

Going Public with Confidence

A Structured Guide to the IPO Journey

July 2025



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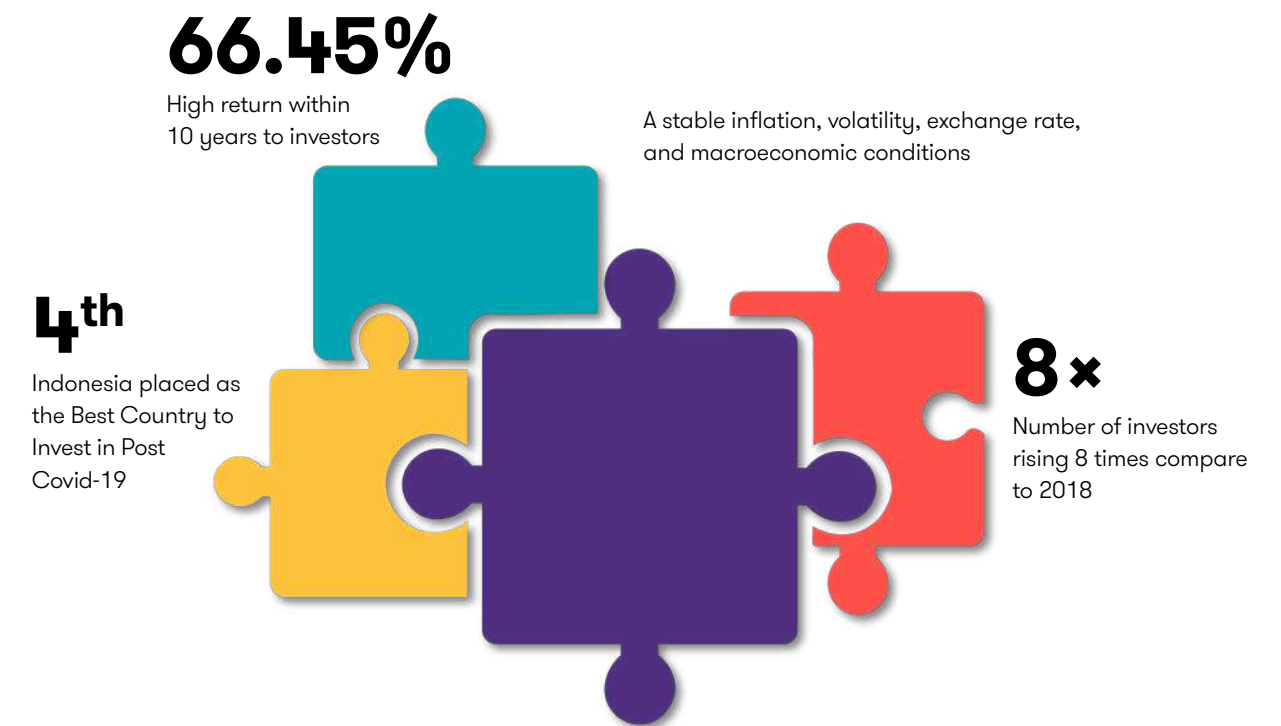
A Structured Guide to the IPO Journey

It is important for companies to determine their main objectives and the benefits that they can obtain first. A Public Offering is when a company undertakes its initial public offering, IPO, by selling shares of stock to the public, usually to raise additional capital. It is regulated under *Undang Undang Pasar Modal* (UUPM) No. 8, 1995. Companies need to ensure that their internal organisations already comply with the applicable regulation starting from an internal readiness checklist **on audited financial statements, taxation, Good Corporate Governance (“GCG”), Internal control, compliance, valuation, environmental, social and Governance (“ESG”), and Legal Compliance.**



Source : Indonesia Stock Exchange

Why Going Public?



Benefit of Going Public



Access to long-term funding

Go public can enhance the firm's equity value, supporting the achievement of an optimal capital structure.



Nurturing employees' loyalty

Stock may become an option of employees incentives to boost their performance and professionalism.



Enhancing company value

All operational and financial performance is recorded and directly influences the company's stock price on the IDX.



Tax incentives

Corporate income tax rate may be reduced by 3% if the company meets the required criteria.



Strengthening brand image

Increase the visibility of the company's products or services and opens up new business opportunities.

Source : Indonesia Stock Exchange

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After finding the right reason how essential it is to go public, the company needs to run internal assessment to be able to define their ultimate main objectives.



Preliminary Consideration to Go Public

1.

What is the company’s long-term business plan?
2.

What is the amount of capital required by the company through the Initial Public Offering (IPO)?
3.

What is the maximum percentage of public ownership expected by shareholders?
4.

Is there a need for a spin-off, merger, acquisition, or aset divestment before conducting a public offering?
5.

Which subsidiaries in a group have the greatest likeliness of going public?
6.

Are there licensing provisions in regulations, agreements or other matters that need to be amended prior to the IPO?
7.

Are there significant issues within the company that could disrupt the IPO process?
8.

Does the company need to make changes to the composition of the company’s directors and/or commissioners?

Source : Indonesia Stock Exchange

The Process of Going Public

Understanding and fulfilling the condition/ requirement

A thorough understanding of listing requirements its essential as an initial step-ensuring alignment with your company’s strategic objectives. Once this alignment is established, companies can proceed to evaluate the applicable criteria for listing equity, bonds, or sukuk on the Indonesian Stock Exchange, as detailed below:

A. Listed as Stocks in Main Board

Criteria		Stocks (Main Board)
Good Corporate Governance	Legal Entity	Limited Liability Company (PT)
	Independent Commisioner	Yes, following POJK (min 1 person or 30% of the total Board of Commissioners) POJK No.33/POJK.04/2017
	Audit and Internal Audit Committee	Yes, following POJK POJK No.55/POJK.04/2015 and POJK No.56/POJK.04/2015
	Company Secretary	Yes, following POJK POJK No.35/POJK.04/2014
	Board of Directors	Yes, following POJK (min 2 people; director and commissioner) POJK No.33/POJK.04/2014
Finance and Accounting	Operational Period (Recording Business Income)	>= 36 months
	Audited financial report	Min.3 years (2 years WTM* from auditor) and latest interim financials (if any)
	Capitalisation	Profit before tax for the last 1 fiscal year and Net Tangible Asset more than IDR250 bn; or
	Legal Entity	Cumulative profit before tax for the last 2 years more than IDR100 bn and market capitalisation more than IDR1 tn; or Revenue more than IDR800 bn and market capitalisation more than IDR8 tn; or Total assets more than IDR2 tn and market capitalisation more than IDR4 tn; or Cash flow from operating activities 2 years more than IDR200 bn and market capitalisation more than IDR4 tn
Public Offering Structure	Number of Shares	Min. 300 Million shares
	Free Float**	Equity < IDR500 bn: 20% ownership Equity IDR500 bn – IDR2 tn: 15% ownership Equity >IDR2 tn : 10% ownership
	Total Shareholders	More than 1000 parties
	Prime Share Price	More than IDR100

*WTM : Unqualified Opinion

**Free Float shares are share that

1.

held by shareholders who individually own less than 5% of the total listed shares;
2.

not held by the company’s controlling shareholders or their affiliates;
3.

not held by members of the board of commissioners or board of directors; and
4.

not comprised of treasury shares repurchased by the company.

Source : Indonesia Stock Exchange

B. Listed as Stocks in Development Board

Criteria		Stocks (Development Board)
Good Corporate Governance	Legal Entity	Limited Liability Company (PT)
	Independent Commissioner	Yes, following POJK (min 30% of the total Board of Commissioners) POJK No.33/POJK.04/2017
	Audit and Internal Audit Committee	Yes, following POJK POJK No.55/POJK.04/2015 and POJK No.56/POJK.04/2015
	Company Secretary	Yes, following POJK POJK No.35/POJK.04/2014
	Board of Directors	Yes, following POJK (minimum 2) POJK No.33/POJK.04/2014
Finance and Accounting	Operational Period (Recording Business Income)	>= 12 months
	Audited Financial Report	Min.1 year or 3 years for company that has been established for more than 3 years and interim financials (if any) with WTM* from auditor for the last 1 financial years and latest interim financials (if any)
	Required Period of Net Profit	Allowed to record net loss with projected net profit max.2 years after listing
	Capitalisation	Net Tangible Asset more than IDR50 bn; or
		Cumulative profit before the last 2 years more than IDR10 bn and market capitalisation more than IDR100 bn; or
		Revenue more than IDR40 bn and market capitalisation more than IDR400 bn; or
Total assets more than IDR250 bn and market capitalisation more than IDR500 bn; or		
Cash flow from operating activities 2 years more than IDR20 bn and market capitalisation more than IDR400 bn		
Public Offering Structure	Number of Shares	Min. 150 Million shares
	Free Float*	Equity < IDR500 bn: 20% ownership
		Equity IDR500 bn – IDR2 tn: 15% ownership
		Equity >IDR2 tn : 10% ownership
	Total Shareholders	More than 500 parties
	Prime Share Price	More than IDR100

*WTM : Unqualified Opinion

**Free Float shares are share that

- | | |
|---|---|
| 1. held by shareholders who individually own less than 5% of the total listed shares; | 3. not held by members of the board of commissioners or board of directors; and |
| 2. not held by the company’s controlling shareholders or their affiliates; | 4. not comprised of treasury shares repurchased by the company. |

Source : Indonesia Stock Exchange

C. Listed as Stocks in Acceleration Board

Criteria		Stocks (Acceleration Board)
Good Corporate Governance	Legal Entity	Limited Liability Company (PT)
	Independent Commissioner	Yes, following POJK (transition of fulfillment with special criteria) POJK No.33/POJK.04/2017 or POJK No.53/POJK.04/2017
	Audit and Internal Audit Committee	Yes, following POJK (transition of fulfillment with special criteria) POJK No.33/POJK.04/2017 or POJK No.53/POJK.04/2017
	Company Secretary	Yes, following POJK (transition of fulfillment with special criteria) POJK No.33/POJK.04/2017 or POJK No.53/POJK.04/2017
	Board of Directors	Yes, following POJK (transition of fulfillment with special criteria) POJK No.33/POJK.04/2017 or POJK No.53/POJK.04/2017
Finance and Accounting	Operational Period	Since its establishment, it has recorded business revenue in the last financial year
	Audited financial report	Min. 1 year or since standing if standing less than 1 year (WTM*)
	Required Period of Net Profit	Allowed to record net loss with projected net profit max.6 years after listing
	Capitalisation	None, following POJK POJK No.53/POJK.04/2017
Public Offering Structure	Number of Shares	Not regulated
	Free Float*	Minimum 20% ownership
	Total Shareholders	More than 300 SID owners
	Prime Share Price	More than IDR 50

*WTM : Unqualified Opinion

D. Listed as Stock in Main Board – New Economy

Criteria		Stocks (Main Board - New Economy)
Registration Requirements	Main Board Listing	Companies must meet the listing requirements on the Main Board
	Other recording requirements that must be met	Have high revenue growth or <ol style="list-style-type: none">Listing on the Board: Revenue CAGR 30% last three yearsRemains listed on the Board: CAGR 20% for the last 4 years
		Using technology to create product or service innovations that increase productivity and economic growth and have social benefits <ol style="list-style-type: none">Business contributionBusiness performance<ul style="list-style-type: none">Number of active usersBusiness transaction and growth : GMV, GTV, TPV and other parametersSocial benefits<ul style="list-style-type: none">Contribution to GDPNumber of partnership or jobs createdOther parameters
		Entering into the business field specified by the Stock Exchange, such as <ul style="list-style-type: none">Autonomous technology and industrialGenomic and or biomedicineFintechNext generation internet (5G)Cloud computing and big dataCyber securityFuture carsVideo gamingOther business sectors

Notes : refer to IDX Regulation No. I-Y and IDX Circular Letter No. SE-00011/BEI/11-2022

Source : Indonesia Stock Exchange

E. Listed as Bond

Criteria		Bond
Good Corporate Governance	Legal Entity	Business entity
	Independent Commissioner	Yes
	Audit and Internal Audit Committee	Yes
	Company Secretary	Yes
	Board of Directors	Yes (minimum 2)
	Effective OJK	OJK has been effective
Ranking	Rating by securities rating companies registered with OJK	Yes, except for debt securities which are not required to obtain rating results as regulated in the POJK
Finance and Accounting	Ranking/ Operating Period	Meets 4 (four) top levels (investment grade); or Core business for at least 24 consecutive months
	Audited Financial Report	Last 2 financial years and last interim financial statement, modified WTM* opinion of last financial statement; or
		LK since its operation if less than 2 years, the last WTM LK opinion

*WTM : Unqualified Opinion

F. Listed as Sukuk

Criteria		Sukuk
Good Corporate Governance	Legal Entity	Business entity
	Independent Commissioner	Yes
	Audit and Internal Audit Committee	Yes
	Company Secretary	Yes
	Board of Directors	Yes (minimum 2)
	Effective OJK	OJK has been effective
Ranking	Rating by securities rating companies registered with OJK	Yes, except for debt securities which are not required to obtain rating results as regulated in the POJK
Finance and Accounting	Ranking/Operating Period	Meets 4 (four) top levels (investment grade); or Core business for at least 24 consecutive months
	Audited Financial Report	The last 2 financial years and last interim financial statement, modified WTM* opinion of last financial statement; or
		LK since its operation if less than 2 years, the last WTM LK opinion
Sharia Compliance Statement	Sharia Compliance Statement	Mandatory submission of sharia compliance statement In accordance with the IG Regulation on Sukuk Issuance and Requirements and/or POJK No.18/POJK.04/2023

*WTM : Unqualified Opinion

Source : Indonesia Stock Exchange

Preparation

Once your company has selected the listing board that aligns with its strategic goals, you are now entering the preparation phase:

- ✓

Forming a dedicated internal IPO team
- ✓

Structuring the Initial Public Offering (IPO) framework
- ✓

Appointing securities underwriters, institutions and capital market support professions
- ✓

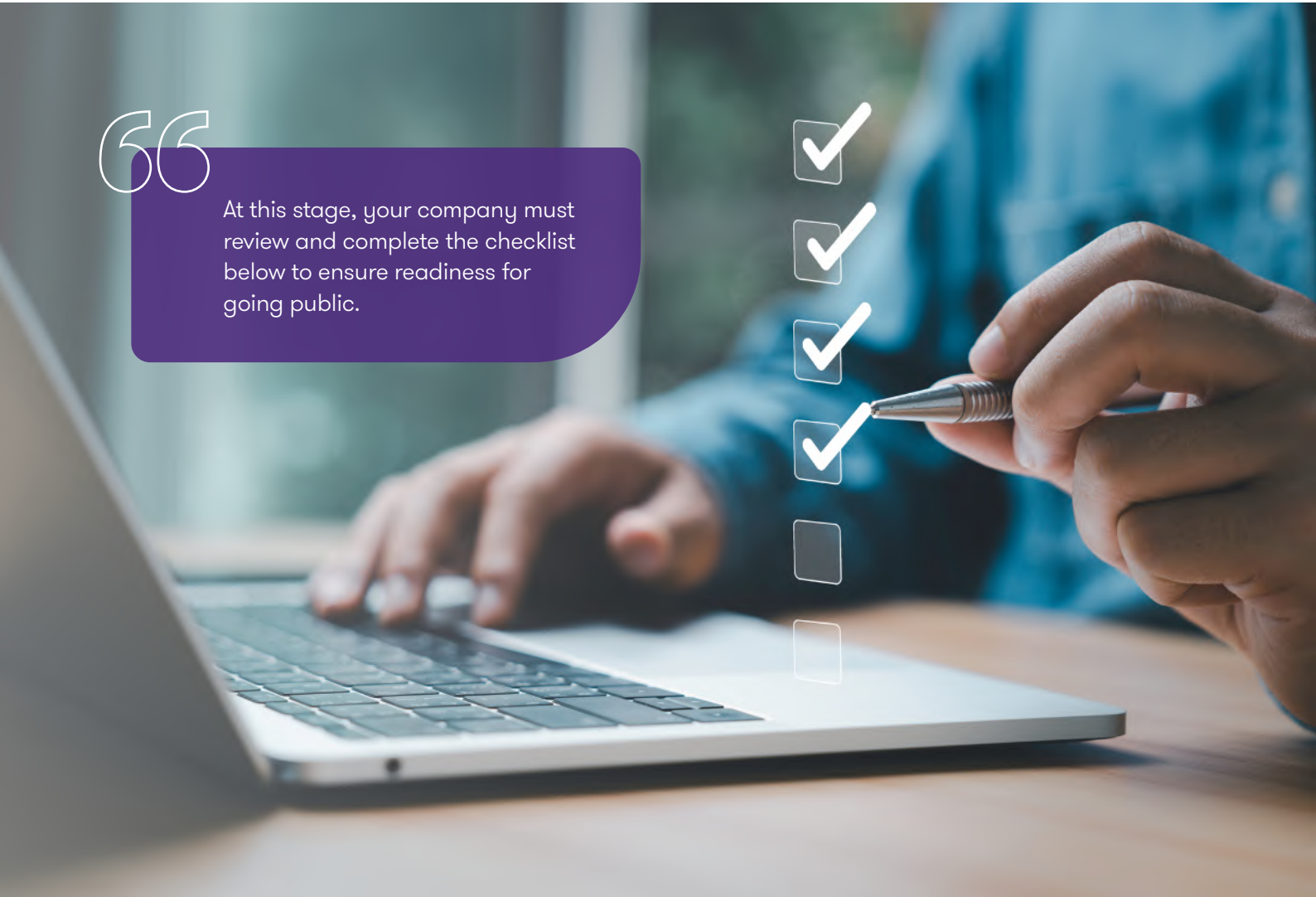
Holding the Extraordinary General Meeting of Shareholders (EGMS)
- ✓

Conducting internal restructuring and capital discussion
- ✓

Ensuring completion of all regulatory documents
- ✓

Adhere to the standards mandate by OJK and IDX

Source : Indonesia Stock Exchange



Process

The IPO process consist of four key stages, each requiring a dedicated amount of time and preparation.

Step 1

Appoint securities underwriters and supporting capital market professional

Estimated time: depends on the company’s internal readiness

Step 2

Submission of securities listing application to the Indonesia Stock Exchange and Submission of Registration Statement to OJK

Estimated time: 10-12 weeks

List of required documents:

- Company profiles
- Financial statements
- Legal opinions
- Financial projections
- Business plans and public offering plans

Key actions

Apply and complete the required documents

Submit an application for securities registration at KSEI

IDX conduct mini-exposition and site visit (within max. 10 Trading Days)

OJK will deliver a Pre-Effective letter and explanation letter to revise additional information related to risk, financial conditions and business activities

Submit the Registration statement and supporting document including the prospectus

IDX will give the Principle Approval

OJK will review the submission, once it is completed, OJK will issue an Effective Letter

The company can publish prospectus to the public and conduct public offering

Source : Indonesia Stock Exchange

Step 3

Public offering to the Public

Estimated time: 1-5 working days

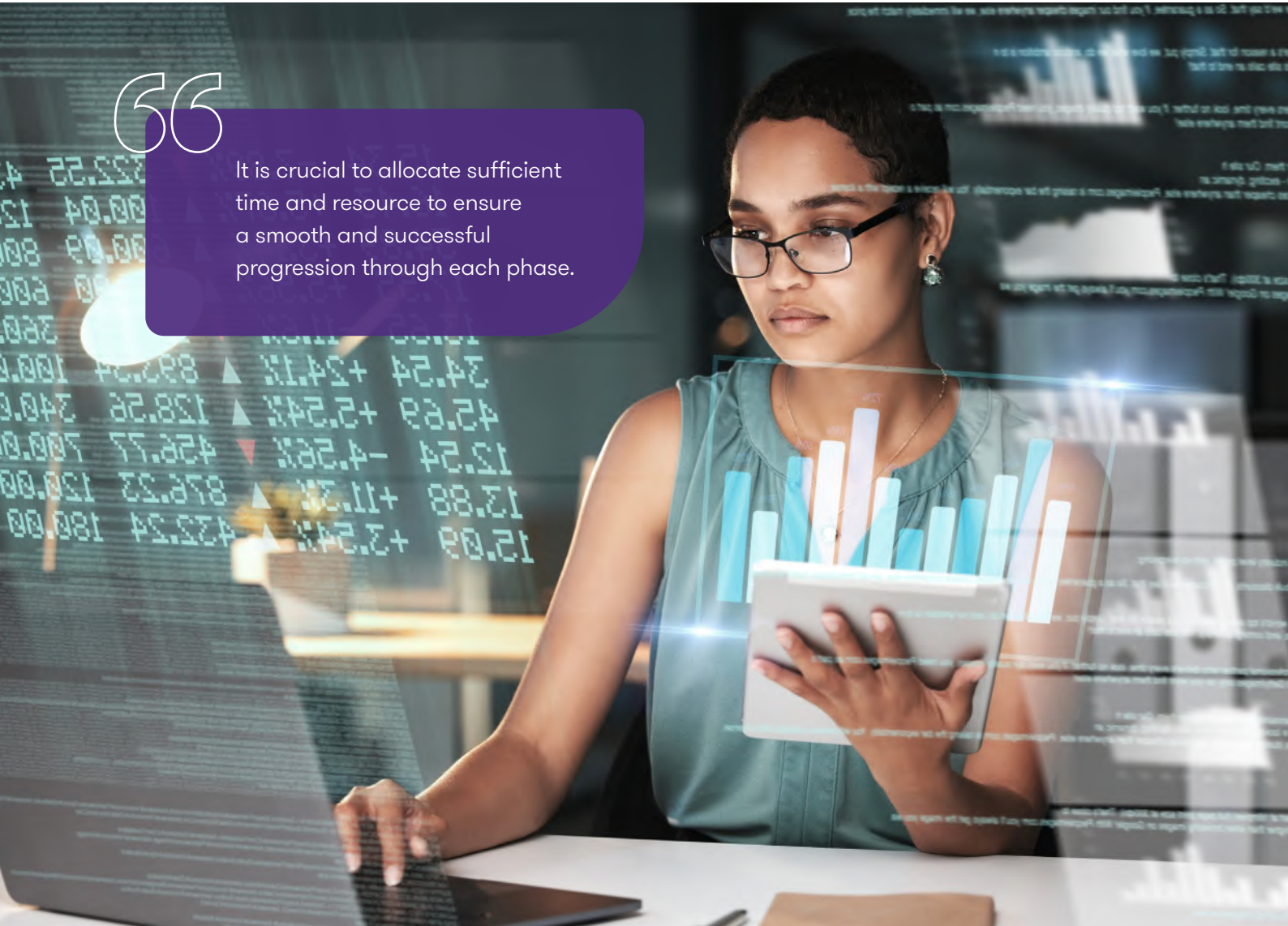
Step 4

Listing and trading of company securities in the Indonesia Stock Exchange

Estimated time: 5-7 working days

At this stage, investors can trade the company’s securities on the secondary market through licensed brokers or securities firms.

Source : Indonesia Stock Exchange



“It is crucial to allocate sufficient time and resource to ensure a smooth and successful progression through each phase.”

Reporting Requirements Overview

The following graph provides a summary of specific reports that need to be disclosed to the public via IDX and are subject to supervision of OJK.

Regulation
Decision Letter of The Board of Directors of The Indonesia Stock Exchange (No.KEP-00015/BEI/01-2021)

Amandment to Regulation Number I-E Concerning Obligations for Submission of Information	
Annual Audited Financial Statements	No later than the end of the third month after the date of the annual financial statements
Annual Report and ESG Report*	The end of the fourth month after the end of the financial year
Interim Financial Report/ Semi Annual Report	Audited-End of the third month after the date of interim financial report or semi-annual financial report (as relevant)
Incidental Report	As promptly as possible and no later than 2 (two) working days after the occurrence of the material information or fact
Fund Utilisation Realisation Report (LRPD) to OJK	LRPD shall be submitted every 6 (six) months with the report dates of 30 Juni and 31 December
Public Expose	At the latest 3 (three) IDX Trading Days after the public expose, a report consists of a summary of the discussion in the session and a copy of the list of attendees
Corporate Action (if cause dilution)	Report to IDX and submit at the latest on the next day after the company decides to conduct the action

*ESG report might be required for listed Co effectively in 2024 onwards

Source : Indonesia Stock Exchange

How to Win the IPO and Avoid the Failure

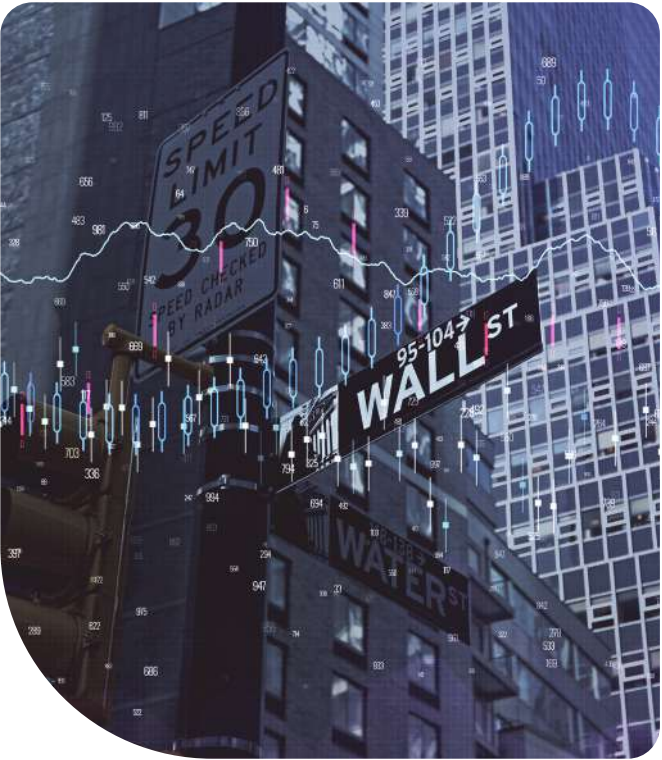
The road to IPO is rarely without obstacles. While the rewards can be great, many companies face hurdles that test their readiness and resilience. Here’s your early warning-so you can prepare not only for success, but also for the risks, resistance, and realities that may lie ahead.

Common Causes

- Lack of investor confidence or interest**
Investor sentiment plays a crucial role in IPO success. Limited confidence in your business model, leadership, or growth potential can weaken demand and negatively impact stock performance
- Unfavorable market timing and conditions**
Going public during periods of economic uncertainty, political instability, or market volatility can significantly affect investor appetite and IPO valuation
- Weak financial performance**
Poor or inconsistent financial results may raise concern about the company’s long-term viability, discouraging potential investors and undermining IPO success
- Intense market competition**
In highly competitive industries, investors tend to favor IPOs with stronger market positioning or higher perceived returns. Without clear differentiation, your offering may be overlooked
- Regulatory or legal risks**
Non-compliance with listing regulations or ongoing legal disputes can erode investor trust, delay the IPO process, or disqualify the company from listing entirely

Prevent IPO Failures and Bounce Back

Avoiding common pitfalls can significantly enhance your company’s confidence in achieving a successful IPO and a smooth post-IPO transition. Success begins with a strong focus on strategic planning, regulatory compliance, financial transparency, and effective investor relations. Equally important is comprehensive preparation and strategic foresight to ensure long-term growth beyond the listing.



Source : Indonesia Stock Exchange

Step Into the IPO Journey with Grant Thornton Indonesia

If your company is ready to navigate the complexities of the IPO process, Grant Thornton Indonesia is here to support you. Our experienced professionals are equipped to guide you through every stage of the journey, from preparation to execution.



Building your strategic steps with us



Assurance

To provide you with audit services; thus, we will ensure that you will have appropriate audit financial statements ready for your IPO process



Tax

To ensure that your company has complied with all applied tax regulations and governance



Advisory

To support your IPO strategy from end-to-end, we work closely with securities companies and other relevant stakeholders. We ensure that all documentation and compliance requirements are fully prepared, enabling your company to enter the market with confidence and adapt effectively to the post-IPO landscape

Contact Us

Find out how Grant Thornton Indonesia can assist you for your IPO strategic action

For service enquiries please contact us at bd@id.gt.com

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