

**KETERBUKAAN INFORMASI KEPADA PEMEGANG  
SAHAM TERKAIT TRANSAKSI AFILIASI  
PT MERDEKA COPPER GOLD TBK  
("PERSEROAN")**

**INFORMATION DISCLOSURE TO SHAREHOLDERS  
RELATED TO AFFILIATED TRANSACTION  
PT MERDEKA COPPER GOLD TBK  
(the "COMPANY")**

Keterbukaan Informasi kepada Pemegang Saham (sebagaimana didefinisikan di bawah) dibuat untuk memberikan penjelasan kepada publik sehubungan dengan Perjanjian Penyediaan Jasa yang dibuat oleh dan antara PT Merdeka Teknik Servis (Perusahaan Terkendali Perseroan) dengan, masing-masing, PT Puncak Emas Tani Sejahtera, PT Gorontalo Sejahtera Mining, dan PT Pani Industri Nusantara yang seluruhnya merupakan Perusahaan Terkendali Perseroan ("Transaksi-Transaksi").

Transaksi-Transaksi tersebut merupakan Transaksi Afiliasi sebagaimana diatur dalam Peraturan Otoritas Jasa Keuangan Republik Indonesia Nomor 42/POJK.04/2020 tentang Transaksi Afiliasi dan Transaksi Benturan Kepentingan.

INFORMASI SEBAGAIMANA TERCANTUM DALAM KETERBUKAAN INFORMASI INI PENTING UNTUK DIBACA DAN DIPERHATIKAN OLEH PEMEGANG SAHAM PERSEROAN. JIKA ANDA MENGALAMI KESULITAN UNTUK MEMAHAMI INFORMASI SEBAGAIMANA TERCANTUM DALAM KETERBUKAAN INFORMASI INI SEBAIKNYA ANDA BERKONSULTASI DENGAN PENASIHAT HUKUM, AKUNTAN PUBLIK, PENASIHAT KEUANGAN ATAU PROFESIONAL LAINNYA. DEWAN KOMISARIS DAN DIREKSI PERSEROAN MENYATAKAN BAHWA SELURUH INFORMASI ATAU FAKTA MATERIAL YANG DIMUAT DALAM KETERBUKAAN INFORMASI INI ADALAH LENGKAP DAN BENAR SERTA TIDAK MENYESATKAN. DEWAN KOMISARIS DAN DIREKSI PERSEROAN MENYATAKAN BAHWA TRANSAKSI AFILIASI INI TIDAK MENGANDUNG BENTURAN KEPENTINGAN.

*This Information Disclosure to the Shareholders (as defined below) is made to provide an explanation to the public in connection with the Services Provision Agreement made by and between PT Merdeka Teknik Servis (a Controlled Company of the Company) and, respectively, PT Puncak Emas Tani Sejahtera, PT Gorontalo Sejahtera Mining, and PT Pani Industri Nusantara all of which are the Controlled Company of the Company ("Transactions").*

*The Transactions are Affiliated Transactions as stipulated in the Regulation of the Financial Services Authority of the Republic of Indonesia No. 42/POJK.04/2020 on Affiliated Transaction and Conflict of Interest Transactions.*

**INFORMATION AS STATED IN THIS INFORMATION DISCLOSURE IS IMPORTANT TO BE READ AND CONSIDERED BY THE COMPANY'S SHAREHOLDERS. IF YOU HAVE DIFFICULTIES TO UNDERSTAND THE INFORMATION AS SET FORTH IN THIS INFORMATION DISCLOSURE YOU SHOULD CONSULT WITH A LEGAL COUNSEL, A PUBLIC ACCOUNTANT, A FINANCIAL ADVISOR OR ANY OTHER PROFESSIONAL. THE BOARD OF COMMISSIONERS AND BOARD OF DIRECTORS OF THE COMPANY DECLARE THAT ALL INFORMATION OR MATERIAL FACTS CONTAINED IN THIS INFORMATION DISCLOSURE ARE COMPLETE AND TRUE AND NOT MISLEADING. THE BOARD OF COMMISSIONERS AND BOARD OF DIRECTORS OF THE COMPANY DECLARE THAT THIS AFFILIATED TRANSACTION DOES NOT CONTAIN ANY CONFLICT OF INTEREST.**



**PT MERDEKA COPPER GOLD TBK**

**Kegiatan Usaha**

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

**Business Activities**

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

**Berkedudukan di Jakarta Selatan, DKI Jakarta, Indonesia/  
Domiciled in South Jakarta, DKI Jakarta, Indonesia**

**Kantor Pusat/ Headquarter Office**

Treasury Tower, Lantai/ Floor 67-68, District 8 SCBD Lot. 28  
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Situs Web/ Website: [www.merdekacoppergold.com](http://www.merdekacoppergold.com)

Keterbukaan Informasi ini  
diterbitkan di Jakarta pada tanggal 2 Oktober 2025

*This Information Disclosure  
is issued in Jakarta on 2 October 2025*

| DEFINISI DAN SINGKATAN                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | DEFINITIONS AND ABBREVIATIONS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
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| <p><b>"Afiliasi":</b> berarti pihak-pihak sebagaimana dimaksud dalam UUP2SK, yaitu:</p> <ol style="list-style-type: none"> <li>hubungan keluarga karena perkawinan sampai dengan derajat kedua, baik secara horizontal maupun vertikal, yaitu hubungan seseorang dengan: <ol style="list-style-type: none"> <li>suami atau istri;</li> <li>orang tua dari suami atau istri dan suami atau istri dari anak;</li> <li>kakek dan nenek dari suami atau istri dan suami atau istri dari cucu;</li> <li>saudara dari suami atau istri beserta suami atau istrinya dari saudara yang bersangkutan; atau</li> <li>suami atau istri dari saudara orang yang bersangkutan.</li> </ol> </li> <li>hubungan keluarga karena keturunan sampai dengan derajat kedua, baik secara horizontal maupun vertikal, yaitu hubungan seseorang dengan: <ol style="list-style-type: none"> <li>orang tua dan anak;</li> <li>kakek dan nenek serta cucu; atau</li> <li>saudara dari orang yang bersangkutan.</li> </ol> </li> <li>hubungan antara pihak dengan karyawan, direktur, atau komisaris dari pihak tersebut;</li> <li>hubungan antara 2 (dua) atau lebih perusahaan di mana terdapat 1 (satu) atau lebih anggota direksi, pengurus, dewan komisaris, atau pengawas yang sama;</li> <li>hubungan antara perusahaan dan pihak, baik langsung maupun tidak langsung, dengan cara apa pun, mengendalikan atau dikendalikan oleh perusahaan atau pihak tersebut dalam menentukan pengelolaan dan/atau kebijakan perusahaan atau pihak dimaksud;</li> <li>hubungan antara 2 (dua) atau lebih perusahaan yang dikendalikan, baik langsung maupun tidak langsung, dengan cara apa pun, dalam menentukan pengelolaan dan/atau kebijakan perusahaan oleh pihak yang sama; atau</li> <li>hubungan antara perusahaan dan pemegang saham utama, yaitu pihak yang secara langsung maupun tidak langsung memiliki paling kurang 20% (dua puluh persen) saham yang mempunyai hak suara dari perusahaan tersebut.</li> </ol> <p><b>"Benturan Kepentingan":</b> Perbedaan antara kepentingan ekonomis perusahaan terbuka dengan kepentingan ekonomis pribadi anggota direksi, anggota dewan komisaris, pemegang saham utama, atau pengendali yang dapat merugikan perusahaan terbuka dimaksud.</p> | <p><b>"Affiliation":</b> means the parties referred to UUP2SK, namely:</p> <ol style="list-style-type: none"> <li>family relationship due to marriage up to the second degree, both horizontally and vertically, namely the relationship of a person with: <ol style="list-style-type: none"> <li>husband or wife;</li> <li>parents of the husband or wife and the husband or wife of the children;</li> <li>grandparents of the husband or wife and the husband or wife of the grandchildren;</li> <li>siblings of the husband or wife along with their respective spouse; or</li> <li>the husband or wife of the sibling of the person concerned.</li> </ol> </li> <li>family relationship due to descent up to the second degree, both horizontally or vertically, namely the relationship of a person with: <ol style="list-style-type: none"> <li>parents and children;</li> <li>grandparents and grandchildren; or</li> <li>siblings of the person concerned.</li> </ol> </li> <li>relationship between a party and employees, directors, or commissioners of the party;</li> <li>relationship between 2 (two) or more companies in which there are 1 (one) or more members of the board of directors, management, board of commissioners, or supervisors who are the same;</li> <li>relationship between a company and a party, whether direct or indirect, by any means, controlling or controlled by the company or that party in determining the management and/or policies of the company or the concerned party;</li> <li>relationship between 2 (two) or more companies controlled, whether direct or indirect, by any means, in determining the management and/or policies of the company by the same party; or</li> <li>relationship between a company and a major shareholder, that is a party that directly or indirectly owns at least 20% (twenty percent) of the shares with voting rights of the company.</li> </ol> <p><b>"Conflict of Interest":</b> The difference between the economic interest of a public company and the personal economic interest of members of the board of directors, members of the board of commissioners, major shareholders, or controllers that may be harmful to the public company concerned.</p> |

**"Bursa Efek Indonesia"**: Penyelenggara di pasar modal untuk transaksi bursa, yang dalam hal ini diselenggarakan oleh PT Bursa Efek Indonesia, berkedudukan di Jakarta Selatan.

**"Indonesia Stock Exchange"**: The regulator in the capital market for stock exchange transactions, which in this case is held by PT Bursa Efek Indonesia, domiciled in South Jakarta.

**"GSM"**: PT Gorontalo Sejahtera Mining, berkedudukan di Pohuwato, Gorontalo, suatu perseroan terbatas yang didirikan dan dijalankan berdasarkan hukum negara Republik Indonesia.

**"GSM"**: PT Gorontalo Sejahtera Mining, domiciled in Pohuwato, Gorontalo, a limited liability company established and operating under the laws of the Republic of Indonesia.

**"Menkumham"**: Menteri Hukum dan Hak Asasi Manusia Republik Indonesia.

**"MOLHR"**: Minister of Law and Human Rights of the Republic of Indonesia.

**"Menkum"**: Menteri Hukum Republik Indonesia, yang sebelumnya dikenal sebagai Menkumham.

**"MOL"**: Minister of Law of the Republic of Indonesia, previously known as MOLHR.

**"MTS"**: PT Merdeka Teknik Servis, berkedudukan di Jakarta Selatan, DKI Jakarta, suatu perseroan terbatas yang didirikan dan dijalankan berdasarkan hukum negara Republik Indonesia.

**"MTS"**: PT Merdeka Teknik Servis, domiciled in South Jakarta, DKI Jakarta, a limited liability company established and operating under the laws of the Republic of Indonesia.

**"Otoritas Jasa Keuangan atau OJK"**: Lembaga negara yang independen, yang mempunyai fungsi, tugas, dan wewenang pengaturan, pengawasan, pemeriksaan, dan penyidikan sebagaimana dimaksud dalam Undang-Undang No. 21 Tahun 2011 tentang Otoritas Jasa Keuangan, sebagaimana diubah dengan UUP2SK.

**"Financial Services Authority or OJK"**: An independent state institution, which has the functions, duties, and authorities to regulate, supervise, examine, and investigate as referred to in Law No. 21/2011 on the Financial Services Authority, as amended by UUP2SK.

**"Pemegang Saham"**: Pihak-pihak yang memiliki manfaat atas saham Perseroan baik dalam bentuk warkat maupun dalam penitipan kolektif yang disimpan dan diadministrasikan dalam rekening efek pada Kustodian Sentral Efek Indonesia, yang tercatat dalam Daftar Pemegang Saham Perseroan yang diadministrasikan oleh Biro Administrasi Efek yang ditunjuk Perseroan.

**"Shareholders"**: Parties who have the benefit of the Company's shares, both in the form of scripts and in collective custody which is kept and administered in the securities account at Indonesia Central Securities Depository, registered in the Shareholders Register of the Company which is administered by the Securities Administration Bureau appointed by the Company.

**"Penilai Independen" atau "KJPP"**: Kantor Jasa Penilai Publik Iskandar & Rekan, penilai independen yang terdaftar di OJK yang telah ditunjuk Perseroan untuk melakukan penilaian atas nilai wajar dan/atau kewajaran terhadap Transaksi-Transaksi.

**"Independent Appraiser" or "KJPP"**: Public Appraisal Services Office of Iskandar & Rekan, independent appraisers registered with the OJK who have been appointed by the Company to conduct an assessment of the fair value and/or fairness of the Transactions.

**"Perjanjian"**: Perjanjian-Perjanjian Penyediaan Jasa yang dibuat oleh dan antara MTS dengan, masing-masing, antara lain PETS, GSM, dan PIN beserta setiap perubahan-perubahan, tambahan-tambahan, dan pengganti-pengganti, yang mungkin akan dibuat kemudian.

**"Agreement"**: The Services Provision Agreements made by and between MTS and respectively, among others, PETS, GSM, and PIN together with any amendments, additions, and substitutes, which may be subsequently made.

**"Perseroan"**: PT Merdeka Copper Gold Tbk, berkedudukan di Jakarta Selatan, suatu perseroan terbuka yang sahamnya tercatat pada Bursa Efek Indonesia, yang didirikan dan dijalankan berdasarkan hukum negara Republik Indonesia.

**"Company"**: PT Merdeka Copper Gold Tbk, domiciled in South Jakarta, is a publicly listed company whose shares are listed on the Indonesia Stock Exchange, which is established and operated under the laws of the Republic of Indonesia.

**"Perusahaan Terkendali"**: suatu perusahaan yang dikendalikan baik secara langsung maupun tidak langsung oleh Perseroan.

**"Controlled Company"**: a company that is controlled either directly or indirectly by the Company.

**"PETS"**: PT Puncak Emas Tani Sejahtera, berkedudukan di Pohuwato, Gorontalo, suatu perseroan terbatas yang didirikan dan dijalankan berdasarkan hukum negara Republik Indonesia.

**"PETS"**: PT Puncak Emas Tani Sejahtera, domiciled in Pohuwato, Gorontalo, a limited liability company established and operating under the laws of the Republic of Indonesia.

**"PIN":** PT Pani Industri Nusantara, berkedudukan di Pohuwato, Gorontalo, suatu perseroan terbatas yang didirikan dan dijalankan berdasarkan hukum negara Republik Indonesia.

**"POJK 17/2020":** Peraturan OJK No. 17/POJK.04/2020, ditetapkan tanggal 20 April 2020 tentang Transaksi Material dan Perubahan Kegiatan Usaha.

**"POJK 42/2020":** Peraturan OJK No. 42/POJK.04/2020, ditetapkan tanggal 1 Juli 2020 tentang Transaksi Afiliasi dan Transaksi Benturan Kepentingan.

**"Rupiah atau Rp":** Rujukan ke Rupiah yang merupakan mata uang yang sah dari Negara Republik Indonesia.

**"Transaksi Afiliasi":** Setiap aktivitas dan/atau transaksi yang dilakukan oleh perusahaan terbuka atau perusahaan terkendali dengan Afiliasi dari perusahaan terbuka atau Afiliasi dari anggota direksi, anggota dewan komisaris, pemegang saham utama, atau pengendali, termasuk setiap aktivitas dan/atau transaksi yang dilakukan oleh perusahaan terbuka atau perusahaan terkendali untuk kepentingan Afiliasi dari perusahaan terbuka atau Afiliasi dari anggota direksi, anggota dewan komisaris, pemegang saham utama, atau pengendali.

**"Transaksi Benturan Kepentingan":** Transaksi yang dilakukan oleh perusahaan terbuka atau perusahaan terkendali dengan setiap pihak, baik dengan Afiliasi maupun pihak selain Afiliasi yang mengandung Benturan Kepentingan.

**"UUP2SK":** Undang-Undang No. 4 Tahun 2023 tanggal 12 Januari 2023 tentang Pengembangan dan Penguatan Sektor Keuangan, Lembaran Negara Republik Indonesia No. 4 Tahun 2023, beserta peraturan-peraturan pelaksanaannya.

**"PIN":** PT Pani Industri Nusantara, domiciled in Pohuwato, Gorontalo, a limited liability company established and operating under the laws of the Republic of Indonesia.

**"POJK 17/2020":** OJK Regulation No. 17/POJK.04/2020, enacted on 20 April 2020 regarding Material Transaction and Changes in Business Activities.

**"POJK 42/2020":** OJK Regulation No. 42/POJK.04/2020, enacted on 1 July 2020 regarding Affiliated Transaction and Conflict of Interest Transaction.

**"Rupiah" or "Rp" or "IDR":** Reference to Rupiah which is the legal currency of the Republic of Indonesia.

**"Affiliated Transaction":** Any activity and/or transaction conducted by a public company or a controlled company with an Affiliation of a public company or an Affiliation of a member of the board of directors, a member of the board of commissioners, the major shareholders, or the controller, including any activity and/or transaction conducted by a public company or controlled company for the benefit of an Affiliation of a public company or an Affiliation of a member of the board of directors, member of the board of commissioners, major shareholders or the controller.

**"Conflict of Interest Transaction":** Transactions that are carried out by public companies or controlled entities with any party, both with Affiliations and parties other than Affiliations that contain a Conflict of Interest.

**"UUP2SK":** Law No. 4 of 2023 dated 12 January 2023 on Financial Sector Development and Strengthening, State Gazette of the Republic of Indonesia No. 4 of 2023, along with all its implementing regulations.

## PENDAHULUAN

Dalam rangka memenuhi ketentuan-ketentuan POJK 42/2020, Direksi Perseroan mengumumkan Keterbukaan Informasi untuk memberikan informasi kepada para Pemegang Saham Perseroan bahwa pada tanggal 30 September 2025, Perjanjian yang ditandatangani oleh MTS bersama dengan masing-masing PETS, GSM, dan PIN telah berlaku efektif, dengan rincian sebagaimana diuraikan dalam ringkasan Transaksi-Transaksi di bawah ini.

Transaksi-Transaksi yang dilakukan tersebut merupakan Transaksi Afiliasi sebagaimana dimaksud dalam POJK 42/2020, di mana masing-masing dari MTS, serta PETS, GSM, dan PIN merupakan Perusahaan Terkendali Perseroan. Namun, Transaksi-Transaksi ini bukan merupakan Transaksi Benturan Kepentingan sebagaimana diatur dalam POJK 42/2020.

Transaksi-Transaksi yang dilakukan ini telah melalui prosedur sebagaimana diatur dalam Pasal 3 POJK 42/2020 dan telah dilaksanakan sesuai dengan praktik bisnis yang berlaku umum.

## INTRODUCTION

In order to comply with the provisions of POJK 42/2020, the Board of Directors of the Company announces Information Disclosure to provide information to the Shareholders of the Company that on 30 September 2025, the Agreement signed by MTS together with each PETS, GSM, and PIN has become effective, with detail as described in the Transactions summary below.

The Transactions carried out are Affiliated Transactions as referred to in POJK 42/2020, in which each of MTS, as well as PETS, GSM, and PIN are Controlled Company of the Company. However, these Transactions do not constitute Conflict of Interest Transactions as set forth in POJK 42/2020.

The Transactions have been carried out in accordance with the procedures set forth in Article 3 of POJK 42/2020 and have been executed per commonly accepted business practices.

Sesuai dengan ketentuan Pasal 4 ayat 1 POJK 42/2020, Transaksi-Transaksi ini merupakan Transaksi Afiliasi yang wajib menggunakan Penilai Independen dalam menentukan kewajaran Transaksi Afiliasi yang mana kewajaran Transaksi-Transaksi tersebut perlu diumumkan kepada masyarakat. Adapun Perseroan telah mendapatkan nilai wajar terhadap Transaksi-Transaksi ini berdasarkan Laporan Penilai dari KJPP Iskandar & Rekan No. 00178/2.0118-00/BS/02/0596/1/IX/2025 tertanggal 29 September 2025 perihal Laporan Pendapat Kewajaran Rencana Transaksi Pemberian Jasa Pendukung Pertambangan kepada PT Gorontalo Sejahtera Mining, PT Puncak Emas Tani Sejahtera, dan PT Pani Industri Nusantara oleh PT Merdeka Teknik Servis (Perusahaan Terkendali Perseroan) ("Laporan Penilai").

Selanjutnya, Perseroan juga wajib mengumumkan Keterbukaan Informasi kepada masyarakat dan menyampaikan Laporan Penilai serta dokumen-dokumen pendukung lainnya kepada OJK paling lambat 2 (dua) hari kerja setelah tanggal Transaksi-Transaksi sebagaimana dimaksud dalam Pasal 4 POJK 42/2020.

*In accordance with the provision of Article 4 Paragraph 1 of POJK 42/2020, these Transactions are Affiliated Transaction that are required to use an Independent Appraiser in determining the fairness of the Affiliated Transaction which the fairness of the Transactions needs to be announced to the public. The Company has received the fairness value for this Transactions based on the Appraisal Report from KJPP Iskandar & Rekan No. 00178/2.0118-00/BS/02/0596/1/IX/2025 dated 29 September 2025 on the Fairness Opinion Report of the Proposed Transaction for the Provision of Mining Support Services to PT Gorontalo Sejahtera Mining, PT Puncak Emas Tani Sejahtera, and PT Pani Industri Nusantara by PT Merdeka Teknik Servis (a Controlled Company of the Company) ("Appraiser's Report").*

*Moreover, the Company is obliged to announce Information Disclosure to the public and submit the Appraisal Report along with other supporting documents to OJK no later than 2 (two) business days after the date of the Transaction as referred to Article 4 of POJK 42/2020.*

| URAIAN MENGENAI TRANSAKSI-TRANSAKSI                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | DESCRIPTION OF THE TRANSACTIONS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
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| <b>Keterangan Mengenai Pihak-Pihak Yang Terlibat</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | <b>Information Regarding the Parties Involved</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| <p><b>1. MTS</b></p> <p>MTS, yang berdomisili di Jakarta Selatan, DKI Jakarta, adalah perseroan terbatas yang didirikan berdasarkan Akta Pendirian No. 85 tanggal 27 Maret 2025, yang dibuat di hadapan Darmawan Tjoa, S.H., S.E., Notaris di Jakarta, di mana akta tersebut telah memperoleh pengesahan dari Menkum berdasarkan Surat Keputusan No. AHU-0027226.AH.01.01.TAHUN 2025 tanggal 27 Maret 2025 ("Akta Pendirian MTS").</p> <p>Berdasarkan Pasal 3 Akta Pendirian MTS, maksud dan tujuan MTS adalah untuk menjalankan usaha di bidang (i) Aktivitas Keinsinyuran dan Konsultasi Teknis; (ii) Jasa <i>Commissioning</i> Proses Industrial, <i>Quality Assurance (QA)</i>, dan <i>Quality Control (QC)</i>; dan (iii) Aktivitas Konsultasi Manajemen Lainnya.</p> <p>Untuk mencapai maksud dan tujuan tersebut di atas, MTS dapat melaksanakan kegiatan-kegiatan usaha sebagai berikut:</p> <p>a. Aktivitas Keinsinyuran dan Konsultasi Teknis YBDI (KBLI 71102)</p> <p>Kelompok ini mencakup kegiatan perancangan teknik, dan konsultasi, seperti permesinan, pabrik dan proses industri; proyek yang melibatkan teknik sipil, teknik hidrolik, teknik lalu lintas; jasa nasehat dan konsultasi rekayasa teknik, jasa rekayasa konstruksi bangunan gedung hunian dan non-hunian, jasa rekayasa pekerjaan teknik sipil sumber daya air, jasa rekayasa untuk pekerjaan mekanikal dalam bangunan, jasa rekayasa bangunan fasilitas olahraga, jasa konsultasi teknik lingkungan, jasa konsultasi terkait konstruksi pekerjaan</p> | <p><b>1. MTS</b></p> <p>MTS, domiciled in South Jakarta, DKI Jakarta, is a limited liability company established based on the Deed of Establishment No. 85 dated 27 March 2025, made before Darmawan Tjoa, S.H., S.E., Notary in Jakarta, which has been ratified by the MOL based on its Decree No. AHU-0027226.AH.01.01.TAHUN 2025 dated 27 March 2025 ("Deed of Establishment of MTS").</p> <p>Based on Article 3 of the Deed of Establishment of MTS, the purpose and objective of MTS are to carry out business in the fields of (i) Engineering Activities and Technical Consultancy; (ii) Commissioning Services of Industrial Process, Quality Assurance (QA), and Quality Control (QC); and (iii) Other Management Consultancy Activities.</p> <p>To achieve the abovementioned purpose and objective, MTS can perform the main business activities as follows:</p> <p>a. Engineering Activities and Technical Consultancy YBDI (KBLI 71102)</p> <p>This group includes engineering design, and consultancy activities, such as machinery, factories and industrial processes; projects involving civil engineering, hydraulic engineering, traffic engineering; engineering advisory and consultancy services, construction engineering services for residential and non-residential buildings, engineering services for water resources civil engineering works, engineering services for mechanical works in buildings, engineering services for sports facilities, environmental engineering consultancy</p> |

sistem kendali lalu lintas, jasa rekayasa konstruksi pembangkit jaringan transmisi, gardu induk, dan distribusi tenaga listrik serta jasa rekayasa untuk proses industrial, produksi dan fasilitas produksi, jasa rekayasa lainnya, perluasan dan realisasi proyek yang berhubungan dengan teknik listrik dan elektro, teknik pertambangan, teknik kimia, mekanik, teknik industri dan teknik sistem dan teknik keamanan; proyek manajemen air; dan kegiatan manajemen proyek dan jasa penyelidikan lapangan yang berkaitan dengan konstruksi; kegiatan perluasan proyek yang menggunakan AC, pendingin, kebersihan dan teknik pengontrolan polusi, teknik akustik dan lain-lain; kegiatan survei geofisika, geologi dan survei seismik atau gempa bumi termasuk jasa pembuatan prospektus dan jasa interpretasi geologi dan geofisika sektor konstruksi; kegiatan survei geodetik meliputi kegiatan survei batas dan tanah, survei hidrologi, survei keadaan di atas dan di bawah permukaan tanah dan kegiatan informasi spasial dan kartografi termasuk kegiatan pemetaan dan jasa pembuatan peta. Termasuk jasa rekayasa pekerjaan teknik sipil transportasi, jasa fasilitasi teknis prasarana dan sarana umum sektor konstruksi;

*services, consultancy services related to the construction of traffic control system works, construction engineering services for power transmission, substation, and distribution networks and engineering services for industrial processes, production and production facilities, other engineering services, expansion and realisation of projects related to electrical and electrical engineering, mining engineering, chemical engineering, mechanical, industrial engineering and systems engineering and security engineering; water management projects; and project management activities and field investigation services related to construction; project expansion activities using air conditioning, refrigeration, hygiene and pollution control techniques, acoustic techniques and others; geophysical, geological and seismic or earthquake survey activities including prospectus making services and geological and geophysical interpretation services in the construction sector; geodetic survey activities including boundary and land survey activities, hydrological surveys, above and below ground surveys and spatial information and cartographic activities including mapping activities and map making services. Including engineering services for transport civil engineering works, technical facilitation services for public infrastructure and facilities in the construction sector.*

b. *Jasa Commissioning Proses Industrial, Quality Assurance (QA), dan Quality Control (QC)* (KBLI 71206)

Kelompok ini mencakup kegiatan memastikan semua komponen sesuai dengan standar dan spesifikasi owner; dilakukan oleh pihak ketiga penyedia jasa *commissioning*; layanan analisis serta *commissioning* proses industrial dan produksi pada fasilitas produksi minyak, gas, petrokimia, dan panas bumi. Kelompok ini juga mencakup kegiatan *Quality Assurance (QA)* dan *Quality Control (QC)* yang dilakukan untuk memeriksa kandungan suatu zat secara kuantitatif dalam cuplikan yang menggunakan zat radioaktif dan pembangkit radiasi pengion, seperti *X-Ray Fluorescence (XRF)*, *X-Ray Diffraction (XRD)*, *Spectrometer*; dan

b. *Commissioning Services of Industrial Process, Quality Assurance (QA), and Quality Control (QC)* (KBLI 71206)

*This group includes the activity of ensuring all components are in accordance with the owner's standards and specifications; carried out by third party commissioning service providers; analytical services and commissioning of industrial and production processes at oil, gas, petrochemical and geothermal production facilities. This group also includes Quality Assurance (QA) and Quality Control (QC) activities carried out to quantitatively check the content of a substance in a sample using radioactive substances and ionising radiation generators, such as X-Ray Fluorescence (XRF), X-Ray Diffraction (XRD), Spectrometer; and*

c. *Aktivitas Konsultasi Manajemen Lainnya* (KBLI 70209)

Kelompok ini mencakup ketentuan bantuan nasehat, 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 nasihat, bimbingan dan operasional berbagai fungsi manajemen, konsultasi manajemen olah agronomist dan agricultural ekonomis pada bidang pertanian

c. *Other Management Consultancy Activities* (KBLI 70209)

*This group includes the provision of advice, guidance and business operations and other organisational and management issues, such as strategic and organisational planning; financial decisions; marketing objectives and policies; human resource planning, practices and policies; production scheduling and control planning. The provision of business services may include advice, guidance and operational assistance for various management functions, management consultancy for agronomists and agricultural economists in agriculture and similar fields, design of accounting methods and procedures,*

dan sejenisnya, rancangan dari metode dan prosedur akuntansi, program akuntansi biaya, prosedur pengawasan anggaran belanja, pemberian nasihat dan bantuan untuk usaha dan pelayanan masyarakat dalam perencanaan, pengorganisasian, efisiensi dan pengawasan, informasi manajemen dan lain-lain. Termasuk jasa pelayanan studi investasi infrastruktur.

*cost accounting programmes, budgetary control procedures, provision of advice and assistance to businesses and community services in planning, organisation, efficiency and supervision, management information and others. Includes infrastructure investment study services.*

#### **Struktur Permodalan dan Susunan Pemegang Saham MTS**

Berdasarkan Akta Pendirian MTS, struktur permodalan dan susunan pemegang saham dalam MTS adalah sebagai berikut:

Modal Dasar : Rp10.000.000.000  
Modal Ditempatkan dan Disetor : Rp5.000.000.000

Modal Dasar MTS tersebut terbagi atas 1.000 (seribu) lembar saham, dengan nilai nominal per lembar saham sebesar Rp10.000.000 (sepuluh juta Rupiah).

Sehingga, susunan kepemilikan saham MTS adalah sebagai berikut:

#### **Capital Structure and Shareholders' Composition of MTS**

*Based on the Deed of Establishment of MTS, the capital structure and shareholding composition of MTS are as follows:*

Authorized Capital : IDR10,000,000,000  
Issued and Paid-up Capital : IDR5,000,000,000

*The Authorized Capital of MTS is divided into 1,000 (one thousand) shares, with a nominal value of IDR10,000,000 (ten million Rupiah).*

*Therefore, the composition of MTS' shares ownership is as follows:*

| No.                                           | Nama Pemegang Saham/<br>Shareholders' Name | Nilai Nominal Rp10.000.000 per saham/<br>Nominal Value of IDR10,000,000 per share |                                            |            |
|-----------------------------------------------|--------------------------------------------|-----------------------------------------------------------------------------------|--------------------------------------------|------------|
|                                               |                                            | Jumlah Saham/<br>Number of Shares                                                 | Nilai Nominal (Rp)/<br>Nominal Value (IDR) | %          |
| 1.                                            | PT Merdeka Mining Servis                   | 499                                                                               | 4,990,000,000                              | 99.8       |
| 2.                                            | Perseroan/ the Company                     | 1                                                                                 | 10,000,000                                 | 0.2        |
| <b>Jumlah/ Total</b>                          |                                            | <b>500</b>                                                                        | <b>5,000,000,000</b>                       | <b>100</b> |
| <b>Saham dalam Portepel/ Portfolio Shares</b> |                                            | <b>500</b>                                                                        | <b>5,000,000,000</b>                       | <b>-</b>   |

#### **Susunan Direksi dan Dewan Komisaris MTS**

Berdasarkan Akta Pendirian MTS, susunan Direksi dan Dewan Komisaris MTS adalah sebagai berikut:

**Dewan Komisaris/ Board of Commissioner**  
Komisaris/ Commissioner

#### **Composition of the Board of Directors and Board of Commissioner of MTS**

*Based on the Deed of Establishment of MTS, the composition of MTS' Board of Directors and Board of Commissioner are as follows:*

: Boyke Poerbaya Abidin

**Direksi/ Board of Directors**  
Direktur Utama/ President Director  
Direktur/ Director

: Eric Rahardja  
: Lina

#### **2. PETS**

PETS, yang berdomisili di Pohuwato, Gorontalo, adalah perseroan terbatas yang didirikan berdasarkan Akta Pendirian Perseroan Terbatas No. 45 tanggal 10 Februari 2014, yang dibuat di hadapan Humberg Lie, S.H., S.E., M.Kn., Notaris di Jakarta Utara, yang telah memperoleh pengesahan dari Menkumham berdasarkan Surat Keputusan No. AHU-10.01534.PENDIRIAN-PT.2014 tanggal 11 Februari 2014.

#### **2. PETS**

*PETS, domiciled in Pohuwato, Gorontalo, is a limited liability company established based on the Deed of Establishment of Limited Liability Company No. 45 dated 10 February 2014, made before Humberg Lie, S.H., S.E., M.Kn., Notary in North Jakarta, which has been ratified by the MOLHR based on its Decree No. AHU-10.01534.PENDIRIAN-PT.2014 dated 11 February 2014.*

Anggaran Dasar PETS telah mengalami beberapa kali perubahan, sebagaimana diubah terakhir kali

*PETS' Articles of Association have been amended several times, as lastly amended by the Deed of*

berdasarkan Akta Pernyataan Keputusan Sirkuler Para Pemegang Saham sebagai Pengganti dari Rapat Umum Pemegang Saham Luar Biasa PETS No. 36 tanggal 18 Juli 2025 yang dibuat di hadapan Darmawan Tjoa, S.H., S.E., Notaris di Jakarta, yang telah diberitahukan kepada Menkum berdasarkan Surat Penerimaan Pemberitahuan Perubahan Anggaran Dasar No. AHU-AH.01.03-0189657 dan Surat Penerimaan Pemberitahuan Perubahan Data Perseroan No. AHU-AH.01.09-0313358, keduanya tanggal 18 Juli 2025 ("Akta 36/2025").

Berdasarkan Pasal 3 Anggaran Dasar PETS, maksud dan tujuan PETS adalah berusaha dalam bidang pertambangan bijih logam.

Untuk mencapai maksud dan tujuan tersebut di atas, PETS dapat melaksanakan kegiatan usaha Pertambangan Emas dan Perak (KBLI 07301), yaitu menjalankan kegiatan usaha di bidang pertambangan emas dan perak serta mineral pengikutnya, yang mencakup usaha pertambangan, pembersihan, dan pemisahan bijih emas dan perak.

*Statement of Circular Resolutions of Shareholders in Lieu of Extraordinary General Meeting of Shareholders of PETS No. 36 dated 18 July 2025 which was made before Darmawan Tjoa, S.H., S.E., Notary in Jakarta, which has been notified to the MOL based on the Notification Receipt of Amendment to the Articles of Association No. AHU-AH.01.03-0189657 and Notification Receipt of Change of the Company's Data No. AHU-AH.01.09-0313358, both dated 18 July 2025 ("Deed 36/2025").*

*Based on Article 3 of the Articles of Association of PETS, the purpose and objective of PETS is to undertake business in metal ore mining.*

*To achieve the abovementioned purpose and objective, PETS may conduct business activities of Gold and Silver Mining (KBLI 07301), which carries out business activities in the field of gold and silver mining and its related minerals, which include mining, cleaning, and separating gold and silver ores.*

#### **Struktur Permodalan dan Susunan Pemegang Saham PETS**

Berdasarkan Akta Pernyataan Keputusan Sirkuler Pengganti Rapat Umum Pemegang Saham Luar Biasa PETS No. 47 tanggal 18 Maret 2025 yang dibuat di hadapan Darmawan Tjoa, S.H., S.E., Notaris di Jakarta, yang telah mendapat persetujuan dari Menkum berdasarkan Surat Keputusan No. AHU-0019633.AH.01.02.TAHUN 2025 serta telah diberitahukan kepada Menkum berdasarkan Surat Penerimaan Pemberitahuan Perubahan Anggaran Dasar No. AHU-AH.01.03-0083251, keduanya tanggal 18 Maret 2025 *juncto* Akta 36/2025, struktur permodalan dan susunan kepemilikan saham PETS adalah sebagai berikut:

Modal Dasar : Rp600.000.000.000  
Modal Ditempatkan dan Disetor : Rp395.225.000.000

Modal Dasar PETS tersebut terbagi atas 600.000 (enam ratus ribu) lembar saham, dengan nilai nominal per lembar saham sebesar Rp1.000.000 (satu juta Rupiah).

Sehingga, susunan kepemilikan saham PETS adalah sebagai berikut:

#### **Capital Structure and Shareholder's Composition of PETS**

*Based on the Deed of Statement of Circular Resolutions in Lieu of Extraordinary General Meeting of Shareholders of PETS No. 47 dated 18 March 2025 which was made before Darmawan Tjoa, S.H., S.E., Notary in Jakarta, which has been approved by the MOL based on its Decree No. AHU-0019633.AH.01.02.TAHUN 2025 and has been notified to the MOL based on the Notification Receipt of Amendment to the Articles of Association No. AHU-AH.01.03-0083251, both dated 18 March 2025 *juncto* Deed 36/2025, the capital structure and shares ownership composition of PETS are as follows:*

Authorized Capital : IDR600,000,000,000  
Issued and Paid-up Capital : IDR395,225,000,000

*The Authorized Capital of PETS is divided into 600,000 (six hundred thousand) shares, with a nominal value of IDR1,000,000 (one million Rupiah) per share.*

*Therefore, the composition of PETS' share ownership is as follows:*

| No.                                           | Nama Pemegang Saham/<br>Shareholders' Name | Nilai Nominal Rp1.000.000 per saham/<br>Nominal Value of IDR1,000,000 per share |                                            |            |
|-----------------------------------------------|--------------------------------------------|---------------------------------------------------------------------------------|--------------------------------------------|------------|
|                                               |                                            | Jumlah Saham/<br>Number of Shares                                               | Nilai Nominal (Rp)/<br>Nominal Value (IDR) | %          |
| 1.                                            | PT Puncak Emas Gorontalo                   | 499                                                                             | 499,000,000                                | 0.12626    |
| 2.                                            | PT Merdeka Gold Resources Tbk              | 1                                                                               | 1,000,000                                  | 0.00025    |
| 3.                                            | PT Pani Bersama Tambang                    | 394,725                                                                         | 394,725,000,000                            | 99.87349   |
| <b>Jumlah/ Total</b>                          |                                            | <b>395,225</b>                                                                  | <b>395,225,000,000</b>                     | <b>100</b> |
| <b>Saham dalam Portepel/ Portfolio Shares</b> |                                            | <b>204,775</b>                                                                  | <b>204,775,000,000</b>                     | <b>-</b>   |

### **Susunan Direksi dan Dewan Komisaris PETS**

Berdasarkan Akta Pernyataan Keputusan Sirkuler Pengganti Rapat Umum Pemegang Saham Luar Biasa PETS No. 3 tanggal 1 November 2024, yang dibuat di hadapan Darmawan Tjoa, S.H., S.E., Notaris di Jakarta, yang telah diberitahukan kepada Menkumham berdasarkan Surat Penerimaan Pemberitahuan Perubahan Data Perseroan No. AHU-AH.01.09-0270609 tanggal 1 November 2024, susunan Direksi dan Dewan Komisaris PETS adalah sebagai berikut:

#### **Dewan Komisaris/ Board of Commissioners**

Komisaris/ Commissioner  
Komisaris/ Commissioner  
Komisaris/ Commissioner

### **Composition of the Board of Directors and Board of Commissioners of PETS**

*According to the Deed of Statement of Circular Resolutions in Lieu of Extraordinary General Meeting of Shareholders of PETS No. 3 dated 1 November 2024, made before Darmawan Tjoa, S.H., S.E., Notary in Jakarta, which has been notified to the MOLHR based on the Notification Receipt of Change of the Company's Data No. AHU-AH.01.09-0270609 dated 1 November 2024, the composition of the Board of Directors and Board of Commissioners of PETS are as follows:*

: Adi Adriansyah Sjoekri  
: Syamsul B. Ilyas  
: Idris Kadji

#### **Direksi/ Board of Directors**

Direktur Utama/ President Director  
Direktur/ Director  
Direktur/ Director

: Boyke Poerbaya Abidin  
: Cahyono Seto  
: Abdulazis Fusen Akib

### **3. GSM**

GSM, yang berdomisili di Pohuwato, Gorontalo, adalah perseroan terbatas yang didirikan dengan nama PT Newcrest Nusa Sulawesi berdasarkan Akta Anggaran Dasar No. 82 tanggal 28 Juli 1994, yang dibuat di hadapan Siti Safariyah, S.H., C.N., selaku pengganti dari B.R.Ay. Mahyastoeti Notonagoro, S.H., Notaris di Jakarta, yang telah memperoleh pengesahan dari Menteri Kehakiman Republik Indonesia berdasarkan Surat Keputusan No. C2-12.169 HT.01.01-TH94 tanggal 12 Agustus 1994.

Anggaran Dasar GSM telah mengalami beberapa kali perubahan sebagaimana terakhir kali diubah berdasarkan Akta Pernyataan Keputusan Sirkuler Para Pemegang Saham sebagai Pengganti dari Rapat Umum Pemegang Saham Luar Biasa GSM No. 37 tanggal 18 Juli 2025, yang dibuat di hadapan Darmawan Tjoa, S.H., S.E., Notaris di Jakarta, yang telah diberitahukan kepada Menkumham berdasarkan Surat Penerimaan Pemberitahuan Perubahan Anggaran Dasar No. AHU-AH.01.03-0189732 dan Surat Penerimaan Pemberitahuan Perubahan Data Perseroan No. AHU-AH.01.09-0313380, yang keduanya tanggal 18 Juli 2025 ("Akta 37/2025").

Berdasarkan Pasal 3 Anggaran Dasar GSM, maksud dan tujuan GSM adalah menjalankan usaha di bidang pertambangan emas dan perak. Untuk mencapai maksud dan tujuan tersebut di atas, GSM dapat melaksanakan kegiatan usaha Pertambangan Emas dan Perak (KBLI 07301), yaitu kegiatan usaha pertambangan, pembersihan, dan pemisahan bijih emas dan perak.

### **3. GSM**

*GSM, domiciled in Pohuwato, Gorontalo, is a limited liability company established under the name PT Newcrest Nusa Sulawesi based on Deed of Articles of Association No. 82 dated 28 July 1994, made before Siti Safariyah, S.H. C.N., as the substitute of B.R.Ay. Mahyastoeti Notonagoro, S.H., Notary in Jakarta, which has been approved by the Minister of Justice of the Republic of Indonesia based on its Decree No. C2-12.169 HT.01.01-TH94 dated 12 August 1994.*

*GSM's Articles of Association have been amended several times as lastly amended by the Deed of Statement of Circular Resolutions of Shareholders in Lieu of Extraordinary General Meeting of Shareholders of GSM No. 37 dated 18 July 2025, made before Darmawan Tjoa, S.H., S.E., Notary in Jakarta, which has been notified to the MOL based on the Notification Receipt of Amendment of Articles of Association No. AHU-AH.01.03-0189732 and Notification Receipt of Change of Company's Data No. AHU-AH.01.09-0313380, both dated 18 July 2025 ("Deed 37/2025").*

*Based on the provisions of Article 3 of the Articles of Association of GSM, the purpose and objective of GSM is to engage business in the field of gold and silver mining. To achieve the abovementioned purpose and objective, GSM may conduct business activities of Gold and Silver Mining (KBLI 07301), which are mining, cleaning, and separating gold and silver ores.*

### **Struktur Permodalan dan Susunan Pemegang Saham GSM**

Berdasarkan Akta Pernyataan Keputusan Sirkuler Pengganti Rapat Umum Pemegang Saham Luar Biasa GSM

### **Capital Structure and Shareholders' Composition of the GSM**

*Based on Deed of Statement of Circular Resolution in Lieu of Extraordinary General Meeting of Shareholders*

No. 23 tanggal 2 Maret 2023, yang dibuat di hadapan Darmawan Tjoa, S.H., S.E., Notaris di Jakarta, yang telah mendapat persetujuan dari Menkumham berdasarkan Surat Keputusan No. AHU-0013538.AH.01.02.Tahun 2023 serta telah diberitahukan kepada Menkumham berdasarkan Surat Penerimaan Pemberitahuan Perubahan Anggaran Dasar No. AHU-AH.01.03-0033981, yang keduanya tanggal 2 Maret 2023 *juncto* Akta Pernyataan Keputusan Sirkuler Pemegang Saham sebagai Pengganti Rapat Umum Pemegang Saham Luar Biasa GSM No. 19 tanggal 8 Juni 2023, yang dibuat di hadapan Darmawan Tjoa, S.H., S.E., Notaris di Jakarta, yang telah diberitahukan kepada Menkumham berdasarkan Surat Penerimaan Pemberitahuan Perubahan Anggaran Dasar No. AHU-AH.01.03-0073642 tanggal 8 Juni 2023 *juncto* Akta 37/2025, struktur permodalan dan susunan pemegang saham GSM adalah sebagai berikut:

Modal Dasar : Rp2.167.000.000.000  
 Modal Ditempatkan dan Disetor : Rp1.675.901.165.455

Modal Dasar GSM tersebut terbagi atas 1.000.000.000 (satu miliar) lembar saham, dengan nilai nominal per lembar saham sebesar Rp2.167 (dua ribu seratus enam puluh tujuh Rupiah).

Sehingga, susunan kepemilikan saham GSM adalah sebagai berikut:

*of GSM No. 23 dated 2 March 2023, made before Darmawan Tjoa, S.H., S.E., which has been approved by the MOLHR based on its Decree No. AHU-0013538.AH.01.02.Tahun 2023 and has been notified to the MOLHR based on the Notification Receipt of Amendment to the Articles of Association No. AHU-AH.01.03-0033981, both are dated 2 March 2023 juncto Deed of Statement of Shareholders' Circular Resolutions in Lieu of Extraordinary General Meeting of Shareholders of GSM No. 19 dated 8 June 2023, made before Darmawan Tjoa, S.H., S.E., Notary in Jakarta, which has been notified to the MOLHR based on the Notification Receipt of Amendment of Articles of Association No. AHU-AH.01.03-0073642 dated 8 June 2023 juncto Deed 37/2025, the capital structure and composition of shareholders of GSM are as follows:*

Authorized Capital : IDR2,167,000,000,000  
 Issued and Paid-up Capital : IDR1,675,901,165,455

*The Authorized Capital of GSM is divided into 1,000,000,000 (one billion) shares, with a nominal value of IDR2,167 (two thousand one hundred and sixty-seven Rupiah).*

*Therefore, the composition of GSM's shares ownership is as follows:*

| No.                                    | Nama Pemegang Saham/<br>Shareholders' Name | Nilai Nominal Rp2.167 per saham/<br>Nominal Value of IDR2,167 per share |                                            |       |
|----------------------------------------|--------------------------------------------|-------------------------------------------------------------------------|--------------------------------------------|-------|
|                                        |                                            | Jumlah Saham/<br>Number of Shares                                       | Nilai Nominal (Rp)/<br>Nominal Value (IDR) | %     |
| 1.                                     | PT Merdeka Gold Resources Tbk              | 773,373,864                                                             | 1,675,901,163,288                          | 99.99 |
| 2.                                     | Perseroan/ the Company                     | 1                                                                       | 2,167                                      | 0.01  |
| Jumlah/ Total                          |                                            | 773,373,865                                                             | 1,675,901,165,455                          | 100   |
| Saham dalam Portepel/ Portfolio Shares |                                            | 226,626,135                                                             | 491,098,834,545                            | -     |

#### Susunan Direksi dan Dewan Komisaris GSM

#### Composition of the Board of Directors and Board of Commissioners of the GSM

Berdasarkan Akta Pernyataan Keputusan Sirkuler Pemegang Saham sebagai Pengganti Rapat Umum Pemegang Saham Luar Biasa GSM No. 57 tanggal 28 April 2023, yang dibuat di hadapan Darmawan Tjoa, S.H., S.E., Notaris di Jakarta, yang telah diberitahukan kepada Menkumham berdasarkan Surat Penerimaan Pemberitahuan Perubahan Data Perseroan No. AHU-AH.01.09-0116922 tanggal 12 Mei 2023, susunan Direksi dan Dewan Komisaris GSM adalah sebagai berikut:

*Based on the Deed of Statement of Shareholders' Circular Resolution in Lieu of Extraordinary General Meeting of Shareholders of GSM No. 57 dated 28 April 2023, made before Darmawan Tjoa, S.H., S.E., Notary in Jakarta, which has been notified to the MOLHR based on the Notification Receipt of Change of the Company's Data No. AHU-AH.01.09-0116922 dated 12 May 2023, the composition of the Board of Directors and the Board of Commissioners of GSM are as follows:*

#### **Dewan Komisaris/ Board of Commissioners:**

Komisaris Utama/ President Commissioner  
 Komisaris/ Commissioner

: Adi Adriansyah Sjoekri  
 : Edi Permadi

#### **Direksi/ Board of Directors**

Direktur Utama/ President Director  
 Direktur/ Director

: Boyke Poerbaya Abidin  
 : Cahyono Seto

#### **4. PIN**

PIN, yang berdomisili di Pohuwato, Gorontalo, adalah perseroan terbatas yang didirikan berdasarkan Akta

#### **4. PIN**

*PIN, domiciled in Pohuwato, Gorontalo, is a limited liability company established pursuant to Deed of*

Pendirian No. 38 tanggal 24 Januari 2025, yang dibuat di hadapan Darmawan Tjoa, S.H., S.E., Notaris di Jakarta, yang telah memperoleh pengesahan dari Menkum berdasarkan Surat Keputusannya No. AHU-0003534.AH.01.01.TAHUN 2025 tanggal 29 Januari 2025 ("Akta Pendirian PIN").

Berdasarkan Pasal 3 Akta Pendirian PIN, maksud dan tujuan PIN adalah untuk menjalankan usaha di bidang industri pembuatan logam dasar mulia.

Untuk mencapai maksud dan tujuan tersebut di atas, PIN dapat melaksanakan kegiatan usaha Industri Pembuatan Logam Dasar Mulia (KBLI 24201), yaitu mencakup usaha pemurnian, peleburan, pemaduan, dan penuangan logam mulia dalam bentuk dasar (*ingot, billet, slab, batang, pellet, block, sheet, pig, paduan, dan bubuk*) seperti *ingot* perak, *ingot* emas, *pellet* platina, dan sebagainya.

*Establishment No. 38 dated 24 January 2025, made before Darmawan Tjoa, S.H., S.E., Notary in Jakarta, which has been ratified by MOL by virtue of its Decree No. 0003534.AH.01.01.TAHUN 2025 dated 29 January 2025 ("Deed of Establishment of PIN").*

*Based on Article 3 of Deed of Establishment of PIN, the purpose and objective of PIN is to operate in the industry of precious basic metal manufacturing.*

*To achieve the abovementioned purpose and objective, PIN may carry out business activities in the Industry of Precious Basic Metal Manufacturing (KBLI 24201), which are to carry out the business activities of refining, smelting, alloying, and casting precious metals in basic forms (*ingot, billet, slab, rod, pellet, block, sheet, pig, alloy, and powder*) such as silver ingot, gold ingot, platinum pellet, etc.*

#### **Struktur Permodalan dan Susunan Pemegang Saham PIN**

Berdasarkan Akta Pendirian PIN, struktur permodalan dan susunan kepemilikan saham PIN adalah sebagai berikut:

Modal Dasar : Rp30.000.000.000  
Modal Ditempatkan : Rp10.000.000.000  
Modal Disetor : Rp10.000.000.000

Modal Dasar PIN tersebut terbagi atas 30.000 (tiga puluh ribu) lembar saham, dengan nilai nominal per lembar saham sebesar Rp1.000.000 (satu juta Rupiah).

Sehingga, susunan kepemilikan saham PIN adalah sebagai berikut:

#### **Capital Structure and Shareholders' Composition of PIN**

*Based on the Deed of Establishment of PIN, the capital structure and shares ownership composition of PIN are as follows:*

Authorized Capital : IDR30,000,000,000  
Issued Capital : IDR10,000,000,000  
Paid-up Capital : IDR10,000,000,000

*PIN's Authorized Capital is divided into 30,000 (thirty thousand) shares, with a nominal value of IDR1,000,000 (one million Rupiah) per share.*

*Therefore, the composition of PIN's shares ownership is as follows:*

| No.                                    | Nama Pemegang Saham/<br>Shareholders' Name | Nilai Nominal Rp1.000.000 per saham/<br>Nominal Value of IDR1,000,000 per share |                                            |       |
|----------------------------------------|--------------------------------------------|---------------------------------------------------------------------------------|--------------------------------------------|-------|
|                                        |                                            | Jumlah Saham/<br>Number of Shares                                               | Nilai Nominal (Rp)/<br>Nominal Value (IDR) | %     |
| 1.                                     | GSM                                        | 4,500                                                                           | 4,500,000,000                              | 45.00 |
| 2.                                     | PETS                                       | 5,500                                                                           | 5,500,000,000                              | 55.00 |
| Jumlah/ Total                          |                                            | 10,000                                                                          | 10,000,000,000                             | 100   |
| Saham dalam Portepel/ Portfolio Shares |                                            | 20,000                                                                          | 20,000,000,000                             | -     |

#### **Susunan Dewan Komisaris dan Direksi PIN**

Berdasarkan Akta Pendirian PIN, susunan Direksi dan Dewan Komisaris PIN adalah sebagai berikut:

Dewan Komisaris/ Board of Commissioner  
Komisaris/ Commissioner

Direksi/ Board of Director  
Direktur/ Director

#### **Composition of the Board of Director and Board of Commissioner of the PIN**

*Based on the Deed of Establishment of PIN, the composition of the Board of Director and Board of Commissioner of PIN are as follows:*

: Cahyono Seto

: Boyke Poerbaya Abidin

#### Nilai Transaksi-Transaksi dan Ruang Lingkup Perjanjian

Berdasarkan Perjanjian, MTS akan menyediakan jasa profesional kepada PETS dengan lingkup kerja antara lain untuk (i) keberlanjutan dan lingkungan; (ii) layanan teknis; (iii) geosains; dan (iv) kegiatan konsultasi dan/atau perencanaan lainnya, kepada GSM dengan lingkup kerja antara lain untuk (i) keberlanjutan dan lingkungan; (ii) layanan teknis; (iii) geosains; (iv) manajemen aset/kesiapan operasional; (v) *tailing*; dan (vi) kegiatan konsultasi dan/atau perencanaan lainnya, dan kepada PIN dengan lingkup kerja antara lain untuk (i) keberlanjutan dan lingkungan; (ii) layanan teknis; (iii) manajemen aset/kesiapan operasional; (iv) *tailing*; dan (v) kegiatan konsultasi dan/atau perencanaan lainnya.

Berikut nilai Perjanjian antara MTS dengan masing-masing pihak selama 5 (lima) tahun dan dapat diperpanjang secara otomatis dengan periode yang sama sampai dengan dilakukan pengakhiran sesuai dengan Perjanjian:

| Perusahaan/ Company | Nilai Perjanjian/ Agreement Value (Rupiah/ IDR) |
|---------------------|-------------------------------------------------|
| PETS                | 197,191,457,520                                 |
| GSM                 | 91,723,274,783                                  |
| PIN                 | 85,209,750,768                                  |

Selanjutnya, Transaksi-Transaksi bukan merupakan transaksi material sebagaimana dimaksud dalam POJK 17/2020 karena nilai Transaksi-Transaksi tidak mencapai 20% (dua puluh persen) dari nilai ekuitas Perseroan berdasarkan Laporan Keuangan Konsolidasian Interim Perseroan dan entitas anak untuk periode 3 (tiga) bulan yang berakhir pada tanggal 31 Maret 2025 yang diaudit oleh Kantor Akuntan Publik Tanubrata Sutanto Fahmi Bambang & Rekan.

#### Sifat dan Hubungan Afiliasi dengan Perseroan

Adapun sifat hubungan Afiliasi antara MTS, PETS, GSM, dan PIN dengan Perseroan adalah sebagai berikut:

- MTS merupakan Perusahaan Terkendali Perseroan, yang sahamnya dimiliki oleh Perseroan secara langsung dan tidak langsung sebesar 99,99% (sembilan puluh sembilan koma sembilan sembilan persen);
- PETS merupakan Perusahaan Terkendali Perseroan, yang sahamnya dimiliki oleh Perseroan secara tidak langsung sebesar 62,72% (enam puluh dua koma tujuh dua persen);
- GSM merupakan Perusahaan Terkendali Perseroan, yang sahamnya dimiliki oleh Perseroan secara langsung dan tidak langsung sebesar 62,73% (enam puluh dua koma tujuh tiga persen); dan
- PIN merupakan Perusahaan Terkendali Perseroan, yang sahamnya dimiliki oleh Perseroan secara tidak langsung sebesar 62,73% (enam puluh dua koma tujuh tiga persen).

#### Transactions Value and Scope of the Agreement

Pursuant to the Agreement, MTS will provide professional services to PETS with the scope of work for (i) sustainability and environment; (ii) technical services; (iii) geoscience; (iv) other consulting and/or planning activities, to GSM with the scope of work for (i) sustainability and environment; (ii) technical services; (iii) geoscience; (iv) asset management/operation readiness; (v) *tailing*; and (vi) other consulting and/or planning activities, and to PIN with the scope of work for (i) sustainability and environment; (ii) technical services; (iii) asset management/operation readiness; (iv) *tailing*; and (v) other consulting and/or planning activities.

The following is the value of the Agreement between MTS and each party over 5 (five) years and can be automatically renewed for the same period until terminated in accordance with the Agreement:

Furthermore, the Transactions are not material transactions as referred to in POJK 17/2020 considering that the value of Transactions do not reach 20% (twenty percent) of the Company's equity value in accordance with the Interim Consolidated Financial Statements of the Company and its subsidiaries for the three-month periods ended on 31 March 2025 which was audited by Public Accounting Firm Tanubrata Sutanto Fahmi Bambang & Rekan.

#### Nature and Affiliation Relationship with the Company

The nature of the Affiliation relationship between MTS, PETS, GSM, and PIN with the Company are as follows:

- MTS is a Controlled Company of the Company, with shares owned directly and indirectly by the Company in the amount of 99.99% (ninety-nine point nine nine percent);
- PETS is a Controlled Company of the Company, with shares owned indirectly by the Company in the amount of 62.72% (sixty-two point seven two percent);
- GSM is a Controlled Company of the Company, with shares owned directly and indirectly by the Company in the amount of 62.73% (sixty-two point seven three percent); and
- PIN is a Controlled Company of the Company, with shares owned indirectly by the Company in the amount of 62.73% (sixty-two point seven three percent).

| RINGKASAN LAPORAN PENILAI                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | SUMMARY OF APPRAISER'S REPORT                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>KJPP yang telah ditunjuk oleh Direksi Perseroan sebagai penilai independen sesuai dengan surat proposal/kontrak perjanjian kerja No. 118.1/IDR/DO.2/Pr-FO/VII/2025 tanggal 24 Juli 2025, telah diminta untuk memberikan penilaian atas dan memberikan pendapat atas kewajaran Transaksi- Transaksi.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | <p>KJPP who has been appointed by the Company's Board of Directors as the independent appraiser in accordance with the proposal letter/contract work agreement No. 118.1/IDR/DO.2/Pr-FO/VII/2025 dated 24 July 2025 has been requested to provide an assessment of and provide an opinion of the Transactions' fairness.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
| <p><b>Laporan Pendapat Kewajaran atas Transaksi-Transaksi</b></p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | <p><b>Fairness Opinion Report on Transactions</b></p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| <p>a. <u>Pihak-Pihak yang Bertransaksi</u></p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | <p>a. <u>Transacting Parties</u></p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| <p>Pihak-pihak yang bertransaksi adalah MTS sebagai pemberi/penyedia jasa pendukung pertambangan dengan GSM, PETS, dan PIN sebagai penerima/pengguna jasa.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | <p>The transacting parties are MTS as the provider/supplier of mining support services, with GSM, PETS, and PIN as recipient/user of services.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| <p>b. <u>Objek Penilaian</u></p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | <p>b. <u>Appraisal Object</u></p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| <p>Objek penilaian adalah rencana transaksi pemberian jasa pendukung pertambangan kepada GSM, PETS, dan PIN oleh MTS (Perusahaan Terkendali Perseroan).</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | <p>The object of the appraisal is the proposed transaction for the mining support services to GSM, PETS, and PIN by MTS (a Controlled Company by the Company).</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| <p>c. <u>Maksud dan Tujuan Penilaian</u></p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | <p>c. <u>Purpose and Objective of Appraisal</u></p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| <p>Maksud penilaian adalah untuk memberikan penilaian independen atas pendapat kewajaran atas rencana Transaksi-Transaksi dengan tujuan pelaksanaan Transaksi-Transaksi.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | <p>The purpose of the appraisal is to provide an independent assessment of the fairness opinion on the proposed Transactions for the purpose of implementing the Transactions.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| <p>d. <u>Asumsi dan Kondisi Pembatas</u></p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | <p>d. <u>Principal Limiting Assumption and Condition</u></p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
| <ol style="list-style-type: none"> <li>1. Laporan penilaian ini bersifat <i>non-disclaimer opinion</i>.</li> <li>2. Penilai melakukan penelaahan atas status hukum dokumen-dokumen yang digunakan dalam proses penilaian.</li> <li>3. Data dan informasi berasal dari sumber yang dapat dipercaya keakuratannya.</li> <li>4. Proyeksi keuangan yang digunakan adalah proyeksi keuangan yang telah disesuaikan yang mencerminkan kewajaran proyeksi keuangan yang dibuat oleh manajemen dengan kemampuan pencapaiannya (<i>fiduciary duty</i>), jika penilaian menggunakan proyeksi keuangan.</li> <li>5. Penilai bertanggung jawab atas pelaksanaan penilaian dan kewajaran proyeksi keuangan.</li> <li>6. Laporan penilaian ini terbuka untuk publik, kecuali informasi yang bersifat rahasia, yang dapat mempengaruhi operasional Perseroan.</li> <li>7. Penilai bertanggung jawab atas laporan penilaian dan kesimpulan nilai akhir.</li> <li>8. Penilai memperoleh informasi atas status hukum objek penilaian dari Perseroan.</li> </ol> | <ol style="list-style-type: none"> <li>1. This appraisal report is a <i>non-disclaimer opinion</i>.</li> <li>2. The appraiser reviews the legal status of the documents used in the appraisal process.</li> <li>3. The data and information come from sources that can be trusted for accuracy.</li> <li>4. The financial projection used is an adjusted financial projection that reflects the fairness of the financial projections made by management with the ability to achieve (<i>fiduciary duty</i>), if the appraisal uses financial projections.</li> <li>5. The appraiser is responsible for the implementation of appraisal and fairness of the financial projections.</li> <li>6. This appraisal report is disclosed to the public, except for confidential information, which may affect the Company's operations.</li> <li>7. The appraiser is responsible for appraisal report and the conclusion of the final score.</li> <li>8. The appraiser obtained information on the legal status of the appraisal object from the Company.</li> </ol> |

9. Asumsi-asumsi dan kondisi pembatas lainnya diungkapkan dalam laporan KJPP.

9. *The assumptions and other limiting conditions are disclosed in the KJPP report.*

**e. Pendekatan dan Metode**

**e. *Approach and Method***

Sesuai dengan ruang lingkup penilaian, pendekatan, dan metode yang digunakan adalah:

*In accordance with the scope of the appraisal, approaches, and methods used are:*

1. melakukan analisis Transaksi-Transaksi;
2. melakukan analisis kualitatif atas rencana Transaksi-Transaksi;
3. melakukan analisis kuantitatif atas rencana Transaksi-Transaksi;
4. melakukan analisis kewajaran nilai Transaksi-Transaksi; dan
5. melakukan analisis atas faktor lain yang relevan.

1. *analyze Transactions;*
2. *conduct a qualitative analysis of the proposed Transactions;*
3. *conduct a quantitative analysis of the proposed Transactions;*
4. *analyze the fairness of the value of Transactions; and*
5. *analyze other relevant factors.*

**f. Kesimpulan**

**f. *Conclusion***

Objek transaksi adalah pemberian jasa pendukung pertambangan kepada GSM, PETS dan PIN oleh MTS. Pemberian jasa pendukung pertambangan kepada GSM, PETS, dan PIN oleh MTS dilakukan untuk jasa keberlanjutan dan lingkungan, layanan teknis, geosains, manajemen aset - kesiapan operasional, *tailing*, konsultasi lainnya dan/atau perencanaan lainnya. Kewajaran nilai objek Transaksi-Transaksi dihitung berdasarkan analisis kelayakan dari penghematan arus kas bersih Perseroan dan entitas anak. Berdasarkan analisis kelayakan dari penghematan arus kas bersih Perseroan dan entitas anak menghasilkan NPV lebih besar dari nol, maka pemberian jasa pendukung pertambangan oleh MTS kepada GSM, PETS, dan PIN menguntungkan bagi Perseroan. Dengan demikian memberikan kesimpulan bahwa rencana nilai Transaksi-Transaksi adalah wajar.

*The object of the transaction is the provision of mining support services to GSM, PETS and PIN by MTS. The provision of mining support services to GSM, PETS and PIN by MTS is carried out for sustainability and environment services, technical services, geoscience, asset management - operation readiness, tailings, other consulting and/or planning activities. The fairness of the Transactions value is calculated based on a feasibility analysis of the net cash flow savings of the Company and its subsidiaries. Based on the feasibility analysis of the net cash flow savings of the Company and its subsidiaries, which resulted in an NPV greater than zero, the provision of mining support services by MTS to GSM, PETS, and PIN is beneficial to the Company. Thus, it can be concluded that the proposed value of the Transactions is fair.*

Hasil analisis atas dampak keuangan dari Transaksi-Transaksi yang akan dilakukan terhadap kepentingan Pemegang Saham memberikan kesimpulan bahwa dengan dilakukannya Transaksi-Transaksi akan meningkatkan laba yang dapat memberikan nilai tambah bagi Perseroan sejalan dengan kepentingan Pemegang Saham.

*The analysis results of the financial impact of the Transactions to be carried out on the interests of Shareholders concluded that the Transactions would increase profits that can provide added value to the Company in line with the interests of Shareholders.*

Hasil analisis atas pertimbangan bisnis dari manajemen terkait dengan Transaksi-Transaksi terhadap kepentingan Pemegang Saham adalah perencanaan proyek GSM, PETS, dan PIN memerlukan bantuan jasa pendukung pertambangan, di mana jasa tersebut dapat disediakan oleh MTS dan MTS memiliki komitmen jangka panjang terhadap keberhasilan *Pani Project* karena berada dalam satu grup sejalan dengan kepentingan Pemegang Saham. Berdasarkan kesimpulan dari hasil analisis tersebut di atas, maka KJPP berpendapat bahwa rencana Transaksi-Transaksi adalah wajar.

*The analysis results of the business considerations from management related to the Transactions against the interests of Shareholders is that the GSM, PETS, and PIN project planning requires the assistance of mining support services, which can be provided by MTS, and that MTS has a long-term commitment to the success of the *Pani Project* as it is part of the same group, in line with the interests of Shareholders.*

*In accordance with the conclusion of the analysis result above, KJPP is of the opinion that the proposed Transactions is fair.*

**DAMPAK TRANSAKSI-TRANSAKSI TERHADAP  
KEADAAN KONDISI KEUANGAN PERSEROAN**

**THE EFFECT OF THE TRANSACTIONS ON THE  
COMPANY'S FINANCIAL CONDITION**

**Pengaruh Transaksi-Transaksi Pada Kondisi Keuangan Perseroan** *The Effect of the Transactions on the Company's Financial Condition*

Tabel di bawah ini menunjukkan ikhtisar mengenai kondisi keuangan Perseroan dan entitas anak Perseroan per tanggal 31 Maret 2025 sebelum dan sesudah melaksanakan Transaksi-Transaksi/ *The table below shows an overview of the financial condition of the Company and its subsidiaries as of 31 March 2025 before and after carrying out the Transactions:*

| Deskripsi                                                           | Sebelum Transaksi    | Penyesuaian | Setelah Transaksi    |
|---------------------------------------------------------------------|----------------------|-------------|----------------------|
| <b>ASET</b>                                                         |                      |             |                      |
| <b>Aset Lancar</b>                                                  |                      |             |                      |
| Kas dan bank                                                        | 332.275.556          | 0           | 332.275.556          |
| Piutang usaha:                                                      |                      |             |                      |
| - pihak ketiga                                                      | 151.936.453          | 0           | 151.936.453          |
| - pihak berelasi                                                    | 63.881               | 0           | 63.881               |
| Piutang lain-lain - pihak ketiga                                    | 2.880.798            | 0           | 2.880.798            |
| Persediaan - bagian lancar                                          | 395.975.547          | 0           | 395.975.547          |
| Uang muka dan biaya dibayar di muka - bagian lancar                 | 64.378.567           | 0           | 64.378.567           |
| Investasi pada instrumen ekuitas dan efek lainnya                   | 21.154.132           | 0           | 21.154.132           |
| Pinjaman ke pihak berelasi                                          | 11.458.333           | 0           | 11.458.333           |
| Taksiran pengembalian pajak                                         | 68.064.320           | 0           | 68.064.320           |
| <b>Jumlah Aset Lancar</b>                                           | <b>1.048.187.587</b> | <b>0</b>    | <b>1.048.187.587</b> |
| <b>Aset Tidak Lancar</b>                                            |                      |             |                      |
| Persediaan - bagian tidak lancar                                    | 115.951.226          | 0           | 115.951.226          |
| Uang muka dan biaya dibayar di muka - bagian tidak lancar           | 68.887.875           | 0           | 68.887.875           |
| Uang muka investasi                                                 | 30.408.215           | 0           | 30.408.215           |
| Investasi pada entitas asosiasi                                     | 101.743.674          | 0           | 101.743.674          |
| Aset hak-guna                                                       | 9.796.233            | 0           | 9.796.233            |
| Aset tetap                                                          | 2.035.842.288        | 0           | 2.035.842.288        |
| Pajak dibayar di muka                                               | 123.446.435          | 0           | 123.446.435          |
| Properti pertambangan                                               | 639.981.646          | 0           | 639.981.646          |
| Goodwill                                                            | 358.694.581          | 0           | 358.694.581          |
| Aset eksplorasi dan evaluasi                                        | 559.224.347          | 0           | 559.224.347          |
| Aset pajak tangguhan                                                | 58.941.568           | 0           | 58.941.568           |
| Aset tidak lancar lainnya                                           | 19.518.739           | 0           | 19.518.739           |
| <b>Jumlah Aset Tidak Lancar</b>                                     | <b>4.122.436.827</b> | <b>0</b>    | <b>4.122.436.827</b> |
| <b>JUMLAH ASET</b>                                                  | <b>5.170.624.414</b> | <b>0</b>    | <b>5.170.624.414</b> |
| <b>LIABILITAS DAN EKUITAS</b>                                       |                      |             |                      |
| <b>Liabilitas Jangka Pendek</b>                                     |                      |             |                      |
| Utang usaha:                                                        |                      |             |                      |
| - pihak ketiga                                                      | 135.410.985          | 0           | 135.410.985          |
| - pihak berelasi                                                    | 255.629              | 0           | 255.629              |
| Beban yang masih harus dibayar                                      | 123.835.274          | 0           | 123.835.274          |
| Uang muka pelanggan                                                 | 44.123.925           | 0           | 44.123.925           |
| Utang pajak                                                         | 23.081.875           | 0           | 23.081.875           |
| Pinjaman bagian lancar:                                             |                      |             |                      |
| Pinjaman dan fasilitas kredit bank                                  | 149.823.628          | 0           | 149.823.628          |
| Utang obligasi                                                      | 419.739.004          | 0           | 419.739.004          |
| Liabilitas sewa                                                     | 21.820.885           | 0           | 21.820.885           |
| Instrumen keuangan derivatif - bagian lancar                        | 20.571.171           | 0           | 20.571.171           |
| Provisi rehabilitasi tambang - bagian lancar                        | 116.485              | 0           | 116.485              |
| <b>Jumlah Liabilitas Jangka Pendek</b>                              | <b>938.778.861</b>   | <b>0</b>    | <b>938.778.861</b>   |
| <b>Liabilitas Jangka Panjang</b>                                    |                      |             |                      |
| Pinjaman - setelah dikurangi bagian yang jatuh tempo dalam setahun: |                      |             |                      |
| Pinjaman dan fasilitas kredit bank                                  | 257.919.418          | 0           | 257.919.418          |
| Utang obligasi                                                      | 826.311.318          | 0           | 826.311.318          |
| Liabilitas sewa                                                     | 24.003.525           | 0           | 24.003.525           |
| Pinjaman dari pemegang saham entitas anak                           | 24.681.300           | 0           | 24.681.300           |
| Instrumen keuangan derivatif - bagian tidak lancar                  | 26.268.438           | 0           | 26.268.438           |
| Liabilitas pajak tangguhan                                          | 93.016.041           | 0           | 93.016.041           |
| Liabilitas imbalan kerja                                            | 24.845.511           | 0           | 24.845.511           |
| Provisi rehabilitasi tambang - bagian tidak lancar                  | 42.383.402           | 0           | 42.383.402           |
| <b>Jumlah Liabilitas Jangka Panjang</b>                             | <b>1.319.428.953</b> | <b>0</b>    | <b>1.319.428.953</b> |
| <b>JUMLAH LIABILITAS</b>                                            | <b>2.258.207.814</b> | <b>0</b>    | <b>2.258.207.814</b> |
| <b>Ekuitas</b>                                                      |                      |             |                      |
| Modal saham                                                         | 38.257.235           | 0           | 38.257.235           |
| Tambahan modal disetor - bersih                                     | 740.053.548          | 0           | 740.053.548          |
| Saham treasuri                                                      | (16.008.897)         | 0           | (16.008.897)         |
| Komponen ekuitas lainnya                                            | (53.219.390)         | 0           | (53.219.390)         |
| Saldo laba:                                                         |                      |             |                      |
| Dicadangkan                                                         | 1.500.000            | 0           | 1.500.000            |
| Belum dicadangkan                                                   | 201.128.496          | 0           | 201.128.496          |
| Kepentingan non pengendali                                          | 2.000.705.608        | 0           | 2.000.705.608        |
| <b>Jumlah Ekuitas</b>                                               | <b>2.912.416.600</b> | <b>0</b>    | <b>2.912.416.600</b> |
| <b>JUMLAH LIABILITAS DAN EKUITAS</b>                                | <b>5.170.624.414</b> | <b>0</b>    | <b>5.170.624.414</b> |

| Description                                               | Before Transaction Execution | Adjustment | After Transaction Execution |
|-----------------------------------------------------------|------------------------------|------------|-----------------------------|
| <b>ASSETS</b>                                             |                              |            |                             |
| <b>Current Assets</b>                                     |                              |            |                             |
| Cash or banks                                             | 332,275,556                  | 0          | 332,275,556                 |
| Trade receivables                                         |                              |            |                             |
| - third parties                                           | 151,936,453                  | 0          | 151,936,453                 |
| - related parties                                         | 63,881                       | 0          | 63,881                      |
| Other receivables - third parties                         | 2,880,798                    | 0          | 2,880,798                   |
| Inventories - current portion                             | 395,975,547                  | 0          | 395,975,547                 |
| Advances and prepayments - current portion                | 64,378,567                   | 0          | 64,378,567                  |
| Investment in equity instrument and other securities      | 21,154,132                   | 0          | 21,154,132                  |
| Loan to related party                                     | 11,458,333                   | 0          | 11,458,333                  |
| Claims for tax refund                                     | 68,064,320                   | 0          | 68,064,320                  |
| <b>Total Current Assets</b>                               | <b>1,048,187,587</b>         | <b>0</b>   | <b>1,048,187,587</b>        |
| <b>Non-Current Assets</b>                                 |                              |            |                             |
| Inventories - non-current portion                         | 115,951,226                  | 0          | 115,951,226                 |
| Advances and prepayments - non-current portion            | 68,887,875                   | 0          | 68,887,875                  |
| Advance of investment                                     | 30,408,215                   | 0          | 30,408,215                  |
| Investment in associate entity                            | 101,743,674                  | 0          | 101,743,674                 |
| Right-of-use assets                                       | 9,796,233                    | 0          | 9,796,233                   |
| Property, plant and equipments                            | 2,035,842,288                | 0          | 2,035,842,288               |
| Prepaid taxes                                             | 123,446,435                  | 0          | 123,446,435                 |
| Mining properties                                         | 639,981,646                  | 0          | 639,981,646                 |
| Goodwill                                                  | 358,694,581                  | 0          | 358,694,581                 |
| Exploration and evaluation assets                         | 559,224,347                  | 0          | 559,224,347                 |
| Deferred tax assets                                       | 58,941,568                   | 0          | 58,941,568                  |
| Other non-current assets                                  | 19,518,739                   | 0          | 19,518,739                  |
| <b>Total Non-Current Assets</b>                           | <b>4,122,436,827</b>         | <b>0</b>   | <b>4,122,436,827</b>        |
| <b>TOTAL CURRENT ASSETS</b>                               | <b>5,170,624,414</b>         | <b>0</b>   | <b>5,170,624,414</b>        |
| <b>LIABILITIES AND EQUITY</b>                             |                              |            |                             |
| <b>Current Liabilities</b>                                |                              |            |                             |
| Trade payables                                            |                              |            |                             |
| - third parties                                           | 135,410,985                  | 0          | 135,410,985                 |
| - related parties                                         | 255,629                      | 0          | 255,629                     |
| Accrued expenses                                          | 123,835,274                  | 0          | 123,835,274                 |
| Advance from customers                                    | 44,123,925                   | 0          | 44,123,925                  |
| Taxes payable                                             | 23,081,875                   | 0          | 23,081,875                  |
| Borrowings - current portion:                             |                              |            |                             |
| Bank loans and credit facility                            | 149,823,628                  | 0          | 149,823,628                 |
| Bonds payable                                             | 419,739,004                  | 0          | 419,739,004                 |
| Lease liabilities                                         | 21,820,885                   | 0          | 21,820,885                  |
| Derivative financial instrument - current portion         | 20,571,171                   | 0          | 20,571,171                  |
| Provision for mining rehabilitation - current portion     | 116,485                      | 0          | 116,485                     |
| <b>Total Current Liabilities</b>                          | <b>938,778,861</b>           | <b>0</b>   | <b>938,778,861</b>          |
| <b>Non-Current Liabilities</b>                            |                              |            |                             |
| Borrowings - net of current portion:                      |                              |            |                             |
| Bank loans and credit facility                            | 257,919,418                  | 0          | 257,919,418                 |
| Bonds payable                                             | 828,311,318                  | 0          | 828,311,318                 |
| Lease liabilities                                         | 24,003,525                   | 0          | 24,003,525                  |
| Loan from shareholder of subsidiary                       | 24,681,300                   | 0          | 24,681,300                  |
| Derivative financial instrument - non-current portion     | 26,268,438                   | 0          | 26,268,438                  |
| Deferred tax liabilities                                  | 93,016,041                   | 0          | 93,016,041                  |
| Employment benefits liability                             | 24,845,511                   | 0          | 24,845,511                  |
| Provision for mining rehabilitation - non-current portion | 42,383,402                   | 0          | 42,383,402                  |
| <b>Total Non-Current Liabilities</b>                      | <b>1,319,428,953</b>         | <b>0</b>   | <b>1,319,428,953</b>        |
| <b>TOTAL LIABILITIES</b>                                  | <b>2,258,207,814</b>         | <b>0</b>   | <b>2,258,207,814</b>        |
| <b>Equity</b>                                             |                              |            |                             |
| Share capital                                             | 38,257,235                   | 0          | 38,257,235                  |
| Additional paid-in capital - net                          | 740,053,548                  | 0          | 740,053,548                 |
| Treasury stock                                            | (16,008,897)                 | 0          | (16,008,897)                |
| Other equity components                                   | (53,219,390)                 | 0          | (53,219,390)                |
| Retained earnings:                                        |                              |            |                             |
| Appropriated                                              | 1,500,000                    | 0          | 1,500,000                   |
| Unappropriated                                            | 201,128,496                  | 0          | 201,128,496                 |
| Non-controlling interests                                 | 2,000,705,608                | 0          | 2,000,705,608               |
| <b>Total Equity</b>                                       | <b>2,912,416,600</b>         | <b>0</b>   | <b>2,912,416,600</b>        |
| <b>TOTAL LIABILITIES AND EQUITY</b>                       | <b>5,170,624,414</b>         | <b>0</b>   | <b>5,170,624,414</b>        |

(\*) Disajikan dalam Dolar AS dan mengacu pada Laporan Keuangan Konsolidasian Interim Perseroan and entitas anak untuk periode 3 (tiga) bulan yang berakhir pada tanggal 31 Maret 2025/ Expressed in US Dollar and refer to the Interim Consolidated Financial Statements of the Company and its subsidiaries for the three-month periods ended on 31 March 2025.

| <b>PENJELASAN, PERTIMBANGAN, DAN ALASAN<br/>DILAKUKANNYA TRANSAKSI AFILIASI<br/>DIBANDINGKAN DENGAN APABILA DILAKUKAN<br/>TRANSAKSI LAIN SEJENIS YANG TIDAK<br/>DILAKUKAN DENGAN PIHAK TERAFILIASI</b>                                                                                                                                                                                                                                                        | <b>DESCRIPTION, CONSIDERATIONS, AND REASONS<br/>FOR THE AFFILIATED TRANSACTION COMPARED<br/>WITH OTHER SIMILAR TRANSACTIONS WHICH ARE<br/>NOT PERFORMED WITH AFFILIATED PARTIES</b>                                                                                                                                                                                                                                                  |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>Dengan terlaksananya Transaksi-Transaksi, masing-masing PETS, GSM, dan PIN dapat menggunakan jasa MTS yang memiliki kompetensi dalam menyediakan jasa. Selanjutnya, diharapkan Transaksi-Transaksi ini dapat memberikan dukungan dan bantuan kepada PETS, GSM, serta PIN dalam pengembangan proyek emas Pani, sehingga dapat menciptakan nilai tambah bagi Pemegang Saham Perseroan.</p>                                                                   | <p><i>By implementing the Transactions, among others PETS, GSM, and PIN will be able to utilize the services of MTS, which possesses the competence to provide the services. Furthermore, the Transactions are expected to support and assist PETS, GSM, and PIN in the development of Pani gold project, which is expected to create added value for the Company's Shareholders.</i></p>                                            |
| <p>Tingkat kepercayaan dan transparansi yang tinggi dalam hubungan afiliasi memungkinkan Perseroan untuk menjaga kontrol, menyelaraskan tujuan bisnis, dan memaksimalkan jasa demi pencapaian tujuan strategis bersama.</p>                                                                                                                                                                                                                                   | <p><i>A high level of trust and transparency in affiliate relationships allows the Company to maintain control, align business objectives, and maximize services for the achievement of common strategic goals.</i></p>                                                                                                                                                                                                              |
| <p>Selanjutnya, diharapkan Transaksi-Transaksi ini dapat mengoptimalkan kinerja entitas afiliasi sehingga memberikan dampak positif bagi Perseroan secara keseluruhan, yang pada akhirnya akan menciptakan nilai tambah bagi Pemegang Saham Perseroan secara tidak langsung.</p>                                                                                                                                                                              | <p><i>Furthermore, it is expected that these Transactions will optimize the performance of affiliated entities, by resulting positive impact for the Company as a whole, ultimately creating added value for the Company's Shareholders indirectly.</i></p>                                                                                                                                                                          |
| <p>Transaksi-Transaksi juga telah melalui penilaian menggunakan prosedur internal dengan syarat dan ketentuan yang sama apabila Transaksi-Transaksi dilakukan dengan pihak yang tidak terafiliasi, sehingga syarat dan ketentuan atas Transaksi-Transaksi tersebut dilakukan sesuai dengan praktik bisnis yang berlaku umum. Lebih lanjut, Transaksi-Transaksi juga lebih efektif dan efisien apabila dilakukan antara pihak-pihak terafiliasi Perseroan.</p> | <p><i>The Transactions have also been assessed by internal procedures with using similar terms and conditions if the Transactions were conducted with a non-affiliated party, hence the terms and conditions of the Transactions are carried out by commonly accepted business practices. Furthermore, the Transactions are also more effective and efficient if it is carried out by the affiliated parties of the Company.</i></p> |

| <b>PERNYATAAN DEWAN KOMISARIS DAN DIREKSI<br/>PERSEROAN</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | <b>STATEMENT OF THE BOARD OF COMMISSIONERS<br/>AND BOARD OF DIRECTORS OF THE COMPANY</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>Dewan Komisaris dan Direksi Perseroan baik secara sendiri-sendiri maupun bersama-sama menyatakan seluruh informasi material sehubungan dengan Transaksi-Transaksi telah diungkapkan dan informasi tersebut tidak menyesatkan dan Transaksi bukan merupakan Transaksi Benturan Kepentingan sebagaimana dimaksud dalam POJK 42/2020 serta bukan merupakan transaksi material sebagaimana dimaksud dalam POJK 17/2020 karena nilai Transaksi tidak mencapai 20% (dua puluh persen) dari nilai ekuitas Perseroan berdasarkan Laporan Keuangan Konsolidasian Interim Perseroan dan entitas anak untuk periode 3 (tiga) bulan yang berakhir pada tanggal 31 Maret 2025 yang diaudit oleh Kantor Akuntan Publik Tanubrata Sutanto Fahmi Bambang &amp; Rekan.</p> | <p><i>The Board of Commissioners and Board of Directors of the Company, either individually or jointly, state that all material information related to the Transactions have been disclosed and the information is not misleading and the Transactions are not considered Conflict of Interest Transaction as referred to POJK 42/2020 and are not material transaction as referred to POJK 17/2020 considering that the Transactions value do not reach 20% (twenty percent) of the Company's equity value in accordance with the Interim Consolidated Financial Statements of the Company and its subsidiaries for the three-month periods ended on 31 March 2025 which was audited by Tanubrata Sutanto Fahmi Bambang &amp; Rekan as Public Accountant Firm.</i></p> |
| <p>Direksi Perseroan menyatakan bahwa Transaksi-Transaksi telah melalui prosedur yang dimiliki oleh Perseroan sebagaimana diwajibkan dalam POJK 42/2020 guna memastikan bahwa Transaksi Afiliasi telah dilaksanakan sesuai dengan ketentuan peraturan yang berlaku dan praktik bisnis yang berlaku umum.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                 | <p><i>The Board of Directors of the Company stated that the Transactions were carried out in accordance with the procedures owned by the Company as required in POJK 42/2020 to ensure that Affiliated Transaction have been carried out in accordance with prevailing regulations and commonly accepted business practices.</i></p>                                                                                                                                                                                                                                                                                                                                                                                                                                    |

**INFORMASI TAMBAHAN**

Apabila memerlukan informasi lebih lanjut dapat menghubungi Perseroan dengan alamat:

**ADDITIONAL INFORMATION**

For further information, you can contact the Company at the following address:

**PT Merdeka Copper Gold Tbk**  
**Corporate Secretary**

Treasury Tower, Lantai/ Floor 67-68, District 8 SCBD Lot. 28  
Jl. Jend. 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](mailto:corporate.secretary@merdekacoppergold.com)  
Situs Web/ Website: [www.merdekacoppergold.com](http://www.merdekacoppergold.com)

Paraf/ Initial: