

# INFORMATION DISCLOSURE

To Comply with the Regulation of the Financial Services Authority No. 42/POJK.04/2020 dated 2 July 2020 on Affiliated Transactions and Conflict of Interest Transactions

The Company's Board of Commissioners and Directors, both jointly and severally, are fully responsible for the accuracy of all information or material facts stated in this Information Disclosure and emphasise that there are no material information and relevant facts that are being withheld, that in so doing may result in the material information contained in this Information Disclosure to Shareholders to become false and/or misleading.



PT WIJAYA KARYA (Persero) Tbk.

## PERUSAHAAN PERSEROAN (PERSERO) PT WIJAYA KARYA TBK.

### Primary Business Activities:

The Company engages in the Construction Industry; Fabrication Industry; Leasing Services; Agency Services; Investments; Agri-Industry; Energy, Renewable Energy and Energy Conversion Industry; Railway Operations; Port Operations; Airport Operations; Logistics; Trading; Engineering, Procurement, and Construction; Estate Development and Management; Provision of Capacity Building Services in Construction; Information Technology; Engineering and Planning Services; Investments and/or Business Management in Basic Infrastructure.

### Domiciled in Jakarta, Indonesia

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**Information Disclosure: Affiliated Transaction concerning Increase in Capital Placement in PT Wijaya Karya Serang Panimbang by PT Wijaya Karya (Persero) Tbk.**

This Information Disclosure is published in Jakarta on 31 October 2022

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## I. INTRODUCTION

### A. Overview

The Company was formerly a Perusahaan Negara (State-owned Company) incorporated pursuant to the Government Regulation No. 64 Year 1961 dated 29 March 1961 on the Incorporation of Perusahaan Negara Widjaja Karja with the corporate name Perusahaan Negara Bangunan Widjaja Karja. Subsequently, pursuant to the Government Regulation No. 40 Year 1971 dated 22 July 1971, the Perusahaan Negara Bangunan Widjaja Karja was declared dissolved and its status was converted into a Perusahaan Perseroan (Persero) (Limited Liability Company), incorporated under the Laws of the Republic of Indonesia, as prescribed in the Deed of Limited Liability Company (*Akta Perseroan Terbatas*) No. 110 dated 20 December 1972, made before Dian Paramita Tamzil, delegate of Djojo Muljadi, S.H., a Notary in Jakarta, in conjunction with (*juncto*) the Deed of Amendment (*Akta Perubahan*) No. 106 dated 17 April 1973, made before Kartini Muljadi, S.H., a Notary in Jakarta, and has been approved by the Ministry of Justice of the Republic of Indonesia in its Decision Letter No. Y.A.5/165/14 dated 8 May 1973, and has been registered at the District Court of Jakarta, Number 1723 and Number 1724 dated 16 May 1973, and has been announced in Supplement No. 683 of the Official Gazette of the Republic of Indonesia No. 76 dated 21 September 1973 (“**Deed of Establishment**”).

Pursuant to the Government Regulation No. 53 Year 2007 on Change in Shareholding Structure of the State through Issuance and Offering of New Shares in Perusahaan Perseroan (Persero) PT Wijaya Karya, the Company has exercised an initial public offering and subsequently converted its status and changed its name to PT Wijaya Karya (Persero) Tbk. and was officially listed in the Indonesia Stock Exchange on 29 October 2007 (“**Initial Public Offering**”).

The Deed of the Articles of Association as stated in the Deed of the Annual General Meeting of Shareholders of Perusahaan Perseroan (Persero) PT Wijaya Karya Tbk. No. 5 dated 4 February 2022, made before Fathiah Helmi, S.H, a Notary in Jakarta has received approval from the Minister of Law and Human Rights of the Republic of Indonesia in its Letter Number: AHU-0015012.AH.01.02 Year 2022 dated 2 March 2022 (“**Company’s Articles of Association**”).

### B. Business Activities

Article 3 of the Company’s Article of Association states that the Company’s objectives and purpose are to engage in the construction industry; fabrication industry; leasing services; agency services; investments; agri-industry; energy, renewable energy and energy conversion industry; railway operations; port operations; airport operations; logistics; trading; engineering, procurement, and construction; estate development and management; provision of capacity building services in construction; information technology; engineering and planning services; investments and business management in basic infrastructure to produce high quality and competitive goods and/or services in order to generate profit and increase the Company’s value while observing the principles of Perseroan Terbatas (Limited Liability Company).

#### Primary Business Activities:

The Company engages in the construction industry; fabrication industry; leasing services; agency services; investments; agri-industry; energy, renewable energy and energy conversion industry; railway operations; port operations; airport operations; logistics; trading; engineering, procurement, and construction; estate development and management; provision of capacity building services in construction; information technology; engineering and planning services; investments and business management in basic infrastructure.

### C. The Company's Capital and Shareholding Structure

Based on the Company's Articles of Association and Shareholder Register by Securities Administration Bureau as of 31 December 2021, the Company's capital structure is as follows:

Description	Number of Shares	Nominal Value (Rp100) per share	%
<b>Authorised Capital</b>	<b>35,000,000,000</b>	<b>3,500,000,000,000</b>	-
Issued and Paid-up Capital:			
1. Government of the Republic of Indonesia	5,834,850,001	583,485,000,100	65.05
2. Public with less than 5% holdings	3,135,101,371	313,510,137,100	34.95
<b>Total Issued and Paid-up Capital</b>	<b>8,969,951,372</b>	<b>896,995,137,200</b>	<b>100.00</b>
Total Unissued Shares	26,030,048,628	2,603,004,862,800	-

### D. The Company's Board of Commissioners and Directors

#### 1. Board of Commissioners

According to the latest Deed of Management Composition as stated in the Deed of the Extraordinary General Meeting of Shareholders of Perusahaan Perseroan (Persero) PT Wijaya Karya Tbk. No. 4 dated 5 August 2022, made before Fathiah Helmi, S.H, a Notary in Jakarta, which has been recorded by the Ministry of Law and Human Rights of the Republic of Indonesia as stated in its Acknowledgement of Change in Corporate Data No. AHU-AH.01.09-0042229 dated 9 August 2022, the composition of the Company's Board of Commissioners at the date of this Information Disclosure is as follows:

President Commissioner	:	Jarot Widyoko
Commissioner	:	Firdaus Ali
Commissioner	:	Satya Bhakti Parikesit
Independent Commissioner	:	Adityawarman
Independent Commissioner	:	Harris Arthur Hedar
Independent Commissioner	:	Suryo Hapsoro Tri Utomo
Independent Commissioner	:	Rusmanto

#### 2. Directors

According to the latest Deed of Management Composition as stated in the Deed of the Extraordinary General Meeting of Shareholders of Perusahaan Perseroan (Persero) PT Wijaya Karya Tbk. No. 4 dated 5 August 2022, made before Fathiah Helmi, S.H, a Notary in Jakarta, which has been recorded by the Ministry of Law and Human Rights of the Republic of Indonesia as stated in its Acknowledgement of Change in Corporate Data No. No. AHU-AH.01.09-0042229 dated 9 August 2022, the composition of the Company's Directors as at the date of this Information Disclosure is as follows:

President Director	:	Agung Budi Waskito
Director of Human Capital and Development	:	Hadjar Seti Adji
Director of Operations I	:	Hananto Aji
Director of Operations II	:	Harum Akhmad Zuhdi
Director of Operations III	:	Rudy Hartono

Director of Quality, Health, Safety  
and Environment : Ayu Widya Kiswari  
Director of Finance  
and Risk Management : Adityo Kusumo

**E. Audit Committee**

According to the Decree of the Board of Commissioners No. 88/DK/WIKA/2021 dated 1 October 2021, the members of the Audit Committee as at the date of this Information Disclosure are as follows:

Chairman, concurrently Member : Suryo Hapsoro Tri Utomo  
Deputy Chairman, concurrently  
Member : Adityawarman  
Member : Nirsihing Asmoro  
Member : Nanda A. Wijayanti

**F. Corporate Secretary**

According to the Decision of the Directors No. SK.02.01/A.DIR.04640/2019 dated 28 May 2019, the Corporate Secretary as at the date of this Information Disclosure is as follows:

Name : Mahendra Vijaya  
Office Address : Jl. D.I. Panjaitan Kav.10 Jakarta 13340, Indonesia  
Phone Number : (021) 8067 9200  
Fax Number : (021) 2289 3830  
Email : investor.relations@wika.co.id

## II. DESCRIPTION OF THE PROPOSED TRANSACTION

PT Wijaya Karya (Persero) Tbk., hereinafter referred to as “**Company**”, is a shareholder that holds 83.42% of the shares in PT Wijaya Karya Serang Panimbang, hereinafter referred to as “**WSP**”. PT PP (Persero) Tbk., hereinafter referred to as “**PTPP**”, holds 15.64% of the shares in WSP and PT Jababeka Infrastruktur, hereinafter referred to as “**PTJI**”, holds 0.94% of the shares in WSP. WSP is the Company’s controlled entity and is the operator and developer of Serang-Panimbang toll road. The Company proposed to increase its capital placement in WSP (hereinafter referred to as “**Transaction**”).

In accordance with the Regulation of the Financial Services Authority No. 42/POJK.04/2020 dated 2 July 2020 on Affiliated Transactions and Conflict of Interest Transactions (“**POJK 42/2020**”) and the Regulation of the Financial Services Authority No. 17/POJK.04/2020 dated 20 April 2020 on Material Transactions and Changes in Business Activities (“**POJK 17/2020**”), the Company is in the opinion that the Proposed Transaction is:

1. an Affiliated Transaction as stated in the POJK 42/2020, because the Company is a shareholder that holds 83.42% of the shares in WSP. In terms of affiliation by management, the Company’s Director of Quality, Health, Safety, and Environment concurrently serves as WSP’s President Commissioner. One of the Company’s employees also concurrently serves as WSP’s Director. In addition, the Company and PTPP are affiliated as both are State-owned Enterprises (“**BUMN**”) and share a common control, i.e. the Indonesian Government.
2. not a Material Transaction as stated in the POJK 17/2020. The value of the Transaction was Rp98,000,000,000 (ninety-eight billion rupiah). Based on the Company’s consolidated financial statement for the period ended on 31 March 2022, which has been audited by Public Accounting Firm Amir Abadi Jusuf, Aryanto, Mawar dan Rekan, the Company’s total equity was Rp17,447,139,029,000 (seventeen trillion four hundred forty-seven billion one hundred thirty-nine million twenty-nine thousand rupiah). The Transaction constituted only 0.56% and was less than 20% of the Company’s total equity. Accordingly, the Transaction is not a Material Transaction.

The Company’s Board of Commissioners and Directors, both jointly and severally, are fully responsible for the accuracy of all information or material facts stated in this Information Disclosure and emphasise that there are no material information and relevant facts that are being withheld, that in so doing may result in the material information contained in this Information Disclosure to Shareholders to become false and/or misleading.

In connection with the Transaction and to meet the provisions as regulated in the POJK 42/2020, the Company has engaged Public Appraisal Firm Iskandar & Rekan as an independent appraiser to issue a fairness opinion on the Transaction.

### DESCRIPTION OF THE PROPOSED AFFILIATED TRANSACTION

Pursuant to WSP Letter No. MJ.01.04/A.DIR.WSP.015/2022 dated 28 September 2022 (“**WSP Letter**”), WSP proposes to increase its issued and paid-up capital by issuing 1,920,000,000 new shares with a value of Rp192,000,000,000 (one hundred ninety-two billion rupiah). The newly issued shares are offered in accordance with the shareholding portion below:

Shareholders	% Shareholdings	Nominal Value	Total Shares
Company	83.42%	Rp160,166,400,000	1,601,664,000
PTPP	15.64%	Rp30,028,800,000	300,288,000

PTJI	0.94%	Rp1,804,800,000	18,048,000
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In response to the WSP Letter, the Company expressed its interest in the issuance of new shares through letter No. SE.01.01/A.DIR.01735/2022 dated 29 September 2022. The Company will subscribe to 980,000,000 shares with a par value of Rp100 per share for a total of Rp98,000,000,000 (ninety-eight billion rupiah). The Company is resolved to have its shareholdings diluted from the remaining unsubscribed shares from the offer.

Other shareholders of WSP have confirmed the following:

- PTPP has expressed its interest to subscribe to 30,000,000 shares of the WSP's newly issued shares with a par value of Rp100 per share or Rp30,000,000,000.
- PTJI has expressed refusal to subscribe to the WSP's newly issued shares.

Consequently, after the capital increase, the shareholding composition in WSP is as follows:

Shareholders	Total Shares	% Shareholdings	Nominal Value
Company	16,591,253,200	82.98%	1,659,125,320,000
PTPP	3,227,109,975	16.14%	322,710,997,500
PTJI	176,218,625	0.88%	17,621,862,500

The Transaction's effective date was the exercise date of the capital increase and the signing date of the Shareholders' Resolution in lieu of General Meeting on Approval of the Increase in Issued and Paid-up Capital in WSP on 27 October 2022.

### III. BENEFITS OF THE PROPOSED TRANSACTION

- The Company is able to maintain its shareholdings in WSP without any major dilution.
- The Company is able to provide support for WSP's working capital and investment to complete the Serang-Panimbang toll road construction.

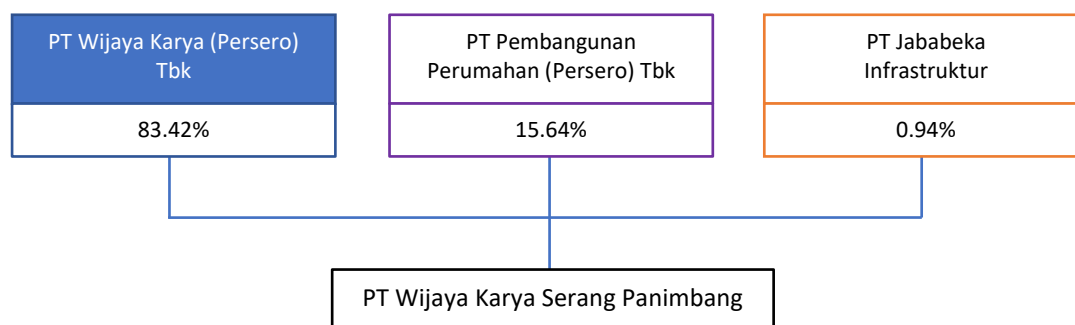
### IV. DESCRIPTION OF THE AFFILIATION

#### Affiliation by Shareholdings

WSP Shareholders	Total Shares		
	Total shares	(%)	Total (Rp)
PT Wijaya Karya (Persero) Tbk	15,611,253,200	83.42	1,561,125,320,000
PT PP (Persero) Tbk	2,927,109,975	15.64	292,710,997,500
PT Jababeka Infrastruktur	176,218,625	0.94	17,621,862,500

Source: Deed of the Amendment to WSP's Articles of Association No. 10 Dated 14 December 2020

#### Shareholding Structure of WSP



Source: Company

Note:

The Company is a shareholder that holds 83.42% of the shares in WSP.

## V. INDEPENDENT PARTY AND SUMMARY OF ITS OPINION

The Company has appointed Public Appraisal Firm Iskandar & Rekan (“KJPP IDR” or “Appraiser”) as the independent appraiser to issue a fairness opinion on the Proposed Transaction. The Independent Appraiser has declared that it is not affiliated, both directly and indirectly, to the Company as defined by the Capital Market Law.

The following is the summary of the Fairness Opinion Report on Increase in Capital Placement in WSP by the Company as stated in the Fairness Opinion Report No. 00358/2.0118-00/BS/03/0596/1/IX/2022 dated 30 September 2022.

### 1. Parties to the Proposed Transaction

The parties to the Proposed Transaction are as follows:

- a. PT Wijaya Karya (Persero) Tbk is the parent company and holder of 83.42% of the shares in PT Wijaya Karya Serang Panimbang and is the party that provides the capital increase.
- b. PT Wijaya Karya Serang Panimbang is the Company’s subsidiary and is the beneficiary of the capital increase by the Company.

### 2. Object of the Appraisal

The object of the appraisal is the capital increase in WSP by the Company of Rp98,000,000,000 (ninety-eight billion rupiah).

### 3. Purpose and Objective of the Appraisal

The purpose of this Fairness Opinion Report is to examine the fairness of the Company’s proposed Transaction concerning its increase in capital placement in WSP.

### 4. Assumptions and Limiting Conditions

- a. This Appraisal Report is a non-disclaimer opinion.
- b. The Appraiser has examined the documents that are used in the appraisal process.
- c. All data and information are obtained from reliable sources.
- d. Financial projections, if used, are adjusted to reflect a reasonable financial projection prepared by the management based on its fiduciary duty.
- e. The Appraiser is responsible for the appraisal and the fairness of the financial projections.
- f. This Appraisal Report is publicly accessible, except for confidential information that can affect the Company’s operations.
- g. The Appraiser is responsible for the Fairness Opinion and conclusion of its fair value.
- h. The Appraiser has obtained the information on the legal status of the Appraisal Object from the assignor.

### 5. Scope of the Appraisal

The scope of the Appraisal is as follows:

- a. Appraisal identifications (assumptions and limiting conditions, purpose and objective of the appraisal, definition of the appraisal, date of the appraisal);
- b. Data collections;
- c. Data analyses;
- d. Estimated value based on the value and premise of value by appraisal approaches; and



- e. Report preparation.

A fairness opinion is expressed after performing an analysis on the:

- a. Value of the Transaction;
- b. Financial impact of the Transaction to the shareholders' interests; and,
- c. Management's business considerations concerning the Proposed Transaction in relation to shareholders' interests.

## 6. Approaches and Procedures of the Fairness Opinion

In accordance with the scope of appraisal, the following analyses were performed to analyse the above:

- a. Analysis of the Proposed Transaction.
- b. Qualitative analyses of the Proposed Transaction.
- c. Qualitative analyses of the Proposed Transaction.
- d. Fairness analysis of the Transaction's value.
- e. Analysis of other relevant factors.

## 7. Analysis of the Fairness of the Transaction

Analysis on the Transaction's value found that the Transaction value is lower but is within the range of the market value. Accordingly, the Transaction value is **fair**.

Analysis on the financial impact on the Transaction in relation to shareholders' interests found that the Transaction will generate an increase in income attributable to the Company that can create an added value to the Company, which is aligned with the shareholders' interests.

Analysis on the management's business considerations on the Transaction in relation to shareholders' interests found that supporting WSP via financing for the completion of Serang – Panimbang toll road will generate an increase in income attributable to the Company which in turn increases the Company's share value for its shareholders.

Based on the Fairness Analysis above, the Appraiser is in the opinion that this Transaction is **fair**.

## VI. IMPACT OF THE PROPOSED TRANSACTION ON THE COMPANY'S FINANCIAL POSITION (PRO FORMA)

### PT WIJAYA KARYA (Persero) Tbk and Its Subsidiaries Pro Forma Statement of Financial Position (Rp million)

Description	Before the Transaction	Adjustment	After the Transaction
	31 Mar 2022		31 Mar 2022
<b>ASSETS</b>			
<b>Current Assets</b>			
Cash and Cash Equivalents	4,339,823	-	4,339,823
Trade Receivables	2,202,350	-	2,202,350
Retention Receivables	1,373,184	-	1,373,184
Gross Amount due from Customers	4,608,347	-	4,608,347
Inventories	11,396,383	-	11,396,383
Unbilled Receivables	1,012,995	-	1,012,995

**PT WIJAYA KARYA (Persero) Tbk and Its Subsidiaries**  
**Pro Forma Statement of Financial Position (Rp million)**

Description	Before the Transaction	Adjustment	After the Transaction
	31 Mar 2022		31 Mar 2022
Other Receivables - Current Portion	1,153,214	-	1,153,214
Advance Payments - Current Portion	710,253	-	710,253
Business Guarantees	148,051	-	148,051
Financial Assets	-	-	-
Prepaid Taxes	1,650,294	-	1,650,294
Prepaid Expenses	1,351,705	-	1,351,705
Working in Progress	5,853,219	-	5,853,219
<b>Total Current Assets</b>	<b>35,799,816</b>	-	<b>35,799,816</b>
<b>Non-Current Assets</b>			
Fixed Assets	8,796,854		8,796,854
Trade Account Receivables - Non-current portion	-	-	-
Other Account Receivables - Non-current portion	-	-	-
Unbilled Receivables - Non-current portion	-	-	-
Advances – Non-Current Portion	5,352,948	-	5,352,948
Real Estate Assets	2,066,013	-	2,066,013
Investment in Associates	1,919,807	-	1,919,807
Investment in Joint Ventures	5,376,818	-	5,376,818
Investment Property - Net	2,320,747	-	2,320,747
Assets of Joint Operation	397,597	-	397,597
Goodwill	4,847	-	4,847
Other Long-Term Investments	1,092,158	-	1,092,158
Intangible Assets	5,370,990	-	5,370,990
Deferred Tax Assets	87,010	-	87,010
Other Assets	585,604	-	585,604
<b>Total Non-Current Assets</b>	<b>33,371,393</b>	-	<b>33,371,393</b>
<b>TOTAL ASSETS</b>	<b>69,171,209</b>	-	<b>69,171,209</b>

Description	Before the Transaction	Adjustment	After the Transaction
	31 Mar 2022		31 Mar 2022
<b>LIABILITIES AND EQUITY</b>			
<b>CURRENT LIABILITIES</b>			
Short Term Loans	12,730,935	-	12,730,935
Trade Receivables	11,404,478	-	11,404,478
Other Receivables	807,295	-	807,295
Gross Amount Due From Customers	-	-	-
Tax Payables	302,650	-	302,650

Advance From Customers - Current Portion	612,067	-	612,067
Accrued Expenses	5,403,460	-	5,403,460
Unearned Revenue	165,008	-	165,008
Current portion of:		-	
Medium Term Loan	1,345,000	-	1,345,000
Long Term Loan	127,817	-	127,817
Lease Payables	853,969	-	853,969
<b>Total Short Term Liabilities</b>	<b>33,752,678</b>	-	<b>33,752,678</b>
<b>NON-CURRENT LIABILITIES</b>			
Employee Benefits Liabilities	218,321	-	218,321
Deferred Tax Liabilities	92,731	-	92,731
Advances From Customers - Non-current Portion	287,727	-	287,727
Advances for Long Term Projects	1,839,260	-	1,839,260
Other Payables	579,099	-	579,099
Current portion of Long Term Loan after net of current portion:			
Medium Term Loan	545,000	-	545,000
Lease Payables	204,649	-	204,649
Long Term Loan	3,889,565	-	3,889,565
Joint Ventures Payable	357,268	-	357,268
Bond	7,457,773	-	7,457,773
Sukuk Mudharabah	2,500,000	-	2,500,000
<b>Total Long Term Liabilities</b>	<b>17,971,392</b>	-	<b>17,971,392</b>
<b>TOTAL LIABILITIES</b>	<b>51,724,070</b>	-	<b>51,724,070</b>
<b>Equity</b>			
Share Capital	896,995	-	896,995
Treasury Shares	(110)	-	(110)
Additional Paid-in Capital	6,555,499	-	6,555,499
Changes in Equity of Subsidiary Company	1,137,690	-	1,137,690
Retained Earnings (deficit)	4,458,700	-	4,458,700
Perpetual Securities	-	-	-
Non-Controlling Interest	4,398,365	-	4,398,365
<b>Total Equity</b>	<b>17,447,139</b>	-	<b>17,447,139</b>
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>69,171,209</b>	-	<b>69,171,209</b>
<b>Liquidity and Solvency Ratios</b>			
Current Ratio	106.07%		106.07%
Debt to Equity Ratio	296.46%		296.46%
Debt to Asset Ratio	74.78%		74.78%

The abridged analysis on impact of the Transaction on the Company's pro forma financial position as of 31 March 2022 is as follows:

1. Projected current assets remains unchanged.
2. Projected non-current assets remains unchanged.
3. In general, the Company's projected assets after the Proposed Transaction remains identical with before the Transaction.

4. Projected current liabilities remains unchanged.
5. Projected non-current liabilities remains unchanged.
6. In general, the Company's projected liabilities after the Proposed Transaction remains unchanged.
7. Projected equity after the Transaction remains unchanged.
8. Projected current ratio remains unchanged.
9. Projected Debt to Equity Ratio and Debt to Asset Ratio remains unchanged.

## VII. STATEMENT OF THE COMPANY'S DIRECTORS AND COMMISSIONERS

1. This Information Disclosure, submitted to the Financial Services Authority on 31 October 2022, is complete and meets the requirements as prescribed in the POJK 42/2020;
2. 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;
3. The Transaction has no Conflicts of Interest as referred to in the POJK 42/2020;

## VIII. ADDITIONAL INFORMATION

For further information concerning this transaction, please contact the Company during business hours at the following address:

Corporate Secretary

**PT Wijaya Karya (Persero) Tbk.**

Jl. D.I. Panjaitan Kav. 10

Jakarta 13340, Indonesia

Tel. : (021) 8067 9200

Fax. : (021) 2289 3830

Email : [investor.relations@wika.co.id](mailto:investor.relations@wika.co.id)

Website : [www.wika.co.id](http://www.wika.co.id)

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



**PT WIJAYA KARYA (Persero) Tbk.**

**Mahendra Vijaya**  
Corporate Secretary