

# SEKRETARIS PERUSAHAAN

## CORPORATE SECRETARY

Sebagaimana yang telah ditentukan oleh Peraturan Otoritas Jasa Keuangan No. 35/POJK.04/2014, tanggal 8 Desember 2014 mengenai Sekretaris Perusahaan untuk Perusahaan Terbuka atau Publik (“Peraturan No. 35/2014”), perusahaan publik tercatat wajib menunjuk Sekretaris Perusahaan. Peran dan tanggung jawab Sekretaris Perusahaan disesuaikan dengan Peraturan No. 35/2014 yang terdiri dari:

1. Mengikuti perkembangan pasar modal khususnya peraturan perundang-undangan yang berlaku di bidang pasar modal;
2. Memberikan masukan kepada Direksi dan Dewan Komisaris untuk mematuhi ketentuan peraturan perundang-undangan di bidang pasar modal;
3. Membantu Direksi dan Dewan Komisaris Perseroan dalam pelaksanaan prinsip Tata Kelola Perusahaan yang Baik; dan
4. Sebagai penghubung antara Perseroan dan pemegang saham, OJK dan pemangku kepentingan lainnya.

As determined by Indonesian Financial Services Authority Regulation No. 35/POJK.04/2014, dated December 8, 2014 on Corporate Secretary of a Listed or Public Company (“Regulation No. 35/2014”), a publicly listed Company must appoint a Corporate Secretary. The roles and responsibilities of a Corporate Secretary pursuant to Regulation No. 35/2014 comprise of the following:

1. To follow the capital markets development, especially the prevailing capital markets regulations;
2. To provide inputs to the Board of Directors and the Board of Commissioners to comply with the prevailing capital markets regulations;
3. To assist the Board of Directors and the Board of Commissioners of the Company in applying GCG principles; and
4. To act as the primary communications intermediary between the Company and its shareholders, OJK and other stakeholders.



**ARIF PRADANA**

Jabatan Sekretaris Perusahaan diemban oleh Bapak Arif Pradana. Beliau telah menjabat sebagai Sekretaris Perusahaan sejak September 2011 setelah mendapatkan gelar *Master of Law* di Universitas Groningen, Belanda. Sebelum meraih gelar *Master of Law*, Bapak Pradana telah Bekerja selama tiga tahun sebagai staf hukum di Protelindo dan mulai menjalankan fungsi sebagai Sekretaris Perusahaan Perseroan sejak perusahaan ini menjadi perusahaan publik pada bulan Maret 2010.

The Corporate Secretary of the Company is Mr. Arif Pradana. He resumed his role as the Corporate Secretary in September 2011 after spending a year earning his Masters of Law degree at the University of Groningen, the Netherlands. Prior to attending his Masters of Law program, Mr. Pradana worked for three years as a legal officer of Protelindo and acted as the Corporate Secretary of the Company when it went public in March 2010. Prior to joining Protelindo, Mr. Pradana practiced law at an international law firm,

Sebelum bergabung dengan Protelindo, Bapak Pradana sudah memiliki pengalaman bekerja di firma hukum internasional yang bernama Hadiputranto, Hadinoto and Partners, dan juga di kantor notaris di Jakarta. Bapak Pradana juga merupakan anggota dari PERADI (Persatuan Advokat Indonesia), dan Himpunan Konsultan Hukum Pasar Modal (HKHPM) dan sebagai konsultan hukum pasar modal terdaftar di OJK.

Bapak Pradana lahir pada tanggal 4 Januari 1983 dan telah memiliki pengalaman selama sepuluh tahun di bidang pasar modal dan hukum perusahaan. Beliau lulus dengan gelar Sarjana Hukum dari Universitas Padjajaran, Indonesia pada tahun 2005 dan Master di bidang Hukum pada tahun 2011 dari Universitas Groningen, Belanda, kedua-duanya dengan *cum laude*.

Guna mendapatkan informasi dan peraturan terkini di bidang pasar modal, Bapak Pradana secara aktif mengikuti rangkaian kursus dan pelatihan bagi Sekretaris Perusahaan yang diselenggarakan oleh Bursa Efek Indonesia dan beliau juga telah bergabung sebagai anggota Indonesian Corporate Secretary Association (ICSA), dan OJK.

#### **TUGAS-TUGAS YANG DILAKSANAKAN OLEH SEKRETARIS PERUSAHAAN DI TAHUN 2014**

Terkait dengan pemantauan harian atas implementasi prinsip Tata Kelola Perusahaan yang Baik dan pemantauan kepatuhan Perseroan atas peraturan dan hukum yang berlaku, maka aktivitas utama yang dijalankan oleh Sekretaris Perusahaan pada tahun 2014 meliputi:

1. Mengatur pelaksanaan Rapat Umum Pemegang Saham Tahunan dan Rapat Umum Pemegang Saham Luar Biasa.
2. Menyusun panduan dan aktivitas Tanggung Jawab Sosial Perusahaan yang dilaksanakan Perseroan.
3. Mengelola komunikasi dengan: Kementerian Keuangan, BKPM, OJK, *Self-Regulatory Organization* (BEI, Kustodian Sentral Efek Indonesia (KSEI), Kliring Penjaminan Efek Indonesia (KPEI)), Biro Administrasi Efek (BAE) dan institusi lainnya yang terkait.
4. Mengorganisir dan turut serta dalam penyusunan Laporan Tahunan Perseroan.
5. Mengorganisir semua rapat yang dilakukan untuk Direksi dan Dewan Komisaris serta membuat minuta rapat.

Hadiputranto, Hadinoto and Partners, and at a notary office, both in Jakarta, Indonesia. Mr. Pradana is a member of PERADI (Indonesian Advocates Association), and HKHPM (Capital Market Lawyer Association) and is a registered capital market lawyer at OJK.

Mr. Pradana was born on January 4, 1983 and has ten years experience in capital markets and corporate law. He graduated with a Bachelor of Law degree from the University of Padjajaran, Indonesia in 2005 and earned his Masters of Law degree from the University of Groningen, the Netherlands in 2011, both with honors.

In order to keep up with the updated information and regulations in capital markets, Mr. Pradana actively participates in Corporate Secretary training courses held by the Indonesia Stock Exchange, the Indonesian Corporate Secretary Association (ICSA), and OJK.

#### **TASKS PERFORMED BY THE CORPORATE SECRETARY IN 2014**

In addition to day-to-day monitoring of GCG principles and monitoring the Company's compliance with applicable laws and regulations, key activities implemented by the Corporate Secretary in 2014 included:

1. Organizing the Annual and Extraordinary General Meetings of Shareholders.
2. Organizing Corporate Social Responsibility guidelines and activities of the Company.
3. Maintaining communication with the Ministry of Finance, BKPM, OJK, Self-Regulatory Organizations (IDX, the Indonesian Central Securities Deposit (also known as KSEI), and the Indonesian Securities Clearing and Guarantee (also known as KPEI), Share Registrar (also known as BAE) and other related institutions.
4. Organizing and preparing the Annual Report of the Company.
5. Organizing all Board meetings and drafting the minutes of meetings.

- |   |  |
|---|--|
| <p>6. Menyusun prosedur pelaporan dan panduan <i>Whistle Blower System</i>.</p> <p>7. Membuat dan menyusun piagam Komite Remunerasi dan Nominasi Perseroan.</p> <p>8. Membantu proyek pembiayaan utang dan transaksi akuisisi menara.</p> | <p>6. Preparing a reporting procedure and guidelines for the Whistle Blower System.</p> <p>7. Drafting and preparing the Remuneration and Nomination Committee charter.</p> <p>8. Assisting in debt financing projects and tower acquisition transactions.</p> |
|---|--|

#### WORKSHOP ATAU SEMINAR YANG DIIKUTI OLEH SEKRETARIS PERUSAHAAN TAHUN 2014

#### WORKSHOPS OR SEMINARS PARTICIPATED IN BY THE CORPORATE SECRETARY IN 2014

NO	TANGGAL Date	WORKSHOP ATAU SEMINAR Workshop or Seminar
1	13 Februari/ February 2014	The IDX Rule of 2014 as a part of the application of Good Corporate Governance held by ICSA
2	13 Maret/ March 2014	Roadmap for Good Corporate Governance, held by ICSA
3	15 Maret/ March 2014	Training for Capital Market Lawyers, held by FHP Law
4	29 April/ April 14	Increasing the Working Performance of an Issuer by Applying GCG Rules, held by Bisnis Indonesia
5	22 Mei/ May 2014	Mediation as Alternative Dispute Resolution, held by ICSA
6	5-6 Juni/ June 2014	Master Class on Risk Governance and Control Environment, held by IFC
7	17 Juni/ June 2014	Socialization of a new PSAK which became effective on January 1, 2015; Focus Group Discussion on OJK Rules on Corporate Secretary and Public Company, held by OJK
8	3 Juli/ July 2014	Duties and Functions of a Corporate Secretary and Discussion on Duties of an Audit Committee of the Company, held by ICSA
9	28 Agustus/ August 2014	Sharia Bonds, held by ICSA
10	25 September/ September 2014	Asean CG Scorecard, held by Indonesian Institute for Corporate Directorship
11	26 September/ September 2014	Company's Website, held by ICSA
12	24 Oktober/ October 2014	Good Corporate Governance and Corporate Secretary's Toolkit, held by ICSA
13	15 Desember/ December 2014	New Bank Indonesia Regulation on Obligation to Comply with Minimum Liquidity Ratio and Hedging Ratio, held by Hadiputranto Hadinoto & Partners
14	16 Desember/ December 2014	Advertising Strategy That Fits Consumer Behavior and National Economy Projection in 2015, held by ICSA