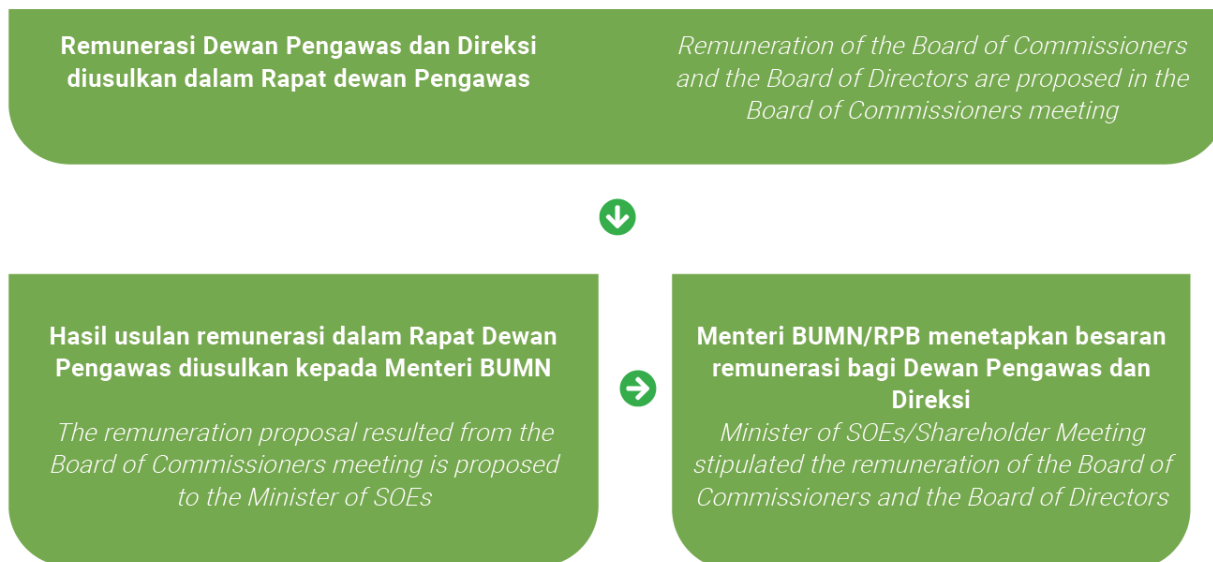


## SISTEM ALOKASI DAN REMUNERASI DIREKSI DAN DEWAN PENGAWAS

Penetapan remunerasi bagi Dewan Pengawas dan Direksi Perusahaan mengacu kepada keputusan Menteri BUMN selaku kuasa Pemilik Modal melalui Peraturan Menteri BUMN No. PER-03/MBU/03/2023 tentang Organ dan Sumber Daya Manusia BUMN.

### Prosedur pengusulan hingga penetapan remunerasi bagi Dewan Pengawas dan Direksi



Faktor perhitungan atas usulan besaran remunerasi:

1. Pertimbangan usulan yang ada
2. Hasil survei dengan industri sejenis dan sektor lainnya
3. Kemampuan Perusahaan

**DOKUMEN SELINGKAPNYA →**



# TATA KELOLA REMUNERASI DEWAN PENGAWAS DAN DIREKSI

## GOVERNANCE OF REMUNERATION FOR THE BOARD OF COMMISSIONERS AND BOARD OF DIRECTORS

### Prosedur Pengusulan Hingga Penetapan Remunerasi Dewan Pengawas dan Direksi

Penetapan remunerasi bagi Dewan Pengawas dan Direksi Perusahaan mengacu kepada keputusan Menteri BUMN selaku kuasa Pemilik Modal melalui Peraturan Menteri BUMN No. PER-03/MBU/03/2023 tentang Organ dan Sumber Daya Manusia BUMN.

Berikut ini prosedur pengusulan hingga penetapan remunerasi bagi Dewan Pengawas dan Direksi.

### Procedure for Proposing and Determining Remuneration for the Board of Commissioners and Board of Directors

The determination of remuneration for the company's Board of Commissioners and Directors is based on the decision of the Minister of SOEs, in their capacity as the authorized Capital Owner, under the Minister of SOEs Regulation No. PER-03/MBU/03/2023, concerning the organs and human resources of State-Owned Enterprises.

The following outlines the procedure for proposing and determining remuneration for the Board of Commissioners and the Board of Directors.

Remunerasi Dewan Pengawas dan Direksi  
diusulkan dalam Rapat dewan Pengawas

Remuneration of the Board of Commissioners  
and the Board of Directors are proposed in the  
Board of Commissioners meeting



Hasil usulan remunerasi dalam Rapat Dewan  
Pengawas diusulkan kepada Menteri BUMN

The remuneration proposal resulted from the  
Board of Commissioners meeting is proposed  
to the Minister of SOEs



Menteri BUMN/RPB menetapkan besaran  
remunerasi bagi Dewan Pengawas dan  
Direksi

Minister of SOEs/Shareholder Meeting  
stipulated the remuneration of the Board of  
Commissioners and the Board of Directors



Faktor perhitungan atas usulan besaran remunerasi:

1. Pertimbangan usulan yang ada
2. Hasil survei dengan industri sejenis dan sektor lainnya
3. Kemampuan Perusahaan

Perum BULOG membentuk Komite Nominasi dan Remunerasi pada bulan April 2020 sebagai tindak lanjut surat Menteri BUMN No. S-254/MBU/04/2020 tanggal 17 April 2020 perihal *Talent & Succession Management* Direksi BUMN. Komite Nominasi dan Remunerasi Perum BULOG bertugas membantu Dewan Pengawas dalam melakukan evaluasi dan memberikan rekomendasi kepada Dewan Pengawas mengenai kebijakan/mekanisme serta penerapan nominasi dan remunerasi bagi Dewan Pengawas, Direksi, pejabat eksekutif dan pegawai secara menyeluruh.

*Factors for calculating remuneration:*

1. *Incoming recommendations;*
2. *Survey results from comparable industries and other sectors;*
3. *The company's financial condition*

*Perum BULOG established the Nomination and Remuneration Committee in April 2020, following the Minister of SOEs' Letter No. S-254/MBU/04/2020 dated April 17, 2020, concerning Talent and Succession Management of the Board of Directors in SOEs. The Nomination and Remuneration Committee is responsible for assisting the Board of Commissioners in evaluating and providing recommendations related to policies, mechanisms, and the implementation of nomination and remuneration for the Board of Commissioners, Board of Directors, executive officers, and employees.*

## Struktur Remunerasi Dewan Pengawas dan Direksi

Struktur remunerasi Dewan Pengawas dan Direksi ditetapkan berdasarkan Peraturan Menteri BUMN No. PER-3/MBU/03/2023 tentang Organ dan Sumber Daya Manusia Badan Usaha Milik Negara, terdiri dari:

## *Remuneration Structure for the Board of Commissioners and the Board of Directors*

*The remuneration structure for the Board of Commissioners and the Board of Directors is determined under Minister of SOEs Regulation No. PER-3/MBU/03/2023 concerning Organ and Human Resources of State-owned Enterprises. The structure consists of:*

| NO | Penghasilan<br>Income                        | Nilai/Besaran Sesuai Keputusan RPB<br>Amount Based on the decisions of the Shareholder Meeting                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                                                                                                                                                                                                                                                                             |
|----|----------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|    |                                              | Direksi<br>Board of Directors                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | Dewan Pengawas<br>Board of Commissioners                                                                                                                                                                                                                                                                    |
| 1  | Gaji/Honorarium<br><i>Salary/ Honorarium</i> | Direktur Utama: ditetapkan dengan menggunakan pedoman internal yang ditetapkan oleh Menteri; Wakil Direktur Utama: 95% dari gaji Direktur Utama; Direktur yang membidangi SDM: 90% dari gaji Direktur Utama; Anggota Direksi lainnya: 85% dari gaji Direktur Utama.<br><i>The President Director's remuneration was determined based on internal guidelines established by the Minister. The remuneration for the Executive Vice President was 95% of the President Director's, the Director of Human Resources received 90%, and the remaining Directors received 85%.</i> | Ketua Dewan Pengawas: 45% gaji Direktur Utama; Anggota Dewan Pengawas: 90% Honorarium Ketua Dewan Pengawas.<br><i>The President Commissioner receives 45% of the President Director's salary, while other members of the Board of Commissioners receive 90% of the President Commissioner's honorarium.</i> |
| 2  | Tunjangan:<br><i>Allowances</i>              |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |                                                                                                                                                                                                                                                                                                             |



| NO | Penghasilan<br>Income                                                   | Nilai/Besaran Sesuai Keputusan RPB<br>Amount Based on the decisions of the Shareholder Meeting                                                                                                                                                    |                                                                                                                                                                                |
|----|-------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|    |                                                                         | Direksi<br>Board of Directors                                                                                                                                                                                                                     | Dewan Pengawas<br>Board of Commissioners                                                                                                                                       |
|    | <b>Tunjangan Hari Raya Keagamaan</b><br><i>Religious Holiday Bonus</i>  | 1 kali Gaji<br><i>1 time Salary</i>                                                                                                                                                                                                               | 1 kali Honorarium<br><i>1 time Honorarium</i>                                                                                                                                  |
|    | <b>Asuransi Purna Jabatan</b><br><i>Post-Service Insurance</i>          | Premi yang ditanggung sebanyak 25% dari gaji dalam 1 tahun<br><i>The premium was covered in an amount equal to 25% of one year's salary.</i>                                                                                                      | Premi yang ditanggung sebanyak 25% dari gaji dalam 1 tahun<br><i>The premium was borne in an amount equal to 25% of the annual salary.</i>                                     |
|    | <b>Tunjangan Perumahan</b><br><i>Housing Allowance</i>                  | Rp 27.500.000/bulan<br><i>IDR27,500,000/month</i>                                                                                                                                                                                                 | -                                                                                                                                                                              |
|    | <b>Tunjangan Transportasi</b><br><i>Transportation Allowance</i>        | -                                                                                                                                                                                                                                                 | 20% Honorarium/bulan<br><i>20% of honorarium/month</i>                                                                                                                         |
| 3  | <b>Fasilitas</b><br><i>Facilities</i>                                   |                                                                                                                                                                                                                                                   |                                                                                                                                                                                |
|    | <b>Fasilitas kendaraan</b><br><i>Vehicle facilities</i>                 | 1 unit kendaraan beserta biaya pemeliharaan dan biaya operasional, dengan memperhatikan keuangan Perusahaan<br><i>One vehicle unit, including maintenance and operational costs, taking into consideration the company's financial condition.</i> | -                                                                                                                                                                              |
|    | <b>Fasilitas Kesehatan</b><br><i>Health facilities</i>                  | Dalam bentuk asuransi kesehatan atau penggantian biaya pengobatan (at cost)<br><i>Provided in the form of health insurance or medical cost reimbursement (at actual cost).</i>                                                                    | Dalam bentuk asuransi kesehatan atau penggantian biaya pengobatan (at cost)<br><i>Provided in the form of health insurance or medical cost reimbursement (at actual cost).</i> |
|    | <b>Fasilitas Bantuan Hukum</b><br><i>Legal aid facilities</i>           | Sebesar pemakaian (at cost)<br><i>At cost</i>                                                                                                                                                                                                     | Sebesar pemakaian (at cost)<br><i>At cost</i>                                                                                                                                  |
|    | <b>Tantiem/Insentif Kinerja</b><br><i>Tantiem/Performance Incentive</i> | Diberikan tantiem/insentif kinerja atas kinerja tahun buku tertentu<br><i>Tantiem or performance incentives were awarded based on the Company's performance in a given fiscal year.</i>                                                           |                                                                                                                                                                                |

### Indikator untuk Penetapan Remunerasi Direktur Utama dan Transparansi Remunerasi Dewan Pengawas dan Direksi Tahun 2024

Penetapan remunerasi berupa gaji/honorarium, tunjangan dan fasilitas yang bersifat tetap dilakukan dengan mempertimbangkan beberapa faktor sebagai berikut:

1. Kondisi dan kemampuan keuangan Perusahaan.
2. Tingkat inflasi.
3. Faktor-faktor lain yang relevan, termasuk diantaranya adalah tingkat remunerasi yang berlaku umum dalam industri yang sejenis.

Adapun penetapan remunerasi yang berupa tunjangan dan tantiem yang bersifat variabel dilakukan dengan

### Indicators for Determining the Remuneration of the President Director and Transparency of Remuneration for the Board of Commissioners and Board of Directors in 2024

The determination of remuneration, comprising salary/honorarium, allowances, and fixed facilities, was based on the following factors:

1. the company's financial condition and capacity;
2. the inflation rate;
3. other relevant considerations, including prevailing remuneration levels within the same industry.

The determination of variable allowances and



mempertimbangkan beberapa faktor, yaitu:

1. Pencapaian target.
2. Tingkat Kesehatan Perusahaan dan kemampuan keuangan Perusahaan.
3. Faktor-faktor lain yang relevan (merit system), termasuk di antaranya adalah tingkat remunerasi yang berlaku umum dalam industri yang sejenis.

Berdasarkan Keputusan Menteri BUMN dalam surat No. SR-96/Wk.MBU.04/08/2024 tanggal 23 Agustus 2024 tentang Penetapan Penghasilan Direksi dan Dewan Pengawas Perum BULOG Tahun 2024.

Adapun remunerasi Dewan Pengawas dan Direksi ditetapkan sebagai berikut:

1. Gaji Direktur Utama ditetapkan sebesar Rp295.000.000,00 per bulan, Gaji Wakil Direktur Utama sebesar 95% dari Gaji Direktur Utama dan Anggota Direksi lainnya sebesar 85% dari gaji Direktur Utama.
2. Honorarium Ketua Dewan Pengawas ditetapkan sebesar 45% dari Gaji Direktur Utama, dan honorarium anggota Dewan Pengawas ditetapkan sebesar 90% dari Honorarium Ketua Dewan Pengawas
3. Tunjangan dan/atau fasilitas bagi Direksi dan Dewan Pengawas diberikan sebagaimana tabel tersaji. Direksi dan Dewan Pengawas dilarang untuk menerima jenis tunjangan dan/atau fasilitas lainnya di luar yang telah ditetapkan dalam Surat ini.
4. Gaji/honorarium serta tunjangan dan/atau fasilitas bagi Direksi dan Dewan Pengawas untuk tahun 2024 berlaku efektif sejak tanggal 1 Januari 2024.
5. Total Tantiem/Insentif Kinerja untuk Direksi dan Dewan Pengawas Tahun Buku 2023 ditetapkan sebesar Rp68.979.000.000,00 dengan ketentuan:
  - a. Direktur Utama: 100%
  - b. Anggota Direksi lainnya: 85% dari Direktur Utama
  - c. Ketua Dewan Pengawas: 45% dari Direktur Utama
  - d. Anggota Dewan Pengawas: 90% dari Ketua Dewan Pengawas

Berdasarkan Keputusan Menteri dimaksud, jumlah remunerasi Direksi dan Dewan Pengawas untuk tahun 2024 tersaji dalam tabel berikut ini.

*bonuses considered the following factors:*

1. *achievement of performance targets;*
2. *the Organizational Health Index and the company's financial capacity;*
3. *other relevant considerations (merit-based system), including industry-standard remuneration levels.*

*The determination was based on the Decree of the Minister of SOEs No. SR-96/Wk.MBU.04/08/2024 dated August 23, 2024, concerning the Determination of Income for the Board of Directors and Board of Commissioners of Perum BULOG in 2024.*

*The remuneration of the Supervisory Board and the Board of Directors is determined as follows.*

1. *The salary of the President Director was set at IDR295,000,000.00 per month. The salary of the Executive Vice President was 95% of the President Director's salary, while the salaries of other members of the Board of Directors were set at 85% of the President Director's salary.*
2. *The honorarium of the President Commissioner was set at 45% of the President Director's salary and the honorarium of members of the Board of Commissioners was set at 90% of the President Commissioner's honorarium.*
3. *Allowances and/or facilities for the Board of Directors and the Board of Commissioners were provided as outlined in the accompanying table. The Board of Directors and the Board of Commissioners were prohibited from receiving any other allowances and/or facilities beyond those specified in this letter.*
4. *The salary/honorarium, allowances, and/or facilities for the Board of Directors and the Board of Commissioners for 2024 were effective as of January 1, 2024.*
5. *The total tantiem/performance incentives for the Board of Directors and the Board of Commissioners for the 2024 financial year were set at IDR68,979,000,000.00, with the following distribution:*
  - a. *President Director: 100%*
  - b. *Other members of the Board of Directors: 85% of the President Director's allocation*
  - c. *President Commissioner: 45% of the President Director's allocation*
  - d. *Members of the Board of Commissioners: 90% of the President Commissioner's allocation*

*Following the Ministerial Decree, the remuneration amounts for the Board of Directors and the Board of Commissioners for 2024 are presented in the table below.*



| Uraian<br>Description                                                                       | Jumlah<br>Total     |
|---------------------------------------------------------------------------------------------|---------------------|
| Jumlah Remunerasi Dewan Pengawas Total<br>Total Remuneration for the Board of Commissioners | Rp20.908.385.748,75 |
| Jumlah Remunerasi Direksi Total<br>Total Remuneration for the Board of Directors            | Rp39.230.224.910,55 |

## Rapat Dewan Pengawas dan Direksi

### Rapat Dewan Pengawas

Dewan Pengawas mengadakan rapat minimal 1 (satu) kali dalam sebulan. Rapat Dewan Pengawas dapat dilakukan secara internal maupun dengan mengundang Direksi untuk membahas hal-hal penting dan mendesak yang memerlukan persetujuan Dewan Pengawas. Rapat tersebut dipimpin oleh Ketua Dewan Pengawas/ Plt. Ketua Dewan Pengawas. Setiap pelaksanaan rapat Dewan Pengawas harus dibuat risalah rapat oleh Sekretaris Dewan Pengawas yang mencantumkan setidaknya pokok-pokok pembahasan dan keputusan rapat serta memperhatikan dinamika rapat termasuk apabila terdapat perbedaan pendapat (*dissenting opinion*).

Selama Tahun 2024, pelaksanaan Rapat Dewan Pengawas telah dilaksanakan sebanyak 14 (empat belas) kali.

## Board of Commissioners and Board of Directors' Meetings

### Board of Commissioners' Meetings

The Board of Commissioners holds meetings at least once a month. These meetings could be conducted internally or by inviting the Board of Directors to discuss important and urgent matters requiring the approval of the Board of Commissioners. The meetings were chaired by the President Commissioner or the Acting President Commissioner.

For each meeting, the Secretary of the Board of Commissioners prepared minutes that recorded at least the key discussion points and decisions made, while also reflecting the dynamics of the meeting, including any dissenting opinions.

In 2024, the Board of Commissioners held a total of 14 (fourteen) meetings.