

THE DECREE OF THE BOARD OF COMMISSIONERS OF
PERUSAHAAN PERSEROAN (PERSERO) PT TELEKOMUNIKASI INDONESIA, TBK.

Regarding

THE STIPULATION OF CHARTER OF THE BOARD OF COMMISSIONERS OF
PERUSAHAAN PERSEROAN (PERSERO) PT TELEKOMUNIKASI INDONESIA, TBK.

The Board of Commissioners of
Perusahaan Perseroan (Persero) PT Telekomunikasi Indonesia, Tbk.:

- Considering : Whereas to improve effectiveness on the implementation of duties and functions of the Board of Commissioners and to ensure that the implementation of duties and functions of the Board of Commissioners is in line with the principles of good corporate governance, the Board of Commissioners considers it necessary to issue the Charter of the Board of Commissioners which is stipulated by means of the decree of the Board of Commissioners;
- Bearing in mind : 1. The Articles of Association of Perusahaan Perseroan (Persero) PT Telekomunikasi Indonesia, Tbk., which has been published in the State Report of the Republic of Indonesia Number 5 dated January 17, 1992, Supplement to the State Report of the Republic of Indonesia Number 210/1992, as has been amended for several times and the latest amendment has been received and recorded in the database of Legal Entity Administration System of the Ministry of Law and Human Rights of the Republic of Indonesia by means of Letter Number: AHU-AH.01.10-22501 dated June 7, 2013;
2. The Minutes of Extraordinary General Meeting of Shareholders of Perusahaan Perseroan (Persero) PT Telekomunikasi Indonesia, Tbk., dated December 17, 2010, as contained in the Deed of Notary A. Partomuan Pohan, SH., LL.M Number 33 of the Year 2010 and the Minutes of Annual General Meeting of Shareholders of Perusahaan Perseroan (Persero) PT Telekomunikasi Indonesia, Tbk., Dated May 11, 2012, and April 19, 2013, as contained in the Deed of Notary Ashoya Ratam, SH, M.Kn Number 14 of the Year 2012 and Number 38 of the Year 2013;
- With due observance of : the Internal Meeting of the Board of Commissioners of Perusahaan Perseroan (Persero) PT Telekomunikasi Indonesia, Tbk., dated December 20, 2013

HAS DECIDED:

To stipulate : THE DECREE OF THE BOARD OF COMMISSIONERS OF PERUSAHAAN PERSEROAN (PERSERO) PT TELEKOMUNIKASI INDONESIA, TBK., REGARDING THE STIPULATION OF CHARTER OF THE BOARD OF COMMISSIONERS OF PERUSAHAAN PERSEROAN (PERSERO) PT TELEKOMUNIKASI INDONESIA, TBK.

Article 1

Stipulate the Charter of the Board of Commissioners of Perusahaan Perseroan (Persero) PT Telekomunikasi Indonesia, Tbk., as referred to in the attachment to this Decree.

Article 2

With the stipulation of this Decree, then, the Decree of the Commissioners Number: 03/KEP/DK/2007 dated March 14, 2007, regarding the Adoption of Resolutions in the Meeting of the Commissioners is declared of no longer being valid.

Article 3

This Decree will be effective starting as of the date of stipulation. If in the future, it is evident that there is any mistake in this Decree, then, will be carried out correction accordingly.

Stipulated : in Jakarta

On : December 17, 2013

The Board of Commissioners of
Perusahaan Perseroan (Persero) PT Telekomunikasi Indonesia, Tbk.

[signature affixed]
JUSMAN SYAFII DJAMAL
President Commissioner

[signature affixed]
GATOT TRIHARGO
Commissioner

The copies of this Decree are delivered to:

1. The Members of the Board of Commissioners of PT Telkom Indonesia, Tbk.;
2. The Members of the Board of Directors of PT Telkom Indonesia, Tbk.;
3. The Secretary of the Board of Commissioners of PT Telkom Indonesia, Tbk.

[Official Translation]

CHARTER OF THE BOARD OF COMMISSIONERS OF
PERUSAHAAN PERSEROAN (PERSERO)
PT TELEKOMUNIKASI INDONESIA, TBK.

Attachment to the Decree of the Board of Commissioners of
Perusahaan Perseroan (Persero) PT Telekomunikasi Indonesia, Tbk.

Number: 16/KEP/DK/2013

Dated December 17, 2013

CHAPTER I INTRODUCTION

To improve the effectiveness on the implementation of duties and functions of the Board of Commissioners and to ensure that the implementation of duties and functions of the Board of Commissioners is in line with the principles of good corporate governance, the Board of Commissioners considers it necessary to issue the Charter of the Board of Commissioners.

The Charter of the Board of Commissioners constitutes the stipulation among the members of the Board of Commissioners which is stipulated through the meeting of the Board of Commissioners over matters related to the activities and actions of the Board of Commissioners in performing the supervision over the management of the Company performed by the Board of Directors. The relevant stipulation is referring to the Articles of Association and the provisions of the legislations.

CHAPTER II THE BOARD OF COMMISSIONERS

1. The Board of Commissioners constitutes a board and every member of the Board of Commissioners cannot act individually, instead it will act based on the resolution of the Board of Commissioners.
2. Eligible to be appointed as a member of the Board of Commissioners shall be an individual possessing Indonesian nationality who is capable of performing legal action, safe for within a period of 5 (five) years prior to his/her appointment he/she has:
 - a. Been declared of being bankrupt;
 - b. Become a member of the Board of Directors or a member of the Board of Commissioners, or a member of the Supervisory Board who has been declared guilty of causing a Company or a State Corporation to be declared of being bankrupt; and
 - c. Been sentenced for committing criminal offense inflicting losses to the State finance and/or the State Owned Companies and/or relating to the financial sector.
3. The Members of the Board of Commissioners will be appointed from the qualified Indonesian Citizens in accordance with the statutory regulations. Among the members of the Board of Commissioners and between the members of the Board of Commissioners and the members of the Board of Directors, there may not be any kinship up to the 3rd (third) degree, both according to the straight line and sideways lineage, or relationship arising due to marriage (matrimony).
4. The term of office of a member of the Board of Commissioners shall be for a term of 5 (five) years, in the definition that it start as of the date stipulated by the appointing General Meeting of Shareholders up to the closing of the fifth Annual General Meeting of Shareholders after his/her appointment.
5. The provisions regarding the term of office of the member of the Board of Commissioners aforesaid does not prejudice the right of the General Meeting of Shareholders to dismiss the relevant member of the Board of Commissioners at any time before the expiry of his/her term of office. The dismissal aforesaid may be done if the relevant member of the Board of Commissioners, among others:
 - a. cannot perform his/her duties accordingly;

- b. did not implement the provisions of the statutory regulations or the provisions of the Articles of Association; or
 - c. is involved in any action inflicting losses to the Company or the state.
6. After his/her term of office has ended, the member of the Board of Commissioners may be reappointed only for 1 (one) more term of office by the General Meeting of Shareholders.
7. The members of the Board of Commissioners will be prohibited from holding concurrent positions as:
 - a. a member of the Board of Directors in the State Owned Enterprise, the Regional Government Owned Enterprise, the Privately Owned Enterprise;
 - b. other Positions in accordance with the provisions of the statutory regulations, a caretaker of a political party and/or a candidate/member of the legislative and or a candidate of the head of the region/deputy head of the region; and/or
 - c. other Positions which could give rise to conflict of interest.
8. A member of the Board of Commissioners will be entitled to resign from his/her office by notifying in writing regarding his intention aforesaid to the Company with copies sent to the A-Series Dwiwarna Shareholders, the Board of Commissioners, and other members of the Board of Directors at the latest 60 (sixty) days prior to the effective date of his/her resignation.
If the application for resignation did not state the effective date of resignation and there is not any resolution from the General Meeting of Shareholders regarding the resignation aforesaid, then, the relevant member of the Board of Commissioners will stop serving his/her office starting as of the lapse of 60 (sixty)-day period from the date of receipt of the Application letter for the resignation.
9. The office of the Board of Commissioners will end if:
 - a. his/her term of office has ended;
 - b. he/she resigns in accordance with the provisions in the Articles of Association;
 - c. he/she no longer fulfills the requirements of the statutory regulations;
 - d. he/she has passed away;
 - e. he/she is dismissed based on the General Meeting of Shareholders.

CHAPTER III DUTIES AND AUTHORITIES

1. The Board of Commissioners:
 - a. Will carry out the supervision over the management policies of the Company performed by the Board of Directors as well as provides advices to the Board of Directors, including with regard to the development plan of the Company, the annual work and budget plan of the Company, the implementation of the provisions of the Articles of Association of the Company and the resolutions of the General Meeting of Shareholders as well as the statutory regulations with due observance of the interests of the Company.
 - b. Will carry out the duties, authorities and responsibilities in accordance with the provisions of the Articles of Association of the Company and the resolutions of the General Meeting of Shareholders;
 - c. Will review and examine the annual report prepared by the Board of Directors as well as execute the annual report aforesaid.
2. In relation to the duties of the Board of Commissioners as referred to in paragraph 1 of this article, then, the Board of Commissioners will be obliged to:

- a. Provide opinions and advices to the Annual General Meeting of Shareholders regarding the periodic reports and other reports from the Board of Directors;
 - b. Supervise the implementation of the work and budget plan of the Company (including the investment budget) for the previous financial year as well as deliver the result of assessment as well as its opinions to the Annual General Meeting of Shareholders;
 - c. Follow up the progress of the activities of the Company and in the event that the Company indicates any tendency of setbacks, immediately ask the Board of Directors to publish it to the shareholders and to provide advices regarding the correctional measures to be taken;
 - d. Provide opinions and advices to the General Meeting of Shareholders regarding any other issues considered important for the management of the Company;
 - e. Propose to the General Meeting of Shareholders, through the Board of Directors, the appointment of public accountant office who will carry out the audit over the financial statement of the Company, including the internal control audit over financial reporting, in accordance with the prevailing provisions from the Capital Market authorities in which the shares of the Company are registered and/or listed;
 - f. Provide report regarding the supervisory duties which have been performed during the recently passed financial year to the General Meeting of Shareholders;
 - g. Perform other supervisory duties stipulated by the General Meeting of Shareholders;
3. The Members of the Board of Commissioners cannot be requested for their accountability over the losses of the Company, if they can prove that they:
- a. Have performed the supervision in good faith and prudently for the interest of the Company and in accordance with the purposes and objectives of the Company;
 - b. Do not have any personal interest, either directly or indirectly, over the management actions of the Board of Directors which are resulting in losses; and
 - c. Have provided advices to the Board of Directors to prevent the occurrence or the continuing of such losses.

The members of the Board of Commissioners, either collectively or individually, at any time, during office hours of the Company, will be entitled to enter the buildings and yards or other places used or controlled by the Company and will be entitled to examine all books, letters, and other evidences, inventories, examine and confirm cash position (for verification purposes) and other securities as well as will be entitled to be informed of any actions which have been taken by the Board of Directors.

CHAPTER IV DISTRIBUTION OF DUTIES

1. The distribution of duties among the members of the Board of Commissioners will be stipulated by the Board of Commissioners in the meeting of the Board of Commissioners.
2. For volubility of its duties, the Board of Commissioners will be assisted by the Secretary of the Board of Commissioners.
3. In the framework of performing its duties and functions, the Board of Commissioners may form committees and request expert assistance.
4. The committees within the scope of the Board of Commissioners consist of:
 - a. The Audit Committee;
 - b. The Planning and Risks Evaluation and Monitoring Committee;

- c. The Nomination and Remuneration Committee
5. The appointment of the Secretary of the Board of Commissioners, the appointment of the Chairmen of the Committees, the appointment of the members of the Committees and the appointment of the experts will be resolved in the meeting of the Board of Commissioners.
6. In relation to the duties and functions of the Committees, will be carried out the following allocation of the chairmen of the committees:
 - a. The Chairman of the Committee whose functions and duties are related to the nomination and remuneration of the strategic positions held by the President Commissioner.
 - b. The Chairman of the Committee whose functions and duties are related to the monitoring over the implementation of financial statement and internal control audit occupied by the Commissioners who constitute Independent Commissioners.
 - c. The Chairman of the Committee whose functions and duties are related to the monitoring of the performance and risk control occupied by the Commissioners representing the Government.

CHAPTER V THE MEETING OF THE BOARD OF COMMISSIONERS

1. In the Articles of Association of the Company, the meeting of the Board of Commissioners is stipulated as following:
 - a. Any resolutions of the Board of Commissioners will be adopted in the meeting of the Board of Commissioners, in the meeting aforesaid, the Board of Commissioners may invite the Board of Directors.
 - b. The Meeting of the Board of Commissioners may be convened at least once in a month or at any time if considered necessary by one or more members of the Board of Commissioners or upon the written request from the meeting of the Board of Directors or upon the request of 1 (one) or more shareholders representing at least 1/10 (one-tenth) of the total entire shares with valid voting rights.
 - c. The summoning for the meeting of the Board of Commissioners will be delivered in writing by the President Commissioner or by a member of the Board of Commissioners designated by the President Commissioner.
 - d. The summoning for the meeting of the Board of the Commissioners will be delivered to each member of the Board of Commissioners by means of registered mail or a letter personally delivered against proper receipt or by means of facsimile or other electronic media which will be immediately confirmed with registered mail at least 3 (three) days and in urgent condition, at least 1 (one) day, prior to the convening of the meeting, excluding the date of the summoning and the date of the meeting.
 - e. The summoning of the meeting as referred to in letter ca of this article must take into account the date of the summoning and the date of the meeting.
 - f. The Meeting of the Board of Commissioners will be considered valid if it is convened at the place of domicile of the Company or at place of main business activity within the territory of the Republic of Indonesia.
 - g. The Meeting of the Board of Commissioners which is convened in other places as referred to in letter f of this Article, will be considered valid and may adopt resolution, if

- it is convened within the territory of the Republic of Indonesia and if it is attended by the entire members of the Board of Commissioners.
- h. The summoning for the meeting aforesaid will not be required if all members of the Board of Commissioners were present in the meeting.
 - i. The Meeting of the Board of Commissioners may be convened via video conference transmission or other media which enables all participants of the meeting to be able to hear one another and to participate in the meeting and in relation to such matter, all participating individuals will be considered of having been present to determine the fulfillment of quorum requirement and voting and resolutions. The Meeting of the Board of Commissioners which is convened via video conference transmission or other similar communication devices must be provided with minutes made in writing and which is circulated to the entire participating members of the Board of Commissioners for examination and approval.
 - j. The Meeting of the Board of Commissioners will be chaired by the President Commissioner, in which case no evidence to the third party will be required, then, the meeting will be chaired by another member of the Board of Commissioners appointed by and from the members of the Board of Commissioners present.
 - k. A member of the Board of Commissioners may be represented in the meeting of the Board of Commissioners only by another member of the Board of Commissioners by virtue of a power of attorney which is specifically granted for such purpose.
 - l. The Meeting of the Board of Commissioners will be valid and entitled to adopt binding resolutions if more than $\frac{1}{2}$ (one-half) of the total number of the members of the Board of Commissioners were present or represented in the meeting.
 - m. All resolutions in the meeting of the Board of Commissioners will be adopted by means of deliberation to reach a consensus.
 - n. In the event that the resolution based on deliberation to reach a consensus cannot be achieved, then, the resolution will be adopted by means of voting based on the majority affirmative votes from the total number of votes cast in the meeting.
 - o. In the case of a tie between the affirmative and dissenting votes, then, the resolution of the meeting will be in accordance with the opinion of the Chairman of the meeting with due observance of the provisions regarding the accountability as stipulated in the Articles of Association.
 - p. Every member of the Board of Commissioners will be entitled to cast 1 (one) vote plus 1 (one) other vote for every other member of the Board of Commissioners whom he/she represents.
 - q. Voting concerning an individual will be carried out by means of unsigned folded ballots, whereas voting concerning other matters will be carried out verbally, unless the Chairman of the meeting stipulates otherwise without any objection based on the majority votes of those present.
 - r. Every member of the Board of Commissioners who are present or represented in the meeting must give or cast vote. In the event that a member of the Board of Commissioners did not cast any vote (abstain), then, the relevant member of the Board of Commissioners will follow and will also be accountable for the result of the resolution of the meeting.
 - s. Unlawful votes will be considered non-existent and will not be taken into account in determining the total number of votes cast in the meeting.

- t. In every meeting of the Board of Commissioners must be drawn up the Minutes of meeting containing the matters being discussed (including the statement of disapproval/dissenting opinion of the members of the Board of Commissioners, if any) and the matters being resolved.
 - u. The Minutes of Meeting as referred to in letter t will be executed by the Chairman of the Meeting and one of the members of the Board of Commissioners who is present in the meeting.
 - v. The resolution may also be adopted outside the meeting of the Board of Commissioners, provided that all members of the Board of Commissioners have been notified regarding the proposal for the relevant resolutions and all members of the Board of Commissioners give their approval regarding the presented proposal as well as execute such approval. The resolution adopted in such a manner will have the same force as a resolution validly adopted in the meeting of the Board of Commissioners.
 - w. In other agenda of the meeting, the meeting of the Board of Commissioners will not be entitled to adopt resolution, unless all members of the Board of Commissioners or their lawful representatives are present and approve the addition of agenda of the meeting.
2. In light of administrative order, for every member of the Board of Commissioner who is impeded in attending the meeting of the Board of Commissioner is suggested to grant special power of attorney to another member of the Board of Commissioners.
 3. Every resolution of the meeting of the Board of Commissioners which has been convened in accordance with the provisions in the Articles of Association constitutes a resolution of the Board of Commissioners as a board and, therefore, binds every member of the Board of Commissioners.
 4. For a member of the Board of Commissioners who is impeded in attending and has granted special power of attorney, he/she may deliver his/her opinion or proposal regarding the materials of the meeting, to the extent the proposal aforesaid is delivered before the convening of the meeting. The proposal aforesaid will become a part of the discussion in the framework of adoption of resolutions of the meeting of the Board of Commissioners.
 5. In the event that the meeting of the Board of Commissioners invites the entire members of the Board of Directors, then, the meeting aforesaid will be referred to as the joint meeting of the Board of Commissioners and the Board of Directors.

CHAPTER VI CONFLICT OF INTEREST

In a transaction requiring the written approval of the Board of Commissioners, the Board of Commissioners will be considered of having conflict of interest if a member of the Board of Commissioners has a relationship with the related party. The referred related party covers:

1. A party having kinship due to marriage or lineage up to the second degree (including in-laws), both in horizontal and vertical line, with a member of the Board of Commissioners; or
2. The Company or entity in which a member of the Board of Commissioners or his/her family (as referred to in the above mentioned point 1 of this Chapter) occupies the position as a Commissioner (in the case of other than a limited liability company, other equivalent position) or constitutes a controlling shareholder (in the case of other than a limited liability company, other equivalent position) or constitutes the main shareholder (in the case of other than a limited liability company, other equivalent position).

In such cases, the relevant member of the Board of Commissioners considered of having conflict of interest aforesaid will not be permitted to participate in the adoption of resolution to decide the approval or disapproval over a transaction which must obtain the written approval of the Board of Commissioners which is proposed by the Board of Directors.

In addition, can also be categorized as related party, any company or entity incorporated in a business group in which the relevant member of the Board of Commissioners and his/her family (as referred to in the above mentioned point 1 of this Chapter) occupies the position as the Commissioner in one of the companies or entities in the business group aforesaid.

In such conditions, the member of the Board of Commissioners considered of having conflict of interest aforesaid may not participate in the adoption of resolution to decide the approval or disapproval over a transaction which must obtain the written approval of the Board of Commissioners which is proposed by the Board of Directors.

CHAPTER VII SHARE OWNERSHIP

1. Reporting of Share Ownership

In accordance with the Limited Liability Company Law, the Member of the Board of Commissioners will be obliged to report his/her share ownership and those of his/her family in the Company and other companies to be furthermore recorded in the Special Register. Related to such matter, the Capital Market Law obliges the Board of Commissioners to report its share ownership in the Company within a period of 10 days after the transaction.

The obligation aforesaid constitutes one of the means to notice the presence or absence of affiliated relationship and to anticipate the potential affiliated transactions or transactions with conflict of interest.

2. Insider Trading

The definition of insider based on the Capital Market Law consists of:

- a. The Board of Commissioners, the Directors or the employees of the Company
- b. The main shareholders of the Company
- c. An individual due to his/her position or profession or due to his/her business relationship with the Company enables such individual to obtain insider information.
- d. A party who in the last 6 months no longer becomes a party as referred to in point a, b and c above.

In accordance with the Capital Market Law, an insider in the Company possessing insider information is prohibited to make a purchase or sale over the securities of the Company or the securities of other companies conducting transactions with the Company. An insider is also prohibited to provide insider information to other party who should be suspected of using such information to carry out transactions over the shares of the Company and is prohibited to influence other party to make the purchase or sale of securities.

CHAPTER VIII

RELATIONSHIP BETWEEN THE BOARD OF COMMISSIONERS AND THE BOARD OF DIRECTORS
AND THE GMS

1. With the Board of Directors

The Board of Commissioners supervises the implementation of the duties of the Board of Directors in managing the Company. In performing the supervision, the Board of Commissioners possesses the authority to carry out the examination, for example requesting information and/or documents related to the actions of the Company.

In performing several certain legal actions, the Board of Directors will be obliged to firstly request the written approval from the Board of Commissioners. The certain actions which the Board of Directors must obtain the written approval from the Board of Commissioners will be stipulated in the Articles of Association of the Company and the resolution of the Board of Commissioners specifically issued to stipulate such matter.

2. With the GMS

The Board of Commissioners will be appointed and dismissed based on the GMS. In performing its duties, the Board of Commissioners will be accountable to the GMS and will be obliged to deliver report on the performance of the supervisory duties which have been performed to the GMS

CHAPTER IX
CLOSING

This Charter of the Board of Commissioners will be effective starting as of December 30, 2013.

I, Isma Afifah Romani, S.H., M.Kn., Sworn Translator (pursuant to the Decree of the Governor of DKI Jakarta No. 2238/2004), hereby affirm that today, Saturday, dated May 18, 2019, has translated this document into English language corresponding to the original document in Indonesian language.