






# PT MERDEKA COPPER GOLD TBK

## RISK AND OPPORTUNITY MANAGEMENT COMMITTEE CHARTER

MCG-SUS-CHR-003

REV.	Prepared and Approved By: Risk & CMS Manager	Reviewed and Approved By: Risk & Compliance	Approved By: Sustainability	Approved By: Vice President Director PT MCG	Approved By: President Director PT MCG
1.0	Eben Ezer Sirait	Azlan Ismail	Ali Sahami	Jason Greive	Albert Saputro
	Sign: 	Sign: 	Sign: 	Sign: 	Sign: 

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## I. INTRODUCTION

This charter aims to stipulate the roles and responsibilities, the authorities and, the membership of the Risk and Opportunity Management Committee (“Committee”) of PT Merdeka Copper Gold Tbk. (“Merdeka”).

## II. COMMITTEE PURPOSE

The Committee to be sanctioned by the Merdeka Board of Directors (“the Board”) to provide oversight and monitoring on risk and opportunity management at Merdeka.

## III. REFERENCES

ISO 31000:2018 Standard that consists of risk management principles, framework, and process. The Standard aligns with the requirements of ISO 45001:2018, ISO 14001:2015 and ISO 9001:2015.

## IV. MEMBERSHIP

1. The Board is to be notified and may provide recommendation into the Committee Chair and members.
2. The Committee is chaired by the Merdeka Vice President Director or his/her delegate.
3. The members of the Committee consist of the Executive Team, Operational General Managers, Project Directors, and Merdeka Risk Managers.
4. Committee Secretary is appointed by the Committee Chair.

## V. ROLES AND RESPONSIBILITIES

1. Review Merdeka’s risk and opportunity management policy, strategy, targets, and guidelines regularly;
2. Review social, environmental (including climate change and water scarcity risk), health and safety, and operational risks that may impact Merdeka’s business;
3. Review and approve mitigation actions and control of extreme and high risks; and
4. Review the results of mitigation actions and control of extreme and high risks.

## VI. AUTHORITIES AND RESOURCES

1. The Committee has unlimited access to Merdeka information regarding aspects of the Merdeka’s risk and opportunity management.
2. The Committee may seek advice from independent experts at Merdeka's expense in carrying out the duties and responsibilities of the Committee.

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## **VII. MEETING PROCEDURES**

1. The Committee Chair presides over the Committee meeting.
2. If the Committee Chair is unable to attend the meeting, the meeting is chaired by his/her delegate.
3. Only the Chairman and members of the Committee are entitled to attend Committee meetings.
4. The Committee may invite other parties who are not members of the Committee to attend the meeting if necessary.
5. The Committee is scheduled to meet once per month.
6. A quorum is reached when agreed by the Committee Chair and a majority of the members.
7. Committee meetings are organised by the Committee Secretary at the request of the Committee Chair.
8. Minutes of Committee meetings are prepared by the Committee Secretary and circulated to the Chair and members of the Committee after the meeting is held.

## **VIII. REPORTS**

The Committee Chair will update the results of the Committee meeting to the Board of Directors periodically.

## **IX. COMPETENCY DEVELOPMENT**

The committee chairman and members are required to continuously develop their knowledge regarding risk and opportunity management.

## **X. PERFORMANCE EVALUATION**

The Committee is required to carry out an annual evaluation of the performance of the Committee in carrying out the duties and responsibilities of the Committee. Annual evaluation results are updated to the Board of Directors.

## **XI. REVIEW OF THE CHARTER**

The Committee is required to review the Charter regularly considering risk and opportunity management regulatory requirements and standards that are relevant to Merdeka, and provide recommendations to the Board of Directors to update the Charter as necessary.

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### REVISION HISTORY

Revision	Date	Description
1.0	17/10/2023	First Issue for Implementation