

Notification Form K2

(Courtesy translation. Only the Danish text is authentic)

PART A

Notification of a concentration

State the competition authorities, including the European Commission, to which the concentration has been or will be notified

Are the other party(ies) to the concentration aware of the notification?

Yes <input type="checkbox"/>	No <input type="checkbox"/>
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Is the concentration comprised by section 12 c(7) of the Danish Competition Act, cf. Part B, item 9.4?

Yes <input type="checkbox"/>	No <input type="checkbox"/>
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Has all information required in form K2 been provided, cf. Part B, item 9.5?

Yes <input type="checkbox"/>	No <input type="checkbox"/>
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Information on notifying party (or parties)*Notifying party*

Name		
CVR no.		
Address	Postcode and city	
Contact	Direct telephone	
Telephone	Telefax	E-mail
Sector		

Representative of the notifying party (or parties)

Name and title		
Address	Postcode and city	
Telephone	Telefax	E-mail
Is this the joint representative of the parties?		
Yes <input type="checkbox"/>	No <input type="checkbox"/>	

Notifying party

Name		
CVR no.		
Address		Postcode and city
Contact		Direct telephone
Telephone	Telefax	E-mail
Sector		

Representative of the notifying party (or parties)

Name and title		
Address		Postcode and city
Telephone	Telefax	E-mail
Is this the joint representative of the parties?		
Yes <input type="checkbox"/>		No <input type="checkbox"/>

Information on other parties to the concentration

Undertaking

Name		
CVR no.		
Address		Postcode and city
Contact		Direct telephone
Telephone	Telefax	E-mail
Sector		

Representative of the undertaking

Name and title		
Address		Postcode and city
Telephone	Telefax	E-mail

Undertaking

Name		
CVR no.		
Address		Postcode and city
Contact		Direct telephone
Telephone	Telefax	E-mail
Sector		

Representative of the undertaking

Name and title		
Address		Postcode and city
Telephone	Telefax	E-mail

Undertaking

Name		
CVR no.		
Address		Postcode and city

Contact	Direct telephone		
Telephone	Telefax	E-mail	
Sector			

Representative of the undertaking

Name and title			
Address		Postcode and city	
Telephone	Telefax	E-mail	

Type of concentration

<input type="checkbox"/> Merger (merger of previously independent undertakings)
<input type="checkbox"/> Acquisition (acquisition of the entire undertaking)
<input type="checkbox"/> Acquisition in part (acquisition of part of an undertaking)
<input type="checkbox"/> Establishment of a joint venture performing on a lasting basis all the functions of an independent economic party

Declaration

We/I, the undersigned, hereby declare that the information stated in this notification is correct, that complete copies of the documents required in form K2 are enclosed, and that all representations are made in good faith.

Should the declaration be made by another party than the participating undertakings, we/I, the undersigned, guarantee that the information, etc. is stated on behalf of all participating undertakings.

We/I, the undersigned, and all notifying undertakings are familiar with the penalty provisions in sections 22 and 23 of the Danish Competition Act, cf. Executive Order no. 539 of 28 June 2002 as amended.

Place and date
Signature
Place and date
Signature
Place and date
Signature

Note!

Please submit the completed form K2, PART A, and answers to the questions in PART B to:

The Danish Competition Authority

Nyropsgade 30

DK-1780 Copenhagen V

Telefax +45 33 32 61 44

E-mail ks@ks.dk

Information for the notification

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PART B

1. The concentration

1.1. Describe the concentration and the prior decision-making process leading to the concentration, including economic and financial conditions, the planned ownership and control after the concentration, and the implementation schedule.

1.2. Describe the expected impact of the planned concentration on customers, supplier and competitors as well as on the technological and economic development.

2. Financial information

For each of the undertakings concerned, state the following in DKK for the most recent financial year:

2.1. Turnover in Denmark

2.2. Turnover in the EU

2.3. Global turnover

2.4. Group turnover in Denmark

2.5. Group turnover in the EU

2.6. Group turnover at global level

3. Information about the undertakings concerned

3.1. Describe the activities of the undertakings concerned.

4. Market descriptions

4.1. Describe:

1. The relevant product market(s), i.e. the product market(s) in which the new entity resulting from the concentration will operate.
2. Affected markets, i.e. any product market in which two or more of the parties to the concentration operate with a total market share, irrespective of the concentration, of at least 15% individually or together.
3. Adjacent markets, i.e. any product market where one or more of the parties to the concentration is/are active upstream or downstream of a product market where one or more of the other parties to the concentration is/are active, with a total market share of at least 25% individually or together. This applies irrespective of whether customer or supplier relations exist between the undertakings.

4. The geographical market for each of the three markets mentioned above (international, Denmark, part of Denmark).

4.2. For each of the markets in item 4.1., state the following:

1. The total annual turnover from the products of each of the parties to the concentration (in value and volume terms).
2. The market shares of each party to the concentration (in value and volume terms).
3. The above information for any undertaking in the same group as each of the parties to the concentration.

4.3. Describe:

1. The supplier structure on each procurement market of the parties to the concentration, i.e. the market(s) supplying input for the products comprised by the relevant product market. State the top five suppliers and their respective shares of the procurement of the relevant product or service of the parties to the concentration. State the names, addresses and possibly telephone numbers of such undertakings. State the e-mail address and the names of contacts at such undertakings if this information is available to the notifying party(ies).
2. The supply structure on each sales market(s) of the parties to the concentration. State the top five competitors and their estimated market shares in the markets described in item 4.1. State the names, addresses and possibly telephone numbers of such undertakings. State the e-mail address and the names of contacts at such undertakings if this information is available to the notifying party(ies).
3. The demand structure on each sales market(s) of the parties to the concentration, including customer concentration, customer categories, customer preferences and product differentiation. State the top five customers and their respective shares of the sales of the relevant product or service of the parties to the concentration. State the names, addresses and possibly telephone numbers of such undertakings. State the e-mail address and the names of contacts at such undertakings if this information is available to the notifying party(ies).
4. The distribution structure on each sales market(s) of the parties to the concentration, i.e. distribution channels and service networks, including whether the distribution of the parties to the concentration takes place via the undertakings themselves or via third parties.
5. The most important cooperation agreements concluded between the parties to the concentration or with (horizontal or vertical) third parties in the markets described in item 4.1., e.g. on research and development, licences, joint production, distribution, etc.

5. Group information

5.1. If any of the parties to the concentration are part of a group, state the following for the relevant party(ies).

1. Name, address, registered address and activities of parent undertakings, i.e. all undertakings and persons with a controlling influence on the undertaking concerned.
2. Name, address and registered address of each undertaking belonging to the same group as the undertaking concerned where such undertaking (cf. item 4.1.)
 - (a) is active in the markets (product markets and geographical markets) affected by the concentration, or
 - (b) is active in adjacent product markets (state the relevant products or services), or
 - (c) is active in other geographical markets (specify the markets) in terms of the relevant products or services.

5.2. If the parties to the concentration have been part of a concentration within the last three years with other undertakings that are or were active in the markets mentioned in item 4.1., this should be specified.

5.3. Describe the undertakings that are active in the markets mentioned in item 4.1., and in which undertakings the parties to the concentration or a group comprising any of the parties to the concentration, cf. item 5.1. above, hold(s) a participating interest or voting rights exceeding 25% individually or together. State the names, addresses and possibly telephone numbers of such undertakings.

6. Market access and potential competition

6.1. Describe any issues which may be of significance to undertakings wishing to obtain access to the markets described in item 4.1. For example:

1. Possession of patents, know-how, trademarks and other intellectual property rights.
2. Access to supplies, including supply of raw materials.
3. Access to the required infrastructure, customer or supplier loyalty, statutory requirements, etc.

6.2. State the names, addresses and possibly telephone numbers of any new undertakings that have penetrated, within the last three years, the relevant and affected product markets in the geographical areas in which the parties to the concentration operate.

7. Joint ventures

If the concentration takes place by establishing a joint venture, cf. section 12 a(2) of the Danish Competition Act, state the following:

1. Whether two or more of the parents to a significant extent retain activities in the same market as the joint venture or in an adjacent market.
2. In the event of an affirmative answer to no. 1, please specify whether there is a risk of coordination of the competitive behaviour of the parents.
3. Irrespective of the answers to nos. 1 and 2, please state why the conditions in section 8(1) of the Danish Competition Act apply.

8. Associated agreements

8.1. State any other agreements made in connection with the concentration that are directly related and necessary to the implementation of the concentration (ancillary restraints) and are to be assessed together with the notification of the concentration.

State why these agreements are directly related and necessary to the implementation of the concentration.

9. Grounds given by the parties to the concentration

9.1. Describe any efficiency gains from the concentration.

9.2. Estimate the total effects of the concentration on the markets described in item 4.1.

9.3. Describe why the concentration should be approved.

9.4. Describe whether the concentration is comprised by the provision in section 12 c(7) of the Danish Companies Act and in the affirmative, state why.

9.5. If not all information requested in form K2 is provided, describe why the information and documents left out are not necessary for the Competition Council's assessment of the concentration.

10. Other relevant information

State any other information which could pertain to the processing of the case.

11. Publication

If publication of any submitted data may harm one of the participating undertakings, specify such data. Also state why publication of such data may harm the undertaking.

12. Enclosures

The following shall be enclosed with the notification:

- Summary extract from the Danish Commerce and Companies Agency's records or a similar record from other countries for each of the parties to the concentration.
- A copy of the final or most recent versions of all documents pertaining to the concentration whether it is based on an agreement between the parties to the concentration, acquisition of controlling interests or a public takeover bid.
- In the event of a public takeover bid a copy of the tender document shall be submitted. If such tender document is not available at the time of notification, it shall be submitted as soon as possible and at the latest together with the documents submitted to the shareholders.
- A copy of the most recent annual reports of all the parties to the concentration.
- A copy of any market reports, surveys and analyses prepared by or for a member of the board of management or the board of directors or for the annual general meeting, with a view to analysis of the concentration in terms of terms of competition, competitors (current or potential) and market conditions.