

DISCLOSURE OF MATERIAL INFORMATION OR FACTS

**PT TIGARAKSA SATRIA Tbk.
("The Company")
Domiciled in South Jakarta**

Business Fields:

Engaged in the sale and distribution of consumer goods within a national scale, as well as other business activities through business units and subsidiaries.

Head Office:

Menara Duta 2th and 4th Fl
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Website: www.tigaraksa.co.id

This Information Disclosure was made in regards to the purchase transaction by PT Tigaraksa Satria, Tbk of 82,600 (eighty-two thousand six hundred) shares or in the total percentage of 70% (seventy percent) of PT Digital Intisari Nusantara shares ownership in PT Gramedia Digital Nusantara (the "Transaction").

This Information Disclosure is being made for the interest of the Company's shareholders, so that the Company's shareholders may obtain the complete information about the Transactions carried out by the Company, of which this Information Disclosure is also made in order to comply with the Regulation of the Financial Services Authority No. 31 / POJK.04 / 2015 on the Disclosure of Material Information or Facts by Issuers or Public Companies.

This information disclosure was published in Jakarta on July 22nd, 2022.

I. INTRODUCTION

- Prior to the Transaction, PT Digital Intisari Nusantara ("DIN") was the holder of 100% (one hundred percent) of the issued and entire paid-up shares in PT Gramedia Digital Nusantara ("GDN").
- The number of issued and paid-up capital in GDN prior to the Transaction is being carried out, is as follows:

	Total of Shares @Rp. 1,000,000 / share	Amount (IDR)	Percentage (%)
Authorized Capital	118,000	11,800,000,000	100
Issued & Paid Up Capital	118,000	11,800,000,000	100

- The Company intends to purchase 82,600 (eighty-two thousand six hundred) shares or a total of 70% (seventy percent) of DIN's shares ownership in GDN.

II. OBJECT OF TRANSACTION

The object of the Transaction is PT Gramedia Digital Nusantara ("GDN"), located at Jalan Palmerah Selatan No. 14, Gelora District, Tanah Abang District, Central Jakarta.

GDN conducts e-commerce Business activities, which is the business to operate the sale and marketing of products through electronic means (e-commerce enabler).

In more detail, based on the GDN Articles of Association, the purpose and objectives of GDN are to carry out business activities in the business fields of:

1. Retail Trading for writing and drawing stationery;
2. Retail Trading for printing and publishing;
3. Retail Trading for Pharmaceutical Goods and Drugs for Humans in Pharmacies;
4. Retail Trading for Cosmetics of Humans;
5. Retail Trading for Laboratory Equipment, Pharmaceutical Devices, and Medical Devices for Humans;

6. Retail Trading through the media for Textile Commodities, Clothing, Footwear, and Personal Goods;
7. Retail Trading through the media for household goods and kitchen supplies;
8. Retail Trading through the media for mixed goods;
9. Retail Trading through the media for a wide variety of other goods;
10. Retail Trading on a fee or contract basis;
11. Book Publishing;
12. Activities for The Development of Trading Applications through the Internet (E-commerce);
13. Other Computer Programming Activities;
14. Hosting Activities and those related to It;
15. Web Portals and/or Digital Platforms without Commercial Purposes;
16. Web Portals and/or Digital Platforms for Commercial Purposes;
17. Other Management Consulting Activities;
18. Advertising;
19. Market Research; and
20. Special Event Organizer Services.

III. THE PARTIES

1. PT Tigaraksa Satria Tbk. ("the Company") :

- The Company is a limited liability company with the status of a publicly-held company and carries out its business activities in Indonesia.
- The Company's business activities are engaged in the sale and distribution of consumer goods within national-scale related to the distribution of daily consumption products for the categories of infant and child nutrition products, food & beverage products, non-food products, cold chain products, as well as other business activities through business units and subsidiaries.
- The Company is domiciled at the 2nd and 4th Floor Menara Duta, Jl. H. R. Rasuna Said Kav. B-9, Setiabudi District, South Jakarta, DKI Jakarta 12910.

2. PT Digital Intisari Nusantara ("DIN"):

- DIN is a limited liability company engaged in other management consulting areas.
- DIN is a company incorporated in Kompas Gramedia Group whose main business is engaged in the sector of media with more than 50 years of experience.
- DIN is domiciled in Central Jakarta, Jalan Palmerah Selatan No. 22, Gelora Village, Tanah Abang District.

IV. TRANSACTION DATE & VALUE

- The Transaction Date is July 20th, 2022, which is similar with the signing date of the Share Sale and Purchase Agreement of PT Gramedia Digital Nusantara, between the Company and DIN.
- The Transaction Value for the purchase of 82,600 (eighty-two thousand six-hundred) shares of DIN's share ownership in GDN is in accordance with the purchase price agreed by the Company and DIN, which is a total of Rp. 23,000,000,000 (twenty-three billion Rupiah).

V. COMPOSITION OF GDN SHARES OWNERSHIP AFTER TRANSACTION

After the Transaction, the composition of shares ownership in GDN becomes as follows:

Description	Nominal Value IDR 1,000,000 per shares		
	Total Shares	Total Nominal Value (IDR)	Percentage (%)
Authorized Capital	118,000	118,000,000,000,-	-
Shareholders Name			
1. PT Tigaraksa Satria Tbk	82,600	82,600,000,000,-	70
2. PT Digital Intisari Nusantara	35,400	35,400,000,000,-	30
Issued and Paid Up Capital	118,000	118,000,000,000,-	100
Shares in Portepel	118,000	118,000,000,000,-	

VI. CONSIDERATION & REASONS FOR THE TRANSACTION, & THE EFFECT OF THE TRANSACTION ON THE COMPANY'S FINANCIAL CONDITION

- The Company reviews that the potential for product sales through e-commerce platforms will grow significantly in the next few years. For this reason, the Company began to explore the potential for the development of business activities through this on-line sale. In the initial stage, this was done through PT Tira Satria Niaga (a subsidiary), which collaborated with several e-commerce entities to sell its products on-line.

- In parallel, the Company is also preparing to develop a digital-based sales platform, among others by cooperating with PT Gramedia Digital Nusantara (GDN) as an enabler consultant. In addition to being experienced in the e-commerce business, as part of the Kompas Gramedia Group, GDN is also supported by an extensive network of multi-media businesses.
- In early 2022, the Company and DIN (GDN Shareholders) saw an opportunity to cooperate to develop the e-commerce business. In this case, the Company and DIN have the same vision to strengthen business activities in the field of e-commerce business. The Company's experience and extensive network in the field of distribution and sales of daily consumer products, can synergize positively with the experience of DIN which has prior develop the e-commerce business and is supported by the strength of Kompas Gramedia Group in the multi-media business.
- Furthermore, a mutual agreement was reached between the Company and DIN to realize the cooperation, by means that the Company will take over 70% (seventy percent) of DIN's share ownership in GDN.
- After the Company becomes the majority shareholder in GDN, the Company and DIN are committed to:
 - The Company will transfer cooperation with certain customers who have cooperated with the Company into the e-commerce business at GDN;
 - DIN will act as an advisor in the management of e-commerce business applications at GDN;

This transaction entirely uses the Company's internal funding and has no significant impact on the Company's financial condition.

VII. THIS TRANSACTION DOES NOT MEET THE CRITERIA FOR MATERIAL TRANSACTIONS, TRANSACTIONS WITH AFFILIATED PARTIES, OR CONFLICT OF INTEREST TRANSACTIONS

Based on the Company's Consolidated Financial Statements for the financial year ended December 31st, 2021 which has been audited by the Purwantoro, Sungkoro & Surja Public Accounting Firm (dated April 12th, 2022), the following are the Company's Total Assets and Equity in 2021:

- 1) Total Asset..... IDR 3,40 Trillion
- 2) Equity..... IDR 1,76 Trillion

In accordance with the Regulation of POJK No. 17/POJK.04/2020 on Material Transactions and Changes in Business Activities ("POJK 17 of 2020"), the minimum limit for Material Transactions for this Transaction is 20% of the amount of Company's Equity, which is IDR 352 billion. Thus, this Transaction is not a Material Transaction as referred to in POJK 17 of 2020.

DIN is not an affiliated company with the Company as referred to in the Regulation of the Financial Services Authority of the Republic of Indonesia Number 42/POJK.04/2020 on Affiliated Transactions and Conflict of Interest Transactions ("POJK 42 of 2020"). Thus, this transaction is not a transaction with an affiliated party of the Company as referred to in POJK 42 of 2020.

This transaction is not a transaction that contains a conflict of interest as referred to in POJK 42 of 2020, because there is no conflict on the company's economic interests and the personal economic interests of members of the Board of Directors, members of the Board of Commissioners or major shareholders that may harm the Company. Thus, this transaction is not a Conflict of Interest transaction as referred to in POJK 42 of 2020.

VIII. STATEMENT OF THE BOARD OF COMMISSIONERS & DIRECTORS OF THE COMPANY

The Board of Commissioners and Directors of the Company declares as follows:

- Have carefully studied the information available in connection with this Transaction as outlined in this Disclosure.
- All material information in connection with the Transaction has been disclosed in this Information Disclosure, and such material information is true and not misleading.
- Furthermore, the Board of Commissioners and Directors of the Company declares full responsibility for the truthfulness of all information contained in this Information Disclosure.

IX. ADDITIONAL INFORMATION

For Shareholders who require additional information in connection with this Information Disclosure, please contact the Company with the following address:

PT Tigaraksa Satria Tbk.

Up: Corporate Secretary

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Jakarta, July 22nd, 2022

Sincerely yours,

Directors