Resilient Growth through Core Excellence

Keunggulan Inti untuk Terus Bertumbuh Tangguh

CONSTRUCTION & INVESTMENT

Laporan Tahunan
Annual Report 2024

Tanggung Jawab atas Laporan Tahunan 2024

Responsibility for 2024 Annual Report

Kami yang bertanda tangan di bawah ini menyatakan bahwa semua informasi dalam Laporan Tahunan PT PP (Persero) Tbk Tahun 2024 telah dimuat secara lengkap dan bertanggung jawab penuh atas kebenaran isi Laporan Tahunan Perusahaan.

Demikian pernyataan ini dibuat dengan sebenarnya.

Jakarta, 24 Maret 2025

We, the undersigned, hereby declared that all of the information presented in this Annual Report of PT PP (Persero) Tbk Year 2024 have been written comprehensively and that we shall assume full responsibilty for the accuracy of this Company's Annual Report.

This statement is made truthfully.

Jakarta, March 24, 2025

Dewan Komisaris
Board of Commissioners

Dhony Rahajoe
Komisaris Utama merangkap Komisaris Independen
President Commissioner concurrently Independent Commissioner

Istiono
Komisaris Independen
Independent Commissioner

Jaya Kesuma
Komisaris Independen
Independent Commissioner

Ernadhi Sudarmanto
Komisaris
Commissioner

Hedy Rahadian
Komisaris
Commissioner

Pundjung Setya Brata
Komisaris Independen
Independent Commissioner

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Direksi
Board of Directors

Novel Arsyad
Direktur Utama
President Director

Agus Purbianto
Direktur Keuangan
Director of Finance

I Gede Upeksa Negara
Direktur Strategi Korporasi dan HCM
Director of Corporate Strategy and HCM

Tommy Wiranata Anwar
Direktur Manajemen Risiko dan Legal
Director of Risk Management and Legal

Yuyus Juarsa
Direktur Operasi Bidang Gedung
Director of Building Operations

Yul Ari Pramuraharjo
Direktur Operasi Bidang Infrastruktur
Director of Infrastructure Operations

Nama dan Jabatan Name and Position	Gender	Usia Age	Latar Belakang Pendidikan Educational Background	Pengalaman Profesional Professional Experience	Keahlian Expertise
I Gede Upeksa Negara (Direktur Strategi Korporasi dan HCM) (Director of Corporate Strategy and HCM)	Laki-Laki Male	52	Sarjana (S1) Teknik Sipil. Bachelor of Civil Engineering.	• Direktur Utama PT PP Presisi (2023-2024) President Director of PT PP Presisi (2023-2024) • Direktur Utama PT PP Infrastruktur (2022-2023) President Director of PT PP Infrastruktur (2022-2023) • Direktur Utama PT PP Properti Tbk (2021-2022) President Director of PT PP Properti Tbk (2021-2022) • Direktur Komersial PT PP Infrastruktur (2021) Commercial Director of PT PP Infrastruktur (2021) • Senior Vice President, Head of Business Development & Investment Division PT PP (Persero) Tbk (2018-2021) Senior Vice President, Head of Business Development & Investment Division at PT PP (Persero) Tbk (2018-2021) • General Manager, Head of Operation Department Infrastructure 1 Division PT PP (Persero) Tbk (2017-2018) General Manager, Head of Operation Department Infrastructure 1 Division at PT PP (Persero) Tbk (2017-2018) • General Manager, Head of Operation Department Infrastructure 2 Division PT PP (Persero) Tbk (2017) General Manager, Head of Operation Department Infrastructure 2 Division at PT PP (Persero) Tbk (2017) • Kepala Cabang VI PT PP (Persero) Tbk (2015-2017) Head of Branch VI at PT PP (Persero) Tbk (2015-2017) • Junior Professional Project Manager PT PP (Persero) Tbk (2013- 2015) Junior Professional Project Manager at PT PP (Persero) Tbk (2013-2015) • Project Manager PT PP (Persero) Tbk (2009-2013) Project Manager at PT PP (Persero) Tbk (2009-2013)	Teknik dan SDM Engineering and HR

Nominasi Dewan Komisaris dan Direksi

Perencanaan suksesi Dewan Komisaris dan Direksi merupakan tanggung jawab Perusahaan, termasuk di dalamnya Kementerian BUMN selaku kuasa pemegang saham, serta Komite GCG, Pemantau Risiko, Nominasi dan Remunerasi dalam mempersiapkan regenerasi dan menjaga kesinambungan kepemimpinan di masa mendatang. Dalam rangka mewujudkan proses dan mekanisme pemilihan dan penggantian anggota Direksi dan Dewan Komisaris yang transparan, akuntabel dan dapat dipertanggungjawabkan maka pengangkatan dan pemberhentian dilakukan berdasarkan prinsip-prinsip profesionalisme dalam prinsip GCG.

Nomination of the Board of Commissioners and the Board of Directors

The succession plan of the Board of Commissioners and the Board of Directors is the responsibility of PTPP, including the SOE Ministry as the power holder as well as the GCG, Risk Monitoring, Nomination, and Remuneration Committee in preparing for regeneration and maintaining leadership continuity in the future. To realize a transparent, accountable, and responsible process and mechanism for the selection and succession of members of the Board of Directors and Board of Commissioners, appointments and dismissals are carried out based on the principles of professionalism and Good Corporate Governance (GCG).

Kebijakan dasar terkait suksesi Dewan Komisaris dan Direksi di lingkup Perusahaan sebagai BUMN mengacu pada Peraturan Menteri BUMN RI No. PER-3/MBU/03/2023 tanggal 24 Maret 2023 tentang Organ dan Sumber Daya Manusia Badan Usaha Milik Negara. Selain itu, sebagai Perusahaan terbuka, pengangkatan dan pemberhentian Direksi juga mengacu kepada peraturan Otoritas Jasa Keuangan No. 33/POJK.04/2014 tentang Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik.

Basic Policy Regarding the Succession of the Board of Commissioners and the Board of Directors within the Company as an SOE refers to the SOE Minister Regulation No. PER-3/MBU/03/2023 dated March 24, 2023, on the Organization and Human Resources of State-Owned Enterprises. Furthermore, as a Public Company, the appointment and dismissal of the Board of Directors also refer to the Financial Services Authority Regulation No. 33/POJK.04/2014 on the Board of Directors and the Board of Commissioners of Issuers or Public Company.

Kriteria/Persyaratan Dewan Komisaris dan Direksi

Calon anggota Dewan Komisaris harus memenuhi persyaratan formal dan persyaratan materiil untuk dapat diangkat menjadi anggota Dewan Komisaris BUMN.

Persyaratan Formal calon anggota Dewan Komisaris, yaitu:

1. Orang perseorangan;
2. Cakap melakukan perbuatan hukum;
3. Tidak pernah dinyatakan pailit dalam waktu 5 (lima) tahun sebelum pencalonan;
4. Tidak pernah menjadi anggota Direksi atau anggota Dewan Komisaris/Dewan Pengawas yang dinyatakan bersalah menyebabkan suatu Perusahaan/Perum dinyatakan pailit dalam waktu 5 (lima) tahun sebelum pencalonan; dan
5. Tidak pernah dihukum karena melakukan tindak pidana yang merugikan keuangan negara dan/atau yang berkaitan dengan sektor keuangan dalam waktu 5 (lima) tahun sebelum pencalonan.

Selain harus memenuhi persyaratan formal, calon anggota Dewan Komisaris juga harus memenuhi persyaratan materiil, yaitu:

1. Integritas;
2. Dedikasi;
3. Memahami masalah-masalah manajemen Perusahaan yang berkaitan dengan salah satu fungsi manajemen;
4. Memiliki pengetahuan yang memadai di bidang usaha Persero/Forum di mana yang bersangkutan dicalonkan; dan
5. Dapat menyediakan waktu yang cukup untuk melaksanakan tugasnya.

Adapun persyaratan lain yang harus dipenuhi oleh calon anggota Dewan Komisaris, di antaranya yaitu:

1. Bukan pengurus Partai Politik dan/atau calon anggota legislatif dan/atau anggota legislatif. Calon anggota legislatif atau anggota legislatif terdiri dari calon/anggota DPR, DPD, DPRD Tingkat I, dan DPRD Tingkat II;

Criteria/Requirements for the Board of Commissioners and the Board of Directors

Candidates for members of the Board of Commissioners must meet the formal and material requirements to be appointed as members of the Board of Commissioners of SOEs.

The formal requirements for candidates for members of the Board of Commissioners are:

1. An individual;
2. Proficient in performing legal actions;
3. Never been declared bankrupt within five years before candidacy;
4. Never been a member of the Board of Directors or a member of the Board of Commissioners/Supervisory Board who is found guilty of causing a Company Public Corporation (Perum) to be declared bankrupt within five years before candidacy; and
5. Never been punished for committing a criminal act that is detrimental to state finances and/or related to the financial sector within five years before candidacy.

In addition to meeting formal requirements, prospective members of the Board of Commissioners must also meet the material requirements, namely:

1. Integrity;
2. Dedication;
3. Understand the Company's management issues related to one of the management functions;
4. Have sufficient knowledge in the business of Persero/Forum where the concerned is nominated; and
5. Can provide sufficient time to carry out the duties.

Other requirements that must be fulfilled by prospective members of the Board of Commissioners include:

1. Not an administrator of a political party and/or a candidate legislature member and/or a legislature member. A candidate legislature member or a legislature member consists of candidates/members of DPR, DPD, DPRD I, and DPRD II;

2. Bukan calon Kepala/Wakil Kepala Daerah dan/atau Kepala/Wakil Kepala Daerah;
3. Tidak menjabat sebagai anggota Dewan Komisaris/ Dewan Pengawas pada BUMN yang bersangkutan selama 2 (dua) periode berturut-turut;
4. Sehat jasmani dan rohani (tidak sedang menderita suatu penyakit yang dapat menghambat pelaksanaan tugas sebagai anggota Dewan Komisaris/Dewan Pengawas), yang dibuktikan dengan surat keterangan sehat dari dokter; dan
5. Bagi bakal calon dari Kementerian Teknis atau Instansi Pemerintah lain, harus berdasarkan surat usulan dan instansi yang bersangkutan.

2. Not a candidate for Head/Deputy Head of Region and/or Head/Deputy Head of Region;
3. Not serving as a member of the Board of Commissioners/Board of Supervisors of the relevant SOE for two consecutive periods;
4. Physically and mentally healthy (not suffering from an illness that could impede the performance of duties as a member of the Board of Commissioners/ Board of Supervisors), as evidenced by a health certificate from a doctor; and
5. Prospective candidates from the Technical Ministry or other Government Agencies must be based on a proposal letter from the relevant agency.

Sedangkan Calon Direksi harus memenuhi persyaratan formal dan persyaratan materiil untuk dapat diangkat menjadi anggota Direksi BUMN.

Meanwhile, prospective members of the Board of Directors must meet formal and material requirements to be appointed as members of the Board of Directors of SOEs.

Persyaratan formal anggota Direksi Badan Usaha Milik Negara antara lain Direksi Perusahaan adalah orang perseorangan yang cakap melakukan perbuatan hukum, kecuali dalam waktu 5 (lima) tahun sebelum pengangkatan pernah:
1. Dinyatakan pailit;
2. Menjadi Anggota Direksi atau anggota Dewan Komisaris/Dewan Pengawas yang dinyatakan bersalah menyebabkan suatu BUMN dan/atau Perusahaan dinyatakan pailit; dan
3. Dihukum melakukan tindak pidana yang merugikan keuangan negara, BUMN, Perusahaan, dan/atau yang karena berkaitan dengan sektor keuangan.

Formal requirements of the Board of Directors of State-Owned Enterprises as an individual who is capable to perform legal actions, unless within five years before the appointment has ever:

1. Been declared bankrupt;
2. Become a member of the Board of Directors or a member of the Board of Commissioners/Supervisory Board who is found guilty of causing an SOE and/or a Company to be declared bankrupt; and
3. Been punished for committing a criminal action that is detrimental to state finances, SOE, Company, and/or related to the financial sector.

Selain harus memenuhi persyaratan formal, calon anggota Direksi juga harus memenuhi persyaratan materiil, yaitu:
1. Keahlian;
2. Integritas;
3. Kepemimpinan;
4. Pengalaman;
5. Jujur;
6. Perilaku yang baik; dan
7. Dedikasi yang tinggi untuk memajukan dan mengembangkan Perusahaan.

In addition to meeting formal requirements, prospective members of the Board of Directors must also meet the material requirements, namely:
1. Expertise;
2. Integrity;
3. Leadership;
4. Experience;
5. Honesty;
6. Good behavior; and
7. High dedication to advancing and developing the Company.

Adapun persyaratan lain yang harus dipenuhi oleh calon anggota Direksi, di antaranya yaitu:
1. Bukan pengurus Partai Politik dan/atau calon anggota legislatif dan/atau anggota legislatif. Calon anggota legislatif atau anggota legislatif terdiri dari calon/anggota DPR, DPD, DPRD Tingkat I, dan DPRD Tingkat II;
2. Bukan calon Kepala/Wakil Kepala Daerah dan/atau Kepala/Wakil Kepala Daerah;
3. Tidak menjabat sebagai Direksi pada BUMN yang bersangkutan selama 2 (dua) periode berturut-turut;

Other requirements that must be met by prospective members of the Board of Directors are:
1. Not an administrator of a political party and/or a candidate legislature member and/or a legislature member. A candidate legislature member or a legislature member consists of candidates/ members of DPR, DPD, DPRD I, and DPRD II;
2. Not a candidate for Head/Deputy Head of Region and/or Head/Deputy Head of Region;
3. Not serving as a member of the Board of Directors of the relevant SOE for two consecutive periods;

4. Memiliki dedikasi dan menyediakan waktu sepenuhnya untuk melakukan tugasnya; dan
5. Sehat jasmani dan rohani (tidak sedang menderita suatu penyakit yang dapat menghambat pelaksanaan tugas sebagai Direksi BUMN), yang dibuktikan dengan surat keterangan sehat dari dokter.

Pengangkatan dan Pemberhentian Dewan Komisaris dan Direksi

Anggota Dewan Komisaris diangkat dan diberhentikan atas persetujuan RUPS dengan memperhatikan ketentuan yang berlaku, kemudian dilaporkan kepada Menteri Hukum dan HAM.

Calon Anggota Dewan Komisaris PTPP harus melalui beberapa tahapan seleksi sebelum diusulkan oleh Pemegang Saham yang memiliki wewenang untuk mengusulkan Dewan Komisaris dalam RUPS. Dewan Komisaris sewaktu-waktu dapat diberhentikan berdasarkan ketentuan yang berlaku dan atas persetujuan Pemegang Saham. Adapun pemberhentian anggota Dewan Komisaris dapat dilakukan apabila yang bersangkutan:
1. Tidak dapat melaksanakan tugasnya dengan baik;
2. Tidak melaksanakan atau melanggar ketentuan peraturan perundang-undangan yang berlaku atau Anggaran Dasar Perusahaan;
3. Terlibat dalam tindakan yang merugikan Perusahaan dan/atau negara;
4. Dinyatakan bersalah dengan putusan pengadilan yang mempunyai kekuatan hukum yang tetap;
5. Melakukan tindakan yang melanggar etika dan/atau kepatutan yang seharusnya dihormati selaku anggota Dewan Komisaris; dan
6. Mengundurkan diri.

Demikian pula dengan Anggota Direksi diangkat dan diberhentikan atas persetujuan RUPS dengan memperhatikan ketentuan yang berlaku, kemudian dilaporkan kepada Menteri Hukum dan HAM.

Calon Direksi Perusahaan harus melalui beberapa tahapan seleksi sebelum diusulkan oleh Pemegang Saham yang memiliki wewenang untuk mengusulkan Dewan Komisaris dalam RUPS. RUPS dapat memberhentikan para anggota Direksi sewaktu-waktu dengan menyebutkan alasannya. Adapun pemberhentian anggota Direksi dapat dilakukan apabila yang bersangkutan:
1. Tidak atau kurang dapat memenuhi kewajibannya yang telah disepakati dalam kontrak manajemen;
2. Tidak dapat melaksanakan tugasnya dengan baik;
3. Melanggar ketentuan peraturan perundang-undangan dan/atau ketentuan Anggaran Dasar;
4. Terlibat dalam tindakan yang merugikan Perusahaan dan/atau Negara;

4. Has dedication and provides full time to carry out their duties; and
5. Physically and mentally healthy (not suffering from an illness that could impede the performance of duties as a member of the Board of Directors of an SOE), as evidenced by a health certificate from a doctor.

Appointment and Dismissal of the Board of Commissioners and the Board of Directors

Members of the Board of Commissioners are appointed and dismissed upon GMS approval with due observance of the applicable provisions, then reported to the Law and Human Rights Minister.

Prospective members of PTPP Board of Commissioners must go through several selection stages before being proposed by the Shareholders with the authority to propose the Board of Commissioners at the GMS. A Commissioner can be dismissed at any time according to the applicable provisions and with the Shareholders' approval. The dismissal of members of the Board of Commissioners can be done if the concerned:
1. Does not perform their duties properly;
2. Does not implement or violate the provisions of the applicable laws and regulations or the Company's Articles of Association;
3. Is engaged in any action that harms the Company and/or State;
4. Is found guilty by a court decision that has permanent legal force;
5. Commits any action that violates ethics and/or propriety that shall be respected as a member of the Board of Commissioners; and
6. Resigns.

Similarly, members of the Board of Directors are appointed and dismissed with the GMS approval with due regard to the applicable provisions, then reported to the Law and Human Rights Minister.

Prospective members of the Board of Directors must go through several selection stages before being proposed by the Shareholders with the authority to propose the Board of Directors at the GMS. The GMS may dismiss a Director at any time by stating the reasons. The dismissal of members of the Board of Directors can be done if the concerned:

1. Does not perform or underperforms in fulfilling the obligations that have been agreed upon in the management contract;
2. Does not perform their duties properly;
3. Violates the laws and regulations and/or provisions of the Articles of Association;
4. Is engaged in action that harms the Company and/or State;

5. Melakukan tindakan yang melanggar Etika dan/atau kepatutan yang seharusnya dihormati sebagai anggota Direksi;
6. Dinyatakan bersalah dengan putusan Pengadilan yang mempunyai kekuatan hukum yang tetap; atau
7. Mengundurkan diri.

5. Commits action that violates Ethics and/or propriety that must be upheld as the Board of Directors;
6. Is found guilty by a court decision with permanent legal force; or
7. Resigns.

Selain dari alasan pemberhentian anggota Direksi dimaksud di atas, Direksi dapat diberhentikan oleh RUPS berdasarkan alasan lainnya yang dinilai tepat oleh RUPS demi kepentingan Perusahaan.

In addition to the abovementioned reasons to dismiss a member of the Board of Directors, the Board may be dismissed by the GMS based on other reasons that are considered appropriate by the GMS for the interests and objectives of the Company.

Prosedur pemberhentian Dewan Komisaris dan Direksi mengacu kepada Anggaran Dasar dan Peraturan Perundang-undangan yang berlaku, sebagaimana tertuang dalam Peraturan Menteri BUMN.

The procedure for dismissing the Board of Commissioners and the Board of Directors refers to the Articles of Association and the prevailing laws and regulations, as stated in the SOE Minister Regulation.

Prosedur Pengusulan Hingga Penetapan Dewan Komisaris dan Direksi

Dewan Komisaris dan Direksi diangkat oleh Pemegang Saham melalui RUPS dari calon yang diusulkan oleh Pemegang Saham Seri A Dwiwarna. Proses pencalonan dilakukan sesuai dengan peraturan perundang-undangan yang berlaku, dan pencalonan tersebut mengikat bagi RUPS.

Untuk memastikan integritas dan profesionalitas di bidangnya, seluruh calon Dewan Komisaris dan Direksi menjalani proses uji kemampuan dan kepatutan (*fit and proper test*) yang dilakukan sesuai peraturan perundang-undangan yang berlaku. Dalam melakukan uji kemampuan dan kepatutan mengacu pada Undang-undang No. 40 Tahun 2007 tentang Perseroan Terbatas, Peraturan Menteri BUMN tentang pengangkatan Dewan Komisaris dan Direksi, serta Peraturan Otoritas Jasa Keuangan No. 33/POJK.04/2014 tentang Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik, dan peraturan perundang-undangan lainnya.

Berikut disampaikan bagan pengusulan hingga penetapan Dewan Komisaris dan Direksi di lingkup Perusahaan.

Suggestion to Determination Procedure of the Board of Commissioners and Board of Directors

The Board of Commissioners and the Board of Directors are appointed by Shareholders through GMS from the candidates' proposal by the Series A Golden Stock Shareholders. The nomination process follows the applicable laws and regulations, and the nomination is binding on the GMS.

To ensure integrity and professionalism in their fields, all candidates for the Board of Commissioners and the Board of Directors undergo a fit and proper test carried out following the applicable laws and regulations. In conducting the fit and proper test, referring to Law no. 40 of 2007 on Limited Liability Companies, the SOE Minister Regulation on the appointment of the Board of Commissioners and the Board of Directors, and the Financial Services Authority Regulation No. 33/POJK.04/2014 on the Board of Directors and the Board of Commissioners of Issuers or Public Companies, and other laws and regulations.

The following is a chart of the proposal to determination procedure of the Board of Commissioners and the Board of Directors within the Company.

Skema dan Mekanisme Suksesi Dewan Komisaris dan Direksi: Pengusulan Hingga Penetapan

Succession Scheme and Mechanism for the Board of Commissioners and the Board of Directors: Suggestion to Stipulation

Pengajuan Bakal Calon
Submission of Prospective Candidates

Pengajuan nama-nama calon Dewan Komisaris dan Direksi didasarkan pada sumber-sumber bakal calon yang terdiri dari personal yang pernah menjabat Direksi BUMN namun tidak lagi menjabat, Dewan Komisaris BUMN, Talenta BUMN, Talenta Kementerian BUMN, dan sumber lain.

The nomination of candidates for the Board of Commissioners and the Board of Directors is based on the sources of the candidates consisting of individuals who have served as SEO Board of Directors but are no longer serving, SOE Board of Commissioners, SOE talents, talents from the SOE Ministry and other sources.

Penjaringan Bakal Calon
Selection of Prospective Candidates

Penjaringan nama-nama Dewan Komisaris dan Direksi dilakukan oleh Menteri BUMN, Sekretaris, Deputi Teknis, dan/atau Deputi mencari bakal calon dari berbagai sumber. Semua bakal calon diadministrasikan oleh Deputi.

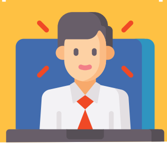
Selection of the names of the Board of Commissioners and the Board of Directors is carried out by the SOE Minister, Secretary, Technical Deputy, and/or Deputy looking for prospective candidates from various sources. All prospective candidates are administered by the Deputy.

Uji Kelayakan dan Kepatutan (UKK)
Fit and Proper Test (UKK)

Bakal calon yang akan ditetapkan menjadi calon Dewan Komisaris dan Direksi, adalah seseorang yang telah dinyatakan memenuhi Persyaratan Formal dan Persyaratan lain dan lulus UKK. UKK terhadap bakal calon dilakukan oleh lembaga profesional yang ditunjuk oleh Menteri.

The candidate who will be determined as a candidate for the Board of Commissioners and the Board of Directors is someone who has been declared to have fulfilled the Formal Requirements and other Requirements and passed the UKK. UKK for prospective candidates is carried out by a professional institution appointed by the Minister.

Usulan Pengangkatan
Appointment Proposal



Bagi calon yang telah mendapatkan rekomendasi “Disarankan” oleh tim penilai dapat diangkat menjadi Dewan Komisaris dan Direksi Perusahaan.

Candidates who have received a “Suggested” recommendation from the assessment team can be appointed to the Board of Commissioners and Board of Directors of the Company.

Penetapan
Stipulation

Penetapan dilakukan melalui mekanisme RUPS sebagaimana diatur dalam Peraturan Otoritas Jasa Keuangan dan peraturan terkait lainnya.

The stipulation is made through the GMS mechanism as regulated in the Financial Services Authority Regulation and other related regulations.

Peran Komite Nominasi/Remunerasi Dalam Proses Nominasi BOC dan BOD

1. Melakukan tinjauan secara berkala atas sistem Manajemen Talenta Perusahaan serta pengawasan dan evaluasi atas pelaksanaannya;
2. Melakukan evaluasi terhadap sistem dan prosedur pengklasifikasian Talenta yang dilakukan oleh Direksi;
3. Melakukan validasi dan kalibrasi atas Talenta Terseleksi (*selected talent*), untuk menghasilkan daftar Talenta Ternominasi (*nominated talent*) yang dinominasikan oleh Dewan Komisaris kepada Menteri;
4. Melakukan evaluasi terhadap calon wakil Perusahaan yang akan diusulkan sebagai anggota Direksi atau anggota Dewan Komisaris Anak Perusahaan, sebelum diajukan kepada Menteri;
5. Melakukan evaluasi atas usulan KPI individu anggota Direksi Perusahaan;
6. Menyiapkan usulan sistem evaluasi kinerja individu bagi anggota Direksi dan/atau anggota Dewan Komisaris;
7. Melakukan evaluasi atas usulan Direksi BUMN mengenai struktur organisasi BUMN;
8. Menjaga kerahasiaan dokumen, data dan informasi Perusahaan;
9. Menyusun Laporan Triwulan dan Tahunan Pelaksanaan Tugas Komite GCG, Pemantau Risiko, Nominasi, dan Remunerasi dan menyampaikannya kepada Dewan Komisaris; dan
10. Melakukan identifikasi hal-hal yang memerlukan perhatian Dewan Komisaris dan melaksanakan tugas-tugas lainnya sebagaimana diminta oleh Dewan Komisaris.

Role of the Nomination/Remuneration Committee in the BOC and BOD Nomination Process

1. Conduct regular reviews of the Company's Talent Management system as well as monitoring and evaluating its implementation;
2. Evaluate the Talent classification system and procedure by the Board of Directors;
3. Validate and calibrate the Selected Talent to produce a list of Nominated Talents nominated by the Board of Commissioners to the Minister;
4. Evaluate prospective Company representatives who will be proposed as members of the Board of Directors or members of the Board of Commissioners of Subsidiaries, before submitting them to the Minister;
5. Evaluate individual KPI suggestions for members of the Company's Board of Directors;
6. Arrange a proposed individual performance evaluation system for members of the Board of Directors and/or members of the Board of Commissioners;
7. Evaluate the suggestions of the SOEs' Directors regarding the SOEs organizational structure;
8. Maintain the confidentiality of Company document, data, and information;
9. Prepare Quarterly and Annual Report on the Implementation of the Duties of the GCG, Risk Monitoring, Nomination, and Remuneration Committee and submit them to the Board of Commissioners; and
10. Identify matters that require the attention of the Board of Commissioners and carry out other tasks as requested by the Board of Commissioners.

Prosedur dan Mekanisme Pengunduran Diri Dewan Komisaris dan Direksi

Seorang anggota Dewan Komisaris berhak mengundurkan diri dari jabatannya sebelum masa jabatannya berakhir dengan memberitahukan secara tertulis mengenai maksudnya tersebut kepada Perusahaan. Perusahaan wajib menyelenggarakan RUPS untuk memutuskan permohonan pengunduran diri anggota Dewan Komisaris dalam jangka waktu paling lambat 90 hari setelah diterimanya surat pengunduran diri. Perusahaan wajib melakukan keterbukaan informasi kepada masyarakat dan menyampaikan kepada OJK paling lambat 2 (dua) hari kerja setelah diterimanya permohonan pengunduran diri anggota Dewan Komisaris dan hasil penyelenggaraan RUPS.

Procedure and Mechanism for Resignation of the Board of Commissioners and the Board of Directors

A member of the Board of Commissioners has the right to resign from their position before the term of office ends by notifying the intention to the Company in writing. The Company must convene a GMS to resolve the resignation request from member(s) of the Board of Commissioners no longer than 90 days after receiving the resignation letter. The Company must disclose the information to the public and submit it to OJK no later than two business days after receiving the resignation request from the member of the Board of Commissioners and the GMS resolution.

Sebelum pengunduran diri berlaku efektif, anggota Dewan Komisaris yang bersangkutan tetap berkewajiban menyelesaikan tugas dan tanggung jawabnya sesuai dengan Anggaran Dasar dan Peraturan Perundang-undangan yang berlaku. Terhadap anggota Dewan Komisaris yang mengundurkan diri tetap dapat dimintakan pertanggungjawabannya sebagai anggota Dewan Komisaris sejak pengangkatan yang bersangkutan hingga tanggal disetujuinya pengunduran dirinya dalam RUPS. Pembebasan tanggung jawab anggota Dewan Komisaris yang bersangkutan hingga tanggal disetujuinya pengunduran dirinya dalam RUPS.

Demikian pula bagi Direksi, seorang anggota Direksi dapat mengundurkan diri dari jabatannya sebelum masa jabatannya berakhir. Dalam hal terdapat anggota Direksi yang mengundurkan diri, maka anggota Direksi yang bersangkutan wajib menyampaikan permohonan pengunduran diri secara tertulis mengenai maksudnya tersebut kepada Perusahaan. PTPP wajib menyelenggarakan RUPS untuk memutuskan permohonan pengunduran diri anggota Direksi paling lambat 90 (sembilan puluh) hari setelah diterimanya surat pengunduran diri tersebut.

PTPP wajib melakukan keterbukaan informasi kepada masyarakat dan menyampaikan kepada OJK paling lambat 2 (dua) hari kerja setelah:
1. Diterimanya permohonan pengunduran diri Direksi; dan
2. Hasil penyelenggaraan RUPS.

Sebelum pengunduran diri berlaku efektif, anggota Direksi yang bersangkutan tetap berkewajiban menyelesaikan tugas dan tanggung jawabnya sesuai dengan Anggaran Dasar dan peraturan perundang-undangan. Terhadap anggota Direksi yang mengundurkan diri tetap dapat dimintakan pertanggungjawabannya sebagai anggota Direksi sejak pengangkatan yang bersangkutan hingga tanggal disetujuinya pengunduran dirinya dalam RUPS. Direksi yang mengundurkan diri baru bebas dari tanggung jawab setelah memperoleh pembebasan tanggung jawab dari RUPS Tahunan.

Before the resignation becomes effective, the relevant member of the Board of Commissioners shall remain obligated to complete their duties and responsibilities following the Articles of Association and the applicable laws and regulations. The member of the Board of Commissioners who resigns can still be held accountable as a member of the Board of Commissioners from the appointment until the approval of the resignation date at the GMS. Exemption from the responsibilities of members of the Board of Commissioners concerned until the date of approval of his resignation at the GMS.

Likewise, for the Board of Directors, a member of the Board of Directors may resign from their post before the term of office expires. In the event a member of the Board of Directors resigns, the relevant member of the Board of Directors must submit a resignation letter regarding his/her intention to the Company. PTPP must organize GMS to resolve the resignation proposal of the member of the Board of Directors in no longer than 90 days after receiving the resignation letter.

PTPP is required to disclose information to the public and submit it to OJK no later than two working days after:
1. The receipt of the request for resignation of the Board of Directors; and
2. The GMS resolutions.

Before the resignation is effective, the relevant member of the Board of Directors will remain obligated to complete the duties and responsibilities following the Articles of Association and Laws and Regulations. The abovementioned member of the Board of Directors who resigns can still be held accountable as a member of the Board of Directors from the appointment until the approval of the resignation date at the GMS. The resigning Director will be free from responsibility after obtaining the release and discharge of responsibility from the Annual GMS.

2024

Laporan Tahunan
Annual Report

Resilient Growth through Core Excellence

Keunggulan Inti untuk Terus Bertumbuh Tangguh

CONSTRUCTION & INVESTMENT

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