

# MERGER NOTIFICATION AND PROCEDURES TEMPLATE

## SLOVAK REPUBLIC

April 2009

**IMPORTANT NOTE: This template is intended to provide initial background on the jurisdiction's merger notification and review procedures. Reading the template is not a substitute for consulting the referenced statutes and regulations.**

### 1. Merger notification and review materials (please provide title(s), popular name(s), and citation(s)/web address)

<b>A. Notification provisions</b>	<p>Article 10 of the Act No. 136/2001 Coll. on Protection of Competition and on Amendment of Act of the Slovak National Council No. 347/1990 Coll. on Organisation of Ministries and Other Central State Administrative Bodies of the Slovak Republic as amended (the "Act").</p> <p>See: <a href="http://www.antimon.gov.sk/?lang=1033">http://www.antimon.gov.sk/?lang=1033</a></p>
<b>B. Notification forms or information requirements</b>	<p>Article 10, par. 12 of the Act Notice of the Antimonopoly Office of the Slovak Republic No. 268/2004 Coll., ("Notice 268").</p> <p>See: <a href="http://www.antimon.gov.sk/?lang=1033">http://www.antimon.gov.sk/?lang=1033</a></p>
<b>C. Substantive merger review provisions</b>	<p>Act No. 136/2001 Coll. On Protection of Competition and on Amendment Act of the Slovak National Council No. 347/1990 Coll. On Organisation of Ministries and Other Central State Administrative Bodies of the Slovak Republic as amended.</p>
<b>D. Implementing regulations</b>	<p>Notice of the Antimonopoly Office of the Slovak Republic No. 268/2001 Coll., which sets out details on the conditions of notification of concentration ("Notice 268").</p> <p>Notice of the Antimonopoly Office of the Slovak Republic No. 269/2001 Coll., which sets out details on calculation of turnover ("Notice 269").</p> <p>Both can be found at: <a href="http://www.antimon.gov.sk/?lang=1033">http://www.antimon.gov.sk/?lang=1033</a></p>

<b>E. Interpretive guidelines and notices</b>	<p>Interpretative materials:</p> <ul style="list-style-type: none"> <li>- Undertakings concerned</li> <li>- Restriction directly related and necessary to concentration</li> <li>- Imposing conditions and obligations within concentrations</li> </ul> <p>See <a href="http://www.antimon.gov.sk/?lang=1033">http://www.antimon.gov.sk/?lang=1033</a></p>
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## 2. Authority or authorities responsible for merger enforcement.

<b>A. Name of authority. If there is more than one authority, please describe allocation of responsibilities.</b>	The Antimonopoly Office of the Slovak Republic ("the Office") Division of Concentrations
<b>B. Address, telephone and fax (including country code), e-mail, website address and languages available.</b>	<p>Drieňová 24, 826 03 Bratislava, Slovak Republic  tel.: +421-2-43337305  fax: +421-2-43333572  e-mail: <a href="mailto:pusr@antimon.gov.sk">pusr@antimon.gov.sk</a>  <a href="http://www.antimon.gov.sk/?lang=1033">http://www.antimon.gov.sk/?lang=1033</a>  languages available - Slovak and English</p>
<b>C. Is agency staff available for pre-notification consultation? If yes, please provide contact points for questions on merger filing requirements and/or consultations.</b>	<p>Division of Concentrations provides, based on request of domestic or foreign entrepreneurs or their legal representatives, informal counsels (personally, telephonically, by e-mail).</p> <p>Pursuant to the article 10, par. 10 of the Act an undertaking may request the Office to issue an opinion on the intention of a concentration. The Office shall issue the opinion within 30 working days from the receipt of such request.</p> <p>tel.: +421-2-433 34 072  e-mail: <a href="mailto:valo@antimon.gov.sk">valo@antimon.gov.sk</a></p>

## 3. Covered transactions

<b>A. Definitions of potentially covered transactions (i.e., concentration or merger)</b>	<p>Pursuant to the article 9, par. 1 of the Act the concentration means the process of economic combining of undertakings through:</p> <ul style="list-style-type: none"> <li>a) a merger or amalgamation of two or more separate undertakings; or</li> <li>b) acquisition of direct or indirect control by an undertaking or several undertakings over another undertaking or part of another undertaking or undertakings.</li> </ul> <p>Pursuant to the article 9, par. 5 of the Act the concentration is also the creation of a joint venture jointly controlled by two or more undertakings if the respective joint venture performs all functions of an independent economic entity on a lasting basis.</p>
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	Further on the article 9 of the Act defines what means the merger, amalgamation, control and what is not considered as a concentration.
<b>B. If change of control is a determining factor, how is control defined?</b>	Pursuant to the article 9, par. 4 of the Act, control is defined as the possibility to exercise a decisive influence upon activities of an undertaking, especially by means of a) property rights or other rights to the undertaking or to a part thereof, b) rights, agreements or other means, which allow for the exercise of a decisive influence on the composition, voting or decisions of the boards of the respective undertaking.
<b>C. Are partial (less than 100%) stock acquisitions/minority shareholdings covered? At what levels?</b>	Yes, if the transaction represents the concentration pursuant to the article 9, par. 1 of the Act and the concentration is subject to control of the Office pursuant to the article 10, par. 1 of the Act.
<b>D. Do the notification requirements cover joint ventures? If so, what types (e.g., production joint ventures)?</b>	Pursuant to the article 9, par. 5 of the Act concentration is also the creation of a joint venture jointly controlled by two or more undertakings if the respective joint venture performs all functions of an independent economic entity on a lasting basis.

#### 4. Thresholds for notification

<b>A. What are the general thresholds for notification?</b>	Pursuant to the article 10, par. 1 of the Act the concentration shall be subject to control by the Office if:  a) the combined worldwide aggregate turnover of the parties to the concentration is at least EUR 39 832 702.65 for the closed accounting period preceding the establishment of the concentration and at least two of the parties to the concentration attain an aggregate turnover of at least EUR 11 949 210.79 each in the Slovak Republic for the closed accounting period preceding the establishment of the concentration; or b) at least one of the parties to the concentration attains an aggregate turnover of at least EUR 16 596 959.44 in the Slovak Republic for the closed accounting period preceding the establishment of the concentration and at least one other party to the concentration attains a worldwide aggregate turnover of at least EUR 39 832 702.65 for the closed accounting period preceding the establishment of the concentration.
<b>B. To which entities do the merger notification thresholds apply, i.e., which entities are included in determining relevant</b>	Pursuant to the article 10, par. 2 of the Act the aggregate turnover of a party to the concentration shall be a total of turnovers of: a) the party to the concentration; b) undertakings in which the party to the concentration directly or indirectly: 1. holds more than half of share capital; 2. is entitled to exercise more than half of the voting rights;

<p><b>undertakings/firms for threshold purposes? If based on control, how is control determined?</b></p>	<p>3. has the right to appoint more than half of the members of the undertaking's bodies; or  4. has the right to manage the undertaking concerned;  c) undertakings having the rights referred to in letter b) in an undertaking of a party to the concentration;  d) undertakings in which the undertakings referred to in letter c) have the rights referred to in letter b); and  e) undertakings in which two or more undertakings referred to in letters a) to d) have joint rights referred to in letter b).</p> <p>Pursuant to the article 10, par. 6 of the Act the aggregate turnover of an undertaking shall not include revenues, yields or incomes from the sale of goods between individual undertakings referred to in article 10, par. 2 of the Act.</p> <p>Pursuant to the article 10, par. 7 of the Act if concentration arises via acquisition of direct or indirect control over another undertaking or part of one undertaking or several undertakings, only the turnover of the undertaking or the parts forming the subject of the concentration shall be taken into account.</p> <p>Pursuant to the article 10, par. 8 of the Act if the parties to the concentration jointly have the rights referred to in article 10, par. 2, letter b) of the Act, the calculation of the aggregate turnover shall not include the turnover resulting from the sale of goods between the joint venture and each of the parties to the concentration or any other undertaking associated with any of them according to article 10, par. 2 letters b) to e) of the Act. The turnover from the sale of goods between the joint venture and other undertakings shall be equally apportioned among the parties to the concentration.</p>
<p><b>C. Are the thresholds subject to adjustment: (e.g. annually for inflation)? If adjusted, state on what basis and how frequently.</b></p>	<p>No. The thresholds can be adjust only on the basis of the Act amendment.</p>
<p><b>D. To what period(s) of time do the thresholds relate (e.g., most recent calendar year, fiscal year; for assets-based tests, calendar year-end, fiscal year-end, other)?</b></p>	<p>Pursuant to the article 10, par. 1 of the Act the relevant period for the purpose of calculation of turnover is the most recent accounting period of the entrepreneurs preceding the establishment of the concentration.</p>
<p><b>E. Describe the methodology for identifying and calculating any values necessary to determine if notification is required, including the value of the transaction, the relevant</b></p>	<p>Pursuant to the article 10, par. 3 of the Act the turnover means a total of revenues, yields or incomes from the sale of goods, to which financial assistance granted to the undertaking shall be added.</p> <p>See also the Notice No. 269.</p>

<b>sales or turnover, and/or the relevant assets?</b>	
<b>F. Describe methodology for calculating exchange rates.</b>	Pursuant to the article 4, par. 3 of the Notice 269, the turnover of an undertaking expressed in a foreign currency shall be converted to the Slovak crowns at the National Bank of Slovakia's foreign exchange rate, which was valid on the last day of the relevant accounting period.
<b>G. Do thresholds apply to worldwide sales/assets, to sales/assets within the jurisdiction, or both?</b>	The thresholds apply to worldwide turnover and turnover in the Slovak Republic.  See 4.A.
<b>H. Can a single party trigger the notification threshold (e.g., one party's sales, assets, or market share)?</b>	No.
<b>I. How is the nexus to the jurisdiction determined (e.g., sales or assets in the jurisdiction)? If based on an "effects doctrine," please describe how this is applied. Is there a requirement of local presence (local assets/affiliates/subsidiaries) or are import sales into the jurisdiction sufficient to meet an "effects" test?</b>	The thresholds laid down in article 10, par. 1 of the Act determine jurisdictional nexus.
<b>J. If national sales are relevant, how are they allocated geographically (e.g., location of customer, location of seller)?</b>	National sales are allocated on the basis of location of customer.
<b>K. If market share tests are used, are there guidelines for calculating market shares?</b>	Not applicable. No market share test.
<b>L. Are there special threshold calculations for particular sectors (e.g., banking, airlines, media)</b>	The Notice 269, which sets out details on calculation of turnover in the article 2 specifies special way of calculation of turnover for special accounting undertakings, namely banks, insurance companies, health insurance companies, associations.

or particular types of transactions (e.g. joint ventures, partnerships, financial investments)?	
<b>M. Are any sectors excluded from notification requirements? If so, which sectors?</b>	No.
<b>N. Are there special rules regarding jurisdictional thresholds for transactions in which both the acquiring and acquired parties are foreign?</b>	No.
<b>O. Does the agency have the authority to review transactions that fall below the thresholds?</b>	The Office can assess only those concentrations that comply with the thresholds laid down in the Act.

## 5. Notification requirements and timing of notification

<b>A. Is notification mandatory pre-merger?</b>	Yes.
<b>B. Is notification mandatory post-merger?</b>	Notification is mandatory pre-merger.
<b>C. Can parties make a voluntary merger filing even if filing is not mandatory? If so, when?</b>	Not applicable. The Act adjusts the system of mandatory ex-ante control. Concentrations meeting the criteria pursuant to the article 10, par. 1 of the Act need to be notified to the Office. Those concentrations which do not meet those criteria cannot be assessed by the Office and there is not a duty to notify them to the Office.
<b>D. What is the earliest that a transaction can be notified (e.g., is a definitive agreement required; if so, when is an agreement considered definitive?)?</b>	Pursuant to the article 10, par. 9 of the Act a concentration subject to control by the Office within the meaning of article 10 par. 1 of the Act must be reported to the Office within 30 working days following the date on which: <ul style="list-style-type: none"> <li>a) an agreement is concluded;</li> <li>b) acceptance of a bid in a public tender is announced;</li> <li>c) a state authority's decision is delivered to an undertaking;</li> <li>d) the European Commission (hereinafter referred to as the "Commission") informs an undertaking that the Office will deal</li> </ul>

	<p>with the matter; or</p> <p>e) another fact occurred based on which concentration has arisen.</p> <p>The time limit shall begin on the date on which the first of the facts referred to in letters a) to c) or e) occurred.</p>
<p><b>E. Must notification be made within a specified period following a triggering event? If so, describe the triggering event (e.g., definitive agreement) and the deadline following the event. Do the deadline and triggering event depend on the structure of the transaction? Are there special rules for public takeover bids?</b></p>	<p>See 5.D.</p>
<p><b>F. Can parties request an extension for the notification deadline? If yes, please describe the procedure and whether there is a maximum length of time for the extension.</b></p>	<p>No.</p> <p>The concentration should be notified in line with article 10, par. 9 of the Act. The documents can be submitted later, but pursuant to the article 11 of the Act review period begins on the day following the date of delivery of a complete notification pursuant to the article 10, par. 12 of the Act.</p>

## 6. Simplified procedures

<p><b>Describe any special procedures for notifying transactions that do not raise competition concerns (e.g., short form, simplified procedures, advanced ruling certificates, discretion to waive certain responses, etc.).</b></p>	<p>Pursuant to the article 10, par. 13 of the Act at the justified request of an undertaking notifying a concentration, the Office may reduce the amount of information required. If the Office ascertains during the proceedings that the reduced amount of information does not suffice for making a decision on the matter, it may ask the undertaking to complete this information. The time limit referred to in article 11 of the Act shall not be in effect between delivery of the request for completion of the required information and the submission of this information.</p>
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## 7. Documents to be submitted

<p><b>A. Describe the types of</b></p>	<p>The article 10, par. 12 of the Act and the Notice No. 268 adjust the extent of required information and documents.</p>
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documents that parties must submit with the notification (e.g., agreement, annual reports, market studies, transaction documents).	
<b>B. Are there any document legalization requirements (e.g., notarization or apostille)?</b>	Pursuant to the article 11, letter A, point 1 of the Notice No. 268 the background documentation shall include all documents related to the concentration, especially the contract between the undertakings, based on which the concentration occurred or any other document based on which the concentration occurred in its original or its authentic copy; based on the request of the participant notifying the concentration the Office may permit the submission of non-authentic copy with the enclosed statutory declaration that the copy fully satisfies with the original document.
<b>C. Are there special rules for exemptions from information requirements (e.g. information submitted or document legalization) for transactions in which the acquiring and acquired parties are foreign?</b>	No.

## 8. Translation

<b>A. In what language(s) can the notification forms be submitted?</b>	In Slovak language.
<b>B. Describe any requirements to submit translations of documents with the initial notification, or later in response to requests for information, including the categories or types of documents for which translation is required, requirements for certification of the translation, language(s) accepted,</b>	All submitted data, documents and information must be submitted in the Slovak language. For supporting documents it is sufficient to translate only summary or excerpt into Slovak.

and whether summaries or excerpts are allowed in lieu of complete translations.

## 9. Review periods

<p><b>A. Describe any applicable review periods following notification.</b></p>	<p>Pursuant to the article 11 of the Act the Office shall issue a decision on the basis of notification of a concentration within 60 working days following the date of delivery of the notification. Prior to the expiration of the time limit for issuing a decision on concentration, the Office chairperson may extend this time limit as appropriate in complicated cases, also repeatedly, by a total of 90 working days at a maximum.</p> <p>The time limit shall begin on the day following the date of delivery of a complete notification pursuant to article 10, par. 12 of the Act. If the Office ascertains that the notification within the meaning of article 10, par. 12 of the Act was incomplete, a new time limit shall begin on the day following the date of delivery to the Office of a complete notification pursuant to article 10, par. 12 of the Act. The Office is required to inform the party to the proceedings thereof in writing.</p>
<p><b>B. Are there different rules for public tenders (e.g. open market stock purchases or hostile bids)?</b></p>	<p>Pursuant to the article 10, par. 15 of the Act a ban pursuant to article 10, par. 14 of the Act shall not prejudice the right of a selected bidder in a public tender to make their bid, provided that the acquirer does not exercise their voting right arising in connection with the implementation of the bid.</p>
<p><b>C. What are the procedures for an extension of the review periods, if any (e.g., suspended by requests for additional information, suspended at the authority's discretion or with the parties' consent)? Is there a statutory maximum for extensions?</b></p>	<p>Pursuant to the article 12, par. 4 of the Act the Office shall ask a party to the proceedings in writing to propose a condition and an obligation related to this condition if the concentration raises competition concerns. The party to the proceedings is required to submit to the Office within 30 working days of delivery of the request a written proposal for a condition and an obligation related to this condition. In justified cases, the Office may extend this time limit prior to its expiration at the request of the party to the proceedings. The time limit referred to in Article 11 of the Act shall not be in effect during the 30-day time limit. If the party to the proceedings describes the submitted proposal for the condition and the obligation related to this condition as final prior to the expiration of this time limit, the time limit referred to in Article 11 of the Act shall begin on the date of delivery of the final proposal.</p> <p>See 9.A.</p>
<p><b>D. What are the procedures for accelerated review of non-problematic transactions, if any?</b></p>	<p>Not applicable.</p> <p>See 9.A.</p>

## 10. Waiting periods / suspension obligations

<p><b>A. Describe any waiting periods/suspension obligations following notification, including whether closing is suspended or whether the implementation of the transaction is suspended or whether the parties are prevented from adopting specific measures (e.g., measures that make the transaction irreversible, or measures that change the market structure), during any initial review period and/or further review period.</b></p>	<p>Pursuant to the article 10, par. 14 of the Act an undertaking may not exercise the rights and obligations resulting from a concentration before the decision on the concentration becomes legally valid.</p>
<p><b>B. Can parties request a derogation from waiting periods/suspension obligations? If so, under what circumstances?</b></p>	<p>Pursuant to the article 10, par. 16 of the Act at the request of an undertaking, the Office shall issue a decision granting an exemption from the ban under article 10, par. 14 of the Act if there exist serious reasons for this. The Office shall issue a decision on the granting of or non-granting of an exemption within 30 working days following the delivery of the request. This time limit shall begin on the day following the day of delivery of a complete notification of concentration at the earliest. When deciding on the exemption, the Office shall also take into account the effects of suspension of the concentration on the parties to the concentration and third parties. An exemption may be granted subject to a condition in order to ensure effective competition.</p>
<p><b>C. Are the applicable waiting periods/suspension obligations limited to aspects of the transaction that occur within the jurisdiction (e.g., acquisition or merger of local undertakings/business units)? If not, to what extent do they apply to the parties' ability to proceed with the</b></p>	<p>For waiting periods and derogations from the suspensive effect see 10.A. and 10.B.</p>

<p><b>transaction outside the jurisdiction? Describe any procedures available to permit consummation outside the jurisdiction prior to the expiration of the local waiting period and/or clearance (e.g. request for a derogation from the suspension obligations, commitment to hold separate the local business operations, escrow agents.)</b></p>	
<p><b>D. Are parties allowed to close the transaction if no decision is issued within the statutory period?</b></p>	<p>No.</p>
<p><b>E. Describe any provisions or procedures available to the enforcement authority, the parties and/or third parties to extend the waiting period/suspension obligation.</b></p>	<p>In a decision pursuant to article 12, par. 5 of the Act (approval with conditions and obligations), the Authority may decide that the parties to the proceedings must not exercise the rights and obligations resulting from the concentration until the imposed condition is fulfilled.</p> <p>See 9.C.</p>
<p><b>F. Describe any procedures for obtaining early termination of the applicable waiting period/suspension obligation, and the criteria and timetable for deciding whether to grant early termination.</b></p>	<p>Not applicable.</p>
<p><b>G. Describe any provisions or procedures allowing the parties to close at their own risk before waiting periods expire or clearance is granted (e.g., allowing the transaction to close if no "irreversible</b></p>	<p>Pursuant to the article 10, par. 15 of the Act a ban pursuant to article 10, par. 14 of the Act shall not prejudice the right of a selected bidder in a public tender to make their bid, provided that the acquirer does not exercise their voting right arising in connection with the implementation of the bid.</p>

measures" are taken).

## 11. Responsibility for notification / representation

<b>A. Who is responsible for notifying – the acquiring person(s), acquired person(s), or both? Does each party have to make its own filing?</b>	<p>Pursuant to the article 10, par. 11 of the Act notification of a concentration shall be jointly submitted by the parties to the concentration in the case of a merger or amalgamation of two or more independent undertakings; in the case of public tender, the notification shall be submitted by the selected bidder; in the case of a decision issued by a state authority on a merger or amalgamation of undertakings pursuant to special legislation, by the parties to the concentration jointly; in other cases the notification shall be submitted by the undertaking or undertakings that acquire control over another undertaking or part of another undertaking or undertakings.</p> <p>Pursuant to the article 29, par. 8 of the Act should several parties to the proceedings submit a common proposal to initiate the proceedings, the Office may appoint representative for them to deliver, if the parties did not designate their own representative.</p>
<b>B. Do different rules apply to public tenders (e.g. open market stock purchases or hostile bids)?</b>	No.
<b>C. Are there any rules as to who can represent the notifying parties (e.g., must a lawyer representing the parties be a member of a local bar)?</b>	No.
<b>D. How does the validity of the representation need to be attested (e.g., power of attorney)? Are there special rules for foreign representatives or firms? Must a power of attorney be notarized, legalized or apostilled?</b>	<p>Representation of the undertaking is possible only on a basis of authorization given by persons, authorized to act in the name of an undertaking. Signatures of representatives on written authorization must be officially verified.</p> <p>Foreign undertakings need to have their authorization officially translated into Slovak language.</p>

## 12. Filing fees

<p><b>A. Are any filing fees assessed for notification? If so, in what amount and how is the amount determined (e.g., flat fee, fees for services, tiered fees based on complexity, tiered fees based on size of transaction)?</b></p>	<p>The administrative fees are specified in item 212 of the Act No. 145/1995 on Administrative fees.</p> <p>There is an administrative fee in the amount of EUR 3 319 for the concentration notification.</p>
<p><b>B. Who is responsible for payment?</b></p>	<p>Notifying party.</p>
<p><b>C. When is payment required?</b></p>	<p>Receipt certifying the payment of administrative fee shall be enclosed to notification of concentration. If the notification of concentration does not include this receipt, the Office will request the parties to pay the fee within the period of 15 days.</p>
<p><b>D. What are the procedures for making payments (e.g., accepted forms of payment, proof of payment required, wire transfer instructions)?</b></p>	<p>The fee may be paid by postal order or by transfer to the account.</p>

## 13. Confidentiality

<p><b>A. To what extent, if any, does your agency make public the fact that a pre-merger notification filing was made or the contents of the notification?</b></p>	<p>Pursuant to the article 24 of the Act, the Office publishes its valid decisions and concentration notifications.</p> <p>Concentration notifications are published in Obchodný vestník and on web site of the Office.</p> <p>Notification includes information on names of parties to concentration, nature of concentration and branch of industry, in which the concentration raised.</p> <p>Valid decisions are published in Obchodný vestník, on the web site of the Office and in the library of the Office.</p> <p>Publishing the information the Office respects the protection of business secrecy.</p>
<p><b>B. Do notifying parties have access to the authority's file? If so, under what circumstances can the right of access be exercised?</b></p>	<p>Notifying parties have access to the Office's file except those documents and information, which are subject to business secrecy whenever in the course of the proceedings.</p>

<p><b>C. Can third parties or other government agencies obtain access to notification materials? If so, under what circumstances?</b></p>	<p>Yes, third parties and government agencies on a basis of the Act on Free Access to Information have access to notification materials, which are not subject to business secrecy.</p> <p>Information, which is subject to business secrecy can be provided to court for the purpose of civic judicial proceedings, to a body active in disciplinary proceedings and for the purpose of disciplinary proceedings, to criminal police service and to financial police of Police Force and to Prosecutor's Office.</p>
<p><b>D. Are procedures available to request confidential treatment of the fact of notification and/or notification materials? If so, please describe.</b></p>	<p>Pursuant to the article 28 of the Act the Office shall be obligated, at the beginning of proceedings, to inform a party to the proceeding that in the course of proceedings it may identify information or documents submitted to the Office as being subject to business secrecy or being of a confidential nature. A designation of business secrecy or confidential information shall be in writing. The Office may request a party to the proceedings to provide other wording of information or documents that does not contain business secrets or does not have a confidential character.</p> <p>The Office shall protect information whose confidentiality has been requested. Confidentiality of such information shall, however, constitute no obstacle to its disclosure if it is necessary for a decision and if a party to the proceedings does not submit other wording of the subject information and documents that does not contain business secrets or does not have a confidential character.</p>
<p><b>E. Is the agency or government a party to any agreements that permit the exchange of information with foreign competition authorities? If so, with which foreign authorities? Are the agreements publicly available?</b></p>	<p>No.</p>
<p><b>F. Can the agency exchange documents or information with other reviewing agencies? If so, does it need the consent from the parties who have submitted confidential information to exchange such information?</b></p>	<p>Yes, excluding the confidential information.</p>

## 14. Transparency

<p><b>A. Does the agency publish an annual report? Please provide the web address if available.</b></p>	<p>Yes. See <a href="http://www.antimon.gov.sk/?lang=1033">http://www.antimon.gov.sk/?lang=1033</a></p>
<p><b>B. Does the agency publish press releases related to merger policy or investigations?</b></p>	<p>Yes. See <a href="http://www.antimon.gov.sk/?lang=1033">http://www.antimon.gov.sk/?lang=1033</a></p>
<p><b>C. Does the agency publish decisions on why it cleared / blocked a transaction?</b></p>	<p>Yes, but only in Slovak language. See <a href="http://www.antimon.gov.sk/?lang=1033">http://www.antimon.gov.sk/?lang=1033</a></p>

## 15. Sanctions/penalties

<p><b>A. What are the sanctions/penalties for failure to file a notification and/or failure to observe any mandatory waiting periods/suspension obligations?</b></p>	<p>The Office shall impose a fine to the undertaking for failure to notify a concentration or for breaching a ban to perform the rights and obligations arising from the concentration. The amount of the fine is up to 10 per cent of an undertaking's turnover for the previous closed accounting period. For an undertaking that for the previous closed accounting period achieved a turnover up to EUR 331.94 or that achieved no turnover or on an undertaking whose turnover is not possible to calculate, up to EUR 331 939.19.</p>
<p><b>B. Which party/ies are potentially liable?</b></p>	<p>The Office shall impose a fine to the undertaking, who has not notified concentration within period given by the Act and was due to notify concentration pursuant to the article 10, par. 9 of the Act.</p> <p>The Office shall impose a fine to the entrepreneurs for breaching a ban to perform the rights and obligations arising from concentration until a valid concentration-related decision has come into force.</p>
<p><b>C. Can the agency impose/order these sanctions/penalties directly, or is it required to bring judicial action against the infringing party? If the latter, please describe the procedure and indicate how long</b></p>	<p>The sanctions/penalties against the infringing party are imposed by the Office.</p> <p>As regards procedure – see Part Five Proceedings of the Act (<a href="http://www.antimon.gov.sk/?lang=1033">http://www.antimon.gov.sk/?lang=1033</a>).</p> <p>The Office shall issue a decision within six months following the date on which the proceedings commenced. In complicated cases, the Chairman of the Office may allow, also repeatedly, an appropriate extension of the time limit for issuing a decision by a maximum of 24 months in total. If the Office is unable to make a decision within six months, it is required to notify the party to the proceedings thereof and indicate the reasons.</p>

<b>this procedure can take.</b>	As regards judicial review see 16.
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## 16. Judicial review

<b>Describe the provisions and timetable for judicial review or other rights of appeal/review of agency decisions on merger notification and review.</b>	<p>An appeal against a first instance decision by the Division of Concentration may be filed within 15 days following the day of receipt of the decision. The Division of Concentrations must, within 30 days, submit the file to the second instance body, which decides the appeal.</p> <p>The Council of the Antimonopoly Office of the Slovak Republic shall decide an appeal.</p> <p>The Council's decision shall be issued within 60 working days. The Chairman of the Office may, before the expiration of the time period for issuing the respective decision on concentration adequately prolong the period in complicated cases, even repeatedly, in total at most by 90 working days.</p> <p>It is possible to take action to examine the legality of decision and procedure of the Office within 2 months from the day of delivery of decision issued by the Council of the Office, namely to the Regional Court in Bratislava.</p> <p>In general (according to the statement of judgement) it is possible to appeal the decision of the Regional Court in Bratislava at the Supreme Court of the Slovak Republic.</p>
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## 17. Additional filings

<b>Are any additional filings/clearances required for some types of transactions, e.g., sectoral regulators, securities regulator?</b>	No.
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## 18. Closing deadlines

<b>When a transaction is cleared or approved, is there a time period within which the parties must close for it to remain authorized?</b>	No.
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## 19. Post merger review of transactions

**Can the agency reopen an investigation of a transaction that it previously cleared or allowed to proceed with conditions? If so, are there any limitations, including a time limit on this authority?**

Pursuant to the article 13 par. 1 of the Act the Office shall reverse a decision pursuant to the article 12 par. 3 of the Act (approval with conditions and obligations) on its own initiative and issue a decision prohibiting a concentration if the party to the proceedings fails to fulfill the condition imposed in the decision.

Pursuant to the article 13 par. 2 of the Act the Office shall modify a decision pursuant to the article 12 par. 3 of the Act (approval with conditions and obligations) at the request of a party to the proceedings if:

- a) the situation in the relevant market has substantially changed and no longer justifies the fulfillment of the condition or the obligation related to the condition imposed on a party to the proceedings;
- b) prior to the expiration of the time limit set in the decision for the fulfillment of a condition or an obligation related to the condition, a party to the proceedings applies to extend this time limit because it is impossible to adhere to it for a valid reason.

Pursuant to the article 13 par. 3 of the Act the Office shall modify or reverse a decision on concentration on its own initiative if:

- a) information provided by an undertaking, which was decisive for issuing the decision, was incomplete or false; or
- b) the concentration has arisen in a way other than notified.