



REGENT OF SANGGAU
WEST KALIMANTAN PROVINCE

REGIONAL REGULATION OF SANGGAU REGENCY
NUMBER 1 OF 2025

REGARDING
CONVERSION OF A LEGAL ENTITY FORM OF DARANANTE HERITAGE
REGIONAL COMPANY TO DARANANTE HERITAGE REGIONAL LIMITED
LIABILITY COMPANY

BY THE GRACE OF ALMIGHTY GOD

THE REGENT OF SANGGAU,

- Considering :
- a. that in order to increase local revenue sources and as a means of economic development and regional development, the Daranante Regional Company has been established based on Sanggau Regency Regulation Number 6 of 2013 concerning the Establishment of the Daranante Regional Company;
 - b. that based on the provisions of Article 331 paragraph (2) and C. paragraph (3) of Law Number 23 of 2014 concerning Regional Government, as amended several times , most recently by Law Number 6 of 2023 concerning the Stipulation of Government Regulation in Lieu of Law Number 2 of 2022 concerning Job Creation into Law in conjunction with Article 4 paragraph (2) and paragraph (3) of Government Regulation Number 54 of 2017 concerning Regional Owned Enterprises, which states that regional owned enterprises consist of regional public companies and regional limited liability companies whose establishment is stipulated by regional regulations, so that the legal form of the Daranante Heritage Regional Company as referred to in letter a needs to be adjusted;
 - c. that based on the considerations referred to in letters a and b, it is necessary to establish a Regional Regulation on the Change of Legal Form of the Daranante Heritage Regional Company into the Daranante Heritage Regional Limited Liability Company; ;
- Observing :
- 1. Article 18 paragraph (6) of the 1945 Constitution of the Republic of Indonesia;
 - 2. Law Number 27 of 1959 concerning the Stipulation of Emergency Law Number 3 of 1953 concerning the Extension of the Formation of Level 11 Regions in Kalimantan (State Gazette of the Republic of Indonesia of 1953 Number 9) as Law (State Gazette of the Republic of Indonesia Year 1959

- Number 72, Supplement to the State Gazette of the Republic of Indonesia Number 1820);
3. Law Number 40 of 2007 concerning 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) as amended several times, most recently by Law Number 6 of 2023 concerning the Stipulation of Government Regulation in Lieu of Law Number 2 of 2022 concerning Job Creation into Law (State Gazette of the Republic of Indonesia of 2023 Number 41, Supplement to State Gazette of the Republic of Indonesia Number 6856);
 4. Law Number 23 of 2014 concerning Regional Government (State Gazette of the Republic of Indonesia of 2014 Number 244, Supplement to the State Gazette of the Republic of Indonesia Number 5587) as amended several times, most recently by Law Number 6 of 2023 concerning the Stipulation of Government Regulation in Lieu of Law Number 2 of 2022 concerning Job Creation into Law (State Gazette of the Republic of Indonesia of 2023 Number 41, Supplement to State Gazette of the Republic of Indonesia Number 6856);
 5. Government Regulation Number 54 of 2017 concerning Regional Owned Enterprises (State Gazette of the Republic of Indonesia of 2017 Number 305, Supplement to State Gazette of the Republic of Indonesia Number 6173);

With Joint Approval

THE REGIONAL REPRESENTATIVE COUNCIL OF SANGGAU REGENCY
and
THE REGENT OF SANGGAU

HAS DECIDE:

To Issue : REGIONAL REGULATION ON THE CHANGE OF LEGAL FORM OF THE PUSAKA DARANANTE REGIONAL COMPANY TO THE PUSARA DARANANTE REGIONAL COMPANY.

CHAPTER I
GENERAL PROVISIONS

Article 1

In this Regional Regulation, the following terms shall have the following meanings:

1. Region means Sanggau Regency.
2. Local Government means the regent as the element of local government administration who leads the implementation of government affairs that are under the authority of the Region.
3. Regional Company, hereinafter referred to as Perusda, means all companies established under Law No. 5 of 1962 concerning Regional Companies, whose capital is wholly or partly derived from separated regional assets, unless otherwise specified by or based on the Law.
4. Pusaka Daranante Regional Limited Liability Company, hereinafter referred to as Perseroda Pusaka Daranante, is a regionally-owned business entity in the form of a limited liability company whose capital is divided into shares, all or

at least 51% (fifty-one percent) of which are owned by the Regional Government.

5. The Articles of Association are the Articles of Association of Perseroda Pusaka Daranante.
6. Shares are evidence of ownership of the capital of Perseroda Pusaka Daranante, which grant rights to their owners in accordance with the law on limited liability companies and/or the Articles of Association.

CHAPTER II NAME AND LOCATION Article 2

- (1) With this Regional Regulation, the regionally-owned enterprise formerly known as Perusda Pusaka Daranante, which was established based on Sanggau Regency Regulation Number 6 of 2013 concerning the Establishment of the Regional Company Pusaka Daranante, is changed to Perseroda Pusaka Daranante.
- (2) The process of changing the legal form as referred to in paragraph (1) shall be carried out in accordance with the provisions of laws and regulations.

Article 3

- (1) Perseroda Pusaka Daranante has its domicile in Sanggau, the capital of the Region.
- (2) The domicile referred to in paragraph (1) is also the head office of Perseroda Pusaka Daranante.
- (3) Perseroda Pusaka Daranante as referred to in paragraph (1) may open branches or representative offices in other locations in accordance with the potential, advantages, and benefits obtained from those locations.

CHAPTER III PURPOSE AND OBJECTIVES Article 4

- (1) The purpose of changing the legal form of Perusda Pusaka Daranante to Perseroda Pusaka Daranante as referred to in Article 2 paragraph (1) is to increase the value of the company, optimize the economic potential of the Region, and create employment opportunities.
- (2) The objectives of changing the legal form of Perusda Pusaka Daranante to Perseroda Pusaka Daranante as referred to in Article 2 paragraph (1) are to:
 - a. generate profits and/or benefits;
 - b. to provide benefits for regional economic development; and
 - c. to provide public benefits in the form of quality goods and/or services to meet the needs of the community in accordance with the conditions, characteristics, and potential of the region concerned based on good corporate governance.

CHAPTER IV
BUSINESS ACTIVITIES
Article 5

- (1) To achieve the objectives and purposes referred to in Article 4, Perseroda Pusaka Daranante conducts business activities in the following sectors:
 - a. trade in goods and services;
 - b. industry;
 - c. agribusiness;
 - d. mining;
 - e. infrastructure; and
 - f. other businesses that do not conflict with the provisions of laws and regulations.
- (2) Further details regarding the business activities referred to in paragraph (1) are regulated in the Articles of Association.
- (3) To carry out the business activities referred to in paragraph (1), Perseroda Pusaka Daranante may collaborate with other parties based on the principle of mutual benefit and protection of the interests of the Regional Government, the wider community, and the collaborating parties.

CHAPTER V
TERM OF EXISTENCE
Article 6

Perseroda Pusaka Daranante is established for an indefinite period.

CHAPTER VI
CAPITAL
Article 7

- (1) The authorized capital of Perseroda Pusaka Daranante is IDR 5,000,000,000.00 (five billion rupiah).
- (2) At least 25% (twenty-five percent) of the authorized capital referred to in paragraph (1) shall be placed and paid up in full by the Regional Government, as evidenced by valid proof of payment.
- (3) The amount of capital contributed and paid in by the Regional Government to Perseroda Pusaka Daranante is IDR 1,250,000,000.00 (one billion two hundred fifty million rupiah).

Article 8

- (1) The capital placed and paid up as referred to in Article 7 paragraph (3) shall be fulfilled through regional capital participation.
- (2) The regional capital contribution referred to in paragraph (1) constitutes separate regional assets.
- (3) The regional capital contribution referred to in paragraph (1) shall be carried out in accordance with the provisions of laws and regulations.

Article 9

- (1) The capital of Perseroda Pusaka Daranante is divided into Shares.
- (2) The shares referred to in paragraph (1) are registered shares whose value is stated in rupiah.
- (3) At least 51% (fifty-one percent) of the Shares as referred to in paragraph (2) are owned by the Region.

CHAPTER VII OTHER PROVISIONS

Article 10

- (1) The Articles of Association of Perseroda Pusaka Daranante are stated in a notarial deed in accordance with the provisions of laws and regulations.
- (2) The Articles of Association referred to in paragraph (1) contain:
 - a. the name and domicile;
 - b. the objectives and purposes;
 - c. business activities;
 - d. the term of establishment;
 - e. the amount of authorized capital and paid-up capital;
 - f. number of shares;
 - g. classification of shares and number of shares for each classification, as well as the rights attached to each share;
 - h. nominal value of each share;
 - i. the positions and number of members of the board of commissioners and board of directors;
 - j. the determination of the place and procedures for holding general meetings of shareholders;
 - k. the procedures for the appointment, replacement, and dismissal of members of the board of commissioners and members of the board of directors;
 - l. the duties and powers of the board of commissioners and the board of directors;
 - m. the use of profits and the distribution of dividends; and
 - n. other provisions in accordance with the provisions of laws and regulations.

Article 11

The preparation of the Articles of Association, the establishment of the organs of Perseroda Pusaka Daranante, and other provisions related to the operations of Perseroda Pusaka Daranante shall be carried out no later than 2 (two) years after this Regional Regulation is enacted.

CHAPTER VIII FINAL PROVISIONS

Article 12

Upon the entry into force of this Regional Regulation, Regional Regulation of Sanggau Regency No. 6 of 2013 concerning the Establishment of the Regional Company Pusaka Daranante (Regional Gazette of Sanggau Regency Year 2013 No. 5,

Supplement to the Regional Gazette of Sanggau Regency No. 4)
is hereby revoked and declared null and void.

Article 13

This Regional Regulation shall enter into force on the date of its
promulgation.

To ensure that everyone is aware of this, the promulgation of
this Regional Regulation is ordered by placing it in the Sanggau
Regency Gazette.

Issued in Sanggau
on March 3, 2025
REGENT OF SANGGAU,
Signed
YOHANES ONTOT

Promulgated in Sanggau
on March 3, 2025
Acting REGIONAL SECRETARY OF SANGGAU REGENCY,
Signed
ASWIN KHATIB

REGIONAL GAZETTE OF SANGGAU REGENCY YEAR 2025 NUMBER 1

REGIONAL REGULATION REGISTRATION NUMBER OF SANGGAU REGENCY,
WEST KALIMANTAN PROVINCE: (6/2024)

EXPLANATION
ON
REGIONAL REGULATION OF SANGGAU REGENCY
NUMBER 1 OF 2025

REGARDING

CONVERSION OF A LEGAL ENTITY FORM OF DARANANTE HERITAGE
REGIONAL COMPANY TO DARANANTE HERITAGE REGIONAL LIMITED
LIABILITY COMPANY

I. GENERAL

The ability of local governments to achieve the objectives of regional autonomy is greatly influenced by the financial condition of the local government itself. One aspect that requires serious attention in financial management is the management of local revenue. One source of local revenue comes from businesses owned by local governments that can be operated through local government-owned enterprises. The establishment of regionally-owned enterprises is carried out with the aim of providing benefits for regional economic development in general, providing public benefits in the form of quality goods and/or services to meet the needs of the community in accordance with the conditions, characteristics, and potential of the region concerned based on good corporate governance, and obtaining profits and/or benefits. Regionally-owned enterprises are divided into two types, namely regional public companies and regional corporations. Article 402 of Law Number 23 of 2014 concerning Regional Government states that "Regional-owned enterprises that existed before this Law came into force must comply with the provisions of this Law within a maximum period of 3 (three) years from the date this Law is promulgated. Currently, in Sanggau Regency, there is one regionally owned enterprise called Perusda Pusaka Daranante, which was established based on Sanggau Regency Regulation Number 6 of 2013 concerning the Establishment of the Regional Company Pusaka Daranante. Based on the provisions of the existing laws and regulations, the Regional Government should adjust the legal form of the regionally owned enterprise Perusda Pusaka Daranante to become Perseroda Pusaka Daranante.

II. ARTICLE BY ARTICLE

Article 1

Sufficiently clear.

Article 2

Sufficiently clear.

Article 3

Sufficiently clear.

Article 4

Sufficiently clear.

Article 5

Sufficiently clear.

Article 6

Sufficiently clear.

Article 7

Sufficiently clear.

Article 8

Sufficiently clear.

Article 9

Paragraph (1)

Sufficiently clear.

Paragraph (2)

What is meant by "Saharn atas nana" is a share that clearly states the name of its owner or holder.

Paragraph (3)

Sufficiently clear.

Article 10

Sufficiently clear.

Article 11

Sufficiently clear.

Article 12

Sufficiently clear.

Article 13

Sufficiently clear.

SUPPLEMENT TO THE REGIONAL GAZETTE OF SANGGAU REGNCY
NUMBER 1