

## **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”)**

#### **Business Activities:**

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

#### **Domiciled in South Jakarta, Indonesia**

#### **Head Office:**

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Jakarta 12920 – Indonesia  
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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 May 2020  
Board of Directors of the Company**

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## IMPORTANT DATES AND ESTIMATED SCHEDULE

1.	Notification of Agenda and Time of the General Meeting of Shareholders (“GMS”) to OJK.	12 May 2020
2.	Announcement of the Proposed GMS Implementation in at least one daily newspaper in Indonesian language with nationwide circulation, website of the Indonesia Stock Exchange, website of the Company and eASY KSEI (system provided by PT Kostudian Sentral Efek Indonesia).	19 May 2020
3.	Announcement of Information Disclosure on Capital Increase with Pre-Emptive Rights in at least one daily newspaper in Indonesian language with nationwide circulation, website of the Indonesia Stock Exchange, and website of the Company.	19 May 2020
4.	Recording date of shareholders in the Company’s Shareholders Register that have the right to attend the GMS.	2 June 2020
5.	Invitation of GMS in at least one daily newspaper in Indonesian language with nationwide circulation, website of the Indonesia Stock Exchange, website of the Company and eASY KSEI (system provided by PT Kostudian Sentral Efek Indonesia).	3 June 2020
6.	Additional Information on the Information Disclosure (if any).	23 June 2020
7.	GMS.	25 June 2020
8.	Announcement of abridged GMS minutes in at least one daily newspaper in Indonesian language with nationwide circulation, website of the Indonesia Stock Exchange, website of the Company and eASY KSEI (system provided by PT Kostudian Sentral Efek Indonesia).	29 June 2020
9.	Submission of proof of announcement of abridged GMS minutes to OJK.	1 July 2020
10.	Submission of deed of GMS minutes to OJK.	27 July 2020

## I. GENERAL INFORMATION

### A. General Information on the Company

The Company was established as a Domestic Capital Investment company under Law No. 6 of 1968 as amended with Law No. 12 of 1970 and as lastly amended with Law No. 25 of 2007 on Capital Investment, established under Deed of Establishment No. 19 dated 9 June 1980, as amended with Deed of Amendment No. 29 dated 25 August 1980 and Deed of Amendment No. 2 dated 2 March 1981, all of which were made before Imas Fatimah, S.H., Notary in Jakarta, which deeds had been approved by the Minister of Justice of the Republic of Indonesia pursuant to Decree No. Y.A.5/192/4 dated 7 April 1981 and registered at the District Court of Jakarta respectively under No. 1348, No. 1349, and No. 1350, dated 16 April 1981 and announced in the State Gazette of the Republic of Indonesia No. 102 dated 22 December 1981, Supplement No. 1020/1981.

The articles of association of the Company have been amended several times, lastly based on Deed of Meeting Resolution Statement No. 09 dated 13 January 2020, which was made before Leolin Jayayanti, S.H., M.Kn., Notary in Jakarta, which deed had been notified to the Minister of Law and Human Rights of the Republic of Indonesia pursuant to Acknowledgement Letter of Notification of Amendment of Articles of Association No. AHU-AH.01.03-00165880 dated 13 January 2020 and registered in Company Register at the Ministry of Law and Human Rights of the Republic of Indonesia under No. AHU-0005865.AH.01.11.Tahun 2020 dated 13 January 2020 ("**Deed No. 09/2020**").

Pursuant to Deed No. 09/2020, the Board of Commissioners of the Company stated (a) issuing 120.418.889 of new shares with the nominal value of Rp 25 per share which is the implementation of warrant from 24 October 2018 to 31 December 2019, therefore the issued capital and the paid up capital of the Company has increased from Rp 444.891.573.125 to Rp 447.902.047.850; and (b) the amendment of Article 4 paragraph (2) of the Company's Articles of Association.

### B. Capital Structure and Shareholding Composition

Based on: (i) Deed of Meeting Resolution Statement No. 95 dated 25 November 2015, which was made before Leolin Jayayanti, S.H., Notary in Jakarta, which had been notified to MOLHR pursuant to Acknowledgement Letter of Notification of Amendment of Articles of Association No. AHU-AH.01.03-0983580 dated 27 November 2015 and registered under Company Register at the Ministry of Law and Human Rights under No. AHU-3585501.AH.01.11.Tahun 2015 dated 27 November 2015 and (ii) Deed No. 09/2020, the capital structure of the Company is as follows:

Authorized Capital	Rp 950.000.000.000
Issued Capital	Rp 447.902.047.850
Paid-up Capital	Rp 447.902.047.850

The authorized capital of the Company comprises of 38.000.000.000 ordinary shares, with each share having a nominal value of Rp 25 (twenty-five Rupiah) per share.

Pursuant to the Shareholders Register per 6 May 2020 issued by PT Sinartama Gurita, as the Shares Registrar of the Company, the shareholding composition of the Company is as follows:

Detail and Information	Nominal Value of Rp 25 per Share		(%)
	Number of Shares	Nominal Value (Rp)	
Authorized Capital	38.000.000.000	950.000.000.000	

Detail and Information	Nominal Value of Rp 25 per Share		(%)
	Number of Shares	Nominal Value (Rp)	
<b>Issued and Paid-up Capital</b>			
PT Medco Daya Abadi Lestari	8.959.891.262	223.997.281.550	50,00
Diamond Bridge Pte. Ltd.	3.830.690.801	95.767.270.025	21,38
PT Medco Duta	33.244.500	831.112.500	0,19
PT Multifabrindo Gemilang	8.000.000	200.000.000	0,04
Public (each under 5%)	4.994.588.339	124.864.708.475	27,87
PT Medco Energi Internasional Tbk (Saham Treasuri)	94.039.204	2.350.980.100	0,52
<b>Amount of Issued and Paid-up Capital</b>	<b>17.920.454.106</b>	<b>448.011.352.650</b>	<b>100,00</b>
<b>Portfolio Shares</b>	<b>20.079.545.894</b>	<b>501.988.647.350</b>	

*\*) The number of outstanding warrants as per 6 May 2020 are 4.207.587.028 warrants.*

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

As at the date of this Information Disclosure, the composition of Board of Commissioners and Board of Directors of the Company is as follows:

#### Board of Commissioners

President Commissioner : Muhammad Lutfi  
Independent Commissioner : Marsilam Simandjuntak  
Independent Commissioner : Bambang Subianto  
Commissioner : Yani Yuhani Panigoro  
Commissioner : Yaser Raimi A. Panigoro

#### Direksi

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

## **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 working capital of the Company and/or the Company’s subsidiary.

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 annual GMS which will be convened on 25 June 2020.

### **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 7.500.000.000 (seven billion five hundred million) shares with a nominal value of Rp 25 per share (“**LPO III**”).

### **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 III 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 in the current uncertain macro environment, the proposed Rights Issue is a prudent step to support the Company’s financial position.

#### Impact to the Shareholders of the Company

The shareholders of the Company that will not exercise their rights to subscribe new shares in LPO III will be diluted up to a maximum of 29.5%.

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

The proceeds obtained from this LPO III, after being deducted with other costs and expenses, will be fully used for the working capital of the Company and/or the Company’s subsidiary.

### **F. Others**

LPO III 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 III.

### III. ADDITIONAL INFORMATION

To receive additional information relating to LPO III, 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, Floor 53 – 55 SCBD Lot 11 A  
Jalan Jenderal Sudirman  
Jakarta 12920 – Indonesia  
Telephone: +62-21 29953000  
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