

PIAGAM DIREKSI / CHARTER OF THE BOARD OF DIRECTORS

PT FAJAR SURYA WISESA TBK (“Perseroan” / “Company”)

I. Landasan Hukum 1. Undang - undang No. 40 Tahun 2007 tentang Perseroan Terbatas; 2. Peraturan Otoritas Jasa Keuangan No. 33/POJK.04/2014 tentang Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik 3. Anggaran Dasar Perseroan	I. Regulations Background 1. Law No. 40 of 2007 concerning Limited Liability Companies; 2. Financial Services Authority Regulation No. 33/POJK.04/2014 regarding Directors and Board of Commissioners of Issuers or Public Company 3. The Company's Articles of Association
II. Tugas, Tanggung Jawab dan Wewenang Direksi 1. Direksi bertugas melakukan pengurusan dan bertanggung jawab penuh atas pengurusan Perseroan, untuk kepentingan Perseroan sesuai maksud dan tujuan serta mewakili Perseroan baik di dalam maupun di luar pengadilan sesuai anggaran dasar. 2. Direksi wajib menyelenggarakan Rapat Umum Pemegang Saham (RUPS) tahunan dan RUPS lainnya sebagaimana diatur dalam perundang-undangan dan anggaran dasar. 3. Setiap anggota Direksi melaksanakan tugas dan tanggung jawabnya dengan itikad baik, penuh tanggung jawab, dan kehati-hatian. 4. Menyusun rencana jangka panjang perusahaan dan rencana kerja dan anggaran perusahaan sesuai dengan ketentuan anggaran dasar.	II. Duties, Responsibilities and Authorities of the Board of Directors 1. The Board of Directors is in charge of managing and fully responsible for the management of the Company, in the interests of the Company in accordance with the aims and objectives and representing the Company both inside and outside the court according to the articles of association. 2. The Board of Directors must hold an annual General Meeting of Shareholders (GMS) and other GMS as stipulated in legislation and articles of association. 3. Every member of the Board of Directors carries out their duties and responsibilities in good faith, full of responsibility, and prudence. 4. Prepare the company's long-term plan and work plan and company budget in accordance with the provisions of the articles of association.
III. Kebijakan dan Nilai - Nilai 1. Direksi terdiri atas minimal 3 (tiga) orang. 2. Anggota Direksi : mempunyai akhlak, moral, dan integritas yang baik; cakap melakukan perbuatan hukum; memenuhi persyaratan yang harus dipenuhi sebelum dan selama menjabat; memiliki komitmen untuk mematuhi peraturan perundang-undangan; dan memiliki pengetahuan dan/atau keahlian di bidang yang dibutuhkan Perseroan.	III. Policy and Values 1. The Board of Directors consists of at least 3 (three) people. 2. Members of the Board of Directors: have good character, morals, and integrity; capable of carrying out legal actions; meet the requirements that must be fulfilled before and during his / her tenure; have a commitment to comply with laws and regulations; and have knowledge and / or expertise in the fields needed by the Company.
IV. Masa Jabatan Masa jabatan Direksi adalah selama 5 (lima) tahun, sejak penutupan RUPS yang mengangkat mereka sampai penutupan RUPS Tahunan yang ke-5 (lima).	IV. Term of Service The term of office of the Board of Directors is for 5 (five) years, since the closing of the GMS that appoints them until the closing of

	the 5th (fifth) Annual GMS.
V. Kebijakan Rapat	V. Meeting Policy
1. Direksi wajib mengadakan rapat Direksi secara berkala paling kurang 1 (satu) kali dalam setiap bulan. 2. Direksi wajib mengadakan rapat bersama Dewan Komisaris secara berkala paling kurang 1 (satu) kali dalam 4 (empat) bulan. 3. Pengambilan keputusan rapat dengan musyawarah mufakat, jika tidak tercapai keputusan musyawarah mufakat, maka pengambilan keputusan dilakukan berdasarkan suara terbanyak. 4. Kehadiran anggota Direksi pada rapat diungkap pada laporan tahunan. 5. Dari segala hal yang dibicarakan dan diputuskan dalam rapat dibuat risalah rapat.	1. The Board of Directors must hold a Board of Directors meeting periodically at least 1 (one) time every month. 2. The Board of Directors must hold a joint meeting with the Board of Commissioners periodically at least 1 (one) time in 4 (four) months. 3. Decision making for meetings with consensus agreement, if no consensus agreement is reached, then the decision is made based on the majority of votes. 4. The presence of members of the Board of Directors at the meeting is revealed in the annual report. 5. All matters discussed and decided at the meeting are made minutes of meeting.
VI. Pelaporan dan Pertanggungjawaban	VI. Reporting and Responsibility
1. Laporan pengurusan (tahunan dan lain-lain). 2. Tata kelola Perseroan.	1. Management reports (annual and etc.). 2. Corporate governance.