

PT OTO MULTIARTHA

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| <p>4. Hubungan afiliasi antara anggota Dewan Komisaris dengan anggota Komisaris lainnya; dan</p> <p>5. Hubungan afiliasi antara anggota Dewan Komisaris dengan pemegang saham Utama dan/atau pengendali.</p> | <p>4. Affiliation relationship between members of the Board of Commissioners and other members of the Board of Commissioners; and</p> <p>5. Affiliation relationship between members of the Board of Commissioners and the Major and/or controlling shareholders.</p> |
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Tabel Hubungan Afiliasi Dewan Komisaris, Direksi, dan Pemegang Saham Utama dan/atau Pengendali

Table of Affiliate Relationship of the Board of Directors, the Board of Commissioners, and Major and/or Controlling Shareholders

NAMA Name	HUBUNGAN KELUARGA Familial Relationship						HUBUNGAN KEUANGAN Financial Relationship					
	DEWAN KOMISARIS BoC		DIREKSI BoD		PEMEGANG SAHAM Shareholders		DEWAN KOMISARIS BoC		DIREKSI BoD		PEMEGANG SAHAM Shareholders	
	YA Yes	TIDAK No	YA Yes	TIDAK No	YA Yes	TIDAK No	YA Yes	TIDAK No	YA Yes	TIDAK No	YA Yes	TIDAK No
DIREKSI Board of Directors												
Takanori Otsuka	-	√	-	√	-	√	-	√	-	√	√	-
Tetsushi Tanaka	-	√	-	√	-	√	-	√	-	√	√	-
Pieter Maruli Panjaitan	-	√	-	√	-	√	-	√	-	√	-	√
Ronny	-	√	-	√	-	√	-	√	-	√	-	√
DEWAN KOMISARIS Board of Commissioners												
Koichiro Nakayama	-	√	-	√	-	√	-	√	-	√	√	-
Masataka Takanishi	-	√	-	√	-	√	-	√	-	√	√	-
Hirohiko Taniguchi	-	√	-	√	-	√	-	√	-	√	√	-
Nugroho Triko Pramono	-	√	-	√	-	√	-	√	-	√	-	√
Murniaty Santoso	-	√	-	√	-	√	-	√	-	√	-	√
Muliawan Gunadi Kartarahardja	-	√	-	√	-	√	-	√	-	√	-	√

KOMITE-KOMITE DI BAWAH DEWAN KOMISARIS

KOMITE AUDIT

Komite Audit adalah organ pendukung yang dibentuk oleh dan bertanggung jawab langsung kepada Dewan Komisaris untuk membantu pelaksanaan fungsi pengawasan yang berkaitan dengan proses pelaporan keuangan, pelaksanaan audit dan pengendalian internal, penerapan GCG serta pelaksanaan tugas-tugas lainnya yang diberikan oleh Dewan Komisaris. Keberadaan organ dan fungsi Komite Audit di Perseroan telah memenuhi ketentuan POJK No. 55/POJK.04/2015 ("POJK 55/2015") tertanggal 23 Desember 2015 tentang Pembentukan dan Pedoman Pelaksanaan Kerja Komite Audit.

Piagam Komite Audit

Dalam rangka menjaga dan mengamankan kegiatan usaha Perseroan, serta memberikan landasan dan pedoman bagi Komite Audit dalam membantu pelaksanaan fungsi pengawasan Dewan Komisaris, semua anggota Komite Audit Perseroan wajib berpedoman pada Piagam Komite Audit yang telah disahkan oleh Dewan Komisaris pada tanggal 31 Maret 2008. Piagam ini mengatur

COMMITTEES UNDER THE BOARD OF COMMISSIONERS

AUDIT COMMITTEE

The Audit Committee is the Company's supporting organ that is formed and is directly responsible to the Board of Commissioners and is in charge of assisting the Board of Commissioners' supervisory function implementation, especially with regard to the financial reporting process, financial reporting process, implementation of audits and internal control, GCG implementation and any other tasks assigned by the Board of Commissioners. The Audit Committee's existence in the Company is in accordance with the provisions of POJK No. 55/POJK.04/2015 ("POJK 55/2015") dated December 23, 2015, regarding the Establishment and Guidelines for the Work Implementation of the Audit Committee.

Audit Committee Charter

To safeguard and secure the Company's business activities, as well as to provide a foundation and guideline for the Audit Committee in assisting the implementation of the Board of Commissioners' supervisory function, all members of the Company's Audit Committee must adhere to the Audit Committee Charter which was approved by the Board of Commissioners on March 31, 2008. This



hal-hal mengenai komposisi, kriteria keanggotaan, tugas dan tanggung jawab Komite Audit, mekanisme pelaporan audit dan hal lainnya.

Piagam Komite Audit ditinjau secara berkala dan sudah diperbarui pada tanggal 14 Desember 2021. Perseroan melakukan penyesuaian atau perubahan terhadap pokok-pokok Piagam Komite Audit agar selaras dengan ketentuan POJK 55/2015.

Tugas dan Tanggung Jawab Komite Audit

Mengacu pada isi Piagam Komite Audit dan Anggaran Dasar Perseroan, tugas dan tanggung jawab Komite Audit adalah sebagai berikut:

1. Melakukan penelaahan atas informasi keuangan yang akan dikeluarkan Perseroan kepada publik dan/atau pihak otoritas lainnya antara lain laporan keuangan, proyeksi, dan laporan lainnya terkait dengan informasi keuangan Perseroan;
2. Melakukan penelaahan atas ketaatan Perseroan terhadap peraturan perundang-undangan yang berhubungan dengan kegiatan Perseroan;
3. Memberikan pendapat independen dalam hal terjadi perbedaan pendapat antara manajemen dan Auditor Eksternal atas jasa yang diberikannya;
4. Melakukan pemantauan dan evaluasi atas perencanaan dan pelaksanaan audit internal maupun eksternal dilaksanakan sesuai dengan standar audit yang berlaku;
5. Melakukan pemantauan dan evaluasi atas tindak lanjut oleh Direksi atas hasil temuan audit internal maupun eksternal, dan hasil pengawasan OJK dalam rangka menilai kecukupan pengendalian internal, termasuk kecukupan proses pelaporan keuangan, dan memberikan rekomendasi kepada Dewan Komisaris;
6. Memberikan rekomendasi kepada Dewan Komisaris mengenai penunjukkan Auditor Eksternal yang didasarkan pada independensi, ruang lingkup penugasan dan *fee*/imbalan jasa audit, keahlian dan pengalaman Auditor Eksternal, metodologi, teknik, dan sarana audit yang digunakan, manfaat fresh eye perspectives yang akan diperoleh melalui penggantian Auditor Eksternal, potensi risiko atas penggunaan jasa audit oleh Auditor Eksternal yang sama secara berturut-turut untuk kurun waktu yang cukup panjang, hasil evaluasi terhadap pelaksanaan pemberian jasa audit atas informasi keuangan historis tahunan pada periode sebelumnya (apabila ada);
7. Menelaah pengaduan yang berkaitan dengan proses akuntansi dan pelaporan keuangan Perseroan;
8. Menelaah dan memberikan saran kepada Dewan Komisaris terkait dengan adanya potensi benturan kepentingan Perseroan;
9. Menjaga kerahasiaan dokumen data dan informasi Perseroan;
10. Melakukan evaluasi terhadap pelaksanaan pemberian jasa audit atas informasi keuangan historis tahunan oleh Auditor Eksternal, yang mencakup: (i) kesesuaian pelaksanaan audit dengan standar audit yang berlaku, (ii) kecukupan waktu pekerjaan lapangan, (iii) pengkajian cakupan jasa yang diberikan dan kecukupan uji petik, dan (iv) rekomendasi perbaikan yang diberikan oleh Auditor Eksternal.

charter regulates matters regarding the composition, membership criteria, duties, and responsibilities of the Audit Committee, audit reporting mechanism, and other matters.

The Audit Committee Charter is reviewed regularly and was updated on December 14, 2021. The Company made adjustments or changes to the main points of the Audit Committee Charter to be in line with the provisions of POJK 55/2015.

Duties and Responsibilities of the Audit Committee

Based on the Audit Committee Charter's contents and the Company's Articles of Association, duties and responsibilities of the Audit Committee are as follows:

1. Review the financial information to be issued by the Company to the public and/or other authorities, including financial reports, projections and other reports related to the Company's financial information;
2. Review the Company's compliance with laws and regulations relating to the Company's activities;
3. Provide an independent opinion in the event of any disagreement between management and the External Auditor for the services provided;
4. Monitor and evaluate plan and implementation of both internal and external audits is performed in accordance with the applicable audit standards;
5. Monitor and evaluate the follow up by the Board of Directors on the results of internal and external audit findings, and the results of OJK supervision in order to assess the adequacy of internal controls, including the adequacy of the financial reporting process, and provide recommendations to the Board of Commissioners;
6. Provide recommendations to the Board of Commissioners regarding the appointment of the External Auditor which are based on independence, scope of the assignment and fee/rewards of audit services, expertise and experience of External Auditors, methodologies, techniques, and audit facilities used, the benefits of fresh eye perspectives to be obtained through the replacement of External Auditors, potential risks by using the same External Auditor for a long time, evaluation results from implementation of historical finance audit in the previous period (if any);
7. Examine complaints relating to the Company's accounting and reporting process;
8. Review and advice the Board of Commissioners regarding any potential conflict of interest of the Company;
9. Maintain confidentiality of data and information of the Company;
10. Evaluating the implementation of audit services on annual historical financial information by the External Auditor, which include: (i) conformity of audit implementation with applicable audit standards, (ii) adequacy of field work time, (iii) assessment of the scope of services provided and adequacy of tests quotes, and (iv) recommendations for the improvement provided by the External Auditor.

Keanggotaan dan Masa Jabatan

Masa tugas Komite Audit yang merupakan anggota Dewan Komisaris adalah sama atau tidak boleh lebih lama dari masa jabatannya sebagai Dewan Komisaris dan dapat dipilih kembali hanya untuk 1 (satu) periode jabatan berikutnya. Kebijakan ini telah diatur dalam Piagam Komite Audit dan sudah diselenggarakan dengan ketentuan POJK 55/2015.

Berikut ini adalah komposisi keanggotaan Komite Audit Perseroan per 31 Desember 2022:

No.	NAMA Name	JABATAN Position	RANGKAP JABATAN Concurrent Position	DASAR PENGANGKATAN Basis of Appointment	MASA JABATAN Term of Office
1.	Muliawan Gunadi Kartarahardja	Ketua Chairman	Komisaris Independen Independent Commissioner	Rapat Keputusan Dewan Komisaris No. 004/KOM-OTO/IV/2019 Board of Commissioners Meeting Resolutions No. 004/KOM-OTO/IV/2019	15 Mei 2019 – 15 Mei 2024 15 May 2019 – 15 May 2024
2.	Nena Suhayati	Anggota Member	-	Rapat Keputusan Dewan Komisaris No. 014/KOM-OTO/IV/2021 Board of Commissioners Meeting Resolutions No. 014/KOM-OTO/IV/2021	15 Desember 2021 - 15 Desember 2026 15 December 2021 - 15 December 2026
3.	Imam Pramudji	Anggota Member	-	Rapat Keputusan Dewan Komisaris No. 011/KOM-OTO/IV/2022 Board of Commissioners Meeting Resolutions No. 011/KOM-OTO/IV/2022	19 April 2022 – 19 April 2027 April 19, 2022 – April 19, 2027

Profil Keanggotaan Komite Audit

Profil Ketua Komite Audit

Profil lengkap Bapak Muliawan Gunadi Kartarahardja selaku Ketua Komite Audit Perseroan dapat dilihat pada bab Profil Perusahaan, sub-bab Profil Dewan Komisaris, halaman 59.

Profil Anggota Komite Audit (Non-Komisaris)

Seluruh anggota Komite Audit Perseroan berstatus Warga Negara Indonesia (WNI). Berikut ini adalah profil lengkap dari masing-masing anggota Komite Audit yang bukan merupakan anggota Dewan Komisaris:

NAMA Name	USIA Age	RIWAYAT PENDIDIKAN Education History	RIWAYAT KARIER Career History
Nena Suhayati	52 tahun/years old	Diploma Muda Akuntansi dari Yayasan Administrasi Indonesia (1992) Young Diploma in Accounting from Yayasan Administrasi Indonesia (1992)	<ul style="list-style-type: none"> Staff Departemen Akuntansi PT Oto Multiartha (1997-2011) Staff Accounting & Keuangan PT Henanta Sentosa (Kontraktor) (1993-1997) Staff Accounting Indomobil Group (Mazda) (1992)
Imam Pramudji	55 tahun/years old	Sarjana Muda Manajemen Perbankan, STIE Perbanas Jakarta (1989) Bachelor of Banking Management, STIE Perbanas Jakarta (1989)	<ul style="list-style-type: none"> Finance Manager, PT Immunotec Profarmasia (Apotek Roxy Group) (2014 – 2020) Director, PT Sari Pusaka (Apotek Roxy Group) (2016 - 2017) HRD Manager, PT Kreanova Pharmanet (Apotek Roxy Group) (2014 – 2014) Audit IT Dept Head, PT Oto Multiartha (2008 - 2011) Research & Development, PT Oto Multiartha (2003 - 2008) TL Coordinator ICU, PT Oto Multiartha (2000 - 2003) Internal Audit Officer & Team Leader ICU (Internal Control Unit), PT Oto Multiartha (1999 - 2000) Administration Head, PT Oto Multiartha (1996 - 1999) Collection Head, PT Oto Multiartha (1995 - 1996) Supporting & AR Control, PT Oto Multiartha (1995 - 1996) Accounting Staff, Bank Tamara (1994 - 1995) Accounting Staff, Bank Shinta (1993 - 1994) Accounting Staff & System Operator Computer, Bank Summa (1989 - 1993)

Membership and Terms of Office

The term of office of the Audit Committee who serves as a member of the Board of Commissioners shall be the same or may not be longer than the term of office of the Board of Commissioners and can be re-elected only for the next 1 (one) period. This policy has been regulated in the Audit Committee Charter and aligned with the provisions of POJK 55/2015.

The following is the membership composition of the Company's Audit Committee as of December 31, 2022:

Audit Committee Membership Profile

Profile of the Chairman of the Audit Committee

The full profile of Mr. Muliawan Gunadi Kartarahardja as Chairman of the Company's Audit Committee can be seen in the Company Profile chapter, sub-chapter Profile of the Board of Commissioners, page 59.

Profile of Audit Committee Members (Non-Commissioners)

All Company's Audit Committee members are Indonesian Citizens (WNI). The following is a complete profile of each member of the Audit Committee who is not a member of the Board of Commissioners:



Independensi Komite Audit

Seluruh anggota Komite Audit yang menjabat adalah pihak-pihak yang profesional dan tidak memiliki hubungan dengan Perseroan guna menjaga independensi dalam pelaksanaan tugas, dan tanggung jawabnya. Salah satu upaya Perseroan dalam menjaga kualitas independensi Komite Audit adalah dengan menempatkan Komisaris Independen sebagai ketua Komite Audit.

Audit Committee Independence

All members of the Audit Committee who currently serve are professionals and have no relationship with the Company, so they can maintain their independence in carrying out their duties and responsibilities. One of the Company's efforts in keeping the Audit Committee's independence quality is by placing an Independent Commissioner as the chairman of the Audit Committee.

PERNYATAAN Statement	MULIAWAN GUNADI K.	NENA SUHAYATI	IMAM PRAMUDJI
Tidak mempunyai hubungan Afiliasi dengan anggota Dewan Komisaris, anggota Direksi, atau Pemegang Saham Utama Perseroan. Has no affiliation with members of the Board of Commissioners, members of the Board of Directors, or the Company's Major Shareholders.	√	√	√
Bukan merupakan orang dalam Kantor Akuntan Publik, Kantor Konsultan Hukum, Kantor Jasa Penilai Publik atau pihak lain yang memberi jasa asuransi, jasa non-asuransi, jasa penilai dan/atau jasa konsultasi lain kepada Perseroan dalam waktu 6 (enam) bulan terakhir. Not a person who works in a Public Accounting Firm, Legal Consulting Firm, Public Appraisal Service Office or other party that providing insurance services, non-insurance services, appraisal services and/or other consulting services to the Company within the last 6 (six) months.	√	√	√
Bukan merupakan orang yang bekerja atau mempunyai wewenang dan tanggung jawab untuk merencanakan, memimpin, mengendalikan, atau mengawasi kegiatan Perseroan dalam waktu 6 (enam) bulan terakhir. Not a person who works or has the authority and responsibility to plan, lead, control, or supervise the activities of the Company within the last 6 (six) months.	√	√	√
Secara pribadi maupun atas nama keluarga tidak mempunyai saham langsung maupun tidak langsung pada Perseroan. He/she personally or on behalf of his/her family does not own shares directly or indirectly in the Company.	√	√	√
Tidak mempunyai hubungan usaha baik langsung maupun tidak langsung yang berkaitan dengan kegiatan usaha Perseroan. Has no business relationship either directly or indirectly related to the Company's business activities.	√	√	√
Tidak memiliki jabatan lain yang dapat menimbulkan benturan kepentingan terkait dengan jabatan di Perseroan. Do not have other positions that may cause a conflict of interest related to positions in the Company.	√	√	√

Rapat Komite Audit

Sebagaimana diatur pada pasal 13 POJK 55/2015, Komite Audit wajib mengadakan rapat secara berkala paling sedikit 1 (satu) kali dalam 3 (tiga) bulan atau 4 (empat) kali dalam setahun. Sepanjang 2022, Komite Audit telah melaksanakan 4 kali rapat internal dengan uraian sebagai berikut:

Audit Committee's Meeting

As stipulated in article 13 POJK 55/2015, the Audit Committee is required to hold regular meetings at least 1 (one) time in 3 (three) months or 4 (four) times a year. Throughout 2022, the Audit Committee has held 4 internal meetings with the following descriptions:

NAMA Name	JABATAN Position	JUMLAH PERTEMUAN Number of Meetings	KEHADIRAN Attendance	TINGKAT KEHADIRAN (%) Attendance Rate (%)
Muliawan Gunadi Kartarahardja	Ketua Chairman	4	4	100
Nena Suhayati	Anggota Member	4	4	100
Imam Pramudji*)	Anggota Member	4	3	100

Catatan/Remark:

*) Beliau efektif menjabat sebagai anggota Komite Audit Perseroan sejak 19 April 2022
He has effectively served as a member of the Company's Audit Committee since April 19, 2022.

Laporan Pelaksanaan Tugas Komite Audit Tahun 2022

Selama tahun 2022, Komite Audit telah melaksanakan tugas dan tanggung jawab sesuai dengan pokok-pokok Komite Audit, antara lain sebagai berikut:

- Melakukan penelaahan atas laporan-laporan keuangan Perseroan, termasuk diantaranya Laporan Keuangan Tahun Buku 2021 dan Laporan Tengah Tahunan untuk Periode Tahun Buku 2022;
- Melakukan evaluasi kinerja Kantor Akuntan Publik Siddharta Widjaja & Rekan untuk pelaksanaan audit Laporan Keuangan tahun buku 2021;
- Memberikan rekomendasi kepada Dewan Komisaris mengenai penunjukan Kantor Akuntan Publik Siddharta Widjaja & Rekan sebagai Auditor Independen;
- Melakukan penelaahan atas pelaksanaan pemeriksaan oleh Satuan Kerja Audit Internal dan mengawasi pelaksanaan tindak lanjut oleh Direksi atas temuan Satuan Kerja Audit Internal;
- Melakukan evaluasi laporan audit internal; dan
- Melakukan evaluasi laporan Anti-Fraud.

Report on the Implementation of the Audit Committee's Duties for 2022

During 2022, the Audit Committee has conducted its duties and responsibilities in accordance with the main points of the Audit Committee, including the following:

- Reviewed the Company's financial reports, including Financial Report for the 2021 Fiscal Year and Mid-Annual Report for the 2022 Fiscal Year Period;
- Evaluated the performance of the Public Accounting Firm of Siddharta Widjaja & Partners for the audit of the Financial Statements for the 2021 financial year;
- Provided recommendations to the Board of Commissioners regarding the appointment of the Public Accounting Firm of Siddharta Widjaja & Partners as Independent Auditor;
- Reviewed the investigation conducted by the Internal Audit Unit and supervised the follow-up actions by the Board of Directors on the findings of the Internal Audit Unit;
- Evaluated the internal audit report; and
- Evaluated Anti-Fraud reports.

Program Pengembangan Kompetensi Komite Audit Tahun 2022

Audit Committee Competency Development Program for 2022

NAMA Name	JABATAN Title	TANGGAL Date	PENYELENGGARA Organizer	WORKSHOP/TRAINING/SEMINAR
Muliawan Gunadi K	Ketua Komite Audit Chairperson of Committee Audit	13 Januari 2022 January 13, 2022	OJK	Online Seminar "Readiness of the Financial Services Industry in Support Financial Services Consumer Digital Literacy"
		27 Januari 2022 January 27, 2022	OJK	Online Seminar "The Impact of ESG on the Performance of the Financial Services Industry"
		10 Maret 2022 March 10, 2022	OJK	Online Seminar "Challenges and Mitigation Crime and Enhancement of Cyber Security in the Financial Services Industry"
		31 Maret 2022 March 31, 2022	OJK	Online Seminar "The Role of Regtech in Supporting the Performance of Financial Services Industry"
		14 April 2022 April 14, 2022	OJK	Online Seminar "Strategies and Efforts to Strengthen Crowdfunding Security to Support MSME Financing in Indonesia"
		9 Juni 2022 June 9, 2022	OJK	Online Seminar "Preventing & Combating Financial Crime in Financial Services Industry"
		28 Juli 2022 July 28, 2022	OJK	Online Seminar "Digital Leadership for Strengthen Digital Transformation"
		6 Oktober 2022 October 6, 2022	OJK	Online Seminar "Consumer Protection in Digital Era"
Nena Suhayati	Anggota Komite Audit Member of Committee Audit	-	-	-
Imam Pramudji	Anggota Komite Audit Member of Committee Audit	-	-	-