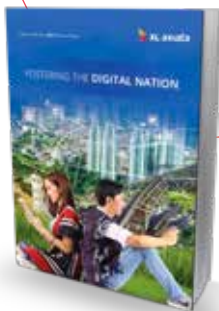




**Transform Faster  
to Emerge Stronger**  
Giving Back to the Nation

**2015**Integrating Competency  
to Transform**2016**Then, Now & Better  
Tomorrow**2017**Fostering The Digital  
Nation**2018**Embracing Digitization  
For Our Future**2019**Driving Operational Excellence  
for Sustainable Growth and  
Returns

# Transform Faster to Emerge Stronger

## Giving Back to the Nation

XL Axiata closed 2020 with positive growth performance. EBITDA and revenue grew by 31% and 3%, respectively, and our customer share rose to 57.9 million people, while smartphone penetration hiked to 89%. We successfully met the target of our network development and we now operate more than 144,000 Base Trans-Receiver Stations (BTS), which include 54,297 4G BTS. We are proud to serve our customers in 458 cities and regencies across nearly all Indonesian provinces.

We achieved this positive result despite challenges from the COVID-19 pandemic and competition by focusing on executing our strategy as well as transforming our business through increased digitalization.

This year's report theme, "Transform Faster to Emerge Stronger - Giving Back to the Nation", aptly reflects our work and the dynamics of 2020. Our achievements were accomplished in the middle of an extremely challenging situation on a historic scale that we have never seen before. In that crucial time, we chose to be optimistic despite the COVID-19 pandemic. Thanks to our agility in adapting our way of work, from being in the office to being in our homes, from physical to virtual interactions, we were able to maintain the execution of our business strategy and continuity of our operations delivering quality service to our customers whilst keeping our employees safe. We also intensified our social contribution activities as we realized how widespread and devastating the pandemic was becoming to many people. Among our contributions were free digital access for families working and doing school from home; direct donation of funds and personal protective equipment to organizations in need as well as other forms of contribution.

The challenges that enveloped 2020 are not yet over. However, **we believe that the coming year can be a better year, a year to grow and to build back better.**

# About This Report

## INTRODUCTION

The 2020 Integrated Annual Report (IAR) of PT XL Axiata Tbk (XL Axiata) is developed based on the International Integrated Reporting Framework from the International Integrated Reporting Council (IIRC). IAR is expected to provide the stakeholders with concise but comprehensive and accurate information about XL Axiata's business and strategies. The stakeholders will be able to learn the journey of XL Axiata in creating and sharing added values to the public.

## SCOPE AND BOUNDARIES

XL Axiata's 2020 IAR discusses the Company's financial and non-financial performance, business challenges, opportunities, and risks that the stakeholders will find relevant and that significantly affect our capability to create value. We limit our report to the Company's activities from 1 January 2020 to 31 December 2020.

This IAR focuses on a number of areas, such as the Company's digital transformation, efforts to mitigate the impacts of COVID-19 pandemic internally and externally, support given to the community during the pandemic, dual-brand strategy strengthening, and continued network development.

## MANAGEMENT APPROVAL

The Board of Directors refers to IIRC's International Integrated Reporting Framework for the 2020 IAR. The Board of Directors is responsible to ensure the integrity of this report through good corporate governance and internal reporting procedures.

## ASSURANCE

The analysis and discussion on financial performance presented in the XL Axiata's 2020 IAR refers to the Financial statements as at and for the years ended 31 December 2020 and 31 December 2019 audited by Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis & Rekan (a member of the PricewaterhouseCoopers networks of firms) with unqualified opinion. Financial statements and disclosures are presented according to Indonesian Financial Accounting Standards.

## MATERIALITY OF REPORT

XL Axiata has assessed the materiality of the 2020 IAR according to the reporting policies applicable in the Indonesian Stock Exchange. XL Axiata has also inquired the input of stakeholders regarding business direction and perspective, including the risks identified using the risk management framework. These risks may affect XL Axiata's skills to create values in the short, medium, and long term. This report also presents the Company's strategic responses to the identified issues.



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# Continuing Creating Our Growth Driver in 2020

## FINANCIAL VALUES

**Strong performance despite COVID-19 challenges.** XL Axiata was able to maintain Strong #2 Operator in Indonesia.

Market capitalization valued at

**Rp29.23 trillion**

Net Debt to Equity Ratio of 0.3x

No US Dollar denominated debt as of 2020.

**Net Debt to EBITDA Ratio decreased from 1.1x to 0.5x.**

Backed by sound financial position, XL Axiata managed to reduce its debt ratio. In 2020, total gross debt decreased by 27% from Rp12.8 trillion to Rp9.3 trillion. Moreover, total net debt also decreased by 43% from Rp11.2 trillion to Rp6.3 trillion.

**Recognized as the Top 10 Publicly Listed Companies**

with the highest ASEAN Asset Class (score 97.5 and above) based on OJK's report on the implementation of ACGS 2019.

**Stable credit outlook**

Fitch Rating affirmed its Long-Term National Credit Rating of AAA (idn) in 2020.

**Received "Excellent in Brand Among Iconomics Emiten Award 2020"**

in the infrastructure sector in Iconomics Emiten Award 2020. The award recognized companies that managed to perform well during the pandemic.

## INTELLECTUAL VALUES

- The increasing demand for data due to work and school from home has accelerated the digitalization of the way of life in Indonesia. This is an opportunity for XL Axiata to play its role as an enabler
- Both of the Company's main brands, XL and Axis, continue to resonate well within their respective target segments, and the launch

of the Company's new digital brand Live.On will enable the company to cater to the more digital-savvy customers.

- XL Axiata's new growth drivers, Enterprise and Home, performed well in 2020 with an accelerating demand for data

## Brand XL

### Personal segment products and services

- Mobile data (myXL, Xtra Combo VIP, XL Prioritas).
- Home Broadband (XL Home).
- XL Prepaid (Xtra Unlimited Turbo, Short Validity Portfolio)
- XL Prioritas (PRIO Flex, PRIO Booster Bekerja & Belajar, myPRIO X Unlimited & the New myPRIO Deal)

### Data portfolio improvement:

- Xtra Unlimited Turbo to help customers stay connected to essential apps after they run out of main quota including, Whatsapp, Gojek, Facebook, Instagram & Youtube
- New sachet products to address market demand
- Set up WhatsApp Business number, 0818-8000-55 reachable every day during office hours
- Booster PRIO Bekerja&Belajar 30GB to access the Work from Home and Study from Home (WFH & SFH) apps for 30 days for just Rp50,000 and a first purchase of only Rp10
- New myPRIO DEAL (Device Bundling Plan) to meet greater data demand during WFH and SFH

### Business Segment Products and Services

- Mobile Communication (Mobile Plan, Business Convergence, Business Bundle seperti Infinet dan BIZ Bundling).
- Fixed Connectivity (Leased Line, VPN MPLS, Internet Corporate, VoIP).
- Internet of Things (Flexiot, Fleeteach, XL Hajj, NB-IoT).
- Cloud & Data Center (Data Center & Cloud Service).
- Mobile Ads & Big Data (Messaging Services, Display Services, dan Digital Rewards).



## Brand AXIS

**Packs:** BoostEdukasi, Boost Conference, Wartnet Owsem, Internet, Voice & SMS, Maburur

**Products:** Axis Pass, Hyphone, Kartu Perdana & Tarif, Bagi Pulsa.

### Apps & Content:

Axisnet, Game Buffet, and Galaxis

### Revamped customer journey

- New significant services and innovations incorporated in

digital app AxisNet

- Axis focus on service differentiation is further enhanced by new features like Emergency Quota and Extend number validity
- Significant increase in the sales of premium subscriptions for different content providers and mobile game tokens.
- AXIS introduced the new AXIS BoostEdukasi and Boost Conference to support the activities of students across all levels

- Full revamp of retailer app “Axis Mobile Grosir” and transformation of distribution enabling much more cost-efficient distribution

### Brand and go-to-market

Launched “Kompak Walau Berjarak” campaign followed with digital activities such as online campus, e-sports tournament, and digital music events.



## INFRASTRUCTURE VALUES

CAPITAL EXPENDITURE (CAPEX) amounted to

⬇️ **Rp6.1** trillion or down by 23% (yoy).

Data Network Coverage and Capacity Expansion, Especially Outside of Java  
Total Number of BTS Reached

**144,000** BTS

consisting of 54,297 BTS 4G, 53,235 3G BTS, and 37,235 2G BTS. The expansion drives XL Axiata's growth, especially outside Java.

In the past two years, the trend shows five-fold increase in data traffic in Java and threefold in region outside of Java. Until 2020, 80% of BTS are connected with fiber network.

### SHARP GROWTH IN DATA TRAFFIC

Total traffic reached

**4,869 Petabyte**

or 47% growth (YoY).

### HIGHLIGHT OF AWARDS

- Best in-class example of return on investment (ROI), Customer Experience Management (CEM) in Telecoms Global Summit 2020 from CX Network.
- 2020 Indonesia Mobile Service Provider of the Year, the Frost & Sullivan Best Practices Award
- Marketeers Youth Choice Brand of the Year 2020 for Live.On brand
- Best Data Technology for Business Solution Success with Big Data Analytics from the Indonesian Association of Big Data Analytics (ABDI)

### Environmental Management

Total increase of energy:  
**153,454 Gigajoule**

Energy Intensity:  
**605 Gigajoule/  
Petabyte**

Total increase of emission:  
**38,794 TonCO<sub>2</sub>eq**

Emission Intensity:  
**131.2 TonCO<sub>2</sub>eq/  
Petabyte**

## HUMAN CAPITAL VALUES

### AGILE EMPLOYEE

Managing a total of

**1,608 employees**

Millennial accounts for around 56% of total employees

Male to female employee ratio is 2.3

### Training Investments in 2020

Total training and workshops delivered in 2020 is

**Rp5 Billion**

### Recognition in Human Capital

XL Axiata CEO Dian Siswarini was selected as CEO of the Year in Bisnis Indonesia Awards 2020 and in Selular Awards 2020 as well as Indonesia Most Admired CEO from Warta Ekonomi.

## SUSTAINABILITY DEVELOPMENT VALUES

Giving Back to the Community – XL Axiata doing its part for the community while maintaining good performance:

- Throughout the Covid-19 pandemic, the Company has been supporting the society by providing free access to support virtual education as well as supporting remote working, **amounting to Rp115 billion**
- Developing Indonesia through Technology Democratization, not only in economy, but also developing the society and the environment through various digitalization program

### Government Collaboration Programs

- Together with the Maritime Research and Observation Center, Indonesian Ministry of Marine and Fishery, XL Axiata deployed Laut Nusantara app to fishermen and other stakeholders across Indonesia.
- Supporting education and the potentials of youth, XL Axiata and the Directorate General of Islamic Education, Indonesian Ministry of Religious Affairs, launched a Digital Remote Learning Program for Islamic-based Schools. **The program expects to reach 74,000 schools and 9.5 million students.**
- Supporting women empowerment, **XL Axiata's Sisternet Program and the Indonesian Ministry of Women Empowerment and Child Protection** launched a business incubation program for women, Sispreneur, targeting 200 women in rural areas.

### CSR Program

- Executed various COVID-19 response activities, from donating funds, giving away personal protective equipment, to giving donations to informal workers.
- Continued with the 9th edition of XL Future Leaders, a program that signifies XL Axiata's commitment to building Indonesia's human capital.
- Launched the app version of Sisternet to expand access.
- Provided high-speed Internet access support to schools through quota donation movement, Gerakan Donasi Kuota (GDK)
- Continued the Employee Volunteer Program, Bersama Bangun Negeri (Berbagi), a chance for employees to take part in the Company's various social programs
- Provided assistance to victims of floods in North Luwu, South Sulawesi. The Company brought food, medicines, and blankets.



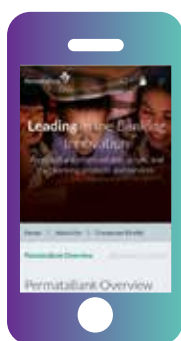
# CREATING VALUE FOR STAKEHOLDERS

## SUBSCRIBERS

### Number of Subscribers

Grew To **57.9** million

from 56.7 million in the same period of previous year.



### Smartphone User Penetration Increased to **89%**

or 51.5 million of total subscribers, contributing to growth of data revenue that now accounts for 92% of the Company's service revenues.

**BLENDED  
AVERAGE  
REVENUE PER  
USER (ARPU)**  
stood at Rp36.000 or up  
**2.86%** (YoY).

## Customer Experience

With customer experience in mind, XL Axiata has established the Service Management Directorate and Customer Experience & Service Operation Center (CE & SOC). The Company also regularly assessed customer satisfaction through internal survey and conducts a Net Promoter Survey (NPS) through an independent survey that measures customer experience and customer brand perception. Customer satisfaction score in 2020 was 88.5.

XL Axiata has continually enhanced the customer experience of XL and Axis brands by launching innovative products and services. The following highlights 2020 products and services:

- XL Priority Subscribers can enjoy PRIO flex, a balance top up feature to purchase extra booster and pay service bill. The Company also launched Prioritas booster packages, PRIO Booster Bekerja & Belajar, and packages myPRIO x Unlimited and New myPRIO Deal.
- XL subscribers can get th benefits of XTRA Unlimited

Turbo, educational packages and video conference packages priced as low as Rp1,000, and various products with shorter validity period for affordability.

- XL Home customers get to have their entertainment experience enhanced as the Company expanded partnerships with OTT providers such as Vidio and Netflix.
- Axis customers receive revamped ALifetime, which elevates customer experience with new features such as Emergency Quota and extended validity period,

as well as the Warnet packet, the hourly packet to support youth's access to the Internet. AxisNet is also gaining popularity beyond data, for instance to purchase mobile game tokens. Axis also extended partnerships with more than 80 content providers and game publishers.

- Both XL and Axis brands have increased significantly its NPS throughout 2020, being leaders in subscribers' satisfaction for its target segments by end of year.

## INVESTORS

**Profit for the year stood at Rp372 billion** or lower by 47.85% compared to Rp712 billion in 2019.

**Revenues and EBITDA amounted to Rp26,02 trillion and Rp13.06 trillion** respectively, representing 3% and 31% YoY growth.

## EMPLOYEES



Human capital development was oriented towards **building data and digital-savvy employees.**

In 2020, the Company designed its support activities for employees around mind, body, and soul.

XL Axiata has continued its aim to be the **preferred workplace of millennials.**

XL Axiata built the agility **to transform and adapt.**

## REGULATORS

### **XL AXIATA APPLIES THE ISO31000**

standard for Enterprise Risk Management (ERM). Implementation of Iso 27001:2013 Certification On Customer Data Protection.

### **RECEIVED INOVASI INDONESIA AWARD**

for the e-GMS Innovation from the IDX Channel, the Indonesian Stock Exchange.

## COMMUNITIES

**1 A SPECIAL FREE 2GB QUOTA/DAY** to access learning and working apps, such as Udemy, Ruang Guru, and Zenius, as well as several apps in Microsoft 365. College students can use the quota to access study materials online. XL Axiata has partnered with several high education institutions, such as Universitas Indonesia, Universitas Negeri Semarang, and Universitas Teknologi Sumatra to name a few.

**2 FREE ACCESS** to authorized COVID-19 information platform under the Indonesian Ministry of Health and the Jakarta Provincial Government as well as to access the COVID-19 hotline.

**3 PARTICIPANTS OF THE 9TH XL FUTURE LEADERS** have come up with tense of Internet of Things (IoT) projects in smart building, smart city, agriculture, maritime, transportation, and logistics. All projects are now in the prototyping and market validation phase.

## ENVIRONMENT

XL Axiata always considers environmental interest by expanding its 4G services using eco-friendly components and implementing energy-saving mechanisms where possible in its BTS. All products are safe and comply with regulatory standards, including the ICNIRP (International Commission on Non-Ionizing Radio Protection) rules

Smart energy consumption by adopting several policies, such as setting operational hours of air conditioning (AC) system, implementing Single RAN BTS that saves energy consumption by up to 60%, implementing Green BTS that reduces energy by up to 50%, and applying Hybrid System Charge Discharge Battery (CDC) in BTS located in areas without electricity – CDC saves diesel consumption up to 60%.



1

XL Axiata  
**In Brief**



# XL Axiata at a Glance

XL Axiata expanded  
its network of BTS to  
more than

**144,000**  
BTS towers

As many as 54,297 are 4G,  
**covering customers**  
**in 458 cities,**  
across nearly all  
Indonesian provinces.

Initially starting business as a trading and general services company established on 6 October 1989 under the name of PT Grahame Metropolitan Lestari. In 1996, the company entered the telecommunications field after obtaining a GSM 900 operating license and officially launching its GSM services, becoming the first private company in Indonesia to provide cellular mobile telephony services.

Later on, following a cooperation agreement with the Rajawali group and three foreign investors (NYNEX, AIF and mitsui), the Company name was changed to PT Excelcomindo Pratama.

In September 2005, the Company launched an Initial Public Offering (IPO) and listed its shares on the Jakarta Stock exchange now known as the Indonesia Stock Exchange (IDX). At that time, the Company was a subsidiary of Indocel Holding Sdn. Bhd., which is now known as Axiata Investment (Indonesia) Sdn. Bhd., which all shares owned by TM International Sdn. Bhd., ("TMI") through TM International (L) Limited. In 2009, TMI changed its name to

Axiata group Berhad ("Axiata") which later in the same year PT Excelcomindo Pratama Tbk. also changed its name to PT XL Axiata Tbk for synergy purpose.

Currently, the majority of XL Axiata's shares are owned by Axiata through Axiata Investments (Indonesia) Sdn. Bhd. (66.25%), Treasury Shares (0.53%) and public (33.22%). Therefore, XL Axiata is part of the Axiata group ("Group"), one of Asia's largest telecommunications groups. The Group's mobile subsidiaries and associates operate under the brand name 'Celcom' in Malaysia, 'Dialog' in Sri Lanka, 'Robi' in Bangladesh, 'Smart' in Cambodia, 'Ncell' in Nepal.

As a leading market player in Indonesia, XL Axiata provides services for retail customers and offers business solutions to corporate customers with wide network and service coverage throughout Indonesia. The services include Data, Voice, SMS and other value-added digital services. XL Axiata operates its network on GSM 900/DCS 1800, IMT-2000/3G, and is the first telecommunications operator in Indonesia to commercially launch

4.5G Ready on the 1,800 MHz spectrum.

XL Axiata also holds a content provider License, Internet Services Provider (ISP), Internet Interconnection Services License, voice Over Internet protocol License, Leased Line License.

XL Axiata continues to ensure top-notch quality of data experience to its customers with continued roll-out and upgrades of its network. XL Axiata's total BTS reached 144,000 BTS with 4G-LTE service now available in 458 cities across nearly all Indonesian provinces and with over 54,297 4G BTS.

XL Axiata is continuously committed to offer faster and stable connection by implementing 4.9G technologies – Massive MIMO, especially catered to outside Java island. This technology accelerates data transfer to provide a more convenience connection to customers.

## Vision

To be the most **preferred data connectivity provider** with high integrity in Indonesia

### Explanation:

- We commit to focus on Data Connectivity as a core competency of XL Axiata
- We provide easy accessibility to our connections
- We aspire to make this happen only within Indonesia
- We operate with high integrity

## Purpose

**We bring the world closer in a simple way** for a brighter life

### Explanation:

#### We

- This promise cannot be done alone by ourselves.
- Only through internal & external collaboration/togetherness, we can make this happen.

#### In a Simple Way

- Life is getting more and more complex for people, and we are here to simplify it by providing seamless experiences for all our stakeholders (The world at your fingertips).
- Simplifying adds value to people's life by saving their time, energy and money, which allow them to get more out of their life.

#### Bring The World Closer

- We enable and empower people to stay in touch or connect with their environment and create new possibilities.
- We are always close by to fulfill daily needs in people's life.

#### For A Brighter Life

We are committed to help people to continuously improve their lives in terms of welfare (economically) and wellbeing (fun, excitement, energy, inspiration and unleashing people's potential)



## Corporate Value



### UNCOMPROMISING INTEGRITY

Having high ethical standards, having no tolerance for unethical behavior.



### TEAMSYNERGY

Vigorously working together, ensuring all processes are done to achieve a common goal.



### SIMPLICITY

Doing our best to provide a solution that easy-to-use and beyond customer's expectations.



### EXCEPTIONAL PERFORMANCE

Always be enthusiastic in providing the best performance

# Corporate Objective & Business Activities



## Corporate Objective & Business Activities based on The Articles of Association

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

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

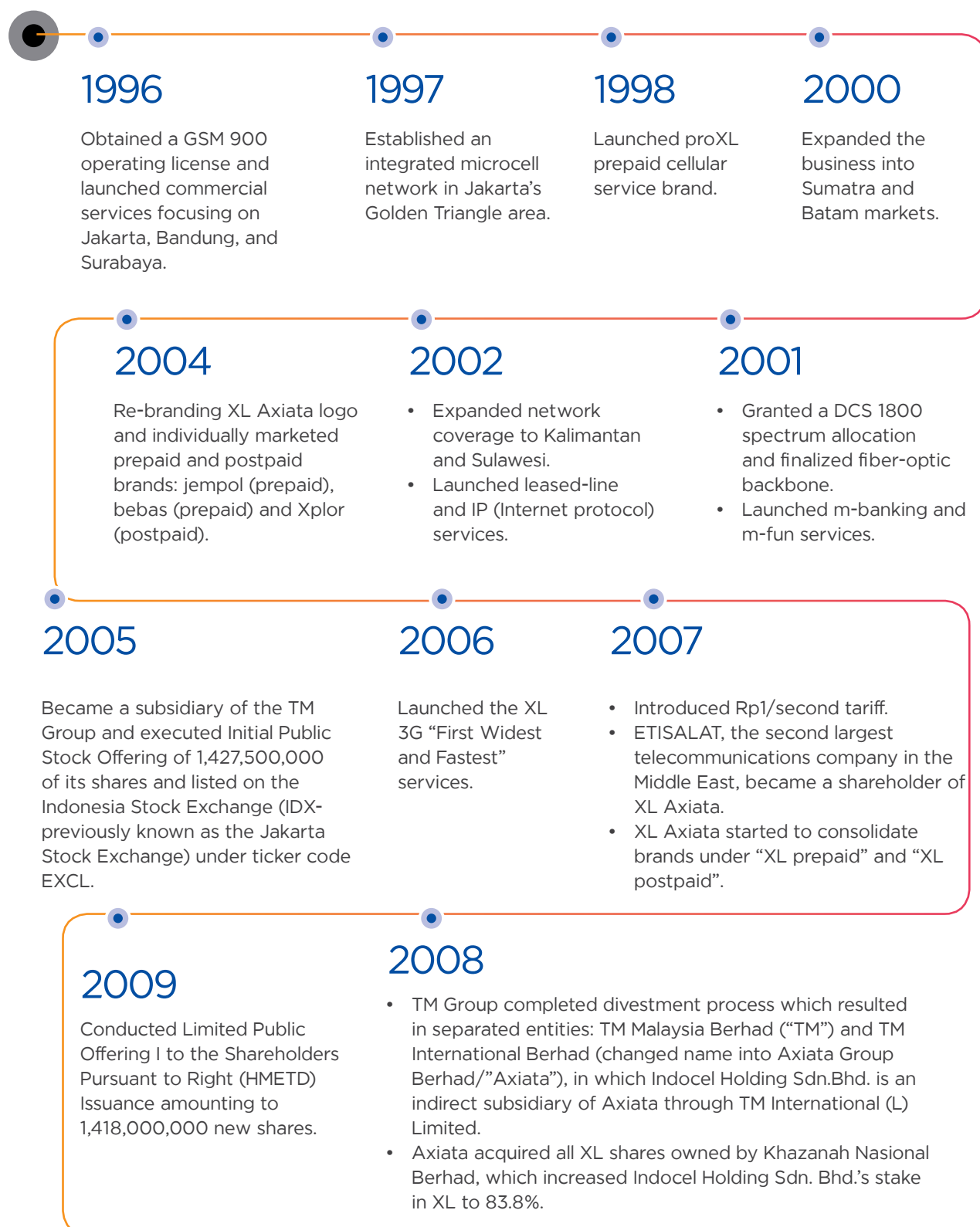
- a. Telecommunication business activities:
  - i. Telecommunication network provider including but not limited to:
    - Telecommunication activities with cable.
    - Telecommunication activities without cable.
  - ii. Telecommunication services provider including but not limited to:
    - Internet 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.

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:

- a. 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;
- b. 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;
- c. 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
- d. to provide other telecommunication services and networks including information technology services and/or networks.

# Milestones



## 2010

Majority shareholder of XL Axiata namely Axiata Investments (Indonesia) Sdn. Bhd. released a portion of shares (equal to 20% of total shares issued) through private placement in order to increase the public float.

## 2011

- XL Axiata embarked on a holistic transformation in business strategy to embrace the future Data business and to ensure long-term sustainability.
- XL Axiata moved marketing focus from affordability by launching new tagline, XLangkah Lebih Maju, which positions XL Axiata as a wider appeal to telecommunication consumers whose needs keep on increasing and more sophisticated against all services including Data.

## 2013

- XL Axiata is one of two cellular operators who won the tender selection for the third generation (3G) cellular frequency canal at the 2.1 GHz Radio Frequency.
- XL Axiata has proven that it is technically ready to adopt the 4G LTE (Long Term Evolution) technology. The Conference of the Asia Pacific Economic Cooperation (APEC summit) momentum in October 2013 provided XL Axiata an opportunity to test the extent to which the network is able to deliver 4G LTE
- XL Axiata and Saudi Telecom Company (STC) and Teleglobal Investment B.V (Teleglobal), a subsidiary of STC signed Conditional Sales and Purchase Agreement to acquire PT AXIS Telekom Indonesia (AXIS).

## 2012

- One of XL Axiata's major Shareholders, Etisalat, divested 9.1% of their share in XL Axiata through accelerated book-build offering to institutional investors. This led to increase in public floating share from 20.2% to 33.5%.
- XL Axiata continued its focus in Data business and invested further in end-to end network infrastructure, more than 11,000 new BTS successfully installed in 2012.

## 2014

- Following the approval from respective institutions, XL Axiata completed AXIS acquisition in March and further completed merger with AXIS in April.
- XL Axiata signed an Asset Purchase Agreement ("APA") with PT Solusi Tunas Pratama Tbk. ("STP"), the winner of tender of 3,500 towers held by XL Axiata, with a transaction value of Rp5.6 trillion. At the same time, XL Axiata and STP also signed a Master Tower Lease Agreement whereby XL Axiata agreed to lease back the towers, which had been sold to STP for a period of 10 years.
- Answering the public's needs for high-speed internet service, XL Axiata launched real mobile 4G-LTE (Long Term Evolution) test. This XL Axiata high speed internet service up to 100 Mbps is supported by Huawei and Ericsson.
- XL Axiata introduced a new logo that features a "peel off" concept. The new logo is meant to represent XL Axiata's commitment to eliminate barriers or open wider access to new opportunities to develop customers' maximum potential.

## 2016

- In its 20th year of operation, XL Axiata continues to focus on executing its “3R – Revamp, Rise & Reinvent” transformation agenda, with the “Rise” phase - moving the XL brand up the value ladder anchored on a superior data infrastructure to attract Data-savvy smartphone customers.
- XL Axiata continues to ensure top-notch quality of data experience to its customers with continuance of roll-out and upgrades of its network. XL Axiata’s total BTS count is now above 84,000 BTS with 4G-LTE service now available in close to 100 cities and areas across Indonesia and with over 8,200 4G BTS.
- In the 2H of 2016, XL Axiata rolled-out U900 services across the country utilizing the 900MHz frequency for 3G Data services which means better and wider coverage for 3G improving its network quality especially outside of Java.
- In conjunction with its 20th anniversary celebrations in October, XL Axiata also launched its Mobile Broadband (MBB) Product with options for individuals, homes and SMEs given the low fixed broadband penetration in Indonesia.
- XL Axiata remains innovative and is the first telecommunications operator in Indonesia to commercially launch 4.5G Ready on the 1,800 MHz spectrum.
- XL Axiata launched “XL Prioritas” services for the postpaid subscribers. Subscribers can enjoy three advantages from XL Prioritas, namely: Prioritised, In Control, and Worry- Free. These are new experience in communication, which in general cannot be enjoyed by prepaid subscribers. The new experience is delivered in both better services and network quality.
- Dual Brand Strategy Implementation: XL and AXIS.
- Final Stage of XL Logo transformation.
- PT XL Axiata Tbk successfully completed a USD 500 million rights offering which was fully subscribed by shareholders. The net proceeds of the rights offering was used to fully repay the shareholder loan extended by Axiata Group Berhad.
- PT XL Axiata Tbk. completed the tower sale and leaseback transaction with PT Profesional Telekomunikasi Indonesia (“Protelindo”) for the sale of 2,500 towers at a price of Rp 3,568 billion.

## 2015

- XL Axiata embarked on Business Transformation Agenda that began in early 2015, termed as the 3R Strategy; “Revamp, Rise up the value ladder & Reinvent”. Revamp, to shift subscriber acquisition (from ‘volume to ‘value’ subs) and business strategies to improve product profitability. Rise-up the value ladder, moving the XL brand up the value ladder and via a dual-brand strategy with AXIS to address different segments of the market. Reinvent, building on and growing XL Axiata’s adjacency businesses.
- The re-launch of AXIS cellular brand post merged with XL Axiata, offering new lifestyle of simple telecommunication services, in particular for telephone call, SMS, and Data/Internet services with economical tarif.
- XL Axiata launched commercial LTE services on the 1,800 MHz spectrum bandwidth. XL Axiata’s current LTE footprint has extended to 35 cities across Indonesia.



## 2017

- XL Axiata continues expanding its telecommunication service networks and data across Indonesia. Today, the Company has built a total of over 100.000 units of BTS (Base Transceiver Station). Of 101.000 BTS units, around 63% of XL Axiata BTS units are 3G & 4G to support data services and 37% are BTS 2G.
- Currently, XL Axiata 4G LTE network has reached 360 cities/ regencies across Indonesia, with more than 17,000 BTS 4G, and over 45,000 BTS 3G.
- Cooperated with the Ministry of Marine and Fisheries and Ministry of Communication and Informatics of Republic of Indonesia, XL Axiata encouraged the realization of “Nelayan Go Online” program with the Company’s apps, “Nelayan Pintar (NELPIN)” to all fishermen in several regions. This program has been held in among others Makasssar, Medan, Banda Aceh, Lampung, Banyuwang, and Sabang.
- XL Axiata launched “Gerakan Donasi Kuota” (GDK) to encourage both subscribers and public participation by donating their quotas voluntarily. The donation will be further channeled to augment the quality of education of schools throughout remote areas of Indonesia.
- XL Axiata signed the Conditional Sale and Purchase Agreement (“CSPA”) to divest all stakes in PT XL Planet (“elevenia”) including all shares in SK Planet Global Holdings Pte. Ltd. (SK Planet), to PT Jaya Kencana Mulia Lestari and Superb Premium Pte. Ltd. The strategic measure to divest its stakes in elevenia will enhance XL Axiata focus on its core strength and data services business development, aiming to become the market leader of mobile data service in Indonesia. Moreover, the decision will elevate its losses from elevenia and will enable the Company to allocate capital to deliver profitability for its shareholders and better services to its subscribers.
- In commemorating its 21st anniversary in Indonesia Telecommunication Industry, XL Axiata built a network infrastructure through the Universal Service Obligation (USO) program. The construction is currently simultaneously built in 4 provinces, and it’s expected to complete at least before the end of 2017. The network covers 40 points of Base Transceiver Station (BTS) located in mostly remote areas.
- XL Axiata fully engaged in the development of Marine Cable Communication System of Australia-Indonesia-Singapore, which connects

between Australia and Singapore through Indonesian waters. With the landing point in Anyer of Banten region, this system will provide internet access alternative from Indonesia to global network through Australia. Currently the development of 4,600km network is ongoing and will be ready operating in the third quarter of 2018.

## 2018

- XL Axiata commenced the USO (universal service obligation) telecommunication network across 40 locations in 4 provinces. As a result, the surrounding communities are able to benefit this service for their daily life activities.
- A breakthrough product launched by XL Axiata, “XL Home POW!” a super fast internet broadband service. The new product offers up to 300 Mbps speed access – with just Rp 300.000/month, the customers can also enjoy TV Android services.
- XL Axiata inaugurated the “Customer Experience & Service Operation Center” (CE & SOC). This integrated services quality monitoring center located in XL Axiata Tower South Jakarta will become the main focus for the Company to ensure premium quality services, so as to address increasing subscribers and service traffic. The new center aims at facilitating the Company in monitoring services dynamics due to the increasing data/internet services, including customer behavior toward certain services.
- To adopt the latest digital technology for public service, XL Axiata and the Ministry of Communications and Informatics with DKI Jakarta Municipality present a pilot project of 5G basis and WiGig. Presented at around Old City of West Jakarta, the 5G technologies and Wireless Gigabit (WiGig) are offered at several activities within the city’s environment.
- Laut Nusantara Apps, collaboration between the Marine & Research Observation Center, Marine & Fisheries HR & Research Center, Marine & Fisheries Ministry with XL Axiata has successfully launched digital apps that can elevate productivity and safety of fishermen communities of Indonesia. Built under Android

ops system, this apps is 100% of Indonesian made, with full support of the Marine & Research Observation Center on marine data required by the fishermen. The aspects of information within the Laut Nusantara Apps are mostly needed by small fishermen, which include catchment areas, fishing availability at ports, to weather conditions at sea.

- The Minister of Communication and Informatics Rudiantara and Minister of Industrial Affairs Airlangga Hartarto with XL Axiata President Director Dian Siswarini inaugurated the IoT Lab called X-CAMP in Jakarta. This Lab will become a meeting forum for all stakeholders to jointly develop the IoT ecosystem in Indonesia from idea generation to business implementation.

## 2019

- XL Axiata together with Vocus Group and Alcatel Submarine Networks have successfully completed the Australia-Indonesia-Singapore cable communication system (SKKL) development project. The development project that began in December 2017 was completed in the third quarter of 2018, immediately utilized in October 2018 and run commercially in early 2019.
- Continued capacity expansion. XL Axiata focus on coverage and capacity expansion has led to XL Axiata's BTS count rising to more than 130,000 BTS with more than 40,000 4G BTS. XL Axiata increased focus in ex-Java investment and also invest in fiberisation of its network to handle rising data network. XL Axiata began serving the community in the Province of East Nusa Tenggara (NTT) by expanding the reach of quality data services in the province; XL Axiata activates the 4G LTE network in Anambas Islands, Riau Islands. By utilizing the Western Palapa Ring backbone network, XL Axiata realized its commitment to serve the people of Indonesia to remote areas, including the outermost islands that entered the South China Sea region; XL Axiata continues to build 4G LTE data networks in Kalimantan; XL Axiata continues to improve the quality of data services in all its service areas, including Sulawesi.
- Princeton Digital Group (PDG), investor, developer and operator of internet infrastructure based in Singapore supported by Warburg Pincus, has reached an agreement to acquire a 70% ownership in the XL Axiata Data Center service business portfolio. XL Axiata has five high-quality Data Centers spread all over Indonesia. The Associate created for the partnership, called the Princeton Digital Group Data Centers, will support the strategic existence of PDG in Indonesia as the largest digital economy in Southeast Asia by 2025. This company will become a Data Center operator with significant growth capability to serve companies hyperscalers, domestic unicorns, corporations, and telecommunications companies.
- XL Axiata continues to finalize preparations 5G service in the future. Various preparations have been carried out since the last two years, especially in preparing the supporting ecosystem. One of them is to prepare a large capacity data network by doing fiberisation throughout the network. XL Axiata continues to strengthen the ecosystem and utilize the development potential of the Internet of Things (IoT) business solutions to meet the Industrial 4.0 era. One of the efforts is by commercially launching the Narrowband IoT (NB-IoT) technology network in 31 cities/districts in Indonesia.
- XL Axiata will continue to develop telecommunications and data networks in remote areas through the USO (Universal Service Obligation) scheme in 2019. Network development that focuses on remote areas as a company support to the government in the distribution and provision of telecommunications services in areas that have not yet been reached by telecommunications and data services, which is also in line with XL Axiata's plan to continue to develop network infrastructure to areas outside Java. This year's USO network development by XL Axiata includes 289 points in various provinces which are mostly included in Eastern Indonesia, including in the Province of East Nusa Tenggara (NTT).
- XL Axiata continues to try to reach the corners of the country so that they can participate in national development. At the end of 2019, three more USO BTSs will start operating in several remote areas, namely Natuna in Riau Islands Province, Musi Rawas in South Sumatra, and West Coast in Lampung.

## 2020

- With USO (Universal Service Obligation) scheme, XL Axiata operates its 4G networks in 3T areas (frontier, outermost, and disadvantaged) located in Bandar Dalam Village, Bengkunt Belimbing Sub District, Pesisir Barat Regency, Lampung.
- XL Axiata announced the winner of XL Axiata's tower telecommunication sales amounted to 2,782 tower telecommunication and release of the XL Axiata's land where part of the tower locations was valued at Rp4,050 billion. The two winning companies are PT Profesional Telekomunikasi Indonesia (Protelindo) and PT Centratama Menara Indonesia (CMI). The agreement for the sale transaction was held on 7 February 2020. Based on the agreement between XL Axiata and the winners, the final result of the total sale and purchase implementation as well as the transfer of telecommunication towers was 2,688 telecommunication towers with a total value of Rp3,806 billion.
- XL Axiata announced share buy back program valued at Rp500 billion in the stock market for the period of three months from 7 April 2020 until 6 July 2020. The share buy back program aims at sending positive signal to the market and creating trust for XL long term prospect.
- To optimize Sisternet capability in reaching all women from all communities, XL Axiata builds digital apps to provide convenient access for anyone that uses Sisternet program. The Minister of Women's Empowerment and Child Protection of Republic of Indonesia, Bintang Puspayoga joined Dian Siswarini, President Director & CEO XL Axiata to launch the online Sisternet application in Jakarta.
- XL Axiata and Google Cloud announced two strategic partnership initiatives for the continuation of digital transformation journey while serving ever changing needs of million of companies that become part of Indonesian economy which is in a rapid change to digitalization. Continuing the hybrid-cloud strategy, XL Axiata and Anthos targeting to switch 70% of its work-loads to cloud within the next three years. This is done by adopting modern application management platform from Anthos-Google Cloud to securely and consistently automate, manage, and scaling the work-loads in hybrid/multi cloud environment.
- Completing its digital service with the latest technology, XL Axiata's networks are ready to serve Voice over LTE (VoLTE). Initially, XL Axiata networks are ready to provide VoLTE in Jakarta, Tangerang, Medan, Surabaya, Malang, and Sidoarjo, On the preparation of VoLTE service, XL Axiata cooperates with technology partners, Ericsson and Huawei, for radio and core networks.
- XL Axiata becomes the first telco company in the South East Asia that applies SAP S/4 HANA Cloud. This is a part of the company's strategy to become a pioneer in telco industry and to lead in digital transformation for end-to-end operations.
- XL Axiata develops Internet of Thing (IoT) based solution for agriculture aimed at improving post-harvesting coffee quality. The precision farming solution is called "Smart Coffee Monitoring" made to initiate measurement and reliable practices in the coffee post-harvesting process. The program consists of variable data that influencing such process.
- XL Axiata launched Live.On – a new digital telecommunication brand that offers convenience for the users to fully control their data use. All Live.On pack consists of one big data quota for all apps, network and usage duration without compromising speed, accumulation of data balance up to 1,000GB, and 100% digital service that enable the users to order, pay, activate, control the pack and contact the customer service (not bot!) from one application.
- myXL revamps and enhances its services to provide convenient and better facilities for its subscribers, which include 3 aspects; simple, fast and personal. This will enable an easier use of myXL, faster process and experience, and it becomes personal for the users.
- XL Axiata develops precision farming solution called "XL Smart Aquaculture" dedicated to fishermen communities, which aimed at improving fish and shrimps farming quality. Following the implementation by few grouper and shrimps farmers in East Java, the productivity level was increased to an average of 20%.

- Giving back program of free 2GB/day, following the government decision to extend emergency response in preventing Covid-19 spread. All XL Axiata subscribers with XL, AXIS, XL PRIORITAS cards, including XL Business Solutions corporate clients and XL HOME Wireless home internet can use the program by activating the myXL, myXL Postpaid, or Axisnet apps. Moreover, XL Axiata also added coverage for universities where the students can access their study material online by utilizing this program, including to provide free access to Hotline Covid-19 call center.

XL Axiata also supports Long Distance Study by providing thousands of Free Internet Pack for students in various regions across Indonesia. The students and teachers are able to access and sending study materials with this free internet pack, such as through Whatsapp, Microsoft Teams, Zoom, Google Meet, Google Hangout, serta Google Classroom. Moreover, the facility can also be used to access Udemy, Ruang Guru, Zenius, Sekolahmu, and access to Rumah Belajar of Ministry of Education and Culture in the website <https://belajar.kemdikbud.go.id> and Spada Indonesia of Ministry of Education and Culture in <https://spada.kemdikbud.go.id> or <https://lmsspada.kemdikbud.go.id/>.

**Donation of Personal Protection Equipment (PPE)**  
XL Axiata and its employees donated thousands of personal protection equipment (PPE) of hazmat uniform for hospital medical staffs handling Covid-19 in both Jakarta and other cities.

Basic foods packages for informal workers  
Personal protection packages for journalists, fishermen, workers  
Total donation provided by XL Axiata was over Rp158 Billion.

- XL Axiata is gearing up to continue its preparation for the implementation of 5G services. Several initiatives are taken to improve network capacity and efficiency covering radio, transport, and core. Several 5G trials have also been done since 2017 to date. One of the trials was Dynamic Spectrum Sharing (DSS) 4G/5G, which enable utilization of similar spectrum for 4G and 5G services.

- XL Axiata is the first listed company in Indonesia that implement GMS with e-RUPS (electronic RUPS), for its Annual GMS on 18 May 2020.
- XL Axiata executed cash dividend payout to the shareholders pursuant to the resolution of AGMS on 18 May 2020. The cash dividend was valued at maximum 30% from profits of 2019 fiscal year at around Rp213,024 billion or Rp20 per share. The cash dividend distribution was carried out on 17 June 2020.
- On 18 September 2020 and 11 December 2020, the Company signed Assets Purchase Agreement ("APA") and Master Lease Agreement ("MLA") with PT Dhost Telekomunikasi in which the Company intended to sell and leaseback 196 and 150 indoor telecommunication infrastructure assets (picocells), respectively. On 21 December 2020, the Company has completed sale and leaseback of 143 picocell sites.







## 2 Management Reports



# Board of Commissioners' Report

Acknowledgment of the Company's performance is reflected in, among others, a prestigious award for "The Best Issuer in the Telecommunications Sector" from Bisnis Indonesia in December 2020.

DR. MUHAMAD CHATIB BASRI  
President Commissioner



The world faced tremendous and unprecedented challenges in 2020. However, with resilience, agility, and optimism, the Company was able to adapt and record growth while maintaining its commitment to society. The Company contributed to the country's recovery efforts amid the challenging situation.

## Dear Esteemed Shareholders,

We are pleased to present the oversight report on the management of PT XL Axiata Tbk for 2020. As we know, the Company has consistently delivered solid performance over the years. Particularly, with the global COVID-19 outbreak, the Company's achievements in 2020 deserve special note and

## 37% growth in the number of new consumers

of services available via internet connections in Indonesia.

**A remarkably high demand stimulated the information and telecommunications market, as evidenced by**

**a 10.58% growth,**

**in the ICT sector**

appreciation. On behalf of the Board of Commissioners, please allow us to walk you through the Company's journey during the year.

### Performance Assessment

The COVID-19 pandemic has brought the global economy into deep contraction. In Indonesia, economic contraction began in the second and third quarters of 2020, with growth recorded at -5.32% and -3.49%, respectively, compared to the same period last year (yoy). Nevertheless, the growth rate in the third quarter showed some improvement. This suggested a potential recovery, although we still need to be cautious considering that the pandemic is not yet over and the level of uncertainty is still high.

It is immediately evident, however, that the pandemic has accelerated digitalization across all segments of the population. The adoption of applications and internet connections are increasing rapidly, not only for tertiary needs and entertainment but also for primary needs such as food and education, and even the need to have social connections. A report prepared by Google, Temasek, and Bain & Company showed 37% growth in the number of new consumers of services available via internet connections in Indonesia. Of these new consumers, 93% will continue to use at least one digital service post-COVID-19. The report also revealed that growth in the e-commerce and media sectors offset the contraction experienced by the transportation, food, and travel sectors—the three sectors with sharp declines. From the

geographic perspective, the report stated that 56% of the total number of new internet users in Indonesia are from non-metropolitan cities.

These situations provided both opportunities and challenges for players in the telecommunications industry like XL Axiata. A remarkably high demand stimulated the information and telecommunications market, as evidenced by a 10.58% growth in the ICT sector—one of a few sectors that recorded positive growth in 2020. On the other hand, this critical time has put infrastructure readiness, network quality, and customer service quality to the test.

In our view, the Board of Directors successfully led and managed the Company during this time. Internally, the Company mitigated impacts of the pandemic by immediately applying the work from home policy. In doing so, employees were facilitated with proper work equipment and health packages. Externally, the Company focused on enhancing its digital services and designing data packages to support the people's need to work and study from home.

The Company's success in mitigating the pandemic also reflected the sound digital transformation that it had started. Business process digitalization, such as automated finance and human capital management systems, sales, and customer service are especially impactful for the Company's operations during the pandemic. There are other aspects included in the Company's digitalization journey, such as branding,

## 144,000 BTS towers as of end of 2020

growth in market share to 19.6%, the number of customers to 57.9 million, and smartphone penetration to 89%.

The Company was awarded in the Asia's Most Influential Companies and Top Community Care Companies in Asia categories at the 2020 Asia Corporate Excellence & Sustainability Awards (ACES) and received Honorable Mention in the "Community and Industry Engagement" category at the 2020 Asia-Pacific WEPs Awards organized by UN Women Indonesia.

distribution model, advertising, and product offerings, as a way for the Company to address market preference and staying ahead of the competition with innovation as its DNA.

XL Axiata's acumen in identifying strategies delivered satisfactory results. Infrastructure and service readiness—with a total of over 144,000 BTS towers as of end of 2020—resulted in growth in market share to 19.6%, the number of customers to 57.9 million, and smartphone penetration to 89%. Blended ARPU also increased to Rp36,000 compared to the same period last year. These figures are reflected in the Company's financial performance. Service revenue grew by 6% to Rp24.13 trillion, EBITDA increased by 31% to Rp13.06 trillion, and normalized net income after tax was recorded at Rp679 billion. Overall, the Company had a sound balance sheet. In terms of liquidity, the Company currently has no loans denominated in USD and 67% of loans, bonds and sukuk have floating interest rates.

Besides operational and financial performance, the Company's social and environmental contributions also deserve to be mentioned. In collaboration with other entities, the Company responded to the health crisis by donating personal protective equipment (PPE) to medical workers, donating funds to informal sector workers, and donating staple food packages. The Company supported the National Disaster Management body sending SMS blast containing essential health information,

and providing its subscribers free access to official crisis response website and hotline. Moreover, as employees and students are now based at home, the Company donated 2GB of data per day to keep them connected. At the same time, the Company continued its community empowerment initiatives, such as the annual XL Future Leaders program and the Sisternet program.

As a result, the Company was awarded in the Asia's Most Influential Companies and Top Community Care Companies in Asia categories at the 2020 Asia Corporate Excellence & Sustainability Awards (ACES) and received Honorable Mention in the "Community and Industry Engagement" category at the 2020 Asia-Pacific WEPs Awards organized by UN Women Indonesia.

## Business Prospects

Based on current developments, we believe that the telecommunications industry, and particularly the Company, have ample room for growth. Geographically, areas outside of Java offer significant potential. A 2020 survey conducted by the Indonesian Internet Service Providers Association (APJII) showed that 55% of internet users are concentrated in Java. It indicates potential opportunities for the Company to expand in other regions, maintain a solid performance, and remain the Strong #2 operator in Indonesia.

With the internet becoming a primary need, innovations in service to attract and retain customers will be increasingly important. We believe that the

Company's vision to become a truly converged operator will enable the Company to satisfy consumers' needs in the future. The Company has also made preparations for the future by building 5G infrastructure and digitalizing services and work processes.

## Corporate Governance Practices

The Company consistently implemented good corporate governance (GCG) practices. Policies aimed at instilling the values of integrity and regulatory compliance, such as anti-bribery and anti-corruption policies, were intensively promoted. There were also policies on gifts, donations, and sponsorships. We believe that integrity in doing business contributes to the Company's solid performance over the years.

To enhance our compliance performance, a new committee under the Board of Commissioners was established in 2020, namely the Board Risk & Compliance Committee (BRCC). BRCC's mandate is to ensure there are robust processes in place to identify,

assess, and monitor key areas of enterprise risk management, cybersecurity, privacy, ethics and integrity compliance, and regulatory compliance. Some of these areas were previously handled by the Board of Audit Committee; with BRCC on board, each committee can now focus on their specific areas and perform even stronger.

The Company is continuously improving to more effectively implement GCG, such as through the digitalization that enables the Company to increase transparency in dealings with internal and external stakeholders. The Company became the first publicly listed company to hold a virtual general meeting of shareholders (GMS) in 2020. Further, in 2020 the Company received the international recognition as the Winners of ASEAN Corporate Governance Scorecard, (the TOP 10 Highest ASEAN Asset Class) based on OJK Report of Domestic Scoring Result 2019 ASEAN Corporate Governance Scorecard Implementation.

## Changes in the Composition of the Board of Commissioners

The Annual GMS held on 18 May 2020 approved Dato' Mohd Izzaddin Idris and Dr. Hans Wijayasuriya's appointment as commissioners, who succeeded Kenneth Shen and Peter J. Chambers, respectively.

## Appreciation

The Board of Commissioners would like to express our appreciation to the Board of Directors, shareholders, customers, employees, and stakeholders. We believe that with your support and trust, the Company will get through the crisis and emerge even stronger.

**Jakarta, 30 March 2021**

On behalf of the Board of Commissioners



**DR. MUHAMAD CHATIB BASRI**  
President Commissioner

# Board of Commissioners

Dr. Muhamad Chatib Basri

President Commissioner



Vivek Sood  
Commissioner



Dr. Hans  
Wijayasuriya  
Commissioner



Dato' Mohd  
Izzaddin Idris

Commissioner



Dr. David  
Robert Dean

Commissioner



Tan Sri  
Jamaludin bin  
Ibrahim

Commissioner



Julianto  
Sidarto  
Independent  
Commissioner



Yasmin Stamboel  
Wirjawan

Independent Commissioner



Muliadi Rahardja  
Independent Commissioner







# Board of Directors' Report

Despite the unprecedented situation in 2020 impacted by the pandemic, I am pleased with our good performance during the year. This was a result of continued focus on our strategy through the principles of Operational Excellence.

DIAN SISWARINI  
President Director & CEO

We are also proud to have played our part in supporting Indonesia through this difficult time with our health and safety efforts and helping to build the digital economy. We aim and hope to do even better in the coming years.

## PERFORMANCE HIGHLIGHTS

With our persistence in executing our strategies and promoting efficiency in almost all business lines, XL Axiata was able to record growth throughout 2020.

**Revenue increased by 3% yoy to Rp26.02 trillion**

while EBITDA grew by 31% yoy to Rp13.06 trillion.

**Revenue from data services increased by 11% yoy**

contributed 92% of total service revenues.

**The total number of BTS reached 144,000**

**The total number of customers increased to 57.9 million**

followed by an increase in smartphone penetration rate to 89% and blended ARPU to Rp36,000.

## MARKET OVERVIEW

The Covid-19 outbreak in 2020 made it a historic year that was particularly challenging, not only for specific countries, regions, or industrial sectors, but for the world and almost all business sectors. Declared a global pandemic by the World Health Organization (WHO) on 11 March 2020, this disease abruptly halted the domestic and international flow of goods and passengers. The impact of this phenomenon has gone far beyond the health sector; employment, education, and development have also suffered because of the pandemic.

Indonesia was officially declared to be in a recession after two consecutive periods of negative growth in 2020: -5.32% year-on-year (YoY) in the second quarter and -3.49% YoY in the third quarter. Almost all business sectors experienced a contraction, with the transportation and warehousing sectors experiencing the deepest contraction. From the consumption side, challenges such as stagnating business performance to closures have caused some people to lose their jobs, negatively affected household consumption—this is a sector that usually supports the Indonesian economy. In the third quarter of 2020, household consumption was recorded at minus 4.04% YoY.

During this challenging time, government spending played a dominant role, with public budget consumption grew by 9.76% YoY in the third quarter of 2020.

Information and Communications was one of the few sectors that showed positive year-on-year growth, respectively 9.80%, 10.88%, and 10.61% in the first, second, and third quarters of 2020. It demonstrates the significant role of this sector in people's lives, especially during the pandemic. Even though physical activities are limited, communications and coordination must continue. Working and studying from home has become a daily reality for many people, including our employees. This situation has accelerated the development of digitalization and consumer demand for Data services.

The latest survey from the Indonesian Internet Service Providers Association (APJII) showed an increase in the number of internet users in the second quarter of 2020 to 196.7 million people, which is 73.7% of Indonesia's population. The highest number of internet users is in Java, which accounts for 55.7% of total users, while the lowest number of users is in Maluku and Papua with 3% each. The internet is mainly

accessed via smartphones. According to the APJII survey, 73.2% of respondents rely on smartphones, and cellular operators have become the primary choice to get connected for 97.1% of respondents. This data also showed growth opportunities in markets outside Java. It is in line with a statement from the Indonesian Telematics Society (MASTEL) that indicated more than 70 million Indonesians are without internet access, with some of them outside of Java. Also, there are opportunities to expand the coverage of fixed broadband services and increase smartphone penetration.

Considering the conditions mentioned above, the Company chose to remain optimistic amid these challenging situations and focus on the various opportunities that exist, both new opportunities and opportunities to improve the services we already have. We are ready to support the development of a digital society as the Strong #2 cellular operator while continuing our journey to become a fully converged industry player. We also continue to support the Indonesian people in this trying time while preparing the organization to welcome a new future after the pandemic.

## STRATEGIC OBJECTIVES

In the long term, our main strategy is to achieve operational excellence to become the first fully Converged Digital Player in the Indonesian telecommunications industry. To achieve this vision, we set short- and medium-term goals that include digitalizing the mobile business and increasing our broadband presence. The realization of the first goal means digitizing our brand, namely XL, including Prioritas and Axis. We offered a digital distribution model, increased the utilization of digital advertising, and digitalized customer service. The Company's digitalization strategy is in line with the needs of today's society. Consumer behavior and preferences in interacting with various types of services have changed drastically because of Covid-19. We believe this change will last even after the outbreak ends. In terms of our presence in areas outside Java, our attention to the ex-Java market started in 2016. We are confident that we will continue to record growth outside Java, thanks to the Company's infrastructure readiness.

Furthermore, to expand our market share by better meeting customers' needs, we carried out various programs throughout 2020. Under

the XL brand, we launched the XTRA Unlimited Turbo in March 2020. This package was designed for prepaid customers and aimed to help them stay connected at high speed to the leading applications after the main quota runs out. We also offered educational and video conference packages to support work and study from home at affordable prices starting from Rp1,000. As well as a response to prepaid customers' needs for more cost-friendly products, we provided a range of products with shorter validity periods.

For XL PRIORITAS customers, in early 2020, we launched our latest innovation, PRIO Flex, a top-up balance feature that enables customers to buy booster packages and pay service usage bills. Then, in April, we launched a special booster package for PRIORITAS customers, PRIO Booster Bekerja & Belajar (Work & Study), which aimed to accommodate the needs of families to do activities from home. In September, we again strengthened our main PRIORITAS product and launched myPRIO X Unlimited, a monthly package, and the New myPRIO Deal, which is bundled with the purchase of a device.

Meanwhile, the AXIS brand continued to strengthen and refine its proposition to be a leading brand for Indonesia's youth. AXIS's focus on digital services and its customer-focused policies have made AXIS a reliable operator among young people. To support students' educational needs, AXIS launched data packages specifically for educational purposes. Also, committed to ensuring continuous connectivity, we launched the economical Warnet (Internet Café) packages that have a validity period of one hour to enable young people to keep accessing the data services they need. AXIS also expanded its partnerships and now has more than 80 partners from the content and gaming provider industry. These partnerships have allowed AXIS to complement its portfolio of services for targeted segments. Furthermore, AXIS's digital campaign "Kompak Walau Berjarak" (Remain Solid Despite the Distance), which organized activities such as online campuses, e-sport tournaments, and digital music events, was considered one of the most successful digital campaigns in the industry.

We also expanded partnerships with content providers, such as Vidio.com and Netflix, for XL HOME customers. For the Enterprise segment, we strengthened collaboration services, Cloud Services, and the Internet of Things to answer

customer needs in this segment by providing digital services, increasing the effectiveness of collaboration between employees, and achieving efficiency in corporate spending.

We also launched a new brand in 2020 on the Company's 24th anniversary. "Live.On" is our fully digital brand and it targeted the more sophisticated digital consumers who demand a more distinctive digital experience. With Live.On, consumers could place orders for, purchase, activate, and control packages, as well as make contact with customer service, all within one application.

Besides Live.On, on the same day, we also launched New myXL with new features and an improved user interface. It is part of our broader digitalization efforts across all forms of customer service. AxisNet, AXIS's customer service, was also improved and had more features added. We recorded a significant increase in sales through this channel – not only data plans, but also purchases of content subscriptions and gaming tokens.

On the sales side, we wholly updated the AXIS Mobile Grosir application for distributors and small retailers. We also created a digital platform to streamline the management of the sales force, sales channels, and partnerships, as part of the execution of our long-term strategy concept: "Anyone can sell." The pandemic has driven us to accelerate the implementation of this strategy. However, we have found the benefit of a more interactive and effective interaction with retailers.

We launched a new brand in 2020 on the Company's 24th anniversary. "Live.On". On the same day, we also launched New myXL with new features and an improved user interface. It is part of our broader digitalization efforts across all forms of customer service.

The provision of all the services mentioned above requires reliable infrastructure. The pandemic does not prevent the Company from continuously building its network. The preparation of facilities and ecosystems for the adoption of 5G technology is also ongoing, including through the network fiberization process.

With all the initiatives we carry out, we believe the Company can create added value for all our stakeholders and maintain its position as the Strong #2 Operator. This year's report theme, "Transform Faster to Emerge Stronger – Giving Back to the Nation", aptly points to XL Axiata's 2020 journey, which was colored by transformation, efforts to build better and continue to provide positive contributions to all communities.

## PERFORMANCE SUMMARY

On financial performance, the implementation of a good business strategy is reflected in the recorded growth and the sound balance sheet. The cash balance increased was resulted from tower sale proceeds, while the Free Cash Flow (FCF) was also at the sound level of Rp6.5 trillion, a 76% increase compared to previous year.

Service revenue was recorded at Rp24.13 trillion, grew 6% compared to the same period in previous year. Data services grew by 11%, contributed 92% of total revenues. On EBITDA, we successfully recorded Rp13.06 trillion, or rose by 31% and total revenue up 3% from the previous period, with normalized net profit after tax of Rp679 billion. Operating expenses decreased by 15%, which mainly due to lower infrastructure costs as a result of PSAK 73 adoption and lower marketing costs following the increased intensity of our using digital channels.

We believe this achievement was the result of our focus on providing the best data experience for customers. Data traffic increased 47% from 3,320 Petabytes to 4,869 Petabytes, accompanied by growth in the total number of customers from 56.7 million in the previous year to 57.9 million. Smartphone penetration as a percentage of total customers reached 89%, up from 88 percent in the previous quarter. Blended ARPU also increased from Rp35,000 to Rp36,000.

Furthermore, in 2020 we recorded a total of more than 144,000 Base Transceiver Stations (BTS) in operation, an increase of around 11% from the same period in previous year.



As many as 54,297 of these BTS units are 4G BTS. Base on coverage area, the Company's 4G network served customers in 458 cities and regencies in almost all provinces in Indonesia.

Internally, we were transforming our business to better suit our goal of becoming a Converged Digital Player. We are proud to report that the adoption of remote work and virtual team collaboration resulted in increased employee productivity. The shift in the way we work was performing relatively efficiently despite being carried out during the pandemic. It demonstrates our agility and proves that Operational Excellence continues to be part of our DNA as a company.

We identified several significant challenges during 2020. First of all, the economic and mobility challenges created by the pandemic lowered people's purchasing power and limited movement. Second is market competition: We noted that the market became aggressive, and all operators were putting much effort into customer acquisition and retention. Economic recovery may not go as fast as expected. Broadly speaking, we strove to minimize the negative impact of challenges we faced, while maintaining business continuity.

## OPERATIONAL SUMMARY

Knowing the importance of human capital, at this time more than ever, our overall strategy is to maintain our reward competitiveness in the market, and to intensively build the leadership of our key talents. We also offer to our employees, who come from different generations, the flexibility to choose the personal development and learning paths that resonate the most with their interests. Additionally, in this critical time, we watch out for the safety of our employees first by following the government's and health authorities' advice to work from home and secondly by implementing health protocols in our operations. Nevertheless, we wanted to ensure that we took the appropriate measures for continued optimum engagement and productivity levels. We also viewed this situation as providing momentum to explore digitalization opportunities in our work processes.

This was evident in our online training and development activities, where we benefitted from platforms such as LinkedIn Learning, Coursera, and e-LMS (Electronic Learning Management System). To further support our employees during the pandemic,

we also developed a personal development program that addressed the needs of the mind, body, and soul. For the mind we put forward evidence-based health information, for the body we promoted the value of exercising, and for the soul we focused on mental health. In total, we organized 1,948 classes comprising 1,872 online self-learning classes and 75 in-class and webinar sessions, with a total of 2,352 unique participants.

All human capital initiatives contributed to building a work culture based on trust, agility, and adaptability. The pandemic has shown us that the ability to adapt, in any situation, is crucial for the survival of not only large corporations, but anyone – including individuals. We also always promote the values of integrity to our employees. In 2020, we made sure that all employees were trained on the Anti-Bribery and Anti-Corruption (ABAC) policies.

With respect to our good corporate governance (GCG), we are pleased to say that our digitalization efforts included the GCG system. Building upon previous years' initiatives, such as the use of QR codes to access meeting materials and online registration systems for participants, in 2020 we managed to organize our first electronic General Meeting of Shareholders (GMS), or e-GMS. Here, XL Axiata again showed its pioneering spirit – in the Indonesia Stock Exchange we are the first publicly listed company to hold an e-GMS. We believe in the many values of the e-GMS in the long run, including strong protection of minority shareholders' rights. Without geographical constraint, all shareholders can use their voting rights wherever they are.

Our e-GMS, held on 18 May 2020, approved the distribution of dividends from our profits in the 2019 financial year at 30% of the normalized profits. In numbers, this translated to a total of Rp213,024 billion equal to Rp20 per share. The Meeting also approved the appointment of Mr. David Arcelus Oses as a new director, succeeding Mr. Alan Russell Bonke. Other changes to the composition of the Board of Directors occurred in the Extraordinary GMS on 27 October 2020; the Meeting approved the appointments of Mr. Budi Pramantika, who assumes the position previously held by Mr. Mohamed Adlan bin Ahmad Tajudin, and of Mr. I Gede Darmayusa as a new director. We are confident that these changes will bring XL Axiata to a new level of achievements in the future.

In terms of our social and environmental contributions, XL Axiata's commitment to Indonesia is reflected in our goal "to Develop



Indonesia through Technology Democratization". We realize that the life of a modern society is inseparable from digital technology advancements. Not only can digital technology help build the economy, it can also create social advancements and preserve the environment, as shown by the four pillars of our sustainability strategy: Building Prosperity, Nurturing People, Process Excellent, and Planet and Society. The strategy is part of XL Axiata's contribution, as a private sector entity, to the attainment of 17 Sustainable Development Goals by 2030.

We also supported the efforts to respond to the Covid-19 pandemic by giving donations to the National Disaster Management Body (BNPB), the Indonesian Red Cross, and information sector workers. We also provided tens of thousands of pieces of personal protective equipment (PPE) to hospitals across Indonesia. To support the need to work and study from home, from March to June we gave away 2GB of data daily – this made a total of Rp45 billion worth of data donated during the period. Even now, new subscribers can still get 30GB of data free by purchasing a starter pack. The data package can be used to access video conferencing and educational apps, such as Udemy, Ruang Guru, and Zenius.

At the same time, we continued our annual flagship program XL Future Leaders (XLFL). As of now, the program has a total of 1,000 alumni. XFL 2020, the ninth edition of the program, also recorded the highest number of applicants since launch, namely 35,000 registrations. After our selection phase, we announced 160 people would be XLFL participants. Of this number, 107 are women.

We are proud of the participation of young women in our program. XL Axiata has been a long-time proponent of women's empowerment, such as through our Sisternet program. We shared our journey building Sisternet in the G20 Empowerment and Progression of Women's Economic Representation (EMPOWER) session.

XL Axiata also showed its support for gender equality in its human capital management, including in our leadership structure. Sisternet has also been launched as an app to expand access to learning and networking opportunities for women. Moreover, in August 2020, we launched the Sispreneur Incubation Class for women owners of micro businesses. This class collaborates with the Ministry of Women Empowerment and Children Protection (MoWECP) and is committed to linking women entrepreneurs with digital technology.

There are many more activities that we conducted in 2020 to help the wider communities. Read more about our social and environmental responsibility programs in the related subchapter in this integrated annual report.

## OUTLOOK

The telecommunications industry has highly promising prospects, especially with the widespread growth of digital lifestyles. The current trend shows that demand for affordable, stable, and fast internet connections will stay. As one of the leading telecommunications service providers, XL Axiata is ready to play its role in accelerating and supporting these digital lifestyles.

Indonesia is also projected to start on its path towards economic recovery in 2021 on the back of improved export performance, private and public consumption, and investments – including foreign investments, which reflects a positive response to the Job Creation Law launched last year. There are also trends in the telecommunications industry to anticipate, including 5G adoption and the IoT. We believe that our transformation and digitalization journey have set us up to capture these growth opportunities.

Finally, we would like to thank our customers, employees, management teams, shareholders, the government, and the public for their trust in and support of XL Axiata.

**Jakarta, 30 March 2021**

On behalf of the Board of Directors



**Dian Siswarini**  
President Director & CEO

# Board of Directors



  
David Arcelus Oses  
Director



  
Yessie Dianty  
Yosetya  
Director



Dian Siswarini  
President Director



Budi  
Pramantika  
Director



Abhijit Jayant  
Navalekar  
Director



I Gede  
Darmayusa  
Director

# Statement of Accountability of 2020 Annual Report

by the Board of Commissioners and Board of Directors

We, the signatories, hereby stated that all information contained in the 2020 Annual Report of PT XL Axiata Tbk has been comprehensively presented and that we are fully accountable for the accuracy of the content of PT XL Axiata Tbk Annual Report.

This statement is made truthfully.

Jakarta, 30 March 2021

## BOARD OF COMMISSIONERS



Dr. Muhamad Chatib Basri

President Commissioner



Tan Sri Jamaludin  
bin Ibrahim

Commissioner



Vivek Sood

Commissioner



Dr. David  
R. Dean

Commissioner



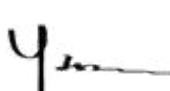
Dato' Mohd  
Izzaddin Idris

Commissioner



Dr. Hans  
Wijayasuriya

Commissioner



Yasmin Stamboel  
Wirjawan

Independent Commissioner



Muliadi Rahardja

Independent  
Commissioner



Julianto Sidarto

Independent  
Commissioner

## BOARD OF DIRECTORS



Dian Siswarini

President Director



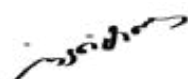
Budi  
Pramantika

Director



Abhijit Jayant  
Navalekar

Director



Yessie Dianty  
Yosetya

Director



David Arcelus  
Oses

Director



I Gede  
Darmayusa

Director

# Corporate Strategy & Market Overview

**XL Axiata seeks to realize an Operational Excellence that focuses on profitability and to support Indonesia in its journey of recovery during this difficult time.**

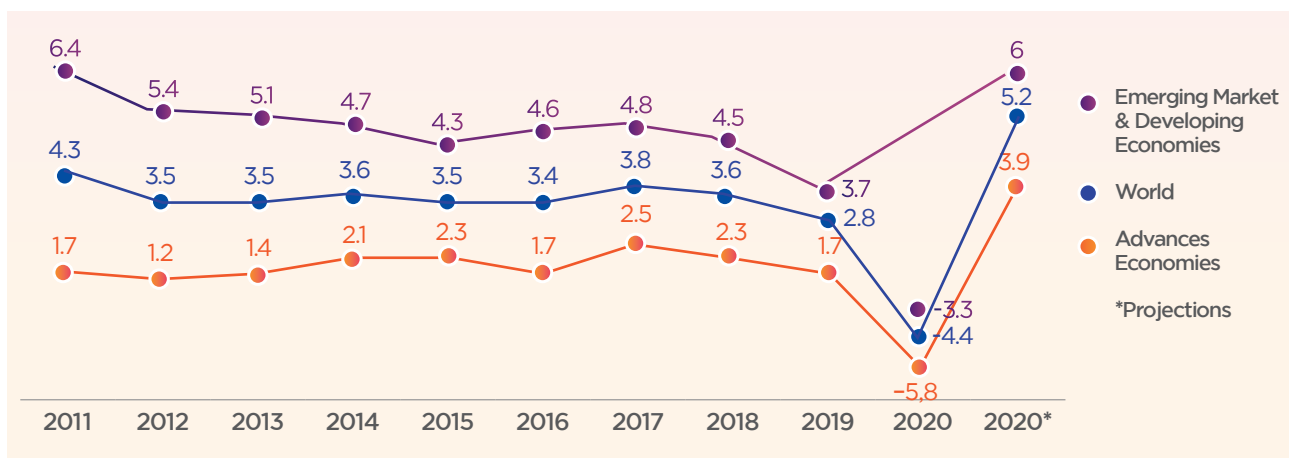
## MACROECONOMIC REVIEW

The global economy experienced a massive setback in 2020 with the COVID-19 pandemic causing slumped growth performance across the board – from manufacturing, exports and imports to transportation and tourism, to mention a few of the most heavily impacted sectors. Overall, global gross domestic product (GDP) was estimated to have declined as low as minus 4.8% in 2020. At the time this report was compiled, the pandemic was not under control. Despite some promising developments in the health sector, the air remains thick with uncertainties. In this situation, XL Axiata endeavored to maintain its performance and productivity levels by implementing strategies for Operational Excellence. There were also a number of business development activities linked to the Company's broader longer-term strategy that had to be accelerated in light of the current situation. The agility to adapt was the key for XL Axiata to continue its growth trajectory.

### Indonesia was Impacted, Yet Outlook is Promising

Inevitably impacted by the challenges mentioned above, Indonesia posted 2.97% YoY growth in the first quarter of 2020 followed by growth contraction in the two subsequent and consecutive quarters. Nevertheless, the numbers showed the contraction was in fact narrowing from quarter to quarter, which indicated economic recovery, albeit gradual. Recovery was driven mainly by a sharp increase in public spending, especially in the third quarter when spending grew by 9.8% YoY. Higher public spending was a part of the government's National Economy Recovery program and was carried out to bolster the people's purchasing power. It also served as a buoy for businesses. At the same time, the government continues its health response efforts. Assuming that the path to recovery can be maintained, Bank Indonesia forecasts that Indonesia may grow by at least 4.8% in 2021.

Global Growth Zone (Percent)



Source: IMF, World Economic Outlook October 2020

### GDP of Information and Communications Sector Proved Resilient

The information and communications sector was one of the few sectors with positive growth levels in 2020, even as high as 10.61% (yoy) in quarter three. This reflected the rapidly increasing demand for information and communications during the pandemic, coupled with the readiness of the infrastructure to meet the demand, such as the Palapa Ring and the widely available 2G/3G/4G networks. With this growth, the sector was able to contribute 4.66% of the total national GDP.

### Strong Digitalization Growth

The pandemic proved to provide new momentum for Indonesia's digital growth. Mobility restrictions promoted a massive internet adoption wave, including in the education sector, which traditionally relied on face-to-face in-class interactions. A Hootsuite and We Are Social report said there were 175.4 million Indonesian internet users as of January 2020. By November 2020, the number had hiked to 196.71 million users according to an Association of Indonesian Internet Providers (APJII) report, a penetration rate of 73.7%, which was up from the 64.8% APJII identified in 2018. The APJII report also said that most users accessed the internet using their smartphones,

with an overwhelming 97.1% relying on data packages from their preferred cellular operators. The increase was consistent with a new report from Google, which said that 37% of Indonesian digital service users were new to the digital world. More than just for meeting leisure-oriented needs, digital apps are also now used to meet primary needs, such as for work, purchasing food, and performing banking transactions. The same report from Google suggests that this digital behavior, which flourished during the pandemic, will stay in the coming years.

### Momentum for the Telco Industry

The developments in 2020 certainly brought new opportunities for the telecommunications industry. With high usage of smartphones, industry players had a chance to significantly expand their market shares and introduce new innovations to bring customers' experiences to the next level. While consumer purchasing power was low, prospects for recovery show that this was the right time to get ready for a new era ahead. Growth momentum was evident from, among other things, smartphone penetration at an estimated level of 70.15% in 2020, up from just 28.6% in 2015.

## BUSINESS STRATEGY

In 2020, XL Axiata maintained its dual-brand strategy whereby the Company focused on XL and AXIS, each serving different customer segments – XL for white- and blue-collar workers and AXIS for young people. This strategy is followed by various initiatives to revamp services in ways that accurately address their needs in line with the market situation. Using information technology systems, artificial intelligence, and data analytics, XL Axiata was able to identify the unique needs of those segments. The results are attractive new offers such as XTRA UNLIMITED TURBO and Unlimited 1 Hour for pre-paid XL customers, Edu-pack for AXIS customers, and myPRIO x unlimited for Prioritas customers. The Company also refined its customer service platforms, myXL and AxisNet.

Another focus of the Company was operational excellence. This strategy aims to increase the Company's value for shareholders and to create ample financial room for future growth and investments. To realize operational excellence, XL Axiata has grouped its business strategies into three. First, aligning capital allocation with strategic goals to optimize risk-return portfolios and drive growth in each business line. Second, driving operational excellence for greater efficiency and agility. Third, promoting and safeguarding the interests of all stakeholders. The Company also seeks to become the most converged industry player. To that end, the Company seeks to integrate business processes and services with digital platforms.





In terms of networks, XL Axiata is not only building its 4G coverage but is also continuing its preparations for 5G by carrying out network fiberization to improve network quality at every site. Fiberization has been proven effective to improve network quality and accommodate demanding data services, such as live video streaming.

XL Axiata's visionary attitude is further reflected in the innovative undertakings the Company is now taking in order to improve its future services. In 2020, XL Axiata launched Live.On, a fully digital service that gives its users control over the services they obtain, maximum access speed, and data accumulation up to 1,000 GB. Internally, XL Axiata adopted SAP4HANA to simplify data and internal processes and increase productivity. XL Axiata is the first telecommunications company in Southeast Asia to use this innovative system.



## SUSTAINABLE DEVELOPMENT STRATEGY

### Sustainability Policy

XL Axiata believes in the benefits of sustainable development for its business and the wider communities as well as in the role of the private sector in sustainable development. XL Axiata has developed the following framework, comprising four pillars.

#### BUILDING PROSPERITY

Providing innovative programs in bridging the digital gap with EES (Economic, Environmental and Social) consideration



#### BUILDING DIGITAL ECOSYSTEMS

- Long-term Investment
- Prime Services
- Digital Inclusion and Ecosystem Digitization
- Development of Global Catalyst

#### NURTURING PEOPLE

Contribute to the development of youth leaders in Indonesia as well as uplifting internal competencies.



#### NURTURING FUTURE LEADERS

- Developing Future Leaders
- Developing Integrity as Culture
- Inclusivity
- Conducive Workspaces

#### PROCESS EXCELLENCE

Process optimization through lean process with technological innovation to improve efficiency and business continuity.



#### DIGITIZING PROCESSES & GOVERNANCE

- Best Practice in Supply Chain
- Focus on Customers
- Process Digitization
- Strong Compliance

## PLANET & SOCIETY

Enhancing service quality and optimizing local potential with social outreach to manage environmental impacts.



### ENVIRONMENTAL MANAGEMENT

- Customer-centered
- Disaster Management and Handling
- Conducive Work Environment

## MARKETING

### Market Share & Brand Campaign

By the end of 2020, XL Axiata's market share rose to 19.6% from 18.4%. This was achieved thanks to the Company's focus on providing the best data experience at an affordable price. XL Axiata launched a brand campaign called #JadiLebihBaikBersama. The campaign was chosen to show customers they could grow together with XL. In the meantime, AXIS chose the "Kompak Walau Berjarak" campaign, tailored to the profile of its target segment.



Continuing the effective dual-brand strategy to answer the needs of two different segments, XL Axiata has continued to improve its services and offers for XL and AXIS. In March, XTRA Unlimited Turbo was launched to help pre-paid customers stay connected at high speed with their apps, even if they have used up their main quota. To XL PRIORITAS customers, the Company offers boosters, such as PRIO Flex, PRIO Booster Bekerja & Belajar, myPRIO X Unlimited, and the New myPRIO Deal.

For AXIS, XL Axiata launched affordable packages with shorter validity periods and packages to access educational applications. The Company also developed XL HOME by expanding its partnerships with content providers such as Vidio.com.

## FUTURE OUTLOOK

Indonesia's economy is predicted to recover in 2021 with growth levels potentially reaching 4.8%. Recovery is expected to start on the back of a rebound in export performance, private and public consumption, and investments – including foreign investments in response to the Job Creation Law. The telecommunications industry is also expected to grow, with sustained demand for affordable, stable, and fast internet service.

XL Axiata has confidence in the growth prospects mentioned above and in its plans going forward. The Company will continue its transformation journey, develop new networks to accommodate technology trends, and reinforce its commitment to providing better customer service. In the medium term, the Company aims to be a converged, Strong #2 operator with a national presence and the highest net promoter score (NPS) across Indonesia's telco industry.

The Company will also continue to play its role of giving back to the nation, supporting Indonesia in transitioning towards being an advanced digital economy with equitable access to connectivity across the population.



# 3 Management Discussion & Analysis

# Commercial



In responding to the pandemic, or any other challenges, we are fully committed to always be agile and adapt quicker than our competitors to meet our customers' needs.

**DAVID ARCELUS OSES**  
Director & Chief Commercial Officer

Since COVID-19 hit Indonesia in early 2020, XL Axiata has continued to implement its Business Continuity Plan to ensure a seamless customer service transition. The Company has never ceased to innovate in its products and services to strengthen the business process and improve service quality.

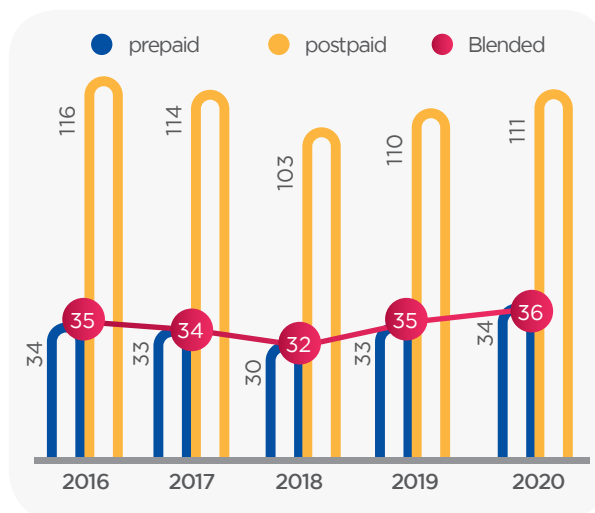
## PERFORMANCE HIGHLIGHTS

Subscribers XL AXIATA (thousand)

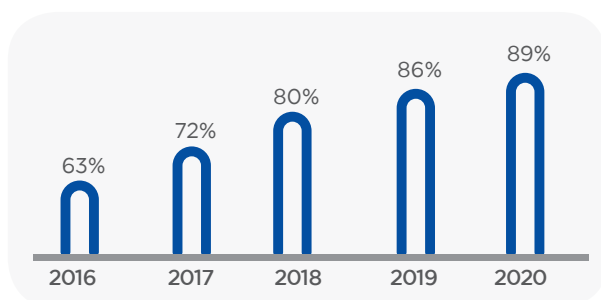


- The number of XL Axiata subscribers grew to 57.9 million in 2020, **rose by 35.75%** over the last five years.
- Blended ARPU rose to **Rp36,000 from Rp35,000** in 2020.

ARPU XL AXIATA (thousand rupiah)



## SMARTPHONE PENETRATION



- Smartphone penetration among subscribers increased **by 89% in 2020**, up 250 basis points over the last five years.

## STRATEGIC OBJECTIVES

Undeterred by the COVID-19 pandemic, XL Axiata continued providing its range of services to customers across all segments. The unprecedented challenge motivated the Company to ramp up its service quality and meet customers' expectations, as well as to mobilize sales. To identify and map customers' demands in every segment, the Company utilized digital omnichannel customer value management (CVM). Introduced in 2018, this innovative platform gives the Company an edge in product and service development, ensuring that each new offering fits the distinct characteristics of every customer segment.

In regards to the dual brand (XL and AXIS) strategy implementation, the Company made sure the brands stayed relevant in the face of new challenges in 2020, including the need to adapt to a new normal. One of the Company's strategies to this end and to realize operational excellence was to accelerate the digital transformation of its business processes and operations in serving both internal and external customers: XL Axiata's marketing and sales departments; XL customers in the white and blue collar segments; AXIS' Youth customers; and the Enterprise segment.

To maintain seamless product and service distribution

amid the large-scale social restrictions (PSBB) caused by the pandemic, the Company adapted, among other ways, by focusing the sales of starter packs and data plans on online retail outlets (ROs) and on online platforms, and by bundling some offers with free-of-charge delivery under certain terms and conditions.

The Company also closely observed and mapped product availability and optimized cash management in traditional ROs to further mitigate the impacts of COVID-19.

Finally, the Company expedited the implementation of its long-term distribution strategy underpinned by the philosophy that "anyone can sell" and by



unlimited distribution. Without any certainty as to when the pandemic will subside, the Company strengthened this strategy and its various aspects, from the sales force and sales channels, to the integration of sales partners with digital platforms.

## PERFORMANCE SUMMARY

To respond to the pandemic and heightened competition, the Company's consistent dual brand strategy and agility ensured that its commercial performance remained solid in 2020. The increases in subscribers, average revenue per user (ARPU), and smartphone penetration affirmed the effectiveness of that strategy.

To stay ahead of competitors in the prepaid XL's white collar and blue collar segments, the Company has decided to focus on digitization as a point of differentiation. Consistent with this strategy, efforts were made to enhance and relaunch our MyXL App in order to develop a unique differentiator focussed around customer experience. The app now gives its users the best offers, exclusive products and an optimized customer through a brand new user interface. With the new MyXL, Monthly Active Users (MAU) rose by 102.3% and consumer engagement in social media increased by 38.7% in 2020.

In response to the challenges of the "New Normal" XL also introduced a series of new products to better serve our customers. The Xtra Unlimited Turbo proposition was introduced to help customers stay connected during these unique times. This first of its kind unlimited feature ensured that our customers continued to stay connected to the apps most important to them after they run out of main quota including, Whatsapp, Gojek, Facebook, Instagram & Youtube. With initiatives like this, XL Axiata managed to increase its growth of Subscriber with Events (SWE) by 13.5% from January to October 2020.

**Consumer engagement in social media increased by 38.7% in 2020 and the new MyXL, Monthly Active Users (MAU) rose by 102.3%.**

Furthermore new products specifically designed to cater to new behaviors from Working and Schooling from Home also garnered strong traction with 200,000 transactions per month.

New sachet products were also implemented to address the demand from the market. The product was warmly welcomed by its target market, as evident from its adoption by 2.5 million subscribers.

For XL Prioritas subscribers, to support home connectivity during the pandemic the Company introduced PRIO Flex, which enables subscribers to top up balance to purchase additional data or a data booster when the main data is used up. The Company also set up a WhatsApp Business number, 0818-8000-55, which is reachable every day 7 AM – 11 PM, and the Booster PRIO Bekerja&Belajar 30GB. The latter enables subscribers to access the Work from Home and Study from Home (WFH & SFH) apps for 30 days for just Rp50,000 and a first purchase of only Rp10.

Moreover, the Company launched the myPRIO X Unlimited (Basic Monthly Plan) and the New myPRIO DEAL (Device Bundling Plan) to meet greater data demand during WFH & SFH. Customers can choose between several myPRIO X Unlimited plans to suit their needs: the Silver X and Gold X offer high data volumes and unlimited access to certain apps, unlimited voice service to XL or AXIS numbers, and unlimited SMS to all telco operators. Meanwhile, the Platinum X, Diamond X, and Ultima X offer unlimited data plans on all networks, free voice service to XL or AXIS numbers and free SMS to all operators, as well as roaming pass cashback and attractive quotas for calls to other operators. The myPRIO X Unlimited plan starts at Rp100,000 for Silver X and goes to Rp150,000 for Gold X, Rp250,000 for Platinum X, Rp450,000 for Diamond X, and Rp888,000 for Ultima X.

Customers can also choose the myPRIO DEAL package bundled with a gadget or smartphone with the benefits of high data volumes across networks, bonus data, smartphones worth up to Rp12 million, unlimited calls and SMS to XL/AXIS numbers, unlimited WhatsApp and LINE chat, and higher calls and SMS quotas to other operators. Additionally, subscribers get to enjoy

the unlimited use of apps such as Netflix, Viu, YouTube, and social media platforms for three months. Customers can choose between myPRIO DEAL Gold priced at Rp150,000, Platinum at Rp250,000, Diamond at Rp450,000, Diamond Plus at Rp650,000, and Ultima at Rp888.000, with the choice of a 12-month or 24-month subscription plan. Greater cashback rewards await the customers who choose a more exclusive plan and a longer subscription period.

For AXIS products and plans, the Company has continued to refine its product proposition as the leading brand for Indonesia's young subscribers. Last year, during pandemic peak, Axis launched the "Kompak Walau Berjarak" campaign and doubled down in direct digital engagement, such as e-sports tournament and digital music events. The campaign was one of the most successful programs across industries and increased the number of Axis followers on social media by 75% while further gaining positive positioning amongst youth.

The AXISnet service was also revamped as an increasingly pivotal channel for subscribers. There has been a significant increase in transactions of premium subscription with various content providers and mobile game tokens. With a stronger focus on customers' digital experience and by enhancing customer experience in AXISnet, Axis was able to deliver the highest NPS in the industry for the youth segment.

New services and innovations launched in our Axis app have allowed to achieve a 300% increase of monthly active users. During the year, AXIS introduced the new AXIS BoostEdukasi and Conference to support the activities of students across all levels. Accessible from AXISnet, subscribers will be able to access the main work and studying apps at low prices.

The BoostEdukasi for students has three plan choices that start as low as Rp800 for 2GB of data per day and go up to Rp2,900 for 5GB of data with a seven-day active period, and Rp8,900 for 15GB of data, also with a seven-day active period. These plans ensure that students can access educational apps like Udemy, Ruang Guru, Zenius, Sekolahmu, as well as RumahBelajar and Spada Indonesia on the Ministry of Education and Culture website. For college students, the plan can be used to access the learning modules of the 39 Indonesian universities registered on the AXISnet app.

To facilitate virtual group learning and collaboration, the Boost Conference, with the same three choices as BoostEdukasi, enables access to collaboration platforms. Some of the most-accessed apps are Microsoft Teams, Zoom, Google Meet, Google Hangout, and Google Classroom.

Committed to making people always connected, Axis also launched Warnet packet, an economical hourly packet to make sure youth can always enjoy connectivity. The product has since received positive response with more than 100 thousand daily transactions within one month of launch.

increased the number of Axis followers on social media by 75%

while further gaining positive positioning amongst youth.

New services and innovations launched in our Axis app have allowed to achieve a 300% increase

of monthly active users.

Axis has extended its network of partnerships having more than 80 partners.

Further, Axis has extended its network of partnerships, having more than 80 partners, such as content providers and game publishers, Axis has been able to attain a complete portfolio to serve youth. This was done together with our personalization efforts to allow Axis to make the right, individualized offer for each subscriber in order to generate affinity and ARPU upsell.

In the Enterprise segment, the Company has continued to offer Connectivity Mobile & Fixed to support distance working and learning, Cloud and IoT (Internet of Things) to support automation and digitalization, API and Data analytic to support Market Insight as a solution to the unique challenges raised by the pandemic. The challenge covered also the implementation of digitalization in various business organizations to maintain process effectiveness, selling and productivity improvement, and cost efficiency. In 2020, the Company implemented the Smart Meter PLN in some area in Jawa and Sumatra, Smart Building in Nutrifood Building, XL Smart Hydroponics in Gizi Hidroponik Baitul Maal Hidayatullah (BMH) at Depok-Jawa Barat, and XL Smart Poultry implemented in PT Sreeya SEwu Indonesia Tbk (formerly PT Sierad Produce Tbk).

To support the government's program, XL Axiata through the Enterprise, XL, Axis, and XL Prio units, collaborated with the Ministry of Education and Culture and the Ministry of Religious Affairs. This collaboration succeeded in providing data quota needed in distance learning by students across all education levels (from early childhood to university), teachers, and lecturers. The program was in place from September to December 2020 and data is valid until February 2021. In total, 7 XL Axiata subscribers are entitled to access the program with an average use of 8 GB per student, per month.

## OUTLOOK

The pandemic has prompted the Company to review its strategies for growing sales and has changed the way it works. The Company has also been compelled to accelerate the execution of its long-term strategies to keep up with changes in customer behavior during and after the pandemic. The strategies the Company adopted in 2020 were proven effective by the Company's performance.

Nevertheless, with the pandemic projected to continue for the next one or two years, the Company will need to address a number of external challenges to maintain its strong operational and business performance. With customer acquisition considered to be one of the key strategies, the Company will continue to expand by identifying potential new markets.

# Financial Performance



COVID-19 pandemic and intense competition in the Telecommunications industry marked the challenges in 2020.

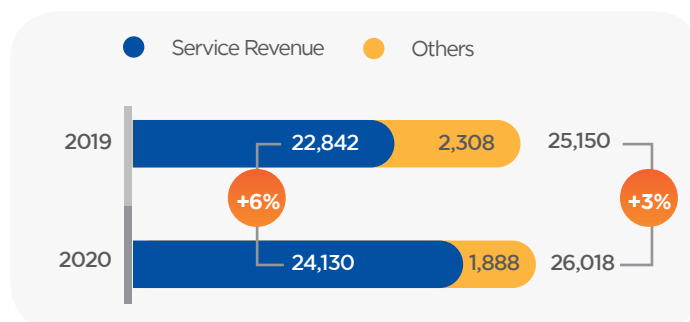
**BUDI PRAMANTIKA**  
Director & Chief Financial Officer

Nevertheless XL Axiata was able to deliver solid financial performance, posted an increase of revenue, double-digit growth of EBITDA, and consistent profits.

## PERFORMANCE HIGHLIGHTS

- XL Axiata successfully recorded a strong service revenue **growth of 6%** to **Rp24.13 trillion in 2020**.

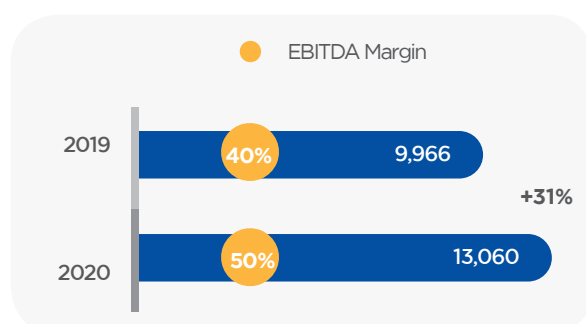
Revenue (Rp Billion)



This indicates the quality of growth at XL Axiata which is focused on profitability and returns. Focusing on Operational Excellence was the key to XL Axiata's successful financial performance and being able to maintain its position as the #2 integrated operator in Indonesia.

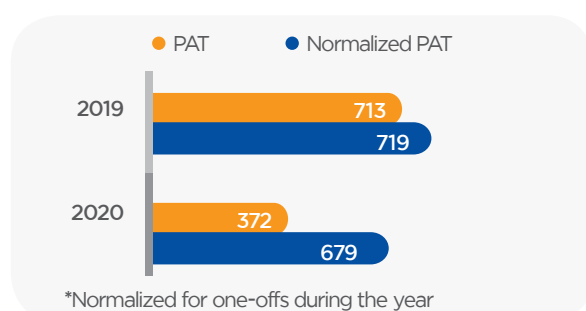
- EBITDA sustainably grew by **31% to Rp13.06 trillion in 2020.**

EBITDA (IDR Bn)



- Normalized profit for the year stood at **Rp679 billion in 2020.**

PAT &amp; Normalized PAT (IDR Bn)



## STRATEGIC OBJECTIVES

XL Axiata managed to record a solid financial performance despite the challenges in the market. Apart from the challenges of increasingly fierce competition in the Telecommunications (Telco) industry, the Company also faced challenges from the COVID-19 pandemic that were unprecedented in the business world.

To balance these challenges, the Company focused on and consistently implemented its Operational Excellence Strategy. This was carried out by focusing on digitalizing our business; way of working and making it easier and affordable for our customers to access our services. That way, it is more precise and focused on creating and offering the new services needed, particularly in the midst of the COVID-19 pandemic. The successful implementation of this strategy was a key driving factor in the Company's financial performance in 2020.

Moreover, implementation of the operational excellence strategy coupled with internal transformation was key to improving profitability and increasing returns for stakeholders. The implementation of this strategy in the financial sphere included reviewing the cost structure based on priority to make it more efficient; renegotiating rates or leases with a number of strategic partners, increasing the use of digitalization at every stage of financial transactions, and applying stricter investment criteria to obtain optimal returns.

## PERFORMANCE SUMMARY

Amid the COVID-19 pandemic and competition of 2020, the Company remained capable of achieving positive financial performance. Total revenues grew 3% yoy, or to Rp26.02 trillion. Service revenue contributed significantly to this success, which grew 6% yoy to Rp24.13 trillion, representing a 93% portion, an increase compared



The Company also successfully strengthened its EBITDA by 31% yoy to **Rp13.06 trillion.**

Operating expenses decreased by 15% to **Rp12.95 trillion.**

to the previous year's portion of 91%. The increase in service revenue was mainly supported by data services, which grew 11% yoy, reaching a 92% share of total service revenue.

The Company also successfully strengthened its EBITDA by 31% yoy to Rp13.06 trillion. This encouraged the EBITDA margin to increase from 40% in the same period of the previous year to 50%. Meanwhile, the Company's normalized profit for the year stood at Rp679 billion.

The growth of the Company's profitability in 2020 was derived from its agility in implementing operational excellence in the financial area. Operating expenses overall declined by 15% to Rp13 trillion. The decrease was due to, among other factors, lower infrastructure costs, namely a 30% decrease yoy to Rp4.3 trillion resulting from the adoption of PSAK 73 in 2020, a 25% yoy decrease of interconnection fees and other direct costs to Rp1.1 trillion, mainly caused by lower interconnection as a result of lower traffic on voice service usage, and a 8% yoy decrease of marketing costs to Rp1.8 trillion following the Company's greater use of digital marketing channels.

On financial position, the Company was able to maintain a sound balance sheet with a higher cash balance after receiving additional sales of Rp1.99 trillion from towers. Free Cash Flow (FCF) is also at a sound level of Rp6.5 trillion, an increase of 76% yoy.

## A GLANCE AHEAD

In addressing the future and maintaining sustainable growth of financial performance, the Company fully committed to prepare various anticipatory measures. Among them was the securing of commitment facilities from several banks to ensure liquidity. Moreover, the Company does not have loans in US dollar denominations, and 67% of loans, bonds and sukuk have floating interest rates with different maturities. Meanwhile, the ratio of gross and net debt to EBITDA was controlled to a better level, decreased to 0.7x and 0.5x, respectively.

The Company has also become the first telecommunications company in Southeast Asia to use the SAP S/4 HANA Cloud as part of the Company's strategy to become a pioneer in the telco industry and to lead digital transformation for end-to-end operations. The advantages of the SAP S/4 HANA Cloud include a simpler and more efficient IT infrastructure capable of providing a single source of truth for financial or other corporate data and it assists management in making more strategic decisions through input from financial dashboards that provide real-time insights, hence allowing more agility in responding to markets.

# Financial Review & Reports

## FINANCIAL HIGHLIGHTS

Numerical notations in all tables & graphs in this Annual Report are in English.

FINANCIAL HIGHLIGHTS	2020	2019	2018	2017	2016
Gross Revenue	26,018	25,150	23,001	22,901	21,412
Operating Expenses	12,949	15,166	14,427	14,554	13,283
EBITDA	13,060	9,966	8,512	8,321	8,058
EBIT	605	2,603	(3,109)	1,370	12
Income/(Loss) Before Income Tax	146	1,144	(4,396)	221	186
Profit/(Loss) For The Year	372	713	(3,297)	375	376
Other Comprehensive Income	(26)	13	17	28	21
Total Comprehensive Income	345	726	(3,280)	403	396
Earnings/(Loss) per Share (in Full Rp)	35	67	(308)	35	38
Total Current Assets	7,571	7,146	7,059	7,181	6,807
Fixed Assets, Net of Accumulated Depreciation	47,162	42,082	36,759	34,934	33,183
Total Assets	67,745	62,725	57,614	56,321	54,896
Total Current Liabilities	18,857	21,293	15,733	15,227	14,477
Interest Bearing Debt	9,348	12,809	12,564	14,751	14,671
Total Non-Current Liabilities	29,750	22,311	23,538	19,464	19,210
Total Liabilities	48,607	43,603	39,271	34,691	33,687
Total Equity	19,137	19,122	18,343	21,631	21,209
EBITDA Margin (%)	50.2	39.6	37.0	36.3	37.8
EBIT Margin (%)	2.3	10.4	(13.5)	6.0	0.1
Profit for The Year Margin (%)	1.4	2.8	(14.3)	1.6	1.8
Return on Investment Capital (%)	1.0	4.7	(0.5)	0.0	0.0
Return on Assets (%)	0.6	1.2	(6.0)	0.7	0.7
Return on Equity (%)	1.9	3.8	(18.0)	1.7	1.8
Current Ratio (%)	40.2	33.6	44.9	47.2	47.0
Debt to Equity Ratio (x)	0.5	0.7	0.7	0.7	0.7
Debt to Asset Ratio (x)	0.2	0.2	0.2	0.3	0.3
Debt to EBITDA Ratio (x)	0.7	1.3	1.5	1.8	1.8

### Notes:

Excluding Depreciation & Amortization, gain from tower sale and leaseback and gain/loss from forex transaction, others

EBITDA = Revenue less Operating Expenses

EBITDA Margin = EBITDA/Gross Revenue

EBIT Margin = EBIT/Gross Revenue

EBIT = EBITDA less Depreciation & Amortization

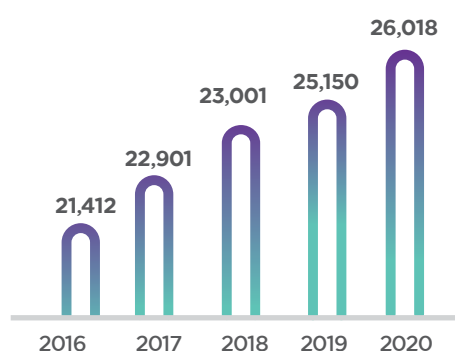
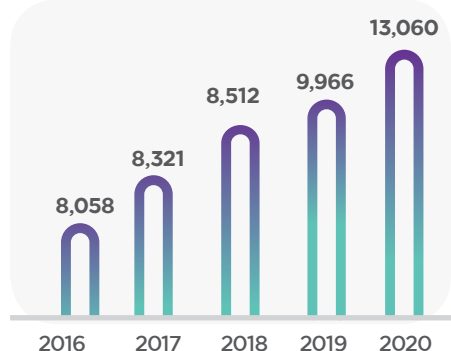
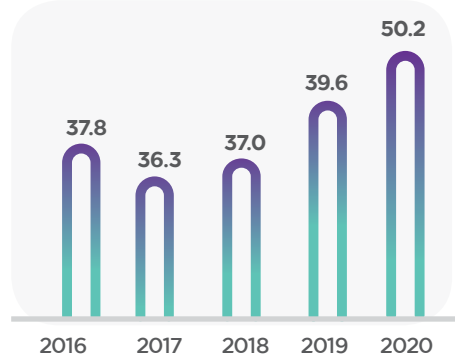
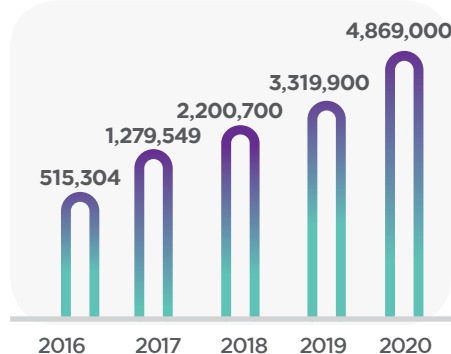
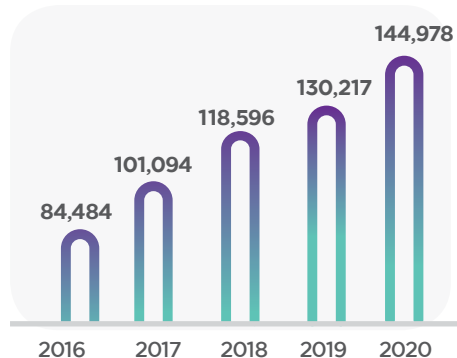
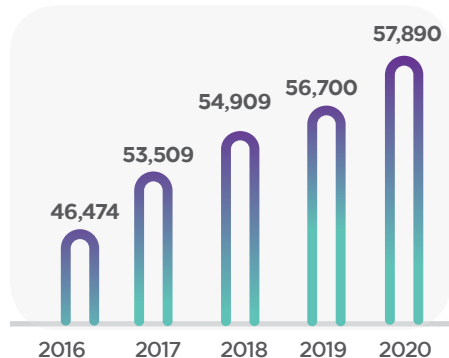
Net Income/(Loss) Margin = Profit (Loss) For The Year/Gross Revenue

RoIC = Profit/(Loss) For The Year/Average Invested Capital

Return on Asset = Profit/(Loss) For The Year/Average Total Asset

Return on Equity = Profit/(Loss) For The Year/Average Total Equity

OPERATIONAL HIGHLIGHTS	2020	2019	2018	2017	2016
Total Traffic (in TeraByte)	4,869,000	3,319,900	2,200,700	1,279,549	515,304
Number of BTS	144,978	130,217	118,596	101,094	84,484
Number of Subscriber (in Thousand)	57,890	56,700	54,909	53,509	46,474
Prepaid	56,740	55,600	53,885	52,806	45,941
Postpaid	1,150	1,066	1,024	703	533
Number of Employees	1,614	1,606	1,677	1,652	1,892
Efficiency Ratio (Number of Subscriber/Number of Employees) %	35.9	35.3	32.8	32.4	24.6

**Gross Revenue** (In Billion Rupiah)**EBITDA** (In Billion Rupiah)**EBITDA Margin (%)****Total Traffic** (In TeraByte)**Number of BTS****Number of Subscriber** (In Thousand)

## SHARES HIGHLIGHTS

### Share Price Movements and Volume 2020



### Shares Performance as of 31 December 2020 & 2019

Prices (Rp)	2020				2019			
	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4
Highest	3,360	2,790	2,970	2,900	2,760	3,070	3,660	3,730
Lowest	1,410	1,950	1,930	1,985	1,955	2,420	2,810	3,070
Closing	2,000	2,770	2,030	2,730	2,680	2,980	3,440	3,150
Total Volume ('000)	974,006	962,965	1,149,833	3,551,488	490,261	209,641	279,803	350,460

### Total Shares, Share Price and Market Capitalization 2018 – 2020

	2018	2019	2020
Outstanding Shares	10,687,960,423	10,687,960,423	10,706,012,530
Outstanding Shares (Rp as of 31 December)	1,980	3,150	2,730
Market Capitalization (Rp Million)	21,162,162	33,667,075	29,227,414

### Shares-Ownership as of 31 December 2020

Shareholders	2020	
	Amount of Shares	%
Axiata Investments (Indonesia) Sdn. Bhd.	7,092,656,612	66.25
Treasury Shares	56,487,800	0.53
Public	3,556,868,118	33.22
Total	10,706,012,530	100

## BONDS HIGHLIGHTS

No.	Bonds / Sukuk	Series	Period	Total (Rp)	Rating During Issuance
1.	Excelcom Bonds I Year 2003  Notes: Has been bought back by the Company on 21 July 2005	-	5 Years	1,250,000,000,000	idA (Pefindo)
2.	Obligasi Excelcom II Tahun 2007  Excelcom Bonds II Year 2007	-	5 Years	1,500,000,000,000	idAA- (Pefindo)
3.	Shelf Sukuk Ijarah I XL Axiata Tranche I Year 2015	A	370 Calendar days	494,000,000,000	AAA(idn) (Triple A)
		B	3 Years	258,000,000,000	AAA(idn) (Triple A)
		C	5 Years	323,000,000,000	AAA(idn) (Triple A)
		D	7 Years	425,000,000,000	AAA(idn) (Triple A)
4.	Shelf Sukuk Ijarah I XL Axiata Tranche II Year 2017	A	370 Calendar days	1,040,000,000,000	AAA(idn) (Triple A)
		B	3 Years	402,000,000,000	AAA(idn) (Triple A)
		C	5 Years	142,000,000,000	AAA(idn) (Triple A)
		D	7 Years	260,000,000,000	AAA(idn) (Triple A)
		E	10 Years	336,000,000,000	AAA(idn) (Triple A)
5.	Shelf Registration of Bond I XL Axiata Tranche I Year 2018	A	370 Calendar days	328,000,000,000	AAA(idn) (Triple A)
		B	3 Years	450,000,000,000	AAA(idn) (Triple A)
		C	5 Years	131,000,000,000	AAA(idn) (Triple A)
		D	7 Years	19,000,000,000	AAA(idn) (Triple A)
		E	10 Years	72,000,000,000	AAA(idn) (Triple A)
6.	Shelf Sukuk Ijarah II XL Axiata Tranche I Year 2018	A	370 Calendar days	358,000,000,000	AAA(idn) (Triple A)
		B	3 Years	399,000,000,000	AAA(idn) (Triple A)
		C	5 Years	149,000,000,000	AAA(idn) (Triple A)
		D	7 Years	34,000,000,000	AAA(idn) (Triple A)
		E	10 Years	60,000,000,000	AAA(idn) (Triple A)
7.	Shelf Registration of Bond I XL Axiata Tranche II Year 2019	A	370 Calendar days	310,000,000,000	AAA(idn) (Triple A)
		B	3 Years	191,000,000,000	AAA(idn) (Triple A)
		C	5 Years	40,000,000,000	AAA(idn) (Triple A)
		D	10 Years	93,000,000,000	AAA(idn) (Triple A)
8.	Shelf Sukuk Ijarah II XL Axiata Tranche II Year 2019	A	370 Calendar days	351,000,000,000	AAA(idn) (Triple A)
		B	3 Years	110,000,000,000	AAA(idn) (Triple A)
		C	5 Years	138,000,000,000	AAA(idn) (Triple A)
		D	7 Years	15,000,000,000	AAA(idn) (Triple A)
		E	10 Years	26,000,000,000	AAA(idn) (Triple A)



Rating			Interest Rate (%)	Installment In Return (idr)	Listing Date	Due Date
2017	2018	2019				
-	-	-	-	-	23/10/2003	23/10/2008
-	-	-	10.35	-	27/04/2007	26/04/2012
-	-	-	-	43,225,000,000	3/12/2015	12/12/2016
AAA(idn) (Triple A)	AAA(idn) (Triple A)	-	-	26,445,000,000	3/12/2015	2/12/2018
AAA(idn) (Triple A)	AAA(idn) (Triple A)	AAA(idn) (Triple A)	-	33,915,000,000	3/12/2015	2/12/2020
AAA(idn) (Triple A)	AAA(idn) (Triple A)	AAA(idn) (Triple A)	-	46,750,000,000	3/12/2015	2/12/2022
AAA(idn) (Triple A)	AAA(idn) (Triple A)	AAA(idn) (Triple A)	-	75,400,000,000	2/5/2017	8/5/2018
AAA(idn) (Triple A)	AAA(idn) (Triple A)	AAA(idn) (Triple A)	-	33,768,000,000	2/5/2017	28/04/2020
AAA(idn) (Triple A)	AAA(idn) (Triple A)	AAA(idn) (Triple A)	-	12,425,000,000	2/5/2017	28/04/2022
AAA(idn) (Triple A)	AAA(idn) (Triple A)	AAA(idn) (Triple A)	-	23,660,000,000	2/5/2017	28/04/2024
AAA(idn) (Triple A)	AAA(idn) (Triple A)	AAA(idn) (Triple A)	-	31,584,000,000	2/5/2017	28/04/2027
-	-	AAA(idn) (Triple A)	8.25	-	17/10/2018	26/10/2019
-	-	AAA(idn) (Triple A)	9.10	-	17/10/2018	16/10/2021
-	-	AAA(idn) (Triple A)	9.60	-	17/10/2018	16/10/2023
-	-	AAA(idn) (Triple A)	10.10	-	17/10/2018	16/10/2025
-	-	AAA(idn) (Triple A)	10.30	-	17/10/2018	16/10/2028
-	-	AAA(idn) (Triple A)	-	29,535,000,000	17/10/2018	26/10/2019
-	-	AAA(idn) (Triple A)	-	36,309,000,000	17/10/2018	16/10/2021
-	-	AAA(idn) (Triple A)	-	14,304,000,000	17/10/2018	16/10/2023
-	-	AAA(idn) (Triple A)	-	3,434,000,000	17/10/2018	16/10/2025
-	-	AAA(idn) (Triple A)	-	6,180,000,000	17/10/2018	16/10/2028
-	-	-	7.90	-	11/2/2019	18/02/2020
-	-	-	8.65	-	11/2/2019	8/2/2022
-	-	-	9.25	-	11/2/2019	8/2/2024
-	-	-	10.00	-	11/2/2019	8/2/2029
-	-	-	-	27,729,000,000	11/2/2019	18/2/2020
-	-	-	-	9,515,000,000	11/2/2019	8/2/2022
-	-	-	-	12,765,000,000	11/2/2019	8/2/2024
-	-	-	-	1,455,000,000	11/2/2019	8/2/2026
-	-	-	-	2,600,000,000	11/2/2019	8/2/2029

## FINANCIAL PERFORMANCE REPORT

The discussion and analysis of the financial performance refers to the financial statements as at and for the years ended 31 December 2020 and 31 December 2019, which have been audited by Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis & Rekan (a member of the PricewaterhouseCoopers networks of firms). The Company's audited financial statements presentation and disclosure have been developed and presented in accordance with the Indonesian Financial Accounting Standards.

### Statements of Financial Position

#### ASSETS (In Rp Billion)

Description	2019	2020	Growth (%)
<b>Current Assets</b>			
Cash and Cash Equivalent	1,603	2,966	85.03
Others	5,543	4,605	-16.91
Total Current Assets	7,146	7,571	5.95
<b>Non Current Assets</b>			
Fixed Assets - Net of Accumulated Depreciation	42,082	47,162	12.07
Intangible Assets	5,734	5,716	-0.31
Goodwill	6,681	6,681	0
Others	1,083	615	-43.21
Total Non Current Assets	55,580	60,174	8.27
<b>TOTAL ASSETS</b>	62,725	67,745	8.00

#### Assets

The Company's total assets increased by 8.00% to Rp67.75 trillion compared to Rp62.73 trillion in 2019. The increased of assets was attributed from cash and cash equivalents at 85.03% to Rp2.97 trillion from previously Rp1.60 trillion. While, intangible assets decreased by 0.31% from Rp5.73 trillion to Rp5.72 trillion.

#### Current Assets

The Company's total current assets increased by 5.95% in 2020 to Rp7.57 trillion compared to Rp7.15 trillion in previous year. The increase was mainly due to the increase of cash and cash equivalents from Rp1.60 trillion to Rp2.97 trillion. While inventories which is mainly made up of vouchers and SIM cards increased from Rp74.61 billion to Rp143.38 billion. Third party trade receivables also increased from Rp25.03 billion to Rp68.68 billion.

#### Cash and Cash Equivalents

The Company recorded an increase of cash and cash from previously Rp1.60 trillion to Rp2.97 trillion. The increase of net cash and

cash equivalents of Rp1.37 trillion was mostly contributed by an increase of cash flows from operating activities from Rp12.36 trillion to Rp13.95 trillion. Moreover, payments from suppliers and other expenses of Rp11.34 trillion, was lower compared to Rp13.22 trillion in previous year.

#### Trade Receivables

The Company recorded a decrease of trade receivables by 32.1% at the end of 2020 to Rp450.36 billion from Rp662.94 billion in 2019. The decrease was posted on two accounts, which were 26.76% decrease of third-party trade receivables from Rp410.94 billion to Rp301.00 billion, while related party trade receivables decreased by 40.73% from Rp251.99 billion to Rp149.36 billion. The Company's management believes that the provision for impairment of receivables is adequate to cover losses from uncollectible accounts.

#### Prepayments

By the end of 2020, the Company's prepayments decreased by 11.92% from Rp3.97 trillion in 2019 to Rp3.49 trillion. The account consists of rental, insurance, maintenance and annual frequency

fee comprising spectrum fees. Prepaid annual frequency fee increased by 27.83% to Rp3.14 trillion from Rp2.46 trillion in previous year. However, prepaid rental decreased 79.25% from Rp1.46 trillion to Rp303.78 billion

#### Non-Current Assets

Total non-current assets rose by 8.27% from Rp55.58 trillion to Rp60.17 trillion at the end of 2020. The increase was mainly derived by an increase of fixed assets less accumulated depreciation at 12.07% to Rp47.16 trillion compared to Rp42.08 trillion in previous period..

#### Fixed Assets

The Company posted an increase of total fixed assets, which consisted of direct ownership assets and right-of-use assets. At the end of the year, the Company's direct ownership assets rose by 8.02% to Rp97.70 trillion. The largest composition was contributed by network equipment that reached Rp89.93 trillion at the end of the year. Right-of-use assets also increased by 15.76% from Rp24.81 trillion to Rp28.72 trillion. Net book value of fixed assets less accumulated depreciation decreased to Rp47.16 trillion compared to Rp49.54 trillion in previous year. Fixed assets increased also due to the implementation of PSAK 73.

### LIABILITIES (In Rp Billion)

Description	2019	2020	Growth (%)
<b>Current Liabilities</b>			
Current Portion of Long Term Borrowings	7,459	6,242	-16.32
Lease Liabilities	1,997	4,667	133.70
Loans	4,076	728	-82.14
Sukuk Ijarah	1,075	398	-62.98
Bonds Payable	310	449	44.84
Other Current Liabilities	13,834	12,615	-8.81
Total Current Liabilities	21,293	18,857	-11.44
<b>Non Current Liabilities</b>			
Long Term Loans	4,267	5,536	29.74
Lease Liabilities	12,122	19,613	61.80
Sukuk Ijarah	2,089	1,692	-19.00
Bonds Payable	992	545	-45.06
Other Non Current Liabilities	2,840	2,364	-16.76
Total Non Current Liabilities	22,311	29,750	33.34
<b>TOTAL LIABILITIES</b>	<b>43,603</b>	<b>48,607</b>	<b>11.48</b>

#### Liabilities

The Company's liabilities increased by 11.48% to Rp48.61 trillion at the end of 2020, compared to Rp43.60 trillion from the previous year. The largest portion was contributed by non current liabilities at 61.21% from the Company's total liabilities.

#### Current Liabilities

Compared to the previous year, the Company's current liabilities decreased by 11.44% from Rp21.29 trillion to Rp18.86 trillion. The largest decrease was derived from the decrease of current portion of long-term loans comprised of loans and sukuk ijarah. Total loans decreased from Rp4.08 trillion to Rp727.79 billion, while total sukuk ijarah decreased from Rp1.08 trillion to Rp398.42 billion. In addition, bonds payable increased to Rp449.31 billion from previously recorded at Rp309.87 billion.

#### Non-Current Liabilities

However, the Company's non-current liabilities increased by 33.34% from Rp22.31 trillion in 2019 to Rp29.75 trillion at the end of 2020. The significant increase was posted from the increase of total lease liabilities due to the adoption of PSAK 73 to Rp19.61 trillion compared to Rp12.12 trillion in the previous period. On debt profile, the Company transferred short-term loans to long-term loans. Total matured loans, bonds and sukuk due in 2020 was Rp4,079 trillion, decreased to Rp1.58 trillion in 2021, and Rp1.60 trillion in 2022 and Rp6.18 trillion in 2023 and the following year. The Company's total borrowings (including loans, sukuk and bonds) are in rupiah with 67% floating rate loans.

## EQUITY (In Rp Billion)

Description	2019	2020	Growth (%)
Share Capital - Authorised Capital	1,069	1,071	0.19
Share Capital - Authorised Capital	12,202	12,232	0.25
Retained Earnings			
- Appropriated	1	1	0
- Unappropriated	5,850	5,968	2.03
<b>TOTAL EQUITY</b>	<b>19,122</b>	<b>19,137</b>	<b>0.08</b>

### Equity

The Company's equity as of 31 December 2020 increased by 0.08% to Rp19.14 from Rp19.12 trillion in previous period. The increase was due additional paid-in capital of Rp30 billion or 0.25% to Rp12.23 trillion, as well as an increase of retained earnings by 2.03% from Rp5.85 trillion to Rp5.97 trillion.

## STATEMENTS OF PROFIT/(LOSS) AND OTHER COMPREHENSIVE INCOME (In Rp Billion)

Description	2019	2020	Growth (%)
Gross Revenue	25,150	26,018	3.45
Operating Expenses	15,158	12,948	-14.58
Earning Before Interest, Tax, Depreciation, and Amortization (EBITDA)	9,966	13,060	31.05
Earning Before Interest & Tax (EBIT)	2,603	605	-76.76
Profit/(Loss) For The Period	713	372	-47.83
Other Comprehensive Income	13	(26)	-300
Comprehensive Income For The Period	726	345	-52.48

### Gross Revenue

The Company booked gross revenue of Rp26.02 trillion as of 31 December 2020, increased by 3.45% from Rp25.15 trillion in previous year. Data revenues was the largest contributor that reached Rp21.39 trillion. Second and third were derived by non-data revenues from Voice and SMS services of Rp2.83 trillion, while interconnection services revenue was Rp773.29 billion.

### Operating Expenses

The Company's operating expenses in 2020 was decreased by 14.58% to Rp12.95 trillion compared to Rp15.16 trillion in 2019. The decrease was due to the adoption of PSAK 73. Depreciation expenses increased from Rp7.33 trillion to Rp12.43 trillion, however infrastructure expenses decreased from Rp9.47 trillion to Rp7.97 trillion. Gain from tower sale and leaseback at Rp2.06 trillion was able to reduce the Company's operating expenses in 2020.

### Profit/Loss for the Year

The Company recorded a 47.83% decrease of profit for the year in 2020 to Rp371.60 billion from Rp712.58 billion in 2019. The decrease was mainly due to the increase in depreciation and amortization.

### Other Comprehensive Income

The Company recorded loss of other comprehensive income of Rp26.42 billion, from previously recorded profit of Rp13.28 billion. This account was posted from remeasurement gains on defined benefit plan less related income tax expense.

### Comprehensive Income for the Year

The Company's comprehensive income for the year also decreased to Rp345.18 billion compared to Rp725.86 trillion in 2019. Basic earnings per share decreased from Rp67 to Rp35.

## STATEMENTS OF CASH FLOWS | (In Rp Billion)

Description	2019	2020	Growth (%)
Net Cash Flows Generated From Operating Activities	12,357	13,949	12.88
Net Cash Flows Used In Investing Activities	(8,692)	(5,498)	-36.75
Net Cash Flows Used In Financing Activities	(3,091)	(7,091)	129.41
Net Increase/(Decrease) In Cash and Cash Equivalents	574	1,361	137.11
Cash and Cash Equivalents at the Beginning of the Period	1,047	1,603	53.10
Cash and Cash Equivalents at the End of the Period	1,603	2,966	85.03

**Cash Flows from Operating Activities**

The Company's cash flows from operating activities increased by 12.88% to Rp13.95 trillion from Rp12.36 trillion in previous year. The increase was due to the receipt from customers and other operators at Rp26.44 trillion compared to Rp26.64 trillion in previous year.

**Cash Flows from Investing Activities**

Net cash flows used for investing activities decreased by 36.75% to Rp5.50 trillion compared to Rp8.69 trillion in 2019. The decrease was due to a decrease of fixed assets purchase of Rp7.77 trillion, lower than Rp9.10 trillion in previous year. Additionally, proceed from this post reached Rp2.27 trillion. The largest proceed was derived from sale of tower of Rp1.99 trillion, and proceed from sale of certain assets at Rp78.72 billion, proceed from other assets of Rp55.21 billion and proceed from sale of fixed assets and insurance claims of Rp145.28 billion. There were no proceeds from any sale.

**Cash Flows from Financing Activities**

In 2020, cash flows used for financing activities increased by 129.41% to Rp7.09 trillion compared to Rp3.09 trillion in 2019. The Company recorded three payments in large sums, such as long-term loans repayment of Rp4.08 trillion, payment for lease liabilities of Rp4.29 trillion, and Rp2.2 trillion of debts payments for sukuk ijarah, bonds payable, ijarah return, interest bonds payables, and interest from long-term loans.

**Net Increase/(Decrease) in Cash and Cash Equivalents**

Although the net cash flow used for financing was increased, cash from operating activities and proceed from investing activities were able to set it off, thereby the Company's posted an increase of cash and cash equivalents by 137.11% to Rp1.37 trillion from Rp573.86 billion previously. Additionally, foreign exchange gain of Rp1.18 billion helped the Company

to book Rp2.97 trillion of cash and cash equivalents at the end of the period, almost doubled over the previous period of Rp1.60 trillion.

The Company's free cash flows also significantly increased by 72% from Rp3.67 trillion to Rp6.46 trillion, which enabled high flexibility for the Company in managing its finance.

**Solvency and Receivables Collectability****Solvency**

Backed by sound financial position, the Company successfully reduced its debt ratio. In 2020, total gross debt decreased by 27.02% from Rp12.81 trillion in 2019 to Rp9.35 trillion. Net debt to EBITDA ratio decreased from 1.1x to 0.5x. Subsequently, the Company has adequate liquidity and good solvency.

GEARING RATIO (x)	2019	2020
Debt to Equity Ratio	0.7	0.5
Net Debt to Equity Ratio	0.6	0.3
Debt to EBITDA Ratio	1.3	0.7
Net Debt to EBITDA Ratio	1.1	0.5

**Receivables Collectability**

Based on the review of the individual and collective accounts receivable in 2020, the Company's management believes that the provision for impairment of receivables is adequate to cover losses from uncollectible accounts.

**Capital Structure**

In 2020, the Company's capital structure composition for liabilities and equity was respectively at 71.75% and 28.25%. While portion of current and non-current liabilities was respectively at 38.79% and 61.21%. With this composition, the Company's capital is in the sound level, strong and efficient.



### Capital Structure Details (In Rp Billion)

Component	Absolute Amount		Porportion	
	2019	2020	2019	2020
Total Current Liabilities	21,293	18,857	33.95	27.84
Total Non Current Liabilities	22,311	29,750	35.57	43.91
Total Liabilities	43,603	48,607	69.51	71.75
Equity	19,122	19,137	30.49	28.25
Total Capital Invested	62,725	67,745	100.00	100.00

Notes:

Debt consists of both short-term and long-term portion of Loans, Sukuk Ijarah & Bonds Payable. Net Debt is Debt reduced by Cash and Cash equivalents.

### Management Policy on Capital Structure

The objectives of the Company when managing capital are to safeguard the ability of the Company to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders, including to maintain an optimal capital structure to minimise the effective cost of capital. This is reflected from gearing ratio, where the Company's debt to equity ratio and debt to EBITDA ratio was respectively at 0.5x and 0.7x in 2020.

In order to maintain the capital structure, the Company may from time to time adjust the amount of dividends, issue new shares, and or increase/ reduce debt levels.

### Material Commitments to Investment Expenditures

The Company had commitments related to various purchases for the network expansions totaling USD229.39 million or equivalent to Rp3.24 trillion.

### Capital Expenditures Realization

The Company has used capital expenditures (CAPEX) of Rp6.16 trillion in 2020 or decreased by 23% from 2019 CAPEX of Rp7.99 trillion. Allocation of CAPEX for 2020 was mainly for network rollout, fiberization and preparation of 5G technologies adoption. The sources of funding for capital expenditures derived from internal cash, bank loans, and or sukuk/bonds.

### Strategy, Targets & Realization In 2020

Innovative and prudent strategies during 2020 have enabled the Company to achieve certain targets in 2020. EBITDA margin reached 50% or exceeded the set target of above 30%. The following are targets and realization of the Company during 2020:

Financial Indicators	2020 Targets	Realization
Revenue Growth	In Line With The Industry	Above Market
EBITDA Margin	High 30s	Achieved
Capital Expenditure	Rp7.5 Trillion	Rp6,195 Trillion

### 2021 Targets

Financial Indicators	2021 Targets
Revenue Growth	Inline with Market
EBITDA Margin	Low 50%
Capital Expenditure	Around Rp7.0 Trillion

### Subsequent Events

There were no subsequent events during 2020.

### Dividend and Dividend Policy

The current XL Axiata Dividend Policy is as approved by the Board of Commissioners through the Board of Commissioners' Meeting No. 1/11

dated January 28, 2011 and has been informed to the Shareholders at the Annual General Meeting of Shareholders on April 14, 2011. XL Axiata shall distribute dividends to the Shareholder of at least 30% of net profit normalized in the previous year that aimed to progressively improve the payout ratio in the future. The dividend distribution also depends on the adequacy of the Company's capital, financial conditions and other matters with due observance to the Board of Directors' consideration as well as pursuant to the prevailing laws and regulations.

On 17 June 2020, the Company carried out cash dividend payout of Rp20 per share or totaling Rp213.02 billion to the shareholders.

#### Material Transaction Disclosures

Pursuant to POJK No.17/POJK.04/2020 regarding the disclosure of Material Transactions carried out for the Company's business activity within 2020, we hereby informed that there were no material transactions conducted in the Company's business activity during 2020.

#### Affiliates Transactions & Related Parties Information

Pursuant to POJK No.42/POJK.04/2020 regarding disclosure of Affiliates Transactions. The Company

has disclosed that the transactions with related parties are made under terms and conditions as those made with third parties.

At the time the transactions were entered, the Company is in compliance with the regulations of Indonesian Capital Market and Financial Institution Supervisory Agency No. IX.E.1 regarding Affiliated Transactions and Conflicts of Interest on Certain Transactions.

Detailed information on all transactions can be found on Note 29 of the Financial Statements as enclosed to this Integrated Annual Report.

### REGULATORY CHANGES

Issued Date	Issued By	Regulation No. & Title	Impact To The Company
16 April 2020	Minister of Communication and Informatics	Regulation of the Minister of Communication and Informatics No. 1/2020 on Control of Telecommunication Tools and/or Devices Connected to Mobile Network Through International Mobile Equipment Identity	Potential additional investment is required for the Company to meet the requirement as per regulation
20 April 2020	Minister of Communication and Informatics	Regulation of the Minister of Communication and Informatics No. 2/2020 on Amendment to Regulation of the Minister of Communication and Informatics No. 13/2019 on Provisions of Telecommunication Services	No major impact to the Company on the issuance of this regulation. However, the follow up regulation of this regulation (Regulation of the Minister of Communication and Informatics No. 1/2021) may potentially impact the Company, i.e. open access for Government monitoring.
20 April 2020	Financial Services Authority ("OJK")	OJK Regulation No. 15/POJK.04/2020 on the Plan and Implementation of Public Companies' GMS	The Company is now able to conduct an electronic GMS ("e-GMS") and The Company is no longer required to publish announcement, invitation and result of GMS through newspapers
20 April 2020	OJK	OJK Regulation No. 16/POJK.04/2020 on the Implementation of e-GMS	The Company has been exercising this Regulation since it was issued. The Company is now able to conduct e-GMS
20 April 2020	OJK	OJK Regulation No. 17/POJK.04/2020 on the Material Transaction and Change of Business Activities	The scope of Material Transaction under this regulation is wider than the previous regulation. By the implementation of this regulation, the Company will likely has more obligation on transactions done by the Company as this regulation is no longer giving limitations on the form of transactions
30 April 2020	Minister of Communication and Informatics	Regulation of the Minister of Communication and Informatics No. 3/2020 on Payment Due of Post Services Contribution, Cost of Telecommunications Operation Rights, USO Contribution, and License Fees for Broadcasting	No major impact to the Company of the Cost of Telecommunications Operation Rights payment and USO Contribution payment for 2019 fiscal year.
1 July 2020	OJK	OJK Regulation No. 42/POJK.04/2020 on Affiliated Transaction and Conflict of Interest	The scope of Affiliated Transaction under this regulation is wider than the previous regulation. By the implementation of this regulation, the Company will likely has more obligation on transactions done by the Company with its affiliation as this regulation is no longer giving limitations on the form of transactions

Issued Date	Issued By	Regulation No. & Title	Impact To The Company
17 September 2020	Minister of Communication and Informatics	Regulation of the Minister of Communication and Informatics No. 4/2020 on Usage of the Radio Frequency Spectrum on 2.3 GHz Radio Frequency Band	As per the Company's current radio frequency condition, there's no major impact to the Company, since Company has no 2.3 GHz Radio Frequency Band yet.
2 November 2020	President of RI	Law No. 11/2020 on Job Creation	Many provisions of this regulation impact the Company's business, especially provisions that related to telecommunication and broadcasting.
16 November 2020	Minister of Communication and Informatics	Regulation of the Minister of Communication and Informatics No. 5/2020 on Electronic System Operator of Private Scope	The regulation is allowing cross-border data transfer, but the Company implement this cautiously considering the regulation related to data privacy is yet to be issued.

## CHANGES TO THE ACCOUNTING STANDARDS

The application of the following revised accounting standards and interpretation of the accounting standards, which are effective from 1 January 2020 and relevant for Company, but did not result in substantial changes to the Company's accounting policies and had no material effect on the amounts reported for the current year financial statements:

- Amendment to PSAK 15 "Investment in Associates and Joint Venture"
- Amendment to PSAK 1 "Presentation of Financial Statements"
- Annual Improvement to PSAK 1 "Presentation of Financial Statements"

The application of the following revised accounting standards and interpretation of the accounting standards, which are effective from 1 January 2020, relevant for Company, and result in substantial changes to the Company's accounting policies and had material effect on the amounts reported for the current period interim financial statements:

- PSAK 71 "Financial Instrument"
- PSAK 72 "Revenue from Contract with Customers"
- PSAK 73 "Lease"

The application of the following revised accounting standard which is effective from 1 June 2020 and relevant for Company, but did not result in substantial changes to the Company's accounting policies and had no material effect on the amounts reported for the current period interim financial statements:

- Amendment to PSAK 73 "Lease"

As at the authorisation date of these interim financial statements, there are no new standards and amendment issued that are mandatory for the financial year beginning or after 1 January 2021 relevant for the Company.

### Application of PSAK 71, PSAK 72, and PSAK 73

The Company has applied PSAK 71, PSAK 72, and PSAK 73 effectively for the financial year beginning 1 January 2020. Detailed elaboration on this application can be found on the enclosed Audited Financial Statements Notes 2.

# Network Development



While 2020 was a challenging year, we were able to reach important milestones as planned.

**I GEDE DARMAYUSA**  
Director & Chief Technology Officer

Network rollout was ahead of timeline, fiberization target was met, and core capability and reliability were successfully improved. Optimistic that we can turn challenges into opportunities, the Company saw 2020 as a momentum to deliver the excellence of its networks.

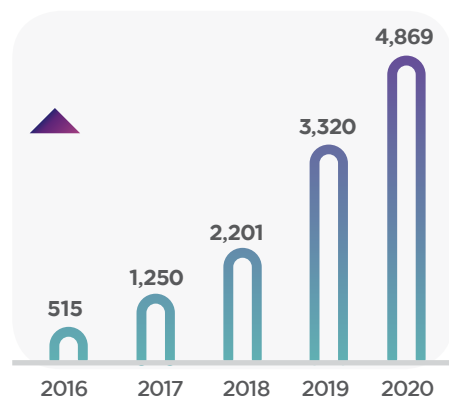
## PERFORMANCE HIGHLIGHTS

- **Network expansion of BTS towers to more than 144 thousand towers.** As many as 37% are 4G, covering customers in 458 cities across nearly all Indonesian provinces.
- **Meeting 80% of fiberization target** from a total of **15,000** fiberized sites at the end of 2020.

BTS	2016	2017	2018	2019	2020
4G	8,204	17,428	29,772	40,264	54,297
3G	38,731	45,864	51,398	54,027	53,236
2G	37,549	37,802	37,426	35,926	37,446
Total	84,484	101,094	118,596	130,217	144,978

- **Data traffic grew by 47% to 4,869 PB in 2020**, driven by a sharp increase in data demand, as families have had to work and study from home during the new normal.

Total Traffic XL Axiata (PB)



## STRATEGIC OBJECTIVES

Having a vision of building the most cost-efficient network to provide the best customer experience, XL Axiata continued its network development initiatives in 2020. All its strategies were executed amid the COVID-19 pandemic that caused restrictions on logistics flow and mobility.

The pandemic also changed customer behavior, as evident from high data demand in residential areas and city outskirts in line with the government's work and school from home policy. With an optimism to turn challenges into opportunities, the Company saw this period as a momentum to show the excellence of its network and to build the foundation to welcome a post-pandemic era.

To realize the vision and goals, the Company increased its end-to-end network readiness to provide an even better data service. Actions included network rollout, fiberization, establishment of Voice over LTE (VoLTE) network that is expected to give customers even better audio quality experience, faster call connections, and better simultaneous voice and Internet services. In addition, the Company performed LTE multi-carrier aggregation to increase LTE capacity by twofold. Other than that, the Company adopted a more sophisticated radio technology to expand its capacity in accommodating traffic growth, performed distributed core, and launched local cache to deliver seamless streaming and gaming experience.

## PERFORMANCE SUMMARY

The Company's discipline in carrying out network development activities throughout 2020 resulted in notable achievements. Network rollout target was met ahead of timeline and the Company now has added 15,000 4G BTS, including 6,300 4G capacity sites to anticipate a surge in data traffic. Overall, XL Axiata has a total of 144,978 BTS, or 47% YoY growth. Most of the new BTS are 4G stations, serving more than 95% of Indonesian population in 458 cities. XL Axiata now operates 54,297 4G BTS with 40% of the new additions carried out outside of Java. Meanwhile, to strengthen broadband services, the Company has completed 80% of its target to fiberize 15,000 sites.

In VoLTE, the Company carried out a soft launch on 13 October 2020. By collaborating with smartphone providers, XL customers can now enjoy the benefits of VoLTE. The Company has also concluded a trial of LTE multi-carrier aggregation to increase spectrum efficiency and maintain service quality. Moreover, the Company completed the adoption of advanced radio technology, higher order MIMO (Multiple Input-Multiple Output), and higher sectorization of antenna to increase per site capacity up to three times.

The Company also implemented distributed core and launched local cache that were focused on customers' needs, latency reduction, increased reliability, and increased efficiency of Over-the-top (OTT) product development. The outcomes of this strategy would support customers' experience in media streaming, e.g. in video conference, remote learning, and online gaming, and the Company's OTT-based business.

Moreover, the Company continued the 5G development journey, which began three years ago. 5G adoption will require infrastructure and network architecture readiness as well as the ecosystem preparedness, comprising spectrum availability, regulations, and handset availability. In 2020, as part of the 5G development, the Company among other things modernized RAN using 5G-ready radio equipment and performed high capacity backhaul. The Company also continued its contribution in creating the right 5G ecosystem by joining 5G forums, carrying out trials, and communicating with the government to encourage spectrum and regulatory provision. With respect to the government, the Company supported the International Mobile Equipment Identity (IMEI) registration initiative. XL Axiata showed this by completing the integration with the government's IMEI control system and achieved 100% compliance rate by the second quarter of 2020.

## OUTLOOK

The Company's vision going forward is to build the most efficient network to provide the best and most comprehensive experience for the customers. To that end, the Company will focus on developing massive and efficient radio network, reliable terabyte transport network, simple and scalable-distributed core, secured network, and autonomous operation.



# Information Technology



We ensure that our customers' experience is uncompromised, and employees' productivity can increase.

**YESSIE D. YOSETYA**

Director & Chief Information-Digital Officer

Despite COVID-19 and other challenges in 2020, XL Axiata stayed solid and successfully delivered outstanding results on its information technology infrastructure enhancement leading to a higher level of digitalization and operational excellence.

## PERFORMANCE HIGHLIGHTS

- Migration of all digital touchpoints to cloud-native apps to improve reliability, scalability, and better customer experience.
- Became the first telecommunications company in Southeast Asia to adopt the SAP S/4 HANA Cloud. This was part of the Company's strategy to be a pioneer in the telco industry and a leader in digital transformation.

## STRATEGIC OBJECTIVES

XL Axiata's IT vision is to provide the best services to its subscribers and internal customers. To realize this vision, the Company has three strategy goals, namely digitized touchpoints, streamlined and automated internal business process, and solid data security and privacy. Moreover, the strategy is backed by digitalization and operational excellence pillars.

The strategies also take into account COVID-19 pandemic in 2020. During this time, the Company saw a significant increase in the demand for digitized process among both its internal and external customers. At the same time, the Company had to anticipate the increasingly widespread cases of cybercrime.

In response to the challenges, the Information Digital and Technology Directorate continued to evolve and improve its organization. The Directorate aligned with the latest data delivery model and strengthen data security and privacy so that the overall digital transformation journey could continue without compromising the Company's data responsibility.

Digitalization was performed in two aspects. For external customers, who primarily prefer digital touchpoints at this time, the Company has provided ease of access, from data purchase, promotions, and customer service. Meanwhile, internally, the Company believes that expedited digitalization will have positive impacts in terms of work efficiency and readiness to embrace the automation in the future.

To increase overall business efficiency and effectiveness, the Company adopted SAP as its cloud-based Enterprise Resource Planning (ERP) solution. The ERP system supports governance, decision making, and making operational activities more seamless.

In terms of data security, the Company adheres to the best practices of the Axiata group and international standards, such as issued by National Institute of Standards and Technology (NIST) and International Organization for Standardization (ISO) 27001. Improvement in data governance, data privacy, and security technology as well as digitalization ensure that the IT directorate is able to support the Company in delivering the best services to customers.

## PERFORMANCE SUMMARY

On IT digitalization for customers, the Company modernized its digital touchpoints in 2020 such as MyXL, Axisnet, SiDompul, both the user interface and user experience (UI/UX) to give customers a better experience. The Company also migrated the touchpoints to cloud app for higher reliability and scalability. As the result, MyXL app received positive response from the customers, as evident from 1.7 million of monthly active users (MAUs) within just two weeks after launch. Under Axis, the Axisnet platform has also recorded 20% users of its total subscribers.

On system digitalization for efficient business process amid COVID-19, the Company was able to quickly adapt and to prepare the suitable systems and infrastructure hence employees can

resume work from home. The Company even saw an increase in productivity. Today, system digitalization has been applied organization wide – finance, sales and distribution, contracting, customer service, administrative activities such as electronic invoice, and digital signature.

To realize operational excellence, in 2020 the Company became the first telecommunications company in Southeast Asia to adopt the SAP S/4 HANA Cloud. This initiative was part of the Company's strategy to be the industry's pioneer and a leader of end-to-end digital transformation. SAP S/4 HANA Cloud has given the Company's various advantages, such as simpler and more efficient IT infrastructure, as a single source of financial or operational data, and as a strategic decision-making tool with financial dashboard that provides real-time information – enabling the Company to be more agile in responding to the market. The cloud-based service also ensures that the Company adheres to the International Financial Reporting Standards (IFRS) 16 and significantly bolsters data and analytics maturity by providing Data Governance, Cloud Strategy, dan Advanced Analytic Use Case.

Responding to system security and data privacy concerns, the Company has continued to increase its proactive and reactive cyber protection capability to detect and swiftly recover from threats. In 2020, the Company was also able to enhance data privacy maturity, especially customers' data through two measures. First is the Identity Management (IDM) that supports single-sign on for subscribers who need to access their subscribed services and, second, consent management that ensures data protection.

## OUTLOOK

The Company will continue to enhance its digital touchpoints and be a distinct service provider amid the rapid growth of digital apps. The Company will strengthen its digital architecture, delivering high performance and reliable infrastructure as well as incorporating personalized approach using data analytics.

Finally, the Company will focus on developing product personalization and persuasive services for customers and employees. Business process automation will also be continued to significantly increase productivity and support operational excellence. The Company will increasingly rely on big data, analytics, and artificial intelligence to realize its strategies.

# Corporate Strategy & Business Development



XL Axiata has played a large part in driving the growth of mobile data in Indonesia in the last few years.

**ABHIJIT NAVALEKAR**  
Corporate Strategy & Business  
Development Director

## PERFORMANCE HIGHLIGHTS

- In 2020, XL Axiata successfully launched a digital service of the future, **Live.On**. With this service, subscribers get to fully control their data use based on the apps, network, and usage duration they need. XL Axiata believes that Live.On is the answer to the future, highly dynamic needs of customers.
- Aiming to strengthen the **Live.On** brand and to meet the demand of millennial customers, **XL Axiata introduced an e-wallet payment system by partnering with GoPay and taking part in the GoPay Online Festival 2020**, one of Indonesia's biggest e-commerce festivals. The Company's participation created more value for customers, as well as cashbacks.

More than 80% of our revenue is from data services, making us a leader in the data space. Our focus on a mobile data proposition for customers has paid off as XL has become the #2 mobile operator in Indonesia, outgrowing our peers in the last two years.

Going forward, we are expanding our focus on digital services and converged services, which will deliver greater value to our retail and business customers, and establish us as a truly converged operator with nationwide presence.

- **Various breakthroughs were achieved in 2020** to enhance XL HOME as the best and most comprehensive home entertainment service. Among other initiatives, XL Axiata partnered with Indonesia's leading OTT service providers, such as Vidio, to introduce quality content into subscribers' homes.

## STRATEGIC OBJECTIVES

For almost all businesses and individuals, 2020 was an incredibly challenging year. The COVID-19 pandemic has compelled the Indonesian government to restrict citizens' mobility despite the steep economic and social consequences. The impact could be seen immediately from the weakening of the purchasing power of households and businesses across all sectors, as well as of the national economic growth.

Aside from having to respond to a new normal, XL Axiata must also navigate heightened business competition, as other companies, including competitors, are similarly adapting.

This competition could be seen, for instance, in the data tariff. The pandemic has forced employees and students to work and learn from home, thus creating a surge in data demand. However, their purchasing power was limited. This situation led to tariff competition among telecommunications companies throughout 2020, especially in regions outside of Java.

To address the dynamic landscape, the Company came up with various strategies. Its short-term measures sought to mitigate different impacts from the business and economic situation, whilst keeping the Company focused on cellular business digitalization and fixed broadband service enhancement. The Company also developed its medium- to long-term strategies to become the #2 Integrated Operator and to ensure that XL Axiata can be best positioned to continue growing post-pandemic.

The short-term measures during the year included strategies to strengthen XL Axiata's digital channels, such as by refining promotions and product and service personalization of the XL, AXIS, and Prioritas plans through the self-service app. To accelerate the digital transformation of its traditional channels, the Company now offers

digital vouchers, conducts virtual meetings, and has activated new payment methods in retail stores. The Company also improved services through the omnichannel customer care and digital kiosks, as well as by optimizing network capacity, especially on existing sites, to expand coverage.

The Company also recognized a significant shift in consumer behaviour and preference during 2020. To address this, XL Axiata's digitalization initiatives included UI/UX (User Interface/User Experience) modernization of the myXL app and distributor-dedicated app. At the same time, the Company strengthened its backend infrastructure to maintain reliability.

In terms of operations, the Company automated its information technology and network monitoring systems and further implemented a paperless financial system as part of the efforts to become a fully integrated digital company. To increase employee engagement and productivity, the Company optimized its virtual workshop and team collaboration platforms that allow teamwork to be done in a more efficient manner. Indeed, operational excellence has always been in XL Axiata's DNA.

As medium- and long-term strategies, XL Axiata is looking to accelerate its transformation journey, such as by implementing hyper-automation, becoming the first digital convergence company in Indonesia's telecommunications industry, and putting customer centricity at the core. The Company also continues to invest to realize strong growth in regions outside of Java across its business lines, including XL HOME products and services.

## PERFORMANCE SUMMARY

The short-term measures that XL Axiata executed in 2020 delivered solid results. The Company also recorded several milestones, especially in the context of the COVID-19 pandemic when digitalization fundamentally changed the way the Company interacted with its stakeholders – customers, suppliers, the public, and the shareholders.

In terms of service, the updates to the self-care app brought significant results. The AXISnet MAU (Monthly Active Users) grew more than 100% year-on-year (YoY), while the NPS (Net Promoter Score) in the adolescent segment ranked #1 from May to July 2020.

XL Axiata also launched the new myXL app on the Company's 24th anniversary and, thanks to the strengthening of partnerships and digitalization, became the fastest growing operator with more than 30% penetration.

In terms of supplier relations, the Company implemented an integrated vendor management system in 2020. The new system facilitates vendor registration, PR/PO processes, tenders, and payments. With the new system, the Company aims to increase its SLA and enhance transparency in its relations with vendors.

Moreover, in community engagement, the Company continued XL Future Leader and organized e-workshops, online courses, and women empowerment webinars. In shareholder relations, XL Axiata was the first listed company that carried out its Annual Meeting of Shareholders in 2020 and received the IDX Channel Innovation Award 2020.

Another milestone in 2020 was the launch of Live. On. A new digital telecommunications brand, Live. On gives its subscribers control over their data use. Also launched on the Company's anniversary, Live. On answers the needs of digital savvy customers, especially millennials. The flexibility it offers means that customers can shape their digital lifestyles as they see fit, benefitting from high-speed internet access and data accumulation up to 1,000 GB. Live.On was designed around a market situation that has become more intertwined with digital services, which was particularly accelerated by the pandemic. More than providing a new digital service, XL Axiata is also redefining the delivery of telecommunications services and broke through the boundaries to provide a truly unlimited data service.

For XL HOME subscribers, the Company continued to offer the best and most complete home entertainment choices. New offerings came in 2020, as the Company realized its partnerships with several leading over-the-top (OTT) service providers in Indonesia. Vidio, one of the new

partners, is now delivering quality entertainment content to all subscribers.

Launched in December 2018, XL HOME has since enjoyed a positive welcome from the market. Serving a growing number of subscribers, XL HOME is currently present in 70,000 homes, entertaining and providing high-speed, stable fibre optic connectivity to families at an affordable price. The XL HOME package comes equipped with an entertainment box based on the latest Android technology that can transform a TV into a smart TV. Families can access quality content from Netflix, CATCHPLAY+, iflix, and other national and international channels via the Vidio app, YouTube, and Google Playstore. Gamers can also enjoy the AirConsole app, which turns a user's smartphone into a gaming console.

XL Axiata continued to expand XL HOME services in 2020. Currently, XL HOME has developed a fiber optic network that covers about 470,000 homes (homes-passed) and is accessible in Jakarta, Bogor, Depok, Tangerang, Bekasi, Makassar, Balikpapan, Banjarmasin, Denpasar, Yogyakarta, Bandung, Surabaya, Gresik, Sidoarjo, Malang, and Medan.

## OUTLOOK

XL Axiata has been playing a significant role in growing the cellular data market in Indonesia for the past several years. Data revenues contribute 80% of XL Axiata's total revenues, which today makes the Company a leading cellular data provider. XL Axiata is confident that its focus on the business will maintain its position as Indonesia's #2 cellular operator.

Going forward, XL Axiata will expand its focus on digital services and digital convergence, which will create greater value for both retail and corporate customers. This focus will bring the Company to the next level as a convergent and the #2 integrated operator within the next two or three years. The Company is also committed to offering the most comprehensive range of connectivity and digital service choices to individual and business customers, and to cover the entire archipelago. XL Axiata is also looking to achieve the highest NPS across all lines of the telecommunications business in Indonesia.



# Human Capital Development

XL Axiata navigated the pandemic by strenuously ensuring employee welfare and keeping everyone connected and alert. The Company communicated regularly with all employees through e-TownHall and did its best to keep employees engaged in fun activities using social media platforms and employee communities.

In line with this, several initiatives were launched in 2020 in partnership with several health institutions, e-health players, and online transportation companies.

## Overview

Like for most companies, 2020 was a challenging year for XL Axiata. Many of the Company's human capital initiatives were aimed at ensuring employee health and safety, as well as to maintain engagement and productivity while working from home because of the pandemic.

However, the pandemic also compelled XL Axiata to be agile in adopting new ways of working and exploring digitization or other improvements in various processes for enhanced effectiveness and better employee experiences.

To ensure that the Company remains competitive in acquiring and retaining the right talent for XL Axiata, we intensively developed the leadership skills of our key talents. We also provided some flexibility for our mixed-generation employees to choose the most suitable benefits and learning opportunities for their individual interests, continuously fostering agile mindsets and practices within the organization.

## Human Capital Activities in 2020

In the middle of the pandemic, the Company navigated the crisis by strenuously ensuring employee welfare and keeping

everyone connected and alert. The Company communicated regularly with all employees through e-TownHall and did its best to keep employees engaged in fun activities using social media platforms and employee communities. In line with this, several initiatives were launched in 2020 in partnership with several health institutions, e-health players, and online transportation companies.

Aligning with the transformation and adapting to the situation, the Agile mindset was even more critical for business sustainability. Therefore, a series of Agile workshops and internalization programs were conducted to build the same understanding across the organization. Several Agile initiatives and practices were also implemented to accelerate the way the Company responded to today's market dynamics. To ensure that XL Axiata could continue delivering outstanding productivity levels, the Company introduced a number of digital collaboration tools. The Company also made sure that all employees were trained on its Anti-Bribery and Anti-Corruption (ABAC) policies. This was in line with our commitment to good corporate governance and corporate values, and ITS XL, especially Integrity.

Moreover, the Company also continuously promotes the Employee Value Proposition (EVP) that is designed to highlight XL Axiata as the workplace to be. The EVP aims to further enhance employee engagement and attract the best talents.

XL Axiata also continued to digitize its human capital management system to ensure that the employee experience is continuously improved at any point of their interactions with the human capital department and for employees to benefit from human capital services. From time to time, the Company would deploy new features and UI/UX improvements in all HC systems and on the XL Mine portal. The Company is also improving its analytic capabilities to assist in staffing and business decision-making.

## Recruitment

Talent acquisition is a critical process in XL Axiata. This process entails identifying the right specialists, leaders, future executives, or other qualified professionals to fill specific positions within the Company. When carried out with discipline, this process will result in the Company bringing on board the right people to deliver business goals and business sustainability.

Due to the pandemic, talent acquisition quickly adapted and shifted the recruitment process from face-to-face to virtual interviews, assessments, and on-boarding. The Company also developed some initiatives that focused on improving recruitment, accelerating the use of digital platforms, leveraging the Company's branding to attract talent, and providing better experiences to candidates.

The following are highlights of the Company's key recruitment initiatives:

	<b>Digitalization</b> Talent Acquisition started to incorporate technology further into the end-to-end hiring process, utilizing digital tools, and robotic process automation.
	<b>Talent Development Strategy</b> In collaboration with the Human Capital Analytics team, the Talent Acquisition team is developing a talent pool using analytics and automation programs.
	<b>Collaborative Hiring</b> To find the best talents, a recruitment process should not take place in silos. In XL Axiata, talent acquisition is a collaborative process between the Talent Acquisition team and the Human Capital Business Plan and Learning and Development team, as well as the hiring manager. The goal is to make sure that recruitment feeds into the Company's business strategy and hiring plan and the functional competencies needed by the Company, and to have an optimal interview and assessment process.
	<b>Focus on Employer's Branding</b> Employer's branding was done through the LinkedIn page and the Company recorded an increased number of followers from 123,000 in December 2019 to 177,542 in October 2020. The Company also conducted a brand activation program and event collaboration to attract potential candidates.
	<b>Online Survey</b> In line with the commitment to improve the hiring process, Talent Acquisition measured and maintained candidate experience through an online survey.

On the candidates qualifications, XL Axiata considers competence, cultural suitability, commitment, and agility. Competence refers to a candidate's skills/ expertise/ knowledge that must match with the position they apply for. Competence can be further broken down into functional and leadership competence. Cultural suitability looks into the compatibility between a candidate's personal values and XL Axiata's values, while commitment considers a candidate's professional motivation and career aspirations in the Company. Finally, agility is about a candidate's ability to adapt in a dynamic situation that is often called VUCA – volatility, uncertainty, complexity, and ambiguity. All of these qualities are key for XL Axiata and its aspiration to become a truly converged company in the future.

## Employee Learning and Development

To address the dynamics of 2020, priorities, learning processes, and employee development needed to adapt. During the year, the priority was focused not only on regulatory compliance and fulfilment of the Company's strategies, but also on ensuring employees' work productivity and learning were maintained despite the pandemic. To optimize the digital tools for employee development, learning activities continued to prioritize the principles of Experience, Relationships, Self-Development, and Education.

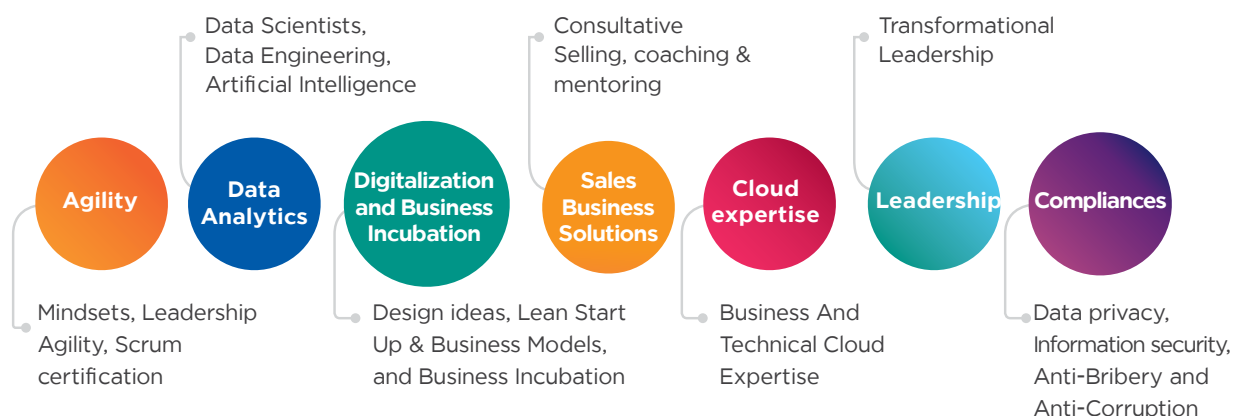
The pandemic and the social distancing policy that ensued have raised different needs in employee development. Responding to this, XL Axiata identified three aspects in the support the Company was giving to the employees: Mind, Body, and Soul. Mind ensures employees obtain factual and actual informations about COVID-19; Body entails the Company's promotion on the importance of exercising as well as healthy tips; and Soul covers information about mental health, including ways to manage stress.

The Company also focused on supporting a new way to work, with most employees having to work from home. The Company endeavored to build a productivity mindset and accompany it with the provision of digital tools, so employees could still work productively and effectively while continuing to work collaboratively with their peers, superiors, and subordinates.

To support the development of professional competency, the Company relied on online learning applications in 2020, namely virtual classes through LinkedIn Learning and Coursera, and the e-LMS (Electronic Learning Management System) application, which is intergrated with other services in human capital, namely Talent Management, Performance Management and the Carrier Program.

The Company also identified key competencies that it needs to develop:

**The Company identified key competencies that needs to develop: Agility, Data Analytics, Digitalization and Business Incubation, Sales Business Solutions, Cloud expertise, Leadership, Compliances.**



Moreover, the Company continued to organize certification programs in accordance with the regulations, as well as professional development focused on building employee knowledge, expertise, and attitude. Professional development programs were implemented based on a development plan devised using employee assessment results, individual work performances, employee input, and career plans.

In total, the Company invested approximately 5 Billion Rupiah for employees' professional development activities. The investment aligns with the increasing number of online learning.

Moreover, one principle of XL Axiata has always been that knowledge within the organization must contribute to the organization's progress. Driven by this spirit, all individuals in the organization look forward to taking part in knowledge-sharing activities, such as Buddies, Community of Practice (XL-Labs), Community of Experts (Train the trainer, PMCoE, Agile Community), Sharing from Executives/Experts (ShrEX), CEO Listens, and others.

To optimally utilize the organization's wealth of knowledge, the Company has been continuously developing its knowledge management system. This system aims to systematically document all available knowledge, both tacit and demonstrated knowledge. This system not only applies to X1 Axiata, but also to the Axiata Group.

No	Description	Jan-Dec 2020					
		In-Class & Webinar Learning		On-Line Self Learning		TOTAL	
1	Employee according to HC Master Data	1614				1614	
2	Total training session and workshop	101	Program(s)	2,049	Program(s)	2,150	Program(s)
		212	Sessions			212	Sessions
3	Unique employee as a participant	1,591		1,602		3,193	
4	Participant	9,306		13,444		22,750	
5	Total training days	5,031	days	1,523	days	6,554	days
6	Total training hours	40,252	hours	12,182	hours	52,434	hours
7	Average training hours per employee	25,30	hours	7,60	hours	32,90	hours

## Performance Management

It is important that the achievement targets set for the Company by the shareholders are properly disseminated to all employees to ensure they are attained by the end of the financial year. In XL Axiata, targets are circulated at the beginning of the year, starting at the Directorate level, next at the function

level, and then to individual employees. This way, employees get clear directions for their day-to-day work.

Considering that Telecommunications is a highly dynamic industry, it is critical that the Company's Performance Management system is able to keep abreast of all changes, including target adjustments. In 2020, the Company made its Performance Management simpler and more efficient. The system also puts more emphasis on employee development.

The new system gives employees in Leader positions more room to manage team performance. They are also expected to build good relationships with their team members using productive dialogue. In addition to increasing effectiveness, this system also aims to foster a greater sense of ownership among employees for the performance management process.

Performance management occupies a central position in human resource management activities, such as remuneration decisions, career development, and employee management. The optimal use of its Performance Management system will give the Company clear information and a record of individual employee's achievements.

## Talent Management

To ensure business continuity and the Company's performance, XL Axiata has identified certain key internal positions that directly impact both aspects. As a matter of course, given the strategic value of these positions, the Company needs time to find the talents with the appropriate competencies.

To address that, the Company needs a succession plan to ensure seamless talent turnover. For this reason, XL Axiata has an internal Talent Pool for the successor or candidates of senior leadership including the Board of Directors' candidate. Apart from such internal Talent Pool, XL Axiata is also collaborated with Axiata to integrate the talent pool with the Group. In the event, no specific candidates is available in both XL Axiata and Axiata's Talent Pool, thus XL Axiata is engaged with professional recruiter to find suitable candidate. Furthermore, XL Axiata has a Talent Panel that discusses important positions and potential successors in terms of the candidates' readiness and the development they may need. The Panel systematically identifies the competencies required for each position. This Panel also systematically assesses the candidates' current competencies. The competency development of potential successors for a position is carried out using a 70-20-10 rule: 70% of development activities are

achieved by exposing the candidate to the work entailed by a certain position/area, 20% of development is conducted through mentoring, and 10% of development is delivered through formal training.

## Employee Welfare

All levels of management are committed to realizing employee welfare in accordance with the Company's mission, which is to make XL Axiata a second home for the employees. As a result, the Company is developing a competitive remuneration system that can attract qualified candidates, retain key employees and encourage the best performing employees. The remuneration system was designed objectively and is in line with employee achievements, positions and competence. This is summarized in the 3P principle, namely position, person, and performance.

To ensure competitive remuneration, the Company continues to conduct remuneration surveys and regular analyses of other companies in similar industries. Employee remuneration consists of cash and non-cash components and includes, for example, basic salaries, communication and transportation allowances, and annual bonuses. The Company also provides long-term incentives for all employees in the form of cash or shares.



A Let's Learn Program (LLP) and a Flexible Program (FlexPro) are also in place for employees and their families. Parts of the total annual remuneration, LLP and FlexPro are non-fixed benefit programs that depend on the performances of the Company and individual employees. Initially in place in 2015, in 2020 the Company enhanced the benefits, not only to develop knowledge and skills, but to give employees and their families (spouses and children) the flexibility to use these benefits for travel, wellness, pensions, additional leave, and upgrades to medical insurance plans. For example, the Education Program includes courses (on cooking, financial planning, etc.), certification programs, the purchase of books, funding for children's schooling, and other individual development activities.

Considering the unique challenges of 2020, when most families had to work and learn from home, the Company allowed the Flexpro program to buy laptops, workbenches, ergonomic chairs, PC tablets, and fitness equipment for employees. This kind of support was especially appreciated by the employees, as it showed the Company's commitment to their welfare.

## Employees' Occupational Health and Safety

Occupational Health and Safety (OHS) is extremely important. To build OHS awareness, the Company has established the OHS Development Committee (P2K3), a team that consists of management and employees from each of the six operational regional offices. The team produces quarterly safety performance reports to guide the Company's evaluation and safety planning to prevent any incidents.

The Company has also implemented various occupational health programs. XL Axiata provides facilities, such as sports facilities, and is implementing curative and preventive measures, regular medical check-ups, and health counselling – especially for serious illnesses and/or work-related illnesses.

In XL Axiata, OHS is embedded in every stage of operations and in all Company regulations. The Company always engages employees in identifying and managing OHS risks in order to achieve Zero Accidents.

## HC Information System

With digitalization performing on a fast track because of the pandemic, it is also important for the Company's systems to keep up. Currently, the Company employs Human Capital Analytics to regularly analyze data and information related to the organization and to employees to inform Management, allowing them to make business and staffing decisions more efficiently and effectively.

Human Capital Analytics also introduces changes and improvements to employee, job and organizational data storage systems. The staffing center and some other areas experienced a significant increase in system usage. Some of these areas are the recruiting, onboarding, offboarding, resource management, performance management, and learning management systems. These improvements also included other applications to support employee benefits, namely compensation planning, payroll systems and flexible programs. The Analytics system also plays a role in managing resources for several functions such as secretarial, administration, tester engineers, programmers and developers who partner with outsourcing vendors.

Analytics simplifies and expedites the decision-making process by first creating a data warehouse to integrate stored historical data that is organized by subject. At the same time, the Data Warehouse facilitates Data Mining and external data integration, such as the SAP Success Factor. Meanwhile, a Power BI application is utilized to manage descriptive data, while Python and Google Collapse are the tools used to manage predictive analysis.

The advanced analytical tools deployed in XL Axiata has supported the Company's operational excellence and agility in adapting to the latest situation.

## Human Capital Profiles

Employee Demographics by Division	31.12.2020		31.12.2019	
	All XL	W/o BoD	All XL	W/o BoD
CEO Office	22	21	69	68
Corporate Affairs	60	60		
Corporate Strategy & Business Development	61	60	56	55
Corporate Transformation				
Finance	241	240	243	242
Human Capital	38	38	36	36
Information & Digitalization	316	315	315	314
Technology	168	167	170	170
Enterprise & SME	140	140		
Commercial	239	238	140	139
Commercial - Sales	329	329		
Commercial - Enterprise & SME			145	145
Commercial - Marketing (Mass)			346	346
Commercial - Premium Segment			86	86
Grand Total	1,614	1,608	1,606	1,601

Employment Status	31.12.2020		31.12.2019	
	All XL	W/o BoD	All XL	W/o BoD
Permanent	1,387	1,387	1,386	1,386
Contract-Expat	19	17	21	18
Contract	208	204	199	197
Grand Total	1,614	1,608	1,606	1,601

Employee Composition by Position	31.12.2020		31.12.2019	
	All XL	W/o BoD	All XL	W/o BoD
President Director	1		1	
Director	5		4	
Chief	4	4	4	4
Group Head	49	49	47	47
Head	179	179	172	172
Lead			13	13
Staff/Individual Contributor	1,376	1,376	1,365	1,365
Grand Total	1,614	1,608	1,606	1,601

Employee Composition by Age Group	31.12.2020		31.12.2019	
	All XL	W/o BoD	All XL	W/o BoD
< 25	22	22	14	14
25 - 30	240	240	241	241
30 - 35	357	357	366	366
35 - 40	391	391	408	408
40 - 45	357	356	348	348
45 - 50	198	194	190	187
> 50	49	48	39	37
Grand Total	1,614	1,608	1,606	1,601

Employee Composition by Education	31.12.2020		31.12.2019	
	All XL	W/o BoD	All XL	W/o BoD
Diploma	146	146	150	150
S1 (Strata 1)	1,339	1,334	1,316	1,312
S2 (Strata 2) / S3 (Strata 3)	127	126	137	136
SMA/SMU/Kejuruan	2	2	3	3
Grand Total	1,614	1,608	1,606	1,601

Employee Composition by Tenure	31.12.2020		31.12.2019	
	All XL	W/o BoD	All XL	W/o BoD
< 1 Yr	90	90	146	146
1 - 5 Yrs	592	589	602	600
5 - 10 Yrs	414	413	416	415
10 - 15 Yrs	245	245	243	243
15 - 20 Yrs	194	193	138	137
> 20 Yrs	79	78	61	60
Grand Total	1,614	1,608	1,606	1,601

Employee Composition by Gender	31.12.2020		31.12.2019	
	All XL	W/o BoD	All XL	W/o BoD
Male	1,124	1,120	1,122	1,119
Female	490	488	484	482
Grand Total	1,614	1,608	1,606	1,601

Employee Composition by Turn-Over	Employee Status		Total
	Permanent	Contract	
2020	55	8	63
2019	106	10	116
2018	126	12	138
2017	158	13	171
2016	207	20	227
2015	199	21	220
2014	123	14	137

## Future Strategy

The Company will continue to support business initiatives by leveraging engagement and productivity in responding to the New Normal challenges and enabling the business to focus on Customer Experience at the most efficient operations.

As the challenges from the pandemic will continue to exist this year, the focus for the Company will be on how to build the organization's productive and agile capabilities, to establish the mindsets, practices and ways of working required for the business in the New Normal era, and to leverage Employee Experience for getting better Customer Experience. In addition, the Company will continuously focus on growing its analytical capabilities to drive better and more accurate human capital decision-making results for business growth.



# 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:

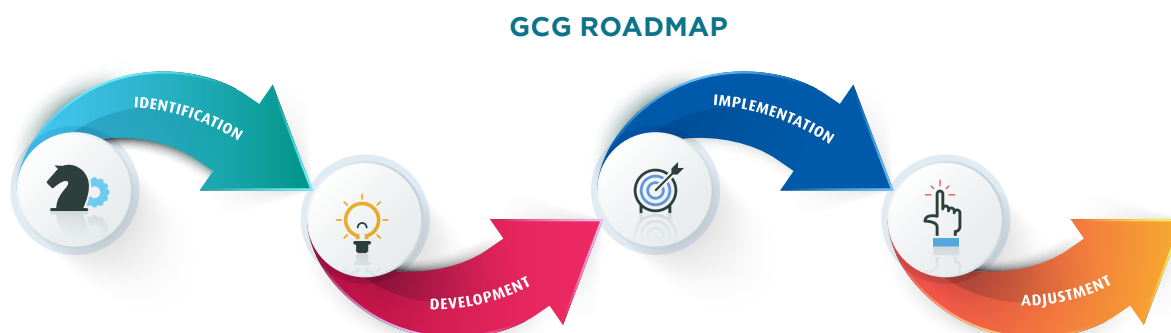
1. Professionalism and integrity.
2. Efficiency and effectiveness.
3. Law abiding citizen.

### 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:

<b>2015</b>	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.
<b>2016</b>	<ul style="list-style-type: none"> <li>• Renewal of Guidelines and Policy amongst others:               <ol style="list-style-type: none"> <li>a. Board Manual and Code of Ethics.</li> <li>b. GCG Manual.</li> <li>c. Blackout Policy.</li> </ol> </li> <li>• Establishment of Policy amongst others:               <ol style="list-style-type: none"> <li>a. Director Sucession Policy.</li> <li>b. Subsidiary Policy.</li> <li>c. Board of Directors and Board of Commissioners Sharesownership Policy.</li> <li>d. Multiple Board Membership Policy for the Board of Directors and the Board of Commissioners.</li> </ol> </li> <li>• Establishment of Limit of Authority in each Unit within the Company.</li> </ul>
	<ul style="list-style-type: none"> <li>• Board Orientations</li> <li>• Implementation of Board Effectiveness dan Self &amp; Peer-to- Peer Assessment.</li> </ul>

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

## 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

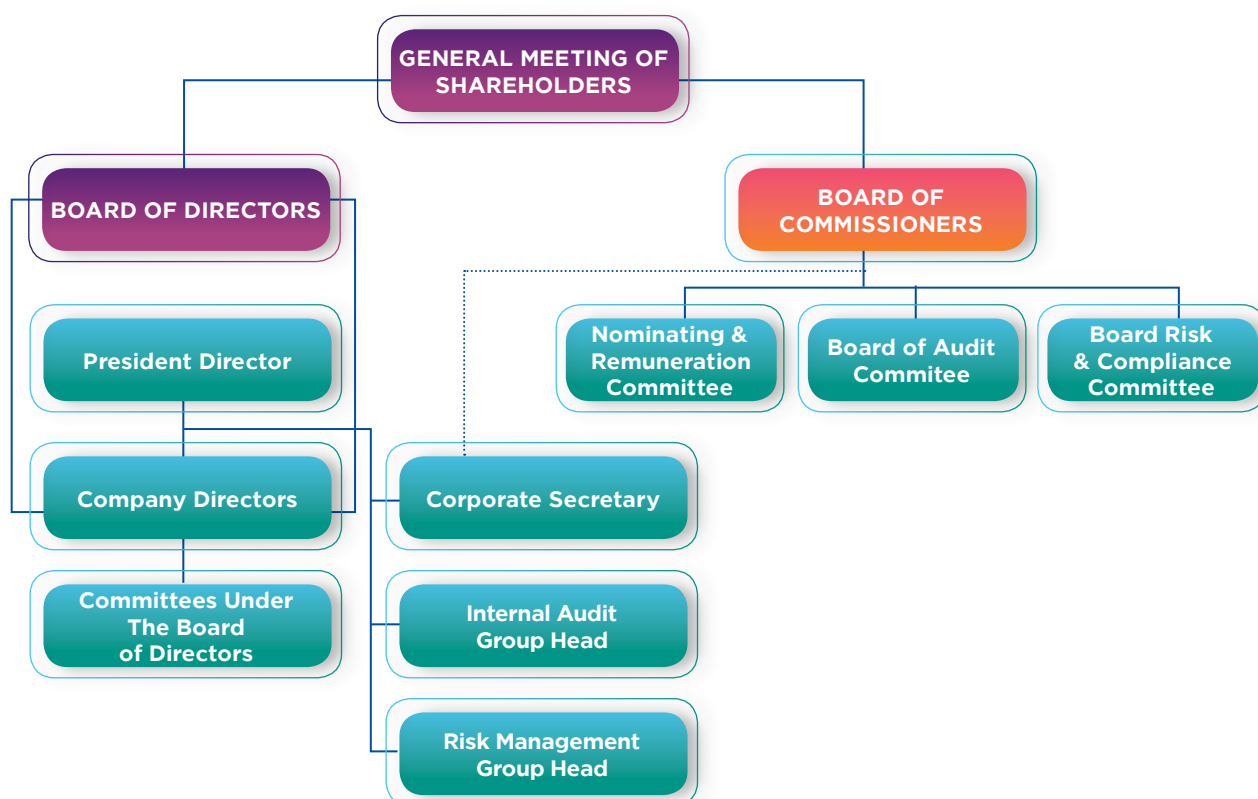
1. Prevention of Insider Trading Policy Through Shares Trading Prohibition in Certain Period (Blackout Policy)
2. Integrated Communication Policy
3. Procurement policy and Code of Ethics
4. Conflict of Interest Transaction Prevention Policy
5. Consumer Protection Policy
6. Subsidiaries Policy
7. Board 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](http://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:

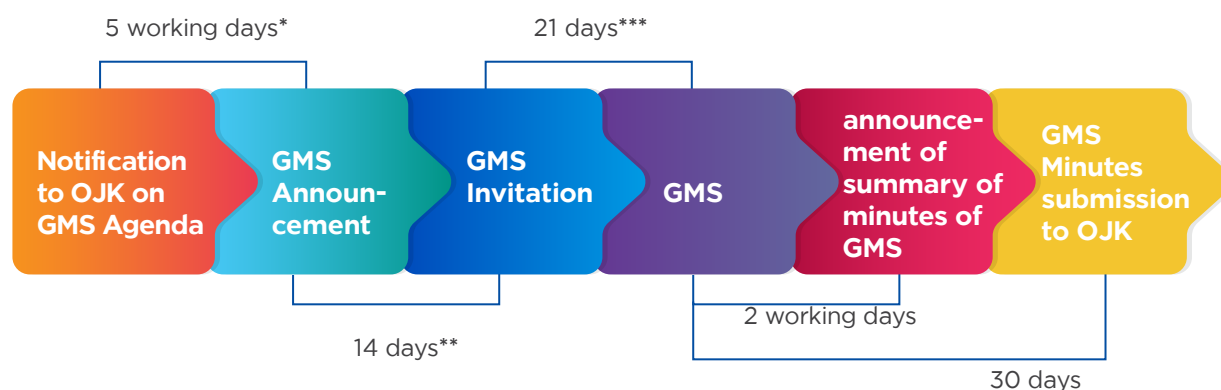
- Approve the merger, consolidation, acquisition, and separation, filing for bankruptcy over the Company, the extension of the period of the Company, dissolution and liquidation.
- Appoint and terminate members of the Board of Directors and/or Board of Commissioners;
- Ratify the amendment of Articles 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](http://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:

<b>Day, Date:</b>	Tuesday, 27 October 2020
<b>Time:</b>	10:27 p.m. – 11:27 p.m. Western Indonesian Time
<b>Venue:</b>	<b>Jayawijaya Meeting Room 36th Floor</b> 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](http://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"> <li>AGMS dated 29 April 2019 (Term 2)</li> <li>EGMS dated 29 September 2016 (Term 1)</li> <li>AGMS dated 1 April 2015 (Term 1 - as Commissioner)</li> <li>AGMS dated 14 April 2011 (Term 1 - as Commissioner)</li> </ul>	<ul style="list-style-type: none"> <li>29 April 2019 until the closing of AGMS 2024</li> <li>29 September 2016 until 29 April 2019 (Term 1)</li> <li>1 April 2015 until 29 September 2016 (Term 1 - as Commissioner)</li> <li>14 April 2011 until 15 August 2012 (Term 1 - as Commissioner)</li> </ul>
Tan Sri Jamaludin bin Ibrahim	Commissioner	<ul style="list-style-type: none"> <li>AGMS dated 29 April 2019 (Term 4)</li> <li>AGMS dated 22 April 2014 (Term 3)</li> <li>AGMS dated 14 April 2011 (Term 2)</li> <li>EGMS dated 29 July 2008 (Term 1)</li> </ul>	<ul style="list-style-type: none"> <li>29 April 2019 until the closing of AGMS 2024 (Term 4)</li> <li>22 April 2014 until 29 April 2019 (Term 3)</li> <li>14 April 2011 - 22 April 2014 (Term 2)</li> <li>29 Juli 2008 - 14 April 2011 (Term 1)</li> </ul>
Vivek Sood	Commissioner	<ul style="list-style-type: none"> <li>AGMS dated 29 April 2019 (Term 2)</li> <li>EGMS dated 15 August 2017 (Term 1)</li> </ul>	<ul style="list-style-type: none"> <li>29 April 2019 until the closing of AGMS 2024 (Term 2)</li> <li>31 March 2017 until 29 April 2019 (Term 1)</li> </ul>
Dato' Mohd Izzaddin Idris	Commissioner	<ul style="list-style-type: none"> <li>AGMS dated 18 May 2020 (Term 1)</li> </ul>	<ul style="list-style-type: none"> <li>18 May 2020 until the closing of AGMS 2024 (Term 1)</li> </ul>
Dr Hans Wijayasuriya	Commissioner	<ul style="list-style-type: none"> <li>AGMS dated 18 May 2020 (Term 1)</li> </ul>	<ul style="list-style-type: none"> <li>18 May 2020 until the closing of AGMS 2024 (Term 1)</li> </ul>
David R. Dean	Commissioner	<ul style="list-style-type: none"> <li>AGMS dated 29 April 2019 (Term 2)</li> <li>AGMS dated 9 March 2018 (Term 1)</li> <li>EGMS dated 29 September 2016 (Term 1 as Independent Commissioner)</li> </ul>	<ul style="list-style-type: none"> <li>29 April 2019 until the closing of AGMS 2024 (Term 2)</li> <li>9 March 2018 until 29 April 2019 (Term 1)</li> <li>29 September 2016 until 9 March 2018 (Term 1 as Independent Commissioner)</li> </ul>
Yasmin Stamboel Wirjawan	Independent Commissioner	<ul style="list-style-type: none"> <li>AGMS dated 29 April 2019 (Term 2)</li> <li>AGMS dated 22 April 2014 (Term 1)*</li> <li>AGMS dated 14 April 2011 (Term 1)</li> </ul>	<ul style="list-style-type: none"> <li>29 April 2019 until the closing of AGMS 2024 (Term 2)</li> <li>22 April 2014 until 29 April 2019 (Term 1)*</li> <li>14 April 2011 until 22 April 2014 (Term 1)</li> </ul>
* 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"> <li>AGMS dated 29 April 2019 (Term 2)</li> <li>EGMS dated 15 August 2017 (Term 1)</li> </ul>	<ul style="list-style-type: none"> <li>29 April 2019 until the closing of AGMS 2024 (Term 1)</li> <li>15 August 2017 until 29 April 2019 (Term 2)</li> </ul>
Julianto Sidarto	Independent Commissioner	<ul style="list-style-type: none"> <li>AGMS dated 29 April 2019 (Term 2)</li> <li>AGMS dated 9 March 2018 (Term 1)</li> </ul>	<ul style="list-style-type: none"> <li>29 April 2019 until the closing of AGMS 2024 (Term 1)</li> <li>9 March 2018 until 29 April 2019 (Term 2)</li> </ul>

## 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 in Management and Systems from 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	Ken-neth Shen	Peter J Cham-bers	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 Jamaluddin 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
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 Pramanika	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	Nno 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

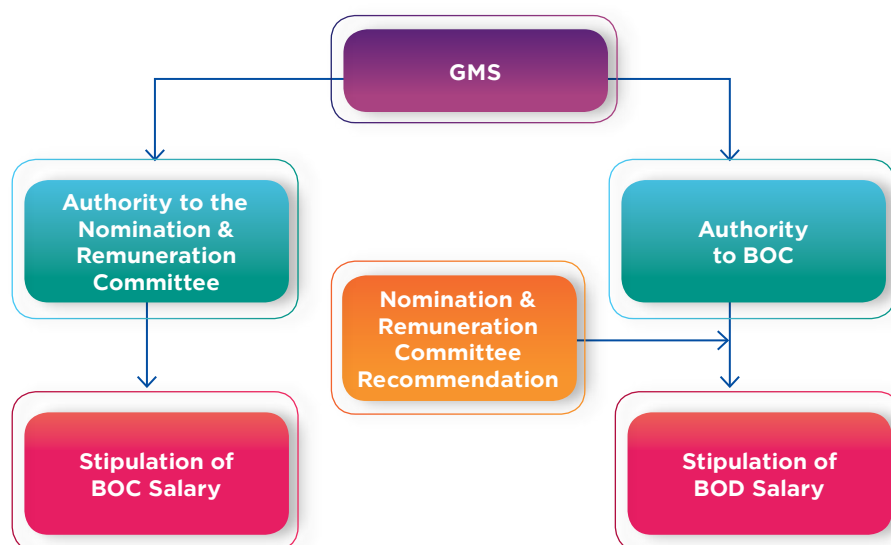
Remuneration for the Board of Directors and Board of Commissioners of XL Axiata is determined through the General Meeting of Shareholders as follows:

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](http://www.xlaxiata.co.id))

## Composition and Profile

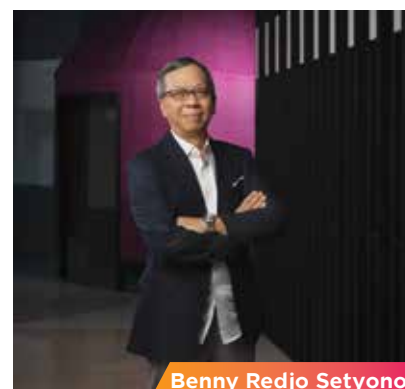
As at December 31, 2020, the Company’s Board of Audit Committee consists of a Chairman and three Committee members with profiles as follows:



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

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"> <li>Leadership in New Normal by Robert E. Siegel (Lecturer in Management Stanford Graduate School of Business), 12 December 2020.</li> <li>Hyper-automation &amp; AI by Juan Rio (Senior Managing Director Delta Partner), 12 December 2020. Held in Strategy Retreat.</li> </ul>	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](http://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"> <li>ABAC Compliance Update</li> <li>Crisis Management Plan – COVID 19</li> <li>Regulatory Update: IMEI Registration</li> <li>BSS Transformation Update</li> <li>SAP4Hana Implementation Update</li> </ul>	✓	✓	✓
April 30, 2020	Financial & Operational result for period ended March 31, 2020	✓	✓	✓
May 4, 2020	<ul style="list-style-type: none"> <li>ABAC Compliance Update</li> <li>Cybersecurity Update</li> <li>Data Privacy Update</li> </ul>	✓	✓	✓
July 10, 2020	<ul style="list-style-type: none"> <li>Matters Arising from the Previous Meeting</li> <li>Financial Risk: Cash in Bank</li> <li>Regulatory Update: IMEI Registration</li> <li>Cybersecurity Update</li> <li>Data Privacy Update</li> <li>IT Transformation</li> </ul>	✓	✓	✓
July 16, 2020	<ul style="list-style-type: none"> <li>Ratification of Previous Minutes of Meeting</li> <li>Matters Arising from the Previous Meeting</li> <li>ABAC Compliance Update</li> <li>Risk Management Update</li> </ul>	✓	✓	✓
August 18, 2020	Financial & Operational result for period ended June 30, 2020	✓	✓	✓
September 21, 2020	<ul style="list-style-type: none"> <li>ABAC Compliance Update</li> <li>Other Matters</li> </ul>	✓	✓	✓
October 19, 2020	<ul style="list-style-type: none"> <li>Ratification of Previous Minutes of Meeting</li> <li>Matters Arising from the Previous Meeting</li> <li>Distribution Update</li> <li>Cybersecurity and Data Privacy Update</li> <li>Risk Management Update</li> <li>Regulatory Update: Omnibus Law</li> <li>Financial Risk: Cash in Bank and Insurance Coverage</li> </ul>	✓	✓	✓
October 27, 2020	Financial & Operational result for period ended September 30, 2020	✓	✓	✓
<b>Total</b>		<b>(9/9) 100%</b>	<b>(9/9) 100%</b>	<b>(9/9) 100%</b>

### 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"> <li>AGMS dated 29 April 2019 (Term 2)</li> <li>AGMS dated 1 April 2015 (Term 1)</li> <li>EGMS dated 7 January 2015 (Term 1 as Vice President Director)</li> <li>AGMS dated 22 April 2014 (Term 4 as Director)</li> <li>AGMS dated 14 April 2011 (Term 3 as Director)</li> <li>AGMS dated 4 April 2008 (Term 2 as Director)</li> <li>AGMS dated 26 April 2007 (Term 1 as Director)</li> </ul>	<ul style="list-style-type: none"> <li>29 April 2019 until the closing of AGMS 2024 (Term 2)</li> <li>1 April 2015 until 29 April 2019 (Term 1)</li> <li>7 January 2015 until 1 April 2015 (Term 1 as Vice President Director)</li> <li>22 April 2014 until 24 August 2014 (Term 4 as Director)</li> <li>14 April 2011 until 22 April 2014 (Term 3 as Director)</li> <li>4 April 2008 until 14 April 2011 (Term 2 as Director)</li> <li>26 April 2007 until 4 April 2008 (Term 1 as Director)</li> </ul>
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"> <li>AGMS dated 29 April 2019 (Term 2)</li> <li>EGMS dated 10 March 2016 (Term 1 as Independent Director)</li> </ul>	<ul style="list-style-type: none"> <li>29 April 2019 until the closing of AGMS 2024 (Term 2)</li> <li>10 March 2016 until 29 April 2019 (Term 1 as Independent Director)</li> </ul>
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"> <li>AGMS dated 29 April 2019 (Term 2)</li> <li>EGMS dated 15 August 2017 (Term 1)</li> </ul>	<ul style="list-style-type: none"> <li>29 April 2019 until the closing of AGMS 2024 (Term 2)</li> <li>15 August 2017 until 29 April 2019 (Term 1)</li> </ul>
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

<b>Dian Siswarini</b> 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.
<b>Budi Pramantika</b> 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.
<b>Yessie D. Yosetya</b> 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.
<b>David Arcelus Oses</b> 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.
<b>Abhijit Navalekar</b> 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.
<b>I Gede Darmayusa</b> 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. Yosetya	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								
<b>Total Attendance during 2020</b>			<b>59/63</b>	<b>52/53</b>	<b>62/63</b>	<b>62/63</b>	<b>18/22</b>	<b>40/41</b>	<b>11/11</b>	<b>10/10</b>
<b>Percentage of Attendance during 2020</b>			<b>94%</b>	<b>98%</b>	<b>98%</b>	<b>98%</b>	<b>82%</b>	<b>98%</b>	<b>100%</b>	<b>100%</b>

### 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. Yo-setya	Ab-hijit Nav-alekar	Allan Bonke	David Arcelus Oses	I Gede Darmay-usa	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
<b>MEETING PERCENTAGE</b>			<b>(9/10) 90%</b>	<b>(6/9) 67%</b>	<b>(10/10) 100%</b>	<b>(9/10) 90%</b>	<b>(3/3) 100%</b>	<b>(5/7) 71%</b>	<b>(1/1) 100%</b>	<b>(1/1) 100%</b>

### 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
	<b>2/2</b> <b>100%</b>	<b>3/4</b> <b>71%</b>	<b>2/2</b> <b>100%</b>	<b>3/3</b> <b>100%</b>	<b>n/a</b> <b>n/a</b>	<b>n/a</b> <b>n/a</b>	<b>n/a</b> <b>n/a</b>	<b>1/1</b> <b>100%</b>

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"> <li>MPP</li> <li>Home Organization</li> <li>XL Vision 2022</li> </ul>	Yes	Yes	Yes	Yes	Yes	Yes	-	-	-
2.	No. 02/20 on 6 April 2020	<ul style="list-style-type: none"> <li>New PMS</li> <li>OADP</li> </ul>	Yes	Yes	-	Yes	Yes	Yes	Yes	-	-
3.	No. 03/20 on 19 Jun 2020	<ul style="list-style-type: none"> <li>Commercial Organization</li> <li>Competency Development</li> <li>Home Organization</li> </ul>	Yes	Yes	-	Yes	Yes	Yes	Yes	-	-
4.	No. 04/20 on 15 Sept 2020	<ul style="list-style-type: none"> <li>HC Superapps</li> <li>MPP</li> <li>Performance H1 2020</li> </ul>	Yes	Yes	-	Yes	Yes	Yes	Yes	-	-
5.	No. 05/20 on 2 Dec 2020	<ul style="list-style-type: none"> <li>LTI Conversion</li> <li>Organization Transformation</li> <li>New Ways of Working</li> </ul>	Yes	-	-	Yes	Yes	Yes	Yes	Yes	Yes
<b>MEETING &amp; PERCENTAGE</b>			<b>(5/5) 100%</b>	<b>(4/4) 100%</b>	<b>(1/1) 100%</b>	<b>(5/5) 100%</b>	<b>(5/5) 100%</b>	<b>(5/5) 100%</b>	<b>(4/4) 100%</b>	<b>(1/1) 100%</b>	<b>(1/1) 100%</b>

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

\* 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



**Rantty 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"> <li>access the Meeting's invitation and venue;</li> <li>access and observe all Meeting materials;</li> <li>evaluate the draft Minutes of the Meeting;</li> <li>provide any review or feedback digitally;</li> <li>voting digitally; and</li> <li>access messenger facility in the app.</li> </ul> <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"> <li>2 (two) BOC Meetings,</li> <li>8 (eight) Special BOC Meetings, and</li> <li>4 (four) Joint Meeting of BOC and NRC</li> </ul> <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"> <li>• Implementation of the Annual General Meeting of Shareholders and Extraordinary General Meeting of Shareholders, both were conducted electronically;</li> <li>• Distribution of Dividend for the period of fiscal year 2019;</li> <li>• Closed auction on the plan of selling the telecommunication tower owned by XL Axiata;</li> <li>• Divestment of the Company's joint venture with venture partner PT Princeton Digital Group Data Centres;</li> <li>• Share Buyback of XL Axiata in relations to capital market conditions and significant pressured on share price;</li> <li>• Additional share listing in relations to Long Term Incentive Program 2016-2020 of Grant Cycle II PT XL Axiata Tbk.</li> </ul>
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"> <li>1. Monthly Regular Report on Share Registration;</li> <li>2. Monthly Regular Report on Foreign Currencies Debt;</li> <li>3. Quarterly Regular Report on the Company's Financial Statements Submission;</li> <li>4. Quarterly Regular Reports;</li> <li>5. Annual Regular Report on the Company's Integrated Annual Report;</li> <li>6. Annual Regular Report on Public Expose;</li> <li>7. Annual Regular Report on Sustainability Report Submission;</li> <li>8. Annual Regular Report on Annual Rating Results Report; and</li> <li>9. Incidental Report on other Information Transparency, among others such as: <ul style="list-style-type: none"> <li>• Changes of the Composition of Members of the BOD and BOC;</li> <li>• Changes of the Corporate Secretary;</li> <li>• Changes of Internal Audit;</li> <li>• Information of payment of Coupon Interests and/or SUKUK Ijarah;</li> <li>• Information of Certain Shareholders;</li> <li>• Information or Material Facts on the Impact of the Covid-19 Pandemic;</li> <li>• Share Buyback Report during the buyback period;</li> <li>• Material Transaction on the Selling of the Company's Telecommunication Tower;</li> <li>• Capital addition without pre-emptive rights;</li> <li>• Implementation Results of Capital addition without pre-emptive rights;</li> <li>• Information on Loan Facility;</li> <li>• Implementation of Transfer of the Company's Telecommunication Tower;</li> <li>• Appointment of Share Registrar specifically for the implementation of e-GMS.</li> </ul> </li> </ol>
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  
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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
<b>Total</b>	<b>9</b>

### 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

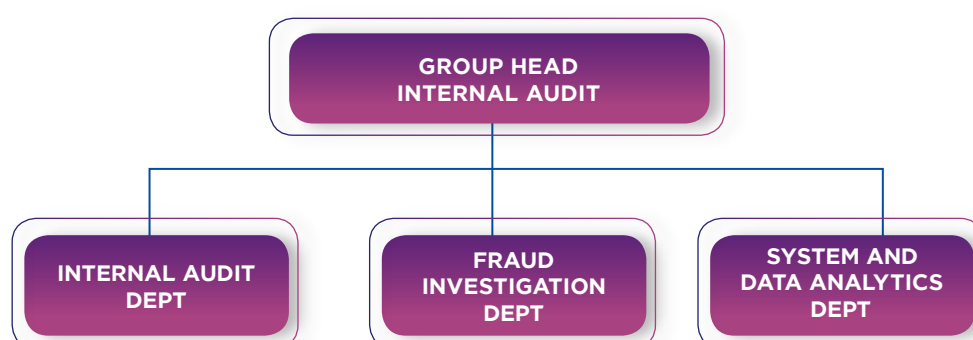
The following are trainings and/or certification participated by the Internal Audit Department personnel in 2020:

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
<b>Kantor Akuntan Publik Tanudiredja, Wibisana, Rintis &amp; Rekan</b> (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.

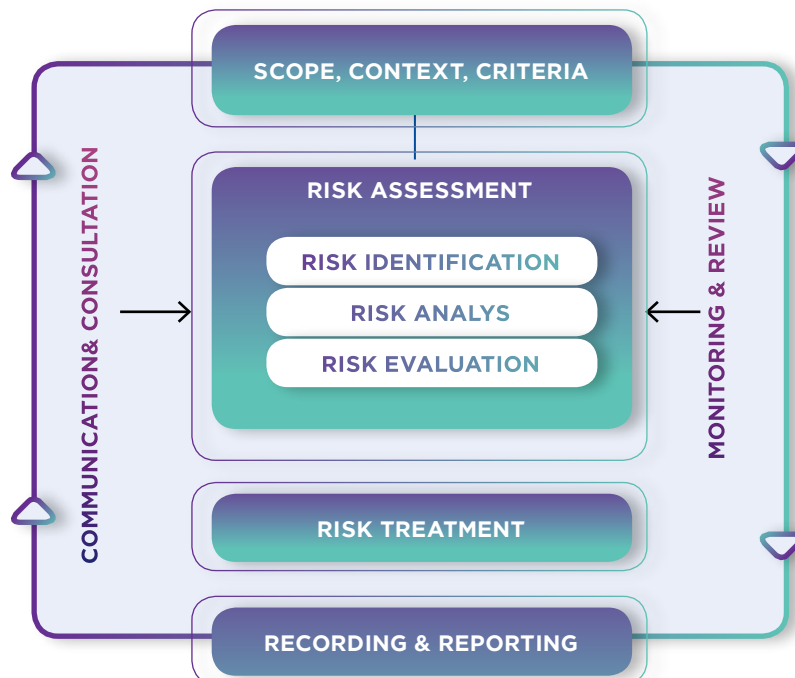
The Company also establishes a Business Continuity Management ("BCM") coordinated by RC to maintain the long-term business continuity of the Company which focuses on the safety of its employees and their families, the continuity of service for the customers, as well as to minimize the Company's losses. 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](http://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](http://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](http://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
<b>Principle 1</b>  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
<b>Principle 2</b>  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 ( <a href="http://www.xlaxiata.co.id">www.xlaxiata.co.id</a> ).

## Function And Roles of The Board of Commissioners

Principles	Recommendations	Explanation On OJK Recommendations	Comply
<b>Principle 3</b>  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 ( <a href="http://www.xlaxiata.co.id">www.xlaxiata.co.id</a> ).

Principles	Recommendations	Explanation On OJK Recommendations	Comply
<b>Principle 4</b>  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.
<b>Principle 5</b>  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 ( <a href="http://www.xlaxiata.co.id">www.xlaxiata.co.id</a> ).
	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
<b>Principle 6</b> 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
<b>Principle 7</b> 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.

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
<b>Principle 8</b> 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.



# 5 Sustainability Report

# Sustainability Report

## Fully Committed To Supporting The Government's Efforts In Responding To The Covid-19 Outbreak In Indonesia, Through Innovative Digital Transformation

XL Axiata demonstrated its commitment to sustainability throughout 2020. XL Axiata took part in the efforts to tackle the global COVID-19 pandemic; the health crisis required all hands on deck in order to minimize its impacts on people. The Company also enhanced its focus on digital transformation, which not only contributes to greener businesses, but also enables the Company to provide even better, more responsible services to all stakeholders.

XL Axiata demonstrated its commitment to sustainability throughout 2020. Observing the Prosperity, People, Process, and Planet principles, as well as the attainment of Sustainable Development Goals, the Company continued its community empowerment and environmental preservation initiatives. The Company also took part in the efforts to tackle the global Covid-19 pandemic; the health crisis required all hands on deck in order to minimize its impacts on people. The Company also enhanced its focus on digital transformation, which not only contributes to greener businesses, but also enables the Company to provide even better, more responsible services to all stakeholders. In regards to gender equality, the Company's support for women empowerment was recognized when XL Axiata was invited to be present at the EMPOWER forum as part of the G20 meeting.

XL Axiata earned numerous accolades for its contributions:

- Gold Rating in Asia Sustainability Report Rating (ASRRAT) 2020.
- Top Community Care Companies in Asia Corporate Excellence & Sustainability Awards (ACES).
- Gold Brand Equity Award in CSR Brand Equity Awards dari Iconomics event.
- Top CSR Awards 2020 # STAR 4.
- Top CSR Awards 2020 for the Laut Nusantara app from the Indonesian Ministry of Maritime Affairs and Fisheries.

## SUSTAINABILITY STRATEGY

In implementing its sustainability activities, the Company observes the following framework.



### BUILDING PROSPERITY

XL Axiata contributes to improving the nation's welfare by leveraging the national economy and well-being of local communities.

### NURTURING PEOPLE

Not only driving Indonesia toward the digital era through digital infrastructure development, XL Axiata is also committed to improving human capital in this digital era.

### PROCESS EXCELLENCE

Excellent process of governance and each of our operational activities underlying XL Axiata as a company which is sturdy and growing.

### PLANET AND SOCIETY

Our strategy and operational activities are pro-environment and pro-social. The well-being of the planet and its people is what determines the development of our company too.

## DETERMINATION OF MATERIALITY

### Determination of Report Contents and Boundaries

This chapter elaborates on XL Axiata's sustainability performance as single entity, as we do not have any subsidiaries.

To determine the contents of the report, we applied the following four mandatory steps required by GRI standards:

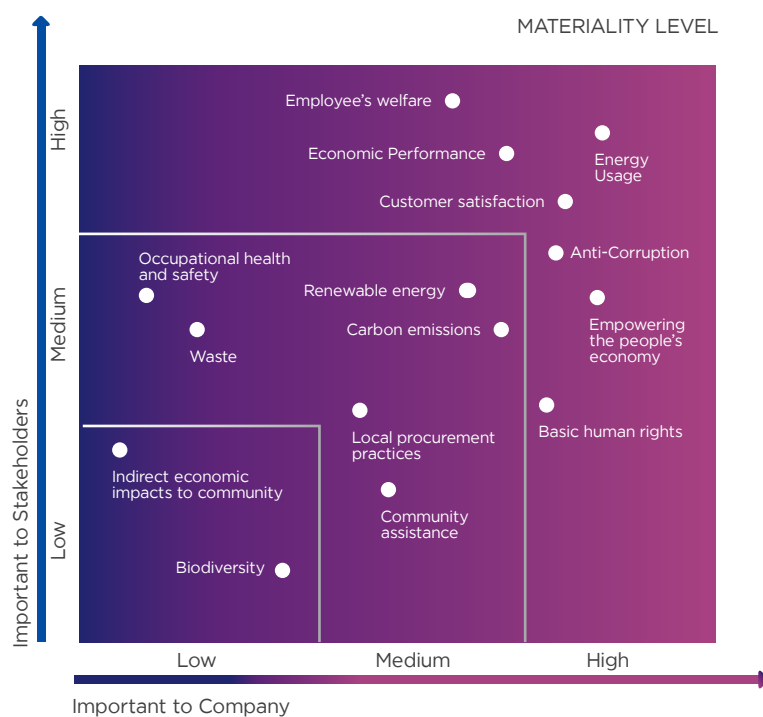
1. Identifying the material aspects and report boundaries (Identification),
2. Prioritizing the aspects identified in the previous step (Priority),
3. Validating the material aspects (Validation), and
4. Conducting post-publication reviews to improve the quality of future reports (Review).

The process of determining the contents of the report was conducted by taking into account the Company's conformity to the basic principles of the GRI, namely stakeholder inclusiveness, materiality, the context of sustainability, and completeness.

The selected topics presented in the report were discussed in a materiality test during a focus group discussion (FGD) with XL Axiata's stakeholders. We prioritize topics with relevance to and significant effects on stakeholders, business continuity, and sustainability issues. The following matrix shows the selected topics.

Material Topic	Reason For Selection And Impact	Disclosure Number	Boundary	
			Internal XL	External XL
ECONOMY				
Governance	Laws and regulation	205-2, 205-3	v	
Economic Performance	Stakeholders	201-1, 201-3, 203-1, 203-2	v	
Market Presence	Stakeholders	204-1	v	v
ENVIRONMENT				
Energy	Sustainability	302-1, 302-3, 302-4.	v	v
Emission	Sustainability	305-1, 305-2, 305-4, 305-5,	v	v
SOCIAL				
Labor	Employees	401-1, 401-2,	v	
Work Environment	Employees	403-1, 404-1, 404-2, 404-3, 405-1, 405-2	v	
Equality and Diversity	Employees	406-1	v	
Local Communities	Stakeholders	413-1	v	v
Marketing and Labelling	Customers	417-2, 417-3	v	
Compliance in economic field	Laws and regulation	418-1	v	v

### Materiality Chart





# Social & Community Development

## COVID-19 EMERGENCY RESPONSE

XL Axiata is committed to supporting the Government's efforts in responding to the Covid-19 outbreak in Indonesia. In line with this commitment, the Company has contributed in various forms, such as by providing data and telecommunications services, strengthening telecommunications networks at a number of hospitals, and supplying personal protective equipment (PPE). The details are as follows:

**Providing data and telecommunications services**, including free access to data/internet usage, telephone services, SMS, and MS Office.

The Company gave 550 starter packs already activated with a Rp50,000 package valid for three months, to the National Disaster Management Agency (BNPB).

**Strengthening data and telecommunications networks** in the area of Wisma Atlet Kemayoran, a Covid -19 emergency hospital, and other hospitals treating Covid -19 patients.

XL Axiata also deployed a mobile BTS unit to support the communication activities of journalists and patients.



**Supporting BNPB in delivering SMS blasts**

containing information about Covid -19 handling, educational materials related to this dangerous virus, and information on contacting hospitals in various regions.



**Providing XL Axiata's subscribers free access**

to the official covid19.go.id website, as well as free calls to the 119 and 112 Covid -19 hotline numbers.



**Providing a free daily 2GB data quota to access online learning apps and MS Office 365.**

This aims to support productive working- and learning-from-home activities.



**Offering booster packages**

for voice and internet data to XL priority customers who need extra internet data quota and adding an extra 10GB in quota to the Mifi XL Go Izi package.



**Donating funds:**

**A total of Rp10 billion in donations to BNPB.**

**XL Axiata employee fund raising, consisting of two periods with a total fund raised of**

**Rp1.5 billion**

In the first stage of disbursement, XL Axiata provided PPE worth of Rp800 million. In the second stage, the Company donated Rp750 million to informal sector workers affected by the pandemic, such as online motorcycle taxi drivers.

**XL Axiata delivered these donations directly to the target recipients, or through various institutions, such as Aksi Cepat Tanggap, Inisiatif Zakat Indonesia, and Komunitas Tuna Netra, in several cities in Indonesia.**



**Donating PPE:**

Since April 9, 2020,

**XL Axiata has distributed 10,000 hazmat suits**

to 10 hospitals that treat Covid-19 patients in Jakarta and West Nusa Tenggara.

**Donating staple foods to people in Lampung, Pekanbaru, Aceh, and others, collaborating with Regional Community Partners**

**Distributing health packages**

consisting of masks, hand sanitizers and vitamins to all XL Axiata employees and frontline officers, such as salespeople, SPGs, canvassers, and supervisors.

**LAUT NUSANTARA**

**XL Axiata and the Marine Research and Observation Center (BROL) of the Ministry of Maritime Affairs and Fisheries continue to collaborate to introduce the Laut Nusantara application to fishermen and other related stakeholders in various parts of the archipelago.**



**45,000**  
downloader



**31,721**  
active user

This targets young people in fishing families. They are expected to transfer the technology to their parents in their hometowns. In addition, as a response to the Covid-19 outbreak, the Laut Nusantara program donated 1,000 packages of basic necessities, masks, vitamins, and Laut Nusantara equipment to beneficiaries in Jembrana, Bali.

**Socialization in 2020**

Lontar Village, Serang;  
Camplong Village – Madura;  
Pesongsongan Village – Madura; Tlesah – Madura;  
Blanakan Village – Subang;  
Wuluhan Village – Cirebon;  
Gebangudik Village – Cirebon;  
Karangantu- West Java;  
Pelabuhan Ratu – West Java;  
Muarajaya – West Java.

**BERSAMA BANGUN NEGERI (BERBAGI)**

As a program that facilitates XL Axiata employees to be involved in volunteering, Berbagi gives employees the chance to participate in voluntary work conducted in various parts of the country. In this pandemic, XL Axiata continues to run this program by implementing strict health protocols.

In 2020, the employees who participated in Berbagi had the opportunity to share their knowledge with students of SMA 1 Suka Makmur in Aceh Besar District, of Yayasan Penyantun Islam Orphanage in Banda Aceh, of SMA Negeri Lurasik in Timur Tengah Utara District, and of Yayasan Regina Angelorum Tenubot Orphanage in Belu District.



**more than  
400 students**

were the beneficiaries of this activity.

**These activities were conducted online by employing online conferencing facilities.**











The topics included public speaking, healthy internet, easy ways to create a website, how to create interesting content on social media, and the Internet of Things (IoT). In addition, students in each location received quota donations, improvements to school facilities, clean water facilities, and cash donations.

## Disaster Relief

XL Axiata also participated in the relief efforts post natural disaster throughout Indonesia. The Company distributed aid that included food, medicines, clean water and masks to for the prevention of Covid-19 outbreak resulted from the natural disaster.

**More than 12,200 people impacted by disaster received assistance.**

### Assistance for natural disaster in 13 regions:

- |  |  |
|--|--|
|  <b>Flash Floods</b> , North Luwu  |  <b>Flash Floods</b> , Cilacap, Central Java;               |
|  <b>Landslide disaster</b> , South Tasikmalaya, West Java  |  <b>Floods</b> , Tebing Tinggi, North Sumatra;              |
|  <b>Flash Floods</b> , South Garut, West Java;   |  <b>Mount eruption</b> , Ile Lewotolok, East Nusa Tenggara; |
|  <b>Mount Merapi Eruption</b> , Glagah Harjo, Yogyakarta;  |  <b>Flash Floods</b> , Lebak Banten;                        |
|  <b>Mount Merapi Eruption in Evacuation Place</b> , <ul style="list-style-type: none"> <li>• Tegalmulyo Village, Klaten;</li> <li>• Balerante Village, Klaten;</li> <li>• Kepuharjo, Special Region of Yogyakarta;</li> <li>• Umbulharjo, Special Region of Yogyakarta;</li> </ul> |  <b>Flash Floods</b> , Aceh Tamiang, North Aceh.            |

## XL FUTURE LEADERS (XLFL)

	<b>batch 9</b> <b>35.000</b> applicants		Participants represent from <b>42 cities/districts</b> in 23 provinces.
	<b>160</b> students selected		<b>107 of 160</b> are woman
			<b>1,000</b> students have graduated from the XLFL program

Through the XLFL program, XL Axiata nurtures excellent human resources who are ready to advance Indonesia. Today, XLFL has a total of 1,000 alumni – all of them ready to contribute in various fields to a stronger, more advanced Indonesia. Amid the pandemic, XLFL activities that were originally carried out through the offline (face-to-face) method shifted to the online method. Nevertheless, this did not dampen the interest of potential participants and the general public towards XLFL.

In 2020, XLFL carried out the following activities:

- Online XLFL promotions to audiences in Bandung, Banjarmasin, Palembang, Aceh, Bogor, Jakarta, Medan, Yogyakarta, Kalimantan, Sulawesi, Nusa Tenggara Timur, and Papua.
- Seven XLFL workshops, including leadership training for the children of XL Axiata's employees.
- Six public online workshops with a total of 1,300 participants.
- Sharing and gathering events during the fasting month.
- Online industry visits for Indonesian college students. Participants received explanations about XL Axiata's business processes from several experts.
- Leadership workshops held in partnership with Atma Jaya Yogyakarta University.
- Indonesia's 75th Independence Day celebrations with the Your Hero Challenge campaign for college students.

## GERAKAN DONASI KUOTA (GDK)

Initiated by XL Axiata, GDK aims to ensure all schools and students have internet access to broaden their horizons. This program is the first in the world of its kind and XL Axiata successfully attracted participation from customers and the general public.

XL Axiata also provided internet access facilities for students in various regions in Indonesia: Ponorogo Village – East Java, Kebon Jati – Yogyakarta ; Boyolali – Central Java; Pemali – Bangka Belitung; Kayu Agung – Palembang; Bandung; East Java; Camplong Village, Madura; and Pesongsongan Village - Madura. Similar assistance was also distributed to Sekolah Sungai (River School) established by Project Child Indonesia (PCI) in Yogyakarta.

### The results of 2020 are as follows

Successfully  
donated

**425** routers  
and 96 TB quota



**121,200**  
students &  
**438** schools

received benefits  
from GDK  
programs.

“**Madrasah  
Digital Belajar  
Jarak Jauh**”



program was launched, in collaboration with the  
Indonesian Ministry of Religious Affairs.

## SISTERNET

Since launch on 23 April 2015, Sisternet now has more than 30,000 members. To enhance the benefits of this program for Indonesian women, Sisternet collaborates with various communities and women's organization, as well as with social activists in various regions. Moreover, Sisternet also actively collaborates with a number of government agencies, such as the Ministry for Women Empowerment and Child Protection (PPPA), the Ministry of Communication and Information Technology, the Ministry of Transportation, and Ministry of Villages, Development of Disadvantaged Regions, and Transmigration, and the Ministry of Health.

### Sisternet activities in 2020 were:

#### The launching of Sisternet app

The Sisternet app aims to expand the program's access. Prior to this was released, most Sisternet activities were carried out offline. With the app, all program materials can be accessed easily anytime, anywhere.



The Sisternet app was launched online with leading female figures such as Women Empowerment Minister Bintang Puspayoga, President Director & CEO of XL Axiata Dian Siswarini, artist Dian Sastrowardoyo, and dr. Reisa Broto Asmoro, health practitioner. The event was moderated by Becky Tumewu.

3 key features: Sister Berbagi (Sister Sharing) that provides collection of articles, Agenda Berbagi (Sharing Agenda) comprises learning activities, and Modul Pintar (Smart Modules) that contains learning materials in audio-visual format.

Sister Berbagi now  
has a collection of

**12,000**  
articles

Agenda Berbagi  
presents **free  
educational  
classes.**

**40**  
audio-visual modules about  
career, entrepreneurship,  
and parenting are provided  
by Modul Pintar.

In collaboration with the Ministry of PPPA, Sispreneur aims to foster

## 200 women micro-entrepreneurs

By the third quarter of 2020, Sispreneur held a one-month business mentoring class with **65 participants from West Nusa Tenggara and Bali.**

### Offline Sisternet class

on knowledge about personal data and behavior on social media. This workshop was held at the Smart Sisternet Corner, located at the Ministry of Communication and Information Technology, and

## 73 women attended

### Online Sisternet class

Adapting to the Covid-19 outbreak, Sisternet and Indonesia's National Movement for Digital Literacy (Siberkreasi) held online interactive discussions called Siberkreasi Class (Online Hangout).

## 8 online Hangout activities

with various themes were organized

In addition, Sisternet held dozens of other online activities that benefitted the community, including two activities in collaboration with an e-commerce company, Bukalapak.

### XL Axiata shared experiences at the G20 EMPOWER forum



XL Axiata participated in the international G20 forum called Empowerment and Progression of Women's Economic Representation (EMPOWER).

In this forum, XL Axiata shared its experiences in managing a women-dedicated empowerment program, Sisternet. XL Axiata's participation in the G20 EMPOWER forum reflected the trust of the Ministry of PPPA and its appreciation of XL Axiata's commitment to achieving gender equality.

# Environmental Management

**XL Axiata believes that digital transformation is one of the keys to achieving Sustainable Development Goals (SDGs). Through technology, the community and the business world can achieve efficiencies and reduce energy use.**

XL Axiata always strives to carry out activities related to environmental sustainability that are manifested in energy and emission controls, as well as other efforts such as:

Replacement of copper by fiber optic cables. In the past, copper cables were used to transmit data. However, copper mining harms the environment and produces toxic by-products. In contrast, fiber optic cables have minimal environmental impacts while consuming 25 times less energy than copper cables. Economy-wise, fiber optics produce more bandwidth than copper. The replacement of copper by fiber optics is being conducted gradually.



Reduction of paper use by digitizing business processes.



Sorting domestic waste. Sorting domestic wastes.

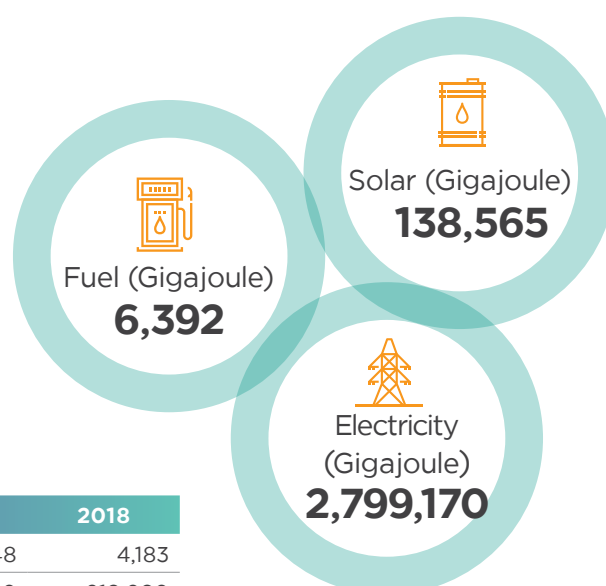


Cutting back on disposable plastics, such as plastic cups, plastic bottles, and plastic cutlery, in offices, canteens, pantries, and meeting rooms.

## ENERGY CONSUMPTION

XL Axiata's operational activities rely on several conventional energy sources, namely electricity, diesel fuel for BTS in locations without access to electricity, and fuel for transportation. In terms of utilizing renewable energy, XL Axiata uses solar cells as a backup for its 387 existing BTS. The following table shows energy consumption in all XL Axiata operational areas – electricity is calculated based on PLN meter measurements, while fuel and diesel is calculated in liters.

Energy Consumption	2020	2019	2018
Fuel (GJ)	6,392	9,148	4,183
Diesel (GJ)	138,565	165,110	218,080
Electricity (GJ)	2,799,170	2,616,417	2,633,348



## ENERGY REDUCTION

XL Axiata implements various steps to reduce energy consumption, including:

- Setting operating hours for air conditioning (AC) and electricity, namely from 6:30 a.m. to 6:30 p.m. Employees who need to stay in the office past 6:30 p.m. must apply for additional electricity use.
- Setting the electricity in all meeting rooms to automatically switched off when they are not in use.
- Equipping meeting rooms with video conferencing facilities to avoid business trips out of town, thereby reducing energy consumption and emissions.
- Employing an Intelligent Ventilation Cooling System (IVS), DC fans, and Air Conditioning.
- Using a cooling system in the BTS, thereby reducing air conditioning by 30%.
- Implementing the BTS Single RAN, which combines several types of BTS into one to reduce energy consumption by 60%.
- Conducting network modernization with the latest technological devices to support Green BTS, capable of providing 50% savings in energy usage.
- Applying a Hybrid Charge Discharge Battery (CDC) system for BTS in remote areas without electricity. CDCs reduce diesel fuel consumption by 54%.
- Using new refrigerants to cool BTS towers and XL Axiata offices to reduce electricity consumption.

In general, the Company recorded an increase in energy consumption of

# 153,451 Gigajoule

The increase number is mainly due to the uplift traffic data usage during pandemic situation. Nonetheless, through the transferred technology and various initiatives above, **the Company succeeded to reduce energy consumption in other various lines of business process.**

## ENERGY INTENSITY

Energy intensity is energy per unit of production, also known as data transmission (bandwidth) in terabytes. Compared to 2019, energy intensity in 2020 decreased by 28.1%. The following table illustrates energy intensity level in 2020 with two years comparison.

Energy Intensity	2020	2019	2018
Total energy consumed (GJ)	2,944,127	2,790,675	2,855,611
Bandwidth (petabyte)	4,869	3,320	2,201
Energy intensity (GJ/petabyte)	605	841	1,297

## EMISSIONS

Greenhouse gases (GHG) are gases in the Earth's atmosphere, such as water vapor, carbon dioxide and methane. GHG trap heat in the air causing an alteration to the Earth's radiation equilibrium and affecting atmospheric temperature.

GHG may be anthropogenic, they may result from human activities. Aware of its responsibility towards the environment, the Company monitors the sources and levels of GHG emissions from its operations using the methodologies of the Institute for Global Environmental Strategies List of Grid Emission Factors Year: 2019, the Electricity Specific Emission Factor for Grid Electricity Econometrica Year: 2011, the World Resource Institute (2008), and the GHG Protocol tool for stationary combustion, Version 4.0. 2009 Guidelines to Defra/DECC © GHG Conversion Factors for Company Reporting.



**Direct GHG Emissions (Scope 1)**

Emission Sources	2020	2019	2018
Fuel (tCO <sub>2</sub> e)	407	628	266
Genset Diesel (tCO <sub>2</sub> e)	9,263	11,329	11,350
<b>TOTAL (tCO<sub>2</sub>e)</b>	<b>9,670</b>	<b>11,956</b>	<b>11,617</b>

**Indirect GHG Emissions (Scope 2)**

Year	Emission Sources
<b>2020 (tCO<sub>2</sub>e)</b>	629,182
<b>2019 (tCO<sub>2</sub>e)</b>	588,104
<b>2018 (tCO<sub>2</sub>e)</b>	591,909

The GHG Emission intensity used to calculate Scope 1 and Scope 2 GHG emissions using terabytes units as the production unit bandwidth is presented in the table below.

Emission Intensity	2020	2019	2018
Total Emission (tCO <sub>2</sub> e)	638,852	600,058	603,526
Bandwidth (petabyte)	4,869	3,320	2,201
<b>Emission Intensity (tCO<sub>2</sub>e/ petabyte)</b>	<b>131.2</b>	<b>180.7</b>	<b>274.2</b>

Emission Increase	2020
<b>Emission Increase (tCO<sub>2</sub>e)</b>	38,794

The data above showing there was an increased carbon emission in 2020 compare to 2019, as well as the increase of bandwidth consumption. The significant reduction of total Emission Intensity over years, showing that the Company committed to serve best services while simultaneously innovating on better sustainable business process.

**DIGITAL TRANSFORMATION**

Digitalization enables business processes to take place with a more efficient use of energy. This contributes to environmental preservation and the attainment of SDGs.

In line with the above, the Company has carried out various digitalization efforts, such as the application of the Coupa system, the source-to-pay system (S2P) that integrates the sourcing and invoicing processes, the use of the Ting Room application for booking meeting rooms, the automation of electrical systems and room cooling in all XL Axiata Tower meeting rooms, and the effective use of video conferencing facilities that reduce business travel.

Moreover, in 2020 the Company implemented SAP4HANA, which uses cloud technology. This initiative enhances the automation of the Company's finance system. Digitalization is also being applied to other aspects of the Company's business, such as sales and distribution, contracting, customer service, and activities like e-tax invoicing, e-billing, and signing digital signatures.

Digitalization has been proven to increase work productivity. In addition, all digitalization initiatives, in 2020 and in previous years, facilitated the seamless transition from the face-to-face to the work-from-home model during the pandemic.

# Occupational Health & Safety

XL Axiata OHS Policy states that

“The Company is **committed to increasing customer satisfaction and providing an efficient, healthy, and safe workplace** for workers and customers by implementing sustainable improvement programs through the Occupational Health & Safety Management System by upholding and applying aspects of OHS in the implementation of operational activities.”

The Company also underwent regular occupational safety and health audits conducted by a third party. The 2020 safety audit results was 88.55% (Satisfactorily), valid for 3 years (2019 – 2022).

XL Axiata's commitment on OHS is being realized through a variety of actions:



## Establishing a Team of Occupational Health

The team represents all employees who are members of XL Axiata and consists of 17 people from the management (Director, VP and managerial levels) and employee representatives from 5 regions. The team is tasked with building a consistent OHS awareness culture and providing quarterly safety performance reports.



## Providing a variety of health facilities

such as sports facilities (gymnasiums) and medical check-ups, and providing clinics with doctors who are on call at certain times.



## Promoting OHS to XL Axiata employees and business partners.



## Conducting emergency response procedure exercises:

- Fire drills using fire hydrants
- Portable fire extinguisher use simulations
- Simulation of emergency situations and evacuations
- Fire fighting training
- Earthquake recovery training
- Covid-19 simulation



## Promoting National P2K3 activities



## Inducting new employees into OHS

# Customers Responsibilities

XL Axiata maintains compliance with customer data privacy regulations, both in the country and abroad. The Company implements the ISO 27001 standard on Information Security Management System (ISMS) and has received certification for this standard from its ability to plan, manage, review, and improve efforts to secure the data storage.

## RESPONSIBLE BUSINESS

XL Axiata is committed to building a responsible business by developing quality products and services, upholding legal compliance, and fulfilling our social and environmental responsibilities, including our responsibility to customers.

## PROVIDING THE BEST SERVICE

Customers are among XL Axiata's key stakeholders who directly contribute to business continuity. Therefore, the interests, needs, and expectations of customers are always put first. The Company is committed to always providing the best services.

To that end, the Company has in place four customer-oriented strategies:

1. Setting up a Customer Service Center (Call center)
2. Building a Customer Experience & Service Operation Center (CE & SOC)
3. Conducting customer satisfaction surveys.
4. Preparing an integrated customer service that is on stand-by

### CUSTOMER SERVICE CENTER (CALL CENTER)



To increase customer satisfaction, the Company has established a Service Management Directorate. Customer protection is a top priority for this directorate. To improve the performance of the Customer Service Center (call center), the Service Management Directorate continuously improves employee skills in:

- handling customer complaints
- listening to and answering customer calls
- providing clear information regarding products

### CUSTOMER EXPERIENCE & SERVICE OPERATION CENTER



The Company's goal is to provide a convenient and simple customer experience in all aspects and for every customer. Every issues must be efficiently resolved.

To monitor service quality, the Company has established a Customer Experience & Service Operation Center (CE & SOC). Numerous automatic alarms are embedded in the CE & SOC system, thereby increasing the speed and accuracy of the Company's services.

As an integrated center for service quality monitoring, CE & SOC oversees 4 NOCs (Network Operation Centers), namely: Telco Network, IT Infrastructure, IT Apps, and Billing. One of the important functions of CE & SOC is

to facilitate coordination in addressing potential problems related to network performance and service quality. The service center also monitors the dynamics of the service, including customer behavior in using the Company's services. By doing so, the CE & SOC can anticipate future needs, especially in network development and the adoption of the latest technologies.

## CUSTOMER SATISFACTION SURVEY

Every product and service offered by the Company affects the level of customer satisfaction. The Company considers six aspects of customer satisfaction:



To meet that aspects, the Company engages in the following:

- Providing products that are safe and meet applicable standards and regulations, including compliance to the ICNIRP (International Commission on Non-Ionising Radio Protection) rules
- Building intensive relationships through marketing communications and service media, directly with the customers
- Providing clear product information and consumer's protection guarantee
- Educating potential and existing customers about the Company's products
- Investing in building the main and supporting infrastructure, and developing products in line with IT trends
- Providing customer service facilities and resolving all customer complaints

Moreover, the Company also engages an independent consultant to evaluate its service performance and to conduct customer satisfaction surveys regularly. All feedback and complaints from customers is studied and analyzed. The Company also identifies the driving factors of customer satisfaction. Furthermore, the Company conducts a Net Promoter Survey (NPS) that measures customer experience and customer brand perception.

The Company also uses industry standards as criteria to assess Customer Service (CS) performance. The assessment results show that XL Axiata not only meets Indonesian Telecommunications Regulation Agency (BRTI) standards, but has exceeded these standards, as shown in the following table.

Service Performance	Parameter	BRTI Standard	2020	2019
Customer complaint handling standard	Percentage of responded customer complaints	>90%	99.46	99.24
Service disruption report standard	Number of service disruption reports per 1,000 customers	<50	0.03	0.07

## INTEGRATED CUSTOMER SERVICE

Prioritizing customer comfort, the Company ensures the availability of various communication channels. To request information or to lodge a complaint, customers may contact XL Axiata through the following channels:

**600**  
**customer**  
**service office**

in call centers, XL Center, and XL Care who are ready to respond to customers 24 hours a day, 7 days a week via phone 817.



live chat on [xl.co.id](http://xl.co.id), and email [customerservice@cxl.co.id](mailto:customerservice@cxl.co.id)

Customer messaging service through social media



**@ask\_AXIS**



**myXLCare**

**95** **XL Center**  
**in Indonesia**

## CUSTOMER APPRECIATION

The Covid-19 pandemic did not dampen XL Axiata's enthusiasm to celebrate the National Customers' Day 2020. Carrying the theme "Moving Forward with Customers", XL Axiata used the pandemic as a momentum to sustain its commitment to improving the level of service through continuous digital innovations. As a result, XL Axiata now has an "XL Online Service Center".

With Online XL Center, the customer will be able to enjoy services convenience that previously only can be done physically through XL Center and Xplor outlets.

## CUSTOMER PROTECTION

XL Axiata pursues the full protection of customers' rights. In line with Law No. 8/1999 on Consumer Protection and Law No. 36/1999 on Telecommunications, consumer rights include:

- the right to obtain genuine, clear, and truthful product and service information
- the right to have their complaints heard and issues resolved
- the right to receive fair and non-discriminatory services

XL Axiata product and service information also complies with the Advertising Code of Ethics. The Company has published marketing and publication guidelines and ensures all promotional activities adhere to all applicable laws and regulations.

During the report year, there was no incident of breach of or non compliance with marketing and labeling regulations.

## CUSTOMER PRIVACY

Following rapid technology adoption, data privacy and security issues have become even more pertinent today. Data privacy and security guarantees also affect the customers' trust in the Company. Acknowledging this concern and knowing the growing incidence of cybercrimes, the Company has enhanced its security system so that it can quickly detect threats and execute a recovery.

XL Axiata also maintains compliance with data privacy regulations, both in the country and abroad. The Company implements the ISO 27001 standard on the implementation of the Information Security Management System (ISMS) and has received certification for this standard from its ability to plan, manage, review, and improve efforts to secure the data stored with the Company.





# 6 Corporate Data



# Corporate Identity



## COMPANY'S NAME

PT XL AXIATA TBK

## PREVIOUS NAME

1989: PT Grahame Metropolitan Lestari  
1996: PT Excelcomindo Pratama



## LINE OF BUSINESS

Telecommunication services and/or telecommunications network and/or multimedia services provider.



## ESTABLISHMENT

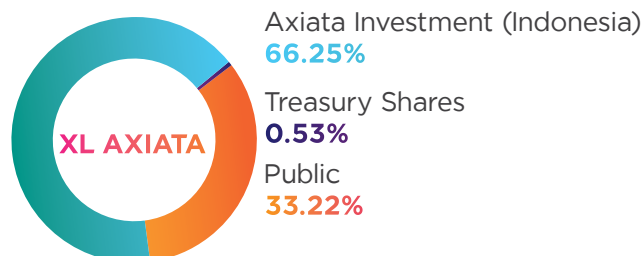
**6 October 1989**

## ESTABLISHMENT LEGAL BASIS

Deed of establishment no. 55 dated 6 October 1989, as amended by Deed no. 79 dated 17 January 1991, both of which were drawn up before Rachmat Santoso, S.H., Notary in Jakarta, and have been ratified by the MOLHR by virtue of his Decree no. c2-515.HT.01.01.TH.91 dated 19 February 1991, and registered in Company Register maintained by the Registry Office of South Jakarta District court under no. 670/not/1991/pn.JKT.SeL and no. 671/not/1991/pn.JKT.SeL, both dated 21 August 1991, and published in the State Gazette of the Republic of Indonesia no. 90 dated 8 November 1991, Supplement no. 4070.



## SHAREHOLDERS



## AUTHORIZED CAPITAL

Consist of 22,650,000,000 shares with nominal value of Rp100 per share.



## ISSUED AND FULLY PAID CAPITAL

10,706,012,530 shares or with nominal value amounting Rp1.07 trillion.



## SHARE LISTING

The Company was listed on the Indonesia Stock Exchange on 29 September 2005.



## TICKER CODE

**EXCL**



## HEAD OFFICE

### XL Axiata Tower

Jl. H.R Rasuna Said X5 Kav.11-12, Kuningan Timur Setiabudi Jakarta Selatan 12950  
Telp. : +62 21 576 1881 | Fax. : +62 5761880 | E-mail: corpsec@xl.co.id  
[www.xlaxiata.co.id](http://www.xlaxiata.co.id)

# INVITATION

## The Annual General Meeting of Shareholders PT XL Axiata Tbk (The “Company”)

Pursuant to Article 17 Financial Services Authority Regulation (“OJK”) No. 15/POJK.04/2020 dated 20 April 2020 on the Plan and Implementation of General Meeting of Shareholders of Public Company (“POJK 15/2020”) and Article 10 paragraph (3) of the Company’s Articles of Association, The Board of Directors of the Company hereby invites all Shareholders of the Company to the Annual General Meeting of Shareholders which will be held on Friday, 23 April 2021 at 08.30 a.m.- 11.00 a.m, at XL Axiata Tower Jl. H.R Rasuna Said X5 Kav.11-12 Kuningan Timur, Setiabudi, South Jakarta 12950 (the “Meeting”).

### **CONVENING ONLINE MEETING AS A COMPLIANCE TO THE STIPULATION OF THE GOVERNMENT OF THE REPUBLIC OF INDONESIA ON SPECIFIC CONDITION AND PREVENTIVE ACTION TOWARDS THE SPREAD OF CORONA VIRUS DISEASE (“COVID-19”)**

To comply with the order from the Government of the Republic of Indonesia and as a preventive action of the 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 the Financial Services Authority Regulation No. 16/POJK.04/2020 dated 20 April 2020 regarding the Implementation of Electronic General Meeting of Shareholders (“POJK 16/2020”), the Company also acting as eGMOS Provider, will convene its Meeting via online and hereby advise all Shareholders to participate in the Meeting via online and grant their proxy via eProxy provided by PT Kustodian Sentral Efek Indonesia (“KSEI”) or Proxy Form provided by the Company which can be downloaded via [www.xlaxiata.co.id](http://www.xlaxiata.co.id).

## AGENDA

The Board of Directors of the Company hereby submits the following Agenda to be discussed and obtain approval from the Meeting:

DISCLAIMER: Agenda information in this Annual Report can be amended at anytime. Information on Agenda may refer to the Meeting Invitation notified by the Company

1. Approval on the Company's Annual Report including the Board of Commissioners' Supervisory Report as well as Ratification of the Company's Financial Statements for The Financial Year Ended on 31 December 2020, as well as obtaining full release and discharge (*volledig acquit et de charge*) to members of the Board of Directors and/or the Board of Commissioners of the Company on their management and supervisory duty carried out throughout financial year 2020;
  - **Details:**  
This agenda item is tabled in compliance with (i) Article 69 paragraph (1) of Law No. 40 Year 2007 regarding Company Law ("Company Law") and (ii) Article 9 paragraph (4) point (a) and (b) and of the Company's Articles of Association.
2. Allocation of the Company Profit for Financial Year Ended on 31 December 2020;
  - **Details:**  
This agenda item is tabled in compliance with (i) Article 70 and 71 of Company Law and (ii) Article 9 paragraph (4) point d and Article 21 of the Company's Articles of Association.
3. Appointment of Accounting Firm to Perform Audit on the Company for Financial Year Ended 31 December 2021 and Other Financial Statement Audit as Required by the Company;
  - **Details:**  
This agenda is tabled in compliance with stipulation (i) Article 13 paragraph (1) of the Financial Services Authority Regulation No. 13/POJK.03/2017 regarding the Use of Public Accountant and Public Accounting Firm in Financial Services Activities; (ii) Article 59 POJK 15/2020; and (iii) Article 9 paragraph (4) point (d) of the Company's Articles of Association.
4. Determination of Remuneration for members of the Board of Directors and Board of Commissioners for year 2021;
  - **Details:**  
This agenda is tabled by referring to (i) Article 96 and Article 113 of the Company Law; and (ii) Article 14 paragraph (4) and Article 17 paragraph (5) of the Company's Articles of Association.
5. Changes of Composition of the Board of Commissioners;
  - **Details:**  
The changes of composition of the Company's Board of Commissioners was carried out in relation with the resignation of Tan Sri Jamaludin Ibrahim as member of the Company's Board of Commissioners pursuant to his letter dated 9 February 2021.
6. Approval on the Amendment of Article 3 of the Company's Articles of Association in relation with the Changes of the Company Business Activity with subject to OJK Regulation No. 17/POJK.04/ regarding the Material Transactions and Changes of Business Activity.
  - **Details:**  
This agenda is implemented in relations with the expansion of the Company's business activities whereby in accordance with the Article 22 paragraph (1) point (a) of the Financial Services Authority Regulation No. 17/POJK.04/2020 regarding Material Transactions and Changes of Business Activity, the Company shall first attain the approval of the General Meeting of Shareholders on the Changes of Business Activity. With business activity expansion as stated above, the Company will change the Article 3 of it's Articles of Association regarding the Purpose and Objectives of the Company.

# Event Highlights 2020

## January

>> 05

XL Axiata through its corporate social responsibility (CSR) program initiated SMS Donation service (Xmart Donasi) and encouraged all subscribers to donate and help the victims of the flash floods in Lebak and Bogor districts who needed help to meet their daily needs while staying at temporary shelters.

>> 09

XL Axiata once again appreciated its loyal subscribers through the 11th "XTRAVAGANZA & FANTAXIS" loyalty program. The program, which lasted for 90 days from 26 July 2019 to 23 October 2019 offered a total of Rp775 million of prizes. To select the winners, the prizes and a grand prize were drawn, witnessed by representatives from the Ministry of Social Affairs, Social Services of DKI Jakarta, a notary, and the police on Thursday, 14 November 14 in Jakarta. XL Axiata Chief Marketing Officer David Arcelus Oses presented the prize in person to the winners in Jakarta.

>> 16

XL Axiata was strongly committed to support the government in accelerating and making development benefits equitable to the frontier,

outermost, and underdeveloped areas (3T) in Sumatra. Under USO (Universal Service Obligation) scheme, XL Axiata established the presence of its 4G network in Bandar Dalam Village, Bengkunt Belimbing District, Pesisir Barat Regency, Lampung. Pesisir Barat Regent, Dr. Drs. Agus Istiqlal, S.H, M.H, and Head of Communications Division of Pesisir Barat Government, Elvin Yolanda, S.IP MM attended the inauguration ceremony of BTS USO.

>> 31

XL Axiata was determined to provide excellent services across all service areas, including in West Java, Central Java, and Yogyakarta. The rapid increase in data traffic and the market development in these three areas have encouraged XL Axiata to prepare various strategic plans to meet customers' expectations. The plan is included the continued expansion of 4G data network, network fiberization, and launch of products tailored to customer needs.

## February

>> 11

XL Axiata announced the winner of the tender for the sale of 2,782 towers and the lease back of XL Axiata's land where some of the towers are located for a total of Rp4,050,255,163,200. Two winners were announced, namely PT Profesional Telekomunikasi Indonesia (Protelindo) and PT

Centratama Menara Indonesia (CMI). Protelindo won the acquisition bid for 1,728 towers and CMI won acquisition bid tender for 1,054 towers.

>> 21

XL Axiata prepared its telecommunication and data networks to support the "15th Haul Guru Sekumpul" on 1 March 2020 in Martapura, South Kalimantan. The annual agenda usually attracts hundreds of thousands to a million participants in South Kalimantan and as a sign of support XL Axiata increased its network capacity around the event area.

## March

>> 02

XL Axiata held a digital competition "DigiRace 2020" in different areas outside Java simultaneously, namely Pekanbaru (Riau), Pontianak (West Kalimantan), and Manado (North Sulawesi). In Java, the competition was held in Bogor and Cimahi, West Java. Participated by social media activists, the competition also showcased XL Axiata's data network quality following fiberization in the five cities. Fiberization aims to modernize the network by connecting **Base Transceiver Stations (BTS)** using fiber lines. The process includes regeneration of BTS devices, such as replacement of microwave-based devices to fiber devices.

## >> 16

XL Axiata was ready to anticipate the potential increase in service traffic following work and learning activities from home to prevent Covid-19 transmission. XL Axiata has prepared sufficient network capacity in all service areas and put the network team on standby. XL Axiata was also ready to increase its network capacity to address significant jump in traffic.

## >> 17

XL Axiata launched a special service to ease its customers and society to work and learn from home. This was part of the company's support and concern for the community, and to prevent further Covid-19 transmission in Indonesia. All customers in the XL, AXIS, XL PRIORITAS, and XL Business Solutions segments could take advantage of the program, accessible starting March 18. In addition, XL Axiata opened a hotline that connects with Corona virus prevention post at the Ministry of Health.

## >> 26

XL Axiata fully supported the National Disaster Management Agency (BNPB) in handling and preventing the spread of Covid-19. Several types of assistance were provided, from telecommunication and data services, network strengthening at several hospitals, to the distribution of personal protective equipment (PPE). Symbolically, XI Axiata Group Head of Corporate Communications, Tri Wahyuningsih handed over the assistance to BNPB in Jakarta.

## April

## >> 02

XL Axiata continued the 2GB/day free program in accordance with the government's decision to extend emergency response to avoid the spread of Covid-19. All XL Axiata customers across business segments, including XL HOME subscribers could enjoy the program, valid for 1-14 April 2020 by activating it through myXL, myXL Postpaid, or Axisnet application. XL Axiata also expanded university partnerships to allow students to access online lectures by utilizing the free 2GB/day offer and maintaining a free Covid-19 Hotline.

## >> 07

XL Axiata made another donation to support the government's Covid-19 response. Donating a total value of over Rp10.8 billion, Rp10 billion of the donation was handed in cash and the remainder in personal protective equipment (PPE). XL Axiata's employees raised and contributed Rp 818 million of that donation. XI Axiata's Acting Chief Technology Officer, I Gede Darmayusa handed the donation to the National Disaster Management Agency (BNPB) and received by Head of BNPB Doni Monardo in Jakarta.

## >> 07

XL Axiata announced stock buyback program valued up to Rp500 billion over a three-month period from 6 April 2020 to 6 July 2020. XL Axiata's management believed the stock price at the time, which was near its all-time low, did not reflect the true fundamentals of the business. This program aimed to send a positive signal to the market and instill

confidence in XL Axiata's long-term prospects.

## >> 15

XL Axiata continued to take part in a collective assistance to prevent further Covid-19 transmission in Indonesia. In addition to extending the validity of the free 2GB/day data, the Company also distributed thousands of hazmat suits for medical personnel in dozens of hospitals in various regions. The donation was made possible by the full support of employees, who donated for the purchase of the suits.

## >> 22

During Ramadan and Eid al-Fitr, communications using mobile and data services from home were expected to increase, as the government moved to ban out-of-city mobility. Families were expected to stay home, including for worship activities, to connect with family and friends, to share goodness during the holy month. XL Axiata was committed to ease the situation by ensuring network readiness and various attractive service packages through the program **#DiRumahLebihBaik** and **#TerusSebarKebaikan**.

## >> 29

XL Axiata continued to develop the Sisternet program that focus on improving the skills of Indonesian women in the digital age. To further maximize Sisternet's ability to reach women of all walks of life, XL Axiata built a digital application for easier access to Sisternet. Minister of Women Empowerment and Child Protection (PPPA) of the Republic of Indonesia, Bintang Puspayoga together with President Director

& CEO of XL Axiata, Dian Siswarini launched the Sisternet application online in Jakarta.

May

&gt;&gt; 03

XL Axiata supported madrasah education development program. The Directorate General of Islamic Education, Ministry of Religious Affairs of the Republic of Indonesia and XL Axiata launched Akademi Madrasah Digital (AMD) 2020. Through AMD 2020, senior secondary students in madrasah were expected to learn about the basics of digitalization to build their skills in the industrial revolution 4.0. The program would use a digital platform in XL Axiata's proprietary IOT (Internet of Things) Laboratory, X-Camp.

&gt;&gt; 13

The Covid-19 pandemic has been causing widespread impact on the society, including persons with disabilities. To ease their situation, XL Axiata distributed aid to the visually impaired in several cities in Central Java and Sumatra. This assistance was delivered gradually starting 3 May 2020.

&gt;&gt; 21

XL Axiata took part in providing assistance to fishing communities in a number of provinces. A total of 1,000 donation packages were prepared and distributed to fishing communities in Banten, Bali, North Sumatra, Riau Islands, West Kalimantan, North Kalimantan, Maluku, and West Papua. The donation came from XL Axiata's employees and the Marine Research and Observation Center (BROL) of the Indonesian Ministry of Marine Affairs and Fisheries to help informal sector workers affected by the COVID-19 pandemic.

&gt;&gt; 22

The Covid-19 pandemic did not stop XL Axiata from helping retail vendors in Jabodetabek to connect with their families in their hometowns. In the "Virtual Homecoming 2020", XL Axiata provided more than 1,400 data packages containing XTRA Combo 5GB+5GB, 30 days and Unlimited Turbo packages. The packages could be used to virtually communicate with family members and friends.

June

&gt;&gt; 09

XL Axiata and Google Cloud announced two strategic partnership initiatives to continue the digital transformation journey of XL Axiata as the leading telecommunications company while serving the evolving needs of millions of companies, as Indonesia is shifting rapidly to digital economy. Continuing XL Axiata's hybrid-cloud strategy with Anthos with a target to shift 70% of its workloads to the cloud in the next three years, XL Axiata has adopted Anthos-Google Cloud's modern application management platform to automate, manage, and scale workloads in hybrid/multi-cloud environment safely and consistently. Google Cloud Anthos enables companies to build and manage Kubernetes-based applications, whether they are in on-premises data centers, Google Cloud, or other cloud solutions, without the need for modifications.

&gt;&gt; 22

XL Axiata continued its network fiberization project despite the Covid-19 pandemic. By implementing appropriate health protocols, physical project work continued in various regions.

By mid-2020, about 53% of BTS from the total target in 2020 were connected to fiber networks. Network fiberization was carried out in all provincial capitals and major cities, especially in cities or areas where the data growth had created a demand for an upgrade to fiber network.

&gt;&gt; 24

XL Axiata continued to be committed to providing assistance to the people affected by the Covid-19 pandemic. Through the "Pandemic Alert Donation" program, XL Axiata distributed Rp 100 million in aid through the Indonesian Red Cross (PMI). The fund was channeled through the Pandemic Alert Donation Program resulted from XL PRIORITAS program, #BukberDariRumah challenge on Instagram that took place on 6-20 May 2020.

&gt;&gt; 24

XL Axiata participated in the G20 Empowerment and Progression of Women's Economic Representation (EMPOWER) forum, sharing its experience in managing capacity building programs for Indonesian women through Sisternet. In addition, XL Axiata also showed its support for gender equality in human resource management, including in the company's leadership structure. Director/Chief Information & Digital Officer of XL Axiata, Yessie D. Yosetya attended the EMPOWER meeting via teleconference, Wednesday.



July

&gt;&gt; 16

Responding to the needs of the community during this pandemic, XL Axiata continued providing services that meet customer expectations. One of them was introducing new features on the XTRA UNLIMITED TURBO package that was valid exclusively for XL prepaid customers. This new feature provides additional benefits for customers in accessing movie and video streaming apps without quota and speed restrictions. It will be accessible nationwide.

&gt;&gt; 20

XL Axiata continued to expand the XL HOME service coverage. In line with the increasing demand for high-speed and stable fiber optic-based home internet services combined with the flexibility of access to entertainment shows, since the end of June 2020, XL HOME services are present in a number of major cities in East Java. Initially, XL HOME is available in Surabaya, Sidoarjo, Gresik, and Malang. The expansion of XL HOME's coverage in East Java was the result of XL Axiata's collaboration with one of the largest optic cable infrastructure providers in Indonesia, PT Mega Akses Persada (FiberStar).

&gt;&gt; 30

XL Axiata improved its network performance with Ericsson's Cloud Packet Core 5G-ready and NFVI (Network Function Virtualization Infrastructure). The implementation supported XL Axiata in managing the growth of customer data usage. XL Axiata introduced new services with shorter time lag while still providing maximum service for users.

August

&gt;&gt; 04

XL Axiata contributed its support in providing internet access facilities for distance learning. The Company donated routers to be used by 32 devices at a single time. Students of Telaga Said Village, Sei Lapan Subdistrict, Langkat Regency, North Sumatra, could use the support for free. Head of Sales XL Axiata Greater Medan, Horas Lubis and Territory Sales Manager Binjai – Langkat, Maf'ul Taufiq monitored router installation in person.

&gt;&gt; 05

XL Axiata's IoT-based Smart Poultry solution has been proven to increase poultry production of PT Sierad Produce Tbk (Sierad Produce). The cooperation of the two parties that has been taking place in the last year has also succeeded in improving the efficiency and effectiveness of the management of poultry farms. Based on the evaluation of Sierad Produce on the Smart Poultry in Banten and West Java, the solution proved successful in improving the Performance Index (IP) above the national average. Now, XL Axiata and Sierad Procude are ready to develop even broader cooperation in the application of digital solutions.

&gt;&gt; 11

XL Axiata continuously improved the quality of its services. This included the initiative to enhance ease of access to XL Axiata applications, such as myXL and myAXIS. By implementing Customer Identity and Access Management (CIAM) technology, customers are now able to access myXL using single sign on. Customers can use their social media ID to log in to the myXL app. Not only this improved ease of access, but also more secure for customer data.

&gt;&gt; 14

XL Axiata launched innovative packages to support the needs of working and studying from home for XL PRIORITAS postpaid customers. Called "PRIO Work & Learn", the package can be used as a booster to access a number of applications most needed to support learning and working at a low price.

September

&gt;&gt; 01

XL Axiata in collaboration with the Association of Indonesian Offices of Communications and Informatics (ASKOMPSI) provided free internet packages for students in various provinces. The donation showed XL Axiata and ASKOMPSI's concerns to distance learning during the pandemic. The handover was conducted simultaneously in various cities in Indonesia, the ceremony was held at SMA Negeri 1 Pemali, Sungailiat, Bangka Regency. Also present at the event were Vice Governor of Bangka Belitung, Mr. Drs. H. Abdul Fatah, M.Si, Group Head of XL Axiata West Region, Desy Sari Dewi, and Head of Sales of XL Axiata area of Greater Palembang – Bangka Belitung, Budi Utama

Lubis. A virtual conference was also conducted featuring several heads of provincial communications and informatics offices and heads of provincial education offices as well as the board of ASKOMPSI.

### >> 03

The Covid-19 pandemic did not dampen XL Axiata's enthusiasm to celebrate the National Customers' Day 2020. Carrying the theme "Moving Forward with Customers", XL Axiata used the pandemic as a momentum to sustain its commitment to improving the level of service through continuous digital innovations. As a result, XL Axiata now has an "XL Online Service Center". XL Axiata Commercial Director David Arcelus Oses and XL Axiata Chief Sales Officer Octavia Kurniawan launched the innovative service.

### >> 15

XL Axiata together with the Directorate General of Islamic Education, Ministry of Religious Affairs of the Republic of Indonesia (Kemenag), launched the "Madrasah Digital Distance Learning" program which is a program for the development of education of madrasah students. Through this program, both parties provide internet access facilities for madrasah students to be able to follow distance learning during the pandemic. The signing of a memorandum of understanding for this cooperation took place in Jakarta.

### >> 22

The Members of the Association of Indonesian Telecommunication Operators (ATSI), including XL Axiata, supported the

government's policy through the Indonesian Ministry of Education and Culture to provide subsidized internet data quota students and teachers across all levels of the education system in support of distance learning during the COVID-19 pandemic.

The subsidized internet quota is expected to help ease distance learning activities that rely on internet connection. The data was purchased from all mobile telecommunication providers using tariffs that were regulated by the Ministry of Education and Culture. Meanwhile, the distribution process and decisions regarding eligibility of subsidy recipients were carried out based on the Regulation of the Secretary-General No. 14 of 2020 concerning Technical Guidelines for Internet Data Quota Assistance in 2020.

### October

### >> 02

XL Axiata developed Internet of Things (IoT) based solutions in agriculture to improve the quality of coffee beans post-harvest. The precision farming solution called "Smart Coffee Monitoring" initiates measurements and practices that are more reliable in the post-harvest process by collecting data of variables that may affect the process. Not only the solution has improved the quality of coffee products, it also promotes efficiency as it does not need additional resources.

### >> 05

Answering customers' need to be in full control when accessing data services, XL Axiata launched Live.On - a new digital telecommunications brand that gives users the flexibility to manage the use of their data packages. Live.On gives

customers the freedom to live their digital lifestyle their own way.

The launch of Live.On also marked XL Axiata's 24th anniversary. As the company matures, XL Axiata strengthens its commitment to support national development through the field of telematics, including by encouraging innovative services that can support Indonesia's productivity. XL Axiata is aware that during this pandemic, telematics products and services are one of the main supporters of various activities.

### >> 08

XL Axiata strengthens its commitment to support national development through the field of telematics. Entering its 24th year as a telecommunication and data operator in Indonesia, XL Axiata is aware of the urgency of the telematics as one of the main pillars to accelerate national development. President Director & CEO of XL Axiata Dian Siswarini confirmed that XL Axiata will consistently align its business interests with the government's development vision.

### >> 16

To celebrate the 24th anniversary, XL Axiata employees conducted social activities under Employee Sharing Program. This year, the program funded the construction of power generation facility for residents in Sebungkup Hamlet, Nanga Biang Village, Kapuas District, Sanggau Regency, West Kalimantan Province that had been living without electricity. The development costs came from employee, management, and customer donations through the SMS Donation program. Construction began mid-October

2020 and was expected to be completed by December 2020.



XL Axiata became the first telecommunications company in Southeast Asia to use SAP S/4 HANA Cloud as part of the company's strategy to become a pioneer in the telco industry and lead digital transformation for end-to-end operations. As a leader in the highly dynamic and demand-driven telco industry, XL Axiata has made the company's digital transformation a key part of their business strategy that will ultimately provide better efficiency and effectiveness for better governance, decision making and better operational activities.



XL Axiata continued to develop IoT-based solutions that accommodate businesses from various segments. For farmers, XL Axiata developed a precision farming solution called "XL Smart Aquaculture". This solution aims to improve the quality of fish and shrimp farming. Implemented by a number of grouper and shrimp farmers in East Java, this solution was proven to increase average productivity level by 20%.

**November**



Part of XL Axiata's IoT-based solutions that are developed to serve agricultural industry players, including urban farming, the Company launched precision farming solution "XL Smart Hydroponics". The solution is built to improve the quality and productivity of hydroponic farming. The solution was proven successful in increasing farmers'

productivity more than twice the usual level. The development of this innovative IoT-based service is part of XL Axiata's digital transformation.



XL Axiata continuously strived to improve the quality of service to customers in order to encourage sales. Recognizing digital shopping trend, XL Axiata in collaboration with Tokopedia carried out a Multi Channel Campaign Management (MCCM) platform that is able to provide product offerings based on customer's profile. This innovative technology also considers the security and protection of customers' personal data.



XL Axiata continued to improve business performance amidst the intense competition of the telecommunications industry and the pressure caused by Covid-19 pandemic. Increasing product sales was part of the strategy, XL Axiata adopted digital technology innovation to improve better understand the needs of customers. This was also as part of the Company's digital transformation. XL Axiata has been implementing the innovative Omnichannel Customer Value Management (CVM) since 2018.

**December**



XL Axiata continued to expand its network throughout Indonesia, including in remote areas. To realize all the network expansion plans, XL Axiata explored the use of the latest network technology that allowed expansion to be implemented more efficiently

in terms of costs without compromising quality. One of the latest technologies that was ready for testing starting at the end of November 2020 was Open RAN (Radio Access Network) in the Eastern Region of Indonesia.



XL Axiata continued to prepare its network for 5G implementation. A number of initiatives have been implemented to improve network capacity and network efficiency including radio, transport, and network core. A number of 5G trials have also been conducted since 2017. One of the most recent trials was dynamic spectrum sharing (DSS) 4G/5G. This technology enables the utilization of the same spectrum for 4G and 5G services.



XL Axiata employees through Majelis Ta'lim (MTXL) have completed the construction of a power generation facility in Sanggau, West Kalimantan. Deputy Regent of Sanggau, Yohannes Ontot, M.Si together with MTXL leader Nashrul Hendarsyah inaugurated the facility on Saturday (19/12). Also present at the event were the Head of Investment and Integrated Public Service Office of Sanggau, Drs. Alisius; Head of Nanga Biang Village, Muardi; Head of Sebungkup Hamlet, Abo Viktor; and Commissioner of Baznas of Sanggau, Indra.

# Awards and Certifications 2020

## 1. Customer Experience Management (CEM) in Telecoms Global Summit 2020 from CX Network | Feb 2020

At 15th Annual Customer Experience Management in Telecoms Global Summit 2020 in London at the end of January 2020, XL Axiata becomes the 1st winner in the category of Best-in-class example of return on investment (ROI), and also the only Asian company to received award in the event. XL Axiata was recognized for its data-driven operational efficiency project which empowered the brand to reinvent a two-sided business model capable of delivering differentiated customer experiences in a highly competitive market.

Class rating (value 97.5 and above) based on OJK report on the results of domestic assessment of ACGS implementation 2019.

## 2. Indonesian CSR Brand Equity Award 2020 | 27 Feb 2020

XL Axiata was awarded the Gold Brand Equity Award from Iconomics, the awarding body for state-owned enterprises and private companies in Indonesia, for their CSR activities and commitments. The award was received by Group Head Corporate Communications of XL Axiata, Tri Wahyuningsih. The awarding night carried theme "Indonesian CSR Brand Equity Award 2020" and took place in Jakarta. Gold Brand Equity Award is given to companies with leading CSR programs that support company branding.

## 4. Recognized by the Indonesian Record Museum (MURI) for an online event with the largest number of audience | 4 June 2020

XL Axiata won another public award. XL's product campaign titled "Ramadan Banyaaaaak Kebaikan tanpa alasan", which collaborated with Google Indonesia and NET TV in the event "Satu Indonesia Buka Bersama", was awarded by MURI as an online event with the largest number of audience ("Ngabuburit Secara Daring Melalui YouTube dengan Jumlah Penonton Terbanyak". The event, which took place on May 15, 2020, featured several popular artists and YouTubers. The event managed to get excellent response with a total audience of 281,091 people.

MURI awarding ceremony was held virtually on Thursday, June 4, 2020, attended via video conference by President Director & CEO of XL Axiata Dian Siswarini, Deddy H. Sudarjanto, CEO of PT. Net Mediatama Television and Ajay Vidyasagar, Asia Pacific Regional Director for YouTube.

## 3. XL Axiata recognized as Top 10 Indonesian Companies in the ASEAN Corporate Governance Scorecard ("ACGS") 2019 dan Highest in ASEAN Asset Class | 9 June 2020

PT Bursa Efek Indonesia (IDX) opened a trading day and expressed its appreciation to the listed companies that won the ASEAN Corporate Governance Scorecard (ACGS). IDX announced that out of 100 listed companies with the largest market capitalization in each ASEAN country (the Philippines, Indonesia, Malaysia, Singapore, Thailand, Vietnam) in 2019, XL Axiata was named as the top 10 Listed Companies with the highest ASEAN Asset

## 5. The Best CEO-Employee Choice Award | 24 July 2020

Dian Siswarini, President Director & CEO of XL Axiata won The Best CEO - Employees Choice Awards organized by Iconomics. The award was given virtually on July 24, 2020. Ms. Siswarini received the award following a survey conducted in early June 2020 on over 10,000 respondents working in various industries in the country.

## 6. TOP CSR Award 2020 | 29 July 2020

In TOP CSR Awards 2020, XL Axiata brought home two awards, namely TOP CSR AWARDS 2020 # STAR 4 and TOP CSR Awards 2020 - Ministry of Marine Affairs & Fisheries program for Laut Nusantara application. Handed over on 29 July 2020, the award recognizes companies

with superior performance in: the adoption of ISO 26000 on Social Responsibility; alignment of CSR programs with the company's business strategy, and application of GCG principles as the underlying values of CSR programs.

#### 7. The Frost & Sullivan Best Practices Awards | 12 August 2020

The Frost & Sullivan Best Practices awards have identified and honored best-in-class companies that have demonstrated excellence in their respective industries. Award recipients were identified based on in-depth interviews, analysis, and extensive secondary research conducted by Frost & Sullivan's analysts. Companies are typically studied on their revenues, market share, capabilities, and overall contribution to the industry in order to identify best practices.

We received 2 awards:

- 2020 Indonesia Mobile Service Provider of the Year Award.
- 2020 Indonesia Mobile Service Provider of the Year Award.

#### 8. IDX Channel's Anugerah Inovasi Indonesia 2020 for the e-GMS Innovation | 2 September 2020

XL Axiata received an award from IDX Channel in the IDX Channel Anugerah Inovasi Indonesia for Sustainability – Good Corporate Governance category. XL Axiata succeeded in conducting a virtual annual GMS according to the prevailing regulations. XL Axiata is considered a pioneer and Indonesia's first listed company to hold an e-GMS.

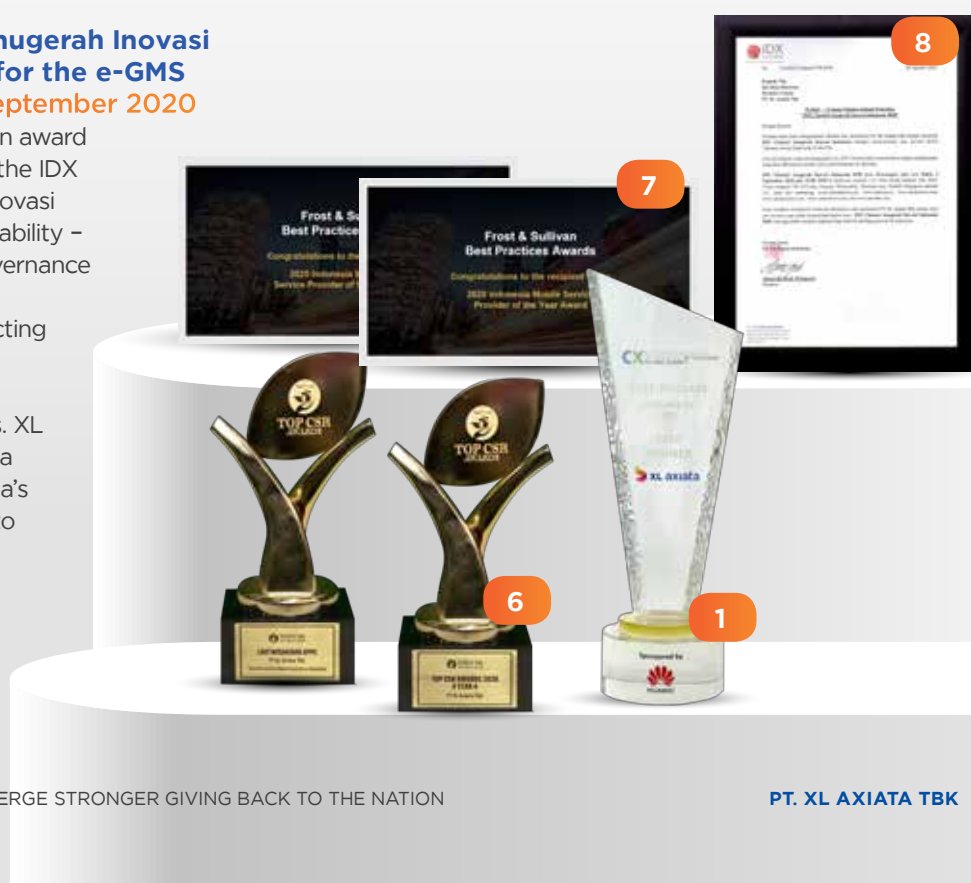
#### 9. Selular Award 2020-CEO of The Year | 4 September 2020

In the 2020 Selular Award (4/9), Dian Siswarini was again named CEO of the Year. This is the second time in a row that Ms. Siswarini was recognized with the award.

The prestigious CEO of the Year award is given to CEOs with excellent performance in the midst of difficult challenges, while giving their own mark for the development of the mobile industry. The CEO is considered capable of contributing significantly to the growth of the company he/she leads, especially in terms of revenue, profit, and EBITDA. The success reflects the Company's transformation amid and increasingly tight competition.

#### 10. PR INDONESIA Award-Most Popular Leader in Social Media 2020 | 9 September 2020

In the PR INDONESIA Award 2020, Dian Siswarini, President Director & CEO of XL Axiata won the "PR INDONESIA Most Popular Leader in Social Media 2020" award, a prestigious award





given to a leader who manages to demonstrate the positive reputation of his/her organization (ministries/institutions/local governments/corporations) in front of the public, especially netizens.

PR INDONESIA in collaboration with media monitoring company, ISENTIA INDONESIA, collected data from 1 January to 30 June 2020 to identify leaders with positive exposure on Twitter, Facebook, Instagram, Youtube, blogs, and online news accounts. All data were collected and analyzed quantitatively real-time by a social machine based on artificial intelligence. The winner was selected based on the quantity of exposure in terms of netizens' positive discussions and news content manually analyzed by PR INDONESIA and ISENTIA INDONESIA.

#### 11. ACES Awards | 10 November 2020

Showcasing Asia's Finest Responsible Corporate Leaders since 2014. The Asia Corporate Excellence & Sustainability Awards (ACES) is one of the most prestigious accolades that recognises inspiring leaders and sustainability advocates cross-industry and across Asia. XL Axiata received 2 awards:

#### Asia Most Influential Companies and Top Community Care Companies.

#### 12. Asosiasi Big Data Indonesia (ABDI)

Award | 26 November 2020

XL Business Solutions received "Best Data Technology for Business Solution Success with Big Data Analytics" award from the Association of Big Data Indonesia (ABDI)

#### 13. Marketeers Youth Choice Brand of the Year 2020 | 26 November 2020

Through the Marketeers Youth Choice Brand of the Year 2020, XL Axiata won the award for Telecommunication Operator and Digital Operator category for [Live.On](#) brand. This award recognized XL Axiata and [Live.On](#) brand's success in representing a youthful market, and that they deserved to be recommended to the consumers.

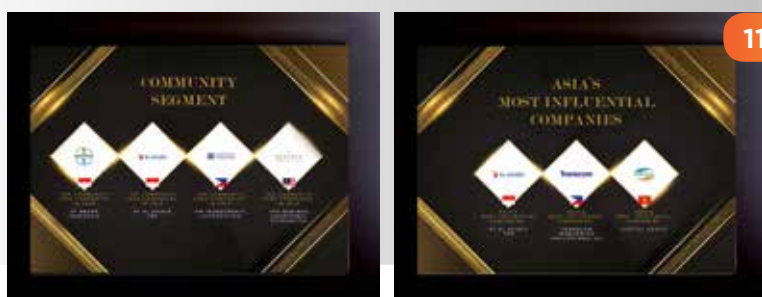
#### 14. The Best Industry Marketing Champion 2020 for Telecom Services sector | November 2020

Dian Siswarini, President Director & CEO of XL Axiata won the Best Industry Marketing Champion 2020 for Telecom Services sector organized by MarkPlus, Inc., in collaboration with Marketeers and Indonesia Marketing Association (IMA). This accolade was given for a leader's exemplary marketing spirit that greatly impact both business performance and the wider community.

#### 15. Bisnis Indonesia Award 2020 |

14 December 2020

XL Axiata received appreciation in the Business Indonesia Awards 2020 in two prestigious categories, namely The Best Issuer in the Telecommunications sector and CEO of the Year for XL Axiata CEO Dian Siswarini. The virtual announcement of the award took place on Monday.





### 16. Iconomics Emiten Award | 16 December 2020

XL Axiata was awarded as “Excellent in brand among Iconomics Issuer Award 2020” for infrastructure sector in Iconomics Emiten Award 2020. This award is a form of appreciation to the best companies in Indonesia listed on the Indonesia Stock Exchange, which performed well during the Covid-19 pandemic.

### 17. Indonesia Most Admired CEO 2020 | 16 December 2020

XL Axiata President Director & CEO Dian Siswarini received the Indonesia Most Admired CEO 2020 award in the awarding ceremony initiated by Warta Ekonomi online. This accolade appreciates successful CEOs that employees and readers of Warta Ekonomi look up to.

### 18. Asia Sustainability Report Rating (ASRRAT) 2020 | 16 December 2020

XL Axiata received the Gold Rating in Asia Sustainability Report Rating (ASRRAT) 2020. Initiated by NCSR, ASRRAT 2020 appreciates companies that produce Sustainability Reports (SR). ASRRAT 2019 was attended by 41 domestic companies (Indonesia) and nine foreign companies (Malaysia, Singapore, the Philippines, and Bangladesh).

### 19. Marketeers Editor Choice Award: Community Engagement of the Year 2020

XL Axiata through its “XL” product received the “Community Engagement of the Year 2020” award from Marketeers magazine in the Marketeers Editor Choice Award 2020 event. The awarding was for digital activity of “Satu Indonesia Buka Bersama”, a collaboration between XL, Google Indonesia, and Net Mediatama.

### 20. Citra Pariwara 2020: Bronze Digital Category

In this largest award event for advertising, XL, one of XL Axiata products, successfully brought home BRONZE award for the Digital category, through digital activity #MudikAman as part of the Ramadhan campaign at the *Rumah Banyak Kebaikan Tanpa Alasan*. The awarding was for XL’s digital activity of #MudikAman that deliver the important of kindness by taking care of self and family during homecoming ied holidays.



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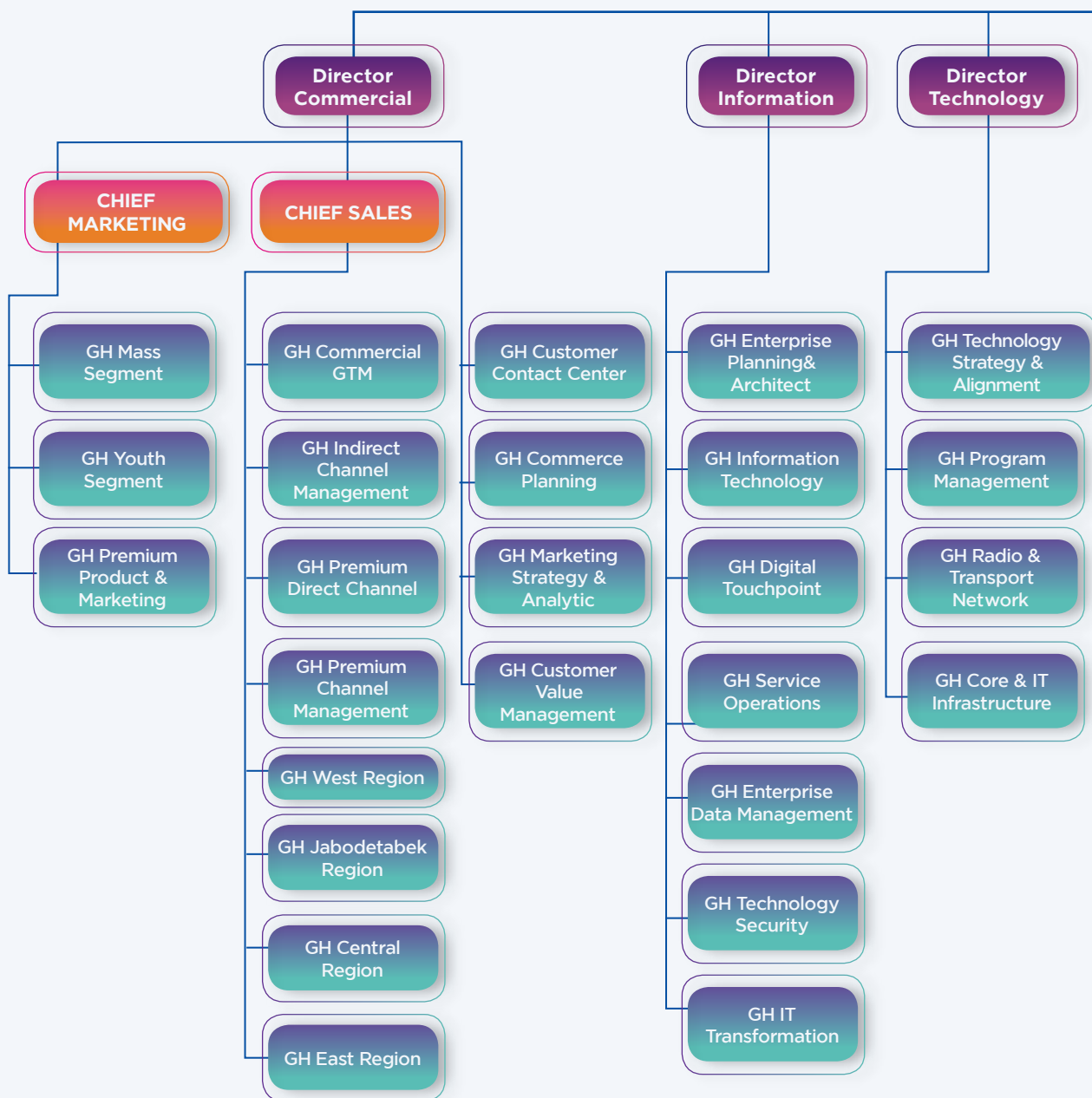


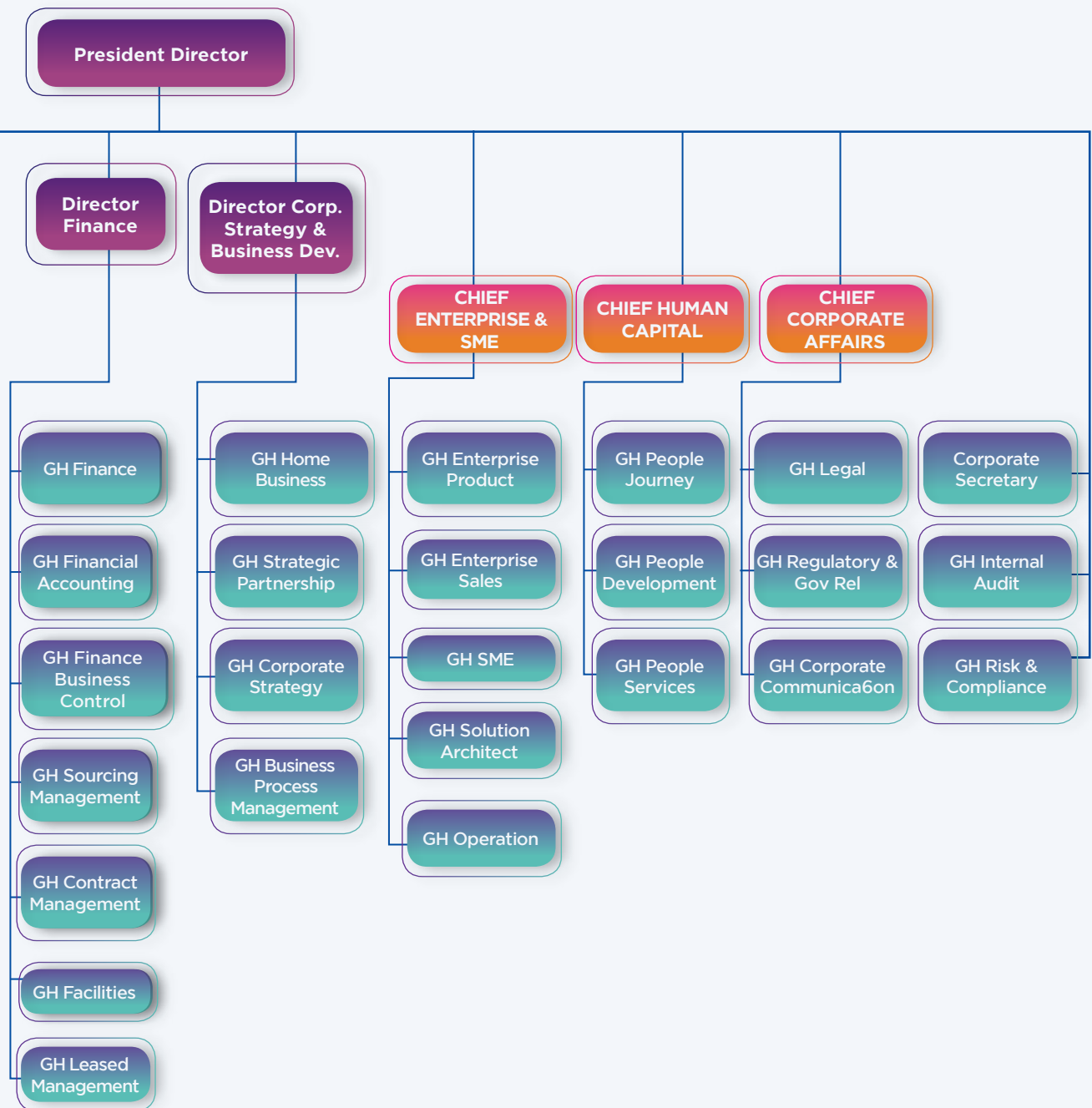
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# Organization Structure





# Shareholders Composition

## Shareholders Composition As of 31 December 2020

SHAREHOLDERS	2020	
	TOTAL SHARES	%
Axiata Investments (Indonesia) Sdn Bhd	7,092,656,612	66.25
Treasury Shares	56,487,800	0.53
Public	3,556,868,118	33.22
<b>Total</b>	<b>10,706,012,530</b>	<b>100</b>

## Shares Ownership by Members of the Board of Directors and Board of Commissioners As of 31 December 2020

No.	Name & Position		Total Shares	% Ownership
BOARD OF COMMISSIONERS				
1	Dr. Muhamad Chatib Basri	President Commissioner	0	0,0000000
2	Tan Sri Jamaludin bin Ibrahim	Commissioner	0	0,0000000
3	Vivek Sood	Commissioner	0	0,0000000
4	Dato’ Mohd Izzaddin Idris	Commissioner	0	0,0000000
5	Dr Hans Wijayasuriya	Commissioner	0	0,0000000
6	Dr. David R. Dean	Commissioner	0	0,0000000
7	Yasmin Stamboel Wirjawan	Independent Commissioner	0	0,0000000
8	Muliadi Rahardja	Independent Commissioner	0	0,0000000
9	Julianto Sidarto	Independent Commissioner	0	0,0000000
BOARD OF DIRECTORS				
1	Dian Siswarini	President Director	6.879.428	0,0642576
2	Budi Pramantika	Director	0	0
3	David Arcelus Oses	Director	1.931.098	0,0180375
4	Abhijit Navalekar	Director	2.069.430	0,0193296
5	Yessie D. Yosetya	Independent Director	1.593.458	0,0148838
6	I Gede Darmayusa	Director	86.970	0,0008123

## Share Ownership by Senior Management As of 31 December 2020

No.	Name & Position		Total Shares	% Ownership
1	Octavia Kurniawan	Chief Sales Officer	17.778	0,0001660
2	Rudy Afandi	Chief Human Capital Officer	13.000	0,0001214
3	Marwan O. Baasir	Chief of Corporate Affairs	0	0,0000000
4	Feby Sallyanto	Chief Enterprise & SME Officer	0	0,0000000

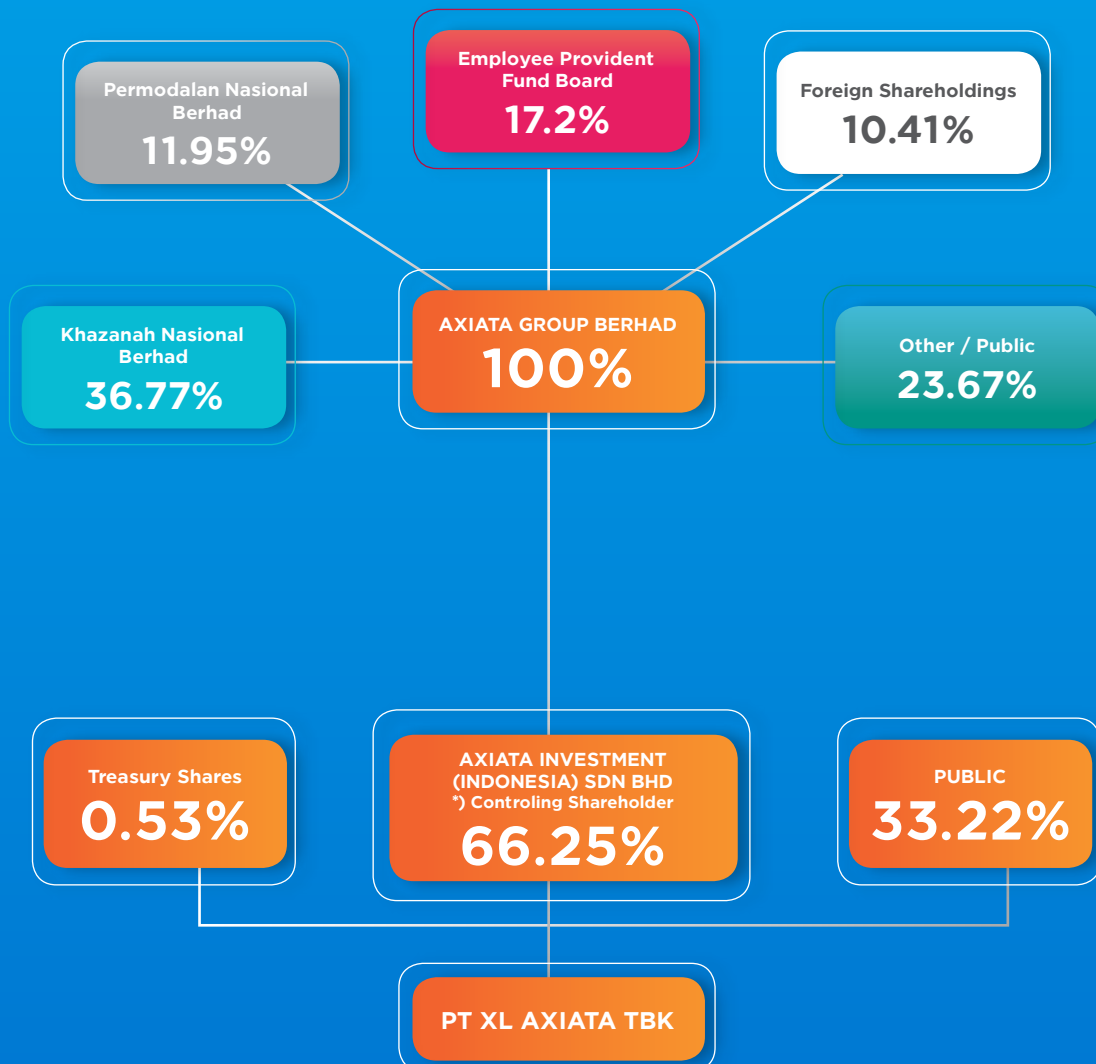
## Shareholders Based on Classification As of 31 December 2020

Shareholders	Total Shareholders	Total Shares	%
<b>NATIONAL INVESTORS</b>			
Individual Indonesian	24.202	405.304.913	3,78577
Cooperative	4	2.287.100	0,02136
Foundation	13	6.682.350	0,06242
Pension Fund	72	83.579.448	0,78068
Insurance	92	452.861.942	4,22998
Limited Liabilities Companies	73	70.767.335	0,66100
Mutual Funds	287	555.220.331	5,18606
<b>Sub Total</b>	<b>24.743</b>	<b>1.576.703.419</b>	<b>14,72727</b>
<b>FOREIGN INVESTORS</b>			
Foreign Individual	130	12.963.952	0,12109
Foreign Institution	310	9.116.345.159	85,15164
<b>Sub Total</b>	<b>440</b>	<b>9.129.309.111</b>	<b>85,27273</b>
<b>TOTAL</b>	<b>25.183</b>	<b>10.706.012.530</b>	<b>100,00000</b>

## Top 20 Shareholding as of 31 December 2020

Rank	Shareholders	Shares	%
1	<b>Axiata Investments</b>	7,092,656,612	66.36
2	<b>Etisalat International Indonesia Ltd.</b>	393,809,075	3.68
3	<b>Employees Provident Fund Board</b>	159,567,500	1.49
4	<b>PT Prudential Life Assurance - REF</b>	105,530,100	0.98
5	<b>Brander Emerging Markets Value Fund</b>	99,025,715	0.92
6	<b>Citibank New York S/A Government of Norway - 23</b>	78,418,800	0.73
7	<b>Citibank New York S/A Government of Norway - 16</b>	68,400,000	0.64
8	<b>UBS AG London-2140724000</b>	54,016,159	0.50
9	<b>Vanguard Total International</b>	49,431,261	0.46
10	<b>Vanguard Emerging Markets</b>	48,905,098	0.46
11	<b>SSB WSB9 S/A Washington State Investment</b>	48,183,700	0.45
12	<b>Chandra Adisusanto, Ir.</b>	42,313,916	0.39
13	<b>Six Sis Ltd</b>	39,874,900	0.37
14	<b>Mercer Qif Fund Plc</b>	39,033,100	0.36
15	<b>PT AXA Mandiri Financial Services</b>	38,531,400	0.36
16	<b>Brandes Institutional Equity Trust</b>	38,282,121	0.36
17	<b>West Virginia Investment Management Board</b>	38,140,662	0.36
18	<b>JPMorgan Asean Fund</b>	32,360,500	0.30
19	<b>UL Equity Solid</b>	32,072,900	0.30
20	<b>PT Prudential Life Assurance - REP</b>	31,429,300	0.29

# Corporate Structure





# Subsidiaries & Associates

## PT One Indonesia Synergy



### OWNERSHIP

50%

### TOTAL ASSETS

Rp0



### CORE BUSINESS

Conducting activities in computer consultancy and computer facility management



### OPERATIONAL STATUS

**Dormant**



### ADDRESS

**Gedung Indosat 9<sup>th</sup> Fl.**

Jl. Medan Merdeka Barat No.21 Gambir Jakarta Pusat

## PT Princeton Digital Group Data Centres



### OWNERSHIP

30%

### TOTAL ASSETS

Rp698,074 million



### CORE BUSINESS

Hosting Activity and its Related Things including to manage the Data Centre.



### OPERATIONAL STATUS

**Active**



### ADDRESS

**Ciputra World One, DBS Tower 28th Floor**

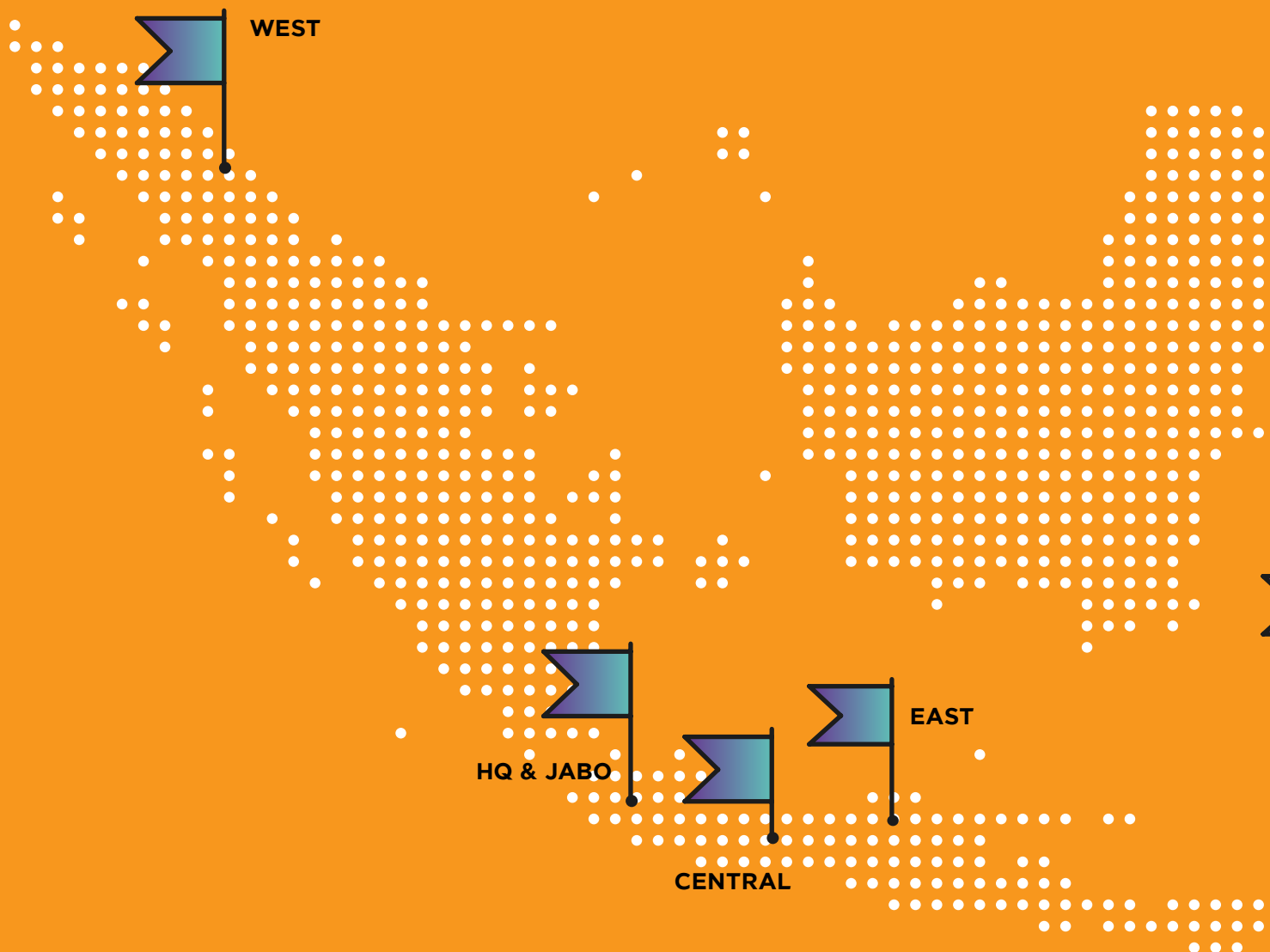
Prof. Dr. Satrio Kaveling 3-5  
Kel. Karet Kuningan, Kec. Setiabudi,  
Jakarta Selatan 12940



# Share Listing Timeline

Corporate Action	Total Shares	Nominal Value per Share (IDR)	Offering Price (IDR)	Listing	Listing Date (dd;mm;yy)
Initial Public Offering and listed on Indonesia Stock Exchange (previously Jakarta Stock Exchange).	1,427,500,000	100	2000	Indonesia Stock Exchange	29.09.2005
Limited Public Offering I with Pre- Emptive Rights.	1,418,000,000	100	2000	Indonesia Stock Exchange	01.12.2009
Issuance of new shares without Pre- Emptive Rights in regards to the implementation of Long Term Incentive Program 2010 - 2015 grant Date I.	10,566,332	100	5600	Indonesia Stock Exchange	28.04.2011
Issuance of new shares without Pre- Emptive Rights in regards to the implementation of Long Term Incentive Program 2010 - 2015 grant Date II.	7,710,279	100	5600	Indonesia Stock Exchange	16.04.2012
Issuance of new shares without Pre- Emptive Rights in regards to the implementation of Long Term Incentive Program 2010 - 2015 grant Date III.	8,214,056	100	5600	Indonesia Stock Exchange	12.04.2013
Issuance of new shares without Pre- Emptive Rights in regards to the implementation of Long Term Incentive Program 2010 - 2015 grant Date V.	6,891,003	100	4888	Indonesia Stock Exchange	21.04.2015
Issuance of new shares without Pre- Emptive Rights in regards to the implementation of Long Term Incentive Program 2010 - 2015 grant Date VI.	8,986,668	100	3621	Indonesia Stock Exchange	04.04.2016
Limited Public Offering II with Pre- Emptive Rights.	2,137,592,085	100	3150	Indonesia Stock Exchange	20.05.2016

# Headquarter Address and Representative Office



Region	Address
HQ & JABO	XL Axiata Tower Jl. H.R Rasuna Said X5 Kav.11-12, Kuningan Timur, Setiabudi, Jakarta Selatan 12950
WEST	DIPONEGORO MEDAN Jl Diponegoro No.5, Medan, Sumatera Utara
CENTRAL	MARTADINATA Jl. R.E Martadinata No 7, Bandung Jawa Barat
EAST	PEMUDA Jl. Pemuda No 94-98 Kelurahan Embong Kaliasin, Kecamatan Genteng, Surabaya, Jawa Timur
NORTH	Jl. AP Pettrani No 68a, Kota Makasar, Sulawesi Selatan



**NORTH**

# XL CENTER

No	XL Center	Region	City	Address	Province
1	XL Center Solo	Central	Solo	Jl. Bayangkara No 81, Penumping, Laweyan, Surakarta (Barat Stadion Sriwedari)	Jawa Tengah
2	XL Center Kudus	Central	Kudus	Komplek Sudirman Square B9 Jl. Jend Sudirman no 101, Kudus Jawa Tengah	Jawa Tengah
3	XL Center Pekalongan	Central	Pekalongan	Jl. Hasanuddin no 39, Kota Pekalongan	Jawa Tengah
4	XL Center Semarang	Central	Semarang	Jl A. Yani no. 130 B Semarang	Jawa Tengah
5	XL Center Palangkaraya	Central	Palangkaraya	Jl. Dr Murjani No.22B (seberang CIMB Niaga) Panarung Pahandut Palangka Raya	Kalimantan Tengah
6	XL Center Pontianak	Central	Pontianak	Jl. Gusti Hamza (sebelah JNT Pancasila) Pontianak	Kalimantan Barat
7	XL Center Banjarmasin	Central	Banjarmasin	Jl. Jend. Ahmad Yani Km 1,5 No. 30A, Banjarmasin 70233, Kalimantan Selatan	Kalimantan Selatan
8	XL Center Balikpapan	Central	Balikpapan	Jl. Jenderal Sudirman RT. 52 RW. 10 No.213, Klandasan ilir Kec. Balikpapan Selatan (Seberang Hotel Aston, dekat lampu merah Gunung Malang), Balikpapan, Kalimantan Timur	Kalimantan Timur
9	XL Center Samarinda	Central	Samarinda	Jalan Juanda 2 Ruko Condoshop No. 9 (Belakang SPBU Juanda), Kel. Air Putih, Kec. Samarinda Ulu, Kota Samarinda, Kalimantan Timur	Kalimantan Timur
10	XL Center Cianjur	Central	Cianjur	Jl.Ir.H.Juanda No.38 Kp.Panembong 1 Rt 02 Rw 03 Desa Mekarsari Kec.Cianjur Kab. Cianjur	Jawa Barat
11	XL Center Cimahi	Central	Bandung	Jl. HMS Mintaredja Ruko Town Place No. A-20, Cimahi	Jawa Barat
12	XL Center Tasikmalaya	Central	Tasikmalaya	Jl. Dr. Sukardjo no. 51, Tawang Sari, Kec. Tawang, Tasikmalaya	Jawa Barat
13	XL Center Purwakarta	Central	Purwakarta	Jl. Ibrahim Singadilaga No 16 Purwakarta	Jawa Barat
14	XL Center Ramdan	Central	Bandung	Jl. Moch. Ramdan No.31B, Ancol, Kec. Regol, Kota Bandung, Jawa Barat 40254	Jawa Barat
15	XL Center Bandung	Central	Bandung	Jl. RE. Martadinata No. 7, Bandung	Jawa Barat
16	XL Center Purwokerto	Central	Purwokerto	Jl. RA Wiryatmaja no 18B Purwokerto (Sebelah Bank BTPN)	Jawa Tengah
17	XL Center Kebumen	Central	Kebumen	Jl. Kusuma No.70 - Gunungmujil, Bumirejo - Kec. Kebumen - Kabupaten Kebumen - Jawa Tengah 54316	Jawa Tengah
18	XL Center Wonogiri	Central	Wonogiri	JL. AHMAD YANI NO.43 KEL. WONOKARTO KEC. WONOGIRI - WONOGIRI 57612 JAWA TENGAH	Jawa Tengah
19	XL Center Yogyakarta	Central	Yogyakarta	Puri Vads (Ex Stockwell) Jl. Laksda Adi Sucipto No 163 (Lt. 1) (Dpn Kampus Uin) Yogyakarta	D I Yogyakarta
20	XL Center Klaten	Central	Klaten	Jl. Pemuda Utara No.80, Kel. Bareng Kec. Klaten Tengah, Kab. Klaten, Jawa Tengah	Jawa Tengah
21	XL Center Magelang	Central	Magelang	Artos Mall Lt. UG, Jl. Mayjend Bambang Sugeng No 1, Mertoyudan, Magelang, Jawa Tengah, 56172	Jawa Tengah



No	XL Center	Region	City	Address	Province
22	XL Center Garut	Central	Garut	JL. GUNTUR NO 162C GARUT JAWA BARAT 44116	Jawa Barat
23	XL Center Tegal	Central	Tegal	Jl. Gajah Mada no.28 Tegal	Jawa Tengah
24	XL Center Indramayu	Central	Indramayu	Jl. D.I. Panjaitan No. 44B,Indramayu	Jawa Barat
25	XL Center Cirebon	Central	Cirebon	Jl. Tuparev No. 87 Kelurahan Sutawinangun,Kecamatan Kedawung,Kabupaten Cirebon,Jawab Barat 45153	Jawa Barat
26	XL Center Kuningan	Central	Kuningan	Jalan Siliwangi No 293 Cijoho Kec Kuningan,Kab ,Kuningan,Jawa Barat 45513	Jawa Barat
27	XL Center Madiun	East	Madiun	Ruko Suncity Block A1-A3 Kartoharjo Madiun Jawa Timur	Jawa Timur
28	XL Center Malang	East	Malang	Ruko Grand Sukarno Hatta kav 27-28 Malang	Jawa Timur
29	XL Center Kendari	East	Kendari	Jl. Bunggasi (eks Kantor bank Mandiri), Kel. Andounohu, Kec. Poasia, Kota Kendari	Sulawesi Tenggara
30	XL Center Gorontalo	East	Gorontalo	Jln. Delima Kelurahan Libuo Kecamatan Duingingi, Kota Gorontalo	Gorontalo
31	XL Center Pare-pare	East	Pare-pare	Jl. A. Mappatola No 30 A,Kota Parepare,Sulawesi Selatan	Sulawesi Selatan
32	XL Center Palu	East	Palu	Jl. Tg. Karang No 7 (depan depot isi ulang Prima samping klinik mata Mitra) Kel. Lolu Selatan Kec. Palu Selatan	Sulawesi Tengah
33	XL Center Makassar	East	Makassar	Jl. A.P. Pettarani No. 68 Tamamaung,Kec. Panakkukang,Kota Makassar,Sulawesi Selatan 90222	Sulawesi Selatan
34	XL Center Manado	East	Manado	Jl. Wolter Monginsidi No.19, Kelurahan Sario, Kecamatan Sario, Kota Manado (Dealer PT. Selular Global Net)	Sulawesi Utara
35	XL Center Sumbawa	East	Sumbawa	Jl. DR. Wahidin No 8A,Brang Bara,Kec. Sumbawa Besar,Kabupaten Sumbawa,Nusa Tenggara Bar. 84313	Nusa Tenggara Barat
36	XL Center Selong	East	Lombok	Jl. KH. Ahmad Dahlan No. 05, Pancor, Kec. Selong, Kab. Lombok Timur, Nusa Tenggara Barat	Nusa Tenggara Barat
37	XL Center Mataram	East	Lombok	Epicentrum Mall – Lantai 2, Jl. Sriwijaya No. 333, Punia, Kec. Mataram, Kota Mataram, Nusa Tenggara Barat – 83127	Nusa Tenggara Barat
38	XL Center Denpasar City Square	East	Denpasar	Jl. Teuku Umar No 6 Gedung Planet Gadget It2 (ex ICE Mall) _Bali	Bali
39	XL Center Singaraja	East	Singaraja	Jl. Dewi Sartika Utara 56, Kaliuntu Singaraja, kode pos 81116 (sebelah kantor V-cool Cabang Singaraja)	Bali
40	XL Center Sunset Road	East	Denpasar	Jl. Sunset Road No. 818,Kuta,Denpasar	Bali
41	XL Center Pamekasan	East	Madura	Jl. Jokotole No 282 Pamekasan	Jawa Timur
42	XL Center Bangkalan	East	Bangkalan	Ruko Khayangan Residence RB-06, Jl. Halim Perdana Kusuma, Kec. Bangkalan, Kab. Bangkalan, Jawa Timur 69116	Jawa Timur
43	XL Center HR Muhammad Surabaya	East	Surabaya	Jl. HR Muhammad No.75-D,Surabaya	Jawa Timur

No	XL Center	Region	City	Address	Province
44	XL Center Plasa Marina	East	Surabaya	Plasa Marina Lt.1 Blok A1-A3,Jl. Margorejo Indah No.97-99 Surabaya	Jawa Timur
45	XL Center Pemuda Surabaya	East	Surabaya	Jl. Pemuda No. 94 - 98,Surabaya	Jawa Timur
46	XL Center Sumenep	East	Sumenep	Jl. KH. Mansyur No. 51 Pangarangan, Sumenep	Jawa Timur
47	XL Center Sidoarjo	East	Sidoarjo	Jl. Jenggolo No 2i-2j, Kab. Sidoarjo (Sebelah kiri sebelum Flyover)	Jawa Timur
48	XL Center Grand Indonesia	Jabo	Jakarta	East Mal Grand Indonesia 3rd floor,EM-3-18,Jl MH. Thamrin No.1 Jakarta	Jakarta Pusat
49	XL Center Sukabumi	Jabo	Sukabumi	Jl.Pajagalan Ruko Danalaga Square Blok.G No.8 Sukabumi	Jawa Barat
50	XL Center Roxy	Jabo	Jakarta	Komplek Ruko Roxy Mas Blok C4/3,Jalan KH Ashari No 34,RW.8	Jakarta Barat
51	XL Center Central Park	Jabo	Jakarta	Central Park Mall,Lantai 4 unit 232-233. Jl. Let.Jend S. Parman Kav 28 Jakarta Barat 11470	Jakarta Barat
52	XL Center Axiata Tower	Jabo	Jakarta	Jl. H. R. Rasuna Said No.Kav. X-2 No. 5,RT.9/RW.4,East Kuningan,Setiabudi,South Jakarta City,Jakarta 12950	Jakarta Selatan
53	XL Center Pondok Indah Mall 1	Jabo	Jakarta	Jl. Metro Pondok Indah Kav. IV/TA Pondok Indah Mall 1 Lt. 2 No. 232 & 233 Jakarta Selatan	Jakarta Selatan
54	XL Center Bekasi	Jabo	Bekasi	Komp. Ruko Bekasi Mas Blok N No. 7,Jl. Ahmad Yani,Bekasi (Depan Rs Mitra Bekasi Barat)	Jawa Barat
55	XL Center Cilegon	Jabo	Cilegon	Kompleks Ruko Mega Cilegon Blok D no 5& 6 JL SA Tirtayasa Simpang Tiga Cilegon. Kode Pos : 42414	Banten
56	XL Center Rangkas Bitung	Jabo	Rangkas Bitung	Komp. Ruko Mall Barata Blok A 8 Jl. Rd. Hardiwinangun No. 54 Rangkasbitung	Banten
57	XL Center Serang	Jabo	Serang	Jl. Trip Jamaksari No. 12A Cinanggung Serang - Banten	Banten
58	XL Center BSD Tangerang	Jabo	Tangerang	Jl. Pahlawan Seribu Ruko BSD Junction Blok B No 38 - 41,Kota Tangerang Selatan	Banten
59	XL Center Bintaro Xchange	Jabo	Tangerang	Bintaro Xchange Mall Lower Ground,Boulevard Bintaro Jaya Blok. O-2,Bintaro Jaya Sektor VIII,Pondok Jaya,Pondok Aren,Tangerang,Banten	Jakarta Selatan
60	XL Center Summarecon Serpong	Jabo	Tangerang	Summarecon Mall Serpong,Jl. Boulevard Raya Gading Serpong 2F-03A,03B,Pakulonan Barat Kelapa Dua Tangerang	Banten
61	XL Center Supermal Karawaci	Jabo	Tangerang	Super Mall Karawaci,Lower Ground Blok A3A No 9-10,e -center,Lippo Karawaci	Banten
62	XL Center Tangerang City	Jabo	Tangerang	Tangerang City Mall LG Floor,Blok 0038-S Jl. Jend. Sudirman No 1,Cikokol Tangerang 15117	Banten
63	XL Center Cikarang	Jabo	Cikarang	Jl Niaga Raya Ruko CBD Kav AA Blok C 10 Jababeka 2 PT Synergy Komunikasi Indonesia	Jawa Barat
64	XL Center Karawang	Jabo	Karawang	Komplek Ruko Broadway Blok 3 No. 19 Galuh Mas,Karawang (Samping Pom Bensin Galuh Mas)	Jawa Barat
65	XL Center Sunter	Jabo	Jakarta	Sunter Permai Indah Blok A18,Jl. Mitra Sunter Boulevard,Jakarta Utara	Jakarta Utara
66	XL Center Mall Kelapa Gading	Jabo	Jakarta	Mal Kelapa Gading 1,Lt. Dasar Blok G 1 No 66 A,Jl. Boulevard Kelapa Gading Blok M,Kelapa Gading Permai	Jakarta Utara

No	XL Center	Region	City	Address	Province
67	XL Center Puri Indah Mall	Jabo	Jakarta	Puri Indah Mal Lt. 1 (Phone & Computer Centre),Jl. Puri Agung,Jakarta Barat	Jakarta Barat
68	XL Center Gandaria City	Jabo	Jakarta	Gandaria City Mall 1st Floor Jl. Sultan Iskandar Muda,Kebayoran Lama Utara,Kebayoran Lama,Jakarta Selatan,DKI Jakarta	Jakarta Selatan
69	XL Center Depok Margonda	Jabo	Depok	Ruko Margonda Residence Jl. Margonda Raya No 2-3,Depok	Jawa Barat
70	XL Center Bogor	Jabo	Bogor	Jl. Jendral Sudirman No.48,Bogor	Jawa Barat
71	XL Center Cibinong City Mall	Jabo	Cibinong	Ruko Cibinong City Centre blok C.35 Jl Tegar Beriman No 1 Cibinong Kab. Bogor	Jawa Barat
72	XL Center Ciputra World	Jabo	Jakarta	Lotte Ciputra World Lantai 4 No.15A Jl. Prof. Dr. Sabturio Kuningan - Jakarta Selatan	Jakarta Selatan
73	XL Center Fatmawati	Jabo	Jakarta Selatan	Jl. RS. Fatmawati Raya No.53 A,RT.2/RW.2,Gandaria Sel.,Kec. Cilandak,Kota Jakarta Selatan,Daerah Khusus Ibukota Jakarta 12420 ( samping stasiun MRT Haji Nawi )	Jakarta Selatan
74	XL Center Bangka	West	Bangka	Jl. Raya Koba Villa Bangka Asri Blok B No. 1-2 ,Bangka - Pangkal Pinang	Kepulauan Bangka Belitung
75	XL Center Belitung	West	Belitung	Jl.brigen katamso no.5 depan bundaran tugu satam, Tanjung pandan - Belitung	Kepulauan Bangka Belitung
76	XL Center Palembang	West	Palembang	JL. Angkatan 45 no,818 palembang	Sumatera Selatan
77	XL Center Manggar	West	Manggar	Jl. Tugu Warkop Desa baru kec. Manggar kab. Belitung timur	Kepulauan Bangka Belitung
78	XL Center Padang Sidempuan	West	Padang Sidempuan	JL. Sudirman EX Merdeka No. 31C Kel. Wek II Kec. Padangsidempuan Utara (Sebelah Ganesha Operation)	Sumatera Utara
79	XL Center Pematang Siantar	West	Pematang Siantar	Jl. Sutomo No.5i Kelurahan Proklamasi-Pematang Siantar Telp. 0622-432161 (Hunting) Fax. 0622-432161	Sumatera Utara
80	XL Center Rantau Prapat	West	Rantau Prapat	Jl. A. Yani no. 102 B Kel. Bakaran Batu,Kec. Rantau Selatan,Kab. Lab. Batu	Sumatera Utara
81	XL Center Tebing Tinggi	West	Tebing Tinggi	Jl. Dr. Kumpulan Pane,Bandar Utama,Kota Tebing Tinggi,Sumatera Utara 20998,depan RSUD Dr.Kumpulan Pane	Sumatera Utara
82	XL Center Banda Aceh	West	Aceh	Jl. Mr. Dr. Mohd. Hasan,Batoh,Lueng Bata,Landom,Lueng Bata,Kota Banda Aceh,Aceh 23122,Samping Service Centre Samsung dan Bank Mandiri	Aceh
83	XL Center Medan	West	Medan	Jl. Diponegoro No. 5,Kel. Petisah Tengah,Kec. Medan Petisah,Medan 20112	Sumatera Utara
84	XL Center Lubuk Pakam	West	Lubuk Pakam	Jl. P Diponegoro No 30, Kelurahan Lubuk Pakam Pekan,Kecamatan Lubuk Pakam, 20512	Sumatera Utara
85	XL Center Lampung	West	Lampung	Jl. Jendral Sudirman No 23 A,Kel. Enggal,Kec. Tanjungkarang Pusat,Kota Bandar Lampung	Lampung
86	XL Center Lubuk Linggau	West	Lubuk Linggau	Jalan Yos Sudarso no. 9C,Kelurahan Watervang,Kecamatan,Lubuk Linggau Tim. I, Kota Lubuklinggau,Sumatera Selatan 31626	Sumatera Selatan
87	XL Center Dumai	West	Dumai	Jl. Sudirman Laut No 212 Kec Dumai Timur (Depan Hotel Cititel)	Riau

No	XL Center	Region	City	Address	Province
88	XL Center Pekanbaru	West	Pekanbaru	Jl. Nangka Ujung No. 819 Labuh Baru Barat, Payung Sekaki-Pekanbaru 28291	Riau
89	XL Center Bengkulu	West	Bengkulu	Jl. Jenderal sudirman no.57 kel.Tengah padang, Bengkulu	Bengkulu
90	XL Center Bukittinggi	West	Bukittinggi	Jl. Tengku Umar No.12 C Kampung Cina Kel. Benteng Pasar Atas Kec. Guguk Panjang	Sumatera Barat
91	XL Center Padang	West	Padang	Jl. Dr. Sutomo No.48, Simpang Haru, Kec. Padang Timur, Kota Padang, Sumatera Barat (Sebelah Lion Parcel)	Sumatera Barat
92	XL Center Tanjung Pinang	West	Tanjung Pinang	Jl. D.I Panjaitan Komplek Bintan Center Blok D NO 46, Tanjung Pinang, KEPRI	Kepulauan Riau
93	XL Center Jambi	West	Jambi	Jl. Yunus Sanis no 80-81 Kel. Kebun Handil Kec. jelutung, Depan Puskesmas Kebun Handil, Kota Jambi	Jambi
94	XL Center Tanjung Balai Karimun	West	Tanjung Balai karimun	Jl. A.Yani nomor 45, Kolong, Karimun	Kepulauan Riau
95	XL Center Batam	West	Batam	Jl. Engku Puteri Komp. Ruko Seruni Indah Blok I No 3 Batam Center	Kepulauan Riau

## Corporate Website Information

The Company's website contains information about the Company that can be accessed publicly through [www.xlaxiata.co.id](http://www.xlaxiata.co.id). The information contained in the Company's website is in accordance with the Financial Services Authority Regulation No.8/POJK.04/2015 on the Website of the Issuer or Public Company as follows:



No.	Description	Comply	Not Comply
1.	Website address should reflect Company's ID	v	
2.	Website content should be in Indonesia and other foreign language (English at minimum) with the same information at each language used.	v	
3.	Company's website must provide information at minimum on the following matters: <ul style="list-style-type: none"> <li>General Information on Company;</li> <li>Information for Investor and shareholders;</li> <li>Information on Good Corporate Governance</li> <li>Information pertaining with Corporate Social Responsibility.</li> </ul> <p>The above information must be disclosed in accurate, clear, easy to understand, not misleading on Company's condition as well as able to be accessed by public.</p>	v	

No.	Description	Comply	Not Comply
4.	General Information on Company must provide at minimum the following information: <ul style="list-style-type: none"> <li>• Name of Company, contact details (phone numbers, fax, email) including all branch office.</li> <li>• Company's history at a glance.</li> <li>• Organization Structure</li> <li>• Company's shares ownership consists of amongst others (i) detail of shareholders i.e. name, ownership percentage on monthly basis (ii) Information on controlling shareholders (Axiata) and (iii) Information on Company's Subsidiaries.</li> <li>• Profile of Board of Directors, Board of Commissioners, Committees and Corporate Secretary which shall include photos, name, CV and multiple Board membership in other Company.</li> <li>• List of Company's supporting institutions i.e. Share Register, Accountant.</li> </ul> Articles of Association.	v	
5.	Information for Investor and shareholders must include at minimum the following information: <ul style="list-style-type: none"> <li>• Annual and Interim Financial Statement for the last five financial years.</li> <li>• Financial Information.</li> <li>• General Meeting of Shareholders (GMS). The Information covering (i) announcement, (ii) Meeting material (iii) CV of proposed BOD and/or BOC (iv) Summary of GMS result.</li> <li>• Shares Information covering (i) total shares (ii) Shares split (if any) (iii) Bonus shares (if any) (iv) changes of shares nominal.</li> <li>• Information pertaining with Bonds and Sukuk, covering (i) Outstanding Bonds/Sukuk (ii) Rating Result (iii) Period (iv) Interest Rate</li> <li>• Dividend Information</li> <li>• Corporate Actions</li> <li>• Disclosure on Material Facts.</li> </ul>	v	
6.	Information on Good Corporate Governance must include at minimum the following information : <ul style="list-style-type: none"> <li>• Board Manual</li> <li>• Internal Audit Charter</li> <li>• Terms of reference of Committees.</li> <li>• Notice on appointment and/or resignation of members of audit Committee.</li> <li>• Nominating and Remuneration Procedure.</li> <li>• Risk Management Policy</li> <li>• Whistleblowing Policy</li> </ul>	v	
7.	Information on Corporate Social Responsibility must include at minimum the following information : <ul style="list-style-type: none"> <li>• Policy.</li> <li>• Program and Cost of CSR implementation</li> </ul>	v	

#### DISCLAIMER – FORWARD-LOOKING STATEMENTS:

XL Axiata may, in this document, make certain statements that are not historical facts and relate to analyses and other information which are based on forecasts of future results and estimates of amounts not yet determinable. These statements may also relate to our future prospects, developments and business strategies. Words such as "believe", "anticipate", "expect", "intend", "seek", "will", "plan", "could", "may", "endeavour", "target", "forecast" and "project" and similar expressions are intended to identify such forward-looking statements, but are not the exclusive means of identifying such statements. By their very nature, forward-looking statements involve inherent risks and uncertainties, both general and specific, and there are risks that the predictions, forecasts, projections and other forward-looking statements will not be achieved. If one or more of these risks materialise, or should underlying assumptions prove incorrect, our actual results may differ materially from those anticipated. Forward-looking statements apply only as of the date on which they are made, and we do not undertake any obligation to update or revise any of them, whether as a result of new information, future events or otherwise.



# 7 Audited Report



PT XL Axiata Tbk  
**Financial Statements**  
for the years ended  
**31 December 2020 & 2019**

Description:  
Full Financial Statements  
is available in this QR Code, please click here



# Transform Faster to Emerge Stronger

Giving Back to the Nation



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