

PT BANK CENTRAL ASIA Tbk
RISK OVERSIGHT COMMITTEE CHARTER

Purpose The Risk Oversight Committee (ROC) of PT Bank Central Asia Tbk (the Company) must be formed by the Company's Board of Commissioners in order to assist and support the effectiveness of carrying out its duties and responsibilities in the field of risk management and ensure that the risk management policy is properly implemented according to the prevailing laws and regulations.

References The ROC shall be formed by the Board of Commissioners in accordance with the following:

1. Regulation of the Financial Services Authority No.4/POJK.03/2016 dated 27 January 2016 on the Assessment of Commercial Banks' Soundness Level.
2. Regulation of the Financial Services Authority No. 18/POJK.03/2016 dated 22 March 2016 on the Implementation of Risk Management for Commercial Banks
3. Regulation of the Financial Services Authority No. 38/POJK.03/2016 dated 7 December 2016 on the Implementation of Risk Management in the Use of Information Technology by Commercial Banks.
4. Regulation of the Financial Services Authority No. 14/POJK.03/2017 dated 7 April 2017 on the Recovery Plan for Systemic Banks.
5. Circular of the Financial Services Authority No. 13/SEOJK.03/2017 dated 17 March 2017 on the Implementation of Good Corporate Governance for Commercial Banks.
6. Circular of the Financial Services Authority No.14/SEOJK.03/2017 dated 17 March 2017 on the Assessment of Commercial Banks' Soundness Level.
7. Circular of the Financial Services Authority No.21/SEOJK.03/2017 dated 6 June 2017 on the Implementation of Risk Management in the Use of Information Technology by Commercial Banks.
8. Circular of the Financial Services Authority No. 34/SEOJK.03/2016 dated 1 September 2016 on the Implementation of Risk Management for Commercial Banks.
9. Regulation of the Financial Services Authority No. 17 Year 2023 dated 14 September 2023 on the Implementation of Good Corporate Governance for Commercial Banks.
10. The Company's Articles of Association.

Continued on the next page

RISK OVERSIGHT COMMITTEE CHARTER, continuation

Duties and Responsibilities

In performing its function, the ROC:

1. Shall conduct the following duties and responsibilities, at least:
 - a. Evaluating the consistency between the risk management policy and the implementation of the Company's policy.
 - b. Monitoring and evaluating the implementation of duties of the Risk Management Work Unit, the Risk Management Committee, and the Information Technology Steering Committee.
2. The results of the evaluation referred to in paragraph 1.a. and the results of the monitoring and evaluation referred to in paragraph 1.b. shall be used to make recommendations to the Board of Commissioners to ensure effectiveness of carrying its duties and responsibilities in the field of risk management and ensure that the risk management policy is properly implemented.
3. Supporting the Board of Commissioners in carrying out its duties and responsibilities in the implementation of risk management, including, among other things, the following risks:
 1. Credit Risk
 2. Market Risk
 3. Liquidity Risk
 4. Operational Risk
 5. Legal Risk
 6. Reputation Risk
 7. Strategic Risk
 8. Compliance Risk
4. ROC also monitors the implementation of risk of the following risks:
 1. Country Risk
 2. Transfer Risk
 3. IT Risk
 4. Cyber Risk
 5. Outsourcing Risk
 6. Climate
 7. ESG Risk

And other risks in banking field.
5. ROC supervises the implementation of risk evaluation and testing (stress testing).
6. Assisting the Board of Commissioners in carrying out its duties of maintaining and monitoring the risk-based Bank's Soundness Level, especially risk profile parameters.
7. Assisting the Board of Commissioners in monitoring and evaluating the implementation of the Recovery Plan.
8. Developing working guidelines and rules for the Committee (the Charter) and conducting reviews as needed.
9. Carrying out other duties and responsibilities as stipulated by the Board of Commissioners from time to time.

Continued on the next page

RISK OVERSIGHT COMMITTEE CHARTER, continuation**Authorities**

ROC shall have the following authorities:

1. Perform activities to carry out their duties and responsibilities, among others:
 - a. Access to the Company's data, documents, information.
 - b. Communicating and coordinating with parties related to the committee's duties.
 - c. Carry out other authorities granted by the Board of Commissioners.
 2. Independent Party of ROC members must perform their duties, responsibilities and powers with integrity (including not being listed as a party prohibited from being the main party, not being listed as a party prohibited from being the main party, and not having bad credit or financing), independence, competence and maintaining reputation (including maintaining the Company's reputation and maintaining personal reputation).
-

Composition and Membership

The composition and membership of the ROC are as follows:

1. The ROC shall at least consist of:
 - a. 1 (one) Independent Commissioner, who concurrently serves as the Chairperson of the ROC.
 - b. 1 (one) Independent Party having expertise in the field of finance and at least 5 (five) years' work experience in the fields of economy, finance, and/or banking; and
 - c. 1 (one) Independent Party having expertise in the field of risk management and at least 2 (two) years' work experience in the field of risk management.
 2. Independent Party Expertise is evidenced by:
 - a. Must have a risk management certificate as applicable to the Board of Directors in accordance with the POJK regarding the development of the quality of human resources of commercial banks. and
 - b. Having a certificate of competence that supports the implementation of the functions and responsibilities of the committee, including certificates in accounting, treasury, corporate finance.
 3. The ROC shall be chaired by an Independent Commissioner, who concurrently serves as a member.
 4. The ROC is responsible to the Board of Commissioners.
 5. The members of the ROC shall be appointed and dismissed by the Board of Directors based on a resolution of the Board of Commissioners' Meeting.
 6. The performance of ROC shall be evaluated by the Board of Commissioners at least at the end of each financial year.
-

Continued on the next page

RISK OVERSIGHT COMMITTEE CHARTER, continuation**Eligibility
Criteria for
Membership**

The criteria for membership of the ROC are as follows:

1. Majority (more than 50%) of ROC members consist of Independent Commissioners and Independent Parties.
 2. Independent Commissioners is a member of Board of Commissioners who has no financial, management, ownership and/or family relationships with any member of the Board of Directors, any member of the Board of Commissioners and/or any controlling shareholder including the ultimate controlling shareholder, or any relationship with the Bank that may affect their ability to act independently.
 3. Independent Party is a party from outside the Bank that has no financial, management, ownership and/or family relationships with any member of the Board of Directors, any member of the Board of Commissioners and/or any controlling shareholder, or any relationship with the Bank that may affect their ability to act independently.
 4. No member of the Board of Directors may become a member of the ROC.
 5. Any former member of the Board of Directors or former Executive Officer of the Company or other parties affiliated with the Company in a way that may affect their ability to act independently may not become an Independent Party in the ROC until the lapse of a minimum of 6 (six) months' cooling-off period.
 6. The requirement for the minimum of 6 (six) months' cooling-off period shall not apply to any former member of the Board of Directors in charge of the oversight function or any former Executive Officer charged with the implementation of the oversight function at the Bank.
 7. The Independent Party that becomes a member of the ROC must be recommended by the Remuneration and Nomination Committee.
 8. The members of the ROC must have good integrity, character, and morals.
-

Dual Capacity

1. The Chairperson of the ROC must not serve as Committee Chairperson in more than 1 (one) other committee (May only serve as chairman of a maximum of 2 (two) committees).
 2. A member of the ROC that comes from an Independent Party may concurrently serve as a member of another committee in the capacity as an Independent Party in the Company, another Bank, and/or another company, provided that such member:
 - a. meets all the required competencies and qualifications;
 - b. meets the independence criteria;
 - c. is able to keep the bank's secrets or confidential information;
 - d. complies with the applicable code of ethics; and
 - e. does not neglect his/her duties and responsibilities as a member of the ROC.
-

Continued on the next page

RISK OVERSIGHT COMMITTEE CHARTER, continuation

Term of Office

The term of office of the members of the ROC shall be as follows:

1. The term of office of the members of the ROC shall not exceed the term of office of the Board of Commissioners as stipulated in the Company's Articles of Association, and the members of the ROC may be reappointed.
2. In the event that:
 - a. the term of office of the members of the ROC ends due to the expiry of the term of office of the members of the Board of Commissioners as described in item 1 above, new members of the Audit Committee must be appointed within 3 (three) months from the appointment of the new members of the Board of Commissioners or from the date the new members of the Board of Commissioners are declared to have passed the fit and proper test by the OJK.
 - b. there is a vacancy in the ROC, i.e., the number of members of the ROC becoming less than the required membership due to permanent unavailability or resignation of a member for any reason, a new member of the ROC must be appointed within 3 (three) months from the occurrence of the vacancy.

Work Mechanism

The work mechanism of the ROC shall be as follows:

1. The duties and responsibilities of the ROC shall be performed through Committee Meetings.
2. To help the ROC perform its duties smoothly, the ROC shall be assisted by a Committee Secretary to do the secretarial work, which includes, among others:
 - a. Arranging meeting schedules;
 - b. Preparing meeting agenda based on the inputs from the members;
 - c. Proposing and contacting the required resource persons;
 - d. Preparing and distributing invitations to all meeting participants;
 - e. Preparing and distributing meeting materials;
 - f. Writing up and circulating Minutes of Meeting to all members of the ROC, the meeting participants, and other relevant parties.
 - g. Monitoring the follow-ups to the meeting resolutions.
3. The ROC may invite resource persons from the Board of Commissioners, the Board of Directors, or other parties, from within or outside the Company.

Working Hours

The ROC shall provide ample time to discharge its duties and responsibilities optimally.

Continued on the next page

RISK OVERSIGHT COMMITTEE CHARTER, continuation**Meeting,
Quorum, and
Decision
Making**

The provisions for the ROC's Meeting shall include the following:

1. Conduct of Meetings:
 - a. The ROC's Meeting shall be held according to the needs of the Company, at least 1 (one) time in 1 (one) month.
 - b. The members of the ROC shall participate in at least 75% (seventy-five percent) of the total number of ROC's Meetings held by the ROC.
 - c. A meeting can be attended either physically or virtually through electronic media, or through a combination thereof.
 - d. A virtual meeting can be conducted through teleconferencing, videoconferencing, or other electronic media that must allow all the meeting participants to see and/or hear one another directly and participate in the meeting.
 - e. The meeting invitations and materials must be distributed to the members of the Committee no later than 5 (five) business days before the date of the meeting.
 2. Quorum:

The ROC's Meeting can only be held if attended by at least 51% (fifty-one percent) of all members of the committee including 1 (one) Independent Commissioner and 1 (one) Independent Party.
 3. Mechanism for Adopting Meeting Resolutions:
 - a. The ROC's Meeting shall first seek to adopt resolutions by deliberation for a consensus.
 - b. If such consensus cannot be reached, the resolutions shall be adopted by a majority vote subject to the principle of 1 (one) person 1 (one) vote.
 - c. All resolutions of the ROC's Meeting shall be binding on all members of the ROC.
 4. Minutes of Meeting:
 - a. The outcomes of the ROC's Meeting must be recorded in Minutes of Meeting, which shall be signed by all members of the ROC present and properly documented in accordance with the prevailing laws and regulations.
 - b. Any dissenting opinions in the ROC's Meeting shall be expressly set out in the Minutes of Meeting as well as the reasons for such dissenting opinions.
 - c. The outcomes of the ROC's Meeting shall constitute the committee's recommendations, which can be optimally utilized by the Board of Commissioners.
-

Continued on the next page

RISK OVERSIGHT COMMITTEE CHARTER, continuation

Competence	To enhance their knowledge and understanding for the smooth performance of their duties, the members of the ROC must attend a coaching/training/seminar/workshop session at least 1 (one) time in a year.
Reporting	<p>The ROC must draft:</p> <ol style="list-style-type: none"> 1. A report to the Board of Commissioners on each task assigned to it. 2. A report on its supervisory activities and the outcomes of its supervision on a quarterly basis. 3. An annual report on the implementation of its activities to be incorporated in the Company's Annual Report. 4. An accountability report to be submitted to the Board of Commissioners no later than 1 (one) week before the end of its term of office.
Conflict of Interest	<ol style="list-style-type: none"> 1. ROC members must avoid any form of conflict of interest in the performance of their supervisory duties. 2. In the event of a conflict of interest, ROC members must disclose the conflict of interest in any decision that qualifies as a conflict of interest. 3. In addition to disclosing conflicts of interest, ROC members are prohibited from taking actions that could potentially harm or reduce the Company's profits.
Fraud Prevention	<ol style="list-style-type: none"> 1. ROC members are prohibited from soliciting, receiving, permitting and/or agreeing to receive rewards, commissions, additional money, services, money, valuables and/or anything of economic value or other benefit for personal, family or other benefit in the conduct of the Company's business and other activities related to the Company. 2. ROC members must refuse and/or are prohibited from accepting any order or request from the Company's shareholders, related parties and/or other parties to: <ul style="list-style-type: none"> • take actions related to the Company's business activities and/or other activities that are not in accordance with the implementation of Good Corporate Governance in the Company. • committing a criminal offense and/or matters that indicate a criminal offense; and/or • perform actions and matters that may harm, potentially harm, and/or reduce the Company's profits.
Concluding provisions	<ol style="list-style-type: none"> 1. This ROC Charter shall be effective as of the date of its issuance. 2. This ROC Charter shall be periodically reviewed at least 1 (one) time every 3 (three) years and/or adjustments/changes made as conditions and applicable laws and regulations change. 3. This ROC Charter must be posted on the Company's website.