

## Evaluasi rencana konsolidasi pt bank danamon indonesia tbk, dan pt bank internasional indonesia tbk

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### Abstrak

Bank Indonesia ("BI") has been willing to accelerate banking sector consolidation process to ensure the banking industry landscape is in accordance with the Indonesia Bank Architecture (API) by issuing Single Presence Policy. The policy is barring the ultimate shareholders of several banks, who control more than one bank in Indonesia to reduce their holdings, merger or consolidate its ownership or set up a unit of holding company. The implementation of Single Presence Policy is aimed to speed up the bank consolidation and encourage national banks to become more efficient and capitally stronger toward having internationally stronger competitive level. The policy is also viewed as an effort by BI to reduce the number of banks, which may make it easier for the central bank to supervise banks. Merger in general is a unification; meanwhile from legal point of view merger can be in the form of a Merger or a Consolidation. Merger is a legal action of one or more corporations to unify by way of getting into another established corporation where the unifying corporations becoming dissolved. Consolidation is a legal action of one or more corporations to unify by way of creating a new legal entity where all of the unifying entities are dissolved. Temasek Holdings is forced to merge two of its banks in Indonesia, the Bank International Indonesia (BIT) and Bank Danamon. Temasek controls 59% of Bank Danamon and 31% of Bil. The merger of Bil and Bank Danamon would create a bank with projected total assets of almost Rp 180 trillion in 2008 and Rp 200 trillion in 2009 and ranked fifth in the country behind Bank Mandiri, Bank Central Asia, Bank Negara Indonesia (BNI), and Bank Rakyat Indonesia (BRI). Temasek has another bank dengan proyeksi jumlah aktiva sebesar Rp 180 triliun di tahun 2008 dan Rp 200 triliun di tahun 2009 dan menduduki peringkat kelima bank terbesar di Indonesia di bawah Bank Mandiri, Bank Central Asia (BCA), Bank Negara Indonesia (BNT), and Bank Rakyat Indonesia (BRI). Temasek juga memiliki anak perusahaan lainnya yaitu PT Bank DBS Indonesia (DBSI). Apabila Danamon, Bil dan DBSI digabungkan, maka akan membentuk bank yang lebih besar dari BRI. Konsolidasi Bank Danamon dan Bil menjadi suatu bank, Bank Danamon Internasional Indonesia ("BDII") hams mempertimbangkan tidak hanya aspek keuangan semata, narnun juga aspek hukum, dimana kedua bank tersebut juga merupakan perusahaan yang sebagian sahamnya dimiliki oleh masyarakat (publiclisted company banks). Merger kedua bank tersebut juga dip engaruhi oleh beberapa kebijakan Pemerintah seperti ketentuan BI, ketentuan Bapepam-LK dan ketentuan Dirjen Pajak. Apabila dicermati, persaingan yang terjadi di sektor perbankan ditentukan oleh kemampuannya untuk memperoleh dana pihak ketiga atau deposit yang murah. Dengan persaingan pasar, suku bunga pinjaman berada pada level yang sama. Bank yang dapat memperoleh dana murah karena jaringan kantor cabang dan sistem pembayaran kas handal yang dapat menikmati marjin bunga tinggi dan menguasai pangsa pasar. Oleh karena itu, bank hasil merger, BDII, hams memiliki strategi yang tepat dan kinerja yang baik untuk berkompetisi dengan bank-bank yang lebih besar, seperti Bank Rakyat Indonesia dengan jumlah cabangnya yang besar di wilayah pedesaan dan Bank Central Asia dengan jumlah cabangnya yang besar di wilayah pedesaan. Bagaimanapun, pilihan konsolidasi yang ditawarkan oleh BI dalam Peraturan Kepemilikan

Tunggal, tidaklah sebaik pilihan untuk menjual kepemilikan saham atas salah satu bank, dalam hal ini Bil. Pilihan untuk menjual salah satu bank dianggap memiliki keuntungan bagi Temasek oleh karena diperkirakan, kontribusi BiT dalam BDII, bank hasil merger, tidak sebaik Bank Danamon stand-alone (Bank Danamon tanpa merger). Selain itu, proposal merger diperkirakan akan menghadapi hambatan karena masih terdapat ketentuan-ketentuan Pemerintah yang bersinggungan. Faktanya, sampai saat ini belum ada bank publik yang melakukan merger sejak diterbitkannya Peraturan Kepernilikan Tunggal Perbankan.

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scenario. Temasek's ownership in Bil is also minimal comparing to its ownership in Bank Danamon. On the other hand, merger plan proposal shall be facing a long way journey, as there is still collision in the Government's regulation. In fact, there has not been any merger