

ABRIDGED ADDITIONAL INFORMATION

THE FINANCIAL SERVICES AUTHORITY ("FSA") NEITHER GIVES ITS APPROVAL OR DISAPPROVAL ON THE SECURITIES, NOR DOES THE FSA CONFIRM THE ACCURACY OR COMPLETENESS OF THE CONTENT OF THIS ABRIDGED ADDITIONAL INFORMATION. ANY STATEMENT CONTRARY TO THE AFORESAID SENTENCE SHALL UNLAWFUL ACTION.

PT XL AXIATA TBK ("THE COMPANY") AND THE BOND AND SUKUK IJARAH ARRANGERS ARE FULLY RESPONSIBLE FOR THE CORRECTNESS OF ALL MATERIAL INFORMATION, FACTS, DATA, OR REPORTS AND THE TRUTH OF OPINIONS PRESENTED IN THIS ABRIDGED ADDITIONAL INFORMATION.

THIS PUBLIC OFFERING IS A DEBT AND SUKUK IJARAH SECURITIES OFFERING TRANCHE 2 OF THE DEBT AND SUKUK OFFERING SELF PUBLIC OFFERING WHICH HAS COME TO EFFECTIVE.



PT XL Axiata Tbk

Main Business Activities:

Engaging in telecommunications and/or telecommunication network and/or multimedia services

Head Office

XL Axiata Tower
JL. H.R. Rasuna Said Blok X5 Kav. 11 – 12
Kuningan Timur, Setiabudi
South Jakarta 12950 – Indonesia
Phone: (021) 5761881 Faksimili: (021) 5761880
www.xl.co.id
corpsec@xl.co.id

Regional Representative Offices

Jabo Region, West Region, East Region,
North Region and Central Region

SHELF PUBLIC OFFERING

SHELF BOND I XL AXIATA WITH TARGETED FUNDS TO BE RAISED
AMOUNTING TO IDR 5,000,000,000,000.- (FIVE TRILLION RUPIAH)

In the framework of the aforesaid Shelf Public Offering, the
Company has Issued:

SHELF BOND I XL AXIATA TRANCHE I YEAR 2018

WITH MAXIMUM PRINCIPAL AMOUNT IDR 1,000,000,000,000.- (ONE
TRILLION RUPIAH)

In the framework of the aforesaid Shelf Public Offering, the
Company Will Issue And Offer:

SHELF BOND I XL AXIATA TRANCHE II YEAR 2019

WITH MAXIMUM PRINCIPAL AMOUNT OF BONDS AMOUNTING TO
IDR 1,000,000,000,000.- (ONE TRILLION RUPIAH) ("BONDS")

AND

SHELF PUBLIC OFFERING

SHELF SUKUK IJARAH II XL AXIATA WITH TARGETED FUNDS TO BE
RAISED AMOUNTING TO IDR 5,000,000,000,000.- (FIVE TRILLION
RUPIAH)

In the framework of the aforesaid Shelf Public Offering, the
Company Has Issued:

SHELF SUKUK IJARAH II XL AXIATA TRANCHE I YEAR 2018

**WITH PRINCIPAL AMOUNT OF IDR 1,000,000,000,000.- (ONE TRILLION
RUPIAH)**

**In the framework of the aforesaid Shelf Public Offering, the
Company Will Issue And Offer:**

SHELF SUKUK IJARAH II XL AXIATA TRANCHE II YEAR 2019

**WITH MAXIMUM EXCESS IJARAH BENEFITS AMOUNTING TO
IDR 1,000,000,000,000.- (ONE TRILLION RUPIAH) ("SUKUK IJARAH")**

These Bonds are issued in scripless, except for Bond Jumbo Certificates which are issued in the name of PT Kustodian Sentral Efek Indonesia. This Bond is guaranteed on *Full Commitment* basis amounting to IDR 594,000,000,000.- (five hundred and ninety four billion Rupiah) that gives the public an option to choose series they desire, namely with existence of 4(four) series of Bond offered as follows:

Series A : Principal Amount of Bonds Series A to be offered is IDR 290.000.000.000.- (two hundred and ninety billion Rupiah), with fixed interest rate of 7.90% (seven point nine zero percent) per annum, with a term of 370 (three hundred and seventy) Calendar Days as of the Issue Date.

Series B : Principal Amount of Bonds Series B to be offered is IDR 191,000,000,000.- (one hundred and ninety one billion Rupiah), with fixed interest rate of 8.65% (eight point six five percent) per annum, with a term of 3 (three) years as of the Issue Date.

Series C : Principal Amount of Bonds Series C to be offered is IDR 40,000,000,000.- (forty billion Rupiah), with fixed interest rate of 9.25% (nine point two five percent) per annum, with a term of 5 (five) years as of the Issue Date.

Series D : Principal Amount of Bonds Series D to be offered is IDR 73,000,000,000.- (seventy billion Rupiah), with fixed interest rate of 10.00% (ten point zero zero percent) per annum, with a term of 7 (seven) years as of the Issue Date.

The rest of Bond Principal amount offered maximally IDR 406,000,000,000.- (four hundred and six billion Rupiah) will be guaranteed on *Best Effort* basis. If the amount in *Best Effort* guarantee is not sold partly or all, then, for such unsold excess, the Company shall not be obliged to issue the Bond. Bond Interests are payable on quarterly basis in accordance with payment date of each of Bond Interests. The

first Bond Interest payment will be made on May 8, 2019, whereas the last Bond Interest payment in coincidence with the Maturity Date of the Principal Amount of Bond of each series will be on February 18, 2020 for Bonds Series A, February 8, 2022 for Bonds Series B, February 8, 2024 for Bonds Series C, February 8, 2029 for Bonds Series D.

These Sukuk Ijarah are issued in scripless, except for Sukuk Ijarah Jumbo Certificates which are issued in the name of PT Kustodian Sentral Efek Indonesia. This Sukuk Ijarah is guaranteed on *Full Commitment* basis amounting to IDR 621,000,000,000.- (six hundred and twenty one billion Rupiah) that gives the public an option to choose series they desire, namely with existence of 5 (five) series of Sukuk Ijarah offered as follows:

Series A : Total Excess Ijarah Benefits to be offered is IDR 351,000,000,000.- (three hundred and fifty one billion Rupiah) with Ijarah Benefit Installment amounting to IDR 27,729,000,000.- (twenty seven billion seven hundred and twenty nine million Rupiah) per year calculated from total Excess Ijarah Benefits Series A of IDR 351,000,000,000.- (three hundred and fifty one billion Rupiah) or IDR 79,000,000.- (seventy

nine million Rupiah) per IDR 1,000,000,000.- (one billion Rupiah) per year of the total Excess Ijarah Benefits of Sukuk Ijarah Series A, with a term of 370 (three hundred and seventy) Calendar Days as of the Issue Date.

Series B : Total Excess Ijarah Benefits to be offered is IDR 110,000,000,000.- (one hundred and ten billion Rupiah) with Ijarah Benefit Installment amounting to IDR 9,515,000,000.- (nine billion five hundred and fifteen million Rupiah) per year calculated from total Excess Ijarah Benefits Series B of IDR 110,000,000,000.- (one hundred and ten billion Rupiah) or IDR 86,500,000.- (eighty six million and five hundred thousand Rupiah) per IDR 1,000,000,000.- (one billion Rupiah) per year of the total Excess Ijarah Benefits of Sukuk Ijarah Series B, with a term of 3 (three) years as of the Issue Date.

Series C : Total Excess Ijarah Benefits to be offered is IDR 132,000,000,000.- (one hundred and thirty two billion Rupiah) with Ijarah Benefit Installment amounting to IDR 12,210,000,000.- (twelve billion two hundred and ten million

Rupiah) per year calculated from total Excess Ijarah Benefits Series C of IDR 132,000,000,000.- (one hundred and thirty two billion Rupiah) or IDR 92,500,000.- (ninety two million and five hundred thousand Rupiah) per IDR 1,000,000,000.- (one billion Rupiah) per year of the total Excess Ijarah Benefits of Sukuk Ijarah Series C, with a term of 5 (five) years as of the Issue Date.

Series D : Total Excess Ijarah Benefits to be offered is IDR 5,000,000,000,- (five billion Rupiah) with Ijarah Benefit Installment amounting to IDR 485,000,000.- (four hundred and eighty five million Rupiah) per year calculated from total Excess Ijarah Benefits Series D of IDR 5,000,000,000.- (five billion Rupiah) or IDR 97,000,000.- (ninety seven million Rupiah) per IDR 1,000,000,000.- (one billion Rupiah) per year of the total Excess Ijarah Benefits of Sukuk Ijarah Series D, with a term of 7 (seven) years as of the Issue Date.

Series E : Total Excess Ijarah Benefits to be offered is IDR 23,000,000,000.- (twenty three billion Rupiah) with Ijarah Benefit Installment

amounting to IDR 2,300,000,000.- (two billion and three hundred million Rupiah) per year calculated from total Excess Ijarah Benefits Series E of IDR 23,000,000,000.- (twenty three billion Rupiah) or IDR 100,000,000.- (one hundred million Rupiah) per IDR 1,000,000,000.- (one billion Rupiah) per year of the total Excess Ijarah Benefits of Sukuk Ijarah Series E, with a term of 10 (ten) years as of the Issue Date.

The rest of Ijarah Benefit amount offered maximally IDR 379,000,000,000.- (three hundred and seventy nine billion Rupiah) will be guaranteed on *Best Effort* basis. If the amount in *Best Effort* guarantee is not sold partly or all, then, for such unsold excess, the Company shall not be obliged to issue the Sukuk Ijarah. Ijarah Benefit Installments are payable on quarterly basis in accordance with payment date of each of Ijarah Benefit Installments. The first Ijarah Benefit Installment payment will be made on May 8, 2019, whereas the last Ijarah Benefit Installment payment in coincidence with the Repayment Date of Excess Ijarah Benefits of each of series will be on February 18, 2020 for Sukuk Ijarah Series A, February 8, 2022 for Sukuk Ijarah Series B, February 8, 2024

for Sukuk Ijarah Series C, February 8, 2026 for Sukuk Ijarah Series D, and February 8, 2029 for Sukuk Ijarah Series E.

SHELF BOND I XL AXIATA TRANCHE III AND SHELF SUKUK IJARAH II XL AXIATA TRANCHE III AND/OR FURTHER TRANCHES (IF ANY) WILL BE DETERMINED LATER.

IMPORTANT NOTICE

THESE BONDS AND SUKUK IJARAH ARE NOT GUARANTEED BY ANY SPECIAL COLLATERALS IN THE FORM OF THINGS OR INCOME OR OTHER ASSETS BELONGING TO THE COMPANY IN ANY FORM NOT GUARANTEED BY ANY PARTY. ALL OF THE COMPANY'S PROPERTIES, IN THE FORM OF BOTH MOVABLE AND IMMOVABLE GOODS, BOTH THOSE EXISTING OR THAT WILL EXIST IN FUTURE BECOME GENERAL GUARANTEE FOR ALL DEBTS OF THE COMPANY TO ALL CREDITORS THAT ARE NOT SPECIFICALLY GUARANTEED OR WITHOUT THE PRIVILEGE RIGHTS INCLUDING THESE BONDS AND SUKUK IJARAH IN *PARI PASSU* BASED ON THE BONDS AND SUKUK IJARAH TRUST AGREEMENT, IN ACCORDANCE WITH ARTICLES 1131 AND 1132 OF THE INDONESIAN CIVIL CODE, AS EXPLAINED IN CHAPTER I ON INFORMATION OF BOND AND SUKUK IJARAH TO BE ISSUED.

THE COMPANY MAY BUY BACK PART OR ALL OF THE BONDS AND SUKUK IJARAH AS EITHER REPAYMENT OR FOR RESERVATION, PROVIDED THAT THIS MAY ONLY BE CONDUCTED ONE YEAR AS OF THE ALLOTMENT DATE.

THE BUYBACK PLAN OF THE SHELF BOND I XL AXIATA AND THE SHELF SUKUK IJARAH II XL AXIATA SHALL BE REPORTED TO THE OJK (SFA) BY THE COMPANY NOT LATER THAN 2 (TWO) BUSINESS DAYS PRIOR TO ANNOUNCEMENT OF BUYBACK PLAN OF BONDS AND SUKUK IJARAH ON A NEWSPAPER. SUCH AN ANNOUNCEMENT SHALL BE MADE THROUGH AT LEAST 1 (ONE) INDONESIAN LANGUAGE DAILY NEWSPAPER WITH NATIONAL CIRCULATION NOT LATER THAN 2 (TWO) CALENDAR DAYS PRIOR TO THE OFFERING DATE FOR BUYBACK COMMENCEMENT. DETAIL OF BUYBACK CAN BE SEEN IN CHAPTER I ON INFORMATION OF BOND AND SUKUK IJARAH TO BE ISSUED.

THE COMPANY SHALL ONLY ISSUE JUMBO CERTIFICATES OF BONDS AND SUKUK IJARAH, AND SHALL BE REGISTERED IN THE NAME OF PT KUSTODIAN SENTRAL EFEK INDONESIA ("KSEI") AND SHALL BE ELECTRONICALLY DISTRIBUTED AND ADMINISTERED IN THE COLLECTIVE DEPOSITORY OF KSEI.

THE COMPANY'S MAIN RISK EXPOSURE IS COMPETITION RISK FROM OLD PLAYERS AND NEW COMERS IN THE INDUSTRY MAY POSE UNFAVORABLE IMPACT ON CELLULAR TELECOMMUNICATION SERVICE BUSINESS OF THE COMPANY.

ANOTHER RISKS THAT MAY BE ENCOUNTERED BY THE INVESTORS TO BUY THE BONDS AND SUKUK IJARAH IS ILLIQUIDITY OF BONDS AND SUKUK

IJARAH THAT ARE OFFERED IN THIS PUBLIC OFFERING WHICH ARE CAUSED BY, AMONG OTHER THINGS, THE PURPOSE OF PURCHASE OF BONDS AND SUKUK IJARAH IS AS A LONG-TERM INVESTMENT.

IN THE FRAMEWORK OF THIS SHELF PUBLIC OFFERING, THE COMPANY HAS OBTAINED RATING OF BONDS AND SUKUK IJARAH FROM PT FITCH

RATINGS INDONESIA (FITCH) WITH RATING:

AAA_(idn) (Triple A)

FOR MORE DETAIL OF THE RATING RESULT CAN BE SEEN IN CHAPTER I OF THE ADDITIONAL INFORMATION.

BONDS AND SUKUK IJARAH OFFERED WILL BE LISTED ON PT BURSA EFEK INDONESIA

BOND AND SUKUK IJARAH ARRANGER

 PT CGS – CIMB Sekuritas Indonesia (Affiliated)	 PT DBS Vickers Sekuritas Indonesia (Unaffiliated)	 PT Indo Premier Sekuritas (Unaffiliated)	 PT Mandiri Sekuritas (Unaffiliated)	 PT Maybank Kim Eng Sekuritas (Unaffiliated)
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TRUSTEE

PT Bank Mega Tbk

This Abridged Additional Information is issued in Jakarta on
January 23, 2019

ISSUANCE SCHEDULE

Effective Date	:	October 8, 2018
Public Offering Period	:	February 4 - 6, 2019
Allotment Date	:	February 6, 2019
Date of Payment From Investor	:	February 7, 2019
Subscription Cost Refund Date	:	February 8, 2019
Bond and Sukuk Ijarah Electronically	:	February 8, 2019
Distribution Date		
Listing Date on the Indonesia Stock Exchange	:	February 11, 2019

BOND PUBLIC OFFERING

BOND'S NAME

"Shelf Bond I XL Axiata Tranche II Year 2019"

TYPE OF BOND

Bond is issued in scripless except for Bond Jumbo Certificates as proof of indebtedness, which are issued in the name of KSEI for the benefit of Bondholders on the submission date the Bond Jumbo Certificates by the Company to KSEI. Proof of Bond

ownership for Bondholder is a Written Confirmation that is issued by KSEI or the Account Holder. Bonds must be settled fully at a price equal to the principal amount as specified in the Written Confirmation and the principal amount as specified on the Bond Jumbo Certificates on the Bond Principal Settlement Date.

SERIES, PRINCIPAL AMOUNT OF BONDS, INTEREST OF BONDS AND BOND MATURITY

Principal Amount of Bonds on the Issue Date is maximally IDR 1,000,000,000,000.- (one trillion Rupiah) that is guaranteed on *Full Commitment* basis amounting to IDR 594,000,000,000.- (five hundred and ninety four billion Rupiah) and consist of:

Series A : Principal Amount of Bonds Series A to be offered is IDR 290,000,000,000.- (two hundred and ninety billion Rupiah), with fixed interest rate of 7.90% (seven point nine zero percent) per annum, with a term of 370 (three hundred and seventy) Calendar Days as of the Issue Date.

Series B : Principal Amount of Bonds Series B to be offered is IDR 191,000,000,000.- (one hundred ninety one billion Rupiah), with fixed interest rate of 8.65% (eight point six five percent) per annum, with a term of 3 (three) years as of the Issue

Date.

Series C : Principal Amount of Bonds Series C to be offered is IDR 40,000,000,000.- (fifty billion Rupiah), with fixed interest rate of 9.25% (nine point two five percent) per annum, with a term of 5 (five) years as of the Issue Date.

Series D : Principal Amount of Bonds Series D to be offered is IDR 73,000,000,000.- (seventy three billion Rupiah), with fixed interest rate of 10.00% (ten point zero zero percent) per annum, with a term of 10 (ten) years as of the Issue Date.

The rest of Bond Principal amount offered maximally IDR 406,000,000,000.- (four hundred and six billion Rupiah) will be guaranteed on *Best Effort* basis. If the amount in Best Effort guarantee is not sold partly or all, then, for such unsold excess, the Company shall not be obliged to issue the Bond.

This bond is offered at value of 100% (one hundred percent) of the Principal amount of Bond. Bond Interests are payable on quarterly basis in accordance with payment date of each of Bond Interests. The first Bond Interest payment will be made on May 8, 2019 whereas the last Bond Interest payment in coincidence with the Bond Principal Settlement Date of each

series will be on February 8, 2020 for Bonds Series A, February 8, 2022 for Bonds Series B, February 8, 2024 for Bonds Series C, and February 8, 2029 for Bonds Series D.

Interest Payment Schedule for each of series of Bond is as specified in the table below:

Interest	Interest Payment Schedule			
	Series A	Series B	Series C	Series D
1	8 May 2019	8 May 2019	8 May 2019	8 May 2019
2	8 August 2019	8 August 2019	8 August 2019	8 August 2019
3	8 November 2019	8 November 2019	8 November 2019	8 November 2019
4	18 February 2020	8 February 2020	8 February 2020	8 February 2020
5	-	8 May 2020	8 May 2020	8 May 2020
6	-	8 August 2020	8 August 2020	8 August 2020
7	-	8 November 2020	8 November 2020	8 November 2020
8	-	8 February 2021	8 February 2021	8 February 2021
9	-	8 May 2021	8 May 2021	8 May 2021
10	-	8 August 2021	8 August 2021	8 August 2021
11	-	8 November 2021	8 November 2021	8 November 2021
12	-	8 February 2022	8 February 2022	8 February 2022
13	-	-	8 May 2022	8 May 2022
14	-	-	8 August 2022	8 August 2022
15	-	-	8 November 2022	8 November 2022
16	-	-	8 February 2023	8 February 2023
17	-	-	8 May 2023	8 May 2023
18	-	-	8 August 2023	8 August 2023

Interest	Interest Payment Schedule			
	Series A	Series B	Series C	Series D
19	-	-	8 November 2023	8 November 2023
20	-		8 February 2024	8 February 2024
21	-	-	-	8 May 2024
22	-	-	-	8 August 2024
23	-	-	-	8 November 2024
24	-	-	-	8 February 2025
25	-	-	-	8 May 2025
26	-	-	-	8 August 2025
27	-	-	-	8 November 2025
28	-	-	-	8 February 2026
29	-	-	-	8 May 2026
30	-	-	-	8 August 2026
31	-	-	-	8 November 2026
32	-	-	-	8 February 2027
33	-	-	-	8 May 2027
34	-	-	-	8 August 2027
35	-	-	-	8 November 2027
36	-	-	-	8 February 2028
37	-	-	-	8 May 2028
38	-	-	-	8 August 2028
39	-	-	-	8 November 2028
40	-	-	-	8 February 2029

METHOD AND PLACE OF PAYMENT OF BOND PRINCIPAL AND BOND INTERESTS

The Bond Principal and Bond Interests will be paid by the Company to the Account Holder through KSEI as the Paying Agent on the relevant Bond Principal Settlement Date and Bond Interest Payment Date based on the List of Account Holders. Bond Interest is part of the Bond Principal that is obliged to be paid by the Company to the Bondholder in exchange for benefits received by the Company, the payment for which will be made on every Bond Interest Payment Date, as defined in the Bond Trust Agreement.

BOOK ENTRY UNIT

The Bond Entry Unit is IDR 1,- (one Rupiah) or multiples thereof. One book entry unit has the right to cast 1 (one) vote at RUPO.

MINIMUM AMOUNT OF SUBSCRIPTION

Bond purchase order must be made in amount of at least IDR 5,000,000.- (five million Rupiah) or multiples thereof.

RIGHTS OF BONDHOLDER

Below are the rights of Bondholder according to the Bond Trust Agreement:

- a. To receive repayments of Bond Principal and/or Bonds Interests from the Company that are paid through KSEI as the Paying Agent on the relevant Bond Principal Settlement Date and/or Interest Payment Date. The Bond Principal must be repaid at a price equal to the Principal amount of Bonds as specified in the Written Confirmation owned by the Bondholder.
- b. Those who are entitled to the Bond Interest shall be Bondholders whose names are recorded in the List of Account Holders in 4 (four) Business Days prior to the Bond Interest Payment Date. Thus, if any Bond transaction takes place within 4 (four) Business Days prior to the Bond Interest Payment Date, the Bond buyer who receives the Bond transfer is not entitled to the Bond Interest in the relevant Bond Interest period, unless KSEI determines otherwise in accordance with the applicable provisions of KSEI.
- c. In the event of any default in Bond Principal repayment and/or Bond Interest payment, the Bondholder is entitled to receive a penalty payment on any default in Bond Principal Payment and/or Bond Interest Payment. Amount of such a Penalty shall be calculated daily based on number of days elapsed, with 1 (one) year is 360 (three hundred and sixty) Calendar Days and 1 (one) month is 30 (thirty) Calendar Days. An amount of money paid by the Company to

the Bondholder for Penalty constitute entitlement of the Bondholder that the Paying Agent will give to the Bondholder in proportion to number of Bonds he/she holds.

- d. One or more Bondholder(s) who represent at least more than 20% (twenty percent) of the Principal amount of Bonds unpaid, but excluding Bonds held by the Company and/or the Company's Affiliates, is entitled to submit a written request to the Trustee for holding of a RUPO by attaching an original KTUR. Such a written request must specify agenda he/she asks, provided that since issuance of such a KTUR, the Bonds held by such a Bondholder who submits a written request to the Trustee will be frozen by KSEI equal to amount of Sukuk Ijarah that is specified in the KTUR.

GUARANTEES

These Bonds are not secured by specific collateral. All of the company's properties, in the form of both movable and immovable goods, both those existing or that will exist in future become general guarantee for this Bond holder in accordance with articles 1131 and 1132 of the Indonesian Civil Code. The rights of Bondholder are *pari passu* without preferential right to the rights of other creditors of the Company that are not secured in accordance with the prevailing statutory regulations.

SENIORITY RIGHT IN DEBTS

The rights of Bondholder are *pari passu* without preferential right to the rights of other creditors of the Company both those existing or that will exist in future, except for the rights of the Company's creditors that are guaranteed specifically by the Company's assets both those existing or that will exist in future.

BOND SINKING FUND

The Company does not make fund appropriation for this Bond with a view to optimize the use of proceeds of this Bond Shelf Public Offering in accordance with the intended use of proceeds of Bond Shelf Public Offering.

RESTRICTIONS AND OBLIGATIONS OF THE COMPANY

Before repayment of all of the Outstanding Amounts or other expenses to which the Company is liable in relation to the issuance of Bonds, the Company undertakes and binds itself to the limitations and obligations, such as, to maintain the ratio of Total Debt to EBITDA to be not exceeding 4.5 : 1 as shown in any audited annual financial statements or consolidated financial statements (if the Company has subsidiaries) and to maintain the ownership of the issued and paid-in shares in the Company, either directly or indirectly, Axiata Investments (Indonesia) Sdn. Bhd. ("**AI**") and/or other

Affiliates of Axiata Group to be remain the majority shareholders (more than 50% (fifty percent)) of all shares that are issued by the Company from time to time.

BOND BUYBACK

The Company may buyback for a part or all of the Bonds as settlement, or for storage, provided that this may only be conducted within 1 (one) year as of the Allotment Date. The Bond buyback plan must be reported to FSA by the Company not later than 2 (two) business days prior to the announcement of the Bond Buyback plan in newspaper(s). Such a announcement must be made at least in 1 (one) Indonesian language daily newspaper with national circulation not later than 2 (two) Calendar Days prior to the Offering Date for buyback commencement.

RESULT OF BOND RATING

Based on result of rating of long-term notes in accordance with a letter from Fitch No.7/DIR/RAT/I/2019 dated January 16, 2019 the result of rating of Shelf Bond I XL Axiata Tranche II Year 2019 is AAA(idn) (Triple A).

SUKUK IJARAH PUBLIC OFFERING

SUKUK IJARAH'S NAME

"Shelf Sukuk Ijarah II XL Axiata Tranche II Year 2019"

TYPE OF SUKUK IJARAH

Sukuk Ijarah is issued in scripless except for Sukuk Ijarah Jumbo Certificates which are issued in the name of KSEI as proof of Sukuk Ijarah benefit payment obligation for the benefit of Sukuk Ijarah Holders. This Sukuk Ijarah is registered in the name of KSEI for the benefit of Account Holder with KSEI which is in turn to the interest of Sukuk Ijarah Holder and registered on the date the Sukuk Ijarah Jumbo Certificate is submitted by the Company to KSEI. Proof of Sukuk Ijarah ownership for Sukuk Ijarah Holder is a Written Confirmation that shall be issued by KSEI, a Securities Company or a Custodian Bank.

SERIES, TERM, MATURITY AND INSTALLMENT OF IJARAH BENEFIT

Excess Ijarah Benefits to be offered is IDR 1,000,000,000,000.- (one trillion Rupiah), yang is guaranteed on Full Commitment basis amounting to IDR 621,000,000,000.- (six hundred and twenty one billion Rupiah) and consisting of::

Series A : Total Excess Ijarah Benefits to be offered is IDR 351,000,000,000.- (three hundred and fifty one billion Rupiah) with Ijarah Benefit Installment amounting to IDR 27,729,000,000.- (twenty seven billion seven hundred and twenty

nine million Rupiah) per year calculated from the amount of Excess Ijarah Benefits Series A amounting to IDR 351,000,000,000.- (three hundred and fifty one billion Rupiah) or IDR 79,000,000.- (seventy nine million Rupiah) per IDR 1,000,000,000.- (one billion Rupiah) per year from total Excess Ijarah Benefits of Sukuk Ijarah Series A, with a term of 370 (three hundred and seventy) Calendar Days as of the Issue Date.

This Sukuk Ijarah is offered at value of 100% (one hundred percent) of total Excess Ijarah Benefits. Ijarah Benefit Installments are payable on quarterly basis in accordance with payment date of each of Ijarah Benefit Installments. The first Ijarah Benefit Installment payment will be made on May 8, 2019 whereas the last Ijarah Benefit Installment payment in coincidence with the Repayment Date of Excess Ijarah Benefits of each of series will be on February 8, 2019 for Sukuk Ijarah Series A, February 8, 2022 for Sukuk Ijarah Series B, February 8, 2024 for Sukuk Ijarah Series C , February 8, 2026 for Sukuk Ijarah Series D, and February 8, 2029 for Sukuk Ijarah Series E.

Ijarah Benefit Installment Payment Schedule for each of series of Sukuk Ijarah is as specified in the table below:

Ijarah Benefit Installment	Ijarah Benefit Installment Payment Schedule				
	Series A	Series B	Series C	Series D	Series E
1	8 May 2019	8 May 2019	8 May 2019	8 May 2019	8 May 2019
2	8 August 2019	8 August 2019	8 August 2019	8 August 2019	8 August 2019
3	8 November 2019	8 November 2019	8 November 2019	8 November 2019	8 November 2019
4	18 February 2020	8 February 2020	8 February 2020	8 February 2020	8 February 2020
5	-	8 May 2020	8 May 2020	8 May 2020	8 May 2020
6	-	8 August 2020	8 August 2020	8 August 2020	8 August 2020
7	-	8 November 2020	8 November 2020	8 November 2020	8 November 2020
8	-	8 February 2021	8 February 2021	8 February 2021	8 February 2021
9	-	8 May 2021	8 May 2021	8 May 2021	8 May 2021
10	-	8 August 2021	8 August 2021	8 August 2021	8 August 2021
11	-	8 November 2021	8 November 2021	8 November 2021	8 November 2021
12	-	8 February 2022	8 February 2022	8 February 2022	8 February 2022
13	-	-	8 May 2022	8 May 2022	8 May 2022
14	-	-	8 August 2022	8 August 2022	8 August 2022
15	-	-	8 November 2022	8 November 2022	8 November 2022
16	-	-	8 February 2023	8 February 2023	8 February 2023
17	-	-	8 May 2023	8 May 2023	8 May 2023
18	-	-	8 August 2023	8 August 2023	8 August 2023
19	-	-	8 November 2023	8 November 2023	8 November 2023
20	-	-	8 February 2024	8 February 2024	8 February 2024
21	-	-	-	8 May 2024	8 May 2024
22	-	-	-	8 August 2024	8 August 2024
23	-	-	-	8 November 2024	8 November 2024

Ijarah Benefit Installment	Ijarah Benefit Installment Payment Schedule				
	Series A	Series B	Series C	Series D	Series E
24	-	-	-	8 February 2025	8 February 2025
25	-	-	-	8 May 2025	8 May 2025
26	-	-	-	8 August 2025	8 August 2025
27	-	-	-	8 November 2025	8 November 2025
28	-	-	-	8 February 2026	8 February 2026
29	-	-	-	-	8 May 2026
30	-	-	-	-	8 August 2026
31	-	-	-	-	8 November 2026
32	-	-	-	-	8 February 2027
33	-	-	-	-	8 May 2027
34	-	-	-	-	8 August 2027
35	-	-	-	-	8 November 2027
36	-	-	-	-	8 February 2028
37	-	-	-	-	8 May 2028
38	-	-	-	-	8 August 2028
39	-	-	-	-	8 November 2028
40	-	-	-	-	8 February 2029

METHOD AND PLACE OF REPAYMENT OF EXCESS IJARAH BENEFITS AND PAYMENT OF IJARAH BENEFIT INSTALLMENTS

The Ijarah Benefit Installments will be paid by the Company to the Account Holder through KSEI as the Paying Agent on the Ijarah Benefit Installment Payment Date based on the List of

Account Holders. Ijarah Benefit Installment is part of Ijarah Benefit that is obliged to be paid by the Company to the Sukuk Ijarah Holder in exchange for benefits received by the Company base on Ijarah Covenant, the payment for which will be made on every Ijarah Benefit Installment Payment Date, as defined in the Sukuk Ijarah Trust Agreement.

DESCRIPTION OF IJARAH COVENANT AND AGREEMENT WHICH UNDERLINES ISSUANCE OF SUKUK IJARAH:

In relation to Sukuk Ijarah Offering, the Company has entered into covenants and agreements that are required to meet ijarah financing transactions on the Ijarah Object and to comply withy the Sharia rules and Sharia Principles in the Capital Market. These covenants and agreements entered into include, among other things:

- a. Ijarah Object Transfer Agreement, by which the Company transfers its utilization rights in the telecommunication equipments to the Trustee as representative of the Sukuk Ijarah Holder with the maximum utilization value of the Ijarah Object IDR 1,000,000,000,000.- (one trillion Rupiah).
- b. Ijarah Covenant, by which the Trustee as representative of the Sukuk Ijarah Holder leases out the Ijarah Object to the Company with the *ujrah* equals to the Ijarah Benefit Installment every 3 (three) months.

- c. Ijarah Object Management and Maintenance Agreement, by which the Trustee as representative of the Sukuk Ijarah Holder appoints the Company to be the manager and maintainer in order to maintain continuity of the Ijarah Object in accordance with the agreed structure of Sukuk Ijarah.
- d. Ijarah Object Replacement Undertaking Agreement, by which the Company agrees to replace Ijarah Object if the Ijarah Object can not be used as a Ijarah Object prior to the Sukuk Ijarah Maturity.
- e. Ijarah Object Retransfer Undertaking Agreement, by which the Company agrees and undertakes to accept the retransfer of Ijarah Object from the Trustee as representative of the Sukuk Ijarah Holder in the event of (i) Excess Ijarah Benefit Repayment, or (ii) a statement of the Trustee that the entire Amounts of Obligated become due.

BOOK ENTRY UNIT

The Sukuk Ijarah Entry Unit is IDR 1,- (one Rupiah) or multiples thereof. One book entry unit has the right to cast 1 (one) vote at RUPSI.

MINIMUM AMOUNT OF SUBSCRIPTION

Sukuk Ijarah purchase order must be made in amount of at least IDR 5,000,000.- (five million Rupiah) or multiples thereof.

SUKUK IJARAH SCHEME

Sukuk Ijarah scheme to be used in this issuance is Sukuk Ijarah issuance transaction in which the Company will transfer the Ijarah Object namely the utilization right in the Company's telecommunication equipments as designated by the Company for the interest of Sukuk Ijarah Issuance in case the presently existing telecommunication equipments consist of *Radio Base Station (RBS) Equipment* as specified in Appendix to the List of Ijarah Objects of the Ijarah Object Transfer Agreement to the Trustee as representative of the Sukuk Ijarah Holder and, further, the Company then leases the Ijarah Object based on by Ijarah Covenant from the Sukuk Ijarah Holder represented by the Trustee, with undertaking from the Company to accept the retransfer of the entire Ijarah Object at the end of Ijarah period. Explanation of the Sukuk Ijarah scheme can be seen in Chapter I of the Additional Information.

Based on the opinion issued on 22 January 2019 by the Sharia Expert Team in the framework of Sukuk Ijarah issuance, the Sharia Expert Team has determined that the agreements and covenants entered into in the framework of issuance of Shelf Sukuk Ijarah II XL Axiata Tranche II Year 2019 do not conflict with the Sharia principles as contained in the rulings (*fatwa*)

of the National Sharia Council - Indonesian Ulama Council and the Statutory Regulations in Sharia Capital Market.

The Company states that the underlying assets of Sukuk Ijarah (ijarah object) does not conflict with the Sharia Principles in the Capital Market and the Company guarantees during the Sukuk Ijarah period the underlining assets of the Sukuk will not conflict with the Sharia Principles in the Capital Market.

Sources of funds used to pay for the Ijarah Benefit Installments are derived from the Company's operating activity that in line with the use of Ijarah Objects.

IJARAH OBJECT

Based on the Ijarah Object Transfer Agreement in relation to Sukuk Ijarah Public Offering entered into between the Company and Sukuk Ijarah Holders that was represented by the Trustee, the Company has transferred the Ijarah Object namely its utilization rights in the telecommunication equipments that was designated by the Company for the benefit of Sukuk Ijarah Issuance in this case the telecommunication equipments which are presently consisting of *Radio Base Station (RBS) Equipment* as specified in Appendix to the List of Ijarah Objects of the Ijarah Object in the Ijarah Covenant and the Ijarah Object Transfer Agreement. The Company is the legal owner of the Ijarah Objects that are located throughout the territory of the Republic of Indonesia and the Ijarah Objects are free from

any interests or rights of any party or from any security rights, fiduciary guaranties, charges, hypothecs, retention rights or other (third party or otherwise) liabilities or any other guarantees, claims, agreements, power of attorneys or regulations in any form (*free and clear*). Ijarah Object Vale is based on the fixed assets value after deduction of accumulated depreciation which is a part of fixed assets. The Ijarah Object constitutes one unity for all series of Sukuk Ijarah, thus not divided for the 5 (five) series with different maturities.

RIGHTS OF SUKUK IJARAH HOLDER

Below are the rights of Sukuk Ijarah Holder according to the Sukuk Ijarah Trust Agreement:

- a. To receive Excess Ijarah Benefit repayments and/or Ijarah Benefit Installment payments from the Company that are paid through KSEI as the Paying Agent on the relevant Excess Ijarah Benefit Repayment Date and/or Ijarah Benefit Installment Payment Date. Excess Ijarah Benefit must be paid at a price equal to the total Excess Ijarah Benefits as specified in the Written Confirmation held by the Sukuk Ijarah Holder.
- b. Those who are entitled to the Ijarah Benefit Installments shall be Sukuk Ijarah Holders whose names are recorded in the List of Account Holders in 4 (four) Business Days

prior to the Ijarah Benefit Installment Payment Date. Thus, if any Sukuk Ijarah transaction takes place within 4 (four) Business Days prior to the Ijarah Benefit Installment Payment Date, the Sukuk Ijarah buyer who receives the Sukuk Ijarah transfer is not entitled to the Ijarah Benefit Installment in the relevant Ijarah Benefit Installment period, unless KSEI determines otherwise in accordance with the applicable provisions of KSEI.

- c. In the event of any default in Excess Ijarah Benefit repayment and/or Ijarah Benefit Installment payment, the Sukuk Ijarah Holder is entitled to receive payment for Loss Compensation Resulting From Delay on any default in Excess Ijarah Benefit Repayment and/or Ijarah Benefit Installment Payment. Amount of such a Loss Compensation Resulting From Delay is calculated on daily basis based on number of days elapsed, with 1 (one) year is 360 (three hundred and sixty) Calendar Days and 1 (one) month is 30 (thirty) Calendar Days. An amount of money paid by the Company to the Sukuk Ijarah Holder for the Loss Compensation Resulting From Delay constitutes entitlement of the Sukuk Ijarah Holder that the Paying Agent will give to the Sukuk Ijarah Holder in proportion to number of Sukuk Ijarah they hold.
- d. One or more Sukuk Ijarah Holder(s) who represent at least more than 20% (twenty percent) of the amount of Excess

Ijarah Benefits that are repaid (excluding Sukuk Ijarah held by the Company and/or its Affiliates) are entitled to submit a written request to the Trustee for holding of a RUPSI by specifying agenda he/she asks by attaching an original KTUR provided that since issuance of such a KTUR, Sukuk Ijarah held by the Sukuk Ijarah Holder who submits a written request to the Trustee will be frozen by KSEI equal to amount of Sukuk Ijarah that is specified in the KTUR.

As to the terms and conditions in the event the Company intends to change the type of Sharia Covenant and/or asset which underlines Sukuk Ijarah are specified in the Sukuk Ijarah Trust Agreement, for which a RUPSI shall be held in the framework of making decision in relation to change of type of sharia covenant, contents of agreements entered into in relation to Sukuk Ijarah issuance, and/or type of certain asset which underlines issuance of Sukuk Ijarah. Such changes may also be made if there has been a statement of sharia compliance from the Sharia Expert Team (Tim Ahli Syariah/TAS) with due observance to the FSA Regulation No. 18. Mechanism for fulfillment of rights of Sukuk Ijarah Holders who disagree with the change of type of sharia covenant, contents of agreements entered into in relation to this Sukuk Ijarah issuance, and/or type of certain asset which underlines

issuance of Sukuk Ijarah will follow the resolutions adopted in the RUPSI.

GUARANTEES

This Sukuk Ijarah is not secured by specific collateral. All of the company's properties, in the form of both movable and immovable goods, both those existing or that will exist in future become general guarantee for this Sukuk Ijarah Holder in accordance with articles 1131 and 1132 of the Indonesian Civil Code. The rights of Sukuk Ijarah Holder are *pari passu* without preferential right to the rights of other creditors of the Company that are not secured in accordance with the prevailing statutory regulations.

SENIORITY RIGHT IN DEBTS

The rights of Sukuk Ijarah Holders are *pari passu* without preferential right to the rights of other creditors of the Company both those existing or that will exist in future, except for the rights of the Company's creditors that are guaranteed specifically by the Company's assets both those existing or that will exist in future.

SUKUK IJARAH SINKING FUND

The Company does not make fund appropriation for this Sukuk Ijarah with a view to optimize the use of proceeds of this Sukuk Ijarah Shelf Public Offering in accordance with the

intended use of proceeds of Sukuk Ijarah Shelf Public Offering.

LIMITATIONS AND OBLIGATIONS OF THE COMPANY

Before repayment of all of the Outstanding Amounts or other expenses to which the Company is liable in relation to the issuance of Sukuk Ijarah, the Company undertakes and binds itself to the limitations and obligations, such as, to maintain the ratio of Total Debt to EBITDA to be not more than 4.5 : 1 as shown in any audited annual financial statements or consolidated financial statements (if the Company has subsidiaries) and to maintain the ownership of the issued and paid-in shares in the Company, either directly or indirectly, AII and/or other Affiliates of Axiata Group to be remain the majority shareholders (more than 50% (fifty percent)) of all shares that are issued by the Company from time to time, and to submit a report of list of Ijarah Objects to the Trustee on quarterly basis (March, June, September, December), that shall be submitted not later than 30 (thirty) Calendar Days as of the expiry date of the reporting period.

SUKUK IJARAH BUYBACK

The Company may buyback for a part or all of the Sukuk Ijarah either as settlement or for storage, provided that this may only be conducted within one year as of the Allotment Date. The Sukuk Ijarah buyback plan must be reported to FSA by the

Company not later than 2 (two) business days prior to the announcement of the Sukuk Ijarah Buyback plan in newspaper(s). Such an announcement must be made at least in 1 (one) Indonesian language daily newspaper with national circulation not later than 2 (two) Calendar Days prior to the Offering Date for buyback commencement.

SHARIA EXPERT TEAM

Based on letter from the Company No. 091-CSEC-VII-2018 dated 18 July 2018 regarding Appointment of Sharia Expert Team, the Company notified the National Sharia Council (DSN) - MUI that the Company appoints Fathurrahman Djamil and Yulizar Sanrego To be the Sharia Expert Team who may accompany the Company in formulating the optimal structure in the issuance of Sukuk Ijarah. The Sharia Expert Team is in charge of providing assistance in issuance of Sukuk.

RESULT OF SUKUK IJARAH RATING

Based on result of rating of long-term notes in accordance with a letter from Fitch No.7/DIR/RAT/I/2019 dated January 16, 2019, the result of rating of Shelf Sukuk Ijarah II Tranche II is: AAA(idn) (*Triple A*).

TRUSTEE

Acting as Trustee in this issuance of Bond and Sukuk Ijarah is PT Bank Mega Tbk, having its address at Menara Bank Mega 16th

Floor, Jl. Kapten Tendean Kav. 12-14A, Jakarta 12790.
Telephone: (021) 79175000. Facsimile: (021) 7990720. Email:
waliamanat@bankmega.com. Attn. Capital Market Services.

PLANNED USE OF THE PROCEEDS OF PUBLIC OFFERING

Funds raised from this Bond and Sukuk Ijarah issuance will, after deduction of issuance costs, be used fully for capital expenditure in order to increase capacity and expand the network and to improve the service quality.

The capital expenditure includes but not limited to purchase of *Base Station Subsystem* (BSS) and/or purchase of *fiber optic* transmission. Specification of the BSS in question is BSS 4G LTE to support GSM, UMTS and 4G LTE technologies in a single platform in the cellular frequency bands of 900 MHz, 1800 MHz and 2100 MHz that aims to expand the network coverage to outside of Java and to improve the capacity and quality in Indonesia. Whereas the fiber optic transmission aims to strengthen the high-speed network connectivity between cities and to extend the fiber coverage to BTS in order to prepare the Company's network with high-speed for BTS 4G LTE and next generations.

FINANCIAL DATA HIGHLIGHTS

The financial highlight below has been extracted from the Company's financial position reports on September 30, 2018, December 31, 2017 and 2016 and the statement of income and other comprehensive incomes, statement of change in equity and statement of change in equity and cash flow statement for the nine month period ended as of September 30, 2018 and 2017 and for the years ended as of December 31, 2017 and 2016, together with notes on the aforesaid statements have been prepared and presented in accordance with the Indonesia Financial Accounting Standards.

The Company's financial position reports on June 30, 2018, December 31, 2017 and 2016 and the statement of income and other comprehensive incomes, statement of change in equity and statement of change in equity and cash flow statement for the nine month period ended as of September 30, 2018 and 2017 and for the years ended as of December 31, 2017 and 2016, have been audited by KAP Tanudiredja, Wibisana, Rintis & Rekan (a member of firm network PricewaterhouseCoopers) based on the audit standards as established by Institut Akuntan Publik Indonesia ("IAPI"), with unmodified opinion that was signed by Eddy Rintis, SE., CPA, in its report dated October 31, 2018 for the nine month period ended as of September 30, 2018 and 2017 and the report dated July 30, 2018 that was reissued in

August 29, 2018 for purpose of corporate action, for the years ended as of December 31, 2017 and 2016.

DATA OF FINANCIAL POSITION REPORT

(in billion Rupiah)

Description	30 September	31 December	
	2018	2017	2016
Total current assets	8,630	7,181	6,807
Total non-current assets	51,274	49,140	48,089
Total assets	59,904	56,321	54,896
Total current liabilities	18,426	15,226	14,477
Total non-current liabilities	19,994	19,464	19,210
Total liabilities	38,420	34,690	33,687
Equity			
Share capital - authorized capital 22,650,000,000 common shares, issued and fully paid-up capital 10,687,960,423 common shares, with par value of IDR 100 per share	1,069	1,069	1,069
Additional paid-up capital	12,142	12,157	12,138
Retained earnings			
- Appropriated	1	1	1
- Unappropriated	8,272	8,404	8,001
Total Equity	21,484	21,631	21,209
Total Liabilities and Equity	59,904	56,321	54,896

DATA OF STATEMENTS OF INCOME AND OTHER COMPREHENSIVE INCOME

(in billion Rupiah)

Description	30 September		31 December	
	2018	2017	2017	2016
Revenue	16,892	16,903	22,876	21,341
Expenses				
Infrastructure expense	(6,262)	(6,449)	(8,576)	(8,269)
Depreciation expense	(5,516)	(4,941)	(6,758)	(7,828)
Interconnection expense and other direct expenses	(1,792)	(1,913)	(2,459)	(1,926)
Employee salary and welfare expense	(761)	(799)	(1,351)	(1,157)
Sales and marketing expense	(1,585)	(1,106)	(1,616)	(1,433)
General and administration expense	(330)	(435)	(552)	(498)
Amortization expense	(111)	(145)	(194)	(218)
Foreign exchange (Loss)/profit - net	(2)	6	9	65
Gains on sales and sublease of tower	317	317	423	1,721
Others	123	(114)	(144)	(111)
	<u>(15,919)</u>	<u>(15,579)</u>	<u>(21,218)</u>	<u>(19,654)</u>
	<u>973</u>	<u>1,324</u>	<u>1,658</u>	<u>1,687</u>

Description	30 September		31 December	
	2018	2017	2017	2016
Finance cost	(1,243)	(1,173)	(1,539)	(1,793)
Foreign exchange loss from financing - net	(445)	(20)	(39)	286
Finance income	441	164	244	261
Share of net loss from joint venture	-	(103)	(103)	(255)
	(1,247)	(1,132)	(1,437)	(1,501)
Profit/(loss) before income tax	(274)	193	221	186
Income tax benefit	129	45	154	190
Profit/(loss) for the current year	(145)	238	375	376
Other comprehensive profit not to be reclassified to profit or loss				
Remeasurement of gains on defined benefit plan	17	37	37	28
Related income tax expense	(4)	(9)	(9)	(7)
Other comprehensive profit for the current year, net of tax	13	28	28	21
Total comprehensive profit/(loss)	(132)	266	403	397

Description	30 September		31 December	
	2018	2017	2017	2016
(Loss)/profit attributable to the holding entity owner	<u>(145)</u>	<u>238</u>	<u>375</u>	<u>376</u>
Total comprehensive (loss)/profit attributable to the holding entity owner	<u>(132)</u>	<u>266</u>	<u>403</u>	<u>397</u>
Net (loss)/profit per authorized and diluted share (full Rupiah value)	(14)	22	35	38

FINANCIAL RATIO

Description	30 June	31 December	
	2018	2017	2016
Growth Ratio			
Revenue	(0,07)	7,19	(6,71)
Expenses	2,18	7,96	(0,42)
Operating profit*	(26,51)	(1,72)	(46,26)
Profit/(loss) before income tax	(241,97)	18,82	(129,48)
Profit/(loss) for the current year	(160,92)	(0,27)	(1,604,00)
Comprehensive profit/(loss)	(149,62)	1,51	4,862,50
Assets	6,36	2,60	(6,71)

Description	30 June	31 December	
	2018	2017	2016
Liabilities	10,75	2,98	(24,73)
Equity	(0,68)	1,99	50,50
Business Ratio			
Operating profit/revenue	5,76	7,25	7,90
Profit/(loss) for the current year/revenue	(0,86)	1,64	1,76
Comprehensive profit/(loss)/revenue	(0,78)	1,76	1,86
Operating profit/equity	4,53	7,66	7,95
Profit/(loss) for the current year/equity	(0,67)	1,73	1,77
Comprehensive profit/(loss)/equity	(0,61)	1,86	1,87
Operating profit/assets	1,62	2,94	3,07
Profit/(loss) for the current year/assets	(0,24)	0,67	0,68
Comprehensive profit/(loss)/assets	(0,22)	0,72	0,72
Financial Ratio			
Asset/liabilities (x)	1,56	1,62	1,63
Liabilities/equity (x)	1,79	1,60	1,59
Liabilities/assets (x)	0,64	0,62	0,61

Description	30 June	31 December	
	2018	2017	2016
Debt**/EBITDA*** (x)	1,82	1,77	1,82
Current assets/current liabilities (<i>Current Ratio</i>) (x)	0,47	0,47	0,47

* Operating profit is defined as sum of revenues and expenses.

** Debt is sum of debt principal and premiums/discounts (if any) bearing interests payable as evidenced by note, debenture, sukuk or other similar instruments.

*** EBITDA is defined as profit/loss for current period/year before depreciation, amortization, foreign exchange gains/loss, finance income/cost, gain from tower sale and leaseback, others including, mainly, final income tax, share of net profit from joint venture and income tax.

The Company's financial highlight can be seen in **Chapter IV** of the Additional Information.

ANALYSIS OF MANAGERIAL DISCUSSION

Analysis and discussion by the management on the financial condition and operating results of the Company must be read together with financial data highlight, the Company's

financial position reports as of September 30, 2018, December 31, 2017 and 2016 and the statement of income and other comprehensive incomes, statement of change in equity and statement of change in equity and cash flow statement for the nine month period ended as of September 30, 2018 and 2017 and for the years ended as of December 31, 2017 and 2016, together with notes on the aforesaid statements.

I. Revenue and Net Profit

Revenue

For the Year ended as of December 31, 2017 compared to that of the year ended as of December 31, 2016

The Company's revenue increased by IDR 1,535 billion, or 7.19%, to IDR 22,876 billion for the year ended as of December 31, 2017, from IDR 21,341 billion for the year ended as of December 31, 2016, primarily due to the increase in data service revenue accompanied by the decrease in non-data service revenue as a result of decrease in use of voice and SMS services.

- Data service revenue increased by IDR 4,961 billion or 61.04% to IDR 13,088 billion for the year ended as of December 31, 2017, from IDR 8,127 billion for the year ended as of December 31, 2016, primarily due to digital

trend that affected the use of data service as substitution for voice service and SMS service.

- Non-data service revenue decreased by IDR 3,106 billion or 29.69% to IDR 7,355 billion for the year ended as of December 31, 2017, from IDR 10,461 billion for the year ended as of December 31, 2016, primarily due to shift in use of voice service and SMS service to data service as a result of digital tend.

For the nine month period ended as of September 30, 2018 compared to the nine month period ended as of September 30, 2017

The Company's revenue decreased by IDR 11 billion or 0.07% to IDR 16,892 billion for the nine month period ended as of September 30, 2018, from IDR 16,903 billion for the nine month period ended as of September 30, 2017 primarily due to the increase in data service revenue and other telecommunication revenues that was offset by a decrease in non-data service revenue.

- Data service revenue increased by IDR 1,420 billion or 15.22% to IDR 10,750 billion for the nine month period ended as of September 30, 2018, from IDR 9,330 billion for the nine month period ended as of September 30, 2017, primarily due to increase in data traffic which is a substitution for voice service and SMS service.

- Other telecommunication service revenues increased by IDR 466 billion or 148.41% to IDR 780 billion for the nine month period ended as of September 30, 2018, from IDR 314 billion for the nine month period ended as of September 30, 2017, due to, among other things, increase in verification service of Tower lease equipment and increase in *bundling* revenue of Xstream smartphone that was launched in May 2018.

- Non-data service revenue decreased by IDR 1,723 billion or 30.15% to IDR 3,992 billion for the nine month period ended as of September 30, 2018, from IDR 5,715 billion for the nine month period ended as of September 30, 2017, primarily due to decrease in use of voice service and SMS service that was affected by the shift of digital trend that occurred.

Expenses

For the Year ended as of December 31, 2017 compared to the year ended as of December 31, 2016

The Company's Expense increased by IDR 1,564 billion or 7.96% to IDR 21,218 billion for the year ended as of December 31, 2017, from IDR 19,654 billion for the year ended as of December 31, 2016, primarily due to the increase in infrastructure expense that is accompanied by the decrease in

depreciation expense and decrease in gain from tower sale and leaseback in 2016.

- Infrastructure expense increased by IDR 307 billion or 3.71% to IDR 8,576 billion for the year ended as of December 31, 2017, from IDR 8,269 billion for the year ended as of December 31, 2016, primarily due to increased expenses in the effort of network expansion of the Company.
- Depreciation expense decreased by IDR 1,070 billion or 13.67% to IDR 6,758 billion for the year ended as of December 31, 2017, from IDR 7,828 billion for the year ended as of December 31, 2016, primarily due to depreciation cost that was accelerated in 2016 as a part of modernization program.
- Gains on sales and sublease of tower decreased by IDR 1,298 billion or 75.42% to IDR 423 billion for the year ended as of December 31, 2017, from IDR 1,721 billion for the year ended as of December 31, 2016, primarily due to recording of gains on sales as well as sales and sublease of operation with PT Profesional Telekomunikasi Indonesia in the statement of income of the year.

For the nine month period ended as of September 30, 2018 compared to the nine month period ended as of September 30, 2017

The Company's Expenses increased by IDR 340 billion or 2.18% to IDR 15,919 billion for the nine month period ended as of September 30, 2018, from IDR 15,579 billion for the nine month period ended as of September 30, 2017, primarily due to the increases in depreciation expense and sale and marketing expenses, that was offset by decrease in the infrastructure expense.

- Infrastructure expense decreased by IDR 187 billion or 2.90% to IDR 6,262 billion for the nine month period ended as of September 30, 2018, from IDR 6,449 billion for the nine month period ended as of September 30, 2017, primarily due to lower tower lease rent as a result of saving from renewal of old lease.
- Depreciation expense increased by IDR 575 billion or 11.64% to IDR 5,516 billion for the nine month period ended as of September 30, 2018, from IDR 4,941 billion for the nine month period ended as of September 30, 2017, primarily due to increase of fixed assets of the Company to support the operating activity of the Company, as well as network expansion.
- Sales and marketing expenses increased by IDR 479 billion or 43.31% to IDR 1,585 billion for the nine month period ended as of September 30, 2018, from IDR 1,106 billion for the nine month period ended as of September 30, 2017,

primarily due to the Company's effort in improving *brand awareness*, socialization, communication, and education to face the pre-paid registration.

(Loss)/Profit

For the Year ended as of December 31, 2017 compared to the year ended as of December 31, 2016

Company's profit for the year slightly decreased by IDR 1 billion or 0.27% to IDR 375 billion for the year ended as of December 31, 2017, from IDR 376 billion for the year ended as of December 31, 2016, primarily due to foreign exchange loss from financing activity that was an effect of the Rupiah depreciation against US Dollar in 2017 - the average exchange rate was IDR 13,548 per US\$1.00 for the year ended as of December 31, 2017, and IDR 13,436 per US\$ 1.00 for the year ended as of December 31, 2016.

Other comprehensive profits for the current year of the Company increased by IDR 7 billion or 33.33% to IDR 28 billion for the year ended as of December 31, 2017, from IDR 21 billion for the year ended as of December 31, 2016, this was due to the increase in calculation result by the independent actuary.

Total comprehensive profit for the current year of the Company increased by 6 billion or 1.51% to IDR 403 billion for the

year ended as of December 31, 2017, from IDR 397 billion for the year ended as of December 31, 2016, this was due to the increase in calculation result by the independent actuary.

For the nine month period ended as of September 30, 2018 compared to the six month period ended as of September 30, 2017

The Company's profit of the year decreased by IDR 383 billion or 160.92% to IDR 145 billion loss for the nine month period ended as of September 30, 2018, from IDR 238 billion profit for the nine month period ended as of September 30, 2017, primarily due to the operating profit decrease and the foreign exchange loss from long-term debt repayment resulting from depreciation of Rupiah against US Dollar for the current period ended as of September 30, 2018 - the average exchange rate was IDR 14,929 per US\$ 1.00 for the nine month period ended as of September 30, 2018, and IDR 13,492 per US\$ 1.00 for the nine month period ended as of September 30, 2017.

Other comprehensive profits for the current year of the Company decreased by IDR 15 billion or 53.57% to IDR 13 billion loss for the nine month period ended as of September 30, 2018, from IDR 28 billion profit for the nine month period ended as of September 30, 2017, this was due the decline in calculation result by the independent actuary.

Total comprehensive profit for the current year of the Company decreased by IDR 398 billion or 149.62% to IDR 132 billion loss for the nine month period ended as of September 30, 2018, from IDR 266 billion profit for the nine month period ended as of September 30, 2017, this was due the loss for the year and the decline in calculation result by the independent actuary.

II. Assets, Liabilities, and Equity

Assets

As of December 31, 2017 compared to as of December 31, 2016

Total assets of the Company increased by IDR 1,425 billion or 2.60% to IDR 56,321 billion as of December 31, 2017, from IDR 54,896 billion as of December 31, 2016. This is mainly due to the increase in cash and cash equivalent and fixed assets that was offset by decrease in the current portion of prepaid expenses and investment in joint venture.

Total current assets of the Company increased by IDR 374 billion or 5.49% to IDR 7,181 billion as of December 31, 2017, from IDR 6,807 billion as of December 31, 2016. This was primarily due to:

- Cash and cash equivalent increased by IDR 1,055 billion or 75.36% to IDR 2,455 billion as of December 31, 2017, from IDR 1,400 billion as of December 31, 2016, this was

primarily due to customer and other operator revenue, long term loan revenue, and revenue from sukuk ijarah.

- Prepaid expenses decreased by IDR 558 billion or 13.88% to IDR 3,463 billion as of December 31, 2017, from IDR 4,021 billion as of December 31, 2016, primarily due to decreased in prepaid annual frequency expenses.

Total non-current assets of the Company increased by IDR 1,051 billion or 2.19% to IDR 49,140 billion as of December 31, 2017, from IDR 48,089 billion as of December 31, 2016. This was primarily due to:

- Fixed assets increased by IDR 1,751 billion or 5.28% to IDR 34,934 billion as of December 31, 2017, from IDR 33,183 billion as of December 31, 2016, primarily due to purchase of network expansion infrastructure assets of the Company.
- Investment in joint venture decreased by IDR 169 billion or 100.00% to nil as of December 31, 2017, from IDR 169 billion as of December 31, 2016, this was primarily due to sales of *joint venture* share ownership in PT XL Planet, in August 2017.

As of September 30, 2018 compared to as of December 31, 2017

Total assets of the Company increased by IDR 3,583 billion or 6.36% to IDR 59,904 billion as of September 30, 2018, from IDR

56,321 billion as of December 31, 2017. This is mainly due to the decrease in cash and cash equivalent and the prepaid expenses that were offset by the increase in fixed assets.

Total current assets of the Company increased by IDR 1,449 billion or 20.18% to IDR 8,630 billion as of September 30, 2018, from IDR 7,181 billion as of December 31, 2017. This was mainly due to:

- Prepaid expenses increased by IDR 732 billion or 21.14% to IDR 4,195 billion as of September 30, 2018, from IDR 3,463 billion as of December 31, 2017, primarily due to increase in prepaid annual frequency expenses.
- Derivative account receivables increased by IDR 597 billion or 337.29% to IDR 774 billion as of September 30, 2018, from IDR 177 billion as of December 31, 2017, primarily due to derivative account receivables of non-current portion in December 2017 changed to be current portion in September 2018 and derivative account receivables of current portion in December 2017 expired.

Total non-current assets of the Company increased by IDR 2,134 billion or 4.34% to IDR 51,274 billion as of September 30, 2018, from IDR 49,140 billion as of December 31, 2017. This was mainly due to:

- Fixed assets the Company increased by IDR 2,776 billion or 7.95% to IDR 37,710 billion as of September 30, 2018, from IDR 34,934 billion as of December 31, 2017, primarily due to purchase of network expansion infrastructure assets of the Company.

Liabilities

As of December 31, 2017 compared to as of December 31, 2016

Total liabilities of the Company increased by IDR 1,003 billion or 2.98% to IDR 34,690 billion as of December 31, 2017, from IDR 33,687 billion as of December 31, 2016, this is mainly due to the current portion of the increase in accounts payable and other debts of third parties and Non-current portion of Sukuk Ijarah.

Total short-term liabilities of the Company increased by IDR 749 billion or 5.17% to IDR 15,226 billion as of December 31, 2017, from IDR 14,477 billion as of December 31, 2016, this was primarily due to:

- Operating accounts payable and other accounts payable to third parties increased by IDR 978 billion or 15.12% to IDR 7,448 billion as of December 31, 2017, from IDR 6,470 billion as of December 31, 2016 due to increased purchase of fixed assets and operating expense.

Total long-term liabilities of the Company increased by IDR 254 billion or 1.32% to IDR 19,464 billion as of December 31, 2017, from IDR 19,210 billion as of December 31, 2016, this was primarily due to:

- Sukuk Ijarah increased by IDR 881 billion or 87.92% to IDR 1,883 billion as of December 31, 2017, from IDR 1,002 billion as of December 31, 2016, this was primarily due to sukuk ijarah fund revenue.

As of September 30, 2018 compared to as of December 31, 2017

Total liabilities of the Company increased by IDR 3,730 billion or 10.75% to IDR 38,420 billion as of September 30, 2018, from IDR 34,690 billion as of December 31, 2017. This is mainly due to the increase in current portion of accounts payable and other debts of third parties and non-current portion of long-term loans and non-current portion of the lease liability that was offset by a decrease in current portion of sukuk ijarah and non-current portion of long-term loans.

Total short-term liabilities of the Company increased by IDR 3,200 billion or 21.02% to IDR 18,426 billion as of September 30, 2018, from IDR 15,226 billion as of December 31, 2017. This was mainly due to:

- Operating accounts payable and other accounts payable to third parties increased by IDR 904 billion or 12.14% to IDR 8,352 billion as of September 30, 2018, from IDR 7,448 billion as of December 31, 2017, primarily due to increase in purchase of fixed assets in the effort of network expansion of the Company.
- Current portion of the long-term loan increased by IDR 2,597 billion or 104.97% to IDR 5,071 billion as of September 30, 2018, from IDR 2,474 billion as of December 31, 2017, primarily due to increase in long-term loan due within one year or less than one year.
- Current portion of the sukuk ijarah decreased by IDR 1,039 billion or 80.11% to IDR 258 billion as of September 30, 2018, from IDR 1,297 billion as of December 31, 2017, primarily due to payment of sukuk ijarah overdue.

Total long-term liabilities of the Company increased by IDR 530 billion or 2.72% to IDR 19,994 billion as of September 30, 2018, from IDR 19,464 billion as of December 31, 2017. This was mainly due to:

- Long-term loan decreased by IDR 1,353 billion or 14.87% to IDR 7,743 billion as of September 30, 2018, from IDR 9,096 billion as of December 31, 2017, primarily due to increase of the long-term loan to become current portion

of the long-term loan due within one year or less than one year.

- Lease liability increased by IDR 2,345 billion or 55.69% to IDR 6,556 billion as of September 30, 2018, from IDR 4,211 billion as of December 31, 2017, primarily due to increased lease of network infrastructure in the effort of network expansion of the Company.

Equity

As of December 31, 2017 compared to as of December 31, 2016

Total equity of the Company slightly increased by IDR 422 billion or 1.99% to IDR 21,631 billion as of December 31, 2017 from IDR 21,209 billion as of December 31, 2016, mainly due to the Company's profit of the current year.

As of September 30, 2018 compared to as of December 31, 2017

Total equity of the Company slightly decreased by IDR 147 billion or 0.68% to IDR 21,484 billion as of September 30, 2018 from IDR 21,631 billion as of December 31, 2017. This is mainly due to the Company's loss for the period.

III. The Company's Liquidity

The Company maintained the debt-to-EBITDA ratio not to exceed 4.5, in which as at September 30, 2018, December 31, 2017 and December 31, 2016 the Company's liquidity ratios were,

respectively, 1.82 times, 1.77 times and 1.82 times. That is to show that the Company's ability to pay the debts is very good.

IV. Purchase of Fixed Assets (Capital Expenditure)

On September 30, 2018, September 30, 2017, December 31, 2017 and December 31, 2016, the Company's capital expenditures were recorded at IDR 3,728 billion, IDR 5,259 billion, IDR 6,697 billion, and IDR 5,584 billion. The Company's capital expenditure is currently focused on expansion of data-related network infrastructures, with emphasis on 4G LTE network capacity, including the relevant transmission need. The fund sources used for such capital expenditures are mainly derived from own funds and bank loans. On September 30, 2018, the Company had commitment to an amount of purchase for network expansion throughout Indonesia, with total value of USD252.057.696 or equivalent to IDR 3,763 billion.

IMPORTANT EVENTS AFTER THE INDEPENDENT AUDITOR'S REPORT DATE

No material and relevant important events need to be disclosed in this Additional Information after the Independent Auditor's Report on the Company's financial position reports as of September 30, 2018, and December 31, 2017 and the statement of income and other comprehensive incomes, statement of change in

equity and cash flow statement for the nine month periods ended as of September 30, 2018 and 2017 until the issue date of this Additional Information.

The Company's financial position reports as of September 30, 2018, and December 31, 2017 and the statement of income and other comprehensive incomes, statement of change in equity and statement of change in equity and cash flow statement for the nine month periods ended as of September 30, 2018 and 2017 have been audited by KAP Tanudiredja, Wibisana, Rintis & Rekan (a member of firm network PricewaterhouseCoopers) based on the audit standards as established by IAPI, with unmodified opinion in its report dated October 31, 2018, that was signed by Eddy Rintis, SE., CPA.

BOND AND SUKUK IJARAH UNDERWRITING

Based on terms and conditions as specified in the Bond Underwriting Agreement and the amendments thereto, the Bond Underwriters whose names are listed below have agreed to offer Bonds to the Public up to maximum IDR 1,000,000,000,000 (one trillion Rupiah).

This Bond is guaranteed on Full Commitment basis amounting to IDR 594,000,000,000.- (five hundred and ninety four billion

Rupiah) with composition and portion amount and percentage of underwriting from the Bond Underwriters is as follows:

in billion Rupiah

No.	Name	Series A	Series B	Series C	Series D	Total	(%)
		(IDR)	(IDR)	(IDR)	(IDR)		
Arranger							
1.	PT CGS - CIMB Sekuritas Indonesia	35	1	5	10	51	8,59
2.	PT DBS Vickers Sekuritas Indonesia	95	32	-	18	145	24,41
3.	PT Indo Premier Sekuritas	55	93	30	10	188	31,65
4.	PT Mandiri Sekuritas	55	65	5	35	160	26,94
5.	PT Maybank Kim Eng Sekuritas	50	-	-	-	50	8,42
	Total	290	191	40	73	594	100.00%

The rest of Bond Principal amount offered maximally IDR 406,000,000,000.- (four hundred and six billion Rupiah) will be guaranteed on *Best Effort* basis. If the amount in Best Effort guarantee is not sold partly or all, then, for such unsold excess, the Company shall not be obliged to issue the Bond.

Based on terms and conditions as specified in the Deed of Sukuk Ijarah Underwriting Agreement and the amendments thereto, the Sukuk Ijarah Underwriters whose names are listed below have agreed to offer Sukuk Ijarah to the Public up to maximum IDR 1,000,000,000,000 (one trillion Rupiah).

This Sukuk Ijarah is guaranteed on Full Commitment basis amounting to IDR 621,000,000,000 (six hundred and twenty one billion Rupiah) with composition and portion amount and percentage of underwriting from the Sukuk Ijarah Underwriter is as follows:

No.	Name	Series A	Series B	Series C	Series D	Series E	Total	(%)
		(IDR)	(IDR)	(IDR)	(IDR)	(IDR)		
Arranger								
1.	PT CGS - CIMB Sekuritas Indonesia	89	20	-	-	10	119	19,16
2.	PT DBS Vickers Sekuritas Indonesia	34	45	50	5	-	134	21,58
3.	PT Indo Premier Sekuritas	65	30	35	-	13	143	23,03
4.	PT Mandiri Sekuritas	113	-	45	-	-	158	25,44
5.	PT Maybank Kim Eng Sekuritas	50	15	2	-	-	67	10,79
	Total	351	110	132	5	23	621	100,00%

The remaining amount of the Excess Ijarah Benefits offered maximally IDR 379,000,000,000.- (three hundred and seventy nine billion Rupiah) will be guaranteed on Best Effort basis. If the amount in Best Effort guarantee is not sold partly or all, then, for such unsold excess, the Company shall not be obliged to issue the Sukuk Ijarah.

PROCEDURE OF SUBSCRIPTION FOR BOND AND SUKUK IJARAH

1. ELIGIBLE SUBSCRIBERS

Individuals of Indonesian Citizen and Individuals of Foreign Citizens wherever they reside, and Indonesian or foreign business entities or institutions wherever they domicile are entitled to buy Bonds and/or Sukuk Ijarah in accordance with the provisions of local jurisdiction.

2. SUBSCRIPTION FOR BOND AND SUKUK IJARAH

Subscription for Bond and Sukuk Ijarah is conducted by using the Bond and/or Sukuk Ijarah Subscription Form ("**FPPO and FPSI**") that is printed for this purpose that can be obtained from the Bond and Sukuk Ijarah Underwriter office as specified in Chapter IX of the Additional Information, and any subscription which has been filed may not be canceled by the subscriber. Subscription for Bond and Sukuk Ijarah that is conducted in breach of the aforesaid provisions will not be considered.

3. MINIMUM AMOUNT OF SUBSCRIPTION

Subscription for Bond and Sukuk Ijarah shall be conducted in an amount of at least one trading unit, namely IDR 5,000,000.- (five million Rupiah) and/or multiples thereof.

4. PUBLIC OFFERING PERIOD

The Bond and Sukuk Ijarah Shelf Public Offering period will begin on February 4, 2019 at 09.00 WIB and will be closed on February 6, 2019 at 16.00 WIB.

5. PLACE FOR SUBMISSION OF SUBSCRIPTION FOR BOND AND SUKUK IJARAH

Before the closing of Bond and Sukuk Ijarah Offering Period, buyers must make subscription for Bond and Sukuk Ijarah by submitting FPPO and FPPSI during the normal business hours to any of the appointed Bond and Sukuk Ijarah Underwriters as specified in Chapter XIV that has been appointed as specified in Chapter XI of Additional Information , at the place where the Subscriber has obtained the Additional Information and FPPO and FPPSI.

6. RECEIPT OF BOND AND SUKUK IJARAH SUBSCRIPTION

The Bond and Sukuk Ijarah Underwriters who receive the submission of subscription for Bond and Sukuk Ijarah will return to the subscriber 1 (one) copy FPPO and FPPSI it has signed a receipt of subscription for Bond and Sukuk Ijarah. The receipt of subscription for Bond and Sukuk Ijarah is not a guarantee on fulfillment of the subscription.

7. BOND AND SUKUK IJARAH ALLOTMENT

Allotment will be conducted in accordance with the Regulation No. IX.A.7. If the total number of Bond and Sukuk Ijarah subscribed for exceeds the number of Bond and Sukuk Ijarah being offered, the allotment will be made in accordance with the Regulation No. IX.A.7. The allotment will be conducted on February 6, 2019.

In the event of over-subscription for securities and proved that a certain party subscribing for securities through more than one subscription form for each Public Offering, either directly or indirectly, then, for the allotment purpose, the Allotment Manager may only enroll one Subscription form that is first submitted by the relevant subscriber.

The Arranger will submit a Public Offering Result Report to FSA not later than 5 (five) Business Days as of the Allotment Date in accordance with Regulation of the Bapepam Number IX.A.2 on Procedures for Registration in the Framework of Public Offering and FSA Regulation Number 36/POJK.04/2014.

The Allotment Manager, in this case PT CGS-CIMB Sekuritas Indonesia, will submit an Accountant Audit Report to FSA regarding the fairness of allotment implementation by relying on the Regulation No. VIII.G.12 the Decision of the Bapepam Chairman Number: KEP-17/PM/2004 regarding Guidelines for Audit By Accountant of Subscription for and Allotment of Bonds or

Distribution of Bonus Shares and Regulation No. IX.A.7; not later than 30 (thirty) days as of the expiration of Public Offering.

8. PAYMENT OF SUBSCRIPTION FOR BONDS AND SUKUK IJARAH

After receiving the notice of the result of Bond and Sukuk Ijarah allotment, the Subscriber must immediately make payment which be made in cash or by transfer that is addressed to the Bond and Sukuk Ijarah Underwriters, namely PT CGS-CIMB Sekuritas Indonesia, PT DBS Vickers Sekuritas Indonesia, PT Indo Premier Sekuritas, PT Mandiri Sekuritas, and PT Maybank Kim Eng Sekuritas, at the latest on February 7, 2019 (*in good funds*) that is addressed to the following bank account:

BOND

PT CGS – CIMB Sekuritas Indonesia	PT DBS Vickers Sekuritas Indonesia	PT Indo Premier Sekuritas
Bank CIMB Niaga	Bank DBS Indonesia	Bank Permata
Graha Niaga Branch	Jakarta Mega Kuningan Branch	Sudirman Jakarta Branch
Account Number: 800043680000	Account Number: 3320034016	Account Number: 4001763313
Beneficiary:	Beneficiary:	Beneficiary:
PT CGS-CIMB Sekuritas Indonesia	PT DBS Vickers Sekuritas Indonesia	PT Indo Premier Sekuritas
PT Mandiri Sekuritas	PT Maybank Kim Eng Sekuritas	
Bank Permata Syariah	Bank Maybank Indonesia	
Jakarta Pondok Indah Branch	Bursa Efek Indonesia Branch	
Account Number: 00971134003	Account Number: 2170416728	
Beneficiary: PT Mandiri Sekuritas	Beneficiary: PT Maybank Kim Eng Sekuritas	

SUKUK IJARAH

PT CGS – CIMB Sekuritas Indonesia

Bank CIMB Niaga Syariah

Victoria Branch

Account Number: 860002148400

Beneficiary:

PT CGS-CIMB Sekuritas Indonesia

PT DBS Vickers Sekuritas Indonesia

Bank Maybank Syariah Indonesia

Jatinegara Branch

Account Number: 2700005359

Beneficiary:

PT DBS Vickers Sekuritas Indonesia

PT Indo Premier Sekuritas

Bank Permata Syariah

Sudirman Jakarta Branch

Account Number: 0701575830

Beneficiary: PT Indo Premier Sekuritas

PT Mandiri Sekuritas

Bank Permata Syariah

Jakarta Pondok Indah Branch

Account Number: 00971134003

Beneficiary: PT Mandiri Sekuritas

PT Maybank Kim Eng Sekuritas

Bank Maybank Indonesia

Bursa Efek Indonesia Branch

Account Number: 2739000019

Beneficiary: PT Maybank Kim Eng Sekuritas

9. BOND AND SUKUK IJARAH ELECTRONICALLY DISTRIBUTION

Bond and Sukuk Ijarah Electronically Distribution will be conducted on February 11, 2019, the Company shall issue Bond and Sukuk Ijarah Jumbo Certificates for submission to KSEI and shall instruct KSEI to credit the Bond and Sukuk Ijarah in the Securities Account of Bond and Sukuk Ijarah Underwriter with KSEI. Upon implementation of such an instruction, the Bond and Sukuk Ijarah distribution is solely liability of the Bond and Sukuk Ijarah Underwriter and KSEI. Further, Bond and Sukuk Ijarah Underwriters shall instruct KSEI to transfer the Bond and Sukuk Ijarah from the Bond and Sukuk Ijarah Account of Bond and Sukuk Ijarah Underwriter into the Securities Account of Bond and Sukuk Ijarah Underwriter in accordance with payment which has been made by the Bond and Sukuk Ijarah Underwriters according to their respective portion of underwriting. Upon implementation of the Bond and Sukuk Ijarah

distribution to the Bond and Sukuk Ijarah Underwriters, responsibility for distribution of Bond and Sukuk Ijarah is solely liability of the relevant Bond and Sukuk Ijarah Underwriter.

10. REGISTRATION OF BOND AND SUKUK IJARAH INTO THE COLLECTIVE CUSTODY

Bonds and Sukuk Ijarah that are offered by the Company through this Public Offering have been registered with KSEI based on the Bond Registration Agreement in KSEI that is signed between the Company and KSEI. Upon registration of the Bond and Sukuk Ijarah in KSEI, the following provisions apply to the Bonds and Sukuk Ijarah offered:

- a. The Company shall not issue Bonds and Sukuk Ijarah in the form of scripts or certificates except Bond and Sukuk Ijarah Jumbo Certificates that shall be issued for registration in the name of KSEI for the benefit of the Bond Holders and the Sukuk Ijarah Holders. The Bonds and Sukuk Ijarah will be administered electronically in the Collective Custody in KSEI. Further, the Bonds and Sukuk Ijarah resulting from Public Offering will be credited into the Securities Account at the latest on the Issuance Date, namely, February 8, 2019. KSEI will issue a Written Confirmation to the Securities Company or Custodian Bank as a proof of registration of Bond and Sukuk Ijarah in

the Securities Account with KSEI. The Written Confirmation is a valid proof of ownership to Bonds and Sukuk Ijarah that are recorded in Securities Account;

- b. Any transfer of ownership of Bonds and Sukuk Ijarah shall be conducted by book-entry between Securities Accounts with KSEI, which later will be confirmed to the Account Holder;
- c. The Bond Holders and Sukuk Ijarah Holders who are recorded in the Securities Account are Bond Holders and Sukuk Ijarah Holders that are eligible to payments of Bond Interests and Ijarah Benefit Installments, Bond Principal repayments and Excess Ijarah Benefits, give a vote in RUPO and RUPSI and other rights that are attached to the Bond and Sukuk Ijarah;
- d. Any Payments of Bond Interests and Ijarah Benefit Installments and repayment of Principal amount of Bonds and Excess Ijarah Benefits will be paid by KSEI as the Paying Agent on behalf of the Company to the Bond Holders and Sukuk Ijarah Holders through the Account Holder in accordance with the payment schedule of Bond Interest and Ijarah Benefit Installments and repayment Principal of Bonds and Excess Ijarah Benefits as specified in the Trust Agreement and/or the Paying Agent Agreement. The Bond Holders and Sukuk Ijarah Holders that are eligible

to Bond Interests and Ijarah Benefit Installments paid in the relevant Bond Interest and Ijarah Benefit Installment payment period shall be those whose names are listed in the List of Bond Holders and Sukuk Ijarah Holders on 4 (four) Exchange Days prior to the Bond Interest and Ijarah Benefit Installment Payment Date, unless specified otherwise by KSEI or the prevailing statutory regulations;

- e. Right to attend at RUPO and RUPSI shall be exercised by the Bond Holders and Sukuk Ijarah Holders with due observance to the original KTUR issued by KSEI to the Trustee. KSEI will freeze all of Bonds and Sukuk Ijarah that are kept in KSEI thus such Bonds and Sukuk Ijarah can not be transferred as from 3 (three) Business Days prior to the date of RUPO and RUPSI (R-3) until the expiration date of RUPO and RUPSI as evidenced by existence of notification from the Trustee;
- f. Parties who intend to subscribe for Bonds and/or Sukuk Ijarah shall open a Securities Account with a Securities Company or Custodian Bank, that have become Securities Account holder with KSEI.

11. CANCELLATION OF PUBLIC OFFERING

In a period as from the Registration Statement becoming effective until expiration of the Public Offering, the Company

may postpone the Public Offering period or cancel the Public Offering in occurrence of any of the following conditions:

- (i) The Composite stock price index at the Stock Exchange decreases by more than 10% during three (3) consecutive Exchange Days;
- (ii) Natural disasters, wars, riots, fires, strikes which significantly affect the continuity of the Company's business; and/or
- (iii) Other events that significantly affect the Company's business continuity.

The Company shall meet the following requirements:

- a) to announce the postponement of Public Offering period or cancellation of Shelf Public Offering in at least one letter Indonesian language daily newspaper with national circulation not later than 1 (one) Business Day as of such a postponement or cancellation. In addition to the obligation to announce in newspaper, the Company may also announce such an information in other mass media;
- b) to inform such a postponement of Public Offering period or cancellation of Shelf Public Offering to FSA on the same day as the announcement as referred to in point a);
- c) to submit an evidence of announcement as referred to in points a) to FSA not later than 1 (one) Business Day as of the relevant announcement; and

d) Company that postpone the Public Offering period or cancel the ongoing Shelf Public Offering, in case of the subscription for securities has been paid, the Company shall refund the subscription money to the Subscriber not later than 2 (two) Business Days as of such a decision on cancellation of Public Offering.

In the event the Company postpones the Public Offering for any reasons as referred to in point (i) above, the Company shall resume the Public Offering period not later than 8 Business Days as of the composite index stock price at the Stock Exchange increases by at least 50% of the total decline in composite stock price index on which the postponement is relied and the Company shall submit to FSA information of the Public Offering schedule and any other additional information, including information of material events that occurred after the postponement of Public Offering period and shall announce it in at least 1 (one) Indonesian language daily newspaper with national circulation not later than 1 (one) Business Day prior to commencement of the Public Offering.

Decision of the Company to postpone or cancel the Public Offering must be notified to FSA and shall be announced in at least 1 (one) Indonesian language daily newspaper with national circulation not later than 1 (one) Business Day as of such a postponement or cancellation. In addition to the obligation to announce in newspaper, the Company shall also announce that information in other mass media.

In the event of any delay, the Bond and Sukuk Ijarah Arranger or the Company that has caused such a delay shall be obliged to pay all of the subscribers for Bond and Sukuk Ijarah for every day of delay an amount of 1% (one percent) over the Bond Interest and Ijarah Benefit Installment rate for every day of delay.

If money to refund the subscriptions for Bond and Sukuk Ijarah has been provided, but the subscriber fails to come to take it within 2 (two) Business Days as of the decision date of the Public Offering cancellation, the Company and/or Bond and Sukuk Ijarah Arranger is not obliged to pay for any interest and/or compensation penalty (ta'widh) to the Bond and Sukuk Ijarah subscribers.

12. PROCEDURES OF SUBSCRIPTION COST REFUND

In the event of any postponement or cancellation of Public Offering or termination of Bond Underwriting Agreement and Sukuk Ijarah Underwriting Agreement, in accordance with the Bond Underwriting Agreement and the Sukuk Ijarah Underwriting Agreement, settlement to be conducted by the Company and the Bond and Sukuk Ijarah Underwriters shall be as follows:

- a. If the Bond and Sukuk Ijarah subscription cost has been received by Bond and Sukuk Ijarah Arranger and not yet paid to the Company, then, such a paid amount shall be refunded by the Bond and Sukuk Ijarah Arranger to the

Bond and Sukuk Ijarah subscribers not later than 2 (two) Business Days as of such a decision on cancellation of Public Offering. The refund can be conducted in the form of transfer into bank account in the name of subscriber or through other payment instruments in the form of check or bill of exchange that can be taken directly by the relevant subscriber in the Bond and Sukuk Ijarah Underwriter to which subscription has been submitted by presenting receipt of Bond and Sukuk Ijarah subscription and identity card.

- b. In the event the Bond and Sukuk Ijarah subscription cost has been received by the Company, the Company shall refund such a paid amount to the Bond subscribers through KSEI within not later than 2 (two) Business Days as of such a decision on cancellation of Public Offering.
- c. In the event of any delay, the Bond and Sukuk Ijarah Arranger or the Company that has caused such a delay shall be obliged to pay the subscribers for every day of delay a penalty and compensation for loss resulting from the delay an amount of 1% (one percent) per annum over the Bond Interest and Sukuk Ijarah Benefit Installment rate of amount of funds for which the payment is delayed to be made, provided that 1 (one) year is (three hundred and sixty) Calendar Days and 1 (one) month is 30 (thirty) Calendar Days.

d. If money to refund the subscriptions for Bond and Sukuk Ijarah has been provided, but the subscriber fails to come to take it within 2 (two) Business Days as of the decision date of the Public Offering cancellation, the Company and/or Bond and Sukuk Ijarah Arranger is not obliged to pay for any interest and/or penalty to the Bond and Sukuk Ijarah subscribers. The Company shall not be responsible for and hereby released by the Bond and Sukuk Ijarah Arranger and the Bond and Sukuk Ijarah Underwriters from any and all of claims resulting from non performance of obligations to which the Bond and Sukuk Ijarah Arranger and the Bond and Sukuk Ijarah Underwriters are liable. The Bond and Sukuk Ijarah Arranger and the Bond and Sukuk Ijarah Underwriters shall not be responsible for and therefore shall be released by the Company from any and all of claims resulting from non performance of obligations to which the Company liable.

13. MISCELLANEOUS

The Bond and Sukuk Ijarah Underwriters reserve the right to either accept or refuse any subscriptions for Bond and Sukuk Ijarah either in whole or in part with due observance to prevailing provisions.

CAPITAL MARKET SUPPORTING INSTITUTIONS AND PROFESSIONALS

Legal Consultant : Assegaf Hamzah & Partners
Trustee : PT Bank Mega Tbk
Notary : Ir. Nanette Cahyanie Handari Adi Warsito,
S.H.

PAYING AGENT

PT Kustodian Sentral Efek Indonesia
Gedung Bursa Efek Indonesia, Tower I Lantai 5
Jalan Jendral Sudirman Kav.52-53
Jakarta 12190

DISTRIBUTION OF ADDITIONAL INFORMATION AND BOND AND SUKUK IJARAH SUBSCRIPTION FORM

Additional Information of Bond and Sukuk Ijarah can be obtained from the following Bond and Sukuk Ijarah Underwriters office or through the Company's website in www.xl.co.id:

PT CGS – CIMB Sekuritas Indonesia
Gedung Bursa Efek Indonesia Lt.11
Jl. Jend. Sudirman Kav. 52-53
Phone: (021) 515 4660
Facsimile: (021) 5154661
www.itradecimb.co.id

PT DBS Vickers Sekuritas Indonesia
DBS Bank Tower Lt. 32
Ciputra World Jakarta 1
Jl. Prof. Dr. Satrio Kav. 3-5
Jakarta 12940
Phone: (021) 30034900
Facsimile: (021) 30034944
www.dbsvickers.com

PT Indo Premier Sekuritas
Wisma GKBI
Lantai 7 Suite 718
Jl. Jend. Sudirman No. 28
Jakarta 10210
Phone: (021) 57931168
Facsimile: (021) 57931167
www.indopremier.com

PT Mandiri Sekuritas
Menara Mandiri, 25th floor
Jl. Jend. Sudirman Kav. 54-55
Jakarta 12190
Phone: (021) 5263445
Facsimile: (021) 527 5701
www.mandirisekuritas.co.id

PT Maybank Kim Eng Sekuritas
Sentral Senayan III, 15th Floor
Jl. Asia Afrika No. 8
Gelora Bung Karno, Senayan
Jakarta 10270
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