The initial idea of the PT. Pelabuhan Indonesia II (Persero) or ("IPC") starts the construction and development of the Tanjung Priok Port, better known as Kalibaru Terminal -Tanjung Priok Port since 2010. Currently, the capacity of the Tanjung Priok port container terminals around 8 million TEUs and when Kalibaru Terminal 1 was completed in 2018, the capacity of the Port of Tanjung Priok will increase 4.5 million TEUs to 12.5 million TEUs. Even if the second phase will be completed in 2030, the Tanjung Priok port capacity is able to accommodate 20-22 million TEUs of containers.

Kalibaru Terminal development, is a new terminal inside the Tanjung Priok Port area with major reclamation activities on the north side of the harbor. Where processing of the construction of this terminal (groundbreaking) initiated by the President of the Republic of Indonesia, Susilo Bambang Yudhoyono, last March 23, 2013.

Development of Tanjung Priok Port, is part of the Master Plan for the Acceleration and Expansion of Indonesian Economic Development (MP3EI) from 2011 to 2025, where one of the main strategies to be implemented is the strengthening of economic connectivity. In this case, MP3EI mandated to develop the port of Tanjung Priok port as the main international gateway into national and international connectivity. This is in line with Law Number. 17 of 2008 on Shipping, Government Regulation Number. 61 of 2009 on Ports and Transportation Minister Decree Number. 53 2002 About the National Ports Arrangement where Tanjung Priok port in Jakarta is a major Ports that serves as the backbone of national development. The position is so integral to the transportation system and the national logistics, demanding continuous Tanjung Priok port must be able to facilitate economic activity and Indonesia trade.

That the urge of implementation Kalibaru Terminal construction is not negotiable, and even considered a bit late, why?

**BACKGROUND**

**Economic Growth and Increased Container Traffic**

The background of the need for immediate action to address the construction of a new port of Tanjung Priok port capacity shortage in the year 2015. Where the container traffic growth will continue to increase in the future along with the national and global economic growth. Globally the development of the world economy (measured by the world GDP growth) for the period 1999-2003 to 3.3% per year and slightly increased to 4.2% per year for the period 2004-2008. While the average growth of the Indonesian economy for the period 1999-2011 was 4.5%.

This has an impact on the growth of goods traffic at the port. The growth of container traffic in Tanjung Priok in the last 10 years an average of 5.5%, while growth between 2009 to in 2012 reached 23%. With the rapid growth that it needs to be supported by adequate preparation facilities. Realization of container traffic in 2011 (5.8 million TEUs) and from 2013 to 2014 over 6 million TEUs and predicted the end of the year from 2015 to 2016 more than 7 million TEUs.

(Sources: Documentation of PPI Corporate Public Relation)
In 2009, the capacity of the Tanjung Priok container terminal can only accommodate 4.5 million TEU's. IPC Management efforts were made to increase the capacity and the capacity of the port so that the increased port capacity to 8 million TEU's. The efforts of these efforts include the Setup program (reconfiguration) port has also been started in 2008, both the arrangement in the area of the first line and second line in the area of the port environment. For the arrangement of the first lines in the area began with the demolition of warehouses unproductive into yard, it is intended to increase the capacity for container stacking yard. Furthermore, the arrangement of the second line of the port area through the arrangement of office in the port area by relocating the office-office no direct interest in the operational activities of the port into a container yard, strengthening in some container yard in the port.

To increase the capacity and productivity in the Port of Tanjung Priok, investment purpose to provide loading and unloading equipment, with the additional of 47 units of loading and unloading equipment as follow: the terminal I add 2 units of Harbour Mobile Crane; terminal II add 8 units of Luffing Crane, 11 units of Harbour Mobile Crane and 3 units of Quay Container Crane and Terminal III there are 4 units of Luffing Crane, 9 units of Harbour Mobile Crane and 10 units of Quay Container Crane. The investment of equipment is commence by the company's internal financing and equipment mobilization collaborate with the operating partners. With the additional equipment, loading and unloading capacity at each terminal can increase two to three times and ship waiting times reduce to 60 to 70%. Productivity rate at Tanjung Priok port previously only 9-10 box containers per hour to 30 box containers per hour. While waiting period usually four days reduce to 1 to 1.5 days.

Another program is strengthening and deepening of the jetty and the berthing pool in order to serve the larger ship (draft vessels 12 m) and pavement strengthening in entire container yard. The jetty is installed with crane rails as a track movement support of the loading and unloading equipment. Strengthening of road and infrastructure in all areas of the lines I and II with the concrete pavement, in order to increase the surface bearing capacity that suitable with the characteristics of heavy cargo as well as the arrangement of gates in the first line of the port area.

(Sources: Documentation of PPI Corporate Public Relation)
After the land optimization, land reconfiguration and additional equipment as well as the buildings removal that no direct relationship with the port operation, Tanjung Priok port capacity previously able to accommodate 4.5 million TEUs, rise up to 7 to 8 million TEUs. While the containers traffic is expected by the end of 2015-2016 exceeded 7 million TEUs. It is means that the optimum capacity has been exceeded (over capacity).

In order to anticipate the containers traffic, Tanjung Priok Port planned additional capacity through the construction of Kalibaru container terminal so the port congestion can be avoided.

Re-arrangement with Improved productivity – 2012, Tanjung Priok Port is equipped with a number of loading and unloading equipment to improve the productivity rate, increasing the capacity and reduce the ships waiting time in the port.

**Trend Use of ship above 10-15 thousand TEUs.**

Another challenge of Tanjung Priok port is limited facility to serve 6,000 TEUs vessels. Meanwhile, the ships user’s trend of demands is vessel with capacity over 10,000 – 15,000 TEUs in order to reduce the logistic cost per container. Meanwhile, container terminal facility at the existing Tanjung Priok is currently only able to serve a maximum of 6000 TEUs vessels.

This condition requires navigation channel facilities, safe jetty and berthing pool and the supporting equipment to serve direct call container ships with a larger size, adequate infrastructure and superstructure should be prepared.

Only with land reconfiguration at Tanjung Priok port as a whole environment, proven with an increase of direct services to some destination port (direct call service) by several shipping companies. The increase is caused by the container transshipment reduction to several countries in Asia, in the previous period (2012), from 60% to 70% of containers as average are using Port of Singapore and Port of Tanjung Pelepas-Malaysia as a transhipment port, but since 2010 decrease 30 to 35%.

Moreover, during the previous period the Port of Singapore became a favorite location of transshipment or the transfer vessel of Indonesia ports, including the Tanjung Priok port. Based on data from the Indonesian National Shipowners Association (INSA) noted that more than four million TEUs of containers from and to Indonesia must go through the Port of Singapore. Total foreign exchange coming into Singapore is estimated at US $ 1.4 billion, assumed that the shipping cost from Jakarta to Singapore amounted to US $ 350 per TEUs.

Then the situation must end by developing a new terminal at Tanjung Priok, which involves abroad partners who has an international reputation.

**Challenges in New Priok Port Project completion.**

The initial idea of New Priok port development located in the north Kalibaru officially presented on the IPC Meeting with Indonesian Vice President on June 17, 2010 which the issue is the expansion of Tanjung Priok Port. Where in the meeting presented the background and urgencies for immediate action development of the new terminal of Tanjung Priok port to address the capacity shortage in 2015.

Immediately after the meeting, in 2010 IPC follow up by sending a Feasibility Study, Detail Engineering Design, and Environmental Impact Assessment Study to the Indonesian Vice President’s Secretariat Office as indication of the seriousness and readiness of IPC on the NewPriok Port development plan.

In addition, the IPC also propose a new port development principle approval to the Ministry of Transportation in accordance with the mandate of the minute of meeting with the vice president. Ministry of Transportation responded positively by giving principle permission for the IPC to implement the principle of development and the operation of New Priok Port Development.

But a month later, the Ministry of Transportation withdraw the permit with clarification that the construction and operation of the project required a bidding process. Since the moment, a big challenge in IPC efforts to carry out the development of New Priok Port.

Ministry of Transportation give construction permits of the New Priok Port by bidding process with term and conditions formulated by the Ministry of Transportation. Response to these conditions, IPC objected and insisted that "IPC NOT INTEREST TO PARTICIPATE IN THE TENDER". The reason of the IPC objection is, with the term and conditions formulated by the Ministry of Transportation, the project is not feasible from financial perspective.

In the conditions formulated by the
Ministry of Transportation, the Scope of Work in New Priok Port minimized regarding with the recommendation of the Japan International Cooperation Agency (JICA): built one container terminal; one kilometer length of jetty; 1.5 million TEUs/year of terminal capacity; the depth of berthing pool just – 15 meters LWS and required the high bridge construction that large ships can be passed underneath.

In this condition, the government continue the program of new port development issues at Cilamaya region as “Future Priok” located only 60 miles to the east of Tanjung Priok, considering the capacity of “New Port” will not last long to meet development of ships and goods traffic in the Port of Tanjung Priok with current trends.

Respon to the tender conditions and the growing issues, IPC held a meeting with the Ministry of Transportation to draw a clear line of IPC principle to carry out New Priok Port development where: First, IPC proposal is according to the initial plan that have been proposed on the meeting with the Vice President. Second, the New Priok Port Development Plan should be the main priority for infrastructure development program in Indonesia.

Legal Aspects

The realization of government support to PT Pelabuhan Indonesia II (Persero) for the development of Kalibaru Terminal seen by the publishing of Presidential Decree Number. 36 of 2012 on Assignment to PT.Pelabuhan Indonesia II (Persero) to build and operate Kalibaru Terminal Port of Tanjung Priok. It means PT Pelabuhan Indonesia II (Persero) has a mandate to execute and implement in the transportation sector in Indonesia, considering Kalibaru Terminal is one implementation of a long-term strategic project, Indonesian transportation sector development included in the master Plan MP3RI. It is intended to be able to push stabilization and efficiency of national logistic that beneficial to Indonesia for competing in the global arena.

This is in line with Tanjung Priok Port Master Plan based on the Minister of Transportation Regulation Number. 38 Year 2012 dated June 13, 2013. 2012. This regulation is the confirmation of facilities development plan at the Tanjung Priok port to meet the requirement of port service based on the sea transport development.

As a follow-up of the government of Indonesia regulation through the Ministry of Transportation and the Port Authority of Tanjung Priok, PT. Pelabuhan Indonesia II (Persero) has been granted the concession to build and operate Terminal Kalibaru with 70 years concession period. In the concession PT. Pelabuhan Indonesia II (Persero) will build Kalibaru Terminal Phase I consists of three container terminals and 2 products terminal / Fuel / Bulk Liquid, with the phasing of development is between 2012-2018.

To support the development and operation activities of Kalibaru Terminal, PT Pelabuhan Indonesia II (Persero) can collaborate with its subsidiaries and strategic partners. It is found in Presidential Decree 36 of 2012 and the Concession Agreement between PT Pelabuhan Indonesia II (Persero) with Port Authority of Tanjung Priok.

As implementation of construction the Ministry of Transportation has given the the construction permit and the Ministry of Environment has given the Environmental Permit by the end of December 2012.

In this project, IPC make important decisions about the fate of Kalibaru Terminal in the Port of Tanjung Priok. The fate of a large project, will put at stake the name of PT Pelabuhan Indonesia II (Persero), or IPC may collaborate with other business entities to follow the rules of good corporate governance through the terminal operation and the fund rising to finance the largest terminal development in Indonesia is the determination of operation partners to support operation of the Kalibaru Terminal first phase development at the end of 2015, because the entire funding issued for the terminal construction is not using funds the state budget (Budget).

Funding aspects

The overall cost required of Kalibaru Terminal development estimate reached 47 Trillion rupiah. For phase I needed 24 trillion rupiah which is consists of infrastructure 13 trillion rupiah and 11 trillion rupiah for the superstructure / equipment. While the second stage takes 23 trillion rupiah.

The entire development funding of Kalibaru Terminal comes from IPC corporate funding and no funding comes from the state budget. In addition to the company’s internal resources, funding through bank loans as well as cooperation with strategic partners in particular operator for the provision of loading tools such as Gantry Crane at the jetty, Rubber Tire Gantry in the field, Truck, etc.

IPC cooperation schemes in collaboration with strategic partners who have an international reputation and ultimately the existence of these terminals can provide benefits and positive impact to the nation. Therefore, in the choice of operating partner for each terminal should provide added value in the form of assurance for large-scale ship comes to the terminal, in addition with the guarantee of investment capabilities and terminal equipment facilities during the process of cooperation in each of these terminals.

Operation of Container Terminal I (CT1) - Terminal Kalibaru

To support the accelerated program of Kalibaru Terminal development, IPC conduct funding cooperation through syndicated loans and strategic partner cooperation scheme with the pattern of land leases, revenue sharing operations and investment in equipment at each terminal.

Currently, IPC has conducted syndicated bank loans for financing the terminal development. As for financing the superstructure construction of Container Terminal I (CT1), PT Pelabuhan Indonesia II (Persero) cooperate with Mitsui & Co., Ltd. after the previous selection process followed by ITCS1 and APM Terminals (Maerks Line). Mitsui consortium consisting of Mitsui & Co., Ltd.,
Nippon Yusen Keise and the Port of Singapore Authority (PSA), the network will provide USD $ 160 million investment of equipment in Container Terminal I plus upfront fee of US $ 100 million to finance the construction and operation of the Container Terminal I Kalibaru and sharing concession fee of 0.5% of gross revenue for the Container Terminal I commercial operation.

In the operation of Container Terminal 1 (CT1) Mitsui consortium in collaboration with IPC TPK a subsidiary of PT Pelabuhan Indonesia II (Persero) by forming a joint venture (JV) called NPCT1 (New Priok Port Container Terminal 1)

The description indicate that the Kalibaru terminal project is able to provide a good prospect and attract foreign investors to invest in Indonesia, the terminal will becomes the largest international port in Indonesia, which will be the backbone of trade and national economic growth.

**Strategic Partnership**

For the operation of the Kalibaru terminal Phase I, IPC cooperate with strategic operating partners who have the competence and international reputation. There are several reasons and consideration why the IPC should perform strategic partnerships, including:

First, the operating partners will invest in equipment and operating systems. This will reduce the financial burden of the IPC;

Second, the operating partners have a strong international network, which is expected to provide a new volume of goods traffic and could lead to "Direct Call" (direct visits) with a large ships size from Europe, America, China and others. This is expected to reduce the transhipment of Indonesia export / import activities through the port of in neighboring countries;

Third, will increase the competitive ability and performance of the Tanjung Priok port with world-class terminal productivity; and

Fourth, as skills and knowledge transfer when manage the terminal operations with world-class port standard.

**Technical Aspects**

In principle, the Kalibaru terminal development is divided into two phases. Phase I (2013-2018) consisted of 5 (five) terminals: 3 container terminals (each terminal capacity of 1.5 million TEU's / year) with a back up terminal area covering 122 hectares. 2 products terminal (each capacity 5 Million M3 / year) area of 90 hectares, and the total length of jetty is 4,000 meters long.

While phase 2 (2018-2023) consists of 4 container terminal with each capacity of 2 million TEU's / year, a total quay length of 4,000 meters. For the container terminal berthing pool, the channel and basin depth is -16 M LWS and can be expand to a depth of -20 M LWS (depth berthing design). The total area of container yard 180 ha and a total length of quay 4,000 meters long.

With capacity increasing through Kalibaru terminal, expected in 2030 Tanjung Priok port can serve up to 20-22 million TEUs container's and receive ships with a capacity of >15,000 TEU's (ships with a draft depth of 16 meters and a length of >300 meters).

(Sources: Documentation of PPI Corporate Public Relation)
New Priok Development Plan

<table>
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<th>PHASE</th>
<th>TERMINAL</th>
<th>TYPE</th>
<th>CAPACITY</th>
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<th>LENGTH</th>
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<td>1,000 m</td>
<td>2019-2030</td>
</tr>
</tbody>
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Involving World Class Partner and SOE Corporated Synergy

The Kalibaru Terminal principle design has been developed by PT.LAPI-ITB while for construction supervision work of the terminal IPC has been appointed Royal Haskoing DHV (Netherlands).

The main activities of the construction consists of:
- Dredging channel and basin
- Jetty Construction
- Breakwater Construction
- Terminal Reclamation Area (partly using dredged material channel and basin) for Container Terminal 2, Container Terminal 3, Product Terminal 1 and Product Terminal 2.
- Building Construction for Container Terminals 1 and container yard with Deck on Pile system.
- The bridge/access road construction, connecting the terminal to the Jakarta Outer Ring Road (Jakarta

(Source: Documentation of PPI Corporate Public Relation)
1. Piling Works

The construction phase I began in early March 2013. Kalibaru Terminal development design using a combination of the two systems "deck on pile" and reclamation. For Container Terminal I use a system that requires a deck on pile, 2106 for jetty and 9498 for yard. A total of 15,890 piling work is divided into three different diameter of 1,000 mm, 800 mm and 500 mm with a length between 22-34 meters without a joint. Deep piling work as a foundation structure of the dock at the Kalibaru container terminal in order to obtain sufficient soil bearing capacity of the land under the dock. One third of pile material is imported from Malaysia and China.

Currently, until the end of February 2015 pilling work already finish with 2,106 points at the Jetty Area, 9186 points at the container yard and 1,179 points at the access road to Terminal Kalibaru. Meanwhile on the Pre-Cast unit installation, 5,742 units have been installed at the jetty area, 28,296 units at the container yard and 1,818 units at the access road.

Waterfront reclamation for Container Terminal 2 and 3 in the north side of Tanjung Priok, requires 50 million m³ of reclamation material that will be used for 180 hectares yard area and 2,736 piles for jetty. For breakwater structure work was need 2.8 million m³ of rocks with various weight between 50-400 kg and more than 5.6 million bamboo units for the bamboo mat and cluster under the breakwater.

Channel access and basin of the terminal designed with a depth of -16 MLWS to 20 MLWS, the dredging work should dredged material as much as 25.1 million M³. For the implementation of the dredging work, the main contractor of PT Pembangunan Perumahan has collaboration with Van Oord (Netherlands) an international contractors, which is a leading company in the world that have expertise in the dredging field.

2. Upper Structure Work

Jetty 1A is designed to accommodate 220,000 DWT vessels. Jetty 1A is designed with up to -20 mLWS depth and has dimensions of 850.3 x 57.5 m with deck on pile structure and precast concrete. 50% Pier Structure 1A targeted to be completed in June 2015 along the 450 M 'and overall the whole 850 of the third quarter 2015.

Container Yard 1A is a deck on piles structure with Rubber Tyred Gantry Crane (RTGC) operating at the container yard. Container Yard 1A using deck on piles system which is Precast Concrete built on pile foundation. The target completion of 50% Container Yard 1A or 16 ha in mid-2015 and the entirety terminal complete in the third quarter of 2015. Base on operation plan of the first 450 m terminal will be equipped with 4 units Container Crane and 10 units Rubber Tyred Gantry Crane as operational equipment. The first phase equipment arrival expected in May 2015, 2 units Container Cranes and 3 units Rubber Tyred Gantry Cranes and second arrival in August 2015 by 2 units Container Crane and 7 units Rubber Tyred Gantry Crane.
Jetty 1B

Jetty 1B design has the same size with jetty 1A with the depth design up to -20 mLWS and dimensions of 50.0 x 1658.4 m. Jetty 1B construction is targeted to be completed by mid-2018.

Kalibaru Access road construction to Container Terminal Kalibaru

Access Road structure serves as a connecting bridge between the Container Yard 1A with the mainland. The length of the access road above the sea is ± 700 m with structural deck-on-pile. Currently, 1,179 piling units for the access road construction progress is complete and precast units installation of 1,818 from the total 3,275 units.

3. Dredging Works.

Commencement of dredging work to obtain the depth design and make sure passed by 15,000 TEUs vessel or the ship weight over 200,000 DWT (Dead Weight Tons). Berthing Pool of Jetty 1A and jetty 1B was dredged up to -20.00 mLWS using Grab Dredger. Port basin and access channel will dredge up to -16.00 mLWS using Cutter Suction Dredger and Trailing Suction Hopper Dredger. The total volume of dredging work is 25,180,595 m3. Dredging material will be used as reclamation material on phase 1B. Until February 2015, the volume of dredging work has reached 11 million m3 of dredging and reclamation.
4. Reclamation

Reclamation Container Yard 1B

Container Yard 1B dimensions is 2000 x 850 m which is reclamation area. Reclamation area in the future will function as a new area for container stacking yard. Reclaimed using dredged material and sand material. Sand material needed for the reclamation area is equal to 9,793,679 m3. Sand for reclamation will be transported using TSHD (Trailing Suction Hopper Dredger) capacity of 30,000 m3 to be deployed in the reclamation area. Soil improvement method using PVD and sand for preloading up to a height of +10.5 LWS. Total PVD material (prefabricated vertical drains) used for are 19,162,68 million m'.

Reclamation work (installation of silt curtain) until the end of 2013

Breakwater Work

Breakwater is a structural protection of outer part reclamation area and the overall harbor area. Breakwater using bamboo materials as foundation (cluster and matras) and a pile of stones as upper structure (system Rubble Mound). Bamboo structure consist of ~5.6 million bamboo units not only function as a foundation, but also bearing structure against the lateral force of landslides. The various size of stones size used at the breakwater range from 50-75 kg for cores, 400 kg for the cover. The total volume of stones material is 2,182,613 m3. As wave barrier from the open sea the breakwater will secure with concrete armor A-jack type of as Until the end of February 2015, breakwater construction progress has been realized along the 4 km with a material volume that in place is reached 900 thousand m3 of rock range size from 50 kg to 400 kg and 212 thousand M3 bamboo mat that is already installed.
Access Road Connects the Terminal with Toll JORR

1.8 km of access road built to facilitate the traffic flow from and to the port, which is consists of a road 900 M along above the sea and the rest (900 M) that connects the terminal to the Jakarta Outer Ring Road (JORR toll road). Besides the Eastern Access Road connecting the terminal with Cilincing – Cibitung Toll Road, as an alternative road connecting the port of Tanjung Priok with the JABABEKA industrial area of Cibitung.

Obviously the Cibitung – Cilincing Toll Road will reduce the traffic burden in Cikampek – Jakarta Toll Road. Besides, improvement of port services by increasing the frequency of the container transporter from the port to the Industrial Center from of 1 times a day trough Cikampek – Jakarta Toll Road to 2-3 times a day trough Cibitung – Cilincing Toll Road. Moreover, according to the JICA Study shows 70% of exports and imports traffic come from the industrial center of eastern Jakarta (Cibitung, Cikarang and Karawang).
Operational Aspects

Kalibaru Terminal Development Impact.

For IPC, in the medium term which is the terminal has been operated properly, it will increase the income and the asset value of the company, and in turn will provide an increase of dividends to the government.

The direct impact of the Kalibaru Terminal development are:
First, increasing of the port capacity from 7 – 8 million TEUs to 12.5 JTA TEUs (Phase I in 2018) and 20 million TEUs (Phase II in 2023), and avoid the congestion risk due with the growth of container traffic to the port.

Second, the terminal capability to accommodate vessels above 10 to 15 thousand TEUs with 16 M LWS draft at the terminal. The terminal will provide fast and accurate service with modern facilities will become a "Port of Choice" (port option) for international and regional shippingline in the end the terminal will become PORT HUB in Indonesia.

Third, the availability of a dedicated terminal for Product Terminal (Oil and Gas) with 10 Million Cubic Meters capacity, the terminal simultaneously serve as a "buffer stock" for the national supply of Indonesia Oil and Gas for the western region.

Fourth, generally encourage foreign investors to invest in Indonesia, especially foreign investors in the maritime and port field.

Fifth, drive the reduction of logistics cost by the terminals availability and supported with high productivity equipment and international standard service. Certainly contributes to the efficiency of transport costs paid by the customer / cargo owner and ultimately will impact to the national economy growth.

Sixth, create jobs opportunity during construction process to the local communities around the port.

Seventh, increase the number of new jobs opportunity after Kalibaru Terminal operation, not only in the port operations, but also in all sectors related to the port and the logistics distribution network. operations are counter balance by productivity rate and international standards service, will impact to efficiency and operational cost savings of the port and time value saving (Value of Time).

Ninth, save of the state budget burden for financing infrastructure in the port sector and the access roads around the port.

Tenth, goods distribution sharing in each terminal, it will reduce the traffic burden on certain roads around the port.

Eleventh, increase of the land value (Land Value), reclaimation area and around the port corridor.

Twelfth, give a positive image to the Port of Tanjung Priok operations, give adequate road access between the port and industrial area, because Kalibaru Terminal.

Eighth, increase of the activity and port is projected to be able and better, meet with customer requirement in the future.

The existence of Kalibaru Terminal - Tanjung Priok role will be the reinforcement to the national economy and international connectivity.

(Sources: Documentation of PPI Corporate Public Relation)