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Attachment (s) : 1 (one) document

5 April 2022

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 : **Information Disclosure of Affiliated Transaction**

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 a Transaction entered into by PT WIKA Tirta Jaya Jatiluhur ("**WTJJ**"), a controlled entity of PT Wijaya Karya Persero Tbk ("**Company**"), and PT Bank Mandiri (Persero) Tbk ("**Bank Mandiri**"), PT Sarana Multi Infrastruktur (Persero) ("**SMI**"), and PT Bank Pembangunan Daerah Jawa Barat dan Banten Tbk ("**BJB**") (jointly referred to as "**Syndicated Lenders**") in relation to a syndicated loan facility.

## **1. Object of the Transaction**

The Object of the Transaction is the syndicated loan facility from the Syndicated Lenders to WTJJ, which consists of:

- a. Investment Loan ("**Principal**")
- b. Investment Loan – Interest During Construction ("**IDC**")

In connection with the syndicated loan facility, WTJJ provides a guarantee with a total security attachment value of at minimum 100% (one hundred percent) of the total project value of Rp1,675,126,985,000 (one trillion six hundred seventy-five billion one hundred twenty-six million nine hundred eighty-five thousand rupiah). The guarantee is bound by a Deed of Bank Account Pledge, Fiduciary Deed on Buildings, Fiduciary Deed on Revenues, Fiduciary Deed on Receivables and Insurance Claims, and Fiduciary Deed on Movable Assets.

Because this transaction is a direct loan from syndicated lenders and provision of guarantee on such loan, the Company is required to only report the transaction as stated in Article 6 of the POJK 42/2020.

## **2. Value of the Transaction**

The Value of the syndicated loan facility is Rp1,172,588,890,000 (one trillion one hundred seventy-two billion five hundred eighty-eight million eight hundred ninety thousand rupiah), as follows:

- a. The ceiling of the Principal is Rp1,080,112,590,000 (one trillion eighty billion one hundred twelve million five hundred ninety thousand rupiah);
- b. The ceiling of the IDC is Rp92,476,300,000 (ninety-two billion four hundred seventy-six million three hundred thousand rupiah).

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### 3. Date of the Transaction

The Transaction was entered into on 1 April 2022.

### 4. Parties to the Transaction

- a. **WTJJ**, the Company's controlled entity, where 80% of its shares are held by the Company.
- b. **Bank Mandiri**, where 60% of its shares are held by the Government of the Republic of Indonesia.
- c. **SMI**, where 100% of its shares are held by the Government of the Republic of Indonesia.
- d. **BJB**, a listed company where 24.64% of its shares are held by the public; 38.18% by the Government of the West Java Province; 24.03% by the Government of Cities/Regencies in West Java Province; 5.29% by the Government of Banten Province; and 7.87% by the Government of Cities/Regencies in Banten Province.

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

There is an affiliation between the parties to the transaction. WTJJ is a controlled entity of the Company, where the Company's majority shareholder is the Government of Indonesia. In addition, the majority shareholder of the other Parties to the Transaction, Bank Mandiri and SMI, are also the Government of Indonesia. Consequently, WTJJ, a controlled entity of the Company, Bank Mandiri, and SMI are affiliated, both directly and indirectly, by a common entity, i.e. Government of Indonesia.

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

The rationale to enter into the transaction was to fulfil the financial closing requirements of WTJJ as an Executing Entity (*Badan Usaha Pelaksana*, "**BUP**") for the Jatiluhur I Regional Water Distribution System (*Sistem Penyediaan Air Minum*, "**SPAM**") as stipulated in the Agreement of Public Private Partnership (*Kerjasama Pemerintah dengan Badan Usaha*, "**KPBU**"). The proceeds from this Transaction will be used to fund construction of the Jatiluhur I SPAM project. WTJJ's capital expenditure for the project is from banking facilities (70%) and WTJJ's own equity (30%).

### 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 to in the POJK 42/2020;
- c. This Transaction is not a Material Transaction as referred in the POJK 17/2020.

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

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We thank you for your kind attention.

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

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

**Mahendra Vijaya**  
Corporate Secretary

Copies made to:

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

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