

Tangerang, 30 April 2018

Nomor : 044/IR-CS/BS/IV/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 ("**Perseoran**") 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

Tanggal Kejadian 26 April 2018

Jenis Informasi atau Fakta Material : Perseroan, melalui Global Prime Capital Pte. Ltd., anak perusahaan yang dimiliki seluruhnya oleh Perseroan yang didirikan

Tangerang, April 30th, 2018

Number : 044/IR-CS/BS/IV/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 Service 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:

Date of Occurrence April 26th, 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

berdasarkan hukum negara Republik Singapura (“Penerbit”) telah menyelesaikan transaksi penerbitan obligasi senior (*senior notes*) berdenominasi Dolar Amerika Serikat (U.S. Dollar) dengan jumlah pokok sebesar US\$250.000.000 dengan bunga 7,25% dan jatuh tempo pada tahun 2021 (“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.

Singapore (“*Issuer*”), has issued 7.25% senior notes due 2021 in the principal amount of US\$250,000,000] (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 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 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, Perseroan, selaku penjamin induk, pada tanggal 23 April 2018, telah menandatangani Perjanjian Pembelian dengan

In relation to the issuance of the Notes, the Company, as parent guarantor, on 23 April 2018, has executed Purchase Agreement with Citigroup Global Markets Singapore

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, setelah dikurangi biaya-biaya terkait dengan penerbitan Surat Hutang 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 dan akta jaminan perusahaan tidak melebihi 20% dari total nilai Ekuitas Perseroan dan anak-anak perusahaan Perseroan berdasarkan Laporan Keuangan konsolidasi

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 Notes, after deducting the estimated transaction expenses related to the issuance of the 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 Notes and the deeds of corporate guarantee do not exceed 20% of the total Equity of the Company and its subsidiaries pursuant to Consolidated Financial Statement

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.

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 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 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, dengan ditandatanganinya:

Other Information

In connection with the issuance of the 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;
- (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,

- (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 Notes; and*
- (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 PT Bumi Serpong Damai Tbk./
The Directors and the Board of Commissioners of PT Bumi Serpong Damai Tbk.
- PT Bank Permata Tbk. Up. Ibu Naniwati Tanuwidjaja