

participants of the Board of Directors' meeting possible to directly see and/or listen as well as participate in the meeting.

16. Any member of Board of Directors who is personally, in any manner whatsoever, both directly and indirectly, having interest in a transaction, contract or proposed contract which is proposed by the Company as one of the parties thereof shall be specified in the meeting of the Board of Directors and shall not be entitled to participate to vote with respect to any matter relating to such transaction or contract.

BOARD OF COMMISSIONERS

Article 18

1. The Board of Commissioners shall comprise at least 3 (three) members, one of them may be appointed as the President Commissioner and if deemed necessary, another one of them may be appointed as the Vice President Commissioner.
2. A person qualifiable to be appointed as a member of the Board of Commissioners shall be an individual complies with the requirements at the time of appointment and during his/her term of office:
 - a. has a good character, morals and integrity;
 - b. Capable to perform legal actions;
 - c. Never been sentenced due to a crime charged with 5 years or more imprisonment; and/or
 - d. in the last 5 (five) years prior to the appointment and during his/her term of office:
 - 1) Never been declared bankrupt;

5. Members of the Board of Commissioners shall be appointed and dismissed by the GMS, which shall be attended by Shareholders of Series A Dwiwarna shares and the resolutions thereof shall be approved by the Shareholders of Series A Dwiwarna shares. Members of the Board of Commissioners shall be appointed by the GMS of the candidates nominated by the Shareholders of Series A Dwiwarna shares, of which such nomination shall bind the GMS.
6. Amongst the members of the Board of Commissioners and members of Board of Commissioners and members of the Board of Directors shall not have any family relationship until third degree either vertical or horizontal including any relationship due to any marital relationships.
7.
 - a. Members of the Board of Directors shall be appointed for a period of 5 (five) years calculated from the closing of GMS of their appointment or otherwise stipulated by the GMS and ended at the closing of the annual GMS at the end of the first period of the said term of office, provided that it shall not exceed the said period of 5 (five) years. This provision shall not prejudice the rights of the GMS to dismiss at any time the members of the Board of Commissioners prior to the expiry of their terms of offices by stating the reasons for such dismissal. Such dismissal shall be effective as of the closing of the GMS, unless determined otherwise by the GMS.
 - b. Appointment of members of Board of Commissioners shall not be concurrently with the appointment of members of Board of Directors

- c. Upon expiry of their term of offices, members of the Board of Commissioners may be reappointed by the GMS for one additional term of office.
- 8. The members of the Board of Commissioners shall be given salaries and/or allowances also facilities and/or other fees, including bonus (tantieme) and retirement benefit of which the amount shall be determined by the GMS.
- 9.
 - a. In the event that due to any reasons there is a vacancy in the Board of Commissioners, as a consequence of such circumstances, the number of members of the Board of Commissioners is less than the number as determined in the paragraph 1, at the latest 90 (ninety) days after the occurrence of such vacancy a GMS shall be convened to occupy such vacancy.
 - b. As long as the vacant position and no successor for such position has been appointed, one of the member of the Board of Commissioners based on meeting of the Board of Commissioners shall be appointed to undertake the vacant position's duties with the same power and authorities.
- 10. In the event that due to any reasons whatsoever, the Company does not have any members of Board of Commissioners, the majority shareholders shall be entitled to carrying out all duties of the Board of Commissioners temporarily, provided that no later than 90 (ninety) days after the occurrence of such vacancy, the GMS shall be convened.
- 11.
 - a. A member of the Board of Commissioners may voluntarily resign from his/her office prior to the expiry of his/her term of office and the said member of the Board of