

No offer or invitation to acquire or exchange any securities is being made pursuant to this press release.



JABABEKA & CO.

PT Kawasan Industri Jababeka Tbk.

(incorporated with limited liability under the laws of the Republic of Indonesia)

**Amended and Restated Exchange Offer and Consent Solicitation
for 6.50% Guaranteed Senior Notes Due 2023**

FOR IMMEDIATE RELEASE

JAKARTA, Indonesia, November 21, 2022 – Reference is made to the announcement of PT Kawasan Industri Jababeka Tbk. (the “**Company**”) dated November 8, 2022 in relation to the launch of its exchange offer and consent solicitation and concurrent consent solicitation (the “**Launch Announcement**”). Capitalized terms used herein but not defined shall have the respective meanings set forth in the Launch Announcement.

6.50% Guaranteed Senior Notes Due 2023

ISIN	CUSIP	Coupon	Maturity	Amount Outstanding	New Note Description	Early Exchange Consideration per US\$1,000 of Old Notes	Late Exchange Consideration per US\$1,000 of Old Notes
						US\$1,000 of Old Notes	US\$1,000 of Old Notes
US46638AAC45 USN4717BAD84	46638AAC4 N4717BAD8	6.50%	October 5, 2023	US\$300,000,000	Guaranteed Senior Secured Notes due 2027	US\$700.00 of New Notes plus US\$300.00 of cash consideration	US\$700.00 of New Notes plus US\$250.00 of cash consideration
						Early Consent Fee	Late Consent Fee
						US\$2.00 per US\$1,000 in Principal Amount of Old Notes	US\$1.00 per US\$1,000 in Principal Amount of Old Notes

Amended and Restated Exchange Offer and Consent Solicitation

The Company hereby announces that it has issued an amended and restated exchange offer and consent solicitation statement dated November 21, 2022 (the “**Exchange Offer and Consent Solicitation Memorandum**”), amending and restating the exchange offer and consent solicitation memorandum dated as of November 8, 2022 in its entirety, in connection with the following matters:

- update to the terms of the New Notes to disclose that, among other things, (a) the New Notes will be initially secured on a first priority basis (subject to any permitted lien) by certain collateral consisting of first ranking mortgages (*hak tanggungan*) over land parcels measuring an area of not less than 300 hectares and located either in Tanjungjaya Village, Panimbang District, Pandeglang Regency, West Java/Banten Province or in Senang Sari Village, Pagelaran District, Pandeglang Regency, Banten Province (the “**Collateral**”). See “Description of the New Notes – Security” and “Description of the Indonesian Security Documents and the Collateral” in the Exchange Offer and Consent Solicitation Memorandum; and (b) the New Notes will be subject to mandatory redemption if the Company disposes of all or any part of the Collateral, for which the Company receives net cash proceeds in excess of US\$5 million (or its equivalent). See “Description of the New Notes – Mandatory Redemption” in the Exchange Offer and Consent Solicitation Memorandum; and
- update to the terms of the Exchange Offer and the Consent Solicitation to extend the Early Exchange Deadline and the Early Consent Deadline, in each case, to 5:00 p.m., New York City time, on November 25, 2022,

in each case, as more fully described in the Exchange Offer and Consent Solicitation Memorandum. Holders of Old

Notes who have previously submitted their exchange instructions and/or consent instructions are not required to resubmit such instructions. Holders of Old Notes who have previously delivered properly executed exchange instructions and/or consent instructions may revoke such exchange instructions and/or consent instructions at any time up to (and including) the Early Exchange Deadline or the Early Consent Deadline, as applicable. Such exchange instructions and/or consent instructions are irrevocable after the Early Exchange Deadline or the Early Consent Deadline, as applicable.

Amended and Restated Concurrent Consent Solicitation

The Company hereby announces that it has issued an amended and restated consent solicitation statement dated November 21, 2022 (the “**Consent Solicitation Statement**”), amending and restating the consent solicitation statement dated as of November 8, 2022 in its entirety, in connection with the update to the terms of the Concurrent Consent Solicitation to extend the Early Consent Deadline to 5:00 p.m., New York City time, on November 25, 2022, as more fully described in the Consent Solicitation Statement. Holders of Old Notes who have previously submitted their consent instructions are not required to resubmit such instructions. Holders of Old Notes who have previously delivered properly executed consent instructions may revoke such consent instructions at any time up to (and including) the Early Consent Deadline, as applicable. Such consent instructions are irrevocable after the Early Consent Deadline, as applicable.

Dealer Managers and Solicitation Agents

The dealer managers for the Exchange Offer, and the solicitation agents for the Consent Solicitation and the Concurrent Solicitation, are J.P. Morgan Securities plc, Mandiri Securities Pte. Ltd., Standard Chartered Bank (Singapore) Limited or UBS AG Singapore Branch (collectively, the “**Dealer Managers**”). Questions about the terms of the Exchange Offer should be directed to the Dealer Managers at the addresses listed below.

Information, Exchange and Tabulation Agent

The information, exchange and tabulation agent for the Exchange Offer and Consent Solicitation is Morrow Sodali Limited (the “**Information, Exchange and Tabulation Agent**”). All documentation relating to the Exchange Offer and Consent Solicitation, together with any updates, can be found on the Offer Website at <https://projects.morrowsodali.com/jababekaexchange>. If you have questions regarding procedures of the Exchange Offer and Consent Solicitation or require additional copies of the Exchange Offer and Consent Solicitation Memorandum, please contact the Information, Exchange and Tabulation Agent at the telephone numbers and addresses listed below.

The information and tabulation agent for the Concurrent Consent Solicitation is Morrow Sodali Limited (the “**Information and Tabulation Agent**”). All documentation relating to the Concurrent Consent Solicitation, together with any updates, can be found on the Consent Website at <https://projects.morrowsodali.com/jababekaconsent>. If you have questions regarding procedures of the Concurrent Consent Solicitation or require additional copies of the Consent Solicitation Statement, please contact the Information and Tabulation Agent at the telephone numbers and addresses listed below.

*Information, Exchange and Tabulation Agent for the Exchange Offer and Consent Solicitation
Information and Tabulation Agent for the Concurrent Consent Solicitation*

Morrow Sodali Limited

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DISCLAIMER

The distribution of this press release, the Exchange Offer and Consent Solicitation Memorandum and the Consent Solicitation Statement may be restricted by law and persons into whose possession this press release and the Exchange Offer and Consent Solicitation Memorandum and the Consent Solicitation Statement comes are required by the Dealer Managers, the Information, Exchange and Tabulation Agent, the Information and Tabulation Agent and the Company inform themselves about, and to observe, any such restrictions.

No offer or invitation to acquire or exchange any securities is being made pursuant to this press release. None of this press release, the Exchange Offer and Consent Solicitation Memorandum or the Consent Solicitation Statement constitutes an invitation to acquire or exchange any securities in any jurisdiction in which, or to or from any person to or from whom, it is unlawful to make such invitation under applicable securities laws.

This press release is not an offer of securities for sale in the United States. The securities referred to herein may not be offered or sold in the United States absent registration or an exemption from registration. Any public offering of the securities referred to herein to be made in the United States will be made by means of a prospectus that may be obtained from the Company and that will contain detailed information about the Company and management, as well as financial statements.

This press release does not constitute a public offering or private placement in Indonesia under Law Number 8 of 1995 regarding Capital Markets and its implementing regulations ("Indonesian Capital Market Law") and the Financial Services Authority (Otoritas Jasa Keuangan) Regulation No.30/POJK.04/2019 on the Issuance of Debt-Linked Securities and/or Sukuk by way of Private Placement ("OJK Regulation No. 30"). The New Notes will not be offered or sold: (i) in Indonesia, to Indonesian residents and institutions or foreign citizens and institutions or other form of legal entity domiciled or currently in Indonesia; and (ii) outside Indonesia, to Indonesian citizens and institutions or other form of Indonesian legal entity; in a manner which constitutes a public offering or private placement under the Indonesian Capital Market Law and OJK Regulation No. 30, including by way of invitation, offering or advertisement, and the Exchange Offer and Consent Solicitation Memorandum, Consent Solicitation Statement and any other offering material relating to the New Notes will not be distributed in a manner which would constitute a public offering or private placement under the Indonesian Capital Market Law and OJK Regulation 30.