



Darya-Varia

LABORATORIA

**RAPAT UMUM
PEMEGANG SAHAM
LUAR BIASA**

*EXTRAORDINARY
GENERAL MEETING
OF SHAREHOLDERS*

PT Darya-Varia Laboratoria Tbk

South Quarter Tower C

20 Oktober 2020



- **4 September 2020**
Pemberitahuan Agenda dan jadwal Rapat kepada OJK.
September 4, 2020
Notification of Meeting agenda and schedule to OJK.
- **11 September 2020**
Pengumuman kepada Pemegang Saham mengenai rencana penyelenggaraan Rapat.
September 11, 2020
Announcement to the Shareholders regarding plan to hold the Meeting.
- **28 September 2020**
Pemanggilan kepada Pemegang Saham untuk menghadiri Rapat.
September 28, 2020
Summon to the Shareholders to attend the Meeting.
- **Alternatif bagi Pemegang Saham dalam pemberian kuasa secara elektronik melalui eASY.KSEI**
Alternative for the Shareholders in granting electronic proxy through eASY.KSEI.





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AGENDA RAPAT

MEETING AGENDA



**PENGANGKATAN ANGGOTA DEWAN KOMISARIS DAN DIREKSI,
SERTA PERUBAHAN SUSUNAN DEWAN KOMISARIS DAN DIREKSI
PERSEROAN**

Appointment of members of Board of Commissioners and Board of Directors, as well as the changes of the Company's Board of Commissioners and Board of Directors composition



Mekanisme pengambilan keputusan
Mechanism of decision making

Tata cara mengajukan pertanyaan dan pendapat
Procedures of asking question and give opinion

Sesuai Tata Tertib Rapat yang telah dibagikan dan dibacakan oleh MC
Based on Procedures of Meeting which have been distributed and read by MC



**Momen paling berharga,
ya bersama keluarga!**

#DemiKeluarga



ENERVON-C

ENERVON-C



KONDISI UMUM
GENERAL CONDITION

KONDISI UMUM GENERAL CONDITION

Transformasi Perseroan pada masa jabatan Ibu Marlia Hayati Goestam
Transformation of the Company during Ibu Marlia Hayati Goestam's tenure

2017

Pengakuan sebagai salah satu dari 50 perusahaan terbaik oleh Forbes Indonesia
Recognition as one of 50 best run companies by Forbes Indonesia



2019

Laba Per Saham tumbuh dari Rp 73/saham menjadi Rp 198/saham atau 22% CAGR
Growth in Earning Per Share from Rp 73/share to Rp 198/share or 22% CAGR



2020

Kapitalisasi Pasar mencapai Rp 2,82 Triliun atau US\$ 189,2 Juta
Market Cap at Rp 2.82 Trillion or US\$ 189.2 Million



USULAN AGENDA RAPAT *PROPOSAL TO MEETING AGENDA*

Menyetujui pengangkatan anggota Dewan Komisaris dan Direksi, serta perubahan susunan Dewan Komisaris dan Direksi Perseroan, yaitu:

To approve the appointment of members of the Company's Board of Commissioners and Board of Directors, as well as the changes of Board of Commissioners and Board of Directors composition as follows:

- 1. Pengangkatan Ibu Marlia Hayati Goestam sebagai Komisaris Perseroan, termasuk pemberian pelunasan dan pembebasan tanggung jawab sepenuhnya (*acquit et de charge*) atas tindakan pengurusannya yang telah dilakukan selama masa jabatannya sebagai Presiden Direktur Perseroan, sejauh tindakan-tindakan tersebut tercermin dalam Laporan Tahunan dan Laporan Keuangan Perseroan;**

*Appointment of Ms. Marlia Hayati Goestam as Commissioner of the Company, and granting full release and discharge (*acquit et de charge*) in respect of her management actions during her tenure as President Director of the Company so long as such actions are reflected in the Annual Report and Financial Statement of the Company;*



USULAN AGENDA RAPAT *PROPOSAL TO MEETING AGENDA*

- 2. Pengangkatan Bapak Jose Sumpaico Romana sebagai Presiden Direktur Perseroan untuk menggantikan Ibu Marlia Hayati Goestam; dan**

Appointment of Mr. Jose Sumpaico Romana as President Director of the Company to replace Ms. Marlia Hayati Goestam; and

- 3. Pengangkatan dr. Ian Kloer sebagai Wakil Presiden Direktur Perseroan yang baru menggantikan Bapak Jose Sumpaico Romana.**

Appointment of dr. Ian Kloer as new Vice President Director of the Company to replace Mr. Jose Sumpaico Romana.

Masa jabatan anggota Dewan Komisaris dan Direksi Perseroan yang baru diangkat tersebut berlaku efektif untuk periode lima tahun terhitung sejak tanggal ditutupnya Rapat ini sampai tanggal ditutupnya Rapat Umum Pemegang Saham Tahunan Perseroan yang kelima.

The office term of the aforementioned appointed members of Company's Board of Commissioners and Board of Directors shall commence for the period of five years as of the closing date of this Meeting until the closing date of the fifth Annual General Meeting of Shareholders of the Company.





dr. IAN KLOER,
Warga Negara Indonesia, lahir pada tahun 1974
Indonesian Citizen, born in 1974

Latar Belakang Pendidikan/*Educational Background*

- 1998 Bachelor's degree in Medicine – Trisakti University
- 2001 Bachelor's degree in Public Health – University of Indonesia
- 2001 Oath as Medical Doctor

Riwayat Kerja Sebelumnya/*Previous Employment*

- PT Panarub Industry, HSE & Labor Practice Manager
- Mega Lifesciences PTY. LTD., Ethical Products Brand Manager
- PT Ferron Par Pharmaceuticals (Dexa Medica Group), Business Manager
- PT Fresenius Kabi Indonesia, VP for Transfusion and Cell Technologies (TCT)





SESI TANYA JAWAB
QUESTION AND ANSWER



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HASIL KEPUTUSAN AGENDA RAPAT

RESOLUTIONS OF MEETING AGENDA

1. Pengangkatan anggota Dewan Komisaris dan Direksi, serta perubahan susunan Dewan Komisaris dan Direksi Perseroan sebagai berikut:

Appointment of members of the Company's Board of Commissioners and Board of Directors, as well as the changes of Board of Commissioners and Board of Directors composition, as follows:

- a. **Pengangkatan Ibu Marlia Hayati Goestam sebagai Komisaris Perseroan, dan memberikan pembebasan dan pelunasan (*acquit et de charge*) atas tindakan pengurusannya yang telah dilakukan selama masa jabatannya sebagai Presiden Direktur Perseroan sejauh tindakan-tindakan tersebut tercermin dalam Laporan Tahunan serta Laporan Keuangan Perseroan;**

*Appointment of Ms. Marlia Hayati Goestam as Commissioner of the Company, and granting full release and discharge (*acquit et de charge*) in respect of her management actions during her tenure as President Director of the Company so long as such actions are reflected in the Annual Report and Financial Statement of the Company;*



HASIL KEPUTUSAN AGENDA RAPAT *RESOLUTIONS OF MEETING AGENDA*

- b. Pengangkatan Bapak Jose Sumpaico Romana sebagai Presiden Direktur Perseroan menggantikan Ibu Marlia Hayati Goestam;**

Appointment of Mr. Jose Sumpaico Romana as President Director of the Company to replace Ms. Marlia Hayati Goestam; and

- c. Pengangkatan dr. Ian Kloer sebagai Wakil Presiden Direktur Perseroan yang baru menggantikan Bapak Jose Sumpaico Romana.**

Appointment of dr. Ian Kloer as new Vice President Director of the Company to replace Mr. Jose Sumpaico Romana.

Masa jabatan anggota Dewan Komisaris dan Direksi Perseroan yang baru diangkat tersebut berlaku efektif untuk periode lima tahun terhitung sejak tanggal ditutupnya Rapat ini sampai tanggal ditutupnya Rapat Umum Pemegang Saham Tahunan Perseroan yang kelima.

The office term of the aforementioned appointed members of Company's Board of Commissioners and Board of Directors shall commence for the period of five years as of the closing date of this Meeting until the closing date of the fifth Annual General Meeting of Shareholders of the Company.



HASIL KEPUTUSAN AGENDA RAPAT RESOLUTIONS OF MEETING AGENDA

Susunan selengkapnya dari Dewan Komisaris Perseroan setelah ditutupnya Rapat ini adalah sebagai berikut:
The composition of the Company's Board of Commissioners after the closing of this Meeting is as follows:

BOARD OF COMMISSIONERS	
Presiden Komisaris <i>President Commissioner</i>	Clinton Andrew Campos Hess
Wakil Presiden Komisaris <i>Vice President Commissioner</i>	Eric Albert Lim Gotuaco
Komisaris <i>Commissioner</i>	Mariano John Lim Tan, Jr.
Komisaris Independen <i>Independent Commissioner</i>	Laksamana Madya (Purn.) Soedibyo Rahardjo
Komisaris Independen <i>Independent Commissioner</i>	Sonny Kalona
Komisaris Independen <i>Independent Commissioner</i>	Darodjatun Sanusi
Komisaris <i>Commissioner</i>	Marlia Hayati Goestam



HASIL KEPUTUSAN AGENDA RAPAT RESOLUTIONS OF MEETING AGENDA

Susunan selengkapnya dari Direksi Perseroan setelah ditutupnya Rapat ini adalah sebagai berikut:
The composition of the Company's Board of Directors after the closing of this Meeting is as follows:

BOARD OF DIRECTORS	
Presiden Direktur <i>President Director</i>	Jose Sumpaico Romana
Wakil Presiden Direktur <i>Vice President Director</i>	dr. Ian Kloer
Direktur <i>Director</i>	Carlos Olivares Nava
Direktur <i>Director</i>	Angelito Celso Corsame Racho, Jr.
Direktur Independen <i>Independent Director</i>	Yustina Endang Setyowati
Direktur <i>Director</i>	Maria Christina D. Carnay





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