

**The Minister of Trade of the Republic of Indonesia**

**REGULATION  
OF THE MINISTER OF TRADE OF THE REPUBLIC OF INDONESIA  
NUMBER 37/M-DAG/PER/9/2007**

**CONCERNING**

**OPERATION OF COMPANY REGISTRATION**

**WITH THE BLESSING OF GOD ALMIGHTY**

**THE MINISTER OF TRADE OF THE REPUBLIC OF INDONESIA**

Whereas:

- a. in order to create a conducive business climate to support increases in investment, it is necessary to amend the provisions concerning the operation of company registration;
- b. for that reason it is necessary to compile guidelines for the operation of company registration as an attempt to improve prime services to the business world;
- c. given the considerations in subparagraphs a and b, it is necessary to promulgate a Regulation of the Minister of Trade.

In view of:

1. The Mandatory Company Register Act No. 3 of 1982 (Statute Book of the Republic of Indonesia 1982 No. 7, Supplement to the Statute Book No. 3214);
2. The Local Government Act No. 32 of 2004 (Statute Book of the Republic of Indonesia 2004 No. 125, Supplement to the Statute Book No. 4437) as amended by The Promulgation of Government Regulation In Lieu of Law No. 3 of 2005 concerning Amendment of the Local Government Act No. 32 of 2004 as Law Act No. 8 of 2005 (Statute Book of the Republic of Indonesia 2005 No. 108, Supplement to the Statute Book No. 4548);
3. The Capital Investment Act No. 25 of 2007 (Statute Book of the Republic of Indonesia 2007 No. 67, Supplement to the Statute Book No. 4724);
4. The Government of the Province of Jakarta Capital City Special Region as Capital of the Unitary State of the Republic of Indonesia No. 29 of 2007 (Statute Book of the Republic of Indonesia 2007 No. 93, Supplement to the Statute Book No. 4744);
5. The Limited Liability Companies Act No. 40 of 2007 (Statute Book of the Republic of Indonesia 2007 No. 106, Supplement to the Statute Book No. 4756);

6. Government Regulation No. 39 of 2003 concerning Rates for Types of Non Tax State Revenues (PNBP) Prevailing in the Department of Industry and Trade (Statute Book of the Republic of Indonesia 2003 No. 80, Supplement to the Statute Book No. 4303);
7. Government Regulation No. 38 of 2007 concerning Division of Government Business Between the Government, Provincial Governments, and City/Regency Governments (Statute Book of the Republic of Indonesia 2007 No. 82, Supplement to the Statute Book No. 4737);
8. Presidential Decree No. 53 of 1988 concerning Businesses or Activities Not Subject to the Mandatory Company Register;
9. Presidential Decree No. 187/M of 2004 concerning Formation of the United Indonesia Cabinet as several times amended, most recently by Presidential Decree No. 171/M of 2005;
10. Presidential Regulation No. 9 of 2005 concerning Position, Duties, Functions, Authority, Organisational Composition, and Working Procedures of Ministries of the Republic of Indonesia as several times amended, most recently by Presidential Regulation No. 94 of 2006;
11. Presidential Regulation No. 10 of 2005 concerning Echelon 1 Organisational Units and Duties in the Ministries of the Republic of Indonesia as several times amended, most recently by Presidential Regulation No. 17 of 2007;
12. Presidential Regulation No. 76 of 2007 concerning Criteria and Requirements for Compilation of Closed and Conditionally Open Lines of Business in the Capital Investment Sector;
13. Presidential Regulation No. 77 of 2007 concerning List of Closed Lines of Business and Conditionally Open Lines of Business in the Capital Investment Sector;
14. Decree of the Minister of Trade No. 101/KP/I/95 concerning Proposal, Appointment, Dismissal, and Transfers of Civil Servant Investigators in the Department of Trade;
15. Regulation of the Minister of Trade No. 01/M-DAG/PER/3/2005 concerning Organisation and Work Procedures of the Department of Trade as amended on several occasions, most recently by Regulation of the Minister of Trade No. 22/M-DAG/PER/5/2007;

**HAS DECIDED**

To promulgate:

**A REGULATION OF THE MINISTER OF TRADE CONCERNING OPERATION OF COMPANY REGISTRATION**

**CHAPTER I**  
**GENERAL PROVISIONS**  
**Article 1**

In this Ministerial Regulation, the following terms have the following meanings:

1. “Company Register” means the list of official records made in accordance with or pursuant to the provisions of the Mandatory Company Register Act No. 3 of 1982, hereinafter called the “WDP Act” and/or its implementing regulations and containing the items which must be registered by each company and ratified by the authorised official from the Company Registration Office.
2. “Certificate of Company Registration”, hereinafter called “TDP”, is the certificate of ratification given by the Company Registration Office to companies which have registered.
3. “Company Registration Form” means the list of contents which contains the company data to be filled in and signed by the owner, manager, or person-in-charge of the company in order to obtain a TDP.
4. “Subsidiary” means a company which is wholly or partially owned and is controlled or overseen by another company and which in general owns all or a majority of the shares/subscribed capital in the subsidiary.
5. “Company Branch Office” means a company which constitutes a unit or part of its parent company, which may be domiciled in a different place, and which may be independent in nature or be assigned to perform some of its parent company’s tasks.
6. “Company Agent” means a company which has been given a power of attorney to perform some or all of the activities of another company for which it is an agent by an agreement or contract.
7. “Company Representative” means a company which acts to represent a company’s head office to perform some activity and/or management in accordance with the authority specified.
8. “Company’s Sub-branch Office” means a company which handles tasks from the head office or branch office.
9. “Sole Trader” means a company owned by an individual who acts personally as entrepreneur to directly manage and supervise the company he/she owns himself or herself and does not constitute a legal entity or partnership.
10. “Permit” means a technical permit or stated equivalent thereto issued by the authorised government agency and given to the entrepreneur for the performing of business activities.

11. “Company Registration Office”, hereinafter called “KPP” means an organisational unit with the task and responsibility of operating the mandatory company register as determined by the Minister.
12. “Mandatory Company Register Civil Servant Investigator”, hereinafter called a “PPNS-WDP” means a particular civil servant who works in the technical unit which has the task and responsibility of operating the mandatory company register in the KPP, who is appointed and given authority to monitor and investigate criminal acts in the area of the mandatory company register pursuant to a Decree of the Minister whose tasks and authority are in the legislation sector.
13. “Isolated Area” means a Subdistrict which is difficult to reach geographically and can only be reached by air or sea or river.
14. “TDP Issuing Official” means the Head of the Service whose tasks and authority are in the trade sector in his working territory or the officer with the task and authority in the implementation of the One-Stop Integrated Service or some other official stipulated in this Ministerial Regulation.
15. “Director” means the Director of Business Development and Company Registration, the Directorate General of Domestic Trade, the Department of Trade.
16. “Director General” means the Director General of Domestic Trade, the Department of Trade.
17. “Minister” means the Minister whose tasks and responsibility are in the Trade sector.

## **CHAPTER II**

### **OBLIGATIONS, TIME, PLACE OF AND EXEMPTIONS FROM REGISTRATION**

#### **First Part**

#### **Obligations, Time and Place of Registration**

##### **Article 2**

- (1) Every company in the form of a Limited Liability Company (PT), Cooperative, Limited Partnership (CV), Firm (Fa), Individual, and Other Forms of Business (BUL), including Foreign Companies with the status of Head Office, Sole Office, Branch Office, Sub-branch Office, Subsidiary, Company Agent, and Company Representative, which is domiciled and does business in the Unitary State of the Republic of Indonesia must be registered in the company register.
- (2) The Companies contemplated in paragraph (1) must register in the Company Register within 3 (three) months as from when the company starts doing business.

##### **Article 3**

- (1) Companies shall be registered in the KPP of the Regency/City/Municipality for the place where the company is domiciled.

- (2) Companies may be registered as contemplated in paragraph (1) by Service/Sub-Service Offices whose tasks and responsibilities are in the Trade sector or the Officials with tasks and responsibilities in the implementation of the One-Stop Integrated Service.

**Second Part**  
**Exemptions from Registration**  
**Article 4**

- (1) The companies or business activities exempted from the obligation to register companies contemplated in Article 2 paragraph (1) are:
- a. state companies in the form of departmental companies (PERJAN);
  - b. small sole traders; or
  - c. businesses or activities outside the economic sector whose nature and purpose are not purely to seek benefits and/or profit as set forth in Schedule 1 to this Ministerial Regulation.
- (2) The small sole traders contemplated in paragraph (1) subparagraph b are:
- a. companies managed or run personally by the owner himself/herself, or which employ only members of the owner's family;
  - b. companies which are not obliged to have business permits or statements equivalent thereto which are issued by the competent authorities; or
  - c. companies which are actually only at a level of meeting the day-to-day need of the owner to earn a living.
- (3) Determinations of businesses or other activities which are not subject to the obligation to register, apart from the businesses or activities contemplated in paragraph (1) subparagraph c, shall be stipulated by the Minister after hearing considerations from the Minister for the sector of businesses or activities concerned.
- (4) The companies contemplated in paragraph (2) may be registered in the company register and are entitled to obtain a TDP if the company concerned so wishes for a particular purpose.

**CHAPTER III**  
**AUTHORITY, TASKS, RESPONSIBILITY AND REPORTING**  
**First Part**  
**Authority, Tasks, and Responsibility**  
**Article 5**

- (1) The Minister has the authority to regulate the operation of the mandatory company register and the determination of domiciles and composition of KPP.
- (2) The Minister may delegate his authority to:

- a. The Director General, to develop the operation and implementation of the mandatory company register throughout the territory of Indonesia; and
  - b. The Director as the Head of the Central KPP, to coordinate national operations of the mandatory company register and as operator of the mandatory company register at the Central Level.
- (3) The Minister may surrender his authority to:
- a. Governors, to act as Head of Provincial KPPs in coordinating operation of the mandatory company register in their Provinces and as operator of the mandatory company register at the Provincial Level;
  - b. Regents/Mayors, except in DKI Jakarta Province, to determine domiciles and composition of KPPs as operators and implementers of company registration in their Regencies/Cities in accordance with their working areas; and
  - c. The Governor of DKI Jakarta, to determine domiciles and composition of KPPs as the operator and implementer of the mandatory company register in DKI Jakarta Province.
- (4) In the coordination of the operation of mandatory company register in Provinces and as operators of mandatory company registers at the Provincial Level, Governors may delegate authority as Heads of Provincial KPPs to Heads of Service whose tasks and responsibility are in the trade sector.
- (5) Regents/Mayors, except in DKI Jakarta Province, may delegate authority for the issuance of TDP to Heads of Service whose tasks and responsibility are in the trade sector or officials with tasks and responsibility in the implementation of local One-Stop Integrated Services.
- (6) For isolated areas, Regents/Mayors may delegate authority for the issuance of TDP to the local Subdistrict Heads.

## **Article 6**

Officials whose tasks and authority are in the implementation of One-Stop Integrated Services or the other officials determined under this Ministerial Regulation must coordinate in the issuance of TDP with the Service whose tasks and authority are in the trade sector.

## **Article 7**

- (1) The Central KPP has the task of:
- a. promulgating guidelines, developing human resources, coordination, control, and supervision of the implementation of company registration on a national scale;

- b. collecting, processing, and analysing data obtained from Provincial KPPs and/or Regency/City KPPs and giving company information services to the public and the business world;
  - c. developing and empowering PPNS-WDP on a national scale;
  - d. publicising the mandatory company register; and
  - e. reporting to the Minister via the Director General on the operation of company registration.
- (2) Provincial KPPs have the tasks of:
- a. coordinating, implementing, controlling and supervising the operation of the mandatory company register on a Provincial scale;
  - b. collecting, processing, and analysing data obtained from Regency/City/Municipality KPPs and giving company information services to the public and business world on a provincial scale;
  - c. developing and empowering PPNS-WDP on a Provincial scale;
  - d. publicising the mandatory company register; and
  - e. reporting to Governors, with copies to the Central KPP, on the operation of company registration, including company information, in their working areas.
- (3) Regency/City/Municipality KPPs have the tasks of:
- a. developing and empowering PPNS-WDP on a Regency/City/Municipality scale;
  - b. recording and receiving company registration forms in the registration journal;
  - c. checking that the filled in company registration forms are accurate and the required documents are complete;
  - d. rejecting and returning company registration forms which do not meet the requirements;
  - e. ratifying the contents in registration forms which meet the requirements and issuing TDP;
  - f. delivering copies of ratified company registration forms to Central and Provincial KPPs;

- g. processing and presenting company information and analysing data from the mandatory register;
  - h. supervising and investigating breaches of the mandatory company register regulations in cooperation with the relevant agencies;
  - i. publicising the mandatory company register;
  - j. giving services to the public and the business world in a context of meeting the need for information on companies in the territory of Regencies/Cities/Municipalities in accordance with their working areas; and
  - k. reporting to Regents/Mayors with copies to Provincial and Central KPPs on the operation and implementation of company registration, including company information in accordance with their working areas.
- (4) In the event of implementation of company registration by One-Stop Integrated Services, the implementation of company registration must be reported to the Service whose tasks and authority are in the trade sector.

**Second Part**  
**Reporting**  
**Article 8**

- (1) Company registration implementation reports at the Central Level shall be delivered to the Minister via the Director General each year, at the Provincial Level shall be delivered to Governors with copies to the Central KPP each semester, and at the Regency/City/Municipality Level shall be delivered to Regents/Mayors with copies to Provincial and Central KPPs each month.
- (2) Regency/City/Municipality Level company registration operators must deliver reports on the operation and implementation of mandatory company registers to Provincial and Central KPPs in the form of:
- a. reports on company registration operations; and
  - b. copies of ratifications of forms.
- (3) The reports contemplated in paragraph (2) subparagraph a may be delivered manually or electronically.



**CHAPTER IV  
PROCEDURE FOR REGISTRATION OF COMPANIES**

**First Part**

**Registration of New Companies and Renewals**

**Article 9**

- (1) Companies shall be registered by owners, managers, persons-in-charge, or lawful proxies for the company at the Regency/City/Municipality KPP in the company's domicile.
- (2) The proxies for companies contemplated in paragraph (1) do not include proxies for signing company registration forms.
- (3) Companies shall be registered by filling in the company registration forms set forth in Schedule II.A to Schedule II.F of this Ministerial Regulation, which must be delivered directly to the Head of Regency/City/Municipality attaching the required documents as set forth in Schedule III of this Ministerial Regulation.
- (4) The provisions in paragraph (3) shall apply to registration of company agents or subsidiaries in accordance with the form of the company.
- (5) Company registration forms for Limited Liability Companies (PT) must be signed by the management or person-in-charge of the company.
- (6) Company registration forms for Cooperatives, Limited Partnerships (CV), Firms, Sole Traders, and Other Forms of Business (BUL) must be signed by the owner, manager, or person-in-charge of the company.
- (7) The Head of the Regency/City/Municipality KPP shall validate the registration of the company and issue the TDP no later than 3 (three) working days as from when the correct registration form and complete required documents contemplated in paragraph (3) are received.
- (8) The registration contemplated in paragraph (7) shall be charged an administration fee of Rp. 0 (nil Rupiah).
- (9) The TDP shall be issued based on the form of company, using coloured blank forms as set forth in Schedule IV.A to Schedule IV.F of this Ministerial Regulation.
- (10) Companies which have received their TDP must hang the TDP in a place where it can be easily seen and read by the public and the number of the TDP must be stated on the name board and company documents used in business activities.
- (11) The TDP is valid for a period of 5 (five) years as from the date of its issuance and it must be renewed no later than 3 (three) months before its period of validity ends.
- (12) Registration will be refused if the company registration form filled out is incorrect and/or the documents are incomplete.

- (13) The refusal to register contemplated in paragraph (12) shall be delivered to the company by the Regency/City/Municipality KPP in writing no later than 3 (three) working days as from the receipt of the filled in company registration form, together with the reasons for the refusal using the letter of refusal format set forth in Schedule V of this Ministerial Regulation.
- (14) If no later than 10 (ten) working days as from its receipt of the letter of refusal the company contemplated in paragraph (13) does not make corrections and/or complete the required documents, it must make a repeat registration by filling in a repeat registration form as set forth in Schedules II.A to II.F of this Ministerial Regulation.
- (15) Renewal of the TDP contemplated in paragraph (11) shall be done by filling in the registration form set forth in Schedules II.A to II.F of this Ministerial Regulation and attaching the original of the TDP document to be renewed without attaching the required documents delivered at the time of the previous registration.
- (16) The Head of Regency/City/Municipality shall issue the TDP no later than 3 (three) working days as from when the complete and correct renewal application is received.
- (17) An administration fee will be charged for the renewal of the TDP contemplated in paragraph 16.

**Second Part**  
**Amendments, Cancellations and Deletions**  
**Article 10**

- (1) Any company which changes its registered data must report the change in the data to the local Regency/City/Municipality KPP by filling in the registration forms set forth in Schedules II.A to II.F of this Ministerial Regulation and attaching the documents set forth in Schedule VI of this Ministerial Regulation.
- (2) The obligation to report changes in data as contemplated in paragraph (1) must be done by:
  - a. PT no later than 3 (three) months as from when the approval for the change or evidence of receipt for the notification of the change from the Minister whose tasks and responsibilities are in the legislative regulations sector; or
  - b. Cooperatives, CV, Fa, sole traders, and BUL no later than 3 (three) months as from the date of the change.

**Article 11**

- (1) The following changes may result in replacement of the TDP:
  - a. assignment of ownership or management of the company;

- b. change of the company's name;
  - c. change in the form and/or status of the company;
  - d. change in the company's address;
  - e. change in the Basic Line of Business; or
  - f. for PT only, amendments of the Articles of Association.
- (2) The period of validity of a TDP issued as a replacement is up to the expiry of the period of validity of the TDP being changed or replaced.
- (3) The Head of the local Regency/City/Municipality KPP shall issue the replacement TDP no later than 3 (three) working days as from when the complete and correct application for the change is received.
- (4) It will be sufficient to report changes beyond the provision contemplated in paragraph (1) to the Head of the local Regency/City/Municipality KPP and it will not be necessary to replace the TDP.
- (5) The Head of the Regency/City KPP shall validate the changes and record the changes contemplated in paragraph (4) in the Master Book of Companies.
- (6) The registration of companies which do not report the changes contemplated in paragraph (1) will be deleted, their TDP will be declared invalid and they will be subject to sanctions in accordance with the provisions stipulated in the WDP Act.

## **Article 12**

The company registration and the TDP shall be declared void if the company concerned is proved to have registered company data which is incorrect or not in accordance with the technical permit or statement equivalent thereto, by issuing a Decree of Cancellation using the letter format set forth in Schedule VII of this Ministerial Regulation.

## **Article 13**

- (1) The company contemplated in Article 12 must re-register in accordance with the provisions in Article 9 paragraph (1) to (8) enclosing the original of the cancelled TDP.
- (2) The company contemplated in Article 12 may submit an objection accompanied by the reasons for the objection to the Head of the Provincial KPP no later than 10 (ten) working days as from the date on which the Cancellation Decree is promulgated, with copies to the Head of the Central KPP and Head of the local Regency/City/Municipality KPP.
- (3) On the submission of the objection as contemplated in paragraph (2), the Head of the Provincial KPP, using the decree format set forth in Schedules VIII and IX of this Ministerial Regulation, shall issue a decree of acceptance or rejection of the objection submitted no later than 5 (five) working days as from the date on which the objection was submitted.

- (4) If the decree contains a rejection of the objection to the cancellation of the company's registration, the company concerned must re-register in accordance with the provisions contemplated in paragraph (1).
- (5) If the decree contains an acceptance of the objection to the cancellation of the company's registration, then no later than 3 (three) working days as from the date of the decree the Head of the local Regency/City/Municipality KPP must revalidate the registration and issue the TDP which has been declared correct.
- (6) If the company does not accept the Decree of the Head of the Provincial KPP contemplated in paragraph (4), the company concerned may submit an objection to the local Courts.

#### **Article 14**

- (1) A company shall be deleted from the company register in the event of the following:
  - a. a change in the form of the company;
  - b. dissolution of the company;
  - c. cessation of all of the company's business activities;
  - d. the company ceasing to exist as a result of the lapse or expiry of its deed of establishment;
  - e. the company ceasing its activities or dissolving pursuant to a Court Decision.
- (2) The TDP held by a company which has been deleted from the company register shall be declared no longer valid and the company concerned must return the original of the TDP to the KPP which issued it.
- (3) For companies in the form of a PT, if the events mentioned in paragraph 1 subparagraphs b to e occur, then no later than 3 (three) months as from the date when the notification of the dissolution of the company to the Minister whose tasks and responsibility are in the legislative regulations sector is received the liquidator concerned shall report the dissolution to the Head of the local Regency/City/Municipality KPP, attaching the following documents:
  - a. evidence of receipt of notification from the Minister whose tasks and responsibility are in the legislative regulations sector; and
  - b. the original of the TDP.
- (4) For companies in the form of Cooperative, CV, Fa, Sole Trader, and Other Form of Business, if the events mentioned in paragraph (1) occur, then the owner, manager, or person-in-charge of the company concerned must report in writing to the Head

of the local Regency/City/Municipality KPP no later than 3 (three) months as from the date of the dissolution or cessation from business, attaching the following documents:

- a. copy of the Deed of Dissolution or similar statement; and
  - b. the original of the TDP.
- (5) The Head of the local Regency/City/Municipality shall give warnings a maximum of 3 (three) times in succession, each with a grace period of 1 (one) month, to companies which do not report or register the events contemplated in paragraph (1).
  - (6) No later than 3 (three) working days as from the expiry of the third warning, the Head of the local Regency/City/Municipality shall delete the company from the company register by a record in the Master Book of Companies and stating it in the Decree of Deletion by reference to the example set forth in Schedules X and XI of this Ministerial Regulation.
  - (7) The Head of the Local Regency/City/Municipality KPP shall publish the Decree of Deletion contemplated in paragraph (6).

#### **Article 15**

The original documents required in the company registration, amendment of the company register, or dissolution of the company processes must be returned to the company concerned when a photocopy of the document has been checked against the original.

#### **Article 16**

- (1) Lost or damaged TDPs must be replaced by submission of an application to the issuing KPP no later than 3 (three) months as from the date on which the TDP was lost or became illegible.
- (2) Applications for replacement of lost TDPs must have a statement of loss from the Police attached and applications for damaged TDPs must have the original TDP attached.
- (3) The period of validity of the replacement TDP will be the same as the period of validity of the TDP being replaced.
- (4) The replacement TDP will be issued no later than 3 (three) working days as from when the application for a replacement TDP is received.

**CHAPTER V**  
**COMPANY INFORMATION SERVICES**  
**Article 17**

- (1) KPPs shall present company information as a source of official information for all interested parties.
- (2) The information contemplated in paragraph (1) is open in nature and every party shall be given the opportunity to see and request the information in the form of an official copy and/or official excerpt.
- (3) Each request for information in the form of an official copy and/or official excerpt as contemplated in paragraph (2) shall be charged an administration fee.

**Article 18**

- (1) Any interested third party may submit a written objection to the data registered in the company register stating the reasons for the objection to the Head of the Regency/City/Municipality KPP with a copy to the Heads of the Provincial and Central KPPs.
- (2) On the basis of the objection submitted by the third party as contemplated in paragraph (1), the Head of the Regency/City/Municipality KPP shall summon the third party and the company concerned with a summons on a maximum of 3 (three) times to request full information from them, using the summons format set forth in Annex XII of this Ministerial Regulation.
- (3) The Head of the Regency/City/Municipality KPP may appoint an official whose tasks and responsibility are in the company registration sector to request the information contemplated in paragraph (2).
- (4) The information from each party contemplated in paragraph (3) shall be embodied in a minutes of examination using the minutes format set forth in Schedule XIII of this Ministerial Regulation.
- (5) On the basis of the minutes of examination contemplated in paragraph (4), the Head of the Regency/City/Municipality KPP shall issue a decree rejecting or accepting the objection, which shall be sent to the parties using the decree format set forth in Schedules XIV and XV of this Ministerial Regulation.

**Article 19**

- (1) If the Decree contemplated in Article 18 paragraph (5) contains a rejection of the objection submitted, the registration of the company concerned shall be declared still valid.

- (2) If the Decree contemplated in Article 18 paragraph (5) contains an acceptance of the objection submitted, the TDP under the name of the company concerned shall be declared invalid and the management of the company concerned must re-register within 12 (twelve) working days as from when the decree is received.
- (3) If the parties concerned declare an objection to the decree of the Regency/City/Municipality, they may submit the objection to the local Court no later than 10 (ten) working days as from when the decree is received.

#### **Article 20**

- (1) When the Court accepts or rejects the objection submitted by the parties as contemplated in Article 19 paragraph (3), the Head of the local Regency/City/Municipality KPP must implement the Decision of the Court which has absolute legal effect.
- (2) Pursuant to the Decision of the Court contemplated in paragraph (1), the Head of the local Regency/City/Municipality KPP must delete the company data from the company register or oblige the company concerned to correct the data in the company register or affirm the registration company concerned.
- (3) The Head of the local Regency/City/Municipality KPP must announce the Decision contemplated in paragraph (2) on the local KPP notice board, in printed media, or visual media.

### **CHAPTER VI SUPERVISION AND INVESTIGATION**

#### **Article 21**

- (1) Supervision of companies in the implementation of the WDP Act shall be carried out by PPNS-WDP and/or officers assigned to carry out supervision.
- (2) Breaches of the WDP Act shall be investigated by PPNS-WDP.
- (3) The Minister shall propose the appointment and dismissal of PPNS-WDP to the Minister whose tasks and responsibilities are in the legislative regulations sector.
- (4) Governors or Regents/Mayors shall place PPNS-WDP appointed by the Minister whose tasks and responsibilities are in the legislative regulations sector with the units implementing company registration for them to carry out their tasks and functions.

#### **Article 22**

Breaches of the WDP Act shall be investigated by PPNS-WDP according to the guidelines in the Joint Instruction of the Minister of Trade of the Republic of Indonesia and the Head of the Republic of Indonesia Police Force No. 32/INS/M/VIII/90 and INS/04/VIII/90

concerning Joint Guidance to the Implementation of Investigation of Crimes in the Mandatory Company Registration Sector.

**CHAPTER VII**  
**MANDATORY COMPANY REGISTRATION AND COMPANY INFORMATION**  
**FEES**

**Article 23**

- (1) Each company renewing a TDP will be charged maximum administration fees of:
  - a. Limited Liability Companies: Rp. 500,000
  - b. Cooperatives: Rp. 100,000
  - c. Limited Partnerships (CV): Rp. 250,000
  - d. Firms (Fa): Rp. 250,000
  - e. Sole Traders: Rp. 100,000
  - f. Other Forms of Business: Rp. 250,000 and
  - g. Foreign Companies: Rp. 1,000,000
- (2) The amount of the administration fee for renewals of TDPs for state owned enterprises and/or region owned enterprises shall be adjusted to the form of company and the provisions contemplated in paragraph (1).
- (3) The administration fee for renewals of TDPs at Regency/City/Municipality KPPs shall be determined by a local Bylaw/Regent's Decree/Mayoral Decree with reference to the amount of the fees contemplated in paragraph (1).
- (4) Provincial or Regency/City/Municipal Governments must state the amount of the fees contemplated in paragraph (1) on the notice board placed in each office of the Service with tasks and responsibility in the trade sector or the One-Stop Integrated Service.

**Article 24**

- (1) Each request for company information will be charged a fee as follows:
  - a. official copy of the company registration: Rp. 10,000 (ten thousand Rupiah) per company;
  - b. official excerpt from the company registration: Rp. 5,000 (five thousand Rupiah) per company; and
  - c. book of processed company information: Rp. 50,000 (fifty thousand Rupiah) per book.
- (2) The charging of fees for company information as contemplated in paragraph (1) at the Central KPP shall be stipulated pursuant to prevailing legislative regulations.
- (3) Administration fees for each request for information in the form of an official copy or official excerpt of the company registration or a book of processed company



information at Regency/City/Municipality KPPs shall be stipulated by a local Bylaw/Regent's Decree/Mayoral Decree with reference to the amount of the fees contemplated in paragraph (1).

## **CHAPTER VIII OTHER PROVISIONS Article 25**

- (1) In the event of the territory of a Province and/or Regency/City being broken up, the Office of the Service with tasks and responsibility in the trade sector already formed in the Province and/or Regency/City shall immediately deliver information on the breaking up of the territory to the Central KPP to get an area code for numbering in the issuance of TDPs.
- (2) Companies which already had TDPs before the break up occurred must amend and/or renew their TDPs at the Regency/City KPPs in accordance with the company's domicile.
- (3) To ensure the availability of company information in nationally unified company information, any development of a computerised network system must be adjusted to the WDP application programs used by the Central KPP.
- (4) Receipt and management of WDP administration fees and fees for company registration information shall be carried out pursuant to prevailing legislative regulations.

## **Article 26**

Provisions on the implementation or technical guidance for the issuance of TDPs shall be promulgated by the Director General of Domestic Trade.

## **CHAPTER IX SANCTIONS Article 27**

- (1) Companies which breach the provisions contemplated in Article 2 paragraphs (1) and (2), Article 9 paragraph (14), Article 13 paragraph (1) or paragraph (4), and Article 19 paragraph (2) will be liable to the penalties provided for in Article 32 of the Mandatory Company Register Act No. 3 of 1982.
- (2) Companies which fulfil the provisions contemplated in Article 12 will be liable to the penalties provided for in Article 33 of the Mandatory Company Register Act No. 3 of 1982.
- (3) Companies which do not fulfil the provisions contemplated in Article 9 paragraph (11) or paragraph (14), Article 10, Article 14 paragraphs (2), (3), or (4) will be liable

to the penalties provided for in Article 34 of the Mandatory Company Register Act No. 3 of 1982.

## **CHAPTER X TRANSITIONAL PROVISIONS**

### **Article 28**

- (1) The TDPs of companies which already have a TDP before this Ministerial Regulation comes into effect are declared still valid until the end of their period of validity.
- (2) Registrations or renewals of TDPs after the promulgation of this Ministerial Regulation shall be carried out pursuant to this Ministerial Regulation.

## **CHAPTER XI CLOSING PROVISIONS**

### **Article 29**

When this Ministerial Regulation comes into effect:

1. Decree of the Minister of Industry and Trade No. 596/MPP/Kep/9/2004 concerning Standard Operating Procedures of the Mandatory Company Register; and
2. Decree of the Minister of Industry and Trade No. 597/MPP/Kep/9/2004 concerning Guidelines for Administration Fees for the Mandatory Company Register and Company Registration Certificate Information:

are repealed and declared no longer in effect.

### **Article 30**

This Ministerial Regulation comes into effect on the date of its promulgation.

So that every person might have cognizance, it is ordered that this Ministerial Regulation be announced by being placed in the State Gazette of the Republic of Indonesia.

Promulgated in Jakarta  
on 4 September 2007

**THE MINISTER OF TRADE OF THE REPUBLIC OF INDONESIA**

Sgnd

**MARI ELKA PANGESTU**

**Copy in accordance with the original  
The Secretariat General  
Of the Department of Trade  
Head of Legal Bureau**

**Widodo**

**SCHEDULES TO REGULATION OF THE MINISTER OF TRADE OF THE  
REPUBLIC OF INDONESIA  
No. 37/M-DAG/PER/9/2007  
DATED 4 SEPTEMBER 2007**

---

**LIST OF SCHEDULES**

1.	Schedule I	List of Businesses or Activities Outside the Economic Sector
2.	Schedule II.A	Limited Liability Company (PT) Registration Form
	Schedule II.B	Cooperative Registration Form
	Schedule II.C	Limited Partnership (CV) Registration Form
	Schedule II.D	Firm (Fa) Registration Form
	Schedule II.E	Sole Trader
	Schedule II.F	Other Form of Business Registration Form
3.	Schedule III	Required Documents for Company Registration
4.	Schedule IV.A	Company Registration Certificate (TDP) for Limited Liability Companies (PT), coloured pink
	Schedule IV.B	Company Registration Certificate (TDP) for Cooperatives, coloured cream
	Schedule IV.C	Company Registration Certificate (TDP) for Limited Partnerships (CV), coloured light blue
	Schedule IV.D	Company Registration Certificate (TDP) for Firms (Fa), coloured light green
	Schedule IV.E	Company Registration Certificate (TDP) for Sole Traders (Po), coloured white
	Schedule IV.F	Company Registration Certificate (TDP) for Other Form of Business (BUL), coloured violet.
5.	Schedule V	Letter of Refusal of Company Registration
6.	Schedule VI	Required Documents for Amendment of Company Registration
7.	Schedule VII	Decree Concerning Cancellation of Company Registration
8.	Schedule VIII	Decree Concerning Rejection of Objection to Cancellation of Company Registration
9.	Schedule IX	Decree Concerning Acceptance of Objection to Cancellation of Company Registration
10.	Schedule X	Decree Concerning Deletion from Company Register
11.	Schedule XI	Decree Concerning Registration of Dissolution of Limited Liability Company and Deletion of Limited Liability Company from Company Register
12.	Schedule XII	Summons
13.	Schedule XIII	Minutes of Inspection
14.	Schedule XIV	Decree Concerning Rejection of Submission of Objection
15.	Schedule XV	Decree Concerning Acceptance of Submission of Objection

**THE MINISTER OF TRADE OF THE REPUBLIC OF INDONESIA**

Sgnd

**MARI ELKA PANGESTU**

**Copy in accordance with the original  
The Secretariat General  
Of the Department of Trade  
Head of Legal Bureau**

**Widodo**

Schedule I      Regulation of the Minister of Trade  
Number: 37/M-DAG/PER/9/2007  
Date: 4 September 2007

## **LIST OF BUSINESSES OR ACTIVITIES OUTSIDE THE ECONOMIC SECTOR**

Businesses or activities outside the economic sector whose nature and purpose is not purely benefit or profit-seeking in the form of:

1. Formal education (school stream) of all kinds and stages operated by any person whatsoever and not managed by a business entity and/or not in the form of a business entity, consisting of:
  - a. Pre-School Level Educational Services;
  - b. Primary School Level Educational Services;
  - c. Middle School Level Educational Services;
  - d. High School Level Educational Services;
  - e. Tertiary Stage Educational Services (Institutes, Academies, Polytechnics); or
  - f. Other Educational Services
2. Non formal education (out of school stream) fostered by the Government and operated by any person whatsoever and not managed by a business entity and/or not in the form of a business entity, consisting of:
  - a. Domestic Science Courses;
  - b. Services Courses;
  - c. Health Courses;
  - d. Language Courses;
  - e. Arts Courses;
  - f. Handicraft Courses;
  - g. Special Studies Courses;
  - h. Sports Science Courses;
  - i. Agriculture Courses;
  - j. Engineering Courses; or
  - k. Other Courses.
3. Notary services;
4. Lawyer/Advocate and Legal Consultant Services;
5. Doctors' Individual and Group Practices, not managed by a business entity and/or not in the form of a business entity, consisting of:

- a. Human Health Services;
  - b. Nursing/Midwifery Services;
  - c. Paramedic Services; or
  - d. Animal Health Services.
- 6. Hospitals, not managed by a business entity and/or not in the form of a business entity, consisting of:
  - a. (General, Special) Hospital Services; or
  - b. Animal Hospital Services.
- 7. Medical Clinics, not managed by a business entity and/or not in the form of a business entity, consisting of:
  - a. Medical Laboratory Pathology and Diagnostic Services; or
  - b. Animal Laboratory Pathology and Diagnostic Clinic Services.

Schedule II.A Regulation of the Minister of Trade  
Number: 37/M-DAG/PER/9/2007  
Date: 4 September 2007

**LIMITED LIABILITY COMPANY (PT) REGISTRATION FORM**

*[translation of this schedule will be prepared subject to necessity]*



Schedule II.B Regulation of the Minister of Trade  
Number: 37/M-DAG/PER/9/2007  
Date: 4 September 2007

**COOPERATIVE REGISTRATION FORM**

*[translation of this schedule will be prepared subject to necessity]*

Schedule II.C Regulation of the Minister of Trade  
Number: 37/M-DAG/PER/9/2007  
Date: 4 September 2007

**LIMITED PARTNERSHIP (CV) REGISTRATION FORM**

*[translation of this schedule will be prepared subject to necessity]*

Schedule II.D Regulation of the Minister of Trade  
Number: 37/M-DAG/PER/9/2007  
Date: 4 September 2007

**FIRM (FA) REGISTRATION FORM**

*[translation of this schedule will be prepared subject to necessity]*

Schedule II.E Regulation of the Minister of Trade  
Number: 37/M-DAG/PER/9/2007  
Date: 4 September 2007

**SOLE TRADER**

*[translation of this schedule will be prepared subject to necessity]*

Schedule II.F Regulation of the Minister of Trade  
Number: 37/M-DAG/PER/9/2007  
Date: 4 September 2007

**OTHER FORM OF BUSINESS REGISTRATION FORM**

*[translation of this schedule will be prepared subject to necessity]*

Schedule III    Regulation of the Minister of Trade  
Number: 37/M-DAG/PER/9/2007  
Date: 4 September 2007

## **REQUIRED DOCUMENTS FOR COMPANY REGISTRATION**

The required documents for registration of new companies for each form of business are as follows:

1. Companies in the form of a Limited Liability Company:
  - a. Photocopy of Company's Deed of Establishment;
  - b. Photocopy of Company's Deed of Amendment of Establishment (if any);
  - c. Original and photocopy of Decree of Ratification as Legal Entity and approval of amendment for PTs which were a legal entity before the Limited Liability Companies Act came into force;
  - d. Photocopy of Citizen's Identity Card or Passport of owner, manager, or person-in-charge of company;
  - e. Photocopy of Business Permit or Statement equivalent thereto issued by the competent agency; and
  - f. Photocopy of Taxpayer's Index Number.
2. Companies in the form of a Cooperative:
  - a. Photocopy of Cooperative's Deed of Establishment;
  - b. Photocopy of Citizen's Identity Card of manager or person-in-charge;
  - c. Photocopy of letter of ratification as legal entity from the competent official; and
  - d. Photocopy of business permit or statement equivalent thereto issued by the competent agency; and
  - e. Photocopy of Taxpayer's Index Number.
3. Companies in the form of CV:
  - a. Photocopy of Company's Deed of Establishment;
  - b. Photocopy of Citizen's Identity Card or Passport of manager or person-in-charge;
  - c. Photocopy of Business Permit or Statement equivalent thereto issued by the competent agency; and
  - d. Photocopy of Taxpayer's Index Number.

4. Companies in the form of Fa:

- a. Photocopy of Company's Deed of Establishment (if any);
- b. Photocopy of Citizen's Identity Card or Passport of manager or person-in-charge of company;
- c. Photocopy of Business Permit or Statement equivalent thereto issued by the competent agency; and
- d. Photocopy of Taxpayer's Index Number.

5. Companies in the form of Sole Trader:

- a. Photocopy of Company's Deed of Establishment (if any);
- b. Photocopy of Citizen's Identity Card or Passport of owner or person-in-charge of company;
- c. Photocopy of Business Permit or Statement equivalent thereto issued by the competent agency; and
- d. Photocopy of Taxpayer's Index Number.

6. Other companies:

- a. Photocopy of Company's Deed of Establishment (if any);
- b. Photocopy of Citizen's Identity Card or Passport of manager or person-in-charge of company;
- c. Photocopy of Business Permit or Statement equivalent thereto issued by the competent agency; and
- d. Photocopy of Taxpayer's Index Number.

7. Companies' Branch Offices, Sub-branch Offices, and Representative Offices:

- a. Photocopy of Company's Deed of Establishment (if any) or Letter of Appointment as Branch Office, Sub-branch Office or Representative Office or statement equivalent thereto;
- b. Photocopy of Citizen's Identity Card or Passport of manager or person-in-charge of company;
- c. Photocopy of Business Permit or Statement equivalent thereto issued by the competent agency; and
- d. Photocopy of Taxpayer's Index Number.

Schedule IV.A Regulation of the Minister of Trade  
Number: 37/M-DAG/PER/9/2007  
Date: 4 September 2007

**COMPANY REGISTRATION CERTIFICATE (TDP) FOR LIMITED LIABILITY  
COMPANIES (PT), COLOURED PINK**

*[translation of this schedule will be prepared subject to necessity]*



Schedule IV.B Regulation of the Minister of Trade  
Number: 37/M-DAG/PER/9/2007  
Date: 4 September 2007

**COMPANY REGISTRATION CERTIFICATE (TDP) FOR COOPERATIVES,  
COLOURED CREAM**

*[translation of this schedule will be prepared subject to necessity]*

Schedule IV.C Regulation of the Minister of Trade  
Number: 37/M-DAG/PER/9/2007  
Date: 4 September 2007

**COMPANY REGISTRATION CERTIFICATE (TDP) FOR LIMITED  
PARTNERSHIPS (CV), COLOURED LIGHT BLUE**

*[translation of this schedule will be prepared subject to necessity]*

Schedule IV.D Regulation of the Minister of Trade  
Number: 37/M-DAG/PER/9/2007  
Date: 4 September 2007

**COMPANY REGISTRATION CERTIFICATE (TDP) FOR FIRMS (FA),  
COLOURED LIGHT GREEN**

*[translation of this schedule will be prepared subject to necessity]*

Schedule IV.E Regulation of the Minister of Trade  
Number: 37/M-DAG/PER/9/2007  
Date: 4 September 2007

**COMPANY REGISTRATION CERTIFICATE (TDP) FOR SOLE TRADERS (PO),  
COLOURED WHITE**

*[translation of this schedule will be prepared subject to necessity]*

Schedule IV.F Regulation of the Minister of Trade  
Number: 37/M-DAG/PER/9/2007  
Date: 4 September 2007

**COMPANY REGISTRATION CERTIFICATE (TDP) FOR OTHER FORM OF  
BUSINESS (BUL), COLOURED VIOLET**

*[translation of this schedule will be prepared subject to necessity]*

Schedule V      Regulation of the Minister of Trade  
Number: 37/M-DAG/PER/9/2007  
Date: 4 September 2007

**LETTER OF REFUSAL OF COMPANY REGISTRATION**

*[translation of this schedule will be prepared subject to necessity]*

Schedule VI Regulation of the Minister of Trade  
Number: 37/M-DAG/PER/9/2007  
Date: 4 September 2007

## **REQUIRED DOCUMENTS FOR AMENDMENT OF COMPANY REGISTRATION**

The required documents for amendment of a company registration for each form of business are as follows:

1. Limited Liability Company (PT):
  - a. Original and photocopy of approval of change or evidence of receipt of notification of change from Minister of Law and Human Rights; and
  - b. Original TDP.
2. Cooperatives, CV, Fa, Sole Traders, and Other Businesses:
  - a. Original and photocopy of Minutes/similar Statement concerning change in data registered in Company Register; and
  - b. Original TDP.

Schedule VII Regulation of the Minister of Trade  
Number: 37/M-DAG/PER/9/2007  
Date: 4 September 2007

**DECREE CONCERNING CANCELLATION OF COMPANY REGISTRATION**

*[translation of this schedule will be prepared subject to necessity]*



Schedule VIII Regulation of the Minister of Trade  
Number: 37/M-DAG/PER/9/2007  
Date: 4 September 2007

**DECREE CONCERNING REJECTION OF OBJECTION TO CANCELLATION OF  
COMPANY REGISTRATION**

*[translation of this schedule will be prepared subject to necessity]*

Schedule IX    Regulation of the Minister of Trade  
Number: 37/M-DAG/PER/9/2007  
Date: 4 September 2007

**DECREE CONCERNING ACCEPTANCE OF OBJECTION TO CANCELLATION  
OF COMPANY REGISTRATION**

*[translation of this schedule will be prepared subject to necessity]*

Schedule X      Regulation of the Minister of Trade  
Number: 37/M-DAG/PER/9/2007  
Date: 4 September 2007

**DECREE CONCERNING DELETION FROM COMPANY REGISTER**

*[translation of this schedule will be prepared subject to necessity]*

Schedule XI    Regulation of the Minister of Trade  
Number: 37/M-DAG/PER/9/2007  
Date: 4 September 2007

**DECREE CONCERNING REGISTRATION OF DISSOLUTION OF LIMITED  
LIABILITY COMPANY AND DELETION OF LIMITED LIABILITY COMPANY  
FROM COMPANY REGISTER**

*[translation of this schedule will be prepared subject to necessity]*

Schedule XII Regulation of the Minister of Trade  
Number: 37/M-DAG/PER/9/2007  
Date: 4 September 2007

**SUMMONS**

*[translation of this schedule will be prepared subject to necessity]*

Schedule XIII Regulation of the Minister of Trade  
Number: 37/M-DAG/PER/9/2007  
Date: 4 September 2007

## **MINUTES OF INSPECTION**

*[translation of this schedule will be prepared subject to necessity]*

Schedule XIV Regulation of the Minister of Trade  
Number: 37/M-DAG/PER/9/2007  
Date: 4 September 2007

**DECREE CONCERNING REJECTION OF SUBMISSION OF OBJECTION**

*[translation of this schedule will be prepared subject to necessity]*

Schedule XV Regulation of the Minister of Trade  
Number: 37/M-DAG/PER/9/2007  
Date: 4 September 2007

**DECREE CONCERNING ACCEPTANCE OF SUBMISSION OF OBJECTION**

*[translation of this schedule will be prepared subject to necessity]*