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Annual Report 2014



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### Good Corporate Governance

Lippo Karawaci believes that in order to expand business to a higher level and sustainable, the Company needs a strong platform to implement good corporate governance (GCG).

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#### Corporate Social Responsibility

The focus of Lippo Karawaci's corporate social responsibility stands on three pillars: education, public health and environmental awareness.







# **Cover Story**

# The Milestones

n the midst of domestic and global challenges in 2014, PT Lippo Karawaci Tbk ("LPKR") managed to maintain growth with the appropriate business strategy. The Company's journey commenced in 1993 and has been through a number of challenges and crisis, but its strategy to diversify its business is critical, enabling, the Company to overcome various economic difficulties. In 2010, the Company launched its business transformation program, aiming to be a USD8 billion company by 2015 from USD3 billion in 2010. With this mission in mind, the Company adopted an asset light strategy to ensure sustainability, balancing revenues through a higher contribution from its recurring business. Another strategy was to optimise its limited landbank by developing more high rise projects, tailored to the needs of modern society and burgeoning middle and upper class in Indonesia. Key projects successfully launched in 2014 were St. Moritz Panakukang in Makassar, Embarcadero Eastern and Western Wing in Bintaro, Holland Village Office Tower and Condominium in Central Jakarta, Millenium Village in Lippo Karawaci and Orange County in Cikarang. These achievements are evidence of Lippo Karawaci's adaptability to various economic conditions, and its transformation journey to become Indonesia's most integrated property group and well respected globally.

## Lippo Karawaci at a Glance

# BUILDING THE FUTURE

The Company accelerated growth momentum to build the future, and the more importantly is to increase value for stakeholders.

ippo Karawaci began its commercial journey in 1993, through PT Tunggal Reksakencana founded in

October 1990. In 1993, the Company started its first independent township project in Tangerang, west of Jakarta under the name Lippo Village. Lippo Village has then transformed into a sustainable independent community. The Company also developed two other independent townships in Cikarang and Tanjung Bunga.

The Company not only built residential and commercial areas, schools, hospitals, malls, hotels, golf courses, but also 364 km of roads, planted 157,486 trees and developed several water treatment facilities in its three independent townships for over 24 years; as part of the Company's commitment to build sustainable living environment with positive impact to

the quality of the people, where the Company runs the business.

In 2004, it merged eight property related companies and consolidated to become Lippo Karawaci. In 2009 the Company's business is grouped into six business pillars. Then the Company simplified them into four main pillars: Properties (consisted of Urban Development and Large Scale Integrated Development), Healthcare, Commercial (Retail Mall and Hotel) and Asset Management (Town Management and Portfolio Management). Since then, market capitalization of Lippo Karawaci grew significantly and reached Rp23.5 trillion at the end of 2014. The Company even became the largest public diversified property Company in Indonesia based on Total Revenue and Total Assets. The size does not hamper Lippo Karawaci's pace to grow. The Company is able to move quickly, and effectively adapting to the demand or change in urban lifestyle by providing world class products

recognized by international society, as proven with the various awards received. The Company has received Euromoney awards six times as "The Best Developer in Indonesia" (2005, 2007, 2008, 2009, 2011 and 2012) and three times received "The Best Developer in Indonesia" award from South East Asia Property (2011, 2012 and 2013). This cemented the Company's status as one of the most

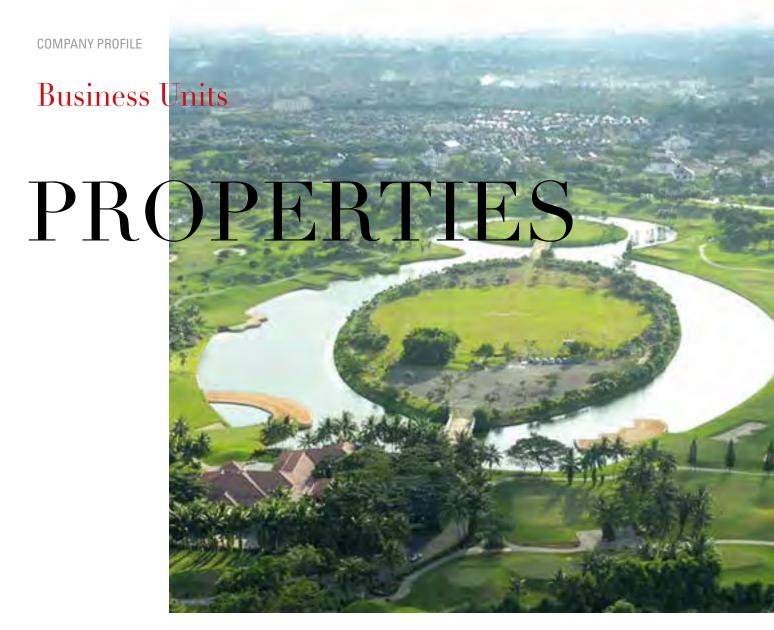




trustworthy developers with famous and reputable brands in Indonesia.

The year 2014 was the fourth year of the Company's five-year transformation plan. Size and business diversification as a property developer do not slow down Lippo Karawaci, instead accelerates its growth momentum to keep building the future, and more importantly is

to increase value to stakeholders. As the developer with numerous awards, Lippo Karawaci always strives to upgrade itself to a higher level, and bring value and quality to impact people's lives particularly those who live in the Company's business operation.



#### PROVIDING NEW DEFINITION OF AN INTEGRATED RESIDENTIAL

his unit covers almost the entire Company's business, from residential, commercial properties, light industrial areas, to memorial park. An integrated township will affect the quality of the people's social life where everything can be reached in a short time. Therefore the Company as the pioneer of "edge cities" in Indonesia continues to develop independent township concept by providing all facilities for its residents. At the end of 2014, three of the Company's independent townships (Lippo Village, Lippo Cikarang and Tanjung Bunga) have total populations of 117,012 people living in 1,431 condominiums. The total number of workers in the three independent townships reached 410,717 people.

The Company continues to develop new residential concepts to adjust with modern urban lifestyle from the number of existing landbanks. Lippo Village and Lippo Cikarang will be redeveloped, while the Company is building smaller residential in the form of apartments and condominiums to accommodate the needs of growing Indonesian middle and upper class. The limited landbank led the Company to create a new strategy to develop high rise strata title mixed use projects, which combine apartments, retail malls and office buildings in one area without having to use extensive landbanks.

In addition, the Company also continues to develop Large Scale Integrated Development, covering the development and sales of residential properties, offices and retail spaces, hotels, recreational facilities and healthcare facilities in one location. The Company has started developing St. Moritz Panakukang in Makassar, Embarcadero in Bintaro, Holland Village in Central Jakarta, while Millenium Village in Lippo Karawaci and Orange County in Lippo Cikarang which were launched in 2014, and to start development in 2015. We stay focus on launching and building large scale integrated projects in strategic locations in Indonesia which have high growth potential but are untapped by developers.





#### BEST HEALTH SERVICE IN FRONT OF YOU

or Lippo Karawaci, health is priority. Therefore the Company is seriously developing this unit, including working closely with the Government and BPJS Kesehatan to provide the best healthcare facilities for the people. Lippo Karawaci's hospital business began in the early 1990s through the partnership with Parkway, Singapore, which eventually became Siloam Hospitals Lippo Village. This hospital was the first hospital in Indonesia which received accreditation from JCI. BIMC Nusa Dua was also the first hospital in Indonesia which received accreditation from ACHS Australia, while other Siloam hospitals have ISO certifications. Siloam Hospitals have received various awards, which are: "Indonesian Healthcare Service Provider of the Year: Best Practices from Frost Sullivan in 2010"; Asian Hospital Management Award in 2011: "Excellent" and Indonesian Sustainable Business Award in 2013 as Industry Champion Healthcare.

Currently Siloam Hospitals managed and operated 20 hospitals, with a target to manage 50 hospitals in 2017. There are eight hospitals operating in Greater Jakarta and the other 12 are spread throughout the archipelago, from Sumatra (3 hospitals), Purwakarta, Surabaya, Bali (3 hospitals), Balikpapan, Sulawesi (2 hospitals) and Kupang. Eleven hospitals are owned by First REIT, Singapore, and nine of them are leased back by the Company. In 2014, Siloam added its portfolio with hospitals located in South Jakarta, Purwakarta, Kupang and Medan. Committed to provide the best and world class healthcare services, Siloam has various modern medical equipments such as 11 Cath Labs, 13 MRI, 18 CT, 1 Gamma Knife, 2 Linear Accelerators, and 1 Cyclotorn which could provide comprehensive specialist healthcare services, including various surgery procedures, laboratory services, radiology and image capture, diagnosis and general healthcare services as well as emergency services. As of December 2014, Siloam Hospitals have 4,800 beds in total, supported by 1,900 doctors and specialists, as well as 7,000 nurses and healthcare staffs to serve more than 2 million patients.

In 2015, Siloam plans to add 10 hospitals, including Siloam Express in the strategic locations in Indonesia. And in the next two years Siloam plans to manage 50 hospitals with the capacity of 10,000 beds serving 15 million patients annually. Siloam will continue to penetrate unserved markets by providing international standard healthcare facilities, sophisticated equipment and telemedicine as well as strong partnerships with doctors. The focus of Siloam is to provide high quality healthcare services and specialist care which are not yet available in Indonesia, and also targets medical tourism market which has its own benefit.



# Healthcare

#### EXPANDING THE SCOPE OF RETAIL MALLS AND HOTELS

his unit which consists of Retail Malls and Hotels has grown significantly. As of December 2014 the company manages 40 malls with total GFA (Gross Floor Area) of 3 million square meters and total NLA (Net Leasable Area) about 1.1 million square meters. In addition to building and acquiring, the company also sells and operates Retail Mall. Among the 40 malls being managed, seven Retail Malls are company owned, 16 owned by the Lippo Malls Indonesia Retail Trust (LMIRT) listed in the Singapore Stock Exchange and one is owned by the First REIT. Moreover, there are nine strata-titled malls built by the company and the remaining seven owned by third parties. In 2014 the company opened a number of malls among them are the Lippo Mall Puri, Maxxbox Cikarang and Lippo Plaza Buton.

In the future, the Company aims to expand the Retail Malls coverage with 15 new malls within three to five years timeframe. The company sees the rapid growth of retail market and its immense growth potential yet to be tapped. In addition to expanding mall portfolio nationally,

the Company also strives to increase mall profitability by improving tenant mix and rental margin.

Lippo Karawaci Hotel Division manages eight five star Aryaduta hotels with total of 1,664 rooms, which can be categorized as the largest group of five-star hotels in Indonesia. At present, three Aryaduta hotels are company owned, two owned by First REIT and three hotels owned by third parties. These hotels are located in various strategic locations across the country, in Jabodetabek, Medan, Pekanbaru, Manado, Makassar and Palembang.

One of the strategies of Lippo Karawaci for the future is to strengthen branding of Hotel Aryaduta and provide incentives to the business visitors to improve occupancy rate and hotel rates (Average Room Rates) of all hotel properties. The Company also continues to seek opportunity for hotel development in strategic locations particularly in mixed use projects owned by the Company. Toward 2020, the Company targets development of 10 high scale hotel, 40 mid scale hotel, including two hotels in Kemang Village and The St Moritz Jakarta, managed by JW Marriott.



#### CAPITAL RECYCLING STRATEGY TO SUPPORT BUSINESS

ippo Karawaci Asset
Management Unit manages
two Real Estate Investment
Trusts, the establishment
of which are sponsored by
the Company and listed in
Singapore Stock Exchange,
malls operator and hotel operator as well as town
management division.

At present, the company manages First Real Estate Investment Trust (First REIT) through Bowsprit Capital Corporation Ltd, a subsidiary wholly owned by the Company established in 2006, as well as manages the Lippo Malls Indonesia Retail Trust (LMIRT) through LMIRT Management Ltd established in 2007. As of December 2014, First REIT owned 11 hospitals, two hotels in Indonesia, a hospital in South Korea and three nursing homes in Singapore with total assets under management reaching SGD1.2 billion. Meanwhile LMIRT owns 16 retail malls in Indonesia with (NLA) of 781,622 square meters, 95% occupancy rate and is the only REIT that focuses on retail market in

Indonesia with total assets under management amounting to SGD1.8 billion. The role of both REIT is key to support the Company's asset light strategy enabling us to recycle capital needed to develop new hospital and retail mall.

Going forward the Company plans to continue growing fee based income from management and increased hospital and mall portfolio sold to REIT when the assets are stable and from managing the REIT itself.

In managing the self sustaining townships, the Company established and operates Town Management function to ensure security, water and waste management, collection of waste, landscape, roads and drainage management as well as providing public transportation for the residents. The Company is fully aware of the importance of this business unit to continue providing high quality city management services and to ensure consistency of the service in all of the Company's townships in order to improve living environment for the residents.

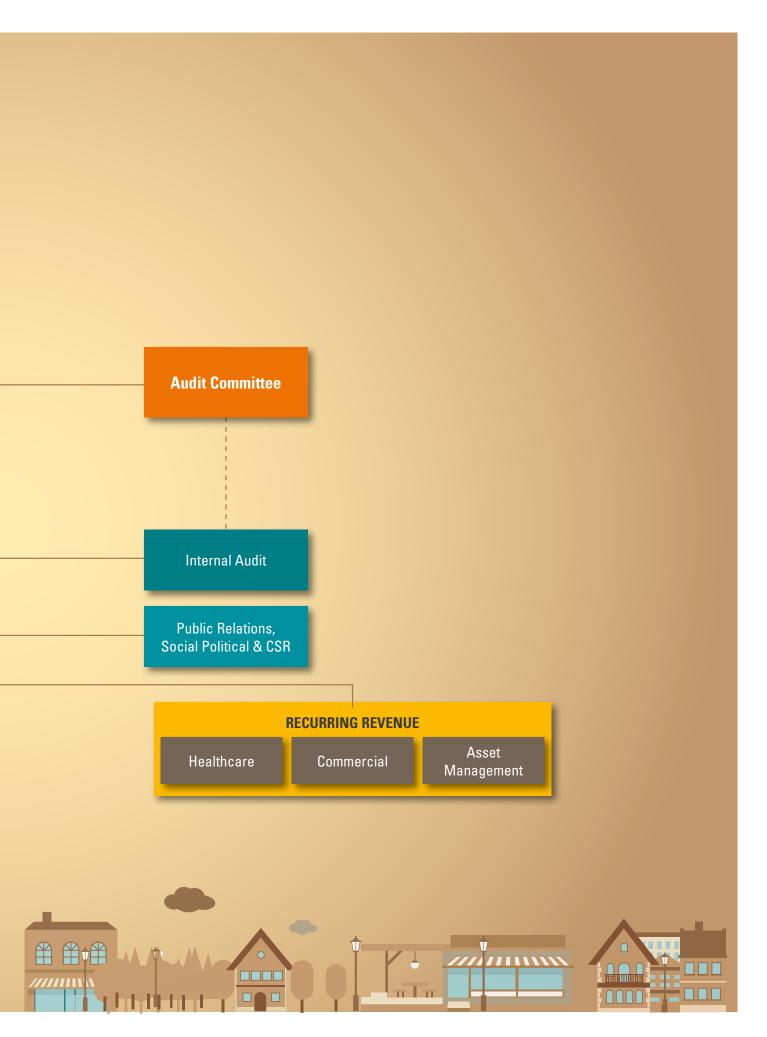
# Asset Management



### Geographic Spread Grand Palladium Medan Sun Plaza Plaza Medan Fair Lippo Plaza Medan Siloam Hospitals Medan Aryaduta Medan Hotel Aryaduta Pekanbaru Siloam Hospitals Balikpapan Kalimantan oitals Jambi Siloam Hospitals Pa Hotel Aryaduta Paler Projects in Greater Jakarta Palembang Icon loam Hospitals in Greater Jakarta (8) Java Istana Plaza Bandung Indah Plaza Residential & Urban Development Hospitals Malang Siloam Hospitals Retail Malls Purwakarta Town Square Hotels City of Tomorrow, Surabaya Siloam Hospitals Surabaya **Townships** Siloam Hospitals Nusa Dua, Kuta, Sunset (Bali) Lippo Village **Lippo Cikarang Tanjung Bunga** Lippo Plaza Sunset Lippo Mall Kuta Landbank 303 ha Residential Houses 9,871 12,390 Shophouses Population **Employment**







# Vision

# **Explaining the Vision**

To be a leading property company in Indonesia and in the region with a strong commitment to positively impact on people's quality of life and to continuously create added value to shareholders.

- "To be a leading property company" is Lippo Karawaci's commitment to continue evolving and become a benchmark not only for Indonesia, but also the region in terms of providing more value and better quality in each of the Company's endeavors.
- "Create added value to shareholders" is Lippo
  Karawaci's pledge that each shareholder is at the core
  of each of the Company's decisions and endeavors
  wherein it prioritizes the shareholders' best interest in
  its value creation.
- "Impact on people's quality of life" defines Lippo
  Karawaci's commitment to positively touch people's
  lives and bring bountiful benefits through each business
  venture the Company engages in.

# Mission

# **Explaining the Mission**

- To meet the needs of middle and upper middle class Indonesians for housing, shopping centers, commercial development, healthcare, entertainment, hospitality and infrastructure.
- To achieve sustainable growth for each of its businesses through a balanced portfolio of development projects while maintaining a healthy level of recurring income.
- To provide first class living environments that enhance the physical, social and spiritual experience of its clientele, and to provide a best practice green environment for each of its development projects.
- Through an integrated business model that seeks
  continuous development, Lippo Karawaci is
  determined to meet the needs of the general public,
  primarily by providing high quality residential
  structures built within clean and green environments,
  affordable health care services of international
  standards, and retail, entertainment and hospitality
  centers.
- Lippo Karawaci will continue to develop innovative and high quality Residential structures, while at the same time accelerating the Company's Recurring Revenues sourced from Hospitals, Commercial and Asset Management units.
- Lippo Karawaci will continue to observe the social, spiritual and environment needs in order to improve the lives of its customers.

# Milestones





arawaci 2014

1993

#### January

Started Lippo Karawaci Township, located in the regency of Tangerang, approximately 30 kilometers to the West of Jakarta.

#### October

Started Lippo Cikarang Township, an integrated real estate and industrial development located in Cikarang, approximately 40 kilometers to the East of Jakarta.



1997

Started Tanjung Bunga Township, the largest integrated community development in Eastern Indonesia.

1996

Initial Public Offering of 30,800,000 shares and listed on Jakarta Stock Exchange and Surabaya Stock Exchange (now Indonesia Stock Exchange).



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2004

July
Merger of 8 propertyrelated companies,
making the new
PT Lippo Karawaci
Tbk, Indonesia's
largest listed
property company
with three business
pillars: Housing &
Land Development,
Healthcare, and
Hospitality &
Infrastructure.

# 2005

#### January

2<sup>nd</sup> Rights Issue of 881,905,813 shares at the price of Rp1,050 per share.

#### September

Launched City of Tomorrow (CITO), its first Large Scale Integrated development project in Surabaya.

## 2006

#### March

USD250 million bond issuance, at the rate of 8.875% p.a., issue price 100%, due 2011.

#### **August**

1-for-2 Stock Split.

#### **December**

The listing of First REIT on the Singapore Stock Exchange, sponsored by the Company, offered 271,400,000 units at an offering price of SGD 0.71/ unit.

# 1998

#### **February**

1st right issue of 607,796,000 shares at the price of Rp500 per share.

# $2002 \\ \text{September}$

Launched its first retail strata-titled project, WTC Matahari Serpong located in West Jakarta. Since then (2002-2007), Lippo Karawaci has developed the retail and commercial properties such as Metropolis Town Square in Tangerang, GTC Makassar in South Sulawesi, Depok Town Square in Depok, South Jakarta, Malang Town Square in Malang, East Java, Grand Palladium Medan in North Sumatera, Bellanova Country Mall in Bogor and City of Tomorrow Mall in Surabaya.

# Merger







2008

2007

#### **January**

Launched San Diego Hills Memorial Park & Funeral Homes in Karawang, West Java.

#### July

Launched Kemang Village, a superblock project in South Jakarta.

#### November

LMIRT was listed in SGX, sponsored by the Company.

#### December

1-for-2.5 Stock Split.

#### August

Launched The St. Moritz Penthouses & Residences, a Large Scale Integrated development in West Jakarta.

#### **December**

ci 2014

Opened Pejaten Village Mall, the Company's first leased mall, in South



2009

In order to strengthen its business structure, the Company formalized its business units into 6 strategic business units: Urban Development, Large Scale Integrated Development, Retail Malls, Healthcare, Hospitality & Infrastructure, Property & Portfolio Management.

#### August

The opening of PX Pavillion @ The St. Moritz, a preface to the future shopping mall complex located at The St. Moritz Penthouses & Residences, CBD West Jakarta.



2011

# 2010

USD270 million Bonds issuance, at the coupon rate of 9% p.a., issue price 100%, due 2015.

#### December

3rd Right Issue of 4,325,537,924 new shares at the price of Rp550 per share.

March USD125 million Bonds issuance, at the coupon rate of 9% p.a., issue price 108%, due 2015.

#### May

Capital increase without pre-emptive rights of 1,450 million new shares, at price of Rp660 per share.







## 2013

**January** 

Issuing an additional US\$130 million Global Bonds due in 2020, with coupon rate of 6.125% pa and an issue price of 104.4%.

Lippo Karawaci completed the redemption of the remaining 2015 Bonds, with coupon rate of 9% p.a.

Launched Holland Village, a Large Scale Integrated Development project in Central Jakarta.

#### September

PT Siloam International Hospitals Tbk's shares (SILO) was successfully listed on IDX at an initial offering price of Rp9,000/share, valuing Siloam at USD1 billion.

#### October

Launched Lippo Thamrin, an office tower project in CBD of Central Jakarta.

**January** Launched St Moritz Panakukang, an integrated development in the city center of Makassar.

2014

#### March

- LPKR placed 82.5 mn SILO shares or 7.1% of total shares outstanding for total proceed of Rp858 billion.
- Launched Embarcedero, an integrated development in Bintaro, Tangerang.

USD150 mn bonds issuance, at the rate of 7% p.a. offered at par due 2022.

Launched Holland Village Office Tower in Central Jakarta.

#### **August**

Launched Hillcrest House and Fairview Tower as part of Millenium Village (new CBD in Lippo Village).

#### October

Launched Holland Village Second Phase 190 condo Units in Central Jakarta.

#### November

- Launched Embarcadero Eastern Wing, Bintaro, Tangerang.
- Launched Irvine Suites and Westwood as part of Orange County, a new CBD in Lippo Cikarang.

# 2012

The issuance of USD150 million Global Bonds, due 2019, with coupon rate of 7.0% p.a., and an issue price of 99.32%.

#### **August**

Launched The Nine Residence at North Kemang, Jakarta an Integrated Development project consists of apartment and Commercial spaces in one location.

#### October

The issuance of USD100 million Global Bonds, due 2019, with coupon rate of 7.0% p.a., and an issue price of 105.25%.

#### November

Lippo Karawaci successfully completed the debt exchange offer of USD395.6 million, 9% notes due 2015 (2015 Bonds) to be exchanged for new Senior Notes which will mature in 2020. As a result, USD273.3 million Notes were exchanged into 2020 Notes with a coupon rate of 6.125% p.a.



# CORPORATE ACTIONS

March

Rp

858

billion

Placement of Siloam shares by PT Lippo Karawaci Tbk valued at Rp858 billion

PT Lippo Karawaci Tbk (LPKR) on 13 March 2014 placed 82.5 million shares of PT Siloam International Hospitals Tbk (SILO). At Rp10,400 per share, 7.8% discount of the closing share price on Wednesday 12 March 2014 or Rp11,275 per share. This placement generated funds in the amount of Rp858 billion.

**April** 

**USD** 

150

The Issuance of USD150 million senior works due in year 2022, oversubscribed by 6.3x

PT Lippo Karawaci Tbk on 7 April 2014 successfully issued Global Senior Notes amounting to USD150 million with 8-year tenor. This new bonds is offered at 100.00 (par) with 7.0% return. The investors gave positive response and booked order exceeded USD900 million or 6.3x oversubscribed.

December

Rp

320

billion

### Final Dividend Payment in cash for 2013 book

PT Lippo Karawaci on 19 December 2014 paid final dividend in cash for the book ending 31 December 2013 in line with the prevailing laws and regulation. The dividend payment in cash to the Company's shareholders amounted to Rp320,000,000,000",- (Three hundred twenty billion Rupiah) or Rp14.05 per share, which is 26.05% of net profit after tax.

# Lippo Karawaci Facts

- Largest public property company in Indonesia based on total revenue (Rp11.7 trillion) and total asset (Rp37.8 trillion) per 31 December 2014.
- One of the top 20 public companies in the Indonesia's stock exchange with the highest transaction value (Rp24.2 trillion for the year ending 31 December 2014 with transaction volume of 23.2 billion shares).
- Fastest growing Indonesia real estate group (market capitalization growth over 9x since consolidating the 8 property businesses in 2004).
- Market leader in Township & Residential Property, hospital, retail malls and REITs.

- Integrated business model with capital recycle capability.
- 6 Largest diversified landbank on strategic locations throughout Indonesia.
- The only property company with ratings from three international ratings agencies (Standard & Poors: BB-, Moody's: Ba3, Fitch: BB-)
- Included in MSCI Global Standard Indices and major indexes in Indonesia Stock Exchange such as LQ45, IDX30, Jakarta Islamic Index, Bisnis-27 and Kompas100.

# Four Business Divisions

#### **Properties**

Development rights: 8,058 ha

Land already acquired: 4,858 ha

Landbank: 1.532 ha

#### Healthcare

20 hospitals with 4,800 beds capacity under the Siloam Hospitals network.

46 hospitals in the pipeline (Target: 50 hospitals and 10,000 beds capacity by 2017)

National and International (JCI) accreditation.

#### Commercial

Malls Own and/or manage

40 malls (GFA of 3 million sqm)

15 malls in the pipeline

Hotels

Own and/or manage 8 hotels with 1,664 rooms

10 upscale hotels and 40 midscale hotels in the pipeline by 2020

#### Asset Management

Manages 2 public listed REITs in SGX: First REIT & LMIRT

USD2.2 billion Assets Under Management

**Town Management** 

# Awards 2014



February

#### Best Company in Property Development

The 2014 Best Company For Leadership Property Development in Indonesia (from IAIR Hongkong).

Marcl

#### Fortune Indonesia Most Admired Companies 2014

The third winner in Property, Real Estate and Building Construction Industry.

April

### Indonesia Best New Issuer 2014

Siloam received Award from Warta Ekonomi Magazine as "Indonesia Best New Issuer 2014". May

### Public Company with Best Performance in 2014

Lippo Cikarang received award Top Performing Listed Companies 2014 for category Market Capitalization below Rp10 trillion (from Investor Magazine).

### Corporate Image Award 2014

Siloam received "Corporate Image Award 2014" from Frontier Consulting Group recognizing its achievement as the Best in Building and Managing Corporate Image on the Hospital category.

May

#### Leading Brand in Indonesia's Health Sector 2014

Siloam received award "Indonesia Healthcare Most Reputable Brand 2014" based on Healthcare survey in 7 big cities in Indonesia in an event of Indonesia Healthcare Forum 2014 organized by Swa Magazine in Jakarta.

Siloam received award "Indonesia Healthcare Most Reputable Brand 2014" based on Healthcare survey in Jabodetabek in an event of Indonesia Healthcare Forum 2014 organized by Swa Magazine in Jakarta.

Siloam received award "Indonesia Healthcare Most Reputable Brand 2014" based on Healthcare survey in Denpasar city in an event of Indonesia Healthcare Forum 2014 organized by Swa Magazine in Jakarta.

Siloam received award "Indonesia Healthcare Most Reputable Brand 2014" based on Healthcare survey in Makassar city in an event of Indonesia Healthcare Forum 2014 organized by Swa Magazine in Jakarta.

Siloam received award "Indonesia Healthcare Most Reputable Brand 2014" based on Healthcare survey in 7 big cities in Indonesia for BIMC Hospital in an event of Indonesia Healthcare Forum 2014 organized by Swa Magazine in Jakarta. June

### European Award for Best Practice in 2014

Siloam received "The European Awards for Best Practices 2014", by the European Society for Quality Research (ESQR), recognize the outstanding commitment, support and results in quality management strategies both in public administrations, large companies/organizations and medium/small sized enterprises/businesses/organizations.

### Top Ten Developer in Indonesia 2014

Lippo Karawaci received Top Ten Developer in Indonesia award in 2014 from BCI Asia. The Awards recognizes developer and architecture firms with the highest value portfolios of projects during the last full calendar years.

# Certifications 2014



July

### **TOP 50 Best Companies in Indonesia**

Lippo Cikarang voted as one of "TOP 50 Best Companies in Indonesia" by Forbes Indonesia.

#### TOP 50 Publicly Listed Companies in Indonesia in the ASEAN Corporate Governance Scorecard 2014

Lippo Karawaci included in "TOP 50 Publicly Listed Companies in Indonesia in the ASEAN Corporate Governance Scorecard 2014" by Asian Development Bank. August

#### Best Performance in the 2014 Indonesia Property Award

Lippo Karawaci received Property Indonesia Award 2014 from Indonesia Property Magazine for the category The Best Performance. The award is in recognition of great achievement in property industry.

September

#### **Indonesia WOW Brand 2014**

PT Lippo Karawaci Tbk ("LPKR") received "Bronze Champion of Indonesia WOW Brand 2014" for the category: Residential Property Developer (Asset> IDR20 trillion) from Mark Plus Inc, Indonesia Marketing Specialist.

#### Frost & Sullivan Award

Siloam Hospitals received Indonesia Healthcare Service Provider of the Year. September

#### Asian Patient Safety Awards 2014

Siloam Hospitals Kebon Jeruk, Grand Winner of the Asian Patient Safety Awards 2014 in Innovation in the category of Safe Communication, implemented an Early Warning Score (EWS) enable proactive treatment and increases the likelihood of recovery and positive outcomes.

### Excellence Winner by Asian Patient Safety Awards 2014

Siloam Hospitals Group received the Excellence Winner in the Asian Patient Safety Awards 2014 in the category of Medication Safety. By implementing 5 right sticker and process changes to correlate with the implementation of the sticker in its Pharmacy, the medication error rate has been decreased in 2014.

December

# The Region's Top 200 Small and Midsize Companies, Best Under a Billion

Lippo Cikarang voted as one of The Region's Top 200 Small and Midsize Companies, Best Under a Billion by Forbes Asia.

# FINANCIAL HIGHLIGHTS

in billion Rupiah,						
unless otherwise stated	2010	2011	2012	2013	2014	
PROFIT AND LOSS		'				
Revenue	3,125	4,190	6,160	6,666	11,655	
Gross Profit	1,524	1,896	2,821	3,047	5,397	
EBITDA	854	1,083	1,686	1,801	3,632	
Operating Profit	721	928	1,477	1,512	3,277	
Income for the Year Attributable to Owners of the Parent	525	708	1,060	1,228	2,547	
Income for the Year Attributable to Non-controlling Interest	69	106	263	364	588	
Net Profit After Tax	595	814	1,323	1,592	3,135	
Basic Earning per Share (Rupiah)	30	32	46	54	112	
Number of Outstanding Shares (Shares)	21,627,689,619	23,077,689,619*	23,077,689,619 *	23,077,689,619*	23,077,689,619 *	
Note: * Including treasury stock of 306,10	04,500 shares as per 1.	5 May 2013				
BALANCE SHEET						
Current Assets	12,194	13,608	19,479	24,013	29,963	
Non Current Assets	3,961	4,651	5,390	7,287	7,799	
Total Assets	16,155	18,259	24,869	31,300	37,761	
Current Liabilities	2,901	2,254	3,479	4,842	5,725	
Non-Current Liabilities	5,030	6,596	9,920	12,281	14,389	
Total Liabilities	7,931	8,850	13,399	17,123	20,115	
Equity attributable to parent entity	7,755	8,834	10,656	12,801	15,605	

	2010	2011	2012	2013	2014
FINANCIAL RATIOS					
Return on Assets (%)	3	4	4	4	7
Return on Equity (%)	7	8	10	10	16
Current Ratio (x)	4	6	6	5	5
Debt to Assets (x)	0.2	0.2	0.2	0.2	0.3
Debt to Equity (Gross) (x)	0.4	0.4	0.6	0.6	0.6
Debt to Equity (Net) (x)	-	0.2	0.3	0.5	0.4
Gross Profit Margin (%)	49	45	46	46	46
EBITDA Margin (%)	27	26	27	27	31
Operating Profit Margin (%)	23	22	24	23	28
Net Profit Margin (%)	17	17	17	18	22

575

9,409

814

11,470

1,377

14,178

470

8,225

2,041

17,646

Non-controlling interest

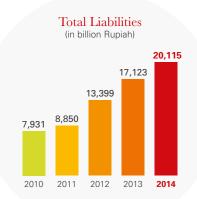
**Total Equity** 













# STOCK HIGHLIGHTS

Shareholders	Number of Shares	Percentage of Ownership
Credit Suisse AGSG TRACCL PT Metropolis Propertindo Utama	1,212,280,000	5.25%
Pacific Asia Holding Ltd	3,676,619,908	15.93%
Bank Julius BAER and CO LTD S/A Pacific Asia Holdings Limited	450,000,000	1.95%
Public (each less than 5%)	17,738,789,711	76.87%
TOTAL	23,077,689,619	100.00%

#### Dividend History

Shareholders Record Date	Payment Date	Dividend/Share	Total Nominal	
16 December 1996	14 January 1997	Rp 40.00	15,194,900,000	
22 January 1998	20 February 1998	Rp 10.00	3,798,725,000	
24 August 2005	8 September 2005	Rp 10.00	29,328,495,630	
6 December 2006	20 December 2006	Rp 9.90	58,648,710,847	
7 December 2007	27 December 2007	Rp 4.62	31,974,376,353	
16 November 2010	1 December 2010	Rp 2.88 *)	49,830,196,893	
10 October 2011	24 October 2011	Rp 4.33 *)	99,926,396,416	
30 August 2012	13 September 2012	Rp 7.79	177,500,000,000	
4 December 2013	18 December 2013	Rp 11.85	270,000,000,000	
5 December 2014	19 December 2014	Rp 14.05	320,000,000,000	

<sup>\*)</sup> Dividend for the fiscal year 2010 amounting to Rp150 billion distributed as Interim Dividend of Rp50 billion and Final Dividend of Rp100 billion.

#### Capital History

Description	Date	Number of Shares	Total Issued Shares
IPO	3 June 1996	30,800,000	30,800,000
Company Listing	28 June 1996	244,000,000	274,800,000
Convertible Bonds	1996	105,072,500	379,872,500
Rights Issue I	27 February 1998	607,796,000	987,668,500
Merger	30 July 2004	1,063,275,250	2,050,943,750
Rights Issue II	20 January 2005	881,905,813	2,932,849,563
Warrant Conversion prior to Stock Split	20 January 2005 - 28 July 2006	279,099	2,933,128,662
Stock Split I	2 August 2006	2,933,128,662	5,866,257,324
Warrant Conversion after Stock Split I	2 August 2006 - 31 December 2006	4,759,748	5,871,017,072
Warrant Conversion	1 January - 30 November 2007	1,049,843,606	6,920,860,678
Stock Split II	26 December 2007	10,381,291,017	17,302,151,695
Rights Issue III	28 December 2010	4,325,537,924	21,627,689,619
Capital increase without Pre-emptive rights	31 May 2011	1,450,000,000	23,077,689,619

#### 2014 Share Price Movement



Summary of Share Price and Trading at Indonesia Stock Exchange

	2013						2014				
Month	Share Price (Rp) Share T			Trading	M 41-	Share Price (Rp)		Share Trading			
Month	Highest	Lowest	Closing	Volume (units)	Amount (Rp)	Month-	Highest	Lowest	Closing	Volume (units)	Amount (Rp)
Jan	1,050	980	1,030	1,012,226,000	1,027,531,535,000	Jan	1,000	855	950	2,150,636,500	2,019,856,111,000
Feb	1,130	1,000	1,130	1,314,613,500	1,403,659,660,000	Feb	960	910	940	2,295,331,600	2,149,632,528,500
Mar	1,380	1,100	1,370	1,924,492,000	2,331,205,955,000	Mar	1,295	920	1,085	2,359,518,300	2,527,160,235,500
Apr	1,420	1,270	1,350	1,697,571,000	2,285,074,145,000	Apr	1,220	1,040	1,070	1,808,292,800	2,039,531,183,500
May	1,840	1,330	1,840	3,950,645,000	6,182,860,330,000	May	1,160	1,035	1,035	1,200,587,200	1,314,908,692,000
Jun	1,850	1,400	1,520	2,374,336,000	3,844,995,360,000	Jun	1,065	930	960	1,469,308,700	1,480,443,585,500
Jul	1,520	1,070	1,280	2,536,394,000	3,254,376,500,000	Jul	1,180	945	1,100	2,217,644,400	2,437,460,082,500
Aug	1,420	850	1,150	1,915,299,500	2,255,229,915,000	Aug	1,240	1,060	1,070	1,388,960,300	1,595,264,900,500
Sep	1,370	930	1,090	2,775,544,500	3,179,996,260,000	Sep	1,080	935	940	1,718,227,100	1,754,793,665,000
Oct	1,190	990	1,130	2,500,166,000	2,692,960,400,000	Oct	1,080	885	1,070	2,772,857,100	2,739,528,083,000
Nov	1,150	860	910	1,778,429,500	1,717,697,960,000	Nov	1,180	1,005	1,165	1,440,166,800	1,557,231,661,500
Dec	990	870	910	1,497,282,500	1,372,514,440,000	Dec	1,195	970	1,020	1,911,442,400	2,031,007,625,000

# EVENT HIGHLIGHTS2014



# Jan

### 18

Lippo Karawaci launched St Moritz Panakukang, at the heart of city center of Makassar, South Sulawesi, the gateway to East Indonesia. This mixed use project will be built on 2.7 ha land area, and will include residential towers, hospital, school, big screen cinema, retail mall, food and beverage and entertainment center. The project which will cost an estimated of Rp3.5 trillion, was 75% presold during the day of the launched.



## Feb

#### 22

Lippo Cikarang launched The Suites, the third tower in the Trivium Lakeside Park project. The Suites will have 304 units, while The North Tower which has 342 units launched in November 2012 and The South Tower which has 422 units was launched in February 2013. The Suites has the unit price ranging from Rp418 million up to Rp1.9 billion per unit, offering 1, 2 and 3 bedroom apartment and will be built on a 2 ha land area.

# Feb

### 28

PT Lippo Karawaci Tbk ("LPKR") won "The Best Regional Company for Leadership" award in the IAIR Real Estate prestigious event which is organized by IAIR Media, well known magazine based in Milan, Italy. The award is proof that LPKR's concept of development has received international recognition.



## Mar

### 8

Lippo Karawaci launched Embarcadero, Bintaro, Tangerang. This mixed use project will be built on 2.4 ha land area, which will cost an estimated of Rp2.5 trillion, will include two residential towers with 400 units each, hospital, school, big screen cinema, retail mall, food and beverage and entertainment center. The project was 83% presold during the day of the launched.

# Mar

#### $_28$

Lippo Karawaci was awarded "The Third Winner in Property, Real Estate and Building Construction Industry" as one of Indonesia Most Admired Companies in 2014 by Fortune Indonesia Magazine.



### Mar

#### т3

PT Lippo Karawaci Tbk ("LPKR") executed the placement of 82.5 million shares of PT Siloam Hospitals Tbk ("Siloam"), via an overnight placement. Shares were placed at a price of Rp10,400 per share, representing a 7.8% discount to the closing share price on Wednesday, 12 March 2014 of Rp11,275 per share, for total proceeds of Rp858 billion. The placement shares represent 7.1% of the total shares outstanding of Siloam. Prior to the placement, LPKR held an effective stake of 86.0% of Siloam held through various subsidiaries. After the placement, LPKR will hold an effective interest of 78.9% in Siloam. The placement by LPKR has increased the free float of Siloam from 14.0% to 21.1%, broadened the shareholder base, and is expected to further improve liquidity



The long awaiting toll gate at 34.7km of Jakarta – Cikampek which cost Lippo Cikarang Rp250 billion and will be beneficial for Lippo Cikarang's development finally opened for the public. This is a new beginning for the future exciting development of new CBD in Lippo Cikarang, which will be a twenty year project, built on 300 ha area and the first phase will cost around Rp1.5 trillion.



Lippo Karawaci successfully issued US\$ 150 million, 8 year Global Senior Notes with 7% coupon rate. It was oversubscribed by 6.3x. The successful of LPKR's bond issuance, with its favourable pricing, is further testament to Indonesian's strong economic fundamentals and the confidence the market places on the Company's strategy, business operations, growth prospects and management The issue was priced at par, resulting in a final yield of 7%.

# Apr

Tanjung Bunga launched "The Orchid Shop Office" project located near Dian Harapan School and the established The Maple residential cluster. Each unit will be a 2 floor with total building area 91-96 sqm.





# Apr



Siloam Hospitals received award "Indonesia Best New Issuer Award 2014" for Healthcare Sector from Warta Ekonomi Indonesia magazine. The winners from each industry were chosen based on stock performance above their respective industry performance (Beat the Market) since their initial public offering (IPO). A company can be considered for the award only within a period of not more than 4 years since it listed on the Indonesian Stock Exchange.

## May 8

Lippo Cikarang received "Top Performing Listed Companies 2014" award from Investor Magazine for category Market Capitalization below Rp10 trillion. This award was a result of very good fundamental and technical performance of the Company as reflected in its trading liquidity and stock price movements.

# EVENT HIGHLIGHTS2014



lat and report rate and say if your and the latest

# May 9

Lippo Karawaci launched Lippo Office Holland Village as part of Holland Village integrated development project. This 18th floor office tower is located in Central Jakarta and have total available SGA of 21,630 sqm and sold for 16,341 sqm or 78% at the launched date.



### May 19

Siloam Hospitals received "Indonesia Healthcare Most Reputable Brand 2014" based on Healthcare survey in 7 big cities in Indonesia, in Jakarta, in Denpasar city and in Makassar city, in an event of Indonesia Healthcare Forum 2014 organized by Swa Magazine in Jakarta. In addition, BIMC Hospital also got an award as "Indonesia Healthcare Most Reputable Brand 2014" based on Healthcare survey in 7 big cities in Indonesia.



# May 30

Siloam Hospitals received "Corporate Image Award 2014" from Frontier Consulting Group recognizing its achievement as the Best in Building and Managing Corporate Image on the Hospital category.



Jun

Siloam Hospitals received "The European Awards for Best Practices 2014", by the European Society for Quality Research (ESQR), recognize the outstanding commitment, support and results in quality management strategies both in public administrations, large companies/organizations and medium/small sized enterprises/businesses/organizations.



# Jun

Lippo Karawaci received Top Ten Developer in Indonesia award in 2014 from BCI Asia. Since 2005, the BCI Asia Top Ten Awards has successfully placed itself among the most coveted awards for the Asian building and design industry. Held in seven different Asian territories; Hong Kong SAR, Indonesia, Malaysia, the Philippines, Singapore, Thailand and Vietnam, the Top Ten Awards recognizes developer and architecture firms with the highest value portfolios of projects during the last full calendar years.

## Jun

5

Lippo Karawaci held the groundbreaking ceremony of Lippo Thamrin, a Grade A Office Tower, located at Jalan MH Thamrin, at the heart of CBD Jakarta. The event marked the start of construction and was attended by PT. Lippo Karawaci Tbk Commissionaires: Theo L Sambuaga, Agum Gumelar, Muladi and Sutiyoso.



## Jul

#### 9

PT Siloam International
Hospitals Tbk (SILO) proudly
announced the Opening of its
17th hospital at Purwakarta.
Siloam Purwakarta is registered
to treat patients under the BPJS
program. With these state-of
-the-art equipments, our medical
professional team is ready
to serve both the industrial
and residential population of
Purwakarta and its surrounding
areas.





# Jul 23

Siloam acquired a hospital located at South Jakarta, Siloam Asri. With this addition, Siloam has operated 18 hospitals in 13 cities across Indonesia, with a total bed capacity of more than 3,900



#### IO

Jul

Lippo Cikarang was voted as one of TOP 50 Best Companies in Indonesia by Forbes Indonesia. In 2013, Lippo Cikarang's revenues grew 31% to Rp1.3 trillion from Rp1 trillion in 2012. This year, Lippo Cikarang is expected to increase its revenues by 33%. Its net profit also grew 130% in the past two years, from Rp257 billion in 2011 to Rp591 billion in 2013. Lippo Cikarang's stock has risen more than 550% since 2010. These stellar numbers are among the reasons Lippo Cikarang is part of this year's Best of the Best list.



## Jul 15

Lippo Karawaci was included in the list of TOP 50
Publicly Listed Companies in Indonesia in the ASEAN
Corporate Governance Scorecard 2014 by Asian
Development Bank. Corporate governance principles
provide guidance on how corporations should operate.
Adoption of international corporate governance
best practices leads to long-term sustainability and
resilience, and can be a competitive tool to attract
foreign investments. ADB in partnership with the
ASEAN Capital Markets Forum have jointly developed
the ASEAN Corporate Governance Scorecard, an
assessment based on publicly available information
and benchmarked against international best practices
that encourage publicly listed companies to go beyond
national legislative requirements.

# EVENT HIGHLIGHTS2014



## Aug

23

Lippo Karawaci launched Hillcrest House and Fairview Tower, the two condo towers that marked the beginning of the integrated development in Lippo Village CBD, Karawaci, called Millennium Village with investment value of Rp200 Trillion. Located in the middle of an area of 132 hectare in Lippo Village CBD, where an integrated masterpiece development called Millenium Village will be developed in an in an area of 71 hectare. The largest and latest development of Millennium Village adopts the concept of Global Smart City, that will make Millennium Village comparable to the world's best global city.



## Aug

23

Lippo Cikarang launched a residential cluster called Taman Simpruk Summer Bliss located near the tollgate KM 34.7 totalled 138 units ranging from 113 up to 742 sqm land area with prices starting from Rp1.27 billion.



## Aug

27

PT Lippo Karawaci Tbk ("LPKR") was awarded Property Indonesia Award 2014 from Indonesia Property Magazine for the category The Best Performance. The award is in recognition of great achievement in property industry.



# Sep

PT Lippo Karawaci Tbk
("LPKR") received Bronze
Champion of Indonesia
WOW Brand 2014 for the
category: Residential
Property Developer (Asset>
IDR20 trillion) from Mark
Plus Inc, Indonesia Marketing
Specialist.



## Sep

### 15

Siloam Hospitals received 2
Asian Patient Safety Awards
in 2014 in the 4th International
Congress on Patient Safety
held in Kolkata India. Siloam
Hospitals Kebon Jeruk,
Grand Winner of the Asian
Patient Safety Awards 2014
in Innovation in the category
of Safe Communication,
implemented an Early Warning
Score (EWS) enable proactive
treatment and increases the
likelihood of recovery and
positive outcomes.

Siloam Hospitals Group also received the Excellence Winner in the Asian Patient Safety Awards 2014 in the category of Medication Safety. By implementing 5 right sticker and process changes to correlate with the implementation of the sticker in its Pharmacy, the medication error rate has been decreased in 2014.

## Oct

4

Lippo Karawaci launched second phase of Holland Village integrated development project. During the launching, 190 units apartment was sold out within 3 hours. The apartment towers are expected to be completed by end of 2016.



Siloam Hospitals received Frost & Sullivan Award as 2014 Indonesia Healthcare Services Provider of the Year. This is the third consecutive time Siloam is recognized as the best healthcare services provider in Indonesia which is the result of in-depth market research done by Frost and Sullivan. Silloam has progressively invested in international quality hospitals that meet and exceed the expectations of the people in Indonesia. The company is poised well to serve the increasing demand and number of patients from both self-pay and Universal Health Coverage beneficiary categories. They are truly an innovative healthcare provider in Indonesia, ahead of the competition in terms of financial health, service quality and shareholder value.



# EVENT HIGHLIGHTS2014



## Nov

Lippo Karawaci launched Embarcadero Eastern Wing, an integrated development project, in Tangerang. On the launched date, 142 units out of total 156 units (91%) were presold.



## Nov 12

LMIRT completed the acquisition of Lippo Mall Kemang a 59,377 sqm NLA retail mall located in the expatriate center in Kemang, South Jakarta for total value of SGD 385 mm, of which SGD 340 mm will be paid in cash and the rest SGD 45 mm will be paid in units considerations.



## Nov

27

Lippo Malls opened MaxxBox Cikarang with Hypermart as the anchor tenant. The malls has NLA around 21,000 sgm.

## Nov

#### 29

Lippo Cikarang launched Irvine Suites and Westwood which are residential apartments complex and are the "first home" at Orange County with 32 world-class facilities and located right in the middle of Lippo Cikarang, Delta Mas and Jababeka. Further, with its own toll gate access, the toll exit Cibatu, Orange County will be the golden triangle area in East Jakarta corridor. Orange County total area is 322 hectares with a mega construction development area of 16,5 million m², developed on 82.3 hectares land in Lippo Cikarang CBD. The first phase development in the Lippo Cikarang CBD will be in an area of 19.5 hectares. Orange County will also allocate a large area for green open space, around 53 percent of its 322 ha, spread across its 5 thematic landscapes, each has has its unique character.





## Dec

Lippo Cikarang was recognized as The Region's Top 200 Small and Midsize Companies, Best Under a Billion Dollar, by Forbes Asia.

## Dec

#### 20

PT Siloam International Hospitals Tbk (SILO) opened Siloam Hospital Kupang, a 19th hospital in its network with an investment of more than Rp350 billion. It is a proof of commitment from Siloam Hospitals Group (SHG) to offer international quality standards of healthcare facilities to the public. The opening of Siloam Hospital Kupang today is also a gift to celebrate the 56<sup>th</sup> Anniversary of NTT Province. Siloam Hospital Kupang will be integrated with other buildings such as mall, commercial center, banks, offices, school, and hotel in a mixed development project. President of the Republic of Indonesia, Ir. H. Joko Widodo, attended the opening ceremony of Siloam Hospitals Kupang, accompanied by the Governor of NTT Province Drs. Frans Lebu Raya and VIP guests from ministry of Health and other related departments.





# REPORT FROM THE BOARD OF COMMISSIONERS

"IN ITS JOURNEY, LIPPO KARAWACI HAS
ALSO CONTRIBUTED SIGNIFICANTLY TO
THE INDONESIAN ECONOMY THROUGH ITS
CORPORATE INVESTMENTS MADE IN THE AREA
OF HOUSING, HEALTH CARE AND LOGISTICS."





# REPORT FROM THE BOARD OF COMMISSIONERS

"The company's performance of 2014 indicates the strength of the company's Board of Directors and management who have successfully implemented its growth strategy and anticipated the challenges."

#### Dear Shareholders,

014 was something of a mixed year. China and Japan, the world's second and third largest economies, did not perform well. The flow of foreign direct investment slowed, and the same happened with international trade growth.

The US on the other hand had quite a good year, making it the engine of global growth once more. In response to this, the U.S. Federal Reserve put rate hikes back on the agenda in 2014 and hinted that it might normalize rates sometime in 2015. As a result, the U.S. greenback became a favorite among investors and in turn other currencies weakened further.

Being part of this globalization, Indonesia was impacted. The rupiah currency was under pressure, economic growth declined to 5% from 5.8% in the previous year, and the current account deficit issue remained unresolved.

The general and presidential elections in 2014 did little to help propel growth. The most intense elections since reform resulted in the victory of new President Joko Widodo, a figure with no connections to the old guard. Bank Indonesia raised rates by 25 basis points to 7.75% to stem inflation which rose to 8.36%. The financial system, however, remained strong despite tightening bank liquidity, while the stock market ended with the best gain since 2010, increasing by 21% to 5,227

The Indonesia property stock index itself grew 53% in 2014 to 525, a great feat considering the Bank Indonesia regulations to rein in mortgages, the elections which deterred investors, and the tight liquidity in the banking sector.

Lippo Karawaci saw these developments and decided to take a wait-and-see approach. The Company delayed the launch of several projects and even revised down the marketing sales target. However, in the end all went well. Following the good result of the elections, investor appetite returned and the Company managed to book more growth more than targeted.



The Board of Commissioners and Board of Directors present in the Annual General Meeting of Shareholders held on 23 April 2014.

Our corporate vision and mission are the benchmark for our future achievements. To achieve our goal, the Board of Commissioners stand ready to provide guidance to the Board of Directors in giving their best and demonstrating Lippo Karawaci's excellence in the face of intense business competition.

The Company's performance in 2014 signified our strength, particularly that of the Board of Director and management team which successfully implemented growth strategies and anticipated the challenges facing by the Company. Despite the volatility in emerging markets, the Company managed to maintain its growth trajectory, which showed its ability to withstand macroeconomic volatility.

Lippo Karawaci booked total revenues from business operations rose 75% to Rp11.7 trillion compared to Rp6.7 trillion in 2013. Meanwhile, gross profit grew 77% to Rp5.4 trillion, with 64% contribution from Properties business unit, 18% from Healthcare, 10% from Commercial, and 8% from Asset Management. As the result, 102% YoY EBITDA growth in 2014, with the bottom line growing 107% YoY.

These results showed a healthy performance above the national economic growth rate of 5%, indicating that the Company managed to go on track according to its transformational plan in place since 2010. Such growth means that Lippo Karawaci will be heading to a new development platform.

To fulfill our commitment to the shareholders, in the Annual General Meeting of Shareholders (AGM) held on 23 April 2014, the Company approved dividends with a total amount of Rp320 billion, or 26.05% of the Company's net income which represents Rp14.05 per share. This move demonstrated our collective success and willingness to create added value for shareholders.

Above all, the Board of Commissioners put emphasis on Risk Management to ensure that the Company can make the best investment decisions while sustaining its position as the leading property Company in Indonesia.

# REPORT FROM THE BOARD OF COMMISSIONERS

Lippo Karawaci in its journey also gave significant contributions to Indonesian society through investment in housing, healthcare, logistics, etc. We are on track to reach our target to operate 50 hospitals by end of 2017, serving patients in all social strata including those covered by the national healthcare insurance BPJS.

We also realized that the modern lifestyle helped shape the demand for property, therefore the Company changed the way it approached development by building more high-rise apartments, strata title office and commercial facilities and to adjust the supporting infrastructure. This is in line with what the growing middle class wants, a mixed use facility which provides many conveniences in one place.

The development of Lippo Karawaci's projects also created employment for local community. We always aim to combine our high-skilled employees with labor force who lives in the vicinity nearby. This way we also make a contribution to the nation.

Lippo Karawaci truly believes in giving back to the society. We are committed to be responsible in our way of doing business and embedded the social responsibility as our business. The Company, through Siloam Hospitals supports the government to implement its universal healthcare system by providing quality healthcare.

We also realize that education will help upgrade the quality of the Indonesian people to a higher level. In light of this, we are committed to provide scholarships for outstanding students who are disadvantaged economically to ensure that they can get the best education. We are constantly building projects surrounded by greenery because we care about our environment. The Company also develops projects in less developed areas to boost growth and create employment in those areas because we support equitable growth.

Much has happened in the span of 10 years since Lippo Karawaci was reborn, that was when 8 property companies merged into a new

PT Lippo Karawaci Tbk which has transformed into the Company today. We are continuously trying to improve the Company despite its the achievements in many sectors. We pride ourselves for having contribution to a modern Indonesian society through our projects.

The Board of Commissioners guides the Board of Directors and management in implementing Good Corporate Governance (GCG) within the Company's organization and operations.

Through the Audit Committee and the Remuneration Committee, the Board of Commissioners ensures GCG is implemented thoroughly. Detailed reports from the Committees are incorporated in the Corporate Governance Report section.

We also strive to discharge supervision on the management of the Company by reliable application of Risk Management and Internal Audit processes. These represent both a preventive measure and management of business risks. We are confident that by running more transparent business processes, the Company can sustain its position as a leading property company in Indonesia.

In the last AGM, the shareholders agreed to appoint former Jakarta governor Sutiyoso as a member of the Board of Commissioners. We believe Sutiyoso's extensive work experience in urban development will be of tremendous value to the Board of Commissioners and the Company.

2015 will remain full of challenges. We have witnessed currency depreciation since the beginning of the year. That will put pressure to Indonesia's economy as President Joko Widodo aims to boost growth by building infrastructure. We hope that regulators can manage these challenges and guard the country against unwanted external pressure.

The Board of Commissioners is confident that Lippo Karawaci can record another good performance in 2015 with its integrated business model, diversified landbank, strong financial management, and professional human resources. The Company expects that all business lines will provide significant revenue contribution in both development as well as recurring revenue.

We will continue our asset light strategy by divesting mall assets and hospital assets and pursue the new development concept for the Company's independent townships. The hospital business is expected to continue its growth a pace. We will focus on both operational performance and implement a growth strategy which includes development as well as prudent acquisition of hospitals.

We sincerely express the highest appreciation to the Board of Directors, management team, and all employees of Lippo Karawaci for their combined efforts that contributed to the Company's performance and achievements in 2014. The Board of Commissioners would like also to thank all shareholders and business partners for their continued trust and support. We sincerely hope that this will continue well into the future.

Theo L. Sambuaga
President Commissioner



Theo L. Sambuaga President Commissioner

Agum Gumelar Independent Commissioner

Surjadi Soedirdja Vice President Commissioner and

Independent Commissioner

Sutiyoso Independent Commissioner

Prof. Dr. Muladi, SH Independent Commissioner

Stand (from left to right)

Viven G. Sitiabudi Commissioner

Tanri Abeng Independent Commissioner

Benny Haryanto Djie Commissioner

Farid Harianto Independent Commissioner









# REPORT OF THE PRESIDENT DIRECTOR

"The achievements in 2014 gave us confidence that our business model and management structure, supported by good people with strong determination have created the foundations that allowed the company to pass through a turbulent period."

#### Dear Valued Shareholders,

#### **FRESH MILESTONES**

For the first time in its history, Indonesia witnessed the transfer of power from one democratically elected president to another democratically elected president in 2014. The direct presidential elections, which installed Jakarta governor Joko Widodo as the seventh president of the Republic of Indonesia, were fair and transparent, a testament to the growing political maturity of the nation.

#### **Economic Challenges**

Apart from a long political season, 2014 was a challenging year for Indonesia. The country came through its democratic test but still faced significant challenges on the macroeconomic side. It had to grapple with an unsettled agenda on key issues such as the fuel subsidies, lack of infrastructure, and a growing fiscal deficit. Combined with growing pressure from a rising middle class and expectations from the bottom, all in all it was a year full of exciting challenges.

On the external front, the global economy was still struggling, as volatility in the financial markets and uncertainty over the health of some large economics continued. Developed economies such as the United States, the Euro zone and Japan struggled to create their growth momentum, thus pushing many emerging economies to a growth standstill. Indonesia's macro-economic climate was also significantly affected by the ongoing global conditions.

Market optimism was generally in short supply in 2014 and amid the gloomy macro-economic conditions. In response, the central bank maintained a tight monetary policy and clamped down on consumer financing and micro-loans. Such conditions, coupled with a long election year, affected market conditions, especially in the property sector.

#### Lippo Karawaci in 2014

Following the successful conclusion of presidential elections, market sentiment improved and buyer enthusiasm returned. Eventually we were able to launch seven projects throughout 2014, which boosted our overall marketing sales growth by over 20 percent to Rp5.2 trillion.

The seven projects launched in 2014, i.e.: St. Moritz Panakukang, Makassar (18 January 2014), Embarcadero Western Wing, Bintaro (8 March 2014), Holland Village Office Tower, Jakarta Pusat (9 May 2014), Millenium Village – Hillcrest dan Fairview Tower, Lippo Karawaci (23 August 2014), Holland Village Condominium Phase-2, Jakarta Pusat (4 October 2014), Embarcadero Eastern Wing, Bintaro (8 November 2014), Orange County - Irvine and Westwood Towers, Lippo Cikarang (29 November 2014) a new record for the company.

With determination, confidence and hard-work, we kept our financial projections intact for 2014. With God's grace, we delivered what we promised.

Revenue in 2014 was Rp11.7 trillion, grew by 75%, Ebitda reached Rp3.6 trillion, up by 102% and bottom line was Rp2.5 trillion, grew by 107%. With earnings growth in 2014, we have succeeded in reducing our debt to equity ratio and net gearing ratio to 0.6 and 0.4 respectively. This was a fresh milestone for Lippo Karawaci, ten years after the merger in 2004. The achievement gave us confidence that our business model and management structure, supported by good people with strong determination have created the foundations that allowed the company to pass through a turbulent period.

We are pleased to report some other key initiatives in 2014 to further enhance our business sustainability whilst keeping the growth momentum:

- Developed and launched new large-scale mixed-use development in the existing mature Lippo Village township named Millennium Village.
- Developed and launched new large-scale mixed-used development in Lippo Cikarang named Orange County.
- Started land reclamation in Makassar (total rights granted for 650 hectares).
- Our hospitals development continued with four new hospitals added to our portfolio, which keeps us on track to operate 50 hospitals by end of 2017.

- We injected Lippo Mall Kemang into Lippo Malls Indonesian Retail Trust in Singapore as part of our assets light strategy.
- Other developments that we believe are crucial for our sustainability are the joint operation with the land owner in an industrial land development project adjacent to our Lippo Cikarang estate. Though this is the first joint development we have entered into, it is promising that the collaboration model works mutually for us and the land owner. We will pursue further similar joint development model in other locations, which enable us to penetrate larger markets without extra capital expenditure, but yet allow us leverage our core competency.

Besides the key initiatives on our development projects, we were able to take advantages on every window of opportunity to tap the capital market to support our growth plan.

Following the successful floating of our hospitals business, PT Siloam International Hospitals Tbk. ('SILO') in Indonesia Stock Exchange in 2013, we placed additional 7.1% Siloam shares worth of Rp858 billion to the market. The use of proceeds from the placement were used to finance the Company's hospital projects and property related businesses.

In April 2014 we issued USD 150 million notes due in 2022 with 7% coupon p.a. The response from investors was overwhelming with an order book of over US\$900 million or 6.3x oversubscribed.

As part of our assets light strategy We also disposed a mall asset worth of Rp3,4 trillion to Lippo Mall Indonesia Retail Trust in Singapore.

With the above results we have strengthened our capital structure which will enable us maintain our growth phase in the future.

We are aware of the volatility in the foreign currency market. To mitigate the foreign exchange risk, Lippo Karawaci hedged in full and through to maturity the principal of its various foreign currency loans to protect against the downside risks that may arise in order that the Company can grow as planned.

## Implementing Good Corporate Governance

We believe to grow our business further we also need a strong platform in GCG. We have been taking a lot of initiatives in improving the implementation of GCG since we launched our strategic five year plan which was the commencement of our transformational journey in 2010.

# REPORT OF THE PRESIDENT DIRECTOR

More proactive and transparent communications with the investor community have been implemented since then. Monitoring compliance to regulatory requirements and implementing risk base internal audit as well as strengthening the team are also part of the GCG focus. Board of commissioners meeting now are covered direct meeting with all operating units which give them more transparent and independent view of the company's operations and performances. Having access to the international market as sponsor of the two Real Estate Investment Trust in Singapore and rated by three international rating agencies have enriched our GCG practices and obligated the Company to comply with regional and international regulations.

Lippo Karawaci realized that a transparent, fair, accountable, responsible and independent corporate governance should be carried out consistently. The role of independent committees such as the audit committee and remuneration committee in helping the Board of Commissioners to supervise the Company's management is crucial.

We communicate proactively with investors and the financial community through our active and transparent investor relations division. We are improving our communications with our stakeholders as part of our efforts to be more transparent in doing business.

We are currently a BB- rated company by rating agencies Standard & Poor's and Fitch, and Ba3 by Moody's. We will continue to maintain the three rating agencies as we believe that they will help us to keep to our high levels of financial governance and discipline. As a company, we take note of any feedback provided by the rating agencies; regulatory bodies (not only in Indonesia but also in Singapore) as well as the markets in ensuring that we maintain the highest standards of corporate governance.

In 2014, Lippo Karawaci was rewarded with numerous prestigious awards due to its achievements, including 'The 2014 Best Company for Leadership Property Development in Indonesia' from IAIR Hong Kong. The Company was also included in the 'Top 50 Publicly Listed Companies in Indonesia' in the ASEAN Corporate Governance Scorecard 2014 by the Asian Development Bank. These awards are a testimony of our hard work in creating a sustainable growth for the Company.

#### **Helping the Community**

We believe that in order to have real impact through CSR, we must proactively provide and develop basic necessities for the communities that we serve. This means providing quality but affordable healthcare, education and most importantly create well paying jobs.

Since the earlier days, we conducted our CSR by embedded it in our businesses. Through our healthcare units, we served the communities and supporting the government in implementing its universal healthcare program by participating in providing low cost healthcare services. Our new model of low cost medical services fits well into the national program. In the past few years we strove to develop a proper business model for healthcare services supporting the Indonesian government nation program. Currently, our Siloam General Hospital and Siloam Purwakarta were renowned general hospitals highly sought.

Our plan to pioneer business activities in secondary cities and remote areas in eastern Indonesia will be partly driven by our CSR idealism.

Our other CSR activities include quality higher education and tertiary education, and quality green living environment.

#### **Focus Going Forward**

A lot has been achieved since Lippo Karawaci was reborn ten years ago through merger of 8 property companies. Progress has been made in all areas of business but there still a lot more to be accomplished. Moving forward we will continue to develop our townships and build more mixedused developments to penetrate new niche areas; we will also push new innovations in product development to stay up to date with Indonesia's modern life styles.

Indonesia's overall property market, however, is still expected to post moderate growth in 2015 and beyond, fuelled by new investments and the rise of the middle class. As more people opt for high-rise living, the condominium market is expected to continue growing while pent up demand for retail and office space means both sectors will also see stable growth.

We will find the best ways to deal with the financial headwinds to deal with funding restraints for homebuyers. Providing quality affordable healthcare services for all Indonesians has always been our motivation and building greenfield hospitals will be the most feasible way to make this happen. Our mall management team will be facing daunting challenges as they will manage more and more retail space every year. Yet serving a developing and high growth consumer market will always be challenging but promising. Our hospitality business is facing similar market conditions where the domestic traveller industry is growing rapidly with higher demand for rooms and hospitality services. We will keep our eyes wide open for the opportunities that arise to expand our current operations.

The asset management business is central to our business model, which enable us to build more facilities through our assets light strategy.

## Changes in the Composition of Board of Directors

In the 2014 AGM, shareholders approved the proposed changes to term of service of the Board of Directors and Board of Commissioner from 1 (one) year to 3 (three) years as an adjustment to the development in the capital market regulations. The shareholders also approved the composition of Board of Directors for the term ending in the 2017. We expressed our gratitude to Mr Roberto Feliciano who has been a member of the Board of Directors since 2011 for his contributions in managing and expanding the Company. We also welcomed the new members of the Board of Directors, Mr Stephen Choo Kooi Yoon who has more than 40 years professional experience with civil engineering background and Mrs Ninik Prajitno who will bring her expertise in banking and property. The appointment of both new members of Board of Directors is expected to strengthen the current board.

Mr. Djoko Harjono who was reappointed as a director in the 2014 AGM, tendered his resignation with effect from 15 September 2014. We would like to express our gratitude for his valuable contribution to the growth of the company since 2010.

#### **Appreciation**

We have highlighted a long list of achievements and things to be done in the future. These will be impossible to achieve without support from our stakeholders. We would like to thank our people for the hard work and effort in making our dreams possible and real. We thank our suppliers, contractors and providers for their patience, understanding and support given to us in achieving the milestones that mark our journey.

Last but not least, we would like to thank our investors and shareholders for the trust and support given to the management team that has raised us to the current level.

Killing

Ketut Budi Wijaya President Director





From left to right

Rahmawaty Director

Tjokro Libianto Director

Ketut Budi Wijaya President Director

Stephen Choo Kooi Yoon Director

Ninik Prajitno Director

Jenny Kuistono Independent Director

# MANAGEMENT DISCUSSION & ANALYSIS



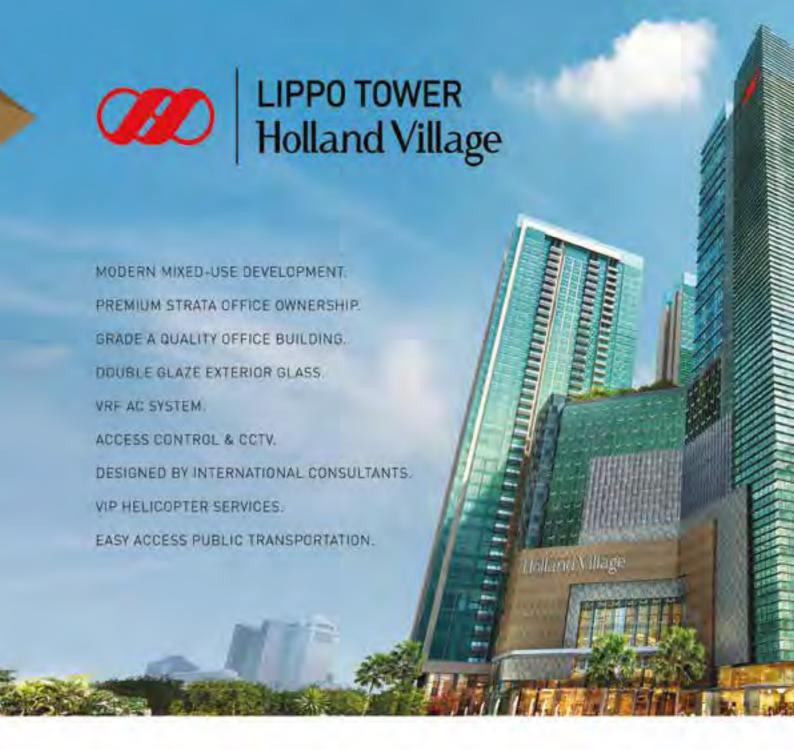
# BUSINESS REVIEW

The company successfully booked a new record Revenue and net profit despite Indonesia's challenging economy amongst others due to the restricted mortgage regulation, presidential election and weakened Rupiah.

ippo Karawaci Tbk ("LPKR") reported record revenue and net profit of IDR11.7 trillion and IDR2.5 trillion, higher by 75% against IDR6.7 trillion and 107% compared to IDR1.2 trillion in 2013, respectively. This was fueled by the divestment of Lippo Mall Kemang to Lippo Mall Indonesia Retail ("LMIR") Trust, in line with our asset light strategy, garnering revenue and net profit of IDR3.4 trillion and IDR1.2 trillion respectively. Excluding this divestment, revenue and net profit registered a healthy year on year ("YOY") growth of 24% and 8% respectively. LPKR continued its strategy of realigning its contribution towards stable recurring revenue, which contributed 40% of total revenue, to balance its development revenues.







# GRAND PREVIEW FRIDAY, MAY 9<sup>TH</sup>, 2014

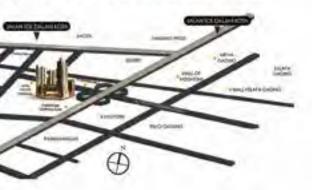
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The Residential and Urban Development business unit ("BU") generated revenue of IDR2.3 trillion, an uptick of 21% YOY, namely from our listed subsidiary, Lippo Cikarang Tbk ("LPCK") with revenues of IDR1.6 trillion on the back of strong revenue growth from residential homes.

Our Large Scale Integrated Development BU outperformed last year with revenue growing 19% YOY to IDR1.3 trillion, driven by revenue from our existing projects at Kemang Village and St. Moritz, despite headwind from the uncertain political climate in 2014, high interest rates and strict mortgage regulation.

Revenue of Residential and Urban Development Division amounted at Rp2.3 trillion, a year-on-year increase of 21%

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Puri Indah - CBD West Jakarta



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Lippo Karawaci as the pioneer launched San Diego Hills Memorial Park in 2007 and managed to sell more than 37,000 plots



Gross Operating Revenue ("GOR") for the Healthcare Business Unit, namely Siloam Hospital, surged by 33% to IDR3.3 trillion, with flow through growth in EBITDA of 56% to IDR435 billion. This was achieved on the back of a 126% revenue growth from rapid ramp up in thirteen new

hospitals, representing 33% of GOR compared to 19% in 2013, with the seven existing hospitals growing by 11%.

Our Commercial Business Unit, comprising Malls and Hotels, contributed incremental revenue



#### In 2014 Lippo Karawaci managed 8 hotels under Aryaduta brand

growth of 16% to IDR668 billion in 2014. Malls registered a 52% revenue growth to IDR307 billion mainly due to contribution from Mal Kuta Icon full year operations in addition to the opening of 2 new malls namely Lippo Mall Puri and Lippo Plaza Buton (Baubau). LPKR's Hotels revenue was

lower by 3%, affected by an uncertain country's political climate and recent policy changes in government spending. Consequently, occupancy dipped from 72% to 71%, with ARR registering marginal growth of 1% to IDR626,000.

LPKR's Asset Management Business Unit recorded growth of 15% in 2014 with Town Management revenue increasing by 27% to IDR359 billion and Portfolio and Property Management revenue increasing by 3% to IDR306 billion.



Lippo Karawaci prioritizes the comfort of its residence where a 59-hectare bowl-shaped golf course in Lippo Karawaci functions as a green area as well as water catchment preventing floods in Lippo Village.







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# DEVELOPMENT BUSINESS

LPKR's bread and butter is property development, pioneering development of Township and Large Scale Integrated Developments with a proven and successful track record throughout Indonesia.

# RESIDENTIAL & URBAN DEVELOPMENT

PKR is armed with a landbank of 1,532 hectares ("ha"), of which 76% of our land is located all over Greater Jakarta at the end of 2014. Supported by this vast and diversified land bank in numerous strategic locations, we can ensure sustainable development beyond the next 15 years.

The burgeoning Indonesian middle class segment accelerated the urbanization theme with consumers preferring lifestyle and urban living concepts. To capture these trends, our Large Scale Integrated Developments offer our customers a unique "work, live and play" concept, combining our expertise in residential, mall, hospital, hotel, office and school in a single location. Our prominent Large Scale Integrated Developments are located in Kemang Village, Park View and The Nine Residences, Embarcadero Suites in Bintaro Tangerang, The St. Moritz Penthouses and Residences in West Jakarta, Holland Village in Central Jakarta, Millennium Village in Tangerang, Orange County in Cikarang, City of Tomorrow in Surabaya, East Java and The St. Moritz Makassar in South Sulawesi.

Capitalizing on Indonesia's sustainable economic growth and the government's commitment to infrastructure development, LPKR will continue to grow its property development projects in the best locations throughout the archipelago and reinforce its standing as Indonesia's leading diversified property company.





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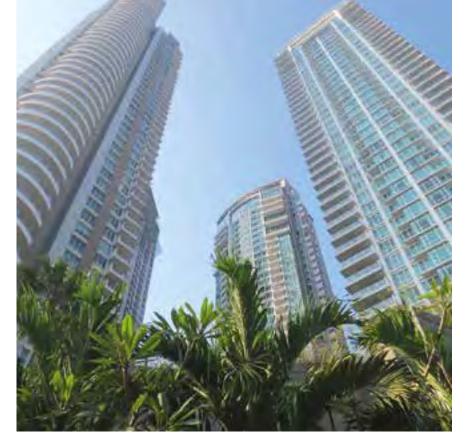
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# Lippo Village: The Incomparable City

This flagship urban township, located 30 kilometers west of Jakarta CBD, has become a renowned satellite city offering outstanding properties and services to meet the dynamic demands of urban living. Launched in 1993, Lippo Village has developed to become a modern city with comprehensive infrastructure and facilities, and is professionally managed in accordance with the dynamic needs of modern lifestyles.

Lippo Village, which has bestowed with various recognitions, is home to more than 58,422 residents and served as place to work for more than 48,600 workers. Lippo Village has successfully

integrated eco-living with international standard facilities and infrastructure including an international school, national plus school, university, five apartments towers with a total of 1,120 units, an internationally accredited hospital, a general hospital, a 198 rooms five star hotel, a 240,000 sqm shopping mall, a 59 ha golf course and club house. Blending well with its modern surroundings, the township allocates 21% green space and has planted approximately 56,850 trees in location.

# Lippo Cikarang: The Globally Connected City

Lippo Cikarang is a self-sustaining township is located 40 kilometers east of Jakarta in Cikarang, Bekasi infrastructure and services to position itself as an integrated real estate and light industrial township. LPKR, via a 54.4% ownership of its subsidiary, LPCK, has developed homes for more than 46,000 residents. The township consists of approximately 14,000 landed houses, three towers of residential apartments with a total of more than 1,200 units at various stages of development, more than 974 shop houses and supporting amenities such as a mall with an area of 49,250m2, a school, a hospital, an office building, a recreation park and a new apartment being developed aimed for Japanese expatriates, 200 room five star Lippo hotel and 400 room boutique hotel. There are more than 400,000 workers employed by more than 820 factories which include several global known brand producers such as Kia, Hankook, Danone, Epson, Toyota Tsusho have set up their factories in Lippo Cikarang. The sprawling township is connected by 180 km of roads and is rooted with more than 91,451 trees. As of December 31, 2014, Lippo Cikarang has a landbank of 282 hectares for housing zone and 343 hectares for industrial area development.

Regency and offers a wide range of

Through commitment and professionalism, Lippo Cikarang provides a well-balanced living spaces carefully planned into industrial and commercial areas that is a magnet for foreign investors. With the recent launch of the massive Orange County integrated development, Lippo Cikarang cements its position as the "work, live and play" destination hub in the eastern corridor of Jakarta.







# The Perfect Ten, The Perfect Lifestyle

Located right in the center of Bintaro • Direct access to TB Simatupang Toll Road • Surrounded by 3 International Schools, British International School • Jakarta Japanese School • Global Jaya International School • Luxurious World Class Integrated Development • Luxurious Apartment designed by DP Architects Singapore; Landscape by SCI Singapore; Show Suites by Genius Loci Shanghai, Public Spaces by Design Forum Indonesia • Choices of bedroom with exquisite specification • Private Sky Poel & Facilities • Embarcadero Family Club • High Capital Gain & Rental Return • Developed by Lippo Homes

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LIPPO HOMES









# Tanjung Bunga: The Pride of Makassar

Since 1997, LPKR through its 54% owned subsidiary PT Gowa Makassar Tourism Development Tbk ("GMTD"), has been developing Tanjung Bunga, the first and largest integrated township in Makassar, South Sulawesi, the gateway to East Indonesia. The town is located in Makassar, South Sulawesi. GMTD has acquired large tracts of undeveloped land, installed key infrastructure, including a four and half kilometer causeway connecting the township to Makassar, constructed 27 km of roads and planted 7,136 trees. GMTD has developed more than 6,136 houses and 172 shop houses, home to more than 12, 390 residents and provided employment approximately 12,117 workers. The township has supporting amenities such as a five star Aryaduta Hotel with 224 rooms and the GTC Makassar Shopping Center, both managed and operated by PT Aryaduta International Management ("AIM") and PT Lippo Mall Indonesia ("LMI") respectively.

# San Diego Hills Memorial Park

LPKR pioneered the development of modern memorial parks in Indonesia when it embarked on the San Diego Hills Memorial Park project. This memorial park has an area of 125 ha that is beautifully landscaped and equipped with a 14 ha family recreation facility including an 8 ha man-made lake, multipurpose building, chapel, food mart, gift shop and restaurant. Since San Diego Hills

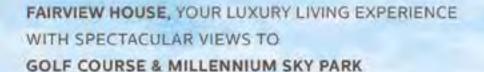
Memorial Park was launched in 2007, more than 37,000 cemetery plots have been sold.

# Large-Scale Integrated Development

In order to meet current urban market demand, LPKR continues to develop Large Scale Integrated Developments combining residential, office, retail, healthcare, education, hospitality and leisure in a single location to cater to Indonesia's busy and bustling lifestyle. Up to date, LPKR had completed one Large Scale Integrated Development, City of Tomorrow ("CITO") with first phase of two Large Scale Integrated Developments, Kemang Village and St Moritz Jakarta, nearing completion.

# **City of Tomorrow**

As our first Large Scale Integrated Development, CITO was developed on a 2.6 ha land in Surabaya, East Java. It is located in a high traffic commercial area in Surabaya between upper income residential areas in West Surabaya and the Juanda International Airport. The development consists of seven high rise towers including: a four story 111,633 sqm strata-title malls with 1,300 retail units, a five star hotel with 200 rooms, condominiums offering approximately 200 residential units with total built areas of approximately 19,963 sqm and six office towers offering 45,523 sqm of office space. The total built up area is approximately 206,438 sqm with approximately 79% of the retail area sold to date.











## Sales Gallery

Menara Matahari, Ground Floor 7 Boulevard Palem Raya Lippo Village, Tangerang 15811

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# Kemang Village

The award winning Kemang Village is strategically located on a 15 ha site in a prominent and elite expatriate residential areas in South Jakarta, targeting the upper middle class market that lives and work in this vibrant and dynamic urban area. The first phase of Kemang Village is a blend of residential and commercial development on an 8.8 ha area, comprising an leased mall with 130,000 sqm GFA that opened in September 2012, a five-star hotel to be managed by JW Marriott Hotel, seven condominium towers where most of the units offered were sold, of the seven towers launched, six had been completed and the units handed over to the buyers, Pelita Harapan school with 1,200 students, a country club, a Siloam Hospital and spa.

# The St. Moritz Jakarta

The St. Moritz Jakarta built on 11.4 ha land in Puri Indah, as the CBD hub of West Jakarta, using major global cities such as London, New York and Hong Kong as a benchmark for its master plan. The city-block concept allows residents to conveniently walk around in close proximity to amenities and is travelfriendly through well-coordinated planning. The development was launched in 2008 consisting of six condominium towers, of which four towers had been completed and over 94% sold, a 200 suite five star JW Marriott Hotel, one of Indonesia's tallest office buildings, a high end 125,000 sqm shopping area, convention center, Sea World, Siloam Hospital, an international school catering to 1,000 students, sports and country club, a chapel and spa.

# Park View Apartments

Park View Apartments, launched in 2011, comprises of two apartment towers constructed above Depok Town Square, a strate title mall built by LPKR. The first tower has an area of 14,500 sqm with 450 units and the second tower has an area of 14,000 sqm with 389 units. The residential towers targeted the middle-class income segment in Jakarta and were completed towards the end of 2014.

We booked a record of property sales in 2014 with a total of Rp8.5 trillion mainly due to the sales of Lippo Mal Kemang to LMIRT worth Rp3.4 trillion at the end of 2014. The Urban Development Division contributed Rp2.1 trillion while the sales of condominium and office space from the Company's Large Scale Integrated projects reached Rp3.0 trillion.

# The Nine Residence

Located in North Kemang, minutes away from established business hubs of the CBD, SCBD and Kuningan, Nine Residence is the perfect residence for the dynamic urbanite. The Kemang neighbourhood is the lifestyle hub of Jakarta, with an abundance of hip restaurants, local independent & international clothing labels, art galleries and international schools. Nine Residence, launched in August 2012, is a modern residential

complex with 352 condominiums with a complimentary commercial facility. The project is scheduled to be completed by end of 2015 and is fully sold.

# **Holland Village**

Located in Central Jakarta, this IDR5 trillion project was pre sold in May 2013. Holland Village is designed by DP Architects and comprises a complete suite of products such as two apartment towers of 42,034 sqm with 239 units, a grade An office tower, a shopping mall, a hotel and grand ballroom, world class healthcare via Siloam Hospitals and a national plus school. This mixed-use superblock will answer the demands of Jakarta residents, especially those residing in Cempaka Putih, Kelapa Gading and the immediate surrounding areas, for an integrated area suitable for modern living.

## Lippo Thamrin

This development, located in the heart of CBD Jakarta, was launched in October 2013. It provided businesses a rare opportunity to own prime class A office space, and was fully sold. The 18 storey building, with an area of 16,476 sqm, was designed by a consultant team led by DP Architect Singapore, using high-end materials to provide customers a luxury experience.

# Millennium Village

Millennium Village is an integrated 71 ha masterpiece development in the middle of the 132 ha Lippo Village CBD. With an IDR 200 trillion investments and adopting the concept of a Global Smart City, it will be comparable to the world's best global

city. The green area covering 70% of the area will be the balancing factor for Millennium Village that includes a 470,000 sqm Lippo Grand Mall, university, various exclusive high-rise buildings, including three landmark towers; the 75-storey Gateway Tower, the 100-storey Iconic Tower and the 75-storey Super Tower. The launch of the first residential tower received overwhelming response resulting in an additional tower being launched on the day of the launch.

# **Orange County**

Through LPCK, LPKR embarked on another superblock project on a 19.5 ha land, the centerpiece of its 322 ha Orange County city in Cikarang, east of Jakarta at KM 34,7 of the Jakarta-Cikampek toll road. Orange County will be a melting-pot that will be a haven for expatriates and their families, pampering with 32 world-class facilities. The first phase of the superblock comprises a 61 storey iconic tower, 12 residential towers built above a 210,000 sqm mall, a 1,000-room hospital providing private and general healthcare facilities, a full fledge university, 4 schools including a new Japanese school, a hotel and convention center with an estimated total project value of IDR250 trillion. The launch of the first residential tower was a blockbuster success, while another tower mirrors the success where the two towers were fully sold out in a single day!

### **Embarcadero**

This mixed use development of 210,000 sqm requires an IDR2.5 trillion investments on a 2.4 ha site in Bintaro, Tangerang. The project will have a 46,000 sqm mall, school, a 300 room hospital, a 3 star hotel and two apartment towers. The development targets middle and upper-class residents, including expatriates due to the presence of 3 international schools in the area. The development will provide key infrastructure and amenities to a high-density area where its facility is lacking such conveniences. Following the success of our Kemang Village nearby, the two apartment towers were 90% sold within 5 hours of the day of the initial sales launch.

### St Moritz Makassar

The IDR3.5 trillion project will be built on a 2.7 ha property on Boulevard Street, Panakkukang, Makassar. LPKR's planned 51-storey building would be the tallest in Eastern Indonesia. The project will include residential towers, the 210-suite Lippo Hotel, a 227,000 sqm Lippo Mall and a private members' club. There will also be a 250-bed Siloam Hospital, a school managed by Yayasan Pelita Harapan for 600 students, a pool, multi-function lounge, cineplex with 10 theatres, an entertainment and food and beverage hub as well as helicopter services. This project shows LPKR's real commitment to present a quality project of international standard and is expected to be completed by mid-2018.

# PROPERTY MARKETING SALES

We achieved a record breaking property marketing sales in 2014 of IDR8.5 trillion on the back of the sale of Lippo Mall Kemang to LMIR Trust for IDR3.4 trillion at the end of 2014. The Urban Development BU contributed IDR2.1 trillion whilst sales of condominium and office units within our Large Scale Integrated Development hit a record high of IDR3.0 trillion.

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# RECURRING BUSINESS

The company plans to continue investing in Healthcare, Commercial and Asset Management businesses, targeting a strategic 50:50 contribution between development and recurring revenues.

PKR is the largest property company in Indonesia by total assets and total revenue, with a unique and diversified business model to ensure sustainable growth. A substantial 40% of LPKR's business is sourced from recurring revenue in 2014 from its Hospitals, Commercial and Asset Management BUs. Recurring revenue plays a critical role to balance the property business which is cyclical in nature. LPKR plans to continually invest in these BUs, to target a strategic equilibrium of 50:50 contributions from development and recurring revenue.

A key pillar to LPKR's success is its unique business model with an innovative strategy to be asset light and recycle capital via Real Estate Investment Trusts ("REIT"). In line with our pioneering spirit, LPKR is still the first and only Indonesian company to successfully sponsor and incorporate two public listed REITs in Singapore.





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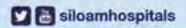
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SILOAM SCALE
INDONESIA HEALTHCAME
REACH CARING
THE HIRETHE HODNESIA
LOVE EMPATHY
INTERNATIONAL QUALITY
STATE-OF-THE-ART EQUIPMENT
GOOLY COMPASSION
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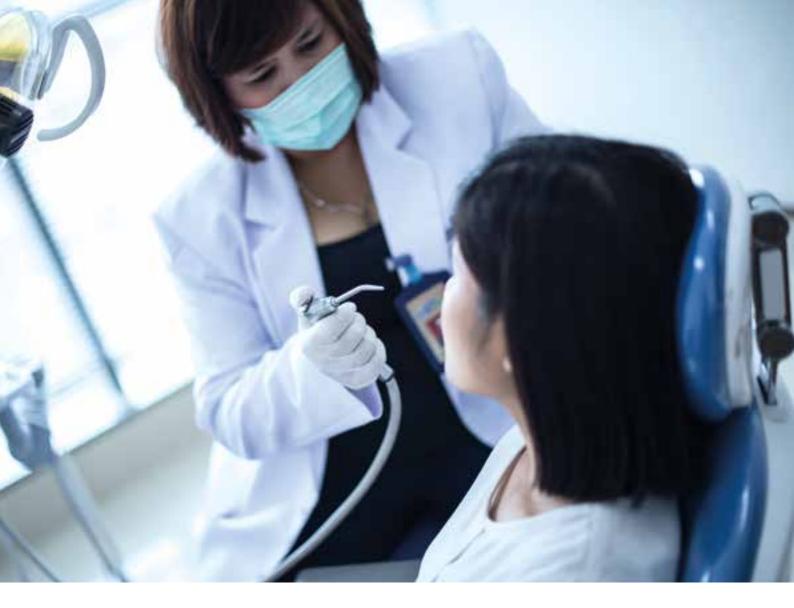


For 24 Hour Ambulance Service, contact: 500 - 911 For Appointment and General Information, contact: 500 - 181









Healthcare



The Company's Healthcare unit is equipped with various and latest medical instruments, modern facilities as well as work closely with the government in providing the best healthcare services in the country.

# CENTER OF EXCELLENCE IN UROLOGY

# Low-Intensity Extracorporeal Shockwave Therapy (LI-ESWT)

Rapid, Non-evasive, and Curative therapy for ED



- cases with non-invasive procedure.
- LI-ESWT were aimed to induce shear stress so as to boost new blood veins formation.
- Painless extraneous therapy which reduce the needs of medicine intake.
- Can serve as a complementary therapy for patients with high-intensity ED.
- Evidence Based Health Care Approach to the health care industry.



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BALI KUTA - BALI NUSA DUA - BALI SUNSET - BALIKPAPAN - CIKARANG - CINERE - JAKARTA KEBON JERUK - JAKARTA MAMPANG - JAKARTA SEMANGGI IMROCCI JAKARTA TB SIMATUPANG - JAMBI - MAKASSAR - MANADO - PALEMBANG - PURWAKARTA - SURABAYA - SURABAYA - TANGERANG LIPPO VILLAGE - TANGERANG RSUS



Siloam managed and operated 20 hospitals in 14 cities nationwide from Medan to Kupang, with total capacity of more than 4,800 beds, 1,900 general practitioners and specialists and 7,000 nurses and other healthcare staff to serve more than 2 million patients annually.

ur Healthcare
Business Unit,
through Siloam
Hospitals
Group (Siloam)
is the leader
in integrated

healthcare services in Indonesia. Siloam operates and manages 20 hospitals in 14 cities throughout Indonesia from Medan to Kupang, with bed capacity exceeding 4,800 beds, more than 1,900 specialists and GPs, 7,000 nurses and staff caring for almost two million patients. Siloam's philosophy is underpinned by a strong vision and a business strategy centered on a 4 pillar foundation which enables its hospitals to provide equitable and affordable access to holistic quality care across all socio economic segment of the population in Indonesia.

Our hospitals are equipped with the latest state of the art medical equipment and modern facilities. In line with our asset light strategy, eleven hospitals were sold to First REIT and nine of them were leased back by LPKR for a period of 15 years.

Siloam Hospitals has garnered numerous awards and accolades, with our Siloam Hospital Lippo Village being the first Indonesian Hospital to receive JCI accreditation and ISO certification for all our other hospitals. LPKR is focused on the development of its Hospitals BU and is on track to meet its target to operate fifty hospitals with beds capacity of 10,000 beds by the end of 2017 to serve over 15 million patients.







Extensive experience and unique ability in divesting Commercial assets to REIT is a pioneering evidence that plays an important role for the Company's sustainable growth.

# Commercial

LPKR's Commercial BU is made up of its Retail Malls and Hotel businesses.

# **RETAIL MALLS**

With an annual footfall exceeding 200 million customers, our malls are designed as a one-stop shopping, entertainment, dining and leisure destination. Lippo Malls manages 40 existing shopping malls, strategically located in major cities across the archipelago, comprising more than 12,000 retailers occupying 1.1 million sqm of net leasable retail space. Lippo Malls is the largest mall operator in Indonesia.

Out of these 40 malls, 7 malls are owned by LPKR, 16 malls are owned by LMIR Trust in Singapore, 9 stratatitle malls were built and sold, 1 mall is owned by First REIT and the other 7 malls are owned by third parties. With its vast experience in developing malls and unique capability to divest malls to its Singapore listed REIT, LMIR Trust, enable LPKR to execute its asset-light strategy and recycle capital. LPKR is on the right path to meet its five-year plan of managing 50 malls by 2017. Throughout 2014, at least 3 new malls were added including Lippo Mall Puri (Phase 1), Maxxbox Cikarang as well as Lippo Plaza Buton (Baubau).

### **HOTELS**

LPKR manages eight five-star
Aryaduta Hotels with a total of
1,664 rooms, of which three hotels
are owned by LPKR. Three hotels
are located in Greater Jakarta, with
the other hotels located in Medan,
Palembang, Pekanbaru, Manado and
Makassar. LPKR plans to develop a
further 50 hotels under various luxury,
upscale and midscale brands in key
destinations across the Indonesian
archipelago to complement its
numerous integrated and township
developments.

# HOTEL ARYADUTA LIPPO VILLAGE

In the heart of Lippo Village's business and commercial district, the hotel is a sanctuary amidst the vibrant city of Karawaci. It is a perfect place for your next business meeting, gathering, birthday party or even a wedding party, whether it is indoor or outdoor.

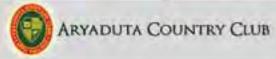


# Type of Room

- Deluxe
- Cabana Deluxe
- Signature
- Deluxe
- Cabana Deluxe
- Signature Suite
- Executive Suite
- Aryaduta Suite

# **Hotel Service**

- 24-Hour Security Services & CCTV
- 24-Hour Doctor on Call
- 24-Hour In-Room Dining
- · Rental Cars & Chauffeur
- Laundry & Dry Cleaning Services
- High-Speed Wireless Internet
- Connectivity in Public Areas



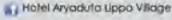
From the Balinese inspired lap pool and kids pool with slide to the outdoor and indoor tennis facilities, multi purposes hall for badminton and basketball, the club is focused on member satisfaction by offering a large number of daily activities and tournaments throughout the year.



# **Facilities**

- · Balinese Inspired Tropical Pool
- Kids Pool and Water Slide
- Gymnasium
- Squash Court
- Badminton Courts
- · Basketball Court
- . Indoor & Outdoor Tennis Courts
- Daily Fitness Programs
- . Jogging Track
- · Soccer Field
- · Panda Kids Club
- . Sna
- . Team Building Program
- Rock Climbing Wall
- · Pro Shop
- Hair Salon

401 Boulevard Jend. Sudirman Lippo Wilage T300 Tangerang 15811, Indonesia T. +62 21 546 0101 (hunting) F. +62 21 546 0201 info.karawaci@aryaduta.com • reservation.karawaci@aryaduta.com





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Rp. 1,480,000++



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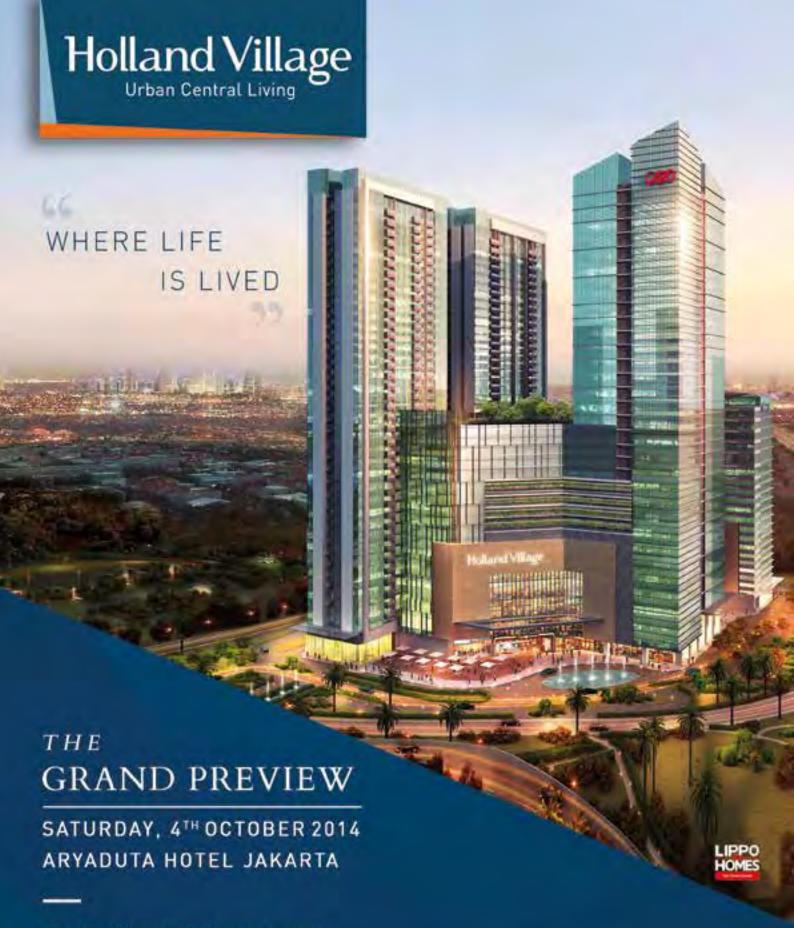
## HOTEL ARYADUTA JAKARTA

Jl. Prapatan 44-48, Jakarta 10110 Jodocema VIF +62 21 2352 1234 (Hunting) 1 F +62 21 2351 8600 reservation jakarta@aryaduta.com www.aryaduca.com

🚺 🖫 🕍 Aryodutajakaren

# Signature Privileges

- · Buffet breakfast at JP Bistro for maximum two persons
- Exclusive buffer breakfast from 6.30am to 11.00am at The Aryaduta Club Lounge
- · Free access to fitness center and swimming pool
- · Daily newspaper
- · Complimentary Wi-fi at lobby area and all restaurants
- 20% Discount Key Card Food Promotion for all restaurant and room service.
- · Personalized meet-and-greet and check-in and check-out service
- · Personalized welcome and farewell refreshments
- · Personalized concierge service
- Complimentary all-day tea, coffee, soft drinks and cookies
- Complimentary wireless connectivity in The Aryaduta Club Lounge
- Complimentary evening cocktails with hors d'oeuvres from 6.30pm to 8.30pm
- · Complimentary internet connection in the room
- Late check-out till 3pm\*
- · Additional Dignature Privileges with minimum 3 nights stay
- · Choose from I (one) time airport pick up service or transfer to the airport from the hotel
- · Including 3 (three) pieces Laundry / Dry Cleaning per day non accumulative



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LPKR Asset Management business unit consists of the Town Management Division (TMD) and the management of two Real Estate Investment Trust (REIT). TMD focuses in prioritizing comfort and easiness for all residents living in townships as well as integrated projects. In 2014 the asset under management of both REITs are valued at SGD 3 Billion.

# Asset Management

LPKR's Asset Management BU is further split to its Town Management Division and REIT management units.

# **TOWN MANAGEMENT**

LPKR demonstrates its commitment to its loyal customers by managing properties sold through its Town Management Division ("TMD"). TMD focuses and prioritizes the wellbeing and convenience of residents in our townships or integrated developments. The division safeguards the community's quality of life through superior services, which includes:

- Road maintenance and drainage/ flood control:
- Potable water treatment and reticulation, sewage treatment and 100% recycling;
- 24 hour and 7 days a week 5-layer town-wide security, smooth traffic and control, plus road safety;
- Internal and external public transport systems that focuses on pedestrians, including walkways and cycling paths;
- Planning and building regulations;

 Environmental enhancement, maintenance and self-sustainability, targeting a reduction of temperature, maximizing recycling of solid waste and cleaner air, easy access to healthy amenities and greater and safer sidewalks to schools, university, hospitals, shops and offices.

The successful provision of effective town management services via TMD is the key to rising land values of our properties and retaining the loyalty of residents.







# **15**°

Both REIT's asset under management (AUM) has grown 15 times since they were established.

## **FEE-BASED INCOME**

The fee-based income unit is anchored by fees earned from managing two public listed Singapore REITs that LPKR sponsors, First REIT for healthcare assets and LMIR Trust for retail malls. The management and acquisition fees earned from these REITs grow in line with the larger asset base, which have multiplied 15 folds since the inception of the respective REITs.

LPKR also manages and operates malls owned by LMIR Trust that are located in Indonesia on their behalf, via its subsidiary, PT Lippo Malls Indonesia (LMI). It is also the

appointed operator for the other retail malls under its 40 malls portfolio. Aryaduta International Management (AIM) also receives management fees for the three hotels owned by third parties using its five-star hotel "Aryaduta" brand.

# **FUTURE OUTLOOK**

The outlook of LPKR remains bright with fast-tracked execution of its strategy to monetize the value of its four main BUs. The Residential and Commercial BU will continue to introduce and inspire new lifestyle concepts to extract the best value from its diverse land bank.

LPKR will continue to build its hospital network, capitalizing on its first mover advantage to build and manage healthcare facilities throughout Indonesia, catering to healthcare needs of the broader market segment. The fast paced growth across its BUs will be managed through an asset light strategy to recycle capital to ensure sustainable growth and profitability. Pipeline projects will be continually implemented to strengthen LPKR's revenue streams and cement its position as the benchmark nationwide.



# CENTRE OF EXCELLENCE IN HEART

# SCREENING • DIAGNOSIS • TREATMENT • REHABILITATION

### Non-Invasive Diagnostic Procedures

- Cardiovascular Magnetic Resonance Imaging
   Dobutamine Stress Echocardiography (DSE)
- . Echocardiography (Heart USG)
- Electrocardiography (ECG)
- . Holler and Blood Pressure Monitoring
- . Multi Slice CT-Scan
- Nuclear Medicine
- Trans Esophageal Echocardiography (TEE)
- Vascular Doppler

# **Heart Surgery**

- Arieurysm Repair / Replacement Surgery
- · Aprilio Surgery
- · AV Shunt
- Cardiac Arhytmis Surgery (MAZE Procedure)
- Carotid Endarterectomy
- Coronary Artery Bypass Graffing (CABG) Surgery
   Heart Surgery (LVAD)
- Hybrid Surgery (Vascular and Coroner, TEVAR, EVAR)
- . Off- pump / Beating Heart Surgery
- Paediatric Cardioc Surgery
   Valvular Heart Surgery (Valve Repair of Replacement)

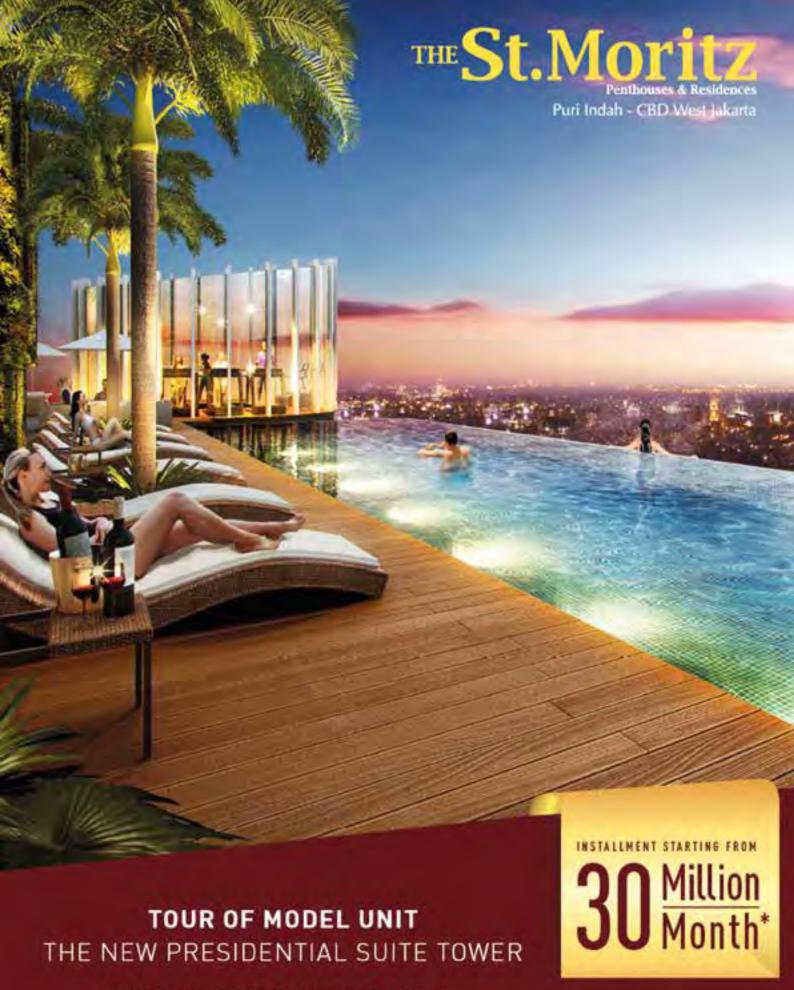
## Invasive Diagnostic Procedures and Non-Surgical Intervention

- Aquapheresis
- · Biopsi Myocardial
- Cardiac Valve Dilatation
- Coronary Angiography
   Coronary Physiologic Measurement (FFR)
- Electrophysiology Study
- Heart Ablation
- . Heart and Vascular Catherization
- · Mitral, Acrtic and Pulmonary Valvuloplasty
- PDA and Septal Occluder
- Percutaneous Coronary Intervention (PCI)
- Peripheral Vascular Intervention
- Primary PCI
- · Temporary and Permanent Pacemeker

### Cardiac Rehabilitation

Primary and Secondary (After Care) Prevention, including consultation with Cardiologist, Psychiatrist / Psychologist, Nutritionist and Rehabilitation Specialist.





PX Pavilion @ The St. Moritz, 3rd Floor





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# FINANCIAL REVIEW

For the year ending 2014, the Company booked a record in revenue, EBITDA and net profit of Rp11.7 trillion, Rp3.6 trillion and Rp2.5 trillion, respectively.

Development Revenues (in billion Rupiah)

Rp 6,980

Recurring Revenues

Rp 4,675

**REVENUES 2014** 



competency as a property developer, LPKR develops the entire suite of property products including residential, both landed houses and high rise condominiums, office towers, hospitals, retail malls, five-star hotels and complimentary light industrial properties. Our developments are spread throughout Indonesia and largely concentrated in key urban cities such as Greater Jakarta, Surabaya, Medan, Makassar, Manado, and Bali.

At the end of 2014, LPKR operates 20 hospitals under the Siloam Hospitals brand network, manages 40 malls, as well as manages 8 five-star hotels under the Aryaduta brand. It is also the single largest shareholder in two public listed REITs in Singapore, namely First REIT for healthcare assets and LMIR Trust for retail malls with total Assets Under Management

("AUM") of SGD3 billion. In addition, LPKR also provides extensive infrastructure services and amenities to our residents in our township and integrated developments.

LPKR has continually posted record revenue and profit for seven consecutive years. For the financial year ended 2014, it booked revenue, EBITDA and net profit of IDR11.7 trillion, IDR3.6 trillion IDR2.5 trillion respectively. LPKR's market capitalization as of 31 December 2014 was IDR23.5 trillion based on the closing price per ordinary share on the IDX of IDR1,020.

LPKR's business operations are structured into four main BUs:

- Properties
- Healthcare
- Commercial (Retail Malls and Hotels)
- Asset Management

LPKR's businesses and results of operations are affected by the following significant factors:







# COMPOSITION OF THE BUSINESS UNITS

The business model of LPKR is unique from other Indonesian developers, with a substantial proportion of recurring revenue. Our recurring revenue which offers stable growth, diversify and balances the cyclical nature of the property development businesses, especially in Indonesia.

For the financial year 2014, 60% of LPKR's revenues were sourced from the property development business, comprising development and sale of residential, commercial and light industrial properties from our Urban Development and Large Scale Integrated Development BUs including the sale of Lippo Mall Kemang to LMIR Trust for IDR3.4 trillion. Our recurring revenue, consisting of revenues from our Hospitals, Commercial and Asset Management BUs, contributed 40% of our total revenue.

# GENERAL MACRO ECONOMIC CONDITIONS IN INDONESIA

Our businesses are largely dependent on Indonesia's macro economy since our business targets the domestic market. Consequently, property and other market pricing trends that impact property sales, standard of living, disposable income, amount of foreign direct investment, demographic changes, interest rates, availability of mortgage financing and fluctuations in energy costs have a significant bearing on the performance of our various BUs. Furthermore, our Hotel BU is substantially affected by tourist arrivals, including business travelers that are influenced by the country's stable political and macroeconomic conditions.

Tapering fears, rising inflation, currency depreciation, rising current account deficit and political uncertainty were the central themes that dominated Indonesia macro economy in 2014. The Indonesian authorities decided to choose stability over economic growth by increasing interest rates to 7.75% to slow GDP growth to 5.02% in 2014 from 5.78% in 2013.

The main source of inflation remains the removal on fuel subsidies resulting in additional inflation of 2-3%. Market reaction to fuel price increases of around 30% to 100% has been more positive than increases by the previous administration and were not accompanied by social unrest.

# GROWING MIDDLE CLASS IN INDONESIA

By 2030, Indonesia is expected to add 90 million people to its consumer middle class, which will comprise 48% of the country's population from the existing 20%. Our real estate products and healthcare services predominantly target the middle and uppermiddle income segment. LPKR will continually invest in blending the best medical talents and the latest medical technology to offer the best healthcare services in the region.

# **INCREASE IN INTEREST** RATES

LPKR's development revenue is influenced by interest rate movements with lower interest rates easing conditions to secure financing and reducing mortgage obligations. With inflation rates tapering in line with global energy cost, a downward trend in interest rates is expected, which would boost our development revenue.

# IMPACT OF EXCHANGE RATE MOVEMENTS

LPKR is exposed to fluctuations in the value of the Rupiah against other foreign currencies, especially US Dollars. For the purposes of preparing its consolidated financial statements, the accounts of foreign subsidiaries are translated into Rupiah at each balance sheet date. Fluctuations of Rupiah against other foreign currencies exchange rates have resulted in the recording of a net foreign exchange gain or loss.

# **GOVERNMENT SPENDING**

The government's commitment to develop infrastructure is key to the success of LPKR's developments. Development of mass transportation and improvement of road systems, that improves access to the city centre and neighboring suburbs, will boost pre-sales and occupancy levels in LPKR's developments. Furthermore, the Healthcare and Social Security Agency ("BPJS Kesehatan") was launched and

strengthened by the Indonesia Health Card ("Kartu Indonesia Sehat") program, Indonesian's accessibility to healthcare treatment significantly increased. This expanded LPKR's market segment and boosted demand for our healthcare services. The government's continued commitment to infrastructure and healthcare spending is dependent on its policies.

# **GOVERNMENT** REGULATIONS

All of LPKR's BUs are subject to government regulations and require licenses and permits necessary to operate each business. In particular, healthcare is subject to extensive government regulations and new regulations could have a significant impact on the price and availability of healthcare services.

# **CONSTRUCTION AND RAW MATERIAL EXPENSES**

LPKR's property development businesses are subject to fluctuations in construction cost, especially raw materials necessary to complete its projects. Construction on a particular property will typically commence when inflows from pre-sales can cover construction costs, but the increase (or decrease) in construction costs after the project commence will result in the project being more (or less) expensive for us to finish than originally planned.

# INPATIENT AND **OUTPATIENT SERVICES** AND DEMAND

LPKR derives a significant portion of its revenue from the operation of its hospitals, which is sourced from providing inpatient and outpatient services. The key indicators for inpatient revenue are the number of beds the hospitals operate, bed occupancy ratio and the average revenue earned per patient day, whilst for outpatient revenue is the number of outpatient visits and the average revenue per outpatient visit. The volume of inpatient and outpatient visits and pricing of services is driven by, among other things, the hospital's image and brand reputation, the type of services offered, the state of the art medical equipment each hospital operates, clinical reputation of accredited specialists and doctors, extent of competition from other hospitals and the broad acceptance of health insurance programs.

# **HOTEL OCCUPANCY RATES** AND ROOM RATES

LPKR derives a portion of its revenue from its hotel operations which are primarily dependent on occupancy rates, room rates and the number of rooms available at each of our hotels. Key factors affecting occupancy rates include travel pattern of the hotel guests, competition from other hotels, location of our hotels, the quality of services and facilities on offer. A key factor affecting room rates is the timing and type of booking. Wholesale room bookings and travel group bookings receive higher discounts due to larger booking volumes than individual bookings, including walk-in guests and occasional small group guests.

# FUNDING POSITION OF FIRST REIT AND LMIR TRUST

A key part of LPKR's funding plan involve the sale of stabilized properties developed to First REIT and LMIR Trust, the two public listed REITs in Singapore sponsored and managed by LPKR. The ability of these REITs to purchase the properties from LPKR, enabling it to recycle capital for further development, depends on the financial positions of the REITs, including their ability to raise additional capital through the issuance of equity or debt.

# PERFORMANCE OF REITS THAT LIPPO KARAWACI HOLDS

LPKR is the single largest shareholder of the two REITs that it manages. The shares were obtained via purchase of units, participation in rights offering and in lieu of management fees due to it. As a liquid security, it is required by Indonesian GAAP to hold these units as an available for sale financial asset and revalue these units at each balance sheet date. Changes in the value of these units are reflected in its Statement of Comprehensive Income as other comprehensive income net of tax. Accordingly, its total comprehensive income may fluctuate significantly according to the performance of these REITS units.

# SALES, MARKETING AND PRICING

# Urban Development and Large Scale Integrated Developments

LPKR employs a strategy of pre-selling its properties prior to construction. Instead of relying only on traditional real estate brokers or mass media advertising, preselling is conducted principally by freelance marketing teams consisting of approximately 5,000 club members who work on commission basis, with approximately 4,500 members in the Lippoland Club. These club members participate in training courses to enable them to effectively market LPKR's properties and products. Commissions are calculated as a percentage of sales, starting at 1.5% depending on the number of properties sold. In 2014, approximately 31.2% of marketing sales from Urban Development, Large Scale Integrated Development, Commercial and Light Industrial property sales were generated by the marketing efforts of Lippoland Club.

LPKR's internal sales and marketing department is responsible for managing the freelance marketing teams and other sales and marketing functions. The sales managers and marketing managers cooperate closely to determine the appropriate advertising and sales plans for each particular development. They also work together to plan and organize efficient and orderly on-site sales presentations, conduct market research, design sales and pricing strategies, collect customer data and comments and prepare feasibility studies based on market analysis.

To highlight new developments or products, LPKR regularly engages in promotional activities, including advertising in the Indonesian print and broadcast media and arranging promotional events. These activities have been particularly important to the success of LPKR's Urban Development and Large Scale Integrated Development BUs. For the year ended 31 December 2014, selling expenses were 5.3% of total revenue for these two BUs.

LPKR's property prices are initially set based on a number of criteria, including a property's location, the target market, the size of property being sold, the amenities provided, and general market conditions in effect at the time of pricing.

LPKR offers three payment alternatives to its purchasers: cash sales, mortgages and up to 120 months installment plans. The Company typically offers a discount to its listed price, with the amount of discount dependent on the type of payment selected by the purchaser. The pricing options are designed to encourage cash sales and to permit flexibility to offer discounts while maintaining targeted profit margins.

### **Cash Sales**

Cash sales provide a source of financing through which LPKR can develop necessary infrastructure or buildings without having to rely on third party financing. Cash sales for which payment is made in full at closing provide the purchasers with the largest discount on the purchase price, typically 25%-30% from listed price.

# **Mortgages**

Purchasers of properties may choose to finance their purchases through mortgages or other bank financing. For this type of payment, LPKR offers a discount of approximately 20%-25% from listed price.

### **Installments**

Purchasers of residential, certain commercial and retail property may elect to pay a portion of the purchase price at the time of sale, which ranges between 10% and 20%, and pay the remaining balance in equal monthly installments for up to 120 months. LPKR generally offers such purchasers a discount of approximately 10%-15% from listed price.

The table below set forth information with respect to the various payment alternatives for certain LPKR's developments for the year ended 31 December 2014.

Project	Cash	Mortgages	Installments
Lippo Village Residential	51%	6%	43%
Millenium Village (LV)	15%	2%	83%
Lippo Cikarang Residential	35%	31%	34%
Industrial	30%	0%	70%
Commercial	100%	0%	0%
Orange County (LC)	5%	4%	91%
Tanjung Bunga	10%	32%	58%
San Diego Hills Memorial Park	62%	0%	38%
Kemang Village	28%	53%	19%
St. Moritz	27%	50%	23%
Holland Village	7º/o	32%	61%
Nine Residence	69%	0%	31%
St. Moritz Panakukang	30%	18%	52%
Embarcadero	13%	4%	83%

LPKR expects to continue to take advantage of installment sales arrangements, which will be made available to all residential purchasers and certain purchasers of light industrial properties who make the requisite down payments. It retains title of all property purchased on an installment basis until the purchase price has been fully paid. If the installment purchaser does not meet its payment obligations, pursuant to the standard sale and purchase contract, it is entitled to cancel the sales contract and re-sell the property without undergoing foreclosure proceedings and retain a portion of any payments made prior to default. LPKR believes that the risk of forfeiture of prior payments will create a strong incentive for installment purchasers to avoid default on their sales contract.

### Healthcare

LPKR's target market includes middle low, middle and upper middle income Indonesian consumers who require high quality domestic healthcare services. It's hospitals are operated under the "Siloam Hospitals" brand. Advertising of medical services is somewhat constrained in Indonesia by strict controls imposed under the Advertisement Code of Conduct. LPKR markets to insurance companies and corporations by offering medical check-ups as well as promoting its services through general practitioners who refer patients to its hospitals.

Based on the Indonesian Hospital Code of Conduct, hospitals may only promote informative marketing; such marketing may not be comparative, must be based on facts and not be excessive. The Indonesian Advertisement Code of Conduct stipulates that hospital advertising is only allowed if hospitals are presented as business entities that offers available services and facilities and hospitals may not advertise sales promotions of any kind.

# **Retail Malls**

LPKR's sales and marketing strategies for retail malls parallel those in its Urban Development and Large Scale Integrated Development BUs. Advertising in the Indonesian print and broadcast media and arranging promotional events also played critical roles in the success of its retail property developments.

### Hotels

LPKR's hotels are marketed under the Aryaduta brand. Marketing of its hotels is primarily targeted at business travelers as substantial income is also derived from Meetings, Incentives, Conventions and Exhibitions (MICE) related activities provided at our hotels. It

utilizes many different advertising channels to market its hotels including Indonesian and international print media, direct contact with domestic and international travel agents and representation and participation at travel conferences and travel industry presentations.

# CRITICAL ACCOUNTING POLICIES

LPKR prepared its financial statements using accounting principles and reporting practices in accordance with Indonesian GAAP. Preparation of the financial statements require management to make certain estimates and judgments through the critical accounting policies described below.

# Revenue and Expense Recognition

LPKR recognizes revenue from the sale of real estate using the full accrual method, where specified criteria are met.

For sales of vacant land, the criteria to be met are as follows:

- Payments received from the buyer have reached 20% of the agreed selling price and the amount is non-refundable;
- The collectability of the sales price is reasonably assured;
- The receivables from the sale are not subject to future subordination against other loans which will be obtained by the buyer;
- The process of land development has been completed (i.e. the seller is not obliged to develop the sold lots through construction or development of infrastructure in accordance with the sales and purchase agreement or any regulation requirements); and

 The sale consists only of vacant land, without any obligation of the seller to construct any buildings upon the land sold.

For sales of residential houses, shop houses and other similar types of buildings, including parcels of land, the criteria to be met are as follows:

- The sale is consummated;
- The collectability of the sales price is reasonably assured;
- The receivables from the sale are not subject to future subordination against other loans which will be obtained by the buyer; and
- The seller has transferred to the buyer the usual risks and rewards of ownership through a transaction representing a sale in substance and the seller do not have a substantial continuing involvement with such property.

Sales of shopping centers and apartments are recognized based on the percentage of completion method, if all of the following criteria are met:

- The construction process is beyond the preliminary stage, meaning that the building foundation has been completed and all of the requirements to start construction have been fulfilled;
- Total payments received from the buyer are at least 20% of the contract sales price and such amount is not refundable; and
- The amount of revenue and cost related to the property unit can reasonably be estimated.

The method used to determine the level of development activity completion is based on a percentage of actual activities accomplished to total development activities still to be accomplished. If a real estate sale fails to meet the criteria of full accrual method, revenue recognition is deferred and that transaction is recognized using the deposit method until all the conditions of full accrual method are fulfilled. The cost of land parcels sold is determined based on the estimated acquisition cost of the land plus other estimated expenditures for its improvement and development. The cost of residential houses and shop houses sold is determined based on the actual cost incurred and estimated cost to complete the work. The estimated cost to complete is included under "Accrued Expenses". The difference between the estimated cost and the actual cost of construction or development is charged to "Cost of Sales" in the current year.

Revenue from medical services is recognized when medical services are rendered or when medical supplies are delivered to patients. Rental revenue and other services are recognized based on their respective rental periods and when services are rendered to the customers. Rental and membership paid in advances are presented as deferred income and recognized as revenue over the period benefited. Other expenses are recognized when incurred (accrual basis).

## **HEDGING**

LPKR has hedged 100% of its foreign currency debts amounting to USD803 million through derivative contracts with several international banks, namely JP Morgan, BNP Paribas, Morgan Stanley, Deutsche Bank and Nomura.

# **SOLVENCY**

The solvency ratios show the ability of LPKR in fulfilling its overall liabilities including its financial liabilities such as interest bearing liabilities. This ratio can be measured by comparing total liabilities to total assets, as well as by comparing total financial liabilities to equity (Debt to Equity Ratio).

LPKR's solvency ratio, comparing total liabilities and total assets, as at 31 December 2014 and 31 December 2013 were 53% and 55% respectively. Whilst the solvency ratio, based on comparison of total debt to total equity, were 64% as at 31 December 2014 and 61% as at 31 December 2013. It has been LPKR's policy to keep this ratio below 1x level. In addition, its Net Gearing Ratio in 2014 was 0.41. The solvency ratios of LPKR are within a relatively moderate range and reflect sufficient amount of assets and equity to cover total liabilities.

## **PROFITABILITY**

Profitability ratios are used to assess LPKR's ability to generate profit within a specified period of time. It can be measured by calculating the Net Profit margin, Return on Assets (ROA) ratio and Return on Equity (ROE) ratio. The Net Profit margin of LPKR in 2014 increased to 22% from 18% in 2013, LPKR's ROA both in 2014 and 2013 were 7% and 4%respectively. Consequently, the ROE ratios of LPKR in 2014 surged to 16% from 10% in 2013.

# MANAGEMENT ANALYSIS

Indonesia's economy stood at a "wait and see" state during the year, amid concerns over the elections result in October 2014. Such uncertainty depressed economic growth to 5.02%, smaller than the 5.8% growth achieved in 2013.

Concerns over global liquidity and rising interest rates from US Fed tapering off its financial stimulus has triggered a reversal of investment from emerging markets back to developed markets. This sentiment negatively widened the Indonesian balance of payment deficit as foreign investments were withdrawn from Indonesia, leading to a weaker rupiah exchange rate of IDR12,440/USD at the end of the year.

Anticipating higher inflation in the third quarter of 2014, the Indonesian central bank increased interest rate by 25 bps to 7.75% in November 2014. In line with that, regulators tightened property credit, especially housing loans ("KPR"), with loan-to-value ("LTV") ratios from 30-50% for the middle-to-low segment.

However the fuel subsidy removal amidst plummeting global oil price gave the government more room for improvement to manage its current account deficit and focus on developing infrastructure for better economic growth in the future.

# LPKR BUSINESS REVIEW

In spite of the country's economic difficulties, LPKR's diversified business model was robust as evidenced by revenue growth of 75% to IDR11.7 trillion in 2014 compared to IDR6.7 trillion in 2013. Bottom line net income registered growth of 107% to IDR2.5 trillion against IDR1.2 trillion in 2013, showcasing LPKR's ability of not only improving its topline revenue but also increasing efficiency in its operations. Excluding the divestment of Lippo Mall Kemang to LMIR Trust for IDR3.4 trillion, revenue and net profit grew by 24% and 8% respectively.

# **FUTURE PLANS**

LPKR will continue its transformational journey to increase shareholders and brand value. This will be achieved by our continued focus towards high rise mix used integrated projects to optimize our land use, monetization of our developments through our asset light, capital recycling strategies and supported by our diversified land bank.

# Consolidated Financial Review

Consolidated Financial (in billion Rupiah)	2014	2013	Incr./Decr. %
Revenue	11,655	6,666	75%
Gross Profit	5,397	3,047	77%
Operating Profit	3,277	1,512	117%
EBITDA	3,632	1,801	102%
Net Profit	2,547	1,228	107%

<b>Consolidated Financial</b> (in billion Rupiah)	2014*	2013	Incr./Decr. %
Revenue	8,283	6,666	24%
Gross Profit	4,014	3,047	32%
Operating Profit	1,893	1,512	25%
EBITDA	2,248	1,801	25%
Net Profit	1,332	1,228	8%

<sup>\*</sup> Revenue in 2014 excluded gained from the sale of Kemang Village Mall to REITS



Group revenue increased by a whopping 75%, substantially derived from the IDR3.4 trillion sales of Lippo Mall Kemang sales to LMIR Trust, higher revenues by IDR602 billion in development BU, IDR837 billion in healthcare BU, IDR93 billion in commercial BU and IDR85 billion in asset management BU. Excluding the divestment of Lippo Mall Kemang, the development business contributed 44% to LPKR's top line.



Gross profit grew by a staggering 77% to Rp5.4 trillion, mimicking the strong revenue growth experienced. In spite of the increase in some component of cost of goods sold due to fuel cost increment and weakening rupiah, the company managed to sustain its gross profit margin at 46% in 2014.

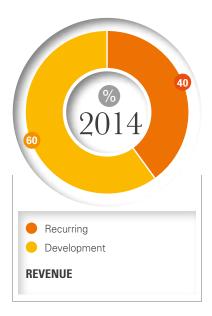




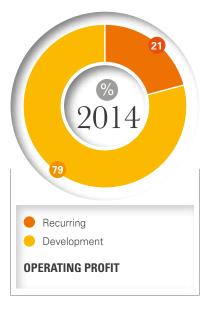


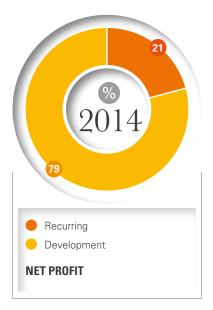
Current year net profit improved by 107% to IDR2.5 trillion from IDR1.2 trillion in 2013. During the year, profitability ratios as indicated by ROA and ROE surged to 7% and 16% respectively from 4% and 10%respectively in 2013.

# **DEVELOPMENT BUSINESS** VS RECURRING BUSINESS









In 2014, development business contributed 60% of LPKR's revenue portfolio with the remaining 40% contributed by recurring business, consistent with our strategy of maintaining a balanced revenue based between development and recurring revenue. Revenue contribution for development and recurring business were 45% and 55% respectively in 2013. The shift in revenue composition towards development business in 2014 is due to the sale of Lippo Mall Kemang to LMIR Trust.

Table on Margins

Business Units	2014			2013				
Dusiness Units	GPM	OPM	NPM	RC	GPM	OPM	NPM	RC
Consolidated	46%	28%	22%	100%	46%	23%	18%	100%
Urban Development	49%	36%	27%	48%	56%	28%	18%	28%
Large Scale Intergrated Development	53%	41%	35%	11%	52%	42%	37%	17%
Retail Malls	98%	66%	55%	3%	99%	63%	69%	3%
Healthcare	28%	5%	2%	29%	26%	3%	2%	38%
Hotel & Hospitality	66%	34%	32%	3%	67%	35%	29%	6%
Town Management	38%	25%	21%	3%	44%	34%	34%	4%
Property & Portfolio Management	95%	33%	40%	3%	60%	26%	28%	4%

Note: GPM = Gross Profit Margin, OPM= Operating Profit Margin, NPM = Net Profit Margin, RC = Revenue Contribution

### Consolidated Current Assets

Consolidated Current Assets (in billion Rupiah)	2014	2013	Incr./Decr. %
Current Assets	29,963	24,013	25%
Cash and Cash Equivalent	3,529	1,855	90%
Inventory	16,553	13,894	19%
Urban Development	10,581	7,734	37%
Large Scale Integrated Development	4,525	4,860	-7%
Retail Malls	1,335	1,199	11%
Healthcare	106	95	12%
Hotel & Hospitality	6	7	-12%
Other Current Financial Assets	9,881	8,264	20%

Current assets increased 25% to IDR30 trillion in 2014 from IDR24 trillion in 2013 contributed primarily by a 19% increase in inventory to IDR16.6 trillion from IDR13.9 trillion in 2014 and 2013 respectively. Inventories in Urban Development increase by 37% while Large Scale Integrated Development decreased by 7% and an increase of 11% on Retail Malls' inventory in 2014 as part of normal inventory cycle of LPKR's development business. Cash and bank balances surged by 90% to IDR3.5 trillion arising from net proceeds from the Lippo Mall Kemang divestment. LPKR current ratio indicated average solvency at 5.2x in 2014 from 5.0x in 2013 as current assets grew by 25%, whereas current liabilities grew by only 18%.

In line with its prudent financial management policies, LPKR already hedged the entire principal of its USD bonds till maturity.

### Non Current Assets

Consolidated Non- Current Assets (in billion Rupiah)	2014	2013	Incr./ Decr. %
Non Current Assets	7,799	7,287	7º/o
Other Non-Current Financial	620	519	19%
Property & Equipment	3,209	2,811	14%
Intangibles Assets	523	332	57%
Advances	1,711	1,456	18%
Land for Development	1,136	1,611	-29%
Other Non Current Assets	600	558	7º/o

Non-current assets increased by 7% to IDR7.8 trillion from IDR7.3 trillion in 2014 and 2013 respectively due to an increase in other non-current financial assets by IDR101 billion due to increase in restricted funds of LPKR's deposit placement in relation to mortgages agreements. Increase in property and equipment as result of additional capital expenditure of IDR48 billion which mainly consisted of land, building, furniture and medical equipment; followed by current year depreciation to respective assets which totaled IDR391 billion. Intangible asset grew due to addition in goodwill resulting from new acquisition amounting to IDR172.3 billion in 2014. Advances increased by 18% to IDR1.7 trillion from previous year's IDR1.5 trillion as construction and land acquisition process continued. Land for future development value decreased significantly by 29% to IDR1.1 trillion from IDR1.6 trillion in the previous year as development commenced on certain land plots resulting in their reclassification as inventory.

### Consolidated Current Liabilities

Consolidated Current Liabilities (in billion Rupiah)	2014	2013	Incr./ Decr. %
Current Liabilities	5,725	4,842	18%
Accrued Expenses	1,125	552	104%
Taxes Payable	647	254	155%
Short-Term Bank Loans	174	5	3,422%
Advances from Customers	2,457	3,076	-20%
Deferred Income	362	113	221%
Other Current Liabilities	960	842	$14^{0}/_{0}$

Current liabilities increased by 18% in 2014 to IDR5.7 trillion from previous year's IDR4.8 trillion primarily due to accrued expenses increasing by 104% from IDR552 billion to IDR1.1 trillion in 2014, which is mainly increment in estimated cost for ongoing project construction by IDR481 billion. Taxes payable increased by 155% to IDR647 billion from IDR254 billion last year resulting from VAT payable for the Lippo Mall Kemang divestment. During the year, LPKR drew down its IDR170 billion working capital facility from PT Bank Negara Indonesia (Persero) Tbk which matures in June 2015. Advances from customer decreased by IDR619 billion in line with more units handed over and increase in revenue recognized in 2014. Deferred income increased by 221% in line with rental income as result realization of rental agreement with Matahari and Hypermart within one year.

### Consolidated Non-Current Liabilities

Consolidated Non- Current Liabilities (in billion Rupiah)	2014	2013	Incr./ Decr. %
Non Current Liabilities	14,389	12,281	17%
Bonds Payable	9,781	7,748	26%
Advances from Customers	2,696	2,246	20%
Deferred Income	1,147	1,274	-10%
Other Non Current Liabilities	765	1,013	-24%

LPKR successfully issued bonds amounting to USD150 million with 8 year tenor and coupon rate of 7.0%. Approximately 80% of the proceeds will be used for development of new properties whilst the remainder is for working capital purposes. The issue was priced at par of 100.00, resulting in a final yield of 7.0%. Investors' response was overwhelming with an order book of over USD900 million or 6 times oversubscribed. At the end of 2014, LPKR's leverage profile, as indicated by Long Term Debt to Equity and Long Term Debt to Total Asset, were at 0.63x and 0.26x respectively. Long term portion of customer advances grew significantly by 20% to IDR2.7 trillion from IDR2.2 trillion in 2013, in line with increased marketing sales during the year of 2014.

### Equity

<b>Total Equity</b> (in billion Rupiah)	2014	2013	Incr./ Decr. %
Capital Stock	2,308	2,308	0%
Additional Paid-in Capital - Net	4,063	4,063	0%
Other Equity	2,258	1,682	34%
Retained Earnings	6,976	4,748	47%
Total Equity Attributable to the Parent	15,605	12,801	22%

LPKR's shareholder equity increased by 22% to IDR15.6 trillion from IDR12.8 trillion the previous year, due to higher retained earnings. Retained earnings was up 47% in 2014 to IDR7.0 trillion from IDR4.7 trillion in 2013, explained by the significant increase in current year's net income that was substantially retained for the Company's future development. Growth in other equity by 34% is driven by gains from the share placement of 7.1% of the outstanding shares in PT Siloam International Hospitals Tbk ("Siloam").

### Consolidated Cash Flow

Consolidated Cash Flow (in billion Rupiah)	2014	2013	Incr./ Decr.
<b>Operating Activities</b>	731	(2,079)	-135%
Collections From Customer	10,860	7,811	39%
Payment To Suppliers	(7,656)	(8,003)	-4%
Investing Activities	(349)	(580)	-40%
Disposal Property & Equipment	1	815	-100%
Acquisition Property & Equipment	(625)	(1,288)	-51%
Disposal Share in Subsidiary	858	53	1,519%
Financing Activities	1,320	1,142	16%
Proceed from Bond Issuance	1,590	113	1,313%
Proceed from IPO of Subsidiary	(2)	1,326	-100%
Ending Cash Balance	3,529	1,855	90%

### **Cash Flow from Operating Activities**

The Company successfully turnaround its cash flow from operations from deficit of IDR2.1 trillion in 2013 to a surplus of IDR731 billion in 2014. This was achieved through higher receipts from customer of 39% to IDR10.9 trillion 2014 compared to last year's IDR7.8 trillion on the back of net proceeds received from the divestment of Lippo Mall Kemang.

### **Cash Flow from Investing Activities**

Cash used in investing activities was significantly has reduced in 2014 to IDR349 billion from IDR580 billion in 2013. LPKR has significantly reduced fixed asset disposal and acquired by 100% and 51% respectively. Receipts from disposal of shares in subsidiary leapt to IDR858 billion in 2014 from IDR53,1 billion last year in line with the placement of 7.1% of the total outstanding shares in Siloam.

### **Cash Flow from Financing Activities**

Cash flow from financing activities is higher by 16% due to the proceeds from bonds maturing in 2022 with an annual coupon yield of 7% and proceeds from a lower Initial Public Offering ("IPO") of Siloam in 2013.

Property Marketing Sales

Projects (in billion Rupiah)	2011	2012	2013	2014	B2014	B2015
Urban Development						
Lippo Village	152	241	113	80	75	90
Lippo Cikarang	1.301	2.061	1.698	1.505	700	1.500
Tanjung Bunga	303	577	433	357	200	400
San Diego Hills	126	185	156	173	200	200
Sub Total	1.882	3.064	2.400	2.115	1.175	2.190
Condominium						
Kemang Village	495	747	310	6	50	-
Millenium Village (LV)	-	-	-	864	525	610
Orange County (LC)	-	-	-	386	800	1.000
The St. Moritz Jakarta	444	555	136	191	150	200
The St. Moritz Makassar	-	-	-	180	225	150
Park View	222	17	11	-	-	-
Nine Residence	-	182	67	4	-	-
Embarcadero	-	-	-	544	400	200
Holland Village Apartment	-	-	510	502	300	265
New Projects	-	-	-	-	400	404
Sub Total	1.161	1.501	1.034	2.677	2.850	2.829
Office						
St. Moritz Jakarta Office	124	100	52			
Holland Village Office	-	-	-	388	350	225
Lippo Thamrin Office	-	-	619	-	300	398
LV CBD Office	-	-	-	-	-	358
Sub Total	124	100	671	388	650	981
Retail Inventories	11	18	11	5	-	-
Sub Total	3.178	4.683	4.116	5.185	4.675	6.000
Asset Sold to the REIT	-	2.077	1.482	3.330	3.200	600
Total Marketing Sales	3.178	6.760	5.598	8.515	7.875	6.600

LPKR updated its 2014 property marketing sales in July 2014 to reflect more conservative estimates arising from the impact of the presidential elections and ongoing tight monetary policies. However, actual marketing sales of IDR8.5 trillion outpaced forecasts by 8% due to strong industrial land sales in Lippo Cikarang and higher divestment price for Lippo Mall Kemang.

**Development Business** 

<b>Development Business</b> (in billion Rupiah)	2014	2013	Incr./ Decr.
Revenue	6,980	3,007	132%
Gross Profit	3,481	1,636	113%
Operating Profit	2,591	1,004	158%
EBITDA	2,633	1,052	150%
Net Profit	2,004	749	168%

Development business revenue was higher by 132% to IDR7 trillion from IDR3 trillion in 2013 with Urban Development revenue leaping by 200% to IDR5.6 trillion in 2014 from IDR1.9 trillion in 2013 due to the IDR3.4 trillion divestment of Lippo Mall Kemang in 2014, whereas there were no asset sales in 2013. Our Large Scale Integrated Developments posted a healthy 19% gain in 2014 to IDR1.3 trillion from IDR1.1 trillion in 2013.

In line with top line growth, development business net income jumped 168% to IDR2 trillion from IDR748 billion in 2013, boosted by the sale of Lippo Mall Kemang that contributed net profit of IDR1.2 trillion.

### RESIDENTIAL AND URBAN DEVELOPMENT

### **Business Review**

LPKR Residential and Urban Development comprise developments at Lippo Village Karawaci, Lippo Cikarang, Tanjung Bunga Makassar and San Diego Hills Memorial Park. Urban Development will continue to be a major contributor to Development business pursuant to ongoing initiatives to refresh the master plan of townships in Lippo Village and Lippo Cikarang and expedite reclamation activities in Tanjung Bunga.

Strategic initiatives undertaken by LPKR include plans to maximize the use of its landbank with higher plot ratios and enhanced design for townships, focusing on integrated mixed developments such as high-rise apartments, malls, hospitals, hotels and strata title offices to scale up on infrastructure invested.

Via its listed subsidiary, LPCK, the Urban Development BU also entered into a creative joint operations arrangement with a third party to market and sell industrial land with a profit sharing arrangement, contributing IDR576 billion or 11% of current year's marketing sales.

### Financial Review

<b>Urban Development</b> (in billion Rupiah)	2014	2013	Incr./ Decr.
Revenue	5,645	1,884	200%
Gross Profit	2,769	1,048	164%
Operating Profit	2,048	530	286%
EBITDA	2,084	572	264%
Net Profit	1,538	333	362%

<b>Urban Development</b> (in billion Rupiah)	2014 *	2013	Incr./ Decr.
Revenue	2,273	1,884	21%
Gross Profit	1,386	1,048	32%
Operating Profit	664	530	25%
EBITDA	701	572	23%
Net Profit	323	333	-3%

<sup>\*</sup> Revenue in 2014 excluded IDR3.4 trillion gained from the sale of Kemang Village Mall to REITS

Revenue for Urban Development surged by 200% to IDR5.6 trillion from IDR1.9 trillion in 2013 on the back of the IDR3.4 trillion divestment proceeds of Lippo Mall Kemang to LMIR Trust.

In line with revenue growth, gross profit leapt by 165% to IDR2.8 trillion from IDR1 trillion in 2013, while net profit increased by 362% to IDR1.5 trillion from previous year's IDR333 billion. Net profit margin increased to 27% from the 18% posted in the previous year with the inclusion of gain from the sale of Lippo Mall Kemang.

### LARGE SCALE INTEGRATED **DEVELOPMENT**

### **Business Review**

In 2014, existing Large Scale Integrated development projects include Kemang Village, St Moritz Jakarta and Holland Village. During the year, the Company unveiled numerous mixed use developments, with a flurry of sales launches at Millennium Village, Orange County, Embarcadero, St. Moritz Makassar and strata offices at Holland Village. The market was elated with the recently introduced mixed use developments such that for Millennium Village and Orange County, condominium units were completed snapped up on the first day of launch, leading to the introduction of additional residential towers to cater to the insatiable demand.

As at December 2014, 6 condominium towers at Kemang Village were completed whilst the last towers was 63% completed. Sales and pre sales for all condominium units have reached approximately 98% on the average, indicating keen demand for the project.

At St Moritz Jakarta, 4 condominium towers were completed, with construction works on the remaining 3 towers progressing to 65-70% completion progress. Sales and pre sales for the 6 residential towers and an office tower achieved an average of 94%, a proof of keen market demand.

LPKR will continue to execute its proven strategy of providing "work, live and play" concepts via introduction of new mixed use developments and leveraging on existing integrated developments, including maximizing plot ratios of its developments.

### Financial Review

Large Scale Integrated (in billion Rupiah)	2014	2013	Incr./ Decr.
Revenue	1,335	1,123	19%
Gross Profit	712	588	21%
Operating Profit	543	474	15%
EBITDA	549	480	14%
Net Profit	467	415	13%

Revenue for Large-Scale Integrated business was up 19% to IDR1.3 trillion from IDR1.1 trillion in the previous year on the back of increased revenue recognition for Kemang Village and St Moritz Jakarta. The BU contributed 11% to LPKR's top line, with gross profit up 21% in 2014 to IDR712 billion from IDR588 billion in 2013, consistent with revenue growth. Net Profit Margin also improved by 13% to IDR467 billion from IDR415 billion in 2013.

### Recurring Business

Recurring Business (in billion Rupiah)	2014	2013	Incr./ Decr.
Revenue	4,675	3,659	28%
Gross Profit	1,917	1,411	36%
Operating Profit	686	508	35%
EBITDA	998	749	33%
Net Profit	543	480	13%

Recurring business revenue posted strong growth of 28% in 2014 to IDR4.7 trillion from IDR3.7 trillion in 2013, with the Healthcare BU contributing IDR3.3 trillion or 71%. Net income increased by 13% to IDR543 billion from IDR480 billion in 2013 with the Commercial BU being the biggest contributor with IDR284 billion.

### **HEALTHCARE**

### **Business Review**

During 2014, the Healthcare unit, operating under the Siloam Hospitals brand name, added 4 hospitals to its portfolio with 2 hospitals acquired and the opening of another 2 greenfield hospital. In Purwakarta, a 210 bed hospital was acquired and re-branded as Siloam Hospital Purwakata, commencing operations in May 2014. Rumah Sakit Asri, a 40 bed hospital located at South Jakarta, was acquired in September 2014. During the last quarter of 2014, Siloam opened 2 greenfield hospitals in Kupang and Medan. With these developments, Siloam furthered its commitment to expand its reach and bring world class health care services right across all segments of the Indonesian community.

With these new hospitals, Siloam now operates 20 hospitals in 14 cities across Indonesia, with a total bed capacity of more than 4,800 beds, with more than 1,900 specialist and general practitioners, 7,000 nurses and supporting staff providing services to almost two million patients seeking comfort and care at Siloam Hospitals. Siloam is on track to achieve its pipeline development goal of having 50 hospitals by 2017 with a total bed capacity of 10,000 beds reaching over fifteen million patients annually.

Average Revenue Per Patient	erage Revenue Per Patient No.				OPD			
(in million Rupiah)	Hospital	2014	2013	%	2014	2014 2013		
Mature	4	21.5	19.8	9%	0.8	0.8	0%	
Developing	2	11.6	11.1	5%	0.6	0.5	20%	
MRCCC	1	36.2	39.4	-8%	2.1	2.1	$0^{\circ}/_{\circ}$	
RSUS	1	7.0	7.1	-1%	0.3	0.2	50%	
New 2012	4	15.1	15.6	-3%	0.6	0.6	0%	
New 2013	4	28.9	20.2	43%	1.3	1.0	30%	
New 2014	4	7.7	-	0%	0.6	-	0%	

For inpatient segment, Average Revenue per Patient ("ARPP") were maintained at IDR17.9 million compared to previous year. ARPP for outpatient segment increased to IDR1 million compared to IDR960,000 the previous year.

In recognition of its high clinical standards, Siloam was awarded "European Awards for Best Practice 2014" by European Society for Quality Research for its consistent maintenance and delivery of quality, system, efficiency, productivity and global standard of care.

### Financial Review

<b>Healthcare</b> (in billion Rupiah)	2014 2013		Incr./ Decr.
Revenue	3,341	2,504	33%
Gross Profit	952	659	45%
Operating Profit	168	76	121%
EBITDA	435	278	56%
Net Profit	63	50	25%

In 2014, revenue contribution from the Healthcare unit registered the highest growth among LPKR businesses, increasing by 33% to IDR3.3 trillion from previous year's IDR2.5 trillion. The lion's share of revenue growth came from the searing 29% revenue growth from 16 existing hospitals, while the 4 new hospitals contributed revenue of IDR119 billion, representing 4% of gross operating revenue ("GOR").

During the year, healthcare admissions experienced positive increment for both inpatient admission and outpatient admission of 34% and 24% respectively compared to last year. Hospitals BU contribution to LPKR's revenue decreased to 29% from 38% in 2013, in view of the larger revenue base from the divestment of Lippo Mall Kemang this year.

Gross profit was higher by 45% to IDR952 billion from IDR659 billion in 2013. Gross profit margin increased to 28% from 26% in 2013 and consequently, EBITDA margin also increased to 13% from 11% in 2013with increasing ramp up in our various new hospitals. Net profit in 2014 was higher by 25% to IDR63 billion compared to 2013, in view of the intense growth of new hospitals and investments in our portfolio.

### **COMMERCIAL BUSINESS**

<b>Commercial</b> (in billion Rupiah)	2014	2013	Incr./ Decr.
Revenue	668	576	16%
Gross Profit	537	451	19%
Operating Profit	325	258	26%
EBITDA	362	295	23%
Net Profit	284	251	13%

Commercial business comprises Retail Malls and hotels under the Aryaduta brand. Current year commercial performance showed improvement of 16% at the top line to IDR668 billion from IDR576 billion last year, on the back of a leap in Retail Malls BU's revenue by 52% compared to previous year to supplement softer Hospitality revenue. Revenue contributions from our Hotels and Retail Malls comprise 54% and 46% respectively of our Commercial business.

### **RETAIL MALLS**

#### **Business Review**

With the newly opened Lippo Mall Puri Phase 1 and Lippo Plaza Buton (Bau Bau), LPKR added another two fully-owned mall to its portfolio. Overall average occupancy for malls managed by the Company decreased to 82% from 88% in 2013, particularly due to the occupancy rate of 37% from 123,663 square meters in Lippo Mall Puri in 2014. In 2015, LPKR looks forward to open five new malls, including Maxxbox Karawaci and the unveiling of Lippo Mall Puri Phase 2.

### Financial Review

<b>Retail Malls</b> (in billion Rupiah)	2014	2013	Incr./ Decr.
Revenue	307	202	52%
Gross Profit	300	199	51%
Operating Profit	202	128	58%
EBITDA	206	130	58%
Net Profit	169	140	20%

Improved revenue of 52% in 2014 to IDR307 billion from IDR202 billion in 2013 is attributed to the full year contributions from Kuta Icon Mall plus 2 new malls opening during the year, Lippo Mall Puri and Lippo Plaza Buton (Baubau). Retail Malls BU has the highest Profit Margin among all LPKR BUs with gross profit, operating profit and net profit margins in 2014 that came in at an astounding 98%, 66% and 55% respectively. Gross profit was up 51% to IDR300 billion in 2014 from IDR199 billion in 2013. Net profit was only up by 20% to IDR169 billion from IDR140 billion in 2013 as a result of lower gain on foreign exchange and higher tax expenses.

### HOSPITALITY

### **Business Review**

Our hospitality business comprises room, food and beverage business generated by the 8 hotels operated and managed under our Aryaduta brand with 1,664 room capacity in Indonesia. Overall average occupancy in our hotels declined slightly to 71% from 72% in 2014, affected by the protracted presidential elections and recent changes in government spending. Average Room Revenue ("ARR") remained stable at IDR626,000 from previous year's IDR622,000.

At the end of 2013, several hotel projects remain under construction with one in Kuta Bali expected to be completed in 2016. Two of the hotels in Jakarta under construction would be managed by renowned international operators.

### Financial Review

<b>Hospitality</b> (in billion Rupiah)	2014 2013		Incr./ Decr.
Revenue	362	374	-3%
Gross Profit	237	252	-6%
Operating Profit	123	130	-6%
EBITDA	156	165	-6%
Net Profit	116	110	5%

2014 was a challenging year for the hospitality industry in Indonesia due to the recent moratorium on government spending in hotels. Despite these challenging circumstances, top line slightly decreased by 3% to IDR362 billion from IDR374 billion in the previous year, consistent with a 1% drop in occupancy rates. In line with lower revenues, gross profit and operating profit registered minor decrease of 6%. Bottom line slight improved by 5% to IDR116 billion from IDR110 billion in 2013 due to lower deferred tax than previous year.

### ASSET MANAGEMENT

Asset Management (in billion Rupiah)	2014 2013		2014 2013		Incr./ Decr.
Revenue	665	580	15%		
Gross Profit	427	301	42%		
Operating Profit	193	174	11%		
EBITDA	202	180	12%		
Net Profit	196	180	9%		

Our Asset Management business comprises Town Management, Property and Portfolio Management units. Property and Portfolio Management comprises fund management fees derived from our two public listed Singapore REITs that LPKR sponsors, namely First REIT and LMIR Trust and the mall management fees earned by our subsidiary, LMI to manage malls owned by third parties, including LMIR Trust. Our Town Management focuses and prioritizes the wellbeing and convenience of residents in our townships or integrated developments. The division safeguards the community's quality of life through superior services.

Revenue from Asset Management business rose by 15% from IDR580 billion to IDR665 billion primarily due to a 27% increase in our Town Management unit. In line with improved revenue, bottom line showed steady increment of 9% to IDR196 billion from IDR180 billion. Our Town Management and Property and Portfolio Management units contributed 54% and 46% respectively of the revenue of our Asset Management business

### **PROPERTY AND PORTFOLIO MANAGEMENT**

### **Business Review**

The revenue from this business comprises management fees from its mall operations and REIT management. One of LPKR's key strategies is to unlock value and recycle capital through asset securitization. In 2006-2007, LPKR sponsored 2 trusts listed in the Singapore Stock Exchange, namely First REIT and LMIR Trust for its hospital and mall assets respectively. In 2014, First REIT successfully acquired two hospitals amounting to SGD70 million and LMIR Trust completed the SGD385.7 million acquisition of Lippo Mall Kemang at the end of 2014. With these acquisitions, the assets under management ("AUM") of First REIT and LMIR Trust grew to SGD1.2 billion and SGD1.8 billion respectively.

During the year, LPKR increased the number of malls managed to 40 from 34 in 2013, cementing its position as the largest mall operator in Indonesia. Our far reaching nationwide mall footprint is supported by more than 3,049 retailer brands, occupying more than 6,342 units. Gross floor area managed increased to 3 million sqm from 2.6 million sqm the previous year, whereas net leasable area was up 19% to 1.1 million sqm from 937,000 sqm previously with the opening of 6 new malls in 2014, among others were Lippo Mall Puri Phase 1, Maxxbox Cikarang and Lippo Plaza Buton in Baubau.

### Financial Review

Property & Portfolio Management (in billion Rupiah)	2014	2013	Incr./ Decr.
Revenue	306	297	3%
Gross Profit	292	177	65%
Operating Profit	102	76	33%
EBITDA	103	78	32%
Net Profit	121	85	43%

Revenue was up 3% to IDR306 billion in 2014 from IDR297 billion in 2013. The BU's contribution to the LPKR top line decreased from 4.5% to 2.6% in 2014 as result of dilution from Lippo Mall Kemang divestment. Gross profit, operating profit and net profit increased in 2014 by 65%, 33% and 43% respectively. Gross profit was up 65% to IDR292 billion in 2014 from IDR177 billion in 2013, while net profit grew by 43% to IDR121 billion from IDR85 billion in 2013 due to various cost management measures undertaken.

### **TOWN MANAGEMENT**

### **Business Review**

Our Town Management Division ("TMD") provides comprehensive management services to our townships and mixed use developments including maintenance, water and waste water services. During the year, several residential towers in Kemang Village and St Moritz Jakarta were handed over to residents and were subsequently managed by TMD. The construction of a new water treatment plant in Lippo Cikarang was also completed in early 2014 to cater to the expanding needs of the industrial and residential tenants.

### Financial Review

<b>Town Management</b> (in billion Rupiah)	2014	2013	Incr./ Decr.
Revenue	359	284	27%
Gross Profit	136	124	10%
Operating Profit	91	97	-7º/o
EBITDA	98	102	-4%/0
Net Profit	75	95	-21%

Top line increased by 27% to IDR359 billion compared to previous year's IDR284 billion as more completed units were handed over and favorable exchange rates boost fees collected from industrial tenants. Post fuel price increment, gross profit only increased by 10% despite significant increase at the top line. During the year, net profit was lower by 21% to IDR75 billion from IDR95 billion in previous year, due to higher operating expense arising from minimal wage increases and depreciation expenses during the year.

### FINANCIAL RISK

The main financial risks faced by LPKR were credit, foreign exchange, interest rates, liquidity and price risks. LPKR strives to maintain good corporate governance and practice sound business judgments such as hedging its bond exposure. As of December 31, 2014, LPKR fully hedged the principal amount for all its USD denominated bonds at a strike price of Rp12,500-13,500/USD.

### **CREDIT RISK**

LPKR managed and controlled credit risk by setting limits on the amount of risk they are willing to accept for respective customers and being more selective in choosing banks and financial institutions that provided financing.

## FOREIGN EXCHANGE RATE RISK

LPKR's financial instruments that may have foreign exchange rate risk were cash and cash equivalents, investments and loans. To manage foreign exchange rate risk, LPKR entered into several derivative agreements with certain third parties.

### **Interest Rate Risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. LPKR did not have interest rate risk mainly because it does not have any loans with a floating interest rate.

### Liquidity Risk

LPKR managed its liquidity risk by maintaining an adequate level of cash and cash equivalents to cover its commitment in normal operations and regularly evaluate projected and actual cash flows, as well as maturity date schedule of its financial assets and liabilities.

### **Price Risk**

LPKR is exposed to price risk as it owns investments classified as Available For Sale ("AFS") financial assets. LPKR manages this risk by regularly evaluating the financial performance and market price of its investments while continuously monitoring global market developments.

### **Business Risk**

There are several business risks faced by LPKR as it has various BUs engaged in different businesses that have dissimilar risk characteristics. Nevertheless, LPKR manages its business risk via good corporate governance and practices sound business judgments when facing macro, industry, regulations, competitions and other business related risks.

### **INDUSTRY 2014**

### **Property**

Indonesia's property market is now slowing due to market-cooling measures imposed by the authorities. Moreover, the recent elections brought temporary uncertainty about the new government's stance on macroeconomic policy. Bank Indonesia also increased the benchmark interest rate by 25 bps to 7.75% on 18th November 2014, in response to the new government's fuel subsidy reform policy. Consequently, residential property price index (across 14 major cities) rose by 8% during the year, a slowdown from the 12% year-onyear price increases last year and the average growth rate of 15% to 17% in previous years.

The property market slowdown, is mainly attributable to the lowering of the maximum loan-to-value ("LTV") ratio for mortgages used to purchase additional homes, as well as the introduction of a rule that prohibits banks from providing loans for unfinished residential projects, blocking off-plan sales for those without the cash to pay upfront. The LTV ratio cap was set at 60% for second homes, and 50% for any additional properties. These restrictions mainly affect the midmarket segment with more incentives offered such as longer terms of down payment installment and developers' installment payment. The restriction on banks disbursing mortgages in full on uncompleted properties will weaken balance sheets as developers will incur more working capital upfront for construction.

Despite the softening market, ongoing urbanization trends and favorable demographics, with a burgeoning middle class, will continue to drive property demand. Demand from local investors is still high, with apartments sought for capital appreciation and rental income. Recent trends also indicate a growing number of Indonesian young couples with overseas education who are accustomed to living in vertical housing.

### Healthcare

Growth of Indonesia's expense on healthcare services is expected meet 15% CAGR from 2013 until 2020, fueled by the increment of higher income young workforces who are able to afford higher quality of medical services, mostly from private sector. Older demographic has shown increasing trends which is one of major driver of higher demand of medical services.

In line with the demographic factor, non-demographic factor such as the rising middle class income, represented by 150 million Indonesian citizens with annual disposable income ranging USD3,000 - USD8,500 by the end of 2014. Approximately 61% of Indonesian population expected to experience urbanization by 2025, which is also considered as the driver of growth of higher quality of medical services.

Government and private sector spending on medical services are also predicted to increase due to issuance of Jaminan Kesehatan Nasional ("JKN") through "BPJS" program which secured 100% of Indonesian citizens until 2019.

The shortage in qualified professionals is one of the greatest obstacles to the growth of Indonesia's healthcare sector. WHO data for the 2005-2012 period shows that the country only has 2 physicians per 10,000 people, compared to 6.5 in India and 12 in neighboring Malaysia. The problem is largely of Indonesia's own making as the law sets highly restrictive conditions for foreign doctors to practice in Indonesia. The government may eventually need to soften its policy somewhat to enable public and private healthcare providers to staff new facilities and operate sophisticated equipment. Investors, in the meantime, could turn the human resource shortage into an opportunity for professional training, possibly in liaison with local universities

### **Hotels**

Indonesia's hotel industry has enjoyed a major expansion since 2011 with the growth of the number of hotels of between 9% and 14% every year. This momentum continued in 2014 with another year of strong growth

(12.26%), achieved with a rising number of hotels to 1,996 units compared to 1,778 units in 2013.

However, much of this growth catered to the middle-segment of the market, namely 2, 3 and 4 star hotels. Out of the total number of hotels in 2014, 33.47% comprised three-star hotels, up from a 30.69% share in 2011, followed by two and four-star hotels accounting for 21.89% and 18.83% of the total respectively, up from 19.48% and 16.92% over the same period. Conversely, the relatively slow increase in number of hotels in the budget and luxury ends of the market saw the share of one-star hotels falling to 17.79% in 2014 from 24.24%, and five-star hotels to 8.02% from 8.66%, diminishing their already smaller presences in the market.

As at December 2014, in upscale hotel market segment occupancy declined by 1.7% to 64.5% while Average Daily Rates (ADR) fell 1.7% y-o-y to USD182. The ADR showed a significant improvement of 11.6% y-o-y to IDR2.2 million resulting in Revenue per Available Room (RevPAR) growth of 8.8% to IDR1.4 million. In terms of moving annual average, RevPAR levels have been relatively stable, achieving levels above USD115 in the twelve months ending December 2014.

### **Retail Malls**

Jakarta's retail market experienced slower supply growth, due to continuing mall moratorium by the Governor of DKI Jakarta in a bid to ease traffic. Therefore, developments of retail centers will spread toward the suburbs in Greater Jakarta area ("Debotabek"), where many residential estates are being developed.

The average occupancy rate of Jakarta's retail market increased slightly by 1.8% year-on-year to reach 85.3%, leaving approximately 591,000 sqm of vacant retail space. By subsector, the occupancy rate of leased retail centers in Jakarta reached its highest since 2005 and was relatively stable at 91.4% compared to last quarter. The same trend is also observed in occupancy rate of stratatitled centers, which was relatively stable at 69.1%.

As of December 2014, the average base rental for specialty shop units on the ground floor within premium locations was IDR678,200 per sqm per month, an increase of 4.6% yearon-year. The average service charge was IDR125,700, increased by 13.2% from last year. Service charges ranged between IDR85,000 and IDR165,000 per sqm per month.

### OTHER INFORMATION

### **Dividends**

Shareholders of LPKR approved a dividend of IDR320 billion or IDR14.05 per share. The dividend payout ratio was equivalent to 26.05% of net income for 2013 LPKR of IDR1.228 trillion, an increase of IDR50 billion compared to the previous year.

### **Corporation Transactions**

On 13 March 2014 announced the placement of 82.5 million shares of Siloam. Shares were placed at a price of IDR10,400 per share, representing a 7.8% discount to the closing share price on 12 March 2014 of IDR11,275 per share, for total proceeds of IDR858 billion. The placement shares represent 7.1%

of the total shares outstanding of Siloam. After the placement, LPKR will hold an effective interest of 78.9% in Siloam. The shares were sold via PT Kalimaya Pundi Bumi, a wholly owned subsidiary of LPKR.

On 11 April 2014, the Company through its fully-owned subsidiary based in Singapore, Theta Capital Pte. Ltd, issued USD150 million 8-year global Senior Notes. These bonds were issued with a fixed coupon rate of 7.0% annually and maturing in 2022. Full information can be seen in the sub-chapter Good Corporate Governance on disclosure. Investors responded enthusiastically with book orders of over than USD900 million or oversubscribed 6.3 times.

### **Important Events After Reporting Date**

On 6 February 2015, PT Safira Prima Utama and PT Kalimaya Pundi Bumi, both are the Company's subsidiaries, each released 75,300,000 shares or 6.51% and 17,500,000 shares or 1.51% in PT Siloam International Hospital Tbk (SIH) at the price of Rp12,250 per share or amounting to Rp1,136,800,000,000. Following the sales, the Group's ownership in SIH becomes 70.83%.

### **Review of Changes in Accounting**

In December 2013, the DSAK-IAI issued a number of new and revised accounting standards that will become effective for the annual period beginning of January 2015. Early adoption of these standards is not permitted. There are no other material changes in accounting policy occurred and effective during 2014.

## HUMAN RESOURCES

In 2014 the HR Division renewed talent management strategy, from talent acquisition program, best talent hiring, to necessary knowledge and skilled training.

he success of Company's transformation which began in 2010 is partly due to an effective human resources strategy. To support this crucial asset which drives the Company's business, Lippo Karawaci always strives to create a conducive work environment and puts the utmost attention to employees' welfare while preparing for individuals who are able to implement the Company's strategy in sustainable means.

The Company's transformation in the past five years has brought external recognition to the Company as the "Employer of Choice" in 2011, a first step to become a global company. The steps to reach this aim were made in the following years, as proven by the increasing growth which propelled the Company's image in the society.

In strengthening human resources capability, the HR Division in 2014 renewed talent management strategy, from talent acquisition program, best talent hiring, to necessary knowledge and skilled training. The HR Division looked for the best ways to identify critical skills and develop leaders pipelines in preparing key positions at the Company in the future.





Several Talent Management strategies initiated by the Company include:

- Preparing and hiring the best talents who can make positive contributions to the achievement of Company's objectives.
- Shaping the best talents in all position levels through quality training and development programs to support the Company's growth in sustainable means.
- Preparing future leaders through Top Talent Program. This program begins by selecting candidates who possess certain criteria to become future leaders (Performance, Potential, and Aspiration) and educating them through periodic mentoring and coaching sessions with the Company's executives, while equipping them with technical competencies through participation in business development training containing modules tailored to fit the Company's needs.
- Promoting employee development. To create a business enterprise with competitive edge, the Company prepares its human resources through employee development program by creating the culture of "Continuous Learning Environment", which includes:
  - Knowledge Management Portal: A number of knowledge portals is easily accessible, such as the portal technical knowledge in the Project Management Technology unit (construction). This Knowledge is prepared to develop and strengthen technical competencies for existing and new employees; On-boarding Knowledge, filled with detailed information about the Company, allowing new employees to adapt quickly to their respective job roles. This Portal Knowledge Management also provides information of all activities
- in project locations, Project Knowledge, and Support Services Knowledge to support employees for self-learning activities.
- In-house Training (Class Room): Each business unit has improved employees knowledge through in-house training and role-play which simplify material learning by employees.
- Community Practices: This program is facilitated by the HR team in cooperation with SMEs (Subject Matter Experts) in their respective fields, with training and sharing sessions conducted monthly. The CoPi (Community Practice) program is effective for new employees to get to know each other and build network for solid teamwork.
- Supervisor in-house training: The program is intended for supervisor and manager levels to improve their capabilities in managing their subordinates effectively and in building high competition capabilities.
- Leadership Greatness and leadership development programs: These programs are designed for leaders in the senior management positions and conducted periodically to increase their leaderships based on best practices. Leading trainers/consultants are invited to provide perspectives and various aspects that a successful leader should have, including to act according to the Company's image.



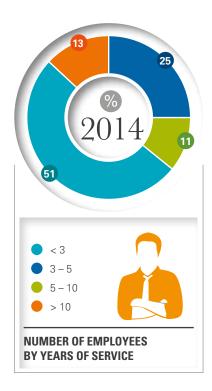


In addition to the talent management programs, the HR Division actively conducted a number of strategic initiatives continuously. The HR's Strategic Initiatives are contributions to increase the positioning and branding of the Company.

Several HR initiatives integrated into the Company's activities included:

- Promoting the Company's position as an "Employer of Choice" from internal as well as external perspectives.
- Maintaining a conducive working environment which can support a good teamwork between staff and the management levels as well as among divisions, engaging open communications between staff and their superiors through regular dialogs and forums, where superiors can communicate, provide guidance, share their views and experiences, in a channel to foster effective cooperation and two-way communication.





Talent for the Change, through several initiatives, such as preparing Young Leaders for the Future through Management Development Program (MDP) and Project Trainee. These future leaders are expected to become great leaders in the so not distant future.

Promoting the Company through media, seminars and roadshows to leading universities through career coaching programs and seminars to students in introducing the Company and equipping them with "work ethic" and "working atmosphere".

### WORK CULTURE AND PERFORMANCE **MANAGEMENT**

A permanent agenda for the HR Division is to improve the Company's work culture and performance management system to catch up with business competition in achieving the Company's objectives. The Company consistently observes the work culture of every employee by:

- Enforcing an ethical and integrated work culture characterized by transparency in the organizational processes, malpractice management and control, as well as encouraging positive and responsible social conducts (impacting live),
- Increasing HR motivation by creating a conducive working environment and inviting inspirational motivators to boost productivity,
- Granting employees equal opportunity for self-development and career advancement for those who constantly demonstrate excellent capability and growth potential.

To stimulate high performance culture, the Company applies a Performance Management System to ensure that employees have clear understanding of their respective work priorities for the year and how to perform. Their performance is benchmarked in the form of Key Performance Indicator (KPI) which is approved by the superiors at the beginning of the year.

The performance of every employee is monitored through the Key Performance Indicator (KPI) and the expected competencies, to manage performance decline due to errors or lack of ability in a fast and timely manner. To measure employees performance, the Company conducted bi-annual evaluation: in the middle and at the end of the year.

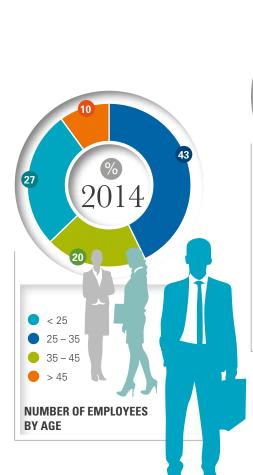
Results of the performance evaluation will serve as the basis for reward for the employees based on Pay for performance. The higher an employee's achievement, the higher the opportunity to get a better and more competitive reward. In addition, through the evaluation in Performance Management System, the Company can map the performance and competency profile of each employee as the basis for their development.

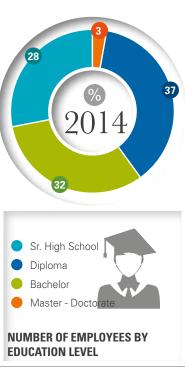
In line with other human resources strategy and aims to ensure all policies issued can be implemented consistently in a standard applied in all existing business units.

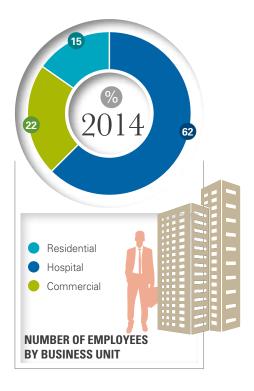
## HUMAN RESOURCES INFORMATION SYSTEM (HRIS)

As the Company grows bigger and complex, the demand for more effective human resource management is greater. The support of Information Technology (IT) is one important element in implementing the Company's HR strategy. The Company applied single platform for HRIS in every business unit to support the growth and complexity of bigger business units. HRIS includes all information systems and processes to support the HR system towards best practice, and its functions include recruitment, performance and competency management, employee development and helpdesk service, boosted by Employee/Management Self Service and Management Self Service which allows employees/ managers to work more effectively following the self service system.

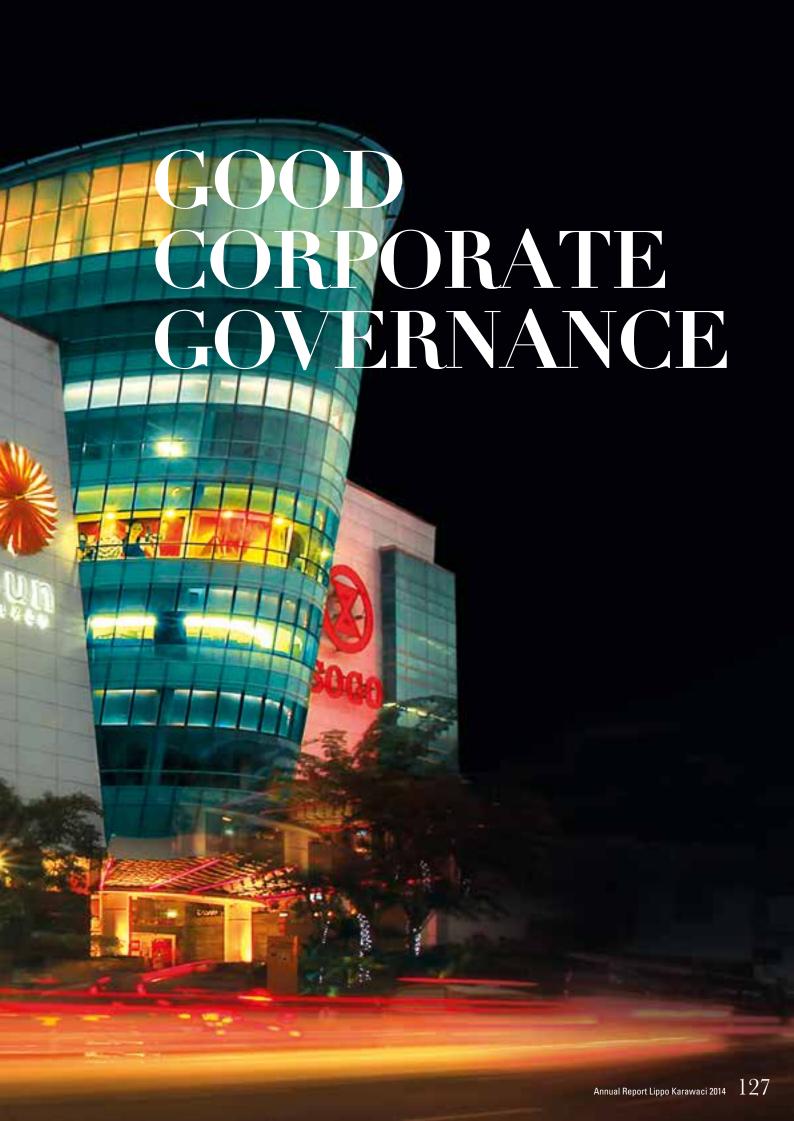
The HR Division also makes use of the comprehensively designed HR Portal, either for internal or external needs, as a medium to provide information on human resources as well as promoting/socializing products made by the HR Division such as code of ethic, the Company's HR policy, on-boarding, and career opportunity.











# Report of **CORPORATE** GOVERNANCE

We always strive for transparent, accountable, and independent corporate governance and are committed to maintaining as well as improving the Company's position in order to create added value to the stakeholders.

n operating its business, Lippo Karawaci strongly holds the principles of Good Corporate Governance (GCG). The Company has strong commitment to expand business growth in accordance with existing corporate governance norms. Lippo Karawaci also believes that to lift the corporation to the next level and develop a sustainable business, the Company needs to build a strong platform in the implementation of Good Corporate Governance (GCG).

### **GCG IMPLEMENTATION IN** LIPPO KARAWACI

To achieve effective corporate governance, various improvements in the implementation of governance principles have been continuously prachised; the Company learns various best GCG practices from national

and international corporations. In the Company's GCG design, Lippo Karawaci also incorporates guidelines from various institutions and regulators, including Indonesia Institute for Corporate Governance, the National Committee on Governance, and ASEAN Corporate Governance Scorecard, in addition to guidelines that have been mandated in Law No. 40 on Limited Liability Company, regulations issued by the Financial Services Authority (OJK), as well as the Company's Articles of Association.

We are aware that good companies nowadays will face difficulties to grow optimally without proper GCG implementation. Investors as well as regional and global market pay close attention to the way a company is managed before they make investment or cooperation decisions.

Lippo Karawaci as a leading property company in Indonesia runs its management by merit system; only the best individuals will lead the company. In addition to this, the decisionmaking process is conducted with high integrity standards and in transparent manner.

Furthermore, in developing its business, the Company seeks the best benefit for the surrounding community and environment. Not only aiming for growth, we also consider corporate social responsibility (CSR) in our business expansion. This can be seen in the development of our properties and hospitals in secondary cities and regencies in Eastern part of Indonesia that create positive impact by creating, among others, job opportunities as well as healthcare services, education, and logistic provision services.

As a company that is listed in international stock market through its subsidiary's bonds, which are listed in Singapore's Stock Exchange, as well as a sponsor of 2 Real Estate Investment Trusts, which are also listed in the Singapore's Stock Exchange, Lippo Karawaci has been exposed to international observation. In addition, Lippo Karawaci is reviewed by 3 (three) rating agencies: Standard & Poor's, Fitch, and Ba3 from Moody's. Therefore, we always strive for transparent, accountable, and independent corporate governance and are committed to maintain or improve the Company's position in order to create added value to the stakeholders.

### TRANSPARENCY

Transparancy is an essential element in GCG, hence the management of Lippo Karawaci strives to improve transparency in its financial reports, corporate actions and policies as well as in other material transactions. The management believes that proper transparency will enhance stakeholder trust in the Company and is therefore indispensable to Lippo Karawaci's long term success.

Access to the Company's relevant financial and non-financial information is simplified and the reports are presented comprehensively, allowing stakeholders the opportunity to understand clearly the Company's condition.

Lippo Karawaci is commited to become fully transparent by distributing key information as required by existing regulations and disseminating public information through the Indonesian Stock Exchange's IDXNet facility, newspaper placements, public expose and roadshows sponsored by Indonesian or international securities companies. The Company also regularly issues press releases to the media as well as to analysts to communicate the development and achievement of the Company. Our website www.lippokarawaci.co.id serves as a vital link in the Company's information chain, updated regularly for the benefit of all concerned parties. The Company's annual reports, financial statements, presentations to investors and press releases can also be freely downloaded from the website.

### **ACCOUNTABILITY**

The Company upholds the culture of accountability by separating the functions, authorities and responsibilities of each of its organs: the General Meeting of Shareholders (GMS), the Board of Commissioners (BOC) and the Board of Directors (BOD). The respective authorities they hold are defined in the Company's Articles of Association in accordance with the Law No. 40 on Limited Liability Company and OJK's related regulations.

The BoC, assisted by the Audit Committee and Remuneration Committee, has a role in keeping balanced stakes between the management, shareholders and other stakeholders.

The Company is also finalizing the establishment of Governance Committee to be effective in 2015.

The Company has formulated the Commissioners and Directors' Code that contains, among others, guidelines for the BoC and the BoD to maintain accountability in executing their respective responsibilities.

### RESPONSIBILITY

As a law-abiding corporate entity, the Company complies with prevailing regulations and recognizes its responsibilities to the shareholders, investors/creditors and employees. Moreover, the Company extends its responsibility to customers, the public and environment. The Company views these responsibilities as being vital for sustainable business success as well as in becoming a good corporate citizen.

The Company's management is responsible for maximizing the value of the Company to its shareholders. In the last five consecutive years, LPKR allocated part of the Company's profit to be distributed as cash dividends to shareholders.

The Company has formulated a regeneration plan and managerial development program based on core competencies alligned with the Company's long-term strategic plans. Through the HR Division, the best employees are continuously equipped, developed, and empowered with necessary tools to groom them to become skillful employees, and potential leaders with strong competencies and integrity. The top management also allocates their time to be mentors for chosen employees to ensure a sustainable leadership succession. To propel excellent performance, the Company offers fair opportunities to all employees while adhering to the merit system that rewards the employees' contribution and performance.

The Company is also responsible to develop excellent products and services. The Company aims to offer the best standard and value for loyal customers and strives to continually set new benchmarks to positively impact lives. Due to this unwavering commitment, the Company garnered recognition and multiple awards from both domestic and international institutions. The list of awards obtained in 2014 are presented separately in the Corporate Profile section at beginning of this Annual Report.

As a form of the Company's responsibility, we implement corporate social responsibility (CSR) activities, particularly to the society and environment near the Company's operations. The Company conducts CSR activities by applying CSR in its business. More comprehensive information on the community development program and environment preservation is written separately on another chapter in this Annual Report.

### **INDEPENDENCE**

Lippo Karawaci ensures that each business unit is independently and professionally managed in order to meet demands and expectations of the global, regional and domestic markets while keeping true to its GCG principles.

Lippo Karawaci's GCG principles are reflected in the established Codes of Conduct which was formalized in 2000, revised in 2005, and adjusted and renewed in 2014. The Company also has the Commissioners and Directors' Code which will be effective in 2015. These rules serve as effective guides to how all members of the Company should work and act. The Codes of Conduct also states a specific section on independence and conflict of interest. This guideline is expected to prevent conflict of interest at all times and to ensure all decisions

aremade in objective manners. The latest copies of Code of Conduct, as well as the Commissioners and Directors' Code have been uploaded to the Company's official website (under Investor Relations and Governance section).

### **FAIRNESS**

To ensure fairness at all times, Lippo Karawaci upholds the principle of equality. The Company must take into account the interests of its shareholders, employees as well as other stakeholders in the Company. For stakeholders, the Company provides means to obtain information as well as giving feedback to the Company's products and services through the Company's website.

Lippo Karawaci adopts equal opportunity in its recruitment system and in career development throughout all levels in the organization and across all business units. The Company provides a conducive environment for its employees to carry out their duty and responsibility professionally and rewards employees that contribute to the Company's success by merit system supported by objective appraisal tools.

### CORPORATE GOVERNANCE STRUCTURE AND **FRAMEWORK**

The core of Lippo Karawaci's GCG structure is the GMS, BoC and BoD. These organs ensure that the Company's GCG principles are properly implemented throughout the entire Lippo Karawaci's operational and strategic activities. Each body has specific authority and works independently to meet their function, role and responsibility.

### General Meeting of Shareholders (GMS)

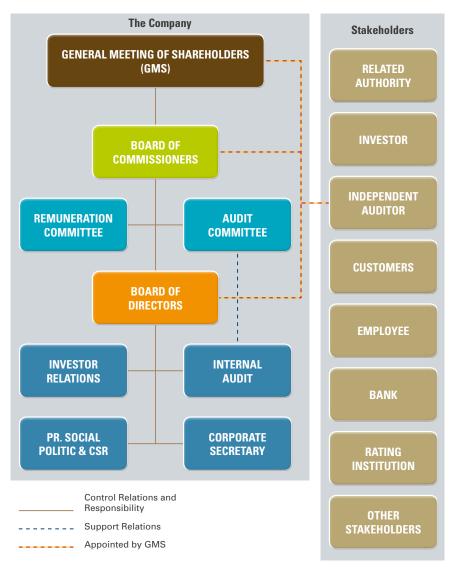
The Company held 1 GMS in 2014, the Annual General Meeting of Shareholders (AGM) held on 23 April 2014.

The AGM was attended by shareholders representing 20,011,850,110 shares or 87.881% of the total 22,771,585,119 shares, constituting total issued shares minus the treasury stock up to the recording date of the AGM.

In each agenda item of the meeting, the shareholders had the opportunity to raise questions after the explanation or proposed resolutions were conveyed pursuant to the Meeting Rules distributed to the meeting participants during the registration, which were approved by the attending shareholders prior to the discussion of the Meeting Agenda commencing. At the AGM, the resolutions were made through consensus or majority vote. The AGM's main results among others were:

### Agenda 1

- 1. To approve and ratify the Annual Report of the Company on its position and course of business actions, including among others the Company's Consolidated and **Subsidiaries Financial Statements** for the year ended December 31, 2013, covering business activities derived from the Company's main business activities and the Supervisory Duty Report of the Board of Commissioners.
- 2. To approve and ratify the Consolidated Financial Statements of the Company and Subsidiaries, which comprise



the Consolidated Statement of Financial Position for the fiscal year ended December 31, 2013, as well as the Comprehensive Income Statements, Statements of Changes in Equity, and the Consolidated Statements of Cash Flows for the year ended at the date, audited by Public Accounting Firm Aryanto, Amir Jusuf, Mawar & Saptoto with an unqualified opinion as stated in its report No. R/123.AGA/bna.2/2014 dated 20 March 2014.

3. To grant full release and discharge to the Board of Directors and the Board of Commissioners for the management and supervision conducted during the fiscal year ended December 31, 2013 (acquit et de charge), provided that those actions including the actions relating to the business activities derived from the Company's main business activities as reflected in the Company's Consolidated Financial Statements and Annual Report for the year ended December 31, 2013.

### Agenda 2

- 1. To approve the distribution of final cash dividend amounting to a total of Rp320,000,000,000 (three hundred twenty billion Rupiah) which represents 26,05% of Net Income After Tax.
- 2. To approve the disbursement of cash dividend by applying dividend tax deduction pursuant to the prevailing tax regulation.
- 3. To approve and resolve that Rp1,000,000,000 (one billion Rupiah) be allocated as reserve fund as referred to in Article 70 of Law No. 40 of 2007 concerning Limited Liability Company.
- 4. To approve that the remaining
  Net Income after deducting
  the dividend and reserve fund
  amounting to Rp907,230,222,876
  (nine hundred hundred seven
  billion two hundred thirty million
  two hundred twenty two thousand
  eight hundred and seventy six
  Rupiah) be recorded as the
  Company's Retained Earnings.
- 5. To approve and grant full power and authority with the right of substitution to the Company's Directors to determine the schedule and procedure of the execution of dividend distribution as referred to in item 1 above and to announce it pursuant to the existing laws and regulations including to determine the date of "cum and ex dividend".

### Agenda 3

To grant the authority to the Company's Board of Commissioners to appoint an Independent Public Accountant which will audit the Company's books for the fiscal year ended December 31, 2014, under requirement that the auditor is registered in the Financial Services Authority (OJK) and has good reputation as well as providing full authorization to the Company's Board of Directors to set the fee and other terms of the appointment.

### Agenda 4

- 1. To approve the changes of regulations in the Company's Articles of Association as follows:
  - a. Article 15 Paragraph 3 concerning Board of Directors is revised as follows:

### **Board of Directors** Article 15 Paragraph 3

Members of Board of Directors are appointed by the General Shareholders Meeting for a period of 1 (one) year starting from the closure of the General Shareholders Meeting that appoint the Members of Board of Directors to the closure of the third Annual General Shareholders Meeting after the appoinment, without reducing rights of the General Shareholders Meeting to dismiss those members at anytime. The dismissal is effective from the closure of the Meeting in which the dismissal is decided unless the General Shareholders Meeting determines another effective date for the dismissal.

b. Articel 18 Paragraph 5 concerning Board of Commissioners: Revised as follows:

### **Board of Commissioeners** Articel 18 Paragraph 5

Members of Board of Commissioners are appointed by the General Shareholders Meeting for a period of 1 (one) year starting from the closure of the General Shareholders Meeting that appoint the Members of Board of Directors to the closure of the third Annual General Shareholders Meeting after the appoinment, without reducing rights of the General Shareholders Meeting to dismiss those members at anytime. The dismissal is effective from the closure of the Meeting in which the dismissal is decided unless the General Shareholders Meeting determines another effective date for the dismissal.

- 2. To restate all the Articles of Association of the Company relating to the above changes;
- 3. To grant the power and authority to the Directors of the Company, severally and jointly with substitution right to execute any action required in order to effect the matters conveyed and/or resolved in the Meeting, including but not limited to restate part of or all of the resolutions of the Meeting in a notarial deed, to make or request to be made any and all deeds, letters and documents required, to appear before any authorized party/officer, to submit any application to the competent party/authority to report such changes to and to make any adjustments and/or additions in any form necessary to the acceptance of such report by the Ministry of Law and Human Rights of the Republic of Indonesia, to propose and sign any and all application and other documents without any exemption.

### Agenda 5

1. To appoint and determine the members of the Board of Directors, Board of Commissioners and the Independent Commissioners of the Company as with the following structure:

### The Board of Commissioners

President Commissioner : Theo Leo Sambuaga Vice President Commissioner : Surjadi Soedirdja

and Independent Commissioner

Independent Commissioner : Tanri Abeng Independent Commissioner : Agum Gumelar Independent Commissioner : Farid Harianto

: Prof. Dr. H. Muladi, SH Independent Commissioner

Independent Commissioner : Letjen TNI (Purn) DR (HC) H. Sutiyoso, SH

Commissioner : Viven Gouw Sitiabudi Commissioner : Benny Haryanto Djie

### The Board of Directors

President Director : Ketut Budi Wijaya Director : Tjokro Libianto Director : Djoko Harjono Director : Rahmawaty

Director : Stephen Choo Kooi Yoon

Director : Ninik Prajitno Independent Director : Jenny Kuistono The appointment and determination of the members of the Board of Directors, Board of Commissioners and the Independent Commissioners of the Company is effective as of closing of the Meeting until the expiry of the tenure of the members of the Board of Directors and the Board of Commissioners of the Company pursuant to the Article of Association of the Company.

- 2. To grant the authority and power with the substitution rights to the Board of Directors of the Company acting severally or collectively to execute any action required relating to the abovementioned resolutions, including but not limited to stating the appointment of the Board of Directors, the Board of Commissioners and the Independent Commissioners of the Company in a Notarial deed, submitting a notification to the Minister of Law and Human Rights of the Republic of Indonesia and registering the structure of the said Board of Commissioners and the Board of Directors in the Company's Registration pursuant to the prevailing law and regulation.
- 3. To approve and to grant the authority to the Remuneration Committee of the Company to set the compensation, allowance and other facilities for the Board of Commissioners and the Board of Directors of the Company.

### **Board of Commissioners (BOC)**

The Board of Commissioners is responsible to exercise supervisory control over the management executed by the Board of Directors' (BOD). The BoC dispenses advice as well as monitors and evaluates the implementation of strategic policies as well as ensuring that GCG and risk management practices are effectively implemented throughout the Company's operations.

Lippo Karawaci's Article of Association stipulates that the BOC is appointed by the General Shareholders Meeting for a periode of 1 (one) year starting from the closure of the General Shareholders Meeting in which the BOC members are appointed to the closure of the third Annual General Shareholders Meeting after the appointment, with members made up of at least three persons. Considering the Company's broad scope and the resulting complexities of operations, the Annual General Shareholders Meeting held on 23 April 2014 has appointed the BOC for 1 (one) period, with the following structure:

No	Name	Position
1	Theo L Sambuaga	President Commissioner
2	Surjadi Soedirdja	Vice President Commissioner and Independent Commissioner
3	Agum Gumelar	Independent Commissioner
4	Tanri Abeng	Independent Commissioner
5	Farid Harianto	Independent Commissioner
6	Prof. Dr. Muladi, SH	Independent Commissioner
7	Sutiyoso	Independent Commissioner
8	Viven G. Sitiabudi	Commissioner
9	Benny Haryanto Djie	Commissioner

All of the appointed members of the BOC, except Mr. Benny Haryanto Djie and Mr. Sutiyoso, were on the Board of Commissioners from the previous period. Six of nine members of the BOC are Independent Commissioners and all of those appointed members of the BOC have met all criterias set by the law, Bapepam-LK regulations and the Company's Articles of Association. The standard requires that a commissioner must:

- Possess good moral character
- Be capable of performing legal actions
- Must never have been declared bankrupt or have been a member of a BOC or BOD judged to cause the bankruptcy of a company and
- Must never have been sentenced for a criminal offense which caused financial loss to the state in the 5 (five) years prior to his appointment.

According to the criteria stipulated by the Bapepam-LK Regulation No. IX I.5, an independent commissioner's criteria include:

- Must not be a party working for or having an authority and responsibility to plan, lead, control or monitor the activity of the to the Listed or Public Company in the past 6 (six) months;
- Does not directly or indirectly own the shares of the Listed or Public Company
- Is not affiliated to the Listed or Public Company, a member of the BOC or BOD or a majority shareholder of the Listed or Public Company and
- Does not have ownership in a business directly or indirectly linked with the main activity of the Listed or Public Company.

The BOC's authority is stipulated in the Company's Articles of Association and granted to it by the General Shareholders Meeting with tasks and responsibilities as follows:

- To supervise the BOD's undertaking of the overall management of the Company, as well as its businesses, and to provide advice to the BOD.
- To perform specific duties as mandated by the Company's Articles of Association, prevailing regulations and/or pertaining to the decisions drawn up in the General Shareholders Meeting, such as appointment of the Public Accountant for the Company.
- To provide guidance, to monitor and to evaluate the implementation of the Company's strategic policies.

- To apply and ensure implementation of risk management and GCG principles in every activity of the Company to achieve a sustainable growth.
- To evaluate the annual work plan proposed by the BOD to ensure that the work plan is in line with the Company's vision, mission, and roadmap of long-term growth.
- To support and encourage the development of the Company's management and business.
- To execute its tasks and responsibilities independently without any conflict of interest that may affect the quality of its decisions, as part of the GCG practice.

As a form of accountability for their duties and authorities, the BOC prepares a Supervisory Assignment Report on their supervisory role conducted throughout one fiscal year to be reported to the shareholders and subsequently endorsed by the Annual General Shareholders Meeting.

### **BOC Meetings**

### A. Implementation Procedures

It is mandated in the Article of the Association that the BOC Meetings are based on necessity, and be convened at least once a year. In 2014, the BOC convened a total of 9 (nine) BOC meetings. The schedule, agenda, venue and list of attendees of the BOC members in themeetings are presented in the following table:

2014 BOC Meeting Agenda and Attendance List

No.	Date	Meeting Agenda	TLS	SS	TA	FH	AG	JLP*	MUL	VS	SUT#	BHD#
1	6 February 2014	<ol> <li>Approval to the minutes of BOC Meeting held on 11 December 2013.</li> <li>2014 Budget Update.</li> <li>BoD Report.</li> </ol>	1	1	1	1	1	1	1	1		
2	6 March 2014	<ol> <li>Approval to the minutes of BOC Meeting held 6 February 2014.</li> <li>Full Year 2013 financial performance.</li> <li>BoD Report.</li> </ol>	1	1	1	1	0	1	1	1		
3	25 April 2014	<ol> <li>Approval to the minutes of BOC Meeting held 6 March 2014.</li> <li>Q1 2014 financial performance.</li> <li>BoD Report.</li> </ol>	1	1	1	0	1		0	1	1	1
4	17 June 2014	<ol> <li>Approval to the minutes of BOC Meeting held 25 April 2014.</li> <li>Update from Homes Division.</li> <li>BoD Report.</li> </ol>	0	1	1	1	1		1	0	0	1
5	22 July 2014	<ol> <li>Approval to the minutes of BOC Meeting held 17 June 2014.</li> <li>1st half of I 2014 Financial Performance.</li> <li>BoD Report.</li> </ol>	1	0	1	1	1		0	1	0	0

2014 BOC Meeting Agenda and Attendance List

No.	Date	Meeting Agenda	TLS	SS	TA	FH	AG	JLP*	MUL	VS	SUT#	BHD#
6	25 August 2014	<ol> <li>Approval to the minutes of BOC Meeting held 22 July 2014.</li> <li>Presentation from Mall Division.</li> <li>BoD Report.</li> </ol>	1	1	1	1	1		1	1	1	1
7	30 September 2014	<ol> <li>Approval to the minutes of BOC Meeting held 25 August 2014</li> <li>Presentation from Hotel Division.</li> <li>BoD Report.</li> </ol>	1	1	1	1	1		1	1	1	1
8	28 October 2014	<ol> <li>Approval to the minutes of BOC Meeting held on 30 September 2014.</li> <li>Q3 2014 Financial Performance</li> <li>BoD Report.</li> </ol>	1	1	1	1	0		1	1	1	1
9	8 December 2014	<ol> <li>Approval to the minutes of BOC Meeting held 28 October 2014.</li> <li>2015 Budget.</li> <li>BoD Report.</li> </ol>	0	1	1	1	1		1	1	1	1

TLS - Theo L. Sambuaga, SS - Surjadi Soedirdja, TA - Tanri Abeng, FH - Farid Harianto, AG - Agum Gumelar, JLP - Jonathan L. Parapak, MUL - Muladi, VS - Viven Sitiabudi, SUT - Sutiyoso, BHD - Benny Haryanto Djie Note:

Since the Annual General Shareholders Meeting on 23 April 2014, Mr. JLP has no longer served as an independent commissioner at Lippo Karawaci, but the Board of Commissioners received 2 (two) new members: Mr. SUT and Mr. BHD.

### **BOC Trainings**

In 2014, the Company's Board of Commissioners did not take a part in any training.

### B. Chairmanship of the BOC Meeting

The President Commissioner chairs every BOC meeting. In his absence, the BOC Meeting shall be chaired by a Commissioner who is nominated by and from the Commissioners in attendance.

### C. Attendance and Legitimacy

A member of the BOC may be represented in a BOC Meeting only by another member of the BOC by means of a power of attorney. A BOC Meeting is valid and shall be entitled to adopt binding resolutions if more than 1/2 (half) of the BOC members are in attendance or represented in the meeting.

### D. Decision Making

Resolutions of BOC Meetings shall be drawn up based on consensus. In the event that consensus fails to be reached, the resolution shall be drawn by casting votes based on the approval of more than 1/2 (half) from the valid total votes cast in the meeting. Where the number of votes in favor for and against the decision is equal, the decision shall then be at the discretion of the Chairman of the BOC Meeting.

The BOC appoints and forms supporting committees to assist the BOC in carrying out their duties in an effective and efficient manner.

Lippo Karawaci's BOC is supported by the Audit Committee and Remuneration Committee to perform specific functions and tasks as directed by the BOC. At present a specific risk management

committee has yet to be formed so until such time, this aspect is being handled by the Audit Committee. Tasks of a separate Nomination Committee are being handled by the Remuneration Committee.

In addition to this, the BOC is currently finalizing the establishment of the Governance Committee to support the BOC in enhancing the effectivity of the company's governance.

### **Audit Committee**

The Audit Committee is tasked to assist the BOC in:

1. Improving the quality of financial reports prepared by the management of the Company, especially with regard to compliance with transparency and reporting standards.

<sup>0 -</sup> Absent, 1 - Presence

- 2. Monitoring and improving the effectiveness of internal and external audits in order to create a disciplined environment that resists any distortion in management by empowering the role of internal and external audit.
- 3. Reviewing the performance of the Public Accountant particularly scope, accuracy, independence and objectivity.
- 4. Identifying matters that require the BOC's attention by reviewing the internal audit reports and monitoring the corrective actions following the audit findings.
- 5. Evaluating and empowering the role of risk management to mitigate the Company's risks
- 6. Ensuring that the financial statements of the Company comply with generally accepted

accounting principles and that an internal auditing system as well as financial reporting procedures are adequately incorporated and applied.

In order to support the functions of the Audit Committee, its members are authorized to:

- a. Secure important and relevant information such as internal audit reports through communication, discussion or meeting with the Company's Internal Audit at any time.
- b. Coordinate and meet with the external auditor to review significant or material findings or the possibility of any pitfall for the external auditor to perform its audit assignment.

c. Request explanation from the BOD.

The members of the Audit Committee as appointed by the BOC on 23 April 2014 were:

Chairman: Prof. DR. H. Muladi, SH

Member : Herbudianto Member : Indra Simarta

However, on 1 October 2014, Mr. Indra Simarta resigned from his position as a member of the Audit Committee and was replaced by Mr. Achmad Kurniadi.

In 2014, the Audit Committee has convened 4 (four) meetings with the agenda and attendance as follow:

### 2014 Audit Committee and Attendance List

No.	Date	Meeting Agenda	FH	MUL	HER	IS	AK
1	6 March 2014	<ol> <li>Approval to the Audit Committee Minutes of Meeting held on 6 November 2013.</li> <li>Y2013 Financial Report (presentation by External Auditor from Public Accountant Office Kantor Aryanto Amir Jusuf, Mawar &amp; Saptoto)</li> <li>2014 Internal Audit Plan (presentation by Internal Audit).</li> <li>Others</li> </ol>	1		1	1	
2	25 April 2014	<ol> <li>Approval to the Audit Committee Minutes of Meeting held on 6 March 2014.</li> <li>Review on Financial Report for the year ended on 31 March 2014.</li> <li>Others.</li> </ol>		0	1	1	
3	22 July 2014	<ol> <li>Approval to the Audit Committee Minutes of Meeting held on 25 April 2014.</li> <li>Review on Financial Report for the year ended on 30 June 2014.</li> <li>Others.</li> </ol>		0	1	1	
4	28 October 2014	<ol> <li>Approval to the Audit Committee Minutes of Meeting held on 22 July 2014.</li> <li>Review on Financial Report for the year ended 30 September 2014.</li> <li>Others.</li> </ol>		1	0		1

FH - Farid Harianto, HER - Herbudianto, IS - Indra Simarta, MUL - Muladi, AK - Achmad Kurniadi Note:

0 - Absent, 1 - Presence

Until 23 April 2014, the Audit Committee's members were: Farid Harianto, Herbudianto, Indra Simarta From 23 April 2014 onward, the Audit Committee's are: Muladi, Herbudianto, Indra Simarta Mr. Indra Simarta resigned on 1 October 2014, replaced by Achmad Kurniadi

### **Remuneration Committee**

The Remuneration Committee was established to support the BOC in upgrading the quality of the Company's Management through the development of accurate nomination and remuneration mechanism based on achievement and contribution to the Company's growth. The Remuneration Committee is also mandated to ensure improvements in the Company's GCG practices, particularly in the implementation of the Fairness principles.

As of 31 December 2014 the composition of the Remuneration Committee is as follows:

Chairman: Theo L. Sambuaga Member : Farid Harianto Member : Jonathan L. Parapak Member : Viven G. Sitiabudi

To determine the proper remuneration for the members of BOC and BOD. the Remuneration Committee follows these procedures:

- 1. The Remuneration Committee reviews the remuneration of the BOC and BOD members while taking note of the work scope, and each member's responsibility.
- 2. The remuneration packages are designed with a purpose to reflect appreciation for the member's position as well as to convey expectations of outstanding performance.
- 3. The Remuneration Committee evaluates the adoption of the merit system in order to encourage better performances.
- 4. The Remuneration Committee, as authorized by the GMS, sets the remuneration amount for each member of the BOC and BOD through Remuneration Committee meeting or by written consent of all Remuneration Committee members.

5. The Committee reports the decision on the amount of remuneration given to the BOC and BOD with the BOC presenting this to the GMS.

In 2014, the Remuneration Committee convened 1 meeting to review the remuneration of the Commissioners and Directors and approved the remuneration of Rp65,178,996,257 to the BOC and BOD for the 2014 period.

Board of Directors (BOD) The BOD is the Company's core component that manages and leads the Company in accordance with its purposes and objectives of as stipulated in the Company's Articles of Association as well as ensuring that all assets and resources are functioning optimally. The BOD performance is measured by the increasing operational profitability while maintaining Lippo Karawaci's sustainable growth.

- 1. The duties, responsibilities and authorities of the BOD, as governed by the Company's Articles of Association, are to:
  - Manage the Company
  - Manage the Company's assets
  - Apply risk management and GCG principles in all activities for all levels of the organization
  - Form an effective organizational structure that promotes fair and equal division of tasks in support of the Company's expansion.

The BOD has the rights to represent the Company inside or outside of courts of justice for all matters and in any event, binds the Company with other parties or other parties with the company and executes all management

or ownership acts. However, the BOD's authority is limited as follows:

- A. Matters reserved for BOC approvals:
  - a. To lend money from or lend out money on behalf of the Company (excluding withdrawal of funds from approved credit facilities and in the normal course of undertaking the Company's operational activities)
  - b. To purchase/sell or obtain/ release the rights of immovable goods owned by the Company, except in the normal course of undertaking the Company's operational activities
  - c. To encumber/guarantee in any form of the Company's immovable goods
  - d. To take part in an capital participation or release capital participation in other company
  - e. To transfer and/or release rights or pledge the Company's assets as a security for a loan comprising more than 50% of the Company's net worth in one or more related or unrelated transaction within a period of 1 (one) financial year.
- B. Matters reserved for General Shareholders Meeting approval:
  - a. To undertake Material Transactions or Conflict of Interest Transactions pursuant to the related regulations in the capital markets.
  - b. To transfer or pledge as a security for a loan all or more than 50% of the Company's entire net assets in either one or more related or unrelated transactions within a period of 1 (one) financial year, save for the event when it is a normal course of business of the Company.

- c. To amend the Company's Articles of Association.
- d. To undertake a merger, amalgamation, acquisition, dissolution or liquidation of the Company.

BOD members perform their duties on behalf of the Company and make their decisions in accordance with the division of tasks and authority, however the tasks implemented by the individual members of the BOD are acknowledged as a collective responsibility.

2. BOD Structure, Membership Criteria and Terms of Office Based on the Company's Articles of Association, the Board of Directors are appointed and dismissed through the GMS for 1 (one) period after the closing of GMS which appointed the directors until the closing of the third AGMS after their appointment. Directors appointed during the AGMS held on 23 April 2014 comprised a President Director and six directors who were tasked to manage the Company efficiently. Directors are appointed based on the needs to manage the Company by considering the complexity of the Company's businesses.

The composition of BoD appointed for 1 (one) period per 23 April 2014:

No	Name	Position
1	Ketut Budi Wijaya	President Director
2	Tjokro Libianto	Director
3	Djoko Harjono	Director
4	Stephen Choo Kooi Yoon	Director
5	Ninik Prajitno	Director
6	Rahmawaty	Director
7	Jenny Kuistono	Independent Director

All of the members of the BOD, save for Ninik Prajitno and Stephen Choo Kooi Yoon, have served as Directors in the previous period. One of the six Directors were appointed as a Independent Director, and all of the members of the BOD have met all the criteria set by law, Bapepam-LK regulations and the Company's Articles of Association.

Djoko Harjono has resigned from his position as Corporate Director effective on 15 September 2014.

All members of the BOD are required to meet specific criteria as stated in Article 15 of the Company's Articles of Association:

- a. Possess good moral character;
- b. Be capable of performing legal actions;
- c. Never have been declared bankrupt or be a member of a BOD or BOC who is judged to have caused the bankruptcy of a Company; and
- d. Never have been sentenced for a criminal offense which caused financial loss to the state in the past 5 (five) years prior to his appointment.

Any 2 (two) Directors collectively may act for and on behalf of the Directors to represent the Company.

### 3. Conflict of Interest

Should there be a conflict of interest between the Company and a member of the BOD, another member of the BOD will be assigned to represent the Company. In cases where the entire BOD is deemed to have a conflict of interest with the Company, a member of the BOC will then be assigned to represent the Company.

BOD members are prohibited to take actions that will compromise the Company's profits and are obliged to declare any conflicting interests in all decision makings.

### 4. BOD Meetings

- a. Implementation Procedures
  - A BOD meeting is convened when deemed necessary by its members and among other reasons, whenever a strategic policy, financial report or Company performance requires decisions to be made.
- b. Chairmanship of the BOD

The BOD is chaired by the President Director or another member of the BOD who is appointed by members of the BOD in attendance at the meetings.

c. All decisions made by the BOD Meetings are reached based on the principle of consensus. If consensus cannot be reached, decisions are made by casting a vote to obtain more than 1/2 (half) of the entire amount of legitimate votes in the Meeting. Where the number of votes in favor and against is equal, the decision shall then be at the discretion of the Chairman of the BOD meeting.

The BOD convened 16 meetings during 2014, with agenda and attendance of the meeting as follows:

2014 BOD Meeting Agenda and Attendance List 2014

No.	Date	Meeting Agenda	KBW	TL	DH	RF	RAH	JK	SC	NP
1	6 February 2014	<ol> <li>2014 Corporate Meeting Schedules.</li> <li>Corporate Information 2014.</li> <li>Others.</li> </ol>	1	1	1	0	1	1		
2	18 March 2014	<ol> <li>Approval to the BOD Minutes of Meeting held on 6 February 2014.</li> <li>Corporate action update.</li> <li>Others.</li> </ol>	1	1	1	0	1	1		
3	22 April 2014	<ol> <li>Approval to the BOD Minutes of Meeting held on 18 March 2014.</li> <li>QI 2014 Financial Report.</li> <li>Others.</li> </ol>	1	1	1	1	1	1		
4	6 May 2014	<ol> <li>Approval to the BOD Minutes of Meeting held on 22 April 2014.</li> <li>Business Unit Reports.</li> <li>Others.</li> </ol>	1	1	1		0	1	0	1
5	8 July 2014	<ol> <li>Approval to the BOD Minutes of Meeting held on 6 May 2014.</li> <li>Business Unit Reports.</li> <li>Others.</li> </ol>	1	1	0		1	1	1	1
6	15 July 2014	<ol> <li>8 July 2014.</li> <li>1st half 2014 Financial Reports.</li> <li>Others.</li> </ol>	0	1	0		1	1	1	0
7	12 August 2014	<ol> <li>Approval to the BOD Minutes of Meeting held on 15 July 2014.</li> <li>Business Unit Reports.</li> <li>Others.</li> </ol>	1	1	0		1	1	1	1
8	26 August 2014	<ol> <li>Approval to the BOD Minutes of Meeting held on 12 August 2014.</li> <li>Business Unit Reports.</li> <li>Others.</li> </ol>	1	1	0		0	1	1	1
9	9 September 2014	<ol> <li>Approval to the BOD Minutes of Meeting held on 26 August 2014.</li> <li>Governance.</li> <li>Others.</li> </ol>	1	1	0		1	1	1	1
10	16 September 2014	<ol> <li>Approval to the BOD Minutes of Meeting held on 9 September 2014.</li> <li>Corporate Update.</li> <li>Others.</li> </ol>	0	1			1	1	1	1
11	14 October 2014	<ol> <li>Approval to the BOD Minutes of Meeting held on 16 September 2014.</li> <li>Q3 III 2014 Financial Reports.</li> <li>Others.</li> </ol>	1	1			1	0	1	1
12	4 November 2014	<ol> <li>Approval to the BOD Minutes of Meeting held on 14 October 2014.</li> <li>Business Unit Reports.</li> <li>Others.</li> </ol>	1	1			1	0	1	0

2014 BOD Meeting Agenda and Attendance List 2014

No.	Date	Meeting Agenda	KBW	TL	DH	RF	RAH	JK	SC	NP
13	11 November 2014	<ol> <li>Approval to the BOD Minutes of Meeting held on 4 November 2014.</li> <li>Business Unit Reports.</li> <li>Others.</li> </ol>	1	1			1	0	1	1
14	18 November 2014	<ol> <li>Approval to the BOD Minutes of Meeting held on 11 November 2014.</li> <li>Business Unit Reports.</li> <li>Others.</li> </ol>	1	1			1	0	0	1
15	2 December 2014	<ol> <li>Approval to the BOD Minutes of Meeting held on 18 November 2014.</li> <li>Business Unit Reports.</li> <li>Others.</li> </ol>	1	1			1	0	1	1
16	9 December 2014	<ol> <li>Approval to the BOD Minutes of Meeting held on 2 December 2014.</li> <li>Business Unit Update.</li> <li>Others.</li> </ol>	1	0			1	1	1	1
17	16 December 2014	<ol> <li>Approval to the BOD Minutes of Meeting held on 9 December 2014.</li> <li>Business Unit Report.</li> <li>Others.</li> </ol>	0	1			1	0	1	1
18	23 December 2014	<ol> <li>Approval to the BOD Minutes of Meeting held on 16 December 2014.</li> <li>Business Unit Report.</li> <li>Others.</li> </ol>	1	1			1	0	0	1

KBW = Ketut Budi Wijaya, TL = Tjokro Libianto, DH = Djoko Harjono, RF = Roberto Feliciano, RAH = Rahmawaty, JK = Jenny Kuistono, SC = Stephen Choo NPN = Ninik Prajitno

0 - Absent, 1 - Presence

Since the Annual Shareholder General Meeting on 23 April 2014, Mr. RF no longer served as a director at PT LK Tbk, while Mr. DH resigned effectively from 15 September 2014. The BOD received 2 (two) new members, Mr. SC and Ms NPN.

### List of Trainings Attended by BOD

	Date	Consultant	Speaker	Торіс
1.	12 March 2014	Dunamis	Robert Djanuar	Leadership Greatness – Clarify Purpose
2.	16 July 2014	Dunamis	Robert Djanuar	Leadership Greatness – Closing The Execution Gap
3.	12 November 2014	Dunamis	Robert Djanuar	Leadership Greatness – Unleash Talent
4.	6-7 December 2014	PT Bursa Efek Indonesia		CEO Networking 2014

### Note:

Training 1, 2, 3 were attended by Ketut Budi Wijaya, Tjokro Libianto, Rahmawaty, Jenny Kuistono, Ninik Prajitno Training 4 was attended by Ketut Budi Wijaya and Jenny Kuistono

### **Internal Audit**

The Internal Audit Division is charged with the task of internal control and risk management in the context of Good Corporate Governance

practices. At this time, the Company has not formed a committee to manage risk control, and Internal Audit is assigned to also perform the risk management function.

Internal Audit is also tasked to actively assist the Audit Committee in monitoring, evaluating and providing recommendations for internal control as well as in identifying problems and preventing or reducing the Company's exposure to risk.

Internal Audit's main role lies in the assessment of whether or not the Company's internal control systems are functioning as they should. To gauge this, Internal Audit analyzes a variety of parameters which include but are not limited to the assessment of adherence to all established regulations, policies, work plans and budgets set up by the BOD, the assessment of the efficiency and effectiveness of the operational performance, investigation of any possibility of discrepancy, fraud or misused authority, identification, risk mapping and effectiveness of each business unit in managing and mitigating risk and reviews of the financial reporting procedure to ensure timely reporting and compliance with the prevailing regulation and guidelines.

The tasks assigned to Internal audit are based on an annual work plan approved by the President Director and the Audit Committee. Internal Audit is also tasked with special examinations upon the discretion of the President Director.

In the performance of its duties, Internal Audit follows an Internal Audit Charter that has been approved by the Company's Audit Committee in consideration of the Internal Audit Code of Ethics as well as the Professional Practices Standard of Internal Audit and other pertinent regulations.

The activities of the Internal Audit are reflected in reports submitted to the President Director and the Audit Committee which hold meetings periodically to discuss and review the Internal Audit reports. The Audit Committee covers meetings and discussions of Internal Audit for the BOC and gives feedback on its supervisory function.

In 2014, in executing its duties Internal Audit convened 144 meetings with management of business divisions, and held four meetings with the Audit Committee. In the meetings, Internal Audit highlighted findings found during audits and followed up on recovery actions taken by the management of relevant divisions. In the meetings with the Audit Committee, Internal Audit reported their reviews of the quarterly, semesterly or annual financial statements, their findings and recommendations and the working plan for next term.

On 31 December 2014, Head of the Internal Audit Division was Arthur F. Kalesaran who was appointed by the Board of Commissioners on 1 February 2012. There were 23 members of Internal Audit team who are fully dedicated and competent.

Four members of Internal Audit have participated in specialized education and training for internal control heads organized by the Financial and Accounting Development Center (PPAK) in November 2013.

Arthur F. Kalesaran, Head of Internal Audit, obtained a certificate of Internal Auditor Head after attending the education and training held by PPAK in 2013 and was entitled as a Professional Internal Auditor.

In September 2014, Arthur F. Kalesaran and 3 (three) members of Internal Audit were recognized as Professional Internal Auditors by PPAK.

### **Independent Auditor**

The AGMS on 23 April 2014 gave authority to the BOC to commission the services of an Independent Public Accountant to audit the Company's financial statements

ending 31 December 2014 under the requirement that only Independent Public Accountants listed in good standing with OJK were considered for the post.

To meet the AGMS mandate, and with recommendation from the Audit Committee, the Company's BoC commissioned Aryanto, Amir Jusuf, Mawar & Saptoto Public Accountant Firm to audit the Company's financial statements ending 31 December 2014.

As stated in the report No. R/150. AGA/dwd.1/2015 dated 3 March 2015, Aryanto, Amir Jusuf, Mawar & Saptoto Public Accounting Firm provided an unqualified opinion for the consolidated financial statements of PT Lippo Karawaci Tbk and subsidiaries for the year ended 31 December 2014.

Fees paid to Aryanto, Amir Jusuf, Mawar & Saptoto Public Accounting Firm in 2014 totaled Rp1.4 billion.

### Communication

The Company treats its shareholders and investors in the highest regard and inevitable part of business growth. Therefore, all updates pertaining to the Company's performance, reports the Company submitted as part of compliance and transparency are accessible on the Company's website www.lippokarawaci.co.id. Inquiries may also be directed to:

PT Lippo Karawaci Tbk Phone: +62 21 2566 9000 Fax: +62 21 2566 9098/99 E-mail: corsec@lippokarawaci.co.id

### **Corporate Secretary**

Corporate Secretary holds a frontline position and is critical in ensuring transparency and compliance in the Company. Corporate Secretary is also responsible to maintain good relations and strategic partnerships with the shareholders, capital market authorities, mass media and the public. Corporate Secretary also monitors the Company's compliance with the capital market's rules and regulations and the Company's Articles of Association.

Corporate Secretary also provides assistance to the BOC and the BOD in ensuring GCG practices are followed throughout the Company's business activities as well as corporate actions.

Since 2004, the position of Corporate Secretary has been held by Mrs. Jenny Kuistono.

List of Trainings/Seminars attended by Corporate Secretary

No.	Date	Seminar/Training/Conference/ Workshop	Leaders	Organiser
1	13 February 2014	Additional Training on IDX 2014 Regulatiosn as part of GCG implementation.	IDX Seminar Room	Indonesian Corporate Secretary Association.
2	21 November 2014	"Toward Integration of Stock Market in ASEAN - under AED 2015"	Balai Kartini, Jln. Jend. Gatot Subroto Jakarta Selatan	Asosiasi Emiten Indonesia
3	3-4 December 2014	Corporate Governance Development Workshop	Ayana Resort and Spa, Jimbaran, Bali	Indonesian Institute for Corporate Directorship & Indonesian Corporate Secretary Association.

List of the Corporate Secretary's Correspondences with Capital Market Authority in 2014

No.	Date	Reference No.	Destination	Subject	Regulation
1	10 January 2014	001/LK-COS/I/2014	IDX (via IDX Net e-reporting) cc: OJK	Monthly Report on the Shareholders Registry as of 31 December 2013.	"IDX Regulation No. I-E Kep-306/BEJ/07-2004 Concerning Obligation of Information Submission."
2	10 January 2014	002/LK-COS/I/2014	OJK (Financial Services Authority	Report of debt/liabilities in foreign currency as of 31 March 2013.	Letter of OJK No: S-124/ PM.23/2013
3	21 January 2014	007/LK-COS/I/2014	OJK (Financial Services Authority)	Examination of mid year of 2013 Financial Statement of PT Lippo Karawaci Tbk	"Bapepam Regulation No. X.K.2 Concerning Obligation to submit Periodical Financial Statemen"
4	10 February 2014	016/LK-COS/II/2014	OJK (Financial Services Authority)	Monthly Report on the Shareholders Registry as Of 31 January 2014.	"IDX Regulation No. I-E Kep-306/BEJ/07-2004 Concerning Obligation of Information Submission."
5	10 February 2014	017/LK-COS/II/2014	OJK (Financial Services Authority)	Report of debt/liabilities in foreign currency as of 31 January 2014.	Letter of OJK No: S-124/ PM.23/2013

List of the Corporate Secretary's Correspondences with Capital Market Authority in 2014

	List of the Corporate Secretary's Correspondences with Capital Market Authority in 2014				
No.	Date	Reference No.	Destination	Subject	Regulation
6	26 February 2014	022/LK-COS/II/2014	IDX (via IDX Net e-reporting) cc: OJK	Monthly Report on the Shareholders Registry as Of 31 January 2014.	"IDX Regulation No. I-E Kep-306/ BEJ/07-2004 Concerning Obligation of Information Submission."
7	26 February 2014	023/LK-COS/II/2014	OJK (Financial Services Authority)	Report of debt/liabilities in foreign currency as of 31 January 2014.	Letter of OJK No: S-124/ PM.23/2013
8	13 March 2014	025/LK-COS/II/2014	OJK (Financial Services Authority)	Announcement of the Information Disclosure Concerning Particular Shareholders (PT Safira Prima Utama).	"Bapepam Regulation No. X.K.1 Concerning the Disclosure of Information that must be made Public Immediately."
9	13 March 2014	026/LK-COS/II/2014	OJK (Financial Services Authority)	Announcement of the Information Disclosure Concerning Particular Shareholders (PT Kalimaya Pundi Bumi).	"Bapepam Regulation No. X.K.1 Concerning the Disclosure of Information that must be made Public Immediately"
10	17 March 2014	029/LK-COS/ III/2014	OJK (Financial Services Authority)	Announcement Concerning PT LK Tbk's Annual General Shareholder Meeting plan	"Bapepam Regulation No. IX.I.1 Concerning Planning and Conducting the General Meeting of Shareholders"
11	24 March 2014	033/LK-COS/ III/2014	OJK (Financial Services Authority)	Proof of Announcement of Information of the Annual General Meeting of Shareholders of PT LK Tbk	"Article 12 of the Company's Article of Association"
12	28 March 2014	037/LK-COS/ III/2014	IDX (via IDX Net e-reporting) cc: OJK	Explanation of 20% Analyze of Change of PT Lippo Karawaci Tbk Financial Report for the period ended 31 December 2013.	"Bapepam Regulation No. X.K.2 Concerning Obligation to submit Periodical Financial Statement."
13	28 March 2014	038/LK-COS/ III/2014	IDX (via IDX Net e-reporting) cc: OJK	Submission of PT Lippo Karawaci Tbk Consolidated Financial Statement as of 31 December 2013.	Bapepam Regulation No. X.K.2 Concerning Obligation to submit Periodical Financial Statement.
14	28 March 2014	039/LK-COS/ III/2014	OJK (Financial Services Authority)	Proof of announcement of the Consolidated Financial Statement as of 31 December 2013.	"Bapepam Regulation No. X.K.2 Concerning Obligation to submit Periodical Financial Statement."
15	28 March 2014	040/LK-COS/ III/2014	OJK (Financial Services Authority) cc: IDX	Submission of Press Release "LPKR Audited Fy2013 Financial Results: Total Revenue & Total Profit Up 8% & 16%; Ordinary Revenue & Ordinary Profit Up 26% & 75%"	"IDX Regulation No. I-E Kep-306/ BEJ/07-2004 Concerning Obligation of Information Submission."

List of the Corporate Secretary's Correspondences with Capital Market Authority in 2014

No.	Date	Reference No.	Destination	Subject	Regulation
16	7 April 2014	044/LK-COS/ IV/2014	OJK (Financial Services Authority) cc: IDX	Announcement X.K.1 concerning Notes Transaction	"IDX Regulation No. I-E Kep-306/ BEJ/07-2004 Concerning Obligation of Information Submission."
17	7 April 2014	045/LK-COS/ IV/2014	OJK (Financial Services Authority) cc: IDX	Press Release concerning Notes Transaction	"IDX Regulation No. I-E Kep-306/ BEJ/07-2004 Concerning Obligation of Information Submission."
18	8 April 2014	046/LK-COS/ IV/2014	OJK (Financial Services Authority) cc: IDX	Proof of Invitation to the Annual General Meeting of Shareholders of PT Lippo Karawaci Tbk.	"Article 12 of the Company's Articles of Association"
19	8 April 2014	047/LK-COS/ IV/2014	OJK (Financial Services Authority) cc: IDX	Submission of PT Lippo Karawaci Tbk 2013 Annual Report.	"Bapepam Regulation No. X.K.1 Concerning the Disclosure of Information that must be made Public Immediately"
20	10 April 2014	050/LK-COS/ IV/2014	IDX (via IDX Net e-reporting)	Monthly Report on the Shareholders Registry as of 31 March 2014.	"IDX Regulation No. I-E Kep-306/BEJ/07-2004 Concerning Obligation of Information Submission."
21	10 April 2014	051/LK-COS/ IV/2014	OJK (Financial Services Authority)	Report of debt/liabilities in foreign currency as of 31 March 2013.	Letter of OJK No: S-124/ PM.23/2013
22	15 April 2014	056/LK-COS/ IV/2014	OJK (Financial Services Authority) Cc: IDX	Report of Affiliated Transaction of PT LK Tbk	"IDX Regulation No. I-E Kep-306/ BEJ/07-2004 Concerning Obligation of Information Submission."
23	23 April 2014	061/LK-COS/ IV/2014	OJK (Financial Services Authority) cc: IDX	Submission of Press Release concerning PT LK Tbk Annual General Shareholders Meeting.	"Bapepam Regulation No. X.K.1 Concerning the Disclosure of Information that must be made Public Immediately."
24	24 April 2014	064/LK-COS/ IV/2014	OJK (Financial Services Authority) cc: IDX	Results of PT Lippo Karawaci Tbk Annual Shareholders Meeting	Bapepam Regulation No. IX.I.1 Concerning Planning and Conducting the General Meeting of Shareholders.
25	24 April 2014	065/LK-COS/ IV/2014	OJK (Financial Services Authority) cc: IDX	Proof of Announcement of Results of PT Lippo Karawaci Tbk Annual Shareholders Meeting	Bapepam Regulation No. IX.I.1 Concerning Planning and Conducting the General Meeting of Shareholders.
26	24 April 2014	066/LK-COS/ IV/2014	OJK (Financial Services Authority) cc: IDX	Establishment of the Audit Committee	Bapepam Regulation No. Kep-29/ PM/2004 dated 24 September 2004 Concerning Establishment and Implementation Guidelines of Audit Committee.

List of the Corporate Secretary's Correspondences with Capital Market Authority in 2014

No.	Date	ecretary's Corresponder Reference No.	Destination	1	Regulation
				Subject	Regulation
27	30 April 2014	070/LK-COS/ IV/2014	OJK (Financial Services Authority) cc: IDX	Press Release Submission Regarding Q1 2014 Finacial Report	"Bapepam Regulation No. X.K.1 Concerning the Disclosure of Information that must be made Public Immediately"
28	30 April 2014	071/LK-COS/ IV/2014	OJK (Financial Services Authority) cc: IDX	Submission of PT Lippo Karawaci Tbk Consolidated Financial Statement as of 31 March 2014.	Bapepam Regulation No. X.K.2 Concerning Obligation to submit Periodical Financial Statement.
29	9 May 2014	076/LK-COS/V/2014	IDX (via IDX Net e-reporting) cc: OJK	Monthly Report on the Shareholders Registry as of 30 April 2014.	"IDX Regulation No. I-E Kep-306/ BEJ/07-2004 Concerning Obligation of Information Submission."
30	9 May 2014	077/LK-COS/V/2014	OJK (Financial Services Authority)	Report of debt/liabilities in foreign currency of PT LK Tbk as of 31 January 2014.	Letter of OJK No: S-124/ PM.23/2013
31	2 June 2014	079/LK-COS/ VI/2014	OJK (Financial Services Authority)	Request for additional time to submit documents as requested by OJK.	"Bapepam Regulation No. X.K.1 Concerning the Disclosure of Information that must be made Public Immediately"
32	10 June 2014	085/LK-COS/ VI/2014	IDX (via IDX Net e-reporting) cc: OJK	Monthly Report on the Shareholders Registry as of 31 May 2014.	"IDX Regulation No. I-E Kep-306/BEJ/07-2004 Concerning Obligation of Information Submission."
33	10 June 2014	086/LK-COS/ VI/2014	OJK (Financial Services Authority)	Report of debt/liabilities in foreign currency of PT as of 31 May 2014.	Letter of OJK No: S-124/ PM.23/2013
34	10 June 2014	087/LK-COS/ VI/2014	OJK (Financial Services Authority)	PT LK Tbk's Document Request by OJK.	Letter of OJK No. S-331/ PM.112/2014.
35	8 July 2014	093/LK-COS/ VII/2014	OJK (Financial Services Authority) cc: IDX	PT LK Tbk's Document Request by OJK.	Letter of OJK No. S-331/PM.112/2014.
36	10 July 2014	096/LK-COS/ VII/2014	OJK (Financial Services Authority)	Report of debt/liabilities in foreign currency of PT LK Tbk as of 31 May 2014.	Letter of OJK No: S-124/PM.23/2013
37	10 July 2014	097/LK-COS/ VII/2014	IDX (via IDX Net e-reporting) cc: OJK	Monthly Report on the Shareholders Registry as of 30 June 2014.	"IDX Regulation No. I-E Kep-306/ BEJ/07-2004 Concerning Obligation of Information Submission."
38	25 July 2014	103/LK-COS/ VII/2014	OJK (Financial Services Authority) cc: IDX	Submission of PT Lippo Karawaci Tbk Consolidated Financial Statement as of 30 June 2014.	"Bapepam Regulation No. X.K.2 Concerning Obligation to submit Periodical Financial Statement"

List of the Corporate Secretary's Correspondences with Capital Market Authority in 2014

No.	Date	Reference No.	Destination	Subject	Regulation
39	25 July 2014	104/LK-COS/ VII/2014	OJK (Financial Services Authority) cc: IDX	Proof of announcement of the Consolidated Financial Statement as of 30 June 2014.	"Bapepam Regulation No. X.K.2 Concerning Obligation to submit Periodical Financial Statement."
40	25 July 2014	105/LK-COS/ VII/2014	OJK (Financial Services Authority) cc: IDX	Information Disclosure Regarding1st half 2014 Financial Report	"Bapepam Regulation No. X.K.1 Concerning the Disclosure of Information that must be made Public Immediately."
41	8 August 2014	112/LK-COS/ VIII/2014	IDX (via IDX Net e-reporting) cc: OJK	Monthly Report on the Shareholders Registry as of 31 July 2014.	"IDX Regulation No. I-E Kep-306/ BEJ/07-2004 Concerning Obligation of Information Submission."
42	8 August 2014	113/LK-COS/ VIII/2014	OJK (Financial Services Authority)	Report of debt/liabilities in foreign currency PT LK Tbk as of 31 July 2014.	Letter of OJK No: S-124/PM.23/2013
43	20 August 2014	121/LK-COS/ VIII/2014	IDX	Submission of the Confirmation of the Compliance with IDX Regulation Concerning Independent Commissioners and Independent Directors.	"IDX Regulation No. I-E Kep-306/ BEJ/07-2004 Concerning Obligation of Information Submission."
44	3 September 2014	135/LK-COS/ IX/2014	IDX	Public Expose PT LK Tbk.	"IDX Regulation No. I-E Kep-306/ BEJ/07-2004 Concerning Obligation of Information Submission."
45	10 September 2014	138/LK-COS/ IX/2014	IDX	Explanation Request.	"IDX Regulation No. I-E Kep-306/ BEJ/07-2004 Concerning Obligation of Information Submission."
46	10 September 2014	139/LK-COS/ IX/2014	IDX (via IDX Net e-reporting) cc: OJK	Monthly Report on the Shareholders Registry as of 31 August 2014.	"IDX Regulation No. I-E Kep-306/ BEJ/07-2004 Concerning Obligation of Information Submission."
47	10 September 2014	140/LK-COS/ IX/2014	OJK (Financial Services Authority)	Report of debt/liabilities in foreign currency of PT Lippo Karawaci Tbk as of 31 August 2014.	Letter of OJK No: S-124/PM.23/2013
48	12 September 2014	143/LK-COS/ IX/2014	IDX	Submission of PT LK Tbk's Public Expose Materials.	"IDX Regulation No. I-E Kep-306/ BEJ/07-2004 Concerning Obligation of Information Submission."
49	15 September 2014	145/LK-COS/ IX/2014	OJK (Financial Services Authority) cc: IDX	Information Disclosure	"IDX Regulation No. I-E Kep-306/ BEJ/07-2004 Concerning Obligation of Information Submission."

List of the Corporate Secretary's Correspondences with Capital Market Authority in 2014

No.	Date	ecretary's Corresponder Reference No.	Destination	Subject	Regulation
50	17 September 2014	147/LK-COS/ IX/2014	OJK (Financial Services Authority) cc: IDX	Press Release regarding PT LK Tbk's Public Expose	"Bapepam Regulation No. X.K.1 Concerning the Disclosure of Information that must be made Public Immediately."
51	18 September 2014	149/LK-COS/ IX/2014	OJK (Financial Services Authority) cc: IDX	Affiliated Transaction Report.	"Bapepam Regulation No. X.K.1 Concerning the Disclosure of Information that must be made Public Immediately."
52	19 September 2014	150/LK-COS/ IX/2014	IDX	Submission of PT LK Tbk's Public Expose results	"IDX Regulation No. I-E Kep-306/BEJ/07-2004 Concerning Obligation of Information Submission."
53	30 September 2014	158/LK-COS/ IX/2014	OJK (Financial Services Authority)	Report regarding Changes in PT LK Tbk's Audit Committee Structure.	Bapepam Regulation No. Kep-29/ PM/2004 dated 24 September 2004 Concerning Establishment and Implementation Guidelines of Audit Committee.
54	2 October 2014	161/LK-COS/X/2014	OJK (Financial Services Authority)	Information Disclosure regarding PT LK Tbk's Kemang Village.	"Bapepam Regulation No. X.K.1 Concerning the Disclosure of Information that must be made Public Immediately."
55	6 October 2014	163/LK-COS/X/2014	IDX	Explanation on news media coverage.	"IDX Regulation No. I-E Kep-306/ BEJ/07-2004 Concerning Obligation of Information Submission."
56	10 October 2014	167/LK-COS/X/2014	IDX (via IDX Net e-reporting) cc: OJK	Monthly Report on the Shareholders Registry as of 30 September 2014.	"IDX Regulation No. I-E Kep-306/ BEJ/07-2004 Concerning Obligation of Information Submission."
57	10 October 2014	168/LK-COS/X/2014	OJK (Financial Services Authority)	Report of debt/liabilities in foreign currency of PT LK Tbk as of 30 September 2014.	Letter of OJK No: S-124/PM.23/2013
58	30 October 2014	178/LK-COS/X/2014	OJK (Financial Services Authority) cc: IDX	Submission of PT Lippo Karawaci Tbk Consolidated Financial Statement as of 30 September 2014.	"Bapepam Regulation No. X.K.2 Concerning Obligation to submit Periodical Financial Statement."
59	10 November 2014	185/LK-COS/ XI/2014	OJK (Financial Services Authority)	Report of debt/liabilities in foreign currency of PT LK Tbk as of 31 October 2014.	Letter of OJK No: S-124/PM.23/2013
60	10 November 2014	186/LK-COS/ XI/2014	IDX (via IDX Net e-reporting) cc: OJK	Monthly Report on the Shareholders Registry as of 31 October 2014.	"IDX Regulation No. I-E Kep-306/ BEJ/07-2004 Concerning Obligation of Information Submission."

List of the Corporate Secretary's Correspondences with Capital Market Authority in 2014

No.	Date	Reference No.	Destination	Subject	Regulation
61	12 November 2014	188/LK-COS/ XI/2014	OJK (Financial Services Authority) cc: IDX	Cash Final Dividend Distribution for the year Ended 2013	"IDX Regulation No. II-A Kep-565/ BEJ/11-2003 Concerning Securities Trading."
62	13 November 2014	190/LK-COS/ XI/2014	OJK (Financial Services Authority) cc: IDX	Proof of Announcement of Cash Final Dividend Distribution for the year Ended 2013.	IDX Regulation No. II-A Kep-565/BEJ/11-2003 Concerning Securities Trading.
63	10 December 2014	198/LK-COS/ XII/2014	OJK (Financial Services Authority)	Report of debt/liabilities in foreign currency of PT LK Tbk as of 31 October 2014.	Letter of OJK No: S-124/PM.23/2013
64	10 December 2014	199/LK-COS/ XII/2014	IDX (via IDX Net e-reporting) cc: IDX	Monthly Report on the Shareholders Registry as of 31 October 2014.	"IDX Regulation No. I-E Kep-306/ BEJ/07-2004 Concerning Obligation of Information Submission."
65	10 December 2014	200/LK-COS/ XII/2014	OJK (Financial Services Authority) cc: IDX	Submission of Press Release regarding 2015 Preliminary Financial Projections.	"Bapepam Regulation No. X.K.1 Concerning the Disclosure of Information that must be made Public Immediately."

# List of Press Release in 2014

11100	List of Tress Refease in 2011			
No.	Date	Letter No.	Topics	
1	13 March 2014	027/LK-COS/III/2014	Lippo Karawaci Placed Rp858 Billion Siloam Shares	
2	28 March 2014	040/LK-COS/III/2014	LPKR Audited Fy2013 Financial Results: Total Revenue & Total Profit Up 8% & 16%; Ordinary Revenue & Ordinary Profit Up 26% & 75%	
3	7 April 2014	045/LK-COS/IV/2014	LPKR Successfully Issues New US\$150 Million, 2022 Global Senior Notes, 6.3x Oversubscribed	
4	23 April 2014	061/LK-COS/IV/2014	LPKR Approves Distribution Of Dividends Rp320 Billion, Rp14.05/ Share, Final Payout Ratio Of 26.05%	
5	30 April 2014	070/LK-COS/IV/2014	LPKR Q1 YoY Revenues & Profits Up 36% & 35%. Hospitals Revenue Up 29%	
6	25 July 2014	105/LK-COS/VII/2014	LPKR 1st Half 2014 Results: Revenues & EBITDA Up 34% & 33%. Hospitals Revenues Up 31%	
7	17 September 2014	147/LK-COS/IX/2014	LPKR Revenue and Net Profit in 1H2014 Grew by 34% and 23% yoy Respectively	
8	31 October 2014	181/LK-COS/X/2014	LPKR Achieved Another Milestone With A Record Rp6 T In Revenue And Rp1 T In Net Profit Over A Nine Month Period	
9	10 December 2014	200/LK-COS/XII/2014	2015 Preliminary Forecast Remains Strong Anchored By Higher Marketing Sales Target And Continued Growth In Hospital Network And Performance	



# PENGUMUMAN HASIL KEPUTUSAN RAPAT UMUM PEMEGANG SAHAM TAHUNAN PT LIPPO KARAWACI Tbk

Directi PT Lippo Karawaci Tok (selanutnya "Perseroan") borsama ini memberiahukan kepada para Persegang Sahan bahwa Rapat Ulmum Persegang Saham Tohunan yang telah diselenggarakan pada hari. Rabu, 23 April 2014 bertempat di Hotel Aryaduta Lippo Vitago, Ruang Ebony, 401 Soulevant Jenderal Gulliman, Lippo Witage 1300, Tangerang 15511 talah memubakan :

Agenda 1.

1. Menyetujui dan mengesahkan Laporan Tahunan Pistarban mengenai haadaan dan jalannya kepiatan sealia Perserban, yang antara tah membuat Laporan Keuangan Konacidasian Perserban dan Entitas Arak untuh tahun buhu yang berainte pada tanggal 31 Desember 2013, dimana di stalannya termisasik sporan kepiatan sealia yang menyeban tunnan dari ingatan sealia utama Perserban seria Laporan Tigab Pengaresah Dewan Kombatra:

2. Menyetujui dan mengesahkan Laporan Keuangan Konacidasian tengal 31 Desember 2013 seria Laporan Asuangar Entita dari Laporan Asia Kais Konacidasian tengapat terdiri dari Laporan Posisi Keuangan Konacidasian tenggal 31 Desember 2013 seria Laporan Asia Kais Konacidasian tengah dari Javah Asia Kais Konacidasian tengah dari Javah Anisan Publik Anyarto, Anis Javah Maser & Sapitoto dengan opini tanga medihasian sebagainansi tengah tengah

- Agenda 2

  1. Menyatajai pentisejian dixiden final tunai yang selimihnya berjamlah Sp330.000.000.0000, (liga natiw dise puluh milar Rupish), yang merupakan 26.00% dari Latis Bersih Selatah Pajak.

  2. Menyatajai pentisejaran dixiden tunai dengan melaksanakan penutungan pajak dixiden sesaai dengan kehintuan perspikan yang berlaks.

  3. Menyatajai pentisejaran dasa sebesas Rp1.000.000.000, (satu milar Rupish) uraik disiahkan sebagai dana cadangan sebagai masa sebagai dana cadangan sebagai dana cadangan sebagai dana disiahkan sebagai dana cadangan sebagai masa sebagai dana dana cadangan sebagai masa pentisegai pentisegai dixiden dan dana cadangan sebagai Amerikan pentisegai berkan sebagai barba sebagai sebagai puluh eram Rupish) akan dibunukan sebagai laba dikahan Pemerisan.

  5. Menyatajai untuk memberisah kusan dan sekerang penuh lapada Direba Pemerisan dangan tuk sebatkan barba 1 diadas seria mengamuntuannya selasa dengan pentagian dixiden sebagainana dinakkat butir 1 diadas seria mengamuntuannya selasa dengan persituran perundang-undangan yang berlaksa semasah menentukan tenggai "com dan seribidan".

  Asamba 3.

# Agenda 3

Memberikan wewenang kepada Dewar Komisiaris Perseciran untuk menunjuk Kantor Akuntan Fubih. Independen yang akan mengaudi buku-banu Persersen untuk tahun buku yang berakhir pada tenggal 31 Desember 2014 dengan keternikan Kantor Akuntan Fubih Independen yang disunjuk telah terdahar di Choriba Jasa Keuangan, dan memilik reputasi yang baik serta memberi wewenang sepenuhnya hapada. Dineksi Parsersen untuk menetophan haroserium serta penyaratan penyaratan lain sertubungan dengan penunjukan akuntan publik tersebut.

# Agenda 4

Menyesiyol perutuhan kerensan-ketemaan dalam Anggaran Dasar Personaan yaitu sebagai berkut a. Keterosan Pesal 15 ayal 3 terdang Diseloi: Distart omigis-d aebagai berkut

- Panel 15

  3. Anggots Disskul diangkat oleh Rapat Liman Pemegang Saham untuk masa jabatan 5 (saha) periode yaitu terhitang sejak dibutaynya Rapat Liman Pemegang Saham yang merapangkat anggota Diseksi tersebut sampel dengan dibutaynya Rapat Uman Pemegang Saham Tahunan yang ketiga detolah langgat pengangkatan menika, dengan tiolah mengurangi hak Rapat Uman Pemegang Saham mentuk memberberitian anggota Diseksi tersebut uswaltu selehtu. Pemberberitian demikian bedalas sejak pemubipan Rapat yang memutuskan pemberberitannya, kecuali ajabita langgal pemberberitannya diseksian lain oleh Rapat Liman Pemegang Saham.
- Union Persogang Sahare. Ketention Pesal 18 ayat 5 tentang Dewan Kontsalis Distah menjadi sebagai berikat :

# Dewan Kominaris Dewan Kominaris Panal 18 5. Anggrab Dewan Kominanis diangkal oleh Rapat Umurs Pemegang Saham untuk masa jebatan 1 (satu) percode yaitu terhitung sejak distrutunya Rapat Umurs Pemegang Saham untuk masa jebatan yang mengangkat anggota Dewan Kominanis sersebut sampai dengan distrutunya Rapat Umurs Pemegang Saham Sahuman yang keloga setisish tenggal pemegasan menahat, dengan Umurs Pemegang Saham untuk memberhentikan anggota Dewan Kominaris tersebut seradul untuk. Pemberhendian demaktur berlalus sejak perulupan Rapat yang memutukan pemberhentian-terseban demaktur berlalus sejak perulupan Rapat dendukan lain oleh Rapat Umurs Pemegang Saham.

pemberhamtierinya, kocuali apobila tenggal pemberhamilannya dibertukan tani oleh Repat Linian Pembagang Sahaan.

Menyatakan kembal sehendi Anggaran Dasar Pemanoan sehabungan dengan perubahan tersebut. Memberikan kusua dari wewenang kepada Diselai Perseroan balk tendiri-sendiri magun bemartusaran dengah hak sebelikai setiki melakhanakan segala birdakan yang depintuan delam negala pisiki senasuk tetapi hidak terbatas sehak menyatakan kembal sebagian alau seharah seperda Repet tersebut, tersesuk tetapi bidak terbatas sehak setika neterik, membuat ateu meminta dibuadkan segala selah sekas sekas seselah sepada berapat sebagian sebagian sebagian pendakan negala selah sekas seselah sebagian pendakan negala selah sekas seselah sebagian pendakan negala selah sebagian sebagian pendakan pembanan sepada berapatakan pendahan sepada berapatak sepada Manusia Republik Indonesia dan pendakan sebaga diberbatah pendahan bingga diberbatan bingga diberbatan tersebut, membanan sepada berapata berapatak sepada Manusia Republik indonesia dan pendak sendah pendahan sebagai pelakan bingga diberbatan bingga diberbatan tersebut, sesti basar dalam beratak pang benganangan pengan sema perendonosa dan beratak pang tenggan senasahatangan semaa perendonosa dan dalam beratak pang diberbatan senasahatangan semaa perendonosa dan dalam beratak pang diberbatan senasahatangan semaa perendonosa dan dalam beratan pang diberbatan.

# Amenda S.

Mengangkat dan menotopisan anggota Direksi dan Direksir Independen serta anggota Dewan Komsaris dan Komisaris Independen Persentian dengan susukan sabagai berikut;

# Dewan Kominaria Dewart Komitana Presiden Komisaris Validi Presiden Komitasi Komitasis Independen Komitasis Independen Komitasis Independen Komitasis Independen Komitasis Independen Komitasis ris dan Komisaris Independen

Korokanis

Direksi President Direktur Presiden Derektur Direktur Direktur Direktur Direktur Direktur Direktur Independan Theo Leo Sambuage Surjed Scielindje Tonis Noeng Agum Gumetin Fand Herlands Fand Herlands SH Leigen TNI (Flum) DR (BIC) H. Subyoso, DH Ween Good Stilleton Berry Hangards Dije

Ketur thatir inggra Tjokro Libianto Opito Harpino Ratimiswaly Slegiten Chao Koni Yoon Ninik Prajilino Jenny Kulstone

- Direktur Bedependeri

  Direktur Bedependeri

  Pengangkatan dan penertapan anggota Direksi dan Direktur Independen perta Dewan Komisans dan Komisans terhopenden Persentana teriaku athikit terhitung sejak disutunyua Rapat ini tampal dengan berakhinnya mese jabatan anggota Direksi dan Direksi dan Direksi Persentana Persentan.

  Memberikan wervensing dan kassa penuh dengan hak subatitusi kapada Direksi Persentan Anggaran Daran Persentan.

  Memberikan wervensing dan kassa penuh dengan hak subatitusi kapada Direksi Persentan belaksan sengala terbahan yang diperkalan bedialan dengan hak subatitusi berbahan yang diperkalan bedialan direksi sendalan yang diperkalan bedialan direksi sendalan sengalah kelaksi sendalan pengalah kelaksi sendalan Rapat Ini kemansik telapat terbahan pengangkatan Direksi. Desam Komisansi dan Komisansi bidapendan Persentanan disebahan direksi bediasan pengalaksian berseksi Mentent Hakum dan Hak Asasi Mansaisi Republik Indonesia dan mondaffarkan sesuana Dewan Komisansi dan Cireksi Persentan sebagai mena disebahan di atas dalam Dariah Persentan sesuai dengan pentundangan yang bersiksi.

  Memperajai untuk memberikan wewentang kapada Komise Remansirasi Persentan untuk memedikan gaji dan terjangan serta fasilkan fasilkan telama selama 2014.

Tangerang, 24 April 2014 PT Lippo Karawars Tbk. Direktai

Sumber: Bisnis Indonesia, Kamis 24 April 2014

# **Investor Relations**

The Company's Investor Relations (IR) Division is committed to communicate regularly with shareholders, investors, and analysts to provide timely and consistent updates on quarterly financial results and corporate activities. Investor Relations maintains a high level interaction with its stakeholders through faceto-face meetings, teleconferences, investor conferences, roadshows, site visits and analyst briefings and public expose. Interviews taken by senior management with key Indonesia print and broadcast media also helped to increase understanding of the Company's strategy and operations.

Investor Relations is committed to providing stakeholders with comprehensive, timely and equal access to information about its activities to enable them to make informed investment decisions. The Company treats all its shareholders fairly and equally and keeps all of its shareholders, and other stakeholders and analysts, around the world informed on a timely and consistent basis, particularly on corporate action activities, particularly changes in the Company or its business which would be likely to materially affect the price or value of its shares.

The Company's web forms a key part of the Company's communication to stakeholders and the broader investment community. A section of the website "Investor Center" is especially dedicated to its stakeholders. Press Releases, investor presentations and quarterly, biannually and full year financial reports are available for review on the corporate website. These documents are published on the Company's corporate website immediately after they have been released to the market. Stakeholders

can also elect to be placed on IR mailing list to receive notifications of corporate information as soon as the information is released to the market.

Briefings and meetings for analysts and the media are held regularly, generally during the public expose held by end of the year. During the public expose, Senior Management reviews the Company's most recent performance and discusses the Company's outlook for the following year.

To communicate effectively with the investment communities, in 2014 the Company's Investor Relations participated in 57 roadshows in Asia, Europe and the US. In addition, the Investor Relations team also attended 95 meetings with analysts, representatives of institutional investors, brokers, fund managers, and investment bankers.

# Investor Relations Roadshows in 2014

No	Date	Event	City/Country
1	8 January	Credit Suisse Asian Real Estate Conference	Hongkong
2	8 January	DBS Vickers Asian Conference	Singapore
3	9 January	BNP Paribas Regional Conference - Property and Financial	Hongkong
4	10 January	RHB-OSK DMG Asean & Hong Kong Corporate Day in Singapore	Singapore
5	10 January	Credit Suisse : 5th Annual ASEAN Conference	Singapore
6	12-16 January	JP Morgan 2014 Healthcare Conference	San Francisco, USA
7	15-16 January	Citi Fixed Income Investor Conference	Hongkong
8	17 January	Daiwa: 1 Day NDR in San Francisco	San Francisco, USA
9	21-24 January	Maybank NDR	San Diego, USA
10	24-26 February	JP Morgan Global Emerging Market Conference	Florida, USA
11	25-26 February	UBS Indonesia Conference	Jakarta, Indonesia
12	3 March	CITI : 2014 Global Property CEO Conference	Florida, USA
13	4 March	CIMB 2nd ANNUAL ASIA PACIFIC LEADERS CONFERENCE	New York, USA
14	4 March	Nomura ASEAN All Access 2014.	Hongkong
15	6-7 March	BAML ASEAN Stars Conference 2014	Singapore
16	24-28 March	17th Credit Suisse Asian Investment Conference (AIC)	Hongkong

# Investor Relations Roadshows in 2014

No	stor Relations Roads.  Date	Event	City/Country
17	1 April	Maybank Kim Eng ASEAN Conference	Singapore
18	2-3 April	JP Morgan Asia Pacific Real Estate Conference	Singapore
19	8 April	Macquarie: Asia Pacific Property Corporate	Hongkong
20	11 April	Deutsche Bank's Indonesian Conference	Tokyo, Japan
21	14-15 April	HSBC Indonesia Discovery Forum	Jakarta, Indonesia
22	28 April -2 May	CLSA NDR	Amsterdam (Netherlands), Paris (France) Edinburgh (Sweden)
23	6-7 May	Macquarie IDX Corporate Days	London, UK
24	8-9 May	Macquarie IDX Corporate Days	New York, USA
25	7-9 May	CLSA Asean Forum 2014	Bangkok (Thailand)
26	13-14 May	Morgan Stanley Fifth Annual Hong Kong Investor Summit	Hongkong
27	15-16 May	Barclays Asia Financial and Property Conference	Hongkong
28	19-21 May	UBS Global Healthcare Conference	New York, USA
29	20-21 May	5th DB Access (22-23 May 2014 Site Visit)	Singapore
30	22 May	GS NDR	Boston, USA
31	27-28 May	Daiwa Investment Conference	New York, USA
32	29-30 May	BAML : Annual Emerging Markets Corporate Conference	Florida, USA
33	2-3 June	Double in 3/Triple in 5 Asia Pacific Emerging Corporate Day 2014 -Stanchart	London, UK
34	3-5 June	CALGEMS	Terrania Resort, USA
35	6 June	Double in 3/Triple in 5 Asia Pacific Emerging Corporate Day 2014 -Stanchart	San Francisco, USA
36	10-12 June	Goldman Sachs: Global Healthcare	Terrania Resort, USA
37	12-13 June	Citi's ASEAN Investor Conference 2014	Singapore
38	19-20 June	Maybank Non-Deal Roadshow	Taipei, Taiwan
39	26-27 June	CITI Asia Pacific Property Conference 2014	Hongkong
40	9-10 July	Morgan Stanley GEMS Conference	New York, USA
41	14 - 15 August	Maybank NDR	Kuala Lumpur, Malaysia
42	21 August	Goldman Sachs Investor Relations Forum	Singapore
43	21-22 August	CIMB 8th Annual Indonesia Conference	Bali, Indonesia
44	26-28 August	Macquarie : Asean Conference	Singapore
45	1-2 September	Mandiri Barclays Conference	London, UK
46	3-4 September	18th Annual JP Morgan : Asia Pacific Equity Conference	Boston, USA
47	18-19 September	CLSA Investor Forum	Hongkong
48	14-15 October	Citi Indonesia Investor Conference 2014	Jakarta, Indonesia
49	30-31 October	J.P. Morgan APAC Treasurers Forum	Singapore
50	6-7 November	Double in 3/Triple in 5 Asia Pacific Emerging Conference	Singapore
51	10-12 November	Macquarie Real Estate Indonesia Conference	Makassar, Indonesia
52	12-13 November	Morgan Stanley Asia Pacific Summit	Singapore
53	19 November	DB Access Indonesia Conference 2014	Jakarta, Indonesia
54	18-19 November	Daiwa Conference	Hongkong
55	20 November	Nomura Annual HY Corporate Day	Hongkong
56	2-3 December	UBS 17th Annual CEO/CFO Global Real Estate Conference	London, UK
57	9 December	Barclays Insights: Investor Relations Forum	Singapore

# **CODE OF CONDUCT**

In line with the rapid growth of property industry and Company's business spread in big cities, secondary cities as well as districts in Indonesia, in addition to the increasing number of employees coming from different culture and background, the Company thinks it is crucial to unite perception and form a strong corporate culture to support a sustainable growth and guard the Company's positive image to progress together.

Since approved by the BoD in August 2014, the Company through Human Capital division has familiarized and distributed the code of conduct of PT Lippo Karawaci Tbk, revised from previous versions and adjusted according to the Company's development ('Code of Conduct').

The Code of Conduct is a foundation for all Company members to act ethically and consists of basic principles referred to the Company;s vision, mission and value. With high standards of ethics and solid internal control, employees including directors can become trusted individuals who make decisions based on professionalism while avoiding conflict of interests between themselves/ groups and the Company.

The Code of Conduct comprises relations between employees, the Company, Customers, Suppliers, Vendors and Consultants, Competitors, Regulators, other Stakeholders as well as Report of Violations or Potential Violations, and is aimed to be a guidance for basic norms, attitudes and actions of employees and directors in performing their duties including in decision

makings to reflect the Company's image and name as well as guidance to ensure uniform and consistent attitudes and actions in implementing daily tasks.

The Code of Conduct must be learned, understood and implemented by all employees, including the BOC for the interest and progress as well reputation of the Company. The BOC puts the Code of Conduct as a main priority to be implemented consistently in daily practices and an integral part of orientation program for new employees.

To inform related parties, the Code of Conduct is available in the Company's site, under the Investor Relation & Governance menu.

# **DISCLOSURE**

# Ownership of Shares in the Company

Each member of the BOC and BOD has declared that no member owns any shares in the Company, apart from Mr. Tanri Abeng who owns 150,000 shares as of 31 December 2014.

# Transactions with Conflict of **Interest, Material Transactions** and Transactions with Affiliated **Parties**

In 2014, the Company involved in none conflict of interest transaction as stipulated in OJK regulation.

The Company involved in several material and affiliated party transactions as follows:

1. On 11 April 2014, Theta Capital Pte. Ltd., a direct and wholly owned subsidiary of the Company ('Theta') issued senior notes of

USD150,000,000 with annual interest of 7.00% maturing in 2022 (Notes 2022). This issuance of Notes 22 is unconditionally and irrevocably guaranted by the Company and certain subsidiaries.

Issuance of Notes 2022 is not material transaction as stated in the Bapepam-LK Regulation No. IX.E.2. point 1.a point 2) Attachment of Bapepam-LK Chairman's Decision No. Kep-413/BL/2009 dated 25 Nopember 2009, on Material Transactions and Changes in Main Business Activities due to transaction value of less than 20% of the Company's equity based on the Company's Financial Report (audited) for the year ending 31 December 2013.

The issuance of Notes 2022 is deemed to be a transaction with affiliated party pursuant to Bapepam-LK Regulation No. IX.E.1 Point 2 letter b number 5 on transaction between Company and Controlled Company whose shares or capital are at least 99% (ninetynine percent) owned or between Controlled Companies whose shares or capital are at least 99% (ninetynine percent) owned by the aforementioned Company, then it must be reported to the OJK at least on the second day after the Transaction took place, among others loan transactions between subsidiaries and transaction of guarantee provisions by the Company or several subsidiaries of the Company in relation to bonds.

To meet requirements stated in the Bapepam-LK regulations, the Company has reported to the OJK

- with the letter No. 056/LK-COS/IV/2014 dated 15 April 2014.
- 2. On 16 September 2014, PT Kalanusa Intan Cemerlang, subsidiary whose own shares are owned indirectly by the Company ('KIC') mandated the Buy and Sell Shares agreement with PT Tunggal Pilar Perkasa, subsidiary whose majority of shares owned by the Company ('TPP') regarding the purchase of 42.5% shares of TPP in PT Anho Biogenesis Prima Indonesia ('ABPI'). KIC and TPP are affiliated parties with the Company. This transaction was made as part of internal restructuring.

The Company's BOD stated that the purchase of ABPI shares owned by TPP by KCI is transaction with affiliated party pursuant to Bapepam-LK Regulation LK No. IX.E.1. but is not deemed to be Material Transaction pursuant to Bapepam-LK Regulation No. IX.E.2.

To comply with the requirements pursuant to the said Bapepam-LK regulations, the Company has reported to the OJK with the letter No. 149/LK-COS/IX/2014 dated 18 September 2014.

# Litigation

The Company faces litigation cases as follows:

# List of Cases of PT lippo Karawaci & Subsidiaries:

 On March 27, 2009, dr Doro Soendoro, dr Liem Kian Hong and dr Hardi Susanto as the plaintiffs filed a lawsuit to PT Siloam International Hospital Tbk (SIH), subsidiary, as defendant regarding the termination of plaintiff's work contract. All claims were declined through decision of District Court West Jakarta No. 147/ Pdt.G/2009/PN.JKT.BAR dated July 23, 2009 however, the plaintiff's claim is granted through the decision of the High Court of Jakarta No.626/ PDT/2009/ PT.DKI date June 29, 2010.

On September 24, 2010, the plaintiffs filed an appeal against the West Jakarta District Court decision to the Supreme Court (SC). Then based on the contents of the Cassation Decision Notice Supreme Court No. 410.K/Pdt/2011.jo No.147/ Pdt.G/2009/PN.Jkt.Bar date August 20, 2013, SC revoked the decision of West Jakarta District Court No.626/ PDT/2009/ PT. DKI and that West Jakarta District Court has no authority to prosecute the case and punish the plaintiff to pay the court costs of Rp500,000.

- As of the Annual Report date, the Plaintiff is applying for a Judicial Review to the Supreme Court.
- On July 9, 2009, Alfonsus Budi Susanto, SE, MA, the plaintiff, filed a lawsuit against SIH, subsidiary, as first defendant and four other defendants in connection with an alleged malpractice suffered by plaintiff. All claims were declined through decision of District Court North Jakarta No. 237/Pdt.G/2009/ PN.Jkt.Ut dated March 11, 2010 and was upheld on May 18, 2011, through the decision of the High Court of Jakarta No. 548/ PDT/2010/PT.DKI. On February

- 23, 2012, the plaintiffs filed an appeal against the decision of the High Court to the Supreme Court. Until the Annual Report date, this case is still in process.
- On October 1, 2012, Wahju Indrawan, the plaintiff, filed a lawsuit No. 71/Pdt.G/2012/PN.JBI to PT Golden First Atlanta (GFA), a subsidiary, as first defendant and two other defendants in connection with malpractice suffered by plaintiff's spouse.

All claims were declined through the decision of Jambi District Court No. 71/Pdt.G/2012/PN.JBI dated July 23, 2013 and was upheld through the decision of the High Court of Jambi No. 63/PDT/2013/PT.JBI. on December 18, 2013. On February 5, 2014, the plaintiff filed appeal to the Supreme Court. Until the Annual Report data, there is not yet a binding legal decision.

On August 8, 2014, Drs. H. Akhmad Haris, filed a lawsuit to the Tangerang District Court No.470/Pdt.G/2014/PN.TNG against SIH, subsidiary, in connection with malpractice suffered by the plaintiff. The lawsuit value filed by the plaintiff amounted to material loss of Rp906,231,000 and non-material loss of Rp500,000,000,000. The management is confident that the non-material loss lawsuit will be denied by the court. Until the Annual Report data, the case is on process in the District Court.

- Based on the Legal Case Register No. 163/Pdt.G/2013/PN.Mks. PT Gowa Makassar Tourism Development Tbk (GMTD), subsidiary, is a Defendant of Convention and Plaintiff of Reconvention on land area of 59,996 sqm located in Maccini Sombala, Ujung Padang. The Plaintiff's claim has been denied by the Makassar District Court through the Decision No. 163/ Pdt.G/2013/PN.Mks dated 23 April 2014. Until the Annual Report date, the case is still in the process of appeal.
- Based on the Legal Case Register No. 207/Pdt.G/2010/PN.Mks Year 2010, GMTD is Intervention Plaintiff on a land area of 60,000 sqm located in Maccini Sombala, Tamale Sub-District, Makassar. Until the Annual Report date, the case is still in the process of Judicial Review at the Supreme Court of the Republic of Indonesia.
- Based on the Legal Case Register No. 265/Pdt.G/2011/PN.Mks, GMTD, a subsidiary, is a Litigant on a land area of 68,929 sqm located in Mattoangin Village, Mariso Subdistrict, Makassar. Until the Annual Report date, the case is still in the process of Judicial Review at the Supreme Court of the Republic of Indonesia.
- Based on the Legal Case Register No. 218/Pdt.G/2013/PN.Mks, GMTD, is a Litigant on a land area of 21,023.17 sqm located in Mariso Subdistrict, jung Padang. Until the Annual Report date, the case is still in the process of appeal.

- Based on the Legal Case Register No. 62/G/2013/PTUN.Mks, GMTD, is a Litigant on a land area of 17,704 sqm located in Tanjung Merdeka Village, Tamalete Subdistrict, Makassar. Until the Annual Report date, the case is still in the process of appeal.
- Based on the Legal Case Register No. 57/G.TUN/2013/P.TUN. Mks Year 2013, GMTD, is a Litigant on a land area of 19,995 sqm located in Maccini Sombala Village, Tamalete Subdistrict, Makassar. Until the Annual Report date, the case is still in the process of appeal.
- Based on the Legal Case Register No. 342/Pdt.G/2014/PN.Mks, GMTD is a Litigant on a land area of 30,376 sqm located in Maccini Sombala Village, Tamalete Subdistrict, Makassar. Until the Annual Report date, the case is still in the Makassar District Court.
- Based on the Legal Case Register No. 293/Pdt.G/2014/PN.Mks, GMTD is a Litigant on a land area of 28,000 sqm located in Tanjung Merdeka Village, Tamalete Subdistrict, Makassar. Until the Annual Report date, the case is still in the Makassar District Court.
  - The Plaintiff has withdrawn the litigation on March 3, 2015.
- Based on the Legal Case Register No. 324/Pdt.G/2014/PN.Mks, GMTD is a Defendant on a land area of 5.80 Ha and 3.40 Ha located in ORK Pattukangan Barombong Village, Tamalete

- Subdistrict, Makassar. Until the Annual Report date, the case is still in the Makassar District Court.
- Based on the Legal Case Register No. 80/G/2014/PTUN.Mks, GMTD is Defendant II on a land area of 12,700 sqm located in Tanjung Merdeka Vilage, Tamalete Subdistrict, Makassar. Until the Annual Report date, the case is still in the Makassar Administrative Court.
- Based on the Legal Case Register No. 318/Pdt.G/2013/PN.Mks, GMTD is Challenged I on a land area of 7,613 sqm located in Tanjung Merdeka Village, Tamalate Subdistrict, Makassar. Until the Annual Report date, the case is still in the Makassar District Court.
- Based on the Legal Case Register No. 312/Pdt.G/2013/PN.Mks, GMTD is a Defendant on a land area of 20,000 sgm located in Tanjung Merdeka Village, Tamalate Subdistrict, Makassar. Until the Annual Report date, the case is still in process of appeal.
- Based on the Legal Case Register No. 318/Pdt.G/2013/PN.Mks, GMTD is Defendant on a land area of 10,000 sqm located in Parambungan Mariso Subdistrict, Makassar. Until the Annual Report date, the case is still in the process of appeal.

- Based on the Legal Case Register No. 218/Pdt.G/2014/PN.Mks. GMTD is a Defendant on a land area of 50,800 sqm located in Pattukangan Barombong Village, Tamalate Subdistrict, Makassar. Until the Annual Report date, there is no appeal from the plaintiff as the losing party.
- Based on the Legal Case Register No. 57/Pdt.G/2014/PN.Mks, No. 58/Pdt.G/2014/PN.Mks and No. 59/Pdt.G/2014/PN.Mks, GMTD is Defendant II on a land area of 60,100 sqm located in Tanjung Merdeka Village, Tamalate Subdistrict, Makassar. Until the Annual Report date, the case is still in the process of appeal.
- Based on the Legal Case Register No. 144/Pdt.G/2014/PN.Mks and No. 145/Pdt.G/2014/ PN.Mks, GMTD is Defendant I on a land area of 18,300 sqm located in Kampong Kaccia/Patukangan Barombong Village, Tamalate Subdistrict, Makassar. Until the Annual Report date, the case is still in the process of appeal.
- Based on the Legal Case Register No. 339/Pdt.G/2013/PN.Mks. GMTD is defendant on a land area of 20,134 sqm located in Tanjung Merdeka Village, Tamalate Subdistrict, Makassar. Until the Annual Report date, the case is still in the process of judicial review.
- Based on the Legal Case Register No. 80/G.TUN/2013/P.TUN. Mks, GMTD is Defendant on a land area of 16,600 sqm located

- in Tanjung Bunga, Mattoangin Village, Mariso Subdistrict, Makassar. Until the Annual Report date, the case is still in the process of judicial review.
- Based on the Legal Case Register No. 64/Pdt.G/2012/PN.Mks, GMTD is Defendant on a land area of 5,633 sqm located in Tanjung Merdeka Village, Tamalate Subdistrict, Makassar. Until the Annual Report date, the case is still in the process of judicial review.
- Based on the Legal Case Register No. 219/Pdt.G/2012/PN.Mks, GMTD is Defendant I on a land area of 600 sqm located in Maccini Sombala Village, Tamalate Subdistrict, Makassar. Until the Annual Report date, the case is still in the process of judicial review.
- Based on the Legal Case Register No. 228/Pdt.G/2013/PN.Mks, GMTD is Defendant on a land area of 7,335 sqm located in Tanjung Merdeka Village, Tamalate Subdistrict, Makassar. Until the Annual Report date, the case is still in the process of appeal.

However the Directors viewed that the claim/lawsuit would not cause a significant impact to the Company's business continuity.

# **Business Risks**

In the normal course of its business, the Company remains exposed to certain risks that may affect the Company's performance. These risks have been identified based on

their potential to significantly impact company performance.

# Risks Related to the Property Business

# 1. Increased Interest Rate Demand for the Company's properties may be affected by this risk factor. An increase in the Country's interest rates has the potential to adversely affect LPKR property developments.

# 2. Property Market Fluctuation

Cyclical in domestic and regional economies directly affect the real estate development industry in Indonesia. The variables that influence the industry include the employment levels, availability of financing, interest rates, and demand for residential, commercial, retail or industrial properties.

# 3. Discontinuation of Current **Projects and Suspension of Planned Projects**

In order to succeed, the Company relies on its expertise in developing, marketing and selling its projects as well as sourcing funds and using them to cover needs in a timely manner. The risks that the Company is exposed to result from delays in obtaining the required permits, availability of raw materials, increasing construction costs, natural calamities, and dependency on third party contractors as well as the risk of decline in market demand during the course of project development.

# 4. The availability of, and interest rates on, financing for potential purchasers of our properties

A number of potential buyers of our residential properties finance their purchases through third-party mortgage financing. In the case of the purchase of a first residential property, Bank Indonesia requires a minimum down payment of 30% of the purchase price of the property. The minimum down payment requirement increases to 40% of the purchase price for the second residential property and to 50% of the purchase price for the third or any subsequent residential property. The changes in this regulation, and the increase in interest rates in Indonesia may potentially impact on a decrease in the demand of property.

# 5. The Risk of Increased Competition in Indonesia's **Property Market**

The Company's future projects face competition from the projects of other developers in terms of location, facilities, support infrastructure, services and price. Increased competition among property developers may result in increased in land acquisition prices causing an oversupply of properties which will then adversely affect the Company's profits.

# 6. The Risk of failure in **Obtaining All Business Permits**

The Company's business units each require separate permits in order to operate. Not acquiring those permits brings a risk of Government sanctions in the form of business closure, fines and even criminal prosecution.

# 7. Dependence on Contracting Agencies

The execution of the Company's residential and commercial development projects is awarded to third party contractors. These projects consist of construction work, piling and foundation, interior design, air conditioning and elevator installation, and landscaping. In general, contractors are paid fixed amounts but if costs exceed the agreed amount, contractors may renegotiate with the Company for a cost adjustment. The Company will then be forced to bear the additional costs in order for the project to be completed. There is also a risk that the contractor may encounter financial difficulties or other challenges which may affect its capability to fulfill its contract. Such an occurrence will cause a delay in the completion of the project or create additional costs that must be met by the Company.

# 8. Development of New Property Construction

New construction projects may face certain challenges, such as stock shortage of raw materials, shortage of quality manpower, technical issues, strikes, litigation, weather, floods and unanticipated increases in project costs. These risks play a significant part in putting a project over budget as well as delaying its completion.

# Risks Related to the Healthcare **Business**

1. The Risk of Rapid **Technological Advances** related to our Medical Equipment

> Our Hospitals use sophisticated and expensive medical equipment to provide services. The equipment often needs to be upgraded frequently, as innovation can rapidly make existing equipment obsolete or unable to provide services that patiens require or demand. If we are unable to keep up with technological advances, our doctors and patiens may turn to other hospitals which have more advanced equipment.

# 2. Inability to Recruit and Maintain Medical Personnel

The operation of the Company's hospital business depends greatly on the capabilities and skills of its doctors and other medical personnel. With the supply of

these professionals being finite, the Company is in constant competition with other hospitals, especially those found in the immediate vicinity, to recruit and maintain doctors and medical personnel. To add to this challenge, country regulations prohibit hospitals from outsourcing medical personnel who do not possess a License to Practice issued by Indonesia's Ministry of Health.

# 3. Malpractice Claims and Litigation

The Company's hospitals may face the risk confronting claims from both medical and legal fronts and action from the authorities stemming from medical services provided by the Company's hospitals. Such claims may adversely affect the reputation of the hospitals as well as the reputations of the doctors who work there.

# 4. Environmental Effluence within the Company's Hospital Business

Operational activities of the Company require the use of certain materials/chemicals, processes or installations that are environmentally regulated or require certain permits.

Such materials/chemicals are part of medical sewage or toxic wastes, which according to the Government's environmental regulation, the Company is required to manage to avoid environmental pollution or public

safety. The Mismanagement of such toxic wastes may result in sanctions such as fines or payments to cover public damage and the surrounding natural resources or properties.

# 5. Emerging External Factors that Affect the Company's Healthcare Business

The Company's healthcare business faces a number of challenges commonly faced by the healthcare industry. Most important is the need to provide quality treatment while managing costs. Aside from this, the healthcare business unit is affected by factors such as:

- (i) Development of technology and drugs that may minimize the need for medical services
- (ii) Demographic changes and
- (iii) Changes in the distribution of medical services or other factors that may increase the cost of medical services.

The Company's revenue from its medical facilities as well as the number of patients that seek treatment is affected by the economy. It is part of a cycle determined by external factors, such as:

- (i) Unemployment rate
- (ii) Weather conditions disease cycles
- (iii) Competition and
- (iv) Patient's decision to undergo medical treatment or procedures.

# Risks Related to the Retail Business

1. Business Crises Affecting the Indonesian Retail Industry

The Company historically develops retail projects and commercial spaces based on strata titles. Now however, the Company develops leased retail and commercial property where the Company still possesses both land and property rights.

The financial performance of the Company's Retail unit is tied closely to the Country's economic condition as well as to its retail property industry. This makes demand for retail and commercial space especially vulnerable to: the weakening of national, regional and local economies; declines in the financial condition of major retail companies; consolidation of the retail sector in Indonesia; oversupply of retail space in certain regions in Indonesia; increase in consumerism through catalogues and the internet; change in the tenants' mode of sales from occupying retail spaces to e-commerce; changes in tax regulations; and changes in government regulations.

# 2. Losing Anchor Tenants

The Company relies on the pulling power of its anchor tenants to help it sell and lease spaces in its malls. Stated simply, if an anchor tenant is lost, a decline in leases or sales will be experienced.

# Risks Related to the Hotel **Industry**

There are a number of factors affecting the hotel industry that are beyond the Company's control. These factors though unrelated to the Company's hotel management may nonetheless create negative perceptions towards the Company's hotels. These factors are:

- Terrorism
- The spread of contagious diseases
- Increase in air ticket prices, travel costs and other occurrences that may reduce the amount of tourists or business travelers
- Increase in competition by other hotels leading to reductions in occupancy and revenue levels
- Increase in costs due to inflation, salary adjustments and other incidentals
- Conditions outside of Indonesia that are not conducive to the country's tourism and business travel atmosphere as well as adverse economic conditions at a national or regional level.
- Changes in government regulations that may affect the permits needed to operate the Company's hotels
- Negative effects of a hotel industry crisis.

# Financial Risk

The main financial risks faced by the Company are credit, foreign exchange rate, interest rate, liquidity and price risks. Focus on managing these risks has been considerably increased because of the considerable changes and volatility of the Indonesian as well as the international markets.

# 1. Credit Risk

The Company runs a risk of incurring losses when customers, clients or counter parties fail to fulfill their contractual obligations. The Company manages this particular risk by limiting the amount of exposure for each customer and by dealing only with banks and financial institutions that are reputable and creditworthy.

# 2. Foreign Exchange Rate Fluctuation Risk

Rupiah exchange rate fluctuations are something that the Company is constantly exposed to and the resulting profit or loss from these discrepancies will reflect in the Company's net profit. This is evident in the preparation of the Company's consolidated financial statements, where the financial statements of Lippo Karawaci's offshore subsidiaries must first be converted to Rupiah. The inevitable fluctuation in exchange rates may result in a negative implication of the Company's financial condition and operational output. Management of this risk is being done through several derivative agreements with third parties.

# 3. Interest Rate Risk

Interest rate changes pose a risk to the Company because of its loans that have floating interest rates. This risk is managed through a combination of loans with fixed and floating interest rates as well as through constant monitoring of interest rate movements in order to minimize negative effects to the Company. As of 31 December 2013, 100% of the Company's loans have fixed interest rates.

# 4. Liquidity Risk

The cash flow position of the Company determines its liquidity. Therefore, liquidity risk is the insufficiency of short-term revenue to cover short-term expenditure. To combat this, the Company always maintains an adequate cash and cash equivalents to cover the Company's normal operations. It also evaluates regularly the projected and actual cash flow and maturity dates of financial assets and liabilities.

# 5. Price Risk

The Company's exposure to price risks is due to their investments in AFS classified financial assets. This risk stems from the fluctuation in the value of financial instruments from changing market prices. To manage this risk, the Company and its subsidiaries continuously monitor global market developments and regularly evaluate the financial performance and market price of their investments.

# Other Risks

# 1. Unavailability of Funding

In order to cover the capital needed for business operations as well as for expansion, the Company requires external funding. The Company's ability to procure funds from outside sources is influenced by economic conditions, capital markets, interest rates, availability of funds from banks or other creditors, Bank Indonesia's policies in terms of distribution of credit to the property sector and other factors.

# 2. Dependency on the Regional Governments in Renewing the Company's Agreements

In some cases, the continuity of the Company's agreements is dependent on renewals issued by regional governments. For example, The Aryaduta Hotel Pekanbaru is operated by the Company under a BOT (build, operate and transfer) agreement in accordance with the Cooperation Agreement No. 55 dated 17 September 1993 between the Company and the Regional

Government. The BOT agreement gives the Company rights to build and operate the hotel, but not to own the land. The BOT agreement's term is 25 years, with an option for a 10-year renewal but there is no guarantee that the Regional Government will approve the renewal of the agreement.

# 3. Additional Expenses Relating to Environmental Problems

Environmental laws and policies must be followed by all and Lippo Karawaci is no exception. The Company is required to monitor and dispose of its toxic wastes properly all the while bearing the cost of this endeavor which is quite significant. Non-compliance with this directive may lead to hefty fines, litigation and other sanctions.

The Company prepared various strategic measures to reduce the impact of the risks of performace as well as sustainability of the Company. Among the strategies are the asset light and capital-recycling strategies, the landbank for the next 10 year development period, a relatively large funding requirement, recurring business development in order to balance the fluctuating property market and the strategy to benefit from hedging to reduce the exchange rate fluctuations.

# **Audit Committee** REPORT

Lippo Karawaci, March 2015

The Board of Commissioners PT Lippo Karawaci Tbk 7 Palem Raya Boulevard Menara Matahari Lt. 22 Lippo Karawaci Central Tangerang 15811

Dear Commissioners.

# Re: 2014 Audit Committee Report

In compliance with the requirement stipulated in the Decree of the Chairman of the Capital Market Supervisory Board No. KEP-29/PM/2004 regarding the Establishment and Operational Guidance of the Audit Committee and the Decision of the Board of Directors of PT Bursa Efek Jakarta No. Kep-305/BEJ/07/2004 on July 19, 2004, regarding the Listing of Stocks and Equities Other than Stocks issued by Listed Companies, we as the Audit Committee of PT Lippo Karawaci Tbk ('the Company') hereby render the Audit Committee Report of activities held during 2014.

The main activities conducted by the Audit Committee during 2014 are among others:

- 1. Reviewed the independency and objectivity of the Company's external auditor in performing the audit of the Consolidated Financial Report of the Company and its subsidiaries for the period ending 31 December 2014, as appointed by the Board of Commissioners of the Company under the authority granted to them by stakeholders during the Annual General Shareholder Meeting held in April 23, 2014, Public Accountant Firm Aryanto Amir Jusuf Mawar & Saptoto.
- Reviewed the qualitative aspects and the integrity in the implementation of accounting, audit and reporting.
- 3. Reviewed the business and risk management process and its compliance to the prevailing law and regulation.
- Discussed with the Internal Auditor related to its work plan and focused objectives, implementation, and result of internal control system in 2014 and also the examination by Internal Auditor in 2014.
- 5. Discussed with the Company's management related to:
  - quarterly financial statement
  - business strategy and work plan as well as budget of 2014
  - internal control system
  - compliance with the law and regulation
  - risk management process
- Discussed with the External Auditor relating to findings and result of audit
- Reported the result of the audit committee's meeting to the Board of Commissioner.

To fulfill the obligation to disclose the report of the Audit Committee's review in the Company's 2014 Annual Report, we hereby state that to the best of our knowledge the Company's Financial Statements were prepared in accordance with the generally accepted accounting principles in Indonesia.

The Audit Committee duly submits this report.

Yours sincerely,

Prof. Dr. Muladi, SH

Chairman

Member

Achmad Kurniadi

Member

# Prof. Dr. Muladi, SH

Chairman

Mr. Muladi, 71, is an expert in the field of law. His career in government includes the Minister of Justice, Secretary of State, and Chief Justice. This former rector of the Universitas Diponegoro (Undip), Semarang, has a Justitia Law Firm which he established in 2011. He became an independent commissioner at several companies including PT First Media Tbk and PT Siloam International Hospitals Tbk, and President Commissioner of PT Multipolar Technology Tbk, Senior Advisor of Lippo Group, Commissioner of PT Mulia Argo Perkasa, Surabaya and Founder & Chairman of Justitia Law Firm, Jakarta. Mr. Muladi earned his Law Degree from Universitas Diponegoro and his Doctoral Degree in Law from the Graduate School of Law, the University of Padjadjaran, Bandung with a Cumlaude.



### Herbudianto

Member

Mr. Herbudianto, 58, was a career government official. He worked at the Capital Market and Financial Institutions Supervisory Agency (Bapepam-LK) as part of Indonesia's Ministry of Finance, for 27 years between 1985 and 2012. His last position was the division head for evaluation of non-financial services firms, in charge of analyzing non-finance firms and reviewing capital market regulations. After retiring, he became members of audit committees and independent commissioners in several companies. Currently he is a member of Audit Committee of PT Wismilak Inti Makmur Tbk, Audit Committee of PT Soechi Lines Tbk, Independent Commissioner of PT Lippo Securities Tbk, Audit Committee of PT Bekasi Fajar Industrial Estate Tbk, Audit Committee of PT Supra Boga Lestari Tbk, Independent Commissioner of PT Sarana Mediatama and associate partner at PT Eagle Capital. Mr. Herbudianto has a bachelor degree in accounting from Gadjah Mada University.



# **Achmad Kurniadi**

Member

Mr. Achmad Kurniadi, 60, has extensive experience in government. His entire career is dedicated to manage and promote Indonesia's investment as part of the country's Investment Coordinating Board (BKPM) where he was the Vice Chairman of Investment Coordination. He began his career at BKPM in 1980 and actively participated in many seminars and discussions in Indonesia and overseas to promote investment into Indonesia. It was during his stint that Indonesia saw a substantial increase in foreign investment flowing into the country. Mr. Kurniadi has also been assigned to represent Indonesia in South Korea and Taiwan. He holds a Master of Business Administration from the Yonsei University Graduate School of International Studies, South Korea.



# Remuneration Committee REPORT

Lippo Karawaci, March 2015

The Board of Commissioners PT Lippo Karawaci Tbk 7 Palem Raya Boulevard Menara Matahari Lt. 22 Lippo Karawaci Central Tangerang 15811

Dear Commissioners.

# Re: 2014 Remuneration Committee Report

The establishment of the Remuneration Committee is part of the implementation of Good Corporate Governance in providing a competitive remuneration package. The Remuneration Committee was established to assist the Board of Commissioners in performing its duties to determine the remuneration system and its implementation for the members of the Board of Commissioners and Directors.

The composition of the Remuneration Committee of PT Lippo Karawaci Tbk. ('Committee') is as follows:

Chairman: Theo L. Sambuaga Member : Farid Harianto : Jonathan L. Parapak Member Member : Viven G. Sitiabudi

Responsibilities and duties of the Committee are as follows:

- 1. To conduct a formal meeting at least once a year.
- 2. To ensure an adequate remuneration system and to determine the remuneration for the Board of Commissioners and Directors of PT Lippo Karawaci Tbk, including the reward and fringe benefits if applicable, for the members of the Board of Commissioners as well as the salary, bonus and parting package (in case of retirement or resignation) for the Board of Directors.
- 3. Resolutions are made by 3 votes out of 4, in a Committee meeting or by a circular letter. In the absence of a Committee member, the Chairman of the Committee (or two other Committee members if the Chairman is absent) shall ask the President Director, or another Director appointed by the President Director, to fill-in on the vacant position temporarily until the respective Committee member can resume his function, or until a new Committee member has been appointed by the Board of Commissioners.

The Remuneration Committee prepares the remuneration budget for the Board of Commissioners and Directors based on the Company's performance and contribution of members, which reflect the performance of the Board of Commissioners and Directors.

The Remuneration Committee held a meeting on 25 August 2014 to determine the budget allocation for reward and fringe benefits for the Board of Commissioners as well as the salaries and other benefits for the Board of Directors. The gross remuneration for the Board of Commissioners and Directors of the Company in 2014 amounted to Rp65,178,996,257,- (Sixty-five billion, one hundred and seventy-eight million, nine hundred and ninety-six thousand, two hundred and fifty-seven) Rupiahs.

Yours sincerely,

Theo L. Sambuaga

Chairman

Member

Jonathan L. Parapak Member

Viven G. Sitiabudi Member

# Theo L. Sambuaga

Chairman

Mr. Theo L. Sambuaga, 65, has wide experience in politics that enables him to understand the socio-economic conditions of Indonesia for his role as President Commissioner of PT Lippo Karawaci Tbk. Since 1982 he has been actively involved in the country's politics. As a former Minister of Housing and Minister of Labour, Mr. Sambuaga has given valuable contribution to the success of the Company's property development projects. He concurrently serves as President of Lippo Group, President Commissioner of PT First Media Tbk, President Commissioner of PT Multipolar Tbk, President of Berita Satu Media Holding, Vice President Commissioner of PT Matahari Putra Prima Tbk and Commissioner of PT Siloam International Hospitals Tbk. He earned his Bachelor's degree in Social Science and Political Science from the University of Indonesia and his Master of International Public Policy from the School of International Studies, Johns Hopkins University, USA.

# Farid Harianto

Member

Mr. Farid Harianto, 62, is an expert in economics. He was a Special Staff to the Vice President of the Republic of Indonesia and an advisor to the Governor of Bank Indonesia. He is currently as an Independent Commissioner at several listed companies including PT Sepatu BATA Tbk, PT Unggul Indah Cahaya Tbk, PT Toba Bara Sejahtera, PT Siloam Hospitals International Hospitals Tbk and as member of Risk Oversight Committee at Bank International Indonesia Tbk.

Over the past thirty years, Mr. Harianto's professional career has encompassed the academics, the public as well as private sectors. He served as an advisor for many leading companies in Indonesia, and for various international organizations including FIAS/ the World Bank, ADB, CIDA, and IDRC. He was the CEO of the Credit Rating Company Indonesia (1995-1998) and was then appointed as the Deputy Chairman of the Indonesian Bank Restructuring Agency (IBRA; 1998-2000). During his tenure at IBRA,he spearheaded the consolidation (closing, merging and recapitalization) of the banking sector and the negotiation and settlement with banks' controlling shareholders resulting in billions of dollars of Assets being transferred to IBRA. He earned his Masters and PhD (with distinction) from the University of Pennsylvaniathe Wharton School in applied

economics and managerial science.

# Jonathan L. Parapak

Member

Mr. Jonathan L. Parapak, 72, has broad and extensive experience in large private and stateowned enterprises. His former positions include, among others, President Director of PT Indosat, Secretary-General of the Department of Tourism, Post and Telecommunication, and a member of the People's Consultative Assembly. In addition to his current position as Commissioner of Lippo Karawaci, he is also a Commissioner of PT AsiaNet and PT Broadband Multimedia, as well as being a Commissioner of several companies within the Lippo Group, including PT Multipolar Tbk and PT Matahari Putra Prima Tbk.

Mr. Parapak earned his Bachelor of Engineering and Master of Engineering Science degree from the University of Tasmania, Australia.

# Viven G. Sitiabudi

Member

Mrs. Viven Gouw Sitiabudi, 59, has extensive experience in computer science, insurance, and property. Her brilliant record was noticed to have brought Lippo Karawaci forward. She concurrently serves as Executive Director of Lippo Malls Indonesia Retail Trust Management Ltd. As one of the pioneers of PT Lippo Life Insurance, Mrs. Sitiabudi successfully directed the company into becoming one of the largest life insurance companies in Indonesia, which has now gone public. She earned her Bachelor Degree in Computer Science and Statistics from the University of New South Wales, Australia.









# Internal Audit **REPORT**

Lippo Karawaci, March 2015

Audit Committee PT Lippo Karawaci Tbk. u.p. Prof. DR. H. Muladi, SH as Chairman of Audit Committee PT Lippo Karawaci Tbk.

CC: President Director PT Lippo Karawaci Tbk. u.p. Ketut Budi Wijaya

Dear Sir.

We have finished the internal examination of PT Lippo Karawaci Tbk. and subsidiaries (Company) for the year ended December 31, 2014. The internal examination was aimed to study and evaluate as well as testing the implementation of management supervision to the Company's business activities.

The Internal Examination was conducted in accordance with the Charter of Company's Internal Audit Unit by implementing risk-based assessment through internal examination proses, evidence tests, interviews, and follow-ups on existing compliances.

In 2014 there were 144 examinations which covered 82 business units. The findings are categorized based on risk as follows:

High risk: Crucial findings that need immediate attention from the management to prevent main risks such as fraud, violation to

regulations and laws, deviation of financial reports that significantly affect the loss of company's main assets. There were 845 high-risk findings, in 82 business units, related to 1 finding in fraud in sales, 2 findings in misappropriation of operational cash and manipulation of salary data, 471 findings on disobedience of SOP, 21 findings related to the completeness of license administrations, and 149 findings on maintenance and supervision of company's physical assets, as well as 201 findings on

financial data administrations.

Middle risk: Findings that need attention and fix from the management in appropriate timing to prevent potential risks.

There were 1056 risks in the middle risk category, especially related to lack of support in report system, no or delayed bank

reconciliation, delay in downpayment, difference in stock opname, and delay in realized downpayment.

Low risk: Findings due to violation of internal control that does not cause material losses to the company.

> There were 699 findings this category, particularly related to incomplete documents of internal reports, unsophisticated organizational structure, delay in warning letter distributions, delay in signing internal documents, and difference in cash

The internal findings also covered study of consolidated quarterly and annual financial reports of the company ending on 31 December 2014. For the study of the financial reports, there is not any findings need to be disclosed.

All findings have been submitted to the management and related parties and have received positive responses by feedback in form of corrective actions as follow-ups. As part of the audit process, we will make assessments for follow-up corrective actions.

Thus we submit the internal audit report for the year ending on 31 December 2014.

PT Lippo Karawaci Tbk.

Arthur Felix Kalesaran

Chief of Internal Audit



**Arthur Felix Kalesaran** 

Chief of Internal Audit

Mr. Arthur Felix Kalesaran has been serving as Chief of Internal Audit of PT Lippo Karawaci since April 2012.

Mr. Kalesaran had a professional career in IT, Accounting, and Auditing in several companies before joining as VP of Security Guard in PT Artha Prima Sarana, a subsidiary of PT Lippo Karawaci Tbk in 1999. In 2000 he served as Director of PT Lippo Karawaci Tbk until 2003. After that Mr. Kalesaran successively held various key positions in the Company and its subsidiaries.

Mr. Kalesaran has a degree in Accounting from the Faculty of Economics, Padjadjaran University, Bandung. He also attended a specialized training for Internal Audit Head at Pusat Pengembangan Akuntansi dan Keuangan (PPAK) in 2013 and graduated with Internal Audit Professional title.

# **CORPORATE** SOCIAL SOCIAL RESPONSIBILITY

The focus of Lippo Karawaci's corporate social responsibility lays on three sectors: education, public health, and environmental awareness.

The corporate social responsibility activities of Lippo Karawaci are focused on three pillars: education, public health, and environmental awareness.

Lippo Karawaci has a vision to transform lives, particularly through environmentally friendly, high quality, and sustainable business activities. This corporate focus is aligned with the definition of Corporate Social Responsibilities (CSR) stipulated in article 1 paragraph 3 of Law No. 40/2007 on Limited Liability Company which states a commitment by a company to actively participate in sustainable economic development in order to improve the quality of life and environment for the benefit of the Company, local community, and society at large.

Based on the Corporate vision, since its inception the Company has implemented CSR activities, either organized by the Company directly or through its subsidiaries, as well as in cooperation with other companies operating under a similar vision. This approach allows all companies involved to optimize their resources in order to collectively undertake CSR activities together.

Lippo Karawaci's CSR activities are focused on three sectors: education, public health, and environmental awareness, with special attention to crisis arising throughout the country, particularly natural disasters which impact the people's lives. These three pillars are interrelated with the objective to improve the quality of life and prosperity of the nation in general.





# ASSISTANCE FOR STUDENTS AND CHILDREN

Education is a key success factor to support the young generation in reaching a brighter future. Unfortunately, not all children have equal access and opportunity for good education to reach their dreams. The Company realizes that not all children have the benefit to experience a good quality of life. Some even don't have the chance to meet their parents.

Since 2011 Lippo Karawaci has cooperated with several other companies operating under a similar vision to regularly provide assistance for students and orphans in form of cash or other things, to ensure they receive proper education and better quality of life. In 2014, the Company's CRS activities in this area include:

Organizing Student Fun Workshop under the theme "Go Green" in Ekalokasari Plaza, Bogor, with participants from Greenpeace Indonesia and local elementary school students in Bogor.

- Donations for schools in cooperation with HIMPAUDI, a foundation based in West Bekasi focusing on pre-school education which operates 31 schools. There are approximately 500 children under the guidance of this foundation.
- During Ramadan, the Company provided cash and breakfasting voucher for 50 children and poor families living around Grand Mall Bekasi. The Company also provided donations for orphans living in orphanages near Ekalokasari Plaza, Bogor. In Lippo Plaza Medan, a breakfasting with 100 orphans was held.
- Holding a breakfast event with Santa Claus in front of Malang Town Square by inviting elementary school students and visitors.
- Giving 204 pairs of shoes and socks to three orphanages in Bandung as part of Bandung's 204th anniversary.
- Since 2011 the Company in cooperation with several other

companies operating under a similar vision has regularly provided financial assistance for outstanding students (BMB program) in public universities across the nation. For 2014, the distributed BMB amounted to Rp1.5 billion, given to 10 public universities as follows: Universitas Bengkulu, Universitas Lampung, Universitas Gadjah Mada, Universitas Negeri Jakarta, Institut Teknologi Bandung, Universitas Palangka Raya, Institut Teknologi Kalimantan, Politeknik Negeri Kupang, Universitas Negeri Makassar, and Politeknik Negeri Nusa Utara.

Those activities are testament that the Company cares about the Indonesian people. Lippo Karawaci truly believes that quality human resources will provide significant contribution to the quality of life and prosperity of the nation at large.

# IMPROVING THE QUALITY OF PUBLIC HEALTH **SERVICES**

The Company aims to increase the quality of public health services nationwide by managing hospitals with international standards in many locations, even remote areas, and investing in the most sophisticated medical equipment.

As of December 31, 2014, the Company's subsidiary, PT Siloam Hospitals International Tbk, operated 20 hospitals with total capacity of 4,791 beds, 1,800 doctors (including specialists), and 7,000 nurses and health professionals.

Lippo Karawaci is not solely aiming to generate revenue from the hospitals, but they are built to serve the local communities to be able to access quality and affordable primary and secondary healthcare.





Through Siloam Hospitals, the Company also conducts CSR activities regularly to provide more healthcare access to the society regardless of their economic background, in collaboration with the Government and social organizations operating nearby the hospitals.

In 2014, the hospitals were involved CSR activities as follows:

- Organizing free healthcare services for the community, tenants, and visitors of Grand Mal Bekasi.
- Providing social services for the victims of eruptions in Gunung Kelud and Gunung Sinabung, as well as for residents of Kramat Jati, East Jakarta, who were affected by floods in cooperation with Government agencies and social organizations.
- Organizing blood transfusions activities in Lippo malls nationwide.

# PRIORITIZING ENVIRONMENTAL CARE

Lippo Karawaci always promotes environmental care in developing its properties. The Company continuously implements eco-friendly concept by integrating existing green space with best facilities. As an example in Lippo Village, about 21% of the total land area is allocated for green space, with more than 56,850 trees planted to anticipate the impact of climate change and rising temperature and air pollution.

Lippo Karawaci also constructs
Water Treatment Plant and Sewage
Treatment Plant to recycle water into
drinking water and irrigation needs.
The development of the Company's
townships incorporates flood
prevention measures in the blueprint.
For example, the golf court in Lippo
Village is strategically placed in order
to absorb rainwater naturally into the
groundwater system. Kemang Village
also has a wet detention basin with a
capacity of 90,000 cubic meters of
rainwater.

The development of townships also open up work opportunities for the surrounding communities. The Company's main townships provide employment for more than 45,000 workers, whereas the free-pollution light industrial independent city of Lippo Cikarang offers jobs to more than 400,000 workers. The Company's business units which operate 40 malls and 8 hotels across Indonesia also absorbs significant number of workforce.

These new employment opportunities provide benefits for the local community and workers to attain a better quality of life. The Company prides itself to be involved in creating jobs for the people of Indonesia.

# 90% CORPORATE DATA 80% 0% 100% 0% 40%



# Profile of the **BOARD OF COMMISSIONERS**

# Theo L. Sambuaga President Commissioner

Mr. Theo L. Sambuaga, 65, has wide experience in politics that enables him to understand the socio-economic conditions of Indonesia for his role as President Commissioner of PT Lippo Karawaci Tbk. Since 1982 he has been actively involved in the country's politics. As a former Minister of Housing and Minister of Labour, Mr. Sambuaga has given valuable contribution to the success of the Company's property development projects. He concurrently serves as President of Lippo Group, President Commissioner of PT First Media Tbk, President Commissioner of PT Multipolar Tbk, President of Berita Satu Media Holding, Vice President Commissioner of PT Matahari Putra Prima Tbk and Commissioner of PT Siloam International Hospitals Tbk. He earned his Bachelor's degree in Social Science and Political Science from the University of Indonesia and his Master of International Public Policy from the School of International Studies, Johns Hopkins University, USA.



# Surjadi Soedirdja

Vice President Commissioner and Independent Commissioner

Mr. Surjadi Soedirdja, 76, began his career in the Indonesian military and has held various key positions in the government including the Governor of Jakarta, Coordinating Minister for Political, Social and Security, and the Minister of State Affairs. His experience has gained him extensive knowledge on urban development. The former general now also serves as Chairman of the Board of Trustees of the Putra Mama Foundation (Providers of Scholarship to College Students from Aceh and Ambon), the Advisory Board of Directors of PT Krakatau Steel, Chairman of the Board of Trustees of Tirtayasa Banten Foundation, Chairman of the Board of Trustees of the State University of Sultan Ageng Tirtayasa Banten, and Chairman of the Board of Trustees of Jati Diri Foundation.



Agum Gumelar Independent Commissioner

Mr. Agum Gumelar, 69, is a well respected figure. The former military general has over 30 years of experience managing large scale organizations and was engaged in complex operations. His career in the government includes the Minister of Transportation and Coordinating Minister for Political, Social and Security Affairs. In addition, he is also active in various sports activities such as Chairman of Persija Timur, Indonesia Football Association, and the National Sports Committee of Indonesia. Since 2002, he has served as Chairman of the Alumni Association of Defense. Mr. Gumelar earned his Degree in Master of Science in Management from American World University, USA.



# Tanri Abeng Independent Commissioner

Mr. Tanri Abeng, 73, has extensive experience in both the private sector and governments. Starting his career in a multinational company, he has served as Commissioner of the Jakarta Stock Exchange, the State Minister of SOEs, and members of the Indonesian Consultative Assembly. His career in private companies includes President Director of PT Multi Bintang Indonesia and PT Bakrie & Brothers. Mr Abeng continues to be productive and now serves as the Executive Chairman Center for Global Leadership, co-chairman of the Indonesia-Malaysia Trade Office, Commissioner of PT Alcatel Lucant, Independent Commissioner of PT Gowa Makassar Tourism Development, Commissioner of PT Tason Putra Mandiri and International Advisory Panel of WIEF Foundation. Mr. Abeng earned his MBA from the State University of New York at Buffalo, New York, USA, and completed the Advanced Management Program at Claremont Graduate School, Los Angeles, USA.



# Profile of the **BOARD OF COMMISSIONERS**

# Farid Harianto

Independent Commissioner

Mr. Farid Harianto, 62, is an expert in economics. He was a Special Staff to the Vice President of the Republic of Indonesia and an advisor to the Governor of Bank Indonesia. He currently is as an Independent Commissioner at several listed companies including PT Sepatu BATA Tbk, PT Unggul Indah Cahaya Tbk, PT Toba Bara Sejahtera, PT Siloam Hospitals International Hospitals Tbk and as member of Risk Oversight Committee at Bank International Indonesia Tbk. Over the past thirty years, Mr. Harianto's professional career has encompassed the academics, the public as well as private sectors. He served as an advisor for many leading companies in Indonesia, and for various international organizations including FIAS/the World Bank, ADB, CIDA, and IDRC. He was the CEO of the Credit Rating Company Indonesia (1995-1998) and was then appointed as the Deputy Chairman of the Indonesian Bank Restructuring Agency (IBRA; 1998-2000). During his tenure at IBRA,he spearheaded the consolidation (closing, merging and recapitalization) of the banking sector and the negotiation and settlement with banks' controlling shareholders resulting in billions of dollars of Assets being transferred to IBRA. He earned his Masters and PhD (with distinction) from the University of Pennsylvania-the Wharton School in applied economics and managerial science.



# Prof. Dr. Muladi, SH

Independent Commissioner

Mr. Muladi, 71, is an expert in the field of law. His career in government includes the Minister of Justice, Secretary of State, and Chief Justice. This former rector of the Universitas Diponegoro (Undip), Semarang, has a Justitia Law Firm which he established in 2011. He became an independent commissioner at several companies including PT First Media Tbk and PT Siloam International Hospitals Tbk, and President Commissioner of PT Multipolar Technology Tbk, Senior Advisor of Lippo Group, Commissioner of PT Mulia Argo Perkasa, Surabaya and Founder & Chairman of Justitia Law Firm, Jakarta. Mr. Muladi earned his Law Degree from Universitas Diponegoro and his Doctoral Degree in Law from the Graduate School of Law, the University of Padjadjaran, Bandung with a Cumlaude.



# Sutiyoso

Independent Commissioner

Sutiyoso, 70, is the former Jakarta governor for 10 years. He is a highly respected general who is most known for his breakthrough in introducing the busway concept in the capital which has partially solved the traffic problem. He has a glittering career in the Army, holding many positions including the vice commander of the Special Forces Command (Kopassus) and the commander of the Jakarta Military Command (Kodam Jaya). His position as the commander of Kodam Jaya allowed him to have discussions with respected figures in Jakarta in regards to security issues. This paved his way to become the governor of Jakarta. Sutiyoso is also actively involved in politics with his party the Indonesian Justice and Unity Party (PKPI).



# Viven G. Sitiabudi

Commissioner

Mrs. Viven Gouw Sitiabudi, 59, has extensive experience in computer science, insurance, and property. Her brilliant record was noticed to have brought Lippo Karawaci forward. She concurrently serves as Executive Director of Lippo Malls Indonesia Retail Trust Management Ltd. As one of the pioneers of PT Lippo Life Insurance, Mrs. Sitiabudi successfully directed the company into becoming one of the largest life insurance companies in Indonesia, which has now gone public. She earned her Bachelor Degree in Computer Science and Statistics from the University of New South Wales, Australia.



# Benny Haryanto Djie

Commissioner

Mr. Benny Haryanto Djie, 54, possessed more than 20 years of experience in the financial industry. The graduate of Masters of Business Administration at Washburn University, Kansas, started his career in banking, from PT Bank Danamon Indonesia, Standard Chartered Bank, to Deutsche Bank AG. After the 1997-1998 Asian financial crisis, he was appointed as President Director of Indonesian Central Securities Dopsitory from 1998 until 2002. Mr. Djie has also worked for several securities including PT Lippo Securities, PT Ciptadana Capital and PT Equator Capital.



# Profile of the **BOARD OF DIRECTORS**

# Ketut Budi Wijaya

President Director

Mr. Ketut Budi Wijaya, 59, is a professional with expertise and competence in accounting and corporate finance and a wealth of experience in various aspects of business, which he gained from his previous key positions at Lippo Group including PT Matahari Putra Prima Tbk, PT Multipolar Tbk, and PT Bank Lippo Tbk. His extensive experience enables him to give valuable contribution and lead the Company toward better direction. He is concurrently the President Commissioner of PT Siloam International Hospitals Tbk, President Commissioner of PT Gowa Makassar Tourism Development Tbk, President Commissioner of PT Lippo Cikarang Tbk and Commissioner of PT Multifiling Mitra Indonesia Tbk. He is also the Non-Executive Director in Bowsprit Capital Corporation Limited, Singapore.

Prior to joining Lippo Karawaci, he was entrusted to hold key positions at multinational companies that include PT Bridgestone Tire Indonesia and at Darmawan Public Accounting Firm & Co.

Mr. Ketut Budi Wijaya completed his study in Sekolah Tinggi Ekonomi Indonesia in 1982.



# Tjokro Libianto

Director

Mr. Tjokro Libianto, 55, has deep knowledge about various aspects of regulations on land development requirements. His extensive experience in this specialized field has enabled him to provide accurate view and contribute much to the success of the Company's area development. He plays a key role during negotiations made with other parties related to the Company's plan to acquire land and is expected to continue this role in the future. Prior to joining Lippo Karawaci he had assumed several key positions that have sharpened his managerial skills so he is capable of performing his current tasks. His previous positions include Manager of Administration and Finance at PT Dwi Satya Utama Surabaya, and an equal level position at PT Tifa Finance and PT Tifa Securities.

Mr. Libianto earned his Bachelor's Degree in Accounting from the University of Brawijaya, Malang.



# Stephen Choo Kooi Yoon

Director

Mr. Stephen Choo Kooi Yoon, 65, was appointed as a member of the Board of Directors in 2014. His 40 years of experience in Engineering, Procurement and Construction covers a vast range of fields - industrial, commercial, Residential property & townships and land infrastructural development, coastal & reclamation projects, ports and marine installations, oil & gas and chemical plants, worked in planning & development of industrial estates & airports for governments, experienced in turnkey contracting in water treatment, power stations and oil & gas pipelines in Singapore, Malaysia, India, Pakistan, Saudi Arabia, Vietnam, Thailand, Phillipines and China.

Previously, he was Executive Director of Lippo Karawaci overseeing strategic landbank, city development and management of large-scale integrated developments that include hospitals, shopping malls, residences, hotels, theaters, schools and talent management.

Stephen is a registered professional engineer of the Engineering Council, UK. He is also a member of ICE, ASCE, ISSFME, IES, IEM & TD & I; he holds a license to work as a professional engineer in Singapore and Malaysia in the area of Civil and Structural and is a professional engineer in the area of geotechnical engineering in Singapore.



# Ninik Prajitno

Director

Ms. Ninik Prajitno, 50, was appointed as the Company's Director in 2014 and has very broad understanding Lippo Karawaci's business with her long engagement in a series of the Company's project development and management when she served as Chief of Staff to CEO and the Chief of Marketing of strata malls. Prior to her appointment as the Company's Director she was Chief Financial Officer (CFO) of Lippo Homes, which is the Company's special division of Residential and Urban Development. Her other knowledge that supports her task includes banking and finance which she gained while serving as Director of Consumer Banking of PT Bank Lippo Tbk and as Director of PT Lippo Merchants Finance Director.

Ms. Ninik earned her Bachelor of Arts Degree from the University of Washington, Seattle, USA.



# Rahmawaty

Director

Ms. Rahmawaty, 51, built her career in finance when she served as an auditor at Prasetio, Utomo & Co. from 1987 to 1996. Her extensive experience in finance later earned her the trust to assume the President Director postion at PT Lippo Land Development Tbk in 1996, which she concurrently held later as she was appointed as Commissioner of PT Lippo Cikarang Tbk for the period of 1997 - 1999. In 2002, she has also served as Vice President Director of Bank Lippo.

Ms. Rahmawaty earned her degree in Economics from the Faculty of Economics, University of Economics, Trisakti in 1988.



# Jenny Kuistono

Independent Director

Ms. Jenny Kuistono, 52, has served as Lippo Karawaci's Corporate Secretary since 2004. She was given the trust to assume this strategic position for her broad and deep knowledge of regulations and matters related to compliance required by the Company as a public entity, which she gained during her time serving at several leading companies in Indonesia. Her previous key positions include President Director and later Commissioner of PT Sharestar Indonesia, General Manager of PT Jasa Century Permai Nusantara (JCPenny) and Director of PT Multipolar Tbk until July 2004.

Ms. Kuistono graduated from Trisakti University with a degree in Electrical Engineering.



# Profile of **SENIOR EXECUTIVES**

# Corporate

# Mark Wong

Mr. Mark Wong, 69, has extensive experience in Indonesian financial market with more than 30 years of experience here. He first came to Indonesia in early 1970s when he was assigned as a representative of Singaporean fifth largest bank at the time. The visit led him to an ADB study which became the foundation of Indonesian Capital Market where he also provided assistance in the establishment of two securities firms in the country. His other role in Indonesian capital market was to prepare the development of AMVI (Indonesian Venture Capital Association) and APVCA (Asia Pacific Venture Capital Alliance), where he is now one of the directors. Prior to joining Lippo Karawaci, Mr. Wong has contributed in several mergers and acquisitions as well as financial consultation. Out of his activities in business community and public service, he is also active as an organizer of the International Business Chamber and Singapore Chamber of Commerce, which he also pioneered.

Mr. Wong is a graduate of the University of Singapore and the University of Pennsylvania, the US.



# Norita Alex

Ms. Norita Alex is a professional with more than 28 years of experience in business world. Her valuable experience began as an employee in Bank of Trade - Los Angeles in 1986. With that experience, she decided to join Lippo Bank in 1988 and climbed her ladder for 17 years in one of the Lippo Group firms until her last position as HR Group Head.

Ms. Alex then joined PT Lippo Karawaci Tbk as Corporate HR Director on December 2005, and was appointed as Marketing Director Lippo Village on May 2007. Since August 2013 she has held the position as Talent Admin Director.

She earned her degree in Accounting from Sydney Technical College



# Hong Kah Jin

Mr. Hong Kah Jin, 38, Malaysian citizen, has joined the Company since 2013 as Controller and is a practicioner in finances with careers spanning around Asean countries. Before joining Lippo Karawaci, he has experiences as Country Financial Controller for Keppel Land International Vietnam (2007-2013), Country Financial Controller for Ascott Group Vietnam (2004-2007) and Chief Accountant of Mekong Flour Mills, Vietnam (2003-2004). He started his professional career as Audit Assistant Manager with PricewaterhouseCoopers Kuala Lumpur, Malaysia (1997-2003).

Mr. Hong graduated with a Bachelor of Commerce from Monash University, Australia, in 1996, and became a Certified Public Accountant in Australia in 2000 and Chartered Accountant in Malaysia (2000).



## Lippo Malls

#### Susanto

Mr. Susanto, 45, is a professional in finance and accounting. He started his career in Public Accountant Prasetio, Utomo & Co – Arthur Andersen with his latest position as Andersen Worldwide Manager, he then joined Lippo Group in 2000 as the Head of Finance and Accounting Division Lippo Karawaci. In 2001, he was appointed as director of PT Lippo Cikarang Tbk and in 2004 as Chief Controller in Lippo Karawaci. Currently he is the Accounting Director at Lippo Karawaci. Mr. Susanto has Bachelor in Accounting degree from STIE "YAI", Jakarta.



#### Johanes Jany

Joined PT Matahari Putra Prima in 1989 and later became the President Director of Timezone and Real Estate & Store Planning Director of Matahari Department Store. In 2013 he joined Lippo Malls and currently serves as the president director. Mr. Jany holds a Bachelor of Accounting from the University of North Sumatra, Medan.



#### Marshall Martinus

Mr. Marshall Martinus has served as Executive Director Operations of Lippo Malls since October 2013. He started his professional career as Corporate Secretary of PT Indah Pesona Bogor (Ekalokasari Plaza) in 2001 and later became Director of Operations in 2003. In 2005, Mr. Martinus was appointed as Mall Director Ekalokasari Plaza – Bogor.

In 2007 he worked in Lippo Malls as Portfolio Analyst, and in 2010 as Lease Management Head, in 2011 as Leasing Support & Service Head and May 2013 as Deputy Property Management Director, before becoming Executive Director Operations. Mr. Martinus graduated from the Mathematics Computation Department, Faculty of Mathematics and Science Technology, Bogor Institute of Agriculture.

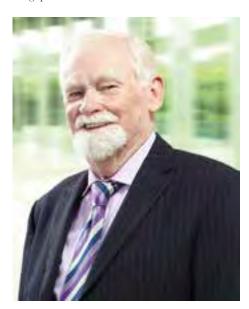


## Profile of **SENIOR EXECUTIVES**

## Lippo Homes

#### Gordon Benton, OBE

Mr. Gordon Benton, 82, has strong experience in urban planning, town management concept, architecture and constructions, as well as project and city management. Mr. Benton has glittering careers in several countries including Scotland, Kenya, Iran, India, as other Southeast Asian countries. He also holds the title Officer of the Most Excellent Order from the British Monarchy by Queen Elizabeth II. He is a member of the Institute of British Architects in the UK, Malaysia and Singapore. Often winning various awards in architecture design competitions in Pakistan, Malaysia, Singapore and Indonesia, he was an active member of St. Andrew's Societies in Brunei, Singapore and Indonesia.



#### Meow Chong Loh

Mr. Meow Chong Loh, 62, joined the Corporation as the President Director of PT Lippo Cikarang, Tbk in 2007. He started his professional career as Senior Project Manager and proceeded to the Executive Director at Pembinaan Desakota Sdn. Bhd in Malaysia. In 1989, he moved to the United States and became a partner in UniCon Development and proceeded to assume the position of President Director of Euston Development Corporation/Monfric Construction, Inc. He returned to Asia in 1995 and supervised the construction project of two coal-powered Power Plants in China. As the Senior Vice President of Ascendas, he was involved in the development of several major industrial estates in Vietnam and the Philippines during monetary crises in Asia. While assuming the position of General Manager at Tan Chong Motor Holdings Berhad, he completed the construction project of Nissan automotive assembly plant in Malaysia. Mr. Meow Chong Loh earned his Bachelor of Science degree in Civil Engineering from National Taiwan University.



#### Jopy Rusli

Mr. Jopy Rusli, 51, uses his expertise and experiences in architechtural field to create and at the same times market a number of successful projects at Lippo Karawaci. Previously, he worked as a Project Designer at Trittipo & Associates, San Diego, Califormia, United States and as Project Manager and Designer at Pacific Architechture and Planning Group, San Diego, California, United States. He was also the Director of PT Califa Pratama, the subsidiary of Gunung Sewu & Duta Anggada Realty. Mr. Joppy Rusli earned his Bachelor in Architecture from the University of Oregon, and earned his MBA in Real Estate from the National University, San Diego, United States.



#### Ivan S. Budiono

Mr. Ivan S. Budiono, 55, started his career at PT Bank Lippo, Tbk (1987-2004) where he assumed a number of senior positions as the Regional Head, Group Branch Head, Head of Credit Department, and as a member of Commercial Banking Board of Directors. Prior to joining Lippo Karawaci, he worked as the President Director/CEO of PT. Lippo General Insurance, Tbk (2005-2011). Mr. Ivan S. Budiono graduated from the Department of Chemical Engineering from the University of Southern California, Los Angeles and earned his MBA degree from Loyola Marymount University, Los Angeles, United States.



#### Susan Tedjadinata

Mrs. Susan Tedjadinata, 42, has been the CFO of Lippo Homes for two years. She is highly experienced in the financial sector, starting her career ladder in New York as intern. She spent nearly three years in the Big Apple, with her latest position as account manager at Chemical Bank. Upon returning to Indonesia in 1996, she became an assistant manager at Citibank. Mrs. Tedjadinata spent a total of 12 years in the bank, with the latest position as vice president. She then moved to Standard Chartered Bank in 2010 and after spending two years there she joined PT Lippo Karawaci Tbk. She holds an MBA in International Finance from St. John's University, New York.



## Profile of **SENIOR EXECUTIVES**

## Siloam Hospitals

#### dr. Gershu Chandy. Paul

With 25 years of experience in planning, organizational transformation and healthcare service strategy development, dr. Gershu Paul, 56, directs the vision, leads the expansion strategy and manages the operations of Siloam Hospitals. Dr. Gershu has Bachelor of Medicine and Surgery from the University of Bangalore, India, Masters of Business Administration (MBA) from the University of Otago, New Zealand. He is also a member of the Royal Australasian Medical College of Administrators and followed an executive program at Harvard Medical School, the US.



#### dr. Grace Frelita Indradjaja, M.M.

dr. Grace Frelita, 58, has more than 25 years experience under her belt in developing healthcare services in Indonesia. One of her best achievement was when she brought Siloam Hospital Lippo Village to earn international accreditation, Joint Commission International Accreditation in 2007 and once again earned it again back in 2010. The strong leadership of dr. Grace and her skills in developing the organization have provided significant contribution to Siloam Hospital and the community. dr. Grace earned her degree in Medical Science from Universitas Katolik Atmajaya and earned her degree in Magister Manajemen, with specialty in Hospital Administration from Universitas Esa Unggul. dr. Grace is a committee member of Ikatan Dokter Indonesia, the head of Persatuan Rumah Sakit Seluruh Indonesia, the Vice Head of Strategic Health Committee of Indonesian Chamber of Commerce and also a member of National Committee of Patient Safety.



#### dr. Anang Prayudi

dr. Anang Prayudi, 52, has more than 25 years of experience under his belt in health sector while working from Indonesian Army and International SOS. dr. Prayudi was involved in driving the business strategy and development plan of Siloam Hospitals. He earned his degree in Medical Science from the University of Brawijaya, Malang, East Java and the degree in Master of Occupational Medicine from the University of Indonesia. He is also one of a reliable instructor from ITLS (International Trauma Life Support) for ISOS Indonesia, MRO (Medical Review Officer) for Quest Diagnostic London and ACLS (Advanced Cardiac Life Support) operator. dr. Prayudi presently is participating in Emergency and General Medical Treatment, Medical Institute Graduate program at Singapore General Hospital which is affiliated with the National University of Singapore.



#### Romeo F. Lledo

Mr. Romeo Lledo, 60, is the Finance Director of Siloam Hospitals. He heads accounting and financial management as well as strategy and planning at Siloam Hospitals Group. With 11 years of professional experience as a Public Accountant, Mr. Lledo has built a 24 years career in trade management and industry. After assuming a number of executive positions in various companies both in the Philippines and Indonesia, he joined the management team of Siloam Hospitals. Mr. Romeo Lledo is a Certified Public Accountant in the Philippines, following the completion of Management Program at the Asian Institute of Management, Strategic Business Economics for Senior Executive and earned his Master in Business Economics.

Prior to joining the management team of Siloam Hospitals, he worked for Salim Group and SGV & Co (Ernst & Young International).



## Profile of **SENIOR EXECUTIVES**

## Siloam Hospitals

#### S. Budisuharto

Indonesian citizen, 57. Holds a Bachelor of Economics from the Parahyangan Catholic University, Banding in 1986.

Started his career at PT Bank Lippo Tbk. as a GM of Bank Branch Network (1989-1994), PT Asuransi Lippo Life Tbk. with his latest position as Director of Marketing & Sales, Operation & IT (1994-2000), PT Asuransi AIG Life with latest position as Vice President Director-Marketing (2000-2008), PT Siloam International Hospitals as MRCCC Siloam Hospitals Project Coordinator (2008-2010), Pelita Harapan University as Corporate Relation Advisor (2008-current).

PT AON Indonesia as Director (2009-2013), PT AON Benfield Indonesia as President Commissioner (2010-2013), PT Lippo General Insurance Tbk. as a Commissioner (2012-current) and as a Director since 2012.



#### Kailas Nath Raina

Mr. Kailas Nath Raina, 44, joined Siloam Hospitals in 2013 and now holds the position as CFO of Siloam. He spent most of his career in the financial industry, from accounting firms to banking, before making a jump to healthcare. Mr. Raina has worked in India and the Philippines, before moving to Indonesia. His financial background will help drive Siloam's expansion. Aside from managing finance and accounting for the hospital, he will oversee legal and corporate secretarial functions. Mr. Raina has a Bachelor of Arts from the University of Delhi with major in economics and is a member of the Institute of Chartered Accountants of



#### Dr. dr. Andry, M.M., M.H.Kes.

dr. Andry, 51, is the COO of Siloam Hospitals. His strong expertise in healthcare is highly regarded. dr. Andry has actively contributed to healthcare development in the country. He was the secretary of the Indonesian Hospitals Association (PERSI) and vice chairman of the commission overseeing hospitals' quality and services at the Indonesian Chamber of Commerce and Industry (Kadin). And he was part of the team who helped set up the medical school of Pelita Harapan University.



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## Profile of **SENIOR EXECUTIVES**

## Hotels & Hospitality

#### Juergen Fischer

Mr. Juergen Fischer, 57, has wide knowledge on hotel and tourism industry with his experience working in Europe, Middle East, Carribean and Asia. He holds the position as Chief Operating Officer in Aryaduta Hotel since 2007. Before joining Aryaduta Hotel, he has become managers for Swiss-Belhotel International, Nakamanda Resort & Spa, Gloria International Hotels China, Aerowisata International Hotels dan Legend Resort. He gained valuable experience while working for best hotels such as Patra (Bali), Royal Garden Marriot (Thailand) and Dorint Sport Hotel (Biesdorf, Jerman).



#### Hartono Tjahjana

Mr. Hartono Tjahjana Gunadharma holds a Bachelor of Economics, majoring in Management, from Satya Wacana Christian University, Salatiga, graduated in 1983. He began his career in banking as an Account Officer at PT Bank Lippo Tbk in 1984-1990. In 1990-1992 he became the General Manager of Credit Division at PT Mayapada International. In 1992-1996 he rejoined PT Bank Lippo Tbk with the latest position as Head of Branch Performance Monitoring Division. He then joined PT Lippo General Insurance Tbk in October 1996 as Director. In 2003-2004 he was appointed as a Director of PT Bukit Sentul Tbk and rejoined PT Lippo General Insurance Tbk in May 2005 as Director. In 2013-2014 served as a Director at PT Aon Indonesia, an International Broker Insurance Company. In 2014 he was appointed as Chief Finance Officer, Lippo - Hospitality & Leisure Group.



#### Rosmalia Hardman

Rosmalia Hardman is a hospitality start-up specialist with experience spanning over 34 years in 8 countries in Asia and the Middle-East. She first came to Indonesia in the 1980's as Director of Sales & Marketing at Mandarin Oriental Jakarta (1988-1993), led the pre-opening and launch of The Ascott Jakarta (1994-1995) and Gran Melia Jakarta (1995-1997). She moved to Kota Kinabalu as Director of Operations at Pan Pacific/Sutera Harbour Resort (1997-1999), overseeing to the pre-opening and launch of the business hotel, a 27-hole golf course, a country club and a marina.

Rosmalia returned to Singapore as General Manager at Rosenbluth International (1999-2001), and led the pre-opening and launch of The Fullerton Hotel (2001-2003) as Director of Brand Marketing & Communications. She relocated to Seoul to serve as Starwood Hotels & Resorts' Director of Sales & Marketing to lead the pre-opening and launch of W Seoul (2003-2005), followed by the rebranding of Jumeirah Hotels (2005-2007) in Dubai. She was Senior Vice President, Marketing at Melco China Resorts (2008-2009) involved in the development of destination ski resorts in China.

In 2011, Rosmalia returned to Indonesia as Director of Rooms, Sales, Marketing and Spa Operations at Hotel Indonesia Kempinski Jakarta (2009-2012). She rejoined Starwood Hotels & Resorts in 2012 to lead the pre-opening and launch of W Singapore Sentosa Cove (2012-2013), and Keraton at The Plaza, Jakarta (2013).

Since January 2014, Rosmalia has become Chief Marketing Officer, Lippo - Hospitality and Leisure Group.



## Projects BUSINESS UNIT ADDRESSES

## Urban Development



## Large Scale Integrated Development



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62 (21) 726 6999



Park View Apartment Jl. Margonda Raya No.1 Pondok Beji, Depok 16424 West Java, Indonesia Tel. 62 (21) 7887 0070



The Nine Residence Jl. Kemang Utara 9 South Jakarta 12150, Indonesia Tel. 62 (21) 72 55 999

#### THE St. Moritz

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Marketing Gallery, Menara Matahari Lt. 1 JI. Boulevard Palem Raya No. 7 Lippo Village Sentral Tangerang 15811, Banten, Indonesia 62 (21) 5420 3636 Fax. 62 (21) 5420 3535



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Royal Serpong Village Ruko WTC No. 5833, Jatiuwung Jl. Raya Serpong No. 39 Serpong Tangerang 15326 Banten, Indonesia

Tel. 62 (21) 537 6420 62 (21) 537 6435



Plaza Semanggi Gedung Veteran Lt. 7 Kawasan Bisnis Granada Jl. Jend. Sudirman Kav. 50 Jakarta 12930, Indonesia Tel. 62 (21) 574 5501 Fax. 62 (21) 574 5503



Easton Commercial Centre Jl. Gn. Panderman Kav. 05 Lippo Cikarang Bekasi 17550, Indonesia Tel. 62 (21) 897 2484, 897 2488 Fax. 62 (21) 897 2039, 897 2493



Millenium Village Marketing Gallery, Menara Matahari Lt. 1 Jl. Boulevard Palem Raya No. 7 Lippo Village Sentral Tangerang 15811, Banten, Indonesia Tel. 62 (21) 5420 3636

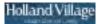
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#### ORANGE COUNTY

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St. Moritz Panakukang Jl. Boulevard - Panakukang Makassar, South Sulawesi Indoneisa



Holland Village Jl. Letnan Jendral Suprapto No.1 Jakarta 10510



Lippo Thamrin JI. M. H. Thamrin Kav. 20 Central Jakarta Indonesia





#### Retail Malls

#### PEJATEN VILLAGE

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City of Tomorrow Jl. Jend. Achmad Yani No. 288 Surabaya 60234, East Java, Indonesia Tel. 62 (31) 827 5888



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PX Pavillion@ The St. Moritz Jl. Boulevard Puri Indah Raya Bl. U1 Puri Indah CBD, West Jakarta, Indonesia Tel. 62 (21) 5835 1076



Istana Plaza JI. Pasir Kaliki No. 121-123, Bandung West Java, Indonesia Tel. 62 (22) 600 0404, 600 0100



Batos Mall, Batu – Malang Jl. Diponegoro Kota Batu, Malang

#### PLUIT VILLAGE

Pluit Village Jl. Pluit Raya Indah Lt. 3 Jakarta 14450, Indonesia Tel. 62 (21) 668 3888/3634 - 22



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Tamini Square Jl. Taman Mini Raya, Pinang Ranti Jakarta, Indonesia Tel. 62 (21) 8778 5888



Kramat Jati Indah Plaza Jl. Raya Bogor Km. 19 Kramat Jati Jakarta 13510, Indonesia Tel. 62 (21) 809 5558, 809 5577



Lippo Plaza Sunset Bali Sunset Road Street, Kuta, Bali



Blu Plaza Jl. Chairil Anwar no.27-36, Bekasi 17113.

Tel. 62 (21) 8823555 62 (21) 8811234



Lippo Plaza Medan Jl. Imam Bonjol No. 6 Medan 62 (61) 80511111



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Cikarang Selatan

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## MALANG TOWN SQUARE

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Palembang Square Jl. Angkatan 45, R63 - R65, Palembang South Sumatera, Indonesia Tel. 62 (711) 380 001, 378 313-4



Lippo Mall Kemang Kemang Village, 36 Pangeran Antasari, Jakarta 12150



Lippo Mall Kuta Jl. Kartika Plaza, Lingkungan Segara, Kuta-Bali 80361



Lippo Mall Puri JI Puri Indah Raya Blok U1 West Jakarta Tel. 62 (21) 29111111



Bellanova Country Mall Jl. M.H. Thamrin No. 8 Bukit Sentul Selatan, Bogor 16810 West Java, Indonesia Tel. 62 (21) 8792 3888



GTC Makassar, Ruko GA 8 No. 35-36 Jl. Metro Tanjung Bunga Makassar 90134 South Sulawesi, Indonesia 62 (411) 811 4088



Grand Palladium Medan Jl. Kapten Maulana Lubis No. 3, Petisan Tengah Medan 20112, North Sumatera, Indonesia Tel. 62 (61) 451 7106

#### Grand Mal BEKASI

Jl. Jend. Sudirman, Medan Satria, Bekasi 17143 West Java, Indonesia Tel. 62 (21) 885 5328



PSx Palembang Square Extension Building Management (Lantai 4 Mezzanine) Jl. Angkatan 45/Kampus POM IX - Ilir Barat I, Palembang 30137



Palembang Icon Jl. Pom IX, RT.30 RW. 09, Lorok Pakjo, Ilir Barat 1 Palembang 30137 62 (711) 5649366-68



Benton Junction Jl. Boulevard Palem Raya No. 38 Lippo Village, Tangerang 15811 Banten, Indonesia

Tel. 62 (21) 547 2307/547 2308 Fax. 62 (21) 5421 1176



Lippo Plaza Buton Jl. Sultan Hasanudin No. 58 Pulau Buton - South Sulawesi

#### Healthcare





Siloam Hospitals Lippo Village Jl. Siloam No. 6, Lippo Village 1600 Tangerang 15811, Banten, Indonesia Tel. 62 (21) 546 0055 Fax. 62 (21) 546 0921



Siloam Hospitals Surabaya Jl. Raya Gubeng No. 70 Surabaya 60281, East Java, Indonesia Tel. 62 (31) 503 1333 Fax. 62 (31) 503 1533





Tel. 62 (741) 573 333



Siloam Hospitals Kebon Jeruk Jl. Raya Pejuangan Kav. 8, Kebon Jeruk Jakarta 11530, Indonesia Tel. 62 (21) 530 0888 Fax. 62 (21) 530 0876

#### Siloam<sup>S</sup>

Rumah Sakit Asri Jl. Duren Tiga Raya No. 20 Pancoran, Jakarta 12760 Indonesia

#### Siloam \$



Siloam Hospitals Lippo Cikarang Jl. M.H. Thamrin Kav. 105, Lippo Cikarang Bekasi 17550, West Java, Indonesia Tel. 62 (21) 8990 1088 Fax. 62 (21) 8990 0022

#### MRCCC



MRCCC Siloam Semanggi Jl. Garnisun Kav. 2-3 Karet Semanggi, Jakarta Indonesia Tel. 62 (21) 2996 2888

#### Siloam<sup>®</sup>

Siloam Hospitals Balikpapan Jl. MT. Haryono No. 9, Ring Road Balikpapan 76114, Indonesia Tel. 62 (542) 720 6509 Fax. 62 (542) 720 6517

#### **Siloam** Hospitals

Siloam Hospitals Manado **Boulevard Centre** Jl. Sam Ratulangi No. 22, Manado 95111, Indonesia 62 (43) 1888 3131 Fax. 62 (43) 1888 3133

#### **Siloam** Thospitals

Siloam Hospitals Purwakarta Jl. Bungursari No. 1 Purwarkarta, 41181 West Java, Indonesia

#### **Siloam** Hospitals

Siloam Hospitals Bali Jl. Sunset Road No. 818 Kuta, Badung, Bali Tel. 62 (361) 779900 Fax. 62 (361) 779933

Siloam Hospitals Makassar Jl. Metro Tanjung Bunga, Kav. 9 Makassar, South Sulawesi, Indonesia

Tel. 62 (411) 811 7555

#### **Siloam** Thospitals

BIMC Siloam Hospitals BIMC Nusa Dua Kawasan BTDC Blok D

Siloam Hospitals BIMC Kuta

Jl. By Pass Ngurah Rai 100 X

62 (361) 764345

Kuta 80361, Bali

Tel. 62 (361) 761263

Nusa Dua 80363, Bali Tel. 62 (361) 3000911 Fax. 62 (361) 3001150

#### Siloam Sriwijaya

Siloam Sriwijaya JI. POM IX, Kodya Palembang South Sumatera, Indonesia Tel. 62 (711) 522 9100

#### **Hospitals**

Rumah Sakit Umum Siloam (RSUS) Jl. Siloam No. 6, Lippo Village 1600 Tangerang 15811, Banten, Indonesia 62 (21) 5422 0770, 5421 3003, 5421 5656

#### |Siloam<sup>©</sup>

Siloam Hospitals Kupang Jl. RW Monginsidi, RT. 014 RW. 004 Fatululi East Nusa Tenggara, Indonesia 62 (380) 8530900,

#### |Siloam<sup>©</sup>

Rumah Sakit Jantung Diagram Jl. Maribaya No. 1 Puri Cinere, Depok, Indonesia Tel. 62 (21) 7545499

#### Hospitals

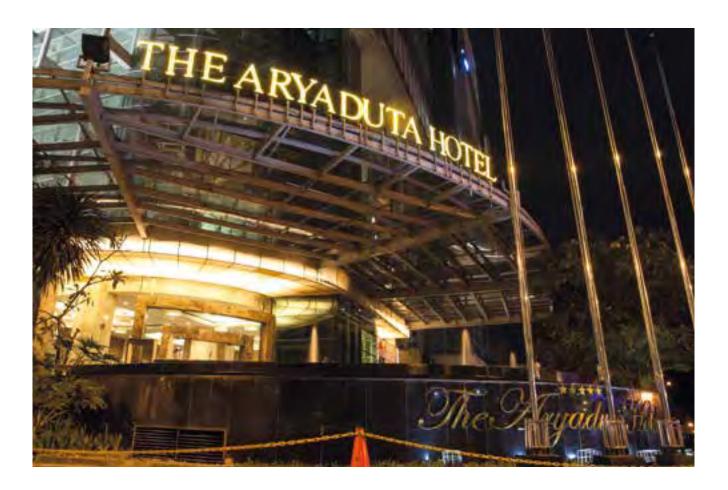
Siloam Hospitals TB Simatupang Jl. R.A. Kartini No. 8 Cilandak, South Jakarta Indonesia Tel. 62 (21) 29531900

#### Siloam S

Siloam Dirga Surya Jl. Imam Bonjol No. 6, Kel. Petisah North Sumatera, Indonesia 62 (61) 88881900,



#### **Projects BUSINESS UNIT ADDRESSES**



### Hotel

#### HOTEL ARYADUTA JAKARTA

Hotel Aryaduta Jakarta Jl. Prapatan 44-48, Jakarta 10110 Indonesia

Tel. 62 (21) 2352 1234 Fax. 62 (21) 2351 8600

#### HOTEL ARYADUTA MEDAN

Hotel Aryaduta Medan Jl. Kapten Maulana Lubis No. 8 Medan 20112 North Sumatera, Indonesia

Tel. 62 (61) 457 2999 Fax. 62 (61) 457 1999

#### HOTEL ARYADUTA SEMANGGI

Hotel Aryaduta Semanggi Jl. Garnisun Dalam No. 8, Karet Semanggi Jakarta 12930, Indonesia

Tel. 62 (21) 251 5151 Fax. 62 (21) 251 4090

#### HOTEL ARYADUTA PEKANBARU

Hotel Aryaduta Pekanbaru Jl. Diponegoro No. 34 Pekanbaru 28116, Riau, Indonesia Tel. 62 (761) 44 200

Fax. 62 (761) 44 210

#### HOTEL ARYADUTA LIPPO VILLAGE

Hotel Aryaduta Lippo Village Jl. Boulevard Jend. Sudirman No. 401 Lippo Village 1300, Tangerang 15611 Banten, Indonesia

Tel. 62 (21) 546 0101 Fax. 62 (21) 546 0201

#### HOTEL ARYADUTA PALEMBANG

Hotel Aryaduta Palembang JI. POM IX, Palembang Square Palembang 30137 South Sumatera, Indonesia Tel. 62 (711) 383 838 Fax. 62 (711) 377 900

#### HOTEL ARYADUTA MANADO

Hotel Aryaduta Manado JI. Piere Tendean (Boulevard) Manado, South Sulawesi, Indonesia Tel. 62 (431) 855 555

Fax. 62 (431) 868 888

#### HOTEL ARYADUTA MAKASSAR

Hotel Aryaduta Makassar Jl. Somba Opu No. 297, Makassar 90111 South Sulawesi, Indonesia Tel. 62 (411) 870 555

Fax. 62 (411) 870 222



Main Lobby - Hotel Aryaduta Jakarta Jl. Prapatan No. 44-48, Jakarta 10110, Indonesia 62 (21) 3852233, 3844926, 62 (21) 2311234 ext. 88159/88199

#### Leisure



Grand Bowling Mall WTC Matahari Lt. 5 Jl. Raya Serpong No. 39, Serpong Tangerang 15326 Banten, Indonesia Tel. 62 (21) 5315 4730 Fax. 62 (21) 5315 4732



Imperial Klub Golf Jl. Pulau Golf 2709, Lippo Village Tangerang 15811 Banten, Indonesia Tel. 62 (21) 546 0120 Fax. 62 (21) 546 0121



Balai Serpong WTC Matahari - Serpong Jl. Raya Serpong No. 39 Tangerang 15326 Banten, Indonesia Tel. 62 (21) 5315 5656

Fax. 62 (21) 5315 5757



Permata Sports Club JI. Taman Permata No. 301 Lippo Village Tangerang Banten, Indonesia Tel. 62 (21) 591 5966



Puncak Resor Jl. Hanjarwar, Desa Sukanagalih Pacet, Cipanas West Java, Indonesia Tel. 62 (263) 515 001 Fax. 62 (263) 515 020

#### **Managed by Hotel Aryaduta:**



La Collina Italian Restaurant San Diego Hills Memorial Park Exit Tol Karawang Barat Km. 46 West Java, Indonesia Tel. 62 (267) 845 3333 Fax. 62 (267) 845 4575

#### GRAND CHAPEL

Grand Chapel UPH Tower C 6th Floor Lippo Village, Tangerang Banten, Indonesia Tel. 62 (21) 546 6623, 546 6239

Fax. 62 (21) 5420 2897



Water Boom Lippo Cikarang Jl. Madiun Kav. 115 Lippo Cikarang, Bekasi West Java, Indonesia Tel. 62 (21) 8990 7814, 8990 9467

Fax. 62 (21) 8990 9469



## Projects BUSINESS UNIT ADDRESSES

#### Infrastructure



Town Management Services 2121 Boulevard Gajah Mada # 01-01 Lippo Cyber Park, Lippo Village Tangerang 15811 Banten, Indonesia Tel. 62 (21) 5579 0190/91 Fax. 62 (21) 5579 7111/17



Potable & Waste Water Management 2121 Boulevard Gajah Mada # 01-01 Lippo Cyber Park, Lippo Village Tangerang 15811 Banten, Indonesia Tel. 62 (21) 5579 0190/91 Fax. 62 (21) 5579 7111/17



Home Care Unit 2121 Boulevard Gajah Mada # 01-01 Lippo Cyber Park, Lippo Village Tangerang 15811 Banten, Indonesia Tel. 62 (21) 5579 0190/91 Fax. 62 (21) 5579 7111/17





PT Dinamika Intertrans 2121 Boulevard Gajah Mada # 01-01 Lippo Cyber Park, Lippo Village
Tangerang 15811 Banten, Indonesia
Tel. 62 (21) 5579 0190/91 Fax. 62 (21) 5579 7111/12



# Supporting PROFESSIONS & INSTITUTIONS

## Registered Public Accountant

#### Aryanto, Amir Jusuf, Mawar & Saptoto (AAJ Associates)

10th and 11th fl Plaza ABDA Jl. Jend. Sudirman Kav. 59 Jakarta 12190, Indonesia

## Share Registrar

#### PT Sharestar Indonesia

7th fl Berita Satu Plaza Jl. Gatot Subroto Kav. 35-36 Jakarta 12950, Indonesia

## Legal Consultant

#### Makes & Partners Law Firm

7th fl Menara Batavia Jln. KH. Mas Mansyur Kav. 126 Jakarta 10220, Indonesia

## List of **SUBSIDIARIES**

Subsidiary	Domicile	Main Business	Direct Ownership Percentage	Indirect Ownership Percentage	Year of Start of Operation
Theta Capital Pte Ltd	Singapore	Investment	100.00%		
Theta Kemang Pte Ltd	Singapore	Trading		100.00%	
Sigma Capital Pte Ltd	Singapore	Investment	100.00%		
Sigma Trillium Pte Ltd	Singapore	Trading		100.00%	
Lippo Karawaci Corporation Pte Ltd	Singapore	Investment, Trading and Services	100.00%		
LK Reit Management Pte Ltd	Singapore	Investment, Trading and Services		100.00%	
Bowsprit Capital Corporation Ltd	Singapore	Investment, Trading and Services		100.00%	2006
Jesselton Investment Limited	Malaysia	Investment, Trading and Services	100.00%		
Peninsula Investment Limited	Malaysia	Investment, Trading and Services		100.00%	
LMIRT Management Ltd *	Singapore	Investment, Trading and Services		100.00%	2007
PT Primakreasi Propertindo	Tangerang	Real Estate	100.00%		
PT Mujur Sakti Graha	Tangerang	Real Estate		100.00%	
PT Surplus Multi Makmur	Jakarta	Real Estate		90.00%	
PT Arta Sarana	Bandung	Investment, Trading and Services		81.00%	
PT Puri Paragon	Tangerang	Development, Trading and Services		100.00%	
PT Menara Tirta Indah	Tangerang	Development, Trading and Services		100.00%	
PT Gempita Sinar Abadi	Jakarta	Development, Trading and Services		100.00%	
PT Tata Bangun Nusantara	Tangerang	Development, Trading and Services		100.00%	
PT Lintas Lautan Cemerlang	Tangerang	Development, Trading and Services		100.00%	
PT Nilam Biru Bersinar	Tangerang	Development, Trading and Services		100.00%	
PT Safira Prima Utama	Tangerang	Development, Trading and Services		100.00%	
PT Kalimaya Pundi Bumi	Tangerang	Development, Trading and Services		100.00%	
PT Gloria Mulia	Tangerang	Development, Trading and Services		100.00%	
PT Graha Solusi Mandiri	Jakarta	Services		100.00%	
PT Wijaya Wisesa Propertindo	Jakarta	Development and Services		80.00%	
PT Kharisma Ekacipta Persada	Tangerang	Development, Trading and Services		100.00%	
PT Cipta Mahakarya Gemilang	Tangerang	Development, Trading and Services		100.00%	
PT Mandiri Cipta Gemilang	Jakarta	Real Estate		100.00%	2003
PT Titian Semesta Raya	Jakarta	Development, Trading and Services		100.00%	

Subsidiary	Domicile	Main Business	Direct Ownership Percentage	Indirect Ownership Percentage	Year of Start of Operation
PT Adijaya Pratama Mandiri	Jakarta	Development, Trading and Services		100.00%	
PT Esatama Lestari Jaya	Tangerang	Development, Trading, Printing and Services		100.00%	
PT Bahtera Perkasa Makmur	Manado	Development, Trading, Printing and Services		100.00%	
PT Gading Makmur Jaya	Tangerang	Development, Trading, Printing and Services		100.00%	
PT Bimasakti Jaya Abadi	Jakarta	Development, Trading, Printing and Services		100.00%	2011
PT Kuta Beach Paragon	Tangerang	Development, Trading and Services		100.00%	
PT Graha Buana Utama	Tangerang	Development, Trading and Services		100.00%	
PT Berkat Langgeng Jaya	Tangerang	Development, Trading and Services		100.00%	
PT Pamor Paramita Utama	Badung	Development, Trading and Services		87.50%	2013
PT Surya Megah Lestari	Jakarta	Development, Trading, Printing, Transportation, Industry, Agribusiness and Services		100.00%	
PT Gunung Halimun Elok	Tangerang	Development, Trading and Services		100.00%	
PT Danisa Indah Cipta	Tangerang	Trading Industry, Printing and Services		100.00%	
PT Fajarindo Sinar Sakti	Tangerang	Trading, Industry, Printing and Services		100.00%	
PT Jaya Makmur Bersama	Badung	Development, Trading and Services		100.00%	
PT Gumarang Karya Sejati	Manado	Trading, Industry, Printing and Services		100.00%	
PT Grand Villa Persada	Tangerang	Real Estate		100.00%	
PT Mega Proyek Pertiwi	Tangerang	Real Estate		100.00%	
PT Sinar Surya Timur	Tangerang	Development, Trading and Services		100.00%	
PT Gempita Cipta Bersama	Semarang	Development, Trading and Services		100.00%	
PT Suryamas Khatulistiwa	Tangerang	Development, Trading and Services		100.00%	
PT Lautan Sinar Abadi	Tangerang	Development, Trading and Services		100.00%	
PT Usahatama Kreatif	Tangerang	Development, Trading and Services		86.50%	
PT Kreasi Tunas Bangsa	Tangerang	Development, Trading and Services		87.51%	
PT Grahatama Asri Makmur	Tangerang	Development, Trading and Services		87.51%	
PT Karimata Putra Alam	Tangerang	Development, Trading and Services		100.00%	

Subsidiary	Domicile	Main Business	Direct Ownership Percentage	Indirect Ownership Percentage	Year of Start of Operation
PT Timor Eka Selaras	Tangerang	Development, Trading Printing and Services		100.00%	
PT Sultana Semesta Prima	Tangerang	Development, Trading Printing and Services		100.00%	
PT Wijayakusuma Sukses Maju	Padang	Development, Trading Printing and Services		100.00%	
PT Andalan Utama Maju	Tangerang	Development, Trading Printing and Services		100.00%	
PT Bumi Aurum Sejahtera	Medan	Development, Trading Printing and Services		100.00%	
PT Mentari Panen Raya	Jakarta	Development, Trading Printing and Services		100.00%	
PT Satyagraha Dinamika Unggul	Tangerang	Development, Trading Printing and Services		100.00%	
PT Jayadipta Utama Makmur	Tangerang	Development, Trading Printing and Services		100.00%	
PT Bumi Sindang Jaya	Tangerang	Development, Trading Printing and Services		100.00%	
PT Cahaya Teratai Sakti	Tangerang	Development, Trading Printing and Services		100.00%	
PT Damarindo Perkasa	Jambi	Development, Trading Printing and Services		100.00%	
PT Cipta Dunia Abadi	Tangerang	Development, Trading Printing and Services		100.00%	
PT Puri Istana Megah	Tangerang	Development, Trading Printing and Services		100.00%	
PT Sekawan Dunia Dinamika	Tangerang	Development, Trading Printing and Services		100.00%	
PT Citra Dwi Anugrah	Tangerang	Development, Trading Printing and Services		100.00%	
PT Pelangi Mutiara Timur	Tangerang	Development, Trading Printing and Services		100.00%	
PT Sari Karya Muda	Tangerang	Development, Trading Printing and Services		100.00%	
PT Sinar Biru Artha	Tangerang	Development, Trading Printing and Services		100.00%	
PT Tunggal Mekar Abadi	Tangerang	Development, Trading Printing and Services		100.00%	
PT Bowspirit Asset Management	Jakarta	Trading		100.00%	
PT Mega Pratama Serasi	Depok	Development, Trading Printing and Services		100.00%	
PT Mulia Aditama Setia	Tangerang	Development, Trading Printing and Services		100.00%	
PT Pradamas Graha Indah	Tangerang	Development, Trading Printing and Services		100.00%	
PT Mentari Adi Perkasa	Tangerang	Development, Trading Printing and Services		100.00%	
PT Berdikari Jaya Abadi	Tangerang	Development, Trading Printing and Services		100.00%	
PT Lumbung Mas Trijaya	Tangerang	Development, Trading Printing and Services		100.00%	

Subsidiary	Domicile	Main Business	Direct Ownership Percentage	Indirect Ownership Percentage	Year of Start of Operation
PT Karyatama Buana Cemerlang	Tangerang	Development, Trading Printing and Services		100.00%	
PT Mapalus Mancacakti	Tangerang	Development, Trading Printing and Services		70.00%	
PT Dwi Prabu Sakti	Tangerang	Development, Trading Printing and Services		100.00%	
PT Sumber Pundi Sejahtera	Tangerang	Development, Trading Printing and Services		100.00%	
PT Prabu Cipta Prima	Tangerang	Development, Trading Printing and Services		100.00%	
PT Multi Panen Utama	Kupang	Development, Trading Printing and Services		100.00%	
PT Pancuran Intan Makmur	Tangerang	Development, Trading Printing and Services		100.00%	
PT Solusi Dunia Baru	Tangerang	Development, Trading Printing and Services		100.00%	
PT Suar Lintas Samudra	Tangerang	Development, Trading Printing and Services		100.00%	
PT Berkat Samiguna Sukses	Tangerang	Development, Trading Printing and Services		100.00%	
PT Global Lintas Multitama	Tangerang	Development, Trading Printing and Services		100.00%	
PT Sarana Ciptakarya Utama	Tangerang	Development, Trading Printing and Services		100.00%	
PT Mitra Samiguna Makmur	Tangerang	Development, Trading Printing and Services		100.00%	
PT Cipta Mutiara Sukses	Tangerang	Development, Trading Printing and Services		100.00%	
PT Suar Mutiara Semesta	Tangerang	Development, Trading Printing and Services		100.00%	
PT Manyala Harapan	Tangerang	Development, Trading Printing and Services		100.00%	
PT Suar Lintas Benua	Tangerang	Development, Trading Printing and Services		100.00%	
PT BST Kupang Sejahtera	Jakarta	Development, Trading Printing and Services		50.10%	
PT Mulia Cipta Wibawa	Tangerang	Development, Trading Printing and Services		100.00%	
PT Andromeda Sakti	Tangerang	Development, Trading Printing and Services		100.00%	
PT Persada Mandiri Jaya	Jakarta	Development, Trading Printing and Services		55.00%	
PT Bandha Mulia Abadi	Tangerang	Development, Trading Printing and Services		100.00%	
PT Dutamas Cakra Tunggal	Tangerang	Development, Trading Printing and Services		100.00%	
PT Indocitra Mulia Pratama	Tangerang	Development, Trading Printing and Services		100.00%	
PT Praja Adikara Utama	Tangerang	Development, Trading Printing and Services		100.00%	

Subsidiary	Domicile	Main Business	Direct Ownership Percentage	Indirect Ownership Percentage	Year of Start of Operation
PT Pusaka Sumber Artha	Tangerang	Development, Trading Printing and Services		100.00%	
PT Prima Sentosa Jaya Abadi	Tangerang	Development, Trading Printing and Services		100.00%	
PT Indahjaya Sukses Abadi	Tangerang	Development, Trading Printing and Services		100.00%	
PT Mandara Nusa Loka	Tangerang	Development, Trading Printing and Services		100.00%	
PT Garda Utama Manado	Tangerang	Development, Trading Printing and Services		100.00%	
PT Cipta Bakti Utama	Tangerang	Development, Trading Printing and Services		100.00%	
PT Binaman Cipta Mandiri	Tangerang	Development, Trading Printing and Services		100.00%	
PT Sentra Dwimandiri	Jakarta	Real Estate	100.00%		
PT Prudential Development	Jakarta	Real Estate		100.00%	
PT Sentra Realtindo Development	Jakarta	Home Improvement		100.00%	2001
PT Darma Sarana Nusa Pratama	Tangerang	Real Estate		52.70%	1997
PT Tata Mandiri Daerah Villa Permata	Tangerang	Town Management		42.16%	2001
PT Golden Pradamas	Tangerang	Real Estate		100.00%	
PT Mulia Bangun Semesta	Tangerang	Real Estate		100.00%	2002
PT Villa Permata Cibodas	Tangerang	Real Estate		100.00%	1995
PT Puncak Resort International	Cianjur	Real Estate		100.00%	1994
PT Sentosa Seksama	Cianjur	Real Estate		100.00%	1994
PT Purimegah Swarga Buana	Cianjur	Real Estate		100.00%	1994
PT Adigraha Rancang Sempurna	Cianjur	Real Estate		100.00%	1994
PT Pesanggrahan Suripermata Agung	Cianjur	Real Estate		100.00%	1994
PT Dona Indo Prima	Tangerang	Real Estate		100.00%	
PT Sukmaprima Sejahtera	Tangerang	Real Estate		100.00%	
PT Villapermata Gemilang Abadi	Jakarta	Development, Trading Printing and Services		100.00%	
PT Bumi Sawarna Indah	Jakarta	Development, Trading Printing and Services		100.00%	
PT Mulia Sentosa Dinamika	Tangerang	Real Estate		100.00%	1997
PT Sentra Asritama Realty Development	Tangerang	Water Treatment Installation		100.00%	1994
PT Tata Mandiri Daerah Lippo Karawaci	Tangerang	Town Management		100.00%	1999
PT Surya Makmur Alam Persada	Jakarta	Real Estate		100.00%	
PT Karya Bersama Jaya	Jakarta	Water Treatment Installation		100.00%	2010
PT Sentragraha Mandiri	Jakarta	Real Estate		100.00%	
PT Saptapersada Jagat Nusa	Tangerang	Bowling		100.00%	1998

Subsidiary	Domicile	Main Business	Direct Ownership Percentage	Indirect Ownership Percentage	Year of Start of Operation
PT Sejatijaya Selaras	Jakarta	Real Estate		100.00%	
PT Bahtera Pratama Wirasakti	Jakarta	Real Estate		100.00%	
PT Sentra Office Realty	Tangerang	Building Management		100.00%	1998
PT Dinamika Intertrans	Jakarta	Transportation		100.00%	1994
PT Imperial Karawaci Golf	Tangerang	Golf		100.00%	
PT Agung Sepadan	Tangerang	Real Estate		100.00%	
PT Prudential Townhouse Development	Tangerang	Real Estate		100.00%	
PT Wahana Tatabangun Cemerlang Matahari	Tangerang	Real Estate		100.00%	
PT Wahana Tatabangun Cemerlang	Tangerang	Real Estate		100.00%	
PT Manunggal Bumi Sejahtera	Tangerang	Development, Trading Printing and Services		100.00%	
PT Asiatic Sejahterah Finance	Tangerang	Development, Trading Printing and Services		100.00%	
PT Paragon City	Jakarta	Real Estate and Trading		100.00%	
PT Padang Indah City	Padang	Development, Trading and Services		100.00%	
Bridgewater International Ltd	Seychelles	Investment and Trading		100.00%	2006
Pan Asian Investment Ltd	Vanuatu	Trading		100.00%	
Crowmwell Investment Ltd	Vanuatu	Trading		100.00%	
PT Lippo Karawaci Infrastructure & Utilitas Division	Tangerang	Construction and Services		100.00%	
PT TMD Manado Manajemen	Tangerang	Consultant Management		100.00%	
Brightlink Capital Limited	Malaysia	Investment, Trading and Services		100.00%	
Evodia Strategic Investment Limited	Malaysia	Investment, Trading and Services,		100.00%	
PT St. Moritz Management	Jakarta	Development, Trading and Services		100.00%	2014
PT Kemang Village Management	Jakarta	Hotel		100.00%	2014
PT TMD Depok Manajemen	Depok	Services		100.00%	
PT Dinamika Megah Cemerlang	Tangerang	Development, Trading Printing and Services		100.00%	
PT Sentrasemesta Indah Cemerlang	Tangerang	Development, Trading Printing and Services		100.00%	
PT Wisma Jatim Propertindo	Jakarta	Services	100.00%		
PT Maharama Sakti	Jakarta	Trading		100.00%	
PT Kemang Paragon Mall	Tangerang	Development, Trading and Services		100.00%	
PT Nusa Persada Realty	Jakarta	Trading, Development, Services		68%	
PT Wahana Usaha Makmur	Jakarta	Real Estate		92.00%	
PT Almaron Perkasa	Jakarta	Real Estate		92.00%	2005
PT Multiguna Selaras Maju	Tangerang	Development, Trading and Services		92.00%	

Subsidiary	Domicile	Main Business	Direct Ownership Percentage	Indirect Ownership Percentage	Year of Start of Operation
PT Gelora Raya Semesta	Tangerang	Trading and Development		92.00%	2013
PT Prima Aman Sarana	Jakarta	Services		92.00%	
PT Kemang Multi Sarana	Jakarta	Real Estate and Development Kota		92.00%	
PT Harapan Insan Mandiri	Jakarta	Development, Trading and Services		92.00%	
PT Violet Pelangi Indah	Tangerang	Development, Trading and Services		92.00%	
PT Lipposindo Abadi	Jakarta	Trading		100.00%	
PT Kemuning Satiatama	Jakarta	Trading		100.00%	
PT Megachandra Karyalestari	Jakarta	Trading		100.00%	1992*
PT Prudential Apartment Development	Jakarta	Services		100.00%	1993*
PT Sentrakharisma Indah	Jakarta	Services		80.00%	
PT Sentra Goldhill Business Park	Jakarta	Real Estatee		90.00%	
PT Carakatama Dirgantara	Jakarta	Trading		100.00%	
PT Prudential Hotel Development	Tangerang	Trading and Services		100.00%	1994*
PT Ariasindo Sejati	Jakarta	Trading and Services		95.00%	
PT Unitech Prima Indah	Tangerang	Real Estate		94.69%	2004
PT Karya Cipta Pesona	Medan	Accommodation Services		94.69%	2014
PT Metropolitan Leisure Corporation	Jakarta	Trading and Services		100.00%	
PT Kurniasindo Sejahtera	Jakarta	Trading and Services		100.00%	
PT Graha Tata Cemerlang Makasar	Makassar	Real Estate		100.00%	2002
PT Guna Tata Carakatama	Makassar	Trading and Services		100.00%	2002
PT Lippo Land Cahaya Indonesia	Tangerang	Services		100.00%	2003
PT Karunia Persada Raya	Tangerang	Trading		100.00%	
PT Pendopo Niaga	Malang	Real Estate		100.00%	2004
PT Larasati Anugerah	Jakarta	Trading		100.00%	
PT Bathara Brahma Sakti	Tangerang	Trading and Services		100.00%	1992*
PT Realty Limaribu	Jakarta	Services		100.00%	1998*
PT Dwisindo Jaya	Jakarta	Trading		100.00%	
PT Karunia Alam Damai	Jakarta	Trading		100.00%	
PT Jagatpertala Nusantara	Depok	Real Estate		100.00%	2004
PT Muliamukti Persada Perkasa	Jakarta	Trading		100.00%	
PT Kemang Village	Jakarta	Trading		100.00%	
PT Menara Bhumimegah	Jakarta	Services		100.00%	2005
PT Jaya Usaha Prima	Jakarta	Real Estate		80.00%	
PT Persada Mandiri Abadi	Jakarta	Real Estate		99.90%	2005
PT Adhi Utama Dinamika	Jakarta	Real Estate		100.00%	
PT Menara Perkasa Megah	Surabaya	Real Estate and City Development		100.00%	2005

Subsidiary	Domicile	Main Business	Direct Ownership Percentage	Indirect Ownership Percentage	Year of Start of Operation
PT Pelangi Cahaya Intan Makmur	Surabaya	Trading		87.50%	
PT Surya Mitra Jaya	Sidoarjo	Trading and Services		87.50%	2005
PT Citra Harapan Baru	Surabaya	Accomodation		87.50%	
PT Niaga Utama	Jakarta	Trading		100.00%	
PT Mitra Kasih Karunia	Jakarta	Real Estate		100.00%	
PT Kreasi Megatama Gemilang	Tangerang	Development, Industry, Agribusiness, Transportation, Trading and Services		100.00%	
PT Lippo Malls Indonesia	Tangerang	Services		100.00%	2002
PT Kreasi Gemilang Perkasa	Tangerang	Development, Trading and Services		100.00%	
PT Kilau Intan Murni	Tangerang	Development, Trading and Services		100.00%	
PT Mulia Citra Abadi	Yogyakarta	Development, Trading, Printing, Transportation, Industry, Agribusiness and Services		100.00%	2012
PT Nusa Bahana Semesta	Tangerang	Development, Trading and Services		100.00%	
PT Sky Parking Indonesia	Tangerang	Development, Trading and Services		100.00%	
PT Sky Parking Nusantara	Tangerang	Trading, Development and Services		70.00%	
PT Sky Parking Utama	Tangerang	Trading, Development and Services		70.00%	
PT Gayana Sumber Cipta	Tangerang	Development, Trading and Services		100.00%	
PT Gaharu Alam Permai	Tangerang	Development, Trading and Services		100.00%	
PT Semboja Indah Cipta	Tangerang	Development, Trading and Services		100.00%	
PT Putera Abadi Karya	Bogor	Development, Trading and Services		100.00%	
PT Buana Mediatama	Tangerang	Development, Trading and Services		100.00%	
PT Nusaindah Bukit Permai	Tangerang	Development, Trading and Services		100.00%	
PT Lembayung Karya Nirwana	Jakarta	Development, Trading and Services		100.00%	
PT Inspira Ide Cemerlang	Tangerang	Development, Trading and Services		100.00%	
PT Irama Karya Megah	Surabaya	Development, Trading and Services		100.00%	
PT Saputra Karya	Surabaya	Real Estate and City Development		100.00%	
PT Grand Provita	Tangerang	Real Estate		100.00%	
PT Grand Prima Propertindo	Tangerang	Real Estate		65.00%	
PT Pacific Sejahtera	Tangerang	Real Estate		100.00%	
PT Anugerah Bahagia Abadi	Jakarta	Real Estate		100.00%	
PT Internusa Prima Abadi	Jakarta	Real Estate		85.00%	
PT Bangun Bina Bersama	Jakarta	Real Estate		99.99%	
PT Satriamandiri Idola Utama	Jakarta	Real Estate		100.00%	
PT Mahakaya Abadi	Tangerang	Real Estate		100.00%	
PT Persada Mandiri Dunia Niaga	Jakarta	Real Estate		100.00%	
PT Ekaputra Kencana Abadi	Jakarta	Real Estate		100.00%	
PT Gapura Sakti Prima	Jakarta	Real Estate		100.00%	

Subsidiary	Domicile	Main Business	Direct Ownership Percentage	Indirect Ownership Percentage	Year of Start of Operation
PT Menara Megah Tunggal	Jakarta	Real Estate		100.00%	
PT Trias Mitra Investama	Binjai	Real Estate		100.00%	2005
PT Permata Agung Propertindo	Jakarta	Real Estate		100.00%	
PT Kencana Mitra Lestari	Jakarta	Development, Transportation,Trading and Services		100.00%	
PT Direct Power	Bogor	Trading, Real Estate, Industry, Printing, Agribusiness, Transportation and Services		100.00%	2007
PT Mitra Mulia Kreasi	Jakarta	Development, Industry, Maining, Agribusiness, Transportation, Trading and Services		80.00%	
PT Bellanova Country Mall	Bogor	Development, Transportation, Trading, and Services		80.00%	2005
PT Sarana Global Multindo	Jakarta	Development, Transportation, Trading, and Services		100.00%	
PT Guna Sejahtera Karya	Jakarta	Development, Industry, Agribusiness, Garden, Trading, and Services		100.00%	
PT Citra Sentosa Raya	Jakarta	Trading, Real Estate, Industry, Agribusiness, Transportation and Services		100.00%	
PT Gading Nusa Utama	Jakarta	Trading, Development, Industry, Agribusiness, Garden and Services		100.00%	
Rosenet Limited	British Virgin Island	Investment		100.00%	
Sea Pejaten Pte. Ltd	Singapore	Investment		100.00%	
Continental Investment Limited	Malaysia	Investment, Trading and Services		100.00%	
PT Sandiego Hills Memorial Park	Karawang	Trading, Development, Transportation and Services		100.00%	2006
PT Pengelola Memorial Park	Karawang	Development, Trading, and Services		100.00%	2010
PT CB Commercial	Tangerang	Development, Trading, and Services		100.00%	
PT Kemilau Karyacipta Persada	Tangerang	Development, Trading, and Services		100.00%	
PT Bumi Indah Pertiwi	Tangerang	Development, Trading and Services Public		100.00%	
PT Galang Karya Usaha	Tangerang	Development, Trading, and Services		100.00%	
PT Alona Griya Utama	Tangerang	Development, Trading, Printing, and Services		100.00%	
PT Cipta Semesta Prima	Tangerang	Development, Trading, Printing and Services		100.00%	
PT Kreasi Ciptaprima Gemilang	Tangerang	Development, Trading, Printing, and Services		100.00%	
PT Manikam Mutu Prima	Tangerang	Development, Trading, Printing, and Services		100.00%	
PT Holland Village Manado	Tangerang	Development, Trading, Printing, and Services		100.00%	
PT Suporta Developa Jaya	Tangerang	Development, Trading, Printing, and Services		100.00%	
PT Wismacahaya Sentosa Megah	Tangerang	Development, Trading, Printing, and Services		100.00%	

Subsidiary	Domicile	Main Business	Direct Ownership Percentage	Indirect Ownership Percentage	Year of Start of Operation
PT Ciptaindah Selaras Persada	Tangerang	Development, Trading, Printing, and Services		100.00%	
PT Asri Griya Utama	Tangerang	Development, Trading, Printing, and Services		100.00%	
PT Cakrawala Semesta Abadi	Tangerang	Development, Trading, Printing, and Services		100.00%	
PT Sarana Sentosa Propertindo	Tangerang	Development, Trading, Printing, and Services		100.00%	
PT Bahana Megah Pratama	Tangerang	Development, Trading, Printing, and Services		100.00%	
PT Bahana Perisai Abadi	Tangerang	Development, Trading, Printing, and Services		100.00%	
PT Cahaya Puspita Raya	Tangerang	Development, Trading, Printing, and Services		100.00%	
PT Lippo Cikarang Tbk	Bekasi	Real Estate		54.37%	1989
PT Great Jakarta Inti Development	Bekasi	Town Management and Real Estate		54.37%	1992
PT Menara Inti Development	Bekasi	Real Estate		54.37%	2012
PT Tunas Pundi Bumi	Bekasi	Town Management		54.37%	2010
PT Erabaru Realindo	Bekasi	Real Estate		54.37%	
PT Dian Citimarga	Bekasi	Transportation		54.37%	1993
PT Kreasi Dunia Keluarga	Bekasi	Recreation Services		54.37%	1993
PT Chandra Mulia Adhidharma	Bekasi	Property Management		54.37%	2011
PT Tirtasari Nirmala	Bekasi	Water and Waste Treatment Plant		54.37%	2011
PT Waska Sentana	Bekasi	Real Estate		54.37%	2011
PT Swadaya Teknopolis	Bekasi	Real Estate		54.37%	2009
PT Bekasi Mega Power	Bekasi	Power Plant		54.37%	2009
PT Dunia Air Indah	Bekasi	Services Rekreasi		54.37%	2009
PT Cahaya Ina Permai	Bekasi	Real Estate		54.37%	
PT Zeus Karya Prima	Tangerang	Development, Trading, Printing, and Services		54.37%	
PT Manunggal Utama Makmur	Tangerang	Real Estate		54.37%	
PT Mahkota Sentosa Ekanusa	Bekasi	Real Estate		54.37%	
PT Mega Kreasi Teknika	Bekasi	Building Construction		54.37%	
PT Astana Artha Mas	Tangerang	Real Estate		54.37%	
PT Mega Kreasi Nusantara Teknologi	Bekasi	Real Estate		54.37%	
PT Pondera Prima Sarana	Tangerang	Real Estate		54.37%	
PT Telaga Banyu Murni	Tangerang	Real Estate		54.37%	
PT Karimata Alam Damai	Tangerang	Real Estate		54.37%	
PT Megakreasi Cikarang Damai	Tangerang	Real Estate		54.37%	
PT Megakreasi Cikarang Permai	Tangerang	Real Estate		54.37%	
PT Megakreasi Cikarang Asri	Bekasi	Real Estate		40.78%	
PT Megakreasi Propertindo Utama	Bekasi	Real Estate		40.78%	

Subsidiary	Domicile	Main Business	Direct Ownership Percentage	Indirect Ownership Percentage	Year of Start of Operation
PT Megapratama Karya Persada	Tangerang	Investment, Trading and Services	100.00%		
PT Primakarya Dunia Sentosa	Tangerang	Trading, Development and Services		100.00%	
PT Siloam International Hospitals Tbk	Tangerang	Healthcare		78.85%	2010
PT Aritasindo Permaisemesta	Jakarta	Trading, Development, Maining, Agribusiness Services, Transportation, Printing and Industry		78.85%	
PT Perdana Kencana Mandiri	Jakarta	Industry, Development, Trading, Transportation, Workshop, Printing, Agribusiness, Maining and Services		78.85%	
PT Multiselaras Anugerah	Tangerang	Development, Trading and Services		78.85%	
PT Nusa Medika Perkasa	Jakarta	Healthcare,		58.00%	
PT Siloam Graha Utama	Jakarta	Transportation, Trading and Services		78.85%	
PT East Jakarta Medika	Bekasi	Healthcare		68.43%	2002
PT Guchi Kencana Emas	Jakarta	Development, and Services		78.83%	
PT Golden First Atlanta	Jambi	Healthcare		65.43%	2008
PT Prawira Tata Semesta	Jakarta	Development, and Services		78.85%	
PT Balikpapan Damai Husada	Balikpapan	Healthcare		62.77%	2007
PT Siloam Emergency Services	Tangerang	Healthcare		78.85%	
PT Medika Harapan Cemerlang Indonesia	Tangerang	Trading, Industry and Services		78.85%	2013
PT Pancawarna Semesta	Tangerang	Trading, Industry and Services		78.85%	
PT Diagram Healthcare Indonesia	Depok	Healthcare		63.08%	2006
PT Adamanisa Karya Sejahtera	Jakarta	Trading, Industry and Services		78.85%	
PT Brenada Karya Bangsa	Tangerang	Trading, Industry and Services		78.85%	
PT Harmoni Selaras Indah	Tangerang	Trading, Industry and Services		78.85%	
PT Kusuma Primadana	Tangerang	Trading, Industry and Services		78.85%	
PT Adijaya Buana Sakti	Tangerang	Trading, Industry and Services		63.08%	
PT Siloam Sumsel Kemitraan	Tangerang	Trading, Industry and Services		44.16%	
PT RS Siloam Hospital Sumsel	Palembang	Health Services		55.20%	2012
PT Optimum Karya Persada	Jakarta	Trading, Industry and Services		78.85%	
PT Rosela Indah Cipta	Jakarta	Trading, Industry and Services		78.85%	
PT Sembada Karya Megah	Tangerang	Trading, Industry and Services		78.85%	
PT Trijaya Makmur Bersama	Tangerang	Trading, Industry and Services		78.85%	
PT Visindo Galaxi Jaya	Tangerang	Trading, Industry and Services		78.85%	
PT Tunggal Pilar Perkasa	Tangerang	Development, Trading, Printing and Services		78.85%	
PT Sembilan Raksa Dinamika	Jakarta	Health Services		78.85%	
PT Tirtasari Kencana	Serang	Development, Trading and Services		78.85%	
PT Saritama Mandiri Zamrud	Jakarta	Health Services		78.85%	

Subsidiary	Domicile	Main Business	Direct Ownership Percentage	Indirect Ownership Percentage	Year of Start of Operation
PT Gramari Prima Nusa	Medan	Development, Trading, Printing and Services		78.85%	
PT Gempita Nusa Sejahtera	Jakarta	Health Services		78.85%	
PT Krisolis Jaya Mandiri	Kupang	Health Services		78.85%	
PT Kusuma Bhakti Anugerah	Tangerang	Trading, Industry and Services		78.85%	
PT Aryamedika Teguh Tunggal	Jakarta	Health Services		78.85%	
PT Agung Cipta Raya	Semarang	Health Services		78.85%	
PT Bina Cipta Semesta	Padang	Health Services		78.85%	
PT Mega Buana Bhakti	Pangkal	Trading		78.85%	
	Pinang	Industry and Services			
PT Taruna Perkasa Megah	Yogyakarta	Trading, Industry and Services		78.85%	
PT Tataka Bumi Karya	Bogor	Trading, Industry and Services		78.85%	
PT Tataka Karya Indah	Bandung	Trading Industry and Services		78.85%	
PT Siloam Medika Cemerlang	Tangerang	Trading, Industry, and Services		78.85%	
PT Koridor Usaha Maju	Tangerang	Development, Trading, Printing and Services		78.85%	
PT Medika Sarana Traliansia	Bali	Development, Trading, Printing and Services		78.85%	2008
PT Trisaka Raksa Waluya	Tangerang	Healthcare Business and Services		78.85%	2008
PT Buana Utama Sejati	Tangerang	Health Services		78.85%	
PT Sentra Sejahtera Utama	Tangerang	Health Services		78.85%	
PT Berlian Cahaya Indah	Sorong	Health Services		78.85%	
PT Rashal Siar Cakra Medika	Jakarta	Trading, Development, Real Estate, Industry Printing, Agribusiness, Services and Transportation		78.85%	2008
PT Mulia Pratama Cemerlang	Tangerang	Trading, Development, Real Estate, Industry Printing, Agribusiness, Services and Transportation		78.85%	2008
PT Karya Pesona Cemerlang	Tangerang	Trading, Development, Real Estate, Industry Printing, Agribusiness, Services and Transportation		78.85%	
PT Indah Kemilau Abadi	Tangerang	Trading, Development, Real Estate, Industry Printing, Agribusiness, Services and Transportation		78.85%	
PT Persada Dunia Semesta	Tangerang	Trading, Development, Real Estate, Industry Printing, Agribusiness, Services and Transportation		78.85%	
PT Inti Pratama Medika	Tangerang	Trading, Development, Real Estate, Industry Printing, Agribusiness, Services and Transportation		78.85%	
PT Sentra Sehat Sejahtera	Tangerang	Trading, Development, Real Estate, Industry Printing, Agribusiness, Services and Transportation		78.85%	
PT Genta Raya Internusa	Tangerang	Trading, Development, Real Estate, Industry Printing, Agribusiness, Services and Transportation		78.85%	
PT Mahkota Buana Selaras	Tangerang	Development, Trading, Printing and Services		78.85%	
PT Eramulia Pratamajaya	Jakarta	Healthcare	100.00%		

Subsidiary	Domicile	Main Business	Direct Ownership Percentage	Indirect Ownership Percentage	Year of Start of Operation
PT Tiara Permata Gemilang	Tanah Toraja	Trading, Development, Services		100.00%	
PT Siloam Karya Sejahtera	Jakarta	Trading and Services		100.00%	
PT Siloam Tata Prima	Surabaya	Development, Transportation, Trading and Services		100.00%	
PT Sentra Sarana Karya	Makassar	Development, Transportation, Trading and Services		100.00%	
PT Sarana Dinamika Perkasa	Jakarta	Development, Transportation, Trading and Services		100.00%	
PT Mahaduta Purnama	Jakarta	Development, Transportation, Trading and Services		100.00%	
PT Buana Mandiri Selaras	Jakarta	Development and Services		100.00%	
PT Serasi Adikarsa	Jakarta	Trading, Industry, Development and Maining		100.00%	
PT Kalanusa Intan Cemerlang	Tangerang	Trading, Development, Printing and Services		100.00%	
PT Garuda Asa Kencana	Tangerang	Development, Trading and Services		100.00%	
PT Cahaya Jaya Raya	Tangerang	Trading, Development, Printing and Services		100.00%	
PT Waluya Graha Loka	Tangerang	Trading, Development, Printing and Services		100.00%	
PT Nusantara Indah Semesta	Tangerang	Trading, Development, Printing and Services		100.00%	
PT Magenta Sinar Abadi	Tangerang	Trading, Development, Printing and Services		100.00%	
PT Pesona Puspita Gemilang	Tangerang	Trading, Development, Printing and Services		100.00%	
PT Caraka Cipta Sejahtera	Tangerang	Trading, Development, Printing and Services		100.00%	
PT Sentra Mutiara Timur	Tangerang	Trading, Development, Printing and Services		100.00%	
PT Abadi Jaya Sakti	Tangerang	Investment, Trading and Services	100.00%		
PT Tigamitra Ekamulia	Jakarta	General	0.01%	99.99%	1998*
PT Shimatama Graha	Jakarta	Restaurant, Cafe and Catering		100.00%	1989
PT Aryaduta International Management	Jakarta	Hotel Management		100.00%	1998
PT Aryaduta Surabaya Management	Surabaya	Services		100.00%	
PT Aryaduta Medan Management	Medan	Services		100.00%	
PT Aryaduta Karawaci Management	Tangerang	Services		100.00%	
PT Aryaduta Makassar Management	Makassar	Services		100.00%	
PT Aryaduta Residences	Jakarta	Services		100.00%	
PT Aryaduta Hotels & Resorts	Jakarta	Services		100.00%	
PT Zodia Karya Indah	Tangerang	Development, Trading, Printing and Services		100.00%	

Subsidiary	Domicile	Main Business	Direct Ownership Percentage	Indirect Ownership Percentage	Year of Start of Operation
PT Lippo Hotel Indonesia	Tangerang	Services	75.00%	25.00%	
PT Aryaduta Kuta Bali	Badung	Tourism		100.00%	
PT Cahaya Gemerlap Abadi	Tangerang	Development, Trading, and Services		100.00%	
PT Lippo Horesi Indonesia	Tangerang	Development, Trading, and Services	75.00%	25.00%	
PT Graha Jaya Pratama	Tangerang	Real Estate	100.00%		
PT Tataguna Cemerlang	Jakarta	Trading, Real Estate and Development		100.00%	
PT Aresta Amanda Lestari	Jakarta	Trading		100.00%	
PT Aresta Permata Utama	Jakarta	Trading		100.00%	
PT Fajar Usaha Semesta	Jakarta	Trading		100.00%	
PT Fajar Raya Cemerlang	Jakarta	Trading		100.00%	
PT Fajar Abadi Aditama	Jakarta	Trading		100.00%	
PT Nuansa Indah Lestari	Jakarta	Trading		100.00%	
PT Metropolitan Permaisemesta	Jakarta	Trading		89.74%	
PT Mulia Sarana Sakti	Makassar	Trading		100.00%	
PT Makassar Permata Sulawesi	Jakarta	Trading		89.74%	
PT Gowa Makasar Tourism Development Tbk	Makassar	Real Estate	4.92%	52.36%	1997
PT Kenanga Elok Asri	Makassar	Development, Trading, Printing and Services		57.28%	
PT Krisanta Esa Maju	Tangerang	Development, Trading, Printing and Services		57.28%	
PT Tribuana Jaya Raya	Makassar	Development, Trading, Printing and Services		77.56%	
PT Griya Megah Sentosa	Makassar	Trading, Development, Printing and Services		57.28%	
PT Griya Eksotika Utama	Makassar	Development, Trading, Printing and Services		57.28%	

#### Statement of The Board of Commissioners and Board of Directors Regarding

## Responsibility for the 2014 Annual Report of PT Lippo Karawaci Tbk.

We, the undersigned, hereby declare that all information in the annual report of PT Lippo Karawaci Tbk for the year 2014 has been presented in its entirety, and that we assume full responsibility for the accuracy of the contents of such annual report.

This statement is duly made in all integrity.

Lippo Village, March 2015

#### **BOARD OF COMMISSIONERS** BOARD OF DIRECTORS Theo L. Sambuaga Surjadi Soedirdja Ketut Budi Wijaya Tjokro Libianto President Commissioner Vice President Commissioner President Director Director and Independent Commissioner **Agum Gumelar** Tanri Abeng Jenny Kuistono Rahmawaty Independent Commissioner Independent Commissioner Director Independent Director **Farid Harianto** Prof. Dr. Muladi, SH Ninik Prajitno Stephen Choo Kooi Yoon Independent Commissioner Independent Commissioner Director Director Viven G. Sitiabudi Sutiyoso Independent Commissioner Commissioner Benny Haryanto Djie

Commissioner

## FINANCIAL REPORT

#### PT LIPPO KARAWACI TBK AND SUBSIDIARIES

Consolidated Financial Statements For the Years Ended December 31, 2014 and 2013



#### DIRECTORS' STATEMENT

## THE RESPONSIBILITY FOR PT LIPPO KARAWACI TBK & SUBSIDIARIES CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2014

We the undersigned:

Name : Ketut Budi Wijaya

Address : Menara Matahari Lt. 22

Jin. Bulevar Palem Raya No. 7

Lippo Karawaci, Tangerang 15811

Residential Address : Jln. Percetakan Negara II/3
(as in identity card) Johar Baru, Jakarta Pusat.

Telephone : (021)2566 9000
Title : President Director

2. Name : Ninik Prajitno

Address : Menara Matahari Lt. 22

Jln. Bulevar Palem Raya No. 7

Lippo Karawaci, Tangerang 15811

Residential Address : Jln. Prisma Block B.3/24

(as in identity card) Taman Kedoya Permai, Jakarta Barat

Telephone : (021)2566 9000
Title : Finance Director

#### State that:

- We are responsible for the preparation and the presentation of the consolidated financial statements of PT Lippo Karawaci Tbk ("the Company);
- The Company's consolidated financial statements have been prepared and presented in accordance with generally accepted accounting principles in Indonesia;
- a. All information contained in the Company's consolidated financial statements is complete and correct;
  - The Company's consolidated financial statements do not contain misleading material information or facts and do not omit material information or facts; and
- We are responsible for the Company's internal control system.

This statement is issued to the best of our knowledge and belief.

Lippo Karawaci, 3 March 2015

PT Lippo Karawaci Tbk

Ketut Budi Wijaya

President Director

Ninik Projitno Finance Director



#### Aryanto, Amir Jusuf, Mawar & Saptoto

This report is originally issued in Indonesia language

Number: R/150.AGA-E/dwd.1/2015

Kartor Alimini Publis Aryanto, Amir Jusuf, Mawar S Saptoto RSM AAJ Asociales Plaza ASIA, 16<sup>th</sup> Finor X, Jend Sadirman Kax, 59 Jakerta (2790 - Indonesia T =62 21 5140 1340 F =62 21 5140 1350 www.tsm.abjassociales.com

#### Independent Auditors' Report

The Stockholders, Commissioners and Directors. PT Lippo Karawaci Tbk

We have audited the accompanying consolidated financial statements of PT Lippo Karawaci Tbk and its subsidiaries, which comprise the consolidated statement of financial position as of December 31, 2014 and the consolidated statement of comprehensive income, statement of changes in equity, and statement of cash flow for the year then ended, and a summary of significant accounting policies and other explanatory information.

#### Management's responsibility for the consolidated financial statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with Indonesian Financial Accounting Standards, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

#### Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statement based on our audit. We conducted our audit in accordance with Standards on Auditing established by the Indonesian Institute of Certified Public Accountants. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether these consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.



This report is originally issued in Indonesia language

#### Opinion

In our opinion, the accompanying consolidated financial statements present fairly, in all material respect, the consolidated financial position of PT Lippo Karawaci Tbk and its subsidiaries as of December 31, 2014, and their consolidated financial performance and cash flows for the year then ended, in accordance with Indonesian Financial Accounting Standards.

Aryanto, Amir Jusuf, Mawar & Saptoto

Didik Wahyudiyanto

Public Accountant License Number, AP. 0502

Jakarta, March 3, 2015

## PT LIPPO KARAWACI Tbk **AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF FINANCIAL POSITION**

As of December 31, 2014 and 2013 (Expressed In Full Rupiah, Unless Otherwise Stated)

ASET	Notes	2014 Rp	2013 Rp
Current Assets			
Cash and Cash Equivalents	2.c, 2.d, 2.f, 2.x, 3, 9, 42, 44	3,529,169,475,504	1,855,051,780,961
Trade Accounts Receivable	2.x, 2.y, 4, 44		
Third Parties	2.c, 42	947,553,882,292	769,239,450,809
Related Parties	2.f, 9	3,549,747,604	2,432,208,891
Other Current Financial Assets	2.c, 2.s, 2.x, 2.y, 5, 40.d, 42, 44	8,111,010,264,150	6,778,482,488,250
Inventories	2.g, 2.l, 2.m, 6	16,553,035,543,518	13,894,009,358,067
Prepaid Taxes	2.u, 17.c	621,469,444,851	576,053,458,431
Prepaid Expenses	2.h, 7, 40.b	196,903,364,687	137,858,917,501
Total Current Assets		29,962,691,722,606	24,013,127,662,910
Non-Current Assets			
Due from Related Parties Non-Trade	2.f, 2.x, 9, 44	14,788,363,567	9,737,396,584
Other Non-Current Financial Assets	2.c, 2.x, 8, 42, 44	619,925,241,308	518,798,100,269
Investments in Associates	2.e, 2.f, 9, 10	123,283,762,281	130,431,496,396
Investment Property	2.i, 2.k, 2.m, 11	310,304,754,503	306,361,105,208
Property and Equipment	2.j, 2.m, 2.y, 12	3,208,762,510,252	2,810,892,282,327
Intangible Assets	2.n, 2.o, 2.y, 13, 45	522,577,738,505	331,840,973,411
Deferred Tax Assets	2.u, 2.y, 17.b	52,255,688,231	50,363,528,322
Advances	14	1,711,441,680,688	1,456,429,749,828
Land for Development	2.g, 15	1,136,227,496,536	1,611,411,858,630
Other Non-Current Non-Financial Assets		98,961,735,218	60,968,276,381
Total Non-Current Assets		7,798,528,971,089	7,287,234,767,356
TOTAL ASSETS		37,761,220,693,695	31,300,362,430,266

# PT LIPPO KARAWACI Tbk **AND SUBSIDIARIES**

# **CONSOLIDATED STATEMENTS OF FINANCIAL POSITION (Continued)**

As of December 31, 2014 and 2013

(Expressed In Full Rupiah, Unless Otherwise Stated)

LIABILITIES AND EQUITY	Notes	2014 Rp	2013 Rp
LIABILITIES			
Current Liabilities Trade Accounts Payable - Third Parties Accrued Expenses Taxes Payable Short-Term Employment Benefits Liabilities Short-Term Bank Loans Current Portion of Long-Term-Bank Loans Other Current Financial Liabilities Advances from Customers Deferred Income Deferred Gain on Sale and Leaseback Transactions Total Current Liabilities	2.c, 2.x, 18, 42, 44 2.c, 2.l, 2.t, 2.x, 16, 42, 44 2.u, 17.d 2.f, 2.q, 2.y, 9, 44 2.x, 19, 44 2.x, 21, 44 2.x, 20, 42, 44 2.t, 24 2.f, 2.t, 9, 25 2.k, 26, 40.b	395,133,955,463 1,125,429,552,800 647,229,469,182 18,383,620,765 173,540,195,011 12,435,856,488 407,086,748,603 2,456,690,149,393 362,175,439,809 127,287,435,838 5,725,392,423,352	397,748,177,608 551,608,473,508 253,597,145,454 13,318,752,901 4,927,167,196 11,792,174,233 300,183,744,169 3,076,033,864,066 112,750,964,416 119,603,248,421 4,841,563,711,972
Non-Current Liabilities Long-Term Bank Loans Due to Related Parties Non-Trade Bonds Payable Other Non-Current Financial Liabilities Long-Term Employment Benefits Liabilities Deferred Tax Liabilities Advances from Customers Deferred Income Deferred Gain on Sale and Leaseback Transactions	2.x, 21, 44 2.f, 2.x, 9, 44 2.c, 2.p, 2.x, 22, 42, 44 2.x, 44 2.f, 2.q, 2.y, 9, 23 2.u, 2.y, 17.b 2.t, 24 2.f, 2.t, 9, 25 2.k, 26, 40.b	30,525,083,739 3,379,278,119 9,780,611,296,551 67,387,383,763 218,394,264,254 28,147,868,966 2,695,672,067,330 418,009,418,689 1,147,252,565,727	42,960,940,232 3,828,292,119 7,747,839,607,892 50,996,677,731 187,635,603,635 11,983,104,371 2,245,662,396,406 715,824,259,042 1,274,494,531,641
Total Non-Current Liabilities Total Liabilities		14,389,379,227,138 20,114,771,650,490	12,281,225,413,069 17,122,789,125,041
EQUITY Equity Attributable to Owner of the Parent Company Capital Stock Par Value - Rp100 Authorized Capital - 64,000,000,000 shares Issued and Fully Paid - 23,077,689,619 shares Additional Paid-in Capital - Net Difference in Transactions with Non-Controlling Interest Other Component Equity Treasury Stock Retained Earnings Other Comprehensive Income	27 2.r, 2.x, 28 2.b, 29 2.x, 30 2.x, 27	2,307,768,961,900 4,063,148,621,880 529,570,372,012 1,105,101,368,218 (216,524,113,794) 6,975,737,954,433 840,369,302,174	2,307,768,961,900 4,063,148,621,880 (185,773,768,543) 1,105,101,368,218 (216,524,113,794) 4,748,452,643,994 978,701,350,944
Total Equity Attributable to Owner of the Parent Non-Controlling Interests Total Equity TOTAL LIABILITIES AND EQUITY	2.n, 33	15,605,172,466,823 2,041,276,576,382 17,646,449,043,205 37,761,220,693,695	12,800,875,064,599 1,376,698,240,626 14,177,573,305,225 31,300,362,430,266

The accompanying notes form an integral part of these consolidated financial statements

## PT LIPPO KARAWACI Tbk **AND SUBSIDIARIES**

# CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

	Notes	2014 Rp	2013 Rp
REVENUES COST OF SALES	2.f, 2.t, 2.y, 9, 34 2.t, 35	11,655,041,747,007 (6,257,664,110,188)	6,666,214,436,739 (3,619,571,510,440)
GROSS PROFIT		5,397,377,636,819	3,046,642,926,299
Operating Expenses Other Income Other Expenses	2.t, 36 2.t, 38 2.t, 38	(2,120,565,543,596) 595,445,979,296 (63,467,956,030)	(1,534,231,202,817) 585,090,607,595 (154,481,982,099)
PROFIT FROM OPERATIONS		3,808,790,116,489	1,943,020,348,978
Financial Charges - Net Share in the Profit of Associates	37 2.e, 2.f, 10	(122,050,717,802) 8,239,143,222	(26,711,729,704) 8,521,607,706
PROFIT BEFORE TAX		3,694,978,541,909	1,924,830,226,980
Tax Expenses	2.t, 2.u, 17.a	(559,762,631,282)	(332,339,012,284)
PROFIT FOR THE YEAR		3,135,215,910,627	1,592,491,214,696
OTHER COMPREHENSIVE INCOME Gain from Translation of Financial Statements Loss on Changes in Fair Value of	2.c, 32	117,468,872,709	551,913,534,644
Available-for-Sale Financial Assets	2.c, 2.x, 5, 32	(255,800,921,479)	(468,256,797,333)
TOTAL OTHER COMPREHENSIVE INCOME FOR THE YEAR		(138,332,048,770)	83,656,737,311
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		2,996,883,861,857	1,676,147,952,007
Profit for the Year Attributable to: Owner of the Parent Non-Controlling Interests	2.b	2,547,285,310,439 587,930,600,188	1,228,230,222,876 364,260,991,820
		3,135,215,910,627	1,592,491,214,696
Total Comprehensive Income for the Year Attributable to: Owner of the Parent		2,408,953,261,669	1,311,886,960,187
Non-Controlling Interests	2.b	587,930,600,188	364,260,991,820
		2,996,883,861,857	1,676,147,952,007
EARNINGS PER SHARE		_	
Basic, Profit for the Year Attributable to Ordinary Shareholders of the Parent	2.v, 39	111.86	53.94

These consolidated financial statements are originally issued in Indonesian language

# CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY PT LIPPO KARAWACI Tbk **AND SUBSIDIARIES**

								Total Equity Attrib.	Total Equity Attributable to Owner of Parent	Parent							
			Additi	Additional Paid-in Capital - Net	- Net												
			6	Difference in Value from Restructuring Transactions between	-	Difference in			Retained Earnings		Other	Other Comprehensive Income	ē				
	Notes	Issued and Fully Paid Capital Stock Ro	Paid-in Capital Excess of Par - Net Ro	Entities Under Common Control- Net Ro	Total Ro	Transactions with Non-Controlling Interest Ro	Treasury Stock Ro	Appropriated Rp	Unappropriated Ro	Total	Translation of Financial Statements Ro	Available for Sale Financial Assets Ro	Total	Other Component Equity Ro	Total Ro	Non-Controlling Interest Ro	Total Ro
BALANCE AS OF DECEMBER 31, 2012		2,307,768,961,900	4,043,6	19,5;	4,063,148,621,880	(242,8	(216,52	6,000,000,000	3,784,3	3,790	. 09	894,254,875,437	954,389,097,088		10,656,116,736,765	653,710	11,470,106,390,475
Equity Changes in 2013																	
Dividend and Reserved Fund	31	1	:	:	:	1	;	1,000,000,000		(271,000,000,000) (270,000,000,000)	1	1	:	:	(270,000,000,000)	;	(270,000,000,000)
Disposal of Shares in Subsidiary	29	ı	:	:	;	51,469,368,683	;	I	:	:			;	;	51,469,368,683	:	51,469,368,683
Dividend Distribution In Subsidiary		1	:	:	;	1	:	1	:		1	1	:	:	:	(42,222,932,031)	(42,222,932,031)
Acquisition of Shares in Subsidiary	29	1	:	:	;	5,645,114,201	:	1	:		1	1	:	;	5,645,114,201	(8,165,114,201)	(2,520,000,000)
Difference in Foreign Currency from Transactions of Non-controlling Interest	32	;	;	:	:	1	;	1	!	1	(59,344,483,455)	1	(59,344,483,455)	1	(59,344,483,455)	•	(59,344,483,455)
Additional Paid-in Capital from Subsidiary Through Initial Public Offering	30	1	1	1	1	ı	1	1	1	1	Í	ı	ı	1,105,101,368,218	1,105,101,368,218	221,631,120,271	1,326,732,488,489
Acquisition of Subsidiary		ı	:	:	;	1	:	ı	:		1	ı	:	:	:	27,204,521,057	27,204,521,057
Total Comprehensive Income for the Year			:		:	1	أ	1	1,228,230,222,876	1,228,230,222,876	551,913,534,644	(468,256,797,333)	83,656,737,311		1,311,886,960,187	364,260,991,820	1,676,147,952,007
BALANCE AS OF DECEMBER 31, 2013		2,307,768,961,900	4,043,613,274,615	19,535,347,265	4,063,148,621,880	(185,773,768,543)	(216,524,113,794)	7,000,000,000	4,741,452,643,994	4,748,452,643,994	552,703,272,840	425,998,078,104	978,701,350,944	1,105,101,368,218	12,800,875,064,599	1,376,698,240,626	14,177,573,305,225
Dividend and Reserved Fund	31	ı	:	:	;	ı	;	1,000,000,000	(321,000,000,000)	(320,000,000,000)	1	ī	;	;	(320,000,000,000)	:	(320,000,000,000)
Disposal of Shares in Subsidiary	29	1	:	:	;	741,092,494,948	:	1	:		1		:	•	741,092,494,948	116,907,505,052	858,000,000,000
Dividend Distribution In Subsidiary		1	1	1	;	1	1	1	1		1	1	;	•	;	(29,228,373,877)	(29,228,373,877)
Acquisition of Shares in Subsidiary	29	1		:	;	(25,748,354,393)		1	•		1	1	:		(25,748,354,393)	(19,281,645,607)	(45,030,000,000)
Non-controling Interest		1	•	•	,	1	•	1	•		1	ı	;	•	;	8,250,250,000	8,250,250,000
Total Comprehensive Income for the Year		1	;		:	1	Î ا	-	2,547,285,310,439	2,547,285,310,439	117,468,872,709	(255,800,921,479)	(138,332,048,770)		2,408,953,261,669	587,930,600,188	2,996,883,861,857
BALANCE AS OF DECEMBER 31, 2014		2,307,768,961,900	4,043,613,274,615	19,535,347,265	4,063,148,621,880	529,570,372,012	(216,524,113,794)	8,000,000,000	6,967,737,954,433	6,975,737,954,433	670,172,145,549	170,197,156,625	840,369,302,174	1,105,101,368,218	15,605,172,466,823	2,041,276,576,382	17,646,449,043,205

The accompanying notes form an integral part of these consolidated financial statements

## PT LIPPO KARAWACI Tbk **AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF CASH FLOWS**

For the Years Ended December 31, 2014 and 2013 (Expressed In Full Rupiah, Unless Otherwise Stated)

	Notes	2014 Rp	2013 Rp
CASH FLOWS FROM OPERATING ACTIVITIES			· ·
Collections from Customers		10,860,045,389,639	7,810,716,658,086
Payments to Suppliers		(7,656,034,420,150)	(8,002,801,477,895)
Payments to Employees		(1,288,080,174,631)	(926,561,441,291)
Interest Received		64,860,824,565	93,717,333,882
Tax Payments		(450,403,061,640)	(493,771,036,685)
Interest Payments		(798,918,462,470)	(560,124,264,854)
Net Cash Provided by (Used in) Operating Activities		731,470,095,313	(2,078,824,228,757)
CASH FLOWS FROM INVESTING ACTIVITIES			
Property and Equipment			
Disposal		665,198,588	814,869,309,976
Acquisition		(625,009,364,434)	(1,288,374,464,375)
Receipt of Hotel and Hospital Performance Guarantee		156,000,000,000	102,000,000,000
Acquisition of Investment Property		(21,460,468,648)	(22,911,940,070)
Receipt of Dividend		247,350,342,124	312,795,102,215
Purchases of Minority Interest in Subsidiary	1.c	(45,030,000,000)	(2,520,000,000)
Acquisition of Subsidiaries, Net of Cash Transferred	1.c		321,102,682,275
Placement of Restricted Funds		(101,127,141,039)	(116,166,840,489)
Acquisition of Subsidiries, Net of Cash Acquired	1.c, 45	(206,525,706,710)	(160,815,519,862)
Disposal of Share in Subsidiary	1.c	858,000,000,000	53,100,000,000
Disposal of Investments in Association	10	15,295,000,000	
Placement of Investments and Advances		(626,756,261,175)	(593,399,462,251)
Net Cash Used in Investing Activities		(348,598,401,294)	(580,321,132,581)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from Bond Issuance	22		
Received		1,716,600,000,000	1,347,241,187,500
Repayment			(1,211,305,833,210)
Issuance Cost		(127,071,741,361)	(23,419,111,967)
Proceeds from Capital Raising through Initial Public Offering of Subsidiary			
Received			1,404,900,000,000
Stock Issuance Cost		(1,899,274,884)	(78,466,324,884)
Proceeds from Short-Term Bank Loan			
Received		570,000,000,000	
Payment		(401,386,972,185)	
Receipts from (Payment to) Related Parties - net		(5,499,980,983)	2,362,551,181
Dividend Distribution to:		(	/
Owners of the Parent Company	31	(320,000,000,000)	(270,000,000,000)
Non-Controlling Interest		(29,228,373,877)	(18,205,678,140)
Long-Term Bank Loans			
Receipts			73,583,300
Payments		(81,381,882,713)	(11,218,103,421)
Net Cash Provided by Financing Activities		1,320,131,773,997	1,141,962,270,359
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS		1,703,003,468,016	(1,517,183,090,979)
Effect of Foreign Exchange on Cash and Cash Equivalents at the End of the Year		(28,885,773,473)	34,877,464,021
BEGINNING BALANCE OF CASH AND CASH EQUIVALENTS		1,855,051,780,961	3,337,357,407,919
ENDING BALANCE OF CASH AND CASH EQUIVALENTS		3,529,169,475,504	1,855,051,780,961

Additional information that does not affect the activity of cash flows are presented in Note 46.

These consolidated financial statements are originally issued in Indonesian language

## PT LIPPO KARAWACI Tbk AND SUBSIDIARIES NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the Years Ended December 31, 2014 and 2013 (Expressed In Full Rupiah, Unless Otherwise Stated)

#### 1. General

#### 1.a. The Company's Establishment

PT Lippo Karawaci Tbk ("the Company") was established under the name of PT Tunggal Reksakencana on October 15, 1990 based on the Deed of Establishment No. 233, which was made in the presence of Misahardi Wilamarta, S.H., a notary in Jakarta. The deed of establishment was approved by the Minister of Justice of the Republic of Indonesia in his Decree No. C2-6974.HT.01.01.TH.91 dated November 22, 1991 and was published in the State Gazette No. 62, Supplement No. 3593 on August 4, 1992. The Company's articles of association has been amended several times, and the latest was by partial of the Deed of Annual General Meeting of Stockholders No. 34 dated July 19, 2013, made in the presence of Sriwi Bawana Nawaksari, a notary in Tangerang, in relation to the approval to change and rearrange article 12:2, 12:3 and 12:5, article 14:15, article 17:3, article 19:2 and article 21:9 of the Company's article of association. The deed was received by the Minister of Law and Human Rights of the Republic of Indonesia in his decree No.AHU-AH.01.10.32306 dated August 1, 2013.

In accordance with article 3 of the Company's articles of association, the Company's scope of activities include real estate, urban development, land purchasing and clearing, land cut and fill, land development and excavation; infrastructure development; planning, developing, leasing, selling and managing of buildings, houses, offices and industrial estates, hotels, hospitals, commercial centers and sports centers, supporting infrastructure, including but not limited to golf courses, club houses, restaurants, other entertainment centers, medical laboratories, medical pharmacies and related facilities, directly or by investment or capital divestment; build and operate environment infrastructure, build and manage public facilities and accommodation services and operating activities in services consisting of public transportation, security services and other supporting services, except for legal and taxation services.

The Company started commercial operations in 1993. As of the reporting date, the Company's main activity is in the field of Urban Development, Large Scale Integrated Development, Retail Malls, Healthcare, Hospitality and Infrastructure, and Property and Portfolio Management. The work area of the Company and subsidiaries ("the Group"), includes Sumatera, Java, Bali, Kalimantan, Sulawesi, Nusa Tenggara and several subsidiaries domiciled in Singapura, Malaysia and Seychelles.

The Company is domiciled at JI Boulevard Palem Raya No. 7, Menara Matahari 22nd - 23rd floor, Lippo Karawaci Central, Tangerang 15811, Banten - Indonesia. The Company is a member of the Lippo Group.

#### 1.b. The Company's Initial Public Offering

The Company's initial public offering of 30,800,000 shares was declared effective by the Chairman of Capital Market and Financial Institution Supervisory Agency (Bapepam-LK) (formerly Capital Market Supervisory Board) in his Decree No. S-878/PM/1996 dated June 3, 1996, and was listed in the Indonesian Stock Exchange on June 28, 1996.

Subsequently, the Company offered 607,796,000 shares to its existing stockholders through Limited Public Offering I, as approved by the Decree of the Chairman of Bapepam-LK in his letter No. S-2969/PM/1997 dated December 30, 1997. These shares were listed in the Indonesian Stock Exchange on January 16, 1998.

On July 30, 2004, the Company acquired and merged with several companies. As part of the merger, the Company issued 1,063,275,250 new shares which increased the Company's total outstanding shares to 2.050,943,750 shares. The increase of authorized, issued and fully paid capital was approved by the Minister of Law and Human Rights of the Republic of Indonesia in his Decree No. C-19039.HT.01.04.Th.04 dated July 30, 2004.

For the Years Ended December 31, 2014 and 2013 (Expressed In Full Rupiah, Unless Otherwise Stated)

> In 2004, the Company offered 881,905,813 common shares at par value of Rp 500 to the stockholders through Limited Public Offering II in connection with Preemptive Rights Issuance and issued 529,143,440 Warrants Series I as a compliment to stockholders who exercised their rights in the Limited Public Offering II. This offering was approved by the Decree of the Chairman of Bapepam-LK in his Letter No. S-3357/PM/2004 dated October 29, 2004. These shares were listed in the Indonesian Stock Exchange on January 20, 2005.

> On July 28, 2006, the Company exercised stock split from one to two shares. The outstanding 5,871,017,072 shares as of December 31, 2006 have been listed in the Indonesian Stock Exchange.

> On December 26, 2007, the Company exercised stock split from Rp 250 to Rp 100 per share. The outstanding 17,302,151,695 shares as of December 31, 2007 have been listed in the Indonesian Stock Exchange.

> In December 2010, the Company offered 4,325,537,924 common shares with a par value of Rp 100 to the stockholders through Limited Public Offering III. This offering has received an effective notice of registration statement through the letter of the Chairman of Bapepam-LK No. S-10674/BL/2010, dated November 29, 2010 and was approved by the stockholders through a resolution of the EGM on same date. On December 29, 2010 these shares were listed in the Indonesian Stock Exchange.

> Based on the Deed of Extraordinary General Meeting of Stockholders (EGMS) No. 02 dated May 3, 2010 which was made in the presence of Unita Christina Winata, SH, a notary in Jakarta, which was recently updated by the Deed of EGMS Resolution No. 13 dated March 9, 2011, made in the presence of same notary, the stockholders approved the issuance of new shares within the framework of the Non Preemptive Rights Issuance (NPRI) with a maximum of 10% of paid-in capital or 2,162,768,961 shares. The NPRI can be implemented at once and / or gradually within a period of 2 (two) years as approved by the EGMS. On June 6, 2011, the addition of 1,450,000,000 shares has been issued. The new shares were listed in the Indonesian Stock Exchange on June 8, 2011.

> Based on the Deed of EGMS No. 19 dated November 15, 2011 which was made in the presence of Unita Christina Winata, SH, a notary in Jakarta, the shareholders approved the repurchase (buyback) of outstanding shares. In 2011, the number of shares repurchased amounted to 96,229,500 shares, bringing the total number of ordinary shares outstanding as of the December 31, 2011 amounted to 22,981,460,119 shares. The Company has reported this buyback to Bapepam-LK in its letter No. 005/LK-COS/I/2012 dated January 13, 2012.

> The repurchased of the outstanding ordinary shares made in 2012 totalling 209,875,000 shares, bringing the outstanding shares as of December 31, 2012 amounted to 22,771,585,119 shares. The Company has reported this buyback to Bapepam-LK in its letter No. 175/LK-COS/VII/2012 dated July 13, 2012.

These consolidated financial statements are originally issued in Indonesian language

## PT LIPPO KARAWACI Tbk AND SUBSIDIARIES NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

## 1.c. The Company's Structure

The Company has ownership of more than 50%, either direct or indirectly, in the following subsidiaries:

	Business	Ownership Percentage	Ownership Percentage	Starting Operation	2014 Rp	2013 Rp
Singapore	investment	100.00%	_	-	10,233,632,441,423	8,100,341,636,642
Singapore	Trading	-	100.00%	-	10,183,435,340,378	8,099,977,832,535
Singapore		100.00%	-	-		5,756,864,822
					4,646,411,779	4,871,621,023
Singapore	Trading	100.00%	-	-	455,785,406,201	327,604,173,495
0:			400.000/		455 705 445 000	207 004 402 402
Singapore	Trading	-	100.00%	-	455,785,415,623	327,604,183,123
Singapore	investment,	-	100.00%	2006	455,785,406,201	327,604,173,495
	and Services					
Malaysia	investment, Trading	100.00%	-	-	478,464,512,018	473,463,467,740
Malaysia	Trading	-	100.00%	-	478,464,524,458	473,463,479,929
Cinnanara			100 000/	2007	470 464 540 040	472 462 467 74
Siligapore	Trading	-	100.00%	2007	470,404,512,010	473,463,467,740
Tangerang		100 00%	_	_	7 937 655 412 752	5,033,684,100,079
Tangerang	Real Estate	-	100.00%	_	25,546,934,531	22,342,846,137
Jakarta	Real Estate		90.00%	-	44,590,731,858	19,104,249,992
Bandung	investment, Trading	-	81.00%	-	44,594,110,337	44,236,407,943
_						
langerang	Trading	-	100.00%	-	580,592,942	583,842,942
Tangarang			100.00%		EGA 260 262 170	459,602,540,578
rangerang	Trading	-	100.00%	-	504,200,255,179	459,002,540,576
Jakarta			100.00%		20.153.684.173	20,172,372,441
oundre	Trading		100.00%		20,100,001,110	20,112,012,111
Tangerang	Development, Trading	-	100.00%	-	6,484,801,290	8,412,773,847
Tangerang	Development,	-	100.00%	-	10,494,851,647	12,215,080,640
Tangerang	Development, Trading	-	100.00%	-	114,452,874,393	114,945,635,777
	and Services					
Tangerang	Development, Trading	-	100.00%	-	125,747,926,689	125,740,248,877
_						
langerang	Trading	-	100.00%	-	877,028,352,524	125,764,474,163
Tangerang		_	100.00%	_	62 859 299 858	116,253,296,282
rungerung	Trading		100.0070		02,000,200,000	110,200,230,202
Jakarta	Services	-	100.00%	-	116,209,887,731	116,253,296,282
Jakarta	Development and Services	-	80.00%	-	126,269,155	126,269,155
Tangerang	Development, Trading	-	100.00%	-	837,936,902	869,375,000
-			400.000/		00 505 050 045	504 400 000
Tangerang	Trading	-	100.00%	-	80,585,959,945	584,400,000
Jakarta		_	100.00%	2003	4.613.658.074.695	3,363,549,073,489
Jakarta	Development, Trading	-	100.00%		98,312,623,408	17,337,397,886
	and Services					
Jakarta	Development, Trading	-	100.00%	-	120,443,039,582	1,000,000,000
Tene			100.000/		0.470.004.040	0.400.000.400
rangerang	Development, Trading, Printing	-	100.00%	-	Z,4/3,364,U10	2,498,880,492
	and Services					
Manado	Development, Trading,	-	100.00%	-	244,372,362,940	143,584,829,329
Tangerang	and Services Development,	_	100.00%	-	29,987,464,604	30,017,757,025
	Singapore Malaysia Malaysia Singapore Tangerang Tangerang Jakarta Bandung Tangerang	Singapore Malaysia	Singapore investment 100.00% Singapore Trading Investment 100.00% Singapore Investment 100.00% Singapore Investment, 100.00% Trading and Services Investment, Inve	Singapore   investment   100.00%   -   100.00%	Singapore   investment   100.00%   -   -   -	Percentage

PT Bimasakti Jaya Abadi and Subsidiaries  Jakarta  Development, Trading, Printing and Services  PT Kuta Beach Paragon and Subsidiaries  Tangerang  PT Graha Buana Utama and Subsidiaries  PT Graha Buana Utama and Subsidiaries  Business  Jakarta Development, Trading, Printing and Services Development, Trading and Services Development, Trading and Services  PT Graha Buana Utama and Subsidiaries  Tangerang Development, Trading and Services	2014 Rp 684,601,729,872 468,915,359,383	2013 Rp 570,249,935,364
Trading, Printing and Services  PT Kuta Beach Paragon and Subsidiaries  Tangerang Development, Trading and Services  PT Graha Buana Utama and Subsidiaries Tangerang Development, Trading		570,249,935,364
Printing and Services  PT Kuta Beach Paragon and Subsidiaries Tangerang Development, 100.00% Trading and Services  PT Graha Buana Utama and Subsidiaries Tangerang Development, 100.00% Trading	468,915,359,383	
PT Kuta Beach Paragon and Subsidiaries Tangerang Development, 100.00% Trading and Services PT Graha Buana Utama and Subsidiaries Tangerang Development, 100.00% Trading	468,915,359,383	
Trading and Services PT Graha Buana Utama and Subsidiaries Tangerang Development, 100.00% Trading	100,010,000,000	410,493,719,197
PT Graha Buana Utama and Subsidiaries Tangerang Development, 100.00% Trading		110,100,110,101
	449,860,654,085	371,219,215,792
PT Berkat Langgeng Jaya and Subsidiaries Tangerang Development, 100.00%	450,427,476,085	371,186,037,792
Trading and Services		
PT Pamor Paramita Utama Badung Development, 87.50% 2013 Trading	439,900,736,204	360,853,919,066
and Services		
PT Surya Megah Lestari Jakarta Development, 100.00% Trading,	3,999,011,976	3,997,387,808
Printing, Land		
Transport,		
Industry, Agriculture and Services		
PT Gunung Halimun Elok Tangerang Development, 100.00% Trading	324,147,004,722	110,465,283,369
and Services		
PT Danisa Indah Cipta and Subsidiary Tangerang Trading 100.00% Industry,	544,184,929	557,734,957
Printing		
and Services PT Fajarindo Sinar Sakti Tangerang Trading 100.00%	101,389,170	119,683,093
Industry, Printing		
and Services	0.740.400.040	4 400 705 400
PT Jaya Makmur Bersama Badung Development, 100.00% Trading	3,743,180,248	4,109,795,193
and Services PT Gumarang Karya Sejati Manado Development, 100.00%	1,996,146,526	1,997,855,429
Trading,	1,000,110,020	1,001,000,120
Printing and Services		
PT Grand Villa Persada (0.5% ownership in Tangerang Real Estate 100.00% PT Gowa Makassar Tourism Development Tbk)	41,753,819,692	40,827,168,188
PT Mega Proyek Pertiwi Tangerang Real Estate 100.00%	15,567,249,436	15,567,878,859
PT Sinar Surya Timur Tangerang Development, 100.00% Trading	29,602,681,982	2,000,001,000
and Services PT Gempita Cipta Bersama Semarang Development, 100.00%	1,780,260,937	812,669,333
Trading	1,700,200,337	012,009,000
and Services PT Suryamas Khatulistiwa Tangerang Development, 100.00%	587,618,750	588,268,750
Trading and Services		
PT Lautan Sinar Abadi and Subsidiaries Tangerang Development, 100.00%	361,097,840	279,137,840
Trading and Services		
PT Usahatama Kreatif and Subsidiaries Tangerang Development, 86.50% Trading	458,647,840	393,937,840
and Services		
PT Kreasi Tunas Bangsa and Subsidiary Tangerang Development, 87.51% Trading	894,398,840	393,937,840
and Services PT Grahatama Asri Makmur Tangerang Development, 87.51%	915,147,840	848,937,840
Trading	310,147,040	040,307,040
and Services PT Karimata Putra Alam Tangerang Development, 100.00%	584,750,000	586,500,000
Trading and Services		
PT Timor Eka Selaras Tangerang Development, 100.00%	5,118,094,087	5,130,932,671
Trading, Printing		
and Services PT Sultana Semesta Prima Tangerang Development, 100.00%	36,716,926,574	20,076,023,874
Trading,	30,710,320,374	20,070,020,074
Printing and Services		
PT Wijayakusuma Sukses Maju Padang Development, 100.00% Trading,	11,182,399,840	11,209,988,075
Printing		
and Services PT Andalan Utama Maju Tangerang Development, 100.00%	2,326,167,400	100,000,000
Trading, Printing		
and Services		
PT Bumi Arum Sejahtera Medan Development, 100.00% Trading,	47,017,100,849	34,958,606,230
Printing and Services		
PT Mentari Panen Raya Jakarta Development, 100.00%	63,005,000	74,505,000
Trading, Printing		
and Services		

Subsidiary	Domicile	Main	Direct	Indirect	Year of	Total As	ssets
Substituty	Domicile	Business	Ownership Percentage	Ownership Percentage	Starting Operation	2014 Rp	2013 Rp
PT Satyagraha Dinamika Unggul	Tangerang	Development,		100.00%	-	794,563,922,776	437,334,970,821
, 0		Trading,					
		Printing and Services					
PT Jayadipta Utama Makmur	Tangerang	Development,	-	100.00%	-	2,326,167,400	74,505,000
		Trading, Printing					
DT Rumi Sinonda Java	Tangarang	and Services		100.00%		154 462 107	74 505 000
PT Bumi Sinandg Jaya	Tangerang	Development, Trading,	-	100.00%	-	154,463,197	74,505,000
		Printing					
PT Cahaya Teratai Sakti ¹)	Tangerang	and Services Development,	_	100.00%	_	581,980,381	600,000,000
		Trading, Printing					
		and Services					
PT Damarindo Perkasa ¹)	Jambi	Development, Trading,	-	100.00%	-	42,633,127,624	2,124,520,443
		Printing					
PT Cipta Dunia Abadi ¹)	Tangerang	and Services Development,	_	100.00%		589,329,126	586,779,840
1 Topa Bana Abadi y	rangorang	Trading,		100.0070		500,023,120	300,113,040
		Printing and Services					
PT Puri Istana Megah ¹)	Tangerang	Development,	-	100.00%	-	584,000,000	585,000,000
		Trading, Printing					
		and Services					
PT Sekawan Dunia Dinamika 1)	Tangerang	Development, Trading,	-	100.00%	-	584,000,000	585,000,000
		Printing					
PT Citra Dwi Anugrah ¹)	Tangerang	and Services Development,	_	100.00%	_	530,373,719	585,000,000
,		Trading,				,,	,,
		Printing and Services					
PT Pelangi Mutiara Timur ¹)	Tangerang	Development,	-	100.00%	-	514,070,812	572,533,202
		Trading, Printing					
	_	and Services					
PT Sari Karya Muda ¹)	Tangerang	Development, Trading,	-	100.00%	-	493,549,517	585,000,000
		Printing					
PT Sinar Biru Artha ¹)	Tangerang	and Services Development,	_	100.00%	_	584,000,000	585,000,000
,	0 0	Trading,					
		Printing and Services					
PT Tunggal Mekar Abadi 1)	Tangerang	Development,	-	100.00%	-	584,000,000	585,000,000
		Trading, Printing					
DT Pouspirit Asset Management	Jakarta	and Services Perusahaan		100.00%		24 606 754 926	25,064,315,139
PT Bowspirit Asset Management (formerly PT Graha anda Dinamika)	Jakaria	Efek	-	100.00%	-	24,696,754,836	25,004,315,139
PT Mega Pratama Serasi	Depok	Development, Trading,	-	100.00%	-	927,629,672	32,100,000
		Printing					
PT Mulia Aditama Setia	Tangerang	and Services Development,	_	100.00%		31,350,000	32,100,000
1 1 Wulia Aditania Setia	rangerang	Trading,	_	100.00 /6	_	31,330,000	32,100,000
		Printing and Services					
PT Pradamas Graha Indah	Tangerang	Development,	-	100.00%	-	71,102,500	74,550,000
		Trading, Printing					
		and Services					
PT Mentari Adi Perkasa	Tangerang	Development, Trading,	-	100.00%	-	998,655,000	1,000,000,000
		Printing					
PT Berdikari Jaya Abadi	Tangerang	and Services Development,	_	100.00%	_	73,505,000	74,505,000
1 1 Bordinan daja nada	rangorang	Trading,		100.00%		70,000,000	1 1,000,000
		Printing and Services					
PT Lumbung Mas Trijaya and Subsidiaries 1)	Tangerang	Development,	-	100.00%	-	805,675,772,633	455,317,710,250
		Trading, Printing					
PT Kanutama Puese Camadana and Outsiden	Tana	and Services		100.000/		745 504 450 000	205 200 207 450
PT Karyatama Buana Cemerlang and Subsidiary	Tangerang	Development, Trading,	-	100.00%	-	745,594,458,836	395,286,397,453
		Printing					
PT Mapalus Mancacakti	Tangerang	and Services Development,	_	70.00%	-	685,308,685,960	334,999,846,577
		Trading,					
		Printing and Services					
PT Dwi Prabu Sakti ¹)	Tangerang	Development, Trading,	-	100.00%	-	100,000,000	100,000,000
		Printing					
		and Services					

Subsidiary	Domicile	Main	Direct	Indirect	Year of	Total As	
		Business	Ownership Percentage	Ownership Percentage	Starting Operation	2014 Rp	2013 Rp
PT Sumber Pundi Sejahtera ¹)	Tangerang	Development, Trading,		100.00%		584,000,000	600,000,000
		Printing					
PT Prabu Cipta Prima ¹)	Tangerang	and Services Development,		100.00%		584,000,000	600,000,000
, , , , , , , , , , , , , , , , , , , ,	99	Trading,					
		Printing and Services					
PT Multi Panen Utama	Kupang	Development,		100.00%	-	5,981,509,435	98,350,000
		Trading, Printing					
		and Services					
PT Pancuran Intan Makmur ¹)	Tangerang	Development,	-	100.00%	-	50,502,630,728	600,000,000
		Trading, Printing					
	_	and Services					
PT Solusi Dunia Baru ¹)	Tangerang	Development, Trading,		100.00%		72,186,726,571	100,000,000
		Printing					
PT Suar Lintas Samudra 1)	Tangerang	and Services Development,		100.00%	_	584,000,000	600,000,000
1 1 Oddi Elitas Galiladia )	rungerung	Trading,		100.0070		304,000,000	000,000,000
		Printing and Services					
PT Berkat Samiguna Sukses 1)	Tangerang	Development,		100.00%		584,000,000	600,000,000
		Trading,					
		Printing and Services					
PT Global Lintas Multitama 1)	Tangerang	Development,		100.00%		584,000,000	600,000,000
		Trading, Printing					
		and Services					
PT Sarana Ciptakarya Utama ¹)	Tangerang	Development,		100.00%	-	584,000,000	600,000,000
		Trading, Printing					
	_	and Services					
PT Mitra Samiguna Makmur ¹)	Tangerang	Development, Trading,		100.00%		578,025,000	600,000,000
		Printing					
DT Ciple Muliage Cultage 1)	Tananana	and Services		100.00%		140 070 000 000	150 000 000 000
PT Cipta Mutiara Sukses 1)	Tangerang	Development, Trading,		100.00%	-	149,979,000,000	150,000,000,000
		Printing					
PT Suar Mutiara Semesta ¹)	Tangerang	and Services Development,		100.00%	_	600,000,000	600,000,000
1 1 Oddi Walda Ocilicata )	rungerung	Trading,		100.0070		000,000,000	000,000,000
		Printing and Services					
PT Manyala Harapan ¹)	Tangerang	Development,		100.00%		80,081,744,189	600,000,000
		Trading,					
		Printing and Services					
PT Suar Lintas Benua and Subsidiary 1)	Tangerang	Development,		100.00%		1,185,000,000	600,000,000
		Trading, Printing					
		and Services					
PT BST Kupang Sejahtera ²)	Jakarta	Development, Trading,	-	50.10%		600,000,000	-
		Printing					
DT Marie Circle Milesure ()	T	and Services		400.000/		505 000 000	600 000 000
PT Mulia Cipta Wibawa ¹)	Tangerang	Development, Trading,		100.00%		585,000,000	600,000,000
		Printing					
PT Andromeda Sakti	Tangerang	and Services Development,		100.00%		600,000,000	_
	99	Trading,				,,	
		Printing Transportation					
		Agriculture					
		Workshops					
PT Persada Mandiri Jaya <sup>2</sup> )	Jakarta	and Services Development,	_	55.00%	_	600,000,000	_
	_ (000 00000	Trading,					
PT Bandha Mulia Abadi <sup>2</sup> )	Tangerang	and Services Development,		100.00%		11,154,900,000 600,000,000	_
Serione mane / WUUI /	rungerang	Trading,		. 30.00 /0		000,000,000	-
		Printing and Services					
PT Dutamas Cakra Tunggal ²)	Tangerang	Development,		100.00%		600,000,000	_
**	- 0	Trading,					
		Printing and Services					
PT Indocitra Mulia Pratama <sup>2</sup> )	Tangerang	Development,		100.00%	-	600,000,000	-
		Trading, Printing					
		and Services					
PT Praja Adikara Utama <sup>2</sup> )	Tangerang	Development,		100.00%		600,000,000	-
		Trading, Printing					
		and Services					

Subsidiary	Domicile	Main Business	Direct Ownership	Indirect Ownership	Year of Starting	Total A	Assets 2013
			Percentage	Percentage	Operation	Rp	Rp
PT Pusaka Sumber Artha <sup>2</sup> )	Tangerang	Development,	-	100.00%	-	600,000,000	_
		Trading,					
		Printing					
DT Prima Contaca Java Ahadi <sup>2</sup> \	Jakarta	and Services Development,		100.00%		600 000 000	
PT Prima Sentosa Jaya Abadi <sup>2</sup> )	Jakaria	Trading,	-	100.00%	-	600,000,000	-
		Printing					
		and Services					
PT Indahjaya Sukses Abadi 2)	Tangerang	Development,		100.00%	-	600,000,000	
		Trading,					
		Printing					
	_	and Services					
PT Mandara Nusa Loka 2)	Tangerang	Development,	-	100.00%	-	600,000,000	
		Trading,					
		Printing and Services					
PT Garda Utama Manado <sup>2</sup> )	Tangerang	Development,	_	100.00%	_	600,000,000	_
1 1 Saida Staina Wanado 7	rangerang	Trading,		100.0070		000,000,000	
		Printing					
		and Services					
PT Cipta Bakti Utama <sup>2</sup> )	Tangerang	Development,	-	100.00%	-	600,000,000	
		Trading,					
		Printing					
		and Services					
PT Binaman Cipta Mandiri 2)	Tangerang	Development,	-	100.00%	-	600,000,000	-
		Trading,					
		Printing and Services					
PT Sentra Dwimandiri and Subsidiaries (1.63% ownership	Jakarta	Real Estate	100.00%		_	5,554,696,500,604	5,207,529,100,191
in PT Gowa Makassar Tourism Development Tbk)	Jakaita	Real Estate	100.0076	-	-	3,334,030,300,004	3,207,329,100,191
PT Prudential Development	Jakarta	Real Estate	_	100.00%	_	6,264,108,920	566,439,123
PT Sentra Realtindo Development and Subsidiaries (4.62%	Jakarta	Home	_	100.00%	2001	125,456,126,578	142,641,942,235
ownership in PT Lippo Cikarang Tbk)		Improvement				,,, .	,,
PT Darma Sarana Nusa Pratama and Subsidiary	Tangerang	Real Estate		52.70%	1997	78,871,020,367	129,919,768,580
PT Tata Mandiri Daerah Villa Permata	Tangerang	Town	-	42.16%	2001	5,133,315,616	4,590,887,227
		Management					
PT Golden Pradamas and Subsidiaries	Tangerang	Real Estate	-	100.00%	-	618,852,901,965	651,508,440,961
PT Mulia Bangun Semesta and Subsidiaries	Tangerang	Real Estate	-	100.00%	2002	628,417,382,080	605,210,333,673
PT Villa Permata Cibodas and Subsidiaries	Tangerang	Real Estate	-	100.00%	1995	193,744,121,719	171,971,702,499
PT Puncak Resort International and Subsidiaries	Cianjur	Real Estate	-	100.00%	1994	75,594,996,697	77,085,241,483
PT Sentosa Seksama PT Purimegah Swarga Buana	Cianjur Cianjur	Real Estate Real Estate	_	100.00% 100.00%	1994 1994	22,671,635,374 8,803,481,567	23,233,857,605 8,778,198,567
PT Adigraha Rancang Sempurna	Cianjur	Real Estate	_	100.00%	1994	7,182,386,068	7,502,108,827
PT Pesanggrahan Suripermata Agung	Cianjur	Real Estate		100.00%	1994	1,825,161,812	1,974,379,891
PT Dona Indo Prima	Tangerang	Real Estate	_	100.00%	-	50,000,000	50,000,000
PT Sukmaprima Sejahtera	Tangerang	Real Estate		100.00%	-	50,000,000	50,000,000
PT Villapermata Gemilang Abadi <sup>2</sup> )	Jakarta	Trading,		100.00%	-	600,000,000	-
		Development,					
		Printing					
		and Services					
PT Bumi Sawarna Indah ²)	Jakarta	Trading,	-	100.00%	-	600,000,000	-
		Development, Printing					
		and Services					
PT Mulia Sentosa Dinamika (4.48% ownership	Tangerang	Real Estate	_	100.00%	1997	370,159,105,566	392,329,353,368
in PT Lippo Cikarang Tbk)	rangorang	riour Lotato		100.0070	1001	010,100,100,000	002,020,000,000
PT Sentra Asritama Realty Development and Subsidiaries	Tangerang	Instalasi		100.00%	1994	205,842,879,018	138,817,114,471
• •		Pengolahan Air					
PT Tata Mandiri Daerah Lippo Karawaci and Subsidiary	Tangerang	Town		100.00%	1999	188,838,584,634	184,327,826,427
		Management					
PT Surya Makmur Alam Persada	Jakarta	Real Estate	-	100.00%	-	20,332,287,869	20,296,132,390
PT Karya Bersama Jaya		Instalasi		100.00%	2010	30,798,919,227	22,355,375,100
DT Contractor Man did	tata r	Pengolahan Air		400.0007		20 207 252 112	22 202 274 257
PT Sentragrada laget Nuce	Jakarta	Real Estate	-	100.00%	1000	33,367,856,443	33,383,974,697
PT Saptapersada Jagat Nusa PT Sejatijaya Selaras	Tangerang Jakarta	Bowling Real Estate		100.00% 100.00%	1998	8,288,307,254 13,125,265,493	8,784,570,253 13,135,186,134
PT Bahtera Pratama Wirasakti	Jakarta	Real Estate	_	100.00%	-	16,705,594,306	16,320,965,360
PT Sentra Office Realty	Tangerang	Bangunan		100.00%	1998	722,781,760	714,765,952
PT Dinamika Intertrans	Jakarta	Transportation		100.00%	1994	964,049,979	739,293,346
PT Imperial Karawaci Golf	Tangerang	Golf		100.00%		468,506,000	472,167,000
PT Agung Sepaand	Tangerang	Real Estate	-	100.00%	-	2,554,714,463	2,584,158,954
PT Prudential Townhouse Development	Tangerang	Real Estate		100.00%		161,033,503	178,113,372
PT Wahana Tatabangun Cemerlang Matahari	Tangerang	Real Estate	-	100.00%	-	7,295,708	11,842,708
PT Wahana Tatabangun Cemerlang	Tangerang	Real Estate		100.00%	-	6,914,966	11,661,966
PT Manunggal Bumi Sejahtera and Subsidiary 1)	Tangerang	Development,	-	100.00%	-	280,259,865,094	600,000,000
		Trading,					
		Printing and Services					
PT Asiatic Sejahterah Finance	Tangerang	Development,		100.00%	2009	15,572,832,958	_
· · · · · · · · · · · · · · · · · · ·	. singorung	Trading,		.00.0070	2000	.0,0,2,002,000	
		Printing					
		and Services					
PT Paragon City	Paandg	Real Estate and	-	100.00%	-	15,693,826,615	15,711,019,723
		Trading					
PT Paandg Indah City	Tangerang	Trading	-	100.00%	-	16,730,973,693	17,343,497,562
		Development					
Didamento latera di 111144	0	and Services		400.0001	2005	4 404 040 0= : == :	4 450 000 = := == :
Bridgewater International Ltd***	Seychelles	investment and	-	100.00%	2006	4,404,916,671,928	4,152,292,715,296
Pan Asian Investment Ltd*** and Subsidiary	Vanuatu	Trading Trading	_	100.00%	_	6,790,208,086	6,790,208,086
Crowmwell Investment Ltd ** and Subsidiary  Crowmwell Investment Ltd****	Vanuatu	Trading	-	100.00%	-	16,930	16,930
						.0,000	. 0,000

						<del>-</del>	
Subsidiary	Domicile	Main Business	Direct Ownership	Indirect Ownership	Year of Starting	2014	2013
PT Lippo Karawaci Infrastructure & Utilitas Division	Tangerang	Construction	Percentage 	Percentage 100.00%	Operation 	222,777,677	227,469,000
PT TMD Manado Manajemen <sup>2</sup> )	Tangerang	and Services Management	_	100.00%		10,000,000,000	-
Brightlink Capital Limited***	Malaysia	Consulting Investment,		100.00%		92,147,606,642	90,457,722,026
<b>3</b>	,	Trading and Services				. , , , , , , , , , , , , , , , , , , ,	
Evodia Strategic Investment Limited***	Malaysia	Investment, Trading		100.00%		471,099,995,497	481,399,995,398
PT St Moritz Management	Jakarta	and Services Development, Trading	-	100.00%	2014	8,882,409,080	3,651,764,705
PT Kemang Village Management	Jakarta	and Services Hotel		100.00%	2014	19,759,833,203	3,651,764,705
PT TMD Depok Manajemen 1)		Services		100.00%		10,000,000,000	10,000,000,000
PT Dinamika Megah Cemerlang <sup>a</sup> )	Tangerang	Trading Development, Printing and Services		100.00%	-	600,000,000	-
PT Sentrasemesta Indah Cemerlang ²)	Tangerang	Trading Development, Printing and Services		100.00%		600,000,000	-
PT Wisma Jatim Propertindo and Subsidiaries (1.23% ownership in PT Gowa Makassar Tourism Development Tbk)	Jakarta	Services	100.00%	-		5,523,249,922,896	4,957,581,216,900
PT Maharama Sakti (0.05% ownership in PT Gowa Makassar Tourism Development Tbk and 0.05%	Jakarta	Trading		100.00%		274,316,000	274,316,000
ownership in PT Siloam International Hospitals Tbk) PT Kemang Paragon Mall and Subsidiaries (0.05% ownership in PT Gowa Makassar Tourism Development Tbk)	Tangerang	Development, Trading		100.00%		5,695,597,309,696	2,104,029,712,761
PT Wahana Usaha Makmur and Subsidiaries	Jakarta	and Services Real Estate	_	92.00%		E COE E40 404 EE7	2,150,098,431,752
PT Almaron Perkasa and Subsidiaries	Jakarta	Real Estate		92.00%	2005	5,695,540,104,557 5,681,674,371,674	2,150,096,431,752
PT Multiguna Selaras Maju	Tangerang	Development, Trading	-	92.00%	-	1,628,887,735	4,036,434,386
PT Gelora Raya Semesta	Tangerang	and Services Trading and Development	-	92.00%	2013	276,004,785,749	185,193,775,419
PT Prima Aman Sarana	Jakarta	Services	-	92.00%		116,643,334,519	146,940,702,091
PT Kemang Multi Sarana	Jakarta	Real Estate and Urban Development	-	92.00%		37,200,819,290	90,872,368,437
PT Harapan Insan Mandiri	Jakarta	Development, Trading and Services	-	92.00%		600,000,000	600,000,000
PT Violet Pelangi Indah	Tangerang	Development, Trading and Services		92.00%		600,000,000	600,000,000
PT Lipposindo Abadi and Subsidiaries	Jakarta	Trading		100.00%		238,276,260,624	241,353,388,378
PT Kemuning Satiatama and Subsidiaries (42.20% ownership in PT Lippo Cikarang Tbk)	Jakarta	Trading		100.00%		233,361,108,783	236,437,068,768
PT Megachandra Karyalestari	Jakarta	Trading		100.00%	1992*	284,019,258	284,463,862
PT Prudential Apartment Development	Jakarta	Services		100.00%	1993*	573,438,194	575,770,194
PT Sentrakharisma Indah and Subsidiaries PT Carakatama Dirgantara and Subsidiary	Jakarta Jakarta	Services Trading		80.00% 100.00%		2,173,711,120 69,834,348,222	2,178,993,119 70,733,736,426
PT Prudential Hotel Development	Tangerang	Trading and Services		100.00%	1994*	69,812,701,335	70,717,301,532
PT Ariasindo Sejati and Subsidiaries	Jakarta	Trading and Services		95.00%		191,748,810,171	201,966,025,990
PT Unitech Prima Indah and Subsidiary	Tangerang	Real Estate		94.69%	2004	192,761,131,922	192,496,613,706
PT Karya Cipta Pesona	Medan	Accomodation service provider		94.69%	2014	74,896,938,111	86,042,143,051
PT Metropolitan Leisure Corporation and Subsidiary	Jakarta	Trading and Services		100.00%		41,557,718,775	39,880,425,766
PT Kurniasindo Sejahtera	Jakarta	Trading and Services		100.00%		137,598,822	137,400,565
PT Graha Tata Cemerlang Makasar (0.34% ownership in PT Lippo Cikarang Tbk)	Makassar	Real Estate		100.00%	2002	38,655,688,284	37,654,229,179
PT Guna Tata Carakatama	Makassar	Trading and Services		100.00%	2002	201,928,602	201,992,136
PT Lippo Land Cahaya Indonesia	Tangerang	Services		100.00%	2003	2,561,472,245	2,469,715,518
PT Karunia Persada Raya and Subsidiaries PT Pendopo Niaga	Tangerang Malang	Trading Real Estate		100.00% 100.00%	2004	77,299,339,376 77,299,339,376	2,463,939,742 43,278,529,038
PT Larasati Anugerah	Jakarta	Trading		100.00%		20,762,420	21,880,420
PT Bathara Brahma Sakti (0.05% ownership in	Tangerang	Trading		100.00%	1992*	4,795,177,427	4,799,886,917
PT Gowa Makassar Tourism Development Tbk)		and Services					
PT Realty Limaribu	Jakarta Jakarta	Services Trading		100.00% 100.00%	1998*	349,690,497 114,474,044	356,013,588
PT Dwisindo Jaya (0.05% ownership in PT Gowa Makassar Tourism Development Tbk)		_					115,402,350
PT Karunia Alam Damai and Subsidiaries PT Jagatpertala Nusantara	Jakarta Depok	Trading Real Estate		100.00% 100.00%	2004	196,663,052,126 196,663,052,126	186,725,120,251 187,037,114,716
PT Muliamukti Persada Perkasa	Jakarta	Trading	-	100.00%		1,321,000	2,353,000
PT Kemang Village and Subsidiaries	Jakarta	Trading		100.00%		279,875,638,597	265,201,711,328
PT Menara Bhumimegah and Subsidiaries	Jakarta	Services		100.00%	2005	189,377,390,443	145,669,814,979
PT Jaya Usaha Prima and Subsidiary PT Persada Mandiri Abadi	Jakarta Jakarta	Real Estate Real Estate		80.00% 99.90%	2005	104,335,643,396 104,333,671,396	84,996,480,991 84,993,509,841
PT Adhi Utama Dinamika	Jakarta	Real Estate		100.00%		91,009,848,574	84,381,070,289

Subsidiary	Domicile	Main	Direct	Indirect	Year of	Total As	
		Business	Ownership Percentage	Ownership Percentage	Starting Operation	2014 Rp	2013 Rp
PT Menara Perkasa Megah and Subsidiaries	Surabaya	Real Estate and Urban	-	100.00%	2005	496,292,902,223	488,651,041,637
PT Pelangi Cahaya Intan Makmur and Subsidiaries PT Surya Mitra Jaya and Subsidiary	Surabaya Sidoarjo	Development Trading Trading	-	87.50% 87.50%	 2005	405,866,682,928 405,902,441,099	398,825,863,392 398,869,116,943
PT Citra Harapan Baru	Surabaya	and Services Accomodation	-	87.50%	-	2,000,000,000	2,000,000,000
PT Niaga Utama PT Mitra Kasih Karunia	Jakarta Jakarta	Trading Real Estate	-	100.00% 100.00%	-	100,750,000 1,887,217,700	102,974,418 1,887,217,700
PT Kreasi Megatama Gemilang and Subsidiaries (0.05% ownership in PT Gowa Makassar Tourism Development Tbk)	Tangerang	Development, Industri, Agrobisnis, Transportation, Trading	-	100.00%	-	779,553,625,206	617,888,194,976
PT Lippo Malls Indonesia and Subsidiaries	Tangerang	and Services Services	_	100.00%	2002	779,806,682,710	617,917,482,776
PT Kreasi Gemilang Perkasa	Tangerang	Development, Trading and Services	-	100.00%	2013	4,186,335,003	4,353,054,147
PT Kilau Intan Murni	Tangerang	Development, Trading and Services		100.00%		79,453,666,600	79,777,239,000
PT Mulia Citra Abadi	Yogyakarta	Development, Trading, Printing, Land Transport, Industry,		100.00%	2012	345,113,361,598	206,257,959,135
PT Nusa Bahana Semesta ²)	A Tangerang	griculture and Services Development, Trading		100.00%		600,000,000	
PT Sky Parking Indonesia ²)	Tangerang	and Services Development, Trading		100.00%		21,000,000,000	
PT Arwana Kreasi Gemilang	Tangerang	and Services Development, Trading		100.00%		600,000,000	600,000,000
PT Gayana Sumber Cipta and Subsidiary	Tangerang	and Services Development, Trading	-	100.00%	-	737,150,000	750,000,000
PT Gaharu Alam Permai	Tangerang	and Services Development, Trading and Services		100.00%	-	600,000,000	600,000,000
PT Semboja Indah Cipta	Tangerang	Development, Trading and Services	-	100.00%	-	4,501,044,310	600,000,000
PT Putera Abadi Karya	Bogor	Development, Trading and Services	-	100.00%	-	578,150,000	600,000,000
PT Buana Mediatama	Tangerang	Development, Trading and Services	-	100.00%	-	586,400,000	600,000,000
PT Nusaindah Bukit Permai	Tangerang	Development, Trading and Services	-	100.00%	-	5,046,378,129	600,000,000
PT Lembayung Karya Nirwana	Jakarta	Development, Trading	-	100.00%		577,150,000	600,000,000
PT Inspira Ide Cemerlang	Tangerang	Development, Trading and Services	-	100.00%		587,150,000	600,000,000
PT Irama Karya Megah	Surabaya	Development, Trading and Services		100.00%		251,058,661,491	250,595,377,563
PT Saputra Karya (0.05% ownership in PT Gowa Makassar Tourism Development Tbk)	Surabaya	Real Estate and Urban Development		100.00%		102,500,564,787	77,237,650,725
PT Grand Provita and Subsidiary (0.05% ownership in PT Gowa Makassar Tourism Development Tbk)	Tangerang	Real Estate	-	100.00%	-	473,106,900	473,756,900
PT Grand Prima Propertindo PT Pacific Sejahtera	Tangerang Tangerang	Real Estate Real Estate	-	65.00% 100.00%		7,298,100 16,667,400	7,948,100 16,667,400
PT Anugerah Bahagia Abadi and Subsidiaries PT Internusa Prima Abadi	Jakarta Jakarta	Real Estate Real Estate	-	100.00% 85.00%	-	426,465,498,672 1,013,883,079	-
PT Bangun Bina Bersama and Subsidiary	Jakarta	Real Estate		99.99%	-	426,462,547,802	
PT Satriamandiri Idola Utama PT Mahakaya Abadi	Jakarta Tangerang	Real Estate Real Estate	-	100.00% 100.00%	-	117,835,814,312 478,623,100	54,436,407,275 479,273,100
PT Manakaya Abadi PT Persada Mandiri Dunia Niaga and Subsidiaries (0.05% ownership in PT Gowa Makassar Tourism Development Tbk	Jakarta	Real Estate Real Estate	-	100.00%	-	84,216,800,553	100,011,882,484
PT Ekaputra Kencana Abadi	Jakarta	Real Estate	-	100.00%		4,950,000,000	4,950,000,000
PT Gapura Sakti Prima and Subsidiaries	Jakarta	Real Estate	-	100.00%	-	69,231,905,196	203,854,041,638
PT Menara Megah Tunggal and Subsidiary PT Trias Mitra Investama	Jakarta Binjai	Real Estate Real Estate	-	100.00% 100.00%	2005	69,095,997,694 68,923,453,279	203,854,041,638 210,001,460,937
PT Permata Agung Propertindo PT Kencana Mitra Lestari	Jakarta Jakarta	Real Estate Development, Transportation Trading and Services	-	100.00% 100.00%		1,181,225,795 575,175,000	1,181,225,795 577,800,000

Subsidiary	Domicile	Main	Direct	Indirect	Year of	Total As	sets
out state of the s	Domicie	Business	Ownership Percentage	Ownership Percentage	Starting Operation	2014 Rp	2013 Rp
PT Direct Power and Subsidiaries	Bogor	Trading, Real Estate, Industri, Printing, Agrobisnis,		100.00%	2007	124,629,800,619	126,909,119,505
PT Mitra Mulia Kreasi and Subsidiary	Jakarta	Transportation and Services Development, Industri, Mining, Agrobisnis, Transportation Trading		80.00%	-	41,971,484,946	45,299,541,728
PT Bellanova Country Mall	Bogor	and Services Development, Transportation Trading		80.00%	2005	41,881,554,945	45,209,611,729
PT Sarana Global Multindo and Subsidiaries	Jakarta	and Services Development, Transportation Trading	-	100.00%		355,465,506,039	485,684,444,002
PT Guna Sejahtera Karya and Subsidiaries	Jakarta	and Services Development, Industri, Agrobisnis, Pertamanan	-	100.00%		403,656,624,893	465,129,613,820
PT Citra Sentosa Raya and Subsidiaries	Jakarta	Trading and Services Trading, Real Estate, Industri, Agrobisnis,	-	100.00%	-	516,676,784,304	527,058,699,489
PT Gading Nusa Utama	Jakarta	Transportation and Services Trading, Development, Industri, Agrobisnis, Pertamanan	-	100.00%	-	27,300,259,404	27,270,776,577
Rosenet Limited**** and Subsidiary	British Virgin	and Services		100.00%		546,201,825,184	525,560,105,440
Sea Pejaten Pte. Ltd**** Continental Investment Limited****	Island Singapore Malaysia	investment investment, Trading		100.00% 100.00%		546,201,825,184 25,916,625	525,560,105,440 24,193,711
PT Sandiego Hills Memorial Park and Subsidiary	Karawang	and Services Trading, Development, Transportation	-	100.00%	2006	448,980,687,326	351,650,829,216
PT Pengelola Memorial Park	Karawang	and Services Development, Trading		100.00%	2010	68,225,906,669	59,377,813,538
PT CB Commercial	Tangerang	and Services Development, Trading		100.00%		582,762,161	583,794,161
PT Kemilau Karyacipta Persada	Tangerang	and Services Development, Trading and Services		100.00%		2,458,223,000	2,464,055,000
PT Bumi Indah Pertiwi	Tangerang	Development, Trading and Services		100.00%		2,216,817,102	2,216,817,102
PT Galang Karya Usaha	Tangerang	Development, Trading and Services	-	100.00%		100,000,000	100,000,000
PT Alona Griya Utama and Subsidiary	Tangerang	Development, Trading, Printing and Services		100.00%		1,673,963,537	100,000,000
PT Cipta Semesta Prima	Tangerang	Development, Trading, Printing		100.00%		1,748,962,537	100,000,000
PT Kreasi Ciptaprima Gemilang	Tangerang	and Services Development, Trading, Printing	-	100.00%		100,000,000	100,000,000
PT Manikam Mutu Prima and Subsidiary	Tangerang	and Services Development, Trading,		100.00%		674,251,000	100,000,000
PT Holland Village Manado ²)	Tangerang	Printing and Services Development, Trading,		100.00%		600,000,000	-
PT Suporta Developa Jaya	Tangerang	Printing and Services Development, Trading, Printing and Services		100.00%		71,000,000	99,250,000
PT Wismacahaya Sentosa Megah ²)	Tangerang	Printing and Services Trading, Development, Printing and Services		100.00%		600,000,000	

Subsidiary	Domicile	Main	Direct	Indirect	Year of	Total A	ssets
Substitutiy	Domicile	Business	Ownership Percentage	Ownership Percentage	Starting Operation	2014 Rp	2013 Rp
PT Ciptaindah Selaras Persada ²)	Tangerang	Trading,		100.00%	Operation	600,000,000	
,	. 5 5	Development,					
PT Asri Griya Utama ²)	Tangerang	Printing and Services Trading,	_	100.00%	_	600,000,000	
, , , , , , , , , , , , , , , , , , , ,		Development,				,,	
PT Cakrawala Semesta Abadi ²)	Tangerang	Printing and Services Trading,		100.00%		600,000,000	
FT Cantawala Selliesta Abaul )	rangerang	Development,	-	100.00%	-	000,000,000	
DT Carana Cantaga Dranastinda 2)	Tanaaraa	Printing and Services		100.00%		600 000 000	
PT Sarana Sentosa Propertindo ²)	Tangerang	Trading, Development,	-	100.00%	-	600,000,000	-
	_	Printing and Services					
PT Bahana Megah Pratama and Subsidiary <sup>2</sup> )	Tangerang	Trading, Development,	-	100.00%	-	600,000,000	
		Printing and Services					
PT Bahana Perisai Abadi ²)	Tangerang	Trading, Development,	-	100.00%	-	600,000,000	-
		Printing and Services					
PT Cahaya Puspita Raya ²)	Tangerang	Trading, Development,	-	100.00%	-	600,000,000	-
		Printing and Services					
PT Lippo Cikarang Tbk and Subsidiaries	Bekasi	Real Estate	-	54.37%	1989 1992	4,309,824,234,265	3,854,166,345,344
PT Great Jakarta Inti Development and Subsidiary	Bekasi	Town Development	_	54.37%	1992	166,167,908,743	160,134,706,695
		Real Estate					
PT Menara Inti Development PT Tunas Pundi Bumi	Bekasi Bekasi	Real Estate Town	_	54.37% 54.37%	2012 2010	18,106,103,848 220,879,340,910	17,194,774,785 49,149,564,954
	Donasi	Development		04.0170	2010	220,010,040,010	40,140,004,004
PT Erabaru Realindo PT Dian Citimarga	Bekasi Bekasi	Real Estate	_	54.37%	 1993	26,675,274,843	23,233,649,196
PT Dian Cilinarga PT Kreasi Dunia Keluarga	Bekasi	Transportation Recreational	-	54.37% 54.37%	1993	574,166,188 8,905,263,816	391,859,371 8,623,542,996
DT 01		Park		54.070/	2044		
PT Chandra Mulia Adhidharma	Bekasi	Property Management	-	54.37%	2011	47,947,330,121	35,311,717,468
PT Tirta Sari Nirmala	Bekasi	Water and		54.37%	2011	70,243,590,666	51,532,656,579
PT Waska Sentana	Bekasi	Waste Treatment Real Estate	_	54.37%	2011	504,659,575,649	314,382,012,670
PT Swadaya Teknopolis	Bekasi	Real Estate	-	54.37%	2009	250,000,000	250,000,000
PT Bekasi Mega Power	Bekasi	Power Plant	-	54.37%	2009	147,982,000	127,000,000
PT Dunia Air Indah	Bekasi Bekasi	Recreation Services	_	54.37%	2009	3,432,732,840	3,432,732,840
PT Cahaya Ina Permai and Subsidiaries PT Zeus Karya Prima ¹)	Tangerang	Real Estate Development,	_	54.37% 54.37%	_	85,140,741,861 27,801,089,340	434,884,740 8,468,194,385
1 1 Zeus Karya i ilina )	rangerang	Trading,		54.57 /6		27,001,003,340	0,400,134,303
		Printing					
PT Manunggal Utama Makmur	Tangerang	and Services Real Estate	_	54.37%	_	592,353,788	15,194,704,877
PT Mahkota Sentosa Ekanusa	Bekasi	Real Estate	_	54.37%	_	18,632,125,396	190,846,815
PT Mega Kreasi Teknika	Bekasi	Building	-	54.37%	-	262,498,497	202,653,752
PT Astana Artha Mas	Tangerang	Construction Real Estate	_	54.37%	_	132,773,308,048	66,158,812,500
PT Mega Kreasi Nusantara Teknologi	Bekasi	Real Estate	_	54.37%	_	3,000,000,000	3,000,000,000
PT Pondera Prima Sarana	Tangerang	Real Estate	-	54.37%	-	123,200,000	125,000,000
PT Telaga Banyu Murni and Subsidiary	Tangerang	Real Estate	-	54.37%	-	1,622,000,000	175,000,000
PT Karimata Alam Damai PT Megakreasi Cikarang Damai	Tangerang Tangerang	Real Estate Real Estate	_	54.37% 54.37%	-	41,950,330,000 500,000,000	20,885,600,000 500,000,000
PT Megakreasi Cikarang Permai	Tangerang	Real Estate	_	54.37%	_	500,000,000	500,000,000
PT Megakreasi Cikarang Asri <sup>2</sup> )	Bekasi	Real Estate	-	40.78%	-	33,000,800,000	
PT Megakreasi Propertindo Utama <sup>2</sup> )	Bekasi	Real Estate	-	40.78%	-	33,000,817,000	-
PT Megapratama Karya Persada and Subsidiaries	Tangerang	investment,	100.00%	-	-	5,041,931,170,285	4,205,570,228,813
		Trading and Services					
PT Siloam International Hospitals Tbk and Subsidiaries	Tangerang	Healthcare	-	78.85%	2010	2,844,085,512,104	2,600,774,537,159
PT Aritasindo Permaisemesta	Jakarta	Service Trading,	_	78.85%	_	78,124,746	91,222,500
		Development,				-, ,	. , , ,
		Mining, Agriculture					
		Land Transport,					
		Printing and					
PT Perdana Kencana Mandiri	Jakarta	Industry Industry,	_	78.85%	_	520,403,206	139,940,484
		Development,					
		Trading, Land Transport,					
		Workshops,					
		Printing,					
		Agriculture, Mining					
	_	and Services					
PT Multiselaras Anugerah	Tangerang	Development, Trading	-	78.85%	-	448,067,441	118,439,411
		and Services					
PT Nusa Medika Perkasa	Jakarta	Healthcare Service,	-	58.00%	-	926,687,462	898,583,214
PT Siloam Graha Utama and Subsidiary	Jakarta	Development,	-	78.85%	-	142,511,589,460	170,926,169,055
		Transportation, Trading					
		and Services					
PT East Jakarta Medika	Bekasi	Healthcare	-	68.43%	2002	142,492,350,947	170,919,068,042
PT Guchi Kencana Emas and Subsidiary	Jakarta	Service Development,	_	78.83%	_	88,570,503,605	103,536,422,739
Oddii Nondana Emas and Oubsidially	uahaild	and Services	_	10.00/0	-	50,010,000,000	100,000,422,109

Subsidiary	Domicile	Main	Direct	Indirect	Year of	Total As	
		Business	Ownership Percentage	Ownership Percentage	Starting Operation	2014 Rp	2013 Rp
PT Golden First Atlanta	Jambi	Healthcare	-	65.43%	2008	88,539,839,436	103,525,497,989
PT Prawira Tata Semesta and Subsidiary	Jakarta	Service Development,	_	78.85%	-	237,404,060,017	220,387,041,953
PT Balikpapan Damai Husada	Balikpapan	and Services Healthcare	_	62.77%	2007	198,183,010,595	183,152,322,686
		Service					
PT Siloam Emergency Services	Tangerang	Healthcare Service	-	78.85%	-	2,624,415,127	1,391,968,353
PT Medika Harapan Cemerlang Indonesia	Tangerang	Trading Industry	-	78.85%	2013	2,177,323,630	2,969,022,018
PT Pancawarna Semesta and Subsidiary	Tangerang	and Services Trading, Industry and Services	-	78.85%	-	70,026,074,020	70,275,326,965
PT Diagram Healthcare Indonesia	Depok	Healthcare	-	63.08%	2006	39,467,645,852	39,716,721,868
PT Adamanisa Karya Sejahtera	Jakarta	Service Trading, Industry	-	78.85%	-	995,085,833	1,000,000,000
PT Brenada Karya Bangsa	Tangerang	and Services Trading, Industry and Services	-	78.85%		605,403,333	600,000,000
PT Harmoni Selaras Indah	Tangerang	Trading, Industry	-	78.85%	-	597,340,833	600,000,000
PT Kusuma Primaanda and Subsidiaries	Tangerang	and Services Trading, Industry and Services	-	78.85%	-	102,195,707,668	102,376,903,302
PT Adijaya Buana Sakti and Subsidiaries	Tangerang	Trading, Industry	-	63.08%	-	102,188,966,835	102,368,878,302
PT Siloam Sumsel Kemitraan and Subsidiary	Tangerang	and Services Trading, Industry and Services	-	74.16%	-	8,003,625,337	7,997,550,337
PT RS Siloam Hospital Sumsel	Palembang	Services Service	-	67.51%	2012	103,163,599,553	102,356,656,020
PT Optimum Karya Persada	Jakarta	Trading Industry and Services	-	78.85%	-	1,017,232,500	1,000,000,000
PT Rosela Indah Cipta	Jakarta	Trading Industry and Services	-	78.85%	-	597,153,333	600,000,000
PT Sembada Karya Megah	Tangerang	Trading Industry and Services	-	78.85%		617,340,833	600,000,000
PT Trijaya Makmur Bersama	Tangerang	Trading Industry and Services	-	78.85%	-	597,340,833	600,000,000
PT Visindo Galaxi Jaya	Tangerang	Trading Industry and Services	-	78.85%		4,993,540,833	5,000,000,000
PT Tunggal Pilar Perkasa and Subsidiaries ¹)	Tangerang	Development, Trading, Printing and Services	-	78.85%	-	902,863,440,805	406,737,757,798
PT Tirtasari Kencana	Serang	Development, Trading	-	78.85%	-	1,130,696,718	1,000,000,000
PT Gramari Prima Nusa	Medan	and Services Development, Trading, Printing	-	78.85%	-	130,585,488,531	5,000,000,000
PT Krisolis Jaya Mandiri	Kupang	and Services Services Service	_	78.85%	_	69,331,687,626	600,000,000
PT Kusuma Bhakti Anugerah	Tangerang	Trading Industry	-	78.85%	-	7,199,648,894	7,000,000,000
PT Agung Cipta Raya	Tangerang	and Services Services Service	_	78.85%	_	972,630,000	1,000,000,000
PT Bina Cipta Semesta	Padang	Services Service	-	78.85%	-	1,012,427,500	1,000,000,000
PT Mega Buana Bhakti	Pangkal Pinang	Trading Industry and Services	-	78.85%	_	5,982,333,520	6,000,000,000
PT Taruna Perkasa Megah	Yogyakarta	Trading Industry and Services	-	78.85%	-	19,014,504,078	600,000,000
PT Tataka Bumi Karya	Bogor	Trading Industry	-	78.85%	-	610,452,500	600,000,000
PT Tataka Karya Indah	Bandung	and Services Trading Industry and Services	-	78.85%	-	837,254,382	600,000,000
PT Siloam Medika Cemerlang ¹)	Tangerang	Trading, Industry,	-	78.85%	-	3,388,608,668	600,000,000
PT Koridor Usaha Maju and Subsidiaries	Tangerang	and Services Development, Trading, Printing	-	78.85%	-	432,931,118,607	354,600,057,124
PT Medika Sarana Traliansia and Subsidiary	Bali	and Services Development, Trading, Printing and Services	-	78.85%	2008	256,054,381,752	203,638,402,814

Subsidiary	Domicile	Main	Direct	Indirect	Year of	Total As	sets
		Business	Ownership Percentage	Ownership Percentage	Starting Operation	2014 Rp	2013 Rp
PT Trisaka Raksa Waluya	Tangerang	Special	-	78.85%	2008	132,992,756,044	142,522,915,190
		Healthcare Services					
DT Doors Have Colot 3	T	and Services		70.050/		40 240 400 400	
PT Buana Utama Sejati ²) PT Sentra Sejahtera Utama²)	Tangerang Tangerang	Services Service Services Service	_	78.85% 78.85%	_	16,312,100,196 600,000,000	
PT Berlian Cahaya Indah	Sorong	Services Service		78.85%		45,004,044,700	600,000,000
PT Rashal Siar Cakra Medika	Jakarta	Trading, Development, Real Estate, Industri Printing,	-	78.85%	2008	53,352,264,266	-
		Agrobisnis, Services and Transportation					
PT Mulia Pratama Cemerlang ²)	Tangerang	Trading, Development,	-	78.85%	2014	600,000,000	
		Real Estate, Industri Printing, Agrobisnis, Services					
	_	and Transportation					
PT Karya Pesona Cemerlang <sup>2</sup> )	Tangerang	Trading, Development, Real Estate, Industri	-	78.85%	-	600,000,000	-
		Printing, Agrobisnis, Services and Transportation					
PT Indah Kemilau Abadi ²)	Tangerang	Trading, Development, Real Estate,	-	78.85%	-	600,000,000	
		Industri Printing, Agrobisnis, Services and Transportation					
PT Persada Dunia Semesta ²)	Tangerang	Trading, Development, Real Estate, Industri Printing,	-	78.85%	-	600,000,000	-
27.112	_	Agrobisnis, Services and Transportation		70.050/		000 000 000	
PT Inti Pratama Medika <sup>a</sup> )	Tangerang	Trading, Development, Real Estate, Industri Printing, Agrobisnis, Services	-	78.85%	-	600,000,000	-
PT Sentra Sehat Sejahtera ²)	Tangerang	and Transportation Trading, Development,	-	78.85%	-	600,000,000	
		Real Estate, Industri Printing, Agrobisnis, Services and Transportation					
PT Genta Raya Internusa <sup>2</sup> )	Tangerang	Trading, Development, Real Estate, Industri Printing, Agrobisnis,	-	78.85%	-	600,000,000	-
		Services					
PT Sembilan Raksa Dinamika*)	Tangerang	and Transportation Hospital Service Clinic, Policlinic and Treatment	-	99.99%	-	600,000,000	-
PT Saritama Mandiri Zamrud*)	Tangerang	Clinic Hospital Service Clinic, Policlinic and Treatment	-	99.99%	-	600,000,000	-
PT Gempita Nusa Sejahtera*)	Tangerang	Clinic Hospital Service Clinic, Policlinic	-	99.99%	-	600,000,000	-
DT Access dilectors to the	-	and Treatment Clinic		00.000		000 000 000	
PT Aryamedika Teguh Tunggal*)	Tangerang	Hospital Service Clinic, Policlinic and Treatment Clinic	-	99.99%	-	600,000,000	-

Subsidiary	Domicile	Main	Direct	Indirect	Year of	Total A	ssets
		Business	Ownership Percentage	Ownership Percentage	Starting Operation	2014 Rp	2013 Rp
PT Mahkota Buana Selaras ¹)	Tangerang	Trading, Printing	-	78.85%		38,623,709,806	-
PT Eramulia Pratamajaya and Subsidiaries	Jakarta	and Services Healthcare	100.00%	-		1,075,613,293,094	1,109,729,536,202
PT Siloam Karya Sejahtera	Jakarta	Service Trading and Services		100.00%		381,154,412,415	389,561,096,776
PT Siloam Dinamika Perkasa	Jakarta	Trading, Development,	-	100.00%		135,440,651,110	135,181,471,073
PT01 0 1/		ansportation and Service	es	400.000/	2005	0.000 770 000	0.000 770.000
PT Siloam Sarana Karya	Jakarta	Healthcare Service	-	100.00%	2005	3,239,776,633	3,239,776,633
PT Siloam Tata Prima	Surabaya	Development, Transportation, Trading and Services	-	100.00%	_	3,365,647,721	3,365,841,316
PT Sentra Sarana Karya ²)	Surabaya	Development, Transportation, Trading and Services	-	100.00%	-	3,239,776,633	3,239,776,633
PT Sarana Dinamika Perkasa ²)	Surabaya	Development, Transportation, Trading and Services	-	100.00%	-	135,684,650,111	135,425,470,074
PT Mahaduta Purnama	Jakarta	Development, Transportation, Trading and Services	-	100.00%	-	7,397,737,370	7,396,814,370
PT Buana Mandiri Selaras	Jakarta	Development and Services	-	100.00%	-	489,542,770,676	570,947,396,533
PT Serasi Adikarsa	Jakarta	Trading, Industry, Development and Mining		100.00%	-	19,805,000	19,805,000
PT Kalanusa Intan Cemerlang and Subsidiary	Tangerang	Trading Development Printing and Services	-	100.00%	-	4,259,900,000	100,000,000
PT Garuda Asa Kencana	Tangerang	Development, Trading and Services	-	100.00%		100,000,000	100,000,000
PT Cahaya Jaya Raya ²)	Tangerang	Trading Development, Printing and Services	-	100.00%	-	600,000,000	-
PT Waluya Graha Loka ²)	Tangerang	Trading Development, Printing and Services	-	100.00%		600,000,000	-
PT Nusantara Indah Semesta ²)	Tangerang	Trading Development, Printing and Services	-	100.00%	-	600,000,000	-
PT Magenta Sinar Abadi <sup>2</sup> )	Tangerang	Trading Development, Printing and Services	-	100.00%	-	600,000,000	-
PT Pesona Puspita Gemilang ²)	Tangerang	Trading Development, Printing and Services	-	100.00%	-	600,000,000	-
PT Caraka Cipta Sejahtera ²)	Tangerang	Trading Development, Printing and Services	-	100.00%	-	600,000,000	-
PT Sentra Mutiara Timur <sup>2</sup> )	Tangerang	Trading Development, Printing and Services	-	100.00%		600,000,000	
PT Abadi Jaya Sakti and Subsidiaries	Tangerang	Trading and Services	100.00%	-		577,031,300	577,031,300
PT Tigamitra Ekamulia and Subsidiaries PT Shimatama Graha	Jakarta Jakarta	Umum Restaurant, Cafe and Catering	0.01%	99.99% 100.00%	1998* 1989	520,920 5,841,821,996	520,920 5,841,821,996
PT Aryaduta International Management and Subsidiaries PT Aryaduta Surabaya Management PT Aryaduta Medan Management	Jakarta Surabaya Medan	Hotel Management Services Services	-	100.00% 100.00% 100.00%	1998  	13,376,094,582 588,906,447 588,878,000	13,376,094,582 588,906,447 588,878,000
PT Aryaduta Karawaci Management PT Aryaduta Makassar Management	Tangerang Makassar	Services Services		100.00% 100.00%		22,947,378,366 593,327,000	22,947,378,366 593,327,000
PT Aryaduta Residences	Jakarta	Services	-	100.00%	-	3,156,413,733	3,156,413,733
PT Aryaduta Hotels & Resorts PT Zodia Karya Indah	Jakarta Tangerang	Trading, Printing and Services	-	100.00% 100.00%	-	581,740,500 100,000,000	581,740,500 100,000,000
PT Lippo Hotel Indonesia and Subsidiaries 1)	Tangerang		75.00%	25.00%	-	600,000,000	600,000,000
PT Aryaduta Kuta Bali ¹) PT Cahaya Gemerlap Abadi ²)	Badung Tangerang	Pariwisata Development, Trading, and Services	-	100.00% 100.00%		600,000,000 600,000,000	600,000,000
PT Lippo Horesi Indonesia 1)	Tangerang		75.00%	25.00%	-	600,000,000	600,000,000

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Subsidiary	Business Ownership Ownershi	Indirect	Year of	Total A	ssets		
		Business		Ownership Percentage	Starting Operation	2014 Rp	2013 Rp
PT Graha Jaya Pratama and Subsidiaries	Tangerang	Real Estate	100.00%	_		1,596,229,076,687	1,384,584,802,841
PT Tataguna Cemerlang	Jakarta	Trading, Real Estate and Development	-	100.00%	-	100,000,000	100,000,000
PT Aresta Amanda Lestari (0.31% ownership in PT Gowa Makassar Tourism Development Tbk)	Jakarta	Trading	-	100.00%	-	1,048,135,730	1,048,135,730
PT Aresta Permata Utama (3.45% ownership in PT Gowa Makassar Tourism Development Tbk)	Jakarta	Trading	-	100.00%	-	11,737,065,174	11,737,065,174
PT Fajar Usaha Semesta (4.73% ownership in PT Gowa Makassar Tourism Development Tbk)	Jakarta	Trading	-	100.00%	-	15,697,407,503	15,697,407,503
PT Fajar Raya Cemerlang (4.58% ownership in PT Gowa Makassar Tourism Development Tbk)	Jakarta	Trading	-	100.00%		15,206,784,862	15,206,784,862
PT Fajar Abadi Aditama (3.45% ownership in PT Gowa Makassar Tourism Development Tbk)	Jakarta	Trading	-	100.00%		11,448,214,800	11,448,214,800
PT Nuansa Indah Lestari and Subsidiaries	Jakarta	Trading		100.00%		142,252,148,482	142,252,148,482
PT Metropolitan Permaisemesta and Subsidiaries	Jakarta	Trading		89.74%		142,233,500,582	142,233,500,582
PT Mulia Sarana Sakti	Makassar	Trading		100.00%		512,000,000	512,000,000
PT Makassar Permata Sulawesi (32.5% ownership in PT Gowa Makassar Tourism Development Tbk)	Jakarta	Trading		89.74%		138,073,158,204	138,073,158,204
PT Gowa Makasar Tourism Development Tbk and Subsidiaries	Makassar	Real Estate	4.92%	52.36%	1997	1,524,317,216,546	1,308,035,825,444
PT Kenanga Elok Asri and Subsidiaries	Tangerang	Development, Trading, Printing and Services		57.28%		580,527,450,840	485,143,495,390
PT Krisanta Esa Maju ¹)	Tangerang	Development, Trading, Printing and Services		57.28%		99,849,158	100,000,000
PT Tribuana Jaya Raya	Tangerang	Development, Trading, Printing and Services		77,56%		578,018,813,753	485,093,495,390
PT Griya Megah Sentosa	Makassar	Trading, Development, Printing and Services	-	57.28%		2,389,906,938	-
PT Griya Eksotika Utama	Tangerang	Development, Trading, Printing and Services	-	57.28%	-	193,879,903	125,000,000

- Liquidated
- Transferred
- Functional Currency is USD
- \*\*\*\* Functional Currency is SGD
- Established in 2013
- Established in 2014

On January 28, 2013, PT Primakreasi Propertindo (PKP), a subsidiary, acquired all ownership in PT Graha Dana Dinamika (GDD) (through 75% direct ownership and 25% indirect ownership of GVP), with acquisition cost of Rp60,000,000. At the acquisition date, GDD has not yet started operation and therefore, recorded as an asset acquisition.

On January 28, 2013, PKP, a subsidiary, acquired all ownership in PT Mulia Aditama Setia (MAS) (through 75% direct ownership and 25% indirect ownership of GVP), with acquisition cost of Rp100,000,000. At the acquisition date, MAS has not yet started operation and therefore, recorded as an asset acquisition.

On January 28, 2013, PKP, a subsidiary, acquired all ownership in PT Mega Pratama Serasi (MPS) (through 75% direct ownership and 25% indirect ownership of GVP), with acquisition cost of Rp60,000,000. At the acquisition date, MPS has not yet started operation and therefore, recorded as an asset acquisition.

On February 15, 2013, PT Sentra Dwimandiri (SDM), PT Wisma Jatim Propertindo (WJP), PT Bathara Brahma Sakti, PT Kreasi Megatama Gemilang, PT Dwisindo Jaya, PT Saputra Karya, PT Grand Provita, PT Kemang Paragon Mall, PT Grand Villa Persada, PT Maharama Sakti and PT Primakreasi Propertindo, all subsidiaries, purchase non controlling shares of PT Gowa Makassar Tourism Development Tbk (GMTD), a subsidiary, amounted to 3,35% with acquisition cost of Rp2.584.000.000. As a result, the Company recorded Difference in Transactions with Non-Controlling Interest amounted to Rp5.645.114.201.

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> On February 21, 2013, PT Abadi Jaya Sakti (AJS), a subsidiary, acquired all ownership in PT Zodia Karya Indah (ZKI) (through 75% direct ownership and 25% indirect ownership of PT Tigamitra Ekamulia), with acquisition cost of Rp100,000,000. At the acquisition date, ZKI has not yet started operation and therefore, recorded as an asset acquisition.

> On March 6, 2013, PKP, a subsidiary, acquired all ownership in PT Pradamas Graha Indah (PGI) (through 75% direct ownership and 25% indirect ownership of GVP), with acquisition cost of Rp100.000.000. At the acquisition date, PGI has not vet started operation and therefore, recorded as an asset acquisition.

> On March 19, 2013 the entire ownership in Lippo Karawaci Finance B. V., a subsidiary, has been transferred at a value EUR 5,000 (equivalent Rp181,440,000), in cash. Upon this transfer, the Company recorded Rp1,179,564,312 gain on disposal of investment and the subsidiary transferred cash and bank, other assets and liabilities amounting to Rp1,355,465,890, Rp185,370,484 and Rp559,225,317, respectively.

> On March 23, 2013, PT Lippo Cikarang Tbk (LC), a subsidiary, acquired all ownership in PT Cahaya Ina Permai (CIP) (through 75% direct ownership and 25% indirect ownership of PT Great Jakarta Inti Development (GJID)), with acquisition cost of Rp15,000,000. At the acquisition date, CIP has not yet started operation and therefore, recorded as an asset acquisition.

> On March 23, 2013, PT Lippo Cikarang Tbk (LC), a subsidiary, acquired all ownership in PT Mahkota Sentosa Ekanusa (MSE) (through 75% direct ownership and 25% indirect ownership of PT Great Jakarta Inti Development), with acquisition cost of Rp20,000,000. At the acquisition date, MSE has not yet started operation and therefore, recorded as an asset acquisition.

> On March 26, 2013, all ownership in Great Capital Pte Ltd (GC), a subsidiary, has been transferred at a value of SGD 93,100,000 (equivalent to Rp722,167,700,000) of which USD 43,100,000 (equivalent to Rp 334,326,700,000) in cash and USD 50,000,000 (equivalent to Rp387,850,000,000) in units of First REIT. GC is the owner of 100% shares at Key Capital Pte Ltd and PT Perisai Dunia Sejatera, respectively. On the transfer, the entity recorded a gain on disposal of investment amounting to Rp 22,349,514,483 and it transfered property and equipment, cash and bank, other assets and liabilities amounted to Rp700,000,000,000, Rp1,807,874,373, Rp13,850,000 and Rp705,584,877,272, respectively.

> On April 12, 2013, PKP, a subsidiary, acquired all ownership in PT Sultana Semesta Prima (SSP) (through 99.99% direct ownership and 0.01% indirect ownership of GVP), with acquisition cost of Rp100,000,000. At the acquisition date, SSP has not yet started operation and therefore, recorded as an asset acquisition.

> On April 15, 2013, PT Nuansa Indah Lestari, a subsidiary, acquired all ownership in PT Mulia Sarana Sakti (MSS) (through 0.01% direct ownership and 99.99% indirect ownership of PT Metropolitan Permai Semesta), with acquisition cost of Rp512,000,000. At the acquisition date, MSS has not yet started operation and therefore, recorded as an asset acquisition.

> On April 18, 2013, GMTD, a subsidiary, acquired all ownership Kenanga Elok Asri (KEA) (through 99.99% direct ownership and 0.01% indirect ownership of PT Fajar Usaha Semesta (FUS)), with acquisition cost of Rp100,000,000. At the acquisition date, KEA has not yet started operation and therefore, recorded as an asset acquisition.

> On April 18, 2013, WJP, a subsidiary, acquired all ownership in PT Alona Griya Utama (AGU) (through 75% direct ownership and 25% indirect ownership of MS), with acquisition cost of Rp100,000,000. At the acquisition date, AGU has not yet started operation and therefore, recorded as an asset acquisition.

> On April 18, 2013, PKP, a subsidiary, acquired all ownership in PT Bumi Aurum Sejahtera (BAS) (through 99.99% direct ownership and 0.01% indirect ownership of GVP), with acquisition cost of Rp100,000,000. At the acquisition date, BAS has not yet started operation and therefore, recorded as an asset acquisition.

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> On April 18, 2013, WJP, a subsidiary, acquired all ownership in PT Cipta Semesta Prima (CSP) (through 75% direct ownership and 25% indirect ownership of MS), with acquisition cost of Rp100,000,000. At the acquisition date, CSP has not yet started operation and therefore, recorded as an asset acquisition.

> On April 18, 2013, WJP, a subsidiary, acquired all ownership in PT Kreasi Ciptaprima Gemilang (KCG) (through 75% direct ownership and 25% indirect ownership of MS), with acquisition cost of Rp100,000,000. At the acquisition date, KCG has not yet started operation and therefore, recorded as an asset acquisition.

> On April 18, 2013, GJP, a subsidiary, acquired all ownership in PT Griya Eksotika Utama (GEU) (through 99.99% indirect ownership of PT Gowa Makassar Tourism Development Tbk (GMTD) and 0.01% indirect ownership of PT Fajar Usaha Semesta), with acquisition cost of Rp100,000,000. At the acquisition date, GEU has not yet started operation and therefore, recorded as an asset acquisition.

> On April 18, 2013, WJP, a subsidiary, acquired all ownership in PT Manikam Mutu Prima (MMP) (through 75% direct ownership and 25% indirect ownership of MS), with acquisition cost of Rp100,000,000. At the acquisition date, MMP has not yet started operation and therefore, recorded as an asset acquisition.

> On April 18, 2013, WJP, a subsidiary, acquired all ownership in PT Suporta Developa Jaya (SDJ) (through 75% direct ownership and 25% indirect ownership of MS), with acquisition cost of Rp100,000,000. At the acquisition date, SDJ has not yet started operation and therefore, recorded as an asset acquisition.

> On April 29, 2013, PKP, a subsidiary, acquired all ownership in PT Satyagraha Dinamika Unggul (SDU) (through 75% direct ownership and 25% indirect ownership of GVP), with acquisition cost of Rp100,000,000. At the acquisition date, SDU has not yet started operation and therefore, recorded as an asset acquisition.

> On May 6, 2013, PKP, a subsidiary, acquired all ownership in PT Tribuana Jaya Raya (TJR) (through 99.99% direct ownership and 0.01% indirect ownership of GVP), with acquisition cost of Rp100,000,000. At the acquisition date, TJR has not vet started operation and therefore, recorded as an asset acquisition. On June 12, 2013, ownership of PKP was transferred to PT Graha Jaya Pratama (GJP) through 25% direct ownership and 75% indirect ownership of PT Kenanga Elok Asri.

> On May 21, 2013, PKP, a subsidiary, acquired all ownership in PT Jayadipta Utama Makmur (JUM) (through 99.99% direct ownership and 0.01% indirect ownership of GVP), with acquisition cost of Rp100,000,000. At the acquisition date, JUM has not yet started operation and therefore, recorded as an asset acquisition.

> On May 21, 2013, PKP, a subsidiary, acquired all ownership in PT Andalan Utama Maju (AUM) (through 99.99% direct ownership and 0.01% indirect ownership of GVP), with acquisition cost of Rp100,000,000. At the acquisition date, AUM has not yet started operation and therefore, recorded as an asset acquisition.

> On May 24, 2013, PKP, a subsidiary, acquired all ownership in PT Mentari Adi Perkasa (MAP) (through 99.99% direct ownership and 0.01% indirect ownership of GVP), with acquisition cost of Rp1,000,000,000. At the acquisition date, MAP has not yet started operation and therefore, recorded as an asset acquisition.

> On June 5, 2013, PKP, a subsidiary, acquired all ownership in PT Wijayakusuma Sukses Maju (WSM) (through 99.99% direct ownership and 0.01% indirect ownership of GVP), with acquisition cost of Rp100,000,000. At the acquisition date, WSM has not yet started operation and therefore, recorded as an asset acquisition.

> On June 10, 2013, PKP, a subsidiary, acquired all ownership in PT Bumi Sindang Jaya (BSJ) (through 75% direct ownership and 25% indirect ownership of GVP), with acquisition cost of Rp100,000,000. At the acquisition date, BSJ has not yet started operation and therefore, recorded as an asset acquisition.

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> On June 14, 2013, PKP, a subsidiary, acquired all ownership in PT Berdikari Jaya Abadi (BJA) (through 75% direct ownership and 25% indirect ownership of GVP), with acquisition cost of Rp100,000,000. At the acquisition date, BJA has not yet started operation and therefore, recorded as an asset acquisition.

> On June 17, 2013, PKP, a subsidiary, acquired all ownership in PT Mentari Panen Raya (MPR) (through 75% direct ownership and 25% indirect ownership of GVP), with acquisition cost of Rp100,000,000. At the acquisition date, MPR has not yet started operation and therefore, recorded as an asset acquisition.

> On June 19, 2013, LC, a subsidiary, acquired all ownership in PT Zeus Karya Prima (ZKP) (through 75% indirect ownership of CIP and 25% indirect ownership of MSE), with acquisition cost of Rp100,000,000. At the acquisition date, ZKP has not yet started operation and therefore, recorded as an asset acquisition.

> On July 1, 2013, CIP, a subsidiary, acquired all ownership in PT Astana Artha Mas (AAM) (through 75% direct ownership and 25% direct ownership of MSE), with acquisition cost of Rp100,000,000. At the acquisition date, AAM has not yet started operation and therefore, recorded as an asset acquisition.

> On July 19, 2013, GJP, a subsidiary, acquired all ownership in PT Krisanta Esa Maju (KEM) (through 75% indirect ownership of KEA and 25% indirect ownership of GEU), with acquisition cost of Rp100,000,000. At the acquisition date, KEM has not yet started operation and therefore, recorded as an asset acquisition.

> On August 22, 2013, LC, a subsidiary, acquired all ownership in PT Pondera Prima Sarana (PPS) (through 75% direct ownership and 25% indirect ownership of GJID), with acquisition cost of Rp100,000,000. At the acquisition date, PPS has not yet started operation and therefore, recorded as an asset acquisition.

> On August 22, 2013, LC, a subsidiary, acquired all ownership in PT Telaga Banyu Murni (TBM) (through 75% direct ownership and 25% indirect ownership of GJID), with acquisition cost of Rp100,000,000. At the acquisition date, TBM has not yet started operation and therefore, recorded as an asset acquisition.

> On August 23, 2013, LC, a subsidiary, acquired all ownership in PT Karimata Alam Damai (KAD) (through 75% indirect ownership of TBM and 25% indirect ownership of PPS), with acquisition cost of Rp100,000,000. At the acquisition date, KAD has not yet started operation and therefore, recorded as an asset acquisition.

> On September 2, 2013, PT Nilam Biru Bersinar, a subsidiary, disposed share ownership in SIH, a susbsidiary, amounting to 5.900.000 shares with the transfer price of Rp53.100.000.000. Upon this transactions, the Company recorded Difference in Transactions with Non-Controlling Interest amounted to Rp51,469,368,683.

> On October 9, 2013, PKP, a subsidiary, acquired all ownership in PT Multi Panen Utama (MPU) (through 25% indirect ownership of MCG and 75% indirect ownership of GHE), with acquisition cost of Rp100,000,000. At the acquisition date, MPU has not yet started operation and therefore, recorded as an asset acquisition. On October 24, 2013, ownership of MPU was transferred to PKP through 75% direct ownership and 25% indirect ownership of GVP.

> On October 11, 2013, PKP, a subsidiary, acquired all ownership in PT Dwi Prabu Sakti (DPS) (through 0.01% indirect ownership and 99.99% indirect ownership of PT Lumbung Mas Trijaya), with acquisition cost of Rp100,000,000. At the acquisition date, DPS has not yet started operation and therefore, recorded as an asset acquisition.

> On October 23, 2013, PKP, a subsidiary, acquired all ownership in PT Pancuran Intan Makmur (PIM) (through 75% indirect ownership and 25% indirect ownership of GVP), with acquisition cost of Rp 100,000,000. At the acquisition date, PIM has not yet started operation and therefore, recorded as an asset acquisition.

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> On October 24, 2013, PKP, a subsidiary, acquired all ownership in PT Solusi Dunia Baru (SDB) (through 75% indirect ownership and 25% indirect ownership of GVP), with acquisition cost of Rp100,000,000. At the acquisition date, SDB has not yet started operation and therefore, recorded as an asset acquisition.

> On December 6, 2013, PT Tunggal Pilar Perkasa (TPP) and PT Mandiri Buana Selaras (MBS), subsidiaries, acquired 75% and 25% ownership in PT Gramari Prima Nusa (GPN), with acquisition cost of Rp750,000,000 and Rp250,000,000, respectively. At the acquisition date, GPN has not yet started operation and therefore, recorded as an asset acquisition.

> On December 13, 2013, KUM, a subsidiary, acquired all ownership in PT Medika Sarana Tralliansia (MST) with acquisition cost of Rp189,600,000,000. This transaction is a business combination (see Note 44). MST has been started its commercial operation since 2008. MST is the owner of 99.99% shares of PT Trisaka Raksa Waluva (TRW). TRW has been started its commercial operation since 2008.

> On December 19, 2013, LMT and DPS, both subsidiaries, acquired all ownership in PT Karyatama Buana Cemerlang (KBC) with acquisition cost of Rp150,878,244,393. At the acquisition date, KBC has not yet started operation and therefore, recorded as an asset acquisition. KBC is the owner of 70.00% shares of PT Mapalus Mancacakti (MM). At the acquisition date, MM has not yet started operation.

> On March 13, 2014, PT Kalimaya Pundi Bumi, a subsidiary, disposed 82,500,000 shares ownership in SIH, a subsidiary, at Rp858,000,000,000. Upon the disposal, the Company recorded Difference in Transactions with Non-Controlling Interest amounted to Rp741,092,494,948.

> On May 12, 2014, WJP, a subsidiary, acquired all ownership in PT Anugerah Bahagia Abadi (ABA) (through 99.99% direct ownership and 0.01% indirect ownership of MS), with acquisition cost of Rp549,686,500,000. This transaction is a business combination (see Note 45).

> On May 19, 2014, PKP, a subsidiary, acquired all ownership in PT Andromeda Sakti (AS) (through 99.83% direct ownership and 0.17% indirect ownership of GVP) with acquisition cost of Rp600,000,000. At the acquisition date, AS has not yet started operation and therefore, recorded as an asset acquisition.

> On July 23, 2014, TPP and MBS, subsidiaries, acquired 75% and 25% ownership in PT Rashal Siar Cakra Medika (RSCM), with acquisition cost of Rp78,540,426,657 and Rp26,180,142,219, respectively. This transaction is a business combination (see Note 45). RSCM has started its commercial operation since 2008.

> On November 28, 2014, TPP, a subsidiary, acquired 20% share ownership in MST from Steer Clear Limited with acquisition cost of Rp45,030,000,000. TPP recorded Difference in Transactions with Non-Controlling Interest amounted to Rp25,748,354,393.

> On December 20, 2014, PT Manunggal Bumi Sejahtera and PT Sentra Realtindo Development, subsidiaries, acquired all ownership in PT Asiatic Sejahtera Finance (ASF), with acquisition cost of Rp80,000,000,000. This transaction is a business combination (see Note 45). ASF has started its commercial operation since July 2009.

#### 1.d. Board of Commissioners, Directors, Audit Committee and Employees

Based on Deed of Extraordinary General Meeting of Stockholders No. 10 dated April 23, 2014 which was made in the presence of Sriwi Bawana Nawaksari, S.H. M.Kn., a notary in Tangerang and the Deed of Extraordinary General Meeting of Stockholders No. 48 dated April 24, 2013 made in the presence of Sriwi Bawana Nawaksari, S.H., M.Kn., a notary in Tangerang, the composition of the Board of Commissioners and Directors as of December 31, 2014 and 2013 are as follows:

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2014	2013
2017	2010

**Board of Commissioners:** 

President Commissioner : Theo L. Sambuaga Theo L. Sambuaga

Vice President

Commissioner : Surjadi Soedirdja\* Surjadi Soedirdja\* Independent Commissioner: Tanri Abeng Tanri Abeng Independent Commissioner : Agum Gumelar Agum Gumelar Independent Commissioner : Farid Harianto Farid Harianto

Independent Commissioner: Muladi Jonathan Limbong Parapak

Independent Commissioner: Sutivoso Muladi

Commissioner : Gouw Viven (Viven G Sitiabudi) Gouw Viven (Viven G Sitiabudi)

Commissioner Benny Haryanto Dije

The composition of the Directors as of December 31, 2014 and 2013 are as follows:

	2014	2013
Directors:		
President Director	: Ketut Budi Wijaya	Ketut Budi Wijaya
Director	: Tjokro Libianto	Tjokro Libianto
Director	: Djoko Harjono*	Djoko Harjono
Director	: Rahmawaty	Roberto Fernandez Feliciano
Director	: Stephen Choo Kooi Yoon	Rahmawaty
Director	: Ninik Prajitno	<del></del>
Unaffiliated Director	: Jenny Kuistono	Jenny Kuistono

<sup>\*</sup> Effective resign on September 15, 2014 as reported to OJK based on letter No. 117/LK-COS/VIII/2014 dated August 14, 2014

The Audit Committee composition as of December 31, 2014 and 2013 are as follows:

	2014	2013
Chairman	: Muladi	Farid Harianto
Members	: Herbudianto : Indra Simarta	Herbudianto Indra Simarta

The Company's Corporate Secretary as of December 31, 2014 and 2013 is Jenny Kuistono.

As of December 31, 2014 and 2013, the Group have 11,129 and 6,168 permanent employees, respectively (unaudited).

#### **Summary of Significant Accounting Policies**

## 2.a. Compliance with Financial Accounting Standards (SAK), Measurement and Preparation of **Consolidated Financial Statements**

The Group's consolidated financial statements have been prepared and presented in accordance with the Indonesian Financial Accounting Standards which include the Statements and the Interpretations issued by Financial Accounting Standards Board of the Indonesian Institute of Accountants (DSAK-IAI) and Regulation of Capital Market Supervisory Agency and Financial Institution No. VIII.G.7 regarding the "Guidance of Financial Statements Presentation" as set forth in Decree No. KEP-347/BL/2012 regarding the amendment to Regulation No. VIII.G.7 and other accounting policies prevailing in the Capital Market.

<sup>\*</sup> also as Independent Commissioner

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

> The consolidated financial statements have been prepared on the going concern assumption and on the accrual basis, except for the consolidated statements of cash flows which used the cash basis. The basis of measurement in the preparation of these consolidated financial statements is the historical cost principle, except for certain accounts that were measured using other basis, as described in the respective accounting policy.

> The consolidated statements of cash flows are presented by classifying the activities into operating, investing and financing. The cash flows from operating activities were prepared using the direct method.

> Functional currency of the Group is Rupiah, except for some subsidiaries as disclosed in Note 1.c. Transactions are recorded using the functional currency. The reporting currency used in the preparation of these consolidated financial statements is Rupiah.

> Interpretations of financial accounting standard (ISAK) that mandatory for the first time for the financial period beginning 1 January 2014 is ISAK No. 27 "Transfer of Assets from Customers" and ISAK No. 28 "Extinguishing of Financial Liabilities with Equity Instruments".

> Implementation of ISAK No. 27, "Transfer of Assets from Customers" and ISAK No. 28 "Extinguishing of Financial Liabilities with Equity Instruments" with an effective date of 1 January 2014 is not relevant, and did not result in changes to the Company's accounting policies and had no impact on the amounts reported for the current year or prior financial years.

#### 2.b. Principles of Consolidation

The consolidated financial statements include the accounts of the Group either directly or indirectly controlled as presented in Note 1.c.

Control also exists when the parent entity owns half or less of the voting power of an entity when there is:

- a. power over more than half of the voting rights by virtue of an agreement with other investors;
- b. power to govern the financial and operating policies of the entity under a statute or an agreement;
- c. power to appoint or remove the majority of the members of the board of directors or equivalent governing body and control of the entity is by that board or body; or
- d. power to cast the majority of votes in the meetings of the board of directors or equivalent governing body and control of the entity is by that board or body.

The existence and effect of potential voting rights that can be implemented or converted on the date of the reporting period should be considered when assessing whether an entity has the power to govern financial and operating policies of another entity.

The entities are consolidated from the date on which effective control was transferred to the Company and are no longer consolidated when the Company ceases to have effective control. Control exists when the entity has the power to govern the financial and operating policies of the entity and get benefits from the activities of the said entity.

The consolidated financial statements have been prepared on the basis of entity concept. All significant related intercompany accounts, transactions and profits among the consolidated companies have been eliminated to reflect the financial position and result of operations as a whole entity.

The changes in the Group's ownership interest that do not result to a loss of control are accounted for as equity transactions and attributed to the owners of the parent. All major transactions and inter-company account balances (including significant unrealized gain or loss) has been eliminated.

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

> Non-controlling interest reflects equity in net earnings or losses and net assets of Subsidiaries which are not directly or indirectly attributable to parent company, and is presented under consolidated statement of comprehensive income and equity in the consolidated statement of financial position, separated from portion which are attributable to parent company.

#### 2.c. Foreign Currency Transactions and Translation of Consolidated Financial Statements

Foreign currency is a currency other than the functional currency. Transactions involving foreign currencies are recorded at the exchange rates prevailing at the time the transactions are made.

At the reporting date, monetary assets and liabilities denominated in foreign currencies were adjusted to reflect the exchange rates prevailing at the time, with the following conversion rates:

	2014 Rp	2013 Rp	
1 USD	12,440	12,189	
1 SGD	9,422	9,628	
1 EUR	15,133	16,821	
100 JPY	10,425	11,617	
1 AUD	10,218	10,876	

Gains and losses from foreign exchange differences arising from foreign currency transactions into Rupiah, charged to profit and loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency shall be translated using the exchange rate at the date of transaction. Non-monetary ithems that are measured at fair value in a foreign currency shall be translated using the exchange rate when the fair value was determined.

The financial statements of subsidiaries which presented in currency other than Rupiah were translated into Rupiah using closing rate at reporting date for assets and liabilities accounts and the average rate during the year for income and expense accounts. All differences resulting from the translations were recognized as part of other comprehensive income.

## 2.d. Cash and Cash Equivalents

Cash consists of cash on hand and cash in bank that can be withdrawn at any time, no pledged as collateral and no restrictions on use.

Cash equivalents consist of time deposits with maturities of not more than or equal to three (3) months from the date of placement, are not restricted and not used as collateral to any liabilities.

#### 2.e. Investment in Associates

An associate is an entity in which the investor (i.e., the Company or subsidiary, which acts as an investor) has a significant influence to participate in decision making on financial and operational policies of the investee, but does not control or jointly control those policies. Significant influence is presumed to exist if the investor owns 20% or more of the voting rights of the investee, either directly or indirectly.

Investment in associates are initially recognized at cost. The carrying amount is increased or decreased by the share in the profit or loss of the investee after the date of acquisition in proportion with the percentage of ownership and reduced by dividends received (equity method).

The carrying amount is also adjusted if there is a change in the investor's proportionate interest in the investee arising from the investee's other comprehensive income. Those changes are recognized in other comprehensive income of the investor.

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

#### 2.f. Transaction with Related Parties

In a normal business transaction, the Group has transactions with related parties. Related party is the person or entity that is related to the Group (referred to as the "reporting entity"), which includes:

- (a) A person or a close member of that person's family is related to a reporting entity if that person:
  - has control or joint control over the reporting entity:
  - has significant influence over the reporting entity; or
  - (iii) is a member of the key management personnel of the reporting entity or of a parent of the reporting entity.
- (b) An entity is related to the reporting entity if any of following conditions applies:
  - The entity and the reporting entity are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others);
  - (ii) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member);
  - (iii) Both entities are joint ventures of the same third party;
  - (iv) One entity is a joint venture of a third entity and the other entity is an associate of the third entity:
  - (v) The entity is a post-employment benefit plan for the benefit of employees of either the reporting entity or an entity related to the reporting entity. If the reporting entity in itself such a plan, the sponsoring employers are also related to the reporting entity;
  - (vi) The entity is controlled or jointly controlled by a person identified in (a); or
  - (vii) A person identified in (a) (i) has significant influence over the entity or is a member of the key management personnel of the entity (or a parent of the entity).

#### 2.g. Inventories and Land for Development

Real estate inventories, which mainly consist of acquisition cost of land under development, shopping center, residential houses, shophouses, office buildings, apartments and buildings (houses) under construction, are carried at the lower of cost and net realizable value (NRV). Cost is determined by using the average method. Cost of land under development includes cost of land improvement and development, capitalized interest and other financing charges obtained to finance the acquisition and development of land until completed. The cost of residential houses and shophouses consist of actual construction cost.

Inventories of healthcare business (e.g., medicines, medical supplies and others) are carried at the lower of cost and NRV. Cost is determined by using the average method. Allowance for decline in inventory value is provided based on a review of inventory status at the end of year.

Inventories of hospitality business (e.g., food, beverages and others) are carried at the lower of cost and ret realizable value. Cost is determined by using the first-in-first-out method (FIFO). Allowance for decline in inventory value is provided based on a review of inventory status at the end of year.

Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and selling costs. In determining obsolete inventory, Group review regularly of each significant unit inventory individually and when obtained reliable evidence, Group will reduce the value of inventories to realizable value

Allowance for inventories using determined based on a review of the condition of the inventories at the end of the year.

Land for development which are owned by the Group is classified as "Land for Development". Upon the commencement of development and construction of infrastructure, the carrying cost of land under development will be transferred to the respective real estate inventories or property and equipment accounts, whichever is appropriate.

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

## 2.h. Prepaid Expenses

Prepaid expenses are amortized over the period benefitted using straight line method.

## 2.i. Investment Property

Investment property is owned or held under a finance lease to earn rentals or for capital appreciation or both, rather than for use in the production or supply of goods or services or for administrative purposes or sale in the ordinary course of business.

Investment property is carried at cost less its accumulated depreciation and any accumulated impairment losses. Land is not depreciated and is presented at acquisition cost. Building is depreciated using straight line method based on its estimated useful life of 20 years. The cost of repairs and maintenance is charged to the consolidated statements of comprehensive income as incurred while significant renovations and additions are capitalized.

Investment property is derecognized in, or disposed from the statement of financial position when it is permanently derecognized or retired and does not have any future economic benefit in which can be expected at its disposal. Gains or losses on derecognition or disposal of investment property is recognized in operation in the period derecognition or disposal.

Transfer to investment properties when, and only when, there is a change in use, evidenced by the end of the use by the owner, commencement of an operating lease to another party or completion of construction or development. Transfer from investment properties when, and only when, there is a change in use, evidenced by commencement of owner occupation or commencement of development for sale.

For a transfer from investment property to property that is used alone, the Group uses the cost method at the date of change in use. If the property is used by the Company to investment property, the Group recorded such investment properties in accordance with the policy of property and equipment up to the date of change in use.

## 2.j. Property and Equipment

Property and equipment in initial recognition is measured at cost.

Property and equipment after initial recognition is accounted using cost model. Property and equipment is carried at cost less accumulated depreciation and accumulated impairment losses, if any.

Land is not depreciated and carried at cost less with accumulated impairment in losses, if any.

Depreciation is computed by using the straight line method based on the estimated useful lives of the assets as follows:

	Year
Building, Infrastructure, and Renovations	4 - 40
Parks and Interiors	5
Golf Course and Club House	20
Transportation Equipment and Vehicles	4 - 8
Furniture, Fixtures and Office Equipment	3 - 10
Tools and Medical Equipment	3 - 10
Machinery and Project Equipment	3 - 10
Bowling Machinery	10
Playground Areas	5

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> The cost of repairs and maintenance is charged to operation as incurred while significant renovations and additions are capitalized. When assets are retired or otherwise disposed of, the cost and the related accumulated depreciation are removed from the accounts and any resulting gains or losses are reflected in the consolidated statement of comprehensive income for the year.

> Construction in progress represents expenditures incurred directly to infrastructure development and property and equipment preparation. Expenditures include borrowing cost on loan used for developing assets during the construction period. Construction in progress is transferred to the appropriate property and equipment account when the construction is completed and ready for its intended use.

> The carrying amount of property and equipment is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is credited or charged to operations in the asset is derecognized.

> At the end of each financial year, residual values, useful lives and methods of depreciation are reviewed, and if appropriate, adjusted prospectively.

#### 2.k. Leases

The determination of whether an arrangement is, or contains, a lease is based on the substance of the arrangement at the inception date and whether the fulfillment of the arrangement is dependent on the use of a specific asset and the arrangement conveys a right to use the asset.

Leases that transfer to the lessee substantially all of the risks and rewards incidental to ownership of the leased item are classified as finance leases. Leases which do not transfer substantially all of the risks and rewards incidental to ownership of the leased item are classified as operating leases.

#### The Group as lessees:

At the commencement of the lease term under finance lease, the Group recognized assets and liabilities in their statement of financial position at amounts equal to the fair value of the leased property or, if lower, the present value of the minimum lease payments. Each determined at the inception of the lease. The discount rate used in calculating the present value of the minimum lease payments is the rate implicit in the lease, if this is practical to determine, if not, the lessee's incremental borrowing rate is used. Initial direct cost of the lessee are added to the amount recognized as an asset. The depreciation policy of leased asset is consistent with depreciable assets that are owned.

Under an operating lease, the Group recognizes lease payments as an expense on a straight-line basis over the lease term.

#### The Group as lessors:

The Group is required to recognize assets held under a finance lease in their statement of financial position and present them as a receivable at an amount equal to the net investment in the lease. Lease payments received are treated as repayments of principal and finance lease income. The recognition of finance lease income is based on a pattern that reflecting a constant periodic rate of return on the net investments of the Group as lessor in the finance lease.

The Group is required to present assets subject to operating leases in their statement of financial position according to the nature of the asset. Initial direct costs incurred in negotiating an operating lease are added to the carrying amount of the leased asset and recognized as an expense over the lease term on the same basis as operating rental income. Contingent rents, if any, are recognized as revenue in the periods in which they are earned. Lease income from operating leases is recognized as income on a straight-line basis over the lease term.

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#### Sale and Leaseback:

A sale and leaseback transaction involves the sale of an asset and leasing back the same asset. If a sale and leaseback transaction is a finance lease, any excess of sales proceeds over the carrying value is not immediately recognized as income in the financial statements of a seller (lessee) but is deferred and amortized over the lease period.

If a sale and leaseback transaction is an operating lease, and it is clear that the transaction is established at fair value, any profit or loss is recognized immediately. If the sales price is below fair value, any profit or loss is recognized immediately except if the loss is compensated by future lease payments below market price where it is deferred and amortized in proportion to the lease payments over the period for which the asset is expected to be used. If the sales price is above fair value, the excess over fair value is deferred and amortized over the period for which the asset is expected to be used.

## 2.I. Borrowing Cost

Borrowing costs incurred on loan and debt obtained to finance the acquisition and development of land and building construction are capitalized to the respective real estate inventories. This cost include interest expense calculated using the effective interest method and foreign exchange differences that they are regarded as an adjustment to interest cost. Capitalization ceases upon completion of all activities related to the acquisition and development of land, or upon completion of the construction and when the assets are ready for their intended use.

#### 2.m. Impairment of Non-Financial Assets

Recoverable amount of non financial assets shall be estimated whenever events and changes of circumstances indicate that the carrying value may not be recoverable. Impairment of non-financial asset is recognized as loss for the year.

Impairment loss been recognized in prior periods is reversed, if and if only, there is a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognized. If so, the carrying amount of the asset is increased to its recoverable amount. This increase is a reversal of an impairment loss. Total assets increased due to the reversal of an impairment loss, should not exceed the carrying amount if the asset does not experience an impairment loss in the previous period.

#### 2.n. Business Combination

The Company accounts for each business combination by applying the acquisition method (includes measurement of non-controlling interest).

The consideration transferred for an acquisition is measured at the aggregate of the fair values of assets given-up, liabilities assumed and equity instruments issued by the Company. Acquisition-related costs are recognized in the profit or loss as incurred.

The Group recognizes the identifiable assets acquired and liabilities taken over at their fair value on acquisition date, except for the following:

- Deferred tax assets or liabilities that are related to assets acquired and liabilities taken over in business combination are recognized and measured in accordance with PSAK No. 46 (Revised 2010), "Income Taxes".
- Liabilities (or assets, if any) related to employee benefit arrangement from the acquiree are recognized and measured in accordance with PSAK No. 24 (Revised 2010), "Employee Benefits".
- Liabilities or equity instruments related to the replacement of an acquiree's share-based payment awards are measured in accordance with PSAK No. 53 (Revised 2010), "Share-based Payment".
- Non-current assets (or disposal groups) acquired which classified as held for sale are measured in accordance with PSAK No. 58 (Revised 2009), "Non-current Assets Held for Sale and Discontinued Operations".

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## PT LIPPO KARAWACI Tbk AND SUBSIDIARIES NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

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#### 2.o. Intangible Assets

#### Goodwill

Goodwill arising in a business combination is recognized as an asset on the date that the control is acquired.

Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree, and the fair value of the acquirer's previously held equity interest in the acquiree over the net of the acquisition date amounts of the identifiable assets acquired and the liabilities taken over.

Goodwill is not amortized but is reviewed for impairment at least annually or more frequently when there is an indication that the goodwill may be impaired. For the purpose of impairment testing, goodwill is allocated to each of the cash-generating units expected to benefit from the synergies of the combination. If the recoverable amount of the cash-generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit prorated on the basis of the carrying amount of each asset in the unit. An impairment loss recognized for goodwill is not reversed in the subsequent year.

The negative goodwill that resulted from bargain purchases is recognized as gain in profit or loss. The gain is attributed to the acquirer.

If goodwill has been allocated to a cash-generating unit and certain operations on the cash-generating unit is stopped, the goodwill associated with discontinued operations are included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill removed is measured based on the relative value of discontinued operations and share of the cash-generating unit retained.

#### Cost of Software

Software costs are initially recognized at cost or amounts attributable to these assets in the first one recognized.

Acquisition cost of accounting software is deferred and amortized using the straight line method based on the estimated of economic useful life of five (5) years.

#### 2.p. Bond Issuance Cost

Bond issued is classified into the category of financial liabilities measured at amortized cost (see Note 2.x). Therefore, bond issuance cost is deducted directly from the proceeds of the bonds. The difference between the net proceeds and the nominal value represents premium or discount which is amortized over the term of the bonds using the effective interest rate method.

#### 2.q. Employee Benefits

The Group recognizes provisions for post-employment benefits in accordance with Labor Law No. 13/2003 and PSAK No. 24 (Revised 2010) "Employee Benefits". No funding is provided for this plan.

## Short-term employee benefits

Short-term employee benefits are recognized at an undiscounted amount when employees have rendered their services to the Group during the accounting period.

#### Post-employment Benefits

Post-employment benefits are recognized at discounted amount when the employees have rendered their service to the Company during the accounting period. Liabilities and expenses are measured using actuarial techniques which include constructive obligation that arises from the Group's common practices. In calculating liabilities, the benefit must be discounted using the projected unit credit method. Past service cost recognized in profit or loss when the benefit become vested and recognized as expense with straight-line method for the average period of vested benefit. Accumulated unrecognized actuarial gain

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> and loss that are more than 10% of the present value of defined benefit obligations are amortized using the straight line method over the remaining projected average service period of employees in the programme.

#### 2.r. Business Combination between Entities Under Common Control

Business transaction between entities under common control, such as transfers of assets, liabilities, shares or other ownership instruments by re-organizing entities within the same group, do not represent changes of ownership in terms of economic substance, and thus, should not result in a gain or loss for the group of companies as a whole or for the individual entity in the groups.

Since restructuring transactions with entities under common control do not result in changes in term of economic substance of ownership in transferred assets, liabilities or other ownership instruments, the transferred assets or liabilities (in legal form) should be recorded at book value in a manner similar to business combination transactions using the pooling of interest method.

The difference between transfer price and book value does not represent goodwill. Such difference is recorded in the account "Difference in Value from Restructuring Transactions between Entities under Common Control" and is presented as a component of equity.

Since the adoption of PSAK No. 38, (Revised 2012) "Business Combination for Entities Under Common Control", started from January 1, 2013, this account can not be recognized as a realized gain or loss nor reclassified to retained earnings.

#### 2.s. Derivative Financial Instruments

The Company only enters into derivative financial instrument contracts in order to hedge underlying exposures. Derivative financial instruments are recognised at their fair values. The method of recognising the resulting gains or losses is dependent on whether the derivative is designated as a hedging instrument for accounting purposes and the nature of the item being hedged. The Company designates derivatives as hedges of the foreign exchange rate risk associated with a recognised liability (cash flow hedge).

Changes in the fair value of derivatives that are designated and qualify as cash flow hedges for accounting purposes and that are effective, are recognised in other comprehensive income. When a hedging instrument expires, or when a hedge no longer meets the criteria for hedge accounting, the cumulative gain or loss in equity is recognised in profit or loss.

Changes in the fair value of derivatives that do not meet the criteria of hedging for accounting purposes are recorded in profit or loss.

The fair value measurements of foreign currency forward contracts have been determined by the independent valuer for contracts owned by the Company at the financial position date and calculated based on observable market foreign exchange rates.

Changes in the fair value of foreign currency forward contract designated as hedging instruments that effectively offset the variability of cash flows associated with the borrowings are recorded in other comprehensive income. The amounts are subsequently recognised in profit or loss as adjustments of the exchange rate differences of related underlying borrowing which is hedged on the same period in which the exchange rate differences affect earnings.

#### 2.t. Revenue and Expense Recognition

The Group recognize revenues from the sale of real estate using the full accrual method. Revenues of real estate sales is fully recognized if the following conditions for each type of sale are met:

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## PT LIPPO KARAWACI Tbk AND SUBSIDIARIES NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

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For the sale of parcel of vacant land, the criteria that should be met are as follows:

- The payments received from the buyer have reached 20% of the agreed selling price and the amount is non-refundable;
- The collectibility of the selling price can be reasonably assured:
- The receivables from the sale is not subject to future subordination against other loans which will be obtained by the buyer;
- The process of land development has been completed thus the seller is not obliged to develop the sold lots such as the obligation to construct lot of land and or obligation to develop main infrastructure promised by the seller, in accordance with the sales and purchase agreement or any regulation requirements; and
- The sale consists only of the vacant land, without any obligation on the part of the seller to construct a building on the land sold.

For the sale of residential houses, shophouses and other similar types of buildings, including parcel of land, the criteria that should be met are as follows:

- The sale is consummated:
- The collectibility of the selling price can reasonably assured; b.
- The receivables from the sale is not subject to future subordination against other loans which will be obtained by the buyer: and
- The seller has transferred to the buyer the usual risks and rewards of ownership through a transaction which represents a sale in substance and the seller does not have substantial continuing involvement with such property.

If a real estate sale fails to meet all the criteria of full accrual method, revenue recognition is deferred and the transaction is recognized using the deposit method until all of the conditions of full accrual method are fulfilled.

The revenue from shopping centers and apartments are recognized based on the percentage of completion method, if all of the following criteria are met:

- The construction process has already beyond preliminary stage, that is, the building foundation has been completed and all of the requirements to start the construction have been fulfilled;
- Total payments received from the buyer is at least 20% of the contract sales price and that such b. amount is not refundable; and
- The amount of revenue and cost of the unit property can reasonably be estimated.

The method used to determine the level of development activity completion is based on a percentage of actual activities accomplished to total development activities that need to be accomplished.

Cost of land lots sold is determined based on the estimated acquisition cost of the land plus other estimated expenditures for its improvements and developments. The cost of residential houses and shophouses sold is determined based on actual cost incurred and estimated cost to complete the work. The estimated cost to complete is included in the "Accrued Expenses" account which is presented in the consolidated statements of financial position. The difference between the estimated cost and the actual cost of construction or development is charged to "Cost of Sales" in the current year.

Revenues from medical services are recognized when medical services are rendered or when medical supplies are delivered to patients.

Rental revenue and other services is recognized based on their respective rental periods and when the services are rendered to the customers. Rental and membership paid in advances are presented as deferred income and recognized as revenue over the period benefit.

Expenses are recognized when incurred.

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#### 2.u. Income Tax

#### Final Income Tax

Final income tax expense is recognized proportionately with the accounting income recognized during the year. The difference between the final income tax paid and the final tax expense in the profit or loss for the period is recognized as prepaid tax or tax payable. If the income is already subjected to final income tax, the differences between the consolidated financial statements carrying value of existing assets and liabilities and their tax bases are not recognized as deferred tax assets or liabilities.

#### Non-Final Income Tax

Current income tax is calculated from taxable income, the earnings that have been adjusted to the appropriate tax rules.

Amendments to taxation liabilities are recorded when an assessment is received or, if appealed against, when the results of the appeal is determined.

Current tax assets and current tax liabilities are offset if, and only if, the entity:

- 1) has a legally enforceable right to set off the recognised amount; and
- 2) intents to settle in net basis, or realises and settles the asset and liability simultaneously.

All temporary differences between the tax bases of assets and liabilities and their carrying value for financial reporting purposes are recognized as deferred tax using balance sheet liability method. Currently or substantially enacted tax rates are used to determine deferred income tax.

Deferred tax assets and deferred tax liabilities are offset if, and only if, the entity:

- 1) has a legally enforceable right to set off current tax asset against current tax liability; and
- 2) the deferred tax asset and the deferred tax liability relate to income taxes levied by the same tax authority on the same taxable entity.

#### 2.v. Earnings per Share

Basic earnings per share (EPS) is calculated by dividing profit attributable to ordinary shares holder of the parent entity by the weighted average number of common stocks in the one (1) reporting year.

Diluted EPS accounted for other securities potentially have dilutive effect to ordinary shares which are outstanding during the reporting year.

#### 2.w. Segment Information

Operating segment is a component of an entity that engages in business activities whose operating results are regularly reviewed by the management and for which discrete financial information is available.

The Company organized its business into six (6) operating segments:

- Urban development, which comprises, among others, activities in real estate, urban development, land acquisition and clearing, land development and excavation and infrastructure development.
- (ii) Large scale integrated development, which comprises, among others, activities in real estate in large scale integrated development project and its infrastructure development.
- (iii) Retail malls, which comprises among others, activities in real estate in development and management of shopping center.
- (iv) Healthcare, which comprises activities in health services.
- (v) Hospitality and infrastructure, which comprise, among others, activities in hotels, restaurants, town management and water and sewage treatment, recreation center, transportation and maintenance
- (vi) Property and portfolio management, which comprises, among others, activities in management services.

These consolidated financial statements are originally issued in Indonesian language

## PT LIPPO KARAWACI Tbk AND SUBSIDIARIES NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

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> The above operating segments are strategic business units that offer different products and services. Products and services are managed separately because each business requires market strategies and different resources. The accounting policies for operating segments are the same as described in this summary of significant accounting policies.

#### 2.x. Financial Instruments

#### **Financial Assets**

Financial assets are classified into four (4) categories, as follows (i) financial assets measured at fair value through profit or loss (FVTPL), (ii) loans and receivables, (iii) held-to-maturity financial assets (HTM financial assets) and (iv) available-for-sale financial assets (AFS financial assets). The classification depends on the purpose for which the financial assets were acquired. The management determines the classification of its financial assets at initial recognition.

#### Financial assets measured at FVTPL

Financial assets measured at FVTPL are financial assets which are held for trading. Financial asset is classified as held for trading if it is acquired principally for the purpose of selling or repurchasing it in the near term and for which there is evidence of recent actual pattern of short-term profit taking. Derivatives are also categorized as held for trading unless they are designated and effective as hedging instruments.

At the time of initial recognition, financial assets at fair value through profit or loss are recognized at fair value. Transaction costs related to acquisition are recognize at profit or loss current year. After initial recognition, changes in fair value are recognize at consolidated statement of comprehensive income

Group recognize call spread option on fair value trough profit or loss.

#### (ii) Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Loans and receivables are initially recognized at fair value plus transaction costs and are subsequently measured at amortized cost using the effective interest rate method.

Financial assets are recognize by loans and receivables include cash and cash equivalents, accounts receivable, other current financial assets, due from related parties non-trade and other non-current financial assets.

#### (iii) HTM financial assets

HTM financial assets are non-derivative financial assets with fixed or determinable payments and fixed maturities that management has the positive intention and ability to hold to maturity, other than:

- Those that are designated as financial assets measured at FVTPL upon initial recognition;
- Those that are designated as AFS financial assets; and
- Those that meet the definition of loans and receivables.

At initial recognition, held-to-maturity investments are recognized at fair value plus transaction costs and subsequently measured at amortized cost using the effective interest method

The Group does not have a financial asset investments held to maturity.

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#### (iv) AFS financial assets

AFS financial assets are non-derivative financial assets that are intended to be held for an indefinite period of time, which might be sold in response to needs for liquidity or changes in interest rates, exchange rates or that are not classified as loans and receivables. HTM financial assets or financial assets measured at FVTPL.

AFS financial assets are initially recognized at fair value, plus transaction cost, and are measured subsequently at fair value with gains and losses being recognized in the consolidated statements of changes in equity, except for impairment losses and foreign exchange gains and losses, until the financial assets is derecognized. If AFS financial assets are determined to be impaired, the cumulative gain or loss previously recognized as other comprehensive income will be recognized as gain in the current year. Interest income is calculated using the effective interest method and foreign exchange gains or losses on monetary assets classified as AFS financial assets is recognized as gain or loss in the current year.

Investments classified as available-for-sale financial assets are as follows:

- Equity Investments that are not available at fair value with ownership less than 20% of other long-term investments are recorded in other expenses
- Equity Investments which are available at fair value with ownership less than 20% are classified as financial assets available for sale, recorded at fair value.

Available for sale financial assets held by the Group include investments available for sale and stock investments.

#### Impairment of Financial Assets

Financial assets, other than measured at FVTPL, are assessed for indicators of impairment at each reporting date. Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been impacted.

For listed and unlisted equity investments classified as AFS financial assets, a significant or prolonged decline in the fair value of the security below its cost is considered to be an objective evidence of impairment.

For all other financial assets, objective evidence of impairment could include:

- significant financial difficulty of the issuer or counterparty; or
- default or delinquency in interest or principal payments; or
- it becoming probable that the borrower will enter bankruptcy or financial reorganization.

For certain categories of financial asset, such as receivables, the impairment value of assets are assessed individually. Objective evidence of impairment for a portfolio of receivables could include the Company's past experience of collecting payments, an increase in the number of delayed payments in the portfolio past the average credit period, as well as observable changes in national or local economic conditions that correlate with default on receivables.

For financial assets carried at amortized cost, the amount of the impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate.

The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets with the exception of receivables, where the carrying amount is reduced through the use of an allowance account. When a receivable is considered uncollectible, it is written-off against the allowance These consolidated financial statements are originally issued in Indonesian language

## PT LIPPO KARAWACI Tbk AND SUBSIDIARIES NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

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> account. Subsequent recoveries of amounts previously written-off are credited against the allowance account. Changes in the carrying amount of the allowance account are recognized as gain or loss in the current year.

> When an AFS financial asset is considered to be impaired, cumulative gains or losses previously recognized in equity are reclassified to the consolidated statements of comprehensive income.

> With the exception of AFS equity instruments, if, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognized, the previously recognized impairment loss is reversed as profit to the extent that the carrying amount of the investment on the date the impairment is reversed does not exceed what the amortized cost would have been had the impairment not been recognized.

> In respect of AFS equity securities, impairment losses previously recognized as loss are not reversed through profit for the period. Any increase in fair value subsequent to an impairment loss is recognized directly to other comprehensive income.

## **Derecognition of Financial Assets**

The Company derecognizes a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

#### **Financial Liabilities**

Financial liabilities are classified into the category of (i) financial liabilities measured at FVTPL and (ii) financial liabilities measured at amortized cost.

#### Financial liabilities measured at FVTPL

Financial liabilities measured at FVTPL are financial liabilities which are held for trading. A financial liability is classified as held for trading if it is acquired principally for the purpose of selling or repurchasing it in the near term and for which there is evidence of a recent actual pattern of short term profit taking. Derivatives are also categorized as held for trading unless they are designated and effective as hedging instruments.

At initial recognition, financial liabilities at FVTPL are recognized at fair value. Transaction costs in connection with the issuance recognized in operating expense current year. Increase or decrease in fair value recognized in the subsequent statement of comprehensive income.

The Group does not have financial liabilities measured at fair value through profit or loss.

#### (ii) Financial liabilities measured at amortized cost

Financial liabilities that are not classified as financial liabilities at FVTPL are categorized and measured at amortized cost using effective interest rate method.

Financial liabilities measured at amortized cost which is owned by Group include trade payables, accrual, short-term employee benefits liabilities, other short-term financial liabilities, bank loan, due to of non-trade, bonds, other long-term liabilities.

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#### **Derecognition of Financial Liabilities**

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or expired.

#### **Equity Instruments**

Equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. The equity instruments issued by the Company are recognized at net proceeds after deducting the cost of its issuance and presented as part of equity as "Additional Paid-in Capital - Net" account.

Reacquisition of the Company's own equity instruments are recognized as treasury stock at cost and deducted from capital stock.

#### Offsetting of Financial Instruments

Financial assets and liabilities are offset and the net amount is reported in the consolidated statements of financial position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis, or realise the asset and settle the liability simultaneously.

#### **Effective Interest Rate Method**

The effective interest method is a method used for calculating the amortized cost of a financial instrument and of allocating the interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received between parties to the contract that are an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial instrument or, when appropriate, a shorter period to the net carrying amount of financial assets at initial recognition.

Income is recognized on an effective interest basis for financial instruments other than financial instruments at fair value through profit or loss.

#### Fair Value

The fair value of financial assets and financial liabilities must be estimated for recognition and measurement or for disclosure purposes.

PSAK No. 60, "Financial Instruments: Disclosures" requires disclosure of fair value measurements by level of the following fair value measurement hierarchy:

- (a) quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1);
- (b) inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices) (Level 2); and
- (c) inputs for the asset or liability that are not based on observable market data (unobservable inputs) (Level 3).

The fair value of financial instruments traded in active markets is based on quoted market prices at the reporting date. The quoted market price used for financial assets held by the Group is the current bid price, while financial liabilities use ask price. These instruments are included in Level 1.

The fair value of financial instruments that are not traded in an active market is determined using valuation techniques. These valuation techniques maximize the use of observable market data where it is available and rely as minimum as possible on estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.

If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3. This is the case for unlisted equity securities.

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#### 2.y. Important Estimated Source of Uncertainty and Accounting Considerations

The preparation of financial statements in accordance with the Indonesian Financial Accounting Standards requires the management to make assumptions and estimates that could affect the carrying amounts of certain assets and liabilities at end of reporting year.

In the preparation of these consolidated financial statements, accounting assumptions have been made in the process of applying accounting policies that may affect the carrying amounts of assets and liabilities in financial statements. In addition, there are accounting assumptions about the sources of estimation uncertainty at end of reporting period that could materially affect the carrying amounts of assets and liabilities in the subsequent reporting year.

The management periodically reviews them to ensure that the assumptions and estimates have been made based on all relevant information available on the date in which the consolidated financial statements have been prepared. Because there is inherent uncertainty in making estimates, the value of assets and liabilities to be reported in the future might differ from those estimates.

#### i. Source of Uncertainty of Critical Accounting Estimates and Assumptions

At the reporting date, the management has made significant assumptions and estimates which have the most significant impact to the carrying amount recognized in the consolidated financial statements, as follows:

#### Allowance for Impairment of Receivable

In general, the management analyzes the adequacy of the allowance for impairment of receivable based on several data, which include analyzing historical bad debts, the concentration of each customer's accounts receivable, credit worthiness and changes in a given period of repayment. The analysis is carried out individually on a significant amount of accounts receivable, while the insignificant group of accounts receivable is carried on the collective basis. At the reporting date, the carrying amount of accounts receivable has been reflected at fair value and the carrying value may change materially in the subsequent reporting period, but the change, however, will not be attributable to the assumptions and estimates made as of this reporting date (see Note 4).

#### Impairment of Goodwill

In estimating the impairment of goodwill, Mangement Group in the analysis and assessment of the ability of the cash generating unit, the entity acquisition operating conditions change and transfer generating unit goodwill. If there are indications of a decrease in the ability of the cash generating unit in cash and management believes that the cash generating unit decreased ability to generate cash, then the management will do the impairment of goodwill. If there is a change in the operational business units and / or cash-generating unit has been transferred, the entire value of goodwill previously recorded will be impaired. The carrying value of goodwill is presented in Note 13.

#### **Deferred Tax Assets Estimation**

Deferred tax assets recognition is performed only if it is probable that the asset will be recovered in the form of economic benefits to be received in future periods, in which the temporary differences and tax losses can still be used. Management also considers the future estimated taxable income and strategic tax planning in order to evaluate its deferred tax assets in accordance with applicable tax laws and its updates. As a result, related to its inherent nature, it is likely that the calculation of deferred taxes is related to a complex pattern where assessment requires a judgment and is not expected to provide an accurate calculation (see Note 17.b).

## **Useful Lifes of Property and Equipment Estimation**

Management makes a periodic review of the useful lifes of property and equipment based on several factors such as physical and technical conditions and development of medical equipment technology in the future. The results of future operations will be materially influenced by the change in estimate as

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> caused by changes in the factors mentioned above. Changes in estimated useful life of property and equipment, if any, are prospectively treated in accordance with PSAK No. 25 (Revised 2010), "Accounting Policies, Changes in Accounting Estimates and Errors" (see Note 12).

## **Post-employment Benefits**

The present value of post-employment benefits liability depends on several factors that are determined by actuarial basis based on several assumptions. Assumptions used to determine the cost (income) include the discount rate. Changes in these assumptions will affect the carrying amount of post-employment benefits (see Note 23).

The Group determines the appropriate discount rate at end of reporting year by the interest rate used to determine the present value of future cash outflows expected to settle this obligation. In determining the appropriate level of interest rates, the Company considers the interest rate of government bonds denominated in Rupiah that has a similar period to the corresponding period of obligation. Other key assumption is partly determined by current market conditions, during the year in which the postemployment benefits liability is resolved. Changes in the employee benefits assumption will impact on recognition of actuarial gains or losses at the end of the year.

#### Fair Value of Financial Instruments

If the fair value of financial assets and liabilities recorded in the statement of financial position is not available in active market, it is determined using valuation techniques including the use of mathematical model. Input for this model derived from observable market data throughout the available data. When observable market data is not available, management judgment is required to determine the fair value. The considerations include liquidity and input models such as volatility for long-term derivative transactions and discount rates, prepayments, and default rate assumptions.

## ii. Important Consideration in the Determination of Accounting Policies

The following judgment made by management in the application of the Group's accounting policies that have significant effect on the amounts presented in the financial statements:

#### Revenue Recognition - Percentage of Completion Method

Revenue from the sale of shopping centers and apartment units are recognized using the percentage of completion method. By this method, revenue is recognized proportionately with the cost that generates revenue. As a consequence, the sales proceeds that can not be recognized as revenue are recognized as a liability until the sale have met the criteria for revenue recognition.

To determine the percentage of completion of the development activities of shopping centers and apartment units, the management uses physical progress approach that is determined based on the survey report for each project or the part of project (e.g., for each tower of apartment). The management conducted a review of determination of the estimated percentage of completion and it realized that a negligence in determining the percentage of completion at the reporting date can result in revenue recognition errors for the subsequent reporting period, in which the material error correction will be carried out retrospectively (see Note 34).

## Revenue Recognition - Professional Fees

Policy and billing system to the patient is an integral of over all charges consisted of consulting with the doctor, use of drugs and other medical procedures. Above the cost of consulting a doctor, the Hospital perform specific calculations for each doctor, make payments and tax cuts every month to the doctor, although a bill to the patient is not fully collectible. Management of the Group considered that there was no agency relationship between the hospital and its doctors, with consideration to the impact of the significant benefits and risks related to the provision of medical services by the doctors to patients. Bills for medical services are recognized as revenue when the recognition criteria are met (see Note 34).

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# 3. Cash and Cash Equivalents

	2014 Rp	2013 Rp
Cash		•
(Include 2014: USD 2,564, SGD 500, EUR 4,800, JPY 113,800,		
AUD 6,376 ; 2013: USD 2,564, SGD 500, EUR 4,800, JPY 113,800,		
AUD 6,376)	6,620,446,207	6,917,942,083
Bank		
Third Parties		
Rupiah		
PT Bank CIMB Niaga Tbk	320,481,703,637	172,388,811,892
PT Bank Permata Tbk	237,174,662,552	12,522,995,740
PT Bank Negara Indonesia (Persero) Tbk	118,442,528,427	108,633,441,787
PT Bank Central Asia Tbk	57,811,715,043	37,447,323,869
PT Bank Mandiri (Persero) Tbk	28,035,605,515	28,725,205,715
PT Bank Rakyat Indonesia (Persero) Tbk	16,645,255,187	56,199,268,479
PT Bank Mega Tbk	16,547,697,141	10,502,477,916
PT Bank Danamon Indonesia Tbk	10,713,599,454	14,143,614,618
PT Bank OCBC NISP Tbk	3,841,943,155	5,653,784,095
PT Bank Internasional Indonesia Tbk	2,986,264,647	4,856,944,917
PT Bank Tabungan Negara (Persero) Tbk	1,951,326,092	2,569,724,331
PT Bank Pan Indonesia Tbk	687,850,498	1,706,452,872
Others (Each bellow Rp1 billion)	3,705,024,452	2,115,802,968
Foreign Currency PT Bank CIMB Niaga Tbk		
USD	14,565,105,541	43,108,251,058
SGD	836,974,421,943	83,987,325,088
PT Bank Negara Indonesia (Persero) Tbk		
USD	8,950,532,697	2,403,157,786
SGD	519,085,305,443	
PT Bank OCBC NISP Tbk		
USD	3,231,417,386	1,866,372,021
SGD	358,434,677,891	17,328,680,824
EUR	94,174,172	104,678,765
BNP Paribas, Singapore		
USD	54,895,277,406	2,729,567,119
SGD	71,383,502,267	620,518,246
OCBC Bank, Singapore - SGD	50,950,462,884	65,039,895,534
PT Bank Internasional Indonesia Tbk - USD	17,348,651,129	3,692,834,833
PT Bank Permata Tbk		
USD	7,412,647,182	1,466,219,564
SGD	9,424,726,727	
PT Bank ANZ Indonesia		
USD	9,572,022,812	2,086,378,332
AUD	4,086,002,246	1,759,399,666
EUR	2,679,901,063	1,433,499,312
PT Bank Mega Tbk		
USD	2,517,140,451	3,400,340,708
SGD	2,206,932,491	3,466,320,893
Credit Suisse, Singapore - USD		1,294,267,979
Others (each bellow Rp1 billion)	1,719,989,289	1,438,883,785

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	2014 Rp	2013 Rp
Related Party		
<u>Rupiah</u>		
PT Bank Nationalnobu Tbk	347,242,393,752	335,256,404,263
Time Denseite	3,141,800,460,572	1,029,948,844,975
Time Deposits Third Parties		
Rupiah		
PT Bank CIMB Niaga Tbk	126,728,127,142	390,258,911,766
PT Bank Negara Indonesia (Persero) Tbk	97,646,596,412	219,494,703,751
PT Bank Mandiri (Persero) Tbk	9,400,530,387	8,627,025,852
PT Bank Mega Tbk	3,000,000,000	47,500,000,000
PT Bank Mayapada International Tbk	1,033,988,047	6,120,774,394
PT Bank Rakyat Indonesia (Persero) Tbk		2,725,066,950
PT Bank Permata Tbk		1,237,470,512
Others (each bellow Rp1 billion)	2,132,098,630	1,932,990,123
Foreign Currency		
OCBC Bank, Singapore - SGD	74,560,695,591	29,052,856,731
Credit Suisse, Singapore		
USD	4,633,865,666	24,403,874,322
SGD	61,504,402,084	12,223,658,012 108,264,767
PT Bank CIMB Niaga Tbk - USD PT Bank Permata Tbk - USD	108,264,766	61,310,396,723
PT Bank OCBC NISP Tbk - USD	 	12,189,000,000
		12,100,000,000
Related Party Rupiah		
PT Bank Nationalnobu Tbk		1,000,000,000
T Ballit Hallohamosa Tok	200 740 560 725	
	380,748,568,725	818,184,993,903
Total	3,529,169,475,504	1,855,051,780,961
Contractual interest rates and maturity period of the time	deposits are as follows:	
	2014	2013
Interest Rates		
Rupiah	3.00% - 10.00%	3.00% - 6.50%
Foreign Currency	0.50% - 3.00%	0.50% - 3.00%
Maturity Period	0 - 3 Months	0 - 3 Months
Trade Accounts Receivable		
	2014 Rp	2013 Rp
Third Parties		•
Urban Development:		
Land Lots	51,067,566,957	38,368,526,368
Asset Enhancements	39,223,150,633	37,201,571,842
Residential Houses and Shophouses	25,800,187,442	13,049,988,562
Memorial Park	22,855,595,423	22,892,208,206
Others	15,817,747,188	15,820,046,145
Subtotal	154,764,247,643	127,332,341,123

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	2014 	2013 Rp
Large Scale Integrated Development:		
Apartments	19,182,165,804	74,172,268,058
Asset Enhancements	7,902,398,506	13,785,747,741
Subtotal	27,084,564,310	87,958,015,799
Retail Malls:		
Asset Enhancements	151,884,010,118	96,176,489,419
Shopping Centers	21,207,942,024	21,791,834,450
Subtotal	173,091,952,142	117,968,323,869
Healthcare:		
Inpatient and Outpatient	403,650,789,171	277,104,499,727
Hospitality and Infrastructure:		
Town Management and Water Treatment	132,664,904,503	117,333,032,589
Hotels and Restaurants	13,801,721,957	17,134,765,612
Recreations and Sports	79,072,403	91,729,932
Others	8,478,048,262	1,564,102,391
Subtotal	155,023,747,125	136,123,630,524
Property and Portfolio Management:		
Management Fees	98,875,298,186	72,819,087,284
Total Trade Accounts Receivable from Third Parties	1,012,490,598,577	819,305,898,326
Less: Allowance for Impairment in Value	(64,936,716,285)	(50,066,447,517)
Trade Accounts Receivable from Third Parties - Net	947,553,882,292	769,239,450,809
Related Parties Healthcare:		
Inpatient and Outpatient	3,549,747,604	2,432,208,891
Total	951,103,629,896	771,671,659,700
The movements in allowances for impairment of receivables a	re as follows:	
	2014	2013
	Rp	Rp
Third Parties		
Balance of January 1,	50,066,447,517	46,463,775,446
Addition	15,897,116,807	3,860,486,607
Reversal	(1,026,848,039)	(257,814,536)
Balance of December 31,	64,936,716,285	50,066,447,517

Additional (reversal) of allowance for impairment of trade accounts receivable is based on the review of the status of debtors at the end of the year.

Management believes that the allowance for impairment is adequate to cover the possibility of uncollectible trade accounts receivable.

Trade accounts receivable of PT Golden First Atlanta, a subsidiary, are pledged as collateral for the loans obtained from PT Bank Central Asia Tbk (see Note 21).

Trade accounts receivable denominated in Rupiah currency and foreign currencies. Trade accounts receivable in foreign currencies are presented in Notes 42 and 44.

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#### **Other Current Financial Assets** 5.

	2014	2013
TI LIBORO	Rp	Rp
Third Parties	E E00 0E0 000 400	F 400 074 04F 700
Available-for-Sale Financial Assets	5,502,958,263,108	5,109,971,815,786
Call Spread Option (See Note 40.d)	1,787,652,313,287	1,089,358,745,423
Other Accounts Receivable	675,624,583,321	466,879,928,946
Dividend Receivable	144,775,104,434	112,271,998,095
Total	8,111,010,264,150	6,778,482,488,250
Available-for-Sale Financial Assets	2014	2013
Available-for-Sale Financial Assets	2014	2013
Available-for-Sale Financial Assets	2014 Rp	2013 Rp
	-*	
	-*	
At Cost	-*	
At Cost Lippo Malls Indonesia Retail Trust (LMIR Trust)	Rp	Rp
At Cost  Lippo Malls Indonesia Retail Trust (LMIR Trust)  (2014: 807,438,556 unit; 2013: 676,589,968 unit)  First REIT (2014: 246,633,504 unit; 2013: 235,807,453 unit)	3,272,180,664,720	Rp 2,794,469,203,850
At Cost  Lippo Malls Indonesia Retail Trust (LMIR Trust)  (2014: 807,438,556 unit; 2013: 676,589,968 unit)  First REIT (2014: 246,633,504 unit; 2013: 235,807,453 unit)  Foreign Exchange Translation	3,272,180,664,720 1,956,314,723,620	Rp 2,794,469,203,850 1,842,887,452,629
At Cost  Lippo Malls Indonesia Retail Trust (LMIR Trust)  (2014: 807,438,556 unit; 2013: 676,589,968 unit)  First REIT (2014: 246,633,504 unit; 2013: 235,807,453 unit)  Foreign Exchange Translation	3,272,180,664,720 1,956,314,723,620	Rp 2,794,469,203,850 1,842,887,452,629
At Cost  Lippo Malls Indonesia Retail Trust (LMIR Trust)  (2014: 807,438,556 unit; 2013: 676,589,968 unit)  First REIT (2014: 246,633,504 unit; 2013: 235,807,453 unit)  Foreign Exchange Translation  Accumulated Unrealized Gain (Loss):	Rp  3,272,180,664,720 1,956,314,723,620 106,215,030,060	Rp 2,794,469,203,850 1,842,887,452,629 48,566,393,120

Available-for-Sale Financial Assets is an investment in REIT's units which are listed on the Singapore Stock Exchange. The quoted market price of REIT units as of December 31, 2014 and 2013 are SGD 1.255 and SGD 1.060, respectively, for First REIT units, and SGD 0.340 and SGD 0.415, respectively, for LMIR Trust units.

#### **Other Accounts Receivable**

	2014	2013
	Rp	Rp
PT Kemang Mall Terpadu	326,042,712,381	
PT Palembangparagon Mall	25,163,567,059	25,163,567,059
PT Bayutama Sukses	23,461,377,900	70,190,133,700
PT Dasa Graha Jaya	2,180,998,860	75,345,005,905
PT Bina Bangun Bersama		53,572,613,715
PT Amanda Cipta Utama		14,789,445,540
Others	306,075,637,304	234,172,456,989
SubTotal	682,924,293,504	473,233,222,908
Less: Allowance for Impairment in value	(7,299,710,183)	(6,353,293,962)
Total - Net	675,624,583,321	466,879,928,946

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

The movements in allowances for impairment of receivables are as follows:

	2014	2013
	Rp	Rp
Third Parties		
Balance January 1,	6,353,293,962	6,353,293,962
Addition	946,416,221	
Balance December 31,	7,299,710,183	6,353,293,962

Receivable from PT Kemang Mall Terpadu, arisen from sale of Kemang Mall.

Receivables from PT Dasa Graha Jaya arisen from the sale of land and building of Siloam Hospitals Bali (see Note 40.b).

Receivables from PT Bayutama Sukses arisen from the sale of land and building of Siloam Hospitals Makassar (see Note 40.b).

Receivable from PT Bangun Bina Bersama (BBB) represent loan for capital expenditures. As of December 31, 2014, BBB has been consolidated to the Company consolidated financial statement.

Receivables from PT Palembangparagon Mall (PM) represents loan for capital expenditures before PM was divested.

Receivables from PT Amanda Cipta Utama, are receivables incurred from the sale of shopping center (Mall Binjai) to PT Amanda Cipta Utama, a subsidiary of LMIR Trust.

The Group's management believes that allowance for impairment is adequate to cover the possibility of uncollectible other accounts receivable.

#### **Dividend Receivable**

This account represents dividend receivable of Bridgewater International Ltd., PT Menara Tirta Indah, Bowsprit Capital Corporation Ltd. and LMIRT Management Ltd, all subsidiaries, from their investments in First REIT and LMIR Trust, respectively.

#### 6. **Inventories**

	2014	2013
	Rp	Rp
Urban Development:		
Land under Development	8,308,155,695,151	5,835,056,245,467
Residential Houses and Shophouses	2,177,171,906,931	1,830,309,020,890
Apartments	87,142,119,963	60,095,656,897
Others	8,976,074,946	8,110,616,280
Subtotal	10,581,445,796,991	7,733,571,539,534
Large Scale Integrated Development:		
Land under Development	2,062,137,788,218	1,707,783,618,492
Shopping Centers	1,330,357,737,118	2,066,832,820,104
Apartments	1,132,228,299,221	1,085,315,718,504
Subtotal	4,524,723,824,557	4,859,932,157,100

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

	2014 Pn	2013
	Rp	Rp
Retail Malls:		
Shopping Centers	1,151,698,829,656	1,018,866,295,705
Land under Development	183,041,252,330	179,719,926,627
Subtotal	1,334,740,081,986	1,198,586,222,332
Healthcare:		
Medical and Non Medical Supplies	105,857,883,964	94,831,081,782
Hospitality and Infrastructure:		
Hotels and Restaurants	5,636,592,465	5,820,005,886
Recreation and Sports	582,131,842	1,161,141,082
Others	88,737,396	146,716,034
Less: Allowances Decline in Inventories Value	(39,505,683)	(39,505,683)
Subtotal	6,267,956,020	7,088,357,319
Total - Net	16,553,035,543,518	13,894,009,358,067

In 2014, land for development was reclassified to inventory amounting Rp441,635,251,200 (see Note 15).

In 2014, inventory was reclassified to property and equipment amounting to Rp39,635,919,598 and property and equipment was reclassified to inventory amounting to Rp13.679.733.593 (see Note 12).

In 2013, inventory was reclassified to property and equipment amounting to Rp141,375,080,787 (see Note 12).

Land owned by Company area 21,940 sqm used as a collateral for a loan to PT Bank Negara Indonesia (Persero) Tbk (see Note 19).

Land owned by PT Waska Sentana, subsidiary, area 38,901 sqm used as a collateral for a loan to PT Bank ICBC Indonesia (see Note 40.e).

Borrowing costs capitalized into land under development for the years ended December 31, 2014 and 2013 amounting to Rp897,098,924,229 (include bond interest amounted to Rp575,116,386,833) and Rp989,553,824,500 (include bond interest amounted to Rp459,290,949,723), respectively (see Note 22).

As of December 31, 2014, land under development consisted of land covering a net area of approximately 31 hectares in Kelapa Dua and Bencongan Village, 11 hectares in Jalan Lingkar Luar Barat - Puri Kembangan, 62 hectares in Mampang Prapatan District, 20 hectares in Panunggangan Barat Village, 25 hectares in Binong Village, 2 hectares in Kelapa Indah Village, 9 hectares in Bonang Village, 20 hectares in Sukanagalih Village, 94 hectares in Margakaya Village, Telukjambe, Karawang, 170 hectares in Cibatu Village, 22 hectares in Serang Village, 25 hectares in Sukaresmi Village, 7 hectares in Cicau Village, 2 hectares in Kuta, Bali, 25 hectares in Jaya Mukti Village, 16 hectares in Tanjung Merdeka Village, 23 hectares in Macini Sombala Village, 13 hectares in Tamanyeleng Village, 32 hectares in Barombong Village and 14 hectares in Mariso District, 3 hectares in Panakukang Village, 1 hectare in Warung Buncit district, 4 hectares in Cempaka Putih District, 2 hectares in Wenang District, North Sulawesi, 3 hectares in Alak District, East Nusa Tenggara, 1 hectare in Medan Ringroad, 3 hectares in Komodo District, Nusa Tenggara Timur, 2 hectares in Rajabasa district, Lampung and 1 hectare in Serengan District, Surakarta.

Medical supplies and consumables of PT Golden First Atlanta, a subsidiary, are pledged as collateral for the loan obtained from PT Bank Central Asia Tbk (see Note 21).

These consolidated financial statements are originally issued in Indonesian language

## PT LIPPO KARAWACI Tbk AND SUBSIDIARIES NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

> The amount of inventory charged to cost of sales amounted to Rp4,276,040,362,277 and Rp2,073,646,015,520, respectively, for the years ended December 31, 2014 and 2013.

> Management believes there is no indication of change in circumstances that causes a decrease in the value of inventories at December 31, 2014.

> The Group's inventories have been insured against all risks, with sum insured of Rp5,629,000,000,000 and USD10,200,000 as of December 31, 2014 and Rp5,701,000,000,000 and USD 13,600,000 as of December 31, 2013, respectively. The Company and subsidiaries' management believe that the insured amount is adequate to cover any possible losses.

#### 7. **Prepaid Expenses**

	2014 Rp	2013 Rp
Rental	138,391,344,438	108,460,748,566
Others	58,512,020,249	29,398,168,935
Total	196,903,364,687	137,858,917,501

Prepaid expenses mainly represent rental of hospital and hotel properties leased from First REIT (see Note 40.b).

#### **Other Non-Current Financial Assets**

	2014 Rp	2013 Rp
Restricted Funds	561,596,218,297	460,469,077,258
Other Investments	58,329,023,011	58,329,023,011
Total	619,925,241,308	518,798,100,269

#### **Restricted Funds**

Restricted fund represents the Group's time deposits placement in relation to mortgages agreements (KPR and KPA) entered by the Group with their respective banks. These deposits earn an equal interest to the Rupiah's denominated time deposits owned by the Group (see Note 3).

#### Other Investments

	Domicile	2014 Rp	2013 Rp
PT Supermal Karawaci	Tangerang	57,372,704,000	57,372,704,000
PT East Jakarta Industrial Park	Jakarta	766,935,000	766,935,000
PT Spinindo Mitradaya	Jakarta	160,000,000	160,000,000
Others		29,384,011	29,384,011
Total		58,329,023,011	58,329,023,011

This account represents investment in shares below 20% of ownership in some companies which do not have quoted stock market prices.

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

PT Mulia Persada Pertiwi

Short-Term Post-Employment Benefits Expenses

Directors, Commisioners and Key Management

**Total Revenues** 

#### 9. Transactions and Balances with Related Parties

The details of the account balances with related parties are as follows:

	2014			Assets/ Liabilities Revenue/ Operating Expenses	
		2013	2014	2013	
	Rp	Rp	%	%	
Cash and Cash Equivalents					
PT Bank Nationalnobu Tbk					
Current Account	347,242,393,752	335,256,404,263	0.92	1.07	
Time Deposits		1,000,000,000	<b></b>	0.00	
Total Cash and Cash Equivalents	347,242,393,752	336,256,404,263	0.92	1.07	
Trade Accounts Receivable					
Other (below Rp1 billion each)	3,549,747,604	2,432,208,891	0.01	0.01	
Investments in Associates					
PT Surya Citra Investama	69,504,608,821	66,551,763,917	0.18	0.21	
PT TTL Residences	28,031,250,000	28,031,250,000	0.07	0.09	
PT Hyundai Inti Development	12,229,173,806	11,284,752,744	0.03	0.04	
PT Anho Biogenesis Prima Indonesia	4,250,000,000		0.01		
PT Graha Teknologi Nusantara		15,295,000,000		0.05	
Other (below Rp1 billion each)	9,268,729,654	9,268,729,735	0.02	0.03	
Total Investments in Associates	123,283,762,281	130,431,496,396	0.33	0.42	
Due from Related Parties Non-Trade					
PT Bumi Lemahabang Permai	9,910,889,654	9,919,451,291	0.03	0.03	
PT Duta Mas Kharisma Indah	4,891,935,451	4,891,935,451	0.01	0.02	
Directors, Commisioners and Key Management	7,805,374,362	2,151,716,974	0.02	0.01	
Other (below Rp1 billion each)	4,753,601,521	4,778,993,206	0.01	0.02	
Total	27,361,800,988	21,742,096,922	0.07	0.08	
Less: Allowance for Impairment in Value	(12,573,437,421)	(12,004,700,338)	(0.03)	(0.04)	
Total Due from Related Parties Non-Trade - Net	14,788,363,567	9,737,396,584	0.04	0.04	
Due to Related Parties Non-Trade					
PT Tirta Graha Sentana	2,215,692,479	2,215,692,479	0.01	0.01	
Other (below Rp1 billion each)	1,163,585,640	1,612,599,640	0.01	0.01	
Total Due to Related Parties Non-Trade	3,379,278,119	3,828,292,119	0.02	0.02	
Deferred Income					
PT Mulia Persada Pertiwi	315,477,569,167		1.57		
PT Matahari Putra Prima Tbk	134,362,277,359	561,270,815,716	0.67	3.28	
Total Deferred Income	449,839,846,526	561,270,815,716	2.24	3.28	
Long-Term Post-Employment Benefits Liability					
Directors, Commisioners and Key Management	12,220,099,936	8,776,903,677	0.06	0.05	
Revenues					
PT Matahari Putra Prima Tbk	31,830,427,837	15,623,549,612	0.27	0.23	
DT Mulio Domado Dortini	0 700 000 000		0.00		

8,782,030,833

40,612,458,670

65,178,996,257

15,623,549,612

46,813,837,437

0.23

3.05

0.08

0.35

3.07

Percentage to Total

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

Nature of transactions with related parties are as follows:

Related Parties	Relationship with the Company	Transactions
PT Matahari Putra Prima Tbk	Under Common Control	Deferred income and revenue
PT Mulia Persada Pertiwi	Under Common Control	Deferred income and revenue
PT Bumi Lemahabang Permai	Under Common Control	Non-interest bearing intercompany charges, advances in connection with the cancellation of land
PT Surya Cipta Investama PT Hyundai Inti Development	Associate Associate	Investment in shares of stock Investment in shares of stock
PT TTL Residences	Associate	Investment in shares of stock
PT Graha Teknologi Nusantara	Associate	Investment in shares of stock
PT Anho Biogenesis Prima Indonesia	Associate	Investment in shares of stock
PT Bank Nationalnobu Tbk	Under Common Control	Placement of cash and cash equivalents
PT Duta Mas Kharisma Indah	Under Common Control	Non-interest bearing intercompany charges
PT Tirta Graha Sentana	Under Common Control	Non-interest bearing intercompany charges

In 2014, PT Menara Bhumimegah, a subsidiary, has returned prepaid rental to PT Matahari Putra Prima Tbk amounted to Rp83,000,000,000.

On March 12, 2014, prepaid rental from PT Matahari Putra Prima Tbk (MPPa), was novated to PT Mulia Persada Pertiwi (MPPi). Upon this novation, all rights and obligations arising from previous lease agreement were transfered to MPPi by MPPa.

Receivable from PT Bumi Lemahabang Permai represents receivable of PT Lippo Cikarang Tbk, a subsidiary, which is mainly consist of non-interest bearing intercompany accounts from operational expenses which are unsecured and has no fixed repayment period.

## 10. Invesments in Associates

	2014						
	Domicile	Percentage of Ownership	Acquisition Cost	Accumulated Share in Profit (Loss) of Associates	Accumulated Dividend Received	Disposal of Investment	Carrying Value
_		%	Rp	Rp	Rp	Rp	Rp
PT Surya Cipta Investama	Bekasi	49.81	32,964,983,496	36,539,625,325			69,504,608,821
PT Hyundai Inti Development	Bekasi	45.00	6,155,423,370	99,200,501,635	(93,126,751,199)	-	12,229,173,806
PT TTL Residences	Bekasi	25.00	28,031,250,000				28,031,250,000
PT Graha Teknologi Nusantara	Jakarta	20.00	15,295,000,000			(15,295,000,000)	
PT Anho Biogenesis Prima Indonesia	Jakarta	42.50	4,250,000,000			-	4,250,000,000
Others (below Rp5 billion each)			25,143,494,000	(15,874,764,346)			9,268,729,654
Total			111,840,150,866	119,865,362,614	(93,126,751,199)	(15,295,000,000)	123,283,762,281

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

				2013		
	Domicile	Percentage of Ownership	Acquisition Cost	Accumulated Share in Profit (Loss) of Associates	Accumulated Dividend Received	Carrying Value
		%	Rp	Rp	Rp	Rp
PT Surya Cipta Investama	Bekasi	49.81	32,964,983,496	33,586,780,421		66,551,763,917
PT Hyundai Inti Development	Bekasi	45.00	6,155,423,370	93,914,203,236	(88,784,873,862)	11,284,752,744
PT TTL Residences	Bekasi	25.00	28,031,250,000			28,031,250,000
PT Graha Teknologi Nusantara	Jakarta	20.00	15,295,000,000	(102,790,191)		15,192,209,809
Others (below Rp5 billion each)			25,143,494,000	(15,771,974,074)		9,371,519,926
Total			107,590,150,866	111,626,219,392	(88,784,873,862)	130,431,496,396

Based on Deed No 32 dated April 9, 2013 which was made in presence of Charles Hermawan, S.H., a notary in Tangerang, PT manunggal Utama Makmur (MUM), a subsidiary, owns 20% ownership in PT Graha Tehnologi Nusantara (GTN). Based on deed No 9 dated May 9, 2014 which was made in presence of Rini Yulianti, S.H., a notary in Jakarta Timur, MUM share ownership in GTN was transfered to PT Multipolar Technology Tbk and PT Tryane Saptajagat, related parties, with the transaction cost of Rp15,295,000,000. Upon the disposal of such investment, the Company recorded gain amounted to Rp102,790,191 as other income.

The following is a summary of financial information on associates as of December 31, 2014 and 2013:

	2014	2013
	Rp	Rp
Total Agregat of Assets	319,836,110,450	227,654,875,973
Total Agregat of Liabilities	15,683,856,331	22,672,880,959
Total Agregat of Current Year Net Revenues	102,056,181,969	87,544,591,711
Total Agregat of Profit of the Year	25,721,854,533	21,136,365,153

There was no fair value information available based on quoted market prices of the above investments in associates.

## 11. Investment Property

			2014		
	January 1, Rp	Addition Rp	Deduction Rp	Reclassification Rp	December 31, Rp
Acquisition Cost					
Land	56,201,024,208				56,201,024,208
Building	322,292,252,875	21,460,468,648			343,752,721,523
Total Acquisition Cost	378,493,277,083	21,460,468,648			399,953,745,731
Accumulated Depreciation					
Building	72,132,171,875	17,516,819,353			89,648,991,228
Total Accumulated Depreciation	72,132,171,875	17,516,819,353			89,648,991,228
Carrying Value	306,361,105,208				310,304,754,503

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

	2013				
	January 1, Rp	Addition Rp	Deduction Rp	Reclassification Rp	December 31, Rp
Acquisition Cost		· · ·	•	·	· · · · · ·
Land	55,213,852,732	987,171,476			56,201,024,208
Building	300,367,484,281	21,924,768,594			322,292,252,875
Total Acquisition Cost	355,581,337,013	22,911,940,070	-		378,493,277,083
Accumulated Depreciation					
Building	53,835,480,132	18,296,691,743			72,132,171,875
Total Accumulated Depreciation	53,835,480,132	18,296,691,743			72,132,171,875
Carrying Value	301,745,856,881				306,361,105,208

Rental revenue earned and direct operating expenses from investment property in the consolidated statements of comprehensive income are as follows:

	2014	2013
	Rp	Rp
Rental Income	93,146,654,774	55,125,853,798
Direct Operating Cost Arises from		
the Rental Generated Investment Properties	33,647,438,937	31,616,560,654

Depreciation charges that were allocated in the consolidated statements of comprehensive income are as follows:

	2014 Rp	2013 Rp
Cost of Sales and Services Selling Expense	3,557,448,201 13,959,371,152	3,704,071,207 14,592,620,536
Total	17,516,819,353	18,296,691,743

The investment property has been insured against fire damage and other risks with an insured amount of Rp565,000,000,000 and USD1,000,000 as of December 31, 2014, Rp1,490,000,000,000 and USD 25,000 as of December 31, 2013, respectively. The Company and subsidiaries' management is in the opinion that the insured amount is adequate to cover any possible losses.

Based on the valuation reports of Kantor Jasa Penilai Publik Rengganis Hamid dan Rekan and Kantor Jasa Penilai Publik Ihot Dollar & Raymond, independent appraisers which are not related with the Company, dated June 30, 2013 and June 11, 2013, respectively, the fair value of all inventories (Note 6), investment property, and property and equipment (Notes 12) as of December 31, 2013, amounted to Rp46,653,601,000,000. The appraisers are member of MAPPI and has appropriate qualifications and experience in the property valuation. The valuation is conducted using the market data approach and in accordance with the Indonesian Valuation Standard 2007 and the code of ethics of Indonesian valuation.

The approach used by the appraiser are:

- For land appraisal, using the market value approach, and
- 2. For the building, using the cost approach.

Management believes that the fair value as of December 31, 2014 was not impaired as compared to 2013.

Based on the evaluation of the value of investment properties as of December 31, 2014, management believes that there are no changes in circumstances indicate an impairment of investment properties.

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

# 12. Property and Equipment

Acquisition Cost				2014		
Acquisition Cost    Conversible   Conversibl		January 1,	Addition		Reclassification	December 31,
Land		-	Rp	Rp	Rp	
Land						
Building Infrastructure and Renovations   843,617,829,618   84,494,475,753   - 101,816,687,311   477,801,430,287   Parks and Infraisire   84,3617,829,618   84,494,475,753   - 101,816,887,311   102,992,919,268;   74,760,093,313,77   - (13,300,429,409)   24,576,600,337   - (13,300,429,409)   24,576,600,337   - (13,300,429,409)   24,576,600,337   - (13,300,429,409)   24,576,600,337   - (13,300,429,409)   24,576,600,337   - (13,300,429,409)   24,576,600,337   - (13,300,429,409)   24,576,600,337   - (13,300,429,409)   24,576,600,337   - (13,300,429,409)   24,576,600,337   - (13,300,429,409)   24,576,600,337   - (13,300,429,409)   24,576,600,337   - (13,300,429,409)   24,576,600,337   - (13,300,429,409)   24,576,600,337   - (13,300,429,409)   24,576,600,337   - (13,300,429,409)   24,376,609,439   - (13,300,449,429)   24,347,417   1,522,561,12,104   - (13,300,449,429)   24,347,417   24,343,901   24,231,357,46,992   - (13,300,449,429)   24,347,419   24,347,41	Acquisition Cost					
Building, Infrastructure and Renovations   843,617.829,516   84,494.475,753   - 101,181,887,311   1,029,993.192.68;   Parks and Interiors   36,886.191,401   990,838,387   - 30,4029,409   24,875,600.037;   6,007.756,007.7	•		_,,			
Parks and Interiors 36.886,191,401 990.833,387 — (13,300,429,409) 24,576,600,377 Golf Course and Club House 172,759,176,590 2,845,532,140 — 175,604,707,08,737 Transportation Equipment and Vehicles 42,930,240,401 1,840,303,183 155,063,626 422,350,000 46,397,613,598 Furniture, Fixtures and Office Equipment 1330,651,682,687 166,404,346,766 1,072,435,349 26,542,347,417 1,522,526,112,107 Machinery and Project Equipment 230,860,661,610 27,207,688,624 — 2.65,42,347,417 1,522,526,112,107 Machinery and Project Equipment 14,397,991,861 — 4.76,760,760,760,760,760,760,760,760,760,7						
Golf Course and Club House Transportation Equipment and Vehicles Furniture, Fixtures and Office Equipment Solidan Interstructure and Renovations Parks and Interiors Accumulated Depreciation Building, Infrastructure and Renovations Parks and Interiors Tools and Medical Equipment Acquisition Cost Tools and Medical Equipment Tools and Medical Equipment Machinery 14,397.991,861 1,330,651,853,267 166,404,346,766 1,072,435,349 26,542,347,417 1,522,526,112,10 1,330,791,861 1,330,7	-					
Transportation Equipment and Vehicles Furniture, Fixtures and Office Equipment Tools and Medical Equipment 1,330,651,653,267 166,404,346,766 1,072,435,349 26,542,347,417 1,322,526,112,107 Metchinery and Project Equipment 230,860,561,610 220,860,561,610 227,207,688,624 27,207,688,624 28,068,232,347,477 28,068,068,293,28 Bowling Machinery 14,397,991,861 14,397,991,861 3,151,746,092 3,151,746,093 3,161,746,092 3,151,746,0					(13,300,429,409)	
Furniture, Fixtures and Office Equipment Tools and Medical Equipment Tools and Medical Equipment 1,330,651,653,267 166,403,406,766 1,072,435,349 26,542,347,417 1,522,526,112,107 2,720,768,624 2,720,768,624 2,720,768,624 2,720,768,624 2,720,768,624 2,720,768,624 2,720,768,625 2,720,768,626 2,720,768,625 2,720,						
Tools and Medical Equipment   1,330,651,853,267   166,404,346,766   1,072,435,349   26,542,347,417   1,522,526,112,012   280,668,250,252   280,0468,260,250   27,207,688,624						
Machinery and Project Equipment   230,860,561,610   27,207,688,624						670,698,064,934
Bowling Machinery			166,404,346,766	1,072,435,349	26,542,347,417	1,522,526,112,101
Playground Areas	Machinery and Project Equipment	230,860,561,610	27,207,688,624			258,068,250,234
Construction in Progress         3,610,840,992,012         437,101,891,731         2,219,516,750         177,412,343,901         4,223,135,710,89           Total Acquisition Cost         4,273,716,352,700         748,815,609,116         2,219,516,750         40,015,223,782         5,060,327,668,84           Accumulated Depreciation         Direct Ownership           Building, Infrastructure and Renovations         233,663,427,726         54,593,177,004         —         379,304,184         21,520,178,82           Parks and Interiors         21,206,805,947         692,677,059         —         (379,304,184)         21,520,178,82           Colf Course and Club House         143,648,629,426         9,770,456,355         —         —         153,419,005,78           Transportation Equipment         499,005,588,015         184,843,414,46         967,381,395         —         477,658,933,08           Tools and Medical Equipment         499,005,588,015         184,484,341,446         907,435,345         —         682,582,474,111           Machinery and Project Equipment         153,341,047,381         24,084,613,373         —         —         177,425,660,75           Bowling Machinery         14,356,614,675         15,854,350         —         —         —         177,425,660,75           Playground Areas	Bowling Machinery	14,397,991,861				14,397,991,861
Construction in Progress         662,875,360,688         311,713,717,385         — (137,397,120,119)         837,191,957,95-705           Total Acquisition Cost         4,273,716,352,700         748,815,609,116         2,219,516,750         40,015,223,782         5,060,327,668,84           Accumulated Depreciation           Direct Ownership           Building, Infrastructure and Renovations         233,663,427,726         54,593,177,004         — (379,304,184)         21,520,178,822           Golf Course and Club House         143,648,629,426         9,770,466,355         — 0.153,419,085,78         — 153,419,085,78           Furniture, Fixtures and Office Equipment         499,005,568,015         184,804,341,446         907,381,395         — 477,668,933,08           Tools and Medical Equipment         499,005,568,015         184,484,341,446         907,435,345         — 682,882,474,111           Machinery and Project Equipment         153,341,047,381         24,084,613,373         — 0.174,256,607,5         — 14,372,499,022           Playground Areas         3,135,746,092         — 5,313,5746,092         — 0.13,35,746,092         — 14,372,499,022           Carrying Value         2,810,892,282,327         2013         Reclassification         December 31, Rp           Building, Infrastructure and Renovations         33,5485,657,403         17	Playground Areas	3,135,746,092	<u> </u>	<u></u>	<u></u>	3,135,746,092
Total Acquisition Cost		3,610,840,992,012	437,101,891,731	2,219,516,750	177,412,343,901	4,223,135,710,894
Accumulated Depreciation   Direct Ownership	Construction in Progress	662,875,360,688	311,713,717,385		(137,397,120,119)	837,191,957,954
Direct Ownership	Total Acquisition Cost	4,273,716,352,700	748,815,609,116	2,219,516,750	40,015,223,782	5,060,327,668,848
Direct Ownership	Accumulated Depreciation					
Building, Infrastructure and Renovations   233,663,427,726   54,593,177,004	-					
Parks and Interiors	•	233 663 427 726	54 593 177 004			288 256 604 730
Golf Course and Club House	•				(379 304 184)	
Transportation Equipment and Vehicles Furniture, Fixtures and Office Equipment Tools and Medical Equipment Machinery and Project Equipment Machinery Mac					, , ,	
Furniture, Fixtures and Office Equipment Tools and Medical Equipment Tools and Medical Equipment Machinery and Project Equipment Bowling Machinery 14,356,614,675 15,341,047,381 24,084,613,373 177,425,660,75 Bowling Machinery 14,356,614,675 15,854,350 14,372,469,025 Total Accumulated Depreciation 1,462,824,070,373 391,153,272,773 2,032,880,366 (379,304,184) 1,851,565,158,591  Carrying Value 2,810,892,282,327  Acquisition Cost Direct Ownership Land 335,485,657,403 Building, Infrastructure and Renovations Parks and Interiors 26,866,902,888 10,019,288,613 Golf Course and Club House 171,293,891,590 Fransportation Equipment and Vehicles Furniture, Fixtures and Office Equipment 426,756,519,156 Machinery and Project Equipment 426,756,519,156 Bowling Machinery 14,397,991,861 Playground Areas 5,738,703,291 1,568,933,485,657,100 11,334,44,44,44,44,44,44,44,44,44,44,44,44				158 063 626		
Tools and Medical Equipment						
Machinery and Project Equipment   153,341,047,381   24,084,613,373   -						
Bowling Machinery   14,356,614,675   15,854,350       14,372,469,022				307,433,343		
Playground Areas   3,135,746,092         3,135,746,092           3,135,746,093           3,135,746,093           3,135,746,093           3,135,746,093           3,135,746,093           3,135,746,093           3,135,746,093           3,135,746,093               3,135,746,093               3,135,746,093               3,135,746,093               3,135,746,093               3,208,762,510,253				<del></del>	<del></del>	
Total Accumulated Depreciation			15,054,550		<del></del>	
Carrying Value   2,810,892,282,327   2013	, ,		301 153 272 773	2 032 880 366	(379 304 184)	
Acquisition Cost   Prince	Total Accumulated Depreciation	1,402,024,070,373	391,133,272,773	2,032,000,300	(379,304,104)	1,031,303,130,390
Acquisition Cost   Rp   Rp   Rp   Rp   Rp   Rp   Rp   R	Carrying Value	2,810,892,282,327			;	3,208,762,510,252
Acquisition Cost         Rp         Rp         Rp         Rp         Rp         Rp         Rp         Rp         Rp         Acquisition Cost         Acquisition Cost         Acquisition Cost         Building Commership         Acquisition Cost         Acqu				2013		
Acquisition Cost  Direct Ownership  Land		January 1,	Addition	Deduction	Reclassification	December 31,
Direct Ownership           Land         335,485,657,403         17,803,533,940         41,321,409,585         41,145,245,630         353,113,027,38t           Building, Infrastructure and Renovations         711,798,619,937         932,239,176,953         922,002,565,113         121,582,597,841         843,617,829,618           Parks and Interiors         26,866,902,888         10,019,288,513           36,886,191,401           Golf Course and Club House         171,293,891,590         1,465,285,000           172,759,176,590           Transportation Equipment and Vehicles         36,818,875,481         7,474,148,560           44,293,024,041           Furniture, Fixtures and Office Equipment         426,756,519,156         185,571,934,855         208,681,380         (30,994,182,487)         581,125,590,144           Tools and Medical Equipment         905,566,792,488         398,124,750,707         7,571,079,015         34,531,389,087         1,330,651,853,266           Machinery and Project Equipment         215,011,736,822         16,255,008,343         6,151,600         (400,031,955)         230,860,561,616           Bowling Machinery         14,397,991,861            14,397,991,861           Playground Areas         5,738,703		Rp	Rp	Rp	Rp	Rp
Land         335,485,657,403         17,803,533,940         41,321,409,585         41,145,245,630         353,113,027,381           Building, Infrastructure and Renovations         711,798,619,937         932,239,176,953         922,002,565,113         121,582,597,841         843,617,829,618           Parks and Interiors         26,866,902,888         10,019,288,513           36,886,191,40°           Golf Course and Club House         171,293,891,590         1,465,285,000           172,759,176,590           Transportation Equipment and Vehicles         36,818,875,481         7,474,148,560           44,293,024,04°           Furniture, Fixtures and Office Equipment         426,756,519,156         185,571,934,855         208,681,380         (30,994,182,487)         581,125,590,144           Tools and Medical Equipment         905,566,792,488         398,124,750,707         7,571,079,015         34,531,389,087         1,330,651,853,266           Machinery and Project Equipment         215,011,736,822         16,255,008,343         6,151,600         (400,031,955)         230,860,561,616           Bowling Machinery         14,397,991,861            14,397,991,866           Playground Areas         5,738,703,291          <	Acquisition Cost					
Building, Infrastructure and Renovations         711,798,619,937         932,239,176,953         922,002,565,113         121,582,597,841         843,617,829,618           Parks and Interiors         26,866,902,888         10,019,288,513           36,886,191,40°           Golf Course and Club House         171,293,891,590         1,465,285,000           172,759,176,590           Transportation Equipment and Vehicles         36,818,875,481         7,474,148,560           44,293,024,04           Furniture, Fixtures and Office Equipment         426,756,519,156         185,571,934,855         208,681,380         (30,994,182,487)         581,125,590,144           Tools and Medical Equipment         905,566,792,488         398,124,750,707         7,571,079,015         34,531,389,087         1,330,651,853,266           Machinery and Project Equipment         215,011,736,822         16,255,008,343         6,151,600         (400,031,955)         230,860,561,614           Bowling Machinery         14,397,991,861            14,397,991,866           Playground Areas         5,738,703,291           (2,602,957,199)         3,313,746,092           Construction in Progress         540,733,313,222         144,029,027,596	Direct Ownership					
Parks and Interiors         26,866,902,888         10,019,288,513           36,886,191,40*           Golf Course and Club House         171,293,891,590         1,465,285,000           172,759,176,590           Transportation Equipment and Vehicles         36,818,875,481         7,474,148,560           44,293,024,04*           Furniture, Fixtures and Office Equipment         426,756,519,156         185,571,934,855         208,681,380         (30,994,182,487)         581,125,590,14*           Tools and Medical Equipment         905,566,792,488         398,124,750,707         7,571,079,015         34,531,389,087         1,330,651,853,26*           Machinery and Project Equipment         215,011,736,822         16,255,008,343         6,151,600         (400,031,955)         230,860,561,614           Bowling Machinery         14,397,991,861            14,397,991,86*           Playground Areas         5,738,703,291           (2,602,957,199)         3,135,746,09*           Construction in Progress         540,733,313,222         144,029,027,596          (21,886,980,130)         662,875,360,68*	Land	335,485,657,403	17,803,533,940	41,321,409,585	41,145,245,630	353,113,027,388
Golf Course and Club House         171,293,891,590         1,465,285,000           172,759,176,590           Transportation Equipment and Vehicles         36,818,875,481         7,474,148,560           44,293,024,04           Furniture, Fixtures and Office Equipment         426,756,519,156         185,571,934,855         208,681,380         (30,994,182,487)         581,125,590,144           Tools and Medical Equipment         905,566,792,488         398,124,750,707         7,571,079,015         34,531,389,087         1,330,651,853,263           Machinery and Project Equipment         215,011,736,822         16,255,008,343         6,151,600         (400,031,955)         230,860,561,610           Bowling Machinery         14,397,991,861            14,397,991,861           Playground Areas         5,738,703,291            (2,602,957,199)         3,135,746,093           Construction in Progress         540,733,313,222         144,029,027,596          (21,886,980,130)         662,875,360,688	Building, Infrastructure and Renovations	711,798,619,937	932,239,176,953	922,002,565,113	121,582,597,841	843,617,829,618
Transportation Equipment and Vehicles         36,818,875,481         7,474,148,560           44,293,024,04           Furniture, Fixtures and Office Equipment         426,756,519,156         185,571,934,855         208,681,380         (30,994,182,487)         581,125,590,144           Tools and Medical Equipment         905,566,792,488         398,124,750,707         7,571,079,015         34,531,389,087         1,330,651,853,267           Machinery and Project Equipment         215,011,736,822         16,255,008,343         6,151,600         (400,031,955)         230,860,561,610           Bowling Machinery         14,397,991,861            14,397,991,867           Playground Areas         5,738,703,291           (2,602,957,199)         3,135,746,092           Construction in Progress         540,733,313,222         144,029,027,596          (21,886,980,130)         662,875,360,688	Parks and Interiors	26,866,902,888	10,019,288,513			36,886,191,401
Transportation Equipment and Vehicles         36,818,875,481         7,474,148,560           44,293,024,04           Furniture, Fixtures and Office Equipment         426,756,519,156         185,571,934,855         208,681,380         (30,994,182,487)         581,125,590,144           Tools and Medical Equipment         905,566,792,488         398,124,750,707         7,571,079,015         34,531,389,087         1,330,651,853,267           Machinery and Project Equipment         215,011,736,822         16,255,008,343         6,151,600         (400,031,955)         230,860,561,610           Bowling Machinery         14,397,991,861            14,397,991,867           Playground Areas         5,738,703,291           (2,602,957,199)         3,135,746,092           Construction in Progress         540,733,313,222         144,029,027,596          (21,886,980,130)         662,875,360,688	Golf Course and Club House	171,293,891,590	1,465,285,000			172,759,176,590
Furniture, Fixtures and Office Equipment Tools and Medical Equipment Tools and Medical Equipment Machinery and Project Equipment Bowling Machinery Playground Areas  5,738,703,291 2,849,735,690,917 2,849,735,690,917  Construction in Progress  426,756,519,156 185,571,934,855 208,681,380 (30,994,182,487) 581,125,590,14 7,571,079,015 34,531,389,087 1,330,651,853,267 6,151,600 (400,031,955) 230,860,561,610 230,860,561,610 230,860,561,610 24,397,991,867 25,738,703,291 28,49,735,690,917 1,568,953,126,871 2144,029,027,596 2144,029,027,596 21886,980,130 21,300,94,182,487) 34,531,389,087 1,330,651,853,267 230,860,561,610 230	Transportation Equipment and Vehicles		7,474,148,560			44,293,024,041
Tools and Medical Equipment         905,566,792,488         398,124,750,707         7,571,079,015         34,531,389,087         1,330,651,853,26           Machinery and Project Equipment         215,011,736,822         16,255,008,343         6,151,600         (400,031,955)         230,860,561,610           Bowling Machinery         14,397,991,861         —         —         —         —         —         14,397,991,86           Playground Areas         5,738,703,291         —         —         —         (2,602,957,199)         3,135,746,092           Construction in Progress         540,733,313,222         144,029,027,596         —         (21,886,980,130)         662,875,360,688				208,681,380	(30,994,182,487)	581,125,590,144
Machinery and Project Equipment         215,011,736,822         16,255,008,343         6,151,600         (400,031,955)         230,860,561,610           Bowling Machinery         14,397,991,861         —         —         —         —         —         14,397,991,861           Playground Areas         5,738,703,291         —         —         —         (2,602,957,199)         3,135,746,092           2,849,735,690,917         1,568,953,126,871         971,109,886,693         163,262,060,917         3,610,840,992,012           Construction in Progress         540,733,313,222         144,029,027,596         —         (21,886,980,130)         662,875,360,688					,	1,330,651,853,267
Bowling Machinery         14,397,991,861         -         -         -         -         -         14,397,991,86           Playground Areas         5,738,703,291         -         -         (2,602,957,199)         3,135,746,092           2,849,735,690,917         1,568,953,126,871         971,109,886,693         163,262,060,917         3,610,840,992,012           Construction in Progress         540,733,313,222         144,029,027,596         -         (21,886,980,130)         662,875,360,688						
Playground Areas         5,738,703,291           (2,602,957,199)         3,135,746,092           2,849,735,690,917         1,568,953,126,871         971,109,886,693         163,262,060,917         3,610,840,992,012           Construction in Progress         540,733,313,222         144,029,027,596          (21,886,980,130)         662,875,360,688			-			14,397,991,861
2,849,735,690,917         1,568,953,126,871         971,109,886,693         163,262,060,917         3,610,840,992,012           Construction in Progress         540,733,313,222         144,029,027,596          (21,886,980,130)         662,875,360,688	•		_		(2,602.957.199)	
Construction in Progress         540,733,313,222         144,029,027,596          (21,886,980,130)         662,875,360,686			1,568,953,126,871	971,109,886,693		3,610,840,992,012
	Construction in Progress					662,875,360,688
	Total Acquisition Cost	3,390,469,004,139	1,712,982,154,467	971,109,886,693		4,273,716,352,700

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

	2013				
•	January 1,	Addition	Deduction	Reclassification	December 31,
	Rp	Rp	Rp	Rp	Rp
Accumulated Depreciation					
Direct Ownership					
Building, Infrastructure and Renovations	182,835,145,207	50,828,282,519			233,663,427,726
Parks and Interiors	19,635,460,003	1,571,345,944			21,206,805,947
Golf Course and Club House	133,640,168,275	10,008,461,151			143,648,629,426
Transportation Equipment and Vehicles	24,622,368,327	4,451,891,956			29,074,260,283
Furniture, Fixtures and Office Equipment	314,587,140,579	51,011,413,785	206,583,536		365,391,970,828
Tools and Medical Equipment	340,739,110,941	162,893,188,433	4,626,731,359		499,005,568,015
Machinery and Project Equipment	134,559,541,893	18,787,657,088	6,151,600		153,341,047,381
Bowling Machinery	14,337,021,968	19,592,707			14,356,614,675
Playground Areas	3,135,746,092	<u></u> _	<u></u>		3,135,746,092
Total Accumulated Depreciation	1,168,091,703,285	299,571,833,583	4,839,466,495		1,462,824,070,373
Carrying Value	2,222,377,300,854				2,810,892,282,327

In 2014, the addition of property and equipment including from the acquired entity (see Notes 1.c and 45) with the acquisition cost of Rp154.614.736.423 and accumulated depreciation of Rp53.643.975.818.

In 2013, the addition of property and equipment including from the acquired entity (see Notes 1.c and 45) with the acquisition cost of Rp246,927,708,694 and accumulated depreciation of Rp29,272,544,334.

In 2014, the Group reclassified inventory to property and equipment amounting to Rp53,315,653,191 and reclassified property and equipment to inventory amounting to Rp13,679,733,593 (see Note 6). The addition of the Group's property and equipment, including non-cash transactions from accrued expenses amounted to Rp26,847,346,117.

In 2013, the Group reclassified inventory to property and equipment amounting to Rp141,375,080,787 (see Note 6). The addition of the Group's property and equipment, including non-cash transactions from accrued expenses amounted to Rp36.097.496.473 and realization of advance purchase of fixed assets amounting to Rp141,582,484,925. The deduction of buildings, infrastructure and renovation include deduction due to divestment of a subsidiary (see Note 1.c) amounting to Rp700,000,000,000.

Construction in progress includes hospitals and mall buildings. As of December 31, 2014, Construction in progress has reached 5% - 95% and estimated the completion within March 2015 until September 2016. Management believes there is no other matter which will hinder the completion.

Depreciation charges that were allocated in the consolidated statements of comprehensive income are as follows:

	2014 Rp	2013 Rp
General and Administrative Expenses	190,834,682,806	152,004,745,205
Cost of Sales and Services	140,832,187,049	114,291,899,833
Selling Expenses	5,842,427,100	4,002,644,211
Total	337,509,296,955	270,299,289,249

Acquisition cost of property and equipment that have been fully depreciated and still in use as of December 31, 2014 and 2013 amounted Rp112,186,371,970 and Rp105,177,098,020, respectively.

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

> Details of the disposal on property and equipment of the Group for the years ended December 31, 2014 and 2013 are as follows:

	2014	2013
-	Rp	Rp
Acquisition Cost	2,219,516,750	286,675,568,900
Accumulated Depreciation	2,032,880,366	20,405,148,702
Book Value	186,636,384	266,270,420,198
Selling Price	665,198,588	814,869,309,976
Gain on Sale	478,562,204	548,598,889,778
Deferred gain on sale and leaseback transactions (Note 26)		475,274,403,794
Gain Credited to the Consolidated Statement of Comprehensive Income	478,562,204	73,324,485,984

In 2013, disposal on property and equipment of the Group mainly from sale of land and building of Siloam Hospitals Bali with carrying value amounting to Rp200,836,972,996 on March 26, 2013 and then leased back those assets (see Note 40.b) and the sale of the building by PT Almaron Perkasa, a subsidiary, to PT Tritunggal Mulia Nusantara with carrying value amounting to Rp62,502,955,497.

Land and building, infrastructure, machinery and tools and medical equipment of PT Balikpapan Damai Husada, a subsidiary, are pledged as collateral for loan obtained from Bank Pembangunan Daerah Kalimantan Timur (see Note 21).

Land and building, vehicles, furniture, fixtures and office equipment and tools and medical equipment of PT Golden First Atlanta, a subsidiary, were pledged as collateral for loan obtained from PT Bank Central Asia Tbk (see Note 21).

There is no borrowing cost capitalized into property and equipment.

The Group property and equipment have been insured against fire damage and other risks, with insured amount of Rp1,616,000,000,000 and USD1,000,000,000 as of December 31, 2014 and amounting to Rp2.039.000.000.000 and USD4.000.000 as of December 31, 2013, respectively. The Group's management is in the opinion that the insured amount is adequate to cover any possible losses.

The Group's management is in the opinion that there is no impairment in the carrying value of property and equipment as of December 31, 2014.

#### 13. Intangible Assets

		2014				
	January 1,	Addition	Deduction	December 31,		
	Rp	Rp	Rp	Rp		
Acquisition Cost						
Goodwill	334,652,210,431	172,362,838,161		507,015,048,592		
Software	21,035,850,783	21,558,341,385		42,594,192,168		
Total Acquisition Cost	355,688,061,214	193,921,179,546	<u> </u>	549,609,240,760		

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

	2014			
	January 1,	Addition	Deduction	December 31,
	Rp	Rp	Rp	Rp
Accumulated Impairment and Amortization				
Impairment of Goodwill	18,660,604,318			18,660,604,318
Amortization of Software	5,186,483,485	3,184,414,452	<u></u>	8,370,897,937
Total Accumulated Impairment and Amortization	23,847,087,803	3,184,414,452		27,031,502,255
Carrying Value	331,840,973,411		_	522,577,738,505
	_	2013	_	_
•	January 1,	Addition	Deduction	December 31,
	Rp	Rp	Rp	Rp
Acquisition Cost				
Goodwill	208,279,265,320	126,372,945,111		334,652,210,431
Software	19,053,913,246	1,981,937,537		21,035,850,783
Total Acquisition Cost	227,333,178,566	128,354,882,648	<u></u>	355,688,061,214
Accumulated Impairment and Amortization				
Impairment of Goodwill	9,099,999,902	9,560,604,416		18,660,604,318
Amortization of Software	3,595,604,556	1,590,878,929		5,186,483,485
Total Accumulated Impairment and Amortization	12,695,604,458	11,151,483,345		23,847,087,803
Carrying Value	214,637,574,108			331,840,973,411

The details of goodwill are as follows:

Acquirer Entity	Share Acquisition in Year of		Net Value	
		Acquisition	2014	2013
			Rp	Rp
PT Tunggal Pilar Perkasa	PT Rashal Siar Cakra Medika	2014	101,776,732,211	
PT Manunggal Bumi Sejahtera	PT Asiatic Sejahtera Finance	2014	64,794,498,390	
PT Wisma Jatim Propertindo	PT Anugerah Bahagia Abadi	2014	5,791,607,560	
PT Koridor Usaha Maju	PT Medika Sarana Traliansia	2013	126,297,825,734	126,297,825,734
PT Lippo Malls Indonesia	PT Mulia Citra Abadi	2012	20,247,679,428	20,247,679,428
PT Persada Mandiri Dunia Niaga	PT Ekaputra Kencana Abadi	2012	15,050,000,000	15,050,000,000
PT Primakreasi Propertindo	PT Bimasakti Jaya Abadi	2012	9,509,000,000	9,509,000,000
PT Pancawarna Semesta	PT Diagram Healthcare Indonesia	2012	9,251,046,030	9,251,046,030
PT Primakreasi Propertindo	PT Surya Megah Lestari	2012	5,680,000,000	5,680,000,000
PT Prawira Tata Semesta	PT Balikpapan Damai Husada	2011	27,480,578,103	27,480,578,103
PT Siloam International Hospitals	PT Prawira Tata Semesta	2011	14,146,465,217	14,146,465,217
PT Siloam International Hospitals	PT Guchi Kencana Emas	2011	3,540,326,235	3,540,326,235
PT Medika Sarana Traliansia	PT Trisaka Raksa Waluya	2010	75,119,377	75,119,377
PT Berkat Langgeng Jaya	PT Pamor Paramita Utama	2008	9,770,787,707	9,770,787,707
PT Wahana Usaha Makmur	PT Adhi Utama Dinamika	2008	8,774,146,934	8,774,146,934
PT Graha Jaya Pratama	PT Nuansa Indah Lestari	2004	38,110,462,048	38,110,462,048
PT Graha Jaya Pratama	PT Fajar Usaha Semesta	2004	8,186,375,658	8,186,375,658
PT Graha Jaya Pratama	PT Fajar Raya Cemerlang	2004	7,929,625,658	7,929,625,658
PT Graha Jaya Pratama	PT Aresta Permata Utama	2004	5,971,083,992	5,971,083,992
PT Graha Jaya Pratama	PT Fajar Abadi Aditama	2004	5,971,083,992	5,971,083,992
Total - Net		=	488,354,444,274	315,991,606,113

The management believes that the indentified impairment that occurred for the years ended December 31, 2014 and 2013 have been assessed adequately.

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

#### 14. Advances

	2014 Rp	2013 Rp
Advances for Land Acquisition	964,586,377,005	622,100,496,508
Advances for Construction	548,203,926,343	208,339,100,001
Advances for Acquisition of Property and Equipment	89,474,806,976	93,978,166,821
Advances for Investments - PT Anugerah Bahagia Abadi		502,400,000,000
Others	109,176,570,364	29,611,986,498
Total	1,711,441,680,688	1,456,429,749,828

Advance for construction represents advance paid to contractor for projects construction.

On December 26, 2012, based on memorandum of understanding, PT Irama Karya Megah (IKM), a subsidiary, entered into a land purchase agreement located in Keputih and Gebang Putih administrative village, Surabaya with acquisition cost amounted to Rp250,000,000,000. Up to completion date of the consolidated financial statements, there has not yet binding for such land purchase agreement.

On January 7, 2013, PT Lippo Cikarang Tbk (LC), a subsidiary, amended the land sales and purchase agreement which was signed on December 17, 2012 for purchase consideration of Rp300,000,000,000. As of December 31, 2014, LC has made payment in total of Rp170,000,000,000.

On February 19, 2014, PT Gunung Halimun Elok (GHE), a subsidiary, entered into sales and purchase agreement on land located in Bintaro. As of December 31, 2014, GHE has made total payment of Rp81,392,750,000.

On April 28, 2014 and October 1, 2014, PT Satriamandiri Idola Utama (SIU), a subsidiary, entered into sales and purchase agreement for land located at Kemang sub-district. As of December 31, 2014, SIU has made total payment of Rp54,716,262,500.

On May 28, 2014, PT Bahtera Perkasa Makmur (BPM), a subsidiary, entered into sales and purchase agreement for land located in Manado, North Sulawesi. As of December 31, 2014, total payment made by BPM amounted to Rp34,597,000,000.

On July 22, 2014, PT Great Jakarta Inti Development, a subsidiary, entered into an agreement of transferring commercial rights of land located in Cibatu, Lippo Cikarang with PT Profita Sukses Abadi. Total value of the agreement is Rp 290,000,000,000 and has paid Rp 29,000,000,000 as advance payment.

On December 2, 2010, based on shares sale and purchase agreements, SIU, a subsidiary, will purchase shares ownership of PT Anugerah Bahagia Abadi (ABA) amounted to Rp549,686,500,000. On May 12, 2014, ABA was acquired by PT Wiswa Jatim Propertindo (see Notes 1.c and 45).

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

## 15. Land for Development

	2014			2013
	Area sqm	Value Rp	Area sqm	Value Rp
The Company	1,001,010	204,957,334,722	1,001,010	203,350,714,722
Subsidiaries:				
PT Gowa Makassar Tourism Development Tbk	2,046,873	317,160,283,219	2,112,883	722,230,107,166
PT Lippo Cikarang Tbk	1,383,883	396,834,940,859	2.518.641	468,377,225,333
PT Muliasentosa Dinamika	803,413	112,455,747,318	803,413	112,455,747,318
PT Erabaru Realindo	702,371	22,845,087,500	702,371	22,845,087,500
PT Sentragraha Mandiri	239,759	33,313,592,430	239,759	33,313,592,430
PT Sejatijaya Selaras	84,162	12,856,345,276	84,162	12,856,345,276
PT Bahtera Pratama Wirasakti	83,405	15,520,541,679	83,405	15,699,415,352
PT Surya Makmur Alam Persada	71,303	20,283,623,533	71,303	20,283,623,533
Total	6,416,179	1,136,227,496,536	5,098,306	1,611,411,858,630

In 2014, land for development amounting to Rp 441,635,251,200 was reclassified to inventory (see Note 6).

Land for development of the Company and subsidiaries are located at Curug Wetan Village, Curug Kulon, Sukabakti in Curug District; Serdang Wetan Village, Rancagong in Legok District; Ciakar Village, Serdang Kulon, Cukang Galih, Tangerang Regency, Banten; Cipambuan Village in Citeureup District, Bogor Regency, West Java; Sukaresmi, Cibatu, Cicau, Sukamukti, Sirnajati, Jayamukti, Pasirsari in Lemahabang District, South Cikarang; Tanjung Merdeka Village, Barombong, Maccini Sombala, Tamanyeleng, Mariso, Benteng Somba Opu in Makassar, South Sulawesi.

Site development permits of each land have been obtained from their respective local governors.

## 16. Accrued Expenses

	2014 	2013 Rp
Estimated Cost for Construction	726,197,777,129	244,973,292,030
Interest	95,652,427,787	86,392,589,382
Endowment Care Fund	59,696,987,047	55,091,149,367
Hedging Premium of Call Spread Option	22,083,103,440	16,699,933,846
Contract Service	21,642,499,126	23,847,144,394
Cost of Goods Sold	19,079,289,656	12,135,538,175
Transfer of Ownership Tax	16,986,811,984	14,966,467,163
Professional Fees	1,624,616,670	15,218,437,089
Others (each bellow Rp10 billion)	162,466,039,961	82,283,922,062
Total	1,125,429,552,800	551,608,473,508

Accrued cost of goods sold represents accrued on unblilled hospitals cost of goods sold. This account will be reclassified to the appropriate account after the invoice is issued.

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

#### 17. Taxation

a.	Income	Tax	<b>Expenses</b>
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	2014					
	Company	Subsidiaries	Consolidated	Company	Subsidiaries	Consolidated
	Rp	Rp	Rp	Rp	Rp	Rp
Current Tax Expenses						
- Final	7,675,691,277	364,753,566,219	372,429,257,496	4,058,987,507	163,973,096,288	168,032,083,795
- Non Final	25,394,547,628	162,224,285,978	187,618,833,606		138,215,844,158	138,215,844,158
Total Current Tax Expenses	33,070,238,905	526,977,852,197	560,048,091,102	4,058,987,507	302,188,940,446	306,247,927,953
Deffered Tax Expenses (Benefits)	2,829,144,155	(3,114,603,975)	(285,459,820)	1,918,033,283	24,173,051,049	26,091,084,331
Total Tax Expeses	35,899,383,060	523,863,248,222	559,762,631,282	5,977,020,790	326,361,991,495	332,339,012,284

The reconciliation between profit before tax as presented in the consolidated statements of comprehensive income and the Company's estimated taxable income is as follows:

completionally and the company o committee taxab	2014 Rp	2013 Rp
Profit before Tax as Presented		_
in the Consolidated Statements of Comprehensive Income	3,694,978,541,909	1,924,830,226,980
Deduct: Income of Subsidiaries	(4,352,337,850,075)	(2,136,306,863,838)
The Company's Commercial Loss - Net Deduct:	(657,359,308,166)	(211,476,636,858)
Profit before Tax from Sale of Land and Buildings		
Subject to Final Tax	784,951,767,641	298,793,542,429
Rental Income Subject to Final Tax	(64,956,175,641)	(27,073,396,893)
The Company's Commercial Profit - Net	62,636,283,834	60,243,508,678
Temporary Differences		
Salaries and Employee Benefits	646,500,460	4,269,394,490
Depreciation of Direct Ownership of Property and Equipment	(4,659,630,335)	(4,638,080,876)
Deferred Gain on Sale and Leaseback Transactions	(7,303,446,744)	(7,303,446,744)
Subtotal	(11,316,576,619)	(7,672,133,130)
Permanent Differences		
Interest Income Subjected to Final Tax	(670,376,914)	(20,032,758,818)
Donation and Representation	382,271,772	378,882,028
Subtotal	(288,105,142)	(19,653,876,790)
Estimated Taxable Income for the Year	51,031,602,073	32,917,498,758
Estimated Current Tax - Company	12,757,900,518	
Prior Period Current Tax Correction	12,636,647,110	
Total Current Tax - Company	25,394,547,628	
Deduct: Prepaid Income Tax		
Article 25	(237,945,168)	
Article 23	(119,273,450)	
Prior Period Current Tax	(12,636,647,110)	
Estimated Current Tax Payable - Company	12,400,681,900	<u></u>
Fiscal loss carryforward:		
Year 2012		(140,714,970,628)
Year 2011		(117,567,525,998)
Year 2010		(14,180,639,173)
Year 2009	<del></del>	(10,011,515,492)
Accumulated Tax Loss - After Compensation	<del></del>	(249,557,152,533)

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

> Until issuance date of these consolidated financial statements, the Company has not reported the 2014 annual Tax Return (SPT) to the tax office. Reported taxable income and tax expense for the year 2013 immaterially varied from SPT submitted by the Company to the tax office.

Calculation of estimated current tax and tax payable of subsidiaries is as follows:

	2014 Rp	2013 Rp
Estimated Income Tax - Subsidiaries	702,767,803,760	724,508,086,578
Current Tax Expenses - Non-Final	162,224,285,978	138,215,844,158
Tax Credit	(62,005,152,503)	(71,065,232,506)
Income Tax Payable Article 29 - Current Year	100,219,133,475	67,150,611,652
Income Tax Payable Article 29 - Prior Year	12,757,900,518	
Income Tax Payable Article 29 - Subsidiaries	112,977,033,993	67,150,611,652
Prepaid Income Tax Article 28.a - Subsidiaries	(6,991,456,142)	88

The reconciliation between the Company's tax expense and the multiplication of the consolidated profit before income tax with the prevailing tax rate is as follows:

	2014 Rp	2013 Rp
Profit before Tax as Presented in		
the Consolidated Statements of Comprehensive Income	3,694,978,541,909	1,924,830,226,980
Deduct:		
Income of Subsidiaries	(4,352,337,850,075)	(2,136,306,863,838)
Profit before Tax from Sale of Land and Buildings		
Subject to Final Tax	784,951,767,641	298,793,542,429
Rental Income Subject to Final Tax	(64,956,175,641)	(27,073,396,893)
The Company's Commercial Profit - Net	62,636,283,834	60,243,508,678
Income Tax Expense at Effective Tax Rate 25%	15,659,070,959	15,060,877,170
Interest Income Subject to Final Tax	(167,594,229)	(5,008,189,705)
Donation and Representation	95,567,943	94,720,507
Fiscal Loss Before Compensation		(8,229,374,690)
Correction on Final Tax Expense of the Company	12,636,647,110	
Company Final Tax Expenses	7,675,691,277	4,058,987,507
Total Tax Expense of the Company	35,899,383,060	5,977,020,789
Tax Expense of the Subsidiaries		
Deferred Tax	(3,114,603,975)	24,173,051,049
Current Tax	162,224,285,978	138,215,844,158
Final Tax Expense	364,753,566,219	163,973,096,288
Total Tax Expense of the Subsidiaries	523,863,248,222	326,361,991,495
Total Tax Expense	559,762,631,282	332,339,012,284

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

#### **Deferred Tax Asset and Liabilities**

Details of the Group's deferred tax assets and liabilities are as follows:

	January 1, 2014	Charged (Credited) to Consolidated Statements of Comprehensive Income	Additions from Business Combination	December 31, 2014
	Rp	Rp	Rp	Rp
The Company	<u> </u>	· ·		
Amortization of Deferred Income from Sale				
and Lease Back Transactions	14,501,478,001	(1,825,861,686)	<u></u>	12,675,616,315
Estimated Long-term Employee Benefits Liabilities	9,204,139,494	161,625,115		9,365,764,609
Allowance Impairment in Value	2,965,626,608			2,965,626,608
Depreciation	(10,501,909,067)	(1,164,907,584)		(11,666,816,651)
· ·	16,169,335,036	(2,829,144,155)		13,340,190,881
Subsidiaries	34,194,193,287	4,645,279,868	76,024,196	38,915,497,351
Deferred Tax Assets	50,363,528,322	1,816,135,713	76,024,196	52,255,688,231
Subsidiaries				
Deferred Tax Liabilities	11,983,104,371	1,530,675,893	14,634,088,702	28,147,868,966
	January 1, 2013	Charged (Credited) to Consolidated Statements of Comprehensive Income	Additions from Business Combination	December 31, 2013
	Rp	Rp	Rp	Rp
The Company  Amortization of Deferred Income from Sale				
and Lease Back Transactions	16,327,339,687	(1,825,861,686)		14,501,478,001
Estimated Long-term Employee Benefits Liabilities	8,136,790,871	1,067,348,623		9,204,139,494
Allowance Impairment in Value	2,965,626,608			2,965,626,608
Depreciation	(9,342,388,848)	(1,159,520,219)		(10,501,909,067)
	18,087,368,318	(1,918,033,283)		16,169,335,036
Subsidiaries				
Subsidiaries	58,367,244,335	(24,173,051,049)	<u></u>	34,194,193,287
Deferred Tax Assets	58,367,244,335 <b>76,454,612,653</b>	(24,173,051,049) (26,091,084,331)	 	34,194,193,287 <b>50,363,528,322</b>
•			<u></u>	

Management believes that the deferred tax assets can be recovered through future taxable profits in the future.

## c. Prepaid Taxes

	2014	2013
	Rp	Rp
Income Taxes		
Article 21	2,344,514	
Article 4 (2)	404,201,707,819	382,267,883,122
Article 22	296,725,405	260,743,240
Article 25		8,556,225,332
Article 28. a	6,991,456,142	
Value Added Tax	209,977,210,971	184,968,606,737
Total	621,469,444,851	576,053,458,431

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

#### **Taxes Payable** d.

	2014	2013
	Rp	Rp
Income Taxes		
Final	184,916,278,400	112,772,880,835
Article 21	24,287,992,522	19,079,056,965
Article 26	15,989,757	7,891,198,542
Article 29	125,377,715,893	67,150,611,652
Value Added Tax	309,217,624,885	41,907,332,951
Hotel and Restaurant Tax	2,832,043,246	4,188,942,866
Entertainment Tax	581,824,479	607,121,643
Total	647,229,469,182	253,597,145,454

In 2014, Company received Underpayment of Tax Assessment Letters (SKPKB) and Tax Invoices (STP) for Income Tax Article 29. Article 4 (2) and value added tax amounting to Rp247,492,702. Rp3,725,674,898 and Rp2,127,750,033, respectively, for fiscal year 2009. The Company also received SKPKB and STP for Income Tax Article 21, Article 23, Article 29, Article 4 (2), value added tax and value added tax for luxury goods amounting to Rp197,897,049, Rp500,000, Rp12,389,154,408, Rp288,519,029, Rp606,631,800 and Rp2,831,617,071, respectively, for fiscal year 2010.

In 2014, PT Surya Mitra Jaya (SMJ), a subsidiary, received SKPKB and STP for Income Tax Article 21, Article 23, Article 29, Article 4 paragraph 2 and value added tax amounting to Rp2,499,455, Rp17,852,948, Rp705,899,115, Rp6,797,492,075 and Rp15,813,436,974, respectively, for fiscal year 2011. SMJ also received SKPKB and STP for Income Tax Article 21, Article 23, Article 29, Article 4 (2) and value added tax amounting to Rp5,998,021, Rp14,679,962, Rp495,377,120, Rp1,798,033,100 and Rp4,409,530,584, respectively, for fiscal year 2012.

In 2014, PT Jagat Pertala Nusantara (JPN), a subsidiary, received SKPKB and STP for Income Tax Article 29 and Article 4 (2) amounting to Rp468,307,150 and Rp2,499,646,000, respectively, for fiscal year 2011. JPN also received SKPKB and STP for Income Tax Article 23, Article 29, Article 4 (2) and value added tax amounting to Rp514.353, Rp1.257,331,142, Rp3,769,356 and Rp6,799,295, respectively. for fiscal year 2012.

In 2013, PT Lippo Cikarang Tbk (LC), a subsidiary, received SKPKB for Income Tax Article 23, Article 29 and Article 4 (2) amounting to Rp50,129,679, Rp156,628,030 and Rp790.815,540, respectively, for fiscal year 2010. LC also received SKPKB for Income Tax Article 23, Article 29, Article 4 (2) and value added tax amounting to Rp3,785,657, Rp 935,630,248, Rp33,454,941 and Rp1,648,496,820, respectively, for fiscal year 2011. LC also received SKPKB for Income Tax Article 15, Article 23 and Article 4 (2) amounting to Rp1,406,160, Rp 59,389,247, Rp455,720,584 and Rp2,389,523,590, respectively, for fiscal year 2012.

## 18. Trade Accounts Payable – Third Parties

	2014 	2013 Rp
Supplier	232,404,843,283	129,248,889,293
Contractor	85,793,000,925	202,546,875,818
Doctor Fees	74,649,048,117	63,239,958,115
Others	2,287,063,138	2,712,454,382
Total	395,133,955,463	397,748,177,608

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

#### 19. Short-Term Bank Loans

	2014 Rp	2013 Rp
Third Parties		
PT Bank Negara Indonesia (Persero) Tbk	170,000,000,000	
PT Bank Central Asia Tbk	3,540,195,011	4,927,167,196
PT Bank ICBC Indonesia		
Total	173,540,195,011	4,927,167,196

#### PT Bank Negara Indonesia (Persero) Tbk

Based on Credit Agreement No. 44 dated March 29, 2007 which was made in the presence of H. Zamri, S.H., a notary in Jakarta and last amanded in Approval of Changes in Credit Agreement No (8) 44 dated June, 30, 2014, the Company received the Working Capital Facility (KMK) with maximum loan amounted Rp250,000,000,000. This facility bears an interest of 11.5% per annum and has maturity date on June 12, 2015. As of December 31, 2014, outstanding balance for this facility amounted to Rp170,000,000,000.

Based on Credit Agreement No. 34 dated October 30, 2006 which was made in the presence of H. Zamri, S.H., a notary in Jakarta and last amanded in Approval of Changes in Credit Agreement No (9) 34 dated June, 30 2014, the Company received the Working Capital Facility (KMK) with maximum loan amounted Rp20.000.000.000. This facility bears an interest of 11.5% per annum and has maturity date on June 12, 2015. As of December 31, 2014, outstanding balance for this facility amounted nil.

Both facilities are secured by 21,940 sqm of land in Lippo Village Residences, Jl. Boulevard Jend, Sudirman, Kelapa Dua Village, Curug District, Tangerang, Banten, with details as follows:

- 1. One (1) parcel of land with an area of 340 sqm with SHGB No. 3695 dated January 9, 1998 (Certificate due date January 9, 2028) which is registered under the name of Company (see Note 6).
- 2. One (1) parcel of land with an area of 15,235 sgm with SHGB No. 2866 dated April 4, 1997 (Certificate due date September 24, 2022) which is registered under the name of Company (see Note 6).
- 3. One (1) parcel of land with an area of 6,365 sqm with SHGB No. 4028 dated August 6, 1998 (Certificate due date August 6, 2028) which is registered under the name of Company (see Note 6).

#### PT Bank Central Asia Tbk

Based on Credit Agreement No. 1 dated April 1, 2003 which was made in the presence of Yandes Effriady, S.H., a notary in Jambi and Letter of Lending No. 0242/JAM/2010 dated February 3, 2010, amandment credit agreement No. 54. Dated July 19, 2010 which was made in the presence of Hasan S.H., a notary in Jambi, which last renewal letter No. 0134/ADD/119/IV/14 dated April 16, 2014, PT Golden First Atlanta (GFA), a subsidiary, received facility Local Credit (Overdraft) with maximum loan amounted Rp5,000,000,000. This facility bears an interest of 12.5% per annum. Colateral for this facility is as same as for long-term loan (see Note 21).

#### PT Bank ICBC Indonesia

Based on Credit Agreement No. 85 dated October 25, 2012 which was made in the presence of Mellyani Noor Shandra, S.H., a notary in Jakarta and last amanded in Amandment Credit Agreement No. 143/ICBC-MK/PTD/X/2011/P4 dated November 5, 2014, the Company received the Credit Facility with maximum loan amounted Rp70,000,000,000. This facility bears an interest of 12% per annum and has maturity date on October 25, 2015. This loan has been fully paid in December 24, 2014. Until the completion of the consolidated financial statements, this facility is still available.

These consolidated financial statements are originally issued in Indonesian language

## PT LIPPO KARAWACI Tbk AND SUBSIDIARIES NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

#### 20. Other Current Financial Liabilities

	2014 Rp	2013 Rp
Third Parties		
Unidentified Payments	205,960,812,485	147,810,774,447
Other Payable	201,125,936,118	152,372,969,722
Total	407,086,748,603	300,183,744,169

Unidentified payments represent receipt of collection have not yet identifiable by the Group.

## 21. Long-Term Bank Loans

	2014 Rp	2013 Rp
Third Parties		
Bank Pembangunan Daerah Kalimantan Timur	29,993,214,251	35,301,525,492
PT Bank Central Asia Tbk	12,967,725,976	19,451,588,973
PT Bank Bukopin Tbk		
Total	42,960,940,227	54,753,114,465
Current Portion	12,435,856,488	11,792,174,233
Non-Current Portion	30,525,083,739	42,960,940,232

#### Bank Pembangunan Daerah Kalimantan Timur

Based on Deed of Credit Agreement No. 005/870/9200/KI.59/BPDKP/2008 dated February 25, 2008, PT Balikpapan Damai Husada (BDH), a subsidiary, obtained an investment credit facility (Non-PRK) with a maximum amount of Rp50,000,000,000 bear of interest rate of 11.5% per annum. This loan was used to funding development of hospitals and paying its loan obtained from PT Bank Mandiri (Persero) Tbk. This loan will mature on February 25, 2019.

This facility is secured by collaterals as follows:

- One (1) parcel of land with an area of 12,562 sqm including healthcare building and hospital with an area 8,024 sgm with HGB No. 2069 located at Jl. MT. Haryono RT. 35, Gang Bahagia, Balikpapan which is registered under the name of BDH.
- Supporting infrastructure, tools and machinery and medical equipment with the estimated value of Rp8,665,020,000.

There is no restrictive financial ratio which should be maintained by BDH.

Loan payments for the current year amounted to Rp5,308,311,241.

#### PT Bank Central Asia Tbk

Based on Deed of Credit Agreement No. 1 dated April 1, 2003 made in the presence of Yandes Effriady, S.H., a notary in Jambi, and the letter No. 0242/JAM/2010 dated February 3, 2010, as amended by Credit Agreement No. 54 dated July 19, 2010 in the presence of Hasan S.H., a notary in Jambi and the latest by Credit Agreement No. 0134/ADD/119/IV/14 dated April 16, 2014, PT Golden First Atlanta (GFA), a subsidiary, obtained several credit facilities as follows:

- Local Credit Facility (Current Account) at a maximum amount of Rp5,000,000,000.
- Investment Credit Facility at a maximum amount of Rp32,419,314,946.

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Both facilities bear an annual interest rate of 11% and will mature on February 5, 2014 and December 20, 2016, respectively.

Both facilities are secured by collaterals as follows:

- Three (3) parcels of land with an area of 7,132 sqm and building with HGB Nos. 840, 841 and 842/Paal Merah which are registered under the name of GFA, a subsidiary.
- Medical equipment, furniture fixtures and office equipment, trade accounts receivable and inventory of medicine and consumable goods, and machinery and medical equipments.

Based on the loan agreement, GFA has to maintain maximum debt to equity ratio of 5.83 times. As of December 31, 2014 and 2013, GFA has complied with the required debt ratio.

Loan payments for the current year amounted to Rp7,870,835,182.

#### PT Bank Bukopin Tbk

Based on Approval Letter of Restructuring Credit Amandment No. 2330/DKM/III/2011 dated March 8, 2011 and Letter of Respond to Credit Facility Application of PT Rashal Siar Cakra Medika (RSCM) No: 12344/DRPK/XII/2011 dated December 16, 2011, PT Bank Bukopin Tbk agreed to restructure such credit facility as follows:

- Investment Credit Facility amounted to maximum Rp52.000,000,000. This facility was used to build Asri
- Investment Credit Facility "Interest During Construction" amounted Rp11.925.657.410.
- Investment Credit Facility amounted to maximum Rp6,000,000,000. This facility was used to providing healtcare equipments.
- Working Capital Facility amounted to Rp5,000,000,000.

These loan facilities bear interest rate of 11% per annum and will mature in December 2025.

As of December 18, 2014, RSCM has fully paid this loan amounted to Rp68,202,736,290.

#### 22. Bonds Payable

	2014 Rp	2013 Rp
Nominal (2014: USD803,306,000; 2013: USD653,306,000) Premium - Net Bond Issuance Cost - Net	9,993,126,640,000 99,639,856,615 (312,155,200,064)	7,963,146,834,000 104,241,327,497 (319,548,553,605)
Total	9,780,611,296,551	7,747,839,607,892
Premium (net of discount)  Less: Accumulated Amortization	123,373,700,000 (23,733,843,385)	120,884,407,499 (16,643,080,002)
Unamortized Premium	99,639,856,615	104,241,327,497
Bond Issuance Costs  Less: Accumulated Amortization  Unamortized Bond Issuance Cost	494,815,141,452 (182,659,941,388) <b>312,155,200,064</b>	367,743,400,091 (48,194,846,486) 319,548,553,605

The Group initiated several fund raising by issuing bonds to support the business of the Group.

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> On March 9, 2006, Lippo Karawaci Finance B.V., a subsidiary, issued unsecured bonds with nominal value of USD 250,000,000 and annual fixed interest rate of 8.875% in Singapore Stock Exchange. The bonds have 5 years maturity period and became due on March 9, 2011. Payments of interest is conducted every 6 months. On May 11, 2010, part of bonds amounting to USD 183,754,000 was exchanged with bonds issued by Sigma Capital Pte. Ltd., a subsidiary. These bonds have been fully paid by the Company on March 9, 2011.

> In relation to exchange offer of bonds, on May 11, 2010, Sigma Capital Pte. Ltd. (SC), a subsidiary, issued unsecured bonds with a nominal value of USD 270,608,000, and subsequently, on February 17, 2011, SC issued unsecured bond with a nominal value of USD 125,000,000, both bonds bear an annual fixed interest rate of 9% and are listed on Singapore Stock Exchange and will due on April 30, 2015. Payment of interest will be conducted every 6 months. The Company already fully paid this bond dated November 14, 2012 and April 30, 2013, respectively.

> On May 16, 2012, Theta Capital Pte. Ltd. (TC), a subsidiary, issued unsecured bonds with nominal value of USD 150,000,000 and subsequently, on October 22, 2012, TC issued unsecured bond with a nominal value of USD 100,000,000 both bonds bear an annual fixed interest rate of 7% and are listed on Singapore Stock Exchange. The bond have 7 years maturity period and will due on May 16, 2019. Payment of interest is conducted every 6 months. As of December 31, 2014 and 2013, accrued interest expense amounted to USD2,138,889 and USD2,138,889 (equivalent to Rp26,607,779,160 and Rp26,070,916,558), respectively.

> In relation to exchange offer program of bonds, on November 14, 2012, TC, a subsidiary, issued unsecured bonds with nominal value of USD 273,306,000 in exchange with bond of SC for a nominal value of USD 253,713,000 and paid USD 22,666,000. This bonds bears an annual fixed interest rate of 6.125% and are listed on Singapore Stock Exchange and will due on November 14, 2020. Payment of interest is conducted every 6 months. As of December 31, 2014 and 2013, accrued interest expense amounted to USD 2,185,499 and USD 2,185,499 (equivalent to Rp27,187,607,560 and Rp26,639,047,677), respectively.

> On January 14, 2013, TC, a subsidiary, issue unsecured bonds with a nominal value of USD 130,000,000 with a fixed interest rate of 6.125% per year and are listed on the Singapore Stock Exchange. The bonds will mature on November 14, 2020 and payment of interest is conducted every 6 months. As of December 31, 2014 and 2013 accrued interest expenses amounted to USD1,039,549 and USD1,039,549 (equivalent to Rp12,931,989,560 and Rp12,671,058,007), respectively.

> On April 30, 2013, SC, a subsidiary, had settled the entire balance of the unsecured bond amounting to USD 119,229,000 at a price of 104.5%.

> On April 11, 2014, TC, a subsidiary, issue unsecured bonds with a nominal value of USD 150,000,000 with a fixed interest rate of 7% per year and are listed on the Singapore Stock Exchange. The bonds will mature on April 11, 2022 and payment of interest is conducted every 6 months. As of December 31, 2014 accrued interest expenses amounted to USD1,429,167 (equivalent to Rp17,778,837,480).

> Interest and borrowing costs capitalized into inventories amounting to Rp575,116,386,833 and Rp459,290,949,723 for the years ended December 31, 2014 and 2013 (see Note 6).

These bonds have been rated BB- by Standard & Poor's and Fitch and Ba3 by Moody's.

The Company has to comply with certain restrictions under bond covenants as stipulated in the Offering Circular.

The Company entered into Non-Deliverable USD Call Spread Option facility agreements with certain third parties to hedge foreign exchange fluctuation risk on these foreign currency denominated bonds (see Note 40.d).

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## 23. Long-Term Post-Employment Benefits Liability

#### Post-Employment Benefits - No Funding Defined Benefit Plan

Group appointed independent actuaries to determine and recognize post-employment liability in accordance with the existing manpower regulations. Post-employment benefits liability as of December 31, 2014 and 2013 was calculated by PT Mega Jasa Aktuaria with reports dated February 9, 2015 and February 17, 2014, respectively. The management believes that the estimate of post-employment benefits is sufficient to cover such liabilities.

Post-employment benefits recognized in the consolidated statements of financial position are as follows:

	2014	2013
	Rp	Rp
Present Value of Defined Benefit Obigation	257,671,574,762	181,367,280,459
Unrecognized Actuarial Loss	(28,747,373,900)	(1,956,959,473)
Unrecognized Past Service Cost (Non-Vested)	(468,627,003)	(1,020,541,706)
Obligation from Acquired Subsidiary	100,614,912	5,156,240,000
Adjustment	(10,161,924,517)	4,089,584,355
Total	218,394,264,254	187,635,603,635

The details of post-employment benefits expense recognized in the consolidated statements of comprehensive income are as follows:

	2014	2013
	Rp	Rp
Current Service Cost	36,811,614,330	26,735,963,631
Interest Expense	13,776,781,307	11,645,304,320
Past Service Cost (Non-Vested)	28,771,997	1,815,608,188
Recognized Actuarial Loss	11,850,549,863	(4,304,607,224)
Total	62,467,717,497	35,892,268,915

Post-employment benefits expense is recorded as part of salaries and employee's benefits expense (see Note 36).

Reconciliation of changes in liabilities recognized in the consolidated statements of financial position is as follow:

	2014 Rp	2013 Rp
Balance on January 1,	187,635,603,635	161,333,982,735
Payment of Employees' Benefits in the Current Year	(23,376,600,578)	(13,552,742,005)
Obligation from Acquired Subsidiary	100,614,912	5,156,240,000
Adjustment	(8,433,071,212)	(1,194,146,010)
Expense During the Year	62,467,717,497	35,892,268,915
Balance on December 31,	218,394,264,254	187,635,603,635

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Reconciliation of changes in present value of defined benefits obligation is as follows:

	2014 	2013 Rp
Present Value of Defined Benefits Obigation in January 1,	181,367,280,459	201,016,264,584
Adjustment of Present Value of Previous Year	(499,110,181)	(6,927,906,313)
Current Service Cost	36,811,614,330	26,735,963,631
Interest Expense	13,776,781,307	11,645,303,320
Benefits Payment	(23,376,600,578)	(13,552,742,005)
Unrecognized Actuarial Gain (Loss)	49,591,609,425	(37,549,602,758)
Present Value of Defined Benefits Obligation as of December 31,	257,671,574,762	181,367,280,459

Total present value of employee benefits liabilities for the current year and four years period earlier, fair value of asset and deficit of the program are as follows:

	2014 Rp	2013 Rp	2012 Rp	2011 Rp	2010 Rp
Present Value of Defined Benefit Liabilities	257,671,574,762	181,367,280,459	201,016,264,584	148,435,574,952	119,920,794,970
Asset Program  Deficit of the Program	257,671,574,762	181,367,280,459	201,016,264,584	148,435,574,952	119,920,794,970
Adjustment Arising on Fair Value Asset Program					

Present value of defined benefit obligation, related current service cost and past service cost has been calculated by independent actuaries using the following assumptions for the years ended December 31, 2014 and 2013:

Interest Rates	8%
Salary Increase Projection Rates	8%
Mortality Rates	Indonesia – II
Permanent Disability Rates	10% x TMI – II
Resignation Rates	1% for ages 18 – 44,
	0% for ages 45 – 54

#### 24. Advances from Customers

	2014 Rp	2013 Rp
Third Parties		_
Residential Houses and Shophouses	2,297,609,438,130	2,590,061,395,457
Apartment	2,260,978,431,559	1,898,052,607,885
Land Lots	398,062,629,200	639,133,672,287
Shopping Centers	195,711,717,834	194,448,584,843
Total	5,152,362,216,723	5,321,696,260,472
Current Portion	2,456,690,149,393	3,076,033,864,066
Non-Current Portion	2,695,672,067,330	2,245,662,396,406

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Details of the percentage of advances from customer to sales price are as follows:

	2014 Rp	2013 Rp
100%	3,461,924,959,363	3,575,702,238,185
50% - 99%	342,833,885,807	354,101,231,886
20% - 49%	365,433,924,067	377,444,027,682
Bellow 20%	982,169,447,486	1,014,448,762,719
Total	5,152,362,216,723	5,321,696,260,472

#### 25. Deferred Income

	2014 Rp	2013 Rp
Related Party		
Rent (see Notes 9 and 40.b)	449,839,846,526	561,270,815,716
Third Parties		
Rent	288,452,303,263	242,487,812,199
Others	41,892,708,709	24,816,595,543
Subtotal	330,345,011,972	267,304,407,742
Total Deferred Income	780,184,858,498	828,575,223,458
Current Portion	362,175,439,809	112,750,964,416
Non-Current Portion	418,009,418,689	715,824,259,042

## 26. Deferred Gain on Sale and Leaseback Transaction

	2014 	2013 Rp
Acquisition Cost	791,727,059,928	791,727,059,928
Accumulated Depreciation	127,538,766,701	127,538,766,701
Carrying Value	664,188,293,227	664,188,293,227
Proceeds	2,445,894,179,389	2,445,894,179,389
Less: Gain Credited to the Consolidated Comprehensive Income Statement Deferred Gain on Sale and Leaseback Transaction	70,196,779,840 1,711,509,106,322	70,196,779,840 1,711,509,106,322
Foreign Exchange Translation	106,411,728,221	112,523,813,862
Accumulated Amortization	(543,380,832,978)	(429,935,140,122)
Deferred Gain on Sale and Leaseback - Net Current Portion	1,274,540,001,565 127,287,435,838	1,394,097,780,062 119,603,248,421
Non-Current Portion	1,147,252,565,727	1,274,494,531,641

Deferred gain on sale and leaseback transactions is amortized over 15 years of lease period using the straight line method (see Note 40.b).

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## 27. Capital Stock

The Company stockholders' composition as of December 31, 2014 and 2013 is as follows:

	2014	
Total	Percentage	Issued
Shares	•	and Fully Paid
	(%)	(Rp)
4,126,619,908	18.12	412,661,990,800
1,212,280,000	5.32	121,228,000,000
150,000		15,000,000
17,432,535,211	76.56	1,743,253,521,100
22,771,585,119	100.00	2,277,158,511,900
306,104,500		30,610,450,000
23,077,689,619		2,307,768,961,900
	2013	
Total	Percentage	Issued
Shares	Ownership	and Fully Paid
	(%)	(Rp)
4,126,619,908	18.12	412,661,990,800
18,644,965,211	81.88	1,864,496,521,100
22,771,585,119	100.00	2,277,158,511,900
306,104,500		30,610,450,000
23,077,689,619		2,307,768,961,900
	\$\frac{4,126,619,908}{1,212,280,000} \\ \tau_{150,000} \\ \tau_{17,432,535,211} \\ \tau_{22,771,585,119} \\ \tau_{306,104,500} \\ \tau_{3,077,689,619} \\ \tau_{126,619,908} \\ \tau_{18,644,965,211} \\ \tau_{22,771,585,119} \\ \tau_{306,104,500} \\	Total Shares Ownership (%)  4,126,619,908 18.12 1,212,280,000 5.32 150,000 17,432,535,211 76.56  22,771,585,119 100.00  306,104,500 23,077,689,619  Total Percentage Ownership (%)  4,126,619,908 18.12 18,644,965,211 81.88  22,771,585,119 100.00

The details acquisition of treasury stock are as follows:

Reporting Period	No. Register Letter to Bapepam - LK	Total Shares	Acquisition Cost (Rp)
2011	005/LK-COS/I/2012 Dated November 15, 2011	96,229,500	61,577,515,000
2012	175/LK-COS/VII/2012 Dated July 13, 2012	209,875,000	154,946,598,794
Total		306,104,500	216,524,113,794

## 28. Additional Paid in Capital - Net

	Rp
Paid in Capital Excess of Par - Net	4,043,613,274,615
Difference in Value from Restructuring Transactions	
between Entities Under Common Control - Net	19,535,347,265
Total	4,063,148,621,880

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#### Paid in Capital Excess of Par - Net

	Rp
Rights Issue I	
Paid in Capital Excess of Par - Net on Stock	87,283,750,000
Stock Issuance Cost	(11,844,180,664)
Subtotal	75,439,569,336
Rights Issue II	
Paid in Capital Excess of Par - Net on Stock on Stock	485,048,197,150
Stock Issuance Cost	(7,442,812,013)
Subtotal	477,605,385,137
Paid in Capital Excess of Par - Net on Stock on Exercising Warrant Series I	659,475,970,000
Excess of Market Value Over Par Value of Stock Issued	
in Business Combination Exercised under Purchase Method	91,701,282,075
Rights Issue III	
Paid in Capital Excess of Par - Net on Stock on Stock	1,946,492,065,800
Stock Issuance Cost	(18,495,197,733)
Subtotal	1,927,996,868,067
Issuance of Capital Stock - Non-Preemptive Rights Issuance	
Paid in Capital Excess of Par - Net on Stock on Stock	812,000,000,000
Stock Issuance Cost	(605,800,000)
Subtotal	811,394,200,000
Total Paid in Capital Excess of Par - Net	4,043,613,274,615

On June 6, 2011, the Company issued new 1,450,000,000 shares through issuance of non-preemptive rights capital stock (see Note 1.b).

The excess of market value over the par value of stock issued during the business combination exercised under purchase method represents the difference between the highest share price reached during the 90 days period prior to the announcement of the business combination and par value of the Company's issued shares.

Premium on exercising Warrant Series I represents the difference between warrant execution price and par value.

#### Difference in Value from Restructuring Transactions between Entities Under Common Control - Net

	Rp
Transaction Before Business Combination	
Net Asset Value of PT Saptapersada Jagatnusa	322,884,648
Acquisition Cost	(5,000,000,000)
Difference in Value	(4,677,115,352)
Transaction from Business Combination	
Net Asset Value of Siloam	275,837,221,176
Acquisition Cost	(85,173,967,500)
Difference in Value	190,663,253,676
Realization	(84,027,724,260)
Net	106,635,529,416

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	Rp
Net Asset Value of Lippo Land	69,227,950,557
Acquisition Cost	(265,747,071,500)
Difference in Value	(196,519,120,943)
Net Asset Value of Aryaduta	199,314,766,000
Acquisition Cost	(39,637,690,500)
Difference in Value	159,677,075,500
Realization	(45,581,021,356)
Difference in Value, Net of Realization	114,096,054,144
Net	19,535,347,265

Difference in value from the restructuring transaction PT Saptapersada Jagatnusa (SPJN) was incurred during the Company's acquisition of SPJN in 2001.

Difference in value from restructuring transactions between entities under common control from business combination amounting to Rp190,663,253,676, Rp(196,519,120,943) and Rp159,677,075,500, respectively, were incurred from the merger of ex-Siloam (including ex-Sumber Waluyo), ex-Lippo Land, and ex-Aryaduta in 2004. The difference was determined from the difference in net asset value of ex-Siloam (including ex-Sumber Waluyo), ex-Lippo Land, and ex-Aryaduta and the nominal value of new shares issued by the Company.

#### 29. Difference in Transactions with Non-Controlling Interest

On November 28, 2014, PT Tunggal Pilar Perkasa, a subsidiary, acquired 20% shares of PT Medika Sarana Traliansia (MST) from Steer Clear Ltd amounted to Rp45.030.000.000. The excess of acquisition cost over the subsidiary's net assets amounted to Rp25,748,354,393 was recorded as difference in transactions with noncontrolling interest.

On March 13, 2014, PT Kalimaya Pundi Bumi, a subsidiary, made disposal on its investment of 82,500,000 shares in PT Siloam International Hospitals Tbk (SIH) or equivalent to 7.1% of the issued and fully capital stock in SIH with the price of Rp10,400 per share or Rp858,000,000,000. Gain on disposal of investments amounting to Rp741,092,494,948 was recorded as difference in transactions with non-controlling interest.

In 2013, several subsidiaries, acquired ownership of PT Gowa Makassar Tourism Development Tbk (GMTD) of 3,400,000 shares or equivalent to 3.35% of the issued and fully paid shares of GMTD. The excess of acquisition cost over the subsidiaries' net assets amounted to Rp5,645,114,201 was recorded as difference in transactions with non-controlling interest.

On 2 September 2013, PT Nilam Biru Bersinar, entitas anak, made disposal on its investment of 5,900,000 shares in SIH or equivalent to 0.59% of the issued and fully capital stock in SIH. Gain on disposal of investments amounting Rp51,469,368,863 was recorded as difference in transactions with non-controlling interest.

In 2012, LK Reit Management Pte Ltd (LK Reit), a subsidiary, acquired shares of Bowsprit Capital Corporation Ltd. from Battery Road Limited and Golden Decade International Limited, both third parties and therefore, LK Reit ownership increased from 80% to 100%. The excess of acquisition cost over the subsidiaries' net assets amounted to Rp45,889,312,357 was recorded as difference in transactions with non-controlling interest.

In 2012, PT Wisma Jatim Propertindo (WJP), a subsidiary, acquired shares of PT Gapura Sakti Prima (GSP) from Mr Abdul Wahid, a third party, and thus the ownership in GSP increased from 78.60% to 100%. The excess of acquisition cost over the subsidiaries' net assets amounted to Rp7,525,000,000 was recorded as difference in transactions with non-controlling interest.

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In 2011, Peninsula Investment Limited (Peninsula), a subsidiary, acquired shares of LMIRT Management Ltd from Mappletree LM Pte. Ltd., a third party, and thus the ownership of Peninsula increased from 60% to 100%. The excess of acquisition cost over the subsidiaries' net assets amounted to Rp177,677,727,750 was recorded as difference in transactions with non-controlling interest.

The following is the calculation of the difference in transactions with non-controlling interest:

	2014 Rp	2013 Rp
Shares Acquired from Non Controlling Interest		•
Acquisition Cost	(343,713,642,857)	(298,683,642,857)
Net Asset Value of Acquired	101,827,714,166	82,546,068,559
Difference from Foreign Currency Translations	(21,105,562,928)	(21,105,562,928)
Sub total	(262,991,491,619)	(237,243,137,226)
Shares Disposal to Non Controlling Interest		
Purchase Consideration	911,100,000,000	53,100,000,000
Net Assets Disposed	(118,538,136,369)	(1,630,631,317)
Sub total	792,561,863,631	51,469,368,683
Total	529,570,372,012	(185,773,768,543)

# 30. Other Equity Transaction

On September 2, 2013, PT Siloam International Hospitals Tbk (SIH), a subsidiary, issued shares to public through initial public offering of 156,100,000 shares in Indonesia Stock Exchange. On the issuance of such new shares, the ownership of the Group in SIH changed from 100% to 85.99%. Changes in the value of investment before and after the transaction is Rp1,105,101,368,218.

#### 31. Cash Dividend and Reserved Fund

Based on Deed of Extraordinary General Meeting of Stockholders No. 10 dated April 23, 2014 which was made in the presence of Sriwi Bawana Nawaksari, S.H. M.Kn., a notary in Tangerang, the Company's stockholders approved the payment of dividend amounting to Rp320,000,000,000 and increased the reserved fund amounting to Rp1,000,000,000,000 from retained earnings of 2013.

Based on Deed of Extraordinary General Meeting of Stockholders No. 48 dated April 24, 2013 which was made in the presence of Sriwi Bawana Nawaksari, S.H. M.Kn., a notary in Tangerang, the Company's stockholders approved the payment of dividend amounting to Rp270,000,000,000 and increased the reserved fund amounting to Rp1,000,000,000,000 from retained earnings of 2012.

#### 32. Other Comprehensive Income

	2014 Rp	2013 Rp
Gain from Translations Financial Statements in Foreign Currency	670.172.145.549	552.703.272.840
Gain on Changes in Fair Value of Available-for-Sale Financial Assets	170,197,156,625	425,998,078,104
Total	840,369,302,174	978,701,350,944

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# Gain on Changes in Fair Value of Available-for-Sale Financial Assets

	2014	2013
	Rp	Rp
Investment FREIT (see Note 5)		
Bridgewater International Ltd	573,756,360,982	375,905,410,056
Bowsprit Capital Corporation Ltd	131,109,596,159	70,913,125,198
PT Menara Tirta Indah	208,205,465,090	70,252,338,760
Investment LMIRT (see Note 5)		
Bridgewater International Ltd	(718,469,860,666)	(122,570,733,824)
LMIRT Management Ltd	(24,404,404,940)	31,497,937,914
Gain on Changes in Fair Value of Available-for-Sale Financial Assets	170,197,156,625	425,998,078,104

#### 33. Non-Controlling Interests

Details of non-controlling interests in the equity of consolidated subsidiaries as of December 31, 2014 and 2013, are as follows:

·	2014 Rp	2013 Rp
PT Lippo Cikarang Tbk	1,223,472,643,690	830,079,502,803
PT Siloam International Hospitals Tbk	353,400,712,481	256,636,945,847
PT Gowa Makassar Tourism Development Tbk	187,692,216,973	137,102,308,674
PT Wahana Usaha Makmur	179,626,610,523	61,090,568,186
PT Darma Sarana Nusa Pratama	37,505,096,914	40,565,751,716
PT Metropolitan Permaisemesta	16,495,708,082	13,938,718,173
PT Pelangi Cahaya Intan Makmur	15,300,553,628	18,908,852,885
Others	27,783,034,090	18,375,592,342
Total	2,041,276,576,382	1,376,698,240,626

#### 34. Revenues

	2014 Rp	2013 Rp
Urban Development:		
Residential Houses and Shophouses	1,288,007,884,167	852,082,661,223
Land Lots	792,419,241,918	862,405,538,396
Memorial Park	154,312,510,936	134,214,946,955
Asset Enhancements	24,365,707,938	29,716,061,016
Others	3,385,837,313,260	5,288,128,634
Subtotal	5,644,942,658,219	1,883,707,336,224
Large Scale Integrated Development:		
Apartments	1,316,780,787,857	1,097,647,635,950
Asset Enhancements	18,573,230,831	25,147,592,566
Sub Total	1,335,354,018,688	1,122,795,228,516
Retail Malls:		
Asset Enhancements	301,814,592,074	193,271,769,970
Shopping Centres	5,002,190,010	8,552,883,629
Subtotal	306,816,782,084	201,824,653,599

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

	2014	2013
	Rp	Rp
Healthcare:		
Inpatient Department		
Medical Support Services and Professional Fees	745,130,966,397	557,491,595,635
Drugs and Medical Supplies	734,258,430,590	584,672,264,173
Ward Fees	286,678,643,530	199,932,759,295
Hospital Facility	104,826,015,261	72,130,669,241
Operating Theater	80,610,771,450	38,176,762,084
Administration Fees	73,809,842,167	60,925,550,284
Delivery Fees	1,239,777,548	860,233,118
Others	33,769,351,571	26,743,171,507
Outpatient Department		
Medical Support Services and Professional Fees	777,240,395,844	590,120,761,629
Drugs and Medical Supplies	390,739,191,326	298,529,196,482
Hospital Facility	36,017,024,986	21,596,402,810
Registration Fees	33,736,138,851	29,682,969,743
Others	42,736,822,351	22,737,656,915
Subtotal	3,340,793,371,872	2,503,599,992,916
Hospitality and Infrastructure:		
Hotels and Restaurants	293,057,746,657	312,743,171,033
Town Management	201,889,194,894	155,323,914,084
Water and Sewage Treatment	130,432,915,634	113,446,753,049
Recreation and Sports	68,579,335,428	61,136,773,634
Others	27,134,310,000	14,839,940,795
Subtotal	721,093,502,613	657,490,552,595
Property and Portfolio Management:		
Management Fees	306,041,413,531	296,796,672,889
Total Revenues	11,655,041,747,007	6,666,214,436,739

Management fees revenue represents revenue of shopping centers from management services and as manager of REIT. Revenue from asset enhancement represents revenue from rental of the Company's assets. Sales of Mall Kemang amounted to Rp3,371,771,428,571 to Lippo Malls Indonesia Retail Trust, is 28.93% of the consolidated net revenue for the year ended December 31, 2014. There are no sales above 10% of net revenues for the year ended December 31, 2013.

#### 35. Cost of Sales

	2014 Rp	2013 Rp
Urban Development:		
Residential Houses and Shophouses	535,145,354,479	438,825,984,182
Land Lots	317,425,529,524	350,988,649,691
Memorial Park	28,293,223,900	22,268,690,851
Asset Enhancements	1,527,768,265	22,069,287,193
Others	1,993,498,656,624	1,469,127,809
Subtotal	2,875,890,532,792	835,621,739,726

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

	2014	2013
	Rp	Rp
Large Scale Integrated Development:		
Apartments	622,124,714,562	519,825,454,335
Asset Enhancements	1,669,031,205	15,404,837,946
Subtotal	623,793,745,767	535,230,292,281
Retail Malls:	, , ,	, , ,
Asset Enhancements	4,547,897,815	585,721,722
Shopping Centres	2,008,687,932	2,209,281,444
Subtotal	6,556,585,747	2,795,003,166
Healthcare:	0,000,000,111	2,700,000,100
Inpatient Department		
Professional Fees, Salaries and Employee Benefits	653,494,603,737	510,684,826,365
Drugs and Medical Supplies	460,438,028,755	371,705,835,179
Depreciation	118,051,021,086	96,631,001,394
Clinical Supplies	58,631,395,654	51,242,139,072
Food and Beverages	52,502,661,183	44,936,462,301
Referral Fees	24,937,753,143	26,250,164,720
Repair and Maintenance	7,062,956,240	5,156,945,349
Others	60,263,904,065	37,938,101,202
Outpatient Department	00,200,001,000	01,000,101,202
Professional Fees, Salaries and Employee Benefits	453,472,276,368	337,183,777,951
Drugs and Medical Supplies	325,198,839,748	249,571,199,360
Depreciation	68,296,297,893	53,376,441,231
Clinical Supplies	30,969,518,309	23,940,358,038
Referral Fees	30,359,422,835	9,566,483,079
Repair and Maintenance	4,685,683,102	3,644,388,444
Others	40,366,691,953	23,073,928,027
Subtotal	2,388,731,054,071	1,844,902,051,712
		, , ,
Hospitality and Infrastructure:	455 004 050 005	105 155 515 011
Town Management	155,281,378,967	105,457,745,911
Hotels and Restaurants	103,176,883,692	102,284,466,843
Water and Sewage Treatment	53,351,815,750	35,658,712,617
Recreation and Sports	21,433,100,567	19,348,013,593
Others	15,084,850,037	18,608,221,733
Subtotal	348,328,029,013	281,357,160,697
Property and Portfolio Management:		
Management Fees	14,364,162,798	119,665,262,858
Total Cost of Sales	6,257,664,110,188	3,619,571,510,440

Cost of sales Urban Development others mainly cost of sales Mall Kemang (see Note 35).

There are no purchases above 10% of net revenues for each year.

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

# 36. Operating Expenses

	2014 Rp	2013 Rp
Selling Expenses		
Marketing and Advertising	291,407,255,832	200,565,774,870
Salaries and Employee Benefits	120,726,177,370	54,808,606,150
Management Fees	39,478,439,145	55,593,945,917
Repairs and Maintenance	28,891,084,990	25,993,339,754
Depreciation (see Notes 11 and 12)	19,801,798,252	18,595,264,747
Office Supplies	10,840,334,533	10,470,279,401
Transportation and Accommodation	10,176,612,357	7,527,769,723
Electricity and Water	6,830,996,415	5,335,713,741
Rent - Net	4,882,916,682	3,540,493,418
Others (Each Bellow Rp3 billion)	31,705,414,785	11,024,935,738
Total	564,741,030,361	393,456,123,459
General and Administrative Expenses		
Salaries and Employee Benefits	693,661,812,634	505,752,458,343
Rent - Net	148,558,026,776	61,721,498,936
Electricity and Water	143,839,489,020	123,589,146,309
Depreciation (see Note 12)	140,832,187,049	114,291,899,833
Professional Fees	110,168,319,135	64,546,781,928
Transportation and Accommodation	69,224,978,394	71,058,784,662
Office Supplies	43,835,595,928	38,515,470,733
Repairs and Maintenance	39,502,085,721	40,766,369,458
Communication	23,691,652,462	17,521,304,856
Training and Seminar	19,203,991,328	16,808,104,184
Insurance	14,576,720,402	9,324,001,000
Membership and Subscription Fees	11,250,762,690	17,108,665,881
Others (each bellow Rp5 billion)	97,478,891,696	59,770,593,235
Total	1,555,824,513,235	1,140,775,079,358
otal Operating Expenses	2,120,565,543,596	1,534,231,202,817

#### 37. Financial Income (Charges) - Net

	2014 	2013 Rp
Interest Income	64,860,824,565	93,717,333,882
Financial Charges	(149,457,449,406)	(113,508,653,324)
Interest Expense	(37,454,092,961)	(6,920,410,262)
Financial Charges - Net	(122,050,717,802)	(26,711,729,704)

Interest income represents interest income from bank accounts, time deposits and restricted funds (see Notes 3 and 8), Financial charges represent bank charges, using electronic data capture (EDC) machine and interest subsidy on mortgages for houses and apartments (KPR and KPA), while interest expense represents interest on loans (see Notes 19 and 21).

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

#### 38. Other Income (Expenses) - Net

	2014 Rp	2013 Rp
Other Income	<u> </u>	· ·
Increase in Fair Value of Derivative Instruments	214,531,093,095	295,913,516,562
Gain on Foreign Exchange - Net	182,190,664,762	<del></del>
Dividend Income	161,495,745,077	195,033,830,606
Penalties	17,174,121,425	20,818,774,443
Gain on Sale of Property and Equipment	478,562,204	55,530,027,004
Gain on Sale and Leaseback		17,794,458,980
Others - Net	19,575,792,733	
Total Other Income	595,445,979,296	585,090,607,595
Other Expenses		
Amortization Expense	63,467,956,030	50,512,803,804
Loss on Foreign Exchange - Net		33,016,385,991
Others - Net	<u></u>	70,952,792,304
Total Other Expenses	63,467,956,030	154,481,982,099

#### **Dividend Income**

Dividend income represents dividend from LMIR Trust and First REIT by Bridgewater International Ltd., Bowsprit Capital Corporation Ltd., LMIRT Management Ltd. and PT Menara Tirta Indah, all subsidiaries.

#### 39. Basic Earnings Per Share

The calculation of basic earnings per share is as follows:

	2014	2013
Profit for the Years Attributable to Owners of the Parent Company (Rupiah)	2,547,285,310,439	1,228,230,222,876
Weighted Average Number of Common Stocks (Share)	22,771,585,119	22,771,585,119
Basic Earnings per Share (Rupiah)	111.86	53.94

#### 40. Commitments

#### **Operational and Management Agreement**

- On August 20, 2004, the Company entered into an agreement with PT Untaian Rejeki Abadi (URA) whereby the Company will provide technical and marketing services to URA's business property with an area of 10,568 sqm up to May 27, 2034, which can be extended. URA shall pay a certain amount as specified in the agreement.
- On April 9, 2006, PT Lippo Malls Indonesia (LMI), a subsidiary, entered into shopping centers management agreement with their main stockholders to manage, to sell and maintain the shopping centers' facilities. LMI shall receive certain management service fee as stipulated in the agreement. Total management fee earned for the years ended December 31, 2014 and 2013 amounted to Rp75,200,000,000 and Rp65,200,000,000, respectively.

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

- LMIRT Management Ltd (LMIR TM), a subsidiary, entered into an agreement with HSBC Institutional Trust Services (Singapore) Limited, as a trustee of Lippo-Malls Indonesia Retail Trust (LMIR Trust) effective from the listing date of LMIR Trust (November 14, 2007). Based on the agreement, LMIR TM will provide management services to LMIR Trust, among others, investment strategic and investment as well as divestment recommendations. For such services, LMIR TM shall receive certain compensation as stated in the agreement.
- Group entered into several agreements with contractors for the development of their projects. As of December 31, 2014 and 2013 total outstanding commitment amounted to Rp1,630,000,000,000 and Rp969,000,000,000, respectively. Several of unrealized significant contracts as of December 31, 2014 are as follows:

Subsidiaries	Contractor	Contract Value	Unrealized Contract Value
		(Rp billion)	(Rp billion)
PT Lippo Cikarang Tbk	PT Trilogi Surya Wisesa	286	246
PT Lippo Cikarang Tbk	PT Pembangunan Perumahan (Persero) Tbk	211	148
PT Lippo Cikarang Tbk	PT Lampiri - TSW jo	103	92
PT Mandiri Cipta Gemilang	PT Glenindo Citramandiri	159	66
PT Lippo Cikarang Tbk	PT Cipta Sarana Sukses Abadi	92	59
PT Lippo Cikarang Tbk	PT Karta Jaya Santosa	74	58
PT Lippo Cikarang Tbk	PT Utama Tiga Dihardja	68	57
PT Lippo Cikarang Tbk	PT Yesaya Ekasarana	59	44
PT Bimasakti Jaya Abadi	PT Pembangunan Perumahan (Persero) Tbk	137	43
PT Lippo Cikarang Tbk	PT Griya Indah Mitra Sejahtera	56	40
PT Mandiri Cipta Gemilang	PT Pangkal Multikarya	75	29
PT Mandiri Cipta Gemilang	PT Kone Indo Elevator	41	26
PT Mandiri Cipta Gemilang	PT Pembangunan Perumahan (Persero) Tbk	209	23
PT Titian Semesta Raya	PT Pembangunan Perumahan (Persero) Tbk	85	18
		1,655	949

#### b. Rental Agreements

Based on Deeds of Sale and Purchase Agreements Nos. 233, 234, 235, 236, 237, 238, 239, 240, 241, 242, 243, 244, 245, 246, 247, 248, 249, 250, 251, 252, 253 and 254 dated December 11, 2006, all of which were made in the presence of Unita Christina, S.H., a notary in Tangerang, Deeds of Sale and Purchase Agreements Nos. 135, 136, 137, 138, 139, 140, 141, 142 and 143 dated December 11, 2006, all of which were made in the presence of Rusdi Muljono, S.H., a notary in Surabaya; and Deed of Sale and Purchase Agreement No. 41 dated December 11, 2006, which was made in the presence of Wenda Taurusita Amidjaja, S.H., a notary in Jakarta, the Company and PT Prudential Hotel Development, a subsidiary, transferred the land and building of their 3 hospitals and 1 hotel to PT Karya Sentra Sejahtera (KSS), PT Graha Indah Pratama (GIP), PT Tata Prima Indah (TPI) and PT Sentra Dinamika Perkasa (SDP) which are owned 100% directly by Lovage International Pte. Ltd., Henley Investments Pte. Ltd., Primerich Investment Pte. Ltd. and Got Pte. Ltd., whereas those Companies were owned by First Real Estate Investment Trust (First REIT). Based on rental agreement of Allen & Gledhill Advocates & Solicitors dated October 23, 2006, the Company entered into rental and management agreement of certain assets which have been transferred aforesaid, with KSS, GIP, TPI and SDP for 15 years. According to the agreement, the Company shall pay certain amount as stipulated in the agreement.

Sale and lease-back transaction above meets the classification of operating lease and the transaction price is above its fair value, then the difference is recognized as deferred gain (see Note 26).

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

> Rental expense of sale and lease-back transaction for the years ended December 31, 2014 and 2013 amounted to Rp162,545,243,043 and Rp158,725,493,560, respectively.

On December 31, 2010, based on Deed of Sale and Purchase Agreement No. 146/2010, PT East Jakarta Medika (EJM), a subsidiary, sold the land and building of Siloam Cikarang Hospital (the Property) to PT Graha Pilar Sejahtera (GPS), a wholly owned subsidiary of First REIT at the selling price of SGD 33,333,333 and leased back the Property.

Based on the rental agreement of Allen & Gledhill Advocates & Solicitors dated November 8, 2010. EJM, which received novation from the Company on October 10, 2011, entered into a lease agreement with GPS for 15 years. Based on the agreement, EJM shall pay rental fee which consist base rent and variable rent. Base rent was determined in the first year and will be adjusted subsequently, while variable rent will be commenced in the second year based on certain precentage of gross revenue. Rental expense will be paid quarterly. Any late payment will be subject to 2% penalty plus average lending rate of 3 banks in Singapore.

As this sale and leaseback transaction met the classification of operating lease and the transaction price was above its fair value, the difference was recognized as deferred gain (see Note 26).

Rental expense of sale and lease-back transaction for the years ended December 31, 2014 and 2013 amounted to Rp19,376,430,554 and Rp17,299,866,398, respectively.

Based on the rental agreement of Allen & Gledhill Advocates & Solicitors dated November 8, 2010, the Company entered into a lease agreement with PT Primatama Cemerlang (PC), the owner of land and building of "Mochtar Riady Comprehensive Cancer Centre" for 15 years. PC is wholly owned by First REIT. The Company shall pay certain amount as stipulated in the agreement.

Rental expense for the years ended December 31, 2014 and 2013 amounted to Rp134,767,174,483 and Rp128,667,577,185, respectively.

On January 7, 2012, PT Siloam International Hospitals Tbk (SIH) entered into a lease agreement of building of Siloam Hospital Palembang (Siloam Sriwijaya) with PT Palembangparagon Mall (PM). This agreement is valid for 10 years since the grand opening of the hospital and include a rental free period (grace period) for 3 (three) months after the grand opening of the hospital.

Based on the agreement, Siloam Sriwijaya shall pay a rental fee amounted to Rp3,000,000,000 and increase by Rp500,000,000 in every three years, which will be paid in advance for each period, not later than 10 (ten) day of 1 (first) month of lease period.

On October 5, 2012, PM entered into transfer of property ownership agreement with PT Karya Pratama Bisma, thus, Siloam Sriwijaya accept the novation of lease ownership. This Agreement does not change the terms of the previous lease agreement.

On January 2, 2014, PT RS Siloam Hospital Sumsel entered into a lease agreement of building of Siloam Hospital Palembang (Siloam Sriwijaya) with PT Bisma Pratama Karya. This agreement is valid for 15 years since the business license of the hospital. Business license Siloam Sriwijaya is dated November 6, 2013 an will be expired in one year. Rental expense will be paid quarterly

For the years ended December 31, 2014, rent expense amonted to Rp2,024,955,226.

Based on the rental agreement of Allen & Gledhill Advocates & Solicitors dated September 21, 2012, the Company entered into a lease agreement with PT Menara Abadi Megah (MAM), the owner of land and building of "Hotel Aryaduta and Rumah Sakit Siloam Manado" for 15 years. The Company shall pay certain amount as stipulated in the agreement.

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

> Rental expense for the years ended December 31, 2014 and 2013 amounted to Rp58,800,000,000, respectively.

Based on the Deed of Sale and Purchase Agreement No. 091/2012, dated November 30, 2012, made in the presences of Maria Josefina Grace Kawi Tandiari S.H., a Notary in Makassar, PT Siloam Karya Sejahtera (SKS), a subsidiary, sold the land and buildings Siloam Hospitals Makassar (the property) to PT Bayutama Sukses (BS), where BS is a subsidiary owned 100% by First REIT. The selling price of the property amounted to Rp467,287,558,000 and the property is leased back.

Based on the rental agreement of Allen & Gledhill Advocates & Solicitors dated September 21, 2012, the Company entered into a lease agreement for 15 years. The Company shall pay certain amount as stipulated in the agreement.

Sale and lease-back transaction above meets the classification of an operating lease and the transaction price is above its fair value, then the difference is recognized as deferred gain (see Note 26).

Rental expense of sale and lease-back transaction above for the years ended December 31, 2014 and 2013 amounted to Rp40,250,000,000, respectively.

Based on Deed of Sale and Purchase Agreement Nos. 25/2013, 26/2013, 27/2013, 28/2013, 29/2013, 30/2013, and 31/2013 which are all dated May 13, 2013, made in the presence of Ambo Enre, S.H., a notary in Badung, PT Buana Mandiri Selaras (BMS), a subsidiary, sold the land and buildings of Siloam Hospitals Bali (the property) to PT Dasa Graha Jaya (DGJ), where DGJ is a subsidiary owned 100% by First REIT. The selling price of the property amounted to Rp731,641,420,610 and the property is leased back.

Based on lease agreement made by Allen & Gledhill Advocates & Solicitors dated March 26, 2013, the Company entered into a lease agreement for 15 years. The Company will pay a certain amount as stipulated in the agreement.

Sale and lease back transaction above meets the classification of operating lease and the transaction price is above its fair value, then the diffrence is recognized as deferred gain (see Note 26).

Rental expense of sale and lease-back transaction for the year ended December 31, 2014 and 2013 amounted to Rp75,504,000,000 and Rp47,805,521,739.

Based on lease agreement made by Allen & Gledhill Advocates & Solicitors dated March 26, 2013, The Company entered into a lease agreement with PT Perisai Dunia Sejahtera (PDS), the owner of the land and buildings of "TB Simatupang Siloam Hospitals" for 15 years. The Company will pay a certain amount as stipulated in the agreement.

Rental expense of sale and lease-back transaction above for the year ended December 31, 2014 and 2013 amounted to Rp72,228,000,000 and Rp43,964,869,565, respectilvely.

In Februari 2005, PT Diagram Healthcare Indonesia (DHI), a subsidiary, entered into a lease agreement on hospital building of Siloam Hospitals Cinere with PT Anadi Sarana Tatahusada. This agreement is valid for 13 years with total rental amount of Rp12,000,000,000.

Rental expense for the year ended December 31, 2014 and 2013 amounted to Rp1,272,895,508 and Rp1,039,562,172, respectively.

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

> On May 28, 2014, PT Berlian Cahaya Indah, a subsidiary, entered into a lease agreement on building of Siloam Hospital Purwakarta with PT Metropolis Propertindo Utama. This agreement is valid for 15 years from the date of issuance of the business license of Siloam Purwakarta. Business license Siloam Purwakarta is dated May 14, 2014 an will be expired in one year. Rental expense will be paid quarterly

For the year ended December 31, 2014, rent expense is nil.

#### Master Agreement between PT Siloam International Hospitals Tbk (SIH), a subsidiary, with PT Metropolis Propertindo Utama (MPU)

On April 30, 2013, SIH entered into a preliminary agreement with MPU which include:

- Sale and purchase of shares of Siloam Hospitals Malang, Siloam Hospitals Salemba and Siloam Hospitals Surabaya Sea Master;
- Right to build properties that will be used as Siloam Hospitals Padang, Siloam Hospitals Bangka Belitung, Siloam Hospitals Semarang Srondol, Siloam Hospitals Bogor Internusa, Siloam Hospitals Jember, Siloam Hospitals Bluemall Bekasi, Siloam Hospitals Bekasi Grand Mall, Siloam Hospitals MT Haryono, Siloam Hospitals Salemba and Siloam Hospitals Lampung;
- The right to operate and manage Siloam Hospitals Kupang;
- Property lease agreement that will be used as Siloam Hospitals Surabaya Sea Master, Siloam Hospitals Pluit and Siloam Hospitals Cempaka Putih: and
- The agreement to offer certain property to be operated as Siloam Hospitals Purwakarta, Siloam Hospitals Ambon, Siloam Hospitals Lubuk Linggau, Siloam Hospitals Manado Kairagi, Siloam Hospitals Serang and Siloam Hospitals Pekanbaru.

#### Hedging Facility Agreements on Bonds denominated of U.S. Dollar

- On May 29, 2012, the Company entered into Non-Deliverable USD Call Spread Option facility with Morgan Stanley & Co, amounting to USD 50,000,000 for spread between Rp9,500 and Rp11,500 with an annual premium rate of 1.26% from notional amount. Premium will be paid every May 16 and November 16. This facility will due on May 16, 2019. As of December 31, 2014, the fair value of this facility amounted to USD6,620,334 (equivalent Rp82,356,950,691).
- On May 29, 2012, the Company entered into Non-Deliverable USD Call Spread Option facility with Deutsche Bank, Singapore branch, amounting to USD 50,000,000 for spread between Rp9,500 and Rp11,500 with an annual premium rate of 1.26% from notional amount. Premium will be paid every May 16 and November 16. This facility will due on May 16, 2019. As of December 31, 2014, the fair value of this facility amounted to USD6,748,840 (equivalent Rp83,955,572,659).
- On June 5, 2012, the Company entered into Non-Deliverable USD Call Spread Option facility with J.P Morgan (S.E.A) Limited, Singapore branch, amounting to USD25,000,000 for spread between Rp9,500 and Rp11,500 with an annual premium rate of 1.18% from notional amount. Premium will be paid every May 16 and November 16. This facility will due on May 16, 2019. As of December 31, 2014, the fair value of this facility amounted to USD3,796,656 (equivalent Rp47,230,401,368).
- On June 26, 2012, the Company entered into Non-Deliverable USD Call Spread Option facility with Nomura International plc, United Kingdom branch, amounting to USD 25,000,000 for spread between Rp9,500 and Rp11,500 with an annual premium rate of 1.125% from notional amount. Premium will be paid every May 16 and November 16. This facility will due on May 16, 2019. As of December 31, 2014, the fair value of this facility amounted to USD3,434,084 (equivalent Rp42,720,003,672).

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- On October 29, 2012, the Company entered into Non-Deliverable USD Call Spread Option facility with BNP Paribas, Singapore branch, amounting to USD 115,000,000 for spread between Rp9,500 and Rp11,500 with an annual premium rate of 0.69% from notional amount. Premium will be paid every May 16 and November 16. This facility will due on November 16, 2020. As of December 31, 2014, the fair value of this facility amounted to USD17,306,958 (equivalent Rp215,298,559,904).
- On October 29, 2012, the Company entered into Non-Deliverable USD Call Spread Option facility with J.P Morgan (S.E.A) Limited, Singapore branch, amounting to USD 140,000,000 for spread between Rp9,500 and Rp11,500 with an annual premium rate of 0.69% from notional amount. Premium will be paid every May 14 and November 14. This facility will due on November 14, 2020. As of December 31, 2014, the fair value of this facility amounted to USD21,866,546 (equivalent Rp272,019,833,836).
- On November 8, 2012, the Company entered into Non-Deliverable USD Call Spread Option facility with Morgan Stanley & Co, United Kingdom branch, amounting to USD 21,000,000 for spread between Rp9,500 and Rp11,500 with an annual premium rate of 0.685% from notional amount. Premium will be paid every May 14 and November 14. This facility will due on November 14, 2020. As of December 31, 2014, the fair value of this facility amounted to USD2,766,285 (equivalent Rp34.412.589.717).
- On January 15, 2013, the Company entered into Non-Deliverable USD Call Spread Option facility with Morgan Stanley & Co, United Kingdom branch, amounting to USD 97,000,000 for spread between Rp9,500 and Rp11,500 with an annual premium rate of 0.525% from notional amount. Premium will be paid every May 14 and November 14. This facility will due on November 14, 2020. As of December 31, 2014, the fair value of this facility amounted to USD13,513,478 (equivalent Rp168,107,661,338).
- On January 25, 2013, the Company entered into Non-Deliverable USD Call Spread Option facility with Nomura International plc, United Kingdom branch, amounting to USD 50,000,000 for spread between Rp9,500 and Rp11,500 with an annual premium rate of 1.440% from notional amount. Premium will be paid every May 16 and November 16. This facility will due on May 16, 2019. As of December 31, 2014, the fair value of this facility amounted to USD6,289,888 (equivalent Rp78,246,208,487).
- On January 25, 2013, the Company entered into Non-Deliverable USD Call Spread Option facility with BNP Paribas, Singapore branch, amounting to USD 30,000,000 for spread between Rp9,500 and Rp11,500 with an annual premium rate of 1.075% from notional amount. Premium will be paid every May 16 and November 16. This facility will due on November 16, 2020. As of December 31, 2014, the fair value of this facility amounted to USD3,966,780 (equivalent Rp49,346,739,784).
- On January 28, 2013, the Company entered into Non-Deliverable USD Call Spread Option facility with J.P Morgan (S.E.A) Limited, Singapore branch, amounting to USD 25,000,000 for spread between Rp9,500 and Rp11,500 with an annual premium rate of 1.429% from notional amount. Premium will be paid every May 16 and November 16. This facility will due on May 16, 2019. As of December 31, 2014, the fair value of this facility amounted to USD3,568,098 (equivalent Rp44,387,138,010).
- On January 28, 2013, the Company entered into Non-Deliverable USD Call Spread Option facility with Deutsche Bank, Singapore branch, amounting to USD 25,000,000 for spread between Rp9,500 and Rp11,500 with an annual premium rate of 1.450% from notional amount. Premium will be paid every May 16 and November 16. This facility will due on May 16, 2019. As of December 31, 2014, the fair value of this facility amounted to USD3,200,018 (equivalent Rp39,808,227,944).

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

- On September 26, 2013, the Company entered into Non-Deliverable USD Call Spread Option facility with Deutsche Bank, Singapore branch, amounting to USD 50,000,000 for spread between Rp11,500 and Rp12,500 with an annual premium rate between 0.83% from notional amount. Premium will be paid every May 16 and November 16. This facility will due on May 16, 2019. As of December 31, 2014, the fair value of this derivative instruments amounted to USD3,055,060 (equivalent Rp38,004,948,727).
- On September 26, 2013, the Company entered into Non-Deliverable USD Call Spread Option facility with BNP Paribas Singapore branch, amounting to USD 100,000,000 for spread between Rp11,500 and Rp12,500 with an annual premium rate between 0.80% from notional amount. Premium will be paid every May 16 and November 16. This facility will due on May 16, 2019. As of December 31, 2014, the fair value of this derivative instruments amounted to USD6,881,160 (equivalent Rp85,601,629,264).
- On September 26, 2013, the Company entered into Non-Deliverable USD Call Spread Option facility with Nomura International plc, British branch, amounting to USD 50,000,000 for spread between Rp11,500 and Rp12,500 with an annual premium rate between 0.83% from notional amount. Premium will be paid every May 16 and November 16. This facility will due on May 16, 2019. As of December 31, 2014, the fair value of this derivative instruments amounted to USD2,779,689 (equivalent Rp34,579,330,224).
- On September 27, 2013, the Company entered into Non-Deliverable USD Call Spread Option facility with J.P Morgan (S.E.A) Limited, Singapore branch, amounting to USD 50,000,000 for spread option between Rp11,500 and Rp12,500 with an annual premium rate between 0.83% from notional amount. Premium will be paid every May 16 and November 16. This facility will due on May 16, 2019. As of December 31, 2014, the fair value of this derivative instruments amounted to USD3,569,087 (equivalent Rp44,399,436,600).
- On October 1, 2013, the Company entered into Non-Deliverable USD Call Spread Option facility with Deutsche Bank, Singapore branch, amounting to USD 75,000,000 for spread between Rp11,500 and Rp12,500 with an annual premium rate between 0.70% from notional amount. Premium will be paid every May 16 and November 16. This facility will due on Nopember 16, 2020. As of December 31, 2014, the fair value of this derivative instruments amounted to USD4,037,071 (equivalent Rp50,221,161,865).
- On October 1, 2013, the Company entered into Non-Deliverable USD Call Spread Option facility with BNP Paribas Singapore branch, amounting to USD 63,000,000 for spread between Rp11,500 and Rp12,500 with an annual premium rate between 0.695% from notional amount. Premium will be paid every May 16 and November 16. This facility will due on Nopember 16, 2020. As of December 31, 2014, the fair value of this derivative instruments amounted to sebesar USD4,573,106 (equivalent Rp56.889.434.413).
- On October 1, 2013, the Company entered into Non-Deliverable USD Call Spread Option facility with Nomura International plc, British branch, amounting to USD 75,000,000 for spread between Rp11.500 and Rp12.500 with an annual premium rate between 0.70% from notional amount. Premium will be paid every May 16 and November 16. This facility will due on Nopember 16, 2020. As of December 31, 2014, the fair value of this derivative instruments amounted to USD3,396,974 (equivalent Rp42,258,361,930).
- On October 1, 2013, the Company entered into Non-Deliverable USD Call Spread Option facility with J.P Morgan (S.E.A) Limited, Singapore branch, amounting to USD140,000,000 for spread option between Rp11,500 and Rp12,500 with an annual premium rate between 0.695% from notional amount. Premium will be paid every May 16 and November 16. This facility will due on Nopember 16, 2020. As of December 31, 2014, the fair value of this derivative instruments amounted to USD10.428,192 (equivalent Rp129,726,711,752).

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

- On October 1, 2013, the Company entered into Non-Deliverable USD Call Spread Option facility with Morgan Stanley & Co International Plc, British branch, amounting to USD50,000,000 for spread between Rp11,500 and Rp12,500 with an annual premium rate between 0.70% from notional amount. Premium will be paid every May 16 and November 16. This facility will due on Nopember 16, 2020. As of December 31, 2014, the fair value of this derivative instruments amounted to USD2,312,064 (ekuivalen Rp28,762,078,319).
- On April 24, 2014, the Company entered into Non-Deliverable USD Call Spread Option facility with Nomura International Plc, British branch, amounting to USD50,000,000 for spread between Rp11,500 and Rp12,500 with an annual premium rate 1.20% from notional amount. Premium will be paid every April 11 and October 11. This facility will due on April 11, 2022. As of December 31, 2014, the fair value of this derivative instruments amounted to USD2,346,903 (equivalent Rp29,195,471,030).
- On May 5, 2014, the Company entered into Non-Deliverable USD Call Spread Option facility with BNP Paribas, Singapore branch, amounting to USD50,000,000 for spread between Rp11,500 and Rp13,500 with an annual premium rate 1.14% from notional amount. Premium will be paid every April 11 and October 11. This facility will due on April 11, 2022. As of December 31, 2014, the fair value of this derivative instruments amounted to USD4,166,989 (equivalent Rp51,837,338,054).
- On May 5, 2014, the Company entered into Non-Deliverable USD Call Spread Option facility with Deutsche Bank, Singapore branch, amounting to USD50,000,000 for spread between Rp11,500 and Rp13,500 with an annual premium rate 1.205% from notional amount. Premium will be paid every April 11 and October 11. This facility will due on April 11, 2022. As of December 31, 2014, the fair value of this derivative instruments amounted to USD3,077,695 (equivalent Rp38,286,523,699).

#### e. Bank Loan Facility Agreement

Based on Deed of Loan Agreement No. 86 dated October 20, 2010 made in the presence of Mellyani Noor Shandra, S.H., a notary in Jakarta, and has been renewed several times and the latest on December 18, 2013 through the extension of credit agreement No: 144/ICBC-MK/PTD1/X/2011/P4, PT Lippo Cikarang Tbk, a subsidiary, obtained Fixed Loan facility on Demand from PT Bank ICBC Indonesia amounted maximum of Rp30,000,000,000 at the rate of 12% per year. This loan can be used for working capital purposes and will mature on October 25, 2015.

Loans secured by collateral of a piece land of 38,901 sqm and 85,180 sqm, with the Land Right (HGB) No. 178/Sukaresmi and No. 56/Sukaresmi, both registered under the name of PT Waska Sentana, a subsidiary (see Note 6).

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

# 41. Segment Information

				2014 (In Thous	and Runiah)			
	Urban Development	Large Scale Integrated	Retail Malls	Healthcare	Property and Portfolio	Hospitality and	Elimination	Consolidated
	D.	Development	D	D.	Management	Infrastructure		D
Revenues	Rp 5,689,566,486	<b>Rp</b> 1,335,354,019	Rp 306,816,782	Rp 3,340,793,372	Rp 306,041,414	Rp 721,093,503	(44,623,828)	<b>Rp</b> 11,655,041,747
Gross Profit		711,560,273					<del></del> :	
	2,813,675,953	(87,676,651)	300,260,196	952,062,318 (27,260,696)	291,677,251	372,765,474 (23,949,786)	(44,623,828) 9,789,780	5,397,377,637
Selling Expenses General and Administrative Expenses	(290,456,311) (475,376,196)	(81,013,632)	(67,346,631) (30,497,805)	(756,686,409)	(77,840,735) (111,967,707)	(135,116,812)	34,834,048	(564,741,030) (1,555,824,513)
Interest Income	60,848,535	16,262,176	1,677,702	15,432,527	266,783	1,391,204	(31,018,102)	64,860,825
Interest Expenses	(152,157,551)	(6,186,531)	(647,750)	(55,779,008)	(47,495)	(3,111,310)	31,018,102	(186,911,542)
Other Income (Expenses) - Net	539,736,109	4,445,740	(5,285,747)	(34,262,796)	43,757,572	(16,412,856)		531,978,023
Share in the Profit of Associates  Profit Before Tax	929,482 <b>2,497,200,020</b>	557,391,375	198,159,965	93,505,937	145,845,669	7,309,661 <b>202,875,575</b>	<del></del> -	8,239,143 3,694,978,541
Tax Benefit (Expense)	_,,,	,,	,,	,,	, ,	,_,		2,223,212,21
Current	(387,043,255)	(67,652,312)	(27,320,457)	(35,729,809)	(24,062,789)	(18,239,470)	-	(560,048,092)
Deferred	(5,873,894)	<u>-</u> _	(1,286,378)	1,930,645	(480,376)	5,995,463		285,460
Profit for the Year	2,104,282,872	489,739,063	169,553,130	59,706,773	121,302,504	190,631,567		3,135,215,909
Profit for the year attributable to:	4 527 550 000	400 500 447	400 000 004	CO FCO 000	404 040 770	400 024 507		0 547 005 000
Owner of the Parent Company Non-Controlling Interest	1,537,552,209 566,730,663	466,592,147 23,146,916	168,623,684 929,446	62,568,929 (2,862,156)	121,316,773 (14,269)	190,631,567	-	2,547,285,309 587,930,600
	2,104,282,872	489,739,063	169,553,130	59,706,773	121,302,504	190,631,567		3,135,215,909
Segment Assets	22.590.151.301	8,010,801,081	2,125,591,618	2,842,743,551	1,368,658,094	699,991,286		37,637,936,932
Investment in Associates	121,640,349		2,123,331,010	2,042,743,331		1,643,413	_	123,283,762
Total Assets	22,711,791,650	8,010,801,081	2,125,591,618	2,842,743,551	1,368,658,094	701,634,699		37,761,220,694
Segment Liabilities	(14,318,710,549)	(4,238,691,606)	(503,842,378)	(774,603,292)	(58,214,624)	(220,709,202)		(20,114,771,650)
Capital Expenditures	143,112,204	57,105,930	60,848,059	331,304,899	20,369,690	33,729,051		646,469,833
Depreciation Non-Cash Expenses Other than	36,554,786	6,130,322	3,450,408	267,121,643	1,603,652	40,165,306	-	355,026,116
Depreciation	87,997,589	3,099,438	171,264	57,245,891	5,764,942	96,313		154,375,437
				2013 (In Thou	sand Rupiah)			
	Urban	Large Scale	Retail	Healthcare	Property and	Hospitality	Elimination	Consolidated
	Urban Development	Integrated	Retail Malls	'	Property and Portfolio	and	Elimination	Consolidated
	Development	Integrated Development	Malls	Healthcare	Property and Portfolio Management	and Infrastructure	Elimination	
Revenues		Integrated		'	Property and Portfolio	and	Elimination (13,211,175)	Rp 6,666,214,437
Revenues Gross Profit	Development Rp	Integrated Development Rp	Malls Rp	Healthcare Rp	Property and Portfolio Management Rp	and Infrastructure Rp	(13,211,175)	<b>Rp</b> 6,666,214,437
	Rp 1,896,918,510	Integrated Development Rp 1,122,795,229	Malls  Rp  201,824,654	Rp 2,503,599,993	Property and Portfolio Management Rp 296,796,673	and Infrastructure Rp 657,490,553		Rp
Gross Profit	Rp 1,896,918,510 1,061,296,772	Integrated Development Rp 1,122,795,229 587,564,936	Malls  Rp  201,824,654  199,029,650	Rp 2,503,599,993 658,697,941	Property and Portfolio Management Rp 296,796,673	and Infrastructure Rp 657,490,553 376,133,392	(13,211,175)	Rp 6,666,214,437 3,046,642,926
Gross Profit Selling Expenses General and Administrative Expenses Interest Income	Rp 1,896,918,510 1,061,296,772 (179,925,521) (351,231,316) 67,652,706	Integrated Development Rp 1,122,795,229 587,564,936 (72,604,598) (40,952,349) 6,379,030	Rp 201,824,654 199,029,650 (58,412,914) (12,396,741) 1,380,819	Rp 2,503,599,993 658,697,941 (25,749,454) (557,015,511) 12,021,434	Property and Portfolio Management Rp 296,796,673 177,131,410 (1,698,380) (98,940,891) 5,403,439	and Infrastructure Rp 657,490,553 376,133,392 (9,086,947) (139,427,756) 879,906	(13,211,175) (13,211,175) 6,541,217	Rp 6,666,214,437 3,046,642,926 (340,936,597) (1,193,294,606) 93,717,334
Gross Profit Selling Expenses General and Administrative Expenses Interest Income Interest Expenses	Rp 1,896,918,510 1,061,296,772 (179,925,521) (351,231,316) 67,652,706 (79,046,283)	Integrated Development Rp 1,122,795,229 587,564,936 (72,604,598) (40,952,349) 6,379,030 (14,654,324)	Malls  Rp  201,824,654  199,029,650 (58,412,914) (12,396,741) 1,380,819 (161,888)	Rp 2,503,599,993 658,697,941 (25,749,454) (557,015,511) 12,021,434 (18,945,083)	Property and Portfolio Management Rp 296,796,673 177,131,410 (1,698,380) (98,940,891) 5,403,439 (4,525,265)	and Infrastructure Rp 657,490,553 376,133,392 (9,086,947) (139,427,756) 879,906 (3,096,221)	(13,211,175) (13,211,175) 6,541,217 6,669,958	Rp 6,666,214,437 3,046,642,926 (340,936,597) (1,193,294,606) 93,717,334 (120,429,064)
Gross Profit Selling Expenses General and Administrative Expenses Interest Income Interest Expenses Other Income (Expenses) - Net	Rp 1,896,918,510 1,061,296,772 (179,925,521) (351,231,316) 67,652,706 (79,046,283) 371,678,765	Integrated Development Rp 1,122,795,229 587,564,936 (72,604,598) (40,952,349) 6,379,030	Rp 201,824,654 199,029,650 (58,412,914) (12,396,741) 1,380,819	Rp 2,503,599,993 658,697,941 (25,749,454) (557,015,511) 12,021,434	Property and Portfolio Management Rp 296,796,673 177,131,410 (1,698,380) (98,940,891) 5,403,439	and Infrastructure Rp 657,490,553 376,133,392 (9,086,947) (139,427,756) 879,906 (3,096,221) (28,440,906)	(13,211,175) (13,211,175) 6,541,217 6,669,958	Rp 6,666,214,437 3,046,642,926 (340,936,597) (1,193,294,606) 93,717,334 (120,429,064) 430,608,625
Gross Profit Selling Expenses General and Administrative Expenses Interest Income Interest Expenses	Rp 1,896,918,510 1,061,296,772 (179,925,521) (351,231,316) 67,652,706 (79,046,283)	Integrated Development Rp 1,122,795,229 587,564,936 (72,604,598) (40,952,349) 6,379,030 (14,654,324)	Malls  Rp  201,824,654  199,029,650 (58,412,914) (12,396,741) 1,380,819 (161,888)	Rp 2,503,599,993 658,697,941 (25,749,454) (557,015,511) 12,021,434 (18,945,083)	Property and Portfolio Management Rp 296,796,673 177,131,410 (1,698,380) (98,940,891) 5,403,439 (4,525,265)	and Infrastructure Rp 657,490,553 376,133,392 (9,086,947) (139,427,756) 879,906 (3,096,221)	(13,211,175) (13,211,175) 6,541,217 6,669,958	Rp 6,666,214,437 3,046,642,926 (340,936,597) (1,193,294,606) 93,717,334 (120,429,064)
Gross Profit Selling Expenses General and Administrative Expenses Interest Income Interest Expenses Other Income (Expenses) - Net Share in the Profit of Associates	Rp 1,896,918,510 1,061,296,772 (179,925,521) (351,231,316) 67,652,706 (79,046,283) 371,678,765 (16,871,528)	Integrated Development Rp 1,122,795,229 587,564,936 (72,604,598) (40,952,349) 6,379,030 (14,654,324) 27,511,124	Malls  Rp  201,824,654  199,029,650 (58,412,914) (12,396,741) 1,380,819 (161,888) 31,516,033	Rp 2,503,599,993 658,697,941 (25,749,454) (557,015,511) 12,021,434 (18,945,083) 2,751,821	Property and Portfolio Management Rp 296,796,673 177,131,410 (1,698,380) (98,940,891) 5,403,439 (4,525,265) 25,591,788	and Infrastructure Rp 657,490,553 376,133,392 (9,086,947) (139,427,756) 879,906 (3,096,221) (28,440,906) 25,393,136	(13,211,175) (13,211,175) 6,541,217 6,669,958 	Rp 6,666,214,437 3,046,642,926 (340,936,597) (1,193,294,606) 93,717,334 (120,429,064) 430,608,625 8,521,608
Gross Profit Selling Expenses General and Administrative Expenses Interest Income Interest Expenses Other Income (Expenses) - Net Share in the Profit of Associates Profit Before Tax	Rp 1,896,918,510 1,061,296,772 (179,925,521) (351,231,316) 67,652,706 (79,046,283) 371,678,765 (16,871,528)	Integrated Development Rp 1,122,795,229 587,564,936 (72,604,598) (40,952,349) 6,379,030 (14,654,324) 27,511,124	Malls  Rp  201,824,654  199,029,650 (58,412,914) (12,396,741) 1,380,819 (161,888) 31,516,033	Rp 2,503,599,993 658,697,941 (25,749,454) (557,015,511) 12,021,434 (18,945,083) 2,751,821	Property and Portfolio Management Rp 296,796,673 177,131,410 (1,698,380) (98,940,891) 5,403,439 (4,525,265) 25,591,788	and Infrastructure Rp 657,490,553 376,133,392 (9,086,947) (139,427,756) 879,906 (3,096,221) (28,440,906) 25,393,136	(13,211,175) (13,211,175) 6,541,217 6,669,958 	Rp 6,666,214,437 3,046,642,926 (340,936,597) (1,193,294,606) 93,717,334 (120,429,064) 430,608,625 8,521,608
Gross Profit Selling Expenses General and Administrative Expenses Interest Income Interest Expenses Other Income (Expenses) - Net Share in the Profit of Associates Profit Before Tax Tax Benefit (Expense) Current Deferred	Rp  1,896,918,510  1,061,296,772 (179,925,521) (351,231,316) 67,652,706 (79,046,283) 371,678,765 (16,871,528) 873,553,595  (179,575,202) (19,947,474)	Integrated Development Rp 1,122,795,229 587,564,936 (72,604,598) (40,952,349) 6,379,030 (14,654,324) 27,511,124 	Malls  Rp  201.824,654  199,029,650 (58,412,914) (12,396,741) 1,380,819 (161,888) 31,516,033 160,954,959 (18,407,151)	Rp 2,503,599,993 658,697,941 (25,749,454) (557,015,511) 12,021,434 (18,945,083) 2,751,821 71,761,148 (24,241,975) 2,673,314	Property and Portfolio Management Rp 296,796,673 177,131,410 (1,698,380) (98,940,891) 5,403,439 (4,525,265) 25,591,788 102,962,101 (17,546,085) (848,426)	and Infrastructure Rp 657,490,553 376,133,392 (9,086,947) (139,427,756) 879,906 (3,096,221) (28,440,906) 25,393,136 222,354,604 (9,080,374) (7,968,498)	(13,211,175) (13,211,175) 6,541,217 6,669,958   	Rp 6,666,214,437 3,046,642,926 (340,936,597) (1,193,294,606) 93,717,334 (120,429,064) 430,608,625 8,521,608 1,924,830,227 (306,247,928) (26,091,084)
Gross Profit Selling Expenses General and Administrative Expenses Interest Income Interest Expenses Other Income (Expenses) - Net Share in the Profit of Associates Profit Before Tax Tax Benefit (Expense) Current	Rp  1,896,918,510  1,061,296,772 (179,925,521) (351,231,316) 67,652,706 (79,046,283) 371,678,765 (16,871,528) 873,553,595	Integrated Development Rp 1,122,795,229 587,564,936 (72,604,598) (40,952,349) 6,379,030 (14,654,324) 27,511,124 	Malls  Rp  201,824,654  199,029,650 (58,412,914) (12,396,741) 1,380,819 (161,888) 31,516,033 160,954,959	Rp 2,503,599,993 658,697,941 (25,749,454) (557,015,511) 12,021,434 (18,945,083) 2,751,821 71,761,148	Property and Portfolio Management Rp 296,796,673 177,131,410 (1,698,380) (98,940,891) 5,403,439 (4,525,265) 25,591,788  102,962,101 (17,546,085)	and Infrastructure Rp 657,490,553 376,133,392 (9,086,947) (139,427,756) 879,906 (3,096,221) (28,440,906) 25,393,136 222,354,604 (9,080,374)	(13,211,175) (13,211,175) 6,541,217 6,669,958 	Rp 6,666,214,437 3,046,642,926 (340,936,597) (1,193,294,606) 93,717,334 (120,429,064) 430,608,625 8,521,608 1,924,830,227 (306,247,928)
Gross Profit Selling Expenses General and Administrative Expenses Interest Income Interest Expenses Other Income (Expenses) - Net Share in the Profit of Associates Profit Before Tax Tax Benefit (Expense) Current Deferred Profit for the Year Profit for the year attributable to:	Rp  1,896,918,510  1,061,296,772 (179,925,521) (351,231,316) 67,652,706 (79,046,283) 371,678,765 (16,871,528) 873,553,595  (179,575,202) (19,947,474) 674,030,919	Integrated Development Rp  1,122,795,229  587,564,936 (72,604,598) (40,952,349) 6,379,030 (14,654,324) 27,511,124 493,243,819  (57,397,141) 435,846,678	Malls  Rp  201,824,654  199,029,650 (58,412,914) (12,396,741) 1,380,819 (161,888) 31,516,033 160,954,959 (18,407,151) 142,547,808	Rp 2,503,599,993 658,697,941 (25,749,454) (557,015,511) 12,021,434 (18,945,083) 2,751,821 71,761,148 (24,241,975) 2,673,314 50,192,487	Property and Portfolio Management Rp 296,796,673 177,131,410 (1,698,380) (98,940,891) 5,403,439 (4,525,265) 25,591,788 102,962,101 (17,546,085) (848,426) 84,567,590	and Infrastructure Rp 657,490,553 376,133,392 (9,086,947) (139,427,756) 879,906 (3,096,221) (28,440,906) 25,393,136 222,354,604 (9,080,374) (7,968,498) 205,305,732	(13,211,175) (13,211,175) 6,541,217 6,669,958    	Rp 6,666,214,437 3,046,642,926 (340,936,597) (1,193,294,606) 93,717,334 (120,429,064) 430,608,625 8,521,608 1,924,830,227 (306,247,928) (26,091,084) 1,592,491,215
Gross Profit Selling Expenses General and Administrative Expenses Interest Income Interest Expenses Other Income (Expenses) - Net Share in the Profit of Associates Profit Before Tax Tax Benefit (Expense) Current Deferred Profit for the Year Profit for the year attributable to: Owner of the Parent Company	Rp  1,896,918,510  1,061,296,772 (179,925,521) (351,231,316) 67,652,706 (79,046,283) 371,678,765 (16,871,528) 873,553,595  (179,575,202) (19,947,474) 674,030,919  332,690,777	Integrated Development Rp  1.122.795.229  587,564,936 (72,604,598) (40,952,349) 6,379,030 (14,654,324) 27,511,124 493,243,819  (57,397,141) 435,846,678  415,499,510	Rp 201,824,654 199,029,650 (58,412,914) (12,396,741) 1,380,819 (161,888) 31,516,033	Rp 2,503,599,993 658,697,941 (25,749,454) (557,015,511) 12,021,434 (18,945,083) 2,751,821 71,761,148 (24,241,975) 2,673,314 50,192,487	Property and Portfolio Management Rp 296,796,673 177,131,410 (1,698,380) (98,940,891) 5,403,439 (4,525,265) 25,591,788 — 102,962,101 (17,546,085) (848,426) 84,567,590	and Infrastructure Rp 657,490,553 376,133,392 (9,086,947) (139,427,756) 879,906 (3,096,221) (28,440,906) 25,393,136 222,354,604 (9,080,374) (7,968,498)	(13,211,175) (13,211,175) 6,541,217 6,669,958   	Rp 6,666,214,437 3,046,642,926 (340,936,597) (1,193,294,606) 93,717,334 (120,429,064) 430,608,625 8,521,608 1,924,830,227 (306,247,928) (26,091,084) 1,592,491,215 1,228,230,223
Gross Profit Selling Expenses General and Administrative Expenses Interest Income Interest Expenses Other Income (Expenses) - Net Share in the Profit of Associates Profit Before Tax Tax Benefit (Expense) Current Deferred Profit for the Year Profit for the year attributable to:	Rp  1,896,918,510  1,061,296,772 (179,925,521) (351,231,316) 67,652,706 (79,046,283) 371,678,765 (16,871,528) 873,553,595  (179,575,202) (19,947,474) 674,030,919  332,690,777 341,340,142	Integrated Development Rp  1.122.795.229  587,564,936 (72,604,598) (40,952,349) 6,379,030 (14,654,324) 27,511,124  493,243,819  (57,397,141)  435,846,678  415,499,510 20,347,168	Rp 201.824,654 199,029,650 (58,412,914) (12,396,741) 1,380,819 (161,888) 31,516,033 160,954,959 (18,407,151) 142,547,808 140,296,128 2,251,680	Rp 2,503,599,993 658,697,941 (25,749,454) (557,015,511) 12,021,434 (18,945,083) 2,751,821 71,761,148 (24,241,975) 2,673,314 50,192,487 49,870,419 322,068	Property and Portfolio Management Rp 296,796,673 177,131,410 (1,698,380) (98,940,891) 5,403,439 (4,525,265) 25,591,788 — 102,962,101 (17,546,085) (848,426) 84,567,590 84,567,656 (66)	and Infrastructure Rp 657,490,553 376,133,392 (9,086,947) (139,427,756) 879,906 (3,096,221) (28,440,906) 25,393,136 222,354,604 (9,080,374) (7,968,498) 205,305,732	(13,211,175) (13,211,175) 6,541,217 6,669,958     	Rp 6,666,214,437 3,046,642,926 (340,936,597) (1,193,294,606) 93,717,334 (120,429,064) 430,608,625 8,521,608 1,924,830,227 (306,247,928) (26,091,084) 1,592,491,215 1,228,230,223 364,260,992
Gross Profit Selling Expenses General and Administrative Expenses Interest Income Interest Expenses Other Income (Expenses) - Net Share in the Profit of Associates Profit Before Tax  Tax Benefit (Expense) Current Deferred Profit for the Year  Profit for the year attributable to: Owner of the Parent Company Non-Controlling Interest	Rp  1,896,918,510  1,061,296,772 (179,925,521) (351,231,316) 67,652,706 (79,046,283) 371,678,765 (16,871,528) 873,553,595  (179,575,202) (19,947,474) 674,030,919  332,690,777 341,340,142 674,030,919	Integrated Development Rp  1,122,795,229  587,564,936 (72,604,598) (40,952,349) 6,379,030 (14,654,324) 27,511,124	Rp 201,824,654 199,029,650 (58,412,914) (12,396,741) 1,380,819 (161,888) 31,516,033 160,954,959 (18,407,151) 142,547,808 140,296,128 2,251,680 142,547,808	Rp 2,503,599,993 658,697,941 (25,749,454) (557,015,511) 12,021,434 (18,945,083) 2,751,821 71,761,148 (24,241,975) 2,673,314 50,192,487	Property and Portfolio Management Rp 296,796,673 177,131,410 (1,698,380) (98,940,891) 5,403,439 (4,525,265) 25,591,788 — 102,962,101 (17,546,085) (848,426) 84,567,590 84,567,656 (66) 84,567,590	and Infrastructure Rp 657,490,553 376,133,392 (9,086,947) (139,427,756) 879,906 (3,096,221) (28,440,906) 25,393,136 222,354,604 (9,080,374) (7,968,498) 205,305,732 205,305,732	(13,211,175) (13,211,175) 6,541,217 6,669,958    	Rp 6,666,214,437 3,046,642,926 (340,936,597) (1,193,294,606) 93,717,334 (120,429,064) 430,608,625 8,521,608 1,924,830,227 (306,247,928) (26,091,084) 1,592,491,215  1,228,230,223 364,260,992 1,592,491,215
Gross Profit Selling Expenses General and Administrative Expenses Interest Income Interest Expenses Other Income (Expenses) - Net Share in the Profit of Associates Profit Before Tax Tax Benefit (Expense) Current Deferred Profit for the Year Profit for the year attributable to: Owner of the Parent Company	Rp  1,896,918,510  1,061,296,772 (179,925,521) (351,231,316) 67,652,706 (79,046,283) 371,678,765 (16,871,528) 873,553,595  (179,575,202) (19,947,474) 674,030,919  332,690,777 341,340,142 674,030,919	Integrated Development Rp  1.122.795.229  587,564,936 (72,604,598) (40,952,349) 6,379,030 (14,654,324) 27,511,124  493,243,819  (57,397,141)  435,846,678  415,499,510 20,347,168	Rp 201.824,654 199,029,650 (58,412,914) (12,396,741) 1,380,819 (161,888) 31,516,033 160,954,959 (18,407,151) 142,547,808 140,296,128 2,251,680	Rp 2,503,599,993 658,697,941 (25,749,454) (557,015,511) 12,021,434 (18,945,083) 2,751,821 71,761,148 (24,241,975) 2,673,314 50,192,487 49,870,419 322,068	Property and Portfolio Management Rp 296,796,673 177,131,410 (1,698,380) (98,940,891) 5,403,439 (4,525,265) 25,591,788 — 102,962,101 (17,546,085) (848,426) 84,567,590 84,567,656 (66)	and Infrastructure Rp 657,490,553 376,133,392 (9,086,947) (139,427,756) 879,906 (3,096,221) (28,440,906) 25,393,136 222,354,604 (9,080,374) (7,968,498) 205,305,732 205,305,732 661,139,452	(13,211,175) (13,211,175) 6,541,217 6,669,958     	Rp 6,666,214,437 3,046,642,926 (340,936,597) (1,193,294,606) 93,717,334 (120,429,064) 430,608,625 8,521,608 1,924,830,227 (306,247,928) (26,091,084) 1,592,491,215 1,228,230,223 364,260,992 1,592,491,215 31,169,930,934
Gross Profit Selling Expenses General and Administrative Expenses Interest Income Interest Expenses Other Income (Expenses) - Net Share in the Profit of Associates Profit Before Tax  Tax Benefit (Expense) Current Deferred Profit for the Year  Profit for the Year attributable to: Owner of the Parent Company Non-Controlling Interest	Rp  1,896,918,510  1,061,296,772 (179,925,521) (351,231,316) 67,652,706 (79,046,283) 371,678,765 (16,871,528) 873,553,595  (179,575,202) (19,947,474) 674,030,919  332,690,777 341,340,142 674,030,919	Integrated Development Rp  1,122,795,229  587,564,936 (72,604,598) (40,952,349) 6,379,030 (14,654,324) 27,511,124	Rp 201,824,654 199,029,650 (58,412,914) (12,396,741) 1,380,819 (161,888) 31,516,033 160,954,959 (18,407,151) 142,547,808 140,296,128 2,251,680 142,547,808	Rp 2,503,599,993 658,697,941 (25,749,454) (557,015,511) 12,021,434 (18,945,083) 2,751,821 71,761,148 (24,241,975) 2,673,314 50,192,487	Property and Portfolio Management Rp 296,796,673 177,131,410 (1,698,380) (98,940,891) 5,403,439 (4,525,265) 25,591,788 — 102,962,101 (17,546,085) (848,426) 84,567,590 84,567,656 (66) 84,567,590	and Infrastructure Rp 657,490,553 376,133,392 (9,086,947) (139,427,756) 879,906 (3,096,221) (28,440,906) 25,393,136 222,354,604 (9,080,374) (7,968,498) 205,305,732 205,305,732	(13,211,175) (13,211,175) 6,541,217 6,669,958 	Rp 6,666,214,437 3,046,642,926 (340,936,597) (1,193,294,606) 93,717,334 (120,429,064) 430,608,625 8,521,608 1,924,830,227 (306,247,928) (26,091,084) 1,592,491,215  1,228,230,223 364,260,992 1,592,491,215
Gross Profit  Selling Expenses General and Administrative Expenses Interest Income Interest Expenses Other Income (Expenses) - Net Share in the Profit of Associates Profit Before Tax  Tax Benefit (Expense) Current Deferred Profit for the Year  Profit for the Year attributable to: Owner of the Parent Company Non-Controlling Interest  Segment Assets Investment in Associates	Rp  1,896,918,510  1,061,296,772 (179,925,521) (351,231,316) 67,652,706 (79,046,283) 371,678,765 (16,871,528) 873,553,595  (179,575,202) (19,947,474) 674,030,919  332,690,777 341,340,142 674,030,919  18,798,771,510 128,842,950	Integrated Development Rp  1,122,795,229  587,564,936 (72,604,598) (40,952,349) 6,379,030 (14,654,324) 27,511,124 493,243,819  (57,397,141) 435,846,678  415,499,510 20,347,168 435,846,678  6,043,948,352	Rp 201,824,654 199,029,650 (58,412,914) (12,396,741) 1,380,819 (161,888) 31,516,033 160,954,959 (18,407,151) 142,547,808 140,296,128 2,251,680 142,547,808	Rp 2,503,599,993 658,697,941 (25,749,454) (557,015,511) 12,021,434 (18,945,083) 2,751,821 71,761,148 (24,241,975) 2,673,314 50,192,487 49,870,419 322,068 50,192,487 2,600,774,537	Property and Portfolio Management Rp 296,796,673 177,131,410 (1,698,380) (98,940,891) 5,403,439 (4,525,265) 25,591,788 — 102,962,101 (17,546,085) (848,426) 84,567,590 84,567,590 1,418,771,303 — -	and Infrastructure Rp 657,490,553 376,133,392 (9,086,947) (139,427,756) 879,906 (3,096,221) (28,440,906) 25,393,136 222,354,604 (9,080,374) (7,968,498) 205,305,732 205,305,732 661,139,452 1,588,546	(13,211,175) (13,211,175) 6,541,217 6,669,958        	Rp 6,666,214,437 3,046,642,926 (340,936,597) (1,193,294,606) 93,717,334 (120,429,064) 430,608,625 8,521,608 1,924,830,227 (306,247,928) (26,091,084) 1,592,491,215  1,228,230,223 364,260,992 1,592,491,215 31,169,930,934 130,431,496
Gross Profit Selling Expenses General and Administrative Expenses Interest Income Interest Expenses Other Income (Expenses) - Net Share in the Profit of Associates Profit Before Tax  Tax Benefit (Expense) Current Deferred Profit for the Year Profit for the year attributable to: Owner of the Parent Company Non-Controlling Interest  Segment Assets Investment in Associates Total Assets	Rp  1,896,918,510  1,061,296,772 (179,925,521) (351,231,316) 67,652,706 (79,046,283) 371,678,765 (16,871,528) 873,553,595  (179,575,202) (19,947,474) 674,030,919  332,690,777 341,340,142 674,030,919  18,798,771,510 128,842,950  18,927,614,460	Integrated Development Rp  1,122,795,229  587,564,936 (72,604,598) (40,952,349) 6,379,030 (14,654,324) 27,511,124 493,243,819  (57,397,141) 435,846,678  415,499,510 20,347,168 435,846,678  6,043,948,352 6,043,948,352	Malls  Rp  201,824,654  199,029,650 (58,412,914) (12,396,741) 1,380,819 (161,888) 31,516,033 160,954,959 (18,407,151) 142,547,808  140,296,128 2,251,680 142,547,808  1,646,525,780 1,646,525,780	Rp 2,503,599,993 658,697,941 (25,749,454) (557,015,511) 12,021,434 (18,945,083) 2,751,821 71,761,148 (24,241,975) 2,673,314 50,192,487 49,870,419 322,068 50,192,487 2,600,774,537 2,600,774,537	Property and Portfolio Management Rp 296,796,673 177,131,410 (1,698,380) (98,940,891) 5,403,439 (4,525,265) 25,591,788 — 102,962,101 (17,546,085) (848,426) 84,567,590 84,567,590 1,418,771,303 — 1,418,771,303	and Infrastructure Rp 657,490,553 376,133,392 (9,086,947) (139,427,756) 879,906 (3,096,221) (28,440,906) 25,393,136 222,354,604 (9,080,374) (7,968,498) 205,305,732 205,305,732 661,139,452 1,588,546 662,727,998	(13,211,175) (13,211,175) 6,541,217 6,669,958 	Rp 6,666,214,437 3,046,642,926 (340,936,597) (1,193,294,606) 93,717,334 (120,429,064) 430,608,625 8,521,608 1,924,830,227 (306,247,928) (26,091,084) 1,592,491,215 1,228,230,223 364,260,992 1,592,491,215 31,169,930,934 130,431,496 31,300,362,430
Gross Profit Selling Expenses General and Administrative Expenses Interest Income Interest Expenses Other Income (Expenses) - Net Share in the Profit of Associates Profit Before Tax  Tax Benefit (Expense) Current Deferred Profit for the Year  Profit for the year attributable to: Owner of the Parent Company Non-Controlling Interest  Segment Assets Investment in Associates Total Assets  Segment Liabilities	Rp  1,896,918,510  1,061,296,772 (179,925,521) (351,231,316) 67,652,706 (79,046,283) 371,678,765 (16,871,528) 873,553,595  (179,575,202) (19,947,474) 674,030,919  18,798,771,510 128,842,950  18,927,614,460  12,568,111,643	Integrated Development Rp  1.122,795,229  587,564,936 (72,604,598) (40,952,349) 6,379,030 (14,654,324) 27,511,124  493,243,819  (57,397,141)  435,846,678  415,499,510 20,347,168 435,846,678  6,043,948,352 2,988,954,758	Malls  Rp  201.824,654  199,029,650 (58,412,914) (12,396,741) 1,380,819 (161,888) 31,516,033  160,954,959 (18,407,151) 142,547,808  140,296,128 2,251,680 142,547,808  1,646,525,780 391,031,818	Rp 2,503,599,993 658,697,941 (25,749,454) (557,015,511) 12,021,434 (18,945,083) 2,751,821 71,761,148 (24,241,975) 2,673,314 50,192,487 49,870,419 322,068 50,192,487 2,600,774,537 2,600,774,537	Property and Portfolio Management Rp 296,796,673 177,131,410 (1,698,380) (98,940,891) 5,403,439 (4,525,265) 25,591,788 — 102,962,101 (17,546,085) (848,426) 84,567,590 84,567,590 1,418,771,303 — 1,418,771,303 62,382,436	and Infrastructure Rp 657,490,553 376,133,392 (9,086,947) (139,427,756) 879,906 (3,096,221) (28,440,906) 25,393,136 222,354,604 (9,080,374) (7,968,498) 205,305,732 205,305,732 205,305,732 661,139,452 1,588,546 662,727,998 150,525,712	(13,211,175) (13,211,175) (6,541,217 (6,669,958 	Rp 6,666,214,437 3,046,642,926 (340,936,597) (1,193,294,606) 93,717,334 (120,429,064) 430,608,625 8,521,608 1,924,830,227 (306,247,928) (26,091,084) 1,592,491,215 1,228,230,223 364,260,992 1,592,491,215 31,169,930,934 130,431,496 31,300,362,430

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

#### 42. Monetary Asset and Liabilities Denominated in Foreign Currencies

			:	2014			
		Fo	reign Currencies	S		Equivalent in	
	USD	JPY	SGD	EUR	AUD	Rupiah	
Assets							
Cash and Cash Equivalents	9,908,908	113.800	210.627.281	188.113	406.259	2,114,806,789,243	
Trade Accounts Receivable	3,949,954		4,642,154			92,875,802,748	
Other Current Financial Assets			1,701,204			16,028,744,088	
Other Non-Current Financial Assets			5,047,569			47,558,195,118	
Total Assets	13,858,862	113,800	222,018,208	188,113	406,259	2,271,269,531,197	
Liabilities							
Trade Accounts Payable			113,554			1,069,905,788	
Accrued Expenses	9,468,271		1,636,153			133,201,124,806	
Bonds Payable	803,306,000	<u></u>		<u></u>		9,993,126,640,000	
Total Liabilities	812,774,271	<u> </u>	1,749,707	<u> </u>		10,127,397,670,594	
Net Assets (Liabilities)	(798,915,409)	113,800	220,268,501	188,113	406,259	(7,856,128,139,397)	
		2013					
		Fo	reign Currencies	S		Equivalent in	
	USD	JPY	SGD	EUR	AUD	Rupiah	
Assets							
Cash and Cash Equivalents	12,863,184	113,800	22,610,315	23,173	168,145	376,713,194,300	
Trade Accounts Receivable	3,381,652		5,704,505			96,141,930,368	
Other Current Financial Assets	49,950		5,813,685	<u> </u>		56,582,999,730	
Total Assets	16,294,786	113,800	34,128,505	23,173	168,145	529,438,124,398	
Liabilities							
Trade Accounts Payable			3,516,878			33,860,501,384	
Accrued Expenses	1,373,082		780,424			24,250,418,770	
Bonds Payable	653,306,000			<u></u>		7,963,146,834,000	
Total Liabilities	654,679,082		4,297,302			8,021,257,754,154	
Net Assets (Liabilities)	(638,384,296)	113,800	29,831,203	23,173	168,145	(7,491,819,629,756)	

In relation with liability balances denominated in foreign currencies, the Company has entered into several contracts derivatives with other parties to manage the risk of foreign currency exchange rates (see Note 40.d).

#### 43. Contingencies

On March 27, 2009, dr Doro Soendoro, dr Liem Kian Hong and dr Hardi Susanto as the plaintiffs filed a lawsuit to the Company as defendant regarding the termination of plaintiffs work contract. All claims were declined through decision of District Court Jakarta Barat No. 147/Pdt.G/2009/PN.JKT.BAR dated July 23, 2009 however, the plaintiff's claim is granted through the decision of the High Court of Jakarta No.626/PDT/2009/PT.DKI date June 29, 2010.

On September 24, 2010, the plaintiffs filed an appeal against the decision to the Supreme Court (SC). Then based on the contents of the Decision Notice Relaas Supreme Court of Cassation No. 410.K/Pdt/2011.jo No.147/Pdt.G/2009/PN.Jkt.Bar date August 20, 2013, SC revoked the decision of District Court Jakarta Barat No.626/PDT/2009/PT.DKI and that Jakarta Barat District Court has no authority to prosecute and punish the plaintiff to pay the court costs of Rp500,000.

Up to completion date of the consolidated financial statements, SIH is still pursuing remedy reconsideration to the Supreme Court.

On July 9, 2009, Alfonsus Budi Susanto, SE, MA, the plaintiff, filed a lawsuit to the Company as first defendant and four other defendants in connection with malpractice suffered by plaintiff. All claims were declined through decision of District Court Jakarta Utara No. 237/Pdt.G/2009/PN.Jkt.Ut dated March 11, 2010 and was upheld on May 18, 2011, through the decision of the High Court of Jakarta

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> No. 548/PDT/2010/PT.DKI. On February 23, 2012, the plaintiffs filed an appeal against the decision of the High Court to the Supreme Court. Up to completion date of the consolidated financial statements, this case is still in process.

On October 1, 2012, Wahju Indrawan, the plaintiff, filed a lawsuit No. 71/Pdt.G/2012/PN.JBI to PT Golden First Atlanta (GFA), a subsidiary, as first defendant and two other defendants in connection with malpractice suffered by plaintiff's spouse.

All claims were declined through decision of District Court Jambi No. 71/Pdt.G/2012/PN.JBI date July 23, 2013 and was upheld on December 18, 2013, through the decision of the High Court of Jambi No. 63/PDT/2013/PT.JBI. On February 5, 2014, the plaintiff filed appeal to the Supreme Court. Up to completion date of the consolidated financial statements, there has been no remained verdict.

- On August 8, 2014, Drs. Akhmad H. Harris, filed a lawsuit to District Court Tangerang PN 470 / Pdt.G / 2014 / PN.TNG against SIH with malpractice suffered by the plaintiff. The value of lawsuit filed by the plaintiffs include material damages amounting to Rp906,231,000 and non-material losses of Rp500,000,000,000. Management believes that the non-material losses lawsuit will be rejected by the court. Up to completion date of the consolidated financial statements, the case is still in process.
- Based on case letter No. 163/Pdt.G/2013/PN.Mks, PT Gowa Makassar Tourism Development Tbk (GMTD), a subsidiary, is the Convention Defendant and Reconvention Plaintiff of 59,996 sqm land area located in Maccini Sombala Village, Ujung Pandang Municipal. Up to completion date of the consolidated financial statements, the case is still under appeal.
- Based on the case No. 207/Pdt.G/2010/PN.Mks Tahun 2010, GMTD is an Intervention Plaintiff of 60,000 sqm land area, located in Maccini Sombala Village, Tamalate District, Makassar. Up to completion date of the consolidated financial statements, the case is still in the planning of submission for judicial review to the Supreme Court of the Republic of Indonesia.
- Based on the case No. 265/Pdt.G/2011/PN.Mks, GMTD is the plaintiff of 68,929 sqm land area located in Mattoangin Village, Mariso District, Makassar. Up to completion date of the consolidated financial statements, the case is still in the planning of submission for judicial review to the Supreme Court of the Republic of Indonesia.
- Based on the case No. 218/Pdt.G/2013/PN.Mks, GMTD is the plaintiff of 21,023.17 sgm land area located in Lette Village, Mariso District, Ujung Pandang Municipal. Up to completion date of the consolidated financial statements, the case is still under appeal.
- Based on the case No. 62/G/2013/PTUN.Mks, GMTD is the plaintiff of 17,704 sqm land area located in Tanjung Merdeka Village, Tamalate District, Makassar. Up to completion date of the consolidated financial statements, the case is still under appeal.
- Based on the case No. 57/G.TUN/2013/PT.TUN.Mks Tahun 2013, GMTD is the plaintiff of 19,995 sgm land area, located in Maccini Sombala Village, Tamalate District, Makassar. Up to completion date of the consolidated financial statements, the case is still under appeal.
- Based on the case No. 342/Pdt.G/2014, GMTD is Plaintiff of 30,376 sqm land area, located in Maccini Sombala Village, Tamalate District, Makassar. Up to completion date of the consolidated financial statements, the case is still in the process of examination in the District Court of Makassar.

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- Based on the case 293/Pdt.G/2014/PN.Mks, GMTD is the plaintiff of 28,000 sqm land area, located in Tanjung Merdeka Village, Tamalate District, Makassar. Up to completion date of the consolidated financial statements, the case is still in the process of examination in the District Court of Makassar.
- Based on the case No. 324/Pdt.G/2014/PN.Mks, GMTD is the Defendant VI of 5.80 hectares and 3.40 hectares land area, located in ORK Pattukangan Barombong Village, Tamalate District, Makassar. Up to completion date of the consolidated financial statements, the case is still in the process of examination in the District Court of Makassar.
- Based on the case No. 80/G/2014/PTUN.Mks, GMTD is Intervening Defendant II of 12,700 sgm land area, located in Tanjung Merdeka Village, Tamalate District, Makassar. Up to completion date of the consolidated financial statements, the case is still in the process of examination in the State Administrative Court of Makassar.
- Based on case letter No. 318/Pdt.Bth/2014/PN.Mks, GMTD is Co-Defendant I of 7,613 sqm land area, located in the Tanjung Merdeka Village, Tamalate District, Makassar. Up to completion date of the consolidated financial statements, the case is still in the process of examination in the Makassar District Court.
- Based on the case No. 312/Pdt.G/2013/PN.Mks, GMTD is the Defendant of 20,000 sgm land area, located in Tanjung Merdeka Village, Tamalate District, Makassar. Up to completion date of the consolidated financial statements, the case is still under appeal.
- Based on the case No. 318/Pdt.G/2013/PN.Mks, GMTD is the Defendant of 10,000 sqm land area located in Panambungan Mariso District, Makassar. Up to completion date of the consolidated financial statements, the case is still under appeal.
- Based on the case No. 218/Pdt.G/2014/PN.Mks, GMTD is the Defendant of 50,800 sqm land area located in Pattukangan Barombong Village, Tamalate District, Makassar. Up to completion date of the consolidated financial statements, the case is still in the process of examination in the District Court of Makassar.
- 57/Pdt.G/2014/PN.Mks. 58/Pdt.G/2014/PN.Mks Based the cases No. No. No. 59/Pdt.G/2014/PN.Mks, GMTD is the Defendant II of 60,100 sgm land area, located in Cape Merdeka Village, Tamalate District, Makassar. Up to completion date of the consolidated financial statements, there has been no statement from the plaintiff as the loss party.
- Based on the case No. 144/Pdt.G/2014/PN.Mks and No. 145/Pdt.G/2014/PN.Mks, GMTD is Defendant I of 18,300 sqm land area located in Kaccia Village/ Patukangan Barombong Village, Tamalate District, Makassar. Up to completion date of the consolidated financial statements, there has been no statement from the plaintiff as the loss party.
- Based on the case No. 339/Pdt.G/2013/PN.Mks, GMTD is a defendant on a land area of 20,134 sqm, located in the village of Tanjung Merdeka, Tamalate District, Makassar. Up to completion date of the consolidated financial statements, the case is still under appeal.
- Based on the case No. 80/G.TUN/2013/PT.TUN.Mks, GMTD is the Defendant of 16,600 sgm land area located in Tanjung Bunga, Mattoangin Village, Mariso District, Makassar. Up to completion date of the consolidated financial statements, the case is still under appeal.

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- Based on the case No. 64/Pdt.G/2012/PN.Mks, GMTD is the Defendant II of 5,633 sqm land area, located in Tanjung Merdeka Village, Tamalate District, Makassar. Up to completion date of the consolidated financial statements, the case is still under appeal.
- Based on the case No. 219/Pdt.G/2012/PN.Mks, GMTD is the Defendant II of 600 sgm land area, located in Maccini Sombala Village, Tamalate District, Makassar. Up to completion date of the consolidated financial statements, the case is still under appeal.
- Based on the cases No129/Pdt.Plw/2010/PN.Mks and No. 228/Pdt.G/2013/PN.Mks, GMTD is the Defendant of 7,335 sqm land area, located in Tanjung Merdeka Village, Tamalate District, Makassar. Up to completion date of the consolidated financial statements, the case is still under appeal

#### 44. Financial Instruments and Financial Risk Management

The main financial risks faced by the Group are credit risk, foreign exchange rate risk, liquidity risk and price risk. Attention of managing these risks has significantly increased in light of the considerable change and volatility in Indonesian and international markets.

#### Credit Risk (i)

Credit risk is the risk that the Group will incur a loss arising from their customers, clients or counterparties that fail to discharge their contractual obligations. The Group's financial instruments that potentially contain credit risk are cash and cash equivalent, trade accounts receivable, other current financial assets, du from related parties, other non-current financial assets and investment available for sale. The maximum total credit risks exposure is equal to the amount of the respective accounts.

Group manage and control this credit risk by setting limits on the amount of risk they are willing to accept for respective customers and being more selective in choosing banks and financial institutions that they deal with, which includes choosing only the reputable and creditworthy banks and financial institutions.

The following table analyzes the quality of financial assets based on maturity for each financial assets:

			201	4		
	Not Yet		Total			
	Due	0 - 90 Days	91 - 180 Days	> 181 Days	Total	
	Rp	Rp	Rp	Rp	Rp	Rp
Financial Assets						
Fair value through profit or loss						
Derivative	1,787,652,313,287				-	1,787,652,313,287
Loans and Receivables						
Cash and Cash Equivalents	3,529,169,475,504	-			-	3,529,169,475,504
Trade Accounts Receivable	423,381,742,159	263,864,814,021	76,710,157,153	252,083,632,848	592,658,604,022	1,016,040,346,181
Other Current Financial Assets	827,699,397,938	-			-	827,699,397,938
Due from Related Parties Non-trade	14,788,363,567	-			-	14,788,363,567
Other Non-Current Financial Assets	561,596,218,297	-				561,596,218,297
Available-for-Sale						
Others Current Financial Asset	5,502,958,263,108	-			-	5,502,958,263,108
Others Non-Current Financial Asset	58,329,023,011	<u> </u>	<u></u>	<u> </u>		58,329,023,011
Total Financial Assets	12,705,574,796,871	263,864,814,021	76,710,157,153	252,083,632,848	592,658,604,022	13,298,233,400,893

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			201	3		
	Not Yet			due	Total	
	Due	0 - 90 Days	91 - 180 Days	> 181 Days	Total	
	Rp	Rp	Rp	Rp	Rp	Rp
Financial Assets						
Fair value through profit or loss						
Derivative	1,089,358,745,423					1,089,358,745,423
Loans and Receivables						
Cash and Cash Equivalents	1,855,051,780,961	-			-	1,855,051,780,961
Trade Accounts Receivable	342,416,433,304	213,404,687,766	62,040,508,116	203,876,478,031	479,321,673,913	821,738,107,217
Other Current Financial Assets	585,505,221,003	-			-	585,505,221,003
Due from Related Parties Non-trade	9,737,396,584	-			-	9,737,396,584
Other Non-Current Financial Assets	460,469,077,258	-			-	460,469,077,258
Available-for-Sale						
Others Current Financial Asset	5,109,971,815,786	-			-	5,109,971,815,786
Others Non-Current Financial Asset	58,329,023,011	<u> </u>	<u></u>	<u> </u>		58,329,023,011
Total Financial Assets	9,510,839,493,330	213,404,687,766	62,040,508,116	203,876,478,031	479,321,673,913	9,990,161,167,243

The Group has provided allowance for impairment on due trade accounts receivable (see Note 4).

Not yet due financial assets which have indication of credit risk are mainly from cash and cash equivalents and accounts receivable

Management is of the opinion that there is no significant credit risk on placements in banks, due to fund placements only to reputable and creditworthy banks.

Management is of the opinion that not yet due accounts receivable have no significant credit risk, because receivables from selling units of property are secured by the related properties, where as the risks exposure are lower than the security, while accounts receivable non-property arisen from customers who has good track record.

#### (ii) Foreign Exchange Rate Risk

Foreign exchange rate risk is the risk that the fair value of future cash flow of a financial instrument will fluctuate because of changes in the foreign exchange rates. The Group's financial instrument that potentially contain foreign exchange rate risk are cash and cash equivalents, accrued expenses and loans.

To manage foreign exchange rate risk, the Company has entered into several derivative agreements with certain third parties (see Note 40.d).

The following tables show total financial assets and liabilities in foreign currencies as of December 31, 2014 and 2013:

			2	014		
		Foreign Currencies				Equivalent in
	USD	JPY	SGD	EUR	AUD	Rupiah
Assets						
Cash and Cash Equivalents	9,908,908	113,800	210,627,281	188,113	406,259	2,114,806,789,243
Trade Accounts Receivable	3,949,954		4,642,154			92,875,802,748
Other Current Financial Assets	143,756,626		600,438,854			7,445,667,309,828
Other Non-Current Financial Assets			5,047,569			47,558,195,118
Total Assets	157,615,488	113,800	820,755,858	188,113	406,259	9,700,908,096,937
Liabilities						
Trade Accounts Payable			113,554			1,069,905,788
Accrued Expenses	9,468,271		1,636,153	-		133,201,124,806
Bonds Payable	803,306,000					9,993,126,640,000
Total Liabilities	812,774,271		1,749,707			10,127,397,670,594
Net Assets (Liabilities)	(655,158,783)	113,800	819,006,151	188,113	406,259	(426,489,573,657)

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			20	013		
		Foreign Currencies				Equivalent in
	USD	JPY	SGD	EUR	AUD	Rupiah
Assets						
Cash and Cash Equivalents	12,863,184	113,800	22,610,315	23,173	168,145	376.713.194.300
Trade Accounts Receivable	3,381,652		5,704,505			96.141.930.368
Other Current Financial Assets	89,372,282		542,632,857			6.313.827.892.494
Other Non-Current Financial Assets	49,950		5,813,685			56.582.999.730
Total Assets	105,667,068	113,800	576,761,362	23,173	168,145	6.843.266.016.892
Liabilities						
Trade Accounts Payable	-		3,516,878	-	-	33.860.501.384
Accrued Expenses	1,373,082		780,424			24.250.418.770
Bonds Payable	653,306,000	-		-	-	7.963.146.834.000
Total Liabilities	654,679,082		4,297,302			8.021.257.754.154
Net Assets (Liabilities)	(549,012,014)	113,800	548,446,542	23,173	168,145	(1.177.991.737.262)

#### Sensitivity analysis

A hypothetical 10% decrease in the exchange rate of the Rupiah against the USD currency would increase profit before tax by Rp13,922,888,981 (2013: Rp43,840,784,437).

A hypothetical 10% decrease in the exchange rate of the Rupiah against the SGD currency would increase profit before tax by Rp200,761,360,798 (2013: Rp31,383,402,097).

The analysis above is based on assumption that Rupiah weakened or strengthened against all of the currencies in the same direction and magnitude, but it may not be necessarily true in reality. The analysis is not determine impact of the effectivity of derivative financial instruments of a hedge.

#### (iii) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group did not have interest rate risk mainly because it does not have a loan with a floating interest rate.

#### (iv) Liquidity Risk

Liquidity risk is a risk when the cash flow position of the Group indicates that the short-tem revenue is not enough to cover the short-term expenditure.

The Group manage this liquidity risk by maintaining an adequate level of cash and cash equivalent to cover Group's commitment in normal operation and regularly evaluates the projected and actual cash flow, as well as maturity date schedule of their financial assets and liabilities.

The following table analyzes the breakdown of financial liabilities based on maturity:

	2014				
		Will Due On	Maturity not	Total	
	Less Than 1 Year	1 - 5 Years	More than 5 Years	Determined	
	Rp	Rp	Rp	Rp	Rp
Measured at amortized cost					
Trade Accounts Payable - Third Parties	395,133,955,463	-		-	395,133,955,463
Accrued Expenses	1,125,429,552,800	-		-	1,125,429,552,800
Short-Term Post-Employment Benefits Liability	18,383,620,765	-		-	18,383,620,765
Other Current Financial Liabilities		-		407,086,748,603	407,086,748,603
Short-Term Bank Loan	173,540,195,011	-		-	173,540,195,011
Long-Term Bank Loan	12,435,856,488	30,525,083,739		-	42,960,940,227
Due to Related Parties Non-trade		-		3,379,278,119	3,379,278,119
Bonds Payable		3,096,449,370,671	6,684,161,925,880	-	9,780,611,296,551
Other Long-Term Financial Liabilities				67,387,383,763	67,387,383,763
Total	1,724,923,180,527	3,126,974,454,410	6,684,161,925,880	477,853,410,485	12,013,912,971,302

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	2013					
		Will Due On		Maturity not	Total	
	Less Than 1 Year	1 - 5 Years	More than 5 Years	Determined		
	Rp	Rp	Rp	Rp	Rp	
Measured at amortized cost						
Trade Accounts Payable - Third Parties	397,748,177,608	_			397,748,177,608	
Accrued Expenses	551,608,473,508	-			551,608,473,508	
Short-Term Post-Employment Benefits Liability	13,318,752,901	-			13,318,752,901	
Other Current Financial Liabilities		-		300,183,744,169	300,183,744,169	
Short-Term Bank Loan	4,927,167,196	-			4,927,167,196	
Long-Term Bank Loan	11,792,174,233	42,960,940,232			54,753,114,465	
Due to Related Parties Non-trade		-		3,828,292,119	3,828,292,119	
Bonds Payable		-	7,747,839,607,892		7,747,839,607,892	
Other Long-Term Financial Liabilities	<u></u>			50,996,677,731	50,996,677,731	
Total	979,394,745,446	42,960,940,232	7,747,839,607,892	355,008,714,019	9,125,204,007,589	

#### (v) Price Risk

Price risk is a risk of fluctuation in the value of financial instruments as a result of changes in market price. The Group are exposed to price risk because they own an investment classified as AFS financial assets.

The Group manage this risk by regularly evaluating the financial performance and market price of their investment and continuously monitor the global market developments.

#### Sensitivity analysis

A hypothetical 1% decrease in the AFS price in the market would cut Unrealized Gain on Changes in Fair Value of Available-for-Sale Financial Assets by Rp55,029,582,631 (2013: Rp51,099,718,149).

#### **Fair Value Estimation**

The schedule below presents the carrying amount of the respective categories of financial assets and liabilities:

	201	14	2013	<u> </u>
	Carrying Value Rp	Fair Value Rp	Carrying Value Rp	Fair Value Rp
Financial Assets				
Fair value through profit or loss				
Derivative	1,787,652,313,287	1,787,652,313,287	1,089,358,745,423	1,089,358,745,423
Loans and Receivable				
Cash and Cash Equivalents	3,529,169,475,504	3,529,169,475,504	1,855,051,780,961	1,855,051,780,961
Trade Accounts Receivable	951,103,629,896	951,103,629,896	771,671,659,700	771,671,659,700
Other Current Financial Assets	820,399,687,755	820,399,687,755	579,151,927,041	579,151,927,041
Due from Related Parties Non-trade	14,788,363,567	14,788,363,567	9,737,396,584	9,737,396,584
Other Non-Current Financial Assets	561,596,218,297	561,596,218,297	460,469,077,258	460,469,077,258
Available-for-Sale				
Other Current Financial Assets	5,502,958,263,108	5,502,958,263,108	5,109,971,815,786	5,109,971,815,786
Other Non-Current Financial Assets	58,329,023,011	58,329,023,011	58,329,023,011	58,329,023,011
Total Financial Assets	13,225,996,974,425	13,225,996,974,425	9,933,741,425,764	9,933,741,425,764
Financial Liabilities				
Measured at amortized cost				
Trade Accounts Payable - Third Parties	395,133,955,463	395,133,955,463	397,748,177,608	397,748,177,608
Accrued Expenses	1,125,429,552,800	1,125,429,552,800	551,608,473,508	551,608,473,508
Short-Term Post-Employment Benefits Liability	407,086,748,603	407,086,748,603	300,183,744,169	300,183,744,169
Other Current Financial Liabilities	18,383,620,765	18,383,620,765	13,318,752,901	13,318,752,901
Short-Term Bank Loan	173,540,195,011	173,540,195,011	4,927,167,196	4,927,167,196
Long-Term Bank Loan	3,379,278,119	3,379,278,119	3,828,292,119	3,828,292,119
Due to Related Parties Non-trade	30,525,083,739	30,525,083,739	54,753,114,465	54,753,114,465
Bonds Payable	9,780,611,296,551	9,991,818,947,200	7,747,839,607,892	7,640,820,893,622
Other Long-Term Financial Liabilities	67,387,383,763	67,387,383,763	50,996,677,731	46,480,631,284
Total Financial Liabilities	12,001,477,114,814	12,212,684,765,463	9,125,204,007,589	9,013,669,246,872
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> As of December 31, 2014 and 2013, management estimates that the carrying value of short-term financial assets and liabilities and those which maturity not determined have reflect their fair value.

> The fair value of derivative instruments and other long-term liabilities are estimated using valuation techniques with unobservable input portion (Level 2). The fair value of investments available for sale and bonds payable was quoted in an active market (Level 1).

> The fair value hierarchy for financial assets at year end were recorded using their fair value, are as follows:

	2014 Rp	Level 1 Rp	Level 2 Rp	Level 3 Rp
Fair value through profit or loss - Derivative	1,787,652,313,287	-	1,787,652,313,287	
Available-for-Sale Other Current Financial Assets Other Non-Current Financial Assets	5,502,958,263,108 58,329,023,011	5,502,958,263,108	 	 58,329,023,011
	2013 Rp	Level 1 Rp	Level 2	Level 3 Rp
Fair value through profit or loss - Derivative	1,089,358,745,423		1,089,358,745,423	
Available-for-Sale Other Current Financial Assets Other Non-Current Financial Assets	5,109,971,815,786 58,329,023,011	5,109,971,815,786	 	 58,329,023,011

#### 45. Business Combination

#### Aquisition PT Asiatic Sejahtera Finance (ASF)

On December 20, 2014, PT Sentra Dwimandiri acquired 100% shares of ASF indirectly through PT Manunggal Bumi Sejahtera and PT Sentra Realindo Development from third party, in line with the strategic business expansion which support the Group's business activities.

The following table summarises the identifiable assets acquired and the liabilities taken over at the acquisition date of ASF:

	Rp
Cash and Cash Equivalents	4,432,838,496
Net Investment - Finance Lease	10,986,778,596
Other Current Financial Assets	16,613,697
Prepaid Taxes	49,230,173
Deffered Tax Asset	76,024,196
Other Non-Current Financial Assets	11,347,800
Acrued Expenses	(53,323,621)
Tax Payable	(9,910,944)
Post-Employment Benefits Liability	(304,096,783)
Net Assets	15,205,501,610
Proportion Acquired	100%_
Share of Fair Value of Net Assets	15,205,501,610
Goodwill	64,794,498,390
Total Purchase Consideration	80,000,000,000

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> Goodwill arising from the acquisition amounted to Rp64,794,498,390 (see Note 13) which is the result of a subsidiary that support the business and synergies with the Group's core business.

> The Company through its subsidiaries acquire 100% ownership therefore there is no non-controlling interest balance.

> Expenses related to the acquisition are not taken into account in the business combination because it is not material and have been charged to the current year statement of comprehensive income.

> In connection with the acquisition, ASF financial statements since date of acquisition are consolidated to financial statements of the Group.

> Total revenues and income before income tax ASF since date of acquisition which are included in the consolidated statement of comprehensive income for the year ended December 31, 2014 amounted to nil.

> Operating revenues and profit from ASF for the year ended December 31, 2014, as if ASF has been consolidated from January 1, 2014 amounted to Rp1,159,063,901.

#### Aquisition PT Anugerah Bahagia Abadi (ABA)

On May 12, 2014, Company aguired indirect 100% Share ABA from Third Party through PT Wisma Jatim Propertindo and PT Maharama Sakti in line with the strategic business expansion which support the Group's business activities.

The following table summarises the identifiable assets acquired and the liabilities taken over at the acquisition date of ABA:

	Rp
Cash and Cash Equivalents	23,493,131
Inventory	596,653,057,314
Prepaid Taxes	49,650,000
Advance	6,770,907,000
Due from Related Parties Non-trade	2,857,325,000
Trade Accounts Payable - Third Parties	(4,421,830,000)
Tax Payables	(4,060,000)
Non-Controling Interest	(116,036,290)
Due to Related Parties Non-trade	(57,917,613,715)
Net Assets	543,894,892,440
Proportion Acquired	100%
Share of Fair Value of Net Assets	543,894,892,440
Goodwill	5,791,607,560
Total Purchase Consideration	549,686,500,000

Goodwill arising from the acquisition amounted to Rp5,791,607,560 (see Note 13) which is the result of a subsidiary that support the business and synergies with the Group's core business.

The Company through its subsidiaries acquire 100% ownership therefore there is no non-controlling interest balance.

Expenses related to the acquisition are not taken into account in the business combination because it is not material and have been charged to the current year statement of comprehensive income.

These consolidated financial statements are originally issued in Indonesian language

# PT LIPPO KARAWACI Tbk AND SUBSIDIARIES NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

In connection with the acquisition, ABA financial statements since date of acquisition are consolidated to financial statements of the Group.

Total revenues and profit before income tax ABA since date of acquisition which are included in the consolidated statement of comprehensive income for the year ended December 31, 2014 amounted to nil.

Operating revenues and profit from ABA for the year ended December 31, 2014, as if ABA has been consolidated from January 1, 2014 is nil.

# Acquisition of PT Rashal Siar Cakra Medika (RSCM)

On July 26, 2014, PT Tunggal Pilar Perkasa (TPP) and PT Mahkota Buana Selaras (MBS), acquired 75% and 25%, respectively, ownership in PT Rashal Siar Cakra Medika (RSCM) from third parties, in line with the strategic business expansion plan which supports the Group's business activities.

The following table summarises the identifiable assets acquired and the liabilities taken over at the acquisition date of RSCM:

	Rp
Cash and Cash Equivalents	728,784,434
Trade Accounts Receivable	3,448,662,848
Other Current Financial Assets	1,103,523,414
Inventory	2,262,299,275
Prepaid Tax	3,907,670,574
Prepaid Expenses	142,249,976
Due from Related Parties Non-trade	742,933,125
Property, Plant and Equipment	100,970,760,605
Trade Accounts Payable - Third Parties	(4,598,342,558)
Accrued Expenses	(5,394,701,296)
Tax Payable	(781,249,546)
Other Current Financial Laibilities	(16,609,381,086)
Long-Term Bank Loan	(68,202,736,290)
Deffered Tax Liabilities	(14,634,088,702)
Other Non-Current Financial Liabilities	(72,162,000)
Net Assets	3,014,222,773
Proportion Acquired	100%
Share of Fair Value of Net Assets	3,014,222,773
Goodwill	101,776,732,211
Total Purchase Consideration	104,790,954,984

Goodwill arising from the acquisition amounted to Rp101,776,732,211 (see Note 13) and represents subsidiary business results that support and synergy with the core business of the Group.

Cost related to the acquisition amounted to Rp1,124,632,854, recorded as acquisition cost.

The Company through its subsidiaries acquire 100% ownership therefore there is no non-controlling interest balance.

In connection with the acquisition, the financial statements of RSCM from the date of acquisition have been consolidated into the financial statements of the Group.

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

Total revenue and loss before tax of RSCM since the date of acquisition which are included in the consolidated to comprehensive income statement for the year ended December 31, 2014 amounted to Rp36,921,501,108 and Rp489,251,724, respectively.

Total revenue and loss of RSCM for the year ended December 31, 2014, as if RSCM was consolidated since January 1, 2014 amounted to Rp36,921,501,108 and Rp298,135,217, respectively.

#### Acquisition of PT Medika Sarana Traliansia (MST)

On December 13, 2013, SIH acquired 80% shares of MST indirectly through PT Koridor Usaha Maju from the third party, in line with the strategic business expansion which support the Group's business activities.

The following table summarises the identifiable assets acquired and the liabilities taken over at the acquisition date of MST:

	Rp
Cash and Cash Equivalents	27,436,090,446
Trade Accounts Receivable	10,435,964,113
Other Current Financial Assets	244,157,342
Inventory	5,242,737,740
Prepaid Tax	9,666,551,053
Prepaid Expenses	1,799,222,306
Due from Related Parties Non-trade	52,914,861,030
Property, Plant and Equipment	167,319,345,979
Intangible Assets	77,008,822
Trade Accounts Payable - Third Parties	(682,034,266)
Accrued Expenses	(2,612,701,121)
Tax Payable	(104,609,273)
Deffered Tax Liabilities	(5,329,854,371)
Other Current Financial Liabilities	(8,220,363,189)
Short-Term Portion of Long-Term Liabilities	(137,832,101,689)
Deffered Income	(189,687,581)
Due to Related Parties Non-trade	(40,620,704,669)
Long-Term Loan	(416,164,840)
Net Assets	79,127,717,832
Proportion Acquired	80%
Share of Fair Value of Net Assets	63,302,174,266
Goodwill	126,297,825,734
Total Purchase Consideration	189,600,000,000

Goodwill arising from the acquisition amounted to Rp126,297,825,734 (see Note 13) represents subsidiary business results that support and synergy with the core business of the Group.

Non-controlling interest is measured by the percentage of the non-controlling ownership of the fair value of the net assets of the MST.

The balance of non-controlling interest of this acquisition is Rp15,825,543,566.

Acquisition related expenses are not calculated in this business combination since it is not material but have been charged to the current year statement of comprehensive income.

These consolidated financial statements are originally issued in Indonesian language

# PT LIPPO KARAWACI Tbk AND SUBSIDIARIES NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

In connection with the acquisition, the financial statements of MST from the date of acquisition have been consolidated into the financial statements of the Group.

Total revenue and profit before tax of MST since the date of acquisition which are included in the consolidated statement of comprehensive income for the year ended December 31, 2013 amounted to Rp10.345,841,011 and Rp1,776,966,356.

Revenues and profit of MST for the year ended December 31, 2013, the date as if MST had been consolidated from January 1, 2013 amounted to Rp110,929,201,050 and Rp19,093,869,714.

#### 46. Non-Cash Transactions

The following are investing and financing activities which do not affect cash flows:

- As of December 31, 2014, addition of AFS investment in Bridgewater International Ltd, a subsidiary, amounted to SGD45,000,000 (equivalent Rp419,983,000,000) through property sales of Mall Kemang to LMIR Trust.
- As of December 31, 2014, addition of AFS investment from management fee amounted to 4,007,826 unit, 1,056,264 unit and 5,761,962 unit First REIT (equivalent Rp41,443,193,780, Rp11,062,553,461 and Rp70,223,391,500) in Brigdewater International Ltd, PT Menara Tirta Indah and Bowsprit Capital Corporation Ltd, respectively, and addition of AFS investment amounted to 12,427,536 unit of LMIR Trust (equivalent Rp46,133,184,680) in LMIRT Management Ltd.
- As of December 31, 2014, acquisition of subsidiaries through realization of advances amounted to Rp502.400.000.000.
- As of December 31, 2014, payable on the acquisition of subsidiaries amounted to Rp20,366,632,213.
- As of December 31, 2014 and 2013, addition of property and equipment in subsidiaries through realization of advances on purchase of property and equipment amounted to Rp26,847,346,117 and Rp141,582,484,925, respectively.
- As of December 31, 2013, addition of AFS investment in Bridgewater International Ltd, a subsidiary, amounted to SGD 50,000,000 (equivalent Rp387,850,000,000) through property sales of Siloam Hospitals Simatupang to First REIT.
- As of December 31, 2013, addition of AFS investment from management fee amounted to 6,229,582 unit of First REIT (equivalent Rp67,895,054,814) in Bowsprit Capital Corporation Ltd and AFS investment amounted to 14,595,461 unit of LMIR Trust (equivalent Rp64,363,856,915) in LMIRT Management Ltd.
- As of December 31, 2013, share issuance costs of SIH, a subsidiary, which is still outstanding amounted to Rp1,899,274,884.
- As of December 31, 2013, addition of property and equipment in subsidiaries through accrued expenses amounted to Rp36,097,496,473.

#### 47. Capital Management

The objective of capital management is to safeguard the Company's ability as a going concern, maximize the returns to stockholders and benefits for other stockholders and to maintain an optimal capital structure to reduce the cost of capital.

The Company regularly reviews and manages the capital structure to ensure that the return to stockholders is optimal, by considering the capital needs in the future and the Company's capital efficiency, profitability in the current period and the future, projected operating cash flows, projected capital expenditures and projected opportunities of strategic investment.

For the Years Ended December 31, 2013 and 2012 (Expressed In Full Rupiah, Unless Otherwise Stated)

	2014 Rp	2013 Rp
Net Liabilities:		
Total Liabilities	20,114,771,650,490	17,122,789,125,041
Less: Cash and Cash Equivalents	(3,529,169,475,504)	(1,855,051,780,961)
Net Liabilities	16,585,602,174,986	15,267,737,344,080
Total Equity	17,646,449,043,205	14,177,573,305,225
Less: Other Components of Equity	(4,535,852,966,051)	(3,294,262,538,510)
Adjusted Equity	13,110,596,077,154	10,883,310,766,715
Net Liability Ratio to Adjusted Equity	1.27	1.40

#### 48. Events After Reporting Date

On February 6, 2015, PT Safira Prima Utama and PT Kalimaya Pundi Bumi, both subsidiaries, disposed respectively, 75,300,000 or 6.51% and 17,500,000 or 1.51% of share ownership in PT Siloam International Hospitals Tbk (SIH) at Rp12.250 per share or Rp1.136.800.000.000. Post transaction, Group share ownership in SIH become 70.83%.

#### 49. Recent Development of Financial Accounting Standards (SAK)

The followings New and Interpretations of Financial Accounting Standard are effective on 1 January 2015 to the Group's consolidated financial statements:

- PSAK No. 1 (Revised 2013) "Presentation of financial statements"
- PSAK No. 4 (Revised 2013) "Separate financial statements"
- PSAK No. 15 (Revised 2013) "Investment in associates and joint ventures"
- PSAK No. 24 (Revised 2013) "Employee benefits"
- PSAK No. 46 (Revised 2014) "Income Tax"
- PSAK No. 48 (Revised 2014) "Asset Impairment"
- PSAK No. 50 (Revised 2014) "Financial Instruments: Presentation"
- PSAK No. 55 (Revised 2014) "Financial Instruments: Recognition and Measurement"
- PSAK No. 60 (Revised 2014) "Financial Instruments: Disclosure"
- PSAK No. 65 "Consolidated financial statements"
- PSAK No. 66 "Joint arrangements"
- PSAK No. 67 "Disclosure of interests in other entities"
- PSAK No. 68 "Fair value measurement"

ISAK which will be effective in the financial year beginning January 1, 2015 is as follow:

ISAK No. 26 (Revised 2014) "Reassessment of Embedded Derivative"

Early implementation PSAKs and ISAK is not allowed. As at the authorisation date of these consolidated financial statements, the Management is still evaluating the potential impact of the new and revised PSAKs and ISAK.

#### 50. Responsibility and Issuance for the Consolidated Financial Statements

The management of the Company is responsible for the preparation and presentation of the consolidated financial statements. The consolidated financial statements were authorized for issuance by Directors on March 3, 2015.

FINANCIAL REPORT

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