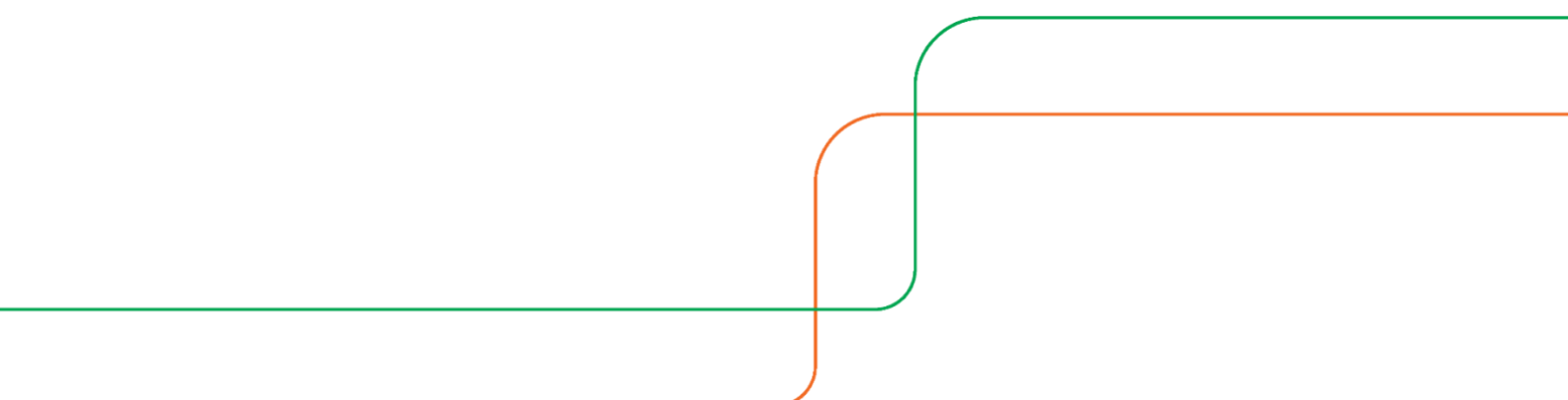




PEDOMAN KOMITE NOMINASI DAN REMUNERASI

NOMINATION AND REMUNERATION COMMITTEE CHARTER

PT JACCS MITRA PINASTHIKA MUSTIKA FINANCE INDONESIA



Keberadaan Komite Nominasi dan Remunerasi berfungsi untuk membantu Dewan Komisaris dalam menetapkan kebijakan nominasi dan remunerasi yang berlaku di Perseroan.

KEANGGOTAAN KOMITE NOMINASI DAN REMUNERASI

Anggota Komite Nominasi dan Remunerasi paling kurang terdiri dari 3 (tiga) orang, yaitu:

1. Seorang Ketua merangkap anggota, yang merupakan Komisaris Independen.
2. Anggota lainnya yang dapat berasal dari:
 1. Anggota Dewan Komisaris.
 2. Pihak yang berasal dari luar Perseroan yang wajib memenuhi syarat:
 - Tidak mempunyai hubungan afiliasi dengan Perseroan, anggota Direksi, Dewan Komisaris, atau Pemegang Saham Utama Perseroan.
 - Memiliki pengalaman terkait nominasi dan remunerasi.
 - Tidak merangkap jabatan sebagai anggota Komite lainnya yang dimiliki Perseroan.
 3. Pihak yang menduduki jabatan manajerial di bawah Direksi yang membidangi sumber daya manusia.

Anggota Direksi Perseroan tidak dapat menjadi anggota Komite Nominasi dan Remunerasi.

TUGAS DAN TANGGUNG JAWAB KOMITE NOMINASI DAN REMUNERASI

Terkait dengan fungsi nominasi, Komite Nominasi dan Remunerasi memiliki tugas dan tanggung jawab sebagai berikut:

1. Mengkaji komposisi dan besarnya keanggotaan Dewan Komisaris dan Direksi untuk memastikan bahwa anggota Dewan Komisaris dan Direksi memiliki keahlian yang memadai dan berasal dari berbagai latar belakang yang diperlukan Perseroan.
2. Membantu Dewan Komisaris dalam menetapkan rincian tugas (job description) dan persyaratan penunjukan, termasuk kriteria-

The Nomination and Remuneration Committee functions to assist the Board of Commissioners in determining the nomination and remuneration policies applicable in the Company.

NOMINATION AND REMUNERATION COMMITTEE MEMBERSHIP

Members of the Nomination and Remuneration Committee shall consist of at least 3 (three) members, namely:

1. A Chairman concurrently as a member, who is an Independent Commissioner.
2. Other members who may come from:
 - a) Member of the Board of Commissioners.
 - b) Parties from outside the Company who are required to fulfill the requirements:
 - Have no affiliation with the Company, members of the Board of Directors, the Board of Commissioners, or the Majority Shareholders.
 - Have experiences related to nomination and remuneration.
 - Have no concurrent positions as other Committee members of the Company.
 - c) Parties in managerial positions under the Board of Directors in charge of human resources.

The Board of Directors can not be members of the Nomination and Remuneration Committee.

DUTIES AND RESPONSIBILITIES OF NOMINATION AND REMUNERATION COMMITTEE

Related to the function of nomination, the Nomination and Remuneration Committee has duties and responsibilities as follows:

1. Reviewing the composition and size of the membership of the Board of Commissioners and the Board of Directors to ensure that members have adequate expertise and various backgrounds required by the Company.
2. Assisting the Board of Commissioners in determining job description and appointment requirements, including criteria for members of

kriteria bagi anggota Dewan Komisaris dan Direksi.

3. Merekomendasikan sistem nominasi dan evaluasi kinerja yang transparan bagi Dewan Komisaris dan Direksi yang selanjutnya diajukan untuk memperoleh persetujuan RUPS.
4. Mengkaji sistem manajemen karier yang diterapkan di Perseroan dan merekomendasikan upaya perbaikan dan penyesuaian.

Terkait dengan tugas remunerasi, Komite Nominasi dan Remunerasi memiliki tugas dan tanggung jawab sebagai berikut:

1. Merekomendasikan sistem remunerasi bagi Dewan Komisaris dan Direksi untuk selanjutnya diajukan guna memperoleh persetujuan RUPS.
2. Merekomendasikan gaji, tantiem, santunan purna jabatan dan kompensasi bagi Dewan Komisaris, Sekretaris Dewan Komisaris (apabila ada) dan Direksi.
3. Merekomendasikan manfaat lain bagi Dewan Komisaris dan Direksi.
4. Membantu Komisaris Utama dalam menyusun pengungkapan remunerasi Dewan Komisaris dan Direksi secara individual dan bersama-sama di dalam Laporan Tahunan Perseroan.
5. Mempertimbangkan hal-hal lain berkaitan dengan remunerasi atau syarat pekerjaan yang diberlakukan bagi Dewan Komisaris dan Direksi.
6. Memberikan rekomendasi tentang sistem kompensasi serta manfaat lainnya dalam hal dilakukannya program pengurangan pegawai.
7. Senantiasa melakukan studi banding, survei, dan penelitian dalam rangka mengembangkan sistem remunerasi bagi Dewan Komisaris dan Direksi.
8. Mengkaji sistem pemberian imbalan yang berlaku di Perseroan dan merekomendasikan upaya perbaikan dan penyesuaian.

the Board of Commissioners and the Board of Directors.

3. Recommending a transparent nomination and performance evaluation system for the Board of Commissioners and the Board of Directors which is subsequently submitted to obtain GMS approval.
4. Reviewing the career management system implemented in the Company and recommending improvement and alignment efforts.

Related to the task of remuneration, the Nomination and Remuneration Committee has duties and responsibilities as follows:

1. Recommending a remuneration system for the Board of Commissioners and the Board of Directors to be subsequently submitted to obtain GMS approval.
2. Recommending salary, bonuses, post-service compensation, and compensation for the Board of Commissioners, the Secretary of the Board of Commissioners (if any), and the Board of Directors.
3. Recommending other benefits for the Board of Commissioners and the Board of Directors.
4. Assisting the President Commissioner in preparing the disclosure of remuneration for the Board of Commissioners and the Board of Directors individually and aggregately in the Company's Annual Report.
5. Considering other matters relating to remuneration or terms of employment that apply to the Board of Commissioners and the Board of Directors.
6. Providing recommendations on the compensation system and other benefits in terms of conducting a program to reduce headcounts.
7. Always carrying out comparative studies, surveys, and research to develop a remuneration system for the Board of Commissioners and the Board of Directors.
8. Reviewing the reward system that applies to the Company and recommending improvement and alignment efforts.

WEWENANG

Dalam menjalankan tugas dan tanggung jawabnya, Komite Nominasi dan Remunerasi mempunyai wewenang sebagai berikut:

1. Dengan sepengetahuan Dewan Komisaris, Komite Nominasi dan Remunerasi melakukan komunikasi secara langsung dan memelihara hubungan kerja yang efektif dengan Direksi, unit kerja, dan/atau pihak lain yang terkait dengan penerapan sistem Nominasi dan Remunerasi dalam Perseroan.
2. Apabila diperlukan, Komite Nominasi dan Remunerasi berhak melibatkan tenaga ahli dan/atau konsultan/pihak independen untuk membantu pelaksanaan tugasnya dengan mendapatkan persetujuan tertulis dari Dewan Komisaris.

RAPAT KOMITE NOMINASI DAN REMUNERASI

Komite Nominasi dan Remunerasi wajib mengadakan rapat secara berkala sekurang-kurangnya 3 (tiga) kali dalam setahun. Namun demikian, pelaksanaan rapat juga dapat diadakan sewaktu-waktu (insidental) apabila diminta oleh Dewan Komisaris atau terdapat kejadian penting dan mendesak yang terjadi di bidang area pengawasannya.

AUTHORITIES

In carrying out its duties and responsibilities, the Company's Nomination and Remuneration Committee has the following authorities:

1. Under the acknowledgment of the Board of Commissioners, the Nomination and Remuneration Committee communicates directly and maintains an effective work relationship with the Board of Directors, work units, and/or other parties related to the implementation of the Nomination and Remuneration system in the Company.
2. If it is necessary, the Nomination and Remuneration Committee reserves the right to involve experts and/or consultants/independent parties to assist the Committee in carrying out its duties by obtaining the written consent of the Board of Commissioners.

MEETING OF NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee is required to hold regular meetings at least 3 (three) times a year. However, the implementation of meetings can also be held at any time (incidentally) if requested by the Board of Commissioners or there are important and urgent events that occur in the area of its supervision.

