



Number : SE.01.01/A.CORSEC.00109/2024
Attachments : -

5 February 2024

To:

Director of Corporate Financial Performance for Service Sector Companies (Direktur Penilaian Keuangan Perusahaan Sektor Jasa)

Financial Services Authority of the Republic of Indonesia (Otoritas Jasa Keuangan Republik Indonesia, "OJK RI")

Gedung Sumitro Djojohadikusumo

Kompleks Perkantoran Kementerian Keuangan RI

Jl. Lapangan Banteng Timur No. 2-4

Jakarta Pusat 10710

Subject : **Affiliated Transaction: Increase in Capital Placement in Subsidiary**

Dear Sir/Madam,

In compliance with the Regulation of the OJK RI No. 42/POJK.04/2020 dated 2 July 2020 on Affiliated Transactions and Conflict of Interest Transactions ("**POJK 42/2020**"), we wish to inform you of an Affiliated Transaction concerning the Increase in Capital Placement in PT Wijaya Karya Serang Panimbang ("**WSP**") by PT Wijaya Karya (Persero) Tbk. ("**Company**").

1. Object of Transaction

Increase in Capital Placement in PT Wijaya Karya Serang Panimbang by PT Wijaya Karya (Persero) Tbk.

2. Value of the Transaction

The value of the transaction is Rp75,012,786,200 (seventy-five billion twelve million seven hundred eighty-six thousand two hundred Rupiah). The Company subscribed to 750,127,862 (seven hundred fifty million one hundred twenty-seven thousand eight hundred sixty-two) new shares with a par value of Rp100 per share issued by WSP for the purpose of increasing its capital placement. The transaction to increase capital placement was entered to maintain the Company's shareholdings in WSP. Consequently, this report to the OJK is sufficient to satisfy the requirements as stated in Article 6 of the POJK 42/2020.

3. Date of Transaction

The transaction was entered into 1 February 2024 upon signing of the Resolution of Shareholders in lieu of General Meeting on Approval to Increase the Issued and Paid-up Capital in WSP.

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4. Parties to the Transaction

- a. **Company** is the parent entity of PT Wijaya Karya Serang Panimbang with a shareholding of 82.98% and the party subscribing to the increase in capital placement.
- b. **WSP** is the Company's subsidiary and the party receiving the capital placement.

5. Description of the Affiliation of the Parties to the Transaction

The Transaction is an Affiliated Transaction as defined in POJK 42/2020 because the Company is a shareholder that owns 82.98% the shares in WSP. There are employees of the Company who serve as Directors and Commissioners of WSP. Furthermore, the Company and PT PP (Persero) Tbk ("**PTPP**"), another shareholder of WSP, are both state-owned enterprises ("**BUMN**"). Hence, both companies are affiliated and directly controlled by a common majority shareholder, namely the Government of the Republic of Indonesia.

6. Explanation, Rationale, and Reasons to Enter into the Transaction

WSP requested an increase in capital placement by issuing up to 904,000,000 new shares with a par value of Rp100 per share to all the shareholders or an aggregate sum of Rp90,400,000,000. The new shares are offered in proportion to the shareholdings below:

No	Shareholders	%	Shareholdings	Nominal Value (Rp)
1	PT Wijaya Karya (Persero) Tbk	82.98	750,127,862	75,012,786,200
2	PT PP (Persero) Tbk	16.14	145,904,898	14,590,489,800
3	PT Jababeka Infrastruktur	0.88	7,967,240	756,724,000
Total		100	904,000,000	90,400,000,000

In response to WSP's request above, the Company has replied through its letter No. SE.01./A.DIR.01359/2023 dated on 25 July 2023 on Response to Subscription Offer to New Shares for Increase in Capital Placement in PT Wijaya Karya Serang Panimbang ("**WSP**"). In its letter, the Company will subscribe in proportion to its shareholdings to 750,127,862 new shares for an aggregate sum of Rp75,012,786,200.

The rationale to enter the transaction was to fulfil working capital needs to complete the Serang-Panimbang Toll Road Construction and to maintain the Company's shareholdings in WSP.

7. Statement of Board of Commissioners and Directors

- a. Having held prudent and careful examination, we have reasonable belief that this Information Disclosure does not contain statements, or information, or facts that are false and/or misleading;
- b. This Transaction has no Conflicts of Interest as referred in the POJK 42/2020;
- c. This Transaction is not a Material Transaction as referred in the POJK 17/2020.

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This report is made to meet the provisions as prescribed in the POJK 42/2020.

We thank you for your kind attention.

Sincerely Yours,
PT Wijaya Karya (Persero) Tbk
Corporate Secretary

Mahendra Vijaya
Corporate Secretary

Copies made to:

1. Head of Supervision of Property and Real Estate Companies, OJK RI;
 - Kadiv Pemantauan Perusahaan Property dan Real Estate OJK RI
2. Director of Company Listings, Indonesia Stock Exchange;
 - Direktur Penilaian Perusahaan PT Bursa Efek Indonesia
3. Head of Listings for Services Sector Companies, Indonesia Stock Exchange;
 - Kepala Divisi Penilaian Sektor Jasa PT Bursa Efek Indonesia

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