



# **Risk Management Committee Charter**

**PT Prodia Widyahusada Tbk**



**RISK MANAGEMENT COMMITTEE CHARTER  
PT PRODIA WIDYAHUSADA TBK**

**1. Duties and responsibilities**

- a. Conducting a review of the Board of Directors' request for approval to the Board of Commissioners for corporate action plans such as investments, the Company's long-term plans, operational cooperation contracts, asset management;
- b. Conducting evaluations of risk management policies and strategies for both operational risks and business development risks of the Company;
- c. Monitor and evaluate the implementation of the Company's risk management and mitigation of risks faced by the Company, especially risks related to the Company's business and investment plans;
- d. Reporting the results of monitoring and evaluation of the implementation of risk management; and providing recommendations on matters that require the attention of the Board of Commissioners.

**2. Structure and Membership**

- a. The Risk Management Committee is formed based on the decision of the Board of Commissioners meeting and is stated in a Decree of the Board of Commissioners.
- b. The Risk Management Committee is under the coordination of the Board of Commissioners and is directly responsible to the Board of Commissioners.

**3. Length of service**

- a. Members of the Risk Management Committee who are members of the Board of Commissioners, their term of office as members of the committee is the same as their term of office as members of the Board of Commissioners as determined by the General Meeting of Shareholders (GMS).
- b. Members of the Risk Management Committee who are members of the Board of Commissioners automatically resign as members of the committee if their term of office as members of the Board of Commissioners ends.

**4. Reporting**

- a. Members of the Risk Management Committee submit reports to the Board of Commissioners on each implementation of duties, accompanied by recommendations if necessary.
- b. The Committee's report is submitted every time a meeting is held and annually to the Board of Commissioners and contains at least:
  - 1) duties and responsibilities of the Committee;
  - 2) frequency of Committee meetings and details of attendance of each Committee member;
  - 3) work program and work realization.

- c. Each member of the Committee is responsible for the substance contained in the Committee's report.
- d. The Committee Report is part of the report on the implementation of the Board of Commissioners' duties and is submitted at the GMS in relation to the agenda for discussing the implementation of the Board of Commissioners' duties.

#### **5. Meeting**

- a. Risk Management Committee meetings are held periodically at least 1 (one) time in 4 (four) months.
- b. If deemed necessary, the Risk Management Committee may invite other parties related to the meeting to attend the Risk Management Meeting.
- c. Committee meeting decisions are made based on consensus.
- d. In the event that no consensus is reached, decisions are made based on a majority vote with the principle of 1 (one) person, 1 (one) vote.
- e. The results of the Committee meeting must be stated in the minutes of the meeting which must be signed by all members of the Committee present.
- f. Differences of opinion that occur in Committee meetings must be clearly stated in the minutes of the meeting along with the reasons for the differences of opinion.

#### **6. Miscellaneous**

- a. This Risk Management Committee Charter is subject to applicable laws and regulations.
- b. This Risk Management Committee Charter shall come into force on the date of its stipulation, with the provision that it may be reviewed at any time in accordance with the circumstances based on the approval and/or request of the Board of Commissioners, and if at a later date there are errors in it, corrections will be made.

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