

REGULATION OF THE MINISTER OF STATE-OWNED ENTERPRISES
OF THE REPUBLIC OF INDONESIA
NUMBER PER-04/MBU/09/2017
ON
AMENDMENT TO THE REGULATION OF THE MINISTER
OF STATE-OWNED ENTERPRISES NUMBER PER-03/MBU/08/2017 ON
GUIDELINES ON COOPERATION OF STATE-OWNED ENTERPRISES

BY THE BLESSINGS OF ALMIGHTY GOD

MINISTER OF STATE-OWNED ENTERPRISES OF THE REPUBLIC OF INDONESIA,

- Considering :
- a. that to optimize the value of State-Owned Enterprises through Cooperation with partners, it was issued a Regulation of the Minister of State-Owned Enterprises Number PER-03/MBU/08/2017 on Guidelines on Cooperation of State-Owned Enterprises;
 - b. that in order to strengthen the synergy of the State-Owned Enterprises in Cooperation with partners, it is necessary to amend the Regulation of the Minister of State-Owned Enterprises Number PER-03/MBU/08/2017 on Guidelines on Cooperation of State-Owned Enterprises;
 - c. that based on the considerations as referred to in point a and point b, it is necessary to issue Regulation of the Minister of State-Owned Enterprises on Amendment to the Regulation of the Minister of State-Owned Enterprises Number PER-03/MBU/08/2017 on Guidelines on Cooperation of State-Owned Enterprises;

- Observing : 1. Law Number 19 of 2003 on State-Owned Enterprises (State Gazette of the Republic of Indonesia of 2003 Number 70, Supplement to the State Gazette of the Republic of Indonesia Number 4297);
2. Law Number 40 of 2007 on Limited Liability Companies (State Gazette of the Republic of Indonesia of 2007 Number 106, Supplement to the State Gazette of the Republic of Indonesia Number 4756);
3. Government Regulation Number 41 of 2003 on Delegation of Minister of Finance Position, Duty and Authority in Limited Corporation (*Perusahaan Perseroan*), Public Corporation (*Perusahaan Umum*), and Service Corporation (*Perusahaan Jawatan*) To State Minister of State-Owned Enterprises (State Gazette of the Republic of Indonesia of 2003 Number 82, Supplement to the State Gazette of the Republic of Indonesia Number 4305);
4. Government Regulation Number 45 of 2005 on Establishment, Management, Supervision and Dissolution of State-Owned Enterprises (State Gazette of the Republic of Indonesia of 2005 Number 117, Supplement to the State Gazette of the Republic of Indonesia Number 4556);
5. Presidential Regulation Number 41 of 2015 on Ministry of State-Owned Enterprises (State Gazette of the Republic of Indonesia of 2015 Number 76) as amended by Presidential Regulation Number 41 of 2017 on Ministry of State-Owned Enterprises (State Gazette of the Republic of Indonesia of 2017 Number 74);
6. Regulation of the Minister of State-Owned Enterprises Number PER-03/MBU/08/2017 on Guidelines on Cooperation of State-Owned Enterprises (State Bulletin of the Republic of Indonesia of 2017 Number 1147);

HAS DECIDED:

To issue : REGULATION OF THE MINISTER OF STATE-OWNED ENTERPRISES ON THE AMENDMENT TO THE REGULATION OF THE MINISTER OF STATE-OWNED ENTERPRISES NUMBER PER-03/MBU/08/2017 ON GUIDELINES ON COOPERATION OF STATE-OWNED ENTERPRISES.

Article I

Several provisions in the Regulation of the Minister of State-Owned Enterprises Number PER-03/MBU/08/2017 on Guidelines on Cooperation of State-Owned Enterprises (State Bulletin of the Republic of Indonesia of 2017 Number 1147), are amended as follows:

1. The provision of Article 1 point 3 is amended, so that it reads as follows:

Article 1

In this Ministerial Regulation:

1. State-Owned Enterprises, hereinafter abbreviated as SOEs means enterprises of which the equity is in whole or in majority part owned by the state through direct participation derived from the state's separated assets.
2. Cooperation means a legal agreement between SOEs and Partners to achieve common goals.
3. Partner means a party that cooperates with SOEs consisting of SOEs, SOE subsidiaries, SOE affiliated companies and/or other parties.
4. Standard Operating Procedures hereinafter abbreviated as SOP means a guideline or reference to perform duties/jobs.

2. The provision of Article 2 point c is amended, so that it reads as follows:

Article 2

Principles that must be considered in the implementation of Cooperation as follows:

- a. Cooperation is carried out with regard to the principle of transparency, independence, accountability, responsibility, benefit, and fairness, as well as in accordance with the provisions of legislation;
- b. Cooperation is carried out for a certain period of time stipulated in the agreement and is not allowed to conduct cooperation indefinitely, except for cooperation in the form of the establishment of a joint venture company;
- c. Cooperation prioritizes synergy between SOEs and/or between SOE subsidiaries and/or between SOE affiliated companies and enhancement national business participation through direct appointment, or direct Cooperation by comparing at least two (2) SOEs, SOE subsidiaries, and/or SOE affiliated companies;
- d. In addition to Organ of Limited Corporation (*Perusahaan Perseroan*) or Organ of Public Corporation (*Perusahaan Umum*), any party is prohibited from interfering in the process and retrieval decision regarding cooperation in accordance with the provisions of legislation; and/or
- e. Board of Directors is responsible for implementing cooperation for the benefit of the company, and guarantee free from pressure, coercion and interference of other parties.

3. The provision of Article 6 section 7 is amended, so that it reads as follows:

Article 6

- (1) Cooperation of which SOEs are as the party seeking Partner as referred to in Article 4 point b, is conducted based on the SOP determined by the Board of Directors.
- (2) SOP as referred to in section (1) must obtain approval from the Board of Commissioners/Board of Supervisors of the related SOEs with regard to this Ministerial Regulation
- (3) SOP as referred to in section (1) is determined by the Board of Directors not later than 6 (six) months as of the date of promulgation of this Ministerial Regulation.
- (4) SOP as referred to in section (1) at least stipulate regarding:
 - a. mechanism for Partners selection, including direct appointment mechanisms;
 - b. required documents, including feasibility studies (covering the most optimum benefits obtained by SOEs), business plan (covering aspects of operating, financial, legal and market), risk management study and risk mitigation;
 - c. Partners' requirements/qualifications;
 - d. timeframe process of Partner selection not later than 90 (ninety) work days, as of the document of the application submitted by the Prospective Partner is accepted completely;
 - e. mechanism for cooperation extension, whether to the agreement that has ended, present agreement, or the future agreement; and/or
 - f. material of cooperation agreements which protecting the interests of SOEs.

- (5) SOP as referred to in section (4) must also stipulate the procedures for Partners appointment, which the cooperation process is conducted at the initiative of prospective Partners.
- (6) In the event that SOEs have the relevant SOP concerning cooperation with Partners, such SOP must be adjusted to the provisions of this Ministerial Regulation not later than 6 (six) months as of the date of promulgation of this Ministerial Regulation.
- (7) In order to implementation of Cooperation and drafting or adjustment of SOP as referred to in section (1) and section (6), the Board of Directors must take into account the provisions of sectoral legislation.

Article II

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

In order that every person may know hereof, it is ordered to promulgate this Ministerial Regulation by its placement in the State Bulletin of the Republic of Indonesia.

Issued in Jakarta
on 13 September 2017

MINISTER OF STATE-OWNED ENTERPRISES OF THE
REPUBLIC OF INDONESIA,

signed.

RINI M. SOEMARNO

Promulgated in Jakarta
On 14 September 2017

DIRECTOR GENERAL OF LEGISLATION MINISTRY
OF LAW AND HUMAN RIGHTS
OF THE REPUBLIC OF INDONESIA,

signed.

WIDODO EKATJAHJANA

STATE BULLETIN OF THE REPUBLIC OF INDONESIA OF 2017 NUMBER 1263

Jakarta, 8 November 2019
Has been translated as an Official Translation
on behalf of Minister of Law and Human Rights
of the Republic of Indonesia

DIRECTOR GENERAL OF LEGISLATION,



WIDODO EKATJAHJANA