

**DISCLOSURE OF INFORMATION TO SHAREHOLDERS OF
PT MERDEKA BATTERY MATERIALS TBK (the "COMPANY")**

This Information Disclosure to the shareholders (as defined below) is made to explain to the public in connection with a loan agreement made by and between the Company and PT Sulawesi Cahaya Mineral, which is the Company's Controlled Company.

The transaction is an Affiliated Transaction as stipulated in the Regulation of the Financial Services Authority of the Republic of Indonesia No. 42/POJK.04/2020 on Affiliated Transactions and Conflict of Interest Transactions.

THE INFORMATION STATED IN THIS DISCLOSURE OF INFORMATION MUST BE READ AND CONSIDERED BY THE SHAREHOLDERS OF THE COMPANY.

IF YOU HAVE ANY DIFFICULTY IN UNDERSTANDING THE INFORMATION STATED IN THIS DISCLOSURE OF INFORMATION, PLEASE CONSULT WITH YOUR LEGAL ADVISOR, PUBLIC ACCOUNTANT, FINANCIAL ADVISOR OR ANY OTHER PROFESSIONALS.

THE COMPANY'S BOARD OF COMMISSIONERS AND BOARD OF DIRECTORS STATE THAT ALL INFORMATION OR MATERIAL FACTS CONTAINED IN THIS INFORMATION DISCLOSURE IS COMPLETE AND TRUE AND NOT MISLEADING.

THE BOARD OF COMMISSIONERS AND THE BOARD OF DIRECTORS OF THE COMPANY STATE THAT THIS AFFILIATED TRANSACTION DOES NOT CONTAIN A CONFLICT OF INTEREST.



PT Merdeka Battery Materials Tbk

Business Activities

Holding company for a business group engaged in nickel and other mineral mining, processing and other related business activities that are vertically integrated

Domiciled in South Jakarta, DKI Jakarta, Indonesia

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This Disclosure of Information
is issued in Jakarta on 26 September 2023

DEFINITIONS

- “Affiliate”** : the parties referred to in Article 1 paragraph (1) UUPM, namely:
- a. family relationship due to marriage to the second degree, both horizontally and vertically, namely the relationship of a person with:
 1. husband or wife;
 2. parents of husband or wife and husband or wife of children;
 3. grandparents of husband or wife and husband or wife of grandchildren;
 4. a relative of the husband or wife and the husband or wife of the relative; or
 5. husband or wife of the relative of the person concerned.
 - b. family relationship by descent up to the second degree, either horizontally or vertically, which is the relationship of a person with:
 1. parents and children;
 2. grandparents and grandchildren; or
 3. the relative of the person concerned
 - c. the relationship between the party and the employee, director or commissioner of the party;
 - d. relationship between 2 (two) companies which is 1 (one) or more members of the same board of directors, management, board of commissioners or supervisors;
 - e. the relationship between the company and the party, either directly or indirectly, in any way, controls or is controlled by the company or the party in determining the management and/or policies of the company or the intended party;
 - f. relationship between 2 (two) or more controlled companies, either directly or indirectly, in any way, in determining the management and/or company policies by the same party; or
 - g. relationship between the company and the main shareholder, namely the party that directly or indirectly owns at least 20% (twenty percent) of the shares with voting rights from the company.
- “Conflict of Interest”** : The difference between the economic interest of a public company and the personal economic interest of members of the board of directors, members of the board of commissioners, principal shareholders, or Controllers that may be harmful to the public company concerned as defined in OJK Regulation 42/2020.
- “Indonesia Stock Exchange”** : Stock exchange as defined in Article 1 point 4 of Capital Market Law, in this case held by PT Bursa Efek Indonesia, domiciled in Jakarta.
- “Information Disclosure”** : This information disclosure is submitted to the Company's Shareholders in order to fulfill POJK 42/2020.
- “Consolidated Financial Statements”** : The Company's Interim Consolidated Financial Statements for the three-month period ended 30 June 2023 which were reviewed by the KAP (Public Accounting Firm) Tanubrata Sutanto Fahmi Bambang and Partners with the conclusion of nothing has come to accountant's attention that causes accountant to believe that the interim consolidated financial statements do not present fairly, in all material respects.
- “MOLHR”** : Minister of Law and Human Rights of the Republic of Indonesia.
- “Financial Services Authority” or OJK** : An independent state institution that has the functions, duties and powers of regulation, supervision, examination and investigation as defined in Article 1 point 1 of Law No. 21 of 2011 concerning the Financial Services Authority as amended by Law No. 4 of 2023 concerning the Development and Strengthening of the Financial Sector.

“Independent Appraiser” or KJPP	:	Public Appraiser Services Office of Iskandar and Partners, independent appraisers registered with the OJK who have been appointed by the Company to conduct an assessment of the fair value and/or fairness of the Transaction.
“Agreement”	:	Shareholder Loan Agreement made by and between the Company and SCM which is effective on 26 September 2023 together with any amendments, additions and substitutes, which may be subsequently made.
“Company”	:	PT Merdeka Battery Materials Tbk, domiciled in South Jakarta, is a publicly listed limited liability company whose shares are listed on the Indonesia Stock Exchange, which is established and operated under the laws of the Republic of Indonesia.
“Controlled Company”	:	A company which is directly or indirectly controlled by a public company as defined in POJK 42/2020.
“POJK 17/2020”	:	OJK Regulation No. 17/POJK.04/2020, enacted on 20 April 2020 regarding Material Transaction and Changes in Business Activities.
“POJK 42/2020”	:	OJK Regulation No. 42/POJK.04/2020, enacted on 1 July 2020 regarding Affiliated Transaction and Conflict of Interest Transaction.
“Rupiah” or Rp” or “IDR”	:	Reference to Rupiah which is the legal currency of the Republic of Indonesia.
“SCM”	:	PT Sulawesi Cahaya Mineral, domiciled in South Jakarta, is a limited liability company established and operated under the laws of the Republic of Indonesia.
“SOFR”	:	180-Day Average Secured Overnight Financing Rate (also known as “SOFR Averages and Index” or “SOFRAI”), as administered by the Federal Reserve Bank of New York (or a successor administrator) and published on its website.
“Affiliated Transaction”	:	Every activity and/or transaction carried out by a public company or a Controlled Company with an Affiliate of a public company or an Affiliate of a member of the board of directors, a member of the board of commissioners, a major shareholder, or a Controlling company, including every activity and/or transaction carried out by a public company or a Controlled Company for the benefit of Affiliates of public companies or Affiliates of members of the board of directors, members of the board of commissioners, major shareholders, or Controllers as defined in Article 1 number 3 POJK 42/2020.
“Conflict of Interest Transaction”	:	Transactions that are carried out by public companies or controlled entities with any party, both with Affiliates and parties other than Affiliates that contain a Conflict of Interest as defined in Article 1 number 5 POJK 42/2020.
“Material Transaction”	:	Transactions carried out by public companies or controlled companies that meet the value limit as stipulated in POJK 17/2020.
“USD”	:	Reference to United States Dollars which is the legal currency of the United States.
“Capital Market Law”	:	Law No. 8 of 1995 on Capital Market, as amended by Law No. 4 of 2023 regarding Development and Strengthening of the Financial Sector along with all of its implementing regulations.

INTRODUCTION

In order to comply with the provisions of POJK 42/2020, the Company's Board of Directors announced an Information Disclosure to provide information to the Company's Shareholders that effective on 26 September 2023,

the Company and SCM have entered into the Agreement as further elaborated in the Summary of Transaction below ("**Transaction**").

The Transaction carried out is an Affiliated Transaction as referred to in POJK 42/2020, in which SCM is the Company's Controlled Company. However, this Affiliated Transaction is not a Transaction with a Conflict of Interest as outlined in POJK 42/2020.

The Affiliated Transaction has complied with the procedures as outlined in Article 3 of POJK 42/2020 and has been executed by generally accepted business practices.

Following the provisions of Article 4 paragraph 1 of POJK 42/2020, this Transaction is an Affiliated Transaction that is required to use the service of an Independent Appraiser in determining the fairness of the Affiliated Transaction in which the fairness of the Transaction needs to be announced to the public. The Company has received the fair value for this Transaction based on the appraisal report from the KJPP Iskandar dan Rekan No. 00362/2.0118-00/BS/02/0596/1/IX/2023 dated 22 September 2023 regarding Fairness Opinion Report on the Proposed Loan Transaction to PT Sulawesi Cahaya Mineral by PT Merdeka Battery Materials Tbk ("**Appraiser's Report**").

Moreover, the Company is obliged to announce Information Disclosure to the public and submit the appraisal report along with other supporting documents to OJK no later than the end of the 2nd (second) business day after the date of the Transaction as referred in Article 4 of POJK 42/2020.

DESCRIPTION OF THE TRANSACTION

Information Regarding the Parties Involved

1. Company

The Company, domiciled in South Jakarta, was initially established under the name PT Hamparan Logistik Nusantara based on the Deed of Establishment No. 66 dated 20 August 2019, drawn up before Darmawan Tjoa, S.H., S.E., Notary in Jakarta, which has been approved by the MOLHR based on Decree No. 0041804.AH.01.01.TAHUN 2019 dated 22 August 2019 ("**Company's Articles of Association**").

According to Article 3 of the Company's Articles of Association, the purposes and objectives of the Company are to conduct business in the field of holding company activities and other management consulting activities.

To achieve the abovementioned purposes and objectives, the Company shall conduct main business activities as follows:

1. Holding Company Activities
Carrying out holding company activities, including ownership and/or control of its subsidiary group; and
2. Other Management Consulting Activities
Other management consulting activities where the main activity (as relevant) is providing advice, guidance, and business operational assistance and other organizational management issues, such as strategic and organizational planning; decisions related to finance; marketing objectives and policies; human resource planning, practices, and policies; scheduling planning and production control.

In executing the main business activities mentioned above, the Company may carry out the following business activities:

- (i) services provided as counselors and negotiators in designing corporate mergers and acquisitions; and
- (ii) providing services including advice, guidance, and business operational and other organizational management issues, such as strategic and organizational planning; decisions related to finance; marketing objectives and policies; human resource planning, practices and policies; scheduling planning and production control. The provision of these services includes financial assistance, advice, guidance and operation of various management functions, consulting on the management of agronomics and economic agriculture in agriculture and the like, design of accounting methods and procedures, cost accounting programs, budget control procedures, provision of funding, advice and assistance for businesses and community services in planning, organizing, efficiency and supervision, management information and others including infrastructure investment study services.

Capital Structure and Shareholders' Composition of the Company

The Company's Authorized Capital is divided into 350,000,000,000 (three hundred fifty billion) shares with a nominal value per share of IDR100 (one hundred Rupiah).

According to the Shareholders Register of the Company dated 31 August 2023 issued by PT Datindo Entrycom as Share Registrar of the Company, the shareholders of the Company are as follows:

Description	Number of Shares	Value (IDR)	(%)
A. Authorized capital	350,000,000,000	35,000,000,000,000	
B. Issued and fully paid-up capital			
1) PT Merdeka Energi Nusantara	53,931,431,000	5,393,143,100,000	49.94
2) Garibaldi Thohir	11,967,190,000	1,196,719,000,000	11.08
3) Huayong International (Hong Kong) Limited	8,149,060,000	814,906,000,000	7.55
4) Winato Kartono	6,796,280,000	679,628,000,000	6.29
5) Public (respectively under 5%)	27,151,458,900	2,715,145,890,000	25.14
Total of Issued and Fully Paid-up Shares	107,995,419,900	10,799,541,990,000	100.00
C. Portfolio Shares	242,004,580,100	24,200,458,010,000	

Composition of the Board of Commissioners and Board of Directors of the Company

Based on the Deed of Statement of Shareholders Resolutions on Amendments to the Articles of Association No. 145 dated 30 June 2023, drawn up by Muhammad Muazzir, S.H., M.Kn., as substitute for Jose Dima Satria, S.H., M.Kn., Notary in the Administrative City of South Jakarta, dated 30 June 2023, which has been notified to MOLHR based on Receipt of Notification on the Amendment to the Articles of Association No. AHU-AH.01.03-0029030 and Receipt of Notification on the Change of Company Data No. AHU-AH.01.09-0135091, both dated 6 July 2023, the composition of the Board of Directors and Board of Commissioners of the Company on the date of issuance of this Disclosure of Information is as follows:

Board of Commissioners

President Commissioner : Winato Kartono
Commissioner : Michael W. P. Soeryadjaya

Board of Directors

President Director : Devin Antonio Ridwan
Vice President Director : Jason Laurence Greive
Director : Titien Supeno
Director : Andrew Phillip Starkey

2. SCM

SCM, domiciled in South Jakarta, is a limited liability company established based on Deed of Establishment No. 12 dated 27 January 2010, made before Etty Roswitha Moelia, S.H., Notary in Jakarta, which has been approved by the MOLHR by virtue of Decree No. AHU-08010.AH.01.01.TAHUN 2021 dated 15 February 2010 ("**Deed of Establishment of SCM**"), whose articles of association were lastly amended based on Deed of Statement of Circular Resolutions in Lieu of Extraordinary General Meeting of Shareholders No. 16 dated 5 April 2023, drawn up before Darmawan Tjoa, S.H., S.E., Notary in Jakarta, which has been approved by the MOLHR by virtue of Decree No. AHU-0016812.AH.01.02.TAHUN 2022 dated 9 March 2022 and has been notified to the MOLHR as evidenced by the Receipt of Notification of the Amendment of Articles of Association No. AHU-AH.01.03-0049562 dated 5 April 2023 ("**Deed 16/2023**").

Based on the provisions of Article 3 of Articles of Association of SCM, the purpose and objective of SCM is to engage in the field of Nickel Ore Mining and Special Telecommunications Activities for Own Use.

To achieve the above-mentioned purpose and objective, SCM may carry out the following business activities:

- a. Nickel Ore Mining (ISIC 07295); and
- b. Telecommunications operation business which is specifically used for own purposes in terms of developing hobbies and self-training (ISIC 61992).

Capital Structure and Shareholders' Composition of SCM

In accordance with Deed of Statement of Circular Resolutions in Lieu of Extraordinary General Meeting of Shareholders No. 100 dated 26 March 2019, drawn up before Humberg Lie, S.H., S.E., M.Kn., Notary in North Jakarta, which has been notified to the MOLHR as evidenced by the Receipt of Notification of the Amendment of Articles of Association No. AHU-AH.01.03-0184506 dated 2 April 2019, capital structure and composition of shareholders of SCM are as follows:

Authorized Capital : IDR1,124,752,000,000.00
 Issued Capital : IDR514,222,500,000.00
 Paid up Capital : IDR514,222,500,000.00

No.	Shareholder's Name	Class of Shares	Number of Shares	Amount (IDR)	%
1.	PT Merdeka Industri Mineral	A	72,930	67,277,925,000	51.00
		B	168,300	194,975,550,000	
2.	HT Asia Industry Limited	A	70,070	64,639,575,000	49.00
		B	161,700	187,329,450,000	
Jumlah			473,000	514,222,500,000	100.00

Composition of the Board of Commissioners and Board of Directors of SCM

Based on Deed of Circular Resolutions in Lieu of Extraordinary General Meeting of Shareholders No. 24 dated 14 September 2023, drawn up before Darmawan Tjoa, S.H., S.E., Notary in Jakarta, which has been notified to the MOLHR as evidenced by the Receipt of Notification of the Change of Company's Data No. AHU-AH.01.09-0162880 dated 14 September 2023, the composition of the Board of Directors and the Board of Commissioners of SCM is as follows:

Board of Commissioners

President Commissioner : Xiang, Jinyu
 Commissioner : Devin Antonio Ridwan
 Commissioner : Andrew Phillip Starkey
 Commissioner : Lin, Jiqun
 Commissioner : Wang, Renhui

Board of Directors

President Director : Agus Superiadi
 Director : I Ketut Pradipta Wirabudi
 Director : Shi, Hongchao
 Director : Wu, Huadi
 Director : Zhang, Fan

Transaction Value

Pursuant to the Agreement, the total value of the Transaction is up to USD35,955,000 (thirty-five million nine hundred fifty-five thousand United States Dollars) plus the interest amount arising as stipulated in the Agreement. Therefore, the Transaction is not a Material Transaction as referred to POJK 17/2020 considering that the value of the Transaction does not reach 20% (twenty percent) of the Company's equity value in accordance with the Company's Consolidated Financial Statements.

Nature and Affiliated Relations with the Company

The nature of the affiliated relationship between the Company and SCM is as follows:

- a. SCM is a Controlled Company of the Company with shares owned both directly and indirectly through PT Merdeka Industri Mineral in the amount of 51.00% (fifty-one per cent); and
- b. there are members of the Board of Directors of the Company who also serves as members of the Board of Commissioners of SCM.

Summary of Agreement

Shareholder Loan Agreement effective on 26 September 2023

Parties:

1. The Company; and
2. SCM;

Scope of the Agreement:

Based on the Agreement, the Company as the lender and also as indirect holder of 51% of SCM's shares, agreed to provide financing fund up to USD35,955,000 (thirty-five million nine hundred fifty-five thousand United States Dollars) to SCM as borrower plus: (i) SOFR; and (ii) margin of 4.75% (four point seven five percent) per annum.

Thus, after the Agreement is effective, SCM can utilize the financing fund from the Company for working capital purposes, including among others, salary and wage costs, professional service fees, royalty fees to the state treasury, transportation and loading and unloading costs, maintenance and repair costs as well as mining costs.

Transaction Value:

The Transaction value is up to USD35,955,000 (thirty-five million nine hundred fifty-five thousand United States Dollars).

Applicable Law:

Law of the Republic of Singapore

Dispute Resolution:

Singapore International Arbitration Centre (SIAC)

SUMMARY OF APPRAISER'S REPORT

The Company has appointed KJPP as an independent appraiser in accordance with the work agreement proposal/contract letter No. 098.3/IDR/DO.2/Pr-FO/V/2023 dated 7 June 2023, to provide an assessment on and provide an opinion on the fairness of the Transaction.

Fairness Assessment Report on Transaction

The following is a summary of the KJPP's fairness assessment of the Transaction as stated in its report No. 00362/2.0118-00/BS/02/0596/1/IX/2023 dated 22 September 2023 as follows:

- (i) Transacting Parties

The transacting parties are the Company as the lender and SCM as the borrower.

(ii) Analysis Object of Fairness Opinion

The object of the fairness opinion is the proposed loan transaction to SCM by the Company.

(iii) Purpose and Objective of Fairness Opinion

The purpose of the Opinion is to provide a fairness opinion on the Transaction plan for the purpose of implementing the Transaction plan.

(iv) Main Assumptions and Limitation Conditions

- a) This Appraisal report is a *non-disclaimer* opinion.
- b) The appraiser reviewed the legal status of documents used in the appraisal process.
- c) The data and information come from trustworthy sources.
- d) The financial projection used is an adjusted financial projection that reflects the fairness of the financial projections made by management with the ability to achieve (*fiduciary duty*), if the appraisal uses financial projections.
- e) The appraiser is responsible for the implementation of appraisal and fairness of the financial projections.
- f) This appraisal report is disclosed to the public, except for confidential information, which may affect the Company's operations.
- g) The appraiser is responsible for this appraisal report and the conclusion of the final score.
- h) The appraiser obtained information on the legal status of the Appraisal Object from the Assignor.
- i) Other Assumptions and Limitation Conditions are disclosed in the report.

(v) Analysis Method of the Proposed Transaction

In accordance with the scope of appraisal, the approach and methods used are as follows:

- a) conducting transaction analysis;
- b) conducting a qualitative analysis of the proposed Transaction;
- c) conducting a quantitative analysis of the proposed Transaction;
- d) conducting an analysis of the guarantee related to the Transaction;
- e) conducting an analysis of the fairness of the transaction value; and
- f) conducting an analysis of other relevant factors.

(vi) Fairness Opinion

The amount of funds from the object of the Transaction in the form of a loan to SCM by the Company can be repaid on maturity date, thus it can be concluded that the amount of funds from the object of the Transaction is **fair**.

The analysis results of the loan interest rates from the Company as the lender imposed to SCM for working capital loans is within the range of similar loan interest rates from previous transactions, therefore it can be concluded that the loan interest rates imposed by the Company to SCM is **fair**.

The analysis results of the financial impact of the transaction that will be carried out are based on the analysis on the pro forma and the Company's financial projection, there is no value added contribution to the Company, however, by carrying out the transaction, the Company is able to ensure working capital needs of SCM in order to SCM is able to start its commercial operations immediately, and thus in accordance with the interests of Shareholders.

The analysis result of business considerations used by the Company's management related to the proposed Transaction which will be carried out for the interests of the shareholders is the Company as a shareholder of SCM is able to support working capital of SCM in order to able to start its commercial operations in accordance with the interests of the Shareholders.

In accordance with the conclusion of the analysis result above, KJPP is of the opinion that the Transaction is **fair** for the Company.

EFFECT OF THE TRANSACTION ON THE COMPANY'S FINANCIAL CONDITION

Effect of Transactions on the Company's Financial Condition

The table below shows an overview of the pro forma financial condition of the Company and its subsidiaries as of 31 March 2023 before and after carrying out the Transaction.

PT MERDEKA BATTERY MATERIALS Tbk dan Entitas Anak
Laporan Posisi Keuangan Proforma (USD.000)

Uraian	Sebelum Transaksi	Penyesuaian	Setelah Transaksi
	31 Mar 2023		31 Mar 2023
ASET			
Aset Lancar			
Kas dan setara kas	171.012	-	171.012
Piutang usaha	29.045	-	29.045
Piutang lain-lain	4.251	-	4.251
Persediaan - bag. lancar	142.538	-	142.538
Uang muka dan biaya dibayar di muka - bagian lancar	18.176	-	18.176
Pajak dibayar di muka - bagian lancar	19.878	-	19.878
Estimasi klaim pengembalian pajak	18.408	-	18.408
Jumlah Aset Lancar	403.307	-	403.307
Aset Tidak Lancar			
Uang muka dan biaya dibayar di muka - bagian tidak lancar	161.224	-	161.224
Uang muka investasi	6.114	-	6.114
Investasi pada entitas asosiasi	250	-	250
Aset tetap	987.004	-	987.004
Aset hak guna	6.773	-	6.773
Properti pertambangan	525.989	-	525.989
<i>Goodwill</i>	324.919	-	324.919
Pajak dibayar di muka - bagian tidak lancar	34.523	-	34.523
Aset pajak tangguhan	2.265	-	2.265
Aset tak berwujud - bersih	723	-	723
Aset tidak lancar lain-lain	11.267	-	11.267
Jumlah Aset Tidak Lancar	2.061.051	-	2.061.051
JUMLAH ASET	2.464.358	-	2.464.358

PT MERDEKA BATTERY MATERIALS Tbk dan Entitas Anak
Laporan Posisi Keuangan Proforma (USD.000)

Uraian	Sebelum	Penyesuaian	Setelah
	Transaksi		Transaksi
	31 Mar 2023		31 Mar 2023
LIABILITAS DAN EKUITAS			
Liabilitas Jangka Pendek			
Utang usaha	92.874	-	92.874
Utang lain-lain	44.748	-	44.748
Beban yang masih harus dibayar - bagian jangka pendek	32.200	-	32.200
Utang pajak	3.850	-	3.850
Pinjaman - bagian jangka pendek:			
Pinjaman	31.896	-	31.896
Liabilitas sewa	1.890	-	1.890
Jumlah Liabilitas Jangka Pendek	207.459	-	207.459
Liabilitas Jangka Panjang			
Beban yang masih harus dibayar - bagian jangka panjang	3.490	-	3.490
Pinjaman - setelah dikurangi bagian jatuh tempo setahun			
Pinjaman	655.345	-	655.345
Liabilitas sewa	3.942	-	3.942
Liabilitas pajak tangguhan	93.350	-	93.350
Liabilitas imbalan pasca-kerja	925	-	925
Provisi rehabilitasi, reklamasi dan penutupan tambang	6.524	-	6.524
Jumlah Liabilitas Jangka Panjang	763.576	-	763.576
JUMLAH LIABILITAS	971.034	-	971.034
Ekuitas			
Modal saham	662.509	-	662.509
Tambahan modal disetor	244.847	-	244.847
Penghasilan (rugi) komprehensif lain	(105)	-	(105)
Selisih nilai dari transaksi dengan kepentingan non-pengendali	(365)	-	(365)
Saldo (defisit) laba	12.994	-	12.994
Kepentingan non-pengendali	573.444	-	573.444
Jumlah Ekuitas	1.493.324	-	1.493.324
JUMLAH LIABILITAS DAN EKUITAS	2.464.358	-	2.464.358
Rasio Likuiditas dan Solvabilitas			
<i>Current Ratio</i>	194,40%		194,40%
<i>Debt to Equity Ratio</i>	65,03%		65,03%
<i>Debt to Asset Ratio</i>	39,40%		39,40%

DESCRIPTION, CONSIDERATIONS AND REASONS FOR THE TRANSACTION COMPARED WITH OTHER SIMILAR TRANSACTIONS WHICH ARE NOT PERFORMED WITH AFFILIATED PARTIES

By conducting the Transaction, it is expected that the aforesaid subsidiaries of the Company can conduct its business activities more efficiently, particularly for subsidiaries of the Company which have the same domiciles with the Company. Hence, it will improve the Company's financial performance indirectly, thus, in turn, can create an added value for the Company's Shareholders.

Furthermore, before the Transaction is conducted, the Company has also conducted an assessment by internal procedures using similar terms and conditions as if the Transaction is conducted with an unaffiliated party by applying similar terms and conditions with the Transaction, thus the Transaction is carried out in accordance with generally accepted business practices.

STATEMENT OF THE BOARD OF COMMISSIONERS AND BOARD OF DIRECTORS OF THE COMPANY

The Board of Commissioners and the Board of Directors of the Company, both individually and jointly, state that all material information related to the Transaction has been disclosed and the information is not misleading and the Transaction is not a Conflict of Interest Transaction as referred to in POJK 42/2020 and is not a Material Transaction as referred to in POJK 17/2020 because the Transaction value does not reach 20% (twenty percent) of the Company's equity value based on the Company's Consolidated Financial Statements for the financial period ended 31 March 2023 which was reviewed by the Public Accounting Firm Tanubrata Sutanto Fahmi Bambang and Partners.

The Company's Board of Directors stated that the Transaction has gone through the procedures owned by the Company as required in POJK 42/2020 to ensure that Affiliated Transactions have been carried out in accordance with applicable regulatory provisions and generally accepted business practices.

ADDITIONAL INFORMATION

For further information, you can contact the Company at the following address:

PT Merdeka Battery Materials Tbk
Corporate Secretary
Treasury Tower, 69th floor, District 8 SCBD Lot. 28
Jl. Jend. Sudirman Kav. 52-53, Senayan, Kebayoran Baru, South Jakarta 12190, DKI Jakarta, Indonesia
Telephone: +62 21 3952 5581
Facsimile: +62 21 3952 5582
Email: corsec@merdekabattery.com
Website: www.merdekabattery.com