

Komite Nominasi dan Remunerasi

Nomination and Remuneration Committee

Komite Nominasi dan Remunerasi adalah Organ pendukung Perseroan yang dibentuk dan bertanggung jawab langsung kepada Dewan Komisaris. Pembentukan Komite Nominasi dan Remunerasi merupakan bentuk transparansi proses nominasi dan remunerasi.

Komite Nominasi dan Remunerasi bertugas membantu Dewan Komisaris dalam menetapkan kriteria pemilihan calon anggota Dewan Komisaris dan Direksi beserta sistem remunerasinya, membantu Dewan Komisaris mempersiapkan calon anggota Dewan Komisaris dan Direksi serta mengusulkan besaran remunerasinya.

Keberadaan Komite Nominasi dan Remunerasi di Perseroan telah memperhatikan ketentuan POJK No. 34/POJK.04/2014 ("POJK 33/2014") tentang Komite Nominasi dan Remunerasi Emiten atau Perusahaan Publik.

Piagam Komite Nominasi dan Remunerasi

Dewan Komisaris mengesahkan Piagam Komite Nominasi dan Remunerasi melalui Surat Keputusan No.: 13/KEP-DK/XII/IKT-2018 tanggal 19 Desember 2018. Piagam ini bersifat mengikat dan wajib dipatuhi oleh seluruh anggota komite selama menjalankan fungsi nominasi dan remunerasi untuk menjamin kelancaran dan transparansi proses, serta dipastikan sesuai dengan perundang-undangan yang berlaku.

Piagam Komite Nominasi dan Remunerasi berisikan hal-hal berikut ini:

1. Landasan Hukum
2. Tata Cara Pengangkatan dan Pemberhentian Anggota Komite
3. Tugas, Tanggung Jawab dan Kewenangan Komite
4. Persyaratan Keanggotaan
5. Rapat komite
6. Laporan Pelaksanaan Tugas Komite
7. Akses Kerahasiaan Informasi
8. Rencana Kerja dan Anggaran
9. Penghasilan Anggota Komite
10. Pendidikan dan Tenaga Penunjang
11. Penilaian Kinerja
12. Lain-lain

Tugas dan Tanggung Jawab Komite Nominasi dan Remunerasi

Berikut ini adalah uraian tugas dan tanggung jawab Komite Nominasi dan Remunerasi sesuai dengan isi Piagam Komite Nominasi dan Remunerasi, yaitu:

1. Memberikan rekomendasi mengenai calon anggota Direksi Perusahaan dan Direksi Anak Perusahaan kepada Dewan Komisaris untuk disampaikan kepada Rapat Umum Pemegang Saham.
2. Menyusun dan memberikan rekomendasi mengenai sistem serta prosedur pemilihan dan/atau penggantian

The Nomination and Remuneration Committee is a supporting organ of the Company which was formed by and reports directly to the Board of Commissioners. The Nomination and Remuneration Committee was established to fulfill transparency in the nomination and remuneration process.

The Nomination and Remuneration Committee is assigned to assist the Board of Commissioners in determining the selection criterias for candidate of member of the Board of Commissioners and the Board of Directors and their remuneration system, to assist the Board of Commissioners to select candidates to be members of the Board of Commissioners and Board of Directors and propose the amount of remuneration.

The establishment of the Nomination and Remuneration Committee in the Company has considered the provisions of POJK No. 34/POJK.04/2014 ("POJK 33/2014") regarding the Nomination and Remuneration Committee for Issuers or Public Companies.

Nomination and Remuneration Committee Charter

The Board of Commissioners ratified the Nomination and Remuneration Committee Charter through the Decree No.: 13/KEP-DK/XII/IKT-2018 dated December 19, 2018. This charter is binding and must be obeyed by all committee members while carrying out the nomination and remuneration functions to ensure smooth operation, and transparency of the process, as well as ensuring its compliances with applicable laws and regulations.

The Nomination and Remuneration Committee Charter contains the following:

1. Legal Basis
2. Procedure for Appointment and Dismissal of Committee Members
3. Duties, Responsibilities and Authorities of the Committee
4. Membership Requirements
5. Committee meetings
6. Committee Duties Implementation Report
7. Access Confidential Information
8. Work Plan and Budget
9. Committee Member Income
10. Education and Supporting Personnel
11. Performance Appraisal
12. Miscellaneous

Duties and Responsibilities of the Nomination and Remuneration Committee

The descriptions of the duties and responsibilities of the Nomination and Remuneration Committee as stated in the Nomination and Remuneration Committee Charter are as follows:

1. Provide recommendations regarding candidates for the Board of Directors of the Company and the Board of Directors of Subsidiaries to the Board of Commissioners to be submitted to the General Meeting of Shareholders.
2. Prepare and provide recommendations regarding the selection system and procedure and/or replacement of

anggota Dewan Komisaris dan Direksi kepada Dewan Komisaris untuk disampaikan kepada Rapat Umum Pemegang Saham.

3. Melakukan evaluasi terhadap kebijakan remunerasi.
4. Memberikan rekomendasi kepada Dewan Komisaris mengenai:
 - a. Kebijakan remunerasi bagi Dewan Komisaris dan Direksi untuk disampaikan kepada Rapat Umum Pemegang Saham.
 - b. Kebijakan remunerasi bagi pegawai secara keseluruhan untuk disampaikan kepada Direksi.
5. Komite Nominasi dan Remunerasi bertanggung jawab kepada Dewan komisaris.

Kriteria Keanggotaan dan Masa Jabatan

Seluruh anggota Komite Nominasi dan Remunerasi Perseroan telah memenuhi kriteria atau kualifikasi yang ditentukan dalam POJK 33/2014, antara lain:

1. Wajib memiliki akhlak dan moral yang baik, integritas yang tinggi, serta kemampuan, pengetahuan, pengalaman sesuai dengan bidang pekerjaannya, serta mampu berkomunikasi dengan baik.
2. Bukan merupakan anggota Direksi Emiten atau Perusahaan Publik.
3. Memiliki pengalaman terkait Nominasi dan/atau Remunerasi.

Komposisi dan Profil Anggota

Masa kerja Komite Nominasi dan Remunerasi adalah sama dengan masa jabatan Dewan Komisaris sebagaimana diatur dalam Anggaran Dasar, serta dapat diangkat kembali untuk masa jabatan berikutnya. Keanggotaan Komite Remunerasi dan Nominasi paling sedikit berjumlah 3 (tiga) orang anggota yang terdiri dari:

- a. 1 (satu) orang Ketua yang merupakan Komisaris Independen;
- b. 1 (satu) orang Anggota Komisaris;
- c. Pihak yang berasal dari luar Emiten atau Perusahaan Publik yang bersangkutan atau pihak yang menduduki jabatan manajerial di bawah Direksi yang membidangi sumber daya manusia.

Dalam hal anggota Komite Remunerasi dan Nominasi ditetapkan lebih dari 3 (tiga) orang maka anggota Komisaris Independen paling sedikit berjumlah 2 (dua) orang.

Sepanjang tahun 2021, susunan Komite Remunerasi dan Nominasi mengalami beberapa kali perubahan dengan kronologis berikut ini:

members of the Board of Commissioners and Board of Directors to the Board of Commissioners to be submitted to the General Meeting of Shareholders.

3. Evaluate the remuneration policy.
4. Provide recommendations to the Board of Commissioners regarding:
 - a. Remuneration policy for the Board of Commissioners and the Board of Directors to be submitted to the General Meeting of Shareholders.
 - b. Remuneration policy for overall employees to be submitted to the Board of Directors.
5. The Nomination and Remuneration Committee is responsible to the Board of Commissioners.

Membership Criteria and Term of Office

All members of the Company's Nomination and Remuneration Committee have met the criteria or qualifications specified in POJK 33/2014, including:

1. Must have good character and morals, high integrity, as well as ability, knowledge, experience in line with the field of work, and able to communicate well.
2. Not a member of the Board of Directors of an Issuer or Public Company.
3. Have experience related to Nomination and/or Remuneration.

Membership Composition and Profile

The term of office of the Nomination and Remuneration Committee is the same as the term of office of the Board of Commissioners as stipulated in the Articles of Association, and can be reappointed for the next term of office. The membership of the Remuneration and Nomination Committee is at least 3 (three) members consisting of:

- a. 1 (one) Head who is an Independent Commissioner;
- b. 1 (one) member of the Board of Commissioners;
- c. Parties from outside the related Issuer or Public Company or parties holding managerial positions under the Board of Directors in charge of human resources.

In the event that the members of the Remuneration and Nomination Committee are determined to be more than 3 (three) persons, the members of the Independent Commissioner shall be at least 2 (two) persons.

Throughout 2021, the composition of the Remuneration and Nomination Committee underwent several changes as described as follows:

Nama Name	Jabatan Position	Dasar Pengangkatan Basis of Appointment	Posisi di Perseroan Corporate Position	Periode Menjabat Term of Office
Abdur Rahim Hasan	Ketua Chairman	Surat Keputusan Dewan Komisaris No.15/KEP-DK/VIII/IKT-20 tanggal 20 Agustus 2020 Decree of the Board of Commissioners No.15/KEP-DK/VIII/IKT-20 dated August 20, 2020	Komisaris Commissioner	20 Agustus 2020-sampai dengan penutupan RUPS tahun ke 5 (lima) August 20, 2020-until the closing of the 5th (fifth) year GMS
Dwijanti Tjahjaningsih	Anggota Member	Surat Keputusan Dewan Komisaris No.15/KEP-DK/VIII/IKT-20 tanggal 20 Agustus 2020 Decree of the Board of Commissioners No.15/KEP-DK/VIII/IKT-20 dated August 20, 2020	Komisaris Commissioner	20 Agustus 2020-sampai dengan penutupan RUPS tahun ke 5 (lima) August 20, 2020-until the closing of the 5th (fifth) year GMS
Ahmad Alyani Addarain	Anggota Member	Surat Keputusan Dewan Komisaris No.10/Kep-dk/14/05/01/IKT-18 tanggal 14 Mei 2018 Decree of the Board of Commissioners No.10/Kep-dk/14/05/01/IKT-18 dated May 14, 2018	-	14 Mei 2018-sampai dengan penutupan RUPS tahun ke 5 (lima) May 14, 2020-until the closing of the 5th (fifth) year GMS

Komite Nominasi dan Remunerasi Nomination and Remuneration Committee

Profil Keanggotaan Komite Nominasi dan Remunerasi

Profil Ketua dan Anggota Komite Nominasi dan Remunerasi (Komisaris)

Profil lengkap Bapak Abdur Rahim Hasan dan Ibu Dwijanti Tjahjaningsih, masing-masing selaku Ketua dan anggota Komite Nominasi dan Remunerasi dapat dilihat pada Bab Profil Perusahaan, Sub-bab Profil Dewan Komisaris.

Profil Anggota Komite Nominasi dan Remunerasi

Seluruh anggota Komite Nominasi dan Remunerasi Perseroan berstatus Warga Negara Indonesia (WNI). Berikut ini adalah profil lengkap anggota Komite Nominasi dan Remunerasi Perseroan yang bukan merupakan anggota Dewan Komisaris, yaitu:

Nomination and Remuneration Committee Membership Profile

Profile of the Head and Members of the Nomination and Remuneration Committee (Commissioner)

The full profiles of Mr. Abdur Rahim Hasan and Ms. Dwijanti Tjahjaningsih, respectively as the Head and member of the Nomination and Remuneration Committee, is available in the Company Profile Chapter, Sub-chapter Profile of the Board of Commissioners.

Profile of Non-Commissioner Audit Committee Members

All members of the Company's Nomination and Remuneration Committee are Indonesian Citizens (WNI). The following is a complete profile of members of the Nomination and Remuneration Committee of the Company excluded from the members of the Board of Commissioners:

Nama Name	Usia Age	Riwayat Pendidikan Educational Background	Riwayat Karier Resume
Ahmad Alyani Addarain	33 tahun 33 year old	Sarjana Psikologi Universitas Negeri Semarang (2013) Bachelor of Psychology Semarang State University (2013)	<ul style="list-style-type: none"> Spv. HRD di PT Suzuki Mobil Cirebon (2013-2014) CMO di PT Astra Credit Companies (2014-2015) Staff HRD di PT Riyana Cipta Pangan sebagai HRD (2015-2016) Spv. Area HRD di PT Wirasindo Santakarya (2016-2017) Marketing Advisor di PT Summit Global Indonesia (2017-2019) PT Indonesia Kendaraan Terminal sebagai Komite Nominasi dan Remunerasi (2018-Sekarang) Spv. HRD at PT Suzuki Mobil Cirebon (2013-2014) CMO at PT Astra Credit Companies (2014-2015) HRD staff at PT Riyana Cipta Pangan as HRD (2015-2016) Spv. HRD Area at PT Wirasindo Santakarya (2016-2017) Marketing Advisor at PT Summit Global Indonesia (2017-2019) PT Indonesia Kendaraan Terminal as Nomination and Remuneration Committee (2018-Present)

Independensi Anggota Komite Nominasi dan Remunerasi

Dalam menjalankan tugas dan tanggung jawabnya, seluruh anggota Komite Nominasi dan Remunerasi dipastikan selalu bersikap profesional, objektif, dan independen sebagaimana dipersyaratkan oleh regulasi yang berlaku. Perseroan memastikan semua anggota komite telah memenuhi syarat independensi berikut ini:

Independence of the Nomination and Remuneration Committee

In carrying out their duties and responsibilities, all members of the Nomination and Remuneration Committee are required to constantly behave professionally, objectively, and independently as required by applicable regulations. The Company ensures that all committee members have met the following independence requirements:

Aspek Independensi Independency Aspect	Abdur Rahim Hasan	Dwijanti Tjahjaningsih	Ahmad Alyani Addarain
Tidak memiliki hubungan keuangan dengan Dewan Komisaris dan Direksi Has no financial relationship with BoC and BoD	√	√	√
Tidak memiliki hubungan kepengurusan di perusahaan, anak perusahaan, maupun perusahaan afiliasi Has no management relationship at the company, subsidiaries and affiliate entities	√	√	√
Tidak memiliki hubungan kepemilikan saham di perusahaan Has no shareholding relationship at the company	√	√	√
Tidak memiliki hubungan keluarga dengan Dewan Komisaris, Direksi, dan/atau sesama anggota Komite Audit Has no familial relationship with the BoC, the BoD, and/or fellow members of the Audit Committee	√	√	√

Informasi Rangkap Jabatan

Ketua Komite Remunerasi dan Nominasi hanya dapat merangkap sebagai Ketua Komite lainnya paling banyak pada 1 (satu) komite lainnya. Informasi rangkap jabatan Komite Nominasi dan Remunerasi dapat dilihat pada tabel dibawah ini sebagai berikut:

Nama Name	Jabatan di Perseroan Position in the Company	Jabatan di Perusahaan Lain Position in Other Companies	Nama Perusahaan Lain Name of Other Companies
Ahmad Alyani Addarain	Anggota Komite Remunerasi dan Nominasi Member of Remuneration and Nomination Committee	Human Resources dan Operational Human Resources and Operations	PT Summit Global Indonesia

Information on Concurrent Position

The Head of the Remuneration and Nomination Committee can only serve as the Head of the other Committees in a maximum of 1 (one) other committee. Information on the concurrent positions of the Nomination and Remuneration Committee is summarized as follows:

Rapat Komite Nominasi dan Remunerasi

Rapat Komite Nominasi dan Remunerasi wajib dilaksanakan sekurang-kurangnya sesuai dengan ketentuan minimal rapat Dewan Komisaris yang ditetapkan dalam Anggaran Dasar Perseroan. Kebijakan tersebut tercantum dalam Piagam Komite Nominasi dan Remunerasi. Sepanjang tahun 2021, Komite Nominasi dan Remunerasi telah menyelenggarakan 19 kali rapat dengan uraian sebagai berikut:

Meetings of Nomination and Remuneration Committee

Meetings of the Nomination and Remuneration Committee must be held at least equal to the minimum requirements for the Board of Commissioners meeting stipulated in the Company's Articles of Association. The policy is stated in the Nomination and Remuneration Committee Charter. Throughout 2021, the Nomination and Remuneration Committee has held 19 meetings with the following descriptions:

No	Tanggal Rapat Meeting Date	Agenda	Kehadiran Attendance		
			Abdur Rahim Hasan	Dwijanti Tjahjaningsih	Ahmad Alyani Addarain
1	5 Januari 2021 January 5, 2021	Monitoring penyelesaian permasalahan strategis PT Indonesia Kendaraan Terminal Tbk Monitoring the resolution of strategic problems of PT Indonesia Kendaraan Terminal Tbk	√	√	√
2	4 Februari 2021 February 4, 2021	Pembahasan Draf Final RJPP 2020-2024 PT Indonesia Kendaraan Terminal Tbk Discussion on the Final Draft of RJPP 2020-2024 PT Indonesia Kendaraan Terminal Tbk	√	√	√
3	3 Maret 2021 March 3, 2021	Pembahasan Struktur Organisasi PT Indonesia Kendaraan Terminal Tbk Discussion of the Organizational Structure of PT Indonesia Kendaraan Terminal Tbk	√	√	√
4	8 April 2021 April 8, 2021	Pembahasan terkait Mitigasi dan Penanggulangan Wabah Covid di lingkungan PT Indonesia Kendaraan Terminal Tbk selama bulan puasa dan menjelang mudik lebaran Discussion related to Countermeasures and Mitigation of the Covid Outbreak at PT Indonesia Kendaraan Terminal Tbk during the fasting month and ahead of Lebaran homecoming	√	√	√
5	5 Mei 2021 May 5, 2021	Pembahasan terkait laporan KPI Direksi dan Komisaris Discussion related to the KPI reports of the Board of Directors and Commissioners	√	√	√
6	10 Juni 2021 June 10, 2021	Pembahasan pelaksanaan RUPS Tahunan dan Luar Biasa PT Indonesia Kendaraan Terminal Tbk Discussion on the implementation of the Annual and Extraordinary GMS of PT Indonesia Kendaraan Terminal Tbk	√	√	√
7	21 Juni 2021 June 21, 2021	Pembahasan Terkait Wacana Perubahan Struktur Organisasi Discussion Regarding the Discourse of Changes in Organizational Structure	√	√	√
8	26 Juli 2021 July 26, 2021	Analisis Kinerja Pegawai atas Dampak Perubahan Struktur Organisasi di PT Indonesia Kendaraan Terminal Tbk Employee Performance Analysis on the Impact of Changes in Organizational Structure at PT Indonesia Kendaraan Terminal Tbk	√	√	√
9	9 Agustus 2021 August 9, 2021	Updating Posisi Jabatan pasca sertijab Pegawai Updating Position after Employee Certificate	√	√	√
10	23 Agustus 2021 August 23, 2021	Kick Off Meeting dan pembahasan Usulan RKAP Tahun 2022 PT Indonesia Kendaraan Terminal Tbk Kick Off Meeting and discussion of the proposed 2022 RKAP PT Indonesia Kendaraan Terminal Tbk	√	√	√

Komite Nominasi dan Remunerasi Nomination and Remuneration Committee

No	Tanggal Rapat Meeting Date	Agenda Agenda	Kehadiran Attendance		
			Abdur Rahim Hasan	Dwijanti Tjahjaningsih	Ahmad Alyani Addarain
11	10 September 2021 September 10, 2021	Usuan Tantiem dan Honorarium/Gaji Direksi/Komisaris Proposed Tantiem and Honorarium/Salary of Directors/Commissioners	√	√	√
12	21 September 2021 September 21, 2021	Updating Pengelolaan Pegawai Organik dan Non-Organik Updating Management of Organic and Non-Organic Employees	√	√	√
13	18 Oktober 2021 October 18, 2021	Pertemuan dengan Serikat TNO PT Indonesia kendaraan Terminal Tbk terkait isu permasalahan kesejahteraan Meeting with TNO Union of PT Indonesia Kendaraan Terminal Tbk regarding welfare issues	√	√	√
14	23 Oktober 2021 October 23, 2021	Pembahasan terkait tuntutan serikat TNO PT IKT terhadap Kopegmar Discussion regarding the demands of the PT IKT TNO union against Kopegmar	√	√	√
15	26 November 2021 November 26, 2021	Pemaparan Implementasi IT PT Indonesia Kendaraan Terminal Tbk Presentation of IT Implementation of PT Indonesia Kendaraan Terminal Tbk	√	√	√
16	27 November 2021 November 27, 2021	Pembahasan terkait wacana langkah serikat TNO untuk melakukan upaya Bipartit dengan Kopegmar sebagai mediasi dalam menyelesaikan perselisihan Discussion regarding the discourse of the TNO Union to carry out Bipartite efforts with Kopegmar as mediation in resolving disputes	√	√	√
17	7 Desember 2021 December 7, 2021	Pembahasan terkait wacana <i>direct</i> kontrak PKWT yang diajukan serikat TNO PT Indonesia kendaraan Terminal Tbk Discussion regarding the discourse of the direct PKWT contract proposed by the TNO Union of PT Indonesia Kendaraan Terminal Tbk	√	√	√
18	9 Desember 2021 December 9, 2021	Pelaksanaan Coaching ASEAN CG Scorecard PT IKT Tbk tahun 2021 Implementation of Coaching ASEAN CG Scorecard PT IKT Tbk in 2021	√	√	√
19	10 Desember 2021 December 10, 2021	Pembahasan Worksheet Area of Improvement ACGS Discussion of the ACGS Area of Improvement Worksheet	√	√	√
Jumlah Rapat/ Number of Meetings			19	19	19
Jumlah Kehadiran/ Number of Attendances			19	19	19
Persentase Kehadiran Percentage of Attendance			100%	100%	100%

Laporan Pelaksanaan Tugas Komite Nominasi dan Remunerasi Tahun 2021

Selama 2021, anggota Komite Nominasi dan Remunerasi telah memberikan berbagai rekomendasi antara lain terkait dengan:

1. Laporan Tahunan Komite Nominasi dan Remunerasi Tahun 2020
2. Tanggapan Penyampaian Usulan Revisi RKAP Tahun 2021 PT Indonesia Kendaraan Terminal Tbk
3. Tanggapan Permohonan Rencana Jangka Panjang Perusahaan (RJPP) 2020-2024 PT Indonesia Kendaraan Terminal Tbk
4. Tanggapan Usulan Perubahan Struktur Organisasi dan Nomenklatur PT Indonesia Kendaraan Terminal Tbk

Duties Implementation Reports of Nomination and Remuneration Committee in 2021

During 2021, members of the Nomination and Remuneration Committee have provided various recommendations, including those related to:

1. Nomination and Remuneration Committee Annual Report 2020
2. Response to the Submission of the Proposed Revised RKAP 2021 PT Indonesia Kendaraan Terminal Tbk
3. Response to the Application for the Company's Long-Term Plan (RJPP) 2020-2024 PT Indonesia Kendaraan Terminal Tbk
4. Response to Proposed Changes in Organizational Structure and Nomenclature of PT Indonesia Kendaraan Terminal Tbk

5. Arahan/Nasihat terhadap Permasalahan Pegawai Tenaga Non Organik (PKWT) terhadap Kopegmar di PT Indonesia Kendaraan Terminal Tbk
6. Arahan Kebijakan dan Pelaksanaan Pengembangan Karier Pegawai di lingkungan PT. Indonesia Kendaraan Terminal, Tbk

5. Guidance/Advice on Problems with Non-Organic Workers (PKWT) against Kopegmar at PT Indonesia Kendaraan Terminal Tbk
6. Policy Direction and Implementation of Employee Career Development within PT. Indonesia Kendaraan Terminal, Tbk

KEBIJAKAN SUKSESI DIREKSI

Kebijakan suksesi Direksi dilakukan sesuai dengan ketentuan yang ditetapkan oleh Pemegang Saham dalam RUPS. Selain itu, ketentuan tersebut juga mengacu pada Anggaran Dasar dan Board Manual Perseroan. Pemilihan Direksi melalui proses yang berlaku di RUPS.

BOARD OF DIRECTORS SUCCESSION POLICY

The succession policy for the Board of Directors is carried out in accordance with the provisions stipulated by the Shareholders at the GMS. The provisions also refer to the Company's Articles of Association and Board Manual. Election of the Board of Directors is conducted through the applicable process at the GMS.

PROGRAM PENGEMBANGAN KOMPETENSI KOMITE NOMINASI DAN REMUNERASI TAHUN 2021

Uraian lengkap mengenai daftar program pelatihan dan pengembangan kompetensi yang telah diikuti oleh seluruh anggota Komite Nominasi dan Remunerasi sepanjang tahun 2021 dapat dilihat pada Bab Profil Perusahaan, di dalam Laporan Tahunan ini.

COMPETENCE DEVELOPMENT PROGRAM FOR THE NOMINATION AND REMUNERATION COMMITTEE IN 2021

A complete description of the list of training and competence development programs that have been attended by all members of the Nomination and Remuneration Committee throughout 2021 is available in the Company Profile Chapter, in this Annual Report.

PENILAIAN DAN EVALUASI ATAS KINERJA KOMITE NOMINASI DAN REMUNERASI TAHUN 2021

ASSESSMENT AND EVALUATION OF THE PERFORMANCE OF THE NOMINATION AND REMUNERATION COMMITTEE IN 2021

Program Kerja Work Plan	Terlaksana / Tidak Terlaksana Has Implemented / Has Not Implemented
Evaluasi penerapan prinsip-prinsip GCG bidang SDM Evaluation of the implementation of GCG principles in HC	Terlaksana Has implemented
Pembahasan dan review usulan RKAP bidang SDM Discussion and review of the proposed RKAP in the field of HC	Terlaksana Has implemented
Rapat koordinasi triwulan bersama divisi SDM (Sinergi dengan Rakor Komite Audit / KPMR) Quarterly coordination meeting with HC division (Synergy with Audit Committee Coordination Meeting / KPMR)	Terlaksana Has implemented
Kajian usulan remunerasi Dewan Komisaris dan Direksi Review of remuneration proposals for the Board of Commissioners and Board of Directors	Terlaksana Has implemented
Kajian / rekomendasi atas desain dan pola struktur organisasi perusahaan berdasarkan usulan direksi dan atau penugasan dekom Study/recommendation on the design and format of the Company's organizational structure based on the recommendation of the Board of Directors and or the assignment of the Board of Commissioners	Terlaksana Has implemented
Review atas penerapan sistem manajemen karir pekerja Review on the implementation of the employee career management system	Terlaksana Has implemented
Kunjungan kerja / Benchmarking Working visit / Benchmarking	Terlaksana Has implemented
Menyusun rencana kerja dan anggaran KNR Prepare work plan and budget for the Committee	Terlaksana Has implemented
Penyusunan laporan triwulan KNR Prepare the Committee quarterly reports	Terlaksana Has implemented
Seminar / pelatihan / workshop / studi banding Seminar / training / workshop / comparative study	Terlaksana Has implemented
Rapat dengan Dewan Komisaris Meetings with the Board of Commissioners	Terlaksana Has implemented
Rapat internal KNR (minimal satu bulan sekali) The Committee internal meeting (at minimum once in a month)	Terlaksana Has implemented
Review penugasan dekom lainnya yang relevan dengan bidang SDM Review of other Board of Commissioners assignments that are relevant to the HC field	Terlaksana Has implemented

Sekretaris Perusahaan

Corporate Secretary

Sekretaris Perusahaan adalah organ pendukung Direksi yang berperan penting dalam memfasilitasi komunikasi antar-organ Perseroan dan sebagai penghubung yang menjembatani kepentingan Perseroan dengan regulator, Pemegang Saham, media, dan pihak eksternal lainnya. Disamping itu, Sekretaris Perusahaan juga menjalankan fungsi kesekretariatan perusahaan dan memastikan kepatuhan Perseroan kepada peraturan dan prinsip GCG. Sekretaris Perusahaan memiliki posisi strategis dalam membangun *corporate image* IPCC.

Corporate Secretary is a supporting organ of the Board of Directors that plays an important role in facilitating communication among the internal bodies in the Company as well as being a liaison that bridging the interests of the Company with regulators, shareholders, media, and other external parties. Corporate Secretary also carries out the Company's secretarial function and ensures the Company's compliance with GCG rules and principles. Corporate Secretary has a strategic position in maintaining the corporate image of the IPCC.

Fungsi Sekretaris Perusahaan di Perseroan telah selaras dengan ketentuan Peraturan Otoritas Jasa Keuangan Nomor 35/POJK.04/2014 ("POJK 35/2014") tentang Sekretaris Perusahaan Emiten atau Perusahaan Publik.

The duties of the Corporate Secretary in the Company are in line with the provisions of the Financial Services Authority Regulation Number 35/POJK.04/2014 ("POJK 35/2014") regarding Corporate Secretary of Issuers or Public Companies.

DASAR HUKUM

- 1) Undang-Undang Republik Indonesia Nomor 40 Tahun 2007 tentang Perseroan Terbatas;
- 2) Peraturan Otoritas Jasa Keuangan Nomor 33/POJK.04/2014 tentang Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik;
- 3) Peraturan Otoritas Jasa Keuangan Nomor 32/POJK.04/2014 tentang Rencana dan Penyelenggaraan Rapat Umum Pemegang Saham Perusahaan Terbuka sebagaimana telah diubah dengan Peraturan Otoritas Jasa Keuangan 10/POJK.04/2017;
- 4) Peraturan Otoritas Jasa Keuangan Nomor 35/POJK.04/2014 tentang Sekretaris Perusahaan Emiten atau Perusahaan Publik;
- 5) Peraturan Otoritas Jasa Keuangan Nomor 8/POJK.04/2015 tentang Situs Web Emiten Atau Perusahaan Publik;
- 6) Peraturan Otoritas Jasa Keuangan Nomor 31/POJK.04/2015 tentang Keterbukaan atas Informasi atau Fakta Material oleh Emiten atau Perusahaan Publik;
- 7) Peraturan Otoritas Jasa Keuangan Nomor 29/POJK.04/2016 tentang Laporan Tahunan Emiten atau Perusahaan Publik;
- 8) Surat Edaran Otoritas Jasa Keuangan Nomor 30/SEOJK.04/2016 tentang Bentuk dan Isi Laporan Tahunan Emiten Atau Perusahaan Publik.

LEGAL BASIS

- 1) Law of the Republic of Indonesia Number 40 of 2007 concerning Limited Liability Companies;
- 2) Financial Services Authority Regulation Number 33/POJK.04/2014 concerning the Board of Directors and Board of Commissioners of Issuers or Public Companies;
- 3) Financial Services Authority Regulation Number 32/POJK.04/2014 concerning Planning and Organizing General Meeting of Shareholders of a Public Company as amended by Financial Services Authority Regulation 10/POJK.04/2017;
- 4) Financial Services Authority Regulation Number 35/POJK.04/2014 concerning Corporate Secretary of Issuers or Public Companies;
- 5) Financial Services Authority Regulation Number 8/POJK.04/2015 concerning Websites of Issuers or Public Companies;
- 6) Financial Services Authority Regulation Number 31/POJK.04/2015 concerning Disclosure of Information or Material Facts by Issuers or Public Companies;
- 7) Financial Services Authority Regulation Number 29/POJK.04/2016 concerning Annual Reports of Issuers or Public Companies;
- 8) Financial Services Authority Circular Letter Number 30/SEOJK.04/2016 concerning the Form and Content of the Annual Report of Issuers or Public Companies.

PEDOMAN KERJA SEKRETARIS PERUSAHAAN

Berikut ini adalah daftar pedoman kerja yang dijadikan sebagai acuan bagi Sekretaris Perusahaan dalam menjalankan tugas dan tanggung jawabnya agar dapat berjalan efektif, antara lain:

- a) Pedoman Good Corporate Governance
- b) Pedoman Tata Kerja Hubungan BOC dan BOD
- c) Pedoman Sponsorship atau Bentuk Bantuan Lainnya
- d) Pedoman Penyusunan dan Pembuatan Annual Report
- e) Pedoman Penyaluran Dana CSR
- f) Pedoman Pelaksanaan RUPS
- g) Pedoman Pengelolaan Informasi dengan Media
- h) Pedoman Visit dan Field Trip

CORPORATE SECRETARY WORK GUIDELINES

The following is a list of work guidelines as a reference for the Corporate Secretary to carry out its duties and responsibilities effectively, including:

- a) Guidelines of Good Corporate Governance
- b) Board Charter for BOC and BOD Relations
- c) Sponsorship or Other Assistance Guidelines
- d) Annual Reports Preparation Guidelines
- e) CSR Budget Disbursement Guidelines
- f) GMS Implementation Guidelines
- g) Guidelines of Management of Information with Media
- h) Visit and Field Trip Guidelines