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SINGLE ECONOMIC ENTITY DOCTRINE: MONOPOLY VERSUS HOLDING COMPANY LAW DEVELOPMENT

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ABSTRACT

Cardiovascular Disease (CVD) is the leading cause of global morbidity and mortality. In Central Java, the Age-Standardized DALYs Rate for CVD has increased by 8.1% over the last 30 years. Heart attacks (ischemic heart disease) and subsequent out-of-hospital cardiac arrest (OHCA) carry low survival rates (less than 10%), largely due to inadequate bystander first aid and delays in care. Given that rapid intervention significantly improves patient outcomes, community-based first responder training is crucial. A preliminary study in Surakarta City revealed that 80% of community members with family members had never received first aid training for heart attack or cardiac arrest. While those who received brief prior training showed high motivation, they universally reported a lack of sufficient knowledge and skills. Furthermore, there has not yet been any first aid training for heart attack and cardiac arrest specifically for community members who have family members with heart disease. This study aims to construct and evaluate a comprehensive training program, the Emergency Cardiac Alert Community Training Package, designed to improve the knowledge, attitude, and skills of community members who have family members vulnerable to heart attack and cardiac arrest. This research used the Research and Development (R&D) method. The research was divided into two stages: The first stage (Qualitative) included exploration, analysis, and model design; while the second stage (Quantitative) involved testing and refining the model on a limited group, followed by large-scale program implementation using a pre-post test with control group experimental design. The initial stage of study successfully led to the formulation of a new first aid training model for heart attack and cardiac arrest, officially named the Emergency Cardiac Alert Community Training Package (abbreviated in Indonesian as PATIH MASINTUNG). The core components of this package including the curriculum/training design, the module in flipbook format, the roleplay scenario, and the first aid videos—were all subjected to expert review. The validation results confirm that the entire training package is feasible and suitable for use, pending the implementation of minor revisions. The results of the implementation trials, both in small-scale and large-scale groups, show that PATIH MASINTUNG has a significant influence on increasing the knowledge, attitude, and skills of respondents in providing first aid for heart attack and cardiac arrest (p-value less than 0.05). The Emergency Cardiac Alert Community Training Package (PATIH MASINTUNG) is needed, valid, and highly effective in significantly improving the knowledge, attitude, and skills required for providing first aid for heart attack and cardiac arrest among community members with at-risk family members in Surakarta City. This package serves as a viable and standardized intervention for improving bystander emergency response.

KEYWORDS: Community Training, First Aid, Heart Attack, Cardiac Arrest, PATIH MASINTUNG (Emergency Cardiac Alert Community Training Package).

1. INTRODUCTION

The Single Economic Entity (SEE) doctrine plays an important role in the context of global competition law, especially in developing countries such as Indonesia, which face the complexity of increasingly evolving corporate structures. Although in legal practice, a parent company and a subsidiary may have separate legal status, the SEE doctrine introduces the idea that both should be treated as a single economic entity when they operate in a single, interdependent economic unit. This means that despite having separate legal entities, the economic practices of a parent company and its subsidiaries must be viewed as a single entity if the decisions made by both have the potential to affect the market at large. Thus, the SEE doctrine serves as a mechanism to prevent potential monopolies and harmful market control.

In Indonesia, although the SEE doctrine has not been fully adopted in existing legislation, its application by the Business Competition Supervisory Commission (KPPU) has begun to be implemented in several decisions. For example, when a parent company operates overseas but has a subsidiary operating in Indonesia, the SEE doctrine provides a basis for the KPPU to supervise and monitor the business actions of the subsidiary that may potentially harm the domestic market. This is an important step given the increasingly global nature of inter-company relationships and the high interdependence between companies in large business groups that often-cross-national borders.

The application of the SEE doctrine allows competition authorities to look beyond formal legal boundaries and investigate whether a company or business group acts as a single entity in terms of economic policy and market strategy. This is particularly relevant in an increasingly connected world, where many large companies have fragmented structures but still operate with a single economic objective. In this situation, if a parent company has dominant control over its subsidiaries, the application of the SEE doctrine ensures that this influence is not abused to the detriment of the market and consumers.

Although the benefits of the SEE doctrine are clear, the biggest challenge in its application is how to accurately identify the economic relationship between the parent company and its subsidiaries. In many cases, subsidiaries do not have complete freedom to make strategic decisions without the approval or direction of the parent company. Therefore, even though they are legally separate entities, in fact they may operate as a single economic entity. To prove this, the KPPU must rely on concrete evidence showing the real influence of the parent company on the policies of the subsidiary, which often involves very complex and in-depth investigations.

Another challenge is the limitation of legal jurisdiction, especially when the parent company operates overseas. In such cases, the application of the SEE doctrine allows Indonesian competition law to become more extraterritorial, meaning that the KPPU can act against foreign companies whose actions may affect the domestic market. This gives the KPPU broader authority, allowing them to address business practices that harm Indonesian consumers even if the parent company operates abroad. The application of SEE allows Indonesia to follow in the footsteps of other countries that have adopted an extraterritorial approach to competition oversight, such as the European Union and the United States.

The application of SEE is not only aimed at preventing monopolies, but also at creating a more fair and transparent market. By ensuring that companies within a business group cannot unilaterally regulate the market or control prices, the SEE doctrine aims to prevent anti-competitive practices that harm consumers. In practice, this becomes particularly relevant when large companies within a business group dominate markets that are important to the domestic economy. Preventing this kind of abuse of market power is part of efforts to maintain balance and healthy competition.

However, despite its great potential in strengthening business competition law in Indonesia, the application of the SEE doctrine still requires special attention in terms of developing more comprehensive regulations. The Limited Liability Company Law and the Anti-Monopoly Law in Indonesia need to be revised to accommodate the application of SEE in a clearer and more explicit manner. One step that can be taken is to introduce provisions in legislation that regulate business groups formed based on the influence of parent companies over their subsidiaries. This will provide a more solid legal basis for the KPPU in carrying out its duties to oversee anti-competitive practices.

The revision also needs to include provisions on monitoring monopolistic practices involving foreign companies operating in Indonesia, especially when the parent company is located overseas. In this way, Indonesia can strengthen its existing monitoring system and ensure that competition law applies not only to domestic companies, but also to

multinational companies operating in the Indonesian market. In this case, KPPU supervision can be more comprehensive and more responsive to changes in the global business structure.

In addition, the application of the SEE doctrine can be an important instrument in supporting legal certainty for business actors operating in Indonesia. With clear regulations regarding business groups and relationships between entities within a group, business actors will have better guidance regarding the boundaries that must not be violated in their business practices. This not only protects consumers but also provides fairness for business actors who want to compete fairly in a competitive market.

Further research on the SEE doctrine would be very useful in providing a deeper understanding of how its application can be strengthened in the Indonesian legal system. The SEE doctrine could be an important element in improving the quality of business competition supervision, both domestically and internationally. In the long term, wider application of the SEE will create a more efficient market that is beneficial to consumers and fair to all parties involved in business competition.

The application of the Single Economic Entity doctrine in Indonesia has great potential to strengthen the business competition system and protect the market from monopolistic practices and harmful market regulations. With appropriate regulatory revisions and broader application, this doctrine can be an effective tool for maintaining a fair and transparent market. In facing the challenges of globalization and the ever-evolving complexity of corporate structures, Indonesia needs to continue to update its legal system in order to compete healthily in the international market and protect consumer interests optimally.

2. THE POSITION OF HOLDING COMPANIES IN THE LIMITED LIABILITY COMPANIES LAW AND THE LAW ON THE PROHIBITION OF MONOPOLY AND UNFAIR BUSINESS COMPETITION

In the organizational structure of limited liability companies (PT) in Indonesia, the formation of business groups or holding companies is not explicitly regulated in the Limited Liability Company Law (PT Law). This law emphasizes the principle of "Persona Standi in Judisio," which states that the highest authority in a PT lies with the company's organs, namely the General Meeting of Shareholders (GMS), the Board of Directors, and the Board of Commissioners. Each organ has different authorities, but they work together to achieve the company's objectives, with collective or joint responsibilities. In this case, each organ has legal standing that gives it the authority to represent the company both inside and outside the company, including dealing with third parties and being a party in court proceedings.

Although the PT Law regulates the merger of several companies, such as through mergers, acquisitions, or takeovers, these three corporate actions do not lead to the formation of a business group because they still result in a single corporate entity. The formation of a business group, which involves more than one company, can be done in two main ways, namely a cooperation agreement between several companies or cross-share ownership. In this case, the companies involved can form an economic unit either vertically or horizontally. A vertical business group combines companies that operate along the production chain, from upstream to downstream, while a horizontal business group combines companies that produce similar goods or services. The main objective of forming a business group is to achieve maximum efficiency and profit. However, it is important to note that such agreements should not be permanent, as business group members have the right to terminate the cooperation in the event of a legal violation by one of the parties, whether it be the parent company or other members.

In this context, the formation of business groups is also in line with the definition of business actors in Law No. 5 of 1999 concerning Prohibition of Monopolistic Practices and Unfair Business Competition. Business actors in the law are defined as individuals or business entities that carry out economic activities in Indonesia, either independently or in cooperation. In this case, the formation of a business group aims to achieve economic consolidation that can increase profits and efficiency, both vertically and horizontally, but must still pay attention to the principles in the Anti-Monopoly Law so that there are no monopolistic practices or unfair business competition.

Business groups formed through cross-shareholdings provide more direct control over company policies and strategies, even though there are no formal agreements between the companies. The organizational structure of these business groups tends to be internal and governed by the policies of the parent company. In this case, business groups can be divided into two types based on legal and economic regimes. Business groups governed by the legal regime are established in compliance with all applicable regulations, such as the Limited Liability

Company Law, the Business Competition Law, and other relevant laws. These business groups usually consist of state-owned enterprises, publicly listed companies, or bona fide private companies operating within a clear legal framework, so that the relationships between organs and legal obligations can be seen in official documents such as the Articles of Association and cooperation agreements.

In contrast, business groups governed by the economic regime are more focused on maximizing profits and often ignore existing regulations. These business groups are more flexible in their organizational structure, and the policies of the parent company tend to dominate the decisions made by the subsidiary companies. This type of business group has the potential to lead to monopolistic practices and unfair business competition, as it places more emphasis on economic profit than on complying with existing rules and maintaining market balance.

One doctrine that is relevant in the context of business groups is the Single Economic Entity Doctrine (SEE). This doctrine views the relationship between the parent company and its subsidiaries as a single economic entity even though they are separate legal entities. Although SEE is not yet fully recognized in Indonesian law, this doctrine has been used by the Business Competition Supervisory Commission (KPPU) in several of its decisions to expand its authority in handling cases of monopoly and unfair business competition. In this case, the KPPU can identify whether several companies within a business group should be treated as a single economic entity that needs to be monitored, even if they operate outside the jurisdiction of Indonesian law.

The SEE doctrine is increasingly relevant in the face of globalization and the increasingly complex structure of business groups that have the potential to create monopolistic practices that are detrimental to the market. The KPPU also uses this doctrine to supervise foreign businesses operating in Indonesia, including those that are not registered in the country but have a significant influence on the Indonesian market. The application of SEE allows competition law to be extraterritorial, expanding supervision of foreign companies that may be involved in monopolistic practices or unfair business competition even though they are not directly registered in Indonesia.

In this context, the state, as the regulator and guardian of social welfare, plays a very important role in creating a healthy and fair market. The state must facilitate healthy competition, regulate business groups that have significant power in the market, and prevent monopolistic practices that are detrimental to society. Welfare state theory provides a basis for understanding how the state can achieve social welfare by regulating healthy competition, protecting the market, and ensuring that no business actor monopolizes the market for its own interests.

Good corporate governance (GCG) is key to ensuring that business groups operate with transparency, accountability, and a high level of responsibility. Within the framework of GCG, companies must have a clear structure, manage risk well, and ensure that every decision made by the company's organs is in accordance with the principles of fairness and the common interest. The implementation of GCG is not only important for parent companies, but also for subsidiaries within a business group, so that they can carry out their operations in a responsible, ethical manner and in accordance with existing regulations.

Through strict supervision and the application of the principles contained in the Limited Liability Company Law and the Anti-Monopoly Law, as well as the development of the Single Economic Entity doctrine, the state can create a fairer market and ensure that monopolistic practices are prevented. In this case, the application of the SEE doctrine can help identify companies that have the potential to create monopolies and expand the supervisory authority of the KPPU to address these issues.

However, although the SEE doctrine provides great benefits in regulating business groups, there are challenges that must be faced, one of which is how to define clear boundaries between legitimate business groups and those that have the potential to harm the market. Therefore, it is important to update existing regulations so that the regulation of business groups is clearer and more comprehensive, and can be implemented more effectively in maintaining healthy competition and preventing monopolistic practices.

As a step forward, it is necessary to revise the Limited Liability Company Law and the Anti-Monopoly Law to better accommodate the existence of business groups, by regulating in detail their definition and formation, as well as the legal relationships between the organs within a business group. The revision may include regulations on cross-ownership, cooperation agreements, and more explicit legal responsibilities. The application of the SEE doctrine in the context of Indonesian law must be based on the principle of good governance, emphasizing the importance of good faith, responsibility, and fairness in the management of

business groups, in order to prevent monopolies and create a healthy market.

3. RESPONSIBILITY OF LIMITED LIABILITY COMPANIES IN RELATION TO GOOD CORPORATE GOVERNANCE

Corporate Governance (Good Corporate Governance/GCG) is a very important framework for the continuity and success of a company. The concept of GCG includes a set of rules, policies, and procedures designed to ensure that the company is managed in a transparent, efficient, and responsible manner. In practice, GCG is not only related to the internal management of the company, but also to how the company interacts with various external parties, such as employees, customers, suppliers, creditors, regulators, and the wider community. All of these parties, referred to as stakeholders, have an important role in creating an environment conducive to fair and appropriate decision-making.

The main principle of good governance is to maintain a balance between the interests of all parties involved, not just shareholders. Therefore, transparency in decision-making, accountability in the performance of duties, and responsibility for the results achieved are strongly emphasized. This aims to create companies that not only prioritize financial profits but also care about their impact on society and the surrounding environment. For example, through the implementation of GCG, companies are expected to avoid practices that harm other parties or create injustice in the market.

One of the main objectives of implementing GCG is to ensure that companies operate in accordance with applicable norms and regulations, thereby minimizing the potential for abuse of authority and corruption. In addition, GCG plays an important role in safeguarding and protecting the interests of shareholders by creating an efficient, transparent, and integrity-based management system. Through these principles, GCG also contributes to the achievement of optimal performance, which not only benefits the company economically, but also creates sustainable benefits for all stakeholders.

The implementation of good GCG also aims to maximize the company's economic efficiency by optimizing existing resources, both in terms of finance, human resources, and the environment. The principle of sustainability in GCG leads to the achievement of the company's long-term goals, which balance profitability with social and environmental responsibility. In this context, companies are expected not only to grow financially, but also to have a broad positive impact on the welfare of society and environmental sustainability.

By taking into account various interests, GCG not only creates high economic value for the company, but also promotes harmonious and balanced operational sustainability with social and environmental aspects. The principles of Good Corporate Governance that serve as important references in good corporate governance are as follows

a) **Transparency** The principle of transparency plays a very important role in ensuring that the information conveyed by the company is easily accessible, timely, and accurate for all stakeholders. In this context, transparency is not only about disclosing financial reports or company performance, but also covers various aspects of company management that can influence decisions made by various parties involved, both internal and external. With good transparency, stakeholders such as investors, employees, regulators, and the general public can have a clear understanding of how company decisions are made and what their impact is on the sustainability and stability of the company.
b) **Accountability** Accountability refers to the responsibility of the board of commissioners and directors for the decisions and results achieved, in accordance with their authority. Steps that can be taken to achieve this include preparing reports in a timely manner, strengthening the audit and risk committees, and using professional external auditors. The application of this principle is also important to ensure transparency regarding the parties who actually own the assets or benefits of a transaction. A case in China shows how two affiliated companies were jointly liable for competition violations, even though they had separate ownership structures.
c) **Responsibility** The principle of responsibility relates to the authority possessed and its application to related parties, both internal (parent-subsidiary companies) and external (the community, consumers). In the context of the SEE Doctrine, a parent company may be liable for anti-competitive actions committed by its subsidiaries, as reflected in the Akzo Nobel case, where the parent company was held liable for violations committed by its subsidiaries.
d) **Independence** Independence means managing a company without outside influence that could compromise objectivity. In the context of the

SEE Doctrine, it is important to evaluate the relationships between entities within a business group, as seen in the case of insurance in India, where even though companies are supervised by the government, each is still considered separate in terms of business decisions.

e) **Fairness** The principle of fairness requires equal treatment of all parties. This can be achieved through full disclosure of relevant information and equal opportunities for all employees. In the context of SEE, as in Singapore, parent companies can be held liable for the actions of their subsidiaries that engage in anti-competitive practices, even though they have separate legal personalities. This principle is also important in ensuring that financial flows within the company are properly maintained to avoid unfair practices.

Strengthening the principles of Good Corporate Governance (GCG) is essential to ensure that companies operate not only to pursue financial gain, but also to be responsible for the social, economic, and environmental impacts of their business activities. Companies that effectively implement GCG principles are able to strike a balance between achieving financial goals and fulfilling social and environmental responsibilities. This is important because companies that only focus on short-term profits without considering social or environmental impacts can damage their long-term reputation and cause injustices that harm the community or other stakeholders.

The principles of GCG, which emphasize transparency, accountability, responsibility, and fairness, serve as a foundation for companies to manage resources efficiently and responsibly. Through the proper implementation of GCG, companies will not only obtain maximum economic benefits, but will also be able to manage their risks better. Companies that prioritize GCG can mitigate risks arising from market uncertainty, as well as avoid potential legal or ethical problems that could damage the company's image and long-term performance.

GCG provides a basis for companies to contribute to sustainable development by paying attention to environmental sustainability and social welfare. By prioritizing sustainability, companies not only maintain their long-term operational continuity, but also make a positive contribution to the wider community and environment. This sustainability also creates harmonious relationships between the company and its stakeholders, both internal (such as employees and management) and external (such as customers, suppliers, and the community), which in turn will strengthen the company's competitive position in the market.

GCG also plays an important role in creating a healthy and fair business environment, where all parties involved have equal opportunities to participate and benefit from business activities. By promoting fair business practices, GCG ensures that companies do not only act in the interests of a select few, but also consider the interests of various parties, including minority shareholders, employees, and even the wider community. This principle contributes to the creation of a more inclusive economy, where all parties can reap the benefits of economic activity.

In other words, GCG is not just a set of rules that companies must comply with, but a framework that supports the creation of fair, sustainable, and future-oriented economic growth. Strengthening GCG principles ensures that companies can grow and develop in a healthy and transparent environment, and have clear responsibilities for the social and environmental impacts they cause. Therefore, GCG is the key to creating companies that are not only financially successful, but also contribute positively to society and the environment, which will ultimately create long-term benefits for all parties involved.

4. REGULATORY CONCEPT OF THE SINGLE ECONOMIC ENTITY DOCTRINE IN HOLDING COMPANY LAW DEVELOPMENT

The Single Economic Entity (SEE) doctrine, first introduced by the European Union, has grown rapidly in various countries, including Indonesia. This doctrine argues that groups of companies that have close relationships, either directly or indirectly, should be viewed as a single economic entity in the context of competition law. The application of the SEE doctrine aims to prevent anti-competitive practices by interconnected companies, whether through parent companies or subsidiaries. By considering several entities as a single economic unit, competition law can be more effective in responding to potential market power abuse arising from the relationships between these companies.

In Indonesia, although the SEE doctrine has been used in several decisions of the Business Competition Supervisory Commission (KPPU), its implementation still faces major challenges. One of the main challenges is the lack of clarity in the regulations governing the recognition of business groups that are legally connected. The Limited Liability Company Law (PT) and Law No. 5 of 1999

concerning Prohibition of Monopolistic Practices and Unfair Business Competition do not explicitly regulate the SEE doctrine. This has led to legal uncertainty and difficulties in determining the legal responsibility of parent companies for practices carried out by subsidiaries or related entities within the business group.

This legal uncertainty is also evident in the lack of strong binding jurisprudence and KPPU decisions on similar cases in the future. Without more explicit regulations in legislation or consistent policies from supervisory agencies, the application of the SEE doctrine cannot be effective. This ambiguity raises confusion about whether several connected companies should be considered as a single economic entity and, if so, who is responsible for any business competition violations that occur. In addition, this hinders consistency in KPPU decisions, which should create legal certainty and ensure fair treatment for all business actors in Indonesia.

As markets become increasingly complex and globally integrated, strengthening the KPPU's capacity is essential. The KPPU must be given broader authority and stronger support to carry out its competition oversight duties more effectively. Furthermore, enhancing the KPPU's capacity to understand market dynamics and conglomerate mechanisms will greatly assist in implementing the SEE doctrine more appropriately. Without clear legal authority, the KPPU will find it difficult to reach companies that may be involved in anti-competitive practices but are not visible as a single economic entity.

As an important step, revisions to the Limited Liability Company Law and Law No. 5 of 1999 are urgently needed. Clearer regulations regarding the position of business groups and how the relationship between parent and subsidiary companies is viewed in the context of competition law will greatly contribute to creating a more transparent and fair market. This revision can also address existing confusion regarding who is responsible when there are business competition violations involving companies within a business group. With more detailed regulations, Indonesia can ensure that the application of the SEE doctrine can be carried out fairly and consistently across all economic sectors.

The application of the SEE doctrine provides great advantages in terms of stricter supervision of business practices involving several companies within a business group. By viewing these companies as a single economic entity, the parent company will have greater responsibility in supervising and controlling the practices carried out by its subsidiaries. This can certainly prevent the abuse of market power, which often harms consumers and healthy competition. By considering business groups as a single entity, supervision of policies and decisions made will be more effective, especially when there is strong influence from the parent company on its subsidiaries.

However, although the SEE doctrine has many benefits, its application can also pose potential risks, especially if it is not carefully regulated. One of the biggest risks is the potential for excessive market control by the parent company. If the parent company has too much power in the business decision-making of its subsidiaries, this can create market dominance that is detrimental to competition and hinders innovation in the market. Therefore, it is crucial to ensure that the application of the SEE doctrine is carried out with a balance between strict supervision of parent companies and fair business freedom for other companies.

In conclusion, although the SEE doctrine offers many benefits in terms of stricter supervision and clear responsibility for parent companies regarding the practices of their subsidiaries, its implementation in Indonesia requires strengthening the capacity of the KPPU and revising existing regulations. Without clearer provisions in the Limited Liability Company Law and Law No. 5 of 1999, the effective and consistent implementation of this doctrine will be difficult. Such revisions must prioritize transparency, accountability, and integrity in the application of the SEE doctrine to create a healthier market, prevent monopolistic practices, and support fair business competition in Indonesia.

The successful implementation of the SEE doctrine is highly dependent on strengthening the capacity of supervisory institutions such as the KPPU, as well as clear and appropriate regulatory adjustments. With these steps, Indonesia can ensure that the implementation of the SEE doctrine provides maximum benefits for business competition supervision, avoids harmful market domination, and creates a healthy and sustainable competitive climate.

Regulations regarding the Single Economic Entity (SEE) in the context of competition law in Indonesia need to be strengthened through the application of more systematic and structured legal principles. The SEE doctrine, which essentially considers a business group as a single economic entity even though it consists of several companies with separate legal status, requires a solid foundation so that it can be applied fairly and does not cause imbalances in business practices. This is in line with the basic

principles of competition law, which aim to create a healthy market and prevent practices that harm consumers and hinder healthy competition among business actors.

One important aspect in the application of SEE is the strengthening of the Persona Standi in Judisio principle. This principle affirms that every legal entity, including companies in a business group, has the authority to act both inside and outside the court. In this case, the business group formed must always ensure that every action taken by the parent company and its subsidiaries, or between companies within the group, is legally accountable. Thus, every business decision made must be based on legitimate authority and regulated in the articles of association or formal agreements made between the parties concerned. This is important to ensure that there is no abuse of power, and if legal problems arise, accountability can be clearly carried out by the authorized parties, both within and outside the business group.

Regulations regarding business groups in the context of SEE must also emphasize that the management of business groups is not based solely on economic regimes. Although financial gain is the main objective of a company, economic regimes that ignore legal obligations can lead to practices that harm other parties and disrupt market stability. Therefore, SEE must prioritize legal regimes as the basis for managing business groups. In this case, all business decisions within the business group must comply with applicable regulations, such as the Limited Liability Company Law, the Anti-Monopoly Law, and the principles of Good Corporate Governance (GCG) as stipulated in various regulations. By complying with the law, business groups can avoid monopolistic practices or unfair competition, which in turn can create a fair and sustainable market. The legal regime proposed in the context of SEE also includes the obligation for companies to report transparently and provide accurate information to the public, as well as to ensure that every policy implemented is legally accountable.

Good corporate governance (GCG) in SEE is also vital to avoid abuse of power and prevent unfair decision-making in the management of business groups. The implementation of GCG in all companies within a business group can ensure that management is carried out based on the principles of transparency, accountability, and responsibility. In implementing SEE, the parent company must ensure that its subsidiaries operate within the same framework, taking into account the balance between the interests of the parent company and its subsidiaries, and prioritizing common interests in achieving legitimate economic objectives. This means that decisions made by the parent company must not only comply with the law, but also be in line with GCG principles that ensure transparent and responsible management. For example, the application of the principle of accountability in GCG can ensure that every organ of the company, such as the Board of Directors and the Board of Commissioners, can be held accountable for the actions and decisions taken in the management of the company.

In the context of the Business Judgment Rule (BJR), the application of this doctrine allows directors to make risky decisions without fear of punishment if the decisions are made in good faith and based on reasonable considerations. This gives directors the freedom to take strategic steps that may be risky, but still accountable. However, the application of BJR in the context of SEE must be complemented by a strict monitoring system to ensure that the decisions taken do not violate the law or lead to practices that harm other parties. For example, if a decision made by the parent company's directors has a negative impact on subsidiaries or the market in general, proper oversight can prevent greater losses and ensure that the decision not only benefits the parent company but also supports market sustainability and stability.

In addition, good faith in the management of SEE is a very important aspect. In the relationship between parent and subsidiary companies, both in vertically and horizontally organized business groups, good faith must be the basis of all transactions and decision-making. All parties involved in the business group, whether directors, commissioners, or shareholders, must act in good faith and transparently. They must not engage in acts that could harm other parties or violate the principle of fairness. Good faith will ensure that relationships between companies within a business group remain harmonious and that no party feels aggrieved. Therefore, to mitigate the risk of abuse of power or unfair management, every policy or decision within a business group must be accompanied by an honest and objective evaluation of its impact on the market, consumers, and other stakeholders.

By strengthening these concepts, SEE regulations in Indonesia can be implemented in a clearer and more structured manner, thereby creating healthy and fair business competition. The Supreme Court Circular Letter (SEMA MA) or the KPPU Chairman's Circular Letter to the Regional KPPU Chairmen should include clear guidelines on the application of SEE, emphasizing the importance of using a robust

legal regime as the basis for business group management. The circular letter should also emphasize the importance of GCG, transparency, accountability, and good faith in every decision made by companies within the business group.

The application of the Single Economic Entity (SEE) doctrine in Indonesia offers a great opportunity to strengthen supervision of unfair business competition practices and prevent abuse of market power. By considering companies within a business group as a single economic entity, competition law can more effectively respond to anti-competitive behavior that harms the market and consumers. However, for this doctrine to be effective, there needs to be clearer and more structured regulations in Indonesian law, particularly through revisions to the Limited Liability Company Law (UU PT) and Law No. 5 of 1999 concerning the Prohibition of Monopolistic Practices and Unfair Business Competition. This will not only provide legal certainty but also create a healthier and fairer market for all business actors.

Strengthening the capacity of supervisory institutions such as the Business Competition Supervisory Commission (KPPU) is very important to ensure the consistent and fair application of the SEE doctrine. With broader authority and stronger support, KPPU can more effectively identify and handle potential competition violations involving companies in business groups. In addition, improving the KPPU's understanding of market dynamics and business group structures will greatly assist in maintaining market integrity and avoiding harmful market control.

Thus, to ensure that the application of the SEE doctrine supports healthy and sustainable business competition, it is essential to emphasize the principles of good corporate governance (GCG), transparency, accountability, and good faith in every business decision made by companies. By prioritizing these principles, we can ensure that business groups operating in Indonesia not only prioritize economic profits but also support the creation of a fair and profitable market for all stakeholders. Clear and consistent regulatory revisions, along with strengthened oversight capacity, will lead Indonesia towards a more transparent, fair, and sustainable business climate.

5. CONCLUSION

Business groups, within the framework of Indonesian law, still face a regulatory vacuum, particularly in the Limited Liability Company Law (UU PT) and the Anti-Monopoly Law (UU Anti Monopoli). Although business groups already exist in practice, these two laws do not clearly regulate the status and procedures for forming business groups. The UU PT does regulate mergers, consolidations, and acquisitions of companies, but the result is still a single separate company. On the other hand, the Anti-Monopoly Law only touches on prohibitions to prevent monopolies and encourage healthy business competition, but does not provide sufficient space for a more comprehensive regulation of business groups as a whole ( ). This creates uncertainty in the formation, management, and legal responsibilities that business groups should have within the Indonesian legal structure.

In terms of corporate governance, the application of Good Corporate Governance (GCG) principles is very important to ensure that business groups operate transparently, accountably, and responsibly to all stakeholders. Business groups, whether formed through agreements or share ownership, must prioritize independence in decision-making, fairness to stakeholders, and high ethics and transparency in their operations. The principles of GCG and the Business Judgment Rule (BJR) doctrine underlie the parent company's obligation to act with discretion in accordance with the interests of the business group.

The concept of the Single Economic Entity (SEE) doctrine aims to prevent monopolistic practices and unfair competition by viewing business groups as a single, inseparable economic entity, even though they legally consist of several separate business entities. The application of SEE in Indonesia, although not explicitly regulated in law, has been adopted by the Business Competition Supervisory Commission (KPPU) in several of its decisions as a basis for expanding supervision of business actors operating within a single economic entity. The application of SEE based on the legal regime, together with the principles of GCG and BJR, can help create a more fair and structured system for conducting business under a business group.

The regulation of SEE in the context of Indonesian law needs to be based on clear and comprehensive legal principles, and must take into account aspects of transparency, accountability, and fairness. The application of SEE within a stronger legal framework will help overcome unhealthy business competition, encourage corporate sustainability, and protect the interests of the public and consumers more effectively.

Thus, to prevent monopolistic practices and ensure fair competition, the regulation of business groups in the Limited Liability Company Law and the Anti-Monopoly Law needs to be updated by

clarifying the position of business groups, the rights and obligations of organs within business groups, and clear legal accountability for each member of the business group. The application of SEE as the basis for the formation of business groups based on good corporate governance, BJR principles, and good faith can create a more fair, healthy, and sustainable business ecosystem in Indonesia.

6. RECOMMENDATIONS

1. Business groups should be regulated comprehensively and synergistically in the revision of the Limited Liability Company Law and the Anti-Monopoly Law. The Limited Liability Company Law regulates the definition of a business group, its establishment, organizational structure, relationships between organs, and internal and external accountability of the company. The Anti-Monopoly Law should regulate the prohibition of business activities or agreements between organs and their responsibilities. Article 12 of Law No. 5 of 2007 should be adopted into the Limited Liability Company Law by changing the negative side to a positive side, namely to strengthen the business of companies that are experiencing decline.
2. It is advisable to regulate the renewal of the Legal Entity Administration System at the Ministry of Law, not only to document companies but also to function as a preventive supervisory measure against prohibited agreements and business activities by business groups, especially those formed with cross-ownership.
3. It is necessary to regulate the types of evidence for unlawful acts and corporate crimes committed by business groups that implement the Single Economic Entity Doctrine based on the economic regime. On the other hand, parent companies that implement the Single Economic Entity Doctrine based on the legal regime and contribute to the improvement of the Indonesian economy should be rewarded by the government.

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