



## **Pre-notification Discussions**

This section provides useful information on pre-notification discussions with the Competition Authority.

### ***Contact persons***

Parties may request pre-notification discussions by contacting the manager of the Mergers Division at +353 (0)1 804 5400 or [mergers@tca.ie](mailto:mergers@tca.ie).

### ***Purpose***

The Authority welcomes the opportunity to have pre-notification discussions with parties who have expressed a good faith intention to proceed with a transaction. This may take place either in the form of a meeting or a teleconference call.

The purpose of pre-notification discussions is 1) to assist parties to a transaction in the preparation of the Merger Notification Form and 2) to give parties the opportunity to provide an introductory explanation to the Authority's staff about the nature of competition in the relevant industry(ies) or sector(s) concerned.

It should, however, be noted that the Authority bases its merger review on information provided in the Merger Notification Form and information gathered during the course of the merger investigation, not on information provided during the pre-notification process.

Where parties opt not to fill in parts of the Merger Notification Form without having contacted the Authority first, there is a possibility that the Authority will later require this information during its investigation, thus delaying the decision-making process.

### ***Documentation requested in advance***

In order to facilitate a meaningful discussion with the Authority, a written submission from the parties or their representatives briefly describing the proposed transaction, the market(s) involved and the potential effects of the merger, together with a list of attendees, should be sent to the Mergers Division. This should arrive at least 2 working days before the first

meeting/telephone call. Drafts of any relevant agreements would also be helpful.

### ***Content***

In the course of pre-notification discussions, staff will endeavour to point out any immediately evident potential competition issues arising from the merger and areas where further information would be useful for the Authority's analysis. Please note however that further competition concerns may arise in the course of the merger review. The Authority may also waive completion of parts of the Merger Notification Form. However, no indication of whether the merger is likely to require a full (Phase 2) investigation will be provided.

Ultimately, the quality of comments made depends upon the quality of the information provided. Parties should note that any comments made by staff can only be preliminary, in light of the fact that the Authority does not have all the information to hand. For example, third parties have not had a chance to present their views and no investigation has yet been conducted.

### ***Attendance at pre-notification meetings***

If possible, at least one director or employee of the undertakings concerned should attend the pre-notification meeting. Although both parties may attend the same meeting, this is not a desirable practice. In particular, in a horizontal merger situation that involves competitors, the Authority would prefer to meet the parties separately, and indeed, parties themselves may find the process more productive if they schedule separate meetings.

### ***Non-binding and confidential nature***

It is important to note that the Authority will not be bound by any comments made by staff in the course of pre-notification discussions. Any views expressed reflect the preliminary views of staff based on the information provided, and not those of the Authority.

Pre-notification discussions take place in strict confidentiality: both the fact that pre-notification discussions have taken place and any information provided by the parties are considered by the Authority to be highly confidential. Similarly, comments from staff should be treated by the parties and their representatives as strictly confidential.