



11 February 2020

No. : 60/LK-COS/II/2020

Financial Services Authority (Otoritas Jasa Keuangan or "OJK")

Gedung Sumitro Djojohadikusumo, 3rd Floor

Jl. Lapangan Banteng Timur 2-4

Jakarta - 10710

**Attn.: Yth. Bapak Ir. Hoesen M.M
Executive Head of Capital Market Supervisor**

Dear Sirs

Subject: Report on Material Information or Facts

We hereby, for and on behalf of the company, submit the Report on Material Information and Facts as follows:

Name of Issuer : PT Lippo Karawaci Tbk. ("**Company**")
Scope of Business : Engages in real estate, including but not limited to real estate that is owned or leased, including business development, purchase, sale, rental and operation of real estate such as land, apartment buildings, malls, shopping centers, hospitals, conference halls, hospitality, sports facilities and supporting facilities, urban development, building development for self-operation; providing accommodation and providing food and drink; professional activity, scientific and technical activities; construction; transportation; trading; water management; waste water management; waste management and recycling; remediation activities; employment activities; and other supporting businesses, both directly and indirectly through investment or divestment of capitals in other companies.

Telephone : 021 2566 9000
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1.	Date of Event	10 February 2020
2.	Type of Material Information or Facts	The proposed issuance of additional U.S. Dollar senior notes in the aggregate principal amount of USD95,000,000 (ninety-five million United States

		<p>Dollar) 8.125% due 2025 (“Additional Notes”) by Theta Capital Pte. Ltd., a company established under the laws of Singapore, a wholly-owned subsidiary of the Company (“Theta”), which constitute as the further issuance of the U.S. Dollar senior notes in the aggregate principal amount of USD325,000,000 (three hundred and twenty-five million United States Dollar) 8.125% due 2025 issued by Theta on 22 January 2020 (“Initial Notes”).</p> <p>The Additional Notes will be used for redemption of the remaining U.S. Dollar senior notes in the aggregate principal amount of USD410,000,000 (four hundred and ten million United States Dollar) 7.00% due 2022 which was previously issued by Theta.</p> <p>Further, the Additional Notes will be listed in Singapore Exchange Securities Trading Limited (“SGX”).</p>
3.	Description of Material Information or Facts	<p>With reference to the OJK Regulation No. 31/POJK.04/2015 on Disclosure on Material Information or Facts by Issuers or Public Companies and Indonesia Stock Exchange Regulation No. I-E regarding Obligation on Information Submission, the Company hereby informs that:</p> <ul style="list-style-type: none"> - With regards to the proposed issuance of Additional Notes, on 10 February 2020 the Company has executed a Purchase Agreement with BNP Paribas, CIMB Bank Berhad, Labuan Offshore Branch, Citigroup Global Markets Singapore Pte. Ltd., Credit Suisse (Singapore) Limited and Deutsche Bank AG, Cabang Singapura, as the Initial Purchasers (“Purchase Agreement”). The Purchase Agreement was also signed by Theta as the issuer and several subsidiaries of the Company, namely PT Sentra Dwimandiri (“Sentra”), PT Wisma Jatim Propertindo (“Wisma”), PT Primakreasi Propertindo (“Prima”) and PT Megapratama Karya Persada (“Mega”). The Company, together with Sentra, Wisma, Prima and Mega will provide corporate guarantees in connection with the issuance of Additional Notes. - The completion of the proposed issuance of Additional Notes is subject to the market condition.



4.	The impact of such event, information or material facts towards operational activities, legal, financial condition, or business continuity of the Issuer or Public Company	The proposed issuance of Additional Notes will give a positive impact on the financial condition of the Company.
5.	Other Information	<p>By considering that: (i) the use of proceeds of the proposed issuance of Additional Notes is the same as the use of proceeds of the issuance of Initial Notes; and (ii) the financial statement used for the calculation of materiality threshold for Additional Notes is the same as the Initial Notes; therefore the calculation of the materiality threshold of the proposed issuance of Additional Notes will be calculated as a single series with the Initial Notes.</p> <p>Based on the above calculation, the total value of the Additional Notes and Initial Notes, is expected to be exceeding 20% but less than 50% of the Company's equity based on Financial Statements of the Company for the periods ended in 30 June 2019, limited reviewed by KAP Amir Abadi Jusuf, Aryanto, Mawar & Rekan as the Company's Public Accountant, thus the abovementioned transaction will be considered as a Material Transaction pursuant to Bapepam-LK Regulation No. IX.E.2 on Material Transaction and Amendment to Principal Business Activity, Attachment of the Decree of Capital Market Supervisory Board and Financial Board No. Kep-614/BL/2011 ("Regulation No. IX.E.2").</p> <p>In connection with the above, the Company will announce a disclosure information of the implementation of the transaction in accordance with the prevailing OJK regulations, including Regulation No. IX.E.2 at the latest two business days after the agreements relating to the issuance of New Notes are signed by the Company.</p>



Thus we submit this report. If there is any other material information that change the information presented in this letter, it will be immediately communicated.

Thank you for your attention and cooperation.

Sincerely,
PT Lippo Karawaci Tbk.

Ketut Budi Wijaya
President Director

Surya Tatang
Director

Copy to:
Board of Directors of PT Bursa Efek Indonesia (BEI)