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The distribution of the Exchange Memorandum (as defined below) in certain jurisdictions may be restricted by law. Noteholders (as defined below) and any other person into whose possession the Exchange Memorandum comes are required by the Issuer (as defined below) to inform themselves about, and to observe, any such restrictions.

BUMI INVESTMENT PTE. LTD.
(Incorporated in the Republic of Singapore)
Company Registration No. 201019399E
(the "**Issuer**")

**PROPOSED OFFER TO EXCHANGE
IN RESPECT OF US\$700,000,000 10.75% GUARANTEED SENIOR
SECURED NOTES DUE 2017 ("NOTES") ISSUED BY THE ISSUER**

Reference is made to: (i) the announcement made by the Issuer on 1 March 2017 to the Singapore Exchange Securities Trading Limited; (ii) the suspension of payments proceedings in respect of PT Bumi Resources Tbk. (the "**Company**") pursuant to Indonesian Law No. 37 of 2004 on Bankruptcy & Suspension of Debt Payment Obligations (the "**Bankruptcy Law**") that commenced on 25 April 2016; and (iii) the composition plan dated 9 November 2016 (the "**Composition Agreement**") agreed between the Company and its creditors pursuant to the terms of the Bankruptcy Law and approved by the Commercial Court of the Central Jakarta District Court (the "**Court**") on 28 November 2016 pursuant to decision number 36/PDT.SUS-PKPU/2016/PN.Niaga.Jkt.Pst.

Capitalised or other terms used but not defined herein shall, unless the context otherwise requires, have the meanings as set out in an exchange memorandum dated 8 June 2017 (the "**Exchange Memorandum**") issued by the Company, the Issuer and Bumi Capital Pte. Ltd.

Pursuant to the Composition Agreement, the Issuer has on 8 June 2017 commenced an exchange (the "**Exchange**") of the Notes for new securities. The holders of the Notes (the "**Noteholders**") will be able to exchange the Notes held by them for:

- (a) at the election of the Noteholder:
 - (i) loans in equal parts under tranche A and tranche B of the senior facilities agreement to be entered into among, *inter alios*, the Company as borrower, Bank of China Limited, Jakarta Branch as facility agent and The Bank of New York Mellon as the offshore security agent; and
 - (ii) notes in equal parts as series A and series B guaranteed senior secured notes due 2022 to be issued by Eterna Capital Pte. Ltd. and guaranteed by, amongst others, the Company;
 - (b) mandatory convertible bonds due 2024 to be issued by Innovate Capital Pte. Ltd.;
 - (c) contingent value rights due 2022 to be issued by the Company; and
 - (d) ordinary shares in the capital of the Company,
- (collectively, the "**Exchange Consideration**").

The Exchange is mandated by the Court in accordance with the terms of the Composition Agreement and no securities are being solicited for purchase or offered for sale pursuant to the Exchange Memorandum. Such Exchange shall be upon the terms and subject to the conditions set forth in the Exchange Memorandum.

A Noteholder may only receive the Exchange Consideration in the Exchange if:

- (a) a valid electronic acceptance instruction is submitted on its behalf through The Depository Trust Company's automated tender offer program and a PDF copy of the duly completed notice of elections ("**Notice of Elections**") is received by email by The Bank of New York Mellon (in its capacity as Exchange Agent, the "**Exchange Agent**") by 4:00 p.m., London time, on 21 July 2017 (the "**Expiry Time**");
- (b) the Exchange Agent receives the original duly completed Notice of Elections by 4:00 p.m., London time, on 26 July 2017; and
- (c) certain other conditions as set out in the Exchange Memorandum are satisfied.

The Notice of Elections for Noteholders is included as Annex A-1 in the Exchange Memorandum.

Noteholders who fail to deliver (or cause to be delivered) a valid electronic acceptance instruction and a duly completed Notice of Elections at or prior to the Expiry Time (with the original Notice of Elections to be received by 4:00 p.m., London time, on 26 July 2017) will forfeit their right to receive any Exchange Consideration and their Notes will be cancelled on the Effective Date (as defined in the Exchange Memorandum).

A complete description of the Exchange is set out in the Exchange Memorandum. Noteholders should expect to receive the Exchange Memorandum by delivery to their custodian through The Depository Trust Company, Euroclear Bank, S.A./N.V. and/or Clearstream Banking, S.A. Inquiries regarding the Exchange can be sent to the Company by emailing info@bumiresources.com.

BY ORDER OF THE BOARD OF DIRECTORS OF
BUMI INVESTMENT PTE. LTD.

A handwritten signature in black ink, appearing to read 'A. C. Beckham', with a stylized flourish at the end.

Andrew C. Beckham

Director

9 June 2017