

**PIAGAM KOMITE AUDIT
(AUDIT COMMITTEE CHARTER)
PT BANK MASPION INDONESIA**



2025

**PIAGAM KOMITE AUDIT
AUDIT COMMITTEE CHARTER
PT BANK MASPION INDONESIA Tbk**

Ketentuan Umum

Pasal 1

Komite Audit adalah komite yang dibentuk dan bertanggung jawab kepada Dewan Komisaris dan yang ditunjuk oleh Dewan Komisaris dengan tujuan untuk membantu tugas Dewan Komisaris dalam melaksanakan fungsi pengawasan.

Pedoman dan tata tertib kerja Komite Audit PT Bank Maspion Indonesia Tbk (selanjutnya disebut Bank) didasarkan pada ketentuan sebagai berikut:

1. Peraturan Otoritas Jasa Keuangan (POJK) No. 15 tahun 2024 tanggal 02 Oktober 2024 tentang Integritas Pelaporan Keuangan Bank.
2. Peraturan Otoritas Jasa Keuangan (POJK) No. 17 tahun 2023 tanggal 14 September 2023 tentang Penerapan Tata Kelola bagi Bank Umum.
3. Peraturan Otoritas Jasa Keuangan (POJK) No. 9 tahun 2023 tanggal 11 Juli 2023 tentang Penggunaan Jasa Akuntan Publik dan Kantor Akuntan Publik dalam Kegiatan Jasa Keuangan.
4. Peraturan Otoritas Jasa Keuangan (POJK) No. 1 tahun 2019 tanggal 29 Januari 2019 tentang Penerapan Fungsi Audit Intern Pada Bank Umum.
5. Surat Edaran Otoritas Jasa Keuangan (SEOJK) No. 13 tahun 2017 tanggal 17 Maret 2017 tentang Penerapan Tata Kelola bagi Bank Umum.
6. Peraturan Otoritas Jasa Keuangan (POJK) No. 55 tahun 2015 tanggal 29 Desember 2015 tentang Pembentukan dan Pedoman Pelaksanaan Kerja Komite Audit.

Susunan Komite Audit

Pasal 2

1. Komite Audit minimal terdiri dari 3 (tiga) orang anggota yang berasal dari 1 (satu) orang Komisaris Independen dan Pihak 2 (dua) orang Pihak Independen.

General Requirement

Article 1

The Audit Committee is a committee formed and responsible to the Board of Commissioners and appointed by the Board of Commissioners with the aim of assisting the Board of Commissioners in carrying out its supervisory functions.

The working guidelines and regulations of the Audit Committee of PT Bank Maspion Indonesia Tbk (furthermore referred to as the Bank) are based on the following regulations:

1. Financial Services Authority Regulation (POJK) No. 15 year 2024 dated October 02, 2024 regarding Bank Financial Reporting Integrity.
2. Financial Services Authority Regulation (POJK) No. 17 of 2023 dated September 14, 2023 regarding Implementation of Governance for Commercial Banks.
3. Financial Services Authority Regulation (POJK) No. 9 year 2023 dated July 11, 2023 regarding Use of Public Accounting Services and Public Accounting Firms in Financial Services Activity.
4. Financial Services Authority Regulation (POJK) No. 1 year 2019 dated January 29, 2019 regarding Implementation of the Internal Audit Function in Commercial Bank.
5. Financial Services Authority Circular Letter (SEOJK) No. 13 year 2017 dated March 17, 2017 regarding Implementation of Governance for Commercial Banks.
6. Financial Services Authority Regulation (POJK) No. 55 year 2015 dated December 29, 2015 regarding Establishment and Guidelines for the Implementation of Audit Committee.

Audit Committee Composition

Article 2

1. The Audit Committee consists of at least 3 (three) members from 1 (one) Independent Commissioner and 2 (two) Independent Parties.

Head Office :

Pakuwon Tower, Tunjungan Plaza 6 lt. 32 & 33, Jl. Embong Malang No. 21-31, Surabaya, Indonesia

Phone : +62 31 985 88789 | Email : sekt_dirut@bankmaspion.co.id

www.bankmaspion.co.id

2. Susunan Komite Audit minimal terdiri dari :
 - a. Seorang Komisaris Independen dan menjabat sebagai Ketua Komite.
 - b. Seorang Pihak Independen yang memiliki keahlian dibidang keuangan atau akuntansi.
 - c. Seorang Pihak independen yang memiliki keahlian dibidang hukum atau perbankan.
3. Persyaratan anggota Komite audit adalah sebagai berikut :
 - a. Komisaris Independen yang menjadi anggota Komite Audit adalah anggota Dewan Komisaris yang tidak memiliki hubungan keuangan, kepengurusan, kepemilikan saham, dan/atau hubungan keluarga dengan anggota Direksi, anggota Dewan Komisaris lain, dan/atau pemegang saham pengendali termasuk pemegang saham pengendali terakhir, atau hubungan dengan Bank yang dapat memengaruhi kemampuan yang bersangkutan untuk bertindak independen.
 - b. Anggota Komite Audit diangkat dan diberhentikan oleh Direksi berdasarkan keputusan rapat Dewan Komisaris.
 - c. Masa tugas anggota Komite Audit tidak boleh lebih lama dari masa jabatan Dewan Komisaris yang diatur dalam Anggaran Dasar Bank dan dapat dipilih kembali hanya untuk 1 (satu) periode berikutnya.
 - d. Komite Audit bertindak secara independen dalam melaksanakan tugas dan tanggung jawabnya.
 - e. Memiliki integritas yang tinggi, kemampuan, pengetahuan, pengalaman sesuai dengan bidang pekerjaannya, serta mampu berkomunikasi dengan baik.
 - f. Wajib memahami laporan keuangan, bisnis Bank khususnya yang terkait dengan layanan jasa atau kegiatan usaha Bank, proses audit, manajemen risiko, dan peraturan perundang-undangan di bidang Pasar Modal serta peraturan perundang-undangan terkait lainnya.
 - g. Wajib mematuhi kode etik yang ditetapkan oleh Bank.
 - h. Meningkatkan kompetensi secara terus menerus melalui pendidikan dan pelatihan.
 - i. Bukan merupakan orang dalam Kantor Akuntan Publik, Kantor Konsultan Hukum, Kantor Jasa
2. The composition of the Audit Committee at least consists of:
 - a. An Independent Commissioner and serves as Chairman of the Committee.
 - b. An Independent Party with expertise in finance or accounting.
 - c. An independent party with expertise in law or banking.
3. The requirements of the members of the Audit Committee are as follows:
 - a. Independent Commissioners who are members of the Audit Committee are members of the Board of Commissioners who do not have financial, management, share ownership, and/or family relationships with members of Board of Directors, other members of Board of Commissioners and/or controlling shareholder including the ultimate controlling shareholder, or relationships with the Bank that may affect the person's ability to act independently.
 - b. Audit Committee members are appointed and dismissed by the Board of Directors based on the decision of the Board of Commissioners meeting.
 - c. The Term of Service for the Audit Committee members shall not be longer than the Term of Service of the Board of Commissioners, as in accordance to the Bank Articles of Association and might be re-elected only for the next 1 (one) period of time.
 - d. The Audit Committee acts independently in carrying out their duties and responsibilities.
 - e. Having high integrity, ability, knowledge, experience in accordance with their field of work, and able to communicate well.
 - f. Must understand the financial statements, the Bank's business, especially those related to the Bank's services or business activities, audit processes, risk management, and laws and regulations in the Capital Market and other related laws and regulations.
 - g. Must comply with the code of ethics set by the Bank.
 - h. Improve competence continuously through education and training.
 - i. Not a person in the Public Accounting Firm, Legal Consultant Firm, Public Appraisal

Head Office :

Pakuwon Tower, Tunjungan Plaza 6 lt. 32 & 33, Jl. Embong Malang No. 21-31, Surabaya, Indonesia

Phone : +62 31 985 88789 | Email : sekt_dirut@bankmaspion.co.id

www.bankmaspion.co.id

Penilai Publik atau pihak lain yang memberi jasa asuransi, jasa non-asuransi, jasa penilai dan/atau jasa konsultasi lain kepada Bank dalam waktu 6 (enam) bulan terakhir.

- j. Bukan merupakan orang yang bekerja atau mempunyai wewenang dan tanggung jawab untuk merencanakan, memimpin, mengendalikan, atau mengawasi kegiatan Bank tersebut dalam waktu 6 (enam) bulan terakhir, kecuali Komisaris Independen.
- k. Tidak mempunyai saham langsung maupun tidak langsung pada Bank.
- l. Dalam hal anggota Komite Audit memperoleh saham Bank baik langsung maupun tidak langsung akibat suatu peristiwa hukum, saham tersebut wajib dialihkan kepada pihak lain dalam jangka waktu paling lama 6 (enam) bulan setelah diperolehnya saham tersebut.
- m. Tidak mempunyai hubungan Afiliasi dengan anggota Dewan Komisaris, anggota Direksi, atau Pemegang Saham Utama Bank.
- n. Tidak mempunyai hubungan usaha baik langsung maupun tidak langsung yang berkaitan dengan kegiatan usaha Bank.

Waktu Pasal 3

- 1. Waktu kerja dari Komite Audit dapat dilakukan setiap saat pada jam kerja kantor atau sesuai arahan Komisaris.
- 2. Ketua dan setiap anggota Komite harus menyediakan waktu yang cukup untuk melaksanakan tugas dan tanggung jawabnya dengan baik.

Etika dan Kepatuhan Pasal 4

- 1. Setiap anggota Komite Audit terikat dengan masa bakti yang ditentukan oleh Dewan Komisaris.
- 2. Setiap anggota Komite Audit wajib menghindari kegiatan yang bertentangan dengan hukum, etika dan norma-norma yang berlaku di masyarakat serta kegiatan yang bertentangan dengan kepentingan dan tujuan Bank.
- 3. Setiap anggota Komite Audit wajib memberikan pendapat dengan menggunakan bukti yang cukup dan kompeten untuk mendukung pendapat tersebut serta tidak menggunakan

Service Office or other parties who provide assurance services, non-assurance services, appraisal services and/or other consulting services to the Bank within the last 6 (six) months.

- j. Not a person who works or has the authority and responsibility to plan, lead, control, or supervise the activities of the Bank within the last 6 (six) months, except for the Independent Commissioner.
- k. Does not have direct or indirect shares in the Bank.
- l. In the event that a member of the Audit Committee acquires the Bank shares either directly or indirectly due to 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.
- m. Has no affiliation with members of the Board of Commissioners, members of the Board of Directors, or Major Shareholders of the Bank.
- n. Does not have a business relationship either directly or indirectly related to the Bank's business activities.

Time Article 3

- 1. The working time of the Audit Committee can be carried out at any time during office working hours or as directed by the Commissioner.
- 2. The Chairman and each member of the Committee must provide adequate time to carry out their duties and responsibilities properly.

Ethics and Propriety Article 4

- 1. Each member of the Audit Committee is bound by the term of service determined by the Board of Commissioners.
- 2. Each member of the Audit Committee must avoid activities that are contrary to the law, ethics and norms prevailing in the community as well as activities that are contrary to the interests and objectives of the Bank.
- 3. Each member of the Audit Committee must provide an opinion using sufficient and competent evidence to support the opinion and not use information related to the Bank for personal gain.

Head Office :

Pakuwon Tower, Tunjungan Plaza 6 lt. 32 & 33, Jl. Embong Malang No. 21-31, Surabaya, Indonesia
Phone : +62 31 985 88789 | Email : sekt_dirut@bankmaspion.co.id

informasi yang berkaitan dengan Bank untuk keuntungan pribadi.

4. Bila anggota Komite Audit melakukan pelanggaran atau tindakan yang dapat merugikan dan/atau membahayakan kelangsungan Bank, maka rapat Dewan Komisaris dapat memberhentikan sementara jabatan anggota Komite Audit atau memberhentikan yang bersangkutan dari anggota Komite Audit.
 5. Apabila anggota Komite Audit atas inisiatif sendiri akan mengundurkan diri dari jabatannya, maka wajib memberitahukan kepada Dewan Komisaris sekurang-kurangnya 30 (tiga puluh) hari sebelum tanggal pengunduran dirinya.
4. If a member of the Audit Committee commits a violation or action that may harm and/or endanger the continuity of the Bank, the Board of Commissioners meeting may suspend the position of the Audit Committee member or dismiss the relevant member from the Audit Committee member.
 5. If a member of the Audit Committee on his own initiative will resign from his position, he must notify the Board of Commissioners at least 30 (thirty) days before the date of his resignation.

Tugas dan Tanggung Jawab

Pasal 5

Dalam menjalankan fungsinya, Komite Audit memiliki tugas dan tanggung jawab sebagai berikut:

1. Melakukan penelaahan atas ketaatan terhadap peraturan perundang-undangan yang berhubungan dengan kegiatan Bank.
2. Memberikan pendapat independen dalam hal terjadi perbedaan pendapat antara manajemen dan Akuntan atas jasa yang diberikannya.
3. Melakukan penelaahan atas perencanaan dan pelaksanaan pemeriksaan oleh SKAI dan meninjau laporan audit, serta memastikan Direksi mengambil tindak perbaikan yang diperlukan secara cepat untuk mengatasi kelemahan pengendalian, fraud, masalah kepatuhan terhadap kebijakan, undang-undang, dan peraturan, atau masalah lain yang diidentifikasi dan dilaporkan oleh SKAI, akuntan publik dan hasil pengawasan otoritas / regulator.
4. Menelaah pengaduan yang berkaitan dengan proses akuntansi dan pelaporan keuangan Bank.
5. Menelaah dan memberikan saran kepada Dewan Komisaris terkait dengan adanya potensi benturan kepentingan Bank.
6. Menjaga kerahasiaan dokumen, data dan informasi Bank.
7. Mengkaji efektivitas pelaksanaan audit intern Bank dan melakukan evaluasi kinerja SKAI, serta memastikan SKAI telah :
 - a. Melakukan komunikasi dengan Direksi, Dewan Komisaris, auditor eksternal dan Otoritas Jasa Keuangan.
 - b. Bekerja secara independent.

Duties and Responsibilities

Article 5

In carrying out its functions, the Audit Committee has the following duties and responsibilities:

1. Reviewing compliance with laws and regulations related to the Bank's activities.
2. Providing independent opinion when the opinion between management and accountants have different outcomes.
3. Reviewing the planning and implementation of audits by internal auditors and review audit report, also ensure Directors take necessary action plan immediately to solve control weakness, fraud, compliance problem towards policy, laws, and regulation, or other problem that identified and reported by internal audit, public accountants and the results of authority / regulatory supervision.
4. Reviewing complaints related to the Bank accounting and financial reporting processes.
5. Reviewing and providing advices to the Board of Commissioners related to the potential conflict of interest of the Bank.
6. Maintaining the confidentiality of the Bank documents, data and information.
7. Review effectiveness Bank's internal audit implementation and conduct Internal Audit performance evaluation, also ensure that Internal Audit has:
 - a. Communicate with Directors, Board of Commissioner, External Auditors, and Financial Service Authority (OJK).
 - b. Work independently.

Head Office :

Pakuwon Tower, Tunjungan Plaza 6 lt. 32 & 33, Jl. Embong Malang No. 21-31, Surabaya, Indonesia
Phone : +62 31 985 88789 | **Email :** sekt_dirut@bankmaspion.co.id

- c. Menjunjung tinggi integritas dalam pelaksanaan tugas.
 8. Melakukan evaluasi terhadap pelaksanaan pemberian jasa audit atas informasi keuangan historis tahunan oleh Akuntan Publik dan/atau Kantor Akuntan Publik paling sedikit melalui :
 - a. Kesesuaian pelaksanaan audit oleh AP dan/atau KAP dengan standar audit yang berlaku.
 - b. Kecukupan waktu pekerjaan lapangan.
 - c. Pengkajian cakupan jasa yang diberikan dan kecukupan uji petik.
 - d. Rekomendasi perbaikan yang diberikan oleh AP dan/atau KAP.
 9. Melakukan pemantauan dan evaluasi atas :
 - a. Penerapan kebijakan dan prosedur pengendalian internal dalam proses pelaporan keuangan Bank.
 - b. Kesesuaian Laporan Keuangan dengan standar akuntansi keuangan dan ketentuan Otoritas Jasa Keuangan mengenai pencatatan transaksi keuangan.
 10. Memberikan rekomendasi kepada dewan komisaris terkait :
 - a. Penyusunan rencana audit, ruang lingkup, dan anggaran SKAI.
 - b. Pemberian remunerasi tahunan SKAI secara keseluruhan serta penghargaan.
 - c. Pengangkatan dan pemberhentian Kepala SKAI.
 - d. Penunjukkan pengendali mutu independen dari pihak ekstern untuk melakukan kaji ulang terhadap kinerja SKAI.
 - e. Penunjukan Akuntan Publik dan/atau Kantor Akuntan Publik yang akan memberikan jasa audit atas informasi keuangan historis tahunan Bank dengan mempertimbangkan :
 - independensi Akuntan Publik, Kantor Akuntan Publik, dan orang dalam Kantor Akuntan Publik.
 - ruang lingkup audit.
 - imbalan jasa audit.
 - keahlian dan pengalaman Akuntan Publik, Kantor Akuntan Publik, dan tim audit dari Kantor Akuntan Publik.
 - metodologi, teknik, dan sarana audit yang digunakan Kantor Akuntan Publik.
- c. Uphold integrity in carrying duties.
 8. Evaluating implementation audit services for annual historical financial information provided by Public Accountants and/or Public Accountant Firms at least through :
 - a. Conformity of audit implementation provided by Public Accountants and/or Public Accountant Firms.
 - b. Time adequacy for the completion of fieldwork assignment.
 - c. Review on the scope of services provided and the adequacy of sampling test.
 - d. Recommendation for improvements provided by Public Accountants and/or Public Accountant Firms.
 9. Monitoring and evaluating of:
 - a. Internal Control policy and procedure in Bank financial reporting process.
 - b. Financial Report's conformity with financial accounting standards and Financial Service Authority regulation regarding finance transaction recording.
 10. Providing recommendation to Board of Commissioner regarding:
 - a. Preparation of audit plan, scope, and budget for internal audit.
 - b. Internal audit overall annual remuneration and awards.
 - c. Appointment and dismissal of Head of Internal Audit.
 - d. Appointment of external independent party to review Internal Audit performance.
 - e. Appointment of Public Accountants and/or Public Accountant Firms which will provide audit services for the Bank's annual historical financial information with considering :
 - independency of Public Accountants, Public Accountant Firms, and people within Public Accountant Firms.
 - audit scope.
 - audit service fee.
 - expertise and experience of Public Accountants, Public Accountant Firms, and audit team from Public Accountant Firms.
 - audit methodology, technic, and tools used by Public Accountant Firms.

Head Office :

Pakuwon Tower, Tunjungan Plaza 6 lt. 32 & 33, Jl. Embong Malang No. 21-31, Surabaya, Indonesia
Phone : +62 31 985 88789 | Email : sekt_dirut@bankmaspion.co.id

- manfaat sudut pandang baru yang akan diperoleh melalui penggantian Akuntan Publik, Kantor Akuntan Publik, dan tim audit dari Kantor Akuntan Publik.
 - potensi risiko atas penggunaan jasa audit oleh Kantor Akuntan Publik yang sama secara berturut-turut untuk kurun waktu yang cukup Panjang.
 - hasil evaluasi terhadap pelaksanaan pemberian jasa audit atas informasi keuangan historis tahunan oleh Akuntan Publik dan Kantor Akuntan Publik pada periode sebelumnya, jika ada.
- f. Penyusunan dan pengkinian Piagam Audit.

Dalam melaksanakan tugasnya Komite Audit mempunyai wewenang sebagai berikut :

1. Mengakses dokumen, data, dan informasi Bank tentang karyawan, dana, aset, dan sumber daya perusahaan yang diperlukan.
2. Berkomunikasi langsung dengan karyawan, termasuk Direksi, SKAI, Satuan Kerja Manajemen Risiko dan Akuntan terkait tugas dan tanggung jawab Komite Audit.
3. Melibatkan pihak independen di luar anggota Komite Audit yang diperlukan untuk membantu pelaksanaan tugasnya dengan persetujuan Dewan Komisaris.
4. Melakukan kewenangan lain yang diberikan oleh Dewan Komisaris.

Rapat Komite

Pasal 6

1. Rapat Komite Audit diselenggarakan setiap bulan sekali dan dapat diadakan tambahan rapat Komite Audit di luar rapat bulanan Komite audit bila ada hal yang memerlukan masukan atau rekomendasi dari Komite Audit.
2. Rapat juga dapat diadakan atas permintaan tertulis dari Dewan Komisaris.
3. Undangan Rapat Komite Audit disampaikan kepada setiap anggota (atau dalam hal tertentu kepada peserta rapat lainnya) secara langsung atau melalui email atau surat, sekurang-kurangnya 5 (lima) hari kerja sebelum rapat diadakan.
4. Rapat Komite Audit dipimpin oleh Ketua Komite.

- new perspective benefit that will be obtained from replacement of Public Accountants, Public Accountant Firms, and audit team from Public Accountant Firms.
- potential Risk of using audit service from the same Public Accountant Firm in long consecutive periods.
- evaluation result towards audit services on annual historical financial information provided by previous Public Accountant and Public Accountant Firm.

- f. Preparation and update of the Audit Charter.

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

1. Access the Bank's documents, data, and information about employees, funds, assets, and other necessary company resources.
2. Communicate directly with employees, including the Board of Directors, Internal Audit, Risk Management and Accountants regarding the duties and responsibilities of the Audit Committee.
3. Involve independent parties outside the Audit Committee members who are required to assist in the implementation of their duties with the approval of the Board of Commissioners.
4. Execute other authorities granted by the Board of Commissioners.

Committee Meeting

Article 6

1. Audit Committee meetings are held once a month and additional Audit Committee meetings may be held outside the audit committee's monthly meetings if there are matters that require input or recommendations from the Audit Committee.
2. Meetings may also be held upon written request from the Board of Commissioners.
3. Audit Committee Meeting Invitation is delivered to each member (or in certain cases to other meeting participants) in person or via email or letter, at least 5 (five) working days before the meeting is held.
4. Audit Committee meetings are conducted by the Chairman of the Committee.

Head Office :

Pakuwon Tower, Tunjungan Plaza 6 lt. 32 & 33, Jl. Embong Malang No. 21-31, Surabaya, Indonesia
Phone : +62 31 985 88789 | **Email :** sekt_dirut@bankmaspion.co.id

5. Dalam hal Ketua Komite Audit tidak dapat hadir, maka rapat dipimpin oleh salah seorang anggota Komite Audit yang ditunjuk sesuai kesepakatan.
 6. Rapat Komite Audit dapat dilaksanakan minimal dihadiri oleh 51% (lima puluh satu persen) dari anggota Komite Audit.
 7. Rapat Komite Audit dapat diadakan dengan virtual (*online*) atau diadakan pertemuan secara fisik (*offsite*).
 8. Kehadiran peserta rapat dalam setiap rapat Komite Audit wajib dicantumkan dalam risalah rapat tersebut.
 9. Rapat Komite Audit dapat dihadiri oleh anggota Dewan Komisaris yang bukan merupakan anggota Komite Audit, walaupun tanpa undangan.
5. In the event that the Chairman of the Audit Committee is unable to attend, the meeting is conducted by one of the members of the Audit Committee appointed as agreed.
 6. Audit Committee meetings can be held at least attended by 51% (fifty one percents) of the Audit Committee members.
 7. The Audit Committee meetings can be held virtually (*online*) or held physically meeting (*offsite*).
 8. The attendance of meeting participants in each meeting of the Audit Committee must be recorded to the minutes of the meeting.
 9. Audit Committee meetings can be attended by members of the Board of Commissioners who are not members of the Audit Committee, even without invitation.

Tata Cara Rapat

Pasal 7

1. Setiap anggota Komite Audit memiliki 1 (satu) hak suara.
2. Setiap anggota Komite Audit memiliki hak bicara dan mengutarakan pendapat dalam setiap rapat.
3. Pengambilan keputusan rapat Komite Audit berdasarkan atas asas musyawarah mufakat.
4. Dalam hal musyawarah mufakat sebagaimana dimaksud di atas tidak tercapai, maka keputusan diambil berdasarkan suara terbanyak.
5. Apabila keputusan diambil berdasarkan suara terbanyak dan terdapat jumlah suara yang sama, maka ketua komite dapat mengambil keputusan setelah mendapat masukan dari Dewan Komisaris.
6. Segala keputusan rapat Komite Audit bersifat mengikat seluruh anggota Komite Audit.
7. Setiap rapat Komite Audit wajib dibuat risalah rapat dan ditanda tangani oleh seluruh anggota Komite Audit.
8. Dalam hal terjadi perbedaan pendapat (*dissenting opinions*) dalam rapat Komite Audit, perbedaan tersebut wajib dituangkan dalam risalah rapat secara jelas berikut alasan yang mendasari perbedaan pendapat tersebut, yang wajib ditandatangani oleh seluruh anggota Komite Audit yang hadir dan disampaikan kepada Dewan Komisaris.

Meeting Procedures

Article 7

1. Each member of the Audit Committee has 1 (one) voting right.
2. Each member of the Audit Committee has the right to speak and express opinions in every meeting.
3. The decision making of the audit committee meeting is based on the principle of consensus deliberation.
4. In the event that consensus deliberation as mentioned above is not reached, then decisions are made based on the majority vote.
5. If a decision is made by majority vote and there are an equal number of votes, then the Chairman of the committee can make a decision after receiving input from the Board of Commissioners.
6. All decision making of Audit Committee meetings are binding on all members of the Audit Committee.
7. Every meeting of the Audit Committee must make minutes of meeting and signed by all members of the Audit Committee.
8. In the event of *dissenting opinions* in the Audit Committee meeting, the difference must be clearly stated in the minutes of the meeting along with the reasons underlying the dissent, which must be signed by all members of the Audit Committee present and submitted to the Board of Commissioners.

Head Office :

Pakuwon Tower, Tunjungan Plaza 6 lt. 32 & 33, Jl. Embong Malang No. 21-31, Surabaya, Indonesia
Phone : +62 31 985 88789 | **Email** : sekt_dirut@bankmaspion.co.id

9. Risalah rapat sebagaimana dimaksud pada nomor 8 (delapan) wajib disampaikan kepada Dewan Komisaris selambatnya 3 (tiga) hari kerja sejak tanggal risalah rapat.
 10. Atas permintaan Dewan Komisaris, Komite Audit dapat menghadiri Rapat Pemegang Saham dalam rangka penjelasan dan/atau pemaparan hasil kerja Direksi.
 11. Atas persetujuan Dewan Komisaris, Komite Audit dapat menghadiri undangan rapat Direksi dalam rangka penjelasan dan/atau pemaparan hasil kerja Direksi.
9. The minutes of meeting as referred to in number 8 (eight) must be submitted to the Board of Commissioners no later than 3 (three) working days from the date of the minutes of meeting.
 10. With the request of the Board of Commissioners, the Audit Committee may attend the Shareholders Meeting in order to explain and/or present the work of the Board of Directors.
 11. With the approval of the Board of Commissioners, the Audit Committee may attend invitations to meetings of the Board of Directors in the context of explanation and/or presentation of the work of the Board of Directors.

Pelaporan Aktivitas

Pasal 8

1. Komite Audit wajib membuat laporan kepada Dewan Komisaris atas setiap penugasan yang diberikan.
2. Komite Audit wajib membuat laporan tahunan pelaksanaan kegiatan Komite Audit yang diungkapkan dalam Laporan Tahunan Bank.
3. Bank wajib menyampaikan kepada Otoritas Jasa Keuangan informasi mengenai pengangkatan dan pemberhentian Komite Audit dalam jangka waktu paling lama 2 (dua) hari kerja setelah pengangkatan atau pemberhentian.
4. Informasi mengenai pengangkatan dan pemberhentian anggota Komite Audit wajib dimuat dalam laman (website) bursa dan/atau laman (website) Bank.
5. Komite Audit wajib melaporkan kepada Dewan Komisaris dalam hal mengetahui terjadinya pelanggaran atas peraturan di bidang perbankan, peraturan internal Bank, atau pelanggaran dalam pelaksanaan operasional Bank yang dapat merugikan atau membahayakan kelangsungan Bank selambat-lambatnya 7 (tujuh) hari kerja sejak ditemukannya pelanggaran.

Perjalanan Dinas

Pasal 9

1. Anggota Komite Audit dapat melakukan perjalanan dinas ke luar kota atau daerah lain diluar tempat kedudukan Bank, bilamana ditugaskan oleh Dewan Komisaris.
2. Perjalanan dinas adalah perjalanan yang dilakukan anggota Komite Audit dalam melaksanakan tugas dan tanggungjawabnya semata-mata untuk kepentingan Bank.

Reporting Activities

Article 8

1. The Audit Committee must make a report to the Board of Commissioners on each assignment given.
2. The Audit Committee is required to make an annual report on the implementation of the Audit Committee's activities which is disclosed in the Bank Annual Report.
3. Bank must inform the Financial Services Authority regarding the appointment and dismissal of the Audit Committee within a maximum period of 2 (two) working days after the appointment or dismissal.
4. Information regarding the appointment and dismissal of members of the Audit Committee must be published on the stock exchange website and/or the Bank's website.
5. The Audit Committee must report to the Board of Commissioners in the event of any violation of banking regulations, the Bank's internal regulations, or violations in the Bank's operational implementation that may harm or endanger the continuity of the Bank no later than 7 (seven) working days from the discovery of the violation.

Business Trip

Pasal 9

1. Members of the Audit Committee may travel outside the city or other areas outside the Bank's place of residence, if assigned by the Board of Commissioners.
2. Official travel is a trip made by members of the Audit Committee in carrying out their duties and responsibilities solely for the benefit of the Bank.

Head Office :

Pakuwon Tower, Tunjungan Plaza 6 lt. 32 & 33, Jl. Embong Malang No. 21-31, Surabaya, Indonesia
Phone : +62 31 985 88789 | **Email** : sekt_dirut@bankmaspion.co.id

3. Semua biaya perjalanan dinas di atas menjadi beban Bank.

Sekretaris Komite Audit

Pasal 10

Komite audit menunjuk Kepala SKAI sebagai Sekretaris Komite Audit yang mempunyai tugas :

1. Membuat undangan rapat Komite Audit
2. Membuat notulen rapat Komite Audit
3. Memberitahukan kepada Komite Audit masa tugas anggota Komite Audit minimal 6 (enam) bulan sebelum berakhir melalui media surat elektronik atau media lainnya.

Remunerasi dan Tunjangan

Pasal 11

1. Ketua dan semua anggota Komite Audit menerima remunerasi dan tunjangan atau fasilitas lainnya dari Bank yang ditetapkan oleh Dewan Komisaris dengan memperhatikan rekomendasi Komite Remunerasi dan Nominasi.
2. Anggota Dewan Komisaris yang menjadi Ketua / anggota Komite Audit tidak diberikan remunerasi tambahan dari jabatan tersebut selain remunerasi sebagai anggota Dewan Komisaris.
3. Anggota Komite Audit dilarang menerima imbalan, hadiah, sumbangan dan/atau fasilitas lainnya dalam bentuk apapun atau karena alasan apapun dari pihak manapun yang berkaitan dengan fungsinya sebagai anggota Komite Audit baik langsung maupun tidak langsung.
4. Anggota Komite Audit dilarang memanfaatkan Bank untuk kepentingan pribadi, keluarga, teman dan/atau pihak lain yang dapat merugikan Bank.

Nominasi Anggota Komite

Pasal 12

Komite Remunerasi dan Nominasi, atas permintaan Dewan Komisaris, akan melakukan proses seleksi terhadap calon anggota Komite yang memiliki kualifikasi sebagaimana diatur dalam Piagam ini. Proses seleksi harus mencakup pemeriksaan dan pengawasan yang tepat terhadap riwayat hidup calon anggota, pemeriksaan referensi dan wawancara.

3. All of the above official travel expenses are borne by the Bank.

Audit Committee Secretary

Pasal 10

The Audit Committee appoints the Head of Internal Audit as Secretary of the Audit Committee which has the following duties:

1. Making and sending invitations for an Audit Committee meetings
2. Making minutes of Audit Committee meetings
3. Notify the Audit Committee of the service period of members of the Audit Committee at least 6 (six) months before it ends through electronic mail or other media.

Remuneration and Benefits

Article 11

1. The Chairman and all members of the Audit Committee receive remuneration and allowances or other facilities from the Bank as determined by the Board of Commissioners with due regard to the recommendations of the Remuneration and Nomination Committee.
2. Members of the Board of Commissioners who become Chairmen / members of the Audit Committee are not given additional remuneration from the position other than remuneration as members of the Board of Commissioners.
3. Members of the Audit Committee are prohibited from receiving rewards, gifts, donations and/or other facilities in any form or for any reason from any party related to their function as members of the Audit Committee either directly or indirectly.
4. Members of the Audit Committee are prohibited from using the Bank for personal, family, friends and/or other parties that may harm the Bank.

Committee Member Nomination

Article 12

The Remuneration and Nomination Committee, upon the request of the Board of Commissioners, shall conduct a selection process for prospective Committee members whom have the qualifications stipulated in this Charter. The selection process shall include proper vetting and scrutiny of the prospect's curriculum vitae, reference checking and interviews.

Evaluasi Kinerja**Pasal 13**

1. Komite melakukan penilaian sendiri (self-assessment) atas pelaksanaan tugas dan tanggung jawabnya sesuai dengan pedoman dan tata tertib kerja dan penilaian tersebut akan disampaikan kepada Dewan Komisaris untuk dievaluasi.
2. Dewan Komisaris melakukan penilaian kinerja Komite paling kurang satu kali dalam setahun pada akhir tahun buku.

Sanksi-Sanksi**Pasal 14**

1. Dalam hal terjadi pelanggaran oleh anggota Komite Audit terhadap Piagam Komite Audit akan dilakukan teguran tertulis oleh Ketua Komite Audit, serta menyampaikan teguran tertulis tersebut dalam kesempatan pertama Rapat Dewan Komisaris.
2. Dalam hal terjadi pelanggaran oleh Ketua Komite Audit terhadap Piagam Komite Audit akan dilakukan teguran tertulis oleh Dewan Komisaris, serta menyampaikan teguran tertulis tersebut dalam kesempatan pertama Rapat Dewan Komisaris.
3. Dalam hal terjadi pelanggaran berat dan/atau berulang atas kasus yang sama dan/atau beberapa kasus terhadap Piagam Komite Audit, Dewan Komisaris akan menegur dan/atau menyampaikan laporan tertulis kepada Pemegang Saham.

Tanggal Efektif dan Peninjauan Berkala**Pasal 15**

1. Anggota Komite Audit wajib mengetahui dan memahami semua aturan dalam Piagam Komite Audit.
2. Perubahan Piagam Komite Audit hanya dapat dibicarakan dan diputuskan dalam Rapat Dewan Komisaris.
3. Dalam hal terjadi penambahan dan/atau perubahan Piagam Komite Audit, wajib disusun dalam bentuk Piagam Komite Audit baru dan dengan demikian Piagam Komite Audit lama tidak berlaku.
4. Piagam Komite Audit berlaku sejak tanggal ditetapkan.
5. Piagam Komite Audit akan dikaji ulang sekali dalam tiga tahun atau disesuaikan karena kondisi internal atau eksternal.

Performance Evaluation**Article 13**

1. The Committee shall conduct a self-assessment on the implementation of its duties and responsibilities in accordance with the charter and the assessment will be sent to the Board of Commissioners for their evaluation.
2. Board of Commissioners shall assess the performance of the Committee at least once a year at the end of the fiscal year.

Sanctions**Pasal 14**

1. In the event of a violation by a member of the Audit Committee against the Audit Committee Charter, a written reprimand will be carried out by the Chairman of the Audit Committee, as well as reporting the written reprimand on the first occasion of the Board of Commissioners Meeting.
2. In the event of a violation by the Chairman of the Audit Committee against the Audit Committee Charter, a written reprimand will be carried out by the Board of Commissioners, and report the written reprimand on the first occasion of the Board of Commissioners Meeting.
3. In the event of serious and/or repeated violations of the same case and/or several cases against the Audit Committee Charter, the Board of Commissioners will reprimand and/or submit a written report to the Shareholders.

Effective Date and Periodic Review**Article 15**

1. Audit Committee members must know and understand all the rules in the Audit Committee Charter.
2. Changes to the Audit Committee Charter can only be discussed and decided at the Board of Commissioners Meeting.
3. In the event of additions and/or changes to the Audit Committee Charter, it must be drafted in the form of a new Audit Committee Charter and thus the old Audit Committee Charter does not apply.
4. The Audit Committee Charter is effective from the date stipulated.
5. The Audit Committee Charter will be updated at least once every three years or adjusted due to internal or external conditions.

Head Office :

Pakuwon Tower, Tunjungan Plaza 6 lt. 32 & 33, Jl. Embong Malang No. 21-31, Surabaya, Indonesia
Phone : +62 31 985 88789 | **Email** : sekt_dirut@bankmaspion.co.id

**Lain-Lain
Pasal 16**

Hal-hal lain yang belum diatur dalam Piagam Komite Audit akan ditentukan dalam Rapat Dewan Komisaris dan dibuatkan Piagam Komite Audit yang baru.

**Miscellaneous
Article 16**

Other matters that have not been regulated in the Audit Committee Charter will be determined at the Board of Commissioners Meeting and a new Audit Committee Charter will be made.

Ditetapkan di Surabaya, 26 Maret 2025

Set in Surabaya, March 26th, 2025

**Dewan Komisaris PT Bank Maspion Indonesia, Tbk
Board of Commissioners of PT Bank Maspion Indonesia, Tbk**

Chat Luangarpa
Komisaris Utama
President Commissioner

Diana Alim
Komisaris
Commissioner

Alan Jenviphakul
Komisaris Independen
Independent Commissioner

Pardi Kendy
Komisaris Independen
Independent Commissioner

M. Pujiono Santoso
Komisaris Independen
Independent Commissioner

Head Office :

Pakuwon Tower, Tunjungan Plaza 6 lt. 32 & 33, Jl. Embong Malang No. 21-31, Surabaya, Indonesia
Phone : +62 31 985 88789 | **Email :** sekt_dirut@bankmaspion.co.id