
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 Company, all Listed or Public Companies shall have a Nomination and Remuneration Function and the implementation of the Nomination and Remuneration function should be carried out by the Board of the Commissioners.

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

During 2025, the Board of Commissioners has held meetings with agenda on Nomination and Remuneration once every 4 (four) months.

The Nomination Function

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

The criteria of performance evaluation for the Board of Commissioners comprise of:

1. Implementation of duties and responsibilities in supervising the management of the Company in accordance with the Company's Articles of Association and the Guidelines for the Board of Directors and the Board of Commissioners.
2. Providing advice to the Board of Directors.
3. Implementation of special authorities granted by the Resolution of the General Meeting of Shareholders.
4. The performance of each member measured against their respective performance targets.

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 2025, Dewan Komisaris Perusahaan telah menyelenggarakan rapat dengan agenda tentang Nominasi dan Remunerasi setiap 1 (satu) kali dalam 4 (empat) bulan.

Fungsi Nominasi

Nominasi calon anggota Dewan Komisaris dan anggota Direksi, dan evaluasi kinerja anggota Direksi dan Dewan Komisaris dilakukan sesuai dengan tata cara dan prosedur sebagaimana ditetapkan dalam Pedoman Dewan Komisaris Perusahaan dalam Pelaksanaan Fungsi Nominasi dan Remunerasi.

Kriteria evaluasi kinerja Dewan Komisaris mencakup:

1. Pelaksanaan tugas dan tanggungjawab dalam melakukan pengawasan terhadap pengurusan Perusahaan sesuai Anggaran Dasar Perusahaan dan Pedoman Direksi dan Dewan Komisaris.
2. Pemberian nasihat kepada Direksi.
3. Pelaksanaan wewenang khusus yang diberikan berdasarkan Keputusan Rapat Umum Pemegang Saham.
4. Kinerja masing-masing anggota diukur dari target kinerja masing-masing anggota.

The criteria of performance evaluation for the Board of Directors comprise of:

1. Implementation of duties and responsibilities in carrying out and managing the Company in accordance with the Company's Articles of Association and the Guidelines for the Board of Directors and the Board of Commissioners.
2. Achievement of the annual work plan.
3. Implementation of special authorities granted by the General Meeting of Shareholders.
4. The performance of each member measured against their respective performance targets.

All matters and policies related to the replacement of members of the Board of Commissioners and members of Board of Directors refer to and are implemented in accordance with the Company's Articles of Association.

As the term of office of the members of the Board of Commissioners has come to an end, by considerations and taking into account the recommendations of the Board of Commissioners and the Board of Directors, the Annual General Meeting of Shareholders has approved the reappointment of the members of the Board of Commissioners for a term of 5 (five) years, with the exception of Mr. Lucas Mulia Suhardja, and appointed Mr. Hanlim Suprianto as a new member of the Board of Commissioners, who has also been appointed as Chairman of the Audit Committee based on the Decree of the Company's Board of Commissioners Number 0001/GG-1/VI-25 dated June 25th 2025 concerning Changes to the Composition of the Company's Audit Committee. On that account the composition of the Board of Commissioners is as follows:

Board of Commissioners:

- President Commissioner: Juni Setiawati Wonowidjojo
- Independent Commissioner: Frank Willem van Gelder
- Independent Commissioner: Gotama Hengdratsonata
- Independent Commissioner: Hanlim Suprianto

Regarding the nomination of members of the Board of Directors, the Company did not consider it necessary to change the composition of the members of the Board of

Kriteria evaluasi Kinerja Direksi mencakup:

1. Pelaksanaan tugas dan tanggung jawab dalam menjalankan dan mengurus Perusahaan sesuai Anggaran Dasar Perusahaan dan Pedoman Direksi dan Dewan Komisaris.
2. Pencapaian dari rencana kerja tahunan.
3. Pelaksanaan wewenang khusus yang diberikan berdasarkan Rapat Umum Pemegang Saham.
4. Kinerja masing-masing anggota diukur dari target kinerja masing-masing anggota.

Segala hal dan kebijakan terkait penggantian anggota Dewan Komisaris dan anggota Direksi mengacu dan dijalankan sesuai dengan ketentuan Anggaran Dasar Perusahaan.

Berhubung masa jabatan anggota Dewan Komisaris telah berakhir, maka berdasarkan pertimbangan dan memperhatikan rekomendasi Dewan Komisaris dan Direksi, Rapat Umum Pemegang Saham Tahunan telah menyetujui untuk mengangkat kembali anggota Dewan Komisaris untuk masa jabatan 5 (lima) tahun, kecuali Bapak Lucas Mulia Suhardja, dan mengangkat Bapak Hanlim Suprianto sebagai anggota Dewan Komisaris yang baru, yang juga telah ditunjuk sebagai Ketua Komite Audit berdasarkan Surat Keputusan Dewan Komisaris Perseroan Nomor 0001/GG-1/VI-25 tanggal 25 Juni 2025 tentang Perubahan Susunan Komite Audit Perusahaan, sehingga susunan Dewan Komisaris adalah sebagai berikut:

Dewan Komisaris:

- Presiden Komisaris: Juni Setiawati Wonowidjojo
- Komisaris Independen: Frank Willem van Gelder
- Komisaris Independen: Gotama Hengdratsonata
- Komisaris Independen: Hanlim Suprianto

Adapun terkait nominasi anggota Direksi, Perusahaan tidak menganggap perlu untuk mengubah komposisi anggota Direksi. Rapat Umum Pemegang Saham Tahunan telah

Directors. The Annual General Meeting of Shareholders has approved the reappointment of all members of the Board of Directors for a term of 5 (five) years.

The Remuneration Function

The 2025 Annual General Meeting of Shareholders has approved to determine the salary and/or benefits of the members of the Board of Commissioners for a period of 5 (five) years or until the closing of the fifth Annual General Meeting of Shareholders following the closing of the 2025 Meeting, as follows:

- a. President Commissioner at a maximum of forty percent (40%) of the salary and benefits of the President Director; and
- b. Commissioners are at a maximum of twenty percent (20%) of the salary and benefits of the President Director.

The 2025 Annual General Meeting of Shareholders has also approved the delegation of authority to the Board of Commissioners to determine the amount and type of income of members of the Board of Directors, for a period of 5 (five) years or until the closing of the fifth Annual General Meeting of Shareholders following the closing of the 2025 Meeting.

In accordance with the procedures established in the Board of Commissioners' Guidelines for the Implementation of the Nomination and Remuneration Function, the Board of Commissioners establishes a remuneration structure that may comprise of salary, honorarium, incentives, and/or allowances, whether fixed and/or variable. The remuneration structure, policies, and amounts are also developed by taking into account:

- a. Applicable remuneration in the industry, in accordance with the business activities of similar Public Companies and the Company's business scale within its industry;
- b. The duties, responsibilities, and authorities of members of the Board of Directors and/or Board of Commissioners in relation to the achievement of the Company's goals and performance;
- c. The performance targets or the performance of each member of the Board of Directors and/or Board of Commissioners; and
- d. The balance between fixed and variable allowances.

The aggregate remuneration of the Board of Commissioners and the Board of Directors for each of the years 2025 and 2024 is Rp 102,339 million and Rp 188,979 million.

menyetujui untuk mengangkat kembali seluruh anggota Direksi dengan masa jabatan 5 (lima) tahun.

Fungsi Remunerasi

Rapat Umum Pemegang Saham Tahunan 2025 telah menyetujui penetapan gaji dan/atau tunjangan para anggota Dewan Komisaris untuk jangka waktu lima tahun atau sampai dengan ditutupnya Rapat Umum Pemegang Saham Tahunan yang kelima sejak penutupan Rapat tahun 2025, sebagai berikut:

- a. Presiden Komisaris sebesar maksimum empat puluh persen (40%) dari gaji dan tunjangan Presiden Direktur; dan
- b. Komisaris sebesar maksimum dua puluh persen (20%) dari gaji dan tunjangan Presiden Direktur.

Rapat Umum Pemegang Saham Tahunan 2025 juga melimpahkan wewenang kepada Dewan Komisaris untuk menetapkan besar dan jenis penghasilan anggota Direksi untuk jangka waktu lima tahun atau sampai dengan ditutupnya Rapat Umum Pemegang Saham Tahunan yang kelima sejak penutupan Rapat tahun 2025.

Sesuai dengan tata cara dan prosedur yang telah ditetapkan dalam Pedoman Dewan Komisaris dalam Pelaksanaan Fungsi Nominasi dan Remunerasi, Dewan Komisaris menyusun Struktur Remunerasi yang dapat berupa gaji, honorarium, insentif dan/atau tunjangan yang bersifat tetap dan/atau variabel. Struktur, kebijakan dan besaran remunerasi juga disusun dengan memperhatikan:

- a. Remunerasi yang berlaku pada industri sesuai dengan kegiatan usaha Perusahaan Publik sejenis dan skala usaha Perusahaan dalam industrinya;
- b. Tugas, tanggung jawab, dan wewenang anggota Direksi dan/atau anggota Dewan Komisaris dikaitkan dengan pencapaian tujuan dan kinerja Perusahaan;
- c. Target kinerja atau kinerja masing-masing anggota Direksi dan/atau anggota Dewan Komisaris; dan
- d. Keseimbangan tunjangan antara yang bersifat tetap dan bersifat variabel.

Total remunerasi untuk Dewan Komisaris dan Direksi Perusahaan untuk masing-masing tahun 2025 dan 2024, adalah sebesar Rp 102.339 juta dan Rp 188.979 juta.