

**DISCLOSURE OF INFORMATION
PT LIPPO KARAWACI TBK (THE "COMPANY")**

THIS DISCLOSURE OF INFORMATION TO THE SHAREHOLDERS IS PROVIDED BY THE COMPANY IN COMPLIANCE WITH THE FINANCIAL SERVICE AUTHORITY REGULATION NO. 17/POJK.04/2020 ON MATERIAL TRANSACTION AND CHANGE OF BUSINESS ACTIVITIES AND THE FINANCIAL SERVICE AUTHORITY REGULATION NO. 31/POJK.04/2015 ON DISCLOSURE OF MATERIAL INFORMATION OR FACTS BY ISSUERS OR PUBLIC COMPANIES.

THE INFORMATION AS STATED IN THIS DISCLOSURE OF INFORMATION IS IMPORTANT TO BE READ AND CONSIDERED BY THE SHAREHOLDERS OF THE COMPANY.

IF YOU FIND ANY DIFFICULTY TO UNDERSTAND THE INFORMATION AS STATED IN THIS DISCLOSURE OF INFORMATION PLEASE CONSULT WITH YOUR LEGAL ADVISOR, PUBLIC ACCOUNTANT, FINANCIAL ADVISOR OR OTHER PROFESSIONALS.



PT Lippo Karawaci Tbk

Main Business Activities:

Real Estate; Provision of Accommodation and Food and Beverage; Financial Activities, Professional, Scientific and Technical Activities; Construction; Transportation; Trade; Water Management, Waste Water Management, Trash Management and Recycle, and Remediation Activities; Entertainment and Recreation; Manpower Activities, and Other Business Supporting Activities

Main Office:

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THE BOARD OF DIRECTORS OF THE COMPANY DELIVERS THE INFORMATION AS STATED IN THIS DISCLOSURE OF INFORMATION FOR THE PURPOSE OF PROVIDING INFORMATION AND COMPLETE DESCRIPTION TO THE SHAREHOLDERS OF THE COMPANY REGARDING THE TRANSACTION AS PART OF THE COMPLIANCE OF THE COMPANY TO THE FINANCIAL SERVICES AUTHORITY REGULATION NO. 17/POJK.04/2020 REGARDING MATERIAL TRANSACTIONS AND CHANGE OF BUSINESS ACTIVITIES.

THE BOARD OF DIRECTORS AND THE BOARD OF COMMISSIONERS OF THE COMPANY, SEVERALLY AND JOINTLY, ARE FULLY RESPONSIBLE FOR THE ACCURACY AND THE COMPLETENESS OF THE MATERIAL INFORMATION AS STATED IN THIS DISCLOSURE OF INFORMATION AND EMPHASIZE THAT AFTER GIVING DUE AND CAREFUL EXAMINATION, EMPHASIZE THAT THE INFORMATION STATED IN THIS DISCLOSURE OF INFORMATION IS CORRECT AND THAT THERE ARE NO MATERIAL AND RELEVANT FACTS OMITTED TO BE DISCLOSED IN THIS SUPPLEMENT TO THE DISCLOSURE OF INFORMATION WHICH CAN CAUSE THE INFORMATION STATED HEREIN TO BE UNTRUE AND/OR MISLEADING.

This Disclosure of Information is issued on 18 September 2024

DEFINITION

Financial Statements as of 30 June 2024	:	Consolidated Financial Statements of PT Lippo Karawaci Tbk and its subsidiaries, for the period ended on 30 June 2024 audited by Public Accounting Firm Amir Abadi Jusuf, Aryanto, Mawar & Rekan.
MOLHR	:	Minister of Law and Human Rights of the Republic of Indonesia (previously known as Minister of Justice of the Republic of Indonesia, Minister of Justice and Human of the Republic of Indonesia).
Financial Services Authority or OJK	:	Institution which functions, duties and authorities covers regulatory, supervisory, inspection and investigation as referred to under Law No. 21 of 2011 regarding Financial Services Authority as amended by Law No. 4 of 2023 regarding Development and Strengthening of Financial Sector.
Regulation No. I-E	:	Decree of the Board of Directors of PT Bursa Efek Indonesia No. KEP-00066/BEI/09-2022 regarding Amendment to Regulation No. I-E regarding Information Disclosure Obligations.
OJK Regulation No. 17/2020	:	Regulation of Financial Services Authority of the Republic of Indonesia No. 17/POJK.04/2020 regarding Material Transactions and Change of Business Activities.
OJK Regulation No. 31/2015	:	Regulation of Financial Services Authority of the Republic of Indonesia No. 31/POJK.04/2015 regarding Disclosure of Material Information or Facts by Issuers or Public Companies.
OJK Regulation No. 42/2020	:	Regulation of Financial Services Authority of the Republic of Indonesia No. 42/POJK.04/2020 regarding Affiliated Transactions and Conflict of Interests.
OJK Regulation No. 54/2015	:	Regulation of Financial Services Authority of the Republic of Indonesia No. 54 /POJK.04/2015 regarding Voluntary Tender Offer.
Company	:	In this matter is PT Lippo Karawaci Tbk., domiciled in Tangerang, Banten, a public limited liability company established in accordance and based on the laws and regulations of the Republic of Indonesia.
Affiliated Transaction	:	Each activity and/or transaction conducted by a public company or controlled company with an Affiliate of a public company or an Affiliate of members of the Board of Directors, members of the Board of Commissioners, majority shareholders, or controllers, including every activity and/or transaction carried out by a public company or controlled company for the benefit of an Affiliate of a public company or an Affiliate of a member of the Board of Directors, member of the Board of Commissioners, major shareholder, or the Controller.

PREAMBLE

With reference to OJK Regulation No. 17/2020, OJK Regulation No. 31/2015, and Regulation No. I-E, the Company hereby conveys Disclosure of Information regarding Material Transaction (as referred to under OJK Regulation No. 17/2020) through the participation of PT Megapratama Karya Persada, an entity owned by the Company (“**MKP**”) in the voluntary tender offer which is conducted by Sight Investment Company Pte. Ltd. (“**Sight**”), a limited liability company domiciled in Singapore, through which MKP transferred 2,415,454,500 shares owned by MKP or equivalent to 18.57% of the total issued and paid-up capital of PT Siloam International Hospitals Tbk (“**SILO**”) (“**Transaction**”).

After the Transaction is completed, total number of shares indirectly owned by the Company in SILO which previously amounted to 6,199,545,600 shares or represented 47.67% of the total issued and paid up capital in SILO will amount to 3,784,091,100 shares representing 29.09% of the total issued and paid up capital in SILO.

On 13 September 2024, MKP received payment for the implementation of Transaction, with total value of the Transaction amounts to Rp6,884,045,325,000 (excluding tax), which is 21.23% of the Company’s equity which amounted to Rp32,428,232,000,000 based on the Company’s Financial Statements as of 30 June 2024. Thus, the Transaction is categorized as material transaction based on OJK Regulation No. 17/2020 because its value is more than 20% (twenty percent) of the Company’s equity based on the Financial Statements as of 30 June 2024. However, the Transaction does not require approval of the General Meeting of Shareholders, because the value does not amount to 50% of the equity of the Company based on the Financial Statements as of 30 June 2024.

Further, based on Article 6 paragraph (1) sub-paragraph a jo. Article 11 sub-paragraph f OJK Regulation No. 17/2020, this Transaction is categorized as a transaction which is exempted from the requirement to obtain fairness opinion from an appraiser because the Transaction is conducted through tender process which price is in accordance with OJK Regulation No. 54/2015. With reference to OJK Regulation No. 54/2015, the offer price must be higher than the average of the highest daily trading price of shares on the Stock Exchange for 90 (ninety) days prior to the announcement of the voluntary tender offer statement. The average of the highest daily trading price of shares on the Stock Exchange 90 (ninety) days prior to the voluntary tender offer statement by Sight on 1 July 2024 amounts to Rp 2,589 per share.

Further, this Transaction is also not categorized as an Affiliated Transaction referred to in OJK Regulation No. 42/2020 because there is no affiliated relations between MKP and Sight.

BRIEF DESCRIPTION OF THE TRANSACTION

A. Object of Transaction

Shares owned by MKP amounting to 2,415,454,500 which represents 18.57% of the total issued and paid up capital of PT Siloam International Hospitals Tbk.

B. Value of Transaction

The transfer of the Object of the Transaction is valued at Rp 2,850 per share or a total of Rp 6,884,045,325,000 (excludes tax).

Sale price of the Object of the Transaction refers to the offer price in the voluntary tender as announced by Sight to the public in the Amendment and/or Additional Information to the Information Disclosure in relation to the Voluntary Tender Offer Statement dated 5 August 2024 (“**Information Disclosure of Sight on 5 August 2024**”).

With reference to the Information Disclosure of Sight on 5 August 2024, the price offered by Sight amounts to Rp 2,850 per share which is higher than the average of the daily trading price of

shares on the Stock Exchange for 90 (ninety) days prior to the announcement of the voluntary tender offer statement by Sight on 1 July 2024, which is the date of the announcement of the Voluntary Tender Offer Statement.

The average of the highest daily trading price of shares on the Stock Exchange 90 (ninety) days prior to the voluntary tender offer statement by Sight on 1 July 2024 amounts to Rp 2,589 per share.

C. Parties to the Transaction

- **PT Megapratama Karya Persada as the Seller**

Brief History

MKP was established based on Deed of Establishment No. 02 dated 3 November 2006 made before Unik Setyawati, S.H., Notary in Tangerang, which has obtained the akta mana telah mendapatkan ratification from the MOLHR based on Decree Letter No. W29-00062 HT.01.01-TH.2007 dated 9 January 2007. The latest amendment of the Articles of Associations of MKP is as referred to under Deed of Statement of the Shareholders' Resolutions No. 02 dated 3 April 2023, made before Sriwi Bawana Nawaksari, S.H., M.Kn., Notary di Tangerang which was approved by the MOLHR based on Decree Letter No. AHU-0024634.AH.01.02.TAHUN 2023 dated 3 May 2023 ("**Deed MKP No. 2/2023**").

MKP is domiciled in Tangerang with its office located at Menara Matahari, 22nd Floor, Jl. Boulevard Palem Raya No. 7, Lippo Karawaci, Tangerang 15811, Banten, Indonesia.

Business Activities

Purpose and objectives of MKP is to engage in the field of Real Estate Owned or Rented.

Capital Structure and Shareholding Composition

Capital structure of MKP as of the Date of this Information Disclosure based on Deed MKP No. 3/2023 is as follows:

Authorized capital	:	Rp 3,000,000,000,000
Issued/paid-up capital	:	Rp 2,093,720,000,000
Nominal value per share	:	Rp 1,000

Shareholding composition of MKP as of the date of this Information Disclosure based on Deed MKP No. 3/2023 is as follows:

Shareholders	Number of Shares	Nominal Value (Rp)	%
The Company	2,093,719,999	2,093,719,999,000	99.99
PT Maharama Sakti	1	1,000	0.01
Total	2,093,720,000	2,093,720,000,000	100

Management and Supervision

Based on Deed of Statement of the Shareholders' Resolutions No. 12 dated 24 May 2024 made before Myra Yuwono, S.H., Notary in Tangerang and its notification which was received by the MOLHR based on Decree Letter No. AHU-AH.01.09-0210351 dated 5 June 2024, the composition of Board of Directors and Board of Commissioners of MKP as of the date of this Information Disclosure is as follows:

Board of Directors

President Director	:	Marshal Martinus Tissadharna
Director	:	Jopy Rusli

Director : Rusbianto Wijaya

Commissioner

Commissioner : Ketut Budi Wijaya

• **Sight Investment Company Pte. Ltd. (“Sight”) as the Purchaser**

Brief History

Sight Investment Company Pte. Limited is an investment holding company domiciled in Singapore, established and organized based on the laws and regulations of Singapore.

Sight is domiciled in Singapore, with its principal office address at 38 Beach Road, #29-11, South Beach Tower, Singapore 189767.

Business Activities

Sight is a company incorporated to engage in investment activities under the registered business activity of other holding companies.

Capital Structure and Shareholding Composition

Based on Information Disclosure of Sight on 5 August 2024, capital structure of Sight is as follows:

Shareholders	Number of Shares	Nominal Value (USD)	%
Sight Investment Holdings Limited	127,268,949	127,268,949	100%

Management and Supervision

Based on Information Disclosure of Sight on 5 August 2024, the composition of the Board of Directors of Sight is as follows:

Director : Andy Nugroho Purwohardono
Director : Atiff Ibrahim Gill
Director : Richard Kidarsa
Director : Donovan Chan Zhiyuan

EXPLANATION, CONSIDERATION, AND BACKGROUND OF THE TRANSACTION AND THE IMPACT OF THE PROPOSED TRANSACTION TOWARDS THE COMPANY’S FINANCIAL CONDITION

Explanation, Consideration, and Background of the Transaction

The Transaction is aligned with the strategic steps of the Company to enable the Company to reduce its debt and strengthen its focus on real estate business, while maintaining strategic stake in SILO, a leading healthcare provider in Indonesia.

After the establishment of its first hospital in Lippo Village in 1992, the Company has built SILO to become a leading healthcare network with 41 hospitals and more than 70 clinics throughout Indonesia. The decision to reduce its shareholdings in SILO is part of the Company's broader strategy to concentrate on fully integrated real estate operations, which include land banking, township development, independent town development, housing, industrial land, hospitality, lifestyle malls and cemeteries.

Proceeds obtained by the Company from the Transaction, after deducted by taxes, will be used

for loan payment, including for the Company's USD bonds and other loans, other investments, working capital, and other corporate purposes.

Based on the above explanation, consideration and background, the Transaction shall provide positive benefit and impact to the Company, its stakeholders and shareholders.

Impact of the Transaction to the Financial Conditions of the Company

This Transaction carried out by MKP does not does not have negative material impact to the operational, legal, financial condition or business continuity of the Company, however it will bring positive impact to the Company's financial conditions.

PT Lippo Karawaci Tbk
Proforma Consolidated Financial Statements
As of 30 June 2024

(In Millions of Rupiah, unless otherwise stated)

	Actual	Adjustments	Proforma
	30 June		30 June
	2024		2024
	Rp		Rp
ASSETS			
Current Assets			
Cash and Cash Equivalents	1.606.316	6.884.045	8.490.362
Trade Accounts Receivable	575.929		575.929
Inventories	23.655.879		23.655.879
Other Current Assets	1.248.957		1.248.957
Total Current Assets	27.087.080	6.884.045	33.971.126
Non-Current Assets			
Investments in Associates	17.071.246	(6.352.645)	10.718.601
Investment in Infrastructure Investment Funds	1.859.657		1.859.657
Investment Properties	862.599		862.599
Property and Equipment	3.521.750		3.521.750
Other Non-Current Assets	3.634.161		3.634.161
Total Non-Current Assets	26.949.413	(6.352.645)	20.596.769
TOTAL ASSETS	54.036.493	531.400	54.567.894

PT Lippo Karawaci Tbk
Proforma Consolidated Financial Statements
As of 30 June 2024

(In Millions of Rupiah, unless otherwise stated)

	Actual	Adjustments	Proforma
	30 June		30 June
	2024		2024
	Rp		Rp
LIABILITIES AND EQUITY			
LIABILITIES			
Current Liabilities			
Short-Term Bank Loans	840.000		840.000
Factoring Loans	1.092.570		1.092.570
Contract Liabilities	2.707.320		2.707.320
Other Current Liabilities	2.619.014		2.619.014
Total Current Liabilities	7.258.904	-	7.258.904
Non-Current Liabilities			
Long-Term Bank Loans	4.705.722		4.705.722
Bonds Payable	2.345.690		2.345.690
Contract Liabilities	2.778.557		2.778.557
Other Non-Current Liabilities	4.579.384		4.579.384
Total Non-Current Liabilities	14.409.352	-	14.409.352
Total Liabilities	21.668.256	-	21.668.256
EQUITY			
Equity Attributable to Owners of the Parent			
Capital Stock	7.089.802		7.089.802
Additional Paid-in Capital - Net	11.454.783		11.454.783
Difference in Transactions with Non-Controlling Interests	(116.495)		(116.495)
Other Equity Components	3.597.857		3.597.857
Treasury Stock	(11.384)		(11.384)
Retained Earnings	8.986.558	531.400	9.517.958
Other Comprehensive Income	77.651		77.652
Total Equity Attributable to Owners of the Parent	31.078.772	531.400	31.610.173
Non-Controlling Interests	1.289.463		1.289.463
Total Equity	32.368.236	531.400	32.899.637
TOTAL LIABILITIES AND EQUITY	54.036.492	531.400	54.567.893

PT Lippo Karawaci Tbk
Proforma Consolidated Statements of Profit or Loss
For the 6 (Six) Months Periods Ended on 30 June 2024

(In Millions of Rupiah, unless otherwise stated)

	Actual	Adjustments	Proforma
	30 June		30 June
	2024		2024
	Rp		Rp
REVENUES	8.001.872		8.001.872
Final Tax Expenses	(58.670)		(58.670)
NET REVENUES	7.943.203		7.943.203
COST OF REVENUES	(4.534.138)		(4.534.138)
GROSS PROFIT	3.409.064		3.409.064
Operating Expenses	(2.099.102)		(2.099.102)
Other Incomes	21.205.060	531.400	21.736.460
Other Expenses	(1.228.358)		(1.228.358)
GAIN FROM OPERATIONS	21.286.664		21.818.064
Financial Charges - Net	(880.855)		(880.855)
Share in the Gain (Loss) of Associates	(31.787)		(31.787)
PROFIT BEFORE TAX	20.374.023		20.905.423
Tax Expenses	(283.474)		(283.474)
PROFIT (LOSS) FOR THE PERIOD	20.090.548		20.621.948

**STATEMENT OF THE BOARD OF COMMISSIONERS AND BOARD OF DIRECTORS OF
THE COMPANY**

- a. This Disclosure of Information is made in compliance with OJK Regulation No. 17/2020, OJK Regulation No. 31/2015 and Regulation No. I-E.
- b. This Transaction does not contain any conflict of interests as referred to under OJK Regulation No. 42/2020.
- c. The statements conveyed in this Disclosure of Information do not contain any statements or information or facts that are untrue or misleading, and contain all information and material facts which required by the investors to make decisions in relation to the Transaction.

ADDITIONAL INFORMATION

If further information is required please contact the Company through the following:

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