

AMENDMENT AND ADDITION TO INFORMATION DISCLOSURE TO SHAREHOLDERS

PT ABM INVESTAMA TBK.

(the “COMPANY”)

This Information disclosure is prepared in the framework of fulfilling Bapepam-LK Rule No. IX.E.2 concerning Material Transaction and Change of Core Business Activities and OJK Regulation No. 32/POJK.04/2014 dated 8 December 2014 concerning Plan and Implementation of General Meeting of Shareholders of Public Companies (“**OJK Regulation No. 32**”).



PT ABM INVESTAMA TBK.

Business Activities:

Operating in the fields of Integrated Resources and Infrastructure Services relating to Energy through Subsidiaries.

Domiciled in South Jakarta, Indonesia

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THIS INFORMATION DISCLOSURE IS IMPORTANT TO BE READ AND CONSIDERED BY THE SHAREHOLDERS OF THE COMPANY IN MAKING A DECISION CONCERNING A MATERIAL TRANSACTION.

IF YOU HAVE DIFFICULTIES TO COMPREHEND THE INFORMATION CONTAINED HEREIN OR ARE DOUBTFUL IN MAKING A DECISION, PLEASE CONSULT WITH A SECURITIES BROKER, INVESTMENT MANAGER, LEGAL COUNSEL, PUBLIC ACCOUNTANT, OR OTHER PROFESSIONAL COUNSELS.

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This Information disclosure is issued on 5 July 2017

DEFINITIONS

Public Accountant: Purwanto, Sungkoro & Surja, as independent auditor, which has conducted an audit on the Company's financial statements.

Securities Administration Bureau: PT Datindo Entrycom, as the Securities Administration Bureau of the Company.

Director: The incumbent member of the Board of Directors of the Company at the time this Information Disclosure is made.

Business Day: A day (other than Saturday or Sunday or public holiday stipulated by the government) where banks are open for business in Indonesia.

Information Disclosure: Information as set forth in this announcement and/or Information Disclosure, and any additional information that may be available.

Commissioner: The incumbent member of the Board of Commissioners of the Company at the time this Information Disclosure is made.

MOLHR: Minister of Law and Human Rights of the Republic of Indonesia.

Notes: The notes which will be issued by the Company in the maximum principal amount of US\$450,000,000.

Financial Services Authority or **OJK:** means an independent institution under Law No. 21 of 2011 on Financial Services Authority ("**OJK Law**"), which duties and authorities include regulating and supervising financial services activities in the sectors of banking, capital markets, insurance, pension funds, financing agencies, and other financial institutions, whereby since 31 December 2012, OJK had assumed the rights and responsibilities to perform regulatory and supervisory functions from Bapepam and/or Bapepam-LK in accordance with the provision of Article 55 of OJK Law.

Initial Purchaser: Initial purchaser of Notes which details will be disclosed within 2 Business Days after the issuance of Notes.

Shareholders: The Company's shareholders which names are listed in the Company's shareholders register issued by the Securities Administration Bureau.

Rule No. IX.E.2: Bapepam-LK Rule No. IX.E.2 Attachment of Chairman of Bapepam-LK Decree No. Kep-614/BL/2011 dated 28 November 2011, concerning Material Transaction and Change of Core Business Activities.

Company: PT ABM Investama Tbk., a limited liability company duly established and existing under and by virtue of the laws of the Republic of Indonesia, domiciled in South Jakarta, Indonesia.

Proposed Transaction: The proposed issuance of Notes by the Company in the maximum principal amount of US\$450,000,000 which represents 282.6% of the Company's equity value based on the Company's Financial Statements dated 31 December 2016 in accordance with Rule No. IX.E.2, where the Notes will be secured with a corporate guarantee from the Company's subsidiaries.

EGMS: The Company's extraordinary General Meeting of Shareholders scheduled to be held on Friday, 7 July 2017, with an agenda to, among others, approve the Proposed Transaction in relation to compliance to Rule No. IX.E.2.

SGX-ST : Singapore Exchange Securities Trading Limited, the stock exchange in Singapore.

US\$: United States Dollars, the currency of the United States.

U.S Securities Act : U.S. Securities Act of 1933 (as amended from time to time).

I. BACKGROUND

The information contained in this Information Disclosure is delivered to the Company's Shareholders in connection to the Proposed Transaction which will be done by the Company. The Notes will be issued and listed on SGX-ST in accordance with the provisions of Rule 144A and Regulation S of the U.S Securities Act. The Proposed Transaction which will be done constitutes an effort to obtain funds in the maximum principal amount of US\$ 450,000,000 which will be used by the Company to prepay its long term debt liabilities and to add working capital to the Company and its subsidiaries as well as to support the Company's and its subsidiaries' general financial needs.

The provision of corporate guarantee by the Company's subsidiaries for the benefit of the Notes holders which will be issued for the Proposed Transaction constitute an integral transaction with the Notes issuance and does not constitute a separated and sole transaction.

Referring to such explanation, we understand that the provision of corporate guarantee by the Company's subsidiaries in relation to fulfillment of obligations in relation to the Notes issuance constitute an affiliated transaction that, based on Rule No. IX.E.1, must be reported to OJK no later than two business days after the transaction. Nonetheless, this transaction does not constitute a conflict of interest as stipulated under Rule No. IX.E.1. Based on Rule No. IX.E.1, in the event that the amount of an affiliated transaction fulfills the criteria of a material transaction and there is no conflict of interest, then the Company is only required to fulfill the requirements of Rule No. IX.E.2.

The Proposed Transaction which will be done by the Company constitutes a Material Transaction as defined under Rule No. IX.E.2 where the Notes will be issued in the maximum principal amount of US\$ 450,000,000 which represents 282.6% of the Company's equity value based on the Company's Financial Statements dated 31 December 2016 in accordance with Rule No. IX.E.2. The Company's equity value as of 31 December 2016 was US\$ 159,213,924. In accordance with Rule No. IX.E.2, the Board of Directors of the Company must announce this Information Disclosure on at least one daily newspaper in Indonesian language with nationwide circulation to provide information to the Company's Shareholders on the Proposed Transaction which will be done by the Company which requires approval from the Company's EGMS. This Information Disclosure forms the basis of consideration for the Company's Shareholders in giving approval on the Proposed Transaction which will be proposed by the Company in the EGMS.

II. INFORMATION REGARDING THE PROPOSED TRANSACTION

A. THE PROPOSED TRANSACTION

1. Reasons and Background

The Company is engaged in the field of management consultancy services, including planning and design for development of business management, and rental services. The Company is an integrated energy company that performs strategic investments in energy-related sectors. The Company's business portfolio includes the fields of resources, services, and infrastructure, all of which are synergized to support the accomplishment of the Company's 2020 Vision, i.e. a balanced portfolio.

In order to settle loans and develop its business, the Company requires funds for production expansion and activities.

One of the available financing schemes is through issuance of Notes by the Company in the maximum principal amount of US\$450,000,000.

2. Benefits of the Proposed Transaction to the Company

The Company has a long term debt that is used to finance the Company and its subsidiaries' business activities. In relation to that matter, the Company will use the obtained proceeds to prepay its long term debt liabilities. Moreover, the remaining proceeds will also be used by the Company and/or its subsidiaries to add working capital to the Company and its subsidiaries as well as to support the Company's and its subsidiaries' general financial needs.

The principal payment of such loans will cause the Company and/or its subsidiaries' liquidity to become more flexible considering that the Notes do not have amortization over loan with fixed interest rate. Moreover, the Notes will also be used to finance the Company's general activities which will later increase the Company's liquidity and profit.

The Notes issuance will help to expose future financing options for the Company and/or the Company's subsidiaries to reach maximum growth in developing business activities and strategy from time to time.

3. Brief Summary of the Proposed Transaction.

a. Brief summary of the Notes that will be issued

The proposed Notes will be issued in the maximum principal amount of US\$ 450,000,000 which represents 282.6% of the Company's equity value based on the Company's Financial Statements dated 31 December 2016 in accordance with Rule No. IX.E.2. The Notes will be issued with a maximum Notes interest rate of 10% per year and with a maximum period 5 years or other period as may be agreed by the parties. The Notes' issuance is planned to be guaranteed with corporate guarantee from the Company's subsidiaries.

As generally applied to similar Notes, reasonable restrictions in the Notes will be applied to the Company and/or related subsidiaries, whereas such restrictions are commonly applied restrictions in similar transactions to protect the Notes holders, which will be governed in detail in the Indenture which will be executed by the Company and/or related subsidiaries, among others: (i) restriction to obtain new loan in case such loan does not satisfy certain financial ratio, (ii) restriction to sell assets in case such sell does not satisfy certain financial ratio, (iii) restriction to pledge the Company's asset which is not pledged to the Notes' holder. Such restrictions are subject to certain exceptions and qualifications as governed in detail within indenture and is still in negotiation process, which details will be disclosed through newspaper at the latest 2 (two) Business Days after the issuance of Notes.

The details of parties which purchase the Notes and summary of appraiser's report and the amount of borrowed fund, interest rate, and the value of guarantee will be disclosed through newspaper at the latest 2 (two) Business Days after the issuance of Notes.

b. Parties Involved in the Proposed Transaction

Parties involved in the Proposed Transaction include (i) the Company as the Issuer, (ii) the Initial Purchaser which details will be disclosed within 2 Business Days after the issuance of the Notes, and (iii) the Company's subsidiaries as the corporate guarantor.

c. Use of Proceeds¹

To prepay the Company and its subsidiaries' long term debt liabilities and to add working capital to the Company and its subsidiaries as well as to support the Company's and its subsidiaries' general financial needs.

¹ Based on the assumption that the principal amount of the Notes issuance shall be US\$ 450,000,000. The final percentage of use of proceed will be adjusted according the final amount of the Notes issuance which is subject to market condition.

The percentage of each of allocation use of proceeds for prepayment and the Company's work capital, are as shown below:

Use of Proceeds	Percentage (%)
The settlement of USD 385,113,600 Term Loan Facility Agreement dated 13 October 2016	66,2
The settlement of USD 30,000,000 Master Loan Agreement dated 27 June 2014	6,7
The Company's work capital and obligation's issuance expense	21,1

The following is the information on long term loans which will be settled with the proceeds from the Notes issuance:

1. USD 358,113,600 Term Loan Facility Agreement dated 13 October 2016

- Parties : i. The Company as the Borrower;
ii. Oversea-Chinese Banking Corporation Limited, PT Bank OCBC NISP Tbk and DBS Bank Ltd. as Mandated Lead Arranger;
iii. Oversea-Chinese Banking Corporation Limited, PT Bank OCBC NISP Tbk and DBS Bank Ltd, PT Bank Mandiri (Persero) Tbk. Singapore Branch, and PT Bank ANZ Indonesia as Lenders;
iv. Oversea-Chinese Banking Corporation Limited as Agent; and
v. PT Bank OCBC NISP Tbk as Security Agent.

Year of debt acquisition : 2016

Principal Amount and Interest : Until 31 March 2017, principal amount of USD 358,113,600 Term Loan Facility Agreement with accrued and unpaid interests of USD 311,368,127.

Maturity date : Final maturity date is 22 January 2021

Prepayment Conditions : Borrower may, with prior notification to the Agent at the latest 5 business days prior to the settlement date, pay whole or part of the loan on the last day of Interest Period.

Each Interest Period for the loan is 3 months or a shorter period as agreed between the Parties.

The prepayment shall not incur penalty to be paid by the Borrower.

2. USD 30,000,000 Master Loan Agreement dated 27 June 2014

- Parties : i. The Company as the Borrower; and
ii. Valle Verde Pte Ltd as Lender.

Year of debt acquisition : 2014

Principal Amount and Interest : Until 31 March 2017, principal amount of USD 30,000,000 Master Loan Agreement with accrued and unpaid interests of USD 30,158,002.

Maturity date : The loan shall be paid upon (i) the fifth year since the drawdown date, or (ii) the settlement of club facility deal dated 18 December 2013 (including its amendment) whichever comes first.

Prepayment Conditions : This loan will be settled upon the settlement of USD 358,113,600 Term Loan Facility Agreement, therefore no prepayment shall apply to this loan.

d. Effects to the Company's Financial Condition as a Result of the Proposed Transaction

By taking into consideration the possible realization of the maximum value of the issued Notes, the Company's liabilities may increase. The Notes issuance will extend loan maturity profile since the funds received from the Notes issuance will be used to settle loans.

4. Description of the Company

a. Brief Description

The company is a limited liability public company established based on and subject to the laws of the Republic of Indonesia, established under the name of PT Adiratna Bani Makmur, based on Deed of Establishment No. 01 dated 1 June 2006, made before Asih Wahyuni Martaningrum, S.H., Notary in Depok, which has been approved by MOLHR based on Decree No. 22790.HT.01.01.TH.2006 dated 3 August 2006, and announced in State Gazette No. 30 dated 14 April 2007, Supplement No. 3506/2007.

The Company's Articles of Association have been amended several times with the last amendment under Deed No. 9 dated 5 June 2015, made before Jose Dima Satria, SH., M.Kn., Notary in Jakarta, which has been notified to MOLHR pursuant to Notification Acknowledgement No. AHU.AH.01.03-0944984 dated 24 June 2015 and registered under Company Register at the Ministry of Law and Human Rights under No. AHU-3523760.AH.01.11.Tahun 2015 dated 24 June 2015 ("**Deed No. 9/2015**").

b. The Company's Capital Structure and Shareholding Composition

Based on Deed No. 163 dated 21 July 2011, made before Aulia Taufani, SH., a substitute Notary of Sutjipto, SH, in South Jakarta which has been approved by MOLHR based on Decree No. AHU-38025.AH.01.02.Tahun 2011 dated 28 July 2011 and registered under Company Register at the Ministry of Law and Human Rights under No.AHU-0062298.AH.01.09.Tahun 2011 dated 28 July 2011 in conjunction with Deed No. 45 dated 31 May 2012 made before Andalia Farida, SH., MH., Notary in Jakarta pursuant to Notification Acknowledgement No.AHU-AH.01.10-44783 dated 17 December 2012 and registered under Company Register at the Ministry of Law and Human Rights under No.AHU-0109347.AH.01.09.Tahun 2012 dated 17 December 2012, the Company's capital structure is as follows:

Authorized capital : Rp 4,680,000,000,000
Issued/paid-up capital : Rp 1,376,582,500,000
Nominal value per shares : Rp 500

Based on the Company's Shareholders Register dated 30 April 2017 issued by the Securities Administration Bureau, the Company's shareholding composition is as follows:

No.	Name	Number of Shares	Nominal Value (Rp)	Percentage (%)
1.	Valle Verde Pte Ltd	1,514,240,000	757,120,000,000	55.0
2.	PT Tiara Marga Trakindo	636,366,000	318,183,000,000	23.2
3.	Masyarakat	602,559,000	301,279,500,000	21.8
	Total	2,753,165,000	1,376,582,500,000	100.0

c. Management and Supervision

Based on Deed No. 46 dated 18 May 2016, made before Jose Dima Satria, SH., M.Kn., Notary in Jakarta, which has been accepted by MOLHR pursuant to Notification Acknowledgement No.AHU-AH.01.03-0050261 dated 20 May 2016 and registered under Company Register at the Ministry of Law and Human Rights under No.AHU-0062386.AH.01.11.Tahun 2016 dated 20 May 2016, the composition of the Board of Commissioners and Board of Directors of the Company is as follows:

Board of Commissioners

President Commissioner : Rachmat Mulyana Hamami
 Independent Commissioner : Arief Tarunakarya Surowidjojo
 Commissioner : Mivida Hamami

Board of Directors

President Director : Achmad Ananda Djajanegara
 Independent Director : Syahnun Poerba
 Director : Adrian Erlangga

d. Purposes, Objectives and Business Activities

Based on Deed No. 9/2015, the purposes and objectives of the Company are business management consultancy services, including planning and design for development of business management, and rental services.

e. Financial Data

Summary of the Company's material financial data is as follow:

	In US Dollars	
	31-Dec-16	31-Mar-17
CONSOLIDATED FINANCIAL POSITION		
Total Assets	1,073,182,119	1,070,111,114
Total Liability	913,968,195	898,712,579
Total Equity	159,213,924	171,398,535
CONSOLIDATED COMPREHENSIVE PROFIT AND LOSS		
Net Income	146,039,567	169,042,518

Business Revenue	16,293,067	29,081,443
Net Revenue	8,533,428	13,190,555

B. MATERIAL TRANSACTION

The Proposed Transaction which will be done by the Company constitutes a Material Transaction pursuant to Rule No. IX.E.2 where the transaction value in the maximum principal amount of US\$ 450,000,000 represents 282.6% of the Company's equity value based on the Company's Financial Statements dated 31 December 2016 which has been audited by the Public Accountant pursuant to Rule No. IX.E.2. Therefore, referring to Rule No. IX.E.2, the Proposed Transaction requires prior approval from the Company's EGMS.

Further, in consideration that the issued Notes will not be offered to any of the Company's affiliates, the Company will not perform any transaction with an affiliated party of the Company, therefore the Notes offering does not constitute a conflict of interest or an affiliated transaction provided under Rule No. IX.E.1. The provision of corporate guarantee by the Company's subsidiaries constitutes an affiliated transaction, however it does not constitute a conflict of interest under Rule No. IX.E.1.

III. INDEPENDENT PARTIES APPOINTED FOR THE TRANSACTION

The independent parties which will take part in the Proposed Transaction and have been appointed by the Company are as follows:

Independent Appraiser	:	KJPP Stefanus, Tonny Hardi & Rekan
Legal Consultant	:	Assegaf, Hamzah & Partners
Public Accountant	:	Purwantono, Sungkoro & Surja

IV. EXTRAORDINARY GENERAL MEETING of SHAREHOLDERS ("EGMS")

The Proposed Transaction requires the Company's EGMS approval which will be held on Friday, 7 July 2017 at 14.00 Western Indonesian Time until done at Hotel Veranda, Jl. Kyai Maja No.63, RT.6/RW.2, Kramat Pela, Kby. Baru, South Jakarta, Jakarta 12130.

Invitations for the EGMS will be issued on Thursday, 15 June 2017 in a newspaper in Indonesian language with nationwide circulation. If there is any Shareholder of the Company that is unable to attend the EGMS, such Shareholder is requested to fill in and return a Power of Attorney Form that is available at the Securities Administration Bureau's office, PT Datindo Entrycom, at Jl. Hayam Wuruk No.28, Jakarta 10120 Tel: 3508077, Fax: 3508078.

14 June 2017 at 16.00 is set as the date of the Shareholders Register ("**Recording Date**") to determine the shareholders of the Company who are entitled to attend and issue votes in the EGMS. The shareholders registered in the Recording Date are entitled to issue one vote for each share that they own to approve the Proposed Transaction.

The following are the important dates in relation to the EGMS of the Company:

EVENT	DATE
Announcement of EGMS in newspaper	31 May 2017
Publication Information Disclosure on the Proposed Transaction in newspaper	31 May 2017
Recording Date	14 June 2017
Invitation of EGMS in newspaper	15 June 2017
Announcement of Amendment and Addition to Information	05 July 2017

EVENT	DATE
Disclosure regarding the Proposed Transaction in newspaper.	
EGMS	07 July 2017
Announcement of EGMS results in newspaper	10 July 2017
Report to OJK and announcement in newspaper on EGMS results	10 July 2017

Pursuant to Article 11 of the Company's Articles of Association and OJK Regulation No. 32, the EGMS may be convened if attended by the shareholders or its authorized proxies representing more than 50% of the amount of issued shares with voting rights. The EGMS resolutions are valid and binding if such resolution is approved by more than 50% of the amount of shares with voting rights casted at the EGMS.

Based on Rule IX.E.2 number 2 letter a point g, in the event that the Proposed Material Transaction does not obtain EGMS approval, therefore a new proposal may be re-proposed in 12 months after the EGMS.

V. RECOMMENDATION OF THE BOARD OF DIRECTORS AND BOARD OF COMMISSIONERS

After conducting an exhaustive and comprehensive analysis, the Board of Directors and Board of Commissioners of the Company recommend all Shareholders of the Company to approve the Proposed Transaction at the EGMS to be held on Friday, 7 July 2017 since The Board of Directors and Board of Commissioners believe that the Proposed Transaction is in the best interests of the Company and the Shareholders of the Company.

VI. ADDITIONAL INFORMATION

If there are any further matters that a shareholder intends to ask in relation to the Proposed Transaction, please contact:

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 Email: corporate.secretary@abm-investama.co.id

Jakarta, 5 July 2017
 The Board of Directors of the Company