



Brussels, **XXX**  
[...] (2023) **XXX** draft

ANNEX 1

**ANNEX**

**to the**

**COMMISSION IMPLEMENTING REGULATION (EU) .../...**

**on detailed arrangements for the conduct of proceedings by the Commission pursuant to Regulation (EU) 2022/2560 of the European Parliament and of the Council on foreign subsidies distorting the internal market**

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## **ANNEX 1: NOTIFICATION FORM**

### **INTRODUCTION**

#### **A. THE PURPOSE OF THE NOTIFICATION FORM**

- (1) This Notification Form specifies the information that must be provided by the notifying party(ies) when submitting a notification to the Commission of a proposed merger, acquisition or other concentration in the context of the foreign subsidies control system of the Union. The foreign subsidies control system of the Union is laid down in Regulation (EU) 2022/2560 of the European Parliament and of the Council<sup>1</sup> and in Commission Regulation (EU) [number] implementing Regulation 2022/2560 of the European Parliament and of the Council on foreign subsidies distorting the internal market (the “Implementing Regulation”)<sup>2</sup>, to which this Notification Form is annexed.

#### **B. TYPES OF INFORMATION REQUIRED BY THE NOTIFICATION FORM**

- (2) The Notification Form requires the following information:
  - (a) basic information which is in principle necessary for the assessment of all concentrations (Sections 1-4);
  - (b) information on foreign financial contributions received by the parties pursuant to Article 20(3) point (b) of the Regulation (EU) 2022/2560 (Section 5);
  - (c) information aiming at assessing whether the foreign financial contributions in the concentration may distort the internal market within the meaning of Articles 4 or 5 of the Regulation (EU) 2022/2560 as regards the concentration concerned (both in relation to the acquisition process as well as the activities that the parties to the concentration will carry out) (Sections 6);
  - (d) information on possible positive effects of the foreign subsidy (Section 7);
  - (e) supporting documentation (Section 8).
- (3) The information required in Sections 1-6 and Section 8 must in principle be provided in order for a notification to be considered complete. By contrast, it is for the notifying party(ies) to decide whether to provide the information required under Section 7, which deals with information on possible positive effects of the foreign subsidy on the development of the relevant subsidised economic activity on the internal market as well as other positive effects in relation to the relevant policy objectives.
- (4) All of the information requested in the Notification Form is without prejudice to the possibility for the Commission to request further information in a request for information before or after notification.

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<sup>1</sup> J L 330, 23.12.2022, p. 1–45

<sup>2</sup> XXX.

**C. INFORMATION THAT IS NOT REASONABLY AVAILABLE**

- (5) In exceptional circumstances, specific pieces of information required by this Notification Form may not be reasonably available to the notifying party(ies) in part or in whole (e.g., because information on a target is not available in case of a contested bid). In this case, the notifying party(ies) may request the Commission to dispense with the obligation to provide the relevant information or with any other requirement in the Notification Form related to that information. The request should be submitted in accordance with the instructions in Section **E** of this Introduction.

**D. INFORMATION THAT IS NOT NECESSARY FOR THE COMMISSION’S EXAMINATION OF THE CASE**

- (6) Pursuant to Article 4(4) of the Implementing Regulation, the Commission may dispense with the obligation to provide particular information in the Notification Form, including documents, or with any other requirements where the Commission considers that compliance with those obligations or requirements is not necessary for its examination of the case.
- (7) In such circumstances, the notifying party(ies) may request the Commission to dispense with the obligation to provide the relevant information or with any other requirement in the Notification Form related to this information. This request should be submitted in accordance with the instructions for waiver requests laid down in Section **E** of this Introduction.

**E. PRE-NOTIFICATION CONTACTS AND WAIVER REQUESTS**

- (8) The notifying party(ies) is encouraged to engage in pre-notification discussions on the basis of a draft Notification Form. The possibility to engage in pre-notification contacts is a service offered by the Commission to the notifying party(ies) on a voluntary basis in order to prepare the preliminary review of a foreign subsidy in the context of a concentration. As such, while not mandatory, pre-notification contacts can be extremely valuable to both the notifying party(ies) and the Commission in determining, among other things, the precise amount of information required in a Notification Form and may result in a significant reduction in the information required.
- (9) In the course of pre-notification contacts, the notifying party(ies) may request waivers to submit certain information required by this form. The Commission will consider waiver requests, provided that one of the following conditions is fulfilled:
- (a) the notifying party(ies) gives adequate reasons why the relevant information is not reasonably available and provides best estimates for the missing data, identifying the sources for these estimates. Where possible, the notifying party(ies) must indicate where any of the requested information that is unavailable could be obtained by the Commission;
  - (b) the notifying party(ies) gives adequate reasons why the relevant information is not necessary for the examination of the case.
- (10) Waiver requests should be made during pre-notification in the draft Notification Form itself (at the beginning of the relevant Section or sub-Section). The

Commission will deal with waiver requests in the context of the review of the draft Notification Form.

- (11) The fact that the Commission may have accepted that particular information requested by this Notification Form may be omitted from a notification made using the Notification Form should not in any way prevent the Commission from requesting that information at any time during the proceedings, in particular through a request for information pursuant to Article 13 of the Regulation (EU) 2022/2560.

#### **F. THE REQUIREMENT FOR A CORRECT AND COMPLETE NOTIFICATION**

- (12) As explained in Section B of this introduction, the information requested in Sections 1-6 and Section 8 must in principle be provided in all cases for the notification to be considered complete. All the required information must be provided in the appropriate sections of the Notification Form and must be correct and complete.
- (13) In particular, the following should be noted:
- (a) in accordance with Article 24(1) of Regulation (EU) 2022/2560 and Article 6(2) of the Implementing Regulation, the time period laid down in Regulation (EU) 2022/2560 with regard to the notification shall begin on the working day following that of the receipt of the complete notification. This is to ensure that the Commission is able to assess the notified concentration within the strict time limits laid down in Regulation (EU) 2022/2560;
  - (b) the notifying party(ies) should verify, in the course of preparing the notification, that contact names and numbers, and in particular e-mail addresses, provided to the Commission are accurate, relevant and up-to-date;
  - (c) requested contact details must be provided in the format prescribed by the Commission's Directorate for Competition ('DG Competition') on its website<sup>3</sup>. For a proper investigatory process, it is essential that the contact details are accurate. To this end, email addresses provided must be personalised and attributed to specific contact persons and consequently, general company mailboxes (e.g., info@, hello@) must be avoided. The Commission may declare the notification incomplete on the basis of inappropriate contact details;
  - (d) in accordance with Article 6(4) of the Implementing Regulation, incorrect or misleading information in the Notification Form will be considered as rendering the notification incomplete for the purpose of determining the effective date of notification;
  - (e) under Article 26(2) of Regulation (EU) 2022/2560, the undertaking who, either intentionally or negligently, provides incorrect or misleading information, may be liable to fines of up to 1% of their aggregate turnover. In addition, pursuant to Article 18(1)(b) of Regulation (EU) 2022/2560 the

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<sup>3</sup> Please see: [XXX](#).

Commission may revoke its decision on a concentration where it was based on incomplete, incorrect or misleading information.

#### **G. HOW TO NOTIFY**

- (14) Notifications shall be submitted in one of the official languages of the Union. The information required by this Notification Form must be set out using the sections and sub-sections of the Notification Form and, where relevant, annexing supporting documentation. The Notification Form must include a signed attestation as provided in Section 9. Where information provided in two different sections partly (or wholly) overlaps, cross-references may be used.
- (15) The Notification Form must be signed by persons authorised by law to act on behalf of each Notifying party or by one or more of the Notifying party's(ies') authorised representatives. The corresponding power of attorney documents (or written proof that they are authorised to act) must be attached to the Notification Form.<sup>4</sup> Technical specifications and instructions regarding notifications (including signatures) can be found on DG Competition's website.
- (16) In completing Sections 5, 6 and 7 of this Notification Form, the notifying party(ies) is invited to consider whether, in the interests of clarity, those sections are best presented in numerical order, or whether they can be grouped together for each individual foreign financial contribution (or group of foreign financial contributions).
- (17) For the sake of clarity, certain information may be put in annexes. However, it is essential that all key substantive pieces of information are presented in the body of the Notification Form. Annexes to this Notification Form must only be used to supplement the information supplied in the Notification Form itself, and it must be clearly indicated in the body of the Notification Form where supplemental information is provided in an annex.
- (18) Supporting documents are to be submitted in their original language; where this is not an official language of the Union, they must be translated into the language of the proceeding (Article 4(3) of the Implementing Regulation).

#### **H. CONFIDENTIALITY AND PERSONAL DATA**

- (19) Article 339 of the Treaty on the Functioning of the European Union ("TFEU") and Article 43(2) of Regulation (EU) 2022/2560 require that the Commission, their officials and other servants do not disclose information covered by the obligation of professional secrecy that they have acquired through the application of Regulation (EU) 2022/2560. The same principle must also apply to protect confidentiality between notifying parties.
- (20) If the notifying party(ies) believe that their interests would be harmed if any of the information they are asked to supply were to be published or otherwise disclosed to other parties, they should submit this information separately with each page clearly marked 'Business Secrets'. The notifying party(ies) should also give reasons why this information should not be disclosed or published.

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<sup>4</sup> See power of attorney document template at [https://competition-policy.ec.europa.eu/mergers/practical-information\\_en](https://competition-policy.ec.europa.eu/mergers/practical-information_en).

- (21) In the case of mergers or joint acquisitions, or in other cases where the notification is completed by more than one of the parties, business secrets may be submitted under separate cover, and referred to in the notification as an annex. In order for a notification to be considered complete, all such annexes must be included in the notification.
- (22) Any personal data submitted in this Notification Form will be processed in compliance with Regulation (EU) 2018/1725 of the European Parliament and of the Council.<sup>5</sup>

#### **I. DEFINITIONS AND INSTRUCTIONS FOR THE PURPOSES OF THIS NOTIFICATION FORM**

- (23) For the purposes of this Annex, the following definitions apply:
- (a) ‘Notifying party(ies)’: in accordance with Article 21(3) of Regulation (EU) 2022/2560, in the case of a merger, this term refers to all the parties to the merger or, in the case of an acquisition, to all the undertakings or persons acquiring sole or joint control of the whole or parts of one or more undertakings;
  - (b) ‘Target(s)’: refers to all undertakings or parts of an undertaking in which a controlling interest is being acquired or which is the subject of a public bid. This term does not include the seller(s);
  - (c) ‘Party/parties to the concentration’: the notifying party(ies) as defined in (a) and the target as defined in (b);
  - (d) ‘combined entity’: this term refers to the undertaking which will result from the concentration or the joint venture to which the concentration will give rise, irrespective of the legal form of the concentration;
- (24) Unless otherwise specified:
- (a) The terms ‘notifying party(ies)’ and ‘party(ies) to the concentration’ include all the entities and individuals that solely or jointly, directly or indirectly control the ‘notifying party(ies)’ and ‘party(ies) to the concentration’ as well as all entities and individuals that are solely or jointly, directly or indirectly controlled by the ‘notifying party(ies)’ and ‘party(ies) to the concentration’ within the meaning of Article 20(5) and 20(6) of Regulation (EU) 2022/2560.
  - (b) The term ‘target(s)’ includes all the entities and individuals that are solely or jointly, directly or indirectly controlled by the ‘target(s)’ within the meaning of Article 20(5) and 20(6) of Regulation (EU) 2022/2560. Conversely, this term does not include entities and individuals that will no longer control, solely or jointly, directly or indirectly, the ‘target(s)’ once the concentration has been implemented (e.g. the sellers in the case of an acquisition).
- (25) The financial data requested in Section 4 must be provided in euro at the average exchange rates prevailing for the years or other periods in question.

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<sup>5</sup> OJ L 295, 21.11.2018, p. 39. See also a privacy statement relating to Merger investigations at [https://ec.europa.eu/competition-policy/index/privacy-policy-competition-investigations\\_en](https://ec.europa.eu/competition-policy/index/privacy-policy-competition-investigations_en).



**SECTION 1.**  
**DESCRIPTION OF THE CONCENTRATION**

- 1.1. Provide an executive summary of the concentration, specifying the parties to the concentration, the acquisition process (e.g. whether the notifying party(ies) was (were) selected following a competitive process), the nature of the concentration (e.g. merger, acquisition, or joint venture), the strategic and economic rationale of the concentration, and the activities of the parties to the concentration.

**SECTION 2.**  
**INFORMATION ABOUT THE PARTIES**

2.1. Indicate which is the notifying party(ies) and which are the other parties to the concentration (target).

2.2. Information on the parties to the concentration.<sup>6</sup>

For each party to the concentration provide:

2.2.1. name of undertaking;

2.2.2. name, address, telephone number and e-mail address of, and position held by, the appropriate contact person; the address given must be an address for service to which documents and, in particular, Commission decisions and other procedural documents may be notified, and the contact person given must be deemed to be authorised to accept service. The names of the parties to the concentration shall also be submitted in their original language;

2.2.3. if one or more authorised external representatives of the undertaking are appointed, the representative or representatives to which documents and, in particular, Commission decisions and other procedural documents may be notified:

2.2.3.1. name, address, telephone number and e-mail address of, and position held by, each representative; and

2.2.3.2. the original written proof that each representative is authorised to act for each of the parties to the concentration (based on the model Power of Attorney available on DG Competition's website).

2.3. Nature of each party's business.

For each party to the concentration, describe the nature of the undertaking's business.

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<sup>6</sup> This includes the target company in the case of a contested bid, in which case the details should be completed as far as is possible.

### **SECTION 3.**

#### **DETAILS OF THE CONCENTRATION, OWNERSHIP AND CONTROL**

The information sought in this section may be illustrated by the use of organisation charts or diagrams to show the structure of ownership and control of the notifying party(ies) before and after completion of the concentration.

- 3.1. Describe the nature of the concentration being notified by reference to the relevant criteria of Regulation (EU) 2022/2560 :
  - 3.1.1 identify the undertakings or persons that ultimately solely or jointly control the notifying party(ies), directly or indirectly, and describe the structure of ownership and control of the notifying party(ies) before the completion of the concentration;
  - 3.1.2 explain whether the proposed concentration is:
    - (i) a merger within the meaning of Article 20(1), point (a) of Regulation (EU) 2022/2560,
    - (ii) an acquisition of sole or joint control within the meaning of Article 20(1), point (b) of Regulation (EU) 2022/2560, or
    - (iii) the acquisition of joint control in a joint venture within the meaning of Article 20(2) of Regulation (EU) 2022/2560.
  - 3.1.3 explain how the concentration will be implemented (for example by conclusion of an agreement, by the launch of a public bid, etc.);
  - 3.1.4 by reference to Article 21 of Regulation (EU) 2022/2560 explain which of the following have taken place at the time of notification:
    - (i) an agreement has been concluded,
    - (ii) a controlling interest has been acquired,
    - (iii) a public bid or the intention to launch a public bid has been announced, or
    - (iv) the notifying party(ies) and the sellers (as the case may be) have demonstrated a good faith intention to conclude an agreement.
  - 3.1.5 indicate the expected date of any major events designed to bring about the completion of the concentration.
  - 3.1.6 explain the structure of ownership and control of the target or combined entity after the completion of the concentrations.
- 3.2. Describe the economic rationale of the concentration.
- 3.3. State the value of the transaction (the purchase price or the value of all the assets involved, as applicable); specify whether this is paid in the form of equity, cash, or other assets. Also

indicate the enterprise value of the target and explain how this enterprise value has been calculated<sup>7</sup>.

3.4. List all the sources of finance (debt, equity, cash, assets, etc.) used to fund the transaction.

3.5. If all or part of the acquisition is financed through debt:

3.5.1. indicate the lender for each debt instrument;

3.5.2. indicate all of the guarantees associated to each debt instrument.

3.6. If all or part of the acquisition is financed through equity:

3.6.1. indicate the identity of the undertakings subscribing/purchasing the shares;

3.6.2. indicate any conditions attached to the equity financing.

3.7. List of acquisitions of control made during the last three years by the notifying party(ies) of undertakings active in the Union.

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<sup>7</sup> For the purposes of this notification form, enterprise value measures a company's total value, and should include in its calculation the market capitalization of the target but also short-term and long-term debt and any cash or cash equivalents on the target's balance sheet.

## SECTION 4. JURISDICTIONAL THRESHOLDS

4.1. Provide the turnover in the Union for the last financial year<sup>8</sup> for the below pursuant to Article 20(3), point (a) of Regulation (EU) 2022/2560 as relevant:<sup>9</sup>

4.1.1. in the case of a merger: for each of the merging undertakings;

4.1.2. in the case of an acquisition: the target, including where the target is an already existing joint venture.

4.1.3. in the case of the creation of a joint venture: the joint venture

Turnover data must be provided by filling in the Commission's template table available on DG Competition's website.

This turnover data should be calculated in accordance with Article 22(1) of Regulation (EU) 2022/2560. In accordance with Article 22(2) of Regulation (EU) 2022/2560, where the concentration consists of 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 object of the concentration shall be taken into account. In accordance with Article 20(3), point (a) of Regulation (EU) 2022/2560, the relevant turnover in the Union in case of the creation of or the acquisition of a joint venture, is the turnover in the Union of the joint venture itself.

4.2. Have the undertakings identified in Article 20(3)(b) of Regulation (EU) 2022/2560 been granted combined aggregate financial contributions of at least EUR 50 million from third countries in the three years preceding the conclusion of the agreement<sup>10</sup>, the announcement of the public bid, or the acquisition of a controlling interest?

yes                       no

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<sup>8</sup> On the calculation of turnover, see Article 22 of Regulation (EU) 2022/2560.

<sup>9</sup> According to Article 20(3), point (a), it is necessary that at least one of the merging undertakings, the acquired undertaking or the joint venture is 'established in the Union'. 'Established in the Union' must be understood in accordance with the case law of the Court of Justice and includes the incorporation of a subsidiary in the Union, as well as a permanent business establishment in the Union (see judgments in cases C-230/14 Weltimmo, §§29, 30; C-39/13, C-40/13 and C-41/13 SCA Group Holding and Others [2014], §24, 25, 26, 27; and Case C-196/87 Steymann [1988] ECR 6159 §16).

<sup>10</sup> A foreign subsidy should be considered granted from the moment the beneficiary obtains an entitlement to receive the foreign subsidy. The actual disbursement of the foreign subsidy is not a necessary condition for a foreign subsidy to fall within the scope of Regulation (EU) 2022/2560.

## SECTION 5. FOREIGN FINANCIAL CONTRIBUTIONS

- 5.1. Provide a detailed list of all the foreign financial contributions that have been granted<sup>11</sup> to the undertakings identified in Article 20(3), point (b) of Regulation (EU) 2022/2560 in the three years preceding the conclusion of the agreement, the announcement of the public bid, or the acquisition of a controlling interest.

A foreign financial contribution needs to be included in this list if:

- (i) the individual amount of the contribution is equal to or in excess of EUR 200,000; and
- (ii) the total amount of contributions per third country and per year is equal to or in excess of EUR 4 million.

Foreign financial contributions must be provided using the dedicated template available on the Commission's website [See Table 1].

- 5.2. Please indicate as regards each of the foreign contributions listed in Table 1 whether they have or they have not a possible link with the concentration and, if so, please explain its connection.
- 5.3. For any of the financial contributions included in the list pursuant to section 5.1 that may fall into any of the categories of Article 5(1), points (a) to (d) of Regulation (EU) 2022/2560, please provide additional information in 5.3.1 to 5.3.7.

For each of those financial contributions, please elaborate further on the main elements and characteristics of those financial contributions (e.g. interest rates and duration in the case of a loan) and provide supporting evidence on each of the following issues:

- 5.3.1. What is the form of the contribution (e.g. loan, tax exemption, capital injection, fiscal incentive, contributions in kind, etc.)?
- 5.3.2. Who was the granting entity (e.g. public authority or public undertaking) of the contribution?
- 5.3.3. What were the purpose and economic rationale for granting the contribution to the party;
- 5.3.4. Are there any conditions attached to the financial contributions as well as its use?
- 5.3.5. Under which category pursuant to Article 5(1), points (a) to (d) of Regulation (EU) 2022/2560 would the financial contribution fall?

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<sup>11</sup> A financial contribution should be considered granted from the moment the beneficiary obtains a legal entitlement to receive the financial contribution. The actual disbursement of the financial contribution is not a necessary condition for bringing a financial contribution within the scope of Regulation (EU) 2022/2560.

- 5.3.6. Does or will the contribution confer a benefit within the meaning of Article 3 of Regulation (EU) 2022/2560 to the undertaking to which the foreign financial contribution has been granted?<sup>12</sup> If the contribution does not confer such a benefit, please explain why;
- 5.3.7. Is the contribution limited in law or in fact, within the meaning of Article 3 of Regulation (EU) 2022/2560, to certain undertakings or industries?<sup>13</sup> Please explain why, with reference to the supporting evidence provided under Section 8.
- 5.4. Indicate (i) if any of the parties has non-economic activities and (ii) if so, whether any of the contributions listed above were provided exclusively for the purpose of these non-economic activities (see recital (16) of Regulation (EU) 2022/2560).
- 5.5. Regarding foreign financial contributions granted to an ailing undertaking pursuant to Article 5(1), point (a) of Regulation (EU) 2022/2560:
- 5.5.1. Indicate if the notifying party(ies) or target (including, if applicable, the joint venture) meets any of the following criteria:
- 5.5.1.1. Is the undertaking a limited liability company, where more than half of its subscribed share capital has disappeared as a result of accumulated losses?
- Notifying party(ies)  yes  no
- Target  yes  no
- 5.5.1.2. Is the undertaking a company where at least some members have unlimited liability for the debt of the company, and where more than half of its capital as shown in the company accounts has disappeared as a result of accumulated losses?
- Notifying party(ies)  yes  no
- Target  yes  no
- 5.5.1.3. Is the undertaking subject to collective insolvency proceedings or does it fulfil the criteria under its domestic law for being placed in collective insolvency proceedings at the request of its creditors?
- Notifying party(ies)  yes  no
- Target  yes  no

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<sup>12</sup> A financial contribution should be considered to confer a benefit on an undertaking if it could not have been obtained under normal market conditions. For more details on how to assess the existence of a benefit, see recital (13) of the preamble of Regulation (EU) 2022/2560.

<sup>13</sup> The benefit should be conferred on one or more undertakings or industries. The specificity of the foreign subsidy could be established by law or in fact.

5.5.1.4. In case the notifying party or target is not an SME<sup>14</sup>:

5.5.1.4.1. has the undertaking's book debt to equity ratio been greater than 7.5 for the past two years

and

5.5.1.4.2. has the undertaking's EBITDA<sup>15</sup> interest coverage ratio been below 1.0 for the past two years?

Notifying party(ies)  yes  no

Target  yes  no

5.5.1.5. If the reply to any of the questions in sections 5.4.1.1 to 5.4.1.4 was “yes”, please substantiate the answer, including references in the answer to the supporting evidence or documents that are to be provided in annexes (such documents may include, but are not limited to, the notifying party’s or target’s latest profit and loss account statements with balance sheets, or court decision opening collective insolvency proceedings on the company or evidence that the criteria for being placed under insolvency proceedings at the request of creditors under national company law are met, etc.).

5.5.2. If so, indicate if there is a restructuring plan capable of leading to the long-term viability of the notifying party or target and if this restructuring plan includes a significant own contribution by the notifying party, the target or any other party to the concentration.

5.6. Unlimited guarantees pursuant to Article 5(1), point (b) of Regulation (EU) 2022/2560:

5.6.1. Indicate if the notifying party(ies) or target (including, if applicable, joint venture) benefit(ted) from an unlimited guarantee by a third country.

5.7. Export financing pursuant to Article 5(1), point (c) of Regulation (EU) 2022/2560:

5.7.1. Indicate if any of the foreign financial contributions granted to the notifying party(ies) or target (including, if applicable, joint venture) and included in the list pursuant to Section 5.1. is provided to finance the export of services into the EU.

5.8. Direct facilitation pursuant to Art. 5(1), point (d) of Regulation (EU) 2022/2560:

5.8.1. Indicate if any of the foreign financial contributions granted to the notifying party(ies) or target (including, if applicable, joint venture) and included in the list pursuant to Section 5.1. is directly facilitating the concentration.

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<sup>14</sup> Small and medium-sized enterprises or SMEs are defined in Annex I of Commission Regulation (EU) No 651/2014 of 17 June 2014 declaring certain categories of aid compatible with the internal market in application of Articles 107 and 108 of the Treaty (OJ L 187 26.6.2014, p. 1).

<sup>15</sup> Earnings before interest, tax, depreciation and amortisation.



**SECTION 6.**  
**IMPACT ON THE INTERNAL MARKET OF THE FOREIGN FINANCIAL CONTRIBUTIONS IN THE  
CONCENTRATION**

- 6.1. Does the concentration occur in the context of a structured bidding process? If so:
- 6.1.1. Provide a detailed description of the bidding process.
  - 6.1.2. Indicate how many other candidates were contacted.
  - 6.1.3. Indicate how many other candidates expressed an interest.
  - 6.1.4. Provide a detailed description of the profile of each of the other candidates mentioned above (e.g. whether these were private equity companies or industrial undertakings).
  - 6.1.5. Indicate how many letters of intent and non-binding offers were received and from whom.
  - 6.1.6. Indicate how many and which bidders withdrew and at what stage of the process.
- 6.2. Indicate whether a bank, a consultancy company or equivalent assisted the notifying party and, if so, if there was any due diligence carried out examining the economic and business rationale of the concentration?
- 6.2.1. Provide a detailed description of the due diligence carried out.
  - 6.2.2. Provide a copy of all the corresponding due diligence report(s) or any equivalent documents prepared by external parties assessing the transaction from a strategic, legal, economic, or tax point of view, including documents discussing the value of the transaction.
- 6.3. Provide contact details of all other undertakings who expressed an interest in the acquisition or the merger.
- 6.4. Please explain what are the different business lines or activities of each of the parties to the concentration in the internal market, explaining categories of products and/or services offered in each of them and to what customers.
- 6.5. For each of the business lines or activities described under 6.4, please indicate:
- 6.5.1. The turnover achieved at worldwide level and Union level
  - 6.5.2. The percentage that the turnover achieved in the Union represents in relation to the overall turnover of the undertaking.
- 6.6. For each of the financial contributions for which additional information has been provided pursuant to 5.2 above, please explain whether and how the financial contributions is liable to improve, directly or indirectly, the competitive position in the internal market (as compared to the situation before the concentration) of:

6.6.1. The notifying party(ies)

6.6.2. The target (including, if applicable, the joint venture)

When replying to this section, please make reference to the nature, amount and use or purpose of the financial contribution and indicate how that use or purpose would have been financed in the absence of the contribution.

6.7. Indicate if the concentration triggered merger control filings in the Union (at Union or national level) and, if so, indicate the status of each of these proceedings at the time of the notification.

6.8. Indicate if the concentration triggered other control filings in the Union (such as investment screening filings at national level) and, if so, please indicate the status of these proceedings at the time of the notification.

6.9.

#### **CONTACT DETAILS**

6.10. Provide the contact details of the five largest competitors of the target active in the Union.

6.11. If the concentration triggered merger control filings in the Union (at Union level or national level), provide all the contact details of the competitors provided in the context of this / these merger control filing(s).

**SECTION 7.**  
**POSSIBLE POSITIVE EFFECTS**

- 7.1. If applicable, list and substantiate any possible positive effects on the development of the relevant subsidised economic activity on the internal market. Please also list and substantiate any other positive effects of the foreign subsidy such as broader positive effects in relation to the relevant policy objectives, in particular those of the Union, and specify when and where those effects have or are expected to take place. Please provide a description of each of those positive effects.

## **SECTION 8.**

### **SUPPORTING DOCUMENTATION**

The parties to the concentration must provide the following:

- 8.1. copies of all the supporting documents relating to the financial contributions that may fall into any of the categories of Article 5(1), points (a) to (d) of Regulation (EU) 2022/2560 pursuant to Section 5.2.
- 8.2. analyses, reports, studies, surveys, presentations and any comparable documents either from the grantor or from the undertaking receiving the foreign financial contribution discussing the purpose and economic rationale of the foreign financial contribution as well as possible positive effects within the meaning of section 7 above.
- 8.3. an indication of the internet address, if any, at which the most recent annual accounts or reports of the parties to the concentration are available, or if no such internet address exists, copies of the most recent annual accounts and reports of the parties to the concentration.

**SECTION 9.**  
**ATTESTATION**

The notification must conclude with the following attestation which is to be signed by or on behalf of all the notifying parties:

*“The notifying party or parties declare that, to the best of their knowledge and belief, the information given in this notification is true, correct, and complete, that true and complete copies of documents required by the Notification Form have been supplied, that all estimates are identified as such and are their best estimates of the underlying facts, and that all the opinions expressed are sincere.*

*They are aware of the provisions of Article 26 of Regulation (EU) 2022/2560 concerning fines and periodic penalty payments.”*

Date:

[signatory 1] Name: Organisation: Position: Address: Phone number: E-mail: [“e-signed” / signature]	[signatory 2 if applicable] Name: Organisation: Position: Address: Phone number: E-mail: [“e-signed” / signature]
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**Table 1***[See Section 5.2]*

Receiving entity	Granting entity	Third-country to which the financial contribution is attributable	Type of financial contribution	Was the financial contribution the result of a tender procedure?	Amount of the financial contribution	Date of granting
		Country A				
		Country A				
		Country A				
Total financial contributions Country A						
		Country B				
		Country B				
Total financial contributions Country B						
		Country C				
		...				
		...				
		...				
		...				
		...				

*[Note: the financial contributions must be listed in alphabetical order of the granting third-country. Within each third country, they must be ordered chronologically]*

[ANNEX \[...\]](#)