AMENDMENT OF INFORMATION DISCLOSURE TO THE SHAREHOLDERS OF PT WINTERMAR OFFSHORE MARINE TBK (THE "COMPANY")
IN RELATION TO THE PROPOSED CAPITAL INCREASES THROUGH ISSUANCE OF SHARES WITH NO OBLIGATATION TO GIVE PRE-EMPTIVE RIGHTS FOR THE PURPOSE OTHER THAN TO IMPROVE FINANCIAL POSITION IN COMPLIANCE WITH REGULATION OF INDONESIA FINANCIAL SERVICES AUTHORITY NO. 14/POJK.04/2019 AMENDMENT TO THE REGULATION OF INDONESIA FINANCIAL SERVICES AUTHORITY NO 32/POJK.04/2015 CONCERNING THE CAPITAL INCREASES WITH PRE-EMPTIVE RIGHTS FOR LISTED COMPANY ("CAPITAL INCREASE")

This Amendment of Information Disclosure is important to be noticed by the Shareholders of the Company to make any decision which will be resolved in the General Meeting of Shareholders by Independent and Unaffiliated Shareholders at the Annual General Meeting of the Shareholders of the Company that will be convene on 19 August 2021 in compliance with the provision of Regulation of Indonesia Financial Services Authority No.14/POJK.04/2019 dated 29 April 2019 concerning Amendments to the Regulation of Indonesia Financial Services Authority No. 32/POJK.04/2015 concerning the Capital Increase for Listed Company With Preemptive Rights ("POJK 14/2019"), and is an amendment to information in the Company's Information Disclosure dated 13 July 2021.

The Board of Commissioners and the Board of Directors are fully responsible of completeness and validity of all information or material facts contained within this Amendment of Information Disclosure and confirm that there is no important and relevant information undislosed which will render material information within the Amendment of Information Disclosure to the Shareholders herein to be untrue and/or will be misleading.



### **PT Wintermar Offshore Marine Tbk**

## **Business Activities:**

Domestic Shipping Business and other supporting activities focusing on offshore support vessels in oil and gas industries

Domicile in Jakarta, Indonesia

### Office Address:

Jl. Kebayoran Lama No 155 Jakarta Barat Tel. No. 62-21-5305201 Fax. No. 62-21-5305203

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The Proposed Issuance of Shares through Capital Increases as referred in POJK 14/2019 is carried out in order to support the plan to develop business activities of the Company with a maximum amount of 9.58% (nine point five eight percent) of the issued and fully paid-up capital of the Company, being maximum of 415,000,000 (four hundred and fifteen million) shares with nominal value of Rp. 100,- per share.

With assumption that all new shares planned by the Company are issued by this transaction, shareholders of the Company will be diluted with a maximum percentage of 8.74% (eight point seven four percent)

The Annual General Meeting of Shareholders to approve this proposed Capital Increase will be convened in Jakarta on Thursday, 19 August 2021

## **PREFACE**

Information as provided in this Amendment of Information Disclosure is presented by the Board of Directors and the Board of Commissioners of the Company to the Shareholders of the Company so that the Shareholders of the Company obtains complete information regarding the Company's plan on Capital Increase without obligation to give Pre-emptive Rights as set out under Article 3b POJK 14/2019 ("Capital Increase").

Pursuant to the prevailing laws, including but not limited to POJK 14/2019, the Company's plan to conduct CapitalIncrease as elaborated in this Amendment of Information Disclosure shall be priorly approved by the General Meeting of Independen and Unaffilited Shareholders (the "Independent GMS") of the Company and thus the Company intends to provide the information as stipulated in this Amendment of Information Disclosure so that all the shareholders of the Company are aware of the complete information regarding this proposed Capital Increase.

In relation with this proposed Capital Increase, the Company has submitted a notification to the Indonesia Financial Services Authority ("OJK") pertaining to the plan on convening GMS of the Company as stated in the Letter No. 2031/A.20/VII/2021/WINS.236 dated 5 July 2021 regarding Submission of Notification of Agenda of the Annual General Meeting of Shareholders and on the same day announced the Information Disclosure, the Company also announced the Announcement of the GMS through the website of Indonesian Central Securities Depository ("KSEI") as the e-GMS provider, the website of the Indonesia Stock Exchange ("IDX") and website of the Company. Furthermore, the Company have announced the Call for Meeting of the GMS on 28 July 2021 through the KSEI website, IDX website and Company's website.

The Company plan to conduct Capital Increase for the purpose other than to improve financial position by issuing up to 415,000,000 new shares with a nominal value of Rp. 100 per share. Of this amount, 400 million shares will be offered to Investors with exercise period valid for 2 years since approved by the GMS ("Capital Increase Offered to Investors"), and 15 million shares will be issued in respect of Stock Ownership program with exercise period valid for 5 years since approved by the GMS ("Capital Increase Management and Employee Stock Ownership Program"), in accordance with POJK 14/2019. Further information as provided in this Amendment of Information Disclosure.

Other than the provision stipulated by OJK, the Company does not required to comply with other regulatory provision nor obtain prior approval from government or other authority institution, and there are no no objections from certain parties received by the Company related to this proposed Capital Increase.

## **BACKGROUND AND PURPOSE OF INCREASE OF CAPITAL**

Oil prices have started to recover in 2021, after more than five years of decline. In 2020 due to the spread of the COVID-19 virus throughout the world, there were restrictions on mobilization between countries, resulting a decline in oil demand which then resulted in excessive oil availability in the market. Since early 2021, along with the commitment of many countries to implement a COVID-19 vaccine, all business sectors have been stretched and have an impact on world oil needs starting to return to a position where the oil and gas industry is required to start projects that have been postponed. The world oil price, which had slumped since November 2020, has begun to rise in 2021. The recovery of oil prices will occur because there is a projected shortage of oil supply because during the previous five years there was almost no investment in oil and gas exploration.

The Indonesian government through SKK MIGAS has also announced the plan to increase oil and gas production by 2030 with target of reaching 1 million barrels per day. Indications of global oil prices and increasing drilling activity in Indonesia has made this momment a great timing for the Company to take the opportunity to expand its business again. Management is considering several projects which are under planning. If this plan is implemented, the investment window period will be very short and the Company must quickly decide if the Company wants to invest. Therefore, the Board of Directors proposes a plan for implementing the Capital Increase so that the Company has a reserve of investment sources that can be immediately exercise when the need for such investment arises and the Company can use the investment on new projects.

The Company, which now has long experience in the domestic and international markets, through this Capital Increase aims to position itself at the forefront when good opportunities exist in these times of world economic recovery. The Company plan to continue to increase adequate capacity and quality on offshore freight services. In carrying out business activities of the Company, whether carried out directly by the Company or indirectly through its subsidiaries, the Company aims to strengthen capital and financial structure of the Company through this Capital Increase implementation plan, which later the results of this Capital Increase implementation will have impact on the following:

- 1. The Company obtain working capital to finance the plan to develop business activities of the Company.
- 2. The Company will be able to take advantage of sudden opportunities by investing in projects or assets without relying on loans, which take more time to process
- 3. From this Capital Increase, up to 400 million shares can be exercised within a period of 2 years since approved by the GMS, at any time and in any amount determined by the Company in accordance with the Company's needs and stock market conditions. This gives the Company the opportunity to adjust additional working capital when needed in accordance with the project obtained.
- 4. From this Capital Increase up to 15 million shares in in respect of Stock Ownership Program can be exercised by referring to the IDX provisions, which is a maximum of 2 exercise period within 1 year. This program aims as an incentive from the Company to the management and employees in addition to increase long-term loyalty and work performance, which indirectly has an impact on increasing the Company's profit growth which further have an impact on increasing share prices in the future, in line with the interests of shareholders.
- 5. The number of shares of the Company will be increased so that it is expected to increase the trading liquidity of shares of the Company.

## ESTIMATED EXERCISE PERIOD, IF THE EXERCISE PERIOD HAS PLANNED

The Company plans to conduct Capital Increase for the purpose other than to improve its financial position by issuing up to 415,000,000 new shares with nominal value of Rp. 100 per share. This amount represents 9.58% of Issued and Paid-Up Capital of the Company on the date of the Announcement of GMS to approve this Capital Increase amounting of Rp. 433,313,705,700 consist of 4,333,137,057 shares, as stated in the Company Deed Number 05 dated 8 July 2021 which amendment has been received by the Ministry of Law and Human Rights of Republic of Indonesia with its letter number AHU-AH.01.03-0427044 dated 9 July 2021. The said Deed stated the increase of issued and paid up capital of the Company from exercised of capital increase which have previously approved by AGM of the Company dated 21 May 2019. There are 18,000,000 Capital Increase in respect of the Stock Ownership Program that have been approved by AGM of the Company on 21 May 2019 and are still valid, have been allocated and still valid for exercise until 20 May 2024. As required by POJK 14/2019, the cumulative number of this plan of Capital Increase added with the remaining 2019 Capital Increase will make up to 9.99% or still below 10% of Paid-Up and Issued Capital of the Company on the date of the Announcement of GMS.

Capital Increase will be issued up to 400 million shares in the form of Capital Increase Offered to Investors and up to 15 million in respect of Capital Inrease for Management and Employee Stock Ownership Program.

The Company has a period of 2 years since approved by the GMS for exercising the Capital Increase Offered to Investors in accordance with the provisions of POJK 14/2019, however up to the date of this Amendment of Information Disclosure the Company has not determined the period of exercise of the Capital Increase Offered to Investors, but for the Capital Increase Management and Employee Stock Ownership Program ("Capital Increase MESOP Program"), the Company has determined the exercise period as follows:

	Maximum Number of	Validity Period	Estimated Exercise
	Shares		Period
Capital Increase	400.000.000 shares	2 years since approved	The Company has not
Offered To Investors		by GMS	determined the exercise
			period
Capital Increase	15.000.000 shares	5 years since approved	At most 2 (two) times
MESOP Program		by GMS	within a year, where the
			estimated exercise
			period of each year
			starting 1 May 2022 is:
			(i) 30 trading days from
			1 May and (ii) 30 trading
			days from 1 November
			each year within 5 years
Total of Capital	415.000.000 shares		
Increase			

The shares to be issued have the same type as previously issued shares in the Company, thus the new shares to be issued in the form of this Capital Increase will have the same and equal rights in all aspects, including but not limited to the right to receive dividends, casting votes in the GMS and other corporate actions carried out by the Company.

In accordance with POJK 14/2019, the Company will announce to public and to OJK the Exercise Plan of Capital Increase no later than 5 (five) working days prior to its exercise date. The Company will also announce the results of the exercise of the Capital Increase no later than 2 (two) working days after its exercised.

## The Price of Issuance of New Shares

According to the IDX Regulation No.I-A, the exercise price for the issuance of new shares in the regards of this Capital Increase is at least 90% (ninety percent) of the average closing share price the Company's share for a period of 25 (twenty five) consecutive trading days on regular market prior to the date of listing request to the IDX of the New Shares exercised from the Capital Increase .

## PLAN TO USE THE FUND OF CAPITAL INCREASE, IF IT COULD BE DETERMINED

The Company plans to use the proceeds from this Capital Increase to support the plan to develop the Company's business activities, including but not limited to plan to improve the capital structure, to add or improve fleet and/or working capital and to increase the Company's cash and working capital which provides flexibility for the Company to obtain funding sources to finance the Company's future development plans.

The Company has not been able to determine the exact plan for the use of the proceeds from the Capital Increase. This is because the Company is considering several options for the use of the proceeds from this Capital Increase. Thus, the Company has not been able to disclose whether or not the qualifications for affiliate transactions, conflicts of interest or material transactions are met in the plan of use of the proceeds resulting from this Capital Increase. The Company will disclose in accordance with the provisions of the Capital Market regulation regarding affiliated transactions, conflicts of interest or material transactions in the event the use of funds resulting from the capital increase meets the qualifications for affiliate transactions, conflicts of interest or material transactions.

# MANAGEMENT ANALYSIS AND DISCUSSION REGARDING THE FINANCIAL CONDITION OF A PUBLIC COMPANY BEFORE AND AFTER THE INCREASE OF CAPITAL

Since the issuance will be carried out in the future, the exercise price cannot be determined, therefore the impact calculation on financial condition is based on our assumption of Rp.120 per share. The actual exercise price will be subject to provisions of IDX Regulation No. I-A Article V.1.1 and Article V.2.2.1 which is at least 90% of the average closing price of the Company's shares for a period of 25 consecutive trading days on the Regular Market prior to the date of request for listing additional shares resulting from the Capital Increase.

Generally, the implementation of Capital Increase has a positive impact on the Company because it will directly strengthen the capital structure, increase working capital, increase cash and increase trading liquidity of shares of the Company, where the utilization of funds resulted from the exercising the said Capital Increase will be adjusted to the needs of the Company in the future.

As previously elaborated, the total of shares to be issued by the Company in the Capital Increase is up to 415,000,000 (four hundred and fifteen million) shares, thus after the exercise of this Capital Increase, assuming the GMS approves and all of this Capital Increase is issued and subscribed, the total number of shares issued by the Company will increase from 4,333,137,057 (four billion three hundred thirty three million one hundred thirty seven thousand and fifty seven) shares to 4,748,137,057 (four billion seven hundred forty eight million one hundred thirty seven thousand and fifty seven) shares.

The following is a financial impact related to the Capital Increase with an assumed exercise price of Rp.120 per share and based on the Company's Financial Statements as of 31 March 2021.

## a. Summary of Important Financial Ratios:

The exercise price cannot be determined, because it must be carried out in accordance with the provisions of the IDX regulation No. I-A regarding the listing of additional shares which is at least 90% of the average closing price of the Company's shares for a period of 25 (twenty-five) consecutive trading days on the Regular Market prior to the date of request for listing additional shares resulting from the Capital Increase.

However, to provide an overview of the financial impact, the exercise price is assumed to be Rp.120 per share in the calculation of the summary of important financial data, important financial ratios, where the source of the financial statements is based on the Financial Statements of the Company as of 31 March 2021.

The following is a summary of financial ratios and analysis of the impact on financial statements with the assumption of an exercise price of Rp 120 (one hundred and twenty Rupiah) per share.

Key Ratio	Ratio		
Ney Natio	Sebelum	Setelah	
Current Ratio	98%	108%	
Debt to EBITDA *)	386%	386%	
Prospective DSCR	56%	56%	
Total Liabilities / Total Assets	35%	35%	
Total Liabilities / Total Equities	54%	53%	
Net Gearing Ratio	32%	29%	

Calculation based on the Company's Financial Statement as of March 2021

## b. Financial Impact Analysis.

This transaction will increase the amount of cash and cash equivalents and equity of the Company, and reduce the gearing ratio. The table of Financial Statements and Proforma after this transaction are as follows:

Posisi Keuangan	Sebelum	Sesudah	Perubahan	Percentage
Aset (Assets)				
Cash and cash equivalents	1,940,658	5,358,171	3,417,513.0	176.1%
Accounts Receivables	22,354,866	22,354,866	-	0.0%
Other current assets	19,795,774	19,795,774		0.0%
Non current assets	172,503,161	172,503,161	2	0.0%
Total assets	216,594,459	220,011,972	3,417,513.0	1.6%
Liabilities and Equity				
Current liabilities	34,237,851	34,237,851	-	0.0%
Non-current liabilities	41,759,829	41,759,829	-	0.0%
Total liabilities	75,997,680	75,997,680		0.0%
Non controlling interest	16,940,036	16,940,036	-	0.0%
Total shareholders' equity	123,656,743	127,074,256	3,417,513.0	2.8%
Total equity	140,596,779	144,014,292	3,417,513.0	2.4%
Total liabilities and equity	216,594,459	220,011,972	3,417,513.0	1.6%

Currency exchange assumption Rp. 14,572

c. As seen in the Financial Ratio table point a above, the impact of exercise of this Capital Increase is reflected in significant improvements in the Current Ratio and Net Gearing Ratio. Improvements in these two financial ratios have given banks and vendors more confidence in the Company's liquidity, as well as providing flexibility for the Company to develop future business prospects during the improving period of industrial climate.

In exercising the Capital Increase, the Company will comply with the applicable laws, especially concerning the provisions of minimum share ownership of the public shareholders.

## RISK OR IMPACT OF CAPITAL INCREASE TO THE SHAREHOLDERS INCLUDING DILUTION

The implementation of the issuance of new shares through this Capital Increase will increase the numbers of shares issued by the Company thus will affect to the liquidity of the Company's share trading. Furthermore, assuming all New Shares in this Capital Increase are issued and subscribed, then

shareholders of the Company will experience a dilution of share ownership of a maximum of 8.74% (eight point zero seven four percent) of the total issued and fully paid-up capital in the Company prior to the implementation of this Capital Increase.

## INFORMATION IN THE FORM OF TABLES CONCERNING THE DETAILS OF SHARES CAPITAL STRUCTURE BEFORE AND AFTER THE CAPITAL INCREASE

The following are details related to the capital structure and composition of the shareholders of the Company before and after the issuance of new shares through this Capital Increase with the assumption that all New Shares of (i) 400,000,000 shares issued through **Capital Increase Offered To Investors** will be subscribed by parties with ownership below 5%; and (ii) 15,000,000 shares issued through **Capital Increase MESOP** will be subscribed by the management and employees of the Company.

	Before Issuance of Capital Increase		After Issuance of Capital Increase			
EXPLANATION	AMMOUNT OF SHARE	NOMINALVALUE Rp. 100,- Per Share	%	AMMOUNT OF SHARE	NOMINALVALUE Rp. 100,- Per Share	%
Authorized Capital	14.220.000.000	1.422.000.000.000	-	14.220.000.000	1.422.000.000.000	-
Issued and Paid-Up Capital						
1 PT Wintermarjaya Lestari **)	1.484.926.248	148.492.624.800	34,269	1.484.926.248	148.492.624.800	31,274%
2 Muriani	258.743.498	25.874.349.800	5,971	258.743.498	25.874.349.800	5,449%
3 Dewan Komisaris dan Direksi Perseroan						
a. Sugiman Layanto (Direktur Utama) **)	312.291.864	31.229.186.400	7,207	312.291.864	31.229.186.400	6,577%
b. Nely Layanto (Direktur)	32.947.189	3.294.718.900	0,760	32.947.189	3.294.718.900	0,694%
c. John Stuart Anderson Slack (Komisaris)	2.433.466	243.346.600	0,056	2.433.466	243.346.600	0,051%
d. Janto Lili (Direktur)	4.882.959	488.295.900	0,112	4.882.959	488.295.900	0,103%
e. M. Shanie Mubarak (Direktur)	600.000	60.000.000	0,013	600.000	60.000.000	0,013%
f. Donny Indrasworo (Direktur)	1.483.560	148.356.000	0,034	1.483.560	148.356.000	0,031%
g. Johnson W Sutjipto (Komisaris)	294.941.472	29.494.147.200	6,807	294.941.472	29.494.147.200	6,212%
4. Management and Employee	-	-	-	15.000.000	1.500.000.000	0,316%
5. InvestorSpecific Investors	-	-	-	400.000.000	40.000.000.000	8,424%
6. Public (each below 5%)	1.939.886.801	193.988.680.100	44,771	1.939.886.801	193.988.680.100	40,856%
Amount of Issued and Paid-Up Capital	4.333.137.057	433.313.705.700	100,000	4.748.137.057	474.813.705.700	100,000
Shares in Portofolio	9.886.862.943	988.686.294.300	-	9.471.862.943	947.186.294.300	-

<sup>\*</sup> Data Before Issuance is based on Company Deed Number 05 dated 8 July 2021 with most recent update related to share ownership of Certain Shareholders as recorded on Register of Shareholders of the Company as of 31 July 2021 issued by the Company's Share Registrar, PT Datindo Entrycom

# INFORMATION REGARDING PROSPECTIVE INVESTORS, IF THERE ARE PROSPECTIVE INVESTORS INCLUDING EXISTANCE OF AFFILIATED RELATIONSHIP WITH A LISTED COMPANY

In relation to the Capital Increase Offered to Investors, currently there is no definite prospective investor/investor, which therefore the Company has not been able to disclose information about prospective investors and whether or not there is affiliate relationship with investors. In accordance with Article 15.1a.g of POJK 14/2019, the Company is required to disclose information of the investors and whether there is an affiliation relationship with investors if there are definite investors. In regards to Capital Increase MESOP Program, the Company have an affiliated relationship with investors, where the investors in this case are the Management and Employees of the Company.

The Company will announce information regarding prospective investors/investors and whether or not there is affiliate relationship with investors in the announcement of the Implementation of the Capital Increase as referred to in Article 43A of POJK 14/2019, which is no later than 5 working days prior to the exercise of the Capital Increase.

### **GENERAL MEETING OF SHAREHOLDERS**

<sup>\*\*)</sup> are the Controller Shareholders of the Company

In accordance with the POJK 14/2019, this Capital Increase plan shall seek for approval on AGM of the Company which will be held on:

• Day/Date : Thursday, 19 August 2021

Time : 09.00 – finishPlace : Company Office

Jl. Kebayoran Lama No. 155, Jakarta Barat 11560, Indonesia

### The agenda of AGM:

- 1. Approval of Annual Report of the Company 2020 regarding the BOD Report of the Activities of the Company, Report of Implementation of Supervisory Duty of Board of Commissioners ("BOC") and the Approval to the Financial Report of the Company for the year ended on 31 December 2020.
- 2. Appointment of Public Accountant to Audit Financial Report of the Company for Financial Year 2021.
- 3. Determination of the Remuneration of BOC and BOD for the Financial Year 2021.
- 4. Approval to change the composition of member of BOC of the Company.
- 5. Approval of the Issuance of Shares through Capital Increase Without Pre-emptive Rights ("PMTHMETD") as referred to in the Regulation of the Financial Services Authority No. 14/POJK.04/2019 by issuing common share. \*)
- 6. To grant authority to the BOC of the Company to increase the Issued and Paid Up Capital of the Company and to amend related articles of Articles of Association of the Company in relation to the Issuance of Shares without Pre-emptive Rights
- \*) GMS agenda which require the approval of Independent GMS from Independent and Unaffiliated Shareholders.

The Announcement and Call For of this GMS have been announced respectively on 13 July 2021 and 28 July 2021 through KSEI website, IDX website and the Company's website.

The shareholders of the Company who are entitled to attend and vote at the GMS are the shareholders whose names are recorded in the Register of Shareholders of the Company at the closing of trading on 27 July 2021 ("Recording Date").

All Agenda of GMS other than Agenda 5 related to Capital Increase are carried out provided that (i) quorum of attendance: in accordance with Article 41.1.a, namely attended by more than 1/2 (one half) of the total shares with voting rights present or represented, while (ii) quorum of approval: in accordance with Article 41.1.c POJK 15/2020 which is to be approved by more than 1/2 (one half) of all shares with voting rights present at the GMS.

For the 5th agenda of GMS, the quorum of attendance and quorum of approval to approve this Capital Increase plan are carried out in accordance with Article 44 of POJK 15/2020, as follows:

#### a. Quorum of Attendance:

-GMS can be held if attended by more than 1/2 (one half) of the total shares with valid voting rights owned by independent shareholders and shareholders who are not affiliated with the Company, members of the Board of Directors, members of the Board of Commissioners, major, or Controlling shareholders ("Independent and Unaffiliated Shareholders").

### b. Decision Quorum:

GMS resolutions are valid if approved by more than 1/2 (one half) of the total shares with valid voting rights owned by Independent and Unaffiliated Shareholders.

### c. Second GMS if the quorum is not reached:

In the event that the quorum of attendance and resolutions of the GMS are not reached, the Second GMS can be held with the same quorum of attendance as the first GMS. The resolution of the second GMS is valid if approved by more than 1/2 (one half) of the total shares with valid voting rights owned by Independent and Unaffiliated Shareholders who are present at the GMS.

- d. Third GMS if the quorum for the Second GMS is not reached: The Third GMS can be held provided that the Third GMS is valid and has the right to make decisions if attended by Independent and Unaffiliated Shareholders with valid voting rights, in a quorum of attendance determined by the Indonesia Financial Services Authority based on request of the Company. The resolution of the Third GMS is valid if approved by the Independent and Unaffiliated Shareholders who represent more than 50% (fifty percent) of the shares owned by the Independent and Unaffiliated Shareholders who are present at the GMS.
- e. The implementation of the GMS is carried out in accordance with the provisions as stipulated in OJK Regulation No. 15/POJK.04/2020, OJK Regulation No. 16/POJK.04/2020 and the Company's Articles of Association.

The following are several matters that will be conveyed to all shareholders of the Company regarding this Capital Increase:

- 1. Approval of the plan to issue shares through Capital Increase up to 415,000,000 (four hundred fifteen million) new shares with nominal value of Rp. 100,- per share (the "Capital Increase") in accordance with the POJK 14/2019. From total number of Capital Increase, up to 400,000,000 (four hundred million) shares are valid to be issued through the Capital Increase Offered to Investors with the exercise period valid for 2 (two) which is until 18 August 2023 and up to 15,000,000 (fifteen million) shares to be issued through the Capital Increase MESOP Program with the exercise period valid for 5 (five) years which is until 18 August 2026.
- 2. Approval of the amendment of Article 4 paragraph 2 and Article 3 of the Articles of Association of the Company with regard to the implementation of issuance of new shares of this Capital Increase.
- 3. Approval to authorize and grant power to the Board of Directors of the Company with substitution rights to do all actions necessary in respect of the implementation of the Capital Increase.

The following are important dates pertaining to the GMS of the Company:

ACTIVITY	DATE
Notification of Plan for GMS and Agenda of the GMS to OJK	Monday, 05 July 2021
Announcement of Plan for GMS to OJK and IDX and also to the public through KSEI website , IDX website of the and Company's website	Tuesday, 13 July 2021
Annoucement of Information Disclosure in respect of Capital Increase without Pre-emptive Rights in IDX website and Company's website	Tuesday, 13 July 2021
Submission of Proof of the Announcement of the GMS to OJK and IDX	Thursday, 15 July 2021
Recording Date	Tuesday, 27 July 2021
Call For of the GMS in KSEI website , IDX website and Company' website	Wednesday, 28 July 2021
Submission of Proof of the announcement of the Call For of the GMS to OJK and IDX	Friday, 30 July 2021
Announcement of the Amendment of Information Disclosure of the Capital Increase in IDX website and Company's website	Tuesday, 10 August 2021

General Meeting of Shareholders	Thursday, 19 August 2021
Announcement of Summary of Minutes of the GMS in the KSEI website , IDX website and Company's website	Monday, 23 August 2021
Submission of Proof of announcement of Summary of the GMS Result to OJK and IDX	Wednesday, 25 August 2021

### STATEMENT OF THE BOARD OF DIRECTORS AND THE BOARD OF COMMISSIONERS

Information which are elaborated in this Amendment of Information Disclosure has been approved by the Board of Commissioners and the Board of Directors who are responsible as to the validity of the information, both individually and collectively. The Board of Commissioners and the Board of Directors state that all material information disclosed in this Amendment of Information Disclosure are valid, accurate and can be accounted for and also there is no other material information undisclosed which will render material information contained in this Dsiclosure of Information to be untrue or misleading.

The Board of Directors and the Board of Commissioners have analysed before and after the Capital Increase being implemented, and also taking into account the benefits of this corporate action plan. The Board of Directors and the Board of Commissioners of the Company believe that the said plan is the best for the interest of the Company, and for the shareholders of the Company. Therefore, the Board of Directors and the Board of Commissioners of the Company recommend to all the shareholders of the Company to grant their approval for the said corporate action plan in the GMS which will be held on 19 August 2021.

### **ADDITIONAL INFORMATION**

In order to obtain information related to the plan of Capital Increase as elaborated above, the shareholders of the Company may contact the Company every working day of the Company at 08.30 – 17.30, at the below mentioned address:

Corporate Secretary
PT Wintermar Offshore Marine Tbk
Jl. Kebayoran Lama No 155 Jakarta
Telp. No. 62-21 530 5201
Fax. No. 62-21 530 5203
www.wintermar.com
investor\_relations@wintermar.com