

NOMINASI DAN REMUNERASI DEWAN KOMISARIS DAN DIREKSI

Nomination and Remuneration for the Board of Commissioners and Board of Directors

Prosedur Nominasi Dewan Komisaris dan Direksi [GRI 2-19, 2-20, 2-21]

Perseroan menerapkan proses nominasi Dewan Komisaris dan Direksi dengan mengacu pada Peraturan Menteri BUMN PER-10/MBU/10/2020 tanggal 09 Oktober 2020 tentang Perubahan Atas Peraturan Menteri Badan Usaha Milik Negara Nomor PER-02/MBU/02/2015 Tentang Persyaratan dan Tata Cara Pengangkatan dan Pemberhentian Anggota Dewan Komisaris dan Dewan Pengawas Badan Usaha Milik Negara dan pada Peraturan Menteri BUMN PER-03/MBU/02/2015 tanggal 17 Februari 2015 tentang Persyaratan dan Tata Cara Pengangkatan dan Pemberhentian Anggota Direksi Badan Usaha Milik Negara.

Bakal calon Dewan Komisaris dan Direksi diusulkan melalui Dewan Komisaris yang dibantu oleh Komite Remunerasi dan Nominasi. Bakal calon yang akan ditetapkan menjadi calon anggota Dewan Komisaris dan Direksi adalah seorang yang telah dinyatakan memenuhi Persyaratan formal, persyaratan materiil dan persyaratan lain serta lulus Uji Kelayakan dan Kepatutan (UKK). Penetapan Direksi dan Dewan dilakukan melalui Keputusan RUPS.

Prosedur dan Pelaksanaan Remunerasi Direksi dan Dewan Komisaris

Penetapan remunerasi bagi anggota Dewan Komisaris dan Direksi merupakan kewenangan pemegang saham melalui mekanisme RUPS, dengan formulasi yang mengacu pada Peraturan Menteri BUMN Nomor PER-04/MBU/2014 Tanggal 10 Maret 2014 Tentang Pedoman Penetapan Penghasilan Direksi, Dewan Komisaris, dan Dewan Pengawas BUMN, dengan perubahan terakhir berdasarkan Peraturan Menteri BUMN Nomor PER-13/MBU/09/2021 Tanggal 24 September 2021 tentang Perubahan Perubahan Keenam Atas Peraturan Menteri Badan Usaha Milik Negara Nomor PER-04/MBU/2014 Tentang Pedoman Penetapan Penghasilan Direksi, Dewan Komisaris, dan Dewan Pengawas Badan Usaha Milik Negara.

Board of Commissioners and Board of Directors Nomination Procedure [GRI 2-19, 2-20, 2-21]

The Company implements the nomination process for the Board of Commissioners and Board of Directors with reference to the Minister of SOE Regulation PER-10/MBU/10/2020 dated October 9, 2020 concerning Amendments to the Regulation of the Minister of State-Owned Enterprises No. PER-02/MBU/02/2015 concerning Requirements and Procedures Methods of Appointment and Dismissal of Members of the Board of Commissioners and Supervisory Board of State-Owned Enterprises and in the Minister of SOE Regulation PER-03/MBU/02/2015 dated 17 February 2015 concerning Requirements and Procedures for Appointment and Dismissal of Members of the Board of Directors of State-Owned Enterprises.

Prospective candidates for the Board of Commissioners and Directors are proposed through the Board of Commissioners who are assisted by the Remuneration and Nomination Committee. A candidate to be determined as a candidate for members of the Board of Commissioners and Board of Directors is a person who has been declared to have met the formal requirements, material requirements and other requirements and passed the Fit and Proper Test (UKK). Determination of the Board of Directors and the Board is carried out through GMS Resolution.

Procedures and Implementation of Remuneration for Directors and Board of Commissioners

Determination of remuneration for members of the Board of Commissioners and Directors is the authority of shareholders through the GMS mechanism, with the formulation referring to the Minister of SOE Regulation No. PER-04/MBU/2014 dated 10 March 2014 concerning Guidelines for Determining Income for Directors, Board of Commissioners and SOE Supervisory Board. with the latest amendment based on SOE Minister Regulation No. PER-13/MBU/09/2021 dated September 23, 2021 concerning Amendments to the Sixth Amendment to the Minister of State-Owned Enterprises Regulation Number PER-04/MBU/2014 concerning Guidelines for Determining the Income of Board of Directors, Board of Commissioners, and Supervisory Board of State-Owned Enterprises.