corrections;
 - g) Procedures conducted by the auditor on the annual report containing audited Financial Statements;
 - h) Disagreement with the management on application of the accounting principles, the audit scope, the disclosures in the Financial Statements and the wording used by the auditor in their audit report;
 - b) Consultations conducted by the management with other Public Accountant Firm and auditor's opinion on the issues being consulted;
 - c) Constraints in conducting the audit.
4. Ensuring the draft audited Financial Statements is received ten days prior to publication for review by the Audit Committee.
5. The Audit Committee may propose termination of employment with the independent auditor to the Board of Commissioners if there are conclusive indications that the independency of the auditor may be compromised or proven that the auditor fail to conduct audit in accordance with the public accountant auditing standards.

3.1.3 Evaluation of Effectiveness of the Internal Audit Function Performance

The Audit Committee shall evaluate the effectiveness of implementation of duties and functions of the Internal Auditor, that is conducted, among other things, through:

- Review of the internal audit charter and the Audit Manual (audit SOP).
- Evaluation of policies and annual work plans.
- Evaluation of the audit implementation by the Internal auditor and discuss the report of audit result that important/material including audit of procurement and audit of

subsidiary

- Monitoring the audit follow-up and the audit work plan realization.

3.1.4 Effectiveness of Internal Control

The Audit Committee analyzes the design and implementation of policies and procedures to obtain reasonable assurance on the effectiveness of internal control to allow that any material misrepresentation in the Financial Statements, abuse of assets and breaches of the statutory regulations can be prevented and that the safeguarding of the company's assets and liabilities can be improved.

To allow that the internal control can be implemented effectively, then:

- a. Understanding of Internal Audit shall be obtained from, among other things, learning the Company's Operating Standards and the management's presentation on design and implementation of the internal control;
- b. The Audit Committee must receive the internal audit reports periodically from the Internal Auditor as to identify the possible weaknesses of the internal control;
- c. To improve the internal control effectiveness, the Audit Committee may give inputs to the management in order to improve performance of the Internal Audit;
- d. The Audit Committee shall coordinate with the Internal Audit to:
 1. Hold regular meetings (for example, every month) to discuss the findings of the internal auditor and/or other matters that contain an indication of internal control weaknesses, including any misapplication of accounting standards.
 2. If necessary, the Audit Committee may ask the Internal Audit to expand its review to assess the characteristics, scope, amount and impact of significant weaknesses of the internal control and their effects on the Financial Statements.
- e. In the analysis process of the internal control effectiveness, the Audit Committee may use reports from independent auditors to identify the possibility weaknesses of internal control;
- f. At the beginning of every year, the Audit Committee shall review and give inputs on the PKPT (Annual Audit Work Program) that is prepared by the Internal Audit;
- g. The Audit Committee shall provide recommendations to the Board of Commissioners in approving any appointment and dismissal of the Internal Audit Division Head based of proposition by the President Director.

3.1.5 Compliance with Statutory Regulations and Internal Procedures

The Audit Committee conducts monitoring to ensure there is adequate internal control that the Company operation activities are conducted with due observance to the prevailing statutory regulations in Capital Market sector and other statutory regulations relating to the Company's operation activities. Therefore, the Audit Committee must:

- a. Ensure that the management provides written representations containing statements that:
 - 1) The Management is responsible for the Company's compliance with the statutory regulations;

- 2) The Management does not violate the statutory regulations.
- b. Conduct monitoring, which can be conducted through:
 - 1) Review of reports of the management or the Company legal counsel relating to the prevailing statutory regulations;
 - 2) Review of findings or results of the audit that has been conducted by the regulatory bodies, independent auditors, and internal auditors.
- c. If there is indication that there has been violation of the statutory regulations, then the Audit Committee may extend its review to investigative audit in order to determine the impacts and extent of losses resulted from such a breach. To carry out such an investigative audit, the Audit Committee may ask for assistance of the internal auditors or the external auditors.

3.1.6 Risk Management

Coordinating with Risk Management Committee in follow up risks and the mitigation, especially for making financial report of ANTAM to ensure the system and the internal control in the Company in asset securities and records of the obligation/debt in correctly to avoid risk in providing the annual financial report.

3.1.7 Special Task Performance

- a. Assignment of a special task to the Audit Committee by the Board of Commissioners shall be conducted through a written instruction stating:
 - 1) Name of the Audit Committee member to whom the task is assigned;
 - 2) The nature and scope of work;
 - 3) The purpose and objectives of the work;
 - 4) The assignment time; and
 - 5) Administrative matters relating to such a special task.
- b. The special task can include but not limited to examination on the alleged errors in resolutions of meeting of the Board of Directors or any discrepancy in implementation of resolutions of meeting of the Board of Directors in relation to their duties and responsibilities.
- c. Implementation of the special tasks of the Audit Committee can, among other things:
 - 1) Be conducted through a review of all records, documents and other information required including the Minutes of Meetings of Board of Directors and the Board of Commissioners;
 - 2) Ask questions to the Board of Directors and its staffs, the results of which shall be included in the Minutes of Questions and Answers Meeting that is signed by the relevant parties;
 - 3) If deemed necessary, conduct an investigative audit that is conducted in cooperation with the Internal Audit Division or the External Auditor.
- d. The Audit Committee must submit report of implementation of special task with maximum level of confidentiality and limited to the Audit Committee members and the members of the Board of Commissioners.

3.1.8 Conducting Self Assessment on the Audit Committee Task Performance

The Audit Committee shall conduct a self-assessment on the duties shall periodically update its Work Guideline (Charter of Audit Committee).

3.2 Authorities and Work Mechanism

1. The Audit Committee shall work collectively, and be independent in performing its duties.
2. Based on written assignment from the Board of Commissioners, the Audit Committee can access any records or information on employees, funds, assets, and other resources belonging to the Company relating to performance of its duties.
3. In exercising the authority as provided for in point 2 above, the Audit Committee shall cooperate with the partners, such as: the Secretariat of Board of Commissioners, the supporting Committee for the Board of Commissioners, the Internal Audit, related Teams at the managerial level, and the related operational units of the Company.
4. The work mechanism as in point 2 above shall follow the work procedures in accordance with the generally applicable regulations as illustrated in the attachment to this Charter.
5. If necessary, the Audit Committee may employ experts and/or consultants to assist the Audit Committee with the approval of the Board of Commissioners and at expenses of the Company.
6. If necessary, in performing its duties and obligations, the Audit Committee may establish an ad hoc team, in which the criteria and period of its assignment are tailored to the type of its job.
7. It shall review independence, objectivity of and shall recommend External Auditors to the Board of Commissioners to be selected by the Company for purpose of auditing the Financial Statements of the Company, the Business Unit.
8. The Audit Committee have authority to communicate directly to the employees including Board of Directors and those who perform the functions of internal audit, risk management, and auditor related to duties and responsibilities of the Audit Committee.
9. The Audit Committee have another authority granted by Board of Commissioners.

3.3 Ethical Code of Confidentiality

1. Members of the Audit Committee who are still in office, or who have been ceased to be members of the Committee, shall keep confidentiality of the documents, data, and information they have obtained during in office as Committee member, form both internal and external parties and shall only use them for purpose of performing their duties.
2. The Committee members are prohibited from abusing any important information relating to the company for personal benefits.
3. The Committee members, in performing their duties and responsibilities, shall

comply with the Company Ethic Standards and are prohibited from taking personal benefits both directly and indirectly from the Company's activities other than the honorarium together with facilities and other allowances.

3.4 Accountability

1. The Audit Committee shall be responsible to the Board of Commissioners.
2. Accountability of the Audit Committee shall be submitted to the Board of Commissioners in the form of the following reports:
 - a. Performance report and Quarterly activity implementation of the Committee;
 - b. Annual activity implementation and performance reports of the Committee;
 - c. Field visit reports which contain, among other things, filed findings or facts, evaluation, analysis, conclusions and suggestions;
 - b. Specific task implementation report.

Chapter IV

Meetings, Reporting, and Budgeting

4.1 Committee Meeting

1. The Audit Committee shall hold meeting at least twice a month to complete the Audit Committee Work Program, plenary (full) meeting and special meeting of the Audit Committee
2. Plenary (full) meeting can only be hold if it is attended at least 1/2 member of committee that are/are not member of the Board of Commissioners.
3. If deemed necessary, the Committee may invite other parties related to the meeting materials to present at the meeting on acknowledgment of the relevant members of the Board of Directors.
4. The Plenary (full) Meeting shall be presided over by the Committee Chairman. If the Committee Chairman is absent, then, the meeting shall be presided over by the Committee Vice Chairman. In the event the Committee Vice-Chairman is indisposed at the meeting commencement time as per the invitation then, upon permission of the Committee Chairman, the meeting may be temporarily presided over by the most senior member of the Audit Committee. In the event the meeting is not attended by the Chairman and/or the Vice- Chairman, then, the meeting shall be deemed null and void.
5. Besides the plenary (full) meeting, the special meeting is conducted to discuss the follow-up of the plenary (full) meeting and/or discuss the data and information needed by the Audit Committee in performing the duties and their responsibilities, with the following considerations:
 - a. Special meeting of the committee conducted at least once in a month;
 - b. Special meeting of the committee shall be attended by all of the audit committee who are not the member of the board of commissioners;
 - c. Special meeting of the committee shall be presided by the oldest member of the audit committee.
 - d. If deemed necessary, in special meeting of the committee may invite management to clarify and present the data needed by the audit committee related to the duties and responsibilities;
6. If it is deemed necessary, 2 (two) Committees may hold joint / joint meetings in the form of the Joint Plenary Meeting of the Committee or the Joint Special Meeting of the Committee.
7. The Summon for the plenary (full)/special meeting shall be conducted by the Committee Chairman. In the event the Committee Chairman is indisposed, then the summons for the meeting shall be conducted by the Committee Vice Chairman who is appointed by the Committee Chairman.
8. The summon for the meeting shall be conducted at least 14 (fourteen) days, and in case of urgency at least 3 (three) days prior to the meeting date, by mentioning the day, date, time, place and agenda of the meeting and shall be held in the Company's domicile or in other places within territory of the Republic of Indonesia as agreed.

9. As to the Plenary (full) Meeting that is presided over by the Committee Vice Chairman as in point 4, decision which will be meeting proposal must still be approved by the Committee Chairman.
10. Resolution of the Committee Meeting are taken by consensus.
11. Resolutions of the Committee Meeting which, according to the Committee Chairman, are strategic, shall only be effective if they have been decided by a meeting of the Board of Commissioners.
12. Everything discussed and decided in the Committee meetings, including any dissenting opinions, shall be stated in the Minutes of Meeting that is signed by all members of the Committee who present, as valid evidence on the resolutions adopted in the meeting and reported to the Board of Commissioners. For minutes of meeting of special meeting of the committee signed by the member of committee who attend the meeting and known by the chairman and vice chairman of the committee.
13. Each Committee member is given the widest possible freedom to express his/her professional opinion in discussion of each agenda of the meeting without any intervention from anyone.
14. Each member of the Committee shall express his/her agreement or disagreement and/or improvement proposal over Minutes of Meeting with considering the provision deadline of Minutes of Meeting delivery as stated in the Rules of Committee's meeting. If it gets with a deadline of 15 days after the meeting, there are no proposed changes, the Minutes Meetings shall be deemed approved by all members of the Committee.
15. Every member of the Committee is entitled to receive a copy of the Minutes of Meeting even if they are not present at the meeting.
16. Presence of members of the Committee at the meeting shall be reported in the quarterly report and the annual report of the Committee.
17. Number of meetings and attendance of each member of the Committee at the Committee meetings and a brief report of the Committee which contains important issues discussed by the Committee, shall be disclosed in the Annual Report;
18. The Committee Meeting Rules shall be stated in a separate rule.

4.2 Reporting

1. The Audit Committee shall be responsible to the Board of Commissioners and shall make report to the Board of Commissioners on each implementation of task, accompanied with recommendations if necessary.
2. The Audit Committee shall regularly make the Quarterly Report and the Annual Report in writing to be published in Company's annual report related to the duties and responsibilities, including the implementation of committee's activity and the performance achievements to the Board of Commissioners as stated on the Committee meeting rules.
3. The Audit Committee shall make written report to the Board of Commissioners. The result of the Committee's activities, problems found, and other relevant

recommendations including not later than 14 (fourteen) working days after the proposal/request and the document completely received by the Board of Commissioners. If up to the deadline 15 (fifteen) working days of the assignment, there are no proposed changes to the report assignment, then the report shall be deemed approved by all members of the Committee.

4. The Audit Committee shall prepare materials of to the Company's annual report relating to the audit management in the Company,that will be used for the Company's Annual Report.
5. The reports as stated on poin 1, 2, and 3 signed by the Chairman, the Vice Chairman, and members of committee.
6. The Committee monitor that the Company shall submit to the Financial Services Authority about the information concerning the appointment and dismissal of the Audit Committee within maximum 2 (two) working days after the appointment or dismissal.
7. The Information regarding the appointment and dismissal as referred in poin 6 are required to be loaded in the Company's website and/or exchange's website.

4.3 Budgeting

1. Before the current accounting year, the Audit Committee shall prepare and submit an annual work plan and budget to the Board of Commissioners for stipulation, which includes the budget for: honorarium, official travel expenses, costs for education and training/attending the seminars/workshops, consultant service fees, etc;
2. The Audit Committee Budget shall be submitted to and approved by the Board of Commissioners;
3. A copy of the work plan and budget of the committee as referred to in paragraph (1) shall be submitted by the Board of Commissioners to the Board of Directors for information;
4. The aforesaid Committee Budget shall form a part of the budget of the Board of Commissioners and, in order to maintain independency, its use does not require approval of the management;
5. Audit of the use of these funds shall be conducted by an auditor that is appointed by the Company.

Chapter V Closing

Terms and Evaluation

1. This Charter shall be effective as of July 29th, 2016;
2. This Charter will be evaluated periodically for improvement;
3. Original Risk Management Committee Charter shall be presented to the Board of Directors for documentation.

Ratified: in Jakarta

Date : July 29th, 2016

PT ANTAM (Persero) Tbk
Board of Commissioners

[Signed]

Fachrul Razi
President Commissioner

[Signed]

Zaelani
Commissioner

[Signed]

Robert A. Simanjuntak
Commissioner

[Signed]

Bambang Gatot Ariyono
Commissioner

[Signed]

Laode M. Kamaluddin
Independent Commissioner

[Signed]

Hikmahanto Juwana
Independent Commissioner