

Nominasi Dewan Komisaris dan Direksi

Kebijakan

- Berdasarkan Pasal 27 ayat (1) Undang-Undang Nomor 19 Tahun 2003 tentang Badan Usaha Milik Negara, pengangkatan dan pemberhentian anggota Dewan Komisaris ditetapkan oleh Rapat Umum Pemegang Saham, dan pada pasal 27 ayat (2), dinyatakan bahwa dalam hal Menteri Badan Usaha Milik Negara bertindak selaku Rapat Umum Pemegang Saham, maka pengangkatan dan pemberhentian anggota Dewan Komisaris ditetapkan oleh Menteri.
- Peraturan Menteri Badan Usaha Milik Negara Nomor: PER-10/MBU/10/2020 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.
- Berdasarkan Pasal 15 ayat (1) Undang-Undang Nomor 19 Tahun 2003 tentang Badan Usaha Milik Negara, pengangkatan dan pemberhentian anggota Direksi dilakukan oleh RUPS, dan pada ayat (2) dinyatakan bahwa dalam hal Menteri Badan Usaha Milik Negara bertindak selaku Rapat Umum Pemegang Saham, maka pengangkatan dan pemberhentian anggota Dewan Komisaris ditetapkan oleh Menteri.
- Peraturan Menteri Badan Usaha Milik Negara Nomor: PER-11/MBU/07/2021 tentang Persyaratan, Tata Cara Pengangkatan, dan Pemberhentian Anggota Direksi Badan Usaha Milik Negara.

Prosedur Nominasi

Dewan Komisaris

Sesuai dengan Peraturan Menteri Badan Usaha Milik Negara Nomor: PER-10/MBU/10/2020 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, prosedur pengangkatan Dewan Komisaris adalah:

- Penjaringan oleh Menteri, Wakil Menteri, Sekretaris Kementerian, dan/atau Deputy;
- Penilaian persyaratan formal dan persyaratan lain oleh Deputy;
- Usulan pengangkatan bagi calon yang dinyatakan memenuhi persyaratan;
- Penetapan melalui Keputusan Menteri BUMN atau RUPS, setelah calon menandatangani surat pernyataan mengundurkan diri dari jabatan lain yang dilarang untuk dirangkap oleh Dewan Komisaris.

Nomination of The Board of Commissioners and Board of Directors

Policy

- Based on Article 27 paragraph (1) of Law No 19 of 2003 concerning State-Owned Enterprises, the appointment and dismissal of members of the Board of Commissioners shall be determined by the General Meeting of Shareholders, and in Article 27 paragraph (2), it is stated that in cases where the SOE Minister acts as the General Meeting of Shareholders, then it is the Minister that shall determine the appointment and dismissal of members of the Board of Commissioners.
- Regulation of the Minister of State-Owned Enterprises No: PER-10/MBU/10/2020 concerning Amendments to Regulation of the Minister of State-Owned Enterprises No: PER-02/MBU/02/2015 concerning Requirements and Procedures for the Appointment and Dismissal of Members of the Board of Commissioners and the Board Supervisor of State Owned Enterprises.
- Based on Article 15 paragraph (1) of Law Number 19 of 2003 on State-Owned Enterprises, the appointment and dismissal of members of the Board of Directors is carried out by the GMS, and paragraph (2) states that in the event that the Minister of State-Owned Enterprises acts as the General Meeting of Shareholders, then the appointment and dismissal of members of the Board of Commissioners shall be determined by the Minister.
- Regulation of the Minister of State-Owned Enterprises No. PER-11/MBU/07/2021 on the Requirements and Procedures for the Appointment and Dismissal of Members of the Board of Directors of State-Owned Enterprises.

Nomination Procedure

Board of Commissioners

In accordance with the Regulation of the Minister of State-Owned Enterprises No. PER-10/MBU/10/2020 on Amendments to the Regulation of the Minister of State-Owned Enterprises No. PER-02/MBU/02/2015 on Requirements and Procedures for the Appointment and Dismissal of Members of the Board of Commissioners and the Supervisory Board of State-Owned Enterprises, the procedure for the appointment of the Board of Commissioners is:

- Selection by the Minister, Deputy Minister, Secretary of the Ministry, and/or Deputy;
- Formal requirement and other requirement assessment by the Deputy;
- Proposal of appointment for candidates declared to meet the requirements;
- Determination through the Decree of the Minister of SOEs or the GMS, after the candidate signs a statement to resign from other positions that are prohibited from being held concurrently by the Board of Commissioners.

Direksi**Prosedur Nominasi Direksi hingga Penetapan****Board of Directors****Procedure for Nomination of Directors to Appointment****Remunerasi Dewan Komisaris dan Direksi****Kebijakan**

Remunerasi Direksi dan Dewan Komisaris mengacu pada Peraturan Menteri BUMN No. PER-04/MBU/2014 tentang Pedoman Penetapan Penghasilan Direksi, Dewan Komisaris, Dan Dewan Pengawas BUMN sebagaimana telah diubah dengan PER-02/MBU/06/2016, PER-01/MBU/06/2017, PER-06/MBU/06/2018, PER-01/MBU/05/2019, PER-12/MBU/11/2020, PER-13/MBU/09/2021 serta Surat PT Danareksa (Persero) No. S-46/480/DIRUT tanggal 30 September 2022 Hal: Penetapan Penghasilan 2022 serta Tantiem Tahun Buku 2021 Direksi dan Dewan Komisaris PT Perusahaan Pengelola Aset.

Prosedur Pengusulan Hingga Penetapan Remunerasi Dewan Komisaris dan Direksi

Dalam Rencana Kerja dan Anggaran Perusahaan (RKAP) setiap tahun, Perusahaan menganggarkan rencana kenaikan penghasilan bagi Direksi dan Dewan Komisaris yang besarnya disesuaikan dengan pertumbuhan Perusahaan, besarnya target yang ditetapkan serta perkembangan salary bagi CEO di market.

The Remuneration of Board of Commissioners and Board of Directors**Policy**

Remuneration for the Board of Directors and Board of Commissioners refers to the Minister of BUMN Regulation No. PER-04/MBU/2014 concerning Guidelines for Determining the Income of the Board of Directors, Board of Commissioners and Supervisory Board of SOEs as amended by PER-02/MBU/06/2016, PER-01/MBU/06/2017, PER-06/MBU/06/2018, PER-01/MBU/05/2019, PER-12/MBU/11/2020, PER-13/MBU/09/2021 and Letter of PT Danareksa (Persero) No. S-46/480/DIRUT September 30, 2022 Subject: Determination of Income for 2022 and Tantiem for Fiscal Year 2021 Directors and Board of Commissioners of PT Perusahaan Pengelola Aset.

The Procedure of Proposal Until The Determination of Board of Commissioners and Directors Remuneration

In the Corporate Work Plan and Budget (RKAP) every year, the Company makes a budget plan to increase the income for the Board of Directors and Board of Commissioners, the amount of which is adjusted to the Company's growth, the amount of the target set and salary development for CEOs in the market.

1. Berdasarkan pencapaian kinerja dan KPI tahunan, kemampuan keuangan Perusahaan serta kewajaran besarnya penghasilan pada industri/perusahaan sejenis di market Direksi mengusulkan kepada Dewan Komisaris untuk mengusulkan kepada RUPS;
2. Berdasarkan usulan Direksi dan pertimbangan Dewan Komisaris selanjutnya Dewan Komisaris mengusulkan besaran penghasilan bagi Direksi dan Dewan Komisaris kepada RUPS/ Menteri untuk ditetapkan dalam RUPS Laporan Tahunan;
3. RUPS/Menteri menetapkan penghasilan bagi Direksi dan Dewan Komisaris.

1. Based on the achievement of performance and annual KPI, the Company's financial capability and the fairness of the amount on income in similar industries/companies in the market, the Board of Directors proposes to the Board of Commissioners to then proposes to the GMS.
2. Based on Board of Directors' proposal and Board of Commissioners' further consideration, the Board of Commissioners proposes the amount of income for Directors and Commissioners to the GMS/Minister to be determined in the GMS on Annual Report.
3. GMS/Minister determines income for Board of Directors and Board of Commissioners.

Jenis Penghasilan Direksi dan Dewan Komisaris

Types of Income of Directors and Board of Commissioners

No	Direksi Board of Directors	Dewan Komisaris Board of Commissioners
1	Gaji yang besarnya ditetapkan oleh RUPS/Menteri. Salary, with the amount determined by the GMS/Minister.	Honorarium yang besarnya sesuai dengan komposisi faktor jabatan. Honorarium, in which the amount is in accordance with the composition of position factor.
2	Tunjangan: Tunjangan hari raya sebesar 1 kali Gaji per tahun; Tunjangan perumahan sebesar 40% dari Gaji maksimal Rp27.500.000; Asuransi purna jabatan besarnya premi per tahun 25% kali Gaji setahun. Allowance: Religious holiday allowance of 1 times annual Salary; Housing allowance of 40% of salary at a maximum of Rp27,500,000; Full-time insurance premium per year of 25% times of annual Salary.	Tunjangan Tunjangan hari raya sebesar 1 kali Honorarium per tahun; Tunjangan transportasi sebesar 20% dari Honorarium; Asuransi purna jabatan besarnya premi per tahun 25% kali Honorarium setahun. Allowance Religious Holiday allowance of 1 times annual Honorarium. Transportation allowance of 20% of Honorarium. Full-time insurance premiums per year of 25% times annual Honorarium.
3	Fasilitas: Fasilitas kendaraan berupa 1 unit Toyota Alpard/Mercy/BMW atau setara maksimal 3500 cc beserta biaya perbaikan dan operasional kendaraan; Fasilitas kesehatan berupa asuransi kesehatan rawat inap, penggantian rawat jalan dan medical check up; Fasilitas bantuan hukum berupa pembiayaan jasa kantor pengacara/konsultan hukum. Facilities: Vehicle facilities in the form of 1 unit of Toyota Alpard/Mercy/BMW or equivalent maximum 3500 cc along with vehicle repair and operational costs; Health facilities in the form of inpatient health insurance, outpatient reimbursement, and medical check-up; Legal aid facilities in the form of legal services/legal consultant office financing.	Fasilitas Fasilitas kesehatan berupa asuransi kesehatan rawat inap, penggantian rawat jalan dan medical check up; Fasilitas bantuan hukum berupa pembiayaan jasa kantor pengacara/konsultan hukum. Facilities Health facilities in the form of inpatient health insurance, outpatient reimbursement and medical check-ups. Legal aid facilities in the form of legal services/legal consultant office financing.
4	Tantiem/insentif kinerja yang besarnya ditetapkan RUPS/ Menteri. Tantiem/performance incentives, in which the amount is determined by the GMS/ Minister.	Tantiem/insentif kinerja besarnya sesuai dengan komposisi faktor jabatan. Tantiem/performance incentives, in which the amount is in accordance with the composition of occupational factor
5	Lain-lain: Hak cuti tahunan sebanyak 12 hari kerja; Biaya operasional untuk biaya komunikasi, pakaian dinas, keanggotaan perkumpulan profesi, club membership dan biaya representasi yang besarnya sesuai dengan anggaran dalam RKAP; Pajak atas Gaji dan Tunjangan ditanggung dan menjadi beban Perusahaan, sedangkan pajak atas Tantiem/Insentif Kinerja menjadi beban penerima; Diikutsertakan dalam program BPJS Ketenagakerjaan dan BPJS Kesehatan. Others: Annual leave entitlement of 12 working days; Operational costs for communication, official clothing, membership of professional associations, club membership and representation fees, in which the amount is in accordance with the budget in the RKAP; Taxes on Salaries and Benefits are borne by the Company, while taxes on tantiem/ performance incentives are borne by the recipient; Included in BPJS Employment and BPJS Health programs.	Lain-lain: Biaya operasional untuk pakaian dinas dalam perkumpulan profesi yang besarnya sesuai dengan anggaran dalam RKAP Others : Operational costs for official clothing in professional associations, in which the amount is in accordance with the budget in the RKAP.

No	Direksi Board of Directors	Dewan Komisaris Board of Commissioners
6	Pajak atas Honorarium dan Tunjangan ditanggung dan menjadi beban Perusahaan, sedangkan pajak atas tantiem/Insentif Kinerja menjadi beban penerima. Taxes on Honorarium and Allowances are borne and become the Company's expense, while the taxes on Tantiem/Performance Incentives are borne by the recipient.	

Realisasi Penghasilan Direksi dan Dewan Komisaris Tahun 2022
Realization of Income for the Board of Directors and Board of Commissioners in 2022

Direksi (5 orang) Board of Directors (5 persons)	Nilai (Rp) Amount	Dewan Komisaris (3 orang) Board of Commissioners (3 persons)	Nilai (Rp) Amount
Gaji Salary	8.270.181.818	Honorarium	2.464.110.000
Tunjangan Perumahan Housing Allowance	1.350.000.000	Tunjangan Transport Transport Allowance	492.822.000
THR Religious Allowance	674.500.000	THR Religious Allowance	162.450.000
Tunjangan Pakaian Clothing Allowance	141.146.915	Tunjangan Pakaian Clothing Allowance	68.627.891
Asuransi Purna Jabatan Full-time insurance premium	2.372.100.000	Asuransi Purna Jabatan Full-time insurance premium	-
Kesehatan Rawat Jalan Outpatient Reimbursement	196.863.803	Kesehatan Rawat Jalan Outpatient Reimbursement	125.896.708
Asuransi Rawat Inap + BPJS Kesehatan Inpatient Insurance and BPJS Health	154.316.927	Asuransi Rawat Inap + BPJS Kesehatan Inpatient Insurance and BPJS Health	61.561.704
BPJS Ketenagakerjaan BPJS Employment	42.336.810	BPJS Ketenagakerjaan BPJS Employment	12.524.605
Uang Saku dan Transport Perjalanan Dinas Pocket Money and Transport for Business Trip	532.851.900	Uang Saku dan Transport Perjalanan Dinas Pocket Money and Transport for Business Trip	21.300.000
Operasional Kendaraan Office Car	736.363.636	Operasional Kendaraan Office Car	-
Tantiem (Netto) Tahun Sebelumnya Tantiem (Net) Previous Year	9.662.735.562	Tantiem (Netto) Tahun Sebelumnya Tantiem (Net) Previous Year	2.769.264.438
Pajak Penghasilan Income Tax	10.938.637.600	Pajak Penghasilan Income Tax	2.307.832.200
Jumlah Penghasilan Direksi Total Earning of Board of Directors	35.072.034.971	Jumlah Penghasilan Dewan Komisaris Total Earning of Board of Commissioners	8.486.389.546