

**INFORMATION DISCLOSURE TO SHAREHOLDERS
PT MERDEKA BATTERY MATERIALS TBK (“COMPANY”)
IN THE FRAMEWORK OF THE PLAN TO INCREASE CAPITAL BY PROVIDING
PRE-EMPTIVE RIGHTS**

This Information Disclosure was made and addressed to the Company's shareholders in order to comply with Financial Services Authority ("*Otoritas Jasa Keuangan/OJK*") Regulation No. 32/POJK.04/2015 concerning Increasing Public Company Capital by Providing Pre-emptive Rights as amended by OJK Regulation No.14/POJK.04/2019 concerning Amendments to OJK Regulation No. 32/POJK.04/2015 concerning Increasing Capital for Public Companies by Providing Pre-emptive Rights ("**POJK No. 32/2015**").



PT Merdeka Battery Materials Tbk

Main Business Activities:

Holding company for business groups engaged in nickel and other mineral mining, processing and other related business activities that are vertically integrated in the value chain of strategic minerals and raw materials for electric motor vehicle batteries.

Head Office:

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This Information Disclosure is important for the shareholders of the Company to read and pay attention to in order to make decisions regarding plans to increase capital by granting the Company pre-emptive rights.

If you have difficulty understanding the information as stated in this Information Disclosure or are unsure about making a decision, you should consult with a securities broker, investment manager, legal advisor, public accountant or other professional advisor.

Board of Directors and Board of Commissioners of the Company, both individually and jointly, are fully responsible for the completeness and correctness of all information or material facts contained in this Information Disclosure and confirm that the information stated in this Information Disclosure is correct and there are no errors. disclosure of material facts or no material facts not stated which could cause the material information in this Information Disclosure to be incorrect and/or misleading.

This Information Disclosure was published on 15 May 2024

IMPORTANT DATES AND ESTIMATED TIMELINES

The Company intends to Increase Capital by Granting Pre-emptive Rights to the Company's Shareholders ("PMHMETD I") with the estimated schedule as follows:

1. Notification of the Agenda for the Annual General Meeting of Shareholders ("**AGMS**") to OJK **6 May 2024**
2. Announcement of the plan to hold the AGMS to the shareholders of the Company via the PT Bursa Efek Indonesia ("Exchange") website, the eASY KSEI website, and the Company's website www.merdekabattery.com **15 May 2024**
3. Announcement of Information Disclosure regarding the PMHMETD I plan via the Stock Exchange website and the Company's website www.merdekabattery.com **15 May 2024**
4. Submission of proof of Information Disclosure announcement regarding the PMHMETD I plan on the Exchange website to the OJK **17 May 2024**
5. Last date for recording shareholders who are entitled to attend the AGMS ("**recording date**") **29 May 2024**
6. Invitation to the AGMS to the shareholders of the Company via the Exchange website, eASY KSEI website, and the Company website www.merdekabattery.com **30 May 2024**
7. Additional Information on Information Disclosure (if any) **19 June 2024**
8. Implementation of the AGMS **21 June 2024**
9. Announcement of the summary of the AGMS minutes via the Exchange website, eASY KSEI website, and the Company website www.merdekabattery.com **25 June 2024**
10. Submission of AGMS minutes to OJK and BEI **19 July 2024**

I. GENERAL

A. General Information About the Company

The Company, domiciled in South Jakarta, was initially established under the name PT Hamparan Logistik Nusantara based on Deed of Establishment No. 66 dated 20 August 2019, made before Darmawan Tjoa, S.H., S.E., Notary in Jakarta, which has been approved by the Minister of Law and Human Rights of the Republic of Indonesia ("**MOLHR**") based on Decree No. 0041804.AH.01.01.TAHUN 2019 dated 22 August 2019. The Articles of Association of the Company have been amended several times and most recently amended pursuant to the Deed of Statement of Shareholder Decisions on Amendments to the Articles of Association No. 14 dated 7 June 2023, made before Jose Dima Satria, S.H., M.Kn., Notary in Jakarta, which has been notified to the Minister of Law and Human Rights as stated in the Letter of Acceptance of Notification of Amendments to Articles of Association No. AHU-AH.01.03-0075675 dated 12 June 2023 and has been registered in the Company Register at the Ministry of Law and Human Rights of the Republic of Indonesia ("**Kemenkumham**") under No. AHU-0107657.AH.01.11.TAHUN 2023 dated 12 June 2023

Based on the provisions of Article 3 of the articles of association of the Company, the Company's aims and objectives are to engage in holding company activities and other management consulting activities. To achieve the aims and objectives mentioned above, the Company carry out the following business activities

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 assistance with advice, guidance and business operations and other management organizational issues, such as strategic and organizational planning; decisions relating to finances; marketing objectives and policies; human resource planning, practices and policies; scheduling planning and production control.

To achieve the main business activities mentioned above, the Company carry out the following business activities:

1. Providing services as counselors and negotiators in designing corporate mergers and acquisition; and
2. providing services including assistance with advice, guidance, and business operations and other management organizational issues, such as strategic and organizational planning; decisions relating to finances; 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 operations for various management functions, agronomic and agricultural economic management consultations in the agricultural and similar fields, design of accounting methods and procedures, cost accounting programs, budget monitoring 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.

B. Capital and Composition of Company Shareholder

The Authorized Capital of the Company is divided into 350,000,000,000 (three hundred and fifty billion) shares with a nominal value per share of IDR 100 (one hundred Rupiah). Based on List of Shareholders of the Company on 30 April 2024 issued by PT Datindo Entrycom as the Securities Administration Bureau of the Company, the capital structure and composition of the shareholders of the Company are as follows:

SHAREHOLDERS NAME	NUMBER OF SHARES	AMOUNT (Rp)	(%)
Authorized Capital	350,000,000,000	35,000,000,000,000	
Issued and Paid-up Capital			
1) PT Merdeka Energi Nusantara	54,045,287,677	5,404,528,767,700	50.04
2) Garibaldi Thohir	6,836,659,400	683,665,940,000	6.33
3) Huayong International (Hong Kong) Limited	8,149,060,000	814,906,000,000	7.55
4) PT Alam Permai	5,861,079,300	586,107,930,000	5.43
5) Winato Kartono	2,361,003,614	236,100,361,400	2.19
6) Masyarakat	30,742,329,909	3,074,232,990,900	28.46
Amount Issued and Paid-up Capital	107,995,419,900	10,799,541,990,000	100.00
Shares in portepel	242,004,580,100	24,200,458,010,000	

C. Composition of the Company's Board of Commissioners and Board of Directors

Based on the Deed of Shareholder Decision Statement No. 54 dated 16 January 2023 which has been notified to the MOLHR as stated in the Letter of Acceptance of Notification of Changes to Company Data No. AHU-AH.01.09-00275-3 dated 19 January 2023 and registered in the Company Register at the Kemenkumham under No. AHU-0012541.AH.01.11.Year 2023 dated 19 January 2023 in conjunction with Deed of Statement of Shareholders' Decision on Amendments to the Articles of Association No. 60 dated 20 February 2023 which has been notified to the MOLHR as stated in the Letter of Acceptance of Notification of Changes to Company Data No. AHU-AH.01.09-0093759 dated 20 February 2023 and registered in the Company Register at the Kemenkumham under No. AHU-0036466.AH.01.11.Year 2023 dated 20 February 2023 in conjunction with Deed of Shareholder Decision Statement No. 156 dated 30 June 2023 has been notified to the MOLHR as stated in the Letter of Acceptance of Notification of Changes to Company Data No. AHU-AH.01.09-0135091 dated 6 July 2023 and registered in the Company Register at the Kemenkumham under No. AHU-0126139.AH.01.11.Year 2023 dated 6 July 2023 in conjunction with Deed of Meeting Decision Statement No. 89 dated 20 October 2023 which has been notified to the MOLHR as stated in the Letter of Acceptance of Notification of Changes to Company Data No. AHU-AH.01.09-0179842 dated 31 October 2023 and registered in the Company Register at the Kemenkumham under No. AHU-0218000.AH.01.11.Year 2023 dated 31 October 2023, all made before Jose Dima Satria, S.H., M.Kn., Notary in Jakarta, the composition of the members of the Board of Directors and Board of Commissioners of the Company on the date this Information Disclosure was published is as follows following:

Board of Commissioners:

President Commissioner : Winato Kartono
Commissioner : Michael W. P. Soeryadjaya
Independent Commissioner : Dr. Didi Achjari, S.E., M.Com., Ak.

Board of Directors:

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

II. INFORMATION REGARDING PLANS TO INCREASE CAPITAL BY PROVIDING PRE-EMPTIVE RIGHTS

A. Maximum Number of Share Issuance Plans by Providing Pre-emptive Rights (“HMETD”)

The Company plans to conduct PMHMETD I in a maximum amount of 10% (ten percent) of the total number of shares issued and fully paid up by the Company on the date this Information Disclosure is published.

In the event that the deposit for new shares is made in a form other than money, the deposit in a form other than money must comply with the following provisions:

1. Directly related to the planned use of funds;
2. Using appraisers to determine the fair value of forms other than money used as deposits and the fairness of deposit transactions for new shares in forms other than money;
3. In the event that the deposit for new shares is in the form of a claim right to the Company which is compensated as a deposit for new shares, the claim right must be included in the last financial report of the Company which has been audited by an accountant; and
4. Comply with the provisions of other laws and regulations that regulate the deposit of shares in forms other than money and compensation for claim rights as deposits for new shares.

B. Estimated Capital Increase Implementation Period

In accordance with the provisions of Article 8 paragraph (3) POJK no. 32/2015, the period between the date of approval of the AGMS in relation to PMHMETD I until the effectiveness of the registration statement is no more than 12 (twelve) months. The Company plans to carry out additional capital within the 12 (twelve) month period.

The implementation of PMHMETD I will depend and be subject to, and will be carried out if approval has been obtained from the AGMS of the Company and an effective statement from the OJK regarding the registration statement for PMHMETD I submitted by the Company with reference to the applicable laws and regulations in Indonesia.

C. Analysis of the Effect of Additional Capital on Financial Condition and Shareholders

PMHMETD I was carried out by the Company to strengthen the capital structure of the Company, so as to provide the Company with additional funds to support the performance of the Company. If the shareholders of the Company do not exercise the HMETD they own in PMHMETD I, then the ownership of the shareholders of the Company will be subject to dilution with a maximum percentage of 9.1% of their total share ownership in the Company.

D. Estimated Fund Use Plan

The Company plans to use all net funds obtained from PMHMETD I (after deducting issuance costs), including for: general liquidity needs, capital expenditure, working capital and for business growth and/or development of the Company, its subsidiaries and associated entities (both which currently exists or will exist in the future), including but not limited to purchasing shares and/or assets, and/or investing in shares in one or more companies, and other appropriate transaction methods.

Final information regarding the use of funds will be disclosed in the prospectus issued in the context of PMHMETD I which will be provided to entitled shareholders in a timely manner, in accordance with applicable laws and regulations.

III. ADDITIONAL INFORMATION

To obtain further information regarding the matters mentioned above, the shareholders of the Company can contact the Company during the Company's working hours at the address below:

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