

## **INFORMATION DISCLOSURE PT MEDCO ENERGI INTERNASIONAL TBK**

This Information Disclosure is prepared to fulfill the provisions of Financial Services Authority (“OJK”) Regulation No. 32/POJK.04/2015 on Capital Increase of Public Company with Pre-Emptive Rights as amended with OJK Regulation No. 14/POJK.04/2019 on Amendment to OJK Regulation No. 32/POJK.04/2015 on Capital Increase of Public Company with Pre-Emptive Rights (“OJK Regulation 32/2015”)



**MEDCOENERGI  
PT MEDCO ENERGI INTERNASIONAL TBK  
("Company")**

**Main Business Activities:**

Holding, consultancy management and trading

**Domiciled in South Jakarta, Indonesia**

**Head Office:**

The Energy Building 53 – 55 Floor, SCBD Lot. 11 A  
Jalan Jenderal Sudirman Kav. 52 - 53

Jakarta 12190 – Indonesia

Telephone: +62-21 29953000

Facsimile: +62-21 29953001

Email: [corporate.secretary@medcoenergi.com](mailto:corporate.secretary@medcoenergi.com)

Website: [www.medcoenergi.com](http://www.medcoenergi.com)

If you have any question relating to the information stated in this Information Disclosure, you are advised to consult with a securities broker, investment manager, legal consultant, public accountant, or other professional advisor.

The Board of Directors and Board of Commissioners of the Company, solely or jointly, are fully responsible for the completeness and accuracy of all material information or fact stated in this Information Disclosure and confirm that the information disclosed in this Information Disclosure is true and there is no fault in the disclosure of a material fact or non-disclosure of a fact, which, in relation to this Information Disclosure, may be material or may cause this Information Disclosure to be inaccurate and/or misleading.

**Jakarta, 19 July 2021  
Board of Directors of the Company**

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## IMPORTANT DATES AND ESTIMATED SCHEDULE

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|----|---|----------------|
| 1. | Revised Notification of Agenda and Time of the Annual General Meeting of Shareholders (“AGMS”) to OJK.  | 19 July 2021   |
| 2. | Announcement of the Proposed AGMS Implementation in at least website of the Indonesia Stock Exchange, website of the Company and eASY.KSEI (system provided by PT Kustodian Sentral Efek Indonesia).  | 19 July 2021   |
| 3. | Announcement of Information Disclosure on Capital Increase with Pre-Emptive Rights (“ <b>Information Disclosure</b> ”) in at least one daily newspaper in Indonesian language with nationwide circulation or website of the Indonesia Stock Exchange, and website of the Company. | 19 July 2021   |
| 4. | Recording date of shareholders in the Company’s Shareholders Register that have the right to attend the AGMS.   | 3 August 2021  |
| 5. | Invitation of AGMS in at least website of the Indonesia Stock Exchange, website of the Company and eASY.KSEI (system provided by PT Kustodian Sentral Efek Indonesia).  | 4 August 2021  |
| 6. | Additional Information on the Information Disclosure (if any).  | 24 August 2021 |
| 7. | Holding of AGMS.  | 26 August 2021 |
| 8. | Announcement of abridged AGMS minutes in at least website of the Indonesia Stock Exchange, website of the Company and eASY.KSEI (system provided by PT Kustodian Sentral Efek Indonesia).   | 30 August 2021 |

## I. GENERAL INFORMATION

### A. General Information on the Company

The Company was established as Domestic Investment Company based on Law No. 6 of 1968 as amended by Act No. 12 of 1970 and most recently amended by Law No. 25 of 2007 on Investments and Law No. 11 of 2020 on Job Creation, established by Deed of Establishment No. 19 dated June 9, 1980 as amended by Deed of Amendment No. 29 dated 25 August 1980 and Deed of Amendment No. 2 dated March 2, 1981, all of which were drawn before Imas Fatimah, S.H., Notary in Jakarta, which deeds have been approved by the Minister of Justice of the Republic of Indonesia in his Decree No. YA5/192/4 dated 7 April 1981 Registered in the Jakarta District Court under No. 1348, No. 1349 and No. 1350 consecutively, all daed 16 April 1981 and was announced in State Gazette of Republic of Indonesia No. 102 dated December 22, 1981, Supplement No. 1020/1981.

The Company's articles of association have been amended several times, most recently with Deed of Statement of Shareholders Resolution No. 39 dated 15 Februrary 2021 drawn before Leolin Jayayanti, S.H., M.Kn., Notary in Jakarta, which deed was notified to the Minister of Law and Human Rights of the Republic of Indonesia ("MOLHR") as stated in the Receipt of Notification of Amendment to Articles of Association No. AHU-AH.01.03-0098327 dated 16 February 2021 and has been registered in the Company Register in the Ministry of Law and Human Rights of the Republic of Indonesia ("**Ministry of Law**") under No. AHU-0029152.AH.01.11.Tahun 2021 dated 16 February 2021 ("**Deed No. 39/2021**").

### B. Capital Structure and Shareholding Composition

Pursuant to Deed No. 39/2021, the capital structure of the Company is as follows:

Authorized Capital	:	Rp 950,000,000,000
Issued Capital	:	Rp 628,405,781,300
Paid – up Capital	:	Rp 628,405,781,300

The Authorized Capital of the Company is divided into 38,000,000,000 ordinary shares, each share having nominal value of Rp 25 (twenty-five Rupiah) per share.

Pursuant to the Company's shareholders register dated 30 June 2021, issued by PT Sinartama Gunita as the share registrar appointed by the Company, the shareholding composition of the Company is as follows:

No.	Shareholder	Number of Shares	Nominal Value (Rp)	%
1.	Diamond Bridge Pte. Ltd.	5,395,205,771	134,880,144,275	21.46
2.	PT Medco Daya Abadi Lestari	12,944,140,124	323,603,503,100	51.50
3.	PT Medco Duta	46,542,300	1,163,557,500	0.19
4.	PT Multifabrindo Gemilang	11,200,000	280,000,000	0.04

No.	Shareholder	Number of Shares	Nominal Value (Rp)	%
5.	Public (each below 5%)	6,719,702,158	167,992,553,950	26.73
6.	Treasury Shares	19,440,899	486,022,475	0.08
<b>Total</b>		25,136,231,252	628,405,781,300	<b>100</b>
<b>Portfolio Shares</b>		12,863,768,748	321,594,218,700	

### C. Composition of Board of Directors and Board of Commissioners

Pursuant to Deed of Statement of Shareholders Resolution No. 60 dated 25 June 2020, drawn before Leolin Jayayanti, S.H., M.Kn., Notary in Jakarta which has been notified to the MOLHR as stated in Receipt of Notification of Changes to the Company's Data No. AHU-AH.01.03-0261127 dated 26 June 2020 and registered in the Company Register in the Ministry of Law under No. AHU-0100705.AH.01.11.Tahun 2020 dated 26 June 2020, the composition of the Company's Board of Commissioners and Board of Directors on the date of this Disclosure of Information are as follows:

#### **Board of Commissioners**

President Commissioner : Muhammad Lutfi\*  
Independent Commissioner : Marsillam Simandjuntak  
Independent Commissioner : Bambang Subianto  
Commissioner : Yani Yuhani Panigoro  
Commissioner : Yaser Raimi Arifin Panigoro

#### **Board of Directors**

President Director : Hilmi Panigoro  
Director : Roberto Lorato  
Director : Ronald Gunawan  
Director : Amri Siahaan  
Independent Director : Anthony Robert Mathias

\*) Muhammad Lutfi resigned on October 9, 2020, as stated in the Company's Disclosure of Information which was announced on October 13, 2020.

## **II. INFORMATION ON THE PROPOSED CAPITAL INCREASE WITH PRE-EMPTIVE RIGHTS**

### **A. Background of Capital Increase with the Pre-Emptive Rights**

The Company intends to issue new shares with Pre-Emptive Rights (the “**Rights Issue**”) pursuant to OJK Regulation 32/2015 which will be used for capital expenditure of the Company and/or the Company’s subsidiary, including the acquisition of other company with similar business activity with the Company and/or the Company’s subsidiaries and/or will be used to refinance the indebtedness of the Company.

Pursuant to OJK Regulation 32/2015, implementation of the Rights Issue requires approval from the shareholders of the Company. Therefore, the Company intends to request for approval from the shareholders in the GMS which will be convened on 26 August 2021.

### **B. Maximum Amount of the Proposed Shares Issuance with Rights**

The Company plans to increase its capital with a Rights Issue through a Limited Public Offering to the existing shareholders of the Company with a maximum amount of 12,500,000,000 (twelve billion five hundred million) shares with a nominal value of Rp 25 per share (“**LPO IV**”).

### **C. Estimated Implementation Period of Capital Increase**

The Rights Issue will be done in accordance with the Company’s capital requirement. Pursuant to Article 8 paragraph (3) of OJK Regulation 32/2015, the period between the date of GMS approval in relation to LPO IV until the date the registration statement becomes effective must be no later than 12 (twelve) months. The Company intends to implement the Rights Issue within such 12 (twelve) months period.

### **D. Analysis on the Impact of Capital Increase to the Financial Condition and Shareholders**

#### Impact to the Financial Condition of the Company

The Company believes that the proposed Rights Issue will provide an optimal capital structure to support the Company’s growth agenda.

#### Impact to the Shareholders of the Company

The shareholders of the Company that will not exercise their rights to subscribe new shares in LPO IV will be diluted up to a maximum of 33%.

### **E. Estimated Use of Proceeds**

The proceeds obtained from this LPO IV, after being deducted with other costs and expenses, will be fully used for capital expenditure of the Company and/or the Company’s subsidiary, including the acquisition of other company with similar business activity with the Company and/or the Company’s subsidiaries and/or will be used to refinance the indebtedness of the Company.

### **F. Others**

LPO IV will be implemented after obtaining (i) the approval from shareholders in the GMS and (ii) the effective statement from OJK on the registration statement from the Company in relation to LPO IV.

### III. ADDITIONAL INFORMATION

To receive additional information relating to LPO IV, the shareholders of the Company may contact the Company, during the working days and hours of the Company at the following address:

**PT MEDCO ENERGI INTERNASIONAL TBK**

The Energy Building 53 – 55 Floor, SCBD Lot. 11 A

Jalan Jenderal Sudirman Kav. 52 - 53

Jakarta 12190 – Indonesia

Telephone: +62-21 29953000

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