1) the loss was not due to their error or negligence;

2) they have carried out management in good faith, with full responsibility, and with prudence for the benefit and in accordance with the purposes and objectives of the Company;

3) they have no direct or indirect conflict of interest in the management actions that resulted in the loss; and

4) they have taken action to prevent the occurrence or continuation of such loss.

7. The actions of the Board of Directors below shall obtain written approval from the Board of Commissioners:

   a. Write off the Company's assets within a certain value limit determined by the Board of Commissioners with due observance to the provisions of laws and regulations governing State Owned Enterprises, as follows:

      1) Write off due to the transfer/assignment of the Company's fixed assets;

      2) Write off due to the transfer/assignment of other Company assets;

      3) Write off the Company's fixed assets and/or other assets other than due to transfer/assignment, including write-offs of bad debts;

b. Relinquish the right to collect or not collect bad principal receivables, interest receivables, fines, fees, and other receivables other than the principal receivables, carried out for the purpose of restructuring and/or settlement of receivables, as well as other actions to settle the Company's receivables that have been written off, either in part or in whole, within a certain value limit determined by the Board of Commissioners, provided that the write-off shall first obtain the approval of BPI Danantara in accordance with laws and regulations in the field of State Owned Enterprises;
c. Encumber the Company's assets as collateral with a certain value limit determined by the Board of Commissioners;
d. Bind the Company as guarantor (*borg* or *avalist*) with a certain value determined by the Board of Commissioners, with due observance to the capital market regulations;
e. Receive medium-term/long-term loans and provide medium-term/long-term loans with a certain value determined by the Board of Commissioners with due observance to the capital market regulations;

f. Provide loans to subsidiaries as referred to in laws and regulations governing State Owned Enterprises with a certain value limit determined by the Board of Commissioners;
g. Entering into partnerships with business entities or other parties in the form of licensing agreements, management contracts, asset leases, Joint Operations (KSO), Build Operate Transfer (BOT), Build Own Transfer (BowT), Build Transfer Operate (BTO), and other similar partnerships that are not part of the Company's daily business as usual activities, with a specific value or time period determined by the Board of Commissioners;
h. Making equity participation in subsidiaries, joint ventures, and/or other companies, including participation to establish subsidiaries and/or joint ventures with certain value limits determined by the Board of Commissioners, except for the purpose of rescuing receivables, with due observance to the capital market regulations;
i. Decreasing equity participation, including dilution, in subsidiaries, joint ventures, and/or other companies with certain value limits determined by the Board of Commissioners, except

for the purpose of rescuing receivables, with due observance to the capital market regulations;

j. Divesting equity participation in subsidiaries, joint ventures, and/or other companies with certain value limits determined by the Board of Commissioners, except for the purpose of rescuing receivables with due observance to the capital market regulations;

k. Carrying out actions that constitute material transactions as defined by laws and regulations in the capital market with certain values determined by the Board of Commissioners, unless such actions constitute material transactions exempted by applicable laws and regulations in the capital market;

l. Carrying out mergers, amalgamations, acquisitions, separations, and dissolutions of subsidiaries and joint ventures with certain values determined by the Board of Commissioners with due observance to the capital market regulations;

m. Carrying out investments with certain value limits and/or criteria determined by the Board of Commissioners, with due observance to the capital market regulations;

n. Establishing and changing the Company's logo;

o. Establishing an organizational structure 1 (one) level below the Board of Directors;
p. Approve the establishment of foundations, organizations, and/or associations with legal entities, whether directly or indirectly related, formed by subsidiaries;
q. Approve the imposition of fixed and routine costs and obligations for foundations, organizations, and/or associations with legal entities formed by subsidiaries;
r. Establish guidelines and/or policies for the governance of investment activities;
s. Actions not yet stipulated in the Company's Work Plan and Budget (RKAP).

8. These actions may only be taken by the Board of Directors after receiving a written response from the Board of Commissioners and the holder of the highest number of Series B shares and approval from the holder of the Series A *Dwiwarna* share to:
   a. Propose representatives of the Company as candidates for members of the Board of Directors and Board of Commissioners of joint ventures and/or subsidiaries that are state owned enterprises;
   b. Propose representatives of the Company as candidates for members of the Board of Directors and Board of

Commissioners of certain joint ventures and/or subsidiaries that are not state owned enterprises as determined by the holder of the highest number of Series B shares;

9. a. The Board of Commissioners shall determine the limits and/or criteria for matters as contemplated in paragraphs (7) letters a, b, c, d, e, f, g, h, i, j, k, l and m of this article after obtaining the approval of the Series B Majority Shareholders;

   b. The approval of the Board of Commissioners specifically regarding paragraph (7) letters a, b, c, d, e, f, g, h, i, j, k, l, and m of this article, with certain limits and/or criteria, shall be determined after obtaining the approval of the Series A *Dwiwarna* Shareholder or the Series B Majority Shareholders;

   c. The actions of the Board of Directors as referred to in paragraph (7) letter g of this article, to the extent necessary for the implementation of the main business activities commonly carried out in the relevant business sector, subject to the provisions of laws and regulations, do not require the approval of the Board of Commissioners and/or the GMS;

   d. The actions of the Board of Directors as referred to in paragraph (7) letters g and h of this article, to