

ANTI-BRIBERY AND ANTI-CORRUPTION POLICY

1. INTRODUCTION

Objective

The Company takes its responsibility towards complying with applicable Anti-Bribery and Anti-Corruption laws with utmost importance and priority.

The purpose of this Anti-Bribery and Anti-Corruption policy ("ABAC Policy" or "Policy") is to:

- Set out the responsibilities of the Company and its Directors, Employees, Associates and Representatives, in observing and upholding the laws against bribery and corruption;
- Provide guidance to its Employees/Representatives on how to recognize and deal with bribery and corruption issues; and
- Set out principles and processes to avoid bribery and corruption by third parties on its behalf and in its dealings with the third parties.

This document describes the Company's policy prohibiting bribery and other improper payments/benefits in the conduct of the Company's business operations and also establishes processes to ensure compliance with the ABAC Policy and applicable laws and regulations, in particular Amendments to PCA enacted in 2018, United States of America's Foreign Corrupt Practices Act, 1977 (FCPA) and the United Kingdom Bribery Act, 2010 (UKBA) ("Anti-Corruption Laws"), the Law No. 31 of 1999 on Eradication of the Criminal Act of Corruption and its amendments and Corruption Eradication Commission policies in Indonesia. This document also considers the policy on Anti-Corruption Guidelines for International Finance Corporation (IFC) transactions and in case of any ambiguity this ABAC Policy would prevail.

Scope

This Policy applies to Directors, Employees and Associates of the Company, Company Representatives and external Third Parties (TP).

The Policy prohibits anyone acting for or on behalf of the Company, directly or indirectly, from making or receiving any "Improper Payment" Or " Bribe" in order to influence any act or decision of a person, or otherwise gain an improper benefit

Questions about the Policy or its applicability to particular circumstances should be directed to the Compliance Officer. This Policy is subject to no waivers or exceptions on the grounds of competitive or commercial demands, industry customs or other exigencies.

Violations of certain Anti-Corruption Laws may subject an individual to both criminal and civil liability including imprisonment

2. SOME FACTS ABOUT APPLICABLE ANTI-CORRUPTION LAWS

A summary of the applicability of the Anti-Corruption Laws and relevant prohibitions thereunder are set out under this Policy. All the Employees as well as Directors, Contractors and Company Representatives should read and understand the application of such laws to the Company and to them.

Foreign Corrupt Practices Act 1977 (FCPA)

The FCPA prohibits offering to pay, paying, offer to corruptly pay, promising to pay, or authorizing the payment of money directly or indirectly through or anything of value to a foreign official (Foreign meaning Non-US) in order to influence any act or decision of the foreign official in his or her official

capacity or to secure any other improper advantage in order to obtain or retain business or progression of business.

The prohibition under the FCPA is very broad, and covers:

- cash payments;
- non-cash payments, benefits, and favors; and
- in certain circumstances, even gifts, entertainment, and hosted travel or training which would otherwise be deemed legitimate business expenditures.

United Kingdom Bribery Act, 2010 (UKBA)

The UKBA goes beyond the requirements of the FCPA as it prohibits bribery not only in the public sector, but also in the private sector, both domestic and foreign. It also gives tremendous enforcement discretion to the prosecutors.

The UKBA is wider than the FCPA in three ways:

- it applies to private sector bribery as well as public sector bribery wherever such acts are committed;
- there is no exemption for facilitating payments - even for U.S. companies - if they 'do business' in the U.K.;
- both U.K. and non-U.K. companies doing business in the U.K. will have corporate liability for offences committed by agents or others performing services on their behalf.

The Law No. 31 of 1999 on Eradication of the Criminal Act of Corruption and Law No. 20 of 2001 on the amendment of Law No. 31 of 1999

The Law No. 31 of 1999 and its amendment refer corruption as committing illegal act to enrich oneself or another person or a corporation, thereby creating losses to the state finance or state economy. The Law No. 31 of 1999 and its amendment also refer bribery as gratification that can be considered as a bribe. Gratification is defined as gift in the broad sense, which includes the provision of money, goods, rebates (discounts), commissions, loans without interest, travel tickets, recreational trips, free medication treatment, and other facilities, received both domestically and abroad, and are carried out using both electronic and non-electronic means in connection with the title and opposite behavior of the responsibility held.

3. PROHIBITED UNDER THE ABAC POLICY

Bribery

Company Representatives must not engage in any form of bribery, in dealings with any Public Official (defined above), private party or any third party (such as an agent or third-party intermediary) either directly or indirectly, in order to improperly influence any act or decision of a person, or to otherwise gain an improper benefit for the Company.

Bribe can take many forms, for example provision of money (or cash equivalents such as shares), entertainment or hospitality, political/charitable contributions, unwarranted allowances or expenses, goods, rebates (discounts), commissions, loans without interest, travel tickets, recreational trips, free medication treatment, uncompensated use of Company services or facilities and other facilities or anything else of value, received both domestically and abroad, and are carried out using both electronic and non-electronic means.

A Government Official is:

Individual or group of individuals who carry out the function executive, legislative, or judicial, and other officials whose functions and duties are principally related to the administration of the state in accordance with the provisions of the applicable laws and regulations

Facilitation payments

The Company prohibits all its Company Representatives from making any facilitation payments directly or indirectly on behalf of the Company.

'Facilitation payments' are typically payments made for the purposes of facilitating or accelerating an action by a Government Official. For example, a payment to a customs official to speed up the release of goods from a customs warehouse, where the payment is outside the purview of normal course of business. Another example might be a cash payment to a Government Official to ensure that an application is approved more quickly than under the usual approval process. Further, the company also prohibits all its Third Parties from making any facilitation payment directly or indirectly on behalf of the Company.

4. COMPLIANCES

Business expenditure

Business expenditure incurred must be approved in advance. The approval should be obtained in writing by the Compliance Officer and the respective HODs. In all cases, expenditures must be reasonable and directly related to a legitimate business purpose.

Gifts

This Policy does not prohibit normal, reasonable, appropriate, modest and bona fide corporate gifts (given and received) to or from third parties if its purpose is to improve the Company's image, present products and services or establish cordial relations.

As per the Policy, giving or receiving of gifts or favors to or from anyone in an effort to sell products or services or to influence business, labor or governmental decision-making is strictly prohibited.

Prior approval from Compliance Officer and respective HOD should be sought before offering or giving any customary gift to:

- Government Officials
- Other than Government Officials (private parties), if the value of the gift exceeds IDR 1,000,000. All the gift provision should be made on behalf of entity and in accordance to the receiving entity's regulation. This amount should be reviewed by compliance officer at regular interval.

A log must be maintained by the Compliance Officer recording the date, gift item, amount incurred, name of the Public Official, his/her title and his/her Government Entity to whom the gift was given.

Meals and entertainment

Hospitality in the form of meals and entertainment may be provided to anyone (including Government Officials) in connection with a meeting for a legitimate business purpose and if permitted under local law. Meals and entertainment are prohibited to family members or close business associates of a Government Official.

Prior written approval from Compliance officer and respective HODs should be obtained before providing meals and entertainment expense for any

- Government Officials irrespective of the amount involved
- Other than Government Officials (private parties), if the value of the meal exceeds IDR 500,000 per person.

A log must be maintained by the Company recording the date, amount incurred, name of the Government Official, his/her title and his/her Government Entity for whom meal or entertainment expense is incurred and the same shall be communicated to the Compliance Officer.

Travel and lodging on behalf of anyone

Key policies for payments of travel and lodging expenses related to Public Official are as follows:

- The government agency, government department, or state-owned enterprise must select the invitees and not the Company;
- The government agency, government department, or state-owned enterprise must approve the proposed visit and itinerary;
- Tickets, hotel accommodation and other travel- related expenses need to be reasonable and commensurate with the Company's travel policies.
- Travel will only be for the Government Official and not for his/ her family members or close business associates;

In certain circumstances, TP may be required to pay reasonable travel and lodging expenses, for execution or performance of a contract or under applicable law or if ordered by a judicial authority, (including airfare, hotel accommodations, meals and other incidentals) for or on behalf of anyone (who may or may not be a Government Official). Payment of travel and lodging expenses related to government official need to be reasonable and shall include Tickets, hotel accommodation and other travel-related expenses. TP shall directly pay airlines and hotels on behalf of the government official and will not reimburse any person.

Note: The Company may conduct seminars / summits / events at various locations and may also sponsor / partner various events. In all such events, the amenities extended to the Third Parties should not be considered as "Hospitality" for the purpose of this policy, if it does not seem to be an inducement or attempt to influence them in an unfair manner

Petty cash expenses for sites

A petty cash of an amount less than IDR 3,500,000 can be given for expenses relating to site establishment (furniture and fixture), setting up of pantry at site (groceries, utensils, and kitchen consumables), drinking water and fuel or for basic expenses incurred for site maintenance like groceries, vegetables, stationery items or medical emergencies.

Prior approval of Compliance Officer and the CFO should be obtained, in case of utilization of petty cash for more than IDR 3,500,000 or for utilization of petty cash for nature of expense not falling in any of the above categories. Further, only small cash payments made from petty cash or in countries or locations where there is no banking system should be permitted.

Political Contributions

The Company or TPs will not make donations or contributions, whether in cash or kind, in support of any political parties or candidates.

Charitable Contributions

The Company endeavors to be a positive contributor to the development of the community and in this endeavor, it sponsors various community development programs and makes charitable contributions. Before making any contribution or agreeing to sponsor an event, Directors, Employees and Associates must take into consideration the following points:

- All requests need to be in writing documenting the nature, purpose, value and recipient of the Charitable Contribution.
- If the Charitable Contribution is valued at less than IDR 5,000,000, the Employee must obtain the prior written approval of the respective HOD and the CEO. If the Charitable Contribution is valued at IDR 5,000,000 or more, prior written approval from the Board of Directors is also required.
- All contributions will be made by the Company and not by any Employee or Director in his/ her individual capacity.

- No contributions will be made in cash. For donations / contributions to be made in cash, the necessary approval should be taken in advance from the CEO/ Board of Directors of the Company;
- All contributions will be evidenced by a receipt/acknowledgement which should be documented and maintained on record.

In case of Charitable contributions made by Third Party, the TP must consider that due diligence be conducted on the recipient entity and its key personnel to ensure that TP or PT Asianet Media Teknologii is not exposed to any risk of adverse publicity or contentions that the charity is not valid. This process must include a background check on the entity and the key individuals and their relationships with government entities and officials and Politically Exposed Persons, if any to confirm that the contribution is not subject to allegations that it is actually a political contribution or a form of bribery.

Inspection by Public Official

- In case of Inspection by any Public Official, the Company personnel should direct the Government official to the Compliance Officer or the Project manager or the Operations Manager or to the authorized person;
- A log must be maintained on site at the Company premises or project sites or Corporate office to record the date, name of Public Official, title and his/her Government Entity and purpose of each visit. This log will be maintained by Site Incharge/ local officer Incharge at site and project sites and Compliance Officer; and
- If any expenses including any meals, travel or lodging are incurred during the inspection, these expenses must be recorded and must be consistent with this Policy.

Fines and penalties

The copy of government notices for fines and penalties should be sent to Compliance Officer and CFO. Upon approval from the Compliance Officer and the CFO, fines and penalties shall be paid solely from funds transferred directly to the Government Entity from the Company and a receipt or other written acknowledgement of the payment shall be obtained from the Government entity. The CEO needs to be informed of any instance where fine/ penalty is over IDR10,000,000 (Ten million Rupiah).

Real Estate transactions

All Real Estate Transactions will be made directly by the Company and should not be routed through an individual Company personnel/employee/associate.

All payments relating to Real Estate Transactions will be evidenced by a receipt/ acknowledgement that should be documented and maintained on record.

Employee Due Diligence

Prior to hiring of Employees, the HOD has to initiate the process of employee due diligence on the prospective employee.

Purpose of Due diligence is also to identify any relationship between the prospective employee and Government Officials and entities and any Politically Exposed Person (PEP).

The Company may appoint a service provider to conduct the due diligence review for prospective Employees. The service provider may be an internal group, an outside auditing firm, or outside counsel etc. and will conduct the risk-based due diligence as per instructions from the Compliance Officer of the Company.

Record keeping

All the Employees as well as Directors must follow all applicable standards, principles, laws, regulations and Company practices for accounting and financial reporting. In particular, Employees and Directors

must be timely, complete and accurate when preparing all required reports and records. All Employees and Directors must obtain all required approvals in accordance with the Code of Conduct and Ethics, ABAC Policy and Travel and Expense Policy before incurring any gift, entertainment or travel expenditure.

All accounts, invoices, memoranda and other documents and records relating to dealings with third parties, such as clients, suppliers and business contacts, should be prepared and maintained with strict accuracy and completeness. No accounts should be kept "off-book" to facilitate or conceal improper payments.

In particular, the Company will monitor and review, through periodic risk assessments and compliance audits to be conducted by the Internal Auditor/ any other party that the Company may deploy for this purpose, business expenditures, the records of Employees as well as Directors who have discretionary authority over Company assets, who are likely to come into contact with Government Officials, or who submit financial data that affects Company's financial statements or reports.

In addition, the Company shall maintain a system of internal accounting controls sufficient to provide reasonable assurances that:

- Transactions are executed in accordance with Management's general or specific authorization;
- Access to Company's assets is permitted only in accordance with Management's general or specific authorization; and
- The recorded accountability for corporate assets is compared with the existing assets at reasonable intervals and appropriate action is taken with respect to any differences.

TPs are required to follow all applicable standards, principles, laws, regulations, and Company practices for accounting and financial reporting. In particular, TPs must furnish complete and accurate information in a timely manner for all the required reports and records

Document retention

Unless the law requires a longer period, the Company and the Third party shall retain all documents related to the expenditure for ten (10) years from the date of incurring such expense.

5. REPORTING OF VIOLATIONS

Employees, Directors, Associates, Contractors, Company Representatives and Third Parties, who are or become aware of or suspect a violation of this Policy and/ or the ABAC Laws are under an obligation to report the same to the Compliance Officer.

Violations or suspected violations should be reported by contacting the Compliance Officer or reporting as per the procedures set out in the Company's Whistleblower Policy. Reporting may also be made anonymously at ethic@asianet.co.id

Failure to report an actual or suspected breach of this Policy is itself, a breach of this Policy.

If an individual is unsure whether a particular act constitutes bribery or corruption, he/she should raise the matter with his/her reporting authority or consult with Compliance Officer.

The Company reserves its right to terminate a contractual relationship with the Director, Employee and Associates and Third Party, as the case may be, if they breach any of the terms and conditions of this Policy.

6. TRAINING AND COMMUNICATIONS

Dissemination of this Policy for new joiners shall be carried out at the time of induction by the Compliance Officer.

Annual refresher trainings on ABAC compliances are required for all Directors, Employees and Associates and TP of PT Asianet Media Teknologi. The training will be given through on-line learning modules or in-person.

7. ROLES AND RESPONSIBILITIES

The Audit Committee or a director nominated (Nominated Director) by the Board of Directors (Board) along with the CEO, Chief Financial Officer and Compliance Officer are responsible for providing leadership, resources and active support for the implementation of this Policy. Management at all levels is responsible for ensuring that employees reporting to them are made aware of and understand this policy and, if necessary, are given adequate and regular training on the same.

The Compliance Officer under the supervision of the Audit Committee or the Nominated Director as applicable shall be responsible for the following activities:

- Undertake regular ABAC risk assessment(s) to identify the bribery and corruption risks the Company might reasonably anticipate,
- Monitor the effectiveness and review the implementation of this Policy, regularly considering its suitability, adequacy and effectiveness. Any improvement identified will be made and incorporated as soon as possible;
- Subject internal control systems and procedures to regular audits to provide assurance that they are effective in countering bribery and corruption;
- Ensure timely trainings on the ABAC policy to all the Employees, Directors and Associates of the Company;
- Ensure at least annual certification from the Employees, Directors and Associates on compliance with the ABAC policy;
- Encouraging the use of reporting procedures for suspected and actual incidence of bribery or corruption;
- Ensure that Employees, Directors and Associates will not suffer retaliation, discrimination or disciplinary action for reports made in good faith, or on the basis of a reasonable belief of violation or suspected violation of the Company's ABAC Policy, or for refusing to engage in bribery, even if such refusal can result in the Company losing business (except where the individual participated in the violation).
- Receiving and investigating reports of ABAC related incidents
- Escalating known ABAC issues to the Board.
- Maintenance of the central donations register and gifts, hospitality & entertainment (GH&E) register.
- Providing guidance to employees on the ABAC policy and dealing with any queries on its interpretation.
- Record keeping in connection with the ABAC policy and associated training

8. REVIEW AND REVISION

This policy shall be reviewed and revised as and when deemed necessary by the Company.

