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## **PT MERDEKA GOLD RESOURCES Tbk**

**自由黃金資源股份有限公司\***

**(the “Company”)**

*(Incorporated in the Republic of Indonesia with limited liability)*

**(Stock Code: 6228)**

### **OVERSEAS REGULATORY ANNOUNCEMENT**

We are making this announcement pursuant to Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

We filed information disclosure in relation to material transactions constituting affiliated transactions of Service Provision Agreements entered into by and between PT Merdeka Mining Servis and, respectively, PT Mentari Alam Persada, PT Pani Industri Nusantara, and PT Pani Bersama Tambang, which is carried out in connection with the development of Pani Gold Mine as the controlled companies of the Company (the “**Information Disclosure**”) on the website of Indonesia Stock Exchange today. For details of our filing, please refer to the attached Information Disclosure.

By order of the Board  
**PT Merdeka Gold Resources Tbk**

**Mr. Boyke Poerbaya Abidin**  
*President Director*

**Mr. Suryadinata Tanu**  
*Director*

Hong Kong, 2 October 2026

*As at the date of this announcement, the directors and commissioners of the Company are: (i) Mr. Boyke Poerbaya Abidin, Mr. Nicholas John Green, Mr. Barend Johannes Nicolaas Knoetze and Mr. Suryadinata Tanu as directors, (ii) Mr. Santoso Kartono, Mr. Winato Kartono and Mr. Xinyu Wang as commissioners, and (iii) Mr. Heri Sunaryadi, Dr. Jona Widhagdo Putri, Mr. Yu Gao and Mr. John Mackay McCulloch Williamson as independent commissioners.*

\* For identification purposes only

**KETERBUKAAN INFORMASI KEPADA PEMEGANG SAHAM MENGENAI TRANSAKSI MATERIAL YANG MERUPAKAN TRANSAKSI AFILIASI PT MERDEKA GOLD RESOURCES TBK ("PERSEROAN")**

Keterbukaan Informasi ini disampaikan kepada para Pemegang Saham dan publik dalam rangka memberikan penjelasan sehubungan dengan Perjanjian Penyediaan Jasa yang dibuat oleh dan antara PT Merdeka Mining Servis dengan, masing-masing, PT Mentari Alam Persada, PT Pani Industri Nusantara, dan PT Pani Bersama Tambang, yang dilakukan dalam rangka pengembangan Tambang Emas Pani, sebagai Perusahaan Terkendali Perseroan (secara bersama-sama disebut sebagai "**Transaksi**").

**INFORMASI SEBAGAIMANA TERCANTUM DALAM KETERBUKAAN INFORMASI INI PENTING UNTUK DIBACA DAN DIPERHATIKAN OLEH PEMEGANG SAHAM PERSEROAN. JIKA ANDA MENGALAMI KESULITAN UNTUK MEMAHAMI INFORMASI SEBAGAIMANA TERCANTUM DALAM KETERBUKAAN INFORMASI INI SEBAIKNYA ANDA BERKONSULTASI DENGAN PENASIHAT HUKUM, AKUNTAN PUBLIK, PENASIHAT KEUANGAN ATAU PROFESIONAL LAINNYA.**

**INFORMATION DISCLOSURE TO SHAREHOLDERS REGARDING A MATERIAL TRANSACTION CONSTITUTING AN AFFILIATED TRANSACTION OF PT MERDEKA GOLD RESOURCES TBK (THE "COMPANY")**

*This Information Disclosure is provided to the Shareholders and the public in order to provide an explanation in connection with the Service Provision Agreements entered into by and between PT Merdeka Mining Servis and, respectively, PT Mentari Alam Persada, PT Pani Industri Nusantara, and PT Pani Bersama Tambang, which is carried out in connection with the development of Pani Gold Mine as the Controlled Company(ies) of the Company (collectively shall be referred to as the "**Transaction**").*

**INFORMATION AS STATED IN THIS INFORMATION DISCLOSURE IS IMPORTANT TO BE READ AND CONSIDERED BY THE COMPANY'S SHAREHOLDERS. IF YOU HAVE DIFFICULTIES TO UNDERSTAND THE INFORMATION AS SET FORTH IN THIS INFORMATION DISCLOSURE YOU SHOULD CONSULT WITH A LEGAL COUNSEL, A PUBLIC ACCOUNTANT, A FINANCIAL ADVISOR OR ANY OTHER PROFESSIONAL.**



**PT MERDEKA GOLD RESOURCES TBK**

**Kegiatan Usaha**

Perusahaan induk atas grup usaha yang bergerak di bidang pertambangan emas dan mineral pengikutnya, pengolahan dan kegiatan usaha terkait lainnya yang terintegrasi secara vertikal.

**Business Activities**

*The holding company of a business group engaged in gold mining and associated minerals, processing and other business activities that are vertically integrated.*

**Berkedudukan di Jakarta Selatan, Indonesia/ Domiciled in South Jakarta, Indonesia**

**Kantor Pusat/ Headquarter Office**

Treasury Tower, Lantai/ Floor 67, District 8, SCBD Lot 28  
Jl. Jend. Sudirman Kav. 52-53, Senayan, Kebayoran Baru, Jakarta Selatan/ South Jakarta 12190, Indonesia  
Telepon/ Telephone: +62 21 3952 5585; Faksimile/ Facsimile: +62 21 3952 5588  
Surat Elektronik/ E-mail: [corsec@merdekagoldresources.com](mailto:corsec@merdekagoldresources.com)  
Situs Web/ Website: [www.merdekagoldresources.com](http://www.merdekagoldresources.com)

Keterbukaan Informasi ini  
diterbitkan di Jakarta pada tanggal 2 Oktober 2026

*This Information Disclosure  
is issued in Jakarta on 2 October 2026*

| DEFINISI DAN SINGKATAN                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | DEFINITIONS AND ABBREVIATIONS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
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| <p><b>"Afiliasi":</b> Pihak-pihak sebagaimana dimaksud dalam UUP2SK, yaitu:</p> <ol style="list-style-type: none"> <li>hubungan keluarga karena perkawinan sampai dengan derajat kedua, baik secara horizontal maupun vertikal, yaitu hubungan seseorang dengan: <ol style="list-style-type: none"> <li>suami atau istri;</li> <li>orang tua dari suami atau istri dan suami atau istri dari anak;</li> <li>kakek dan nenek dari suami atau istri dan suami atau istri dari cucu;</li> <li>saudara dari suami atau istri beserta suami atau istrinya dari saudara yang bersangkutan; atau</li> <li>suami atau istri dari saudara orang yang bersangkutan.</li> </ol> </li> <li>hubungan keluarga karena keturunan sampai dengan derajat kedua, baik secara horizontal maupun vertikal, yaitu hubungan seseorang dengan: <ol style="list-style-type: none"> <li>orang tua dan anak;</li> <li>kakek dan nenek serta cucu; atau</li> <li>saudara dari orang yang bersangkutan.</li> </ol> </li> <li>hubungan antara pihak dengan karyawan, direktur, atau komisaris dari pihak tersebut;</li> <li>hubungan antara 2 (dua) atau lebih perusahaan di mana terdapat 1 (satu) atau lebih anggota direksi, pengurus, dewan komisaris, atau pengawas yang sama;</li> <li>hubungan antara perusahaan dan pihak, baik langsung maupun tidak langsung, dengan cara apa pun, mengendalikan atau dikendalikan oleh perusahaan atau pihak tersebut dalam menentukan pengelolaan dan/atau kebijakan perusahaan atau pihak dimaksud;</li> <li>hubungan antara 2 (dua) atau lebih perusahaan yang dikendalikan, baik langsung maupun tidak langsung, dengan cara apa pun, dalam menentukan pengelolaan dan/atau kebijakan perusahaan oleh pihak yang sama; atau</li> <li>hubungan antara perusahaan dan pemegang saham utama, yaitu pihak yang secara langsung maupun tidak langsung memiliki paling kurang 20% (dua puluh persen) saham yang mempunyai hak suara dari perusahaan tersebut.</li> </ol> <p><b>"AS\$":</b> Rujukan ke Dolar Amerika Serikat yang merupakan mata uang sah dari Amerika Serikat.</p> <p><b>"Benturan Kepentingan":</b> Perbedaan antara kepentingan ekonomis perusahaan terbuka dengan kepentingan ekonomis pribadi anggota direksi, anggota dewan komisaris, pemegang saham utama, atau pengendali yang dapat merugikan perusahaan terbuka dimaksud.</p> | <p><b>"Affiliate":</b> Parties referred to UUP2SK, namely:</p> <ol style="list-style-type: none"> <li>family relationship due to marriage up to the second degree, both horizontally and vertically, namely the relationship of a person with: <ol style="list-style-type: none"> <li>husband or wife;</li> <li>parents of the husband or wife and the husband or wife of the children;</li> <li>grandparents of the husband or wife and the husband or wife of the grandchildren;</li> <li>siblings of the husband or wife along with their respective spouse; or</li> <li>the husband or wife of the sibling of the person concerned.</li> </ol> </li> <li>family relationship due to descent up to the second degree, both horizontally or vertically, namely the relationship of a person with: <ol style="list-style-type: none"> <li>parents and children;</li> <li>grandparents and grandchildren; or</li> <li>siblings of the person concerned.</li> </ol> </li> <li>relationship between a party and employees, directors, or commissioners of the party;</li> <li>relationship between 2 (two) or more companies in which there are 1 (one) or more members of the board of directors, management, board of commissioners, or supervisors who are the same;</li> <li>relationship between a company and a party, whether direct or indirect, by any means, controlling or controlled by the company or that party in determining the management and/or policies of the company or the concerned party;</li> <li>relationship between 2 (two) or more companies controlled, whether direct or indirect, by any means, in determining the management and/or policies of the company by the same party; or</li> <li>relationship between a company and a major shareholder, that is a party that directly or indirectly owns at least 20% (twenty percent) of the shares with voting rights of the company.</li> </ol> <p><b>"US\$":</b> Reference to United States Dollars which is the legal currency of the United States.</p> <p><b>"Conflict of Interest":</b> The difference between the economic interest of a public company and the personal economic interest of members of the board of directors, members of the board of commissioners, major shareholders, or controllers that may be harmful to the public company concerned.</p> |

**"Bursa Efek Indonesia":** PT Bursa Efek Indonesia.

**"MAP":** PT Mentari Alam Persada, berkedudukan di Pohuwato, Gorontalo, suatu perseroan terbatas yang didirikan dan tunduk berdasarkan hukum negara Republik Indonesia.

**"Menkum":** Menteri Hukum Republik Indonesia, yang sebelumnya dikenal sebagai Menteri Hukum dan Hak Asasi Manusia Republik Indonesia.

**"Menkumham":** Menteri Hukum dan Hak Asasi Manusia Republik Indonesia.

**"MMS":** PT Merdeka Mining Servis, berkedudukan di Jakarta Selatan, suatu perseroan terbatas yang didirikan dan tunduk berdasarkan hukum negara Republik Indonesia.

**"Otoritas Jasa Keuangan" atau "OJK":** Lembaga negara yang independen, yang mempunyai fungsi, tugas, dan wewenang pengaturan, pengawasan, pemeriksaan, dan penyidikan sebagaimana dimaksud dalam Undang-Undang No. 21 Tahun 2011 tentang Otoritas Jasa Keuangan, sebagaimana diubah dengan UUP2SK.

**"PBT":** PT Pani Bersama Tambang, berkedudukan di Pohuwato, Gorontalo, suatu perseroan terbatas yang didirikan dan tunduk berdasarkan hukum negara Republik Indonesia.

**"Pemegang Saham":** Pihak-pihak yang tercatat dalam Daftar Pemegang Saham Perseroan yang diadministrasikan oleh Biro Administrasi Efek yang ditunjuk Perseroan.

**"Penilai Independen" atau "KJPP":** Kantor Jasa Penilai Publik Iskandar & Rekan, penilai independen yang terdaftar di OJK yang telah ditunjuk Perseroan untuk melakukan penilaian atas nilai wajar atas dan/atau kewajaran terhadap Transaksi.

**"Perjanjian":** Perjanjian Penyediaan Jasa yang dibuat oleh dan antara MMS dengan masing-masing MAP, PBT, dan PIN beserta setiap perubahan-perubahan, tambahan-tambahan, dan pengganti-pengganti, yang mungkin akan dibuat kemudian.

**"Perseroan":** PT Merdeka Gold Resources Tbk, berkedudukan di Jakarta Selatan, suatu perseroan terbuka yang sahamnya tercatat pada Bursa Efek Indonesia serta memiliki Hong Kong Depositary Receipts melalui pencatatan sekunder yang tercatat pada Main Board of the Stock Exchange of Hong Kong Limited, dan didirikan serta dijalankan berdasarkan hukum negara Republik Indonesia.

**"Perusahaan Terkendali":** Suatu perusahaan yang dikendalikan baik secara langsung maupun tidak langsung oleh perusahaan terbuka.

**"PIN":** PT Pani Industri Nusantara, berkedudukan di Pohuwato, Gorontalo, suatu perseroan terbatas yang didirikan dan tunduk berdasarkan hukum negara Republik Indonesia.

**"Indonesia Stock Exchange":** PT Bursa Efek Indonesia.

**"MAP":** PT Mentari Alam Persada, domiciled in Pohuwato, Gorontalo, a limited liability company duly organized and existing under the laws of the Republic of Indonesia.

**"MOL":** Minister of Law of the Republic of Indonesia, previously known as Minister of Law and Human Rights of the Republic of Indonesia.

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

**"MMS":** PT Merdeka Mining Servis, domiciled in South Jakarta, a limited liability company duly organized and existing under the laws of the Republic of Indonesia.

**"Financial Services Authority" or "OJK":** An independent state institution, which has the functions, duties, and authorities to regulate, supervise, examine, and investigate as referred to in Law No. 21 of 2011 on the Financial Services Authority, as amended by UUP2SK.

**"PBT":** PT Pani Bersama Tambang, domiciled in Pohuwato, Gorontalo, a limited liability company duly organized and existing under the laws of the Republic of Indonesia.

**"Shareholders":** Parties who are registered in the Shareholders Register of the Company which is administered by the Securities Administration Bureau appointed by the Company.

**"Independent Appraiser" or "KJPP":** Public Appraisal Services Office of Iskandar dan Rekan, independent appraisers registered with the OJK who have been appointed by the Company to conduct an assessment of the fair value and/or fairness of the Transaction.

**"Agreement":** The Service Provision Agreement made by and between MMS and each of MAP, PBT, and PIN, along with any amendments, supplements, and replacements that may be executed thereafter.

**"Company":** PT Merdeka Gold Resources Tbk, domiciled in South Jakarta, is a publicly listed company whose shares are listed on the Indonesia Stock Exchange and which has Hong Kong Depositary Receipts through a secondary listing on the Main Board of the Stock Exchange of Hong Kong Limited, which is established and operated under the laws of the Republic of Indonesia.

**"Controlled Company":** A company that is controlled either directly or indirectly by public company.

**"PIN":** PT Pani Industri Nusantara, domiciled in Pohuwato, Gorontalo, a limited liability company duly organized and existing under the laws of the Republic of Indonesia.

**"POJK 17/2020"**: Peraturan OJK No. 17/POJK.04/2020, ditetapkan tanggal 20 April 2020 tentang Transaksi Material dan Perubahan Kegiatan Usaha.

**"POJK 42/2020"**: Peraturan OJK No. 42/POJK.04/2020, ditetapkan tanggal 1 Juli 2020 tentang Transaksi Afiliasi dan Transaksi Benturan Kepentingan.

**"Rupiah"** atau **"Rp"**: Rujukan ke Rupiah yang merupakan mata uang yang sah dari negara Republik Indonesia.

**"Tambang Emas Pani"**: wilayah tambang di bawah Izin Usaha Pertambangan Operasi Produksi Komoditas Mineral Logam, berdasarkan Keputusan Kepala Dinas Penanaman Modal ESDM dan Transmigrasi Provinsi Gorontalo 30/DPM-ESDM-TRANS/PER-IUP-OP/IV/2020 tentang Persetujuan Perpanjangan Pertama Izin Usaha Pertambangan Operasi Produksi Komoditas Mineral Logam kepada PETS tanggal 20 April 2020, sebagaimana yang diubah dari waktu ke waktu, yang diberikan kepada PETS, berlokasi di Kecamatan Marisa, Kabupaten Pohuwato, Provinsi Gorontalo (apabila ada) dan Kontrak Karya tertanggal 15 Agustus 1994 antara Pemerintah Republik Indonesia dan GSM, berikut perubahannya dari waktu ke waktu (apabila ada).

**"Transaksi Afiliasi"**: Setiap aktivitas dan/atau transaksi yang dilakukan oleh perusahaan terbuka atau perusahaan terkendali dengan Afiliasi dari perusahaan terbuka atau Afiliasi dari anggota direksi, anggota dewan komisaris, pemegang saham utama, atau pengendali, termasuk setiap aktivitas dan/atau transaksi yang dilakukan oleh perusahaan terbuka atau perusahaan terkendali untuk kepentingan Afiliasi dari perusahaan terbuka atau Afiliasi dari anggota direksi, anggota dewan komisaris, pemegang saham utama, atau pengendali.

**"Transaksi Benturan Kepentingan"**: Transaksi yang dilakukan oleh perusahaan terbuka atau perusahaan terkendali dengan setiap pihak, baik dengan Afiliasi maupun pihak selain Afiliasi yang mengandung Benturan Kepentingan.

**"Transaksi Material"**: Setiap transaksi yang dilakukan oleh perusahaan terbuka atau perusahaan terkendali yang memenuhi batasan nilai sebagaimana diatur dalam POJK 17/2020.

**"UUP2SK"**: Undang-Undang No. 4 Tahun 2023 tertanggal 12 Januari 2023 tentang Pengembangan dan Penguatan Sektor Keuangan, Lembaran Negara Republik Indonesia No. 4 Tahun 2023, beserta perubahannya.

**"POJK 17/2020"**: OJK Regulation No. 17/POJK.04/2020, enacted on 20 April 2020 regarding Material Transaction and Changes in Business Activities.

**"POJK 42/2020"**: OJK Regulation No. 42/POJK.04/2020, enacted on 1 July 2020 regarding Affiliated Transaction and Conflict of Interest Transaction.

**"Rupiah"** or **"Rp"** or **"IDR"**: Reference to Rupiah which is the legal currency of the Republic of Indonesia.

**"Pani Gold Mine"**: mining areas under Mining Business License for Production Operation of Metal Mineral Commodity, based on the Decree of the Head of the Investment, Energy and Mineral Resources, and Transmigration Office of Gorontalo Province No. 30/DPM-ESDM-TRANS/PER-IUP-OP/IV/2020 regarding the Approval of the First Extension of Mining Business License for Production Operation of Metal Mineral Commodity to PETS dated 20 April 2020, as amended from time to time, which was issued to PETS and is located in Marisa District, Pohuwato Regency, Gorontalo Province (if any), and Contract of Work dated 15 August 1994 between the Government of the Republic of Indonesia and GSM, as amended from time to time (if any).

**"Affiliated Transaction"**: Any activity and/or transaction conducted by a public company or a controlled company with an Affiliate of a public company or an Affiliate of a member of the board of directors, a member of the board of commissioners, the major shareholders, or the controller, including any activity and/or transaction conducted by a public company or controlled company for the benefit of an Affiliate of a public company or an Affiliate of a member of the board of directors, member of the board of commissioners, major shareholders or the controller.

**"Conflict of Interest Transaction"**: Transaction that is carried out by public company or controlled company with any party, whether an Affiliate or party other than an Affiliate that contain a Conflict of Interest.

**"Material Transaction"**: Any transaction conducted by a public company or a controlled company that fulfills the value limit as stipulated in POJK 17/2020.

**"UUP2SK"**: Law No. 4 of 2023 dated 12 January 2023 on Financial Sector Development and Strengthening, State Gazette of the Republic of Indonesia No. 4 of 2023, along with its amendment.

## PENDAHULUAN

Dalam rangka memenuhi ketentuan POJK 17/2020, Direksi Perseroan menyampaikan Keterbukaan Informasi ini kepada para Pemegang Saham Perseroan untuk menginformasikan bahwa pada tanggal 30 September 2026, Transaksi telah dilakukan dan berlaku efektif, dengan rincian sebagaimana diuraikan dalam ringkasan Transaksi di bawah ini.

Sesuai dengan ketentuan Pasal 6 ayat (1) huruf a POJK 17/2020, Transaksi wajib menggunakan penilai, namun

## INTRODUCTION

In order to comply with the provisions of POJK 17/2020, the Board of Directors of the Company hereby discloses this Information Disclosure to the Shareholders of the Company to inform that on 30 September 2026, the Transaction has been entered into and become effective, the details of which are set out in the Transaction summary below.

According to Article 6 paragraph (1) letter a POJK 17/2020, this Transaction is required to use an appraiser,

tidak memerlukan persetujuan Rapat Umum Pemegang Saham sebagaimana dimaksud dalam Pasal 6 ayat (1) huruf d POJK 17/2020 karena nilai Transaksi tidak melebihi 50% (lima puluh persen) dari nilai ekuitas Perseroan.

*but does not require the approval of the General Meeting of Shareholders as referred to in Article 6 paragraph (1) letter d POJK 17/2020, because the Transaction does not exceed 50% (fifty percent) of the Company's equity value.*

Adapun Perseroan telah memperoleh pendapat kewajaran atas Transaksi berdasarkan Laporan Penilai No. 00115/2.0118-00/BS/02/0520/1/IX/2026 tertanggal 30 September 2026 dari KJPP Iskandar & Rekan perihal Laporan Pendapat Kewajaran Rencana Transaksi Penggunaan Jasa Konstruksi dari PT Merdeka Mining Servis oleh PT Pani Industri Nusantara, PT Mentari Alam Persada, dan PT Pani Bersama Tambang (Perusahaan Terkendali PT Merdeka Gold Resources Tbk) ("**Laporan Penilai**").

*The Company has obtained the fairness opinion for the Transaction based on Appraiser's Report No. 00115/2.0118-00/BS/02/0520/1/IX/2026 dated 30 September 2026 from KJPP Iskandar & Rekan on the Fairness Opinion Report on the Proposed Transaction for the Use of Construction Services from PT Merdeka Mining Servis by PT Pani Industri Nusantara, PT Mentari Alam Persada, and PT Pani Bersama Tambang (Controlled Companies of PT Merdeka Gold Resources Tbk) ("**Appraiser's Report**").*

Selain merupakan Transaksi Material, Transaksi juga merupakan Transaksi Afiliasi sebagaimana dimaksud dalam POJK 42/2020. Sesuai dengan ketentuan Pasal 10 POJK 17/2020, Perseroan telah melaksanakan prosedur yang memadai untuk memastikan bahwa Transaksi telah dilaksanakan sesuai dengan praktik bisnis yang berlaku umum.

*In addition, the Transaction is also Affiliated Transactions as referred to in POJK 42/2020. In relation to Article 10 POJK 17/2020, the Company has carried out adequate procedure to ensure that the Transaction is conducted in accordance with generally accepted business practices.*

Selanjutnya, sesuai dengan ketentuan Pasal 6 ayat (3) huruf a POJK 17/2020, Perseroan wajib mengumumkan Keterbukaan Informasi kepada masyarakat paling lambat 2 (dua) hari kerja setelah tanggal Transaksi.

*Furthermore, pursuant to the provision of Article 6 paragraph (3) letter a POJK 17/2020, the Company is required to announce the Information Disclosure to the public no later than 2 (two) working days after the date of the Transaction.*

| URAIAN MENGENAI TRANSAKSI                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | DESCRIPTION OF THE TRANSACTION                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
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| <p><b>A. <u>Keterangan Mengenai Pihak-Pihak Yang Melakukan Transaksi</u></b></p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | <p><b>A. <u>Information Regarding the Parties Conducting the Transaction</u></b></p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| <p><b>1. PIN</b><br/>PIN didirikan berdasarkan Akta Pendirian PIN No. 38 tertanggal 24 Januari 2025, yang dibuat di hadapan Darmawan Tjoa, S.H., S.E., Notaris di Jakarta, yang telah memperoleh pengesahan dari Menkum berdasarkan Keputusan tentang Pengesahan Pendirian Badan Hukum Perseroan Terbatas No. AHU-0003534.AH.01.01.TAHUN 2025 tertanggal 29 Januari 2025 ("<b>Akta Pendirian PIN</b>").</p> <p>PIN beralamat terdaftar di Jalan Trans Sulawesi – Akses Bypass Road KM 0, Pani Gold Project, Teratai, Marisa, Pohuwato, Gorontalo, Indonesia.</p> <p>Nomor Telepon/ Phone Number : +62 21 39525588 5038<br/>Faksimile/ Facsimile : +62 21 39525588<br/>Surat Elektronik/ E-mail : corsec@merdekagoldresources.com</p> <p>Anggaran Dasar PIN telah mengalami perubahan, sebagaimana diubah terakhir kali berdasarkan Akta Pernyataan Keputusan Sirkuler sebagai Pengganti Rapat Umum Pemegang Saham Tahunan 2026 PIN No. 48 tertanggal 9 Juli 2026 yang dibuat di hadapan Darmawan Tjoa, S.H., S.E., Notaris di Jakarta, yang telah mendapat persetujuan dari Menkum berdasarkan Keputusan No. AHU-0056325.AH.01.02.TAHUN 2026 tertanggal 20 Juli 2026.</p> | <p><b>1. PIN</b><br/><i>PIN was established pursuant to Deed of Establishment of PIN No. 38 dated 24 January 2025, made before Darmawan Tjoa, S.H., S.E., Notary in Jakarta, which has been ratified by MOL based on Decree on Ratification of Legal Entity Incorporation of Limited Liability Company No. AHU-0003534.AH.01.01.TAHUN 2025 dated 29 January 2025 ("<b>Deed of Establishment of PIN</b>").</i></p> <p><i>PIN has its registered address at Jalan Trans Sulawesi – Akses Bypass Road KM 0, Pani Gold Project, Teratai, Marisa, Pohuwato, Gorontalo, Indonesia.</i></p> <p><i>PIN's Articles of Association have been amended, as lastly amended by Deed of Statement of Circular Resolutions in Lieu of the 2026 Annual General Meeting of Shareholders of PIN No. 48 dated 9 July 2026, made before Darmawan Tjoa, S.H., S.E., Notary in Jakarta, which has been approved by the MOL based on Decree No. AHU-0056325.AH.01.02.TAHUN 2026 dated 20 July 2026.</i></p> |

Berdasarkan Pasal 3 Anggaran Dasar PIN, maksud dan tujuan PIN ialah untuk menjalankan usaha di bidang industri logam dasar mulia.

Untuk mencapai maksud dan tujuan tersebut di atas, PIN dapat melaksanakan kegiatan usaha sebagai berikut: Industri Logam Dasar Mulia (KBLI 24201), yaitu kelompok ini mencakup pembuatan, pemurnian, peleburan, serta pemuatan dan penuangan logam mulia dalam bentuk dasar (ingot, bilet, slab, batang, pellet, block, sheet, pig, paduan, dan bubuk), seperti ingot perak, ingot emas, dan pellet platina.

#### **Struktur Permodalan dan Susunan Pemegang Saham PIN**

Berdasarkan Akta Pendirian PIN, struktur permodalan dan susunan pemegang saham PIN adalah sebagai berikut:

*Based on Article 3 of PIN's Articles of Association, the purposes and objectives of PIN is to engage in the industry of precious basic metal.*

*To achieve the abovementioned purposes and objectives, PIN may conduct the following business activities: Industry of Precious Basic Metal (KBLI 24201), namely this group covers the production, refining, smelting, as well as alloying and casting of precious metals in basic forms (ingots, billets, slabs, bars, pellets, blocks, sheets, pigs, alloys, and powder), such as silver ingots, gold ingots, and platinum pellets.*

#### **Capital Structure and Shareholders' Composition of the PIN**

*Based on Deed of Establishment of PIN, the capital structure and shareholders' composition of PIN are as follows:*

| No. | Keterangan/ Description                                                                  | Nilai Nominal Rp1.000.000 per saham/<br>Nominal Value of IDR1,000,000 per share |                                            |       |
|-----|------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------|--------------------------------------------|-------|
|     |                                                                                          | Jumlah Saham/<br>Number of Shares                                               | Nilai Nominal (Rp)/<br>Nominal Value (IDR) | %     |
| A.  | Modal Dasar/ Authorized Capital                                                          | 30,000                                                                          | 30,000,000,000                             |       |
| B.  | Modal Ditempatkan dan Disetor Penuh/<br>Issued and Fully Paid-up Capital                 |                                                                                 |                                            |       |
| 1.  | PT Puncak Emas Tani Sejahtera                                                            | 5,500                                                                           | 5,500,000,000                              | 55.00 |
| 2.  | PT Gorontalo Sejahtera Mining                                                            | 4,500                                                                           | 4,500,000,000                              | 45.00 |
|     | Jumlah Modal Ditempatkan dan Disetor Penuh/<br>Total of Issued and Fully Paid-up Capital | 10,000                                                                          | 10,000,000,000                             | 100   |
| C.  | Saham dalam Portepel/ Unissued Shares                                                    | 20,000                                                                          | 20,000,000,000                             | -     |

#### **Susunan Direksi dan Dewan Komisaris PIN**

Berdasarkan Akta Pendirian PIN, susunan Direksi dan Dewan Komisaris PIN adalah sebagai berikut:

**Dewan Komisaris/ Board of Commissioner**  
Komisaris/ Commissioner

**Direksi/ Board of Director**  
Direktur/ Director

#### **Composition of the Board of Director and Board of Commissioner of PIN**

*Based on the Deed of Establishment of PIN, the composition of the Board of Director and Board of Commissioner of PIN are as follows:*

: Cahyono Seto

: Boyke Poerbaya Abidin

## **2. MAP**

MAP didirikan dengan nama PT Batutua Tambang Energi berdasarkan Akta Pendirian MAP (dahulu PT Batutua Tambang Energi) No. 145 tertanggal 20 Desember 2019, yang dibuat di hadapan Darmawan Tjoa, S.H., S.E., Notaris di Jakarta, yang telah memperoleh pengesahan dari Menkumham berdasarkan Keputusan tentang Pengesahan Pendirian Badan Hukum Perseroan Terbatas No. AHU-0068142.AH.01.01.TAHUN 2019 tertanggal 21 Desember 2019.

MAP beralamat terdaftar di Jalan Trans Sulawesi – Akses Bypass Road KM 0, Pani Gold Project, Teratai, Marisa, Pohuwato, Gorontalo, Indonesia.

Nomor Telepon/ Phone Number : +62 21 39525588 5019

## **2. MAP**

*MAP was established under the name of PT Batutua Tambang Energi based on Deed Establishment MAP (formerly PT Batutua Tambang Energi) No. 145 dated 20 December 2019, made before Darmawan Tjoa, S.H., S.E., Notary in Jakarta, which has been ratified by MOLHR based on Decree on Ratification of Legal Entity Incorporation of Limited Liability Company No. AHU-0068142.AH.01.01.TAHUN 2019 dated 21 December 2019.*

*MAP has its registered address Jalan Trans Sulawesi – Akses Bypass Road KM 0, Pani Gold Project, Teratai, Marisa, Pohuwato, Gorontalo, Indonesia.*

Faksimile/ *Facsimile* : +62 21 39525588  
Surat Elektronik/ *E-mail* : corsec@merdekagoldresources.com

Anggaran Dasar MAP telah mengalami beberapa kali perubahan, sebagaimana diubah terakhir kali berdasarkan Akta Pernyataan Keputusan Sirkuler Sebagai Pengganti Rapat Umum Pemegang Saham Tahunan 2026 MAP No. 30 tertanggal 7 Juli 2026, yang dibuat di hadapan Darmawan Tjoa, S.H., S.E., Notaris di Jakarta, yang telah mendapat persetujuan dari Menkum berdasarkan Keputusan No. AHU-0048525.AH.01.02.TAHUN 2026 tertanggal 8 Juli 2026.

Berdasarkan Pasal 3 Anggaran Dasar MAP, maksud dan tujuan MAP ialah berusaha dalam bidang aktivitas Perdagangan Besar Atas Dasar Balas Jasa (Fee) atau Kontrak; Aktivitas Penunjang Angkutan Lainnya YTDL; Aktivitas Jasa Penunjang Usaha Lainnya YTDL; Aktivitas Penyewaan Bangunan dan Lahan hunian Milik Sendiri atau Sewa; Aktivitas Real Estat (Bangunan dan Lahan) Nonhunian Lainnya Milik Sendiri atau Sewa; dan Konstruksi Jalan dan Permukaan Tanah.

Untuk mencapai maksud dan tujuan tersebut di atas, MAP dapat melaksanakan kegiatan usaha sebagai berikut:

- a. Perdagangan Besar atas Dasar Balas Jasa (Fee) atau Kontrak (46100)  
kelompok ini mencakup jasa intermediasi dalam perdagangan besar, yaitu memfasilitasi transaksi antara penjual dan pembeli untuk pemesanan barang berdasarkan imbalan atau komisi tanpa penyediaan atau mengambil kepemilikan barang dan jasa yang diintermediasikan. Kegiatan intermediasi dapat dilakukan melalui platform digital atau kanal nondigital. Imbalan atau komisi dapat diterima dari pihak penjual atau pembeli. Pendapatan dari kegiatan intermediasi juga dapat mencakup sumber lain, seperti pendapatan dari iklan.

kelompok ini juga mencakup:

- kegiatan agen komisi, broker barang dan perdagangan besar lainnya yang berdagang atas nama pihak lain tanpa memiliki hak atas barang yang diintermediasikan;
- kegiatan yang mempertemukan penjual dan pembeli;
- kegiatan melakukan transaksi atas nama perusahaan, termasuk secara daring;
- kegiatan pusat pembelian, jika hanya bertindak sebagai intermediasikan dan tidak memiliki hak atas barang yang diintermediasikan;
- kegiatan rumah lelang untuk perdagangan besar rumah pelelangan;
- keagenan berbasis komisi untuk perdagangan besar zat radioaktif dan pembangkit radiasi pengion; dan
- penyelenggaraan pasar lelang komoditas untuk perdagangan besar.

*MAP's Articles of Association have been amended several times, as lastly amended by the Deed of Statement of Circular Resolution in Lieu of the 2026 Annual General Meeting of Shareholders of MAP No. 30 dated 7 Juli 2026, made before Darmawan Tjoa, S.H., S.E., Notary in Jakarta, which has been approved by the MOL based on Decree No. AHU-0048525.AH.01.02.TAHUN 2026 dated 8 July 2026.*

*Based on Article 3 of the Articles of Association of MAP, the purpose and objective of MAP is to engage in Wholesale Trade on a Fee or Contract Basis; Other Transportation Support Activities N.E.C.; Other Business Support Service Activities N.E.C.; Rental Activities of Own or Leased Residential Buildings and Land; Other Non-Residential Real Estate (Buildings and Land) Activities, Own or Leased; and Surface Road Construction.*

*To achieve the abovementioned purpose and objective, MAP may conduct the following business activities:*

- a. *Wholesale Trade on a Fee or Contract Basis (46100)*  
*this category includes intermediation services in wholesale trade, namely facilitating transactions between sellers and buyers for the ordering of goods in exchange for a fee or commission, without the entity taking ownership of, or otherwise supplying, the goods and services being intermediated. Intermediation activities may be carried out through digital platforms or non-digital channels. The fee or commission may be received from either the seller or the buyer. Revenue from intermediation activities may also include other sources, such as advertising revenue.*

*this category also includes:*

- *activities of commission agents, merchandise brokers, and other wholesale traders who trade on behalf of other parties without holding ownership rights over the goods being intermediated;*
- *activities that bring together sellers and buyers;*
- *activities of carrying out transactions on behalf of a company, including online;*
- *activities of purchasing centers, provided that they act solely as intermediaries and do not hold ownership rights over the goods being intermediated;*
- *activities of auction houses for wholesale auction trading;*
- *commission-based agency activities for the wholesale trade of radioactive substances and ionizing radiation generators; and*
- *organization of commodity auction markets for wholesale trade.*

- b. Aktivitas Penunjang Angkutan Lainnya YTDL (52299)  
kelompok ini mencakup aktivitas penunjang transportasi lainnya yang tidak diklasifikasikan di tempat lain.

kelompok ini mencakup:

- pengaturan atau pengorganisasian operasi transportasi melalui jalur kereta, jalan, laut, atau udara;
- aktivitas konsultasi logistik, yaitu perencanaan, perancangan dan jasa penunjang terhadap operasi transportasi, pergudangan, dan pendistribusian, termasuk pengelolaan logistik peralatan/perengkapan olahraga; dan
- operasi penanganan barang, seperti pengemasan sementara hanya untuk tujuan perlindungan barang selama transit, pembongkaran kemasan, pengambilan sampel, serta penimbangan barang.

- c. Aktivitas Jasa Penunjang Usaha Lainnya YTDL (82290)  
kelompok ini mencakup:

- penggalangan dana berdasarkan atas dasar balas jasa atas kontrak;
- layanan pelaporan pengadilan atau perekaman stenografi;
- layanan stenografi publik;
- pembuatan takrir/caption secara langsung (simultan) untuk rapat, konferensi;
- layanan pengodean batang;
- layanan pencetakan kode batang/barcode;
- layanan penyitaan kembali;
- layanan pengumpulan koin meteran parkir;
- kegiatan penanganan voucher restoran;
- pemberian bantuan dalam registrasi kendaraan bermotor;
- kegiatan jasa relokasi;
- administrasi paket hadiah untuk kegiatan rekreasi;
- kegiatan penerbitan dan penanganan voucher;
- penggalangan dana berbasis donasi;
- perdagangan dan perantara aset kripto tanpa kewajiban terkait (bukan oleh otoritas moneter);
- layanan domisili perusahaan;
- pembacaan konsumsi panas dan air panas, termasuk alokasi biaya;
- kegiatan pelelangan independen;
- administrasi program loyalitas;
- layanan pusat registrasi sistem resi gudang;
- penjualan kotak perjalanan: bentuk distribusi layanan terkait dengan perjalanan, tetapi berupa layanan tertunda, yang dapat berupa apa saja: hotel, restoran, perawatan, kegiatan rekreasi, dll.

- b. *Other Transportation Support Activities N.E.C (52299)*  
*this category includes other transportation support activities not elsewhere classified.*

*this category includes:*

- *the arrangement or organization of transport operations by rail, road, sea, or air;*
- *logistics consulting activities, namely the planning, design, and support services for transport operations, warehousing, and distribution, including the logistics management of sports equipment/apparatus; and*
- *cargo handling operations, such as temporary packing solely for the purpose of protecting goods during transit, unpacking, sampling, and weighing of goods.*

- c. *Other Business Support Service Activities N.E.C. (82290)*  
*this category includes:*

- *fundraising on a fee-for-service or contract basis;*
- *court reporting or stenographic recording services;*
- *public stenography services;*
- *live (simultaneous) captioning for meetings and conferences;*
- *barcode encoding services;*
- *barcode printing services;*
- *repossession services;*
- *parking meter coin collection services;*
- *activities relating to the handling of restaurant vouchers;*
- *assistance with motor vehicle registration;*
- *relocation services;*
- *administration of gift packages for recreational activities;*
- *activities relating to the issuance and handling of vouchers;*
- *donation-based fundraising;*
- *trading and brokerage of crypto assets without related obligations (not conducted by a monetary authority);*
- *corporate domicile services;*
- *reading of heat and hot water consumption, including cost allocation;*
- *independent auction activities;*
- *administration of loyalty programs;*
- *warehouse receipt system registration center services;*
- *sale of travel boxes: a form of distribution of travel-related services, but in the form of deferred services, which may consist of anything: hotels, restaurants, treatments, recreational activities, etc.*

d. Aktivitas Penyewaan Bangunan dan Lahan Hunian Milik Sendiri atau Sewa (68112)  
kelompok ini mencakup penyewaan dan pengoperasian real estat hunian milik sendiri atau sewa.

e. Aktivitas Real Estat (Bangunan dan Lahan) Nonhunian Lainnya Milik Sendiri atau Sewa (68129)  
kelompok ini mencakup:

- penyewaan dan pengoperasian real estat milik sendiri atau sewa, seperti gedung nonhunian lainnya, termasuk pusat data;
- pengembangan proyek bangunan nonhunian lainnya untuk dioperasikan sendiri;
- pengembangan proyek bangunan nonhunian lainnya untuk dijual;
- penyewaan pabrik, baik disertai mesin dan peralatan maupun tidak.

kelompok ini juga mencakup penyewaan atap bangunan nonhunian, misalnya untuk instalasi panel tenaga surya.

f. Konstruksi Jalan pada Permukaan Tanah (42101)

Kelompok ini mencakup kegiatan pembangunan, pemeliharaan, dan/atau pembangunan kembali berbagai jenis bangunan jalan pada permukaan tanah, seperti jalan raya, jalan sedang, jalan kecil, jalan landasan terbang (pacu, taksi, dan parkir), dan lapangan penyimpanan peti kemas (*containers yard*). Kegiatan ini dapat disertai pembangunan, peningkatan, dan pemeliharaan konstruksi pagar/tembok penahan jalan.

#### **Struktur Permodalan dan Susunan Pemegang Saham MAP**

Berdasarkan Akta Pernyataan Keputusan Sirkuler Pengganti Rapat Umum Pemegang Saham Luar Biasa MAP No. 48 tertanggal 16 Desember 2024, yang dibuat di hadapan Darmawan Tjoa, S.H., S.E., Notaris di Jakarta, yang telah mendapat persetujuan dari Menkum berdasarkan Keputusan No. AHU-0081880.AH.01.02.TAHUN 2024, serta telah diberitahukan kepada Menkum berdasarkan Penerimaan Pemberitahuan Perubahan Anggaran Dasar No. AHU-AH.01.03-0222207, keduanya tertanggal 16 Desember 2024 *juncto* Akta Pernyataan Keputusan Sirkuler Pengganti Rapat Umum Pemegang Saham Luar Biasa MAP No. 42 tertanggal 19 Desember 2025, yang dibuat di hadapan Darmawan Tjoa, S.H., S.E., Notaris di Jakarta, yang telah diberitahukan kepada Menkum berdasarkan Penerimaan Pemberitahuan Perubahan Anggaran Dasar No. AHU-AH.01.03-0256043 tertanggal 19 Desember 2025, struktur permodalan dan susunan pemegang saham MAP adalah sebagai berikut:

| No. | Keterangan/ Description         | Nilai Nominal Rp250.000 per saham/<br>Nominal Value of IDR250,000 per share |                                            |   |
|-----|---------------------------------|-----------------------------------------------------------------------------|--------------------------------------------|---|
|     |                                 | Jumlah Saham/<br>Number of Shares                                           | Nilai Nominal (Rp)/<br>Nominal Value (IDR) | % |
| A.  | Modal Dasar/ Authorized Capital | 1,500,000                                                                   | 375,000,000,000                            |   |

d. *Rental Activities of Own or Leased Residential Buildings and Land (68112)*  
*this category includes the rental and operation of self-owned or leased residential real estate.*

e. *Other Non-Residential Real Estate (Buildings and Land) Activities, Own or Leased (68129)*

*this category includes:*

- *rental and operation of self-owned or leased real estate, such as other non-residential buildings, including data centers;*
- *development of other non-residential building projects for own operation;*
- *development of other non-residential building projects for sale;*
- *rental of factories, whether or not together with machinery and equipment.*

*this category also includes rental of non-residential building rooftops, for example for the installation of solar panels.*

f. *Surface Road Construction (42101)*

*This category includes the construction, maintenance, and/or reconstruction of various types of surface roads, such as highways, secondary roads, minor roads, airfield pavements (runways, taxiways, and aprons), and container storage yards. This activity may also include the construction, improvement, and maintenance of road barriers/retaining walls.*

#### **Capital Structure and Shareholders' Composition of MAP**

*Based on Deed of Statement of Circular Resolutions in Lieu of Extraordinary General Meeting of Shareholders of MAP No. 48 dated 16 December 2024, made before Darmawan Tjoa, S.H., S.E., Notary in Jakarta, which has been approved by the MOL based on Decree No. AHU-0081880.AH.01.02.TAHUN 2024 and has been notified to the MOL based on Receipt of Notification of Amendment to the Articles of Association No. AHU-AH.01.03-0222207, both dated 16 December 2024 juncto Deed of Statement of Shareholders' Circular Resolutions in Lieu of Extraordinary General Meeting of Shareholders of MAP No. 42 dated 19 December 2025, made before Darmawan Tjoa, S.H., S.E., Notary in Jakarta, which has been notified to the MOL based on Receipt of Notification of Amendment to the Articles of Association No. AHU-AH.01.03-0256043 dated 19 December 2025, the capital structure and shareholders' composition of MAP are as follows:*

| <b>B.</b>                                                                                    | <b>Modal Ditempatkan dan Disetor Penuh/ Issued and Fully Paid-up Capital</b> |                  |                        |            |
|----------------------------------------------------------------------------------------------|------------------------------------------------------------------------------|------------------|------------------------|------------|
| 1.                                                                                           | Perseroan/ <i>the Company</i>                                                | 1,308,199        | 327,049,750,000        | 99.99      |
| 2.                                                                                           | PT Merdeka Kapital Indonesia                                                 | 1                | 250,000                | 0.01       |
| <b>Jumlah Modal Ditempatkan dan Disetor Penuh/ Total of Issued and Fully Paid-up Capital</b> |                                                                              | <b>1,308,200</b> | <b>327,050,000,000</b> | <b>100</b> |
| <b>C.</b>                                                                                    | <b>Saham dalam Portepel/ Unissued Shares</b>                                 | <b>191,800</b>   | <b>47,950,000,000</b>  | <b>-</b>   |

#### **Susunan Direksi dan Dewan Komisaris MAP**

Berdasarkan Akta Pernyataan Keputusan Sirkuler Pengganti Rapat Umum Pemegang Saham Tahunan 2024 MAP No. 81 tanggal 28 Juni 2024, yang dibuat di hadapan Darmawan Tjoa, S.H., S.E., Notaris di Jakarta, yang telah diberitahukan kepada Menkumham berdasarkan Penerimaan Pemberitahuan Perubahan Data Perseroan No. AHU-AH.01.09-0219584 tanggal 28 Juni 2024, susunan Direksi dan Dewan Komisaris MAP adalah sebagai berikut:

#### **Dewan Komisaris/ Board of Commissioner**

Komisaris/ *Commissioner*

#### **Composition of the Board of Directors and Board of Commissioner of MAP**

*Based on Deed of Statement of Shareholders' Circular Resolutions in Lieu of 2024 Annual General Meeting of Shareholders of MAP No. 81 dated 28 June 2024, made before Darmawan Tjoa, S.H., S.E., Notary in Jakarta, which amongst others, has been notified to MOLHR based on Receipt of Notification on Change to the Company's Data No. AHU-AH.01.09-0219584 dated 28 June 2024, the composition of the Board of Directors and Board of Commissioner of MAP are as follows:*

: Albert Saputro

#### **Direksi/ Board of Directors**

Direktur Utama/ *President Director*

Direktur/ *Director*

: Boyke Poerbaya Abidin

: Cahyono Seto

### **3. PBT**

PBT didirikan berdasarkan Akta Pendirian Perseroan Terbatas PBT No. 88 tertanggal 20 November 2015, yang dibuat di hadapan Humbert Lie, S.H., S.E., M.Kn., Notaris di Jakarta Utara, yang telah memperoleh pengesahan dari Menkumham berdasarkan Keputusan No. AHU-2467718.AH.01.01.TAHUN 2015 tertanggal 20 November 2015.

PBT beralamat terdaftar di Jalan Trans Sulawesi – Akses Bypass Road KM 0, Pani Gold Project, Teratai, Marisa, Pohuwato, Gorontalo, Indonesia.

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Anggaran Dasar PBT telah mengalami beberapa kali perubahan, sebagaimana diubah terakhir kali berdasarkan Akta Pernyataan Keputusan Sirkuler Sebagai Pengganti Rapat Umum Pemegang Saham Tahunan 2026 PBT No. 61 tertanggal 26 Juni 2026 yang dibuat di hadapan Darmawan Tjoa, S.H., S.E., Notaris di Jakarta, yang telah mendapat persetujuan dari Menkumham berdasarkan Keputusan No. AHU-0044628.AH.01.02.TAHUN 2026 tertanggal 1 Juli 2026.

Berdasarkan Pasal 3 Anggaran Dasar PBT, maksud dan tujuan PBT ialah bergerak dalam bidang Industri Logam Dasar Mulia.

Untuk mencapai maksud dan tujuan tersebut di atas, PBT dapat melaksanakan kegiatan usaha sebagai berikut:

Industri Logam Dasar Mulia (KBLI 24201)

### **3. PBT**

*PBT was established based on the Deed of Establishment of Limited Liability Company of PBT No. 88 dated 20 November 2015, made before Humbert Lie, S.H., S.E., M.Kn., Notary in North Jakarta, which has been ratified by the MOLHR based on Decree No. AHU-2467718.AH.01.01.TAHUN 2015 dated 20 November 2015.*

*PBT has its registered address at Jalan Trans Sulawesi – Akses Bypass Road KM 0, Pani Gold Project, Teratai, Marisa, Pohuwato, Gorontalo, Indonesia.*

*PBT's Articles of Association have been amended several times, as lastly amended by the Deed of Statement of Circular Resolution in Lieu of the 2026 Annual General Meeting of Shareholders of PBT No. 61 dated 26 June 2026, made before Darmawan Tjoa, S.H., S.E., Notary in Jakarta, which has been approved by the MOL based on Decree No. AHU-0044628.AH.01.02.TAHUN 2026 dated 1 July 2026.*

*Based on Article 3 of the Articles of Association of PBT, the purpose and objective of PBT is to engage in the Industry of Precious Basic Metal.*

*To achieve the abovementioned purpose and objective, PBT may conduct the following business activities:*

*Industry of Precious Basic Metal (KBLI 24201)*

kelompok ini mencakup pembuatan, pemurnian, peleburan, serta pemaduan dan penuangan logam mulia dalam bentuk dasar (*ingot, billet, slab, batang, pellet, block, sheet, pig*, paduan, dan bubuk), seperti *ingot perak, ingot emas, dan pellet platina*.

#### **Struktur Permodalan dan Susunan Pemegang Saham PBT**

Berdasarkan Akta Pernyataan Keputusan Sirkuler Para Pemegang Saham sebagai Pengganti dari Rapat Umum Pemegang Saham Luar Biasa PBT No. 40 tertanggal 19 Desember 2025 yang dibuat di hadapan Darmawan Tjoa, S.H., S.E., Notaris di Jakarta, yang telah mendapat persetujuan dari Menkum berdasarkan Keputusan No. AHU-0083924.AH.01.02.TAHUN 2025 serta telah diberitahukan kepada Menkum berdasarkan Penerimaan Pemberitahuan Perubahan Anggaran Dasar No. AHU-AH.01.03-0256032, keduanya tertanggal 19 Desember 2025, struktur permodalan dan susunan pemegang saham PBT adalah sebagai berikut:

| No. | Keterangan/ Description                                                                  | Nilai Nominal Rp442.000 per saham/<br>Nominal Value of IDR442,000 per share |                                            |       |
|-----|------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------|--------------------------------------------|-------|
|     |                                                                                          | Jumlah Saham/<br>Number of Shares                                           | Nilai Nominal (Rp)/<br>Nominal Value (IDR) | %     |
| A.  | Modal Dasar/ Authorized Capital                                                          | 9,000,000                                                                   | 3,978,000,000,000                          |       |
| B.  | Modal Ditempatkan dan Disetor Penuh/<br>Issued and Fully Paid-up Capital                 |                                                                             |                                            |       |
| 1.  | Perseroan/ the Company                                                                   | 2,324,463                                                                   | 1,027,412,646,000                          | 99.99 |
| 2.  | Januarius Felix L. G.                                                                    | 1                                                                           | 442,000                                    | 0.01  |
|     | Jumlah Modal Ditempatkan dan Disetor Penuh/<br>Total of Issued and Fully Paid-up Capital | 2,324,464                                                                   | 1,027,413,088,000                          | 100   |
| C.  | Saham dalam Portepel/ Unissued Shares                                                    | 6,675,536                                                                   | 2,950,586,912,000                          | -     |

#### **Susunan Direksi dan Dewan Komisaris PBT**

Berdasarkan Akta Pernyataan Keputusan Sirkuler Pemegang Saham Sebagai Pengganti Rapat Umum Pemegang Saham Luar Biasa PBT No. 44 tertanggal 14 Maret 2023 yang dibuat di hadapan Darmawan Tjoa, S.H., S.E., Notaris di Jakarta, yang telah diberitahukan kepada Menkumham berdasarkan Penerimaan Pemberitahuan Perubahan Data Perseroan No. AHU-AH.01.09-0100462 tertanggal 14 Maret 2023, susunan Direksi dan Dewan Komisaris PBT adalah sebagai berikut:

**Dewan Komisaris/ Board of Commissioner**  
Komisaris/ Commissioner

**Direksi/ Board of Directors**  
Direktur Utama/ President Director  
Direktur/ Director

#### **4. MMS**

MMS didirikan berdasarkan Akta Pendirian MMS No. 114 tertanggal 21 Desember 2017, yang dibuat di hadapan Darmawan Tjoa, S.H., S.E., Notaris di Jakarta, yang telah memperoleh pengesahan dari Menkumham berdasarkan Keputusan No. AHU-0058435.AH.01.01.TAHUN 2017 tertanggal 22 Desember 2017.

*this group covers the production, refining, smelting, as well as alloying and casting of precious metals in basic forms (ingots, billets, slabs, bars, pellets, blocks, sheets, pigs, alloys, and powder), such as silver ingots, gold ingots, and platinum pellets.*

#### **Capital Structure and Shareholders' Composition of PBT**

*Based on Deed of Statement of Shareholders' Circular Resolutions in Lieu of Extraordinary General Meeting of Shareholders of PBT No. 40 dated 19 December 2025, made before Darmawan Tjoa, S.H., S.E., Notary in Jakarta, which has been approved by the MOL based on Decree No. AHU-0083924.AH.01.02.TAHUN 2025 and has been notified to the MOL based on the Notification Receipt of Amendment to the Articles of Association No. AHU-AH.01.03-0256032, both dated 19 December 2025, the capital structure and shareholders' composition of PBT are as follows:*

#### **Composition of the Board of Director and Board of Commissioner of PBT**

*Based on the Deed of Statement of Shareholders' Circular Resolution in Lieu of the Extraordinary General Meeting of Shareholders of PBT No. 44 dated 14 March 2023, made before Darmawan Tjoa, S.H., S.E., Notary in Jakarta, which has been notified to the MOLHR based on the Notification Receipt of Changes to the Company Data No. AHU-AH.01.09-0100462 dated 14 March 2023, the composition of the Board of Director and Board of Commissioner of PBT are as follows:*

: Januarius Felix Lumban Gaol

: Syamsul Bahri Ilyas  
: Cahyono Seto

#### **4. MMS**

*MMS was established based on the Deed of Establishment MMS No. 114 dated 21 December 2017, made before Darmawan Tjoa, S.H., S.E., Notary in Jakarta, which has been ratified by the MOLHR based on Decree No. AHU-0058435.AH.01.01.TAHUN 2017 dated 22 December 2017.*

MMS beralamat terdaftar di Treasury Tower Lantai 68, District 8 SCBD Lot 28, Jl. Jend. Sudirman Kav. 52-53, Senayan, Kebayoran Baru, Jakarta Selatan 12910, Indonesia.

*MMS has its registered address at Treasury Tower 68<sup>th</sup> Floor, District 8 SCBD Lot 28, Jl. Jend. Sudirman Kav. 52-53, Senayan, Kebayoran Baru, South Jakarta 12910, Indonesia.*

Nomor Telepon/ Phone Number : +62 21 39525588 5009

Faksimile/ Facsimile : +62 21 39525589

Surat Elektronik/ E-mail : corporate.secretary@merdekacoppergold.com

Anggaran Dasar MMS telah mengalami beberapa kali perubahan, sebagaimana diubah terakhir kali berdasarkan Akta Pernyataan Keputusan Sirkuler Sebagai Pengganti Rapat Umum Pemegang Saham Luar Biasa MMS No. 36 tertanggal 13 Agustus 2026 yang dibuat di hadapan Darmawan Tjoa, S.H., S.E., Notaris di Jakarta, yang telah mendapat persetujuan dari Menkum berdasarkan Keputusan No. AHU-0074795.AH.01.02.TAHUN 2026 tertanggal 13 Agustus 2026.

*MMS' Articles of Association have been amended several times, as lastly amended by the Deed of Statement of Circular Resolution in Lieu of the Extraordinary General Meeting of Shareholders of MMS No. 36 dated 13 August 2026, made before Darmawan Tjoa, S.H., S.E., Notary in Jakarta, which has been approved by the MOL based on Decree No. AHU-0074795.AH.01.02.TAHUN 2026 dated 13 August 2026.*

Berdasarkan Pasal 3 Anggaran Dasar MMS, maksud dan tujuan MMS ialah berusaha dalam Aktivitas Penunjang Pertambangan dan Penggalian Lainnya, Konstruksi Konvensional Gedung Industri, Konstruksi Jalan Pada Permukaan Tanah, Konstruksi Bangunan Sipil Jembatan, Jalan Layang, Fly Over, dan Underpass, Konstruksi Bangunan Sipil Pertambangan, Pemasangan Perlengkapan Mekanikal Bangunan, Penyiapan Lahan, Pemasangan Konstruksi Lainnya YTDL, Aktivitas Konsultasi Manajemen dan Bisnis Lainnya, Konstruksi Konvensional Gedung Hunian, Konstruksi Konvensional Gedung Perkantoran, Pemasangan Jaringan Listrik, Konstruksi Bangunan Sipil Elektrikal, Konstruksi Konvensional Gedung Lainnya, Pemasangan Sistem Elektronika, Konstruksi Bangunan Sipil Minyak dan Gas Bumi, Konstruksi Bangunan Sipil Sistem Pengolahan Limbah, Pemasangan Saluran Air (Plumbing), dan Konstruksi Bangunan Sipil Pengolahan Air Bersih.

*Based on Article 3 of the Articles of Association of MMS, the purpose and objective of MMS is to engage in the Other Mining and Quarrying Support Activities, Conventional Construction of Industrial Buildings, Surface Road Construction, Civil Engineering Construction of Bridges, Elevated Roads, Flyovers, and Underpasses, Civil Engineering Construction for Mining, Installation of Mechanical Building Equipment, Land Preparation, Installation of Other Construction Works N.E.C., Other Management and Business Consulting Activities, Conventional Construction of Residential Buildings, Conventional Construction of Office Buildings, Installation of Electrical Power Networks, Civil Engineering Construction of Electrical Installations, Conventional Construction of Other Buildings, Installation of Electronic Systems, Civil Engineering Construction for Oil and Gas, Civil Engineering Construction of Waste Management Systems, Installation of Plumbing, and Civil Engineering Construction of Water Management Facilities.*

Untuk mencapai maksud dan tujuan tersebut di atas, MMS dapat melaksanakan kegiatan usaha sebagai berikut:

*To achieve the abovementioned purpose and objective, MMS may conduct the following business activities:*

a. Aktivitas Penunjang Pertambangan dan Penggalian Lainnya (09900)

*a. Other Mining and Quarrying Support Activities (09900)*

kelompok ini mencakup:

*this category includes:*

- i. jasa penunjang atas dasar balas jasa atau kontrak, yang dibutuhkan dalam kegiatan pertambangan pada golongan pokok pertambangan batu bara dan lignit, pertambangan bijih logam, serta pertambangan dan penggalian lainnya;
- ii. jasa eksplorasi, misalnya dengan cara tradisional seperti mengambil contoh bijih dan membuat observasi geologi pada lokasi tambang yang memiliki potensi prospek;

- i. support services provided on a fee or contract basis, required for mining activities within the main groups of coal and lignite mining, metal ore mining, and other mining and quarrying;*
- ii. exploration services, for example by traditional methods such as ore sampling and geological observation at mine sites with potential prospects;*

- iii. jasa pemompaan dan pengeringan hasil tambang atas dasar balas jasa atau kontrak;
  - iv. uji coba penggalian dan pengeboran sumur atau ladang tambang;
  - v. jasa aglomerasi dan konsentrasi bijih besi yang dilakukan oleh pihak ketiga;
  - vi. pengamanan lubang tambang dan terowongan; dan
  - vii. penghancuran struktur bangunan serta pembongkaran komponen atau peralatan pada fasilitas pertambangan bawah tanah.
- b. Konstruksi Konvensional Gedung Industri (41013)  
kelompok ini mencakup kegiatan pembangunan, pemeliharaan, dan/atau pembangunan kembali bangunan dengan metode konvensional yang dipakai untuk industri, seperti gedung perindustrian/pabrik, gedung bengkel kerja/workshop, serta bangunan pabrik untuk pengelolaan dan pemrosesan bahan nuklir. kelompok ini juga mencakup perubahan dan renovasi gedung industri.
- c. Konstruksi Jalan Pada Permukaan Tanah (42101)  
kelompok ini mencakup kegiatan pembangunan, pemeliharaan, dan/atau pembangunan kembali berbagai jenis bangunan jalan pada permukaan tanah, seperti jalan raya, jalan sedang, jalan kecil, jalan landasan terbang (pacu, taksi, dan parkir), dan lapangan penyimpanan peti kemas (*containers yard*). kegiatan ini dapat disertai pembangunan, peningkatan, dan pemeliharaan konstruksi pagar/tembok penahan jalan.
- d. Konstruksi Bangunan Sipil Jembatan, Jalan Layang, Fly Over, dan Underpass (42102)  
kelompok ini mencakup kegiatan pembangunan, pemeliharaan, dan/atau pembangunan kembali bangunan jembatan (termasuk jembatan rel), jalan layang, *underpass*, dan *fly over*. kegiatan ini dapat disertai pembangunan, peningkatan, pemeliharaan penunjang, pelengkap dan perlengkapan jembatan dan jalan layang, seperti pagar/tembok penahan, drainase jalan, marka jalan, dan rambu-rambu.
- e. Konstruksi Bangunan Sipil Pertambangan (42992)  
kelompok ini mencakup kegiatan pembangunan, pemeliharaan, dan/atau pembangunan kembali fasilitas eksplorasi dan operasi produksi pertambangan, termasuk pengendalian dampak lingkungan.
- f. Pemasangan Perlengkapan Mekanikal Bangunan (43291)  
kelompok ini mencakup kegiatan pemasangan dan pemeliharaan perlengkapan mekanikal alat angkut dan alat angkat pada bangunan
- iii. *pumping and drainage services of mining products provided on a fee or contract basis;*
  - iv. *trial excavation and drilling of wells or mining fields;*
  - v. *agglomeration and concentration services of iron ore carried out by third parties;*
  - vi. *securing of mine shafts and tunnels; and*
  - vii. *demolition of building structures and dismantling of components or equipment at underground mining facilities.*
- b. *Conventional Construction of Industrial Buildings (41013)*  
*this category includes the construction, maintenance, and/or reconstruction of buildings using conventional methods for industrial use, such as industrial/factory buildings, workshop buildings, and factory buildings for the management and processing of nuclear materials. this category also includes the alteration and renovation of industrial buildings.*
- c. *Surface Road Construction (42101)*  
*this category includes the construction, maintenance, and/or reconstruction of various types of surface roads, such as highways, secondary roads, minor roads, airfield pavements (runways, taxiways, and aprons), and container storage yards. this activity may also include the construction, improvement, and maintenance of road barriers/retaining walls.*
- d. *Civil Engineering Construction of Bridges, Elevated Road, Flyovers, and Underpasses (42102)*  
*this category includes the construction, maintenance, and/or reconstruction of bridges (including railway bridges), elevated roads, underpasses, and flyovers. this activity may also include the construction, improvement, and maintenance of bridge and elevated road supporting structures, appurtenances, and equipment, such as barriers/retaining walls, road drainage, road markings, and signage.*
- e. *Civil Engineering Construction for Mining (42992)*  
*this category includes the construction, maintenance, and/or reconstruction of mining exploration facilities and production operation facilities, including the control of environmental impacts.*
- f. *Installation of Mechanical Building Equipment (43291)*  
*this category includes the installation and maintenance of mechanical equipment for lifting and conveying systems in residential and non-*

gedung hunian dan nonhunian serta bangunan sipil lainnya, seperti lift, tangga berjalan (eskalator), ban berjalan (conveyor), jalan-tapak bergerak (travelator), gondola, pintu otomatis, serta perlengkapan tangga keselamatan dari kebakaran.

g. **Penyiapan Lahan (43120)**

kelompok ini mencakup penyiapan lahan untuk kegiatan konstruksi berikutnya.

kelompok ini mencakup:

- i. pembersihan dan pematangan lahan konstruksi, pembersihan semak belukar;
- ii. pembukaan lahan/stabilisasi tanah, seperti penggalian, membuat kemiringan, pengurukan, perataan lahan konstruksi, penggalian parit, pemindahan, penghancuran, atau peledakan batu;
- iii. pelaksanaan pekerjaan tanah dan/atau tanah berbatu, penggalian, membuat kemiringan, perataan tanah dengan galian dan timbunan untuk konstruksi jalan (raya, sedang, dan kecil), jalan bebas hambatan, jalan rel kereta api, dan jalan landasan terbang (pacu, taksi, dan parkir), pabrik, pembangkit, transmisi, gardu induk, dan distribusi tenaga listrik, fasilitas produksi, serta bangunan gedung dan bangunan sipil lainnya;
- iv. pemasangan, pemindahan, dan perlindungan utilitas, tes/uji dengan sondir dan bor, pemboran, ekstraksi material, dan penyelidikan lapangan/pengambilan contoh untuk keperluan konstruksi, geofisika, geologi, atau keperluan sejenis;
- v. persiapan lokasi untuk pertambangan, seperti pengupasan lapisan tanah penutup serta pengembangan dan persiapan area mineral dan lokasi pertambangan, kecuali lokasi pertambangan minyak dan gas;
- vi. penyiapan drainase untuk lokasi konstruksi;
- vii. pengeringan lahan pertanian atau kehutanan;
- viii. penyiapan lahan untuk fasilitas ketenagalistrikan; dan
- ix. kegiatan penunjang penyiapan lahan seperti pemasangan fasilitas alat bantu konstruksi (pemasangan sheet pile, papan nama proyek, dangorong-gorong untuk pemasangan kabel, pekerjaan pembuatan kantor, basecamp, direksi kit, gudang, bengkel proyek), pengukuran kembali, pembuatan/pengalihan jalan sementara, dewatering/pengeringan, mobilisasi dan demobilisasi, dan pekerjaan sejenis lainnya.

*residential buildings as well as other civil engineering structures, such as lifts/elevators, escalators, conveyor belts, travelators, gondolas, automatic doors, and fire escape stair equipment.*

g. **Land Preparation (43120)**

*this category includes site preparation for subsequent construction activities.*

*this category includes:*

- i. *clearing and preparation of construction sites, and clearing of undergrowth/scrub;*
- ii. *land clearing/soil stabilization, such as excavation, slope formation, filling, levelling of construction sites, trenching, moving of earth, breaking, or blasting of rock;*
- iii. *execution of earthworks and/or rock excavation works, excavation, slope formation, and land levelling through cutting and filling for the construction of roads (highways, secondary roads, and minor roads), expressways, railway lines, and airfield pavements (runways, taxiways, and aprons), factories, power generation, transmission, substation, and electricity distribution facilities, production facilities, as well as other buildings and civil engineering structures;*
- iv. *installation, relocation, and protection of utilities, cone penetration and drilling tests, drilling, material extraction, and field investigation/sampling for construction, geophysical, geological, or similar purposes;*
- v. *site preparation for mining, such as overburden stripping and the development and preparation of mineral areas and mining sites, excluding oil and gas mining sites;*
- vi. *preparation of drainage for construction sites;*
- vii. *drainage of agricultural or forestry land;*
- viii. *preparation of land for nuclear power facilities; and*
- ix. *site preparation support activities, such as the installation of construction aid facilities (installation of sheet piles, project signboards, and culverts for cable installation, construction of site offices, basecamps, site management offices, warehouses, and project workshops), re-surveying, construction/diversion of temporary roads, dewatering, mobilization and demobilization, and other similar works.*

h. Pemasangan Konstruksi Lainnya YTDL (43299)

kelompok ini mencakup kegiatan pemasangan perlengkapan gedung lainnya dan kegiatan pemasangan, pemeliharaan, dan perbaikan perlengkapan bangunan sipil lainnya, seperti:

- i. pemasangan penangkal petir;
- ii. pemasangan sistem penyedot debu terintegrasi; dan
- iii. pemasangan insulasi panas, suara, atau getaran, seperti panel penutup akustik, wol kaca/glass wool, dan rock wool.

i. Aktivitas Konsultasi Manajemen dan Bisnis Lainnya (70209)

kelompok ini mencakup ketentuan bantuan nasihat, bimbingan dan operasional usaha dan permasalahan organisasi dan manajemen lainnya, seperti perencanaanstrategi dan organisasi; keputusan berkaitan dengan keuangan; tujuan dan kebijakan perencanaan, praktik dan kebijakan sumber daya manusia; perencanaan penjadwalan dan pengontrolan produksi. penyedia jasa usaha ini dapat mencakup bantuan nasihat, bimbingan dan operasional berbagai fungsi manajemen, konsultasimanajemen olah agronomist dan agricultural economis pada bidang pertanian dan sejenisnya, rancangan dari metode dan prosedur akuntansi, program akuntansi biaya, prosedur pengawasan anggaran belanja, pemberian nasihat dan bantuan untuk usaha dan pelayanan masyarakat dalam perencanaan, pengorganisasian, efisiensi dan pengawasan, informasi manajemen, konsultasi kesehatan dan keselamatan kerja, misalnya identifikasi dan dokumentasi risiko, dan lain-lain. kelompok ini juga mencakup:

- i. jasa pelayanan studi investasi infrastruktur; dan
- ii. jasa konsultansi manajemen keamanan pelabuhan.

j. Konstruksi Konvensional Gedung Hunian (41011)

kelompok ini mencakup kegiatan pembangunan, pemeliharaan, dan/atau pembangunan kembali bangunan dengan metode konvensional yang dipakai untuk hunian, seperti rumah tinggal, rumah tinggal sementara, rumatsusun, serta apartemen dan kondominium. kelompok ini juga mencakup kegiatan perubahan dan renovasi gedung hunian.

k. Konstruksi Konvensional Gedung Perkantoran (41012)

kelompok ini mencakup kegiatan pembangunan, pemeliharaan, dan/atau pembangunan kembali bangunan dengan metode konvensional yang dipakai untuk gedungperkantoran, seperti kantor dan rumah kantor (rukan). kelompok ini juga mencakup kegiatan perubahan dan renovasi gedung perkantoran.

h. Installation of Other Construction Works N.E.C. (43299)

*this category includes the installation of other building equipment, as well as the installation, maintenance, and repair of other civil engineering equipment, such as:*

- i. installation of lightning rods/conductors;*
- ii. installation of integrated dust extraction systems; and*
- iii. installation of thermal, sound, or vibration insulation, such as acoustic panelling, glass wool, and rock wool.*

i. Other Management and Business Consulting Activities (70209)

*this category includes the provision of advisory, guidance, and operational assistance for business and other organizational and management matters, such as strategic and organizational planning; financial decisions; the objectives and policies of planning, human resources practices and policies; and production scheduling and control planning. the provision of these business services may include advisory, guidance, and operational assistance across various management functions, management consulting by agronomists and agricultural economists in the field of agriculture and related areas, the design of accounting methods and procedures, cost accounting programs, budgetary control procedures, the provision of advice and assistance to businesses and public services in planning, organization, efficiency, and control, management information, occupational health and safety consulting, such as risk identification and documentation, and other similar matters. this category also includes:*

- i. infrastructure investment study services; and*
- ii. port security management consulting services.*

j. Conventional Construction of Residential Buildings (41011)

*this category includes the construction, maintenance, and/or reconstruction of buildings using conventional methods for residential use, such as houses, temporary dwellings, flats/apartment blocks, and apartments and condominiums. this category also includes the alteration and renovation of residential buildings.*

k. Conventional Construction of Office Buildings (41012)

*this category includes the construction, maintenance, and/or reconstruction of buildings using conventional methods for office use, such as offices and shophouse-offices (rukan). this category also includes the alteration and renovation of office buildings.*

l. Pemasangan Jaringan Listrik (43211)

kelompok ini mencakup kegiatan pembangunan, pemasangan, perbaikan, pemeliharaan, pembangunan kembali jaringan listrik pada bangunan gedung baik untuk hunian maupun nonhunian, seperti pemasangan jaringan listrik tegangan rendah, sistem fotovoltaiik, sistem penyimpanan daya, pengisi daya listrik. kelompok ini juga mencakup kegiatan pemasangan dan pemeliharaan jaringan listrik pada bangunan sipil, seperti jalan raya, jalan kereta api, dan lapangan udara.

m. Konstruksi Bangunan Sipil Elektrikal (42204)

kelompok ini mencakup kegiatan pembangunan, pemeliharaan, dan/atau pembangunan kembali bangunan sipil elektrikal seperti bangunan sipil pembangkit, transmisi, distribusi dan instalasi pemanfaatan tenaga listrik (contoh stasiun pengisian kendaraan listrik); ladang energi surya dan angin; jaringan pipa listrik - lokal dan jarak jauh, termasuk pembangunan gardu induk dan pemasangan tiang listrik dan menara.

n. Konstruksi Konvensional Gedung Lainnya (41019)

kelompok ini mencakup kegiatan pembangunan, pemeliharaan, dan/atau pembangunan kembali bangunan dengan metode konvensional yang dipakai penggunaan selain dalam kelompok 41011 s.d. 41018, seperti tempat ibadah (masjid, gereja katolik, gereja kristen, pura,- wihara, kelenteng), gedung terminal/stasiun, balai yasa (kereta api), bangunan monumental, gedung negaradan pemerintah pusat/daerah, bangunan bandara, gedung hangar pesawat, gedung pemadam kebakaran di bandar udara (PKPPK), gedung bersejarah, gedung penjara, gedung balai pertemuan, gudang, gedung genset, rumah pompa, depo, gedung power house, gedung pusat data/data center, gedung gardu listrik, gedung gardusinyal, gedung tower, dan gedung penyimpanan, termasuk penyimpanan bahan peledak. kelompok ini juga mencakup perubahan dan renovasi gedung lainnya.

o. Pemasangan Sistem Elektronika (43213)

kelompok ini mencakup kegiatan pemasangan sistem elektronika pada bangunan gedung baik untuk hunian maupun nonhunian, dan elektronika bandara serta teknologi inforoasi (termasuk telekomunikasi dan sistem teknologi informasi), seperti pemasangan sistem alarm, close circuit TV dan sound system, dan commercial management system (pre-paid electricity voucher), termasuk juga instalasi access control, papan skor/scoring board, timing system, perimeter pixel display,

l. Installation of Electrical Power Networks (43211)

this category includes the construction, installation, repair, maintenance, and reconstruction of electrical power networks in residential and non-residential buildings, such as the installation of low-voltage electrical networks, photovoltaic systems, energy storage systems, and electric chargers. this category also includes the installation and maintenance of electrical power networks in civil engineering structures, such as highways, railways, and airfields.

m. Civil Engineering Construction of Electrical Installations (42204)

this category includes the construction, maintenance, and/or reconstruction of electrical civil engineering structures, such as civil engineering structures for the generation, transmission, distribution, and installation of electricity utilization facilities (for example, electric vehicle charging stations); solar and wind energy farms; local and long-distance electrical pipeline networks, including the construction of substations and the installation of electricity poles and towers.

n. Conventional Construction of Other Buildings (41019)

this category includes the construction, maintenance, and/or reconstruction of buildings using conventional methods for purposes other than those covered under categories 41011 to 41018, such as places of worship (mosques, catholic churches, christian churches, hindu temples/pura, buddhist temples/wihara, and chinese temples/kelenteng), terminal/station buildings, locomotive workshops (railway), monumental buildings, central/regional government buildings, airport buildings, aircraft hangars, airport fire and rescue service (PKPPK) buildings, historical buildings, prison buildings, meeting halls, warehouses, generator buildings, pump houses, depots, power house buildings, data center buildings, electrical substation buildings, signal station buildings, tower buildings, and storage buildings, including explosives storage. this category also includes the alteration and renovation of other buildings.

o. Installation of Electronic Systems (43213)

this category includes the installation of electronic systems in residential and non-residential buildings, as well as airport electronics and information technology (including telecommunications and information technology systems), such as the installation of alarm systems, closed-circuit TV and sound systems, and commercial management systems (prepaid electricity vouchers), including also the installation of access control systems, scoreboards, timing systems, perimeter pixel displays, master clocks,

master clock, dan fasilitas elektroniklainnya. kelompok ini tidak mencakup sistem elektronika navigasi laut, sungai, dan udara, lihat kelompok 43214.

*and other electronic facilities. this category does not include marine, river, and aviation navigation electronic systems, see category 43214.*

p. Konstruksi Bangunan Sipil Minyak dan Gas Bumi (42991)

kelompok ini mencakup kegiatan pembangunan, pemeliharaan, dan/atau pembangunan kembali bangunan sipil pada kegiatan usaha hulu dan hilir minyak dan gas, baik di atas permukaan tanah, di bawah tanah, atau di dalam air, seperti pipa angkutan minyak dan gas jarak jauh dan anjungan lepas pantai.

p. *Civil Engineering Construction for Oil and Gas (42991)*

*this category includes the construction, maintenance, and/or reconstruction of civil engineering structures for upstream and downstream oil and gas activities, whether on the surface, underground, or offshore, such as long-distance oil and gas transportation pipelines and offshore platforms.*

q. Konstruksi Bangunan Sipil Sistem Pengolahan Limbah (42203)

kelompok ini mencakup kegiatan pembangunan, pemeliharaan, dan/atau pembangunan kembali bangunan sarana dan prasarana pengolahan limbah padat, cair, dan gas, reservoir limbah, jaringan perpipaan limbah, bangunan jaringan air limbah dalam kota (jaringan pengumpul air limbah domestik/manusia dan air limbah-- industri?, bangunan tempat pembuangan dan pembakaran (incenerator) limbah, dan bangunan pelengkap limbah padat, cair, dan gas, bangunan tempat pembuangan akhir sampah beserta bangunan pelengkapanya, dan jasa pemasangan konstruksi sistem septik, konstruksi unit pengolahan limbah yang dihasilkan dari pembangkit termal, hydro, panas bumi, serta energi baru dan terbarukan (EBT) lainnya.

q. *Civil Engineering Construction of Waste Management Systems (42203)*

*this category includes the construction, maintenance, and/or reconstruction of solid, liquid, and gas waste treatment facilities and infrastructure, waste reservoirs, waste piping networks, in-city wastewater network buildings (domestic/human wastewater and industrial wastewater collection networks), waste disposal and incineration facilities, and ancillary structures for solid, liquid, and gas waste, final waste disposal site buildings and their ancillary structures, as well as septic system construction installation services, and construction of waste treatment units generated from thermal, hydro, geothermal, and other new and renewable energy (NRE) power plants.*

r. Pemasangan Saluran Air (*Plumbing*) (43221)

kelompok ini mencakup kegiatan pemasangan, perbaikan, pemeliharaan saluran air bersih, air limbah dan drainase, peralatan saniter pada bangunan geduubhunian maupun nonhunian. Kelompok ini mencakup pemasangan saluran air, pipa distribusi air bersih dan instalasi water treatment plant (WTP) atau osmosis balik/reverse osmosis (RO), dan pipa air kotor.

r. *Installation of Plumbing (43221)*

*this category includes the installation, repair, and maintenance of clean water, wastewater, and drainage piping, and sanitary equipment in residential and non-residential buildings. This category includes the installation of water pipelines, clean water distribution pipes, and water treatment plant (WTP) or reverse osmosis (RO) installations, as well as sewage pipes.*

s. Konstruksi Bangunan Sipil Pengolahan Air Bersih (42202)

kelompok ini mencakup kegiatan pembangunan, pemeliharaan, dan/atau pembangunan kembali bangunan penyadap dan penyalur air baku, bangunan pengolahan air baku, bangunan pengolahan air minum, bangunan menara air minum, reservoir air minum, jaringan pipa/penyalur distribusi air bersih, serta tangki airminum dan bangunan pelengkap air minum lainnya.

s. *Civil Engineering Construction of Water Treatment Facilities (42202)*

*this category includes the construction, maintenance, and/or reconstruction of raw water intake and conveyance structures, raw water treatment facilities, drinking water treatment facilities, drinking water tower structures, drinking water reservoirs, clean water distribution pipeline/conveyance networks, as well as drinking water tanks and other ancillary drinking water facilities.*

**Struktur Permodalan dan Susunan Pemegang Saham MMS**

Berdasarkan Akta Pernyataan Keputusan Sirkuler Pengganti Rapat Umum Pemegang Saham Luar

**Capital Structure and Shareholders' Composition of MMS**

*Based on Deed of Statement of Shareholders' Circular Resolutions in Lieu of Extraordinary General Meeting*

Biasa MMS No. 38 tertanggal 19 Desember 2025 yang dibuat di hadapan Darmawan Tjoa, S.H., S.E., Notaris di Jakarta, yang telah mendapat persetujuan dari Menkum berdasarkan Keputusan No. AHU-0083918.AH.01.02.TAHUN 2025 serta telah diberitahukan kepada Menkum berdasarkan Penerimaan Pemberitahuan Perubahan Anggaran Dasar No. AHU-AH.01.03-0256016, keduanya tertanggal 19 Desember 2025, struktur permodalan dan susunan pemegang saham MMS adalah sebagai berikut:

| No.                                                                                      | Keterangan/ Description                                                  | Nilai Nominal Rp1.000.000 per saham/<br>Nominal Value of IDR1,000,000 per share |                                            |       |
|------------------------------------------------------------------------------------------|--------------------------------------------------------------------------|---------------------------------------------------------------------------------|--------------------------------------------|-------|
|                                                                                          |                                                                          | Jumlah Saham/<br>Number of Shares                                               | Nilai Nominal (Rp)/<br>Nominal Value (IDR) | %     |
| A.                                                                                       | Modal Dasar/ Authorized Capital                                          | 1,700,000                                                                       | 1,700,000,000,000                          |       |
| B.                                                                                       | Modal Ditempatkan dan Disetor Penuh/<br>Issued and Fully Paid-up Capital |                                                                                 |                                            |       |
| 1.                                                                                       | PT Merdeka Copper Gold Tbk                                               | 475,947                                                                         | 475,947,000,000                            | 99.99 |
| 2.                                                                                       | PT Mitra Daya Mustika                                                    | 3                                                                               | 3,000,000                                  | 0.01  |
| Jumlah Modal Ditempatkan dan Disetor Penuh/<br>Total of Issued and Fully Paid-up Capital |                                                                          | 475,950                                                                         | 475,950,000,000                            | 100   |
| C.                                                                                       | Saham dalam Portepel/ Unissued Shares                                    | 1,224,050                                                                       | 1,224,050,000,000                          | -     |

#### Susunan Direksi dan Dewan Komisaris MMS

Berdasarkan Akta Pernyataan Keputusan Sirkuler Pemegang Saham Sebagai Pengganti Rapat Umum Pemegang Saham Tahunan MMS 2026 No. 198 tertanggal 28 Juli 2026, yang dibuat di hadapan Darmawan Tjoa, S.H., S.E., Notaris di Jakarta, yang telah diberitahukan kepada Menkum berdasarkan Penerimaan Pemberitahuan Perubahan Data Perseroan No. AHU-AH.01.09-0383242 tertanggal 30 Juli 2026, susunan Direksi dan Dewan Komisaris MMS adalah sebagai berikut:

#### **Dewan Komisaris/ Board of Commissioner**

Komisaris/ Commissioner

#### Composition of the Board of Director and Board of Commissioner of MMS

Based on the Deed of Statement of Shareholders' Circular Resolution in Lieu of 2026 Annual General Meeting of Shareholders of MMS No. 198 dated 28 July 2026, made before Darmawan Tjoa, S.H., S.E., Notary in Jakarta, which has been notified to the MOL based on Receipt of Notification of Changes to the Company's Data No. AHU-AH.01.09-0383242 dated 30 July 2026, the composition of the Board of Directors and Board of Commissioner of MMS are as follows:

#### **Direksi/ Board of Directors**

Presiden Direktur/ President Director  
Direktur/ Director

: Adi Adriansyah Sjoekri

: Priyadi

: Cahyono Seto

#### **B. Nilai Transaksi dan Ruang Lingkup Perjanjian**

Berdasarkan Perjanjian, MMS akan menyediakan jasa profesional kepada masing-masing PIN, PBT, dan MAP untuk menunjang kegiatan usahanya, dengan jangka waktu sejak tanggal berlaku Perjanjian sampai dengan 2 tahun dan diperpanjang untuk periode 2 tahun secara otomatis sampai dengan dilakukan pengakhiran sesuai dengan ketentuan dalam Perjanjian. Adapun estimasi nilai Transaksi adalah sebesar Rp2.866.497.175.988 (dua triliun delapan ratus enam puluh enam miliar empat ratus sembilan puluh tujuh juta seratus tujuh puluh lima ribu sembilan ratus delapan puluh delapan Rupiah).

Selanjutnya, nilai Transaksi tersebut merupakan 45,82% dari nilai ekuitas Perseroan berdasarkan

#### **B. Transaction Value and the Scope of the Agreement**

Based on the Agreement, MMS will provide professional services to each of PIN, PBT, and MAP to support their business activities, for a period from the effective date of the Agreement up to 2 years, which is extended for 2-year periods automatically until terminated in accordance with the terms of the Agreement. The estimated value of the Transaction is Rp2,866,497,175,988 (two trillion eight hundred sixty-six billion four hundred ninety-seven million one hundred seventy-five thousand nine hundred eighty-eight Rupiah).

Furthermore, the value of the Transaction represents 45.82% of the Company's equity value based on the

Laporan Keuangan Konsolidasian Interim Perseroan dan entitas anak untuk periode tiga bulan yang berakhir pada tanggal 31 Maret 2026, yang diaudit oleh Kantor Akuntan Publik Tanubrata Sutanto Fahmi Bambang & Rekan, dengan menggunakan kurs transaksi Bank Indonesia per 31 Maret 2026 sebesar AS\$1 (satu dolar Amerika Serikat) setara Rp16.993 (enam belas ribu sembilan ratus sembilan puluh tiga Rupiah).

Berdasarkan perhitungan tersebut, Transaksi merupakan Transaksi Material sebagaimana dimaksud dalam POJK 17/2020 karena nilai Transaksi melebihi 20% (dua puluh persen) dari nilai ekuitas Perseroan.

*Interim Consolidated Financial Statements of the Company and its subsidiaries for the three-month period ended 31 March 2026, audited by the Public Accounting Firm Tanubrata Sutanto Fahmi Bambang & Rekan, using the Bank Indonesia transaction exchange rate as of 31 March 2026 of US\$1 (one United States dollar) equivalent to Rp16,993 (sixteen thousand nine hundred ninety three Rupiah).*

*Based on such calculations, the Transaction constitutes Material Transaction as referred to in POJK 17/2020, as the value of the Transaction exceeds 20% (twenty percent) of the Company's equity value.*

**C. Sifat dan Hubungan Afiliasi antara Para Pihak dengan Perseroan serta Penjelasan, Pertimbangan, dan Alasan Dilakukannya Transaksi Dibandingkan dengan Transaksi Sejenis yang Tidak Dilakukan dengan Pihak Afiliasi**

**C. Nature and Affiliate Relationship between the Parties and the Company as well as the Explanations, Considerations, and Reasons for Entering into the Transaction as Compared to Similar Transaction Not Conducted with Affiliated Party**

| <b>Pihak/<br/>Party</b> | <b>Hubungan Pihak-Pihak yang Melakukan Transaksi dengan Perseroan/ Relationships between Parties Entering into Transaction with the Company</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
|-------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| PIN                     | <ul style="list-style-type: none"> <li>PIN merupakan Perusahaan Terkendali Perseroan, yang sahamnya dimiliki oleh Perseroan, secara tidak langsung sebesar 99,99% (sembilan puluh sembilan koma sembilan sembilan persen); dan</li> <li>terdapat anggota Direksi PIN yang juga menjabat sebagai anggota Direksi Perseroan.</li> </ul> <p><i>PIN is a Controlled Company of the Company, with 99.99% (ninety-nine point nine nine percent) of its shares owned indirectly by the Company; and</i></p> <p><i>there is a member of the Board of Directors of PIN who also serves as a member of the Board of Directors of the Company.</i></p> |
| PBT                     | <p>PBT merupakan Perusahaan Terkendali Perseroan, yang sahamnya dimiliki oleh Perseroan, secara langsung sebesar 99,99% (sembilan puluh sembilan koma sembilan sembilan persen).</p> <p><i>PBT is a Controlled Company of the Company, with 99.99% (ninety-nine point nine nine percent) of its shares owned directly by the Company.</i></p>                                                                                                                                                                                                                                                                                               |
| MAP                     | <ul style="list-style-type: none"> <li>MAP merupakan Perusahaan Terkendali Perseroan, yang sahamnya dimiliki oleh Perseroan, secara langsung sebesar 99,99% (sembilan puluh sembilan koma sembilan sembilan persen); dan</li> <li>terdapat anggota Direksi MAP yang juga menjabat sebagai anggota Direksi Perseroan.</li> </ul> <p><i>MAP is a Controlled Company of the Company, with 99.99% (ninety-nine point nine nine percent) of its shares owned directly by the Company; and</i></p> <p><i>there is a member of the Board of Directors of MAP who also serves as a member of the Board of Directors of the Company.</i></p>         |
| MMS                     | <ul style="list-style-type: none"> <li>MMS merupakan pihak terafiliasi Perseroan, di mana hubungan antara MMS dengan Perseroan adalah keduanya sama-sama dikendalikan oleh pihak yang sama, yaitu PT Merdeka Copper Gold Tbk.</li> </ul> <p><i>MMS is an affiliated party of the Company, where the relationship between MMS and the Company is that both are controlled by the same party, namely PT Merdeka Copper Gold Tbk.</i></p>                                                                                                                                                                                                      |

Sebagaimana diuraikan pada tabel di atas, PIN, PBT, MAP, dan MMS masing-masing memiliki hubungan afiliasi dengan Perseroan.

*Referring to the table above, PIN, PBT, MAP, and MMS each have an affiliation with the Company.*

Perseroan berpandangan bahwa penggunaan jasa MMS dalam Transaksi didasarkan pada pertimbangan bahwa MMS memiliki kompetensi dan kegiatan usaha yang relevan dengan kebutuhan jasa penunjang pertambangan yang diperlukan oleh PIN, MAP, dan PBT dalam rangka pengembangan

*The Company is of the view that the engagement of MMS's services in connection with the Transaction is based on the consideration that MMS possesses the competence and business activities relevant to the mining support services required by PIN, MAP, and PBT in connection with the development of the Pani Gold Mine. The engagement of*

Tambang Emas Pani. Penggunaan jasa MMS tersebut diharapkan dapat mendukung kegiatan penunjang pertambangan serta pelaksanaan pengembangan fasilitas yang diperlukan untuk mendukung kegiatan operasional Tambang Emas Pani.

Selain itu, Perseroan telah mempertimbangkan penggunaan jasa MMS dibandingkan dengan penggunaan jasa sejenis dari pihak yang tidak terafiliasi, dengan mempertimbangkan aspek efisiensi dan efektivitas pelaksanaan jasa, kemudahan koordinasi dan pengendalian, serta kesesuaian dengan kebutuhan dan kepentingan Perseroan dan entitas anak. Berdasarkan pertimbangan tersebut, Perseroan berpandangan bahwa penggunaan jasa MMS dalam Transaksi dapat memberikan efisiensi dan efektivitas dalam pelaksanaan jasa dibandingkan dengan penggunaan jasa sejenis dari pihak yang tidak terafiliasi.

*MMS's services is expected to support mining support activities as well as the development of facilities required to support the operational activities of the Pani Gold Mine.*

*In addition, the Company has considered the engagement of MMS's services as compared to the use of similar services from unaffiliated parties, taking into account aspects of efficiency and effectiveness in the performance of services, ease of coordination and control, and suitability with the needs and interests of the Company and its subsidiaries. Based on such considerations, the Company is of the view that the engagement of MMS's services in connection with the Transaction can provide efficiency and effectiveness in the performance of services as compared to the use of similar services from unaffiliated parties.*

| RINGKASAN LAPORAN PENILAI                                                                                                                                                                                                                                                                                                                                                                                                                                            | SUMMARY OF APPRAISER'S REPORT                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| KJPP yang telah ditunjuk oleh Direksi Perseroan sebagai penilai independen sesuai dengan surat proposal/kontrak perjanjian kerja No. 106.1/IDR/DO.2/Pr-FO/VIII/2026 tertanggal 13 Agustus 2026 dan addendum proposal No. 132.1/IDR/DO.2/ADD-FO/IX/2026 tertanggal 30 September 2026, telah diminta untuk memberikan penilaian atas dan memberikan pendapat atas kewajaran Transaksi.                                                                                 | <i>KJPP who has been appointed by the Company's Board of Directors as the independent appraiser in accordance with the proposal letter/contract work agreement No. 106.1/IDR/DO.2/Pr-FO/VIII/2026 dated 13 August 2026 and addendum proposal No. 132.1/IDR/DO.2/ADD-FO/IX/2026 dated 30 September 2026, have been requested to provide an assessment of and provide an opinion of the fairness of the Transaction.</i>                                                                                                                |
| <b>Laporan Pendapat Kewajaran atas Transaksi</b>                                                                                                                                                                                                                                                                                                                                                                                                                     | <b>Fairness Opinion Report on Transaction</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| a. <u>Pihak-Pihak yang Bertransaksi</u><br>Pihak-pihak yang bertransaksi adalah PIN, MAP, dan PBT sebagai pengguna jasa dan MMS sebagai penyedia jasa konstruksi.                                                                                                                                                                                                                                                                                                    | a. <u>The Transacting Parties</u><br><i>The parties to the transactions are PIN, MAP, and PBT as the service users, and MMS as the construction services provider.</i>                                                                                                                                                                                                                                                                                                                                                                |
| b. <u>Objek Penilaian</u><br>Objek penilaian adalah penggunaan jasa konstruksi dari MMS oleh masing-masing PIN, MAP, dan PBT.                                                                                                                                                                                                                                                                                                                                        | b. <u>Appraisal Object</u><br><i>The object of the valuation is the use of construction services from MMS to each of PIN, MAP, and PBT.</i>                                                                                                                                                                                                                                                                                                                                                                                           |
| c. <u>Maksud dan Tujuan Penilaian</u><br><br>Maksud penugasan ini adalah untuk memberikan penilaian independen atas pendapat kewajaran ( <i>fairness opinion</i> ) atas rencana Transaksi dengan tujuan pelaksanaan transaksi.                                                                                                                                                                                                                                       | c. <u>Purpose and Objective of the Appraisal</u><br><br><i>The purpose of this assignment is to provide an independent valuation of the fairness opinion on the proposed Transaction for the purpose of transaction execution.</i>                                                                                                                                                                                                                                                                                                    |
| d. <u>Asumsi-Asumsi dan Kondisi Pembatas</u>                                                                                                                                                                                                                                                                                                                                                                                                                         | d. <u>Principal Limiting Assumptions and Condition</u>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| 1. Laporan Penilai bersifat <i>non-disclaimer opinion</i> .                                                                                                                                                                                                                                                                                                                                                                                                          | 1. <i>The Appraiser's Report is a non-disclaimer opinion.</i>                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| 2. Penilai melakukan pemeriksaan atas status hukum dokumen-dokumen yang digunakan dalam proses penilaian, terbatas pada pemeriksaan administratif dan formal, bukan merupakan pemeriksaan hukum mendalam sebagaimana kewenangan advokat, notaris, atau pengadilan. Dengan demikian penilai tidak melakukan penyelidikan, verifikasi, atau due diligence hukum atas keabsahan dan status hukum dokumen yang diterima, dan hanya mendasarkan penilaian pada data serta | 2. <i>The appraiser reviews the legal status of the documents used in the appraisal process, limited to an administrative and formal review, and does not constitute an in-depth legal examination as would fall within the authority of an advocate, notary, or court. Accordingly, the Appraiser does not conduct any investigation, verification, or legal due diligence as to the validity and legal status of the documents received, and relies solely on the data and information as set out in writing in such documents.</i> |

informasi yang tercantum secara tertulis dalam dokumen tersebut.

- |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>3. Data dan informasi berasal dari sumber yang dapat dipercaya keakuratannya.</p> <p>4. Proyeksi keuangan yang digunakan adalah proyeksi keuangan yang telah disesuaikan yang mencerminkan kewajaran proyeksi keuangan yang dibuat oleh manajemen dengan kemampuan pencapaiannya (<i>fiduciary duty</i>), jika penilaian menggunakan proyeksi keuangan.</p> <p>5. Penilai bertanggung jawab atas pelaksanaan penilaian dan kewajaran proyeksi keuangan, jika penilaian menggunakan proyeksi keuangan.</p> <p>6. Laporan Penilai terbuka untuk publik kecuali informasi yang bersifat rahasia, yang dapat mempengaruhi operasional perusahaan.</p> <p>7. Penilai bertanggung jawab atas Laporan Penilai dan kesimpulan nilai akhir.</p> <p>8. Penilai memperoleh informasi atas status hukum objek penilaian dari Perseroan.</p> <p>9. Asumsi-asumsi dan kondisi pembatas lainnya diungkapkan dalam laporan KJPP.</p> <p>e. <u>Pendekatan dan Metode</u></p> <p>Sesuai dengan ruang lingkup penilaian, pendekatan, dan metode yang digunakan adalah:</p> <ol style="list-style-type: none"><li>1. melakukan analisis Transaksi;</li><li>2. melakukan analisis kualitatif atas rencana Transaksi;</li><li>3. melakukan analisis kuantitatif atas rencana Transaksi;</li><li>4. melakukan analisis kewajaran nilai Transaksi; dan</li><li>5. melakukan analisis atas faktor lain yang relevan.</li></ol> <p>f. <u>Kesimpulan</u></p> <p>Objek transaksi adalah penggunaan jasa konstruksi dari MMS yang dilakukan masing-masing oleh PIN, MAP, dan PBT dalam rangka pengembangan Tambang Emas Pani. Dikarenakan objek transaksi tersebut perlu dipenuhi dengan spesifikasi yang sesuai dengan kebutuhan PIN, MAP, dan PBT yang pada saat ini belum ada wujudnya, maka penilaian objek transaksi atau penilaian aset tidak dapat dilakukan. Kewajaran nilai objek transaksi dihitung berdasarkan analisis kelayakan investasi penggunaan jasa konstruksi dari MMS yang dilakukan oleh masing-masing PIN, MAP, dan PBT. Dengan demikian hasil penilaian objek transaksi tidak ada.</p> | <p>3. <i>The data and information come from sources whose accuracy can be trusted.</i></p> <p>4. <i>The financial projection used is a financial projection that have been adjusted to reflect the fairness of the financial projections made by management with their ability to achieve (fiduciary duty), if the assessment uses financial projections.</i></p> <p>5. <i>The appraiser is responsible for the implementation of assessments and the fairness of financial projections, if the assessment uses financial projections.</i></p> <p>6. <i>The Appraiser's Report may be disclosed to the public, except for confidential information that may affect the Company's operations.</i></p> <p>7. <i>The appraiser is responsible for the Appraiser's Report and the conclusion of the final appraisal.</i></p> <p>8. <i>The appraiser has obtained information on the legal status of the appraisal object from the Company.</i></p> <p>9. <i>Assumptions and other limiting conditions are disclosed in the KJPP report.</i></p> <p>e. <u>Approach and Method</u></p> <p><i>In accordance with the scope of the appraisal, approaches, and methods used are:</i></p> <ol style="list-style-type: none"><li>1. <i>conduct Transaction analysis;</i></li><li>2. <i>conduct qualitative analysis of the proposed Transaction;</i></li><li>3. <i>conduct quantitative analysis of the proposed Transaction;</i></li><li>4. <i>conduct a fairness analysis of the proposed Transaction value; and</i></li><li>5. <i>conduct analysis of other relevant factors.</i><p>f. <u>Conclusion</u></p><p><i>The object of the transaction is the use of construction services from MMS by each of PIN, MAP, and PBT in connection with the development of the Pani Gold Mine. As the object of the transaction must meet specifications tailored to the needs of PIN, MAP, and PBT, which do not currently exist in tangible form, a valuation of the transaction object or asset valuation cannot be conducted. The fairness of the transaction object's value is calculated based on an investment feasibility analysis of the use of construction services done from MMS by each of PIN, MAP, and PBT. Accordingly, there is no valuation result for the object of the transaction.</i></p></li></ol> |
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Hasil analisis atas nilai dari objek yang ditransaksikan dengan menghitung kewajaran nilai objek transaksi berdasarkan analisis kelayakan investasi penggunaan jasa konstruksi oleh MGR secara konsolidasi. Berdasarkan analisis kelayakan investasi objek transaksi menghasilkan IRR lebih besar dari tingkat diskonto WACC dan NPV lebih besar dari nol. Dengan demikian memberikan kesimpulan bahwa rencana nilai transaksi adalah **wajar**.

*The results of the analysis on the value of the transacted object calculated the fairness of the transaction object's value based on an investment feasibility analysis of the use of construction services by MGR on a consolidated basis. Based on the investment feasibility analysis, the transaction object yields an IRR greater than the WACC discount rate and an NPV greater than zero. Thus, it leads to the conclusion that the proposed transaction value is **fair**.*

Hasil analisis atas dampak keuangan dari transaksi yang akan dilakukan terhadap kepentingan pemegang saham memberikan kesimpulan bahwa dengan dilakukannya transaksi akan meningkatkan laba yang dapat memberikan nilai tambah bagi Perseroan sejalan dengan kepentingan pemegang saham.

*The results of the analysis on the financial impact of the transaction to be conducted on the interests of the shareholders lead to the conclusion that executing the transaction will increase profits, which provides added value to the Company in line with the interests of the shareholders.*

Hasil analisis atas pertimbangan bisnis dari manajemen terkait dengan transaksi terhadap kepentingan pemegang saham adalah rencana transaksi merupakan bagian dari rencana pembangunan fasilitas pengolahan *carbon in leach* yang dilaksanakan melalui masing-masing PIN, MAP, dan PBT untuk peningkatan kapasitas pengolahan Tambang Emas Pani yang akan meningkatkan laba Perseroan secara konsolidasi sejalan dengan kepentingan pemegang saham.

*The results of the analysis on management's business considerations regarding the transaction in relation to the interests of the shareholders indicate that the proposed transaction is part of the plan to construct a carbon-in-leach processing facility, to be implemented through each of PIN, MAP, and PBT in order to increase the processing capacity of the Pani Gold Mine, which is expected to increase the Company's consolidated profit, consistent with the interests of shareholders.*

Berdasarkan kesimpulan dari hasil analisis tersebut di atas, maka kami berpendapat bahwa rencana transaksi adalah **wajar**.

*Based on the conclusions of the above analysis results, we are of the opinion that the proposed transaction is **fair**.*

**PENJELASAN, PERTIMBANGAN, DAN ALASAN  
DILAKUKANNYA TRANSAKSI MATERIAL SERTA  
PENGARUH TRANSAKSI MATERIAL TERHADAP  
KONDISI KEUANGAN PERSEROAN**

**EXPLANATION, CONSIDERATIONS, AND REASONS FOR  
ENTERING INTO THE MATERIAL TRANSACTION AND  
ITS IMPACT ON THE COMPANY'S FINANCIAL  
CONDITION**

Dengan dilaksanakannya Transaksi, diharapkan dapat mendukung keberlangsungan dan pengembangan proyek Tambang Emas Pani secara berkelanjutan. Transaksi dilakukan dengan mempertimbangkan kebutuhan Perseroan dan entitas anak dalam menunjang kegiatan usaha serta mendukung pencapaian rencana strategis Perseroan.

*By executing the Transaction, it is expected to support the ongoing operations and sustainable development of the Pani Gold Mine project. The Transaction is undertaken having regard to the needs of the Company and its subsidiaries in supporting their business activities and the achievement of the Company's strategic plans.*

Transaksi diperkirakan tidak memberikan dampak material yang merugikan terhadap kondisi keuangan Perseroan dan diperkirakan dapat mendukung kegiatan operasional serta pengembangan Tambang Emas Pani.

*The Transaction is not expected to have a material adverse effect on the Company's financial condition and is expected to support the operational activities and development of the Pani Gold Mine.*

**PERNYATAAN DEWAN KOMISARIS DAN DIREKSI  
PERSEROAN**

**STATEMENT OF THE BOARD OF COMMISSIONERS AND  
BOARD OF DIRECTORS OF THE COMPANY**

Dewan Komisaris dan Direksi Perseroan, baik secara sendiri-sendiri maupun bersama-sama, menyatakan bahwa seluruh informasi material sehubungan dengan Transaksi telah diungkapkan dalam Keterbukaan Informasi ini dan informasi tersebut tidak menyesatkan. Dewan Komisaris dan Direksi Perseroan juga menyatakan bahwa Transaksi bukan merupakan Transaksi Benturan Kepentingan sebagaimana dimaksud dalam POJK 42/2020.

*The Board of Commissioners and the Board of Directors of the Company, either individually or jointly, state that all material information related to the Transaction has been disclosed in this Information Disclosure and that such information is not misleading. The Board of Commissioners and the Board of Directors of the Company also state that the Transaction is not considered Conflict of Interest Transaction as referred to in POJK 42/2020.*

Direksi Perseroan menyatakan bahwa Transaksi merupakan Transaksi Afiliasi sebagaimana dimaksud dalam POJK 42/2020.

*The Board of Directors of the Company stated that the Transaction is considered as an Affiliated Transaction as referred to POJK 42/2020.*

**INFORMASI TAMBAHAN**

Apabila memerlukan informasi lebih lanjut dapat menghubungi Perseroan dengan alamat:

**ADDITIONAL INFORMATION**

For further information, you can contact the Company at the following address:

**PT Merdeka Gold Resources Tbk**  
**Sekretaris Perusahaan/ Corporate Secretary**

Treasury Tower, Lantai/ Floor 67, District 8, SCBD Lot 28  
Jl. Jend. Sudirman Kav. 52-53, Senayan, Kebayoran Baru, Jakarta Selatan/ South Jakarta 12190, Indonesia  
Telepon/ Phone: +62 21 3952 5585  
Faksimile/ Facsimile: +62 21 3952 5588  
Surat Elektronik/ E-mail: [corsec@merdekagoldresources.com](mailto:corsec@merdekagoldresources.com)  
Situs Web/ Website: [www.merdekagoldresources.com](http://www.merdekagoldresources.com)

Paraf/ Initial:

