KOMITE NOMINASI DAN REMUNERASI

Pembentukan Komite Nominasi dan Remunerasi (KNR) di Perseroan mengacu pada Surat Keputusan Dewan Komisaris No. 001/SK/Dekom-HUMI/III/2023 tanggal 31 Maret 2023 tentang Pembentukan dan Pedoman Pelaksanaan Kerja Komite Nominasi dan Remunerasi. KNR merupakan salah satu Komite penunjang Dewan Komisaris yang dibentuk untuk membantu Dewan Komisaris Komisaris dalam menjalankan fungsi pengawasan dan pemberian nasihat mengenai penetapan kualifikasi dan proses nominasi serta remunerasi Dewan Komisaris dan Direksi.

Dasar Hukum

Dasar hukum yang menjadi acuan pembentukan KNR Perseroan, antara lain:

1. POJK No. 34/POJK.04/2014 tentang Komite Nominasi dan Remunerasi Emiten atau Perusahaan Publik.
2. POJK No. 33/POJK.04/2014 tentang Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik.
3. Anggaran Dasar HUMI tentang tugas dan wewenang Dewan Komisaris.
4. Kebijakan Pokok Perusahaan.

Piagam Komite Nominasi dan Remunerasi

KNR Perseroan telah memiliki Piagam atau Pedoman yang disetujui pada tanggal 4 November 2022 oleh Dewan Komisaris, dan digunakan sebagai Landasan Kerja Komite Nominasi dan Remunerasi (*Nomination and Remuneration Committee Charter*/NRCC) yang bersifat mengikat bagi seluruh anggota komite dan telah diunggah ke situs *web* Perseroan, www.humi.co.id. Adapun isi dari Piagam KNR adalah sebagai berikut:

1. Pendahuluan.
2. Dasar Hukum.
3. Definisi.
4. Komposisi, Struktur, dan Masa Jabatan.
5. Persyaratan Keanggotaan.
6. Tugas dan Tanggung Jawab.
   a. Terkait dengan fungsi Nominasi.
   b. Terkait dengan fungsi Remunerasi.
7. Tata Cara, Prosedur dan Penyelenggaraan Rapat.
8. Pelaporan.
9. Standar Etika.
10. Penutup.

Masa Jabatan Komite Nominasi dan Remunerasi

Sesuai ketentuan yang berlaku, masa jabatan anggota KNR tidak boleh lebih lama dari masa jabatan Dewan Komisaris sebagaimana diatur dalam Anggaran Dasar Perseroan, dan hanya dapat dipilih kembali hanya untuk 1 (satu) periode berikutnya. Penggantian anggota KNR yang bukan berasal dari Dewan Komisaris dilakukan paling lambat 60 (enam puluh) hari sejak anggota KNR dimaksud tidak dapat lagi melaksanakan fungsinya.

NOMINATION AND REMUNERATION COMMITTEE

The establishment of the Nomination and Remuneration Committee (KNR) in the Company refers to Decree Number 001/SK/Dekom-HUMI/III/2023 dated March 31, 2023, concerning the Establishment and Guidelines for the Operation of the Nomination and Remuneration Committee. KNR is one of the supporting committees of the Board of Commissioners established to assist the Board of Commissioners in overseeing and advising on the determination of qualifications, nomination processes, and remuneration for the Board of Commissioners and Directors.

Legal Basis

The legal basis for the establishment of the Company's Nomination and Remuneration Committee (KNR) includes:

1. POJK Number 34/POJK.04/2014 concerning the Nomination and Remuneration Committee of Issuers or Public Companies.
2. POJK Number 33/POJK.04/2014 concerning the Board of Directors and Board of Commissioners of Issuers or Public Companies.
3. The Articles of Association of the Company and any amendments thereof.
4. Company's Basic Policies.

Charter of the Nomination and Remuneration Committee

The Nomination and Remuneration Committee (KNR) of the Company has established a Charter approved on November 4, 2022, by the Board of Commissioners. This charter serves as the foundation for the operation of the Nomination and Remuneration Committee (NRCC) and is binding for all committee members. The charter has been uploaded to the Company's website, www.humi.co.id. The contents of the Nomination and Remuneration Committee Charter (NRCC) are as follows:

1. Introduction.
2. Legal Basis.
3. Definitions.
4. Composition, Structure, and Term of Office.
5. Membership Requirements.
6. Duties and Responsibilities.
   a. Related to the Nomination function.
   b. Related to the Remuneration function.
7. Procedures and Conduct of Meetings.
8. Reporting.
9. Code of Ethics.
10. 1Conclusion.

Nomination and Remuneration Committee

According to applicable laws, NRC members' terms of office may not exceed the length of office of the Board of Commissioners as specified in the Company's Articles of Association, and they may only be re-elected for the next one (one) term. NRC members who are not members of the Board of Commissioners must be replaced no later than 60 (sixty) days after they become unable to perform their tasks.

Jumlah, Susunan dan Komposisi Komite Nominasi dan Remunerasi

Jumlah, susunan, dan komposisi anggota KNR Perseroan telah diatur dalam Piagam KNR, yakni:

1. Paling sedikit terdiri dari 3 (tiga) orang yang berasal dari Komisaris Independen dan anggota lainnya yang dapat berasal dari:
   a. anggota Dewan Komisaris,
   b. pihak yang berasal dari luar Perseroan, dan/atau
   c. pihak yang menduduki jabatan manajerial di bawah Direksi yang membidangi SDM, dengan ketentuan bahwa sebagian besar anggota KNR tidak dapat berasal dari pihak dengan jabatan manajerial yang membidangi SDM.
2. KNR Perseroan diketuai oleh salah seorang Komisaris Independen merangkap sebagai anggota.

Pada tahun 2023, komposisi dan susunan KNR ditetapkan pada tanggal 31 Maret 2023 melalui Surat Keputusan Dewan Komisaris No. 001/SK/Dekom-HUMI/III/2023 dengan komposisi dan susunan KNR HUMI sebagai berikut:

Number, Structure, and Composition of the Nomination and Remuneration Committee

The number, structure, and composition of the Company's Nomination and Remuneration Committee (KNR) members have been regulated in the Nomination and Remuneration Committee Charter as follows:

1. The KNR consists of at least 3 (three) members, including at least one Independent Commissioner, and other members may be from:
   a. Board of Commissioners members,
   b. External parties,
   c. Individuals holding managerial positions under the Board of Directors responsible for HR, provided that the majority of KNR members cannot come from individuals holding managerial positions responsible for HR.
2. The KNR is chaired by one of the Independent Commissioners serving as a member.

In 2023, the composition and arrangement of the KNR were determined on March 31, 2023, through Board of Commissioners' Decree Number 001/SK/Dekom-HUMI/III/2023. The composition and arrangement of the HUMI's Nomination and Remuneration Committee as of December 31, 2023, are as follows:

Susunan Komite Nominasi dan Remunerasi Per 31 Desember 2023
Composition of the Nomination and Remuneration Committee

Nama Name	**Jabatan** Position	**Dasar Pengangkatan** Basis of Appointment	**Masa Jabatan** Term of Office	**Periode Jabatan** Term Period
Daryono	Ketua Chairman	SK Dewan Komisaris No. 001/SK/Dekom-HUMI/III/2023 tanggal 31 Maret 2023. Board of Commissioners Decree Number 002/SK/Dekom-HUMI/III/2023 dated March 31, 2023	31 Maret 2023 s.d Sekarang March 31, 2023, until present	Ke-1 First
HM Roy Sembel	Anggota Member	SK Dewan Komisaris No. 001/SK/Dekom-HUMI/III/2023 tanggal 31 Maret 2023. Board of Commissioners Decree Number 002/SK/Dekom-HUMI/III/2023 dated March 31, 2023	31 Maret 2023 s.d Sekarang March 31, 2023, until present	Ke-1 First
Desi Arifianti	Anggota Member	SK Dewan Komisaris No. 001/SK/Dekom-HUMI/III/2023 tanggal 31 Maret 2023. Board of Commissioners Decree Number 002/SK/Dekom-HUMI/III/2023 dated March 31, 2023	31 Maret 2023 s.d Sekarang March 31, 2023, until present	Ke-1 First

PROFIL KOMITE NOMINASI DAN REMUNERASI

NOMINATION AND REMUNERATION COMMITTEE PROFILE

Daryono **Ketua Komite Nominasi dan Remunerasi/**Head of the Nomination and Remuneration Committee
Informasi mengenai riwayat pendidikan, riwayat Jabatan, rangkap jabatan, pengalaman kerja, dan hubungan afiliasi dapat dilihat pada bab Profil Perusahaan bagian profil Dewan Komisaris di Laporan Tahunan ini. Information regarding educational history, position history, multiple positions, work experience, and affiliate relationships can be seen in the Company Profile chapter in the Board of Commissioners profile section of this Annual Report.

Menjabat sebagai Anggota Komite Nominasi dan Remunerasi berdasarkan Surat Keputusan Dewan Komisaris No. 001/SK/Dekom-HUMI/III/2023 tanggal 31 Maret 2023.
Serving as a Member of the Nomination and Remuneration Committee is based on the Board of Commissioners' Decree Letter Number 001/SK/Dekom-HUMI/III/2023 dated March 31, 2023.

HM Roy Sembel

Anggota Komite Nominasi dan Remunerasi
Member of Nomination and Remuneration Committee

Periode Jabatan: 31 Maret 2023 s.d Sekarang
Term of Office: March 31, 2023 until now

59 tahun
59 years old

WNI
Indonesian

Berdomisili di Kotamadya, DKI Jakarta, Indonesia
Domiciled in DKI Jakarta, Indonesia

Riwayat Pendidikan

Sarjana (S1) FMIPA/Statistik dari Institut Pertanian Bogor (IPB), Bogor (1986), Magister Manajemen (S2) bidang Manajemen dan Keuangan dari Erasmus University Rotterdam, Belanda (1990), Magister Manajemen (S2) bidang Manajemen dan Keuangan dari University of Pennsylvania, Amerika Serikat (1989), dan Doktoral (S3) bidang Corporate Finance di University of Pittsburgh, Amerika Serikat (1996).

Education History

Bachelor of Science in Mathematics and Statistics from Bogor Agricultural University (IPB), Bogor (year of graduation), Master of Management in the field of [field of specialization] from Erasmus University Rotterdam, the Netherlands (year of graduation), Master of Management in Finance from the University of Pennsylvania, United States (year of graduation), and Doctorate in Corporate Finance from the University of Pittsburgh, United States (year of graduation).

Riwayat Pekerjaan

Beliau pernah menyandang berbagai jabatan penting sebelumnya, di antaranya yaitu Dekan IPMI International Business School, Dekan UPH Business School, Direktur Program Pasca Sarjana UPH, Dekan Fakultas Ekonomi Universitas Multimedia Nusantara, Direktur Program MM Keuangan Universitas Bina Nusantara. Selain itu, beliau juga pernah menjabat sebagai Konsultan Senior di McKinsey & Co Indonesia (1998-2001), Komisaris Independen dan Ketua Komite Pemantau Risiko di Bank Niaga (2005-2007), Senior Counselor di Vriens & Partner (2012-2015) dan Komisaris Independen di PT Humpuss Intermoda Transportasi Tbk (2013-2018).

Professional History

He has held various important positions in the past, including Dean of IPMI International Business School, Dean of UPH Business School, Director of Postgraduate Programs at UPH, Dean of the Faculty of Economics at Multimedia Nusantara University, Director of the Finance MM Program at Bina Nusantara University. In addition, he has also served as an Independent Commissioner and Chairman of the Risk Monitoring Committee at Bank Niaga (2005-2007), Senior Consultant at McKinsey & Co Indonesia (year), Senior Counselor at Vriens & Partner (2012-2015), and Independent Commissioner at PT Humpuss Intermoda Transportasi Tbk (2013-2018).

Rangkap Jabatan

Di Dalam Grup Perseroan:

- Komisaris Utama PT ETSI Hutama Maritim
- Anggota Komite KNR HITS (2021-sekarang)
- Anggota Komite KNR GTSI (2021-sekarang)

Di Luar Perseroan: Tidak Ada

Concurrent Position

Within the Corporate Group:

- President Commissioner of PT ETSI Hutama Maritim
- Member of the KNR HITS Committee (2021-present)
- Member of the KNR GTSI Committee (2021-present)

Outside the Company: None

Menjabat sebagai Anggota Komite Nominasi dan Remunerasi berdasarkan Surat Keputusan Dewan Komisaris No. 001/SK/Dekom-HUMI/III/2023 tanggal 31 Maret 2023.
Serves as Member of the Nomination and Remuneration Committee based on Board of Commissioners Decree Number 001/SK/Dekom-HUMI/III/2023 dated March 31, 2023.

Desi Arifianti

Anggota Komite Nominasi dan Remunerasi
Member of Nomination and Remuneration Committee

Periode Jabatan: 31 Maret 2023 s.d Sekarang
Term of Office: March 31, 2023 until now

42 tahun
42 years old

WNI
Indonesian

Berdomisili di Kotamadya, DKI Jakarta, Indonesia
Domiciled in DKI Jakarta, Indonesia

Riwayat Pendidikan

Sarjana (S1) Sastra Inggris dari Universitas Pertiwi, Jakarta (2004).

Education History

Bachelor of English Literature from Universitas Pertiwi, Jakarta (2004).

Riwayat Profesi

PT Humpuss (2004-2012), Sekretaris Direktur Utama HITS (2013-2015), Asistan Manajer *Human Capital* HITS (2016-2022), Kepala Departemen *Human Capital and General Affair* HUMI (2023 - sekarang).

Professional History

PT Humpuss (2004-2012), Secretary to the President Director at HITS (2013-2015), Assistant Manager of Human Capital at HITS (2016-2022), Head of Human Capital and General Affairs Department at HUMI (2023-present).

Rangkap Jabatan

Di Dalam Grup Perseroan:
- Anggota Komite KNR HITS (2021-sekarang)
- Anggota Komite KNR GTSI (2021-sekarang)

Di Luar Perseroan: Tidak Ada

Concurrent Positions

Within the Company Group:
- Member of the KNR HITS Committee (2021-present)
- Member of the KNR GTSI Committee (2021-present)

Outside the Company Group: None

Pernyataan Independensi dan Persyaratan Komite Nominasi dan Remunerasi

Seluruh anggota KNR memiliki komitmen dan integritas yang tinggi dengan kemampuan dan keahlian yang diperlukan di bidangnya untuk mendukung terselenggaranya tata kelola yang baik.

Dalam melaksanakan tugas dan tanggung jawabnya, seluruh anggota KNR telah memenuhi seluruh kriteria independensi dan mampu menjalankan tugas dan tanggung jawabnya secara independen, menjunjung tinggi kepentingan Perseroan, dan tidak dapat dipengaruhi oleh pihak manapun.

Declaration of Independence and Requirements for the Nomination and Remuneration Committee

All NRC members are committed to high ethics and possess the required competencies and knowledge in their disciplines to promote good governance.

All NRC members have met all independence standards and are able to perform their tasks and obligations independently, maintain the Company's interests, and are unaffected by any party.

Pernyataan tentang Independensi Komite Nominasi dan Remunerasi

The statement regarding the Independence of the Nomination and Remuneration Committee

Aspek Independensi Independence Aspect	**Daryono**	**HM Roy Sembel**	**Desi Arifianti**
Tidak mempunyai hubungan Afiliasi dengan anggota Dewan Komisaris, anggota Direksi, atau Pemegang Saham Utama. Has no affiliation with members of the Board of Commissioners, members of the Board of Directors, or Major Shareholders.	✓	✓	X
Tidak mempunyai hubungan usaha baik langsung maupun tidak langsung yang berkaitan dengan kegiatan usaha HUMI dan anak perusahaannya. Has no direct or indirect business relationships related to the business activities of HUMI and its subsidiaries.	✓	✓	X
Tidak mempunyai saham HUMI baik langsung maupun tidak langsung. Does not own HUMI shares either directly or indirectly.	✓	✓	✓

v = Ya/ Yes | x = Tidak/ No

Selain harus memenuhi kriteria independensi, anggota KNR juga harus memenuhi persyaratan yang telah ditetap dalam Piagam KNR, yakni:

1. Memiliki integritas yang tinggi, kemampuan, pengetahuan dan pengalaman yang memadai sesuai dengan bidang pekerjaannya dan latar belakang pendidikannya, serta mampu berkomunikasi dengan baik.
2. Memahami bisnis perusahaan khususnya yang terkait dengan bisnis perusahaan dan peraturan perundang-undangan di bidang pasar modal, peraturan industri pelayaran dan distribusi energi serta peraturan perundang-undangan lainnya.
3. Wajib mematuhi Kode Etik yang ditetapkan oleh HUMI.
4. Bersedia meningkatkan kompetensi secara terus menerus melalui pendidikan dan pelatihan.
5. Memiliki pengetahuan dan pengalaman di bidang terkait Nominasi dan/atau Remunerasi.
6. Tidak mempunyai hubungan Afiliasi dengan anggota Dewan Komisaris, anggota Direksi, atau Pemegang Saham Utama.
7. Tidak mempunyai hubungan usaha baik langsung maupun tidak langsung yang berkaitan dengan kegiatan usaha HUMI dan anak perusahaannya.
8. Anggota Direksi dilarang untuk menjadi anggota KNR.

Tugas dan Tanggung Jawab Komite Nominasi dan Remunerasi

KNR memiliki tugas dan tanggung jawab antara lain:

1. Terkait dengan Fungsi Nominasi:
   a. Memberikan rekomendasi kepada Dewan Komisaris mengenai:
      - Komposisi jabatan anggota Direksi dan/atau anggota Dewan Komisaris.
      - Kebijakan dan kriteria yang dibutuhkan dalam proses Nominasi.
      - Kebijakan evaluasi kinerja bagi anggota Direksi dan/atau anggota Dewan Komisaris.

   b. Membantu Dewan Komisaris melakukan penilaian kinerja anggota Direksi dan/atau anggota Dewan Komisaris berdasarkan tolok ukur yang telah disusun sebagai bahan evaluasi.

   c. Memberikan rekomendasi kepada Dewan Komisaris mengenai program pengembangan kemampuan anggota Direksi dan/atau anggota Dewan Komisaris.

   d. Memberikan usulan calon yang memenuhi syarat sebagai anggota Direksi dan/atau anggota Dewan Komisaris kepada Dewan Komisaris untuk disampaikan kepada RUPS.

   e. KNR wajib melakukan hal-hal sebagai berikut:
      - Memberikan rekomendasi komposisi dan proses Nominasi anggota Direksi dan/atau anggota Dewan Komisaris.
      - Menyusun kebijakan mengenai sistem, prosedur pemilihan dan/atau penggantian serta kriteria yang dibutuhkan dalam proses Nominasi calon anggota Dewan Komisaris, Direksi HUMI.
      - Membantu pelaksanaan evaluasi atas kinerja anggota Direksi dan/atau anggota Dewan Komisaris.
      - Menyusun program pengembangan kemampuan anggota Direksi dan/atau anggota Dewan Komisaris.

In addition to meeting the independence criteria, members of the Nomination and Remuneration Committee must also fulfill the requirements set forth in the Nomination and Remuneration Committee Charter, which include::

1. Having high integrity, capability, knowledge, and adequate experience in their field of work and educational background, as well as effective communication skills.
2. Understanding the company's business, especially those related to its operations and regulations in the field of capital markets, shipping industry, energy distribution, and other relevant legal regulations.
3. Adhering to the Code of Ethics established by HUMI.
4. Being willing to continuously enhance their competencies through education and training.
5. Possessing knowledge and experience in the areas related to nominations and/or remunerations.
6. Not having any Affiliation with members of the Board of Commissioners, members of the Board of Directors, or major shareholders.
7. Not having any direct or indirect business relationships related to HUMI's business activities and its subsidiaries.
8. Directors are prohibited from being members of the Nomination and Remuneration Committee.

Duties and Responsibilities of the Nomination and Remuneration Committee

The Nomination and Remuneration Committee has responsibilities including:

1. Related to Nomination Function:
   a. Providing recommendations to the Board of Commissioners regarding:
      - Composition of positions for members of the Board of Directors and/or Board of Commissioners.
      - Policies and criteria required in the nomination process.
      - Evaluation policies for members of the Board of Directors and/or Board of Commissioners.

   b. Assisting the Board of Commissioners in assessing the performance of members of the Board of Directors and/or Board of Commissioners based on established benchmarks as evaluation materials.

   c. Offering recommendations to the Board of Commissioners on development programs for members of the Board of Directors and/or Board of Commissioners.

   d. Proposing eligible candidates for positions as members of the Board of Directors and/or Board of Commissioners to the Board of Commissioners for submission to the General Meeting of Shareholders.

   e. The NRC is required to perform the following tasks:
      - Providing recommendations on the composition and nomination process of members of the Board of Directors and/or Board of Commissioners.
      - Formulating policies regarding systems, selection procedures, and/or replacement criteria required in the nomination process for potential members of the Board of Commissioners, HUMI Directors.
      - Assisting in the execution of evaluations of the performance of members of the Board of Directors and/or Board of Commissioners.
      - Formulating development programs for members of the Board of Directors and/or Board of Commissioners.

- Membantu penelaahan dan pengusulan calon yang memenuhi syarat sebagai anggota Direksi dan/atau anggota Dewan Komisaris kepada Dewan Komisaris untuk disampaikan kepada RUPS.

2. Terkait dengan Fungsi Remunerasi:
   a. Memberikan rekomendasi kepada Dewan Komisaris terkait remunerasi anggota Direksi dan/atau Dewan Komisaris khususnya:
      - Struktur Remunerasi, berupa gaji, honorarium, insentif dan/atau tunjangan yang bersifat tetap dan/atau variabel sesuai dengan kegiatan usaha dan skala usaha HUMI di industri.
      - Kebijakan atas Remunerasi.
      - Besaran atas Remunerasi.
   b. Kegiatan sebagaimana angka 1 di atas dapat dilakukan dengan bantuan pihak ketiga yang independen dan dievaluasi oleh KNR secara berkala sesuai dengan ketentuan HUMI.
   c. Membantu Dewan Komisaris melakukan penilaian kinerja dengan kesesuaian Remunerasi yang diterima masing-masing anggota Direksi dan anggota Dewan Komisaris.

- Assisting in the review and nomination of candidates who meet the qualifications as members of the Board of Directors and/or Board of Commissioners to be submitted to the Board of Commissioners for presentation to the General Meeting of Shareholders.

2. Related to Remuneration Function:
   a. Providing recommendations to the Board of Commissioners regarding the remuneration of members of the Board of Directors and/or Board of Commissioners, particularly:
      - Remuneration structure, including salaries, honorariums, incentives, and/or allowances that are fixed and/or variable according to the business activities and scale of HUMI's operations in the industry.
      - Remuneration policies.
      - Remuneration amounts.
   b. Activities as described in point 1 above can be carried out with the assistance of independent third parties and evaluated periodically by the NRC in accordance with HUMI's provisions.
   c. Assisting the Board of Commissioners in assessing the appropriateness of the remuneration received by each member of the Board of Directors and the Board of Commissioners.

Rapat dan Tingkat Kehadiran Komite Nominasi dan Remunerasi

Rapat KNR telah diatur dalam Piagam KNR, yakni KNR wajib menyelenggarakan rapat sekurang-kurangnya sekali dalam 4 (empat) kali dalam 1 (satu) tahun dan dihadiri oleh sekurang-kurangnya 2/3 dari jumlah anggota, salah satunya merupakan Ketua KNR. Rapat dapat diselenggarakan baik dengan kehadiran secara fisik maupun non-fisik. Rapat yang tidak dihadiri secara fisik dilakukan melalui media telekonferensi, video konferensi, atau sarana media elektronik lainnya yang memungkinkan semua peserta Rapat Komite saling melihat dan mendengar secara langsung, serta berpartisipasi dalam rapat.

Sepanjang tahun 2023, KNR telah mengadakan rapat sebanyak 3 (tiga) kali. Frekuensi dan tingkat kehadiran anggota KNR dalam Rapat adalah sebagai berikut:

Meeting and Attendance Levels for the Nomination and Remuneration Committee

The NRC Meeting has been scheduled in the NRC Charter, which states that the NRC must meet at least four times per year and be attended by at least two-thirds of its members, one of whom is the Chairman of the NRC. Meetings can be held in person or remotely. Meetings that are not attended in person are held using teleconferencing, video conferencing, or other electronic medium, allowing all Committee Meeting participants to see and hear each other immediately and participate in the meeting.

Throughout the year 2023, KNR held meetings a total of 3 (three) times. The frequency and attendance rate of KNR members at the meetings are as follows:

Kehadiran Anggota pada Rapat Komite Nominasi dan Remunerasi
Member Attendance at Nomination and Remuneration Committee Meetings

Periode Period	Nama Name	Jumlah Rapat Number of Meeting	Kehadiran di Rapat KNR Attendance at NRC Meetings	Tingkat Kehadiran Attendance Rate	Rata-Rata Tingkat Kehadiran Average Attendance Rate
1 Januari - 31 Desember January 1 - December 31	Daryono	3	3	100%	100%
1 Januari - 31 Desember January 1 - December 31	HM Roy Sembel	3	3	100%	
1 Januari - 31 Desember January 1 - December 31	Desi Arifianti	3	3	100%	

Laporan Pelaksanaan Tugas Komite Nominasi dan Remunerasi Tahun 2023

Laporan pelaksanaan tugas Komite Nominasi dan Remunerasi di sepanjang tahun 2023:

1. Terkait dengan fungsi Nominasi, KNR memberikan rekomendasi/usulan untuk kandidat nominasi anggota Direksi, yang diperlukan, Dewan Komisaris dalam agenda RUPSLB.

Report on the Implementation of Duties of the Nomination and Remuneration Committee the Year 2023

Report on the implementation of duties of the Nomination and Remuneration Committee for the year 2023:

1. Regarding the Nomination role, KNR makes recommendations/proposals to the Board of Commissioners for director nomination candidates as needed, which are included on the agenda of the Annual General Meeting of Shareholders.

2. Terkait dengan fungsi remunerasi, usulan mengenai kebijakan penyesuaian gaji tunjangan dan insentif anggota Direksi dan Dewan Komisaris. Rekomendasi tersebut diperlukan Dewan Komisaris sebagai bahan agenda RUPST
3. Penilaian Kinerja Direksi, Dewan Komisaris dan Komite untuk tahun buku 2022.
4. Rekomendasi lainnya, yang bersifat insidentil terkait dengan berbagai isu penting yang perlu mendapatkan perhatian manajemen, termasuk kinerja organisasi dan pengembangan Sumber Daya Manusia.
5. Reviu atas beberapa kebijakan perusahaan, terkait dengan tata kelola perusahaan yang baik meliputi:
   a. Kebijakan Suksesi Direksi.
   b. Prosedur Nominasi Direksi dan Dewan Komisaris.
   c. Prosedur penetapan Remunerasi Direksi dan Dewan Komisaris.
   d. Kebijakan Penilaian Kinerja Direksi dan Dewan Komisaris.
   e. Kebijakan Program Pelatihan/Orientasi Direksi dan Dewan Komisaris.

2. Regarding the remuneration function, proposals concerning the policy of adjusting the salary, allowances, and incentives of board members. Board of Commissioners. The recommendations are needed by the Board of Commissioners as material for the Annual General Meeting of Shareholders (RUPST) agenda.
3. Assessment of the Performance of the Board of Directors, Board of Commissioners, and Committees for the 2022 fiscal year.
4. Other recommendations, incidentally related to various important issues that need management attention, including organizational performance and human resources development.
5. Review of several company policies related to good corporate governance, including:
   a. Board Succession Policy.
   b. Procedures for Director and Board of Commissioners Nominations.
   c. Procedures for Determining Director and Board of Commissioners Remuneration.
   d. Director and Board of Commissioners Performance Evaluation Policy.
   e. Director and Board of Commissioners Training/Orientation Program Policy.

Pelatihan Komite Nominasi dan Remunerasi Tahun 2023

Perseroan senantiasa menyelenggarakan program pendidikan ataupun pelatihan untuk anggota KNR dalam rangka meningkatkan kompetensi dan penambahan wawasan guna mendukung pelaksanaan tugas dan tanggung jawab setiap anggota KNR. Adapun pendidikan, pelatihan, kursus, ataupun seminar yang diikuti anggota KNR sepanjang tahun 2023 adalah sebagai berikut:

Training for the Nomination and Remuneration Committee in the Year 2023

The Company provides educational programs and training for NRC members to improve their skills and widen their perspectives, enabling them to perform their duties effectively. In 2023, NRC members attended the following education, training, and seminars:

Tanggal Date	**Tema Pelatihan/Konferensi/Workshop/Seminar** Training/Conference/Workshop/Seminar Theme	**Lokasi** Location	**Penyelenggara** Organizer
Daryono, Ketua Komite Nominasi dan Remunerasi /Head of the Nomination and Remuneration Committee			
Pendidikan ataupun pelatihan yang diikuti oleh Daryono sebagai Ketua Komite Nominasi dan Remunerasi sepanjang tahun 2023 dapat dilihat di bagian Pelatihan dan Peningkatan Kompetensi Dewan Komisaris. The Board of Commissioners' Training and Competency Enhancement section contains information about Daryono's education and training as Head of the Nomination and Remuneration Committee in 2023.			
HM Roy Sembel, Anggota Komite Nominasi dan Remunerasi /Member of the Nomination and Remuneration Committee			
18 Oktober 2023 October 18, 2023	Business Plan Competition	Serpong	Universitas Bunda Mulia
27 September 2023 September 27, 2023	Dewan Juri BIIU	Jakarta	Bisnis Indonesia
14 Oktober 2023 October 14, 2023	Pembicara IFA IFA Speaker	Zoom	Economic Review
16 Oktober 2023 October 16, 2023	Penentuan TOP 20 BUMN dan Special Achievement Final Judges for THe Best Investortrust Companies 2023	Jakarta	Bisnis Indonesia
27 Oktober 2023 October 27, 2023	Juri Final The Best Investortrust Companies 2023 Final Judges for THe Best Investortrust Companies 2023	Jakarta	Investor Trust
11 November 2023 November 11, 2023	Webinar Series "Unconventional Strategy to Create Sustainable Value in the Post-Pandemic Era"	Zoom	Universitas Trisakti
23 November 2023 November 23, 2023	CSA Award 2023	Jakarta	Asosiasi Analis Efek Indonesia (AAEI) dan CSA Community
16 Desember 2023 December 16, 2023	International Conference : Financial Performance Measurement and Analysis of PT. Indofood Sukses Makmur Tbk. before and during the COVID-19 Pandemic in Indonesia	Zoom	CEO Congress

Tanggal Date	**Tema Pelatihan/Konferensi/Workshop/Seminar** Training/Conference/Workshop/Seminar Theme	**Lokasi** Location	**Penyelenggara** Organizer
17 Desember 2023 December 17, 2023	International Conference : The Influence of Architectural Design and Building Location on Workplace Productivity: The Moderating Role of Employee Satisfaction	Zoom	CEO Congress
Desi Arifianti, Anggota Komite Nominasi dan Remunerasi /Member of the Nomination and Remuneration			
24 Januari 2023 January 24, 203	From Culture to Performance	Zoom	Act Consulting
28 Januari 2023 - 4 Maret 2023 January 28-March 4, 2023	AHCA Batch 8	Zoom	CHRP Atmajaya
27-28 Mei 2023 May 27-28, 2023	ESQ Leadership Centre	Jakarta	In-House
14 Juni 2023 June 14, 2023	"Pojok Pintar Manajemen Seri #6 Achieving Excellent Performance Through Human Capital System"	Zoom	
1 Agustus 2023 Augus 1, 2023	Mencermati Penerapan PMK No 66 Tahun 2023 Tentang Perlakuan Pajak Penghasilan Atas Penggantian Atau Imbalan Sehubungan dengan Pekerjaan atau Jasa Dalam Bentuk Natura Dan/Atau Kenikmatan Observing the implementation of Minister of Finance Regulation No. 66 of 2023 on the Tax Treatment of Compensation or Remuneration for Work or Services in the Form of Natural and/or Enjoyment.	Zoom	AEI
10 Agustus 2023 August 10, 2023	#IHT5 : Job Evaluation For Making Job Grading	Jakarta	In-House
19-21 September 2023 September 19-21, 2023	Design Thinking for Business Innovation	Jakarta	Prasetya Mulya
13-14 Oktober 2023 October 13-14, 2023	#IHT6 : HUMI SuperLeader Bootcamp	Bogor	In-House
20-21 Oktober 2023 October 20-21, 2023	#IHT6 : HUMI SuperTeam Bootcamp	Bogor	In-House
30 Oktober 2023 October 30, 2023	Conference & Virtual Awarding Employer of Choice 2023	Zoom	SWA

KOMITE *ENVIRONMENT, SOCIAL, & GOVERNANCE*

Pembentukan *Komite Environment Social and Governance* (ESG) di Perseroan mengacu pada Surat Keputusan Dewan Komisaris No. 001/SK/Dekom-HUMI/I/2024 tanggal 19 Januari 2024 tentang Penetapan Susunan Komite Lingkungan, Sosial & Tata Kelola (*Environmental, Social and Governance*/ESG). Komite ESG dibentuk dan bertanggung jawab kepada Dewan Komisaris. Pembentukannya ditujukan untuk mendukung pelaksanaan tugas Dewan Komisaris terkait pengawasan terhadap program HUMI dalam implementasi ESG yang dilakukan oleh HUMI dan entitas anak untuk aspek keberlanjutan, yang untuk selanjutnya melaporkan rekomendasi dan pendapatnya secara independen dan profesional kepada Dewan Komisaris.

Dasar Hukum

Dasar hukum yang menjadi acuan pembentukan Komite ESG Perseroan, antara lain:

1. POJK No. 21/POJK.04/2015 tentang Penerapan Pedoman Tata Kelola Perusahaan Terbuka.

ENVIRONMENT, SOCIAL, & GOVERNANCE COMMITTEE

The establishment of the Environment, Social, and Governance (ESG) Committee in the Company refers to the Decree of the Board of Commissioners Number 001/SK/Dekom-HUMI/I/2024 dated January 19, 2024 regarding the Determination of the Composition of the Environmental, Social & Governance Committee (ESG). The ESG Committee is formed and accountable to the Board of Commissioners. Its formation is aimed at supporting the Board of Commissioners' oversight of HUMI's programs in implementing ESG carried out by HUMI and its subsidiaries for sustainability aspects, subsequently reporting its recommendations and opinions independently and professionally to the Board of Commissioners.

Legal Basis

The legal basis that serves as a reference for the formation of the ESG Committee of the Company includes, among others:

1. Financial Services Authority Regulation Number 21/POJK.04/2015 concerning the Implementation of Guidelines for Public Company Corporate Governance.