

INFORMATION DISCLOSURE

In order to fulfill

**Regulation No. IX.E.1 About Affiliate Transactions and Conflict of Interests of Certain Transactions
Regulation No. 31 /POJK.04 /2015 concerning Information Disclosure of Issuers**

The Board of Commissioners and Directors of the Company, individually or jointly, are fully responsible for the completeness and correctness of all material information or facts contained in this Information Disclosure and affirm that the information disclosed in this disclosure is true and there is no material fact undisclosed which may cause material information in the disclosure of this information to be incorrect and / or misleading.



PT MARGA ABHINAYA ABADI TBK
(Company)

Main Business Activity:
Development and Accommodations

Based in Jakarta, Indonesia

Headquarter:
ITS Tower 3rd Floor - Nifarro Park
Jalan Raya Pasar Minggu No. 18, Jakarta 12510, Indonesia
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Information Disclosure in the framework of Lending Transactions to Subsidiaries with ownership of 99% (ninety nine percent) as follows:

- 1) PT Go Cell International Rp. 13.114.640.000,- (thirteen billion one hundred fourteen million six hundred and forty thousand Rupiah);
- 2) PT Lancar Makmur Sentosa Rp. 5.152.180.000,- (five billion one hundred fifty two million one hundred and eighty thousand Rupiah);
- 3) PT Dream Food Rp. 9.835.980.000,- (nine billion eight hundred thirty five million nine hundred and eighty thousand Rupiah)

Thus an Affiliated Transaction as referred to in Item 2 letter B number 5) of Regulation No. IX.E.1, Attachment of Decision of the Chairman of Bapepam and LK No. Kep-412 /BL /2009 dated 25 November 2009 concerning Affiliated Transactions and Conflicts of Interest on Certain Transactions and Material Transactions that are exempted as referred to in Item 3 letter a number 1) and 8) Regulation No. IX.E.2 Attachment of Decision of the Chairman of Bapepam and LK No. Kep-614 /BL/2011 dated 28 November 2011 concerning Material Transactions and Changes in Main Business Activities

This Information Disclosure is published in Jakarta, 31 July 2017

PT Marga Abhinaya Abadi

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PRELIMINARY

Based on Chapter II of the Prospectus issued for the Initial Public Offering of June 19th, 2017, the Acquisition of the Funds of the Initial Public Offering after deducted by cost of such issuances for the granting of loans to subsidiaries, among others, is as follows:

- 1) PT Go Cell International (GCI), a 99% (ninety-nine percent) subsidiary; shall be used for business expansion in the form of completion of the construction of the Allium and Arum Cepu Hotel, with maximum 28% (twenty eight percent) of the proceeds from the initial public offering
- 2) PT Lancar Makmur Sentosa (LMS), a 99% (ninety-nine percent) subsidiary; shall be used to repay a portion of LMS' loan principal for credit facility investment I from PT Bank Negara Indonesia (Persero) Tbk, with maximum 11% (eleven percent) of the proceeds from the initial public offering
- 3) PT Dream Food (DF), a 99% (ninety-nine percent) subsidiary; shall be used for business expansion in restaurant development with maximum 21% (twenty one percent) of the proceeds from the initial public offering

In addition, it is stated that in the event of the use of such funds result in the occurrence of affiliate transactions and /or conflicts of interest, the Company will comply with the provisions in Rule Number IX.E.1 regarding Affiliated Transactions and Conflicts of Interest on Certain Transactions.

The amount of Public Offering Fund received by the Company after deducting its emission fee is Rp. 46,838,000,000.- Therefore, as realization of the proceeds of the Public Offering, the Company has granted loans to:

- 1) PT Go Cell International Rp. 13.114.640.000,- (thirteen billion one hundred fourteen million and six hundred forty thousand Rupiah);
- 2) PT Lancar Makmur Sentosa Rp. 5.152.180.000,- (five billion one hundred fifty two million and one hundred eighty thousand Rupiah);
- 3) PT Dream Food International Rp. 9.835.980.000, - (nine billion eight hundred thirty five million and nine hundred eighty thousand Rupiah)

With due regard to the equity of the Company as of December 31st, 2017, amounting to Rp. 95.261.000.000,- (ninety five billion two hundred and sixty one million Rupiah) as described in the Consolidated Financial Statement of the Company and Subsidiaries for the year ending December 31st, 2016, audited by the Public Accounting Firm Kosasih, Nurdiyaman, Mulyadi, Tjahjo & Associates, signed by Emanuel H. Pranadjaja, CA, CPA Accountant, with Report No. KNMT & R-C2-19.05.2017 / 01, the loan is equivalent to 29.52% (twenty-nine point fifty two percent) of the equity of the Company. Therefore, it is an Exempt Material Transaction as referred to in Item 3 letter a number 1) and 8) of Regulation IX.E.2 Attachment of Decision of the Chairman of Bapepam and LK No. Kepp-614 /BL /2011 dated 28 November 2011 regarding Material Transactions and Changes of Main Business Activities.

This information disclosure is submitted in compliance with Item 3 Letter b of Regulation no. IX.E.2 and Item 2 Letter b of Regulation No. IX.E.1 which is reported no later than 2 (two) business days after the transaction.

PT Marga Abhinaya Abadi

INFORMATION ON LOANS GIVEN TO SUBSIDIARIES

Background of Transaction Plan

Lending to Subsidiaries is an exercise of the use of the proceeds of the Initial Public Offering conducted in June 2017 as described in Chapter II of the Prospectus issued by the Company on June 19th, 2017, in the framework of the Initial Public Offering.

A. Description of Loans to PT Go Cell International (GCI)

Description of PT Go Cell International (GCI)

GCI was established in 2011, the latest amendment of CGI's Articles of Association is as stated in PT GO Cell International (GCI) Meeting Decision Statement Act No. 21 dated February 14th, 2017, made before Siti Rayhana, SH, Notary in Tangerang Regency, which deed has been approved by the Minister of Law and Human Rights of the Republic of Indonesia based on Decree No. AHU-0005079.AH.01.02.Year 2017 dated February 28th, 2017, and has been registered in Company Register No. AHU-0027550.AH.01.11.Tahun 2017 dated February 28th, 2017.

Office Address : ITS Tower 3rd Floor - Nifarro Park, Jalan Raya Pasar Minggu No. 18, Jakarta 12510, Indonesia
 Phone Number : +62 21 2279 0880
 Fax Number : +62 21 2279 0881
 Business Activities : Field of Services, particularly in the field of Trade, Industry, Development, Land Transportation, Agriculture, Printing, Workshop; and Services In General.

Capital and Shareholder Structure

The latest composition of GCI's capital and shareholding composition based on Deed No. 55 dated April 29th, 2015, made before Siti Rayhana, S.H., Notary in Tangerang Regency is as follows:

Description	Number of Shares	Nominal Value (Rp 1.000.000,-)	%
Authorized Capital	50.000	50.000.000.000	
Issued and Fully Paid Capital:			
1. Company	49.500	49.500.000.000	99,00
2. Adrian Bramantyo	500	500.000.000	1,00
Total Issued and Fully Paid Capital:	50.000	50.000.000.000	100.00
Number of Shares In Portepel	-	-	

Composition of the Board of GCI

Based on GCI Meeting Decision Statement Act No. 21 dated February 14th, 2017, made before Siti Rayhana, SH, Notary in Tangerang Regency, and at the time of this Disclosure the composition of the Board of Commissioners and Directors of the Company is as follows:

PT Marga Abhinaya Abadi

Board of Commissioners

Commissioner : Yunoviarti Risawardhani

Board of Directors

Director : Lola Arieza

Description of Loans to GCI

Object

Debt Agreement dated July 27th, 2017, signed by the Company and GCI to be used for business expansion in the form of completion of the construction of Allium and Arum Cepu Hotel.

Value

The Company provides loans to GCI in the amount of Rp. 13,114,640,000,- (thirteen billion one hundred fourteen million and six hundred forty thousand Rupiah).

With due regard to the equity of the Company as of December 31st, 2017, amounting to Rp. 95.261.000.000,- (ninety five billion two hundred and sixty one million Rupiah) as described in the Consolidated Financial Statement of the Company and Subsidiaries for the year ending December 31st, 2016, audited by Public Accounting Firm Kosasih, Nurdiyaman, Mulyadi, Tjahjo & Associates, signed by Emanuel H. Pranadjaja, CA, CPA Accountant, with report No. KNMT & R-C2-19.05.2017 / 01, the loan to GCI is equivalent to 13.77% (thirteen point seventy seven percent) of the equity of the Company. Thus does not achieve the material value as referred to in Regulation No. IX.E.2 Attachment of Decision of the Chairman of Bapepam and LK No. Kep-614 / BL / 2011 dated 28 November 2011 concerning Material Transactions and Changes in Primary Business Activities.

Debt Agreement Requirements:

1. The Company as creditor agrees to grant loan to GCI to be used for the expansion of its business to complete the construction of the Allium and Arum Cepu Hotel, with loan amounting to Rp. 13.114.640.000,- (thirteen billion one hundred fourteen million and six hundred forty thousand Rupiah)
2. Term of loan shall be 2 (two) years since the Receivable Payable Agreement is signed or until June 27th, 2019.
3. GCI shall pay interest of the loan to the Company with fixed interest rate 12% (twelve percent) per annum payable monthly from the remaining loan since the date of the Debt Agreement is signed.
4. The Company agrees that GCI may repay the loan by converting the loan into the Company's capital contribution to GCI provided that the conversion of the shares is required to obtain the approval of all shareholders through the GCI General Meeting of Shareholders (AGMS).

The Parties Involved in the Transaction Plan

1. The Company
2. GCI

Nature of Affiliate Relationship

Affiliate relationships in terms of ownership

- The Company is the main shareholder of GCI with 99% ownership (ninety nine percent)
- Mr. Adrian Bramantyo is a shareholder of the Company with ownership of 0.40% (zero point four percent), which is also a shareholder of GCI with ownership of 1% (one percent)

PT Marga Abhinaya Abadi

Affiliate relationship in terms of Management

- Ms. Lola Arieza is Director of the Company who also serves as Director of GCI.
- Mr. Adrian Bramantyo is President Director of the Company and shareholder of GCI with 1% ownership

B. Description of Loans to PT Lancar Makmur Sentosa (LMS)

Description of PT Lancar Makmur Sentosa (LMS)

LMS was established in 2007, the latest amendment of the Articles of Association is as stated in the Meeting Decision Statement Act of PT Lancar Makmur Sentosa No. 44 dated February 29th, 2016, made before Siti Rayhana, SH, Notary in Tangerang Regency, which deed has been approved by the Minister Law and Human Rights of the Republic of Indonesia based on Decision Letter No. AHU-0004489.AH.01.02. Year 2016 dated March 08th, 2016, and has been registered in the Company Register No. AHU-0029685.AH.01.11.Year 2016 dated March 08th, 2016 and has been received and recorded in Sisminbakum database of the Directorate of General Law Administration in the Department of Law and Human Rights of Republic of Indonesia in accordance with i) Letter No. AHU-AH.01.03-0029432 dated March 08th, 2016 regarding Acceptance of Notification of Amendment of Company's Articles of Association and has been registered in List of Company No. AHU-0029685.AH.01.11.Year 2016 dated March 08th, 2016 and ii) Letter No. AHU-AH.01.03-0029433 dated March 08th, 2016, regarding Acceptance of Notification of Data Changes of the Company and has been registered in the Company Register No. AHU-0029685.AH.01.11.Year 2016 dated March 08th, 2016.

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Surabaya, East Java

Phone Number : + 62 31 99044575

Business Activities : Field of Development, Trade, Industry, Land Transportation,
Agriculture, Printing, Workshop; and Services In General.

Capital and Shareholder Structure

The latest composition of capital and shareholding of LMS based on Deed No. 44 dated February 29th, 2016 is as follows:

PT Marga Abhinaya Abadi

Description	Number of Shares	Nominal Value (Rp 1.000.000,-)	%
Authorized Capital	500.000	500.000.000.000	-
Issued and Fully Paid Capital:			
1. Company	326.700	32.670.000.000	99.00
2. Laksmi Dyah Anggraini	3.300	3.300.000.	1.00
Total Issued and Fully Paid Capital:	330.000	33.000.000.000	100.00
Number of Shares In Portepel	170.000	17.000.000.000	-

Composition of LMS Management

Based on Meeting Decision Statement Act of PT Lancar Makmur Sentosa No. 20 dated 14 February 2017. *jo.* Meeting Decision Statement Act No. 31 dated February 23th, 2017, both made before Siti Rayhana, S.H., Notary in Tangerang Regency, the composition of the Board of Commissioners and Directors of the Company at the time of this Disclosure of Information are as follows:

Board of Commissioners

Commissioner : Yunoviarti Risawardhani

Board of Directors

Director : Djoko Triyono

Description of Loans to LMS

Object

Debt Agreement dated July 27th, 2017, signed by the Company and LMS to be used by LMS to pay a portion of LMS' loan principal for credit facility investment I from PT Bank Negara Indonesia (Persero) Tbk

Value

The Company provides loans to LMS in the amount of Rp. 5.152.180.000,- (five billion one hundred fifty two million and one hundred eighty thousand Rupiah).

With due regard to the equity of the Company as of December 31st, 2017, amounting to Rp. 95.261.000.000,- (ninety five billion two hundred and sixty one million Rupiah) as described in the Consolidated Financial Statement of the Company and Subsidiaries for the year ending December 31st, 2016, audited by the Public Accounting Firm Kosasih, Nurdiyaman, Mulyadi, Tjahjo & Associates, signed by Emanuel H. Pranadjaja, CA, CPA Accountant, with report No. KNMT & R-C2-19.05.2017 / 01, loan given to LMS is equal to 5.40% (five point forty percent) of the Company's equity. Thus does not achieve the material value as referred to in Regulation No. IX.E.2 Attachment of Decision of the Chairman of Bapepam and LK No. Kep-614 / BL / 2011 dated 28 November 2011 concerning Material Transactions and Changes in Primary Business Activities.

Debt Agreement Requirements:

1. The Company as creditor agrees to grant loan to LMS that will be used to pay a portion of LMS' loan principal for credit facility investment I from PT Bank Negara Indonesia (Persero) Tbk, with total loan amount of Rp. 5.152.180.000,- (five billion one hundred fifty two million and one hundred eighty thousand Rupiah)
2. Term of loan shall be 2 (two) years since the Receivable Payable Agreement is signed
3. LMS is required to pay interest on the loan to the Company with fixed interest rate of 12% (twelve percent) per annum payable monthly from the remaining loan since the date of the Debt Agreement is signed.
4. The Company agrees that LMS is able to repay the loan by converting the loan into the Company's capital contribution to LMS provided that the conversion of the shares shall obtain the approval of all shareholders through the LMS General Meeting of Shareholders (AGMS).

The Parties Involved in the Transaction Plan

1. The Company
2. LMS

Nature of Affiliate Relationship

Affiliate relationships in terms of ownership

- The Company is the major shareholder of LMS with 99% (ninety nine percent) ownership
- Ms. Laksmi Dyah Anggraini is shareholder of the Company with ownership of 0.40% (zero point forty three percent) and LMS shareholder with 1% ownership (one percent)

Affiliate relationship in terms of Management

- None

C. Description of Loans to PT Dream Food (DF)

Description of PT Dream Food (DF)

DF was established in 2011, the latest amendment of Articles of Association with the Deed of Statement of the Resolutions of Extraordinary General Meeting of Shareholders of PT Dream Food No. 01 dated April 2nd, 2014, made before Beby Pudjiarti Perwita Sari, SH, M.Kn., Notary in Jakarta, deed which has been accepted and recorded in the database of Sisminbakum Directorate of General Law Administration of the Department of Law and Human Rights of the Republic of Indonesia respectively in accordance with i) Letter No. AHU-00653.40.21.2014 dated 21 April 2014 Acceptance Notification concerning amendments of the Company and has been registered in the Company Register No. AHU-00653.40.21.2014 April 21st, 2014 and ii) Letter No. AHU-03594.40.22.2014 dated 21 April 2014 regarding Acceptance Notification of Change Data Company and has been registered in the Company Register No. AHU-03594.40.22.2014 date April 21st, 2014.

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PT Marga Abhinaya Abadi

Business Activity : Large Trade Sector (imports of merchandise, snacks, non-alcoholic beverage, cakes), restaurants and bars

Capital Structure and Shareholder Structure

The latest composition of DF's capital and shareholding composition based on Deed No. 32 dated February 23rd, 2017, made before Siti Rayhana, S.H., Notary in Tangerang Regency, is as follows:

Description	Number of Shares	Nominal Value (Rp 1.000.000,-)	%
Authorized Capital	1.000.000	9.035.000.000	
Issued and Fully Paid Capital:			
1. Company	445.500	4.025.092.500	99
2. Adrian Bramantyo	4.500	40.657.500	1
Total Issued and Fully Paid Capital:	450.000	4.065.750.000	100
Number of Shares In Portepel	550.000	4.969.250.000	

Composition of DF Management

Based on Deed of Decision of DF Meeting No. 25 dated April 26th, 2017, made before Siti Rayhana, SH, Notary in Tangerang Regency, which deed has been received and recorded in Sisminbakum database of Directorate of Legal Administration of the Department of Justice and Human Rights of the Republic of Indonesia with Letter No. AHU-AH.01.03-0131419 dated April 27th, 2017, regarding Acceptance of Notification of Data Changes of the Company and has been registered in the Company Register No. AHU-0055163.AH.01.11.Year 2017 dated 27 April 2017, the composition of the Board of Commissioners and Directors of the Company is as follows:

Board of Commissioners

Commissioner : Laksmi Dyah Anggraini

Board of Directors

Director : Purbo Wahyono

Description of Loans to DF

Object

Debt Agreement dated July 27th, 2017, signed by the Company and DF to be used for business expansion in the field of restaurant development.

Value

The Company provides loan to DF in the amount of Rp. 9.835.980.000,- (nine billion eight hundred thirty five million and nine hundred eighty thousand Rupiah). With due regard to the equity of the Company as of December 31st, 2017, amounting to Rp. 95.261.000.000,- (ninety five billion two hundred and sixty one million Rupiah) as described in the Consolidated Financial Statements of the

PT Marga Abhinaya Abadi

Company and Subsidiaries for the year ending December 31st, 2016, audited by the Public Accounting Firm Kosasih, Nurdiyaman, Mulyadi, Tjahjo & Associates, signed by Emanuel H. Pranadjaja, CA, CPA Accountant, with Report No. KNMT & R-C2-19.05.2017 / 01 lending to the DF is equivalent to 10.33% (ten point thirty three percent) of the equity of the Company. Thus does not achieve the material value as referred to in Regulation No. IX.E.2 Attachment of Decision of the Chairman of Bapepam and LK No. Kep-614 / BL / 2011 dated 28 November 2011 concerning Material Transactions and Changes in Primary Business Activities.

Debt Agreement Requirements:

1. The Company as creditor agrees to provide loan to DF that will be used for business expansion in the field of restaurant development, with loan amounting to Rp. 9.835.980.000, - (nine billion eight hundred thirty five million and nine hundred eighty thousand Rupiah)
2. Term of loan shall be 2 (two) years since the Receivable Payable Agreement is signed
3. DF shall pay interest on the loan to the Company with a fixed interest rate of 12% (twelve percent) per annum payable monthly from the remaining loan since date of Debt Agreement is signed.
4. The Company agrees that DF may repay the loan by converting the loan into the Company's capital contribution to DF provided that the conversion of the shares shall obtain the approval of all shareholders through DF's Annual General Meeting of Shareholders (AGMS).

The Parties Involved in the Transaction Plan

1. The Company
2. DF

Nature of Affiliate Relationship

Affiliate relationships in terms of ownership

- The Company is the main shareholder of DF with 99% ownership (ninety nine percent)
- Mr. Adrian Bramantyo is shareholder of DF with ownership of 1% (one percent) and shareholder of the Company with ownership of 0.40% (zero point forty percent)

Affiliate relationship in terms of Management

- Mr. Adrian Bramantyo is President Director of the Company and shareholder of DF with ownership of 1%

IMPACT OF TRANSACTION TO THE OPERATION OF THE COMPANY

The Company conducts its business activities directly and through its subsidiaries, Providing Loan to Subsidiaries, loans granted by the Company to its subsidiaries in order to support the operations of its subsidiaries which results will be consolidated within the Company. Thus the business development of its subsidiaries will have a positive impact on the Company.

FINANCIAL IMPACT OF TRANSACTION ON THE COMPANY

The lending to the Subsidiary is a plan of the utilization of the proceeds of the Company's public offering, so that it has been made in accordance with the Company's future plan considering that the Company's ownership of the subsidiary is 99% (ninety nine percent) and subsidiary's financial statement is consolidated with the Company, such lendings shall have no effect on the Company's Financing, including interest on loans to be received by the Company in the consolidated financial statement of the Company shall be eliminated

STATEMENT OF THE BOARD OF DIRECTORS AND COMMISSIONERS

- (1) The Board of Directors and Commissioners of the Company declare that:
- a) All information in the disclosure dated July 31st, 2017, the disclosure of all material facts and information do not mislead.
 - b) Loan transaction is an Affiliated Transaction as referred to in item 2 letter a number 5) of Regulation No. IX.E.1, thereby the Company is required to submit the information disclosure as referred to in point 2 letter a of Regulation no. IX.E.1
 - c) Loan transaction is an Exempt Material Transaction as referred to in Item 3 letter a number 1) and 8) of Regulation IX.E.2 Attachment of Decision of the Chairman of Bapepam and LK. Kep-614 / BL / 2011 dated 28 November 2011 concerning Material Transactions and Changes in Primary Business Activities.
- (2) Furthermore, the Board of Directors of the Company declare that:
- a) The Proposed Transaction Does not Contain Conflict of Interest as referred to in Regulation No. IX.E.1.
 - b) The Transaction is a plan to use the proceeds from the initial public offering of shares held in June 2017 and has been disclosed in Chapter II of the Prospectus issued by the Company on June 19th, 2017.

ADDITIONAL INFORMATION

Shareholders who require additional information may contact the Company at office hours through:

Corporate Secretary
PT Marga Abhinaya Abadi Tbk
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