

ICN MERGER NOTIFICATION AND PROCEDURES TEMPLATE

Merger Working Group

Albania

3 March 2021

IMPORTANT NOTE: This template is intended to provide background on ICN jurisdiction's merger notification and review procedures.

Reading the template is not a substitute for consulting the referenced statutes and regulations.

[Please include, where applicable, any references to relevant statutory provisions, regulations, or policies as well as references to publicly accessible sources, if any.]¹

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| 1. Merger notification and review materials [references to publicly accessible sources (homepage address) and indication of the languages in which these materials are available] |
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Statutory Laws

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| A. Notification provisions | Articles 53 - 64 of the Law no. 9121/2003 "On Protection of Competition", as amended. |
| B. Substantive merger review Provisions | Articles 10 - 17 and 53 -64 of the Law no. 9121/2003 "On Protection of Competition", as amended. |
| C. Implementing regulations | -Regulation "On Application Of Concentration Procedures For Undertakings". -Regulation "On the allocation of costs for the prosecution of proceedings before the Competition Authority" . Pursuant to articles 24, letter dh) and 84 (b) of law no. 9121, dated 28.07.2003 "On Protection of Competition", as amended. |

¹ Editor's note: all the comments in [square brackets] are intended to assist the agency when answering this template but will be removed once the completed template is made public.

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| <p>D. Notification forms or information requirements</p> | <p>The concentration fulfilling the condition above (Article 12/1 of the law) must be notified within 30 days from the conclusion of the merger or acquisition of control or the establishment of a joint venture with the characteristics provided for in Article 10/3 of the law, as well as the publication of the offer for purchase or exchange. Even an oral agreement of the parties selling or buying is considered a concentration and should be notified within one week to the ACA, but always when meeting the turnover limit. (Article 12/2. The concentrations provided for in paragraph 1 of this Article shall be notified within 30 days from the conclusion of the merger or acquisition of control or the establishment of a joint venture with the features provided for in Article 10/3 of the law, as well as from the publication of the public offer for purchase or exchange). We emphasize that the concept of concentration, the obligation to notify or the entire concentration control procedure provided for in law No.9121, dated 28.07.2003 "On Competition Protection", is the same as that provided by the European legislation. In this context, and in compliance with the obligation set forth in Article 84 of the law, it is also:</p> <p>a) "The regulation on the implementation of undertaking concentration procedures" (see the Regulations-archive to download the Regulation);</p> <p>b) Guideline for "Concentration Notice Form" (see Guidelines and Forms-archive to download the Guideline) and "Concentration Notification Form" (see Guidelines and Forms-archive to download the full or simplified Form), which are made available to parties having the obligation to notify the concentration. The above-mentioned by-laws are in conformity with the European legislation for this purpose.</p> |
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Interpretative Guidelines and Notices

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| <p>E. Guidance on Merger Notification Process [e.g., information on calculation of thresholds, etc.]</p> | <p>- Guideline "On The Form Of Notification Of The Concentration" Pursuant to Law No. 9121, dated 28.7.2003, titled "On Protection of Competition", and the Regulation "On the implementation of procedures for the concentration of enterprises". Annex I - Simplified Form Of Notification Of Concentrations</p> |
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| | <p>Annex II - Complete Form Of Notification Of Concentrations</p> <p>Guideline “On the control of concentrations between enterprises” “A concentration shall be subject to scrutiny by the Albanian Competition Authority, so it is notified to the Authority for authorization only if it fulfills the condition foreseen in Article 12/1 of the law: “Concentrations of undertakings” shall be notified to the Authority to obtain authorization, if in the last financial year, before the concentration:</p> <ul style="list-style-type: none"> a) the turnover of all participating undertakings together in the international market is more than ALL 7 billion and the turnover of at least one domestic market participant is more than ALL 200 million; b) The turnover of all participating undertakings together in the domestic market is more than ALL 400 million and the turnover of at least one participating undertaking in the domestic market is more than ALL 200 million. |
| <p>F. Guidance on Substantive Assessment in Merger Review [Please include reference separately, if applicable]</p> | <p>Guideline “On the control of concentrations between enterprises”; Guideline “On the Evaluation Of Non-Horizontal And Conglomerate Agreements”; Guideline “On simplified-form procedures on the assessment of concentrations”; Guideline No. 1, date 25.06.2018 “On restrictions directly related and necessary to concentrations”; Guideline "On simplified procedures for treating certain concentrations" approved by Decision of CC no. 419, dated 08.06.2016; Guideline “On Conditions and obligations in concentration cases”.</p> |
| <p>G. Has your agency published guidelines or directives on notification of mergers involving specific sectors (e.g., digital economy)? [If affirmative, please provide references and languages available]</p> | <p>In the Albanian legal framework on competition , particularly on mergers, there are no secondary legal acts involving specific sectors, but the secondary legislation on mergers and acquisitions include all sectors of the economy.</p> |
| <p>H. Other relevant notices, policy statements, interpretations, rules, or guidance on aspects of merger review or the agency’s decision-making process</p> | <p>- Guideline "On simplified procedures for treating certain concentrations" approved by Decision of CC no. 419, dated 08.06.2016;</p> |

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| | <ul style="list-style-type: none"> - Guideline No. 1, date 25.06.2018 “On restrictions directly related and necessary to concentrations”; - Guideline “On Conditions and obligations in concentration cases”. |
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| 2. Agency (or Agencies) responsible for merger enforcement. | |
| A. Name of the Agency which reviews mergers. If there is more than one agency, please describe the allocation of responsibilities. | Market Analysis and Methodologies Directorate. |
| B. Contact details of the agency [address and telephone including the country code, email, website address and languages available on the website] | Dhurata.Skënderi@caa.gov.al |
| C. Is agency staff available for jurisdiction/filing guidance? [If yes, please provide contact points for questions on merger filing requirements and/or consultations] | Yes, the Competition Authority is the responsible institution for assessing and the Competition Commission is the body within the authority that takes the final decisions regarding the merger procedures. (www.caa.gov.al) |

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| 3. Covered transactions | |
| A. Thorough definition of potentially covered transactions [i.e., share acquisitions, asset acquisitions, mergers, de-mergers, consolidations, consortia, amalgamations, joint ventures or other forms of contractual relationships, such as partnerships and alliance agreements] | <p>“According to Law No.9121, dated 28.07.2003 “On Competition Protection”, Chapter III, Article 10 “Concentrations of undertakings” provides:</p> <p>Concentrations of undertakings are present when there is a stable change of control as a result of:</p> <ul style="list-style-type: none"> - Merger of two or more undertakings or parts of undertakings independent of one another; - Acquisition of direct or indirect control by one or more natural persons that simultaneously control at least one other undertaking or by one or more undertakings, over one or more undertakings or parts of them, through the purchase of shares, quotas or assets, contracts or any lawful means; |

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| | <ul style="list-style-type: none"> - Direct or indirect control over one or more undertakings or part of the latter; - The creation of a joint venture which does have as a goal or consequence the coordination of competing activities between two or more independent undertakings”. |
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| <p>B. What is the geographic scope of transactions covered?</p> | <p>The definition of a relevant market entails at least two dimensions:</p> <p><i>relevant product market</i>: all goods regarded as substitutable by consumers</p> <p><i>relevant geographic market</i>: the area where the firms are involved in the supply of the relevant products and where the competitive situation is sufficiently homogeneous.</p> <p>The relevant geographic market consists of the area where the participating companies are concentrated in the supply and demand of the respective products (goods / services), where the conditions of competition are sufficiently homogeneous and can be distinguished from neighboring geographical areas, because the conditions of competition are quite different from those areas. Factors taken into account for assessing the relevant geographic market include: the nature and characteristics of the products in question, the presence of entry barriers, consumer preferences, significant changes in enterprise market shares between neighboring geographic areas or significant price changes.</p> |
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| <p>C. If change of control is a determining factor, how is control defined and interpreted in practice?</p> | <p>According to Law No.9121, dated 28.07.2003 “On Competition Protection” Chapter III Article 10 Article 10 “Concentrations of undertakings” provides:</p> <p>Concentrations of undertakings are present when there is a stable change of control as a result of:</p> <ul style="list-style-type: none"> - Merger of two or more undertakings or parts of undertakings independent of one another; - Acquisition of direct or indirect control by one or more natural persons that simultaneously control at least one other undertaking or by one or more undertakings, |

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| | <p>over one or more undertakings or parts of them, through the purchase of shares, quotas or assets, contracts or any lawful means;</p> <ul style="list-style-type: none"> - Direct or indirect control over one or more undertakings or part of the latter; - The creation of a joint venture which does have as a goal or consequence the coordination of competing activities between two or more independent undertakings". |
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| <p>D. Are partial (less than 100%) stock acquisitions/minority shareholdings covered? At what levels? Are acquisitions of assets ever covered? If so, do the assets have to form a free-standing business or can the combination of the assets with the business of the acquirer be considered in order to have jurisdiction? Does the authority have jurisdiction over "bare" asset purchases, e.g. where the assets purchased do not relate to the acquirer's existing business?</p> | <p>Specific provisions regarding acquisitions of control are given at guideline, "On the control of concentrations between enterprises", point 12, 20.</p> |

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| 4. Thresholds for notification | |
| <p>A. What are the general thresholds for notification? [If the thresholds are subject to adjustment, state on what basis and how frequently (e.g., for inflation, annually)]</p> | <p>A concentration shall be subject to scrutiny by the Albanian Competition Authority, so it is notified to the Authority for authorization only if it fulfills the condition foreseen in Article 12/1 of the law: Concentrations of undertakings shall be notified to the Authority to obtain authorization, if in the last financial year, before the concentration:</p> <ul style="list-style-type: none"> a) the turnover of all participating undertakings together in the international market is more than ALL 7 billion and the turnover of at least one domestic market participant is more than ALL 200 million; b) The turnover of all participating undertakings together in the domestic market is more than ALL 400 million and the turnover of at least one participating undertaking in the domestic market is more than ALL 200 million. |
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B. To which entities do the merger notification thresholds apply, i.e., which entities are included in determining relevant undertakings/firms for threshold purposes? If based on control, how is control determined?

- Article 10 "Concentrations of Undertakings" , of the Law no. 9121/2003 "On Protection of Competition", as amended, provides:

1. A concentration of undertakings shall be deemed to arise where a change of control on a lasting basis results from:

- a) the merger of two or more independent undertakings or parts of undertakings;
- b) the acquisition, by one or more natural persons already controlling at least one undertaking, or by one or more undertakings, whether by purchase of securities or assets, by contract or any other legal means, of direct or indirect control of the whole or parts of one or more other undertakings;
- c) direct or indirect control of one or more undertakings or parts therein.

2. Control referred to Paragraph 1 (b) of this Article shall be constituted by rights, contracts or any other means which, either separately or in combination and having regard to the considerations of fact or law involved, confer the possibility of exercising decisive influence on an undertaking, in particular by:

- a) ownership or the right to use all or part of the assets of an undertaking;
- b) rights or contracts which confer decisive influence on the composition, voting or decisions of the management organs of an undertaking;

3. The creation of a joint venture shall not constitute a concentration within the meaning of this Article if its objects include, or it results in, the coordination of competitive activities between two or more independent undertakings. In this case, creation of joint ventures shall be assessed in accordance with Article 4 of this Law.

- Article 15 "Calculation of turnover", of the Law no. 9121/2003 "On Protection of Competition", as amended , provides:

1. Aggregate turnover shall comprise the amounts derived by the undertakings concerned in the preceding business year from the sale of products falling within the undertakings ordinary activities after deduction of taxes directly related to turnover;

2. Where the concentration consists in the acquisition of parts, whether or not constituted as legal entities, of one or more undertakings, only the turnover relating to the parts which are the subject of the transaction shall be taken into account with regard to the seller or sellers;

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| | <p>3. Two or more transactions, within the meaning of paragraph 2 of this article, which take place within a two-year period between the same undertakings, shall be treated as one and the same concentration arising on the date of the last transaction.</p> <p>- Guideline "On the control of concentrations between enterprises", provides: thresholds/ turnover limit (point 112 – 115).</p> |
| <p>C. 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 in practice. If national sales are relevant, how are they allocated geographically (e.g., location of customer, location of seller)?”</p> | <p>Article 15 “Calculation of turnover” of Law no. 9121/2003 "On Protection of Competition", as amended provides:</p> <ol style="list-style-type: none"> 1. Aggregate turnover shall comprise the amounts derived by the undertakings concerned in the preceding business year from the sale of products falling within the undertakings ordinary activities after deduction of taxes directly related to turnover; 2. Where the concentration consists in the acquisition of parts, whether or not constituted as legal entities, of one or more undertakings, only the turnover relating to the parts which are the subject of the transaction shall be taken into account with regard to the seller or sellers; 3. Two or more transactions, within the meaning of paragraph 2 of this article, which take place within a two-year period between the same undertakings, shall be treated as one and the same concentration arising on the date of the last transaction. |
| <p>D. Can a single party trigger the notification threshold (e.g., one party’s sales, assets, or market share)?</p> | <p>Yes, based on Law no. 9121/2003 "On Protection of Competition", as amended.</p> |
| <p>E. Are any sectors excluded from notification requirements? If so, which sectors? 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)?</p> | <p>In the Albanian notification regime on mergers and acquisitions are included all sectors of the economy.</p> |
| <p>F. Are there special threshold calculations for specific sectors (e.g., banking, airlines, media, digital markets) or specific types of transactions (e.g., joint ventures, partnerships, financial</p> | <p>Article 17, of Law no. 9121/2003 "On Protection of Competition", as amended. The turnover of credit institutions, other financial institutions and insurance undertakings</p> |

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| <p>investments)? If yes, for which sectors and types of transactions?</p> | <p>- 1. For credit institutions and other financial institutions, in place of turnover as regards Article 15, paragraph 1, shall be used the sum of the following income items on the annual accounts and consolidated accounts of banks and other financial institutions, after deduction of taxes directly related to those items:</p> <ul style="list-style-type: none"> a) interest income and similar income; b) income from shares and other variable yield securities, income from participating interests, income from shares in affiliated undertakings; c) commissions receivable; ç) net profit on financial operations; d) other operating incomes; <p>- 2. For insurance undertakings, in place of turnover as regards Article 15, paragraph 1, shall be used the value of gross premiums written which shall comprise all amounts received and receivable in respect of insurance contracts issued by or on behalf of the insurance undertakings, including also outgoing reinsurance premiums, and after deduction of taxes charged by reference to the amounts above-mentioned;</p> <p>- 3. Article 15, paragraphs 2, 3, and article 16 shall apply mutatis mutandis for paragraphs 1 and 2 of this article.</p> |
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| <p>G. Are there special rules or exceptions/exemptions regarding jurisdictional thresholds for transactions in which both the acquiring and acquired parties are foreign (foreign-to-foreign transactions)? [Describe the methodology for identifying and calculating any values necessary to determine if notification is required, including the value of the transaction, the relevant sales or turnover, and/or the relevant assets]</p> | <p>No, there are no differences.</p> |
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| <p>H. Does the agency have the authority to review transactions that fall below the thresholds or otherwise do not meet notification requirements? If so, what is the procedure to initiate a review? [Describe methodology for calculating</p> | <p>No, in order to be subject of review and assessment from the ACA, a certain transaction should fulfill both the criteria foreseen in article 10 and also the criteria on the threshold as foreseen in article 12 of Law no. 9121/2003 "On Protection of Competition", as amended.</p> |

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| exchange rates] Përshkruani metodologjinë për llogaritjen e kurseve të këmbimit] | |
| I. Are current notification criteria catching relevant transactions related to digital markets? | If a transaction occurs in digital sector and fulfills the criteria of article 10 and 12, of Law no. 9121/2003 "On Protection of Competition", as amended, is under the jurisdiction of the albanian competition law. |
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Calculation Guidance and related issues

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| <p>J. If thresholds are based on any of the following values, please describe how they are identified and calculated to determine if notification is required:</p> <ul style="list-style-type: none"> i) the value of the transaction; ii) the relevant sales or turnover; iii) the relevant assets; iv) market shares; v) other (please describe). | <p>- Article 15, "Calculation of turnover" of Law no. 9121/2003 "On Protection of Competition", as amended, provides:</p> <ol style="list-style-type: none"> 1. Aggregate turnover shall comprise the amounts derived by the undertakings concerned in the preceding business year from the sale of products falling within the undertakings ordinary activities after deduction of taxes directly related to turnover; 2. Where the concentration consists in the acquisition of parts, whether or not constituted as legal entities, of one or more undertakings, only the turnover relating to the parts which are the subject of the transaction shall be taken into account with regard to the seller or sellers; 3. Two or more transactions, within the meaning of paragraph 2 of this article, which take place within a two-year period between the same undertakings, shall be treated as one and the same concentration arising on the date of the last transaction. <p>- Article 16 "The turnover of participating undertakings part of a group", of Law no. 9121/2003 "On Protection of Competition", as amended, provides:</p> <ol style="list-style-type: none"> 1. If an undertaking concerned is part of a group, its aggregate turnover, under the meaning of article 15, shall be calculated by adding together the respective turnovers of the following: <ol style="list-style-type: none"> a) the undertaking concerned; b) those subsidiary undertakings in which the undertaking concerned, directly or indirectly owns more than half the capital or business assets, or has the power to exercise more than half the voting rights, or has the power to appoint more than half the |
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| | <p>members of the supervisory board, the administrative board or bodies legally representing the undertakings, or has the right to manage the undertakings' affairs;</p> <p>c) those parent undertakings which have in an undertaking concerned the rights or powers listed in point b);</p> <p>ç) those subsidiary of parent undertakings in which an undertaking as referred to in point d) of this paragraph has the rights or powers listed in point b); d) those undertakings in which two or more undertakings as referred to in a), b), c) and ç) of this paragraph jointly have the rights or powers listed in point b);</p> <p>2. The aggregate turnover of the undertakings concerned does not include the sale of products amongst undertakings as listed in paragraph 1 of this article;</p> <p>3. Where undertakings concerned by the concentration jointly have the rights or powers listed in paragraph 1, point b) of this article, in calculating the aggregate turnover of the undertakings concerned: a) no account shall be taken of the turnover resulting from the sale of products between the joint undertaking and each of the undertakings concerned or any other undertaking connected with any one of them, as set out in paragraph 1, points b) to d) of this article; b) account shall be taken of the turnover resulting from the sale of products between the joint undertaking and any third undertakings. This turnover shall be apportioned equally amongst the undertakings concerned.</p> |
| <p>K. Which entities are included in determining relevant investment funds for threshold purposes? If based on control, is the definition of control in these cases any different from the definition of control in general (question 3C)? If yes, how?</p> | <p>No, there are no differences</p> |
| <p>L. In case an investment fund is part of a transaction, are its controllers required to present turnover information related to other funds under same manager (general partner) control? Are those other funds considered as part of the transaction for turnover purposes?</p> | <p>Yes, usually the information should include all the relevant information regarding the transaction and information related to relevant market.</p> |
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| M. Describe the methodology applied for currency conversion [e.g. which exchange rates are used]. | The bank of Albania exchange rate. |
| 5. Pre-notification | |
| A. If applicable, please describe the pre-notification procedure and whether it can be mandatory or not [e.g., time limits, type of guidance given, etc.]. | <p>We emphasize that the concept of concentration, the obligation to notify or the entire concentration control procedure provided for in law No.9121, dated 28.07.2003 “On Competition Protection”, is the same as that provided by the European legislation. In this context, and in compliance with the obligation set forth in Article 84 of the law, it is also:</p> <ul style="list-style-type: none"> a) “The regulation on the implementation of undertaking concentration procedures” (see the Regulations - archive to download the Regulation) b) Guideline for “Concentration Notice Form” (see Guidelines and Forms-archive to download the Guideline (competition@caa.gov.al) and “Concentration Notification Form” (see Guidelines and Forms-archive to download the full or simplified Form (competition@caa.gov.al), which are made available to parties having the obligation to notify the concentration. The above-mentioned by-laws are in conformity with the European legislation for this purpose. |
| B. If applicable, what information or documents are the parties required to submit to the agency during pre-notification? | <ol style="list-style-type: none"> 1. If the undertakings show an interest in reaching an agreement which leads to the establishment of a concentration, they can inform and consult with the Competition Authority; 2. The Secretary General, following notification about a potential concentration, consults with the parties on further procedures, asking for a written information; 3. The information shall contain data on the participating parties, such as: <ul style="list-style-type: none"> a) Name and address of the undertaking; b) Nature of the economic activity of the undertaking; c) Name of the contact person or of the representative of the undertaking, address, telephone/fax number, e-mail; d) Form and object of the transaction; e) Full financial data (turnovers) to show that the claimed transaction satisfies or not the criteria provided for in Article 12 of the Law; |

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| | <p>4. The Secretariat can lift the obligation of delivering some special information by a party, when such information is owned by the Authority;</p> <p>5. The parties inform the Authority in case of non-satisfaction of the agreement or notification of the public offer.</p> <p>(Article 6 “Consultations prior to notification”, CHAPTER II “Notifications and relevant documentation”, “The regulation on the implementation of undertaking concentration procedures”)</p> <p>-If parties have reached an agreement for the merging, control, establishment of a joint undertaking, or have notified a public offer for sale or gaining of control, they shall notify the action to the Authority, according to Article 12 and 53 (2) of the Law.</p> <p>(Article 7 “Obligation for notifying the concentration”)</p> |
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| 6. Notification requirements and timing of notification | |
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| <p>A. Is notification mandatory? [Please describe if notification is mandatory in pre-notification phase, post-merger or voluntary]</p> | <p>The concentration fulfilling the condition above (Article 12/1 of the law) must be notified within 30 days from the conclusion of the merger or acquisition of control or the establishment of a joint venture with the characteristics provided for in Article 10/3 of the law, as well as the publication of the offer for purchase or exchange.</p> <p>Even an oral agreement of the parties selling or buying is considered a concentration and should be notified within one week to the ACA, but always when meeting the turnover limit. (Article 12/2. The concentrations provided for in paragraph 1 of this Article shall be notified within 30 days from the conclusion of the merger or acquisition of control or the establishment of a joint venture with the features provided for in Article 10/3 of the law, as well as from the publication of the public offer for purchase or exchange).</p> <p>The control procedure of a concentration lasts 5 months and is divided into two stages: Pre-trial phase (2 months) In-depth procedure phase (3 months)</p> <p>In a concentration notification procedure, the Albanian Competition Authority also invites third parties who feel that they may be directly or indirectly affected by this concentration.</p> |

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| | The in-depth procedure is opened only where the realized and announced concentration shows signs of significantly restricting competition in a market or a part of it, in particular, as a result of the creation or strengthening of a dominant position and this procedure begins by decision of the Commission. |
| B. If parties can make a voluntary merger filing when may they do so? | Into 30 days from the conclusion of the merger or acquisition of control. |
| C. 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?) | Article 6-11, CHAPTER II “Notifications and relevant documentation”; “The regulation on the implementation of undertaking concentration procedures”. |
| D. When must notification be made? If there is a triggering event, 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? | The parties inform the Authority in case of non-satisfaction of the agreement or notification of the public offer. (Article 6 “Consultations prior to notification”, CHAPTER II “Notifications and relevant documentation”, “The regulation on the implementation of undertaking concentration procedures”). |
| E. If there is a notification deadline, 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. | The concentration fulfilling the condition above (Article 12/1 of the law) must be notified within 30 days from the conclusion of the merger or acquisition of control or the establishment of a joint venture with the characteristics provided for in Article 10/3 of the law, as well as the publication of the offer for purchase or exchange. Even an oral agreement of the parties selling or buying is considered a concentration and should be notified within one week to the ACA, but always when meeting the turnover limit. (Article 12/2. The concentrations provided for in paragraph 1 of this Article shall be notified within 30 days from the conclusion of the merger or acquisition of control or the establishment of |

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| | a joint venture with the features provided for in Article 10/3 of the law, as well as from the publication of the public offer for purchase or exchange). |
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| 7. Simplified Procedures | |
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| A. 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 information requirements, etc.). | In case of concentrations that do not result in changes to the relevant market structure, the notifying party fills out the simplified notification form. All this procedure begins with a request by the notifying party, where it argues that the concentration achieved has no consequence for increasing or creating the position of the unit after the concentration. This is the case where the transaction is a change of ownership, which does not cause a change within the unit of the transaction, but also in the relevant market sector. Nevertheless, it is the Albanian Competition Authority (The Secretariat) that decides that the notifying party will use the simplified form of notification. |
| B. Describe the criteria adopted to consider a transaction under the simplified procedure. | 1. Competition Authority applies the simplified-form procedure for each of the following concentrations : a) two or more undertakings acquire joint control of a joint venture (JV), provided that the joint venture has no, actual or anticipated activities to have, in the Republic of Albania; Such cases occur when: <ul style="list-style-type: none"> • Turn the joint venture and / or activities contributing turnover is less than 300 million ALL in the territory of the Republic of Albania at the time of notification ; • The total value of assets transferred to the joint venture is less than 300 million ALL in the territory of the Republic of Albania at the time of notification; b) two or more undertakings merge, or one or more undertakings gains sole control or joint another undertaking, provided that none of the parties to the concentration are engaged in business activities in the same product and geographic market, or in a product |

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| | <p>market, which is upstream or downstream market, a product market in which any other party to the concentration is engaged;</p> <p>c) two or more undertakings merge, or one or more gain sole control of an enterprise or joint company and when the two following conditions are met:</p> <ul style="list-style-type: none"> • the combined market share of all the parties to the concentration, dealing with business activities in the same product and geographical market (horizontal relationships) is less than 15%. • individual parts or combined market of all parties to the concentration, that deal with activities, business in a product market which is a market upstream or downstream from a product market in which any other party to the concentration is engaged (vertical relationships) are less than 25%. <p>2. The Competition Authority may also apply the simplified-form procedure where two or more undertakings merge, or one or more enterprises take sole control or joint another undertaking, and when both of the following conditions are met:</p> <ul style="list-style-type: none"> • combined market share of all the parties to the concentration, that are in a horizontal relationship is less than 50%; and • Increase (delta) of the Herfindahl-Hirschman Index (HHI) resulting from the concentration is below 150. <p>(The Guideline “On simplified-form procedures on the assessment of concentrations”, Chapter II, Categories of Concentrations that qualify for simplified-form procedures, Point 2.1 Categories of Concentrations.)</p> |
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| 8. Information and documents to be submitted with a notification | |
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| <p>A. Describe the types of documents that parties must submit with the notification (e.g., agreement, annual reports, market studies, transaction documents, internal documents).</p> | <p>Guideline On The Form Of Notification Of The Concentration Pursuant to Law No. 9121, dated 28.7.2003, titled "On Protection of Competition", and the Regulation" On the implementation of procedures for the concentration of enterprises”, describes the relevant documentation according to:</p> <ul style="list-style-type: none"> -Annex I Simplified Form Of Notification Of Concentrations -Annex II Complete Form Of Notification Of Concentrations |

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| | (e.g., Annual Reports, Agreements between the seller and the buyer, notification form, registration extracts. etc). |
| B. Is there a distinction between tangible and intangible (e.g., customer portfolio, data on consumers, etc.) assets in the description of the transaction? [In respect to digital markets, state if the agency considers the amount of user data the companies have, and which will be passed on in the transaction] | As it is mention above and according to our law, we take into consideration the general turnover of the participating undertakings. |
| C. Are documents proving the efficiencies of the transaction required? [If applicable, please provide the type of documents normally required] | The annual financial statements of the Company, certificate on annual turnover (net revenues) etc. |
| D. What information is required in case the target company is experiencing financial insolvency? | The balance sheet and all the relevant documentations that proves that the company is in financial difficulties (any court decision or other relevant information) |
| E. Is there a specific procedure for obtaining information from target companies in the case of hostile/ unsolicited bids? | The procedure is the same as in other transactions. Within 30 days from the moment that public bid has been published, the parties should notify it nearby the ACA. |
| F. Are there any document legalization requirements (e.g., notarization or apostille)? What documents must be legalized? | In case the relevant documentation is in a foreign language, the notifying party submits a copy of the document accompanied by the translation in the Albanian language and a public notary certificate on the accuracy of this translation. Special Power of Attorney, from foreign companies, are (e.g., notarization or apostille) . |
| G. What are the agency's rules and practice regarding exemptions from information requirements (e.g., information submitted or document legalization) for transactions in which the acquiring and acquired parties are foreign (foreign-to-foreign transaction)? | Guideline "On simplified procedures for treating certain concentrations" approved by Decision of CC no. 419, dated 08.06.2016, provides: 2.2 "Protective measures and exemptions", 1. In assessing whether a concentration is within the scope under paragraphs 1 and 2 of Chapter II / 2.1, the Competition Authority will ensure that all the circumstances are sufficiently explained. Given that market definitions are likely to be a key element in this |

assessment, the parties should provide information for all possible alternative definitions of the market in general during the pre-notification. Notifying parties are responsible for describing all alternative relevant product and geographic markets in which the notified concentration could have an impact and for providing data and information relating to the definition of such markets. The Competition Authority has the right of final decision on the definition of the market, and bases its decision on facts analysis of each case. If it is difficult to determine the relevant market or to determine the parties' market shares, the Competition Authority will not apply the short-form procedure. Also, based on the extent that concentrations involve new legal issues of general interest, the Competition Authority would normally abstain from the shortened form, and normally will return to a normal procedure of concentration in the first phase.

2. While it can be assumed that concentrations are within the scope under paragraphs 1 and 2 of Chapter II / 2.1, and do not bring serious doubts regarding their compatibility with the internal market, there may be certain situations that require an inquiry and / or a full decision. In such cases, the Competition Authority may revert to the normal procedure of concentration in the first phase. The following are indicative examples of cases that can be excluded from the short-form procedure.

3. The Competition Authority is less likely to accept a proposed concentration under the shortform procedure, if any of the special circumstances mentioned in the Instruction "On the assessment of horizontal mergers" are present. This includes cases where the market is already concentrated, where the proposed concentration would remove an important competitive force or where the proposed concentration would combine two important innovators / inventors.

4. The same method can be applied when it is not possible to determine the precise market parts of the parties. This can be the case when the parties operate in new or less developed market.

5. Certain types of concentrations may increase the strength of the parties in the market combining technological resources, financial or otherwise, even if the parties in the concentration do not operate in the same market. Concentrations where at least two parties in the concentration are present in markets closely related or neighboring may be unsuitable for the short-form procedure, in particular, where one or more of the

parties to the concentration individually holds a market share of 25% or more in any product market in which there is no horizontal or vertical relationship between the parties but which is a neighboring market to a market where another party is active.

6. The Competition Authority may consider it appropriate to conduct a thorough evaluation according to the normal procedure of concentration, cases of joint enterprises with a turnover below the threshold specified in paragraph 1 (a) at the time of notification, but that can be expected that significantly exceed that threshold on the market within the next 3 years. In cases falling within the scope according to section 1 (a) of Chapter II / 2.1, a normal procedure may be considered appropriate if the relationship has horizontal or vertical lines between the parties to the concentration on the basis of which cannot be excluded the fact that the concentration would bring serious doubts regarding its compatibility with the internal market or if any of the particular circumstances set out in section 3 of Chapter II / 2.2, are present.

7. Experience to date has shown that a change from joint control to sole exception may request the full investigation and / or a full decision. Particular competition concerns may arise in circumstances where a former joint venture is integrated into a group or network that has remained in control of the sole shareholder, constraints exercised by shareholders controlling different are moved and its strategic market position can be strengthened. For example, a scenario in which undertaking A and undertaking B jointly control a joint venture C , a concentration under which A provides control of only the C's can cause concerns for competition in circumstances in which C is a direct competitor's, where C and a will hold a significant position in the market combined, and where it removes a degree of independence, previously owned by C. In these cases, where such a scenario requires a deeper analysis, the Competition Authority may carry out a normal procedure concentration.

8. In the case of concentrations described in paragraph 2 of Chapter II / 2.1, Competition Authority will decide case by case whether, based on the particular circumstances of the case, increasing the level of market concentration indicated by delta HHI is such that the case should be examined under the normal procedure of concentration.

9. If a third party expressed concerns within the time limit set for such comments, the Competition Authority will perform the normal procedure of concentration.

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| <p>H. Can the agency require third parties to submit information during the review process? Can third parties voluntarily submit information or otherwise contact the agency to intervene?</p> | <p>Yes, may request information from third parties.</p> <p>1. Undertakings concerned, undertakings being a part of a group as referred in article 16 of this Law, and undertakings which sell the whole or part of an undertaking, shall provide to the Authority, within a time limit specified by it, additional information and documents, as so far as they are of interest for assessing the concentration, even though the confirmation for receiving the complete information has been sent to them.</p> <p>2. The Authority may request from other undertakings additional information and documents, in so far as they are of interest for assessing the concentration. Authority may inform them of the notified concentrations concerned, taking into account the business secrecy of the participating undertakings, of the undertakings being a part of a group as referred in article 16 of this Law, and also of undertakings which sell the whole or part of an undertaking.</p> <p>Article 55 "Additional Information and Documents", of the Law no. 9121/2003 "On Protection of Competition", as amended.</p> |
| <p>I. Are parties allowed to submit information beyond what is required in the initial filing voluntarily (e.g., to help narrow or resolve potential competitive concerns)?</p> | <p>Yes for completing the documentation.</p> |
| <p>J. Are there different forms for different types of transactions or sectors?</p> | <p>According to Guideline "On The Form Of Notification Of The Concentration", Pursuant to Law No. 9121, dated 28.7.2003, titled "On Protection of Competition" and the Regulation "On the implementation of procedures for the concentration of enterprises", describes the relevant documentation according to:</p> <ul style="list-style-type: none"> -Annex I Simplified Form Of Notification Of Concentrations -Annex II Complete Form Of Notification Of Concentrations |

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| <p>K. With respect to investment funds:</p> <p>i) Is it requested that an investment fund taking part in a transaction provide a statement that its controllers do not manage any other investment funds in the same relevant market?</p> <p>ii) Should an investment fund be controlled by an entity that is also responsible for other funds in the same relevant market, are such funds considered part of the transaction? Is it requested that the controlling entity provide market information (e.g., market share) related to the other funds it manages and which are in the same relevant market?</p> <p>iii) Should there be no classic concentration, is there any sort of exemption regarding presenting certain information requested in the form?</p> | <p>In concentrations in regulated markets, usually ACA cooperates closely with the regulatory bodies, and the decisions of the regulated bodies is important when the merger is assessed.</p> <p>Usually the information required is the same, and is a complete set of documents that it should be provided to ACA in order to assess the merger.</p> |
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| <p>9. Translation</p> | |
| <p>A. In what language(s) can the notification forms be submitted?</p> | <p>In case the relevant documentation is in a foreign language, the notifying party submits a copy of the document accompanied by the translation in the Albanian language, and a public notary certificate on the accuracy of this translation.</p> |
| <p>B. Describe any requirements to submit translations of documents:</p> <p>i) with the initial notification; and</p> <p>ii) later in response to requests for information.</p> <p>In addition:</p> | <p>1. One authentic copies, or copies certified with the original of each notification and of the attached documents (mentioned in the notification form) shall be handed over to the Archive/Protocol Office of the Competition Authority.</p> <p>2. The notification shall end with a descriptive list of the attached documents and with the number of relevant pages.</p> |

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| <p>iii) what are the categories or types of documents for which translation is required;</p> <p>iv) what are the requirements for certification of the translation;</p> <p>v) which language(s) is/are accepted; and</p> <p>vi) are summaries or excerpts accepted in lieu of complete translations and in which languages are summaries accepted?</p> | <p>3. In case the relevant documentation is in a foreign language, the notifying party submits a copy of the document accompanied by the translation in the Albanian language, and a public notary certificate on the accuracy of this translation.</p> <p>4. Acceptance of the notification and of the attached documents shall be made during the office hours, at the address: Competition Authority, Rruga “Sami Frashëri” Nr 4, kati IV, Tirana, Albania.</p> <p>(Article 10, “Documentation hand-over”, “The regulation on the implementation of undertaking concentration procedures”).</p> |
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| 10. Review Periods | |
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| <p>A. Describe any applicable review periods following notification.</p> | <p>- Article 56 “Preliminary procedures”, of the Law no. 9121/2003 "On Protection of Competition", as amended, provides:</p> <p>1. If the concentration does not show any indications of significant restriction of competition in the market or a part therein, in particular as a result of established or strengthened dominant position, the Commission shall decide to authorize the concentration within two months from the date of the notification. Where the Commission finds that the concentration shows such indications it shall decide to: a. authorize the concentration based on conditions and obligations; or b. open an in-depth investigation.</p> <p>2. In an authorization based on conditions and obligations, the deadline referred to in Paragraph 1 of this Article shall be extended of two weeks if the participating undertakings commit to taking measures for eliminating the significant restriction of competition in the market or a part therein that has resulted, in particular, from the creation or strengthening of a dominant position. The proposed commitments from the undertaking are presented to the Authority not later than one month upon the date of notification receipt.</p> <p>3. When it has not communicated within the deadlines set, concentration shall be deemed valid and may be put into effect without prejudice.</p> |

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| | <p>- Article 11 Date when notification becomes effective, “The regulation on the implementation of undertaking concentration procedures”, as amended:</p> <ol style="list-style-type: none"> 1. Notifications become effective the date they are handed over to the sector responsible for keeping the Archive and Protocol of the Competition Authority. 2. The Secretariat, pursuant to Article 54 of the Law confirms in writing to the undertakings or their representatives if the notification is complete or not. If the notification is complete, the timing provided for in Article 56 of the Law starts with the subsequent working day of the written notification for undertakings or their representatives. 3. In case the notification is not complete, the Secretariat notifies the notifying parties or their representatives in writing, with no delay, setting a time limit of not less than 15 working days for providing a complete information. In such cases, the deadline provided for in this Article (2) starts with the date the Authority has received the complete information. 4. The Secretariat, pursuant to Article 55 (1) of the Law, can ask for additional data and information from the notifying parties, their representatives or third interested parties, at any time of the notification procedure within a term determined by it, necessary for appraising the notified concentration. 5. The notifying parties or their representatives shall notify the Authority on any change of information and documents attached to the notification about which they are aware or might be aware. In such cases, when such changes can have an important effect on examining of the concentration, the deadline provided for in the Article 56 of the Law starts at the date the Authority has been notified of the changes. 6. The incomplete or non-accurate information is considered incomplete information, pursuant to Article 33 of the Law and is a cause of imposing fines, according to the Article 73 of the Law. |
| <p>B. Are there different rules for public tenders (e.g., open market stock purchases or hostile bids)?</p> | <p>The provisions of the law does not specify any differences in these transactions.</p> |
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C. What are the procedures for an extension of the review periods, if any? Do requests for additional information suspend or re-start the review period?

- Article 56 "Preliminary procedures", of the Law no. 9121/2003 "On Protection of Competition", as amended, provides:

1. If the concentration does not show any indications of significant restriction of competition in the market or a part therein, in particular as a result of established or strengthened dominant position, the Commission shall decide to authorize the concentration within two months from the date of the notification. Where the Commission finds that the concentration shows such indications it shall decide to: a. authorize the concentration based on conditions and obligations; or b. open an in-depth investigation.

2. In an authorization based on conditions and obligations, the deadline referred to in Paragraph 1 of this Article shall be extended of two weeks if the participating undertakings commit to taking measures for eliminating the significant restriction of competition in the market or a part therein that has resulted, in particular, from the creation or strengthening of a dominant position. The proposed commitments from the undertaking are presented to the Authority not later than one month upon the date of notification receipt.

3. When it has not communicated within the deadlines set, concentration shall be deemed valid and may be put into effect without prejudice.

-Article 11 Date when notification becomes effective, "The regulation on the implementation of undertaking concentration procedures", as amended:

1. Notifications become effective the date they are handed over to the sector responsible for keeping the Archive and Protocol of the Competition Authority.

2. The Secretariat, pursuant to Article 54 of the Law confirms in writing to the undertakings or their representatives if the notification is complete or not. If the notification is complete, the timing provided for in Article 56 of the Law starts with the subsequent working day of the written notification for undertakings or their representatives.

3. In case the notification is not complete, the Secretariat notifies the notifying parties or their representatives in writing, with no delay, setting a time limit of not less than 15 working days for providing a complete information. In such cases, the deadline provided

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| | <p>for in this Article (2) starts with the date the Authority has received the complete information.</p> <p>4.The Secretariat, pursuant to Article 55 (1) of the Law, can ask for additional data and information from the notifying parties, their representatives or third interested parties, at any time of the notification procedure within a term determined by it, necessary for appraising the notified concentration.</p> <p>5. The notifying parties or their representatives shall notify the Authority on any change of information and documents attached to the notification about which they are aware or might be aware. In such cases, when such changes can have an important effect on examining of the concentration, the deadline provided for in the Article 56 of the Law starts at the date the Authority has been notified of the changes.</p> <p>6. The incomplete or non-accurate information is considered incomplete information, pursuant to Article 33 of the Law and is a cause of imposing fines, according to the Article 73 of the Law.</p> |
| <p>D. Is there a statutory or other maximum duration for extensions?</p> | <p>CHAPTER III “Examination of the notification, start of procedures and deadlines”, “The regulation on the implementation of undertaking concentration procedures”.</p> |
| <p>E. Does the agency have the authority to suspend review periods? Does suspending a review period require the parties’ consent?</p> | <p>Yes, Article 17 “Suspension of deadline”, “The regulation on the implementation of undertaking concentration procedures”, as amended, provides:</p> <p>1. Periods of time referred to in Article 57 of the Law shall be suspended when the Commission, pursuant to Article 33 (2) of the Law, shall take a decision because: The information required by the Secretariat, pursuant to Article 55 of the Law, from one of the notifying parties or other interested parties has not been delivered, or has been incomplete within the deadline set by the Secretariat; One of the notifying parties or other interested parties has refused to issue information for or to cooperate with the Secretariat to ensure that information required according to Article 55, which is considered important by the Secretariat; The notifying parties fail to inform the Authority about change of facts contained in the notification.</p> <p>2. Deadlines set forth in Article 57 of the Law shall be suspended:</p> |

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| | <p>- in the cases referred to in item 1 (a) and (b) of this Article, for the period between the deadline set in the request for information and receiving of a full and accurate information as required upon the Commission Decision; - in the cases referred to in item 1 (c) of this Article, for the period between the change of facts and receiving of the accurate and full information required upon a Commission Decision.</p> <p>3. Suspension of the deadline starts with the subsequent day of the relevant Commission Decision. Suspension ends when obstacles causing it are removed.</p> |
| <p>F. What are the time periods for accelerated review of non-problematic transactions, if any?</p> | <p>1. The two-month deadline for the preliminary procedure set forth in Article 56 of the Law starts from the working day after the notification confirmation day.</p> <p>2. The 3-month deadline for completing the in-depth procedure, as provided in Article 57 of the Law, starts from the working day after the date the Commission takes a decision on launching an in-depth procedure.</p> <p>Article 14 “Start of deadlines”, “The regulation on the implementation of undertaking concentration procedures”, as amended.</p> |
| <p>G. If remedies are offered; do they impact the timing of the review?</p> | <p>Article 57 “In-depth procedures”, Law No. 9121, dated 28.7.2003, titled “On Protection of Competition”, as amended, provides:</p> <p>1. The Commission, within three months starting from the initiation of in-depth proceeding, shall decide to declare if the concentration is prohibited or not;</p> <p>2. In an authorization based on conditions and obligations, the deadline referred to in Paragraph 1 of this Article shall be extended of two months if the participating undertakings commit to taking measures for eliminating the significant restriction of competition in the market or a part therein that has resulted, in particular, from the creation or strengthening of a dominant position. The commitments proposed by undertakings are presented to the Authority not later than two months from the date of initiating the in-depth procedures;</p> <p>3. When it has not communicated within the deadlines set, it shall be considered as a decision which authorizes a concentration and it may be put into effect without prejudice with the exception when:</p> |

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| | <p>a) the deadline has been extended by the Commission with the consent of notifying undertakings;</p> <p>b) the deadline is extended by the request of the notifying undertakings;</p> <p>c) abolished</p> <p>- Article 57/1 "Suspension of Deadlines provides",</p> <p>The deadlines specified in Articles 56 and 57 shall be suspended by a Commission's decision if the in-depth procedure has been obstructed by the participating undertakings".</p> |
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| 11. Waiting periods / suspension obligations | |
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| <p>A. Describe any waiting periods/suspension obligations following notification (e.g., full suspension from implementation, restrictions on adopting specific measures) during any initial review period and/or further review period.</p> | <p>According the Article 17 "Suspension of deadline", Regulation "On Application of Concentration Procedures for Undertakings", as amended.</p> <p>1. Periods of time referred to in Article 57 of the Law shall be suspended when the Commission, pursuant to Article 33 (2) of the Law, shall take a decision because: The information required by the Secretariat, pursuant to Article 55 of the Law, from one of the notifying parties or other interested parties has not been delivered, or has been incomplete within the deadline set by the Secretariat; One of the notifying parties or other interested parties has refused to issue information for or to cooperate with the Secretariat to ensure that information required according to Article 55, which is considered important by the Secretariat; 5 The notifying parties fail to inform the Authority about change of facts contained in the notification.</p> <p>2. Deadlines set forth in Article 57 of the Law shall be suspended:</p> <ul style="list-style-type: none"> • in the cases referred to the item 1 (a) and (b) of this Article, for the period between the deadline set in the request for information and receiving of a full and accurate information as required upon the Commission Decision; • in the cases referred to the item 1 (c) of this Article, for the period between the change of facts and receiving of the accurate and full information required upon a Commission Decision. <p>3. Suspension of the deadline starts with the subsequent day of the relevant Commission Decision. Suspension ends when obstacles causing it are removed.</p> |

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| <p>B. Can parties request a derogation from waiting periods/suspension obligations? If so, under what circumstances?</p> | <p>Yes, according to the definitions in:</p> <ul style="list-style-type: none"> - Article 58 "Time limit", of the Law no. 9121/2003 "On Protection of Competition", as amended. <ul style="list-style-type: none"> 1. The period of two months to initiate the preliminary procedure, on the basis of article 56 of this Law shall start at the following working day of complete concentration notification. The period of three months to initiate the in-depth procedure, on the basis of article 57, paragraph 1 of this Law shall start at the beginning of the working day following the date of the decision taken to initiate the in-depth procedure; 2. The periods provided by the Law shall end with expiry of the day of the last week having the same name with that day with which has started the period, when the period 27 is defined in weeks and with expiry of the day of the last month having the same number with that day with which has started the period, when the period is defined in months. When such a day does not occur in the last month, the period shall end with the expiry of the last day of this month. Where the last day of the period is holiday, the period shall end in the following working day. - Article 17 "Suspension of deadline", "The regulation on the implementation of undertaking concentration procedures", as amended. <ul style="list-style-type: none"> 1. Periods of time referred to in Article 57 of the Law shall be suspended when the Commission, pursuant to Article 33 (2) of the Law, shall take a decision because: The information required by the Secretariat, pursuant to Article 55 of the Law, from one of the notifying parties or other interested parties has not been delivered, or has been incomplete within the deadline set by the Secretariat; One of the notifying parties or other interested parties has refused to issue information for or to cooperate with the Secretariat to ensure that information required according to Article 55, which is considered important by the Secretariat; The notifying parties fail to inform the Authority about change of facts contained in the notification; 2. Deadlines set forth in Article 57 of the Law shall be suspended: <ul style="list-style-type: none"> - in the cases referred to in item 1 (a) and (b) of this Article, for the period between the deadline set in the request for information and receiving of a full and accurate information as required upon the Commission Decision; - in the cases referred to the |
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| | <p>item 1 (c) of this Article, for the period between the change of facts and receiving of the accurate and full information required upon a Commission Decision;</p> <p>3. Suspension of the deadline starts with the subsequent day of the relevant Commission Decision. Suspension ends when obstacles causing it are removed.</p> |
| <p>C. Are the applicable waiting periods/suspension obligations limited to aspects of the transaction that occur within the agency's jurisdiction (e.g., acquisition or merger of local undertakings/business units)? If not, to what extent can the parties implement the transaction outside the agency's jurisdiction prior to clearance (e.g., through derogation from suspension, hold separate arrangements)?</p> | <p>For transactions carried out within the country, the participating parties wait and respect the deadlines of the Competition Authority before the merger becomes effective.</p> <p>According to Article 14/1 "Suspension of concentration", of the Law no. 9121/2003 "On Protection of Competition", as amended.</p> <p>1. A concentration, under article 10, shall not be put into effect :</p> <p>a) before its notification to the Authority or</p> <p>b) until it has been authorized by the Authority, or</p> <p>c) until conditions attached to the authorization are fulfilled.</p> |
| <p>D. Are parties allowed to close the transaction if no decision is issued within the statutory period?</p> | <p>No, the parties should wait for the final decision of ACA.</p> <p>According to Article 14/1 "Suspension of concentration", of the Law no. 9121/2003 "On Protection of Competition", as amended:</p> <p>1. A concentration, under article 10, shall not be put into effect :</p> <p>a) before its notification to the Authority or</p> <p>b) until it has been authorized by the Authority, or</p> <p>c) until conditions attached to the authorization are fulfilled.</p> |
| <p>E. Describe any provisions or procedures available to the enforcement agency, the parties and/or third parties to extend the waiting period/suspension obligation.</p> | <p>- Article 58 "Time limit", of the Law no. 9121/2003 "On Protection of Competition", as amended.</p> <p>1. The period of two months to initiate the preliminary procedure, on the basis of article 56 of this Law shall start at the following working day of complete concentration notification. The period of three months to initiate the in-depth procedure, on the basis of article 57, paragraph 1 of this Law shall start at the beginning of the working day following the date of the decision taken to initiate the in-depth procedure.;</p> <p>2. The periods provided by the Law shall end with expiry of the day of the last week having the same name with that day with which has started the period, when the period 27 is defined in weeks and with expiry of the day of the last month having the same</p> |

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| | <p>number with that day with which has started the period, when the period is defined in months. When such a day does not occur in the last month, the period shall end with the expiry of the last day of this month. Where the last day of the period is holiday, the period shall end in the following working day.</p> <p>- Article 17 "Suspension of deadline", "The regulation on the implementation of undertaking concentration procedures", as amended.</p> <p>1. Periods of time referred to the Article 57 of the Law shall be suspended when the Commission, pursuant to Article 33 (2) of the Law, shall take a decision because: The information required by the Secretariat, pursuant to Article 55 of the Law, from one of the notifying parties or other interested parties has not been delivered, or has been incomplete within the deadline set by the Secretariat; One of the notifying parties or other interested parties has refused to issue information for or to cooperate with the Secretariat to ensure that information required according to Article 55, which is considered important by the Secretariat; The notifying parties fail to inform the Authority about change of facts contained in the notification.</p> <p>2. Deadlines set forth in Article 57 of the Law shall be suspended:</p> <p>- in the cases referred to the item 1 (a) and (b) of this Article, for the period between the deadline set in the request for information and receiving of a full and accurate information as required upon the Commission Decision; - in the cases referred to in item 1 (c) of this Article, for the period between the change of facts and receiving of the accurate and full information required upon a Commission Decision.</p> <p>3. Suspension of the deadline starts with the subsequent day of the relevant Commission Decision. Suspension ends when obstacles causing it are removed.</p> |
| <p>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.</p> | <p>According to the definitions in: Article 13 "Appraisal of Concentrations"</p> <p>1. The Commission shall prohibit concentrations that significantly restrain effective competition on the market or in a part thereof, in particular as a result of creation or strengthening of a dominant position;</p> <p>2. In making the appraisal, the Commission may also take into account the economic efficiencies resulting from the concentration, provided they meet all the following conditions:</p> |

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| | <ul style="list-style-type: none"> - the efficiencies should contribute to the improvement of consumers' wellbeing, or, at least, neutralize the potential negative effects that the concentration would have; - the efficiencies have, or should have, resulted from the concentration under review, and no other less anticompetitive alternative ways to generate them exist bar the concentration under review; - the efficiencies must be verifiable. <p>3. In particular cases, the Commission may not prohibit a concentration where one of the involved undertakings is in serious risk of bankruptcy and does not have any less anticompetitive options at its disposal, if:</p> <ul style="list-style-type: none"> a) the undertaking is bound to exit the market in the foreseeable future unless the concentration takes place; b) there are no serious prospects of re-organizing the activity of this undertaking." |
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| <p>G. Describe any provisions or procedures allowing the parties to close the transaction at their own risk before waiting periods expire or clearance is granted (e.g., allowing the transaction to close if no "irreversible measures" are taken).</p> | <p>According to Article 14/1 "Suspension of concentration", of the Law no. 9121/2003 "On Protection of Competition", as amended, provides:</p> <p>1. A concentration, under article 10, shall not be put into effect :</p> <ul style="list-style-type: none"> a) before its notification to the Authority or b) until it has been authorized by the Authority, or c) until conditions attached to the authorization are fulfilled, <p>the parties must await the decision of the Competition Commission.</p> |
| <p>12. Responsibility for notification / representation</p> | |
| <p>A. Who is responsible for notifying – the acquiring company(ies), acquired company(ies), or both? Does each party have to make its own filing?</p> | <p>1. The following undertakings shall have the obligation to notify:</p> <ul style="list-style-type: none"> a) each undertakings participatings in a merger; b) the undertakings acquiring control over one or more other undertakings or part thereof; c) in the case of joint ventures referred to Article 10 (3), each undertakings acquiring control over a joint undertaking. <p>2. The notification shall be submitted in compliance with the Authority's Instruction on Notification Form.</p> |

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| | <p>- Article 53 "Obligation to Notify", Chapter IV, Procedures On Concentrations of the Law no. 9121/2003 "On Protection of Competition", as amended.</p> <ol style="list-style-type: none"> 1. Notifications shall be submitted by the undertakings party in a concentration, their representatives, upon submission of relevant authorization, or by the legal representatives having a power of attorney. 2. In case of mergers or control, notification is made by the buyer, controller, whereas in case of publication of the public offer, notification is made by the bidder. 3. Joint notifications shall be handed over in a standard form. Notifications can be made by a joint representative, who has a power of attorney, containing the rights of representation on the account of the party undertakings. 4. Notifying parties or their representatives provide the Authority with an address for communication within the territory of the Republic of Albania, where all the correspondence can be mailed. <p>- Article 8, "Persons authorized to submit notification ", "The regulation on the implementation of undertaking concentration procedures".</p> <p>In the cases of concentration, in terms of section 10 of the Law, have the obligation to report:</p> <ul style="list-style-type: none"> • In case of joining or obtaining control, the purchaser or company that acquires control, or their legal and authorized representatives; • In the case of the creation of a joint venture, the participants in the creation of the joint venture; • In case of the publication of the public bidding, the bidder or their legal and authorized representatives; Each of the parties making the notification is responsible for the accuracy of information provided. <p>(Guideline On The Form Of Notification Of The Concentration Pursuant to Law No. 9121, dated 28.7.2003, titled "On protection of competition", and the Regulation" On the implementation of procedures for the concentration of enterprises", as amended).</p> |
| <p>B. Do different rules apply to public tenders (e.g., open market stock purchases or hostile bids)?</p> | <p>The rules are the same.</p> |

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| <p>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)?</p> | <p>Notifications shall be submitted by the undertakings party in a concentration, their representatives, upon submission of relevant authorization, or by the legal representatives having a power of attorney.</p> |
| <p>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?</p> | <p>Foreign companies are represented by law firms with power of attorney issued at the relevant notary office.</p> |

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| <p>13. Filing fees</p> | |
| <p>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)? [Please provide the amount in local currency and in USD as of December 31st, 2020]</p> | <p>Regulation "On the allocation of costs for the prosecution of proceedings before the Competition Authority". Pursuant to articles 24, letter dh) and 84 (b) of law no. 9121, dated 28.07.2003 "On Protection of Competition", as amended, Published on: 13.02.2019 - Guideline "On The Form Of Notification Of The Concentration" Pursuant to Law No. 9121, dated 28.7.2003, titled "On Protection of Competition", and the Regulation "On the implementation of procedures for the concentration of enterprises", amended.</p> |
| <p>B. Who is responsible for payment?</p> | <p>The notifying party, according the Regulation "On the allocation of costs for the prosecution of proceedings before the Competition Authority".</p> |
| <p>C. When is payment required?</p> | <p>Before the final decision is taken.</p> |
| <p>D. What are the procedures for making payments (e.g., accepted forms of payment, proof of payment required, wire transfer instructions)?</p> | <p>1. Withdrawal or submission to the Competition Authority of the "Concentration Notification Form" by the participating undertakings as defined in Article 12 of the Law (which merge, which gain control, for the establishment of a joint venture and in cases where the share of the enterprise is affected by the transaction being carried out shall be paid against a payment of 15,000 (fifteen thousand) ALL.</p> |

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| | <p>2. The authorization "On the temporary realization of the concentration" issued by the Competition Commission, based on the request of the participating undertaking, according to the definition of Article 60, point 1 of the law, "Authorization for temporary concentration" shall be paid against a payment of 300,000 (three hundred thousand) ALL.</p> <p>3. The authorization "On realization of Concentration" issued by the Competition Commission, in accordance with Article 56 of the Law "Preliminary Procedure", shall be paid against a payment of 500,000 (five hundred thousand) ALL.</p> <p>4. The authorization "On realization of Concentration" issued by the Competition Commission in accordance with Article 57 of the Law "In-depth Procedure" is issued against the payment at the value calculated: 1) in the amount of 0.03% of turnover of all the participating undertakings together, of the previous financial year, calculated in accordance with the provisions of Articles 15 and 17 of the law, in cases where the conditions provided for in Article 12, point 1, letter a) are fulfilled but in any case the payment should not exceed the amount of 2,000,000 (two million) ALL. 2) in the amount of 0.03% of turnover of all the participating undertakings together, of the previous financial year, calculated in accordance with the provisions of Articles 15 and 17 of the law, in cases where the conditions provided for in article 12, point 1, letter b) are fulfilled but in any case the payment should not exceed the amount of 2,000,000 (two million) ALL.</p> <p>5. The non-classification as a concentration of a particular transaction, in cases when the Competition Commission pronounced it with a decision, shall be paid against a payment of 150,000 (one hundred and fifty thousand) ALL.</p> |
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| 14. Process for substantive analysis and decisions [Please give a brief summary and provide information on relevant Guidance papers] | |
| A. What are the key procedural stages in the substantive assessment (e.g., screening mergers, consulting third parties)? | The Competition Authority applies the merger procedure based on the articles 53 - 64 of the Law no. 9121/2003 "On Protection of Competition", as amended and Regulation "On Application of Concentration Procedures for Undertakings". |

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| | <p>The key steps are: Obligation to Notify, Confirmation upon receipt of the notification, Additional Information and Documents, Preliminary procedures, In-depth procedures, In-depth procedures, Time limit, Procedures in the absence of notification, Temporary clearance, Conditions and Obligations, Re-establishment of competition, Revocation, Publication of the notification and initiation of in-depth procedures.</p> <p>The Regulation “On Application Of Concentration Procedures For Undertakings”, provides: Consultations prior to notification, Obligation for notifying the concentration, Persons authorized to submit notification, Submission of notifications, Documentation hand-over, Date when notification becomes effective and Examination of the notification, start of procedures and deadlines.</p> |
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| <p>B. What merger test does the agency apply (e.g., dominance test or substantial lessening of competition test)?</p> | <p>Based on the LAW NO. 9121, dated 28.07.2003, titled "On Protection of Competition" as amended, Article 13 “Appraisal of Concentrations”, provides:</p> <p>1. The Commission shall prohibit concentrations that significantly restrain effective competition on the market or in a part thereof, in particular as a result of creation or strengthening of a dominant position. 2. In making the appraisal, the Commission may also take into account the economic efficiencies resulting from the concentration, provided they meet all the following conditions: - the efficiencies should contribute to the improvement of consumers’ wellbeing, or, at least, neutralize the potential negative effects that the concentration would have; 8 - the efficiencies have, or should have, resulted from the concentration under review, and no other less anticompetitive alternative ways to generate them exist bar the concentration under review; - the efficiencies must be verifiable. 3. In particular cases, the Commission may not prohibit a concentration where one of the involved undertakings is in serious risk of bankruptcy and does not have any less anticompetitive options at its disposal, if: a) the undertaking is bound to exit the market in the foreseeable future unless the concentration takes place; b) there are no serious prospects of re-organizing the activity of this undertaking.</p> |
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| <p>C. What theories of harm does the agency consider in practice?</p> | <p>As referred to the Guideline “On the evaluation of Non-Horizontal and Conglomerate Agreements” and Guideline “On the evaluation of Horizontal Agreements”.</p> |

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| <p>D. What are the key stages in the substantive analysis? Does this differ depending on the type of transaction (e.g., joint venture)?</p> | <p>Article 57 “In-depth procedures “Law no. 9121/2003 “On Protection of Competition”, as amended, provides:</p> <ol style="list-style-type: none"> 1. The Commission, within three months starting from the initiation of in-depth proceeding, shall decide to declare if the concentration is prohibited or not. 2. In an authorization based on conditions and obligations, the deadline referred to in Paragraph 1 of this Article shall be extended of two months if the participating undertakings commit to taking measures for eliminating the significant restriction of competition in the market or a part therein that has resulted, in particular, from the creation or strengthening of a dominant position. The commitments proposed by undertakings are presented to the Authority not later than two months from the date of initiating the in-depth procedures. 3. When it has not communicated within the deadlines set, it shall be considered as a decision which authorizes a concentration and it may be put into effect without prejudice with the exception when: a) the deadline has been extended by the Commission with the consent of notifying undertakings; b) the deadline is extended by the request of the notifying undertakings. |
| <p>E. Are non-competition issues ever considered (in practice or by law) by the agency? If so, can they override or displace a finding based on competition issues?</p> | <p>ACA deals only with competition issues. The objective of the law is the protection of free and effective competition in the market. Other non-competition issues, are included in other legislations and other agencies or institutions deals with them.</p> |
| <p>F. What are the possible outcomes of the review (e.g., unconditional/conditional clearance, prohibition, etc.)?</p> | <p>Decision of Competition Commission, Clearance, Prohibition, Remedies/Conditions and Obligations, Temporary Clearance, etc.</p> |
| <p>G. What types of remedies does the agency accept? Is there a preference on any particular type of remedies? How is the process initiated and conducted?</p> | <p>The scope of guideline “On Conditions and obligations in concentration cases”, is to define the rules and measures, on certain commitments that the parties in a concentration commits and where expressing the interest on modifying to take the approval for that concentration.</p> |

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| | <p>The measures (Remedies) are modification that are done to a concentration, proposed from the parties in a concentration, with the intention to eliminate the problems and competition concerns, raised from the concentration and identified from the Competition Authority during the concentration control procedure.</p> <p>The participating parties in a concentration are allowed to modify the concentration, which created and brings concerns for the completion in the market, with the final intention to take clearance from the Competition Commission. Main element is the proportionality of the remedies.</p> <p>The Competition Authority evaluates if a concentration is compatible with the national market or not, and is full responsibility of the parties to offer the relevant proposal/commitments for eliminating the competition concerns. If the parties fail in offering these measures, then the Commission will take a decision prohibiting the concentration.</p> |
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| 15. Confidentiality | |
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| <p>A. To what extent, if any, does the agency make public the fact that a premerger notification filing was made or the contents of the notification? If applicable, when is this disclosure made?</p> | <p>Based on the “Regulation On Application Of Concentration Procedures For Undertakings”, Chapter 3 “Examination of the notification, start of procedures and deadlines”, Article 13 “Publication of the preliminary procedure”, provides:</p> <p>The Secretariat publishes the start of the concentration control procedure in the official web page of Competition Authority at www.caa.gov.al. The publication act contains data of participating parities, their place of origin, form of concentration, 4 involved sectors of economy, invitation by the Competition Authority to interested parties to express comments and deadline for expressing such comments.</p> <p>Law no. 9121, dated 28.07.2003, Chapter IV “Procedures on concentrations” Neni 64 “Publication of the notification and initiation of in-depth procedures”, as amended, provides:</p> |

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| | <ol style="list-style-type: none"> 1. The notification of a concentration and the decision to initiate an in-depth procedure must be published in the Authority Official Bulletin. Non-publication shall not prevent the beginning of time limits and of in-depth procedures; 2. The publication shall state names, residency, economic activity of the undertakings concerned, as well as the main nature of the concentration, and time limit within which third parties may communicate their observations. Third parties comments must be communicated in writing; 3. Commission decisions are published in the Authority Official Bulletin. The publication shall state the names, residency, economic activity of the undertakings concerned, the main content of the decision, including also any penalties imposed. |
| <p>B. Do notifying parties have access to the agency's file? If so, under what circumstances can the right of access be exercised?</p> | <p>Referred to the Regulation "On Investigative Procedures of Competition Authority", Chapter IV "Handling of Complaints", as amended. Article 16 "The right to be informed", Article 17 "Access in documents and confidential information" Article 18 "Investigation Report and Objections to it" Article 19 "The right to be heard" Article 20 "Hearing of other parties"</p> |
| <p>C. Can third parties or other government agencies obtain access to notification materials and any other information provided by the parties (including confidential and non-confidential information)? If so, under what circumstances?</p> | <p>Referred to the Regulation "On Investigative Procedures of Competition Authority", Chapter IV "Handling of Complaints", Article 17 "Access in documents and confidential information".</p> |
| <p>D. Are procedures available to request confidential treatment of the fact of notification and/or notification materials? If so, please describe.</p> | <p>Based on the Guideline "On the form of notification of the concentration", point 3 "Confidentiality", provides: In accordance with the legislation in effect, the Regulation "On the functioning of the Competition Authority", the Code of Conduct, the employees of the Competition Authority are obliged not to disclose any information that they have obtained in the course of their professional duty, and preserve confidentiality in relation to the notifying parties. If the</p> |

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| | <p>notifying parties believe that their interests would be damaged if a piece of information that they have been asked to submit through the Notification Form to the Competition Authority, will be published or disclosed to other parties, they must submit such information by having each page clearly marked "Secrets of economic activity" and giving the reasons why such information should not be declared or published.</p> |
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| <p>E. Can the agency deny a party's claim that certain information contained in notification materials is confidential? Are there procedures to challenge a decision that information is not confidential? If so, please describe.</p> | <p>Based on the Guideline "On the form of notification of the concentration", point 3 "Confidentiality", provides: In accordance with the legislation in effect, the Regulation "On the functioning of the Competition Authority", the Code of Conduct, the employees of the Competition Authority are obliged not to disclose any information that they have obtained in the course of their professional duty, and preserve confidentiality in relation to the notifying parties. If the notifying parties believe that their interests would be damaged if a piece of information that they have been asked to submit through the Notification Form to the Competition Authority, will be published or disclosed to other parties, they must submit such information by having each page clearly marked "Secrets of economic activity", and giving the reasons why such information should not be declared or published.</p> |
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| <p>F. Does the agency have procedures to provide public and non-public versions of agency orders, decisions, and court filings? If so, what steps are taken to prevent or limit public disclosure of information designated as confidential that is contained in these documents?</p> | <p>Yes, the agency removes the confidential information and issue the public version of orders, decisions, etc.</p> |
| 16. Transparency | |
| <p>A. Does the agency publish an annual report with information about mergers? Please provide the web address if available.</p> | <p>Yes, the Agency publishes the Annual Report every year. The link is www.caa.gov.al Publications, Annual Report.</p> |
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| <p>B. Does the agency publish press releases related to merger policy or investigations/reviews? If so, how can these be accessed (if available online, please provide a link)? How often are they published (e.g., for each decision)?</p> | <p>Yes, the Agency publishes press releases related to the merger policy. It can be accessed online to the link www.caa.gov.al. The press releases are published for each decision taken.</p> |
| <p>C. Does the agency publish decisions on why it challenged, blocked, or cleared a transaction? If available online, provide a link. If not available online, describe how one can obtain a copy of decisions.</p> | <p>Yes, the Agency publishes all the decisions of blocked and cleared transactions. The link is www.caa.gov.al Concentrations, Merger Notifications.</p> |
| <p>E. Does the agency publish statistics or the number of annual notifications received, clearances, prohibitions, etc.? [if applicable, please provide a link for these figures]</p> | <p>Yes, the Agency publishes the Annual Report every year. The link is www.caa.gov.al Publications, Annual Report.</p> |

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| <p>17. Cooperation</p> | |
| <p>A. Is the agency able to exchange information or documents with international counterparts?</p> | <p>Yes, the agency can exchange information or documents with international counterparts and ask them an opinion if a merger case is not so clear based on the Law no. 9121, dated 28.07.2003, as amended, Article 71, "Exchange of information with homologue authorities", provides:</p> <ol style="list-style-type: none"> 1. The Authority may, on request pursuant to a bilateral or multilateral agreement, communicate information or the documents it holds or receives as part of its duties, to relevant structure of the Commission of the European Communities or to the authorities of other States exercising similar functions, subject to reciprocity and on conditions that the competent foreign authority is subject the same guaranties applied in the Republic of Albania concerning confidentiality and business secrets; 2. The Authority may also, conduct investigations at the request of foreign authorities exercising similar functions and under condition of reciprocity; 3. The assistance requested by a foreign authority exercising similar functions in the conduct of investigations or transmission of information held or received by the Authority can be refused if the acceptance of the request can undermine the sovereignty, security, essential economic interests or public order of the Republic of Albania. |

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| <p>B. 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?</p> | <p>Yes, the Agency is part of the bilateral and multilateral agreements as referred to the Law no. 9121, dated 28.07.2003, as amended, Article 71, "Exchange of information with homologue authorities", provides:</p> <ol style="list-style-type: none"> 1. The Authority may, on request pursuant to a bilateral or multilateral agreement, communicate information or the documents it holds or receives as part of its duties, to relevant structure of the Commission of the European Communities or to the authorities of other States exercising similar functions, subject to reciprocity and on conditions that the competent foreign authority is subject the same guaranties applied in the Republic of Albania concerning confidentiality and business secrets; 2. The Authority may also, conduct investigations at the request of foreign authorities exercising similar functions and under condition of reciprocity; 3. The assistance requested by a foreign authority exercising similar functions in the conduct of investigations or transmission of information held or received by the Authority can be refused if the acceptance of the request can undermine the sovereignty, security, essential economic interests or public order of the Republic of Albania. |
| <p>C. Does the agency need consent from the parties who submitted confidential information to share such information with foreign competition authorities? If the agency has a model waiver, please provide a link to it here, or state whether the agency accepts the ICN's model waiver of confidentiality in merger investigations form.</p> | <p>Yes, the Agency needs consent from the parties to share confidential information with foreign authorities as referred to the Guideline " On the form of notification of the concentration", point 3 "Confidentiality", provides:</p> <p>In accordance with the legislation in effect, the Regulation "On the functioning of the Competition Authority", the Code of Conduct, the employees of the Competition Authority are obliged not to disclose any information that they have obtained in the course of their professional duty, and preserve confidentiality in relation to the notifying parties. If the notifying parties believe that their interests would be damaged if a piece of information that they have been asked to submit through the Notification Form to the Competition Authority, will be published or disclosed to other parties, they must submit such information by having each page clearly marked "Secrets of economic activity", and giving the reasons why such information should not be declared or published.</p> |

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| D. Is the agency able to exchange information or documents with other domestic regulators? | Yes, the Agency exchanges information with other domestic regulators. Based on the Law no. 9121, dated 28.07.2003, as amended, Chapter V “Cooperation with other institutions”, Article 69 -72. |
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| 18.Sanctions/penalties | |
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| <p>A. What are the sanctions/penalties for:</p> <ul style="list-style-type: none"> i) failure to file a notification; ii) incorrect/misleading information in a notification; iii) failure to comply with information requests; iv) failure to observe a waiting period/suspension obligation; v) breach of interim measures; vi) failure to observe or delay in implementation of remedies; vii) implementation of transaction despite the prohibition from the agency? | <p>As referred to the Law no. 9121, dated 28.07.2003, as amended, the penalties are:</p> <p><i>Article 73 “Fines for not serious infringement”</i></p> <p>The Commission, by decision, may impose on undertakings or associations of undertakings fines not exceeding 1% of their aggregate turnover in the preceding business year where:</p> <ul style="list-style-type: none"> a) provide incorrect, incomplete or misleading information in response to a Commission request or decision under Article 33 (2) and (3) of this Law, or do not provide the data within the deadline specified in the Commission decision or the Secretariat request pursuant to Article 33 (3) and (4) of this Law; b) provide incorrect, incomplete or misleading information in their notifications pursuant to Articles 12 and 49 of this Law, or provide inaccurate and incomplete additional data and documents pursuant to Article 55 of this Law; c) they produce the required books or other business records in incomplete form during inspections under article 36, b) and c) of this Law, or refuse to submit to inspections ordered by a decision adopted pursuant to article 35, point 1 and article 36, a) of this Law; ç) refuse to answer any questions on facts and, under Article 36 (d) of this Law, provide inaccurate, incomplete or fraudulent answers or obstruct the inspections referred to in Article 36; d) they break the seal put by the officials of the Authority in accordance with Article 36, ç) of this Law. dh) do not notify a concentration pursuant to Articles 10 and 12 of this Law. 2. For calculating undertakings aggregate turnover, articles 15, 16 and 17 shall apply mutatis mutandis to point 1 of this article. 33 <p><i>Article 74 “Fines for serious infringements”</i></p> <p>1. The Commission may impose to undertakings or associations of undertakings fines not exceeding 10 percent of their aggregate turnover in the previous financial year where:</p> |

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| | <p>a) they infringe article 4 or article 9 of this Law;</p> <p>b) they contravene a decision ordering interim measures pursuant to article 44 of this Law;</p> <p>c) they fail to comply with a condition and obligation established by a decision pursuant to article 45, article 50, point 2, articles 56, 57, and 60 point 2 of this Law;</p> <p>d) they put into effect a concentration which results in competition restriction in the market, in contradiction with the obligation of article 14, except where the concentration is authorized expressly as referred in article 60 of this Law;</p> <p>dh) they put into effect a concentration prohibited by the Commission or do not take the necessary measures to restore the competition as referred in article 62 of this Law.</p> |
| B. Which party/ies (including natural persons) are potentially liable for each of A(i)-(vii)? | The parties in the transaction. |
| 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 this procedure can take. | Yes, the Agency can order the sanctions/penalties directly, as referred to the Law no. 9121, dated 28.07.2003, as amended, Chapter VI "Administrative Violations and Sanctions", articles 73-80. |
| D. Are there any recent or significant fining decisions? | Yes, there is a fining decision recently of the Agency, the Case "AbCom-ApNet". |

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| 19. Independence | |
| A. Is there possibility for any ministry or a cabinet of ministries to abrogate, challenge or change merger decisions issued by the agency or by a court? If yes, to which merger decisions does this apply (e.g., any decision, prohibitions, clearances, remedies)? | No, there is no possibility to abrogate, challenge or change decisions issued by the Agency. The Albanian Competition Authority is Public, is an Independent Authority. |
| B. What are the grounds for such ministerial intervention? | No, there is no possibility to abrogate, challenge or change decisions issued by the Agency. |

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| C. Please provide any description or guidance regarding the ministerial intervention process and procedures [If applicable] | No, there is no possibility to abrogate, challenge or change decisions issued by the Agency. |
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| 20. Administrative and judicial processes/review | |
| A. Describe the timetable for judicial and administrative review related to merger transactions. | <p>The decisions of the authority can be appealed in the Court of Tirana within 30 days as referred to the Law no. 9121, dated 28.07.2003, as amended, Article 40 "Appeal against decisions", provides:</p> <ol style="list-style-type: none"> 1. An appeal can be lodged against the Authority decisions before the District Court of Tirana , within 30 days from the date of the notification of the Authority decision; 2. The appeal does not suspend the application of the Authority decisions which authorize concentrations and interim measures pursuant article 44 of the Law; 3. The District Court of Tirana may decide for a suspension of the whole or part of these measures. |
| B. Describe the procedures for protecting confidential information used in judicial proceedings or in an appeal/review of an agency decision. | <p>Based on the Guideline " On the form of notification of the concentration", point 3 "Confidentiality", provides:</p> <p>In accordance with the legislation in force, the Regulation "On the functioning of the Competition Authority", the Code of Ethics, the employees of the Competition Authority are obliged not to declare the information they have obtained in the performance of their professional duty and to maintain confidentiality between notifying parties. If the notifying parties consider that their interests would be harmed if part of the information required to them in the Notification Form submitted to the Competition Authority were to be published or disclosed to the other parties, they must submit this information to the separated by each page clearly marked "Secrets of economic activity", giving the reasons why this information should not be declared or published.</p> |
| C. Are there any limitations on the time during which an appeal may be filed? | Yes, the appeal must be filled within 30 days, in the Court of Tirana as referred to the Law no. 9121, dated 28.07.2003, as amended, Article 40 "Appeal against decisions" |

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| | <ol style="list-style-type: none"> 1. An appeal can be lodged against the Authority decisions before the District Court of Tirana , within 30 days from the date of the notification of the Authority decision; 2. The appeal does not suspend the application of the Authority decisions which authorize concentrations and interim measures pursuant article 44 of the Law; 3. The District Court of Tirana may decide for a suspension of the whole or part of these measures. |
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| 21. Additional filings | |
| A. Are any additional filings/clearances required for some types of transactions (e.g., sectoral or securities regulators or national security or foreign investment review)? | There are no differences for types of transactions. |

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| 22. Closing Deadlines | |
| A. When a transaction is cleared or approved, is there a time period within which the parties must close for it to remain authorized? If yes, can the parties obtain an extension of the deadline to close? | There is no deadline for the parties. |

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| 22. Post Merger review of transactions | |
| A. 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? | Yes, the Agency can reopen an investigation of a transaction that is previously cleared or allowed to proceed with conditions, when new facts and circumstances arise about the transaction or when wrong information is given as referred to the Law no. 9121, dated 28.07.2003, as amended, Chapter 3 "Procedure for Investigations", Article 46 "Revocation of decisions" and Articles 53 - 64 of the Law no. 9121/2003 "On Protection of Competition", as amended. |

B. Does the agency publish studies regarding ex-post analysis of reportable transactions which have been cleared by the agency? Are these studies publicly available? How does the agency obtain data for carrying out these studies?

Yes, the Agency has done studies about the market, which are available on the web but the Agency has no studies on merger transactions. Also the Agency publishes the Annual Report which is for one-year period and there are included all the merger transactions.