

IDX Tightens Listing Requirements

May 2026

On 31 March 2026, the Board of Directors of the Indonesia Stock Exchange (“**IDX**”) issued Decree No. Kep-00045/BEI/03-2026 amending Regulation I-A on the Listing of Shares and Equity Securities Other than Shares Issued by Listed Companies (“**New IDX Regulation No. I-A**”) together with its explanatory guidance under IDX Circular Letter No. SE-00004/BEI/03-2026 (“**IDX Circular Letter No. 4/2026**”). Both took effect on the same date.

New IDX Regulation No. I-A revokes: **(i)** Decree of the IDX Board of Directors No. Kep-00101/BEI/12-2021 regarding the same matter, and **(ii)** Decree of the IDX Board of Directors No. Kep-00014/BEI/03-2022 regarding Special Policies on Free Float Shares for Listed Companies implementing Shares with Multiple Voting Rights.

Key Highlights

- **Higher Free Float Threshold**

For Prospective Listed Companies

The number of Free Float Shares shall be at least 300 million shares (for placement on the Main Board) or at least 150 million shares (for placement on the Development Board) and must now meet the following conditions:

No.	Category of Listed Companies Based on Market Capitalization Value Prior to the Listing Date	Minimum Free Float Shares Subject to a One-Year Lock-up from the Listing Date
a.	Less than IDR 5 trillion	At least 25% of total listed shares
b.	IDR 5 trillion until IDR 50 trillion	At least 20% of total listed shares
c.	More than IDR 50 trillion	At least 15% of total listed shares
d.	At least IDR 30 trillion	Subject to IDX discretion

For Existing Listed Companies

To remain listed on the IDX, one year after the listing date, a listed company must maintain at least 50 million Free Float Shares, representing no less than 15% (increased from 7.5%) of the total listed shares or as otherwise approved by the IDX.

Transitional period:

No.	Category of Listed Companies based on Market Capitalization Value on 31 March 2026	Free Float Shares			
		Per 31 March 2026	Required By 31 March 2027	Required By 31 March 2028	Required By 31 March 2029
a.	At least IDR 5 trillion	Below 12.5%	At least 12.5%	At least 15%	-
		12.5% to below 15%	At least 15%	-	-
b.	Below IDR 5 trillion	Below 15%	-	-	At least 15%

By taking into account market conditions, the IDX may determine a different timeframe subject to the prior approval from, or pursuant to a directive issued by, the Financial Services Authority (*Otoritas Jasa Keuangan* or OJK).

The minimum number of shareholders required remains 300 shareholders (each having a single investor identification or “SID”), but specifically for companies listed on the IDX Main Board, the requirement is higher: each must maintain at least 750 SID-holding shareholders. In addition, the company’s market capitalization value shall exceed IDR 200 billion.

▪ **New Definition of Free Float Shares**

Under the New IDX Regulation No. I-A, Free Float Shares are now defined as scripless shares listed on the IDX that are:

- i) owned by shareholders, each holding less than 5% of the total listed shares;
- ii) not owned by any controlling parties and/or their affiliates;
- iii) not owned by any members of the Board of Directors or Board of Commissioners of the listed company;
- iv) not treasury shares; and
- v) not subject to ownership transfer restrictions.

IDX Circular Letter No. 4/2026 further clarifies the scope of restricted shares, specifying three categories of restricted shares that would be excluded from Free Float Shares calculations:

- i) shares currently subject to a lock-up period pursuant to the applicable regulations or as part of a corporate action;

- ii) shares forming part of a venture capital or private equity firm's portfolio; and/or
- iii) shares under seizure or subject to a blocking order by law enforcement or other competent authorities.

- **New Continuing Obligations for Listed Companies**

- 1. **Qualified Financial Statement Preparer (effective 31 March 2027)**

Listed companies are now required to designate at least one individual to prepare their financial statements, either a member of the Board of Directors or an employee who holds a valid accounting competency certificate from a recognized professional organization in Indonesia, or an international organization. Prospective listed companies may instead engage a practicing accountant or certified public accountant if such role is not yet available.

- 2. **Capital Market Education**

The Board of Directors, the Board of Commissioners, and the Audit Committee of listed companies will be required to participate in and complete continuing education programs on capital markets and corporate governance. This requirement will take effect once the relevant IDX circular letter is issued and implemented.

- **Request for Certain Shareholders to be Categorised as Free Float Shareholders**

Listed companies may submit a request to the IDX so that specific shareholders can be categorised as holders of Free Float Shares if the ultimate beneficiaries of such shares are public investors. In this regard, IDX Circular Letter No. 4/2026 clarifies which shareholders are classified as beneficial owners that are public investors, including insurance firms, pension funds, government-owned investment funds, mutual funds, brokers, social security bodies, and other entities backed by public investors.

- **Mandatory Lock-Up and Transfer Restriction Periods for Controlling Party**

If so determined by the IDX, the controlling party of a prospective listed company must retain control and/or is prohibited from transferring all or part of its shareholding for a minimum period of 12 months from the listing date or such other period as determined by the IDX, in accordance with applicable laws and regulations, taking into account the controlling party's strategic role and investor protection.

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