

AUDIT COMMITTEE CHARTER

PT MORA TELEMATIKA INDONESIA ("the Company")

Effective From January 22nd, 2019

DISCLAIMER:

This Document is a translation of an official document issued by the respective party. Every effort has been made to ensure that the contents of this document are identical, accurate, and faithful to that published in Bahasa Indonesia. If there are discrepancies between the Bahasa Indonesia and English document, the Bahasa Indonesia document shall prevail

I. INTRODUCTION

I.1 BACKGROUND

I.2 LEGAL BASIS

II. DESTINATION

III. DUTIES, RESPONSIBILITIES AND AUTHORITIES

III.1 DUTIES AND RESPONSIBILITIES

III.2 AUTHORITY

IV. MEETING POLICY

IV.1 MEETING SCHEDULE

IV.2 MEETING RULES

IV.3 MINUTES OF MEETING

V. COMPOSITION, STRUCTURE AND REQUIREMENTS FOR MEMBERSHIP

VI. LENGTH OF SERVICE

VII. WORKING PROCEDURES AND PROCEDURES

VIII. REPORTING AND ACCOUNTABILITY

IX. HANDLING OF COMPLAINTS OR REPORTING OF VIOLATIONS

X. CLOSING

DISCLAIMER:

This Document is a translation of an official document issued by the respective party. Every effort has been made to ensure that the contents of this document are identical, accurate, and faithful to that published in Bahasa Indonesia. If there are discrepancies between the Bahasa Indonesia and English document, the Bahasa Indonesia document shall prevail

I. INTRODUCTION

I.1 BACKGROUND

In order to encourage the Company to improve the application of good governance principles and in compliance with the provisions of the Financial Services Authority Regulation No. 55/POJK.04/2017 concerning the Establishment and Guidelines for the Work Implementation of the Audit Committee ("POJK 55") in conjunction with the Financial Services Authority Regulation Number 13/POJK.03/2017 concerning the Use of Public Accountants and Public Accounting Firms in Financial Services Activities ("POJK 13"), whereby the Company is required to have an Audit Committee.

The Audit Committee is a Committee formed by and responsible to the Board of Commissioners in helping carry out the duties and functions of the Board of Commissioners.

I.2 LEGAL BASIS

- a POJK 55
- b POJK 13
- c General Guidelines for Good Corporate Governance in Indonesia 2006 issued by the National Committee on Governance Policy ("PUGCG")
- d Articles of Association of the Company ("AD")

II. DESTINATION

This Audit Committee Charter was created as a guideline for the implementation of the work of the Audit Committee in carrying out its duties and responsibilities independently and objectively in helping carry out the supervisory function of the Board of Commissioners.

III. DUTIES, RESPONSIBILITIES AND AUTHORITIES

III.1. DUTIES AND RESPONSIBILITIES

In carrying out its functions, the Audit Committee has duties and responsibilities that at least include:

1. FINANCIAL STATEMENTS AND ASSURANCE ACTIVITIES

- a Reviewing the reliability of financial information to be issued by the Company to the public and/or authorities, including financial statements, projections and other reports related to the Company's financial information.

DISCLAIMER:

This Document is a translation of an official document issued by the respective party. Every effort has been made to ensure that the contents of this document are identical, accurate, and faithful to that published in Bahasa Indonesia. If there are discrepancies between the Bahasa Indonesia and English document, the Bahasa Indonesia document shall prevail

- b Through the work of external auditors, reviewing the effectiveness of internal controls implemented by management in the process of preparing financial statements to prevent misstatements in the Company's financial statements.
- c Reviewing complaints related to the Company's accounting and financial reporting processes.
- d Provide an independent opinion in the event of a difference of opinion between management and the external auditor on the services it provides.
- e Reviewing the plans and results of activities carried out by external auditors to ensure that the financial statements are free from material misstatement.
- f Conducting a study on the objectivity and independence of external auditors
- g Provide recommendations to the Board of Commissioners regarding the appointment of an external auditor based on independence, scope of assignment and remuneration.

2. RISK MANAGEMENT

- a Reviewing the risk management implementation activities carried out by the Board of Directors, in the event that the Company doesn't have a risk monitoring function under the Board of Commissioners.
- b Reviewing the risks identified by Management and ensuring that these risks have been adequately managed.

3. INTERNAL AUDITORS

- a Reviewing the plan, implementation and results of the internal auditor's examination and supervising the implementation of follow-up actions by the Board of Directors on the findings of the internal auditor.
- b Conducting a study on the objectivity and independence of the internal auditor

4. GOVERNANCE AND COMPLIANCE

- a Reviewing compliance with laws and regulations related to the Company's activities, taking into account the principles of GCG.
- b Monitor the implementation of GCG practices in the Company, including CSR implementation programs.
- c Reviewing and providing advice to the Board of Commissioners regarding potential conflicts of interest in the Company.
- d Maintain the confidentiality of the Company's documents, data and information

III.2 AUTHORITY

In carrying out its duties, the Audit Committee has the following authorities:

DISCLAIMER:

This Document is a translation of an official document issued by the respective party. Every effort has been made to ensure that the contents of this document are identical, accurate, and faithful to that published in Bahasa Indonesia. If there are discrepancies between the Bahasa Indonesia and English document, the Bahasa Indonesia document shall prevail

- a to access the Company's documents, data and information regarding the Company's employees, funds, assets and resources as needed.
- b communicate directly with employees, including the Board of Directors and those who carry out the functions of internal audit, risk management and external auditors regarding the duties and responsibilities of the Audit Committee.
- c involving independent parties other than members of the Audit Committee who are needed to assist in carrying out their duties (if needed); and
- d perform other authorities given by the Board of Commissioners

IV. MEETING POLICY

The Audit Committee holds meetings at any time if deemed necessary, or with the following conditions:

IV.1 MEETING SCHEDULE

The Audit Committee holds regular meetings at least 1 (one) time in 3 (three) months.

The Audit Committee must schedule a meeting for the following year before the end of the financial year.

IV.2 MEETING RULES

IV.2.1 Audit Committee Meetings may be held if attended by more than 1/2 (one half) of the total members. If the meeting doesn't meet the quorum, the meeting is postponed and rescheduled.

IV.2.2 Audit Committee meeting decisions are taken based on deliberation for consensus

IV.2.3 The Audit Committee may invite related parties to attend the Audit Committee meeting

IV.3 MINUTES OF MEETING

Every meeting of the Audit Committee is stated in the minutes of the meeting, including if there is a difference of opinion, which is signed by all members of the Audit Committee present and submitted to the Board of Commissioners through the report of the Audit Committee.

V. COMPOSITION, STRUCTURE AND REQUIREMENTS FOR MEMBERSHIP

Members of the Audit Committee are appointed and dismissed by the Board of Commissioners.

DISCLAIMER:

This Document is a translation of an official document issued by the respective party. Every effort has been made to ensure that the contents of this document are identical, accurate, and faithful to that published in Bahasa Indonesia. If there are discrepancies between the Bahasa Indonesia and English document, the Bahasa Indonesia document shall prevail

The Company's Audit Committee consists of 3 (three) members, namely an Independent Commissioner as Chairman concurrently Member and 2 (two) Members from outside the Company.

In the event that a member of the Audit Committee is unable to carry out his duties, for any reason, which will reduce the number of members of the Audit Committee to less than 3 (three), the Board of Commissioners will appoint a new member of the Audit Committee.

The requirements for membership of the Audit Committee are as follows:

- a. Obligated to high integrity, ability, knowledge, experience in accordance with the field of work and be able to communicate well.
- b. Obligated to comprehend the financial statements, the company's business especially those related to the services or business activities of the Company, the audit process, risk management and the laws and regulations in the Capital Market sector as well as other relevant laws and regulations.
- c. Obligated to comply with the code of ethics of the Audit Committee set by the Company.
- d. Willing to improve competence continuously through education and training.
- e. Required to have at least 1 (one) member with educational background and expertise in accounting and finance.
- f. Not an insider from Public Accounting Firm, Legal Consulting Firm, Public Appraisal Service Office or other party providing insurance services, non-insurance services, appraisal services and/or other consulting services to the Company within the last 6 (six) months.
- g. Not a person who works or has the authority and responsibility to plan, lead, control or supervise the activities of the Company within the last 6 (six) months, except for the Independent Commissioner.
- h. In the event that a member of the Audit Committee acquires the Company's shares either directly or indirectly as a result of a legal event, the shares must be transferred to another party within a maximum period of 6 (six) months after the acquisition of the shares.
- i. Doesn't have affiliation with members of the Board of Commissioners, members of the Board of Directors or the Company's Major Shareholders; and
- j. Doesn't have a business relationship, either directly or indirectly related to the Company's business activities.

Members of the Audit Committee are required to attend training organized by the Company for them and comply with the applicable Company Regulations.

VI. LENGTH OF SERVICE

The term of office of members of the Audit Committee may not be longer than the term of office of the Board of Commissioners as stipulated in the Company's Articles of Association, which is 5 (five) years and can be re-elected only for the next 1 (one) period.

DISCLAIMER:

This Document is a translation of an official document issued by the respective party. Every effort has been made to ensure that the contents of this document are identical, accurate, and faithful to that published in Bahasa Indonesia. If there are discrepancies between the Bahasa Indonesia and English document, the Bahasa Indonesia document shall prevail

VII. WORKING PROCEDURES AND PROCEDURES

1. The Audit Committee makes an annual work plan consisting of meeting schedules, agendas, including parties to be invited to the meeting such as the external auditors of the Company's management, internal auditors and/or other parties deemed necessary to support their duties and responsibilities.
2. The Audit Committee meeting agenda is aligned with the Company's annual work plan, including but not limited to the discussion of financial statements and/or compliance with relevant laws and regulations.
3. The implementation of the duties and responsibilities of the Audit Committee as well as the opinions and suggestions given are based on/depending on the information provided by the Company's management, external auditors and other internal and external parties.
4. Administrative coordination of the implementation of the duties of the Audit Committee is carried out by the Corporate Secretary.

VIII. REPORTING AND ACCOUNTABILITY

The Audit Committee conveys:

1. a written report to the Board of Commissioners in at least one semester that presents the activities and recommendations of the Audit Committee as well as significant issues that require the attention of the Board of Commissioners.
2. a special report to the Board of Commissioners, in the event of a special assignment given; and
3. annual report on the implementation of the Audit Committee's activities which are disclosed in the Company's Annual Report.

IX. HANDLING COMPLAINTS OR REPORTING OF VIOLATIONS

The Audit Committee will review complaints/reports of alleged violations related to financial reporting and report the results of the review to the Board of Commissioners and instruct the Board of Directors to follow up on cases and take necessary actions, in accordance with Company policies and applicable regulations.

X. CLOSING

This charter is effective as of January 22nd, 2019 and is periodically evaluated for improvement.

If the provisions of this charter aren't in accordance with the applicable laws and regulations, then the provisions of the applicable laws and regulations will apply.

DISCLAIMER:

This Document is a translation of an official document issued by the respective party. Every effort has been made to ensure that the contents of this document are identical, accurate, and faithful to that published in Bahasa Indonesia. If there are discrepancies between the Bahasa Indonesia and English document, the Bahasa Indonesia document shall prevail