# PT WIJAYA KARYA (Persero) Tbk.

• INDUSTRI • INFRASTRUKTUR & GEDUNG • ENERGI & INDUSTRIAL PLANT • REALTI & PROPERTI • INVESTASI



JI D.I. Panjaitan Kav. 9-10, Jakarta 13340, Kotak Pos 4174/JKTJ, Telepon: +62-21 8192808, 8508640, 8508650, Faksimili: +62-21 8191235

Number : SE.01.01/A.DIR.22430/2018 28 December 2018

To:

Executive Head of Capital Market / Kepala Eksekutif Pengawas Pasar Modal Financial Services Authority / Otoritas Jasa Keuangan Republik Indonesia ("OJK RI")

Gedung Soemitro Djojohadikusumo Lantai 3 Jl. Lapangan Banteng Timur No. 1-4 Jakarta, 10710 Jakarta

Subject : Information Disclosure for the Public

We refer to (i) the Regulation of the Financial Services Authority Number 31/POJK.04/2015 dated 16 December 2015 on the Disclosure of Information or Material Facts by Issuers or Listed Companies and (ii) Regulation of the Indonesia Stock Exchange No. 1-E, Appendix of the Decision of the Directors of PT Bursa Efek Indonesia No. Kep-306/BEJ/07-2004 dated 19 July 2004 on the Disclosure Obligations. We hereby for and on behalf of the company submit the following Information Disclosure:

Name of Issuer or Listed Company : PT Wijaya Karya (Persero) Tbk ("Perseroan")

Scope of Business : Construction industry, fabrication industry, leasing services,

agency services, investment, agro-industry, energy, renewable energy and energy conversion industry, railway operations, port operations, airport operations, logistics, trade, engineering procurement construction, estate development and management, provision of services in construction capacity building, information technology, provision of services in engineering and planning, investments and/or business management in basic

infrastructure

Phone : (021) 8067-9200 Fax : (021) 2289-3830

E-mail : <u>investor.relations@wika.co.id</u>

Date of Event : 27 December 2018

Information Disclosure for the Public : Issuance of the WIKA Perpetual Securities I Year 2018

Details of the Disclosure : In relation to the signing of the Agreement on Issuance of

the WIKA Perpetual Securities I Year 2018, we wish to

inform the following:

1. The Company is planning to issue and offer Perpetual Securities, i.e. securities issued from the Date of

Number : SE.01.01/A.DIR.22430/2018

Page : 2/4

Issuance for an undefined period and is due to mature when the Company exercises its Buy Option, issued at a maximum principal amount of Rp2,000,000,000,000 (two trillion Rupiah) and offered on a limited basis (private placement) ("Perpetual Securities");

- 2. The Company will issue such Perpetual Securities as follows:
  - a. The first phase will be issued as the WIKA Perpetual Securities I Year 2018 for a principal of Rp600,000,000,000 (six hundred billion Rupiah); and.
  - b. The subsequent securities, at a maximum principal amount of Rp1,400,000,000,000 (one trillion four hundred billion Rupiah), will be issued in January 2019 at the latest. The final principal amount will be determined in the subsequent Agreement on Issuance of Perpetual Securities.
- 3. The Perpetual Securities is issued as scripless, except for the Perpetual Securities Jumbo Certificate issued in the name or recorded on behalf of the PT Kustodian Sentral Efek Indonesia (Indonesia Central Securities Depository, "KSEI").
- 4. The interest rate is 10.5% (ten point five percent) per annum plus a Step-up Rate (if any).
- 5. Interest Rate Increments:
  - The 1<sup>st</sup> Interest Rate Increment of 2% per annum for Interest Rates payable will come into effect in the periods that fall after the 3<sup>rd</sup> (third) up to the 5<sup>th</sup> (fifth) anniversaries of the Perpetual Securities.
  - The 2<sup>nd</sup> Interest Rate Increment of 4.5% per annum for Interest Rates payable will come into effect in the periods since the 5<sup>th</sup> (fifth) and subsequent anniversaries of the Perpetual Securities.
- 6. The Company reserves Full Discretion to redeem the Principal Amount of the Perpetual Securities from Securities Holders ("Call Option") under the following conditions:
  - On the 3<sup>rd</sup> (third) anniversary of the Perpetual Securities:

#### DISCLAIMER:

This Document is a translation of an official document issued by the respective party. Every effort has been made to ensure that the contents of this document are identical, accurate, and faithful to that published in Bahasa Indonesia. If there are discrepancies between the Bahasa Indonesia and English document, the Bahasa Indonesia document shall prevail.



Number : SE.01.01/A.DIR.22430/2018

Page : 3/4

- On the 5<sup>th</sup> (fifth) anniversary of the Perpetual Securities; or
- On another subsequent date that coincides with the Interest Payment date.

### 7. Step-up Rates:

- Step-up Rate I of 2% per annum of the interest rate at issuance for periods falling after the 3<sup>rd</sup> (third) anniversary up to the 5<sup>th</sup> (fifth) anniversary of the Perpetual Securities; and
- Step-up Rate II of 6.5% per annum of the interest rate at issuance for the periods falling after the 5<sup>th</sup> (fifth) and subsequent anniversaries of the Perpetual Securities.
- 8. Proceeds from the Perpetual Securities less issuance expenses will be used wholly to finance the Company's investments and its working capital.
- The Company reserves Full Discretion to postpone distribution of Interest Payments (as well as Step-up Rate and Interest Rate Increments);
- In the event the Company announces dividend distributions to its shareholders, the Company may also distribute Interest Payments in the same period (including Interest Rate Increments, if any);
- 11. Issuance of the Perpetual Securities will be recognised as the Company's Equities while Interest Payments will be deducted from Retained Earnings.

**Additional Information** 

The Perpetual Securities will not be listed on any stock exchange and the signing of the Information Disclosure constitutes as a disclosure of material information as governed by the Regulation of the Financial Services Authority Number 31/POJK.04/2015 dated 16 December 2015.

The Directors and Board of Commissioners hereby state that they have performed a thorough examination of available information concerning the Transaction described in this Information Disclosure. To the extent of the Directors and Board of Commissioners' knowledge and confidence, all material information stated above are true and correct. Furthermore, the Directors and Board of Commissioners hereby state that they are collectively responsible for the correctness of all information contained in this Information Disclosure.

#### DISCLAIMER:

This Document is a translation of an official document issued by the respective party. Every effort has been made to ensure that the contents of this document are identical, accurate, and faithful to that published in Bahasa Indonesia. If there are discrepancies between the Bahasa Indonesia and English document, the Bahasa Indonesia document shall prevail.



Number : SE.01.01/A.DIR.22430/2018

Page : 4/4

Further information concerning this Transaction can be obtained from the Company's Corporate Secretary during the Company's business days and business hours at the following address:

## **Corporate Secretary**

PT Wijaya Karya (Persero) Tbk. Jl. D.I. Panjaitan Kav. 9-10 Jakarta 13340

Telephone : (021) 80679200 ext. 50607

Fax : (021) 22893830

Email : investor.relations@wika.co.id

Website : www.wika.co.id

We thank you for your kind attention.

Sincerely yours,

PT Wijaya Karya (Persero) Tbk

Directors,

[signed]

A.N.S Kosasih

Director of Finance

CC:

Directors of PT Bursa Efek Indonesia (Indonesia Stock Exchange)

#### DISCLAIMER:

This Document is a translation of an official document issued by the respective party. Every effort has been made to ensure that the contents of this document are identical, accurate, and faithful to that published in Bahasa Indonesia. If there are discrepancies between the Bahasa Indonesia and English document, the Bahasa Indonesia document shall prevail.