

Program Pengembangan Kompetensi Komite Audit Tahun 2024

Audit Committee Competency Development Program for 2024

Nama Name	Jabatan Title	Tanggal Date	Penyelenggara Organizer	Workshop/Training/ Seminar
Doddy Susanto	Ketua Komite Audit Chairperson of Committee Audit	11 Januari 2024 January 11, 2024	OJK Institute	Online Seminar "Connecting the Dots"
		22 Februari 2024 February 22, 2024	OJK Institute	Online Seminar "Economic and Financial Outlook for 2024"
		20 Juni 2024 June 20, 2024	OJK Institute	Online Seminar "Navigating The Half-Year: Roadmap To Success"
Irina Nurulita Licyll Utama	Anggota Komite Audit Member of Committee Audit	-	-	-

KOMITE NOMINASI DAN REMUNERASI

Komite Nominasi dan Remunerasi adalah organ pendukung yang dibentuk oleh Dewan Komisaris untuk membantu pelaksanaan tugas dan tanggung jawab Dewan Komisaris terkait pemberian rekomendasi atas nominasi dan remunerasi anggota Dewan Komisaris, Direksi, dan anggota komite-komite di tingkat Dewan Komisaris sesuai dengan prinsip-prinsip GCG. Dalam melaksanakan tugasnya, Komite Nominasi dan Remunerasi wajib bertindak independen dan mempertanggungjawabkannya kepada Dewan Komisaris.

Komite Nominasi dan Remunerasi Perseroan pada mulanya merupakan Komite Remunerasi yang dibentuk pertama kali pada tanggal 1 Januari 2013 berdasarkan Keputusan Rapat Umum Pemegang Saham pada tanggal 27 Mei 2013. Kemudian, Komite Remunerasi berganti nama menjadi Komite Nominasi dan Remunerasi pada tanggal 21 Februari 2020 berdasarkan Keputusan Rapat Dewan Komisaris No. 001/KOM-SOF/II/2020.

Keberadaan organ Komite Nominasi dan Remunerasi di Perseroan telah memenuhi ketentuan POJK No. 34/POJK.04/2014 ("POJK 34/2014") tanggal 8 Desember 2014 tentang Komite Nominasi dan Remunerasi Emiten atau Perusahaan Publik.

NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee is one of the Board of Commissioners' supporting organ that is established to assist the execution of the Board of Commissioners' duties and responsibilities in relation to providing recommendations on the nomination and remuneration for members of the Board of Commissioners, Board of Directors, and members of committees under the Board of Commissioners in accordance with GCG principles. In carrying out its duties, the Nomination and Remuneration Committee is required to act independently and be accountable to the Board of Commissioners.

The Company's Nomination and Remuneration Committee, which was previously named as the Remuneration Committee, was established on January 1, 2013 based on the General Shareholders Meeting Resolutions on May 27, 2013. Later, the Remuneration Committee changed its name to the Nomination and Remuneration Committee on March 17, 2017 based on the Resolution of the Board of Commissioners' Meeting No. 001/KOM-SOF/II/2020.

The Nomination and Remuneration Committee existence in the Company has referred to the provisions of POJK No. 34/POJK.04/2014 ("POJK 34/2014") dated 8 December 2014 regarding the Nomination and Remuneration Committee for Issuers or Public Companies.

Piagam Komite Nominasi dan Remunerasi

Dalam melaksanakan tugas dan tanggung jawabnya secara efektif, transparan, profesional, dan independen, seluruh anggota Komite Nominasi dan Remunerasi wajib berpedoman pada Piagam Komite Nominasi dan Remunerasi yang telah disahkan oleh Dewan Komisaris pada tanggal 27 Januari 2021. Piagam ini mengatur hal-hal mengenai komposisi, kriteria keanggotaan, tugas dan tanggung jawab Komite Nominasi dan Remunerasi, masa jabatan, dan hal lainnya.

Tugas dan Tanggung Jawab Komite Nominasi dan Remunerasi

Komite Nominasi dan Remunerasi Perseroan memiliki tugas dan tanggung jawab sebagai berikut:

Fungsi Nominasi:

1. Memberikan rekomendasi kepada Dewan Komisaris mengenai:
 - a. Komposisi jabatan dan proses nominasi anggota Direksi dan/atau anggota Dewan Komisaris;
 - b. Kebijakan dan kriteria yang dibutuhkan dalam proses nominasi calon anggota Direksi dan/atau anggota Dewan Komisaris; dan
 - c. Kebijakan evaluasi kinerja bagi anggota Direksi dan/atau anggota Dewan Komisaris.
2. Membantu Dewan Komisaris melakukan penilaian kinerja anggota Direksi dan/atau anggota Dewan Komisaris berdasarkan tolok ukur yang telah disusun sebagai bahan evaluasi;
3. Memberikan rekomendasi kepada Dewan Komisaris mengenai program pengembangan kemampuan anggota Direksi dan/atau anggota Dewan Komisaris;
4. Menyusun program pengembangan kemampuan anggota Direksi dan/atau anggota Dewan Komisaris; dan

Nomination and Remuneration Committee Charter

In fulfilling its duties and responsibilities effectively, transparently, professionally, and independently, all members of the Nomination and Remuneration Committee must adhere to the Charter of the Nomination and Remuneration Committee ratified by the Board of Commissioners on January 27, 2021. This charter regulates matters related to the composition, membership criteria, tasks and responsibilities of the Nomination and Remuneration Committee, tenure, and other relevant aspects.

Duties and Responsibilities of the Nomination and Remuneration Committee

The Company's Nomination and Remuneration Committee has the following duties and responsibilities:

Nomination Functions:

1. Provide recommendation to the Board of Commissioners concerning:
 - a. Composition and nomination process for Board of Directors and/or Board of Commissioners members;
 - b. Policies and criterias that are required in the Nomination process for the Board of Directors and/or Board of Commissioner member's candidates; and
 - c. Performance evaluation policy for the Board of Directors and/or Board of Commissioners members.
2. Assist the Board of Commissioners in conducting performance assessment for the Board of Directors and/or Board of Commissioners members based on designated indicators as evaluation tools;
3. Provide recommendation to the Board of Commissioners regarding the competency development program for each member of Board of Directors and/or Board of Commissioners;
4. Prepare competency development program for the Board of Directors and/or Board of Commissioners members; and

5. Menelaah memberikan usulan calon yang memenuhi syarat sebagai anggota Direksi dan/atau anggota Dewan Komisaris kepada Dewan Komisaris untuk disampaikan kepada RUPS.

Fungsi Remunerasi:

1. Memberikan rekomendasi kepada Dewan Komisaris mengenai
 - a. Struktur remunerasi;
 - b. Kebijakan remunerasi; dan
 - c. Besaran remunerasi.
2. Berdasarkan persetujuan Dewan Komisaris, Komite Remunerasi menyusun:
 - a. Struktur remunerasi yang dapat berupa gaji, honorarium, insentif dan/atau tunjangan yang bersifat tetap dan/atau variabel;
 - b. Kebijakan atas remunerasi dengan memperhatikan:
 - Remunerasi yang berlaku pada industri pembiayaan dengan skala yang sama dengan Perseroan;
 - Tugas, tanggung jawab, dan wewenang anggota Direksi dan/atau anggota Dewan Komisaris dikaitkan dengan pencapaian tujuan dan kinerja Perseroan;
 - Target kinerja atau kinerja masing-masing anggota Direksi dan/atau anggota Dewan Komisaris; dan
 - Keseimbangan tunjangan antara yang bersifat tetap dan bersifat variabel.
 - c. Besaran atas remunerasi.
3. Membantu Dewan Komisaris melakukan penilaian kinerja dengan kesesuaian remunerasi yang diterima masing-masing anggota Direksi dan/atau anggota Dewan Komisaris; dan
4. Melakukan evaluasi struktur, kebijakan, dan besaran remunerasi paling kurang 1 (satu) kali dalam 1 (satu) tahun.

5. Review and provide recommendation on candidate who fulfills requirements as Board of Directors and/or Board of Commissioners members to the Board of Commissioners to be presented to the GSM.

Remuneration Functions:

1. Provide recommendations to the Board of Commissioners on:
 - a. Remuneration Structure;
 - b. Policy on Remuneration; and
 - c. Remuneration Amount.
2. Based on the approval of the Board of Commissioners, the Remuneration Committee prepares:
 - a. Remuneration structure which may include salaries, emoluments, incentives and/or allowances that are fixed and/or variable;
 - b. Policy on remuneration with regard to:
 - Remuneration applied in the same scale as in the Company
 - Duties, responsibilities, and authorities of the Board of Directors and/or members of the Board of Commissioners is associated with the achievement of the goals and performance of the Company;
 - Target performance or the performance of individual members of the Board of Directors and/or members of the Board of Commissioners; and
 - The balance of benefits between the fixed and variable allowance.
 - c. Remuneration amount.
3. Assist the Board of Commissioner in conducting performance appraisal in accordance with the remuneration received by each member of the Board of Directors and/or members of the Board of Commissioners; and
4. Evaluate the structure, policies, and the amount of remuneration at least 1 (once) time in 1 (one) year.

Keanggotaan dan Masa Jabatan

Periode jabatan Komite Nominasi dan Remunerasi tidak boleh lebih lama dari masa jabatannya sebagai Dewan Komisaris.

Berikut ini adalah komposisi keanggotaan Komite Nominasi dan Remunerasi Perseroan per 31 Desember 2024:

No.	Nama Name	Jabatan Position	Rangkap Jabatan Concurrent Position	Dasar Pengangkatan Basis of Appointment	Masa Jabatan Term of Office
1.	Murniaty Santoso	Ketua Chairman	<ul style="list-style-type: none"> Komisaris Independen Ketua Komite Pemantau Risiko Independent Commissioner Chairman of Risk Monitoring Committee 	Rapat Keputusan Dewan Komisaris No. 004/KOM-SOF/V/2020 Board of Commissioners Meeting Resolutions No. 004/KOM-SOF/V/2020	22 April 2020 – 22 April 2025 April 22, 2020 – April 22, 2025
2.	Yosuke Unigame	Anggota Member	Presiden Komisaris President Commissioner	Rapat Keputusan Dewan Komisaris No. 014/KOM-SOF/VII/2020 Board of Commissioners Meeting Resolutions No. 014/KOM-SOF/VII/2020	7 Agustus 2020 – 7 Agustus 2025 August 7, 2020 – August 7, 2025
3.	Dyah Idayani Jalarani	Anggota Member	HR Policy & System Development Division Head	Rapat Keputusan Dewan Komisaris No. 002/KOM-SOF/I/2021 Board of Commissioners Meeting Resolutions No. 002/KOM-SOF/I/2021	27 Januari 2021 – 27 Januari 2026 January 27, 2021 – January 27, 2026

Profil Keanggotaan Komite Nominasi dan Remunerasi

Profil lengkap anggota Komite Nominasi dan Remunerasi Perseroan yang merupakan anggota Dewan Komisaris dapat dilihat pada bab Profil Perusahaan, sub-bab Profil Dewan Komisaris, halaman 68.

Sementara itu, profil anggota Komite Nominasi dan Remunerasi yang bukan merupakan anggota Dewan Komisaris, adalah sebagai berikut:

Nama Name	Usia Age	Riwayat Pendidikan Education History	Riwayat Karier Career History
Dyah Idayani Jalarani	48 tahun/ years old	Magister Manajemen dari Sekolah Tinggi Manajemen PPM, Jakarta (2002) Anggota Komite Nominasi dan Remunerasi di PT Summit Oto Finance (2021 – Saat Ini)	<ul style="list-style-type: none"> Magister of Management from Sekolah Tinggi Manajemen PPM, Jakarta (2002) HR Policy & System Development Division Head di PT Summit Oto Finance (2020 – Saat Ini) Deputy HR Policy & System Development Division Head di PT Summit Oto Finance (2016 – 2020) Organization & HR Policies Department Head di PT Summit Oto Finance (2009 – 2016) Deputy Regional Human Resources di PT Summit Oto Finance (2005 – 2009) System Career Development Officer di PT Summit Oto Finance (2004 – 2005) Operation Manager di PT Central Quantum (2002 – 2004) Project Staff for Designing New Curriculum di PPM (2002)

Membership and Terms of Office

The term of office of the Nomination and Remuneration Committee may not be longer than the term of office of the Board of Commissioners.

The following is the Company's Nomination and Remuneration Committee membership composition as of December 31, 2024:

Nomination and Remuneration Committee Membership Profile

Full profiles of members of the Company's Nomination and Remuneration Committee serving as the Board of Commissioners members can be seen in the Company Profile chapter, sub-chapter Profile of the Board of Commissioners, page 68.

Meanwhile, the profiles of Nomination and Remuneration Committee members who are not members of the Board of Commissioners are as follows:

Independensi Komite Nominasi dan Remunerasi

Independensi anggota Komite Nominasi dan Remunerasi ditunjukkan dengan tidak memiliki hubungan usaha, hubungan keluarga, dan hubungan afiliasi dengan Perseroan, Dewan Komisaris, Direksi, dan Pemegang Saham Perseroan. Dengan memenuhi persyaratan independensi tersebut, Perseroan memastikan bahwa semua anggota Komite Nominasi dan Remunerasi mampu bekerja secara mandiri, menjaga objektivitas, mengedepankan fakta materiil dan memprioritaskan kepentingan Perseroan.

Rapat Komite Nominasi dan Remunerasi

Kebijakan Rapat

Sebagaimana tercantum dalam Piagam Komite Nominasi dan Remunerasi, pelaksanaan rapat Komite Nominasi dan Remunerasi wajib dilaksanakan sekurang-kurangnya 1 (satu) kali dalam 4 (empat) bulan.

Frekuensi dan Tingkat Kehadiran

Sepanjang 2024, Komite Nominasi dan Remunerasi telah melaksanakan 3 (tiga) kali rapat internal dengan uraian sebagai berikut:

Nama Name	Jabatan Position	Jumlah Pertemuan Number of Meetings	Kehadiran Attendance	Tingkat Kehadiran (%) Attendance Rate (%)
Murniaty Santoso	Ketua Chairman	3	3	100
Yosuke Unigame	Anggota Member	3	3	100
Dyah Idayani Jalarina	Anggota Member	3	3	100

Independence of the Nomination and Remuneration Committee

Members of the Nomination and Remuneration Committee are independent because they have no business relationships, family ties, or affiliations with the Company, the Board of Commissioners, the Board of Directors, or its shareholders. By meeting these independence requirements, the Company ensures that all Nomination and Remuneration Committee members can work independently, remain objective, prioritize material facts, and prioritize the Company's interests.

Nomination and Remuneration Committee Meeting

Meeting Policy

As stated in the Charter of the Nomination and Remuneration Committee, the conduct of Nomination and Remuneration Committee meetings is mandatory at least once every 4 (four) months.

Frequency and Attendance Level

Throughout 2024, the Nomination and Remuneration Committee has held 3 (three) internal meetings, with details as follows:

Laporan Pelaksanaan Tugas Komite Nominasi dan Remunerasi Tahun 2024

Sepanjang tahun 2024, Komite Nominasi dan Remunerasi telah melaksanakan tugas dan tanggung jawabnya sebagaimana tercantum di dalam Pedoman Kerja dan Tata Tertib Komite Nominasi dan Remunerasi, antara lain:

1. Memberikan rekomendasi kepada Dewan Komisaris mengenai penunjukkan kembali Anggota Direksi;
2. Memberikan rekomendasi kepada Dewan Komisaris mengenai remunerasi Anggota Dewan Komisaris dan Direksi; dan
3. Memberikan rekomendasi kepada Dewan Komisaris mengenai keikutsertaan seminar Anggota Dewan Komisaris dan Anggota Direksi.

Program Pengembangan Kompetensi Komite Nominasi dan Remunerasi Tahun 2024

Report on the Implementation of the Nomination and Remuneration Committee's Duties for 2024

Throughout 2024, the Nomination and Remuneration Committee has performed its duties and responsibilities as stipulated in the Nomination and Remuneration Committee Work Guidelines and Rules of Conduct, including:

1. Provided recommendations to the Board of Commissioners regarding the appointment of members of the Board of Directors;
2. Gave recommendations to the Board of Commissioners regarding the remuneration amount for members of the Board of Commissioners and the Board of Directors; and
3. Provided recommendations to the Board of Commissioners regarding participation in seminars for Members of the Board of Commissioners and Members of the Board of Directors.

Nomination and Remuneration Committee Competency Development Program for 2024

Nama Name	Jabatan Title	Tanggal Date	Penyelenggara Organizer	Workshop/Training/ Seminar
Murniaty Santoso	Ketua Komite Nominasi dan Remunerasi Chairperson of Nomination and Remuneration Committee	22 Februari 2024 February 22, 2024	OJK Institute	Online Seminar "Economic and Financial Outlook for 2024"
Yosuke Unigame	Anggota Komite Nominasi dan Remunerasi Member of Nomination and Remuneration Committee	2 Mei 2024 May 2, 2024	OJK Institute	Online Seminar "How to Prevent Accounting Fraud in Financial Sector"
		16 Mei 2024, May 16, 2024	OJK Institute	Online Seminar "How to Prevent Greenwashing in Sustainable Finance"

Nama Name	Jabatan Title	Tanggal Date	Penyelenggara Organizer	Workshop/Training/Seminar
Dyah Idayani Jalarina	Anggota Komite Nominasi dan Remunerasi Member of Nomination and Remuneration Committee	5 Juni 2024 June 5, 2024	OJK Institute	Online Seminar "Digital Marketing Strategy in the Digital Age: Effective Tactics and Steps to Make Optimal Profits"
		21 Agustus 2024 August 21, 2024	PT Sumitomo Indonesia	HR Synergy Forum
		5 September 2024 September 5, 2024	OJK Institute	Online Seminar "How to Prevent Money Laundering and Terrorism Financing"
		12 September 2024 September 12, 2024	OJK Institute	Online Seminar "The Future of Data Analytics in the Financial Industry: Trends and Innovations"
		21 November, 2024 November 21, 2024	OJK Institute	Online Seminar "Strengthening Financial Integrity: Advanced Strategies and Innovations in Anti-Fraud"

KOMITE PEMANTAU RISIKO

Komite Pemantau Risiko adalah organ pendukung di bawah Dewan Komisaris yang dibentuk oleh dan bertanggung jawab langsung kepada Dewan Komisaris dalam rangka membantu pelaksanaan tugas dan fungsi terkait pemantauan pelaksanaan manajemen risiko di Perseroan. Komite Pemantau Risiko pertama kali dibentuk sebagai Komite Manajemen Risiko berdasarkan Keputusan Rapat Umum Pemegang Saham pada tanggal 5 Juni 2003. Selanjutnya berdasarkan Keputusan Rapat Dewan Komisaris No. 006/KOM-SOF/XII/2017 tanggal 12 Desember 2017, Komite Manajemen Risiko resmi berganti nama menjadi Komite Pemantau Risiko.

Piagam Komite Pemantau Risiko

Perseroan memiliki Piagam Komite Pemantau Risiko yang diterbitkan pada tanggal 27 Januari 2021 dan diperbaharui pada tanggal 25 Maret 2024. Piagam ini mengatur perihal struktur keanggotaan komite, persyaratan dan masa tugas keanggotaan, tugas, tanggung jawab dan lainnya. Dengan uraian tersebut, maka piagam ini berfungsi sebagai acuan dalam bekerja bagi seluruh anggota Komite Pemantau Risiko.

RISK MONITORING COMMITTEE

The Risk Monitoring Committee is a supporting body under the Board of Commissioners that was established and is directly accountable to the Board of Commissioners to assist in the implementation of tasks and functions related to the Company's risk management monitoring. The Risk Monitoring Committee was originally established as the Risk Management Committee by a decision of the General Meeting of Shareholders on June 5, 2003. Subsequently, on December 12, 2017, the Risk Management Committee officially changed its name to the Risk Monitoring Committee, as per the Decision of the Board of Commissioners Meeting No. 006/KOM-SOF/XII/2017.

Risk Monitoring Committee Charter

On January 27, 2021, the Company published the Company's Risk Monitoring Committee Charter and revised on March 25, 2024. This charter governs the structure of committee membership, membership requirements and tenure, duties, responsibilities, and other pertinent issues. With these provisions, the charter serves as a guide for all members of the Risk Monitoring Committee as they carry out their duties.