

19. a. The Board of Commissioners may also make valid decisions without holding a Meeting of the Board of Commissioners provided that all members of the Board of Commissioners have been notified in writing and all members of the Board of Commissioners have given their approval of the proposal submitted in writing and signed the agreement.
- b. Decisions taken in this way have the same power as decisions taken legally in the Meeting of the Board of Commissioners.
20. In the event that a member of the Board of Commissioners is unable to attend the meeting physically, the member of the Board of Commissioners may attend the meeting by means of teleconference, video conference, or other electronic media facilities in accordance with the provisions.
21. Every member of the Board of Commissioners who personally in any way, directly or indirectly, has an interest in a transaction, contract or proposed contract in which the Company is a party, must state the nature of his interest in a meeting of the Board of Commissioners and is not entitled to participate in voting on matters relating to the transaction or contract.

ANNUAL WORK PLAN AND BUDGET

Article 17



1. The Board of Directors is required to prepare the Company's Annual Work Plan and Budget for each financial year, which at least contains:
 - a. mission, business objectives, business strategy, company policies, and work programs/activities;
 - b. the Company's budget which is detailed for each work program/activity budget;
 - c. financial projections of the Company and its subsidiaries; and
 - d. other matters that require the decision of the Board of Commissioners.
2. The Board of Commissioners is required to prepare a work program for the Board of Commissioners which is an integral part of the Company's Annual Work Plan and Budget prepared by the Board of Directors as referred to in paragraph (1).
3. The draft of the Company's Annual Work Plan and Budget which has been signed by all members of the Board of Directors shall be submitted to the Board of Commissioners, no later than 30 (thirty) days before the start of the new financial year or within the time stipulated in the laws and regulations, for approval. Board of Commissioners.
4. The draft of the Company's Annual Work Plan and Budget is approved by the Board of Commissioners no later than 30 (thirty) days after the current fiscal year (the year of



the relevant Company's Annual Work Plan and Budget) or within the time stipulated in the laws and regulations.

5. In the event that the draft of the Company's Work Plan and Budget has not been submitted by the Board of Directors and/or the Company's Work Plan and Budget has not been approved within the period as referred to in paragraph (4), the previous year's Company's Work Plan and Budget shall apply.

FINANCIAL YEAR AND ANNUAL REPORT

Article 18

1. The Company's financial year runs from the 1st (first) January to 31st (thirty-first) December of the same year. At the end of December each year, the Company's books are closed.
2. The Board of Directors is required to prepare an Annual Report which contains at least:
 - a. an overview of important financial data;
 - b. stock information (if any);
 - c. Board of Directors report;
 - d. the report of the Board of Commissioners;
 - e. Company profile;
 - f. management analysis and discussion;
 - g. corporate governance;
 - h. the Company's social and environmental responsibility;
 - i. audited annual financial report;

