## BOARD OF COMMISSIONERS' AUTHORITIES, DUTIES, AND RESPONSIBILITIES

Company's Articles of Association stipulates the Board of Commissioners' obligations to:

- 1. Provide advice to the Board of Directors in performing the Company's management;
- 2. Provide opinion and give approval over the Annual Work Plan and Budget of the Company as well as other work plans which have been prepared by the Board of Directors, in accordance with the provisions of the Articles of Association and the prevailing laws and regulations;
- Keep up with Company's activities progress, provide opinions and advice to the GMS regarding every issue considered important for the Company's management;
- 4. Report to Series A Dwiwarna shareholder if there is any indication of decreasing performance of the Company;
- Propose to the GMS for the appointment of Public Accountant who will perform the audit over the Company's book;
- Review and analyze the periodic reports and the Annual Report prepared by the Board of Directors as well as execute the Annual Report;
- 7. Provide explanation, opinion, and advice to the GMS regarding the Annual Report, if requested;
- 8. Draw up the minutes of the meeting of the Board of Commissioners and keep their copies;
- Report to the Company with regard to their and/ or their families share ownership in the Company aforesaid and in other companies;
- Provide report regarding the supervisory duties, which have been performed during the recently passed Financial Year to the GMS;
- 11. Provide explanation regarding any matters inquired about or requested by Series A Dwiwarna share-holder with due observance of the statutory regulations, particularly those prevailing in the Capital Market sector; and

12. Perform other obligations in the framework of supervisory duties and advice provision, to the extent, it does not contradict the statutory regulations, the Articles of Association and/or the resolutions of the GMS.

In the event of a company loss, members of the Board of Commissioners have a collective responsibility for mistakes or omissions in carrying out their duties, unless proven:

- 1. Such loss is not caused by their mistake or negligence;
- They have performed in good faith, full responsibility, and prudentially for the interest and based on the purpose and objective of the Company;
- 3. They do not have any conflict of interest either directly or indirectly with the management activities causing the loss; and
- 4. They have taken the action to prevent the occurrence or continuation of such loss.

The authority of the Board of Commissioners is as follows:

- Examine books, letters, as well as other documents, examine cash position for verification purposes and other securities and examine the assets of the Company;
- 2. Enter the yards, buildings, and offices used by the Company;
- Ask explanation from the Board of Directors and/ or other officials regarding any issuesregarding the Company's management;
- Be informed of any policies and actions, which have been and which will be taken by the Board of Directors;
- 5. Ask the Board of Directors and/or other officials under the level of the Board of Directors, with the knowledge of the Board of Directors, to attend the meeting of the Board of Commissioners, while requests for or support for activities other than meetings will be carried out with due observance of professionalism, ethics, interests of the Company and the organs of the Company;

- 6. Appoint and dismiss a secretary of the Board of Commissioners;
- 7. Suspend the members of the Board of Directors in accordance with the provisions of this Articles of Association of the Company;
- 8. Form the Audit Committee, the Remuneration and Nomination Committee, the Risk Monitoring Committee, and other committees, if considered necessary, with due observance of the capability of the company;
- Utilize experts for certain matters and within a certain period on the account of the Company, if considered necessary;
- 10. Perform the management actions over the Company in certain conditions for a certain period under the provisions of this Articles of Association;
- Approve the appointment and dismissal of the Corporate Secretary and/or the Head of Internal Supervisory Unit;
- 12. Examine and review the Annual Report prepared by the Board of Directors and sign the Annual Report;
- 13. Attend the meeting of the Board of Directors and give viewpoint towards the matters being discussed;
- 14. Perform other supervisory authorities as long as it does not contradict with the statutory regulations, the Articles of Association and/or the resolutions of the GMS; and
- 15. In order to carry out their supervisory function, members of the Board of Commissioners at agreed working hours or other times, jointly or individually, with or without prior notification to the Board of Directors, by taking into account professionalism, the interests of the Company, the public and organs, have rights access but not limited to buildings and locations from or other places that are used to be controlled by the Company's subsidiaries and have rights to check books, documents, reports, and inventory of goods, and check cash positions (for verification purposes) and other guarantees and to find out all actions taken by the Directors of the

subsidiary which are based on the principle of disclosure of information by taking into account the confidentiality of the Company, and can provide advice to subsidiaries regarding policies/ actions that have been decided or will be taken by the Directors of the subsidiaries either requested or not.

## **President Commissioner Duties**

The President Commissioner acts as primus inter pares, which means coordinator of implementing the activities and duties of the Board of Commissioners. However, the President Commissioner has an equal position with other members of the Board of Commissioners. The following are the duties and responsibilities of the President Commissioner:

- 1. Lead and ensure the Board of Commissioners' performance effectiveness.
- Creating, implementing, and reviewing work guidelines/procedures related to the Board of Commissioners' duties.
- 3. Create a calendar of the Board of Commissioners meeting schedule and coordinate it with the Board of Commissioners Committees.
- 4. Organize and submit meeting agendas and promptly inform all Commissioners.
- 5. Interact periodically with the President Director and act as a liaison between the Board of Commissioners and the Board of Directors.
- 6. Ensure that the information provided to all Commissioners is accurate, timely, and transparent.
- 7. Ensure effective communication with shareholders.
- 8. Organize regular performance evaluations of the Board of Commissioners, including all Committees and Independent Commissioners.
- Facilitate the effective contribution of the Independent Commissioners and establish constructive relationships among the Commissioners.

## **Independent Commissioner Duties**

As an independent member of the Board of Commissioners, the Independent Commissioner is responsible for supporting the implementation of Good Corporate Governance principles within the Company. The Independent Commissioner has the following duties:

- 1. Ensure transparency and openness of the Company's financial statements.
- 2. Fair treatment of minority shareholders and other stakeholders.
- 3. Disclose transactions that contain conflicts of interest fairly and reasonably.
- 4. Ensuring the Company's compliance with applicable laws and regulations.
- 5. Ensuring the accountability of the Company's organs.

In addition, the Independent Commissioner also has the following responsibilities:

- 1. Ensuring the Company has an effective business strategy, including monitoring the schedule, budget, and effectiveness.
- 2. Ensuring that the Company appoints professional executives and managers.
- 3. Ensure the Company has well-functioning information, court, and audit systems.
- 4. Ensure that the Company complies with applicable laws and regulations and its values in carrying out its operations.
- 5. Ensure that risks and potential crises are always identified and appropriately managed.
- 6. Ensure that GCG principles and practices are followed and implemented correctly.

## INDEPENDENT COMMISSIONER

As of December 31, 2024, Telkom has a total of 9 Commissioners and 3 of them are Independent Commissioners. This amount exceeds the provisions of the Financial Services Authority's Regulation No. 33/POJK.04/2014 by 30%. Criteria for determining Independent Commissioners and appointments at the GMS refers to:

- 1. Telkom's Articles of Association
- Financial Services Authority Regulation No. 33/ POJK.04/2014 regarding Directors and Board of Commissioners of Issuers or Public Companies, as follows:
  - a. Not a person who works or has the authority and responsibility to plan, lead, control, or supervise the activities of the Company in the past 6 (six) months, except for the reappointment as an Independent Commissioner in the following period.
  - b. Do not have Telkom shares either directly or indirectly.
  - Has no affiliation with Telkom, members of the Board of Commissioners, members of the Board of Directors, or main Shareholders of Telkom.
  - d. Has no direct or indirect business relationship related to Telkom's business activities.

In addition to the Articles of Association and Financial Service Authority Regulation No 33/POJK.04/2014, Telkom also pays attention to the regulations of Independent Commissioners, which are regulated in the Minister of SOE Regulation No: PER-3/MBU/03/2023 regarding Organs and Human Resources of State-Owned Enterprises.