



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.

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 to:

- (1) assist parties to a transaction in the preparation of the Merger Notification Form and
- (2) 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.

The Authority may also waive completion of parts of the Merger Notification Form. Parties who do not wish to complete parts of the Merger Notification Form should contact the Authority. There is a possibility that the Authority may require the excluded information during its investigation. This may delay the decision-making process.

Documentation requested in advance

Parties seeking a meaningful discussion with the Authority should send a written submission to the Authority at least 2 days before the first meeting or telephone call. The written submission should describe the proposed transaction, the business activities of the parties, the market(s) involved and any potential competition effects of the proposed transaction. The Parties should also send a list of attendees and any relevant draft agreements.

Content of the Pre-Notification Discussions

During pre-notification discussions, staff may identify areas where further information would be useful for the Authority's analysis. Staff will endeavour to point out any immediately evident potential competition issues arising from the proposed merger. Parties should however note that further competition concerns may arise in the course of the merger review. However, Staff will not indicate whether the merger is likely to require a full (Phase 2) investigation.

Ultimately, comments from staff would depend upon the quality of the information provided. Parties should note that any comments made by staff can only be preliminary, since 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. Parties may find the process more productive if they schedule separate meetings.

Non-binding and confidential nature

Parties should note that the Authority will not be bound by any comments made by staff in the course of pre-notification discussions. Staff may express preliminary views based on the information provided. These are however not views of the Authority. Parties should note that the Authority bases its decision on information provided in the Merger Notification Form and information gathered during the course of its investigation.

Pre-notification discussions are strictly confidential. The Authority considers the information provided and the fact that pre-notification discussions have taken place to be strictly confidential. Similarly, Parties should treat comments from staff as strictly confidential.