

**DISCLOSURE OF INFORMATION OF PT RESOURCE ALAM INDONESIA TBK  
REGARDING THE DISTRIBUTION OF BONUS SHARES**

This disclosure of information is made and intended to fulfill the Financial Services Authority Regulations (“OJK”) Number 27/POJK.04/2020 dated 23 April 2020 concerning Share Bonuses (“POJK No. 27/2020”).



**PT RESOURCE ALAM INDONESIA TBK  
 (“Company”)**

**Main Business Activities**

Coal Mining, Wholesaling, Real Estate, and  
Holding Company Activities

**Located at**

Central Jakarta, DKI Jakarta, Indonesia

**OFFICE**

Bumi Raya Utama Group Building  
Jl. Development I No.3, Jakarta 10130  
Telephone: (021) 633 3036 (Hunting)  
(021) 39525530  
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Email: [info@raintbk.com](mailto:info@raintbk.com)

Disclosure of Information is addressed to the Company's shareholders in the context of implementing the Distribution of Bonus Shares (as defined below) taken from Treasury Shares (as defined below) of the Company.

The Extraordinary General Meeting of Shareholders (“EGMS”) will be held on December 7<sup>th</sup>, 2023 at 10.30 WIB at Sampoerna Strategic Square, Jakarta. The EGMS Notice and Invitation will be announced via the PT Bursa Efek Indonesia (“BEI”) website and the Company's website on October 31<sup>st</sup>, 2023 and November 15<sup>th</sup>, 2023 respectively.

THE COMPANY'S BOARD OF DIRECTORS AND BOARD OF COMMISSIONERS, ARE FULLY RESPONSIBLE FOR THE TRUTH AND COMPLETENESS OF THE INFORMATION AS DISCLOSED IN THIS DISCLOSURE OF INFORMATION , AND AFTER CARRYING OUT CAREFUL RESEARCH, AFFIRM THAT TO THE EXTENT OF THEIR KNOWLEDGE AND BELIEF THERE ARE NO MATERIAL IMPORTANT FACTS THAT HAVE NOT BEEN DISCLOSED OR OMITTED IN THIS DISCLOSURE OF INFORMATION THUS CAUSING THE INFORMATION PROVIDED IN THIS DISCLOSURE OF INFORMATION TO BE INCORRECT AND/OR MISLEADING.

## I. INTRODUCTION

With reference to OJK Regulation Number 30/POJK.04/2017 concerning the Buyback of Shares Issued by Public Companies ("**POJK No. 30/2017**") jo. Law Number 40 of 2007 concerning Limited Liability Companies ("**UUPT**"), the Company has carried out a buyback of shares issued by the Company in period I totaling 154,876,685 shares during the period October 29<sup>st</sup>, 2012 to April 28<sup>th</sup>, 2014 and Period 2 amounted to 25,000,000 shares during the period June 06<sup>th</sup>, 2014 to December 5<sup>th</sup>, 2015. Total share purchases for periods 1 and 2 amounted to 179,876,685 shares ("**Treasury Shares**").

Regarding these Treasury Shares, the Company has an obligation to carry out the transfer, in the manner and within the time period specified in POJK No. 30/2017.

Referring to Article 15 POJK No. 30/2017, a public company that still controls the shares resulting from the repurchase for a period of 3 (three) years from the completion of the share repurchase, the public company is obliged to start transferring the shares resulting from the repurchase within a maximum period of 2 (two) years in the manner and the time period specified in POJK No. 30/2017. Based on POJK No. 30/2017 the transfer of shares resulting from the buyback can be carried out by, among others: (i) implementing a share ownership program by employees and/or directors and commissioners (Article 17 point c. POJK No. 30/2017) and (ii) other means by Financial Services Authority approval (Article 17 point e. POJK No. 30/2017).

In order to carry out the transfer of Treasury Shares by distributing bonus shares to all shareholders, the Company refers to POJK No. 27/2020 ("**Distribution of Bonus Shares**").

For this reason, the Company has submitted a letter to the OJK requesting OJK approval accompanied by an explanation regarding the Company's plan to transfer Treasury Shares by distributing them as Bonus Shares through Letter Number 046/RAIN/X/23 dated October 27<sup>th</sup>, 2023 Regarding: Response to Request for Explanation of Transfer Return of Treasury Shares of PT Resource Alam Indonesia Tbk ("**Response Letter**").

Based on the Company's Response Letter, the Company is currently waiting for approval from the OJK to transfer the shares resulting from the buyback by distributing them proportionally to all shareholders.

If OJK gives its approval, the implementation of the distribution of Bonus Shares shall refer to Article 3 POJK No. 27/2020, namely Bonus Shares which are not Stock Dividends, derived from the capitalization of: (a) Share Premium; and/or (b) other elements of equity.

Furthermore, based on the provisions of Article 3 in conjunction with Article 9 POJK No. 27/2020, the distribution of Bonus Shares shall be carried out after obtaining approval from the Company's shareholders through the EGMS in accordance with the quorum requirements stipulated by the Company Law, related laws and regulations in the capital market sector, and the Company's articles of association.

In accordance with the provisions of Article 4 POJK No. 27/2020, the Company's Board of Directors announced this Disclosure of Information with the aim of providing more complete information and description to the Company's shareholders regarding the Company's plan to distribute Bonus Shares.

## II. DESCRIPTION OF THE DISTRIBUTION OF BONUS SHARES

### A. BACKGROUND TO THE DISTRIBUTION OF BONUS SHARES

The distribution of Bonus Shares that will be carried out by the Company is in order to fulfill the Company's obligation to transfer Treasury Shares whose term has expired.

Treasury shares are one of the equity components in the Company's consolidated financial statements ending on December 31<sup>st</sup>, 2022 which have been audited by the Public Accounting Firm Johan Malonda Mustika & Partners published on March 27<sup>th</sup>, 2023 ("**Financial Reports**").

Thus, the distribution of Bonus Shares to all Company shareholders taken from Treasury Shares refers to Article 3 in conjunction with Article 9 POJK No. 27/2020, namely Bonus Shares which are not Share Dividends, derived from the capitalization of: (a) Additional Paid in Capital; and/or (b) Other Equity Components.

The Bonus Share distribution transaction originating from Treasury Shares will be recorded as:

- i. deduction of Share Premium by the amount of treasury shares and deduction of retained Retained Earnings.
- ii. deduction of Treasury Shares at the acquisition price.

#### Adjustment Journal Entry

pasal 3 juctno pasal 9			
Saham bonus yang bukan merupakan Deviden Saham, berasal dari kapitalisasi Agio Saham atau Unsur Ekuitas Lainnya			
DR.	Agio Saham	39,100,000	
CR	Laba Ditahan	71,675,251,262	
	CR. Saham Treasury		71,714,351,262

#### Proforma of Changes in Equity Components

	USD	Rp.	PENYESUAIAN	Rp.	
Modal Saham	24,039,183	50,000,000,000		50,000,000,000	
Tambahan modal disetor/ Agio Saham	578,353	1,150,000,000	(39,100,000)	1,110,900,000	
Saham Treasury	(12,049,862)	(137,153,355,376)	71,714,351,262	(65,439,004,114)	
Selisih Kurs Penjabaran	(45,522,103)	(676,003,229,550)		(676,003,229,550)	
Laba Telah ditentukan	901,434	13,386,294,900		13,386,294,900	
Laba belum di tentukan	154,159,292	2,289,265,486,200	(71,675,251,262)	2,217,590,234,938	
Ekuitas pengendali	832,847	12,367,777,950		12,367,777,950	
	JUMLAH	122,939,144	1,553,012,974,124	0	1,553,012,974,124

**B. INFORMATION REGARDING THE BONUS SHARE DISTRIBUTION PLAN**

As explained above, the Bonus Shares that will be distributed in the Bonus Share Distribution implementation will all come from Treasury Shares and will be given to all shareholders proportionally according to their share ownership. If there are remaining Treasury Shares after the distribution of Bonus Shares, they will be used as part of the implementation of the share ownership program by management as approved at the EGMS on December 7<sup>th</sup>, 2023.

Details of the Bonus Shares that will be distributed are as follows:

Number of Treasury Shares		Number of Shares Distributed		Nominal Value per Share
Shares	Share Value	Shares	Share Value	
332,248,885	Rp.137,153,355,376,- or equivalent to USD 12,049,862	179,876,685	Rp.422,-	Rp.10,-

The number of Treasury Shares to be distributed is as follows:

- 170,000,000 shares will be distributed as share bonuses to shareholders proportionally.
- The remaining 9,876,685 shares will be distributed as Management Stock Option Plan (MSOP).

**C. BONUS SHARE DISTRIBUTION RATIO**

Taking into account the number of Treasury Shares to be distributed, the Company proposes to distribute Bonus Shares with the ratio that every 250 (two hundred and fifty) old shares will receive 9 (nine) Bonus Shares. Distribution of Bonus Shares is carried out by rounding down and the Company will not distribute shares with share ownership below the predetermined distribution ratio. If during rounding up there are undivided Treasury Shares, they will be kept back as Treasury Shares.

If the proposed distribution of Bonus Shares originating from Treasury Shares receives EGMS approval, then for every 250 (two hundred and fifty) shares of the Company registered on the Date of Determining the List of Shareholders Entitled to Bonus Shares on the date of distribution of Bonus Shares (Recording Date) will received 9 (nine) Bonus Shares.

**D. BASIS OF PRICING IN DISTRIBUTION OF BONUS SHARES**

Regarding determining the price of Bonus Shares to be distributed, the Company refers to Article 9 POJK No. 27/2020, which regulates that the number of shares distributed for Bonus Shares which are not Share Dividends is determined based on the nominal value of the shares. Based on the Company's deed, the nominal value of shares is Rp.10,- (ten Rupiah).

## **E. TAX TREATMENT OF BONUS SHARES**

Taxes on Bonus Shares will be treated in accordance with applicable tax regulations in Indonesia.

## **F. PROCEDURE AND PROCEDURES FOR DISTRIBUTION OF BONUS SHARES**

After the EGMS approves the proposal for the Distribution of Bonus Shares, the distribution of Bonus Shares is carried out using the following procedures and procedures:

### **Eligible Shareholders**

Shareholders who are entitled to receive bonus shares are Shareholders who are registered on the Company's shareholder register on December 19<sup>th</sup>, 2023 (Recording Date) taking into account the number of shares owned by such shareholders obtained based on share trading on the IDX no later than December 19<sup>th</sup>, 2023. (cum bonus).

### **Rounding**

If shareholders receive bonus shares in fractional form or do not reach one share, rounding down will be carried out for fractions greater than or less than half ( $> 0.5$  or  $\leq 0.5$ ).

### **Distribution of Bonus Shares**

The Company proposes the distribution of bonus shares as follows:

- a) For shareholders whose shares are placed in the collective custody of PT Kustodian Sentral Efek Indonesia, the bonus shares to which they are entitled will be distributed through securities accounts in securities sub-accounts in the name of shareholders on January 10<sup>th</sup>, 2024 (Distribution of Bonus Shares).
- b) For shareholders whose shares are still in script form, shareholders can take Bonus Shares starting January 10<sup>th</sup>, 2024 (Distribution of Bonus Shares) by submitting old share scripts to the Company's Securities Administration Bureau, namely:

### **PT EDI Indonesia**

Wisma SMR Lt 10 Jl Yos Sudarso Kav 89 Jakarta 14360

Tel +62 21 6505829 ext 8260-8262

Email: [bae@edi-indonesia.co.id](mailto:bae@edi-indonesia.co.id)

By bringing the following documents:

**For Individuals:**

1. Original valid proof of identity (KTP/SIM/Passport).
2. If authorized, you must bring the original power of attorney signed on a stamp, accompanied by a photocopy of the valid personal identity of the person giving the power of attorney and the original proof of personal identity that is still valid for the recipient of the power of attorney.

**For Legal Entities:**

1. Photocopy of the articles of association along with the latest changes to the composition of the management.
2. If authorized, you must bring the original power of attorney signed on a stamp, accompanied by a photocopy of the valid personal identity of the person giving the power of attorney (the authorized administrator) and bring the valid original proof of personal identity belongs to the recipient of the power of attorney.

**III. IMPORTANT DATES IN CONNECTION WITH THE DISTRIBUTION OF BONUS SHARES**

1	Notification of EGMS Agenda to OJK	:	October 24 <sup>th</sup> , 2023
2	Announcement of the EGMS via eASY.KSEI, the IDX and Company websites	:	October 31 <sup>st</sup> , 2023
3	Disclosure of Information on plans for Bonus Shares Distribution via the Stock Exchange and Company websites	:	October 31 <sup>st</sup> , 2023
4	Recorded date for shareholders who are entitled to attend the EGMS	:	November 14 <sup>th</sup> , 2023
5	Invitation for the EGMS via eASY.KSEI, the Stock Exchange and Company website	:	November 15 <sup>th</sup> , 2023
6	Implementation of the EGMS	:	December 7 <sup>th</sup> , 2023
7	Submission of summary of EGMS minutes along with announcement of schedule and procedures for Bonus Shares distribution via IDX and Company's website	:	At the latest December 11 <sup>th</sup> , 2023
8	Cum Bonus Shares in Regular and Negotiated Markets	:	December 15 <sup>th</sup> , 2023
9	Ex Bonus Shares in Regular and Negotiation Markets	:	December 18 <sup>th</sup> , 2023
10	Cum Bonus Shares in Cash Market	:	December 19 <sup>th</sup> , 2023
11	Recording Date in the Register of Shareholders for determining shareholders who are entitled to receive Bonus Shares	:	December 19 <sup>th</sup> , 2023
12	Ex Bonus Shares in the Cash Market	:	December 20 <sup>th</sup> , 2023
13	Distribution of Bonus Shares and Cash dividends	:	January 10 <sup>th</sup> , 2024
14	Bonus Share Distribution Report	:	January 24 <sup>th</sup> , 2024

#### **IV. ADDITIONAL INFORMATION**

Shareholders of the Company who require more detailed information regarding this Disclosure of Information , can contact us every day during the Company's working hours at:

***PT RESOURCE ALAM INDONESIA TBK***

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