

PT RADIANT UTAMA INTERINSKO TBK



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COMMITTEE AUDIT

CHARTER

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CHAPTER I

INTRODUCTION

BACKGROUND

- To enhance the execution of Good Corporate Governance (GCG) principles, PT Radiant Utama Interinsco, Tbk ("the Company"), being one of the Issuers, is required to adhere to the prescribed laws and regulations pertaining to the capital markets industry. As per Regulation Number 55 of the Financial Services Authority, issued on December 23, 2015, which pertains to the framework and directives for the execution of the audit committee's duties.
- The Audit Committee is a committee established by the Board of Commissioners, which is answerable to the Board of Commissioners for its support in the execution of its responsibilities and oversight of the Company.
- The Audit Committee was established to provide support to the Board of Commissioners. It operates autonomously, devoid of any influence from management or other external factors, and is tasked with overseeing the Company's operations to ensure that they remain in compliance with relevant laws, regulations, and ethical principles and values, —the principle of openness.

LEGAL BASIS

- Law No. 40 of 2007, which was enacted on August 16, 2007, pertains to limited liability companies.
- Financial Services Authority Regulation Number 55/POJK.04/2015 dated 23 December 2015 concerning the Establishment and Guidelines for Implementing the Work of the Audit Committee.
- Financial Services Authority Regulation Number 13/POJK.03/2017 dated 27 March 2017 concerning the Use of Public Accounting Services and Public Accounting Firms in Financial Services Activities.
- Official Guidelines for Good Corporate Governance in Indonesia Year 2006, issued by the National Governance Policy Committee
- The Company's Articles of Association as stated in the Deed of Statement of Meeting Decisions on Amendments to the Articles of Association of PT Radiant Utama Interinsco Tbk Number 8 dated 6 August 2020.
- Work Guidelines for the Board of Commissioners and Directors of the Company (Board Manual), as specified in the Joint Decree SKB/002/RUI/XII/2022 dated 9 December 2022 of the Board of Commissioners and Directors of PT Radiant Utama Interinsco Tbk

OBJECTIVES

The Audit Committee Charter is intended to function as a practical guide for the Audit Committee as it supports the Board of Commissioners in its oversight responsibilities, with particular emphasis on the following areas:

- The integrity of the financial reports of the company
- The autonomy and credentials of public accountants \
- Performance and Operation of the Organization's Internal Audit
- Compliance of the Company with Relevant Legislation and Regulations
- Execute provisions pertaining to the Good Corporate Governance (GCG) principles, as established by the Financial Services Authority.

VISION

Serve as a dependable and proficient auxiliary body for the Board of Commissioners as it executes the responsibility entrusted to it to conduct oversight functions.

MISSION

To assist the Board of Commissioners in carrying out its oversight and supervision functions within the framework of good corporate governance.

CHAPTER II MEMBERSHIP

MEMBERSHIP OF COMMITTEE AUDIT

The Board of Commissioners appoints and removes Audit Committee members; thus, the Audit Committee is answerable to the Board of Commissioners.

The Audit Committee comprises minimum three (3) members from:

- Independent Commissioner; and
- Independent parties outside of the Company

Audit Committee is chaired by an Independent Commissioner.

If more than one Independent Commissioner is a member of the Audit Committee, one of them will serve as Chair of Audit Committee

Independent Commissioners are:

- Individuals who are members of the Board of Commissioners and do not have familial, financial, managerial, or shareholding connections with the Company or with directors or controlling shareholders, or with whom there is no relationship that could potentially compromise their capacity to act independently.
- Comes from external of the Company.
- Not an individual who has been employed by the Company for the past six months or has the authority and responsibility to plan, direct, control, or supervise its operations.
- Additionally, the entity in question must satisfy the criteria outlined in Financial Services Authority Regulation No. 33/POJK.04/2014 with respect to the Board of Directors and Board of Commissioners of Issuers.

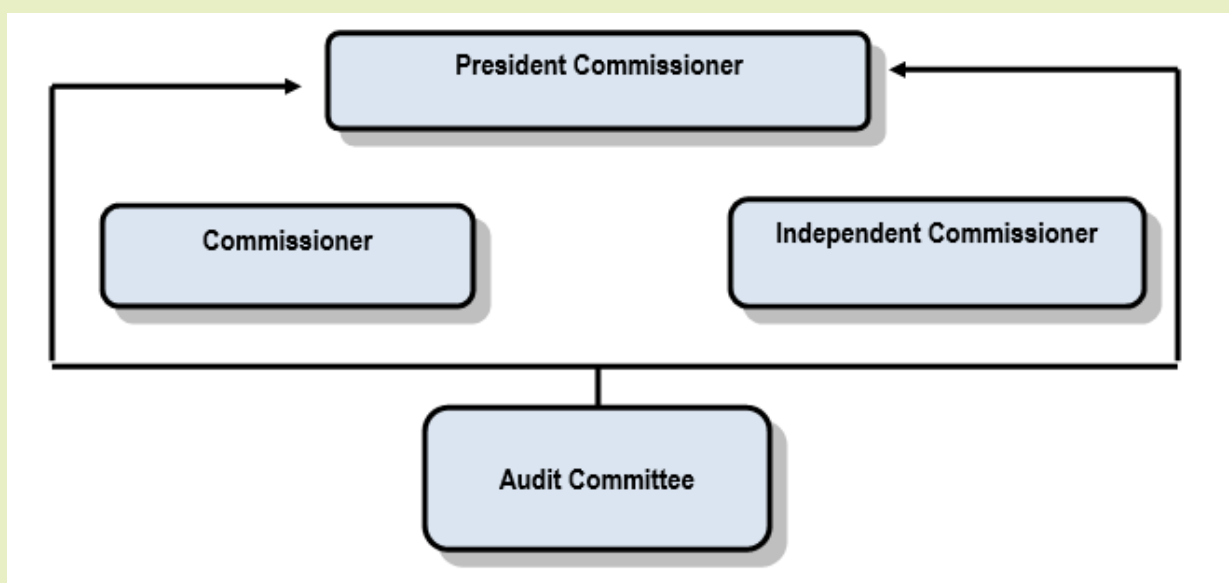
Independent parties outside of the Company are:

- External parties who do not have financial, managerial, ownership, or familial ties to members of the Board of Commissioners, Directors, or controlling shareholders, as well as any affiliations with the organization that could compromise their capacity to operate autonomously.
- Individuals who have not served as a former member of the Company's Board of Directors or executive officer, or held a position requiring them to plan, lead, control, or superintend the organization's activities within the previous six months are ineligible.

The Board of Commissioners is required to appoint a replacement for the position of Chairman and/or Member of the Audit Committee within six months of the vacancy date, in strict adherence to the Audit Committee Guidelines and any relevant legislation and regulations.

AUDIT COMMITTEE STRUCTURE

The Audit Committee operates jointly and independently of the Company's management. The organization structure of the Audit Committee of the Company as follows:



MANDATORY AUDIT COMMITTEE MEMBERSHIP

- Proficiency, aptitude, expertise, and experience pertinent to the field of work are required, alongside effective communication skills.
- Comprehends the Financial Report, the operations of the Company, with particular emphasis on matters pertaining to its services or business activities, the audit procedure, risk management, and other pertinent legal and regulatory frameworks.
- Adheres to the audit committee code of ethics that has been established by the organization.
- Willing to increase professional abilities and insight competences on a steady and ongoing basis through training and education in order to effectively carry out their duties and obligations.
- A minimum of one member must possess a scholarly background and specialized knowledge in the fields of accounting and finance.
- Outside the final six months, no member of a public accounting firm, legal consulting firm, public appraisal services firm, or any other entity that provides insurance, non-insurance, appraisal or other consulting services to the company in question shall be permitted to do so.
- Non-individuals who have been employed or hold the authority and responsibility to oversee, direct, plan, or control the operations of the organization within the past half-year, with the exception of independent commissioners.
- Has no direct or indirect ownership of shares in the Company.
- Should a member of the Audit Committee obtain Company's shares, whether through direct or indirect means due to a legal event, the shares shall be transferred to any other party no later than six months subsequent to the acquiring date.
- Maintains no affiliation with major shareholders, members of the Board of Directors, or the Board of Commissioners of the Company.
- Maintains no business relationships, direct or indirect, in relation to any business activities of the Company.

OFFICE TERM

- The appointment and removal of each Audit Committee member are carried out by the Board of Commissioners.
- Each member of the Audit Committee serves for the same term as the Board of Commissioners as specified in the Company's Articles of Association from the date of appointment until the closing of the Company's Annual GMS for the following fifth year, to be calculated as one (one) term of office.
- The Audit Committee may serve for a maximum of two (2) term of office as referred to Article 8.2.
- If the Audit Committee's term of office does not comply with the provisions of Article 8.2 herein, the Board of Commissioners shall amend the Decree on the Appointment and/or Determination of the Audit Committee.
- Any member of Audit Committee may be terminated at anytime prior to the expiration of their office term based on the decision of the Board of Commissioners
- Members of the Audit Committee may resign by submitting a notification letter to the Board of Commissioners at least 90 (ninety) calendar days before their resignation takes effect.
- The Audit Committee Chairman has the authority to propose to the Board of Commissioners the replacement of the Audit Committee members who is not the member of the Board of Commissioners, if their term of office has expired, or resigned, or they have been dismissed from their position.
- If the Audit Committee's term of office has expired and it is not possible to be reappointed under the provisions, and the Board of Commissioners has been unable to appoint new members of the Audit Committee for whatever reason, the membership of the previous Audit Committee is extended until the Board of Commissioners appoints and determines new members of the Audit Committee, subject to the provisions of Article 5.7.
- The Company is required to provide the Financial Services Authority (OJK) with an information pertaining to the appointment and/or removal of the Audit Committee within a period of two business days following the event, in compliance with the prevailing laws and regulations.
- The information pertaining to termination and/or appointment as stated previously, shall be made available on the websites of the Indonesian Stock Exchange and/or the Company.

CHAPTER III

DUTIES AND RESPONSIBILITIES

DUTIES AND RESPONSIBILITIES OF AUDIT COMMITTEE

The Audit Committee executes its duties and responsibilities, which consist of the subsequent actions, in an autonomous manner:

- Examining the forthcoming financial disclosures, encompassing critical financial information matters disclosed by the Company to the public and/or regulatory bodies, such as financial reports, projections, and other reports pertaining to its financial information. This entails verifying that the financial information has been prepared in adherence to the organization's accounting policies and standards;
- Assessing adherence to laws and regulations that pertain to the operations of the organization;
- In the event of divergent viewpoints between Management and Accountants with respect to the rendered services, offer unbiased assessments;
- Provide the Board of Commissioners with recommendations concerning the selection of an accountant, taking into consideration factors such as independence, scope of work, and service charges (fees);
- Revaluating the independence and quality of work of public accountants;
- Conducting an evaluation of the Board of Directors' risk management activities and GCG implementation, while ensuring that the organization's internal control system is sufficient and operating efficiently to mitigate risks, including the security and control of company information and communication technology;
- Conducting an examination of stakeholder complaints lodged against the organization, encompassing issues pertaining to its accounting and financial reporting procedures, in addition to other concerns identified as significant by the Board of Commissioners;
- Perform evaluations and offer counsel to the Board of Commissioners concerning prospective conflicts of interest that may affect the organization

- Responsible for overseeing the execution of audits conducted by internal auditors and conducting regular evaluations of the audits' quality to verify adherence to relevant audit standards.
- Supervising management's adherence to the recommendations of Internal Audit concerning audit findings;
- Offer judgments to the Board of Commissioners concerning matters or reports that the Board of Directors has submitted to the Board of Commissioners;
- Identify and communicate to the Board of Commissioners strategic issues that require their attention, including the company's exposure to a variety of hazards associated with its adopted policies;
- Examining the Internal Audit Charter and annual plan for internal audit;
- Perform routine evaluations of the Audit Committee Charter's sufficiency and present proposed modifications to the Board of Commissioners for their approval.;
- Facilitating effective and transparent communication among the internal audit, external auditors, and Board of Commissioners
- Ensure that Company documents, data, and information remain private
- Perform additional duties as long as those duties align with the functions and roles assigned to them as assigned by the Board of Commissioners in compliance with relevant legislation and regulations.

AUTHORITY OF THE AUDIT COMMITTEE

Assembling its responsibilities, the Audit Committee possesses the subsequent authorities:

- Gain access to Company documents, data, and information concerning its funds, assets, personnel, and essential resources.
- Maintain direct communication with employees, directors, parties conducting internal audits, and public accountants concerning the Audit Committee's duties and responsibilities.

- Maintain direct communication with employees, directors, parties conducting internal audits, and public accountants concerning the Audit Committee's duties and responsibilities.
- Incorporating external independent parties to provide assistance to the Audit Committee members in the execution of their responsibilities, if required.
- Execute additional responsibilities as authorized by the Board of Commissioners.

AUDIT COMMITTEE MEETING

- Regular meetings of the Audit Committee occur a minimum of once every three (3) months.
- Participation in Audit Committee meetings is restricted to a minimum of one-half (quintessentially) of the entire membership.
- Audit Committee Meeting decisions are made based on deliberation in order to obtain consensus.
- In the absence or non-attendance of the Audit Committee Chairman, a senior member assumes the role of chairman of the meeting.
- Audit Committee may invite members of Management from the Company, internal auditors, external auditors, and other parties deemed necessary to attend meetings in order to obtain information and opinions on issues under discussion, the. Additionally, the Committee may attend meetings of the Board of Commissioners and/or Directors.
- The minutes of Audit Committee meetings contain a record of all decisions made during the meeting, including any dissenting opinions expressed, signed by all members of Audit Committee members present at the meeting and subsequently submitted to the Board of Commissioners.
- The decision of Audit Committee as made through a circulation process and approved in writing by all Audit Committee members has the same authority as Audit Committee meetings.

CODE OF CONDUCT

It is the responsibility of the Audit Committee to support and implement the principles and procedures outlined in the following code of ethics:

- **Integrity**
 - Maintain professionalism and integrity in order to conduct their work in an honest, transparent, and accountable manner.
 - Provide commentary on relevant legislation and regulations, in addition to divulge material and substantial information as mandated by the organization.
 - Not engage in any conduct that violates applicable laws, codes of ethics, or standards, nor engage in activities that bring disrepute to the organization.
 - Promote and actively participate in the attainment of ethical and lawful organizational objectives
- **Objectivity**
 - Engage in no activity that may potentially create a conflict of interest with the Company's interests and objectives; participation in such activities should be avoided.
 - Are not remunerated in any way that could compromise their integrity and expertise in their field.
 - Disclose all material facts in his possession in an objective and independent manner, supported by adequate, competent, and pertinent evidence, so that he may adequately render an opinion or present a report on supervisory activities.
- **Confidentiality**
 - Utilize and safeguard/maintain the confidentiality of company information acquired in the course of carrying out its obligations with extreme care.
 - Do not utilize the information owned, contained, produced by, or available in the Company for personal advantage, violate the law, or damage the objective goal of Company ethically and/or legally
- **Competencies**
 - Conduct sufficient oversight by leveraging the requisite expertise, competencies, and abilities
 - Conduct oversight in accordance with the relevant Good Corporate Governance Guidelines published by OJK.
 - Be consistently strive to enhance their professional competencies and proficiencies, while also augmenting the efficiency and caliber of the oversight they deliver.

REPORTING AND EVALUATION

The Audit Committee is required to make a written report and/or recommendation to be submitted to the Board of Commissioners comprising of:

- An annual performance of work plan report during one fiscal year, to be submitted by February 28 of each year.
- Reports on every special assignment delegated by the Board of Commissioners.
- Reports and/or recommendation on any significant issues (concern) that the Board of Commissioners should be aware of.
- The evaluation of Audit Committee's performance will be conducted either by self-assessment or directly by non-Audit Committee members of the Board of Commissioners.
- Performance evaluation as stated in Article 13.2. above, is carried out by comparing the Audit Committee's performance to the previously stated on work plan.

CHAPTER IV CLOSING

EFFECTIVENESS AND MODIFICATION

- This Audit Committee Charter is effective as of the signing date by the Board of Commissioners.
- To ensure the efficient execution of its duties, the Audit Committee may establish Work Activity Guidelines pertaining to subjects governed by this Charter.
- The Audit Committee may periodically review this Charter to incorporate the most recent developments and requirements of the Company in addition to best practices and applicable laws and regulations and submit proposed amendments to the Board of Commissioners.