

## Prosedur dan Kriteria Penilaian

Penilaian kinerja dilakukan oleh Dewan Komisaris berdasarkan realisasi dan penyelesaian program kerja yang telah tersusun dalam rencana kerja dan anggaran tahunan dari masing-masing Komite, termasuk di dalamnya kompetensi dan tingkat kehadiran dalam rapat. Penilaian juga dilakukan atas saran, rekomendasi, dan masukan yang diberikan oleh:

- Komite Audit terkait penyempurnaan *soft structure* pendukung pelaksanaan audit, pelaksanaan dan peningkatan efektivitas audit dan sistem.
- Komite Nominasi & Remunerasi terkait penyempurnaan berbagai kebijakan dan aturan pendukung pelaksanaan Nominasi & Remunerasi Perseroan.
- Komite Manajemen Risiko terkait penyempurnaan sistem manajemen risiko.

## Pihak yang Melakukan Penilaian Kinerja Komite

Pihak yang melakukan penilaian terhadap kinerja komite-komite tersebut adalah Dewan Komisaris Perseroan. Hasil penilaian tersebut menjadi bahan pertimbangan Dewan Komisaris Perseroan untuk mengangkat kembali dan/atau memberhentikan setiap anggota Komite untuk periode jabatan berikutnya.

## DIREKSI

Direksi merupakan organ Perseroan yang memiliki peran, tanggung jawab penuh, serta kewenangan yang ditetapkan dalam Board Manual untuk kepengurusan dan mewakili Perseroan. Dalam pelaksanaan tugas dan tanggung jawabnya, Direksi menyusun strategi bisnis, rencana jangka panjang dan pendek, dan rencana kerja dan anggaran tahunan Perseroan.

### KOMPOSISI DIREKSI

Pada Juli 2020, Perseroan melakukan perubahan susunan Direksi berdasarkan keputusan Menteri BUMN Nomor : SK-247/MBU/07/2020 tanggal 20 Juli 2020 tentang pemberhentian, perubahan nomenklatur, Jabatan, pengalihan tugas dan pengangkatan anggota-anggota direksi perusahaan perseroan (Persero) terdapat perubahan Susunan Direksi PT Sarinah (Persero) yang baru adalah sebagai berikut :

## Assessment Procedures and Criteria

*Performance appraisal is carried out by the Board of Commissioners based on the realization and completion of work programs that have been arranged in the work plans and annual budgets of each Committee, including competence and level of attendance at meetings. Assessment is also carried out on suggestions, recommendations, and inputs given by:*

- Audit Committee related to improvement of soft structure supporting audit implementation, implementation and improvement of audit effectiveness and system.
- The Nomination & Remuneration Committee related to the improvement of various policies and regulations supporting the implementation of the Company's Nomination & Remuneration.
- Risk Management Committee related to improvement of risk management system.

### The Party Conducting the Committee Performance Appraisal

*The party that evaluates the performance of these committees is the Company's Board of Commissioners. The results of the assessment are taken into consideration by the Board of Commissioners of the Company to reappoint and/or dismiss each member of the Committee for the next term of office.*

## BOARD OF DIRECTORS

*The Board of Directors is an organ of the Company that has the role, full responsibility, and authority set out in the Board Manual for management and representing the Company. In carrying out its duties and responsibilities, the Board of Directors prepares a business strategy, long and short term plans, and the Company's annual work plan and budget.*

### BOARD OF DIRECTORS COMPOSITION

*In July 2020, the Company made changes to the composition of the Board of Directors based on the Decree of the Minister of SOE Number: SK-247/MBU/07/2020 dated July 20, 2020 regarding dismissal, changes in nomenclature, position, assignment of duties and appointment of members of the board of directors of the company (Persero). The new composition of the Board of Directors of PT Sarinah (Persero) is as follows:*