

CEE MERGER NOTIFICATIONS: BRIEF THRESHOLDS OVERVIEW¹

POLAND

1. A + B worldwide t/o > EUR 1bn; **OR**
 2. A + B domestic t/o > EUR 50m; **OR**
 3. B takes over assets of A which generate t/o > EUR 10m in either of the two years preceding the concentration;
- UNLESS** A (in case of acquisition) or A + B each (in other cases) domestic t/o ≤ EUR 10m in each of the two years preceding the concentration

SLOVAKIA

1. A + B domestic t/o ≥ EUR 46m; **AND**
A + B each domestic t/o ≥ EUR 14m; **OR**
2. A domestic t/o ≥ EUR 14m; **AND**
B worldwide ≥ EUR 46m

CZECH REPUBLIC²

1. A + B domestic t/o > CZK 1.5bn (approx. EUR 55.5m); **AND** A + B each domestic t/o > CZK 250m (approx. EUR 9.3m); **OR**
2. A domestic t/o > CZK 1.5bn (approx. EUR 55.5m); **AND** B worldwide t/o > CZK 1.5bn (approx. EUR 55.5m)

HUNGARY^{4,5}

- A + B domestic t/o > HUF 15bn (approx. EUR 48m); **AND**
A + B each domestic t/o > HUF 1bn (approx. EUR 3.2m)

AUSTRIA⁶

1. A + B worldwide t/o > EUR 300m; **AND**
A + B domestic t/o > EUR 30m; **AND**
A + B each worldwide t/o > EUR 5m;
UNLESS only A or B domestic t/o > EUR 5m;
AND the other's worldwide t/o ≤ EUR 30m; **OR**
2. A + B worldwide t/o > EUR 300m; **AND**
A + B domestic t/o > EUR 15m; **AND**
The consideration⁷ paid under the transaction is > EUR 200m; **AND**
The target is active in Austria to a considerable extent

ROMANIA

- A + B worldwide t/o > EUR 10m; **AND**
A + B each domestic t/o > EUR 4m






BULGARIA³

- A + B domestic t/o > BGN 25m (approx. EUR 12.5m); **AND**
EITHER: A + B each domestic t/o > BGN 3m (approx. EUR 1.5m);
OR A domestic t/o > BGN 3m (approx. EUR 1.5m)

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¹This overview represents an example of a concentration of two entities. In case of an acquisition, A is a target and B is the buyer. This overview should be used for the purpose of conducting a preliminary jurisdictional analysis only and should be consulted with a lawyer from the respective jurisdiction. Please note that some jurisdictions have sector-specific rules in addition to the general filing requirements and in some cases other facts also have to be considered.

²At the exchange rate of EUR 1 = CZK 27.

³At the exchange rate of EUR 1 = BGN 2.

⁴According to Section (4) 24. § of Act No. LVII of 1996 on the Prohibition of Unfair and Restrictive Market Practices, the proposed concentration will also be subject to an obligatory notification, if it is not obviously clear that the merger is not substantially restricting the competition, AND the NET income of the undertakings is altogether over HUF 5 bn.

⁵At the exchange rate of EUR 1 = HUF 311.

⁶As of November 1, 2017 a new set of thresholds (under point 2) extends the existing provisions so that a merger notification will be required if the thresholds under point 1 above are not met, but the thresholds under point 2 are met.

⁷The consideration entails target value, including purchase price and assumed debt, if any.

CEE MERGER NOTIFICATIONS: BRIEF PROCEDURE COMPARISON

	Pre-notification	Simplified procedure	Maximum statutory duration		Extension possible	Fiction of acceptance after expiry of statutory duration period	Number of notifications in 2017 (2018 if available)
			First phase	Second phase			
AUSTRIA	YES	NO	4 weeks	5 months	YES, if certain conditions are met	YES	438 (481)
BULGARIA	YES	NO	25 days	4 months	Up to 10 days for first phase and up to 25 days for second phase, in certain cases	NO	39 (32)
CZECH REPUBLIC	YES	YES, decision within 20 days	30 days	5 months	YES, if certain conditions are met	YES	39 (N/A)
HUNGARY	YES	NO	30 days	4 months	YES, if certain conditions are met	YES	52 (62)
POLAND	NO	NO	1 month	4 months	YES, if certain conditions are met	YES	228 (N/A)
ROMANIA	YES	YES, without special time period	45 days	5 months	YES, if certain conditions are met	YES	60 (N/A)
SLOVAK REPUBLIC	YES	YES, without special time period	25 working days	90 working days	30 working days	NO	23 (N/A)

Sources: Pontes member's research, official websites of the respective national antitrust authorities, and applicable legislation.