

**DISCLOSURE OF INFORMATION TO SHAREHOLDERS
IN RELATION AND ACCORDING TO RULES NO.IX.E.1 ATTACHMENT DECISION OF CHAIRMAN
OF CAPITAL MARKET AND FINANCIAL INSTITUTIONS SUPERVISORY AGENCY NO. KEP-
412/BL/2009 DATED 25 NOVEMBER 2009 ON TRANSACTION OF AFFILIATED PARTIES AND
CONFLICT OF INTEREST ON CERTAIN TRANSACTION**



**PT Indika Energy Tbk.
(the "Company")
Domiciled in Jakarta, Indonesia**

Business Activities
Trading, Constructions, Mining, Transportation and Services

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DISCLOSURE OF INFORMATION WITH RESPECT TO AFFILIATED TRANSACTION

This disclosure of information is made in connection with the acquisition of all shares owned by PT Petrosea Tbk. ("PTRO") and PT POSB Infrastructure Indonesia ("PII") in PT POSB Reksabumi Indonesia ("PRI") and PT Pusat Sarana Baruna ("PSB") by PT Interport Mandiri Utama ("IMU") and PT Indika Multi Niaga ("IMN") which are controlled by the Company through PT Indika Energy Infrastructure ("IEI"), based on Deed No. 15 and Deed No. 10 dated 29 June 2020, which was made before Ungke Mulawanti, SH, M.Kn., Notary in Bekasi Regency (hereinafter referred to as "Transaction"). This Transaction was an effort carried out by the Company to realign business portfolios of each Company where they can combine strength, skill and expertise to create synergy, increase in operational efficiency and management, optimization in asset utilization and widening access to capital resource. This transaction is part of the Company's long term strategy to maintain its positioning in the industry, and give opportunity to maximize its potential to expand in the future.

This transaction is categorized as Affiliated Transaction due to parties that conduct transaction, which are IEI, IMU, IMN, PTRO, PII, and PSB are controlled entity of the Company (directly and indirectly) and there are also similarities between members of management of such parties.

This disclosure of information is made to comply with provisions under Rule No.IX.E.1, Attachment Decision of Chairman of Capital Market and Financial Institutions Supervisory Agency No. KEP-412/BL/2009 dated 25 November 2009 on Transaction of Affiliated Parties and Conflict of Interest (**Rule No. IX.E.1**).

This Disclosure of Information is issued in Jakarta on 1 July 2020

PENDAHULUAN

The information referred to in this announcement was made in connection with the Transaction that was carried out for:

1. The sale and purchase 100% shares of PSB owned by PTRO (99.998%) and PII (0.002%) to IMU and IMN.
2. The sale and transfer of 100% shares of PSB owned by PTRO (99.90%) and PII (0.10%) to IMU and IMN.

IEI, IMU, IMN, PTRO, PSB and PRI are controlled entities of the Company (directly and indirectly) and there are also similarities between members of the management of parties conducting transactions. Therefore the Transaction is an Affiliated Transaction that shall be announced to the public in accordance with the provisions of Regulation IX.E.1.

In the context of conducting Transactions, IMU and IMN ("Buyers") have appointed KJPP Syarif, Endang & Rekan ("KJPP SE") as independent appraisers registered with the Financial Services Authority in charge of evaluating and providing fairness opinion on the Transaction.

URAIAN SINGKAT MENGENAI PERSEROAN

A. Brief Description

The Company is a limited liability company established under Deed No. 31 on 19 October 2000, made before Hasanal Yani Ali Amin, SH, Notary in Jakarta. The Deed was approved by the Minister of Justice of the Republic of Indonesia with Decree No. C-13115 HT.01.01.TH.2001 dated 18 October 2001 and published in State Gazette No. 53, 2 July 2002 and Supplement to State Gazette No. 6412.

The Articles of Association of the Company has been amended several times, the latest stipulated Deed No. 29 dated 22 April 2019, made before Aulia Taufani, S.H., notary in Jakarta, for the reappointment the Board of Commissioner and the Board of Directors. The Deed notification has been approved by the Minister of Law and Human Rights as stated in the Letter of Acceptance of Notification of the Amendment to the Articles of Association of the Company No. AHU-AH.01.03-02222591 and has been recorded in Ministry of Law and Human Rights Administration System Authority through company register No. AHU-0083312.AH.01.11 Tahun 2020 dated 18 May 2020.

Article 3 of the Company Article of Association, the company business activities revolve around trading, development, mining, transportation and services. The Company start to commercial operations in 2004.

On 2 June 2008, The Company has received the declaration from The Chairman of the Financial Market Authority and Financial Services through letter No. S-3398/BL/2008 to initial public offering of the Company 937.284.000 shares to public. On 11 June 2008, the shares has been listed in Indonesia Stock Exchange.

B. Capital Structure

Authorized capital : Rp 1.700.000.000.000,- divided into 17.000.000.000 shares.
Issued capital : Rp 521.019.200.000,- divided into 5.210.192.000 shares.
Paid-up capital : Rp 521.019.200.000,- divided into 5.210.192.000 shares.
(with nominal value of Rp 100,- per shares.)

Shareholders	Shares	Amount of Shares	%
PT Indika Inti Investindo	1.968.882.699	Rp 196.888.269.900	37,8%
PT Teladan Resources	1.596.977.091	Rp 159.697.709.100	30,7%
Public	1.644.332.210	Rp 164.433.221.000	31,5%
Total	5.210.192.000	Rp 521.019.200.000	100%

C. Composition of Board of Commissioners dan Board of Directors

Composition of Board of Commissioners and Board of Directors Perseroan per Deed No. 29 dated 22 April 2020 as follows:

Board of Commissioners

President Commissioner : Agus Lasmono
Vice President Commissioner : Richard Bruce Ness
Commissioner : Indracahya Basuki
Commissioner Independen : Farid Harianto
Commissioner Independen : Eko Putro Sandjojo

Board of Directors

Director President : M. Arsjad Rasjid P.M.
Vice Director President : Azis Armand
Director : Retina Rosabai
Director : Purbaja Pantja
Director : Kamen Kamenov Palatov

D. Business Activities

The Company is a company engages in trading, construction mining, transportation and services.

BRIEF DESCRIPTION OF IEI

A. Brief Description

IEI domiciled in South Jakarta, established on 8 June 2010 based on Deed of Establishment No. 35 drawn up before Mellyani Noor Shandra, SH., Notary in Jakarta. IEI's Deed of Establishment has been approved by Minister of Law and Human Rights through Decree No. AHU-31571.AH.01.01.Tahun 2010, dated 22 June 2010.

IEI Articles of Association has been amended several time and lastly through Deed No. 18 dated 24 April 2018 drawn up before Ungke Mulawanti, SH., M.Kn. Notary in Bekasi regarding re-appointment of management. Such deed has been approved by Minister of Law and Human Rights through Decree No. AHU-0001804.AH.01.02.Tahun 2015, dated 4 February 2015.

B. Capital Structure

Authorized capital : Rp 6.000.000.000.000,- divided into 6.000.000 shares.
Issued capital : Rp 1.587.285.000.000,- divided into 1.587.285 shares.
Paid-up capital : Rp 1.587.285.000.000,- divided into 1.587.285 shares.
(with nominal value of Rp 1.000.000,- per shares.)

Shareholders	Shares	Amount of Shares	%
PT Indika Energy Tbk.	1.587.283	Rp 1.587.283.000	99,9%
PT Indika Inti Corpindo	2	Rp 2.000	0,1%
Total	1.587.285	Rp 1.587.285.000	100%

C. Composition of Board of Commissioners dan Board of Directors

Based on Deed No. 18, dated 24 April 2018, IEI's management structure are as follows:

Board of Commissioners

Commissioner : Mohammad Arsjad Rasjid Prabu Mangkuningrat

Board of Directors

Director : Azis Armand

D. Business Activities

IEI engages in trading, construction and services.

BRIEF DESCRIPTION OF IMU**A. Brief Description**

IMU is a company established by Deed No. 02 dated 16 November 2018, drawn up before Ungke Mulawanti, SH., M.Kn., Notary in Bekasi. Deed has received approval from Minister of Law and Human Rights through its decree No. AHU-0055664.AH.01.01.Tahun 2018 dated 22 November 2018 in company registration Nomor AHU-0157102.AH.01.11.Tahun 2018 dated 22 November 2018.

Latest composition of Board of Commissioners and Board of Directors IMU reflected in Deed No. 01 dated 1 May 2019, drawn up before Ungke Mulawanti, SH., M.Kn., Notary in Bekasi, which has been notified to Minister of Law and Human Rights dated 8 May 2019 Nomor AHU-AH.01.03-0234979 and has been recorded in company registration No. AHU-0073131.AH.01.11.TAHUN 2019 dated 8 May 2019.

B. Capital Structure

Authorized capital : Rp 500.000.000,- divided into 5.000 shares.
 Issued capital : Rp 125.000.000,- divided into 1.250 shares.
 Paid-up capital : Rp 125.000.000,- divided into 1.250 shares.
 (with nominal value Rp 100.000,- per shares.)

Shareholders	Shares	Amount of Shares	%
PT Indika Energy Infrastructure	1.249	Rp 124.900.000	99,9%
PT Indika Mineral Investindo	1	Rp 100.000	0,1%
Total	1.250	Rp 125.000.000	100%

C. Composition of Board of Commissioners and Board of Directors

Board of Commissioners and Board of Directors IMU as of Deed No. 01 dated 1 May 2019 are as follows:

Board of Commissioners

President Commissioner : Eddy Junaedy Danu
 Commissioner : Kamen Kamenov Palatov
 Commissioner : Richard Bruce Ness
 Commissioner : Purbaja Pantja
 Commissioner : Bob Kamandanu

Board of Directors

President Director : Widjaja Surjatna Sumarjadi
 Director : Alif Sasetyo
 Director : David Edward Adams

D. Business Activities

IMU is a company that engages in professional, scientific and technical activities; financial and insurance activities; wholesale and retail trade, car and motorcycle repair and maintenance; real estate.

BRIEF DESCRIPTION OF IMN**A. Brief Description**

IMN is a company established through Deed No. 05 dated 25 September 2015, drawn up before Ungke Mulawanti, SH., M.Kn., Notary in Bekasi. Deed has been accepted by Minister of Law and Human Rights through its decree No. AHU-2458309.AH.01.01.Tahun 2015 dated 29 September 2015 and recorded in

company data No. AHU-3559376.AH.01.11.Tahun 2015 dated 29 September 2015.

Composition of Board of Directors and Board of Commissioners IMN lastly reflected in Deed No. 03 dated 1 May 2019, drawn up before Ungke Mulawanti, SH., M.Kn., Notary in Bekasi, which has been accepted by Minister of Law and Human Rights dated 8 May 2019 Nomor AHU-AH.01.03-0234979 and recorded in company data Nomor AHU-0073131.AH.01.11.TAHUN 2019 dated 8 May 2019.

B. Capital Structure

Authorize capital : Rp 500.000.000,- divided into 5.000 shares.
Issued capital : Rp 125.000.000,- divided into 1.250 shares.
Paid-up capital : Rp 125.000.000,- divided into 1.250 shares.
(with nominal value of Rp 100.000,- per share)

Shareholders	Shares	Amount of Shares	%
PT Indika Energy Infrastructure	1.249	Rp 124.900.000	99,9%
PT Indika Mineral Investindo	1	Rp 100.000	0,1%
Total	1.250	Rp 125.000.000	100%

C. Composition of Board of Commissioners and Board of Directors

Board of Directors and Board of Commissioners IMU as per Deed No. 01 dated 1 May 2019 are as follows:

Board of Commissioners

President Commissioner : Eddy Junaedy Danu
Commissioner : Kamen Kamenov Palatov
Commissioner : Richard Bruce Ness
Commissioner : Purbaja Pantja
Commissioner : Bob Kamandanu

Board of Directors

President Director : Widjaja Surjatna Sumarjadi
Director : Alif Sasetyo
Director : David Edward Adams

D. Business Activities

Business activities of IMN revolve around professional, scientific and technical activities; financial and insurance activities; wholesale and retail trade, car and motorcycle repair and maintenance; real estate.

BRIEF DESCRIPTION OF PSB

A. Brief Description

PSB is a company established by Deed of Establishment No. 13 dated 4 October 2018, drawn up before Liestiani Wang, S.H., M.Kn., Notary in Jakarta Selatan, which has been approved by Minister of Law and Human Rights of the Republic of Indonesia through Decree No. AHU-0050326.AH.01.01. Tahun 2018 dated 23 October 2018 having its domicile in Indy Bintaro Office Park, Gedung B, Jl. Boulevard Bintaro Jaya Blok B7/A6 Sektor VII, CBD Bintaro Jaya, Kel. Pondok Jaya, Kec. Pondok Aren, Kota Tangerang Selatan 15424.

PSB's Articles of Association have been amended several times and lastly amended in Deed No. 02, dated 6 May 2020, drawn up before Ungke Mulawanti, SH., M.Kn., Notary in Bekasi, which has been accepted by Minister of Law and Human Rights as accepted through Acceptance Letter dated 11 May 2020, Nomor AHU-AH.01.03-0214645 and has been recorded in company data Nomor AHU-0079656.AH.01.11.Tahun 2020 dated 11 May 2020.

B. Capital Structure

Authorized Capital : Rp 369.460.000.000 consisting of 1.847.300 shares
 Issued Capital : Rp 92.365.000.000 consisting of 461.825 shares
 Paid-up Capital : Rp 92.365.000.000 consisting of 461.825 shares
 (with nominal value of Rp 200.000 per share.)

Shareholders	Shares	Amount of Shares	%
PT Petrosea Tbk.	461.820	Rp 92.364.000.000	99,999%
PT POSB Infrastructure Indonesia	5	Rp 1.000.000	0,001%
Total	461.825	Rp 92.365.000.000	100%

C. Composition Board of Commissioners and Board of Directors

Board of Commissioners and Board of Directors PSB based on Deed No.13 dated 4 October 2018 are as follows:

Board of Commissioners

President Commissioner : Hanifa Indradjaya
 Commissioner : Romi Novan Indrawan

Board of Directors

President Director : Alif Sasetyo
 Director : Meinar Kusumastuti

D. Business Activities

PSB is a company that engages in warehouse and storage, land transportation for goods, supporting activity for water transportation, cargo handling, other supporting activities, procurement of human resource and human resource management, and analysis and technical.

BRIEF DESCRIPTION ON PRI**A. BRIEF HISTORY**

PRI was established under the Deed No. 4 on 7 June 2016, made before Aulia Taufani S.H., Notary in Tangerang. Deed of establishment was approved by the Minister of Law and Human Rights of the Republic of Indonesia through its Decree No. AHU-0028800.AH.01.01.Tahun 2016 concerning Ratification of the Establishment of a Legal Entity Limited Liability Company namely PT POSB Reksabumi Indonesia dated 14 June 2016.

Composition of the Board of Commissioners and Board of Directors has been amended several times as stipulated in Deed No. 21 dated 14 Juni 2017 made by Liestani Wang, S.H., M.Kn, Notary in Kota Administrasi Jakarta Selatan, the deed of amendment was approved by the Minister of Law and Human Rights of the Republic of Indonesia through a Letter of Acceptance of Notification of Data Changes in PT POSB Reksabumi Indonesia No. AHU-AH.01.03-0148373 Tahun 2017 dated 20 June 2017.

PRI's Articles of Association have been amended several times as stipulated in Deed No. 10 dated 29 May 2019 made before Shanti Indah Lestari S.H., M.Kn., Notary in Tangerang, regarding changes in objectives and purpose of the company. The deed was approved by the Minister of Law and Human Rights of the Republic of Indonesia through the Letter of Acceptance of Notification of Amendment to the Corporate Data of PT POSB Reksabumi Indonesia No. AHU-030004.AH.01.02 Tahun 2019 dated 31 May 2019.

PRI began operating in 2017 and has obtained the Principle of Domestic Investment License from the Investment Coordinating Board, in addition to licensing to support its operations obtained in 2018 as a Waste and Toxic Material Waste Manager, in 2019 the company also added new licenses in the form of: Recommendations Transport of Hazardous and Toxic Waste from the Minister of Environment and Forestry.

B. Capital Structure

Authorized Capital : Rp 10.000.000.000 divided into 10.000 shares
 Issued Capital : Rp 5.000.000.000 divided into 5.000 shares
 Paid-up Capital : Rp 5.000.000.000 divided into 5.000 shares
 (with nominal value of Rp 1.000.000 per share)

Shareholders	Shares	Amount of Shares	%
PT Petrosea Tbk.	4.995	Rp 4.995.000.000	99,9%
PT POSB Infrastructure Indonesia	5	Rp 5.000.000	0,1%
Total	5.000	Rp 5.000.000.000	100%

C. Board of Commissioners dan Board of Directors

Board of Commissioners and Board of Directors of PRI based on Deed No. 21 dated 14 June 2017 are as follows:

Board of Commissioners

President Commissioner : Hanifa Indradjaya
 Commissioner : Johanes Ispurnawan
 Commissioner : Mochamad Kurnia Ariawan

Board of Directors

President Director : Meinar Kusumastuti
 Director : Alif Sasetyo
 Director : David Edward Adams

D. Business Activities

PRI is a company that engages in water management, waste water management, waste management and recycling and remediation, construction and transportation and warehousing activities.

BRIEF DESCRIPTION OF AFFILIATED TRANSACTION**A. General Provision**

IMU was established by the Company as subholding of subsidiaries in port and logistic sector. Along the diversification strategy of the Company, company is able to become infrastructure and logistic arm of the group that established foundation, platform, and strong system that will support long term sustainability of the group through synergy and diversification and provide maximum addition to shareholders and stakeholders.

To support achievement of the above mentioned target by each of business unit of Company's group, one of the strategy is to conduct realignment of business portfolios. Realignment conducted to keep focus on each business unit as well as maximize potential of business unit in similar line of business.

PSB, as PTRO and PII's subsidiary, is a company engages in warehouse and storage, transportation, management consultation and provides human resources. Business nature of PSB in logistic and port operator synergize with IMU and its subsidiaries.

PRI, as PTRO and PII's subsidiary, is a company engages in water management, liquid waste management, and recycle of waste, remediation, construction, and transportation and warehouse. PRI's nature of business in water and waste management synergize with IMU and its subsidiaries.

Through this acquisition, each of the companies shall be able to synergize its strength, skill and expertise that creates synergy, increase operational efficiency and management, optimize asset and widening capital.

This acquisition is part of long term strategy of the company to strengthen competitiveness in the industry, and provide opportunity to maximize potential to step further through expansion in the future.

B. Basis of Transaction

Basis of transaction are Deed of Sale and Purchase as follows

PSB Share Sale and Purchase

- Deed of Sale and Purchase No.19 dated 29 June 2020 drawn up before Notary Ungke Mulawanti, SH, M.Kn, in Bekasi between PTRO Seller and IMU as Buyer it is agreed that share transaction of 461,820 issued and paid-up shares in PSB is in the amount of Rp 66.999.274.617,-.
- Deed of Sale and Purchase No. 20 dated 29 June 2020 drawn up before Notary Ungke Mulawanti, SH, M.Kn, di Bekasi between PII as Seller and IMU as Buyer it is agreed that share transaction of 5 issued and paid-up shares in PSB is in the amount of Rp 580.306,-.
- Deed of Sale and Purchase No. 21 dated 29 June 2020 drawn up before Notary Ungke Mulawanti, SH, M.Kn, in Bekasi between PII as Seller and IMN as buyer it is agreed that share transaction of 5 issued and paid-up shares in PSB is in the amount of Rp 145.077,-

PRI Share Sale and Purchase

- Deed of Sale and Purchase No. 15 dated 29 June 2020 drawn up before Notary Ungke Mulawanti, SH, M.Kn, in Bekasi, between PTRO as the Seller and IMU as the Buyer it is agreed that share transaction of 4,995 issued and paid-up shares in PRI is in the amount of Rp 11.488.500.000,-
- Deed of Sale and Purchase No. 16 dated 29 June 2020 drawn up before Notary Ungke Mulawanti, SH, M.Kn, in Bekasi, between PII as the Seller and IMU as the Buyer it is agreed that share transaction of 4 issued and paid-up shares in PRI is in the amount of Rp 9.000.200,-
- Deed of Sale and Purchase No. 17 dated 29 June 2020 drawn up before Notary Ungke Mulawanti, SH, M.Kn, in Bekasi between PII as the Seller and IMN as the Buyer it is agreed that share transaction of 1 issued and paid-up shares in PRI is in the amount of Rp 2.300.000,-

C. Description of the Transaction Value

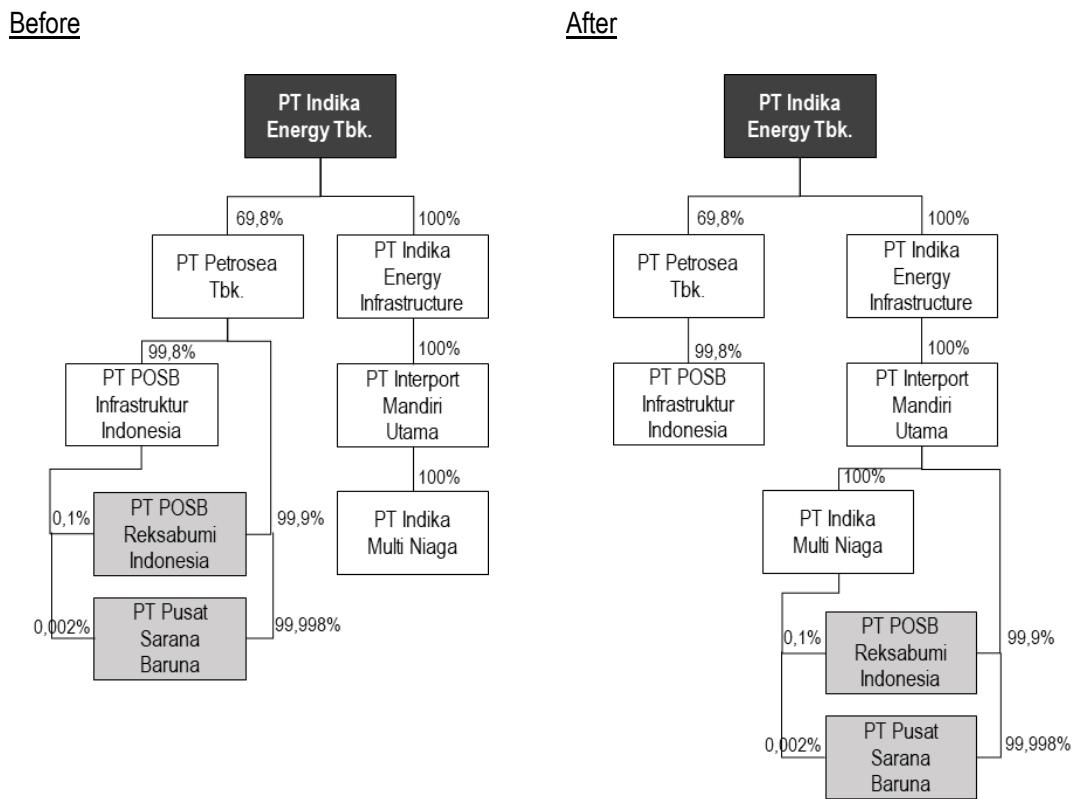
Transaction Value of PSB Share Sale and Purchase is Rp 67.000.000.000,- (sixty seven billion Rupiah), and Transaction Value of PRI Share Sale and Purchase is Rp 11.500.000.000,- (eleven billion and five hundred million Rupiah). Thus, Total Transaction Value is Rp 78.500.000.000,- (seventy eight billion and five hundred million Rupiah).

D. Description Of The Nature Of Affiliated Relationship Of The Parties Conducting Transactions

Nature of the affiliation between the Company are as follows:

1. **Corporate Structure**

Affiliate relation in this Transaction which will be conducted including affiliate transaction cased by parties conducting transaction, directly or indirectly are controlled entity of the Company, as reflected below:



2. Management

There are similarities on management structure between the Company, IEI, IMU, IMN, PTRO, PII and PSB. This is a prove that there are affiliate relations in management structure between the Company, IEI, IMU, IMN, PTRO, PII, PSB and PRI.

Affiliate Based on Management Structure

	The Company	IEI	IMU	IMN	PTRO	PSB	PRI
Azis Armand	Dir	Dir					
Eddy Junaedy Danu	Dir		PC				
Alif Sasetyo			Dir	PD		PD	Dir
Kamen K. Palatov			C				
Purbaja Pantja			C		C		
Widjaja S. Sumarjadi			PD	C			
Richard Bruce Ness	VPC		C		PC		
Hanifa Indradjaya					PD	PC	PC
Romi Novan Indrawan					Dir	C	C
Dave Adams			Dir	Dir			
Meinar Kusumastuti						Dir	PD

Note: Dir: Director, PD: President Director, PC: President Commissioner, C: Commissioner, VPC: Vice President Commissioner

E. Explanatory, Consideration and Reason for the Affiliate Transaction

IMU and IMN was established by the Company as subholding of subsidiaries in port and logistic sector. Along the diversification strategy of the Company, company is able to become infrastructure and logistic arm of the group that established foundation, platform, and strong system that will support long term sustainability of the group through synergy and diversification and provide maximum addition to shareholders and stakeholders.

To support achievement of the above mentioned target by each of business unit of Company's group, one of the strategy is to conduct realignment of business portfolios. Realignment conducted to keep focus on each business unit as well as maximize potential of business unit in similar line of business.

PSB and PRI, as PTRO and PII's subsidiary, are companies that engage in warehouse and storage, support transportation, management consultations and provides human resources. PSB and PRI's nature of business in logistic and port operator has similar nature with IMU and its subsidiaries.

Through this acquisition, each of the companies shall be able to synergize its strength, skill and expertise that creates synergy, increase operational efficiency and management, optimize asset and widening capital. This acquisition is part of long term strategy of the company to strengthen competitiveness in the industry, and provide opportunity to maximize potential to step further through expansion in the future.

INDEPENDENT PARTY

In relation to Transaction above, the Buyer has appointed KJPP SE as independent valuer listed in Otoritas Jasa Keuangan that shall provide valuation as fairness opinion on the Transaction.

KJPP Syarif, Endang dan Rekan

Address : Ruko Buaran Persada No.3, Lantai 4, Jl. Jend. R.S. Soekanto, Pondok Kelapa, Duren Sawit, Jakarta Timur 13440
Phone : 021 – 2208 7976
E-mail : syarifendangdanrekan@gmail.com

SUMMARY OF REPORT AND OPINION OF INDEPENDENT CONSULTANT

Pursuant to the Fairness Opinion issued by KJPP SE No. 00018/2.0113-03/BS/05/0340/1/VI/2020 and No. 00019/2.0113-03/BS/05/0340/1/VI/2020 dated 30 June 2020 which was delivered to support the fairness of the Transaction conducted by the Company, a number of significant matters can be concluded as follows:

Purpose of the Fairness Report

To provide fairness opinion of the Transaction of the purchase of 100% shares of PSB and PRI owned by PTRO and PII to IMU and IMN.

Object of the Fairness Report

In this valuation report, the objects of the appraisal are as follows:

1. 461,825 shares owned by PTRO and PII in PSB or 99.998% shares of PTRO and 0.002% shares of PII, which constitute majority shares ownership and have full control over PSB; and
2. 5,000 shares owned by PTRO and PII in PRI or 99.9% shares of PTRO and 0.1% shares of PII, which constitute majority shares ownership and have full control over PRI.

The objects of the valuation are private companies thus requires time, costs and efforts to do sales in the market.

Procedures applied in the Report

The Report and facts elaborated in the Report are based on information and representations provided by the Company and compiled by the Appraiser. Information contained in the Report is correct and accurate in all material aspects, not misleading, and there is no other fact, which if destroyed may impact the Report and information or statements herein may be misleading.

Further, other information such as market or industrial information and other data are gathered through research from public domain. In drafting the Report, the following procedures have been completed: (i) the Company has been given opportunity to request and review, and has obtained all required information to re-examine the accuracy of the information or to complete the information contained therein; (ii) the Company does not depend on the Appraiser or any party who has affiliation of the Appraiser or other party who is an affiliate of the Appraiser relating to examination of information accuracy or decisions. The delivery of this Report or any negotiation made based on this Report, in any circumstances, shall not implicate accuracy of information following to the date of this Report. Other procedures applied by the Appraiser is to examine and analyse all Transaction Documents, Financial Reports and every part of the Transaction from its fairness aspects. The market approach applies comparative studies of Listed Companies in the Stock Exchange method, the market value of the Company is calculated based on the average ratio, particularly Price to Sales (PS), Price to Earning(PER) and Price to Book Value (PBV) from similar industries.

Main Assumptions

- The Appraiser has reviewed documents used in the Fairness Opinion.
- In drafting this report, the Appraiser rely on the accuracy and completion of information provided by the assignor or data gathered from information available in public and other relevant information as well as researches.
- The assignor has stated that all material information relating to the assignment has been provided and there is no reduction of any material facts.
- The Appraiser uses financial projection prior and after the Transaction as well as Proforma Financial Report provided by the Company which reflect the fairness of financial projection and its fiduciary duty. The Appraiser shall also be responsible to the valuation and fairness of the financial projection.
- The report shall be open for public unless there is confidential information that can affect the operational of the Company.
- The Appraiser shall be responsible to the Fairness Opinion Report and the conclusion extracted therein.
- The Appraiser has obtained all information relating to legal status of the object of the Fairness Opinion from the assignor.
- This Fairness Opinion Report is made to satisfy Capital Market interest and compliance of the OJK rules and is not aimed for tax purposes.
- This Fairness Opinion is prepared based on the economic and market conditions, general business and financial conditions, as well as Government regulations relating to the proposed Transaction at the date of issuance of this Report.
- In preparing this Fairness Opinion, we use a number of assumptions, such as the completion of all conditions and obligations of the Company, and all related parties in the Transaction as well as the accuracy of information relating to the Transaction as disclosed by the management of the Company.
- This Fairness Opinion shall be seen as a whole and the utilisation of parts of the analyses and information without full consideration of other information and analyses as a whole may result into misleading consideration and conclusion of the process used as basis of the Fairness Opinion. The preparation of the Fairness Opinion is a complicated process and may not be done without a full analyses thereof.
- The Appraiser has also made the assumption that, as of the date of issuance of this Fairness Opinion until the date of the Transaction, no changes has occurred which may materially impact the assumptions used in the preparation of this Fairness Opinion. The Appraiser shall not be liable for the reassignment or completion, update of our opinion following to changes to the assumptions and conditions as well as events occurred following to the date of this letter.

Limiting Conditions

Limitations on conducting this appraisal are as follows:

- The Appraiser does not conduct due diligence to entity or parties that conduct Transaction.
- While doing analysis, we assume and refer to accuracy, dependability and completeness of financial information and other information provided to us by the Company or available in public which is true, accurate, and not misleading, and we are not responsible to conduct independent examination to such information. The Appraiser rely on guarantee from the Company management that they are not aware on

any facts that caused information provided to us become incomplete or misleading.

- Analysis on Fairness Opinion on this corporate action is prepared using data and information as mentioned above. Any changes to data and information may have material effect our final conclusion. Therefore, we are not responsible on any changes to conclusion on our Fairness Opinion caused by any change in data and information.
- The Appraiser will not provide opinion on tax impact from this Transaction. Services provided by us to the Company in relation to this Transaction is limited to Fairness Opinion on Transaction and not accounting, audit, or taxation. The Appraiser did not analyse validity of this Transaction from legal aspect and tax implications from that Transaction.
- Our scope of works related to this Transaction is not and shall not be construed in any form, an examination or audit or implementation of certain procedures of financial information. The scope of works shall not also be aimed to disclose weakness in internal control, errors, or deviations of the financial report or legal breaches. Further, we have no authority and shall not be in the position to obtain or analyse other forms of transactions other than the existing corporate actions or other forms that may be available to the Company as well as impacts of those transactions towards this corporate action.

Summary of Fairness Analysis

Based on scope of works, assumptions, data and information obtained and utilized, analysis on financial impact of Transaction as disclosed on Fairness Opinion Report, the Appraiser is on the opinion that the Transaction is fair.

Final conclusion as mentioned above is valid to the extent that there are no changes that gives material impact to the Transaction. Such changes include, but not limited to, change in internal and external of market and economic condition, general business condition, trade and financial on regulations of the Government of Indonesia and any applicable regulation after this Fairness Opinion Report is issued. Should after the date of this Fairness Opinion Report is issued and any changes above happens, the conclusion on fairness of this Transaction may affected.

Conclusion

Based on analysis that Appraiser has conducted on the Fairness of the Transaction which includes transaction analysis, qualitative and quantitative analysis, fairness analysis on transaction value and analysis on other factors which based on relevant and important assumptions on Fairness Opinion of Transaction which has been disclosed, in the opinion of KJPP ES the Transaction is fair.

STATEMENT OF THE BOARD OF COMMISSIONERS AND THE BOARD OF DIRECTORS

The Board of Commissioners and the Board of Directors hereby state that to the best of the knowledge of the Board of Commissioners and the Board of Directors, the Company has disclosed relevant information relating to the Transaction that is required to be shared to the public and that disclosure is not misleading.

ADDITIONAL INFORMATION

Should the Shareholders require additional information, please contact the Company's address:

PT Indika Energy Tbk.

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