

The Nomination and Remuneration Function

Based on OJK Regulation No. 34 / POJK.04 / 2014 regarding Nomination and Remuneration Committee of Listed or Public Companies (POJK 34), all 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 2019, the Board met to discuss Nomination and Remuneration matters once every 4 (four) months.

The proposing of candidates for membership of the Board of Commissioners and the Board of Directors is conducted in accordance with the procedures established in the Charter of the Board of Commissioners in respect of implementing 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 members of the Board of Directors, after the Company accepted the proposal of shareholders and heeded the recommendations of the Board of Commissioners, therefore Company through the GMS approved to appoint Mr. Susanto Widiatmoko, Mr. Andik Wahyudi, and Mr. Hamdhany Halim respectively as members of the Board of Directors.

Proposals for the remuneration of members of the Board of Commissioners and Directors were considered in accordance with the procedures established in the Charter of the Board of Commissioners in respect of implementing the Nomination and Remuneration Function.

In 2019 and 2018 the aggregate remuneration of the Board of Commissioners and the Board of Directors was Rp 161,598 million and Rp 129,926 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 (POJK 34), setiap Emiten atau Perusahaan Publik wajib memiliki Fungsi Nominasi dan Remunerasi dan fungsi Nominasi dan Remunerasi wajib dijalankan 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 2019, Dewan Komisaris telah menyelenggarakan rapat dengan agenda tentang Nominasi dan Remunerasi setiap 1 (satu) kali dalam 4 (empat) bulan.

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

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

Terkait nominasi anggota Direksi, maka setelah Perseroan menerima usulan pemegang saham dan memperhatikan rekomendasi dari Dewan Komisaris, maka Perseroan melalui RUPS telah menyetujui untuk mengangkat Bp. Susanto Widiatmoko, Bp. Andik Wahyudi, dan Bp. Hamdhany Halim masing-masing sebagai anggota Direksi.

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

Pada tahun 2019 dan 2018, total remunerasi untuk Dewan Komisaris dan Direksi adalah masing-masing sebesar Rp 161.598 juta dan Rp 129.926 juta.