

MEMORANDUM

Number : 022/DK.S/WIKA/2018
To : 1. Corporate Secretary, PT Wijaya Karya (Persero) Tbk
2. General Manager of Human Capital, PT Wijaya Karya (Persero) Tbk
3. General Manager of Legal, PT Wijaya Karya (Persero) Tbk
Date : 15 May 2018
Subject : Copy of the Decision of the Board of Commissioners Perusahaan Perseroan (Persero) PT Wijaya Karya Tbk Number: 70/DK/WIKA/2018 on the Cessation and Appointment of Members of the Audit Committee of Perusahaan Perseroan (Persero) PT Wijaya Karya Tbk

We hereby submit the Copy of the Decision of the Board of Commissioners Perusahaan Perseroan (Persero) PT Wijaya Karya Tbk Number: 70/DK/WIKA/2018 on the Cessation and Appointment of Members of the Audit Committee of Perusahaan Perseroan (Persero) PT Wijaya Karya Tbk.

Please take the appropriate action in accordance with the duties and responsibilities of your respective units.

Thank you for your kind attention.

PT Wijaya Karya (Persero) Tbk

[signed]

Joko Untoro Slament

Secretary to the Board of Commissioners

CC:

1. Board of Commissioners of PT Wijaya Karya (Persero) Tbk.
2. Directors of PT Wijaya Karya (Persero) Tbk.
3. Committees of the Board of Commissioners of PT Wijaya Karya (Persero) Tbk.

COPY
DECISION OF THE BOARD OF COMMISSIONERS
PERUSAHAAN PERSEROAN (PERSERO) PT WIJAYA KARYA Tbk
NUMBER: 70/DK/WIKA/2018
CONCERNING

CESSATION AND APPOINTMENT OF MEMBERS OF THE AUDIT COMMITTEE OF
PERUSAHAAN PERSEROAN (PERSERO) PT WIJAYA KARYA Tbk

- THE BOARD OF COMMISSIONERS OF PERUSAHAAN PERSEROAN (PERSERO) PT WIJAYA KARYA Tbk**
- CONSIDERING :
- a. that the primary duty of the Board of Commissioners of Perusahaan Perseroan (Persero) PT Wijaya Karya Tbk is to oversee and advise the Directors in the conduct of their management of Perusahaan Perseroan (Persero) PT Wijaya Karya Tbk;
 - b. that pursuant to the Decision of the Board of Commissioners of Perusahaan Perseroan (Persero) PT Wijaya Karya Tbk Number: 76/DK/WIKA/2016 dated 22 August 2018, Mr Nurrachman was appointed on 22 August 2016 as Chairman, concurrently a Member of the Audit Committee of Perusahaan Perseroan (Persero) PT Wijaya Karya Tbk;
 - c. that pursuant to the Results of the Annual General Meeting of Shareholders for Fiscal Year 2017 on 24 April 2018, Mr Nurrachman was released from his capacity as an Independent Commissioner of Perusahaan Perseroan (Persero) PT Wijaya Karya Tbk and Mr Suryo Hapsoro Tri Utomo and Mr Achmad Hidayat was appointed as Independent Commissioners of Perusahaan Perseroan (Persero) PT Wijaya Karya Tbk;
 - d. that in accordance with the considerations as stated in section a, section b, and section c above, it is necessary for the Board of Commissioners to issue a Decision of the Board of Commissioner on the Cessation and Appointment of Audit Committee Members of Perusahaan Perseroan (Persero) PT Wijaya Karya Tbk.
- IN VIEW OF :
1. Law Number 19 Year 2003 on State-owned Enterprises (State Gazette Year 2003 Number 70, Supplement to the State Gazette Number 4297);
 2. Law Number 40 Year 2007 on Limited Liability Companies (State Gazette Year 2007 Number 106, Supplement to the State Gazette Number 4756);
 3. Regulation of the Minister of State-owned Enterprises Number: PER-01/MBU/2011 dated 1 August 2011 on Implementation of Good Corporate Governance in State-

owned Enterprises as was last amended by the Regulation of the Minister of State-owned Enterprises Number: PER-09/MBU/2012 dated 6 July 2012;

4. Regulation of the Minister of State-owned Enterprises Number: PER-12/MBU/2012 dated 24 August 2012 on Supporting Bodies and Committees of the Board of Commissioners/Board of Trustees in State-owned Enterprises;
5. Regulation of the Financial Services Authority Number: 55/POJK.04/2015 dated 23 December 2015 on the Establishment and Work Guidelines of Audit Committees;
6. Articles of Association of Perusahaan Perseroan (Persero) PT Wijaya Karya Tbk as stated in the Deed made before Notary Dian Paramita Tamzil Number: 110 dated 22 December 1972, which has been amended several times, and the latest of which was amended by Deed Number: 7 dated 7 April 2017 made before Ashoya Ratam, S.H., M.Kn. a Notary in Jakarta Selatan that has received a notification of amendment of the Articles of Association from the Ministry of Law and Human Rights of the Republic of Indonesia Number: AHU-AH.01.03-0133890 and Number: AHU-AH.0010171.AH.01.02.TAHUN 2017 dated 6 May 2017 ("**Articles of Association**").

OBSERVING : Decision of the Internal Meeting of the Board of Commissioners of Perusahaan Perseroan (Persero) PT Wijaya Karya Tbk on 07 May 2018.

HAS DECIDED

TO ENACT : **CESSATION AND APPOINTMENT OF MEMBERS OF THE AUDIT COMMITTEE OF PERUSAHAAN PERSEROAN (PERSERO) PT WIJAYA KARYA Tbk**

FIRST : To reaffirm the honourable release of Mr Darsono Prawironegoro from his capacity as Chairman, concurrently a Member of the Audit Committee of Perusahaan Perseroan (Persero) PT Wijaya Karya Tbk who was appointed by virtue of the Decision of the Board of Commissioners Perusahaan Perseroan (Persero) PT Wijaya Karya Tbk Number: 76/DK/WIKA/2016 dated 22 August 2016, effective on 19 April 2018, with gratitude for his contribution during his tenure as Chairman, concurrently a Member of the Audit Committee of Perusahaan Perseroan (Persero) PT Wijaya Karya Tbk.

SECOND : To appoint Mr Suryo Hapsoro Tri Utomo as Chairman, concurrently a Member of the Audit Committee of Perusahaan Perseroan (Persero) PT

- Wijaya Karya Tbk.
- THIRD** : To appoint Mr Achmad Hidayat as Deputy Chairman, concurrently a Member of the Audit Committee of Perusahaan Perseroan (Persero) PT Wijaya Karya Tbk.
- FOURTH** : That in accordance with the FIRST, SECOND, and THIRD dictums of this Decision, the Members of the Audit Committee of Perusahaan Perseroan (Persero) PT Wijaya Karya Tbk are as follows:
1. Suryo Hapsoro Tri Utomo as Chairman, concurrently a Member
 2. Achmad Hidayat as Deputy Chairman, concurrently a Member
 3. Waluyati Supriyantini as Accounting Expert
 4. M. Sjukrul Amien as Technical Expert
 5. Darsono Prawironegoro as Investment and Financial Expert
- FIFTH** : The primary duties and functions, authorities and responsibilities, and tenure of the Members of the Audit Committee of Perusahaan Perseroan (Persero) PT Wijaya Karya Tbk are stipulated in and regulated by the Decision of Board of Commissioners of Perusahaan Perseroan (Persero) PT Wijaya Karya Tbk Number: 73/DK/WIKA/2018 dated 18 August 2016.
- SIXTH** : The monthly Honorarium for a Member of the Audit Committee of Perusahaan Perseroan (Persero) PT Wijaya Karya Tbk who is not a member of the Board of Commissioners of Perusahaan Perseroan (Persero) PT Wijaya Karya Tbk is set at 15% of the Salary of the President Director of Perusahaan Perseroan (Persero) PT Wijaya Karya Tbk.
- SEVENTH** : All expenses incurred by the Audit Committee of Perusahaan Perseroan (Persero) PT Wijaya Karya Tbk in the course of conducting its duties as stipulated in the Audit Committee Charter of Perusahaan Perseroan (Persero) PT Wijaya Karya Tbk will be borne by Perusahaan Perseroan (Persero) PT Wijaya Karya Tbk.

This Decision is effective since the date of its enactment, on the condition that if there are errors in this Decision in the future, then rectifications will be made as necessary.

This Copy of the Decision of the Board of Commissioners of Perusahaan Perseroan (Persero) PT Wijaya Karya Tbk. is submitted to:

- 1) Directors of PT Wijaya Karya (Persero) Tbk;
- 2) The parties concerned for their attention and performance.

Issued in : Jakarta

Date : 14 May 2018

Perusahaan Perseroan (Persero) PT Wijaya Karya Tbk

Board of Commissioners

[signed]

Imam Santoso

President Commissioner

Copy conforms to the original

Perusahaan Perseroan (Persero) PT Wijaya Karya Tbk

[signed]

Joko Untoro Slamet

Secretary to the Board of Commissioners