

Report on Material Information or Fact

Company Name : PT Asuransi Adira Dinamika, Tbk. (the "Company")
 Business Field : General Insurance
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1.	Event Date	5 April 2021
2.	Type of Material Information or Fact	Signing of important conditional agreements for the Company
3.	Details of Material Information or Fact	<p>a. Parties Involved</p> <ul style="list-style-type: none"> - the Company - Zurich Insurance Company, Ltd. ("ZIC") - PT Zurich Insurance Indonesia (has changed its name into PT Zurich General Takaful Indonesia and is in the process of obtaining business license conversion into sharia general insurance from the Financial Services Authority) ("ZII") <p>b. Relationship between the parties involved The parties are affiliated considering that ZIC is the controlling shareholder of the Company and ZII.</p> <p>c. Important agreement for the Company Amendment to the General Insurance Portfolio Transfer Agreement that was signed on April 5, 2021 ("PPAU Amendment" or "Amendment"). General Insurance Portfolio Transfer Agreement is a conditional transfer agreement of ZII's general insurance portfolio to the Company which was first signed on 23 December 2020 ("PPAU").</p> <p>d. Transaction Value The transaction value fully depends on the results of the assessment and the fairness opinion report of the transaction issued by the Public Appraisal Service Office registered with the OJK ("KJPP").</p> <p>e. Objectives of the transactions The signing of PPAU Amendment is to adjust the provision on the transaction value and the date of implementation of the general insurance portfolio transfer of ZII to the Company.</p> <p>f. Procedures of the transactions: After fulfilling all the condition precedents in the PPAU and on the date of implementation of the general insurance portfolio transfer of ZII to the Company stipulated in the PPAU Amendment, the Parties sign the Deed of General Insurance Portfolio Transfer Number 20 dated 5 April 2021 made before Christina Dwi Utami, SH., MH., M.Kn., Notary in West Jakarta ("Deed of Transfer").</p>
4.	The impact of the event, information or material facts on the operational, legal, financial condition or business continuity of the Company	After the signing of the Deed of Transfer, the entire portfolio and conventional business of ZII will be transferred to the Company.
5.	Other information	<p>a. The signing of the Deed of Transfer is an Affiliated Transaction because the transaction of the transfer of ZII's conventional portfolio and business is carried out between 2 (two) companies that are controlled, either directly or indirectly by the same party, as referred to in Article 1 (1) (e) POJK No.42 /POJK.04/2020 concerning Affiliated Transactions and Conflict of Interest Transactions dated 1 July 2020.</p> <p>b. The transaction is not transaction with Conflict of Interest considering that there is no difference between the economic interests of the Company and the personal economic interests of the Directors, Commissioners and Majority Shareholders of the Company which could harm the Company due to the transaction.</p> <p>c. The transaction is not a material transaction as defined in POJK No.17 / POJK.04 / 2020 concerning Material Transactions and Changes in Business Activities dated April 20, 2020. Keeping in mind that the Transaction value does not exceed 20% of the total value of the Company's equity based on the Company's Financial Statements.</p>