

**PERUBAHAN DAN/ATAU TAMBAHAN
KETERBUKAAN INFORMASI KEPADA PARA
PEMEGANG SAHAM
PT MERDEKA COPPER GOLD TBK (“PERSEROAN”)
DALAM RANGKA RENCANA PENAMBAHAN
MODAL TANPA MEMBERIKAN HAK MEMESAN
EFEK TERLEBIH DAHULU**

Perubahan dan/atau Tambahan Keterbukaan Informasi ini dibuat dan ditujukan kepada para pemegang saham Perseroan dalam rangka memenuhi Peraturan Otoritas Jasa Keuangan (“OJK”) No. 14/POJK.04/2019 tentang Perubahan atas Peraturan OJK No. 32/POJK.04/2015 tentang Penambahan Modal Perusahaan Terbuka dengan Memberikan Hak Memesan Efek Terlebih Dahulu (“POJK 14/2019”).

**AMENDMENT AND/OR ADDITION TO THE
DISCLOSURE OF INFORMATION TO THE
SHAREHOLDERS OF
PT MERDEKA COPPER GOLD TBK
(THE “COMPANY”)
IN RELATION TO THE PROPOSED CAPITAL
INCREASE WITHOUT PRE-EMPTIVE RIGHTS**

This Amendment and/or Addition to the Disclosure of Information is made and addressed to the shareholders of the Company in compliance with Financial Services Authority (Otoritas Jasa Keuangan/“OJK”) Regulation No. 14/POJK.04/2019 on the Amendment of the OJK Regulation No. 32/POJK.04/2015 on the Capital Increase of a Publicly Listed Company by Giving Pre-Emptive Rights (“OJK Regulation 14/2019”).



Kegiatan Usaha:

Pertambangan emas, perak, tembaga, nikel, dan mineral ikutan lainnya, industri dan kegiatan usaha terkait lainnya melalui perusahaan anak Perseroan

Berkedudukan di Jakarta Selatan, DKI Jakarta, Indonesia

Business Activities:

Mining of gold, silver, copper, nickel, and other associated minerals, industry and other related business activities through subsidiaries of the Company

Domiciled in South Jakarta, DKI Jakarta, Indonesia

Kantor Pusat/Head Office:

Treasury Tower, Lantai/Floor 67-68, District 8, SCBD Lot. 28
Jl. Jenderal Sudirman Kav. 52-53, Senayan, Kebayoran Baru
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Perubahan dan/atau Tambahan Keterbukaan Informasi ini penting untuk dibaca dan diperhatikan oleh pemegang saham Perseroan untuk mengambil keputusan mengenai rencana penambahan modal tanpa memberikan hak memesan efek terlebih dahulu Perseroan.

Jika Anda mengalami kesulitan untuk memahami informasi sebagaimana tercantum dalam Perubahan dan/atau Tambahan Keterbukaan Informasi ini atau ragu-ragu dalam mengambil keputusan, sebaiknya Anda berkonsultasi dengan perantara pedagang efek, manajer investasi, penasihat hukum, akuntan publik, dan/atau penasihat profesional lainnya.

Direksi dan Dewan Komisaris Perseroan, baik secara sendiri-sendiri maupun bersama-sama, bertanggung jawab sepenuhnya atas kelengkapan dan kebenaran seluruh informasi atau fakta material yang dimuat dalam Perubahan dan/atau Tambahan Keterbukaan Informasi ini dan menegaskan bahwa informasi yang dikemukakan dalam Perubahan dan/atau Tambahan Keterbukaan Informasi ini adalah benar dan tidak ada kesalahan pengungkapan fakta material atau tidak ada fakta material yang tidak dikemukakan yang dapat menyebabkan informasi material dalam Perubahan dan/atau Tambahan Keterbukaan Informasi ini menjadi tidak benar dan/atau menyesatkan.

**Perubahan dan/atau Tambahan Keterbukaan
Informasi ini diterbitkan pada
10 Juni 2024**

This Amendment and/or Addition to the Disclosure of Information shall be read carefully and duly observed by the shareholders of the Company to make any decision regarding the proposed capital increase without pre-emptive rights.

If you are having difficulties in understanding the information contained in this Amendment and/or Addition to the Disclosure of Information or have doubt in taking a decision, you should consult with your broker, investment manager, legal counsel, public accountant, and/or other professional advisors.

The Board of Directors and the Board of Commissioners of the Company, both individually and jointly, are fully responsible for the completeness and accuracy of the whole information or material facts contained in this Amendment and/or Addition to the Disclosure of Information and emphasize that the information stated in this Amendment and/or Addition to the Disclosure of Information are accurate and there is no misstatement of a material fact or no omission of material facts which may cause the material information in this Amendment and/or Addition to the Disclosure of Information to be inaccurate and/or misleading.

**This Amendment and/or Addition to the
Disclosure of Information is issued on
10 June 2024**

**TANGGAL-TANGGAL PENTING DAN
PERKIRAAN JADWAL WAKTU**

Perseroan bermaksud untuk melakukan Penambahan Modal Tanpa Memberikan Hak Memesan Efek Terlebih Dahulu III (“**PMTHMETD III**”) kepada para pemegang saham Perseroan dengan perkiraan jadwal waktu sebagai berikut:

1	Pemberitahuan mata acara Rapat Umum Pemegang Saham Luar Biasa (“ RUPSLB ”) kepada OJK	26 April 2024
2	Pengumuman rencana penyelenggaraan RUPSLB kepada para pemegang saham Perseroan melalui situs web PT Bursa Efek Indonesia (“ BEI ”), situs web eASY.KSEI, dan situs web Perseroan www.merdekcoppergold.com	6 Mei 2024
3	Pengumuman Keterbukaan Informasi terkait penambahan modal tanpa memberikan hak memesan efek terlebih dahulu melalui situs web BEI situs web eASY.KSEI, dan situs web Perseroan www.merdekcoppergold.com	6 Mei 2024
4	Tanggal pencatatan (<i>recording date</i>) pemegang saham yang berhak hadir dalam RUPSLB	20 Mei 2024
5	Pemanggilan RUPSLB kepada para pemegang saham Perseroan melalui situs web BEI, situs web eASY.KSEI, dan situs web Perseroan www.merdekcoppergold.com	21 Mei 2024
6	Pemberitahuan perubahan atas mata acara RUPSLB kepada OJK	10 Mei 2024
7	Pengumuman Perubahan dan/atau Tambahan Keterbukaan Informasi	5 Juni 2024
8	Pengumuman Perubahan dan/atau Tambahan Keterbukaan Informasi	10 Juni 2024
9	RUPSLB	12 Juni 2024
10	Pengumuman ringkasan risalah RUPSLB melalui situs web BEI, situs web eASY.KSEI, dan situs web Perseroan www.merdekcoppergold.com	14 Juni 2024
11	Penyampaian risalah RUPSLB kepada OJK dan BEI	12 Juli 2024

**IMPORTANT DATES AND
INDICATIVE TIMETABLE**

The Company intends to conduct Capital Increase without Pre-Emptive Rights III (“**NPR III**”) to the shareholders of the Company with the indicative timetable as follows:

1	Notification of Extraordinary General Meeting of Shareholders (“ EGMS ”) agenda to OJK	26 April 2024
2	Announcement of the plan to convene EGMS to the shareholders of the Company through Indonesia Stock Exchange (“ IDX ”) website, eASY.KSEI website, and the Company’s website www.merdekcoppergold.com	6 May 2024
3	Announcement of the Disclosure of Information on capital increase without pre-emptive rights through IDX website, eASY.KSEI website, and the Company’s website www.merdekcoppergold.com	6 May 2024
4	The recording date of the shareholders who are entitled to attend the EGMS	20 May 2024
5	EGMS Invitation to the shareholders of the Company through IDX website, eASY.KSEI website, and the Company’s website www.merdekcoppergold.com	21 May 2024
6	Notification of amendments to the agenda of the EGMS to OJK	10 May 2024
7	Announcement of this Amendment and/or Addition to the Disclosure of Information	5 June 2024
8	Announcement of this Amendment and/or Addition to the Disclosure of Information	10 June 2024
9	EGMS	12 June 2024
10	Announcement of the summary of EGMS minutes through IDX website, eASY.KSEI website, and the Company’s website www.merdekcoppergold.com	14 June 2024
11	Submission of the minutes of EGMS to OJK and IDX	12 July 2024

I. UMUM

A. Keterangan Umum tentang Perseroan

Perseroan, didirikan dengan nama PT Merdeka Serasi Jaya, berdasarkan Akta Pendirian Perseroan Terbatas No. 02 tanggal 5 September 2012, yang dibuat di hadapan Ivan Gelium Lantu, S.H., M.Kn., Notaris di Kota Depok, di mana akta tersebut telah mendapat pengesahan oleh Menteri Hukum dan Hak Asasi Manusia Republik Indonesia ("**Menkumham**") berdasarkan Surat Keputusan No. AHU-48205.AH.01.01.Tahun 2012 tanggal 11 September 2012, dan telah diumumkan dalam Berita Negara Republik Indonesia No. 47 tanggal 11 Juni 2013, Tambahan No. 73263.

Anggaran Dasar Perseroan telah mengalami beberapa kali perubahan sebagaimana diubah terakhir kali berdasarkan Akta Pernyataan Keputusan Rapat Perubahan Anggaran Dasar No. 121 tanggal 27 Maret 2024, yang dibuat di hadapan Jose Dima Satria, S.H., M.Kn., Notaris di Kota Administrasi Jakarta Selatan, yang telah diberitahukan kepada Menkumham berdasarkan Surat Penerimaan Pemberitahuan Perubahan Anggaran Dasar No. AHU-AH.01.03-0074803 tanggal 27 Maret 2024 ("**Akta 121/2024**").

Perseroan berkantor pusat di Treasury Tower, Lantai 67-68, District 8 SCBD Lot. 28, Jl. Jend. Sudirman Kav. 52-53, Senayan, Kebayoran Baru, Jakarta Selatan 12190, DKI Jakarta, Indonesia.

Berdasarkan ketentuan Pasal 3 Anggaran Dasar Perseroan, maksud dan tujuan Perseroan ialah berusaha sebagai perusahaan *holding* dan konsultasi manajemen lainnya.

Untuk mencapai maksud dan tujuan tersebut di atas, Perseroan dapat melaksanakan kegiatan usaha utama sebagai berikut:

- a. aktivitas perusahaan *holding*, termasuk kepemilikan dan/atau penguasaan grup anak perusahaannya; dan
- b. aktivitas konsultasi manajemen lainnya, di mana kegiatan utamanya (sebagaimana relevan) adalah memberikan bantuan nasihat, bimbingan dan operasional usaha dan permasalahan organisasi dan manajemen lainnya, seperti perencanaan strategi dan organisasi, keputusan berkaitan dengan keuangan, tujuan dan kebijakan pemasaran, perencanaan, praktik dan

I. GENERAL

A. General Description of the Company

*The Company, established under the name of PT Merdeka Serasi Jaya, pursuant to the Deed of Establishment No. 2 dated 5 September 2012, made before Ivan Gelium Lantu, S.H., M.Kn., Notary in Depok City, which has been ratified by the Minister of Law and Human Rights of the Republic of Indonesia ("**MOLHR**") by virtue of its Decree No. AHU-48205.AH.01.01.Tahun 2012 dated 11 September 2012, and has been published in the State Gazette of the Republic of Indonesia No. 47 dated 11 June 2013, Supplement No. 73263.*

*The Company's Articles of Association have been amended several times as lastly amended by Deed of Statement of Meeting Resolution on Amendment to the Articles of Association No. 121 dated 27 March 2024, made before Jose Dima Satria, S.H., M.Kn., Notary in Administrative City of South Jakarta, which has been notified to the MOLHR based on the Receipt of Notification of the Amendment of the Articles of Association No. AHU-AH.01.03-0074803 dated 27 March 2024 ("**Deed 121/2024**").*

The Company is headquartered at Treasury Tower, 67th - 68th Floor, District 8 SCBD Lot. 28, Jl. Jend. Sudirman Kav. 52-53, Senayan, Kebayoran Baru, South Jakarta 12190, DKI Jakarta, Indonesia.

According to Article 3 of the Company's Articles of Association, the purposes and objectives of the Company are to conduct business as a holding company and management consultation.

To achieve the abovementioned purposes and objectives, the Company can perform the main business activities as follows:

- a. *holding company's activities, including the ownership and/or control of its group of subsidiaries; and*
- b. *activities of other management consultation, of which the main activities (as relevant) are to give assistance of business advice, guidance and operation and other organization and management issues, such as strategic and organizational planning, decisions related to finance, marketing objective and policy, planning, practice, and policy of human resources, planning of production scheduling and control.*

kebijakan sumber daya manusia, perencanaan penjadwalan dan pengontrolan produksi.

Untuk mencapai kegiatan usaha utama tersebut di atas, Perseroan dapat melakukan kegiatan usaha penunjang sebagai berikut:

- a. menyediakan jasa sebagai penasihat (*counsellors*) dan perunding (*negotiators*) dalam merancang merger dan akuisisi perusahaan; dan
- b. menyediakan jasa mencakup bantuan nasihat, bimbingan dan operasional usaha dan permasalahan organisasi dan manajemen lainnya, seperti perencanaan strategi dan organisasi; keputusan berkaitan dengan keuangan; tujuan dan kebijakan pemasaran, perencanaan, praktik dan kebijakan sumber daya manusia; perencanaan penjadwalan dan pengontrolan produksi. Penyediaan jasa usaha ini dapat mencakup bantuan keuangan, nasihat, bimbingan dan operasional berbagai fungsi manajemen, konsultasi manajemen olah agronomis dan agrikultural ekonomis pada bidang pertanian dan sejenisnya, rancangan dari metode dan prosedur akuntansi, program akuntansi biaya, prosedur pengawasan anggaran belanja, pemberian pendanaan, nasihat dan bantuan untuk usaha dan pelayanan masyarakat dalam perencanaan, pengorganisasian, efisiensi dan pengawasan, informasi manajemen dan lain-lain, termasuk namun tidak terbatas pada jasa pelayanan studi investasi infrastruktur.

Struktur Permodalan dan Susunan Pemegang Saham Perseroan

Berdasarkan Akta Pernyataan Keputusan Rapat Perubahan Anggaran Dasar No. 69 tanggal 25 September 2019 yang dibuat di hadapan Liestiani Wang, S.H., M.Kn., Notaris di Kota Administrasi Jakarta Selatan yang telah diberitahukan kepada Menkumham berdasarkan Surat Penerimaan Pemberitahuan Perubahan Anggaran Dasar No. AHU-AH.01.03-0339775 tanggal 2 Oktober 2019 *juncto* Akta 121/2024, struktur permodalan dan susunan pemegang saham dalam Perseroan pada tanggal pengumuman RUPSLB ini adalah sebagai berikut:

Modal Dasar	:	Rp1.400.000.000.000
Modal Ditempatkan	:	Rp489.459.675.420
Modal Disetor	:	Rp489.459.675.420

To achieve the abovementioned main business activities of the Company, the Company can perform the supporting business activities as follows:

- a. *providing services as a counselor and negotiator in planning companies' merger and acquisition; and*
- b. *providing services covering assistance in advice, guidance and operation of business, and other organizational and management issues, such as strategic and organizational planning; decisions related to finance; marketing objective and policy; planning, practice and policy of human resources; planning of production scheduling and control. This provision of business services may cover assistance in finance, advice, guidance and operation of various management functions, management consultancy in agronomy and economy in agriculture and the like, design of accounting methods and procedures, cost accounting program, budget monitoring procedures, provision of funding, advice and assistance to business and community service in planning, organizing, efficiency and supervision, management information, etc., including but not limited to services in infrastructure investment study.*

Capital Structure and Shareholder's Composition of the Company

Based on the Deed of Statement of Meeting Resolution of the Amendment of the Articles of Association No. 69 dated 25 September 2019 made before Liestiani Wang, S.H., M.Kn., Notary in Administrative City of South Jakarta which has been notified to the MOLHR based on the Receipt of Notification of the Amendment of the Articles of Association No. AHU-AH.01.03-0339775 dated 2 October 2019 juncto Deed 121/2024, the Company's capital structure and shareholding composition as of the date of the announcement of EGMS are as follows:

<i>Authorized Capital</i>	:	IDR1,400,000,000,000
<i>Issued Capital</i>	:	IDR489,459,675,420
<i>Paid-up Capital</i>	:	IDR489,459,675,420

Modal Dasar Perseroan terbagi atas 70.000.000.000 (tujuh puluh miliar) lembar saham dengan nilai nominal per lembar saham sebesar Rp20 (dua puluh Rupiah).

The authorized capital of the Company is divided into 70,000,000,000 (seventy billion) shares each with a nominal value of IDR20 (twenty Rupiah) per share.

Berdasarkan Daftar Pemegang Saham Perseroan pada tanggal 30 April 2024 yang dikeluarkan oleh PT Datindo Entrycom sebagai Biro Administrasi Efek Perseroan, pemegang saham Perseroan adalah sebagai berikut:

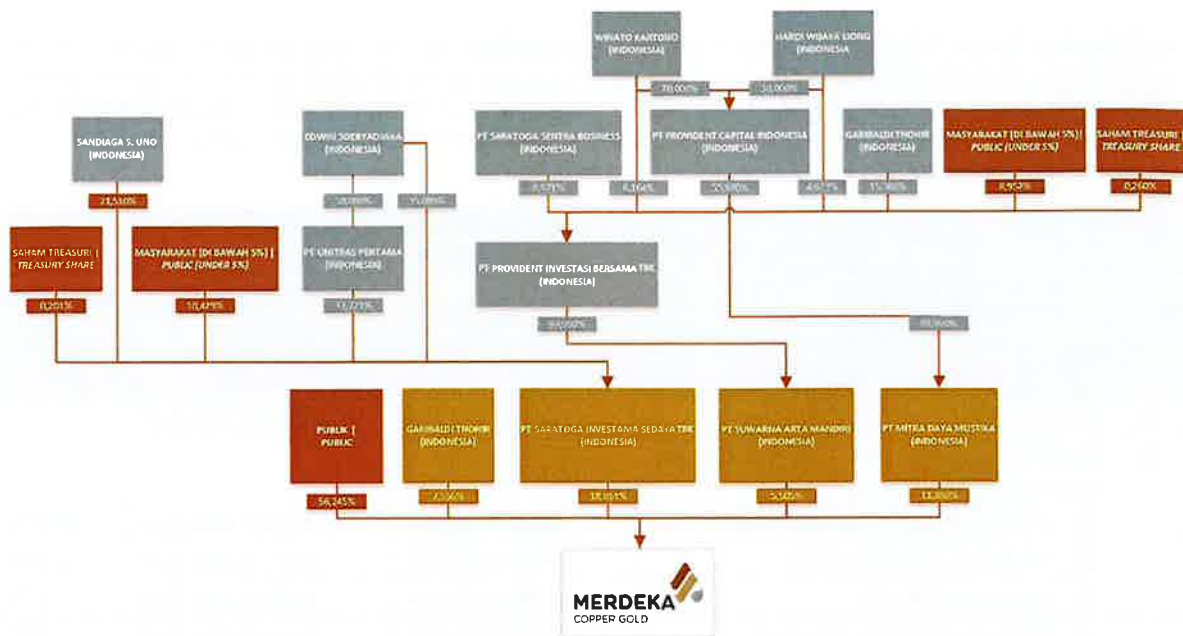
According to the Shareholders Register of the Company dated 30 April 2024 issued by PT Datindo Entrycom as Share Registrar of the Company, the shareholders of the Company are as follows:

Keterangan/ Description	Nilai Nominal Rp20 per Saham/ Nominal Value of IDR20 per Share		
	Jumlah Saham/ Number of Shares	Nilai Nominal (Rp)/ Nominal Value (IDR)	(%)
A. Modal Dasar/Authorized Capital	70,000,000,000	1,400,000,000,000	
B. Modal Ditempatkan dan Disetor Penuh/ Issued and Paid-Up Capital			
1) PT Saratoga Investama Sedaya Tbk	4,604,374,026	92,087,480,520	18.814
2) PT Mitra Daya Mustika	2,907,302,421	58,146,048,420	11.880
3) Garibaldi Thohir	1,849,197,014	36,983,940,280	7.556
4) PT Suwarna Arta Mandiri	1,347,254,738	26,945,094,760	5.505
5) Albert Saputro	533,500	10,670,000	0.002
6) Andrew Phillip Starkey	777,900	15,558,000	0.003
7) Gavin Arnold Caudle	174,526,836	3,490,536,720	0.713
8) Hardi Wijaya Liong	69,596,728	1,391,934,560	0.284
9) Titien Supeno	818,500	16,370,000	0.003
10) Masyarakat/Public (masing-masing di bawah 5%/each respectively under 5%)	13,453,682,008	269,073,640,160	54.974
Saham Treasuri/Treasury Stock*	64,920,100	1,298,402,000	0.265
Jumlah Modal Ditempatkan dan Disetor Penuh/Total of Issued and Fully Paid-Up Shares	24,472,983,771	489,459,675,420	100.000
C. Sisa Saham Dalam Portepel/Remaining Shares in Portfolio	45,527,016,229	910,540,324,580	

*Jumlah saham treasuri mencerminkan jumlah saham hasil pembelian kembali saham dan pelaksanaan pengalihan sahamnya sampai dengan tanggal Perubahan dan/atau Tambahan Keterbukaan Informasi disampaikan kepada OJK/The amount of treasury stock reflects the amount of shares resulting from the buyback of shares and the implementation of the transfer of shares up to the date of the Amendment and/or Addition to the Disclosure of Information submitted to OJK.

Berikut diagram kepemilikan Perseroan sampai dengan tingkat individu periode 30 April 2024

Following is the chart of the ownership of the Company until individu level as of 30 April 2024:



Pengendali Perseroan saat ini secara bersama-sama adalah PT Provident Capital Indonesia (yang pada tanggal Perubahan dan/atau Tambahan Keterbukaan Informasi ini diterbitkan, dikendalikan oleh Winato Kartono) dan PT Saratoga Investama Sedaya Tbk (yang pada tanggal Perubahan dan/atau Tambahan Keterbukaan Informasi ini diterbitkan, dikendalikan oleh Edwin Soeryadjaya).

The current controlling shareholders of the Company collectively are PT Provident Capital Indonesia (which as of the date of the Amendment and/or Addition to this Disclosure of Information is issued, is controlled by Winato Kartono) and PT Saratoga Investama Sedaya Tbk (which as of the date of the Amendment and/or Addition to this Disclosure of Information is issued, is controlled by Edwin Soeryadjaya).

Susunan Dewan Komisaris dan Direksi Perseroan

Composition of the Board of Commissioners and Board of Directors of the Company

Berdasarkan Akta Pernyataan Keputusan Rapat Perubahan Anggaran Dasar No. 59 tanggal 12 April 2023, yang dibuat dihadapan Jose Dima Satria, S.H., M.Kn., Notaris di Kota Administrasi Jakarta Selatan, yang telah memperoleh persetujuan dari Menkumham berdasarkan Surat Keputusan No. AHU-0023036.AH.01.02.TAHUN 2023 tanggal 17 April 2023 dan diberitahukan kepada Menkumham sebagaimana ternyata dalam Surat Penerimaan Pemberitahuan Perubahan Data Perseroan No. AHU-AH.01.09-0111358 tanggal 17 April 2023, susunan Direksi dan Dewan Komisaris Perseroan adalah sebagai berikut

Based on the Deed of Statement of Meeting Resolution on Amendment to the Articles of Association No. 59 dated 12 April 2023, made before Jose Dima Satria, S.H., M.Kn., Notary in Administrative City of South Jakarta, which has been approved by the MOLHR based on Decree No. AHU-0023036.AH.01.02.TAHUN 2023 dated 17 April 2023 and notified to the MOLHR based on Receipt of Notification of the Change of the Company's Data No. AHU-AH.01.09-0111358 dated 17 April 2023, the composition of the Company's Board of Directors and Board of Commissioners is as follows:

Dewan Komisaris/Board of Commissioners

- Presiden Komisaris/President Commissioner : Edwin Soeryadjaya
- Komisaris/Commissioner : Yoke Candra
- Komisaris/Commissioner : Tang Honghui
- Komisaris Independen/Independent Commissioner : Budi Bowoleksono
- Komisaris Independen/Independent Commissioner : Muhamad Munir

Direksi/Board of Directors

Presiden Direktur/ <i>President Director</i>	: Albert Saputro
Wakil Presiden Direktur/ <i>Vice President Director</i>	: Jason Laurence Greive
Direktur/ <i>Director</i>	: Andrew Phillip Starkey
Direktur/ <i>Director</i>	: Gavin Arnold Caudle
Direktur/ <i>Director</i>	: Hardi Wijaya Liong
Direktur/ <i>Director</i>	: David Thomas Fowler
Direktur/ <i>Director</i>	: Titien Supeno
Direktur/ <i>Director</i>	: Chrisanthus Supriyo

II. INFORMASI MENGENAI RENCANA PENAMBAHAN MODAL TANPA MEMBERIKAN HAK MEMESAN EFEK TERLEBIH DAHULU

A. Alasan dan Tujuan PMTHMETD III

Dalam rangka mengembangkan kegiatan usaha Perseroan serta upaya memiliki kesempatan untuk melaksanakan potensi ekspansi, Perseroan memandang perlu untuk memperkuat struktur permodalannya. Oleh karena itu, Perseroan bermaksud untuk mengeluarkan sebanyak-banyaknya 2.447.298.377 (dua miliar empat ratus empat puluh tujuh juta dua ratus sembilan puluh delapan ribu tiga ratus tujuh puluh tujuh) lembar saham atau paling banyak 10% (sepuluh persen) dari jumlah saham yang telah ditempatkan dan disetor penuh atau modal disetor yang tercantum dalam perubahan anggaran dasar yang telah diberitahukan dan diterima Menteri yang berwenang pada saat pengumuman RUPSLB ("Saham Baru") melalui PMTHMETD III berdasarkan persetujuan pemegang saham independen dalam RUPSLB. Melalui PMTHMETD III, Perseroan diharapkan untuk mendapatkan alternatif sumber pendanaan untuk kepentingan Perseroan.

Tidak terdapat persetujuan/pelaporan terlebih dahulu dari/kepada kreditor Perseroan/instansi pemerintah atau pihak ketiga lainnya yang wajib diperoleh atau dilakukan oleh Perseroan sehubungan dengan PMTHMETD III.

B. Perkiraan Periode Pelaksanaan PMTHMETD III

Sesuai dengan ketentuan Pasal 8 C ayat (1) huruf a POJK 14/2019, PMTHMETD III akan dilakukan dalam jangka waktu 2 (dua) tahun sejak RUPSLB menyetujui PMTHMETD III.

Pelaksanaan PMTHMETD III akan tergantung dan tunduk pada serta akan dilakukan jika

II. INFORMATION REGARDING THE PROPOSED CAPITAL INCREASE WITHOUT PRE-EMPTIVE RIGHTS

A. Reasons and Objectives of NPR III

In order to develop the Company's business activities and pursue potential expansion opportunities, the Company may need to strengthen its capital structure. Therefore, the Company intends to issue up to 2,447,298,377 (two billion four hundred forty-seven million two hundred ninety-eight thousand three hundred seventy-seven) shares or a maximum of 10% (ten percent) of the number of shares that have been issued and fully paid or the paid-up capital stated in the amendment to the articles of association that has been notified and received by the authorized Minister on the date of the EGMS announcement ("New Shares") through NPR III in accordance with the approval from the independent shareholders in the EGMS. Through NPR III, it is expected that the Company will obtain funding alternatives for the interest of the Company.

There are no prior approval from/notification to creditors of the Company/government agencies or other third parties that are required to be obtained or made by the Company in connection with the NPR III.

B. Indicative Period of NPR III Implementation

In accordance with Article 8 C paragraph (1) letter a of POJK 14/2019, NPR III will be conducted within 2 (two) years since the EGMS approving NPR III.

The implementation of NPR III will be subject to and will be conducted if it has obtained approval

telah diperolehnya persetujuan dari pemegang saham independen pada RUPSLB Perseroan dengan mengacu kepada peraturan perundang-undangan yang berlaku di Indonesia.

C. Rencana Penggunaan Dana PMTHMETD III

Dalam rangka mengembangkan kegiatan usaha Perseroan serta upaya memiliki kesempatan untuk melaksanakan potensi ekspansi, Perseroan memandang perlu untuk memperkuat struktur permodalannya. Dana yang diperoleh dari hasil PMTHMETD III tersebut akan digunakan oleh Perseroan sebagai berikut:

- a. sebesar 30% (tiga puluh persen) dari total dana untuk kebutuhan modal kerja Perseroan dan grup Perseroan; dan/atau
- b. pengembangan usaha Perseroan dan grup Perseroan, baik dalam bentuk belanja modal dan/atau pembelian saham dan/atau pembelian aset dan/atau penyertaan saham serta metode transaksi yang sesuai pada satu atau lebih perusahaan dengan industri yang sesuai atau terkait dengan kegiatan usaha Perseroan dan grup Perseroan.

Persentase ini dapat berubah sesuai dengan kebutuhan Perseroan dan grup Perseroan. Untuk menghindari keragu-raguan, yang dimaksud dengan grup Perseroan adalah perusahaan di mana (i) Perseroan mempunyai kepemilikan saham dengan hak suara lebih dari 50%, baik secara langsung maupun tidak langsung; atau (ii) apabila Perseroan memiliki 50% atau kurang saham dengan hak suara, Perseroan memiliki kemampuan untuk mengendalikan perusahaan tersebut, sehingga laporan keuangannya dikonsolidasikan dengan Perseroan sesuai dengan standar akuntansi yang berlaku di Indonesia.

Perseroan akan mematuhi dan menjalankan konsekuensi yang diatur dalam Peraturan Perundang-Undangan di bidang Pasar Modal apabila rencana penggunaan dana hasil PMTHMETD III terqualifikasi sebagai Transaksi Afiliasi, Transaksi Benturan Kepentingan, dan/atau Transaksi Material.

Perseroan dengan ini juga turut memperhatikan ketentuan-ketentuan yang berlaku di Indonesia pada saat pelaksanaan PMTHMETD III, termasuk namun tidak terbatas pada Surat Keputusan Direksi PT Bursa Efek Indonesia No. Kep-00101/BEI/12-2021 perihal Perubahan Peraturan Nomor I-A

from the independent shareholders in the EGMS of the Company with due observation to the prevailing laws and regulations in Indonesia.

C. Use of Proceeds Plan from NPR III

In order to develop the Company's business activities and pursue potential expansion opportunities, the Company may need to strengthen its capital structure. The funds obtained from the NPR III will be used for as follows:

- a. *the amount of 30% (thirty percent) of total fund for the working capital requirement of the Company and Company's group; and/or*
- b. *business development of the Company and Company's group, either in the form of capital expenditure and/or purchase of shares and/or purchase of assets and/or participation of shares and appropriate transaction methods in one or more companies with appropriate industries or related to the business activities of the Company and Company's group.*

This percentage may change according to the requirements of the Company and Company's group. To avoid any doubt, the Company's group means a company in which (i) the Company owns more than 50% of the voting shares, either directly or indirectly; or (ii) if the Company owns 50% or less of the voting shares, the Company has the ability to control the company, so that its financial statements are consolidated with the Company in accordance with applicable accounting standards in Indonesia.

The Company will comply with and carry out the consequences stipulated in the Capital Market Laws and Regulations if the use of proceeds plan from NPR III is qualified as an Affiliated Transaction, Conflict of Interest Transaction, and/or Material Transaction.

The Company also acknowledges the provisions that applicable in Indonesia at the time of the implementation of PMTHMETD III, including but not limited to the Decree of the Board of Directors of PT Bursa Efek Indonesia No. Kep-00101/BEI/12-2021 regarding the Amendment to Regulation Number I-A regarding the Listing of

tentang Pencatatan Saham dan Efek Bersifat Ekuitas Selain Saham yang Diterbitkan oleh Perusahaan Terdaftar, Undang-Undang No. 40 Tahun 2007 tentang Perseroan Terbatas (sebagaimana diubah dari waktu ke waktu).

Shares and Equity Securities Other than Shares Issued by Listed Companies, Law No. 40 of 2007 regarding Limited Liability Companies (as amended from time to time).

D. Penerbitan Saham Baru dan Harga Saham Baru

Sesuai dengan POJK 14/2019, PMTHMETD III hanya dapat dilakukan Perseroan dengan memperoleh persetujuan pemegang saham independen melalui RUPSLB. RUPSLB Perseroan akan diselenggarakan dengan memperhatikan prosedur yang diatur dalam Peraturan OJK No. 15/POJK.04/2020 tentang Rencana dan Penyelenggaraan Rapat Umum Pemegang Saham Perusahaan Terbuka. Adapun kuorum kehadiran dan kuorum keputusan RUPS dengan ketentuan:

- a. RUPS dapat dilangsungkan jika RUPS dihadiri lebih dari $\frac{1}{2}$ (satu per dua) bagian dari jumlah seluruh saham dengan hak suara yang sah yang dimiliki pemegang saham independen, kecuali anggaran dasar Perseroan menentukan jumlah kuorum yang lebih besar;
- b. keputusan RUPS sebagaimana dimaksud pada huruf a adalah sah jika disetujui oleh lebih dari $\frac{1}{2}$ (satu per dua) bagian dari jumlah seluruh saham dengan hak suara yang sah yang dimiliki oleh pemegang saham independen;
- c. dalam hal kuorum sebagaimana dimaksud pada huruf a tidak tercapai, RUPS kedua dapat dilangsungkan jika RUPS dihadiri lebih dari $\frac{1}{2}$ (satu per dua) bagian dari jumlah seluruh saham dengan hak suara yang sah yang dimiliki pemegang saham independen, kecuali anggaran dasar Perseroan menentukan jumlah kuorum yang lebih besar;
- d. keputusan RUPS kedua adalah sah jika disetujui oleh lebih dari $\frac{1}{2}$ (satu per dua) bagian dari jumlah seluruh saham dengan hak suara yang sah yang dimiliki oleh pemegang saham independen yang hadir dalam RUPS;
- e. dalam hal kuorum kehadiran pada RUPS kedua sebagaimana dimaksud pada huruf c tidak tercapai, RUPS ketiga dapat dilangsungkan dengan ketentuan RUPS ketiga sah dan berhak mengambil keputusan jika dihadiri oleh pemegang saham independen dari saham dengan hak suara yang sah, dalam kuorum kehadiran yang ditetapkan oleh OJK atas permohonan Perseroan; dan

D. Issuance of New Shares and Price of New Shares

In accordance with the POJK 14/2019, NPR III may only be conducted provided that the Company has obtained approval from the independent shareholders through EGMS. The EGMS of the Company will be conducted by complying to the provisions governed in the OJK Regulation No. 15/POJK.04/2020 regarding Plan and Implementation of General Meeting of Shareholders of the Public Companies. The attendance quorum and decision quorum of the GMS shall be as follows:

- a. *GMS may be held if the GMS is attended by more than $\frac{1}{2}$ (one-half) of the total shares with valid voting rights owned by independent shareholders, unless the Company's articles of association determine a larger quorum;*
- b. *the resolutions of the GMS as referred to in letter a shall be valid if approved by more than $\frac{1}{2}$ (one-half) of the total number of shares with valid voting rights owned by independent shareholders;*
- c. *in the event that the quorum as referred to in letter a is not reached, the second GMS may be held if the GMS is attended by more than $\frac{1}{2}$ (one-half) of the total number of shares with valid voting rights owned by independent shareholders, unless the articles of association of the Company determine a larger quorum;*
- d. *the resolutions of the second GMS shall be valid if approved by more than $\frac{1}{2}$ (one-half) of the total number of shares with valid voting rights owned by independent shareholders present in the GMS;*
- e. *in the event that the attendance quorum at the second GMS as referred to in letter c is not reached, the third GMS may be held provided that the third GMS is valid and entitled to adopt resolutions if attended by independent shareholders of shares with valid voting rights, within the attendance quorum determined by OJK at the request of the Company; and*

f. keputusan RUPS ketiga adalah sah jika disetujui oleh pemegang saham independen yang mewakili lebih dari 50% (lima puluh persen) saham yang dimiliki oleh pemegang saham independen yang hadir dalam RUPS.

f. the resolution of the third GMS shall be valid if approved by the independent shareholders representing more than 50% (fifty percent) of the shares owned by the independent shareholders attending the GMS.

PMTHMETD III harus diselesaikan dalam waktu 2 (dua) tahun sejak tanggal RUPSLB yang menyetujui PMTHMETD III. Selanjutnya, Perseroan hanya dapat meningkatkan maksimal 10% (sepuluh persen) dari modal ditempatkan dan disetor Perseroan pada tanggal Perubahan dan/atau Tambahan Keterbukaan Informasi ini.

NPR III shall be concluded within 2 (two) years after the EGMS approving the NPR III is conducted. Furthermore, the Company may only be able to increase a maximum of 10% (ten percent) of the fully issued and paid-up capital of the Company as of the date of this Amendment and/or Addition to the Disclosure of Information.

Harga pelaksanaan penerbitan Saham Baru dalam rangka PMTHMETD III merujuk pada ketentuan Lampiran I Surat Keputusan Direksi PT Bursa Efek Indonesia No. Kep-00101/BEI/12-2021 perihal Perubahan Peraturan Nomor I-A tentang Pencatatan Saham dan Efek Bersifat Ekuitas Selain Saham yang Diterbitkan oleh Perusahaan Tercatat tanggal 21 Desember 2021. Harga pelaksanaan Saham Baru Perseroan tersebut paling sedikit 90% (sembilan puluh persen) dari rata-rata harga penutupan saham Perseroan selama kurun waktu 25 (dua puluh lima) Hari Bursa berturut-turut di pasar reguler sebelum tanggal permohonan pencatatan Saham Baru hasil PMTHMETD III kepada BEI disampaikan.

The exercise price of the New Shares from the NPR III will refer to the Appendix I of the Decision of the Board of Directors of the Indonesia Stock Exchange No. Kep-00101/BEI/12-2021 regarding the Amendment of Regulation Number I-A on a Listing of Shares (Stock) and Equity-type Securities other than Stock Issued by the Listed Company dated 21 December 2021. The exercise price of the New Shares of the Company is at least 90% (ninety percent) of the average closing price of the Company's shares trading on the IDX for 25 (twenty-five) consecutive Exchange Days on the regular market prior to the date of application for additional shares listing resulting from NPR III to IDX being submitted.

Dalam pelaksanaan penerbitan Saham Baru dalam rangka PMTHMETD III, pemegang saham Perseroan dapat memberikan kuasa dan wewenang kepada Dewan Komisaris Perseroan dengan hak substitusi untuk menyatakan realisasi atas penerbitan saham tersebut dengan melakukan perubahan anggaran dasar Perseroan.

In the issuance of New Shares from the NPR III, the shareholders of the Company may grant power of attorney and authority to the Board of Commissioners of the Company with substitution rights to declare the realisation of the issuance of shares by making amendments to the provisions of the articles of association of the Company.

E. Struktur Permodalan dan Kepemilikan Saham Sebelum dan Sesudah Dilakukannya Rencana PMTHMETD III

Sehubungan dengan PMTHMETD III, Perseroan akan menerbitkan sebanyak-banyaknya 2.447.298.377 (dua miliar empat ratus empat puluh tujuh juta dua ratus sembilan puluh delapan ribu tiga ratus tujuh puluh tujuh) lembar saham atau sebesar maksimum 10% (sepuluh persen) dari jumlah modal ditempatkan dan disetor dalam Perseroan pada tanggal pengumuman RUPSLB, yang akan diterbitkan dari saham portepel Perseroan dengan nilai nominal Rp20 (dua puluh Rupiah) per lembar saham.

E. Capital Structure and Shareholder's Composition Before and After the Implementation of the Proposed NPR III

In relation to the NPR III, the Company will issue up to 2,447,298,377 (two billion four hundred forty-seven million two hundred ninety-eight thousand three hundred seventy-seven) shares or a maximum of 10% (ten percent) from the issued and paid-up capital of the Company on the date of announcement of the EGMS, which will be issued from the portfolio shares of the Company with nominal value of IDR20 (twenty Rupiah) per share.

Struktur permodalan dan kepemilikan saham Perseroan sebelum dan setelah dilakukannya PMTHMETD III secara proforma dengan asumsi bahwa Perseroan menerbitkan sebanyak 2.447.298.377 (dua miliar empat ratus empat puluh tujuh juta dua ratus sembilan puluh delapan ribu tiga ratus tujuh puluh tujuh) lembar saham adalah sebagai berikut:

The capital structure and shareholders' composition of the Company before and after the implementation of the NPR III (pro-forma) with the assumption that the Company issues 2,447,298,377 (two billion four hundred forty-seven million two hundred ninety-eight thousand three hundred seventy-seven) shares are as follows:

Keterangan/ Description	Sebelum PMTHMETD III/ Before NPR III			Setelah PMTHMETD III/ After NPR III		
	Nilai Nominal Rp20 per Saham/ Nominal Value of IDR20 per Share			Nilai Nominal Rp20 per Saham/ Nominal Value of IDR20 per Share		
	Jumlah Saham/ Number of Shares	Nilai Nominal (Rp)/ Nominal Value (IDR)	(%)	Jumlah Saham/ Number of Shares	Nilai Nominal (Rp)/ Nominal Value (IDR)	(%)
A. Modal Dasar/ Authorized Capital	70,000,000,000	1,400,000,000,000		70,000,000,000	1,400,000,000,000	
B. Modal Ditempatkan dan Disetor Penuh/ Issued and Paid-up Capital						
1) PT Saratoga Investama Sedaya Tbk	4,604,374,026	92,087,480,520	18.814	4,604,374,026	92,087,480,520	17.104
2) PT Mitra Daya Mustika	2,907,302,421	58,146,048,420	11.880	2,907,302,421	58,146,048,420	10.800
3) Garibaldi Thohir	1,849,197,014	36,983,940,280	7.556	1,849,197,014	36,983,940,280	6.869
4) PT Suwarna Arta Mandiri	1,347,254,738	26,945,094,760	5.505	1,347,254,738	26,945,094,760	5.005
5) Albert Saputro	533,500	10,670,000	0.002	533,500	10,670,000	0.002
6) Andrew Phillip Starkey	777,900	15,558,000	0.003	777,900	15,558,000	0.003
7) Gavin Arnold Caudle	174,526,836	3,490,536,720	0.713	174,526,836	3,490,536,720	0.648
8) Hardi Wijaya Liong	69,596,728	1,391,934,560	0.284	69,596,728	1,391,934,560	0.259
9) Titien Supeno	818,500	16,370,000	0.003	818,500	16,370,000	0.003
10) Masyarakat/ Public (masing-masing di bawah 5%/each respectively under 5%)	13,453,682,008	269,073,640,160	54.974	13,453,682,008	269,073,640,160	49.976
11) Investor PMTHMETD/ NPR III*	-	-	-	2,447,298,377	48,945,967,540	9.091
Saham Treasuri/ Treasury Stock	64,920,100	1,298,402,000	0.265	64,920,100	1,298,402,000	0.241
Jumlah Modal Ditempatkan dan Disetor Penuh/ Total of Issued and Fully Paid-up Capital	24,472,983,771	489,459,675,420	100.000	26,920,282,148	538,405,642,960	100.000
C. Sisa Saham dalam Portepel/ Remaining Shares in Portfolio	45,527,016,229	910,540,324,580		43,079,717,852	861,594,357,040	

**Pada tanggal Perubahan dan/atau Tambahan Keterbukaan Informasi ini diterbitkan, belum terdapat calon investor yang menyatakan niatnya untuk mengambil bagian atas Saham Baru yang diterbitkan melalui PMTHMETD III Perseroan, sehingga Perseroan belum dapat menginformasikan hubungan afiliasi antara calon investor dengan Perseroan/
On the date of this Amendment and/or Addition to the Disclosure of Information is issued, there are no prospective investors that have expressed their intention to subscribe to the New Shares issued through the Company's NPR III, therefore the Company is unable to provide information regarding any affiliation between the prospective investor and the Company.*

Selanjutnya, sejalan dengan POJK 14/2019, penerbitan Saham Baru melalui PMTHMETD III harus diselesaikan dalam waktu 2 (dua) tahun sejak tanggal RUPSLB yang menyetujui PMTHMETD III. Perseroan akan

Furthermore, in line with POJK 14/2019, the issuance of New Shares through NPR III must be completed within 2 (two) years from the date of the EGMS approving the NPR III. The Company will announce to the public and notify the OJK

mengumumkan kepada masyarakat serta memberitahukan kepada OJK mengenai pelaksanaan PMTHMETD III paling lambat 5 (lima) hari kerja sebelum pelaksanaan PMTHMETD III melalui situs web BEI dan situs web Perseroan.

Tidak terdapat perubahan pengendalian dalam Perseroan setelah rencana PMTHMETD III terealisasi.

F. Dampak PMTHMETD III

Penerbitan Saham Baru dari PMTHMETD III akan meningkatkan jumlah saham yang dikeluarkan Perseroan, sehingga diharapkan dapat meningkatkan likuiditas perdagangan saham Perseroan. Pelaksanaan PMTHMETD III juga akan memberikan dana tambahan bagi Perseroan untuk mendukung pengembangan kegiatan usaha Perseroan dan memperkuat struktur permodalan Perseroan. Manfaat tersebut secara tidak langsung akan meningkatkan nilai tambah bagi para pemegang saham Perseroan.

Setelah pelaksanaan PMTHMETD III menjadi efektif, persentase kepemilikan saham dari pemegang saham Perseroan saat ini akan mengalami dilusi sebesar maksimum 9,091% (sembilan koma nol sembilan satu persen).

G. Analisis dan Pembahasan mengenai Kondisi Keuangan Perseroan Sebelum dan Sesudah PMTHMETD III

Secara umum, pelaksanaan PMTHMETD III akan memberikan dampak secara langsung terhadap struktur permodalan dan likuiditas Perseroan. Dengan asumsi harga penutupan saham Perseroan per tanggal 3 Mei 2024 sebesar Rp2.560 (dua ribu lima ratus enam puluh Rupiah) dan kurs tengah Bank Indonesia per 3 Mei 2024 sebesar Rp16.202/USD (enam belas ribu dua ratus dua Rupiah), kondisi keuangan dan ekuitas Perseroan setelah pelaksanaan PMTHMETD III akan mengalami peningkatan sebesar AS\$386.685.832 (tiga ratus delapan puluh enam juta enam ratus delapan puluh lima ribu delapan ratus tiga puluh dua Dolar Amerika Serikat). Sehingga rasio utang terhadap ekuitas Perseroan membaik dari 0,8x sebelum PMTHMETD III menjadi 0,7x setelah PMTHMETD III.

regarding the implementation of the NPR III no later than 5 (five) business days prior to the implementation of the NPR III through IDX website and the Company's website.

There is no change of the controlling in the Company after the NPR III plan is realized.

F. Impact of the NPR III

The issuance of New Shares from NPR III will increase the number of shares issued by the Company, hence it is expected to increase the stock trading liquidity of the Company. Implementation of NPR III will also provide additional fund towards the Company to support the development of the Company's business activities and strengthen the capital structure of the Company. The aforesaid advantage indirectly will increase added value towards shareholders of the Company.

After the implementation of NPR III becomes effective, the shares ownership percentage of the current shareholders of the Company will be diluted by up to 9.091% (nine point zero nine one percent).

G. Analysis and Overview on the Company's Financial Condition Before and After NPR III

In general, the implementation of NPR III will have a direct impact to the capital structure and liquidity of the Company. With the assumption that the closing shares price of the Company per 3 May 2024 is IDR2,560 (two thousand five hundred sixty Rupiah) and middle rate of Central Bank of Indonesia per 3 May 2024 is IDR16,202/USD (sixteen thousand two hundred and two Rupiah), the financial condition and equity of the Company after the implementation of NPR III will increase at amount of US\$386,685,832 (three hundred eighty six million six hundred eighty five thousand eight hundred thirty two United States Dollars). Therefore, the Company's debt to equity ratio improved from 0.8x before NPR III to 0.7x after NPR III.

Tabel di bawah ini menunjukkan ikhtisar mengenai kondisi keuangan Perseroan dan entitas Perseroan per tanggal 31 Desember 2023 sebelum dan sesudah melaksanakan PMTHMETD III:

Deskripsi	Sebelum Transaksi	Penyesuaian	Setelah Transaksi
ASET			
Aset Lancar			
Kas dan setara kas	518.700.702	386.685.832	905.386.534
Piutang usaha			
- pihak ketiga	119.980.987	0	119.980.987
- pihak berelasi	608.802	0	608.802
Piutang lain-lain - pihak ketiga	2.190.487	0	2.190.487
Persediaan - bagian lancar	443.613.367	0	443.613.367
Taksiran pengembalian pajak	50.407.156	0	50.407.156
Uang muka dan biaya dibayar di muka - bagian lancar	28.755.615	0	28.755.615
Investasi pada instrumen ekuitas dan efek lainnya	42.542.010	0	42.542.010
Instrumen keuangan derivatif	32.318	0	32.318
Jumlah Aset Lancar	1.206.831.444	386.685.832	1.593.517.276
Aset Tidak Lancar			
Uang muka dan biaya dibayar di muka - bagian tidak lancar	116.623.610	0	116.623.610
Uang muka investasi	7.985.706	0	7.985.706
Investasi pada saham dan entitas asosiasi	1.257.423	0	1.257.423
Pinjaman ke pihak berelasi	52.706.198	0	52.706.198
Persediaan - bagian tidak lancar	117.897.523	0	117.897.523
Pajak dibayar di muka	144.959.771	0	144.959.771
Aset tetap	1.766.817.745	0	1.766.817.745
Aset hak-guna	13.701.389	0	13.701.389
Properti pertambangan	595.385.592	0	595.385.592
Aset eksplorasi dan evaluasi	525.440.243	0	525.440.243
Goodwill	358.694.582	0	358.694.582
Aset pajak tangguhan	44.597.392	0	44.597.392
Instrumen keuangan derivatif - bagian tidak lancar	368.460	0	368.460
Aset tidak lancar lainnya	10.991.837	0	10.991.837
Jumlah Aset Tidak Lancar	3.757.427.471	0	3.757.427.471
JUMLAH ASET	4.964.258.915	386.685.832	5.350.944.747
LIABILITAS DAN EKUITAS			
Liabilitas Jangka Pendek			
Utang usaha			
- pihak ketiga	303.919.820	0	303.919.820
- pihak berelasi	12.900	0	12.900
Beban yang masih harus dibayar	112.729.683	0	112.729.683
Pendapatan diterima di muka	25.765.853	0	25.765.853
Utang pajak	12.100.514	0	12.100.514
Utang lain-lain	0	0	0
Pinjaman bagian lancar			
Pinjaman dan fasilitas kredit bank	94.567.854	0	94.567.854
Utang obligasi	342.805.628	0	342.805.628
Liabilitas sewa	15.319.381	0	15.319.381
Instrumen keuangan derivatif - bagian lancar	2.143.078	0	2.143.078
Provisi rehabilitasi tambang - bagian lancar	96.365	0	96.365
Jumlah Liabilitas Jangka Pendek	909.461.076	0	909.461.076
Liabilitas Jangka Panjang			
Pinjaman - setelah dikurangi bagian yang jatuh tempo dalam setahun			
Pinjaman dan fasilitas kredit bank	282.848.725	0	282.848.725
Utang obligasi	796.763.581	0	796.763.581
Liabilitas sewa	29.941.827	0	29.941.827
Pinjaman dari pemegang saham entitas anak	20.271.300	0	20.271.300
Instrumen keuangan derivatif - bagian tidak lancar	4.634.040	0	4.634.040
Liabilitas pajak tangguhan	93.659.449	0	93.659.449
Liabilitas imbalan pasca-kerja	23.398.156	0	23.398.156
Provisi rehabilitasi tambang - bagian tidak lancar	39.225.439	0	39.225.439
Jumlah Liabilitas Jangka Panjang	1.290.742.517	0	1.290.742.517
JUMLAH LIABILITAS	2.200.203.593	0	2.200.203.593
Ekuitas			
Modal saham	37.792.783	3.020.983	40.813.766
Tambahan modal disetor - bersih	890.575.911	383.664.949	1.074.240.760
Saham treasuri	-17.309.450	0	-17.309.450
Komponen ekuitas lainnya	-46.312.063	0	-46.312.063
Saldo laba			
Dicadangkan	1.400.000	0	1.400.000
Belum dicadangkan	260.726.777	0	260.726.777
Kepentingan non pengendali	1.837.181.364	0	1.837.181.364
Jumlah Ekuitas	2.764.055.322	386.685.832	3.150.741.154
JUMLAH LIABILITAS DAN EKUITAS	4.964.258.915	386.685.832	5.350.944.747

The table below shows an overview of the financial condition of the Company and its subsidiaries as of 31 December 2023 before and after carrying out the NPR III:

Description	Before Transaction Execution	Adjustment	After Transaction Execution
ASSETS			
Current Assets			
Cash or cash equivalents	518.700.702	386.685.832	905.386.534
Trade receivables			
- third parties	119.980.987	0	119.980.987
- related parties	608.802	0	608.802
Other receivables - third parties	2.190.487	0	2.190.487
Inventories - current portion	443.613.367	0	443.613.367
Claims for tax refund	50.407.158	0	50.407.158
Advances and prepayments - current portion	28.755.615	0	28.755.615
Investment in equity instrument and other securities	42.542.010	0	42.542.010
Derivative financial instrument	32.318	0	32.318
Total Current Assets	1.206.831.444	386.685.832	1.593.517.276
Non-Current Assets			
Advances and prepayments - non-current portion	116.623.610	0	116.623.610
Advance of investment	7.985.706	0	7.985.706
Investment in shares and associate entity	1.257.423	0	1.257.423
Loan from third party	52.706.198	0	52.706.198
Inventories - non-current portion	117.897.523	0	117.897.523
Prepaid taxes	144.959.771	0	144.959.771
Property, plant and equipments	1.766.817.745	0	1.766.817.745
Right-of-use assets	13.701.389	0	13.701.389
Mining properties	595.385.592	0	595.385.592
Exploration and evaluation assets	525.440.243	0	525.440.243
Goodwill	358.694.582	0	358.694.582
Deferred tax assets	44.597.392	0	44.597.392
Derivative financial instrument - non-current portion	368.460	0	368.460
Other non-current assets	10.991.837	0	10.991.837
Total Non-Current Assets	3.757.427.471	0	3.757.427.471
TOTAL CURRENT ASSETS	4.964.258.915	386.685.832	5.350.944.747
LIABILITIES AND EQUITY			
Current Liabilities			
Trade payables			
- third parties	303.919.820	0	303.919.820
- related parties	12.900	0	12.900
Accrued expenses	112.729.683	0	112.729.683
Unearned revenue	25.765.853	0	25.765.853
Taxes payable	12.100.514	0	12.100.514
Other payables	0	0	0
Borrowings - current portion:			
Bank loans and credit facility	94.567.854	0	94.567.854
Bonds payable	342.805.628	0	342.805.628
Lease liabilities	15.319.381	0	15.319.381
Derivative financial instrument - current portion	2.143.078	0	2.143.078
Provision for mining rehabilitation - current portion	96.365	0	96.365
Total Current Liabilities	909.461.076	0	909.461.076
Non-Current Liabilities			
Borrowings - net of current portion:			
Bank loans and credit facility	282.848.725	0	282.848.725
Bonds payable	796.763.581	0	796.763.581
Lease liabilities	29.941.827	0	29.941.827
Loan from shareholder of subsidiary	20.271.300	0	20.271.300
Derivative financial instrument - non-current portion	4.634.040	0	4.634.040
Deferred tax liabilities	93.659.448	0	93.659.448
Post-employment benefits liability - non-current portion	23.398.156	0	23.398.156
Provision for mining rehabilitation - non-current portion	39.225.439	0	39.225.439
Total Non-Current Liabilities	1.290.742.517	0	1.290.742.517
TOTAL LIABILITIES	2.200.203.593	0	2.200.203.593
Equity			
Share capital	37.792.783	3.020.983	40.813.766
Additional paid-in capital - net	690.575.911	383.664.849	1.074.240.760
Treasury stock	-17.309.450	0	-17.309.450
Other equity components	-46.312.063	0	-46.312.063
Retained earnings			
Appropriated	1.400.000	0	1.400.000
Unappropriated	260.726.777	0	260.726.777
Non-controlling interests	1.837.181.364	0	1.837.181.364
Total Equity	2.764.055.322	386.685.832	3.150.741.154
TOTAL LIABILITIES AND EQUITY	4.964.258.915	386.685.832	5.350.944.747

Rasio Keuangan Penting/Key Financial Ratios:		
EBITDA 12 Bulan Terakhir/ <i>Last Twelve Months EBITDA</i>	255.688.564	255.688.564
Total Liabilitas/ <i>Total Debt</i>	1.527.822.084	1.527.822.084
Kas/ <i>Cash</i>	518.700.702	905.386.534
Utang Bersih/ <i>Net Debt</i>	1.009.121.382	622.435.551
Utang Bersih terhadap EBITDA/<i>Net Debt to EBITDA</i>	3,95	2,43

III. PERNYATAAN DIREKSI DAN DEWAN KOMISARIS

- Direksi dan Dewan Komisaris bertanggung jawab atas keabsahan informasi dalam Perubahan dan/atau Tambahan Keterbukaan Informasi ini dan menyatakan bahwa semua informasi material dan pendapat yang diungkapkan dalam Perubahan dan/atau Tambahan Keterbukaan Informasi ini adalah benar dan dapat dipertanggungjawabkan dan tidak ada informasi lain yang belum diungkapkan yang dapat menyebabkan informasi material dalam Perubahan dan/atau Tambahan Keterbukaan Informasi ini menjadi tidak benar dan/atau menyesatkan; dan
- Direksi dan Dewan Komisaris Perseroan telah meninjau rencana PMTHMETD III termasuk menilai risiko dan manfaat PMTHMETD III bagi Perseroan dan seluruh pemegang saham, dan percaya bahwa PMTHMETD III merupakan salah satu pilihan terbaik bagi Perseroan dan seluruh pemegang saham.

III. STATEMENT OF THE BOARD OF DIRECTORS AND BOARD OF COMMISSIONERS

- *The Board of Directors and Board of Commissioners of the Company are fully responsible for the validity of the whole information contained in this Amendment and/or Addition to the Disclosure of Information and emphasize that all material information and opinions stated in this Amendment and/or Addition to the Disclosure of Information are accurate and can be accounted for and there is no other undisclosed information which may cause the material information in this Amendment and/or Addition to the Disclosure of Information to be inaccurate and/or misleading; and*
- *The Board of Directors and Board of Commissioners of the Company have reviewed the proposed NPR III including assessing the risks and benefits of NPR III for the Company and all shareholders, and believe that NPR III is the one of the best option for the Company and all shareholders.*

IV. INFORMASI TAMBAHAN

Untuk memperoleh informasi lebih lanjut mengenai hal-hal tersebut di atas, pemegang saham Perseroan dapat menghubungi Perseroan pada hari kerja, yaitu Senin sampai Jumat jam 08.00 WIB – 17.00 WIB melalui alamat dan kontak di bawah ini:

IV. ADDITIONAL INFORMATION

To obtain more information with respect to the above matters, the shareholders of the Company may contact the Company during business days, i.e. Monday to Friday at 08.00 Western Indonesia Time – 17.00 Western Indonesia Time through the address and contact below:

Kantor Pusat/Head Office:

Treasury Tower, Lantai/Floor 67-68, District 8, SCBD Lot. 28
Jl. Jenderal Sudirman Kav. 52-53, Senayan, Kebayoran Baru
Jakarta Selatan 12190, DKI Jakarta, Indonesia
Telepon/Phone: +62 21 – 3952 5580, Faksimile/Facsimile: +62 21 – 3952 5589
E-mail: corporate.secretary@merdekacoppergold.com
Situs web/Website: www.merdekacoppergold.com

Paraf/Initial:

