

URAIAN DEWAN KOMISARIS

DESCRIPTION OF THE BOARD OF COMMISSIONERS

Dewan Komisaris merupakan organ Perseroan yang bertanggung jawab secara kolektif untuk melakukan pengawasan dan memberikan nasihat kepada Direksi serta memastikan bahwa Angkasa Pura II melaksanakan GCG pada seluruh tingkatan atau jenjang organisasi.

The Board of Commissioners is the Company organ that is collectively responsible for supervising and providing advice to the Board of Directors and ensuring that Angkasa Pura II carries out GCG at all levels of the organization.

Anggota Dewan Komisaris diangkat dan diberhentikan oleh RUPS serta memenuhi persyaratan umum dan khusus yang ditetapkan dalam Anggaran Dasar Perseroan, *Board Manual* dan ketentuan lain yang berlaku. Dewan Komisaris tidak turut serta dalam pengambilan keputusan terkait operasional perusahaan namun tetap tegas dalam fungsi pengawasan Dewan Komisaris.

Members of the Board of Commissioners are appointed and dismissed by the GMS and meet the general and specific requirements set out in the Company's Articles of Association, Board Manual and other applicable provisions. The Board of Commissioners does not participate in decision making related to company operations, but remains firm in the supervisory function of the Board of Commissioners.

Dalam melaksanakan tugasnya, Dewan Komisaris dibantu komite-komite sebagai organ pendukung Dewan Komisaris yaitu:

In carrying out its duties, the Board of Commissioners is assisted by committees as the supporting organs of the Board of Commissioners, namely:

1. Komite Audit yang dalam melaksanakan tugas dan tanggung jawab serta kewenangannya dilakukan sesuai dengan Piagam Komite Audit.
2. Komite Manajemen Risiko dan SDM yang berfungsi membantu Dewan Komisaris memberikan masukan serta melakukan evaluasi sistem pengelolaan risiko, pengawasan internal dan menyediakan informasi kepada Dewan Komisaris mengenai masalah-masalah terkait untuk mengantisipasi risiko yang mungkin akan terjadi serta di SDM.

1. *The Audit Committee in carrying out its duties and responsibilities as well as authorities is carried out in accordance with the Audit Committee Charter.*
2. *The Risk Management and HR Committee which functions to assist the Board of Commissioners in providing input and evaluating the risk management system, internal controls and providing information to the Board of Commissioners regarding issues related to anticipate risks that may occur as well as in HR.*

KOMPOSISI DEWAN KOMISARIS

BOARD OF COMMISSIONERS COMPOSITION

Dewan Komisaris beranggotakan 6 (enam) orang. Dewan Komisaris diketuai oleh seorang Komisaris Utama. Dewan Komisaris telah melakukan pembagian tugas pengawasan yang diputuskan secara internal oleh Dewan Komisaris.

The Board of Commissioners has 5 (five) members. The Board of Commissioners is chaired by a President Commissioner. The Board of Commissioners has carried out the division of supervisory duties which were decided internally by the Board of Commissioners.

Adapun Komposisi Dewan Komisaris Angkasa Pura II per 31 Desember 2020 adalah sebagai berikut:

The composition of the Board of Commissioners of Angkasa Pura II as of December 31, 2020 is as follows:

Nama Name	Jabatan Position	Dasar Pengangkatan Basis of Appointment	Masa Jabatan Length of Service	Periode Jabatan Period of Office
Agus Santoso	Komisaris Utama President Commissioner	Surat Keputusan Menteri BUMN Nomor SK 127/MBU/04/2020 tanggal 27 April 2020. Minister of SOEs Decree No: SK-127/MBU/04/2020 dated April 27, 2020	2020 – 2025	Kesatu First
Mochtar Husein	Wakil Komisaris Utama Vice President Commissioner	Surat Keputusan Menteri BUMN nomor SK - 127/MBU/04/2020. Minister of SOEs Decree No: SK-127/MBU/04/2020	2020 – 2025	Kesatu First
Tubagus Fiki Chikara Satari	Komisaris Commissioner	Surat Keputusan Menteri BUMN nomor SK - 127/MBU/04/2020. Minister of SOEs Decree No: SK-127/MBU/04/2020	2020 – 2025	Kesatu First

Nama Name	Jabatan Position	Dasar Pengangkatan Basis of Appointment	Masa Jabatan Length of Service	Periode Jabatan Period of Office
Andus Winarno	Komisaris Commissioner	Surat Keputusan Menteri BUMN nomor SK-37/MBU/02/2019. Minister of SOEs Decree No: SK-37/MBU/02/2019	2020 – 2025	Kesatu First
Abdul Muis	Komisaris Commissioner	Surat Keputusan Menteri BUMN Nomor SK-127/MBU/04/2020 tanggal 27 April 2020. Minister of SOEs Decree No: SK-127/MBU/04/2020 dated April 27, 2020	2020 – 2025	Kesatu First
Dodi Iskandar	Komisaris Commissioner	Surat Keputusan Menteri BUMN nomor SK-48/MBU/02/2019 tanggal 11 Februari 2019. Minister of SOEs Decree No: SK-127/MBU/02/2019 dated February 11, 2019	2020 – 2025	Kesatu First

TUGAS DAN LINGKUP TANGGUNG JAWAB DEWAN KOMISARIS

Dewan Komisaris merupakan organ Perseroan yang secara kolektif bertugas melakukan pengawasan secara umum dan atau khusus sesuai dengan Anggaran Dasar serta memberikan nasihat kepada Direksi. Dewan Komisaris tidak turut serta dalam mengambil keputusan operasional. Kedudukan masing-masing anggota Dewan Komisaris termasuk Komisaris Utama adalah setara. Tugas Komisaris Utama sebagai *primus inter pares* adalah mengkoordinasikan kegiatan Dewan Komisaris.

Dewan Komisaris diangkat dan diberhentikan oleh RUPS. Dalam melaksanakan tugas, Dewan Komisaris bertanggung jawab kepada RUPS. Pertanggungjawaban Dewan Komisaris kepada RUPS merupakan perwujudan akuntabilitas pengawasan atas pengelolaan perusahaan dalam rangka pelaksanaan prinsip-prinsip GCG.

Tugas dan Tanggungjawab Dewan Komisaris meliputi:

1. Tugas Dewan Komisaris

Dalam menjalankan fungsinya, Dewan Komisaris bertugas:

- a. Melakukan pengawasan terhadap kebijaksanaan pengurusan Perusahaan yang dilakukan Direksi serta memberi nasehat kepada Direksi termasuk pengawasan terhadap pelaksanaan Rencana Jangka Panjang Perusahaan, Rencana Kerja dan Anggaran Perusahaan, ketentuan Anggaran Dasar dan keputusan RUPS serta peraturan perundang-undangan yang berlaku.

BOARD OF COMMISSIONERS DUTIES AND RESPONSIBILITIES

The Board of Commissioners is a Company organ that is collectively tasked to conduct general and/or specific supervision in accordance with the Articles of Association and provide advice to the Board of Directors. The Board of Commissioners does not participate in making operational decisions. The position of each member of the Board of Commissioners including the President Commissioner is equal. The duty of the President Commissioner as primus inter pares is to coordinate the activities of the Board of Commissioners.

The Board of Commissioners is appointed and dismissed by the GMS. In carrying out its duties, the Board of Commissioners is responsible to the GMS. The responsibility of the Board of Commissioners to the GMS is a manifestation of the accountability of supervision of the Company's management in the context of implementing GCG principles.

Duties and Responsibilities of the Board of Commissioners include:

1. Board of Commissioners Duties

In carrying out its function, the Board of Commissioners is tasked to:

- a. *Supervise the Company's management policies conducted by the Board of Directors and provide advice to the Board of Directors including supervision towards the implementation of the Company's Long-Term Plan, Work Plan and Budget, the provisions of the Articles of Association and GMS resolutions as well as applicable statutory regulations.*

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| <ul style="list-style-type: none"> b. Membuat program kerja pengawasan dan pemberian nasihat, serta mengevaluasi atas kebijakan perusahaan dalam rangka pengurusan perusahaan, termasuk: sistem pengendalian internal, manajemen risiko, sistem teknologi informasi, pengelolaan SDM, kebijakan akuntansi, kebijakan pengadaan barang/jasa, kebijakan mutu pelayanan. c. Mematuhi Anggaran Dasar Perusahaan, keputusan RUPS dan peraturan perundang-undangan yang berlaku serta prinsip-prinsip profesionalisme, efisiensi, transparansi, kemandirian, akuntabilitas, pertanggungjawaban serta kewajaran. d. Melakukan pembagian tugas di antara Anggota Dewan Komisaris terkait dengan pelaksanaan fungsi pengawasan. e. Mengawasi investasi yang dilakukan oleh Perusahaan. f. Mengawasi dan mengevaluasi arah pengelolaan Anak Perusahaan oleh Direksi. g. Menindaklanjuti saran, permasalahan atau keluhan yang disampaikan langsung kepada Dewan Komisaris. h. Melakukan pengawasan dan pengukuran atas kepatuhan Direksi terhadap peraturan perundang undangan dan perjanjian dengan pihak ketiga. i. Melakukan penilaian terhadap kinerja Direksi baik secara kolegal maupun secara individual berdasarkan target kinerja yang tertuang dalam kontrak manajemen. j. Meneliti dan menelaah Laporan Tahunan yang disiapkan Direksi serta menandatangani laporan tersebut. k. Memantau efektivitas penerapan GCG di Perusahaan termasuk memastikan ditaatinya kebijakan etika berusaha. l. Memberikan pendapat dan saran kepada RUPS dalam hal pengangkatan dan pemberhentian Direksi. m. Memberikan pendapat dan saran kepada RUPS mengenai setiap persoalan lainnya yang dianggap penting bagi pengelolaan Perusahaan. n. Mengusulkan penetapan Auditor Eksternal kepada RUPS berdasarkan usulan dari Komite Audit termasuk menyampaikan kepada RUPS mengenai alasan pencalonan tersebut dan besarnya honorarium/imbal jasa yang diusulkan untuk Auditor Eksternal tersebut. o. Memantau kinerja Satuan Pengawas Internal. p. Memastikan Direksi agar menetapkan sistem pengendalian internal yang efektif untuk mengamankan aset Perusahaan. | <ul style="list-style-type: none"> b. <i>Create a work program of supervisory and advisory as well as evaluate the policies for managing the Company, including: internal control systems, risk management, information technology systems, human capital management, accounting policies, procurement of goods/services policies, service quality policies.</i> c. <i>Comply with the Company's Articles of Association, GMS resolutions and applicable statutory regulations as well as the principles of professionalism, efficiency, transparency, independence, accountability, responsibility and fairness.</i> d. <i>Carry out division of duties among the Board of Commissioners members related to the implementation of the supervisory function.</i> e. <i>Supervise investments made by the Company.</i> f. <i>Supervise and evaluate the direction of Subsidiaries management by the Directors.</i> g. <i>Follow up on suggestions, issues or complaints submitted directly to the Board of Commissioners.</i> h. <i>Monitor and measure the compliance of the Board of Directors with the statutory regulations and agreements with third parties.</i> i. <i>Assess the performance of the Board of Directors both collegially and individually based on performance targets set out in the management contracts.</i> j. <i>Research and review the Annual Report prepared by the Board of Directors and sign the report.</i> k. <i>Monitor the effectiveness of the implementation of GCG in the Company and to ensure the compliance with business ethics policies.</i> l. <i>Provide opinions and suggestions to the GMS regarding the appointment and dismissal of the Board of Directors.</i> m. <i>Provide opinions and suggestions to the GMS regarding any other issues deemed important for the management of the Company.</i> n. <i>Propose the appointment of an External Auditor to the GMS based on a proposal from the Audit Committee including the reasons for the nomination and the amount of the proposed honorarium/fees for the External Auditor.</i> o. <i>Monitor the performance of the Internal Audit Unit.</i> p. <i>Ensure that the Board of Directors establishes an effective internal control system to safeguard the Company's assets.</i> |
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- q. Memastikan Direksi mengungkapkan informasi penting Perusahaan dalam Laporan Tahunan (termasuk Laporan Keuangan) kepada pihak lain sesuai peraturan perundang-undangan yang berlaku secara tepat waktu, akurat, jelas dan obyektif.
- r. Menjaga kerahasiaan informasi yang diperoleh sewaktu menjabat sebagai Anggota Komisaris sesuai dengan peraturan perundang-undangan yang berlaku.
2. Tanggung jawab Dewan Komisaris
- a. Dalam menjalankan fungsinya, Dewan Komisaris bertanggungjawab:
1. Melakukan pengawasan dan memberikan nasihat kepada Direksi dalam melaksanakan pengurusan Perusahaan dengan itikad baik, kehati-hatian dan bertanggung jawab.
 2. Memberikan pendapat dan saran kepada Direksi dan segenap jajarannya berkaitan dengan pengurusan Perusahaan.
 3. Memberikan pendapat dan saran kepada Direksi berkaitan dengan penyusunan Visi dan Misi serta rencana-rencana strategis Perusahaan lainnya seperti yang diatur dalam Anggaran Dasar.
 4. Melakukan penelitian dan penelaahan atas laporan-laporan Direksi.
 5. Melakukan penilaian terhadap kinerja Direksi.
 6. Meneliti dan menelaah laporan-laporan dari komite-komite yang ada di bawah Dewan Komisaris.
 7. Mengikuti perkembangan kegiatan Perusahaan baik dari informasi-informasi internal yang disediakan oleh Perusahaan maupun dari informasi-informasi eksternal yang berasal dari media maupun dari sumber-sumber lainnya.
 8. Melakukan usaha-usaha untuk memastikan bahwa Direksi dan jajarannya telah mematuhi ketentuan perundang-undangan, Anggaran Dasar Perusahaan, serta peraturan-peraturan lainnya dalam mengelola Perusahaan.
- b. Setiap anggota Dewan Komisaris ikut bertanggungjawab secara pribadi dan secara tanggung renteng apabila Dewan Komisaris bersalah atau lalai menjalankan tugasnya sehingga menyebabkan kerugian Perusahaan.
- q. *Ensure that the Board of Directors discloses significant information of the Company in the Annual Report (including Financial Statements) to other parties in accordance with applicable statutory regulations in a timely, accurate, clear and objective manner.*
- r. *Maintain the confidentiality of information obtained while serving as a member of the Board of Commissioners in accordance with applicable statutory regulations.*
2. *Board of Commissioners Responsibilities*
- a. *In carrying out its function, the Board of Commissioners is responsible to:*
1. *Supervise and provide advice to the Board of Directors in carrying out the management of the Company in good intention, prudence and responsibility.*
 2. *Provide opinions and suggestions to the Board of Directors and all of its ranks related to the management of the Company.*
 3. *Provide opinions and suggestions to the Board of Directors relating to the preparation of the Vision and Mission and other strategic plans of the Company as stipulated in the Articles of Association.*
 4. *Conduct research and review of the Board of Directors reports.*
 5. *Assess the performance of the Board of Directors.*
 6. *Research and examine reports from committees under the Board of Commissioners.*
 7. *Follow the development of the Company's activities both from internal information provided by the Company and from external information coming from the media or from other sources.*
 8. *Make efforts to ensure that the Board of Directors and its ranks have complied with statutory provisions, the Company's Articles of Association, and other regulations in managing the Company.*
- b. *Each member of the Board of Commissioners is personally and jointly liable if the Board of Commissioners is guilty or negligent in carrying out its duties, causing loss to the Company.*

- c. Anggota Dewan Komisaris tidak dapat dipertanggungjawabkan atas kerugian Perusahaan sebagaimana dimaksud pada huruf (b) di atas apabila dapat membuktikan:
1. Telah melakukan pengawasan dengan itikad baik dan kehati-hatian untuk kepentingan Perusahaan dan sesuai dengan maksud dan tujuan Perusahaan;
 2. Tidak mempunyai kepentingan pribadi baik langsung maupun tidak langsung atas tindakan pengurusan Direksi yang mengakibatkan kerugian;
 3. Telah memberikan nasihat kepada Direksi untuk mencegah timbul atau berlanjutnya kerugian tersebut.

- c. *Members of the Board of Commissioners cannot be held responsible for the Company's losses as referred to in letter (b) above if they can prove:*
1. *has conducted supervision in good intention and prudence for the interests of the Company and in accordance with the aims and objectives of the Company;*
 2. *Does not have personal interests either directly or indirectly over the management actions of the Board of Directors which results in losses;*
 3. *Has given advice to the Board of Directors to prevent losses from arising or continuing.*

PEMBIDANGAN TUGAS DEWAN KOMISARIS

Dalam melakukan tindakan pengawasan terhadap jalannya perusahaan, Dewan Komisaris telah melakukan pembagian tugas, sebagaimana terlihat dalam tabel berikut:

DIVISION OF DUTIES OF THE BOARD OF COMMISSIONERS

In carrying out its supervisory actions on the Company's operations, the Board of Commissioners has carried out the division of duties, as shown in the following table:

Nama Name	Jabatan Positions	Bidang Tugas Field of Duties
Agus Santoso	Komisaris Utama <i>President Commissioner</i>	Mengkoordinir semua pelaksanaan tugas dan kegiatan pengawasan Dewan Komisaris serta memberikan arahan kepada Direksi terhadap pengurusan usaha Perusahaan pada bidang <i>engineering, maintenance, construction</i> , dan legal. <i>Coordinates all the implementation of duties and supervisory activities of the Board of Commissioners and provides direction to the Board of Directors regarding the management of the Company's business in the engineering, maintenance, construction, and legal fields.</i>
Mochtar Husein	Wakil Komisaris Utama <i>Vice President Commissioner</i>	Membantu pelaksanaan tugas Komisaris Utama dan melaksanakan tugas pengawasan serta pemberian arahan kepada Direksi terhadap pengurusan usaha Perusahaan pada bidang <i>audit, financial, logistic, aset, parenting and subsidiary, community development</i> dan <i>procurement</i> . <i>Assist in the implementation of the duties of the President Commissioner and carry out supervisory duties and provide direction to the Board of Directors regarding the management of the Company's business in the fields of audit, financial, logistics, assets, parenting and subsidiary, community development and procurement.</i>
Tubagus Fiki Chikara Satari	Komisaris <i>Commissioner</i>	Melaksanakan tugas pengawasan dan pemberian arahan kepada Direksi terhadap pengurusan usaha Perusahaan pada bidang <i>safety, risk, operation</i> dan <i>service</i> . <i>Carry out supervisory duties and provide direction to the Board of Directors regarding the management of the Company's business in the areas of safety, risk, operation and service.</i>
Andus Winarno	Komisaris <i>Commissioner</i>	Melaksanakan tugas pengawasan dan pemberian arahan kepada Direksi terhadap pengurusan usaha Perusahaan pada bidang <i>human capital, talent management</i> dan <i>learning and human development</i> . <i>Carry out supervisory duties and provide direction to the Board of Directors regarding the management of the Company's business in the fields of human capital, talent management and learning and human development.</i>
Abdul Muis	Komisaris <i>Commissioner</i>	Melaksanakan tugas pengawasan dan pemberian arahan kepada Direksi terhadap pengurusan usaha Perusahaan pada bidang <i>planning and development, transformation, adjacent business</i> dan <i>information system</i> . <i>Carry out supervisory duties and provide direction to the Board of Directors regarding the management of the Company's business in the fields of planning and development, transformation, adjacent business and information system.</i>

Nama Name	Jabatan Positions	Bidang Tugas Field of Duties
Dodi Iskandar	Komisaris Commissioner	Melaksanakan tugas pengawasan dan pemberian arahan kepada Direksi terhadap pengurusan usaha Perusahaan pada bidang <i>communication</i> dan <i>commercial</i> . <i>Carry out supervisory duties and provide direction to the Board of Directors regarding the management of the Company's business in the communication and commercial fields.</i>

BOARD CHARTER DEWAN KOMISARIS

Dewan Komisaris berpedoman pada Pedoman Kerja Dewan Komisaris dan Direksi (*Board Manual*). *Board Manual* berisi tentang petunjuk tata laksana kerja Dewan Komisaris dan Direksi serta menjelaskan tahapan aktivitas secara terstruktur, sistematis, mudah dipahami dan dapat dijalankan dengan konsisten, dapat menjadi acuan bagi Dewan Komisaris dan Direksi dalam melaksanakan tugas masing-masing untuk mencapai Visi dan Misi Perusahaan, sehingga diharapkan akan tercapai standar kerja yang tinggi selaras dengan prinsip-prinsip GCG.

Board Manual disusun berdasarkan prinsip-prinsip hukum korporasi, ketentuan Anggaran Dasar, peraturan dan ketentuan perundang-undangan yang berlaku, arahan Pemegang Saham serta praktik-praktik terbaik (*best practices*) *Good Corporate Governance*.

Isi dari *Board Manual* adalah:

Pedoman dan tata kerja Dewan Komisaris dalam melaksanakan tugas dan tanggung jawabnya dalam melakukan pengawasan terhadap jalannya perusahaan, serta memberikan nasihat kepada Direksi untuk kepentingan Perusahaan sesuai dengan maksud dan tujuan Perusahaan.

KRITERIA DEWAN KOMISARIS

Anggota Dewan Komisaris telah memenuhi kriteria pemilihan berikut:

1. Memiliki kemampuan dan integritas sehingga pelaksanaan fungsi pengawasan dan pemberian nasihat untuk kepentingan perusahaan dapat dilaksanakan dengan baik;
2. Memahami dan mematuhi anggaran dasar perusahaan dan peraturan perundang-undangan yang berkaitan dengan tugasnya;
3. Memahami dan melaksanakan GCG;
4. Memiliki keahlian dan pengalaman di bidang yang akan menjadi tanggung jawabnya;

BOARD CHARTER OF THE BOARD OF COMMISSIONERS

The Board of Commissioners is guided by the Board Manual of the Board of Commissioners and Board of Directors. The Board Manual contains guidelines for the work procedures of the Board of Commissioners and Board of Directors and explains the stages of activities in a structured, systematic, easily understood and consistent manner, which can be a reference for the Board of Commissioners and Board of Directors in carrying out their respective duties to achieve the Company's Vision and Mission, so that high work standards are expected to be achieved in line with GCG principles.

The Board Manual is prepared based on the principles of corporate law, the provisions of the Articles of Association, applicable statutory regulations, the direction of the Shareholders and the best practices of Good Corporate Governance.

Contents of the Board Manual are:

Guidelines and work procedures for the Board of Commissioners in carrying out their duties and responsibilities in supervising the running of the Company, as well as providing advice to the Board of Directors for the interests of the Company in accordance with the aims and objectives of the Company.

BOARD OF COMMISSIONERS CRITERIA

Members of the Board of Commissioners have fulfilled the following selection criteria:

1. *Have the ability and integrity so that the implementation of the supervisory function and providing advice for the benefit of the Company can be carried out properly;*
2. *Understand and comply with the Articles of Association of the Company and the statutory regulations relating to its duties;*
3. *Understand and implement GCG;*
4. *Have the expertise and experience in the field that will be his responsibility;*

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| <ol style="list-style-type: none"> 5. Memiliki jiwa kepemimpinan yang baik; 6. Memiliki reputasi yang baik dalam menjalankan tugas-tugas sebelumnya; 7. Memiliki akhlak dan moral yang baik; 8. Mampu melaksanakan tindakan acto; 9. Tidak pernah dinyatakan pailit atau yang dinyatakan bersalah yang menyebabkan suatu perusahaan dinyatakan pailit dalam waktu 5 (lima) tahun sebelum pemilihan; 10. Tidak pernah dihukum karena melakukan tindak pidana dalam waktu 5 (lima) tahun sebelum pemilihan. | <ol style="list-style-type: none"> 5. <i>Have a good leadership spirit;</i> 6. <i>Have a good reputation in carrying out previous duties;</i> 7. <i>Have a good character and morals;</i> 8. <i>Able to carry out law actions;</i> 9. <i>Never been declared bankrupt or convicted for causing a company to be declared bankrupt within 5 (five) years prior to the election;</i> 10. <i>Never been convicted of committing a criminal act within 5 (five) years before the election.</i> |
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PROGRAM PENGENALAN DAN PELATIHAN DEWAN KOMISARIS

Sejalan dengan *Board Manual* Perseroan, Anggota Dewan Komisaris yang diangkat untuk pertama kalinya wajib diberikan program pengenalan. Kegiatan ini dilaksanakan dalam rangka memberikan orientasi kepada anggota Dewan Komisaris yang baru diangkat agar dapat memahami latar belakang dan kegiatan usaha Perseroan serta memahami segala aspek yang terkait dengan peran dan tanggung jawab pengawasan, sehingga diharapkan dapat memperlancar tugas Dewan Komisaris secara efektif.

Pada tahun 2020 terdapat perubahan komposisi Dewan Komisaris yakni:

ORIENTATION AND TRAINING PROGRAM OF THE BOARD OF COMMISSIONERS

In line with the Company's Board Manual, Members of the Board of Commissioners who are appointed for the first time must be given an introduction program. This activity is carried out in order to provide orientation to the newly appointed members of the Board of Commissioners in order to understand the background and business activities of the Company as well as to understand all aspects related to the roles and responsibilities of supervision, so that it is hoped that it can streamline the duties of the Board of Commissioners effectively.

In 2020 there will be a change in the composition of the Board of Commissioners, namely:

Nama Name	Terhitung Mulai Tanggal Starting Date	Nomor SK Decree No.
Agus Santoso	27 April 2020 <i>April 27, 2020</i>	Surat Keputusan Menteri BUMN Nomor SK 127/MBU/04/2020 tanggal 27 April 2020. <i>Minister of SOEs Decree No: SK-127/MBU/04/2020 dated April 27, 2020.</i>
Mochtar Husein	27 April 2020 <i>April 27, 2020</i>	Surat Keputusan Menteri BUMN nomor SK - 127/MBU/04/2020. <i>Minister of SOEs Decree No: SK-127/MBU/04/2020.</i>
Tubagus Fiki Chikara Satari	27 April 2020 <i>April 27, 2020</i>	Surat Keputusan Menteri BUMN nomor SK - 127/MBU/04/2020. <i>Minister of SOEs Decree No: SK-127/MBU/04/2020 dated April 27, 2020.</i>
Abdul Muis	27 April 2020 <i>April 27, 2020</i>	Surat Keputusan Menteri BUMN Nomor SK-127/MBU/04/2020 tanggal 27 April 2020. <i>Surat Keputusan Menteri SOE Nomor SK-127/MBU/04/2020 tanggal 27 April 2020.</i>

Atas perubahan komposisi Dewan Komisaris tersebut, Perseroan melaksanakan Program Pengenalan bagi Anggota Dewan Komisaris dengan materi yang disampaikan dalam Program Pengenalan adalah:

Due to the change in the composition of the Board of Commissioners, the Company conducted an Orientation Program for Members of the Board of Commissioners with the material presented in the Orientation Program as follows:

1. Pelaksanaan prinsip-prinsip *Good Corporate Governance*;
2. Gambaran mengenai Perseroan berkaitan dengan tujuan, sifat, dan lingkup kegiatan, kinerja keuangan dan operasi, strategi, rencana usaha jangka Pendek, jangka panjang, posisi kompetitif, risiko, pengendalian internal dan masalah-masalah strategis lainnya;
3. Keterangan berkaitan dengan kewenangan yang didelegasikan, audit internal dan eksternal, sistem dan kebijakan pengendalian internal serta Komite Audit dan Komite Lain yang dibentuk Dewan Komisaris;
4. Keterangan mengenai kewajiban, tugas, tanggung jawab dan hak-hak Dewan Komisaris dan Direksi serta hal-hal yang tidak diperbolehkan;
5. Pemahaman terkait dengan prinsip etika dan norma yang berlaku di lingkungan Perseroan serta masyarakat setempat.

Selama tahun 2020, Anggota Dewan Komisaris telah mengikuti Pelatihan Pengembangan Kompetensi. Informasi mengenai pengembangan kompetensi Dewan Komisaris dapat dilihat pada Bab Profil Perusahaan.

RANGKAP JABATAN DEWAN KOMISARIS

Informasi mengenai rangkap jabatan Dewan Komisaris dapat dilihat pada Bab Profil Perusahaan, pada Bagian Profil Dewan Komisaris.

PELAKSANAAN TUGAS DAN TANGGUNG JAWAB DEWAN KOMISARIS TAHUN 2020

Dalam melakukan mekanisme proses pengawasan dan pemberian arahan serta nasihat kepada Direksi dalam pengelolaan dan pengurusan Perseroan, Dewan Komisaris berpedoman pada peraturan perundang-undangan dan ketentuan internal Perseroan yang berlaku. Proses pengawasan ini adalah untuk memastikan tercapainya target kinerja yang telah ditetapkan sehingga mampu memberikan imbal jasa yang memuaskan bagi Pemegang Saham dan Para Pemangku Kepentingan lainnya.

Pelaksanaan tugas pengawasan Dewan Komisaris selama tahun 2020 meliputi:

1. *Implementation of Good Corporate Governance principles;*
2. *An overview of the Company in relation to the objectives, nature and scope of activities, financial and operational performance, strategy, short-term, long-term business plans, competitive position, risk, internal control and other strategic issues;*
3. *Information relating to delegated authority, internal and external audits, internal control systems and policies as well as the Audit Committee and Other Committees established by the Board of Commissioners;*
4. *Information regarding the obligations, duties, responsibilities and rights of the Board of Commissioners and Directors as well as matters that are not allowed;*
5. *Understanding of the ethical principles and norms that apply in the Company environment and the local community.*

During 2020, Members of the Board of Commissioners have attended Competency Development Training. Information regarding the competency development of the Board of Commissioners can be seen in the Company Profile Chapter.

CONCURRENT POSITIONS OF THE BOARD OF COMMISSIONERS

Information on concurrent positions of the Board of Commissioners can be seen in Company Profile Chapter, in the Board of Commissioners Profile Section.

IMPLEMENTATION OF DUTIES AND RESPONSIBILITIES OF THE BOARD OF COMMISSIONERS IN 2020

In carrying out the mechanism of the process of supervision and the provision of direction and advice to the Board of Directors in the management of the Company, the Board of Commissioners is guided by the applicable statutory regulations and the internal provisions of the Company. This supervision process is to ensure the achievement of predetermined performance targets so as to be able to provide satisfactory services for Shareholders and other Stakeholders.

The implementation of the Board of Commissioners supervisory duties throughout 2020 includes:

No	Uraian Kegiatan Description of Activities	Sasaran Objectives
1	Pengawasan terhadap pelaksanaan RJPP dan RKAP <i>Supervision of the implementation of RJPP and RKAP</i>	<ul style="list-style-type: none"> Laporan Manajemen Bulanan dan Triwulanan (Capaian RKAP dan RJPP) Tahun 2020 Memberikan tanggapan atas Laporan Manajemen triwulanan Tahun 2020 kepada pemegang saham Pemantauan tentang kebijakan akuntansi dan penyusunan laporan keuangan sesuai dengan Standar Akuntansi yang berlaku umum di Indonesia (SAK) Pemantauan dan pembahasan tindak lanjut keputusan dan arahan pemegang saham serta rekomendasi Dewan Komisaris setiap triwulan tahun 2020 <i>Monthly and Quarterly Management Reports (Achievements of RKAP and RJPP) for 2020</i> <i>Provide feedback on the quarterly Management Report 2020 to shareholders</i> <i>Monitoring of accounting policies and preparation of financial statements in accordance with generally accepted accounting standards in Indonesia (SAK)</i> <i>Monitoring and follow-up discussion of the decision and the direction of shareholders and the Board of Commissioners on a quarterly basis in 2020</i>
2	Pengawasan Terhadap Efektivitas Audit Eksternal Dan Audit Internal Serta Efektifitas Tata Kelola Perusahaan <i>Supervision of the Effectiveness of External and Internal Audits and the Effectiveness of Corporate Governance</i>	<ul style="list-style-type: none"> Melakukan pemantauan/ memberikan tanggapan dan nasihat kepada Direksi tentang pengendalian intern perusahaan dan pelaksanaannya Melakukan pemantauan/ memberikan tanggapan dan nasihat kepada Direksi atas temuan Auditor Internal dan Eksternal Melakukan pemantauan/memberikan tanggapan dan nasihat atas pengaduan yang berkaitan dengan BUMN yang diterima oleh Dewan Komisaris Pemantauan dan pembahasan atas pengelolaan perusahaan sesuai prinsip-prinsip Good Corporate Governance <i>Monitoring/providing feedback and advice to the Board of Directors regarding the company's internal control and its implementation</i> <i>Monitoring/providing feedback and advice to the Board of Directors on the findings of Internal and External Auditors</i> <i>Monitoring/providing feedback and advice on complaints related to SOEs received by the Board of Commissioners</i> <i>Monitoring and discussion of the company's management in accordance with the principles of Good Corporate Governance</i>
3	Pengawasan Terhadap Pengelolaan Risiko Perusahaan <i>Supervision of Company Risk Management</i>	<ul style="list-style-type: none"> Melakukan monitoring /pembahasan dalam rangka pelaksanaan kebijakan manajemen risiko korporat Memberikan tanggapan/nasihat atas risiko-risiko strategis yang dihadapi perusahaan Memberikan tanggapan / nasihat dalam penyempurnaan / penyusunan pedoman manajemen risiko. Melakukan monitoring/pembahasan dalam rangka pemberdayaan/pengembangan karir SDM dan kebijakan nominasi dan remunerasi di perusahaan <i>Conduct monitoring/discussion in the context of implementing corporate risk management policies</i> <i>Provide feedback/advice on strategic risks faced by the company</i> <i>Provide feedback / advice in the improvement / preparation of risk management guidelines.</i> <i>Conduct monitoring/discussion in the context of empowerment/career development of HR and nomination and remuneration policies in the company</i>
4	Pengawasan Program Strategis Perusahaan <i>Company Strategic Program Supervision</i>	Melakukan pemantauan dan pembahasan dengan Direksi dalam rangka monitoring program-program strategis perusahaan <i>Monitoring and discussion with the Board of Directors in the context of monitoring the company's strategic programs</i>

BENTURAN KEPENTINGAN

Dalam upayanya meminimalkan terjadinya benturan kepentingan, setiap anggota Dewan Komisaris wajib membuat Daftar Khusus yang memuat informasi mengenai kepemilikan sahamnya dan/atau keluarganya di Angkasa Pura II maupun di perusahaan lain. Daftar tersebut disimpan dan diadministrasikan oleh Sekretaris Dewan Komisaris.

Hingga 31 Desember 2020, seluruh Anggota Dewan Komisaris tidak memiliki saham di Angkasa Pura II.

CONFLICTS OF INTEREST

In an effort to minimize the occurrence of conflicts of interest, each member of the Board of Commissioners is required to make a Special Register that contains information on the ownership of shares and/or his families in Angkasa Pura II as well as in other companies. The register is kept and administered by the Secretary to the Board of Commissioners.

As of December 31, 2020, all Members of the Board of Commissioners did not own any shares in Angkasa Pura II.

SURAT MENYURAT DEWAN KOMISARIS

Selama tahun 2020, Dewan Komisaris telah mengeluarkan sebanyak 82 surat keluar.

BOARD OF COMMISSIONERS CORRESPONDENCE

During 2020, the Board of Commissioners issued 82 letters.

REALISASI ANGGARAN DEWAN KOMISARIS

Realisasi anggaran untuk kegiatan pengawasan dewan komisaris sampai dengan akhir desember 2020 adalah sebesar Rp.12.127.144.000,- atau terealisasi 100% dibandingkan dengan RKAP yang sebesar Rp.12.127.144.000,-.

REALIZED BUDGET OF THE BOARD OF COMMISSIONERS

The budget realization for the supervisory activities of the board of commissioners until the end of December 2020 was Rp. 12,127,144,000,- or 100% realized compared to the RKAP which was Rp. 12,127,144,000.

Adapun perbandingan RKA dan Realisasi penggunaan anggaran dewan komisaris tahun 2018 - 2020, adalah sebagai berikut :

The comparison of the RKA and the realization of the use of the board of commissioners' budget for 2018 - 2020, are as follows

No	Anggaran Dekom Board of Commissioners Budget	2018	2019	2020
1	RKA	Rp21.282.532.000,-	Rp22.094.309.810,-	Rp12.127.144.000,-
2	Realisasi Realization	Rp20.963.973.695,-	Rp19.618.192.767,-	Rp12.127.144.000,-
3	Persentase percentage	98,5%	88,79%	100%

PENILAIAN KINERJA KOMITE-KOMITE DIBAWAH DEWAN KOMISARIS

Dalam pelaksanaan tugasnya, Dewan Komisaris dibantu oleh 2 (dua) Komite, yakni Komite Audit dan Komite Manajemen Risiko dan SDM. Dewan Komisaris bahwa kedua Komite ini telah melaksanakan tugasnya dengan baik.

PERFORMANCE APPRAISAL OF THE COMMITTEES UNDER THE BOARD OF COMMISSIONERS

In carrying out its duties, the Board of Commissioners is assisted by 2 (two) Committees, namely the Audit Committee and the Risk Management and HR Committee. Board of Commissioners stated that these two Committees have carried out their duties properly.

KOMISARIS INDEPENDEN

Angkasa Pura II memiliki Komisaris Independen. Organ Dewan Komisaris yang memiliki kewenangan dalam ranah pengawasan dan pemberian saran dituntut untuk selalu bersikap independen dan dapat menempatkan tujuan tujuan GCG di atas kepentingan yang ada. Untuk mencegah terjadinya benturan kepentingan (*conflict of interest*) di tubuh Dewan Komisaris maka peraturan perundang-undangan yang berlaku mewajibkan perusahaan untuk menghadirkan Komisaris Independen di dalam susunan organ tersebut.

INDEPENDENT COMMISSIONERS

The Company has Independent Commissioners. Organ of the Board of Commissioners who has the authority in the realm of supervision and providing advice is demanded to always be independent and can put the objectives of GCG above the existing interests. To prevent conflicts of interest in the Board of Commissioners body, the applicable statutory regulations require companies to present an Independent Commissioner in the composition of these organs.

Susunan anggota Dewan Komisaris terdiri dari 6 (enam) orang anggota dengan 2 (dua) anggota sebagai Komisaris Independen. Komposisi Komisaris Independen di Perseroan telah memenuhi ketentuan Peraturan Menteri Negara BUMN Nomor PER-09/MBU/2012 tentang Perubahan atas Peraturan Menteri Negara BUMN Nomor PER -01/MBU/2011 Tentang Penerapan Tata Kelola Perusahaan Yang Baik (*Good Corporate Governance*) pada Badan Usaha Milik Negara. Yang menerangkan bahwa 20% komposisi Dewan Komisaris berasal dari independen.

The composition of the Board of Commissioners consists of 6 (six) members with 2 (two) members as Independent Commissioners. The composition of Independent Commissioners in the Company has complied with the provisions of State Minister of SOEs Regulation No. PER-09/MBU/2012 on the Amendment to the State Minister of SOEs Regulation No. PER-01/MBU/2011 on the Implementation of Good Corporate Governance in State-Owned Enterprises which explains that 20% of the composition of the Board of Commissioners should be independent.

KRITERIA PENENTUAN KOMISARIS INDEPENDEN

Komisaris Independen merupakan anggota Komisaris yang berasal dari luar Perseroan (tidak memiliki hubungan afiliasi dengan perusahaan) yang dipilih secara transparan dan independen, memiliki integritas dan kompetensi yang memadai, bebas dari pengaruh yang berhubungan dengan kepentingan pribadi atau pihak lain, serta dapat bertindak secara objektif dan independen dengan berpedoman pada prinsip-prinsip GCG.

CRITERIA OF THE INDEPENDENT COMMISSIONERS DETERMINATION

Independent Commissioners are members of the Board of Commissioners who come from outside the Company (not affiliated with the company) who are chosen transparently and independently, have adequate integrity and competence, are free from influences related to personal interests or other parties, and can act objectively and independent based on GCG principles.

Keberadaan Komisaris Independen di Perseroan senantiasa menjamin mekanisme pengawasan berjalan secara efektif dan sesuai dengan peraturan perundang-undangan. Perseroan menerapkan kriteria Anggota Komisaris Independen. Kriteria Komisaris Independen di sebagai berikut:

The existence of Independent Commissioners in the Company always ensures that the supervision mechanism runs effectively and in accordance with the statutory regulations. The Company applies the criteria of Independent Commissioners Members. Criteria for Independent Commissioners are as follows:

- Tidak menjabat sebagai Direksi di perusahaan terafiliasi;
- Tidak bekerja pada Pemerintah termasuk di departemen, lembaga, dan kemiliteran dalam kurun waktu tiga tahun terakhir;
- Tidak bekerja di BUMN yang bersangkutan atau afiliasinya dalam kurun waktu tiga tahun terakhir;
- Tidak mempunyai keterkaitan finansial, baik langsung maupun tidak langsung dengan BUMN yang bersangkutan atau perusahaan yang menyediakan jasa dan produk kepada BUMN yang bersangkutan dan afiliasinya;
- Bebas dari kepentingan dan aktivitas bisnis atau hubungan lain yang dapat menghalangi atau mengganggu kemampuan Komisaris Independen yang berasal dari kalangan di luar BUMN yang bersangkutan untuk bertindak atau berpikir secara bebas di lingkup BUMN.

- *Not serving as a Board of Directors in any affiliated companies;*
- *Not working for the Government including in departments, institutions and the military in the past three years;*
- *Not working for the relevant SOEs or its affiliates within the last three years;*
- *Has no financial links, either directly or indirectly with the relevant SOEs or the company providing services and products to the relevant SOEs and its affiliates;*
- *Is free from business interests and activities or other relationships that can hinder or interfere with the ability of Independent Commissioners who come from outside the relevant SOEs to act or think freely within the scope of SOEs.*

Komisaris Independen di PT Angkasa Pura II (Persero) per 31 Desember 2020 adalah Mochtar Husein yang juga merangkap sebagai Wakil Komisaris Utama.

Independent Commissioner of PT Angkasa Pura II (Persero) as of December 31, 2020 was Mochtar Husein who was also the Deputy President Commissioner.

PERNYATAAN INDEPENDENSI KOMISARIS INDEPENDEN

Sejalan dengan penerapan praktik GCG yang baik, Dewan Komisaris telah menyelenggarakan Daftar Khusus, menandatangani Pakta Integritas, dan menyerahkan Laporan Harta Kekayaan Penyelenggara Negara (LHKPN) maupun Laporan Pajak-Pajak Pribadi (LP2P) sebagai bentuk komitmen menghindari transaksi yang mengandung benturan kepentingan.

Masing-masing anggota Komisaris Independen bertindak mandiri dan bebas intervensi dari pihak manapun. Komisaris Independen memiliki independensi dan kemandirian dalam melaksanakan tugas, tanggung jawab, dan wewenangnya dalam melakukan pengawasan terhadap kinerja Angkasa Pura II. Setiap anggota Komisaris Independen dipastikan tidak memiliki hubungan darah ataupun ikatan perkawinan dengan satu sama lain hingga derajat ketiga baik secara vertikal maupun horizontal. Komisaris Independen tidak mempunyai benturan kepentingan secara pribadi terhadap hal-hal yang termaktub dalam RKAP 2016, dan Komisaris Independen berkomitmen tidak akan memanfaatkan Perseroan baik secara langsung maupun tidak langsung untuk kepentingan pribadi.

INDEPENDENCE STATEMENT OF THE INDEPENDENT COMMISSIONER

In line with the implementation of good GCG practices, the Board of Commissioners has held a Special Register, signed an Integrity Pact, and submitted the Report on Assets of States Officials (LHKPN) and Personal Tax Report (LP2P) as a form of commitment to avoid transactions that contain conflicts of interest.

Each member of the Independent Commissioner acts independently and free from intervention from any parties. Independent Commissioners have independence in carrying out their duties, responsibilities and authorities in conducting supervision of the Company's performance. Each member of the Independent Commissioner is ascertained not to have blood relations or marriage bonds with each other to the third degree both vertically and horizontally. The Independent Commissioners do not have any personal conflicts of interest on the matters contained in the 2016 RKAP, and the Independent Commissioners are committed not to take benefits of the Company either directly or indirectly for personal interests.

Surat Pernyataan Independensi Dewan Komisaris Independence Statement Letter of the Board of Commissioners

