

# kompetisia

Newsletter on Indonesian competition law and policy



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KOMPETISIA  
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# Foreword

In general, competition policy in Indonesia is still developing and coping its positions as part of national economic development policy. On the other hand, globalization's challenge continually forces the State to expose itself and promotes a fair competition. This condition obviously will create challenges for the Commission for the Supervision of Business Competition (refer as "KPPU") in positioning itself to support national competitiveness in order to compete with foreign business actors.

In order to fortify national competitiveness, KPPU intensively does law enforcement's activities nationally. As within this month KPPU has decided for decision on violation of Law No. 5/1999 that involving local authorities. Furthermore in competition advocacy, KPPU has held a discussion with the President and the Parliament in encouraging competition policy on pilgrim industry.

## Law Enforcement

This month, KPPU issued four decision on bid-rigging which involving horizontal and vertical agreement in several provinces. These decisions was involving government procurement in plantation, road transportation, and medical equipment.

[KPPU's Decision towards Allegation of the Violation of Law No. 5/1999 carried out by Plantation Official in South Kalimantan \(Case No. 13/KPPU-L/2007\)](#)

On February 18, 2008 Commission for the Supervision of Business Competition (KPPU) had finished the examination process of the case of 13/KPPU-L/2007 about the allegation of the violation of the Article 22 Law No. 5/ 1999, that was done by CV Borneo Interprises Native (Reported Party I), CV Amarta Jaya Teknik (Reported Party II), CV Putra Pratama (Reported Party III), and the bid committee of Plantation Official in South Kalimantan in 2006, (Reported Party IV).

Based on the examination of the Commission Council of KPPU, it had come to conclusion that Reported Party I, Reported Party II and Reported Party III were proven against the Article 22 Law No. 5/1999. The reported parties had proven carried out co-operation to arrange and/or determined Reported Party I CV Borneo Interprises Native as the bid winner for procurement of oil palm seed in Plantation Official of South

Kalimantan 2006, while in practice the oil palm seed that belong to Reported Party I was not met quota determined by the Bid Committee.

Furthermore, the Commission Council decided an obligation for Reported Party I to pay the fine of Rp 500,000,000.- (five hundred million rupiah) whereas Reported Party II and Reported Party III were respectively obliged to pay the fine of Rp 50,000,000.- (fifty million rupiah). The Commission Council also recommended to give advice and recommendation to the Government of the South Kalimantan to carried out the repeated evaluation of the tender committee to meet qualification that determined by the Government. KPPU hope that the Local Government should lay extra effort in implementation of tender in South Kalimantan to promote fair competition in the region.

[KPPU's Decision towards Allegation of the Violation of Law No. 5/1999 of Macoppe – Labessi Road Escalation Tender in Soppeng, South Sulawesi \(Case No. 11/KPPU-L/2007\)](#)

On February 6, 2008 Commission for the Supervision of Business Competition (KPPU) had finished the examinations process of the case of 11/KPPU-L/2007 on the allegation of the violation of the Article 22 Law No. 5 in 1999 UU No. 5/1999, that was done by the bid committee of Macoppe – Labessi road maintenance and five business actors that acted as bid participant.

Based on the examinations done by the Commission Council of KPPU, it's decided that PT Nei Dua Karya Persada (Reported Party I), CV Hasnur (Reported Party V) and the bid committee (Reported Party VI) were proven against the Article 22 Law No. 5/1999. This tender was carried out twice, because Reported Party VI considered that none of the participants had met the administrative specification in the first tender. It had been indicated by the investigation team that Reported Party VI repeated the tender in order to facilitate Reported Party I to get excess margin of Rp 331,003,000,- that comes from the difference of Reported Party I's offer in the first tender compared with the second tender. Reported Party I was also proven to be guilty for counterfeit other's company document to participate the tender. Reported Party V was proven to be guilty on the horizontal conspiracy with Reported Party I, that seen from the existence of the bargaining document resemblance.

Furthermore, the Commission Council had decided an

obligation for Reported Party I to pay the fine of Rp 1.000,000,000.- (one billion rupiah), and recommended an administrative sanctions for Reported Party VI involvement in the conspiracy. KPPU as well recommended the Department of Public Work to put Reported Party I and Reported Party V in the Department's black list for two years in South Sulawesi area.

#### [KPPU's Decision towards Allegation of the Violation of Law No. 5/1999 on Clinical Support Medical Equipment for Health Agency in Sukabumi \(Case No. 12/KPPU-L/2007\)](#)

On February 6 2008, Commission for the Supervision of Business Competition (KPPU) had finished the examinations process of the case of 12/KPPU-L/2007 on allegation of the violation of Article 22 Law No. 5/1999, that was done by PT. Karsa Niaga Raya (Reported Party I), PT. Ramos Jaya Abadi (Reported Party II) and the bid committee (Reported Party III).

Based on the examinations done by the Commission Council, It was decided that Reported Party I, Reported Party II and Reported Party III were proven against the Article 22 Law of No. 5/1999. Reported Party I and Reported Party II were proven guilty for carried out adjustment for administrative document and set up the bid offer. It had been proven with the existence of the document resemblance as well as the similarity of their offers. While Reported Party III was proven to be careless in undertaking his task as the Committee, by toppling one of the participants (PT. Bhakti Wira Husada) without a strong foundation.

Furthermore, the Commission Council decided an obligation for Reported Party I and Reported Party II to pay the fine of Rp 1.000,000,000.- (one billion rupiah) and the ban to participate the tender all over the government agency in the West Javanese province for two year. The Commission Council also recommended to the Commission to give the advice and recommendation to the Local Government to give sanctions on Reported Party III for its careless action in undertaking its task as the Committee, and so that the government could pay more attention to the Committee's works for the forthcoming procurement.

#### [KPPU's Decision towards Allegation of the Violation of Law No. 5/1999 on Multi Years Tender in Siak Region, Riau Provence \(Case No.14/KPPU-L/2007\)](#)

On February 12, 2008 Commission for the Supervision of Business Competition (KPPU) had finished the examinations process of the case of 14/KPPU-L/2007

about the allegation of the violation of the Article 22 Law No. 5/1999 that was done by 15 reported parties consisted of tender participants (business actors) and some government officials. Based on the examinations done by the investigation team, KPPU through the Commission Council had come to decision that Head of Bid Committee (Reported Party II), PT Budi Graha Perkasa (Reported Party IX) and PT Pelita Nusa Perkasa (Reported Party X) were proven against the Article 22 Law of No. 5/1999.

In this case, the Commission Council evaluated the business actors behavior, especially in the horizontal collusion, whereas for the Reported Party I (Chairman of General Work Agency, Settlement and Infrastructure in Siak territory) and Reported Party II (Head of Bid Committee), the Commission Council need to evaluate whether the tender already carried out in the precise manner and there is no tendency to win certain participant. Reported Party II was proven to be hasty in undertaking their tasks, and eliminated competition as well as reduced number of tender participants. While Reported Party IX and Reported Party X were proven established co-operation that limited competition among them in participating the process of the Multi Years Siak Tender. Both of this reported parties also showed an uncooperative behavior during KPPU's examinations.

Furthermore, the Commission Council decided an obligation for Reported Party IX and Reported Party X to pay the fine of Rp 2.000,000,000.- (two billion rupiah) and the ban to participate in any tender that was carried out by the Government for two the year. As for Reported Party II, KPPU had ordered Reported Party II's superior to take necessary administrative sanctions accordance with current regulation. The Commission Council also recommended to the Commission to give the advice and recommendation to the Local Government of Siak to supervise implementation of tender process, as well as made and carried out the tender's rule in accordance with the valid provisions and principles of fair competition.

## Competition Advocacy

### [KPPU Recommendation on Pilgrim Sector](#)

Management of pilgrim (hajj) has strategic value because touching state services Moslem in executing their obligation. In the management of hajj, some components can be implemented by using emulation model of healthy competition to get management of

hajj with optimum quality of service and achievable cost. Sees strategic value of management of hajj and by paying attention to Bill which is compiled by the Parliament, hence KPPU gives input on Bill of the management of hajj to Special Task Force from the Parliament. This discussion was held in February 4, 2008 at the House of Representative.

Based on analysis of KPPU, marginally there are three principal components of management of hajj that also occupies the biggest portion in cost of hajj, such as transportation, lodging, and food supply. By referring to its strategic value, exercise of hajj shall be executed with optimal quality of services and reachable cost.

Former cost of management of hajj is yielded based on limitation of information that constructed by regulation which is not considered potency of market economics that is actually has grown. As a result, rate formed leans towards rising in number. Obvious market exploitation can be shown at special hajj segmentation. Rate fixing special hajj by the Government doesn't push private sector serving the segment to be efficient. Inelastic market demand characteristic, exploited by private sector to specify rate that above rate specified by government. As a result, the assent in involving private sector accordingly has distorted.

Industrial analysis on pilgrim sector by KPPU showed that this sector doesn't compete effectively because high degree of government intervention in price and allocation. Pays attention to this industry, KPPU recommends to the Minister of Religious Affairs as follows:

- Completion of government's policy need to be done in fixing rate for hajj by taken into account potency of national business actor;
- Rate for regular hajj is needed to specify by the Government through tender mechanism (competition for the market) by giving the same opportunity to national business actor in wide;
- Management of hajj transportation needs to be open for market access with the involvement of national airline;
- Correct and execute tender mechanism to be transparent and or to promote economic cooperation (between countries), so that national companies can extend their role in providing food supply (catering) and accommodation both in Indonesia and Saudi Arabia.
- In order to promote competition in special hajj, hence the Government ought to apply ceiling price's policy and don't restrict or divide quota to each private companies (according to last year

performance). With this policy, bid of rate by private sector will expected to comes near rate of regular hajj (that specified the Government) with better quality of service.

- KPPU also sees the needs of completion in organization of hajj by dissociating role of regulator and operator, in which the government should run the regulatory function and operational function, should run by an independent agency form by the Government. Furthermore, rate of hajj should be declare by the President in accordance with recommendation from an independent agency and approved by the Parliament. As for special hajj, the Government needs to fix a ceiling price for this. Nonetheless, each component of hajj should organize by an independent agency by implementing competition for the market mechanism and non-discriminative ways.

### Bilateral Meeting with the President

As part of our effort to increased accountability, KPPU had bilateral meeting with the President on February 14, 2008 at the Presidential Palace to report several competition policy and institutional development issues. During this convention, Honorable President Susilo Bambang Yudhono inquired KPPU to increase institution's capacity in carrying out its tasks as the President support our authority in providing advice and recommendation in competition policy to the Government. KPPU's advice and recommendation that covered various sectors is demanded by the President to the Minister to discuss them consequently. The President also hoped KPPU to cultivate the assurance of Indonesian competition law due to its existence that considered will ensure business certainty and fair business environment. Moreover, considering wide coverage of KPPU's tasks, the President also requested



From right to left: Honorable President Susilo Bambang Yudhoyono, Mr. Syamsul Maarif (Chairman of KPPU), Mr. Tresna P. Soemardi (Vice Chairman of KPPU), Mrs. Kurnia Syaranie (Executive Director of KPPU), and Mrs. Ani Pudyastuti (Director for Administration of KPPU).

KPPU to maintain fine coordination with relevant Department.

Institutional issues was also arisen during discussion, which considered by KPPU as one of main priorities in creating more effective competition policy and law enforcement in Indonesia. Responding to this need, the President agreed that institutional issues are important in developing a strong and independent agency. Therefore, the President inquired State Secretary and relevant Ministers to immediately resolve KPPU's institutional issues within his leadership period. Moreover, the President was also believed that Secretariat of KPPU should take place as the Secretariat General and led by a Secretary General, while other compositions was ruled by KPPU and the Ministry of State Employee Empowerment.

Practical issues in inefficient sectors were also discussed during this meeting. One of which is competition issues in pilgrim (hajj) sector. For information, KPPU founded some implementations in this sector can be developed more. One of the pointed problems is the ceiling allocation and distribution of quota for special hajj to numbers of travel companies. KPPU views that these applications should be eliminate in order to encourage competition between companies. Meanwhile, the Government must determine certain specification for companies to compete to get privilege in providing special hajj in a fair manner. Another problem is involving selection of provider for catering, accommodation, and flight services, in which KPPU viewed that these activities should based on creation of competition for the market, so that companies can compete in providing better quality and price that will aim to tariff reduction.

## International Activities

### OECD Meeting and the Global Forum on Competition

This month as current observer of OECD Competition Committee, KPPU had participated for the series of OECD meeting and the Global Forum on Competition



In this meeting, KPPU is represented by Prof. Tresna P. Soemardi (Vice Chairman) and Mr. Ismed Fadillah (Director of Law Enforcement). Prof. Tresna was also chair one of the breakout session in the Global Forum on Competition.



(GFC) in Paris, 18-22 February 2008. These meetings focused on several challenging topics, such as antitrust issues involving minority shareholding and interlocking directorates, techniques for presenting complex economic theories to judges, and land use restrictions and their impact on competition. Specifically, KPPU was acknowledged as one of the chairs for the breakout session in the GFC. KPPU also submitted its report on antitrust issues in interlocking directorate at the roundtable discussion for the Working Party 3 (see Appendix).

## APPENDIX

### *Antitrust Issues in Interlocking Directorate (Submitted for Working Party 3 Roundtable Discussion, Competition Committee OECD Meeting, February 18-22, 2008)*

#### Introduction

The most common and popular business type used in Indonesia is called Perseroan Terbatas (Limited Liability Company), to be further referred as "Perseroan". Board of Directors of Perseroan is an organ with essential and important daily tasks, as it has role and authorities to manage and represent the Perseroan. Perseroan, as an artificial business entity is not allowed to conduct any legal actions on its own. It shall be represented by individuals in Board of Directors. Perseroan can not be involved in any legal interactions without Board of Director's member. The existence of directors in Perseroan is mandatory, as its role allows the Perseroan to perform its activities.

In practice, authorities of management are defined in the clauses in the Deed of Establishment of Perseroan, (that also includes its Article of Association). Board of Directors has the authorities to manage all legal aspects of any activities as stipulated in the goals and aims of Perseroan. The so called authorities are among others the authorities to conduct other activities that may not written clearly in the Article of Association, but may have relations to the purposes and objectives of the related Perseroan.

Board of Commissioners functions as an organ of Perseroan with authorities to perform supervisory role and provide guidance to the Board of Directors, in relations to the implementation of management and representation performed by the Directors. Board of Commissioners even has a right to temporarily suspend the member of Board of Directors, if they are viewed breaking the Article of Association and or

across the authorities line given to them based on the Article of Association.

Understanding the authorities and tasks of Board of Directors and Board of Commissioners, it can not be argued, that any types "interlocking directorate" of Directors and or Commissioners, vertical, horizontal or conglomeration may lead to the monopoly practices and unfair business competition.

"Interlocking Directorate" according to Indonesian Competition Law

Most of international law scholars viewed "interlocking directorate" is related to four aspects, that is, control, collusion, financial discretion and cultural aspect. Taking all these aspects into account, it is then not surprising, that "interlocking directorate" is considered an action that against the Indonesian Competition Law (The Law No. 5/1999).

Article 26 of the Law No. 5/1999 stated that,

*"A person concurrently holding a position as a member of the Board of Directors or as a Commissioner of a company, shall be prohibited from simultaneously holding a position as a member of the Board of Directors or a Commissioner in other companies, in the event that such companies:*

- *are in the same relevant market; or*
- *have a strong bond in the field and or type of business activities; or*
- *are jointly capable of controlling the market share of certain goods or services,*

*which may result in monopolistic practices and or unfair business competition.*

Under this article, "interlocking directorate" is prohibited if it refers to the Directors or Commissioners of one single company and at the same period of time also perform as Directors of Commissioners in another company, when the so called companies are in the same market or have a close link in business scope or type that allows them to dominate market share of particular goods and or services. Therefore by this definition, Indonesian Competition Law only prohibits interlocking position merely to the Board of Directors and or Board of Commissioners.

This is based on the argument, that the management of Perseroan is performed by Board of Directors or Commissioners that generally lead by the President Directors, thus, Directors have interlocking tasks and authorities, namely to manage and represent the

Perseroan. The authorities of the Directors cover every legal action related to the objective of Perseroan, as written in its Article of Association. Authority to represent the company is not limited to lead and implement daily activities, but also to take any initiatives and make a future plan of the Company. Directors' authorities are not limited to the legal actions written in the Article of Associations but to include any secondary actions that regularly, properly and generally comply with the objective of the Company. Thus, Board of Directors is an independent legal subject.

However, it is also important to understand that Indonesian Competition Law does not give any clear definition on Board of Directors and Commissioners and accordingly, it has to be referred to another related law. In other words, the position of Directors and Commissioners are closely related to the shares ownership in two or more companies. Therefore, indirectly, on interlocking position will closely relate to the conditions on shares ownership and on merger and acquisition of companies.

Another regulation on Interlocking Positions

Other than Competition Law, prohibition on interlocking directorate is also written in another law, on particular sectors, namely:

1. Law No. 19 year 2003 regarding State Owned Enterprises, states that Commissioners are not allowed to be in interlocking position, as a) Directors of State Owned Enterprises, Region Owned Enterprises, Private Enterprises and any other position that may lead to conflict of interest and/ or b) other position stipulated by the laws.
2. Central Bank Regulation No. 2/7/2000 regarding General Bank, as written in the Article 22, that Board of Commissioners may only have interlocking position as a) commissioners of at the most 1 (one) other bank or BPR; or b) commissioners, directors or executives that perform fully at the most in 2 (two) other foundations/non-bank companies or non-community loan bank (BPR).
3. Regulation of Capital Market Supervisory Agency (hereafter refer to "Bapepam") No. V.A.1 regarding License of Securities Company, Attachment of Regulation of Bapepam No. Kep-24/PM/1996 dated 17 January 1996 that are amended by the regulation No. Kep-45/PM/1997 dated 26 December 1997 that stipulate other conditions to be fulfilled by Directors and Commissioners, that Securities Company are not allowed to have any interlocking positions in any other Securities Company.

It is certain that the prohibition aims to make Commissioners and Directors to be fully concentrated in performing their tasks and authorities to achieve Company's goal as well as to prevent any conflicts of interests. Furthermore, regulations in banking industry, the approach was to take interlocking condition as a fully prohibited action. The prohibited condition is applied once the company is established, so interlocking directorate would not necessarily be assessed or proven. In the case of strong tendency of interlocking directorate, either for Directors or Commissioners, this may be concluded as a violation. Conclusively, in banking industry, interlocking position is an illegal practice (per se illegal).

#### Analysis on Interlocking Position according to Indonesian Competition Law

As previously stated, prohibition on interlocking directorate is written in the Article 26 of the Law, which says: anyone who is Directors or Commissioners of a Company, at the same time is prohibited to be directors or commissioners in another company, if the companies:

- are in the same market; or
- have a close relation in the same business scope and or business type
- with together might dominate a particular goods and or service market.

that may cause monopolistic practices and or unfair business competition.

If we refer to this arrangement, we may conclude that prohibition on interlocking directorate in Indonesian Competition Law is rule of reason, that is, it still requires proofs on prohibition. Proofs are needed to ensure the business competition supervisory agency that:

- that interlocking directorate are made in the same related market or
- that interlocking directorate are made in the closely related companies in the similar goods or services market
- that interlocking directorate may lead the companies with together to dominate a particular certain goods or services market.

If one of those three above mentioned condition is occurred, it will potentially lead to the monopolistic practices or unfair business competition. Thus, based on this article, it can be concluded that verification on interlocking directorate takes complicated process.

Another important aspect on interlocking directorate in Indonesian competition law is that the violation of this article will be highly related to another article of the Law, such as articles on oligopoly, price determination, boycott, cartel, oligopsony, vertical integration, abuse of dominant power and shares ownership. Therefore, on the investigation of interlocking directorate, violations on another article are often found too or vice versa.

#### Cases Study

KPPU's decision in the case on interlocking directorate showed "rule of reason" approach/consideration of the Commissioners.

#### *Interlocking Position in the case of CIF, SPE and NSR (Case No. 5/KPPU-L/2002)*

KPPU has found interlocking directorate (in movie distribution market) (under the names of HL and SS, in relations to their position as Directors and/or Commissioners) as the violation of the Law No. 5/1999, taken by CIF, SPE and NSR, those are:

1. In KIR, HL as President Director and SS as President/Chief Commissioner,
2. In GAP, HL as Director and SS as Chief Commissioner,
3. In SUM, HL as President Director and SS as Chief Commissioner,
4. In PANMS, HL as Commissioner and SS as Chief Commissioner,
5. In LIAAS, HL as President Director and SS as Chief Commissioner,
6. In PPB, HL as President Director and SS as Chief Commissioner,
7. In KMA, HL as Commissioner and SS as Chief Commissioner,
8. In IM, HL as President Director and SS as Chief Commissioner.

While there was a fact that before Commissioners (of KPPU) made their decision, HL has tendered his resignation from his position as (i) Commissioners in 2 (two) companies in under the Holding Company, (ii) Chief Commissioner in 1(one) company under Holding Company and (iii) Director in 4 (four) companies under Holding Company. SS has also tender his resignation from the position as (i) Chief Commissioner in 4 (four) companies under Holding Company.

Based on these facts, Commission decided that the reported party CIF and NSR was not proven violating the article 26 of the Law. However, the Commission

stated that HL and SS that had interlocking positions in several strategic positions in some companies may lead to monopoly and unhealthy business practices. Yet, the Commission argued that until the completion of inspection, the commission did not have sufficient proof that the interlocking positions have caused monopoly and unhealthy business practices. Commission was also decided that the resignation of HL and SS as Director or Commissioner in some companies may be noted as a good intention to minimize the potential of any misuse of interlocking position.

*Interlocking Position in the case of JICT, KSO, TPK, KOJA and PP II (Case No. 4/KPPU-2/2003)*

In this case the Commission found that WSW has interlocking directorate (in port service market) as President Directors in 2 (two) companies with dominant influence in the related market, namely JICT and OTP. JICT as a Reported Party 1, is a company provide service on discharging container in TP port. Between JICT and KSO, TPK, KOJA (Reported Party 2) it is known there are some attempts to deliver service on discharging in TP Port together. OTP is a part of KSP TPK KOJA.

According to the article 26 (a) of the Law, it is written that a person who is Director or Commissioner of a company, at the same time, may not be a Director or Commissioner in another company, if the companies are in the related market. The question, was then, whether the interlocking position of President Director in JICT and in OTP (both are in the related market) was against the article 26 (a) of the Law?

The panel decided that the interlocking directorate of WSW is against the Article 26 (a) of the Law, based on the consideration:

1. KSO, TPK, KOJA (Reported Party 2) is a business entity operated through cooperation of 2 (two) legal entities, namely, PPI II (Reported Party 3) and OTP, with the competence in same service management of discharging container.
2. OTP as a part of Reported Party 2 may be classified as business player that implement the same activities with JICT, Reported Party 1.
3. WSW admit that in the same time he had interlocking positions in 2 (two) companies, as a President Director in JICT and OTP.
4. That the so called interlocking position should meet the essential element that may cause monopoly or unhealthy business competition.
5. That the draft of letter made by JICT – Reported Party 1 and the use of letter head of the Reported

Party 1 in the year 2002, signed together with JICT, Reported Party 1 and KSO TPK KOJA – Reported Party 2, that sent to the one of service user, reflected the effect of interlocking position by WSW as the director of 2 (two) companies in the same related market. The letter may be interpreted as an attempt to hamper business competition, as defined in the article 1 (6) of the Law. Therefore, the essence of creating unhealthy competition was fulfilled.

Consequently, elements of interlocking directorate as Directors or Commissioners in more than 1 (one) company at the same time, in the related market, appeared to create unfair business competition as written in the article 26 (a) of the Law. Based on this, the Panel decided that WSW has legally and convincingly proven against the article 26 (a) of the Law.

*Conclusion*

Indonesian Competition Law states that interlocking directorate as a “rule of reason” article that needs economic analysis in its proof verification. However, the limitation of time and proof tools may affect the quality of verification applied by competition authority. On the other hand, economic verification on interlocking directorate is often argued on the appeal courts. Those conditions made article on interlocking directorate becomes a debate for legal experts on business competition in Indonesia.

## Upcoming events

APEC Seminar for Sharing Experiences in APEC Economies on Relations between Competition Authorities and Regulator Bodies, **June 11–13, 2008**, Ramada Bintang Bali Resort & Spa, Bali, Indonesia

### Status:

- General information for this seminar has been finalized by KPPU. Approximately we will circulate this GI through APEC Secretariat by April 2008.

The 4th APEC Training Course on Competition Policy **August 27-29, 2008**, Sanur Paradise Plaza Hotel & Suites Bali, Indonesia

### Status:

- We proposed Japan Fair Trade Commission (JFTC) to use cartel investigation and interrelation between competition policy and industrial policy as theme for this forthcoming training.
- Currently, we are coordinating with the JFTC in preparing the general information for this training.

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