

actions that his accountability has not accepted by GMS²⁶.

2.1.24. If a member of Board of Commissioners resigns or bedismissed before his term expires, the tenure of his successor is referred to item 2.1.8 to 2.1.10, unless GMS decides otherwise²⁷.

2.1.25. In the event of additional member of Board of Commissioners of the term of office then member of Board of Commissioners is referred to item 2.1.8 to 2.1.10, unless GMS decides otherwise²⁸.

2.2.Criteria for Board of Commissioners

2.2.1. the person who can be appointed as a member of Board of Commissioners are individuals, who meet requirements upon appointment and during office:

- a. have good character, morals, and integrity;
- b. legally competent;
- c. within 5 (five) years prior to appointment and during his tenure:

- 1) not been declared bankrupt;

- 2) has never been a member of Board of Directors and/or members of Board of

²⁶ Article 14 paragraph 26 ARTICLE OF ASSOCIATION BTN

²⁷ Article 14 paragraph 27 ARTICLE OF ASSOCIATION BTN

²⁸ Article 14 paragraph 28 ARTICLE OF ASSOCIATION BTN

Commissioners found at fault for causing a company to go bankrupt

3) have never been convicted for criminal offense that harm the country's financial and/or relating to the financial sector; and

4) never become a member of Board of Directors and/or members of Board of Commissioners that during office: ever not hold Annual Meeting;

5) member of Board of Commissioners never not accepted by GMS or had not accountable as member of Board of Directors and/or member of Board of Commissioners to the GMS; and

6) never causes the company who to obtain a permit, approval, or registration from FSA does not fulfill obligation to submit annual reports and/or financial reports to FSA.

d. have commitment to comply with laws and regulations; and

e. have knowledge and/or expertise in the required fields by Company.

f. Other conditions under Company Law, laws and regulations in Capital Market and regulations related to the Company's business activities.

Additional criteria for member of Board of commissioner who is also an Independent Commissioner are as follows:

2.2.2. Member of Board of Commissioners who have no financial relationship, management, shareholding relationship²⁹.

2.2.3. Not the people who work or have authority and responsibility for planning, directing, controlling, or monitoring the activities of Public Company within six (6) months, except for reappointment as Independent Commissioner for Public Listed Company in the next periods³⁰

2.2.4. Has no shares either directly or indirectly in the Issuer or the Public Company ³¹

2.2.5. Has no affiliation with the Issuer or Public Company, member of Board of Commissioners, members of Board of Directors or major shareholders of the Issuer or the Public Company ³²;

²⁹ Romawi 2 SE BI No.15/15/DPN/2013

³⁰ Article 21 paragraph 2 point a POJK 33/POJK.04/2014

³¹ Article 21 paragraph 2 point b POJK 33/POJK.04/2014

³² Article 21 paragraph 2 point c POJK 33/POJK.04/2014