ABSTRAK

KEDUDUKAN HUKUM PERSEROAN TERBATAS YANG TIDAK DILIKUIDASI PASCA PROSES KEPAILITAN DALAM SISTEM PERDATA INDONESIA

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Penelitian ini menganalisis kedudukan hukum perseroan terbatas yang tidak dilikuidasi pasca proses kepailitan dalam sistem perdata Indonesia. Permasalahan utama penelitian ini terletak pada ketidakselarasan dan ambiguitas pengaturan antara kewajiban pembubaran/likuidasi PT dalam UU PT dan kemungkinan rehabilitasi debitur dalam UU Kepailitan dan PKPU. Penelitian ini menggunakan metode yuridis normatif dengan pendekatan perundang-undangan, konseptual, dan kasus, serta bersifat preskriptif-analitis. Hasil penelitian menunjukkan bahwa pengaturan yang ada belum memberikan kepastian hukum yang memadai karena terdapat ketidakselarasan antara kewajiban likuidasi setelah insolvensi dan kemungkinan rehabilitasi setelah kepailitan berakhir. Dalam praktik, ketidakselarasan tersebut menimbulkan keadaan perseroan yang secara ekonomi telah berhenti, tetapi secara yuridis belum selesai status badan hukumnya. Kondisi ini berpotensi merugikan kreditor, debitur, pemegang saham, dan pihak ketiga yang berkepentingan. Penelitian ini menyimpulkan bahwa likuidasi merupakan tahapan penting untuk mengakhiri status badan hukum perseroan secara tertib dan memberikan kepastian hukum. Oleh karena itu, diperlukan harmonisasi norma agar pengaturan mengenai status perseroan pasca kepailitan menjadi lebih jelas, konsisten, dan dapat diterapkan secara efektif dalam praktik. Penelitian ini juga menegaskan bahwa penyelesaian melalui penafsiran sistematis semata belum cukup untuk menghilangkan ambiguitas, sehingga dibutuhkan rumusan kebijakan hukum yang lebih eksplisit. Selain itu, perlindungan hukum terhadap kreditor dan pihak ketiga akan lebih terjamin apabila proses likuidasi dijalankan secara tegas dan berurutan setelah pembubaran perseroan. Karena itu, sinkronisasi norma antara kedua undang-undang tersebut menjadi kebutuhan mendesak untuk mencegah lahirnya perseroan yang secara ekonomi telah berhenti, tetapi secara hukum masih tercatat aktif dalam sistem hukum.

Kata Kunci: Kepailitan; Likuidasi; Perseroan Terbatas; Rehabilitasi; Status Badan Hukum.

ABSTRACT

THE LEGAL STATUS OF AN UNLIQUIDATED LIMITED LIABILITY COMPANY FOLLOWING BANKRUPTCY PROCEEDINGS UNDER THE INDONESIAN CIVIL LAW SYSTEM

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This study analyzes the legal status of a limited liability company that remains unliquidated following bankruptcy proceedings under the Indonesian civil law system. The main issue examined in this study lies in the inconsistency and ambiguity of the regulatory framework concerning the obligation to dissolve and liquidate a limited liability company under the Indonesian Company Law and the possibility of debtor rehabilitation under the Indonesian Bankruptcy and Suspension of Debt Payment Obligations Law. This study employs a normative juridical method using statutory, conceptual, and case approaches, and adopts an analytical-prescriptive nature. The findings indicate that the existing legal framework has not provided adequate legal certainty due to the inconsistency between the obligation to liquidate a company following insolvency and the possibility of rehabilitation after bankruptcy proceedings have ended. In practice, this inconsistency creates a situation in which a company has ceased to operate economically but has not yet completed the legal process concerning its corporate status. Such a condition potentially causes harm to creditors, debtors, shareholders, and other interested third parties. This study concludes that liquidation constitutes an essential stage in formally and orderly terminating the legal entity status of a company and ensuring legal certainty. Therefore, harmonization of the relevant legal norms is necessary to establish a clearer, more consistent, and effectively enforceable framework governing the status of a company following bankruptcy proceedings. This study further emphasizes that resolving the ambiguity solely through systematic interpretation is insufficient; therefore, a more explicit legal policy framework is required. In addition, legal protection for creditors and third parties will be better ensured if the liquidation process is carried out expressly and sequentially following the dissolution of the company. Accordingly, synchronization of the legal norms governing these matters under the two respective laws is urgently needed to prevent the emergence of companies that have ceased to exist economically but remain legally registered as active entities within the legal system.

Keywords: Bankruptcy; Legal Status; Liquidation; Limited Liability Company; Rehabilitation.