

No: 071/MDKA-JKT/CORSEC/VI/2019

Jakarta, 27 June 2019

To:
Executive Chairman of Capital Market Supervision
Financial Services Authority of the Republic of Indonesia (“OJK”)
 Gedung Soemitro Djojohadikusumo
 Jl. Lapangan Banteng Timur No. 2-4
 Jakarta 10710

Attn. : **Director of Real Corporate Sector Financial Assessment**

Re. : **Disclosure of Material Information or Facts of PT Merdeka Copper Gold Tbk**

Dear Sirs or Madam,

In reference to the provisions under BAPEPAM and LK Regulation No. IX.E.2 on Material Transaction and Change of Main Business Activities, Attachment to the BAPEPAM and LK Chairman Decision No. KEP-614/BL/2011 dated 28 November 2011 (“**Rule No. IX.E.2**”), BAPEPAM and LK Regulation No. IX.E.1 on Affiliated Transaction and Conflict of Interest on Certain Transaction, Attachment to the BAPEPAM and LK Chairman Decision No. KEP-412/BL/2009 dated 25 November 2009 (“**Rule No. IX.E.1**”) Financial Services Authority Regulation No. 31/POJK.04/2015 on the Disclosure of Material Information or Facts by Issuers or Public Companies (“**POJK No. 31/2015**”), and the Decision of Board of Directors of PT Bursa Efek Indonesia No. Kep-306/BEJ/07/2004 dated 19 July 2004 regarding Regulation Number I-E on the Obligation to Submit Information (“**BEI Rule No. I-E**”), we hereby submit the disclosure report of material information or facts as follows:

Name of Issuer : PT Merdeka Copper Gold Tbk. (“**the Company**”)
 Main Business Activities : Trade, mining, construction, transportation and services.
 Telephone : 021-29880393
 Facsimile : 021-29880392
 E-mail address : corporate_secretary@merdekacoppergold.com

1.	Date of event	This agreement is executed on 25 June 2019
2.	Type of Material Information or Facts	<p>On 25 June 2019, the Company has signed an Amendment and Restatement Agreement on the USD100,000,000 Single Currency Term Facilities Agreement dated 28 March 2019 between the Company and Barclays Bank PLC (“Original Facilities Agreement”) where the fulfilment on the obligation to make disclosure of information on the execution of the Original Facilities Agreement in accordance to Rule No. IX.E.2 and POJK No. 31/2015 has been made by the Company through its Letter to OJK under No. 041/MDKA-JKT/CORSEC/IV/2019 dated 1 April 2019 (the Amendment and Restatement Agreement dated 25 June 2019 referred to as “Amendment and Restatement of the Facilities Agreement”).</p> <p>Pursuant to the Amendment and Restatement of the Facilities Agreement the Company and the parties therein have agreed to amend several terms under the Original Facilities Agreement. However, the financing facility received by the Company pursuant to the Amendment and Restatement of the Facilities Agreement does not amend the value and the financing facility received by the Company pursuant to the Original Facilities Agreement. Therefore, as governed under Rule No. IX.E.2, the</p>

		<p>Amendment and Restatement of the Facilities Agreement is a Material Transaction which is also a Material Transaction that exempted from the obligation to make a disclosure of information as it is a financing directly received by the Company from bank and the securities provided to the bank in relation to such financing.</p> <p>In respect to the abovementioned, the Company makes a disclosure of information on the Amendment and Restatement of the Facilities Agreement in accordance to POJK No. 31/2015.</p>
<p>3.</p>	<p>Description of Material Information or Facts</p>	<p>a. <u>The Parties</u></p> <p>(1) The Company;</p> <p>(2) Barclays Bank PLC ("Barclays"), a company engaging in the banking sector with its office address at 1 Churchill Place London E14 5HP, United Kingdom;</p> <p>(3) BNP Paribas, acting through its Singapore branch office, a company engaging in the banking sector with its office address at 20 Collyer Quay #01-01, Singapore 049319 ("BNP Paribas");</p> <p>(4) The Hongkong and Shanghai Banking Corporation Limited, Singapore Branch, a company engaging in the banking sector with its office address at 21 Collyer Quay, #13-02, HSBC Building Singapore 049320 ("HSBC");</p> <p>(5) PT Bank UOB Indonesia, a company engaging in the banking sector with its office address at UOB Plaza, 10th Floor, Jl. M.H. Thamrin 10, Jakarta 10230, Indonesia ("UOBI");</p> <p>(6) United Overseas Bank Limited, a company engaging in the banking sector with its office address at UOB Plaza, 80 Raffles Place, #03-01 UOB Plaza 1, Singapore 048624 ("UOB"); and</p> <p>(7) PT Bank HSBC Indonesia, a company engaging in the banking sector with its office address at World Trade Center 3 Building, 8th Floor, Jl. Jend. Sudirman Kav. 29-31, Jakarta 12920, Indonesia ("HSBCI").</p> <p>b. <u>Nature and Relation of the Parties</u></p> <p>The Company, Barclays, BNP Paribas, HSBC, UOBI, UOB and HSBCI, are not parties with an Affiliated relationship as governed under Article 1 number 1 of Law No. 8 of 1995 on Capital Market ("Capital Market Law").</p> <p>c. <u>Type of contract</u></p> <p>The Amendment and Restatement of the Facilities Agreement entered into by the Company is the amendment and restatement of the Original Facilities Agreement</p>

entered into by the Company whereby the Company received a financing facility with the maximum amount of USD100,000,000 (one hundred million United States Dollar) which shall be due and payable on 28 September 2020.

Pursuant to the Amendment and Restatement of the Facilities Agreement, Barclays have partially transferred its commitment in providing the financing facility pursuant to the Original Facilities Agreement to BNP Paribas, HSBC, and UOB.

Additionally, pursuant to the Amendment and Restatement of the Facilities Agreement, the Company have provided securities for the provided financing facility, as follows:

A. Existing Security

- (1) Pledge of shares owned by the Company in Eastern Field Developments Limited ("**EFDL**"), a subsidiary whose 99.9% of the shares are owned by the Company, which has been signed on 30 April 2019;
- (2) Pledge of shares owned by EFDL in Finders Resources Limited ("**Finders**"), a subsidiary who is indirectly owned by the Company through EFDL, which has been signed by EFDL on 25 June 2019;

The security provided by EFDL on its shares in Finders for the benefit of the Company is an Affiliated Transaction as governed under Rule No. IX.E.1, however, such provision of security is exempted from the obligation to make a disclosure of information pursuant to Rule No. IX.E.1 as such transaction is made by EFDL being a controlled company where 99.9% of its shares are owned by the Company for the benefit of the Company relating to the Amendment and Restatement of the Facilities Agreement.

Such provision of security was made since the financing facility received by the Company is needed to expand the business of the Company's group, including BTR which is a subsidiary of the Company indirectly owned through EFDL and Finders. Therefore, such provision of security is deemed to have a better benefit to the Company as a group.

The Board of Commissioners and the Board of Directors of the Company hereby state that all of the material information have been disclosed and such information are not misleading.

B. Future Security

- (1) Pledge of shares owned by Banda Minerals Pty Ltd ("**Banda**") and Finders in PT Batutua Tembaga Raya ("**BTR**"), a subsidiary indirectly owned by the Company through Banda and Finders, which will be

		<p>signed in the future;</p> <p>(2) An undertaking from the Company to HSBCI as the Security Agent in relation to the fiducia of shares owned by the Company in BTR, which will be signed in the future if the Company owns shares in BTR;</p> <p>(3) The pledge over onshore account in relation to the dividend collection account of the Company that shall be opened in relation to the Amendment and Restatement of the Facilities Agreement and pledged after the occurrence of an event of default with the terms and conditions as set out in the Amendment and Restatement of the Facilities Agreement.</p> <p>d. <u>Contract value</u></p> <p>A maximum value of USD100,000,000.</p> <p>e. <u>Reason of contract acquisition</u></p> <p>The Company intends to utilise the amounts borrowed by it pursuant to the Amendment and Restatement of the Facilities Agreement for among others:</p> <p>(1) The repayment of EFDL indebtedness to Standard Chartered Bank (Singapore Branch) pursuant to the term loan facility dated 17 April 2018;</p> <p>(2) The repayment of EFDL indebtedness to PT Saratoga Investama Sedaya Tbk. pursuant to term loan facility agreement dated 8 March 2018;</p> <p>(3) The acquisition of shares in Finders (that are not currently legally or beneficially owned by the Company's Group); and</p> <p>(4) Capital expenditure and general corporate purposes of the Company's group.</p>
4.	<p>The impact of event, material information or facts on the Company's operational, legal, financial condition, or business continuity activities</p>	<p>The financing received by the Company pursuant to the Facility Agreement shall positively impact the financial liquidity of the Company which ultimately will support the Company's operational activities through the subsidiaries, and on the other hand will cause an increase to the Company's obligation.</p>
5.	<p>Other information</p>	<p>-</p>

12

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F: +62 21 2988 0392



In evidence thereof, this letter is drawn up to OJK. We hereby thank you for your cooperation and understanding.

Best regards,
PT MERDEKA COPPER GOLD TBK 

Adi Adriansyah Sjoekri
Corporate Secretary

Copied into:
Head of Group Company Assessment Division | PT Bursa Efek Indonesia