



Jersey

# **COMPETITION (MERGERS AND ACQUISITIONS) (JERSEY) ORDER 2010**

## **Official Consolidated Version**

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Jersey

## COMPETITION (MERGERS AND ACQUISITIONS) (JERSEY) ORDER 2010

**THE MINISTER FOR ECONOMIC DEVELOPMENT**, in pursuance of Article 20(3) of the [Competition \(Jersey\) Law 2005](#) and after consulting the Jersey Competition Regulatory Authority, orders as follows –

Commencement [[see endnotes](#)]

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### 1 Interpretation

To determine for the purposes of this Order whether a specified condition is met in respect of a proposed merger or acquisition –

- (a) any appropriate description of goods or services may be adopted;
- (b) a reference to goods or services of any description that are the subject of different forms of supply is to be construed as a reference to any of those forms of supply taken separately, together, or in groups; and
- (c) any appropriate criterion (whether as to value, cost, price, quantity, capacity, number of workers employed or some other criterion, of whatever nature), or any combination of criteria may be applied.

### 2 Horizontal mergers or acquisitions

A merger or acquisition is a merger or acquisition of a type to which Article 20(1) of the [Competition \(Jersey\) Law 2005](#) applies if its execution would –

- (a) create an undertaking with a share of 25% or more of the supply or purchase of goods or services of any description supplied to or purchased from persons in Jersey; or
- (b) enhance such a share held by an undertaking.

### 3 Vertical mergers or acquisitions

- (1) A merger or acquisition is a merger or acquisition of a type to which Article 20(1) of the [Competition \(Jersey\) Law 2005](#) applies if –

- (a) one or more of the undertakings involved in the proposed merger or acquisition has an existing share of 25% or more of the supply or purchase of goods or services of any description supplied to or purchased from persons in Jersey; and
  - (b) another undertaking involved in the proposed merger or acquisition is active in the supply or purchase of goods or services of any description that are upstream or downstream of those goods or services in which that 25% share is held.
- (2) Paragraph (1) has effect irrespective of whether –
- (a) the supply or purchase mentioned in paragraph (1)(b) is to or from persons in Jersey; or
  - (b) there is an existing supply or purchase relationship between the parties to the proposed merger or acquisition.<sup>1</sup>

#### **4 Conglomerate mergers and acquisitions**

A merger or acquisition is a merger or acquisition of a type to which Article 20(1) of the [Competition \(Jersey\) Law 2005](#) applies if one or more of the parties to the proposed merger or acquisition has an existing share of 40% or more of the supply or purchase of goods or services of any description supplied to or purchased from persons in Jersey, unless –

- (a) the undertaking or undertakings being acquired has or have no existing share of the supply or purchase of goods or services of any description supplied to or purchased by persons in Jersey and otherwise owns or controls no tangible or intangible assets located in Jersey; or
- (b) as regards the seller only, the 40% share of supply or purchase is not subject to the proposed merger or acquisition and provided that any non-competition, non-solicitation or confidentiality clauses included therein do not exceed a period of three years and are strictly limited to the products and services supplied by the undertaking being acquired.

#### **5 Citation**

This Order may be cited as the Competition (Mergers and Acquisitions) (Jersey) Order 2010.

## ENDNOTES

### Table of Legislation History

Legislation	Year and No	Commencement
Competition (Mergers and Acquisitions) (Jersey) Order 2010	<a href="#">R&amp;O.40/2010</a>	4 May 2010

### Table of Renumbered Provisions

Original	Current
5	Spent, omitted
6	5
7	Spent, omitted

### Table of Endnote References

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<sup>1</sup> Article 3(2) *editorial change, “Paragraph (2)” deleted, “Paragraph (1)” inserted instead*