



PT INDOMOBIL SUKSES INTERNASIONAL Tbk

WISMA INDOMOBIL 6th Floor, Jl. MT. Haryono Kav. 8, Jakarta 13330
Phone: 62-21 8564850, 8564860, 8564870 (hunting)
Facsimile: 62-21 8564833
Web site: <http://www.indomobil.com>

No. 365/IMSI/CS-226/VII/13

23 Juli 2013

Kepada Yth.
Kepala Eksekutif Pengawas Pasar Modal
Otoritas Jasa Keuangan
Gedung Sumitro Djojohadikusumo
Jl. Lapangan Banteng Timur No. 2-4
Jakarta 10710

Perihal : Laporan dan Keterbukaan Informasi Pelaksanaan Transaksi Afiliasi

Dengan hormat,

PT Wahana Inti Selaras ("WISEL"), salah satu anak perusahaan yang 99,99% sahamnya secara langsung dan tidak langsung dimiliki oleh PT Indomobil Sukses Internasional Tbk ("Perseroan"), telah melaksanakan transaksi pembelian seluruh (6.150 lembar) saham milik PT IMG Sejahtera Langgeng ("IMGSL") di PT Indo Traktor Utama ("INTRAMA") ("Transaksi Pembelian Saham Milik IMGSL di INTRAMA oleh WISEL"). Sebagai informasi, IMGSL juga merupakan anak perusahaan Perseroan yang 99,99% sahamnya dimiliki oleh Perseroan.

Sehubungan dengan hal tersebut diatas, dalam rangka memenuhi ketentuan angka 2 Paragraf (b) butir 5 dari Peraturan No.IX.E.1, lampiran Keputusan Ketua Bapepam dan LK No. KEP-412/BL/2009 tanggal 25 November 2009 tentang Transaksi Afiliasi Dan Benturan Kepentingan Transaksi Tertentu ("Peraturan No.IX.E.1"), dengan ini kami sampaikan laporan yang memuat penjelasan terperinci perihal transaksi yang dilakukan oleh WISEL yaitu sebagai berikut:

1. Uraian Transaksi

- WISEL telah menandatangani Perjanjian Jual Beli Saham tertanggal 19 Juli 2013, yang dibuat oleh dan antara WISEL selaku pembeli dengan IMGSL selaku penjual, yang menyepakati perihal pembelian 1.650 saham milik IMGSL di INTRAMA.
- Transaksi pembelian saham sebagaimana diuraikan tersebut di atas dilakukan oleh WISEL dengan harga keseluruhan sebesar Rp.6.150.000.000,-.
- Selanjutnya susunan kepemilikan saham di INTRAMA sebelum dan setelah dilaksanakannya Transaksi Pembelian Saham Milik IMGSL di INTRAMA oleh WISEL adalah sebagai berikut:

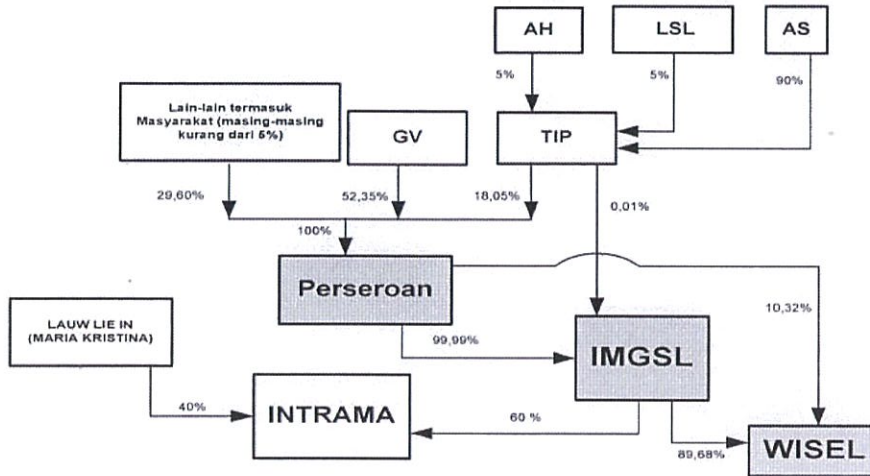
| Sebelum Pengalihan Saham | | | | Setelah Pengalihan Saham | | | |
|--------------------------|---------------|---------------------------|------------|--------------------------|---------------|---------------------------|------------|
| Pemegang Saham | Jumlah Saham | Jumlah Nominal (Rp) 000,- | % | Pemegang Saham | Jumlah Saham | Jumlah Nominal (Rp) 000,- | % |
| - IMGSL | 6.150 | 6.150.000.000 | 60 | - WISEL | 6.150 | 6.150.000.000 | 60 |
| - LLI *) | 4.100 | 4.100.000.000 | 40 | - LLI *) | 4.100 | 4.100.000.000 | 40 |
| Total | 10.250 | 10.250.000.000 | 100 | Total | 10.250 | 10.250.000.000 | 100 |

*LLI : LAUW LIE IN (MARIA KRISTINA)



- d. WISEL, IMGSL dan INTRAMA adalah pihak yang terafiliasi dengan Perseroan dengan sifat hubungan afiliasi sebagaimana dapat dilihat dalam bagan hubungan kepemilikan saham dan kepengurusan sebagaimana berikut ini:

Bagan Kepemilikan Saham



Keterangan:

| | |
|---------|-------------------------------|
| AH | : Andree Halim |
| LSL | : PT Lintas Sejatera Langgeng |
| AS | : Anthoni Salim |
| GV | : Gallant Venture Ltd. |
| TIP | : PT Tritunggal Intipermata |
| IMGSL | : PT IMG Sejahtera Langgeng |
| WISEL | : PT Wahana Inti Selaras |
| INTRAMA | : PT Indo Traktor Utama |

Tabel Susunan Kepengurusan

| NAMA | Perseroan | IMGSL | INTRAMA | WISEL |
|-----------------------------|-----------------------|----------------|--------------------------|-----------------------|
| Jusak Kertowidjojo | Direktur Utama | Direktur Utama | Presiden Komisaris | Direktur Utama |
| Josef Utamin | Direktur | Komisaris | Presiden Direktur | Wakil Komisaris Utama |
| Alex Sutisna | Direktur | Direktur | Wakil Presiden Direktur | Direktur |
| Santiago Soriano Navarro | Direktur | --- | --- | --- |
| Bambang Subijanto | Direktur | --- | Wakil Presiden Komisaris | Komisaris Utama |
| Jacobus Irawan | Direktur | --- | --- | --- |
| Djendratna Budimulja T | Direktur | --- | --- | Wakil Direktur Utama |
| Soebronto Laras | Komisaris Utama | --- | --- | --- |
| Pranata Hajadi | Wakil Komisaris Utama | --- | --- | --- |
| Dr.-Ing.Gunadi Sindhuwinata | Komisaris | --- | --- | --- |
| Eugene Cho Park | Komisaris | --- | --- | --- |
| Soegeng Sarjadi | Komisaris Independen | --- | --- | --- |
| Drs Hanadi Rahardja | Komisaris Independen | --- | --- | --- |
| Mohamad Jusuf Hamka | Komisaris Independen | --- | --- | --- |

| | | | | |
|------------------------------|-----|----------|-----------|-----|
| Kenji Taira | --- | Direktur | --- | --- |
| Ng Ah Koo (Eric Ng) | --- | --- | Direktur | --- |
| Lauw Lie In (Maria Kristina) | --- | --- | Komisaris | --- |

2. Penjelasan, pertimbangan dan alasan dilaksanakannya transaksi

Untuk sinergi bisnis agar lebih efektif dan efisien, sehingga secara tidak langsung akan memberikan kontribusi yang positif terhadap Laporan Keuangan Konsolidasian Perseroan secara keseluruhan, yang pada akhirnya memberikan manfaat bagi pemegang saham publik Perseroan.

3. Pernyataan Dewan Komisaris dan Direksi

Berdasarkan Surat Pernyataan tertanggal 23 Juli 2013 yang ditandatangani oleh seluruh anggota Direksi dan Dewan Komisaris Perseroan, para Direksi dan Komisaris menyatakan bahwa semua informasi material terkait dengan Transaksi Pembelian Saham Milik IMGSL di INTRAMA oleh WISEL yang intinya sebagaimana tertera dalam surat ini, adalah telah diungkapkan secara lengkap dan tidak menyesatkan.

Demikian informasi yang dapat kami sampaikan terkait dengan pelaksanaan Transaksi Pembelian Saham Milik IMGSL di INTRAMA oleh WISEL.

Hormat kami,
PT Indomobil Sukses Internasional Tbk

Jusak Kertowidjojo
Direktur Utama

Djendratna Budimulja T.
Direktur

Tembusan:

- Yth. Direksi PT Bursa Efek Indonesia

23 July 2013

No. 365/IMSI/CS-226/VII/13

To:
Head of Capital Market Supervisory
Indonesia Financial Services Authority
Gedung Sumitro Djohadikusumo
Jl. Lapangan Banteng Timur No. 2-4
Jakarta 10710

Subject : The Report and Disclosure of an Affiliated Transaction

Dear Sir,

PT Wahana Inti Selaras ("WISEL"), a 99.99% directly and indirectly owned subsidiary of PT Indomobil Sukses Internasional Tbk ("Company"), has purchased the entire (6,150) shares owned by PT IMG Sejahtera Langgeng ("IMGSL") in PT Indo Traktor Utama ("INTRAMA") ("Purchase of INTRAMA Shares owned by IMGSL by WISEL"). For information, IMGSL is also a 99.99% owned subsidiary of the Company.

In connection with the above, in compliance with the provision of Bapepam-LK Rule number 2 Paragraph (b) point 5 of the Regulation No.IX.E.1, Bapepam Chairman's Decision No. KEP-412/BL/2009 dated 25 November 2009 regarding the Transaction with Affiliated Parties and Conflict of Interest on Certain Transaction ("Rule No. IX.E.1"), we hereby submit a report with detailed explanation on the transaction conducted by WISEL as follows:

1. Description of Transaction

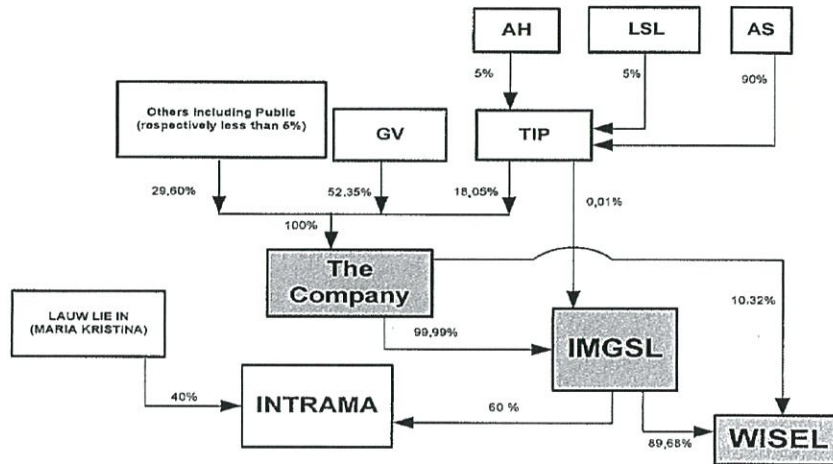
- a. WISEL has signed the Shares Sale and Purchase Agreement dated 19th July 2013, made by and between WISEL as purchaser and IMGSL as seller, which agree to the purchase of 1,650 shares owned by IMGSL in INTRAMA.
- b. The share purchase transaction mentioned above is done by WISEL with a total consideration of Rp. 6,150,000,000,-.
- c. In addition the composition of share ownership of INTRAMA before and after the Purchase of INTRAMA Shares owned by IMGSL by WISEL shall be as follow:

| Before Transfer of Shares | | | | After Transfer of Shares | | | |
|---------------------------|------------------|-----------------------|------------|--------------------------|------------------|-----------------------|------------|
| Shareholders | Number of Shares | Nominal (Rp) 000,- | % | Shareholders | Number of Shares | Nominal (Rp) 000,- | % |
| - IMGSL | 6,150 | 6,150,000,000 | 60 | - WISEL | 6,150 | 6,150,000,000 | 60 |
| - LLI *) | 4,100 | 4,100,000,000 | 40 | - LLI *) | 4,100 | 4,100,000,000 | 40 |
| Total | 10,250 | 10,250,000,000 | 100 | Total | 10,250 | 10,250,000,000 | 100 |

*) LLI : LAUW LIE IN (MARIA KRISTINA)

- d. WISEL, INTRAMA and IMGSL are affiliated with the Company, with relationship can be seen in the scheme of share ownership and management chart below:

Scheme of Share Ownership



Notes:

| | |
|---------|-------------------------------|
| AH | : Andree Halim |
| LSL | : PT Lintas Sejatera Langgeng |
| AS | : Anthoni Salim |
| GV | : Gallant Venture Ltd. |
| TIP | : PT Tritunggal Intiper mata |
| IMGSL | : PT IMG Sejahtera Langgeng |
| WISEL | : PT Wahana Inti Selaras |
| INTRAMA | : PT Indo Traktor Utama |

Table of the Composition of Management

| Name | Company | IMGSL | INTRAMA | WISEL |
|-----------------------------|-----------------------------|--------------------|-----------------------------|-----------------------------|
| Jusak Kertowidjojo | President Director | President Director | President Commissioner | President Director |
| Josef Utamin | Director | Commissioner | President Director | Vice President Commissioner |
| Alex Sutisna | Director | Director | Vice President Director | Director |
| Santiago Soriano Navarro | Director | --- | --- | --- |
| Bambang Subijanto | Director | --- | Vice President Commissioner | President Commissioner |
| Jacobus Irawan | Director | --- | --- | --- |
| Djendratna Budimulja T | Director | --- | --- | Vice President Director |
| Soebronto Laras | President Commissioner | --- | --- | --- |
| Pranata Hajadi | Vice President Commissioner | --- | --- | --- |
| Dr.-Ing.Gunadi Sindhuwinata | Commissioner | --- | --- | --- |

| | | | | |
|------------------------------|--------------------------|----------|--------------|-----|
| Eugene Cho Park | Commissioner | --- | --- | --- |
| Soegeng Sarjadi | Independent Commissioner | --- | --- | --- |
| Drs Hanadi Rahardja | Independent Commissioner | --- | --- | --- |
| Mohamad Jusuf Hamka | Independent Commissioner | --- | --- | --- |
| Kenji Taira | --- | Director | --- | --- |
| Ng Ah Koo (Eric Ng) | --- | --- | Director | --- |
| Lauw Lie In (Maria Kristina) | --- | --- | Commissioner | --- |

2. Explanation, Consideration and Rationale of Transaction

For the business synergize to be more effective and efficient, so as to indirectly contribute positively to the overall Consolidated Financial Statement of the Company, which will ultimately benefit the public shareholder of the Company.

3. Statement of the Board of Commissioners and Board of Directors

By the Statement Letter dated 23 July 2013, signed by all members of the Board of Directors and Board of Commissioners of the Company, the Board of Directors and the Board of Commissioners certify that all material information relating to the Purchase of INTRAMA Shares owned by IMGSL by WISEL which the details as stated in this letter, has been fully disclosed and not misleading.

With the above, we submit the information regarding the Purchase of INTRAMA Shares owned by IMGSL by WISEL.

Regards,

PT Indomobil Sukses Internasional Tbk

Jusak Kertowidjojo

President Director

Djendratna Budimulja T.

Director

cc:

The Board of Directors of Indonesia Stock Exchange