

Laporan  
Manajemen

Management  
Report

**Bab 2**

**Chapter 2**

## Laporan Dewan Komisaris

## Report of the Board of Commissioners

**Pemegang Saham dan Pemangku Kepentingan yang Terhormat,**

**Dear Shareholders and Stakeholders,**

Pertama-tama, kami sampaikan puji dan syukur kepada Tuhan Yang Mahakuasa, atas berkat dan rahmat-Nya, PT Intikeramik Alamasri Industri Tbk (Perseroan) berhasil menutup tahun 2020 dengan baik, di tengah berbagai tantangan yang terjadi. Atas nama Dewan Komisaris, perkenankan kami untuk menyampaikan Laporan Pengawasan atas Pengelolaan Perseroan yang telah dilaksanakan oleh Direksi selama tahun buku 2020.

First of all, we convey our praise and gratitude to God Almighty for His blessings and mercy. PT Intikeramik Alamasri Industri Tbk (Corporate) has successfully closed 2020 amidst various challenges that have occurred. On behalf of the Board of Commissioners, please allow us to submit a Supervisory Report on the Management that the Board of Directors has carried out during the 2020 annual report.

### **Kondisi Makroekonomi akibat Pandemi COVID-19**

Sebagaimana kita ketahui bahwa tahun 2020 menghadirkan tantangan besar pada seluruh aspek kehidupan masyarakat dunia. Penyebaran virus corona baru (COVID-19) telah mengubah banyak rencana dan situasi perekonomian dunia, termasuk Indonesia.

### **Macroeconomic Conditions Due to The COVID-19 Pandemic**

As we know, 2020 presents big challenges in all aspects of people's lives. The new coronavirus (COVID-19) spread has changed many plans and the world economic situation, including Indonesia.

Dampak dari pandemi COVID-19 di beberapa negara adalah diberlakukan kebijakan pembatasan kegiatan manusia dan bahkan pemberlakuan *lockdown* di negara masing-masing. Pembatasan kegiatan ini bertujuan untuk menghentikan dan menghambat potensi penyebaran virus agar tidak menyebar secara masif, namun pemberlakuan kebijakan ini mempunyai dampak pada melemahnya kinerja ekonomi.

Pembatasan kegiatan yang dilakukan menghentikan kegiatan ekonomi masyarakat dan menghambat kegiatan produksi dan distribusi barang. Kegiatan ekonomi yang terbatas tidak hanya pada kegiatan di dalam negeri tetapi juga kegiatan ekonomi yang berhubungan dengan luar negeri seperti pariwisata, serta ekspor dan impor. Akibatnya, terjadi penurunan kinerja ekonomi yang diindikasikan dengan perlambatan pertumbuhan ekonomi atau bahkan sampai kontraksi ekonomi.

Pada 2020, Indonesia mengalami resesi karena dampak pandemi COVID-19. Sepanjang tahun tersebut, perekonomian Indonesia menunjukkan perlambatan yang signifikan. Indonesia mengalami kontraksi pertumbuhan ekonomi selama dua kuartal berturut-turut pada tahun 2020. **Pada kuartal kedua pertumbuhan ekonomi Indonesia minus 5,32% sedangkan kuartal ketiga minus 3,49%.**

## Dampak Pandemi COVID-19 terhadap Perseroan

Seperti telah diketahui bahwa selama pembatasan kegiatan masyarakat ini, setiap orang dilarang melakukan kegiatan yang melibatkan banyak orang, berkelompok dan dibatasi kegiatannya dengan tetap menerapkan protokol kesehatan.

Protokol ketat tersebut tentunya memberikan dampak negatif pada lini usaha Perseroan, yang bergerak di bidang usaha manufaktur keramik dan perhotelan. Yang paling terbebani sangat berat adalah perhotelan. Dimana tampak dalam data laju pertumbuhan lapangan usaha penyedia jasa akomodasi dan makan minum (Hotel dan Restoran) minus sebesar 8,88% (yoy)

Sejak Maret 2020, Perseroan telah bertahan dari menurunnya pendapatan akibat ditutupnya sementara beberapa Operasional Anak Usaha demi mempertahankan keberlangsungan usaha.

The impact of the COVID-19 pandemic in several countries is the imposition of policies on limiting human activities and even imposing lockdowns in their respective countries. This limitation of activities aims to stop and inhibit the potential for the spread of the virus so that it does not spread massively. However, the implementation of this policy has an impact on weakening economic performance.

Restrictions on the activities undertaken to stop the community's economic activities and hinder the production and distribution of goods. Economic activities are limited not only to activities within the country but also to economic activities related to foreign countries such as tourism and exports and imports. As a result, there was a decline in economic performance, as indicated by a slowdown in economic growth or even a contraction.

In 2020, Indonesia will experience a recession due to the impact of the COVID-19 pandemic. During the year, the Indonesian economy showed a significant slowdown. Indonesia experienced a contraction in economic growth for two consecutive quarters in 2020. **In the second quarter, Indonesia's economic growth was minus 5.32%, while the third quarter was minus 3.49%.**

## The Impact of the COVID-19 Pandemic on the Corporate

As it is known that during this limitation of community activities, everyone is prohibited from conducting activities that involve many people in groups and are limited in activities by implementing health protocols

This strict protocol certainly has a negative impact on the Corporate line of business, which is engaged in porcelain manufacturing and hospitality. The one who is burdened most heavily is hospitality. Where it can be seen in the data on the growth rate of the business field for providing accommodation and food and drink services (Hotels and Restaurants) minus 8.88% (yoy)

Since March 2020, the Company has survived declining revenues due to the temporary closure of several Subsidiary Operations in order to maintain business continuity.

Keputusan ini dianggap cukup bijak dan terukur sehingga dalam kurun beberapa waktu, Perseroan dapat kembali melakukan operasional dengan melakukan pengetatan dalam pengeluaran.

Sampai akhir tahun 2020, salah satu pengelolaan keuangan yang menjadi bagian dalam Pengawasan dewan Komisaris adalah kemampuan Perseroan memaksimalkan pengelolaan cash flow dalam penyelesaian kewajiban kepada Bank.

Perseroan dianggap mampu mengelola dengan baik dengan memanfaatkan relaksasi yang diberikan Pemerintah sehingga kondisi keuangan Perusahaan tetap terjaga

Kemudian mengenai manufaktur. Sektor ini agak tersendat karena dampak pandemi COVID-19 serta daya beli masyarakat yang menurun. Sehingga rencana melakukan ekspansi pabrik di Tangerang belum dapat dijalankan. Namun, perkembangan sektor manufaktur sangat menggembirakan jika dilihat secara keseluruhan. Kendalanya justru masalah teknis di mana operasional pabrik belum berjalan optimal. Dari segi pemasaran, kita justru menunjukkan peningkatan.

This decision is considered wise and measurable so that within a period of time, the Company can resume operations by tightening spending.

Until the end of 2020, one of the financial management that is part of the Board of Commissioners' supervision is the Company's ability to maximize cash flow management in settling obligations to the Bank.

The Company is considered capable of managing well by taking advantage of the relaxation provided by the Government so that the Company's financial condition is maintained.

In manufacturing sector is choked up due to the impact of the COVID-19 pandemic and declining purchasing power. So that, the plan to expand the factory in Tangerang has not been implemented. However, the development of the manufacturing sector is very encouraging when viewed as a whole. The obstacle is, in fact, a technical problem in which factory operations are not running optimally. From a marketing perspective, we have shown an increase.



Secara keseluruhan, manufaktur relatif baik meskipun mencatatkan kerugian. Dengan kata lain, perkembangan sektor manufaktur masih penuh harapan untuk tahun-tahun mendatang.

## Penilaian Atas Implementasi Strategi Tahun 2020

Pada 2019, Perusahaan mematok target untuk entitas anak PT INKA, yang bergerak di bidang usaha manufaktur keramik, supaya memaksimalkan dua mesin Kiln sehingga dapat produksi penuh pada 2020.

Tetapi, karena situasi yang kurang mendukung, termasuk penutupan pabrik sementara sesuai keputusan pemerintah, lini usaha manufaktur keramik tidak dapat memproduksi dan hanya menjual persediaan yang ada.

Memasuki semester keempat pada 2020, aktivitas pabrik mulai berjalan. Karyawan mulai masuk dan mesin Kiln sudah bisa dioperasikan. Kondisi pabrik mulai agak normal. Mesin bekerja penuh dan produksi mulai pulih.

**Perusahaan mengalami kendala besar di segi pemasaran karena daya beli masyarakat menurun.** Meskipun demikian, Dewan Direksi mengapresiasi kinerja Direksi yang tetap berusaha dengan berbagai upaya untuk mencapai target dalam keadaan sulit.

Pada awalnya, Dewan Komisaris memperkirakan bahwa Perusahaan berisiko mengalami kemungkinan terburuk saat dampak pandemi COVID-19 semakin berat. Namun, Direksi berhasil mempertahankan kinerja operasional perusahaan dan oleh karenanya jajaran Dewan Komisaris sangat mengapresiasi upaya-upaya tersebut.

Dewan Komisaris menilai tantangan utama yang hadir selama tahun 2020 adalah terjadinya penundaan atau pembatalan rencana usaha seiring terjadinya pandemi COVID-19, terutama pada kuartal pertama tahun 2020.

Overall, manufacturing was relatively good despite posting losses. In other words, the development of the manufacturing sector is still hopeful for the coming years.

## Assessment of Strategy Implementation in 2020

In 2019, the Corporate set a target for PT INKA's subsidiary, which is engaged in the porcelain manufacturing business, to maximize two Kiln machines so that they can be fully produced by 2020.

However, due to the unfavorable situation, including the temporary closure of the factory according to the government's decision, the porcelain manufacturing business line was unable to produce and only sold the existing supplies.

In the fourth semester in 2020, factory activities will begin. Employees began to enter, and the Kiln machine was operational. Factory conditions began to be somewhat normal. The machine was fully operational, and production started to recover.

**The Corporate is experiencing major problems in terms of marketing because people's purchasing power has decreased.** Nonetheless, the Board of Directors appreciates the performance that continues to strive with various efforts to achieve targets in difficult circumstances.

Initially, the Board of Commissioners estimated that the Corporate was at risk of experiencing the worst possible situation when the impact of the COVID-19 pandemic became more severe. However, the Board of Directors managed to maintain the Corporate's operational performance, and therefore, the Board of Commissioners highly appreciates these efforts.

The Board of Commissioners assesses that the main challenge that will be present during 2020 is the delay or cancellation of business plans in line with the COVID-19 pandemic, especially in the first quarter of 2020.

Dewan Komisaris telah menyampaikan kepada Direksi dan segenap manajemen terkait upaya efisiensi yang harus dilakukan, serta mengimbau Direksi untuk tetap menjalankan pabrik manufaktur keramik di Tangerang serta menggerakkan lini usaha perhotelan.

Tidak dipungkiri bahwa Dewan Komisaris memang mengharapkan Direksi dapat memberikan keuntungan pada tahun 2020. Tapi semua pihak harus realistis bahwa profit yang diharapkan tidak dapat dicapai di tengah situasi sulit tersebut.

**Dewan Komisaris tetap mengapresiasi kinerja Direksi yang mengelola perusahaan dengan baik tanpa gejolak apapun, seperti gejolak karyawan atau finansial.** Kami berpandangan bahwa dalam kondisi seperti ini, wajar jika Perusahaan belum dapat memenuhi target yang diharapkan.

### **Peran Dewan Komisaris dalam Praktik Tata Kelola Perusahaan yang Baik (GCG)**

Selama tahun 2020, Dewan Komisaris telah melaksanakan fungsi pengawasan dan pemberian nasihat kepada Direksi sesuai fungsi pada struktur dan mekanisme Tata Kelola di Perseroan.

### **Pelaksanaan tugas Dewan Komisaris selama tahun 2020**

Salah satunya dilaksanakan melalui Rapat Dewan Komisaris, baik Rapat Internal maupun Rapat Gabungan dengan Direksi atau mengundang Organ Perseroan lainnya. Dalam rapat tersebut, Dewan Komisaris membahas berbagai agenda terkait pengelolaan Perseroan yang dilaksanakan oleh Manajemen.

Sebagai inisiatif untuk meningkatkan kualitas praktik GCG di tahun mendatang, Dewan Komisaris telah menyampaikan saran untuk memperkuat mekanisme pengawasan di Perseroan, baik secara internal maupun eksternal. Dewan Komisaris berharap langkah tersebut dapat tercapai dengan fungsi

The Board of Commissioners has conveyed to the Board of Directors and all management regarding the efficiency efforts that must be made and appealed to the Board of Directors to continue to run a porcelain manufacturing factory in Tangerang and to move the hotel business line.

It is undeniable that the Board of Commissioners does expect the Board of Directors to provide benefits in 2020. However, all parties must be realistic that the expected profit cannot be achieved in the midst of this difficult situation.

**The Board of Commissioners still appreciates the Board of Directors' performance in managing the company well without any turmoil, such as employee or financial turmoil.** We think that under these conditions, it is only natural that the Company has not been able to meet the expected targets.

### **The Role of the Board of Commissioners in Good Corporate Governance (GCG) Practices**

During 2020, the Board of Commissioners has carried out a supervisory function and provided advice to the Board of Directors following the functions in the structure and mechanism of Governance in the Corporate.

### **Implementation of the duties of the Board of Commissioners in 2020**

One of them is carried out through the Board of Commissioners Meetings, Internal Meetings and Joint Meetings with the Board of Directors, or inviting other Corporate. In the meeting, the Board of Commissioners discussed various agendas related to the management of the Corporate, which the Management carries out.

As an initiative to improve the quality of GCG practices in the coming year, the Board of Commissioners has submitted suggestions to strengthen the supervisory mechanism in the Corporate, both internally and externally. The Board of Commissioners hopes that this step can be achieved with implementing

pelaksanaan Audit Internal, Pengendalian Internal serta didukung oleh Komite di bawah Dewan Komisaris melalui sinergi yang semakin baik di masa yang akan datang.

## Perubahan Komposisi Dewan Komisaris

Untuk menjawab tantangan situasi 2020, Perusahaan mengambil beberapa langkah besar untuk beradaptasi dengan keadaan. Selain melakukan efisiensi biaya, Perusahaan mengubah komposisi Dewan Komisaris dan Dewan Direksi supaya lebih fokus mengelola lini usaha perhotelan dan manufaktur.

Berdasarkan RUPS Tahunan 2020 yang diselenggarakan pada 1 Juli 2020, Bapak **Erwan Dwiyanasyah** yang semula menjabat Komisaris didaulat menjadi **Direktur** yang bertanggung jawab penuh pada sektor usaha **perhotelan**. Sementara Bapak **Teuku Johas Raffli** sebagai **Direktur Utama** bertanggung jawab mengawal **lini usaha manufaktur**.

Dengan demikian, komposisi **Dewan Komisaris** hanya diisi dua orang, yaitu Bapak **Raja Sapta Oktohari** sebagai **Komisaris Utama** dan Bapak **Engkos Sadrah** sebagai **Komisaris Independen**. **Dewan Direksi** juga hanya diisi dua orang, yaitu Bapak **Teuku Johas Raffli** sebagai **Direktur Utama** dan Bapak **Erwan Dwiyanasyah** sebagai **Direktur**.

Manajemen berpendapat perubahan ini dapat lebih menunjang kinerja Perseroan dan sekaligus memenuhi fungsi-fungsi manajerial yang dimandatkan OJK.

Berdasarkan Anggaran Dasar Perseroan, Dewan Komisaris dan Dewan Direksi memiliki masa jabatan selama **5 (lima) tahun** terhitung sejak tahun 2017 sampai dengan 2022.

Internal Audit, Internal Control and supported by the Committees under the Board of Commissioners through better synergies in the future.

## Changes in the Composition of the Board of Commissioners

To answer the challenges of the 2020 situation, the Corporate is taking several major steps to adapt to the circumstances. In addition to making it cost efficient, the Corporate changed the Board of Commissioners' composition and the Board of Directors to focus more on managing the hotel and manufacturing business lines.

Based on the 2020 Annual GMS, which was held on July 1<sup>st</sup>, 2020, Mr. **Erwan Dwiyanasyah**, who was previously a Commissioner, was asked to become an **Director** who is fully responsible for the **hotel** business sector. Meanwhile, Mr. **Teuku Johas Raffli**, as the **President Director** is responsible for overseeing the **manufacturing business line**.

Thus, the composition of the **Board of Commissioners** is only filled with two people, namely Mr. **Raja Sapta Oktohari** as **President Commissioner** and Mr. Engkos Sadrah as **Independent Commissioner**. The **Board of Directors** is also filled with only two people, namely Mr. **Teuku Johas Raffli** as the **President Director** and Mr. **Erwan Dwiyanasyah** as the **Director**.

Management thinks that this change can better support the Corporate's performance and at the same time fulfill the managerial functions mandated by the OJK.

Based on the Company's Articles of Association, the Board of Commissioners and Board of Directors have a term of office of **5 (five) years** from 2017 to 2022.



# Perubahan Komposisi Dewan Komisaris

## Sebelum Pelaksanaan RUPS Tahunan 2020

Prior to the implementation of the 2020 Annual General meeting of Shareholders

Komisaris Utama

*President Commissioner*

**Raja Sapta Oktohari**

Komisaris

*Commissioner*

**Erwan Dwiyanasyah**

Komisaris Independen

*Independent Commissioner*

**Engkos Sadrah**

## Setelah Pelaksanaan RUPS Tahunan 2020

After the Implementation of the 2020 Annual GMS



Komisaris Utama

*President Commissioner*

**Raja Sapta Oktohari**



Komisaris Independen

*Independent Commissioner*

**Engkos Sadrah**

## Pandangan Atas Prospek Usaha Tahun 2021

Dewan Komisaris melihat prospek pertumbuhan ekonomi dan bisnis pada tahun 2021 tetap menjanjikan. Dewan Komisaris mengapresiasi langkah dan komitmen pemerintah Indonesia dalam mengendalikan dan menangani pandemi COVID-19 selama tahun 2020 dan berharap proses vaksinasi yang telah dimulai pada awal tahun 2021 dapat berjalan lancar sesuai harapan dan mendorong pertumbuhan ekonomi ke arah yang positif, termasuk di sektor bisnis Perseroan.

Secara internal, Dewan Komisaris berharap, pertama, bahwa program-program yang tertinggal selama 2020 bisa dikerjakan pada 2021. Dan apa yang sudah direncanakan, khususnya di manufaktur, untuk menghidupkan semua mesin Kiln kembali dijalankan untuk meningkatkan produktivitas pabrik. Perseroan sudah bekerja sama dengan konsultan handal dalam hal operasional mesin, sehingga lini usaha manufaktur diharapkan kembali berfungsi maksimal.

Terkait prospek, Dewan Komisaris berharap Perusahaan memberikan dividen yang memadai untuk para pemegang saham pada tahun-tahun mendatang, dan nilai saham membaik seperti kondisi normal.

Kedua, Dewan Komisaris berharap Perusahaan tetap berjalan dengan memperhatikan kaidah-kaidah perusahaan yang sehat, termasuk menjalankan prinsip-prinsip GCG. Nilai saham di tahun 2021 diharapkan kembali terkerek ke atas sehingga para pemegang saham bisa memperoleh dividen yang pantas.

Terakhir, Dewan Komisaris berharap Perusahaan dapat memperoleh laba yang baik pada tahun 2021. Khusus untuk lini usaha perhotelan, Dewan Komisaris memandang operasional pada tahun 2021 masih terbilang berat. Namun, Kementerian Pariwisata telah mengeluarkan program-program bersifat insentif demi memacu perekonomian Indonesia melalui sektor pariwisata. Perusahaan menangkap maksud tersebut sebagai peluang untuk memperoleh manfaat yang baik.

Kembali hidupnya perkantoran di era *New Normal* juga dipandang sebagai peluang mengembangkan bisnis di sektor perhotelan. Seperti misalnya untuk Swiss Belhotel di Bogor. Dewan Komisaris berharap hotel di Bogor menjadi pusat Pertemuan, Insentif, Konferensi, dan Pameran (MICE). Pada saat kondisi sudah mulai membaik atau beranjak normal, semua peluang tersebut dapat ditangkap oleh Perusahaan.

## Outlook on Business Prospects in 2021

The Board of Commissioners sees that the prospects for economic and business growth in 2021 remain promising. The Board of Commissioners appreciates the steps and commitment of the Indonesian government in controlling and dealing with the COVID-19 epidemic during 2020 and hopes that the vaccination process, which has been started in early 2021, can run smoothly as expected and encourage economic growth in the direction of positive ones, including in the Corporate's business sector.

Internally, the Board of Commissioners hopes, first, that the programs that are left behind during 2020 can be carried out in 2021. Regarding what has been planned, especially in manufacturing, to restart all Kiln machines to be carried out again to increase factory productivity. The Corporate has collaborated with reliable consultants in terms of machine operations so that the manufacturing business line is expected to function optimally again.

Regarding the prospect, the Board of Commissioners hopes that the Corporate will provide adequate dividends to shareholders in the coming years, and the share value will improve as normal.

Second, the Board of Commissioners hopes that the Corporate will continue to run by observing sound corporate principles, including implementing GCG principles. Share value in 2021 is expected to rise again so that shareholders can get proper dividends.

Finally, the Board of Commissioners hopes that the Corporate can make a good profit in 2021. Especially for the hotel business line, the Board of Commissioners views that operations in 2021 are still quite heavy. However, the Ministry of Tourism has issued incentive programs to spur Indonesia's economy through the tourism sector. The Corporate seizes this intention as an opportunity to obtain good benefits.

The return to a life of offices in the *New Normal* era is also seen as an opportunity to develop a business in the hotel sector. For example, for the Swiss Belhotel in Bogor. The Board of Commissioners hopes that hotels in Bogor will become the center of Meetings, Incentives, Conferences, and Exhibitions (MICE). When conditions begin to improve or go normal, all these opportunities can be captured by the Corporate.



## Apresiasi dan Penutup

Menutup laporan kami, Dewan Komisaris menyampaikan apresiasi mendalam kepada seluruh pihak atas dukungan kepada Perseroan selama tahun 2020. Kepada pemegang saham, terima kasih atas kepercayaan dan mandat yang diberikan.

Dewan Komisaris juga menyampaikan terima kasih kepada pihak Regulator dan rekan bisnis serta seluruh pemangku kepentingan yang telah mendukung tercapainya kinerja Perseroan pada tahun 2020. Tak lupa, kepada Direksi, Manajemen dan seluruh karyawan, Dewan Komisaris sampaikan apresiasi mendalam atas kerja keras dalam menjaga stabilitas bisnis dan operasional Perseroan di tahun yang penuh tantangan. Bersama, marilah kita tetap optimis dan sambut masa depan yang lebih cemerlang.

Jakarta, Juni 2021

Atas Nama Dewan Komisaris,

## Appreciation and Closure

Closing our report, the Board of Commissioners would like to express its deep appreciation to all parties to support the Corporate during 2020. To shareholders, thank you for your trust and mandate.

The Board of Commissioners also expresses its gratitude to regulators and business partners and all stakeholders who have supported the corporate's performance in 2020. Not to forget, to the Board of Directors, Management, and all employees, the Board of Commissioners would like to express its deep appreciation for their hard work in maintaining business stability and the Corporate's operations in a challenging year. Together, let us remain optimistic and welcome a brighter future.

Jakarta, June 2021

On behalf of the Board of Commissioners,

Raja Sapta Oktohari

Komisaris Utama  
President Commissioner