NOMINASI DAN REMUNERASI DEWAN KOMISARIS DAN DIREKSI

Nomination and Remuneration of the Board of Commissioners and Directors

Nominasi Dewan Komisaris dan Direksi
Nomination of the Board of Commissioners and Board of Directors

Pengangkatan dan Pemberhentian Dewan Komisaris
Appointment and Discharge of the Board of Commissioners

Pengangkatan anggota Dewan Komisaris dilaksanakan melalui pengajuan oleh Pemegang Saham dalam prosedur RUPS yang sebelumnya telah melewati proses nominasi sesuai peraturan perundang-undangan, Anggaran Dasar, dan Pedoman Tata Laksana Kerja Hubungan Dewan Komisaris dan Direksi (*Board Manual*) PT Integrasi Logistik Cipta Solusi. Anggota yang diangkat adalah individu yang telah memenuhi berbagai persyaratan materil, formal, dan syarat lainnya sebagaimana diatur dalam Pedoman Tata Laksana Kerja Hubungan Dewan Komisaris dan Direksi (*Board Manual*) PT Integrasi Logistik Cipta Solusi. Dewan Komisaris memiliki masa jabatan selama 5 (lima) tahun dan dapat diangkat kembali untuk 1 (satu) kali masa jabatan.

Pemberhentian anggota Dewan Komisaris dilakukan sesuai dengan ketentuan dalam Pedoman Tata Laksana Kerja Hubungan Dewan Komisaris dan Direksi (*Board Manual*) PT Integrasi Logistik Cipta Solusi, yakni sewaktu-waktu dapat diberhentikan berdasarkan keputusan RUPS dengan menyebutkan alasannya, dengan memberitahukan rencana pemberhentian tersebut kepada anggota Dewan Komisaris yang bersangkutan, baik secara lisan maupun tertulis oleh Pemegang Saham. Pemegang Saham melakukan evaluasi terhadap anggota Dewan Komisaris sebelum melakukan pemberhentian anggota Dewan Komisaris Perusahaan. Pemberhentian dilakukan apabila berdasarkan kenyataan, anggota yang bersangkutan memiliki berbagai kondisi sesuai yang diatur dalam Pedoman Tata Laksana Kerja Hubungan Dewan Komisaris dan Direksi (*Board Manual*) PT Integrasi Logistik Cipta Solusi.

The appointment of members of the Board of Commissioners is carried out through a proposal by the Shareholders in the GMS procedure, which has previously passed the nomination process following laws and regulations, the Articles of Association, and the Board Manual of PT Integrasi Logistik Cipta Solusi. The appointed members are individuals who have met various material, formal, and other requirements as stipulated in the Board Manual of PT Integrasi Logistik Cipta Solusi. The Board of Commissioners has a term of office of 5 (five) years and may be reappointed for 1 (one) term.

The dismissal of members of the Board of Commissioners is carried out following the provisions in the Board Manual of PT Integrasi Logistik Cipta Solusi, which can be dismissed at any time based on the GMS decision by stating the reasons, by notifying the dismissal plan to the members of the Board of Commissioners concerned, either orally or in writing by the Shareholders. Shareholders evaluate members of the Board of Commissioners before dismissing members of the Company's Board of Commissioners. Dismissal is carried out if, based on reality, the member concerned has various conditions as stipulated in the Board Manual of PT Integrasi Logistik Cipta Solusi.

Pengangkatan dan Pemberhentian Direksi
Appointment and Discharge of the Board of Directors

Calon anggota Direksi yang diangkat adalah individu yang diajukan oleh Pemegang Saham berdasarkan proses nominasi sesuai peraturan perundang-undangan, Anggaran Dasar, dan Pedoman Tata Laksana Kerja Hubungan Dewan Komisaris dan Direksi (*Board Manual*) PT Integrasi Logistik Cipta Solusi. Pengangkatan dilakukan melalui mekanisme RUPS dan pencalonan bersifat mengikat bagi RUPS. Anggota yang diangkat adalah individu yang telah memenuhi berbagai persyaratan materil, formal, dan syarat lainnya sebagaimana diatur dalam Pedoman Tata Laksana Kerja Hubungan Dewan Komisaris dan Direksi (*Board Manual*) PT Integrasi Logistik Cipta Solusi. Direksi memiliki masa jabatan selama 5 (lima) tahun dan dapat diangkat kembali untuk 1 (satu) kali masa jabatan.

Candidates for the Board of Directors are individuals nominated by the Shareholders based on the nomination process following laws and regulations, the Articles of Association, and the Board Manual of PT Integrasi Logistik Cipta Solusi. Appointments are made through the GMS mechanism, and the nomination is binding for the GMS. The appointed members are individuals who have met various material, formal, and other requirements as stipulated in the Board Manual of PT Integrasi Logistik Cipta Solusi. The Board of Directors has a term of office of 5 (five) years and may be reappointed for 1 (one) term.

Pemberhentian anggota Direksi dijalankan dengan mengacu pada ketentuan dalam Pedoman Tata Laksana Kerja Hubungan Dewan Komisaris dan Direksi (*Board Manual*) PT Integrasi Logistik Cipta Solusi, yaitu RUPS dapat memberhentikan para anggota Direksi sewaktu-waktu dengan menyebutkan alasannya dan RUPS melakukan evaluasi sebelum melakukan pemberhentian. Alasan pemberhentian dilakukan apabila berdasarkan kenyataan, anggota Direksi yang bersangkutan memiliki berbagai kondisi sesuai yang diatur dalam Pedoman Tata Laksana Kerja Hubungan Dewan Komisaris dan Direksi (*Board Manual*) PT Integrasi Logistik Cipta Solusi.

The dismissal of members of the Board of Directors is carried out with reference to the provisions in the Board Manual of PT Integrasi Logistik Cipta Solusi, namely the GMS can dismiss members of the Board of Directors at any time by stating the reasons and the GMS conducts an evaluation before dismissing. The reason for dismissal is carried out if based on reality, the member of the Board of Directors concerned has various conditions as stipulated in the PT Integrasi Logistik Cipta Solusi Board Manual.

Remunerasi Dewan Komisaris dan Direksi
Remuneration of the Board of Commissioners and Board of Directors

Kebijakan Remunerasi Dewan Komisaris dan Direksi
Board of Commissioners and Board of Directors Remuneration Policy

Di tahun 2024, ketentuan mengenai pemberian penghasilan atau remunerasi dan fasilitas lain bagi Dewan Komisaris dan Direksi dilakukan Perusahaan dengan mengacu pada Peraturan Menteri Badan Usaha Milik Negara Nomor PER-3/MBU/03/2023 Tahun 2023.

In 2024, the provisions regarding the provision of income or remuneration and other facilities for the Board of Commissioners and Directors are carried out by the Company with reference to the Regulation of the Minister of State-Owned Enterprises Number PER-3/MBU/03/2023 of 2023.

Prosedur Penetapan Remunerasi Dewan Komisaris dan Direksi
Procedure for Determining the Remuneration of the Board of Commissioners and the Board of Directors

Prosedur penetapan remunerasi dimulai dengan pengajuan usulan oleh Direksi. Selanjutnya, Direksi meminta konsultan sebagai pihak ketiga untuk melakukan peninjauan kembali pada remunerasi Direktur Utama. Hasil peninjauan tersebut kemudian disampaikan kepada Dewan Komisaris untuk rekomendasi lebih lanjut. Kemudian Dewan Komisaris dengan dibantu Komite Audit, Nominasi, dan Remunerasi memproses peninjauan dengan menganalisis dan mengevaluasi

The procedure for determining remuneration begins with the submission of a proposal by the Board of Directors. Subsequently, the Board of Directors requests a consultant as a third party to review the remuneration of the President Director. The results of the review are then submitted to the Board of Commissioners for further recommendations. Then the Board of Commissioners, with the assistance of the Audit, Nomination and Remuneration Committee, processes the review by kebijakan remunerasi. Tahap akhir proses ditandai dengan pengajuan rekomendasi Dewan Komisaris kepada pemegang saham melalui RUPS untuk memperoleh persetujuan.

analyzing and evaluating the remuneration policy. The final stage of the process is marked by the submission of the Board of Commissioners' recommendation to the shareholders through the GMS for approval.

Indikator Penetapan Remunerasi Dewan Komisaris dan Direksi
Indicators for Determining the Remuneration of the Board of Commissioners and the Board of Directors

Penetapan penghasilan Dewan Komisaris dan Direksi seperti gaji/honorarium, tunjangan, dan fasilitas tetap lainnya dilakukan dengan mempertimbangkan beberapa hal, antara lain pendapatan, aset, kondisi dan kemampuan keuangan Perusahaan, tingkat inflasi, serta faktor relevan lainnya. Perusahaan memastikan penetapan ini dilakukan dengan senantiasa mematuhi ketentuan peraturan perundang-undangan yang berlaku.

The determination of the income of the Board of Commissioners and Board of Directors, such as salary/honorarium, allowances, and other fixed facilities, is carried out by considering several things, including income, assets, the Company's financial condition and capabilities, the inflation rate, and other relevant factors. The Company ensures that these determinations are made in compliance with the prevailing laws and regulations.

Sementara untuk penetapan penghasilan variabel seperti tunjangan dan tantiem, didasarkan pada pencapaian target, tingkat kesehatan dan kemampuan keuangan Perusahaan, dan faktor-faktor relevan lainnya.

As for the determination of variable income such as allowances and tantiem, it is based on the achievement of targets, the level of health and financial capability of the Company, and other relevant factors.

Komponen Remunerasi Dewan Komisaris dan Direksi
Board of Commissioners and Board of Directors Remuneration Components

Untuk tahun 2024, struktur dan komponen remunerasi bagi Dewan Komisaris dan Direksi ditetapkan berdasarkan Keputusan Para Pemegang Saham di Luar Rapat Umum Pemegang Saham PT Integrasi Logistik Cipta Solusi (RUPS Sirkuler) Nomor: SK.03/30/9/19/SPAP/UTMA/PLND-24 Nomor: HK.566/04/17/KPM.TPK-24 tanggal 30 September 2024 tentang Penetapan Penyesuaian Besaran Penghasilan Tahun 2024 dan Pemberian Tantiem Tahun Buku 2023 Bagi Direksi dan Dewan Komisaris PT Integrasi Logistik Cipta Solusi.

For 2024, the structure and components of remuneration for the Board of Commissioners and Board of Directors are determined based on the Resolution of Shareholders Outside the General Meeting of Shareholders of PT Integrasi Logistik Cipta Solusi (Circular GMS) Number: SK.03/30/9/19/SPAP/UTMA/PLND-24 Number: HK.566/04/17/KPM.TPK-24 dated September 30, 2024, concerning the Determination of Adjustment of Income Amount for 2024 and Provision of Tantiem for Fiscal Year 2023 for the Board of Directors and Board of Commissioners of PT Integrasi Logistik Cipta Solusi.

Jenis penghasilan dan keterangan terkait remunerasi Dewan Komisaris dan Direksi adalah sebagai berikut:

Dewan Komisaris
1. Honorarium
2. Tunjangan:
    a. Tunjangan Hari Raya
    b. Tunjangan Transportasi
    c. Asuransi Purna Jabatan
3. Fasilitas:
    a. Kesehatan
    b. Bantuan Hukum
4. Biaya Operasional:
    a. Pakaian Seragam
    b. Keanggotaan Perkumpulan Profesi

The types of income and information related to the remuneration of the Board of Commissioners and Directors are as follows:

Board of Commissioners
1. Honorarium
2. Allowance:
    a. Raya Day Allowance
    b. Transportation Allowance
    c. Post-Service Insurance
3. Facility:
    a. Health
    b. Legal Assistance
4. Operational Costs:
    a. Uniform Clothing
    b. Professional Association Membership

Direksi
1. Gaji
2. Tunjangan:
   a. Tunjangan Hari Raya
   b. Tunjangan Perumahan
   c. Asuransi Purna Jabatan
3. Fasilitas:
   a. Kendaraan Dinas
   b. Kesehatan
   c. Bantuan Hukum
4. Biaya Operasional:
   a. Biaya Komunikasi
   b. Pakaian Seragam
   c. Keanggotaan Perkumpulan Profesi
   d. *Club/Corporate Membership*
   e. Biaya Representasi

Board of Directors
1. Salary
2. Allowance:
   a. Raya Daya Allowance
   b. Housing Allowance
   c. Post-Service Insurance
3. Facility:
   a. Office Vehicles
   b. Health
   c. Legal Assistance
4. Operational Costs:
   a. Communication Costs
   b. Uniform Clothing
   c. Professional Association Membership
   d. Club/Corporate Membership
   e. Representation Cost

Besaran Remunerasi Dewan Komisaris dan Direksi
Board of Commissioners and Board of Directors Amount of Remuneration

Di tahun 2024, remunerasi Dewan Komisaris adalah sebesar Rp1.808.339.276 dan remunerasi Direksi adalah sebesar Rp3.553.281.824.

In 2024, the remuneration of the Board of Commissioners is Rp1,808,339,276, and the remuneration of the Board of Directors is Rp3,553,281,824.

Rasio Gaji
Salary Ratio

Dewan Komisaris, Direksi, dan karyawan Pelindo Solusi Digital menerima honorarium/gaji sebagai bagian dari hak atas hasil kerja yang telah dilakukan dengan besaran nilai mengacu pada perjanjian kerja, termasuk tunjangan bagi pegawai dan keluarganya. Pemberian honorarium/gaji tersebut menjadi bentuk penghargaan atas tugas yang dijalankan di Perusahaan sekaligus sebagai motivasi untuk mencapai kinerja optimal sesuai tanggung jawab jabatan. Rasio honorarium/gaji tertinggi dan terendah per bulan di tahun 2024 tercantum dalam tabel berikut:

The Board of Commissioners, Board of Directors, and employees of Pelindo Solusi Digital receive honorarium/salary as part of the rights for the work that has been done, with the amount of value referring to the employment agreement, including benefits for employees and their families. The honorarium/salary is a form of appreciation for the duties carried out in the Company, as well as a motivation to achieve optimal performance according to the responsibilities of the position. The highest and lowest honorarium/salary ratios per month in 2024 are listed in the following table:

Rasio Ratio	Skala Perbandingan Comparison Scale
Rasio gaji Karyawan yang tertinggi dan terendah Ratio of highest and lowest employee salary	6:1
Rasio gaji Direksi yang tertinggi dan terendah Ratio of highest and lowest Board of Directors' salary	1:1
Rasio gaji Dewan Komisaris yang tertinggi dan terendah Ratio of highest and lowest Board of Commissioners' salary	10:9
Rasio gaji Direksi yang tertinggi dan Karyawan tertinggi Ratio of highest Director's and highest employee's salary	2:1

Hingga saat ini, Pelindo Solusi Digital tidak menerapkan kebijakan pemberian bonus non kinerja dan opsi saham kepada setiap anggota Dewan Komisaris dan Direksi.

To date, Pelindo Solusi Digital has not implemented a policy of granting non-performance bonuses and stock options to each member of the Board of Commissioners and Board of Directors.