

SIMPLIFIED FORM

**for the notification of a concentration pursuant to
Article 24 of Act LVII of
1996 on the Prohibition of Unfair and
Restrictive Market Practices**

To be applied as of 1 July 2023

The form must be completed in Hungarian – the Hungarian Competition Authority will consider only the form completed in Hungarian as a duly completed form pursuant to Article 43/J (1) of Act LVII of 1996 on the Prohibition of Unfair and Restrictive Market Practices (the Hungarian Competition Act, hereinafter: HCA).

This form can be used in the following cases:

- a) overlapping and/or related markets cannot be identified in the context of the concentration under investigation, or**
- b) establishment of a full-function joint venture which cannot be demonstrated to have substantial market activity in Hungary within a foreseeable period of time (normally three years), or**
- c) the acquisition of joint control over an undertaking whose net turnover, calculated in accordance with the HCA, does not exceed HUF 150 million and there is no risk of coordination between the founders or acquirers that would be detrimental to competition, or**
- d) the concentration results in a reduction in the number of joint controllers or in joint control becoming sole control.**

Before completing the notification form, please read carefully the *Guide to the notification form for the notification of a concentration pursuant to Article 24 of Act LVII of 1996 on the Prohibition of Unfair and Restrictive Market Practices on a simplified form (Guide for the simplified form)* published on the website of the Hungarian Competition Authority (in Hungarian only).

Please note that pursuant to Article 43/L (1) of the HCA, a pre-notification contact may be initiated with the Hungarian Competition Authority in order to clarify the scope of the data and documents required for the submission of a concentration notification. Before completing and submitting the form, we kindly ask you to be informed about the possibilities of a pre-notification contact.

Please also note that if, following the formal submission of a concentration notification, the Hungarian Competition Authority considers that the concentration is not suitable for notification under the simplified form, it will initiate a competition supervision proceeding to investigate the concentration.

The rules of the pre-notification contact are to be found in Notice of the President of the Hungarian Competition Authority and the Chair of the Competition Council of the Hungarian Competition Authority on pre-notifications in connection with investigations regarding concentrations, which is available on the website of the Hungarian Competition Authority (in Hungarian only).

Notification

By submitting the present form [Name, registered office, postal address of the party(ies) notifying the concentration (if different from the registered office)] as party(ies) notifying the concentration, through the (legal) representative [name and postal address of the legal representative] pursuant to Article 24(1) / Article 24(4) and Article 28 of Act LVII of 1996 on the Prohibition of Unfair and Restrictive Market Practices

I/we hereby notify the Hungarian Competition Authority

of the concentration described in Chapter I below.

All data and information provided in this form, its annexes and in all other documents that have been submitted are authentic, current and accurate and they are provided to the best of my/our knowledge.

[Date and place]

[signature]

I. Subject of the notification of a concentration

I.1. Describe the concentration as follows:

- a) name the parties to the concentration and, for each group of undertakings concerned, attach a group diagram or table showing the undertakings concerned, their role in the group and their activities;
- b) name the type of concentration pursuant to Article 23 of Act LVII of 1996 on the Prohibition of Unfair and Restrictive Market Practices (the Hungarian Competition Act, hereinafter: HCA);
- c) describe the activities of the parties to the concentration and, if they can be identified, the markets affected by the concentration and, failing that, why such markets cannot be identified;
- d) the expected organisational and market consequences of the concentration in the markets affected by the concentration, highlighting the competitive effects of the concentration on the Hungarian markets (in the case of joint control, also specifically addressing the coordinative effects of the concentration); and
- e) in the case of concentrations involving a change of joint control to sole control or a reduction in the number of joint controllers, show whether a reduction in the number of controllers (the loss of one or more controllers capable of influencing the activities of the jointly controlled undertaking) could lead to a change in the market behaviour of the jointly controlled undertaking.

I.2. Demonstrate, with reference to the relevant clauses of the contract or other documents evidencing the bona fide decision to implement the concentration:

- a) that there is a possibility to submit the notification of concentration based on Article 28(2) of the HCA;
- b) the provisions containing restrictive clauses or parts of provisions having such an effect for the period after the implementation of the concentration and explain to what extent they comply with Article 30(7) of the HCA and the relevant practice of the Hungarian Competition Authority (hereinafter: GVH) (why they can be considered as a restriction of competition necessary and therefore related to the concentration).

I.3. In addition to the text description, fill in the summary table below:

Legal basis of the notification	<input type="checkbox"/> Article 24(1) of the HCA <input type="checkbox"/> Article 24(1) and (2) of the HCA <input type="checkbox"/> Article 24(4) of the HCA	
Nature of the transaction	<input type="checkbox"/> Single transaction, considered as a concentration. <input type="checkbox"/> Several transactions which when taken separately are considered as concentrations, but which in fact form a single concentration. ¹ <input type="checkbox"/> Several concentrations that can be assessed in a single proceeding. ²	
Date of contract(s) the transaction is based on		
Type of concentration	<input type="checkbox"/> Article 23(1)(a) of the HCA <input type="checkbox"/> Article 23(1)(b) of the HCA <input type="checkbox"/> Article 23(1)(c) of the HCA	
Type of control acquired	<input type="checkbox"/> Article 23(2)(a) of the HCA <input type="checkbox"/> Article 23(2)(b) of the HCA <input type="checkbox"/> Article 23(2)(c) of the HCA <input type="checkbox"/> Article 23(2)(d) of the HCA	
Will there be any restriction of competition for the period after the completion of the transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
Hungarian net turnover of the acquirer's group of undertakings, after deducting intra-group turnover³		
Hungarian net turnover of the group of undertakings of the target undertaking / Hungarian net turnover of part of the undertaking in Hungary, after deducting intra-group turnover⁴		
EU-wide concentration	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
Application of the two-thirds rule	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
Notification to the competition authority of another country	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If yes, which country/countries		
Notification to or authorisation from another authority	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If yes, which authority		
Effect on competition related to the concentration	<input type="checkbox"/> Horizontal <input type="checkbox"/> Vertical <input type="checkbox"/> Portfolio	
Can significantly overlapping market(s) be identified?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
Can related relevant market(s) be identified?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

¹ In this case, please refer to the relevant point of the Notice of the President of the Competition Authority and the Chairman of the Competition Council of the Competition Authority on certain issues relating to the conduct of concentration proceedings (hereinafter the "Jurisdictional Notice").

² In this case, please refer to the relevant point of the Jurisdictional Notice.

³ This line is multipliable if there are several groups of undertakings concerned.

⁴ This line is multipliable if there are several groups of undertakings concerned.

Authorisation(s) of (a) proxy(s) for the service of process is / are attached?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
Is (are) the document(s) that the transaction is based on attached?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
Is (are) the document(s) confirming market shares attached?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
Has the administration fee been paid?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

I.4. Provide a summary (maximum 500 words) of the information covered in Point I.1 without disclosing any business secrets, which is published by the Hungarian Competition Authority on its website pursuant to Article 43/J.(2) of the HCA.

The Hungarian Competition Authority publishes the summary without modifications; therefore the description of the transaction has to be entire and comprehensible in itself. Please avoid abbreviations.

II. Participants of the concentration

Pursuant to Article 52(a)(aa) of the HCA, parties to the competition supervision proceeding for the investigation of a concentration initiated on the notification of a concentration are

- a) the party notifying the concentration,
- b) the direct participant of the concentration
- c) – in case of the acquisition of a part of an undertaking pursuant to Article 23(1)(a) of the HCA –, the undertaking of which the merging part of an undertaking was part of prior to the merger.

According to Article 26(2) of the HCA, direct participants are

- a) the acquiring and acquired undertakings, in the case of an acquisition of an undertaking,
- b) the merging undertakings, in the case of a merger,
- c) in the case of an acquisition of a part of an undertaking, the part of an undertaking and the undertaking which it becomes part of,
- d) the undertaking(s) acquiring direct control, the undertaking controlling such undertaking jointly with one or more members of another group of undertakings by acquiring indirect joint control pursuant to Article 23(1)(b), as well as the undertaking over which control is acquired,
- e) the undertakings setting up a joint venture, in the case of a newly established joint venture.

According to Article 43/K of the HCA, in a proceeding relating to the notification of a concentration, ‘party’ shall mean the undertakings specified in Article 52 (a)(aa).

If it was the direct participant who made the notification, the notifying party does not need to be listed again as a direct participant.

By completing the tables below, provide, separately for each undertaking, the following information on the undertakings that would qualify as a party pursuant to Article 52(a) (aa) of the HCA:

- a) the name, registered office, postal address (if it differs from the registered office), phone number as well as the address used for electronic communication of the undertaking,
- b) the name, address, telephone number and email address of the representative of the undertaking, the contact details used for electronic communication and, in the case of a legal representative, the title or position of the representative and, in the case of an authorised representative, the fact that he/she acts in such a capacity,
- c) if the undertaking has no registered office or delivery address in Hungary and no representative in Hungary, the name of the agent for the purposes of this procedure and his/her postal address in Hungary,
- d) in the case of direct participants, the legal basis of direct participation pursuant to Article 26(2) of the HCA.

Notifier	
Name of undertaking	
Registered office	
Postal address	
Phone number	

Address for electronic communication	
Proxy or agent for the service of process of the party notifying the concentration	
Name	
Postal address	
Phone number	
Email address	
Address for electronic communication	

Direct participants	
1. Undertaking	
Name of undertaking/part of the undertaking⁵	
legal basis of direct participation	
Registered office	
Postal address	
Phone number	
Address for electronic communication	
Proxy or agent for service of process of 1. undertaking	
Name	
Postal address	
Phone number	
Email address	
Address for electronic communication	
2. Undertaking	
Name of undertaking	
legal basis of direct participation	
Registered office	
Postal address	
Phone number	
Address for electronic communication	
Proxy or agent for the service of process of 2. undertaking	
Name	
Postal address	
Phone number	
Email address	

⁵ In the case of a part of an undertaking, the name of the undertaking that the part of the undertaking was part of prior to the concentration (e.g., y branch of x undertaking) must also be indicated, together with the details of that undertaking.

Address for electronic communication	
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III. Appendices

For the notification of the concentration the documents supporting the facts and data disclosed in the notification must be attached to this form, in particular the contract(s) giving rise to the concentration or other document(s) serving as proof of the acquisition of control, and other documents directly related to the implementation of the concentration, as well as the annual accounts of the groups of undertakings concerned or of the top-level controlling undertaking of the group in respect of the closed business year preceding the concentration, if they are not available from a public database in Hungary. Documents or other files which are in the public domain or which must be contained in a public register established by law shall not be required to be attached to the notification.

For the authorisation of a proxy or agent for the service of process, the authorisation needs to be attached in a format provided for by the applicable law, in original or as a certified copy. An authorisation of a proxy or agent for the service of process issued abroad only needs to be verified if there is doubt about its authenticity or content.

Parties without any home address or registered office in Hungary shall appoint an agent for the service of process if they have no representative with a home address or registered office in Hungary.

Other documents (including the contract(s) giving rise to the concentration or other document(s) serving as proof of the acquisition of control may be submitted in a simple copy (however, it is important that the copies are complete and of good quality).

With regard to Article 53/B (2) of the HCA, documents drawn up in English may also be submitted in the original language. In this case, the case handler or the Competition Council proceeding in the case may, acting ex officio, or upon the request of other parties may require the submission of a Hungarian summary or a Hungarian translation of the document. In the case of documents drawn up in other languages, the Hungarian translation of the relevant parts of the data and information provided in the form must also be attached. The Hungarian translation of the authorisation of the proxy or agent for the service of process must also be attached if the documents were issued in English.

If the Hungarian Competition Authority considers that a summary of the document or certain parts of document or the Hungarian translation is necessary during its proceedings, it will request for the translation once the investigation of the concentration has been ordered. In order to avoid that a competition supervision proceeding is launched exclusively because of the need of a translation, it is recommended to request a pre-notification contact regarding this issue before the submission of the notification.

In this chapter, the list of the specific documents shall be provided; allocating serial numbers F/1., F/2., ..., F/n. to the documents. Please provide the serial numbers of the documents attached in the breakdown set out below as well as a brief description of their content (in a few words).

If, in your opinion, it is not necessary to answer a particular question or to attach a document requested in the notification form, in light of the characteristics of the proposed concentration, either in its entirety or in the depth required in the notification form, or if a question is not applicable to the concentration at hand, please indicate which questions or parts of questions fall into this category. Please declare that in the absence of such information the notification still contains all the facts and data necessary for the assessment of the notification.

- III.1.** The version of the form not containing business secrets
- III.2.** Authorisation of proxies or agents for the service of process
- III.3.** Document(s) underlying a bona fide determination to create the concentration
- III.4.** Other document(s) directly related to the implementation of the concentration or certifying the acquisition of control
- III.5.** Other documents supporting the data and information provided in the form (e.g., preliminary consent of the Media Council, annual accounts, or, in the case of foreign undertakings, a link to them)

IV. Statement on the data to be treated as business or private secret in the notification of the concentration or in the attached documents

The files relating to the notification proceeding may be accessed at any time by the party notifying the concentration and by the undertaking mentioned in Article 52(a)(aa) of the HCA, and by other persons only after the proceeding has been closed, under the condition that restricted access data may only be disclosed if the person requesting access to the file can prove that the special conditions for disclosure of the data concerned, specified in the separate act on the protection of data, are met.

If the notification or any attached documents contain data which qualify as a business secret or a private secret (hereinafter together: business secret) pursuant to the provisions of Article 55/A(2) and (4) of the HCA, the Hungarian Competition Authority may only restrict access to the files or the making of copies and the taking of notes if the data to be treated as business secret and the justification for such treatment, in particular the interest to be protected which would be harmed if the data were disclosed to unauthorised persons, are clearly specified separately for every single piece of data when the documents are supplied.

To fulfil these requirements easily, please – using the sample declaration below – indicate the relevant point(s) of the form or the serial number(s) of the attached document(s) in accordance with Chapter III and the textual description of the data used to identify the data to be treated as business secrets, and, for each piece of data separately, the justification for such treatment, in particular the interests to be protected which would be harmed if the data were disclosed to unauthorised persons. (The textual identification of the data requested to be treated as business secrets in the form or, where possible, in the attached documents, may be done by highlighting them in grey and referring to this fact, giving the appropriate justification.)

If the undertaking submitting the notification is not the owner of the data stated as a business secret, the owner of the data and its contact details must also be provided, and it must be demonstrated that the data is lawfully obtained from the owner of the data and that the data is treated under an obligation of confidentiality.⁶

Example:

The notification and the attached documents contain data to be treated as a business secret or a private secret according to the following:

Data to be treated as a business secret	Justification for the treatment as a business secret	The owner of the data
[identification and description of data 1., indication of the parts of the documents containing the data]	[the interest to be protected which would be harmed if the data were disclosed to unauthorised persons]	[name and address of the owner of the data]
[identification and description of data 2., indication of the parts of the documents containing the data]	[the interests to be protected which would be harmed if the data were disclosed to unauthorised persons]	[name and address of the owner of the data]

⁶ More information can be found in the Information Notice on Trade Secret Declarations and the filing of confidential documents, available on the website of the Hungarian Competition Authority (https://gvh.hu/pfile/file?path=/szakmai_felhasznaloknak/tajekoztatok/szakmai_felhasznaloknak_tajekoztatok_ut_2_020_10_26_uj_arculat_uj_szekhely&inline=true)