

**NOT FOR DISTRIBUTION IN THE UNITED STATES OR TO ANY PERSON LOCATED OR RESIDENT IN THE UNITED STATES OR IN ANY OTHER JURISDICTION WHERE IT IS UNLAWFUL TO RELEASE, PUBLISH OR DISTRIBUTE THIS DOCUMENT.**

*The Singapore Exchange Securities Trading Limited takes no responsibility for the contents of this announcement, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement. This announcement is for information purposes only and is not an offer to sell or the solicitation of an offer to acquire, purchase or subscribe for any securities and neither this announcement nor anything herein forms the basis for any contract or commitment whatsoever.*

*The distribution of the Tender Offer Memorandum (as defined below) in certain jurisdictions may be restricted by law. Holders of Notes (as defined below) and any other person into whose possession the Tender Offer Memorandum comes are required by the Company and the Dealer Manager (each as defined below) to inform themselves about, and to observe, any such restrictions.*

**PT Indonesia Infrastructure Finance announces the commencement of the Tender Offer for its outstanding 1.50 per cent. Senior Notes due 2026**



**PT INDONESIA INFRASTRUCTURE FINANCE**

**Offer to purchase for cash  
outstanding 1.50 per cent. Senior Notes due 2026 up to the Tender Cap**

(ISIN/Common Code: XS2291793573/229179357)

**28 August 2024.** PT Indonesia Infrastructure Finance (the “**Company**”) today announced that it has commenced a tender offer to purchase for cash (the “**Tender Offer**”) up to US\$50,000,000 in aggregate principal amount (subject to increase or decrease by the Company, in its sole discretion, the “**Tender Cap**”) of its outstanding 1.50 per cent. Senior Notes due 2026 (the “**Notes**”). The Tender Offer is being made pursuant to a Tender Offer Memorandum, dated 28 August 2024 (the “**Tender Offer Memorandum**”), which is available on the tender website at <https://clients.dfkingltd.com/ptiif/>. Capitalised terms used but not defined herein have the meanings assigned to them in the Tender Offer Memorandum.

The following table shows information regarding the Notes subject to the Tender Offer as well as the principal amount outstanding and the Tender Offer Consideration with respect to the Tender Offer:

Description of the Notes	ISIN/Common Code	Outstanding Principal Amount <sup>(1)</sup>	Tender Cap <sup>(2)</sup>	Tender Offer Consideration <sup>(3)(4)</sup>
1.50% Senior Notes due January 2026	XS2291793573/ 229179357	US\$120,819,000	US\$50,000,000	US\$952.50 per US\$1,000 principal amount

(1) As of the date of the Tender Offer Memorandum.

(2) Calculated based on the principal amount of Notes tendered and accepted, excluding accrued and unpaid interest. The Company may increase or modify the Tender Cap in its sole discretion.

(3) Per US\$1,000 principal amount of Notes that are validly tendered at or prior to the Expiration Time and accepted for purchase pursuant to the Tender Offer.

(4) In addition to payment of the Tender Offer Consideration, the Company will pay the Accrued Interest Payment (as defined below) on Notes accepted for purchase.

The Tender Offer will expire at 4:00 p.m., London time, on 5 September 2024, unless extended or earlier terminated as described in the Tender Offer Memorandum (such time and date, as they may be extended, the “**Expiration Time**”).

Holders of Notes who validly tender their Notes at or prior to the Expiration Time will receive in cash, for Notes accepted for purchase by the Company, a purchase price of US\$952.50 per US\$1,000 principal amount of the Notes (the “**Tender Offer Consideration**”). In addition to the Tender Offer Consideration, Holders whose Notes have been accepted for purchase pursuant to the Tender Offer will be paid accrued and unpaid interest, if any, in cash in respect of any Notes purchased in the Tender Offer from, and including, the last interest payment date to, but excluding, the Payment Date (such amount, an “**Accrued Interest Payment**”).

Notes purchased pursuant to the Tender Offer will be paid for through the Clearing Systems on a date promptly following the Expiration Date (such date, the “**Payment Date**”). The Company currently expects the Payment Date to be 12 September 2024, or the fifth business day following the Expiration Time.

If at the Expiration Time, the aggregate principal amount of Notes validly tendered by Noteholders exceeds the Tender Cap, the Company expects to accept for purchase Notes validly tendered up to the Tender Cap, and all Notes validly tendered on or prior to the Expiration Time will be subject to the proration, subject to possible adjustments, as described further in the Tender Offer Memorandum. **A SEPARATE TENDER INSTRUCTION MUST BE SUBMITTED ON BEHALF OF EACH BENEFICIAL OWNER OF THE NOTES, GIVEN THE POSSIBLE PRORATION.**

Tenders of Notes may not be withdrawn and, accordingly, tender instructions, once submitted, will be irrevocable.

An indicative timetable for the Tender Offer is set out below:

Commencement Date:	28 August 2024
Expiration Time:	4:00 p.m. London time, on 5 September 2024
Results Announcement:	6 September 2024
Payment Date:	12 September 2024

Subject to applicable laws and terms set forth in the Tender Offer Memorandum, the Company reserves the right to (i) extend the Tender Offer for such period(s) as it may determine and retain the Notes that have been tendered during the period for which the Tender Offer is extended; (ii) amend the terms of the Tender Offer in any respect, including increasing the Tender Cap or waiving or modify in whole or in part; (iii) waive any and all conditions to the Tender Offer; (iv) terminate the Tender Offer and authorise the return of the Notes to the tendering Noteholders and the unblocking of the Notes in the relevant accounts maintained at the Clearing Systems; and/or (v) take any combination of the actions described in sub-clauses (i) through (iv) above. Any determination by the Company concerning any of the foregoing events will be final and binding upon all Noteholders and beneficial owners of the Notes.

The Company has announced the Tender Offer as part of its plan to proactively manage the Company’s maturity profile and optimise funding costs. The Company intends to use cash on hand to fund the aggregate Tender Offer Consideration and the Accrued Interest Payment for Notes accepted for tender.

Noteholders should be aware that their broker, dealer, commercial bank, trust company or other nominee may establish its own earlier deadline for participation in the Tender Offer. Accordingly, Noteholders wishing to participate in the Tender Offer should contact their broker, dealer, commercial bank, trust company or other nominee as soon as possible in order to determine the time by which such owner must take action in order to so participate.

The Company has retained BNP Paribas (the “**Dealer Manager**”) to act as dealer manager in connection with the Tender Offer. For additional information regarding the terms of the Tender Offer, please contact BNP Paribas at +65 6210 3322 / +44 20 7595 8861 or by email at [dl.asia.syndicate@asia.bnpparibas.com](mailto:dl.asia.syndicate@asia.bnpparibas.com) / [dl.liability.management@uk.bnpparibas.com](mailto:dl.liability.management@uk.bnpparibas.com).

The Company has retained D.F. King Ltd. (the “**Information and Tender Agent**”) to act as the information and tender agent for the Tender Offer. Questions regarding the Tender Offer should be directed to the Information and Tender Agent at the contact details provided. Documents for the Tender Offer, including the Tender Offer Memorandum, are available at the Tender Website: <https://clients.dfkingltd.com/ptiif/> and may also be obtained by contacting the Information and Tender Agent by telephone at +44 20 7920 9700 (London) / +852 3953 7208 (Hong Kong) or by email at [PTIIF@dfkingltd.com](mailto:PTIIF@dfkingltd.com).

#### **Disclaimer**

*The Tender Offer is being made solely pursuant to, and will be governed by, the Tender Offer Memorandum. This announcement does not constitute an offer to sell or the solicitation of an offer to buy any securities nor will there be any sale of any securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction.*

*This announcement must be read in conjunction with the Tender Offer Memorandum. No offer or invitation to acquire or exchange any Notes is being made pursuant to this announcement.*

*This announcement and the Tender Offer Memorandum contain important information which must be read carefully before any decision is made with respect to the Tender Offer. If any Noteholder is in any doubt as to the action it should take, it should seek its own legal, tax and financial advice, including as to any tax consequences, from its legal, accounting, financial and other advisers. Any holder whose Notes are held on its behalf by a broker, dealer, bank, custodian, trust company or other nominee must contact such entity if it wishes to participate in the Tender Offer. None of the Company, the Dealer Manager, the Information and Tender Agent, the Trustee or any of their respective directors, officers, employees, agents or affiliates, makes any recommendation as to whether Noteholders should participate in the Tender Offer.*

*Each Noteholders participating in the Tender Offer will be deemed to give certain representations as set out in the Tender Offer Memorandum, including the section titled “Additional Terms of the Tender Offer.” Any tender of Notes for purchase pursuant to the Tender Offer from a Noteholder that is unable to make these representations will not be accepted. Each of the Company, the Dealer Manager and the Information and Tender Agent reserves the right, in its absolute discretion, to investigate, in relation to any tender of Notes for purchase pursuant to the Tender Offer, whether any such representation given by a Noteholder is correct and, if such investigation is undertaken and, as a result, the Company reasonably determines that such representation is not correct, such tender of Notes will not be accepted.*

*This announcement does not constitute a public offering or private placement in Indonesia under Law No. 8 of 1995 regarding Capital Market as amended by Law No. 4 of 2023 on Development and Strengthening of Financial Sectors, and its implementing regulations (the “**Indonesian Capital Market Law**”) and the Financial Services Authority (Otoritas Jasa Keuangan) Regulation No. 30/POJK.04/2019 on Private Placement of Debt Securities and/or Sukuk Issuance (the “**OJK Rule No. 30/2019**”). None of the Tender Offer, the Tender Offer Memorandum, this announcement or any other documents or materials relating to the Tender Offer has been or will be distributed in Indonesia or to any Indonesian nationals wherever they are domiciled, corporations or residents in a manner which would constitute a public offering or private placement under the Indonesian Capital Market Law, including OJK Rule No. 30/2019.*

*If a jurisdiction requires the Tender Offer to be made by a licensed broker or dealer, and the Dealer Manager or any of its affiliates is such a licensed broker or dealer in such jurisdiction, the Tender Offer will be deemed to be made by the Dealer Manager or its affiliate (as the case may be) on behalf of the Company in such jurisdiction.*