

Jl. Jend. A. Yani No. 34 Kelurahan Panjunan, Kecamatan Kota Kudus Kabupaten Kudus, Jawa Tengah, Indonesia, 59317

# WRITTEN DECISION OF THE BOARD OF COMMISSIONERS AS A SUBSTITUTE FOR MEETING OF THE BOARD OF COMMISSIONERS PT GLOBAL DIGITAL NIAGA TBK CONCERNING CHANGES IN THE COMPOSITION OF THE NOMINATION AND REMUNERATION COMMITTEE MEMBERS

005/SK.KOM-GDN/CORSEC/VI/2025

This Written Decision of the Board of Commissioners in lieu of a Board of Commissioners Meeting (hereinafter referred to as the "**Decision**") is made in accordance with the provisions of Article 16 of the Articles of Association of PT Global Digital Niaga Tbk., a limited liability company established based on and subject to the laws and regulations in force in the Republic of Indonesia, domiciled in Kudus, and headquartered at Jl. Jend. A. Yani No.34, Panjunan, Kudus, Central Java (hereinafter referred to as the "**Company**"), by all members of the Company's Board of Commissioners consisting of:

- 1. **Martin Basuki Hartono**, Indonesian citizen, in this case acting in his position as the Company's President Commissioner;
- 2. **Imron Hendrata**, Indonesian citizen, in this case acting in his position as the Company's Vice President Commissioner;
- 3. **Kusmayanto Kadiman**, Indonesian citizen, in this case acting in his position as the Company's Independent Commissioner; and
- 4. **Suryadi Sasmita**, Indonesian citizen, in this case acting in his position as the Company's Independent Commissioner;

(hereinafter together referred to as the "Board of Commissioners").

The Board of Commissioners hereby considers the following:

- 1. That in order to improve the implementation of good corporate governance principles for the Company relating to the transparency of the nomination and remuneration process and to improve the quality, competence and responsibility of the Board of Directors and Board of Commissioners, a Nomination and Remuneration function is required (as defined in Financial Services Authority Regulation No. 34/POJK.04/2014 concerning the Nomination and Remuneration Committee of Issuers or Public Companies (as may be amended from time to time, "POJK No. 34/2014")).
- 2. That as required by the provisions of laws and regulations in force in the capital market sector, including POJK No. 34/2014, the Nomination and Remuneration functions must be carried out by the Board of Commissioners.
- 3. That in carrying out the Nomination and Remuneration function, the Board of Commissioners may form a Nomination and Remuneration Committee which is formed by and is responsible to the Board of Commissioners in assisting in carrying out the functions and duties of the Board of Commissioners related to Nomination and Remuneration for members of the Board of Directors and members of the Board of Commissioners

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#### ("Nomination and Remuneration Committee").

4. That previously the Company had signed a Written Decree of the Board of Commissioners as a substitute for the Board of Commissioners Meeting regarding Changes in the Composition of the Nomination and Remuneration Committee Members dated December 2, 2021. However, due to changes and business dynamics in the digital industry, especially the e-commerce and online travel agent sectors, it is deemed necessary to make changes to the composition of the Company's Nomination and Remuneration Committee members based on POJK No. 34/2014.

Furthermore, by signing this Decision, the Board of Commissioners unanimously **AGREES** and **DECIDES** to take the following decision:

- 1. Changing the Written Decision of the Board of Commissioners as a substitute for the Board of Commissioners Meeting dated December 2, 2021 concerning Changes to the Composition of the Nomination and Remuneration Committee Members with this Decision;
- 2. Changing the composition of the Nomination and Remuneration Committee members with the following details:

#### **Previously:**

Chairman : Raden Pardede

Member : Kusmayanto Kadiman Member : Sandra Kumalasari

#### To:

Chairman : Suryadi Sasmita

Member : Kusmayanto Kadiman

Member : Sandra Kumalasari

- 3. Declare that the decisions taken in this Decision have the same force as decisions taken legally in a Board of Commissioners Meeting in accordance with Article 16 of the Company's Articles of Association and hereby confirm that each member of the Board of Commissioners has no objection to taking decisions in this manner; and
- 4. This decision may be signed separately by each member of the Board of Commissioners, where each document signed separately is an original document and as a whole forms an inseparable whole and is the same document.

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**IN WITNESS WHEREOF**, this Decision is made and approved by the Company's Board of Commissioners on June 19, 2025.

## Board of Commissioners PT Global Digital Niaga Tbk

Signed on June 19, 2025 Signed on June 19, 2025

Name: Martin Basuki Hartono Name: Imron Hendrata

Position: President Commissioner Position: Vice President Commissioner

Signed on June 19, 2025 Signed on June 19, 2025

Name: Kusmayanto Kadiman Name: Suryadi Sasmita

Position: Independent Commissioner Position: Independent Commissioner