

# CLIENT UPDATE

16 February 2026



## Indonesia Minister of Law Regulation No. 49 of 2025

### New Annual Reporting and Beneficial Ownership Obligations for Companies

The Minister of Law has issued Regulation No. 49 of 2025 (“Permenkum 49/2025”), which entered into force on 17 December 2025 and replaces Regulation No. 21 of 2021. This regulation updates the requirements and procedures for the establishment, amendment, and dissolution of limited liability companies, with a strong emphasis on transparency, accountability, and digital administration.

### Key Changes Introduced by Permenkum 49/2025

#### 1. Mandatory Disclosure of Beneficial Ownership

Permenkum 49/2025 introduces a new obligation for limited liability companies to submit Beneficial Owner (“BO”) information in connection with company establishment and any amendments. The required documents include:

- a power of attorney from the board of directors to the notary;
- a directors’ statement identifying the Beneficial Owner; and
- a consent declaration from the identified Beneficial Owner.

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## **2. Timeframes and Supporting Documents for Corporate Changes**

Article Applications for amendments to the articles of association or changes to company data must be supported by relevant documentation, which may include General Meeting of Shareholders (“GMS”) resolutions, share transfer deeds, licensing recommendations, proof of capital contribution, financial statements, and BO-related documents.

## **3. New Obligation to Submit Annual Reports**

Capital partnership companies (perseroan persekutuan modal) are now required to submit an annual report to the Minister of Law (“Minister”) through the Legal Entity Administration System (Sistem Administrasi Badan Hukum - SABH).

Key requirements include:

- the annual report must be reviewed by the board of commissioners and approved by the GMS within 6 months after the end of the financial year;
- GMS approval must be recorded in a notarial deed; and
- the approved annual report must be submitted to the Minister within 30 days after the deed is signed.

At a minimum, the annual report must contain financial statements, business activity reports, social and environmental responsibility reporting, board supervision reports, and remuneration details of directors and commissioners.

Failure to comply may result in administrative sanctions, including written warnings and blocking of access to SABH.

## **4. Enhanced Use of SABH**

Permenkum 49/2025 further centralizes corporate administration through SABH, covering company establishment, amendments, dissolution, annual report submission, and issuance of ministerial decrees. Non-electronic submissions are only permitted in limited circumstances, such as officially declared system disruptions.

## **Conclusion**

Permenkum 49/2025 introduces significant new compliance obligations, particularly regarding beneficial ownership disclosure and mandatory annual reporting. Companies should carefully review their internal governance and reporting timelines to ensure timely compliance and avoid administrative sanctions.

## ABOUT TRILEXICA

TRILEXICA is a firm that resulted from a merger of two established boutique law firms in 2023, Trifida at Law and Legalexica. With the merger, TRILEXICA successfully combines solid track records from the previous two firms and forms a global-oriented and full-service law firm providing wide-range expertise in M&A, capital markets, banking & finance, good corporate governance, commercial dispute (including disputes in the financial services and capital markets sector) and fraud investigation. We are mainly focusing our legal service on financial services, technology, media and telecommunication, transportation, and renewable energies sectors. Each of the 7 partners in TRILEXICA has a PQE of more than 12 years in the legal industry.

We were named **'2023 In-House Counsel Choice – Most Recommended Law Firm'** by Hukum Online. These awards recognise our milestones as a recognised mid-size law firm. We were also rewarded the **'2023 Project Finance Deal of the Year'** and **'2023 Firm to Watch'** by Asian Legal Business (ALB), and a finalist of the **'2023 TMT Firm of the Year'**. In 2024, we proudly achieved recognition as **'2024 Best Midsize Full-Service Law Firms'** by Hukum Online.



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