MEANING SOLE PROPRIETORSHIP BASED ON ACT CREATE WORK IN FRAMEWORK PERSPECTIVE LEGAL HERMENEUTICS

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Abstract

The problem of the Tender Offer is sticking to the surface, among others, because there have been several cases involving the Takeover of a Public Company by another Party, thus causing losses to other Shareholders, especially the Public Shareholders. Regulations regarding take over and tender over are contained in Law Number 8 of 1995 concerning the Capital Market and Government Regulations number 27 of 1998. In 2011 the Government enacted Law Number 21 of 2011 concerning the Financial Services Authority which resulted in the transfer of power regarding the regulation regarding macroeconomics shifts from Bank Indonesia to OJK which includes the Take Over and Tender Offer processes. In 2020 PT. Garudafood Putra Putri Jaya, Tbk. Taking Over to PT. Mulia Boga Raya, Tbk. This study aims to determine the arrangement of Tender Offers in Indonesia and the impact of the Takeover on a Public Company that was taken over. The form of research in the writing of this journal is the jurisdiction of normative legal research using the statutory approach. The legal materials used are of two types, namely primary legal materials and secondary legal materials.

Keywords: Tender offer, transport, local government, local regulations.

A. Introduction

Company Individual present as phenomenon new in world entrepreneurship Indonesia past promulgation of Law no. 11 of 2020 concerning Job Creation (Job Creation Law), this is strictly specifically contained in article 153A paragraph (1) which reads; Companies that meet the criteria for Micro Enterprises and Small can be established by 1 (one) person. The Job Creation Law itself is a legal product formulated to answer the existing global acceleration. one of the most affected are those who operate in the micro and small business sector. This means that the most appropriate solution is to provide status legal entity to type of business both micro and small (UMK).

PTs that comply with this UMK can be called Individual PTs because they can be established by only One person. Form company Which The same Also join in there is in country other, for example in United Kingdom (UK) known as Sole Trader. Individual companies thus brought about major changes in the micro and small business sector. The difference with a Limited Liability Company, an Individual Company for This MSME does

1 Chapter 153A paragraph (1) Constitution No. 11 Year 2020 about Create Work
not require a Deed of Establishment, but only a statement of the company’s establishment is sufficient confirmed in a way electronic by Minister Law And HAM (cost validation can released).\(^3\) Whereas, Company Limited must established by at least 2 (two) person with something deed Which made byNotary.\(^4\)

The idea is to form and regulate a PT for MSEs that can be established by one person No free from two form law business other that is company individual And company limited (PT). Company Individual known Also with term sole proprietorship or sole traders. Form business This inform business Which most simple For made. Company Individual as company Which done by One person businessman.\(^5\) Company This established by One person, capitalized by One person, And executed by one person.\(^6\)

The Individual Company concept has various advantages, as regulated in the Regulations Government No. 8 of 2021 concerning Company Authorized Capital and Registration of Establishment, Changes and Dissolution of Companies that Meet the Criteria for Micro and Small Businesses. Individual Company Concept with not quite enough answer limited represent form body law Which give protection law peadapara perpetrator business. The method is through separation riches personal And company, while making it easier for business actors to access banking financing.

This Individual Company is one-tier, meaning that the individual owner of the company will run and supervise the company thus training business actors to be more prudent.\(^7\) Individual Company Owners are also charged pay Which more cheap, Good compared to Company Limited or tax income Individual.\(^8\)

Public, especially perpetrator business with classification small or micro will helped with draft Individual Company. However, what the real meaning of the presence of PT Individual also becomes its own problem. Talking about intent, to understand more clearly comprehensively nuances spirituality para formulator policy Which presenting PT Individual, writer use hermeneutical approach. Hermeneutics is the art of interpretation, and it doesn’t stop there but go into the object and understand its true meaning.\(^9\)

This is also necessary because quite a few MSEs are hesitant because they still feel unfamiliar with this name. Let’s say a shop is said to be able to become a company, of course the community wants more You must first know exactly what a private company is before finally establishing yourself for one become part of it. By therefore, hermeneutics as Genre philosophy law role as knowledge For convey construction essence\(^10\) from Company Individual felt is method Which appropriate. Hermeneutics places legal texts, in this case the Job Creation Law which regulates companies Individuals, as the object of study and then delve into the spiritual nuances of those formulating the content This law ultimately provides contextualization of the meaning of the existence of an Individual Company in Century Now and later. Etymologically, the word hermeneutics or hermeneutics is the equivalent of the English word, ie hermeneutics (without “s”) intended as say characteristic Which If translated to in Language can interpreted as interpretation, ie circumstances or characteristic contained in

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\(^8\) Ibid.


an interpretation. Temporary hermeneutics (with an “s”) is a noun that can have several meanings; Science of Interpretation, Science for know Meaning Which contained in sentence And expression writer, And interpretation Which in a way special show on interpretation on text and/or book holy.12

With thereby can concluded that hermeneutics is the science and art of interpreting a text or a philosophical thought understanding.13 Hermeneutics in its early stages was a subdiscipline of theology that included authentication and interpretation of the text. However, in the following period the scope of hermeneutics expanded and covers the issue of interpretation as a whole. 14If explored further, the meeting of hermeneutics and This law can be found in the writings made by Hans-Georg Gadamer in his book "Truth and Method" which briefly illustrates that initially hermeneutics developed, among other things under the inspiration of legal science. In the 12th century in Italy the need arose for a capable method making juridical texts that were valid in the past can be applied to a type of society Which The same very different in a way historical past method interpretation.15 Then expand it hermeneutics fromText interpretation is a method that can interpret human behavior in general. So, The starting point of hermeneutics (read here legal hermeneutics) is human life and its products, product its cultural (including text juridical).16 The Job Creation Law is treated as an object of study, especially with regard to material content Individual Company. The legal text does not merely stand alone, but also with other horizons accompany it or called Also with context. It means law That made of from because consequence incident. Context interpreted as circumstances Which envelop para formulator so that formulate text law thethereby. There is also contextualization, meaning that the legal text itself does not have a fixed meaning but dynamic, especially in endeavor its relevance in world modern.17

Matter This cause Hermeneutics does not only contain text as its object of study, but also seeks to explore it content meaning with consider aspect text or queen legislation, aspect author or makers of laws and regulations, and aspects of recipients or parties affected by laws and regulationsinvitation.18 By paying attention to these three aspects, it is hoped that an effort to understand or interpretation How something text That born by the author And load What that's all enter or want toinserted by the author into the text. Apart from that, the author always creates meaning This is in accordance with the situation and conditions when the text currently applies. Which then at the end as A method interpretation, hermeneutics must always notice three. component tree, that is; With understanding through Hermenutika, many parties became convinced and then joined opens up new critical space regarding the improvement of Individual Companies in their contextualization in the future in front of the Company Individual In Perspective Hermeneutics Hermeneutics differentiates the object of study into 3 (three) stages. The three cannot be separated, however one holistic whole. The three are referred to as; Text, Context, and Contextualization.19 Text and Context No can Separate because it is A unity. Especially for know Meaning actually or understanding the nature of the existence of an Individual Company, an assessment is also carried out enclose third these stages.

The form of research in the writing of this journal is the jurisdiction of normative legal research using the statutory approach. The legal materials used are of two types, namely

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18 Hariyanto S. Bennyai, “Analysis Position And Authority Board Representative Area In System Bicameral In Indonesia Reviewed From Hermeneutics Law” (University Muhammadiyah Poor, 2022). Matter. 9.
19 Jazim Hamidi, Loc.cit , matter . 80.
primary legal materials and secondary legal materials.

B. Discussion

1. Legal Text and Context of Limited Liability Companies

Article 153A paragraph (1) of the Job Creation Law, reads; Companies that meet the criteria for Micro Enterprises and Small can be established by 1 (one) person. This article is the initial basis for the Company’s legality Individual. Furthermore follow also base law Which invited Then as form implementation from article above.

That reading or understanding a text is only perfect if there is an explanation about the meaning of the text from the text formulator. In short, mentoring means through direct speech from text formulators, it becomes a necessity to get the true meaning of a text because in written text is available Lots Which is lost due to the limitations of the writing itself.

With Article 153A of the Job Creation Law being the object of the legal text, there are also nuances behind it important to know. In general, the Job Creation Law is intended for convenience and simplification of entrepreneurship. Some parts of it also focus on several supporting areas entrepreneurship, one of which is the field of Micro and Small Enterprises (UMK). This is considering that MSMEs is the backbone of the country's economy with the number reaching 64.2 million or 99.99% of total business actors, contribution to gross domestic product (GDP) reached 61.07%, and absorption up to 97% of the total Indonesian workforce. 2298% of micro businesses are informal businesses with productivity Which very low. Ratio entrepreneurship Indonesia as big as 3.4%, whereas entrepreneurial ratio Malaysia as big as 5.01%. With flexibility market power Work, re-skilling, up-skilling, as well as program worker welfare, so productivity and MSME income will can be improved.

Talking about the meaning of the Job Creation Law as the legality of Individual Companies is lacking It would be a shame not to include the Academic Text of the Job Creation Bill as part of it. In the background drafting the Job Creation Bill, it is explained that based on the Indonesian Vision 2045, Indonesia wants to become the top 5 (five) world economic powers by becoming a high-income country in in 2040. Therefore, in the National Medium Term Development Plan (RPJMN) document National Development Planning Agency (Bappenas) For 2020-2024, the Government has targeted economic growth which grew an average of 6 (six) percent in 5 (five) years and product growth Gross Domestic (GDP) per capita is 4 (four) +/- 1 (one) %. In the long term, transformation economic development in 2020-2024 will get Indonesia out of the Middle Income Trap (MIT) in 2036. With average economic growth of 5.7% and growth GDP real per Capita as big as 5 (five) percent, on year 2045 Indonesia predicted become country advanced with a sustainable economy, poverty rate approaching 0 (zero) percent, and has a workforce Which quality.

However on condition moment This, Indonesia face challenges Which big, Good Which sourced from external or internal. External challenges are triggered by global economic conditions is currently experiencing weakness and uncertainty. Geopolitical dynamics in various parts of the world, as well the presence of various new technologies in the era of the Fourth Industrial Revolution which changed the global economic landscape is a source of uncertainty that limits global economic movements. Economic growth The global slowdown has had a significant impact on the Indonesian economy. In frame guard momentum growth economy, Government Keep going endeavor For maintain purchasing power public, push

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20 Rahardjo, Hermeneutics: Dig Meaning Philosophical Text. Matter 15.
21 Ibid.
25 Ibid. matter. 3
enhancement government consumption, as well as improve the performance investment.26

Economic growth is currently experiencing a slowdown and has only reached figures in the range of 5 (five) percent is considered insufficient to avoid the MIT threat. Indonesia itself still become country Upper Middle Income on year 2019 with Gross National Income (GNI) per capita USD6,010.27 Based on 2018 Central Statistics Agency (BPS) data 28 as a basis for achievement steps, income (GDP) per capita in a way nominal Rp. 56,1 million per year, mark GDP nominal Rp. 14,837.4 Trillion Andlevel poverty 9.66%. Temporary That GDP per capita 2018 in a wayin real terms, it was recorded at IDR 39.4 million per year and real economic growth in the last decade was 5.4%. If Indonesia grows with the current growth trend, then for doubling GDP per capita from IDR 39.4 million to IDR 78.8 million per year took 13 (three twelve) years.

If this trend continues, Indonesia's target is to achieve this goal by 2045 income per capita Rp. 320,1 million per year Not yet can achieved in time 39 (three tens nine) year. Even though the time remaining from now until 2045 is only 25 (twenty five) years. Therefore, Indonesia need to grow a lot faster than average 5.4 (five point four) % per year.

The underlying atmosphere above is the context, before it is finally contained in a legal text form Act Create Work. Meaning something see from beginning something That appear important existence, no meaning without events.29 In general, the country's economic conditions in recent years have not gone well. development Which There is No too significant. Moreover needed preparation bonus demographics Which predicted to be moderate will taking place and the peak on a few years from now.30

As effort For empowering para perpetrator MSEs, government give solution form Company Individual. Form body business thereby This No immediately made by government Indonesia, but has the precedent. For example Which happen in America And English, both of them Enough success with the "Individual Company" policy31, both economies are in quite a difficult situation helped by this sector because money circulation in public Which so massive.

After the issuance of the Job Creation Law, the goal was the same as in America and English Also projected here. With construction courtyard thereby get it understandable that provisionIndividual Companies as contained in the Job Creation Law have nuances in a complex context. One side government leave from repair economy And empowerment perpetratorUMK The legal text regarding Individual Companies in the Job Creation Law has a grammatical meaning have Meaning as sentence chapter 153A paragraph (1) Act Create Work That sounds can interpreted

literally.32 Even so, a legal text will not be complete if it is not based on an understanding of meaning formulation, so that the text can still be interpreted correctly objective. 33 From the study by connecting the text and context of the formulation of the legality of Individual Companies can understood that presence Company Individual based by condition economy national Which forceso that country return empowering business Micro And Small so that can survive . the rest draft Company Individual is inevitability remember the precedent has Lots

26 Ibid. matter. 6
27 Ibid. matter. 28
on countries proceed Andown impact Which quite significant.

Is known that para formulator draft Company Individual oriented on development economynational level, and realize that this development can only be achieved through updating the Micro and Small business sectors. From the explanation above, it can also be understood by the government, in this case parapolicy formulators did not think too much about the formal technicalities of establishing the Job Creation Law, which in the end all contents that are related and can help the smooth running of the national economy are enforced in a legal form. Describe to the general public the nuances of spirituality or climate Which Dominating the process of creating the Job Creation Law is economic orientation and not legal order as regulated in the Legislative Regulations.

2. Contextualization of Individual Persons

Contextualization It means reproduce meaning and make it relevant with time Now.\textsuperscript{34} Condition And climate making A product law can very different with period Where product lawThat applies a number of moment after the invitation. By Because That hermeneutic give contextualizationas important stage in business relevance the law with the current situation.\textsuperscript{35}

The formulators of a legal product are very likely to reconstruct the design of the law the For intended to apply in period Which long.\textsuperscript{36} So it's legal the it's not meant to be Foronly applies to answering current problems, but also answering the same or new problems may happen at a later date.\textsuperscript{37}

It is known that individual companies as a product of the Job Creation Law are not the first example in the world. In England, for example, the same concept is known as \textit{Sole Trade}, whereas in America, Canada, etc Singapore is known as \textit{Sole Proprietorship}. \textit{Sole Proprietorship} in these countries has history Which long And until moment This give impact Which Enough positive, especially on sustainability on field technology. Lots from \textit{Sole Proprietorship} transform become companybig. Matter This show that Company Individual Which Still lifetime corn in Indonesia ownhas great potential, it is appropriate that the content of this material be included in legal products in the field sustainable economy if referring to precedents in countries that adhere to Individual Companies with terms \textit{Sole Proprietorshi}.\textsuperscript{38,39} In essence, entrepreneurship will always find relevance in society, whenever that is.

Personally, Cheaka in his research said that Individual Companies are an implementation from a reflection of human nature who wants to establish a company with limited liability at the same time you can founded by 1 (one) person just.\textsuperscript{39}

However, the Job Creation Law as a legality for Individual Companies is still widely considered own lack so that in test judicial review on Supreme Court Constitution. Then furthermore MK decided that the Job Creation Law was conditionally unconstitutional because the process of its formation was unreasonable as regulated in the norms Formation of Legislative Regulations.\textsuperscript{40}

This is important, because a legal product will not gain relevance in the middle society if the people themselves are reluctant to accept these legal products. Contextualization will be difficult gets its meaning if juridically the Job Creation Law is constitutionally flawed. This has an impact on Act Create Work although load norm Which appropriate, still own disabled

\textsuperscript{36} B. S. Hardjowahono, E Erawaty, and I Susani, \textit{A number of Thinking About Development System Law National Indonesia}.
\textsuperscript{40} Look Amar Decision Court Constitution Decision Number 91/PUU-XVIII/2020.
If contradictory constitution.

Contextualization using a legal hermeneutical perspective does not only reproduce the meaning of the object of interpretation and its relevance to society. But more important than that is see its relevance to existing law 41, especially to the state constitution as positive law highest. By Because That important For pay attention How hierarchical regulations legislation something state within the framework of efforts to reproduce the meaning of a legal text. Apart from that, it is also to achieve objective meaning of personal prejudice, because the studies carried out are guided by the law Which applies.

Doubts regarding the Job Creation Law can operate according to the intent of its formulation or not depending from its validity in a way formal legitimate or No. In line with That Hans Kelsen convey that every norm That own level And norm above always takes root or started from norm Which more fundamental.42

The relevance in Indonesia, can seen in chapter 7 Act No. 12 Year 2011 about Formation Regulation Legislation (UUP3). The Job Creation Law as a hierarchical law is contained in: 3rd place (three). This means that the Job Creation Law must not contradict statutory regulations. invitation Which its nature more basic, namely TAP MPR and the NRI Constitution 1945.43 The 1945 Constitution of the Republic of Indonesia as the state constitution deserves to be preserved in its validity above the regulations other legislation. This is because there are national ideals and the Pancasila ideology contained in it inside it. Indonesia is referred to in the constitution as a rule of law state, as stated in Chapter I paragraph (3) Constitution NRIs 1945.

It means that all behavior must reflect law And orderly law. Whereas Act Create Work by MK in amar the verdict state formation Act Create Work Noin line with existing laws. First, its formation is not maximally inclusive public; second, form omnibus law No something Which reasonable in country system civil law And by UUP3No there is material Which can accommodate form of these regulations.

That Act Create Work in a way normative the material can interpreted as product law progress which targets welfare as the ultimate goal. More detailed material about Individual Companies can be understood as a concept that is very likely to have a big positive influence in the future. However Thus, the fact that the product cannot be accepted by society is due to its unconstitutional nature show that A text law as object interpretation actually No nature dynamic, but rather live according to society. It is very possible that in the future there will also be interpretations of a text different hanging back situation and condition.

C. Conclusion

Company Individual present as phenomenon new in world entrepreneurship Indonesia past promulgation of Law no. 11 of 2020 concerning Job Creation (Job Creation Law), this is strictly specifically contained in article 153A paragraph (1) which reads; Companies that meet the Business criteria Micro and Small can be established by 1 (one) person. The difference with a Limited Liability Company, an Individual Company for MSMEs does not require Deed of Establishment, however, only requires a statement of company establishment that is ratified electronically by the Minister of Law and Human Rights (attestation fees can be waived). Meanwhile, Limited Liability Company must established by at least 2 (two persons with a deed Which made by Notary. Pros and cons surround the Job Creation Law which is the legal source for Individual Companies. By Therefore, hermeneutics as a school of legal philosophy

43 Chapter 7 Constitution Number 12 Year 2011 about Formation Regulation Legislation.
acts as a science to convey construction the essence of the Company Individuals are felt to be method Which appropriate. The legal text does not merely stand alone, but is accompanied by a horizon that accompanies it or also called context. This means that the law is made from the causes and effects of events. Context is interpreted as a condition that enveloped the formulators so that they formulated the legal text in this way. There is also contextualization, meaning that the legal text itself does not have a fixed meaning dynamic, especially in endeavor its relevance in world modern

It is known that the formulators of the Individual Company concept were oriented towards economic development national level, and realize that this development can only be achieved through updating the Micro and Small business sectors. From the explanation above, the government can also understand this the policy formulators did not think too much about the formal technicalities of establishing the Job Creation Law, which in finally all the loads which are related and can help the smooth running of the national economy enforced in a legal form.

Describe to the general public the nuances of mysticismor climate Which dominate from process making Act Create Work is economical orientation And Noorderly law as arranged in the Regulations Legislation. That the Job Creation Law can normatively be interpreted as a progressive legal product Which targeting well-being as objective end. More detailed material about Company Individuals can be understood as a concept that is very likely to have a big influence in the future positive. However, the fact that this product cannot be accepted by the public is due to its nature Which unconstitutional show that A text law as object interpretation actually Nonature dynamic, but life follow public. Very Possible in the future interpretation will somethingtext Also can be different hanging back situation and condition.

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