



PT TIRA AUSTENITE Tbk

PIAGAM DEWAN KOMISARIS (Board of Commissioners Charter) PT TIRA AUSTENITE Tbk

PIAGAM DEWAN KOMISARIS PT TIRA AUSTENITE Tbk ini ("Piagam") ditetapkan dan berlaku sebagai pedoman bagi Dewan Komisaris PT Tira Austenite Tbk ("Perseroan") serta merupakan satu kesatuan dan bagian tidak terpisahkan dari Anggaran Dasar Perseroan.

Landasan Hukum

Undang-Undang Nomor 40/2007 tentang Perseroan Terbatas.
Undang-Undang Nomor 8/1995 tentang Pasar Modal jo. Undang-Undang Nomor 21/2007 tentang Otoritas Jasa Keuangan pelaksanaannya.
Peraturan Otoritas Jasa Keuangan No. 33/POJK.04/2014 tentang Direksi dan Dewan Komisaris Perusahaan Terbuka.
Anggaran Dasar PT Tira Austenite Tbk.

Tugas & Wewenang

Tugas

- a. Dewan Komisaris mengawasi kebijakan pengurusan, jalannya pengurusan pada umumnya, baik mengenai Perseroan maupun usaha Perseroan dan memberikan nasehat kepada Direksi.
- b. Wewenang & Tanggung Jawab
Selain yang diatur dalam Landasan Hukum dari Piagam ini, maka termasuk dalam wewenang dan tanggung jawab Dewan Komisaris yang terkait tugasnya, adalah :
 1. membentuk Komite Audit dan dapat membentuk komite lainnya guna mendukung efektivitas pelaksanaan tugas dan tanggung jawabnya;
 2. menelaah pencapaian kegiatan usaha Perseroan sesuai dengan laporan Direksi.

Nilai-Nilai Perusahaan

Terpercaya
Komitmen
Sinergi

This BOARD OF COMMISSIONERS CHARTER OF PT TIRA AUSTENITE Tbk (the "Charter") is set out and shall be in fully effect as guidance for the Board of Commissioners ("BOC") of PT Tira Austenite Tbk (the "Company") and as unity and integrated part of the Articles of Association of the Company.

Legal Reference

*Law Number 40/2007 of Limited Liability Company (the "Company Law")
Law Number 8/1995 of Capital Market jo. Law Number 21/2007 of Financial Service Authority (the "Capital Market Law"), including all of its amendments and regulations.
Regulation of Otoritas Jasa Keuangan No. 33/POJK.04/2014 regarding the Board of Directors and the Board of Commissioners of a Public Company.
Articles of Association of PT Tira Austenite Tbk.*

Duty & Authority

Duty

- a. *The Board of Commissioners supervises management policies, the course of management in general, both regarding the Company and the Company's business and provides advice to the Board of Directors.*
- b. *Authority & Responsibility
Other than stipulated in the Legal Reference of this Charter, then including in the authorities and responsibilities of BOC in connection with its duties, are :*
 1. *to set up Audit Committee and may form other committees to support the effective implementation of its duties and responsibilities;*
 2. *to review the Company business performance in accordance with BOD report.*

The Company Values

Trustworthy
Commitment
Synergy



PT TIRA AUSTENITE Tbk

Kerja sama
Kemanusiaan

Struktur Keanggotaan

Dewan Komisaris terdiri dari sedikitnya 2 (dua) orang, termasuk yang salah satu diantaranya adalah Komisaris Independen.

Dalam hal Dewan Komisaris terdiri lebih dari 2 (dua) orang anggota Dewan Komisaris, jumlah Komisaris Independen wajib paling kurang 30% (tiga puluh persen) dari jumlah seluruh anggota Dewan Komisaris.

Jam Kerja

Jam kerja Dewan Komisaris tidak ditentukan, namun Dewan Komisaris dapat menentukan sendiri waktu kerjanya jika dianggap perlu.

Rapat & Keputusan

Tanpa mengesampingkan ketentuan Hukum Pasar Modal mengenai kewajiban penyelenggaraan rapat Dewan Komisaris secara berkala, maka rapat Dewan Komisaris akan diselenggarakan menurut prosedur serta ketentuan yang diatur dalam Landasan Hukum dari Piagam ini, dengan minimal satu kali dalam dua bulan.

Dewan Komisaris akan mengadakan Rapat bersama-sama dengan Direksi secara berkala paling kurang satu kali dalam empat bulan.

Pelaporan & Pertanggungjawaban

Anggota Dewan Komisaris dapat menjalankan tugasnya serta membuat keputusan dalam lingkup tugas dan kewenangan masing-masing, namun Dewan Komisaris mempertanggungjawabkan tugasnya secara kolektif dan tanggung renteng.

Dewan Komisaris memberikan laporan seluruh kegiatan pengawasan yang dilakukan selama tahun berjalan di dalam Laporan Tahunan Perseroan, yang mana akan dilaporkan dan dimintakan persetujuan pemegang saham dalam RUPS Tahunan Perseroan.

Team work
Humanity

Membership Structure

The Board of Commissioners shall consist of at least 2 (two) Commissioners, with one member of the Board of Commissioners appointed as Independent Commissioner.

In the event that the Board of Commissioners consists of more than 2 (two) members of the Board of Commissioners, the number of Independent Commissioners must be at least 30% (thirty percent) of the total number of members of the Board of Commissioners.

Office Hour

The working hour of BOC has not determined, but BOC could determine its working hour by their self if deemed necessary.

Meeting & Resolution

Notwithstanding the Capital Market Law regarding to the obligation to organize BOC meeting periodically, then BOC meeting shall be organized at least once per two months in accordance with the procedures and provisions stipulated in the Legal Reference of this Charter.

BOC shall convene a joint meeting with BOD to review the Company performance for the respective quarter period.

Reporting & Responsibility

BOC member is able to conduct his/her duties and to make decisions within its specified duties and authorities respectively, but BOC discharges its duties in a collegial manner and shared collegial responsibility.

The Board of Commissioners provides a report on all supervisory activities carried out during the year in the Company's Annual Report, which will be reported and requested by shareholders at the Annual General Meeting of the Shareholders.