



**PEMANGGILAN
RAPAT UMUM PEMEGANG SAHAM
TAHUNAN 2025
PT DCI INDONESIA Tbk**

**INVITATION TO
2025 ANNUAL GENERAL MEETING OF
SHAREHOLDERS OF
PT DCI INDONESIA Tbk**

Direksi PT DCI Indonesia Tbk ("**Perseroan**") dengan ini mengundang pemegang saham Perseroan ("**Pemegang Saham**") untuk menghadiri Rapat Umum Pemegang Saham Tahunan Perseroan ("**Rapat**") yang akan diselenggarakan pada:

The Board of Directors of PT DCI Indonesia Tbk (the "**Company**") hereby invites the Shareholders ("**Shareholder**") to attend the Company's Annual General Meeting of Shareholders ("**Meeting**"), which will be held on:

Hari / Tanggal : Selasa / 22 April 2025

Day / Date : Tuesday / 22 April 2025

Pukul : 10.00 WIB - selesai

Time : 10.00 Western Indonesian Time - end

Tempat : Daring (Online) secara elektronik dengan aplikasi eASY.KSEI ("eASY.KSEI")

Venue : Electronically (online) with the eASY.KSEI application ("eASY.KSEI")

Mata Acara Rapat dan Penjelasannya:

Meeting Agendas and Explanation:

**Mata Acara 1
Persetujuan Laporan Tahunan dan Laporan Keuangan Tahunan Perseroan**

**Agenda 1
Approval of the Company's Annual Report and Annual Financial Statements**

Persetujuan Laporan Tahunan Perseroan untuk tahun buku 2024, termasuk Laporan Tugas Pengawasan Dewan Komisaris Perseroan, serta Pengesahan Laporan Keuangan Perseroan untuk Tahun Buku yang berakhir pada tanggal 31 Desember 2024, 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 2024.

Approval of the Company's Annual Report for the 2024 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 2024, 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 2024 financial year.

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**").

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 paragraph (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**").



Mata Acara 2

Persetujuan Penggunaan Laba Bersih

Persetujuan Penggunaan Laba Bersih Perseroan untuk Tahun Buku yang Berakhir pada tanggal 31 Desember 2024.

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

Agenda 2

Approval of the Use of Net Profit

Approval of the Use of Company's Net Profit for the Financial Year Ended on the 31 December 2024.

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.

Mata Acara 3

Persetujuan Penunjukkan Akuntan Publik dan/atau Kantor Akuntan Publik Untuk Tahun Buku 2025

Berdasarkan Pasal 59 ayat (1) dan (3) Peraturan Otoritas Jasa Keuangan 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.

Agenda 3

Approval of the Appointment of a Public Accountant and/or Public Accounting Firm for 2025 Financial Year

Based on Article 59 paragraph (1) and (3) of the Financial Services Authority 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.

Mata Acara 4

Penentuan Remunerasi Dewan Komisaris & Pelimpahan Wewenang Penentuan Remunerasi Anggota Direksi kepada Dewan Komisaris untuk Tahun Buku 2025

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.

Agenda 4

Determination of Remuneration for the Board of Commissioners & Delegation of Authority to Determine the Remuneration for the Board of Directors to the Board of Commissioners for the 2025 Financial Year

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.



Mata Acara 5

Persetujuan Penjaminan Utang terhadap Sebagian Besar Kekayaan Perseroan

Perseroan telah menerima Fasilitas Pinjaman dari PT Bank Mandiri (Persero) Tbk 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.

Berdasarkan Pasal 102 ayat (1) huruf (b) UUPT 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.

Mata Acara 6

Persetujuan Perubahan Susunan Anggota Direksi dan Dewan Komisaris Perseroan

Perseroan akan meminta persetujuan untuk perubahan susunan anggota Direksi dan Dewan Komisaris Perseroan, termasuk di dalamnya penegasan kembali susunan pemegang saham Perseroan.

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.

Berdasarkan Pasal 23 Peraturan Otoritas Jasa Keuangan No. 33/POJK.04/2014 Tahun 2014 tentang Direksi dan Dewan Komisaris Emiten atau Perusahaan Publik dan Pasal 17 ayat (2) Anggaran Dasar Perseroan, anggota Dewan Komisaris diangkat dan diberhentikan oleh RUPS.

Agenda 5

Approval on Debt Encumbrance for the Majority of Company's Assets

The Company has received a Loan Facility from PT Bank Mandiri (Persero) Tbk with a debt collateral value that constitutes more than 50% (fifty percent) of the Company's net assets. Therefore, the Company intends to seek approval from the GMS to comply with the bank's compliance requirements.

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.

Agenda 6

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

The Company will seek approval for changes in the composition of the Company's Board of Directors and Board of Commissioners, including the affirmation of the Company's shareholder composition.

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

Pursuant to Article 23 of the Financial Services Authority Regulation No. 33/POJK.04/2014 of 2014 regarding Board of Directors and Board of Commissioners of Public Company and Article 17 paragraph (2) of the Company's Articles of Association, the members of Board of Commissioners are appointed and dismissed by



the GMS.

Catatan:

1. Perseroan tidak mengirimkan undangan cetak/tersendiri kepada Pemegang Saham karena Pemanggilan ini berlaku sebagai undangan resmi Perseroan kepada Pemegang Saham.
2. Pemegang Saham yang berhak hadir atau diwakili dalam Rapat adalah Pemegang Saham yang namanya tercatat dalam Daftar Pemegang Saham Perseroan pada tanggal 26 Maret 2025 pada jam penutupan perdagangan saham atau bagi Pemegang Saham yang sahamnya dimasukkan dalam penitipan kolektif PT Kustodian Sentral Efek Indonesia ("KSEI") pada penutupan perdagangan saham di Bursa Efek Indonesia pada tanggal 26 Maret 2025.
3. Berdasarkan dengan Peraturan Otoritas Jasa Keuangan No. 15/POJK.04/2020 tentang Rencana dan Penyelenggaraan Rapat Umum Pemegang Saham Perusahaan Terbuka, Perseroan telah menyediakan alternatif bagi Pemegang Saham untuk memberikan kuasa secara elektronik kepada pihak independen melalui sistem eASY.KSEI yang dikelola oleh KSEI ("**E-Proxy**"). Pihak independen yang ditunjuk Perseroan adalah Biro Administrasi Efek (BAE) Perseroan, yaitu **PT Raya Saham Registra ("RSR")**.
4. Mengingat Perseroan telah menyediakan fasilitas E-Proxy, Perseroan menghimbau kepada seluruh Pemegang Saham agar memberikan kuasa kepada RSR untuk mewakili Pemegang Saham untuk hadir dan memberikan suara dalam Rapat dengan ketentuan sebagai berikut:

(a) Bagi Pemegang Saham Individu berkewarganegaraan Indonesia

Pemegang Saham yang ingin memberikan kuasa harus telah memiliki

Notes:

1. The Company does not send a printed/separate invitation to the Shareholders due to this Invitation applies as an official invitation from the Company to the Shareholders.
2. Shareholders entitled to attend or be represented at the Meeting are Shareholders whose names are registered in the Shareholders Register of the Company on 26 March 2025 at the closing hour of share trading or for Shareholders whose shares are placed in the collective custody of PT Kustodian Sentral Efek Indonesia ("**KSEI**") at the close of share trading on the Indonesia Stock Exchange on the 26 March 2025.
3. In accordance with the Financial Services Authority Regulation No.15/POJK.04/2020 concerning Plans and Implementation of General Meeting of Shareholders of Public Companies, the Company has provided an alternative for Shareholders to give power of attorney electronically to independent parties through the eASY.KSEI system managed by KSEI ("**E-Proxy**"). The independent party appointed by the Company is the Company's Securities Administration Bureau (BAE), namely **PT Raya Saham Registra ("RSR")**.
4. Considering the Company has provided E-Proxy facilities, the Company urges all Shareholders to grant power of attorney to RSR to represent Shareholders to attend and vote in the Meeting with the following provisions:

(a) For Individual Shareholders of Indonesian citizenship

Shareholders who wish to grant power of attorney must have a Single Investor



Nomor Single Investor Identification (Nomor SID). Pengecekan Nomor SID dapat dilakukan dengan menghubungi perusahaan efek atau bank kustodian masing-masing Pemegang Saham.

Identification Number (SID Number). Checking the SID Number can be done by contacting the securities company or custodian bank of each Shareholder.

Pemegang Saham dapat memberikan kuasa kehadiran dan pemberian suara melalui E-Proxy di atas selambat-lambatnya tanggal 21 April 2025.

Shareholders may provide power of attorney for attendance and voting through the above E-Proxy by no later than 21 April 2025.

- (b) Bagi Pemegang Saham (i) individu berkewarganegaraan asing dan (ii) berbentuk badan hukum (Indonesia dan asing)

- (b) For Shareholders (i) individuals with foreign nationality and (ii) in the form of legal entities (Indonesian and foreign)

Pemegang Saham diimbau untuk memberikan kuasa melalui perusahaan efek atau bank kustodian masing-masing Pemegang Saham, untuk kemudian perusahaan efek atau bank kustodian tersebut memberikan E-Proxy kepada RSR.

Shareholders are encouraged to provide power of attorney through the securities company or custodian bank of each Shareholder, for then the securities company or custodian bank will provide E-Proxy to RSR.

5. Formulir surat kuasa dapat diperoleh selama jam kerja di Biro Administrasi Efek Perseroan, RSR, melalui email rsrbae@registra.co.id dengan nomor telepon (+6221) 2525666 dan nomor faksimile: (+6221) 2525028.
6. Semua asli surat kuasa yang sudah sesuai dengan persyaratan harus sudah diterima oleh RSR atau *Corporate Secretary* Perseroan selambat-lambatnya pada tanggal 21 April 2025 pukul 16.00 WIB.
7. Pemegang Saham yang berhalangan hadir dapat diwakili oleh kuasanya berdasarkan surat kuasa dalam bentuk fisik (dengan hak substitusi) yang disampaikan kepada Perseroan. Anggota Direksi, anggota Dewan Komisaris dan karyawan Perseroan dapat bertindak sebagai kuasa Pemegang Saham dalam Rapat, namun tidak berhak mengeluarkan suara dalam pemungutan suara. Pemegang Saham yang alamatnya terdaftar di luar Republik Indonesia, surat

5. Power of attorney forms can be obtained during working hours at the Company's Securities Administration Bureau, RSR, via email rsrbae@registra.co.id with phone number: (+6221) 2525666 and facsimile number: (+6221) 2525028.
6. All originals of the power of attorney in accordance with the requirements must be received by the RSR of the Company's Corporate Secretary no later than 21 April 2025 at 16.00 Western Indonesian Time.
7. Shareholders who are unable to attend may be represented by their proxies based on a power of attorney in physical form (with substitution rights) submitted to the Company. Members of the Board of Directors, members of the Board of Commissioners and employees of the Company can act as proxies for Shareholders in the Meeting, but are not entitled to cast votes in voting. Shareholders whose addresses are



kuasanya harus dilegalisasi oleh notaris/pejabat berwenang setempat dan oleh Kedutaan Besar Republik Indonesia setempat.

registered outside the Republic of Indonesia, their power of attorney must be legalized by a notary/local authorized official and by the local Embassy of the Republic of Indonesia.

8. Bahan yang terkait Rapat telah tersedia dan dapat diakses melalui situs resmi Perseroan di dci-indonesia.com dan eASY.KSEI pada link easy.ksei.co.id, sejak tanggal Pemanggilan ini sampai dengan tanggal Rapat.

8. Materials related to the Meeting are available and accessible through the Company's official website at dci-indonesia.com and eASY.KSEI on easy.ksei.co.id, as of the date of this Invitation until the date of the Meeting.

Jakarta, 27 Maret 2025 / Jakarta, 27 March 2025
PT DCI Indonesia Tbk
Direksi / Board of Directors