

Seorang anggota Direksi dapat mengundurkan diri dari jabatannya sebelum masa jabatannya berakhir dan wajib menyampaikan permohonan pengunduran diri secara tertulis mengenai maksudnya tersebut kepada Perseroan.

Perseroan wajib menyelenggarakan RUPS untuk memutuskan permohonan pengunduran diri anggota Direksi paling lambat 90 hari (sembilan puluh hari) setelah diterimanya surat pengunduran diri tersebut.

Anggota Direksi yang mengundurkan diri tersebut tetap dimintakan pertanggung-jawabannya sejak pengangkatan sampai tanggal penetapan pengunduran diri Anggota Direksi dalam RUPS berikutnya.

A member of the Board of Directors may resign from his position before his term of office ends and must submit to the Company a resignation request in writing regarding his intentions.

The Company is obliged to hold a GMS to decide on the request for resignation of a member of the Board of Directors no later than 90 (ninety) days after receiving the resignation letter.

The member of the Board of Directors who resigned will still be held accountable from the time of appointment until the date of resignation of the Member of the Board of Directors in the next GMS.

Remunerasi Dewan Komisaris dan Direksi

REMUNERATION OF BOARD OF COMMISSIONERS AND DIRECTORS

Penetapan paket remunerasi bagi Dewan Komisaris dan Direksi Perseroan yang dilakukan adalah mengacu pada Peraturan Menteri BUMN No.PER-3/MBU/03/2023 tentang Organ dan Sumber Daya Manusia Badan Usaha Milik Negara, yang menggantikan Peraturan Menteri BUMN No. PER-04/MBU/2014 tentang Pedoman Penetapan Penghasilan Direksi, Dewan Komisaris, dan Dewan Pengawas BUMN sebagaimana terakhir diubah dengan peraturan Menteri BUMN No.PER-13/MBU/09/2021 tentang Perubahan Keenam atas Peraturan Menteri BUMN tentang Pedoman Penetapan Penghasilan Direksi, Dewan Komisaris, dan Dewan Pengawas BUMN.

The stipulation of remuneration package for the BoD and BoC of the Company refers to the Minister of SoE regulation No. PER-3/MBU/03/2023 on the SoEs Organs and Human Resources, superseding previous Minister of SoE regulation No. PER-04/MBU/2014 on the Guidelines for Determining the Remuneration of BoD, BoC and the SoEs Supervisory Board in lieu of the Minister of SoE regulation No.PER-13/MBU/09/2021 on the Sixth Change to the Minister of SoEs' regulation on the Guidelines for Determining the Remuneration of BoD, BoC and the SoEs Supervisory Board.

■ PENGUNGKAPAN PROSEDUR PENGUSULAN SAMPAI DENGAN PENETAPAN REMUNERASI DEWAN KOMISARIS DAN DIREKSI

DISCLOSURE OF PROCEDURES FOR PROPOSING AND DETERMINING REMUNERATION OF THE BOARD OF COMMISSIONERS AND DIRECTORS

Pembahasan mengenai remunerasi dewan komisaris dan direksi selalu dimasukkan kedalam agenda RUPS tahunan. Besaran remunerasi anggota dewan komisaris dan direksi diusulkan dalam RUPS mengacu pada kinerja dewan komisaris dan direksi sesuai hasil analisis dan rekomendasi Komite Nominasi, Remunerasi, dan GCG (KNRGCG) yang melibatkan konsultan independen agar diperoleh dasar penetapan dan rekomendasi besaran remunerasi yang kredibel.

Konsultan independen menyusun beberapa faktor utama yang digunakan untuk menentukan besaran paket remunerasi dewan komisaris dan direksi dengan dukungan data base yang kuat dari survei pasar pada perusahaan sejenis dan sekelas perseroan serta mempertimbangkan arahan KNRGCG, baik remunerasi tetap maupun tidak tetap. Paket remunerasi dimaksud terdiri atas honorarium/gaji, tunjangan, dan fasilitas lainnya yang dibayarkan/diberikan bulanan, serta tantiem sebagai insentif kinerja tahunan, yang jumlahnya direkomendasikan oleh Komite Nominasi, Remunerasi, dan GCG, dan diputuskan oleh pemegang saham dalam RUPS Tahunan.

Berikut bagan proses penetapan paket remunerasi Dewan Komisaris dan Direksi.

The discussion on the BoD and BoC remuneration is part of the Annual GMS agenda. The remuneration amount for members of the BoD and BoC is proposed in the GMS based on the performance of the BoC and BoD in accordance with the analysis results and recommendations of the Nomination, Remuneration, and GCG Committee (NRGCGC). The NRC also involves an independent consultant to attain credible stipulation and recommendation.

Supported by a reliable and vast database of market surveys from similar companies and by taking NRGCGC's direction into account, independent consultants compile several main factors to propose the amount of remuneration. This includes both fixed and non-permanent remuneration, consisting of: honorarium/salary, allowances, and other facilities that are paid/ given monthly, bonuses as annual performance incentives, the amount of which is recommended by the Nomination, Remuneration & GCG Committee, and is decided by the shareholders at the Annual GMS.

The following illustrates the determination process of BoC and BoD remuneration.

KNRGCG	1. Mendapatkan masukan konsultasi Independen dalam menetapkan dasar penentuan remunerasi Obtaining feedback of independent consultant in stipulating the basis of remuneration
	2. Konsultasi Independen memberi masukan berdasarkan Independent consultant provides inputs based on: - Peraturan Menteri BUMN No.PER-3/MBU/03/2023 tanggal 20 Maret 2023 Minister of SoE Regulation No.PER-3/MBU/03/2023 dated 20 March 2023 - Survei remunerasi Industri sejenis Remuneration survey of peer industries - Keberhasilan memitigasi risiko Success in risk mitigation - Kemampuan Perseroan, kompetensi dan pengalaman The Company's capabilities, competencies, and experiences
	3. Mengusulkan dasar dan besaran remunerasi kepada Dewan Komisaris Proposing the basis and amount of remuneration to the Board of Commissioners
Dewan Komisaris Board of Commissioners	Membahas usulan KNR dan mengusulkan besaran remunerasi kepada Rapat Umum Pemegang Saham Discussion of NRC proposals and proposing the remuneration amount to the General Meeting of Shareholders
RUPS	Melimpahkan ketentuan penetapan honorarium/gaji dan tantiem kepada Dewan Komisaris setelah mendapatkan persetujuan Pemegang Saham Seri A Delegating the stipulation on honorarium/salaries and bonus to the Board of Commissioners following the approval of Shareholders Series A

■ STRUKTUR REMUNERASI

REMUNERATION STRUCTURE

Besaran remunerasi setiap anggota dewan komisaris dan direksi diputuskan berdasarkan hasil RUPS tahunan. Sesuai keputusan RUPS tahunan, penetapan besaran remunerasi bagi dewan komisaris dilimpahkan kepada pemegang saham seri A, sedangkan penetapan remunerasi bagi direksi dilimpahkan kepada dewan komisaris dengan terlebih dahulu mendapat persetujuan dari pemegang saham seri A.

Komponen remunerasi dimaksud terdiri dari:

1. Gaji/honorarium.
2. Tunjangan.
3. Fasilitas.
4. Tantiem/insentif Kinerja.

The remuneration for each member of the Board of Directors and Commissioners is carried out based on the results of the Annual GMS. Referring to the Annual GMS, the remuneration structure for BoC would be decided by Series A shareholders. Meanwhile, the remuneration for the BoD will be decided by the Board of Commissioners once approved by Series A shareholders.

The remuneration components consist of:

1. Salary/Honorarium.
2. Allowances.
3. Facilities.
4. Bonus/Performance Incentives.

■ INDIKATOR PENETAPAN REMUNERASI

REMUNERATION DETERMINATION INDICATORS

Indikator remunerasi Dewan Komisaris dan Direksi ditetapkan dengan memperhatikan beberapa hal antara lain:

1. Faktor skala usaha.
2. Faktor kompleksitas usaha.
3. Tingkat inflasi.
4. Kondisi dan kemampuan keuangan Perseroan.
5. Faktor-faktor lain yang relevan, serta tidak boleh bertentangan dengan Peraturan Perundang-undangan

Remuneration indicators for the Board of Commissioners and Directors are determined by considering several factors, including:

1. Business scales.
2. Business complexity factors.
3. Inflation rate.
4. The Company's financial condition and health.
5. Other factors that are relevant and don't conflict with the Laws and Regulations.

Besaran remunerasi Dewan Komisaris dan Direksi ditetapkan dengan mengacu pada indikator-indikator sebagai berikut:

1. Remunerasi diberikan dalam hal Perseroan memperoleh keuntungan dalam tahun buku yang bersangkutan.
2. Remunerasi diberikan dengan mengacu pada perkembangan pasar industri konstruksi.
3. Remunerasi diberikan melalui hasil pengukuran kinerja Dewan Komisaris dan Direksi yang sesuai dengan tugas dan tanggung jawab.
4. Kinerja keuangan dan pencapaian KPI Perseroan.
5. Prestasi kerja individu.
6. Kewajaran dengan *peer* Perseroan lainnya.
7. Besaran honorarium/gaji dan tantiem yang diterima adalah:
 - a. Komisaris Utama 45% dari Direktur Utama.
 - b. Anggota Dewan Komisaris 90% dari Komisaris Utama.
 - c. Direktur Utama 100%.
 - d. Anggota Direksi lainnya 85% dari Direktur Utama.

The remuneration for the Board of Commissioners and the Board of Directors refers to the following indicators:

1. The remuneration is given in the event that the Company makes a profit in the relevant fiscal year.
2. The remuneration is given with reference to the development in the construction industry market.
3. The remuneration is granted through performance assessment of the BoC and BoD in accordance with their duties and responsibilities;
4. Financial performance and achievement of the Company's KPI.
5. Individual work performance.
6. Fairness with other Company peers.
7. Amounts of honorarium/salary and bonus received are:
 - a. President Commissioner earns 45% of the President Director's remuneration.
 - b. Members of BoC receives 90% of the President Commissioner's remuneration.
 - c. President Director 100%.
 - d. Other members of BoD earn 85% of the President Director's remuneration.

Sebagai tindak lanjut dari Peraturan Menteri BUMN No. PER-3/MBU/03/2023 tentang Organ dan Sumber Daya Manusia Badan Usaha Milik Negara, SIG pada tahun 2024 telah mengimplementasikan penangguhan pembayaran Tantiem. Penangguhan ini diberlakukan dengan persentase minimal 10% dan periode penangguhan minimal selama tiga tahun.

Sebagai tindak lanjut dari Peraturan Menteri BUMN No. PER-3/MBU/03/2023 tentang Organ dan Sumber Daya Manusia Badan Usaha Milik Negara yang salah satunya mengatur tentang kebijakan pemberian Tantiem/ Insentif Kerja/Insentif Khusus/Insentif Jangka Panjang (Long Term Incentive/LTI), SIG pada tahun 2024 telah mengimplementasikan penangguhan pembayaran Tantiem. Penangguhan ini diberlakukan dengan persentase minimal 10% dan periode penangguhan minimal selama 3 tahun.

Adapun implementasi tersebut dilakukan melalui pemberian saham, yang jumlahnya pada 2024 adalah sebagai berikut:

In response to Ministry of State-owned Enterprises Regulation No. PER-3/MBU/03/2023 on Organization and Human Resources of State-owned Enterprises, SIG has implemented a deferment of Tantiem payments in 2024. This deferment is enforced with a minimum threshold of 10% and a minimum deferment period of three years.

In response to Ministry of SoE Regulation No. PER-3/MBU/03/2023 regarding Organization and Human Resources of State-owned Enterprises, which regulates among others the policy on the provision of Tantiem/ Work Incentives/Special Incentives/Long Term Incentives (LTI), SIG in 2024 has implemented a deferment of Tantiem payments. This deferment is enforced with a minimum threshold of 10% and a minimum deferment period of three years.

The implementation was carried out through the granting of shares, the number of which in 2024 is as follows:

Nama Name	Jabatan Position	Jumlah Lembar Number of shares
Sony Subrata	Komisaris Commissioner	199.600 199,600
Lydia Silvanna Djaman	Komisaris Commissioner	199.600 199,600
Yustinus Prastowo	Komisaris Commissioner	89.900 89,900
Donny Arsal	Direktur Utama President Director	485.700 485,700
Yosviandri	Direktur Supply Chain Director of Supply Chain	414.300 414,300
Agung Wiharto	Direktur Sumber Daya Manusia dan Umum Director of Human Capital and General Affair	414.300 414,300
Andriano Hosny Panangian	Direktur Keuangan dan Manajemen Portofolio Director of Finance and Portfolio Management	380.500 380,500
Subhan	Direktur Bisnis & Pemasaran Director of Business and Marketing	188.700 188,700
Reni Wulandari	Direktur Operasi Director of Operation	188.700 188,700

Jumlah Nominal/Komponen Remunerasi Dewan Komisaris dan Direksi

Amount and Components of Remuneration for the Board of Commissioners and Directors

Adapun gambaran rincian realisasi remunerasi Dewan Komisaris dan Direksi di tahun 2024 adalah sebagai berikut:

The realization of remuneration details of the Board of Commissioners and Directors in 2024 is as follows:

Remunerasi dan Fasilitas Lain Remuneration and Other Facilities	Dewan Komisaris 2024 Board of Commissioners 2024		Direksi 2024 Board of Directors 2024	
	Jumlah Diterima Dalam 1 Tahun Amount Received in 1 Year		Jumlah Diterima Dalam 1 Tahun Amount Received in 1 Year	
	Jumlah Orang Number of People	Rp (Juta Million)	Jumlah Orang Number of People	Rp (Juta Million)
Gaji/Honorarium Salary/Honorarium	7	11.225	6	21.042
Tunjangan Transportasi Transportation Allowance	7	2.245	-	-
Tunjangan Perumahan Housing Allowance	-	-	6	1.980
Tunjangan Hari Raya Holiday Allowance	7	962	6	1.754
Tantiem*	11	24.760	8	46.185
Fasilitas Lain dalam Bentuk Natura Other Facilities in Natura	6	1.111	6	5.816
Perumahan (tidak dapat dimiliki) Housing (non-ownership)	-	-	-	-
Transportasi (tidak dapat dimiliki) Transportation (non-ownership)	-	-	-	-
Asuransi Purna Jabatan (tidak dapat dimiliki) Full-Service insurance (non-ownership)	7	2.290	6	4.206
Asuransi kesehatan (tidak dapat dimiliki) Health Insurance (non-ownership)	-	-	-	-

Remunerasi dalam 1 tahun dikelompokkan dalam kisaran
Remuneration for 1 year is categorized into ranges

Jumlah Remunerasi Total Remuneration	Jumlah Komisaris Number of Commissioners	Jumlah Direksi Number of Directors
Di atas Rp2 miliar* Above IDR2 billion	9	8
Di atas Rp1 miliar – Rp2 miliar Above IDR1 billion – IDR2 billion	1	0
Di atas Rp300 juta – Rp1 miliar Above IDR300 million – IDR1 billion	1	0
Rp300 juta ke bawah Below IDR300 million	0	0
Jumlah Total	11	8

Catatan | Note:

*) Termasuk Dewan Komisaris dan Direksi yang menjabat pada tahun buku 2023
Including the Board of Commissioners and Board of Directors serving for line fiscal year 2023