

### **Standard Merger Notification Form Information Requirements – Part 3: Markets**

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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
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"><li>- market shares of the parties to the concentration ; Market shares shall be estimated based on the parties' sales in value and volume.</li><li>- size of total market (in EUR and volume)</li></ul> <p>Also, for <u>markets not affected</u> by the transaction: for the last financial year</p> <ul style="list-style-type: none"><li>- 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)</li></ul>	<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"><li>- market shares of the 3 most important competitors for the last financial year</li></ul>	<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>	<p>No.</p>	<p>Provide general information on foreseeable developments in research on the affected markets.</p>	<p>No.</p>	<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>	<p>April 2016</p>

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Belgium	<p>Yes.</p> <p>Information shall be provided for each relevant affected markets, namely:</p> <ul style="list-style-type: none"><li>- <u>horizontally affected markets</u> (combined market share of the parties ≥ 25%);</li><li>- <u>vertically affected markets</u> (market share of the parties in vertically linked markets ≥ 25%); and</li><li>- <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,...)<sup>1</sup>.</li></ul> <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 <u>5%</u> 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"><li>- state to what extent cooperation agreements exist in affected markets; and</li><li>- provide copies and give details of the most important cooperation agreements concluded by the parties (R&amp;D, licensing, joint production, specialisation, distribution, long term supply and exchange of information).</li></ul>	<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"><li>- provide an estimate of the total capacity in Belgium for the last 3 years;</li><li>- 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;</li><li>- indentify the location and capacity of the manufacturing facilities of each of the parties in affected markets.</li></ul>	<p>Yes.</p> <p>The parties must:</p> <ul style="list-style-type: none"><li>- specify the importance of R&amp;D in the ability of a firm operating in affected markets to compete in the long term; and</li><li>- to explain the nature of R&amp;D carried out in affected markets by the parties.</li></ul>	<p>Yes.</p> <p>The parties must identify:</p> <p>i) trade associations in affected markets of which the parties are members; and</p> <p>ii) the most important trade associations in affected markets to which customers and suppliers of the parties belong (+ contacts for these trade associations).</p>	<p>Yes.</p> <p>Description of the structure of demand in affected markets in terms of:</p> <ul style="list-style-type: none"><li>- different market phases;</li><li>- the importance of customer preferences (brand loyalty, pre- and after-sales services, etc);</li><li>- the importance of product differentiation;</li><li>- the importance of switching costs for customers;</li><li>- concentration or fragmentation of demand;</li><li>- the segmentation of customers into different groups;</li><li>- importance of the share of demand represented by public bodies.</li></ul>		<p>The following is also required:</p> <ul style="list-style-type: none"><li>- info on cooperative effects of joint ventures;</li><li>- overall market context and efficiency gains (worldwide context and impact on intermediate and ultimate consumers; development of technical and economic progress).</li></ul>	<p>April 2016</p>

<sup>1</sup> 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.

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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"> <li>- total size of the market in terms of value and volume;</li> <li>- sales (in values and/or volume) and market shares of the parties;</li> <li>- 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).</li> </ul> <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"> <li>i) identify the <u>5 largest</u> competitors; and</li> <li>ii) provide their market shares (for the last financial year).</li> </ul>	<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> <ol style="list-style-type: none"> <li>1/ state whether there has been any significant entry over the last years; and identify the entrants;</li> <li>2/ if any of the parties were entrants, provide an analysis of encountered barriers to entry;</li> <li>3/ state whether there are undertakings likely to enter the market (+ likelihood of such entry + timeframe in which such entry is likely to occur).</li> </ol> <p>Furthermore, parties must describe the barriers to entry, taking into account:</p> <ul style="list-style-type: none"> <li>(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</li> </ul>	<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"> <li>- the distribution systems prevailing in the market and their importance (to what extent is distribution performed by third parties?)</li> <li>- 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?).</li> </ul> <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> <ol style="list-style-type: none"> <li>i) provide an estimate of the total capacity of the relevant markets for the last year;</li> <li>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</li> <li>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</li> </ol> <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"> <li>a) trade associations of which the parties are members; and</li> <li>b) the most important trade associations to which customers and suppliers of the parties belong (+ contacts for these trade associations).</li> </ul>	<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"> <li>- phases of the markets;</li> <li>- the importance of customer preferences (brand loyalty, pre- and after-sales services, etc.);</li> <li>- role of product differentiation;</li> <li>- switching costs for customers;</li> <li>- concentration or dispersion of customers;</li> <li>- segmentation of customers into different groups;</li> <li>- importance of exclusive distribution contracts and other types of long-term contracts.</li> </ul>	<p>Yes.</p> <p>For <u>markets likely to be influenced by the transaction</u>, parties must:</p> <ol style="list-style-type: none"> <li>i) explain the structure of supply;</li> <li>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.</li> </ol> <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>April 2016</p>

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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"><li>- estimate of total size of market in terms of value and volume;</li><li>- sales in value and volume, as well as market shares of each party;</li><li>- estimate of HHI index pre and post-merger, and the delta (based on competitors' market shares);</li><li>- 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.</li></ul> <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>.<sup>2</sup></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"><li>- state to what extent cooperative agreements exist; and</li><li>- give details of the most important cooperative agreements engaged in by the parties.</li></ul> <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"><li>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);</li><li>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);</li><li>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).</li></ol> <p>The description of barriers to entry must be provided, including:</p> <ul style="list-style-type: none"><li>(a) total costs of entry on a scale equivalent to a significant viable competitor;</li><li>(b) legal or regulatory barriers to entry;</li><li>(c) restrictions created by patents, know-how and other IP rights, and restrictions created by licensing such rights;</li><li>(d) extent to which each party is holder, licensee or licensor of patents, know-how and other rights;</li><li>(e) importance of economies of scale for the production or distribution of products; and</li><li>(f) access to sources of supply.</li></ul> <p>In relation to exports, for <u>affected markets</u>, provide:</p> <ul style="list-style-type: none"><li>- an estimate of the extent to which any quotas, tariffs or non-tariff barriers to trade, affect imports; and</li><li>- an estimate of the extent to which transportation and other costs affect imports.</li></ul> <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"><li>- explain the importance of R&amp;D in the ability of a firm to compete in the long term; and</li><li>- explain the nature of R&amp;D carried out by the parties.</li></ul> <p>Take account of:</p> <ul style="list-style-type: none"><li>(a) trends and intensities of R&amp;D in these markets and for the parties;</li><li>(b) the course of technological development for these markets over an appropriate time period (including developments in products, production processes, distribution systems, ...);</li><li>(c) the major innovations that have been made in these markets and the undertakings responsible for these innovations; and</li><li>(d) the cycle of innovation in these markets and where the parties to the concentration are in this cycle of innovation.</li></ul> <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"><li>a) trade associations of which the parties are members; and</li><li>b) the most important trade associations to which customers and suppliers of the parties belong (+ contacts for these trade associations).</li></ul>	<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"><li>- phases of the markets;</li><li>- the importance of customer preferences (brand loyalty, pre- and after-sales services, etc.);</li><li>- the role of product differentiation;</li><li>- the role of switching costs for customers;</li><li>- the degree of concentration or dispersion of customers;</li><li>- segmentation of customers into different groups;</li><li>- the importance of exclusive distribution contracts and other types of long-term contracts;</li><li>- public authorities as a source of demand.</li></ul> <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"><li>- info on distribution systems prevailing in the market (to what extent is distribution undertaken by third parties) and their importance; and</li><li>- info on service networks prevailing in the market (to what extent are such services undertaken by third parties) and their importance.</li></ul> <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>

<sup>2</sup> “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 of a 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: -combined market share in a horizontal relationship above 15% - in a vertical relationship, market share above 25% of any of the undertakings concerned.</p> <p>For every <u>affected market</u>, estimate: - 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>	<p>For every <u>affected market</u>, provide: - 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>	<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: - 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> <p>For every <u>affected market</u>, describe the factors which affect the entry into the market, taking into account: - 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> <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>:  Describe the importance of development R&amp;D to the extent that it affects the ability of the undertaking to be competitive in the long run; and  Explain the nature of the R&amp;D of the market which is carried out by groups of undertakings, and: - estimate the cost of R&amp;D as a percentage of the turnover, - describe the main innovations which have resulted from the R&amp;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>		<p>For every <u>affected market</u>, describe the structure of supply and demand mentioning in particular: (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>	<p>For every <u>affected market</u>, describe the structure of supply and demand mentioning in particular: (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>	<p>For every <u>affected market</u>, provide contact details for "commercial contacts" in the market.</p>	April 2016

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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><sup>3</sup>, 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> <p>- estimate of total size of individual affected markets in terms of turnover value and volume; and</p> <p>- turnover (in value and volume) and market share estimates of the parties.</p> <p>- 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.</p> <p>- an estimate of the extent to which markets are affected by:</p> <p>(a) transportation and other costs; and</p> <p>(b) other non-tariff barriers to trade.</p> <p>- the manner in which the parties produce and sell the goods (e.g., whether they manufacture locally, or sell through local distribution facilities).</p> <p>- 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>	<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 - specify to what extent cooperative agreements exist; and</p> <p>- 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</p> <p>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);</p> <p>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)</p> <p>3/ describe barriers to entry, taking account of:</p> <p>(a) total cost of entry (R&amp;D, establishing distribution systems and service networks, promotion, advertising, servicing, ...) on a scale equivalent to the cost of a potential viable undertaking,</p> <p>(b) legal barriers to entry (government authorisation or standard setting in any form)</p> <p>(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,</p> <p>(d) the extent to which each of the parties to the concentration is licensees or licensors of the objects of industrial or other IP,</p> <p>(e) the importance of economies of scale for the production in the affected markets; and</p> <p>(f) the access to sources of supply indispensable for operation in the affected markets, such as availability of raw materials.</p> <p>In relation to imports, give:</p> <p>- an estimate of the extent to which any quotas, tariffs or non-tariff barriers to trade</p> <p>affect imports; and</p> <p>- an estimate of the extent to which transportation and other costs affect imports.</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:</p> <p>(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)</p> <p>(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> <p>Also, the importance of exclusive distribution contracts needs to be assessed.</p>	<p>Yes.</p> <p>For the last 3 years:</p> <p>i) provide an estimate of the total capacity of the individual <u>affected markets</u> (and <u>potentially affected markets</u>) ;</p> <p>ii) state what proportion of this capacity is accounted for by each of the parties</p> <p>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:</p> <p>- explain the importance of R&amp;D in the ability of undertakings to compete in the long term; and</p> <p>- explain the nature of R&amp;D carried out by the parties.</p> <p>The following must be taken into account:</p> <p>(a) the intensity and dynamics of R&amp;D in the markets and corresponding intensity and dynamics of R&amp;D of the undertakings concerned,</p> <p>(b) the course of technological development characteristic for these markets (including developments in products, production processes, distribution systems, and so on),</p> <p>(c) the major innovations that have been made in these markets and the undertakings responsible for them, and</p> <p>(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:</p> <p>i) identify those associations of which the parties are members and</p> <p>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:</p> <p>- phases of the markets;</p> <p>- the importance of customer preferences (brand loyalty, product differentiation etc.);</p> <p>- the degree of concentration or dispersion of customers;</p> <p>- segmentation of customers into different groups;</p> <p>- the importance of exclusive distribution contracts and other types of long-term contracts;</p> <p>- public authorities as a source of demand.</p>	<p>For <u>affected markets</u> and <u>potentially affected markets</u>:</p> <p>- state the nature and extent of vertical integration of each party, compared with their largest competitors</p> <p>- 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>	<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>	October 2016

<sup>3</sup> 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"> <li>- an estimate of the total size of the market in terms of sales value and volume;</li> <li>- the sales measured in value and volume, as well as an estimate of the market share of each of the parties;</li> <li>- an estimate of the HHI index pre and post-transaction, and the delta (based on competitors' market shares).</li> <li>- an estimate of the sales value and volume of imports, specifying the proportion of such imports derived from the parties;</li> <li>- the manner in which the parties produce, price and sell their products and/or services.</li> </ul> <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 minimum of 5 <u>undertakings</u>. On this basis, provide</p> <ul style="list-style-type: none"> <li>- an estimate of the HHI index pre- and post-merger, and the difference between the two (the delta).</li> </ul>	<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"> <li>- a statement of the 5 <u>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.</li> <li>- provide contact data of these customers.</li> </ul>	<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"> <li>- state the 5 <u>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.</li> <li>- provide contact data of these suppliers.</li> </ul>	<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&amp;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"> <li>- Whether other undertakings have entered/exited the market over the last 5 years.</li> <li>- 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.</li> <li>- 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.</li> <li>- Whether any of the parties have entered the market within the last 5 years.</li> <li>- If yes, describe the entry barriers at the time of their entry.</li> <li>- Describe the various factors influencing entry into the markets (from both a geographical and product viewpoint).</li> </ul> <p>State separately:</p> <ul style="list-style-type: none"> <li>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;</li> <li>b) any legal or regulatory barriers to entry, such as required government authorization or standards;</li> <li>c) any restrictions created by the existence of know-how, patents and other intellectual property rights;</li> <li>d) the extent to which one or more of the parties are licensors or licensees of patents, know-how and other rights;</li> </ul>	<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"> <li>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; and</li> <li>b) 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.</li> </ul> <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&amp;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&amp;D in the affected markets carried out by the parties. Please state in this respect:</p> <ul style="list-style-type: none"> <li>a. the intensities of R&amp;D (i.e. costs in relation to the turnover) in the affected markets and for each of the parties;</li> <li>b. the course of technological development in these markets (including developments in production methods, distribution systems, etc.);</li> <li>c. the major innovations that have been made in these markets, indicating the names of the undertakings responsible for these innovations; and</li> <li>d. the cycle of innovation in these markets and the stage in this cycle of innovation of the products made by the parties.</li> </ul>	<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"> <li>- Identification of the organisations, etc. of which the parties and possibly also their competitors are members (with indication of relevant contract persons).</li> <li>- Identification of the organisations, etc. of which the customers and suppliers of the parties to the merger are members.</li> </ul>	<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"> <li>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;</li> <li>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;</li> <li>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;</li> <li>d) the importance of time and costs to customers when they change suppliers;</li> <li>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;</li> <li>f) whether the customers can be segmented into different categories, including a description of the 'typical customer' of each category; and</li> <li>g) the importance of exclusive distribution agreements and other types of long-term contracts.</li> </ul>	<p>State whether within the next 3 years any of the parties to the merger:</p> <ul style="list-style-type: none"> <li>a) plans to launch new products in one or more of the <u>affected markets</u>;</li> <li>b) plans to expand or contract its production or sales capacity; or</li> <li>c) intends to use subcontractors.</li> </ul> <p>If yes, provide:</p> <ul style="list-style-type: none"> <li>- an estimate of the expected sales; and</li> <li>- an estimate of the market shares of the parties for the next 3 years.</li> </ul> <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"> <li>a) a detailed description of how the transaction will allow it to achieve efficiency gains;</li> <li>b) where reasonably possible, a quantification of the efficiency gains and an explanation of how the quantification was calculated;</li> <li>c) how the consumers will benefit from these gains and how likely this is; and</li> <li>d) the reason why the parties could not achieve the similar efficiencies by other means than through the proposed merger.</li> </ul>	April 2016

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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"> <li>- total size of each affected market in terms of sales value and volume; (with an estimate of possible future developments)</li> <li>- value and volume of sales and market shares of the parties.</li> </ul> <p>In addition, the total size (in terms of value and volume) of each <u>related market</u><sup>4</sup> 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"> <li>- identify the <u>5 most important</u> independent customers (+ contacts for these customers); and</li> <li>- state the share of the purchases of each customer of the parties for each of the last 3 years.</li> </ul>	<p>Yes.</p> <p>For each <u>affected market</u>, parties must:</p> <ul style="list-style-type: none"> <li>- identify the <u>5 most important</u> independent suppliers (+ contacts for these suppliers); and</li> <li>- provide information concerning the importance of each these suppliers in the purchases of the parties.</li> </ul>	<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"> <li>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;</li> <li>2/ info concerning factors influencing entry into and exit from affected markets.</li> </ol> <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"> <li>- 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.</li> </ul> <p>- Also, the existence and significance of exclusive distribution contracts needs to be assessed.</p>		<p>Yes.</p> <p>R&amp;D in <u>affected markets</u> and R&amp;D carried out by the parties must be described.</p>	<p>Yes.</p> <p>Required info:</p> <ul style="list-style-type: none"> <li>- identify associations of undertakings (active in <u>affected markets</u>) in which the parties are members (+ contacts for these trade associations).</li> </ul>	<p>Yes.</p> <p>Required info on the structure of demand in <u>affected markets</u>:</p> <ul style="list-style-type: none"> <li>- the development phase of the markets;</li> <li>- the importance of customer preferences and consumption patterns;</li> <li>- the importance of buyers' switching costs;</li> <li>- the segmentation of buyers into different groups;</li> <li>- the concentration or dispersion of buyers;</li> <li>- the existence and significance of exclusive distribution contracts and other types of long-term contracts;</li> <li>- public sector as a buyer</li> </ul>	<p>Yes.</p> <p>For <u>each affected market</u>, parties must:</p> <ul style="list-style-type: none"> <li>- 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</li> <li>- provide a <u>comparison of current price levels and price levels</u> in geographically close goods markets</li> </ul>	<p>The following is also required:</p> <ul style="list-style-type: none"> <li>- info on remedies;</li> <li>- info on cooperative effects of JV.</li> </ul>	<p>April 2016</p>

<sup>4</sup> 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"> <li>- <u>horizontally affected markets</u> (combined market share of the parties <math>\geq 15\%</math>);</li> <li>- <u>vertically affected markets</u> (combined market share of in vertically linked markets <math>\geq 20\%</math>); and</li> <li>- <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.</li> </ul> <p>Size of market:</p> <ul style="list-style-type: none"> <li>- 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.</li> <li>- The basis and sources of calculation on which these estimates are based.</li> </ul> <p>Sales volume and value and market share:</p> <ul style="list-style-type: none"> <li>- 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.</li> <li>- The basis and sources of calculation on which these estimates are based.</li> </ul> <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"> <li>- An estimate of the value and volume of imports and exports in each market divided by country of origin and target country;</li> <li>- 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).</li> </ul>	<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"> <li>- the <u>5 main</u> independent customers;</li> <li>- 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).</li> <li>- Contact data.</li> </ul>	<p>Identify for each <u>relevant affected market</u> and for each of the last 3 years:</p> <ul style="list-style-type: none"> <li>- <u>5 main</u> independent suppliers</li> <li>- the share of each supplier of the total purchases of the parties (and the entities or foundations part of their groups of companies).</li> <li>- Contact data.</li> </ul>	<p>For <u>horizontally and vertically affected markets</u> (only) explain:</p> <ul style="list-style-type: none"> <li>- The extent and importance of the cooperation networks (networking) in the market.</li> </ul>	<p>For <u>horizontally and vertically affected markets</u> (only), parties must identify:</p> <ul style="list-style-type: none"> <li>- those conducting business who, within the past 3 years, have entered or exited that market (with contact information).</li> <li>- an estimate of the present market share of each such market entrant.</li> <li>- the main factors affecting the ease of market entry or exit or the profitability of business operations in the relevant markets, including: <ul style="list-style-type: none"> <li>- The cost factors and the value/amount thereof resulting from the entry of a major competitive entrant;</li> <li>- formal entry barriers, such as operating licences;</li> <li>- restrictions resulting from immaterial rights;</li> <li>- economies-of-scale and scope;</li> <li>- access to sources of supply and sales channels.</li> </ul> </li> <li>- Data of potential undertakings which are likely entrants (with timeframe).</li> </ul> <p>In relation to imports on <u>horizontally and vertically affected markets</u> (only):</p> <ul style="list-style-type: none"> <li>- 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.</li> </ul>	<p>For <u>horizontally and vertically affected markets</u> (only) explain:</p> <ul style="list-style-type: none"> <li>- The modes of operation prevalent in the supply of products, including distribution channels, vertical integration and the supply of products with other products;</li> <li>- The importance of exclusive distribution and other agreements;</li> <li>- The extent and importance of the cooperation networks (networking) in the market;</li> <li>- The importance of the various after-sale and other maintenance services as competitive factors and the competitive conditions with respect to these services.</li> </ul>	<p>For <u>horizontally and vertically affected markets</u> (only) explain:</p> <ul style="list-style-type: none"> <li>- 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;</li> <li>- 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.</li> </ul>	<p>For <u>horizontally and vertically affected markets</u> (only) explain:</p> <ul style="list-style-type: none"> <li>- The importance of R&amp;D and its share of turnover in the markets in general and for the business operations involved in the transaction.</li> </ul>	<p>For each <u>relevant affected market</u>, identify:</p> <ul style="list-style-type: none"> <li>- Domestic and foreign trade associations in which a party or an entity or foundation part of the same group of companies is a member.</li> <li>- 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.</li> <li>- Contact details.</li> </ul>	<p>For <u>horizontally and vertically affected markets</u> (only) explain:</p> <ul style="list-style-type: none"> <li>- The importance of the preferences and consumption habits of the customers;</li> <li>- 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.</li> <li>- the segmentation of the customers to different, clearly distinct groups and their main characteristics;</li> <li>- the importance of the public sector as a customer;</li> <li>- the degree of concentration of the customers and its importance for the operational freedom of those conducting business in the relevant market.</li> </ul>	<p>For <u>horizontally and vertically affected markets</u> (only) explain:</p> <ul style="list-style-type: none"> <li>- The degree of concentration of the suppliers and its importance for the operational freedom of those conducting business in the relevant market;</li> <li>- the stage of development of the market and the estimated development of supply during the next 3 years (the life cycle of the markets);</li> <li>- the possibilities of incumbents to expand production;</li> <li>- an estimate of the price level of the markets in relation to the geographically adjacent markets, and</li> <li>- other circumstances possibly prevailing in the markets which may have an effect for the appraisal of the acceptability of a transaction .</li> </ul>	<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"> <li>- size of market (value and volume) for the last year;</li> <li>- market shares of parties for the last year;</li> <li>- 5 main competitors and their market shares for the last year;</li> <li>- 5 main independent customers with the share of purchases of each customer of the combined turnover of parties, for the last year;</li> <li>- 5 main independent suppliers with the share of each supplier of the total purchases of the parties, for the last year</li> <li>- Basis and sources of calculation on which the estimates presented are based (with copies if available).</li> </ul>	<p>April 2016</p>

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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> <p>- <u>horizontally affected markets</u> (combined market share of the parties <math>\geq 15\%</math>)</p> <p>- <u>vertically affected markets</u> (combined or individual market share of the parties at either level in vertically linked markets <math>\geq 25\%</math>)</p> <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 <math>\geq 25\%</math></u> and any other party is a potential competitor.</p> <p>2) <u>any of the parties has market share <math>\geq 25\%</math></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 <math>\geq 25\%</math>. (<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> <p>- 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>	<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 5 <u>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 5 <u>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&amp;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> <p>- 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.</p> <p>- 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.</p> <p>- 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.</p> <p>- Describe the factors influencing entry into <u>affected markets</u>, both geographically and in terms of product – include:</p> <p>a) the total costs of entry (R&amp;D, establishing distribution systems, promotion, advertising, servicing, etc.) on a scale equivalent to a significant viable competitor, indicating that competitor's market share;</p> <p>b) any legal or regulatory restrictions on entry, as authorised public authority or compliance requirements, constraints arising from certification procedures, etc</p> <p>c) 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;</p> <p>d) the extent to which parties are holders, licensees or licensor licensing patents, know-how and other rights in the relevant markets;</p> <p>e) the importance of economies of scale for the production or distribution of products in the affected markets; and</p> <p>f) access to sources of supply, such as availability of raw materials and necessary infrastructure.</p>	<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> <p>- 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>	<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> <p>- Explain the importance of R&amp;D for long-term competitive ability company, active in <u>affected markets</u>.</p> <p>- Explain the nature of R&amp;D in <u>affected markets</u> the undertakings, analysing, in particular</p> <p>a) trends and intensity of R&amp;D in these markets in general and for the parties;</p> <p>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.);</p> <p>c) the major innovations that have been made in these markets and the undertakings responsible for these innovations; and</p> <p>d) the development of innovation in these markets and the point of evolution that are parties.</p>	<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> <p>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;</p> <p>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;</p> <p>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;</p> <p>d) the role of switching costs in terms of time and costs for customers when changing supplier;</p> <p>e) the degree of concentration or dispersion of customers;</p> <p>f) segmentation of customers into different groups, description of the 'typical customer' of each group;</p> <p>g) the importance of exclusive distribution contracts and other types of long-term contracts; and</p> <p>h) the extent to which public authorities, public companies or organisations or similar bodies are an important factor as a source of demand.</p>		April 2016	

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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%).</p> <p>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:</p> <ul style="list-style-type: none"> <li>- the 10 most important (largest) buyers (clients) of the parties in the relevant market in the past 2 years for each party; and</li> <li>- 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.</li> </ul>	<p>Yes.</p> <p>Required info:</p> <ul style="list-style-type: none"> <li>- 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;</li> <li>- 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).</li> </ul>	<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:</p> <ul style="list-style-type: none"> <li>- explain if any new undertakings have entered or exited the relevant market(s) (+ identify such undertakings) in the previous 3 years and</li> <li>- explain if the parties are aware of any undertaking that intends to enter the relevant market(s) in the next 2 years.</li> </ul> <p>Further, barriers to entry must be explained.</p>	<p>Yes.</p> <p>The parties must:</p> <ul style="list-style-type: none"> <li>i) describe the typical term of the contracts for the distribution of products in affected markets;</li> <li>ii) explain the licensing or other regulatory processes required concerning the manufacture and distribution of relevant products;</li> <li>iii) explain the expected changes in the pricing and distribution strategies of the parties.</li> </ul>	<p>No.</p> <p>The notification form does not ask about the parties' production capacity (+ utilisation rates).</p> <p>The parties are, however, asked about capacity as one of the criteria to describe the intensity of competition in the market.</p>	No.	<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:</p> <ul style="list-style-type: none"> <li>- how strong brand loyalty is and</li> <li>- how high the costs of switching are in the market.</li> </ul>	<p>Yes.</p> <p>The parties are asked</p> <ul style="list-style-type: none"> <li>- what developments (regulatory or technological changes, significant innovation, changes in cost level, price developments, entries &amp; exits etc.) took place in the past 3 years and</li> <li>- which developments are expected to take place in the next 2 years.</li> </ul> <p>The parties must explain for example</p> <ul style="list-style-type: none"> <li>i) total cost of entry,</li> <li>ii) technical investment, equipment, lead time needed to enter the market,</li> <li>iii) cost structure of the industry.</li> </ul>	<p>The following is also required:</p> <ul style="list-style-type: none"> <li>- information on commitments which parties are willing to undertake to remedy competition concerns.</li> </ul>	April 2016

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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> <p>- Estimates of undertakings' market shares in the <u>relevant markets</u>.</p>	<p>For each <u>area of overlap (horizontal or vertical)</u>, list:</p> <p>- the <u>5 largest worldwide</u> competitors; and</p> <p>- the <u>5 largest competitors in the State</u>.</p> <p>- Provide contact details</p> <p>- Estimates of competitors' turnover in the State for each area of overlap.</p> <p>- Estimates of competitors' market shares in the <u>relevant markets</u>.</p> <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> <p>- the <u>5 customers worldwide</u> with the <u>largest account</u>; and</p> <p>- the <u>5 customers in the State</u> with the <u>largest account</u>.</p> <p>Provide contact details.</p>	<p>For each <u>area of overlap (horizontal or vertical)</u>, list:</p> <p>- the <u>5 suppliers worldwide</u> receiving the <u>highest payment</u>; and</p> <p>- the <u>5 suppliers in the State</u> receiving the <u>highest payment</u> from each undertaking involved.</p> <p>Provide contact details.</p>	<p>For each <u>area of overlap (horizontal or vertical)</u>:</p> <p>- Identify any important agreements or categories of agreement relating to distribution, supply, purchasing, joint development, R&amp;D or any other cooperative arrangements or alliances, whether horizontal or vertical, in which each undertaking involved has entered into or is involved.</p> <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> <p>- Identify any trade association(s), regardless of whether one or more of the undertakings involved is a member of the association(s).</p> <p>- Provide contact data.</p>	<p>For each <u>area of overlap (horizontal or vertical)</u>, provide details on:</p> <p>- The extent of switching costs for customers changing from one supplier to another;</p> <p>- The importance and extent of customer preferences and the types and general location of customers.</p>	<p>For each <u>area of overlap (horizontal or vertical)</u>, provide details on:</p> <p>- the extent to which each undertaking involved is vertically integrated</p> <p>- 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</p> <p>- the nature of the products or services concerned. Indicate whether they are homogenous, characterised by brand loyalty and close substitutes with each other. Indicate the distribution methods and sources and methods of supply of the undertakings involved</p> <p>- The manner in which the undertakings involved price and sell their goods and/or services.</p>		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 &gt; 15%, or 2) one party will have a post-merger market share &gt;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 &gt;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&amp;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 &amp; 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"> <li>- the relevant market in which the parties operate or</li> <li>- markets, vertically related to the relevant market, in which both parties also operate.</li> </ul> <p>For each affected market, shall be provided:</p> <ul style="list-style-type: none"> <li>- An estimate of the last 3 financial years in each affected market, (for full form)</li> <li>- the size of the market according to turnover and volume,</li> <li>- the turnover and volume of each merger participant and the market.</li> <li>- the market share of each market participant in percentage according to the turnover and volume.</li> </ul> <p>Market share of imported goods in volume and value (specify the state).</p>	<ul style="list-style-type: none"> <li>- The market share of foreign goods in percentage according to the turnover and volume (specify the state) (in last 3 years);</li> <li>- 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>.</li> </ul>	<p>The structure of demand in each affected market:</p> <ul style="list-style-type: none"> <li>- The <u>5 largest</u> customers of each merger participant,</li> <li>- The description of the structure of demand.</li> </ul>	<p>The structure of supply in each affected market:</p> <ul style="list-style-type: none"> <li>- The <u>5 largest</u> suppliers of each merger participant,</li> <li>- The description of the structure of supply.</li> </ul>	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"> <li>- The possible positive and negative consequences, especially in relation to competition;</li> <li>- The impact on the production or distribution of goods, technical or economic development; and</li> <li>- The compliance of the merger with the interests of customers, consumers and society in general.</li> </ul>	April 2016

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Lithuania	<p>Yes. - Affected markets: horizontal combined market share is at least 20%, vertical combined or individual market share is at least 30%. - <u>Markets where the concentration might have a significant impact:</u> 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> information for the last 3 years: - An estimate of the total size of the market in terms of the value and volume. - The sales in value and volume, as well as an estimate of the market shares, of the each undertaking participating in the concentration. - Sources, explanations of the calculations and the documents (if possible) used to estimate market shares.</p> <p><u>For other relevant markets</u> information for the last 1 year: - An estimate of the total size of the market in terms of the value and volume. - 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. - Sources, explanations of the calculations and the documents (if possible) used to estimate market shares.</p>	<p>Yes. <u>For affected markets and markets where the concentration might have a significant impact</u> information for the last 3 years: - 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. - 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. - 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. - Sources, explanations of the calculations and the documents (if possible) used to estimate market shares.</p> <p><u>For other relevant markets</u> information for the last 1 year: - 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. - Sources, explanations of the calculations and the documents (if possible) used to estimate market shares.</p>	<p>Yes. <u>Only for affected markets and markets where the concentration might have a significant impact:</u> - Identification of the 5 largest customers of the each undertaking participating in the concentration. - Information on the shares of total sales in appropriate products of the each undertaking participating in the concentration. - Contact details.</p>	<p>Yes. <u>Only for affected markets and markets where the concentration might have a significant impact:</u> - Identification of the 5 largest suppliers of the each undertaking participating in the concentration. - 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. - Contact details.</p>	<p>Yes. <u>Only for affected markets and markets where the concentration might have a significant impact:</u> - Information to what extent cooperation agreements exist in the relevant markets. - 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. <u>Only for affected markets and markets where the concentration might have a significant impact:</u> - 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. - 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. - 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. <u>Only for affected markets and markets where the concentration might have a significant impact:</u> - 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. - 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. <u>Only for affected markets and markets where the concentration might have a significant impact:</u> - An estimate of the total production capacity for the last 3 years. - 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. - The location and the capacity of the manufacturing facilities of the each undertaking participating in the concentration.</p>	<p>Yes. <u>Only for affected markets and markets where the concentration might have a significant impact:</u> - Description of the importance of the R&amp;D to the ability of the undertaking to compete in the long-term in the relevant market. - Description of the nature of the R&amp;D conducted by the undertakings participating in the concentration. - Indication of the directions and intensity of the R&amp;D in the relevant market conducted by the undertakings participating in the concentration. - Indication of the plans and priorities of the R&amp;D of the undertakings participating in the concentration for the next 3 years. - Indication of the direction of the R&amp;D in the relevant market in the relevant period.</p>	<p>Yes. <u>Only for affected markets and markets where the concentration might have a significant impact:</u> - Indication of the associations the members whereof are the undertakings participating in the transaction. - Indication of the most important associations the members whereof are the customers of the undertakings participating in the concentration. - Contact details of the each association.</p>	<p>Yes. <u>Only for affected markets and markets where the concentration might have a significant impact:</u> - Short description of the structure of demand. - Description of the phase of the relevant market, i.e. the phase of take-off, expansion, maturity or decline. - Forecast of the growth rates of demand. - 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. - Information about segmentation of customers of a relevant market into different groups of customers with a description of the "typical customer" of each group. - Indication of the costs incurred by the customers in case of the change of the supplier and the importance of such costs. - Indication of the level of the concentration and segmentation of the customers, as well as the ways in which the customers purchase products. - Indication of the degree and significance of the product differentiation.</p>	<p>Yes. <u>Only for affected markets and markets where the concentration might have a significant impact:</u> - Short description of the structure of supply. - 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. - Indication of the nature and volume of the vertical integration of the each undertaking participating in the concentration in comparison with their major competitors. - 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: - Detailed description of the current and future activities of the each undertaking participating in the concentration. - 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"> <li>- estimate of the total size of the market in value and volume (with basis and documents);</li> <li>- sales in value and volume, as well as market shares, of each of the parties.</li> <li>- 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;</li> <li>- 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.</li> </ul>	<p>For each of the <u>affected markets</u>:</p> <ul style="list-style-type: none"> <li>- 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).</li> </ul>	<p>For each of the <u>affected markets</u>:</p> <ul style="list-style-type: none"> <li>- 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.</li> </ul>	<p>For each of the <u>affected markets</u>:</p> <ul style="list-style-type: none"> <li>- 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.</li> </ul>	<ul style="list-style-type: none"> <li>- To what extent do cooperative agreements (horizontal or vertical) exist in the <u>affected markets</u>?</li> <li>- Give details of the most important cooperative agreements engaged in by the parties in the <u>affected markets</u>, such as R&amp;D, licensing, joint production, specialisation, distribution, long term supply and exchange of information agreements.</li> </ul>	<p>For each of the <u>affected markets</u>:</p> <ul style="list-style-type: none"> <li>- 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.</li> <li>- 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.</li> <li>- 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"> <li>(a) the total costs of entry (R&amp;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;</li> <li>(b) any legal or regulatory barriers to entry, such as government authorization or standard setting in any form;</li> <li>(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;</li> <li>(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;</li> <li>(e) the importance of economies of scale for the production of products in the affected markets;</li> <li>(f) access to sources of supply, such as availability of raw materials.</li> </ul> </li> </ul> <p>In relation to imports, for each <u>affected market</u>, give:</p> <ul style="list-style-type: none"> <li>- an estimate of the extent to which any quotas, tariffs or non-tariff barriers to trade, affect imports; and</li> <li>- an estimate of the extent to which transportation and other costs affect imports.</li> </ul>	<p>For each of the <u>affected markets</u>:</p> <ul style="list-style-type: none"> <li>- Explain the distribution channels and service networks that exist, taking into account the following where appropriate:               <ul style="list-style-type: none"> <li>(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?</li> <li>(b) The service networks (for example, maintenance and repair) prevailing and their importance in these markets.</li> </ul> </li> <li>To what extent are such services performed by third parties and/or undertakings belonging to the same group as the parties?</li> </ul>	<p>For each of the <u>affected markets</u>:</p> <ul style="list-style-type: none"> <li>- Where appropriate, provide an estimate of the total Malta-wide capacity for the last 3 years.</li> <li>- 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.</li> </ul>	<p>For the <u>affected markets</u>:</p> <ul style="list-style-type: none"> <li>- Give an account of the importance of R&amp;D in the ability of a firm to compete in the long term.</li> <li>- Explain the nature of the R&amp;D carried out by the parties, taking account of the following, where appropriate:               <ul style="list-style-type: none"> <li>(a) trends and intensities of research and development<sup>9</sup> in these markets and for the parties to the concentration;</li> <li>(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.);</li> <li>(c) the major innovations that have been made in these markets and the undertakings responsible for these innovations;</li> <li>(d) the cycle of innovation in these markets and where the parties are in this cycle of innovation.</li> </ul> </li> </ul>	<p>With respect to the <u>affected markets</u>:</p> <ul style="list-style-type: none"> <li>- Identify the trade organisations in which the parties are members</li> <li>- Identify the most important trade associations to which the customers and suppliers of the parties to the concentration belong</li> <li>- Provide contact details.</li> </ul>	<p>For each of the <u>affected markets</u>, explain the structure of demand in terms of:</p> <ul style="list-style-type: none"> <li>(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;</li> <li>(b) The importance of customer preferences, in terms of brand loyalty, products differentiation and the provision of a full range of products;</li> <li>(c) The degree of concentration or dispersion of customers;</li> <li>(d) Segmentation of customers into different groups with a description of the "typical customer" of each group;</li> <li>(e) The importance of exclusive distribution contracts and other types of long-term contracts;</li> <li>(f) The extent to which public authorities, government agencies, State enterprises or similar bodies are important participants as a source of demand.</li> </ul>	<p>For each of the <u>affected markets</u>:</p> <ul style="list-style-type: none"> <li>- the nature and extent of vertical integration of each of the parties compared with their largest competitors.</li> </ul>	<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"> <li>- a description of each product market;</li> <li>- 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"> <li>(a) for the Maltese territory;</li> <li>(b) and, where different, for the relevant geographic market.</li> </ul> </li> </ul> <p>Overview of the markets</p> <ul style="list-style-type: none"> <li>- 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.</li> <li>- Describe how the transaction is likely to affect the interests of intermediate and ultimate consumers and the development of technical and economic progress.</li> </ul>	April 2016

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Netherlands	<p>Affected markets:</p> <p>- the markets on which 2 or more involved undertakings are active (horizontal relation)(at least 15%)</p> <p>- 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> <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>	<p>- Identify the 5 main competitors of each of the companies concerned: provide contact data.</p> <p>- Indicate which other competitors have more than 10% market share and provide an estimate of the market share. Provide contact data and sources.</p> <p>- Provide for each affected market:</p> <p>- an estimate of the total value of imports.</p> <p>- Describe to what extent imports will be affected by quotas, tariffs or non-tariff trade barriers</p> <p>- Describe to what extent imports will be affected by transportation or other costs</p> <p>Licence form refers to the notification form that has to be submitted when a license is applied (opening of phase II investigation)</p>	<p>- Identify the 5 main customers of each of the companies concerned: provide contact data.</p> <p>- 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>	<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&amp;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&amp;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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	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
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):  - 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>	<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):  - Estimates of market shares of competitors (including importers) who have <u>at least 10%</u> share (with grounds and sources and documents).</p>	<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):  - 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>	<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):  - identify <u>the 3 main independent suppliers</u>; and  - estimate the share of their supplies in the total value of sales of the parties.</p>	<p>Yes.</p> <p>For <u>each of the affected markets</u>:  - state to what extent cooperation agreements exist in affected markets; and  - provide info on the most important cooperation agreements concluded by the parties.</p>	<p>Yes.</p> <p>For <u>each of the affected markets</u>:  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> <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):  - 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>	<p>Yes.</p> <p>For <u>each of the affected markets</u>:  - 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>	<p>Yes.</p> <p>For <u>each of the affected markets</u>:  - 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>	<p>Yes.</p> <p>For <u>each of the affected markets</u>:  i) assess the importance of R&amp;D for companies' ability to compete in relevant markets in the long term;  ii) present the types of R&amp;D carried out by the parties.  In particular, focus on:    - directions and intensity of R&amp;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>	<p>Yes.</p> <p>For <u>each of the affected markets</u>:  - identify associations of entrepreneurs operating in Poland, of which the parties are members.</p>	<p>Yes.</p> <p>For <u>each of the affected markets</u>:  - 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>	<p>Yes.</p> <p>For <u>each of the affected markets</u>:  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>	<p>The following is also required:  - info on relevant markets impacted by conglomerate concentration;  - info on positive effects of the transaction balancing its negative effects .</p>	<p>April 2016</p>

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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>:  - 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> <p>In relation to the <u>related product/service and geographic markets</u>:  - 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>	<p>In relation to the <u>related markets</u>:  - 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> <p>In relation to each <u>relevant market(s)</u>:  - 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> <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>:  - 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>	<p>In relation to each <u>relevant market(s)</u>:  - 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>	<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>:  - 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> <p>In addition, with respect to imports/exports in relation to the <u>relevant market(s)</u>:  - state the extent to which transport costs affect trade flows</p> <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>:  - 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> <p>In addition:  - 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>	<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&amp;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>:  - 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>	<p>- Compare the degree of vertical integration in each participating undertaking with that of their main competitors  - Indicate whether the participating companies <u>control essential infrastructure</u> and how far competing companies can gain access to that infrastructure.</p> <p>In relation to each <u>relevant market(s)</u>:  - 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)</p>		April 2016

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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><sup>5</sup>.</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&amp;D for an undertaking's ability to compete on a long term basis;  - the explanation of the nature of R&amp;D activities carried out by the parties, considering:  a) the evolution and intensity of R&amp;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>

<sup>5</sup> 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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Slovakia	<p>Yes.</p> <p>For <u>each relevant market</u> and for the <u>past 3 calendar years</u>:  - 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> <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><sup>6</sup>, and for the <u>3 last years</u>:  - 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> <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>:  - market shares and contact details of the <u>3 largest</u> competitors.</p> <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>:  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>	<p>Yes.</p> <p>For <u>each affected market</u> and <u>each potentially affected market</u>:  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>	<p>Yes.</p> <p>For <u>each affected market</u> and <u>each potentially affected market</u>:  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>	<p>Yes.</p> <p>For <u>each affected market</u> and <u>each potentially affected market</u>:  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> <p>As regards imports, for <u>affected markets</u> and <u>potentially affected markets</u> and for the <u>last 3 years</u>:  - 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>	<p>Yes.</p> <p>For <u>each affected market</u> and <u>each potentially affected market</u>, provide  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>	<p>Yes.</p> <p>For <u>each relevant market</u> and for the <u>past 3 calendar years</u>:  - 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>	<p>Yes.</p> <p>For <u>each affected market</u> and <u>each potentially affected market</u>:  i) info on the importance of R&amp;D in an undertaking's ability to compete in the long term;  ii) the description of the nature of R&amp;D carried out by the parties to the transaction.  Take into consideration:  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>	<p>Yes.</p> <p>Identify  i) trade associations of which the parties are members; and  ii) trade associations of which customers and suppliers of the parties are members</p>	<p>Yes.</p> <p>For <u>each affected market</u> and <u>each potentially affected market</u>, describe:  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>	<p>Yes.</p> <p>For <u>each affected market</u> and <u>each potentially affected market</u>, provide:  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>	<p>The following is also required:  - info on cooperative effects of JV.</p> <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:  - 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>	<p>April 2016</p>

<sup>6</sup> 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><sup>7</sup>, provide:</p> <ul style="list-style-type: none"> <li>- 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);</li> <li>- 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>.</li> </ul> <p>For <u>affected markets</u> (only):</p> <ul style="list-style-type: none"> <li>- sales value and volume, and estimates of market shares of the parties for <u>each of the 3 last years</u>.</li> <li>- 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></li> </ul> <p>For <u>other markets which may be affected</u> (only):</p> <ul style="list-style-type: none"> <li>- market share estimates of the parties for <u>each of the last 3 years</u>.</li> </ul> <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&amp;D in firm's ability to compete in the long term in the <u>relevant markets</u>; ii) explanation of the nature of R&amp;D carried out by the parties, taking account of: (a) Trends and intensities of R&amp;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>

<sup>7</sup> 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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Spain	<p>Information to be provided for:</p> <ul style="list-style-type: none"> <li>- <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</li> <li>- <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).</li> </ul> <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"> <li>- Estimate of the total size of the market in value and in volume;</li> <li>- Estimate of the market share corresponding to each of the companies and groups involved in the transaction.</li> </ul>	<p>For <u>each affected market</u>, and for the <u>last 3 years</u>:</p> <ul style="list-style-type: none"> <li>- Estimate of the market share corresponding to each competitor with a market share in excess of <u>5%</u> (provide contact details).</li> </ul>	<p>For <u>each affected market</u>:</p> <ul style="list-style-type: none"> <li>- 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).</li> </ul>	<p>For <u>each affected market</u>:</p> <ul style="list-style-type: none"> <li>- Provide a list of the <u>principal suppliers</u>, with their respective percentage share of the total volume of purchases of the parties.</li> </ul>	<p>For <u>each affected market</u>:</p> <ul style="list-style-type: none"> <li>- 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).</li> <li>- 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.</li> </ul>	<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"> <li>a) Restrictions on competition of imported products due to customs or non-customs barriers.</li> <li>b) Restriction of access to the production factors, such as raw materials, intermediate goods and qualified personnel.</li> <li>c) Restrictions on the creation of the distribution network, with a description of the causes.</li> <li>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.</li> <li>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.</li> <li>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.</li> </ul> <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"> <li>- 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.</li> </ul>	<p>For <u>each affected market</u>:</p> <ul style="list-style-type: none"> <li>- Estimation of the total production capacity in the Spanish market during the <u>last 3 years</u> and</li> <li>- Estimation of the proportion of that capacity accounted for by each of the parties.</li> <li>- Identify the location of the parties' production facilities and their rates of capacity utilisation.</li> </ul>	<p>For <u>each affected market</u>:</p> <ol style="list-style-type: none"> <li>Describe the role and importance of R&amp;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.</li> <li>Describe the nature of the R&amp;D activities carried out by the parties and the proportion of R&amp;D expenses with respect to turnover and their significance in the market.</li> </ol>	Yes.	<p>For <u>each affected market</u> describe the structure of demand, evaluating:</p> <ul style="list-style-type: none"> <li>- the phases of the markets in terms of, for example, take-off, expansion, maturity and decline, and a forecast of the growth rate;</li> <li>- 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;</li> <li>- 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;</li> <li>- the role of switching costs (in terms of time and expense) for customers when changing from one supplier to another;</li> <li>- the degree of concentration or dispersion of customers and possible segmentation into different groups (with a description of the 'typical customer' of each group);</li> <li>- the importance of exclusive distribution contracts and other types of long-term contracts;</li> <li>- other factors that determine the structure and characteristics of demand in the market.</li> </ul>	<p>For <u>each affected market</u>:</p> <ul style="list-style-type: none"> <li>- Describe the structure of supply</li> <li>- 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.</li> <li>- 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.</li> <li>- Describe the main factors that determine the cost structure and what the main factors are that differentiate between competitors.</li> <li>- Other factors that determine the structure and characteristics of supply in the market.</li> </ul>	<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&amp;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&amp;D activities to an undertaking's long-term competitiveness;  - explain the nature of the R&amp;D carried out by the parties, stating in particular:  a) the intensity of R&amp;D, i.e. R&amp;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' and other undertakings' 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> <p>- details of any expansion, entry or exit in any of the Candidate Markets over the <u>past 5 years</u>, and</p> <p>- 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> <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 &gt;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> <p>- provide a description of how competition works in each Candidate Market where the merger parties overlap.</p> <p>- for each Candidate Market where the merger parties overlap, explain to what extent the merger may give rise to unilateral effects.</p>	<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

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
Norway	<p>Affected markets are defined as follows:</p> <p>- Horizontally affected market: at least two of the parties are active on the same market and the parties' total market share exceeds 15 %.</p> <p>- 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> <p>Information needs to be provided for affected markets:</p> <p>For each of the affected markets:</p> <p>- Give an estimate of all market participants' total annual turnover (value and volume), as well as information about the basis for these estimates.</p> <p>-Provide the annual turnover (value and volume) of each of the undertakings concerned and their estimated market shares.</p> <p>-Include similar information of any undertaking in the same group as the undertaking that acquiring control and operating in the affected markets.</p>	<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&amp;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> <p>- stage of development of the market (emergence, growth, mature, declining),</p> <p>-which factors affect customer's choice of product / supplier in the affected markets, for example, brand loyalty and product differentiation,</p> <p>- the extent to which customers switch between suppliers / brands,</p> <p>- bargaining power of customers or customer groups,</p> <p>-the use of exclusive distribution agreements or long-term supply agreements</p> <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>	