

The Nomination and Remuneration Function

Based on OJK Regulation No. 34/POJK.04/2014 (POJK 34) regarding Nomination and Remuneration Committee of Listed or Public Companies, all Listed or Public Companies shall have a Nomination and Remuneration Function and the implementation of the Nomination and Remuneration function must be carried out by the Board of the Commissioners.

Based on the Board of Commissioners Decree No. 0001/GG-1/KEP/III-17, dated 10 March 2017, the Company's Nomination and Remuneration Function has been implemented by the Board of Commissioners, in line with the mandate of POJK 34.

During 2022, the Board of Commissioners has held meetings with an agenda on Nomination and Remuneration once every 4 (four) months.

Nomination of candidates for membership of the Board of Commissioners and the Board of Directors is conducted in accordance with the procedures stipulated in the Board of Commissioners' Guidelines on Implementation of the Nomination and Remuneration Function.

All matters and policies related to the succession of members of the Board of Directors refer to and are implemented within the framework of the Company's Articles of Association.

Regarding the nomination of the members of the Board of Commissioners, the Board of Commissioners does not propose changes to the composition of members of the Board of Commissioners.

Furthermore, regarding the nomination of members of the Board of Directors, the Company accepted the proposal of the Board of Directors and heeded the recommendations of the Board of Commissioners, and through the GMS approved the appointment of Mr. Indra Gunawan Wonowidjojo and Mr. Slamet Budiono respectively as members of the Board of Directors.

Proposals for the remuneration of members of the Board of Commissioners and Directors were made pursuant to the procedures stipulated in the Board of Commissioners' Guidelines on implementation of the Nomination and Remuneration Function.

In 2022 and 2021 the aggregate remuneration of the Board of Commissioners and the Board of Directors was Rp 180,680 million and Rp 151,753 million respectively.

Fungsi Nominasi dan Remunerasi

Berdasarkan Peraturan OJK No. 34/POJK.04/2014 (POJK 34) tentang Komite Nominasi dan Remunerasi Emiten atau Perusahaan Publik, setiap Emiten atau Perusahaan Publik wajib memiliki Fungsi Nominasi dan Remunerasi dan pelaksanaan fungsi Nominasi dan Remunerasi wajib dilaksanakan oleh Dewan Komisaris.

Berdasarkan Keputusan Dewan Komisaris No. 0001/GG-1/KEP/III-17, tertanggal 10 Maret 2017, Fungsi Nominasi dan Remunerasi Perusahaan telah dijalankan oleh Dewan Komisaris Perusahaan sesuai dengan amanat POJK 34.

Selama tahun 2022, Dewan Komisaris telah menyelenggarakan rapat dengan agenda tentang Nominasi dan Remunerasi setiap 1 (satu) kali dalam 4 (empat) bulan.

Nominasi calon anggota Dewan Komisaris dan anggota Direksi dilakukan sesuai dengan tata cara dan prosedur yang telah ditetapkan dalam Pedoman Dewan Komisaris Perusahaan tentang Pelaksanaan Fungsi Nominasi dan Remunerasi.

Segala hal dan kebijakan terkait suksesi anggota Direksi mengacu dan dijalankan dalam kerangka Anggaran Dasar Perusahaan.

Terkait nominasi anggota Dewan Komisaris, Dewan Komisaris tidak mengusulkan perubahan terhadap komposisi anggota Dewan Komisaris.

Selanjutnya, terkait nominasi anggota Direksi, Perseroan menerima usulan Direksi dan dengan memperhatikan rekomendasi dari Dewan Komisaris, maka Perseroan melalui RUPS telah menyetujui untuk mengangkat Bp. Indra Gunawan Wonowidjojo dan Bp. Slamet Budiono masing-masing sebagai anggota Direksi Perseroan.

Pengusulan remunerasi anggota Dewan Komisaris dan anggota Direksi dilaksanakan sesuai dengan tata cara dan prosedur yang telah ditetapkan dalam Pedoman Dewan Komisaris tentang Pelaksanaan Fungsi Nominasi dan Remunerasi.

Pada tahun 2022 dan 2021, total remunerasi untuk Dewan Komisaris dan Direksi Perseroan adalah masing-masing sebesar Rp 180.680 juta dan Rp 151.753 juta.