



# Your Trusted Legal Advisor

Discover why the best legal solutions  
are developed within a wider business context



| PwC Legal Indonesia

## About PwC Legal Indonesia

PwC Legal Indonesia has over the years built a strong reputation as advocates and legal consultants, providing all our clients with value-added advice on the complexities and challenges of the Indonesian legal environment to all clients.

Our core value is providing legal service excellence and putting the needs and priorities of our clients first, while continuously improving our approach and continuing to do business ethically.

While technical excellence is at the core of what we do, the breadth of our business and market insight differentiates us from traditional law firms, enabling us to deliver unparalleled focus and integrated services.



## Why Work with Us

As part of a multidisciplinary global network, we deliver holistic legal integrated solutions.



One key point of accountability across your PwC Legal Indonesia | PwC global network engagement



Seamless service without friction / handover points between different providers, saving you time and money



Better price points and less fee risk by leveraging the whole of the PwC Legal Indonesia | PwC relationship with you (with significant economies of scale)



Full legal privilege benefits maintained



Early visibility of broader business issues

**The legal issues that businesses face today are increasingly complex. It's more important than ever to have a legal advisor who understands or has the resources to help with all aspects of your business. Our community of solvers bring much more than a legal lens to your challenges and help you move forward effectively and decisively to uncover tomorrow's opportunities.**

## Who We Are

PwC Legal Indonesia with PwC Legal Business Solutions, has over:

**4000** legal, technology and consulting professionals in more than **100** territories

Our legal team is the best in class. Many of our talented partners and lawyers have joined us from traditional law firms. We're the largest legal service network in terms of geography.

With a strong reputation and a solid track-record as advocates and legal consultants, we provide high-value legal services through the provision of cutting edge legal solutions to support and facilitate legal developments in Indonesia.

We work with our clients to understand commercial and business objectives. We express our advice in commercial terms and offer seamless end-to-end service across the life cycle of your project and for your long-term goals.

## How We're Different

For each problem your business faces, we package together the right mix of PwC Legal Indonesia lawyers with PwC financial and tax advisers, accountants, and strategists to help you build a solution in the most efficient way possible. This provides you with access to a team of experts who can address all aspects of your issue and results in better outcomes for your business.

## Our Practice Areas

### Mergers & Acquisition and Corporate Advisory

The lawyers in our team have a solid track record in carrying out strategic and comprehensive M&A transactions and corporate advisory across a broad range of areas, including:

- Foreign direct investments
- International business restructuring
- Legal due diligence
- Stocks/shares and asset sales
- Joint ventures and strategic alliances
- General corporate matters and licensing requirements
- Anti-monopoly
- Company liquidation
- Anti-bribery and corruption
- Employment
- Company regulations, collective labour agreements, policies and procedures

### Finance and Financial Regulation

Working closely with industry-focused colleagues in the PwC global network, our team of banking and finance lawyers are able to assist you with the key legal and documentation aspects of finance, including:

- Corporate finance, loan agreements, and funding facilities
- Acquisition finance
- Project finance and property finance
- Intra-group lending
- Personal and corporate guarantee
- Loan refinancing and debt-to-equity swap
- Export financing
- Notes and bonds issuance
- Security arrangement and enforcement (including filing/ registration of security documents and advice)
- Limited legal due diligence for lending transactions (borrowers engaging in various industries)
- Structuring finance transactions including leveraged buy-outs, structured notes, and securitisation
- Equity support arrangements
- Advice on banking multi-finance and insurance regulations
- Regulatory and compliance issues



## Capital Markets

We have consistently been the firm of choice for a number of international investment banks in relation to capital market transactions, and we work seamlessly with other global firms specialising in securities work. Our lawyers are well-versed in advising and providing counsel to clients in the following areas:

- Equity offerings including initial public offerings, rights issues, non-preemptive rights, warrants and options
- Debt offerings including bonds, notes, debt exchanges, and convertible and exchangeable bonds
- Mergers, acquisitions, and tender offers
- Stock trading and block trades
- Share buyback and resale
- Corporate restructuring and joint ventures
- Corporate Governance
- Regulatory and compliance matters
- Share-based incentive plans
- Affiliated party, conflicts of interest and material transactions
- General meetings of shareholders
- Disclosure, announcement, and filing
- Confidentiality and insider trading matters
- Legal due diligence and legal opinion
- IPO readiness assessment

## Litigation and Dispute Resolution

Our knowledge in the industry and familiarity of the business and competitive market enables our team to structure a risk management strategy to meet clients' needs in given situations and avoid many disputes altogether. We seek to work with our clients throughout the resolution of a dispute by being proactive and keeping the client involved. Indeed, we encourage early resolution of disputes by the use of amicable settlement. Nevertheless, if a matter is to be litigated, we agree on a strategy with the client, devote the resources and vigorously pursue the outcome. We work seamlessly with the other lines of service of PwC Indonesia, including assurance, tax, financial advisory and business consulting, to provide you with a holistic solution to your needs.



## Regulatory

Through PwC's industry-focused network, combined with our lawyers' extensive experience in various industries, we are capable of providing advice on various regulatory regimes and structures. We work with private and publicly listed companies, small businesses, individuals and governments across Indonesia, as well as globally. Our work includes regulations in the following industries:

### Government & Public Services

- Infrastructure development
- Government bodies
- Regulators
- Education
- International development agencies
- Security
- Smart cities
- Healthcare

### Energy, Utilities & Resources

- Mining & metals
- Power & utilities
- Oil & gas
- Chemicals
- Water
- Related service providers

### Real Estate

Real estate, whether as a valuable asset or as a liability, is a very important component of most business strategies. Our lawyers will help you with various aspects of your projects, including:

- Acquisitions, disposals, lettings and general management matters
- Legal due diligence for asset, share and loan transactions
- Implementing structuring and corporate re-organisations
- Loan/financing agreements, legal support in negotiations, sale and leaseback transactions
- Regulatory advice, incorporation of fund structure and drafting fund documentation
- Asset and property management agreements
- Advising occupiers on strategy, value realisation, cost mitigation, managing onerous and contingent lease liabilities

### Technology, Media & Telecommunications

- Technology
- Information & communications
- Television & other media
- Advertising
- Hospitality and leisure
- Entertainment

## Inward Investment Advisory

We will provide you with advisory services, which can include:

- Advice on the tax and regulatory requirements for the establishment of a business/entity in Indonesia, such as procedures and licensing requirements;
- Advice on the regulatory requirements for mergers, acquisitions and business expansions;
- Advice on the various compliance/governance requirements for your entity in Indonesia;
- Compliance reviews;
- Advice on the requirements for liquidating an entity in Indonesia.

### Business Licensing and Immigration Services

We can assist you with various procedures and liaison with government authorities, including:

- Assistance with various licenses/approvals/permits for company establishment, business expansion and amendments, mergers and acquisitions;
- Liaison with government agencies/authorities such as the Investment Board, Ministry of Trade, Ministry of Industry, Ministry of Laws and Human Rights and Financial Services Authority.

### Investment Facilities

We can assist you to plan, make and submit a complete application for obtaining investment facilities, which can include:

- Assistance in planning and applying for various investment facilities including tax allowance, investment allowance and tax holiday facilities
- Assistance in planning and applying for import duty exemption for capital goods and raw materials

## Corporate Services

### Corporate Secretarial

Good corporate governance is a key aspect for foreign investment in Indonesia. We will assist you to manage governance according to the requirements under the Indonesian Company Law.

- Maintenance of corporate secretarial matters for your company, such as the arrangement and administration of Shareholders' Meetings/ Circulars/Resolutions;
- Amendment of Articles of Association;
- Liaison with Public Notaries and the Ministry of Law and Human Rights

### Compliance Reporting/Administration

We can advise and assist in various non-tax compliance requirements, including:

- Preparation and submission of Offshore Loan Reports and Prudential Principle Reports to the Indonesian Central Bank;
- Preparation and submission of Investment Activity Reports to the Investment Board;
- Preparation of Import Realisation Reports for the Ministry of Trade

### Employment Law

We can assist you with various employment matters including:

- Advice on employment and compliance aspects, such as employment terms and conditions and employment contracts;
- Advice on compliance with legislation, such as social security and pension contributions;
- Guidance on employee stock option plans;
- Recommendations on payroll schemes, such as the composition of salary and allowances, benefits in-kind, etc.
- Assistance with employment termination/resignation process, which can include: calculation and payment of severance packages, drafting of employment termination agreements; introduction and communication of termination/resignation matters to employees.

## NewLaw Services

Our PwC NewLaw team specialise in legal transformation, and work with in-house legal teams to ensure they are driving global best practice and resourcing work in the most effective way. Our services cover strategy and governance, technology and innovation, process optimisation, data and workflows, capability development, operational support and outsourcing as well as change management. Our team of world-class experts help in-house legal departments navigate change and become more effective and valuable businesses.

Legal functions are often unsure how to unlock the power of data, particularly to unlock material, future value for their organisations and clients. We help legal specialists create and harness their data to inform metrics and enable data-driven decisions. This includes designing an underpinning data architecture and governance framework which integrates all of your core processes and technologies, and developing a reporting framework (with fit-for-purpose data visualisations) which supports your legal team's tactical and strategic decision-making.

Our NewLaw Services including:

- NewLaw Consulting Services
- NewLaw Technology & Data Analytics Services
- NewLaw Managed Legal Services

## Other PwC Indonesia Services

Our lawyers work with experts across PwC's assurance, tax, deals, and consulting teams to provide you with seamless and practical solutions for your business, project or compliance needs. Our multi-disciplinary approach ensures you understand and implement strategies which comply with the complex legal and regulatory obligations that impact your business, projects, and commercial objectives. Some of our services include the following:

### Tax Services

PwC Indonesia Tax Services is considered as one of the leading tax practices in Indonesia with more than 300 tax professionals from different backgrounds, including accounting, legal and finance. Our tax practice includes staff dedicated to thought leadership as well as tax controversy specialists that have previously worked as Indonesian tax officers and tax judges. Some of the related services that our Tax team provides include:

- Tax Dispute Resolutions
  - Tax audit, objection & appeal
  - Supreme Court proceedings
  - Tax audit post-merger
- Payroll administration services
- Accounting services
- Tax Advisory Services
- Tax Compliance Services
- Transfer Pricing
- Indirect Tax and World Trade Management Services

### Capital Projects & Infrastructure Services

Indonesia is embarking on huge investments to develop its infrastructure both in the public and private sectors, ranging from ports and airports to toll roads, power plants, water utilities and other major infrastructure investments. We bring together functional and industry expertise to help clients solve complex issues related to infrastructure investing. We have robust experience and a global network to provide services in the area of toll roads, ports, power and water, railways, and other types of infrastructure. We support our clients through the entire life-cycle from the initial structuring process through to development, operation and ultimately asset disposal, including:

- Strategy: Defining market/business needs and identifying regulatory drivers.
- Assessing projects: Analysing project costs, revenues and capabilities; developing a financing strategy; conducting an investment appraisal; conducting a cost-benefit analysis; and developing a business case.
- Developing projects: Assessing project readiness; refining project models; and reviewing contracts and risks.
- Procuring projects: Identifying procurement strategy; selecting and implementing project systems; developing a project contract strategy; selecting and procuring suppliers; and implementing a financing plan.
- Delivering projects: Establishing project management office; controlling, analysing, and improving projects; assuring project costs; analysing disputes; and conducting a post-completion review.
- Operating projects: Assessing and improving asset performance.
- Disposing of projects: Evaluating divestiture options and managing asset disposal.

### Entrepreneurial & Private Business

- Helping entrepreneurial & private businesses grow, prosper and professionalise to ensure continuity for future generations.
- Family Business: Helping you to seize opportunities, manage risks, make a positive impact and protect your family legacy. We compose our long-standing experience with family businesses to provide services ranging from running family-owned businesses, protection and management of wealth of the family, preparing and nurturing next generations of the company, and other family matters.
- Startup & Venture Capitals: Navigating you through uncertainties in the fast-paced startups ecosystem. We accelerate ourselves to be the leader in delivering values ahead of others, ensuring startups and venture capitals maximise values in the business they are currently undertaking.

### Environmental, Social and Governance (ESG) Value creation journey

As a result of a rapidly increasing global focus on broad ESG issues by governments, the private sector and the public over the past few years, a trend exacerbated by the COVID-19 pandemic, we have witnessed a major shift towards a better understanding of climate change, sustainability and other ESG issues. Companies and organisations are looking to identify and respond to their ESG risks and opportunities. Active management of ESG issues can directly impact the bottom line as well as a company's reputation and social licence to operate. Our range of services will help you better understand the ESG value creation journey and how PwC can assist you to fulfill your ESG needs.



## Specialised Business Desks

One of the benefits of working with PwC is that we operate with strong cross-border collaboration. PwC Indonesia has specialised business desk teams that focus on supporting Japanese, Chinese, and Korean businesses to connect to the full breadth of our capabilities and experience through a single point of contact who understands you and your business.

### Japan Business Desk

- Considered as the leading firm in Indonesia for Japanese Business in terms of number of clients and business volume.
- Strong dedicated team of Japanese expatriates. This team is part of the Global PwC Japanese Business Network that operates in more than 80 countries.
- The most active firm in Japanese Business in Indonesia, conducting various seminars and training events as well as issuing publications in Japanese.
- We work closely with Japanese institutions, including the Japanese Embassy, JICA, JETRO and JJC

### Korea Business Desk

- First firm to have a dedicated team for Korean businesses operating in Indonesia, advising on how to set up a business, compliance with regulations and reporting requirements, and assisting in the unique business and market environment in Indonesia.
- We work closely with Korean professional associations, including KOTRA, the Korean Embassy, KAFA (Injaemo), KTA (trading industry), KERA (energy industry) and KFA (financial institutions).

### China Business Desk

- We have a team of Mandarin-speaking professionals in all major lines of service, who are fully committed to serving Chinese companies operating in Indonesia.
- A wealth of experience in dealing with the typical issues faced by Chinese companies doing business in Indonesia, encompassing business establishment, tax, due diligence, regulatory compliance, financial reporting and auditing.
- Our well-established connections with PwC offices in China, Hong Kong and Taiwan enables our clients to access markets and professional expertise in those locations as and when they are needed.
- We work together with Chinese business associations in Indonesia and regularly hold seminars and publish thought leadership in Mandarin.

## Accolades

Setting the bar in multidisciplinary business advisory services in Indonesia, PwC Legal Indonesia through the PwC global network continues to assist your organisation to achieve competitive advantage through strategic-driven, forward-looking and on-point legal advisory and solutions to support your business strategy and goals.

More recently, PwC Legal Indonesia as part of PwC Indonesia has been awarded with the highest industry accolades.

### **IFLR1000**

Banking - Notable  
Project Development - Tier 3  
Capital markets : Debt - Tier 2  
Capital markets : Equity - Tier 2  
M&A - Tier 3  
Project Finance - Notable  
Rising Star - Danar Sunartoputra

### **Asialaw**

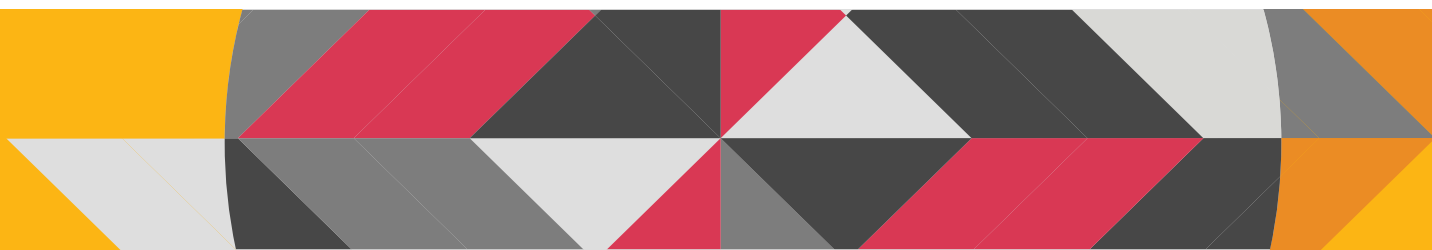
Capital Markets - Highly recommended  
Corporate and M&A - Highly recommended  
Banking and finance - Recommended  
Banking and Financial Services - Recommended  
Competition/antitrust - Other notable

### **Asia Business Law Journal**

Indonesia's Future Legal Leaders - Danar Sunartoputra

### **Chambers**

Capital Markets - Leading Firm  
Corporate M&A - Leading Firm



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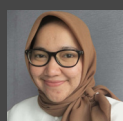
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