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PEDOMAN KOMITE NOMINASI DAN REMUNERASI

CHARTER OF NOMINATION AND REMUNERATION COMMITTEE

1. PEMBUKAAN

1.1. Landasan Hukum

- 1.1.1. Dewan Komisaris PT Asahimas Flat Glass Tbk (selanjutnya disebut "Perseroan") berdasarkan Keputusan nomor 004/AMFG.COM/V-2013 tanggal 31 Mei 2013 telah membentuk Komite Nominasi dan Remunerasi (selanjutnya disebut "Komite").
- 1.1.2. Untuk melaksanakan ketentuan pasal 19 Peraturan Otoritas Jasa Keuangan nomor 34/POJK.04/2014, tanggal 8 Desember 2014, Komite pada tanggal 25 Juni 2015, telah menyusun Pedoman Komite Nominasi dan Remunerasi ini (selanjutnya disebut "Pedoman").

1.2. Ruang Lingkup Dan Tujuan

Pedoman ini berlaku untuk setiap anggota Komite dalam membantu melaksanakan fungsi dan tugas Dewan Komisaris terkait Nominasi dan Remunerasi anggota Direksi dan anggota Dewan Komisaris.

2. TUGAS DAN TANGGUNG JAWAB

2.1. Independensi

Komite bertanggung jawab kepada Dewan Komisaris dan wajib bertindak independen dalam melaksanakan tugasnya.

2.2. Tugas dan Tanggung Jawab

- 2.2.1. Terkait dengan fungsi Nominasi,
 - (1) memberikan rekomendasi kepada Dewan Komisaris mengenai:
 - (a) komposisi jabatan anggota Direksi dan/atau anggota Dewan Komisaris;
 - (b) kebijakan dan kriteria yang dibutuhkan dalam proses Nominasi; dan

1. INTRODUCTION

1.1. Legal Ground

- 1.1.1. The Board of Commissioners of PT Asahimas Flat Glass Tbk (hereinafter called the "Company") based on its Decision number 004/AMFG.COM/V-2013 dated 31 May 2013 has set up the Nomination and Remuneration Committee (hereinafter called the "Committee").
- 1.1.2. For the implementation of article 19 of Regulation of Financial Services Authority number 34/POJK.04/ 2014, dated 8 December 2014, the Committee made this Committee's Charter, dated June 25, 2015 (hereinafter called the "Charter").

1.2. Scope and Purposes

This Charter shall be applicable to every member of the Committee in supporting the function and duties of the Board of Commissioners in connection with the Nomination and Remuneration of the members of the Board of Directors and the Board of Commissioners.

2. DUTIES AND RESPONSIBILITIES

2.1. Independency

The Committee is responsible to the Board of Commissioners and must act independently in conducting their duties.

2.2. Duties and Responsibilities.

- 2.2.1. In connection with Nomination function,
 - (1) giving recommendation to the Board of Commissioners regarding:
 - (a) composition of the members of the Board of Directors and/or the Board of Commissioners;
 - (b) policy and criteria needed in the process of Nomination ; and

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| <p>(c) kebijakan evaluasi kinerja bagi anggota Direksi dan/atau anggota Dewan Komisaris;</p> <p>(2) membantu Dewan Komisaris melakukan penilaian kinerja anggota Direksi dan/atau anggota Dewan Komisaris berdasarkan tolak ukur yang telah disusun sebagai bahan evaluasi;</p> <p>(3) memberikan rekomendasi kepada Dewan Komisaris mengenai program pengembangan kemampuan anggota Direksi dan/atau anggota Dewan Komisaris; dan</p> <p>(4) memberikan usulan calon yang memenuhi syarat sebagai anggota Direksi dan/atau anggota Dewan Komisaris kepada Dewan Komisaris untuk disampaikan kepada RUPS.</p> | <p>(c) performance evaluation policy for the members of the Board of Directors and/or the Board of Commissioners;</p> <p>(2) assisting the Board of Commissioners in evaluating the performance of the members of the Board of Directors and/or the Board of Commissioners according to the criteria which has been made as evaluation material.</p> <p>(3) giving recommendation to the Board of Commissioners regarding the competency development program of the members of the Board of Directors and/or the Board of Commissioners; and</p> <p>(4) giving recommendation to the Board of Commissioners regarding the candidates who meet the requirements as the members of the Board of Directors and/or the Board of Commissioners to be submitted to the GMS.</p> |
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2.2.2. Terkait dengan fungsi Remunerasi:

- (1) memberikan rekomendasi kepada Dewan Komisaris mengenai:
- (a) struktur Remunerasi;
 - (b) kebijakan atas Remunerasi; dan
 - (c) besaran atas Remunerasi.
- (2) membantu Dewan Komisaris melakukan penilaian kinerja dengan kesesuaian Remunerasi yang diterima masing-masing anggota Direksi dan/atau anggota Dewan Komisaris.

2.2.2. In connection with Remuneration function:

- (1) giving recommendation to the Board of Commissioners regarding:
- (a) Remuneration structure;
 - (b) Remuneration Policy; and
 - (c) the amount of Remuneration.
- (2) assisting the Board of Commissioners in evaluating the performance of each member of the Board of Directors and/or the Board of Commissioners by taking into account the amount of the Remuneration received by each of them.

2.3. Prosedur

2.3.1. Dalam melaksanakan fungsi yang dimaksud dalam ayat 2.2.1. Komite wajib melakukan prosedur sebagai berikut:

- (1) menyusun komposisi dan

2.3. Procedures

2.3.1. In performing the function meant in article 2.2.1 the Committee must carry out the following procedures:

- (1) arranging the composition and

proses Nominasi anggota Direksi dan/atau anggota Dewan Komisaris;

- (2) menyusun kebijakan dan kriteria yang dibutuhkan dalam proses Nominasi calon anggota Direksi dan/atau anggota Dewan Komisaris;
- (3) membantu pelaksanaan evaluasi atas kinerja anggota Direksi dan/atau anggota Dewan Komisaris;
- (4) menyusun program pengembangan kemampuan anggota Direksi dan/atau anggota Dewan Komisaris; dan
- (5) Menelaah dan mengusulkan calon yang memenuhi syarat sebagai anggota Direksi dan/atau anggota Dewan Komisaris kepada Dewan Komisaris untuk disampaikan kepada RUPS.

2.3.2. Dalam melaksanakan fungsi Remunerasi sebagaimana dimaksud dalam ayat 2.2.2, Komite wajib melakukan prosedur sebagai berikut:

- (1) menyusun struktur Remunerasi bagi anggota Direksi dan/atau anggota Dewan Komisaris yang dapat berupa:
 - (a) gaji;
 - (b) honorarium;
 - (c) insentif; dan/atau
 - (d) tunjangan yang bersifat tetap dan/atau variabel.
- (2) menyusun kebijakan atas Remunerasi bagi anggota Direksi dan/atau anggota Dewan Komisaris; dan
- (3) menyusun besaran atas Remunerasi bagi anggota Direksi dan/atau anggota Dewan Komisaris.

2.3.3. Dalam menyusun struktur, kebijakan dan besaran Remunerasi dalam ayat 2.3.2 Komisaris harus memperhatikan:

Nomination process of the members of the Board of Directors and/or the Board of Commissioners;

- (2) arranging the policy and criteria needed in the Nomination process of the members of the Board of Directors and/or the Board of Commissioners;
- (3) assisting the evaluation of the performance of the members of the Board of Directors and/or the Board of Commissioners;
- (4) arranging competency development program of the members of the Board of Directors and/or the Board of Commissioners; and
- (5) Reviewing and recommending to the Board of Commissioners the candidates who meet the requirement as members of the Board of Directors and/or the Board of Commissioners to be submitted to the GMS.

2.3.2. In performing the Remuneration function meant in section 2.2.2, the Committee must carry out the following procedures:

- (1) arranging the Remuneration structure for the members of the Board of Directors and/or the Board of Commissioners, which can be in the forms of:
 - (a) salary;
 - (b) honorarium;
 - (c) incentives; and/or
 - (d) fixed and/or non-fixed allowances.
- (2) arranging the Remuneration policy for the members of the Board of Directors and/or the Board of Commissioners; and
- (3) arranging the amount of Remuneration of the members of the Board of Directors and/or the Board of Commissioners.

2.3.3. In arranging the structure, policy and the amount of Remuneration meant in sections 2.3.2 the Committee must consider the followings:

- (1) Remunerasi yang berlaku pada industri sesuai dengan kegiatan bisnis Perseroan dan skala usaha Perseroan dalam industrinya;
- (2) tugas, tanggung jawab, dan wewenang anggota Direksi dan/atau anggota Dewan Komisaris dikaitkan dengan pencapaian tujuan dan kinerja Perseroan;
- (3) target kinerja atau kinerja masing-masing anggota Direksi dan/atau anggota Dewan Komisaris; dan
- (4) keseimbangan tunjangan antara yang bersifat tetap dan bersifat variabel.

2.3.4. Struktur, kebijakan, dan besaran Remunerasi anggota Direksi dan/atau anggota Dewan Komisaris harus dievaluasi oleh Komite paling kurang 1 (satu) kali dalam 1 (satu) tahun.

3. KOMPOSISI DAN STRUKTUR KEANGGOTAAN

3.1. Komposisi

3.1.1. Komite terdiri paling kurang 3 (tiga) orang anggota, dengan ketentuan:

- (1) 1 (satu) orang Ketua merangkap anggota. Ketua harus selalu Komisaris Independen; dan
- (2) anggota lainnya yang dapat berasal dari:
 - (i) anggota Dewan Komisaris;
 - (ii) luar Perseroan; atau
 - (iii) pihak yang menduduki jabatan manajerial di bawah Direksi yang membidangi sumber daya manusia.

3.1.2. Anggota Komite lainnya tersebut dalam ayat 2.1.1(b) sebagian besar tidak dapat berasal dari pihak yang menduduki jabatan

- (1) Remuneration that applicable to the industry in the same business of the Company and the Companies' business scale in its industry.
- (2) duties, responsibilities and authorities of the members of the Board of Directors and/or the Board of Commissioners in connection with the achievement of the purposes and performance of the Company;
- (3) performance target or performance of each member of the Board of Directors and/or the Board of Commissioners; and
- (4) the balance between fixed allowance and non-fixed allowance.

2.3.4. The structure, policy and amount of the Remuneration of the members of the Board of Directors and/or the Board of Commissioners must be evaluated at least once a year.

3. COMPOSITION AND STRUCTURE OF THE MEMBERS

3.1 Composition

3.1.1. The Committee consists of at least 3 (three) members with the following composition:

- (1) 1 (one) Chairman who also serves as a member. The Chairman must always be an Independent Commissioner; and
- (2) other members come from:
 - (i) members of the Board of Commissioners;
 - (ii) outside of the Company; or
 - (iii) the party who holds the managerial position, under the Board of Directors, in charge of human resources.

3.1.2. The greater part of the other members of the Committee referred to in section 2.1.1 (b) cannot come from the party who

manajerial di bawah Direksi yang membidangi sumber daya manusia.

3.1.3. Anggota Komite yang berasal dari luar Perseroan wajib memenuhi syarat tersebut di bawah ini:

- (a) tidak mempunyai hubungan Afiliasi dengan Perseroan, anggota Direksi, anggota Dewan Komisaris, atau Pemegang Saham Utama Perseroan;
- (b) memiliki pengalaman terkait Nominasi dan/atau Remunerasi; dan
- (c) tidak merangkap jabatan sebagai anggota Komite lainnya yang dimiliki Perseroan.

3.1.4. Anggota Direksi Perseroan tidak dapat menjadi anggota Komite.

holds the managerial position, under the Board of Directors, in charge of human resources.

3.1.3. The members of the Committee who come from outside of the Company must fulfill the following requirements:

- (a) has no Affiliated relationship with the Company, members of the Board of Directors, the Board of Commissioners, or the main Shareholders of the Company.
- (b) has experiences in Nomination and/or Remuneration; and
- (c) has no dual function as a member of other Committees in the Company.

3.1.4. The members of the Board of Directors may not become a member of the Committee.

4. TATA CARA DAN PROSEDUR KERJA

4.1 Jam Kerja

Setiap anggota Komite wajib menyediakan waktu yang cukup untuk melaksanakan tugas dan tanggung jawabnya secara optimal.

4.2 Tidak Wajib Hadir

Anggota Komite dapat melaksanakan tugasnya tanpa kehadirannya di kantor Perseroan, dengan ketentuan anggota Komite wajib hadir dalam rapat Komite.

5. RAPAT KOMITE

5.1 Waktu

Rapat Komite ("Rapat") diselenggarakan secara berkala paling kurang 1 (satu) kali dalam 4 (empat) bulan.

4. WORK MANNERS AND PROCEDURES

4.1 Work hours

Each member of the Committee must provide sufficient time for performing his duties to the optimum.

4.2 No obligation to present

The members of the Committee can perform their duties without their presence in the office of the Company, provided, however, that the members of the Committee must present in the Committee's meeting.

5. COMMITTEE'S MEETING

5.1 Time

Committee's Meeting ("Meeting") must be held periodically at least 1 (once) in 4 (four) months.

5.2 Kuorum

- 5.2.1 Rapat hanya dapat diselenggarakan apabila dihadiri oleh mayoritas dari jumlah anggota Komite termasuk Ketua Komite.
- 5.2.2 Anggota Komite tidak boleh memberikan kuasa kepada anggota Komite lainnya untuk menghadiri Rapat.

5.3 Ketua Rapat

Rapat diketuai oleh Ketua Komite yang merupakan Komisaris Independen.

5.4 Pengambilan Keputusan

- 5.4.1 Setiap anggota Komite berhak mengeluarkan 1 (satu) suara.
- 5.4.2 Keputusan Rapat pertama-tama diambil berdasarkan musyawarah untuk mufakat.
- 5.4.3 Dalam hal keputusan berdasarkan musyawarah untuk mufakat tidak tercapai, pengambilan keputusan dilakukan berdasarkan suara terbanyak.
- 5.4.4 Jika dalam pengambilan keputusan yang dilakukan dengan cara pemungutan suara terjadi suara yang sama banyaknya, keputusan ditentukan oleh Ketua Rapat.
- 5.4.5 Apabila dalam hal proses pengambilan keputusan terdapat perbedaan pendapat, perbedaan pendapat tersebut wajib dimuat dalam risalah rapat beserta alasan perbedaan pendapat tersebut.

5.5 Risalah Rapat

- 5.5.1 Hasil rapat Komite wajib dituangkan dalam risalah rapat. Risalah rapat Asli harus diserahkan kepada Direksi Perseroan untuk disimpan.
- 5.5.2 Risalah rapat harus ditandatangani oleh seluruh anggota Komite yang hadir dalam Rapat, dan fotokopinya disampaikan kepada seluruh anggota Komite.

5.2 Quorum

- 5.2.1 The Meeting can only be held if attended by the majority of the total members of the Committee including the Chairman of the Committee.
- 5.2.2 A member of the Committee may not give a power of attorney to another member to attend the Meeting.

5.3 Chairman of the Meeting

The Meeting is chaired by the Chairman of the Committee who is Independent Commissioner.

5.4 Adoption of Resolutions

- 5.4.1 Each member of the Committee is entitled to cast 1 (one) vote.
- 5.4.2 All resolutions of the Meeting must be, in the first place, adopted by deliberation to reach consensus.
- 5.4.3 If deliberation to reach consensus failed to be reached, then the resolutions will be adopted based on the majority votes.
- 5.4.4 In a tie vote, the resolutions will be decided by the Chairman of the Meeting.
- 5.4.5 If in the process of voting exists the difference in opinions, such difference must be stated in the minutes of meeting together with the reasons of such difference.

5.5 Minutes of Meeting

- 5.5.1 Resolutions of the Meeting must be set forth in the minutes of meeting. The original copy of minutes of meeting must be submitted to the Board of Directors to be kept.
- 5.5.2 Minutes of meeting must be signed by all members of the Committee present at the meeting, and the photocopies thereof to be submitted to all members of the Committee.

5.5.3 Dalam hal terdapat anggota Komite tidak menandatangani risalah Rapat, yang bersangkutan wajib menyebutkan alasannya secara tertulis dalam surat tersendiri yang dilekatkan pada risalah Rapat.

5.5.4 Risalah rapat sebagaimana dimaksud pada ayat 5.5.1 wajib disampaikan secara tertulis kepada Dewan Komisaris.

5.5.3 If there is a member of the Committee does not to sign the minutes of meeting, he must state the reasons in writing in a separate letter to be attached to the minutes of meeting.

5.5.4 The minutes of meeting provided in section 5.5.1 must be submitted in writing to the Board of Commissioners.

6. SISTEM PELAPORAN KEGIATAN

6.1 Laporan ke Dewan Komisaris.

Komite harus melaporkan pelaksanaan tugas, tanggung jawab, dan prosedur Nominasi dan Remunerasi yang dijalankan sebagaimana dimaksud dalam pasal 3.2 dan 3.3 kepada Dewan Komisaris.

6.2 RUPS.

Laporan Komite dimaksud pada pasal 7.1, merupakan bagian dari laporan pelaksanaan tugas Dewan Komisaris dan disampaikan dalam RUPS.

6.3 Pengungkapan Informasi.

Perseroan wajib mengungkapkan pelaksanaan fungsi terkait Nominasi dan Remunerasi dalam:

- (a) laporan tahunan; dan
- (b) situs web Perseroan.

6.4 Laporan Tahunan.

Informasi mengenai pelaksanaan fungsi terkait Nominasi dan Remunerasi yang diungkapkan dalam laporan tahunan Perseroan paling kurang memuat:

- (a) pernyataan bahwa Perseroan telah memiliki Pedoman Komite.
- (b) uraian singkat pelaksanaan tugas dan tanggung jawab Komite dalam tahun buku.

6. ACTIVITIES REPORT SYSTEM

6.1 Report to the Board of Commissioners.

The Committee must report the implementation of their duties, responsibilities, and procedures of Nomination and Remuneration as provided in articles 3.2 and 3.3 to the Board of Commissioners.

6.2 GMS.

The Committee's report provided in article 7.1, shall constitute as part of the Board of Commissioners' report on the implementation of their duties and shall be submitted to the GMS.

6.3 Disclosure of Information.

The Company must disclose the implementation of the functions in connection with Nomination and Remuneration in:

- (a) annual report; and
- (b) the Company's website.

6.4 Annual Report.

Information on the implementation of the function in connection with Nomination and Remuneration which will be disclosed in the annual report must at least contain:

- (a) statement that the Company already has the Committee's Charter.
- (b) brief description on the implementation of the duties and responsibilities of the Committee in the financial year.

6.5 Situs Web.

Informasi mengenai pelaksanaan fungsi terkait Nominasi dan Remunerasi yang diungkapkan dalam situs web Perseroan paling kurang meliputi:

- (a) Pedoman Komite.
- (b) Uraian singkat pelaksanaan tugas dan tanggung jawab Komite dalam tahun buku.

6.5 Website.

Information on the implementation of the function in connection with Nomination and Remuneration which will be disclosed in the Company's website at least including:

- (a) the Committee's Charter.
- (b) brief description on the implementation of the duties and responsibilities of the Committee in the financial year.

7. TATA CARA PENGGANTIAN ANGGOTA

- 7.1 Penggantian anggota Komite yang bukan berasal dari Dewan Komisaris dilakukan paling lambat 60 (enam puluh) hari sejak anggota Komite dimaksud tidak dapat lagi melaksanakan fungsinya sebagai anggota Komite.
- 7.2 Masa tugas anggota Komite yang merupakan anggota Dewan Komisaris adalah sama dengan masa jabatannya sebagai anggota Dewan Komisaris.
- 7.3 Masa tugas anggota Komite yang juga anggota Dewan Komisaris berakhir dengan sendirinya apabila masa jabatannya sebagai anggota Dewan Komisaris berakhir.
- 7.4 Apabila anggota Dewan Komisaris yang diangkat menjadi anggota Komite berhenti dari jabatannya sebagai anggota Dewan Komisaris sebelum masa tugasnya selesai, maka jabatan anggota Komite dimaksud dapat digantikan oleh anggota Dewan Komisaris yang lain.

8. MASA JABATAN

- 8.1 Anggota Komite diangkat dan diberhentikan berdasarkan keputusan rapat Dewan Komisaris.
- 8.2 Masa jabatan setiap anggota Komite terhitung sejak tanggal pengangkatannya sampai dengan Rapat Umum Pemegang Saham ("RUPS") Tahunan Perseroan ketiga berikutnya setelah pengangkatannya, dan selanjutnya dapat diangkat kembali.

7. REPLACEMENT PROCEDURES

- 7.1 The replacement of a member of the Committee who is not originated from the Board of Commissioners is made at the latest 60 (sixty) days since such member of the Committee can no longer perform his duties as the member of the Committee.
- 7.2 The term of office of the member of the Committee who is also the member of the Board of Commissioners is the same as his term of office as the member of the Board of Commissioners.
- 7.3 The term of office of the member of the Committee who is also a member of the Board of Commissioners shall automatically expire if his term of office as the member of the Board of Commissioners expires.
- 7.4 If the term of office of a member of the Board of Commissioners who is appointed as a member of the Committee expires before his term of office as the member of the Committee expires, such member of the Committee may be replaced by another member of the Board of Commissioners.

8. TERM OF OFFICE

- 8.1 The members of the Committee are appointed and removed by the resolutions of the Board of Commissioners' meeting.
- 8.2 The term of office of each member of the Committee shall begin from the date of his appointment until the third Annual General Meeting of Shareholders ("GMS") after his appointment, and he can be reappointed.

8.3 Masa jabatan anggota tidak lebih lama dari masa jabatan Dewan Komisaris sebagaimana diatur dalam Anggaran Dasar Perseroan.

8.3 The term of office of the member may not exceed the term of office of the Board of Commissioners as provided in the Articles of Association of the Company.

9. NILAI-NILAI

9.1 Integritas.

Anggota Komite wajib memiliki integritas, akhlak, dan moral yang baik.

9.2 Tata Kelola Perusahaan Yang Baik.

Anggota Komite harus melaksanakan tugas dan tanggung jawabnya sesuai dengan Tata Kelola Perusahaan Yang Baik.

9.3 Informasi Rahasia.

Anggota Komite berkewajiban menjaga dengan penuh integritas, kerahasiaan informasi Perseroan, termasuk informasi rahasia yang diperoleh sewaktu menjabat sebagai anggota Komite;

9.4 Kode Etik.

Anggota Komite dalam melaksanakan tugas dan tanggung jawabnya wajib mentaati Tatanan Perilaku (Kode Etik) Perseroan.

9.5 Keuntungan Pribadi.

Setiap anggota Komite dilarang mengambil keuntungan pribadi baik secara langsung maupun tidak langsung dari kegiatan Perseroan selain penghasilan yang sah.

9.6 Penghasilan Tambahan.

Anggota Dewan Komisaris yang menjadi Ketua atau anggota Komite tidak diberikan penghasilan tambahan selain penghasilan sebagai anggota Dewan Komisaris.

9.7 Benturan Kepentingan.

Dalam hal terjadi benturan kepentingan antara Perseroan dengan anggota Komite maka anggota Komite dilarang mengambil tindakan yang dapat merugikan Perseroan.

9. VALUES

9.1 Integrity.

Members of the Committee must have good integrity, character, and moral.

9.2 Good Corporate Governance.

The members of the Committee must conduct their duties and responsibilities in accordance with Good Corporate Governance.

9.3 Confidential Information.

The members of the Committee must protect with absolute integrity, the Company's confidential information including confidential information obtained by them during their office as the members of the Committee.

9.4 Code of Ethic.

In conducting their duties and responsibilities, the members of the Committee must comply with the Code of Ethic of the Company.

9.5 Personal Advantage.

Each member of the Committee is prohibited from taking personal advantage directly or indirectly from the business activities of the Company other than his lawful income.

9.6 Additional Income.

The members of the Board of Commissioners who also serves as Chairman or the members of the Committee are not given additional income other than their income as members of the Board of Commissioners.

9.7 Conflict of Interest.

If there is a conflict of interest between the Company and a member of the Committee, such member of the Committee is not permitted to take any act which may cause losses to the Company.

10. KETENTUAN PENUTUP

- 10.1. **Tanggal Efektif.** Pedoman ini berlaku efektif sejak tanggal 1 November 2015
- 10.2. **Evaluasi.** Pedoman ini akan ditinjau dari waktu ke waktu untuk (i) memenuhi perkembangan baru dalam menjalankan fungsi Komite, dan (ii) mematuhi ketentuan peraturan perundang-undangan.
- 10.3. **Pertentangan.** Apabila ada pertentangan yang bersifat normatif antara ketentuan dalam Pedoman ini dengan ketentuan peraturan perundang-undangan, maka ketentuan peraturan perundang-undangan yang berlaku.
- 10.4. **Judul.** Judul dari pasal dan ayat dalam Pedoman dibuat hanya untuk memudahkan membaca dan referensi saja.

10. CLOSING PROVISIONS

- 10.1 **Effective Date.** This Charter shall be effective on November 1, 2015.
- 10.2 **Evaluation.** This Charter will be reviewed from time to time in order to (i) meet the new development in implementing the functions of the Committee, and (ii) comply with the prevailing statutory regulations.
- 10.3 **Discrepancy.** If there is a discrepancy in term of law between the provisions of this Charter and the statutory regulations, the provisions of the statutory regulations shall prevail.
- 10.4 **Title.** Title of articles and sections in this Charter are made for the convenience of reading and reference only

Komite Nominasi dan Remunerasi / *Nomination and Remuneration Committee*

PT Asahimas Flat Glass Tbk