

PT MAHKOTA GROUP TBK

TATA KELOLA PERUSAHAAN

GOOD CORPORATE GOVERNANCE

KEBIJAKAN PENILAIAN DEWAN KOMISARIS DAN DIREKSI

*POLICY OF ASSESSMENT OF THE BOARD OF COMMISSIONER AND
DIRECTOR*



HISTORI PERUBAHAN KEBIJAKAN

POLICY CHANGES HISTORY

Versi Version	Deskripsi Perubahan Changes Description	Persetujuan Approval	Tanggal Date
11-2022	Kebijakan pertama kali diterbitkan <i>Policy issued</i>	Dewan Komisaris & Direksi <i>Board of Commissioners & Board of Director</i>	14 Nopember 2022

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KEBIJAKAN PENILAIAN DEWAN KOMISARIS DAN DIREKSI

1. Pendahuluan

1.1 Tujuan

Sebagaimana yang diamanatkan Otoritas Jasa Keuangan (“OJK”) dalam Surat Edaran No. 32/SEOJK.04/2015 Tentang Pedoman Tata Kelola Perusahaan Terbuka, tujuan utama dari penilaian Dewan Komisaris (“BOC”) dan Direksi (“BOD”) adalah bentuk akuntabilitas atas penilaian kinerja. Terlebih sebagai perusahaan terbuka, PT Mahkota Group Tbk (“Perusahaan”) mengemban tanggung jawab yang besar kepada pemegang saham publik. Perusahaan bertanggung jawab untuk selalu mengedepankan objektifitas dan independensi dalam setiap langkahnya. Melalui penilaian, diharapkan dapat menjadi parameter bagi BOC dan BOD dalam menetapkan kebijakan.

1.2 Latar Belakang

Sebagai komponen utama organ Perusahaan, BOC dan BOD memegang peranan vital dalam pengelolaan perusahaan. Mengingat vitalnya peranan BOC dan BOD, berbagai regulasi telah diterbitkan dalam rangka mengatur aktivitas BOC dan BOD, terutama bagi perusahaan publik. Komitmen dan kredibilitas yang tinggi adalah sebuah hal mutlak bagi BOC dan BOD perusahaan publik. Setiap kebijakan yang diambil wajib mengedepankan objektifitas dan independensi serta terlepas dari segala konflik kepentingan. Kondisi inilah yang pada akhirnya mendorong untuk dikembangkannya sebuah mekanisme penilaian yang transparan atas BOC dan BOD. Harapannya adalah seluruh pemangku

POLICY OF ASSESSMENT OF THE BOARD OF COMMISSIONER AND DIRECTOR

1. Preamble

1.1 Objective

As mandated by Financial Services Authority (“FSA”) in Circular Letter No. 32/SEOJK.04/2015 concerning Guidelines for Public Company Governance, the main purpose of the assessment of the Board of Commissioner (“BOC”) and Board of Director (“BOD”) is a form of accountability for the performance assessment. Moreover, as a public company, PT Mahkota Group Tbk (“Company”) has a great responsibility to the public shareholders. The Company is responsible for always prioritizing objectivity and independence in every step. Through the assessment, it is hoped that it will become a parameter for the BOC and BOD in determining the policies.

1.2 Background

As the main components of the Company’s organs, the BOC and the BOD play a vital role in managing the Company. Considering the vital role of the BOC and BOD, various regulations have been issued to regulate the activities of the BOC and the BOD, especially for public companies. High commitment and credibility are an absolute must for the BOC and the BOD of the public company. Every policy taken must prioritize objectivity and independence and be free from any conflicts of interest. This condition ultimately prompted the development of a transparent assessment mechanism for the BOC and the BOD. The hope is that all stakeholders can play an active role in supervising the running

kepentingan dapat berperan aktif dalam mengawasi jalannya Perusahaan.

of the Company.

1.3 Dasar Penyusunan

- a. Undang-Undang No. 40 tahun 2007 tentang Perseroan Terbatas.
- b. Peraturan Otoritas Jasa Keuangan No. 33/POJK.04/2014 tanggal 8 Desember 2014 tentang Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik.
- c. Peraturan Otoritas Jasa Keuangan No. 21/POJK.04/2015 tanggal 16 November 2015 tentang Penerapan Pedoman Tata Kelola Perusahaan Terbuka.
- d. Surat Edaran Otoritas Jasa Keuangan No. 32/SEOJK.04/2015 tanggal 17 November 2015 tentang Pedoman Tata Kelola Perusahaan Terbuka.

1.3 Legal Basis

- a. Law No. 40 Year 2017 regarding Limited Liabilities Company.
- b. Financial Services Authority Regulation No. 33/POJK.04/2014 dated 8 Desember 2014 regarding Public Company's Director and Board of Commissioner.
- c. Financial Services Authority Regulation No. 21/POJK.04/2015 dated 16 November 2015 regarding the Implementation of Corporate Governance Guideline of Public Company.
- d. Financial Services Authority Circular Letter No. 32/SEOJK.04/2015 dated 17 November 2015 regarding Public Company's Corporate Governance Guideline.

2. Ketentuan Umum

2.1 Tata Waktu Penilaian

Penilaian terhadap BOC dan BOD dilakukan sekali dalam setahun. Penilaian dilakukan setelah berakhirnya tahun buku dan sebelum disampaikannya Laporan Tahunan Perusahaan kepada OJK.

2. General Provisions

2.1 Timeline for Assessment

Assessment of The BOC and BOD is carried out once a year. The assessment is carried out after the end of the financial year and before the Company's Annual Report has been submitted to the FSA.

2.2 Metode Penilaian

Metode penilaian yang digunakan adalah penilaian sendiri dilakukan oleh masing-masing anggota BOC dan anggota BOD untuk menilai kinerja BOC dan BOD secara kolegial dan menilai kinerja individual masing-masing BOC dan BOD.

2.2 Method of Assessment

The assessment method used is self-assessment carried out by each member of the BOC and BOD is done to gauge the performance of the BOC and BOD collegially, and to assess the individual performance of each member of the BOC and the BOD.

2.3 Hasil Penilaian

- a. Hasil penilaian sendiri dari masing-masing anggota BOC dan anggota BOD akan dievaluasi oleh BOC melalui rapat berdasarkan rekomendasi dari Komite Remunerasi dan Nominasi.
- b. Hasil penilaian sendiri atas kinerja BOC dan BOD perlu diungkapkan di dalam Laporan Tahunan Perusahaan.

2.4 Komponen/Aspek Penilaian

Terlampir dalam form penilaian:

- a. Lampiran-1 : Penilaian BOC Individual
- b. Lampiran-1a : Penilaian BOC Kolegial
- c. Lampiran-2 : Penilaian BOD Individual
- d. Lampiran-2a : Penilaian BOD Kolegial
- e. Lampiran-3 : Penilaian Individual Presiden Direktur

3. Penutup

- 3.1** Kebijakan Penilaian ini menjadi pedoman yang dapat digunakan sebagai bentuk akuntabilitas atas penilaian kinerja BOC dan BOD Perusahaan.
- 3.2** Dengan adanya Penilaian sendiri dan akuntabilitas, ini diharapkan masing-masing anggota BOC dan BOD dapat berkontribusi untuk memperbaiki kinerja BOC dan BOD secara berkesinambungan.
- 3.3** Bilamana terdapat hal-hal yang belum diatur dalam Kebijakan ini, maka akan diatur kemudian.
- 3.4** Kebijakan ini berlaku sejak tanggal ditetapkan dan akan ditinjau secara berkala.
- 3.5** Efektif berlaku: 14 Nopember 2022

2.3 Assessment's Result

- a. The results of the self-assessment of each member of the BOC and members of the BOD will be evaluated by the BOC through a meeting based on the recommendation of the Remuneration and Nomination Committee.
- b. Results of self-assessment on the performance of BOC and BOD need to be disclosed in the Company's Annual Report.

2.4 Assessment's Components/Aspects

Attached in the assessment form:

- a. Attachment-1 : BOC's Individual Assessment
- b. Attachment-1a : BOC's Collegial Assessment
- c. Attachment-2 : BOC's Individual Assessment
- d. Attachment-2a : BOC's Collegial Assessment
- e. Attachment-3 : President Director's Individual Assessment

3. Closure

- 3.1** This Assessment Policy becomes guideline that can be used as a form of accountability for performance assessment of the BOC and the BOD of the Company.
- 3.2** With self-assessment and accountability, it is expected that each member of the BOC and BOD may contribute to improve the performance of the BOC and the BOD going forward.
- 3.3** Other matters that not yet or not sufficiently regulated in this Policy, shall be regulated subsequently.
- 3.4** This policy is valid starting the date of establishment and will be reviewed periodically.
- 3.5** Effective Date: Nopember 14th, 2022

Lampiran-1

FORM PENILAIAN INDIVIDUAL DEWAN KOMISARIS/INDIVIDUAL ASSESSMENT OF BOARD OF COMMISSIONERS

Periode/Period :



No.	Aspek Penilaian Individu/Individual Assessment Aspects	Pencapaian/Achievement (%)			Rata-rata Average
		Mily	Lily	Harry K	
		Kom.Utama Pres.Com	Komisaris Commissioner	Kom.Ind Ind.Com	
1	Mengawasi pengurusan Perseroan yang dilaksanakan oleh Direksi <i>Supervise the management of the Company performed by the Board of Directors</i>				
2	Meninjau, memeriksa, dan menyetujui rencana kerja tahunan Perseroan <i>Review, examine, and approve the annual work plan of the Company</i>				
3	Melakukan tugas khusus yang diberikan kepadanya sesuai dengan Anggaran Dasar, hukum dan peraturan perundang-undangan yang berlaku dan/atau keputusan Rapat Umum Pemegang Saham <i>Perform special duties assigned to him/her pursuant to the Articles of Association, the prevailing laws and regulations and/or the resolutions of the General Meeting of Shareholders</i>				
4	Melakukan tugas dan tanggung jawabnya sesuai dengan ketentuan-ketentuan Anggaran Dasar dan keputusan Rapat Umum Pemegang Saham <i>Perform his/her duties and responsibilities pursuant to the provisions of the Articles of Association and the resolutions of the General Meeting of Shareholders</i>				
5	Mematuhi Anggaran Dasar serta hukum dan peraturan perundang-undangan yang berlaku dan wajib melaksanakan tugasnya sesuai dengan prinsip-prinsip profesionalisme, efisiensi, transparansi, independensi, akuntabilitas, pertanggungjawaban dan kewajaran, antara lain melaksanakan Rapat Dewan Komisaris sesuai dengan ketentuan yang berlaku <i>Comply with the Articles of Association and the prevailing laws and regulations and be obliged to perform duties based on principles of professionalism, efficiency, transparency, independency, accountability, responsibility and fairness ie. to convey the meeting of the Board of Commissioners in accordance with the applicable regulations</i>				
Grand Total					

Catatan/ Note:

Kurang Baik/ Poor (0 – 30%)

Baik/ Good (31 – 70%)

Sangat Baik/ Excellent (71 – 100%)

Lampiran-1a

FORM PENILAIAN KOLEGIAL DEWAN KOMISARIS/COLLEGIAL ASSESSMENT OF BOARD OF COMMISSIONERS

Periode/Period :



No.	Aspek Penilaian Kolegial/Collegial Assessment Aspects	Pencapaian/Achievement (%)			Rata-rata Average
		Mily	Lily	Harry K	
		Kom.Utama Pres.Com	Komisaris Commissioner	Kom.Ind Ind.Com	
1	Efektivitas Peran Dewan Komisaris <i>Effectiveness of the Board of Commissioners' role</i>				
2	Efektivitas Pelaksanaan Tugas dan Tanggung Jawab <i>Effectiveness in implementation of duties and responsibilities</i>				
3	Komposisi Dewan Komisaris <i>Composition of the Board of Commissioners</i>				
4	Efektivitas Rapat, Etika Kerja dan Dinamika Dewan Komisaris <i>Board of Commissioners' Meeting effectiveness, Conduct and Dynamic</i>				
5	Penerapan Tata Kelola Perusahaan yang Baik dan Prinsip Keberlanjutan <i>Implementation of Good Corporate Governance and Sustainability Principles</i>				
6	Efektivitas Penerapan Manajemen Risiko dan Pengendalian Intern <i>Effectiveness of Risk Management and Internal Control implementation</i>				
Grand Total					

Catatan/ Note:

Kurang Baik/ Poor (0 – 30%)

Baik/ Good (31 – 70%)

Sangat Baik/ Excellent (71 – 100%)

Lampiran-2

FORM PENILAIAN INDIVIDUAL DIREKSI/INDIVIDUAL ASSESSMENT OF BOARD OF DIRECTORS

Periode/Period :



No.	Aspek Penilaian Individu/ <i>Individual assessment Aspects</i>	Pencapaian/Achievement (%)				Rata-rata Average
		Usli	Usman S	Fuad H	Nagian T	
		Dir.Utama <i>Pres.Dir</i>	Direktur <i>Director</i>	Direktur <i>Director</i>	Direktur <i>Director</i>	
1	Memimpin, mengelola, dan mengendalikan Perseroan sesuai dengan tujuan Perseroan <i>Lead, manage, and control the Company in accordance with the purpose of the Company</i>					
2	Melakukan upaya untuk meningkatkan efisiensi dan efektivitas Perseroan <i>Make effort to increase the efficiency and effectiveness of the Company</i>					
3	Mengendalikan, memelihara dan mengelola aset Perseroan <i>Control, maintain and manage the assets of the Company</i>					
4	Menyusun rencana kerja tahunan yang memuat anggaran tahunan Perseroan dan menyampaikan rencana tersebut kepada Dewan Komisaris untuk mendapatkan persetujuan sebelum awal tahun buku berikutnya <i>Draw up an annual work plan containing the annual budget of the Company and submit the plan to the Board of Commissioners to obtain approval before the beginning of the following fiscal year</i>					
5	Melakukan tugas dan tanggung jawabnya sesuai dengan ketentuan-ketentuan Anggaran Dasar dan keputusan Rapat Umum Pemegang Saham <i>Perform his/her duties and responsibilities pursuant to the provisions of the Articles of Association and the resolutions of the General Meeting of Shareholders</i>					
6	Mematuhi Anggaran Dasar serta hukum dan peraturan perundang-undangan yang berlaku dan wajib melaksanakan tugasnya sesuai dengan prinsip-prinsip profesionalisme, efisiensi, transparansi, independensi, akuntabilitas, pertanggungjawaban dan kewajaran, antara lain melaksanakan Rapat Direksi sesuai dengan ketentuan yang berlaku <i>Comply with the Articles of Association and the prevailing laws and regulations, and be obliged to perform duties based on principles of professionalism, efficiency, transparency, independency, accountability, responsibility and fairness ie. to convey the meeting of the Board of Directors in accordance with the applicable regulations</i>					
Grand Total						

Catatan/ Note:

Kurang Baik/ Poor (0 – 30%)

Baik/ Good (31 – 70%)

Sangat Baik/ Excellent (71 – 100%)

Lampiran-2a

FORM PENILAIAN KOLEGIAL DIREKSI/COLLEGIAL ASSESSMENT OF BOARD OF DIRECTORS

Periode/Period :



No.	Aspek Penilaian Kolegial/ <i>Collegial Assessment Aspects</i>	Pencapaian/Achievement (%)				Rata-rata Average
		Usli	Usman S	Fuad H	Nagian T	
		Dir.Utama <i>Pres.Dir</i>	Direktur <i>Director</i>	Direktur <i>Director</i>	Direktur <i>Director</i>	
1	Efektivitas Peran Direksi <i>Effectiveness of the Board of Directors' Role</i>					
2	Efektivitas Pelaksanaan Strategi dan Pengelolaan Perusahaan <i>Effectiveness of the Strategy and Management Implementation of the Company</i>					
3	Komposisi Direksi <i>Composition of the Board of Directors</i>					
4	Efektivitas Rapat, Etika Kerja dan Dinamika Dewan Komisaris <i>Board of Directors' Meeting effectiveness, Conduct and Dynamic</i>					
5	Penerapan Tata Kelola Perusahaan yang Baik dan Prinsip Keberlanjutan <i>Implementation of Good Corporate Governance and Sustainability Principles</i>					
6	Efektivitas Penerapan Manajemen Risiko dan Pengendalian Intern <i>Effectiveness of Risk Management and Internal Control implementation</i>					
Grand Total						

Catatan/ Note:

Kurang Baik/ Poor (0 – 30%)

Baik/ Good (31 – 70%)

Sangat Baik/ Excellent (71 – 100%)

Lampiran-3

FORM PENILAIAN INDIVIDUAL PRESIDEN DIREKTUR/INDIVIDUAL ASSESSMENT OF PRESIDENT DIRECTORS

Periode/Period :



No.	Aspek Penilaian Individu Presiden Direktur/ Individual President Director Assessment Aspects	Pencapaian/Achievement (%)						Rata-rata Average
		Mily	Lily	Harry K	Usman S	Fuad H	Nagian T	
		Kom.Utama Pres.Com	Komisaris Commissioner	Kom.Ind Ind.Com	Direktur Director	Direktur Director	Direktur Director	
1	Memimpin, mengelola, dan mengendalikan Perseroan sesuai dengan tujuan Perseroan <i>Lead, manage, and control the Company in accordance with the purpose of the Company</i>							
2	Melakukan upaya untuk meningkatkan efisiensi dan efektivitas Perseroan <i>Make effort to increase the efficiency and effectiveness of the Company</i>							
3	Mengendalikan, memelihara dan mengelola aset Perseroan <i>Control, maintain and manage the assets of the Company</i>							
4	Menyusun rencana kerja tahunan yang memuat anggaran tahunan Perseroan dan menyampaikan rencana tersebut kepada Dewan Komisaris untuk mendapatkan persetujuan sebelum awal tahun buku berikutnya <i>Draw up an annual work plan containing the annual budget of the Company and submit the plan to the Board of Commissioners to obtain approval before the beginning of the following fiscal year</i>							
5	Melakukan tugas dan tanggung jawabnya sesuai dengan ketentuan-ketentuan Anggaran Dasar dan keputusan Rapat Umum Pemegang Saham <i>Perform his/her duties and responsibilities pursuant to the provisions of the Articles of Association and the resolutions of the General Meeting of Shareholders</i>							
6	Mematuhi Anggaran Dasar serta hukum dan peraturan perundang-undangan yang berlaku dan wajib melaksanakan tugasnya sesuai dengan prinsip-prinsip profesionalisme, efisiensi, transparansi, independensi, akuntabilitas, pertanggungjawaban dan kewajaran, antara lain melaksanakan Rapat Direksi sesuai dengan ketentuan yang berlaku <i>Comply with the Articles of Association and the prevailing laws and regulations, and be obliged to perform duties based on principles of professionalism, efficiency, transparency, independency, accountability, responsibility and fairness ie. to convey the meeting of the Board of Directors in accordance with the applicable regulations</i>							
	Grand Total							

Catatan/ Note:

Kurang Baik/ Poor (0 – 30%)

Baik/ Good (31 – 70%)

Sangat Baik/ Excellent (71 – 100%)