NOMINASI DAN REMUNERASI DEWAN KOMISARIS DAN DIREKSI
NOMINATION & REMUNERATION OF THE BOARDS OF COMMISSIONERS AND DIRECTORS

KEBIJAKAN NOMINASI DEWAN KOMISARIS DAN DIREKSI

Kebijakan nominasi Dewan Komisaris dan Direksi dilakukan untuk memastikan proses pengisian jabatan organ Perseroan berjalan objektif, transparan, akuntabel, dan sesuai dengan kebutuhan strategis Perseroan. Dalam praktik BUMN, proses nominasi mengacu pada Anggaran Dasar, ketentuan Pemegang Saham, serta Peraturan Menteri BUMN Nomor PER-3/MBU/03/2023 tentang Organ dan Sumber Daya Manusia Badan Usaha Milik Negara. Regulasi tersebut menjadi salah satu dasar pengaturan organ BUMN, termasuk Direksi, Dewan Komisaris, dan Dewan Pengawas.

Secara umum, nominasi dilakukan dengan mempertimbangkan pemenuhan persyaratan formal, integritas, kompetensi, pengalaman, rekam jejak, independensi, serta kebutuhan keahlian yang relevan dengan arah pengembangan usaha Perseroan. Proses nominasi juga memperhatikan prinsip kehati-hatian melalui penilaian kelayakan, kepatutan, dan kesesuaian calon dengan kebutuhan organisasi sebelum ditetapkan oleh Pemegang Saham melalui mekanisme RUPS atau keputusan sirkuler.

PROSEDUR NOMINASI DEWAN KOMISARIS

Prosedur nominasi Dewan Komisaris dilakukan melalui tahapan sebagai berikut:

1. Identifikasi kebutuhan komposisi Dewan Komisaris dengan mempertimbangkan kompleksitas usaha, kebutuhan pengawasan, keberagaman kompetensi, dan ketentuan mengenai Komisaris Independen.
2. Penjaringan dan pengusulan calon anggota Dewan Komisaris oleh pihak yang berwenang sesuai ketentuan Pemegang Saham dan peraturan perundang-undangan.
3. Penilaian terhadap pemenuhan persyaratan formal dan persyaratan lain, termasuk integritas, independensi, pengalaman, kompetensi, serta tidak adanya kondisi yang dapat menimbulkan benturan kepentingan.

POLICY FOR NOMINATING THE BOARD OF COMMISSIONERS AND DIRECTORS

The nomination policy for the Boards of Commissioners and Directors is implemented to ensure that the position fulfilment process runs objectively, transparently, accountably, and in line with the strategic needs of the Company. In SOE practices, the nomination process refers to the Articles of Association, Shareholders' provisions, and Regulation of the Minister of SOEs No. PER-3/MBU/03/2023 concerning Organs and Human Resources of SOEs, which serves as one of the basis for SOE organs, including the Board of Directors, the Board of Commissioners, and the Supervisory Board.

In general, nomination is conducted by considering the fulfillment of formal requirements, integrity, competence, experience, track record, independence, and the mix of expertise relevant to the business development direction of the Company. The nomination process also pays attention to the principle of prudence through eligibility, propriety, and suitability assessments (fit and proper test) of candidates before being determined by Shareholders through the GMS mechanism or a circular resolution.

BOARD OF COMMISSIONERS NOMINATION PROCEDURE

The nomination procedure for the Board of Commissioners is carried out in stages of:

1. Identifying the required composition of the Board of Commissioners by considering business complexity, supervisory needs, diversity of competencies, and provisions regarding Independent Commissioners.
2. Sourcing and proposing candidates for the Board of Commissioners by authorized parties in accordance with Shareholders' provisions and statutory regulations.
3. Assessing the fulfillment of formal and other requirements, including integrity, independence, experience, competence, and the absence of conditions that could give rise to a conflict of interest.

4. Pelaksanaan proses uji kelayakan dan kepatutan atau *fit and proper test* sesuai mekanisme yang ditetapkan oleh Pemegang Saham.
5. Penetapan pengangkatan anggota Dewan Komisaris oleh Pemegang Saham melalui RUPS atau keputusan sirkuler sesuai Anggaran Dasar dan ketentuan yang berlaku.
6. Pendokumentasian hasil pengangkatan, dasar keputusan, serta pernyataan pemenuhan persyaratan sebagai bagian dari dokumentasi tata kelola Perseroan.

PROSEDUR NOMINASI DIREKSI

Prosedur nominasi Direksi dilakukan melalui tahapan sebagai berikut:

1. Identifikasi kebutuhan komposisi Direksi berdasarkan strategi Perseroan, struktur organisasi, kompleksitas bisnis, kebutuhan pengurusan, serta pembidangan tugas masing-masing anggota Direksi.
2. Penjaringan dan pengusulan calon anggota Direksi oleh pihak yang berwenang sesuai ketentuan Pemegang Saham dan peraturan perundang-undangan.
3. Penilaian awal terhadap pemenuhan persyaratan formal dan persyaratan lain, termasuk kapasitas kepemimpinan, kompetensi manajerial, pengalaman profesional, rekam jejak, integritas, dan kemampuan menjalankan pengurusan Perseroan.
4. Pelaksanaan uji kelayakan dan kepatutan atau *fit and proper test* untuk menilai kesesuaian calon dengan kebutuhan Perseroan dan standar pengurusan BUMN.
5. Penetapan pengangkatan anggota Direksi oleh Pemegang Saham melalui RUPS atau keputusan sirkuler sesuai Anggaran Dasar dan ketentuan yang berlaku.
6. Pelaksanaan program pengenalan bagi anggota Direksi baru agar memahami profil Perseroan, strategi, risiko, tata kelola, pengendalian internal, serta tugas dan tanggung jawab organ Perseroan.

4. Implementing the fit and proper test according to the mechanism established by the Shareholders.
5. Shareholders determining the appointment of the Board of Commissioners through a GMS or a circular resolution in line with the Articles of Association and prevailing provisions.
6. Documenting the appointment results, the basis of decisions, and statements of compliance with requirements as part of the Company's governance documentation.

BOARD OF DIRECTORS NOMINATION PROCEDURE

The nomination procedure for the Board of Directors is carried out through the following stages:

1. Identifying the required composition of the Board of Directors based on the Company's strategy, organizational structure, business complexity, management needs, and the division of duties of each Directors.
2. Sourcing and proposing candidates for the Board of Directors by authorized parties in accordance with Shareholders' provisions and statutory regulations.
3. Conducting an initial assessment of the fulfillment of formal and other requirements, including leadership capacity, managerial competence, professional experience, track record, integrity, and the ability to execute the management of the Company.
4. Implementing fit and proper test to assess the candidates' suitability with the needs of the Company and SOE management standards.
5. Determining the appointment of members of the Board of Directors by the Shareholders through a GMS or a circular resolution in accordance with the Articles of Association and prevailing provisions.
6. Holding an induction program for newly appointed Directors to understand the Company's profile, strategy, risks, governance, internal control, and the duties and responsibilities of the Company's organs.

KEBIJAKAN REMUNERASI DEWAN KOMISARIS DAN DIREKSI

Kebijakan remunerasi Direksi dan Dewan Komisaris ASDP ditetapkan dengan mengacu pada ketentuan peraturan perundang-undangan, Anggaran Dasar, serta keputusan RUPS. Dasar kebijakan tersebut antara lain:

1. Undang-Undang Nomor 40 Tahun 2007 tentang Perseroan Terbatas sebagaimana telah diubah melalui Undang-Undang Nomor 6 Tahun 2023,
2. Undang-Undang Nomor 19 Tahun 2003 tentang Badan Usaha Milik Negara sebagaimana telah diubah terakhir melalui Undang-Undang Nomor 16 Tahun 2025,
3. Peraturan Menteri BUMN Nomor PER-3/MBU/03/2023 tentang Organ dan Sumber Daya Manusia Badan Usaha Milik Negara, serta
4. Peraturan Menteri BUMN Nomor PER-2/MBU/03/2023 tentang Pedoman Tata Kelola dan Kegiatan Korporasi Signifikan Badan Usaha Milik Negara.

Ketentuan tersebut menjadi acuan bagi ASDP dalam menetapkan remunerasi organ Perseroan secara terukur, wajar, akuntabel, serta selaras dengan prinsip Tata Kelola Perusahaan yang Baik.

Penetapan remunerasi Direksi dan Dewan Komisaris ASDP mempertimbangkan capaian kinerja Perseroan, kemampuan keuangan, kompleksitas usaha, tingkat tanggung jawab jabatan, pencapaian target RKAP, serta prinsip kewajaran dan kepatutan. Kebijakan ini juga memperhatikan peran masing-masing organ dalam mendukung pengurusan, pengawasan, pengambilan keputusan strategis, serta penciptaan nilai jangka panjang bagi ASDP.

PROSEDUR REMUNERASI DEWAN KOMISARIS DAN DIREKSI

Prosedur penetapan remunerasi Direksi dan Dewan Komisaris ASDP dilakukan melalui tahapan sebagai berikut:

1. Penyusunan usulan remunerasi Direksi dan Dewan Komisaris dengan mempertimbangkan kinerja ASDP, kemampuan keuangan, kompleksitas usaha, tingkat tanggung jawab jabatan, serta ketentuan yang berlaku.

REMUNERATION POLICY FOR THE BOARDS OF COMMISSIONERS AND DIRECTORS

The remuneration policy for the Boards of Directors and Commissioners of ASDP is established with reference to regulations, the Articles of Association, and GMS resolutions. The basis of the policy among others include:

1. Law No. 40 of 2007 concerning Limited Liability Companies as amended by Law No. 6 of 2023.
2. Law No. 19 of 2003 concerning State-Owned Enterprises as amended most recently by Law No. 16 of 2025.
3. Regulation of the Minister of SOEs No. PER-3/MBU/03/2023 concerning Organs and Human Resources of State-Owned Enterprises.
4. Regulation of the Minister of SOEs No. PER-2/MBU/03/2023 concerning Guidelines for Corporate Governance and Significant Corporate Activities of State-Owned Enterprises.

These provisions serve as references for ASDP in establishing the remuneration of the Company's organs measurably, reasonably, accountably, and aligned with Good Corporate Governance principles.

The remuneration for the Board of Directors and the Board of Commissioners of ASDP is determined by weighing the Company's performance, financial capacity, business complexity, level of job responsibility, achieved WPB targets, and principles of fairness and appropriateness. The policy also considers the role of each organ in supporting management, supervision, strategic decision-making, and long-term value creation for ASDP.

REMUNERATION PROCEDURE FOR THE BOARD OF COMMISSIONERS AND BOARD OF DIRECTORS

The procedure for determining the remuneration of the Boards of Directors and Commissioners of ASDP is carried out through the following stages:

1. Formulating a remuneration proposal for the Boards of Directors and Commissioners by considering ASDP's performance, financial capacity, business complexity, level of job responsibility, and prevailing regulations.

2. Penelaahan usulan remunerasi sesuai mekanisme tata kelola ASDP, termasuk dengan memperhatikan rekomendasi organ pendukung yang relevan.
3. Penyampaian usulan remunerasi kepada Pemegang Saham melalui mekanisme RUPS.
4. Penetapan besaran remunerasi Direksi dan Dewan Komisaris oleh Pemegang Saham melalui keputusan RUPS.
5. Pelaksanaan pembayaran remunerasi oleh ASDP sesuai keputusan RUPS, Anggaran Dasar, dan kebijakan internal Perseroan.

INDIKATOR PENETAPAN REMUNERASI DEWAN KOMISARIS DAN DIREKSI

Penetapan remunerasi Dewan Komisaris dan Direksi ASDP dilakukan dengan mempertimbangkan indikator yang mencerminkan kewajaran, kepatutan, kinerja, serta kompleksitas pengelolaan Perseroan.

Indikator penetapan remunerasi Dewan Komisaris dan Direksi ASDP meliputi:

1. Capaian kinerja Perseroan, termasuk realisasi target RKAP, kinerja operasional, kinerja keuangan, dan pencapaian KPI.
2. Tingkat kesehatan dan kemampuan keuangan Perseroan, dengan memperhatikan profitabilitas, likuiditas, struktur permodalan, serta keberlanjutan usaha.
3. Kompleksitas usaha ASDP, termasuk cakupan operasional, jumlah lintasan, pengelolaan pelabuhan, armada, entitas anak, serta skala pelayanan publik yang dijalankan.
4. Tanggung jawab, beban kerja, dan risiko jabatan masing-masing organ, baik dalam fungsi pengurusan oleh Direksi maupun fungsi pengawasan oleh Dewan Komisaris.
5. Kepatuhan terhadap Anggaran Dasar, keputusan RUPS, serta ketentuan peraturan perundang-undangan yang berlaku bagi BUMN.
6. Prinsip kewajaran dan kepatutan, dengan memperhatikan praktik remunerasi pada industri sejenis dan perusahaan dengan skala usaha yang sebanding.
7. Kontribusi terhadap penerapan Tata Kelola Perusahaan yang Baik, manajemen risiko, pengendalian internal, kepatuhan, serta penciptaan nilai jangka panjang bagi ASDP.

2. Reviewing the remuneration proposal in line with ASDP's governance mechanism, including considering recommendations from relevant supporting organs.
3. Submitting the remuneration proposal to the Shareholders through the GMS mechanism.
4. Determining the remuneration amount for the Boards of Directors and Commissioners by the Shareholders through a GMS resolution.
5. Implementing remuneration payments by ASDP in accordance with the GMS resolution, Articles of Association, and internal policies of the Company.

INDICATORS FOR DETERMINING THE REMUNERATION OF THE BOARDS OF COMMISSIONERS AND DIRECTORS

The determination of remuneration for the Boards of Commissioners and Directors of ASDP is conducted by considering indicators that reflect fairness, appropriateness, performance, and the complexity of managing the Company.

The indicators for stipulating the remuneration of the Boards of ASDP include:

1. Achievement of the Company, including the of WPB targets, operational performance, financial performance, and KPI achievements.
2. The health level and financial capacity of the Company, with due regard to profitability, liquidity, capital structure, and business sustainability.
3. The business complexity of ASDP, including operational scope, number of routes, port management, fleet, subsidiaries, and the scale of public services executed.
4. Responsibility, workload, and job risks of each organ, both in the management function by the Board of Directors and the supervisory function by the Board of Commissioners.
5. Compliance with the Articles of Association, GMS resolutions, and prevailing statutory regulations for SOEs.
6. Principles of fairness and appropriateness, with due regard to remuneration practices in similar industries and companies with a comparable business scale.
7. Contribution to the application of Good Corporate Governance, risk management, internal control, compliance, and long-term value creation for ASDP.

Dengan mempertimbangkan indikator tersebut, ASDP memastikan bahwa remunerasi Dewan Komisaris dan Direksi ditetapkan secara objektif, proporsional, transparan, dan dapat dipertanggungjawabkan kepada Pemegang Saham.

STRUKTUR DAN JUMLAH NOMINAL/KOMPONEN REMUNERASI DEWAN KOMISARIS DAN DIREKSI

Pemberian remunerasi kepada Dewan Komisaris dan Direksi ASDP mengacu pada Peraturan Menteri BUMN Nomor PER-3/MBU/03/2023 tentang Organ dan Sumber Daya Manusia Badan Usaha Milik Negara, Anggaran Dasar ASDP, serta keputusan RUPS. Pedoman tersebut menjadi dasar dalam menetapkan remunerasi yang wajar, terukur, kompetitif, dan sejalan dengan tingkat tanggung jawab, kompleksitas usaha, kemampuan keuangan, serta capaian kinerja ASDP.

Struktur remunerasi Dewan Komisaris dan Direksi ASDP mencakup gaji atau honorarium, tunjangan, fasilitas, serta tantiem atau insentif kinerja yang ditetapkan berdasarkan keputusan RUPS. Rincian struktur dan komponen remunerasi Dewan Komisaris dan Direksi disajikan sebagai berikut:

By considering these indicators, ASDP ensures that the remuneration of the Boards of Commissioners and Directors is determined objectively, proportionally, transparently, and accountably to the Shareholders.

REMUNERATION STRUCTURE AND NOMINAL/COMPONENTS FOR THE BOARDS OF COMMISSIONERS AND DIRECTORS

The provision of remuneration to the Boards of Commissioners and Directors of ASDP refers to the Regulation of the Minister of SOEs No. PER-3/MBU/03/2023 concerning Organs and Human Resources of State-Owned Enterprises, the Articles of Association of ASDP, and GMS resolutions. These are the basis for establishing reasonable, measureable, competitive, remuneration in line with the level of responsibility, business complexity, financial capacity, and performance of ASDP.

The remuneration structure for the ASDP Board of Commissioners and Board of Directors comprises salary or honorarium, allowances, benefits, and bonuses (tantiem) or performance incentives determined via GMS resolutions. The structural details and components are presented below:

Komposisi Remunerasi Dewan Komisaris dan Direksi
Remuneration Composition of the Board of Commissioners and Board of Directors

Komponen *Component*	**Jenis Penghasilan** | *Income type*	
	Dewan Komisaris | *Board of Commissioners*	**Direksi** | *Board of Directors*
Honorarium/Gaji Honorarium/Salary	1. Honorarium Komisaris Utama ditetapkan sebesar 45% (empat puluh lima persen) dari Gaji Direktur Utama. 2. Honorarium Komisaris ditetapkan sebesar 90% (sembilan puluh persen) dari Honorarium Komisaris Utama. 1. The honorarium for the President Commissioner is set at 45% (forty-five percent) of the President Director's salary. 2. The honorarium for a Commissioner is set at 90% (ninety percent) of the President Commissioner's honorarium.	1. Gaji Direktur Utama ditetapkan dengan menggunakan pedoman internal yang ditetapkan oleh Pemegang Saham. 2. Gaji Wakil Direktur Utama ditetapkan sebesar 90% (sembilan puluh persen) dari Gaji Direktur Utama. 3. Anggota Direksi lainnya ditetapkan sebesar 85% (delapan puluh lima persen) dari Gaji Direktur Utama. 1. The President Director's salary is determined based on internal guidelines established by the Shareholders. 2. The Vice President Director's salary is set at 90% (ninety percent) of the President Director's salary. 3. The salaries of other members of the Board of Directors are set at 85% (eighty-five percent) of the President Director's salary.
Tunjangan Hari Raya Religious Holiday Allowance	Tunjangan Hari Raya untuk Anggota Dewan Komisaris diberikan sebesar 1 (satu) kali Honorarium masing-masing Anggota Dewan Komisaris. The Religious Holiday Allowance (THR) for members of the Board of Commissioners is granted in the amount of 1 (one) time the honorarium of each respective member of the Board of Commissioners.	Tunjangan Hari Raya untuk Direksi diberikan sebesar 1 (satu) kali gaji masing-masing Direksi. The Religious Holiday Allowance for the Board of Directors is granted in an amount equal to one month's salary for each member of the Board of Directors.
Tunjangan Transportasi Transportation Allowance	Tunjangan transportasi diberikan sebesar 20% (dua puluh persen) dari Honorarium masing-masing anggota Dewan Komisaris. Transportation allowance is granted at 20% (twenty percent) of each Board of Commissioners member's honorarium.	Perseroan tidak memberikan tunjangan transporatasi kepada Direksi. The Company does not provide transportation allowances to the Board of Commissioners.

Komposisi Remunerasi Dewan Komisaris dan Direksi
Remuneration Composition of the Board of Commissioners and Board of Directors

Komponen *Component*	Jenis Penghasilan | *Income type*	
	Dewan Komisaris | *Board of Commissioners*	**Direksi** | *Board of Directors*
Tunjangan Perumahan Housing Allowance	Perseroan tidak memberikan tunjangan perumahan kepada Dewan Komisaris. The Company does not provide housing allowances to the Board of Commissioners.	Tunjangan perumahan termasuk biaya utilitas diberikan secara bulanan sebesar 40% (empat puluh persen) dari Gaji, dengan ketentuan paling banyak sebesar: 1. Rp27.500.000 (dua puluh tujuh juta lima ratus ribu Rupiah) untuk wilayah Ibu Kota Negara. 2. Rp25.000.000 (dua puluh lima juta Rupiah) untuk wilayah Ibu Kota Provinsi. 3. Rp22.500.000 (dua puluh dua juta lima ratus ribu Rupiah) untuk wilayah Kabupaten dan Kota. 4. Tunjangan Perumahan diberikan apabila BUMN tidak menyediakan fasilitas rumah jabatan Direksi. The housing allowance, including utility costs, is provided monthly at 40% (forty percent) of the salary, with a maximum amount as follows: 1. Rp27,500,000 (twenty-seven million five hundred thousand Rupiah) for the Capital City area. 2. Rp25,000,000 (twenty-five million Rupiah) for Provincial Capital areas. 3. Rp22,500,000 (twenty-two million five hundred thousand Rupiah) for Regency and Municipality areas. 4. The housing allowance is provided only if the SOE does not offer official housing facilities for the Board of Directors.
Asuransi Purna Jabatan Retirement Insurance	Asuransi purna jabatan diberikan dengan ketentuan sebagai berikut: 1. Asuransi purna jabatan diberikan selama menjabat (mulai diangkat sampai berhenti). 2. Premi yang ditanggung oleh Perseroan paling banyak 25% (dua puluh lima persen) dari Gaji dalam satu tahun. 3. Pemilihan program untuk asuransi purna jabatan ditetapkan oleh masing-masing anggota Direksi dan Dewan Komisaris BUMN. 4. Pemberian premi, iuran atau istilah lain yang relevan untuk asuransi purna jabatan, sudah termasuk di dalamnya premi untuk asuransi kecelakaan dan kematian. Retirement insurance is provided under the following conditions: 1. Retirement insurance is granted during the term of office (from the date of appointment until termination). 2. The premium borne by the Company shall be a maximum of 25% (twenty-five percent) of the annual salary. 3. The choice of retirement insurance program is determined by each member of the Board of Directors and the Board of Commissioners of the SOE. 4. The provision of premiums, contributions, or other relevant terms for retirement insurance includes coverage for accident and life insurance.	Asuransi purna jabatan diberikan dengan ketentuan sebagai berikut: 1. Asuransi purna jabatan diberikan selama menjabat (mulai diangkat sampai berhenti). 2. Premi yang ditanggung oleh Perseroan paling banyak 25% (dua puluh lima persen) dari Gaji dalam satu tahun. 3. Pemilihan program untuk asuransi purna jabatan ditetapkan oleh masing-masing anggota Direksi dan Dewan Komisaris BUMN. 4. Pemberian premi, iuran atau istilah lain yang relevan untuk asuransi purna jabatan, sudah termasuk di dalamnya premi untuk asuransi kecelakaan dan kematian. Retirement insurance is provided under the following provisions: 1. Retirement insurance is granted during the term of office (from the date of appointment until termination). 2. The premium covered by the Company shall not exceed 25% (twenty-five percent) of the annual salary. 3. The selection of the retirement insurance program is determined by each member of the Board of Directors and Board of Commissioners of the SOE. 4. The payment of premiums, contributions, or other relevant terms for retirement insurance includes premiums for accident and life insurance.
Fasilitas Kendaraan Vehicle Benefit	Perseroan tidak memberikan fasilitas kendaraan kepada Dewan Komisaris. The Company does not provide vehicle benefit to the Board of Commissioners.	Anggota Direksi hanya berhak atas 1 (satu) fasilitas kendaraan dari Perseroan. Fasilitas kendaraan termasuk di dalamnya biaya pemeliharaan dan operasional diberikan dengan memperhatikan kondisi keuangan Perseroan. Spesifikasi dan standar kendaraan ditetapkan oleh RUPS/Menteri. Members of the Board of Directors are entitled to only 1 (one) vehicle facility from the Company. This vehicle facility, including maintenance and operational costs, is provided by considering to the Company's financial condition. The vehicle specifications and standards are determined by the GMS/Minister.

Komposisi Remunerasi Dewan Komisaris dan Direksi
Remuneration Composition of the Board of Commissioners and Board of Directors

Komponen *Component*	Jenis Penghasilan | *Income type*	
	Dewan Komisaris | *Board of Commissioners*	**Direksi** | *Board of Directors*
Fasilitas Kesehatan Health Benefit	Perseroan wajib memberikan fasilitas kesehatan dalam bentuk asuransi kesehatan atau penggantian biaya pengobatan. Fasilitas kesehatan diberikan kepada anggota Dewan Komisaris beserta seorang istri/suami dan maksimal tiga orang anak yang belum mencapai usia 25 tahun dengan ketentuan apabila anak yang belum berusia 25 tahun tersebut pernah menikah atau pernah bekerja maka yang bersangkutan tidak berhak mendapatkan fasilitas kesehatan. Fasilitas kesehatan diberikan berupa: 1. Rawat jalan dan obat; 2. Rawat inap dan obat; dan 3. *Medical check up*. The Company is required to provide healthcare benefits in the form of health insurance or reimbursement of medical expenses. Healthcare benefits are provided to members of the Board of Commissioners along with one spouse and up to 3 (three) children under the age of 25, with the condition that if a child under 25 has ever been married or employed, they are no longer eligible for healthcare benefits. The healthcare benefits include: 1. Outpatient care and medication; 2. Inpatient care and medication; 3. Medical check-up.	Perseroan wajib memberikan fasilitas kesehatan dalam bentuk asuransi kesehatan atau penggantian biaya pengobatan. Fasilitas kesehatan diberikan kepada anggota Direksi beserta seorang istri/suami dan maksimal 3 (tiga) orang anak yang belum mencapai usia 25 tahun dengan ketentuan apabila anak yang belum berusia 25 tahun tersebut pernah menikah atau pernah bekerja maka yang bersangkutan tidak berhak mendapatkan fasilitas kesehatan. Fasilitas kesehatan diberikan berupa: 1. Rawat jalan dan obat; 2. Rawat inap dan obat; dan 3. *Medical check up*. The Company is required to provide healthcare facilities in the form of health insurance or reimbursement of medical expenses. Healthcare benefits are granted to members of the Board of Directors, their spouse, and up to 3 (three) children under the age of 25, provided that any child under 25 who has been married or has worked is no longer eligible for such benefits. The healthcare coverage includes: 1. Outpatient care and medication; 2. Inpatient care and medication; 3. Medical check-up.
Fasilitas Bantuan Hukum Legal Aid	Fasilitas bantuan hukum diberikan dalam bentuk pembiayaan jasa kantor pengacara/konsultan hukum yang meliputi proses pemeriksaan sebagai saksi, tersangka, dan terdakwa di lembaga peradilan. Legal aid facilities are provided in the form of funding for legal services from a law firm/legal consultant, covering legal proceedings in which the individual is involved as a witness, suspect, or defendant in a court of law.	Fasilitas bantuan hukum diberikan dalam bentuk pembiayaan jasa kantor pengacara/konsultan hukum yang meliputi proses pemeriksaan sebagai saksi, tersangka, dan terdakwa di lembaga peradilan. Legal aid facilities are provided in the form of financing for legal counsel/law firm services, including proceedings as a witness, suspect, or defendant in judicial institutions.
Tantiem/Insentif Kinerja Tantiem/Performance Incentive	1. Komisaris Utama ditetapkan sebesar 45% (empat puluh lima persen) dari Direktur Utama. 2. Wakil Komisaris Utama ditetapkan sebesar 42,5% (empat puluh dua koma lima persen) dari Direktur Utama. 3. Anggota Dewan Komisaris ditetapkan sebesar 90% (sembilan puluh persen) dari Komisaris Utama. 1. The President Commissioner is entitled to 45% (forty-five percent) of the President Director's remuneration. 2. The Vice President Commissioner is entitled to 42.5% (forty-two point five percent) of the President Director's remuneration. 3. Members of the Board of Commissioners are entitled to 90% (ninety percent) of the President Commissioner's remuneration.	1. Wakil Direktur Utama 90% (sembilan puluh persen) dari Direktur Utama. 2. Anggota Direksi lainnya 85% (delapan puluh lima persen) dari Direktur Utama. 1. The Deputy President Director receives 90% (ninety percent) of the President Director's salary. 2. Other members of the Board of Directors receive 85% (eighty-five percent) of the President Director's salary.

BESARAN REMUNERASI DEWAN KOMISARIS DAN DIREKSI

AMOUNT OF REMUNERATION FOR THE BOARD OF COMMISSIONERS AND BOARD OF DIRECTORS

Remunerasi yang diterima oleh masing-masing anggota Direksi dan Dewan Komisaris adalah sebagai berikut:

The remuneration received by each member of the Board of Directors and Board of Commissioners is as follows:

Rincian Remunerasi Anggota Dewan Komisaris

Details of Remuneration for Members of the Board of Commissioners

Nama *Name*	Jabatan *Position*	Honorarium/ Gaji *Salary*	Tunjangan *Allowance*				Fasilitas *Facilities*			
			Hari Raya *Religious Holiday Allowance*	Perumahan *Housing Allowance*	Asuransi Purna Jabatan *Retirement Insurance*	Transportasi *Transportation Benefit*	Kendaraan *Vehicle Benefit*	Kesehatan *Health Benefit*	Bantuan Hukum *Legal Aid*	Tantiem/ Insentif Kinerja *Tantiem/ Performance Incentive*
Achmad Baidowi	Komisaris Utama/ Komisaris Independen President Commissioner/ Independent Commissioner	✓	✓	✗	✓	✓	✗	✓	✓	✓
Siti Ariani Muflikhah	Komisaris Independen Independent Commissioner	✓	✓	✗	✓	✓	✗	✓	✓	✓
Taufik Rachman	Komisaris Commissioner	✓	✓	✗	✓	✓	✗	✓	✓	✓
Joddy Hernady	Komisaris Commissioner	✓	✓	✗	✓	✓	✗	✓	✓	✓
Susi Meyrista Tarigan	Komisaris Commissioner	✓	✓	✗	✓	✓	✗	✓	✓	✓
Elba Damhuri	Komisaris Commissioner	✓	✓	✗	✓	✓	✗	✓	✓	✓

Rincian Remunerasi Anggota Direksi

Details of Remuneration for Members of the Board of Directors

Nama *Name*	Jabatan *Position*	Honorarium/ Gaji *Salary*	Tunjangan *Allowance*				Fasilitas *Facilities*			
			Hari Raya *Religious Holiday Allowance*	Perumahan *Housing Allowance*	Asuransi Purna Jabatan *Retirement Insurance*	Transportasi *Transportation Benefit*	Kendaraan *Vehicle Benefit*	Kesehatan *Health Benefit*	Bantuan Hukum *Legal Aid*	Tantiem/ Insentif Kinerja *Tantiem/ Performance Incentive*
Heru Widodo	Direktur Utama President Director	✓	✓	✓	✓	✗	✓	✓	✓	✓
Yossianis Marciano	Wakil Direktur Utama Deputy President Director	✓	✓	✓	✓	✗	✓	✓	✓	✓
Rio Theodore Natalianto Lasse	Direktur Operasi & Transformasi Director of Operations & Transformation	✓	✓	✓	✓	✗	✓	✓	✓	✓
Nana Sutisna	Direktur Teknik Director of Engineering	✓	✓	✓	✓	✗	✓	✓	✓	✓
Bunga Herlina Oktaviyanti	Direktur Keuangan Director of Finance	✓	✓	✓	✓	✗	✓	✓	✓	✓
Rudi Sunarko	Direktur SDM dan Layanan Korporasi Director of HC & Corporate Services	✓	✓	✓	✓	✗	✓	✓	✓	✓

KEBIJAKAN KOMPENSASI JANGKA PANJANG

Sepanjang tahun 2025, ASDP belum memiliki kebijakan kompensasi atau insentif jangka panjang berbasis kinerja bagi manajemen dan/atau karyawan, termasuk dalam bentuk program kepemilikan saham oleh manajemen atau *Management Stock Ownership Program* (MSOP) maupun program kepemilikan saham oleh karyawan atau *Employee Stock Ownership Program* (ESOP).

Dengan demikian, tidak terdapat informasi yang dapat disajikan terkait jumlah saham ESOP/MSOP, realisasi pelaksanaan, jangka waktu program, persyaratan manajemen dan/atau karyawan yang berhak, maupun harga pelaksanaan atau mekanisme penentuan harga pelaksanaan.

LONG-TERM COMPENSATION POLICY

Throughout 2025, ASDP has not established a performance-based long-term compensation or incentive policy for management and/or employees, including in the form of a Management Stock Ownership Program (MSOP) or an Employee Stock Ownership Program (ESOP) programs.

Accordingly, there is no information to be presented regarding the number of ESOP/MSOP shares, implementation realization, program period, eligible management and/or employee requirements, or the exercise price or mechanism for determining the exercise price.

DEWAN PENGAWAS SYARIAH
SHARIA SUPERVISORY BOARD

Perseroan tidak menjalankan kegiatan usaha berdasarkan prinsip syariah sebagaimana diatur dalam Anggaran Dasar. Dengan demikian, Perseroan tidak membentuk dan tidak memiliki Dewan Pengawas Syariah, sehingga tidak terdapat informasi terkait susunan, tugas, tanggung jawab, maupun pelaksanaan kegiatan Dewan Pengawas Syariah yang dapat disajikan dalam Laporan Tahunan ini.

The Company does not conduct business activities based on sharia principles as regulated in the Articles of Association. Thus, the Company has not established and does not have a Sharia Supervisory Board, so there is no information related to the composition, duties, responsibilities, or implementation of activities of a Sharia Supervisory Board that can be presented in this Annual Report.