

Jakarta, 16 January 2023

No : 017/TBS/1/2023  
Attachment : -

To.

**Dewan Komisiner Otoritas Jasa Keuangan**

Gedung Sumitro Djojohadikusumo

Jl. Lapangan Banteng Timur No. 2-4

Jakarta 10710

Attn : **Kepala Eksekutif Pengawas Pasar Modal****Subject: Affiliated Transaction Rport of PT TBS Energi Utama Tbk ("the Company")**

Dear Sir,

Referring to (i) Financial Services Authority (OJK) Regulation Number 42/POJK.04/2020 on Affiliated Transactions and Conflict of Interest Transactions ("**POJK 42/2020**"); (ii) OJK Regulation Number 31/POJK.04/2015 on Disclosure on Material Information or Facts by Issuers or Public Companies ("**POJK 31/2015**"); and (iii) Regulation Number I-E (Attachment to the Decree of the Board of Directors of PT Bursa Efek Indonesia Number: Kep-00066/BEI/09-2022 dated 30 September 2022 on The Changes on The Regulation Number I-E Obligation of Information Submission, We, PT TBS Energi Utama Tbk ("**the Company**"), hereby inform the disclosure of information regarding affiliate transactions ("**Affiliated Transaction**") as follows:

**A. AFFILIATED TRANSACTION AND AFFILIATED TRANSACTION DATE**

- Affiliated Transaction Date: 12 January 2023
- Affiliated Transaction: Increase in Issued and Fully Paid Up Capital of PT Kreasi Terbarukan TBS by PT Energi Baru TBS.

**B. PARTIES IDENTITY**

- **PT Kreasi Terbarukan TBS**, a subsidiary of the Company, whose shares are owned by the Company (100%), a limited liability company established and subject to the laws of the Republic of Indonesia, having the address Treasury Tower, Level 33 District 8, SCBD Lot 28 Jl. Jend Sudirman Kav.52-53, Jakarta 12190, Indonesia ("**KTT**");
- **PT Energi Baru TBS**, a subsidiary of the Company, whose shares are owned by the Company (100%), a limited liability company established and subject to the laws of the Republic of Indonesia, having the address Treasury Tower, Level 33 District 8, SCBD Lot 28 Jl. Jend Sudirman Kav.52-53, Jakarta 12190, Indonesia ("**EBT**").

### **C. INFORMATION REGARDING AFFILIATED TRANSACTION**

#### **Description Regarding Affiliated Transactions**

*Based on the Deed of Statement of Shareholders' Resolution on Amendments to the KTT Articles of Association No. 23 dated 11 January 2023 made before Notary Aulia Taufani, S.H., Notary in Administrative City of South Jakarta, which has obtained acceptance of notification from the Minister of Law and Human Rights of the Republic of Indonesia Number: AHU-AH.01.03-0005271 dated 12 January 2023, KTT increase its issued and paid-up capital by means of issuance of new shares in the amount of 23,597 (twenty three thousand five hundred ninety seven) shares or in the amount of IDR 23,597,000,000.00 (twenty three billion five hundred ninety seven million Rupiah), with the nominal value of each is IDR 1,000,000.00 (one million Rupiah) ("**New Shares**").*

*All of the New Shares were subscribed by EBT, therefore the issued and paid-up capital of KTT became 23,697 (twenty-three thousand six hundred and ninety-seven) shares or in the amount of IDR 23,697,000,000.00 (twenty-three billion six hundred ninety-seven million Rupiah).*

#### **Object and Value of the Affiliated Transactions**

*The object of the affiliated transaction are shares in the amount of 23,597 (twenty-three thousand five hundred ninety-seven) shares or in the amount of IDR 23,597,000,000.00 (twenty-three billion five hundred ninety-seven million Rupiah) issued by KTT and absorb by EBT.*

#### **Affiliated Transactions Parties**

- *KTT is a controlled subsidiary of the Company, which owned (directly and indirectly) by the Company (100%).*
- *EBT is a controlled subsidiary of the Company, which owned (directly and indirectly) by the Company (100%).*

#### **Nature of Affiliated Relation**

*The nature of the affiliated relation between the parties involved in Affiliated Transactions, namely EBT and KTT, are companies that are controlled, either directly or indirectly by the Company.*

*Board of Directors and Board of Commissioners of the Company, either severally or Jointly, stated that there is no conflict of interest in this Affiliated Transaction as referred to POJK 42/2020.*

### **D. Proforma Capital Structure and Share Ownership Structure**

*The pro forma capital structure and composition of EBT share ownership before and after the Affiliated Transaction is as follows:*



*Before*

No	Name of Shareholders	Number of Shares	Nominal Value (IDR)	%
1	PT Energi Baru TBS	99	Rp99.999.999	99
2	PT Toba Bara Energi	1	Rp1.000.000	1
Authorized Capital		400	Rp400.000.000	
Issued and Fully Paid Up Capital		100	Rp100.000.000	

*After*

No	Name of Shareholders	Number of Shares	Nominal Value (IDR)	%
1	PT Energi Baru TBS	23.696	Rp23.696.000.000	99,996
2	PT Toba Bara Energi	1	Rp1.000.000	0,004
Authorized Capital		50.000	Rp50.000.000.000	
Issued and Fully Paid Up Capital		23.697	Rp23.697.000.000	

**E. Description, Considerations and Reasons for the Affiliated Transaction**

*The purpose of this Affiliated Transaction is to provide financial support to KTT to support implementation of KTT's business plans until KTT can generate its own revenue. Currently, there is still no other alternative to conduct transactions with parties other than shareholders to achieve the objectives of the KTT business plan.*

*Thus to be informed accordingly, we thank you for your attention*

*Sincerely*

**PT TBS Energi Utama Tbk**

**Signed**

**Dicky Yordan**  
President Director

**Signed**

**Alvin F. Sunanda**  
Director