

# AMENDMENT AND/OR SUPPLEMENTAL INFORMATION TO THE DISCLOSURE OF INFORMATION TO THE SHAREHOLDERS OF PT MASTER PRINT TBK

IN ORDER TO COMPLY WITH FINANCIAL SERVICES AUTHORITY REGULATION NUMBER 17/POJK.04/2020 CONCERNING MATERIAL TRANSACTIONS AND CHANGES IN BUSINESS ACTIVITIES ("POJK 17/2020") AND FINANCIAL SERVICES AUTHORITY REGULATION NUMBER 42/POJK.04/2020 CONCERNING AFFILIATE TRANSACTIONS AND CONFLICTS OF INTEREST ("POJK 42/2020")

THIS INFORMATION IS PREPARED FOR THE SHAREHOLDERS IN RELATION TO (I) THE PROPOSED CHANGE IN BUSINESS ACTIVITIES OF THE COMPANY; (II) THE SALE OF ASSETS AND LIABILITIES OF THE COMPANY TO PT MITRA PACK TBK; AND (III) THE ACQUISITION OF 49,00% OWNERSHIP IN PT SAMUDERA LAYAR NUSANTARA BY THE COMPANY (THE "PLANNED TRANSACTIONS"). THIS INFORMATION IS HIGHLY IMPORTANT AND SHOULD BE CAREFULLY CONSIDERED BY THE SHAREHOLDERS OF THE COMPANY



**PT MASTER PRINT Tbk**  
("Company")

**Main Business Activities:**

Engaged in trading as  
official distributor and rental of goods  
industry

Based in Jakarta, Indonesia

**Head Office:**

Jl. Pangeran Jayakarta No. 135 Block C12-15, South Mangga Dua  
Sawah Besar, South Jakarta

**Operational Office:**

Perum Duta Garden, Block D No. 43, RT 001 RW 008, Jurumudi Baru Village, Benda District,  
Tangerang City.

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THIS DOCUMENT CONTAINS INFORMATION TO SHAREHOLDERS IN CONNECTION WITH THE COMPANY'S PLANS TO:

- (i) CHANGE THE COMPANY'S BUSINESS ACTIVITIES ;
- (ii) SELL ALL ASSETS AND LIABILITIES TO PT MITRA PACK TBK; AND
- (iii) ACQUIRE 49,00% OWNERSHIP IN PT SAMUDERA LAYAR NUSANTARA.

In the event of any doubt regarding any aspect of this Shareholder Disclosure or concerning the actions you should take, you may consult with your securities broker or registered securities representative, investment manager, legal advisor, accountant, or other professional advisor.

THE BOARD OF COMMISSIONERS AND THE BOARD OF DIRECTORS OF THE COMPANY, BOTH INDIVIDUALLY AND JOINTLY, ARE RESPONSIBLE FOR THE COMPLETENESS AND ACCURACY OF ALL INFORMATION OR MATERIAL FACTS CONTAINED IN THIS INFORMATION DISCLOSURE AND CONFIRM THAT THE INFORMATION PRESENTED IS CORRECT AND THERE ARE NO MATERIAL FACTS NOT PRESENTED THAT MAY CAUSE THIS INFORMATION TO BE MISLEADING .

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

## I. INTRODUCTION

The information as stated in this Disclosure of Information is prepared in order to fulfill the Company's obligation to announce the disclosure of information regarding material transactions and changes in business activities as well as affiliated transactions and conflicts of interest that the Company will undertake, in connection with:

1. Change of the Company's business activities to Holding Company Activities (KBLI 64200), Head Office Activities (KBLI 70100), and Other Management Consulting Activities (KBLI 70209) ("Change of Business Activities");
2. The sale of all the Company's Assets and Liabilities, comprising both movable and immovable property as well as third-party debts in the Company's actual current condition, to PT Mitra Pack Tbk ("PTMP") for a value of Rp102,184,994,617 (one hundred two billion one hundred eighty-four million nine hundred ninety-four thousand six hundred seventeen Rupiah) ("Assets and Liabilities Sale Transaction");
3. The acquisition of all shares held by Darmawan Wangsa in PT Samudera Layar Nusantara ("SLN") by the Company, with a total nominal value of Rp89,518,000,000 (eighty-nine billion five hundred eighteen million Rupiah), or 68,600 shares representing 49.00% (forty-nine percent) of SLN's total issued and paid-up capital ("SLN Acquisition Transaction").

The three actions as described in points 1 and 3 above are hereinafter collectively considered and referred to as **the Planned Transaction**.

In connection with the proposed Change of Business Activities as referred to in point 1 above and in accordance with the provisions of **OJK Regulation (POJK) No. 17/2020**, the Company intends to seek approval from its Shareholders at an **Extraordinary General Meeting of Shareholders ("EGMS")**. As of the date hereof, the Company has not included the KBLI for a holding company in its business scope. Consequently, a change of business activities and a corresponding **amendment to the Company's Articles of Association** are required.

Furthermore, the Company also submits the Disclosure of Information and supporting documents in relation to the Planned Transaction and the proposed Change in Business Activities, in accordance with the provisions set forth in **POJK 17/2020**.

Furthermore, the implementation of the Assets and Liabilities Sale Transaction as referred to in point 2 above is set forth in a Master Agreement, as amended from time to time, dated February 26, 2026 ("**Master Agreement**"). The types of assets and liabilities sold to PT Mitra Pack Tbk comprise all assets and liabilities consisting of both movable and immovable property, as well as third-party debts, in their actual current condition.

The implementation of the SLN Acquisition Transaction as referred to in point 3 above is set forth in a Conditional Share Sale and Purchase Agreement ("**CSPA**") dated **January 7, 2026**, entered into by and between Darmawan Wangsa, as the seller, and the Company, as the purchaser ("**SLN Acquisition CSPA**").

The Company's planned transaction will be carried out in stages and will be interrelated. In the first stage, the Company will sell all of its assets and liabilities to PT Mitra Pack Tbk. Subsequently, concurrently, the Company will carry out the acquisition of all shares owned by Darmawan Wangsa in PT Samudera Layar Nusantara, representing 49.00% (forty-nine percent) of the total issued and fully paid-up share capital.

The plan to change the Company's business activities will be carried out following the completion of the

Acquisition Transaction of the Company by DS. The Board of Directors and the Board of Commissioners of the Company, both individually and collectively, shall comply with and fulfill the provisions regarding the change of business activities as regulated under Financial Services Authority Regulation No. 17/POJK.04/2020 concerning Material Transactions and Changes in Business Activities (“POJK 17/2020”).

Pursuant to the provisions of Article 3 paragraph (1) in conjunction with Article 6 paragraph (1) letter d number 1 in conjunction with Article 14 letter a of POJK 17/2020:

1. The Asset and Liability Sale Transaction constitutes a material transaction requiring approval from an Independent General Meeting of Shareholders (Independent GMS), as its value exceeds 50% of the Company’s equity and it also constitutes an affiliated transaction, given that PT Mitra Pack Tbk is an affiliate of the Company (i.e., the controlling shareholder of the Company). The transaction value amounts to Rp102,184,994,617 (one hundred two billion one hundred eighty-four million nine hundred ninety-four thousand six hundred seventeen Rupiah), which, when compared to the Company’s total equity as of 30 September 2025 of Rp88,177,148,690 (eighty-eight billion one hundred seventy-seven million one hundred forty-eight thousand six hundred ninety Rupiah), represents 115.89% of the Company’s equity.
2. The SLN Acquisition Transaction constitutes a material transaction requiring approval from an Independent General Meeting of Shareholders (Independent GMS), as its value exceeds 50% (fifty percent) of the Company’s equity and also constitutes a transaction which, when combined with the acquisition of control of the Company by DS (i.e., for the purpose of aligning the Company’s policies and operations with the business lines, business activities, competencies, and business strategies of the prospective new controlling shareholder), potentially involves a conflict of interest. The transaction value amounts to Rp89,518,000,000 (eighty-nine billion five hundred eighteen million Rupiah), which, when compared to the Company’s total equity as of 30 September 2025 of Rp88,177,148,690 (eighty-eight billion one hundred seventy-seven million one hundred forty-eight thousand six hundred ninety Rupiah), represents 101.52% of the Company’s equity.

The Company will convene an Independent General Meeting of Shareholders to obtain approval from the Independent Shareholders in relation to the proposed Asset and Liability Purchase Transaction and the SLN Acquisition Transaction, and to comply with all procedural requirements for material transactions, affiliated transactions, and conflict-of-interest transactions as stipulated under POJK No. 17/2020 and POJK No. 42/2020.

The Board of Directors and the Board of Commissioners of the Company, both **jointly and severally**, shall comply with and fulfill the provisions regarding the change of business activities as regulated under Financial Services Authority Regulation No. 17/POJK.04/2020 concerning Material Transactions and Changes in Business Activities (“POJK 17/2020”).

The Board of Directors and the Board of Commissioners of the Company, both jointly and severally, hereby declare that the Assets and Liabilities Sale Transaction and the SLN Acquisition Transaction constitute **Material Transactions** and a change of business activities as referred to in POJK 17/2020, as well as **Affiliated Party Transactions** as referred to in Financial Services Authority Regulation No. 42/POJK.04/2020 concerning Affiliated Party Transactions and Conflict of Interest Transactions (“POJK 42/2020”). The Assets and Liabilities Sale Transaction also potentially constitute a **Conflict of Interest Transaction** as referred to in POJK 42/2020.

This Disclosure of Information is prepared in order to fulfill the Company’s obligation to provide public disclosure regarding the Change of Business Activities and the Transaction Plans to be implemented by the Company, and to obtain approval from the Company’s Shareholders through an **Extraordinary General Meeting of Shareholders (“EGMS”)** regarding the Change of Business Activities as required under Article 22 paragraph (1) letter a of POJK 17/2020, as well as the approval of the Company’s

Independent Shareholders through an **Independent Extraordinary General Meeting of Shareholders (“Independent EGMS”)** regarding the Assets and Liabilities Sale Transaction and the SLN Acquisition Transaction as required under Article 11 paragraph (1) letter d of POJK 42/2020.

## II. DESCRIPTION OF THE PLANNED TRANSACTION

In connection with the proposed Change in Business Activities, the Asset and Liability Sale Transaction, and the SLN Acquisition Transaction, the following is the sequence of the planned transaction timeline to be carried out by the Company:

- An Extraordinary General Meeting of Shareholders (EGMS) and an Independent EGMS to approve the entire series of proposed transactions, to be held on 3 March 2026;
- The sale of the Company’s assets and liabilities to **PT Mitra Pack Tbk** (PTMP), to be conducted on 4 March 2026;
- The completion of the acquisition by the Company of all shares owned by **Darmawan Wangsa** in **PT Samudera Layar Nusantara** (SLN), to be carried out on 4 March 2026.

Subsequently, the following provides the explanation and description of the overall transaction plans:

### 1. Change of Business Activity

#### A. Execution Date

The Change of Business Activities will be implemented concurrent with the Extraordinary General Meeting of Shareholders (“EGMS”) on March 3, 2026.

#### B. Object of the Change of Business Activities

The change of the Company’s business activities to Holding Company Activities (KBLI 64200), Head Office Activities (KBLI 70100), and Other Management Consulting Activities (KBLI 70209).

### 2. Asset and Liability Sale Transactions

#### A. Transaction Date

The Transaction shall be carried out concurrently with the Independent Extraordinary General Meeting of Shareholders (“Independent EGMS”) or no later than one (1) business day after the date of such EGMS.

#### B. Transaction Object

The Transaction Object consists of the total net assets of PTMR valued at **Rp102,184,994,617** (one hundred two billion one hundred eighty-four million nine hundred ninety-four thousand six hundred seventeen Rupiah). This transaction is classified as an **asset acquisition**, except for the transaction involving PTMR’s shares in PT Global Putra Kusuma (GPK), which is classified as a **business acquisition**.

The Assets and Liabilities transferred to PTMP are as follows:

- a. **Land And Buildings:** amounting to Rp10,317,360,000.00, with the following details:
  - i. SHGB 37143 and SHGB 36732: Rp6,902,400,000.00;
  - ii. SHGB 5325 and SHGB 5330: Rp3,414,960,000.00;
- b. **Vehicles:** Rp3,156,860,000.00;
- c. **Machinery:** Rp1,022,247,000.00;
- d. **Office Equipment/Inventory:** Rp397,219,500.00;
- e. **Inventory:** Rp11,865,280,000.00;
- f. **GPK Shares:** Rp29,601,000,000.00;
- g. **Receivables:** Rp51,524,576,185.00, with the following details:
  - (i) Trade Receivables: Rp15,598,528,215.00;
  - (ii) Other Receivables: Rp35,926,047,970.00;
- h. **Prepaid Expenses:** Rp413,994,018.00;
- i. **Right-Of-Use Assets:** Rp4,116,700,998.00;
- j. **Liabilities:** Rp46,011,345,050.00, with the following details:
  - (i) Short-term Bank Loans: Rp12,100,000.00;
  - (ii) Third-party Trade Payables: Rp19,866,608,962.00;
  - (iii) Other Payables: Rp370,627,918.00;
  - (iv) Sales Advances: Rp2,293,973,967.00;
  - (v) Accrued Expenses: Rp863,249,042.00;
  - (vi) Lease Liabilities: Rp754,145,754.00;
  - (vii) Consumer Financing Payables: Rp265,694,455.00;
  - (viii) Long-term Lease Liabilities: Rp2,678,583,203.00;
  - (ix) Long-term Consumer Financing Payables: Rp568,880,227.00;
  - (x) Employee Benefit Liabilities: Rp6,249,581.522.00;
- k. **Cash And Bank Balances:** Rp2,312,694,978.00;
- l. **Advances/Prepayments:** Rp33,468,406,988.00.

The Company hereby declares that all the aforementioned assets, which are the object of the sale transaction, are **not currently pledged** to any bank as collateral for credit facilities obtained by the Company, nor to any other third party. These assets are also **free from any disputes**, are not under any conservatory attachment (*sita jaminan*), and are not the subject of any ongoing legal proceedings.

The Company's assets transferred in this transaction, specifically the GPK shares and land and buildings, are recorded and valued based on their **Fair Value**, as determined by an Independent Appraiser. Accordingly, the transaction value has taken into account the fair value of the net assets transferred.

Other assets included in the transaction are recorded based on **Historical Cost** and/or **Amortized Cost** in accordance with Generally Accepted Accounting Principles (GAAP) in Indonesia.

The Company has appointed **KJPP Syarif, Endang dan Rekan** as the Independent Appraiser to perform the valuation of the GPK shares as well as the Company's land and building assets. The basis for the sale of the Company's assets is as elaborated in Section III: *Explanation, Considerations, and Rationale for the Proposed Transaction and its Impact on the Company's Financial Condition* of this Disclosure of Information.

The impact on business continuity, reviewed from various aspects including legal, market, technical, business pattern, management model, and financial aspects, in order to comply with

the provisions of **POJK 17/2020**, is as elaborated in Sections VII, VIII, IX, and X of this Disclosure of Information.

1) A Brief History of GPK

PT Global Putra Kusuma (“ **GPK** ”) was established based on Notarial Deed of Novianti, SH, MM, No. 3 dated September 1, 2014. The deed of establishment has been approved by the Ministry of Law and Human Rights of the Republic of Indonesia in Decree No. AHU-0091621.40.80.2014 dated September 10, 2014 (“ **Deed of Establishment** ”).

The Company's Articles of Association have been amended several times. The latest amendment was based on Deed of Stephanie Wilmarta, SH, No. 44 dated August 13, 2025, concerning reappointment of the Board of Commissioners and the Board of Directors. This amendment has been approved by the Minister of Law and Human Rights of the Republic of Indonesia through Decree No. AHU-0194056.AH.01.11. year 2025 dated August 21, 2025 (“ **Deed 44/2025** ”).

2) Company's address

PT Global Putra Kusuma is domiciled at Prima Jayakarta Complex 135 Block B 20, Jl. Pangeran Jayakarta, South Mangga Dua, Sawah Besar, Central Jakarta.

3) GPK Business Activities

PT Global Putra Kusuma is engaged in the wholesale trade of machinery, equipment and other supplies.

4) Structure and Composition of GPK Shareholders

Based on the Deed of Statement of Decision of Shareholders of PT Global Putra Kusuma No. 44 dated August 13, 2025, Stephanie Wilmarta SH, Notary in Jakarta, which has been approved by the Minister of Law and Human Rights of the Republic of Indonesia based on Decree No. AHU-0194056.AH.01.11. year 2025 dated August 21, 2025. The capital structure and composition of the Company's shareholders are as follows:

Information	Nominal Value of Rp. 100.000,00 per share		
	Number of Shares	Amount (Rp)	(%)
<b>Authorized capital</b>	<b>1.000.000</b>	<b>100.000.000.000</b>	
Shareholders:			
- PT Master Print Tbk	247.500	24.750.000.000	99,00%
- PT Kencana Usaha Sentosa	2.500	250.000.000	1,00%
<b>Amount of Issued and Fully Paid-Up Capital</b>	<b>250.000</b>	<b>25.000.000.000</b>	<b>100,00%</b>
<b>Shares in Portfolio</b>	<b>750.000</b>	<b>75.000.000.000</b>	

5) GPK Management Structure

The composition of the Board of Directors and Board of Commissioners of GPK at the time this information disclosure was published based on the latest Deed of Amendment is as follows:

**Board of Commissioners**

Main Commissioner : Ardi Kusuma  
 Commissioner : Jessica Kusuma  
 Independent Commissioner : Ilham Djaja

**Board of Directors**

President Director : Tungga Wijaya  
Director : Edward Kusuma  
Director : Cindy Kusuma

6) **GPK Financial Information**

The table below illustrates the summary of important financial data of PT Global Putra Kusuma: (i) on December 31 for the period ended in 2024 audited by KAP Kanaka Puradiredja, Suhartono, Independent Public Accountant, based on Auditing Standards established by the Indonesian Institute of Public Accountants (IAP) with an unqualified opinion dated March 25, 2025, signed by Helli IB Susetyo, CPA; (ii) on September 30 for the period ended in 2025 audited by KAP Kanaka Puradiredja, Suhartono, Independent Public Accountant, based on Auditing Standards established by the Indonesian Institute of Public Accountants (IAP) with an unqualified opinion dated December 29, 2025, signed by Helli IB Susetyo, CPA.

**Statement of Financial Position**

<b>Information</b>	<b>Presented in Rupiah</b>	
	<b>September 30, 2025</b>	<b>December 31, 2024</b>
Total Assets	41.974.664.740	48.422.394.828
Total Liabilities	24.398.856.042	22.449.527.883
Total Equity	17.575.808.698	25.972.866.945

## **Statement of Profit or Loss and Other Comprehensive Income**

Presented in Rupiah

<b>Information</b>	<b>September 30, 2025</b>	<b>September 30, 2024</b>
Net Sales	18.606.059.057	15.891.435.742
Gross Profit	5.952.206.305	6.769.103.061
Net Profit (Loss) for the Current Period	(8.108.088.232)	3.632.753.696

### **C. Parties involved in Transactions**

Buyer : PTMP

Seller : Company

The following is information about PTMP:

1) A Brief History of PTMP

PTMP was established on May 25 2000, based on Deed no. 257 from Drajat Darmadji, SH, M. Hum, Notary in Jakarta. The deed of establishment has been ratified by the Minister of Law and Human Rights of the Republic of Indonesia with Decree No. C24427.HT.01.01.Th.2000. dated November 21, 2000 (“**Deed of Establishment of PTMP**”).

The Group's Articles of Association have been amended several times, most recently based on Deed No. 86 dated September 12, 2022 from Christina Dwi Utami SH, M.Kn., Notary in West Jakarta which has been approved by the Minister of Law and Human Rights of the Republic of Indonesia with Decree No. AHU-AH.01.03-0290444 dated September 12, 2022 (“**Deed 86/2022**”).

2) Address of PT Mitra Pack Tbk

PTMP's domicile is on Jalan Pangeran Jayakarta, 135 Prima Jayakarta Complex Block B 20 South Mangga Dua, Sawah Besar, South Mangga Dua Subdistrict, Sawah Besar District, Central Jakarta, DKI Jakarta Province.

3) Business Activities of PT Mitra Pack Tbk

The company operates in the following business sectors:

- a. Wholesale of Machinery, Equipment and Other Supplies
- b. Wholesale Trade in Chemical Materials and Goods
- c. Rental and Leasing Activities Without Option Rights – Machinery, Equipment and Other Tangible Goods that cannot be classified elsewhere
- d. Machine Repair for Special Purposes
- e. Wholesale of Other Products that cannot be classified elsewhere
- f. Wholesale of Electronic Spare Parts

The business activities currently and actually conducted by PTMP consist of the authorized distribution and leasing of industrial packaging equipment, including spare parts and technical services such as coding, marking, labeling, and product inspection systems.

4) Capital Structure and Share Ownership

Based on the Deed of Decree of the Shareholders of PT Mitra Pack Tbk No. 86 dated 12 September 2022, Christina Dwi Utami SH, M.Kn., Notary in West Jakarta, which

has been approved by the Minister of Law and Human Rights of the Republic of Indonesia based on Decree No AHU-AH.01.03-0290444 dated 12 September 2022. The capital structure and composition of PTMP shareholders are as follows:

Information	Nominal Value of Rp 25.00.- per share		
	Number of Shares	Amount (Rp)	(%)
<b>Authorized capital</b>	<b>9.476.800.000</b>	<b>236.920.000.000</b>	
Shareholders:			
- PT Kencana Usaha Sentosa	2.298.124.000	57.453.100.000	72,51%
- Jessica Kusuma	23.692.000	592.300.000	0,75%
- Cindy Kusuma	23.692.000	592.300.000	0,75%
- Edward Kusuma	23.692.000	592.300.000	0,75%
- Public	800.000.000	20.000.000.000	25,24%
<b>Amount of Issued and Fully Paid-Up Capital</b>	<b>3.169.200.000</b>	<b>79.230.000.000</b>	<b>100,00%</b>
<b>Shares in Portfolio</b>	<b>6.307.600.000</b>	<b>157.690.000.000</b>	

5) Board of Directors and Commissioners

The composition of the Board of Directors and Board of Commissioners of PTMP at the time this information disclosure was published based on the latest Deed of Amendment is as follows:

**Board of Commissioners**

Main Commissioner : Jessica Kusuma  
 Commissioner : Tungga Wijaya  
 Independent Commissioner : Drs. Gilbert Rely, SH, SE

**Board of Directors**

President Director : Ardi Kusuma  
 Director : Cindy Kusuma  
 Director : Edward Kusuma

6) Financial Information

The table below illustrates the Company's consolidated financial data highlights: (i) as of December 31 for the period ended in 2024 audited by KAP Kanaka Puradiredja, Suhartono, Independent Public Accountant, based on Auditing Standards established by the Indonesian Institute of Public Accountants (IAPI) with an unqualified opinion dated March 25, 2025, signed by Helli IB Susetyo, CPA; (ii) as of September 30 for the period ended in 2025 audited by KAP Kanaka Puradiredja, Suhartono, Independent Public Accountant, based on Auditing Standards established by the Indonesian Institute of Public Accountants (IAPI) with an unqualified opinion dated December 29, 2025, signed by Helli IB Susetyo, CPA.

### **Statement of Financial Position**

<b>Information</b>	<b>Presented in Rupiah</b>	
	<b>September 30, 2025</b>	<b>December 31, 2024</b>
Total Assets	290.158.790.171	334.864.065.589
Total Liabilities	100,042,858,428	102.586.997.777
Total Equity	190.115.931.743	232.277.067.812

### **Statement of Profit or Loss and Other Comprehensive Income**

<b>Information</b>	<b>Presented in Rupiah</b>	
	<b>September 30, 2025</b>	<b>September 30, 2024</b>
Sales Net	147.594.701.531	136.574.090.252
Gross Profit	46.281.717.463	48.205.687.893
Net Profit (Loss) for the Current Period	(41.904.588.054)	8.311.158.115

The following is information regarding the Company :

1) Brief History of the Company

PT Master Print (the "Company") was established in Jakarta based on Deed No. 44 dated May 26, 2006, drawn up before H. Warman, SH, Notary in Jakarta. The deed of establishment has been approved by the Minister of Law and Human Rights of the Republic of Indonesia with Decree No. C-22993 HT.01.TH.2006 dated August 7, 2026 (" **Deed of Establishment of the Company** ").

The Company's Articles of Association have been amended several times, most recently by Notarial Deed No. 21 of Putra Hutomo, SH, M.Kn., dated October 8, 2024, concerning the increase in authorized capital, issued and paid-up capital. The amendment deed has been approved by the Minister of Law and Human Rights of the Republic of Indonesia in Decree No. AHU-AH.01.03-0199591 dated October 8, 2024 (" **Deed 21/2024** ")

2) Company's address

The Company's domicile and head office are located in Jakarta, with the address at Jl. Pangeran Jayakarta 135 Block C 12-15, Mangga Dua Selatan Village, Sawah Besar District, Central Jakarta.

3) Company Business Activities

In accordance with Article 3 of the Company's Articles of Association , the Company is engaged in the wholesale trade of machinery, equipment and other supplies, wholesale trade of other products that cannot be classified elsewhere, rental and leasing activities without option rights of machinery, equipment and other tangible goods that cannot be classified elsewhere, wholesale trade of electronic spare parts and wholesale of chemical materials and goods.

- 4) Capital Structure and Shareholder Composition of the Company of the Company's Shareholders No. 21 dated October 8, 2024, made before Putra Hutomo, SH, M.Kn., Notary in Jakarta, which has been approved by the Minister of Law and Human Rights of the Republic of Indonesia based on Decree No. AHU-AH.01.03-0199591 dated October 8, 2024, the capital structure and composition of the Company's shareholders are as follows:

Information	Nominal Value of Rp 25.00.- per share		
	Number of Shares	Amount (Rp)	(%)
<b>Authorized capital</b>	<b>5.888.000.000</b>	<b>147.200.000.000</b>	
Shareholders:			
- PT Mitra Pack Tbk	1.457.280.000	36.432.000.000	76,42%
- Ardi Kusuma	14.720.000	368.000.000	0,77%
- Public	435.000.000	10.875.000.000	22,81%
<b>Amount of Issued and Fully Paid-Up Capital</b>	<b>1.907.000.000</b>	<b>47.675.000.000</b>	<b>100,00%</b>
<b>Shares in Portfolio</b>	<b>3.981.000.000</b>	<b>99.525.000.000</b>	

- 5) Board of Directors and Commissioners the Company's Board of Directors and Board of Commissioners at the time this information disclosure was published based on the latest Deed of Amendment is as follows:

**Board of Commissioners**

Main Commissioner : Jessica Kusuma  
 Commissioner : Ilham Djaja  
 Independent Commissioner : Heriyadi

**Board of Directors**

President Director : Ardi Kusuma  
 Director : Cindy Kusuma  
 Director : Edward Kusuma  
 Director : Tungga Wijaya

- 6) Company Financial Information  
 The table below illustrates the summary of PTMR's consolidated financial data: (i) as of December 31 for the period ended in 2024 audited by KAP Kanaka Puradiredja, Suhartono, Independent Public Accountant, based on Auditing Standards established by the Indonesian Institute of Public Accountants (IAP) with an unqualified opinion dated March 25, 2025, signed by Helli IB Susetyo, CPA; (ii) as of September 30 for the period ended in 2025 audited by KAP Kanaka Puradiredja, Suhartono, Independent Public Accountant, based on Auditing Standards established by the Indonesian Institute of Public Accountants (IAP) with an unqualified opinion dated December 29, 2025, signed by Helli IB Susetyo, CPA.

**Statement of Financial Position**

Information	Presented in Rupiah	
	September 30, 2025	December 31, 2024
Total Assets	143.775.377.160	159.592.481.736
Total Liabilities	55.598.228.470	60.397.809.378
Total Equity	88.177.148.690	99.194.672.359

**Statement of Profit or Loss and Other Comprehensive Income**

Information	Presented in Rupiah	
	September 30, 2025	September 30, 2024
Net Sales	97.308.765.210	128.819.630.162
Gross Profit	25.594.536.047	36.305.830.299
Net Profit (Loss) for the Current Period	(10.503.915.995)	6.887.304.070

**D. Affiliate Relationships**

- 1) Name of the Party Conducting the Transaction and Its Relationship with the Company  
The Company and PTMP.
- 2) Nature of the Affiliation Relationship between the Party Conducting the Transaction and the Company  
PTMP is the controlling shareholder of the Company.

**E. Transaction Value**

The transaction value for the sale of assets and liabilities amounts to Rp102.184.994.617 (one hundred two billion one hundred eighty-four million nine hundred ninety-four thousand six hundred seventeen Rupiah), as stipulated in the Master Agreement.

**Brief description of Asset and Liability Sale Transactions**

Agreement	Master Agreement
Date	January 23, 2026
Background	For the sale of the Company's assets and liabilities to PTMP
Transaction Value	<b>Rp102,184,994,617.00 (one hundred two billion one hundred eighty-four million nine hundred ninety-four thousand six hundred seventeen Rupiah)</b>
Object	<b>a. LAND AND BUILDINGS:</b> Rp10,317,360,000 (ten billion three hundred seventeen million three hundred sixty thousand Rupiah), with the following breakdown of each land and building:

	<p><b>i. SHGB 37143 and SHGB 36732:</b> Rp6,902,400,000 (six billion nine hundred two million four hundred thousand Rupiah);</p> <p><b>ii. SHGB 5325 and SHGB 5330:</b> Rp3,414,960,000 (three billion four hundred fourteen million nine hundred sixty thousand Rupiah);</p> <p><b>b. VEHICLES:</b> Rp3,156,860,000 (three billion one hundred fifty-six million eight hundred sixty thousand Rupiah);</p> <p><b>c. MACHINERY:</b> Rp1,022,247,000 (one billion twenty-two million two hundred forty-seven thousand Rupiah);</p> <p><b>d. INVENTORY/OFFICE EQUIPMENT:</b> Rp397,219,500 (three hundred ninety-seven million two hundred nineteen thousand five hundred Rupiah);</p> <p><b>e. SUPPLIES/INVENTORIES:</b> Rp11,865,280,000 (eleven billion eight hundred sixty-five million two hundred eighty thousand Rupiah);</p> <p><b>f. GPK SHARES:</b> Rp29,601,000,000 (twenty-nine billion six hundred one million Rupiah);</p> <p><b>g. RECEIVABLES:</b> Rp51,524,576,185 (fifty-one billion five hundred twenty-four million five hundred seventy-six thousand one hundred eighty-five Rupiah), with the following breakdown:</p> <p><b>i. Trade Receivables:</b> Rp15,598,528,215 (fifteen billion five hundred ninety-eight million five hundred twenty-eight thousand two hundred fifteen Rupiah);</p> <p><b>ii. Other Receivables:</b> Rp35,926,047,970 (thirty-five billion nine hundred twenty-six million forty-seven thousand nine hundred seventy Rupiah);</p> <p><b>h. PREPAID EXPENSES:</b> Rp413,994,018 (four hundred thirteen million nine hundred ninety-four thousand eighteen Rupiah);</p> <p><b>i. RIGHT-OF-USE ASSETS:</b> Rp4,116,700,998 (four billion one hundred sixteen million seven hundred thousand nine hundred ninety-eight Rupiah);</p> <p><b>j. LIABILITIES:</b> Rp46,011,345,050 (forty-six billion eleven million three hundred forty-five thousand fifty Rupiah), with the following breakdown of payables:</p> <p><b>i. Short-term Bank Loans:</b> Rp12,100,000,000 (twelve billion one hundred million Rupiah);</p> <p><b>ii. Third-party Trade Payables:</b> Rp19,866,608,962 (nineteen billion eight</p>
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	<p>hundred sixty-six million six hundred eight thousand nine hundred sixty-two Rupiah);</p> <p><b>iii. Other Payables:</b> Rp370,627,918 (three hundred seventy million six hundred twenty-seven thousand nine hundred eighteen Rupiah);</p> <p><b>iv. Sales Advances:</b> Rp2,293,973,967 (two billion two hundred ninety-three million nine hundred seventy-three thousand nine hundred sixty-seven Rupiah);</p> <p><b>v. Accrued Expenses:</b> Rp863,249,042 (eight hundred sixty-three million two hundred forty-nine thousand forty-two Rupiah);</p> <p><b>vi. Lease Liabilities:</b> Rp754,145,754 (seven hundred fifty-four million one hundred forty-five thousand seven hundred fifty-four Rupiah);</p> <p><b>vii. Consumer Financing Payables:</b> Rp265,694,455 (two hundred sixty-five million six hundred ninety-four thousand four hundred fifty-five Rupiah);</p> <p><b>viii. Long-term Lease Liabilities:</b> Rp2,678,583,203 (two billion six hundred seventy-eight million five hundred eighty-three thousand two hundred three Rupiah);</p> <p><b>ix. Long-term Consumer Financing Payables:</b> Rp568,880,227 (five hundred sixty-eight million eight hundred eighty thousand two hundred twenty-seven Rupiah);</p> <p><b>x. Employee Benefit Liabilities:</b> Rp6,249,581,522 (six billion two hundred forty-nine million five hundred eighty-one thousand five hundred twenty-two Rupiah);</p> <p><b>k. CASH AND BANK BALANCES:</b> Rp2,312,694,978 (two billion three hundred twelve million six hundred ninety-four thousand nine hundred seventy-eight Rupiah);</p> <p><b>l. ADVANCES/PREPAYMENTS:</b> Rp33,468,406,988 (thirty-three billion four hundred sixty-eight million four hundred six thousand nine hundred eighty-eight Rupiah).</p>
Dispute Resolution	South Jakarta District Court

In the event that the approval of the Independent GMS from either or both parties is not obtained by the specified deadline, this Agreement shall be deemed null and void and shall have no further legal effect on the parties.

### **3. SLN Acquisition Transaction**

#### **A. Transaction Date**

The Transaction shall be carried out concurrently with the Independent Extraordinary General Meeting of Shareholders (“Independent EGMS”) or no later than one (1) business day after the date of such EGMS.

#### **B. Transaction Object**

The object of the transaction is 68.600 (sixty eight thousand six hundred rupiah) shares or 49,00 % (forty nine percent) of all issued and fully paid-up capital in SLN.

The following is information regarding SLN:

##### **1) A Brief History of SLN**

PT Samudera Layar Nusantara (“SLN”) was established based on Notarial Deed No. 7 dated August 28, 2022, by Robert Prasetya Mulia, SH, MKn., a Notary in Cirebon. The deed of establishment has been approved by the Minister of Law and Human Rights of the Republic of Indonesia through Decree No. AHU-0171875.AH.01.11 of 2022 dated August 31, 2022.

The Company's Articles of Association have been amended several times, most recently by Notarial Deed No. 03 dated June 20, 2025, issued by Robert Prasetya Mulia, SH, M.Kn., a notary in Cirebon Regency, regarding changes to the composition of shareholders, the composition of commissioners, and directors. These changes have been accepted and recorded in the Legal Entity Administration System of the Ministry of Law and Human Rights of the Republic of Indonesia in Letter No. AHU-0137649.AH.01.11.Year 2025, dated June 20, 2025.

##### **2) SLN Address**

The company is domiciled at Gold Coast Office Tower Liberty Floor 21 Unit D, Pantai Indah Kapuk, Kamal Muara, Penjaringan, North Jakarta Administrative City, DKI Jakarta.

##### **3) SLN Business Activities**

According to the Articles of Association of SLN, SLN has 3 (three) business activities listed as the company's purposes and objectives in its articles of association, namely:

- a) KBLI 50131 (Domestic Sea Freight for General Cargo);
- b) KBLI 50133 (Domestic Sea Freight for Special Cargo); and
- c) KBLI 50134 (Domestic Pioneer Sea Freight for Cargo).

Nevertheless, in its current practice, SLN is only operating the business activities as covered under KBLI 50131 and KBLI 50134.

PT Samudera Layar Nusantara holds a Business Identification Number (Nomor Induk Berusaha/NIB) No. 0109220053144, which was issued on 1 September 2022 and subsequently amended for the first time on 31 July 2025, and serves as proof of the company's registration.

##### **4) Capital Structure and Shareholder Composition of SLN**

Based on the Deed of Statement of Decision of Shareholders of PT Samudera Layar Nusantara No. 03 dated June 20, 2025 from Robert Prasetya Mulia, SH, M.Kn., notary in Cirebon Regency which has been approved by the Minister of Law and Human Rights of the Republic of Indonesia based on Decree No. AHU-0137649.AH.01.11.Tahun 2025, dated June 20, 2025. The capital structure and composition of SLN shareholders are as follows:

Information	Nominal Value of Rp1.000.000,00 per share		
	Number of Shares	Amount (Rp)	(%)
<b>Authorized capital</b>	<b>140.000</b>	<b>140.000.000.000</b>	
Shareholders:			
- PT Prima Dharma Karsa	71.400	71.400.000.000	51,00 %
- Mr. Darmawan Wangsa	68.600	68.600.000.000	49,00 %
<b>Amount of Issued and Fully Paid-Up Capital</b>	<b>140.000</b>	<b>140.000.000.000</b>	<b>100,00%</b>
<b>Shares in Portfolio</b>	-	-	

The Ultimate Beneficial Owner of SLN is the individual Darmawan Wangsa himself.

Darmawan Wangsa (formerly known as Wang Dezhou) has changed his nationality, as evidenced by the issuance of an Indonesian National Identity Card (Kartu Tanda Penduduk of the Republic of Indonesia) on 11 March 2020. Furthermore, based on the Decision of the North Jakarta District Court No. 676/Pdt.P/2025/PN Jkt Utr dated 8 August 2025, the change of name to Darmawan Wangsa was approved, and an Indonesian National Identity Card under the name Darmawan Wangsa was issued on 20 November 2025.

5) Board of Directors and Commissioners

The composition of the Board of Directors and Board of Commissioners of SLN at the time this information disclosure was published based on the latest Deed of Amendment is as follows:

**Board of Commissioners**

Commissioner : Wang Jinge

**Board of Directors**

Director : Darmawan Wangsa

6) Financial Information

The table below illustrates the summary of SLN's important financial data : (i) as of December 31 for the period ended in 2024 audited by KAP Anwar and Partners, Independent Public Accountants, based on Auditing Standards established by the Indonesian Institute of Public Accountants (IAPI) with an unqualified opinion dated November 26, 2025, signed by Soaduo Tampubolon; (ii) as of September 30 for the period ended in 2025 audited by KAP Anwar and Partners, Independent Public Accountants, based on Auditing Standards established by the Indonesian Institute of Public Accountants (IAPI) with an unqualified opinion dated November 26, 2025, signed by Soaduo Tampubolon.

**Statement of Financial Position**

Information	Presented in Rupiah	
	September 30, 2025	December 31, 2024

Total Assets	171.853.242.363	152.794.867.717
Total Liabilities	1.485.843.103	2.092.464.831
Total Equity	170.367.399.260	150.702.402.886

### **Statement of Profit or Loss and Other Comprehensive Income**

Presented in Rupiah

<b>Information</b>	<b>September 30, 2025</b>	<b>September 30, 2024</b>
Income	57.577.635.877	21.736.884.591
Gross Profit	21.399.546.963	3.599.567.616
Net Profit (Loss) for the Current Period	19.661.877.515	(295.545.174)

The legal basis of the contractual arrangements underlying the revenue projections of SLN forms part of the working papers (analytical documents) of the SLN share valuation engagement and the Company's feasibility study prepared by KJPP Syarif, Endang, dan Rekan, whereby established business relationships with SLN's service users constitute the basis for SLN's revenue projections. Sea transportation contracts have been entered into with PT Huaxin Mining Group, PT Merano Karya Bahari, PT Marin Mitra Nusantara, and PT Prima Dharma Karsa. As of the date of preparation of the share valuation report and the feasibility study, no new sea transportation contracts for the year 2026 had been executed, and only existing ongoing contracts were available.

#### **C. Parties Involved Transactions**

Buyer : Company

Seller : Darmawan Wangsa

The following is information regarding the Seller and Buyer in the SLN Acquisition Transaction:

##### **A) Seller Information**

Darmawan Wangsa was born in Henan on March 20, 1963, is an Indonesian citizen, residing at Pantai Mutiara Block AG No. 10, RT 008, RW 016, Pluit Village, Penjaringan District, North Jakarta Administrative City, DKI Jakarta Province, and is a Director at PT Samudera Layar Nusantara.

##### **B) Buyer Information**

Information related to the buyer is as stated in Chapter III number 1 letter B of this Information Disclosure.

#### **D. Affiliate Relationships and the Nature of Conflicts of Interest**

1) Name of the parties conducting the transaction and their relationship with the Company  
The Company and Darmawan Wangsa.

2) Nature of the affiliation relationship between the transacting party and the Company  
There is no affiliation relationship between the Company and Darmawan Wangsa. However, the SLN Acquisition Transaction constitutes a transaction that potentially involves a conflict of interest, as it is conducted in connection with the sale of shares of PT Mitra Pack Tbk in the Company to Deep Source Pte. Ltd.

#### **E. Transaction Value**

The transaction value for the acquisition of 49,00% (forty-nine percent) of SLN's shares, as stipulated in the SLN Acquisition CSPA dated January 7, 2026, amounts to Rp89.518.000.000

(eighty-nine billion five hundred eighteen million Rupiah). The source of funds for this Transaction originates from the proceeds of the sale of the Company's assets and liabilities.

### **Brief description of CSPA Acquisition of SLN**

#### **1) Party**

- PT Master Print Tbk (Buyer)
- Darmawan Wangsa (Seller)

#### **2) Acquisition Purchase Agreement (CSPA)**

The Seller agrees, immediately after fulfilling all the conditions as referred to in the SLN Acquisition CSPA, to sell and transfer to the Buyer, and the Buyer agrees to purchase and accept the delivery of 49.00% of Darmawan Wangsa shares (" **Sold Shares** ") from the Seller along with all rights and benefits attached thereto, free from all claims and guarantees (" **Transaction** ").

The Seller and Buyer agree that the Transaction will be carried out with a total sale and purchase price of the Shares Sold of Rp. 89,518,000,000 ( eighty-nine billion five hundred and eighteen million rupiah ) (" **Transaction Price** ").

The Seller and Buyer agree that for the settlement Transaction, the Parties will make and sign a deed regulating the sale and purchase and transfer of rights to all Shares Sold before a notary (" **Share Sale and Purchase Deed** ") no later than 1 (one) Working Day after all Prerequisites have been fulfilled (" **Settlement** ").

#### **3) Prerequisite**

All approvals, reporting and announcements required for PT Master Print Tbk, SLN and Tn.Darmawan Wangsa, including but not limited to obtaining approval from the Independent General Meeting of Shareholders of PT Master Print Tbk for the SLN Acquisition Transaction.

#### **4) Applicable Law and Dispute Resolution**

Applicable law: the laws of the Republic of Indonesia

Dispute Resolution: South Jakarta District Court

### **4. Transaction Plan Conclusion**

#### **A. The Changes of Business Activity**

The Company plans to change its business activities to KBLI 64200 (Holding Company Activities), KBLI 70100 (Head Office Activities), and KBLI 70209 (Other Management Consulting Activities), which is expected to improve the Company's performance, profitability, and long-term growth and to create added value for shareholders.

#### **B. Asset and Liability Sale Transactions**

Based on the Company's Financial Statements as of September 30, 2025, which have been audited by the Public Accounting Firm Kanaka Puradiredja, Suhartono, and referring to the Asset Valuation Report of PT Master Print Tbk and the Share Valuation Report of PT Global Putra Kusuma issued by the Office of Public Appraisers (KJPP) Syarif, Endang dan Rekan dated January 7, 2026.

The basis for the sale of the Company's assets is as described in Section III (Explanation, Considerations, and Rationale for the Proposed Transaction and the Impact of the Proposed Transaction on the Company's Financial Condition) of this Information Disclosure.

The Assets and Liabilities transferred to PTMP are as follows:

a. LAND AND BUILDINGS: amounting to Rp10,317,360,000.00 (ten billion three hundred seventeen million three hundred sixty thousand Rupiah) with the details of each land and building as follows:

i. SHGB 37143 and SHGB 36732: Rp6,902,400,000.00;

ii. SHGB 5325 and SHGB 5330: Rp3,414,960,000.00;

b. VEHICLES: Rp3,156,860,000.00;

c. MACHINERY: Rp1,022,247,000.00;

d. INVENTORY/EQUIPMENT: Rp397,219,500.00;

e. SUPPLIES: Rp11,865,280,000.00;

f. GPK SHARES: Rp29,601,000,000.00;

g. RECEIVABLES: Rp51,524,576,185.00, with the following details:

i. Trade Receivables: Rp15,598,528,215.00;

ii. Other Receivables: Rp35,926,047,970.00;

h. PREPAID EXPENSES: Rp413,994,018.00;

i. RIGHT-OF-USE ASSETS: Rp4,116,700,998.00;

j. LIABILITIES: Rp46,011,345,050.00, with the details of the payables as follows:

i. Short-term Bank Loans: Rp12,100,000,000.00;

ii. Third-party Trade Payables: Rp19,866,608,962.00;

iii. Other Payables: Rp370,627,918.00;

iv. Sales Advances: Rp2,293,973,967.00;

v. Accrued Expenses: Rp863,249,042.00;

vi. Lease Liabilities: Rp754,145,754.00;

vii. Consumer Financing Payables: Rp265,694,455.00;

viii. Long-term Lease Liabilities: Rp2,678,583,203.00;

ix. Long-term Consumer Financing Payables: Rp568,880,227.00;

x. Employee Benefit Liabilities: Rp6,249,581,522.00;

k. CASH AND BANK BALANCES: Rp2,312,694,978.00;

l. ADVANCES: Rp33,468,406,988.00.

Based on the Company's Financial Report as of September 30, 2025, which has been audited by the Public Accounting Firm Kanaka Puradiredja, Suhartono and referring to the Asset Valuation Report of PT Master Print Tbk and the Share Valuation Report of PT Global Putra Kusuma issued by the Public Valuation Services Firm Syarif, Endang and Rekan as of January 7, 2026, the value of the Asset and Liability Sales Transaction will potentially exceed 50% (fifty percent) of the Company's equity, this can be seen from the following table:

*Expressed in full Indonesian Rupiah*

Description	PTMR (Rp)	Asset and Liability Sale Transaction Value(Rp)	Percentage	Threshold	Analysis Results
Equity	88.177.148.690	102.184.994.617	115,89%	>20%	Including material transactions that require GMS approval

*Source: Audited Financial Statements as of September 30, 2025.*

Furthermore, in accordance with the provisions in Article 3 paragraph (1) in conjunction with Article 6 paragraph (1) letter d number 1 in conjunction with Article 14 letter a POJK 17/2020 , the Asset and Liability Sale Transaction is a material transaction whose value exceeds 50% (fifty percent) of the Company's equity, and is an affiliated transaction because PT Mitra Pack Tbk is an affiliate of the Company.

The Asset and Liability Sale Transaction also has the potential to constitute a Conflict of Interest Transaction as referred to in POJK 42/2020 because it is carried out in connection with the sale of PT Mitra Pack Tbk's shares in the Company to Deep Source Pte. Ltd. Therefore, the Company will hold an Independent GMS to obtain approval from Independent shareholders regarding the planned implementation of the Asset and Liability Purchase Transaction and fulfill all provisions of material transaction procedures , affiliated transactions and conflict of interest transactions as regulated in POJK 17/2020 and POJK 42/2020.

### C. SLN Acquisition Transaction

In connection with the SLN Acquisition Transaction plan and in accordance with the provisions in Article 3 paragraph at (1) jo. Article 6 paragraph (1) letter d number 1 jo. Article 14 letter a POJK 17/2020, the SLN Acquisition Transaction is a material transaction whose value exceeds 50% (fifty percent of the Company's equity), this is presented in the following analysis table:

*Expressed in full Rupiah*

Description	PTMR (Rp)	SLN (Rp)	Transaction Value (Rp)	Percentage	Threshold	Analysis Results
Equity	88.177.148.690	170.367.399.260	89.518.000.000	101,52%	>20%	Including material transactions that require GMS approval
Total Assets	143.775.377.160	171.853.242.363	-	119,53%	>50%	Including material transactions that require GMS approval
Net Sales	97.308.765.210	57.577.635.877	-	59,17%	>50%	Including material transactions that require GMS approval
Net Income	(10.503.915.995)	19.661.877.515	-	-187,19%	>50%	Including material transactions

*Source: Audited Financial Statements as of September 30, 2025.*

Furthermore, the SLN Acquisition Transaction is a transaction that has the potential to contain a conflict of interest because it is carried out in connection with the sale of PT Mitra Pack Tbk's shares in the Company to Deep Source Pte. Ltd. Therefore, the Company will hold an Independent GMS to obtain approval from Independent shareholders regarding the planned implementation of the SLN Acquisition Transaction and fulfill all procedural requirements. material transactions and conflict of interest transactions as regulated in POJK 17/2020 and POJK 42/2020.

Furthermore, the SLN Acquisition Transaction does not constitute a material transaction that disrupts business continuity, as referred to in Article 3 paragraph (1) in conjunction with Article 6 paragraph (1) letter d number 1 in conjunction with Article 14 letter c of POJK 17/2020. This is presented in the following analysis:

A. Net Sales Analysis	Amount (Rp)	B. Net Profit (loss) Analysis	Amount (Rp)
PTMR's Revenue before Acquisition	97.308.765.210	PTMR's Net Profit (loss) before Acquisition	(10.503.915.995)
100% revenue of SLN	57.577.635.877	100% Net Profit (loss) of SLN	19.661.877.515
<b>PTMR's Revenue after 49% Acquisition SLN</b>	<b>28.213.041.580</b>	<b>PTMR's Net Profit (loss) after 49% acquisition SLN</b>	<b>9.634.319.982</b>
Difference in Increase (Decrease) in Revenue After and Before the SLN Acquisition	69.095.723.630	Difference in Increase (Decrease) in Net Profit (loss) After and Before the SLN Acquisition	20.138.235.977
<b>Revenue Variance (%)</b>	<b>-71,0%</b>	<b>Net Profit (loss) Variance (%)</b>	<b>191,7%</b>

*Source: Audited Financial Statements as of September 30, 2025.*

Based on the analysis above, the Company's proforma revenue after the SLN acquisition does not experience a decrease of 80% or more, and this transaction does not cause the Company to record a net loss. The Company shall comply with all provisions regarding material transaction procedures and conflicts of interest as regulated under POJK 17/2020 and POJK 42/2020.

## III. EXPLANATION, CONSIDERATIONS, AND REASONS FOR THE IMPLEMENTATION OF THE TRANSACTION PLANNED AND ITS IMPACT ON THE COMPANY'S FINANCIAL CONDITION

### 1. Changes in Business Activities

#### A. Explanation, Considerations, and Rationale for the Change in Business Activities

This Business Activity Change Plan is carried out in connection with the SLN Takeover plan where the Company will align its business activities with the business lines and business activities as well as the competencies and business strategies of the prospective new controller and so that in the future, the Company will operate exclusively as a holding company while specific business activity operations are carried out through its subsidiaries only.

The Company also hopes that the benefits of implementing the Business Activity Change Plan will improve its performance and profitability in the future. The benefits of the Business Activity Change Plan will support the Company's long-term growth and provide added value for the Company and its shareholders.

The change in the Company's business activities will be to KBLI 64200 (Holding Company Activities), KBLI 70100 (Head Office Activities), and KBLI 70209 (Other Management Consulting Activities), as a shareholder of companies engaged in domestic sea transportation businesses. Shareholders who object to such change in business activities may exercise their right to participate in the mandatory tender offer to be conducted by Deep Source Pte. Ltd., as the change in business activities is carried out concurrently with the acquisition of the Company by Deep Source Pte. Ltd. The Company will consistently comply with the provisions of Article 62 paragraph (1) letter a of Law No. 40 of 2007 concerning Limited Liability Companies.

#### **B. Impact of Transactions on the Company's Financial Condition**

Based on the Business Feasibility Study prepared by the independent appraiser, as presented in the summary chapter of the feasibility study, the Company's proposed change in business activities is expected to have a positive contribution to the Company's financial performance, particularly in the form of increased operating revenue in the future.

With the implementation of these changes and business activities, revenue and net profit (loss) are projected to grow gradually, which in turn is expected to strengthen the Company's capital structure and enhance its equity in the coming years.

The financial impact of the addition and implementation of these business activities has been analyzed comprehensively in the Business Feasibility Study and is considered feasible to proceed.

### **2. Asset and Liability Sale Transactions**

#### **A. Explanation, Considerations, and Rationale for the Planned Transactions**

The Sale of Assets and Liabilities Transaction is conducted in connection with the acquisition of a 77.19% equity interest in the Company by Deep Source Pte. Ltd. (the "New Controller"). This transaction is classified as an asset acquisition, with the exception of the transfer of PTMR's shares in PT Global Putra Kusuma (GPK), which constitutes a business acquisition. In alignment with the aforementioned acquisition, the Company's policies and operations have been adjusted to reflect the Change of Business Activities. This is intended to synchronize the Company's business operations with the business lines, activities, competencies, and strategic objectives of the New Controller. Such adjustments include the restructuring of assets and liabilities to ensure that the management of the Company's balance sheet is consistent with the revised business direction and the strategic framework of the New Controller.

The Plan for the Change of Business Activities and the Proposed Transaction are executed based on fair commercial considerations (arm's length transaction), taking into account the fairness opinions provided by independent appraisers and the principle of prudence in the management of assets and liabilities. The Company believes that the implementation of the Change of Business Activities and the Proposed Transaction will provide economic benefits to the Company—as adjusted for its new subsidiaries—through enhanced operational efficiency and the strengthening of the Company's consolidated financial position.

#### **B. Impact of Transactions on the Company's Financial Condition**

Based on the Proforma Financial Results reviewed by Helli IB Susetyo, CPA, Independent Auditor, Kanaka Puradiredja and Suhartono Public Accounting Firm as presented in the chapter

on the impact of the transaction plan and the planned change in business activities on the company's financial condition (proforma), this asset and liability sale transaction is estimated to cause a decrease in income and the release of investment in the subsidiary, namely PT Global Putra Kusuma ("GPK"). However, Thus, the steps This is part of a portfolio repositioning strategy where the release of assets and liabilities the accompanied by with acquisition entity newer strategic. Transaction integrated This aim for transforming line the Company's business, replacing lost income with source growth newer quality, and strengthen capital structure in order to create mark plus term longer sustainable.

### **C. Explanation, Considerations, and Reasons for Entering into the Affiliated Transaction Compared to Similar Transactions Conducted with Non-Affiliated Parties**

The selection of an affiliated party was considered based on time and cost efficiency, as well as execution certainty, given the Company's in-depth understanding of the risk profile and operational nature of the transacted assets.

The Company and the affiliated party possess an adequate understanding of the operational characteristics, technical conditions, and risk profiles of the assets involved in the transaction. This synergy allows for the negotiation, due diligence, and transaction completion processes to be conducted more effectively and measurably compared to transactions with third parties who lack similar familiarity. Furthermore, transacting with an affiliated party provides a higher level of execution certainty due to the alignment of interests within the corporate group, thereby minimizing the risk of delays or transaction failure. Notwithstanding the above, the transaction is executed with strict adherence to the principles of fairness and Good Corporate Governance (GCG) practices, including the appointment of an Independent Appraiser to ensure that the terms and conditions of the transaction are fair and in compliance with prevailing laws and regulations.

The Company affirms that the entire series of transactions is conducted with the utmost regard for the arm's length principle and refers to the Independent Appraiser's (KJPP) report to ensure the protection of public shareholders' interests and the future financial sustainability of the Company.

## **3. SLN Acquisition Transaction**

### **A. Explanation, Considerations, and Rationale for the Planned Transactions**

The acquisition of SLN is conducted as part of the Company's business expansion plan, which is aligned with the business lines, activities, competencies, and strategic objectives of the New Controller. The corporate group of the New Controller operates in the trading and sea freight sectors for commodity transportation, and SLN is an entity also engaged in the sea freight sector (including sea freight leasing).

Through the proposed acquisition of SLN, the Company aims to integrate maritime transportation support into the value chain of the Company and the Group. This integration is expected to provide certainty in vessel availability, enhance logistical cost efficiency, and improve distribution operational control. Consequently, SLN's business activities will serve as a direct support to the operational activities of the Company and the Group.

This acquisition is anticipated to generate operational synergies, enhance business efficiency, strengthen the Company's corporate structure, and support the long-term going concern and sustainability of the Company.

**B. Impact of Transactions on the Company's Financial Condition**

Based on the Fairness Opinion Results prepared by the independent appraiser as presented in the chapter on the summary of the independent party's opinion, the SLN Acquisition Transaction is estimated to provide a positive contribution to the Company's financial performance, particularly in the form of increased operating income in the future.

The SLN Acquisition Transaction will strengthen the Company's finances by consolidating SLN into the Company's financial statements and increasing the Company's value. Furthermore, the financial impact of the SLN Acquisition Transaction has been comprehensively analyzed and deemed fair in the Fairness Report.

**C. Explanation, Considerations, and Reasons for Entering into a Conflict of Interest Transaction Compared to Similar Transactions Without a Conflict of Interest**

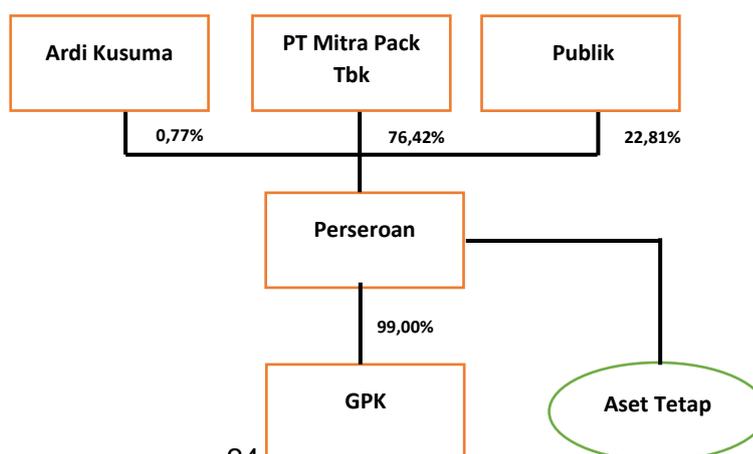
This transaction is conducted as part of a business restructuring aimed at improving operational efficiency and strengthening the Company's financial structure. Compared to transactions with third parties, the selection of an affiliated party provides a higher level of certainty of execution and cost efficiency, as it forms part of the strategic plan for the entry of Deep Source Pte. Ltd. as a shareholder.

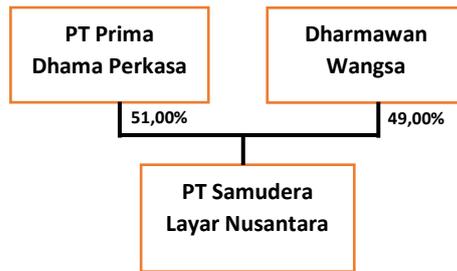
The Company affirms that the entire transaction process is carried out based on the principle of fairness (arm's length principle) and refers to the valuation conducted by an Independent Appraiser (KJPP), thereby ensuring that the terms and conditions received by the Company are no less favorable than those of transactions conducted with non-affiliated parties, and that the interests of public shareholders remain protected.

ALL SHAREHOLDERS ARE ADVISED TO CONSULT WITH THEIR RESPECTIVE TAX ADVISORS TO DETERMINE THE TAX CONSEQUENCES THAT MAY ARISE IN CONNECTION WITH THE SALE OF THEIR SHARES IN THE COMPANY.

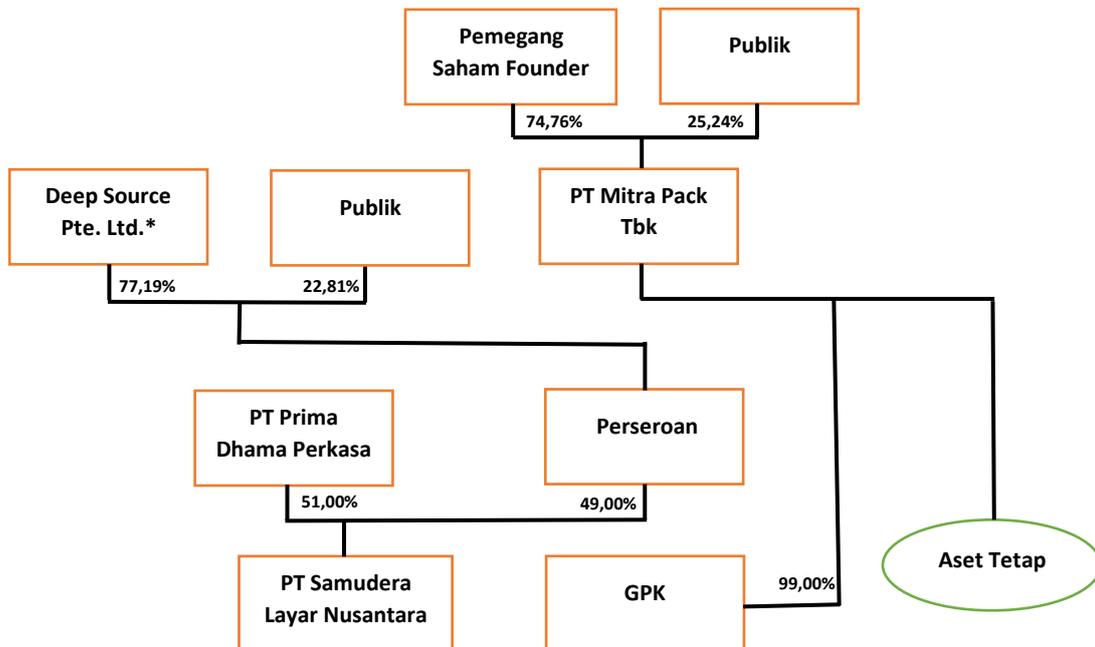
**IV. STRUCTURE BEFORE AND AFTER THE TRANSACTION PLAN**

**A. Structure before Transaction Plan**





B. Structure after Transaction Plan



\*Note: At the same time as the Proposed Transaction, the Company will be taken over by Deep Source Pte. Ltd.

## V. SUMMARY OF INDEPENDENT VALUATION REPORT

The Company has appointed KJPP Syarif, Endang and Rekan as an independent appraiser to assess the shares of SLN, PT Global Putra Kusuma ("GPK"), and the Company's assets. The independent appraiser declares that it has no direct or indirect affiliation with the Company under the Capital Market Law.

Referring to the Work Agreement Letter No. 0061/SPK/MSE-03/ES/IX/2025 dated 26 September 2025, whereby PT Master Print Tbk assigned KJPPMSE to conduct a valuation of 49.00% of the shares of PT Samudera Layar Nusantara as of 30 September 2025, the following statements are hereby made by PT Master Print Tbk prior to the issuance of the Share Valuation Report:

- a. That all data, information, and statements, whether conveyed verbally or in writing, as well as documents in original form, photocopies, or copies, submitted by us to KJPPMSE and subsequently incorporated into the Share Valuation Report, are truly originating from PT Master Print Tbk, accurate, complete, and in accordance with the actual conditions, and have not undergone any changes up to the issuance of the Share Valuation Report.

- b. That with respect to the contents and all matters contained in the Share Valuation Report, we, PT Master Print Tbk, hereby fully release KJPPMSE and all of its staff from any claims for property losses, lawsuits, and liabilities, whether individually or institutionally, arising directly or indirectly as a result of the issuance of the Share Valuation Report to any party, insofar as such claims arise from errors in the submission of information, documents, statements, and explanations, whether in original form, photocopies, and/or copies, provided by us.
- c. That the data provided by PT Master Print Tbk to KJPPMSE are confidential in nature and are intended solely for the parties involved and/or those having an interest therein, and shall be used by KJPPMSE appropriately in accordance with the terms of the engagement.

**A. Change of Business Activity**

The following is a summary of the report based on Report No. 00002/2.0113-03/BS-FS/05/0340/1/II/2026 dated February 26, 2026:

### 1. Purpose and objectives

The purpose and objective of this feasibility study is to provide a feasibility opinion on the plan to add business activities, which is reviewed from various aspects, including: legal aspects, market aspects, technical aspects, business pattern aspects, management model aspects, and financial aspects in order to fulfill the provisions stipulated in POJK 17/2020.

### 2. Assumptions and Limiting Conditions

The assumptions and limiting conditions used in preparing this feasibility study are:

- This feasibility study report is a non-disclaimer opinion.
- We have reviewed the documents used in the feasibility study.
- In preparing this feasibility study report, the assessor relies on the accuracy and completeness of the information provided by the assignor or data obtained from publicly available information and other information and research that we consider relevant.
- The appraiser uses financial projections submitted by management to reflect the reasonableness of the financial projections and their achievability (fiduciary duty).
- The appraiser is responsible for the implementation of the feasibility study and the reasonableness of the adjusted financial projections.
- The reports produced are open to the public unless they contain confidential information that could affect the company's operations.
- The assessor is responsible for the feasibility study report and the resulting conclusions.
- The assessor has obtained information on the legal status of the feasibility study object from the assignor.

### 3. Procedures Used

In preparing this Feasibility Study, the analysis was conducted based on Financial Services Authority Regulation No. 35/POJK.04/2020, dated May 25, 2020 concerning the Assessment and Presentation of Business Valuation Reports in the Capital Market, Financial Services Authority Circular Letter No. 17/SEOJK.04/2020 concerning Guidelines for the Assessment and Presentation of Business Valuation Reports in the Capital Market, as well as the Indonesian Valuation Standards (SPI) Edition VII 2018 prepared by the Indonesian Appraisers Society (MAPPI) by taking into account the Indonesian Appraisers Code of Ethics (KEPI), and related regulations, which include:

#### A. Market Feasibility Study

From the Market Feasibility Study, the maritime transportation industry in Indonesia demonstrates strong prospects for sustainability, characterized by increased port activity throughout 2025, a 0.45% rise in sea freight volume in September 2025, and a 10.07% nationwide increase in vessel calls. The existence of 25 primary strategic ports, particularly Tanjung Priok, Tanjung Perak, Makassar, and Belawan, strengthens Indonesia's maritime transportation network and supports the growth of loading volumes and international shipping, indicating that vessel management as a business unit possesses sustainable and strategic potential.

Currently, SLN focuses on providing cargo support for its parent company, PT Prima Dharma Karsa, as well as serving third parties for various types of cargo, utilizing a domestic sea transportation marketing strategy through a business-to-business approach and integrated cargo service offerings.

Considering the competitive conditions with similar business players in the industry, it can be concluded that the Change of Business Activities is feasible from a market feasibility perspective.

#### B. Technical Feasibility Study

From the Technical Feasibility Study, the capacity of the Company's new business activities as a holding company depends on management effectiveness, strategic synergies among subsidiaries, resource optimization, and the ability to manage the investment portfolio to achieve sustainable growth. In its operations, SLN owns and operates three units of tugboats and barges, namely TB. Star Sejati 01/ BG. Victoria 3301, TB. Star Sejati 02/ BG. Victoria 3302, and TB. Star Sejati 05/ BG. Victoria 3303, each with a carrying capacity of 10,500 MT. According to management's statement, SLN plans to add to its barge fleet as an expansion strategy to meet future market demand.

In carrying out business activities under KBLI 64200, KBLI 70100, and KBLI 70209, the Company implements a structured business model oriented towards the management and development of subsidiaries, which includes identifying business opportunities, preparing investment plans, executing collaborations or acquisitions, as well as monitoring and evaluating subsidiary performance. SLN's operational processes encompass Shipping Instruction requests, vessel arrival, loading processes, document finalization, vessel departure, and billing. Currently, SLN is supported by two operational personnel, including one expert with over 20 years of experience in the tugboat and barge sector, and is committed to enhancing employee competence through continuous training programs to maximize the quality and capacity of human resources.

Based on this technical analysis, it can be concluded that the Change of Business Activities is feasible from a technical feasibility perspective.

#### C. Business Pattern Feasibility Study

From the Business Model Feasibility Study, the Company's competitive advantage regarding the planned change of business activities into a holding company lies in the reduction of operating expenses and depreciation of printing machinery assets, as well as capital allocation capabilities that allow for liquidity flexibility to reallocate asset sale proceeds to business units with higher investment returns, namely SLN, which possesses more stable cash flows in the domestic sea transportation sector. The Company can also implement legal and financial separation between the parent entity and subsidiaries, ensuring that operational risks and legal claims at the subsidiary level do not directly impact the holding's assets, thereby providing additional protection for public company investors. This change in business activities allows management to focus on macro strategy, portfolio development, and performance oversight, while daily operations are managed by subsidiary leadership, making the Company more adaptive to expansion and diversification opportunities.

Furthermore, SLN possesses competitive advantages in the form of owning three operational barge units, an operational track record with an established and loyal customer base, a management team experienced in the industry, and the ability to operate independently and sustainably without reliance on the Company's daily management. With

these competitive advantages, the Company can create value through portfolio diversification, improved financial performance, and stability in revenue and cash flow.

Based on this business model analysis, it can be concluded that the Change of Business Activities is feasible from a business model feasibility perspective.

#### D. Management Model Feasibility Study

From the Management Model Feasibility Study, in this plan for the Change of Business Activities, the Company will carry out a management and human resources restructuring that encompasses the necessary finance, legal, and investment management functions, without recruiting additional personnel, including in the sea transportation industry. On SLN's side, the existing operational team will be retained, with the possibility of adding human resources for future expansion as needed, where SLN's operational activities are currently managed by two employees. In conducting its new business activities as a holding company, the Company faces primary risks such as business expansion and new market risks, subsidiary industry risks, as well as liquidity and asset concentration risks; meanwhile, SLN faces risks related to business competition, operational risks, dependence on group clients, regulatory changes and compliance, safety and legal liabilities, as well as financial risks and economic fluctuations, all of which are mitigated through the implementation of effective risk identification, evaluation, and control strategies.

Based on its competitive advantages, the Company demonstrates adequate management capacity and capability in developing new business activities, supported by its status as a public company with strong transparency, accountability, as well as access to funding and strategic networks. This capacity is further strengthened by SLN's operational capabilities in the domestic sea transportation sector, alongside its solid experience and performance within a mid-scale economy, making SLN a potential entity with sufficient capacity to be acquired by the Company. The acquisition of SLN as a subsidiary is a strategy to optimize the long-term revenue structure through the diversification of operational assets with stable cash flows.

Based on this management model analysis, it can be concluded that the Change of Business Activities is feasible from a management model feasibility perspective.

#### E. Financial Feasibility Study

From the Financial Feasibility Study, it is shown that the Company's plan to carry out Laboratory Testing Services business activities meets the feasibility criteria with the following variables:

- a. Net Present Value (NPV)  $> 0$  → Feasible  
The resulting NPV is Rp215,191,096,000. Therefore, a positive NPV, or greater than zero, indicates that the project is feasible because it will generate profits.
- b. Internal Rate of Return (IRR)  $>$  Discount Rate → Eligible  
The resulting IRR was 33.53%. This is above the discount rate of 9.67%. Therefore, the IRR indicates that the project is feasible because the profits exceed the assumed cost of capital.

c. Profitability Index (PI) > 1 → Feasible

The PI obtained was 2.20855. Therefore, a PI greater than 1 indicates that the project is feasible because it provides a return on investment.

d. Payback Period (PP)

The PP obtained is 6 years and 8 months. Thus, the Company is able to recoup its entire investment after the project has been running for 6 years and 8 months.

4. Feasibility Study Conclusion

Based on the analysis of Market Feasibility, Technical Feasibility, Business Model Feasibility, Management Model Feasibility, and Financial Feasibility, it can be concluded that the Company's Change of Business Activities—comprising Holding Company Activities (KBLI 64200), Head Office Activities (KBLI 70100), and Other Management Consultancy Activities (KBLI 70209)—is feasible.

**B. Asset and Liability Sale Transactions**

**B.1 Valuation of GPK Shares**

The following is a summary of the share assessment report for GPK as outlined in the report No. 00010/2.0113-03/BS/05/0340/1/II/2026 February 26, 2026:

1. Identity of the Party

The parties involved in this planned transaction are the Company and PTMP.

2. Assessment Object

The object of assessment is 99.00% of GPK shares.

### 3. Assessment Objectives

The purpose of the Valuation of GPK shares is to provide an opinion on the fair market value as of September 30, 2025 of 99.00% of GPK shares, expressed in Rupiah, which will then be used by the Company in calculating the Asset and Liability Sales Transaction.

### 4. Assumptions and Limiting Conditions

In this assessment, there are several assumptions and limiting conditions that the Appraiser uses in connection with the value conclusion, including:

- The Assessment Report we produce is a non-disclaimer opinion;
- We have reviewed the documents used in the Assessment process;
- The data and information obtained comes from external and internal sources which we believe to be reliable in terms of accuracy;
- We use adjusted financial projections that reflect the reasonableness of the financial projections made by management in light of its fiduciary duty;
- We are responsible for the implementation of the Assessment and the fairness of the adjusted financial projections;
- We produce Valuation Reports that are open to the public, unless there is confidential information that could affect the company's operations;
- We are responsible for the Valuation Report and the Value conclusion; and
- We have obtained information on the legal status of the Assessment object from the assignor.

### 5. Assessment approaches and methods

The Appraiser uses two Approaches used in the GPK Share Valuation. The Appraiser's approach in determining the Market Value of 99.00% of GPK shares is the Income Approach with the Discounted Cash Flow ("DCF") method and the Market Approach with the Guideline Publicly Traded Company Method ("GPTC").

### 6. Conclusion of value

This valuation was conducted with reference to the Indonesian Valuation Code of Ethics, the Indonesian Valuation Standards of the Indonesian Society of Appraisers (MAPPI), and OJK Regulation No. 35/POJK.04/2020. The Appraiser uses common approaches and methods in conducting studies and analyses of various relevant data and information, with the condition that the fundamental assumptions underlying the valuation study and analysis are met. Through various considerations of objectivity and fairness of a value, the Appraiser is of the opinion that the Market Value of 99.00% of GPK shares on September 30, 2025 is:

**Rp 29.601.000.000.-**  
**(Twenty Nine Billion Six Hundred and One Million Rupiah)**

The value that the Appraiser produces is the result of calculations from the Income Approach using the Discounted Cash Flow ("DCF") method and the Market Approach using the Guideline Publicly Traded Company Method ("GPTC").

This method takes into account all related components that influence the value, so that according to the Appraiser the resulting value is the value that is closest to the fairness of the share price on the market.

## **B.2 Valuation of Company Assets**

The following is a summary of the Company's asset valuation report as stated in report No. 00007/2.0113-01/PI/05/0518/1/I/2026 tanggal 6 January 2026:

1. Identity of the Party

The parties involved in this transaction plan are the Company and PTMP.

2. Assessment Object

The objects of assessment in this transaction plan are as follows:

No	Assessment Object	Ownership	Location
1	Land and Warehouse Building (2 units)	SHGB NIB: 12.10.000036732.0 and 12.10.000037143.0 with a Total Area of: 1,000 m <sup>2</sup> and a Total Building Area of: 748 m <sup>2</sup>	Central Industrial Park Complex, Omega Block No. 22-23, Kemiri Village, Sidoarjo District, Sidoarjo Regency, East Java Province.
2	Shophouse	SHGB No. 5325 and 5330 with a total area of 61 m <sup>2</sup> and building area of 178 m <sup>2</sup>	Pangeran Jayakarta Street, Prima Jayakarta Complex Block C No. 15, South Mangga Dua Village, Sawah Besar District, Central Jakarta Administrative City, Special Capital Region of Jakarta Province.
3	Vehicles and Heavy Equipment		Tangerang area, Banten Province, in Serang, Banten Province, in Jakarta, DKI Jakarta Province and Sidoarjo, East Java Province.
4	Packaging Machines		Tangerang area, Banten Province, in Serang, Banten Province, in Jakarta, DKI Jakarta Province and Sidoarjo, East Java Province.
5	Office Inventory and Equipment		Tangerang area, Banten Province, in Serang, Banten Province, in Jakarta, DKI Jakarta Province and Sidoarjo, East Java Province
6	Packaging Equipment Supplies		Tangerang area, Banten Province, in Serang, Banten Province, in Jakarta, DKI Jakarta Province and Sidoarjo, East Java Province

3. Assessment Objectives

the Company's property/asset shares is to provide an opinion on the fair market value as of September 30, 2025, expressed in Rupiah, which will then be used by the Company in calculating the Asset and Liability Sales Transaction .

4. Assumptions, Special Assumptions, Special Conditions and Disclosures

A. Assumptions and Special Assumptions

In this assessment there are several assumptions and special assumptions that the Appraiser uses in connection with the value conclusion, including:

- The property is assessed as having no legal problems and that the ownership rights are valid ( *free and clear* ) and can be marketed.
- In this assessment, the Assessor assumes that the documents related to the object of assessment are correct.
- The appraiser assumes that the copies of the certificate/legality, BPKB, and invoice received from the Company are correct in accordance with the original files.
- The location designation by the Company or its representative, the Appraiser assumes, is truly the object of the assessment.
- The appraiser assumes that the object of assessment indicated by the Company is correct. If it turns out that the object of assessment indicated by the Company is not appropriate, then this assessment is not valid and must be reviewed.
- The appraiser uses the land area listed on the certificate, obtained and agreed upon by the Company and the appraiser assumes it is correct.
- The assessment of Packaging Machines is assessed ex situ and as piecemeal as part of a non-operational business.
- This assessment assumes that the vehicles, heavy equipment, and packaging machinery being assessed are in good condition and functioning properly. We recommend using

experts to inspect the condition of the vehicles, heavy equipment, and packaging machinery.

- The appraiser verifies the location and boundaries of the land within the limits of the appraiser's capabilities.

The appraiser applies special assumptions in valuing property/assets, namely:

- Considering that the assessment was conducted retrospectively for September 30, 2025, while the physical inspection was conducted on November 12-13, 2025, we assume that the physical condition and characteristics of the object being assessed at the time of the inspection are not significantly different from the condition of the object on the assessment date. Therefore, the observations from the inspection results are considered to represent the condition of the object as it existed as of September 30, 2025.
- Based on the information provided in the Depth Level of Investigation, there are limitations to conducting direct inspections of some vehicles that are currently in use. Therefore, the inspection of the vehicle unit is carried out indirectly by referring to information provided by the Company in the form of photographic documentation. Verification regarding the condition of the unit is carried out based on documentation received from the Company and has been verified by the Appraiser within the limits of the Appraiser's capabilities. If the condition of the vehicle does not match the information provided, then this assessment is invalid and must be reviewed.
- Likewise regarding the limitations to conduct direct inspections of some of the Packaging Machines currently in the Third Party company, namely the TY 701-120, SA 316, and TY 701-120 L Seal Bar Machines. Therefore, inspections of the machine units were carried out indirectly by referring to information regarding the specifications and conditions of the machines provided by the Assignor and verification in the form of direct surveys (sampling) of similar machines that we carried out at the warehouse/office location of PT. Master Print, Tbk. Verification regarding the condition of the unit was carried out based on information received from the Company and has been verified by the Appraiser with the limitations of the Appraiser's capabilities. If the condition of the machine does not match the information provided, then this assessment is not valid and must be reviewed.
- Inspection of Inventory and Office Equipment and Packaging Equipment Supplies is conducted by sampling method from the population of items that are the object of assessment as stated in the list provided by the Company in Statement Letter No. 57/DIR-SP/X/2025-A. Sampling of Inventory and Office Equipment and Packaging Equipment Supplies items is determined according to the group/type of item. We assume that this can represent the population as a whole, which we have verified within the limits of the Appraiser's capabilities. If the condition of Inventory and Office Equipment and Packaging Equipment Supplies does not match the information provided, then this assessment is not valid and must be reviewed.
- This assessment was conducted with due care and adherence to applicable professional standards. The appraiser is not responsible for the accuracy of the information provided by the Company if there are significant differences from actual conditions that cannot be directly verified. Therefore, this assessment is invalid and must be reviewed.
- If there is a significant deviation in the information that causes doubt about the value opinion, then this assessment is not valid and must be reviewed.
- The use of special assumptions in this assessment has been agreed upon by both parties, namely the Company and the Appraiser.

#### B. Special Conditions and Disclosures

- In the copies of the electronic certificates we received, namely SHGB NIB. 12.10.000036732.0 and SHGB NIB. 12.10.000037143.0, there is no information on the certificate issuance date, measurement letter number, or measurement letter date.
- In the Ruko/Rukan Assessment, there is no information on the Land Situation Image of SHGB No. 5330. We obtained information regarding the situation image of the land plot from the verification results of the SHGB Copy No. 5325 and checks via the Sentuh Tanahku application and the ATR/BPN website. We have also confirmed this with the Company.
- In the Ruko/Rukan Assessment, the object of assessment is connected via *a connecting door* on each floor of the building with the shophouse on the south side (Unit C-12) which is reported to still be under the same ownership as the shophouse unit of the object of assessment (Unit C-15). On each floor of the asset building there are stairs, but access to the 2nd and 3rd floors of the building can only be accessed from Unit C-12 because the stairs on the asset have been closed.

#### 5. Assessment Approaches and Methods

The selection of the method in the assessment is highly dependent on the object being assessed, as well as the availability of data in the field. Considering the type of Assessment Object, namely Land and Warehouse Buildings (2 units), Shophouses, Vehicles and Heavy Equipment, Packaging Machines, Office Inventory and Equipment, and Packaging Equipment Supplies and referring to the purpose and objectives of the assessment, in accordance with OJK Regulation No. 28/POJK.04/2021 – Chapter X and OJK Circular Letter No. 33/SEOJK.04/2021 – Chapter III, concerning the Assessment Approach, Assessment Method and Assessment Procedure, in this assessment we describe the assessment approach as follows:

No	Property Type	Address	Market Approach	Cost Approach
1	Land and Warehouse Building (2 units)	Central Industrial Park Complex, Omega Block No. 22-23, Kemiri Village, Sidoarjo District, Sidoarjo Regency, East Java Province.	V	V
2	Shophouse/Shophouse	Pangeran Jayakarta Street, Prima Jayakarta Complex Block C No. 15, South Mangga Dua Village, Sawah Besar District, Central Jakarta Administrative City, Special Capital Region of Jakarta Province.	V	V
3	Vehicles and Heavy Equipment	Tangerang area, Banten Province, in Serang, Banten Province, in Jakarta, DKI Jakarta Province and Sidoarjo, East Java Province.	V	V
4	Packaging machines	Tangerang area, Banten Province, in Serang, Banten Province, in Jakarta, DKI Jakarta Province and Sidoarjo, East Java Province.	V	V
5	Office Inventory and Equipment	Tangerang area, Banten Province, in Serang, Banten Province, in Jakarta, DKI Jakarta Province and Sidoarjo, East Java Province.	V	V
6	Packaging Equipment Inventory	Tangerang area, Banten Province, in Serang, Banten Province, in Jakarta, DKI Jakarta Province and Sidoarjo, East Java Province.	V	V

#### 6. Conclusion of value

By using customary valuation methods, and taking into account all factors as stated in this report and based on the applicable assumptions and limitations, the Appraiser is of the opinion that the Market Value of the above assets as of September 30, 2025 is as large as:

**Rp 26.758.966.500,-**  
**(Twenty Six Billion Seven Hundred Fifty Eight Million Nine Hundred Sixty Six**  
**Thousand Five Hundred Rupiah)**

The value the appraiser produces is the result of calculations using the Market Approach and the Cost Approach. The Market Value of the Assets above is the sum of the Market Values of all assets that are the Object of the Appraisal.

This method takes into account all related components that influence the value, so that according to the Appraiser, the resulting value is the value closest to the fairness of the asset price in the market.

### **C. SLN Acquisition Transaction**

The following is a summary of the stock valuation report for SLN as stated in the report No. 00011/2.0113-03/BS/05/0340/1/II/20 dated February 26, 2026:

1. Identity of the Party

The parties involved in this planned transaction are the Company and SLN.

2. Assessment Object

The object of assessment is 49,00% of SLN shares

3. Assessment Objectives

The purpose of the Valuation of SLN shares is to provide an opinion on the fair market value as of September 30, 2025 of 49,00% of SLN shares, expressed in Rupiah, which will then be used by the Company in calculating the SLN Acquisition Transaction.

4. Assumptions and Limiting Conditions

In this assessment, there are several assumptions and limiting conditions that the Appraiser uses in connection with the value conclusion, including:

- The Assessment Report we produce is a non-disclaimer opinion;
- We have reviewed the documents used in the Assessment process;
- The data and information obtained comes from external and internal sources which we believe to be accurate;
- We use adjusted financial projections that reflect the reasonableness of the financial projections made by management in light of its fiduciary duty;
- We are responsible for the implementation of the Assessment and the fairness of the adjusted financial projections;
- We produce Valuation Reports that are open to the public, unless there is confidential information that could affect the company's operations;
- We are responsible for the Valuation Report and the Value conclusion; and
- We have obtained information on the legal status of the Assessment object from the assignor.

5. Assessment approaches and methods

The Appraiser used two Approaches in the SLN Share Valuation. The Appraiser used two approaches in determining the Market Value of 49,00% of SLN shares: the Income Approach with the Discounted Cash Flow ("DCF") method and the Asset Approach with the Excess Earnings Method ("EEM").

6. Conclusion of value

This valuation was conducted with reference to the Indonesian Valuation Code of Ethics, the Indonesian Valuation Standards of the Indonesian Society of Appraisers (MAPPI), and OJK

Regulation No. 35/POJK.04/2020. The appraiser used common approaches and methods in conducting studies and analyses of various relevant data and information, with the condition that the fundamental assumptions underlying the valuation study and analysis are met. Through various considerations of objectivity and fairness of a value, the Appraiser is of the opinion that the Market Value of 49,00% of SLN shares on September 30, 2025 is:

**Rp 89.518.000.000,-**  
**(Delapan Puluh Sembilan Miliar Lima Ratus Delapan Belas Juta Rupiah)**

The value that the Appraiser produces is the result of calculations from the Income Approach with the Discounted Cash Flow (“DCF”) method and the Asset Approach with the Excess Earning Method (“EEM”).

This method takes into account all related components that influence the value, so that according to the Appraiser the resulting value is the value that is closest to the fairness of the share price on the market.

## **VI. SUMMARY OF INDEPENDENT PARTY OPINIONS REGARDING THE PLANNING TRANSACTION**

In accordance with the provisions of Article 22 paragraph 1 letter (b) POJK 17/2020, the Company has appointed Independent Appraisers registered with the OJK, namely KJPP Ihot, Dollar and Raymond as independent appraisers to provide a fairness opinion on the Proposed Transaction. The independent appraisers state that they have no direct or indirect affiliated relationship with the Company under the Capital Market Law.

The following is a summary of the fairness opinion Planned Transaction by the Company as stated in the report No. 00003/2.0110-00/BS/05/0113/1/I/2026 dated 23 January 2026:

1. Identity of the Parties
  - A. Assets and Liabilities Sale Transaction  
The parties involved in this proposed transaction are the Company, GPK, and PTMP.
  - B. SLN Acquisition Transaction  
The parties involved in this proposed transaction are the Company, SLN, and Mr. Darmawan Wangsa (“DW”).
2. Transaction Objects
  - A. Assets and Liabilities Sale Transaction  
The object of the fairness opinion is the proposed sale of the Company's assets and liabilities, including the sale of a 99% stake in PT Global Putra Kusuma to an affiliated party, namely PT Mitra Pack Tbk, with a transaction value of Rp102.184.994.617.
  - B. SLN Acquisition Transaction  
The object of the fairness opinion is the proposed acquisition of a 49% stake in SLN and the change of the Company's business activities into a holding company in connection with the SLN share purchase, with a transaction value of Rp 89.518.000.000.
3. The purpose of providing a fairness opinion  
The purpose of providing a fairness opinion rencana transaksi is to comply with Financial Services Authority Regulation Number 17/POJK.04/2020 concerning Material Transactions and Changes in Business Activities dan Peraturan Otoritas Jasa Keuangan Nomor 42/POJK.04/2020 tentang

Transaksi Afiliasi dan Bentuaran Kepentinganto provide an opinion on the Market Value of the Company's Shares.

#### 4. Assumptions and Limiting Conditions

In preparing this fairness opinion, there are several assumptions and limiting conditions that the Appraiser uses in connection with the conclusion of the fairness opinion, including:

- The appraisal report produced by the appraiser is a non-disclaimer opinion;
- The Appraiser has conducted a review of the data and information used in the valuation process, as prepared by the Company's management.
- The data and information obtained are derived from sources whose accuracy is reliable.
- The Appraiser utilizes adjusted financial projections that reflect the fairness of the financial projections prepared by management, considering their achievability (fiduciary duty).
- The Appraiser is responsible for the conduct of the valuation and the fairness of the adjusted financial projections presented in this fairness opinion report.
- The Appraiser produces a fairness opinion report that is open to the public, except for confidential information that may affect the company's operations.
- The Appraiser is responsible for the fairness opinion report and the valuation conclusions reached.
- The Appraiser has obtained information regarding the legal status of the valuation object from the Company.

#### 5. Assessment approaches and methods

The appraiser uses four approaches to provide a Fairness Opinion on the Company's Proposed Transaction. The approaches and methods used are:

##### a. Transaction Analysis

##### i) The parties involved in

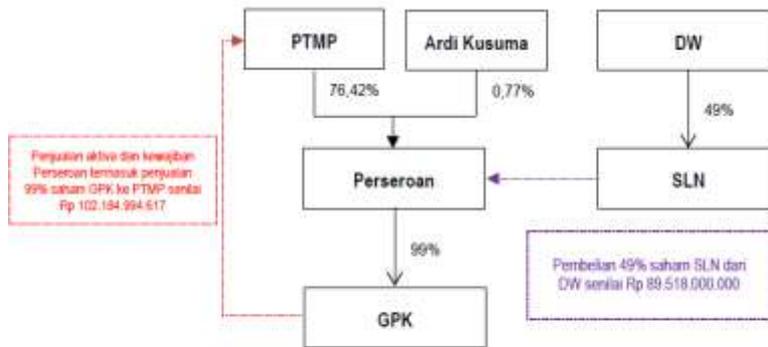
##### A. Assets and Liabilities Sale Transaction:

- PT PT Mitra Pack Tbk as the buyer;
- PT Master Print Tbk as the seller.

##### B. Transaction Acquisition SLN:

- PT Master Print Tbk as the purchaser;
- Mr. Darmawan Wangsa as the seller.

##### ii) Relationship between Parties Who Will Conduct the Transaction.



**Dari Segi Kepemilikan Saham**

Pemegang Saham	Perseroan	PTMP	GPK	SLN
PT Mitra Pack Tbk ("PTMP")	76,42%	-	-	-
PT Master Print Tbk ("Perseroan")	-	-	99,00%	-
PT Kencana Usaha Seniosa	-	72,51%	1,00%	-
Ardi Kusuma	0,77%	-	-	-
Cindy Kusuma	-	0,75%	-	-
Jessica Kusuma	-	0,75%	-	-
Edward Kusuma	-	0,75%	-	-
Masyarakat (masing-masing di bawah 5%)	22,81%	25,24%	-	-
PT Prima Dharna Karsa ("PDK")	-	-	-	51,00%
Darmawan Wangsa ("DW")	-	-	-	49,00%
<b>Total</b>	<b>100,00%</b>	<b>100,00%</b>	<b>100,00%</b>	<b>100,00%</b>

**Dari Segi Kepengurusan**

Nama	Perseroan	PTMP	GPK	SLN
Jessica Kusuma	Komisaris Utama	Komisaris Utama	Komisaris	-
Ilham Djaja	Komisaris	Direktur	Komisaris	-
Hidayadi	Komisaris Independen	-	-	-
Ardi Kusuma	Direktur Utama	Direktur Utama	Komisaris Utama	-
Cindy Kusuma	Direktur	Direktur	Direktur	-
Edward Kusuma	Direktur	Direktur	Direktur	-
Tungga Wijaya	Direktur	Komisaris	Direktur Utama	-
Dr. Gilbert Rely, S.H., S.E	-	Komisaris Independen	-	-
Wang Jinge	-	-	-	Komisaris
Darmawan Wangsa	-	-	-	Direktur

PTMP is a shareholder of the Company. Jessica Kusuma serves as the President Commissioner of the Company and PTMP, as well as a Commissioner of GPK. Ilham Djaja serves as a Commissioner of the Company and GPK, and as a Director of PTMP. Ardi Kusuma serves as the President Director of the Company and PTMP, and as the President Commissioner of GPK. Cindy Kusuma and Edward Kusuma serve as Directors of the Company, PTMP, and GPK. Tungga Wijaya serves as a Director of the Company, a Commissioner of PTMP, and the President Commissioner of GPK.

iii) **Benefits and Risks of Planned Transaction**

The benefits of executing the Planned Transaction are to enhance the Company's business prospects by leveraging business opportunities and changing business activities to expand market share, increase revenue, and strengthen competitive advantage. Furthermore, implementing business activities in the holding sector allows the Company to operate a more structured business model, focusing on the management and development of subsidiaries as an investment portfolio.

The execution of the Planned Transaction also provides added value for shareholders and stakeholders through the enhanced implementation of good corporate governance, revenue growth, improved financial performance, and the potential for sustainable dividend distributions.

As for the risks associated with this Planned Transaction, with the change in the business model to a holding company, the Company's financial performance will depend on the contribution of operational performance and the ability of subsidiaries to generate profits and distribute dividends. Furthermore, the divestment of operational assets as part of the change in business activities potentially creates liquidity and asset concentration risks, particularly if the acquired entity does not perform according to the set targets, which could result in the Company no longer having a primary revenue source to sustain its financial condition.

iv) Effect of the Planned Transaction on the Company's Finances

Based on the analysis of the Company's Proforma Consolidated Financial Information as of September 30, 2025, which has been reviewed by the Public Accounting Firm Kanaka Puradiredja, Suhartono, the Planned Transaction results in an increase in the Company's total assets by Rp 44.702.883.566 and total equity by Rp 98.815.268.933, as well as a decrease in total liabilities by Rp 54.112.385.367

v) Liquidity

Based on the Company's liquidity from 2022 to September 30, 2025, the current ratio ranged between 1,63 and 2,74, while the quick ratio ranged between 1,01 and 1,46. Based on these historical liquidity ratios, the Company possesses a solid liquidity capacity as its total current assets exceed the short-term liabilities that must be met in the near term.

b. Quantitative and Qualitative Analysis of Planned Transaction

i) Quantitative Analysis

Based on the incremental analysis, with the execution of the Planned Transaction, the added value of the Company's total assets is projected to experience a Compound Annual Growth Rate (CAGR) of approximately 13,94%, or reach Rp 285.212.157 thousand by 2030, compared to the Company's total assets as of September 30, 2025, which amounted to Rp 143.775.377 thousand. Without the Planned Transaction, the Company's total assets are projected to experience a CAGR of approximately 9,19%, reaching Rp 228.107.491 thousand by 2030.

With the Planned Transaction, the Company's total liabilities are projected to experience a negative CAGR of approximately 47,91%, reaching Rp 1.811.606 thousand by 2030, compared to the Company's total liabilities as of September 30, 2025, which amounted to Rp 55.598.228 thousand. Without the Planned Transaction, the Company's total liabilities are projected to experience a CAGR of approximately 6,27%, reaching Rp 76.500.638 thousand by 2030.

Furthermore, the Company's total equity is projected to experience a CAGR of approximately 24,91%, reaching Rp 283.400.551 thousand by 2030, compared to the Company's total equity as of September 30, 2025, which amounted to Rp 88.177.149 thousand. Without the Planned Transaction, the Company's total equity is projected to experience a CAGR of approximately 10,87%, reaching Rp 151.606.853 thousand by 2030.

ii) Qualitative Analysis

Based on the rationale for the transaction, the qualitative benefits of the acquisition for the Company include enhancing the Company's financial performance through promising business prospects. Through the acquisition, strategic synergies can be created between

the Company and its subsidiaries to focus on managing new business activities in the sea transportation sector. The Company will hold full control over SLN and will be able to consolidate SLN's financial statements. Furthermore, the acquisition enables product and service development through the subsidiary's business, which can open opportunities for new revenue streams.

The qualitative disadvantages of this transaction include the execution costs associated with the Planned Transaction that must be incurred, as well as the fact that revenue from the packaging business will no longer be obtained thereafter (however, this will be replaced by holding business revenue from the subsidiary in the sea transportation sector, thus ensuring no impact on going concern).

c. Analysis of the fairness of value Planned Transaction

i) Value Analysis of the Planned Transaction

A. Assets and Liabilities Sale Transaction

As stipulated in the Master Agreement, the price for the sale of the Company's assets and liabilities, including the sale of a 99% stake in GPK to be paid by PTMP to the Company, is Rp 102.184.994.617.

Based on the Asset Valuation Report of the Company prepared by KJPP Syarif, Endang dan Rekan with Report No. 00007/2.0113-01/PI/05/0518/1/I/2026 dated January 6, 2026, which utilized the Market Approach and Cost Approach, the Market Value of the Company's Assets (inventory and fixed assets) as of September 30, 2025, was Rp 26.758.966.500.

Based on the Valuation Report of a 99% Stake in GPK prepared by KJPP Syarif, Endang dan Rekan with Report No. 00010/2.0113-03/BS/05/0340/1/II/2026 dated February 26, 2026, which utilized the Discounted Cash Flow (DCF) method and the Guideline Publicly Traded Company (GPTC) method, the Market Value of a 99% Stake in GPK as of September 30, 2025, was Rp 29.601.000.000.

For other asset accounts such as cash and bank, accounts receivable, other receivables, prepaid expenses, advances, and right-of-use assets, the Book Value as of September 30, 2025, of Rp 91.836.373.167 was utilized. For other liability accounts such as short-term bank loans, accounts payable, other payables, sales advances, accrued expenses, lease liabilities, consumer financing payables, and employee benefit liabilities, the Book Value as of September 30, 2025, of Rp 46.011.345.050 was utilized. Therefore, the Book Value of the Company's Assets and Liabilities as of September 30, 2025, as stated in the Master Agreement, is Rp 45.825.028.117.

It is observed that the transaction value for the sale of the Company's assets and liabilities, including the sale of a 99% stake in GPK, is equivalent to the market value of the appraised assets and shares; therefore, we are of the opinion that the transaction value is fair.

The Company does not require a waiver in relation to the short-term bank loan from PT Bank Mandiri (Persero) Tbk, as such loan has been fully repaid. The Company will enter into an assignment agreement in relation to lease liabilities with Ardi Kusuma and PT Mitra Pack Tbk (PTMP), both of whom are shareholders who will acquire such liabilities of the Company. In addition, the consumer financing payables to PT BCA Finance, PT Astra Finance, PT Bank Jasa Jakarta, and PT Mega Finance are currently in the process of being settled.



## B. SLN Acquisition Transaction

As stipulated in the Share Purchase Agreement between the Company and Mr. Darmawan Wangsa dated January 7, 2026, the price for the purchase of a 49% stake in SLN to be paid by the Company to Mr. Darmawan Wangsa is Rp 89.518.000.000 (eighty-nine billion five hundred eighteen million rupiah).

Based on the Valuation Report of a 49% Stake in SLN prepared by KJPP Syarif, Endang dan Rekan with Report No. 00004/2.0113-03/BS/05/0340/1/I/2026 dated January 7, 2026, which utilized the Discounted Cash Flow (DCF) method and the Excess Earnings Method (EEM), the Market Value of a 49% Stake in SLN as of September 30, 2025, was Rp 89.518.000.000 (eighty-nine billion five hundred eighteen million rupiah).

It is observed that the transaction value for the purchase of the 49% stake in SLN is equivalent to the market value of the appraised shares; therefore, we are of the opinion that the transaction value is fair.

### ii) Incremental and Profitability Analysis

The profitability and incremental analysis of the overall Planned Transaction is conducted to assess the ability to generate positive revenue and profit for the Company by comparing the Company's financial projections (potential economic benefits) before the execution of the Planned Transaction against those after the execution of the Planned Transaction.

The following is the Company's consolidated performance without the occurrence of the Planned Transaction during the projection period of 2025–2030:

(in thousands of IDR, unless otherwise stated)

Keterangan	Okt-Des 2025	2026	2027	2028	2029	2030
Aset	142.258.944	155.390.349	175.747.784	204.503.070	212.705.750	228.107.491
Liabilitas	53.540.068	57.155.659	61.410.604	6.619.061	71.325.852	76.500.638
Ekuitas	88.718.876	98.234.690	114.337.180	138.384.009	141.379.898	151.606.853
Pendapatan Usaha	32.436.255	149.206.773	171.587.789	197.325.958	187.459.660	215.578.609
Laba (Rugi) Usaha	(236.410)	7.021.521	15.184.012	25.281.803	(1.788.910)	7.405.181
Laba Periode Berjalan	19.210.820	10.417.762	16.931.111	24.958.311	3.998.520	11.329.849
EBITDA	447.424	9.719.351	17.254.558	27.379.682	337.668	9.158.653

\*) EBITDA= Earning Before Interest Tax Depreciation Amortisation

The following is the Company's consolidated performance with the occurrence of the Planned Transaction during the projection period of 2025–2030:

(in thousands of IDR, unless otherwise stated)

Keterangan	Okt-Des 2025	2026	2027	2028	2029	2030
Aset	174.754.717	190.135.538	207.164.952	229.307.575	256.539.221	285.212.157
Liabilitas	1.535.352	1.597.745	1.642.508	1.700.288	1.802.537	1.811.606
Ekuitas	173.219.365	188.537.793	205.522.444	227.607.287	254.736.684	283.400.551
Pendapatan Usaha	19.754.138	105.355.400	124.089.787	150.915.886	193.901.118	199.873.454
Laba (Rugi) Usaha	3.089.016	16.582.693	18.478.728	23.895.834	29.456.210	31.062.348
Laba Periode Berjalan	2.851.966	15.318.428	16.984.651	22.084.843	27.129.397	28.663.867
EBITDA	4.661.373	22.922.833	25.016.718	30.641.671	36.404.896	38.213.883

Based on the incremental and profitability analysis of the overall Planned Transaction above, the results indicate that the Planned Transaction to be conducted by the Company possesses good prospects and profitability levels.

iii) Analysis of Other Relevant Non-Financial Factors

To maintain the Company's business continuity, the shareholders and management are endeavoring to formulate strategic plans, including business enhancement through the Planned Transaction.

The steps that have been and will be taken by the Company in connection with the transition to the new business are as follows:

- Conducting a feasibility study on the Change of Business Activities for Holding Company Activities (KBLI 64200), Head Office Activities (KBLI 70100), and Other Management Consultancy Activities (KBLI 70209) with Report No. 00001/2.0113-03/BS-FS/05/0340/1/I/2025 dated January 13, 2026, by KJPP Syarif, Endang dan Rekan;
- Convening an Extraordinary General Meeting of Shareholders (EGMS) regarding material transactions and affiliated transactions;
- Divesting the subsidiary, GPK, to the Company's current parent entity, PTMP;
- Acquiring the subsidiary, SLN, to support the Company's new business activities.

6. Conclusion of Fairness Opinion

This Fairness Opinion has been prepared to comply with the provisions of the Financial Services Authority Regulation Number 17/POJK.04/2020 concerning Material Transactions and Changes in Business Activities and the Financial Services Authority Regulation Number 42/POJK.04/2020 concerning Affiliated Transactions and Conflicts of Interest, as well as in accordance with the Indonesian Code of Valuation Ethics, the Indonesian Valuation Standards from the Indonesian Society of Appraisers (MAPPI), and the Financial Services Authority Regulation Number 35/POJK.04/2020. The Appraiser has utilized common approaches and methods in conducting studies and analyses of relevant data and information, with the fulfillment of the underlying fundamental assumptions.

Based on the transaction analysis, qualitative and quantitative analysis, transaction value fairness analysis, and other relevant factors, the Appraiser is of the opinion that the Planned Transaction, consisting of the sale of assets and liabilities and the acquisition of a 49% shareholding in SLN by the Company, is fair.

This Fairness Opinion is valid as long as there are no changes that have a significant impact on the transaction value, market and economic conditions, business and financial conditions, and the regulations of the Government of the Republic of Indonesia between the date of the report and the execution of the Planned Transaction.

## VII. AVAILABILITY OF EXPERTS RELATED TO CHANGES IN BUSINESS ACTIVITIES

The company is not hiring any new employees. This is because it already has sufficient skilled personnel, both in terms of quantity and competence, to carry out operations professionally and in accordance with applicable standards.

## VIII. STATEMENT OF THE COMPANY'S BOARD OF COMMISSIONERS AND BOARD OF DIRECTORS

## 1. Statement of the Board of Directors

The Board of Directors of the Company hereby declares that this Transaction constitutes a material transaction as referred to in OJK Regulation No. 17/POJK.04/2020 and also constitutes an affiliated transaction as referred to in OJK Regulation No. 42/POJK.04/2020. The Transaction has been carried out through adequate procedures in accordance with the Company's internal policies to ensure that the Transaction is conducted in accordance with generally accepted business practices and in compliance with the provisions of OJK Regulation No. 42/POJK.04/2020.

## 2. Statement of the Board of Directors and the Board of Commissioners

The Board of Directors and the Board of Commissioners of the Company hereby declare that the acquisition transaction of SLN and the Sale of Assets and Liabilities Transaction potentially contain a conflict of interest, as they are carried out in connection with the sale of shares of PT Mitra Pack Tbk in the Company to Deep Source Pte. Ltd. To the best of their knowledge and belief, all material information in connection with the Planned Transaction has been disclosed in this Public Disclosure and such information is not misleading and can be properly accounted for.

# IXI. GENERAL MEETING OF SHAREHOLDERS

## A. Background and Agenda of the EGMS and Independent EGMS

The EGMS regarding Changes in Business Activities and the Independent EGMS regarding the Proposed Transaction will be held on March 3, 2026 at a place and time that will be detailed in the Notice of the EGMS and the Independent EGMS which will be delivered on February 9, 2026.

The Company will also hold the EGMS and Independent EGMS electronically based on POJK No. 16/2020 through the eASY.KSEI application.

Therefore, the Company strongly urges all Shareholders to attend the EGMS and Independent EGMS by granting power of attorney to the party appointed by the Company's Securities Administration Bureau ("BAE") by signing and returning the power of attorney form which can be obtained on the Company's website ([www.masterprint.co.id](http://www.masterprint.co.id)) and in connection with the Independent EGMS, the Independent Shareholder Statement Letter to the Company via email [corsec@masterprint.co.id](mailto:corsec@masterprint.co.id). The power of attorney must be received by the Company's Board of Directors no later than 3 (three) working days before the date of the EGMS and Independent EGMS, namely February 26, 2026, at the BAE office, namely PT Adimitra Jasa Korpora, which is domiciled in Jakarta and is located at Kirana Boutique Office Block F3 No. 5. Jl. Kirana Avenue III, Kelapa Gading North Jakarta 14240. Shareholders can also provide power of attorney electronically through the KSEI Electronic General Meeting System (eASY.KSEI) facility at the link <https://akses.ksei.co.id/> provided by KSEI as a mechanism for providing electronic power of attorney in the process of holding the EGMS and Independent EGMS no later than 1 (one) working day before the date of the Independent EGMS, namely on March 2, 2026.

Shareholders or their proxies who wish to attend the Independent EGMS must sign the Independent Shareholder Statement.

The announcement regarding the EGMS and Independent EGMS, along with Information to Shareholders, was published on January 23, 2026 on the IDX website, the Company's website, and the website of PT Kustodian Sentral Efek Indonesia ("eASY.KSEI"). The invitation to attend the Independent EGMS is planned to be announced on the IDX website, the Company's website, and eASY.KSEI on February 9, 2026.

Shareholders who are entitled to attend the EGMS and Independent EGMS related to the agenda of approval for Changes in Business Activities and the Transaction Plan are the Shareholders (and in connection with the Independent EGMS, the Independent Shareholders) whose names are recorded in the Company's Shareholder Register on the Recording Date.

In accordance with the provisions of Article 1 point 12 of POJK 15/2020, Independent Shareholders are shareholders who do not have personal economic interests in connection with a particular transaction and are not members of the Board of Directors, members of the Board of Commissioners, major shareholders, and Controllers of the Company or are not affiliated parties of members of the Board of Directors, members of the Board of Commissioners, major shareholders and Controllers of the Company.

In accordance with the provisions of Article 44 points a and b of POJK 15/2020, an Independent EGMS may be held if the Independent EGMS is attended by more than 1/2 (one half) of the total number of shares with valid voting rights owned by Independent Shareholders. The decision of the Independent EGMS is valid if approved by more than 1/2 (one half) of the total number of shares with valid voting rights owned by Independent Shareholders.

In accordance with the provisions of Article 20 of POJK 15/2020, in the event that the required quorum for attendance of Independent Shareholders is not achieved in the first Independent EGMS, the next Independent EGMS is planned to be held within 10 (ten) days after the first Independent EGMS is held.

In accordance with the provisions of Article 44 points c and d of POJK 15/2020, the second Independent EGMS can be held if attended by more than 1/2 (one half) of the total number of shares with valid voting rights owned by Independent Shareholders and the decision is valid if approved by more than 1/2 (one half) of the total number of shares with valid voting rights owned by Independent Shareholders who are present at the second Independent EGMS.

In accordance with the provisions of Article 21 of POJK 15/2020, if the required quorum for attendance of Independent Shareholders is not achieved in the second Independent EGMS, the next Independent EGMS is planned to be held according to the time determined by the OJK.

In accordance with the provisions of Article 44 points e and f POJK 15/2020, in the event that the attendance quorum at the second Independent EGMS is not reached, the third Independent EGMS will be held with the provision that the Meeting is valid and has the right to make decisions if attended by independent shareholders of shares with valid voting rights, within the attendance quorum determined by the OJK at the request of the Company. The decision of the third Independent EGMS is valid if approved by independent shareholders representing more than 50% (fifty percent) of the shares owned by independent shareholders present at the third Independent EGMS.

The Company's shareholders may propose agenda items for the EGMS and Independent EGMS which must be received by the Company no later than February 2, 2026 and meet the requirements as referred to in Article 21 paragraph (8) letter b of the Company's Articles of Association in conjunction with Article 16 paragraphs (1), (2), and (3) POJK 15/2020.

The attendance and voting quorums for the EGMS regarding the approval of the proposed disposal of all shareholding assets in PTMR to Deep Source Pte. Ltd. are as follows:

a. The EGMS may be held if attended by shareholders representing at least **3/4 (three-quarters)** of the total shares with valid voting rights, and the resolution of the EGMS shall be valid if approved by more than **3/4 (three-quarters)** of all shares with voting rights present at the EGMS;

b. In the event that the quorum referred to in point (a) is not met, a **second EGMS** may be held, provided that it shall be valid and entitled to adopt resolutions if attended by shareholders representing at least **2/3 (two-thirds)** of the total shares with valid voting rights, and the resolution of the second EGMS shall be valid if approved by more than **3/4 (three-quarters)** of all shares with voting rights present at the EGMS; and

c. In the event that the attendance quorum for the second EGMS as referred to in point (b) is not met, a **third EGMS** may be held, provided that it shall be valid and entitled to adopt resolutions if attended by shareholders with valid voting rights in such attendance and voting quorums as determined by the **OJK** upon the Company's request.

Furthermore, the attendance and voting quorums for the **Independent EGMS** are as follows:

a. The EGMS may be held if attended by more than **1/2 (one-half)** of the total shares with valid voting rights held by **Independent Shareholders**, and the resolution of the EGMS shall be valid if approved by more than **1/2 (one-half)** of the total shares with valid voting rights held by Independent Shareholders;

b. In the event that the quorum referred to in point (a) is not met, a **second EGMS** may be held if attended by more than **1/2 (one-half)** of the total shares with valid voting rights held by Independent Shareholders, and the resolution of the second EGMS shall be valid if approved by more than **1/2 (one-half)** of the total shares with valid voting rights held by the Independent Shareholders present at the EGMS;

c. In the event that the attendance quorum for the second EGMS as referred to in point (b) is not met, a **third EGMS** may be held, provided that it shall be valid and entitled to adopt resolutions if attended by Independent Shareholders with valid voting rights, within the attendance quorum determined by the **OJK** upon the Company's request; and the resolution of the third EGMS shall be valid if approved by Independent Shareholders representing more than **50% (fifty percent)** of the shares held by Independent Shareholders present at the EGMS.

In the event that the **Change of Business Activities** does not obtain EGMS approval, the proposed plan may only be resubmitted for EGMS approval at the earliest **12 (twelve) months** after the date of the EGMS that did not approve said change.

In the event that an **Affiliated Transaction** requiring prior approval from Independent Shareholders or a **Conflict of Interest Transaction** is not approved by the Independent Shareholders in the EGMS, the proposed transaction may only be resubmitted for EGMS approval at the earliest **12 (twelve) months** after the date of the EGMS that did not approve said transaction.

## X. LIST OF IMPORTANT DATES RELATED TO THE PLAN OF THE TRANSACTION

Estimated important dates in connection with the Proposed Transaction and Changes in Business Activities are as follows:

No	Activity	Date
1.	Notification of the Agenda of the EGMS and Independent EGMS to the OJK	January 15, 2026
2.	Announcement of EGMS and Independent EGMS	January 23, 2026
3.	Announcement of Disclosure of Information	January 23, 2026
4.	Invitation to EGMS and Independent EGMS	February 9, 2026
5.	EGMS and Independent EGMS	March 3, 2026
6.	Transaction Plan and Business Activity Change Plan are carried out	March 3, 2026
7.	Submission of Summary of Minutes of EGMS and Independent EGMS	March 5, 2026

## XIV. MISCELLANEOUS

If shareholders require further information regarding the Transaction Plan and Changes to Business Activities, they can contact the Company on any day and during the Company's operational hours:

**Corporate Secretary**

Jl. Prince Jayakarta No.135 Block C12-15, South Mangga Dua

Sawah Besar, South Jakarta

Phone: 021 – 624-0170

Website: [www.masterprint.co.id](http://www.masterprint.co.id)

Email: [corsec@masterprint.co.id](mailto:corsec@masterprint.co.id)

**Ardi Kusuma**

President director