

Tangerang, 27 Januari 2020 | January 27<sup>th</sup>, 2020

*\*) unofficial translations*

Nomor : 010/IR-CS/BS/D/I/2020  
Perihal : **Keterbukaan Atas Informasi atau Fakta Material PT Bumi Serpong Damai Tbk / Disclosure of Material Information or Facts of 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. 2-4  
Jakarta 10710

To:  
**FINANCIAL SERVICES AUTHORITY OF THE REPUBLIC OF INDONESIA**  
**Executive Head of Capital Market Supervisor**  
Gedung Sumitro Djojohadikusumo  
Jl. Lapangan Banteng Timur No. 2-4  
Jakarta 10710

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

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

Dengan hormat,

Dear Sirs,

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 Bursa Efek No. Kep-306/BEJ/07-2004, tanggal 19 Juli 2004 tentang 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:

*In compliance with (i) Financial Services Authority Regulation No. 31/POJK.04/2015 on Disclosure of Material Information or Facts by Issuers or Public Companies ("**POJK 31/2015**"); and (ii) Decree of the Board of Directors of Stock Exchange No. Kep-306/BEJ/07-2004, dated July 19<sup>th</sup>, 2004 on the Regulation No. I-E on Information Disclosure Requirement ("**IDX Regulation No. I-E**"), we, PT Bumi Serpong Damai Tbk (the "**Company**"), hereby submits the report on disclosure of material information or facts as follows:*

Nama Emiten/*Name of 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](mailto:corporate.secretary@sinarmasland.com)

Tanggal Kejadian : 23 Januari 2020

*Date of Event* : January 23<sup>rd</sup>, 2020

Jenis dan Uraian 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 menyelesaikan transaksi penerbitan obligasi senior

*Type and description of Material Information or 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 5.95% senior notes due 2025 in the principal amount of US\$300,000,000

(*senior notes*) berdenominasi Dolar Amerika Serikat (U.S. Dollar) dengan jumlah pokok sebesar US\$300.000.000 dengan bunga 5,95% dan jatuh tempo pada tahun 2025 ("**Surat Utang Baru**"), berdasarkan syarat dan ketentuan *indenture* tertanggal 23 Januari 2020 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 Baru ditawarkan di luar negeri dan di luar Amerika Serikat.

(the "**New Notes**"), pursuant to the terms and conditions under indenture dated January 23<sup>rd</sup>, 2020 by and between the Company, Bank of New York Mellon, London Branch as trustee and certain subsidiaries of the Company as subsidiary guarantors. The New 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 Perusahaan 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**"), PT Duta Cakra Pesona ("**DCP**") dan PT Trans Bumi Serbaraja ("**TBS**").

Description  
of  
Information  
of 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**"), PT Duta Cakra Pesona ("**DCP**") and PT Trans Bumi Serbaraja ("**TBS**").

Dana yang diperoleh Penerbit dari penerbitan Surat Hutang Baru, setelah dikurangi biaya-biaya terkait dengan penerbitan Surat Hutang Baru akan disalurkan ke dalam Global Prime Treasury Pte. Ltd., anak perusahaan yang dimiliki seluruhnya oleh Penerbit yang didirikan berdasarkan hukum negara Republik Singapura ("**GPT**"), melalui pengambil-bagian modal saham tambahan GPT dan efek bersifat ekuitas berkelanjutan (*perpetual capital securities*) yang

The net proceeds obtained by Issuer from the issuance of the New Notes, after deducting the estimated transaction expenses related to the issuance of the New Notes, will be contributed to Global Prime Treasury Pte. Ltd., a wholly-owned subsidiary of the Issuer, duly established under the laws of Singapore ("**GPT**"), by way of a subscription of additional ordinary shares in the capital of GPT and

akan dikeluarkan oleh GPT. Selanjutnya, GPT akan menyalurkan dana tersebut melalui pinjaman kepada Perseroan melalui pinjaman antar-perusahaan (*intercompany loan*), dan rencananya akan digunakan oleh Perseroan dan Penerbit untuk melunasi sebagian hutang Perseroan (yang mungkin termasuk pelunasan (melalui tender, penukaran, atau pembelian lainnya) dan pembatalan surat hutang yang jatuh tempo 2021 (yang dikenakan bunga sebesar 7,25%) atau pelunasan utang Perseroan dalam denominasi Rupiah pada atau sebelum jatuh tempo dan untuk modal kerja dan keperluan korporasi umum.

Nilai dari penerbitan Surat Utang Baru tidak melebihi 20% dari total nilai ekuitas Perseroan berdasarkan Laporan Keuangan Konsolidasian Perseroan untuk Periode Enam Bulan yang Berakhir 30 Juni 2019, 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.

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

Penerbitan Surat Utang 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 material event, information or facts towards operational activities, legal, financial condition, or business continuity of*

*perpetual capital securities to be 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 and Issuer to repay some of Company indebtedness (which may include repayment (by tender, exchange or other purchase) and cancellation of the senior notes due 2021 (which bears interest at a rate of 7.25%) or repayment of Company's Indonesia Rupiah denominated debt on or prior to maturity, and to and for Company's working capital and other general corporate purposes.*

*The value of the New Notes does not exceed 20% of the Company's net equity based on Consolidated Financial Statements of the Company for the Six-Months Periods Ended in 30 June 2019, as such it will not be construed as material transaction under Bapepam-LK Regulation No. IX.E.2, Attachment of Decision of Chairman of Bapepam-LK No. 614/BL/2011 dated November 28<sup>th</sup>, 2011 regarding Material Transactions and Change of Core Business Activities.*

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

atau  
Perusahaan  
Publik.

*the Issuer or  
Public  
Company.*

Keterangan  
lain – lain

Sehubungan dengan penerbitan Surat Utang 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, TBS 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, TBS to guarantee the repayment of the New Notes;*

(ii) Indenture antara Bank of New York Mellon, cabang London, Penerbit, Perseroan, SMW, SMT, SUM, MCG, GSU, PCP, STU, SUMT, PSP, SSL, BSS, BPM, DCP dan TBS;

*(ii) Indenture between Bank of New York Mellon, London branch Issuer, Company, SMW, SMT, SUM, MCG, GSU, PCP, STU, SUMT, PSP, SSL, BSS, BPM, DCP and TBS;*

(iii) *Subscription agreement* antara Penerbit dan GPT;

*(iii) Subscription agreement between Issuer and GPT;*

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

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

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

*(v) Intercompany loan, between GPT and the Company.*

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, tanggal 25 Nopember 2009 tentang Transaksi Afiliasi dan Benturan Kepentingan Transaksi Tertentu.

*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<sup>th</sup>, 2009 on Affiliated Transaction and Conflict of Interest on Certain Transactions.*



**BIG CITY, BIG OPPORTUNITY**

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

*We hereby conclude the report on disclosure of material information or 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 Financial Service Authority*
- Direksi dan Dewan Komisaris Perseroan/The Company's Directors and the Board of Commissioners*
- Ibu Naniwati Tanuwidjaja – PT Bank Permata Tbk*