

DISCLOSURE OF INFORMATION IN RELATION WITH AFFILIATE TRANSACTION

This Disclosure of Information was created and intended to comply with Financial Services Authority Regulation Number 42/POJK.04/2020 regarding the Affiliate Transactions and Conflicts of Interest Transactions.



PT PETROSEA TBK
("Company" or "PTRO")

Business Activities:

Construction, Mining and Quarrying, Processing Industry, Trade, Transport and Warehousing, Information and Communication, Professional, Scientific and Technical Activities, Rental and Leasing Activities Without Option Rights, Employment and Education

Domiciled in West Jakarta, Indonesia

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The information as stated in this Disclosure of Information is important for the Company's Shareholders to read and pay attention to.

If you have difficulty understanding the information as stated in this Disclosure of Information, you should consult with a legal advisor, public accountant, financial advisor or other professional.

The Board of Directors and Board of Commissioners of the Company, both individually and mutually, are fully responsible for the truth and completeness of the information as disclosed in this Disclosure of Information, and after conducting careful research, confirm that there are no other material important facts that have not been disclosed or omitted in this Disclosure of Information, thereby causing the information provided in this disclosure of information to be incorrect and/or misleading.

This Disclosure of Information was published in Jakarta on 27 April 2026.

I. DEFINITIONS

- “Affiliation”** : The Parties as defined in Article 22 point 1 of the P2SK Law, namely:
- a. a. family relationships by marriage up to the second degree, whether horizontally or vertically, namely the relationship of a person with:
 - 1. husband or wife; the parents of the husband or wife; and the husband or wife of a child;
 - 2. the grandparents of the husband or wife and the husband or wife of a grandchild;
 - 3. the siblings of the husband or wife, along with the spouses of those siblings; or
 - 4. the husband or wife of the person's sibling.
 - b. family relationships by blood (lineage) up to the second degree, whether horizontally or vertically, namely the relationship of a person with:
 - 1. parents and children;
 - 2. grandparents and grandchildren; or
 - 3. the siblings of the person concerned.
 - c. the relationship between a Party and the employees, directors, or commissioners of that Party.
 - d. the relationship between two or more companies in which there is one or more members of the Board of Directors, management, Board of Commissioners, or supervisors who are the same.
 - e. the relationship between a company and a party, whether directly or indirectly, in any manner, that controls or is controlled by the company or such party in determining the management and/or policies of the company or the said party.
 - f. the relationship between two or more companies that are controlled, whether directly or indirectly, in determining the management and/or policies of the companies, by the same party.
 - g. the relationship between two or more companies that are controlled, whether directly or indirectly, in determining the management and/or policies of the companies, by the same party.
- “ACRA”** : Accounting and Corporate Regulatory Authority.
- “CDIA”** : PT Chandra Daya Investasi Tbk, a publicly listed company established under the laws of the Republic of Indonesia, domiciled in West Jakarta.
- “Perseroan”** : PT Petrosea Tbk.
- “POJK 17/2020”** : OJK Regulation No. 17/POJK.04/2020 regarding Material Transactions and Changes in Main Business Activities.
- “POJK 42/2020”** : OJK Regulation No. 42/POJK.04/2020 regarding Affiliated Transactions and Conflicts of Interest Transactions.
- “PT”** : Limited Liability Company.
- “PSS”** : Petrosea Services Solutions Pte. Ltd., a company established under the laws of the Republic of Singapore.

“PEPC”	: PT Petrosea Engineering Procurement Construction, a limited liability company established under the laws of the Republic of Indonesia, domiciled in West Jakarta.
“SGD”	: Singapore Dollar.
“Transaction”	: The planned capital injection to be carried out by CDIA in PSS through a capital increase mechanism by issuing new shares, as further described in this Disclosure of Information.
“Affiliate Transaction”	: A transaction as referred to in POJK 42/2020, conducted between parties that have an affiliated relationship.
“USD”	: United States Dollar.

II. INTRODUCTION

PSS intends to strengthen its capital structure to support the funding of its business activities and/or investment transactions. In relation to this, CDIA intends to make a capital injection into PSS by subscribing to new shares to be issued by PSS, totaling 9,944,119 new shares, with a value of USD15,500,000 or equivalent to SGD19,931,450.

PSS and CDIA have entered into and signed the Conditional Share Subscription Agreement of Petrosea Services Solutions Pte. Ltd. on 23 April 2026. Prior to the execution of the Transaction, the total number of PSS shares recorded amounted to 10,350,001 shares, all of which are owned by PEPC, a subsidiary within the Company’s group, which is the shareholder of PSS.

Upon completion of this Transaction, the total number of PSS shares will amount to 20,294,120 shares, with the following shareholding structure:

- PEPC, holding 10,350,001 shares, or equivalent to 51%; and
- CDIA, holding 9,944,119 shares, or equivalent to 49%.

The capital participation is carried out in order to strengthen PSS’s capital structure and support the future development of PSS’s business activities, including to support working capital requirements, enhance operational capacity, and support business development plans both organically and inorganically, which are aligned with the business strategy and overall business development of the Company and the Company’s group.

The value of the capital participation is determined by considering the fair value of PSS, which is, among others, based on its financial condition, business performance, and prospects for the future development of PSS’s business activities.

The Company holds a direct and indirect shareholding of 99.99% in PEPC, which in turn holds a direct 100% ownership in PSS. The Company, together with its subsidiaries PSS and PEPC, as well as CDIA, are affiliated parties based on the fact that there is a commonality in the Board of Commissioners, as well as a relationship between two companies that are controlled, either directly or indirectly, by the same party in accordance with the provisions of POJK 42/2020.

In connection with the foregoing, and with reference to the provisions of POJK 42/2020 whereby the Transaction is classified as an Affiliated Transaction, the Board of Directors of the Company hereby announces this Disclosure of Information for the purpose of providing more complete information and an overview to the Company’s shareholders regarding the Transaction, as well as to comply with the obligations under POJK 42/2020.

This Transaction does not constitute a Conflict of Interest Transaction as referred to in POJK 42/2020 and does not constitute a material transaction, and therefore does not require approval from the General Meeting of Shareholders (GMS) as referred to in POJK 42/2020 and POJK 17/2020.

III. INFORMATION REGARDING THE TRANSACTION

1. Background, Reasons and Benefits of Transaction

The transaction disclosed in this Disclosure of Information constitutes a capital participation by CDIA in PSS through a capital increase mechanism by issuing new shares.

This Transaction is carried out in order to support the development and strengthening of PSS's capital structure to facilitate the implementation of its business activities and future business development plans, including supporting working capital needs, increasing operational capacity, and supporting business development plans both organically and inorganically, which are aligned with the overall business strategy and business development of the Company and its group.

In connection with the Transaction, PSS plans to issue 9,944,119 (nine million nine hundred forty-four thousand one hundred nineteen) new shares in the context of a capital increase in PSS. The new shares will be fully subscribed by CDIA as part of the implementation of the capital participation Transaction.

In connection with the implementation of the Transaction, CDIA will make a capital contribution to PSS in the amount of USD 15,500,000, equivalent to SGD 19,931,450. With the issuance of the new shares, CDIA will obtain a 49% shareholding in PSS upon completion of the Transaction.

The new shares issued by PSS shall have the same and equal rights in all respects as other issued and fully paid-up shares in PSS, including voting rights and rights to profit distribution, in accordance with the provisions of PSS's articles of association and applicable laws and regulations.

Prior to the execution of the Transaction, all PSS shares, totaling 10,350,001 shares, were owned by PEPC. Upon completion of the Transaction, the shareholding structure of PSS will be as follows:

1. PEPC, holding 10,350,001 shares, or equivalent to 51%; and
2. CDIA, holding 9,944,119 shares, or equivalent to 49%.

The issuance of the new shares will be carried out through an increase in PSS's issued and paid-up capital in accordance with the provisions of PSS's articles of association and the laws and regulations applicable in the jurisdiction of PSS's incorporation. Following the completion of the Transaction, control over PSS will remain with PEPC as an entity within the Company's group.

2. Parties Involved in Transaction

The parties to the Transaction are PSS and CDIA. The following is a description of the parties entering into the Transaction with the Company:

A. Information Regarding PSS

Brief History of PSS

PSS is a limited liability company established and governed under the laws of Singapore, and domiciled in Singapore. PSS was incorporated and registered with the Accounting and Corporate Regulatory Authority of Singapore (ACRA) on 27 May 2025, with Unique Entity Number (UEN) 202522990C, in accordance with the provisions of the Companies Act 1967 of Singapore.

The articles of association of PSS are set out in the Constitution of Petrosea Services Solutions Pte. Ltd., adopted on 27 May 2025, and have not been amended to date ("**Constitution of PSS**").

Based on the Constitution of PSS, PSS is a private company limited by shares with limited liability of its shareholders, and has full capacity and authority to conduct its business activities as governed under Singapore law.

Share Ownership of PSS

The capital structure of PSS as of the issuance of this Disclosure of Information is as follow:

No.	Remarks	Amount of Shares	Nominal Amount (SGD)
1.	Issued and Paid-up Capital	10,350,001	10,350,001

Note: with a nominal value of SGD1 per share

PSS Shareholding Structure

The shareholding structure of PSS is as follows:

No.	Shareholder	Nominal Amount (SGD)	Amount of Shares	%
1.	PT Petrosea Engineering Procurement Construction	10,350,001	10,350,001	100
Total				100

Management and Supervision of PSS

PSS is managed by a Board of Directors appointed in accordance with the provisions of the Companies Act 1967 of Singapore and the Constitution of PSS. The management of PSS's business activities and the making of strategic decisions are vested in the Board of Directors. The current composition of the Board of Directors of PSS is as follows:

Board of Directors

Director : Michael
Kartika Hendrawan
Shaun Keshiv Sarjeet Singh

Business Activities of PSS

Based on ACRA records, PSS's main business activity is holding company activities, classified under Other Holding Companies (SSIC 64202).

In its capacity as a holding company, PSS carries out functions of share ownership and investment management in affiliated entities, as well as other activities permitted under the Constitution of PSS and the applicable laws and regulations in Singapore.

B. Information Regarding CDIA

Brief History of CDIA

CDIA was established in Indonesia based on Deed of Establishment No. 26 dated 8 February 2023, drawn up before Jose Dima Satria, S.H., M.Kn., Notary in Jakarta, which has been approved by the Minister of Law and Human Rights of the Republic of Indonesia (as amended from time to time, hereinafter referred to as the "Minister of Law and Human Rights") pursuant to Decree No. AHU-0011651.AH.01.01.TAHUN 2023 dated 13 February 2023 and published in the State Gazette of the Republic of Indonesia No. 30 dated 14 April 2023, Supplement No. 11703.

CDIA has amended its articles of association several times. The latest amendment to the articles of association is contained in the Deed of Resolution of Shareholders regarding Amendments to CDIA's Articles of Association No. 83 dated 15 July 2025, drawn up before Jose Dima Satria, S.H., M.Kn., Notary in Jakarta, which has been notified to the Minister of Law and Human Rights based on the Receipt of Notification of Amendments to the Articles of Association No. AHU-AH.01.03-0187701 dated 17 July 2025 ("**Company Articles of Association**").

Furthermore, the latest changes to the composition of CDIA's Board of Directors and Board of Commissioners are set out in the Deed of Resolution of CDIA Shareholders No. 78 dated 14 March 2025, drawn up before Jose Dima Satria, S.H., M.Kn., Notary in Jakarta, which has been notified to the Minister of Law and Human Rights based on the Receipt of Notification

of Amendments to the Articles of Association No. AHU-AH.01.03-0080705 and the Receipt of Notification of Changes in Company Data No. AHU-AH.01.09-0146825, both dated 17 March 2025 (“**Deed No. 78/2025**”).

CDIA Capital Structure

The capital structure and shareholding composition of CDIA as of the issuance of this Disclosure of Information are as follows:

No.	Remarks	Amount of Shares	Nominal Amount (Rp)
1.	Authorized Capital	200,000,000,000	20,000,000,000,000.00
2.	Issued and Paid-up Capital	124,829,374,700	12,482,937,470,000.00

Note: with a nominal value of Rp100.00 per share

CDIA Shareholding Structure

The shareholding composition of CDIA based on the Register of Shareholders of CDIA issued by PT Datindo Entrycom as of 31 March 2026 is as follows:

No.	Shareholders	Nominal Amount (Rp)	Number of Shares	%
3.	PT Chandra Asri Pacific Tbk	7,489,762,080,000	74,897,620,800	60.00
4.	Phoenix Power B.V.	3,744,881,640,000	37,448,816,400	30.00
5.	Public	1,248,293,750,000	12,482,937,500	10.00
Total		12,482,937,470,000	124,829,374,700	100.00

Management and Supervision of CDIA

Based on Deed No. 78/2025, the latest composition of CDIA’s Board of Commissioners and Board of Directors is as follows:

Board of Commissioners

President Commissioner * : Erry Riyana Hardjapamekas

Commissioner * : Ade Supandi, SE
 Erwin Ciputra
 Andre Khor Kah Hin
 Prasit Laohawirapap
 Thawat Hirancharukorn

*) Also serving concurrently as Independent Commissioner

Direksi

President Director : Fransiskus Ruly Aryawan

Director : Jonathan Kandinata
 Saksit Suntharekanon
 Agus Lukmanul Hakim
 Merly

Business Activities of CDIA

Based on CDIA’s Articles of Association, CDIA is engaged in holding company activities and management consulting.

In addition, to achieve the above business activities, CDIA may also carry out the following supporting business activities:

- (i) To conduct business, either directly or indirectly through joint operations, equity participation (investment), or divestment in connection with CDIA’s main business activities, including entering into joint ventures with other parties.
- (ii) To provide loans, funding, financing, and/or other facilities in any form (including but not limited to letters of credit, bank guarantees, and other facilities commonly provided

between companies) to its subsidiaries for the purposes of CDIA's main business activities and/or its subsidiaries.

- (iii) To provide guarantees, whether in the form of security interests or personal guarantees (including suretyship), to its subsidiaries in connection with loan facilities obtained for the purposes of CDIA's main business activities and/or its subsidiaries.
- (iv) To purchase, sell, or transfer securities issued by its subsidiaries for the purposes of CDIA's main business activities and/or its subsidiaries.
- (v) To provide funding and/or financing required by other companies in connection with the implementation of share participation in such company or group of companies, or in the context of investment in other assets of such company or group of companies.

3. Transaction Object

The object of this Transaction is CDIA's participation in the issuance of new shares of PSS with a value of USD15,500,000 or equivalent to SGD19,931,450.

4. Transaction Value

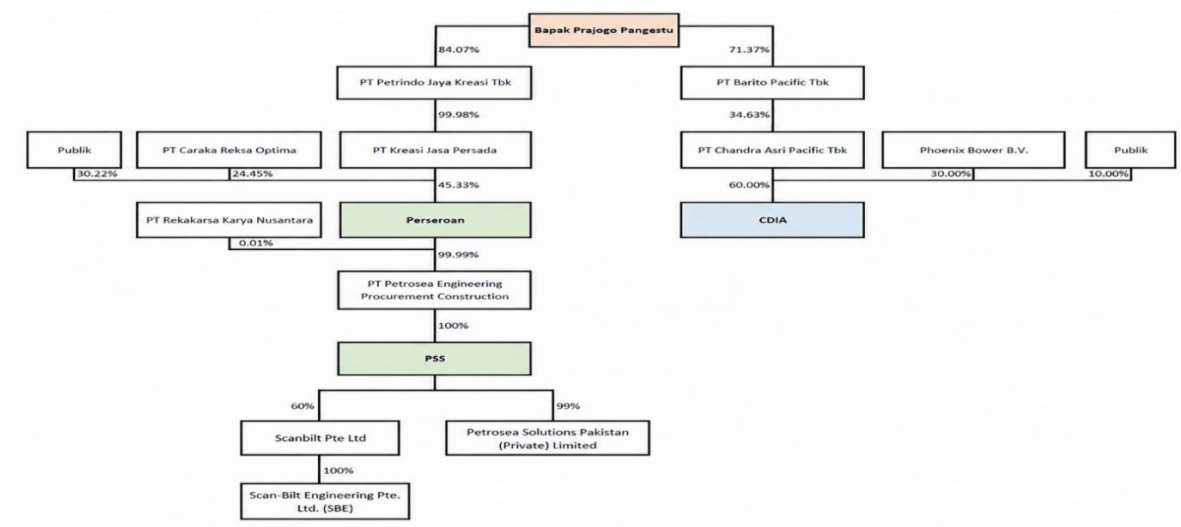
The Transaction value in the form of capital participation made by CDIA in PSS is USD15,500,000 or equivalent to SGD19,931,450.

The Transaction value is determined based on the agreement of the parties, taking into account the fair value of PSS, which is, among others, based on its financial condition, business performance, and prospects for the future development of PSS's business activities.

5. Nature of Affiliate Relationship of Parties Involved in Transaction

The Company holds a direct and indirect shareholding of 99.99% in PEPC, which in turn holds a direct 100% ownership in PSS. The Company, together with its subsidiaries PSS and PEPC, as well as CDIA, are affiliated parties as referred to in Article 1 of POJK 42/2020 due to the existence of commonality:

- a. Members of the Board of Commissioners of the Company, PEPC, and CDIA, where Mr. Erwin Ciputra serves as Commissioner of the Company, President Commissioner of PEPC and Commissioner of CDIA.
- b. The beneficial ownership between the Company and CDIA, whether directly or indirectly, namely Mr. Prajogo Pangestu, as illustrated in the following chart:



IV. INDEPENDENT PARTY APPOINTED IN TRANSACTION

In connection with the above Transaction, the Company has appointed the following independent parties:

KJPP Suwendho Rinaldy & Rekan, an independent public appraiser, who conducted a fairness assessment of the Transaction, prepared a summary report outlining the analysis and indicative valuation results, and provided an opinion on the fairness of the Transaction value.

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V. SUMMARY OF APPRAISAL REPORT AND FAIRNESS OPINION ON TRANSACTION FROM INDEPENDENT APPRAISAL

The Company has appointed an independent appraiser registered with the OJK, namely KJPP SRR, as an independent party to provide an opinion on the 100% equity value of PSS and a fairness opinion on the Transaction.

KJPP SRR, an independent appraisal firm holding business license No. 2.09.0059 pursuant to the Decree of the Minister of Finance No. 1056/KM.1/2009 dated August 20, 2009, and registered as a capital market supporting professional services firm with the OJK under Certificate of Registration No. STTD.PB-05/PJ-1/PM.02/2023 dated 24 May 2023 (business valuer), has been appointed by the Company's management to determine the market value of 100% of the shares of PSS and to provide a fairness opinion on the Transaction, in accordance with the engagement letter No. 260312.001/SRR-JK/SPN-BF/PTR0/OR dated 12 March 2026, which has been approved by the Company's management.

The following is a summary of the Valuation Report of 100% of PSS shares based on Report No. 00192/2.0059-02/BS/02/0242/1/IV/2026 dated 22 April 2026.

a. Transaction Parties

The parties involved in the Transaction are:

- PSS, acting as the party that will make a capital injection in the form of an increase in issued and paid-up capital through the issuance of new ordinary shares totaling 9,944,119 shares, all of which will be subscribed by CDIA, with an investment value of USD15.50 million or equivalent to SGD19,931,450;
- CDIA, acting as the party that will subscribe to all 9,944,119 new ordinary shares to be issued by PSS in connection with the increase in PSS's issued and paid-up capital, with a subscription value of USD15.50 million or equivalent to SGD19,931,450.

b. Object of Transaction

The object of valuation in this assessment is the shares of PSS, namely 100% of PSS's shares ("PSS Shares").

c. Evaluation Effective Date

The market value in this valuation is determined as of 31 December 2025. This date was selected based on the considerations of the purpose and objective of the valuation, as well as the financial data of PSS received by KJPP SRR. Such financial data consists of the consolidated financial

statements of PSS for the year ended 31 December 2025, which have been audited by the Public Accounting Firm (“KAP”) Aventross PAC (“AVE”), and which serve as the basis for this valuation.

d. Purpose and Objective of the Valuation

The purpose of the valuation of the PSS Shares is to provide an opinion on the market value, as of 31 December 2025, of the PSS Shares, expressed in SGD currency.

The objective of the valuation is to provide an overview of the market value of the PSS shares, which will subsequently be used to provide information to the Company’s management as a reference in the execution of the Transaction.

e. Assumptions and Limiting Conditions

The assumptions and limiting conditions used in this Fairness Opinion report are as follows:

- The valuation report of the PSS shares is a non-disclaimer opinion report.
- KJPP SRR has reviewed the documents used in the valuation process of the PSS shares.
- The data and information used in the valuation of the PSS shares are obtained from reliable sources.
- KJPP SRR is responsible for the preparation of the valuation report of the PSS shares.
- The valuation report of the PSS shares is open to the public, except for confidential information that may affect PSS’s operations.
- KJPP SRR is responsible for the valuation report of the PSS shares and the final value conclusion.
- KJPP SRR has obtained information regarding the legal status of the PSS shares from PSS.

f. Valuation Approaches and Methods

The valuation approach used in the valuation of the PSS Shares is the asset-based approach, using the adjusted net asset method.

The asset-based approach using the adjusted net asset method is applied in the valuation of the PSS Shares because, at the time the valuation was performed, PSS was an investment company holding investments in Petrosea Solutions Pakistan Pte. Ltd. (“PSP”) and Scan-Bilt Pte. Ltd. (“SBPL”).

To obtain an indication of the value of PSP, SBPL, and SBE, a separate valuation of the shares in PSP, SBPL, and SBE was first conducted. The valuation approach used in the valuation of SBPL is the income-based approach using the discounted cash flow (“DCF”) method, and the market-based approach using the guideline publicly traded company method.

The guideline publicly traded company method is used in the valuation of SBPL and SBE because, although no comparable listed companies with similar scale of operations and assets are available in the stock market, it is considered that available data from publicly traded companies can be used as a basis for comparison of the value of SBPL and SBE shares. The resulting indication of market value is derived from this method.

Furthermore, the values obtained from each approach are then reconciled by applying weighting to arrive at the conclusion of the value of the PSS Shares.

g. Valuation Conclusion

Based on the analysis of all data and information received by KJPP SRR, and after considering all relevant factors affecting the valuation, it is the opinion of KJPP SRR that the market value of all shares of PSS as of 31 December 2025 is SGD20,265 thousand.

Below is the summary of the Fairness Opinion Report on the Transaction based on Report No. 00193/2.0059-02/BS/02/0242/1/IV/2026 dated 22 April 2026.

a. Transacting Parties

The parties involved in the Transaction are:

- PSS, acting as the party making a capital contribution in the form of an increase in issued and paid-up capital through the issuance of new ordinary shares totaling 9,944,119 shares, all of which will be subscribed by CDIA, with an investment value of USD15.50 million or equivalent to SGD19,931,450;
- CDIA, acting as the party that will subscribe to all 9,944,119 new ordinary shares to be issued by PSS in connection with the increase of PSS's issued and paid-up capital, with an investment value of USD15.50 million or equivalent to SGD19,931,450.

b. Object of the Fairness Opinion Transaction

The object of the fairness opinion on the Transaction is CDIA's plan to invest in PSS by subscribing to new shares issued by PSS amounting to 9,944,119 new shares of PSS with a value of USD15,500,000 or equivalent to SGD19,931,450.

c. Purpose and Objective of the Fairness Opinion

The purpose of preparing the Fairness Opinion is to provide an overview of the fairness of the Transaction. The objective of preparing the Fairness Opinion is to comply with POJK 42/2020.

d. Assumptions and Limiting Conditions

The assumptions and limiting conditions used in this valuation are as follows:

- The Fairness Opinion is a non-disclaimer opinion report.
- KJPP SRR has reviewed the documents used in the preparation process of the Fairness Opinion.
- The data and information obtained come from sources considered reliable in terms of accuracy.
- The analysis in preparing the Fairness Opinion was conducted using adjusted financial projections that reflect the reasonableness of the financial projections prepared by the Company's management and their achievability.
- KJPP SRR is responsible for the preparation of the Fairness Opinion and the reasonableness of the financial projections.
- The Fairness Opinion is a public report except for confidential information that may affect the Company's operations.
- KJPP SRR is responsible for the Fairness Opinion and its conclusion.
- KJPP SRR has obtained information on the terms and conditions of agreements related to the Transaction from the Company.

e. Approaches and Procedures of the Fairness Opinion on the Transaction

In evaluating the fairness of the Transaction, KJPP SRR has performed:

Qualitative and Quantitative Analysis of the Transaction

Qualitative and quantitative analysis of the Transaction was conducted by reviewing the relevant industry to provide a general overview of industry performance development, analyzing the Company's operational activities and business prospects, the rationale for the Transaction, the advantages and disadvantages of the Transaction, and analyzing the Company's historical financial performance based on the consolidated financial statements for the years ended 31 December 2025, 31 December 2024, 31 December 2023, 31 December 2022, and 31 December 2021, which were audited by LRXR.

Furthermore, KJPP SRR also conducted an analysis of the pro forma report and incremental analysis of the Transaction, where after the Transaction becomes effective, based on the Company's consolidated financial projections, it is expected to improve the Company's consolidated financial performance and provide added value to all shareholders of the Company.

Analysis of Transaction Fairness

Based on the fairness analysis conducted, including price fairness analysis and impact analysis of the Transaction, it was concluded that the price determined in the Transaction is fair because it is equal to the market value of the PSS shares. From the impact analysis, it was also concluded that the Transaction will provide benefits to the Company's shareholders.

f. Conclusion of the Fairness Opinion

Based on the fairness analysis of the Transaction conducted, KJPP SRR is of the opinion that the Transaction is **fair**.

VI. STATEMENT FROM COMPANY'S BOARD OF COMMISSIONERS & BOARD OF DIRECTORS

The Board of Commissioners and Board of Directors of the Company hereby declare that all information relating to the Transaction has been disclosed, where (i) the Transaction does not contain Conflicts of Interest as regulated in POJK 42/2020; (ii) the Transaction is not a material transaction as regulated in POJK 17/2020; and (iii) all material information has been disclosed in this Disclosure of Information and the information is not misleading.

The Board of Directors of the Company hereby declares that the Transaction has been conducted with the Company's procedures as required by POJK 42/2020, to ensure that the Transaction has been carried out in accordance with applicable regulatory provisions and generally accepted business practices.

VII. ADDITIONAL INFORMATION

For the shareholders of the Company who require further information regarding the Transaction, please contact:

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to: Corporate Secretary

27 April 2026

Board of Directors of the Company