

MERGER WORKING GROUP

Report: Information requirements for merger notification

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This report provides some basic knowledge on MWG members' information requirements for initial merger notification. It also aims to provide some context concerning the type of review procedure, flexibility mechanisms and tools for obtaining supplementary information once the notification is completed before national competition authorities.

More extensive information is annexed to this document and divided into four tables:

- Table A – merger notification procedural steps
- Table B – content of standard merger notification forms:
 - o Part 1 : description of the transaction
 - o Part 2 : description of the companies
 - o Part 3 : description of the markets

This report provides a comparative overview of the state of play of information requirements for merger notifications amongst MWG members, following the same four-fold categorization used to draw up the annexed tables. It has been elaborated on the basis of the replies of 28 national competition authorities (NCA) to a questionnaire sent out on September 2014, and updated prior to publication on **April 2016**¹.

¹ AT, BE, BG, CY, CZ, DE, DK, EE, ES, FI, FR, EL, HR, HU, IE, IT, LV, LT, MT, NL, PL, PT, RO, SK, SI, SE, UK and NO.

I. Procedural steps for merger notification

While at European level a notification form is mandatory, each Member State can decide for its own jurisdiction whether to rely on mandatory notification forms, recommend such forms (AT), make them fully optional, or to abstain from using one altogether (DE).

A. Pre-notification stage

The majority of surveyed jurisdictions has a **pre-notification stage** (26; CY and HR have no pre-notification stage).

The procedure is mostly **not formalised** (21 jurisdictions), although soft-law instruments sometimes mention the possibility of contacts (BG, CZ, DE, EL, NL and SE) or even recommend that contacts be made (BE, DK, FI, FR, LV, SI, and UK) within certain deadlines (e.g. 2 weeks before notification in BE and UK). A few NCAs clarified that they do accept pre-notification contacts in practice (e.g. AT, EE, EL, LV and LT). The specificities/characteristics of this stage depend on each individual case (DK and FI). A few competition authorities underlined that pre-notification occurs in very limited circumstances (AT, DE and PL), e.g. cases which *prima facie* raise serious competition concerns (AT, DE and PL).

Provided that the parties engage a pre-notification contact, the absence of regulation at this stage entails that NCAs enjoy a wide discretion, and may provide informal and non-binding answers to the parties' questions (NL and ES). Some NCAs further underlined they are under no obligation to comply with the parties' request of a meeting in these cases (NL). There is no mandatory pre-notification in any Member State, and in most Member States there is no expectation that pre-notification contacts take place. Therefore, the merging parties enjoy wide discretion whether to use this instrument.

The issues most frequently discussed in the pre-notification stage are jurisdictional, primarily linked to the interpretation of the Competition Act and the obligation to notify (CZ, EL, NL, PL, PT and SE), or procedural, including whether to use a standard notification form or a short form, and the information required (BG and MT). Some NCAs also mentioned substantive issues as a focus of the pre-notification contacts: in fact, pre-notification may also allow to discuss the contents of the draft notification or the methodology of an *ad hoc* economic study intended to be submitted together with the notification (FR), to ensure that notifications are complete at the time of an actual submission (e.g. BG, CZ, LT, PT and UK). Therefore, parties have the possibility to submit a draft notification form (CZ, DK, ES, FR, DE, HU, LV, LT, LI, NL, PT, SE and UK) or can submit a presentation of the operation that describes the parties, the planned operation, the markets concerned, the competitors and the market shares of the parties (e.g. FI, FR, HU and PT).

In the absence of standard notification form, one NCA stressed that the focus of pre-notification discussions as well as the first phase investigation as a whole aims at identifying competition issues or on the contrary, the absence of such (DE). In appropriate cases, the competition authority itself explains what kind of information may be helpful at this stage in order to make a preliminary assessment or in order to prepare the subsequent investigation (DE). Pre-notification is completely flexible in AT. The focus lays on addressing potentially problematic issues, clarifying which information is needed for the notification and - where applicable - if a merger has to be notified at all (PT). Information provided by the parties varies and ranges from draft notifications to simple descriptions of the transaction as well as markets concerned. A waiver from the parties to exchange information with other competition

authorities in the context of multijurisdictional filings may be requested as early as the pre-notification stage (PT).

7 competition authorities (HU, IE, IT, MT, PT, RO and ES) have a “formalised” system, whereby pre-notification procedures are mentioned and to a certain extent regulated in a legal instrument. Pre-notification procedures are typically less cumbersome than the standard notification procedure/form and provide for some degree of flexibility to adjust to the peculiarities of this phase, as time-frame and modalities of the pre-notification stage are commonly agreed by the competition authority and the parties (e.g. HU, IE and IT).

Formalised pre-notification mechanisms often provide a relatively detailed indication of the information that the parties need to provide at this stage (HU, IE, IT and RO), which may include a brief description of the merger (HU, IE, IT and RO), its envisaged impact on competition (HU and IE), the type of control (RO), the markets affected by the transaction (HU, IE and IT), the identification of markets where the parties are active (IE and RO) and their market shares (HU, IT and RO), as well as whether the transaction has been brought to other competition authorities’ attention (IT). In some jurisdiction a written document needs to be supplied to the competition authority for pre-notification purposes (HU, IE and IT).

The pre-notification request generally contains a description of the undertakings and the transaction, a brief description of the affected markets and the position of the parties, as well as the possible impact on competition in these markets, and the indication whether the operation has been or ought to be brought to the attention of the competent authorities in other countries.

B. Alternate forms

15 competition authorities have an **alternate notification form** - short forms (AT, BE, HR, CZ, DK, ES, FI, EL, IT, LV, MT, PT, RO, SK and NO). The eligibility conditions vary in each jurisdiction, but revolve *grosso modo* around some predefined circumstances, whereas no specific conditions are foreseen in a number of jurisdictions.

Eligibility conditions are often linked to the aggregate market share of the merging parties, and include:

- Absence of horizontal or vertical overlaps between the commercial activities of the parties (BE, CZ, DK, EE, ES, EL, HR, LV, PT, RO, SK and NO);
- In case of horizontal overlaps, aggregate market share below a given threshold, which may range between 15% (AT, CZ, DK, EE, EL, ES, HR, HU², LV, PT, NO and SK) and 25% (BE and IT);
- As regards vertical relationships, the relevant threshold triggering short form notification ranges from 15% (LV) to 25% (AT, BE, CZ, DK, EE, EL, HR, HU, PT and NO) or 30% (SK).

² HU uses a 2 in 1 Form: first part (Chapters I-V.) of this is obligatory for all cases; however the second part (chapters VI-VII.: detailed information on markets and competition: rivals, costumers, suppliers, barriers to entry and exit, stucture of cost etc.) only need to be answered in more complicated cases (in which eligibility conditions are met). In HU the distinction between simplified and full proceedings is based on market shares, i.e. 20% in horizontal, and 30% in vertical relations. However, the notification form uses 5% lower (i.e. 15% and 25%) thresholds in order to catch all potentially problematic cases.

In IT, in case of vertically related markets short form notifications are available only where none of the parties will have a post-merger market share exceeding 40%. However, for both horizontal and vertical overlaps short form notifications are always possible when the target's share on the affected markets is below 1%.

In PT and ES, whereas in case of horizontal overlaps the relevant market share ceiling is set at 15%, short form notification is also possible when the aggregate share of parties active on the same market is between 15% and 25% (up to 30% in ES), provided the incremental market share resulting from the notified transaction is below 2%. Moreover, simplified notification is also possible when parties operate on neighbouring markets and their individual or combined market share is below 25%.

In addition to the conditions mentioned above, in AT a standard form notification will be required if the transaction may give rise to the creation or strengthening of a dominant position. It should however be noted that in AT the merger notification form is not obligatory but only recommended in order to facilitate a speedy investigation by the NCA as all information considered necessary is available. Information requirements stipulated in the law are by contrast very limited.

In some Member States, the alternative form is available, *inter alia*, in case of acquisition of joint control over a joint venture which is not (or is only to a small degree) active on the national market (BE, DK, EE, ES³, HR, MT⁴, RO and NO), or if a party acquires sole control over an undertaking which it already controls jointly (BE, CZ, DK, EE, ES, EL, HR, RO, SK and NO).

In FI, mergers which have a negligible impact on the national market qualify for short form notification.

In DE, there is no short form. This is due to the extremely limited information requirements of notifications in general. The use of notification forms is neither mandatory nor usual. The limited info requirements are clearly set out in the German Competition Act and are the same for simple as well as for complex cases. Information requirements are generally limited to what is absolutely necessary. One could say that every notification is basically a "short form notification". In addition, the German system is very flexible, in particular in cases that clearly do not raise any competition issues.

Finally, in the UK, if there is no (material) overlap between the parties' activities (nor any non-horizontal concern), there is no need to notify a merger which meets the jurisdictional thresholds: this voluntary approach obviates the need for a '*short-form*' notification.

C. Information waivers

Merging parties may sometimes request that the notification is regarded as complete even though some of the information specified in the notification form has not been supplied.

Indeed, in several Member States any requirements contained in the notification form (or in the competition act: DE) can be **waived** by the competition authorities (or the competition

³ In ES, the joint venture should not be or expect to be active on the Spanish territory unless the estimated turnover is below six millions euros.

⁴ In MT, the joint venture is supposed to have a marginal impact on the national territory if: a) the national turnover of the joint venture and/or of the activities conferred thereto is less than 698,812.02 euros and b) the total value of transferred assets is less than 698,812.02 euros.

prosecutor: BE), if such information is not considered necessary for the competitive assessment of the transaction (AT, CZ⁵, DE, DK, EE, ES, EL, HR, HU, IE, LV, LT, MT, NL, PL, PT⁶, RO, SI, SK, UK and NO). In FI, waivers can be granted in the context of pre-notification contacts. The IE competition authority, in pre-notification stage, may give conditional approval for specific sections of the form: for instance, where there is no overlap between the parties' activities, it is usual practice to request an exemption from completing the section which requires a description of the conditions of competition in relation to markets where there is a horizontal or vertical overlap.

Moreover, some competition authorities may waive any information which the parties are unable to provide, due to objective reasons (AT, BG, EL, DE, IT, LV, LT, MT, PL and SK). If such information is however necessary for the merger assessment, the LV competition authority may allow the parties to submit the relevant documents at a later stage, and will tolerate slight inaccuracies regarding relevant markets and market shares. In such cases, the BG competition authority requires estimate of the relevant data together with the sources on which it has been based.

A more detailed definition of information which can be waived is provided by FR and PT. In FR, firms that carry out a significant number of notifiable mergers each year can provide a summary containing the general information that is likely to be repeated in all the notifications of the coming year; moreover, when the merger is notifiable exclusively on the basis of the specific "retail" thresholds, the definition of the upstream supply markets and the assessment of the market shares of the buyer and of the target thereon can be omitted; finally, when the buyer is not present in the same markets where the target(s) operate(s), or in upstream, downstream or related markets, if the delimitation of the relevant markets concerned is sufficiently obvious such as to imply the absence of any overlap or of vertical and related links between these markets or when the merger is notified solely on the basis of specific "retail" thresholds and does not result in a change in the stores' trade names, reduced financial information may be provided and market definition/market share, as well as information on "significant contractual links" with third parties can be omitted.

In PT, the following can be waived: a) in the description of the concentration, any financial or other support received by the parties for the implementation of the operation, as well as analyses, reports, studies or other documents; b) in the control structure, members of the governing bodies of undertakings where the merging parties have minority shareholdings; c) in the affected markets, the amounts and values, in import and exports, for product/services involved in the last 3 years, the transport cost, the production capacity and utilization, the development of prices, the importance of public procurement, the need for heavy investments, R&D and market development stages; d) any information on supply and demand structure; e) information on efficiency gains.

In CY, no information requirement envisaged in the notification form can be waived.

As far as the procedure for information waivers is concerned, most jurisdiction have no specific rules (AT, BG, CZ, EE, ES, HR, HU, IE, IT, LV, NL, PT SE, SI and NO). However, parties

⁵ In CZ, explicit mention is made to the possibility of releasing the parties from their obligation to produce translated versions of some documents.

⁶ In PT, without prejudice of requesting it in a latter stage of the procedure if it is considered necessary for the assesment of the merger.

are often either encouraged (DE, IT, LV and MT) or required (DK, EL, LT and SK) to motivate their request for a waiver.

AT, BG and DE may waive information requirements on a case-by-case basis. Since there is either no notification form (DE) or the notification form is not obligatory but only recommended, waivers are therefore very flexible if they do not concern the very limited information requirements stipulated in the law. In DE, waivers are typically granted informally. Because the focus is not on ensuring that notifications are complete, but on identifying competition issues, in most cases there is no formal decision on waivers.

By contrast, in FR waivers are only available when the conditions set out *ex ante* are met. In PL, the undertakings applying for a waiver must prove that they took appropriate steps and due care to secure the relevant information and documents. They should provide estimates and – if they are able to acquire the information and the documents at a later stage – they must inform the competition authority.

Waivers are sometimes granted in the context of pre-notification discussions (FI, HU, SE and UK). The SE competition authority normally replies to a waiver request formulated in this phase within 1-2 days.

D. Specific information within forms

More detailed information appears to be required in relation to markets which may be affected by the transaction⁷.

In several Member States, this additional information concerns specific sections of the form which need to be completed (AT, BE, CZ, FI, FR, HU, LT, MT, PL, SI and NO). For instance, in CZ this limitation applies to information concerning total size of the market, market shares of the undertakings concerned, structure of supply and demand, market entry R&D, cooperative agreements and associations of undertakings. In HU, if there are no affected markets there is no need to provide customers and suppliers lists, detailed market description, expected post-merger changes and estimates of competitors' market shares.

Other Member States require more detailed information in the same sections of the notification form (AT, BG, DK, HR, LV, NL, SE and UK), such as market shares and market information in LV or market definition, market participants and their contact details in NL. In DE the competition act requires market shares figures only if they exceed 20 %. In practice, market shares figures are only requested by the competition authority in relation to markets on which the transaction may have an impact. If this is the case parties usually provide market share figures also below 20 %. In SE different sets of information are required for potentially affected markets and “concerned” markets. In SI, data on controlled undertakings must only be submitted if they are active on affected markets.

In PT, some sections of the form have to be filled in only if the notification concerns a joint venture.

Other specific information requirements within the forms are peculiar to individual countries. In DE, the competition act requires to include the identification of an individual on the national territory who is authorised to accept service of legal documents, when merging parties have no registered seat in Germany . In other countries, they include any competition restraints

⁷ The notion of “*affected markets*” is defined below in part IV.A.1.

ancillary to the transactions (IT); indication as to whether the company is part of a group, or is a financial institution, or whether the notification relates to a joint venture (AT and NL); conversion into euros of any figures expressed in foreign currencies (IT).

Other specific information requirements apply to mergers in some economic sectors: they include film distribution (IT)⁸, media (AT⁹, EL) and healthcare providers (NL).

Finally, there are some optional specific information requirements, such as information on efficiency gains (EL and UK) and countervailing buyer power (UK).

E. Additional information requests

In most Member States, if it is necessary for the assessment of a particular merger, the competition authority (AT, BG, CZ, DE, DK, EE, ES, FI, FR, EL, HR, HU, IE; IT, LT, LV, MT, NL, PL, PT, RO, SE, SK, SI, UK and NO) or the Competition Prosecutor (BE) can request information exceeding the scope provided in the forms: this might happen before initiating a procedure or during the investigation (e.g. BG, FI, FR, HR and LV), because the competition authority considers that more data or documents are necessary (CZ, DK, HU), such as in the event of new markets not dealt with in the past (SK). This is usually done by written notice, which sets a specific deadline to provide the information required (IE, HU, LV and PT), unless a deadline is provided for in the law (10 days in ES, although this term can be modified if necessary). Failure to comply with such a notice can lead – in some instances – to a delay in the statutory timetable (EE and PT) and to penalties (PT).

Finally, in some cases the competition authority explicitly reserves the right to require a full notification (e.g. CZ, CY, EE, HR and LV).

⁸ In Italy, any merger or acquisition must be notified, as a result of which “*in any one of the 12 main towns within film distribution zones, an undertaking would hold, directly or indirectly, a market share larger than 25% of the turnover from film distribution and, simultaneously, more than 25% of the operating movie theatres*”.

⁹ The AT Cartel Act includes special provisions for media mergers. A merger could also be prohibited if it impedes media plurality. In order to be able to investigate this aspect, additional information is asked for in the notification form.

II. The description of the transaction

Specific information about the transaction has to be provided in cases that meet certain criteria as identified in the previous chapter on procedural steps for merger notifications.

A. Documents bringing about the merger

In the vast majority of European jurisdictions (26 replies¹⁰), the notification of a merger entails the transmission to competition authorities of a copy of all documents and agreements concerning the relevant transaction, including a copy of the offer in case of public takeover bids.

In DE, such information is not part of the mandatory content of a notification. It is only required later on during the investigation in the limited number of cases in which it is necessary for the assessment. This approach limits the administrative burden placed on companies and also helps to limit the resources that the competition authority uses in a standard first phase investigation.

3 respondents (LT, LV and SI) clarified that these copies need to be certified. HR explained that the original or a certified copy of the document bringing about the merger needs to be submitted, or a certified translation if the original text of the document bringing about the merger is not written in Croatian."

B. Legal and financial aspects of the transaction

All jurisdictions require that the notifying parties provide information concerning some legal and financial aspects of the merger. While some of these information requirements are common to several Member States, others appear to have a more limited reach.

The **nature/description of the transaction** has been quoted in 26 replies¹¹, sometimes coupled with a brief explanation of its economic and financial structure (e.g. BE, EE, FI, EL, HR, MT, PT, SI).

Several competition authorities also mentioned the **structure of ownership and control** resulting from the notified merger (21 replies)¹².

Other information requirements are relatively less common. 17 competition authorities require the parties to indicate the **expected date of relevant events** in the completion of the transaction (a merger timeline: BE, BG, HR, CY, DK, EE, FI, LV, LT, MT, PL, PT, RO, SK, SI, SE and UK). 11 respondents highlighted the need to disclose **any financial support** received by merging undertakings¹³: in 3 cases, however, such information requirement is limited to public funds (CZ, PL and ES).

¹⁰ In EL, such information is also not required. As regards AT, in general the transmission of a copy of documents bringing about the merger is not required, but the AT competition authority can request these documents, if needed..

¹¹ In FR the parties are required to provide "a presentation of the legal and financial aspects of the transaction". In DE, the parties need to identify the "type of concentration". This involves very basic information about how ownership/control is altered by the transaction.

¹² The exceptions are BG, FR, DE (see above fn 9), SK and NO.

¹³ BE, CY, CZ, ES, HR, MT, PL, PT, RO, SK, SI.

10 replies refer to the **value of the transaction** (BE, DK, EE, FR, EL, HR, RO, SK, SI and SE). An identification of the **economic sectors concerned** by the notified merger is required by 9 competition authorities, i.e. BE, EE, ES, DK (making reference to the NACE codes), HR, IE, MT, RO and SI.

Other information requirements appear more country-specific. They include references to structural changes in the affected groups brought about by the transaction, potential investors and parties that expressed an interest, the process and the considerations underpinning the selection of the parties to the transaction, and the form of initiation of the concentration process (HU), as well as details on consideration (ES, IE and UK), description of the business activities affected (AT, EE and FI) conditions which the implementation of the mergers is subject to (BG, EL and IT).

C. Other information requirements

22 competition authorities require the notifying parties to illustrate the **strategic and economic rationale** for the transaction.

Merger notification will include information on **ancillary restraints** in 14 Member States (AT, CY, CZ, EE, FI, HU, IE, IT, LV, MT, NL, PT, SI and ES). In some cases, however, notification of ancillary restraints is optional (e.g. FI).

In 21 jurisdictions the merging parties are required to state whether the merger is subject to **notification in other Member States**, namely AT, BG, CY, DK, EE, FI, FR, HR, HU, IE, LT, NL, PL, PT¹⁴, RO, SK, SI, ES, SE, UK and NO¹⁵. In DE, parties are encouraged (in an information leaflet) to identify other jurisdictions where the merger has been notified, or is intended to be notified, while there is no obligation to do so. In CZ, parties are not required to state in which other Member States the merger is subject to notification, but usually they identify these other Member States. While some competition authorities require that parties provide a waiver to exchange information with other competition authorities in Member States where the merger is subject to notification (e.g. IT), in other jurisdictions such waiver is only optional (e.g. PT and UK).

Proof of **power of attorney** to represent the merging parties is requested, according to national law rules, in 21 jurisdictions (BE, BG, CY, CZ, EE, ES, FI, FR, HR, HU, IT, LV, LT, MT, NL, PL, PT, RO, SK, SI and UK) and may be requested by SE on an ad hoc basis. In AT, the notification form does not ask for the proof of the power of attorney explicitly and in principle it is sufficient that a lawyer claims to have a mandate.

25 respondents¹⁶ confirmed that **supporting documents** prepared in the context of the transaction need to be attached to the notification. These documents may be broadly classified in two categories: 1) internal documents relating to the preparation of the transaction, such as board meetings' minutes, and 2) reports, market studies and analyses carried out in relation to the notified merger. This information requirement is sometimes subject to the conditions that there is at least one affected market (e.g. IT, MT and SE) or that there is an overlap in the merging parties' activities (IE).

¹⁴ PT requires to identify in which jurisdiction the operation is subject to notification.

¹⁵ FR, PL, SK and IE also require the indication of timing of other notifications.

¹⁶ These jurisdictions are BE, BG, HR, CY, CZ, DK, EE, FI, FR, EL, HU, IE, IT, LT, MT, NL, PL, PT, RO, SK, SI, ES, SE, UK and NO.

In AT, reports, market studies and analyses that support the market definition of the parties need to be attached. Supporting documents prepared in the context of the transaction are not requested upfront but might be asked for in individual cases.

Finally, a short non-confidential **summary of the transaction** is required for publication in 18 jurisdictions (AT, BE, BG, DK, EE, FR, EL, HR, HU, IE, IT, LT, PL, PT, RO, SK, SE, and NO), with some CAs explicitly limiting its length to 500 words (BE, DK, HU, LT and SE) or 2 pages (HR). In FI, a short non-confidential summary of the transaction for publication is not required, but such a summary is directly prepared by the FI competition authority based on the non-confidential information contained in the notification form. In DK and PT, a non-confidential version of the notification is also required.

III. The description of the parties

A. Accounts and annual reports

In a vast majority of jurisdictions (22 replies¹⁷) a copy of the most recent **annual report and financial statements** of the undertakings concerned must be attached to the merger notification. A few competition authorities require such documents covering a longer period like in the case of IT, LT, SI and PT¹⁸ in which it is necessary to provide annual reports and accounts for the last 3 years of all the parties, or in PL where it is necessary to provide annual reports and accounts for the last 2 years.

In some cases, notification forms specify that consolidated financial statements must also be produced, if available (e.g. BG, CZ, FR, PL and PT). In the case of FI the latest annual report must concern each party and each entity or foundation part of the same group of companies involved. In SK the parties may indicate where reports and financial statements are available and accessible.

The DK competition authority must additionally be provided with relevant documents whenever the undertakings concerned have been sold or acquired after the conclusion of the last reported financial year, while in the UK both the acquirer and the target should deliver the last set of monthly management accounts.

B. Previous ownership and control

23 respondents¹⁹ highlighted that the notifying parties are required to provide **a list of all undertakings belonging to the same economic group**, including those controlling the parties directly or indirectly, as well as undertakings controlled by the parties or their parents which are active in the same affected markets. In other jurisdictions (HR, IT and SE) this requirement appears to be limited to undertakings who have direct or indirect control links with the undertakings concerned (i.e. controlling and controlled undertakings), whilst in others it may extend to all undertakings in the group, irrespective of whether they are active in the affected markets (IE and PT).

In AT, all companies that are linked according to the legal definitions have to be listed. This also includes companies where at least 50% of the management or of the supervisory board/board of directors is identical.

11 competition authorities²⁰ also require an illustration of the **ownership and control structure** of the undertakings concerned prior to the merger²¹, while in 11 jurisdictions (BE, CY, DK, FI, EL, MT, NL, PT, SI, ES and SE) parties are called to specify the nature and means of control for each connected undertaking in the same economic group, which are active in the same affected markets.

In the UK, the description of the merging parties should include their ultimate ownership and identify any natural or legal persons who directly or indirectly control them or has material influence thereon. In NO, the illustration of the parties' organizational structure encompasses

¹⁷ AT, BE, BG, CY, CZ, DK, EE, ES, FI, FR, EL, HR, HU, IE, LV, MT, NL, PL, PT, RO, SE, UK and NO.

¹⁸ In PT, not required in simplified/short notification form.

¹⁹ AT, BE, BG, CY, CZ, DE, DK, EE, ES, FI, FR, EL, HR, HU, LV, LT, MT, NL, PL, RO, SE, SK and SI.

²⁰ AT, CZ, EE, FI, HU, IE, IT, LT, PT, RO and SK.

²¹ For information requirements concerning the post-merger ownership and control structure, please refer to the previous section of this report.

the identification of undertakings belonging to the same corporate group. In PT the merging parties should name the members of their managing bodies, and produce the articles of association of the acquirer and the target.

In BG, information concerning ownership and control has to be presented in the form of organizational charts reflecting the situation prior to and after the concentration, indicating the respective shareholder interest.

C. Economic and financial information - Turnover data

Most replies (26)²² underlined the need to provide the competition authority with **turnover data** of the merging parties. In 21 cases, it is sufficient to indicate the turnover in the last financial year (AT, BE, BG, CY, CZ, DE, DK, EE, FI, EL, HR, HU, IE, LV, LT, NL, PL, PT²³, SK, SI, ES and NO), whilst some jurisdictions require turnover figures for the last 3 years (IT, FR, PT and RO).

All these 26 replies state that national turnover data is required for the notification, while worldwide turnover figures are required in 22 Member States²⁴, EU-wide turnover in 9²⁵, EEA-wide turnover in PT and EFTA-wide turnover is necessary in BG. In some Member States, the parties must provide turnover figures for each EU countries (BG, CZ) and EFTA countries (BG). In FR and PT it is required such information covering a period of the last 3 years.

Other information requirements concerning turnover are specific to individual jurisdictions. In IT, the parties must indicate the turnover resulting from internal sales (i.e. sales to subsidiaries and parent companies).

CZ requires national and worldwide turnover figures to be broken down with a view to eliciting: a) the turnover of the undertakings concerned; b) the turnover of the entity which will control the undertakings concerned post-merger; c) the turnover of each of the entities controlled by the undertakings concerned; d) the turnover of each of the entities controlled by the entity which will control the undertakings concerned post-merger and e) the turnover of each of the entities jointly controlled by entities in a) to d). However, such a break-down turnover figures is not required with regard to turnover achieved by the parties in individual EU countries.

RO requests a break-down of turnover figures according to categories of activities and products.

In CY, the parties are required to provide details concerning the level of profits after taxes for all undertakings concerned, as well as the number of their employees within CY and abroad.

Finally, in FI, information about public financial support received for the ordinary activities of each party to the concentration is necessary and whenever the turnover figures have been adjusted to reflect accounting periods different than one year, as well as the sale, acquisition or suspension of business operations, account must be given of the grounds of such adjustment.

²² AT, BE, BG, CY, CZ, DK, EE, ES, FI, FR, DE, EL, HR, HU, IE, IT, LV, LT, MT, NL, PL, PT, RO, SK, SI and NO.

²³ In PT, this applies only for the simplified/ short notification form.

²⁴ AT, BE, BG, CY, CZ, DK, DE, EE, ES, FI, FR, EL, HR, HU, IE, IT, LV, NL, PL, PT, RO and SK.

²⁵ AT, BE, DK, DE, ES, FR, HU, IT and RO.

D. Previous operations

9 respondents²⁶ stated that the merging parties are required to **disclose all acquisitions** of undertakings operating in affected markets made by entities belonging to their economic groups in the last 3 years. In some jurisdictions (EE, FI and PL) the relevant period is only 2 years, or not specified (PT).

In PT, information on previous operations must be provided insofar as those operations are related to the notified transaction and/or may be relevant for its assessment.

In some Member States, this information requirements extend to all acquisitions (in the last 3 years for ES, FR and MT; 2 years for PL), while in other Member States it applies to any **acquisition** in undertakings active in affected markets, which occurred in the last 3 years (AT, BE, LT and PT).

In SK, only mergers involving the parties or other entities belonging to the same group and affecting the national territory, which occurred in the last 3 years, should be described in the notification form.

In the UK, the parties are required to submit brief details of any transactions undertaken by the merging parties in the last 2 years, which involve products or services in any of the candidate markets.

In HU, for the purpose of assessing the turnover thresholds, the parties are called to identify any mergers between the purchaser's and the seller's groups which took place in the last 2 years and were not subject to the CA's review. (similar to the second subparagraph of Article 5(2) of Regulation 139/2004) . Besides the rule above, in HU the parties need to describe any closed or ongoing proceedings of competition authorities, conducted in the last 2 years before the concentration, involving the direct participants

E. Financial and personal links

Most jurisdictions mandate that the merging parties provide information about **financial interests short of control** they might have in other undertakings active in the markets affected by the transaction²⁷.

17 competition authorities require that the notification include a list of all entities in which the undertakings concerned or the economic group they belong to individually or jointly have 10% or more of voting rights, issued share capital and other securities²⁸. In PT, all financial interests below the 50% threshold must be disclosed in the notification form.

In IE, the competition authority must be informed of any shareholdings of more than 10% held by the undertakings concerned in a competitor or potential competitor. A potential competitor is defined as an undertaking that operates upstream or downstream in an area of overlap, or plans to enter the area of overlap or has developed or pursued such plans in the past 2 years.

In FR, all financial interests held by the undertakings concerned the groups to which they belong and their shareholders in other companies should be listed in the notification form, if

²⁶ AT, BG CZ, DK, EL, IT, NL, RO, SI and SE.

²⁷ BE, BG, CY, CZ, DK, EE, EL, ES, FI, FR, HR, HU, IE, IT, LT, LV, MT, NL, PT, RO, SE, SI, and SK.

²⁸ BE, CY, CZ, DK, EE, ES, FI, EL, HR, IT, LT, MT, NL, RO, SK, SI and SE. In IT, the threshold is 5% for listed companies.

such participations confer directly or indirectly a blocking minority or allow appointing at least one member of the board of directors.

In HU, the parties are required to describe their interests in independent entities with reference, *inter alia*, to percentage of ownership, controlling rights, rights to appoint elect or remove managers and ability to influence the decisions of such entities.

Finally, in NO the notifying parties should provide an overview of their interests outside the group, but within the business area affected by the concentration.

Disclosure of **personal links** between the merging parties or the economic groups they belong to and other undertakings operating on the affected markets is also required in 19 jurisdictions²⁹. In particular, the notifying entities have to identify the members of managing and/or supervisory bodies of undertakings belonging to their economic groups, who hold managing positions in independent entities active in the affected markets.

However, there is no perfect overlap as to the offices triggering the disclosure requirement, with jurisdictions referring to board of directors (CY, DK, EL, MT, RO, SK and SI), board of management (CZ, DK, ES, IT, HR, LT, SK, SI and SE), managing bodies (BG, LT and RO), directing bodies (EE), executive bodies (BE), governing bodies (FI, EL and PT), operative management (FI and EL), supervisory bodies (BE, CZ, ES, EL, HR, LT, MT, SK and SI) or any other body legally representing the undertaking (SI).

In HU, personal overlaps (including the same person holding executive official positions in more than one entity) are reported to the competition authority in the context of the description of existing links between the merging parties and any other independent undertaking.

²⁹ BE, BG, CY, CZ, DK, EE, ES, FI, EL, HR, IT, LT, LV, MT, PT, RO, SK, SI and SE.

IV. The description of the markets

A. Market data

1. *Affected markets*

In a significant number of jurisdictions (25 entries), market data collected at the merger notification stage concern the various markets which are affected by the transaction at stake³⁰.

However, the **criteria used to identify markets which are worth looking into** are rather diverse. Most Member States (17 respondents) require merging parties to submit data relating to horizontally affected market (i.e. where the combined market share of the merging parties exceed a certain threshold) and vertically affected markets (i.e. vertically connected markets where the combined market share of the merging parties exceed a certain threshold).

The relevant threshold for horizontally affected markets is often 15% (AT, CY, CZ, DK, EE, ES, FI, HR, HU, IT, MT, NL, RO, SK and SI), whereas it is 20% in LT and PL and 25% in BE and FR. In BG and IE, any horizontal overlap is sufficient to trigger information requirements.

The relevant threshold for vertically affected markets is often set at 25% (AT, BE, CZ, CY, DK, EE, ES, FR, HR, HU, IT, MT, RO and SI), while it is 20% in FI and NL and 30% in LT, PL and SK. Once again, in BG and IE any vertical overlap is sufficient to trigger information requirements.

In several Member States, affected markets may also include other related markets where the merger may lead to conglomerate effects (EE, FR, FI and HU), to the creation or strengthening of a dominant position (AT and BG) or have a significant impact (BE, DK and HR³¹).

The notification forms sometimes exemplify when a market may be considered potentially affected by the merger or when a significant impact is likely to occur. In particular, mergers with potential competitors or with undertakings holding important IP rights are considered relevant when the market share of the other party exceeds 25% in DK and SI and 30% in LT and SK. The same applies to mergers in closely related markets (ES, DK, LT and SK) or directly related markets where the individual or joint market share of the merging entities exceeds 25% (EE). Finally, in IT data must be supplied about all markets where the acquired entity has a market share above 25%, irrespective of any horizontal overlaps or vertical links.

In LT and AT, some information concerning the business activities and the market shares of the parties is also collected for non-affected markets. In ES, if the merger has been notified because of the companies' market share, even if there are no affected markets, the information about market size and market share is required.

It is worth noting that Member States refer to the notion of affected markets by using a vast range of terminologies which do not necessarily have the same meaning from a jurisdiction to another. This includes references to “potentially affected markets”, “neighbouring markets”, “related markets”, “closely related markets”, “influenced markets” or “relevant markets”.

³⁰ AT, BE, BG, CY, CZ, DK, EE, EL, ES, FI, FR, HR, HU, IR, IT, LT, LV, MT, NL, PL, PT, RO, SK, SI, SE and NO. Only IE and UK appear to make no reference to the notion of affected markets in the merger review regimes. In DE, only market share data (and the basis for its calculation) must be provided, and only if market shares reach at least 20 percent.

³¹ For those markets, information need to be provided only upon request of the HR CA.

2. Market shares and other market information

25 respondents underlined that parties are required to provide information about **market shares**³². Market shares need to be calculated in value and volume³³. In most cases, data on market shares must be provided for the last 3 years (AT, BE, CZ, DK, EE, ES, FI, HR, HU, IT, LV, LT, MT, PT, RO, SK, SI and SE), with the exception of PL and UK (2 years), EL (5 years), DE (1 year) and BG (1 year; 2 years if the merger may create or strengthen a dominant position). FR, IE, NL and NO do not specify the relevant time period for the collection of market shares data. In DK, FI and EL whenever the merging parties plan to launch new product or to expand in the affected markets, they are required to provide an estimate of the development of their market share over the following 3 years³⁴.

Information concerning the **total size of markets** in value and volume needs to be supplied in 23 jurisdictions (AT, BE, BG, CY, CZ, DK, EE, ES, FI, FR, EL, HR, HU, IT, LV, LT, MT, NL, PL, PT, RO, SK and SE)³⁵. The relevant data must also usually be provided for the last 3 years (5 years for EL; 2 years in PL, in BG 1 year or 2 years if the merger may create or strengthen a dominant position; CY does not indicate any time frame). When the relevant geographic market is different than national in scope, ES, IT, CZ, PL and PT also require data at national level concerning the size of the market.

In EE, FI and PT, merging parties are called to estimate the potential future development of market size (such prognostic exercise is limited to the following 3 years in FI and PT).

18 replies mention data concerning the **total sales of the parties** in value and volume terms (AT, BE, BG, CZ, DK, EE, FI, EL, HR, IT, LT, MT, PL, PT, RO, SK, SI and SE). Once again, this information is normally required for the three last financial years (2 years in PL; 5 years in EL; in BG 1 year or 2 years if the merger may create or strengthen a dominant position; CY and NO do not indicate any time frame). When the relevant geographic market is different than national in scope, IT, CZ, PL and PT also require data at national level concerning the sales of the merging parties.

A number of jurisdiction also require information on the total value, volume and source of **imports** (CY, CZ, DK, EE, FI, EL, HR, IT, LT, LV, MT, PL, PT, RO, SK, SI and SE), at times identifying the proportion of such imports which derives from the parties and the economic group they belong to (CY, CZ, DK, EE, HR, LT, MT, PL and RO) or breaking down the relevant data according to the country of origin or destination (CY, EE, FI, EL and SI).

In CZ and PT, the parties are called to estimate the extent to which markets are affected by transportation costs or other non-tariff barriers. SK requires the parties to provide a comparison of price levels for products in the affected markets in neighbouring countries³⁶.

³² CY and UK are exceptions.

³³ DE is an exception as it does not specify how market shares are calculated. This depends on what is appropriate with regard to the markets concerned. However, information on which basis market shares are calculated has to be provided

³⁴ 3 to 5 years in FI and EL.

³⁵ Since DE requires information about the basis on which market shares are calculated, information about market sizes are typically also provided

³⁶ The same information is requested by other NCAs in the context of the structure of supply – see below paragraph IV.L.

Finally, some jurisdictions mandate that the data and/or estimates supplied by the parties be supported by the grounds and sources of calculation they are based upon (DE, FI, EE, EL, LT, PT, RO and NO).

B. Information on Competitors

All but one respondent require the merging parties to provide some information on the **market shares of competitors**. In DE, such information is not formally required but typically provided for on a voluntary basis.

In some jurisdictions the notifying entities must identify competitors holding a market share of at least 5% and provide estimates of their market shares (AT, BE, DK, EE, ES, EL, HR, LT, RO, SK and SI). Competitors' market share data need to be supplied for the last 3 years in AT, BE, ES, HR, LT, RO, SK and SI, and for 5 years in EL. DK, and EE do not indicate any relevant time frame. In DK, it is necessary to identify at least 5 competitors (even if some of them do not meet the 5% threshold).

In other Member States, the competitors' market share threshold triggering information requirements is set at 10%: CZ, IT, LV, MT, NL and PL. Competitors' market share data need to be supplied for the last 3 years in CZ, IT and LV, and for 2 years in PL, NL and MT do not indicate any relevant time frame. In IT and PT, only the 5 largest competitors need to be identified. When the relevant geographic market is different than national in scope, PL also requires data at national level concerning the competitors' market shares.

8 respondents (BG, FI, IE, IT, NL, PT, SE and NO) highlighted that merging parties need to provide market share data concerning the 5 largest/main competitors (in the case of IE, both nationally and worldwide). Such data should cover the last 3 years in FI, IT, PT and SE, and 1 year in BG, while IE, NO and NL do not indicate the relevant time frame. The 10 main competitors should be identified in the UK, providing their contact details and an estimate of their market shares.

Other information requirements concerning competitors appear to be country-specific. Market shares of all main competitors should be supplied in HU³⁷ (3 years) and FR (no time frame), while in CY all competitors' market shares need to be estimated. For information on market entry and exit refer to section IV.E.

Finally, IT requires information on the ownership and control structure of competitors, while in IE notifications must include an estimate of the national turnover of competitors in the affected markets.

C. Information on Customers

In all but one jurisdiction (DE), merger notification must include information concerning the parties' main customers and suppliers.

21 competition authorities require the identification of the 5 **most important/largest customers** (AT, BE, BG, CY, CZ, DK, EE, FI, EL, HR, IE, IT, LV, LT, MT, NL, RO, SK, SI, SE and NO).

³⁷ However, as stated above, in HU the second part of the notification form containing such questions need to be answered if the horizontal or vertical overlap between the parties' activities exceeds 15% or 25% respectively. Same goes to all detailed information on relevant markets and conditions of competition (etc. information on costumers, suppliers, barriers to entry and exit, switching, structure of cost).

In 3 cases the requirement extends to the 10 most important customers (HU, PT and UK), and in 1 jurisdiction to the minimum is 3 customers (PL). Finally, FR and ES request information concerning “main” customers, without mentioning any specific numbers.

Identification of main customers is usually required for the last year (23 entries), but the relevant time frame is sometimes 2 years (HU and PL) or 3 (FI and PT). In IE and PL main customers at national level should also be identified.

When identifying their main customers, the merging parties are often requested to indicate the formers’ individual shares of total sales (BE, BG, CY, CZ, DK, EE, EL, ES, FI, FR, HU, HR, IT, LT, MT, NL, PL, PT, RO, SK, SI, SE and NO). Once again, there are country-specific oscillations concerning the relevant time frame, ranging from 1 year (19 replies) to 2 years (PL) and 3 years (EE, FI, PT and SI).

D. Information on Suppliers

The classification of information requirements concerning the parties’ **main suppliers** follows the same pattern, with minor variations. Identification of the merging parties’ 5 main suppliers is required in 23 jurisdictions (AT, BE, BG, CY, CZ, DK, EE, FI, EL, HU, HR, IE, IT, LV, LT, MT, NL, RO, SK, SI, SE, UK and NO), while the 3 main suppliers need to be identified in PL, and the 10 most important ones in PT. In FR and ES reference is made merely to “main” suppliers.

The relevant time frame concerning information about suppliers is usually 1 year (23 replies) extending to 2 years (HU, PL) or 3 (FI, PT). In IE, also the 5 main suppliers at national level should be identified in the notification.

In 23 jurisdictions, merging parties are required to indicate their suppliers’ individual shares of total sales (BE, BG, CY, CZ, DK, EE, ES, FI, FR, EL, HU, HR, IT, LT, MT, NL, PL, PT, RO, SK, SI, SE and NO), for a period of time ranging from 1 year (19 entries) to 2 years (PL) or 3 years (FI, PT and SI).

E. Information on Cooperation Agreements

Information requirements concerning **co-operation agreements** are mentioned by 23 respondents (AT³⁸, BE, BG, CZ, DK, EE, ES, FI, FR, EL, HR, IE, IT, LT, MT, NL, PL, PT³⁹, RO, SE, SK, SI, UK and NO).

14 jurisdictions require the merging parties to specify to what extent horizontal or vertical cooperation agreements exist in the affected markets (BE, CZ, DK, FI, EL, HR, IT, LT, MT, PL, RO, SK, SI and SE). In HU, agreements which may have a decisive influence on the market operation of the participating undertakings or of other market actors have to be described.

³⁸ While there is no explicit question about cooperation agreements in AT, the current relationship between the parties (buyer, seller) has to be specified if there are affected markets. Furthermore, the demand structure of the market, including the importance of sales agreements, has to be specified for the affected market.

³⁹ In PT, although there is no explicit reference to co-operation agreements, the notification form requires that the merging parties describe and characterize the factors that influence entry and exit in the relevant market(s), namely distribution agreements (exclusive, selective, etc.) or other forms of marketing: duration of the contracts signed between undertakings present in the market. Also where applicable, it requires a description of the channel/networks in existence for the distribution of the products/provisions of the services that are part of the relevant market(s).

In 21 cases, parties are called to provide details concerning the cooperation agreements they are engaged in. However, while in 6 jurisdictions this requirement apparently encompasses all cooperation agreements concluded by the parties in the affected markets (EE, ES, FR, IE, NL and SK), other NCAs only ask information relating to the “most important” cooperation agreements of the parties (BE, BG, CZ, DK, EE, EL, HR, IT, LT, MT, PL, RO, SI, SE and NO). In FR, the parties have to provide a list and a description of all undertakings with which they have significant and long-standing contractual relationships.

Copies of such agreements need only to be submitted in BE, EE, ES, EL and LT.

F. Information on market entry and exit

Most notification forms require merging parties to supply rather detailed information concerning **market entry and exit**, with a view to assessing the existence and relevance of any barriers as well as the ability of potential competition to discipline the commercial behavior of current players. In DE, filing parties are not formally required to provide such information, but tend to volunteer additional information that is necessary to understand market conditions, in particular, with regard to barriers to entry.

Historical data on past entry, including the identification of any significant new entrants, is required in 23 jurisdictions (AT, BE, BG, CY, CZ, DK, EE, ES, FI, EL, HR, HU, IT, LT, MT, PL, PT, RO, SK, SI, SE, UK and NO). The majority of NCAs require such information to cover the 5 years preceding the notification, but such period is shortened to 3 years in EE, ES, FI, HU and NO. In BG, there is no precise indication as to the relevant time frame, as the parties should state whether significant entry occurred “in the last years”. DK, EE, LT, PL and SK also require information on market exit in the relevant period.

An indication of **market shares achieved by undertakings who entered** the market in the relevant time frame needs to be provided in BE, CZ, DK, FI, EL, HR, LT, MT, PL, RO, SK, SI and SE. Furthermore, an analysis of barriers to entry which were met by new entrants (including the parties) is required in 21 jurisdictions (BE, BG, CZ, DK, ES, EL, HR, HU, IT, LT, LV, MT, NL, PL, PT, RO, SE and SI).

In addition to historical references, merging parties are often required to engage in a **prognostic assessment as to whether market entry is likely** to occur in the future (AT, BE, BG, CY, CZ, DK, ES, FI, EL, HR, HU, IT, LT, MT, PL, PT, SE, SK, SI and UK). In most cases, the timeframe in which such entry is expected to happen has to be indicated in the form (BE, BG, CZ, DK, ES, FI, EL, HR, IT, LT, MT, SE, SK and SI). In a few instances, however, only entry which is likely to occur within a specific time needs to be mentioned (2 years in HU, 5 years in CY, sufficiently timely entry in PT and in the UK).

Other common – if not altogether general – information requirements concern the various **factors influencing entry** in the affected markets. Total cost of market entry is quoted in 18 replies (BE, BG, CY, CZ, DK, ES, FI, EL, HR, HU, IT, LT, MT, NL, PT, RO, SE and NO), on par with legal and regulatory barriers - including those created by patents or other intellectual property rights - (BE, BG, CZ, DK, ES, FI, FR, EL, HR, IT, LT, MT, NL, PT, SE, SI and NO).

15 competition authorities require a description of **access to sources of supply / raw material** (BE, BG, CZ, DK, FI, FR, EL, HR, IT, LT, MT, NL, PT, RO and SE), while the

importance of economies of scale is quoted in 12 replies (BE, BG, CZ, DK, FI, EL, HR, IT, LT, MT, NL, PT⁴⁰, RO and SE).

Other information requirements on market entry appear to be country-specific. For instance, an assessment of the importance of research and development needs to be provided in FR, while ES requires the parties to submit a detailed description of entry barriers, including in particular any restrictions on imports and on the creation of a distribution network. In PT the description of factors affecting entry must include references to exclusive and selective distribution agreements as well as the duration of contracts prevailing in the market.

With reference to imports, LT requests data on the value and volume of imports in the affected markets, as well as a description of quotas and other barriers which could affect such imports. In CZ, DK, EE, EL, FI, HR, LT, LV, MT and PT merging parties should provide estimates of the extent to which imports are affected by quotas, tariff and non-tariff barriers and transportation costs. The relevant data should cover a period of 3 years in SE. In LV, the merging parties should indicate the market share of imported goods.

G. Information on Distribution and After Sales Services

Most Member States require information concerning distribution and after sales services (AT, BE, BG, CY, CZ, DK, EE, EL, ES, FI, FR, HR, HU, IT, LT, MT, NL, PL, PT, RO, SE, SI, SK, UK and NO).

In CY, the description of distribution and service networks existing in the market needs to be complemented by a list of all undertakings belonging to the merging groups, which provide distribution or maintenance services to a significant extent.

In CZ, DK, EE, ES, EL, LT, MT, NL, NO, RO and SE the description of distribution and service systems should include an assessment of their significance and/or an indication of whether they are performed by third parties and/or undertakings belonging to the merging groups.

In HU, the parties are required to describe the typical terms of distribution contracts in the affected markets, and explain the relevant regulatory framework governing the manufacture and distributions of the products concerned, as well as any expected change in the pricing and distribution strategy post-merger.

The PT agency asks the merging parties to specify whether they use different distribution or service networks. In SE, the parties need to provide a description of how they produce and distribute the goods concerned, including the organization of production and the distribution network. Finally, in the UK an explanation of the supply chain is required, including distribution channels and underlining any differences between separate geographic areas where the activities of the merging parties overlap.

H. Information on Production Capacity

19 jurisdictions also require data on **production capacity**, most notably an estimate of total production capacity (BG, CZ, DK, FI, FR, IT, LT, NL, PL, PT, SE, SK, SI and NO)

⁴⁰ In PT, if the merging parties consider efficiency gains resulting from the concentration (e.g. cost economies, economies of scale, introduction of new products or improvements in the service or products) relevant to the assessment of the operation, they should provide information describing and demonstrating it.

In BE, EL, ES, MT and RO, parties are required to provide an estimate of total capacity at national level.

In 16 jurisdictions (BE, BG, CZ, DK, ES, FR, EL, IT, LT, MT, NL, PL, RO, SE, SK and SI) it is necessary to specify what share of production capacity can be attributed to each of the parties.

In BE, BG, DK, ES, FI, FR, EL, IT, LT, MT, NL, PL, PT, RO, SE, SK, SI and NO the parties should also specify to what extent available production capacity is already in use. In FR, parties must provide an assessment of production capacity utilization.

Finally, in 10 cases, the parties should identify the location and capacity of their manufacturing facilities (BE, BG, DK, ES, FI, EL, LT, RO, SK and SI)

In BE, BG, CZ, ES, FI, EL, IT, LT, MT, NL, PT, SE, SI and SK, the relevant information should be provided for the last 3 years prior to the transaction. For all other jurisdictions the time frame is 1 year. In BG the data must be provided for the last 2 years whenever the transaction may lead to creating or strengthening a dominant position.

Data on capacity, switching rates and variable profit margins should be provided in the UK only if the combined market share of the merging parties exceeds 15%.

I. Information on Research and Development

18 jurisdictions (BE, CY, CZ, DK, ES, EL, FR, HR, IT, LT, MT, NL, PL, PT, RO, SK, SI and SE) require the parties to elaborate on the **relevance of research and development** vis-à-vis the ability of firms to compete effectively in the affected markets in the long term. In FI, the assessment should be complemented by an estimate of the incidence of R&D on turnover. In EE and NO a mere description of R&D in the affected markets appears to be sufficient.

In BE, CY, CZ, DK, EE, ES, EL, HR, LT, MT, PL, RO, SK, SI and SE, parties are also called to explain the nature of research and development activities they carried out in the affected markets. FR requires an indication of R&D expenses sustained by the merging parties. In CY and ES merging parties must provide an estimate of the costs of such R&D activities as a percentage of their turnover.

Moreover, in CY, DK, EL, HR, MT, PL, RO, SE, SI and SK, parties need to describe the main innovations which are expected to result from the operation. Finally, the parties must state whether they are franchisers or patent holders or participate in know-how agreements in the affected markets.

J. Information on Trade Organisations

Information concerning the presence of **trade organisations** in the affected markets is required in most jurisdictions (except in DE and AT).

Several Member States require the identification of trade associations the parties are member of (BE, BG, CZ, DK⁴¹, EE, ES, FI, EL, FR, HR, IT, LT, MT, PL⁴², PT, RO, SK, SI, SE and NO), and the identification of the most important trade associations to which customers and

⁴¹ In DK, the requirement is phrased slightly differently, as the parties are asked to identify the trade associations of which they “and possibly their competitors” are members.

⁴² In PL, this is limited to associations of undertakings operating on the national territory.

suppliers of the parties belong (BE, BG, CZ, DK, FI, EL, HR, IT, LT⁴³, MT, RO, SK, SI and SE).

In FR, HU, IE, NL and UK, parties shall provide a list and contact details of professional organisations in the affected markets - whether or not they are members thereof). In HU, the requirement is apparently limited to national trade associations.

K. Structure of demand

All but one respondent confirmed that some information concerning the **structure of demand** must be provided when notifying a merger. In DE, such information is not formally required

While there is no complete convergence concerning the nature of the information required from the merging parties, common patterns may be identified, whereby the same sort of elements are considered relevant by a number of competition authorities.

First of all, 23 jurisdictions require information concerning the importance of **consumer preferences**, with specific reference to brand loyalty and/or product range (AT, BE, BG, CZ, DK, EE, ES, FI, FR, EL, HR, HU, IE, IT, LT, MT, NL, PL, PT, RO, SK, SI, SE and NO).

20 replies mention the degree of **customers' concentration** (AT, BE, BG, CZ, DK, ES, FI, FR, EL, HR, IT, LT, MT, NL, PL, PT, RO, SK, SI and SE), as well as the **segmentation of demand** in different groups (BE, BG, CY, CZ, DK, EE, ES, FI, EL, HR, IT, LT, MT, NL, PL, RO, SE, SI and UK) and 20 jurisdiction require indication about the **development stage of the market** (AT, BE, BG, CZ, DK, EE, ES, EL, HR, IE, IT, LT, MT, PL, PT, RO, SE, SI, SK and NO), i.e. whether the market is in its infancy, the take-off phase, maturity or decline. In some instances, this sort of analysis may be supplemented by a forecast of the growth rate of demand (for instance, in SE).

18 competition authorities require the parties to indicate the **importance of distribution contracts** in the affected markets (AT, BG⁴⁴, CZ, DK, EE, ES, EL, HR, IT, MT, PL, RO, SI, SE and NO), while information concerning the relevance of **switching costs** needs to be provided in 17 jurisdictions (BE, BG, DK, EE, ES, FI, EL, HR, HU, IE, LT, PT, RO, SE, SK, SI and NO).

Other relatively common information requirements concerning the structure of demand include the degree and significance of **product differentiation**, which is required by 12 NCAs (BE, BG, DK, ES, EL, HR, IE, LT, SI, SE, UK and NO), and the **share of demand which is expressed by public bodies**, that was mentioned in 14 replies (BE, CY, CZ, EE, FI, FR, EL, HR, IT, MT, PL, PT, RO and SI).

Finally, a number of information requirements appear specific to individual countries a forecast of the growth rate of demand (ES, IT and LT)⁴⁵; the ways customers purchase the product (SK) and buyer power (NO).

⁴³ In LT, this is limited to customer association to which consumers of the parties belong.

⁴⁴ In BG, such information need to be provided for the last two years whenever the transaction may lead to the creation or strengthening of a dominant position.

⁴⁵ In some jurisdictions, a forecast on the demand's growth rate is required from merging parties in the context of information about market entry and exit – see above.

L. Structure of supply

Information concerning the **structure of supply** is collected in the context of merger notifications by the vast majority of competition authorities (AT, BG, CY, CZ, DK, EE, ES, FI, FR, EL, HR, HU, IE, IT, LT, LV, MT, NL, PL, PT, RO, SE, SI, SK and UK).

The relevant information typically include a description of **distribution channels and customer service networks** (AT, CZ, EE, HR, IT, LT, NL, PL, PT, RO, SK and SI)⁴⁶, as well as the **nature and extent of vertical integration**, which is mentioned by 10 respondents (BG, CZ, DK, HR, LT, MT, NL, RO, SE, SI, SK and UK).

Otherwise, the landscape of information requirements concerning the structure of supply appears rather scattered. In BG, merging parties are required to describe their business relations with suppliers and explain to what extent they are expected to be altered as a result of the transaction. The CY agency asks the parties to identify possible segmentation of suppliers in different groups and indicate to what extent public authorities are suppliers of the undertakings concerned. In FI, notification requirements include the degree of suppliers' concentration, as well as the stage of market development and the estimated development of supply over the following 3 years.

An analysis of price levels prevailing in neighbouring countries is required in FI, CZ and NL. In DK, FI and SE parties must indicate whether in the 3 years⁴⁷ following the transaction they intend to launch new products in the affected markets, or expand production or sales capacity⁴⁸, or engage subcontractors; they are also required to provide estimates of their expected sales over the following 3 years. Other relevant information requirements include the cost structure of the industry (ES and HU), expansion plans (ES and UK), pipeline products and services (ES and FI), and the ways products are sold (SK and LT).

⁴⁶ Only distribution channels are mentioned in the reply from Norway.

⁴⁷ Three to five years in FI and EL.

⁴⁸ Plans to expand production capacity should also be part of the notification in RO, SK and SI.

V. Conclusions

In the vast majority of Member States, mergers are subject to formalised procedures which are usually based on notification requirements and the use of standard forms which have been developed at national level. The content and the structure of many such forms mirror – at least to a certain extent – the notification forms elaborated by the European Commission pursuant to Regulation EC 802/2004.

The German merger control system takes a somewhat distinct approach. Merging parties are not required to submit a notification form and mandatory information requirements are extremely limited. Additional information may be requested by the competition agency in the course of its investigation, inasmuch as it is necessary for the competitive assessment of the transaction. In practice additional information requests, if any, are very focused on the particular competition issues raised by an individual case. Given that many cases do not raise competition issues, additional information required from the parties is often very limited.

The present report highlights a significant level of convergence across EEA jurisdictions concerning the analytical framework for the appraisal of the competitive impact of mergers. A common taxonomy of broadly corresponding information requirements in the context of merger notification clearly emerges from the analysis of available data. Indeed, most European competition authorities request merging parties to provide the same categories of information, with a view to ensuring that the transaction's likely impact on competition is properly assessed.

However, when individual information requirements are examined in detail, differences can be detected in several areas. Whereas clusters of agencies asking the same piece of information can be identified for each wider category, there are also a number of country-specific requirements. Moreover, with regard to information required by several or most forms, the comparison has identified slightly diverging wordings, divergences in relevant time frames and varying levels of detail.

In the context of this report, it is not easy to determine whether the observed divergences reflect actual differences in perceptions as to the relative importance of specific information for the competitive assessment of mergers, or are – at least in part – merely accidental, e.g. due to language differences and variations in translations, given that the original language of most notification forms is not English. It is clear, however, that the discrepancies are not rooted in fundamental divergences about the economic underpinning of the merger review regime.

In principle, it could be argued that significant differences in the applicable information requirements could entail additional administrative burdens for merging parties notifying cross-border transactions in multiple jurisdictions. A clear and manageable presentation of the merger notification information requirements applicable in each European jurisdiction can partially alleviate such burdens, inasmuch as it would enable merging parties to save research and transaction costs. The publication of the attached tables serves this objective. The compilation of information requirements in national merger control proceedings can also be useful for national competition authorities when reviewing the content of their notification forms and consider how to further improve them.

TABLE A : Information requirements – Procedural steps

DISCLAIMER: This publication is a compilation of information received from national competition authorities of the European Union and the Competition Directorate General of the European Commission ("the Authorities"). Information provided in this publication is not exhaustive and is for information purposes only. It does not constitute professional or legal advice and does not give rise to legitimate expectations on the part of any undertaking or third party. The content of this publication is not binding and does not reflect any official or binding interpretation of procedural rules or the practice of any Authority. It does not represent the official position of any Authority. Neither any Authority nor any person acting on its behalf is responsible for the use which might be made of information contained in this compilation.

<u>State</u>	<u>Pre-notification Stage (Q5)</u>			<u>Alternate Forms (Q2)</u>				<u>Information Waivers (Q3)</u>		<u>Specific Info Within Form (Q4)</u>	<u>Additional Info Requests (Q6)</u>	<u>Last Update</u>
	Y/N	Formalised?	Info aligned?	Y/N	Provided?	Eligibility conditions	Structure / Content	Type of info	Procedure	Conditions / Info	Conditions	
Austria	Y	NO	Usually less info than in the form	Y	NO (Only a German version exists)	Available if there is no affected market, ie: - no creation of a dominant market position; - horizontal overlap and only less than 15% market share; - vertical overlap and only less than 25 % market share	N/A The standard notification form states that under certain conditions (see previous column), specific parts do not need to be filled in. In particular, a short form requires less information on the market.	All info not specifically mentioned in the Cartel Act (the Act contains a vague provision that refers to ownership structure and turnover of the parties, and market share and general market structure)	No specific procedure – cases discussed individually	N/A	No specific conditions – CA is entitled to ask for all further information it considers necessary	April 2016

State	Pre-notification Stage (Q5)			Alternate Forms (Q2)				Information Waivers (Q3)		Specific Info Within Form (Q4)	Additional Info Requests (Q6)	Last Update
	Y/N	Formalised?	Info aligned?	Y/N	Provided?	Eligibility conditions	Structure / Content	Type of info	Procedure	Conditions / Info	Conditions	
Belgium	Y	NO – but the rules adopted by the General Assembly of the Competition Council on the Simplified Notification of Concentrations refer to it and recommend that contact be made with the College of Competition Prosecutors at least 2 weeks before notification.	YES	Y	YES	<ul style="list-style-type: none"> - Acquisition of joint control over a JV which is not (or to a small degree) active on the national market (see form for further details) - None of the parties exercises activities on the same product and geographic markets, or on a product market situated upstream or downstream of another product market on which one or more parties to the concentration are active - In a horizontal relationship, the joint market share is less than 25% - In a vertical relationship, the individual or joint market shares are less than 25% - A party acquires sole control over an undertaking over which it already exercises joint control 	<p>Mirrors structure of standard form; information not required mentioned in parentheses:</p> <ul style="list-style-type: none"> - Description of the concentration - Information about the parties - Information concerning the concentration - Ownership and control (<i>minus info on interlocking directorate and minority shareholding</i>) - Supporting documents to be annexed to the notification (<i>minus documents prepared for corporate boards re concentration</i>) - Market definitions (<i>minus cases where target potential competitor or holds important IP rights</i>) - Information on affected markets (<i>minus HHI + info on vertical integration + imports + production/distribution method</i>) - General conditions on the affected markets (<i>only info on main suppliers and customers</i>) 	Any requirements contained in the notification form can be waived by the “Competition Prosecutor” if motivated	N/A	Certain sections need only be completed for the affected markets	<p>The Competition Prosecutor may ask for any additional information not required by the form but that he deems useful</p> <p><i>For instance, for more complex cases, more information on customers may be requested at the pre-notification phase for certain affected markets</i></p>	April 2016

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	Y/N	Formalised?	Info aligned?	Y/N	Provided?	Eligibility conditions	Structure / Content	Type of info	Procedure	Conditions / Info	Conditions	
Bulgaria	Y	NO – Guidelines envisage the possibility of a pre-notification meeting (the CA prepares the minutes including a brief summary of the issues that were discussed). Consultations relate mainly to: - procedure and other legal issues; - volume of info that should be contained in the notification form; - possibility of reducing the scope of info required; - issues regarding market definitions; etc.	N/A	N	N/A	N/A	N/A	Any info that, due to objective reasons, the parties do not have at hand (estimates should nonetheless be provided, with their sources)	No specific procedure – determined on a case by case basis	When the deal leads to horizontal and/or vertical relations → more detailed info about the markets likely to be influenced (market shares, barriers to entry, structure of supply and demand side)	The CA may request additional information that is deemed necessary, both before initiating the procedure and during the evaluation itself (notably when at a preliminary stage the deal raises potential competition concerns)	April 2016

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	Y/N	Formalised?	Info aligned?	Y/N	Provided?	Eligibility conditions	Structure / Content	Type of info	Procedure	Conditions / Info	Conditions	
Croatia	N	NO	N/A	Y	YES	<p>Alternative conditions:</p> <p>1) No horizontal overlap between parties' activities, or no vertical relationship;</p> <p>2) Horizontal overlap between parties, but with a combined market share less than 15 %, and/or vertical relationship, but none of the individual or combined market shares at either level is 25% or more;</p> <p>3) A party is to acquire sole control of an undertaking over which it already has joint control;</p> <p>4) Acquisition of control over a JV which has no, or negligible, actual or foreseen activities on the national market</p>	<p>Mirrors structure of standard form; information not required mentioned in parentheses:</p> <ul style="list-style-type: none"> - Description of the concentration - Information about the parties - Details of the concentration - Ownership and control (<i>detailed information on competitors in affected markets: list of companies, members of governing boards, other concentrations in affected markets</i>) - Supporting documentation (copies of annual reports and accounts; copies of all analyses and reports) - Market definitions (<i>other markets where the operation may have a significant impact</i>) - Information on affected markets (<i>basis and sources for calculations; detailed HHI index; contacts of competitors; price and sales structure; vertical integration with competitors; imports/exports; transport, tariffs and trade barriers</i>) (- <i>general conditions in affected markets: simplified structure of supply; structure of demand; market entry; R&D; cooperative agreements; trade associations</i>) 	<p>Any info not necessary for the assessment of the concentration concerned.</p> <ul style="list-style-type: none"> - Cooperative effects of joint venture <p>(- <i>overall market context and efficiencies</i>)</p>	No specific procedure	<p>Yes, in case of affected markets and other markets in which the transaction may have a significant impact.</p>	<p>When a short form has been filed, and the CA finds that there are substantial indications of significant impediment of effective competition by the merger, the CA may require a full notification to be made.</p> <p>In Phase II, the CA may ask for any data and documents which it might find necessary.</p>	April 2016

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	Y/N	Formalised?	Info aligned?	Y/N	Provided?	Eligibility conditions	Structure / Content	Type of info	Procedure	Conditions / Info	Conditions	
Cyprus	N	N/A	N/A	N	NO	N/A	N/A	NO – No provision in the merger legislation for information to be waived.	The notification form must be fully completed in order for the case to be assessed.	NO – There are no information requirements which are triggered only when specific conditions are met.	When the CA decides to set in motion a procedure for a full investigation of the case	April 2016
Czech Republic	Y	NO – Pre-notification contacts are not mentioned in the Czech Competition Act, but there is soft-law which deals with the issue of prenotification contacts	These issues are typically discussed: - jurisdictional issues; - completeness of the notification (whether to use a standard notification form or a short form, info required, ...); - substantive issues (definition of relevant markets, ...). A request for a pre-notification consultation shall contain: - a short description of the transaction, - a short description of the markets, and - a short description of the possible impact on competition in these markets. A request may also contain a draft notification form.	Y	YES	Merger does not lead to a horizontally or vertically affected market: - parties are not active in the same relevant market; or - horizontal overlap between parties, but with a combined market share less than 15%, and/or vertical relationship, but none of the individual or combined market shares at either level is 25% or more A party is to acquire sole control of an undertaking over which it already has joint control	Mirrors structure of standard form; information not required mentioned in parentheses: - Notifying Parties - Authorised representatives - Other undertakings concerned - Nature of the concentration - Affected sectors - Info relevant for the approval - Groups of individual undertakings concerned - Relevant markets - Personal links and previous concentrations (- <i>detailed information on relevant markets on the last 3 years: size, turnover, market shares; imports/exports; transport, tariffs and trade barriers</i>) (- <i>general conditions in relevant markets: structure of supply; structure of demand; market entry; R&D; cooperative agreements; trade associations</i>) - General information - Information relevant for the assessment of Community Dimension	Parties may be released from their obligation to provide translated versions of certain documents. Waivers possible for info and docs that are not necessary for the competition assessment. The CA has full discretion as to which information or documents can be waived.	No special procedure	In a standard form, only if there are affected markets, the following must be completed: - information on affected or potentially affected markets (total size of markets; market shares of undertakings concerned, etc.) - general conditions in relevant markets (structure of supply and demand in affected or potentially affected markets, market entry, info on R&D, cooperative agreements and associations of undertakings). In a short form, all parts must be completed.	If the CA considers additional information necessary, the CA may request it. In a standard procedure, the request stops the clock. In a simplified procedure, the CA sends the request within 20 days of the initiation of the merger procedure to the party to the administrative proceedings to file a standard concentration notification.	April 2016

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	Y/N	Formalised?	Info aligned?	Y/N	Provided?	Eligibility conditions	Structure / Content	Type of info	Procedure	Conditions / Info	Conditions	
Denmark	Y	NO – Reference is only made in the Guidelines, which encourage parties to engage in pre-notification discussions. There is no further regulation of the pre-notification stage and the specificities will depend on the individual case.	Typically, the parties will send a draft notification to the Authority which, in practice, most often will give rise to some questions. Once the Authority is satisfied that it has sufficient information, it will give the parties an informal indication of this and encourage them to submit the formal notification.	Y	YES	<ul style="list-style-type: none"> - Acquisition of joint control over a JV which is not or to a small degree active on the national market (turnover thresholds – see answer). - A party acquires sole control over an undertaking over which it already exercises joint control. - None of the parties exercises activities on the same product and geographic markets, or on a product market situated upstream or downstream of another product market on which one or more parties to the concentration are active, - In a horizontal relationship, the joint market share is less than 15%; or - In a vertical relationship, the individual or joint market shares are less than 25%. <p>However, the CA may request the parties to submit a standard notification, at any time before clearance.</p>	<p>Mirrors structure of standard form; information not required mentioned in parentheses:</p> <ul style="list-style-type: none"> - Description of the merger - Information about the parties - Notification to other CA - Information about the merger - Financial information - Ownership and control (<i>detailed information: list of companies part of the group (>10%), members of governing boards, other concentrations in past 3 years</i>) - Markets (<i>affected markets and other markets where the operation may have a significant impact</i>) - Information about markets (<i>detailed analysis, HHI index, information on all competitors</i>) - (<i>general conditions in affected markets : simplified structure of supply; structure of demand; market entry; R&D; cooperative agreements; trade associations</i>) - (<i>efficiency gains</i>) - Coordination aspects for joint ventures -mergers fees - Support documentation (<i>analyses and reports; flowcharts etc.</i>) 	<p>The notifying party may request that the notification is regarded a complete notification even though the parties have not supplied some of the information specified in the notification form.</p> <p>In principle, there are no limits to what waivers the parties may request. However, the CA must of course be satisfied that the info is not necessary for its review of the merger.</p>	<p>The party must accompany such a request by a reasoned statement explaining why this info is not necessary</p> <p>The CA often grants such waivers</p>	<p><u>Full notification of mergers</u> The parties must provide information on:</p> <ul style="list-style-type: none"> - affected markets (market share of 15% or more in a horizontal relationship or market share of 25% or more in a vertical relationship); and - other markets where the merger may have a significant impact (defined in a similar way to the Commission CO Form definition). 	The CA may demand all info that it considers necessary	April 2016

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	Y/N	Formalised?	Info aligned?	Y/N	Provided?	Eligibility conditions	Structure / Content	Type of info	Procedure	Conditions / Info	Conditions	
Estonia	Y	NO – Informal and not regulated by any legal act.	N/A	N	NO	<p>There is no short form notification <i>per se</i>, but the condition for submitting a short form are provided in the Guidelines:</p> <ul style="list-style-type: none"> - no horizontal overlaps or vertical relations between the activities of the parties to the concentration; - in a horizontal relationship, the joint market share is less than 15%; or - in a vertical relationship, the individual or joint market shares are less than 25%; - acquisition of joint control over a JV which is not active on the national market; - a party acquires sole control over an undertaking over which it already exercises joint control. 	N/A	Any info not necessary	No specific procedure	<p>If affected markets exist, full notification form has to be submitted</p>	<p>The CA may ask for additional information and the conditions for doing so are not defined.</p> <p>If the merging parties fail to submit necessary or additional information or materials within the term set by the CA, the running of the term of the proceedings shall be suspended as of the day following the date on which the CA sent the letter until the time the info or materials are submitted.</p>	April 2016

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	Y/N	Formalised?	Info aligned?	Y/N	Provided?	Eligibility conditions	Structure / Content	Type of info	Procedure	Conditions / Info	Conditions	
Finland	Y	NO – Guidelines encourage parties to contact the CA before notifying a merger and preliminary consultations can be held	<p>The CA must be provided with a written description of the planned merger or a draft of the merger notification well in advance of the preliminary consultations.</p> <p>No formal requirements of the information required at this stage, but should ideally include basic details about the undertakings concerned, a description of the merger and the reasons behind it, and an overview of the markets that the merger may affect, including estimates of the parties' market shares on these markets.</p>	Y	YES	<p>Suitable for mergers that have little impact on the national market.</p> <p>Notifying parties can seek the CA's consent to using the short form before submitting the notification, and the CA assesses the expediency of the short-form notification procedure on a case-by-case basis</p>	<p>Mirrors structure of standard form; information not required mentioned in parentheses:</p> <ul style="list-style-type: none"> - party obliged to notify - other party to the concentration - seller - concentration (<i>description of the facilities, machinery, staff, immaterial rights that are object of the acquisition</i>) - turnover (<i>grounds for any adjustments, public financial support received, M&A in past 2 years, rationale for notification to CA and not EU</i>) - ownership and control (<i>detailed information on companies, accounts, group relations and voting rights, members of governing bodies</i>) - affected markets (<i>simplified information requested on markets: quantifications, foreign trade, market entry, general information on the market and its development, R&D</i>) (- efficiencies) (- trade associations) - ancillary restraints - notifications of the merger to other NCAs - Other issues - Annexes (<i>studies made or commissioned by the parties</i>) 	N/A	The CA can grant waivers in the context of pre-notification contacts	The info requirements (Section 7) triggered only if there are affected markets (markets with a horizontal overlap exceeding 15% and vertical markets where parties have a combined market share exceeding 20% on either the upstream or the downstream market).	Additional info the CA deems necessary can be requested at any stage.	April 2016

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	Y/N	Formalised?	Info aligned?	Y/N	Provided?	Eligibility conditions	Structure / Content	Type of info	Procedure	Conditions / Info	Conditions	
France	Y	NO - The pre-notification stage is not referred to in binding legal provisions, but informal and non-compulsory pre-notification contacts are highly recommended in guidelines.	Parties can submit a presentation of the operation (that describes the parties, the planned operation, the markets concerned, the competitors and the market shares of the parties), or a preliminary version of their notification file.	N	NO – no simplified form exists <i>per se</i> .			<p>a) Firms that carry out a significant number of controllable mergers each year can provide the mergers unit with a summary that contains the general info that is likely to be repeated in all the notifications of the coming year. They can then limit their notification to the info that is specific to each merger.</p> <p>b) when the merger is notifiable exclusively on the basis of the specific "retail" thresholds, the definition of the upstream supply markets and the assessment of the market shares of the buyer and of the target in these upstream markets can be omitted.</p> <p>c) when the buyer(s) is/are not present in the same markets as the ones in which the target(s) operate(s), or in upstream, downstream or related markets, if the delimitation of the relevant markets concerned is sufficiently obvious such as to imply the absence of any overlap or of vertical and related links between these markets or when the merger is notified solely on the basis of specific "retail" thresholds and does not result in a change in the stores' trade names → reduced financial info obligations + omission of market definition/market share info + no info on "significant contractual links" w/ 3rd parties.</p>	Any alleviation of the info requirements can only be triggered subject to meeting specific conditions, set out <i>ex ante</i> in the CA's merger guidelines. There is no case-by-case waiver system.	More detailed info to be provided when there are affected markets.	The CA has general powers to ask the parties for additional info which is necessary in order to examine more closely certain aspects of the merger.	April 2016

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	<u>Y/N</u>	<u>Formalised?</u>	<u>Info aligned?</u>	<u>Y/N</u>	<u>Provided?</u>	<u>Eligibility conditions</u>	<u>Structure / Content</u>	<u>Type of info</u>	<u>Procedure</u>	<u>Conditions / Info</u>	<u>Conditions</u>	
Germany	Y	NO The German competition Act does not mention pre-notification contacts. There is no formalised procedure for pre-notification contacts.	Pre-notification contacts are not mandatory and only take place in a very limited number of cases. In practice, they are limited mostly to cases that appear to raise serious competition issues. In principle, it is up to the parties what kind of info they provide at this stage. There is no legal obligation to provide any info before the notification and merging parties will not be at a procedural disadvantage if they don't. In appropriate cases, the CA explains what kind of information may be helpful to be provided at this stage in order to make a preliminary assessment or in order to prepare the subsequent investigation. In some cases, merging parties submit a draft notification.	N	N/A	N/A	The use of notification forms is neither mandatory nor usual. Info requirements in all the cases are very limited and are clearly set out in the German Competition Act. One could say that every notification is basically a "short form notification". In addition, the German system is very flexible, in particular in cases that clearly do not raise any competition issues. In practice, the notification usually contains a basic overview of the parties and their business activities, the kind of transaction as well as the transaction's competitive effects, including basic information on relevant markets concerned and market conditions on these markets. Filing parties tend to volunteer relevant information beyond the minimum required by law and usually include in their filings additional information on overlap products or vertically or otherwise related activities, in particular, information on market shares (also if below 20 percent) and barriers to entry and expansion.	Given that mandatory information is minimal, waivers are usually not an issue. Nonetheless, any info that is not necessary can be waived by the CA.	Parties usually proceed with the filing and explain in the notification why it is not possible or extremely burdensome for them to provide the mandatory information. Waivers are usually granted informally. Formal procedures for the granting of waivers are not regarded as helpful for a speedy review of cases.	N/A, as there is no mandatory notification form. With regard to the info requirements contained in legislation, there are only two conditional requirements: - Parties must provide market shares for all markets in which their combined market share exceeds 20%. In practice, market shares figures are only requested by the CA in relation to markets on which the transaction may have an impact. - If the registered seat of a company that is a party to a merger is not located in Germany, an individual in Germany has to be identified that is authorised to accept service of legal documents.	The CA can require the merging parties and third parties to provide all the information that is necessary to assess the proposed concentration.	April 2016

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	Y/N	Formalised?	Info aligned?	Y/N	Provided?	Eligibility conditions	Structure / Content	Type of info	Procedure	Conditions / Info	Conditions	
Greece	Y	NO – there is no official pre-notification stage, but parties may consult informally the CA	NO – exchanges revolve primarily around the obligation to notify when it is not clear if the eligibility criteria are met, or if the nature of the transaction may not qualify as a merger.	Y	NO (no official English version)	If the merger does not lead to restrictions to competition, usually when: - none of the parties is present on the same product and geographic markets, or on a product market situated upstream or downstream of another product market on which one or more parties to the merger are active - there are no affected markets (joint market share above 15% in the case of horizontal mergers, single or joint market share above 25% for both upstream and downstream markets in the case of vertical mergers) - a party acquires sole control over an undertaking over which it already exercises joint control.	Mirrors structure of standard form; information not required mentioned in parentheses: - Description of the merger - Info on the parties - Detailed info on the merger - Nature of ownership and control (<i>list of entities with direct or indirect control in affected markets; list of entities with 10% voting rights; members of boards ; mergers in the past 3 years</i>) - Supporting docs - Info on affected markets (<i>contact information on competitors, imports, pricing policies, comparative prices in other EU countries, vertical integration</i>) (- <i>structure of supply and demand in affected markets</i>) (- <i>entry conditions in affected markets</i>) (- <i>R&D; cooperation agreements, business associations, efficiency issues</i>) - Evaluation of the collusive effect in the case of a JV - Community dimension - Media sector (if applicable).	1) Parts of the requirements that the parties believe are not crucial for the assessment of the merger. 2) The parties may also submit a request asking for their notification to be accepted, even though they have not submitted all the requested info, if it is reasonable that they do not have it.	1) No standard procedure for this waiver request - parties should submit a justified request to be exempt from the obligation of submission of the relevant information. 2) N/A	Specific information is requested in the case of a merger in the media sector, where national law applies. Parties may also choose to provide info on efficiency gains, though this is optional.	The CA may organise a dawn raid if it believes that the info is not exact. The CA has discretion to request further info (though the form is fairly exhaustive).	April 2016

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Hungary	Y	YES	<p>YES – the purpose of the pre-notification contacts is to clarify the scope of the data and the documents required to be submitted in the formal notification.</p> <p>Parties need to make written preparatory notes before the meeting that contain:</p> <ul style="list-style-type: none"> - a brief summary of the proposed transaction, - the relevant markets, - market shares, - the envisaged effects on competition and - any other circumstances that need to be evaluated in the parties' view. <p>The written preparation can be made by submitting the draft of the notification form, or by a presentation or other memorandum.</p>	N	NO	<p>N/A</p> <p>A distinction between simplified and full proceedings also exists and is based on market shares, i.e. 20% in horizontal, and 30% in vertical relations</p> <p>However, the notification form uses 5% lower (i.e. 15% and 25%) thresholds in order to catch all potentially problematic cases.</p>		Any information that is not necessary for the evaluation of the merger and which would be overly burdensome for the undertakings to acquire	<p>No specific procedure.</p> <p>In practice, undertakings usually discuss these issues during the pre-notification stage (if there is one), thus avoiding the need for an additional request for information concerning these questions or documents.</p>	<p>There is only one form, but that can be partially filled depending on the market shares</p> <p>The "detailed" parts only need to be filled in if:</p> <ul style="list-style-type: none"> - there is a horizontal overlap and the combined market share of the companies reaches 15% on this market; - significant related markets exist (eg via vertical relations), where one of the parties' individual or combined market share reaches 25% on either of the markets. <p>Absent these conditions, no need to provide, e.g., a customer and supplier list, a detailed description of the market and the expected changes as a result of the merger or to estimate competitors' market shares.</p>	<p>There are 3 ways in which additional info can be obtained</p> <ol style="list-style-type: none"> 1) The case handler may issue a request for remedying deficiencies within 15 days following receipt of the application 2) In the case of a complete notification (or after the 15 days have elapsed) a request for remedying deficiencies may be issued during the proceedings if such measure is necessary with a view to any new info discovered during the clarification of the facts of the case 3) The third tool can be considered as the classic request for information, which can be used against parties and third parties 	April 2016

<u>State</u>	<u>Pre-notification Stage (Q5)</u>			<u>Alternate Forms (Q2)</u>				<u>Information Waivers (Q3)</u>		<u>Specific Info Within Form (Q4)</u>	<u>Additional Info Requests (Q6)</u>	<u>Last Update</u>
	Y/N	Formalised?	Info aligned?	Y/N	Provided?	Eligibility conditions	Structure / Content	Type of info	Procedure	Conditions / Info	Conditions	
Ireland	Y	YES	<p>The purpose of pre-notification discussions is to:</p> <p>(1) assist parties in the preparation of the notification form and</p> <p>(2) give parties the opportunity to provide an introductory explanation to the CA's staff about the nature of competition in the relevant industry(ies) or sector(s) concerned.</p> <p>The CA may also waive completion of parts of the form.</p> <p>A written submission should describe the transaction, the business activities of the parties, the market(s) involved and any potential competition effects of the transaction.</p>	N	N/A	N/A	N/A	The CA in pre-notification discussions may give conditional approval for specific sections of the form not to be completed fully (e.g where there is no overlap between the parties' activities, it is usual practice to request an exemption from completing the section which requires a description of the conditions of competition in relation to markets where there is a horizontal or vertical overlap)	No specific procedure	NO - All parts of the form need to be completed	Where the CA is of the opinion that it requires further info it may, by written notice, require the undertakings to supply specified info within a specified period.	April 2016

State	Pre-notification Stage (Q5)			Alternate Forms (Q2)				Information Waivers (Q3)		Specific Info Within Form (Q4)	Additional Info Requests (Q6)	Last Update
	Y/N	Formalised?	Info aligned?	Y/N	Provided?	Eligibility conditions	Structure / Content	Type of info	Procedure	Conditions / Info	Conditions	
Italy	Y	YES	<p>CA provides info and clarifications on how and what to file and, more generally, on the merger procedure</p> <p>When a certain threshold is met; undertakings may submit an informal document to the CA, at least 15 days before the date of the formal communication, with the following info:</p> <ul style="list-style-type: none"> - undertakings carrying out the operation; - brief description of transaction; - markets affected by the transaction; - position of the parties in the affected markets; - if the operation has been or ought to be brought to the attention of the competent authorities of other countries. <p>The document is used to discuss with the CA any issues relating to the preparation of the formal notification. Time-frame and modalities of the pre-notification stage are agreed by the CA and the parties.</p>	Y	YES	<p>The short-form applies to all concentrations for which full-form notification is not required.</p> <p>A full-form notification is required when:</p> <p>a) two or more parties operate in the same affected market and the merger will lead to a combined market share of 25 % or more; and/or</p> <p>b) one of the parties will have a market share post-merger of 40 % or more, when at least one other party operates in an upstream or downstream market.</p> <p>A full-form notification is required "only in relation to the affected markets in respect of which at least one of the aforementioned conditions is met.</p>	<p>Mirrors structure of standard form; information not required mentioned in parentheses:</p> <ul style="list-style-type: none"> - Background info - Details of the concentration - Participating parties - Financial and personal links - Affected markets (<i>main trade marks, (-General conditions on the affected markets : structure of supply, structure of demand, market entry, other information: R&D, cooperative agreements, trade associations)</i>) - Supporting documentation 		<p>There is no procedure to waive info requirements <i>per se</i> but the parties may give justifications for the failure to provide said information, in which case the notification may nonetheless be deemed complete.</p>	<ul style="list-style-type: none"> - for foreign undertakings, the amounts in foreign currency "must be converted into euro"; - specific criteria for calculating the turnover of credit and other financial institutions and insurance companies; - prior notification of any merger or acquisition as a result of which, "in any one of the 12 main towns within film distribution zones , an undertaking would hold, directly or indirectly, a market share larger than 25% of the turnover from film distribution and, simultaneously, more than 25% of the operating movie theatres"; - ancillary restraints must be notified together with the merger to the CA 	<p>The CA may ask the undertakings to supplement the info submitted when it considers that any of the documents and/or annexes are incomplete.</p>	April 2016

<u>State</u>	<u>Pre-notification Stage (Q5)</u>			<u>Alternate Forms (Q2)</u>				<u>Information Waivers (Q3)</u>		<u>Specific Info Within Form (Q4)</u>	<u>Additional Info Requests (Q6)</u>	<u>Last Update</u>
	<u>Y/N</u>	<u>Formalised?</u>	<u>Info aligned?</u>	<u>Y/N</u>	<u>Provided?</u>	<u>Eligibility conditions</u>	<u>Structure / Content</u>	<u>Type of info</u>	<u>Procedure</u>	<u>Conditions / Info</u>	<u>Conditions</u>	
Latvia	Y	No – but the CA welcomes pre-notification discussions and actively encourages their use	Consult on the necessity of submitting a notification (is it a concentration or not), and discuss considerations on the affected markets, market definition. Usually it is recommended to prepare a draft notification, which is reviewed to evaluate its completeness.	Y	YES	Parties would submit a short report if: - parties to the merger are neither competing nor operating in vertically related markets or - the aggregate market share in the relevant market is no more than 15%. If these criteria are not met, parties submit the full form. In case if data in short notification report (alternate form) is not enough for evaluation of merger CA can ask full form.	The short report would require: - Smaller list of persons who may have decisive influence in the parties to the merger and in which parties to the merger may have decisive influence. - Less information on legal, financial and economic aspects of the merger. - Less detailed info on the affected markets.	All info is required. However, the CA tolerates slight inaccuracies regarding relevant markets and market shares (difficulties in obtaining correct business data). Some info can sometimes be waived, if it obviously does not impede the review of the merger (the CA can allow submitting these documents later).	There is no procedure provided in the law. Parties may explain their circumstances during the pre-notification consultations and in the notification form. CA waives merging party from submitting a part of information in the official letter where also it informs on the date when the notification report is recognized as complete.	When there are affected markets, parties must assess their relevant market share on such markets. In addition, parties must provide information about such markets, regardless of their relevant market share.	CA can ask all info necessary for review (additional to the data submitted in the notification report) of the merger in any stage of review. If CA asks additional data it set a deadline for submission. The term is not defined in law, CA set it depending on the nature and volume of data.	April 2016

<u>State</u>	<u>Pre-notification Stage (Q5)</u>			<u>Alternate Forms (Q2)</u>				<u>Information Waivers (Q3)</u>		<u>Specific Info Within Form (Q4)</u>	<u>Additional Info Requests (Q6)</u>	<u>Last Update</u>
	Y/N	Formalised?	Info aligned?	Y/N	Provided?	Eligibility conditions	Structure / Content	Type of info	Procedure	Conditions / Info	Conditions	
Lithuania	Y	Pre-notification contacts and discussions are encouraged, though neither binding, nor regulated.	Parties are encouraged to submit a draft notification of concentration.	N There is only one standard form, but the type of information and its scope depends on the probable combined market share held by the undertakings after the concentration, i.e. 20% for horizontal overlap, 30% for vertical relations. If there is no overlap of affected markets, the notifying party must fill in only certain parts of the notification form.	N/A	N/A	N/A	Any information which : - is not necessary for the examination of the proposed transaction; or - the party cannot obtain, for objective reasons.	The notifying party may provide motivated request the CA to waive such info.	More detailed and additional info to be provided when there are affected markets or markets where the concentration might have a significant impact.	The CA is entitled to obtain information over and above the info required in the notification that is necessary to adopt a decision on the transaction.	April 2016

State	Pre-notification Stage (Q5)			Alternate Forms (Q2)				Information Waivers (Q3)		Specific Info Within Form (Q4)	Additional Info Requests (Q6)	Last Update
	Y/N	Formalised?	Info aligned?	Y/N	Provided?	Eligibility conditions	Structure / Content	Type of info	Procedure	Conditions / Info	Conditions	
Malta	Y	<p>Yes - The pre-notification stage whereby the case-team and the parties discuss prior to the formal filing of the notification is mentioned in a legal instrument.</p> <p>Section A of the Schedule provides that it should be noted that pre-notification meetings are extremely valuable to both the notifying parties and the CA in determining the precise amount of information required in a notification and, in the large majority of cases, will result in a significant reduction of the information required</p>	Yes - notifying parties are encouraged to consult the CA regarding the possibility of dispensing with the obligation to provide certain information (see Section B(g) on the possibility of dispensation).	Y		<p>The short form applies to cases where a joint venture has no, or <i>de minimis</i>, actual or foreseen activities within the Maltese territory.</p> <p>Such cases occur where joint control is acquired by two or more undertakings, and where:</p> <p>i) the turnover of the joint venture and/or2 the turnover of the contributed activities, is less than €698,812.02 in the Maltese territory; and</p> <p>ii) the total value of assets³ transferred to the joint venture is less than €698,812.024 in the Maltese territory.</p>	<p>Mirrors structure of standard form; information not required mentioned in parentheses:</p> <ul style="list-style-type: none"> - Background info - Details of the concentration (a brief explanation of the economic and financial structure of the concentration) - Ownership and control (<i>other undertakings than the ones controlled by the parties</i>) (- <i>Financial and personal links</i>) - Supporting documentation (offer document in a public bid; analyses, reports and studies on affected markets) (- <i>Information on affected markets</i>) (- <i>General conditions on the affected markets : structure of supply, structure of demand, market entry, other information: R&D, cooperative agreements, trade associations</i>) (- <i>general market information</i>) - Cooperative effects of a joint venture - Ancillary restraints [optional] - Mention the 5 largest suppliers, customers and competitors. 	<p>Possibility of dispensation to provide information in two cases:</p> <ul style="list-style-type: none"> - such information is not reasonably available to the parties in part or in whole (for example, because of the unavailability of information on a target company during a contested bid); - any particular information requested by the Notification Form, in the full or short form version, may not be necessary for the CA's examination of the case. 	<p>Notifying parties are encouraged to consult the CA regarding the possibility of dispensing with the obligation to provide certain information (Section B(g) on the possibility of dispensation).</p> <p>The CA will consider such requests, provided that reasons are given either for the unavailability of information or why specific information is not relevant and necessary to the inquiry.</p>	<p>There are certain requests for information within the notification form that are triggered by the verification or acquisition of particular conditions. Usually they are information requests tied to affected markets or non-affected markets</p>	<p>In carrying out its assigned duties, the CA may obtain all necessary information from undertakings and persons controlling such undertakings and associations of undertakings.</p>	April 2016

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	<u>Y/N</u>	<u>Formalised?</u>	<u>Info aligned?</u>	<u>Y/N</u>	<u>Provided?</u>	<u>Eligibility conditions</u>	<u>Structure / Content</u>	<u>Type of info</u>	<u>Procedure</u>	<u>Conditions / Info</u>	<u>Conditions</u>	
Netherlands	Y	1) The CA may provide informal non-binding answers to questions put to it by the parties (should be limited to the interpretation of conditions in the Dutch Competition Act) 2) Parties can request a pre-notification meeting (Authority not obligated to comply with such a request but usually encourages parties to make use of this option).	2) The request for the pre-notification meeting should be accompanied by description of the nature of the transaction, the markets involved and possibly the questions the parties want answers to. Parties are also encouraged to prepare a draft notification form.	-	-	2-step merger regime. In the first phase (notification phase) the 'Formulier Melding Concentratie' has to be used. If the concentration is not approved in the first phase, a license has to be requested for which parties have to fill in the 'Formulier Aanvraag Vergunning'. Only after the submission of the license application will the phase two investigation start.	N/A		The CA does not refer to any specific procedure.	Specific info required: - if the company is part of a group - if company is a credit company or a financial institution - if the notification relates to a JV - for healthcare providers - if there are affected markets (market research on market delineation, as well as names of the undertakings involved in the market, addresses, tel numbers and names of private parties which aim to defend the interests of the companies active on the market concerned).	Can request additional info from parties	April 2016

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	Y/N	Formalised?	Info aligned?	Y/N	Provided?	Eligibility conditions	Structure / Content	Type of info	Procedure	Conditions / Info	Conditions	
Poland	Y	NO – No pre-notification stage is foreseen. No provisions safeguarding confidentiality.	Undertakings are offered limited guidance on interpretation of legal provisions concerning merger control. Meetings are organised only in exceptional circumstances – this is rare.	N	NO	N/A	N/A	1) if the notifying undertaking does not have access to the whole or part of some information or documents and it failed to gain access to such information, such information may not be required 2) if the missing information or documents are not objectively necessary	1) undertaking must prove that it took proper steps and due care in taking actions aimed at obtaining such info or docs. Undertaking must provide estimates, and must inform CA if obtains said info or docs. 2) burden of proof is on parties.	The second part of the form consists of description of affected markets. Undertakings are required to provide info in this part only if such affected markets exist. To establish affected markets, market share criteria are used: - 20% for horizontal overlap, - 30% for vertical relations and - 40% for conglomerate effects	The CA may request any info that is necessary and obtain any relevant doc that is deemed crucial for the case (from the parties and third parties)	April 2016

State	Pre-notification Stage (Q5)			Alternate Forms (Q2)				Information Waivers (Q3)		Specific Info Within Form (Q4)	Additional Info Requests (Q6)	Last Update
	Y/N	Formalised?	Info aligned?	Y/N	Provided?	Eligibility conditions	Structure / Content	Type of info	Procedure	Conditions / Info	Conditions	
Portugal	Y	YES	YES – the undertakings can request a prior assessment by the CA: the info should be aligned, as much as possible, with the forms	Y	YES	<ul style="list-style-type: none"> - Absence of horizontal overlaps, vertical effects, or conglomerate effects - Horizontal overlap, but (i) the aggregate market share does not exceed 15%, or (ii) the aggregate market share is superior to 15%, but inferior or equal to 25%, if the additional market share arising from the notified transaction does not surpass 2%; - Vertical effects, but individual or joint market shares (upstream or downstream) do not exceed 25%; - Parties are active in neighbouring markets, but individual or joint market shares (upstream or downstream) do not exceed 25%. 	<p>Mirrors structure of standard form; information not required mentioned in parentheses:</p> <ul style="list-style-type: none"> - General information - Description of the concentration (<i>time schedule, economic and financial structure of the operation, financial support received, analyses, reports or studies</i>) - Ownership and control before and after the concentration (<i>articles of association; shareholder agreements</i>) - In the case of the creation of a Joint-Venture (<i>-personal and financial relationships: governing bodies, companies operating in affected markets</i>) - Delimitation of the Relevant Product Market - Relevant Geographic Market's Delimitation - Related Markets (<i>contacts of competitors</i>) (- <i>general information about relevant markets</i>) - Supply Structure of the Relevant Markets (<i>estimate of market shares</i>) (- <i>Demand structure</i>) (- <i>Information on each participating companies</i>) (- <i>Other information such as efficiency gains, anticompetitive clauses</i>). 	<p>For each section of the standard form, certain information in italics can be waived such as:</p> <ul style="list-style-type: none"> - Description of the concentration: any financial or other support received by the parties for the implementation of the operation; analyses, reports, studies or other documents. - Control structure: members of the governing bodies of undertakings where the merging parties have minority shareholdings. - Affected markets: amounts and values, in import and exports, for product/services involved in the last 3 years; transport cost; production capacity and utilisation; development of prices; importance of public markets; need for heavy investments; R&D, market stages. - Information on supply and demand structure. - Efficiency gains. 	If the CA ultimately deems this info necessary, it may send a request to the parties (which will suspend the deadline for the CA's assessment)	Part of the form to be filled out only if the transaction pertains to a JV	At any time, more info or documentation can be requested by the CA (this suspends the time limit for the CA's assessment, until the day the CA receives the elements, along with a non-confidential version of the info)	April 2016

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Romania	Y	YES	<p>The parties shall make available to the CA all info deemed necessary for the analysis (complete or short form), such as:</p> <ul style="list-style-type: none"> - identification of the merging parties, - brief description of the merger, - type of control, - markets on which the parties are active, - their market shares. <p>The categories of info to be made available to the CA are also required by the notification form.</p>	Y	YES	<p>Simplified procedure mainly applied to the following mergers:</p> <p>a) Acquisition of joint control over a JV which is not or to a small degree active on the national market (see answer for thresholds)</p> <p>b) None of the parties exercises activities on the same product and geographic markets, or on a product market situated upstream or downstream of another product market on which one or more parties to the concentration are active</p> <p>c) two or more undertakings merge, or one or more undertakings acquire sole control or joint control of another undertaking, combined with market share thresholds (see answer)</p> <p>d) a party is to acquire sole control of an undertaking over which it already has joint control.</p>	<p>Mirrors structure of standard form; information not required mentioned in parentheses:</p> <ul style="list-style-type: none"> - Description of the Concentration - Information about the Parties (<i>detailed information about the parties</i>) - Details about the Concentration - Ownership and Control (<i>M&A in the past 3 years</i>) - Attached Documents (<i>certified balance sheets, reports, analyses, studies etc..</i>) - Definition of Markets: Relevant Product Markets, Relevant Geographic Markets, Declared Markets (<i>les detailed analysis on affected markets</i>) - Market Information (<i>less detailed, no IHH analysis</i>) (<i>-structure of demand, structure of supply, market entry, R&D, cooperative agreements, efficiencies, associations</i>) - Cooperative Size of a Joint Venture 	The form can be adapted to the specific circumstances of the case. Information requirements can be waived upon the parties' request, according to a case by case analysis.	N/A		No rules, but the regulation does not impede on the authority's ability to request all the information necessary.	April 2016

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	Y/N	Formalised?	Info aligned?	Y/N	Provided?	Eligibility conditions	Structure / Content	Type of info	Procedure	Conditions / Info	Conditions	
Slovakia	Y	NO – just mentioned in the guidelines	The scope of info discussed at the prenotification stage usually corresponds to the scope of info required in the actual notification form	Y	NO	The criteria for eligibility are set out in the Decree and details are set out in the guidelines – the criteria almost fully mirror those set out in the Commission's notice on a simplified procedure	Information omitted from short form as compared to full form: - <i>definition of affected markets and potentially affected markets as well as data (e.g. estimates of the volume of imports and exports, the competitors and their market shares, capacity estimates)</i> - <i>general conditions on the affected markets (such as information on suppliers, demand structure, product differentiation and competition proximity, market entry/exit, R&D, cooperation agreements and associations present on those markets)</i> - <i>information of the envisaged efficiencies of the merger.</i>	Info requirements can be waived in substantiated cases upon the parties' request	Requests have to be duly reasoned, setting out reasons why the parties deem the info not to be relevant for the assessment of their merger or specifying that the info is not available to them. CA retains full discretion whether to award or not the waiver.		If it is necessary for the assessment of a particular merger, the CA can request info exceeding the scope requested in the forms (usually in the event of new markets not dealt with in the past)	April 2016
Slovenia	Y	NO – but parties are encouraged to discuss the merger before the formal filling of the notification	YES	N	N/A	N/A	N/A	Parties may ask for waivers if they believe the data required under certain points is not necessary	No specific procedure	Parties must provide data for undertakings over which they have direct or indirect control only if these undertakings are active on any relevant markets. The parties must state sales and volume data when there are markets which are affected by the merger.	The CA can always request info which is not requested by the form, but in that case the deadline for issuing a decision is not suspended as it runs from the date of receipt of a complete notification.	April 2016

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	Y/N	Formalised?	Info aligned?	Y/N	Provided?	Eligibility conditions	Structure / Content	Type of info	Procedure	Conditions / Info	Conditions	
Spain	Y	No the merger procedure includes a voluntary pre-notification stage but there is not a formal procedure or requirements.	YES – insofar as the parties send a draft of notification form which the parties can discuss with the case team	Y	YES	<p>a) none of the parties is engaged in activities in the same product and geographic market, or in a market which is upstream or downstream of a market in which another party is engaged.</p> <p>b) the participation of the parties in the market, due to their negligible importance, is not capable of having a significant effect on competition (see answer for illustrations with market shares).</p> <p>c) Where a party is to acquire sole control of a company over which it already has joint control.</p> <p>d) Acquisition of joint control over a JV which is not or to a small degree active on the national market (= its turnover does not exceed or is not expected to exceed 6 million euros).</p> <p>However, (i) short forms may be accepted in other circumstances, & (ii) normal forms may be required for cases that would otherwise qualify for short forms.</p>	<p>Mirrors structure of standard form; information not required mentioned in parentheses:</p> <ul style="list-style-type: none"> - Info on parties - Nature, characteristics and dimension of the operation - Ancillary restrictions - Previous ownership and control (<i>complete list of companies with board members and M&A in past 3 years</i>) - Market definitions (<i>less detailed analysis on relevant markets</i>) - Info on relevant markets (<i>structure of supply, structure of demand, market entry, R&D, cooperative aspects, vertical aspects</i>) (- <i>General questions: positive contributions, efficiencies, Eu and global context</i>) - Attached documents 	Possible if the analysis of the CA is not affected and it has been agreed at the pre-notification case.	There is no specific legal provision. Waivers are usually granted informally.	N/A	<p>May require the notifying party to provide, within a period of ten days, documents or other necessary elements. This term can be modified if necessary.</p> <p>May request info that it deems appropriate for the adequate assessment from third parties</p> <p>May request the reports that it deems necessary from anybody of the same or different Administration</p>	April 2016

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	Y/N	Formalised?	Info aligned?	Y/N	Provided?	Eligibility conditions	Structure / Content	Type of info	Procedure	Conditions / Info	Conditions	
Sweden	Y	NO – However, the Public Access to Information and Secrecy Act (SFS 2009:400) contains a special rule referring to prenotification contacts with the CA, granting absolute confidentiality regarding such contacts until a formal merger notification has been submitted.	<p>The info provided by the parties during pre-notification contacts differs depending on what needs to be discussed.</p> <p>Normally, the parties provide a draft notification.</p> <p>However, if there are only specific questions (such as whether a transaction is to be regarded as a merger or not), the info provided is focused on that specific issue.</p> <p>The CA does not require the parties to send in all documentation necessary for a complete notification (share purchase agreements, supporting documents, annual reports etc.).</p>	N	N/A	N/A	N/A	Type of info depends on the case	<p>No specific procedure</p> <p>If a request for waiver is raised during the pre-notification meeting, the CA normally answers within 1 or 2 working days</p>	<p>- For "markets that may be affected" (horizontal overlaps with a combined market share less than 20%, or vertical relations with market shares upstream and downstream less than 30%), more info requested (estimated market shares, contact details of important customers and competitors).</p> <p>- For "markets concerned" (horizontal overlaps with a combined market share of 20% or more, or vertical relation with a market share of 30% or more), provide:</p> <ul style="list-style-type: none"> - more info, including deeper info about those markets; - further documentation (supporting docs used to assess the concentration with respect to market shares, competitive conditions, competitors, the purpose of the concentration and general market conditions). 	The CA may ask for any information it needs during the investigation	April 2016

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UK	YES	<p>NO. Whilst not a legal requirement, pre-notification discussions usually take place when the parties have decided to notify a merger (optional).</p> <p>Discussions with the case team on a confidential basis are strongly encouraged at least two weeks before the intended date for notification (even in cases that the parties consider to be non-problematic).</p> <p>Parties seeking to hold pre-notification discussions complete a case team allocation form to allow for the selection by the CA of an appropriate case team. The CA endeavors to allocate case teams within five working days.</p>	<p>YES. Pre-notification typically on the contents of a draft notification, prior to formal submission.</p> <p>Ensure that notifications are complete at the time of an actual submission. The 40 working day statutory timetable for considering the merger does not start until the CA has confirmed to the parties that it has received a complete Merger Notice.</p>	NO	N/A	<p>There is no requirement to notify mergers.</p> <p>Therefore, it is perfectly acceptable for parties not to notify a merger which meets the jurisdictional thresholds and where competition concerns clearly do not arise because there is no (or no material) overlap between the merger parties' activities (and where there is no non-horizontal concern).</p> <p>This voluntary approach obviates the need for a 'short-form' notification.</p>	N/A	<p>The Merger Notice Template sets out the categories of information that the CA typically requires to undertake an assessment of a merger at Phase 1. In some cases, specific information set out in the template Merger Notice will not be required in order for the CA to accept the Merger Notice as complete.</p>	<p>The precise extent of information required in each case will depend on the nature and complexity of the transaction and is a matter for discussion between the parties and the case team. Such pre-notification discussions can help reduce the amount of information that the CA needs from the business.</p>	<p>The Merger Notice includes sections for a notifying party to provide details for those candidate markets where an overlap has been identified:</p> <ul style="list-style-type: none"> - internal documents relating to competition conditions in a given market where the parties' combined share of supply >15%; - internal documents relating to the buyer power where the parties' combined share of supply in a candidate market >25%; - details on competitors and customers to assess vertical and horizontal effects where the parties' combined share of supply in a candidate market >25%. <p>Several sections are also completed at the discretion of the parties such as the countervailing buyer power or efficiencies and customer benefits.</p>	<p>When necessary, the CA asks additional, or more comprehensive, information from the merger parties than is contained in the Merger Notice. The CA has the power to issue a notice requiring a person to provide information or documents, or to give evidence as a witness. Failure to comply with such a notice can lead to a delay in the statutory timetable or, in more serious cases, a fine being imposed on the company concerned.</p>	April 2016

State	Pre-notification Stage (Q5)			Alternate Forms (Q2)				Information Waivers (Q3)		Specific Info Within Form (Q4)	Additional Info Requests (Q6)	Last Update
	Y/N	Formalised?	Info aligned?	Y/N	Provided?	Eligibility conditions	Structure / Content	Type of info	Procedure	Conditions / Info	Conditions	
Norway	Y	NO – There is no reference in the Competition act, but the guidelines describe the pre-notification stage, and encourage pre-notification contacts	NO – There are no formalised info requirements on this stage	Y	NO – No notification forms have been developed, but Regulation of 11 December 2013 no 1466, sets out the conditions for submitting a simplified notification. Furthermore, the Regulation sets out the information requirements for the simplified notification (no English version)	Simplified notification applies for mergers that are unlikely to raise competition concerns. One of these conditions must be met: 1. JV: the JV has no, or negligible, actual or foreseen activities within the territory of Norway. 2. A party is to acquire sole control of an undertaking over which it already has joint control. 3. No horizontal overlap between parties' activities, or no vertical relationship; 4. Horizontal overlap between parties, but with a combined market share less than 15%, and/or vertical relationship, but none of the individual or combined market shares at either level is 25% or more.	Regulation no 1466 specifies the information that must be provided: - name and address for each of the parties - description of the nature of the transaction - description of each of the parties and undertakings in the same group and the nature of the undertakings' business - name of the 5 most important competitors, customers and suppliers - copies of the most recent annual reports and accounts of the parties, unless these are available for the public - establish that the conditions for the simplified notification are met - JV: if two or more parents retain to a significant extent activities in the same market as the JV or in a market which is upstream or downstream from that of the JV or in a neighbouring market closely related to this market, this information must be provided.	The CA has discretionary authority to waive information requirements	No specific procedure	Some info requirements are triggered only when specific conditions are met (see Competition Act section 18 – not available in English)	The Authority may request any necessary additional info (See Competition Act section 24 – not available in English)	April 2016

Standard Merger Notification Form Information Requirements – Part 1: Description of the Transaction

DISCLAIMER: This publication is a compilation of information received from national competition authorities of the European Union and the Competition Directorate General of the European Commission ("the Authorities"). Information provided in this publication is not exhaustive and is for information purposes only. It does not constitute professional or legal advice and does not give rise to legitimate expectations on the part of any undertaking or third party. The content of this publication is not binding and does not reflect any official or binding interpretation of procedural rules or the practice of any Authority. It does not represent the official position of any Authority. Neither any Authority nor any person acting on its behalf is responsible for the use which might be made of information contained in this compilation.

State									
	Transmission of the acts effecting the transaction	Info on legal & financial aspects of the transaction	Info on objectives / advantages of transaction	Info on ancillary restrictions	Other Member States notified	Power of attorney to represent the companies	Supporting documents prepared in the context of the transaction	Summary of the transaction for publication (non-confidential version)	Last update
Austria	NO The CA can, however, request such documents, if needed	YES - In addition to) a (text) description,, organisation charts and/or diagrams that show the ownership structure before and after the transaction	YES	YES Information has to be submitted on control after the merger.	YES	YES The notification form does not ask for the proof of the power of attorney explicitly. Under Austrian law, it suffices in principle that a lawyer claims to have a mandate.	NO The CA can however request such documents, if needed. The following supporting documents (irrespective of whether explicitly prepared in context of the transaction or not) have to be delivered: - Copies of analyses, reports, studies, statistics et on which market definition is based - business plan for the target or the JV as well as for the acquiring undertaking with respect to affected markets - current brochures containing product descriptions and price lists	YES The CA publishes a summary of the notification filing on its website immediately after its submission	April 2016

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Belgium	<p>YES</p> <ul style="list-style-type: none"> - Copies of the final or most recent versions of all documents constituting the concentration - In the case of a takeover bid, a copy of the offer document 	<p>YES</p> <p>Nature of the transaction, including:</p> <ul style="list-style-type: none"> - brief explanation of the economic and financial structure of the concentration; - proposed or expected date of any important event in the completion of the concentration; - proposed ownership and control structure after the completion - any financial or other support received from whatever source (including from public authorities) - economic sectors concerned - value of the transaction <p><i>[Under this section, the following must also be provided:</i></p> <ul style="list-style-type: none"> <i>- turnover info (worldwide, EC, national levels)]</i> 	<p>YES</p> <ul style="list-style-type: none"> - Economic reasons underlying the transaction 			<p>YES</p> <p>Representatives must provide written proof that they are duly authorised (the written proof must give the name and position of the persons granting such authorisation)</p>	<p>YES</p> <p>Copies of all analyses, reports, studies, surveys or any other comparable documents prepared by or for a member or members of the board of directors or the supervisory board, or any other person exercising similar functions or of the general meeting of shareholders, for the purpose of assessing or analysing the concentration with regard to market shares, competitive conditions, competitors (actual and potential), the rationale of the concentration, the potential for sales growth or expansion into other product or geographic markets, and/or general market conditions (the date on which these docs were prepared must be specified)</p>	<p>YES</p> <p>Summary specifying the parties, the nature of the concentration, the areas of activity of the notifying parties, the markets impacted (including main affected markets), and the strategic and economic reasons for the transactions <u>(500 words)</u></p>	April 2016

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	Transmission of the acts effecting the transaction	Info on legal & financial aspects of the transaction	Info on objectives / advantages of transaction	Info on ancillary restrictions	Other Member States notified	Power of attorney to represent the companies	Supporting documents prepared in the context of the transaction	Summary of the transaction for publication (non-confidential version)	Last update
Bulgaria	YES Latest versions of all relevant documents (e.g. contracts, letters of intent, copies of public tender bids, etc.)	YES - Nature of the transaction (horizontal / non-horizontal) - Legal form of the transaction (including info on the basic terms, phases and moments that are of key importance for the transaction, the conditions and periods necessary for finalising the transaction)	YES - Rationale of the transaction (goals of the planned transaction and the expected efficiencies from it)	YES The BG competition authority requires from merging parties to provide information about the basic terms related to the notified concentration that are of key importance for its implementation (incl. ancillary restraints).	YES	YES	YES Analyses, reports, studies, polls, strategic documents, business plans and other relevant documents prepared for the appraisal and analysis of the transaction in view of the market shares, competition conditions, competitors (actual and potential), circumstances' assessment, potential capacity for increasing sales or entry other product or geographic markets and/or general market conditions.	YES	April 2016

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Croatia	<p>YES</p> <ul style="list-style-type: none"> - Copies of the final or most recent versions of all documents bringing about the transaction (- In a public bid, a copy of the offer document) - The <u>original or a certified copy</u> of the document, or a certified translation, showing the legal grounds for the transaction if the original official text is not originally written in Croatian 	<p>YES</p> <ul style="list-style-type: none"> - Nature of the transaction - Explanation of economic and financial structure of transaction - proposed or expected date of any major events designed to bring about the completion - proposed structure of ownership and control after the completion - any financial or other support received (including from public authorities) and amount of this support - economic sectors involved and position of the parties in these sectors - Value of the transaction <p><i>[Under this section, the following must also be provided:</i></p> <ul style="list-style-type: none"> - <i>Turnover info of the parties (worldwide and national)]</i> 	<p>YES</p> <ul style="list-style-type: none"> - Economic rationale of the transaction 		<p>YES</p> <p>The notifying party shall state in the notification if it intends to notify another NCA.</p> <p>If the notifying party has already submitted such a notification, it shall provide the CA with the decision of the relevant body, where the relevant decision has already been adopted.</p>	<p>YES</p> <p>Representatives must produce, together with the notification, a written proof that they are authorised to act</p>	<p>YES</p> <p>Copies of all analyses, reports, studies, surveys, and any comparable documents prepared by or for the board of directors, or the supervisory board, or the other person(s) exercising similar functions, or the shareholders' meeting, for the purpose of assessing or analysing the concentration with respect to market shares, competitive conditions, competitors (actual and potential), the rationale of the concentration, potential for sales growth or expansion into other product or geographic markets, and/or general market conditions</p>	<p>YES</p> <p>Executive summary, specifying the parties, the nature of the transaction, areas of activity of the notifying parties, markets on which the transaction will have an impact (particularly the main affected markets), and the strategic and economic rationale for the concentration (up to <u>2 A4 pages</u>)</p>	April 2016

State	Transmission of the acts effecting the transaction	Info on legal & financial aspects of the transaction	Info on objectives / advantages of transaction	Info on ancillary restrictions	Other Member States notified	Power of attorney to represent the companies	Supporting documents prepared in the context of the transaction	Summary of the transaction for publication (non-confidential version)	Last update
Cyprus	YES Copy of all the final or most recent documents which brought about the transaction, either by agreement or following a public tender. In the case of a public tender, a copy of the document of the tender.	YES - Nature and scope of the transaction - Financial and structural details of the transaction, including any financial or other support received from any source, proposed structure of ownership and control post transaction, proposed timeline.	YES Explanation of the purpose of the transaction.	YES If these exist, it is expected that they will appear either in the agreement of the transaction or in any supporting documents.	YES -The notifying party is required to identify in which member state the transaction should also be notified	YES The notification must be accompanied by the representatives' authorisation to sign the notification on behalf of the participating enterprises.	YES Copies of reports or analyses prepared for the purposes of the transaction. A list and short description of the contents of all the others analyses, reports, studies and surveys which were prepared by or for any of those responsible for notification for the purpose of evaluation or analysis of the proposed transaction in relation to conditions of competition, competitors (actual and potential) and conditions of the market (must include name and position held by the person who prepared the document).	NO	April 2016
Czech Republic	YES - Documents which established or will establish the transaction or documents certifying the existence of the transaction - Description of the acts constituting the transaction	YES - Nature of transaction - Structure of ownership and control of the undertakings before the transaction and the proposed structure of ownership and control of the undertakings after the transaction - Financial or other support from a public source, received over the last five years	YES - Economic rationale for the transaction - Supporting docs must include the rationale of the transaction - Projected results of the transaction	YES. If the undertakings concerned intend to submit to restrictions directly related to, and necessary for, the implementation of the transaction (such as a non-competition clause), the notifying party must identify such restrictions and explain their impact on the notified transaction	The notifying party is not required to identify in which other Member States the concentration is also notifiable, but usually the notifying party does identify these other Member States	YES	YES Analyses, reports, studies, surveys, and any comparable documents prepared for any the board of directors, or the supervisory board, or the other person(s) exercising similar functions, or the shareholders' meeting, for the purpose of assessing or analysing the concentration with respect to competitive conditions, undertakings (actual and potential), the rationale of the transaction, potential for sales growth or expansion into other product or geographic markets, and/or general market conditions	N/A	April 2016

State									
	Transmission of the acts effecting the transaction	Info on legal & financial aspects of the transaction	Info on objectives / advantages of transaction	Info on ancillary restrictions	Other Member States notified	Power of attorney to represent the companies	Supporting documents prepared in the context of the transaction	Summary of the transaction for publication (non-confidential version)	Last update
Denmark	YES Copies of the final or most recent versions of all documents concerning the merger	YES - Nature of the transaction - proposed or expected dates of any major events; - proposed structure of ownership and control after completion ; - value of the transaction; -the sector codes (NACE codes) involved	YES Economic rationale of the merger must be specified		YES	(Only information to be provided: each representative's name, address, telephone number and e-mail address, indicating which party to the merger the representative in question represents)	YES Analyses, reports, minutes of board meetings and similar documents related to the merger	YES Executive summary of the merger, specifying the parties to, the nature of the merger, the areas of activity of the parties, and the markets on which the merger will have impact (500 words)	April 2016
Estonia	YES The documents on the basis of which the transaction is put into effect	YES - Economic and financial structure of the transaction; - schedule; - description of the activities related to the transaction; - structure of ownership and control before and after the transaction; - sectors of economy; - overview of the circumstances leading to the transaction and the objectives and economic reasons; - information if it is a joint venture; - value of the transaction.	YES - Overview of the circumstances leading to the transaction and the objectives and economic reasons. - The summary (for publication) must include the strategic and economic reasons	YES Set out any restrictions on competition which are directly related to and necessary to give effect to the transaction, together with the reasons for applying such restrictions. Examples of such restrictions are given. Reasons must be provided to justify the need to apply the restrictions, including the necessity of their duration, content and geographical area of application.	YES	YES Document certifying the authority of the person submitting the notice	YES Analyses, reports, researches, reviews and other similar documents prepared by authorised persons for evaluation or analysis of the transaction in relation to market shares, competition conditions, possible increase in sales or expansion into other markets, or general market conditions	YES Short summary specifying the parties, the type of concentration, areas of activity, affected goods markets, and the strategic and economic reasons.	April 2016

State									
	Transmission of the acts effecting the transaction	Info on legal & financial aspects of the transaction	Info on objectives / advantages of transaction	Info on ancillary restrictions	Other Member States notified	Power of attorney to represent the companies	Supporting documents prepared in the context of the transaction	Summary of the transaction for publication (non-confidential version)	Last update
Finland	YES The documents concerning and relating to the transaction, such as agreements concerning or relating to the transaction and public bids	YES Legal form. A brief description of the transaction, including: - economic and financial structure; - timetable; - description of the business activities affected; - structure of ownership and control before and after the transaction; - financial and other factors which led to the transaction; - financial grounds and objectives. - information if it is a joint venture	YES The brief description must include: - the financial and other factors which led to the transaction; - financial grounds and the objectives of the transaction	YES If the party wishes to have the opinion of the CA on the ancillary character of the competition restraints, the following must be provided: - the competition restraints in question; and - the grounds as to why these shall be considered ancillary.	YES	YES	YES Studies made or commissioned by the party obliged to notify concerning or relating to the concentration	NO The summary of the transaction for publication is directly prepared by the CA on the basis of non confidential information contained in the notification form.	April 2016
France	YES - Copies of the acts being submitted for notification	YES A presentation of the legal and financial aspects of the transaction, notably with its value	YES A presentation of the economic objectives of the transaction, with notably an assessment of its expected advantages		YES With the notification dates	YES	YES If necessary, parties to provide other documents, such as board meeting minutes pertaining to the transaction	YES	April 2016
Germany	NO	YES In the case of an acquisition of shares in another company, provide the size of the interest acquired (and the size of the interest already held).	NO	NO	Parties are encouraged to identify other jurisdictions where the merger has been notified, or is intended to be notified.	NO	NO	NO	April 2016

State									
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Greece	YES The documents on the basis of which the transaction is put into effect.	YES Description and detailed information of the transaction, including: - its nature; - economic structure; - conditions for completion; - control structure; - markets affected; - value; - economic reasons leading to the transaction; - nature of ownership and control <i>[The following is also required: - turnover of the parties]</i>	YES The information on the legal & financial aspects of the transaction must explain the economic reasons leading to the transaction	If any ancillary restriction exists, it is expected to be described either in the agreement of the transaction or in any supporting document.	YES The parties must identify in which member state the transaction should also be notified.	YES Documents certifying the authority at the attorney at law.	YES Supporting documents must be provided	A description of the transaction must be provided, but it is not clear whether this is to be published (and therefore whether it needs to be non-confidential)	April 2016

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Hungary	<p>YES</p> <ul style="list-style-type: none"> - The contract(s) giving rise to the transaction - Other document(s) certifying the acquisition of control - Other documents directly related to the implementation of the concentration 	<p>YES</p> <ul style="list-style-type: none"> - Description of type of transaction - Way in which the controlling rights will be obtained and the control will then be exercised after the transaction - Structural changes in the groups in the context of the transaction - Description of the content of the contract giving rise to the transaction & the other related documents attached thereto <p>Also:</p> <ul style="list-style-type: none"> - other potential investors & parties that expressed interest; - process of and considerations behind the selection of the participants of the transaction and the decision making; - form of initiation of the concentration process 	<p>YES</p> <p>Background and circumstances of the transaction, notably:</p> <ul style="list-style-type: none"> - commercial motivation - circumstances of its implementation (including causes, purpose, timing, expected impacts, underlying market trends) 	<p>YES</p> <ul style="list-style-type: none"> - Description of anti-competitive clauses of the contract and of the other related documents giving rise to the transaction (with explanations as to why these can be considered to be anti-competitive) 	YES	YES	<p>YES</p> <p>Documents relating to the preparation of the transaction, including:</p> <ul style="list-style-type: none"> - the minutes made during sessions of the governing board of the relevant undertakings when the resolution and preparation of the transaction was on the agenda; - presentations, analyses, reports and studies drawn up in relation to the transaction (obligatory if significantly related/overlapping markets are identified) 	<p>YES</p> <p>Brief description of:</p> <ul style="list-style-type: none"> - the salient features of the concentration specifying the participants, the type of concentration, the areas of operation and markets of the participants, identifying the relevant markets affected. - the expected organisational and market consequences of the concentration on the major markets <u>(500 words)</u> 	April 2016

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Ireland	YES - Copies of the agreement, or, where a public bid has been made, a copy of the offer document relating to the proposed transaction. - A list of all other agreements relating to the transaction	YES - Nature of the transaction - Structure of ownership of undertakings involved both before and after transaction - Industry sector involved - Date agreement was concluded (or of making the public bid) - Details on consideration	YES Provide details of the commercial objectives sought to be achieved by the proposed transaction	YES Details of any arrangements constituting restrictions which the parties believe are directly related and necessary to the implementation of the transaction	YES - Timing of other notifications - Description of wider context (world-wide / EU)		YES - Where there is overlap in the activities of the undertakings, provide copies of all surveys, reports, analyses and studies, analysing the transaction with respect to market shares, competition, competitors, markets, potential for sales growth or expansion into (with name and title individuals who prepared each such document) - List all documents withheld on the basis of legal privilege, which would otherwise be supplied pursuant to the form	YES Executive summary of the transaction, with the undertakings involved, their areas of activity and the nature of transaction	April 2016
Italy	YES Copy of the final or most recent version of all documents referring to the transaction Copy of the offer doc in the case of a public bid	YES - Nature of the transaction - Economic features of the transaction (purposes of the operation in economic terms) - Ownership and control structure to be established - Specific circumstances upon which the transaction is conditional (eg other authorisations) <i>[Under this section, the following must also be provided: - Turnover thresholds (national aggregate and national turnover of target)]</i>	YES As part of the "Info on legal & financial aspects", parties must indicate briefly purposes of the operation in economic terms	YES Indicate each of the ancillary restrictions set out in the agreements, explaining why these are directly linked and necessary to the implementation of the transaction	YES (Parties <u>requested to authorise exchange of info with other NCAs</u>)	YES Representatives are required to provide written evidence of their powers	YES <u>When at least one affected market is identified</u> , if necessary, submit a copy of reports, analyses, studies and surveys submitted to or prepared for the members of the board of directors, the supervisory board or shareholders' meeting, for the purpose of appraising or analysing the concentration with respect to competitive conditions, competitors (actual and potential) and market conditions	YES Summary info, inc: - parties; - short description of the transaction; - relevant economic sectors and the position of the parties	April 2016

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Latvia	YES Certified copies of documents referring to the transaction (SPA, decisions of administrative institutions, minutes of meetings leading to the agreement, call for tender and proposal or other such documents)	YES - the type of merger, -economic purpose of the merger, financial source and nature - the most significant stages of the merger; - the timeline - structure of ownership and control resulting from the merger		YES Restrictions of competition, which are directly related to and necessary for implementation of the merger, types and time periods thereof		YES <u>Original or certified copy</u> of power of attorney. The right of the authorised person to represent one or all the participants of a merger during submission and examination of the notification shall be indicated in the power of attorney	NO Documents reflecting information regarding relevant markets, as well as the market affected in relation to competition conditions, the existing and potential competitors and market conditions may be appended to a notification. There is no obligation.	N/A	April 2016
Lithuania	YES <u>Certified copies</u> of all the documents bringing about the transaction	YES - Short description of the transaction; - Type of concentration; - Economic activities of the undertakings; - Aggregate turnover of each of the undertakings and combined turnover of the undertaking participating in the concentration; - Expected date of any major events; - Structure of the ownership and control before and after the operation.	YES Short description of the strategic and economic reasons of the transaction.	NO Ancillary restrictions are not assessed by the CA. The parties must assess at their own discretion if ancillary restrictions are directly related and necessary to the implementation of the transaction.	YES The notifying party is required to inform whether European Commission or CA of another State was notified.	YES Representatives are required to provide written evidence of their powers.	YES - Copies of analyses, reports, studies or surveys or other documents, which contain information for assessing the operation; - Internal documents of the companies relating to the preparation of the transaction.	YES Summary of the transaction, with the undertakings involved their areas of activity and the type of concentration.	April 2016

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Malta	<p>YES</p> <ul style="list-style-type: none"> - Copies of the final or most recent versions of all documents bringing about the transaction - In a public bid, a copy of the offer document 	<p>YES</p> <p>Nature of the transaction, including:</p> <ul style="list-style-type: none"> - type of transaction; - brief explanation of the economic and financial structure of the transaction; - proposed or expected date of major events; - proposed structure of ownership and control post-transaction; - financial or other support received (including from public authorities), and nature and amount of the support. <p>List of the economic sectors involved in the concentration</p> <p><i>[Under this section, the following must also be provided: Turnover of the undertakings involved for last financial year, worldwide and national]</i></p>		<p>YES</p> <p>If there are ancillary restrictions directly related and necessary to the implementation of the transaction, these restrictions may be assessed in conjunction with the concentration itself.</p>		<p>YES</p> <p>Where notifications are signed by representatives of undertakings, such representatives must produce written proof that they are authorised to act - such written authorisation must accompany the notification</p>	<p>YES</p> <p><u>Where at least one affected market is identified:</u></p> <p>copies of analyses, reports, studies and surveys submitted to or prepared for any member of the board of directors, the supervisory board, or the shareholders' meeting, for the purpose of assessing or analysing the transaction with respect to competitive conditions, competitors (actual and potential), and market conditions.</p>	N/A	April 2016

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Netherlands	YES - Copies of the final or most recent versions of all documents bringing about the transaction	YES - Nature of the transaction, including: - type of transaction (JV, take over, merger); - proposed structure of ownership and control post-transaction; - connecting transactions and agreements	YES Short description of the reasons and purposes of the transaction (as well as activity after implementation of transaction)	YES Only if there are ancillary restrictions directly related and necessary to the implementation of the transaction, these restrictions may be assessed in conjunction with the concentration itself.	YES The notifying party must specify whether the transaction is subject to notification to another national or international competition authority and indicate the names of the authorities involved	YES Written, signed proof	YES Analyses, reports, studies and other similar documents submitted or prepared by the governing or management bodies of the Notifying Party/Parties for the preparation and evaluation of the transaction	NO	April 2016
Poland	YES - Copies of final or the most up-to-date versions of contracts or documents identifying the activities on the basis of which the concentration is to be made - Copies of the "merger plan" if applicable - For a public bid, copies of prospectus and the offer	YES - Nature and form of transaction - Financing method - Planned schedule - Structure of ownership and control after transaction - Types and amount of public aid	- Reasons for transaction - Economic objectives <i>[As part of the description of the transaction, the following must be provided:</i> - <i>Expected consequences of transaction (on parties, competition and consumers)</i> - <i>Impact of transaction on market]</i>	NO Ancillary restrictions are not covered by the merger decisions so parties don't need to provide any piece of information about them.	YES The notifying party must specify: a/ whether the transaction is subject to notification to another national or international competition authority; b/ names of authorities and dates of notifications, if they have already made; and c/ dates and verdicts of decisions of those authorities, if they have been already issued.	YES Where notifications are signed by representatives of undertakings, such representatives must produce written proof that they are authorised to act - such written authorisation must accompany the notification. Furthermore, such authorisations must be accompanied by the proof of the payment of the fiscal fee. According to the act on fiscal fee the representatives are obliged to pay a fiscal fee (appr. 4 EURO – 17 PLN) for each authorisation.	YES - Copies of analyses, reports, studies and research prepared for the members or for the meetings of the board, supervisory board or general or ordinary shareholders' meeting in order to assess or analyse the transaction in scope of competition conditions, present and potential competitors, as well as conditions on the market - A list of publicly available sources of information about the markets impacted (sector periodicals, statistics and analyses made available (also for a fee) to third persons, websites containing useful info)	YES The notifying party is obliged to prepare the non-confidential summary of transaction which is published on the authority's website.	April 2016

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Portugal	<p>YES</p> <p>Copy of the final or most definitive / stable versions of all the documents directly related to the carrying out of the transaction, particularly agreements between the parties, preliminary announcement and bid documents, sent to the Portuguese Securities Market Commission, in the case of a takeover bid, or information regarding adjudication, for the purposes of a public tender procedure</p>	<p>YES</p> <ul style="list-style-type: none"> - Nature and type (horizontal / vertical / conglomerate) of transaction - Time schedule laid down for the acts - Economic and financial structure of the transaction - Financial or other support received (source, nature and value) - Ownership and control structure prior and after the transaction - For a JV, (i) detailed description of the decision-making and governing system of the JV, and (ii) info to establish whether the JV created will carry out the functions of an independent economic entity on a long-term basis 	<p>YES.</p> <ul style="list-style-type: none"> - Demonstrate how and to what extent will the merger contribute to technical and economic progress - Assessment on possible efficiencies generated by the merger and to what extent will they be passed-on to the consumer 	<p>YES</p> <p>Identify and justify to what extent possible any anti-competitive clauses are directly related and necessary to the transaction</p>	<p>YES</p> <p>Identify all NCAs notified. Party(ies) may submit a waiver to the CA in order to allow the CA to share (confidential) info submitted by the party(ies) with the other NCAs (this waiver should include the docs submitted for the assessment of the transaction, including the form).</p>	<p>YES</p> <p>Powers of attorney shall be provided by the notifying party(ies)</p>	<p>YES</p> <p>Analyses, reports, studies and other similar documents submitted or prepared by the governing or management bodies of the Notifying Party/Parties for the preparation and evaluation of the transaction</p>	<p>YES</p> <p>Summary, identifying the participating undertakings, their areas and nature of activity, and a brief description of the operation</p>	<p>April 2016</p>

State									
	Transmission of the acts effecting the transaction	Info on legal & financial aspects of the transaction	Info on objectives / advantages of transaction	Info on ancillary restrictions	Other Member States notified	Power of attorney to represent the companies	Supporting documents prepared in the context of the transaction	Summary of the transaction for publication (non-confidential version)	Last update
Romania	YES Copies of final versions or of the most recent versions of all the constitutive documents of the transaction (copy of offer letter, if it is a public bid)	YES - Nature of the transaction (including estimated calendar of major events; ownership and control structure both before and after performance of the transaction; financial aid received, including from public sources; economic sectors) - Value of the transaction - Economic motivation <i>[Under this section, the following must also be provided: - Turnover info of the parties (worldwide, EU, national levels, and breakdown by categories of products at national level)]</i>	YES - The Summary must contain explanations of the economic and strategic motivation - Section covering details about the concentration must include economic motivation		YES	YES If the notifications are signed by representatives of undertakings, they shall provide the written proof attesting that they are empowered in this regard	YES Copies of analyses, reports, studies, investigations and of all the comparable documents prepared by/for any member of the board of directors or of other management bodies or of the general assembly of shareholders in view of evaluating or analysing the concentration in terms of market shares, competition conditions and competitors (existing and potential) , and from the point of view of the motivation of the concentration, potential of sales increase or of extension to other product or geographic markets and/or of the general market conditions	YES Summary, stating the parties, the nature of the economic concentration, the activity fields of the parties making the notification, the markets which will be impacted (including the main affected markets), and the economic and strategic motivation of the concentration	April 2016

State									
	Transmission of the acts effecting the transaction	Info on legal & financial aspects of the transaction	Info on objectives / advantages of transaction	Info on ancillary restrictions	Other Member States notified	Power of attorney to represent the companies	Supporting documents prepared in the context of the transaction	Summary of the transaction for publication (non-confidential version)	Last update
Slovakia	<p>YES</p> <p>Documents relating to establishment of transaction, such as:</p> <ul style="list-style-type: none"> - contract or any other doc based on which the transaction has been established or should be established, - if it is an acquisition bid, the copy of a bid 	<p>YES</p> <ul style="list-style-type: none"> - Nature of the transaction - If it is a JV, specific info on full functionality - Description of particular acts establishing transaction - Proposed or expected date of all relevant events - Value of transaction - Description of financial backing (and resulting rights and obligations which might affect the control) <p><i>[Under this section, the following must also be provided:</i></p> <ul style="list-style-type: none"> <i>- For each undertaking, aggregate national turnover and aggregate worldwide turnover]</i> 	<p>YES</p> <p>Describe strategic and economic reasons for the transaction</p>		<p>YES</p> <p>List all other NCAs that have been or will be notified, date of notification and reasons why it is not a concentration reviewed by the EC Commission</p>	YES	<p>YES</p> <p>Copies of the following documents, relating to concentration:</p> <ul style="list-style-type: none"> - minutes from meeting of general assembly, minutes from meeting of board of directors, supervisory board, management or similar body - analyses, reports, studies, overviews or other similar docs prepared for assessment and analyses of the transaction, relating to competition, market shares, current and potential competitors, comprising justification of concentrations, potential of sale growth or potential of expansion towards other product relevant markets or geographic relevant markets - analyses, reports, studies, overviews or other similar documents for <u>last two years</u> comprising information for analyses of markets defined relating to market shares, competition conditions, current and potential competitors and potential of sale growth or potential of expansion towards other product or geographic markets 	<p>YES</p> <p>Brief summary of:</p> <ul style="list-style-type: none"> - name of undertakings concerned and economic group which they belong to, including areas of their activities; and - basis of concentration, without business secrets and confidential info 	April 2016

State									
	Transmission of the acts effecting the transaction	Info on legal & financial aspects of the transaction	Info on objectives / advantages of transaction	Info on ancillary restrictions	Other Member States notified	Power of attorney to represent the companies	Supporting documents prepared in the context of the transaction	Summary of the transaction for publication (non-confidential version)	Last update
Slovenia	YES Certified copies of final or the most recent versions of all docs on the basis of which the transaction took place (In a public bid, copy of the bid doc)	YES - Nature of the transaction (including explanation of economic and financial structure; proposed or expected calendar; proposed structure of ownership and control after operation; any financial support received, including from public authorities) - Economic areas - Value of the transaction [Notification of a concentration is obligatory where in the business year preceding the concentration: • the combined turnover of the undertakings concerned (including undertakings belonging to the same group) exceeded €35 million in Slovenia; and • either the turnover of the undertaking acquired (ie, the target), including undertakings belonging to the same group, exceeded €1 million in Slovenia; or in the case of the creation of a full-function joint venture, the turnover of at least two undertakings concerned (including undertakings belonging to the same group) exceeded €1 million in Slovenia. Even where these turnover thresholds are not met, the undertakings concerned are obliged to inform the CPA of the implementation of a concentration, if they represent a combined market share of more than 60 per cent in Slovenia.	- Economic justification of the transaction	YES - Identify each ancillary restriction in the agreements provided for which an assessment is requested in conjunction with the merger - Explain why these are indispensable for the implementation of the merger	YES	YES In the section pertaining to the parties, the representatives / agents are requested to provide written proof that they are authorised to act	YES Copies of analyses, reports, studies, surveys and any comparable documents submitted or prepared by or for any member of the board of directors, supervisory board, management board or for any other person or by other person exercising similar functions or the shareholders' meeting with a view of assessing or analysing the concentration with respect to market shares, conditions of competition, competitors (actual and potential), the reasons for the concentration, potential for sales growth or expansion to other product or geographic markets, and/or general market conditions	N/A	April 2016

State									
	Transmission of the acts effecting the transaction	Info on legal & financial aspects of the transaction	Info on objectives / advantages of transaction	Info on ancillary restrictions	Other Member States notified	Power of attorney to represent the companies	Supporting documents prepared in the context of the transaction	Summary of the transaction for publication (non-confidential version)	Last update
Spain	YES Copy of the final or most recent version of the docs relating to the agreement that give rise to the concentration operation, and translation	YES Nature of the transaction Economic and financial aspects, such as: - assets and securities and amount and form of consideration; - existence, nature and amount of support from public authorities; - structure of ownership and control after operation. <i>[Under this section, the following must also be provided: - turnover of participants (worldwide, EU, Spain)]</i>	YES Description of economic rationale of operation Also, describe the European Community and worldwide context of the operation and position of the parties there. Identify the expected effects for the parties to the operation with respect to those contexts, in particular, as regards their international competitiveness.	YES With a description of what they consist of (non-compete clauses, non recruitment of personnel clauses, confidentiality agreements, etc...), along with duration and content, and reasons why it should be treated as ancillary	YES	YES Power of attorney or certified photocopy thereof with a sworn translation	YES - Copies of the reports or explanatory docs that the parties have prepared or commissioned from third parties in connection with the operation for their management bodies, for shareholders or for investors and analysts - Analyses, reports or studies considered of relevance	NO	

State									
	Transmission of the acts effecting the transaction	Info on legal & financial aspects of the transaction	Info on objectives / advantages of transaction	Info on ancillary restrictions	Other Member States notified	Power of attorney to represent the companies	Supporting documents prepared in the context of the transaction	Summary of the transaction for publication (non-confidential version)	Last update
Sweden	<p>YES</p> <p>- Transfer agreements and any shareholder agreements or other contracts and docs that demonstrate the intention to implement the concentration</p> <p>- For a public takeover bid, the document containing the bid and which is presented to the shareholders or the press release issued in accordance with the applicable rules for public offers in stock markets</p>	<p>YES</p> <p>- nature of the concentration,</p> <p>- proposed/expected date of major events designed to bring about the implementation of the concentration, and</p> <p>- proposed structure of ownership and control after concentration</p> <p>Value of the transaction</p> <p><i>[Under this section, the following must also be provided:</i></p> <p><i>- For each undertaking:</i></p> <p><i>a) world-wide turnover, and</i></p> <p><i>b) turnover in Sweden for the preceding financial year]</i></p>			YES	<p>YES</p> <p>A power of attorney for the representative only needs to be submitted <u>if it has been requested</u> by the CA.</p> <p>Normally, no power of attorney is required.</p>	<p><u>If there are markets concerned</u>, provide supporting documents in the form of analyses, market surveys and any comparable documents produced or used by the undertaking's management, supervisory board or shareholders' meeting to assess the transaction between undertakings with respect to market shares, competitive conditions, competitors, the purpose of the transaction and general market conditions</p>	<p>YES – must cover the undertakings concerned, the nature of the concentration, the areas of activity of the parties and the markets on which the concentration will have an impact (<u>500 words max</u>)</p>	

State	Transmission of the acts effecting the transaction	Info on legal & financial aspects of the transaction	Info on objectives / advantages of transaction	Info on ancillary restrictions	Other Member States notified	Power of attorney to represent the companies	Supporting documents prepared in the context of the transaction	Summary of the transaction for publication (non-confidential version)	Last update
UK	<p>YES</p> <p>Copy of the documents bringing about the merger situation, including any heads of terms, memorandum of understanding, sale and purchase agreement, business purchase agreement or equivalent (if not in final form, provide the latest draft and keep the CA informed of any subsequent changes)</p>	<p>YES</p> <p>Description of the merger, including:</p> <ul style="list-style-type: none"> - the merger parties - the type of transaction - the consideration - the key terms - the timing - the strategic and economic rationale for the transaction - the ownership structure pre and post-merger, including any pre-merger links between the merger parties <p>Explanations of why a relevant merger situation has been created (or why arrangements are in progress or contemplation which will result in the creation of a relevant merger situation)</p>	<p>YES</p> <p>The section describing the transaction must cover the strategic and economic rationale for the transaction</p> <p>Also, info on the rationale of the transaction to be provided in the supporting documentation</p>		<p>YES</p> <p>In addition, the merger parties must indicate if they are willing to <u>offer a waiver</u> to support coordination between the CA and the other NCAs</p>	<p>YES</p> <p>If parties authorise someone to complete the form on their behalf and to act for them in further correspondence with the CA, they must <u>sign the authorisation at Part III of the form</u></p>	<p>YES</p> <p>Provide copies of <u>any</u> documents which:</p> <ul style="list-style-type: none"> a. have been prepared by or for, or received by, any member of the board of directors or senior management or shareholders of either party, and b. either: <ul style="list-style-type: none"> i) set out the rationale for the merger (including but not limited to the benefits of, and/or investment case for, the acquisition), or ii) assess or analyse the merger with respect to competitive conditions, competitors (actual and potential), potential for sales growth or expansion into new product or geographic areas, market conditions, market shares and/or the price to be paid (including post-transaction business plans or strategy). <p>Parties must provide a press release or report and details of any notifications to listing authorities or other documentation evidencing that the merger has been made public</p>	N/A	April 2016

State									
	Transmission of the acts effecting the transaction	Info on legal & financial aspects of the transaction	Info on objectives / advantages of transaction	Info on ancillary restrictions	Other Member States notified	Power of attorney to represent the companies	Supporting documents prepared in the context of the transaction	Summary of the transaction for publication (non-confidential version)	Last update
Norway	YES Copies of the final or most recent versions of all documents bringing about the transaction	YES - Description of the transaction - Executive summary of the transaction, specifying the parties, the nature of the transaction, and the strategic and economic rationale for the transaction	YES In the executive summary, explain the economic rationale for the transaction		YES Provide information if other MS notified		The most important board documents concerning the transaction, including protocols and minutes, should be attached to the notification.	YES The parties must provide a separate non-confidential version of the notification	April 2016

Standard Merger Notification Form Information Requirements – Part 2: Description of the Companies

DISCLAIMER: This publication is a compilation of information received from national competition authorities of the European Union and the Competition Directorate General of the European Commission ("the Authorities"). Information provided in this publication is not exhaustive and is for information purposes only. It does not constitute professional or legal advice and does not give rise to legitimate expectations on the part of any undertaking or third party. The content of this publication is not binding and does not reflect any official or binding interpretation of procedural rules or the practice of any Authority. It does not represent the official position of any Authority. Neither any Authority nor any person acting on its behalf is responsible for the use which might be made of information contained in this compilation.

Member State	Description of the Companies					Last Update
	Accounts & annual report(s)	Shareholding info Previous ownership & control info	Economic & financial information pertaining to the activities concerned by the transaction	Previous operations conducted by the companies	Info on undertaking/members of boards or management who are also shareholder/members of boards or management of other companies	
Austria	Annual reports and annual accounts of the undertakings concerned for the last closed financial year	The ownership and control structure of the undertakings concerned shall be described. A list of all undertakings (<i>parents, subsidiaries, sisters etc.</i>) with which the undertakings concerned have control links (as specified in the Cartel Act) shall be provided. This also includes companies where at least 50 % of the management or of the supervisory board/board of directors is identical.	For each of the undertakings concerned, a) worldwide turnover; b) EU-wide turnover; c) turnover in Austria achieved in the last financial year shall be stated. Also, it shall be explained why the notified concentration does not have EU-dimension within the meaning of the EU Merger Regulation.	A list of all acquisitions which were acquired during the last 3 years by the undertakings concerned in undertakings active in affected markets shall be provided.	Only if control link as defined in the law	April 2016
Belgium	Copies of the most recent annual reports and accounts of all the parties	For each of the parties to the concentration, the notifying parties must provide a list of all undertakings which are part of the same group. This list must include i) all undertakings or persons directly or indirectly controlling these parties (<i>parents</i>); ii) all undertakings active in any affected market that are controlled directly or indirectly by these parties (<i>subsidiaries</i>), iii) all undertakings active in any affected market that are controlled directly or indirectly by one of <i>parents</i> (<i>sisters</i>). For each of the listed undertaking or person, the nature and means of control shall be specified. The proposed post-completion ownership and control structure shall be described.	For each of the undertakings concerned by the concentration, d) worldwide turnover; e) turnover for the European Community as a whole; f) turnover in Belgium for the last financial year shall be stated.	With regard to the parties (including each undertaking or person belonging to the undertaking's group) details of participating interests acquired during the last 3 years by the groups of the undertakings concerned in the capital of undertakings operating in affected markets shall be provided.	With regard to the parties to the concentration (including each undertaking or person belonging to the undertaking's group) the following shall be provided: i) a list of all other undertakings which operate in affected markets in which undertakings or persons of the group hold individually or collectively at least 10% of the voting rights, issued share capital or other securities shall be provided (in each case, the holder needs to be identified and the percentage held must be stated); and ii) a list for each undertaking of the members of their executive bodies who are also members of the executive or supervisory bodies of any other undertaking which operates in affected markets, and, where applicable, for each undertaking a list of the members of their supervisory bodies who are also members of the executive bodies of any other undertaking which is active in affected markets.	April 2016
Bulgaria	Copies of the most recent annual reports and accounts of all the undertakings (along with audit reports and all notes to them). When the parties have the obligation to prepare consolidated annual reports, these should be attached along with the audit report.	The notifying parties must provide a list of i) undertakings participating in the concentration, ii) undertakings and persons exercising direct or indirect control over undertakings participating in the concentration (<i>parents</i>), iii) undertakings in which control is exercised by undertakings participating in the concentration (<i>subsidiaries</i>), iv) undertakings directly or indirectly controlled by <i>parents</i> (<i>sisters</i>) and v) undertakings controlled jointly by the above undertakings.	The notifying parties must provide for all undertakings participating in the concentration their aggregate combined turnover in Bulgaria achieved in the last financial year. The CA may request from the notifying parties information on the above undertakings' i) worldwide turnover, ii) Community-wide turnover, iii) EFTA-wide turnover, iv) <u>turnover in each EU Member State</u> , v) <u>turnover in each EFTA State</u> , vi) <u>the Member State in which more than 2/3 of Community-wide turnover is achieved</u> , and vii) <u>the EFTA State in which more than 2/3 of EFTA-wide turnover is achieved</u> .	Not required	Regarding the undertakings participating in the concentration (including all undertakings or persons belonging to their groups) a list of the members of their managing bodies, who are also members of the managing bodies of another undertaking operating in markets likely to be affected by the concentration must be submitted.	April 2016

Member State	Description of the Companies					Last Update
	Accounts & annual report(s)	Shareholding info Previous ownership & control info	Economic & financial information pertaining to the activities concerned by the transaction	Previous operations conducted by the companies	Info on undertaking/members of boards or management who are also shareholder/members of boards or management of other companies	
Croatia	Copies of the most recent annual reports and accounts of all the parties	The notifying parties must provide for each of the parties to the concentration a list of i) all undertakings controlled by them (" <i>subsidiaries</i> ") and ii) all undertakings controlling them (" <i>parents</i> "). The proposed post-completion structure of ownership and control shall be described.	For each of the undertakings concerned by the concentration, the following data for the last financial year must be provided: i) consolidated aggregate worldwide turnover and ii) consolidated aggregate turnover achieved in Croatia.	With respect to the parties to the concentration (including undertakings or persons belonging to the undertaking's group) details of other concentrations implemented during the last 3 years by the parties to the concentration (including undertakings or persons belonging to the undertaking's group) active in affected markets shall be provided.	With respect to the parties (including undertakings or persons belonging to the undertaking's group) the following must be provided: i) a list of all other undertakings active in affected markets in which the parties to the concentration including undertakings and persons from their groups hold individually or collectively 10% or more of the voting rights, issued share capital or other securities (for each of the listed undertakings, the holder needs to be identified and the percentage held must be stated); and ii) for each party to the concentration including undertakings and persons from their groups a list of the members of their boards of management and of supervisory boards who are also members of the boards of management or of the supervisory boards of any other undertaking active in affected markets.	April 2016
Cyprus	The most recent annual reports and audited financial reports of all the undertakings	The proposed post completion structure of ownership and control. In relation to every participant in the concentration, details must be given about all the undertakings connected, mentioning in each case the nature of the controlling relationship and the ways in which it has been acquired. In such a case, the relevant undertakings must collectively from now on be described as "groups of undertakings".	Provide details regarding the turnover in the Republic and worldwide of each undertaking. <u>Provide details about every participant in the transaction regarding profits before the deduction of taxes and the number of the persons employed in the Republic and outside it.</u>	NO	For every group of undertakings details must be given about any other undertakings which operate in the affected markets (as defined in Schedule I). (a) in which the group holds, either alone or together with other groups, at least 10% of the shares or voting rights; (b) which have as members of their boards of directors the members of the boards of directors of this group, mentioning in each case the names of the members concerned.	April 2016

Member State	Description of the Companies					Last Update
	Accounts & annual report(s)	Shareholding info Previous ownership & control info	Economic & financial information pertaining to the activities concerned by the transaction	Previous operations conducted by the companies	Info on undertaking/members of boards or management who are also shareholder/members of boards or management of other companies	
Czech Republic (Y)	i) Annual reports including the audit of annual financial statements and ii) consolidated financial statements for the last finished accounting period of all the undertakings	The notifying parties must provide i) a list of all persons directly or indirectly controlling the undertakings concerned (" <i>parents</i> "); ii) a list of all persons directly or indirectly controlled 1. by the undertakings concerned (" <i>subsidiaries</i> "), 2. by any of the <i>parents</i> (" <i>sisters</i> "), 3. jointly by two or more persons referred to above (i.e. by <i>parents</i> , <i>subsidiaries</i> and <i>sisters</i>). For each of the above persons, i) corporate name, ii) registered office, iii) scope of business and iv) the nature and means of control shall be specified. The notifying parties shall provide the pre and post completion structure of ownership and control of the undertakings concerned.	For each of the undertakings concerned, a) turnover in the Czech Republic and b) worldwide turnover in the last financial year shall be stated. <u>Turnovers of the undertakings concerned shall be broken down into:</u> a) turnover of the undertaking concerned; b) turnover of each of the persons who will control the undertakings concerned after the concentration; c) turnover of each of the persons controlled by the undertakings concerned; d) turnover of each of the persons controlled by the person who will control the undertakings concerned after the concentration; and e) turnover of each of the persons jointly controlled by the persons referred to in a) to d) above. <u>Also, the parties are required to provide data on the undertakings' turnover in EU and each of the EU Member States.</u>	For the relevant markets where the undertakings concerned (including persons who belong to the undertaking's group) are active, the notifying parties are asked to provide details of all concentrations carried out during the last 3 years, where one of the parties to the concentration was i) any of the undertakings concerned or ii) person who belong to the undertaking's group.	With respect to the undertakings concerned (including individual persons who belong to the undertaking's group), a list of all other undertakings which are active in affected markets in which the undertakings concerned (including individual persons who belong to the undertaking's group) hold individually or collectively at least 10% of the voting rights shall be provided (for each of the listed undertakings, the holder needs to be identified and the percentage held in the voting rights must be stated). With respect to the individual undertakings, the following information shall be provided: i) a list of persons who belong to the boards of management or are the members of the boards of management of the undertakings concerned, who are also the boards of management or their members or the members of the supervisory boards of any other undertaking which is active in the same affected markets, and ii) a list of members of the supervisory boards of the undertakings concerned, which are also the boards of management or their members or members of the supervisory boards of any other undertaking which is active in the same affected markets.	April 2016
Denmark	The most recent audited annual financial statements and annual reports for each of the parties. Where undertakings have been sold or acquired after the conclusion of the most recent financial year, documentation must be enclosed.	For each of the parties to the merger, a list of all undertakings belonging to the same group. This list must include: a) all undertakings or persons controlling these parties, directly or indirectly (" <i>parents</i> "); and b) all undertakings active on any of the relevant markets and which are controlled, directly or indirectly, by: i. one or more of the parties to the merger (" <i>subsidiaries</i> "); ii. any other undertaking identified in subsection a) (" <i>sisters</i> "). For each entry listed above, the nature and means of control should be specified. The proposed post completion structure of ownership and control	For each of the undertakings concerned, please state the following for the most recent financial year: a) turnover in Denmark; b) turnover in the EU; and c) global turnover.	Details of acquisitions made during the last 3 years by the groups of undertakings related active in one or more of the relevant markets.	A list of all other undertakings which are active on any of the relevant markets and in which undertakings, or persons, of the group hold individually or collectively 10% or more of the voting rights, issued share capital or other securities; A list for each undertaking of the members of their board of management or board of directors who are also members of the board of management or the board of directors of any other undertaking which is active in one or more of the relevant markets (name of the other undertaking and the positions held as well as the name and title of the person holding the position).	April 2016

Member State	Description of the Companies					Last Update
	Accounts & annual report(s)	Shareholding info Previous ownership & control info	Economic & financial information pertaining to the activities concerned by the transaction	Previous operations conducted by the companies	Info on undertaking/members of boards or management who are also shareholder/members of boards or management of other companies	
Estonia	Originals or copies of annual reports and annual accounts of the parties for the financial year preceding the transaction	For each party, a list of all undertakings that belong to the same group as them shall be provided. The pre and post completion structure of ownership relations and control of the parties shall be described.	Turnovers of the parties for the preceding financial year achieved i) in Estonia and ii) worldwide shall be provided.	For each of the parties and undertakings belonging to the same group as these parties, acquisitions of control of any undertaking active in affected markets carried out <u>within 2 years preceding the transaction</u> shall be stated.	For each of the parties and undertakings belonging to the same group as these parties: i) a list of other undertakings active in affected markets in which the parties (and undertakings from their groups) have at least a 10% holding; and ii) a list of members of the directing bodies of each of the parties (and undertakings from their groups) who are also members of the directing bodies of any other undertaking active in affected markets shall be submitted.	April 2016
Finland (Y)	The latest annual report of each party and each entity or foundation part of the same group of companies, and the latest profit and loss account drawn up	A list of all the entities and foundations part of the same group of companies as each party. If these entities or foundations engage in business in the relevant markets, the nature of the relation of control and the means of execution thereof between each entity and foundation and the party. Detailed account of the shares obtained by each party and the entities and foundations part of the same group of companies in such entities and foundations during the 2 years preceding who are active in some of the relevant markets.	If business activities are acquired through the arrangement, a brief description of the facilities, machinery, staff, immaterial rights etc. that are the object of the acquisition. The combined worldwide turnover/combined turnover accumulated from within Finland /of each party & the entities and foundations part of the same group of companies as the party. An account on the grounds of adjustment if the turnover has been mathematically adjusted due to the accounting period differing from 12 months or due to the disposition, suspension or acquisition of business operations. Public financial support received for the ordinary activities of each party to the concentration and the entities and foundations part of the same group during the past accounting period. The nature and amount of the support and an account of whether the support is included in the turnover of the recipients. If the combined worldwide turnover of all the parties to the concentration is more than 2500 million Euros, a short explanation why the concentration is notified to Finland and not to the Commission	A detailed description of the acquisitions of business operations and control made <u>during the 2 years preceding the acquisition</u> , through which the accumulated turnover has been included in the turnover of the object of the acquisition.	The ownerships of each party and the entities and foundations part of the same group of companies, which either separately or jointly entitle them to a minimum of a 10% share of share capital or voting rights in an entity or foundation active in the relevant markets A list of the members of the governing bodies or operative management of each party to the concentration and the entities and foundations part of the same group also holding a similar position in some other entity or foundation active in the relevant markets The name of each entity or foundation and the position of the person named therein.	April 2016
France (N)	The financial statements and, if they exist, the consolidated accounts and the latest annual report	The list of the parties' undertakings, as well as the shareholder agreements	A summary of financial data for the last 3 fiscal years, including total turnover, total EU turnover and total French turnover	Acquisitions made during the last 3 years	The list and amount of interests held by the undertaking or its shareholders in other companies if the participation confers directly or indirectly at least a blocking minority or allows to appoint at least one member of the Board of Directors	April 2016

Member State	Description of the Companies					Last Update
	Accounts & annual report(s)	Shareholding info Previous ownership & control info	Economic & financial information pertaining to the activities concerned by the transaction	Previous operations conducted by the companies	Info on undertaking/members of boards or management who are also shareholder/members of boards or management of other companies	
Germany (N)	NO	Information that has to be provided according to the German Competition Act (there is no mandatory notification form) for every undertaking concerned: - The name of the company, location of the headquarters or registered office - The type of business - In the case of an acquisition of shares in another company: the size of the interest acquired and the size of the interest already held. - The companies that belong to the acquiring group or the group to which the target company belongs shall be presented, as well as the group's structure and the relation between these companies.	For each undertaking: - turnover in Germany, in the EU and worldwide in the last financial year.	NO	NO	April 2016
Greece	Copies of the most recent annual reports and financial statements of all the parties	Each of the parties provide a list of all undertakings belonging to the same business group. The list should include: - All undertakings or persons controlling these parties, directly or indirectly (<i>"parents"</i>). - All undertakings active on any affected market and which are controlled, directly or indirectly: a) by these parties (<i>"subsidiaries"</i>); b) by any other undertaking from those mentioned above (<i>"sisters"</i>). For each of the above requested entries will be simultaneously determined the nature and means of control.	For each of the parties to the concentration provides the following data for the last financial year : - Worldwide turnover - Turnover in the Greek market	Details of any acquisitions, operating in these markets made by the last 3 years by the groups listed.	For the parties to the concentration and each undertaking or person identified as a company of the group/ shareholder provide: List of all companies operating in these markets in which companies or persons, of the group hold individually or collectively at least 10% of the voting rights, issued share / capital or other securities. For each case, identify the holder and state the percentage held; List of members of the governance body (Board of Directors, management, etc.) of each company, which are also members of the boards of management or of the supervisory operating in the affected markets; and (where applicable) for each undertaking a list of the members of the supervisory board, who are also members of another enterprise governance body which is active in affected markets. In each case, identify the names of other companies and the positions held in these above members	April 2016

Member State	Description of the Companies					Last Update
	Accounts & annual report(s)	Shareholding info Previous ownership & control info	Economic & financial information pertaining to the activities concerned by the transaction	Previous operations conducted by the companies	Info on undertaking/members of boards or management who are also shareholder/members of boards or management of other companies	
Hungary	Originals or copies of annual reports of the parties for the closed business year preceding the transaction	<p>Undertakings belonging to groups of undertakings participating in the concentration shall be identified in the section of the notification form dedicated to the parties' turnovers.</p> <p>The notifying parties are asked to describe the structure of the group before and after the concentration.</p> <p>Relations, existing before the proposed concentration, between the undertakings (or groups of undertakings) participating in the concentration and other undertaking(s) independent of the parties to the concentration, shall be described taking into account i) control (<i>controlling and controlled undertakings, percentage of ownership, controlling rights</i>), ii) personal overlaps (<i>executive official positions held by the same person</i>), iii) powers related to executive officials (<i>right to appoint, elect or remove an executive official</i>) iv) ability to influence decisions of the undertaking and v) other significant contractual economic relationships.</p>	Turnovers of the parties (taking into account the groups of undertakings: <i>the direct parties to the concentration, their subsidiaries, parents, sisters</i>) achieved in the preceding business year i) in Hungary, ii) worldwide and iii) in EU shall be provided.	<p>For the purposes of assessing turnover thresholds, concentrations between the group of undertakings acquiring control and undertakings of the seller's group which were not subject to the Hungarian CA's review and which took place within a 2-year period preceding the notified transaction shall be identified.</p> <p>Also, any closed or ongoing proceedings conducted by the European Commission or by a NCA in the 2 years preceding the notified concentration that involved the groups of undertakings participating in the notified concentration.</p>	See column on shareholding info.	April 2016
Ireland	Copy of the most recent annual report for each undertaking involved	<p>Describe the pre and post completion structure of ownership and control of the undertakings involved.</p> <p>With respect to each undertaking involved, list the undertakings in the group and the person or persons controlling these directly or indirectly.</p>	Provide the turnover of each undertaking involved, both worldwide and in the State for the last financial year for which such information is available and for any available interim period in the current year.		Shareholdings of more than 10% held by each undertaking involved in a competitor or potential competitor. A potential competitor can be regarded as an undertaking operating upstream or downstream in an area of overlap or an undertaking which has plans to enter the area of overlap, or has developed or pursued such plans in the past 2 years.	April 2016

Member State	Description of the Companies					Last Update
	Accounts & annual report(s)	Shareholding info Previous ownership & control info	Economic & financial information pertaining to the activities concerned by the transaction	Previous operations conducted by the companies	Info on undertaking/members of boards or management who are also shareholder/members of boards or management of other companies	
Italy	Annual reports and accounts for the <u>last 3 years</u> of all the parties	<p>CONTROL</p> <ul style="list-style-type: none"> - Indicate the level of participation, direct and indirect, to the share capital of the company referred to in point (a); - Indicate whether the control is exercised directly (D) or Indirect (I); - In the case of indirect control state the party exercising direct control; - Indicate the date of acquisition of control. <p>AT STOCK EXCHANGE LISTING - State whether the actions of the company referred to in (a) are listed on the Italian stock markets.</p>	<p>Indicate all the main economic activities performed by each party to the transaction.</p> <p>State the turnover of each party for each of the <u>past 3 years</u>, specifying:</p> <ul style="list-style-type: none"> - i. overall worldwide turnover; - ii. turnover from sales in Italy; - iii. turnover from sales in the EU; - iv. <u>turnover from sales to subsidiaries or parent companies</u>. <p>For the data on the turnover referred to in i, ii, and iii, state whether the amount is the consolidated value.</p>	Acquisitions made in the last 3 years of companies operating in the affected markets	<p>1) For each of the parties whenever, individually or jointly with others, they own not less than 10% of the share capital or the shares with voting rights (5% in the case of listed companies) in undertakings (other than subsidiaries) operating in the markets affected by the concentration or which control undertakings operating on those markets:</p> <ul style="list-style-type: none"> - Name all the undertakings operating on the affected markets in which the party owns, individually or jointly with other parties, directly or indirectly, a share of not less than 10% of the share capital or shares having voting rights (5% in the case of companies listed on the stock exchange). For each undertaking specify (a) the affected market on which it operates, (b) the undertaking name, registered office and, in the case of Italian-registered companies, the Italian tax code, and (c) the equity interest owned. <p>2) For each of the parties whenever members of their management boards are also members of the management boards of any other undertakings (other than subsidiaries) operating on the affected markets and which control undertakings operating on those same markets:</p> <ul style="list-style-type: none"> - Name all the undertakings operating on the affected market or which control undertakings operating on those markets, whose management boards include persons who are simultaneously members of the management boards of the undertaking referred to above (excluding the subsidiary). In each instance specify (a) the affected market on which the undertaking operates, (b) the undertaking name, registered office and, for Italian-registered companies, the tax code number, (c) the name of the member of the management boards and (d) the office or post held in the undertaking operating on the affected market. 	April 2016

Member State	Description of the Companies					Last Update
	Accounts & annual report(s)	Shareholding info Previous ownership & control info	Economic & financial information pertaining to the activities concerned by the transaction	Previous operations conducted by the companies	Info on undertaking/members of boards or management who are also shareholder/members of boards or management of other companies	
Latvia	Annual reports of the last financial year of each market participant	<ul style="list-style-type: none"> - Full information on the ownership of the merger participants and their concerned companies. With respect to each undertaking involved, list the undertakings in the group and the person or persons controlling these directly or indirectly. - The intended structure of the property, the right of use and control after the merger. 	<p>Present and planned type of activities (for all undertakings involved).</p> <p>Net turnover of the last financial year and the total turnover of a market participant in the territory of Latvia shall be indicated in a notification regarding each merger participant.</p>		<ul style="list-style-type: none"> -List of market participants and natural persons (i.e.information on undertaking/members of boards or management bodies who are also shareholder/members of boards or management of other companies) who have direct or indirect control (more than half of capital assets, over economic activity, property rights, more than half of voting rights, opportunity to appoint more than half of the members of administrative bodies or right holders which represent market participants) within merger participants -Market participants in which the mentioned persons have control, indicating of the activity -Market participants, in which two or more above mentioned persons or/and market participants have joint control or opportunities 	April 2016
Lithuania	Copies of the documents of regular financial statement (annual balance-sheets, profit and loss accounts, explanatory notes) for the last 3 years preceding the transaction of all the undertakings participating in concentration, including the associated undertakings	<ul style="list-style-type: none"> - The ownership and control structure of the undertakings participating in the concentration, including associated undertakings, before and after the implementation of the concentration. - A list of all undertakings belonging to the same economic group. - A list of the shareholders (interest holders) which hold at least 10 percent of voting rights, issued shares or other securities of the undertakings participating in concentration and associated undertakings, including parts owned by each shareholder (interest holder) in percent. 	<ul style="list-style-type: none"> - Aggregate turnover of the each undertaking participating in the concentration, including turnover of associated undertakings in the last financial year preceding the concentration. 	Details of acquisitions of other undertakings operating in affected markets or markets where the concentration might have a significant impact made by the undertakings participating in concentration, including associated undertakings, during the last 3 years.	<ul style="list-style-type: none"> - A list of all other undertakings operating in affected markets or markets where the concentration might have a significant impact, in which the undertakings participating in concentration, including associated undertakings, individually or collectively hold at least 10 percent of voting rights, issued shares or other securities (identifying the holders and the parts owned by them in percent). - A list for each undertaking participating in concentration, including associated undertakings, of the members of their supervisory boards, boards of management or other management bodies who are also members of the supervisory boards, boards of management or any other management bodies of other undertakings which are active on each of the affected markets or markets where the concentration might have a significant impact (identifying the name of such undertakings, as well as the name and the positions held by their members). 	April 2016

Member State	Description of the Companies					Last Update
	Accounts & annual report(s)	Shareholding info Previous ownership & control info	Economic & financial information pertaining to the activities concerned by the transaction	Previous operations conducted by the companies	Info on undertaking/members of boards or management who are also shareholder/members of boards or management of other companies	
Malta	The most recent annual reports and accounts of all the parties to the concentration	For each of the parties provide a list of all undertakings belonging to the same group. This list must include all undertakings or persons controlling these parties, directly or indirectly and all undertakings active on any affected market that are controlled, directly or indirectly by these parties or by any other undertaking identified above. For each of them the nature and means of control should be specified.	The turnover in Malta of the parties concerned in the preceding financial year.	Acquisitions made during the last 3 years by the companies/groups involved in the merger.	With respect to the parties to the concentration and each undertaking or person identified in the list about control info, a list of all other undertakings which are active on affected markets (affected markets are defined in Section 6)6 in which the undertakings, or persons, of the group hold individually or collectively 10% or more of the voting rights, issued share capital or other securities;(the holder and%); a list for each undertaking of the members of their boards of directors who are also members of the boards of directors or of the supervisory boards of any other undertaking which is active on affected markets; and (where applicable) for each undertaking a list of the members of their supervisory boards who are also members of the boards of directors of any other undertaking which is active on affected markets;(name of the other undertaking and the positions held)	April 2016
Netherlands	The most recent financial statements and annual reports of the companies involved.	Give an indication (name) of the group, the names of all companies belonging to the group, registration number in commercial register, describe the control structure within the group, indicate in which sectors the companies are active	Total turnover in the preceding calendar year, as well as turnover in the Netherlands during that year	Acquisitions made during the last 3 years in the concerned market. For each of the companies, provide name, address, telephone and fax number and, if possible, the name of a contact person This information has only to be submitted in case of a license application (opening of phase II investigation).	For each of the undertakings concerned, name all other companies in the market concerned in which the parties hold alone or collectively a participation of 10% or more of the voting rights or share capital. Indicate the level of this participation. This information has only to be submitted in case of a license application (opening of phase II investigation)	April 2016

Member State	Description of the Companies					Last Update
	Accounts & annual report(s)	Shareholding info Previous ownership & control info	Economic & financial information pertaining to the activities concerned by the transaction	Previous operations conducted by the companies	Info on undertaking/members of boards or management who are also shareholder/members of boards or management of other companies	
Poland	<p>Copies of annual approved financial statements of undertakings participating in the concentration for the <u>last preceding year</u> (in particular the balance sheet, profit and loss account, cash flow report, statement of changes in share capital).</p> <p>Undertakings that have consolidated financial reports shall attach the approved consolidated report.</p>	<p>For each undertaking directly participating in the concentration a list of all the undertakings belonging to their capital group (this is the undertaking's group) shall be provided. In doing so, undertakings that realize turnover in Poland shall be identified.</p> <p>The planned post completion structure of ownership and control shall be described.</p>	<p>The parties shall demonstrate that the combined turnover of the undertakings participating in the concentration meets turnover thresholds set in the Competition Act (these thresholds are based on turnover achieved in the last financial year preceding the notification i/ worldwide and ii/ in Poland).</p> <p>The parties shall demonstrate that the combined turnover of the undertakings does not meet turnover thresholds set in the EU Merger Regulation.</p> <p>When calculating the parties' turnovers, the whole capital groups need to be taken into account with regard to active participants to the concentration. For the passive participants (target company or the acquired assets) parties are obliged to provide their turnover together with their subsidiaries – but not parent companies.</p>			April 2016
Portugal	<p>Consolidated annual reports and financial statements substitute the individual reports of all the undertakings included in the consolidation. Annual reports and financial statements need not be supplied on paper; delivery in digital form is sufficient.</p> <p>Forward the last three Annual Reports and Financial Statements of the Acquired Party/Parties</p>	<p>Identify each of the participating undertakings, stating its turnover in Portugal in the previous year. Describe the ownership structure and the means of control of the participating undertakings, in terms of shareholdings, before and after the operation. <u>Name the members of the governing bodies of each of the undertakings referred to.</u></p> <p>Forward the articles of association of the Notifying Party/Parties and acquired party/parties. Where they exist, submit any shareholders' agreements that are of importance in determining the form and means of control of the Notifying Party/Parties and acquired party/parties.</p>	<p>Indicate the turnover of the merging Party/Parties over the last 3 years in Portugal, EEA and worldwide.</p>	<p>Yes, to the extent they may be related to the current merger operation and/or can be relevant as previous assessments</p>	<p>List the undertakings (involved in the merger or that belong to the same group) operating in the relevant market(s), in which the directors of the participating undertakings discharge a similar function.</p> <p>List the undertakings (involved in the merger or that belong to the same group) operating in the relevant market(s), in which the undertakings individually or jointly possess a minority percentage (i.e. less than 50%) of the voting rights or of the capital issued or other securities. Indicate the respective holders and percentages held.</p> <p><i>Name the members of the governing bodies of the undertakings on the list referred to in the preceding point, mentioning those who discharge a similar function in another entity or undertaking which is active in the relevant market(s). Identify such undertakings by means of their corporate names.</i></p>	April 2016

Member State	Description of the Companies					Last Update
	Accounts & annual report(s)	Shareholding info Previous ownership & control info	Economic & financial information pertaining to the activities concerned by the transaction	Previous operations conducted by the companies	Info on undertaking/members of boards or management who are also shareholder/members of boards or management of other companies	
Romania	Copies of the balance sheets for the previous financial year or copies of the most recent reports and annual accounts of the parties to the concentration	<p>For each of the parties, a list of all the undertakings that are part of the same group must be provided.</p> <p>This list must contain:</p> <p>i) all the undertakings or persons controlling, directly or indirectly, the parties to the concentration ("<i>parents</i>");</p> <p>ii) all the undertakings active in any of affected markets that are controlled, directly or indirectly 1/ by the parties to the concentration ("<i>subsidiaries</i>") or 2/ by <i>parents</i> ("<i>sisters</i>").</p> <p>The ownership and control structure before and after the completion shall be described.</p>	<p>For each of the parties, provide the following information for the last 3 financial years:</p> <p>i) turnover at international level (worldwide turnover);</p> <p>ii) turnover at Community level;</p> <p>iii) turnover in Romania; and</p> <p>iv) <u>turnover in Romania broken down by categories of activities and products.</u></p> <p>The above turnovers must take into account the whole groups of the parties to the concentration.</p>	For each of the parties to the concentration and undertakings belonging to the same group as these parties the notifying parties are asked to provide details concerning the purchases made in the last 3 years by the groups of undertakings (of the parties to the concentration) of other undertakings active in affected markets.	<p>For each of the parties to the concentration and undertakings belonging to the same group as these parties</p> <p>i) a list of all other undertakings active in affected markets in which the parties to the concentration (and undertakings from their groups) hold individually or collectively 10% or more of the voting rights, issued share capital or other securities (the holder needs to be identified and the percentage held in the voting rights etc. must be stated); and</p> <p>ii) for each undertaking, a list of the members of the board of directors who are also members of the boards of directors or other management bodies of any other undertaking active in affected markets; and for each undertaking, a list of the members of the management bodies who are also members of the board of directors of any other undertaking active in affected markets shall be submitted.</p>	April 2016
Slovakia	i) Annual reports and ii) financial statements of the parties to the concentration for the last year before the concentration. If annual reports or financial statements are available in the register of financial statements or at websites of the party to the concentration, it is sufficient to state where they are available.	<p>The notifying parties must provide for each of the parties the following information: i) all undertakings or persons directly or indirectly controlling the party to the concentration ("<i>parents</i>"); ii) all undertakings or persons directly or indirectly controlled by the party to the concentration ("<i>subsidiaries</i>"); iii) all undertakings or persons directly or indirectly controlled by <i>parents</i> ("<i>sisters</i>").</p> <p>For each party of the concentration, the description of the structure of ownership and control before and after completion, the nature and means of control shall be specified.</p>	<p>For each party, i) turnover in Slovakia and ii) worldwide turnover achieved in the last financial year before the concentration shall be provided.</p> <p>The above turnovers include turnovers of all undertakings and persons belonging to the undertaking's group.</p>	The description of concentrations that cover the territory of Slovakia made during the last 3 years by the parties (including all undertakings or persons from groups of the undertakings concerned) shall be provided.	<p>A list of all other undertakings which are active in affected or potentially affected markets in which the party to the concentration (+ undertakings or persons belonging to the undertaking's group) hold individually or collectively at least 10% of the voting rights or issued share capital shall be provided (for each of the listed undertakings, the holder needs to be identified and the percentage held in the voting rights or issued share capital must be stated).</p> <p>For each party to the concentration (+ undertakings or persons belonging to the undertaking's group), the following must be provided: a list of persons who belong to the boards of management or are the members of the boards of management, members of the supervisory board or the boards of directors of the undertakings concerned, who are also the boards of management, members of the boards of management or the members of the supervisory board or the board of directors of any other undertaking which is active in affected or potentially affected markets.</p>	April 2016

Member State	Description of the Companies					Last Update
	Accounts & annual report(s)	Shareholding info Previous ownership & control info	Economic & financial information pertaining to the activities concerned by the transaction	Previous operations conducted by the companies	Info on undertaking/members of boards or management who are also shareholder/members of boards or management of other companies	
Slovenia	The most recent annual reports with audited financial statements of the parties to the concentration for at least the <u>last 3 financial years</u> , if they are not available in public records, shall be submitted. If a party is not obliged to audit accounting statements, regular accounting statements must be submitted.	The notifying parties need to provide for each of the parties a list of all undertakings belonging to the same group. This list must include i) all undertakings or persons directly or indirectly controlling the undertakings concerned (<i>"parents"</i>); ii) all undertakings active in any of the relevant markets directly or indirectly controlled: 1. by undertakings participating in the concentration (<i>"subsidiaries"</i>), or 2. by any of the <i>parents</i> (<i>"sisters"</i>). For each of the above persons, the nature and means of control shall be specified. The proposed structure of ownership and control after the completion of concentration shall be described.	For each party and other undertakings in the group, annual turnover in Slovenia in the preceding financial year needs to be provided. To this end, documents and parts of accounting statements or annual reports, if not available from public records, from which the stated annual turnovers are derived, shall be submitted.	Details of acquisitions made during the last 3 years by the undertakings active in relevant markets shall be provided.	For each undertaking participating in the concentration (including all undertakings and persons from the same group) the following must be provided: i) a list of all other undertakings which are active in any of the relevant markets in which the undertakings, or the persons, hold individually or collectively 10% or more of the voting rights, issued share capital or other securities (in each case, the holder must be identified and the percentage held must be stated); ii) a list of the members of the board of directors, management board, or any other body legally representing the undertaking and who are also members of the board of directors, management board, or any other body legally representing the undertaking or the supervisory board, of any other undertaking which is active in relevant markets; and for each undertaking, a list of the members of the supervisory board of the undertaking who are also members of the board of directors, management board or any other body legally representing any other undertaking which is active in relevant markets.	April 2016
Spain	Copy of the management reports and annual financial statements for the last financial year of the companies participating in the operation and, if applicable, of their parent companies.	For each of the participants involved in the concentration, provide a complete list of the companies belonging to the same group that are active in any of the affected markets, indicating their registered office. In particular, the list must include: -All companies or persons directly or indirectly controlling each of the participants (<i>"parents"</i>), -All companies active in any of the relevant markets directly or indirectly controlled: a) by the participants (<i>"subsidiaries"</i>); b) by any other company identified in the previous point (<i>"sisters"</i>). -Specification of the nature and means of control with respect to each person or company on the list. The structure of ownership and control after the completion of the operation. Also, a complete list of the companies belonging to the same group which are active in any of the affected markets.	Spanish, EU and World-wide turnover for all participants in the concentration operation during the last financial year.	Details of acquisitions made during the last 3 years by the groups/companies identified in the control info.	A complete list of all other companies (holder&%) which are active in the relevant markets in which the companies or persons of the group hold individually or collectively 10% or more of the voting rights, issued share capital or other securities. A list of the members of their boards of management who are also members of the boards of management or of the supervisory boards of any other company which is active in affected markets; and, where applicable, for each company, a list of the members of their supervisory boards who are also members of the boards of management of any other company which is active in affected markets (name of the other company and the positions held).	April 2016

Member State	Description of the Companies					Last Update
	Accounts & annual report(s)	Shareholding info Previous ownership & control info	Economic & financial information pertaining to the activities concerned by the transaction	Previous operations conducted by the companies	Info on undertaking/members of boards or management who are also shareholder/members of boards or management of other companies	
Sweden (Y)	Most recent annual reports for the parties	<p>- For each of the parties, provide a list including the following:</p> <p>a) All undertakings or persons controlling the parties, directly or indirectly (<i>"parents"</i>).</p> <p>b) All undertakings that are controlled, directly or indirectly, by the parties (<i>"subsidiaries"</i>) or by the undertakings specified under a) above (<i>"sisters"</i>) and that are active in a market concerned.</p> <p>- For each undertaking or person listed under a) and b) above, the nature and means of control should be specified.</p>		A list of all acquisitions made during the last 3 years by the groups of companies identified in Section 2 of undertakings active in a market concerned .	<p>Provide the following information about the parties and about each undertaking and person involved or related to the merger:</p> <p>a) A list of all other undertakings in which the undertakings, or persons, in the group of companies hold individually or jointly 10 per cent or more of the voting rights, issued share capital or other securities and which are active in a market concerned in accordance with Section 4 below. In each such case, identify the holder and state the percentage share held.</p> <p>b) A list for each undertaking of the members of their boards or management who are also members of the management or boards of any other undertaking that is active in a market concerned in accordance with Section 4 below. In each such case, identify the name of the other undertakings and the positions held.</p>	April 2016
UK (notice) (Y)	For each of the acquirer and acquirer group (if relevant) and the target (or merger parties in the case of a full merger), the most recent annual report and accounts and <u>last set of monthly management accounts</u> .	Describe the merger parties: provide their full legal names and explain how they fit within a wider group structure if relevant, specifying the ultimate ownership. Identify any legal or natural person which, directly or indirectly, owns, controls, or has material influence over (together, referred to hereafter as 'controls') any one of the merger parties and is active in any of the Candidate Markets		Brief details of any other transactions undertaken by: a. either of the merger parties in the <u>last 2 years</u> which involve the products or services in any Candidate Market identified and b. both or all merger parties in the <u>last 2 years</u> (that is, where the merger parties were party to the same transaction).		April 2016
Norway (Y)	The undertakings' last Annual Report and Accounts	Provide a description of the undertakings' legal and organisational structure, and their business areas. The description shall include undertakings in the same corporate group as the undertakings acquiring control.	Specify each of the undertakings' turnover and operating profit in Norway the last fiscal year. For firms acquiring control, figures from other group companies should be included.		Provide an overview of interests the undertakings have outside the group, but within the business areas affected by the concentration.	April 2016

Standard Merger Notification Form Information Requirements – Part 3: Markets

DISCLAIMER: This publication is a compilation of information received from national competition authorities of the European Union and the Competition Directorate General of the European Commission ("the Authorities"). Information provided in this publication is not exhaustive and is for information purposes only. It does not constitute professional or legal advice and does not give rise to legitimate expectations on the part of any undertaking or third party. The content of this publication is not binding and does not reflect any official or binding interpretation of procedural rules or the practice of any Authority. It does not represent the official position of any Authority. Neither any Authority nor any person acting on its behalf is responsible for the use which might be made of information contained in this compilation.

State	Markets & Effects of the Operation (info for each market)													
	Size of market and Market share of the companies	Market share of main competitors/importers and other information about them.	Info on companies' main clients	Info on companies' main suppliers	Info on cooperation agreements entered into (horizontal & vertical)	Info on market entry & exit	Info on distribution and after-sales services	Info on production capacity	Info on R&D	Info on trade organisations	Other: Structure of demand	Other: Structure and conditions of supply	Other	Last Update
Austria	<p>Yes. For <u>affected markets</u> (affected are i/ markets where the concentration leads to creating or strengthening of dominant position; ii/ horizontally affected markets where combined market share of the parties ≥ 15 %; iii) vertically affected market: market share of the parties in vertically linked markets ≥ 25 %) for each of the last 3 financial years</p> <ul style="list-style-type: none"> - market shares of the parties to the concentration ; Market shares shall be estimated based on the parties' sales in value and volume. - size of total market (in EUR and volume) <p>Also, for <u>markets not affected</u> by the transaction: for the last financial year</p> <ul style="list-style-type: none"> - market shares of the parties ; Market shares shall be estimated based on the parties' sales in value and volume. - size of total market (in EUR and volume) 	<p>Yes. Market shares of all competitors with a market share of at least 5% in each of the <u>affected markets</u> for each of the last 3 financial years</p> <p>Also, for <u>markets not affected</u> by the transaction:</p> <ul style="list-style-type: none"> - market shares of the 3 most important competitors for the last financial year 	<p>Yes. For <u>affected</u> markets, the parties are required to identify the 5 most important independent customers of the parties in affected markets (+ contact info).</p>	<p>Yes. The parties are required to identify the 5 most important independent suppliers of the parties in <u>affected</u> markets (+ contact info)</p>	<p>If there are affected markets, the current relationship between the parties (buyer, seller) has to be specified. Furthermore, the demand structure of the market, including the importance of sales agreements, has to be specified for the affected market</p>	<p>Yes. For affected markets, the parties are asked: 1/ to state whether there has been any significant entry into any affected market over the last 5 years + to identify the entrants; 2/ to indicate whether there are undertakings likely to enter the market in the foreseeable future.</p>	<p>Yes. For affected markets, provide a description of the distribution channels and of the customer service network prevailing in the market.</p>	No.	<p>Provide general information on foreseeable developments in research on the affected markets.</p>	No.	<p>Yes. Description of the structure of demand in terms of: - phases of the markets; - the importance of customer preferences (brand loyalty, customer services, etc.); - the degree of concentration or dispersion of customers; - the importance of distribution contracts.</p>	<p>Describe the distribution channels and the customer service structures (repair, service)for affected markets.</p>	<p><i>The Merger Notification Form is not obligatory but only recommended in order to guarantee a speedy investigation as that the CA receives all necessary information right from the start.</i></p> <p>The following is also required: i) info on cooperative effects of JV; ii) a section dedicated to concentrations in the media sector.</p>	April 2016

State	Markets & Effects of the Operation (info for each market)													
	Size of market and Market share of the companies	Market share of main competitors/importers and other information about them.	Info on companies' main clients	Info on companies' main suppliers	Info on cooperation agreements entered into (horizontal & vertical)	Info on market entry & exit	Info on distribution and after-sales services	Info on production capacity	Info on R&D	Info on trade organisations	Other: Structure of demand	Other: Structure and conditions of supply	Other	Last Update
Belgium	<p>Yes.</p> <p>Information shall be provided for each relevant affected markets, namely:</p> <ul style="list-style-type: none">- <u>horizontally affected markets</u> (combined market share of the parties ≥ 25%);- <u>vertically affected markets</u> (market share of the parties in vertically linked markets ≥ 25%); and- <u>other markets on which the operation may have a significant impact</u> (e.g.: one party is a potential competitor for the other, one party holds important IP rights, neighbouring markets involved,...)¹. <p>Information shall be provided for the last 3 financial years.</p> <p>- estimate of total size of market in terms of value and volume;</p> <p>- sales in values and volume of the parties as well as an estimate of their market shares; and</p> <p>- estimate of the HHI index pre and post-completion, as well as the delta (based on competitors' market shares).</p> <p>The total value and volume of a market must correspond to output (production) less exports from the geographic market plus imports into the geographic market.</p>	<p>Yes.</p> <p>For each relevant affected markets: Market shares of all competitors (including importers) with a market share of at least 5% in each of the <u>affected markets</u> for each of the last 3 financial years</p>	<p>Yes.</p> <p>The parties must identify the 5 main independent customers of the parties in each affected market (+ contact info) + their individual share of total sales of affected products made by each of the parties.</p>	<p>Yes.</p> <p>The parties must identify the 5 main independent suppliers of the parties (+ contact info) + the share of each of them in the purchases (of raw materials or goods used to produce the relevant products) of each of the parties.</p>	<p>Yes.</p> <p>The parties must:</p> <ul style="list-style-type: none">- state to what extent cooperation agreements exist in affected markets; and- provide copies and give details of the most important cooperation agreements concluded by the parties (R&D, licensing, joint production, specialisation, distribution, long term supply and exchange of information).	<p>Yes.</p> <p>The parties must:</p> <p>1/ state whether there has been any significant entry into any affected markets <u>over the last 5 years</u>; identify the entrants + give estimates of current market share of each entrant + provide an analysis of the barriers to entry encountered;</p> <p>2/ state whether there are undertakings likely to enter the market; explain why this entry is likely + give an approximate timeframe in which the entry is likely to occur.</p> <p>Further, a description of the various factors influencing entry into affected markets must be provided taking into account: total cost of market entry; legal or regulatory barriers; restrictions created by patents or intellectual property rights in the markets or held by the parties; importance of economies of scale for production or distribution and access to sources of supply.</p>	<p>Yes.</p> <p>The parties must describe the distribution channels and after-sales service networks that exist in affected markets.</p> <p>Also, the importance of exclusive distribution contracts needs to be assessed.</p>	<p>Yes.</p> <p>The parties must:</p> <ul style="list-style-type: none">- provide an estimate of the total capacity in Belgium for the last 3 years;- specify what proportion of this capacity is accounted for by each of the parties (for these last 3 years) + rates of capacity utilisation of each party;- indentify the location and capacity of the manufacturing facilities of each of the parties in affected markets.	<p>Yes.</p> <p>The parties must:</p> <ul style="list-style-type: none">- specify the importance of R&D in the ability of a firm operating in affected markets to compete in the long term; and- to explain the nature of R&D carried out in affected markets by the parties.	<p>Yes.</p> <p>The parties must identify:</p> <ul style="list-style-type: none">i) trade associations in affected markets of which the parties are members; andii) the most important trade associations in affected markets to which customers and suppliers of the parties belong (+ contacts for these trade associations).	<p>Yes.</p> <p>Description of the structure of demand in affected markets in terms of:</p> <ul style="list-style-type: none">- different market phases;- the importance of customer preferences (brand loyalty, pre- and after-sales services, etc);- the importance of product differentiation;- the importance of switching costs for customers;- concentration or fragmentation of demand;- the segmentation of customers into different groups;- importance of the share of demand represented by public bodies.	<p></p>	<p>The following is also required:</p> <ul style="list-style-type: none">- info on cooperative effects of joint ventures;- overall market context and efficiency gains (worldwide context and impact on intermediate and ultimate consumers; development of technical and economic progress).	<p>April 2016</p>

¹ These "other markets on which the notified concentration may have a significant impact" include for example a) markets where one of the parties has a market share more than 25 % and the other party is a potential competitor in this market or b) markets where one of the parties has a market share more than 25 % and the other party holds important intellectual property for this market.

State	Markets & Effects of the Operation (info for each market)													
	Size of market and Market share of the companies	Market share of main competitors/importers and other information about them.	Info on companies' main clients	Info on companies' main suppliers	Info on cooperation agreements entered into (horizontal & vertical)	Info on market entry & exit	Info on distribution and after-sales services	Info on production capacity	Info on R&D	Info on trade organisations	Other: Structure of demand	Other: Structure and conditions of supply	Other	Last Update
Bulgaria	<p>Yes.</p> <p>For <u>markets likely to be influenced by the transaction</u> (these are: a/ markets where the parties' activities overlap – horizontal relations; b/ markets where the parties' activities are vertically related; c/ one of the party is present in a neighbouring market), the following must be provided for the <u>last financial year</u>:</p> <ul style="list-style-type: none"> - total size of the market in terms of value and volume; - sales (in values and/or volume) and market shares of the parties; - manner in which undertakings participating in the transaction produce and/or sell the products (e.g. whether they manufacture or sell through local distribution facilities). <p>If the transaction leads to <u>creating or strengthening dominant position</u>, the data must be provided for the <u>last 2 years</u>.</p> <p>The total value and volume of a market should reflect output less exports from Bulgaria plus imports into Bulgaria.</p>	<p>Yes.</p> <p>For <u>markets likely to be influenced by the transaction</u>, parties must:</p> <ul style="list-style-type: none"> i) identify the <u>5 largest</u> competitors; and ii) provide their market shares (for the last financial year). 	<p>Yes.</p> <p>For <u>markets likely to be influenced by the transaction</u>, parties must identify the <u>5 largest</u> independent customers of the parties (+ contact info) + their individual share of total sales of products accounted for by each of those customers.</p>	<p>Yes.</p> <p>For <u>markets likely to be influenced by the transaction</u>, parties must identify the <u>5 largest</u> independent suppliers to the parties (+ contact info) + the parties' individual shares of purchases from each of these suppliers by groups of products or services of the supplies.</p>	<p>Yes.</p> <p>For markets likely to be influenced by the transaction, parties must give details of the most important cooperative agreements in which the parties are engaged.</p>	<p>Yes.</p> <p>For <u>markets likely to be influenced by the transaction</u>, parties must:</p> <ul style="list-style-type: none"> 1/ state whether there has been any significant entry over the last years; and identify the entrants; 2/ if any of the parties were entrants, provide an analysis of encountered barriers to entry; 3/ state whether there are undertakings likely to enter the market (+ likelihood of such entry + timeframe in which such entry is likely to occur). <p>Furthermore, parties must describe the barriers to entry, taking into account:</p> <ul style="list-style-type: none"> (a) total costs of entry; (b) any legal or regulatory barriers to entry; (c) any restrictions created by the existence of patents, know-how and other IP rights in these markets and any restrictions created by licensing such rights; (d) extent to which each of the undertakings participating in the transaction are holders, licensees or licensors of patents, know-how and other IP rights within the markets; (e) importance of economies of scale of products within the markets; and (f) access to sources of supply (such as availability of raw materials, energy, materials) and necessary infrastructure 	<p>Yes.</p> <p>For <u>markets likely to be influenced by the transaction</u>, parties must explain the distribution channels and service networks of the undertakings participating in the transaction, taking account of:</p> <ul style="list-style-type: none"> - the distribution systems prevailing in the market and their importance (to what extent is distribution performed by third parties?) - the service networks (for example, maintenance and repair) prevailing and their importance in these markets (to what extent are such services performed by third parties?). <p>If the transaction leads to <u>creating or strengthening dominant position</u>, the data must be provided for the <u>last 2 years</u>.</p>	<p>Yes.</p> <p>For <u>markets likely to be influenced by the transaction</u>, parties must:</p> <ul style="list-style-type: none"> i) provide an estimate of the total capacity of the relevant markets for the last year; ii) state what proportion of this capacity is accounted for by each of the parties over the last year + the parties' rates of capacity utilisation iii) if applicable, identify the location and capacity of the manufacturing facilities of each of the parties in the markets likely to be influenced by the concentration <p>If the transaction leads to <u>creating or strengthening dominant position</u>, the data must be provided for the <u>last 2 years</u>.</p>		<p>Yes.</p> <p>For markets likely to be influenced by the transaction, parties must identify:</p> <ul style="list-style-type: none"> a) trade associations of which the parties are members; and b) the most important trade associations to which customers and suppliers of the parties belong (+ contacts for these trade associations). 	<p>Yes.</p> <p>For <u>markets likely to be influenced by the transaction</u>, explanation of the structure of demand in terms of:</p> <ul style="list-style-type: none"> - phases of the markets; - the importance of customer preferences (brand loyalty, pre- and after-sales services, etc.); - role of product differentiation; - switching costs for customers; - concentration or dispersion of customers; - segmentation of customers into different groups; - importance of exclusive distribution contracts and other types of long-term contracts. 	<p>Yes.</p> <p>For <u>markets likely to be influenced by the transaction</u>, parties must:</p> <ul style="list-style-type: none"> i) explain the structure of supply; ii) specify the type of business relations with the suppliers + state whether there are any signed long-term contracts and describe what their terms and conditions are + state whether any amendments to the contractual relations with the suppliers are expected to arise from the transaction. <p>Furthermore, parties must explain the nature and extent of vertical integration of each undertaking participating in the transaction, compared with their largest competitors.</p>	<p>The following is also required: info on cooperative effects of joint ventures;</p>	<p><i>April 2016</i></p>

State	Markets & Effects of the Operation (info for each market)													
	Size of market and Market share of the companies	Market share of main competitors/importers and other information about them.	Info on companies' main clients	Info on companies' main suppliers	Info on cooperation agreements entered into (horizontal & vertical)	Info on market entry & exit	Info on distribution and after-sales services	Info on production capacity	Info on R&D	Info on trade organisations	Other: Structure of demand	Other: Structure and conditions of supply	Other	Last Update
Croatia	<p>Yes.</p> <p>For <u>horizontally affected markets</u> (combined market share of the parties ≥ 15%) and <u>vertically affected markets</u> (market share of the parties in vertically linked markets ≥ 25%), the following must be provided for each of the <u>last 3 financial years</u>:</p> <ul style="list-style-type: none"> - estimate of total size of market in terms of value and volume; - sales in value and volume, as well as market shares of each party; - estimate of HHI index pre and post-merger, and the delta (based on competitors' market shares); - estimate of the total value and volume and source of imports, identifying the proportion of such imports that are derived from parties and their connected undertakings. <p>The total value and volume of a market must reflect output less exports from the geographic market plus imports into the geographic market.</p> <p>Explain the manner in which the parties price and sell the products (eg, whether they manufacture and price alone, or sell through distribution facilities)</p> <p>If deemed necessary by the CA, the CA <u>may</u> request this information for <u>other markets in which the transaction may have a significant impact</u>.²</p>	<p>Yes.</p> <p>For <u>affected markets</u>, provide market shares of all competitors (including importers) with a market share of at least <u>5%</u> in each of the <u>affected markets</u> for each of the last 3 financial years</p> <p>If deemed necessary by the CA, the CA <u>may</u> request this information for <u>other markets in which the transaction may have a significant impact</u>.</p>	<p>Yes.</p> <p>For <u>affected markets</u>, parties must identify the <u>5 largest</u> independent customers of the parties (+ contact info) + their individual share of total sales of products accounted for by each of those customers</p> <p>If deemed necessary by the CA, the CA <u>may</u> request this information for <u>other markets in which the transaction may have a significant impact</u>.</p>	<p>Yes.</p> <p>For <u>affected markets</u>, parties must identify the <u>5 largest</u> independent suppliers to the parties (+ contact info) + the parties' individual shares of purchases from each of these suppliers</p> <p>If deemed necessary by the CA, the CA <u>may</u> request this information for <u>other markets in which the transaction may have a significant impact</u>.</p>	<p>Yes.</p> <p>For <u>affected markets</u>, parties must</p> <ul style="list-style-type: none"> - state to what extent cooperative agreements exist; and - give details of the most important cooperative agreements engaged in by the parties. <p>If deemed necessary by the CA, the CA <u>may</u> request this information for <u>other markets in which the transaction may have a significant impact</u>.</p>	<p>Yes.</p> <p>For <u>affected markets</u>, parties must:</p> <ol style="list-style-type: none"> 1/ state whether any of them entered an affected market in the past 5 years (if so, an analysis of encountered barriers to entry is required); 2/ state whether there has been any significant entry into any affected markets over the last 5 years (if so, entrants need to be identified along with estimates of their current market shares); 3/ whether there are undertakings likely to enter the affected market (with explanations as to why this entry is likely + the estimated timeframe for the entry needs to be provided). <p>The description of barriers to entry must be provided, including:</p> <ul style="list-style-type: none"> (a) total costs of entry on a scale equivalent to a significant viable competitor; (b) legal or regulatory barriers to entry; (c) restrictions created by patents, know-how and other IP rights, and restrictions created by licensing such rights; (d) extent to which each party is holder, licensee or licensor of patents, know-how and other rights; (e) importance of economies of scale for the production or distribution of products; and (f) access to sources of supply. <p>In relation to exports, for <u>affected markets</u>, provide:</p> <ul style="list-style-type: none"> - an estimate of the extent to which any quotas, tariffs or non-tariff barriers to trade, affect imports; and - an estimate of the extent to which transportation and other costs affect imports. <p>If deemed necessary by the CA, the CA <u>may</u> request this information for <u>other markets in which the transaction may have a significant impact</u>.</p>	<p>Yes.</p> <p>For <u>affected markets</u>, parties are asked to explain the distribution channels and service networks that exist.</p> <p>Also, the importance of exclusive distribution contracts needs to be assessed.</p> <p>If deemed necessary by the CA, the CA <u>may</u> request this information for <u>other markets in which the transaction may have a significant impact</u>.</p>		<p>Yes.</p> <p>For <u>affected markets</u>, parties must:</p> <ul style="list-style-type: none"> - explain the importance of R&D in the ability of a firm to compete in the long term; and - explain the nature of R&D carried out by the parties. <p>Take account of:</p> <ul style="list-style-type: none"> (a) trends and intensities of R&D in these markets and for the parties; (b) the course of technological development for these markets over an appropriate time period (including developments in products, production processes, distribution systems, ...); (c) the major innovations that have been made in these markets and the undertakings responsible for these innovations; and (d) the cycle of innovation in these markets and where the parties to the concentration are in this cycle of innovation. <p>If deemed necessary by the CA, the CA <u>may</u> request this information for <u>other markets in which the transaction may have a significant impact</u>.</p>	<p>Yes.</p> <p>For <u>affected markets</u>, parties must identify:</p> <ul style="list-style-type: none"> a) trade associations of which the parties are members; and b) the most important trade associations to which customers and suppliers of the parties belong (+ contacts for these trade associations). 	<p>Yes.</p> <p>For <u>affected markets</u>, explanation of the structure of demand in terms of:</p> <ul style="list-style-type: none"> - phases of the markets; - the importance of customer preferences (brand loyalty, pre- and after-sales services, etc.); - the role of product differentiation; - the role of switching costs for customers; - the degree of concentration or dispersion of customers; - segmentation of customers into different groups; - the importance of exclusive distribution contracts and other types of long-term contracts; - public authorities as a source of demand. <p>If deemed necessary by the CA, the CA <u>may</u> request this information for <u>other markets in which the transaction may have a significant impact</u>.</p>	<p>Yes.</p> <p>For <u>affected markets</u>, explanations of the distribution channels and service networks that exist, taking into account:</p> <ul style="list-style-type: none"> - info on distribution systems prevailing in the market (to what extent is distribution undertaken by third parties) and their importance; and - info on service networks prevailing in the market (to what extent are such services undertaken by third parties) and their importance. <p>In addition, explain the nature and extent of vertical integration of each of the parties compared with their largest competitors.</p> <p>If deemed necessary by the CA, the CA <u>may</u> request this information for <u>other markets in which the transaction may have a significant impact</u>.</p>	<p>The following is also required: info on cooperative effects of JV.</p>	<p>April 2016</p>

² "Other markets in which the transaction may have a significant impact" = a) markets where one party has a market share in excess of 25% and the other party is a potential competitor in this market or b) markets where one party has a market share in excess of 25% and the other party holds important IP for this market or c) markets where one party is present on one product market that is a neighbouring market closely related to a market on which another party is present, with an individual or combined market share on either market of 25% or more.

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Cyprus	<p>Affected market:</p> <ul style="list-style-type: none"> -combined market share in a horizontal relationship above 15% - in a vertical relationship, market share above 25% of any of the undertakings concerned. <p>For every <u>affected market</u>, estimate:</p> <ul style="list-style-type: none"> - the value of the turnover in the affected market; and - when it is deemed expedient, the volume in production units (excluding exports but including imports); - the turnover of each group of enterprises - Value of the imports into this market and their origin, including the proportion of these imports which is affected by the parties. - HHI Index. 	<p>For every <u>affected market</u>, provide:</p> <ul style="list-style-type: none"> - Market share of <u>each one</u> of the competitors and the name, address, telephone and facsimile numbers of each one of these competitors (where they are known). 	<p>For every <u>affected market</u>, provide details of the <u>5 largest</u> customers of the parties and of their individual shares as regards the sales of the parties to these customers (with contact data).</p>	<p>For every <u>affected market</u>, provide details of the <u>5 largest</u> suppliers of the parties and of their individual shares as regards the supplies purchased by these parties (with contact data).</p>		<p>For every <u>affected market</u>, state whether:</p> <ul style="list-style-type: none"> - there has been any significant entry of any undertaking in the market in the preceding 5 years; and - whether any such entry is likely in the following 5 years. <p>For every <u>affected market</u>, describe the factors which affect the entry into the market, taking into account:</p> <ul style="list-style-type: none"> - The cost of entry on a viable production scale, - The need for government authorisation or compliance with specific legal or institutional standards or controls, - The access to raw materials, and - The existence and importance of patents or agreements on technical know-how in the market. <p>Mention or estimate the tariff and non-tariff barriers to imports.</p>	<p>For every <u>affected market</u>, explain the distribution networks and the services networks existing in the market, mentioning in particular any undertakings constituting part of the groups of undertakings and providing distribution or maintenance services to a significant extent.</p>		<p>For every <u>affected market</u>:</p> <p>Describe the importance of development R&D to the extent that it affects the ability of the undertaking to be competitive in the long run; and</p> <p>Explain the nature of the R&D of the market which is carried out by groups of undertakings, and:</p> <ul style="list-style-type: none"> - estimate the cost of R&D as a percentage of the turnover, - describe the main innovations which have resulted from the R&D in the last 5 years and mention the undertakings which brought about these innovations, and - describe the extent to which the groups of undertakings or the undertakings included therein are franchisers or holders of patents or participate in know-how agreements which affect the market. 		<p>For every <u>affected market</u>, describe the structure of supply and demand mentioning in particular:</p> <ul style="list-style-type: none"> (i) any easily definable categories of suppliers or customers, and (ii) the extent to which public authorities, government services or state undertakings are suppliers or customers. 	<p>For every <u>affected market</u>, describe the structure of supply and demand mentioning in particular:</p> <ul style="list-style-type: none"> (i) any easily definable categories of suppliers or customers, and (ii) the extent to which public authorities, government services or state undertakings are suppliers or customers. 	<p>For every <u>affected market</u>, provide contact details for "commercial contacts" in the market.</p>	April 2016

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	Size of market and Market share of the companies	Market share of main competitors/importers and other information about them.	Info on companies' main clients	Info on companies' main suppliers	Info on cooperation agreements entered into (horizontal & vertical)	Info on market entry & exit	Info on distribution and after-sales services	Info on production capacity	Info on R&D	Info on trade organisations	Other: Structure of demand	Other: Structure and conditions of supply	Other	Last Update
Czech Republic	<p>Yes.</p> <p>For <u>affected markets</u> (horizontally: combined market share of the parties ≥ 15%; vertically: market share of the parties in vertically linked markets ≥ 25%) and <u>potentially affected markets</u>³, provide for each of the last 3 years and for (i) the territory (geographic relevant market) of the Czech Republic and (ii) the territory (geographic relevant market) which is other than the Czech Republic:</p> <ul style="list-style-type: none"> - estimate of total size of individual affected markets in terms of turnover value and volume; and - turnover (in value and volume) and market share estimates of the parties. - an estimate of the total value and volume and source of imports, identifying the proportion of such imports that are derived from the groups to which the parties belong, in terms of turnover value and volume. - an estimate of the extent to which markets are affected by: <ul style="list-style-type: none"> (a) transportation and other costs; and (b) other non-tariff barriers to trade. - the manner in which the parties produce and sell the goods (e.g., whether they manufacture locally, or sell through local distribution facilities). - a <u>comparison of price levels</u> in the Czech Republic of each party, and a similar comparison of price levels between other areas where these goods are produced or sold. 	<p>Yes.</p> <p>Market share estimates (in terms of value and volume) of all competitors (including importers) with a market share of at least 10% in each of the <u>affected markets</u> and each of the <u>potentially affected markets</u> for each of the last 3 years (with documents and contact details).</p>	<p>Yes.</p> <p>For <u>affected markets</u> and <u>potentially affected markets</u>, the parties must identify the 5 <u>largest</u> independent customers of the parties (+ contacts info) + their individual share of total sales of products of the parties.</p>	<p>Yes.</p> <p>For <u>affected markets</u> and <u>potentially affected markets</u>, the parties must identify the 5 <u>largest</u> independent suppliers of the parties (+ contacts info) + their individual shares in the total supplies of the parties.</p>	<p>Yes.</p> <p>For <u>affected markets</u> and <u>potentially affected markets</u>, the parties must: <ul style="list-style-type: none"> - specify to what extent cooperative agreements exist; and - give details of the most important cooperative agreements engaged in by the parties. </p>	<p>Yes.</p> <p>For <u>affected markets</u> and <u>potentially affected markets</u>, the parties must: <ol style="list-style-type: none"> 1/ state whether there has been any significant entry over the last 5 years (if so, entrants need to be identified along with estimates of their current market shares); 2/ identify undertakings likely to enter markets (with an estimate of the timeframe in which the entry is likely to occur needs to be provided) 3/ describe barriers to entry, taking account of: <ul style="list-style-type: none"> (a) total cost of entry (R&D, establishing distribution systems and service networks, promotion, advertising, servicing, ...) on a scale equivalent to the cost of a potential viable undertaking, (b) legal barriers to entry (government authorisation or standard setting in any form) (c) restrictions created by the existence of industrial or other IP rights and any restrictions resulting from license agreements to the objects of these rights, (d) the extent to which each of the parties to the concentration is licensees or licensors of the objects of industrial or other IP, (e) the importance of economies of scale for the production in the affected markets; and (f) the access to sources of supply indispensable for operation in the affected markets, such as availability of raw materials. <p>In relation to imports, give: <ul style="list-style-type: none"> - an estimate of the extent to which any quotas, tariffs or non-tariff barriers to trade <p>affect imports; and</p> <ul style="list-style-type: none"> - an estimate of the extent to which transportation and other costs affect imports. </p></p>	<p>Yes.</p> <p>Explain the distribution channels and service networks that exist in <u>affected markets</u> (and <u>potentially affected markets</u>), taking account of: <ol style="list-style-type: none"> (a) the distribution systems prevailing in the market and their importance in these markets (to what extent is distribution performed by third parties and/or undertakings belonging to the same group as the parties) (b) the services prevailing in the market (e.g., maintenance and repair), their importance in these markets and the manner of their provision (for example by independent providers or sole distributors). To what extent are such services performed by third parties? <p>Also, the importance of exclusive distribution contracts needs to be assessed.</p> </p>	<p>Yes.</p> <p>For the last 3 years: <ol style="list-style-type: none"> i) provide an estimate of the total capacity of the individual <u>affected markets</u> (and <u>potentially affected markets</u>) ; ii) state what proportion of this capacity is accounted for by each of the parties iii) specify the parties' rates of capacity utilisation. </p>	<p>Yes.</p> <p>For <u>affected markets</u> and <u>potentially affected markets</u>, the parties must: <ul style="list-style-type: none"> - explain the importance of R&D in the ability of undertakings to compete in the long term; and - explain the nature of R&D carried out by the parties. <p>The following must be taken into account:</p> <ul style="list-style-type: none"> (a) the intensity and dynamics of R&D in the markets and corresponding intensity and dynamics of R&D of the undertakings concerned, (b) the course of technological development characteristic for these markets (including developments in products, production processes, distribution systems, and so on), (c) the major innovations that have been made in these markets and the undertakings responsible for them, and (d) the cycle of innovation in these markets and where the parties are in this cycle of innovation. </p>	<p>Yes.</p> <p>For <u>affected markets</u> and <u>potentially affected markets</u>, the parties must explain the associations of undertakings and: <ol style="list-style-type: none"> i) identify those associations of which the parties are members and ii) identify the most important associations to which customers and suppliers of the parties belong (+ contacts for these associations). </p>	<p>Yes.</p> <p>For <u>affected markets</u> and <u>potentially affected markets</u>, the parties must explain the structure of demand in terms of: <ul style="list-style-type: none"> - phases of the markets; - the importance of customer preferences (brand loyalty, product differentiation etc.); - the degree of concentration or dispersion of customers; - segmentation of customers into different groups; - the importance of exclusive distribution contracts and other types of long-term contracts; - public authorities as a source of demand. </p>	<p>For <u>affected markets</u> and <u>potentially affected markets</u>:</p> <ul style="list-style-type: none"> - state the nature and extent of vertical integration of each party, compared with their largest competitors - provide a <u>comparison of price levels</u> in the Czech Republic of each party, and a similar comparison of price levels between other areas where these goods are produced or sold 	<p>The following is also required: info on remedies</p> <p>The parties are also asked to submit information (the parties' market shares) for other relevant markets (other than affected and potentially affected markets) – typically, in conglomerate merger cases.</p> <p>If the notifying parties intend to accept commitments in favour of maintaining effective competition, describe the commitments and explain how the acceptance of such measures may be reflected in reduction of negative impacts on effective competition post-transaction.</p> <p>If the undertakings intend to submit to any ancillary restraints necessary for implementation of the transaction, specify the ancillary restraints and explain their impact on the final form of the given concentration of undertakings.</p> <p>Provide all reasoned and likely benefits resulting from the concentration which may outweigh negative impacts on competition, namely potential detriment suffered by consumers which could otherwise result from the concentration.</p>	<p>April 2016</p>

³ Potentially affected markets include for example a) markets where one of the parties has a market share more than 25% and the other party is a potential competitor in this market or b) markets where one of the parties has a market share more than 25% and the other party holds important IP for this market.

State	Markets & Effects of the Operation (info for each market)													
	Size of market and Market share of the companies	Market share of main competitors/importers and other information about them.	Info on companies' main clients	Info on companies' main suppliers	Info on cooperation agreements entered into (horizontal & vertical)	Info on market entry & exit	Info on distribution and after-sales services	Info on production capacity	Info on R&D	Info on trade organisations	Other: Structure of demand	Other: Structure and conditions of supply	Other	Last Update
Denmark	<p>For each of the <u>affected markets</u> (horizontally: combined market share of at least 15%; vertically: individual or combined market share of at least 25%), provide the following information for the last 3 financial years:</p> <ul style="list-style-type: none">- an estimate of the total size of the market in terms of sales value and volume;- the sales measured in value and volume, as well as an estimate of the market share of each of the parties;- an estimate of the HHI index pre and post-transaction, and the delta (based on competitors' market shares);- an estimate of the sales value and volume of imports, specifying the proportion of such imports derived from the parties;- the manner in which the parties produce, price and sell their products and/or services. <p>Information above also to be provided for <u>other markets on which the transaction may have a significant impact</u> (one party has a market share in excess of 25% and the other is a potential competitor; one party has a market share in excess of 25% and the other holds important IP rights for that market; one party is present on a market closely related to a market the other party is present on, with an individual or combined market share of at least 25% on either market).</p>	<p>An estimate of the market share in volume and value of all competitors (including importers) having a market share of 5% or more of the geographic market concerned, however a <u>minimum of 5 undertakings</u>. On this basis, provide</p> <ul style="list-style-type: none">- an estimate of the HHI index pre- and post-merger, and the difference between the two (the delta).	<p>For each of the <u>affected markets</u> and each of the <u>other markets on which the transaction may have a significant impact</u>, and for each of the parties:</p> <ul style="list-style-type: none">- a statement of the <u>5 largest</u> independent customers (i.e. that are not part of the undertaking's group) indicating the share of the total sales of such products sold by the relevant party which these customers account for.- provide contact data of these customers.	<p>For each of the <u>affected markets</u> and each of the <u>other markets on which the transaction may have a significant impact</u>, and for each of the parties:</p> <ul style="list-style-type: none">- state the <u>5 largest</u> independent suppliers (i.e. that are not part of the undertaking's group) as well as the share of their purchases, which each of these suppliers account for.- provide contact data of these suppliers.	<p>State the extent to which horizontal or vertical cooperative agreements exist in the <u>affected markets</u>.</p> <p>Describe, with respect to the affected markets, the most important cooperative agreements entered into by the parties; e.g. joint production, licensing, specialisation, distribution, long term supply, exchange of information and R&D agreements.</p>	<p>For each <u>affected market</u> and <u>other market on which the transaction may have a significant impact</u> state:</p> <ul style="list-style-type: none">- Whether other undertakings have entered/exited the market over the last 5 years.- In relation to entrants, provide (if possible) an estimate of their market share as well as the development hereof during the period in which these undertakings have operated in the market. Provide contact details.- Whether other undertakings are, in the opinion of the notifying party, likely to enter the market (including undertakings only operating in markets outside Denmark). Explain why such entry is likely and provide an estimated timeframe for entry. Provide contact details.- Whether any of the parties have entered the market within the last 5 years.- If yes, describe the entry barriers at the time of their entry.- Describe the various factors influencing entry into the markets (from both a geographical and product viewpoint). <p>State separately:</p> <ul style="list-style-type: none">a) the estimated costs (research, production, establishing distribution systems, promotion, advertising, servicing, and so forth) of competitive and sustainable entry, indicating an estimate of the expected market share of such a competitor as well as the estimated time horizon;b) any legal or regulatory barriers to entry, such as required government authorization or standards;c) any restrictions created by the existence of know-how, patents and other intellectual property rights;d) the extent to which one or more of the parties are licensors or licensees of patents, know-how and other rights;	<p>State the distribution channels and service networks that exist in the <u>affected markets</u> and <u>other markets on which the transaction may have a significant impact</u></p> <p>Identification of:</p> <ul style="list-style-type: none">a) the prevailing distribution systems and their importance as well as the extent to which the distribution is carried out by the participating undertakings or by third parties; andb) the prevailing service networks (such as repair and maintenance) and their importance as well as the extent to which these services are performed by the parties to the merger or by third parties. <p>e) the importance of economies of scale for the production and distribution of products in the affected markets; and</p> <p>f) the importance of access to raw materials, required infrastructure, etc.</p> <p>Specify an estimate of the extent to which any trade barriers, such as tariffs, quotas, transportation costs or legal barriers, affect imports.</p>	<p>An estimate of the total capacity of the market (the <u>affected markets</u> and <u>other markets on which the transaction may have a significant impact</u>), stating the share of this capacity held by each party as well as the extent to which the parties utilise their capacity.</p> <p>Identification of the geographic locations of the production plants of the parties.</p> <p>These information requirements cover the affected markets as well as other markets on which the transaction may have a significant impact.</p>	<p>Give an account of the importance of R&D for the long-term competitive ability of an undertaking operating in the affected <u>market(s)</u>.</p> <p>Explain the nature of the R&D in the affected markets carried out by the parties. Please state in this respect:</p> <ul style="list-style-type: none">a. the intensities of R&D (i.e. costs in relation to the turnover) in the affected markets and for each of the parties;b. the course of technological development in these markets (including developments in production methods, distribution systems, etc.);c. the major innovations that have been made in these markets, indicating the names of the undertakings responsible for these innovations; andd. the cycle of innovation in these markets and the stage in this cycle of innovation of the products made by the parties.	<p>In relation to <u>affected markets</u> and <u>other markets on which the transaction may have a significant impact</u>:</p> <ul style="list-style-type: none">- Identification of the organisations, etc. of which the parties and possibly also their competitors are members (with indication of relevant contract persons).- Identification of the organisations, etc. of which the customers and suppliers of the parties to the merger are members.	<p>Explain the structure of demand in the <u>affected markets</u> and <u>other markets on which the transaction may have a significant impact</u>.</p> <p>State separately:</p> <ul style="list-style-type: none">a) the phases of the markets in terms of, for example, take-off, expansion, maturity or decline, and a forecast of the expected growth rate of demand;b) the importance of customer preferences, for example in terms of brand loyalty, the provision of pre- and after-sales services, the provision of a full range of products;c) the importance of product differentiation in terms of quality and other attributes and the extent to which the products of the parties to the merger can be substituted;d) the importance of time and costs to customers when they change suppliers;e) the level of concentration among the customers, i.e. the extent to which the customers comprise a few large or many small undertakings or a mixture thereof;f) whether the customers can be segmented into different categories, including a description of the 'typical customer' of each category; andg) the importance of exclusive distribution agreements and other types of long-term contracts.	<p>State whether within the next 3 years any of the parties to the merger:</p> <ul style="list-style-type: none">a) plans to launch new products in one or more of the <u>affected markets</u>;b) plans to expand or contract its production or sales capacity; orc) intends to use subcontractors. <p>If yes, provide:</p> <ul style="list-style-type: none">- an estimate of the expected sales; and- an estimate of the market shares of the parties for the next 3 years. <p>Also state other factors of importance for the structure of supply.</p> <p>Specify the extent to which the parties are vertically integrated undertakings compared to their largest competitors.</p>	<p>If the notifying party wants the CA to consider any efficiency gains which the transaction is expected to generate as part of its assessment, the following information should be provided:</p> <ul style="list-style-type: none">a) a detailed description of how the transaction will allow it to achieve efficiency gains;b) where reasonably possible, a quantification of the efficiency gains and an explanation of how the quantification was calculated;c) how the consumers will benefit from these gains and how likely this is; andd) the reason why the parties could not achieve the similar efficiencies by other means than through the proposed merger.	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State	Markets & Effects of the Operation (info for each market)													
	Size of market and Market share of the companies	Market share of main competitors/importers and other information about them.	Info on companies' main clients	Info on companies' main suppliers	Info on cooperation agreements entered into (horizontal & vertical)	Info on market entry & exit	Info on distribution and after-sales services	Info on production capacity	Info on R&D	Info on trade organisations	Other: Structure of demand	Other: Structure and conditions of supply	Other	Last Update
Estonia	<p>Yes.</p> <p>For <u>horizontally affected markets</u> (combined market share of the parties ≥ 15%) and <u>vertically affected markets</u> (market share of the parties in vertically linked markets ≥ 25%), provide the following information for each of the last 3 years:</p> <ul style="list-style-type: none"> - total size of each affected market in terms of sales value and volume; (with an estimate of possible future developments) - value and volume of sales and market shares of the parties. <p>In addition, the total size (in terms of value and volume) of each <u>related market</u>⁴ must be provided for each of the last 3 years.</p> <p>Market shares shall be estimated based on the volume of sales realised by the parties.</p> <p>The total size of a market (in terms of sales value and volume) must include imports into the market and exclude exports from the market.</p> <p>In addition, for each <u>affected market</u> and for each of the last 3 years, parties must provide info on the importance of exchange of goods with other countries including a separate evaluation for each country of origin and destination of the value of imported and exported goods in terms of sales value and volume, indicating the importance of the party and undertakings belonging to the same group in the import and export of goods.</p> <p>The data and/or estimates supplied by the parties have to be supported by the grounds and sources of calculation they are based upon.</p>	<p>Yes.</p> <p>Market shares of competitors (including importers) with a market share of at least 5% in each of the <u>affected markets</u> must be provided.</p> <p>In addition, as part of the description of the general conditions of each <u>affected market</u>, parties must provide an assessment of the potential competition on each affected market (taking into account the goods being developed by the parties and their competitors likely to be placed on the market in the near future as well as intended sales and market shares during the next 3 years).</p> <p>The data and/or estimates supplied by the parties have to be supported by the grounds and sources of calculation they are based upon.</p>	<p>Yes.</p> <p>For each <u>affected market</u>, parties must</p> <ul style="list-style-type: none"> - identify the <u>5 most important</u> independent customers (+ contacts for these customers); and - state the share of the purchases of each customer of the parties for each of the last 3 years. 	<p>Yes.</p> <p>For each <u>affected market</u>, parties must:</p> <ul style="list-style-type: none"> - identify the <u>5 most important</u> independent suppliers (+ contacts for these suppliers); and - provide information concerning the importance of each these suppliers in the purchases of the parties. 	<p>Yes.</p> <p>Detailed information on the cooperation agreements of the parties in <u>affected markets</u>, with copies of such agreements (where necessary).</p>	<p>Yes.</p> <p>Parties must provide info concerning the factors influencing entry into and exit from <u>affected markets</u>, including</p> <ol style="list-style-type: none"> 1/ info known to a notifying party concerning undertakings which have commenced business activities in the affected markets during the last 3 years and undertakings which have exited the markets during the same period; 2/ info concerning factors influencing entry into and exit from affected markets. <p>In addition, in relation to imports, parties must provide an estimate of the extent to which any quotas, tariffs, transportation costs and other factors affect the import of goods on <u>affected markets</u>.</p>	<p>Yes.</p> <p>For <u>each affected market</u>, parties must</p> <ul style="list-style-type: none"> - describe the distribution networks and service networks most often used and their importance, as well as the extent to which third parties and undertakings belonging to the same group as the parties engage in distribution and provision of services. <p>- Also, the existence and significance of exclusive distribution contracts needs to be assessed.</p>		<p>Yes.</p> <p>R&D in <u>affected markets</u> and R&D carried out by the parties must be described.</p>	<p>Yes.</p> <p>Required info:</p> <ul style="list-style-type: none"> - identify associations of undertakings (active in <u>affected markets</u>) in which the parties are members (+ contacts for these trade associations). 	<p>Yes.</p> <p>Required info on the structure of demand in <u>affected markets</u>:</p> <ul style="list-style-type: none"> - the development phase of the markets; - the importance of customer preferences and consumption patterns; - the importance of buyers' switching costs; - the segmentation of buyers into different groups; - the concentration or dispersion of buyers; - the existence and significance of exclusive distribution contracts and other types of long-term contracts; - public sector as a buyer 	<p>Yes.</p> <p>For <u>each affected market</u>, parties must:</p> <ul style="list-style-type: none"> - describe the distribution networks and service networks most often used and their importance, as well as the extent to which third parties and undertakings belonging to the same group as the parties engage in distribution and provision of services - provide a <u>comparison of current price levels and price levels</u> in geographically close goods markets 	<p>The following is also required:</p> <ul style="list-style-type: none"> - info on remedies; - info on cooperative effects of JV. 	<p>April 2016</p>

⁴ Related markets include for example a) markets where one of the parties has a market share in excess of 25% and the other party is a potential competitor in this market or b) markets where one of the parties has a market share in excess of 25% and the other party holds important IP for this market or c) markets where one of the parties operates on a goods market which is directly related to a goods market on which another party operates, with individual or joint market shares of 25% or more.

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	Size of market and Market share of the companies	Market share of main competitors/importers and other information about them.	Info on companies' main clients	Info on companies' main suppliers	Info on cooperation agreements entered into (horizontal & vertical)	Info on market entry & exit	Info on distribution and after-sales services	Info on production capacity	Info on R&D	Info on trade organisations	Other: Structure of demand	Other: Structure and conditions of supply	Other	Last Update
Finland	<p>Information shall be provided for each <u>relevant affected market</u>, namely:</p> <ul style="list-style-type: none"> - <u>horizontally affected markets</u> (combined market share of the parties $\geq 15\%$); - <u>vertically affected markets</u> (combined market share of in vertically linked markets $\geq 20\%$); and - <u>other closely related markets</u> in which turnover is expected to increase for at least one party. <u>Closely related markets</u> are relevant markets that do not meet the criteria associated to horizontally and vertically affected markets but that are either parallel or further upstream or downstream. <p>Size of market:</p> <ul style="list-style-type: none"> - An estimate of the size of the relevant markets in terms of sales value and volume for each of the 3 years preceding and an estimate of how the said markets shall develop during the next 3 years. - The basis and sources of calculation on which these estimates are based. <p>Sales volume and value and market share:</p> <ul style="list-style-type: none"> - The value and volume of the sales of each party (and each entity or a foundation part of the same group), and an estimate of their market shares in the relevant for each of the last 3 years. - The basis and sources of calculation on which these estimates are based. <p>In addition, for <u>horizontally and vertically affected markets</u> (only) and for each of the 3 last years:</p> <ul style="list-style-type: none"> - An estimate of the value and volume of imports and exports in each market divided by country of origin and target country; - An estimate of the share of such imports and exports carried out by the parties or their groups of companies. (with basis and sources of calculation). 	<p>Identify the <u>5 main</u> competitors and an estimate of their market shares in the <u>relevant affected markets</u> for each of the 3 last years, with contact data and sources of the information.</p>	<p>Identify for each <u>relevant affected market</u> and for each of the last 3 years:</p> <ul style="list-style-type: none"> - the <u>5 main</u> independent customers; - the share of purchases of each customer of the combined turnover of the parties (and the entities and foundations part of the same group of companies). - Contact data. 	<p>Identify for each <u>relevant affected market</u> and for each of the last 3 years:</p> <ul style="list-style-type: none"> - <u>5 main</u> independent suppliers - the share of each supplier of the total purchases of the parties (and the entities or foundations part of their groups of companies). - Contact data. 	<p>For <u>horizontally and vertically affected markets</u> (only) explain:</p> <ul style="list-style-type: none"> - The extent and importance of the cooperation networks (networking) in the market. 	<p>For <u>horizontally and vertically affected markets</u> (only), parties must identify:</p> <ul style="list-style-type: none"> - those conducting business who, within the past 3 years, have entered or exited that market (with contact information). - an estimate of the present market share of each such market entrant. - the main factors affecting the ease of market entry or exit or the profitability of business operations in the relevant markets, including: - The cost factors and the value/amount thereof resulting from the entry of a major competitive entrant; - formal entry barriers, such as operating licences; - restrictions resulting from immaterial rights; - economies-of-scale and scope; - access to sources of supply and sales channels. - Data of potential undertakings which are likely entrants (with timeframe). In relation to imports on <u>horizontally and vertically affected markets</u> (only): - An estimate of how quotas, tariffs, import fees, other regulatory factors or transportation costs or other costs affect imports (see market share of competitors), with basis and sources of calculation. 	<p>For <u>horizontally and vertically affected markets</u> (only) explain:</p> <ul style="list-style-type: none"> - The modes of operation prevalent in the supply of products, including distribution channels, vertical integration and the supply of products with other products; - The importance of exclusive distribution and other agreements; - The extent and importance of the cooperation networks (networking) in the market; - The importance of the various after-sale and other maintenance services as competitive factors and the competitive conditions with respect to these services. 	<p>For <u>horizontally and vertically affected markets</u> (only) explain:</p> <ul style="list-style-type: none"> - The total capacity of the market and the share of parties (or entities of foundations part of the same group) of the total capacity of the market and its utilisation rate in the last 3 years; - the possible products under development of parties and competitors, the products about to be launched in the near future or plans to increase production or sales capacity and an estimate of the market shares of parties to the concentration in the next 3 to 5 years. 	<p>For <u>horizontally and vertically affected markets</u> (only) explain:</p> <ul style="list-style-type: none"> - The importance of R&D and its share of turnover in the markets in general and for the business operations involved in the transaction. 	<p>For each <u>relevant affected market</u>, identify:</p> <ul style="list-style-type: none"> - Domestic and foreign trade associations in which a party or an entity or foundation part of the same group of companies is a member. - Domestic and foreign trade associations in which the customers or suppliers of a party or an entity or foundation part of the same group of companies are members. - Contact details. 	<p>For <u>horizontally and vertically affected markets</u> (only) explain:</p> <ul style="list-style-type: none"> - The importance of the preferences and consumption habits of the customers; - the importance of switching costs that customers incur if/when changing suppliers. Indeed, a change of suppliers may cause costs (such as additional expenses or delays) which may be significant. - the segmentation of the customers to different, clearly distinct groups and their main characteristics; - the importance of the public sector as a customer; - the degree of concentration of the customers and its importance for the operational freedom of those conducting business in the relevant market. 	<p>For <u>horizontally and vertically affected markets</u> (only) explain:</p> <ul style="list-style-type: none"> - The degree of concentration of the suppliers and its importance for the operational freedom of those conducting business in the relevant market; - the stage of development of the market and the estimated development of supply during the next 3 years (the life cycle of the markets); - the possibilities of incumbents to expand production; - an estimate of the price level of the markets in relation to the geographically adjacent markets, and - other circumstances possibly prevailing in the markets which may have an effect for the appraisal of the acceptability of a transaction . 	<p>If the market share thresholds (column 1) are not met, information still needs to be provided in relation to the markets on which each party is active, including:</p> <ul style="list-style-type: none"> - size of market (value and volume) for the last year; - market shares of parties for the last year; - 5 main competitors and their market shares for the last year; - 5 main independent customers with the share of purchases of each customer of the combined turnover of parties, for the last year; - 5 main independent suppliers with the share of each supplier of the total purchases of the parties, for the last year - Basis and sources of calculation on which the estimates presented are based (with copies if available). 	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State	Markets & Effects of the Operation (info for each market)													
	Size of market and Market share of the companies	Market share of main competitors/importers and other information about them.	Info on companies' main clients	Info on companies' main suppliers	Info on cooperation agreements entered into (horizontal & vertical)	Info on market entry & exit	Info on distribution and after-sales services	Info on production capacity	Info on R&D	Info on trade organisations	Other: Structure of demand	Other: Structure and conditions of supply	Other	Last Update
France	For each <u>affected market</u> (horizontally: combined market share of <u>at least 25%</u> ; vertically or related: combined market share of <u>at least 25%</u> ; other: acquisition of potential competitor), provide: - an estimate of the size of the market in value and volume; - the market shares of the undertakings and the groups to which they belong.	For each <u>affected market</u> : - the market shares of the <u>main</u> competitors (with contact details).	For each <u>affected market</u> : - The identity and contact details of the <u>main</u> customers; and - the proportion which each of these customers represents in each party's turnover.	For each <u>affected market</u> : - The identity and contact details of the <u>main</u> suppliers and - the share that each of these suppliers represents in the total purchases of each party.	For each <u>affected market</u> : The cooperation agreements (horizontal and vertical) entered into by the parties (R&D, licensing, joint production, specialisation, distribution, long-term supply and exchange of information). Also, a list and description of the activity of the companies with which companies or groups concerned maintain significant and sustainable contractual relationships in the markets affected.	For each <u>affected market</u> : Factors that affect access to the markets (regulatory provisions, conditions of access to raw materials, importance of R&D and advertising spending, existence of standards, licenses, patents, and other IP rights, importance of economies of scale, specificities of the technology used).	For each <u>affected market</u> : - A description of the distribution channels and after-sales service networks.	For each <u>affected market</u> : - An estimate of the existing production capacity in the market and their average utilisation rates; and - an assessment of their utilisation rates by the parties.	The importance of R&D expenditure.	A list and contact details of key professional organisations.	An analysis of the structure of demand (degree of concentration of demand, the importance of the public sector, importance of brand for the consumer, importance of the ability to provide a full range of products or services, ...).	The main factors contributing to pricing and the evolution of these over the last 5 years.		April 2016
Germany	If market shares of the undertakings concerned reach an aggregate of 20%, market shares have to be provided as well as information as to on which basis they were calculated (typically including information about market size). In practice, market shares figures are only requested by the Bundeskartellamt in relation to markets on which the notified transaction may have an impact and for the last year prior to the transaction. Furthermore, notifying parties tend to volunteer relevant information beyond the minimum required by law and usually include in their notification additional information on overlap products or vertically or otherwise related activities, in particular, information on market shares (also if below 20%).	Not required. However, notifying parties tend to volunteer basic information about competitors, often an estimate of market shares with regard to the main players.	Not required.	No required.	Not required.	Not required.	Not required.	Not required.	Not required.	Not required.	Not required.	Not required.	Notifying parties tend to volunteer additional information that is necessary to understand market conditions, inter alia, with regard to barriers to entry.	April 2016

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Greece	<p>1. For each <u>relevant affected market</u>, i.e. :</p> <ul style="list-style-type: none">- <u>horizontally affected markets</u> (combined market share of the parties $\geq 15\%$)- <u>vertically affected markets</u> (combined or individual market share of the parties at either level in vertically linked markets $\geq 25\%$) <p>2. Also <u>other markets in which the notified operation may have a significant impact</u>, i.e. :</p> <p>1) <u>any of the parties has market share $\geq 25\%$</u> and any other party is a potential competitor.</p> <p>2) <u>any of the parties has market share $\geq 25\%$</u> and any other party holds important intellectual or/and industrial rights and</p> <p>3) <u>any of the parties is present in a closely related market</u> to a market that any other party is engaged and the individual or combined market shares of the parties in any of these markets $\geq 25\%$. (<u>Closely related markets are the ones when the products are complementary to each other or when they belong to a range of products that is generally purchased by the same set of customers and for the same end use.</u>)</p> <p>Estimated total market size in terms of sales value and volume.</p> <p>Indicate the basis and sources for the calculations and provide, where available, documents to confirm these calculations.</p> <p>The value and volume of sales and an estimated market share of each of the parties to the concentration.</p> <p>Provide an assessment of the HHI index pre and post transaction, and the delta (based on competitors' market shares).</p> <p>Estimated total value, volume and import countries of origin, stating:</p> <ul style="list-style-type: none">- what percentage of these imports come from companies of the groups to which the enterprises participating in the transaction belong (all for <u>last 5 years</u>).	<p>For each <u>relevant affected market and other markets in which the notified operation may have a significant impact</u></p> <p>Estimated market share in value and volume of all competitors (including importers) having at least 5% of the geographic market (with contact data).</p> <p>(for <u>last 5 years</u>).</p>	<p>For each <u>relevant affected market and other markets in which the notified operation may have a significant impact</u>:</p> <p>Identify the <u>5 largest</u> independent customers of the parties in each <u>affected market</u> and their individual share in the total sales of the parties (with contact details).</p>	<p>For each <u>relevant affected market and other markets in which the notified operation may have a significant impact</u>:</p> <p>Identify the <u>5 largest</u> independent suppliers of each party and the share of each supplier in all purchases of raw materials or goods used for the production of the products made by the parties (with contact details).</p>	<p>For each <u>relevant affected market and other markets in which the notified operation may have a significant impact</u>:</p> <p>To what extent do cooperative agreements (horizontal or vertical) exist in the affected markets?</p> <p>Give details of the most important cooperative agreements in the <u>affected markets</u>, concluded by the parties, such as R&D, licensing, joint production, specialisation, distribution, long term supply and exchange of information, and provide a copy of these agreements.</p>	<p>For each <u>relevant affected market and other markets in which the notified operation may have a significant impact</u>:</p> <ul style="list-style-type: none">- Information on significant entrants into <u>affected markets</u> over the <u>last 5 years</u> (with contact details) and an estimate of their current market share.- If any of the parties to the transaction entered an <u>affected market</u> in the <u>past 5 years</u>, provide an analysis of barriers to entry encountered.- Information on any undertakings (including those operating only in markets outside Greek market) likely to enter the market (with contact details), and an estimate of their current market share.- Describe the factors influencing entry into <u>affected markets</u>, both geographically and in terms of product – include:<ul style="list-style-type: none">a) the total costs of entry (R&D, establishing distribution systems, promotion, advertising, servicing, etc.) on a scale equivalent to a significant viable competitor, indicating that competitor's market share;b) any legal or regulatory restrictions on entry, as authorised public authority or compliance requirements, constraints arising from certification procedures, etcc) any restrictions created by the existence of patents, know-how and other intellectual or industrial property rights in these markets and any restrictions caused by the licensing of such rights;d) the extent to which parties are holders, licensees or licensor licensing patents, know-how and other rights in the relevant markets;e) the importance of economies of scale for the production or distribution of products in the affected markets; andf) access to sources of supply, such as availability of raw materials and necessary infrastructure.	<p>For each <u>relevant affected market and other markets in which the notified operation may have a significant impact</u>:</p> <p>1) How to produce, price and sell the products and / or services of the parties.</p> <p>(<u>5 last years</u>)</p> <p>2) Describe the distribution and service networks in the <u>affected markets</u>, taking into account:</p> <p>a) Distribution systems available on the market and their importance. Participation of that by third parties / undertakings belonging to the same group as the parties identified</p> <p>b) the service networks (for example maintenance and repair) prevailing and their importance in these markets. Participation of that by third parties / undertakings belonging to the same group as the parties.</p> <p>As regards imports, provide:</p> <ul style="list-style-type: none">- an estimate of the extent to which imports are affected by any quotas, tariffs or non-tariff barriers to trade and- an estimate of the extent to which imports are affected by the transport and other costs. (for <u>last 5 years</u>)	<p>For each <u>relevant affected market and other markets in which the notified operation may have a significant impact</u>:</p> <p>Provide an estimate of the total annual production capacity in the Greek market over the <u>last 3 years</u>.</p> <p>For this period, percentage of this capacity that is accounted for by each party, and their capacity utilisation rates.</p> <p>If applicable, identify the location and capacity of each of the merging parties' means of production by in the markets affected.</p> <p>Specify whether any of the merging parties or competitors have products under development, products likely to be soon marketed or plans to expand (or contract) production capacity or sales. In this case, pay, estimated, projected sales and forecast market shares of the parties to the concentration over the next three to five years.</p> <p>Identify other information that you consider critical about the offer.</p>	<p>For each <u>relevant affected market and other markets in which the notified operation may have a significant impact</u>:</p> <ul style="list-style-type: none">- Explain the importance of R&D for long-term competitive ability company, active in <u>affected markets</u>.- Explain the nature of R&D in <u>affected markets</u> the undertakings, analysing, in particular<ul style="list-style-type: none">a) trends and intensity of R&D in these markets in general and for the parties;b) the course of technological development for these markets, observed during over an appropriate time period (including developments in product development and / or services, production processes, distribution systems, etc.);c) the major innovations that have been made in these markets and the undertakings responsible for these innovations; andd) the development of innovation in these markets and the point of evolution that are parties.	<p>For each <u>relevant affected market and other markets in which the notified operation may have a significant impact</u>:</p> <p>Regarding the existing trade associations in the <u>affected markets</u>, indicate:</p> <p>a) those of which are members of the parties to the concentration;</p> <p>b) the most important trade associations to which the customers and suppliers of the parties.</p> <p>Contact data</p>	<p>For each <u>relevant affected market and other markets in which the notified operation may have a significant impact</u>:</p> <p>Explain the structure of demand in terms of:</p> <ul style="list-style-type: none">a) the phases of the markets passed concerning, for example, their creation, their development, maturity and decline, and a forecast of the growth rate of demand;b) the importance of customer preferences, for example related to brand loyalty, the provision of service before and after the sale, providing full range of products, or network effects;c) the role of product differentiation in terms of attributes or quality, and the extent to which the products of the parties to the concentration are close substitutes;d) the role of switching costs in terms of time and costs for customers when changing supplier;e) the degree of concentration or dispersion of customers;f) segmentation of customers into different groups, description of the 'typical customer' of each group;g) the importance of exclusive distribution contracts and other types of long-term contracts; andh) the extent to which public authorities, public companies or organisations or similar bodies are an important factor as a source of demand.		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Hungary	<p>Yes.</p> <p>Market shares of the parties must be provided for markets where the parties overlap (+ markets where combined market share of the parties is ≥15 % need to be identified) and for vertically related markets (+ vertically related markets where parties – individual or combined – market shares is ≥ 25%). For these affected markets, market shares of the parties need to be provided for the last 3 years.</p> <p>Market shares shall be based on the parties' turnovers in the market.</p>	<p>Yes.</p> <p>For affected markets, market shares of major competitors of the parties need to be provided for the last 3 years.</p>	<p>Yes.</p> <p>The parties must identify: - the 10 most important (largest) buyers (clients) of the parties in the relevant market in the past 2 years for each party; and - for each buyer, the percentage of the revenues from the sale of the product concerned attributable to each buyer in the past 1 year needs to be specified.</p>	<p>Yes.</p> <p>Required info: - identify the 5 most important suppliers (for the past 2 years) of the parties present on the upstream market relating to the manufacture, distribution or purchase of the products sold in the market concerned; - for each supplier, the percentage of the input concerned purchased by the parties present on the downstream market from each supplier in the past 1 year (as a percentage of the inputs of the same nature purchased in the past 1 year by each of parties).</p>	<p>Content of agreements independent of the contract giving rise to the concentration which may have a decisive influence on the market operation of the participating undertakings or of other market actors have to be described.</p>	<p>Yes.</p> <p>The parties must: - explain if any new undertakings have entered or exited the relevant market(s) (+ identify such undertakings) in the previous 3 years and - explain if the parties are aware of any undertaking that intends to enter the relevant market(s) in the next 2 years.</p> <p>Further, barriers to entry must be explained.</p>	<p>Yes.</p> <p>The parties must: i) describe the typical term of the contracts for the distribution of products in affected markets; ii) explain the licensing or other regulatory processes required concerning the manufacture and distribution of relevant products; iii) explain the expected changes in the pricing and distribution strategies of the parties.</p>	<p>No.</p> <p>The notification form does not ask about the parties' production capacity (+ utilisation rates). The parties are, however, asked about capacity as one of the criteria to describe the intensity of competition in the market.</p>	<p>No.</p>	<p>Yes.</p> <p>The parties must list Hungarian chambers, trade associations (+ other interest representation bodies) that are active in the field where the parties operate or in the field of operation(s) affected by the transaction.</p>	<p>Yes.</p> <p>The parties asked to explain: - how strong brand loyalty is and - how high the costs of switching are in the market.</p>	<p>Yes.</p> <p>The parties are asked - what developments (regulatory or technological changes, significant innovation, changes in cost level, price developments, entries & exits etc.) took place in the past 3 years and - which developments are expected to take place in the next 2 years.</p> <p>The parties must explain for example i) total cost of entry, ii) technical investment, equipment, lead time needed to enter the market, iii) cost structure of the industry.</p>	<p>The following is also required: - information on commitments which parties are willing to undertake to remedy competition concerns.</p>	<p>April 2016</p>

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Ireland	<p>Information to be provided in relation to markets where there exists an <u>overlap (horizontal or vertical)</u> between the activities of the undertakings:</p> <ul style="list-style-type: none"> - Estimates of undertakings' market shares in the <u>relevant markets</u>. 	<p>For each <u>area of overlap (horizontal or vertical)</u>, list:</p> <ul style="list-style-type: none"> - the <u>5 largest worldwide</u> competitors; and - the <u>5 largest competitors in the State</u>. - Provide contact details - Estimates of competitors' turnover in the State for each area of overlap. - Estimates of competitors' market shares in the <u>relevant markets</u>. <p>In addition, <u>for each area of overlap</u>, identify any shareholdings of more than <u>10% held by each undertaking involved in a competitor or potential competitor</u>. A potential competitor can be regarded as an undertaking operating upstream or downstream in an area of overlap or an undertaking which has plans to enter the area of overlap, or has developed or pursued such plans in the past two years.</p>	<p>For each <u>area of overlap (horizontal or vertical)</u>, list:</p> <ul style="list-style-type: none"> - the <u>5 customers worldwide</u> with the <u>largest account</u>; and - the <u>5 customers in the State</u> with the <u>largest account</u>. <p>Provide contact details.</p>	<p>For each <u>area of overlap (horizontal or vertical)</u>, list:</p> <ul style="list-style-type: none"> - the <u>5 suppliers worldwide</u> receiving the <u>highest payment</u>; and - the <u>5 suppliers in the State</u> receiving the <u>highest payment</u> from each undertaking involved. <p>Provide contact details.</p>	<p>For each <u>area of overlap (horizontal or vertical)</u>:</p> <ul style="list-style-type: none"> - Identify any important agreements or categories of agreement relating to distribution, supply, purchasing, joint development, R&D or any other cooperative arrangements or alliances, whether horizontal or vertical, in which each undertaking involved has entered into or is involved. <p>Provide details of the type of the agreement(s), the subject matter, the other parties and the duration.</p>					<p>For each <u>area of overlap (horizontal or vertical)</u>:</p> <ul style="list-style-type: none"> - Identify any trade association(s), regardless of whether one or more of the undertakings involved is a member of the association(s). - Provide contact data. 	<p>For each <u>area of overlap (horizontal or vertical)</u>, provide details on:</p> <ul style="list-style-type: none"> - The extent of switching costs for customers changing from one supplier to another; - The importance and extent of customer preferences and the types and general location of customers. 	<p>For each <u>area of overlap (horizontal or vertical)</u>, provide details on:</p> <ul style="list-style-type: none"> - the extent to which each undertaking involved is vertically integrated - the characteristics of the industry sector in which the proposed transaction occurs (e.g., whether mature or innovative) and the typical distribution and supply systems prevailing in the sector - the nature of the products or services concerned. <p>Indicate whether they are homogenous, characterised by brand loyalty and close substitutes with each other.</p> <p>Indicate the distribution methods and sources and methods of supply of the undertakings involved</p> <ul style="list-style-type: none"> - The manner in which the undertakings involved price and sell their goods and/or services. 		April 2016

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Italy	<p><u>Affected markets</u> are relevant product and geographic markets where: 1) Two or more parties operate and will have a post-merger aggregate market share > 15%, or 2) one party will have a post-merger market share >25%, when at least one more party is present in an upstream or downstream market (the latter market is also considered an affected market) or 3) the target's market share is >25%, when all other parties operate in distinct, not vertically linked, markets.</p> <p>Relevant markets are defined in line with EU case law and enforcement practice.</p> <p>Size of market In relation to <u>each of the affected markets</u> (a) SALES VALUE - For <u>each of the last 3 years</u>, indicate the sales value of the products sold on the <u>relevant product market</u>: - i. on the relevant geographic market; - ii. in Italy (if different from i.); (b) SALES VOLUME - For <u>each of the last 3 years</u>, indicate the sales volume of the products sold on the <u>relevant product market</u>: - i. on the relevant geographic market; - ii. in Italy (if different from i.).</p> <p>Market shares In relation to <u>each of the affected markets</u> and for each of the parties that operates in that market. (a) SALES VALUE - Provide, for the <u>last 3 years</u>, the sales value of the products included in the <u>relevant product market</u> realised: - i. in the relevant geographic market; - ii. in Italy (if different from i.). (b) SALES VOLUME - Provide, for the <u>last 3 years</u>, the volume of sales of the products included in the <u>relevant product market</u> realised: - i. in the relevant geographic market; - ii. in Italy (if different from i.).</p> <p>In addition, in relation to <u>affected markets</u>: - Identify the total value and volume of imports onto the <u>relevant market</u> and the main countries of origin of these imports, and the percentage of these imports coming from foreign affiliated undertakings of the parties</p>	<p>In relation to each <u>affected market</u>: - Provide the following information for the <u>5 main competitors</u> (including importers) and for the competitors with a market share of <u>at least 10%</u>: (a) Name or corporate name and registered office (b) Group of people or business exercising control - indicate briefly, where known, the names of the persons who directly or indirectly control the company referred to in point (a). (c) Market shares - state the value and, where possible, the volume of sales and the group's share in the relevant market, for the <u>last 3 financial years</u>.</p>	<p>In relation to each <u>affected market</u> identify: - the <u>5 largest</u> customers of the notifying parties; and - the share of sales of each of them that is absorbed by each of those customers.</p>	<p>In relation to each <u>affected market</u> identify: - the <u>5 largest</u> suppliers of the notifying parties and - the share (of raw materials or goods used to produce the relevant products) that each of them buys from each of these suppliers.</p>	<p>- Specify whether and to what extent cooperation agreements (horizontal or vertical) exist in the <u>affected markets</u>. - Provide information on the most important cooperation agreements signed by the parties in the <u>affected markets</u>, for example in R&D, licensing, joint production, specialization, distribution, long term supply and exchange of information.</p>	<p>- Indicate whether, over the <u>last 5 years</u>, new significant competitors have entered any of the <u>affected markets</u>. - Also specify if, following a small but significant price increase in the <u>relevant market</u> as a result of the transaction, spare capacity or capacity intended for other products would come on the market and in what timeframe. - Describe the various factors influencing entry in the <u>markets affected</u> by the transaction in this case, both geographically and in terms of the product. - Analyse in particular, where relevant, the following factors: a) the total costs of entry (R & D, establishing distribution systems, promotion, advertising, servicing) on a scale equivalent to a competitor of significant size are able to stay on the market, indicating the market share of a competitor with these features; also indicate the incidence of sunk costs in case of exit from the market after a short period from the entrance; b) any regulatory barriers to entry, such as the need for government authorisation or the obligation to comply with the technical standards of any kind; c) any restrictions created by the existence of patents, know-how and other IP rights in the markets concerned and by licensing such rights; d) licensing of patents, know-how and other IP rights in the relevant markets for each party to the concentration has granted or acquired; e) the importance of economies of scale and / or scope in the production of the relevant products in the relevant markets; f) access to sources of supply, such as availability of raw materials; g) consumer preferences in terms of brand loyalty and product differentiation.</p>	<p>In relation to <u>affected markets</u>: Explain the distribution channels and service networks, taking into account, where appropriate, the following elements: a) distribution systems on the market and their importance; b) the service networks (for example, maintenance and repair) and their importance.</p>	<p>In relation to <u>affected markets</u>: - Provide an estimate of the total production capacity in the last 3 years. - What proportion of this capacity can be attributed, in this period, to each of the merging parties and their respective rates of capacity utilisation.</p>	<p>- Explain the importance of research and development in the ability of a firm operating the <u>relevant market</u> to maintain long term a significant competitive edge.</p>	<p>Indicate, as regards the trade associations in the <u>affected markets</u>: a) those in which the parties to the concentration are members; b) the most important trade associations to which the customers and suppliers of the parties to the concentration.</p>	<p>In relation to each <u>affected market</u>: - Describe the development phase crossed by the market (take-off, expansion, maturity, decline). - Explain the structure of demand: a) a forecast of the growth rate of demand; b) the degree of concentration or dispersion of customers; c) segmentation into groups of customers, providing a description of the relative size and the "customer" of each group, including the factors that allow price discrimination between the groups; d) the possible existence of exclusive distribution contracts and other types of long-term contracts; e) the extent to which the government, institutions and enterprises or similar bodies are important as a source of demand.</p>	<p>For <u>each of the affected markets</u>, list the major trademarks of the products offered on the relevant market, stating: (a) the name of the brand, (b) the company owner or licensee of the trademark, (c) the share of sales attributable to the brand.</p>		April 2016

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Latvia	<p><u>Affected markets:</u></p> <ul style="list-style-type: none"> - the relevant market in which the parties operate or - markets, vertically related to the relevant market, in which both parties also operate. <p>For each affected market, shall be provided:</p> <ul style="list-style-type: none"> - An estimate of the last 3 financial years in each affected market, (for full form) - the size of the market according to turnover and volume, - the turnover and volume of each merger participant and the market. - the market share of each market participant in percentage according to the turnover and volume. <p>Market share of imported goods in volume and value (specify the state).</p>	<ul style="list-style-type: none"> - The market share of foreign goods in percentage according to the turnover and volume (specify the state) (in last 3 years); - The market share in percentage according to the turnover (if possible, also according to the volume) of such competitors whose market share <u>exceeds 10% (in last 3 years).</u> 	<p>The structure of demand in each affected market:</p> <ul style="list-style-type: none"> - The <u>5 largest</u> customers of each merger participant, - The description of the structure of demand. 	<p>The structure of supply in each affected market:</p> <ul style="list-style-type: none"> - The <u>5 largest</u> suppliers of each merger participant, - The description of the structure of supply. 	No.	<p>Obstacles to entrance into each <u>affected market</u></p> <p>In addition, the effect of quotas, tariffs and other barriers, as well as transport and other expenses on imports.</p>	No.	No.	No.	No.	A description of the demand structure.	A description of the supply structure in each <u>affected market</u> .	<p>The following is also required:</p> <ul style="list-style-type: none"> - The possible positive and negative consequences, especially in relation to competition; - The impact on the production or distribution of goods, technical or economic development; and - The compliance of the merger with the interests of customers, consumers and society in general. 	April 2016

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Lithuania	<p>Yes.</p> <p>- Affected markets: horizontal combined market share is at least 20%, vertical combined or individual market share is at least 30%.</p> <p>- <u>Markets where the concentration might have a significant impact:</u></p> <p>concentration with potential competitors, undertakings holding important IP rights or mergers in closely related markets when the market share of the other party in all above mentioned cases exceeds 30%.</p> <p><u>For affected markets and markets where the concentration might have a significant impact</u></p> <p>information for the last 3 years:</p> <p>- An estimate of the total size of the market in terms of the value and volume.</p> <p>- The sales in value and volume, as well as an estimate of the market shares, of the each undertaking participating in the concentration.</p> <p>- Sources, explanations of the calculations and the documents (if possible) used to estimate market shares.</p> <p><u>For other relevant markets</u></p> <p>information for the last 1 year:</p> <p>- An estimate of the total size of the market in terms of the value and volume.</p> <p>- An estimate of the market shares in value and volume, of the each undertaking participating in the concentration (identifying major changes in sales and market shares during the last 3 years prior to the concentration.</p> <p>- Sources, explanations of the calculations and the documents (if possible) used to estimate market shares.</p>	<p>Yes.</p> <p><u>For affected markets and markets where the concentration might have a significant impact</u></p> <p>information for the last 3 years:</p> <p>- An estimate of sales in value and volume (if possible), as well as the market share and contact details, of all competitors (including importers) having at least 5% of the market share.</p> <p>- An estimate of total value and volume of import in the relevant markets, as well as the part in percent of import of the each undertaking participating in the concentration.</p> <p>- An estimate of the impact to the import of any import duties, quotas and other barriers to trade, as well as the estimate of the impact to the imported products of the transport and other costs.</p> <p>- Sources, explanations of the calculations and the documents (if possible) used to estimate market shares.</p> <p><u>For other relevant markets</u></p> <p>information for the last 1 year:</p> <p>- An estimate of the market share in value and volume (if possible), as well as the contact details, of the 3 largest competitors of the undertakings participating in the concentration.</p> <p>- Sources, explanations of the calculations and the documents (if possible) used to estimate market shares.</p>	<p>Yes.</p> <p><u>Only for affected markets and markets where the concentration might have a significant impact:</u></p> <p>- Identification of the 5 largest customers of the each undertaking participating in the concentration.</p> <p>- Information on the shares of total sales in appropriate products of the each undertaking participating in the concentration.</p> <p>- Contact details.</p>	<p>Yes.</p> <p><u>Only for affected markets and markets where the concentration might have a significant impact:</u></p> <p>- Identification of the 5 largest suppliers of the each undertaking participating in the concentration.</p> <p>- Information on the shares of supplies (raw materials or goods used for purposes of producing the relevant products in each relevant market) to the each undertaking participating in the concentration.</p> <p>- Contact details.</p>	<p>Yes.</p> <p><u>Only for affected markets and markets where the concentration might have a significant impact:</u></p> <p>- Information to what extent cooperation agreements exist in the relevant markets.</p> <p>- Detailed information and copies of the most important cooperation agreements concluded among the undertakings participating in the concentration, such as agreements on research and development, licensing, joint production, specialisation, distribution, long-term supply of products and exchange of information.</p>	<p>Yes.</p> <p><u>Only for affected markets and markets where the concentration might have a significant impact:</u></p> <p>- Information if over the last 5 years there has been any significant entry. If so, contact details of such undertakings and the estimate of their current market shares must be provided.</p> <p>- Information if there are undertakings that are likely to enter the relevant market. If so, explanation of the reasons and the indication of possible terms of the entry.</p> <p>- Short description of the factors influencing entry into a relevant market in geographic and products aspects. Indication and explanation: the total costs of entry that might be incurred by the significant competitor; legal barriers to the entry; barriers to attracting customers; necessity and possibilities to obtain patents, know-how and other IP rights in the relevant market; the importance in the relevant markets of the undertakings participating in the concentrations if they are owners, licensors or licensees of the patents, know-how and other IP rights in the relevant market; the importance of network and the economies of scale and scope for the production and distribution of products; access to necessary sources of supply.</p>	<p>Yes.</p> <p><u>Only for affected markets and markets where the concentration might have a significant impact:</u></p> <p>- Information on the distribution systems in the relevant market, the importance of distribution systems, exclusive distribution and other long-term agreements, as well as the share in distribution of the other undertakings and (or) the undertakings associated with the undertakings participating in the concentration.</p> <p>- Definition of the service (e.g. repair and maintenance) networks located in a relevant market and the importance of them, as well as the share in the provision of services of the other undertakings and (or) the undertakings associated with the undertakings participating in the concentration.</p>	<p>Yes.</p> <p><u>Only for affected markets and markets where the concentration might have a significant impact:</u></p> <p>- An estimate of the total production capacity for the last 3 years.</p> <p>- Share in total production capacity of the each undertaking participating in the concentration and the extent to which the available production capacity is already in use.</p> <p>- The location and the capacity of the manufacturing facilities of the each undertaking participating in the concentration.</p>	<p>Yes.</p> <p><u>Only for affected markets and markets where the concentration might have a significant impact:</u></p> <p>- Description of the importance of the R&D to the ability of the undertaking to compete in the long-term in the relevant market.</p> <p>- Description of the nature of the R&D conducted by the undertakings participating in the concentration.</p> <p>- Indication of the directions and intensity of the R&D in the relevant market conducted by the undertakings participating in the concentration.</p> <p>- Indication of the plans and priorities of the R&D of the undertakings participating in the concentration for the next 3 years.</p> <p>- Indication of the direction of the R&D in the relevant market in the relevant period.</p>	<p>Yes.</p> <p><u>Only for affected markets and markets where the concentration might have a significant impact:</u></p> <p>- Indication of the associations the members whereof are the undertakings participating in the transaction.</p> <p>- Indication of the most important associations the members whereof are the customers of the undertakings participating in the concentration.</p> <p>- Contact details of the each association.</p>	<p>Yes.</p> <p><u>Only for affected markets and markets where the concentration might have a significant impact:</u></p> <p>- Short description of the structure of demand.</p> <p>- Description of the phase of the relevant market, i.e. the phase of take-off, expansion, maturity or decline.</p> <p>- Forecast of the growth rates of demand.</p> <p>- Indication of the importance of the priorities of the customers to the trademark, provision of services before and after the sale of products, supply of the full range of products and the network effect.</p> <p>- Information about segmentation of customers of a relevant market into different groups of customers with a description of the "typical customer" of each group.</p> <p>- Indication of the costs incurred by the customers in case of the change of the supplier and the importance of such costs.</p> <p>- Indication of the level of the concentration and segmentation of the customers, as well as the ways in which the customers purchase products.</p> <p>- Indication of the degree and significance of the product differentiation.</p>	<p>Yes.</p> <p><u>Only for affected markets and markets where the concentration might have a significant impact:</u></p> <p>- Short description of the structure of supply.</p> <p>- Indication of the ways of the production, price-setting and sale of the products of the undertakings participating in the concentration, as well as the factors influencing pricing.</p> <p>- Indication of the nature and volume of the vertical integration of the each undertaking participating in the concentration in comparison with their major competitors.</p> <p>- Indication of other important circumstances related to the supply.</p>	<p>In the event of a conglomerate transaction when there are no affected markets, markets where the concentration might have a significant impact and other relevant markets, the following information must be provided:</p> <p>- Detailed description of the current and future activities of the each undertaking participating in the concentration.</p> <p>- Explanation why there are no affected markets, markets where the concentration might have a significant impact and other relevant markets.</p>	April 2016

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Malta	<p>For each of the <u>affected markets</u> (horizontally: combined market share of at least 15%; vertically: individual or combined market share of at least 25%), provide the following information for each of the last 3 financial years:</p> <ul style="list-style-type: none"> - estimate of the total size of the market in value and volume (with basis and documents); - sales in value and volume, as well as market shares, of each of the parties. - an estimate of the total value and volume and source of imports into Malta, identifying the proportion of such imports that are derived from the groups to which the parties belong; - the manner in which the parties to the concentration produce and sell the products and/or services; for example, whether they manufacture locally, or sell through local distribution facilities. 	<p>For each of the <u>affected markets</u>:</p> <ul style="list-style-type: none"> - an estimate of the market share in value (and where appropriate volume) of all competitors (including importers) having <u>at least 10%</u> of the geographic market (with documents and sources and contact details). 	<p>For each of the <u>affected markets</u>:</p> <ul style="list-style-type: none"> - identify the <u>5 largest</u> independent customers of the parties and their individual share of total sales for such products accounted for by each of those customers. Contact details. 	<p>For each of the <u>affected markets</u>:</p> <ul style="list-style-type: none"> - identify the <u>5 largest</u> independent suppliers to the parties and their individual shares of purchases from each of these suppliers (of raw materials or goods used for purposes of producing the relevant products). Contact details. 	<ul style="list-style-type: none"> - To what extent do cooperative agreements (horizontal or vertical) exist in the <u>affected markets</u>? - Give details of the most important cooperative agreements engaged in by the parties in the <u>affected markets</u>, such as R&D, licensing, joint production, specialisation, distribution, long term supply and exchange of information agreements. 	<p>For each of the <u>affected markets</u>:</p> <ul style="list-style-type: none"> - Over the last 5 years, has there been any significant entry? If so, where possible provide contact data, and an estimate of their current market shares. - Are there undertakings (including those operating only outside the Maltese market) that are likely to enter the market. If so, explain why and identify such entrants, give contact details, and an estimate of the timeline. - Describe the factors influencing entry that exist in the present case, from both a geographical and product viewpoint, taking into account: <ul style="list-style-type: none"> (a) the total costs of entry (R&D, establishing distribution systems, promotion, advertising, servicing, etc.) on a scale equivalent to a significant viable competitor, indicating the market share of such a competitor; (b) any legal or regulatory barriers to entry, such as government authorization or standard setting in any form; (c) any restrictions created by the existence of patents, know-how and other intellectual property rights in these markets and any restrictions created by licensing such rights; (d) the extent to which each of the parties to the concentration are licensees or licensors of patents, know-how and other rights in the relevant markets; (e) the importance of economies of scale for the production of products in the affected markets; (f) access to sources of supply, such as availability of raw materials. <p>In relation to imports, for each <u>affected market</u>, give:</p> <ul style="list-style-type: none"> - an estimate of the extent to which any quotas, tariffs or non-tariff barriers to trade, affect imports; and - an estimate of the extent to which transportation and other costs affect imports. 	<p>For each of the <u>affected markets</u>:</p> <ul style="list-style-type: none"> - Explain the distribution channels and service networks that exist, taking into account the following where appropriate: <ul style="list-style-type: none"> (a) The distribution systems prevailing on the market and their importance. To what extent is distribution performed by third parties and/or undertakings belonging to the same group as the parties? (b) The service networks (for example, maintenance and repair) prevailing and their importance in these markets. To what extent are such services performed by third parties and/or undertakings belonging to the same group as the parties? 	<p>For each of the <u>affected markets</u>:</p> <ul style="list-style-type: none"> - Where appropriate, provide an estimate of the total Malta-wide capacity for the last 3 years. - Over this period what proportion of this capacity is accounted for by each of the parties, and what have been their respective rates of capacity utilisation. 	<p>For the <u>affected markets</u>:</p> <ul style="list-style-type: none"> - Give an account of the importance of R&D in the ability of a firm to compete in the long term. - Explain the nature of the R&D carried out by the parties, taking account of the following, where appropriate: <ul style="list-style-type: none"> (a) trends and intensities of research and development⁹ in these markets and for the parties to the concentration; (b) the course of technological development for these markets over an appropriate time period (including developments in products and/or services, production processes, distribution systems, etc.); (c) the major innovations that have been made in these markets and the undertakings responsible for these innovations; (d) the cycle of innovation in these markets and where the parties are in this cycle of innovation. 	<p>With respect to the <u>affected markets</u>:</p> <ul style="list-style-type: none"> - Identify the trade organisations in which the parties are members - Identify the most important trade associations to which the customers and suppliers of the parties to the concentration belong - Provide contact details. 	<p>For each of the <u>affected markets</u>, explain the structure of demand in terms of:</p> <ul style="list-style-type: none"> (a) The phases of the markets in terms of, for example, take-off, expansion, maturity and decline, and a forecast of the growth rate of demand; (b) The importance of customer preferences, in terms of brand loyalty, products differentiation and the provision of a full range of products; (c) The degree of concentration or dispersion of customers; (d) Segmentation of customers into different groups with a description of the "typical customer" of each group; (e) The importance of exclusive distribution contracts and other types of long-term contracts; (f) The extent to which public authorities, government agencies, State enterprises or similar bodies are important participants as a source of demand. 	<p>For each of the <u>affected markets</u>:</p> <ul style="list-style-type: none"> - the nature and extent of vertical integration of each of the parties compared with their largest competitors. 	<p>Market data on conglomerate aspects</p> <p>Where any of the parties hold individually a market share of 25% or more for any product market in which there is no horizontal or vertical relationship, provide the following information:</p> <ul style="list-style-type: none"> - a description of each product market; - an estimate of the value of the market and the market shares of each of the groups to which the parties belong for each product market identified above for the last financial year: <ul style="list-style-type: none"> (a) for the Maltese territory; (b) and, where different, for the relevant geographic market. <p>Overview of the markets</p> <ul style="list-style-type: none"> - Where applicable, describe the world wide context of the proposed concentration, indicating the position of each of the parties outside of the Maltese territory in terms of size and competitive strength. - Describe how the transaction is likely to affect the interests of intermediate and ultimate consumers and the development of technical and economic progress. 	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Netherlands	<p>Affected markets:</p> <ul style="list-style-type: none"> - the markets on which 2 or more involved undertakings are active (horizontal relation)(at least 15%) - the markets on which 1 or more involved undertakings are active, whereas 1 or more undertakings are active on the markets where distributors/suppliers or customers of the afore mentioned undertaking are active (vertical relation) (at least 20%). <p>Indicate the total size of the market and the market share, by value and volume, of the merging undertakings in the <u>markets affected</u> by the transaction.</p> <p>Identify the share of imports that can be attributed to the parties.</p>	<ul style="list-style-type: none"> - Identify the 5 main competitors of each of the companies concerned: provide contact data. - Indicate which other competitors have more than 10% market share and provide an estimate of the market share. Provide contact data and sources. - Provide for each affected market: <ul style="list-style-type: none"> - an estimate of the total value of imports. - Describe to what extent imports will be affected by quotas, tariffs or non-tariff trade barriers - Describe to what extent imports will be affected by transportation or other costs <p>Licence form refers to the notification form that has to be submitted when a license is applied (opening of phase II investigation)</p>	<ul style="list-style-type: none"> - Identify the 5 main customers of each of the companies concerned: provide contact data. - Give the 5 main customers of each of the undertakings participating in the transaction, the share of each of them in the total sales of the parties. (Licence form). 	<p>For each market to investigate the names, addresses, telephone numbers and contacts of the 5 largest suppliers of each of the merging companies and mentioned the share of these suppliers in total purchases of each of the parties.</p> <p>(Licence form)</p>	<p>Describe the cooperation agreements with competitors in which the undertakings are involved. (licence form)</p>	<p>What are the market entry costs (R&D, the establishment of distribution, promotion, advertising, servicing, etc.) at an appropriate scale to maintain itself as a major competitor? Are there barriers to entry due to the existence of patents, know-how, other intellectual property rights of government authorization, imposed standards or otherwise? To what extent are each of the undertakings involved in the concentration licensee or licensor of patents, know-how and other intellectual property rights on the target market?</p> <p>How important are sources of supply and economies of scale in the production of the target market? (licence form)</p>	<p>How is the distribution organised on the target market? Describe the existing distribution channels and indicate to what extent third party distribution is carried out.</p> <p>How is the service organised on the target market? Describe the existing service networks and indicate the extent to which these are carried out by services third parties or by companies belonging to the parties to the concentration companies.</p> <p>(...)</p> <p>The importance of exclusive distribution contracts and other types of long-term agreements?</p> <p>(licence form)</p>	<p>Provide for each test market, where applicable, an estimate of the total capacity during the last 3 years and indicate the proportion of each of the merging undertakings therein, as well as capacity utilisation rates.</p>	<p>How important is R&D for a company in order to survive in the long term as a competitor?</p>	<p>Contact data of private organizations that aim to represent interests of the companies in the relevant market.</p>	<p>How important is customer preference (brand loyalty, product differentiation, supply a full range of products)?</p> <p>Are there different categories of customers?</p> <p>Degree of concentration or dispersion of customers?</p>	<p>Price Range</p> <p>Describe the extent to which the price levels in the affect markets in The Netherlands differ from that in Belgium, Germany, France and Britain.</p> <p>Vertical integration</p> <p>Describe how each of the undertakings involved in the concentration and their competitors are employed in successive stages of production or distribution. (licence form)</p>		<p>April 2016</p>

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Poland	<p>Yes.</p> <p>For each <u>horizontally affected ("impacted") markets</u> (combined market share of the parties <u>more than 20%</u>) and each <u>vertically affected ("impacted") markets</u> (market share of the parties in vertically linked markets <u>more than 30%</u>), separately for <u>each of the 2 last or preceding years</u>, and separately for the Polish market - domestic or local - and for the market wider than the Polish market, if the relevant geographic market is not the Polish market (domestic or local):</p> <ul style="list-style-type: none"> - size of market in value and volume (with grounds, sources and documents) - size of sales (in value and volume) and market shares of the parties (with grounds, sources and documents). - the importance of foreign trade, indicating the estimate total value and number and directions of import to Poland, and specifying the share of import of the capital groups to which the parties belong in the total imports. 	<p>Yes.</p> <p>For each <u>affected market</u>, separately for <u>each of the 2 last or preceding years</u>, and separately for the Polish market - domestic or local - and for the market wider than the Polish market (if the relevant geographic market is not the Polish market):</p> <ul style="list-style-type: none"> - Estimates of market shares of competitors (including importers) who have <u>at least 10%</u> share (with grounds and sources and documents). 	<p>Yes.</p> <p>For each <u>affected market</u>, separately for <u>each of the 2 last or preceding years</u>, and separately for the Polish market - domestic or local - and for the market wider than the Polish market (if the relevant geographic market is not the Polish market):</p> <ul style="list-style-type: none"> - identify the <u>main independent customers (at least 3)</u> ; and - estimate the percent share of their purchases in the total value of sales of the parties. 	<p>Yes.</p> <p>For each <u>affected market</u>, separately for <u>each of the 2 last or preceding years</u>, and separately for the Polish market - domestic or local - and for the market wider than the Polish market (if the relevant geographic market is not the Polish market):</p> <ul style="list-style-type: none"> - identify the <u>3 main independent suppliers</u>; and - estimate the share of their supplies in the total value of sales of the parties. 	<p>Yes.</p> <p>For <u>each of the affected markets</u>:</p> <ul style="list-style-type: none"> - state to what extent cooperation agreements exist in affected markets; and - provide info on the most important cooperation agreements concluded by the parties. 	<p>Yes.</p> <p>For <u>each of the affected markets</u>:</p> <ul style="list-style-type: none"> 1/ significant entries in the last 5 years + market share estimates of entrants; 2/ whether there are undertakings that might enter the market; 3/ the description of factors that impact an entry + analysing the likelihood of an entry (numerous aspects to be considered are mentioned in form). <p>The parties may also provide examples of exits from the market.</p> <p>As regards imports, for each <u>affected market</u>, separately for <u>each of the 2 last or preceding years</u>, and separately for the Polish market - domestic or local - and for the market wider than the Polish market (if the relevant geographic market is not the Polish market):</p> <ul style="list-style-type: none"> - estimate the degree to which any quota barriers, tariff barriers and other trade barriers as well as the transport costs impact imports (with grounds and sources and documents). 	<p>Yes.</p> <p>For <u>each of the affected markets</u>:</p> <ul style="list-style-type: none"> - The parties must describe the distribution channels and service networks in affected markets. - Also, the importance of exclusive distribution contracts needs to be assessed. 	<p>Yes.</p> <p>For <u>each of the affected markets</u>:</p> <ul style="list-style-type: none"> - estimate the value of total production capacities; - specify what proportion of those production capacities is assigned to each of the parties; - specify the parties' rates of utilisation of production capacity. 	<p>Yes.</p> <p>For <u>each of the affected markets</u>:</p> <ul style="list-style-type: none"> i) assess the importance of R&D for companies' ability to compete in relevant markets in the long term; ii) present the types of R&D carried out by the parties. <p>In particular, focus on:</p> <ul style="list-style-type: none"> - directions and intensity of R&D carried out on those markets, including by the parties, - course of the technological development on those markets in the appropriately long period (including development of products or services, production processes, distribution systems, etc.), - significant innovations launched on those markets and the undertakings which launched them, - innovation cycle on those markets and indication in which stage of this cycle the undertakings participating in the concentration are. 	<p>Yes.</p> <p>For <u>each of the affected markets</u>:</p> <ul style="list-style-type: none"> - identify associations of entrepreneurs operating in Poland, of which the parties are members. 	<p>Yes.</p> <p>For <u>each of the affected markets</u>:</p> <ul style="list-style-type: none"> - indicate the market growth stages; - the importance of and changes in customer preferences; - the level of concentration or dispersion of customers; - the segmentation of customers into different groups; - the importance of exclusive distribution contracts and other types of long-term contracts; - public sector as a customer. 	<p>Yes.</p> <p>For <u>each of the affected markets</u>:</p> <ul style="list-style-type: none"> 1/ describe distribution channels that exist in affected markets (+ their importance) and specify the extent to which the distribution is carried out by independent undertakings or the parties; 2/ describe service networks that exist in affected markets (+ their importance) and specify the extent to which services are carried out by independent undertakings or the parties. 	<p>The following is also required:</p> <ul style="list-style-type: none"> - info on relevant markets impacted by conglomerate concentration; - info on positive effects of the transaction balancing its negative effects . 	<p>April 2016</p>

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	Size of market and Market share of the companies	Market share of main competitors/importers and other information about them.	Info on companies' main clients	Info on companies' main suppliers	Info on cooperation agreements entered into (horizontal & vertical)	Info on market entry & exit	Info on distribution and after-sales services	Info on production capacity	Info on R&D	Info on trade organisations	Other: Structure of demand	Other: Structure and conditions of supply	Other	Last Update
Portugal	<p><u>relevant product market definition</u>: « a relevant product market definition comprises all those products and/or services regarded as interchangeable or substitutable by the consumer due to their characteristics, prices and intended use.»</p> <p><u>Relevant geographic market definition</u>: «the relevant geographic market comprises the area in which the concerned undertakings provide products or services, where the competition conditions are sufficiently homogeneous and can be distinguished from neighbouring areas, in particular, competition conditions are appreciably different in those areas.»</p> <p>For each <u>relevant market(s)</u>:</p> <ul style="list-style-type: none">- identify the <u>relevant market(s)</u>; and- for each undertaking and for the <u>last 3 years</u>, indicate the sales in net value and volume, and provide an estimate of the market shares;- provide an estimate of the size, in value and volume, of the whole of all the relevant markets, in the last 3 years, and an estimate of their development in the next 3 years (present the same data for the national territory):- state the values and volumes, in imports and exports, for the products/services involved in the operation in question in the last 3 years, using the aggregation adopted for identification of the relevant product market, with reference to the national territory and to the relevant geographic market, when it is distinct from the former;- Where there is overlapping in any of the relevant markets, calculate the pre and post transaction HHI and indicate the delta. <p>In relation to the <u>related product/service and geographic markets</u>:</p> <ul style="list-style-type: none">- identify the <u>related markets</u>; and- present market shares estimates of the participating undertakings, in <u>each of the related markets</u>, in the <u>last 3 years</u>, presenting also the market share in the national territory.	<p>In relation to the <u>related markets</u>:</p> <ul style="list-style-type: none">- present market shares estimates of the <u>5 main competitors</u>, in <u>each of the related markets</u>, in the <u>last 3 years</u>, presenting also the market share in the national territory;- provide contact details. <p>In relation to each <u>relevant market(s)</u>:</p> <ul style="list-style-type: none">- Identify the 5 main competitors (with contact data) and provide an estimate of their respective market shares, for the <u>last 3 years</u>.- Indicate if any significant competitor has entered the relevant market(s) in the <u>last 5 years</u>.- Identify potential competitors who may enter the relevant market within a reasonable period of time. <p>Also, for each of the participating undertakings, indicate the last 3 years' sales in value (net of tax) and volume, for each of the relevant market(s) identified.</p> <p>Related product/service and geographic markets definition: refers to the « upstream and downstream markets and neighbouring markets (i.e. when the goods or services that integrate these markets are complementary to each other, or belong to a range of products or services, generally purchased by the same set of customers, for the same end use) of the identified relevant markets.</p>	<p>In relation to each <u>relevant market(s)</u>:</p> <ul style="list-style-type: none">- Identify the <u>10 main customers</u> (with contact details) and sales made, expressed in terms of value and as a percentage of total sales, in the <u>last 3 years</u>.	<p>In relation to each <u>relevant market(s)</u>:</p> <ul style="list-style-type: none">- Identify the <u>10 main suppliers</u> (with contact details), indicating, for each one, purchases made, expressed in terms of value and as a percentage of total purchases, in the <u>last 3 years</u>.	<p>Although no explicit reference to co-operation agreements, the notification form requires that the merging parties describe and characterise the factors that influence entry and exit in the relevant market(s), namely distribution agreements (exclusive, selective, etc) or other forms of marketing; the duration of the contracts signed between the undertakings present in the market. Also, where applicable, it requires a description of the channels/network s in existence for the distribution of the products / provision of the services that are part of the relevant market(s)</p>	<p>In relation to each <u>relevant market(s)</u>:</p> <ul style="list-style-type: none">- Indicate if any significant competitor has entered the relevant market(s) in the <u>last 5 years</u>.- Identify potential competitors who may enter the relevant market within a reasonable period of time.- Indicate whether, in the <u>last 3 years</u>, the participating undertakings have acquired joint or exclusive control of undertakings that are present in relevant or related market(s).- Describe and characterise the factors that influence entry and exit, mentioning in particular: 1) Legal or regulatory barriers; 2) Restrictions resulting from intellectual property rights; 3) Overall entry and exit costs for new operators; 4) Limitations on access to production factors, particularly including essential infrastructure; 5) Distribution agreements (exclusive, selective, etc) or other forms of marketing; 6) Duration of the contracts signed between the undertakings present in the market. <p>In addition, with respect to imports/exports in relation to the <u>relevant market(s)</u>:</p> <ul style="list-style-type: none">- state the extent to which transport costs affect trade flows <p>Finally, if the merging parties consider efficiency gains resulting from the concentration (e.g. cost economies, economies of scale, the introduction of new products or improvements in the service or products) relevant to the assessment, they should provide information describing and demonstrating it</p>	<p>In relation to the <u>relevant market(s)</u>:</p> <ul style="list-style-type: none">- Where applicable, describe the channels/networks in existence for the distribution of the products / provision of the services, indicating their importance for entry into this/these market(s).- Specify whether each of the participating undertakings uses different distribution channels/service networks than those mentioned. <p>In addition:</p> <ul style="list-style-type: none">- state whether the participating undertakings have signed long-term and/or exclusive supply contracts with their customers, which are in effect at the moment. If so, state how much the sales made under the terms of these contracts represent in relation to the total sales of each participating undertaking.	<p>Estimate the total production capacity and the utilisation rate for the products that are part of the <u>relevant markets</u>, in the last 3 years (with documents that support the data).</p>	<p>Give a detailed description of the importance of R&D in the <u>relevant markets</u>, describing the technological innovation cycle and indicating the positions occupied by the participating undertakings in that cycle.</p>	<p>Identify the national and European professional / business associations to which the undertakings present in the relevant markets belong, indicating their postal and e-mail addresses, telephone no. and fax no.</p>	<p>In relation to each <u>relevant market(s)</u>:</p> <ul style="list-style-type: none">- State the importance of consumer/customer preferences in relation to certain products or product brands, after-sales services, network effects and consumption habits.- Give a quantitative or qualitative specification of the costs associated with changing supplier ("switching cost").- Specify the main factors determining the consumers' choice among different suppliers and the way in which the various competitors identified are positioned with regard to each of the determining factors presented.- Describe the demand structure, with regard to the degree of concentration or dispersion of the customers, and, for the participating undertakings and each relevant market.- Present information on present phase of the relevant market(s), especially in terms of the stages: beginning, growth, maturity and decline;- Present information on the importance of the public markets in relation to the products/services on the relevant market(s) and describe the difficulties of access to that market. <p>- Compare the degree of vertical integration in each participating undertaking with that of their main competitors</p> <ul style="list-style-type: none">- Indicate whether the participating companies <u>control essential infrastructure</u> and how far competing companies can gain access to that infrastructure. <p>In relation to each <u>relevant market(s)</u>:</p> <ul style="list-style-type: none">- Indicate the main factors determining the price of the product(s)/service(s) that are part of the relevant market(s)- Present a chart/table illustrating the development of prices for the product(s)/service(s) that are part of the relevant market(s), in the last 5 years- For each of the participating undertakings, indicate the average prices of the product(s)/service(s) in the last three years;- state whether the participating undertakings have given selective discounts in the last 3 years and, if so, the share of the customers benefiting from these discounts in the sales of each participating company.- Also, where applicable, it requires a description of the channels/networks in existence for the distribution of the products / provision of the services that are part of the relevant market(s)		April 2016	

State	Markets & Effects of the Operation (info for each market)													
	Size of market and Market share of the companies	Market share of main competitors/importers and other information about them.	Info on companies' main clients	Info on companies' main suppliers	Info on cooperation agreements entered into (horizontal & vertical)	Info on market entry & exit	Info on distribution and after-sales services	Info on production capacity	Info on R&D	Info on trade organisations	Other: Structure of demand	Other: Structure and conditions of supply	Other	Last Update
Romania	<p>Yes.</p> <p>For <u>each horizontally affected market</u> (combined market share of the parties ≥ 15%) and <u>each vertically affected market</u> (market share of the parties in vertically linked markets ≥ 25%), provide, and for <u>each of the last 3 financial years</u>: - estimation of the total size of the market in terms of value and volume of sales (with calculation basis, sources and documents); - sales, in terms of value and volume, and market share estimates of each of the parties; - an estimation of the HHI index pre and post transaction (based on competitors' markets shares); - the estimation of the total value, of the total volume and of the source of imports, stating the percentage of such imports resulting from the groups to which the parties belong; - the manner in which the parties produce, invoice and sell products and/or services (e.g., if the manufacturing and the invoicing are made locally or if the sale is made through local distribution networks)</p> <p>This information must also be provided for <u>other markets on which the transaction may have a significant impact</u>⁵.</p>	<p>Yes.</p> <p>For <u>each affected market</u>, for each of the last 3 financial years, provide: - market share estimates of all competitors (including importers) with at least 5% market share in affected markets for each of the <u>last 3 financial years</u> (with contact details).</p> <p>This information must also be provided for <u>other markets on which the transaction may have a significant impact</u>.</p>	<p>Yes.</p> <p>For <u>each affected market</u>: - identify their <u>main 5</u> independent customers (+ contacts for these customers); and - state the individual quota of the total sales of products to each of these customers.</p> <p>This information must also be provided for <u>other markets on which the transaction may have a significant impact</u>.</p>	<p>Yes.</p> <p>For the <u>affected markets</u>: - identify the parties' <u>main 5</u> independent suppliers (+ contacts for these suppliers); and - state the individual quota from the purchases (of raw materials or goods used to produce products) from each of such suppliers.</p> <p>This information must also be provided for <u>other markets on which the transaction may have a significant impact</u>.</p>	<p>Yes.</p> <p>For the <u>affected markets</u>: - state to what extent cooperative agreements exist; and - provide details concerning the most important cooperative agreements concluded by the parties.</p> <p>This information must also be provided for <u>other markets on which the transaction may have a significant impact</u>.</p>	<p>Yes.</p> <p>For the <u>affected markets</u>: - The parties must state whether over the <u>last 5 years</u> there was an important entry in one of the affected markets (if so, contacts for entrants + their current market shares are required). - If the parties entered affected markets in the <u>last 5 years</u>, an analysis of barriers to entry is required. - Identify any undertakings that could enter the market (reasons and timeframe) - Further, barriers to entry must be described, with regard to: a) the total costs of the entry on a scale equivalent to that of a viable and important competitor (with the market share of such a competitor); b) the legal or regulation entry barriers; c) any restriction occurred through the existence of IP rights and any restriction created by the granting of the license for such rights; d) the extent to which each of the parties holds patents, grants or receives licenses, know-how and other rights; e) the importance of scale economies for the manufacturing or distribution of products; f) the access to supply sources.</p> <p>In addition, with respect to imports, for <u>each affected market</u> and for the <u>last 3 years</u>, provide: - an estimation of the extent to which the import quotas and the tariff and non-tariff barriers in the way of exchanges affect imports; - an estimation of the extent to which transport costs and other costs affect imports.</p> <p>This information must also be provided for <u>other markets on which the transaction may have a significant impact</u>.</p>	<p>Yes.</p> <p>For the <u>affected markets</u>: - describe the distribution channels and service networks existing in affected markets. - Also, the existence and significance of exclusive distribution contracts needs to be assessed.</p> <p>This information must also be provided for <u>other markets on which the transaction may have a significant impact</u>.</p>	<p>Yes.</p> <p>For the <u>affected markets</u>: i) provide an estimate of Romania's total capacity; ii) state what proportion of this capacity was held by the various parties to the transaction; the parties' rates of capacity utilisation; the location and capacity of the parties' production facilities; the parties' plans to expand production capacity.</p> <p>This information must also be provided for <u>other markets on which the transaction may have a significant impact</u>.</p>	<p>Yes.</p> <p>For <u>each affected market</u>: - info on the importance of R&D for an undertaking's ability to compete on a long term basis; - the explanation of the nature of R&D activities carried out by the parties, considering: a) the evolution and intensity of R&D on such markets and for the parties; b) the evolution of the technological progress on such markets over an adequate period (including the evolution of products and/or services, manufacturing procedures, distribution systems etc.); c) the main innovations made on such markets and the undertakings which are at the origin of such innovations; d) the innovation cycle on such markets and the phase in such cycle in which the parties are.</p> <p>This information must also be provided for <u>other markets on which the transaction may have a significant impact</u>.</p>	<p>Yes (<i>in Romania, these associations are referred to as "Professional and Employers' Associations"</i>).</p> <p>For the <u>affected markets</u>: i) identify associations in which the parties are members; ii) identify associations in which customers and suppliers of the parties are members.</p> <p>This information must also be provided for <u>other markets on which the transaction may have a significant impact</u>.</p>	<p>Yes.</p> <p>For <u>each affected market</u>, describe the demand structure, stating: - the development phase of the markets; - the importance of customer preferences and consumption patterns; - the importance of buyers' switching costs; - the segmentation of buyers into different groups; - concentration or dispersion of buyers; - the existence and significance of exclusive distribution contracts and other types of long-term contracts; - public sector as a buyer;</p> <p>This information must also be provided for <u>other markets on which the transaction may have a significant impact</u>.</p>	<p>Yes.</p> <p>For <u>each affected market</u>, for each of the last 3 financial years: - describe the nature and the degree of vertical integration of each party compared with their main competitors</p> <p>The parties must describe the distribution channels and service networks existing in affected markets: info on existing distribution systems in affected markets (+ their importance) and existing service networks in affected markets (+ their importance).</p> <p>- provide a <u>comparison between the level of the prices of each party and the prices of competitors</u>; a comparison between the level of the prices practiced by each party in Romania and the level of such prices practiced by the parties outside Romania; a comparison between the level of the prices practiced by each party in Romania and the prices practiced in other states where such products are manufactured.</p> <p>This information must also be provided for <u>other markets on which the transaction may have a significant impact</u>.</p>	<p>The following is also required: - info on efficiencies; - info on cooperative effects of JV</p>	<p>April 2016</p>

⁵ These other markets on which the transaction may have a significant impact include a) a party has a market share in excess of 25% and another party is a potential competitor on that market; b) a party has a market share in excess of 25%, and another party holds important IP rights for that market; c) a party is present on a product market which is a neighbouring market, closely related to a product market on which any other party acts, and the individual or combined market shares of the parties on any of such markets are 25% or more.

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	Size of market and Market share of the companies	Market share of main competitors/importers and other information about them.	Info on companies' main clients	Info on companies' main suppliers	Info on cooperation agreements entered into (horizontal & vertical)	Info on market entry & exit	Info on distribution and after-sales services	Info on production capacity	Info on R&D	Info on trade organisations	Other: Structure of demand	Other: Structure and conditions of supply	Other	Last Update
Slovakia	<p>Yes.</p> <p>For <u>each relevant market</u> and for the <u>past 3 calendar years</u>:</p> <ul style="list-style-type: none"> - estimate total size of market in value and volume; - info on sales in value and volume as well as estimates of market shares of each party. <p>For <u>horizontally affected markets</u> (combined market share of the parties ≥ 15%) and <u>vertically affected markets</u> (market share of the parties t in vertically linked markets ≥ 30%) and <u>potentially affected markets</u>⁶, and for the <u>3 last years</u>:</p> <ul style="list-style-type: none"> - estimate of total size of market in value and volume plus imports minus exports (separate info on imports and exports by country of origin and country of destination) - sales in value and volume as well as market share estimates of the parties; - value and volume of imports, and the share of the parties in the imports; <p>- <u>Comparison of product price</u> in the Slovak Republic and in other countries and areas where these products are sold, mainly in neighbouring countries and in Member States of the EU.</p> <p>Market shares shall be estimated based on the parties' sales in value (in euro) and volume (in units).</p> <p>The total value and volume of a market must reflect output excluding exports from the geographic market and adding imports into the geographic market.</p>	<p>Yes.</p> <p>For <u>each relevant market</u> and for the <u>past 3 calendar years</u>:</p> <ul style="list-style-type: none"> - market shares and contact details of the <u>3 largest</u> competitors. <p>For <u>affected markets</u> and <u>potentially affected markets</u> and for the <u>last 3 years</u>, market share estimates of all competitors (including importers) with at least 5% share of the market (with contact details).</p>	<p>Yes.</p> <p>For <u>each affected market</u> and <u>each potentially affected market</u>:</p> <ul style="list-style-type: none"> i) the parties' <u>5 largest</u> independent customers and ii) their (the customers') individual share of total sales for such products accounted for by each of those customers. 	<p>Yes.</p> <p>For <u>each affected market</u> and <u>each potentially affected market</u>:</p> <ul style="list-style-type: none"> i) the parties' <u>5 largest</u> independent suppliers of inputs (<i>necessary for the parties' products</i>) and ii) the parties' individual shares of purchases from each of these suppliers. 	<p>Yes.</p> <p>For <u>each affected market</u> and <u>each potentially affected market</u>:</p> <ul style="list-style-type: none"> i) state whether and to what extent cooperative agreements exist; and ii) provide a list of cooperative agreements (+ their content) the parties entered into. 	<p>Yes.</p> <p>For <u>each affected market</u> and <u>each potentially affected market</u>:</p> <ul style="list-style-type: none"> i) significant actual entry in the <u>last 5 years</u> (+ entrants and estimates of their current market shares); ii) potential entry (potential entrants + explanation why such entry is likely and an estimate of the timeframe); iii) info on main factors affecting entry; and iv) the parties' or competitors' plans to expand production or sales capacity; v) market exits in the <u>last 5 years</u> (with market share estimate in year preceding exit) <p>As regards imports, for <u>affected markets</u> and <u>potentially affected markets</u> and for the <u>last 3 years</u>:</p> <ul style="list-style-type: none"> - Quotas, tariffs and other trade barriers, if any, and their impact on imports; - Impact of transport costs on import and indication of profitable transport distance. 	<p>Yes.</p> <p>For <u>each affected market</u> and <u>each potentially affected market</u>, provide</p> <ul style="list-style-type: none"> i) the description of the distribution systems prevailing and their importance in the market; and ii) the description of the service networks prevailing and their importance in the market. 	<p>Yes.</p> <p>For <u>each relevant market</u> and for the <u>past 3 calendar years</u>:</p> <ul style="list-style-type: none"> - an estimate of the total capacity; - info on the parties' production capacity, the parties' rates of capacity utilisation; - the location and capacity of the parties' manufacturing facilities; - the parties' plans to expand production capacity. 	<p>Yes.</p> <p>For <u>each affected market</u> and <u>each potentially affected market</u>:</p> <ul style="list-style-type: none"> i) info on the importance of R&D in an undertaking's ability to compete in the long term; ii) the description of the nature of R&D carried out by the parties to the transaction. <p>Take into consideration:</p> <ul style="list-style-type: none"> a) trends and intensity of research and development generally; b) orientation of technological development including frequency of launching new goods on the market, development of production procedure and distribution systems; c) important innovations already placed on the market and who placed them; d) planned research and priorities for the next 3 years. 	<p>Yes.</p> <p>Identify</p> <ul style="list-style-type: none"> i) trade associations of which the parties are members; and ii) trade associations of which customers and suppliers of the parties are members 	<p>Yes.</p> <p>For <u>each affected market</u> and <u>each potentially affected market</u>, describe:</p> <ul style="list-style-type: none"> i) the phases of the markets; ii) the importance of customer preferences; iii) switching costs for customers; iv) the degree of concentration of customers; v) the way customers purchase the products or services in question. 	<p>Yes.</p> <p>For <u>each affected market</u> and <u>each potentially affected market</u>, provide:</p> <ul style="list-style-type: none"> i) the manner in which the parties produce, price and sell products/services; ii) the nature and extent of vertical integration of the parties compared to their largest competitors; iii) the description of the distribution systems prevailing and their importance in the market; and iv) the description of the service networks prevailing and their importance in the market. 	<p>The following is also required:</p> <ul style="list-style-type: none"> - info on cooperative effects of JV. <p>Product differentiation and closeness of competition – for <u>each affected market</u> and <u>each potentially affected market</u>, indicate degree of product differentiation, mainly in terms of:</p> <ul style="list-style-type: none"> - task and importance of product differentiation in the view of its quality and other products characteristics; - any classification of customers with the description of typical customer of each group - competition between undertakings generally, as well as closeness of competition between products of undertakings for each group of customers and for typical customer. 	<p>April 2016</p>

⁶ Potentially affected markets include for example a) markets where one of the parties has a market share in excess of 30% and the other party is a potential competitor in this market or b) markets where one of the parties has a market share in excess of 30% and the other party holds important intellectual property for this market or c) markets where two parties are present on closely related markets and their individual or joint market share market on any of these markets is at least 30%.

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Slovenia	<p>Yes.</p> <p>For <u>horizontally affected markets</u> (combined market share of the parties ≥ 15%) and <u>vertically affected markets</u> (market share of the parties in vertically linked markets ≥ 25%) and <u>other markets which may be affected</u>⁷, provide:</p> <ul style="list-style-type: none"> - estimate the individual markets in terms of sales value and volume for <u>each of the last 3 years</u> (and an estimate of how they will develop in the next 3 years); - comparison of price levels of the parties in each country and/or in every area in which they do business / comparison of price levels of the parties; and their largest competitors, <u>in every defined relevant market</u>. <p>For <u>affected markets</u> (only):</p> <ul style="list-style-type: none"> - sales value and volume, and estimates of market shares of the parties for <u>each of the 3 last years</u>. - estimate of the value and the volume of imports and entry of goods into Slovenia from other EU Member States and the sources of import and entry into Slovenia, specifying the proportion of such import and entry of goods deriving from the parties for <u>each of the 3 last years</u> <p>For <u>other markets which may be affected</u> (only):</p> <ul style="list-style-type: none"> - market share estimates of the parties for <u>each of the last 3 years</u>. <p>Market shares shall be estimated based on the parties' sales in value (in euro) and volume (in units).</p>	<p>Yes.</p> <p>For each affected market: Estimates of market shares of competitors (including importers) having a market share of at least 5% in defined relevant markets for <u>each of the last 3 years</u> (with contact details)</p>	<p>Yes.</p> <p>For <u>each affected market and each market which may be affected</u>: i) identify the <u>5 most important</u> independent customers (+ contacts for these customers) ii) provide the share of the purchases of each customer in the sales revenues of each party for the <u>last 3 years</u>.</p>	<p>Yes.</p> <p>For <u>each affected market and each market which may be affected</u>: i) identify the <u>5 most important</u> independent suppliers (+ contacts for these suppliers) ii) provide the share of each supplier in the total purchase of each party for the <u>last 3 years</u>.</p>	<p>Yes.</p> <p>For each affected markets: Required info: i) state to what extent cooperative agreements exist in the <u>relevant markets</u>; ii) to give details of the most important cooperative agreements entered into by the parties</p>	<p>Yes.</p> <p>Required info: 1/ identify undertakings that entered <u>relevant markets</u> or exited them in the past 5 years (+ contacts for entrants + estimates of their current market shares). If any of the parties were entrants in the last 5 years, barriers to entry need to be analysed. 2/ identify undertakings likely to enter <u>relevant markets</u> in the future (+ contacts + estimate of the time of entry). 3/ Description of barriers to entry (including total costs of entry, legal barriers to entry, restrictions created by the existence IP rights, importance of economies of scale, access to sources of supply).</p> <p>As regards imports, provide, for <u>each of the last 3 years</u>: - an estimate of the extent to which quotas, tariff rates, import duties and other tariff and non-tariff barriers to trade affect imports;</p> <p>- an estimate of the extent to which non-tariff barriers affect the entry - an estimate of the extent to which transportation and other costs affect these imports. Provide an estimate, if possible, of how quotas, tariff rates, import duties and other tariff and non-tariff barriers will affect imports in the following (at least) 3 years.</p>	<p>Yes.</p> <p>For each affected markets: The parties must explain the distribution channels and service networks that exist in the <u>relevant markets</u> (prevailing distribution systems and their significance / prevailing service networks and their significance).</p> <p>Also, the importance of exclusive distribution contracts needs to be assessed.</p>	<p>Yes.</p> <p>For each affected market: Required info: - provide an estimate of the total production capacity in <u>relevant markets</u> for the last 3 years; - proportion of capacity accounted for by each of the party; - the parties' rates of utilisation; the location and capacity of the manufacturing facilities of the parties; - the parties' plans to expand the volume of production or sales</p>	<p>Yes.</p> <p>For each affected market : Required info: i) the description of the importance of R&D in firm's ability to compete in the long term in the <u>relevant markets</u>; ii) explanation of the nature of R&D carried out by the parties, taking account of: (a) Trends and intensities of R&D. (b) the course of technological development for these markets over an appropriate time period (c) the major innovations that have been made in these markets and the undertakings responsible for them; (d) the cycle of innovation in these markets and where the parties are in this cycle of innovation.</p>	<p>Yes.</p> <p>For each affected market: Required info: i) identify trade associations in <u>relevant markets</u> of which the parties are members; ii) identify the most important trade associations in <u>relevant markets</u> to which customers and suppliers of the parties belong.</p>	<p>Yes.</p> <p>For each affected market: Required info: - the phases of the markets; - the importance of customer preferences; - the role of product differentiation; - the role of customers' switching costs; - the segmentation of customers into different groups; - concentration or dispersion of customers; - the importance of exclusive distribution contracts and other types of long-term contracts; - public sector as a customer</p>	<p>Yes.</p> <p>For each affected market: Explain: 1/ the distribution channels prevailing in the relevant markets + their significance; and 2/ the service networks prevailing in the relevant markets + their significance</p> <p>Describe the extent of vertical integration of the parties and other undertakings belonging to the same group compared with their largest competitors</p>	<p>The following is also required: - info on efficiencies; - info on cooperative effects of JV</p>	<p>April 2016</p>

⁷ These other markets which may be affected by the transaction include for example a) markets where one of the parties has a market share in excess of 25% and the other party is a potential competitor in this market or b) markets where one of the parties has a market share in excess of 25 % and the other party holds important IP for this market or c) markets where one of the parties is present in a market which is a neighbouring market and closely related to market in which another party is engaged, and the individual or combined market shares of the parties in any one of these markets are in excess of 25%.

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	Size of market and Market share of the companies	Market share of main competitors/importers and other information about them.	Info on companies' main clients	Info on companies' main suppliers	Info on cooperation agreements entered into (horizontal & vertical)	Info on market entry & exit	Info on distribution and after-sales services	Info on production capacity	Info on R&D	Info on trade organisations	Other: Structure of demand	Other: Structure and conditions of supply	Other	Last Update
Spain	<p>Information to be provided for:</p> <ul style="list-style-type: none"> - <u>affected markets</u> (horizontally: combined or individual market share of at least 15%; vertically: individual or combined market share of at least 25%); and - <u>other markets in the which the transaction may have a significant impact</u> ((a) a party has a market share in excess of 25% and another party is a potential competitor with respect to that market, or (b) a party has a market share in excess of 25% and another party holds important intellectual IP rights for that market, or (c) a party is present in a product market which is a neighbouring market closely related to a product market in which another party is engaged, and their individual or combined market shares is 25% or more). <p>Provide information about market size and market shares.</p> <p>For <u>each affected market</u>, and for the <u>last 3 years</u>, provide:</p> <ul style="list-style-type: none"> - Estimate of the total size of the market in value and in volume; - Estimate of the market share corresponding to each of the companies and groups involved in the transaction. 	<p>For <u>each affected market</u>, and for the <u>last 3 years</u>:</p> <ul style="list-style-type: none"> - Estimate of the market share corresponding to each competitor with a market share in excess of 5% (provide contact details). 	<p>For <u>each affected market</u>:</p> <ul style="list-style-type: none"> - Provide a list of the <u>principal customers</u>, with their respective percentage shares of the total sales of the parties to the operation (with contact details). 	<p>For <u>each affected market</u>:</p> <ul style="list-style-type: none"> - Provide a list of the <u>principal suppliers</u>, with their respective percentage share of the total volume of purchases of the parties. 	<p>For <u>each affected market</u>:</p> <ul style="list-style-type: none"> - Indicate whether there exist horizontal or vertical cooperation agreements between the parties or between them and other competitors <u>in the markets affected</u> by the operation or <u>in connected markets</u> (with details and copies of the agreements). If applicable, give details of those agreements and provide copies (research and development, licensing, joint production, specialization, distribution, long-term supply and exchange of information agreements). - Describe the implications of the operation for markets that are upstream and downstream from the relevant market, as well as their degree of vertical integration and the position of the parties. 	<p>For <u>each affected market</u>, give a detailed description of the difficulties for entry into the market that may be confronted by new competitors, including:</p> <ul style="list-style-type: none"> a) Restrictions on competition of imported products due to customs or non-customs barriers. b) Restriction of access to the production factors, such as raw materials, intermediate goods and qualified personnel. c) Restrictions on the creation of the distribution network, with a description of the causes. d) Difficulties arising from the total cost of entry for a new competitor due to the need for capital, promotion, advertising, distribution, servicing, research and development, etc. e) Any legal or regulatory barriers to entry, such as government authorisation or standard setting in any form, as well as barriers resulting from product certification procedures, or the need to have a proven track record. f) Any restrictions created by the existence of patents, know-how and other IP rights in these markets and any restrictions created by licensing such rights, identifying whether the parties are patent holders or licensees. <p>For <u>each affected market</u>, indicate whether any significant company has entered the market during the <u>last 3 years</u> (or, if appropriate, a longer period) and whether entry by a new operator in the market is expected and in what time frame (with contact details).</p>	<p>For <u>each affected market</u>:</p> <ul style="list-style-type: none"> - Describe in detail the distribution channels and networks existing in the market and how they are used by the parties, indicating to what extent distribution is performed by third parties. 	<p>For <u>each affected market</u>:</p> <ul style="list-style-type: none"> - Estimation of the total production capacity in the Spanish market during the <u>last 3 years</u> and - Estimation of the proportion of that capacity accounted for by each of the parties. - Identify the location of the parties' production facilities and their rates of capacity utilisation. 	<p>For <u>each affected market</u>:</p> <ul style="list-style-type: none"> 1. Describe the role and importance of R&D for a firm to be able to remain competitive in the relevant markets in the long term, having regard to aspects such as trends, course of technological development, major innovations made and the cycle of innovation. 2. Describe the nature of the R&D activities carried out by the parties and the proportion of R&D expenses with respect to turnover and their significance in the market. 	Yes.	<p>For <u>each affected market</u> describe the structure of demand, evaluating:</p> <ul style="list-style-type: none"> - the phases of the markets in terms of, for example, take-off, expansion, maturity and decline, and a forecast of the growth rate; - the importance of customer preferences, for example in terms of brand loyalty, the provision of pre- and after-sales services, the provision of a full range of products, or network effects; - the role of product differentiation in terms of attributes or quality, and the extent to which the products of the parties to the concentration are close substitutes; - the role of switching costs (in terms of time and expense) for customers when changing from one supplier to another; - the degree of concentration or dispersion of customers and possible segmentation into different groups (with a description of the 'typical customer' of each group); - the importance of exclusive distribution contracts and other types of long-term contracts; - other factors that determine the structure and characteristics of demand in the market. 	<p>For <u>each affected market</u>:</p> <ul style="list-style-type: none"> - Describe the structure of supply - Specify whether any of the parties, or any of the competitors, have 'pipeline' products and services, or products and services to be brought to market in the near term, or plans to expand production or sales capacity. - Indicate what pricing levels were practiced in the last year by the parties in comparison to those of their principal competitors and what the criteria and factors for determining price levels are. - Describe the main factors that determine the cost structure and what the main factors are that differentiate between competitors. - Other factors that determine the structure and characteristics of supply in the market. 	<p>In cases of notification of joint control, indication whether the parent companies retain or will retain to a significant extent activities in the same market as the JV or in a market which is upstream or downstream from that of the JV or in a neighbouring market closely related to this market. If affirmative, description of the share of the parent companies and of the JV in each one of the markets, indicating each one's share in the turnover of the others.</p>	April 2016

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Sweden	<p>Information may be required for: - <u>markets that may be affected</u> (horizontally: combined market share of <u>less than 20%</u>; vertically: individual or combined market share of <u>less than 30%</u>) - <u>markets concerned</u> (horizontally: combined market share of <u>20% or more</u>; vertically: individual or combined market share of <u>30% or more</u>).</p> <p>For <u>each market that may be affected</u>, provide each party's estimated market share.</p> <p>For <u>each market concerned</u>, and for <u>each of the last 3 financial years</u>, provide - an estimate of the total size of the market in terms of sales value and sales volume (with basis, sources and documents); - details of sales, in value and volume, and an estimate of market shares of each party; - an estimate of sales, in value and volume, of any imports, with details of the proportion of imports that may be attributable to the parties.</p>	<p>For <u>each market that may be affected</u>, provide - the contact details of the <u>key</u> competitors of each party.</p> <p>For <u>each market concerned</u>, and for <u>each of the last 3 financial years</u>, provide: - an estimate of market share in sales value and sales volume for the <u>5 largest</u> competitors (including importers), with sources and contact data.</p>	<p>For <u>each market that may be affected</u>, provide - the contact details of the <u>key</u> customers of each party.</p> <p>For <u>each market concerned</u>, and for <u>each of the last 3 financial years</u>: - identify the <u>5 largest</u> independent customers for each party; and - each such customer's share of the respective party's total sales in this market; - the contact details of each customer.</p>	<p>For <u>each market concerned</u>, and for <u>each of the last 3 financial years</u>, identify: - the <u>5 largest</u> independent suppliers for each party; and - each such supplier's share of the respective party's purchases; - the contact details of each supplier.</p>	<p>For <u>each market concerned</u>: - To what extent do horizontal and vertical cooperative agreements exist in the market concerned? - Provide details of the most important cooperative agreements engaged in by the parties.</p>	<p>For <u>each market concerned</u>: - State whether any undertaking of significance has entered the market concerned over <u>the last 5 years</u> (with an estimate of the undertaking's market share and contact details); - State whether any of the parties has entered the market concerned over the last 5 years (and describe, when applicable, the barriers to entry that existed); - Provide details of those undertakings that could enter the market concerned (including such undertakings operating only in markets outside Sweden). Explain why such entry is possible and provide an estimate of when this could occur (with contact details); - Describe the various factors that are significant for entry, in particular: a) the estimated costs (R&D, establishing distribution systems, promotion, advertising, servicing, etc.) of implementing a competitive and permanent establishment and make an estimate of the expected market share for such an entrant, b) legal or other formal barriers to market entry, for example government authorisation or standard setting, c) restrictions as a consequence of know-how, patents and other intellectual property rights, d) the extent to which each of the parties are licensees or licensors of know-know, patents or other rights, e) the importance of economies of scale for production, and f) the importance of the availability of raw materials, etc.</p>	<p>For <u>each market concerned the last 3 financial years</u>: - give a description of how the parties produce and distribute the products concerned (eg, how production is organised and the distribution network) - describe the existing distribution and service networks, stating in particular a) the distribution systems prevailing and their importance together with the extent to which distribution is performed by the parties or by third parties and b) the service networks prevailing and their importance together with the extent to which such services are provided by the parties or third parties.</p> <p>As regards imports, for <u>each of the markets concerned</u>, provide details of the extent to which imports are the subject of barriers to trade, for example customs duties, quotas, transportation and legal barriers.</p>	<p>For <u>each market concerned</u>, and for <u>each of the last 3 financial years</u>, provide an estimate of the total capacity of the market concerned. Also provide details of the parties' proportion of this capacity and the extent to which the parties utilise their capacity.</p>	<p>For <u>each market concerned</u>, - describe the importance of R&D activities to an undertaking's long-term competitiveness; - explain the nature of the R&D carried out by the parties, stating in particular: a) the intensity of R&D, i.e. R&D expenditure in proportion to turnover, for the market as a whole and for a respective party, b) the technological development of the product in the market (production processes, distribution systems, etc.), and c) major innovations that have been made and the undertakings responsible for these innovations, together with where the parties' products are situated in this cycle of innovation.</p>	<p>For <u>each market concerned</u>: - Provide the contact details for any trade association or the like to which a) the parties and their competitors belong, and b) to which the parties' customers and suppliers belong.</p>	<p>For <u>each market concerned</u>, explain the structure of demand in the market concerned, stating in particular: a) the development phase of the market, for example take-off, expansion, maturity and decline together with a forecast of the growth rate of demand, b) the importance of customer preferences in terms of brand loyalty and the provision of a full range of products, c) the role of product differentiation in terms of quality and other properties, and the extent to which the products of the parties are close substitutes, d) the importance of time and expense for customers when changing suppliers, e) the degree of concentration among customers, f) segmentation of customers into different groups and a description of the 'typical customer' of each group, and g) the importance of exclusive distribution contracts and other types of long-term contracts.</p>	<p>For <u>each market concerned</u>, indicate whether any of the parties <u>within the next 3 years</u>: a) intends to launch new products, b) plans to expand production or sales capacity, or c) intends to engage subcontractors. If so, provide an estimate of the projected sales and market shares of the parties over the next 3 years.</p> <p>Provide details of other factors that may be relevant when assessing the supply structure.</p> <p>For <u>each market concerned</u>, provide details of the nature and scope of vertical integration of each of the parties compared with their largest competitors.</p>	<p>Provide info on other markets <u>that may potentially be affected by the transaction</u>: - State whether any of the parties a market share of 30% or more in a market that is neither a market concerned nor a market that may be affected, and it is possible for another party to affect competition in the market (this impact may for example take the form of another party being a potential competitor or holding important IP rights related to that market).</p> <p>Also provide info on: - efficiency gains; - JVs.</p>	April 2016

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UK	<p>"Candidate Market" = any plausible candidate product/service and geographic market(s) where the merger parties overlap, have a vertical relationship, or supply related products/services.</p> <p>Provide copies of documents (including but not necessarily limited to reports, presentations, studies, analysis, industry/market reports or analysis – including customer research and pricing studies) in either merger parties' possession and prepared or published in the last 2 years which set out the [...], market shares, in the industry or business areas where the merger parties have a horizontal overlap.</p> <p>Indicate the annual UK, EEA, and worldwide turnover in the last financial year associated with each of:</p> <p>a. the acquirer (including group companies where relevant), and</p> <p>b. the target.</p> <p>It is important that the target's UK turnover for the preceding business year is provided. If no annual report or accounts are available, provide separate figures (audited if reasonably practicable) on annual turnover (including UK turnover), profits and assets. For turnover, provide details of sales exclusive of VAT and duty. For profit, provide the profit and loss accounts.</p>	<p>Contact details for <u>at least the top 10</u> competitors (by volume or value) (including overseas companies/importers) for each Candidate Market (this number may vary – to be discussed at pre-notification).</p> <p>Assess or analyse the merger with respect to competitive conditions, competitors (actual and potential), potential for sales growth or expansion into new product or geographic areas, market conditions, market shares and/or the price to be paid.</p> <p>For all Candidate Markets in which the merger parties have a vertical relationship, provide contact details for the relevant competitors of the merger parties on the upstream and downstream markets on which each merger party is active (<u>at least top 5</u> on each upstream and downstream Candidate Market).</p>	<p>Contact details and estimated share of the merger party's business of <u>at least the top 10</u> customers (by volume or value) of each of the merger parties for each Candidate Market (including overseas customers if appropriate) - (this number may vary – <u>to be discussed at pre-notification</u>).</p> <p>Where there are marked differences in the size or other features of the merger parties' customers, such that some customers may purchase goods or services by different means or in significantly different quantities, provide these same details for <u>at least the top 5</u> customers (by value or volume) for <u>each group of customers</u> identified (for example, five large, five medium and five small customers - contact the CA to discuss in pre-notification how to delineate each customer group).</p> <p>For all Candidate Markets in which the merger parties have a vertical relationship, provide contact details for the relevant customers of the merger parties on the upstream and downstream markets on which each merger party is active (<u>at least top 5</u> on each upstream and downstream Candidate Market).</p>	<p>For any product(s) (including raw materials) or service(s) which the merger parties both purchase, provide details of the merger parties' ability to obtain more favourable commercial conditions from suppliers as a result of this merger and the effects of any such increased ability on competition on all levels of the supply chain.</p> <p>Provide contact details for relevant suppliers (usually <u>top 5</u>, by volume or value, but this number may vary – <u>to be discussed at pre-notification</u>) providing an estimate of the annual value and/or volume of purchases. (Where the merger parties' combined share of procurement of the products / services they both purchase on a Candidate Market does not exceed 25%, notifying parties will not have to provide, in relation to that Candidate Market, contact details of relevant suppliers).</p>	<p>Describe the impact of the merger on the potential for coordinated conduct between remaining competitors in respect of the Candidate Market(s), post-merger.</p>	<p>What barriers to entry or expansion exist for each merger party to start supplying product(s) / service(s) / geographic area(s) which it does not currently supply but which the other merger party is already supplying (or expected to supply)?</p> <p>Provide details of any barriers to entry and expansion with respect to the Candidate Market(s).</p> <p>Provide:</p> <ul style="list-style-type: none"> - details of any expansion, entry or exit in any of the Candidate Markets over the <u>past 5 years</u>, and - details of any companies that the notifying parties consider are likely, post-merger, to enter or expand into any of the Candidate Markets in a sufficiently timely manner so as to adequately constrain the merged entity <p>(in either case, include any available evidence for that submission and contact details for any companies named).</p>	<p>An explanation of the supply chain (including any distribution channels) for the product(s) / services(s), and of any differences between separate geographic areas, where the merger parties overlap, in relation to the supply of the same such products/services.</p>	<p>Capacity, switching data and variable profit margins</p> <p>(only if combined share >15%).</p>		<p>Provide the name and contact details (including address, and email address and telephone number) of any trade associations which cover the industry in which the merger parties overlap, have a vertical relationship, or supply related product(s)/service(s).</p>	<p>Horizontal effects</p> <ul style="list-style-type: none"> - provide a description of how competition works in each Candidate Market where the merger parties overlap. - for each Candidate Market where the merger parties overlap, explain to what extent the merger may give rise to unilateral effects. 	<p>Are there any plans by either merger party to start supplying product(s) / service(s) / geographic area(s) which it does not currently supply but which the other merger party is already supplying? Provide any internal documents setting out any plans of any merger party to expand in the overlapping product(s), service(s) and geographic area(s) or to enter a market where another merger party is operating.</p> <p>If the merger parties have a vertical relationship), describe whether the merger would, or would be likely to, limit the supply of inputs or access to customers such that downstream or upstream rivals would face higher costs post-acquisition or full or partial foreclosure of key inputs or of access to customers.</p>	<p>If the notifying parties consider that the CA should assess the competitive effects of the merger against a counterfactual other than the current or pre-existing competitive situation, describe that counterfactual and explain why the notifying parties consider it should be used for that assessment.</p> <p>Describe the impact of the merger on the potential for coordinated conduct between remaining competitors in respect of the Candidate Market(s), post-merger</p> <p>Explain, with evidence where available, whether the merged entity will be subject to any countervailing buyer power.</p>	April 2016

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Norway	<p>Affected markets are defined as follows:</p> <ul style="list-style-type: none">- Horizontally affected market: at least two of the parties are active on the same market and the parties' total market share exceeds 15 %.- Vertically affected market: market in which at least two of the parties are vertically connected and their market share in each of the respective markets exceeds 25 %. <p>Information needs to be provided for affected markets:</p> <p>For each of the affected markets:</p> <ul style="list-style-type: none">- Give an estimate of all market participants' total annual turnover (value and volume), as well as information about the basis for these estimates.-Provide the annual turnover (value and volume) of each of the undertakings concerned and their estimated market shares.-Include similar information of any undertaking in the same group as the undertaking that acquiring control and operating in the affected markets.	<p>Provide an overview of the <u>5 main</u> competitors of each of the undertakings concerned, as well as what is believed to be these competitors' market shares in the <u>affected markets</u>.</p> <p>Provide a description of the effect the transaction is believed to have on the competitors of the undertakings concerned.</p>	<p>Provide an overview of the <u>5 largest</u> customers of each of the undertakings concerned in the <u>affected markets</u>, and the proportion of sales of each of the undertakings concerned that each of these customers stands for.</p> <p>Provide a description of the effect the transaction is believed to have on the customers of the undertakings concerned.</p>	<p>Provide an overview of the <u>5 largest</u> suppliers of each of the undertakings concerned in the <u>affected markets</u>, and the proportion of the purchases of each of the undertakings' concerned these suppliers represent.</p> <p>Provide a description of the effect the transaction is believed to have on the suppliers of the undertakings concerned .</p>	<p>Provide an overview of the most important cooperative agreements (horizontal or vertical) that the undertakings concerned or entities in the same group have concluded with players in the <u>affected markets</u>.</p> <p>Cooperation agreements in this context include, for example, agreements on joint production, specialisation, information exchange, distribution, licensing or long-term deliveries.</p>	<p>Provide a description of any barriers to entry for players who wish to access the <u>affected markets</u>.</p> <p>The description must include an overview of government regulations that make entry more difficult, licensing rights which are required for market entry and estimates of possible investments needed to enter the market.</p> <p>Provide an overview of any new operators who have established themselves in the <u>affected markets</u> over the <u>last 3 years</u>.</p>	<p>Provide an overview of the most common sales channels in the <u>affected markets</u>.</p> <p>Indicate <i>inter alia</i> the importance of these sales channels for the sale of the products concerned.</p> <p>Describe the extent to which sales are made through third parties and / or businesses in the same group as the undertakings.</p>	<p>Provide an overview of total production capacity in the <u>affected markets</u> and specify how large part of this is used.</p>	<p>Explain the significance of R&D for product development in the <u>affected markets</u>.</p>	<p>Indicate which industry associations, if any the undertakings concerned are members of.</p>	<p>Provide an overview of the structure of demand of the <u>affected markets</u>. The overview should include:</p> <ul style="list-style-type: none">- stage of development of the market (emergence, growth, mature, declining),-which factors affect customer's choice of product / supplier in the affected markets, for example, brand loyalty and product differentiation,- the extent to which customers switch between suppliers / brands,- bargaining power of customers or customer groups,-the use of exclusive distribution agreements or long-term supply agreements <p>Provide a description of the effect the transaction is believed to have on the structure of the <u>affected markets</u>.</p>	<p>Inform the CA of vertically connected markets where one of the parties or the parties together have a market share exceeding 30% on one of the markets.</p> <p>For these markets, both upstream and downstream, the parties' 3 principal competitors, customers and suppliers must be identified.</p>	<p>April 2016</p>	