



## **Guernsey Competition Law**

### **GCRA 6d - Shortened Merger Application Form (Preliminary Review)**

Issued February 2025

## 1. Introduction

This shortened merger application form (“**Shortened MAF**”) should be used for an application for *preliminary review* of a prospective merger or acquisition (together referred to as a “**merger**”) by the Guernsey Competition and Regulatory Authority (“**GCRA**”).

An application for preliminary review must be made where:

1. the merger meets the notification thresholds in regulation 1 of *The Competition (Prescribed Mergers and Acquisitions) (Guernsey) Regulations, 2012* (“**M&A Regulations**”); and
2. an acquiring undertaking involved in the merger is a “credit institution” or a “financial institution” (as those terms are defined in the M&A Regulations).

The GCRA no longer offers pre-notification discussions regarding and/or assessment of draft Shortened MAFs. Parties should complete the Shortened MAF and submit it to the GCRA in accordance with the instructions below.

Terms used in this Shortened MAF carry the same meanings given in the M&A Regulations or *the Competition (Guernsey) Ordinance, 2012*. In addition:

‘Contact details’ means a named individual, postal address, email address and telephone number; and

‘Parties’ means all and any parties to the merger.

## 2. Instructions

- 1) The Shortened MAF should be submitted by the parties that are capable of certifying the accuracy of the information contained within it. Any estimates provided in the Shortened MAF should be identified as such.
- 2) All financial data must be stated in pounds sterling. If a conversion rate has been used, the date and rate used must be included.
- 3) Redactions: as part of its public consultation on a notified merger, the GCRA will make available to third parties on request a copy of the Shortened MAF. Notifying parties should therefore provide us with a copy of the Shortened MAF with any information in respect of which they wish to claim confidentiality clearly marked. We will agree a non-confidential version of the Shortened MAF with the notifying parties before it is made public.
- 4) If, after a preliminary review, it is considered that a first detailed review of the merger is necessary, the GCRA will notify the parties that a first detailed review is necessary and will require submission of a full MAF, including the relevant filing fee. Parties are encouraged to take account of this possibility when planning the timing of mergers.

### 3. Fees and method of submission

The following filing fee must be paid before a Shortened MAF can be accepted for registration:

Type of review	Fee Payable
Preliminary review	£500

The Shortened MAF, along with any attachments, should be e-mailed to [info@gcra.gg](mailto:info@gcra.gg) (or such other e-mail address as the GCRA shall advise during pre-merger discussions).

The Shortened MAF can be downloaded from the GCRA website ([www.gcra.gg](http://www.gcra.gg))

# Shortened Merger Application Form

## 1. Preliminary Information

- 1.1 Provide the contact details of all parties. For corporate undertakings, please state where the company is incorporated. If any of the parties or their parent entities are listed companies, please state the location of listing.
- 1.2 If any party is part of a larger corporate group, provide the contact details for the ultimate parent entity and state where it is incorporated.
- 1.3 Provide the contact details for each party's authorised legal representative(s).
- 1.4 Indicate whether the parties are making a joint application.

## 2. Description of the Merger

- 2.1 Provide a short summary of the merger, describing the parties, a description of the business/es being acquired and the nature of the transaction.

## 3. Details of turnover

- 3.1 Provide the applicable turnover for each party (a) worldwide; (b) in Guernsey; and (c) in the Channel Islands.

## 4. Qualification for preliminary review

- 4.1 Explain briefly, with reference to the relevant Guernsey law provisions, why the merger qualifies for preliminary review.

## 5. Effects on Competition

- 5.1 Explain briefly why the merger would not substantially lessen competition in Guernsey.

## Declaration

I declare that:

- The information given herein and in any appendices and attachments hereto is, to the best of my knowledge and belief, accurate and complete, and any opinions expressed herein are sincere.
- All estimates are identified as such and are the best estimates of the underlying facts.
- I have read and am aware of the provisions of Sections 13, 16, 17 and 48 of *The Competition (Guernsey) Ordinance, 2012*.
- I have the authority to sign this declaration on behalf of the notifying parties.<sup>1</sup>
- The fee required to apply for a preliminary review of the merger has been paid or is submitted with this Shortened Merger Application Form.

**First**

**Second (if necessary)**

Signed:

Signed:

Name: (block letters)

Name: (block letters)

Company:

Company:

Position: (block letters)

Position: (block letters)

Date:

Date:

For and on behalf of:

For and on behalf of:

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<sup>1</sup> If necessary, attach signed Power(s) of Attorney or similar written authorisation, showing authority to sign on behalf of the notifying parties.