



Corporate Governance Committee Charter

PT Prodia Widyahusada Tbk

Revision: 02

August 2024

CORPORATE GOVERNANCE COMMITTEE CHARTER PT PRODIA WIDYAHUSADA TBK

1. RESPONSIBILITY

The Corporate Governance (“**CG**”) Committee is responsible for assisting the Board of Commissioners in fulfilling its supervisory responsibilities in relation to:

- a. *Corporate governance* approach and performance.
- b. Orientation and continuing education for directors, especially for governance aspects.
- c. Related party transactions and other matters involving conflicts of interest.
- d. Any additional matters are submitted to the CG Committee by the Board of Commissioners.
- e. Determining the direction of Environmental, Social and Governance (ESG) strategies, policies and initiatives.
- f. Implementation of sustainable programs in the environmental, social, and governance sectors.
- g. The Company's performance regarding material ESG issues and targets.

2. MEMBERS

The CG Committee consists of commissioners selected by the Board of Commissioners. One of the CG committee members is assigned as Chair of the CG Committee.

3. TERM OF OFFICE

The CG Committee will be appointed for the same period as the Board of Commissioners. However, the Board of Commissioners can reduce or add committee members if deemed necessary. CG committee members can be reappointed for one term.

4. DUTIES

The CG Committee is responsible for carrying out the duties set out below as well as other duties that are otherwise required by law or assigned to the CG Committee by the Board of Commissioners:

- a. Development of guidelines
 - i. Monitor and periodically review developments and amendments to documents relating to corporate governance, including the Code of Conduct.
 - ii. Consult the CG aspects of other documents published by the company.
- b. Human Resource strategies
 - i. Review and monitor the company's compliance with applicable human rights laws.
 - ii. Review and monitor the company's human resources strategy to ensure consistency with the company's mission, vision and core values.

- c. Compliance with CG practices
 - i. Review and monitor practices according to applicable laws and regulations, in the healthcare area as well as other areas as appropriate for the company.
 - ii. Review and monitor CG practices in accordance with OECD and ASEAN CG practices.
- d. *Environmental, Social, and Governance (ESG)*
 - i. Ensuring that ESG principles are effectively integrated into the Company's policies, strategies and operations, including ensuring that ESG considerations are integrated in determining the Company's long-term goals.
 - ii. Work collaborate with the Board of Directors to promote a Company culture that upholds ESG principles.
 - iii. Support the Company's efforts to embrace innovation that contributes to achieving sustainability goals.
 - iv. Following developments in sustainability issues as well as in the ESG sector.
 - v. Identify and assess ESG risks and opportunities.
 - vi. Setting ESG targets and commitments and monitoring performance indicators.
 - vii. Review and refine ESG disclosures according to best practices.
 - viii. Involving internal and external stakeholders in the Company's sustainability agenda.
 - ix. Perform other tasks related to ESG.

5. REPORTING

The CG Committee will regularly report to the Board of Commissioners regarding all important matters that it experiences.

6. MEETING

The CG Committee must meet at least every two months or more as determined, this is necessary to fulfill its responsibilities.

7. REVIEW AND DISCLOSURES

The CG Committee must review its charter at least annually and submit it to the Board of Commissioners for approval.

The Corporate Governance Committee Charter was updated and approved for implementation on 08 August 2024.