

Public-Private Partnership (PPP) Karawang Spuur Public Housing

Market Sounding II

Jakarta, 19 September 2023



Disclaimer

Important notes:

- Information related to the Project plan included in this market sounding material is indicative and is subject to change according to the development of the Project preparation stage, including based on discussions and/or input from market participants in the market sounding stage;
- 2. Information related to the Project plan included in this material as well as verbally conveyed in the market sounding discussion is confidential and limited to invited market participants;
- 3. Information submitted by market participants will be treated as confidential information and will not be disclosed to other market participants; and
- 4. The implementation of market sounding is non-binding, both to the Government Contracting Authority ("GCA"), PT Sarana Multi Infrastruktur (Persero), as well as Project preparation consultants.



Agenda



Market Sounding Objectives

Objectives of the Market Sounding:

- 1. To provide an overview to market players and lenders regarding Karawang Spuur public housing PPP project plan in Karawang ("Project");
- 2. To obtain input and/or responses from market players and lenders related to the Project plan, particularly for the scope of cooperation, cooperation structure, yields and other matters; and
- 3. To promote the Project to potential investors and lenders both national and international as well as other parties who have an interest in the Project.

Project Profile (1/4)

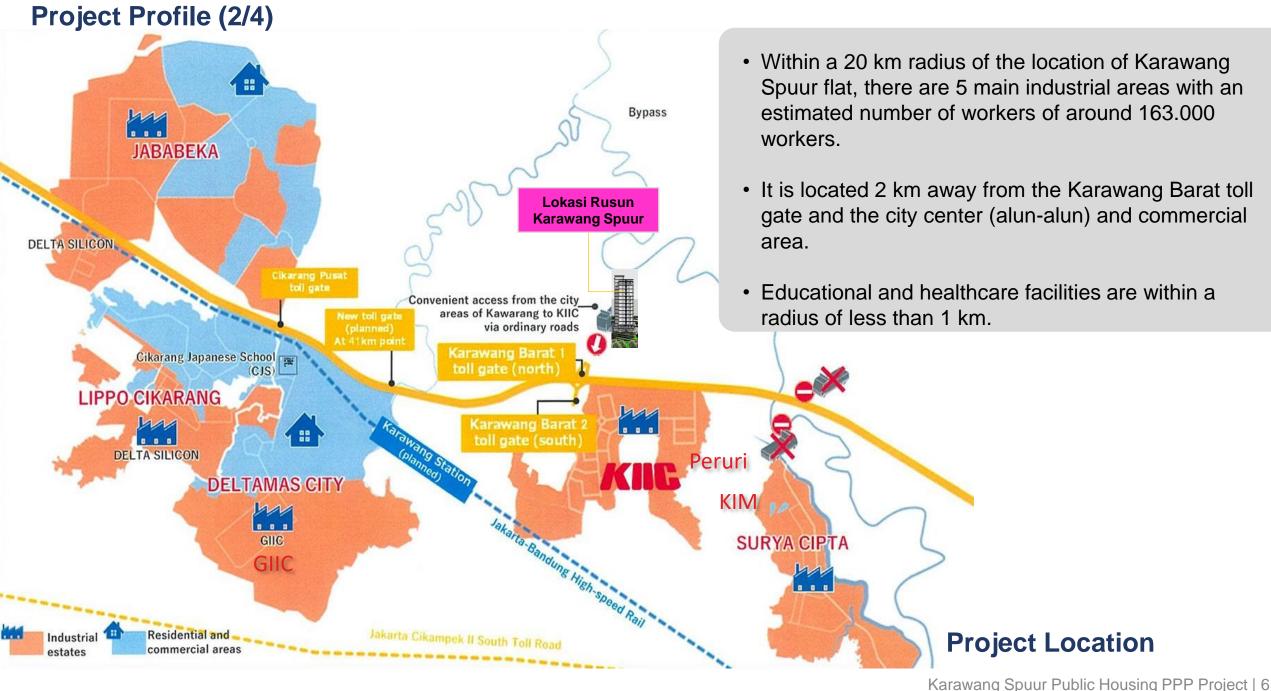


Sumber: Kajian Awal Prastudi Kelayakan, 2023.

| FINANCIAL INDICATION | | |
|----------------------|-------------------------|--|
| Investment Cost | Rp. 250-350 Billion | |
| OPEX | PEX Rp. 200-300 Billion | |
| | 18 years (operation) | |

| GENERAL INFORMATION | | | |
|---------------------|--|--|--|
| GCA | Ministry of Public Works and Housing (PUPR) | | |
| Project Location | Desa Wadas, Kec. Teluk Jambe Timur, Kab. Karawang Land: State owned by PUPR: 1,9 Ha (Sertifikat Hak Pakai) | | |
| Market Segmentation | _ow Income Community (MBR) | | |
| Apartment Capacity | 580 units of Rental Apartment (1 tower) Retail/kiosks and public/social facilities | | |
| Project Status | Preparation phase Preparation of FBC development | | |
| KBLI | 6811 – Rental Real Estate that is owned or rented | | |

| COOPERATION STRUCTURE INDICATION | | |
|----------------------------------|--|--|
| PPP Modality | DBFOMT | |
| Cooperation Period | 20 years (including 2 years of construction period) | |
| Return of Investment | Availability Payment | |
| Cooperation Scope Indication | Financing Construction (Residential, Commercial and Facilities/Supporting Infrastructure) Operation and Maintenance Handover after cooperation period | |



Project Profile (3/4)



Green Building Certificate

Full-furnished



Kiosk/Retail





Greenspace Area

Recreational Park



The features of flat sufficiently accommodate daily social activities for residents

Project Profile (4/4)



Clean Water PDAM & Water Recycle

Flood Resistant Infrastructure



Parking Space





Building Security and Safety System

Residents' Application



The features of flat sufficiently accommodate daily social activities for residents

Captive Target Market

Based on Real Demand Survey (RDS):

- Main market is Low Income Communities (MBR), especially workers who work in industrial estate around flat location (KIIC, KIM, Surya Cipta, Indoteisei, Bintang Puspa, KJIE, etc.).
- According to respondents' interests and ATP>WTP, it is planned to have 580 residential units and 98 Non-Residential Units (Kiosk and Retail).







Main facilities:

- Clean water PDAM
- Electricity PLN 1300 VA
- Full furnished
- Pantry + Kitchen Set
- Sitting toilet & Shower

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Captive Target Market – Low Income Household

1

Definisi

Low Income Citizen (Masyrakat Berpenghasilan Rendah – "MBR") is citizen who has purchasing limitations and needs the government support to acquire a house

2

Penentuan Kriteria MBR

MBR Criteria are based on its income which determined upon:

- a. Unmarried MBR: based on all net income sourcing from salaries, wages and/or the results of one's own business; atau
- b. Married MBR: based on all net income sourcing from salaries, wages and/or the results of the couple's combined.

| | Maximum Income (Rp) | | |
|---|---------------------|------------|--|
| Region | General | | |
| | Unmarried | Married | |
| Java, Sumatera, Borneo, Sulawesi, Bangka Belitung Islands, Riau Islands, | | 8,000,000 | |
| Maluku, Northern Maluku, Bali, NTT, NTB | | | |
| Papua dan Western Papua | 7,500,000 | 10,000,000 | |

Source: Ministry of Public Works and Housing (MoPWH) Regulation No. 1/2021 jo. MoPWH Decree No. 22/KPTS/M/2023

| Sco | Scope between IBE and GCA : Main PIC : Supporting Role | | | | |
|---------|--|-----|-----|--|--|
| No. | SCOPE OF RESPONSIBILITY | IBE | GCA | REMARKS | |
| I. PRE | CONSTRUCTION PHASE | | | | |
| 1 | Land Acquisition, EIA, ANDALALIN dan Spatial Planning Conformity | | • | | |
| 2 | Detailed Engineering Design (DED) development | • | | | |
| 3 | Financial Close | • | | | |
| II. CO | NSTRUCTION PHASE | | | | |
| 1 | Registration of Building permit/certificates (Building permit, BGH, SLF etc.) | • | | | |
| 2 | Construction work | • | | | |
| 3 | Development of SOP and Monitoring Tools for O&M | • | | To be agreed both IBE and GCA | |
| III. OF | PERATION PHASE | | | | |
| 1 | Provision, management, operation and maintenance of building facilities and services based on Key Performance Standard | • | | | |
| 2 | Marketing and promotion to public | • | • | IBE provides marketing activities but it is avoided of demand risk. The occupancy rate does not affect IBE performance | |
| 3 | Tenant management (tenant relations and complaint management) | • | | BUP provides reliable application system for tenant management including payment gateway. | |
| 4 | Extension of validity building permit/certificates (Property tax, BGH, SLF etc.) | • | | | |
| 5 | Tenant selection based on relevant regulation | • | • | IBE provides resident's administration including signing rent agreement. IBE is not burdened by the demand risk. | |
| 6 | Operation performance monitoring | • | • | IBE conducts self monitoring and GCA evaluates the results | |
| 7 | Revenue from tenants (apartment/retail) | | • | | |
| 8 | Return on investment to BUP | | • | IIGF will provide government guarantee to IBE | |

Project Structure

Based on Presidential Regulation No. 38/2015, Government Contracting Agency ("GCA") will prepare and procure Implementing Business Entity ("IBE") under Public-Private-Partnership ("PPP") scheme with general phase as follows

Bid Winner awarded with Bid Award during PPP tender process.

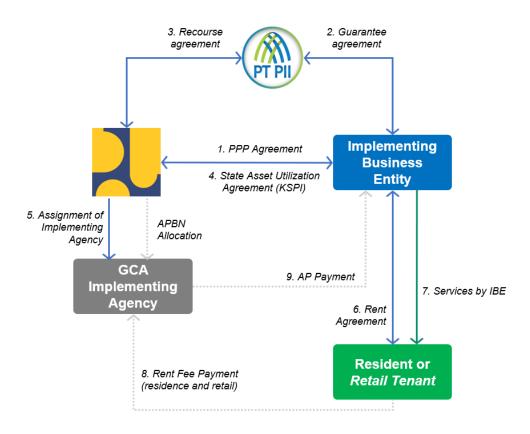


Bid Winner form IBE in the form of Limited Liability Company accordingly with Law No.40/2007



GCA signed PPP Agreement with IBE which become the contractual basis for IBE to execute Karawang Spuur Vertical Housing PPP Project

Indicative Structure of the Project:



Based on the structure on the side:

- GCA signed PPP Agreement with IBE.
- PT PII signed Infrastructure Guarantee Agreement with IBE.
- PT PII signed infrastructure Recourse Agreement with GCA.
- GCA signed State Asset Utilization Agreement (Infrastructure Provision Cooperation Scheme KSPI) with IBE.
- GCA assigned GCA Implementing Agency to act as collecting agent of the project income and paying agent of Availability Payment ("AP").
- IBE signed vertical housing unit rent agreement with MBR and commercial unit rent agreement with tenant.
- IBE operate the vertical housing built/ provide services during the PPP period.
- MBR and tenant pays rent fee to GCA Implementing Agency.
- GCA Implementing Agency pays AP to IBE based on fulfillment of service level agreement. AP received by IBE derives from: (i) GCA's budget (State Budget); and (ii) project income collected by GCA Implementing Agency.

Foreign Investor Participation

- Considering the Project is procured through PPP scheme, it has been structured that IBE shall appoint sub-contractor for the construction of the vertical housing.
- Based on the Presidential Regulation 10/2021, the relevant Standard Classification of Indonesian Business Fields (KBLI) for the IBE is as follows:

| Business Filed | KBLI | Description | Requirement |
|-----------------------------|-------|---|------------------------|
| Owned or Rented Real Estate | 68111 | This group includes the business of buying, selling, renting and operating real estate both owned and rented, such as vertical housing buildings, residential buildings and non-residential buildings (such as storage facilities/warehouses, malls, shopping centers and others) as well as the provision of houses and vertical housing or furnished/unfurnished vertical housing for permanent use, either monthly or annually. Including the activities of selling land, building development for self-operation (for renting spaces in the building), division of real estate into land lots without land development and operation of residential areas for movable houses. | for Foreign Investment |



Based on the above, foreign investor is invited to participated in Karawang Spuur Vertical Housing PPP Project by forming IBE accordingly with Foreign Investment Limited Liability Company (PT PMA) provisions.

Project Investment Return/Payment Mechanism

- 1. GCA will bear the risk of occupancy (demand risk) in implementing the Project, therefore, GCA provides compensation to BUP in the form of Availability Payments/AP including VAT as investment return.
- AP payments to IBE are made at a fixed (flat) rate every 3 months but will be linked and adjusted to the achievement of Service Level specified in the PPP Agreement.

The AP calculation formula that will be paid by the PJPK is as follows:

Quarterly AP = AP Value – AP Deduction/Penalty Value

Where:

AP = Full AP amount for the period of 3 months

AP Penalty = Deduction amount for BUP's failure to fulfill the Service Level within a period of 3 months.

Planned Key Performance Standards

- 1. Key performance standards would be the base of performance evaluation of IBE which will be agreed between IBE and GCA.
- 2. This includes a penalty mechanism for a failure to achieve performance standards.
- 3. The key performance standard requires suggestions from today's Market Sounding Participants.

| No. | Key Performance Std. | Main Evaluation Point | Evaluation Period | Target |
|-----|--|--|----------------------|-------------|
| | | Services | | |
| 1. | Security Services | Number of Incidents | 1 month | 0 kejadian |
| 2. | Cleaning Services | Satisfaction Ratio of Residential tenants | 3 months | 70% |
| 3. | Reception Services | Satisfaction Ratio of Residential tenants | 3 months | 70% |
| 4. | Claims and Emergency Response | Average response time | 1 month | 3 jam |
| 5. | Response for claims from GCA | Average response time | 1 month | 3 jam |
| 6. | Reporting to GCA | Timeliness of reporting | 3 months | Tepat waktu |
| 7. | In-house marketing support/Information center services | Satisfaction Ratio of guests regarding information clarity | 3 months | 70% |
| 8. | Socialization services | Ratio of MBR receiving socialization information | 3 months | 80% |

| | | | Evaluation | Target | | |
|-----|---|---|------------|--------|--|--|
| No. | Key Performance Std. | Main Evaluation Point | Period | | | |
| | Facility Availability | | | | | |
| 1. | Apartment Unit Availability | Ratio of the number of realtime available units against planned number of units | 1 month | 100% | | |
| 2. | Lobby and Hallway Availability | Ratio of the number of realtime available area of hallways (m2) against planned area of hallways (m2) | 1 month | 100% | | |
| 3. | Lift Availability | Time of lifts are operating against planned operating time | 1 month | 100% | | |
| 4. | Safety equipment in public spaces availability | Time of safety equipment is operating against planned operating time. | 1 month | 100% | | |
| 5. | Security equipment in public spaces availability | Time of security equipment is operating against planned operating time. | 1 month | 100% | | |
| 6. | Garbage collection facility availability | Ratio of garbage collection facility and space availability against planning. | 1 month | 100% | | |
| 7. | Units for public facility availability | Ratio of the number of realtime available units against planned number of units | 1 month | 100% | | |
| 8. | Units for Commercial use availability | Ratio of the number of realtime available units against planned number of units | 1 month | 100% | | |
| 9. | Parking Space Availability | Ratio of the number of realtime available area of parking space (m2) against planned area of parking space (m2) | 1 month | 100% | | |
| 10. | Service Management Application availability | Time of application are operating against planned operating time | 1 month | 100% | | |
| 11. | Accessibility Facility Availability | Time of accessibility faciliies are operating against planned operating time | 1 month | 100% | | |
| 12. | Information center facility availability | Time of information center facility is operating against planned operating time | 1 month | 100% | | |
| 13. | Domestic Wastewater Treatment Facility availability (SPALD) | Time of SPALD facility is operating against planned operating time | 1 month | 100% | | |

Risk Allocation

| Time of Biok | Risk Allocation | | | |
|--|-----------------|-----|------|--|
| Type of Risk | GCA | IBE | Both | |
| Design, construction, and operation test risk | | | | |
| Construction risk and construction cost overrun | | V | | |
| Delay in PDAM water connection provision | | | V | |
| Sponsor risk | | | | |
| Default of Implementing Business Entity, Project Sponsor, or Project Lender | | V | | |
| Financial risk | | | | |
| Fail to obtain financial close | | V | | |
| Operation risk | | | | |
| Facilities provision | | V | | |
| Poor or unavailability of service | | V | | |
| Utilities provision | | V | | |
| Revenue risk | | | | |
| Change in demand volume projection | V | | | |
| Estimation error from the previous model | V | | | |
| Connectivity risk | | | | |
| Risk of road and transportation network connectivity and smoothness of transportation system | | | | |
| Interface risk | | | | |
| Risk of imbalance in time and quality of work, and of differences in service standards/methods | | V | | |
| Political risk | | | | |
| Delays in obtaining approvals and discriminatory and specific regulatory changes | V | | | |
| Force majeure risk | | | • | |
| Natural disasters, political force majeure, extreme weather and prolonged force majeure | | | V | |
| Asset ownership risk | ' | | • | |
| Risk of declining asset value | | V | | |

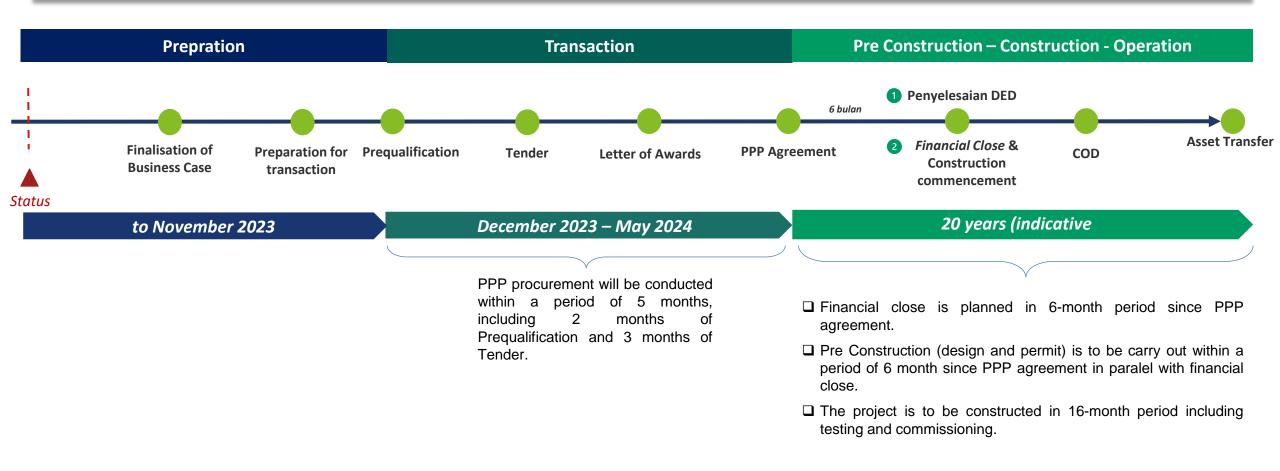
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Project Status

| Aspect | Status | Description |
|--|--------|--|
| Land | • | Usage Right Certificate (Sertifikat Hak Pakai) in the name of Ministry of Public Works and Housing |
| Spatial Suitability | • | The Government of Karawang Regency has issued an Approval for the Conformity of Spatial Utilization Activities (PKKPR) from the Land Office of Karawang Regency and has published Land Technical Considerations. |
| SUTT Boundary Recommendations | • | The Ministry of Energy and Mineral Resources has issued Technical Recommendations for SUTT Distance and Free Space |
| Building Height Recommendations from KKOP | • | The Ministry of Transportation (cq. Airport Authority Regional Office I) has issued Recommendations for KKOP Height of Karawang Spuur Housing |
| Support from Utilities Provider | • | PDAM Tirta Tarum Karawang has issued a letter of support for providing drinking water services PLN UP3 Karawang has issued a letter of support for providing electricity services |
| AMDAL Document | • | In the process of obtaining an Environmental Feasibility Decree (SKKLH) and environmental approval from the Government of Karawang Regency. |
| Government Guarantee | • | PT PII has issued confirmation to proceed In the process of obtaining a Letter of Guarantee Interest/Guarantee Principal Approval from PT PII |
| Final Confirmation of Availability Payment | • | Ministry of Finance has issued preliminary confirmation for AP GCA is finalizing the FBC for proposing AP final confirmation |
| Approval on BMN Utilization | • | GCA is finalizing the FBC for proposing BMN utilization approval from Ministry of Finance |

Indikasi Jadwal Pelaksanaan Proyek

The project is planned to be procured through a 1-stage tender mechanism based on LKPP Regulation 29 of 2018. The procurement process is planned to be implemented within a period of 5 months consisting of 2 months of Pregualification and 3 months of Tender. In regard to this, the following is a general description of the procurement stages that will be carried out by GCA:



Input/Responses from Market Players and Lenders





Signed Letter of Interest form in PDF format (softcopy) can be submitted via following email:

rusunkarawang@pu.go.id



PT. INDOKOEI INTERNATIONAL

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