



DCI INDONESIA

# Rapat Umum Pemegang Saham Tahunan

*Annual General Meeting of Shareholders*

## PT DCI Indonesia Tbk

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30 Maret / *March* 2026

# Mata Acara Rapat

## Meeting Agendas

- 1 Persetujuan Laporan Tahunan dan Laporan Keuangan Tahunan Perseroan**  
*Approval of the Company's Annual Report and Annual Financial Statements*
- 2 Persetujuan Penggunaan Laba Bersih**  
*Approval of the Use of Net Profit*
- 3 Persetujuan Penunjukan Akuntan Publik dan/atau Kantor Akuntan Publik untuk Tahun Buku 2026**  
*Approval of the Appointment of a Public Accountant and/or Public Accounting Firm for 2026 Financial Year*
- 4 Penentuan Remunerasi Dewan Komisaris & Pelimpahan Wewenang Penentuan Remunerasi Anggota Direksi kepada Dewan Komisaris untuk Tahun Buku 2026**  
*Determination of Remuneration for the Board of Commissioners & Delegation to the Board of Commissioners the Authority to Determine the Remuneration for members of the Board of Directors for the 2026 Financial Year*
- 5 Persetujuan Penjaminan Utang terhadap Sebagian Besar Kekayaan Perseroan**  
*Approval on Debt Encumbrance for the Majority of Company's Assets*
- 6 Persetujuan Perubahan Susunan Anggota Direksi**  
*Approval on Changes to the Company's Board of Directors Composition*



# Agenda Pertama

*First Agenda*

## Persetujuan Laporan Tahunan dan Laporan Keuangan Tahunan Perseroan

*Approval of the Company's Annual Report and Annual Financial Statements*

# Agenda Pertama / First Agenda

## Latar Belakang

Berdasarkan Pasal 69 ayat (1) Undang-Undang Nomor 40 Tahun 2007 tentang Perseroan Terbatas sebagaimana diubah dari waktu ke waktu (“UUPT”) dan Pasal 9 ayat (4) dan (5) Anggaran Dasar Perseroan, persetujuan laporan tahunan termasuk pengesahan laporan keuangan serta laporan tugas pengawasan Dewan Komisaris dilakukan oleh Rapat Umum Pemegang Saham (“RUPS”).

## Penjelasan

Persetujuan Laporan Tahunan Perseroan untuk tahun buku 2025, termasuk Laporan Tugas Pengawasan Dewan Komisaris Perseroan, serta Pengesahan Laporan Keuangan Perseroan untuk Tahun Buku yang berakhir pada tanggal 31 Desember 2025, serta pemberian pelunasan dan pembebasan tanggung jawab sepenuhnya (*volledig acquit et de charge*) kepada anggota Direksi dan Dewan Komisaris Perseroan atas pengurusan dan pengawasan yang dilaksanakan selama tahun buku 2025.

## Background

*Based on Article 69 paragraph (1) of Law Number 40 of 2007 on Limited Liability Companies as amended from time to time (“Companies Law”) and Article 9 paragraphs (4) and (5) of the Company’s Articles of Association, the approval of the annual report including the ratification of the financial statements as well as the report on the supervisory duties of the Board of Commissioners shall be carried out by the General Meeting of Shareholders (“GMS”).*

## Explanation

*Approval of the Company’s Annual Report for the 2025 financial year, including the Supervisory Report of the Board of Commissioners of the Company, as well as the Ratification of the Company’s Financial Statements for the Financial Year ended on 31 December 2025, as well as the granting of full redemption and release of responsibility (*volledig acquit et de charge*) to members of the Board of Directors and the Board of Commissioners of the Company for the management and supervision carried out during the 2025 financial year.*



# Agenda Kedua

## *Second Agenda*

# Persetujuan Penggunaan Laba Bersih

*Approval of the Use of Net Profit*

# Agenda Kedua / *Second Agenda*

## Latar Belakang

Berdasarkan Pasal 70 dan 71 UUPT dan Pasal 9 ayat (4) huruf c Anggaran Dasar Perseroan, penggunaan laba bersih diputuskan oleh RUPS.

## Penjelasan

Persetujuan Penggunaan Laba Bersih Perseroan untuk Tahun Buku yang Berakhir pada tanggal 31 Desember 2025.

## Background

*Based on Articles 70 and 71 of the Companies Law and Article 9 paragraph (4) letter c of the Company's Articles of Association, the use of net profit will be decided by the GMS.*

## Explanation

*Approval of the Use of Company's Net Profit for the Financial Year Ended on the 31 December 2025.*



# Agenda Ketiga

## *Third Agenda*

# Persetujuan Penunjukan Akuntan Publik dan/atau Kantor Akuntan Publik untuk Tahun Buku 2026

*Approval of the Appointment of a Public  
Accountant and/or Public Accounting Firm for  
2026 Financial Year*

# Agenda Ketiga / *Third Agenda*

## Latar Belakang

Berdasarkan Pasal 59 ayat (1) dan (3) Peraturan Otoritas Jasa Keuangan (“OJK”) No. 15/POJK.04/2020 tentang Rencana dan Penyelenggaraan Rapat Umum Pemegang Saham Perusahaan Terbuka dan Pasal 9 ayat (4) huruf d Anggaran Dasar Perseroan, penunjukkan akuntan publik dan/atau kantor akuntan publik untuk melakukan audit laporan keuangan membutuhkan persetujuan RUPS atau RUPS dapat mendelegasikan kewenangan tersebut kepada Dewan Komisaris Perseroan.

## Penjelasan

Persetujuan terkait penunjukan atau pemberian wewenang kepada Dewan Komisaris untuk menunjuk Akuntan Publik dan/atau Kantor Akuntan Publik yang akan melakukan audit terhadap Laporan Keuangan Perseroan untuk Tahun Buku 2026.

## Background

*Based on Article 59 paragraphs (1) and (3) of the Financial Services Authority (Otoritas Jasa Keuangan/“OJK”) Regulation No. 15/POJK.04/2020 regarding the Planning and Implementation of General Meeting of Shareholders of Public Companies and Article 9 paragraph (4) letter d of the Company's Articles of Association, the appointment of a public accountant and/or public accounting firm to audit financial statements requires the approval of the GMS or the GMS may delegate this authority to the Company's Board of Commissioners.*

## Explanation

*Approval regarding the appointment or delegation of authority given to the Board of Commissioners to appoint Public Accountant and/or Public Accountant Firm to audit the Company's Financial Statements for the Fiscal Year 2026.*



# Agenda Kempat

## *Fourth Agenda*

### **Penentuan Remunerasi Dewan Komisaris & Pelimpahan Wewenang Penentuan Remunerasi Anggota Direksi kepada Dewan Komisaris untuk Tahun Buku 2026**

*Determination of Remuneration for the Board of  
Commissioners & Delegation to the Board of  
Commissioners the Authority to determine the  
Remuneration for members of the Board of  
Directors for the 2026 Financial Year*

# Agenda Keempat / Fourth Agenda

## Latar Belakang

Berdasarkan Pasal 96 ayat (3) juncto Pasal 113 UUPT, (i) dalam hal kewenangan Rapat untuk menetapkan besarnya gaji dan tunjangan anggota Direksi dilimpahkan kepada Dewan Komisaris, besarnya gaji dan tunjangan Direksi ditetapkan berdasarkan keputusan rapat Dewan Komisaris, dan (ii) pemberian gaji atau honorarium dan tunjangan Dewan Komisaris ditetapkan oleh RUPS.

## Penjelasan

- Persetujuan terkait jumlah remunerasi Dewan Komisaris untuk tahun buku 2026
- Persetujuan terkait pelimpahan wewenang penentuan remunerasi Anggota Direksi kepada Dewan Komisaris untuk tahun buku 2026

## Background

*Pursuant to Article 96 paragraph (3) juncto Article 113 of the Companies Law, (i) in the event the authority of the Meeting to determine the amount of remuneration and allowance of the Board of Directors is delegated to the Board of Commissioners, the amount of remuneration and allowance of the Board of Directors will be determined based on the resolution of Board of Commissioners' meeting, and (ii) the granting of salary or honorarium and allowance of the Board of Commissioners shall be determined by the GMS.*

## Explanation

- *Approval regarding the amount of remuneration for the Board of Commissioners for the financial year 2026*
- *Approval regarding the delegation of authority to the Board of Commissioners to determine the amount of remuneration of the Board of Directors' Members for financial year 2026*



# Agenda Kelima

## *Fifth Agenda*

# Persetujuan Penjaminan Utang terhadap Sebagian Besar Kekayaan Perseroan

*Approval on Debt Encumbrance for The  
Majority of Company's Assets*

# Agenda Kelima / Fifth Agenda

## Latar Belakang

Berdasarkan Pasal 102 ayat (1) huruf (b) UUPA dan Pasal 15 ayat (3) huruf b Anggaran Dasar Perseroan, Perseroan wajib untuk meminta persetujuan Pemegang Saham untuk menjadikan jaminan utang kekayaan Perseroan yang merupakan lebih dari 50% (lima puluh persen) jumlah kekayaan bersih Perseroan dalam 1 (satu) transaksi atau lebih, baik yang berkaitan satu sama lain maupun tidak.

## Penjelasan

Perseroan telah dan/atau akan menerima fasilitas pinjaman(-pinjaman) dari 1 (satu) atau lebih lembaga keuangan dengan nilai jaminan utang yang merupakan lebih dari 50% (lima puluh persen) kekayaan bersih Perseroan, dan oleh karenanya, Perseroan hendak meminta kembali persetujuan dari RUPS guna memenuhi ketentuan kompliansi bank.

## Background

*Pursuant to Article 102 paragraph (1) letter (b) of the Companies Law and Article 15 paragraph (3) letter b of the Company's Articles of Association, the Company is obliged to request for the approval of the Shareholders to secure the Company's assets which constitute more than 50% (fifty percent) of the Company's total net assets as debt collaterals in 1 (one) transaction or more, either in a separate transaction or inter-related.*

## Explanation

*The Company has received and/or will receive a loan facility(ies) from 1 (one) or more financial institutions with a debt collateral value that constitutes more than 50% (fifty percent) of the Company's net asset. Therefore, the Company intends to seek approval from the GMS to comply with the bank's compliance requirements.*



# Agenda Keenam

## *Sixth Agenda*

# Persetujuan Perubahan Susunan Anggota Direksi Perseroan

*Approval on the Changes to the  
Company's Board of Directors  
Composition*

# Agenda Keenam / Sixth Agenda

## Latar Belakang

Berdasarkan Pasal 3 ayat (1) Peraturan Otoritas Jasa Keuangan No. 33/POJK.04/2014 Tahun 2014 tentang Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik dan Pasal 14 ayat (2) Anggaran Dasar Perseroan, anggota Direksi diangkat dan diberhentikan oleh RUPS.

## Penjelasan

Perseroan akan meminta persetujuan untuk perubahan susunan anggota Direksi Perseroan.

## Background

*Pursuant to Article 3 paragraph (1) of the OJK Regulation No. 33/POJK.04/2014 regarding Board of Directors and Board of Commissioners of Public Company and Article 14 paragraph (2) of the Company's Articles of Association, members of Board of Directors are appointed and dismissed by the GMS.*

## Explanation

*The Company will seek approval for changes in the composition of the Company's Board of Directors.*

# Thank you

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[corpsec@dc-indonesia.com](mailto:corpsec@dc-indonesia.com)

