



4 Corporate Governance

Corporate Governance

XL Axiata's consistent solid performance is in part a reflection of the Company's strong commitment to good corporate governance (GCG) practices. Continuous GCG implementation has nurtured integrity and professionalism in all individuals within the Company. To continue operating at this level, the GCG system also needs to be updated regularly. The updates aim to not only complete the GCG structure, but also to enhance GCG process efficiency, transparency, and legal compliance.

GCG digitalization has been a part of that effort. Having introduced its digitalization initiative in 2013, XL Axiata is recognized as a pioneer in this area. The Company started by digitizing the meetings of its Board of Directors and Board of Commissioners and then expanded to the General Meeting of Shareholders. In the past, the Company used a QR code that contained links to meeting materials, set up an online registration system for GMS participants, and streamed video to facilitate shareholders abroad. In 2020, the Company moved further by implementing online GMS, or e-GMS. The Company sees e-GMS as beneficial in the long-term, especially to ensure that all shareholders can exercise their voting rights, wherever they are. For this innovation, XL Axiata received the IDX Channel Innovation Award 2020. Beyond e-RUPS, digital transformation was also reflected from the implementation of electronic signature (e-signature) in XL Axiata's operations and for both its external and internal requirements by collaborating with one of the e-signature providers that is registered with the Indonesian Ministry of Communications and Informatics. This cooperation ensures that e-signature has equal legality and legal power as wet signatures. The implementation of the electronic signature system highlights XL Axiata as one of the companies that have taken proper and extensive steps to adapt to COVID-19 pandemic situation, including by ensuring the readiness of its GCG.

XL Axiata's GCG compliance is also recognized at the ASEAN level. The Company consistently obtained high scores in the Asean Corporate Governance Scorecard. In June 2020, ACGS announced XL Axiata to be one of the top 10 companies in Indonesia to make it into the prestigious 2019 ASEAN Asset Class for best corporate governance.

GCG LEGAL BASIS

XL Axiata, a public company listed on the Indonesia Stock Exchange implements the GCG based on the Law of the Republic of Indonesia No. 40 of 2007 regarding the Limited Liability Company and its implementing regulations as well as the Law of the Republic of Indonesia No. 8 of 1995 regarding the Capital Market. In addition, the Company is also subject to the relevant Regulations in particular to any regulations issued by the Financial Services Authority (OJK) and the Indonesia Stock Exchange.

Internally, the Company is guided by the Articles of Association that have been adjusted to the latest Law and Regulations and a series of internal policies including Company Regulation covering the Code of Ethic and Employee Behavior, The GCG Manual, Work Guideline and Code of Ethic for the Board of Directors and the Board of Commissioners (Board Manual) and other internal policies related to operational matters.

XL Axiata also has in place, a Whistleblowing System that applies to all levels of Employees, including Anti Bribery and Anti Corruption Policy applicable for all XL Axiata internal elements and third parties or stakeholders that have business relations with XL Axiata.

GOOD CORPORATE GOVERNANCE PRINCIPLES

XL Axiata still implements its GCG practices by referring to the five GCG principles, but this year we are confident to add Digitization into our GCG principle as well as helps XL Axiata improve current efficiency of its process, consistency, and quality.



1. **Transparency**
The Company discloses all information related to XL Axiata which is material and may affect Shareholder decisions through the Annual Report, Financial Statement and announcement made to Shareholders and Stakeholders through IDX website and official website of the Company and/ or newspapers that are easily accessed by the Shareholders and Stakeholders.
2. **Responsibility**
All information related with the Company that are submitted to Shareholders and Stakeholders shall be accountable.
3. **Accountability**
Any activities implementation of the Company's Organs shall be accountable in accordance with their respective duties and authorities.
4. **Independence**
Decision-making activities within the Company should avoid conflict of interest. Any corporate action with conflict of interest shall be carried out in accordance with applicable regulations.
5. **Fairness**
The Shareholders of the Company shall obtain equal treatment in accordance with prevailing laws and regulations. Each Shareholder and Stakeholder may submit input and obtain the same information related to the company.
6. **Digitization**
Embraced as the latest governance principles, XL Axiata believe in digitization where it would exccellerate business growth, increase current efficiency of its process, consistency, and quality. This also allows our orgnaization and Board members to transform and cope with the current disruptive wave of business model, by starting with the change of internal governance method, Board leadership, Board structure and processes.

In addition, the Company also encourages the GCG supporting principles within the Company's work culture:

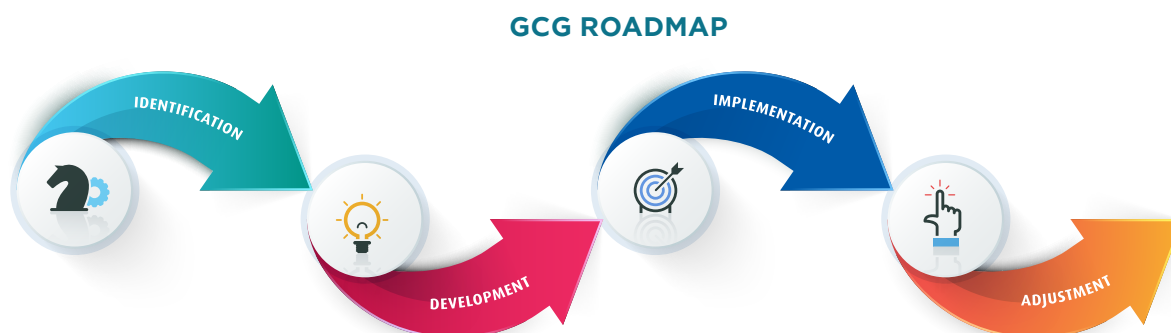
1. Professionalism and integrity.
2. Efficiency and effectiveness.
3. Law abiding citizen.

GCG ROADMAP

Since it was founded, XL Axiata has built a GCG Roadmap, which further translated in the form of Governance strategy for each performing year.

XL Axiata GCG Roadmap is built and implemented from year to year by focusing on 4 (four) parts:

- a. Identification of areas that require improved governance.
- b. Development of governance in a form of internal policy documents, standard operational procedures of implementation of socialization activities.
- c. Implementation and Supervision of the governance that has been built.
- d. Adjustments made to ensure that governance that has been built is in line with applicable legislation.



GCG Roadmap output:

2015	Compliance with the new Financial Services Authority regulation in the form of renewal of the Working Guidelines for the Nominating and Remuneration Committee, amendment to the Company's Articles of Association in particular to the implementation of the General Meeting of Shareholders and the Board of Commissioners and the Board of Directors as well as the website revamp in accordance with the provisions of Financial Services Authority regulations.
	Implementation of BoardPac as a tool to support the effectiveness of decision-making process by the Board of Directors and Board of Commissioners.
	Rationalization of the Committee under the Board of Directors.
2016	<ul style="list-style-type: none"> • Renewal of Guidelines and Policy amongst others: <ol style="list-style-type: none"> a. Board Manual and Code of Ethics. b. GCG Manual. c. Blackout Policy. • Establishment of Policy amongst others: <ol style="list-style-type: none"> a. Director Sucession Policy. b. Subsidiary Policy. c. Board of Directors and Board of Commissioners Sharesownership Policy. d. Multiple Board Membership Policy for the Board of Directors and the Board of Commissioners. • Establishment of Limit of Authority in each Unit within the Company.
	<ul style="list-style-type: none"> • Board Orientations • Implementation of Board Effectiveness dan Self & Peer-to- Peer Assessment.

2017	<ul style="list-style-type: none"> Establishment of New Policy related to the Company, among others: <ol style="list-style-type: none"> Record Management System Policy. E Signatures Policy. Policy on Delegation of Authority by the Board of Directors. Financial Statement Policy. Update of Procurement Policy based on ASEAN Corporate Governance Scorecard standard. Socialization of Record Management System and implementation of the use of scanned copy documents for daily activities. Record Management System Socialization
	<ul style="list-style-type: none"> Implementation of Record Management by using softcopy document on daily activities Implementation of the Board of Commissioners and Board of Directors orientation. Trial on Delegation of Authority by system.
	<ul style="list-style-type: none"> Refinement of look and feel on of the Company's Website
2018	<ul style="list-style-type: none"> Obtaining ISO 27001 Certification carried out by the British Standard Institute (BSI) as an independent auditor for ISO 27001. Implementation of Board Effectiveness Assessment by independent Third Party.
2019	<ul style="list-style-type: none"> Establishment of GCG related policies, namely the Integrated Communication Policy and Protocol Policy. Implementation of Corporate Governance Training for Directors and Board of Commissioners. Arrangement of Corporate Documents with reference to Law No. 8 of 1997 regarding Company Documents.
2020	<ul style="list-style-type: none"> Implementation of The Board of Directors and Board of Commissioners Self-Assessment by Third Party Evaluation of Boardpac Application to Support Boc Bod Activities Issuance Company's Intellectual Property Rights Policy Issuance on Data Sharing Policy Integrated Annual Reporting 2019 Induction for Board of Audit Committee Member Implementation of Company Business Licenses Through Online Single Submission, whereby XL Axiata being one of the first public company to comply with the new licensing system Quality Improvement on General Meeting of Shareholders Through Digitalization Implementation of Iso 27001:2013 Certification on Customer Data Protection Adjustments to Articles of Association of the Company with respect to Purpose, Objective and Activities of the Company in compliance with Government Regulation No. 24 year 2018 regarding Electronic Integrated Business Licensing Services ("Online Single Submission")
2020	<ul style="list-style-type: none"> Implementation of electronic General Meeting of Shareholders (e-GMS) Establishment of new Board's of Commissioners committee which is Board Risk & Compliance Committee Renewal of GCG Manual Implementation of The Board of Directors and Board of Commissioners Self-Assessment By Internal New digital application To Support BOD and BOC Activities which is Diligent Board. Implementation of digital signature for external documentation purposes, in collaboration with the digital signature provider that certified and registered by Ministry of Communication & Information Adjustments to Articles of Association of the Company with respect to the changes of regulations issued by the Financial Services Authority regarding the General Meeting of Shareholders. Integrated Annual Reporting 2019 Issuance of new policies among others are: <ol style="list-style-type: none"> Anti Bribery & Anti Corruption policy Gift, Donation & Sponsorship policy Electronic General Meeting of Shareholders (e-GMS) policy Digital Signature Policy Board induction for new members of BOD and BOC Audit Assessment Certification ISO 27001:2013 Consumer Data Protection

CORPORATE GOVERNANCE IMPLEMENTATION 2020 AND THE EXPLANATION

XL Axiata has enacted the following GCG enhancement during 2020:

IMPLEMENTATION OF THE BOARD OF DIRECTORS AND BOARD OF COMMISSIONERS SELF-ASSESSMENT

In compliance with the Financial Services Authority Regulation (POJK) No.21/POJK.04/2015 on the Implementation of Public Companies Corporate Governance Guidelines and the Financial Services Authority Circular Letter No.32/SEOJK.04/2015 on Public Companies Corporate Governance Guidelines on the assessment and Asean Corporate Governance Scorecard (ACGS)

indicators, XL Axiata has conducted Board of Directors and Board of Commissioners self-assessment, the assessment result will be used for the Performance Assessment of the Board of Directors and Board of Commissioners as prove of accountability in the application of duties and responsibilities of the Board of Directors and Board of Commissioners.

RENEWAL OF APPLICATION TO SUPPORT BOC BOD ACTIVITIES

Changed of digital application for the management meeting, which previously was BoardPac to Diligent Board. This is in line with the evaluation results and recommendations on the previous use of application or digital platform media for the meeting, which aim at improving the quality of XL Axiata's Board of Directors and Board of Commissioners Meeting toward the features, stability of access and security.

INTEGRATED ANNUAL REPORTING 2020

In order to fully support the capital market institutions and government initiatives, since 2019, XL Axiata has presented the Integrated Annual Report, and in 2020 XL Axiata again presents the Integrated Annual Report. In using the nearest framework into integrated report, XL Axiata provides our stakeholders with a concise view of our business and strategies and to create value over time.

INDUCTION FOR BOARD OF COMMISSIONERS AND BOARD OF DIRECTORS MEMBERS

On June 2020, induction training was conducted for new members of the Board of Commissioners and Director, which are Dato' Mohd Izzaddin Idris, Dr. Hans Wijayasuriya and David Arcelus Oses. Furthermore, in November 2020 the orientation for new Directors was carried out, namely Budi Pramantika and I Gede Darmayusa. In this orientation, information was given regarding strategy, business, operations, duties and roles of the Board of Directors and Commissioners pursuant to the prevailing laws and regulations, capital market regulations and XL Axiata corporate governance.

IMPLEMENTATION OF ELECTRONIC GENERAL MEETING OF SHAREHOLDERS

For the first time and as the first public listed company in Indonesia, XL Axiata convened the Annual General Meeting of Shareholders in May 2020 and Extraordinary General Meeting of

Shareholders in October 2020, in which have been implemented electronically (e-GMS), by using an e-GMS system owned by the company, and referring to the POJK No. 15/POJK.04/2020 on the Plan and Implementation of General Meeting of Shareholders of Public Companies, and POJK No. 16/POJK.04/2020 regarding the Implementation of General Meeting of Shareholders of Public Companies Electronically.

IMPLEMENTATION OF ISO 27001:2013 CERTIFICATION ON CUSTOMER DATA PROTECTION

In 2020, XL Axiata was able to maintain the qualification for ISO 27001:2013 certifications in customer data protection from British Standard Institution (BSI). The audit process of ISO 27001:2013 was started since early 2020, and the audit was completed in the fourth quarter of 2020. Through this certification, XL Axiata working culture is transforming into a world-class standard.

IMPLEMENTATION OF DIGITAL SIGNATURE FOR EXTERNAL DOCUMENTATION

In 2020 at the beginning of Covid-19 Pandemic, XL Axiata began to implement electronic signature or digital signature for external documents and correspondences, such as external letters, power of attorney, agreement documents and other documents. The digital signature is provided by electronic signature provider that has attained certification and registered in the Ministry of Communications and Informatics, thereby the signature the legitimate power as the real signature.

OPERATIONAL PROCEDURE AND POLICY EXPOSURE

Disclosure of the Company new formulation on the Policies and Operations Procedures in 2020:

1. Amendment of Articles of Association

An update to new regulation in regards to the General Meeting of Shareholders, namely POJK No. 15/POJK.04/2020 on the Plan and Implementation of General Meeting of Shareholders of Public Companies, and POJK No. 16/POJK.04/2020 regarding the Implementation of General Meeting of Shareholders Electronically.

2. GCG Manual

An update from GCG Manual that has been published by XL Axiata in 2016. The update includes the latest provisions of the Articles of Association and latest laws and regulations.

3. E-Signature Policy

In line with the digital transformation, XL Axiata has implemented digital signature both for internal and external purposes. The policy provides clear guidance regarding the use of e-Signature for the external and internal implementation.

4. E-GMS Policy

Aligned with the issuance of POJK No. 15/POJK.04/2020 on the Plan and Implementation of General Meeting of Shareholders of Public Companies, and POJK No. 16/POJK.04/2020 regarding the Implementation of General Meeting of Shareholders Electronically, then this policy is required for the implementation of General Meeting of Shareholders electronically in XL Axiata.

5. Anti Bribery & Anti Corruption Policy

In line with the value of uncompromising integrity, one of the core values ITS XL, XL Axiata has published the Anti Bribery and Anti Corruption Policy. This policy is a commitment to carry out business of high integrity.

The purposes of the policy are as follows:

1. Ensuring compliance to XL Axiata policies and all prevailing laws and regulations.
2. Providing information and guidelines for all stakeholders to assess situations or conditions that are deemed to be improper, unethical or in relations to bribery and corruptions.
3. Creating awareness and educate all stakeholders regarding XL Axiata core values, and expected conduct.

This policy is applicable for all stakeholders and not limited to the Commissioners, Directors, employees, distributors, agents, vendors, consultants and other third parties.

6. Gift, Donation & Sponsorship Policy

This policy is part of Anti Bribery and Anti Corruption Policy set by XL Axiata to provide information, guidelines, and guidance of policy implementation to all stakeholders on how to assess the provisions in accepting/presenting Gifts, donation and sponsors or collectively called GDS (Gift, Donation and Sponsorship), which can or possibly deemed inappropriate, unethical, or in relation with bribery and corruptions.

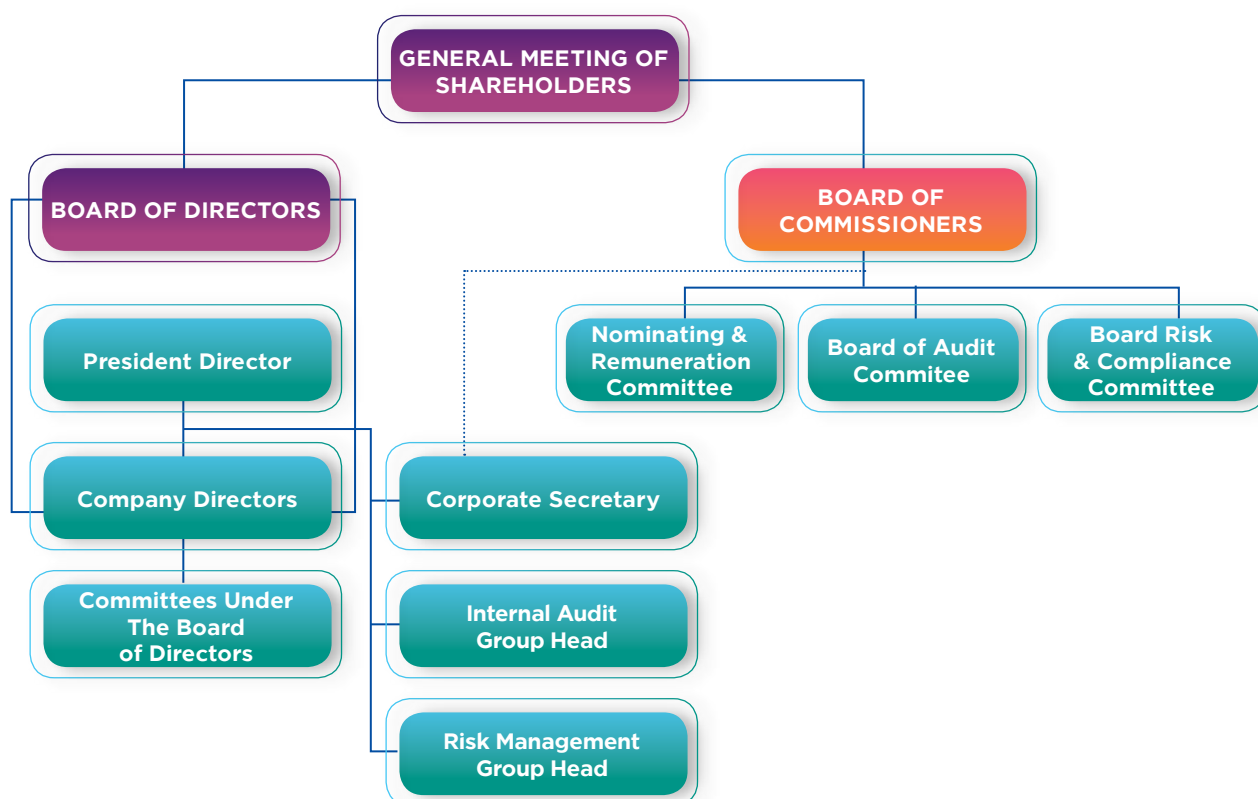
Disclosure of the Company Policies and Operations Procedures prior to 2020

1. Prevention of Insider Trading Policy Through Shares Trading Prohibition in Certain Period (Blackout Policy)
2. Integrated Communication Policy
3. Procurement policy and Code of Ethics
4. Conflict of Interest Transaction Prevention Policy
5. Consumer Protection Policy
6. Subsidiaries Policy
7. Board of Commissioners and Board of Directors Shares Ownership Policy
8. Nomination Policy
9. Remuneration Policy
10. Multiple Board Membership for Board of Commissioners and Board of Directors Policy
11. Director Succession Policy
12. Record Management System Policy
13. Power of Attorney & BOD Delegation of Authority Policy
14. Financial Statement Release Policy
15. Protocol Policy
16. Company's Intellectual Property Rights Policy
17. Data Sharing Policy

CORPORATE GOVERNANCE STRUCTURE

XL Axiata has established GCG structure based on the function, authority and responsibilities of each organ in accordance with Law No. 40 year 2007, related Financial Services Authority regulations and the Articles of Association.

In general XL Axiata GCG structure is divided into Primary Organ and Supporting Organ.



The Primary Organ are as follows:

General Meeting of Shareholders (GMS)

The General Meeting of Shareholders is a strategic discussion and decision-making forum for the Shareholders, in relation with XL Axiata interests and is based on Articles of Association as well as laws and regulations.

Board of Commissioners

The Board of Commissioners is an organ collectively tasked with supervisory functions on the management of XL Axiata as well as ensuring that all stakeholders' interests are met based on governance principles.

Board of Directors

The Board of Directors is an organ collectively responsible for managing XL Axiata in accordance with the set direction and objectives, as well as acting on behalf of XL Axiata in both legal and non-legal matters.

The Supporting Organs consist of Committees or function under the Board of Commissioners or the Board of Directors.

General Meeting of Shareholders

The General Meeting of Shareholders (“GMS”) is a Company’s organ with authorities not granted to the Board of Directors and the Board of Commissioners within threshold as set forth under the Articles of Association and prevailing regulations.

The GMS serves a forum for Shareholders to exercise rights, initiate authorities, and submission of opinions, votings, and request of information relating to the strategic decision-making or the XL Axiata management.

Shareholders’ Rights and Authorities In GMS

XL Axiata Shareholders have the rights to attend the GMS as a self-representative or their authorized proxies by using Proxy available in Company’s official Website (www.xlaxiata.co.id) at the same time with GMS Invitation.

Based on the Articles of Association, the GMS shall have the following authority, subject to the prevailing laws and regulation, among others:

1. To approve the Annual Report with regards to XL Axiata course of business as well as the Board of Commissioners Supervisory Activity Report during the fiscal year as elaborated under the XL Axiata Annual Report.
2. To ratify the financial statements consisting of the balance sheet of the financial year, the statement of income of the financial year being audited by a public accountant.
3. Provide approval for the proposed use of XL Axiata profit.
4. Appoint or authorize to the Board of Commissioners to appoint Public Accountant for the current year.
5. Appoint and/or dismiss members of the Board of Directors and Board of Commissioners of XL Axiata, if needed.

6. Determine the remuneration for members of the Board of Directors and the Board of Commissioners.
7. To approve other agenda in GMS as duly proposed pursuant to the provisions under Articles of Association

In addition, the Shareholders also have the following rights by the Extraordinary GMS:

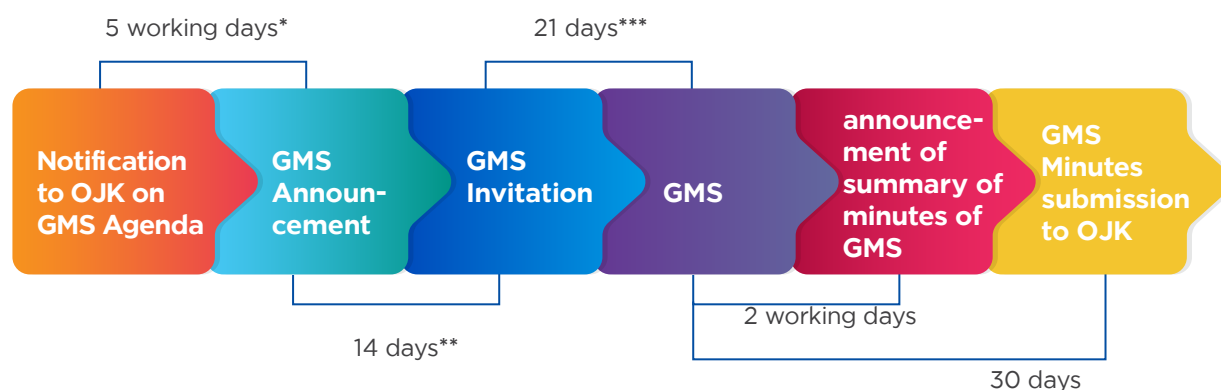
- Approve the merger, consolidation, acquisition, and separation, filing for bankruptcy over the Company, the extension of the period of the Company, dissolution and liquidation.
- Appoint and terminate members of the Board of Directors and/or Board of Commissioners;
- Ratify the amendment of Articles of Association;
- Approve additional Authorised Capital and/or Issued and Paid Up Capital;
- Approve material transaction based on authority threshold as regulated under prevailing regulations;
- Approve distribution of new shares in portfolio;
- Approve plan and results allocation from funding activity;
- Approve the proposed corporate action in accordance with prevailing regulations.
- In particular for transactions, which contain conflict of interest, the Independent Shareholders or their authorized representatives in the GMS must approve it.

Equal Treatment to Shareholders

XL Axiata applies equal treatment to all shareholders through the availability of the same Information to Shareholders as well as through voting mechanism based on rights owned by Shareholders in accordance with the portion of its respective share ownership.

GMS Implementation

Stages of GMS Implementation XL Axiata



* By excluding GMS announcement date

** By excluding announcement date and invitation date

*** By excluding invitation date and GMS date

The Company's Efforts in Encouraging Shareholder Participation

XL Axiata grants the Shareholder access to information and materials related to the GMS in the Company's website. Materials related to the agenda to be discussed in the GMS are also available at the Company's office during working hours every working day from the date of the GMS Invitation.

GMS Code of Conduct

The GMS Code of Conduct is distributed and explained before the GMS that include explanations of meeting leader, meeting agenda, and voting mechanism and procedures in the GMS.

GMS Quorum

The GMS quorum refers to the following Articles of Association and Regulations.

GMS Quorum Table on Corporate Action

No.	Condition	First GMS						Second GMS					
		Attendance			Approval			Attendance			Approval		
		>1/2	2/3	3/4	Simple Majority	>2/3	>3/4	1/3	2/3	3/5	Simple Majority	2/3	>3/4
1.	Amendments to the AoA		X			X				x		X	
2.	Buy Back of Shares		X			X				X		X	
3.	Increasing Authorized Capital		X			X				X		X	
4.	Increasing Issued and Paid-up Capital		X			X				X		X	
5.	Approval of Annual Report and Ratification of Financial Statements	X			X			X			X		
6.	The utilization of net profits	X			X			X			X		
7.	The discharge of a member of the BOD	X			X			X			X		
8.	The takeover of the Company's Management by the BOC	X			X			X			X		
9.	Transfer or collateralize/pledge of the Company's assets by 50% of the Company's net worth or more			X			X		X				X

No.	Condition	First GMS						Second GMS					
		Attendance			Approval			Attendance			Approval		
		>1/2	2/3	3/4	Simple Majority	>2/3	>3/4	1/3	2/3	3/5	Simple Majority	2/3	>3/4
10	Merger, Consolidation, Acquisition and Separation			X			X		X				X
11.	Bankruptcy, Dissolution			X			X		X				X
12.	The request for the extension of the establishment term of a company's duration			X			X		X				X
13	Conflict of Interest (only Independent Shareholders)	X			X			X			X		

*Following and adjusted from time to time based on prevailing regulation.

Electronic Voting System

The voting system in the GMS is executed electronically in which each shareholder provided e-voting barcode in accordance with the portion of respective shares ownership, which is then counted by the Share Registrar in the voting counting session.

Electronic voting activity is witnessed by an independent Notary appointed by the Company.

2020 General Meeting of Shareholders

In 2020, the GMS was held in electronically (e-GMS) in which in accordance with the POJK No. 15/POJK.04/2020 dated 20 April 2020 on the Plan for the Implementation of the General Meeting of Shareholders of the Public Company.

e-GMS implementation was implemented with the order from the Government of the Republic of Indonesia and as preventive action of Covid-19 spread, also to abide by guidance to conduct social distancing in the period of large-scale social restrictions (PSBB), also referring to Article 9 of POJK No. 16/POJK.04/2020 dated 20 April 2020 regarding the Implementation of Electronic General Meeting of Shareholders.

Report submissions:

1. Annual General Meeting of Shareholders dated 18 May 2020
 - a. Meeting Agenda Notification to the Financial

Services Authority (OJK) on 2 April 2020, and explanation on the implementation of Meeting electronically to OJK dated 14 May 2020;

- b. Advertisement of Meeting Announcement to shareholders on: (i) 1 (one) daily newspaper of Indonesian language with national circulation, namely Investor Daily; (ii) the Company website; and (iii) Indonesia Stock Exchange website on 9 April 2020;
 - c. Meeting Invitation to shareholders on: (i) the Company website; (ii) Indonesia Stock Exchange website; and (iii) eASY.KSEI system on 24 April 2020.
2. Extraordinary General Meeting of Shareholders dated 27 October 2020
 - a. Meeting Agenda Notification to OJK on 11 September 2020;
 - b. Publication of Meeting Announcement on 18 September 2020, and Meeting Invitation including materials for presentation in the Meeting on 5 October 2020, through the Company website, Indonesia Stock Exchange website, and eASY.KSEI system.

The e-GMS materials including the format of the Power of Attorney and Meeting Rules are available at the XL Axiata office and can be downloaded through the Company's official website (www.xlaxiata.co.id) on the same day as the Meeting Invitation.

THE SUMMARY OF MINUTES OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS IN ELECTRONIC PT XL AXIATA TBK - 18 MAY 2020

The Board of Directors of PT XL Axiata Tbk. (the "Company"), having its legal representative in Jakarta hereby announces to the Shareholders that the Company has convened the Annual General Meeting of Shareholders electronically (the "Meeting"), with the following summary:

Day, Date: Monday, 18 May 2020

Time: 02:23 p.m. – 03:17 p.m. Western Indonesian Time

Venue: **Krakatau Meeting Room 28th Floor**
Gedung XL Axiata Tower
Jl. H.R Rasuna Said X5 Kav.11-12
Kuningan Timur Setiabudi, Jakarta
Conference Media: Microsoft Teams Live Event

Agenda of the Meeting

1. Approval on the Company's Annual Report including the Board of Commissioner's Supervisory Report as well as ratification of the Company's Financial Statement for the Fiscal Year ended on 31 December 2019.
2. Allocation of the Company's Net Profit for Financial Year Ended on 31 December 2019.
3. Report on the use of proceeds of shelf public offering of bonds and Sukuk Ijarah PT XL Axiata Tbk.
4. Appointment of accounting firm to perform audit on the Company for Financial Year ended 31 December 2020 and other financial statement audit as required by the Company.
5. Grant authorization to the Board of Commissioners to state the issuance of new shares without Pre-Emptive Rights and adjustment of the issued and paid-up capital of the Company in connection to the implementation of the 2016-2020 Long Term Incentive Program.
6. Changes of composition of Board of Directors and/or Board of Commissioners.
7. Determination of remuneration for the Company's Board of Directors and/or Board of Commissioners for year 2020.

Chairperson

The Meeting was chaired by Mr. M. Chatib Basri as President Commissioner of the Company, in accordance with Articles of Associations of the Company and the decision of the Board of Commissioners Meeting dated 7 February 2020.

Management Attendance

All Members of BOD and Members of BOC has attended the GMS convention through both physical and electronic attendance.

Other Parties

The Company has appointed other parties in this Meeting, among others:

1. Mr. Aulia Taufani, SH. as a public notary;
2. PT Bima Registra as the Securities Administration Bureau which has appointed special for the Meeting of the Company;

3. Assegaf Hamzah & Partners as Legal Consultant; and
4. Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis & Rekan (a member of the PricewaterhouseCoopers networks of firms)

Attendance Quorum

The Meeting was also attended by Shareholders and/or Proxy Holder representing 8,708,949,063 shares in the Company, constituting 81.3463% of the total 10,706,012,530 shares issued by the Company.

Opportunity to Raise Question

During the Meeting, the Company has provided an opportunity for shareholders or proxy's holder to be able to ask question(s) and/or opinion(s) related to the discussion of each agenda of the Meeting. However, until the end of the session of the Meeting, there were no shareholders or proxy's holders who raised question(s) and/or opinion(s).

Voting Mechanism

- Decision process is conducted private by electronic voting (e-Voting);
- Each holder of 1 (one) share is entitled to cast 1 (one) vote;
- Shareholders or proxy's holder who did not vote or cast abstain vote are considered casting the same vote as the majority of voting result;
- Before the voting process, the Company has played a video of the e-Voting guide through Conference Media. This video has been uploaded to the Company's website in conjunction with the Invitation of the Meeting;
- e-Voting can be done in 2 (two) ways;
 1. e-Voting for each Agenda; or
 2. e-Voting for all Agendas at once.
- e-Voting should be done through smartphones or other electronic devices such as tablets, iPad, or even Laptop;
- Shareholders or proxy's holder should access the e-Voting system by scanning a QR Code or inputting a unique number listed on the display of e-Vote Mobile.

This summary of minutes is in compliance with the Financial Services Authority Regulation Number 15/POJK.04/2020 concerning the Plan and Implementation of the General Meeting of Shareholders for Public Companies and the Financial Services Authority Regulation Number 16/POJK.04/2020 concerning the Implementation of the General Meeting of Shareholders of Public Companies in Electronic.

RESOLUTIONS OF ANNUAL GENERAL MEETING OF SHAREHOLDERS PT XL AXIATA TBK - 18 MAY 2020

1st Agenda

1. To Approve and accept the Annual Report of the Company's Board of Directors on the activities and course of events of the Company, including but not limited to the results that have been achieved during the financial year ended 31 December 2019, the Supervisory Report of the Company's Board of Commissioner for financial year 2019 as well as to approve and ratify the Company's Financial Statements for the financial year ended on 31 December 2019 as audited by Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis & Rekan.
2. To Approve to grant release and discharge (volledig acquit et de charge) for the members of the Company's Board of Directors and members of the Company's Board of Commissioners for management and supervision that has been done in the financial year ended on 31 December 2019, as long as those actions reflected in the Annual Report and recorded in the Company's Financial Statement and not a criminal offense or a breach of the prevailing laws and regulations.

2nd Agenda

1. To approve allocation of the Company's net profit for the financial year ended 31 December 2019 as per following buckets:
 - a. 30% of normalized net profit or Rp215,735,000,000 (two hundred fifteen billion seven hundred and thirty-five million Rupiah) (rounded) will be distributed to shareholders as dividend, equivalent to Rp20 per shares.
 - b. Grant authorization and power to Company's Board of Directors with substitution rights to decide on schedule including terms and conditions of dividend payout to all shareholders duly eligible based on the prevailing regulations.
2. Allocation on general appropriation amounting Rp100,000,000 (one hundred million Rupiah); and
3. The remaining of Rp496,744,000,000 (four hundred ninety-six billion seven hundred and forty-four million Rupiah) (rounded) will be recorded as Retained Earnings to support the Company's business development.

3rd Agenda

This agenda does not require any vote from the Shareholders.

4th Agenda

1. To appoint Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis & Rekan (a member of the PricewaterhouseCoopers networks of firms) as Company's external auditor with Mr. Andry D. Atmadja, S.E., Ak., CPA as the Public Accountant to perform audit on the Company's Financial Statement for Financial Year ended on 31 December 2020 and other Financial Statement as required by the Company.
2. To grant authority to the Board of Commissioners and/or Board of Directors of the Company to take necessary action and arrangements, including but not limited to determine the amount of professional fee, signing documents, or appoint other Public Accounting Firm listed in the Financial Services Authority if for one or another reason the above-mentioned public accounting firm is not able to carry out their duties.

5th Agenda

To approve the renewal of authorization to Company's Board of Commissioners with substitution rights to the Board of Directors to restate the issuance of new shares and the adjustment of Issued and Paid-up Capital of the Company as a result of execution of 2016 - 2020 LTI Program.

6th Agenda

1. To appoint Dato' Mohd Izzaddin Idris and Dr. Hans Wijayasuriya respectively as Commissioner of XL Axiata and/or new Member of Board of Commissioner of XL Axiata replacing Kenneth Shen and Peter J. Chambers effective as at the closing of this Meeting until the end of term of Board of Commissioners upon the closing of the Annual General Meeting of Shareholders which will be held on 2024.
2. To accept the resignation and grant release and discharge (acquit et de charge) to Kenneth Shen dan Peter J. Chambers of their respective supervisory duties as Commissioner of XL Axiata effective as at their date of appointment(s) until the end of terms of office or as at the closing of this Meeting, to the extent that their actions are reflected in the Company's report including Financial Statement of XL Axiata which has approved by Annual General Meeting of Shareholders and not construed as criminal actions.

3. To appoint David Arcelus Oses as Director and/or new Member of Board of Directors of XL Axiata replacing Allan Russell Bonke effective as at the closing of this Meeting until the end of term of Board of Directors upon the closing of the Annual General Meeting of Shareholders which will be held on 2024.
4. To accept the resignation and grant release and discharge (acquit et de charge) to Allan Russell Bonke of his respective management duty as Director of XL Axiata effective as at the date of his appointment until the end of his terms of office or as at the closing of this Meeting, to the extent that his respective management actions are reflected in the Company's report including Financial Statement of XL Axiata which has approved by Annual General Meeting of Shareholders and not construed as criminal actions.
5. The following composition of XL Axiata BOD and BOC since the conclusion of this Meeting until the end of their terms of office at conclusion of the Annual General Meeting of Shareholders which will be held on 2024, as follows:

Board of Directors

President Director, Dian Siswarini

Director:

- Mohamed Adlan bin Ahmad Tajudin
- Yessie D. Yosetya
- Abhijit J. Navalekar
- David Arcelus Oses

Board of Commissioners

President Commissioner, Dr. Muhamad Chatib Basri

Commissioner:

- Tan Sri Jamaludin bin Ibrahim
- Vivek Sood
- Dr. David R. Dean
- Dato' Mohd Izzaddin Idris
- Dr. Hans Wijayasuriya

Independent Commissioner:

- Yasmin Stamboel Wirjawan
- Muliadi Rahardja
- Julianto Sidarto

7th Agenda

1. Granting authorization to the Board of Commissioners of the Company to determine the remuneration, bonus and other benefits for members of the Board of Directors based on structure, policy and amount of remuneration as stipulate under the Company's remuneration policy for financial year ended by 31 December 2020; and
2. Granting authorization to the Nominating and Remuneration Committee to determine the remuneration, bonus and other benefits for the Board of Commissioners based on structure, policy and amount of remuneration as stipulate under the Company's remuneration policy for financial year ended by 31 December 2020.

THE SUMMARY OF MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS IN ELECTRONIC PT XL AXIATA TBK - 27 October 2020

The Board of Directors of PT XL Axiata Tbk. (the "Company"), having its legal representative in Jakarta hereby announces to the Shareholders that the Company has convened the Extraordinary General Meeting of Shareholders electronically (the "Meeting"), with the following summary:

Day, Date:	Tuesday, 27 October 2020
Time:	10:27 p.m. – 11:27 p.m. Western Indonesian Time
Venue:	Jayawijaya Meeting Room 36th Floor Gedung XL Axiata Tower Jl. H.R Rasuna Said X5 Kav.11-12 Kuningan Timur Setiabudi, Jakarta Conference Media: Microsoft Teams Live Event

Agenda of the Meeting

1. The Changes of Composition of the Board of Directors.
2. The Changes of Articles of Association of the Company.

Chairperson

The Meeting was chaired by Mr. M. Chatib Basri as President Commissioner of the Company, in accordance with Articles of Associations of the Company and the decision of the Board of Commissioners Meeting dated 14 September 2020.

Management Attendance

All Members of BOD and Members of BOC has attended the GMS convention through both physical and electronic attendance.

Other Parties

The Company has appointed other parties in this Meeting, among others:

1. Mr. Aulia Taufani, SH. as a public notary;
2. PT Bima Registra as the Securities Administration Bureau which has appointed special for the Meeting of the Company; and
3. Assegaf Hamzah & Partners as Legal Consultant.

Attendance Quorum

The Meeting was also attended by Shareholders and/or Proxy Holder representing 8.618.059.632 shares in the Company, constituting 80.50% of the total 10,706,012,530 shares issued by the Company.

Opportunity to Raise Question

During the Meeting, the Company has provided an opportunity for shareholders or proxy's holder to be able to ask question(s) and/or opinion(s) related to the discussion of each agenda of the Meeting. However, until the end of the session of the Meeting, there were no shareholders or proxy's holders who raised question(s) and/or opinion(s).

Voting Mechanism

- Decision process is conducted private by electronic voting (e-Voting);
- Each holder of 1 (one) share is entitled to cast 1 (one) vote;

- Shareholders or proxy's holder who did not vote or cast abstain vote are considered casting the same vote as the majority of voting result;
- Before the voting process, the Company has played a video of the e-Voting guide through Conference Media. This video has been uploaded to the Company's website in conjunction with the Invitation of the Meeting;
- e-Voting can be done in 2 (two) ways;
 1. e-Voting for each Agenda; or
 2. e-Voting for all Agendas at once.
- e-Voting should be done through smartphones or other electronic devices such as tablets, iPad, or even Laptop;
- Shareholders or proxy's holder should access the e-Voting system to e-Voting link which has been provide during registration and/or by scanning a QR Code.

This summary of minutes is in compliance with the Financial Services Authority Regulation Number 15/POJK.04/2020 concerning the Plan and Implementation of the General Meeting of Shareholders for Public Companies and the Financial Services Authority Regulation Number 16/POJK.04/2020 concerning the Implementation of the General Meeting of Shareholders of Public Companies in Electronic.

RESOLUTIONS OF EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS PT XL AXIATA TBK - 27 OCTOBER 2020

1st Agenda

1. Accept the resignation of Mr. Mohamed Adlan Bin Ahmad Tajudin from his position as the Director of the Company as of November 1, 2020 with the utmost gratitude for his performance so far in the Company, as well as granting full release and full settlement (Acquit et de Charge) to Mr. Mohamed Adlan Bin Ahmad Tajudin as the Director for all actions management starting from January 1, 2020 to November 1, 2020, to the extent that his respective management actions are reflected in the Company's report including Financial Statements of the Company which will be approved by the Annual General Meeting of Shareholders for year 2020, and not construed as criminal actions.
2. Appoint Mr. Budi Pramantika as the Director of the Company replacing Mr. Mohamed Adlan Bin Ahmad Tajudin effective as at November 1, 2020 until the end of term of Board of Directors

- upon the closing of the Annual General Meeting of Shareholders which will be held in 2024.
3. Appoint Mr. I Gede Darmayusa as the Director of the Company effective as at November 4, 2020 until the end of term of Board of Directors upon the closing of the Annual General Meeting of Shareholders which will be held in 2024.
 4. Accordingly, the composition of the members of the Company's Board of Directors as of November 4, 2020 is as follows:

President Director	: Dian Siswarini
Director	: Abhijit J. Navalekar
Director	: Yessie D. Yosetya
Director	: David Arcelus Osos
Director	: Budi Pramantika
Director	: I Gede Darmayusa
 5. Appoint and authorize with the right of substitution to the Board of Directors of the Company to take all actions related to the resolutions of this meeting, including but not limited to appearing before the authorities,

having a talk, giving and/or requesting information, submitting requests for notification of changes in the composition of the Company's Board of Directors to the Minister Law and Human Rights of the Republic of Indonesia as well as other relevant authorities, make or sign deeds and letters or other documents that are required or deemed necessary, present before a Notary to be drafted and sign a deed to declare the resolutions of the Company meeting and carry out other matters that must be and/or can be implemented in order in order to be able to make decisions.

2nd Agenda

1. Approve amendments to the Company's Articles of Association in order to comply with the Financial Services Authority Regulation No. 15/POJK.04/2020 concerning Planning and Implementation of General Meeting of Shareholders on Public Companies and restate the entire Articles of Association of the
2. Appoint and authorize the Board of Directors with the right of substitution to take all actions related to the resolutions of this meeting, including but not limited to appearing before the authorities, having a talk, giving and/or requesting information, submitting requests for approval and/or notification of amendments to the Articles of Association of the Company to the Minister of Law and Human Rights of the Republic of Indonesia and other relevant authorities, make or sign deeds and letters or other documents that are needed or deemed necessary, present before a Notary to be drawn up and sign the deed statement of the resolutions of the Company's Meeting and carry out other matters that must be and/or can be implemented in order to be able to make decisions.

RESOLUTION REALIZATION OF 2019 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Date of Implementation : 29 April 2019

Implementation of AGMS Result : All of the results of the AGMS have been fully implemented by the Company.

2019 AGMS RESOLUTION

Agenda 1

Approval of the Annual Report of the Company including the Board of Commissioners' Supervisory Report and ratification of the Financial Statement of the Company for the Financial Year ended on 31 December 2018.

Resolution

1. Approved and accepted the Annual Report of the Company's Board of Directors on the activities and course of events of the Company, including but not limited to the achieved result during the Financial Year ended 31 December 2018, the Supervisory Report of the Company's Board of Commissioner for Financial Year 2018 as well as approved and ratified the Company's Financial Statements for the Financial Year ended on 31 December 2018 as audited by Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis & Rekan (a member of the PricewaterhouseCoopers networks of firms).
2. Approved to grant release and discharge (volledig acquit et de charge) for the members of the Company's Board of Directors

and members of the Company's Board of Commissioners for management and supervision being conducted in the Financial Year ended on 31 December 2018, as long as the actions reflected in the Annual Report and recorded in the Company's Financial Statement and not a criminal offense or a breach of the prevailing laws and regulations.

Agenda 2

Allocation of the Company Profit for Financial Year Ended on 31 December 2018.

Resolution

In view of the Company's normalized net loss for Financial Year ended on 31 December 2018 amounting rounded to Rp8,857,000,000 (eight billion eight hundred fifty seven million Rupiah) and by referring to Law No. 40 Year 2007 on Limited Liability Company as well as XL Axiata Dividend Policy, The Company hereby inform to the Shareholders to not allocate the general reserve and will not distribute any dividend for Financial Year ended on 31 December 2018.

Agenda 3

Appointment of Public Accountant and/or Public Accounting Firm to Perform Audit on the Company Financial Statement for Financial Year Ended 31 December 2019 and Other Financial Statement Audit as Required by the Company.

Resolution

1. To appoint Public Accountant Mr. Andry D. Atmadja from Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis & Rekan (a member of the PricewaterhouseCoopers networks of firms) as the Company's external auditor to perform audit on the Company's Financial Statement for Financial Year ended on 31 December 2019 and other Financial Statements as required by the Company.
2. To grant authority to the Board of Directors of the Company to take action and all arrangements related with this appointment, including but not limited to determine the amount of professional honorarium, to sign the required documents.
3. Delegate authority to Board of Commissioner to appoint another Public Accountant and Public Accounting Firm which is listed in OJK based on the Board of Audit Committee Recommendation if for some reason, the appointed Accountant Public and/or Public Accounting Firm is unable to perform its duties.

Agenda 4

Determination of Remuneration for the Company the Board of Directors and/or the Board of Commissioners for Year 2019.

Resolution

1. Delegate authority and proxy to the Nominating and Remuneration Committee to determine salary, bonus, and other benefit for members of the Board of Commissioners in accordance with structure and amount of remuneration based on the Company remuneration policy for Financial Year ended on 31 December 2019.
2. Delegate authority and proxy to the Board of Commissioners to determine salary, bonus, and other benefit for members of the Board of Directors in accordance with structure and amount of remuneration based on the Company remuneration policy for Financial Year ended on 31 December 2019.

Agenda 5

The Changes of Composition of the Board of Directors and/or the Board of Commissioners.

Resolution

1. Approved the expiration of the term of office of all members of the Board of Directors and the Board of Commissioners as of the closing of this Meeting, and subsequently grant release and discharge of responsibility (volledig acquit et de charge) to all members of the Board of Directors and the Board of Commissioners for management and supervision carried out while carrying out during the respective position from 1 January 2018 until the end of respective term of office, being the closing the 2019 Annual General Meeting of Shareholders, provided that such actions are recorded in the Company's books and records and are not a criminal offense or violation of prevailing regulations.
2. Appointed new members of the Board of Directors and the Board of Commissioners for the period 2019 – 2024 effective as of the closing of this Meeting until the end of the term of office for the Board of Directors and the Board of Commissioners as at the closing of the 2024 Annual General Meeting of Shareholders, as follows:

Board of Directors

President Director, Dian Siswarini
 Director, Mohamed Adlan bin Ahmad Tajudin
 Director, Yessie Dianty Yosetya
 Director, Alan Bonke
 Director, Abhijit Jayant Navalekar

Board of Commissioners

- President Commissioner, Muhamad Chatib Basri
 Commissioner, Tan Sri Jamaludin bin Ibrahim
 Commissioner, Vivek Sood
 Commissioner, Kenneth Shen
 Commissioner, Peter John Chambers
 Commissioner, David Robert Dean
 Independent Commissioner, Yasmin Stamboel Wirjawan
 Independent Commissioner, Muliadi Rahardja
 Independent Commissioner, Julianto Sidarto
3. Grant authorization with substitution right to the Board of Directors to take any actions required in connection with the abovementioned composition of the Board of Directors and the Board of Commissioners of the Company, including but not limited to record or request to be made before the Notary as well as to sign any deed in relation with the changes of

composition of the Board of Directors and the Board of Commissioners and to register the changes in the Company Register in accordance with prevailing regulations.

Agenda 6

Accountability Report on the Use of Proceeds of PT XL Axiata Shelf Public Offering of Sukuk and Bonds.

Report

Referring to Article 6 of Financial Services Regulation No.30/POJK.04/2015 on Report on Public Offering Use of Proceed:

1. The Company has submitted the report on the Realization of Public Offering Use of Proceeds on Shelf Bonds I XL Axiata Tranche I Year 2018 and Shelf Sukuk Ijarah II Tranche I Year 2018 to the Financial Services Authority through Letter No.006/CSEC/I/2019 dated 10 January 2019 and Revision Letter No 026/CSEC/II/2019 Dated 15 February 2019.
2. The Company will report the Realization of Public Offering Use of Proceed on Shelf Bonds I XL Axiata Tranche II Year 2019 and Shelf Sukuk Ijarah II Tranche II Year 2019 to the Financial Services Authority in the next reporting period (June 2019).

All detail information with regards to Public Offering Use of Proceed Report is available in the Company's website www.xlaxiata.co.id.

Agenda 7

Delegation of Authority to the Company Board of Commissioners in Relation to Adjustment of the Company Issued and Fully Paid Capital regarding the Implementation of the Long-Term Incentive Program 2016 – 2020.

Resolution

Approved the changes of authorization regarding the implementation of Long-Term Incentive Program 2016-2020 from previously given to the Board of Directors of the Company and/or LTI Committee to the Board of Commissioners of the Company with substitution right to authorize the Nominating and Remuneration Committee of the Company, by approval from the Board of Commissioners of the Company to any action and arrangement, including but not limited to make such amendment, adding in partial or in whole on every term that required to be made or has been

made in relation with the Long Term Incentive Program 2016-2020 and/or take any required decision in relation with the Long Term Incentive Program 2016-2020 in accordance with prevailing regulations. The Shareholders further authorized the Board of Directors of the Company to sign every document/agreement in relation with the Long Term Incentive Program 2016-2020 that has been stipulated by the Board of Commissioners or the Nominating and Remuneration Committee of the Company upon approval from the Board of Commissioners.

Agenda 8

Adjustments to the Articles of Association of the Company in Compliance with Government Regulation No. 24 year 2018 regarding Electronic Integrated Business Licensing Services (Online Single Submission).

Resolution

1. Approve the adjustment of Article 3 of the Company's Articles of Association as compliance to the requirements and provisions of Government Regulation of Republic of Indonesia No.24 Year 2018 on Electronic Integrated Business Licensing Services (Online Single Submission/OSS). In relation to such matters, the Article 3 of Articles of Association of the Company shall be as follows:

Article 3

Paragraph 1

The purpose and objective of this Company is to engage in the field of information and telecommunication as well as financial activities.

Paragraph 2

To achieve the aforesaid purpose and objective, the Company may carry on the following business activities:

- Telecommunication business activities:
- Telecommunication network provider including but not limited to:
 - ▶ Telecommunication activities with cable
 - ▶ Telecommunication activities without cable.
- Telecommunication services provider including but not limited to:
 - ▶ Internet Service Provider.
 - ▶ Communication System Services.
 - ▶ Internet Interconnection Services (NAP).
 - ▶ Content Provider through Mobile Cellular.

- ▶ Network or Fixed Local Without Cable with Limited Mobility Network.
 - ▶ Other Multimedia Services.
- b. Another Monetary Intermediary.

Paragraph 3

To achieve the aforesaid purpose and objective, and to support the main business activity of the Company as set-forth above, the Company may conduct the following supporting business activities:

- To plan, engineer, construct, provide, develop and operate, lease out, maintain and supply telecommunication facilities including supply of resources to support the Company's business in rendering telecommunication services and/or networks;
 - To increase to maximum the relevant telecommunication services and/or networks in order to achieve capacity as desired and required by the public in the framework of improving services to the public;
 - To carry on business and operational services (including marketing and sales of telecommunication network and/or services rendered by the Company), to carry out maintenance, researches, development of telecommunication infrastructures and/or facilities, to provide non-formal education and training in telecommunications sector both domestically and abroad; and
 - To provide other telecommunication services and networks including information technology services and/or networks.
2. To grant authorization and proxy to the Board of Directors of the Company with substitution rights, to perform any required action in regards to the adjustment of Articles of Association and to re-adjust the whole Articles of Association of the Company including but not limited to sign documents and/or letters, to state and/or stipulate the result of this Meeting in such deed made before the Notary, to come before the government institutions for the purpose to obtain approval and/or conduct registration/record in compliance with provisions of prevailing regulations as well as to conduct any other action as considered necessary by the Board of Directors in relation to such adjustment of Articles of Association

RESOLUTION REALIZATION OF 2019 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

Date of Implementation : 30 September 2019

Implementation of EGMS Result : All of the results of the EGMS have been fully implemented by the Company.

2019 EGMS RESOLUTION

Agenda 1

Approval of Amendment and Restatement of 2016-2020 Long Term Incentive Program of PT XL Axiata Tbk

Resolution

1. Approved the Amendment of 2016-2020 Long Term Incentive Program ("2016-2020 LTI Program") and restate the overall 2016-2020 LTI Program.
2. Approved the adjustment of the executed Grant Cycle IV and Grant Cycle V of 2016-2020 LTI Program as a result of the above amendment and restatement of 2016-2020 LTI Program.
3. Approved the renewal of grant of authority to the Company's Board of Commissioners to declare the realization on the issuance of new shares and the adjustment of issued and paid-up capital of the Company as a result of execution of 2016 - 2020 LTI Program.
4. Authorized the Board of Directors of the Company to conduct any required action and arrangement including but not limited to adjust and/or sign any document and/or agreement and/or to take any required decision in relation with the implementation of the above decision, in accordance with the prevailing regulations.

Board of Commissioners

The Board of Commissioners carries out the oversight function on the policies conducted by the Board of Directors in relation to the management of the Company. The Board of Commissioners may also provide advisory to the Board of Directors in accordance with the laws and regulations and the Articles of Association.

Board of Commissioners Composition

The composition of XL Axiata BOC as of 31 December 2020 is as follows:

NAME	TITLE	APPOINTMENT BASIS	TERM OF OFFICE
Muhamad Chatib Basri	President Commissioner	<ul style="list-style-type: none"> AGMS dated 29 April 2019 (Term 2) EGMS dated 29 September 2016 (Term 1) AGMS dated 1 April 2015 (Term 1 - as Commissioner) AGMS dated 14 April 2011 (Term 1 - as Commissioner) 	<ul style="list-style-type: none"> 29 April 2019 until the closing of AGMS 2024 29 September 2016 until 29 April 2019 (Term 1) 1 April 2015 until 29 September 2016 (Term 1 - as Commissioner) 14 April 2011 until 15 August 2012 (Term 1 - as Commissioner)
Tan Sri Jamaludin bin Ibrahim	Commissioner	<ul style="list-style-type: none"> AGMS dated 29 April 2019 (Term 4) AGMS dated 22 April 2014 (Term 3) AGMS dated 14 April 2011 (Term 2) EGMS dated 29 July 2008 (Term 1) 	<ul style="list-style-type: none"> 29 April 2019 until the closing of AGMS 2024 (Term 4) 22 April 2014 until 29 April 2019 (Term 3) 14 April 2011 - 22 April 2014 (Term 2) 29 Juli 2008 - 14 April 2011 (Term 1)
Vivek Sood	Commissioner	<ul style="list-style-type: none"> AGMS dated 29 April 2019 (Term 2) EGMS dated 15 August 2017 (Term 1) 	<ul style="list-style-type: none"> 29 April 2019 until the closing of AGMS 2024 (Term 2) 31 March 2017 until 29 April 2019 (Term 1)
Dato' Mohd Izzaddin Idris	Commissioner	<ul style="list-style-type: none"> AGMS dated 18 May 2020 (Term 1) 	<ul style="list-style-type: none"> 18 May 2020 until the closing of AGMS 2024 (Term 1)
Dr Hans Wijayasuriya	Commissioner	<ul style="list-style-type: none"> AGMS dated 18 May 2020 (Term 1) 	<ul style="list-style-type: none"> 18 May 2020 until the closing of AGMS 2024 (Term 1)
David R. Dean	Commissioner	<ul style="list-style-type: none"> AGMS dated 29 April 2019 (Term 2) AGMS dated 9 March 2018 (Term 1) EGMS dated 29 September 2016 (Term 1 as Independent Commissioner) 	<ul style="list-style-type: none"> 29 April 2019 until the closing of AGMS 2024 (Term 2) 9 March 2018 until 29 April 2019 (Term 1) 29 September 2016 until 9 March 2018 (Term 1 as Independent Commissioner)
Yasmin Stamboel Wirjawan	Independent Commissioner	<ul style="list-style-type: none"> AGMS dated 29 April 2019 (Term 2) AGMS dated 22 April 2014 (Term 1)* AGMS dated 14 April 2011 (Term 1) 	<ul style="list-style-type: none"> 29 April 2019 until the closing of AGMS 2024 (Term 2) 22 April 2014 until 29 April 2019 (Term 1)* 14 April 2011 until 22 April 2014 (Term 1)
* Based on POJK No. 33/POJK.04.2014 and socialization conducted by OJK, the terms of office period of Independent Commissioner is being reset to 0 and therefore re-started from Term 1			
Muliadi Rahardja	Independent Commissioner	<ul style="list-style-type: none"> AGMS dated 29 April 2019 (Term 2) EGMS dated 15 August 2017 (Term 1) 	<ul style="list-style-type: none"> 29 April 2019 until the closing of AGMS 2024 (Term 1) 15 August 2017 until 29 April 2019 (Term 2)
Julianto Sidarto	Independent Commissioner	<ul style="list-style-type: none"> AGMS dated 29 April 2019 (Term 2) AGMS dated 9 March 2018 (Term 1) 	<ul style="list-style-type: none"> 29 April 2019 until the closing of AGMS 2024 (Term 1) 9 March 2018 until 29 April 2019 (Term 2)

BOARD OF COMMISSIONERS' PROFILE

Dr. Muhamad Chatib Basri | President Commissioner

Indonesian Citizen, 56 years old, currently domiciled in Jakarta.

He earned PhD in Economics from Australian National University, Master of Economic Development from Australian National University, and dan Bachelor's Degree in Economics from Universitas Indonesia.

Pursuant to the AGMS resolution dated 29 April 2019 he was appointed as President Commissioner for the second term, and EGMS 29 September 2016 for the first term. He previously served as Commissioner of the Company pursuant to AGMS 1 April 2015 and AGMS 14 April 2011.

He also serves as Member of Advisory Council on Gender and Development, World Bank, and Commissioner PT Bank Mandiri (Persero) Tbk.

He currently serves as Independent Non-Executive Director of Axiata Group Berhad (2015 - present), Senior Partner and Co-Founder Creco Consulting and Research (2010 - present) and Senior Lecturer Faculty of Economy University of Indonesia (1992 - present).

He previously served as Senior Fellow of Harvard Kenned School (2015-2016), Minister of Finance of Republic of Indonesia (May 2013-October 2014), and Chairman of Investment Coordination Board (June 2012-October 2013).

He has no affiliation with members of the Board of Commissioners and Board of Directors, however has affiliations with the Controlling Shareholders.

Trainings 2020

- Training on the MACC (Malaysia Anti-Corruption Commission) Section 17A related to Anti Bribery Anti-Corruption by EY Malaysia. Microsoft Team 16 Juli 2020.
- Socialization and Dissemination on Capital Market, mandatory obligation by the Issuers, and roles of members of Board of Directors and Commissioners in the company's management to fulfill the expectation and protect the interests of shareholders by OJK - IDX. Microsoft Team, 8 September 2020
- Duties and Authorities of the Board of Commissioners of a Public Company under OJK Regulations No. 17 of 2020 and OJK Regulations No. 42 of 2020 by AHP. Microsoft Team, 14 September 2020.
- Training on General Overview on BOC Liability and the Impact of Section 17A MACC and Corporate Crime under Indonesian Law towards the Liability of XL's Commissioner by Corporate Secretary & Corporate Legal, Microsoft Team, 14 September 2020.
- Leadership in New Normal by Robert E. Siegel (Lecturer in Management Stanford Graduate School of Business), 12 December 2020.
- Hyper-automation & AI by Juan Rio (Senior Managing Director Delta Partner), 12 December 2020.

Guest Speakers:

- Speaker in E-Townhall of PT XL Axiata Tbk, virtual: Microsoft Team, 3 June 2020.

Tan Sri Jamaludin bin Ibrahim | Commissioner

Malaysian Citizen, 61 years old, currently domiciled in Kuala Lumpur, Malaysia.

He earned MBA from Portland State University, Oregon, and Bachelor of Science in Business Administration (Minor in Mathematics) from California State University.

Pursuant to the AGMS resolution dated 29 April 2019 he was appointed as Commissioner for the fourth term. He previously also served as Commissioner of the Company for the 3rd term pursuant to AGMS 22 April 2014, 2nd term as per AGMS 14 April 2011, and 1st term as per EGMS 29 July 2008.

He concurrently serves as Committee Members of:

- Member of the Nominating and Remuneration Committee of PT XL Axiata Tbk
- Axiata Group Berhad
- Axiata Digital Services Sdn Bhd
- Edotco Group Sdn Bhd
- Smart Axiata Co., Ltd

He currently serves as Director of GSM Association (2019- present), Managing Director/ President & Group Chief Executive Officer, Axiata Group Berhad (2008 - present), Chairman of Celcom Axiata Berhad (2008 - present), Trustee of Axiata Foundation (2011 - present), Chairman of Axiata Digital Services Sdn Bhd (2014 - present).

He previously served as Director of GSMA Mobile for Development Foundation (2008-2018), Director of GSM Association (2008-2015), Group Chief Executive Officer of Maxis Communications Berhad (2006-2007), Chief Executive Officer of Maxis Communications Berhad (1998-2006), Managing Director of Digital Equipment Malaysia (1993-1997), Joined IBM as System Engineer for the first five years and further held various key

positions in the Company amongst others in Sales, Marketing and Management (1981-1993), and Lecturer in Quantitative Methods California State University, USA (1980).

He has no affiliation with members of the Board of Commissioners and Board of Directors, however has affiliations with the Controlling Shareholders.

Trainings 2020

- Ericsson Executive Technology Workshop No. 2
- Managing through the Covid-19 Crisis and Beyond: A Global Conversation with Telecoms CEOs by Egonzehnder
- Covid-19 Economic Impact by Philipp Carlsson-Szlezak, Chief Economist of Boston Consulting Group
- High Level Dialogue on Leveraging the Power of Digital Technologies to tackle Covid-19 by World Bank and GSMA.
- Leadership in New Normal by Robert E. Siegel (Lecturer in Management Stanford Graduate School of Business), 12 December 2020.
- Hyper-automation & AI by Juan Rio (Senior Managing Director Delta Partner), 12 December 2020.

Vivek Sood | Commissioner

Indian Citizen, 56 years old, currently domiciled in Kuala Lumpur, Malaysia.

He earned Chartered Accountant from The Institute of Chartered Accountant of India, and Bachelor of Commerce from University of New Delhi.

Pursuant to the AGMS resolution dated 29 April 2019 he was appointed as Commissioner for the second term. He previously also served as Commissioner of the Company for the 1st term as per AGMS 31 March 2017.

He concurrently serves as Committee Members of:

- Board Risk and Compliance Committee of PT XL Axiata Tbk.

- Board Audit Committee, Board Nomination and Remuneration Committee & Board Risk and Compliance Committee of Robi Axiata Limited
- Board Audit Committee & Board Risk and Compliance Committee of Celcom Axiata Berhad
- Board Audit Committee & Board Risk and Compliance Committee of Axiata Digital Services Sdn Bhd
- Board Audit Committee & Board Risk and Compliance Committee of Dialog Axiata PLC

He currently serves as Director of Axiata SPV5 (Labuan) Limited (2017-present), Director of Dialog Axiata PLC (2019 - present), Director of Axiata Digital Ecode Sdn Bhd (2019-present), Director of Axiata Digital Labs (Private) Limited (2018 - present), Director of Robi Axiata Limited (2017-present), Director of Axiata Investments

(Indonesia) Sdn Bhd (2017-present), Director of Axiata Digital Services Sdn Bhd (2017-present), Director of Axiata Management Services Sdn Bhd (2017-present), Director of Axiata Business Services Sdn Bhd (2017-present), Director of Axiata SPV4 Sdn Bhd (2017-present), Director of Axiata SPV2 Berhad (2017 - present), Director of Axiata (Cambodia) Holdings Limited (2017-present), Director of Axiata Investments (Cambodia) Limited (2017-present), Director of Axiata Investments (Singapore) Limited (2017-present), Director of Axiata Investments (Labuan) Limited (2017-present), Director of Axiata SPV1 (Labuan) Limited (2017-present), Director of Axiata Lanka (Private) Limited (2017-present), Director of Reynolds Holdings Limited (2017-present), and Director of Axiata Investments (UK) Limited (2017-present).

He previously served as EVP and Group Chief Marketing Officer of Telenor Group (2015-2017), CEO of Telenor India of Telenor Group (2014-2015), CEO of Grameenphone, Bangladesh of Telenor Group (2013-2014), CFO of Telenor India of Telenor Group (2011-2012), and CFO and COO of Tata AIA Life Insurance, Tata AIA Life Insurance Limited, Mumbai, India (2006-2010).

He has no affiliation with members of the Board of Commissioners and Board of Directors, however has affiliations with the Controlling Shareholders.

Trainings 2020

- Ericsson Executive Technology Workshop No. 2, Corporate Headquarters, Axiata, 13 January 2020
- BCG's Telco Virtual Roundtable on COVID-19, Via Virtual, 6 April 2020
- EY hosted CFO Virtual Forum, Via Virtual, 23 April 2020
- BCG TMT: Telco COVID-19 Response and Learnings: Client Round Table, Via Virtual, 5 May 2020
- McKinsey Sharing Session on Covid-19 Macroeconomic Realities & Implications for Malaysia, Via Virtual, 2 June 2020
- Redseer sharing session on Partnership between Telcon and Technology Companies, Via Virtual, 25 June 2020
- Training on the MACC (Malaysia Anti Corruption commission) Section 17A related to Anti Bribery Anti Corruption by EY Malaysia, Via Virtual, 16 July 2020
- Telco Strategies in the New Norms by Citigroup, Via Virtual, 4 August 2020
- Opportunities in the New Normal by KKR Asia Pacific EQ Hotel, Kuala Lumpur, 6 August 2020
- New Technology Landscape by Microsoft's Media and Communications Asia EQ Hotel, Kuala Lumpur, 6 August 2020
- Duties and Authorities of the Board of Commissioners of a Public Company under OJK Regulations No. 17 of 2020 and OJK Regulations No. 42 of 2020 by AHP. Microsoft Team, 14 September 2020.
- Training on General Overview on BOC Liability and the Impact of Section 17A MACC and Corporate Crime under Indonesian Law towards the Liability of XL's Commissioner by Corporate Secretary & Corporate Legal, Microsoft Team, 14 September 2020.
- Harvard: ASL - ATL | Cohort 1 | Module 1: Agility & Influence as Levers of Personal Leadership | Expert Lecture, Via Virtual, 3 December 2020
- Harvard: ASL ATL | Cohort 1 | Module 1: Agility & Influence as Levers of Personal Leadership | Case Discussion, Via Virtual, 4 December 2020
- Harvard: ASL | Cohort 1 | Module 1: Agility & Influence as Levers of Personal Leadership | Application Exercise, Via Virtual, 14 December 2020.
- Leadership in New Normal by Robert E. Siegel (Lecturer in Management Stanford Graduate School of Business), 12 December 2020.
- Hyper-automation & AI by Juan Rio (Senior Managing Director Delta Partner), 12 December 2020.

Dato' Mohd Izzaddin Idris | Commissioner

Malaysian Citizen, 58 years old, currently domiciled in Kuala Lumpur, Malaysia.

He earned Bachelor of Commerce (First Class Honours in Finance) dari University of South Wales, Sidney Australia.

Pursuant to the AGMS resolution dated 18 May 2020 he was appointed as Commissioner for the first term.

He concurrently serves as Committee Members of:

- Nomination and Remuneration Committee of PT XL Axiata Tbk.
- Board Risk and Compliance, Board Annual Report Committee and Axiata Enterprise Investment Board Committee of Axiata Group Berhad
- Board Remuneration Committee of Celcom Axiata Berhad

- Board Nomination and Remuneration Committee of Axiata Digital Services Sdn Bhd

He currently serves as Chairman of Celcom Axiata Berhad, Director of Edotco Group Sdn Bhd, Director of Axiata Digital Services Sdn Bhd, Chairman of Robi Axiata Limited, Director of Dialog Axiata PLC, and Chairman of Axiata Digital Innovation Fund Sdn Bhd.

He previously served as Executive Director/ Deputy Group Chief Executive Officer of Axiata Group Berhad (2020), Director of Axiata Group Berhad (2016-2020), Group Managing Director/ Chief Executive Officer UEM Group Berhad of UEM Group Berhad (2009-2018), and Chief Financial Officer/ Senior Vice President (Group Finance) of Tenaga Nasional Berhad (2004-2009).

He has no affiliation with members of the Board of Commissioners and Board of Directors, however has affiliations with the Controlling Shareholders.

Trainings 2020

- Harvard Program Presentation to GCEO Corporate Headquarters, Axiata, 27 February 2020
- Harvard Post Meeting - ASL Program, Celcom Axiata Berhad, Petaling Jaya, Selangor, Malaysia, 26 March 2020
- Kick-off coaching discussion between Dato' Mohd Izzaddin Idris & Brenda Bence, Via Virtual, 16 June 2020 & 10 July 2020
- PT XL Axiata Tbk Board Induction - Board Roles, Responsibilities and Liabilities based on Indonesian Law by Legal Consultant - Assegaf Hamzah & Partner, Via Virtual, 18 June 2020
- Edotco Strategy Session - The Future of Infracore: Site-As-A-Service Corporate Headquarters, Axiata, 2 July 2020
- Invitation for Microsoft CEO Connections Event, Virtual Summit, 15 July 2020
- Telco Strategies in the New Norms by Citigroup, Via Virtual, 4 August 2020
- Reset of the Telco Economics by Bain & Company, Via Virtual, 5 August 2020
- Opportunities in the New Normal by KKR Asia

Pacific EQ Hotel, Kuala Lumpur, 6 August 2020

- New Technology Landscape by Microsoft's Media and Communications Asia EQ Hotel, Kuala Lumpur, 6 August 2020
- Invest Malaysia Kuala Lumpur 2020: Advancing Malaysia-5G and Industry 4.0, Bursa Malaysia Conference Hall, 1 September 2020
- Corporate Reform and Performance Workshop, Towards Development of the Economic Recovery Plan, Conference Room Bursa Malaysia, 2 September 2020.
- Training on General Overview on BOC Liability and the Impact of Section 17A MACC and Corporate Crime under Indonesian Law towards the Liability of XL's Commissioner by Corporate Secretary & Corporate Legal, Microsoft Team, 14 September 2020.
- Duties and Authorities of the Board of Commissioners of a Public Company under OJK Regulations No. 17 of 2020 and OJK Regulations No. 42 of 2020 by AHP. Microsoft Team, 14 September 2020
- Microsoft CEO Connection Digital Forum, Via Virtual, 21 October 2020
- Huawei Workshop for edotco, Via Virtual, 4 November 2020.
- Harvard ASL-ATL Cohort 1-Module 1: Agility & Influence as Levers of Personal Leadership | Expert Lecture, Via Virtual, 3 December 2020
- Cohort 2 of the Harvard ASL Programme: Expert Lecture, Via Virtual, 8 December 2020.
- PT XL Axiata Tbk Strategy Board Retreat 2020 - Leadership in the Next Normal and Hyper- automation & AI, Via Virtual, 12 December 2020.
- Privacy Awareness Training Program by Zul Rafique & Partners (Darren Kor), and Herbert Smith Freehills (Peggy Chow, Mark Robinson), Via Virtual, 14 December 2020.

Guest Speakers:

Speaker in E-Townhall of PT XL Axiata Tbk, virtual: Microsoft Team, 10 July 2020.

Dr. Hans Wijayasuriya | Commissioner

British Citizen, 52 years old, currently domiciled in Sri Lanka.

He earned a Bachelor's Degree in Electrical and Electronic Engineering from University of Cambridge UK, Master of Business Administration

(MBA) from University of Warwick UK, PhD in Digital Mobile Communications from University of Bristol UK, and Chartered Engineer and Fellow from Institute of Engineering Technology UK.

Pursuant to the AGMS resolution dated 18 May 2020 he was appointed as Commissioner for the first term.

He concurrently serves as Committee Members of:

- Board Risk and Compliance Committee of Celcom Axiata Berhad
- Capital Investment and Procurement Management Committee of Dialog Axiata PLC
- Board Nomination and Remuneration Committee of Robi Axiata Limited
- Chairman of Board Risk and Compliance Committee of Ncell Axiata Limited.
- Board Risk and Compliance Committee of Smart Axiata Co., Ltd.

He currently serves as Director of Celcom Axiata Berhad (2020-present), Director of Suvitech Co., Ltd. (2019-present), Director of Axiata Digital Labs (Private) Limited (2018-present), Director of Smart Axiata Co., Ltd. (2017-present), Director of Robi Axiata Limited (2016-present), Director of Ncell Axiata Limited (Previously Ncell Private Limited) (2016-present), Director of Axiata Business Services Sdn Bhd (2016-present), Director of Apigate (Private) Limited [Formerly Known as Wso2.Telco (Private) Limited], Director of Apigate Inc. [Formerly Known as WS02. Telco, Inc], Director of Axiata Digital Advertising Sdn Bhd (2014-present), Director of Axiata Investments 1 (India) Limited (2010-present), Director of Axiata Investments 2 (India) Limited (2010-present), Director of Dialog Axiata PLC (2001-present), and Director of Axiata Lanka (Private) Limited (1998-present). Director of Ceylon Chamber of Commerce, Sigiriya Leisure (Private) Limited, Sigiriya Residencies (Private)

Limited, Sri Lanka Airlines Limited, Tangalle Leisure (Private) Limited.

He previously served as Corporate EVP & Regional CEO, South Asia of Axiata Group Berhad (2016-2020), Group Chief Executive Officer of Dialog Axiata PLC (1997-2016), and Chief Executive Officer of Axiata Digital Services Sdn Bhd (2012-2014).

He has no affiliation with members of the Board of Commissioners and Board of Directors, however has affiliations with the Controlling Shareholders.

Trainings 2020

- Training on General Overview on BOC Liability and the Impact of Section 17A MACC and Corporate Crime under Indonesian Law towards the Liability of XL's Commissioner by Corporate Secretary & Corporate Legal, Microsoft Team, 14 September 2020.
- Duties and Authorities of the Board of Commissioners of a Public Company under OJK Regulations No. 17 of 2020 and OJK Regulations No. 42 of 2020 by AHP. Microsoft Team, 14 September 2020.
- GSMA Thrive Asia Pacific, Via Virtual, 3-5 November 2020
- Leadership in New Normal by Robert E. Siegel (Lecturer in Management Stanford Graduate School of Business), 12 December 2020.
- Hyper-automation & AI by Juan Rio (Senior Managing Director Delta Partner), 12 December 2020.

David R. Dean | Commissioner

British Citizen, 62 years old, currently domiciled in Munich, Germany.

He earned Master of Arts in Physics from Oriel College, University of Oxford. UK, DPhil in Theoretical Physics from Wolfson College, University of Oxford. UK, and 1st. Class Honours Degree (BA) from Oriel College, University of Oxford. UK.

Pursuant to the AGMS resolution dated 29 April 2019 he was appointed as Commissioner for the second term. He previously also served as Commissioner of the Company for the 1st term as per AGMS 9 March 2018, and served as Independent Commissioner for the period of 2016-2018.

He concurrently serves as Committee Members of:

1. Member of Audit Committee Axiata Group Berhad
2. Risk and Compliance Committee Axiata Group Berhad

He currently serves as Director of Ncell Axiata Ltd. (2019 - present), Independent Non-Executive Director of Axiata Group Berhad (2017 - present). He previously served as Member of the Forum's Global Future Council on the Digital Economy and Society, World Economic Forum (2012-2019), and Senior Partner, The Boston Consulting Group (BCG) (1985-2013).

He has no affiliation with members of the Board of Commissioners and Board of Directors, however has affiliations with the Controlling Shareholders.

Trainings 2020

- PwC COVID-19 Webinar Series: An uncertain world, Virtual Conference, October/April 2020.
- Financial Times Conference: Tech in the limelight, Virtual Conference, May 2020.
- Training on the MACC (Malaysia Anti-Corruption Commission) Section 17A related to Anti Bribery Anti-Corruption by EY Malaysia, Microsoft Team, 16 July 2020.
- Training on General Overview on BOC Liability and the Impact of Section 17A MACC and Corporate Crime under Indonesian Law

towards the Liability of XL's Commissioner by Corporate Secretary & Corporate Legal, Microsoft Team, 14 September 2020.

- Duties and Authorities of the Board of Commissioners of a Public Company under OJK Regulations No. 17 of 2020 and OJK Regulations No. 42 of 2020 by AHP, Microsoft Team, 14 September 2020.
- TMT Forum: Digital Transformation World Series 2020, Virtual Conference, November 2020.
- Leadership in New Normal by Robert E. Siegel (Lecturer in Management Stanford Graduate School of Business), 12 December 2020.
- Hyper-automation & AI by Juan Rio (Senior Managing Director Delta Partner), 12 December 2020.

Yasmin Stamboel Wirjawan | Independent Commissioner

Indonesian Citizen, 52 years old, currently domiciled in Jakarta.

She earned Master of Science Management and Systems dari New York University, Master of Science in Finance from Brandeis University, and Bachelor of Art in International Business from American University of Paris.

Pursuant to the AGMS resolution dated 29 April 2019 she was appointed as Independent Commissioner for the third term. She previously also served as Independent Commissioner of the Company for the 2nd and 1st terms as per AGMS 22 April 2014 and AGMS 14 April 2011.

She currently serves as Chairman of Board Risk and Compliance Committee of PT XL Axiata Tbk, Member of the Nominating and Remuneration Committee of PT XL Axiata Tbk.

She previously served as Chairman of Board Audit Committee of PT XL Axiata Tbk (2015-2019), Chairman of Nominating and Remuneration Committee of PT XL Axiata Tbk (2015-2017), Member of Board Audit Committee of PT XL Axiata Tbk (2011-2016), Advisor of PT Perneringkat Efek Indonesia (PEFINDO) (2010-2016), Director of Corporate and Infrastructure Ratings, Associate Director, Standard & Poor's Credit Market Services, Singapore (2001-2010), Head of Equity Research, Research Manager, PT Bahana Securities (1995-1999), and Research Analyst of PT Nomura Indonesia (1992-1995).

She has no affiliation with members of the Board of Commissioners and Board of Directors, or with the Controlling Shareholders.

Trainings 2020

- Training on the MACC (Malaysia Anti-Corruption Commission) Section 17A related to Anti Bribery Anti-Corruption by EY Malaysia, Virtual: Microsoft Team, 16 July 2020.
- Socialization and Dissemination of Capital Market, mandatory obligation for Issuers, and the roles of members of the Board of Directors and Board of Commissioners in managing the company to meet the expectation and protection of shareholders by OJK - IDX, Virtual: Microsoft Teams, 8 September 2020.
- Duties and Authorities of the Board of Commissioners of a Public Company under OJK Regulations No. 17 of 2020 and OJK Regulations No. 42 of 2020 by AHP, Microsoft Teams, 14 September 2020.
- Training on General Overview on BOC Liability and the Impact of Section 17A MACC and Corporate Crime under Indonesian Law towards the Liability of XL's Commissioner by Corporate Secretary & Corporate Legal, Microsoft Team, 14 September 2020.
- Leadership in New Normal by Robert E. Siegel (Lecturer in Management Stanford Graduate School of Business), 12 December 2020.
- Hyper-automation & AI by Juan Rio (Senior Managing Director Delta Partner), 12 December 2020.

Julianto Sidarto | Independent Commissioner

Indonesian Citizen, 59 years old, currently domiciled in Jakarta.

He earned Master of Business Administration (M.B.A) from UCLA Anderson School of Management Los Angeles, California, USA, and Master's degree in computer science and Bachelor Degree in Electrical Engineering from Johns Hopkins University in Baltimore Maryland, USA.

Pursuant to the AGMS resolution dated 29 April 2019 he was appointed as Independent Commissioner for the second term. He previously also served as Independent Commissioner of the Company for the 1st term as per AGMS 9 March 2018.

He currently also serves as Member of Board Risk and Compliance Committee PT XL Axiata Tbk, Member of Board Audit Committee PT XL Axiata Tbk (2018 - present), Independent Commissioner PT Mosaik Manajemen Global (2017 - present), Member of Audit Committee PT Ace Hardware Indonesia Tbk (2016 - present), and Independent Commissioner PT Mediatrix Sistem Komunikasi (2015 - present).

He previously served as Managing Director of Operations in ASEAN, Accenture (2013-2015), and Country Managing Director of Indonesia, Accenture (2002-2013).

He has no affiliation with members of the Board of Commissioners and Board of Directors, or with the Controlling Shareholders.

Trainings 2020

- Training on the MACC (Malaysia Anti-Corruption Commission) Section 17A related to Anti Bribery Anti-Corruption by EY malaysia, Virtual: microsoft Team, 16 July 2020.
- Socialization and Dissemination of Capital Market, mandatory obligation for Issuers, and the roles of members of the Board of Directors and Board of Commissioners in managing the company to meet the expectation and protection of shareholders by OJK - IDX, Virtual: Microsoft Team, 8 September 2020.
- Duties and Authorities of the Board of Commissioners of a Public Company under OJK Regulations No. 17 of 2020 and OJK Regulations No. 42 of 2020 by AHP, Microsoft Teams, 14 September 2020.
- Training on General Overview on BOC Liability and the Impact of Section 17A MACC and Corporate Crime under Indonesian Law towards the Liability of XL's Commissioner by Corporate Secretary & Corporate Legal, Microsoft Team, 14 September 2020.
- Leadership in New Normal by Robert E. Siegel (Lecturer in Management Stanford Graduate School of Business), 12 December 2020.
- Hyper-automation & AI by Juan Rio (Senior Managing Director Delta Partner), 12 December 2020.

Muliadi Rahardja | Independent Commissioner

Indonesian Citizen, 61 years old, currently domiciled in Jakarta.

He earned Sloan School of Management, MIT, (Master of Business Administration-MBA) from Massachusetts Institute of Technology (MIT) Cambridge, Massachusetts, USA, and Economic Department - Accounting (Accounting Degree - CPA) from Universitas Indonesia.

Pursuant to the AGMS resolution dated 29 April 2019 he was appointed as Independent Commissioner for the second term. He previously also served as Independent Commissioner of the Company for the 1st term as per EGMS 15 August 2017.

He concurrently serves as:

- Commissioner of PT Adira Dinamika Multi Finance Tbk
- Chairman of Nominating and Remuneration Committee of PT XL Axiata Tbk
- Member of Risk Management Committee of PT Adira Dinamika Multi Finance Tbk
- Member of Board Audit Committee PT XL Axiata Tbk.

He also serves as Treasurer in Atmajaya Foundation (2018 - present).

He previously served as Director, SME Business Banking, Operation and CREM, Regional Corporate Office, Sales and Distribution, and

lastly as Deputy President Director, PT Bank Danamon Indonesia Tbk (1989-2017).

He has no affiliation with members of the Board of Commissioners and Board of Directors, or with the Controlling Shareholders.

Trainings 2020

- Training on the MACC (Malaysia Anti-Corruption Commission) Section 17A related to Anti Bribery Anti-Corruption by EY Malaysia, Virtual: Microsoft Team, 16 July 2020.
- Socialization and Dissemination of Capital Market, mandatory obligation for Issuers, and the roles of members of the Board of Directors and Board of Commissioners in managing the company to meet the expectation and protection of shareholders by OJK - IDX, Virtual: Microsoft Team, 8 September 2020.
- Duties and Authorities of the Board of Commissioners of a Public Company under OJK Regulations No. 17 of 2020 and OJK Regulations No. 42 of 2020 by AHP, Microsoft Teams, 14 September 2020.
- Training on General Overview on BOC Liability and the Impact of Section 17A MACC and Corporate Crime under Indonesian Law towards the Liability of XL's Commissioner by Corporate Secretary & Corporate Legal, Microsoft Team, 14 September 2020.
- Leadership in New Normal by Robert E. Siegel (Lecturer in Management Stanford Graduate School of Business), 12 December 2020.
- Hyper-automation & AI by Juan Rio (Senior Managing Director Delta Partner), 12 December 2020.

DUTIES AND RESPONSIBILITIES

The duties and responsibilities of the XL Axiata BOC are stipulated under the Articles of Association in accordance with the provisions of Law No.40 of 2007 concerning Limited Liability Companies and Financial Services Authority Regulation No. 33/POJK.04/2014.

XL Axiata BOC is jointly responsible based on BOC decision in carrying the following responsibilities:

Company's Business Plan

Approve the XL Axiata Business Plan including the strategy for the new financial year no later than 60 days prior to the beginning of the new financial year. The BOC is also required to periodically review and provide advice on XL Axiata's ongoing business plans.

Oversight of the Company

To supervise XL Axiata development as well as performance of the Board of Directors including reporting to the GMS on all duties and supervisory actions being implemented during the previous financial year.

BOC Meeting

Implement and attend the BOC Meeting, Joint Meeting of the BOC and BOD based on provisions of prevailing regulations, as well as reviewing and providing approval on minutes of meeting as prepared by the Corporate Secretary.

Annual Report

To review and approve the Annual Report as prepared by the Board of Directors. The BOC must ensure that the Annual Report contains of valid and accurate information.

Public Accountant

Propose a Public Accountant and/or Public Accountant Office for the current financial year in accordance with the applicable regulations, in order to get the GMS.

Corporate Action

XL Axiata BOC must review and approve the Corporate Action based on the authority limit in accordance with the Articles of Association and the prevailing Regulations, including all company transactions conducted in the amount of 5% of XL Axiata gross business income (gross revenue before discount) or 10% of Net Tangible Assets.

Disclosure on the Ownership of Share and Multiple Board Membership

Each member of XL Axiata BOC is required to periodically disclose the ownership of share by himself and his family as well as multiple board membership as required in the Company Law and POJK No. 33/POJK.04/2014.

Governance Monitoring

To monitor as well as review the implementation of GCG within XL Axiata.

PRESIDENT COMMISSIONER'S DUTY AND RESPONSIBILITY

In particular the President Commissioner of XL Axiata carries out the coordination function on collegial supervisory duties as carried out by the BOC. In addition, referring to the Articles of Association as well as the prevailing regulations, the President Commissioner must act as the chairman of the BOC Meeting, the BOC and BOD Joint Meeting as well as the Company's General Meeting of Shareholders.

BOARD OF COMMISSIONERS CHARTER

XL Axiata has a Work Guideline and Code of Ethic for the BOC namely the Board Manual. The Board Manual serves as a guideline for members of the BOC to maintain professional and productive work relationship and efficiency in carrying out their duties.

The Board Manual includes the following elaboration:

- Criteria and composition.
- Duties and responsibilities.
- Ethics work includes arrangements for conflicts of interest, confidentiality of Company documents and compliance with applicable regulations.
- Procedures for procuring meetings include the quorum of the meeting and the right to vote.
- Remuneration.
- Distribution of authority.

BOC REQUIREMENT AND APPOINTMENT POLICY

The appointment policy of the XL Axiata BOC is regulated in the Senior Executive Nomination Policy. The BOC candidates as proposed by Shareholders and/or Minority Shareholders are conveyed to the XL Axiata Nominating and Remuneration Committee through the Corporate Secretary.

The Nominating and Remuneration Committee will further review the nomination proposal in the Nominating and Remuneration Committee Meeting to ensure the fulfillment of candidates' requirements, qualifications as well as background to be submitted to the GMS for approval purpose.

The requirement as well as qualification of BOC members of XL Axiata refers to POJK No. 33/POJK.04/2014 and the Company's need including the diversity of skills and total composition of the BOC itself.

POLICY ON RESIGNATION OF BOC

The BOC resignation policy is regulated in the Company's Articles of Association and the Board Manual where respective member of the BOC must submit their resignation through formal written notification to the Company.

The formal resignation letter must be addressed to the NRC and submit a copy of the resignation letter to the BOD and Corporate Secretary. Furthermore, the Company will hold a GMS to decide on the resignation submitted.

Aside from the abovementioned voluntary resignation, the terms of office of BoC member shall be automatically ended upon the following conditions:

- If he/she is involved in a civil, criminal, monetary crime and/or other dispute in a judiciary institution and/or arbitration institution whether in Indonesia or a foreign country, or an administrative dispute with an authorized government institution including any dispute in relation to manpower/industrial matters.
- Passed away.
- Not re-appointed upon the conclusion of terms of office.
- Dismissed by the GMS.
- Declared bankrupt or insolvent based on court decision.
- No longer qualified by the prevailing laws and regulations.

Terms of Office and Composition of the Board of Commissioners

The Terms of Office of XL Axiata BOC is five (5) years and may be re appointed for the same period. If a Commissioner is appointed to replace a vacant position (either by termination or otherwise), then he/she shall serve the remaining term of the vacant position/existing Commissioner.

POLICY AND IMPLEMENTATION OF BOC MEETINGS

In general, the policy Meeting of BOC is as follows:

- BOC Meeting and Joint Meeting of BOC and BOD schedule for each financial year must be arranged prior to the beginning of respective financial year. The schedule for the Board of Commissioners' meetings for 2020, is submitted to each member of the BOC at the beginning of 2020 by the Corporate Secretary
- The BOC Meeting shall be convened at least once every two month, chaired by the President Commissioner or other member of the BOC as appointed in the Meeting in the absent of President Joint Meeting between the BOC and

BOD is conducted at least once every four (4) months.

- Invitation and Meeting material are distributed to the BOC at latest five (5) days prior to the meeting.
- The Meeting can be convened and take binding decisions if attended by minimum half of BOC members. Decisions of the BOC are to be generally based on consensus. However, in the event where such consensus cannot be reached, then a simple majority is sufficient. If the BOC fails to take decision by simple majority, then the meeting chairman will cast the deciding vote. In 2020, the BOC has convened 10 (ten) BOC meetings as follows:

No	Date	Agenda	M. Chatib Basri	Tan Sri Jamaludin bin Ibrahim	Dato' Mohd Izzaddin Idris	Dr. Hans Wijaya-suriya	Vivek Sood	Ken-neth Shen	Peter J Chambers	David R. Dean	Yas-min S. Wir-jawan	Muli-adi Ra-hard-ja	Ju-lianto Sidar-to
1	07 Feb 2020	Strategic Discussion	Yes	Yes			Yes	Yes	Yes	Yes	Yes	Yes	Yes
		Directors Terms & Condition For Extension Director IT			Not yet as member of BOC	Not yet as member of BOC							
		Long Term Incentive Plan Program for Directors											
2	03 Apr 2020	Strategic Discussion	Yes	Yes			Yes	Yes	Yes	Yes	Yes	Yes	Yes
		Development of Covid-19 Conditions											
		Establishment of Board Risk and Compliance Committee			Not yet as member of BOC	Not yet as member of BOC							
		Annual General Meeting of Shareholders Preparation											
3	05 Jun 2020	Changes of Members of Nominating and Remuneration Committee	Yes	Yes	Yes	Yes	Yes	No longer served as BOC	No longer served as BOC	Yes	Yes	Yes	Yes
		Strategic Discussion											
4	05 Aug 2020	Succession Plan Discussion	Yes	Absent	Yes	Yes	Yes	No longer served as BOC	No longer served as BOC	Yes	Yes	Yes	Yes
5	31 Aug 2020	Development of Covid-19 Conditions	Yes	Absent	Yes	Yes	Yes	No longer served as BOC	No longer served as BOC	Yes	Yes	Yes	Yes
6	14 Sep 2020	Strategic Discussion	Yes	Absent	Yes	Yes	Yes	No longer served as BOC	No longer served as BOC	Yes	Yes	Yes	Yes

No	Date	Agenda	M. Chatib Basri	Tan Sri Jamaludin bin Ibrahim	Dato' Mohd Izzaddin Idris	Dr. Hans Wijaya-suriya	Vivek Sood	Kenneth Shen	Peter J Chambers	David R. Dean	Yas-min S. Wir-jawan	Muli-adi Ra-hard-ja	Ju-lianto Sidar-to
		Nomination of New BOD Member											
		Strategic Discussion											
		Extraordinary General Meeting of Shareholders Preparation						No longer served as BOC	No longer served as BOC				
		Discussion on Guidelines of BOC Meeting Agenda and Joint Meeting Agenda of BOC and BOD											
7	05 Oct 2020	Addition of Development of Anti Bribery & Anti Corruption Policy (ABAC)	Yes	Yes	Yes	Yes	Yes	No longer served as BOC	No longer served as BOC	Yes	Yes	Yes	Yes
8	22 Oct 2020	Directors Terms & Conditions for CFO and CTO	Yes	Yes	Yes	Yes	Absent	No longer served as BOC	No longer served as BOC	Absent	Yes	Yes	Yes
9	05 Dec 2020	Strategic Discussion	Yes	Yes	Yes	Yes	Yes	No longer served as BOC	No longer served as BOC	Yes	Yes	Yes	Yes
10	12 Dec 2020	Director Terms & Conditions for extention President Director	Yes	Yes	Yes	Yes	Yes			Yes	Yes	Yes	Yes
		Board Assessment 2020 Preparation						No longer served as BOC	No longer served as BOC				
		Approval of Work Plan/ Business Plan Year 2021											
		Strategic Discussion											
Total Attendance during 2020			10/10	7/10	8/8	8/8	9/10	2/2	2/2	9/10	10/10	10/10	10/10
Percentage of attendance during 2020			100%	70%	100%	100%	90%	100%	100%	90%	100%	100%	100%

Disclosure of Attendance in BOC and BOD Joint Meeting

No	Date	Agenda	M. Chatib Basri	Tan Sri Jamaludin bin Ibrahim	Vivek Sood	Dato' Mohd Izzuddin Idris	Dr. Hans Wijayasuriya	Kenneth Shen	Peter J Chambers	David R. Dean	Yasmin S. Wirjawan	Muliadi Rahardja	Ju-lianto Sidarto
1	07 Feb 2020	Strategic Discussion	Yes	Yes	Yes			Yes	Yes	Yes	Yes	Yes	Yes
		Discussion on 2019 Company Performance				Has not been appointed as BOC Member							
		Board of Audit Committee Report including recommendation on External Auditor for Financial Year 2020	Yes	Yes	Yes	Has not been appointed as BOC Member		Yes	Yes	Yes	Yes	Yes	Yes
		Approval of Financial Statement as of 31 December 2019 (Audited)											
		Discussion on Company Nett Profit Allocation 2019 for General Meeting of Shareholders Approval											
2	15-May-20	Strategic Discussion	Yes	Yes	Yes	Has not been appointed as BOC Member		Yes	Yes	Yes	Yes	Yes	Yes
		Discussion on Q1 Company Performance											
		Covid-19 Discussion											
		Board of Audit Committee Report											
		Board Risk and Compliance Committee Report											
3	05 Aug 2020	Strategic Discussion	Yes	Yes	Yes	Yes	Yes	No longer served as BOC Member		Yes	Yes	Yes	Yes
		Discussion on Q2 2020 Company Performance											
		Covid-19 Discussion											
		Board Risk and Compliance Committee Report											

No	Date	Agenda	M. Chatib Basri	Tan Sri Jamaludin bin Ibrahim	Vivek Sood	Dato' Mohd Izzaddin Idris	Dr. Hans Wijayasuriya	Kenneth Shen	Peter J Chambers	David R. Dean	Yasmin S. Wirjawan	Muliadi Rahardja	Ju-lianto Sidarto
4	04-Nov-20	Succession Discussion	Yes	Yes	Yes	Yes	Yes	No longer served as BOC Member	Yes	Yes	Yes	Yes	Yes
		Discussion on Q3 2020 Company Performance											
		2021 Work Plan Discussion											
		Board of Audit Committee Report											
		Board Risk and Compliance Committee Report											
		Approval of Financial Statement as of 30 September 2020 (Audited)	Yes	Yes	Yes	Yes	Yes	No longer served as BOC Member	Yes	Yes	Yes	Yes	Yes
Total Attendance during 2020			4/4	4/4	4/4	2/2	2/2	2/2	2/2	4/4	4/4	4/4	4/4
Percentage of attendance during 2020			100%	100%	100%	100%	100%	100%	100%	100%	100%	100%	100%

BOD ATTENDANCE IN JOINT MEETINGS WITH BOC

No	Date	Agenda	Dian Siswarini	Mohamed Adlan bin Ahmad Tajudin	Yessie D Yosetya	Abhijit Jayant Navalekar	Allan Bonke	David Arcelus Oses	Budi Pramanika	I Gede Darmayasa
1	07 Feb 2020	Strategic Discussion	Yes	Yes	Yes	Yes	Yes	Has not been appointed as BOD Member		
		Discussion on 2019 Company Performance								
		Board of Audit Committee Report including recommendation on External Auditor for Financial Year 2020								
		Approval of Financial Statement as of 31 December 2019 (Audited)								
		Discussion on Company Nett Profit Allocation 2019 for General Meeting of Shareholders Approval								
2	15-May-20	Strategic Discussion	Yes	Yes	Yes	Yes	Absent	Has not been appointed as BOD Member		
		Discussion on Q1 2020 Company Performance								
		Covid-19 Discussion								
		Board of Audit Committee Report								
		Board Risk and Compliance Committee Report								

No	Date	Agenda	Dian Siswarini	Mo-hamed Adlan bin Ahmad Tajudin	Yessie D Yosetya	Abhijit Jayant Navalekar	Allan Bonke	David Arcelus Oses	Budi Pramantika	I Gede Darmayusa
3	05 Aug 2020	Strategic Discussion	Yes	Yes	Yes	Yes	No longer served as BOD Member	Yes	Has not been appointed as BOD Member	
		Discussion on Q2 2020 Company Performance								
		Covid-19 Discussion								
		Board Risk and Compliance Committee Report								
4	04-Nov-20	Strategic Discussion	Yes		Yes	Yes	No longer served as BOD Member	Yes	Yes	Yes
		Discussion on Q3 2020 Company Performance								
		2021 Work Plan Discussion								
		Board of Audit Committee Report								
		Board Risk and Compliance Committee Report								
		Approval of Financial Statement as of 30 September 2020 (Audited)								
Total Attendance during 2020			4/4	3/3	4/4	4/4	1/2	2/2	1/1	1/1
Percentage of attendance during 2020			100%	100%	100%	100%	50%	100%	100%	100%

Disclosure of BOC Circulars

Date	Subject
17-Apr-2020	Special Incentive
22-Apr-2020	AoA Amendment Issued & Paid-up Capital from LTI Program
24-Apr-2020	Director Terms and Conditions for Commercial Director
08-May-2020	Financial Statements as of 31 March 2020
17-Jul-2020	Director Terms and Conditions for Strategy Director
24-Jul-2020	Appointment of New Internal Audit
26-Aug-2020	Financial Statements as of 30 June 2020

POLICY & PERFORMANCE ASSESSMENT OF THE BOARD OF COMMISSIONERS

Assessment through the General Meeting of Shareholders

The collegial performance assessment for respective financial year is reported in the Annual General Meeting of Shareholders. The General Meeting of Shareholders then provides full release and discharge of responsibilities (acquiesce et decharge) to the XL Axiata BOC for supervisory during the respective Financial Year.

Self Assessment

In 2020 XL Axiata conducted self assessment on the BOC and BOD, which includes Board Effectiveness, peer-to-peer assessment with fellow members of the BOC and Cross Board Assessments with each member of the BOD. The assessment includes understanding the roles, duties and responsibilities as well as evaluating the Company's GCG. The assessment result will be used as recommendation for the Company's GCG improvement as well as one of basic considerations of the BOC to be reappointed.

- **Assessor**
The party carrying out the Assessment is Nominating & Remuneration Committee.
- **Assessment Method**
The Assessment Method is carried out through a questionnaire that must be filled in by each member of the Board of Commissioners.
- **Results of Assessment**
The Board of Commissioners of the Company as organs of the Company have carried out their duties and responsibilities in accordance with applicable regulations including the Articles of Association with improvement recommendation on board structure and composition.

Performance Assessment of Committees Under the Board of Commissioners

In carrying out its duties, the BOC is assisted by committees that directly responsible to the BOC, namely the Board of Audit Committee, the Nominating and Remuneration Committee, and the Board Risk and Compliance Committee.

In general, the Board of Commissioners considers that all Committees have performed their duties efficiently in accordance with GCG principles and the Company's objective. This assessment is undertaken based on the report of implementation of duties and responsibilities, which are submitted by each Committee, as disclosed in this Annual Report.

THE BOARD OF COMMISSIONERS SUPERVISORY REPORT IN 2020

In the midst of Covid-19 pandemic, the year 2020 posed a challenging time for XL Axiata.

In implementing its supervisory duties in 2020, the Board of Commissioners carried out continuous monitoring and oversight on the Company's operations, plans and programs in addressing the Covid-19 pandemic conditions.

The Board of Commissioners also closely supervised and provided directives on the Board of Directors' strategies in implementing the quota subsidy program from the Ministry. Education and Ministry of Information and Telecommunication. This is done as part of XL Axiata's contribution to the government and public to overcome the pandemic conditions.

Moreover, the Board of Commissioners intensively carried out supervision on XL Axiata's compliance to the prevailing regulations specifically in 2 (two) sectorals, namely compliance with Anti Bribery and Anti Corruption within XL Axiata

work environment, as well as the impact and implications from new regulation Omnibus Law (Job Creation Law) toward telecommunication industry and investment specifically related to the Company's programs and strategies.

Our oversight activities in 2020 covered the following areas:

- Implementation of the Company's annual business plan approved at the end of the previous fiscal year;
- The Company's operating performance and quarterly audit results;
- Implementation of the selling of telecommunication Tower;
- Implementation of shares buy back of the Company;
- Implementation of CSR programs in supporting and contributing to the public, government and community, as well as XL Axiata's employees during the pandemic;
- The conditions of company's operations and employee's welfare during the pandemic;
- New initiatives on the business development potential and exploration of synergy with Axiata Group;
- Implementation of succession plan of members of the BOD and mentoring of senior talents;
- Implementation of new policies and regulations such as Omnibus Law, anti bribery and anti corruption policies, and other policies;
- Implementation of good corporate governance;
- Implementation of risk management including evaluation results of risk management practices in XL Axiata.

INDEPENDENT COMMISSIONER

XL Axiata has three (3) Independent Commissioners from a total of nine (9) members of the BOC, namely Yasmin Stamboel Wirjawan, Muliadi Rahardja and Julianto Sidarto. XL Axiata Independent Commissioners is in accordance with POJK No. 33/POJK.04/2014, which is 30% of the total members of the BOC.

Criteria of Independent Commissioner

Each member of XL Axiata Independent Commissioner has fulfilled the following criteria:

- He/she is not working or has the responsibility or authority to plan, lead, control or supervising the Company in the last six (6) months.
- He/she does not have any shares, directly or indirectly, in the Company.
- He/she is not an affiliated party to Company's BOC, BOD or majority Shareholders.
- He/she does not have any direct or indirect business relationship related with the core business of the Company.

If he/she is also a member of the Company's Board Audit Committee (BAC), he/she can only be reappointed one (1) time as member of BAC after the end of BAC term of office.

Independency Statements of Independent Commissioners

All members of the Independent Commissioner have signed Statement certifying fulfillment of criteria as well as his/her independency of position in accordance with the criteria as set under prevailing regulations.

The Statement Letters are documented by the Corporate Secretary.

Remuneration Policy for The Board of Commissioners and The Board of Directors

REMUNERATION PROCEDURE FOR THE BOARD OF COMMISSIONERS AND THE BOARD OF DIRECTORS

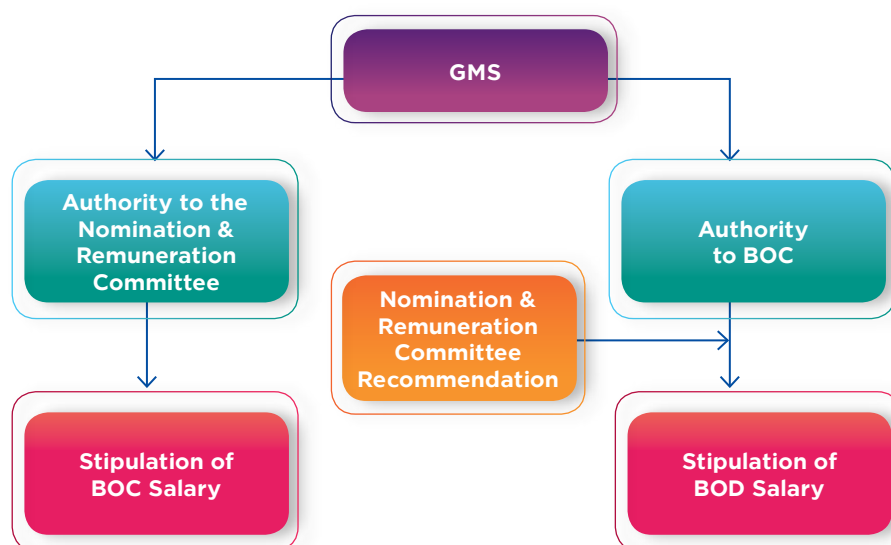
Remuneration for the Board of Directors and Board of Commissioners of XL Axiata is determined through the General Meeting of Shareholders as follows:

1. Give the authority to the Nominating and Remuneration Committee to determine the salary, bonus and other benefit for members of the Board of Commissioners in accordance with the structure, policy and amount of remuneration based on the Company's remuneration policy for the relevant financial year.
2. Give the authority to the Board of Commissioners of the Company to determine the salary amount, bonus and other benefits for members of the Board of Directors in

accordance with the structure, policy and amount of remuneration based on the Company's remuneration policy for the relevant financial year.

Remuneration for the Board of Commissioners and Board of Directors is determined by taking into account on the Company and individual target, comparison with similar industries, non-monetary benefits as well as individual and Company performance. The amount of each remuneration is evaluated from time to time to ensure that the remuneration remains in accordance with market conditions.

The Board of Commissioners is responsible for overseeing the implementation of the Remuneration Policy including evaluating the implementation of the Remuneration Policy periodically.



REMUNERATION STRUCTURE

The remuneration structure for the Board of Commissioners and the Board of Directors is stipulated in the Remuneration for Senior Executive Policy as follows:

1. Basic Salary.
2. Benefit.
3. Bonus (only for members of the Board of Directors)

Total remuneration for the Board of Commissioners and the Board of Directors XL Axiata for 2020 is Rp76,447.55 (in million Rp) with the following details:

Board of Commissioners

Name	Salary	Allowances				Bonus	Total Remuneration/Year		
		Meeting	Transport	Telecommunication	Holidays		Below 1 Bio	Above 1 Bio <2 Bio	Above 2 Bio
M. Chatib Basri	V	V	V	V	V	-	-	V	-
Tan Sri Jamaludin bin Ibrahim	V	V	-	-	V	-	-	V	-
Vivek Sood	V	V	-	-	V	-	-	V	-
David R. Dean	V	V	-	-	V	-	-	V	-
Dato' Mohd Izzaddin Idris*	V	V	-	-	n/a	-	V	-	-
Dr Hans Wijayasuriya*	V	V	-	-	n/a	-	V	-	-
Yasmin S.Wirjawan	V	V	V	V	V	-	-	V	-
Muliadi Rahardja	V	V	V	V	V	-	-	V	-
Julianto Sidarto	V	V	V	V	V	-	-	V	-
Total 2020 (in million Rp)	9,171,87	520,00	480,00	29,94	660,00				

* appointed commissioner as of 18 May 2020

Note: Telecommunication Allowance is paid based on billing charge, and transport allowance is only provided for Commissioners having a domicile in Indonesia

Board of Directors

Name	Salary	Allowances					Bonus	Total Remuneration/Year		
		Housing	Transport	Telecommunication	Other Regular	Holidays		Below 1 Bio	Above 1 Bio < 2 Bio	Above 2 Bio
Dian Siswarini	V	-	V	V	-	V	V	-	-	V
Budi Pramantika *	V	-	V	V	-	-	-	V	-	-
Yessie D. Yosetya	V	-	V	V	-	V	V	-	-	V
Abhijit J. Navalekar	V	V	V	V	V	V	V	-	-	V
David Arcelus Oses **	V	V	V	V	-	-	-	-	-	V
I Gede Darmayusa ***	V	-	V	V	-	-	-	V	-	-
Total 2020 (in million Rp)	21.447,60	1.110,60	1.349,85	109,81	1.154,02	3.016,94	37.396,92			

* appointed director as of 1 November 2020

** appointed director as of 18 May 2020

*** appointed director as of 4 November 2020

Note: Telecommunication Allowance is paid based on billing charge

Board of Audit Committee

The Board of Audit Committee of XL Axiata (“BAC”) was established through the Board of Commissioners’ Decision No. 1/05 dated February 28, 2005 and is responsible to the Board of Commissioners (“BOC”). The BAC has met the following criteria:

1. Article 28 Paragraph 4 of the Financial Services Authority Regulation No. 33/POJK.04/2014 dated 8 December 2014 concerning Directors and BOC of Issuers or Public Companies.
2. Indonesia Financial Services Authority (“OJK”) Regulation No. 55/POJK.04/2015 dated December 23, 2015 on the Establishment and Guidelines of the Audit Committee (“POJK No. 55/POJK.04/2015”).

Board of Audit Committee Charter

The BAC has a Charter in the form of Terms of Reference as working guideline and basis that has been reported to the Financial Services Authority on November 18, 2013 through Letter No.163/CSEC/XI/2013 dated November 18, 2013.

XL Axiata has updated the Board of Audit Committee Terms of Reference on November 4, 2020. The latest Audit Committee Terms of Reference is available on the Company’s website (www.xlaxiata.co.id)

Composition and Profile

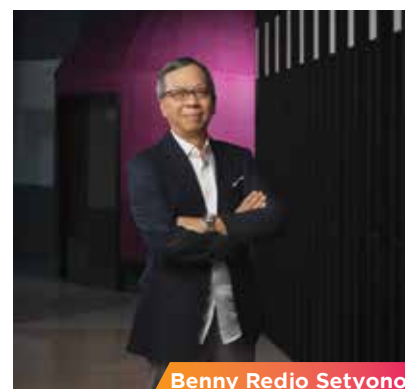
As at December 31, 2020, the Company’s Board of Audit Committee consists of a Chairman and three Committee members with profiles as follows:



Julianto Sidarto



Muliadi Rahardja



Benny Redjo Setyono

Julianto Sidarto | Chairman

59 years old, Indonesian Citizen

Appointment Basis

Resolution of the Board of Commissioners No. 1/19 dated 14 February 2019 effective as at the closing of the Annual General Meeting of Shareholders on April 29, 2019.

Board of Audit Committee Terms of Appointment

April 29, 2019 until the closing of GMS in 2024.

Educational Background

Available in the Profile section of the BOC as disclosed on page 102 of this Annual Report.

Professional Experience

Available in the Profile section of the BOC as disclosed on page 102 of this Annual Report.

Trainings 2020

Available in the Profile section of the BOC as disclosed on page 102 of this Annual Report.

Muliadi Rahardja | Member

61 years old, Indonesian Citizen

Appointment Basis

Resolution of the Board of Commissioners No. 1/19 dated 14 February 2019 effective as at the closing of the Annual General Meeting of Shareholders on April 29, 2019.

Board of Audit Committee Terms of Appointment

April 29, 2019 until the closing of GMS in 2024.

Educational Background

Available in the Profile section of the BOC as disclosed on page 102-103 of this Annual Report.

Professional Experience

Available in the Profile section of the BOC as disclosed on page 102-103 of this Annual Report.

Trainings 2020

Available in the Profile section of the BOC as disclosed on page 102-103 of this Annual Report.

Benny Redjo Setyono | Member

60 years old, Indonesian Citizen

Appointment Basis

Resolution of the Board of Commissioners' Meeting No. 1.S/19 dated April 29, 2019 effective on July 1, 2019.

Board of Audit Committee Terms of Appointment

July 1, 2019 until the closing of GMS in 2024.

Educational Background

- Bachelor of Economics, majoring in Accounting from University of Indonesia in 1985.
- MBA from University of Southern California in 1991.
- MAcc, Major in Consulting from University of Southern California in 1992.
- Certificate of Risk Management Level 4 from Indonesia Life Insurance Association as obtained in 2017.

Professional Experience

- Independent Commissioner and Member of Audit and GCG Committee PT Mitra Pinasthika Mustika Tbk (2019 - Present)
- Audit Committee Member PT XL Axiata Tbk (2019 - Present)
- Vice President Director PT Industri dan Perdagangan Bintraco Dharma Tbk (2016 - Present)

- Independent Commissioner and Chairman of Risk Committee PT Astra Aviva Life Indonesia (2014 - Present)
- Lecturer of Bachelor program, Master of Management, Master of Accounting Universitas Indonesia (1985 - Present)
- Advisor PT Argo Manunggal International (2012 - 2018)
- President Director PT Jakarta Cakratunggal Steel Mills (2014 - 2019)
- Audit Committee Member PT Unilever Indonesia Tbk (2004 - 2016)
- Director PT Toyota Astra Motor (2003 - 2011)
- Director PT Toyota Motor Manufacturing Indonesia (2000 - 2003).

Trainings 2020

- Training on the MACC (Malaysia Anti-Corruption Commission) Section 17A related to Anti Bribery Anti-Corruption by EY malaysia, Virtual: Microsoft Team, 16 July 2020.
- Leadership in New Normal by Robert E. Siegel (Lecturer in Management Stanford Graduate School of Business), 12 December 2020.
- Hyper-automation & AI by Juan Rio (Senior Managing Director Delta Partner), 12 December 2020.

Independency of the Board of Audit Committee

Pursuant to the Terms of Reference and referring to the Article 5 OJK Regulation No. 55/POJK.04/2015, the Board of Audit Committee shall act independently in carrying out its duties and responsibilities. All members of XL Axiata Board of Audit Committee have fulfilled the independence requirement as set out under the Personal Statement as signed at the appointment and documented by the Corporate Secretary.

Roles and Responsibilities

Based on the BAC Terms of Reference, the following are the main duties and responsibilities of XL Axiata BAC:

- Company oversight on internal control and governance implementation.
- Review of financial reporting processes.
- Review and recommendation of external auditors.
- Supervise Internal Audit function.
- Review and recommendation of material affiliated and related party transactions.

Board of Audit Committee Meeting

The XL Axiata BAC Meeting is regulated under the Terms of Reference in accordance with POJK No. 55/POJK.04/2015 whereby the BAC is required to convene a Meeting at least once in three months.

Meeting Frequency and Attendance

Throughout 2020, the Audit Committee convened 8 meetings with the following details:

Date	Agenda	Attendance			
		JS	MR	BRS	PC
23 Jan 2020	<ul style="list-style-type: none"> Overview XL Axiata Business Plan 2020 Update on Legal, Regulatory, Cyber Security, BSS Transformation, and SAP4HANA 	V	V	V	V
29 Jan 2020	<ul style="list-style-type: none"> Financial Statement of Q4 2019 Financial & Operational Result of Q4 2019 Quarterly Update of Internal Audit, Investigation, and Risk Management 	V	V	V	V
23 Apr 2020	<ul style="list-style-type: none"> COVID-19 Crisis Management Plan Axiata Compliance Project Phase 1 Result Update on Legal, Regulatory, BSS Transformation, and SAP4HANA 	V	V	V	
30 Apr 2020	<ul style="list-style-type: none"> Financial Statement of Q1 2020 Financial & Operational Result of Q1 2020 Quarterly Update of Internal Audit and Investigation 	V	V	V	
6 Jul 2020	<ul style="list-style-type: none"> Quarterly Update of Internal Audit and Investigation BAC Terms of Reference Update Internal Audit Charter Update Handover Statement of Group Head Audit & Risk Management 	V	V	V	
18 Aug 2020	<ul style="list-style-type: none"> Financial Statement of Q2 2020 Financial & Operational Result of Q2 2020 Legal Update 	V	V	V	
21 Oct 2020	<ul style="list-style-type: none"> Quarterly Update of Internal Audit and Investigation 	V	V	V	
27 Oct 2020	<ul style="list-style-type: none"> Financial Statement of Q3 2020 Financial & Operational Result of Q3 2020 BAC Terms of Reference Update 	V	V	V	
Total		100% (8/8)	100% (8/8)	80% (6/8)	20% (2/8)

Paul Capelle passed away on 30 March 2020.

Board Audit Committee Trainings and Seminars in 2020

One of the mandatory requirements that must be fulfilled by members of the BAC as stated in the Terms of Reference is that each member of the BAC must develop and improve their competence through education and training.

The following are education and/or training activities as well as seminars participated by each member of the BAC throughout 2020:

Month	Training/Seminar	Participants
16 Jul 2020	Training on the MACC (Malaysia Anti-Corruption Commission) Section 17A related to Anti Bribery Anti-Corruption by EY malaysia, Virtual: microsoft Team,	Julianto Sidarto, Muliadi Rahardja & Benny Redjo Setyono
8 Sep 2020	Socialization and Dissemination of Capital market, mandatory obligation for Issuers, and the roles of members of the Board of Directors and Board of Commissioners in managing the company to meet the expectation and protection of shareholders by OJK – IDX, Virtual: microsoft Team,	Julianto Sidarto & Muliadi Rahardja
14 Sept 2020	Duties and Authorities of the Board of Commissioners of a Public Company under OJK Regulations No. 17 of 2020 and OJK Regulations No. 42 of 2020 by AHP, Microsoft Teams,	Julianto Sidarto & Muliadi Rahardja
14 Sept 2020	Training on General Overview on BOC Liability and the Impact of Section 17A MACC and Corporate Crime under Indonesian Law towards the Liability of XL's Commissioner by Corporate Secretary & Corporate Legal, Microsoft Team, 14 September 2020.	Julianto Sidarto & Muliadi Rahardja
12 Dec 2020	<ul style="list-style-type: none"> Leadership in New Normal by Robert E. Siegel (Lecturer in Management Stanford Graduate School of Business), 12 December 2020. Hyper-automation & AI by Juan Rio (Senior Managing Director Delta Partner), 12 December 2020. Held in Strategy Retreat. 	Julianto Sidarto, Muliadi Rahardja & Benny Redjo Setyono

Board of Audit Committee Activity Report in 2020

During 2020, the BAC has carried out activities including reporting on the following matters quarterly in accordance with the duties and responsibilities of the BAC in the Terms of Reference:

- **Review of Compliance with the Applicable Laws and Regulations**

The Board of Audit Committee reviewed XL Axiata's Management's compliance with the applicable laws and regulations. The review is performed through compliance self-assessment by Management. Based on the review, the Board of Audit Committee did not find any non-compliance issue with the applicable laws and regulations by Management with respect to the regulations promulgated by OJK, Indonesia Stock Exchange, and other laws/regulations relevant with XL Axiata's business activities. The Board of Audit Committee further noted that management continued to exert efforts to implement good corporate governance in 2020.

- **Review of Financial Results**

Based on the independent auditor's review on XL Axiata's financial results and representation made by Board of Directors, the Board of Audit Committee concluded that the annual consolidated financial statements were prepared in accordance with Indonesian Generally Accepted Accounting Principles. The Board of Audit Committee recommended to the Board of Directors, through Board of Commissioners, that the audited financial statements for the year ended December 31, 2020 to be included in XL Axiata's Annual Report to Shareholders and filed to OJK.

- **Review of Internal Control and Risk Assessment**

The Board of Audit Committee reviewed and reported adequacy, effectiveness and reliability of internal control system based on XL Axiata's management's self-assessment. The Board of Audit Committee also reviewed Annual Internal Control Assurance Letter submitted to the Board of Audit Committee. For this evaluation process, XL Axiata adopted Committee of the Sponsoring Organizations of the Treadway Commission ("COSO") Internal Control Integrated Framework.

Based on the works and reports of Audit Division, independent auditor, and XL Axiata's management, the Board of Audit Committee believes that XL Axiata's internal control system are adequate and at acceptable level for XL Axiata's business environment. The Board of Audit Committee also emphasized that along with the changing business environment and arising new problems, risk management and internal control framework needs to be continuously improved.

- **Review on Independence of External Auditor XL Axiata**

The Board of Audit Committee reviewed independence of Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis & Rekan (a member of the PricewaterhouseCoopers networks of firms), and obtained confirmation from Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis & Rekan (a member of the PricewaterhouseCoopers networks of firms) that they worked independently and did not have conflict of interests in auditing XL Axiata's financial statements.

- **Review on the Implementation of Audit Service Delivery on XL Axiata Annual Financial Statement by External Auditor**

The Board of Audit Committee evaluated the implementation of audit service delivery of the Company's annual financial statement by Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis & Rekan (a member of the PricewaterhouseCoopers networks of firms), that covers the conformity of audit implementation with the applicable auditing standard, the adequacy of fieldwork period, the assessment of audit scope coverage and adequacy of audit sampling, and recommendation for improvement provided by the external auditor.

- **Review on the Implementation of Non-Assurance Service by External Auditor**

The Board of Audit Committee has reviewed and approved the non-assurance services conducted by several companies affiliated with the Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis & Rekan (a member of the PricewaterhouseCoopers networks of firms) as external auditor, that include fee of non-assurance services, scope of work, potential conflict of interest, and appropriate safeguarding in accordance to the company policy.

Nominating and Remuneration Committee

The Company has a Nominating & Remuneration Committee (“NRC”) in accordance with the Financial Services Authority Regulation No. 34/POJK.04/2014 on the Nomination and Remuneration Committee of Issuers or Public Companies.

MEMBERSHIP & PROFILE

NRC members are appointed by the Board of Commissioners. As at December 2020, NRC membership is as follows

NRC Committee Composition

No.	Name	Position In The Committee	Appointment Basis	Period
01.	Muliadi Rahardja	Chairman (concurrently serves as Independent Commissioner and member of BAC)	Decision of the Board of Commissioners No. 03/2017 dated August 15, 2017 and automatically extended with his terms of office as Independent Commissioner of the Company.	2019 until the closing of GMS in 2024
02.	Yasmin Stamboel Wirjawan	Member (concurrently serves as Independent Commissioner)	Appointed for the first time as Chairman of XL Axiata NRC based on Circular Resolution of the Board of Commissioners dated March 13, 2015. On 15 August 2017, Mr. Muliadi Rahardja was appointed as NRC Chairman and she continues her term as member of the NRC.	2019 until the closing of GMS in 2024
03.	B.T. Lim	Member	Circular Resolution of the Board of Commissioners dated March, 13 2015, and he continues his term as member of the NRC	2019 until the closing of GMS in 2024
04.	Tan Sri Jamaludin bin Ibrahim	Member (Concurrently serves as Commissioner)	AGMS Resolution dated March 19, 2009 for the 1st Term and automatically extended with his terms of office as Commisisoner of the Company.	2019 until the closing of GMS in 2024
05.	Dato’ Mohd Izzaddin Idris*	Member (Concurrently serves as Commissioner)	Resolution of the Board of Commissioners No. 02.S/20 dated 5 June 2020	2020 until the closing of GMS in 2024
06.	Rudy Afandi**	Member	Circular Resolution of the Board of Commissioners dated July, 1 2019.	1 July 2019 until year 2024, equal to the terms of office of the Board of Commissioners

*replacing previous member Peter J. Chamber, that the term has been ended by the General Meeting of Shareholders on 18 May 2020.

**no longer served as Member effective as of 11 February 2021

The Committee profile of the Board of Commissioners Members is as disclosed in the sub chapter of the Board of Commissioners Profile in this Annual Report. While the Committee profile of Non-BOC is as follows:

PROFILE OF NRC COMMITTEE OF NON BOC

B.T. Lim | Member

70 years old, Indonesian Citizen

Educational Background

Graduated in 1971 from Computer Science NOVI, Amsterdam, The Netherlands

Multiple Board Membership

Independent Commissioner – PT Erajaya Swasembada, Tbk.

Professional Experience

Currently, He serves as Independent Commissioner of PT Erajaya Swasembada, Tbk. He holds 29 years of experience in various key/strategic positions

as President Director/CEO/Deputy CEO in World-Class Multinational Companies and Indonesia IT and Telecommunication companies:

- 1995-2004 PT Hewlett Packard Indonesia, PT Compaq Computer Indonesia, PT Digital Astra Nusantara & PT Astra Graphia Information Technology;
- 2004-2011 PT Smartfren Telecom & PT Mobile-8 Telecom.

He had 11 years of experience as Senior Management in some IT companies in the Netherlands.

Rudy Afandi*) | Member

52 Years old, Indonesian

Educational Background

- Summer study at Sophia University, Tokyo, Japanese Mgmt, 1991
- S1 – Agribusiness, Institute of Agriculture Bogor, 1992
- S2 - Master of Management, IPMI, 2011

Competencies Development In 2020

- The Art and Science of Coaching (Module 3 & 4), 27 Jan – 4 Feb 2020
- Axiata Harvard Course, Agility & Influence, 7 & 17 Dec 2020
- C-Level Communication, 21 Dec 2020

Professional Background

- Chief of Human Capital Officer, PT XL Axiata Tbk (2019 - present)
- HR Director, GE Indonesia (2015-2019)
- Unilever (1995-2015):
 - » Head of HR for SC and Corp Ind. Relation - Indonesia
 - » Regional HR Director for SC Asia Africa - Singapore
 - » HRBP Sales - Indonesia
 - » HRBP – Personal Care, India
 - » HR Manager – Binzagr Lever, Saudi Arabia
 - » Remuneration Manager – Indonesia
 - » L&D Manager - Indonesia
- Investment Analyst, Smith New Court (1994-1995)
- Finance Analyst, Astra International (1992-1994)

*) no longer served as Member effective as of 11 February 2021

DUTIES AND RESPONSIBILITIES

The main duties of NRC are in accordance with POJK 34/POJK.04/2014 which includes an analysis of the candidates for the Board of Directors or the Board of Commissioners as proposed in Committee meetings or through circular decisions, which are in accordance with the requirements of the candidate's qualification and background. The proposal will be brought to and approved by the GMS.

In addition, the Committee also review and provide recommendation for compensation, including remuneration scheme for members of the Board of Commissioners, and Board of Directors by taking into account on the position of each member including the prevailing duties, responsibilities and general policies.

By authority granted from the General Meeting of Shareholders, the NRC decides on remuneration scheme and amount of the Board of Commissioners.

NOMINATING & REMUNERATION COMMITTEE CHARTER

The Nominating & Remuneration Committee has in place the Nominating & Remuneration Committee Charter (NRC Charter) as the committee terms of references. The Charter has been adjusted with POJK No. 34/POJK.04/2014 and approved by the BOC on 13 March 2015.

INDEPENDENCY OF COMMITTEE

In reference to the NRC Charter, the NRC carries out professional and independent duties and responsibilities, without any interference from any parties and shall aligned with the prevailing laws and regulations. All Committee Members shall and

have signed the Independence Statement during the committee establishment.

NRC MEETING POLICY AND IMPLEMENTATION

The NRC Meeting Policy is regulated under the NRC Charter and is in accordance with POJK. No.34/POJK.04/2014, whereby NRC Meetings are held at least once in four months.

As of December 2020, the NRC has held 4 (four) meetings, which were a Joint Meeting of NRC with the Board of Commissioners, and 4 (four) circular decision with the following details of the Meeting:

No.	Date	Agenda	Attendance						
			Muli-adi Ra-hardja	Tan Sri Jamaludin bin Ibrahim	Dato' Mohd Izzaddin Idris	Peter J. Chambers	Yasmin S. Wirjawan	BT Lim	Rudy Afandi
1	07-Feb-20	Discussion on Long Term Incentive Program	Yes	Yes	Not yet served as NRC	Yes	Yes	Yes	Yes
		Directors Terms & Condition Extension for Director IT							
		Approval on 2019 Directors Scorecard							
		Approval on 2019 Company Scorecard							
2	03-Apr-2020	Approval on 2020 Company Scorecard	Yes	Yes		Yes	Yes	Yes	Yes
		Approval on 2020 Directors Scorecard							
3	14-Sep-20	Approval on Changes of 2020 Company Scorecard	Yes	Absent	Yes	No longer served as NRC	Yes	Yes	Yes
		Review of BOD Candidates for the Approval of the General Meeting of Shareholders							
4	12-Dec-20	Terms and Condition Discussion of President Director Terms and Conditions	Yes	Yes	Yes	No longer served as NRC	Yes	Yes	Yes
		Preparation of the Board Assessment 2020							
Total Attendance during 2020			4/4	3/4	2/2	2/2	4/4	4/4	4/4
Percentage of Attendance during 2020			100%	75%	100%	100%	100%	100%	100%

Disclosure of NRC Circulars

Date	Subject
20/Apr/20	Recommendation for Director' Terms & Condition
15/Apr/20	Special Incentive
12/Oct/20	Recommendation for Director' Terms & Condition
10/Jul/20	Recommendation for Director' Terms & Condition

IMPLEMENTATION OF NRC DUTIES IN 2020

In performing its duties, the NRC has aligned with the Financial Services Authority Regulation No. 34/POJK.04/2014 dated 8 December 2014 regarding the Nominating and Remuneration Committee of Issuers or Public Companies.

The following are salient points of NRC duties throughout 2020:

1. Review the Directors 2018 performance and Key Performance Indicator for financial year 2019;
2. Proposed adjustment to the measurement target for the Long Term Incentive Program 2016 – 2020;
3. Review and make recommendation on the contract extension of BOD members ended in 2020 and beginning of 2021;
4. Provided proposal for the candidate of BOD and BOC members in 2020;
5. Conducted performance assessment process for the BOD and BOC in 2020.

Board Risk and Compliance Committee

The Board Risk and Compliance Committee ("BRCC") of XL Axiata established through the Board of Commissioners' Decision No. 1.S/20 dated April 3, 2020, and is responsible to the Board of Commissioners ("BOC").

Board Risk and Compliance Committee Charter

The BRCC has a Charter in the form of Terms of Reference ("TOR") as a working guideline. BRCC TOR is available in Company's website since April 3, 2020 (www.xlaxiata.co.id)

Composition and Profile

As of December 31, 2020, the Company's BRCC consists of a Chairman and two Committee members as follows:



Yasmin S. Wirjawan
Chairman



Julianto Sidarto
Member



Vivek Sood
Member

The Profiles of BRCC Members are presented in the sub chapter BOC Profile in this Integrated Annual Report.

Independency of the BRCC

According to the Terms of Reference, All or majority of the BRCC members shall be Independent commissioners who shall act independently in carrying out its duties and responsibilities.

Roles and Responsibilities

Based on the Terms of Reference, The BRCC is responsible for determining that there are robust processes in place for identifying, assessing, and monitoring; i) key business risks to safeguard shareholders' investment and the Company's assets; ii) cybersecurity risks and risks relating to data privacy; iii) risks arising from non-compliant practices and behaviors, particularly relating to Anti-Bribery Anti-Corruption (ABAC).

The BRCC will ensure that the Company's Risk register is kept current and advise the BOC on the strategic direction, the tone from the top, as well as appropriate training and development exercises in all areas under its mandate.

BRCC Meeting

The BRCC shall meet at least four (4) times in a year, and such additional meetings, the Chairperson of the BRCC shall decide.

Meeting Frequency and Attendance

Throughout 2020, the BRCC convened several meetings with the following details:

Date	Agenda	Attendance		
		YSW	JS	VS
March 23, 2020	<ul style="list-style-type: none"> ABAC Compliance Update Crisis Management Plan – COVID 19 Regulatory Update: IMEI Registration BSS Transformation Update SAP4Hana Implementation Update 	✓	✓	✓
April 30, 2020	Financial & Operational result for period ended March 31, 2020	✓	✓	✓
May 4, 2020	<ul style="list-style-type: none"> ABAC Compliance Update Cybersecurity Update Data Privacy Update 	✓	✓	✓
July 10, 2020	<ul style="list-style-type: none"> Matters Arising from the Previous Meeting Financial Risk: Cash in Bank Regulatory Update: IMEI Registration Cybersecurity Update Data Privacy Update IT Transformation 	✓	✓	✓
July 16, 2020	<ul style="list-style-type: none"> Ratification of Previous Minutes of Meeting Matters Arising from the Previous Meeting ABAC Compliance Update Risk Management Update 	✓	✓	✓
August 18, 2020	Financial & Operational result for period ended June 30, 2020	✓	✓	✓
September 21, 2020	<ul style="list-style-type: none"> ABAC Compliance Update Other Matters 	✓	✓	✓
October 19, 2020	<ul style="list-style-type: none"> Ratification of Previous Minutes of Meeting Matters Arising from the Previous Meeting Distribution Update Cybersecurity and Data Privacy Update Risk Management Update Regulatory Update: Omnibus Law Financial Risk: Cash in Bank and Insurance Coverage 	✓	✓	✓
October 27, 2020	Financial & Operational result for period ended September 30, 2020	✓	✓	✓
Total		(9/9) 100%	(9/9) 100%	(9/9) 100%

Board BRCC Trainings and Seminars in 2020

The education or training activities as well as seminars participated by each member of the BRCC throughout 2020 can be found on the sub chapter of the Board of Commissioners' Profile in this Integrated Annual Report.

BRCC Activity Report in 2020

During 2020, the BRCC has carried out activities including reporting on the following matters under the duties and responsibilities in BRCC TOR:

- Review on Risk and Compliance Management Program**

BRCC review on the Risk and Compliance Management Program, including giving recommendations and insights on the XL Axiata mitigation plan for the Top Risk dan Emerging Risk.

- Review of Key Risks**

1. Top Risk dan Emerging Risk due to pandemic Covid-19
BRCC conducts a comprehensive review of the quarterly management assessments regarding Top Risks and Emerging Risks related to the Covid-19 pandemic. In this regard, BRCC provides recommendations for the management of XL Axiata, especially regarding future macroeconomic, operational and financial implications.
2. Potential Risks on Cybersecurity and Data Privacy aspect in XL Axiata
3. ABAC Compliance Project
4. Potential Risks from Distribution aspect in XL Axiata
5. Review the current regulatory issues, particularly to the potential risks that may arise in the Telco and Broadcasting industry

- Review on Business Continuity Management**

Board of Directors

The Board of Directors is the Company's organ that is collectively responsible for the Company's management in accordance with its purpose and objectives, and represents the Company both inside and outside the court in accordance with the Articles of Association.

Board of Directors Composition

Name	Position	Appointment Basis	Period
Dian Siswarini	President Director	<ul style="list-style-type: none"> AGMS dated 29 April 2019 (Term 2) AGMS dated 1 April 2015 (Term 1) EGMS dated 7 January 2015 (Term 1 as Vice President Director) AGMS dated 22 April 2014 (Term 4 as Director) AGMS dated 14 April 2011 (Term 3 as Director) AGMS dated 4 April 2008 (Term 2 as Director) AGMS dated 26 April 2007 (Term 1 as Director) 	<ul style="list-style-type: none"> 29 April 2019 until the closing of AGMS 2024 (Term 2) 1 April 2015 until 29 April 2019 (Term 1) 7 January 2015 until 1 April 2015 (Term 1 as Vice President Director) 22 April 2014 until 24 August 2014 (Term 4 as Director) 14 April 2011 until 22 April 2014 (Term 3 as Director) 4 April 2008 until 14 April 2011 (Term 2 as Director) 26 April 2007 until 4 April 2008 (Term 1 as Director)
Budi Pramantika	Director	EGMS dated 27 October 2020 (Term 1)	1 November 2020 until the closing of AGMS 2024 (Term 1)
Yessie Dianty Yosetya	Director	<ul style="list-style-type: none"> AGMS dated 29 April 2019 (Term 2) EGMS dated 10 March 2016 (Term 1 as Independent Director) 	<ul style="list-style-type: none"> 29 April 2019 until the closing of AGMS 2024 (Term 2) 10 March 2016 until 29 April 2019 (Term 1 as Independent Director)
David Arcelus Oses	Director	AGMS dated 18 May 2020 (Term 1)	18 May 2020 until the closing of AGMS 2024 (Term 1)
Abhijit J. Navalekar	Director	<ul style="list-style-type: none"> AGMS dated 29 April 2019 (Term 2) EGMS dated 15 August 2017 (Term 1) 	<ul style="list-style-type: none"> 29 April 2019 until the closing of AGMS 2024 (Term 2) 15 August 2017 until 29 April 2019 (Term 1)
I Gede Darmayusa	Director	EGMS dated 27 October 2020 (Term 1)	1 November 2020 until the closing of AGMS 2024 (Term 1)

BOARD OF DIRECTORS PROFILE

Dian Siswarini | President Director

52 years old, Indonesian Citizen, currently domiciled in Jakarta.

She earned Harvard Advance Management Program from Harvard Business School, USA (2013), and Bachelor's Degree in Electrical Engineering from Institutute of Technology Bandung, Indonesia (1991).

Pursuant to the AGMS resolution dated 29 April 2019 she was appointed as President Director for the second term, and AGMS 1 April 2015 for the

first term. She previously served as Vice President Director of the Company pursuant to AGMS 1 April 2015. And has served as Director of the Company during four terms from 2017-2014.

She concurrently serves as:

- Member of Risk and Business Continuity Committee (RBCC) PT XL Axiata Tbk
- Chairman of Ethics and Integrity Committee PT XL Axiata Tbk

- Member of Human Capital Committee PT XL Axiata Tbk
- Commissioner of PT Software Solutions Indonesia

She previously served as Group Chief of Marketing and Operation Officer, Axiata Group Berhad (2014). Joined PT XL Axiata Tbk with various key positions in Network and Engineering Department and further appointed as Network Services Director (2007 -2011) and Director/Chief Digital Services Officer (2011 – 2014).

She has no affiliation with members of the Board of Commissioners and Board of Directors, or with the Controlling Shareholders.

Trainings 2020

- Privacy Day, Jakarta, 28 January 2020.
- XL Axiata 2019 performance update & 2020 Outlook, Jakarta, 12 February 2020.
- Training on the MACC (Malaysia Anti-Corruption Commission) Section 17A related to Anti Bribery Anti-Corruption by EY Malaysia, Microsoft Team, 16 July 2020.
- Axiata Senior Leadership Forum, Jakarta, 26 August 2020.

- GSMA Thrive APAC, GSMA Thrive Platform, 3 November 2020.
- Leadership in New Normal by Robert E. Siegel (Lecturer in Management Stanford Graduate School of Business), 12 December 2020.
- Hyper-automation & AI by Juan Rio (Senior Managing Director Delta Partner), 12 December 2020.
- Virtual discussion on Mothers Day with Solo Pos, Zoom, 23 December 2020.

Guest Speakers:

- Successor Self Development Workshop (SDW), Jakarta, 23 July 2020.
- Asia Pacific Business Forum, Zoom, 30 October 2020.
- Katadata Regional Summit - Business update, Zoom, 3 November 2020.
- Telkom Univ Ecosystem TIP Lab Nasional – Welcome to OpenRAN for Future Indonesia, Zoom, 30 November 2020.
- FRAUD AWARENESS WEBINAR 2020 - by Toyota, Microsoft Teams, 10 December 2020.
- Selular Digital Telko Outlook 2021, YouTube, Zoom, 15 December 2020.

Budi Pramantika | Director

47 years old, Indonesian Citizen, currently domiciled in Jakarta.

He earned Master of Business Administration from IPMI International Business School, Jakarta, Indonesia (2004), and Bachelor of Accounting from University of Indonesia, Jakarta, Indonesia (1997).

Pursuant to the AGMS resolution dated 27 October 2020 he was appointed as Director for the first term.

He concurrently serves as:

- Member of Risk and Business Continuity Committee (RBCC) PT XL Axiata Tbk
- Chairman of Gift, Donation, Sponsorship Committee PT XL Axiata Tbk
- Member of Ethics and Integrity Committee PT XL Axiata Tbk
- Member of Human Capital Committee PT XL Axiata Tbk

He previously served as Deputy Chief Finance Officer PT XL Axiata Tbk (2020), Group Head Finance PT XL Axiata Tbk (2019-2020), ASEAN-

Regional Chief Financial Officer GE Healthcare (2017-2019), Country Chief Financial Officer GE Indonesia (2016-2017), Asia Pacific Regional Chief Financial Officer GE Transportation (2014-2016), and Asia Pacific Chief Financial Officer GE Power Repair Services (2011-2014).

He has no affiliation with members of the Board of Commissioners and Board of Directors, or with the Controlling Shareholders.

Trainings 2020

- Privacy Day, Jakarta, 28 January 2020.
- Contract Flow Management, Jakarta, 21 February 2020.
- Corporate Responsibility & Consumer Protection in Digital Transaction, Jakarta, 26 February 2020.
- Contract Management Process, Jakarta, 9 March 2020.
- Training on the MACC (Malaysia Anti-Corruption Commission) Section 17A related to Anti Bribery Anti-Corruption by EY Malaysia, Microsoft Team, 16 July 2020.
- Axiata Senior Leadership Forum, Jakarta, 26 August 2020.

- Executive Influential Communication, Microsoft Teams, 21 December 2020.
- Leadership in New Normal by Robert E. Siegel (Lecturer in Management Stanford Graduate School of Business), 12 December 2020.
- Hyper-automation & AI by Juan Rio (Senior Managing Director Delta Partner), 12 December 2020.

Yessie Dianty Yosetya | Director

Indonesian Citizen, 47 years old, currently domiciled in Jakarta.

She earned Bachelor's Degree in Electrical Engineering from University of Satya Wacana (1992).

Pursuant to the AGMS resolution dated 29 April 2019 she was appointed as Director for the second term. She also served as Independent Director of the Company for the first term pursuant to the EGMS 10 March 2016.

She concurrently serves as:

- Member of Risk and Business Continuity Committee (RBCC) PT XL Axiata Tbk
- Chairman of Cyber Security and Privacy Steering Committee PT XL Axiata Tbk
- Member of Human Capital Committee PT XL Axiata Tbk
- Chairman of Artificial Intelligence Data Governance Committee
- Commissioner of PT One Indonesia Synergy

She previously served as Chief Digital Services Officer of PT XL Axiata Tbk (2015-2016), Vice President Digital Services of PT XL Axiata Tbk (2013-2015), Senior General Manager Mobile Finance of PT XL Axiata Tbk (2011-2013), Senior General Manager IT Development of PT XL Axiata Tbk (2009-2011), and General Manager Business Support System of PT XL Axiata Tbk (2006-2009).

She has no affiliation with members of the Board of Commissioners and Board of Directors, or with the Controlling Shareholders.

Trainings 2020

- Privacy Day, Jakarta, 28 January 2020.
- Training on the MACC (Malaysia Anti-Corruption Commission) Section 17A related to Anti Bribery Anti-Corruption by EY Malaysia, Microsoft Team, 16 July 2020.
- Leading Difference for High Performance by Harvard Business School, Jakarta, 4-27 August 2020.
- Axiata Senior Leadership Forum, Jakarta, 26 August 2020.
- TM Forum - Digital Transformation World Series, DTW platform, 7 October 2020.
- Leadership in New Normal by Robert E. Siegel (Lecturer in Management Stanford Graduate School of Business), 12 December 2020.
- Hyper-automation & AI by Juan Rio (Senior Managing Director Delta Partner), 12 December 2020.

Guest Speakers

- Microsoft Digital Economy Summit 2020, Jakarta, 27 February 2020.
- Forum G20 EMPOWER, Zoom, 26 June 2020.
- iCIO Webinar - IT Leader Community in Indonesia, Zoom, 24 September 2020.
- Microsoft Cloud Innovation Summit 2020, Zoom, 1 December 2020.
- TEMPO - "Indonesia Outlook 2021 - Inovasi IT dan proteksi Digital, Zoom, 7 December 2020.

David Arcelus Osés | Director

Spanish Citizen, 43 years old, currently domiciled in Jakarta.

He earned Master of Business Administration from IESE Business School, Barcelona, Spain (2004-2006), MBA International Exchange Program from Wharton School, Philadelphia, United States (2005), Exchange program - Industrial Engineering from Universite Bordeaux I, Bordeaux, France (2000), and Masters Degree in Industrial Engineering from Techun, Universidad de Navarra, San Sebastian, Spain (1995-2000).

Pursuant to the AGMS resolution dated 18 May 2020 he was appointed as Director for the first term.

He concurrently serves as:

- Member of Risk and Business Continuity Committee (RBCC) PT XL Axiata Tbk
- Member of Human Capital Committee PT XL Axiata Tbk
- Member of Gift, Donation and Sponsorship Committee PT XL Axiata Tbk

- Chairman of Artificial Intelligence Data Governance Committee.

He previously served as Chief Marketing Officer PT XL Axiata Tbk (2016-2020), Associate Partner McKinsey & Company (2006-2015), Project Manager Gamesa Eolica, C2i Engineering (2000-2004).

He has no affiliation with members of the Board of Commissioners and Board of Directors, or with the Controlling Shareholders.

Trainings 2020

- Privacy Day, Jakarta, 28 January 2020.
- Training on the MACC (Malaysia Anti-Corruption Commission) Section 17A related to Anti Bribery Anti-Corruption by EY Malaysia, Microsoft Team, 16 July 2020.
- Axiata Senior Leadership Forum, Jakarta, 26 August 2020.
- Leadership in New Normal by Robert E. Siegel (Lecturer in Management Stanford Graduate School of Business), 12 December 2020.
- Hyper-automation & AI by Juan Rio (Senior Managing Director Delta Partner), 12 December 2020.

Abhijit Jayant Navalekar | Director

British Citizen, 49 years old, currently domiciled in Jakarta.

He earned Master of Business Administration (M.B.A) in Strategy, Economics and Finance from University of Warwick – Warwick Business School, UK (2000).

Pursuant to the AGMS resolution dated 29 April 2019 he was appointed as Director for the second term. He also served as Director of the Company for the first term pursuant to the EGMS 15 August 2017.

He concurrently serves as:

- Chairman of Risk and Business Continuity Committee (RBCC) PT XL Axiata Tbk
- Member of Cyber Security and Privacy Steering Committee PT XL Axiata Tbk
- Member of Human Capital Committee PT XL Axiata Tbk

He previously served as Partner/Vice President of Strategy& (formerly Booz & Company) (2014-

2017), Principal of Booz & Company (2011-2014), Senior Associate of Booz & Company (2008-2011), Associate of Booz & Company (2007-2008), and Manager of Deloitte (2005-2007).

He has no affiliation with members of the Board of Commissioners and Board of Directors, or with the Controlling Shareholders.

Trainings 2020

- New Way of Working, Jakarta, 15 July 2020, 31 August 2020.
- Training on the MACC (Malaysia Anti-Corruption Commission) Section 17A related to Anti Bribery Anti-Corruption by EY Malaysia, Microsoft Team, 16 July 2020.
- Axiata Senior Leadership Forum, Jakarta, 26 August 2020.
- Leadership in New Normal by Robert E. Siegel (Lecturer in Management Stanford Graduate School of Business), 12 December 2020.
- Hyper-automation & AI by Juan Rio (Senior Managing Director Delta Partner), 12 December 2020.

I Gede Darmayusa | Director

Indonesian Citizen, 47 years old, currently domiciled in Jakarta.

He earned Master Degree from Universitas Prasetiya Mulya, Indonesia (2017), and Bachelor of Telecommunication Engineering from Institute of Technology Bandung, Indonesia (1996).

Pursuant to the EGMS resolution dated 27 October 2020 he was appointed as Director for the first term.

He previously served as (Caretaker) Chief Technology Officer PT XL Axiata Tbk (2019), Group Head Technology Strategy & Architecture PT XL Axiata Tbk (2019), Group Head Program Management PT XL Axiata Tbk (2017-2019), Chief Project & Implementation Tower Bersama (2011-

2014), dan Lead Account Manager Services Nokia Siemens Network (2004-2011).

He concurrently serves as:

- Member of Risk and Business Continuity Committee (RBCC) PT XL Axiata Tbk
- Member of Cyber Security and Privacy Steering Committee PT XL Axiata Tbk
- Member of Human Capital Committee PT XL Axiata Tbk
- Commissioner of PT Princeton Digital Group Data Centres

He has no affiliation with members of the Board of Commissioners and Board of Directors, or with the Controlling Shareholders.

Trainings 2020

- Privacy Day, Jakarta, 28 January 2020.
- Ramadhan Technoburit - Our Future in 5G - Spectrum Strategy & Market Updates by Ericsson, Microsoft Teams, 8 May 2020.

- Training on the MACC (Malaysia Anti-Corruption Commission) Section 17A related to Anti Bribery Anti-Corruption by EY Malaysia, Microsoft Team, 16 July 2020.
- Expand Your Career with Mr. Gede - CI Dialog, Jakarta, 21 July 2020.
- Axiata Senior Leadership Forum, Jakarta, 26 August 2020.
- Training on General Overview on BOC Liability and the Impact of Section 17A MACC and Corporate Crime under Indonesian Law towards the Liability of XL's Commissioner by Corporate Secretary & Corporate Legal, Microsoft Team, 14 September 2020.
- Executive Influential Communication, Microsoft Teams, 21 December 2020.
- Leadership in New Normal by Robert E. Siegel (Lecturer in Management Stanford Graduate School of Business), 12 December 2020.
- Hyper-automation & AI by Juan Rio (Senior Managing Director Delta Partner), 12 December 2020.

DUTIES AND RESPONSIBILITIES OF THE BOARD OF DIRECTORS

Board of Directors Specific Responsibilities

Articles of Association Approvals, Registration and Gazetting

Submit XL Axiata Articles of Association and any amendments to them to the Ministry of Law & Human Rights for approval or registration and to the State Printer for gazetting.

Share Registry

Create and maintain (or appoint a Share Registrar to do so) a registry of shares recording: (a) name and address of all Shareholders; (b) the sum, number, and date of acquisition of the shares or collective share certificates; (c) name and address of pledge of company's shares; (d) any other important information.

Special Share Registry

Create and maintain a special registry containing the share ownership and business relations of the Board of Directors, the Board of Commissioners and their respective families in XL Axiata and the date (s) those shares were acquired.

Corporate Documents

Maintain all important list, registries and corporate documents, including resolutions, minutes of GMS, Board of Directors, Board of Commissioners meetings within XL Axiata domicile and provide Shareholders' access to them as required by laws.

Corporate Accounts

Maintain all corporate accounts and financial documents in accordance with accounting standards and provide Shareholders' access to them as required by law and Articles of Association.

Annual Report

Within 5 months of fiscal year end, prepare annual report which at least includes: (a) financial statements that contains the data for the latest financial year and the financial year immediately prior to it (including a profit and loss statement, cash flows, any equity changes, and any other relevant data); (b) XL Axiata activity report; (c) a corporate social responsibility statement; (d) any incidents that occurred which may impact on XL Axiata activities; (e) a report from the Board of Commissioners on their supervisory activities over the previous financial year; (f) the names of all Board of Directors, Board of Commissioners members; and (g) any salary or honorarium payments made to the members of the Board of Commissioners and Board of Directors.

Board of Directors Meetings

Convene meetings as per prevailing regulations.

Business Plan

Provide the Board of Commissioners for approval of XL Axiata business plan and budget no later than 60 days prior to the close of fiscal year, failing of which the previous years' business plan shall apply.

SCOPE OF RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS

Dian Siswarini President Director	Responsible for coordinating all Company's operational activities, including overseeing overall management, also compliance with law and regulations, as well as supervising the Corporate Office Directorate, Enterprise Business Directorate, and Human Capital Groups.
Budi Pramantika Director	Responsible to supervise the Finance Directorate including to manage and control the Company's business plan and its execution relating to budgeting, treasury, procurement and logistics, accounting activity, including the preparation of financial statements, taxes, and financial management, as well as to control the activity of XL Axiata investor relations, lease management and facilities.
Yessie D. Yosetya Director	Responsible to supervise Information Directorate in which include Information Technology, Service Operations, Enterprise Planning & Architecture, Enterprise Data Management, Technology Security, Digital Touchpoint, and IT Transformation.
David Arcelus Oses Director	Responsible to supervise Commercial Directorate in which include the commercial strategy and development of plan and activities relating to marketing, sales, analytics, and customer service to drive business growth and client acquisition and also making sure that all functions of the organization are aligned to meet its strategic commercial objectives.
Abhijit Navalekar Director	Responsible to supervise Corporate Strategy and Business Development Directorate in which include Corporate Strategy, Home Business, Business Process Management, and Strategic Partnership. This shall include to determine the business strategy and monitor the agreed implementation, and also responsible for business incubation and strategic partnership in alignment with overall company strategy.
I Gede Darmayusa Director	Responsible to supervise Technology Directorate in which include acquiring new technology and define Strategy adoption, allocating and managing capex for company initiatives, Planning and Optimizing Radio and Transport, building capacity and resiliency of Core Network & IT Infrastructure, and managing all program through Program Management Office.

BOD CHARTER AND CODE OF ETHICS

XL Axiata has a Work Guideline and Code of Ethics for the BOD namely the Board Manual. The Board Manual serves as a guideline for members of the BOD to maintain professional and productive work relationship and efficiency in carrying out their duties.

The Board Manual includes the following elaboration:

- Criteria and composition.
- Duties and responsibilities.
- Ethics work includes arrangements for conflicts of interest, confidentiality of Company documents and compliance with applicable regulations.
- Procedures for procuring meetings include the quorum of the meeting and the right to vote.
- Remuneration.
- Distribution of authority.

BOD REQUIREMENT AND APPOINTMENT POLICY

The appointment policy of the XL Axiata BOD is regulated in the Senior Executive Nomination Policy. The BOD candidates as proposed by

Shareholders and/or Minority Shareholders are conveyed to the XL Nominating and Remuneration Committee through the Corporate Secretary.

The Nominating and Remuneration Committee will further review the nomination proposal in the Nominating and Remuneration Committee Meeting to ensure the fulfillment of candidates' requirements, qualifications as well as background to be submitted to the GMS for approval purpose.

The requirement as well as qualification of BOD members of XL Axiata refer to POJK No. 33/POJK.04/2014 and the Company's need including the diversity of skills and total composition of the BOD.

POLICY ON RESIGNATION OF BOD

The BOD resignation policy is regulated in the Company's Articles of Association and the Board Manual where respective member of the BOD must submit their resignation through formal written notification to the Company. The formal resignation letter must be addressed to the NRC and submit a copy of the resignation letter to

the BOD and Corporate Secretary. Furthermore, the Company will hold a GMS to decide on the resignation submitted.

Aside from the abovementioned voluntary resignation, the terms of office of BOD member shall be automatically ended upon the following conditions:

- If he/she is involved in a civil, criminal, monetary crime and/or other dispute in a judiciary institution and/or arbitration institution whether in Indonesia or a foreign country, or an administrative dispute with an authorized government institution including any dispute in relation to manpower/industrial matters.
- Passed away.
- Not re-appointed upon the conclusion of terms of office.
- Dismissed by the GMS.
- Declared bankrupt or insolvent based on court decision.
- No longer qualified by the prevailing laws and regulations.

The BOC also has the authority to decide a Suspension to member of the BOD. The respective BOD member who suspended is not able to perform his/her obligation to the Company until the end of suspension period or revoked by the GMS. Any suspension of BOD has to be based on BOC resolution and notified to respective BOD members through formal letter. Further the BOC shall convene a GMS to either revoke or affirm the suspension.

POLICY AND IMPLEMENTATION OF MEETING OF THE BOARD OF DIRECTORS

In general, the BOD Meeting Policy is as follows:

- The schedule of the BOD meeting is determined by the Corporate Secretary.
- The BOD meeting is chaired by the President Director. In the event that the President Director is not present, each Director appointed by a member of the present members of BOD can be the Chairman.
- In the event that a Director cannot be present at the BOD meeting, the respective Director may authorize proxy to another Director. A Director can only be a proxy for one (1) other Director.
- The BOD meeting can make a valid decision in the presence of at least half of the BOD members or their proxies present at the meeting.
- BOD minutes of meeting must be prepared as documentation of decisions made at the meeting. The minutes must be prepared by an executive (can be done by a Director or other executive, for example a Corporate Secretary) who is present at the meeting and appointed by the chairman. The Minutes must also be signed by all Directors present at the meeting to ensure accuracy.
- The BOD can also make decisions without conducting a Meeting, however the decision must be approved and signed in one or more documents through facsimile, email or other written communication methods. Circular decisions will have.

In 2020, XL Axiata BOD has convened 63 Meetings as follows:

No.	Date	Agenda	Dian Siswarini	Moh. Adlan bin Ahmad Tajudin	Yessie D. Yo-setya	Abhijit Naval-ekar	Allan Bonke	David Arcelus Oses	Budi Pramanika	I Gede Darmayusa
1	07-Jan-20	Strategic Discussion	Yes	Yes	Yes	Yes	Yes	Not yet appointed as Member		
		Company Full Year Performance Review								
2	14-Jan-20	Strategic Discussion	Yes	Yes	Yes	Yes	Yes	Not yet appointed as Member		
		Discussion on the Company Long Term Incentive								
3	21-Jan-20	Strategic Discussion	Yes	Yes	Yes	Yes	Absent	Not yet appointed as Member		
		Discussion on Commercial								
		Discussion on Technology								

No.	Date	Agenda	Dian Siswarini	Moh. Adlan bin Ahmad Tajudin	Yessie D. Yo-setya	Abhijit Naval-ekar	Allan Bonke	David Arcelus Oses	Budi Pramanika	I Gede Darmay-usa
4	28-Jan-20	Strategic Discussion	Yes	Yes	Yes	Yes	Yes	Not yet appointed as Member		
		Corporate Scorecard Discussion								
		Discussion on Digital Transformation								
5	04-Feb-20	Strategic Discussion	Yes	Yes	Yes	Yes	Yes	Not yet appointed as Member		
		Discussion on Network								
6	11-Feb-20	Discussion on Human Resources Development	Yes	Yes	Yes	Yes	Yes	Not yet appointed as Member		
		Discussion on Commercial								
		2020 Company Monthly Performance Review								
7	18-Feb-20	Discussion on Human Resources	Yes	Yes	Yes	Yes	Yes	Not yet appointed as Member		
		Discussion on Commercial								
		Strategic Discussion								
8	25-Feb-20	Discussion on Commercial	Yes	Yes	Yes	Yes	Yes	Not yet appointed as Member		
		Discussion on Technology								
		Strategic Discussion								
9	03-Mar-20	Discussion on Commercial	Yes	Yes	Yes	Yes	Yes	Not yet appointed as Member		
		Discussion on Budget								
		Discussion on Corona Virus and Mitigation Plan								
10	10-Mar-20	Strategic Discussion	Yes	Yes	Yes	Yes	Yes	Not yet appointed as Member		
		2020 Company Monthly Performance Review								
		Discussion on Corona Virus and Mitigation Plan								
11	17-Mar-20	Strategic Discussion	Yes	Yes	Yes	Yes	Yes	Not yet appointed as Member		
		Discussion on Technology								
		Discussion on Network								
		Discussion on Commercial								

No.	Date	Agenda	Dian Siswarini	Moh. Adlan bin Ahmad Tajudin	Yessie D. Yoesya	Abhijit Naval-ekar	Allan Bonke	David Arcelus Oses	Budi Pramanika	I Gede Darmay-usa
12	24-Mar-20	Discussion on Commercial	Yes	Yes	Yes	Yes	Yes	Not yet appointed as Member		
		Discussion on Crisis Management Plan								
		Discussion on Implementation Electronic AGMS								
13	26-Mar-20	Strategic Discussion	Yes	Yes	Yes	Yes	Yes	Not yet appointed as Member		
14	31-Mar-20	Discussion on Corona Virus and Mitigation Plan	Yes	Yes	Yes	Yes	Yes	Not yet appointed as Member		
		Discussion on Commercial								
15	07-Apr-20	Discussion on Technology	Yes	Yes	Absent	Yes	Yes	Not yet appointed as Member		
		Discussion on CSR for Covid-19								
16	14-Apr-20	Strategic Discussion	Yes	Yes	Yes	Yes	Yes	Not yet appointed as Member		
		2020 Company Monthly Performance Review								
		Discussion on Technology								
17	17-Apr-20	Discussion on Technology	Yes	Yes	Yes	Yes	Yes	Not yet appointed as Member		
18	21-Apr-20	Strategic Discussion	Yes	Yes	Yes	Yes	Yes	Not yet appointed as Member		
		Discussion on Commercial								
19	28-Apr-20	Strategic Discussion	Yes	Yes	Yes	Yes	Yes	Not yet appointed as Member		
		Discussion on Technology								
		Discussion on Human Resources								
20	04-May-20	Operational Financial Discussion	Yes	Yes	Yes	Yes	Absent	Not yet appointed as Member		
21	05-May-20	Strategic Discussion	Yes	Yes	Yes	Yes	Absent	Not yet appointed as Member		
		Discussion on Preparation Joint BOC BOD Meeting								
		Discussion on Corona Virus and Mitigation Plan								
22	12-May-20	Discussion on Technology	Yes	Yes	Yes	Yes	Absent	Not yet appointed as Member		
		2020 Company Monthly Performance Review								
		Discussion on Commercial								

No.	Date	Agenda	Dian Sis-warini	Moh. Adlan bin Ahmad Tajudin	Yessie D. Yo-setya	Abhijit Naval-ekar	Allan Bonke	David Arcelus Oses	Budi Pra-mantika	I Gede Darmay-usa
23	19-May-20	Strategic Discussion	Yes	Yes	Yes	Yes	No longer served as Member	Yes	Not yet appointed as Member	
		Discussion on Commercial								
24	27-May-20	Strategic Discussion	Yes	Yes	Yes	Yes	No longer served as Member	Yes	Not yet appointed as Member	
		Discussion on Commercial								
25	02-Jun-20	Strategic Discussion	Yes	Yes	Yes	Yes	No longer served as Member	Yes	Not yet appointed as Member	
		Discussion on Corona Virus and Mitigation Plan								
26	09-Jun-20	Discussion on Technology	Yes	Yes	Yes	Yes	No longer served as Member	Yes	Not yet appointed as Member	
		2020 Company Monthly Performance Review								
27	16-Jun-20	Discussion on the Company Long Term Incentive	Yes	Yes	Yes	Yes	No longer served as Member	Yes	Not yet appointed as Member	
		Strategic Discussion								
		Discussion on Commercial								
28	19-Jun-20	Discussion on Company Transformation	Yes	Yes	Yes	Yes	No longer served as Member	Yes	Not yet appointed as Member	
		Strategic Discussion								
29	24-Jun-20	Discussion on Technology	Yes	Yes	Yes	Yes	No longer served as Member	Yes	Not yet appointed as Member	
		Discussion on Company Transformation								
		Discussion on Commercial								
		Extraordinary General Meeting of Shareholders Preparation								
30	30-Jun-20	Strategic Discussion	Yes	Yes	Yes	Yes	No longer served as Member	Yes	Not yet appointed as Member	
		Discussion on Technology								
31	07-Jul-20	Discussion on Commercial	Yes	Yes	Yes	Yes	No longer served as Member	Yes	Not yet appointed as Member	
		Data Governance Discussion								
		Strategic Discussion								
		2020 Company Monthly Performance Review								

No.	Date	Agenda	Dian Siswarini	Moh. Adlan bin Ahmad Tajudin	Yessie D. Yo-setya	Abhijit Naval-ekar	Allan Bonke	David Arcelus Oses	Budi Pramantika	I Gede Darmay-usa
32	14-Jul-20	Strategic Discussion	Yes	Yes	Yes	Yes	No longer served as Member	Yes	Not yet appointed as Member	
		Discussion on Network								
		Discussion on Commercial								
33	21-Jul-20	Discussion on Commercial	Yes	Yes	Yes	Yes	No longer served as Member	Yes	Not yet appointed as Member	
		Operational Financial Discussion								
		Strategic Discussion								
34	28-Jul-20	Strategic Discussion	Yes	Yes	Yes	Yes	No longer served as Member	Yes	Not yet appointed as Member	
		Discussion on Preparation Joint BOC BOD Meeting								
		Discussion on Network								
35	04-Aug-20	Discussion on Anti Corruption and Bribery Policy	Yes	Yes	Yes	Yes	No longer served as Member	Yes	Not yet appointed as Member	
		Strategic Discussion								
36	11-Aug-20	Discussion on Commercial	Yes	Yes	Yes	Yes	No longer served as Member	Yes	Not yet appointed as Member	
		Discussion on Network								
		2020 Company Monthly Performance Review								
		Discussion on Data Governance								
37	18-Aug-20	Discussion on Commercial	Yes	Yes	Yes	Yes	No longer served as Member	Yes	Not yet appointed as Member	
		Discussion on Company Transformation								
38	25-Aug-20	Discussion on Commercial	Yes	Yes	Yes	Yes	No longer served as Member	Yes	Not yet appointed as Member	
		Discussion on Network								
		Strategic Discussion								
39	01-Sep-20	Business Plan 2021 Preparation Discussion	Absent	Yes	Yes	Yes	No longer served as Member	Yes	Not yet appointed as Member	
		Discussion on Anti Corruption and Bribery Policy								
		Discussion on Commercial								
40	02-Sep-20	Strategic Discussion	Absent	Yes	Yes	Yes	No longer served as Member	Yes	Not yet appointed as Member	

No.	Date	Agenda	Dian Siswarini	Moh. Adlan bin Ahmad Tajudin	Yessie D. Yo-setya	Abhijit Naval-ekar	Allan Bonke	David Arcelus Oses	Budi Pramanika	I Gede Darmayusa
41	08-Sep-20	Business Plan 2021 Preparation Discussion	Absent	Yes	Yes	Yes	No longer served as Member	Yes	Not yet appointed as Member	
		Discussion on Commercial								
		Discussion on Network								
42	09-Sep-20	Business Plan 2021 Preparation Discussion	Yes	Yes	Yes	Yes	No longer served as Member	Yes	Not yet appointed as Member	
43	15-Sep-20	2020 Company Monthly Performance Review	Yes	Yes	Yes	Yes	No longer served as Member	Yes	Not yet appointed as Member	
		Discussion on Preparation Integrated Annual Report 2020								
		Discussion on Anti Corruption and Bribery Policy								
44	17-Sep-20	Business Plan 2021 Preparation Discussion	Yes	Yes	Yes	Yes	No longer served as Member	Yes	Not yet appointed as Member	
45	23-Sep-20	Business Plan 2021 Preparation Discussion	Absent	Yes	Yes	Yes	No longer served as Member	Yes	Not yet appointed as Member	
		Discussion on Technology								
		Data Governance Discussion								
46	29-Sep-20	Discussion on Network	Yes	Yes	Yes	Yes	No longer served as Member	Yes	Not yet appointed as Member	
		Discussion on Commercial								
		Strategic Discussion								
47	06-Oct-20	Business Plan 2021 Preparation Discussion	Yes	Yes	Yes	Yes	No longer served as Member	Yes	Not yet appointed as Member	
		Data Governance Discussion								
		Discussion on Commercial								
48	13-Oct-20	2020 Company Monthly Performance Review	Yes	Yes	Yes	Yes	No longer served as Member	Yes	Not yet appointed as Member	
		Business Plan 2021 Preparation Discussion								
		Discussion on Anti Corruption and Bribery Policy								

No.	Date	Agenda	Dian Siswarini	Moh. Adlan bin Ahmad Tajudin	Yessie D. Yo-setya	Abhijit Naval-ekar	Allan Bonke	David Arcelus Oses	Budi Pramanika	I Gede Darmay-usa
49	20-Oct-20	Strategic Discussion	Yes	Yes	Yes	Yes	No longer served as Member	Yes	Not yet appointed as Member	
		Discussion on Commercial								
		Discussion on Preparation Joint BOC BOD Meeting								
		Data Governance Discussion								
50	22-Oct-20	Strategic Discussion	Yes	Yes	Yes	Yes	No longer served as Member	Yes	Not yet appointed as Member	
51	26-Oct-20	Strategic Discussion	Yes	Yes	Yes	Yes	No longer served as Member	Yes	Not yet appointed as Member	
52	28-Oct-20	Strategic Discussion	Yes	Yes	Yes	Yes	No longer served as Member	Yes	Not yet appointed as Member	
		Discussion on Preparation Joint BOC BOD Meeting								
		Discussion on Anti Corruption and Bribery Policy								
53	03-Nov-20	Discussion on Work Plan 2021	Yes	No longer served as Member	Yes	Yes	No longer served as Member	Yes	Yes	Not yet appointed as Member
		Discussion on Enterprise								
		Data Governance Discussion								
		Strategic Discussion								
54	10-Nov-20	2020 Company Monthly Performance Review	Yes	No longer served as Member	Yes	Yes	No longer served as Member	Yes	Yes	Yes
		Discussion on Technology								
		ABAC Discussion								
		Discussion on Business Plan 2021								
55	17-Nov-20	Strategic Discussion	Yes	No longer served as Member	Yes	Yes	No longer served as Member	Yes	Yes	Yes
		Discussion on Network								
		Discussion on Omnibus Law								
		Discussion on Meeting schedule plan 2021-2022								
		Strategic Discussion								
		Data Governance Discussion								
		Strategic Discussion								

No.	Date	Agenda	Dian Siswarini	Moh. Adlan bin Ahmad Tajudin	Yessie D. Yo-setya	Abhijit Naval-ekar	Allan Bonke	David Arcelus Oses	Budi Pramanika	I Gede Darmay-usa
56	19-Nov-20	Discussion on Enterprise	Yes	No longer served as Member	Yes	Yes	No longer served as Member	Yes	Yes	Yes
57	27-Nov-20	Discussion on Network	Yes	No longer served as Member	Yes	Yes	No longer served as Member	Yes	Yes	Yes
58	24-Nov-20	Strategic Discussion	Yes	No longer served as Member	Yes	Yes	No longer served as Member	Yes	Yes	Yes
		Discussion on Risk Business Continuity Committee Terms of Reference								
		ABAC Discussion								
59	01-Dec-20	Strategic Discussion	Yes	No longer served as Member	Yes	Yes	No longer served as Member	Yes	Yes	Yes
		Discussion on Technology								
		Discussion on Finance								
		Discussion on Company Scorecard								
		Data Governance Discussion								
60	08-Dec-20	Strategic Discussion	Yes	No longer served as Member	Yes	Yes	No longer served as Member	Yes	Yes	Yes
		Discussion on Network								
		2020 Company Monthly Performance Review								
		Discussion on Company Governance								
		ABAC Discussion								
61	15-Dec-20	Strategic Discussion	Yes	No longer served as Member	Yes	Yes	No longer served as Member	Yes	Yes	Yes
62	15-Dec-20	Discussion on Commercial	Yes	No longer served as Member	Yes	Yes	No longer served as Member	Yes	Yes	Yes
		Discussion on Company's Finance Policy								
		Discussion on Privacy Data and Information Security	Yes	No longer served as Member	Yes	Yes	No longer served as Member	Yes	Yes	Yes
		Data Governance Discussion								
		Discussion on Business Plan 2021								

No.	Date	Agenda	Dian Siswarini	Moh. Adlan bin Ahmad Tajudin	Yessie D. Yoesetya	Abhijit Naval-ekar	Allan Bonke	David Arcelus Oses	Budi Pramanika	I Gede Darmayusa
63	22-Dec-20	Discussion on Finance	Yes	No longer served as Member	Yes	Absent	No longer served as Member	Absent	Yes	Yes
		Strategic Discussion								
		Discussion on Commercial								
		ABAC Discussion								
		Discussion on Business Plan 2021								
Total Attendance during 2020			59/63	52/53	62/63	62/63	18/22	40/41	11/11	10/10
Percentage of Attendance during 2020			94%	98%	98%	98%	82%	98%	100%	100%

Disclosure of BOD Circulars

Date	Subject
29-Apr-2020	Segregation of Duties
18-May-2020	Segregation of Duties
20-May-2020	Additional Capex
29-Jun-2020	USO
01-Nov-2020	New Segregation of Duties
04-Nov-2020	Delegation of Authority due to Force Majeure
30-Nov-2020	Financial Limit of Authority
18-Dec-2020	Whistleblowing Policy
30-Dec-2020	FOMT Settlement Proposal

POLICY ON BOARD OF DIRECTORS' PERFORMANCE ASSESSMENT

Assessment by the Nominating and Remuneration Committee

Performance assessment of each member of the Board of Directors is carried out by the Nominating and Remuneration Committee based on the achievement of the Key Performance Indicator (KPI) with the Company's achievements and certain targets (if any).

In a collegial manner the performance of the BOD is reported in the GMS. The GMS then provides full release and discharge (acquit et decharge) to the Board of Directors for the management of the company during Year.

Self Assessment

In 2020 XL Axiata held a self assessment to the BOC and BOD which included Board Effectiveness, peer-to-peer assessment with fellow members of the BOD and Cross Board Assessments with each member of the BOC. The assessment includes understanding the roles, duties and responsibilities as well as evaluating the Company's GCG. The assessment results will be

used as recommendations for the Company's GCG improvements and as one of the basic considerations of the respective BOD member to be reappointed.

- **Assessor**
The party carrying out the Assessment is Nominating & Remuneration Committee.
- **Assessment Method**
The Assessment Method is carried out through a questionnaire by the Board of Directors that must be filled in by each member of the Board of Commissioners.
- **Rating result**
The BOC and BOD of the Company as organs of the Company have carried out their duties and responsibilities in accordance with applicable regulations including the Articles of Association

Performance Assessment on Committees Under BOD

The BOD, in carrying out its duties is assisted the Risk and Business Continuity Committee and Information Technology Committee.

The BOD considered the Committee had carried out the duties properly and optimally during 2020. This assessment is based on the submitted periodic reports, input and recommendation on matters within the scope of the BOD duties and the implementation of the duties of the Committee and as disclosed in this Annual Report.

Director Succession Policy

The XL Axiata Director Succession Policy stipulates that candidates will get a series of self-development related to their work and personal development through training as well as team working system to solve certain issues.

The XL Axiata Nominating and Remuneration Committee has an important role in nominating the Director candidate. A Director can also appoint XL internal employees as successor including internal employees included in the XL Axiata Talent Pool. Candidates for the Director's succession will be reviewed periodically through an internal panel system and an independent third party assessment to assess their competence.

Appointment of a candidate Director will refer to the procedure and provisions stipulated in the Nomination Policy by taking into account on prevailing laws and regulations on the appointment of a Director

LOANS POLICY FOR THE BOARD OF COMMISSIONERS & BOARD OF DIRECTORS

XL Axiata Remuneration Policy for Senior Executive forbids personal loan to members of the Board of Directors and the Board of commissioners.

OWNERSHIP AND TRANSACTION OF COMPANY'S SHARES BY MEMBER OF THE BOARD OF COMMISSIONERS AND THE BOARD OF DIRECTORS

Based on Policy on Share Ownership by the BOD and BOC which was enacted by the BOD on 16 August 2016, each BOC and BOD member of XL Axiata must periodically disclose the share ownership of the Company or other company by himself or his family through a Special Register of Shareholder which is distributed and kept by the Corporate Secretary Division.

In accordance with the Policy on Share Ownership by the Board of Commissioners and Board of Directors, every sale and purchase of the Company's shares by each member of the BOC and BOD must be notified to the Corporate Secretary to be further reported to the Financial Services Authority based Financial Services

Authority Regulation No.11/POJK.04/2017 Regarding Ownership Reports or Any Change in Public Company Share Ownership.

Ownership and Transaction of Company Shares by the BOD and BOC Members

As of December 31, 2020, the ownership of XL Axiata members of the BOD is as disclosed on Chapter Corporate Data of this Annual Report.

BOC AND BOD INDUCTION PROGRAM

XL Axiata held an Induction Program for each newly appointed member of BOC and BOD of the Company. The Induction Program is organized by the Corporate Secretary in the form of presentation on the Company's fundamental matters as follows:

1. The Company's strategy, which includes business plans, branding, and technology and networks.
2. Presentation of Governance includes:
 - Duties, responsibilities and authorities as members of the Board of Directors and / or the Board of Commissioners.
 - Policies related to governance.

Information Technology Committee

The Board of Directors established the Information Technology Committee (“IT Committee”) in September 2012 to support the business plan and XL AXIATA strategic roadmap in particular to the scope of information technology.

Composition and Profile

The membership tenure of IT Committee follows the tenure of BOD unless resolved otherwise based on BOD decision.

As of 31 December 2020, the membership of IT Committee is as follows:

- Yessie D. Yosetya, Chairman
- Dian Siswarini, Member
- David Arcelus Oses, Member
- Budi Pramantika, Member
- Abhijit J. Navalekar, Member
- I Gede Darmayusa, Member

Profile of Committee members as disclosed in the sub chapter of Board of Directors Profile in this Annual Report.

Duties and Responsibilities

The IT Committee is mandated to ensure the alignment of information technology strategic plan with the XL AXIATA business plan in accordance to the prevailing laws and regulations.

The IT Committee shall ensure that every resolution and recommendation by the Committee will comply the following aspects:

- Able to deliver the future information technology and digitalization in order to compete and distribute profit for XL AXIATA.
- Align with the XL AXIATA Axiata’s strategic roadmap, especially on information technology investment.

IT Committee Meeting Implementation

In 2020 the IT Committee has held 10 (ten) meetings as follows:

To achieve these objectives, the Information Technology Committee has the following duties and responsibilities:

1. To discuss and evaluate strategic Roadmap on information technology to support the vision in creating the XL AXIATA values, including to audit of selection of technology and trade-offs aligned with the overall Company strategy, Network and IT Master Plan, including and not limited to:
 - IT Architecture (Applications, Data, Infrastructure)
 - IT strategic plans
2. To discuss innovation projects from the information technology perspectives, to present potential of creation of value and relevant risks, prior to the submission to the relevant Director for approval.
3. To discuss and review future technology innovation and to report the assessment results on the potential impact of disruption to the network and/or IT Roadmap, as well as the overall strategy of XL AXIATA.
4. To compile request for solutions from business units/ stakeholders, and to ensure the alignment with the overall strategy of XL AXIATA.

IT Committee Charter

In performing its duties, the IT Committee has a Working Guidelines (Terms of Reference) that regulates among others the duties and authorities of the Committee as well as the policy of the Committee Meetings.

Independency of Committee

The IT Committee carries out professional and independent duties and responsibilities, without any interference from any parties and shall aligned with the prevailing laws and regulations.

CORPORATE GOVERNANCE

No.	Date	Agenda	Dian Siswarini	Moh. Adlan bin Ahmad Tajudin	Yessie D. Yoesetya	Ab-hijit Navalekar	Allan Bonke	David Arcelus Oses	I Gede Darmayusa	Budi Pramantika
1	28 Feb 2020 15.00-16.15	A. [OE6.2.1 – Innovation (35% Sales via Own Channel in 2020)] 1. Project Charter Ratification 2. Touchpoint 3. API Micro Services 4. BSS Modernization/Transformation B. Analytics [OE6.2.2 – Double the Productivity] 1. Project Charter Ratification 2. Enterprise Support System (ESS) 1. Artificial Intelligence Operations (Zero Touch) C. [OE6.2.3 – Trusted Digital Provider] 1. Project Charter Ratification 2. Security 3. Privacy 4. Data Governance	Yes	Yes	Yes	No	Yes	Not yet serves as BOD	Not yet serves as BOD	Not yet serves as BOD
2	31 Mar 2020 14.00-15.05	1. Action Log Update 2. Innovation (35% Sales via Own Channel in 2020) 3. Double the Productivity 4. Trusted Digital Provider 5. Agile development in WFH 6. Accelerated digitalisation fuelled by WFH 7. City Level Regionalization	Yes	Yes	Yes	Yes	Yes	Not yet serves as BOD	Not yet serves as BOD	Not yet serves as BOD
3	28 Apr 2020 15.00-16.30	1. Action Log Update 2. Innovation (35% Sales via Own Channel in 2020) 3. Double the Productivity 4. Trusted Digital Provider 5. Dynamic Pricing 6. New Stuff for Home & Enterprise	Yes	Yes	Yes	Yes	Yes	Not yet serves as BOD	Not yet serves as BOD	Not yet serves as BOD
4	28 May 2020 09.00-10.00	1. Action Log Update 2. IDEX pro, the XL Modernized Channel & Distribution 3. Get Better Plans for Commercial Touchpoints: myXL, Axisnet, siDompul 4. Innovation (35% Sales via Own Channel in 2020) 5. Double the Productivity 6. Trusted Digital Provider	Yes	Yes	Yes	Yes	No longer served as BOD	Yes	Not yet serves as BOD	Not yet serves as BOD

No.	Date	Agenda	Dian Sis-warini	Moh. Ad-lan bin Ahmad Tajudin	Yessie D. Yo-setya	Ab-hijit Nav-alekar	Allan Bonke	David Arcelus Oses	I Gede Darmay-usa	Budi Pra-manti-ka
5	25 Jun 2020 09.00-10.00	1. Action Log Update 2. Post-Evaluation Business Case: IdexPro & Coupa 3. Double the Productivity: Zero Touch Ops 4. 75% Sales via Own Channel by 2022 - The Plan	Yes	Yes	Yes	Yes	No longer served as BOD	Yes	Not yet serves as BOD	Not yet serves as BOD
6	30 Jul 2020 09.00-10.40	1. OE6.2.1 - Innovation (35% Sales via Own Channel in 2020) 2. IT NPS Results 3. OE6.2.2 - Double the Productivity	Yes	No	Yes	Yes	No longer served as BOD	Yes	Not yet serves as BOD	Not yet serves as BOD
7	27 Aug 2020 11.00-12.00	1. NPS Update 2. OE6.1 - Innovation (35% Sales by Own Channel by 2020)	Yes	No	Yes	Yes	No longer served as BOD	Yes	Not yet serves as BOD	Not yet serves as BOD
8	30 Sept 2020 14.00-15.10	1. Action Log 2. Customer Contact Center Transformation • Assisted Digital Care Channel Improvement of Maya • Key Business Objective of Digital Transformation 3. SAP Update • Where we are and lesson learned 4. Business benefit Streams Updates • Innovation - 35% Sales via Own Channel by 2020 • Trusted Digital Provider • Double the Productivity (offline update) 5. NPS Update (offline update)	Yes	No	Yes	Yes	No longer served as BOD	Yes	Not yet serves as BOD	Not yet serves as BOD
9	30 Oct 2020 09.00-10.10	1. NPS Update 2. Innovation - 35% Sales via Own Channel by 2020 3. Double the Productivity 4. Trusted Digital Provider	Yes	No	Yes	Yes	No longer served as BOC	No	Not yet serves as BOD	Not yet serves as BOD
10	26 Nov 2020 09.00-10.15	1. Trusted Digital Provider 2. SDP 3. IT NPS Update	Yes	No longer served as BOC	Yes	Yes	No longer served as BOC	No	Yes	Yes
MEETING PERCENTAGE			(9/10) 90%	(6/9) 67%	(10/10) 100%	(9/10) 90%	(3/3) 100%	(5/7) 71%	(1/1) 100%	(1/1) 100%

IT Committee Duties Implementation in 2020

Throughout 2020, IT Committee has fulfilled all of its duties and responsibilities. Particularly, the committee has implemented the Operational Excellence programs in 2020, including but not limited to:

- Increase 75% sales through Own Channel in 2025.
- Increase 35% sales through Own Channel in 2025.
- Increase productivity through ESS & AI Ops.
- Become the most trusted digital provider with privacy and data governance.
- Monitoring of programs implementation periodically.

Risk Management and Business Continuity Committee

The Risk Management and Business Continuity Committee ("RBCC") was established by XL Axiata Board of Directors ("BOD") on 7 May 2013, pursuant to the Decree of BOD Meeting No. 47/20 dated 24 November 2017.

Membership and Tenure

The membership tenure of RBCC follows the tenure of BOD unless resolved otherwise based on BOD decision.

Membership of RBCC as of 31 Desember 2020 is as follows: Abhijit J. Navalekar, Chairman

- Dian Siswarini, Member
- Budi Pramantika, Member
- Yessie D. Yosetya, Member
- David Arcelus Oses, Member
- I Gede Darmayusa, Member
- Rudy Afandi, Member
- Marwan Oemar Baasir, Member
- Yofie, Member

PROFILE OF RBC COMMITTEE

The Profiles of RBCC Members are presented in the sub chapter BOD Profile and Risk & Compliance Profile in this Integrated Annual Report.

Marwan Oemar Baasir*) | Committee Member

51 years old, Indonesian Citizen

Appointment Basis

Decision of BOD Meeting No. 47/20 dated 24 November 2020.

Educational Background

He earned Master of Law from Gadjah Mada University, Indonesia (2015 - 2017), Bachelors' Degree in Electronic Engineering from National Institute of Science and Technology (ISTN), Indonesia (1992)

Multiple Board Membership: -

Professional Experience

PT XL Axiata Tbk

- Chief of Corporate Affairs (2020 - present)

- Group Head of Regulatory & Government Relation (2014-2020)
- Head of Regulatory & Government Relation (2012-2014)
- PT Bakrie Telecom Tbk
- Executive Vice President External Relation & Business Development (2011-2012)
- Vice President Business Development (2008 - 2011).

Training/ Education in 2020

- Axiata AXcelerator Group Talent Development Program (2020)
- Axiata Privacy Program (2020)
- Axiata Anti-Bribery & Anti-Corruption Awareness Training (2020)
- XL Axiata ABAC Workshop (2020)

*joining as RBCC member since 24 November 2020.

Yofie*) | Committee Member

38 years old, Indonesian Citizen

Appointment Basis

Decision of BOD Meeting No. 47/20 dated 24 November 2017.

Educational Background

He earned Master of Business Administration from University of Technology Sydney, Australia (2009

- 2011) and Bachelor's Degree in Economics from University of Indonesia (2000 - 2004)

Multiple Board Membership: -

Professional Experience

PT XL Axiata Tbk

- Group Head Risk and Compliance (July 2020 - present)

- Head Strategic Project (Sep 2018 – June 2020)
- Strategic Project Leader (Nov 2016 – Aug 2018)
PT Renoir Consulting Indonesia
- Management Consultant (Oct 2011 – Oct 2016)

Training/Education in 2020

ISO 31000 ERM Fundamental – CRMS (Dec 2020)
Certification:

Enterprise Risk Management Certified Professionals -
Enterprise Risk Management Academy (exp Dec 2022)

*joining as RBCC member since 24 November 2020.

Duties and Responsibilities

Since November 2020, the obligation scope of RBCC has been extended into supervise the effectiveness of Risk Management, implementation of Continuity Management, as well as Compliance including but not limited to the Compliance of Anti-Bribery Anti-Corruption policy in XL Axiata. The RBCC duties are elaborated as follows :

1. Duties related with Risk Management and Compliance :
 - Duties and responsibilities include areas of Enterprise Risk Management (including Business Continuity and Crisis Management), and Telecommunication Regulatory Compliance, which includes but not limited to requirements imposed by capital markets authority, Central Bank (e.g., AMLA, etc.), Local Authorities (e.g., site permits, health, and safety).
 - To ensure the Company adopts sound and effective policies, procedures, and practices for all its Risk and Compliance functions and ensure adequate testing to improve its resilience and preparedness for any eventualities.
 - To review and recommend the risk management and compliance methodologies, policies (including framework), and risk tolerance levels for the appropriate authority's approval in accordance with XL Axiata Limits of Authority.
 - To review and assess the adequacy of the governing policies, framework, and structure in place for managing risk and compliance as well as the extent to which these are operating effectively.
 - To ensure adequate infrastructure, resources, and systems are in place for effective risk and compliance management. These include ensuring that the staff responsible for implementing risk and compliance management systems perform their responsibilities independently of the risk-taking activities.
 - To ensure that all governance instruments are reviewed and updated continuously to reflect

changes in the operating environment.

2. Duties related with Business Continuity Management :
 - To set strategic objectives and Business Sustainability Management Policy of the Company to ensure business continuity in extraordinary events or crises, including the third party that directly involves in the effectiveness of Business Continuity Management.
 - To support and promote Business Continuity Management culture into every process and business activity of the Company.
 - To review and approve the adequacy of the Business Continuity Management framework, methodology, and procedures.
 - To set, monitor, and evaluate the effectiveness of Business Continuity Management implementation within all Divisions to support the Company strategy.
3. Reporting:
 - To ensure that ad-hoc/periodical reports on risk management implementation and/or Business Continuity implementation and/or Compliance implementation are submitted correctly and in timely manner in compliance with the prevailing rules or provisions to the Board Risk and Compliance Committee and/or Board of Audit Committee and/or Board of Commissioners and/or Regulators.

RBCC Charter

The RBCC has the Working Charter (RBCC Terms of Reference) which is used as the basis of the Committee's work with latest adjustment that have been approved by BOD Meeting No. 47/20 dated 24 November 2020.

Independency of Committee

The RBCC carries out professional and independent duties and responsibilities, without any interference from any parties and shall aligned with the prevailing laws and regulations.

RBCC Meeting Policy and Implementation

The RBCC Meeting Policy is regulated under the RBCC Terms of Reference which at least once in four months.

As of December 2020 the RBCC has held four (4) meetings as follows:

No.	Date	Agenda	Dian Siswarini (current member/ previous Chairman)	Mohamed Ad- lan bin Ahmad Tajudin *e)	Yessie D. Yosetya (current member)	Abhijit Nav- alekar (current Chairman g*)	
1	27-Jan-20	Ratification from previous RBCC MOM	Yes	Yes	Yes	Absent	
		Matters Arising from previous Meeting					
		Risk Management Assurance Update					
2	16-Apr-20 (CC via Teams)	Ratification from previous RBCC MOM	Yes	Yes	Yes	Yes	
		Matters Arising from previous Meeting					
		Risk Management Assurance Update					
3	9-Jul-20	Ratification from previous RBCC MOM	Yes	Yes	Yes	Yes (cc via Skype)	
		Matters Arising from previous Meeting					
		Risk Management Update					
		Business Continuity Management (BCM) Update					
		Weekly Status Update from Axiata Group Berhad					
4	7-Oct-20 (CC via Teams)	Ratification from previous RBCC MOM	Yes	Yes	Yes	Yes	
		Matters Arising from previous Meeting					
		Risk Management & Compliance Update					
		Business Continuity Management (BCM) Update					
Total Attendance during 2020			4/4	4/4	4/4	3/4	
Percentage of attendance during 2020			100%	100%	100%	100%	

*a) current member of RBCC since 18 May 2020 (appointment by the GMS 18 May 2020)

*b) current member of RBCC since 1 November 2020 (BP) and 4 November 2020 (IGD)

*c) serves as Group Head Risk & Compliance since 1 November 2020 and appointed as RBCC Member referring to the Terms of Reference of RBCC dated 24 November 2020 (YF)

*d) resigned from the Board of Directors position since GMS 18 May 2020 (AB)

*e) resigned from the Board of Directors position since 1 November 2020 (MAT)

*f) resigned from the position of Head of Internal Audit since 6 August 2020 (NI)

*g) appointed as RBCC Chairman referring to the Terms of Reference of RBCC dated 24 November 2020 (AN)

*h) serves as Chief Corporate Affairs since 1 November 2020 and appointed as RBCC Member referring to the Terms of Reference of RBCC dated 24 November 2020 (MOB)

Implementation of RBCC Duties in 2020

Establishment of Risk and Business Continuity Committee aims to oversee the implementation of enterprise risk management, business continuity of the Company as well as Compliance.

Until June 2020, the Committee is assisted by Risk Management & Advisory unit under the Division of Audit & Risk Management and since July 2020 onwards the Committee is assisted by Risk & Compliance Division in consolidating and escalation of risks that have been identified by business owners, including strategic risk, operational risk, financial risk and compliance risk.

	Allan Bonke *d)	Rudy Afandi (current member)	Novalita Imanuddin *f)	David Arcelus Oses *a) (current member)	Budi Pramanika *b) (current member)	I Gede Darmayusa *b) (current member)	Marwan Omar Baasir *h) (current member)	Yofie (R&C) *c) (current secretary)
	Yes	Absent*	Yes	n/a	n/a	n/a	n/a	n/a
	Yes	Yes	Yes	Yes *g)	n/a	n/a	n/a	n/a
	n/a	Yes	n/a	Yes	n/a	n/a	n/a	n/a
	n/a	Yes	n/a	Yes	n/a	n/a	n/a	Yes
	2/2 100%	3/4 71%	2/2 100%	3/3 100%	n/a n/a	n/a n/a	n/a n/a	1/1 100%

The risks that have been consolidated will then be discussed in the Risk and Business Continuity Committee Meeting to ratify the Key Company Risks and will oversee the implementation of mitigation in a quarterly basis.

The Committee also supervise the implementation of business continuity activities that have been planned. This Committee has been conducted initiatives to upgrade the Compliance level particularly to Anti-Bribery and Anti-Corruption Committee practices.

Human Capital Committee

The Human Capital Committee (HC Committee) was established by XL Axiata Board of Directors on 12 July 2019.

Membership And Profile

The membership tenure of HC Committee follows the tenure of the Board of Directors unless resolved otherwise based on the Board of Directors decision. The appointment basis of members of HC Committee is based on the Decision of BOD Meeting No. 20/19 dated 18 June 2019.

As of 31 December 2020, the membership of HC Committee is as follows:

- Rudy Afandi, Chairman
- Dian Siswarini, Member
- Budi Pramantika, Member
- Yessie D. Yosetya, Member
- David Arcelus Oses, Member
- Abhijit J. Navalekar, Member
- I Gede Darmayusa, Member

Profile of Committee members as disclosed in the sub chapter of Board of Directors Profile in this Annual Report.

Duties And Responsibilities

HC Committee shall be responsible for the following matters:

1. Organization Development
The Committee shall evaluate the business changes and its impact to the organization structure, propose partial changes and/or conduct an organization development process to cope with the business changes. The proposal shall be thoroughly analyzed in terms of costs, risks, and benefit that will be impacting the entire organization.
2. Manpower Planning (MPP)
The Committee shall evaluate the current MPP in the company and its productivity and proposal of any initiatives to increase labour productivity and efficiency to achieve business result through efficiency and/or retrenchment of resources. This includes Permanent/Contract employees and Outsource/ Manage Resources. The Committee shall evaluate and propose any strategy or initiatives to outsource one or more jobs/functions within directorate both for labour or service supply. The proposal shall be thoroughly analysed in terms of costs, risks, and benefits that will be impacting the entire organization.
3. Employee Reward and Benefits
The Committee shall propose the initiatives on employee rewards and benefits program to enhance employee motivation as well as the company's retention capability.
4. Performance Management
The Committee shall discuss the performance management activities to further operationalize the top- down decision from BOD meeting regarding the organization performance and how it is cascading into each directorate.
5. Talents Management
The Committee shall propose Talents Management Program which includes the identification, development and retention in facing the labour competition in the market.
6. Learning and Development
The Committee shall discuss the learning intervention plan for employees to equip the employees with critical capability for achieving business plan.
7. Corporate Culture
The Committee shall propose initiatives to support the implementation of companywide Corporate Culture program.
8. HC Policies
The Committee shall propose the new HR policies or to change and/or revise the existing ones to adjust and align with the changes of business and organization practices. Approval of HR policies shall be further tabled to the BOD for approval.
9. Other HC Matters
The Committee shall discuss any other HC matters not listed above as long as it is related to employee productivity and requiring the views of BOD members, including but not limited to: industrial relation, employer value proposition (EVP), employee engagement, and talent acquisition.

HC Committee Charter

HC Committee has the Working Charter (HC Committee Terms of Reference) which is used as the basis of the Committee's work with latest adjustment that have been signed on 28 June 2019.

Independency of Committee

HC Committee carries out professional and independent duties and responsibilities, without any interference from any parties and shall aligned with the prevailing laws and regulations.

HC Committee Meeting Policy And Implementation

The HC Committee Meeting Policy is regulated under the HC Committee Terms of Reference which at least once a month.

As of December 2020 the HC Committee has held 5 (five) meetings as follows:

No	Date	Agenda	Attendance								
			Dian Sis-warini	Mo-hamed Adlan bin Ahmad Tajudin	Allan Bonke	Yessie D. Yo-setya	Abhi-jit J. Naval-ekar	Rudy Afan-di	David Arcelus Oses	Budi Pra-man-tika	I Gede Dar-mayu-sa
1.	No. 01/20 on 9 Mar 2020	<ul style="list-style-type: none"> MPP Home Organization XL Vision 2022 	Yes	Yes	Yes	Yes	Yes	Yes	-	-	-
2.	No. 02/20 on 6 April 2020	<ul style="list-style-type: none"> New PMS OADP 	Yes	Yes	-	Yes	Yes	Yes	Yes	-	-
3.	No. 03/20 on 19 Jun 2020	<ul style="list-style-type: none"> Commercial Organization Competency Development Home Organization 	Yes	Yes	-	Yes	Yes	Yes	Yes	-	-
4.	No. 04/20 on 15 Sept 2020	<ul style="list-style-type: none"> HC Superapps MPP Performance H1 2020 	Yes	Yes	-	Yes	Yes	Yes	Yes	-	-
5.	No. 05/20 on 2 Dec 2020	<ul style="list-style-type: none"> LTI Conversion Organization Transformation New Ways of Working 	Yes	-	-	Yes	Yes	Yes	Yes	Yes	Yes
MEETING & PERCENTAGE			(5/5) 100%	(4/4) 100%	(1/1) 100%	(5/5) 100%	(5/5) 100%	(5/5) 100%	(4/4) 100%	(1/1) 100%	(1/1) 100%

Implementation of HC Committee Duties in 2020

The establishment of the HC Committee is meant to achieve the effectiveness of discussion of HR issues and to assist the BOD in their effective decision making process.

Most of the HC Committee are focusing on MPP initiatives, organization transformation, and the implementation of the new Performance Management System in 2020. The discussion consists of the update for organization structure in some division, deciding the interaction model in the new ways of working for adapting in the

pandemic situation and also the implementation of new Performance Management System and its conversion to our LTI program.

Other discussion related the new XL Vision 2022, Opco Accelerated Development Program, and related to HCIS regarding HC Superapps to improve human capital services for all XL employee.

Gift, Donation and Sponsorship Committee

The Gift, Donation and Sponsorship Committee (“GDSC”) of XL Axiata was established through the Board of Directors’ Decision No. 33/20 dated 18 August 2020, and is responsible to the Board of Directors (“BOD”).

GDSC Charter

The GDSC has a Charter in the form of Terms of Reference as working guideline and basis that has been effective based on the Approval of BOD Meeting No. 51/20 dated 22 December 2020.

Composition and Profile

As of December 31, 2020, the Company’s GDSC consists of a Chairman and three Committee members as follows:

- Budi Pramantika, Chairman
- David Arcelus Oses, Member
- Rudy Afandi, Member
- Marwan Oemar Baasir, Member
- Yofie, Member

The Profiles of GDSC Members are presented in the sub chapter BOD Profile and Nominating and Remuneration Committee Profile in this Integrated Annual Report.

The Purpose of GDSC

GDS Committee is established as a management committee to approve GDS Transactions in accordance to the approved Limits of Authority

(“LOA”). The GDSC shall also deliberate and update matters pertaining to the giving and receiving of gifts, entertainment, corporate hospitality, donations, sponsorships and corporate social responsibility (“CSR”) activities (collectively known as “GDS”) to the BOD and the BRCC of XL Axiata.

Roles and Responsibilities

- Review, deliberate, challenge and approve GDS transaction in accordance with GDS policy and LOA to maintain a high level of integrity.
- Provide quarterly reporting of the types, status and alerts, if any of the GDS transactions to BOD and BRCC for notation.
- GDSC of XL Axiata shall provide quarterly reporting of the status and relevant information or risk exposure of the GDS transactions to the BRCC or notation and monitoring.
- XL Axiata practice “No Gift” Policy where gift provided or received shall be treated as an exception, which shall be approved in accordance with the LOA.

GDSC Meeting

The GDSC shall meet at least quarterly as and when required, and report to the BOD and BRCC at least quarterly.

Meeting Frequency and Attendance

Throughout 2020, the GDSC convened five meetings with the following details:

Date	Agenda	Attendance					
		Mohamed Adlan bin Ahmad Tajudin*	Budi Pramanika** [Chairman]	David Arcelus Oses*** [Member]	Rudy Afandi**** [Member]	Marwan O. Baasir***** [Member]	Yofie***** [Member]
31 Aug 2020	<ul style="list-style-type: none"> GDS Terms of Reference GDS Process GDS Action Plan 	✓	N/A	✓	✓	N/A (represented by GH Corporate Legal and GH Corporate Communication)	✓
30 Sep 2020	<ul style="list-style-type: none"> GDS Level of Authorization Update Approval on Donation and Sponsorship 	✓	[as invitee]	✓	✓	N/A (represented by GH Corporate Legal and GH Corporate Communication)	✓
4 Nov 2020	<ul style="list-style-type: none"> Update on Group GDS System Approval on Donation and Sponsorship 	N/A	✓	✓	✓	✓	✓
23 Nov 2020	<ul style="list-style-type: none"> GDS System Update Approval of Donation and Sponsorship GDS Scope Update 	N/A	✓	✓	✓	✓	✓
Total		(2/2) 100%	(2/2) 100%	(4/4) 100%	(4/4) 100%	(2/2) 100%	(4/4) 100%

* Resigned from XL Axiata as Director and GDSC chairman since 27 October 2020

** Joined GDSC since appointed as Director as of 1 November 2020

*** Joined GDSC since 18 August 2020

**** No longer served as GDSC Member as of 11 February 2021

***** Joined GDSC since appointed as Chief Corporate Affairs as of 1 November 2020

***** Joined GDSC since 18 August 2020

GDS Committee Trainings and Seminars in 2020

The education or training activities as well as seminars participated by each member of the GDSC throughout 2020 can be found on the sub chapter of the Board of Directors' Profile in this Integrated Annual Report.

GDSC Activity Report in 2020

Since its inception on 31 August 2020, the GDSC has evaluated every Gift, Donation and Sponsorship transaction in XL Axiata. GDSC embrace, uphold and adhere to XL Axiata's value of ITS XL in all decision-making process for the provision and acceptance of GDS.

In addition, GDSC ensure the implementation of the approved modifications and improvements required to the GDS related processes, procedures, etc.

Corporate Secretary



Rantti Astari Rachman

Corporate Secretary Profile

37 Years old, Indonesian

Domiciled in Jakarta

Legal Basis of Appointment

The Board of Directors' approval as stated in the BOD minutes of meeting dated 31 March 2020.

Educational Background

Bachelor of Laws from the University of Padjajaran Bandung, graduated in 2005.

Professional Background

She previously served as Head of Public Affairs & Government Relations at PT Trinusa Travelindo (Traveloka) (March 2019 – March 2020), VP Corporate Secretary & CSR at PT Citilink Indonesia (2016-2019), VP Corporate Secretary at PT Garuda Indonesia (Persero) Tbk (2008 – 2015), Member of GCG Committee at PT Garuda Indonesia Maintenance Facility (2013-2015), and Associate at Lexindo Consulting (2006-2008).

Education and Trainings in 2020

Forum Group Discussion OJK – Sustainability Report, 29 April 2020

Webinar “OJK Regulation on e-GMS” by Assegaf, Hamzah & Partners, 30 April 2020

Webinar “OJK Casts a Wider Net on Material Transaction”, by Assegaf, Hamzah & Partners, 8 May 2020

Webinar ICSA Academy, Deepening of POJK 17/POJK.04/2020 on the Material Transactions & Change of Business Activity, 9 July 2020

Internal Training & Workshop “New Way of Working”, 15 July 2020

Webinar Hukumonline “Corporate Counsel Forum”, 16 July 2020

Malaysian Anti-Corruption Commission Act Training, by Ernst & Young, 16 July 2020

Forum Group Discussion OJK – e-GMS Electronic Implementation System, 24 September 2020

Workshop on Agile Leadership, 14-15 October 2020

Socialization of IDX Industrial Classification Implementation, by IDX, 15 October 2020

Forum Group Discussion OJK – RSE OJK on the Format & Contents of Annual Report of Issuers, 11 November 2020

Webinar APCCA & ALITA supported by Hukumonline “Digitalization & Innovation: Removing Barriers to the In-House Counsel Innovation Journey” – How to Get Support from CEOs & Business Leaders”, 30 November 2020.

IMPLEMENTATION OF DUTIES AND RESPONSIBILITIES

Duties and responsibilities of XL Corporate Secretary is in accordance with Financial Authority Services Regulation No. 35/POJK.04/2014 on Company Secretary of Issuer or Public Company, as stipulated in the Charter of Corporate Secretary being approved by XL Board of Directors on August 16, 2016.

Duties and Responsibilities	Implementation of Duties and Responsibilities in 2020
Management of the Meetings for BOD, BOC and Committees	<p>a. By the end of 2019, the Corporate Secretary has determined the meeting schedule and Routine Agenda for the Board of Commissioners Meeting as well as Joint Meeting of the Board of Commissioners and Directors for fiscal year 2020 based on the Articles of Association.</p> <p>b. Conducting regular weekly Board of Directors meeting as well as Board of Directors and/or Board of Commissioners meetings outside the regular schedule.</p> <p>c. Organizing regular meetings of Committees under the Board of Commissioners.</p> <p>d. Conducting administrative process including updating of data in the Diligent Board apps used by each member of the Board of Commissioners, Directors and Committees in terms of:</p> <ul style="list-style-type: none"> • access the Meeting's invitation and venue; • access and observe all Meeting materials; • evaluate the draft Minutes of the Meeting; • provide any review or feedback digitally; • voting digitally; and • access messenger facility in the app. <p>e. Preparing and properly documented the minutes of each meeting.</p> <p>f. Distributing parts of major decisions taken during/in the meeting to relevant business segments for follow up.</p> <p>By the end of 2020, the following has been implemented:</p> <p>a. 14 (fourteen) BOC Meetings including:</p> <ul style="list-style-type: none"> • 2 (two) BOC Meetings, • 8 (eight) Special BOC Meetings, and • 4 (four) Joint Meeting of BOC and NRC <p>b. 63 (sixty-three) BOD Meetings of which 11 (eleven) meetings were BOD Special Meeting;</p> <p>c. 4 (four) NRC Meetings;</p> <p>d. 7 (seven) BOC Decision via Circulars;</p> <p>e. 9 (nine) BOD Decision via Circulars.</p>
Implementation of General Meeting of Shareholders (GMS)	<p>The Corporate Secretary is fully responsible for the implementation of the Company's GMS in 2020 which was held twice, namely the Annual GMS on 18 May 2020 and Extraordinary GMS on 27 October 2020. Both GMS were conducted electronically (e-GMS) in accordance with the POJK No. 15/POJK.04/2020 concerning Plan and Implementation of General Meeting of Shareholders of Public Companies and POJK No. 16/POJK.04/2020 regarding the Implementation of General Meeting of Shareholders of Public Companies Electronically.</p> <p>The Corporate Secretary is the first corporate secretary of public company in Indonesia conducting e-GMS, and that becoming a benchmark for other public companies, the e-GMS innovation has also received recognition and award from the capital market institution (IDX Channel) in the IDX Channel Anugerah Inovasi Indonesia event for the category Sustainability – Good Corporate Governance.</p> <p>The responsibilities of Corporate Secretary in the implementation of e-GMS are as follows:</p> <p>a. Fulfillment of e-GMS plan reporting obligations to Financial Services Authority, including Announcement, Invitation, Meeting Summary, and Meeting Minutes to Financial Services Authority, Indonesia Stock Exchange, and announcement to the Shareholders and/or Public in accordance with the provisions in POJK No. 15/POJK.04/2020 concerning Plan and Implementation of General Meeting of Shareholders of Public Companies juncto POJK No. 16/POJK.04/2020 regarding the Implementation of General Meeting of Shareholders of Public Companies Electronically.</p> <p>b. Prepare e-GMS online registration system for the shareholders.</p> <p>c. Prepare and ensure the availability of Meeting material for Shareholders interest, through QR Code during the electronic registration including to providing in XL Axiata website.</p> <p>d. Prepare the availability of electronic voting system (e-Voting), including submission of e-Voting access to the shareholders that had done online registration to attend the e-GMS.</p> <p>e. Prepare conference media for the implementation of e-GMS.</p> <p>f. Provide Meeting access for electronic attendance of the Shareholders and/or its Proxies, members of the BOD, members of the BOC, and members of the Committees under the BOC.</p> <p>g. Coordinate with Notary and Share Registrar, as the appointed independent third parties to assist in Meeting implementation referring to prevailing regulations.</p> <p>h. Coordinate with KSEI in the e-GMS implementation process through eASY.KSEI system managed by KSEI.</p> <p>i. Update all Meeting materials from the Announcement to the Meeting Minutes in XL Axiata website, which can be accessed by public and stakeholders.</p> <p>j. Provide e-GMS implementation record data to the Notary and public.</p>

Duties and Responsibilities	Implementation of Duties and Responsibilities in 2020
Conflict of Interest Management and Insider Trading Prevention	<p>The Corporate Secretary assists and monitors as much as possible on the independence of the decisions making by the Organs or XL Axiata Committees. As stipulated in the Company Law and XL Axiata Articles of Association, any party with a conflict of interest must provide a statement and is not able to participate in discussion and/or decision making process. The Corporate Secretary maintains proper performance of the process in all matters submitted to the meetings of the Board of Directors, Board of Commissioners and/or XL Axiata Committees. This process is also well documented in meetings minutes if there is a conflict of interest between one party.</p> <p>In addition, to prevent conflicts of interest, the Corporate Secretary periodically documented the Statement of Share ownership of the Company and outside the Company by the Board of Directors and the Board of Commissioners along with their families ("Share Ownership Statement") as well as the Multiple Position Statement by the Board of Directors and Board of Commissioners ("Letter Multiple Position Statement "). The Corporate Secretary also has a role in helping to prevent Insider Trading through internal announcements related to the implementation of the Blackout period which prohibits Company employees from buying and selling shares of the Company for certain periods, among others before the release of the Financial Report to the public or before public announcement of corporate action carried out by the Company that can influence the decisions of shareholders.</p> <p>In 2020 the Corporate Secretary has documented a Share Ownership Statement and Multiple Position Statement made by each member of the Board of Directors and Board of Commissioners of the Company in June and December.</p>
Compliance on Capital Market Provision	<p>The Corporate Secretary ensures no violations of capital market regulations by the Company. In 2020, there is no fine or administrative sanction for violation of the Capital Market Regulation.</p>
Corporate Action	<p>In 2020, the Corporate Secretary has carried out active role in assisting in the implementation of XL Axiata Corporate Actions including to ensure compliance with prevailing Capital Market Regulations, such as:</p> <ul style="list-style-type: none"> • Implementation of the Annual General Meeting of Shareholders and Extraordinary General Meeting of Shareholders, both were conducted electronically; • Distribution of Dividend for the period of fiscal year 2019; • Closed auction on the plan of selling the telecommunication tower owned by XL Axiata; • Divestment of the Company's joint venture with venture partner PT Princeton Digital Group Data Centres; • Share Buyback of XL Axiata in relations to capital market conditions and significant pressured on share price; • Additional share listing in relations to Long Term Incentive Program 2016-2020 of Grant Cycle II PT XL Axiata Tbk.
Corporate Document Management	<p>Record Management System (RMS) as a function that is led by the Corporate Secretary responsible for handling the storage of all Company's important documents.</p> <p>In 2020, the RMS team conducted documentation guidance socialization to standardize the storage of all Company's important documents. This is one of RMS team performance in supporting the concept of clean desk and digital office support as part of XL Axiata Transformation Agenda.</p> <p>In addition, RMS also took part on the ISO 27001 certification, the implementation of international management system standard. This initiative is conducted in order to enhance corporate governance practise to the organization that for data/information monitored and safekept within the prevailing standard and procedure.</p>

Duties and Responsibilities	Implementation of Duties and Responsibilities in 2020
Implementation of Reporting Obligation to Capital Market related authorities	<p>The Corporate Secretary has carried out mandatory reporting and disclosures through XL Axiata website and Indonesia Stock Exchange website (through e-Reporting system IDXNet).</p> <p>Throughout 2020, the Corporate Secretary carried out mandatory reporting and disclosures to the regulators and public, among others as follows:</p> <ol style="list-style-type: none"> 1. Monthly Regular Report on Share Registration; 2. Monthly Regular Report on Foreign Currencies Debt; 3. Quarterly Regular Report on the Company's Financial Statements Submission; 4. Quarterly Regular Reports; 5. Annual Regular Report on the Company's Integrated Annual Report; 6. Annual Regular Report on Public Expose; 7. Annual Regular Report on Sustainability Report Submission; 8. Annual Regular Report on Annual Rating Results Report; and 9. Incidental Report on other Information Transparency, among others such as: <ul style="list-style-type: none"> • Changes of the Composition of Members of the BOD and BOC; • Changes of the Corporate Secretary; • Changes of Internal Audit; • Information of payment of Coupon Interests and/or SUKUK Ijarah; • Information of Certain Shareholders; • Information or Material Facts on the Impact of the Covid-19 Pandemic; • Share Buyback Report during the buyback period; • Material Transaction on the Selling of the Company's Telecommunication Tower; • Capital addition without pre-emptive rights; • Implementation Results of Capital addition without pre-emptive rights; • Information on Loan Facility; • Implementation of Transfer of the Company's Telecommunication Tower; • Appointment of Share Registrar specifically for the implementation of e-GMS.
Reporting on Foreign Capital Investment	<p>The Corporate Secretary is also responsible for reporting to the Investment Coordinating Board. XL Axiata as one of the foreign investment companies complies with and fulfills the obligations of regulations related to foreign investment companies, including to conducting periodic electronic reports related to investment activity reports as regulated in Article 15 of Law No. 25/2007 concerning Investment submitted for the first Quarter, II Quarter, III Quarter and IV Quarter of 2020, in a timely manner, and technical submission of investment activity reports is regulated in Investment Coordinating Board Regulation No. 7 of 2018.</p>
Good Corporate Governance Practices	<p>The Corporate Secretary also ensures that XL Axiata always implement the principles of GCG. In 2020, the Corporate Secretary has adjusted the Company's Articles of Association with the latest regulation issued by OJK. Further, the Corporate Secretary has updated the GCG Manual. In addition, the Corporate Secretary also published new policies such as e-GMS, and policy on digital signature.</p>
Others	<p>As of the end of 2019, the Corporate Secretary has become the initiator in the implementation of Electronic Signature in XL Axiata. In the beginning of 2020, this initiative has been approved by the XL Axiata Management and further applied for XL Axiata operations activities (for both internal and external interests), cooperating with one of the providers of Electronic Signature registered in the Ministry of Communication and Informatics and the legality of electronic signature was already recognized.</p>

Investor Relations

Investor Relations Profile

33 Years old, Malaysia
Domiciled in Jakarta

Legal Basis of Appointment

Indar Singh Dhaliwal is the Head of Investor Relations having joined PT XL Axiata Tbk in March 2015 until present.

Educational Background

He graduated from Monash University, Australia in 2009 with a Bachelor of Commerce and a double major in Accounting & Finance.

Professional Background

Before joining XL Axiata, he worked in CLSA Securities Malaysia as an Equity Research Analyst and was responsible for covering listed companies including in the telecommunication sector and writing research for institutional investors.

Investor Relations Activities

The implementation of Good Corporate Governance involves the Investor Relations (IR) Program with its purpose of providing transparent and up-to-date information about the activities of XL Axiata to investors and shareholders. XL Axiata prioritizes its commitment of communicating strategy and business activities in a timely manner to the market. To achieve this goal, the Company runs an active IR program which is ongoing throughout the year.

Despite the challenges of 2020 with Covid-19 pandemic impacting the ability of face-to-face meetings, the Company managed to carry on with virtual meetings and conference calls. Thus, during the year, the IR team was able to do more than 250 meetings virtually with shareholders, investors and analysts.

The XL Axiata IR team provides accurate and relevant information in a timely fashion proactively to the investment community to assist them in making investment decisions. This involves, quarterly financial results accompanied by a clear and succinct presentation to illustrate the key highlights and pertinent updates every quarter. As and when is required, further updates are provided to all parties to ensure that the investment



Indar Singh Dhaliwal

Investor Relations Contact

Investor Relations

Tel: (62 21) 576 188 ext. 58213

Fax: (62 21) 579 59025

ir@xl.co.id

community is kept up to date with the latest strategic, financial and operational activities of the Company. The IR team of XL Axiata is the key liaison between XL Axiata and the capital market participants.

XL Axiata Investor Relations Activities 2020

Date	Events	Location
11th Feb 2020	XL Axiata FY 19 Earnings Conference Call	Conference Call
11th May 2020	XL Axiata 1Q 20 Earnings Conference Call	Conference Call
29th Jun 2020	Morgan Stanley Virtual ASEAN Best Conference	Virtual
27th Aug 2020	XL Axiata 1H 20 Earnings Conference Call	Conference Call
24th Sept 2020	UBS OneASEAN Conference	Virtual
5th Nov 2020	XL Axiata 9M 20 Earnings Conference Call	Conference Call
3rd Dec 2020	Axiata Analyst & Investor Day	Virtual

Internal Audit

XL Axiata has an Internal Audit Department as per the requirement regulated in Indonesian Financial Services Authority Regulation No.56 / POJK.04/ 2015 concerning the Establishment and Guidelines for the Internal Audit Charter (“POJK 56/POJK.04/2015”).

Group Head of Audit

Based on XL Axiata Internal Audit Charter, Group Head of Audit is appointed and dismissed by President Director upon the approval from the Board of Commissioners. In the event where the current Group Head of Audit is negligent and unable to fulfill its responsibilities stipulated in the Internal Audit Charter, the President Director may propose the replacement of Group Head of Audit with the approval from the Board of Commissioners.



Vierna Suryaningsih

Group Head of Audit Profile

43 years old, Indonesian, domiciled in Jakarta

Legal Basis of Appointment

Ms. Vierna Suryaningsih was appointed as Group Head of Internal Audit by the President Director, effective as of August 6, 2020 based on the approval from the Board of Commissioners on 24 July 2020.

Educational Background and Certification

She holds a bachelor's degree in Accounting from the Gadjah Mada University in 2000. She also has Indonesia Certified Public Accountant (CPA), Certified Internal Auditor (CIA), Chartered Accountant (CA), Fellow Life Management Insurance (FLMI), Qualified Chief Risk Officer (QCRO), Certified in Pension Fund, Certified in Banking Risk Management Level 2 and Certified Analytics Auditor – Basic.

Professional Experience

Ms. Vierna Suryaningsih previously held various senior positions in the areas of insurance and other financial service industries, among others as Management Task Executioner at DPLK AXA Mandiri Financial Services, Chief Risk Officer at PT AXA Mandiri Financial Services, Vice President - Head of Internal Audit at PT AXA Mandiri Financial Services, Head of Internal Audit at PT Prudential Life Assurance Indonesia, Head of Support Audit – Senior Assistant Vice President at PT Bank Danamon Indonesia Tbk, Assistant Manager at Internal Audit Services (IAS) PricewaterhouseCoopers, Internal Audit Manager at PT John Hancock Financial Services and Senior Associate at Assurance and Business Advisory Services (ABAS) PricewaterhouseCoopers.

Education and Trainings in 2020

Analytics Auditor Certification Program (Axiata, Online, October 2020).

Internal Audit Charter

XL Axiata has the Internal Audit Charter as the guidelines for Internal Audit with the latest revision in accordance with Indonesia Financial Services Authority Regulation No.56/POJK.04/2015 enacted by the President Director upon the approval of BOC on February 9, 2018.

Total Numbers of Internal Audit Personnels in the Internal Audit Department

As of December 31, 2020, Internal Audit Department of XL Axiata has a total of 9 personnels who held the following positions:

Position	Total Personel
Group Head of Audit & Risk Management	1
Internal Auditor	8
Total	9

Qualification and Certification of Internal Auditors

All personnels of XL Axiata Internal Audit Department must and have met the qualification based on Indonesian Financial Services Authority Regulation No.56/POJK.04/2015 as follows:

- Have professional integrity and behavior, independent, honest, and objective in performing their duties;
- Have the knowledge and experience related to audit techniques and other disciplines relevant with their fields of work;
- Have the knowledge on laws and regulations in the Capital Market as well as other related laws and regulations;
- Able to interact and communicate effectively in both verbal and written;
- Adhere to professional standards issued by the Association of Internal Audit;
- Adhere to Internal Audit's Code of Ethics;
- Maintain confidentiality of the Company's information and / or data related to the implementation of the duties and responsibilities of the Internal Audit except as required by legislation or decision or order from the court;
- Understand the principles of Good Corporate Governance and risk management; and
- Willing to improve the knowledge, skills and professional capabilities on an ongoing basis.

In addition, as of December 31, 2020, the Internal Audit Department has been supported by auditors having the following certifications:

Certifications	Total Personel
Certified Internal Auditor	1
Certified Information System Auditor (CISA)	1
Certified Public Accountant (CPA)	1
Chartered Accountant (CA)	2
Certified in Governance of Enterprise IT (CGEIT)	1
Certified Information Security Manager (CISM)	1
Certified ISMS ISO 27001 Lead Auditor	1
Certified Analytics Auditor	4
Qualified Chief Risk Officer	1
Indonesian Certificate in Banking Risk & Regulation Level 3	1
Indonesian Certificate in Banking Risk & Regulation Level 2	1
Indonesian Certificate in Banking Risk & Regulation Level 1	1

Education, Certification and/or Trainings in 2020

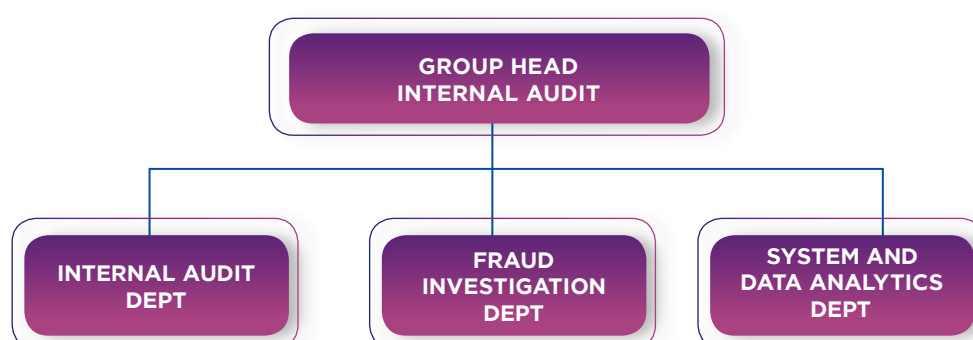
The following are trainings and/or certification participated by the Internal Audit Department personnel in 2020:

Workshop/Trainings/ Seminar/ Conference	Location and Month of Implementation
Analytics Auditor Certification Program	Online, October 2020

Internal Audit Department Composition in XL Axiata 's Structure

As per the Internal Audit Charter, the Internal Audit Department is reporting to the President Director and functionally to the Board of Audit Committee .

Organizational Structure of Internal Audit



Internal Audit Department Duties and Responsibilities

The duties and responsibilities of Internal Audit Department refer to Indonesian Financial Services Authority regulation, the Institute of Internal Auditors standard and code of ethics. The Internal Audit function and responsibilities shall be carried out and implemented with the independent principle. The following are the Internal Audit Department main duties and responsibilities:

- Develop an annual audit plan with a risk-based approach in the fields of finance, accounting, operations, human resources, marketing, information technology, and other activities.
- Implement annual audit plan as approved, including any special assignments at the request of President Director and BOC.
- Provide recommendation for improvements and objective information about the activities examined at all levels of management.
- Provide and submit audit report to President Director, BOC through BAC, and related party.
- Monitor and evaluate the adequacy of follow-up actions implemented by the auditee, and report its completion status to President Director and BOC through BAC.
- Maintain the professionalism of Internal Auditors through continuous education programs such as certification programs to complement the knowledge and skills of internal auditors that are relevant with the Company's complexity and business.
- Work closely with BAC and serves as BAC secretariat.
- Develop a program to evaluate the quality of internal audit activities that it does.

Internal Audit Department Activities In 2020

In 2020, Internal Audit Department completed 10 audit programs, 2 consulting assignment and 2 special review as of December 31, 2020.

Audit Program:

1. Network Assets and Inventory
2. Home Business
3. User Access Management
4. Compliance Phase 2A ("S17A")
5. Enterprise Business
6. ISO 27001 incl. New Managed Service and Data Governance
7. Procurement Process
8. Cyber Security incl. Cloud Security
9. Modern Channel
10. Channel Supply & Performance

Consulting:

1. ISO 20000
2. ISO 9001

Special Review

1. Data Communication
2. PBB

The Internal Audit Department continuously improves its internal structure, process and work quality by utilizing data analytics and expanding audit system and equipment for its audit activities.

In 2020, Internal Audit Department continues to explore continuous auditing approach and enhance data analytics capability.

During 2020, Internal Audit Department has also performed and or involved in the business process review and provide recommendation on areas with control leakage to enhance the effectiveness of business process.

Internal Control System

The internal control system in XL Axiata aims to support the achievement of the company's performance objectives, to increase the value for stakeholders, assure effectiveness and efficiency of operation, and ensuring the reliability of financial reporting, the feasibility of operational and financial controls, and compliance with applicable laws and regulations.

Conformity of the Internal Control System with International Standards

In the implementation of internal control system, XL Axiata adopted the concept of three lines of defense, which are the implementation of a control strategy that in line with the framework of the Committee of the Sponsoring Organizations of the Treadway Commission ("COSO") - Internal Control Framework.

The implementation of Internal Control in the Company that refers to COSO are as follows:

1. **Control Environment**
The Board of Commissioners ("BOC") and the Board of Directors ("BOD") have established a set of standards, procedures, and structures that provide the basis for carrying out internal control across the Company.
2. **Risk Assessment**
The Company continues to assess the risks that impact the Company's business activities. The results of the assessment are documented in the key risk register and reviewed regularly.
3. **Control Activities**
The Company applies the four-eyes principle in carrying out critical activities, where the duties and responsibilities of each officer and supervisor are regulated in related policies and procedures.
4. **Information and Communication**
The Company has a means / media of communication and information exchange available to support all parties in the Company in carrying out their roles.

5. Monitoring Activities

The BOD, Senior Management and the Internal Audit Department continuously monitor the effectiveness of overall implementation of internal control. The monitoring on Company's key risks has been prioritized and has become part of operational activities, including periodic evaluations.

Assessment of Internal Control System Effectiveness

XL Axiata periodically conducts self-assessment, on yearly basis, to the appropriateness of internal control system. The assessment results will be the consideration towards final assessment in the Annual Statement of Internal Control, signed by the President Director.

The assessment is based on various aspects, namely:

1. **Control Environment:**
 - Integrity and Ethical Values
 - Strategic Value of the BOD
 - Management's Philosophy and Leadership Style
 - Organizational Structure
 - Commitment to Competencies
 - Authority and Responsibility
 - Human Resources
2. **Risk Assessment and Risk Management:**
 - Risk Management Organization Structure
 - Business Risk Management
 - Importance of Business Objective
 - Identification and Analysis of Business Risk
 - Change Management
3. **Control Activity:**
 - Policies and Procedures
 - Segregation of Duties and Responsibilities
 - Monitoring Objectives
 - Procurement
 - Fixed Asset Management
 - Information Technology
 - Information and Communication:
 - Quality and Timely Information
 - Information Control

- Reliability of Information Technology and Network Systems
- Management and Communication
- Communication with the BOD
- Communication with External Parties
- Continuous Monitoring

4. Monitoring:

- Independent Evaluation
- Reporting Deficiencies
- Performance Measurements
- Other Matters

Company's Commitment on the Implementation of Internal Control System

Management is responsible for the implementation of reliable and effective internal control system and is obliged to improve effective risk culture and shall ensure internal control system has been embedded on every level of the organization. Evaluation on internal control implementation includes changes in internal and external conditions impacting the achievement of Company's targets. Monitoring activity is focused on the Company's key risks, as part of its routine activities, including periodic evaluations to detect and prevent unknowingly accepted new risk.

Internal Audit Department is evaluating and playing an active role in improving the effectiveness of internal control system on an ongoing basis with regard to the implementation of the company's operations to achieve the goals set by the company.

The evaluation results are submitted to Management for follow up and the implementation will be monitored to ensure the internal control system is effective.

BOD and Senior Management are committed to follow up recommendations from the Internal Audit Department.

In order to strengthen the internal control system, specifically to control fraud, the company applies a comprehensive anti-fraud strategy.

Issues related to the adequacy of internal controls have been reported to the BOD and follow-up actions have been taken to minimize risks. The reports were also submitted to the BOC through the BAC.

Public Accountant

The Public Accountant is an independent third party appointed by XL to audit and assess whether the financial statements present fairly, in all material respects, the financial position of PT XL Axiata Tbk as at 31 December 2020 and its financial performance and cash flows for the year then ended, in accordance with Indonesian Financial Accounting Standards.

The appointment procedure for Accountant and/or Public Accountant Firm has been conducted in accordance with Financial Services Authority Regulation No.13/POJK.03/2017, whereby the Accountant and/or Public Accountant Firm must be resolved by the Annual General Meeting of Shareholders (AGMS) based on recommendation from the Board of Commissioners in view of proposal from the Board of Audit Committee of the Company.

The Company through AGMS dated 18 May 2020 has appointed Andry D. Atmadja, S.E., Ak., CPA as a public accountant and Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis & Rekan (a member of the PricewaterhouseCoopers networks of firms) as Public Accountant Firm to audit the Company's financial statements for the year ended on 31 December 2020 and other audits as deemed required by the Company.

The AGMS also delegates full authority to the Board of Directors to set the honorarium and other requirements for the appointment thereof, by taking into account the approval from the Company's Board of Commissioners.

Public Accountant and Public Accountant Firm Who Performed the Audit of Annual Financial Statements in the Last 5 Years

Assignment Period	2020	2019	2018	2017	2016
Name of Public Accountant	Andry D. Atmadja, S.E., Ak., CPA	Andry D. Atmadja, S.E., Ak., CPA	Eddy Rintis, S.E., CPA	Eddy Rintis, S.E., CPA	Eddy Rintis, S.E., CPA
Public Accountant Firm	Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis & Rekan (a member of the PricewaterhouseCoopers networks of firms)				

Name, Address & Supporting Institution and/or Profession

Name & Address	Services	Fees (IDR)	Assignment Year
Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis & Rekan (a member of the PricewaterhouseCoopers network of firms) WTC 3, Jl. Jend. Sudirman Kav 29-31 Jakarta 12920- Indonesia	Audit the Financial Statements	11,800,000,000	2020

Risk Management

Risk Management Initiative in 2020

Understanding and managing company risks is part of how we operate. It helps us to meet strategy and business objectives and legal and regulatory obligations. It also enables us to make informed decisions and act ethically in the best interest of the company and shareholders.

Risk Management Framework

XL Axiata adopts ISO 31000 Framework as the guideline and principles in developing and implementing Risk Management in the Company.

The objective of our risk management framework is to ensure risk management is embedded within our governance, business and operations activities and culture.

The risk management begins with determining the context on the element requiring risk management. The Company then identifies, analyses and evaluates the potential risks. After knowing each risk then it should be followed by taking actions that are adjusted to the risk. Each of working process must be monitored and reviewed to ensure the process is running effectively.

Risk Management Framework



Risk Management System

In its application, the Company Enterprise Risk Management Oversight Structure follows the Three Lines model, target to manage and mitigate risks through the effective organisation of risk, control and oversight responsibilities that will limit the possibility of “gaps” while avoiding duplication of coverage.

1. **1st Line of Defense** – Business unit and operations owners who are responsible identifying, assessing and managing risks related to the scope of work and its responsibilities.
2. **2nd Line of Defense** - Risk and Compliance Management and other second line compliance function (Regulatory, Corporate Secretary, Health and Safety, Cyber Security) is responsible for implementing the company’s risk management and compliance framework, monitoring the effectiveness of its implementation.
3. **3rd Line of Defense** - Internal Audit function, which is responsible in providing independent assurance on governance, risk management and internal control process.

The Board of Directors is committed and responsible for the implementation effectiveness and maintenance of risk management.

To help carry out its functions, the Board of Directors established a Risk and Business Continuity Committee ("RBCC") which is responsible to ensure the Company adopts sound and effective policies, procedures and practices for all its Risk and Compliance functions.

RBCC roles and responsibility can be found on page 145

The Board of Commissioners oversee the design, implementation, and monitoring of the risk management. BoC setup a Board of Risk and Compliance Committee ("BRCC") to supervise the implementation of the risk management process to evaluate the effectiveness of risk and compliance management in the Company.

BRCC roles and responsibility can be found on page 123

Risk Management Implementation

Risk management approach is focused on identifying, managing, and monitoring risk in proactive, pragmatic, and consistent manners through the implementation of an integrated risk management framework and program throughout the Company.

The risk management process is facilitated by Risk and Compliance Division (RC). RC is responsible for the development of risk management framework and methodologies, as well as facilitates the implementation of risk management system.

In conducting risk management activities, Company has applied Risk and Control Self-Assessment ("RCSA") technique where the risk owners (business owners) self-identify the risk that may have impact on their business objective and provide a mitigation plan to prevent or control the risk.

RC is facilitating the process of RCSA through a meeting and discussion with Management to provide input and feedback on identified risks, as well as monitor the status of managing risk and report the result of mitigation plan implementation.

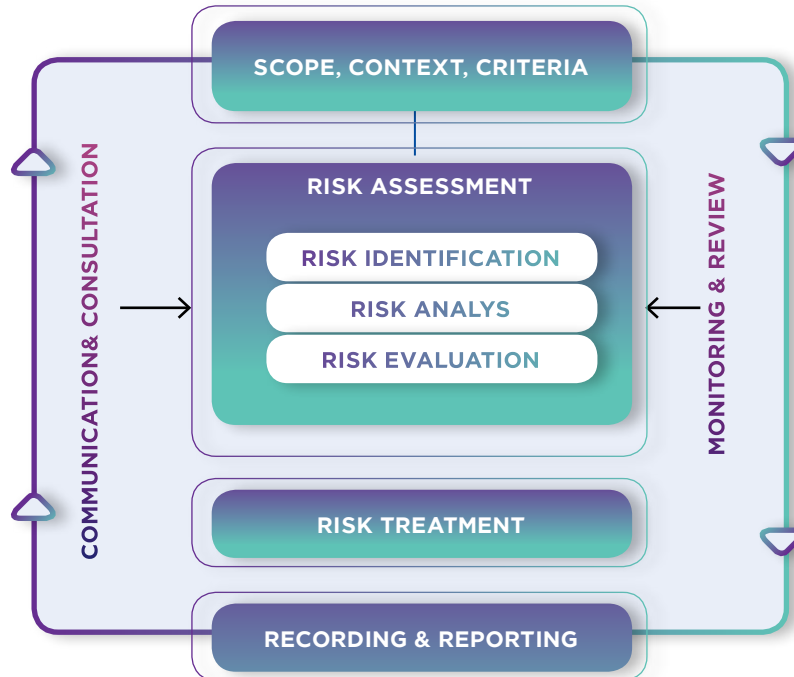
The Company also establishes a Business Continuity Management ("BCM") coordinated by RC to maintain the long-term business continuity of the Company which focuses on the safety of its employees and their families, the continuity of service for the customers, as well as to minimize the Company's losses. BCM also includes Business Impact Analysis ("BIA"), Disaster Recovery Plan ("DRP"), and Business Continuity Plan ("BCP").

Aside from business risks, regulatory compliance risks are also subject to Management's attention by ensuring that all Company's operations are in compliance with applicable regulations. RC coordinates this activity by conducting tests to the relevant units on the implementation of applicable regulations that may have impact on the Company.

XL Axiata has developed the Risk Rating Matrix based on Axiata Risk Assessment Guideline, to evaluate the significance/ scale of the risk and effectiveness of existing control, if any. The risk rating matrix provides a foundation in the assessment of identified risks so that the management at all levels has the ability to ensure that the risk management actions and resources are appropriately directed across business and functions.

XL Axiata has also determined the level of risk appetite and risk tolerance for the Company based on this Risk Rating Matrix. The risk appetite and risk tolerance is monitored by the management and formally reviewed as part of the Company's strategy and planning process. This also considers whether the risk appetite remains appropriate in delivering organizational goals from both internal and external as well as constraints. Any risk that exceeds the appetite level must have a response plan. It is communicated to the respective Director/ Chief and reported in the RBCC meeting for the agreement of mitigation plan.

Risk Management Process



Litigation

Following the audit of corporate legal team of XL Axiata on current litigation encountered by the Company, no material qualification and substantive cases that required reporting in this Integrated Annual Report.

Administrative Sanctions

As of 31 December 2020, the Company did not render or accept any administrative sanctions for the Company, or all company's organs from any authorities.

Information Access and Corporate Data

As a public company, XL Axiata provides access of information and corporate data to the public, government, shareholders and other stakeholders. The access are provided through the following:

Information Disclosure to Shareholders

In order to enhance the practice of the Company's Good Corporate Governance, the Company also encourages the Shareholders to engage with the Company by facilitating the Shareholders to access information, raise inquiries and/or to request for data through Investor Relation or Corporate Secretary of the Company, except for questions or data which constitute confidential information.

Corporate Secretary

The Company appoints the Corporate Secretary mainly to manage the company secretariat functions, public relations and managing the general information access for the public.

Investor Relations

The Company appoints the Investor Relations to provide adequate access of information on the Company's performance for the investment community including stakeholders.

Website

XL Axiata provides information access and corporate data via website www.xlaxiata.co.id. The Company website provides informations, among others are the Company profile, financial information, products and services, GCG, corporate social responsibility, information transparency, latest news, and others. XL Axiata Website is presented in Indonesian and English. The Company revamps the website periodically to provide the latest information on the Company.

News Release

XL Axiata proactively provides latest news about its activities in the form of News Release. During 2020, the Company has published more than 70 News Release that were submitted to the Regulators. The details of some of news releases among others are as follows, and complete details can be viewed in the sub chapter Corporate Data of this Report and the Company website: www.xlaxiata.co.id.

Code of Ethics

The Code of Ethics is an integral part of XL Axiata Company Regulations. The Code of Ethics is required as the Company's commitment in enhancing the integrity of each of its employees in applying the best practices of good corporate governance. The Code of Ethics regulates the behavior and ethic procedures in carrying out the Company's business activities by upholding professional value.

Code of Ethic Principles

XL Axiata Code of Ethic covers the following principles:

1. Equal Treatment
The non-discriminatory treatment to employees in a sound work environment with integrity without exception.
2. Healthy Partnership
Build a sound business partnership with third parties to comply with XL Axiata policies and prevailing regulations.
3. Anti-Corruption Culture
Avoid conflict of interest, do not accept gratification as well as applying the principles of anti-corruption, collusion and nepotism.
4. Commitment To Customer
Holding the commitment to the customer by building an attitude of "Trustworthy" and provide appropriate solutions.

Code of Ethics Dissemination

XL Axiata's Code of Ethics is available and can be easily accessed by all employees on XLWorld as the Company's internal system. The XL Axiata Code of Ethics is being socialized to Employees when they first join XL Axiata and can be seen through the XL Axiata official website (www.xlaxiata.co.id). In addition, the Company routinely distributes The Integrity Fulfillment Statement which emphasizes the working ethics with anti-corruption, collusion and Nepotism. This Statement must be signed by each Employee and documented by the Company through the Human Capital Unit.

In December 2020, XL Axiata has distributed The Integrity Fulfillment Statement as signed by all Company employees.

Code of Ethics Application

The Code of Ethics applies without exception to all XL Axiata executives and employees. The Code of Ethics obliged all employees to comply and conduct the key responsibility, which includes:

- Developing clean and conducive internal working environment for all employees.
- Developing trustworthy experience for all customers.
- Developing clean business partnership with third party by following all Company's procedures and policy.

Sanctions for Code of Ethics Violation

All employees are required to comply with the Code. Any violation of the Code of Ethic, applicable business ethics or law, will be considered as intolerable behavior and will be subjected to disciplinary action. It may also result in punishment, official warning, demotion or termination of employment. The Board of Directors is responsible for ensuring that this standard is implemented throughout the Company's operational activities.

Code of Ethic Violation and Sanction In 2020

Throughout 2020 there was no violation of the Code of Ethic within the Company. This indicates that the Code of Ethic has been carried out by all of the Company's organs.

Employee and/or Management Stock Option Programs

Since 2016, XL Axiata implemented the 2016-2020 Long Term Incentive Program (“2016-2020 LTI Program”) as a continuation from the previous 2010 - 2015 Long Term Incentive Program (“2010-2015 LTI Program”).

The 2016-2020 LTI Program has been approved by the Board of Commissioners on 10 December 2015 as well as approved by the GMS on 10 March 2016. The latest Amendment and Restatement of 2016-2020 LTI Program based on Extraordinary General Meeting of Shareholders 30 September 2019 has approved the changes of Long Term Incentive Program 2016 – 2020 in a form of the followings :

1. 2016-2020 LTI Program Grant Cycle 1A, 1B, 2 and 3:
 - XL Axiata shares without option right through the issuance of shares without Pre-Emptive Rights which were granted to employees and management of XL Axiata on General Manager level (and its equivalence) to the Board of Directors level.
 - Cash, which will be granted to employees of XL Axiata on staff, level to Manager level (and its equivalence).
2. 2016-2020 LTI Program Grant 4 and 5:
 - » Only Directors will be awarded in the form of cash consideration and the Company’s performance will be measured based on Return on Invested Capital (“ROIC”).

The 2016-2020 LTI Program aims to:

- Improve the long term performance of XL Axiata;
- Maintain excellent management and employees and award XL Axiata management and employees for their performance;
- Improve the loyalty of the management and employees so that they have sense of belonging towards XL Axiata;
- Motivate the management and employees to improve their performance; and
- Provide additional value for XL Axiata to attract prospective management and employees with the skills that XL Axiata needs.

The 2016 – 2020 LTI Program has five (5) Grant Cycle, in which Grant Cycle, the eligible LTI Participants will receive written notice on the rights to receive incentive along with estimate numbers of incentive. The incentive will be further vested (vesting period) in the third year after each Grant Cycle. For the first implementation in 2016, the LTI Program 2016 - 2020 Grant 1, provided employees with two (2) grants whereby Grant 1A will be vested after year two as of the initial Grant Cycle and Grant 1B will be vested in accordance to the normal vesting cycle in year three. The given number of incentives will be determined based on the XL Axiata’s performance value and the eligible LTI Participants themselves hence the amount incentive will be earned maybe different from the estimated as informed on each Grant Cycle.

Whistleblowing System

Submission of Violation Report

SPEAK UP is established as reporting system if someone discovers any suspected act or matter that breach the law or violates XL Axiata Code of Ethic.

SPEAK UP applies to all employees without exceptions and no limited to the Board of Commissioners, Board of Directors, Permanent Employees, Temporary Employees and Outsourcing Staffs from the third parties.

Protection for Whistleblowers

Company shall protect and maintain the secrecy of whistleblower, and ensure their safety from any possible threat resulting from the reports in which covering the following protection:

Identity of Reporter;

1. Confidentiality of report content;
2. Threat, intimidation or other threatening behaviour by the reported party.

Party That Handles Whistleblowing

Any XL employee who finds a misconduct or violation of laws, or Code of Ethic, such employee can make report through SPEAK UP channel. The reporting can be done b :

1. Web: <https://wrs.expolink.co.uk/axiata>
2. Phone 007 8030 114626 (toll free) or you can refer to the full list: <http://www.expolink.co.uk/whistleblowing-hotline/PDF/International-Freephone-listing.pdf>
3. Mobile App:
 - Download & install Expolink's SpeakingUp app from Apple's App Store or Google's Play Store
 - Enter AXIATA for company access code.
 - Follow the instructions to raise concerns.

Once a concern is received via web, phone or mobile app, the reporter will receive a case number and password. Expolink will then route the concern to the Axiata Group's Investigation Team, who will review the report and determine further action. If your report warrants an investigation, it will be conducted by an investigator either from Axiata, PT XL Axiata Tbk or externally appointed. If the investigation determined violation of laws or code of ethics, action will be taken against the violation according to XL Axiata Regulations and prevailing laws.

Whistleblowing Case and Follow Up In 2020

During 2020, there were six complaints received through whistleblowing channel (Speak Up Channel) or directly reported to the Investigation Unit. Out these six reports received all reports were classified as violations. The handling of the six violations have been done carefully, two of which have been completed, while four other reports are still in the process of further examination.

Corporate Governance Practices In XL Axiata

Implementation of Corporate Governance Referring to Provisions of OJK Regulation No. 21/POJK.04/2015 on the Implementation of Public Company Governance Guidelines and OJK Circular Letter No. 32/SEOJK.04/2015 on Guidelines for Public Company Governance.

Relationship Between Public Company and Shareholders In Ensuring The Rights Of Shareholders

Principles	Recommendations	Explanation On OJK Recommendations	Comply
Principle 1 Enhancing the Value of General Meeting of Shareholders (GMS)	The Public Company has a way or technical procedure for both open and closed voting that prioritize independency and interest of Shareholders	Every issued share with voting right has one vote (one share one vote). The Shareholders may use their voting rights during the decision-making process, in particular to decision with voting mechanism. However, both open and closed voting mechanism has not been specifically regulated. The Public Company is recommended to have voting procedure in decision making of GMS agenda. The voting procedure must maintain shareholders' independency or freedom. As an example, an open voting mechanism is implemented by raising hand in accordance with option as offered by the GMS chairman. AS for close voting mechanism is conducted in any decision that required confidentiality or by request from Shareholders through voting card or electronic voting.	Based on the Article 11 (18) of the Articles of Association, each share has one vote for the holder in the General Meeting of Shareholders.
	All members of the Board of Directors and the Board of Commissioners of Public Company attend the Annual GMS	The presence of all members of the Board of Directors and the Board of Commissioners of the public company aim so that each member of the Board of Directors and the Board of Commissioners can pay attention to explain, and directly answer the issues or questions raised by shareholders related the GMS agenda.	All members of the Board of Directors and the Board of Commissioners of XL Axiata were present in the Company's AGMS dated 18 May 2020.
	The Summary of Minutes of GMS is available in the Public Company's website at least for one (1) year.	Based on Article 34 paragraph (2) of the Financial Services Authority Regulation No.32/POJK.04/2014 on the Plan and Implementation of the General Meeting of Shareholders of Public Company, The Public Company must make summary of GMS Minutes in Indonesian and foreign language (minimum in English), and announced to the public within two (2) working days after the GMS, one of which is through the Public Company Website. The availability of summary of GMS Minutes in the Public Company Website provides an opportunity for shareholders who are not present, to easily obtain important information in GMS implementation. Therefore, the provision on the minimum period of availability of GMS Minutes summary on the Website are intended to provide sufficient time for shareholders to obtain such information.	All information on XL Axiata GMS Summary is available at the Company's website (www.xlaxiata.co.id).

CORPORATE GOVERNANCE

Principles	Recommendations	Explanation On OJK Recommendations	Comply
Principle 2 Enhancing the Quality of Communication between Public Company with Shareholder or Investor.	Public Company has communication policy with the Shareholder and Investor.	Communication between Public Company and shareholders or investors is intended so that the shareholders or investors obtain clarity of information that has been published to the public, such as periodic reports, information disclosure, business condition or prospect and performance, as well as implementation of public company governance. In addition, the shareholders or investors can also submit input and opinion to the management of Public Company. The communication policy with shareholders or investors shows the commitment of the Public Company in carrying out communication with shareholders or investors. This policy can include strategies, programs, and timing of communication implementation, as well as guideline that support shareholders or investors to participate in the communication.	The Company has the Integrated Communication Policy which was enacted on October 10, 2018 which regulates on the provisions of communication with shareholders, stakeholders including the employees on Company's Material Information.
	The Public Company discloses the Communication Policy of Public Company with shareholders or investors in Website	Disclosure of communication policy is a form of transparency on the commitment of the Public Company in providing equality to all shareholders or investors for the implementation of communication. The disclosure of information also aims to increase the participation and role of shareholders or investors in the implementation of the Public Company communication program.	The Integrated Communication Policy is available in the Company's website (www.xlaxiata.co.id).

Function And Roles of The Board of Commissioners

Principles	Recommendations	Explanation On OJK Recommendations	Comply
Principle 3 Strengthen the membership composition of the Board of Commissioners	Determination of the total members of the Board of Commissioners took into account on the condition of the Public Company	The members of the Board of Commissioners may affect the effectiveness of the Board of Commissioners duties. Determination of total members of the Board of Commissioners of a Public Company must refer to the provisions of the prevailing law in which at least consists of two (2) people based on the provisions of the Financial Services Authority Regulation No.33/POJK.04/2014 on The Board of Directors and Commissioners of Issuer or Public Company. In addition, it is also necessary to consider the condition of the Public Company which includes among other, the characteristic, capacity and size, as well as achievement of target and fulfilment of different business needs among the Public Companies. However, too many members of the Board of Commissioners has the potential to disturb the effectiveness on the implementation function of the Board of Commissioners.	The total members of the Board of Commissioners of the Company have been adjusted to the Company's needs. Each candidate for the Board of Commissioners must first be thoroughly and properly examined by the Nominating and Remuneration Committee of the Company.
	Determination on the composition of members of the Board of Commissioners considered on diversity of expertise, knowledge and required experience.	The composition of the Board of Commissioners is a combination of characteristics from both organ and individual perspective according to the need of respective Public Company. These characteristics can be reflected in the determination of expertise, knowledge and experience required in the implementation of supervisory and advisory duty by the Board of Commissioners of the Public Company. The composition that has considered the need of the Public Company is a positive thing, especially related to decision making related with supervisory function as carried out by considering various broader aspects.	Each member of XL Axiata Board of Commissioners has diverse expertise to maximize the supervisory duties of the Board of Commissioners in accordance with the Company's business scope. Information pertaining with the background as well as skill of each member of XL Axiata Board of Commissioners is available in the Company's website (www.xlaxiata.co.id).

Principles	Recommendations	Explanation On OJK Recommendations	Comply
Principle 4 Enhancing the Quality of Implementation on Duties and Responsibilities of The Board of Commissioner	The Board of Commissioners has Self Assessment Policy to evaluate the performance of the Board of Commissioners	<p>The Board of Commissioners' Self Assessment policy is a guideline as a form of collegial accountability for evaluating the performance of the Board of Commissioners. Self-assessment is carried out by each member to assess the collegial performance of the Board of Commissioners, and not to assess the individual performance of each member of the Board of Commissioners. With this Self Assessment, it is expected that each member of the Board of Commissioners can contribute in improving the performance of the Board of Commissioners on an ongoing basis.</p> <p>This policy can include the assessment activity as carried out along with the purpose and objective, periodic period of implementation, and benchmark or assessment criteria being used in accordance with the recommendations from the Remuneration and Nomination function of Public Company as required by OJK Regulation on the Remuneration and Nomination Committee of Issuer or Public Company.</p>	In 2020 XL Axiata conducted assessment on the BOC and BOD internally which includes Board Effectiveness, peer-to-peer assessment with fellow members of the BOC and Cross Board Assessments with each member of the BOD. The assessment includes understanding the roles, duties and responsibilities as well as evaluating the Company's GCG. The assessment result will be used as recommendation for the Company's GCG improvement as well as one of basic considerations of the BOC to be reappointed.
	The Self Assessment Policy to evaluate the performance of the Board of Commissioners is disclosed in the Annual Report of Public Company	The disclosure of Self Assessment Policy on performance of the Board of Commissioners is conducted not only to comply with transparency aspect as form of accountability of its duties but also to provide assurance to the Shareholders or investors on efforts that need to be done in improving the performance of the Board of Commissioners. Upon the availability of disclosure, the Shareholders or investors acknowledge the check and balance mechanism towards the Board of Commissioners.	Disclosure on Self Assessment is available in this Annual Report in Chapter Corporate Governance.
	The Board of Commissioners has policy on resignation of member of the Board of Commissioner when involved in financial crime.	<p>The resignation policy of member of the Board of Commissioners being involved in financial crime is a policy that can increase the stakeholders' trust in the Public Company, so that corporate integrity will be maintained. This policy is needed to help the legal process and so that the legal process does not interfere the course of business activities. In addition, in terms of morality, this policy builds an ethical culture within the Public Company. This policy can be included in the Code or the Code of Ethics that applies to the Board of Commissioners.</p> <p>Furthermore, being involved in financial crimes shall means the convicted status from the authorities of respective member of the Board of Commissioners. The financial crimes are manipulation and various forms of embezzlement in financial service activities as well as Money Laundering Criminal Action as referred to Law Number 8 of 2010 on Prevention and Eradication of Money Laundering Crimes.</p>	Policy on the resignation of Board of Commissioners members if involved in financial crimes is included in the Board Manual.

Principles	Recommendations	Explanation On OJK Recommendations	Comply
	The Board of Commissioners or Committee that perform the Remuneration and Nomination function formulate the succession policy in the nomination process of member of the Board of Directors.	Based on the provision of the Financial Services Authority Regulation No 34/POJK.04/2014 on the Nomination and Remuneration Committee of Issuer or Public Company, the committee that carries out the nomination function has the duty to formulate policies and criteria needed in the nomination process of prospective members of the Board of Directors. One policy that can support the nomination process as intended is the succession policy of members of the Board of Directors. The policy on succession aims to maintain the continuity of the regeneration process or regeneration of leadership in the company in order to maintain business continuity and the company's long-term goals.	The Company has in place the Succession Policy which is used and as reference to the nomination process of the Board of Directors.
Principle 5 Strengthen the membership composition of the Board of Directors	Determination of total members of the Board of Directors took into account on the condition of the Public Company	As the Company's organ that authorized in managing the Company, the determination of total members of the Board of Directors has significant impact to the Company's performance. Thus, the determination of the total members of the Board of Directors must be done through careful consideration and refer to the provisions of the applicable regulation, whereby based on Financial Services Authority Regulation No.33/POJK.04/2014 on The Board of Directors and Board of Commissioners of Public Company, shall at least consists of 2 (two) people. In addition, the determination of total members of the Board of Directors must be based on the need to achieve the objectives and purpose of public company and being adjusted to the conditions of the public company including the characteristic, capacity and size of the public company and effectiveness of the decision-making by the Board of Directors.	The composition of the Board of Commissioners of the Company is adjusted based on the need of the Company. Each candidate for the Board of Commissioners must first be thoroughly and properly examined by the Nominating and Remuneration Committee of the Company.
	Determination on the composition of members of the Board of Directors has considered on diversity of expertise, knowledge and required experience	Similar with the Board of Commissioners, the composition diversity of members of the Board of Directors is a combination of required characteristic from both organ and individual perspective according to the needs of respective Public Company. The combination is determined in view of expertise, knowledge and experience in accordance with segregation of tasks and functions of the Board of Directors in achieving the purpose of the Public Company. Thus, consideration of the combination of characteristics will have an impact on the accuracy of the collegial nomination and appointment of individual member of the Board of Directors or Directors.	Each member of XL Axiata Board of Directors has diverse expertise to maximize the management duties of the Board of Directors in accordance with the Company's business scope. Information pertaining with the background as well as skill of each member of XL Axiata Board of Directors is available in the Company's website (www.xlaxiata.co.id).
	Member of the Board of Directors in charge of accounting or finance has expertise and / or knowledge in accounting field	The Financial Report is a management accountability report for resources management owned by the Public Company, which must be compiled and presented in accordance with Financial Accounting Standards in Indonesia as well as related OJK regulations, including regulation in the Capital Market sector which regulates the presentation and disclosure of Public Company Financial Statement. Based on the laws and regulations in the Capital Market sector that regulates the responsibility of the Board of Directors for the Financial Report, the Board of Directors is jointly responsible for the Financial Report, signed by the President Director and member of the Board of Directors in charge of accounting or finance.	Currently the Director of XL Axiata in charge for accounting or finance is held by Mr. Budi Pramantika who has the following educational background: A Master of Business Administration from IPMI International Business School, Jakarta, Indonesia (2004), and Bachelor of Accounting from University of Indonesia, Jakarta, Indonesia (1997).

Principles	Recommendations	Explanation On OJK Recommendations	Comply
Principle 6 Enhancing the Quality of Implementation on Duties and Responsibilities of The Board of Directors	The Board of Directors has Self Assessment Policy to evaluate the performance of the Board of Directors	<p>Similar with the Board of Commissioners, the Board of Directors' Self Assessment policy is a guideline as a form of accountability to evaluate collegial performance of the Board of Directors.</p> <p>The self assessment is conducted by each member of the Board of Directors to assess the collegial performance of the Board of Directors, and not to assess the individual performance of each member of the Board of Directors. It is expected that each member of the Board of Directors can contribute to improve the performance of the Board of Directors on an ongoing basis.</p> <p>This policy can include the assessment activity as carried out along with the purpose and objective, periodic period of implementation, and benchmark or assessment criteria being used in accordance with the recommendations from the Remuneration and Nomination function of Public Company as required by OJK Regulation on the Remuneration and Nomination Committee of Issuer or Public Company.</p>	In 2020 XL Axiata conducted assessment on the BOC and BOD internally which includes Board Effectiveness, peer-to-peer assessment with fellow members of the BOC and Cross Board Assessments with each member of the BOD. The assessment includes understanding the roles, duties and responsibilities as well as evaluating the Company's GCG. The assessment result will be used as recommendation for the Company's GCG improvement as well as one of basic considerations of the BOC to be reappointed.
	The Self Assessment Policy to evaluate the performance of the Board of Directors is disclosed in the Annual Report of Public Company	The disclosure of Self Assessment Policy on performance of the Board of Directors is conducted not only to comply with transparency aspect as form of accountability of its duties but also to provide assurance to the Shareholders or investors on efforts that need to be done in improving the performance of the Board of Commissioners. Upon the availability of disclosure, the Shareholders or investors acknowledge the check and balance mechanism towards the Board of Directors	Disclosure on Self Assessment is available in this Annual Report in Chapter Corporate Governance.
	The Board of Directors has policy on resignation of member of the Board of Commissioner when involved in financial crime	The resignation policy of the Board of Directors involved in financial crimes is a policy that can increase the stakeholders' trust in the Public Company, so that corporate integrity will be maintained. This policy is needed to help the legal process and so that the legal process does not interfere with the course of business activities. In addition, in terms of morality, this policy will build an ethical culture within the Public Company. This policy can be included in the Guideline or the Code of Ethics that applies to the Board of Directors.	Policy on the resignation of Board of Directors members if involved in financial crimes is included in the Board Manual.

Stakeholders Participation

Principles	Recommendations	Explanation On OJK Recommendations	Comply
Principle 7 Enhancing Governance Aspect Through Stakeholders Participation	The Public Company has Policy to prevent Insider Trading	A person with inside information is prohibited from conducting a Securities transaction by using inside information as stipulated under the Capital Market Law. Public company can minimize the occurrence of insider trading through prevention policies, for example by firmly separating between confidential and public data as well as distributing the duties and responsibilities on information management in proportional and efficient manner.	Policy to avoid Insider Trading is accommodated under XL Axiata Blackout Policy.

CORPORATE GOVERNANCE

Principles	Recommendations	Explanation On OJK Recommendations	Comply
	Public Company has anti corruption and fraud policy	The anti corruption policy is to ensure that the business activities of the Public Company are legally carried out with prudent manner and in accordance with the principles of good governance. The policy can be part of the code of ethics, or as a stand-alone policy. The policy can include, among others, programs and procedures carried out in overcoming corruption practices, kickbacks, fraud, bribery and /or gratuities in a public company. The scope of the policy must describe the prevention of the Public Company from all corrupt practices, either giving or receiving from other parties.	Included under the Company's Code of Ethics, Corporate Governance Manual and XL Axiata Anti-Bribery and Anti-Corruption Policy
	The Public Company has policy on vendor or supplier selection and capability improvement	The Policy on vendor or supplier selection are useful to ensure that the Public Company can obtain the required goods or services at competitive prices and good quality. While the policy of increasing the capability of supplier or vendor is useful for ensuring the efficient and effective supply chain. The capability of supplier or vendor to supply/fulfill the goods or services needed by the company will affect the quality of the company's output. Thus, the implementation of this policy can guarantee the supply continuity in terms of quantity and quality as required by the Public Company. The scope of this policy includes criteria in selecting supplier or vendor, transparent procurement mechanism, effort to improve supplier or vendor capability, and fulfill the right relating to supplier or vendor.	The Company has a Procurement Policy that regulates the selection of suppliers or vendors as well as application of vendor management in order to ensure the legality of the Company's suppliers.
	The Public Company has policy on fulfillment of creditor rights.	The policy on fulfillment of creditor rights is used as a guideline in providing loan to creditor. The purpose of the policy is to maintain the fulfillment of right and maintain creditor trust in the Public Company. The policy includes consideration in making agreement, as well as follow-up in fulfilling the obligation of the Public Company to creditor.	The Company is not engaged in lending and borrowing. The policy in regard to the fulfillment of creditor rights is included in the Credit Agreement made between the Bank as Creditors and the Company as a Debtor
	The Company has the Whistleblowing System	A well-developed Whistleblowing system policy will provide certainty of protection to witness or reporter for an indication of violation committed by employees or management of the Public Company. The implementation of the policy will have an impact on establishing a culture of good corporate governance. The Whistleblowing system policy includes, among others, type of violations that can be reported through the Whistleblowing system, complaint procedure, protection and guarantee of the confidentiality of the reporter, handling procedure for received complaints, parties that managing the complaints, and the results and follow-up of complaints handling.	The Company has a Whistleblowing System as disclosed in this Annual Report Chapter Corporate Governance.

Principles	Recommendations	Explanation On OJK Recommendations	Comply
	The Public Company has a long-term incentive policy for the Board of Directors and employees.	Long-term incentive is a given incentive based long-term performance achievement. The long-term incentive plan has the rationale that the long-term performance of the company is reflected in the growth of shares value or other long-term target of the company. Long-term incentive shall have the benefit to maintain loyalty and provide motivation to the The Board of Directors and employees to improve their performance or productivity which will have an impact on improving the company's performance in the long run. The availability of a long-term incentive policy is an actual commitment by the Public Company to encourage the implementation of long-term incentive to the Board of Directors and Employees with terms, procedures and forms being adjusted to the long-term objectives of the Public Company. The policy can include, amongst other, the purpose of objective in providing the long-term incentive, terms and procedures in providing the incentive, and condition as well as risks that must be considered by the Public Company in providing the incentives. This policy can also be included in the existing public company remuneration policy.	XL Axiata has a policy on long-term incentives to Board of Directors members and employees in the form of the 2016-2020 Long Term Incentive Program.

Disclosure

Principles	Recommendations	Explanation On OJK Recommendations	Comply
Principle 8 Enhancing the Disclosure Implementation	The Public Company utilizes technology information wider than the Website as a media for information disclosure.	The use of information technology can be useful as a medium for information disclosure. The disclosure of information is not only information disclosure that has been regulated in legislation, but also other information related to the Public Company, upon consideration is useful to shareholders or investors. Upon the use of wider of information technology than the Website, the company is expected to improve the effectiveness of information dissemination. Nevertheless, the use of information technology is carried out while taking into account the benefit and costs of the company.	In addition to the official website, the Company also has channels to deliver information, including Facebook (myXL) Youtube (xploration) Twitter (@xlaxiata_tbk), Instagram (@xlaxiata_tbk) and LINE (@myXL).
	The Annual Report of Public Company disclose the ultimate benefit owner in Public Company share ownership at least 5% (five percent), other than final beneficial owner disclosures in ownership shares of the Public Company through main and controlling shareholder	The Capital Market Regulation that regulates the submission of annual reports of Public Company has regulated the obligation to disclose information regarding shareholders with 5% (five percent) or more shares of the Public Company, as well as the obligation to disclose information about directly or indirectly main and controlling shareholders of Public Company up to the owner of the last benefit in the ownership of the shares. In this Governance Guideline, it is recommended to disclose the ultimate benefit owner of the shares of the Public Company at least 5% (five percent), in addition to disclosing the owner of the final benefit of share ownership by the main and controlling shareholders.	As disclosed in this Annual Report Chapter Corporate Data.