

**INFORMATION TO SHAREHOLDERS IN CONNECTION WITH THE LIMITED PUBLIC OFFERING II ("PUT II")
BY WAY OF ISSUANCE OF PREEMPTIVE RIGHTS**

THESE ADDITIONS AND/OR REVISIONS TO THE INFORMATION TO SHAREHOLDERS CONSTITUTE AN INTEGRAL PART OF THE INFORMATION TO SHAREHOLDERS ANNOUNED ON THE COMPANY'S WEBSITE AND THE INDONESIA STOCK EXCHANGE' WEBSITE ON NOVEMBER 3, 2017

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THESE ADDITIONS AND/OR REVISIONS TO THE INFORMATION TO SHAREHOLDERS ARE IMPORTANT AND REQUIRE IMMEDIATE ATTENTION. SHOULD YOU HAVE ANY DOUBT REGARDING THE APPROPRIATE COURSE OF ACTION, YOU ARE ADVISED TO CONSULT THE COMPETENT PARTIES.

PT MEDCO ENERGI INTERNASIONAL Tbk ("THE COMPANY") IS FULLY RESPONSIBLE FOR THE ACCURACY OF ALL MATERIAL INFORMATION, FACTS, DATA, OR REPORTS AND THE TRUTHFULNESS OF OPINIONS PRESENTED IN THESE ADDITIONS AND/OR REVISIONS TO INFORMATION TO SHAREHOLDERS.



MEDCOENERGI

PT MEDCO ENERGI INTERNASIONAL Tbk

Domicile in South Jakarta, Indonesia

Main Business Activities:

Exploration, mining and production of oil, natural gas and other energy.

Domicile in South Jakarta, Indonesia

Headquarter:

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LIMITED PUBLIC OFFERING II PT MEDCO ENERGI INTERNASIONAL Tbk.

TO THE SHAREHOLDERS OF THE COMPANY BY WAY OF THE ISSUANCE OF PRE-EMPTIVE RIGHTS ("PUT II")

A total of 4,399,117,667 (four billion three hundred ninety nine million one hundred seventeen thousand six hundred sixty seven) ordinary registered shares or 24.81% (twenty four point eight one percent) of the Company's issued and paid-up capital subsequent to the PUT II with a nominal value of Rp25 (twenty five Rupiah) per share at an Exercise Price of Rp600 (six hundred Rupiah) per share, therefore, the total total proceeds to be received by the Company from the PUT II shall be Rp2,639,470,600,200 (two trillion six hundred thirty nine billion four hundred seventy million six hundred thousand two hundred Rupiah). Each holder of 3 (three) shares whose name is registered in the Company's Shareholder Register ("SR") as of December 12, 2017, at 16.00 Western Indonesian Time shall be entitled to 1 (one) Preemptive Right, where every 1 (one) Preemptive Right shall provide the holder with the right to subscribe to 1 (one) New Share, which shall be fully paid upon submission of the application to exercise the Preemptive Rights. In the event that shareholders own Preemptive Rights in fractional form, then, in accordance with the FSA Regulation No. 32/POJK.04/2015 regarding Capital Increase of a Public Company by way of Issuance of Preemptive Rights, the rights over such fraction of Preemptive Rights must be sold by the Company, and the proceeds of such sales shall be deposited to the Company's account. The Preemptive Rights shall be traded on the IDX for a period of 5 (five) Business Days from December 14, 2017 until December 20, 2017. Preemptive Rights that are not exercised until the end of the period referred to above shall be declared void. The shares to be issued in this PUT II shall have the same and equal rights in all matters with the Company's other issued and fully paid-up shares, namely the rights related to shares, including the right to cast vote in a General Meeting of Shareholders ("GMS"), the right to receive dividend distribution and bonus share distributions and preemptive rights.

Simultaneously with the PUT II, the Company shall issue a total of 4,399,117,667 (four billion three hundred ninety nine million one hundred seventeen thousand six hundred sixty seven) Series I Warrants, which represent 33.3% (thirty three point three three percent) of the total issued and paid-up capital as of the submission of the registration statement based on the assumption that the Series I Warrants are exercised prior to the PUT II. Every 1 (one) Right Share shall be accompanied by 1 (one) Series I Warrant granted to the Preemptive Right holders exercising their rights. The Series I Warrants may be exercised from July 1, 2018 until December 11, 2020, where each holder of 1 (one) Series I Warrant shall be entitled to purchase 1 (one) share of the Company, subject to the following provisions:

- Exercise Window I shall commence from July 1, 2018, until December 31, 2018, with the Exercise Price for the Warrant Exercise Window I of Rp625 (six hundred twenty five Rupiah) per share;
- Exercise Window II shall commence from January 1, 2019, until December 31, 2019, with the Exercise Price for the Warrant Exercise Window II of Rp650 (six hundred fifty) per share;
- Exercise Window III shall commence from January 1, 2020, until December 11, 2020, with the Exercise Price for the Warrant Exercise Window III of Rp675 (six hundred seventy five Rupiah) per share.

Therefore the maximum value of the Series I Warrants shall be 2,969,404,425,225 (two trillion nine hundred sixty nine billion four hundred four million four hundred twenty five thousand two hundred twenty five Rupiah).

In the event that the Series I Warrants are not exercised until the end of the exercise period, such Series I warrants shall be expired, without value and void. The shares issued from the exercise of Preemptive Rights and the Series I Warrants offered in the PUT II shall entirely consist of shares issued from the Company's portfolio and shall be listed on the Indonesia Stock Exchange. The shares to be issued in connection with the issuance of Series I Warrants shall have the same and equal rights in all matters with the Company's other issued and fully paid-up shares, namely the rights related to shares, including the right to cast vote in a General Meeting of Shareholders ("GMS"), the right to receive dividend distribution and bonus share distributions and preemptive rights.

Encore Energy Pte. Ltd., Clio Capital Ventures Ltd., PT Medco Duta and PT Multifabrindo Gemilang shall assign their Preemptive Rights to PT Medco Daya Abadi Lestari ("MDAL") pursuant to their respective Preemptive Rights Assignment Representation Letter dated November 21, 2017, in the amount of 2,521,736,389 (two billion five hundred twenty one million seven hundred thirty six thousand three hundred eighty nine) shares or Rp1,513,041,838,800 (one trillion five hundred thirteen billion forty one million eight hundred thirty eight thousand eight hundred Rupiah). MDAL has stated that MDAL shall exercise its Preemptive Rights totaling 221,873,615 (two hundred twenty one million eight hundred seventy three thousand six hundred fifteen) shares or Rp133,124,169,000 (one hundred thirty three billion one hundred twenty four million one hundred sixty nine thousand Rupiah) and that MDAL shall accept the assignment of Preemptive Rights and exercise the Preemptive Rights so assigned by Encore Energy Pte. Ltd., Clio Capital Ventures Ltd., PT Medco Duta and PT Multifabrindo Gemilang. MDAL has also represented the sufficiency of funds to exercise its Preemptive Rights based on the Rights Assignment Acceptance Representation Letter dated November 21, 2017. MDAL has also submitted the proof of fund sufficiency to the FSA in the form of financing commitment letter from Credit Suisse AG dated November 22, 2017, to provide a total financing of USD70,000,000 and the bank accounts under the name of MDAL on November 29, 2017, which proved the ownership of the funds in the said bank account in the total amount of USD60,011,592 in connection with the exercise of MDAL's Preemptive Rights and the Preemptive Rights received by MDAL from the assignment of Preemptive Rights from Encore Energy Pte. Ltd., Clio Capital Ventures Ltd., PT Medco Duta and PT Multifabrindo Gemilang.

In the event that the New Shares offered in this PUT II are not entirely subscribed or purchased by shareholders or Preemptive Right holders, such remaining shares shall be allocated to other shareholders or Preemptive Right holders whose subscriptions exceed their respective rights provided that in the event that the total subscriptions of New Shares unsubscribed exceed the available New Shares, such available New Shares shall be allocated proportionally in accordance with the total Preemptive Rights exercised by each shareholder or Preemptive Right holder requesting such additional New Shares at the offer price. If there are remaining New Shares from the total shares offered, the entire remaining shares shall be purchased by CLSA Limited ("CLSA") and PT Mandiri Sekuritas ("Mandiri") as the stand-by buyers of the remaining shares pursuant to the Agreement on Commitment to Purchase Unsubscribed Shares in connection with the Limited Public Offering II dated November 22, 2017, between the Company, CLSA Limited ("CLSA") and PT Mandiri Sekuritas ("Mandiri") ("Agreement on Commitment to Purchase Unsubscribed Shares"). CLSA and Mandiri have submitted the proof of fund sufficiency to the FSA on November 22, 2017. Under the proof of fund sufficiency submitted by CLSA, CLSA has stated that it will draw down the credit facility from Standard Chartered Bank in the amount of USD89,000,000. Mandiri has submitted the proof of fund sufficiency in the form of financial support from PT Bank Central Asia Tbk to grant a Money Market Line in the amount of Rp250,000,000,000 and statement of Net Adjusted Working Capital in the amount of Rp448,053,339,471.

With respect to the proofs of fund sufficiency submitted by CLSA, Mandiri and MDAL, assuming that the exchange rate of the United States of America would be no less than Rp13,500 per USD1, the funds stated on the proofs of fund sufficiency shall be sufficient to exercise the Company's Preemptive rights.

THE PREEMPTIVE RIGHTS SHALL BE TRADABLE ON OR OUTSIDE THE INDONESIA STOCK EXCHANGE FROM DECEMBER 14, 2017 UNTIL DECEMBER 20, 2017. THE OFFERING SHARES SHALL BE ENTIRELY LISTED ON THE STOCK EXCHANGE INDONESIA ON DECEMBER 14, 2017. THE LAST DATE TO EXERCISE THE PREEMPTIVE RIGHTS SHALL BE DECEMBER 20, 2017. PREEMPTIVE RIGHTS THAT ARE NOT EXERCISED ON SUCH DATE SHALL BE NULL AND VOID.

IMPORTANT NOTICE

THE PERCENTAGE OF SHARE OWNERSHIP OF SHAREHOLDERS WHO DO NOT EXERCISE THEIR RIGHTS IN THE PUT II SHALL BE SUBJECT TO A MAXIMUM DILUTION OF 24.81% (TWENTY FOUR POINT EIGHTY ONE PERCENT) PRIOR TO THE EXERCISE OF SERIES I WARRANTS AND 39.76% (THIRTY NINE POINT SEVENTY SIX PERCENT) SUBSEQUENT TO THE EXERCISE OF SERIES I WARRANTS.

THE COMPANY'S MAIN RISK EXPOSURE IS THAT THE COMPANY IS DEPENDENT ON ITS ABILITY TO PRODUCE, DEVELOP OR REPLACE EXISTING RESERVES AND DISCOVER NEW RESERVES FOR THE COMPANY'S BUSINESS ACTIVITIES.

INVESTORS PURCHASING THE SHARES ARE EXPOSED TO THE RISK THAT THE SHARES OFFERED IN THIS PUT II MAY NOT BE LIQUID DUE TO THE CONDITION OF THE INDONESIAN CAPITAL MARKET.

THE COMPANY SHALL NOT ISSUE A COLLECTIVE SHARE CERTIFICATE IN THIS PUT II, HOWEVER, THE SHARES SHALL BE ELECTRONICALLY DISTRIBUTED AND ADMINISTERED IN THE COLLECTIVE DEPOSITORY OF PT KUSTODIAN SENTRAL EFEK INDONESIA ("KSEI").

These Additions/Revisions to Information to Shareholder is issued in Jakarta on November 30, 2017

INDICATIVE SCHEDULE

Date of Extraordinary General Meeting of Shareholders ("EGMS")	:	November 2, 2017
Effective Date of the Registration Statement		November 29, 2017
Last Trading Date of Shares with Preemptive Rights (Cum-Right) on:		
- Regular and Negotiated Market		December 7, 2017
- Money market		December 12, 2017
Last Trading Date of Shares without Preemptive Rights (Ex-Right) on:		
- Regular and Negotiated Market		December 8, 2017
- Money market		December 13, 2017
Recording Date		December 12, 2017
Preemptive Right Distribution Date		December 13, 2017
Listing Date of New Right Shares on the IDX		December 14, 2017
Preemptive Right Trading Date		December 14-15, 18-20, 2017
Preemptive Right Exercise Date		December 14-15, 18-20, 2017
Delivery of Right Shares		December 18-22, 2017
Last date of payment of Additional Share subscriptions		December 22, 2017
Allotment Date of Additional Share subscriptions		December 27, 2017
Refund Date of unfulfilled Additional Share subscriptions		December 28, 2017
Series I Warrant Trading Period on:		
- Regular and Negotiated Market		December 14, 2017 – December 7, 2020
- Money market		December 14, 2017 – December 10, 2020
Series I Warrant Exercise Period		July 1, 2018 – December 11, 2020

PUBLIC OFFERING

In connection with the PUT II, the Company's shareholders have approved the proposed increase of capital by way of issuance of Preemptive Rights in the Extraordinary General Meeting of Shareholders ("EGMS") dated September 30, 2016, and the Company has obtained the approval of its shareholders to extend the PUT II period in the EGMS dated June 16, 2017, and has convened an EGMS on November 2, 2017, which adopted the resolution to increase the Company's issued and paid-up capital through the PUT II by issuing Preemptive Rights in a maximum sum of 4,450,000,000 (four billion four hundred fifty million) ordinary shares and the issuance of Warrants in a maximum sum of 4,450,000,000 (four billion four hundred fifty million) ordinary shares with a nominal value of Rp25 (twenty five Rupiah) per share as stipulated in the Deed of Meeting Resolutions No. 5, drawn up before Leolin Jayayanti, S.H., a Notary in Jakarta. The resolutions of such EGMSs have been announced on the Company's website (www.medcoenergi.com) and the IDX' website on November 3, 2017, in accordance with FSAR No. 32/2014.

The Board of Directors, on behalf of the Company, shall hereby conduct the PUT II to offer 4,399,117,667 (four billion three hundred ninety nine million one hundred seventeen six hundred sixty seven) ordinary shares ("New Shares") with a nominal value of Rp25 (twenty five Rupiah) per share. Each holder of 3 (three) shares whose name is registered in the Company's Shareholder Register ("SR") as of December 12, 2017, at 16.00 Western Indonesian Time shall be entitled to 1 (one) Preemptive Right, where every 1 (one) Preemptive Right shall provide the holder with the right to subscribe 1 (one) New Share at an Exercise Price of Rp600 (six hundred Rupiah) per share.

The total New Shares to be issued in the PUT II shall be the maximum number of shares to be entirely issued from portfolio and shall be listed on the IDX with due considerations to the prevailing laws and regulations. Total proceeds to be received by the Company from the PUT II shall be Rp2,639,470,600,200 (two trillion six hundred thirty nine billion four hundred seventy million six hundred thousand two hundred Rupiah).

The shares to be issued in this PUT II shall have the same and equal rights in all matters with the Company's other issued and fully paid-up shares, including the rights to receive dividends. Every Preemptive Right in fractional form shall be rounded down. In the event that shareholders own Preemptive Rights in fractional form, the rights over such fraction of securities must be sold by the Company, and the proceeds of such sales shall be deposited to the Company's account.

The Preemptive Rights shall be tradable on or outside the IDX in accordance with the FSAR No. 32/2015 for 5 (five) Business Days from December 14, 2017, until December 20, 2017. The Right Shares shall be listed on the IDX on December 14, 2017. The last date to exercise the Preemptive Rights shall be December 20, 2017. Preemptive rights that are not exercised on such date shall be null and void.

Simultaneously with the PUT II, the Company shall issue a total of 4,399,117,667 (four billion three hundred ninety nine million one hundred seventeen thousand six hundred sixty seven) Series I Warrants, which represent 33.3% (thirty three point three three percent) of the total issued and paid-up capital as of the submission of the registration statement based on the assumption that the Series I Warrants are exercised prior to the PUT II. Every 1 (one) Right Share shall be accompanied by 1 (one) Series I Warrant granted to the Preemptive Right holders exercising their rights. The Series I Warrants may be exercised from July 1, 2018 until December 11, 2020, where each holder of 1 (one) Series I Warrant shall be entitled to purchase 1 (one) share of the Company, subject to the following provisions:

- Exercise Window I shall commence from July 1, 2018, until December 31, 2018, with the Exercise Price for the Warrant Exercise Window I of Rp625 (six hundred twenty five Rupiah) per share;
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- Exercise Window III shall commence from January 1, 2020, until December 11, 2020, with the Exercise Price for the Warrant Exercise Window III of Rp675 (six hundred seventy five Rupiah) per share.

In the event that the Series I Warrants are not exercised until the end of the exercise period, such Series I warrants shall be expired, without value and void. The shares issued from the exercise of Series I Warrants offered in PUT II shall entirely consist of shares issued from the Company's portfolio and shall be listed on the Indonesia Stock Exchange. The shares to be issued in connection with the issuance of Series I Warrants shall have the same and equal rights in all matters with the Company's other issued and fully paid-up shares, namely the rights related to shares, including the right to cast vote in a General Meeting of Shareholders ("GMS"), the right to receive dividend distribution and bonus share distributions and preemptive rights.

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In the event that the New Shares offered in this PUT II are not entirely subscribed or purchased by shareholders or Preemptive Right holders, such remaining shares shall be allocated to other shareholders or Preemptive Right holders whose subscriptions exceed their respective rights provided that in the event that the total subscriptions of New Shares unsubscribed exceed the available New Shares, such available New Shares shall be allocated proportionally in accordance with the total Preemptive Rights exercised by each shareholder or Preemptive Right holder requesting such additional New Shares at the offer price. If there are remaining New Shares from the total shares offered, the entire remaining shares shall be purchased by CLSA Limited ("CLSA") and PT Mandiri Sekuritas ("Mandiri") as the stand-by buyers of the remaining shares pursuant to the Agreement on Commitment to Purchase Unsubscribed Shares in connection with the Limited Public Offering II dated November 22, 2017, between the Company, CLSA Limited ("CLSA") and PT Mandiri Sekuritas ("Mandiri") ("Agreement on Commitment to Purchase Unsubscribed Shares"). CLSA and Mandiri have submitted the proof of fund sufficiency to the FSA on November 22, 2017. Under the proof of fund sufficiency submitted by CLSA, CLSA has stated that it will draw down the credit facility from Standard Chartered Bank in the amount of USD89,000,000. Mandiri has submitted the proof of fund sufficiency in the form of financial support from PT Bank Central Asia Tbk to grant a Money Market Line in the amount of Rp250,000,000,000 and statement of Net Adjusted Working Capital in the amount of Rp448,053,339,471.

With respect to the proofs of fund sufficiency submitted by CLSA, Mandiri and MDAL, assuming that the exchange rate of the United States of America would be no less than Rp13,500 per USD1, the funds stated on the proofs of fund sufficiency shall be sufficient to exercise the Company's Preemptive rights.

The Company's Capital Structure and Shareholder Composition

Pursuant to the Deed No. 95/2015 and the Deed No. 30/2017 and the Company's shareholder composition based on the Shareholder Register as of November, 2017, as issued by the SAB, the Company's shareholder composition is as follows:

Description and Information	Nominal Value of Rp25 per share		
	Total Shares	Total Nominal Value (Rp)	(%)
Authorized Capital	38,000,000,000	950,000,000,000	
Issued and Paid-Up Capital			
Encore Energy Pte. Ltd.	4,760,709,492	119,017,737,300	35.71
Clio Capital Ventures Ltd.	2,763,255,200	69,081,380,000	20.73
Diamond Bridge Pte. Ltd.	1,331,241,688	33,281,042,200	9.99
PT Medco Daya Abadi Lestari	665,620,844	16,640,521,100	4.99
PT Medco Duta	33,244,500	831,112,500	0.25
PT Multifabrindo Gemilang	8,000,000	200,000,000	0.06
Public (each below 5%)	3,635,281,276	90,882,031,900	27.27
	13,197,353,000	329,933,825,000	99.01
Treasury Stock	132,452,800	3,311,320,000	0.99
Total Issued and Paid-Up Capital	13,329,805,800	333,245,145,000	100.00
Shares in Portfolio	24,670,194,200	616,754,855,000	

Assuming that the Preemptive Rights offered in this PUT are entirely exercised by the Company's shareholders, except the Company's shareholders that have represented the assignment of their rights, the Company's proforma capital structure and shareholder composition prior and subsequent to the PUT II shall be as follows:

Description and Information	Nominal Value Rp25 per share					
	Prior to PUT II			Subsequent to PUT II		
	Total Shares	Total Nominal Value (Rp)	%	Total Shares	Total Nominal Value (Rp)	%
Authorized Capital	38,000,000,000	950,000,000,000		38,000,000,000	950,000,000,000	
Issued and Paid-Up Capital						
Encore Energy Pte. Ltd.	4,760,709,492	119,017,737,300	35.71	4,760,709,492	119,017,737,300	26.85
Clio Capital Ventures Ltd.	2,763,255,200	69,081,380,000	20.73	2,763,255,200	69,081,380,000	15.59
Diamond Bridge Pte. Ltd.	1,331,241,688	33,281,042,200	9.99	1,774,988,917	44,374,722,925	10.01
PT Medco Daya Abadi Lestari	665,620,844	16,640,521,100	4.99	3,409,230,857	85,230,771,425	19.23
PT Medco Duta	33,244,500	831,112,500	0.25	33,244,500	831,112,500	0.19
PT Multifabrindo Gemilang	8,000,000	200,000,000	0.06	8,000,000	200,000,000	0.05
Public (each below 5%)	3,635,281,276	90,882,031,900	27.27	4,847,041,701	121,176,042,525	27.34
	13,197,353,000	329,933,825,000	99.01	17,596,470,667	439,911,766,675	99.25
Treasury Stock	132,452,800	3,311,320,000	0.99	132,452,800	3,311,320,000	0.75
Total Issued and Paid-Up Capital	13,329,805,800	333,245,145,000	100.00	17,728,923,467	443,223,086,675	100.00
Shares in Portfolio	24,670,194,200	616,754,855,000		20,271,076,533	506,776,913,325	

In the event that the entire Preemptive Rights offered in this PUT II are not subscribed by the Company's shareholders, except by the Company's shareholder that has represented its commitment to exercise its rights and accepts and exercise the assignment of rights, then, the stand-by buyer shall purchase the entire remaining unsubscribed shares, and therefore, the Company's proforma capital structure and shareholder composition prior and subsequent to the PUT II shall be as follows:

Description and Information	Nominal Value Rp25 per share					
	Prior to PUT II			Subsequent to PUT II		
	Total Shares	Total Nominal Value (Rp)	%	Total Shares	Total Nominal Value (Rp)	%
Authorized Capital	38,000,000,000	950,000,000,000		38,000,000,000	950,000,000,000	
Issued and Paid-Up Capital						
Encore Energy Pte. Ltd.	4,760,709,492	119,017,737,300	35.71	4,760,709,492	119,017,737,300	26.85
Clio Capital Ventures Ltd.	2,763,255,200	69,081,380,000	20.73	2,763,255,200	69,081,380,000	15.59
Diamond Bridge Pte. Ltd.	1,331,241,688	33,281,042,200	9.99	1,331,241,688	33,281,042,200	7.51
PT Medco Daya Abadi Lestari	665,620,844	16,640,521,100	4.99	3,409,230,857	85,230,771,425	19.23
PT Medco Duta	33,244,500	831,112,500	0.25	33,244,500	831,112,500	0.19
PT Multifabrindo Gemilang	8,000,000	200,000,000	0.06	8,000,000	200,000,000	0.05
Stand-by Buyers	-	-	-	1,655,507,654	41,387,691,350	9.34
Public (each below 5%)	3,635,281,276	90,882,031,900	27.27	3,631,781,776	90,794,544,400	20.50
	13,197,353,000	329,933,825,000	99.01	17,596,470,667	439,911,766,675	99.25
Treasury Stock	132,452,800	3,311,320,000	0.99	132,452,800	3,311,320,000	0.75
Total Issued and Paid-Up Capital	13,329,805,800	333,245,145,000	100.00	17,728,923,467	443,223,086,675	100.00
Shares in Portfolio	24,670,194,200	616,754,855,000		20,271,076,533	506,776,913,325	

In the event that the entire Preemptive Rights offered in this PUT II are fully exercised by the Company's shareholders, except the Company's shareholders that have represented the assignment of their rights, and assuming that all Series I Warrants are exercised by the Series I Warrant holders, the Company's proforma capital structure and shareholder composition subsequent to the PUT II and the exercise of Series I Warrants on a proforma basis shall be as follows:

Description and Information	Nominal Value Rp25 per share					
	Prior to PUT II			Subsequent to PUT II and Exercise of Series I Warrants		
	Total Shares	Total Nominal Value (Rp)	%	Total Shares	Total Nominal Value (Rp)	%
Authorized Capital	38,000,000,000	950,000,000,000		38,000,000,000	950,000,000,000	
Issued and Paid-Up Capital						
Encore Energy Pte. Ltd.	4,760,709,492	119,017,737,300	26.85	4,760,709,492	119,017,737,300	21.51
Clio Capital Ventures Ltd	2,763,255,200	69,081,380,000	15.59	2,763,255,200	69,081,380,000	12.49
Diamond Bridge Pte. Ltd.	1,774,988,917	44,374,722,925	10.01	2,218,736,146	55,468,403,650	10.03
PT Medco Daya Abadi Lestari	3,409,230,857	85,230,771,425	19.23	6,152,840,870	153,821,021,750	27.81
PT Medco Duta	33,244,500	831,112,500	0.19	33,244,500	831,112,500	0.15
PT Multifabrinindo Gemilang	8,000,000	200,000,000	0.05	8,000,000	200,000,000	0.04
Public (each below 5%)	4,847,041,701	121,176,042,525	27.34	6,058,802,126	151,470,053,150	27.38
	17,596,470,667	439,911,766,675	99.25	21,995,588,334	549,889,708,350	99.40
Treasury Stock	132,452,800	3,311,320,000	0.75	132,452,800	3,311,320,000	0.60
Total Issued and Paid-Up Capital	17,728,923,467	443,223,086,675	100.00	22,128,041,134	553,201,028,350	100.00
Shares in Portfolio	20,271,076,533	506,776,913,325		15,871,958,866	396,798,971,650	

In the event that the Preemptive Rights offered in this PUT II are not fully subscribed by the Company's shareholders, except by the Company's shareholder that has represented its commitment to exercise its rights and accepts and exercise the assignment of rights, then, the stand-by buyer shall purchase the entire remaining unsubscribed shares, and assuming that all Series I Warrants are exercised by the Series I Warrant holders, the Company's proforma capital structure and shareholder composition subsequent to the PUT II and the exercise of Series I Warrants on a proforma basis shall be as follows:

Description and Information	Nominal Value Rp25 per share					
	Prior to PUT II			Subsequent to PUT II and Exercise of Series I Warrants		
	Total Shares	Total Nominal Value (Rp)	%	Total Shares	Total Nominal Value (Rp)	%
Authorized Capital	38,000,000,000	950,000,000,000		38,000,000,000	950,000,000,000	
Issued and Paid-Up Capital						
Encore Energy Pte. Ltd.	4,760,709,492	119,017,737,300	26.85	4,760,709,492	119,017,737,300	21.51
Clio Capital Ventures Ltd	2,763,255,200	69,081,380,000	15.59	2,763,255,200	69,081,380,000	12.49
Diamond Bridge Pte. Ltd.	1,331,241,688	33,281,042,200	7.51	1,331,241,688	33,281,042,200	6.02
PT Medco Daya Abadi Lestari	3,409,230,857	85,230,771,425	19.23	6,152,840,870	153,821,021,750	27.81
PT Medco Duta	33,244,500	831,112,500	0.19	33,244,500	831,112,500	0.15
PT Multifabrinindo Gemilang	8,000,000	200,000,000	0.05	8,000,000	200,000,000	0.04
Stand-by Buyers	1,655,507,654	41,387,691,350	9.34	3,311,015,308	82,775,382,700	14.96
Public (each below 5%)	3,635,281,276	90,882,031,900	20.50	3,635,281,276	90,882,031,900	16.43
	17,596,470,667	439,911,766,675	99.25	21,995,588,334	549,889,708,350	99.40
Treasury Stock	132,452,800	3,311,320,000	0.75	132,452,800	3,311,320,000	0.60
Total Issued and Paid-Up Capital	17,728,923,467	443,223,086,675	100.00	22,128,041,134	553,201,028,350	100.00
Shares in Portfolio	20,271,076,533	506,776,913,325		15,871,958,866	396,798,971,650	

The percentage of share ownership of shareholders who do not exercise their rights in the PUT II shall be subject to a maximum dilution of 24.81% (twenty four point eighty one percent) subsequent to the PUT II and prior to the exercise of Series I Warrants and 39.76% (thirty nine point seven six percent) subsequent to the PUT II and the exercise of Series I Warrants.

DESCRIPTION OF THE PREEMPTIVE RIGHTS

a. Shareholders eligible to receive Preemptive Rights

The Company's Shareholders whose names are duly registered in the Company's SR as of December 12, 2017, at 16.00 Western Indonesian Time shall be entitled to purchase shares, provided that each holder of 3 shares shall be entitled to 1 Preemptive Right, where every 1 Preemptive Right shall provide the holder with the right to subscribe 1 New Share with a nominal value of Rp25 per share at an Exercise Price ranging of Rp600 (six hundred Rupiah) per share.

b. Legitimate Preemptive Right Holders

The legitimate Preemptive Right Holders are:

- i. The Company's eligible holders of Preemptive rights who do not sell their Preemptive Rights, or

- ii. The last buyers/holders of Preemptive Rights whose names are stated on the Preemptive Rights Certificate; or
- iii. The Holders of Preemptive Rights administered in the Collective Depository of KSEI, up to the last date of the Preemptive Right trading period.

c. Preemptive Right Trading

The Preemptive Right holders may trade their Preemptive Rights during the Preemptive Right trading period, i.e., from December 14, 2017 - December 20, 2017.

The trading of Preemptive Rights shall duly observe the prevailing laws and regulations in the Unified State of the Republic of Indonesia, including but not limited to, tax regulations and the capital market regulations, including the regulations of the stock exchange where such Preemptive Rights are traded. Should the Preemptive Right holders have any doubt on the appropriate decisions to be made, they are advised to consult, at their own costs, investment advisors, stock broker dealers, investment managers, legal advisors, public accountants or other professional advisors.

Preemptive Rights administered in the Collective Depository at KSEI and in the form of Preemptive Right Certificates may solely be traded off-exchange.

Settlement of Preemptive Right off-exchange trading shall be made by way of book-entry settlements of securities accounts under the name of Custodian Banks or Securities Companies at KSEI.

All costs and taxes that may arise from the trading and transfer of Preemptive Rights shall be the responsibilities and expense of the Preemptive Right holders or prospective Preemptive Right holders.

Pursuant to the IDX Decision Letter No. SK. KEP-00071/BEI/11-2013, one Preemptive Right unit of trading is set to be 100 Preemptive Rights. Trading of Preemptive Rights in the amount other than the unit of trading shall be carried out on the Negotiated Market with reference to the Preemptive Right price formed. The Preemptive Right trading shall be conducted on every exchange day from 09.00 until 12.00 of the Jakarta Automated Trading System ("JATS"), except for Friday, where trading shall be conducted from 09.00 until 11.30 of JATS. The settlement of exchange transactions of Preemptive Rights shall be conducted on the same exchange day on which the exchange transaction takes place (T+0), by no later than 16.15 Western Indonesian Time. The Preemptive Rights holders intending to transfer their Preemptive Rights may do so through the Members of the Stock Exchange or Custodian Banks.

The Preemptive Rights holders intending to transfer their Preemptive Rights may do so through the Members of the Stock Exchange or Custodian Banks.

d. Preemptive Right Form

For the Company's shareholders whose shares are not administered in the Collective Depository at KSEI, the Company shall issue Preemptive Rights Certificates that state the name and address of the Preemptive Right Holders, the number of shares held, total Preemptive Rights available to subscribe Right Shares, total Right Shares to be subscribed, total price to be paid, total additional Right Share subscription, endorsement column and other necessary information.

For Shareholders whose shares are administered in the Collective Depository system at KSEI, the Company shall not issue any Preemptive Right Certificate, but shall credit the Preemptive Rights to the Securities Accounts under the name of the Custodian Bank or Member of the Stock Exchange appointed by each shareholder at KSEI.

e. Preemptive Right Certificate Split Request

Holders of Preemptive Right Certificates intending to sell or transfer a portion of their Preemptive Rights may contact the Company's SAB to obtain the desired Preemptive Right denomination. The Preemptive Right holders may split their Preemptive Right certificates from December 14, 2017 - December 20, 2017.

Each split shall be subject to a charge of Rp11,000 (eleven thousand Rupiah) per each new Preemptive Rights Certificate as a result of such split, which shall be borne by the applicant. The cost referred to above is inclusive of Value Added Tax.

f. Preemptive Right Value

The value of Preemptive Rights offered by the legitimate Preemptive Right holders may differ from one Preemptive Right to another, based on the existing market demand and supply upon offering.

The theoretical calculation of Preemptive Rights in this PUT II is presented below. The below calculation is solely a theoretical illustration and is not intended as a guarantee or estimate of the Preemptive Right value. The illustration is provided to provide a general overview on the calculation of Preemptive Right value.

Assumed market price per share	=	Rp a
PUT II Share Price	=	Rp b
Total outstanding shares prior to the PUT II	=	A
Total shares offered in the PUT II	=	B
Total outstanding shares subsequent to the PUT II	=	A + B
Theoretical price of new share	=	$\frac{(Rp\ a \times A) + (Rp\ b \times B)}{(A + B)}$
	=	Rp c
Theoretical price of Preemptive Right	=	Rp a – Rp c

g. Fraction of Preemptive Rights

In accordance with the FSAR No. 32/POJK.04/2015, the rights over such fraction of Preemptive Rights must be sold by the Company, and the proceeds of such sales shall be deposited to the Company's account.

h. Use of Preemptive Right Certificates

The Preemptive Right Certificate is the evidence of rights granted by the Company to the holders to purchase New Shares offered by the Company in the PUT II, which are issued for eligible shareholders that have not made any share conversion. The Preemptive Right Certificates cannot be exchanged with cash or any other items to the Company, and cannot be traded in the form of photocopies. The Preemptive Right ownership evidence for holders of Preemptive Rights in the Collective Custody of KSEI shall be provided by KSEI through their respective Members of Stock Exchange or Custodian Banks.

DESCRIPTION OF SERIES I WARRANTS

The Company shall issue a total of 4,399,117,667 (four billion three hundred ninety nine million one hundred seventeen thousand six hundred sixty seven) Series I Warrants, which represent 33.3% (thirty three point three three percent) of the total issued and paid-up capital as of the submission of the registration statement based on the assumption that the Series I Warrants are exercised prior to the PUT II. Every 1 (one) Right Share shall be accompanied by 1 (one) Series I Warrant granted to the Preemptive Right holders exercising their rights. The Series I Warrants may be exercised from July 1, 2018 until December 11, 2020, where each holder of 1 (one) Series I Warrant shall be entitled to purchase 1 (one) share of the Company, subject to the following provisions:

- Exercise Window I shall commence from July 1, 2018, until December 31, 2018, with the Exercise Price for the Warrant Exercise Window I of Rp625 (six hundred twenty five Rupiah) per share;
- Exercise Window II shall commence from January 1, 2019, until December 31, 2019, with the Exercise Price for the Warrant Exercise Window II of Rp650 (six hundred fifty) per share;
- Exercise Window III shall commence from January 1, 2020, until December 11, 2020, with the Exercise Price for the Warrant Exercise Window III of Rp675 (six hundred seventy five Rupiah) per share.

The Series I Warrants may be exercised during the validity period of the Series I Warrants, which shall be from July 1, 2018 until December 11, 2020, where every holder of 1 (one) Series I Warrant shall have the right to purchase 1 (one) share of the Company. The Holders of Series I Warrants shall not be entitled to the rights of a shareholder, including the right to receive dividends, for as long as such Series I Warrants have not been converted into shares. Series I Warrants that are not exercised after the validity period shall be expired, void and have no value, in accordance with the Deed of Announcement of Issuance of Series I Warrants. In accordance with the Financial Services Authority Regulation No. 32/POJK/04/2015, the total Series I Warrants issued and outstanding warrants shall not exceed 35% (thirty five percent) of the total issued and fully paid-up shares as of the date of the Registration Statement. The following table sets forth the total warrants issued by the Company and the percentage to total issued and fully paid-up shares as of the submission of the Registration Statement:

Description	Total
Total Series I Warrants issued shall be a maximum of	4,399,117,667
Total Issued and Paid-Up Capital	13,329,805,800
Maximum warrants to be issued in accordance with FSAR No. 32/2015.	4,665,432,030
Total warrants to total shares	33.33%

The description of warrants set forth below are the main provisions of the Deed of Announcement of Issuance of Series I Warrants, but does not constitute a complete copy of all the terms and conditions stipulated in the aforementioned

deed. The complete copy may be obtained or read at the Company's office and the Series I Warrants Administration Management Manager's office on every business day during office hours.

1. Definition

- a. The Series I Warrants shall mean the Series I Warrants Collective Certificate or an evidence of ownership that provides the holder with the right to purchase the Right Shares in accordance with the Terms and Conditions of the Issuance of Series I Warrants and with due consideration to the Capital Market regulations.
- b. The Series I Warrants Collective Certificate shall represent the evidence of ownership of a certain number of Series I Warrants issued by the Company, which contains the serial number, name, address, date of issuance, and the number of warrants as well as other information relating to the Series I Warrants;
- c. The exercise of Series I Warrants shall mean the exercise of the right to purchase new shares by the Holders of Series I Warrants;
- d. The Exercise Price shall mean the price per share that must be paid upon exercise of the Series I Warrants in accordance with the Terms and Conditions;
- e. The Right Shares shall mean the Shares issued from the Company's portfolio as a result of the exercise of the Series I Warrants and shall consist of the Company's issued and paid-up shares that shall be a part of the Company's share capital, and shall provide the holders with the rights that are equal to the rights of the Company's existing shareholders.

2. Rights of Series I Warrants

The Series I Warrants shall be issued together with the Ordinary Registered Shares resulting from the exercise of Preemptive Right where every 1 (one) Right Shares shall be accompanied by 1 (one) Series I Warrants for the holders of Preemptive Rights exercising their Preemptive Rights. The Series I Warrants are securities that provide the holders with the right to purchase the Company's shares with a nominal value of Rp25 (twenty five Rupiah) per share. The Exercise Price of Series I Warrants shall consist of 3 (three) exercise windows, subject to the following provisions:

- The Exercise Window I shall commence from July 1, 2018, until December 31, 2018, with the Exercise Price for the Warrant Exercise Window I of Rp625 (six hundred twenty five Rupiah) per share;
- The Exercise Window II shall commence from January 1, 2019, until December 31, 2019, with the Exercise Price for the Warrant Exercise Window II ranging of Rp650 (six hundred fifty Rupiah) per share;
- The Exercise Window III shall commence from January 1, 2020, until December 11, 2020, with the Exercise Price for the Warrant Exercise Window III of Rp675 (six hundred seventy five Rupiah) per share.

The Series I Warrants to be issued shall be registered warrants in the Series I Warrants Holder Register, and shall be tradable on the Stock Exchange during the Series I Warrants trading period, which shall commence on the listing date of the Series I Warrants on the Stock Exchange in accordance with the prevailing regulations.

3. Form and Denomination

The Company may issue the Series I Warrants in 2 (two) forms as described below:

- a. For the Eligible Shareholders whose shares are administered in the collective depository at KSEI, the Company shall not issue any Series I Warrants Collective Certificate, but shall distribute such warrants electronically by crediting the Series I Warrants to the Securities Account under the name of the Custodian Bank or the Securities Company appointed by each holder of Series I Warrants at KSEI and shall be proven by the Series I Warrants Confirmation Letter;
- b. For the Eligible Shareholders whose shares are not administered in the collective depository at KSEI, the Series I Warrants shall be issued in the form of Series I Warrants Collective Certificate, which shall state the Amount of Series I Warrants, marked with serial number and signed in accordance with the provisions of the Company's Articles of Association, one and another with due considerations to the Capital Market Regulations.

Subsequent to the Series I Warrants Exercise Period, every unexercised Series I Warrant shall expire, have no value and void for any purpose whatsoever, and the Holders of Series I Warrants shall not be able to claim any damages or compensations in any amount whatsoever and on any grounds whatsoever to the Company, and the Company shall no longer have the obligation to issue New Shares for the exercise of series I Warrants.

The holders of Series I Warrants shall not have voting rights in the Company's General Meeting of Shareholders, shall not have the right to receive bonus shares from capital paid in excess of par value and dividend shares from capitalization of income, and therefore shall not be entitled to any preemptive right that may be issued by the Company in the future for as long as their Series I Warrants are not yet exercised.

4. Right to Purchase the Company's Shares

Every Holder of Series I Warrants may exercise the Series I Warrants in accordance with the following procedures:

- a. For Holders of Series I Warrants whose warrants are administered in the collective custody at KSEI, the rights to purchase the New Shares from the Exercise of Series I Warrants shall be exercised by issuing instruction to KSEI through the securities companies and/or custodian bank appointed as their securities manager.
- b. For Holders of Series I Warrants in certificated form/Series I Warrants Collective Certificate, the rights to purchase the New Shares from the Exercise of Series I Warrants shall be exercised through the Series I Warrants Administration Manager.

5. Term of Series I Warrants

The term of the Series I Warrants shall be 3 (three) years from the listing date of the Series I Warrants on the IDX, namely from December 14, 2017, until December 11, 2020.

6. Notices on Changes to the Statement of Series I Warrants

With due considerations to the prevailing Laws and Regulations, the Company may make changes to the Issuance of Series I Warrants, with the exception of the Exercise Period, subject to the following provisions:

- a. Approval of the Series I Warrants representing more than 50% (fifty percent) of Series I Warrants;
- b. The Company shall announce the changes to the Issuance of Series I Warrants in 2 (two) national daily newspapers published in the Indonesian language, one of which shall have a circulation at the Company's place of domicile, by no later than 30 (thirty) calendar days prior to the signing of amendment to the issuance of Series I Warrants, and in the event that within 21 (twenty one) calendar days subsequent to the aforementioned announcement more than 50% (fifty percent) of the Holders of Series I Warrants do not express their written objections or provide written responses to the Company, the Holders of Series I Warrants shall be deemed to have approved such proposed changes.
- c. Every amendment to the Series I Warrants shall be made by a notarial deed and such amendment shall be binding to the Company and the Holders of Series I Warrants with due considerations to the terms and conditions in the Issuance of Series I Warrants and the Terms and Conditions, the Capital Market Regulations and KSEI Regulations.

7. Series I Warrant Trading Period

The Series I Warrants trading period shall be every exchange day, commencing on the listing date of the Series I Warrants on the Indonesia Stock Exchange, namely from December 14, 2017 until December 7, 2020 on the Regular Market; from December 14, 2017 until December 10, 2020, on the Money Market.

8. Series I Warrant Exercise Validity Period

The exercise validity period shall be every Exchange Day commencing from July 1, 2018 until December 11, 2020. The Holders of Series I Warrants shall have the right to convert a portion or all of their warrants into new shares. If the market price of the Company's shares become lower than the Exercise Price, the Holders of Series I Warrants shall have the right not to convert their warrants into new shares, since theoretically the Series I Warrants issued by the Company shall be of no value. Subsequent to the Series I Warrants Exercise Period, every unexercised Series I Warrant shall expire, have no value and void for any purpose whatsoever, and the Holders of Series I Warrants shall not be able to claim any damages or compensations in any form whatsoever to the Company.

9. Series I Warrant Exercise Procedures

For Series I Warrants in certificated forms (outside collective depository):

- a. During the general business hours during the Exercise Period, every Holder of Series I Warrants may exercise the Series I Warrants into new shares in accordance with the terms and conditions stipulated in the Deed of Series I Warrants Issuance.
- b. The exercise of Series I Warrants may be carried out at the head office of the Series I Warrants Administration Manager.
- c. On the Exercise Date, the Holders of Series I Warrants intending to exercise their Series I Warrants into new shares shall submit the Exercise Documents to the Series I Warrants Administration Manager.
 - i. The Exercise Form attached to each Series I Warrants Collective Certificate with due considerations to KSEI regulations.
 - ii. The Exercise Price Payment Evidence, as a proof of payment of the Exercise Price by the Holders of Series I Warrants to the Company.

- The Series I Warrants Administration Manager shall provide a receipt of the Exercise Documents for the submission of such Exercise Documents (hereinafter referred as the "Exercise Document Receipt").
- d. The Exercise Documents received by the Series I Warrants Administration Manager cannot be retracted.
 - e. The Holders of series I Warrants that fail to submit the Exercise Documents during the exercise period shall no longer be entitled to exercise the Series I Warrants into shares.
 - f. Within a period of 1 (one) Business Day after the Series I Warrants Administration Manager receives the Exercise Documents, the Series I Warrants Administration Manager shall review the completeness of Exercise Documents and confirm that the Holders of the Series I Warrants are registered in the Series I Warrant Holders Register. On the next Business Day, the Series I Warrants Administration Manager shall request a confirmation from the Company that the payment of Exercise Price is received in good funds and request the Company's approval to exercise the Series I Warrants, and on the next Business Day, the Company shall provide the approval regarding the above matters to the Series I Warrants Administration Manager.
 - g. The Company shall open a special bank account to deposit the payment of Exercise Price and other costs in connection with the Exercise of Series I Warrants. In the event of any change to the special bank account, the Company shall, through the Series I Warrants Administration Manager, inform the Holders of the Series I Warrants in accordance with the requirements set forth in the Terms and Conditions regarding Notices to Series I Warrant Holders.
 - h. In the event of an exercise of a portion of the Series I Warrants represented in a Series I Warrants Collective Certificate, such certificate shall first be split, and the costs incurred pursuant to the split of certificate shall be borne by the concerned Holders of Series I Warrants. The Series I Warrants Administration Manager shall subsequently issue a new Series I Warrant Collective Certificate in the amount equals to the Series I Warrants that are not or are not yet exercised pursuant to the requirements set forth in the Terms and Conditions regarding the Series I Warrants Exercise Procedures.
 - i. The Right Shares held by the holders shall have the same and equal rights with other shares issued by the Company.
 - j. The Company shall bear all costs relating to the exercise of Series I Warrants into new shares and the registration of the Right shares on the Stock Exchange.
 - k. In the event of any adjustment to the Series I Warrant Exercise ratio, pursuant to the provisions set forth in the Terms and Conditions regarding Adjustment of Exercise Price and Amount of Series I Warrants, the Company shall immediately inform the Series I Warrant Exercise Ratio to the Series I Warrants Administration Manager in writing (including a brief statement of the facts that renders such adjustment necessary). The notice shall be delivered within a period of no more than 30 (thirty) calendar days following the receipt of facts that renders such adjustment necessary, and such adjustment shall be effective in accordance with the Terms and Conditions regarding Notices to Holders of Series I Warrants.
 - l. Subsequent to the Maturity Date of the Exercise of Series I Warrants, Series I Warrants that are not exercised by the Holders of Series I Warrants cannot be exercised by the Holders and the Holders of Series I Warrants shall not be able to claim any damages or compensations in any form whatsoever to the Company. For Series I Warrants in electronic form (in the collective depository at KSEI).
 - i. The Holders of Series I Warrants may submit the application to exercise the Series I Warrants through the participants (account holders at KSEI) to KSEI by providing the funds and their Series I Warrants in the account/sub-account upon submission of the exercise application to KSEI.
 - ii. On the same Exchange Day of the application submission, KSEI shall review the exercise requirements and deposit the funds to KSEI's accounts at its bank of choice.
 - iii. On the next Business Day subsequent to the application submission, KSEI shall transfer the fund from KSEI's bank account to the Company's bank account using the RTGS facility (the fund will be effective on the same day).
 - iv. On the same Business Day that KSEI transfers the funds to the Company's bank account, KSEI shall deliver the followings to the SAB:
 - A register of itemized exercise instructions received by KSEI on 1 (one) prior Exchange Day, including the complete supporting data (identity number, name, address, status of citizenship, and place of domicile) of the Series I Warrants exercising their Series I Warrants;
 - Transfer slip or evidence of transfer to the Company's bank account using the RTGS facility by KSEI;
 - The instruction to deposit the Right Shares to the special account provided by KSEI.
 - v. The SAB shall review the Exercise Documents and transfer slip received by KSEI based on the Company's bank statements from the bank appointed by the Company. Reconciliation of the funds from the bank statements provided by KSEI.
 - vi. The SAB shall deliver a report on the application to exercise the Series I Warrants to the Company.
 - vii. By no later than 2 (two) Business Days following the receipt of such applications by KSEI and the effective receipt of the funds in the Company's bank account, the SAB shall issue/deposit the shares from the exercise of Series I Warrants to the special bank account prepared by KSEI and KSEI shall distribute such shares through the C-BEST system.

10. Payment of Series I Warrant Exercise Price

The Holders of Series I Warrants exercising the Series I Warrants into shares may pay the Exercise Price by cheques, demand deposit slip, bank transfer, book-entry settlement or cash deposit that shall be in good funds in the Company's bank account:

PT Bank Mandiri (Persero) Tbk
Branch: The Energy Building
Account Number: 102-00-00771771
Under the name of: PT MEDCO ENERGI INTERNASIONAL Tbk

In this regard, all bank charges incurred in relation to the Exercise of Series I Warrants shall be borne by the Holders of Series I Warrants.

11. Adjustment to the Amount and Exercise Price of Series I Warrant

In the event that the Company performs any action that result in a change to the total capital and the Exercise Price of the Series I Warrants that results in changes to the Series I Warrants, which may result in fractions of the new Exercise Price and amount of the Series I Warrants, the Company shall round down such fractions. The adjustment to the Amount and Exercise Price of the Series I Warrants shall be conducted in the event of the followings:

In the event of a change of the nominal value of the Company's shares as a result of a merger, amalgamation, or stock split, the followings shall apply:

$$\text{New Exercise Price} = \frac{\text{New nominal price per share}}{\text{Previous nominal price per share}} \times A$$

$$\text{New Total Series I Warrants} = \frac{\text{Previous nominal price per share}}{\text{New nominal price per share}} \times B$$

New Exercise Price = New nominal price per share X A Previous Nominal price per share
Total New Series I Warrants = New nominal price per share X B Previous Nominal price per share

A = Previous Exercise Price of Series I Warrants

B = Total initial outstanding Series I Warrants

The adjustment shall be effective upon commencement of trading with the new nominal value, which shall be announced in 2 (two) newspapers published in the Indonesian language with national circulation.

12. Status of Series I Warrants

The Series I Warrants to be issued shall be registered warrants that are tradable for 3 (three) years subsequent to the listing date on the Stock Exchange, the Series I Warrants shall have serial numbers and shall be signed by the President Commissioner and President Director with due considerations to the Company's Articles of Association and the prevailing laws and regulations in Indonesia. The Series I Warrant Collective Certificate shall be a certificate issued by the Company, which serves as an evidence of ownership of more than 1 (one) Series I Warrant owned by a Holder of Series I Warrants, which shall state the respective amount of the Series I Warrants. The holders of Series I Warrants shall not have voting rights in the Company's General Meeting of Shareholders and shall not have the right to receive dividends in any form whatsoever, shall not have the right to receive bonus shares from capital paid in excess of par value and dividend shares from capitalization of income, and other rights inherent to the Company's ordinary shares for as long as their Series I Warrants are not yet exercised into shares.

13. Status of Shares from the Exercise of Series I Warrants

The Right Shares to be issued from the Company's portfolio as a result of the exercise of the Series I Warrants shall be fully-paid shares that shall be a part of the Company's share capital. Consequently, the holders of shares from the lawful exercise shall have the same and equal rights with the Company's other shareholders. The registration of shares from the Exercise of Series I Warrants in the Shareholder Register shall be performed on the Exercise Date.

14. Series I Warrant Holder Register

The Series I Warrants Administration Manager appointed by the Company to maintain the Series I Warrant Holder Register, which shall state the number of Series I Warrant Collective Certificates, the names and addresses of the Holders of Series I Warrants and other information deemed relevant. The Series I Warrants Administration Manager shall also be responsible for the Series I Warrants administration management with respect to the Series I Warrants trading transactions on the Stock Exchange, which include the transfer and recording of proceeds from the transactions, including, among others, the Exercise of Series I Warrants for the benefit of the Company.

15. Series I Warrants Administration Manager

The Company has appointed the Series I Warrants Administration Manager, namely:

PT Sinartama Gunita
Sinar Mas Land Plaza, Tower 1, 9th Floor
Jl. MH Thamrin No. 51
Jakarta 10350
Phone. (62 21) 393 2332, Fax. (62 21) 392 3003

In this regards, the Series I Warrants Administration Manager also be responsible for the Series I Warrants administration management with respect to the Series I Warrants trading transactions on the Stock Exchange, which include the transfer and recording of proceeds from the transactions, including, among others, the Exercise of Series I Warrants for the benefit of the Company.

16. Transfer of Rights over Series I Warrants

The Holders of Series I Warrants may transfer their rights over Series I Warrants by trading on the Stock Exchange, anyone may obtain the rights over Series I Warrants and may be registered as the Holders of Series I Warrants by submitting valid evidence regarding the rights so acquired with due considerations to the prevailing laws and regulations in Indonesia.

Any person obtaining rights over Series I Warrants as a result of a grant or heritage resulting from deaths of the Holders of Series I Warrants or any other reasons that result in the transfer of ownership over Series I Warrants according to the law, may file a written request to register such transfer using the transfer form to the Company through the Series I Warrants Administration Manager, which shall act for and on behalf of the Company, to register themselves as the Holders of Series I Warrants by submitting the evidence relating to their rights of the Series I Warrants and by paying the administration fees and other costs incurred for the transfer of Series I Warrants. Submission of additional documents must be completed by no later than 3 (three) business days subsequent to the date of application, with due considerations to the prevailing Capital Market Regulations.

In the event that the transfer of rights over Series I Warrants due to the reasons referred to above result in the ownership of the Series I Warrants by several persons and/or entities then those persons or parties or legal entities jointly own such Warrants shall appoint in writing, one person among themselves as their joint representative and only the said representative shall be registered in the Series I Warrant Holder Register and the said representative shall be deemed as the legitimate owner of such Series I Warrants and shall have the right to exercise and use all the rights vested by law over such Series I Warrants. Registration in the Series I Warrant Holder Register shall be performed by the Series I Warrants Administration Manager solely upon duly receipt of the supporting documents and approval of the Company with due considerations to the prevailing Capital Market Regulations.

The registration of transfer of rights over Series I Warrants shall be performed by the Company solely through the Series I Warrants Administration Manager, which shall act for and on behalf of the Company by making a note concerning the transfer of rights in the Series I Warrant Holder Register based on the deed of grant signed by both parties or based on other documents that sufficiently proves the transfer of rights over the Series I Warrants, all of which with due considerations to the prevailing laws and regulations in Indonesia.

The transfer of rights over Series I Warrants shall be duly registered in the Series I Warrant Holder Register or the Series I Warrant Collective Certificate, and such transfer shall be effective solely after the registration of such transfer in the Series I Warrant Holder Register.

17. Replacement of Series I Warrant Collective Certificate

In the event of damages to the Series I Warrant Collective Certificate, or other reasons determined by the Company, and the statement of the Series I Warrants Administration Manager that such certificate is no longer valid, the holder of the Series I Warrant Collective Certificate shall apply to the Series I Warrants Administration Manager.

The Company, through the Series I Warrants Administration Manager, shall replace the damaged Series I Warrant Collective Certificate with a new certificate, whereas the original Series I Warrant Collective Certificate shall be returned to the Company through the Series I Warrants Administration Manager to be subsequently destroyed.

In the event that the Series I Warrant Collective Certificate is lost or destroyed, a new Series I Warrant Collective Certificate shall be issued upon submission of valid evidence and provision of guarantees that are deemed necessary by the Series I Warrants Administration Manager and upon announcement on the Stock Exchange, with due considerations to the Capital Market Regulations. The Company and/or the Series I Warrants Administration Manager shall have the right to determine and accept guarantees with respect to the verification and compensation of the damages suffered by the party filing the replacement request of the Series I Warrant Collective Certificate and other matters that are deemed necessary to prevent any losses to the Company.

The Company shall provide a written notification to the Financial Services Authority and the Stock Exchange regarding the issuance of replacement of lost or damaged Series I Warrant Collective Certificate. In this regard, all costs relating to the issuance, replacement of lost or damaged Series I Warrant Collective Certificate shall be borne by the parties filing the replacement request of the said Series I Warrant Collective Certificate.

18. Merger, Amalgamation and Liquidation

In the event that the Company effects a merger or amalgamation with other companies during the exercise period, the company receiving the merger of the Company, or the company resulting from the amalgamation with the Company shall be obligated to be responsible for and to comply with the prevailing terms and conditions of the Series I Warrants. In the event that the Company will be liquidated or dissolved, the Series I Warrants holders that have not exercised their warrants shall be provided with the opportunities to exercise their warrants until a certain that that will be further specified by the Company.

19. Governing Law

All agreements with regard to the Series I Warrants are based on and subject to the laws prevailing in the Republic of Indonesia.

20. Factors Affecting the Liquidity of Series I Warrants

Fluctuation of the price of shares traded on the IDX is a factor that affect the liquidity of Warrant trade, in addition to the Company's future corporate action(s) or performance.

INFORMATION ON THE COMPANY'S SHARES

The following table presents the historical performance of the Company's shares on the Stock Exchange, including the monthly highest price, lowest price, and trade volume for the last 12 (twelve) months prior to the submission of the Registration Statement to the FSA.

Month	Highest Price (Rp)	Lowest Price (Rp)	Total Trade Volume (lot)
The performance of the Company's shares prior to the stock split from Rp100 per share to Rp25 per share			
October 2016	1,590	1,310	72,192,700
November 2016	1,660	1,230	163,973,404
December 2016	1,435	1,220	89,687,000
January 2017	1,600	1,315	133,379,200
February 2017	2,920	1,410	377,906,300
March 2017	3,720	2,330	344,475,800
April 2017	3,680	2,990	219,615,900
May 2017	3,020	2,200	304,544,700
June 2017	3,030	2,250	114,631,100
The performance of the Company's shares subsequent to the stock split from Rp100 per share to Rp25 per share			
July 2017	705	558	824,230,400
August 2017	825	650	800,951,600
September 2017	950	720	1,494,275,800

Source: Bloomberg

During the last 3 (three) years, the Company's shares have never been suspended.

USE OF PROCEEDS FROM THE PUT II

Proceeds from the PUT II, net of issuance cost, shall be used to finance the partial or full repayment of debts that are due. Descriptions of the debts to be repaid are presented below:

1. Approximately 90% shall be used to repay all of the Company's credit facilities from PT Bank Mandiri (Persero) Tbk. Descriptions of the credit facilities obtained from PT Bank Mandiri (Persero) Tbk are presented below:

Creditor	:	PT Bank Mandiri (Persero) Tbk
Outstanding Debt	:	USD178,750,000
Interest Rate	:	6.5% p.a.
Maturity Date	:	December 20, 2020
Purpose of Credit Facility	:	Capital expenditures and refinancing
Credit History	:	Current, with a quarterly installment on every 23 rd
Repayment or payment procedures and requirements	:	<ol style="list-style-type: none"> 1. The Debtor shall submit a prior written notice to the Creditor by no later than 7 (seven) calendar days prior to the date of accelerated repayment. 2. Accelerated repayment shall be subject to a penalty of 2% (two percent) of the amount of credit facilities to be early repaid, except in the event that the funds are sourced from: <ul style="list-style-type: none"> - Excess cash account, including proceeds from the disbursement of Special Transaction Credit Facility VII deposited in a new current account. - Paid-in capital from shareholder(s) to increase the Debtor's paid-in capital, which shall be proven by the Deed of Changes in Equity that has obtained the approval or notification of receipt from the Minister of Law and Human Rights.
Outstanding debt after early repayment or payment	:	Nil

2. Approximately 10% to partially repay the Shelf-Registered Bonds II Phase V Year 2017 A Series as described below:

Bond Title	:	Shelf-Registered Bonds II Phase V Year 2017 A Series
Bond Principal	:	Rp248,500,000,000 or equivalent to USD18.3 million
Coupon	:	8.75% p.a.
Maturity Date	:	June 24, 2018
Purpose of Bond	:	Working capital and refinancing
Credit History	:	Current, with a quarterly installment on every 14 th
Repayment or payment procedures and requirements	:	-
Outstanding debt after early repayment or payment	:	Approximately USD1,533,659. The remaining bonds payable upon maturity shall be paid by the Company's internal cash flows.

The Company is not affiliated with the creditors.

In accordance with the FSA Regulation No. 30/2015 regarding the Report of Realization of Use of Proceeds from Public Offering, the Company shall submit the Report of Realization of Use of Proceeds from the PUT II to the FSA and shall present such report to the Company's annual GMS. The realization of use of proceeds report to be submitted to the FSA shall be prepared on a periodical basis, i.e., every 6 (six) months, dated June 30 and December 31, until all proceeds from the PUT II are realized. The Company shall submit such report by no later than the 15th of the following month.

If the Company intends to change the planned use of proceeds from the PUT II in the future, the Company shall first report such plan to the FSA by stating the reasons and considerations thereof, and such change of use of proceeds shall first obtain the approval of the Company's shareholders in a GMS. The use of proceeds from the PUT II shall comply with the prevailing laws and regulations, particularly the capital market regulations.

Whereas the proceeds from the exercise of Series I Warrants, net of share issuance costs, shall be used to finance the Company's and/or its Subsidiaries working capital.

The distribution of proceeds from Series I Warrants as working capital for the Company's subsidiaries may be conducted in the form of loans, however, such distribution of working capital cannot be determined at present. In the event that the proceeds from such loans are refunded to the Company, such proceeds shall be re-used as working capital for other subsidiaries of the

Company that require working capital. In the event that the Company intends to enter into a transaction using the proceeds from the exercise of Series I Warrants and such transaction constitutes a material transaction and/or affiliated transaction, or transaction with any conflict of interest, the Company shall comply with the requirements set forth in the Regulation No. IX.E.2, Annex to the Decree of Chairman of the Capital Market and Financial Institution Supervisory Board (“Bapepam-LK”) No. Kep-614/BL/2011 dated November 28, 2011, regarding Material Transactions and Changes to Main Business Activities (“Regulation No. IX.E.2”) and/or Regulation No. IX.E.1, Annex to the Decree of Chairman of the Capital Market and Financial Institution Supervisory Board No. Kep-412/BL/2009 dated November 25, 2009, concerning Affiliated Transactions and Certain Transactions with Conflict of Interest (“Regulation No. IX.E.1”).

EQUITY

Assuming the changes to the Company's equity as a result of the PUT II had occurred on June 30, 2017, the Company's proforma capital structure as of such date would be as follows:

	Statement of Equity based on the Company's and its Subsidiaries' consolidated financial statements as of June 30, 2017	Proforma equity as of June 30, 2017, assuming the PUT II had occurred on such date at an exercise price of Rp600 per share	Proforma equity as of June 30, 2017, assuming the Series I Warrants had been exercised on such date at a warrant exercise price of Rp675 per share	Proforma equity as of June 30, subsequent to PUT II and Exercise of Series I Warrants
				<i>(in USD)</i>
EQUITY				
Capital Stock - Issued and Fully Paid-up Capital	101,154,464	8,257,222	8,257,222	117,668,908
Treasury Stock	(2,000,541)	-	-	(2,000,541)
Additional Paid-in Capital	99,153,923	8,257,222	8,257,222	115,668,367
Effects of changes in equity transactions of subsidiaries/associates	182,669,917	189,916,109	214,687,776	587,273,802
Translation adjustments	9,508,620	-	-	9,508,620
Fair value adjustments on cash flow hedge instruments	(25,765,835)	-	-	(25,765,835)
Share of other comprehensive loss of associates and joint ventures	4,162,789	-	-	4,162,789
Remeasurement of defined benefit plan	(40,616,973)	-	-	(40,616,973)
Retained Earnings	20,772,087	-	-	20,772,087
- Appropriated	6,492,210	-	-	6,492,210
- Unappropriated	705,440,998	-	-	705,440,998
Total equity attributable to the equity holders of the parent company	961,817,736	198,173,331	222,944,998	1,382,936,065
Non-controlling interest	2,076,410	-	-	2,076,410
Total Equity	963,894,146	198,173,331	222,944,998	1,385,012,475

DESCRIPTION OF THE STAND-BY BUYERS

In connection with the Limited Public Offering II 2017, the Company has signed the Stand-By Purchase Agreement dated November 22, 2017, with PT Mandiri Sekuritas and CLSA Limited as the stand-by buyers. The stand-by buyers commit to act as stand-by buyers under the following conditions:

- If the New Shares offered are not entirely subscribed by the Shareholders or the Preemptive Right Holders, the remaining New Shares shall be allocated to the Shareholders or Preemptive Right Holders that have submitted applications for additional rights in addition to their rights as stated in the Preemptive Right Certificates, in proportion to the exercised Preemptive Rights.
- If there are remaining shares available subsequent to such allocation, PT Mandiri Sekuritas and CLSA Limited as the stand-by buyers, severally and not jointly, shall proportionally purchase the remaining shares, up to a maximum of 1,655,507,654 shares at the Preemptive Right Exercise Price, subject to the satisfaction of requirements stipulated in the Stand-By Purchase Agreement.

DESCRIPTIONS OF THE STAND-BY BUYERS

1. CLSA Limited

Brief History

CLSA Limited, having its domicile at at 18F One Pacific Place, 88 Queensway, Hong Kong, was incorporated in Hong Kong on August 23, 1985, pursuant to the certificate of incorporation No. 156668.

Aims and Objectives of Business Activities

The Company is a member of the Hong Kong Stock Exchange and has the license from the Futures Commission of Hong Kong under No. AAB89.

The Company is engaged in the Securities sector and carries out business activities relating to securities, advisory and the provision of automatic trading services.

Management and Supervision

The composition of the company's Board of Directors is as follows:

Board of Directors

Director	: Wai Suk Chong, Helena
Director	: Edmund Hugh Bradley
Director	: Jonathan David Slone
Director	: Donald William Lennox Skinner
Director	: Thomas Xenophon Gladstone
Director	: Nigel John Beattie

Capital Structure and Shareholder Composition

Pursuant to the Register of Members dated December 2, 2013, under Company No. 156668, the capital structure and shareholder composition of CLSA Limited are as follows:

Description	Nominal Value of USD100 per Share		
	Total Shares	Nominal Value (USD)	(%)
Issued and Paid-up Capital:			
1. CLSA B.V.	1,000,000	100,000,000	100.00
Total Issued and Paid-up Capital	1,000,000	100,000,000	100.00

Key Financial Highlights

(in millions of USD)

DESCRIPTION	September 30,*		December 31,	
	2017	2016	2015	2014
Total assets	1,813	1,150	1,013	1,475
Total liabilities	1,389	719	572	1,064
Total equity	423	431	440	411
Total revenue	257	352	425	363
Profit/Loss before tax	(6.2)	(7.2)	45.9	18.3
Profit/Loss for the period/year	(7.9)	(9.2)	29.6	7.6
Comprehensive income/loss	(7.9)	(9.1)	29.5	7.6

*unaudited

Source of Funds

Bank facility in the amount according to CLSA Limited's commitment.

Portion to be subscribed

50% of the Remaining Shares.

2. PT Mandiri Sekuritas

Brief History

PT Mandiri Sekuritas, having its domicile at Plaza Mandiri, 28th Floor, Jl. Jend. Gatot Soebroto Kav. 36-38, Jakarta 12190, Indonesia, was established pursuant to the Deed No. 01 dated December 9, 1991, drawn up before Stujipto, S.H., previously a Notary in Jakarta, which was approved by the Minister of Justice of the Republic of Indonesia pursuant to the decree dated December 28, 1991, No. C2-8206.HT.01.01.TH.91 and announced in the State Gazette of the Republic of Indonesia dated February 18, 1992, No. 14, Supplement No. 724/1992.

The Articles of Association was last amended by virtue of the Deed No. 22 dated April 8, 2015, drawn up before Lenny Janis Ishak, S.H., a Notary. The Receipt of Notification of Amendment to Articles of Association was received and recorded in the database of the Legal Entity Administration System of the Ministry of Law and Human Rights, as stipulated in its decree No. AHU-AH.01.03-0925207 dated April 17, 2015.

Aims and Objectives of Business Activities

The aims and objectives of PT Mandiri Sekuritas' business activities are to engage in the securities company business based on the business licenses No. KEP-12/PM/1992 and No. KEP-13/PM/1992 dated January 23, 1992.

Management and Supervision

The last composition of the Board of Commissioners based on the Deed No. 11 dated June 12, 2017, drawn up before Lenny Janis Ishak, S.H., a Notary, and the last composition of the Board of Directors based on the Deed No. 14 dated May 12, 2017, drawn up before Lenny Janis Ishak, S.H., a Notary, are as follows:

Board of Commissioners

President & Independent Commissioner : Darwin Cyril Noerhadi
 Commissioner : Alexandra Askandar
 Commissioner : Wien Irwanto
 Independent Commissioner : Suresh Lilaram Narang

Board of Directors

President Director : Silvano Winston Rumantir
 Director : Lisana Irianiwati
 Director : Heru Handayanto
 Director : Laksono Widito Widodo

Capital Structure and Shareholder Composition

Pursuant to the Deed No. 141 dated December 28, 2012, drawn up before Aryanti Artisari, S.H., M.Kn., a Notary, the capital structure and shareholder composition of PT Mandiri Sekuritas are as follows:

Description	Nominal Value of Rp1,000 per Share		
	Total Shares	Nominal Value (Rp)	(%)
Authorized Capital	1,000,000,000	1,000,000,000,000	
Issued and Paid-up Capital:			
1. PT. Bank Mandiri (Persero) Tbk	638,499,999	638,499,999,000	99.999
2. Koperasi Karyawan PT. Bank Mandiri Tbk	1	1,000	0.001
Total Issued and Paid-up Capital	638,500,000	638,500,000,000	100.00
Shares in Portfolio	361,500,000,	361,500,000,000	

Key Financial Highlights

(in thousands of Rupiah)

DESCRIPTION	September 30,*		December 31,	
	2017	2016	2015	2014
Total assets	2,501,013,480	2,199,940,088	1,712,001,692	2,380,996,616
Total liabilities	1,378,801,378	1,071,824,373	698,900,721	1,364,014,356
Total equity	1,122,042,131	1,128,115,715	1,013,100,971	1,016,982,260
Total revenue	604,040,485	751,699,851	610,183,750	701,615,946
Operating income	92,954,560	170,275,220	45,511,022	162,415,192
Net income	58,588,194	123,264,309	14,658,301	93,350,377
Net income attributable to:				
Owners of parent entity	58,561,002	123,238,991	14,647,207	93,318,374
Non-controlling interest	27,192	25,318	11,094	32,003
Comprehensive income attributable to:				
Owners of parent entity	55,703,166	125,987,010	17,803,504	94,951,321
Non-controlling interest	27,192	24,460	11,118	31,692

*unaudited

Source of Funds

Bank facility in the amount according to PT Mandiri Sekuritas' commitment.

Portion to be subscribed

50% of the Remaining Shares.

TERMS OF SHARE SUBSCRIPTION

1. Eligible Subscribers

The Company's shareholders whose names are registered in the Company's SR on December 12, 2017, at 16.00 Western Indonesian Time shall be entitled to Preemptive Rights ("Eligible Shareholders") to subscribe to New Shares in this PUT II, provided that each holder of 3 (three) shares shall be entitled to 1 (one) Preemptive Right, where every 1 (one) Preemptive Right shall provide the holder with the right to subscribe 1 (one) New Share at an Exercise Price ranging of Rp600 (six hundred Rupiah) per share, which shall be paid upon subscription of New Shares.

The eligible subscribers are the legitimate Preemptive Right holders, namely the Shareholders who have obtained Preemptive Rights from the Company and have not sold such Preemptive Rights until the closing of the Preemptive Right trading period, and the buyers of Preemptive Right whose names are stated on the endorsement column of the Preemptive Rights Certificate or the holders of Preemptive Rights registered in the Collective Depository at KSEI. The subscribers may consist of individuals, Indonesian and/or foreign citizens and/or institutions and/or legal entities/business entities, whether Indonesian/foreign, as stipulated in the Capital Market Law.

In order to facilitate the process and ensure the eligible shareholders registration schedule is met, the shareholders of the Company's shares intending to exercise their rights to acquire Preemptive Rights are required to register at the Securities Administration Bureau before the final deadline for the registration of Shareholders, which shall be December 12, 2017.

2. Preemptive Right Distribution

For Eligible Shareholders whose shares are administered in the Collective Depository system at KSEI, the Preemptive Rights shall be distributed electronically to the Securities Accounts of their respective Members of the Stock Exchange or Custodian Banks at KSEI by no later than 1 (one) Business Day after the registration date in the Company's SR for shareholders eligible to receive Preemptive Rights, which shall be December 13, 2017. The prospectus and implementation guidelines shall be distributed by the Company to the SAB and may be obtained by the Company's shareholders from their respective Members of Stock Exchange or Custodian Banks.

For Eligible Shareholders whose shares are not administered in the Collective Depository system at KSEI, the Company shall issue Preemptive Right Certificates under the name of the Eligible Shareholders.

The Eligible Shareholders may collect the Preemptive Right Certificate Prospectus, Additional SSFs and other forms on every business day during business hours, starting from December 14, 2017, by presenting the original copy of valid identification (Resident Card (KTP)/Passport/Temporary Stay Permit Card (KITAS)) and submit the photocopies thereof and the original Power of Attorney for those unable to obtain the documents referred to above by themselves to the Company's SAB:

The Company's Securities Administration Bureau
PT Sinartama Gunita
Sinar Mas Land Plaza, Tower 1, 9th Floor
Jl. MH Thamrin No. 51
Jakarta 10350
Phone. (62 21) 393 2332, Fax. (62 21) 392 3003

3. Preemptive Right Exercise Registration

Holders of Preemptive Rights in the Collective Depository at KSEI intending to exercise their Preemptive Rights shall submit the exercise requests through Members of the Stock Exchange/Custodian Banks appointed as their securities managers. Subsequently, the Members of Stock Exchange/Custodian Banks shall submit the exercise instruction or request through the Central Depository-Book Entry Settlement System ("C-BEST") in accordance with the procedures stipulated by KSEI. In carrying out the exercise instructions, Stock Exchange Members/Custodian Banks shall comply with the following conditions:

- i. Each Preemptive Right Holder shall provide the Preemptive Rights exercise payment upon submission of applications;
- ii. The sufficiency of Preemptive Rights and payment of Preemptive Right exercise must be available in the Securities Account of the Preemptive Right Holders exercising their Preemptive Rights.

On one Business Day thereafter, KSEI shall submit the Preemptive Right Holder Register in the Collective Depository at KSEI exercising their rights and deposit the payments for the Preemptive Right exercise referred to above to the Company's bank account.

The Right Shares from the exercised Preemptive Rights shall be electronically distributed by the Company/the Company's SAB to the accounts determined by KSEI, to be subsequently distributed by KSEI to each securities account of the Preemptive Right Holders exercising their rights. The New Shares from the exercise of Preemptive Rights shall be distributed by the Company/the Company's SAB by no later than 2 (two) Business Days subsequent to the receipt of exercise request from KSEI and the receipt of payment in good funds in the Company's bank account.

Holders of Preemptive Rights in certificated form/Preemptive Rights Certificates intending to exercise their Preemptive Rights shall submit the following documents to the Company's SAB to exercise their Preemptive Rights:

- The original, signed and completed Preemptive Rights Certificate;
- The original payment slip by way of transfer/book-entry settlement/giro/cheque/cash to the Company's bank account from the bank where the payment is deposited.
- Photocopy of valid resident card ("KTP")/passport/temporary stay permit card ("KITAS") (for individual shareholders), or a photocopy of articles of association, supported by the register of Board of Directors/Management (for institutional/legal entity shareholders).
- The original copy of the power of attorney (where a representative is being used) with Rp6,000 (six thousand Rupiah) stamp duty, supplemented with photocopies of valid KTP/passport/KITAS of the principal and agent.
- If the Preemptive Right Holders intend to have the New Shares from the exercise of Preemptive Rights in electronic form, the exercise request shall be submitted to the Company's SAB through the appointed Members of Stock Exchange or Custodian Banks, by submitting the following supporting documents:
 - i. The original copy of the power of attorney from the Preemptive Rights Holder to its Stock Exchange Member or Custodian Bank to file the additional New Shares subscription request, to undertake the securities management of the New Shares after allotment in the Collective Depository at KSEI on behalf of the principal.
 - ii. The original copy of the securities deposit form issued by KSEI, which has been filled in completely and signed;
 - iii. Subject to a conversion fee of Rp1,500 (one thousand five hundred Rupiah) per Preemptive Right Certificate, with a minimum of Rp25,000 (twenty five thousand Rupiah), and 10% Income Tax.

The Company shall issue shares from the exercise of Preemptive Rights in the Share Collective Certificate if the holders of Preemptive Right Certificates do not intend to include their shares from such exercise in the Collective Depository at KSEI.

Each and every conversion costs for the transfer of the Company's shares in certificated form to electronic form and/or vice versa, from electronic form to certificated form, shall be fully paid and borne by the concerned shareholders.

Registration of Preemptive Right exercise shall be conducted at the office of the SAB. Registration may be performed from December 14, 2017 until December 20, 2017 on business days and during office hours (Monday to Friday, 09.00 - 15.00 Western Indonesian Time).

Failure to complete the Preemptive Rights Certificate in accordance with the share subscription terms/procedures stated on the Preemptive Rights Certificate and Prospectus may result in the subscription being rejected. Preemptive Rights shall be considered exercised at the time payment of such exercise is received in good funds in the Company's bank account in accordance with the provisions set forth in the terms of subscription.

4. Additional Subscriptions

Eligible shareholders who do not sell their Preemptive Rights or buyers/holders of Preemptive Rights whose names are stated on the Preemptive Rights Certificate, or the holders of Preemptive Rights in the Collective Depository at KSEI, may file an additional shares subscription in addition to taking up their existing rights by filling in the additional shares subscription column on the Preemptive Rights Certificate, or an Additional Shares Subscription Form, in a sum of not less than 100 (one hundred) shares or any multiples thereof.

Holders of Preemptive Rights in certificated forms/ Preemptive Rights Certificates intending to hold the New Shares they are allotted to in electronic form shall file a request to the Company's SAB through their Stock Exchange Members/Custodian Banks. Whereas Holders of Preemptive Rights in certificated/ Preemptive Rights Certificate intending to keep the Right Shares they are allotted to in physical or certificated form shall file a request to the Company's SAB.

- a. Holders of Preemptive Rights in certificated forms/ Preemptive Rights Certificates intending to hold the Right Shares they are allotted in electronic form shall file a request to the Company's SAB through their Stock Exchange Members/Custodian Banks by submitting the following documents:
 - The original copy of the Additional Shares Subscription Form that has been filled in completely and correctly.
 - The original copy of the power of attorney from the Preemptive Rights Holder to its Stock Exchange Member or Custodian Bank to file the additional New Shares subscription request, to undertake the securities management of the New Shares after allotment in the Collective Depository at KSEI, and covering any other authorizations which may have been given in relation to the subscription to additional New Shares on behalf of the principal.
 - Photocopy of valid resident card ("KTP")/passport/temporary stay permit card ("KITAS") (for individual shareholders), or a photocopy of articles of association, supported by the register of Board of Directors/Management (for institutional/legal entity shareholders).
 - The original payment slip by way of transfer/book-entry settlement/giro/cheque/cash to the Company's bank account from the bank where the payment is deposited.
 - The original copy of the securities deposit form issued by KSEI, which has been filled in completely for the purpose of distributing shares from exercised Preemptive Rights by the SAB.
 - Subject to a conversion fee of Rp1,500 (one thousand five hundred Rupiah) per Preemptive Right Certificate, with a minimum of Rp25,000 (twenty five thousand Rupiah), and 10% Income Tax.

- b. Holders of Preemptive Rights in certificated forms/ Preemptive Rights Certificate intending to keep the New Shares they are allotted to in physical or certificate form shall file a request to the Company's SAB by submitting the following documents:
 - The original copy of the Additional Shares Subscription Form that has been filled in completely and correctly.
 - Photocopy of valid resident card ("KTP")/passport/temporary stay permit card ("KITAS") (for individual shareholders), or a photocopy of articles of association, supported by the register of Board of Directors/Management (for institutional/legal entity shareholders).
 - The original copy of the power of attorney (where a representative is being used) with Rp6,000 (six thousand Rupiah) stamp duty, supplemented with photocopies of valid KTP/passport/KITAS of the principal and agent.
 - The original payment slip by way of transfer/book-entry settlement/giro/cheque/cash to the Company's bank account from the bank where the payment is deposited.
 - Subject to a conversion fee of Rp1,500 (one thousand five hundred Rupiah) per Preemptive Right Certificate, with a minimum of Rp25,000 (twenty five thousand Rupiah), and 10% Income Tax.

- c. Holders of Preemptive Rights in the Collective Depository at KSEI shall fill in and submit the Additional Shares Subscription Form which has been distributed, supplemented by the following documents:
 - The original copy of the exercise instructions submitted to C-BEST under the name of the concerned Preemptive Rights Holders (only for holders of Preemptive Rights in the Collective Depository at KSEI who have exercised their rights on the C-BEST system);
 - The original copy of the securities deposit form issued by KSEI, which has been filled in completely for the purpose of distributing the New Shares by the SAB.
 - The original payment slip by way of transfer/book-entry settlement/giro/cheque/cash to the Company's bank account from the bank where the payment is deposited.

Payment for such additional subscription shall be made and must be received in good funds in the Company's bank account by no later than December 22, 2017. Subscriptions that fail to satisfy the subscription procedures may result in such subscriptions being rejected.

5. Allotment of Additional Share Subscriptions

The allotment of additional shares subscription will be determined on December 27, 2017, subject to the following provisions:

- a. In the event that all subscribed shares, including additional shares subscription, do not exceed the total number of New Shares offered in this PUT II, then all subscription of additional shares shall be fulfilled;
- b. In the event that all subscriptions to the New Shares, including additional New Share subscriptions, exceed the total number of New Shares offered in this PUT II, then the subscribers to additional New Shares shall be allotted such additional shares in proportion to the additional subscriptions of Preemptive Rights exercised by each shareholder requesting additional New Share subscriptions.

The Company shall submit the Accountant's Audit Report to the FSA concerning its obligation on share allotment in the PUT II in accordance with the FSAR No. 32/2015 and with due consideration to the Bapepam Regulation No. VIII.G.12, Annex to the Decree of Bapepam Chairman No. Kep-17/PM/2004 dated April 13, 2004, concerning the Guidelines on Audit by Accountant on Securities Subscription and Allotment or Distribution of Bonus Shares by no later than 30 (thirty) days subsequent to the end of the allotment date.

6. Terms of Payment for Holders of Preemptive Rights Certificates (Outside KSEI's Collective Depository) and Additional New Shares Subscriptions

Payment of the New Shares subscriptions in relation to the Rights Issue II which subscriptions are filed directly to the Company's SAB shall be paid in full and in good funds in Rupiah currency upon subscriptions, by way of cash/cheques/demand deposit slips/book-entry settlement/transfer by stating the Preemptive Rights Certificate Number or Additional SSF Number and such payments shall be made to the Company's bank account stated below:

PT Bank Mandiri (Persero) Tbk
The Energy Building Branch
Account Number: 102-00-00771771
Under the name of: PT MEDCO ENERGI INTERNASIONAL Tbk

All cheques and bank drafts received shall be immediately endorsed upon receipt. In the event that such cheques or bank drafts are dishonored by the drawing bank upon endorsement, the New Shares subscriptions shall be considered void. In the event of payment by way of cheque/book-entry settlement/giro, the payment date shall be based on the date that such cheque/book-entry settlement/giro is received in the Company's bank account stated above.

For subscriptions of additional New Shares, payments shall be made on the day of subscription, where such payments shall be received in good funds in the Company's bank account by no later than December 22, 2017.

All costs that may arise with respect to the shares subscriptions in relation to this PUT II shall be borne by the subscribers. Share subscriptions that fail to satisfy the payment terms shall be canceled.

7. Receipt of Share Subscription

The Company, through the Company's SAB receiving the New Shares subscription requests, shall provide a stamped and signed receipt of share subscription to each subscriber as evidence of its subscription to New Shares, which shall subsequently be used as one of the evidentiary documents upon collection of the New Shares. Holders of Preemptive Rights in the Collective Depository at KSEI shall receive confirmation regarding their request to exercise their Preemptive Rights through C-BEST at KSEI through the Account Holders at KSEI.

8. Cancellation of Subscription

The Company reserves the right to cancel any subscription to New Shares, whether in part or in whole, with due consideration to the prevailing requirements Notification concerning the cancellation of New Share subscriptions shall be delivered by an allotment confirmation form and the refund of subscription payment to the Stock Exchange Members/Custodian Banks/ holders of shares in certificated form.

Conditions that may result in the cancellation of subscriptions to New Shares are, among others:

- a. Failure to complete the Preemptive Rights Certificate or Additional Shares Subscription Form in accordance with the guidelines/terms of subscription to New Shares stated on the Preemptive Rights Certificate and in the Prospectus.
- b. Failure to satisfy the terms of payment.
- c. Failure to satisfy the requirements concerning the completeness of subscription documents.

9. Refunds

In the event of failure to satisfy the subscription to additional Right Shares, whether in part or in whole, or in the event of cancellation of share subscriptions, the Company shall refund such subscriptions, whether in part or in whole, in Rupiah by way of transfer to bank accounts in the name of the subscribers. Refunds shall be made by the Company by no later than 2 (two) Business Days subsequent to the allotment date, namely on December 28, 2017.

Allotment confirmation form and subscription refund may be obtained at the Company's SAB on every Business Day (Monday to Friday, 09.00 - 15.00 Western Indonesian Time) from December 27, 2017.

In the event of late refund of more than 2 (two) Business Days subsequent to the Allotment Date, the amount of refund shall include the penalty, which shall be calculated starting the 3rd (third) business days subsequent to the Allotment Date or subsequent to the date of announcement of cancellation of the PUT II, until the date of refund. The interest on late refund shall be calculated based on the annual interest rate of 1 (one) month time deposit in accordance with Bank Indonesia's maximum time deposit interest rate. The Company shall not be subject to interest for refund of share subscription if such late refund resulted from the subscriber's error in stating the name of bank and bank account number.

10. Distribution of Collective Share Certificates from the Exercise of Preemptive Rights and Crediting to Securities Account

Holders of Preemptive Rights exercising such Preemptive Rights through KSEI shall have their New Shares credited to their Securities Account by no later than 2 (two) Business Days after the instructions to exercise their Preemptive Rights are received from KSEI and the payments have been received in good funds in the Company's bank account.

Holders of Preemptive Rights in the form of certificates exercising such Preemptive Rights to subscribe to New Shares from the exercise of Preemptive Rights shall receive the Collective Share Certificate, or CSC, or shares in the form of certificates within 2 (two) Business Days after their request is received by the Company's Share Registrar and the payments have been received in good funds in the Company's bank account.

The New Shares from the allotment of additional New Share subscriptions shall be available or shall be distributed electronically to the Collective Depository at KSEI within 2 (two) Business Days after the allotment.

The new Collective Share Certificate from the exercise of Preemptive Rights may be collected on every Business Day (Monday to Friday, 09.00 - 15.00 Western Indonesian Time), starting from December 18, 2017, whereas the new Collective Share Certificate from the allotment may be collected by no later than 2 (two) Business Days subsequent to the Allotment Date.

Collection may be made at the SAB's office by presenting/submitting the following documents:

- Photocopy of valid resident card ("KTP")/passport/temporary stay permit card ("KITAS") (for individual), or
- Photocopy of articles of association, supported by the register of directors/composition of management (for legal institution/entity)
- The original copy of the power of attorney (for legal entity/institution or person where a representative is being used) with Rp6,000 (six thousand Rupiah) stamp duty, supplemented with photocopies of valid KTP/passport/KITAS of the principal and agent.
- The Original Subscription Receipt.

11. Allocation of Unexercised Preemptive Rights

If the New Shares offered in the PUT II are not entirely subscribed/purchased by the Eligible Shareholders and/or Preemptive Right Holders, the remaining shall be allocated to other shareholders that have submitted additional subscriptions as stated on the Addition SSF, in proportion to the exercised rights.

12. Others

Each and every conversion cost for the transfer of the Company's shares in certificated form to electronic form and/or vice versa, from electronic form to certificated form, shall be fully paid and borne by the concerned shareholders.

DISTRIBUTION OF PROSPECTUS AND PREEMPTIVE RIGHT CERTIFICATES

For Shareholders whose shares are administered in the Collective Depository system at KSEI, the Preemptive Rights shall be distributed electronically to the Securities Accounts of their respective Members of the Stock Exchange or Custodian Banks at KSEI by no later than 1 (one) Business Day after the registration date in the SR for shareholders eligible to receive Preemptive Rights, which shall be December 13, 2017. The prospectus and implementation guidelines shall be distributed by the Company to KSEI and may be obtained by the shareholders from their respective Members of Stock Exchange or Custodian Banks.

For Shareholders whose shares are not administered in the Collective Depository system at KSEI, the Company shall issue Preemptive Right Certificates under the name of the shareholders.

Preemptive Right Certificates, Prospectuses, Additional SSFs and other Forms may be directly obtained by the Company's Shareholders who are registered in the Company's SR on December 12, 2017, at 16.00 Western Indonesian Time on every Business Day from December 13, 2017, until December 20, 2017, from 09.00 Western Indonesian Time until 15.00 Western Indonesian Time, by presenting valid ID ("KTP")/passport/temporary stay permit card ("KITAS") and submit the photocopies thereof, and the original Power of Attorney for those unable to collect the above by themselves from the Company's SAB.

The Company's Securities Administration Bureau PT Sinartama Gunita

Sinar Mas Land Plaza, Tower 1, 9th Floor

Jl. MH Thamrin No. 51

Jakarta 10350

Phone. (62 21) 393 2332, Fax. (62 21) 392 3003

In the event that the Company's shareholders whose names are registered in the Shareholder Register on December 12, 2017 have not received or obtained the Preemptive Rights Certificates, Prospectuses, Additional SSFs and other Forms, and do not contact the Company's SAB, then all risks of losses shall not be the responsibility of the Company or the Company's SAB, but shall remain as the responsibility of the concerned shareholder.

Preemptive rights in electronic form shall be distributed to the Securities Accounts at KSEI or distributed to the shareholders through KSEI Account Holders.

SUPPLEMENTARY INFORMATION

In the event of any uncertainties concerning this Prospectus or in the event that the shareholders require additional information concerning this put II, the shareholders may contact:

PT Medco Energi Internasional Tbk.

The Energy Building, Lantai 53-55, SCBD Lot. 11A
Jl. Jend. Sudirman Kav. 52-53, South Jakarta, 12190

Phone. (62 21) 2995 3000

Fax: (62 21) 2995 3001

Email: medc@medcoenergi.com; corporate.secretary@medcoenergi.com

Website: www.medcoenergi.com