

Subsidiary Legislation made under ss.160 & 288.

## **Competition (Merger Prenotification) Regulations 2021**

**LN.2021/038**

*Commencement*

**1.1.2021**

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### **ARRANGEMENT OF REGULATIONS.**

#### Regulations

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**2020-15**

**Competition**

**2021/038 Competition (Merger Prenotification) Regulations 2021**

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*In exercise of the powers conferred on him by sections 160 and 288 of the Competition Act 2020, and all other enabling powers, the Minister has made the following Regulations—*

**Title.**

1. These Regulations may be cited as the Competition (Merger Prenotification) Regulations 2021.

**Commencement.**

2. These Regulations come into operation on the day of publication.

**Interpretation.**

3.(1) In these Regulations-

“the Act” means the Competition Act 2020; and

“working day” means any day which is not-

(a) Saturday, Sunday, Good Friday and Christmas Day; and

(b) any day which is a bank holiday or public holiday.

(2) A reference in these Regulations to a person who does anything on behalf of a person who is authorised to give a merger notice or who has given such notice shall be construed as limited to a reference to a person who does so having been authorised so to act in accordance with regulation 11 of these Regulations.

**Person authorised to give a merger notice.**

4. A merger notice may be given under section 157(1) of the Act by any person carrying on an enterprise to which the notified arrangements relate.

**Time limit for disclosure of material information.**

5. The time specified for the purpose of section 159(1)(b) of the Act (the time before the end of the period for considering a merger notice within which material information must be disclosed) is five working days.

**Time at which a merger notice is to be treated as received.**

6. A merger notice given under section 157(1) of the Act shall be treated as having been received by the GCMA-

- (a) subject to paragraph (b), on the day on which it is in fact received by the GCMA;
- (b) where it is received by the GCMA on any day which is not a working day or after 5.00 pm on any working day, on the next working day,

and section 8 of the Interpretation and General Clauses Act shall not apply.

**Rejection of a merger notice.**

7. A rejection of a merger notice under section 158(2) of the Act shall be given in writing and such a notice shall be treated as having been rejected at the time when the rejection is sent to the person who gave the merger notice or a person acting on his behalf.

**Withdrawal of a merger notice.**

8. A merger notice may be withdrawn by or on behalf of the person who gave the notice by a notice in writing sent to the GCMA.

**Provision of information to the GCMA.**

9.(1) Any information which-

- (a) is, or ought to be, known to the person who gave the merger notice or any connected person, and
- (b) is material to the notified arrangements,

shall be provided or disclosed in writing.

(2) Subject to subregulation (3), any information provided or disclosed to the GCMA under this regulation shall be treated as having been so provided or disclosed on the day on which it is in fact received by the GCMA.

(3) Where information provided or disclosed to the GCMA under this regulation is received by the GCMA on any day which is not a working day or after 5.00 pm on any working day, it shall be treated as having been provided or disclosed to the GCMA on the next working day.

(4) Section 8 of the Interpretation and General Clauses Act shall not apply to the provision or disclosure of any information under this regulation.

**Time at which fees are to be treated as paid.**

10.(1) Subject to subregulations (2) and (3), any fee payable in accordance with a merger notice shall be treated as having been paid on the day on which a valid instrument for the correct amount is received by the GCMA.

(2) Where an instrument received as payment for a fee referred to in subregulation (1) is dishonoured on presentation, the fee shall, subject to subregulation (3), nevertheless be treated as having been paid on the day on which that instrument is received if the condition specified in subregulation (4) is subsequently satisfied.

(3) Where an instrument in respect of a fee referred to in subregulation (1) is received by the GCMA on any day which is not a working day or after 5.00 pm on any working day, it shall be treated as having been received on the next working day.

(4) The condition referred to in subregulation (2) is that, within the period of 20 working days beginning with the first day after the merger notice is, in accordance with regulation 6 of these Regulations, treated as having been received by the GCMA, the correct amount of the fee has been properly paid by a valid instrument.

(5) Section 8 of the Interpretation and General Clauses Act shall not apply to the giving or sending of an instrument in respect of a fee referred to in subregulation (1).

**Circumstances in which a person is or is not to be treated as acting on behalf of the giver of a merger notice.**

11.(1) A person shall be treated as acting on behalf of a person who is authorised to give a merger notice or who has given such a notice only if the person on whose behalf he is to be treated as acting has authorised him so to act in accordance with subregulation (2).

(2) An authorisation to act on behalf of another person for the purposes of subregulation (1) shall be given to the GCMA in writing and an authorisation to act on behalf of a company shall be signed by a director or other officer of that company.

(3) A person who has given an authorisation in accordance with subregulation (1) may revoke it by a notice in writing given to the GCMA and, where that person is a company, the notice shall be signed by a director or other officer of that company.