Danantara Indonesia

Sistem dan Alokasi Remunerasi Dewan Komisaris dan Direksi

PELINDO TERMINAL PETIKEMAS

Remunerasi Dewan Komisaris Dan Direksi

SPTP berkomitmen untuk menerapkan prinsip tata kelola perusahaan yang baik, salah satunya melalui penerapan kebijakan remunerasi yang transparan, adil, dan berbasis kinerja. Kebijakan remunerasi bagi Dewan Komisaris dan Direksi disusun dengan mengacu pada regulasi yang berlaku, termasuk Peraturan Menteri BUMN, serta mempertimbangkan tanggung jawab, kontribusi, dan capaian kinerja masing-masing individu maupun kolegial.

Remunerasi yang diberikan mencakup gaji, tunjangan, fasilitas, insentif, dan bentuk imbalan lainnya yang disesuaikan dengan pencapaian target kinerja dan kondisi keuangan perusahaan. Tujuannya adalah untuk mendorong motivasi kerja, menjaga profesionalisme, serta menarik dan mempertahankan individu dengan integritas dan kompetensi tinggi dalam menjalankan tugas pengawasan dan pengelolaan perusahaan.

Kebijakan ini dievaluasi secara berkala melalui mekanisme penilaian kinerja tahunan serta persetujuan Rapat Umum Pemegang Saham (RUPS), guna memastikan bahwa pemberian remunerasi tetap selaras dengan prinsip akuntabilitas dan keberlanjutan usaha.

Dasar Kebijakan Remunerasi Dewan Komisaris dan Direksi

Persetujuan pemberian remunerasi Dewan Komisaris dan Direksi Perusahaan ditetapkan oleh RUPS. Hal ini berdasarkan kepada Peraturan Direksi PT Pelabuhan Indonesia (Persero) Nomor HK.01/1/4/1/SPAP/UTMA/PLD-22 tentang Pedoman Penetapan Penghasilan Direksi dan Dewan Komisaris subholding, Anak Perusahaan dan perusahaan terafiliasi serta Dewan Pengurus dan Pengawas Kerjasama Operasi (KSO) di ruang lingkup bisnis Perusahaan.

Pemegang Saham menetapkan penyesuaian remunerasi Dewan Komisaris dan Direksi dengan pertimbangan:

- Faktor skala usaha
- Faktor kompleksitas usaha
- Tingkat inflasi
- Kondisi dan kemampuan Perusahaan
- Faktor-faktor lain yang relevan dan tidak boleh bertentangan dengan peraturan perundangundangan.

Remuneration of The Board of Commissioners and Board of Directors

SPTP is committed to implementing the principles of good corporate governance, including through the implementation of a transparent, fair, and performance-based remuneration policy. The remuneration policy for the Board of Commissioners and the Board of Directors is formulated in accordance with applicable regulations, including the Minister of State-Owned Enterprises' Regulation, and takes into account the responsibilities, contributions, and performance achievements of each individual as well as the collective body.

Remuneration provided includes salaries, allowances, benefits, incentives, and other forms of compensation adjusted according to the achievement of performance targets and the company's financial condition. The objective is to foster work motivation, maintain professionalism, and attract and retain individuals with high integrity and competence in carrying out their duties of oversight and management of the company.

This policy is evaluated periodically through an annual performance appraisal mechanism and approval by the General Meeting of Shareholders (GMS), to ensure that the granting of remuneration remains aligned with the principles of accountability and business sustainability.

Basis for the Remuneration Policy of the Board of Commissioners and the Board of Directors

Approval for the remuneration of the Company's Board of Commissioners and Board of Directors is determined by the GMS. This is based on PT Pelabuhan Indonesia (Persero) Board of Directors Regulation No. HK.01/1/4/1/SPAP/UTMA/PLD-22 regarding Guidelines for Determining the Compensation of the Board of Directors and Board of Commissioners of subholdings, subsidiaries, and affiliated companies, as well as the Management and Supervisory Boards of Joint Operations (KSO) within the Company's business scope.

Shareholders determine adjustments to the remuneration of the Board of Commissioners and the Board of Directors based on the following considerations:

- Business scale factor
- Business complexity
- Inflation rate
- The Company's conditions and capabilities
- Other relevant factors that must not conflict with laws and regulations.

Proses Penetapan Remunerasi Direksi

Sesuai Peraturan Direksi PT Pelabuhan Indonesia (Persero) Nomor HK.01/1/4/1/SPAP/UTMA/PLD22 tentang Pedoman Penetapan Penghasilan Direksi dan Dewan Komisaris subholding, Anak Perusahaan dan perusahaan terafiliasi serta Dewan Pengurus dan Pengawas Kerjasama Operasi (KSO) di Ruang Lingkup Bisnis Perusahaan; bahwa penetapan remunerasi Direksi dan Dewan Komisaris mengacu pada hasil RUPS dengan memperhatikan hasil kajian yang telah dilakukan oleh Perusahaan.

Pengungkapan Indikator Untuk Penetapan Remunerasi Direksi

Dalam melakukan kajian tersebut, Perusahaan mempertimbangkan beberapa faktor yaitu faktor skala usaha, kompleksitas usaha, tingkat inflasi, kondisi dan kemampuan keuangan, serta kinerja Perusahaan. Namun terdapat pula faktor pengaruh lainnya yaitu KPI, kontrak manajemen, dan tingkat kesehatan perusahaan. Hasil kajian tersebut disampaikan oleh Dewan Komisaris sebagai bahan usulan penetapan remunerasi kepada Pemegang Saham.

Process for Determining Executive Compensation

In accordance with PT Pelabuhan Indonesia (Persero) Board of Directors Regulation No. HK.01/1/4/1/SPAP/UTMA/PLD22 regarding Guidelines for Determining the Compensation of the Board of Directors and Board of Commissioners of subholdings, subsidiaries, and affiliated companies, as well as the Management and Supervisory Boards of Joint Operating Entities (KSO) within the Company's Business Scope; the determination of remuneration for the Board of Directors and Board of Commissioners is based on the results of the General Meeting of Shareholders (GMS), taking into account the results of studies conducted by the Company.

Disclosure of Indicators for Determining Executive Remuneration

In conducting this study, the Company considered several factors, namely business scale, business complexity, inflation rate, financial condition and capacity, as well as the Company's performance. However, there are also other influencing factors, such as KPIs, management contracts, and the Company's financial health. The results of this study were submitted by the Board of Commissioners as the basis for the remuneration proposal to the Shareholders.

Struktur Remunerasi

Remuneration Structure

Uraian Description	Komisaris Commissioners	Direksi Board of Directors
Gaji Salary	Penghasilan tetap berupa uang yang diterima setiap bulan karena kedudukannya sebagai anggota Direksi Perusahaan. Adapun ketentuannya yakni: • Perhitungan honorarium bagi Dewan Komisaris Utama sebesar 45% dari nilai gaji Direktur Utama • Perhitungan honorarium bagi Anggota Komisaris sebesar 90% dari honorarium Komisaris Utama. Fixed income in the form of cash received each month due to their position as members of the Company's Board of Directors. The provisions are as follows: • The honorarium for the Chairman of the Board of Commissioners is calculated at 45% of the Chief Executive Officer's salary • The honorarium for members of the Board of Commissioners is calculated as 90% of the Chairman of the Board of Commissioners' honorarium.	Penghasilan tetap berupa uang yang diterima setiap bulan karena kedudukannya sebagai anggota Direksi Perusahaan. Adapun ketentuannya yakni: • Gaji Direktur Utama ditetapkan dengan menggunakan pedoman internal dalam kelompok usaha PT Pelabuhan Indonesia (Persero) • Perhitungan gaji Direktur lainnya sebesar 85% dari gaji Direktur Utama Fixed income in the form of cash received each month due to their position as members of the Company's Board of Directors. The provisions are as follows: • The CEO's salary is determined using internal guidelines within the PT Pelabuhan Indonesia (Persero) business group • The salary for other Directors is calculated at 85% of the Chief Executive Officer's salary
Tunjangan Allowances	Penghasilan berupa uang atau yang dapat dinilai dengan uang yang diterima pada waktu tertentu oleh Dewan Komisaris selain gaji. Income in the form of money or something that can be valued in money received at certain times by the Board of Commissioners in addition to salaries.	Penghasilan berupa uang atau yang dapat dinilai dengan uang yang diterima pada waktu tertentu oleh Direksi selain gaji. Income in the form of money or something that can be valued in money received at certain times by the Board of Directors, in addition to their salaries.
Tunjangan Hari Raya Keagamaan Religious Holiday Allowance	Diberikan sebesar 1 (satu) kali honorarium setiap tahun. Tunjangan Hari Raya Granted in the amount of 1 (one) times the annual honorarium. Holiday Allowance	Diberikan sebesar 1 (satu) kali honorarium setiap tahun. Tunjangan Hari Raya Granted in the amount of 1 (one) times the honorarium annually. Holiday Allowance
Tunjangan Transportasi Transportation Allowance	Dewan Komisaris tidak diberikan fasilitas kendaraan namun diberikan Tunjangan Transportasi. Tunjangan Transportasi ditetapkan untuk setiap bulan paling banyak 20% dari honorarium. Members of the Board of Commissioners are not provided with a company vehicle but are granted a Transportation Allowance. The Transportation Allowance is set at a maximum of 20% of the honorarium per month.	Direksi dapat diberikan fasilitas kendaraan dinas sebanyak 1 (satu) unit kendaraan dinas dengan spesifikasi mesin maksimal 2.500 cc beserta biaya pemeliharaan dan operasional yang ditetapkan oleh RUPS atau Keputusan Pemegang Saham di luar RUPS. Members of the Board of Directors may be provided with one (1) official vehicle with a maximum engine capacity of 2,500 cc, along with maintenance and operational costs as determined by the General Meeting of Shareholders (GMS) or a Shareholder Resolution outside the GMS.
Asuransi Purna Jabatan Post-Employment Insurance	Diberikan dengan ketentuan premi yang ditanggung perusahaan paling banyak 25% dari gaji per tahun, termasuk di dalamnya premi untuk asuransi kecelakaan dan kematian. Diberikan setelah berhenti dari jabatan sebagai Komisaris. Provided on the condition that the company covers up to 25% of the annual salary for premiums, including premiums for accident and death insurance. Provided after ceasing to serve as a Commissioner.	Diberikan dengan ketentuan premi yang ditanggung perusahaan paling banyak 25% dari gaji per tahun, termasuk di dalamnya premi untuk asuransi kecelakaan dan kematian. Diberikan setelah berhenti dari jabatan sebagai Direksi. Provided subject to the condition that the company covers up to 25% of the annual salary, including premiums for accident and life insurance. Granted upon resignation from the position of Director.
Fasilitas Benefits	Penghasilan berupa sarana dan/atau kemanfaatan dan/atau penjaminan yang digunakan/dimanfaatkan oleh Dewan Komisaris dalam rangka pelaksanaan tugas, wewenang, kewajiban dan tanggung jawab berdasarkan peraturan perundang-undangan. Income in the form of facilities and/or benefits and/or guarantees used by the Board of Commissioners in the performance of their duties, authorities, obligations, and responsibilities in accordance with applicable laws and regulations.	Penghasilan berupa sarana dan/atau kemanfaatan dan/atau penjaminan yang digunakan/dimanfaatkan oleh Direksi dalam rangka pelaksanaan tugas, wewenang, kewajiban dan tanggung jawab berdasarkan peraturan perundang-undangan. Benefits in the form of facilities and/or privileges and/or guarantees used by the Board of Directors in the performance of their duties, authorities, obligations, and responsibilities as prescribed by law.
Kesehatan Health	Diberikan fasilitas kesehatan dalam bentuk asuransi kesehatan atau penggantian biaya pengobatan. Fasilitas kesehatan diberikan kepada Dewan Komisaris beserta seorang istri atau suami dan paling banyak 3 (tiga) orang anak, yang belum mencapai usia 25 tahun, dengan ketentuan apabila anak yang belum berusia 25 tahun tersebut pernah menikah atau pernah bekerja maka yang bersangkutan tidak berhak mendapatkan fasilitas kesehatan. Health benefits are provided in the form of health insurance or reimbursement of medical expenses. Health benefits are provided to the Board of Commissioners, along with one spouse and up to 3 (three) children under the age of 25, provided that if a child under the age of 25 has ever been married or employed, that child is not entitled to health benefits.	Diberikan fasilitas kesehatan dalam bentuk asuransi kesehatan atau penggantian biaya pengobatan. Fasilitas kesehatan diberikan kepada Direksi beserta seorang istri atau suami dan paling banyak 3 (tiga) orang anak, yang belum mencapai usia 25 tahun, dengan ketentuan apabila anak yang belum berusia 25 tahun tersebut pernah menikah atau pernah bekerja maka yang bersangkutan tidak berhak mendapatkan fasilitas kesehatan. Health benefits are provided in the form of health insurance or reimbursement of medical expenses. These benefits are provided to the Board of Directors, along with their spouse and up to 3 (three) children under the age of 25, provided that if a child under the age of 25 has ever been married or employed, that child is not eligible for health benefits.
Perkumpulan Profesi Legal Assistance	Dewan Komisaris dapat diikutsertakan sebagai anggota perkumpulan profesi maksimal ditetapkan melalui persetujuan Dewan Komisaris Perseroan dengan menggunakan pedoman internal dalam kelompok usaha PT Pelabuhan Indonesia (Persero). Members of the Board of Commissioners may be included as members of professional associations, subject to a maximum limit determined through the approval of the Company's Board of Commissioners, in accordance with internal guidelines within the PT Pelabuhan Indonesia (Persero) business group.	Dengan memperhatikan kondisi dan kemampuan Perseroan. Taking into account the Company's circumstances and capabilities
Bantuan Hukum Legal Assistance	Diberikan dalam hal terjadi tindakan atau perbuatan untuk dan atas nama jabatannya yang berkaitan dengan maksud dan tujuan serta kegiatan Perusahaan. Dibayarkan sebesar biaya-biaya resmi yang dapat dipertanggungjawabkan secara hukum. Provided in the event of actions or conduct undertaken for and on behalf of their official position that are related to the Company's objectives and activities. Reimbursed in the amount of official expenses that are legally justifiable.	Diberikan dalam hal terjadi tindakan atau perbuatan untuk dan atas nama jabatannya yang berkaitan dengan maksud dan tujuan serta kegiatan Perusahaan. Dibayarkan sebesar biaya biaya resmi yang dapat dipertanggungjawabkan secara hukum. Provided in the event of actions or conduct undertaken for and on behalf of their position that are related to the Company's objectives and activities. Reimbursed up to the amount of official expenses that are legally justifiable.

Uraian Description	Komisaris Commissioners	Direksi Board of Directors
Fasilitas Rumah Dinas Company Housing	-	40% dari Gaji dengan maksimal besaran Rp.20.000.000,-, dengan menggunakan pedoman internal dalam kelompok usaha PT Pelabuhan Indonesia (Persero). 40% of salary, up to a maximum of Rp.20,000,000, in accordance with internal guidelines within the PT Pelabuhan Indonesia (Persero) business group
Fasilitas Club Membership Club Membership Benefits	-	Dengan memperhatikan kondisi dan kemampuan Perseroan. Subject to the Company's circumstances and financial capacity
Fasilitas Biaya Representasi Representation Expense Benefits	-	Dengan memperhatikan kondisi dan kemampuan Perseroan. Taking into account the Company's circumstances and financial capacity

Rincian Honorarium Dewan Komisaris

Berdasarkan penetapan honorarium Dewan Komisaris, maka honorarium Dewan Komisaris tahun 2025 adalah sebagai berikut:

Details of Board of Commissioners' Honoraria

Based on the determination of the Board of Commissioners' honoraria, the honoraria for the Board of Commissioners for the year 2025 are as follows:

Nama Name	Jabatan Position	Gaji/Honorarium Salary/Honorarium
Moemahadi Soerja Djanegara	Komisaris Utama President Commissioner	45% dari Direktur Utama 45% of the President Director's salary
Bahaduri Wijayanta	Komisaris Commissioner	90% dari Komisaris Utama 90% of the Chairman of the Board of Commissioners
Ronaldus Mujur	Komisaris Commissioner	90% dari Komisaris Utama 90% of the Chairman of the Board of Commissioners
Montty Girianna	Komisaris Commissioner	90% dari Komisaris Utama 90% of the Chairman of the Board of Commissioners
Nurrachman	Komisaris Independen Independent Commissioner	90% dari Komisaris Utama 90% of the Chairman of the Board of Commissioners
Antoni Arif Priadi	Komisaris Commissioner	90% dari Komisaris Utama 90% of the Chairman of the Board of Commissioners
Yoke Candra Katon	Komisaris Independen Independent Commissioner	90% dari Komisaris Utama 90% of the Chairman of the Board of Commissioners

Rincian Gaji Direksi Berdasarkan penetapan gaji Direksi, maka gaji Direksi tahun 2025 adalah sebagai berikut:

Details of Executive Compensation Based on the executive compensation policy, the executive compensation for 2025 is as follows:

Nama Name	Jabatan Position	Gaji/Honorarium Salary/Honorarium
M. Adji	Direktur Utama President Director	ditetapkan berdasarkan Keputusan Para Pemegang Saham di luar Rapat Umum Pemegang Saham PT Pelindo Terminal Petikemas (RUPS Sirkuler) No: SK.03/30/9/8/SPAP/UTMA/PLND-24 | SK.03/30/9/7/HKP/DRU/PSD-24 determined based on the Decision of the Shareholders outside the General Meeting of Shareholders of PT Pelindo Terminal Petikemas (Circular General Meeting of Shareholders) No.: SK.03/30/9/8/SPAP/UTMA/PLND-24 | SK.03/30/9/7/HKP/DRU/PSD-24
Muarip	Direktur Operasi Director of Operations	85% dari Direktur Utama 85% of the President Director
Umar	Direktur Teknik Director of Engineering	85% dari Direktur Utama 85% of the President Director
Ady Sustrisno	Direktur Sumber Daya Manusia Director of Human Resources	85% dari Direktur Utama 85% of the President Director
Endot Endrardono	Direktur Keuangan & Manajemen Risiko Director of Finance & Risk Management	85% dari Direktur Utama 85% of the President Director
Rima Novianti	Direktur Strategi dan Komersial Director of Strategy and Commercial Affairs	85% dari Direktur Utama 85% of the President Director