

KOMITE AUDIT

AUDIT COMMITTEE

Komite Audit merupakan salah satu organ pendukung Dewan Komisaris yang memiliki tugas utama dalam membantu fungsi pengawasan yang dijalankan Dewan Komisaris terhadap kinerja Direksi dalam mengelola Perusahaan, khususnya berkaitan dengan kualitas laporan keuangan, meningkatkan efektifitas fungsi audit baik internal maupun eksternal, penerapan pengelolaan risiko serta ketaatan terhadap perundang-undangan dan peraturan yang berlaku.

The Audit Committee is one of the supporting organs for the Board of Commissioners which has the main task of assisting the supervisory function carried out by the Board of Commissioners on the performance of the Board of Directors in managing the Company, particularly with regard to the quality of financial reports, increasing the effectiveness of both internal and external audit functions, implementing risk management and compliance with applicable laws and regulations.

DASAR HUKUM PEMBENTUKAN

Pembentukan Komite Audit yang ditugaskan untuk membantu kinerja Dewan Komisaris Perusahaan mengacu pada Pasal 121 UUP No. 40 Tahun 2007 tentang Perseroan Terbatas.

Legal Basis of Establishment

The establishment of the Audit Committee assigned to assist the performance of the Company's Board of Commissioners refers to Article 121 of the Company Law Number 40 Year 2007 concerning Limited Liability Companies.

Komposisi Komite Audit ◀ Composition of the Audit Committee

SUSUNAN

Komposisi Komite Audit Sarinah mengacu pada Surat Keputusan Dewan Komisaris, No. 2/DEKOM/KEP/XII/2017 dan No. 011/DEKOM/VIII/2019, sebagai berikut:

Arrangement

The composition of the Audit Committee refers to the Decree of the Board of Commissioners Number 2/DEKOM/KEP/XII/2017 and Number 011/DEKOM/VIII/2019, as follows:

| Nama Name | Jabatan Position | Periode Jabatan Term of Office |
|-------------------|---------------------|-----------------------------------|
| Riyanto Prabowo | Ketua Chairman | 3 tahun 3 years |
| Miftahuddin | Anggota Member | 3 tahun 3 years |
| Elwimina Nurjanah | Anggota Member | 3 tahun 3 years |

PROFIL KOMITE AUDIT

Profile of the Audit Committee

Profil Ketua Komite Audit dapat dilihat pada pembahasan profil Dewan Komisaris dalam Laporan Tahunan ini.

The profile of the Chairman of the Audit Committee can be seen in the discussion of the profile of the Board of Commissioners in this Annual Report.



MIFTAHUDDIN

Anggota Komite Audit • Member of the Audit Committee

| | |
|--------------------------------|-----------|
| Kewarganegaraan Citizenship | Indonesia |
| Domisili Domicile | Jakarta |
| Usia Age | 46 |

Pendidikan
Education

- Sarjana Akuntansi STIE Swadaya pada 2003
Bachelor of Accounting, STIE Swadaya, 2003
- Magister Manajemen Keuangan Universitas Indonesia pada 2009
Master of Financial Management, University of Indonesia, 2009

Perjalanan Karir
Career

- Badan Kebijakan Fiskal, Kementerian Keuangan
Fiscal Policy Agency, Ministry of Finance



ELWIMINA NURJANAH

Anggota Komite Audit • Member of the Audit Committee

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|--------------------------------|-----------|
| Kewarganegaraan Citizenship | Indonesia |
| Domisili Domicile | Jakarta |
| Usia Age | 31 |

Pendidikan
Education

- Sarjana Akuntansi Universitas Indonesia pada 2012
Bachelor of Accounting, University of Indonesia, 2012
- Magister Akuntansi Universitas Indonesia pada 2018
Master of Accounting, University of Indonesia, 2018

Perjalanan Karir
Career

- Kementerian BUMN
Ministry of SOEs

Tugas dan Tanggung Jawab Komite Audit ◀

Duties and Responsibilities of the Audit Committee

Komite Audit mempunyai tugas-tugas sebagai berikut :

1. Menilai pelaksanaan kegiatan serta hasil audit yang dilakukan oleh Satuan Pengawas Intern (SPI) maupun auditor eksternal sehingga dapat dicegah pelaksanaan dan pelaporan yang tidak sesuai dengan peraturan yang berlaku dan tidak memenuhi standar;
2. Memberikan rekomendasi mengenai penyempurnaan sistem pengendalian intern perusahaan serta pelaksanaannya;
3. Memastikan bahwa telah terdapat prosedur *review* yang memadai terhadap informasi yang dikeluarkan PT Sarinah, termasuk brosur, laporan keuangan berkala, proyeksi/*forecast* dan lain-lain informasi keuangan yang disampaikan kepada Pemegang Saham;
4. Menelaah laporan keuangan yang akan dikeluarkan perusahaan kepada publik. Dalam penelaahan laporan keuangan perusahaan, Komite Audit memperhatikan hal-hal sebagai berikut:
 - a. Kebijakan dan praktik akuntansi perusahaan dan perubahannya;
 - b. Transaksi-transaksi yang tidak lazim dan mempengaruhi laporan keuangan serta bagaimana hal tersebut diungkapkan oleh manajemen;
 - c. Pengungkapan yang jelas (*full disclosure*);
 - d. Kepatuhan atau kesesuaian dengan standar akuntansi keuangan (PSAK);
5. Menelaah pelaksanaan pemeriksaan oleh auditor eksternal, sehubungan dengan laporan keuangan perusahaan, berikut hal-hal yang harus secara khusus diperhatikan oleh Komite Audit;
 - a. Memonitor pelaksanaan dan mekanisme kerja antara perusahaan dengan auditor eksternal;
 - b. Memberikan pertimbangan dan rekomendasi kepada Dewan Komisaris terkait dengan penunjukan, penunjukan kembali, dan pemberhentian auditor eksternal;
 - c. Memberikan persetujuan atas terms of engagement dan remunerasi auditor eksternal terkait dengan jasa audit yang diberikan;
 - d. Menilai kualifikasi, keahlian dan sumber daya, efektivitas dan independensi auditor eksternal;

The Audit Committee has the following duties:

1. Assess the implementation of activities and results of audits carried out by the Internal Audit Unit (SPI) and external auditors so that implementation and reporting that are not in accordance with applicable regulations and do not meet standards can be prevented;
2. Provide recommendations regarding the improvement of the Company's internal control system and its implementation;
3. Ensure that there are adequate review procedures for information issued by PT Sarinah, including brochures, periodic financial reports, projections/forecasts and other financial information submitted to Shareholders;
4. Review the financial statements to be issued by the Company to the public. In reviewing the Company's financial statements, the Audit Committee pays attention to the following:
 - a. Company accounting policies and practices and their amendments;
 - b. Transactions that are unusual and affect the financial statements and how they are disclosed by management;
 - c. Clear disclosure (*full disclosure*);
 - d. Compliance or conformity with financial accounting standards (PSAK).
5. Review the implementation of the audit by the external auditor in relation to the Company's financial statements as well as the following matters that the Audit Committee must pay special attention to;
 - a. Monitor the implementation and work mechanism between the Company and external auditors;
 - b. Provide considerations and recommendations to the Board of Commissioners regarding the appointment, reappointment and dismissal of the external auditor;
 - c. Approve the terms of engagement and remuneration of external auditors related to the audit services provided;
 - d. Assess the qualifications, expertise and resources, effectiveness and independence of external auditors;

- e. Memastikan kembali bahwa auditor eksternal tidak memiliki hubungan kerja, kekeluargaan, keuangan, investasi dan bisnis dengan perusahaan;
 - f. Mencari informasi dari Kantor Akuntan Publik mengenai kebijakan dan proses yang diterapkan untuk menjaga independensi dan memantau kepatuhan terhadap regulasi dan peraturan terkait termasuk perubahan-perubahannya serta ketentuan mengenai rotasi partner audit dan staf;
 - g. Memberikan masukan kepada Dewan Komisaris terkait kebijakan perusahaan dalam mempekerjakan mantan *partner* atau staf auditor eksternal.
 - h. Membahas bersama auditor eksternal, sebelum proses audit dimulai, tentang bentuk dan ruang lingkup (*scope*) audit yang akan dilakukan;
 - i. Menelaah bersama hasil temuan auditor eksternal, termasuk *major issues* yang muncul selama proses audit terkait tingkat kesalahan dan meminta penjelasan dari manajemen maupun auditor eksternal jika terdapat kesalahan yang belum disesuaikan;
 - j. Menelaah kembali laporan auditor eksternal, khususnya aspek-aspek yang tidak memenuhi standar dari laporan tersebut, sebelum diserahkan kepada Direksi dan Dewan Komisaris;
 - k. Memonitor dan menilai efektivitas auditor eksternal selama proses audit;
 - l. Mengkaji apakah auditor eksternal telah memenuhi rencana audit yang telah disepakati, dan memahami perubahan-perubahan yang dilakukan, termasuk risiko-risiko audit dan langkah-langkah penanganannya yang dikemukakan oleh auditor eksternal;
 - m. Memperhatikan kecermatan dan ketajaman auditor dalam *key accounting and audit judgments* yang ditemukan, termasuk dalam menanggapi pertanyaan-pertanyaan dari Komite Audit, dan masukan mereka yang terkait dengan *internal control*;
 - n. Meminta umpan balik tentang kinerja KAP dari orang-orang yang berkepentingan yang terlibat dalam proses audit;
 - o. Menelaah dan menilai isi *management letter* dari auditor eksternal, apakah isinya telah didasarkan atas pemahaman yang memadai tentang bisnis perusahaan, dan memastikan
- e. Re-ensure that the external auditor does not have a work, family, financial, investment and business relationship with the Company;
 - f. Seek information from Public Accounting Firm regarding the policies and processes implemented to maintain independence and monitor compliance with related regulations, including changes thereto and provisions regarding rotation of audit partners and staff;
 - g. Provide input to the Board of Commissioners regarding the Company's policy in hiring former partners or external auditor staff;
 - h. Discuss with the external auditor before the audit process begins about the form and scope of the audit to be conducted;
 - i. Jointly review the findings of the external auditor, including major issues that arose during the audit process related to the level of error and request an explanation from management and the external auditor if there were errors that had not been adjusted;
 - j. Review the external auditor's report, especially the aspects that do not meet the standards of the report before being submitted to the Board of Directors and the Board of Commissioners;
 - k. Monitor and assess the effectiveness of external auditors during the audit process;
 - l. Assess whether the external auditor has complied with the agreed audit plan and understand the changes made, including audit risks and the countermeasures proposed by the external auditor;
 - m. Pay attention to the auditor's accuracy and sharpness in key accounting and audit judgments found, including in responding to questions from the Audit Committee and their input related to internal control;
 - n. Request feedback on the firm's performance from interested persons involved in the audit process;
 - o. Review and assess the contents of the management letter from the external auditor whether the contents have been based on an adequate understanding of the Company's business and

apakah rekomendasi telah ditindaklanjuti oleh manajemen, serta alasan-alasannya jika belum dilaksanakan;

- p. Merekomendasikan kepada Dewan Komisaris tentang kebijakan yang terkait dengan pemberian jasa non-audit oleh auditor eksternal kepada perusahaan dan memastikan apakah pemberian jasa non-audit tersebut tidak menciderai independensi dan objektivitas auditor eksternal dalam melakukan audit terhadap perusahaan.
6. Mengidentifikasi hal-hal khusus yang memerlukan perhatian Dewan Komisaris;
7. Melaksanakan tugas lain yang diberikan oleh Dewan Komisaris sepanjang masih dalam lingkup tugas dan kewajiban Dewan Komisaris berdasarkan ketentuan perundang-undangan yang berlaku.

ascertaining whether the recommendations have been followed up by management and the reasons if they have not been implemented;

- p. Recommend to the Board of Commissioners on policies related to the provision of non-audit services by external auditors to the Company and ensure whether the provision of non-audit services does not injure the independence and objectivity of external auditors in conducting audits of the Company.
6. Identify special matters that require the attention of the Board of Commissioners;
7. Carry out other duties assigned by the Board of Commissioners as long as it is within the scope of duties and obligations of the Board of Commissioners based on the prevailing laws and regulations.

Independensi Komite Audit ◀

Independence of the Audit Committee

Komite Audit memiliki komitmen tinggi terhadap independensi terkait tugas dan tanggungjawabnya dengan tidak memiliki hubungan kekeluargaan dan keuangan terhadap Dewan Komisaris dan Direksi serta pemegang saham dan pengendali. Komite Audit juga tidak memiliki saham atas Perusahaan serta kepengurusan lain di Perusahaan.

The Audit Committee has a high commitment to independence related to its duties and responsibilities by not having family and financial relationships with the Board of Commissioners and the Board of Directors as well as shareholders and controllers. The Audit Committee also does not own shares in the Company and other management in the Company.

Rapat Komite Audit ◀

Meeting of the Audit Committee

Pada tahun 2021, Komite Audit telah melakukan rapat rutin mingguan/bulanan sebanyak 12 kali. Frekuensi rapat dan tingkat kehadiran anggota Komite Audit dalam rapat internal yang diadakan selama tahun 2021 adalah sebagai berikut:

In 2021, the Audit Committee held regular weekly/monthly meetings 12 times. The frequency of meetings and the level of attendance of members of the Audit Committee in internal meetings held during 2021 are as follows:

| Nama Name | Jabatan Position | Jumlah Rapat Number of Meetings | Jumlah Kehadiran Level of Attendance | % |
|-------------------|---------------------|--|---|------|
| Riyanto Prabowo | Ketua Chairman | 21 | 21 | 100% |
| Miftahuddin | Anggota Member | 21 | 21 | 100% |
| Elwimina Nurjanah | Anggota Member | 21 | 21 | 100% |

► Pendidikan dan Pelatihan Komite Audit Education and Training of the Audit Committee

Pada 2021, Komite Audit mengikuti seminar dengan tema "*Internal Audit Back to the Future – Emerging from the Crisis*" yang diselenggarakan oleh The Institute of Internal Auditors secara daring.

In 2021, the Audit Committee attended a seminar with the theme "*Internal Audit Back to the Future – Emerging from the Crisis*" organized by The Institute of Internal Auditors by online.

► Pelaksanaan Tugas Komite Audit 2021 Implementation of the Duties of the Audit Committee in 2021

Komite Audit telah melaksanakan program kerja dan lingkup kegiatan sebagai berikut:

- Pembahasan dengan Kantor Akuntan Publik;
- Pembahasan dengan Satuan Pengawasan Intern;
- Penilaian terhadap prosedur *review* terhadap informasi untuk Pemegang Saham;

Audit Committee has implemented the following work programs and scope of activities:

- Discussion with the Public Accounting Firm;
- Discussion with the Internal Audit Unit;
- Assessment of the procedure for reviewing information for Shareholders;

Komite Audit juga melakukan pemantauan terhadap proses pelaksanaan hasil keputusan RUPS pada periode-periode sebelumnya dan memberikan masukan kepada Dewan Komisaris mengenai proses pelaksanaan hasil-hasil RUPS.

Audit Committee also monitors the process of implementing the results of the GMS decisions in previous periods and provides input to the Board of Commissioners regarding the process of implementing the GMS results.

Untuk mengidentifikasi hal-hal yang memerlukan perhatian Dewan Komisaris dan melaksanakan tugas lain yang diberikan oleh Dewan Komisaris, setiap bulan Komite Audit melakukan rapat internal. Disamping membahas berbagai masukan hasil identifikasi yang dilakukan masing-masing anggota, dalam rapat tersebut juga dibahas rencana pelaksanaan tugas khusus yang diberikan oleh Dewan Komisaris.

To identify matters that require the attention of the Board of Commissioners and carry out other tasks assigned by the Board of Commissioners, the Audit Committee holds an internal meeting every month. In addition, to discussing various inputs from the identification results made by each member, the meeting also discussed plans for the implementation of special tasks assigned by the Board of Commissioners.

KOMITE NOMINASI DAN REMUNERASI

NOMINATION AND REMUNERATION COMMITTEE

Komite Nominasi dan Remunerasi merupakan organ pendukung Perusahaan yang dibentuk Dewan Komisaris dengan tujuan untuk memperkuat Dewan Komisaris dalam menjalankan tugas nominasi dan penilaian Direksi serta menetapkan kebijakan remunerasi terhadap Direksi. Sepanjang tahun 2021 Sarinah belum memiliki Komite Nominasi dan Remunerasi. Fungsi Nominasi dan Remunerasi dijalankan oleh Dewan Komisaris.

Nomination and Remuneration Committee is a Company supporting organ established by the Board of Commissioners with the aim of strengthening the Board of Commissioners in carrying out the nomination and assessment duties of the Board of Directors as well as determining the remuneration policy for the Board of Directors. Throughout 2021, Sarinah did not yet have a Nomination and Remuneration Committee. The Nomination and Remuneration function is carried out by the Board of Commissioners.

Tugas dan Tanggung Jawab Komite Nominasi dan Remunerasi ◀

Duties and Responsibilities of the Nomination and Remuneration Committee

Perusahaan memiliki Komite Nominasi dan Remunerasi yang memiliki tugas dan kewajiban sebagai berikut:

The Company has a Nomination and Remuneration Committee which has the following duties and responsibilities:

FUNGSI NOMINASI

Nomination Function

- | | |
|---|---|
| <ol style="list-style-type: none"> 1. Merekomendasikan kepada Dewan Komisaris mengenai: <ul style="list-style-type: none"> ▪ Komposisi jabatan anggota Direksi dan/atau anggota Dewan Komisaris, ▪ Kebijakan dan kriteria yang dibutuhkan dalam proses Nominasi, dan ▪ Kebijakan evaluasi kinerja bagi anggota Direksi dan/atau anggota Dewan Komisaris; 2. Membantu Dewan Komisaris melakukan penilaian kinerja anggota Direksi dan/atau anggota Dewan Komisaris berdasarkan tolok ukur yang telah disusun sebagai bahan evaluasi; 3. Memberikan rekomendasi kepada Dewan Komisaris mengenai program pengembangan kemampuan anggota Direksi dan/atau anggota Dewan Komisaris; 4. Memberikan usulan calon yang memenuhi syarat sebagai anggota Direksi dan/atau anggota Dewan Komisaris kepada Dewan Komisaris untuk disampaikan kepada RUPS. | <ol style="list-style-type: none"> 1. Recommend to the Board of Commissioners regarding: <ul style="list-style-type: none"> ▪ The composition of members of the Board of Directors and/or members of the Board of Commissioners, ▪ Policies and criteria required in the nomination process, and ▪ Performance evaluation policies for members of the Board of Directors and/or members of the Board of Commissioners; 2. Assist the Board of Commissioners in assessing the performance of members of the Board of Directors and/or members of the Board of Commissioners based on benchmarks that have been prepared as evaluation material; 3. Provide recommendations to the Board of Commissioners regarding the capacity building program for members of the Board of Directors and/or members of the Board of Commissioners; 4. Provide proposals for candidates who meet the requirements as members of the Board of Directors and/or members of the Board of Commissioners to the Board of Commissioners to be submitted to the GMS. |
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FUNGSI REMUNERASI

Remuneration Function

- | | |
|---|--|
| <ol style="list-style-type: none"> 1. Memberikan rekomendasi kepada Dewan Komisaris mengenai: <ul style="list-style-type: none"> ▪ struktur Remunerasi ▪ kebijakan atas Remunerasi ▪ besaran atas Remunerasi 2. Membantu Dewan Komisaris melakukan penilaian kinerja dengan kesesuaian Remunerasi yang diterima masing-masing anggota Direksi dan/atau anggota Dewan Komisaris. | <ol style="list-style-type: none"> 1. Provide recommendations to the Board of Commissioners regarding: <ul style="list-style-type: none"> ▪ Remuneration structure ▪ Remuneration policy ▪ Amount of Remuneration 2. Assist the Board of Commissioners in assessing performance in accordance with the remuneration received by each member of the Board of Directors and/or member of the Board of Commissioners. |
|---|--|