

Not for distribution, directly or indirectly, in or into the United States.

## **PT ABM INVESTAMA TBK**

**US\$200,000,000 9.5% Senior Notes due 2026 (the “Notes”)**

**(ISIN: US69379AAB17 (144A) / USY708CHAB61 (Reg S))**

PT ABM Investama Tbk (the “**Company**”) wishes to announce that it has been selected as the winning bidder in the auction held by GMR Coal Resources Pte. Ltd., as seller (the “**Seller**”), of 30 per cent. of the issued and fully paid shares in PT Golden Energy Mines Tbk. (the “**GEMS Shares**”). Accordingly, the Company through its indirect wholly owned subsidiary, PT Radhika Jananta Raya (“**PT RJR**”), has signed a Share Purchase Agreement (the “**Agreement**”) on 31 August 2022 to purchase the GEMS Shares (the “**Share Purchase**”) at a purchase price of US\$420,000,000 and deferred consideration on the Indonesia Stock Exchange (“**IDX**”). Under the Agreement, the Company, as PT RJR’s guarantor, unconditionally and irrevocably guarantees to the Seller the due and punctual performance and observance by PT RJR of all its obligations, commitments, undertakings, warranties, and indemnities under or pursuant to the Agreement.

The completion of the Share Purchase is subject to the fulfilment of certain conditions precedent within 75 days from the signing of the Agreement, including:

1. Approval from the General Meeting of Shareholders and the Board of Commissioners of PT RJR for the Share Purchase;
2. Approval of the Board of Commissioners of the Company for the Share Purchase;
3. Consents from creditors of the Company for the Share Purchase, including from the holders of the Notes.

For more details, please refer to Appendix 1 appended to this announcement.

Issued by

**PT ABM INVESTAMA TBK**

31 August 2022

## APPENDIX 1

No. : ABM-CSC/040/RDN/VIII/2022

31 Agustus 2022 / 31 August 2022

Kepada Yth. / To :  
**Otoritas Jasa Keuangan / Financial Services Authority**  
Gedung Sumitro Djojohadikusumo Lantai 1  
Jl. Dr Wahidin No. 1  
Jakarta

**U.p. / Att.** : **Bapak Inarno Djajadi**  
Kepala Eksekutif Pengawas Pasar Modal /  
Executive Chief of the Capital Market Supervisory

**Perihal / Subject** : **Laporan Informasi atau Fakta Material /**  
**Report on Material Information of Facts**

Dengan hormat, / Dear Sir,

Merujuk kepada Peraturan Otoritas Jasa Keuangan No. 31/POJK.04/2015 tentang Keterbukaan atas Informasi atau Fakta Material oleh Emiten atau Perusahaan Publik ("**POJK No. 31**"), bersama ini kami sampaikan informasi material sebagai berikut / *Referring to the Financial Services Authority Regulation No. 31/POJK.04/2015 on Disclosure of Material Information or Facts of Issuers or Public Companies ("**POJK No. 31**")*, we hereby inform you the material information as follows:

Nama Emiten / Issuer : PT ABM Investama Tbk ("**Perseroan**" / "**Company**")  
Bidang Usaha / Business Activity : Jasa konsultasi manajemen bisnis pertambangan, energi, teknik, industri, minyak, gas dan panas bumi, dan sumber daya energi lainnya dan jasa penyewaan perkantoran, pemukiman, dan alat-alat berat pada pertambangan dan industry lainnya / *Business management consulting services on mining, energy, engineering, industrial, oil, gas and geothermal, and other energy resources and rental services on offices, residences, and heavy equipment of mining and other industries.*  
Telepon / Telephone : [+62 21 2997 - 6767](tel:+622129976767)  
Faksimili / Facsimile : [+62 21 2997 - 6768](tel:+622129976768)  
Alamat surat elektronik / e-mail : [corporate.secretary@abm-investama.co.id](mailto:corporate.secretary@abm-investama.co.id)

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|----|-------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1. | Tanggal Kejadian / Date of event                                                    | 31 Agustus 2022/31 August 2022                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| 2. | Jenis Informasi atau Fakta Material / Type of Material Information or Facts         | Pembelian saham yang nilainya material / Purchase of shares with material value                                                                                                                                                                                                                                                                                                                                                                                          |
| 3. | Uraian Informasi atau Fakta Material / Description of Material Information or Facts | Pada tanggal 31 Agustus 2022, Perseroan telah dipilih menjadi pemenang lelang yang diadakan oleh GMR Coal Resources Pte. Ltd. selaku penjual (" <b>Penjual</b> ") untuk membeli 1.764.705.900 saham atau setara dengan 30% (tiga puluh persen) saham yang telah ditempatkan dan disetor penuh di PT Golden Energy Mines Tbk. (" <b>GEMS</b> ") (" <b>Lelang</b> "). Atas dasar keputusan Lelang ini, Perseroan melalui PT Radhika Jananta Raya (" <b>PT RJR</b> "), anak |

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|  | <p>perusahaan yang dimiliki sepenuhnya secara tidak langsung oleh Perseroan, telah menandatangani Perjanjian Jual Beli Saham (<i>Share Purchase Agreement</i>) (“<b>Perjanjian</b>”) pada tanggal 31 Agustus 2022 untuk melakukan pembelian terhadap 1.764.705.900 saham atau setara dengan 30% (tiga puluh persen) saham GEMS yang tercatat dan diperdagangkan di bursa efek dari Penjual (“<b>Transaksi Pembelian Saham</b>”) dengan harga pembelian sebesar US\$ 420.000.000 ditambah dengan imbalan yang ditanggihkan. Berdasarkan Perjanjian, Perseroan bertindak sebagai penjamin dari PT RJR yang tanpa syarat dan tidak dapat ditarik kembali menjamin kepada Penjual atas kinerja dan kepatuhan yang semestinya dan tepat waktu oleh PT RJR atas semua kewajiban, komitmen, usaha, jaminan, dan ganti rugi berdasarkan Perjanjian.</p> <p>Penyelesaian dari Transaksi Pembelian Saham tunduk pada dipenuhinya persyaratan pendahuluan, antara lain:</p> <ol style="list-style-type: none"> <li>1. persetujuan Rapat Umum Pemegang Saham (“<b>RUPS</b>”) dan Dewan Komisaris PT RJR atas Transaksi Pembelian Saham;</li> <li>2. persetujuan Dewan Komisaris Perseroan yang menyetujui Perseroan untuk masuk dalam Perjanjian dan pemberian jaminan oleh Perseroan berdasarkan Perjanjian; dan</li> <li>3. Persetujuan dari kreditur Perseroan untuk menyetujui Transaksi Pembelian Saham, termasuk perubahan <i>Supplemental Indenture</i> sehubungan dengan US\$200.000.000 9.5% <i>Senior Notes</i> yang jatuh tempo pada 2026 (“<b>Indenture</b>”).</li> </ol> <p>Berdasarkan Perjanjian, seluruh Persyaratan Pendahuluan akan diselesaikan dalam jangka waktu 75 (tujuh puluh lima) hari sejak penandatanganan Perjanjian atau pada tanggal lain sebagaimana disepakati oleh Penjual dan PT RJR.</p> <p><i>/ On 31 August 2022, the Company has been selected as the winning bidder in the auction held by GMR Coal Resources Pte. Ltd. as the seller (“<b>Seller</b>”) to purchase 1,764,705,900 shares or equivalent of 30% (thirty percent) of the issued and fully paid shares in PT Golden Energy Mines Tbk. (“<b>GEMS</b>”) (“<b>Auction</b>”). Based on the decision of this Auction, the Company through PT Radhika Jananta Raya (“<b>PT RJR</b>”), an indirect wholly owned subsidiary of the Company, has signed a Share Purchase Agreement (“<b>Agreement</b>”) on 31 August 2022 to purchase 1,764,705,900 shares or equivalent of 30% (thirty percent) of GEMS shares listed and traded on the stock exchange from the Seller (“<b>Share Purchase Transaction</b>”) with a</i></p> |
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|----|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|    |                                                                                                                                                                                                                                                                                               | <p>purchase price of US\$ 420,000,000 and deferred consideration. Under the Agreement, the Company acted as the PT RJR's guarantor that unconditionally and irrevocable guarantees to the Seller the due and punctual performance and observance by PT RJR of all its obligations, commitments, undertakings, warranties, and indemnities under or pursuant to the Agreement.</p> <p>The completion of the Share Purchase Transaction is subject to fulfilment of certain conditions precedent, among others:</p> <ol style="list-style-type: none"> <li>1. approval from the General Meeting of Shareholders ("GMS") and the Board of Commissioners of PT RJR for the Share Purchase Transaction;</li> <li>2. approval of the Board of Commissioners of the Company which approves the entry of the Company into this Agreement and the provision of the guarantee by the Company under the Agreement;</li> <li>3. Consents from the creditors of the Company for the Share Purchase Transaction from creditors, including amendments to the Supplemental Indenture in relation to the US\$200,000,000 9.5% Senior Notes maturing in 2026 ("Indenture").</li> </ol> <p>Based on the Agreement, all of the Conditions Precedent shall be completed within 75 (seventy five) days from the signing of the Agreement or other later date as agreed between Seller and PT RJR.</p> |
| 4. | Dampak kejadian, informasi atau fakta material tersebut terhadap kegiatan operasional, hukum, kondisi keuangan, atau kelangsungan usaha Emiten atau Perusahaan Publik / <i>Impact of such material information or fact to the Company's operational, law, financial condition or business</i> | Pada tanggal keterbukaan informasi ini, tidak terdapat dampak khusus terhadap operasional, hukum, kondisi keuangan, atau kelangsungan usaha Emiten. / <i>As at the date of this information disclosure, there is no specific impact to the Company's operations, financial condition or business.</i>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| 5. | Keterangan lain-lain / <i>Other information</i>                                                                                                                                                                                                                                               | -                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |

Demikian informasi ini kami sampaikan. Atas perhatian dan kerjasamanya, kami mengucapkan terima kasih / *Thank you for your attention and cooperation.*

Hormat kami / *Regards,*  
**PT ABM Investama Tbk**



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Nama / *Name* : Rindra Donovan  
Jabatan / *Title* : Sekretaris Perusahaan/ *Corporate Secretary*

Tembusan / *Copied to:*

1. Kepala Biro PKP Sektor Riil Otoritas Jasa Keuangan / *Head of Corporate Financial Assessment Bureau of the Financial Services Authority*
2. Direktur Pencatatan PT Bursa Efek Indonesia / *Director of Listing of PT Bursa Efek Indonesia*