

**INFORMATION DISCLOSURE TO SHAREHOLDERS OF  
PT SARANA MENARA NUSANTARA, TBK  
IN CONNECTION WITH ITS PLAN TO INCREASE CAPITAL WITH PRE-  
EMPTIVE RIGHTS**

IN ORDER TO FULFILL THE FINANCIAL SERVICES AUTHORITY (“OJK”) REGULATION NO. 32/POJK.04/2015 CONCERNING CAPITAL INCREASE OF PUBLICLY LISTED COMPANIES BY PROVIDING PRE-EMPTIVE RIGHTS AS AMENDED BY OJK REGULATION NUMBER 14/POJK.04/2019 CONCERNING AMENDMENTS TO OJK REGULATION NUMBER 32/POJK.04/2015 REGARDING CAPITAL INCREASE OF PUBLICLY LISTED COMPANIES BY PROVIDING PRE-EMPTIVE RIGHTS (“OJK Regulation NO. 32/2015”).

The Board of Commissioners and Directors of PT Sarana Menara Nusantara, Tbk (the “Company”), both individually and collectively, are fully responsible for the completeness and accuracy of all information or material facts contained in this Information Disclosure and emphasize that the information stated in this Information Disclosure is correct and there are no material facts that are omitted which can cause material information in this Information Disclosure to be untrue and/or misleading.



SARANA MENARA NUSANTARA

**PT SARANA MENARA NUSANTARA, TBK**

**Business Activities**

Central Telecommunications Construction, Holding Company Activities and Other Management Consultation Activities

**Office Address**

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**The Disclosure of Information in the context of the Company's plan to increase capital with Pre-emptive Rights (“PMHMETD”) as referred to in POJK No. 32/2015.**

**This Disclosure of Information is important to be read and considered by the Company's shareholders to make a decision regarding the Company's plan to conduct the PMHMETD mentioned above which will be requested for approval at the Extraordinary General Meeting of Shareholders of the Company which will be held on October 25, 2024.**

If you have any difficulty in understanding the information contained in this Disclosure of Information or are in doubt about making decisions, you should consult with a securities broker, investment manager, legal advisor, public accountant, or other professional advisor.

In accordance with the Company's plan to conduct PMHMETD, the Company intends to seek shareholders' approval through the Company's Extraordinary General Meeting of Shareholders which will be held on October 25, 2024 ("EGMS").

All information contained in this Disclosure of Information is only a proposal, which is subject to the approval of the EGMS and the Prospectus to be issued in the framework of PMHMETD.

This Disclosure of Information is published on September 17, 2024

## INTRODUCTION

The Company was established pursuant to Deed of Establishment No. 31, dated June 2, 2008, made before Dr. Irawan Soerodjo, S.H., MSi., at that time a Notary in Jakarta, which has been approved by the Minister of Law and Human Rights under Decree No. AHU-37840.AH.01.01.Year 2008, dated July 2, 2008, and announced in the State Gazette of the Republic of Indonesia No. 66, dated August 19, 2014, Supplement No. 44511, and began commercial operations on July 2, 2008.

## DESCRIPTION OF THE PMHMETD PLAN

### A. MAXIMUM AMOUNT OF FUND RAISING PLAN IN PMHMETD

In this PMHMETD, the Company plans to issue new shares amounting to a maximum size of Rp9,000,000,000,000.00 (nine Trillion Rupiah) at an offering price which will be determined and announced later in the PMHMETD Prospectus and will be carried out with due observance of the applicable laws in Indonesia. The new shares to be issued in the PMHMETD will be listed on the Indonesia Stock Exchange and will have the same and equal rights in all respects with all of the Company's previously issued shares.

### B. INDICATIVE PERIOD OF PRE-EMPTIVE RIGHTS

The implementation of the capital increase is carried out through PMHMETD and the submission of PMHMETD registration statement will be carried out after obtaining the approval of the Company's EGMS. In accordance with the provisions of POJK No. 32/2015 and with due observance of other applicable laws and regulations (if any), the implementation of PMHMETD must be carried out no later than 12 (twelve) months after the date of EGMS approval.

The implementation of PMHMETD will depend on and be subject to and will be carried out if it has obtained the approval of the Company's EGMS and obtained an effective statement from OJK on the PMHMETD registration statement which will be submitted by the Company with reference to the prevailing laws and regulations in the field of Capital Markets in Indonesia.

### **C. INDICATIVE USE OF PROCEEDS**

The Company plans to use the funds from the PMHMETD, after deducting the issuance costs, for loan repayment and for working capital purposes of the Company and/or PT Profesional Telekomunikasi Indonesia, a 99% owned subsidiary of the Company ("**Protelindo**"). The loans of the Company and/or Protelindo that will be repaid will be determined later. The use of proceeds for Protelindo as mentioned above will be implemented by the Company in accordance with OJK Regulation No. 42/POJK.04/2020 on Affiliated Transactions and Conflict of Interest Transactions.

Final and detailed information regarding the use of funds will be disclosed in the prospectus issued in connection with the PMHMETD which will be provided to the eligible shareholders in due time, in accordance with the prevailing laws and regulations in the field of Capital Market in Indonesia.

### **D. ANALYSIS OF THE EFFECT OF CAPITAL INCREASE ON THE COMPANY'S FINANCIAL CONDITION**

The PMHMETD plan carried out by the Company to refinance loans and for working capital purposes of the Company and/or Protelindo is part of the Company's efforts to strengthen the Company's capital structure in order to improve the performance and business growth of the Company and/or Protelindo. In the event that the Company's shareholders do not exercise their Pre-emptive Rights in the PMHMETD plan, the Company's shareholders' ownership will be diluted.

### **E. COMPLIANCE WITH APPLICABLE CAPITAL MARKET REGULATIONS**

PMHMETD will be implemented in accordance with POJK No. 32/2015. Therefore, the Company must have obtained the approval of the EGMS which will be held on October 25, 2024 or another date determined in accordance with applicable regulations. Then the Company will submit a Registration Statement and supporting documents to OJK and the Registration Statement must have obtained an effective statement from OJK before the PMHMETD is implemented, provided that the period between the date of approval of the EGMS until the effectiveness of the Registration Statement is not more than 12 (twelve) months.

This Information Disclosure is carried out to fulfill the provisions of POJK No. 32/2015 and is announced together with the EGMS Announcement through the Indonesia Stock Exchange website [www.idx.co.id](http://www.idx.co.id), eASY.KSEI which can be accessed through the link <https://akses.ksei.co.id> and the Company's website [www.ptsmn.co.id](http://www.ptsmn.co.id).

## **EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**

The Company has announced the plan to hold the EGMS through the Indonesia Stock Exchange's website, eASY.KSEI and the Company's website [www.ptsmn.co.id](http://www.ptsmn.co.id) on September 17, 2024 and the invitation to the EGMS will be made on October 2, 2024 in the same media. Meanwhile, the List of Shareholders containing the names of the Company's shareholders who are entitled to attend the EGMS is the List of Shareholders of the Company and or securities sub-account holders at the closing of stock trading on the stock exchange as of October 1, 2024. The EGMS will be held on October 25, 2024.

**If the PMHMETD does not obtain the approval of the EGMS, then the plan can only be resubmitted 12 (twelve) months after the EGMS.**

## ADDITIONAL INFORMATION

Shareholders who require additional information may contact the Company during business hours at the address:

**Corporate Secretary**  
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