

**PIAGAM DEWAN KOMISARIS
PT RANS ENTERTAINMEN INDONESIA
TBK**

Dewan Komisaris adalah organ dari Perseroan yang bertugas melakukan pengawasan sesuai dengan Anggaran Dasar dan peraturan perundang-undangan yang berlaku serta memberikan saran kepada Dewan Direksi. Piagam Dewan Komisaris ("Piagam") ini menjadi pedoman bagi Dewan Komisaris dalam menjalankan fungsi pengawasan terhadap pengelolaan Perseroan.

1. Dasar Hukum

1.1. Piagam Dewan Komisaris ini disusun berdasarkan:

- a. Undang-Undang Nomor 40 Tahun 2007 tentang Perseroan Terbatas.
- b. Peraturan Otoritas Jasa Keuangan Nomor 33/POJK.04/2014 tentang Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik.
- c. Anggaran Dasar PT RANS ENTERTAINMEN INDONESIA Tbk
- d. Ketentuan peraturan perundang-undangan lain yang berlaku di bidang pasar modal dan tata kelola Perusahaan.

2. Peran dan Fungsi Dewan Komisaris

2.1. Dewan Komisaris merupakan organ Perseroan yang bertugas melakukan pengawasan secara umum dan/atau khusus terhadap kebijakan pengurusan serta jalannya pengelolaan Perseroan yang dilakukan oleh Direksi.

2.2. Pengawasan ini meliputi:

- a. pengawasan atas sistem pengendalian internal,
- b. pengawasan terhadap penerapan manajemen risiko,
- c. pengawasan atas penerapan tata kelola perusahaan yang baik,

**CHARTER BOARD OF COMMISSIONERS
PT RANS ENTERTAINMEN INDONESIA
TBK**

The Board of Commissioners is a corporate organ of the Company that performs supervisory functions in accordance with the Articles of Association and the applicable laws and regulations, and provides advice to the Board of Directors. This Board of Commissioners Charter (the "Charter") serves as a guideline for the Board of Commissioners in performing its supervisory role over the management of the Company.

1. Legal Basis

1.1. *This Board of Commissioners Charter is prepared based on:*

- a. *Law No. 40 of 2007 on Limited Liability Companies.*
- b. *Financial Services Authority Regulation No. 33/POJK.04/2014 concerning the Board of Directors and the Board of Commissioners of Issuers or Public Companies.*
- c. *The Articles of Association of PT RANS ENTERTAINMEN INDONESIA Tbk*
- d. *Other applicable laws and regulations in the capital markets sector and corporate governance.*

2. Roles and Functions of the Board of Commissioners

2.1. *The Board of Commissioners is a corporate organ of the Company responsible for carrying out general and/or specific supervision over the management policies and the course of management of the Company conducted by the Board of Directors.*

2.2. *Such supervision shall include:*

- a. *oversight of the internal control system*
- b. *oversight of the implementation of the Company's risk management*
- c. *oversight of the implementation of Good Corporate Governance (GCG).*

- d. pengawasan terhadap pelaksanaan strategi bisnis Perseroan.
- 2.3. Dalam menjalankan fungsi pengawasannya, Dewan Komisaris juga memberikan nasihat kepada Direksi demi kepentingan Perseroan.

- 2.4. Dewan Komisaris bertanggung jawab kepada Rapat Umum Pemegang Saham (RUPS).

3. Struktur dan Keanggotaan

- 3.1 Dewan Komisaris merupakan suatu majelis yang terdiri dari paling sedikit 2 (dua) orang anggota, termasuk sekurang-kurangnya 1 (satu) orang Komisaris Independen. Dalam hal Dewan Komisaris terdiri dari lebih dari 2 (dua) anggota, jumlah Komisaris Independen wajib paling sedikit 30% (tiga puluh persen) dari jumlah keseluruhan anggota Dewan Komisaris.

4. Persyaratan dan Pengangkatan

- 4.1. Anggota Dewan Komisaris diangkat dan diberhentikan oleh Rapat Umum Pemegang Saham (RUPS).
- 4.2. Calon anggota Dewan Komisaris dapat diusulkan oleh:
- a. Pemegang Saham,
 - b. Dewan Komisaris,
 - c. Komite Nominasi dan Remunerasi.
- 4.3. Pengangkatan Dewan Komisaris dilakukan dengan memperhatikan:
- a. kompetensi professional,
 - b. Integritas,
 - c. independensi,
 - d. pengalaman di bidang usaha Perseroan.

5. Masa Jabatan

- 5.1 Masa jabatan anggota Dewan Komisaris adalah **5 (lima) tahun**, sejak tanggal pengangkatan oleh

- d. oversight of the execution of the Company's business strategy.

- 2.3. In carrying out its supervisory function, the Board of Commissioners shall also provide advice and recommendations to the Board of Directors for the benefit of the Company.

- 2.4. The Board of Commissioners shall be accountable to the General Meeting of Shareholders (GMS).

3. Structure and Composition

- 3.1 The Board of Commissioners shall constitute a collegial body consisting of at least two (2) members, including at least one (1) Independent Commissioner. In the event that the Board of Commissioners consists of more than two (2) members, the number of Independent Commissioners shall represent at least thirty percent (30%) of the total members of the Board of Commissioners.

4. Requirements and Appointment

- 4.1. Members of the Board of Commissioners shall be appointed and dismissed by the General Meeting of Shareholders (GMS).
- 4.2. Candidates for members of the Board of Commissioners may be proposed by:
- a. Shareholders,
 - b. The Board of Commissioners,
 - c. The Nomination and Remuneration Committee
- 4.3. The appointment of members of the Board of Commissioners shall be carried out with due consideration to:
- a. professional competence,
 - b. Integrity,
 - c. independence,
 - d. experience in the Company's line of business.

5. Term of Office

- 5.1 The term of office of the members of the Board of Commissioners shall be five (5) years, commencing from the

RUPS sampai dengan penutupan RUPS Tahunan pada akhir masa jabatan tersebut.

- 5.2 Anggota Dewan Komisaris dapat diangkat kembali untuk masa jabatan berikutnya sesuai ketentuan yang berlaku.

6. Tugas dan Tanggung Jawab

- 6.1. Dewan Komisaris memiliki tugas dan tanggung jawab antara lain:

- a. Melakukan pengawasan terhadap kebijakan Direksi dalam mengelola Perseroan.
- b. Memberikan nasihat kepada Direksi.
- c. Memastikan penerapan tata kelola perusahaan yang baik.
- d. Menelaah laporan tahunan Perseroan.
- e. Memastikan pelaksanaan manajemen risiko berjalan dengan baik.
- f. Mengawasi pelaksanaan sistem pengendalian internal.
- g. Menjaga kerahasiaan informasi Perseroan yang diperoleh selama menjabat sesuai dengan peraturan perundang-undangan yang berlaku.
- h. Memantau kepatuhan Perseroan terhadap peraturan perundang-undangan.

7. Wewenang Dewan Komisaris

- 7.1 Dalam melaksanakan tugasnya, Dewan Komisaris memiliki wewenang, antara lain:
- a. memperoleh akses penuh terhadap informasi Perseroan,
 - b. meminta penjelasan dari Direksi,
 - c. meminta bantuan tenaga profesional atau konsultan independen,

date of appointment by the General Meeting of Shareholders (GMS) until the closing of the Annual General Meeting of Shareholders at the end of such term of office.

- 5.2 *Members of the Board of Commissioners may be reappointed for the subsequent term of office in accordance with the prevailing laws and regulations.*

6. Duties and Responsibilities

- 6.1. *The Board of Commissioners shall have, among others, the following duties and responsibilities:*

- a. *To oversee the policies of the Board of Directors in managing the Company.*
- b. *To provide advice to the Board of Directors.*
- c. *To ensure the implementation of Good Corporate Governance (GCG).*
- d. *To examine the Company's Annual Report.*
- e. *To ensure that the implementation of risk management is carried out properly.*
- f. *To oversee the implementation of the internal control system.*
- g. *To maintain the confidentiality of the Company's information obtained during their term of office in accordance with the prevailing laws and regulations.*
- h. *Monitoring the Company's compliance with the prevailing laws and regulations.*

7. Authorities of the Board of Commissioners

- 7.1 *In performing its duties, the Board of Commissioners shall have, among others, the following authorities:*

- a. *To obtain full access to the Company's information,*
- b. *To request information and explanations from the Board of Directors,*
- c. *To request the assistance of professional advisors or independent consultants,*

- d. membentuk komite-komite untuk membantu pelaksanaan tugas pengawasan,
- e. Komisaris Utama memimpin Dewan Komisaris dalam menjalankan fungsi pengawasan serta memimpin rapat Dewan Komisaris.

8. Rapat Dewan Komisaris

- 8.1 Rapat Dewan Komisaris diadakan secara berkala sesuai kebutuhan Perusahaan, minimal 6 (enam) kali dalam setahun.
- 8.2 Jumlah minimal peserta dalam rapat Dewan Komisaris adalah 51% (lima puluh satu) persen.
- 8.3 Keputusan dalam rapat Dewan Komisaris diambil berdasarkan prinsip-prinsip musyawarah.
- 8.4 Setiap rapat Dewan Komisaris dicatat dalam notulen rapat, didokumentasikan dengan baik, ditandatangani oleh setiap anggota Komisaris yang hadir dalam rapat, dan diserahkan kepada Dewan Komisaris.
- 8.5 Selain Rapat Dewan Komisaris, Dewan Komisaris juga mengadakan rapat bersama Direksi secara berkala paling sedikit 1 (satu) kali dalam 4 (empat) bulan.

9. Komite di bawah Dewan Komisaris

- 9.1 Untuk membantu pelaksanaan tugasnya, Dewan Komisaris membentuk komite-komite, antara lain:
 - a. Komite Audit
 - b. Komite Nominasi dan Remunerasi
- 9.2 Komite-komite tersebut bekerja secara independen dan bertanggung jawab kepada Dewan Komisaris.

- d. *To establish committees to support the implementation of its supervisory functions,*
- e. *The President Commissioner shall lead the Board of Commissioners in carrying out its supervisory function and shall preside over the meetings of the Board of Commissioners.*

8. Meetings of the Board of Commissioners

- 8.1 *Meetings of the Board of Commissioners shall be conducted periodically as required, with a minimum frequency of six (6) times per year.*
- 8.2 *The quorum for meetings of the Board of Commissioners shall be fifty-one percent (51%) of its members.*
- 8.3 *Decisions of the Board of Commissioners meetings shall be taken in accordance with the principles of consensus.*
- 8.4 *Minutes of each meeting of the Board of Commissioners shall be recorded, properly documented, signed by all Commissioners present at the meeting, and submitted to the Board of Commissioners.*
- 8.5 *In addition to meetings of the Board of Commissioners, the Board of Commissioners shall also hold joint meetings with the Board of Directors periodically, at least once (1) every four (4) months.*

9. Committees under the Board of Commissioners

- 9.1 *To assist in the performance of its duties, the Board of Commissioners shall establish committees, among others:*
 - a. *Audit Committee*
 - b. *Nomination and Remuneration Committee*
- 9.2 *These committees shall operate independently and shall be accountable to the Board of Commissioners.*

Disahkan di/*Executed in* : Tangerang Selatan/*South Tangerang*
Tanggal/*Date* : 9 March 2026

Disetujui oleh/*Approved by*:
Dewan Komisaris/*Board of Commissioners*
PT RANS ENTERTAINMEN INDONESIA Tbk

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Darwin Cyril Noerhadi

Komisaris Utama/*President Commissioner*

A blue ink signature of Ambono Januario, written in a cursive style, positioned above a horizontal line.

Ambono Januario

Komisaris Independen/*Independent Commissioner*