



Kebijakan Remunerasi Direksi dan Dewan Pengawas

Remuneration Policy for the Board of Directors and Supervisory Board

Penetapan besaran remunerasi, termasuk gaji atau honorarium bagi Direksi dan Dewan Pengawas, dilakukan dengan mengacu pada besaran remunerasi Direktur Utama serta mempertimbangkan faktor jabatan masing-masing. Kebijakan ini berpedoman pada Peraturan Menteri BUMN No. PER-3/MBU/03/2023 tanggal 20 Maret 2023 tentang Organ dan Sumber Daya Manusia Badan Usaha Milik Negara.

Prosedur Pengusulan hingga Penetapan Remunerasi Dewan Pengawas dan Direksi

Penetapan remunerasi Ketua Dewan Pengawas mengacu pada Peraturan Menteri BUMN No. PER-3/MBU/03/2023, dengan besaran sebesar 45% dari remunerasi Direktur Utama. Sementara itu, remunerasi Anggota Dewan Pengawas ditetapkan sebesar 90% dari remunerasi Ketua Dewan Pengawas.

Prosedur untuk mengusulkan dan menetapkan remunerasi adalah sebagai berikut:

1. Dewan Pengawas melakukan *review* atas kebijakan dan mekanisme penyusunan usulan remunerasi Direksi Perusahaan setiap tahunnya serta menguji kesesuaiannya dalam pelaksanaannya;
2. Dewan Pengawas melakukan pengkajian atas usulan remunerasi Direksi dalam penyusunan RKAP tahunan dengan pertimbangan, antara lain:
 - a. Ketentuan dalam peraturan Menteri BUMN mengenai Pedoman Penetapan Penghasilan Direksi, Komisaris dan Dewan Pengawas BUMN;
 - b. Prognosa pencapaian kinerja dan KPI tahun sebelumnya;
 - c. Kemampuan keuangan Perusahaan dan kewajarannya.
3. Dewan Pengawas selaku Komite Remunerasi menyampaikan surat Usulan Remunerasi kepada BP BUMN yang berisikan Usulan Remunerasi Gaji/Honorarium dan Tantiem tahun buku sebelumnya;
4. Setiap tahun Direksi dan Dewan Pengawas menerima jawaban dari BP BUMN berupa Surat Penyampaian Penetapan Penghasilan Direksi dan Dewan Pengawas.

Struktur Remunerasi Dewan Pengawas dan Direksi

Adapun komponen remunerasi bagi Dewan Pengawas dan Direksi terdiri atas unsur-unsur sebagai berikut:

1. Remunerasi Dewan Pengawas
 - a. Honorarium;
 - b. Tunjangan;
 - c. Fasilitas;
 - d. Tantiem/Insentif Kinerja;
 - e. LTI / Insentif Jangka Panjang;

The determination of remuneration, including salaries or honorarium for the Board of Directors and the Supervisory Board, is based on the remuneration of the President Director and takes into account the position factor of each respective member. This policy refers to the Regulation of the Minister of State-Owned Enterprises No. PER-3/MBU/03/2023 dated March 20, 2023 concerning Organs and Human Resources of State-Owned Enterprises.

Procedure for the Proposal and Determination of Remuneration for the Supervisory Board and Board of Directors

The remuneration of the Chairperson of the Supervisory Board is determined in accordance with the Regulation of the Minister of State-Owned Enterprises No. PER-3/MBU/03/2023, at an amount equivalent to 45% of the remuneration of the President Director. Meanwhile, the remuneration of each Supervisory Board Member is set at 90% of the remuneration of the Chairperson of the Supervisory Board.

The procedure for proposing and determining remuneration is as follows:

1. The Supervisory Board reviews the policies and mechanisms for preparing the remuneration proposal for the Board of Directors on an annual basis and assesses the appropriateness of their implementation.
2. The Supervisory Board evaluates the proposed remuneration of the Board of Directors during the preparation of the annual RKAP, taking into consideration, among others:
 - a. The provisions of the Minister of State-Owned Enterprises regulations concerning the Guidelines for Determining the Compensation of Boards of Directors, Boards of Commissioners, and Supervisory Boards of State-Owned Enterprises;
 - b. The projected performance achievements and KPIs of the previous year;
 - c. The Company's financial capability and the reasonableness of the proposed remuneration.
3. The Supervisory Board acting as the Remuneration Committee, submits a remuneration proposal letter to the BP BUMN, containing proposals regarding salaries/honorarium and tantiem for the previous financial year;
4. Each year the Board of Directors and the Supervisory Board receive a response from the BP BUMN in the form of a Determination Letter on the Compensation of the Board of Directors and the Supervisory Board.

Remuneration Structure of the Supervisory Board and the Board of Directors

The remuneration components for the Supervisory Board and the Board of Directors consist of the following elements:

1. Supervisory Board Remuneration
 - a. Honorarium;
 - b. Allowances;
 - c. Facilities;
 - d. Tantiem/Performance Incentives;
 - e. LTI / Long-Term Incentives;

- f. Pajak atas honorarium, tunjangan dan fasilitas bagi Dewan Pengawas ditanggung dan menjadi beban Perusahaan, sedangkan pajak atas tantiem/insentif kinerja bagi Dewan Pengawas ditanggung dan menjadi beban masing-masing anggota Dewan Pengawas.
2. Remunerasi Direksi
- Gaji;
 - Tunjangan;
 - Fasilitas;
 - Tantiem/Insentif Kinerja;
 - LTI/Insentif Jangka Panjang;
 - Pajak atas gaji, tunjangan dan fasilitas bagi Direksi ditanggung dan menjadi beban Perusahaan, sedangkan pajak atas tantiem/insentif kinerja bagi Direksi ditanggung dan menjadi beban masing-masing Direksi.
- f. Taxes on honorarium, allowances, and facilities for the Supervisory Board are borne by and charged to the Company, while taxes on tantiem/performance incentives for the Supervisory Board are borne by and charged to each member of the Supervisory Board.
2. Board of Directors Remuneration
- Salary;
 - Allowances;
 - Facilities;
 - Tantiem/Performance Incentives;
 - LTI/Long-Term Incentives;
 - Taxes on salaries, allowances, and facilities for the Board of Directors are borne by and charged to the Company, while taxes on tantiem/performance incentives for the Board of Directors are borne by and charged to each member of the Board of Directors.

Jabatan Position	Faktor Jabatan tmt 2024 Position Factor Effective Since 2024	Gaji/ Honorarium Salary/ Honorarium	Tunjangan Transportasi Transportation Allowance	Tunjangan Perumahan Housing Allowance	Tunjangan Asuransi Purnabakti Post-Employment Insurance Allowance	THR Religious Holiday Allowance	Tantiem Tantiem
		Faktor Jabatan x Gaji Direktur Utama Position Factor x President Director's Salary	20% x Honorarium 20% x Honorarium	27.500.000.-	5% x Gaji/ Honorarium 5% x Salary/ Honorarium	1x Gaji/ Honorarium 1x Salary/ Honorarium	Sesuai Penetapan As Determined
Ketua Dewan Pengawas Chairperson of the Supervisory Board	45%	✓	✓	-	✓	✓	✓
Anggota Dewan Pengawas Member of the Supervisory Board	40,50%	✓	✓	-	✓	✓	✓
Direktur Utama President Director	100%	✓	-	✓	✓	✓	✓
Direktur Lainnya Other Directors	85%	✓	-	✓	✓	✓	✓

Pengungkapan Indikator untuk Penetapan Remunerasi Direktur Utama dan Perhitungan Remunerasi bagi Dewan Pengawas dan Anggota Direksi Lainnya

Sesuai dengan Peraturan Menteri BUMN No. PER-3/MBU/03/2023, besaran gaji Direktur Utama menjadi acuan utama dalam penentuan gaji atau honorarium bagi anggota Dewan Pengawas dan Direksi lainnya. Penetapan remunerasi tersebut dilakukan dengan mempertimbangkan tingkat kesehatan Perusahaan serta tetap berpedoman pada ketentuan peraturan yang berlaku.

Disclosure of Indicators for Determining the Remuneration of the President Director and the Calculation of Remuneration for the Supervisory Board and Other Members of the Board of Directors

In accordance with the Regulation of the Minister of State-Owned Enterprises No. PER-3/MBU/03/2023, the salary of the President Director serves as the primary reference in determining the salary or honorarium of members of the Supervisory Board and other members of the Board of Directors. The determination of such remuneration is carried out by taking into consideration the Company's health level while remaining guided by the prevailing regulatory provisions.

Transparansi Remunerasi Dewan Pengawas dan Direksi 2025 Transparency of Supervisory Board and Board of Directors Remuneration in 2025

Uraian Description	Total (Rp)/tahun Total (Rp)/year
Jumlah Remunerasi Dewan Pengawas Total Remuneration of the Supervisory Board	13.837.763.939
Jumlah Remunerasi Direksi Total Remuneration of the Board of Directors	17.684.347.476