

INFORMATION DISCLOSURE ON THE PLAN FOR SHARE BUYBACK OF PT ADARO ENERGY INDONESIA TBK (“The Company”)

This Information Disclosure on the plan for share buyback of the Company (hereinafter referred to as “**Information Disclosure**”) is made to present the explanation to the Company’s shareholders on the Company’s plan to buy back its shares which have been issued and listed on the Indonesia Stock Exchange (“**IDX**”) by referring to the Financial Services Authority (FSA) regulation number 30/POJK.04/2017 of 2017 on the Buy-back of Shares Issued by Public Companies (“**POJK No. 30/2017**”), FSA regulation number 15/POJK.04/2020 of 2020 on the Plan and Implementation of General Shareholders’ Meeting of Public Companies (“**POJK 15/2020**”) and Law number 40 of 2007 on Limited Liability Companies as amended by Government Regulation in Lieu of Law of the Republic of Indonesia number 2 of 2022 on Job Creation (“**UUPT**”) (“**Share Buyback**”).

Pursuant to article 2 of POJK No. 30/2017 in conjunction with article 37 point (1) letter b of UUPT, the total number of shares to be bought back by the Company shall not exceed 10% (ten percent) of the Company’s paid-up capital. Referring to the said provision and considering the fact that the Company is currently within the Share Buyback period based on FSA Regulation number 2/POJK.04/2013 on Share Buybacks of Issuers or Public Companies under Significantly Fluctuating Market Conditions (“**POJK 2/2013**”), the Company intends to buy back its shares for a maximum amount of Rp4,000,000,000,000 (four trillion rupiah). The Company will execute the share buyback within a period of no more than 18 (eighteen) months as of the approval date of the Annual General Meeting of Shareholders (“**AGMS**”) and will conduct the transactions through IDX.



PT Adaro Energy Indonesia Tbk

Business activities:

Operating head office activities and management consultation (for the businesses of subsidiaries operating in mining, excavation, mining support services, large-scale trading, logistics, warehousing, and logistics support activities, cargo handling (stevedoring), sea port service activities, plant agriculture, construction, engine repair and installation, power provision, water treatment, forestry and industry)

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This Information Disclosure is issued in Jakarta on April 4, 2023.

I. INTRODUCTION

This Information Disclosure is made by the Company with regard to its plan to buy back its shares for a maximum amount of Rp4,000,000,000,000 (four trillion rupiah). The share buyback will be executed in accordance with the provisions of POJK 30/2017, in which the number of shares to be repurchased shall not exceed 10% (ten percent) of the Company's paid-up capital or up to the maximum amount in accordance with the provision in case of share buybacks under significantly fluctuating market conditions based on POJK 2/2013, which is currently being implemented by the Company.

The Company will buy back its shares progressively within a period of 18 (eighteen) months as of the approval date of the Company's AGMS.

This Information Disclosure is made by the Company to fulfil the laws and regulations applicable in the capital market and to implement the transparency principle of a public company.

II. ESTIMATED SCHEDULE FOR SHARE BUYBACK EXECUTION

In accordance with POJK No. 30/2017, share buybacks shall be concluded at the latest within 18 (eighteen) months upon the date of the AGMS which grants approval for the share buyback. Therefore, considering that the AGMS will be held on May 11, 2023, and in the event that the agenda on the Company's Share Buyback is approved in the AGMS, the Share Buyback will be conducted as of May 12, 2023. The following are the key dates associated with the Share Buyback by the Company:

1	Annual General Meeting of Shareholders (" AGMS ") announcement to the Company's shareholders on the websites of IDX, eASY.KSEI, and the Company at www.adaro.com	April 4, 2023
2	Information Disclosure announcement on the Company's plan on Share Buyback on the websites of IDX, eASY.KSEI, and the Company at www.adaro.com	April 4, 2023
3	AGMS invitation to the Company's shareholders on the websites of IDX, eASY.KSEI, and the Company at www.adaro.com	April 19, 2023
4	AGMS to approve the Company's Share Buyback plan	May 11, 2023
5	Period of the Company's Share Buyback	18 months from May 12, 2023
6	Announcement of AGMS Minutes Summary	May 15, 2023

In the event that the fund allocated to the Company's Share Buyback has been entirely used and/or the maximum number of shares to be repurchased has been reached, the Company will release an information disclosure regarding the termination of the Share Buyback execution.

In 2021, the Company executed share buyback in significantly fluctuating market conditions in accordance with POJK 2/2013. The share buyback was executed with 4 (four) extensions; the last extension was in the period from September 16, 2022 to December 16, 2022. Within those share buyback periods, the Company bought back 1,000,000,000 (one billion) shares or 3.13% (three point one three percent) of the Company's total issued and fully paid-up capital.

In 2023, the Company executed another course of share buyback in significantly fluctuating market conditions in accordance with POJK 2/2013 from February 15, 2023 to May 15, 2023. In this share buyback period, the Company bought back 20,505,100 (twenty million five hundred five thousand and one hundred) shares or 0.06% (zero point zero six percent) of the Company's total issued and fully paid-up capital.

The number of shares bought back up to the date this information disclosure is released is 1,020,505,100 (one billion twenty million five hundred five thousand and one hundred) shares or 3.19% (three point one nine percent) of the Company's total issued and fully paid-up capital.

The implementation period of this share buyback based on POJK 30/2017 shall not intersect with the period of the share buyback in significantly fluctuating market conditions in accordance with POJK 2/2013, which is currently being implemented by the Company. Therefore, the Company will present an information disclosure on the termination of the share buyback based on POJK 2/2013 after obtaining shareholders' approval on the Share Buyback plan in the Company's AGMS on May 11, 2023.

III. EXPLANATION ON THE CONSIDERATION AND RATIONALE FOR SHARE BUYBACK

The Company's considerations for conducting Share Buyback are as follows:

- The Company has the opportunity and flexibility to conduct share buybacks at any time based on the market condition, within 18 (eighteen) months upon obtaining the AGMS approval on such Share Buyback plan.
- The Share Buyback plan is expected to increase the liquidity of the Company's share trading; hence the Company's share price is expected to indicate the Company's fundamental value.
- The Company expects that the execution the Share Buyback will provide good returns to the shareholders and strengthen the investors' confidence so that the Company's share price can represent the Company's actual fundamental condition.

IV. EXPECTATION ON THE DECREASE OF THE COMPANY'S INCOME AS A RESULT OF THE COMPANY'S SHARE BUYBACK AND THE IMPACT ON THE COMPANY'S FINANCING COSTS

The Company believes that the share buyback will not generate any adverse impact on its performance and income because the currently available profit and cash flows are sufficient to fulfill the required fund for executing the Company's share buyback.

V. PRO FORMA OF THE COMPANY'S EARNINGS PER SHARE AFTER THE EXECUTION OF THE PLAN FOR SHARE BUYBACK CONSIDERING INCOME REDUCTION

Under the assumption that the fund used for the Company's Share Buyback amounts to Rp4,000,000,000,000 (four trillion rupiah), which includes the transaction cost but excludes the commission fee for securities brokers and other fees incurring from the share buyback, the following is the Company's earnings per share (EPS) pro forma after the execution of the Share Buyback:

(in thousand of United States dollars)

For the Period Ending on December 31, 2022			
Remarks	Before Share Buyback	Impact	After Share Buyback
Total assets	10,782,307	(267,076)	10,515,231
Profit for the period	2,831,123	-	2,831,123
Equity	6,527,338	(267,076)	6,260,262
Basic EPS	0.08032		0.08075

Notes:

- The Company's share buyback for a maximum amount of Rp4,000,000,000,000 (four trillion rupiah)
- Exchange rate used is JISDOR as at March 31, 2023 or USD1= Rp14,977
- Securities brokerage commission fees are not included in the projection due to immateriality

VI. LIMIT IMPOSITION TO SHARE PRICES FOR THE PLAN OF SHARE BUYBACK

The Company's Share Buyback will be executed through IDX for share buyback offering prices lower than or equal to the price of the previously made transactions in accordance with the applicable regulations.

VII. METHOD FOR SHARE BUYBACK

1. The Company's share buyback will be executed through transactions in the regular market of IDX. The Company has appointed 1 (one) securities firm to execute its share buyback.
2. Any party who is:
 - a. a commissioner, director, employee, or major shareholder of the company;

- b. an individual who, due to their position or profession or relationship with the company, is possible to receive insider information; or
- c. no longer qualified as the party as specified in point (a) and (b) within a period of not more than 6 (six) months,

is prohibited from conducting any transaction on the Company's shares on the day intersecting with the period of Share Buyback or the period when the shares obtained from the buyback mechanism are sold back by the Company through the stock exchange.

VIII. MANAGEMENT DISCUSSION AND ANALYSIS ON THE IMPACTS OF THE PLAN FOR THE COMPANY'S SHARE BUYBACK ON THE COMPANY'S FUTURE BUSINESS ACTIVITIES AND GROWTH

1. With its currently solid financial position and performance, the Company believes that this share buyback will not generate any adverse impact on its future business activities and growth.
2. In the event that the Company uses up the entire budget for the share buyback to reach the maximum amount, its assets and equity will decrease maximum by Rp4,000,000,000,000 (four trillion rupiah).
3. The Company's share buyback will use the fund from the Company's internal cash because the Company currently has decent and sufficient capital and cash flows for financing its entire business activities and operations, capital expenditure and the share buyback.
4. The Company expects that the execution of the share buyback will generate good return for the shareholders and strengthen the investors' trust so that the Company's share price can represent the Company's actual fundamental condition.

IX. THE COMPANY'S PLAN FOR THE SHARES TO BE BOUGHT BACK

The Company will transfer the shares acquired from the buyback by complying with the applicable regulations, particularly POJK 30/2017.

X. GENERAL MEETING OF SHAREHOLDERS (GMS)

1. In respect of the Company's Share Buyback plan as explained in this Information Disclosure, the Company intends to obtain the approval from its shareholders in AGMS to be held on Thursday, May 11, 2023.
2. GMS must be attended by shareholders representing more than 1/2 (one half) of the total number of shares issued by the Company and the Company's Share Buyback plan must obtain approval from more than 1/2 (one half) of the total voting shares attending the AGMS.

XI. ADDITIONAL INFORMATION

The shareholders who need further information can contact the Company's Corporate Secretary during office hours at the following address:

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