

**KETERBUKAAN INFORMASI KEPADA PEMEGANG SAHAM
("KETERBUKAAN INFORMASI")
PT PANTAI INDAH KAPUK DUA Tbk ("PERSEROAN")
SEHUBUNGAN DENGAN RENCANA PENAMBAHAN MODAL TANPA MEMBERIKAN HAK
MEMESAN EFEK TERLEBIH DAHULU ("PMTHMETD")**

Keterbukaan Informasi ini dibuat dalam rangka memenuhi Peraturan Otoritas Jasa Keuangan ("OJK") No. 32/POJK.04/2015 tentang Penambahan Modal Perusahaan Terbuka Dengan Memberikan Hak Memesan Efek Terlebih Dahulu ("POJK 32/2015"), sebagaimana diubah oleh Peraturan OJK No. 14/POJK.04/2019 tentang Perubahan atas Peraturan OJK No. 32/POJK.04/2015 tentang Penambahan Modal Perusahaan Terbuka Dengan Memberikan Hak Memesan Efek Terlebih Dahulu ("POJK 14/2019") (POJK 32/2015 dan POJK 14/2019 secara bersama-sama disebut sebagai "POJK PMTHMETD").



PT PANTAI INDAH KAPUK DUA Tbk

Kegiatan Usaha Utama:

Bergerak di Bidang Aktivitas Perusahaan Holding dan Industri Kemasan Kaleng, dan Melalui Entitas Anak Berupa (i) Real Estat, dan (ii) Industri Pengolahan Hasil Perikanan serta Jasa Pembekuan/Penyimpanan di Kamar Pendingin (*Cold Storage*)

Berkedudukan di Jakarta Utara

Kantor Pusat:

Office Tower Agung Sedayu Group Lantai 8 dan 10,
Jl. Marina Raya, Kamal Muara, Penjaringan, Jakarta Utara 11470
Telp. (021) 39734100

Situs Web: <https://www.pantaiindahkapukdua.com/>

Email: corporate.secretary@pantaiindahkapukdua.com / corporate.secretary@agungsedayu.com

Direksi dan Dewan Komisaris Perseroan menyatakan bertanggung jawab penuh atas kebenaran informasi yang tercantum dalam Keterbukaan Informasi ini, yang dibuat setelah melakukan pemeriksaan yang wajar, dan juga menegaskan bahwa setiap informasi material terkait PMTHMETD kepada para pemegang saham Perseroan yang terdapat dalam Keterbukaan Informasi ini adalah benar dan tidak terdapat fakta material lain yang tidak diungkapkan dan/atau dihilangkan yang dapat mengakibatkan informasi dalam Keterbukaan Informasi ini menjadi tidak benar dan/atau menyesatkan.

Keterbukaan Informasi ini diterbitkan pada tanggal 20 Mei 2024

I. KETERANGAN UMUM TENTANG PERSEROAN

A. Riwayat Singkat

Perseroan didirikan dengan nama PT Pratama Abadi Nusa Industri sebagaimana termaktub dalam Akta Pendirian Perseroan No. 13 tanggal 8 Desember 2000, yang dibuat di hadapan Ivonne Barnetha Sinyal, S.H., Notaris di Jakarta. Akta tersebut telah mendapatkan pengesahan oleh Menteri Hukum dan Hak Asasi Manusia (dahulu Menteri Kehakiman dan Hak Asasi Manusia, selanjutnya disebut "**Menkumham**") berdasarkan surat keputusan No. C-20932 HT.01.01.TH.2002 tanggal 28 Oktober 2002, dan telah didaftarkan dalam Daftar Perseroan No. TDP300312804590 di Kantor Pendaftaran Perusahaan Kabupaten Tangerang No. 00202/BH.30.03/V/2003 tanggal 6 Mei 2003 dan telah diumumkan dalam Berita Negara Republik Indonesia No. 56, tanggal 15 Juli 2003, Tambahan Berita Negara No. 5572.

Perseroan telah melakukan perubahan nama sebagaimana dinyatakan dalam Akta Pernyataan Keputusan RUPS Luar Biasa Perseroan No. 37, tanggal 19 Juni 2023, yang dibuat di hadapan Fathiah Helmi, S.H., Notaris di Jakarta, yang telah disetujui oleh Menkumham berdasarkan Surat Persetujuan Perubahan Anggaran Dasar No. AHU-0037402.AH.01.02.TAHUN 2023, tanggal 4 Juli 2023, sebagaimana telah didaftarkan dalam Daftar Perseroan No. AHU-123529.AH.01.11.TAHUN 2023 tanggal 04 Juli 2023, dimana Perseroan mengubah namanya dari PT Pratama Abadi Nusa Industri Tbk menjadi PT Pantai Indah Kapuk Dua Tbk.

Perseroan berkedudukan di Jakarta Utara, dengan alamat kantor di Office Tower Agung Sedayu Group Lantai 8 dan 10, Jl. Marina Raya, Kamal Muara, Penjaringan, Jakarta Utara 11470.

Ketentuan anggaran dasar Perseroan sebagaimana dimuat dalam Akta Pernyataan Keputusan RUPS No. 66, tanggal 30 Agustus 2021, dibuat di hadapan Fathiah Helmi, S.H., Notaris di Jakarta, sehubungan dengan penyesuaian dan pernyataan kembali seluruh ketentuan Anggaran Dasar Perseroan dengan ketentuan Peraturan OJK No. 15/POJK.04/2020 tentang rencana dan penyelenggaraan Rapat Umum Pemegang Saham Perusahaan Terbuka dan ketentuan Peraturan OJK No. 16/POJK.04/2020 tentang Pelaksanaan Rapat Umum Pemegang Saham Perusahaan Terbuka Secara Elektronik, yang telah diberitahukan kepada Menkumham berdasarkan Surat Penerimaan Pemberitahuan Perubahan Anggaran Dasar No. AHU-AH.01.03-0449719, tanggal 17 September 2021, sebagaimana telah didaftarkan dalam Daftar Perseroan No. AHU-0159813.AH.01.11.TAHUN 2021, tanggal 17 September 2021 telah mengalami beberapa kali perubahan, dan perubahan terakhir, sebagaimana dinyatakan dalam Akta Pernyataan Keputusan RUPS Luar Biasa Perseroan No. 20, tanggal 15 September 2023, yang dibuat di hadapan Fathiah Helmi, S.H., Notaris di Jakarta, yang telah mendapatkan persetujuan perubahan anggaran dasar dari Menkumham berdasarkan Surat Keputusan No. AHU-0056282.AH.01.02.TAHUN 2023, tanggal 18 September 2023, sebagaimana telah didaftarkan dalam Daftar Perseroan No. AHU-0184668.AH.01.11.TAHUN 2023, tanggal 18 September 2023 ("**Anggaran Dasar**").

B. Kegiatan Usaha

Berdasarkan Pasal 3 Anggaran Dasar Perseroan, maksud dan tujuan Perseroan saat ini ialah berusaha di bidang perindustrian, aktivitas perusahaan *holding*, dan konsultasi manajemen, dengan menjalankan kegiatan usaha sebagai berikut:

1. Kegiatan Usaha Utama, berupa:
 - a. Perindustrian (KBLI 2020 Nomor 25940);
Kelompok ini mencakup usaha pembuatan wadah dari logam/kaleng, seperti kaleng makanan/minuman, kaleng cat/bahan kimia lainnya, tong, drum, ember, kotak, *jerrycan*, dan sejenisnya, termasuk industri *metallic closure*.
 - b. Aktivitas Perusahaan *Holding* (KBLI 2020 Nomor 64200);
Kelompok ini mencakup kegiatan dari perusahaan *holding* (*holding companies*), yaitu perusahaan yang menguasai aset dari sekelompok perusahaan subsidiari dan kegiatan utamanya adalah kepemilikan kelompok tersebut. "*Holding Companies*" tidak terlibat dalam kegiatan usaha perusahaan subsidiarinya. Kegiatannya mencakup jasa yang diberikan penasihat (*counsellors*) dan perunding (*negotiators*) dalam merancang

merger dan akuisisi perusahaan.

2. Kegiatan usaha lain yang menunjang Kegiatan Usaha Utama, antara lain berupa Aktivitas Konsultasi Manajemen lainnya (KBLI 2020 Nomor 70209). Kelompok ini mencakup ketentuan bantuan nasihat, bimbingan dan operasional usaha dan permasalahan organisasi dan manajemen lainnya, seperti perencanaan strategi dan organisasi; keputusan berkaitan dengan keuangan; tujuan dan kebijakan pemasaran; perencanaan, praktik dan kebijakan sumber daya manusia; perencanaan penjadwalan dan pengontrolan produksi. Penyediaan jasa usaha ini dapat mencakup bantuan nasihat, bimbingan dan operasional berbagai fungsi manajemen, konsultasi manajemen olah *agronomist* dan *agricultural economis* pada bidang pertanian 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.

C. Struktur Permodalan dan Kepemilikan Saham

Berdasarkan Daftar Pemegang Saham Perseroan yang disusun oleh PT Adimitra Jasa Korpora selaku biro administrasi efek Perseroan, berikut adalah struktur kepemilikan saham Perseroan per tanggal 30 April 2024:

Nama Pemegang Saham	Nilai Nominal Rp100 per saham		
	Jumlah Saham	Nilai Nominal (Rp)	%
Modal Dasar	50.000.000.000	5.000.000.000.000	
Modal Ditempatkan dan Disetor Penuh			
- PT Multi Artha Pratama	13.939.040.035	1.393.904.003.500	89,20
- Masyarakat	1.688.109.965	168.810.996.500	10,80
Jumlah Modal Ditempatkan dan Disetor Penuh	15.627.150.000	1.562.715.000.000	100,00
Jumlah Saham dalam Portepel	34.372.850.000	3.437.285.000.000	

D. Kepengurusan dan Pengawasan

Susunan Direksi dan Dewan Komisaris Perseroan adalah sebagai berikut:

Dewan Komisaris

Presiden Komisaris	:	Susanto Kusumo
Wakil Presiden Komisaris	:	Phiong Phillipus Darma
Komisaris	:	Steven Kusumo
Komisaris	:	Richard Halim Kusuma
Komisaris Independen	:	Hardjo Subroto Lilik
Komisaris Independen	:	Prof. Djisman Simandjuntak
Komisaris Independen	:	Adi Pranoto Leman

Direksi

Presiden Direktur	:	Sugianto Kusuma
Wakil Presiden Direktur	:	Alexander Halim Kusuma
Wakil Presiden Direktur	:	Surya Pranoto Budihardjo
Direktur	:	Markus Kusumaputra
Direktur	:	Ipeng Widjoyo
Direktur	:	Arthur Salim
Direktur	:	Gianto Gunara
Direktur	:	Yohanes Edmond Budiman

II. KETERANGAN TENTANG PMTHMETD

A. Alasan dan Tujuan PMTHMETD

Dalam rangka memberikan nilai tambah bagi seluruh pemangku kepentingan Perseroan termasuk masyarakat dan dalam rangka melaksanakan kegiatan usaha Perseroan dan/atau entitas anak Perseroan, Perseroan memandang perlu melakukan perkuatan terhadap struktur permodalan dan meningkatkan posisi keuangan Perseroan.

Sehubungan dengan hal tersebut, Perseroan berencana untuk mengeluarkan sebanyak banyaknya 1.562.715.000 lembar saham dengan nilai nominal Rp100 per saham atau sebesar maksimum 10% dari jumlah seluruh modal disetor dan ditempatkan dalam Perseroan pada tanggal Keterbukaan Informasi ini ("**Saham Baru**") melalui PMTHMETD ini yang akan dilakukan berdasarkan persetujuan pemegang saham dalam Rapat Umum Pemegang Saham Luar Biasa Perseroan ("**RUPSLB**"). Melalui PMTHMETD, Perseroan diharapkan akan mendapatkan alternatif sumber pendanaan untuk kepentingan bisnis/kegiatan usaha Perseroan dan/atau entitas anak Perseroan.

B. Perkiraan Periode Pelaksanaan PMTHMETD

Sesuai POJK PMTHMETD, PMTHMETD akan dilakukan dalam jangka waktu 2 tahun sejak RUPSLB untuk PMTHMETD tersebut dilaksanakan. Pelaksanaan PMTHMETD akan bergantung dan tunduk pada serta dilakukan jika telah diperolehnya persetujuan dari RUPSLB Perseroan dengan mengacu kepada peraturan perundang-undangan yang berlaku.

C. Penetapan Harga Pelaksanaan Saham Baru

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

D. Rencana Penggunaan Dana dan Informasi Lainnya

Dengan tetap memperhatikan ketentuan peraturan perundang-undangan yang berlaku, seluruh dana yang diterima Perseroan dari pelaksanaan PMTHMETD, setelah dikurangi biaya-biaya terkait PMTHMETD, akan digunakan oleh Perseroan untuk memperkuat struktur permodalan Perseroan guna mendukung kegiatan usaha serta pengembangan usaha/bisnis Perseroan dan/atau entitas anak Perseroan serta meningkatkan posisi keuangan Perseroan dan/atau entitas anak Perseroan yang dapat menguntungkan seluruh pemegang saham termasuk masyarakat.

Perseroan dapat melakukan penyesuaian penggunaan dana sesuai dengan kebutuhan aktual Perseroan dan/atau entitas anak Perseroan. Perseroan akan memperhatikan dan mematuhi Peraturan OJK No. 42/POJK.04/2020 tentang Transaksi Afiliasi dan Transaksi Benturan Kepentingan ("**POJK No. 42/2020**") dalam hal terdapat transaksi afiliasi yang dilakukan Perseroan dan/atau transaksi benturan kepentingan yang dilakukan Perseroan dan/atau entitas anaknya dalam kaitannya dengan penggunaan dana yang dimaksud.

Sehubungan dengan PMTHMETD, Saham Baru akan dikeluarkan kepada satu atau beberapa pemodal yang bermaksud memiliki Saham Baru, yang pada tanggal diterbitkannya Keterbukaan Informasi ini belum ditentukan pihak-pihaknya sehingga belum dapat diungkapkan pada Keterbukaan Informasi ini. Sesuai dengan POJK PMTHMETD, dalam hal pengambilalihan Saham Baru merupakan transaksi afiliasi dan/atau transaksi yang mengandung benturan kepentingan, Perseroan dikecualikan untuk mengikuti ketentuan transaksi afiliasi dan/atau transaksi benturan kepentingan sebagaimana dimaksud dalam POJK No. 42/2020. Keterangan mengenai calon pemodal termasuk ada atau tidaknya hubungan afiliasi antara calon pemodal dengan Perseroan akan diungkapkan kepada pemegang saham sesuai dengan ketentuan Pasal 43A POJK PMTHMETD, dimana Perseroan akan mengumumkan mengenai pelaksanaan PMTHMETD paling lambat 5 hari kerja sebelum pelaksanaan PMTHMETD.

E. Proforma Struktur Permodalan dan Susunan Pemegang Saham Perseroan Sehubungan Dengan Pelaksanaan PMTHMETD

Dengan merujuk kepada Daftar Pemegang Saham Perseroan per tanggal 30 April 2024 dari PT Adimitra Jasa Korpora selaku biro administrasi efek Perseroan, berikut adalah proforma permodalan dan susunan Pemegang Saham Perseroan sebelum dan sesudah penerbitan Saham Baru:

Keterangan	Sebelum Penerbitan Saham Baru			Sesudah Penerbitan Saham Baru		
	Nilai Nominal Rp100 per saham			Nilai Nominal Rp100 per saham		
	Lembar Saham	Nilai Nominal (Rp)	%	Lembar Saham	Nilai Nominal (Rp)	%
Modal Dasar	50.000.000.000	5.000.000.000.000	-	50.000.000.000	5.000.000.000.000	-
Modal Ditempatkan dan Disetor						
PT Multi Artha Pratama	13.939.040.035	1.393.904.003.500	89,02	13.939.040.035	1.393.904.003.500	81,09
Masyarakat	1.688.109.965	168.810.996.500	10,08	1.688.109.965	168.810.996.500	9,82
Saham Baru PMTHMETD	-	-	-	1.562.715.000	156.271.500.000	9,09*
Jumlah Modal Ditempatkan dan Disetor Penuh	15.627.150.000	1.562.715.000.000	100,00	17.189.865.000	1.718.986.500.000	100,00
Jumlah Saham dalam Portepel	34.372.850.000	3.437.285.000.000	-	32.810.135.000	3.281.013.500.000	-

*dengan asumsi seluruh Saham Baru PMTHMETD telah diambil bagian

F. Risiko dan Dampak PMTHEMTD

Dengan adanya sejumlah Saham Baru yang dikeluarkan dalam rangka PMTHMETD sebagaimana diungkapkan dalam Keterbukaan Informasi ini, Pemegang Saham Perseroan yang tidak berpartisipasi akan mengalami dilusi kepemilikan saham secara proporsional yaitu sebanyak-banyaknya 10% (sepuluh persen).

Di sisi lain, struktur permodalan Perseroan menjadi lebih kuat dan mendukung kegiatan usaha serta pengembangan usaha/bisnis Perseroan dan/atau entitas anak Perseroan yang pada akhirnya akan meningkatkan nilai tambah bagi para pemegang saham Perseroan.

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

Berikut ini adalah perbandingan neraca keuangan konsolidasi Perseroan pada tanggal 31 Maret 2024 dengan proforma neraca keuangan konsolidasi Perseroan pada tanggal tersebut bila PMTHMETD telah dilaksanakan, yaitu dengan asumsi-asumsi sebagai berikut:

- harga penutupan saham Perseroan per 30 April 2024 sebesar Rp4.930 per lembar saham; dan
- jumlah Saham Baru yang akan diterbitkan Perseroan sebanyak-banyaknya 1.562.715.000 lembar saham.

Posisi Keuangan (dalam Jutaan Rp)	Sebelum PMTHMETD	Setelah PMTHMETD
Aset		
Aset lancar	18,692,315	26,396,500
Aset tidak lancar	16,237,871	16,237,871
Jumlah Aset	34,930,186	42,634,371

Liabilitas		
Liabilitas Jangka Pendek	9,437,681	9,437,682
Liabilitas Jangka Panjang	6,141,611	6,141,611
Jumlah Liabilitas	15,579,292	15,579,292
Ekuitas		
Jumlah Ekuitas	19,350,894	27,055,079
Jumlah Liabilitas dan Ekuitas	34,930,186	42,634,371
Debt to Equity Ratio		
	0.04	0.03

Setelah PMTHMETD, jumlah aset dan jumlah ekuitas Perseroan akan mengalami peningkatan masing-masing sebesar 22.06% dan 39.81% yang bersumber dari dana yang diperoleh dari pelaksanaan PMTHMETD.

III. PERNYATAAN DIREKSI DAN DEWAN KOMISARIS

Direksi dan Dewan Komisaris bertanggung jawab atas keabsahan informasi dalam Keterbukaan Informasi ini dan menyatakan bahwa semua informasi material dan pendapat yang diungkapkan dalam Keterbukaan Informasi ini adalah benar dan dapat dipertanggungjawabkan dan tidak ada informasi lain yang belum diungkapkan yang dapat menyebabkan informasi material dalam Keterbukaan Informasi ini menjadi tidak benar dan/atau menyesatkan.

Dewan Komisaris dan Direksi Perseroan telah meninjau rencana PMTHMETD termasuk menilai risiko dan manfaat PMTHMETD bagi Perseroan dan seluruh pemegang saham, dan percaya bahwa PMTHMETD merupakan pilihan terbaik bagi Perseroan dan seluruh pemegang saham.

IV. RAPAT UMUM PEMEGANG SAHAM LUAR BIASA

Sesuai dengan ketentuan peraturan perundang-undangan yang berlaku, PMTHMETD ini akan dimintakan persetujuannya dari pemegang saham independen dalam RUPSLB Perseroan yang rencananya akan diselenggarakan pada Rabu, 26 Juni 2024.

V. INFORMASI TAMBAHAN

Bagi Pemegang Saham yang memerlukan informasi lebih lanjut, pemegang saham dapat menghubungi Perseroan pada jam-jam kerja dengan alamat sebagai berikut:

Kantor Pusat:
Office Tower Agung Sedayu Group Lantai 8 dan 10,
Jl. Marina Raya, Kamal Muara, Penjaringan, Jakarta Utara 11470
Telp. (021) 39734100

Situs Web: <https://www.pantaiindahkapukdua.com/>

Email: corporate.secretary@pantaiindahkapukdua.com / corporate.secretary@agungsedayu.com

Jakarta, 20 Mei 2024
PT Pantai Indah Kapuk Dua Tbk

Direksi

**INFORMATION DISCLOSURE TO THE SHAREHOLDERS OF
("INFORMATION DISCLOSURE")
PT PANTAI INDAH KAPUK DUA Tbk ("COMPANY")
IN CONNECTION WITH THE PLAN TO INCREASE CAPITAL WITHOUT PRE-EMPTIVE
RIGHTS ("PMTHMETD")**

This Information Disclosure is announced to comply with Financial Services Authority (*Otoritas Jasa Keuangan* – "**OJK**") Regulation No. 32/POJK.04/2015 on Capital Increase of Public Companies with Pre-emptive Rights ("**OJK Regulation 32/2015**") as amended by the OJK Regulation No. 14/POJK.04/2019 on Amendment of OJK Regulation No. 32/POJK.04/2015 on Capital Increase of Public Companies with Pre-emptive Rights ("**OJK Regulation 14/2019**") (OJK Regulation 32/2015 and OJK Regulation 14/2019 are collectively referred as "**OJK Regulation of PMTHMETD**").



PT PANTAI INDAH KAPUK DUA Tbk

Main Business Activities:

Engaged in the Activities of Holding Company and Canned Packaging Industry, and through it subsidiaries in the form of (i) Real Estate, and (ii) Fishery Products Processing Industry and Freezing/Cold Storage Services

Domiciled at North Jakarta

Head Office:

Office Tower Agung Sedayu Group 8th dan 10th Floor,

Jl. Marina Raya, Kamal Muara, Penjaringan, Jakarta Utara 11470

Phone: (021) 39734100 Website: <https://www.pantaiindahkapukdua.com/>

Email: corporate.secretary@pantaiindahkapukdua.com / corporate.secretary@agungsedayu.com

Board of Directors and Board of Commissioners of the Company declare their full responsibility for the accuracy of the information contained in this Information Disclosure, that has made after conducting reasonable review, and also confirm that any material information related to PMTHMETD to the shareholders of the Company contained in this Information Disclosure is correct and there are no other material facts that are not disclosed and/or omitted which may cause the information in this Information Disclosure being incorrect and/or misleading.

This Information Disclosure is published on 20 May 2024

I. GENERAL INFORMATION ABOUT THE COMPANY

A. Brief History

The Company was established under the name PT Pratama Abadi Nusa Industri as set forth in the Company's Deed of Establishment No.13 dated 8 December 2000, made before Ivonne Barnetha Sinyal, S.H., Notary in Jakarta. The Deed has been approved by the Minister of Law and Human Rights (formerly the Minister of Justice and Human Rights, hereinafter referred to as "**MOLHR**") based on Decree No. C-20932.HT.01.01.TH.2002 dated 28 October 2002, and has been registered in the Company Register No. TDP300312804590 at the Tangerang Regency Company Registration Office No. 00202/BH.30.03/V/2003 dated 6 May 2003 and has been announced in the State Gazette of the Republic Indonesia No. 56 dated 15 July 2003, Supplement to State Gazette No. 5572.

The Company has changed its name as stated in the Deed of Resolution of the Company's Extraordinary GMS No. 37 dated 19 June 2023, made before Fathiah Helmi, S.H., Notary in Jakarta, which has been approved by the MOLHR based on the Approval Letter of Amendment to the Articles of Association No. AHU-0037402.01.02.TAHUN 2023 dated 4 July 2023, as registered in the Company Register No. AHU-123529.AH.01.11.TAHUN 2023 dated 4 July 2023, where the Company changed its name from PT Pratama Abadi Nusa Industri Tbk to PT Pantai Indah Kapuk Dua Tbk.

The Company is domiciled in North Jakarta, with office address at Office Tower Agung Sedayu Group Floor 8th and 10th, Jl. Marina Raya, Kamal Muara, Penjaringan, North Jakarta 11470.

The provisions of the Company's articles of association as contained in the Deed of Resolutions of the GMS No. 66, dated 30 August 2021, made before Fathiah Helmi, S.H., Notary in Jakarta, in connection with the adjustment and restatement of all provisions of the Company's Articles of Association with the provisions of OJK Regulation No. 15/POJK.04/2020 concerning the Planning and Organization of General Meetings of Shareholders by Publicly-Traded Companies and the provisions of OJK Regulation No. 16/POJK.04/2020 concerning the Implementation of Electronic General Meetings of Shareholders by Publicly-Traded Companies, which has been notified to the MOLHR based on the Notification Acceptance Letter of Articles of Association Amendment No. AHU-AH.01.03-0449719, dated 17 September 2021, as registered in the Company Register No. AHU-0159813.AH.01.11.TAHUN 2021, dated 17 September 2021 and has amended several times, and the latest amendment as stated in the Deed of Resolution of the Company's Extraordinary GMS No. 20, dated 15 September 2023, made before Fathiah Helmi, S.H., Notary in Jakarta, which has been approved by the MOLHR based on Decree No. AHU-0056282.AH.01.02.TAHUN 2023, dated 18 September 2023, as registered in the Company Register No. AHU-0184668.AH.01.11.TAHUN 2023, dated 18 September 2023 ("**AOA**").

B. Business Activities

Based on Article 3 of the Company's AOA, the purpose and objective of the Company is currently to engage in in the field of industry, holding company activities, and management consulting, by carrying out the following business activities:

1. Main Business Activities, as follows:
 - a. Industrial (Business Identification Code Version 2020 ("**KBLI 2020**") Number 25940); This group includes the business of making metal containers/cans, such as food/drink cans, paint/chemical cans, barrels, drums, buckets, boxes, jerry cans, and the like, including the metallic closure industry.
 - b. Holding Company Activities (KBLI 2020 Number 64200); This group includes the activities of holding companies, which are companies that control the assets of a group of subsidiary companies and whose main activity is the ownership of the group. "Holding Companies" are not involved in the business activities of their subsidiaries. Activities include services provided by counsellors and negotiators in arranging mergers and acquisitions of companies.
2. Other business activities that support the Main Business Activities, including other Management Consulting Activities (KBLI 2020 Number 70209). This group includes the

provision of advice, guidance and business operations and other organizational and management issues, such as strategic and organizational planning; decisions related to finance; 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, cost accounting programs, budget monitoring procedures, provision of advice and assistance to businesses and community services in planning, organizing, efficiency and supervision, management information and others. Including infrastructure investment study services.

C. Capital Structure and Shareholder Composition

Based on the Company's Shareholder's Register prepared by PT Adimitra Jasa Korpora as the Company's securities administration bureau (*biro administrasi efek*), below is the shareholding structure of the Company as of 30 April 2024:

Shareholder's Name	Nominal Value IDR100 per share		
	Number of Shares	Nominal Value (IDR)	%
Authorized Capital	50,000,000,000	5,000,000,000,000	
Issued and Paid-Up Capital			
- PT Multi Artha Pratama	13,939,040,035	1,393,904,003,500	89.20
- Public	1,688,109,965	168,810,996,500	10.80
Total Issued and Paid-Up Capital	15,627,150,000	1,562,715,000,000	100.00
Number of Shares in Portofolio	34,372,850,000	3,437,285,000,000	

D. Management and Supervision

The composition of the Company's Board of Directors and Board of Commissioners is as follows:

Board of Commissioners

President Commissioner	:	Susanto Kusumo
Vice President Commissioner	:	Phiong Phillipus Darma
Commissioner	:	Steven Kusumo
Commissioner	:	Richard Halim Kusuma
Independent Commissioner	:	Hardjo Subroto Lilik
Independent Commissioner	:	Prof. Djisman Simandjuntak
Independent Commissioner	:	Adi Pranoto Leman

Board of Directors

President Director	:	Sugianto Kusuma
Vice President Director	:	Alexander Halim Kusuma
Vice President Director	:	Surya Pranoto Budihardjo
Director	:	Markus Kusumaputra
Director	:	Ipeng Widjoyo
Director	:	Arthur Salim
Director	:	Gianto Gunara
Director	:	Yohanes Edmond Budiman

II. DESCRIPTION OF PMTHMETD

A. Purposes and Objectives of PMTHMETD

In order to provide added value to all of the Company's stakeholders, including the public, and in order to carry out the business activities of the Company and/or its subsidiaries, the Company considers it necessary to strengthen the Company's capital structure and improve its financial

position.

In connection with aforementioned, the Company plans to issue a total of 1,562,715,000 shares with a nominal value of IDR100 per share or a maximum of 10% of the total paid-up and issued capital of the Company as of the date of this Information Disclosure ("**New Shares**") through this PMTHMETD which will be carried out based on the approval of shareholders at the Extraordinary General Meeting of Shareholders of the Company ("**EGMS**"). Through PMTHMETD, the Company is expected to obtain alternative sources of funding for the interests of the Company's business activities and/or its subsidiaries.

B. Estimated Period of PMTHMETD Implementation

In accordance with OJK Regulation of PMTHMETD, the PMTHMETD will be conducted within 2 years from the EGMS for the related PMTHMETD. The implementation of the PMTHMETD will depend on and be subject to and carried out if the approval of the EGMS of the Company has been obtained with reference to the prevailing laws and regulations.

C. Determination of the New Shares' Exercise Price

The exercise price of the New Shares will refer to the provisions of IDX Regulation No. I-A concerning Amendments to Regulation No. I-A on the Listing of Shares and Equity Securities Other than Shares Issued by Listed Companies, Attachment to the Decree of the Board of Directors of IDX No. Kep-00101/BEI/12-2021, dated 21 December 2021. The exercise price is at least 90% (ninety percent) of the average closing price of the Company's shares during a period of 25 (twenty-five) consecutive trading days in the regular market before the date of application for listing of New Shares from the PMTHMETD.

D. Use of Proceeds and Others Information

With due observance of the prevailing laws and regulations, all proceed received by the Company from the implementation of PMTHMETD, after deducting the costs related to PMTHMETD, will be used by the Company to strengthen the Company's capital structure to support its business activities and business development of the Company and/or its subsidiaries, also to improve the Company's financial position and/or its subsidiaries which will benefit all of shareholders, including the public.

The Company may adjust the use of funds in accordance with the actual needs of the Company and/or its subsidiaries. The Company will consider and comply with OJK Regulation No. 42/POJK.04/2020 on Affiliation and Conflict of Interest Transactions ("**OJK Regulation 42/2020**"), in the event that there are any affiliated transactions carried out by the Company and/or conflict of interest transactions carried out by the Company and/or its subsidiaries in relation to the related use of proceeds.

In connection with the PMTHMETD, New Shares will be issued to one or several investors who intend to own New Shares, which on the date of issuance of this Information Disclosure have not been determined by the parties so cannot be disclosed in this Information Disclosure. In accordance with OJK Regulation of PMTHMETD, in the event the subscription of New Shares is an affiliated transaction and/or conflict-of-interest transaction, the Company is exempted from following the provisions of affiliated transaction and/or conflict-of-interest transaction as referred to in OJK Regulation 42/2020. Information regarding prospective investors, including whether or not there is an affiliate relationship between prospective investors and the Company, will be disclosed to shareholders in accordance with the provisions of Article 43A OJK Regulation of PMTHMETD, where the Company will announce the implementation of PMTHMETD no later than 5 working days before the exercise of PMTHMETD.

E. Proforma Capital and Shareholding Composition of the Company in connection with the Implementation of PMTHMETD

Referring to the Company's Register dated 30 April 2024 prepared by PT Adimitra Jasa Korpora as the Company's securities administration bureau (*biro administrasi efek*), below is the proforma capital and shareholding composition of the Company before and after issuance of New Shares:

Description	Before the Issuance of the New Shares			After the Issuance of the New Shares		
	Nominal Value IDR100 per share			Nominal Value IDR100 per share		
	Number of Shares	Number of Shares	%	Number of Shares	Nominal Value (IDR)	%
Authorized Capital	50,000,000,000	5,000,000,000,000	-	50,000,000,000	5,000,000,000,000	-
Issued and Paid-Up Capital						
PT Multi Artha Pratama	13,939,040,035	1,393,904,003,500	89.02	13,939,040,035	1,393,904,003,500	81.09
Masyarakat	1,688,109,965	168,810,996,500	10.08	1,688,109,965	168,810,996,500	9.82
PMTHMETD New Shares	-	-	-	1,562,715,000	156,271,500,000	9.09*
Total Issued and Paid-Up Capital	15,627,150,000	1,562,715,000,000	100.00	17,189,865,000	1,718,986,500,000	100.00
Number of Shares in Portfolio	34,372,850,000	3,437,285,000,000	-	32,810,135,000	3,281,013,500,000	-

*with the assumption that all PMTHMETD New Shares have been subscribed

F. Risk and Impacts of PMTHMETD

With the number of New Shares issued in the PMTHMETD as disclosed in this Information Disclosure, the Company's Shareholders who do not participate will have share dilution of ownership proportionally with maximum 10% (ten percent).

On the other hand, the Company's capital structure will become stronger and support the business activities and business development of the Company and/or its subsidiaries which will ultimately increase added value for the Company's shareholders.

G. Analysis dan Review of the Company's Financial Condition Prior and After the PMTHMETD

Below is the comparison of the Company's consolidated balance sheet as of 31 March 2024 and the proforma of the Company's consolidated balance sheet on such date if the PMTHMETD has been implemented, using the following assumptions:

- the closing price of the Company's share as of 30 April 2024 is IDR4,930 per share; and
- the maximum number of New Shares that will be issued by the Company is 1,562,715,000 shares.

Financial Position (in million IDR)	Before PMTHMETD	After PMTHMETD
Asset		
Current Asset	18,692,315	26,396,500
Non-Current Asset	16,237,871	16,237,871
Total Aset	34,930,186	42,634,371
Liabilities		
Current Liabilities	9,437,681	9,437,681
Non-Current Liabilities	6,141,611	6,141,611
Total Liabilities	15,579,292	15,579,292
Equity		
Total Ekuitas	19,350,894	27,055,079
Total Liabilities and Equity	34,930,186	42,634,371

Debt to Equity Ratio	0.04	0.03
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After the PMTHMETD, total assets dan equity of the Company will each increase 22.06% and 39.81% which sourced from the funds obtained from the implementation of PMTHMETD.

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

The Board of Directors and the Board of Commissioners are responsible for the validity of the information in this Information Disclosure and declare that all material information and opinions expressed in this Information Disclosure are true and can be accounted for and there is no other information that has not been disclosed which may cause the material information in this Information Disclosure to be untrue and/or misleading.

The Board of Commissioners and Board of Directors of the Company have reviewed the PMTHMETD plan including assessing the risks and benefits of PMTHMETD for the Company and all shareholders, and believe that PMTHMETD is the best option for the Company and all shareholders.

IV. EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

In accordance with the provisions of the prevailing laws and regulations, this PMTHMETD will seek approval from independent shareholders at the EGMS of the Company which is planned to be held on Wednesday, June 26, 2024.

V. ADDITIONAL INFORMATION

Any shareholders who require further information may contact the Company during business hours at the following address:

Head Office:

Office Tower Agung Sedayu Group Lantai 8 dan 10,
Jl. Marina Raya, Kamal Muara, Penjaringan, Jakarta Utara 11470
Phone. (021) 39734100

Website: <https://www.pantaiindahkapukdua.com/>

Email: corporate.secretary@pantaiindahkapukdua.com / corporate.secretary@agungsedayu.com

Jakarta, 20 May 2024
PT Pantai Indah Kapuk Dua Tbk

The Board of Directors