

ABSTRAK

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Liability for Shareholders and Board of Directors Towards Tort That Done by Company's Employees

(xii + 101 pages + 1 attachment)

Shareholders and Board of Directors, are both an organ of the limited liability company, they have such important roles in managing the company to ensure it achieves the aims and objectives of the Company. These two organ shall not be personally liable for acts committed for and on behalf of the company based on the authority it possesses, as the limited liability doctrine said. This is because the actions of the Board of Directors are viewed as the actions of the Company, which is the subject of independent law so that the company is responsible for the actions of the company itself which in this case is represented by the Board of Directors. The limited liability doctrine is not applicable if it is proven that, there has been a mixing of the shareholder's personal assets and the Company's assets, or that the Board of Directors had done negligence that cause a loss of the company's assets. Some of the reasons that can cause limited liability turns into unlimited liability or personal liability are regulated in law number 40 of 2007 about companies and code of civil law. Shareholders and Board of Directors are the one who controls the company, as well as assign the company action to their employee This also indicates that if the employee did an unlawful act and doing harmful things toward third parties, and these unlawful acts happen because of the shareholders and Board of Directors assignment, as the superior the shareholders and the Board of Direction have to bear the liability towards the third parties that have been harmed.

Keyword: Shareholders Liability, Broad of Directors Liability, Unlawful Acts by Employees

Reference: 61 (1976-2021)