

ABSTRACT

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Legal Protection of Shareholders Against the Transfer of Shares with a Value Different from the Value stated in the Articles of Association of the Limited Liability Company

(xiii + 95 pages + 2 attachments)

Share ownership can be transferred by shareholders. The transfer of ownership rights to the shares of a company is generally regulated in the articles of association and/or Law Number 40 of 2007 concerning Limited Liability Companies. Currently, many limited liability companies are experiencing growth. However, there are also limited liability companies that have experienced a fall or even gone out of business, one of which is due to the Covid-19 pandemic. When a company develops, its shareholders certainly hope that their shares can be sold at a higher value than the value stated in the deed of establishment and vice versa. Until now, there are no laws and regulations that specifically regulate the transfer of rights to shares with a value that is different from the value stated in the company's articles of association. This study aims to solve legal issues regarding the transfer of rights to shares with a different value from the value stated in the company's articles of association and to develop knowledge of civil law and corporate law. The type of research used in this study is normative legal research - empirical with the category of non-judicial case studies. The data used in this study is secondary data which is strengthened by primary data obtained through literature studies and interview techniques. These data will be analyzed using a legal systematic approach, while the analytical method uses a deductive method. From the results of this study it can be concluded that the transfer of rights to shares with a value different from the value stated in the company's articles of association can be carried out and will be considered valid if it fulfills the conditions stipulated in the Civil Code and Law Number 40 of 2007 concerning Limited Liability Companies. Legal protection for shareholders whose shares are purchased at a value lower than the value stated in the company's articles of association can be seen from whether or not legal requirements are fulfilled, both subjective and objective requirements. Failure to fulfill one and/or both subjective conditions will result in the agreement being cancelled. Whereas failure to fulfill one and/or both objective conditions may result in an agreement being null and void.

Keyword: Limited Liability Company Shares, Shares Value, Transfer of Shares

References: 46 (1945-2022)