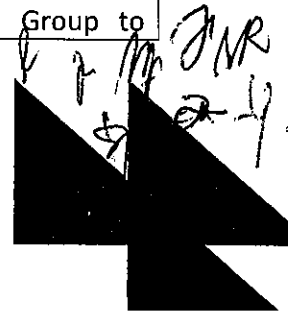
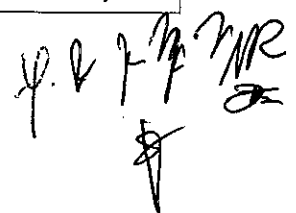


INDONESIAN VERSION	ENGLISH VERSION
<p style="text-align: center;"><b>PT HEXINDO ADIPERKASA TBK KEPUTUSAN DIREKSI</b></p> <p style="text-align: center;"><b>Nomor : 239/SK-DIR/2020</b></p> <p style="text-align: center;"><b>TENTANG KOMITE KEPATUHAN DAN MANAJEMEN RESIKO</b></p>	<p style="text-align: center;"><b>PT HEXINDO ADIPERKASA TBK DIRECTORS DECREE</b></p> <p style="text-align: center;"><b>Number: 239/SK-DIR/2020</b></p> <p style="text-align: center;"><b>REGARDING COMPLIANCE AND RISK MANAGEMENT COMMITTEE</b></p>
<p><b>Menimbang :</b></p> <p>a. Bahwa dengan adanya perubahan dan perkembangan usaha perusahaan serta tantangan atas perubahan lingkungan, resiko dan peraturan perundangan menyebabkan perubahan dan peningkatan drastic terhadap isu-isu kepatuhan dan resiko ketika menjalankan aktifitas perusahaan.</p> <p>b. Bahwa dengan mempertimbangkan tersebut, dirasa perlu dibentuk suatu team kerja yang dapat membangun iklim korporasi yang memacu kesadaran setiap individu karyawan, unit kerja dalam perusahaan akan masalah kepatuhan dan dapat mengidentifikasi resiko sebagai "suatu resiko" serta mampu mengambil langkah awal untuk mengatasi atau meminimalisir resiko dan dampak atas resiko dimaksud.</p> <p><b>Mengingat :</b></p> <p>a. Komitmen perusahaan dalam implementasi Tata Kelola Perusahaan Yang Baik.</p> <p>b. Prinsip dasar dan panduan kepatuhan dan manajemen resiko yang dikeluarkan oleh Hitachi Construction Machinery Co., Ltd. Japan yang meminta kepada setiap <i>subsidiary</i> company dalam HCM Group</p>	<p><b>Considering :</b></p> <p>a. Whereas as the changing and increasing of company's business as well the challenges over the change of environment, risks and regulations, has drastically made the change and increasing the issue of compliances and risk in company's operation.</p> <p>b. Whereas due to the above consideration, it is necessary to form a work team which may establish a corporate climate that encourages each individual employees, working units in the company to remain kindly aware of compliance and may identify risk as "a risk" as well as may take precautionary to minimize the risk and its impact.</p> <p><b>In view of :</b></p> <p>a. Company's commitment in the implementation of Good Corporate Governance.</p> <p>b. The basic principles and guidelines on compliance and risk management issued by Hitachi Construction Machinery Co., Ltd. Japan which requested each subsidiary company of HCM Group to</p>

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<p>agar memiliki komite kepatuhan dan manajemen resiko.</p> <p style="text-align: center;"><b>MEMUTUSKAN</b></p> <p><b>I. ORGANISASI</b></p> <p>1. Susunan KOMITE KEPATUHAN DAN MANAJEMEN RESIKO (untuk selanjutnya disingkat dengan "KOMITE") adalah sebagai berikut :</p> <table border="1" data-bbox="263 761 805 1534"> <tr> <td>Penasehat</td> <td>Direktur Pengembangan Bisnis</td> </tr> <tr> <td>Ketua</td> <td>Legal Department Head</td> </tr> <tr> <td>Anggota</td> <td> <ol style="list-style-type: none"> <li>1. Perwakilan Finance Division</li> <li>2. Perwakilan HR &amp; GA Division</li> <li>3. Perwakilan Internal Audit Department</li> <li>4. Perwakilan IT, QSHE &amp; Corp. Strategic Management Division</li> <li>5. Perwakilan Proc. AM &amp; IC Division</li> <li>6. Perwakilan Branch Sales Administration Department</li> <li>7. Perwakilan Parts &amp; Service Division</li> </ol> </td> </tr> </table> <p>2. Anggota KOMITE dari Department/Divisi harus mendapatkan persetujuan dari Direktur Function (Direktur yang membawahi Department / Divisi terkait);</p> <p>3. Selain dari anggota tersebut, dalam hal keadaan atau situasi khusus, dapat diangkat</p>	Penasehat	Direktur Pengembangan Bisnis	Ketua	Legal Department Head	Anggota	<ol style="list-style-type: none"> <li>1. Perwakilan Finance Division</li> <li>2. Perwakilan HR &amp; GA Division</li> <li>3. Perwakilan Internal Audit Department</li> <li>4. Perwakilan IT, QSHE &amp; Corp. Strategic Management Division</li> <li>5. Perwakilan Proc. AM &amp; IC Division</li> <li>6. Perwakilan Branch Sales Administration Department</li> <li>7. Perwakilan Parts &amp; Service Division</li> </ol>	<p>establish the compliance and risk management committee.</p> <p style="text-align: center;"><b>HAS DECIDED</b></p> <p><b>I. ORGANIZATION</b></p> <p>1. Organizational structure in COMPLIANCE AND RISK MANAGEMENT COMMITTEE (herein after referred to as the "COMMITTEE") shall be as follows :</p> <table border="1" data-bbox="885 761 1428 1612"> <tr> <td>Advisor</td> <td>Business Development Director</td> </tr> <tr> <td>Chairman</td> <td>Legal Department Head</td> </tr> <tr> <td>Members</td> <td> <ol style="list-style-type: none"> <li>1. Representative of Finance Division</li> <li>2. Representative of HR &amp; GA Division</li> <li>3. Representative of Internal Audit Department</li> <li>4. Representative of IT, QSHE &amp; Corp. Strategic Management Division</li> <li>5. Representative of Proc. AM &amp; IC Division</li> <li>6. Representative of Branch Sales Administration Department</li> <li>7. Representative of Parts &amp; Service Division</li> </ol> </td> </tr> </table> <p>2. COMMITTEE members appointed from Departments/Divisions should be approved by the Director Function (Director charge to supervise the Departments / Divisions concerned);</p> <p>3. Other than such members above, if it's necessary an Ad-Hoc member may be</p>	Advisor	Business Development Director	Chairman	Legal Department Head	Members	<ol style="list-style-type: none"> <li>1. Representative of Finance Division</li> <li>2. Representative of HR &amp; GA Division</li> <li>3. Representative of Internal Audit Department</li> <li>4. Representative of IT, QSHE &amp; Corp. Strategic Management Division</li> <li>5. Representative of Proc. AM &amp; IC Division</li> <li>6. Representative of Branch Sales Administration Department</li> <li>7. Representative of Parts &amp; Service Division</li> </ol>
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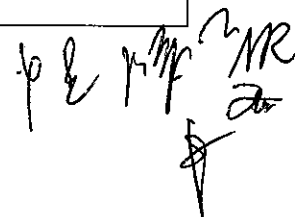


<p>anggota Ad-Hoc dari department terkait yang memahami suatu permasalahan khusus dimaksud.</p> <p><b>II. PERIODE</b> Masa tugas KOMITE terhitung sejak tanggal 1 Juli 2020 dan berlaku sampai dengan adanya pembatalan Direktur.</p> <p><b>III. TUGAS &amp; KEWENANGAN KOMITE</b> Tugas &amp; Kewenangan KOMITE adalah sebagai berikut :</p> <ol style="list-style-type: none"> <li>1. Menerima laporan, mengidentifikasi kejadian, melakukan klarifikasi terhadap resiko dan masalah kepatuhan yang terjadi dalam aktifitas perusahaan dengan mengacu kepada prinsip dasar dan panduan kepatuhan dan manajemen resiko. Dalam hal ini "Resiko" diartikan sebagai suatu atau semua kejadian yang menyebabkan kerugian ataupun kehilangan dalam bentuk lainnya, baik langsung ataupun tidak langsung terhadap aktifitas usaha perusahaan, Direksi/Manajemen Perusahaan, Karyawan dan Keluarga sebagaimana tercantum lampiran Surat Keputusan ini.</li> <li>2. Melakukan dan mengukur langkah-langkah yang dapat direkomendasikan untuk mengatasi suatu masalah, dalam mengurangi atau mencegah terjadinya resiko dan masalah kepatuhan (<i>Policy Making</i>) untuk disampaikan kepada Direksi (Fungsi Intermediasi) sebelum dilakukan suatu keputusan;</li> <li>3. Merumuskan kebijakan manajemen resiko perusahaan.</li> </ol>	<p>appointed from the relevant department who knows well such problems.</p> <p><b>II. PERIOD</b> The period of COMMITTEE commencing from the date of July 1<sup>st</sup>, 2020 and will govern until there are cancellation of Director.</p> <p><b>III. TUGAS &amp; KEWENANGAN KOMITE</b> Task &amp; Authorities of COMMITTEE shall be the following :</p> <ol style="list-style-type: none"> <li>1. To recognize report, identifying cases, clarifying risk and compliance cases which happen during the company's operation pursuant to the basic principles and guidelines on compliances and risk management. In this matter, "Risk" shall be defined as any and all incidents that result in Company's business activities, board of directors and employees and their families suffering a loss, directly or indirectly as stipulated in this Director Decree.</li> <li>2. To Conduct and measuring recommended steps to resolve a problem, to minimize or prevent the risk and compliance issues (<i>Policy Making</i>) to be recommended to the Board of Directors (Intermediation Function) prior to a decision;</li> <li>3. Create the company risk management policies.</li> </ol>
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<p>4. Melakukan identifikasi secara rutin potensi resiko atas isu internal dan eksternal (<i>inherent risk</i>) dan mengidentifikasi dampak setelah dilakukannya mitigasi (<i>residual risk</i>).</p> <p>5. Melakukan pendampingan dan memberikan rekomendasi kepada department terkait langsung dengan masalah resiko dan kepatuhan terkait;</p> <p>6. Mendorong dan mengedukasi isu-isu kepatuhan dan manajemen resiko dalam lingkungan perusahaan melalui/dengan perantara department terkait;</p> <p>7. Apabila dianggap perlu, dalam hal terjadi suatu masalah kepatuhan ataupun adanya suatu resiko tertentu, KOMITE dapat melakukan pelaporan kepada <i>Compliance and Risk Management Division HCM c.q Secretary Compliance</i> atau <i>Secretary Risk Management</i>;</p> <p>8. Apabila diperlukan, dalam melaksanakan tugasnya KOMITE dapat menunjuk department terkait, untuk duduk sebagai anggota Ad-Hoc KOMITE dalam menangani masalah tertentu.</p>	<p>4. Routinely identify potential risks for internal and external issues (<i>inherent risk</i>) and identify impacts after mitigation (<i>residual risk</i>).</p> <p>5. To accompany and provide recommendations to the relevant department whose directly related to the risk and compliance issues happened;</p> <p>6. To promote and educate within the Company concerning the compliance issues and risk management thought / with intermediaries of the relevant departments;</p> <p>7. If necessary, in the event of a case of compliance or the submission of a particular risk, the COMMITTEE may report to the compliance and Risk Management Division, HCM c.q. the Secretary of Compliance or Secretary of Risk Management;</p> <p>8. If necessary , in carrying out their duties, COMMITTEE may appoint relevant department or department concerned, to sit as a member of the Ad-Hoc COMMITTEES in addressing a particular problem.</p>
<p><b>IV. RAPAT KOMITE</b> RAPAT KOMITE akan dilakukan minimal setiap triwulan atau KOMITE dapat mengadakan RAPAT KOMITE setiap saat, apabila dianggap perlu.</p>	<p><b>IV. COMMITTEE MEETING</b> COMMITTEE MEETING shall be conducting minimum quarterly, or the COMMITTEE may conduct COMMITTEE MEETING at any time, if needed.</p>
<p><b>V. PEMBERLAKUAN EFEKTIF</b> Surat Keputusan ini berlaku efektif sejak tanggal 1 Juli 2020.</p> <p>Dengan berlakunya Keputusan Direksi ini maka Keputusan Direksi No. 051/SK-DIR/2015, tertanggal 31 Maret 2015</p>	<p><b>V. EFFECTIVE DATE</b> This Decree shall be applicable on July 1<sup>st</sup>, 2020.</p> <p>By enacting this Directors Decree, hence the Director Decree No. 051/SK-DIR/2015, dated</p>

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<p>tentang Komite Kepatuhan dan Managemen Resiko dinyatakan tidak berlaku.</p> <p>Demikian Surat Keputusan ini dibuat dan ditetapkan pada tempat dan tanggal sebagaimana tertera dibawah, serta akan diadakan perubahan dan perbaikan seperlunya apabila dikemudian hari diperlukan.</p>	<p>on March 31, 2015 regarding Compliance and Risk Management Committee is no longer valid.</p> <p>This Decree is made and enacted on the place and date as stated below, revision and amendment shall be made in the future if it is required.</p>
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Diterbitkan di / Issued in : Jakarta *J*  
Tanggal / Date : 1 Juli 2020

PT Hexindo Adiperkasa Tbk



*hp*  
**DJONGGI TP. GULTOM**  
Presiden Direktur/President Director



**KENJI SAKAMOTO**  
Direktur/Director

*Handwritten notes and signature*

**Attachment**

No.	RISK
1	Acts of God (earthquake, typhoon, heavy rain, lightning, Flood, eruption, tsunami etc.)
2	Fire and explosion
3	Mass action, riot, demo, political change, wars, conflicts, aircraft accidents
4	Contagious diseases/ endemic, virus (mers, flu burung dll)
5	Violation of laws, ordinances and regulations
6	Insider trading violations
7	IT (Leakage of confidential information (Data marketing), window dressing)
8	Computer failures (computer virus infection, data destruction, unauthorized use,
9	Industrial accidents, death from overwork, various accidents (including traffic accidents), mental health and non-occupational disease or injury