

Tangerang, 9 Mei 2018

Nomor : 054/IR-CS/ BSD/V/2018
Perihal : Keterbukaan Informasi atau
Fakta Material
PT Bumi Serpong Damai Tbk.

Kepada Yth.
OTORITAS JASA KEUANGAN REPUBLIK INDONESIA
Kepala Eksekutif Pengawas Pasar Modal
Gedung Sumitro Djojohadikusumo
Jl. Lapangan Banteng Timur No. 1-4
Jakarta 10710

BURSA EFEK INDONESIA
Direktur Penilaian Perusahaan
Indonesia Stock Exchange Building, Tower I
Jl. Jend. Sudirman Kav. 52-53
Jakarta 12190

Dengan hormat,

Untuk memenuhi ketentuan (i) Peraturan Otoritas Jasa Keuangan No. 31/POJK.04/2015 tentang Keterbukaan Atas Informasi atau Fakta Material oleh Emiten atau Perusahaan Publik ("**POJK 31/2015**"); dan (ii) Keputusan Direksi PT Bursa Efek Indonesia No. Kep-306/BEJ/07-2004, Peraturan No. I-E tentang Kewajiban Penyampaian Informasi ("**Peraturan BEI No. I-E**"), dengan ini kami, PT Bumi Serpong Damai Tbk. ("**Perseroan**") menyampaikan laporan informasi atau fakta material sebagai berikut:

Nama Emiten/Name of the Issuer : PT Bumi Serpong Damai Tbk.
Bidang Usaha/Scope of Business : Real Estate
Telepon/Telephone : (021) 50368368
Faksimili/Facsimile : (021) 50588278
Alamat Email/Email Address : corporate.secretary@sinarmasland.com

Tangerang, May 9th, 2018

Number : 054/IR-CS/BSO/V/2018
Re : **Information Disclosure of
Material Facts of
PT Bumi Serpong Damai Tbk.**

Attn.:
**FINANCIAL SERVICES AUTHORITY OF REPUBLIC OF
INDONESIA**
Executive Head of Capital Market Supervisor
Gedung Sumitro Djojohadikusumo
Jl. Lapangan Banteng Timur No. 1-4
Jakarta 10710

INDONESIA STOCK EXCHANGE
Director of Company Valuation
Indonesia Stock Exchange Building, Tower I
Jl. Jend. Sudirman Kav. 52-53
Jakarta 12190

Dear Sir/Sirs,

In compliance with (i) Financial Services Authority Regulation No. 31/POJK.04/2015 on the Disclosure on Material Information or Facts by Issuers or Public Companies ("**POJK 31/2015**"); and (ii) Decree of the Board of Directors of Indonesia Stock Exchange No. Kep-306/BEJ/07-2004, Regulation No. I-E on the Information Disclosure Requirement ("**BEI Regulation No. I-E**"), we, PT Bumi Serpong Damai Tbk. ("**Company**"), hereby submit the report on the disclosure of material information and facts as follows:

Tanggal Kejadian 7 Mei 2018

Jenis Informasi atau Fakta Material
Perseroan, melalui Global Prime Capital Pte. Ltd., anak perusahaan yang dimiliki seluruhnya oleh Perseroan yang didirikan berdasarkan hukum negara Republik Singapura ("**Penerbit**") telah

Date of Occurrence Mei 7th, 2018

Type of Information or Material Facts
The Company, through Global Prime Capital Pte. Ltd., a wholly-owned subsidiary of the Company, duly established under the laws of Singapore ("**Issuer**"), has issued 7.25% senior notes due 2021 in the

menyelesaikan transaksi penerbitan obligasi senior (*senior notes*) berdenominasi Dolar Amerika Serikat (U.S. Dollar) dengan jumlah pokok sebesar US\$50.000.000 dengan bunga 7,25% dan jatuh tempo pada tahun 2021 (**"Surat Hutang Baru"**), yang merupakan satu kesatuan dan memiliki peringkat *pari passu*, dengan obligasi senior (*Senior Notes*) dengan jumlah pokok sebesar US\$250.000.000 dengan bunga 7,25% dan jatuh tempo pada tahun 2021 yang telah diterbitkan pada tanggal 26 April 2018 (**"Surat Hutang Baru"**, bersama-sama dengan Surat Hutang Baru disebut sebagai **"Surat Hutang"**), berdasarkan syarat dan ketentuan *Indenture* tertanggal 26 April 2018 oleh Perseroan dengan Bank of New York Mellon, Cabang London, selaku *trustee* serta beberapa anak perusahaan Perseroan tertentu yang merupakan anak-anak perusahaan penjamin. Surat Hutang ditawarkan di luar negeri dan di luar Amerika Serikat.

principal amount of US\$50,000,000] (the **"New Notes"**), which will be consolidated and form a single series and rank *pari passu*, with Senior Notes in the aggregate amount of US\$250,000,000 with interest coupon 7.25% due on 2021, which was issued on April 26th 2018 (the **"Original Notes"**, and together with the New Notes, the **"Notes"**), pursuant to the terms and conditions under *Indenture* dated April 26th, 2018 by and between the Company, Bank of New York Mellon, London Branch as trustee and certain subsidiaries of the Company as subsidiary guarantors. The Notes are offered and sold offshore and outside the United States.

Uraian Informasi
atau Fakta
Material

Surat Hutang Baru dijamin dengan jaminan perusahaan, yang diberikan oleh Perseroan dan anak-anak perusahaan Perseroan, yaitu PT Sinar Mas Wisesa (**"SMW"**), PT Sinar Mas Teladan (**"SMT"**), PT Sinar Usaha Marga (**"SUM"**), PT Mustika Candraguna (**"MCG"**), PT Garwita Sentra Utama (**"GSU"**), PT Pastika Candra Pertiwi (**"PCP"**), PT Sentra Talenta Utama (**"STU"**), PT Sinar Usaha Mahitala (**"SUMT"**), PT Praba Selaras Pratama (**"PSP"**), PT Sentra Selaras Lestari (**"SSL"**), PT Bumi Sentra Selaras (**"BSS"**), PT Bumi Pramudita Mas (**"BPM"**) dan PT Duta Cakra Pesona (**"DCP"**).

Description of
Information or
Material Facts

The New Notes are guaranteed with corporate guarantees, granted by the Company and its subsidiaries, which are PT Sinar Mas Wisesa (**"SMW"**), PT Sinar Mas Teladan (**"SMT"**), PT Sinar Usaha Marga (**"SUM"**), PT Mustika Candraguna (**"MCG"**), PT Garwita Sentra Utama (**"GSU"**), PT Pastika Candra Pertiwi (**"PCP"**), PT Sentra Talenta Utama (**"STU"**), PT Sinar Usaha Mahitala (**"SUMT"**), PT Praba Selaras Pratama (**"PSP"**), PT Sentra Selaras Lestari (**"SSL"**), PT Bumi Sentra Selaras (**"BSS"**), PT Bumi Pramudita Mas (**"BPM"**) and PT Duta Cakra Pesona (**"DCP"**).

Sehubungan dengan penerbitan Surat Hutang Baru, Perseroan, selaku penjamin induk, pada tanggal 30 April 2018, telah menandatangani Perjanjian Pembelian dengan Citigroup Global Markets Singapore Pte. Ltd., UBS AG, Cabang Singapura, BNP Paribas, dan Credit Suisse (Singapore) Limited selaku pembeli awal (*initial purchasers*). Perjanjian Pembelian tersebut ditandatangani pula oleh Penerbit, Global Prime Treasury Pte. Ltd, perusahaan yang didirikan berdasarkan hukum yang berlaku di Singapura dan dimiliki sepenuhnya oleh Penerbit ("GPT"), serta anak-anak perusahaan penjamin, yakni SMW, SMT, SUM, MCG, GSU, PCP, STU, SUMT, PSP, SSL, BSS, BPM, DCP.

Dana bersih yang diperoleh Penerbit dari penerbitan Surat Hutang Baru, setelah dikurangi biaya-biaya terkait dengan penerbitan Surat Hutang Baru disalurkan ke dalam GPT, melalui pengambilbagian modal saham tambahan GPT dan efek bersifat ekuitas berkelanjutan (*perpetual capital securities*) yang dikeluarkan oleh GPT. Selanjutnya, GPT akan menyalurkan dana tersebut melalui pinjaman kepada Perseroan berdasarkan perjanjian antar-perusahaan (*intercompany loan*), dan akan digunakan Perseroan untuk pembiayaan kembali atas hutang yang ada, sedangkan sisanya digunakan untuk belanja modal Perseroan (*capital expenditure*), modal kerja dan keperluan korporasi umum.

Nilai penerbitan Surat Hutang Baru dan akta jaminan perusahaan tidak melebihi 20% dari total nilai Ekuitas

In relation to the issuance of the New Notes, the Company, as parent guarantor, on April 30th, 2018, has executed Purchase Agreement with Citigroup Global Markets Singapore Pte. Ltd., UBS AG, Singapore Branch, BNP Paribas, and Credit Suisse (Singapore) Limited as initial purchasers. The said Purchase Agreement has also been executed by the Issuer, Global Prime Treasury Pte. Ltd., a wholly owned subsidiary by Issuer ("GPT"), together with subsidiary guarantors, which are SMW, SMT, SUM, MCG, GSU, PCP, STU, SUMT, PSP, SSL, BSS, BPM, DCP.

The net proceeds obtained by the Issuer from the issuance of the New Notes, after deducting the estimated transaction expenses related to the issuance of the New Notes, is contributed to GPT, by way of a subscription of additional ordinary shares in the capital of GPT and perpetual capital securities issued by GPT, which will then on-lend such funds to the Company by way of an intercompany loan and will be used by the Company to refinance existing indebtedness, with remaining funds to be used for capital expenditure, working capital and general corporate purposes.

The value of the issuance of the New Notes and the deeds of corporate guarantee do not exceed 20% of the

Perseroan dan anak-anak perusahaan Perseroan berdasarkan Laporan Keuangan konsolidasi Perseroan dan anak-anak perusahaan Perseroan untuk periode yang berakhir pada 31 Desember 2017, sehingga bukan merupakan transaksi material sebagaimana dimaksud di dalam Peraturan Bapepam-LK No. IX.E.2, Lampiran Keputusan Ketua Bapepam-LK No. 614/BL/2011 tertanggal 28 November 2011 tentang Transaksi Material dan Perubahan Kegiatan Usaha Utama.

total Equity of the Company and its subsidiaries pursuant to Consolidated Financial Statement for the year then ended in 31 December 2017, thus this is not a material transaction as referred to in Bapepam-LK Regulation No. IX.E.2, Annexure to the Head of Bapepam-LK Decree No. 614/BL/2011, dated 28 November 2011, on the Material Transaction and Change of Main Business Activity.

Dampak kejadian, informasi atau fakta material tersebut terhadap kegiatan operasional, hukum, kondisi keuangan, atau kelangsungan usaha Emiten atau Perusahaan Publik

Penerbitan Surat Hutang Baru akan memberikan dampak positif terhadap kegiatan ekspansi Perseroan maupun Entitas Anak, dan tidak akan memberikan dampak negatif terhadap kegiatan operasional, hukum, kondisi keuangan atau kelangsungan usaha Perseroan dan Entitas Anak.

The impact of such event, information or material facts towards operational activities, legal, financial condition, or business continuity of the Issuer or Public Company

The issuance of New Notes will give a positive impact on the Company's and its Subsidiaries' expansion activities and will not create any adversely affect the Company's and its Subsidiaries' operational activities, legal, financial conditions or the Company's business continuity.

Keterangan Lain-lain

Sehubungan dengan penerbitan Surat Hutang Baru, dengan ditandatanganinya:

Other Information

In connection with the issuance of the New Notes, and in relation to the execution of:

(i) akta jaminan perusahaan (*corporate guarantee*) oleh Perseroan dan SMW, SMT, SUM, MCG, GSU, PCP, STU, SUMT, PSP, SSL, BSS, BPM, DCP untuk menjamin pelunasan Surat Hutang Baru;

(i) *deeds of corporate guarantee, by the Company and SMW, SMT, SUM, MCG, GSU, PCP, STU, SUMT, PSP, SSL, BSS, BPM, DCP to guarantee the repayment of the New Notes; and*

(ii) Perjanjian Pembelian antara Citigroup Global Markets Singapore Pte. Ltd., UBS AG, Cabang Singapura, BNP Paribas, Credit Suisse (Singapore) Limited, Penerbit, GPT, Perseroan, SMW, SMT, SUM,

(ii) Purchase Agreement between Citigroup Global Markets Singapore Pte. Ltd., UBS AG, Cabang Singapura, BNP Paribas, Credit Suisse (Singapore) Limited, Issuer, GPT, Company, SMW, SMT,

MCG, GSU, PCP, STU, SUMT, PSP,
SSL, BSS, BPM, DCP;

(iii) subscription agreement antara
Penerbit dan GPT;

(iv) perpetual capital securities
subscription agreement antara
Penerbit dan GPT; dan

(v) perjanjian pinjaman antar-
perusahaan (*intercompany loan*),
antara GPT dengan Perseroan,

Perseroan telah memenuhi
kewajiban Keterbukaan Informasi
sesuai dengan ketentuan Peraturan
Bapepam-LK No. IX.E.1, Lampiran
Keputusan Ketua Bapepam-LK No.
KEP-412/BL/2009, tertanggal 25
Nopember 2009 tentang Transaksi
Afiliasi dan Benturan Kepentingan
Transaksi Tertentu.

SUM, MCG, GSU, PCP, STU,
SUMT, PSP, SSL, BSS, BPM,
DCP;

(iii) subscription agreement
between Issuer and GPT;

(iv) perpetual capital securities
subscription agreement
between Issuer and GPT; and

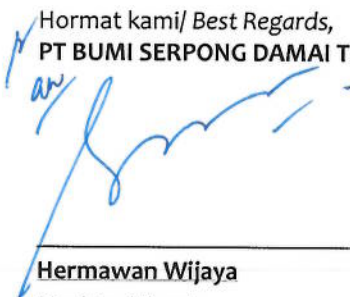
(v) *intercompany loan*, between
GPT and the Company;

*The Company has made information
disclosure in accordance with
Bapepam-LK Regulation No. IX.E.1,
Attachment of Decision of Chairman
of Bapepam-LK No. KEP-412/BL/2009,
dated November 25, 2009
concerning Affiliated Party
Transaction and Conflict of Interest
of Certain Transaction.*

Demikian laporan informasi atau fakta material ini kami
sampaikan. Atas perhatian dan kerjasama Bapak/Ibu, kami
ucapkan terima kasih.

*We hereby conclude the report on information or material
facts. Thank you for your attention and cooperation.*

Hormat kami/ Best Regards,
PT BUMI SERPONG DAMAI TBK.



Hermawan Wijaya
Direktur/Director

Tembusan/Cc:

- Direktur Penilaian Keuangan Perusahaan Sektor Jasa Otoritas Jasa Keuangan/
Director of Financial Assessment of Services Sector Companies of Otoritas Jasa Keuangan
- Direksi dan Dewan Komisaris Perseroan/The Company's Directors and the Board of Commissioners
- Ibu Naniwati Tanuwidjaja – PT Bank Permata Tbk.