

# PT MERDEKA COPPER GOLD TBK

## SUSTAINABILITY COMMITTEE CHARTER

MCG-SUS-CHR-004

Rev.	Prepared By: Sustainability Manager	Reviewed and Approved By: Sustainability	Approved By: Vice President Director	Approved By: President Director
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	Sign: 	Sign: 	Sign: 	Sign: 

	<b>PT Merdeka Copper Gold Tbk</b> Sustainability Committee Charter	Document No.:	MCG-SUS-CHR-004
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		Department:	Sustainability
		Effective Date:	18 December 2023
		Page No.:	2 of 5

## I. INTRODUCTION

This Charter aims to stipulate the roles and responsibilities, the authorities, and the membership of the Sustainability Committee (“Committee”) of PT Merdeka Copper Gold Tbk (“hereinafter referred to as MCG”).

## II. COMMITTEE PURPOSE

The Committee is established by the Board of Directors of MCG (“the Board”) to assist the Board in carrying out its oversight responsibilities on the development and implementation of MCG’s sustainability commitment.

## III. REFERENCES

The development of this Charter is guided by the following relevant regulations and standards:

1. Regulation of the Financial Services Authority (OJK) No. 21/POJK.04/2015 – the Implementation of Corporate Governance in Public Companies and OJK’s Circular Letter No.32 /SEOJK.04/2015.
2. Regulation of OJK No. 51/POJK.03/2017 - the Application of Sustainable Finance for Financial Services Institutions, Issuers, and Publicly Listed Companies.
3. Global Reporting Initiative (GRI) Standards 2021.
4. General Guidelines for Indonesian Corporate Governance 2021.

## IV. MEMBERSHIP

1. The Committee Chair and members are appointed and removed by the Board.
2. The Committee is chaired by the Vice President Director of MCG.
3. The members of the Committee shall include, at a minimum, the President Director, Vice President Director, Executive Management, Site General Managers/Head of Mining Engineering (KTT), Project Directors, and the Managers of relevant aspects within the Sustainability Policy, including the Manager(s) of Sustainability, Environment, Health and Safety, Risk, Human Resources, External Affairs, and Corporate Secretary of MCG.
4. The Committee Secretary is appointed by the Vice President Director.

## V. ROLES AND RESPONSIBILITIES

1. Oversee the development and implementation of MCG’s sustainability policy, strategy, roadmap, targets, and guidelines.
2. Monitor and assess national and global sustainability regulations, sustainability standards development, and emerging sustainability trends that are relevant to MCG and provide recommendations to the Board to update MCG’s sustainability policy, strategy, roadmap, targets, and guidelines to be in line with national and international regulations and standards, and best practices.
3. Review MCG’s sustainability performance regularly that covers all aspects stated in MCG’s Sustainability Policy, namely environmental stewardship including actions to reduce GHG emissions and address climate-related risks and opportunities, occupational health and safety,

	<b>PT Merdeka Copper Gold Tbk</b> <b>Sustainability Committee Charter</b>	Document No.: Revision: Department: Effective Date: Page No.:	MCG-SUS-CHR-004 2.0 Sustainability 18 December 2023 3 of 5
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employment, human rights, community engagement and empowerment, responsible suppliers, contractors and business partners, and corporate and sustainability governance.

4. Review MCG's due diligence and other processes to identify and manage MCG's impacts on the economy, environment, and people.
5. Review the communication methods of MCG's Sustainability Policy, strategy, roadmap, targets, and performance with both internal and external stakeholders.

## **VI. AUTHORITIES AND RESOURCES**

1. The Committee shall have unrestricted access to MCG's information related to all aspects stated in MCG's Sustainability Policy.
2. The Committee may obtain external independent expert advice at MCG's expense in carrying out its roles and responsibilities.

## **VII. MEETING PROCEDURES**

1. The Committee meetings will be scheduled four times a year.
2. Meetings of the Committee shall be called by the Committee Secretary at the request of the Committee Chair. The Committee Chair may invite individuals other than the Committee members to attend meetings of the Committee.
3. A notice of the meeting, agenda, and relevant supporting documents must be provided to the Committee Chair, members, and other invitees at least seven days before each meeting.
4. The Committee Chair shall lead the Committee meeting.
5. In the absence of the Committee Chair, the Committee Secretary will lead the meeting.
6. A quorum for the Committee shall be a majority of the members.
7. Minutes of the meeting must be prepared by the Committee Secretary and circulated to the Committee Chair and members before the next scheduled meeting.

## **VIII. REPORTS**

The Committee Chair or Committee Secretary will report the Committee meeting results to the Board at the subsequent scheduled Board Meetings after the Committee meeting. The activities and results to be reported will depend on the Committee's agenda and issues discussed.

## **IX. CONTINUOUS COMPETENCIES DEVELOPMENT**

1. The Committee Chair and members shall continuously improve their knowledge of aspects stated in MCG's Sustainability Policy.
2. The Committee Chair and members shall attend training on aspects stated in MCG's Sustainability Policy organized by MCG or any external reputable third-party training providers for the Committee Chair and members.

	<b>PT Merdeka Copper Gold Tbk</b> <b>Sustainability Committee Charter</b>	Document No.: Revision: Department: Effective Date: Page No.:	MCG-SUS-CHR-004 2.0 Sustainability 18 December 2023 4 of 5
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**X. PERFORMANCE EVALUATION**

The Committee shall conduct an annual evaluation of its performance in carrying out the Committee’s roles and responsibilities. The evaluation results shall be reported to the Board.

**XI. REVIEW OF THE CHARTER**

The Committee shall review the Charter annually taking into account any applicable regulatory requirements, sustainability standards, and trends, and provide recommendations to the Board for the Charter update as necessary.

	<b>PT Merdeka Copper Gold Tbk</b> <b>Sustainability Committee Charter</b>	Document No.: Revision: Department: Effective Date: Page No.:	MCG-SUS-CHR-004 2.0 Sustainability 18 December 2023 5 of 5
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### REVISION HISTORY

Revision	Date	Description
1.0	04/11/2022	First Issue for Implementation
2.0	18/12/2023	Changes in membership, meeting procedures, and report sections