

Guidance from the Swedish Competition Authority for the notification and examination of concentrations between undertakings

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Scope and aim

1. This Guidance contains information about how the Swedish Competition Authority deals with concentrations between undertakings in accordance with the Swedish Competition Act (2008:579). This Guidance aims to: promote awareness about the Swedish Competition Authority's examinations; promote an enhanced level of predictability; and ensure that the preconditions for good cooperation exist between the parties and the Swedish Competition Authority so that investigations can be conducted in the most effective and appropriate way.
2. The Guidance is based on the Swedish Competition Authority's experiences from previous examinations of concentrations. New experiences may alter the procedures of the Swedish Competition Authority and may also result in changes to this Guidance.
3. The Guidance is not binding on the Swedish Competition Authority and it does not affect any rights or obligations for the parties or others. Special circumstances in a matter may require an adaptation to or a deviation from the approach set out in the Guidance.

Rules on concentrations between undertakings

4. This Guidance does not contain an exhaustive description of the rules on concentrations between undertakings. Rules regarding the control of concentrations between undertakings can be found in the Swedish Competition Act and the Swedish Competition Authority's Regulations on the Notification of Concentrations between Undertakings under the Swedish Competition Act (2008:579) (KKVFS 2010:3) with related instructions regarding which information is to be provided in the notification ('the Instructions'). For more detailed information, see also the Government Bill entitled *Ny konkurrenslag m.m.* [The New Competition Act, etc.] (Government Bill 2007/08:135, Report NU 2007/08:14) and the Swedish Competition Authority's website (www.konkurrensverket.se).
5. The EU's Merger Regulation¹ is also relevant when applying the Swedish Competition Act. Guidance in respect of the interpretation of certain common terms used and their application can be obtained from the European Commission's currently applicable notices and guidelines. See in particular
 - a) Commission Consolidated Jurisdictional Notice under Council Regulation (EC) No 139/2004 on the control of concentrations between undertakings (2008/C 95/01)
 - b) Commission Notice on the definition of relevant market for the purposes of Community competition law (97/C 372/03)
 - c) Commission Notice on restrictions directly related and necessary to concentrations (2005/C 56/03)

¹ Council Regulation (EC) No 139/2004 of 20 January 2004 on the control of concentrations between undertakings

- d) Commission Notice on remedies acceptable under Council Regulation (EC) No 139/2004 and under Commission Regulation (EC) No 802/2004 (2008/C 267/01)
 - e) Commission Notice on Case Referral in respect of concentrations (2005/C 56/02)
 - f) Guidelines on the assessment of horizontal mergers under the Council Regulation on the control of concentrations between undertakings (2004/C 31/03)
 - g) Guidelines on the assessment of non-horizontal mergers under the Council Regulation on the control of concentrations between undertakings (2008/C 265/07)
6. The Guidance contains to a certain extent references to the Commission's guidelines and notices. These references are not exhaustive.
7. The Swedish Commission shall deal with notifications of concentrations between undertakings in accordance with the provisions of the Swedish Competition Act and the Administrative Procedure Act (1986:223).
8. Secrecy applies to the extent shown by the Public Access to Information and Secrecy Act (2009:400).

Concentrations between undertakings

Control

9. A concentration between undertakings arises if there is a lasting change to the control of an undertaking.
10. A change of control on a lasting basis may occur through two or more independent undertakings amalgamating or through one or more undertakings gaining control (sole or joint control) of an undertaking or part of an undertaking. An internal restructuring within a group of companies does not constitute a concentration. Control means the possibility of exerting a decisive influence over an undertaking. Control normally prevails when a party can exercise more than half the voting rights in an undertaking. Control may also occur in the case of a minority stake, if this stake constitutes by far the largest shareholding. In addition, control may occur owing to contractual ties, joint senior management functions, a significant influence on senior management or financial links. Control can also be exercised through the possibility of blocking strategic decisions; i.e. having a right of veto.
11. For further guidance, see the European Commission's Consolidated Jurisdictional Notice.

Joint ventures

12. The creation of a joint venture may fall within the framework of the Swedish Competition Act's examination of concentrations if two or more undertakings (i.e. parent companies) achieve joint control of an undertaking that performs on a lasting basis all the functions of an autonomous economic entity. Please note that the term 'parent company' in this context is not synonymous with the term 'parent company' in the sense of the Swedish Companies Act.

13. The joint venture must operate on a market, performing the functions normally carried out by undertakings operating on the same market. In order to do this the joint venture must have a management dedicated to its day-to-day operations and sufficient resources to conduct on a lasting basis its activities. A joint venture that is created solely to implement a certain temporary project is thus not a concentration between undertakings in the sense of the Swedish Competition Act.
14. If an undertaking that jointly controls another undertaking acquires additional parts of this undertaking so that it gains sole control instead, this change means that a concentration between undertakings has occurred.
15. For further guidance, see the European Commission's Consolidated Jurisdictional Notice.
16. When two or more undertakings create a joint venture, this may lead to a coordination that also relates to the parent companies' competitive conduct. When assessing coordinated effects, the Swedish Competition Authority shall take particular account of two or more parent companies at the same time and to a significant extent being present in the same market as the joint venture or in a market that is closely related to this market. Account will also be taken of whether the coordination affords the undertakings concerned the opportunity to eliminate competition as regards a large part of the products or services in question.

Notification to the Swedish Competition Authority

Obligation to submit a notification

17. A concentration between undertakings shall be notified to the Swedish Competition Authority, if
 1. the combined aggregate turnover in Sweden of all the undertakings concerned in the preceding financial year exceeds SEK 1 billion (the 'one billion threshold'), and
 2. at least two of the undertakings concerned had a turnover in Sweden the preceding financial year which exceeds SEK 200 million for each of the undertakings (the '200 million threshold').
18. The notification shall be made by the party or parties acquiring control. If the concentration means that two or more undertakings get joint control or if two or more undertakings are merged, the concentration shall be notified by all of these undertakings.
19. A notification of a concentration between undertakings can be made before a binding agreement has been entered into if the parties can demonstrate that they intend to implement the concentration. The plan for the proposed concentration shall be sufficiently concrete, for example, in the form of an agreement in principle or letter of intent signed by the parties. A notification shall be made before the concentration between undertakings is implemented.

Obligation to notify and voluntary notification

20. If the one billion threshold is reached, but not the 200 million threshold, the Swedish Competition Authority may require a party to notify the concentration between undertakings where particular grounds exist for doing so. Examples of what may constitute 'particular grounds' include when an already strong undertaking gradually buys up small competitors or when a strong undertaking in a concentrated market acquires a newly established undertaking that could possibly challenge the position of the acquirer. Complaints from, for example, customers and competitors may also constitute 'particular grounds' for requesting a notification if the Swedish Competition Authority makes the preliminary assessment that the concerns expressed are of such a nature that competition could possibly be seriously impaired as a consequence of the concentration. The Swedish Competition Authority shall contact the undertaking in question before making a decision requiring an undertaking to submit a notification of a concentration between undertakings.
21. A party or another participant can voluntarily notify the concentration when the one billion threshold has been reached, but not the 200 million threshold. In that way the parties themselves can start the time limits for the Swedish Competition Authority's examination in situations where they consider that an obligation to notify the concentration could potentially arise.

Undertakings concerned

22. The 'undertakings concerned' are normally those undertakings that the concentration amalgamates or the undertaking(s) that acquire control over another undertaking together with the undertaking over which control is acquired. For further guidance, see the European Commission's Consolidated Jurisdictional Notice.

Turnover

23. 'Turnover' for the preceding financial year means the turnover of the undertakings concerned for all goods and services. If the undertakings concerned form part of a group of companies, the group's aggregate annual turnover shall be used when calculating annual turnover. If the acquisition relates to part of an undertaking, a corresponding calculation of turnover shall relate to the part acquired. For further guidance, see the European Commission's Consolidated Jurisdictional Notice.
24. Several transactions between the same persons or undertakings, whereby parts of one or more undertakings are acquired during a two-year period, shall be treated as only one concentration between undertakings for the purpose of calculating the turnover.

Notification and referral to the European Commission or to the Swedish Competition Authority

25. If a concentration between undertakings has a 'Community dimension', a notification shall only be made to the European Commission and not to the Swedish Competition Authority. A 'Community dimension' may exist if the aggregate turnover of the undertakings concerned is more than EUR 2.5 billion and the undertakings are engaged in business activities in several Member States. For further guidance, see Article 1 of the EU's Merger Regulation.
26. Examination of a concentration between undertakings may under certain conditions be referred from the European Commission to a national level or from a national level to the Commission. If a concentration between undertakings has a Community dimension but there is a risk of it affecting competition in a distinct market in Sweden, the European Commission may refer the concentration to the Swedish Competition Authority at the request of the parties before it has been notified to the Commission or at the request of the Swedish Competition Authority after a notification has been submitted. See also Articles 4.4 and 9 of the EU's Merger Regulation and the Commission Notice on Case Referral in respect of concentrations.
27. A concentration between undertakings that lacks a Community dimension as such may in certain cases still be examined by the European Commission. If the concentration can be examined according to national legislation in at least three Member States, the notifying party may request referral to the European Commission before the national authorities are notified of the concentration. After a notification has been made to the Swedish Competition Authority, the Authority may request referral to the European Commission if the concentration could affect trade between Member States. See also Articles 4.5 and 22 of the EU's Merger Regulation and the Commission Notice on Case Referral in respect of concentrations.

Time limits

Complete notification

28. The time limits for examination of a concentration between undertakings do not start to run until the notification is complete. A notification is complete when the information to be provided according to the Instructions has been received by the Swedish Competition Authority.
29. In order to improve the prospects of the notification being complete from the start, the parties should normally make prior contact with the Swedish Competition Authority. See more about this below under the section 'Pre-notification contacts'.

25-day limit (Phase 1)

30. When the notification is complete, the Swedish Competition Authority shall within 25 working days decide whether to carry out a special investigation of the

concentration between undertakings or to take no further action. During this period (Phase 1) the parties and other participants to the concentration may not take any steps to put the concentration into effect without special permission from the Swedish Competition Authority.

31. The 25-day limit may be suspended if one or more Member States request that the concentration be referred to the European Commission. See Article 22.2, third paragraph of the EU's Merger Regulation.
32. Phase 1 shall be prolonged to 35 working days if the Swedish Competition Authority has received a proposed commitment within the 25-day period aimed at a decision being made for the Authority to not take any further action.

Three-month limit (Phase 2)

33. The Swedish Competition Authority has three months from the time of the decision about a special investigation to institute proceedings at Stockholm City Court (Phase 2). Before the Swedish Competition Authority institutes proceedings, the undertakings against which proceedings are brought shall be given the opportunity to comment on the Authority's draft summons application. See more under the section 'Draft summons application'.

Working days

34. 'Working days' means days that are not public holidays under the Act on Public Holidays (1989:253) and that are not Saturdays, New Year's Eve, Easter Eve, Midsummer Eve or Christmas Eve.

Pre-notification contacts

35. The time limit for when the Swedish Competition Authority should make a decision in a concentration between undertakings starts running from the day on which a complete notification is submitted to the Authority. Pre-notification contacts increase the prospects of the notification being complete from the start. Before submitting a formal notification, the parties should therefore make prior contact with the Swedish Competition Authority.
36. Through pre-notification contacts, the Swedish Competition Authority and the parties can identify at an early stage which questions or circumstances may need to be specially investigated during the examination or, in certain cases, up to and including the time prior to notification. This may involve formal issues such as, for example, which undertakings are to be regarded as 'undertakings concerned' or whether the matter actually involves a concentration between undertakings in the sense of the Swedish Competition Act.
37. Pre-notification contacts are also important to gain an understanding of the definition of the relevant market at an early stage as well as other issues regarding the assessment of a concentration between undertakings under competition law.

38. There is also an opportunity to discuss the extent of the obligation to provide information according to the Instructions in conjunction with pre-notification contacts. The issue of what information is to be provided for a complete notification depends on the market definitions that are relevant to the individual matter. Guidance regarding market definition can be obtained from previous rulings made by the courts, the European Commission and the Swedish Competition Authority. If the parties' understanding of a relevant market deviates from previous rulings, it may be necessary for information to also be provided according to these previous market definitions to enable the Swedish Competition Authority to assess the effects of the concentration. The parties should also give specific reasons for why it is relevant to make a different assessment in the matter in question. Prior to making a notification, the parties should also consider whether there are other alternative market definitions that may be relevant to report.
39. For an effective examination of the concentration between undertakings, it is of great value if in the pre-notification contacts with the Swedish Competition Authority the notifying parties attempt to anticipate the negative comments that may arise from, for instance customers and competitors, and are able to submit relevant information to counter these when making the notification.
40. The Swedish Competition Authority may grant an exemption from the requirement for details about information that is not available or not indispensable for the Swedish Competition Authority's examination.
41. The pre-notification contacts also give the Swedish Competition Authority the opportunity to anticipate to a certain extent the need for further details from the parties prior to the pending investigation, in addition to that required for a complete notification according to the Instructions. The Swedish Competition Authority's investigation may be conducted more effectively if the parties have been able to submit such details in conjunction with the notification.
42. The form of information, statistics and other data about the markets that can be obtained externally or internally should also be discussed at pre-notification meetings as well as whether the parties intend to present such data to demonstrate any of the facts they assert. In the event that such analyses may be implemented, it is appropriate to have a discussion about methodological issues at the earliest possible stage. See also the section 'Specific information about financial analysis in concentration cases'.
43. The pre-notification contacts include one or more meetings between the acquiring parties and an officer at the Swedish Competition Authority. These meetings may sometimes be substituted by a telephone conference. At the meeting, the parties should be represented by company representatives who have an adequate knowledge of the situation in the market and by legal experts.

44. For constructive prior meetings, the Swedish Competition Authority needs to receive supporting documents at least three working days prior to the meeting in the form of, for example, a memorandum describing the concentration and the operation of the parties involved or a draft notification.
45. Pre-notification contacts about proposed concentrations between undertakings may be made before the concentration has become public. Pre-notification contacts are subject to absolute secrecy. Secrecy applies to both documents submitted and the identity of the undertakings. When a final notification is submitted, the pre-notification contact matter is removed with reference to the new matter and the documents are thereafter subject to secrecy as regards information about commercial or operating conditions, etc., if it may be assumed that the parties will suffer damage if the information was disclosed. Absolute secrecy continues to apply to pre-notification contact matters that do not result in a notification of a concentration between undertakings. See more about secrecy under the section 'Public Access to Information and Secrecy'.
46. The acquiring parties may also have prior contacts with the Swedish Competition Authority before a request for a referral under Articles 4.4 or 4.5 of the EU's Merger Regulation is made. Absolute secrecy also applies to these matters until a final notification has been made in accordance with the Commission's Form CO and the concentration is published on the Commission's website or a notification made to the Swedish Competition Authority.
47. The assessment provided to parties by the Swedish Competition Authority in conjunction with a pre-notification meeting is only preliminary. A different assessment may be made by the Swedish Competition Authority when the notification has actually been submitted to the Authority depending on the circumstances of the individual matter.

Processing by the Swedish Competition Authority

Submission of a notification

48. A notification can be submitted or sent to the Swedish Competition Authority in paper form, but can also be sent to konkurrensverket@kkv.se via e-mail. If the e-mail notification (electronic notification) is extensive, it may need to be divided up into several e-mails.
49. For an electronic notification to be deemed to be complete from the date on which it was submitted to the Swedish Competition Authority, the original copy of a signed declaration (see Section E of the Instructions) must be submitted to the Swedish Competition Authority within three working days.

Non-confidential version of a notification

50. A large number of concentrations between undertakings attract public interest and it is not unusual, for example, for journalists, customers or competitors to ask

for details of a notification. For this reason, the notification should indicate those parts that, in the opinion of the notifying party, are subject to secrecy under the Public Access to Information and Secrecy Act (2009:400) and also the grounds for the request for secrecy. A non-confidential version of the information regarding the concentration between undertakings provided under Section C of the Instructions should be attached to the notification from the outset.

Receipt of a notification

51. Two case officers are normally appointed when a notification is submitted, one of whom has the main responsibility for the case. If the notification has been preceded by pre-notification contacts, the Swedish Competition Authority shall attempt as far as possible to ensure that the case officers involved in these prior contacts also participate in the continued processing of the matter.
52. The summary of the concentration attached to the notification is published on the Swedish Competition Authority's website. The aim of publication is to inform the general public about the concentration and to give, for example, customers and competitors an opportunity to submit views to the Swedish Competition Authority.
53. The case officers will conduct an initial review of the notification to make sure that no compulsory information or documents according to the Instructions are missing. If it transpires that something is missing on this introductory review, the Swedish Competition Authority will ask the notifying party to supplement the information promptly, referring to the relevant item in the Instructions. When the requested information or documents have been received by the Swedish Competition Authority, the Authority will notify which new date is provisionally the last date for a decision in Phase 1. If inadequacies are gradually brought to light as the matter progresses, the Swedish Competition Authority will also then request supplementation. This is based on the principle that matters must be processed expeditiously. The 25-day limit does not start to run before the notification is complete. It is the ambition of the Swedish Competition Authority to discover and draw attention to any inadequacies at an early stage of the processing.

When should a notification be regarded as incomplete?

54. A notification is complete when all of the information has been submitted in accordance with the Instructions. The Swedish Competition Authority can make a decision on an individual matter despite compulsory information not having been provided. This applies if the information is not available for or not indispensable to the Swedish Competition Authority's examination of the concentration between undertakings.
55. If there is information missing in the notification, the Swedish Competition Authority can also in some situations give the notifying party an opportunity to

promptly supplement the notification, without this affecting the date of the completeness of a notification. A precondition for this is that the information is of such a nature that it does not affect the ability of the Swedish Competition Authority to effectively start to investigate the effects of the concentration. Incomplete address and contact details for the parties or a missing annual report may be given as examples. In such cases, a notification may be supplemented without it affecting the date of the completeness of the notification, subject to the precondition that the supplementation is made without delay (normally within one working day from attention being drawn to an inadequacy). However, several minor inadequacies in the same notification may together cause such a delay in the work of the Swedish Competition Authority that the notification may only be deemed complete when this supplementation has been made.

56. Some information is basically always of importance to enable the Swedish Competition Authority to start an investigation. It is, for example, important that the notification contains a correct and full description of the market and also that the parties' definition of the market is related to earlier practice and general knowledge concerning the sector.
57. If the parties' market definition deviates from earlier practice or general knowledge concerning the sector, the notification should explain the reasons for this. Information may then also be required according to previous market definitions. If several different definitions appear to be reasonable, the notification should also report on the alternative market definitions that may be relevant. The notification will be deemed to be incomplete in those cases where the parties' description of the market is misleading or the market definition departs from earlier practice or general knowledge concerning the sector without relevant reasons having been given.
58. A notification will also be deemed incomplete if it lacks contact details for customers, competitors and – in the case of markets concerned – suppliers. As regards competitors, however, it obviously may not always be easy to provide a specific contact person. For this reason it is not necessary for notifications to provide the names of specific contact persons for competitors if the parties do not know who they are and there is no obvious person that could be named, for example, an MD, marketing manager or company legal advisor.
59. If the parties feel uncertain in advance about which information they should provide or if they are finding it difficult to produce certain information, they should make prior contact with the Swedish Competition Authority for a more detailed agreement regarding the obligation to provide information in the individual concentration. If the parties have requested and received an explicit waiver for the submission of certain information, the Swedish Competition Authority may nonetheless actually need to receive this information at a later

stage. A notification will then only be declared incomplete if the parties had attempted to mislead the Swedish Competition Authority.

60. If a notification is not complete when it is received by the Swedish Competition Authority, this means that the 25-day limit contained in Chapter 4 Article 11 of the Swedish Competition Act will not start before the notification has been supplemented with the missing information.

Obtaining information

61. The Swedish Competition Authority is entitled to obtain the information that the Authority needs in order to be able to examine the concentration.
62. The Swedish Competition Authority may thus request information and documents from the parties in addition to the information required for a notification to be complete according to the Instructions. This may relate to for example, business plans, operational plans, information about certain market segments, cost data, price series data and contact information for more customers and competitors than stated in the notification.
63. Information and documents can also be obtained from third parties. 'Third parties' means customers, competitors, suppliers, trade associations, public authorities, etc.
64. Information may be obtained in different ways, e.g. through written surveys, telephone interviews and meetings.
65. The Swedish Competition Authority may combine an order to provide information with an administrative fine to be paid in the event of a default in compliance.

Processing time in Phase 1

66. A decision in Phase 1 shall be made within 25 working days from the Swedish Competition Authority receiving a complete notification. However, the Authority may make a decision significantly earlier during the 25-day limit for more simple cases. By 'more simple cases' the Swedish Competition Authority means such concentrations between undertakings where there are no horizontal overlaps or vertical links between the undertakings concerned, or where it is obvious that such overlaps or links cannot lead to competition being significantly impeded in any market. It is the ambition of the Swedish Competition Authority to make decisions in such matters within 15 working days.

Communication

67. For concentrations where it is decided within 25 working days that no further action will be taken, the Swedish Competition Authority shall not normally communicate documents introduced to the matter by anyone other than the

parties. However, the parties can always ask to be afforded access to the list of file appendices for the matter and to individual documents while the matter is being processed.

68. To the extent that communication does not take place earlier, communication shall take place in conjunction with the following events during processing:
- a) when the Swedish Competition Authority makes a decision regarding a special investigation,
 - b) when the Swedish Competition Authority sends out a draft summons application, and
 - c) when the Swedish Competition Authority submits a summons application to Stockholm City Court.

State of play meetings

69. The Swedish Competition Authority normally offers state of play meetings on three occasions during the examination of a concentration:
- a) Within 15-20 working days after the notification has been submitted to the Swedish Competition Authority. This meeting is held if something during the investigation appears to suggest that the Swedish Competition Authority may need to decide on a special investigation.
 - b) Within ten working days after a decision on a special investigation. The aim of this meeting is to facilitate the planning of the continued investigation.
 - c) Within five working days after the parties' comments on the draft summons application. The aim of this meeting is to report on the Swedish Competition Authority's preliminary standpoint considering the parties' comments and to discuss any proposals from the parties that may mean that the Authority decides to take no further action in respect of the concentration.
70. If necessary, further state of play meetings may be held.
71. Both the parties themselves and their representatives should attend state of play meetings.

Draft summons application

72. A draft summons application is normally sent to the undertakings concerned four to five weeks prior to the limit for a special investigation expiring. In conjunction with this, the parties may also be given access to the documents introduced to the matter by anyone other than the parties and which were not communicated earlier in the investigation. In order to make it easier for the parties to see the information on which the Swedish Competition Authority's preliminary standpoints are based, the Authority shall attempt to refer to the relevant file appendices in the draft.

73. The parties normally have two weeks to provide comments on the Swedish Competition Authority's draft summons application. The parties should also clearly explain in their comments which parts of the draft are undisputed.
74. The Swedish Competition Authority will propose a state of play meeting within five working days from the parties submitting comments to the Authority. At the meeting, the Swedish Competition Authority will report on its preliminary standpoint considering the parties' comments. If the parties are considering making proposed commitments, these should be presented no later than at this meeting.
75. If the Swedish Competition Authority is to be able to consider the commitments at this late phase of the investigation, the parties should already have provided a written consent to the Swedish Competition Authority at this meeting requesting an extension of the time limit within which the Authority may institute proceedings against the concentration at Stockholm City Court. See also the section 'Commitments during Phase 2'.

Specific information about economic analysis in concentration cases

76. An economic analysis is of great importance when assessing the effects that a concentration between undertakings will have on competition. For this reason, the Swedish Competition Authority may, for its analysis of an individual matter, have to gain access to qualitative and quantitative economic information both from the parties and from third parties.
77. Examples of quantitative information that may typically be requested include market shares and cost data, as well as time series including sales data in the form of volumes sold, turnover and price. Examples of qualitative information include product characteristics, relationships with customers and suppliers, distribution flows, historical entry to and exit from the market, barriers to entry and business strategies.
78. In order that the Swedish Competition Authority's investigation runs as quickly and efficiently as possible, the parties should be prepared to, in conjunction with pre-notification contacts or early on in the investigation, report on which economic information is available, how this has been collected, the software used, which data sets and reports can be generated from internal databases, etc.
79. When the Swedish Competition Authority requests economic information in a matter, it is of great value if a formal request can be combined with one or more meetings or telephone conferences, where the situation is discussed with the people responsible at the undertakings concerned. This may apply to, for example, how alternative analyses should be formulated, considering the information available and its quality, or technical forms for the provision of data sets. This work is made easier if the parties present examples of data so that the

Swedish Competition Authority can determine the information that is available and how it can be used.

80. In conjunction with the parties submitting data, they should also report on:
- a) How this information has been collected, the time periods during which it has been gathered and what it is generally used for.
 - b) What the different variables measure.
81. The parties should at the request of the Swedish Competition Authority also be able to report on:
- a) How reliable the information is and propose how any problems relating to quality could be remedied.
 - b) Which institutional relationships the Swedish Competition Authority should be aware of in order to be able to interpret this information correctly.
82. In the same way as the Swedish Competition Authority uses economic analyses in its investigation, the parties may wish to argue in favour of their cause on the basis of their own economic analysis. A precondition for the Swedish Competition Authority being able to assess the relevance and importance of this analysis is that it can be checked and replicated. This presumes among other things that the parties report and submit the assumptions, deductions, calculations, programme codes and data sets that form the basis of the analyses, and similarly the source references to previous research on which the analysis is based. The importance of the Swedish Competition Authority being able to check and replicate the analysis applies to both econometric and theoretical analyses.

Commitments

83. If a party provides a voluntary commitment while a concentration between undertakings is being dealt with that remedies the competition concerns identified, the Swedish Competition Authority may decide to take no further action in respect of the concentration. This commitment may be imposed subject to a default fine.
84. A non-confidential version of the proposed commitments shall also be submitted, which can be issued in conjunction with the Swedish Competition Authority's market test or form the basis of what the Authority may communicate in external contacts. Unless the Swedish Competition Authority has received one previously in the case, the parties must also provide a list including the contact details of the stakeholders to which the Swedish Competition Authority may refer in conjunction with the market test.

85. The Swedish Competition Authority shall only conduct a market test for proposed commitments that could possibly remedy the competition concerns identified in the case.
86. For further guidance on commitments, see the European Commission's Notice on remedies acceptable.
87. Any proposed commitments, supplements to these and exact time limits are issues that the Swedish Competition Authority and the parties may in practice discuss in each individual case. However, it is important that the parties take into consideration that stated below concerning the preconditions for commitments during Phase 1 and Phase 2 respectively.

Commitments during Phase 1

88. The Parties should note that a decision concerning opening a special investigation for a concentration between undertakings may be made earlier than by the 25th working day. Consequently, if the parties are considering submitting commitments with the aim of being decided in the course of Phase 1 that no further action will be taken in respect of the concentration, they should give notice of this and ensure that the commitments are presented to the Swedish Competition Authority as early as possible.
89. Commitments during Phase 1 may only come into question if the competition concerns are clear and easy to remedy.

Commitments during Phase 2

90. Commitments during Phase 2 should be presented to the Swedish Competition Authority no later than three weeks before the time limit for submitting a summons application to Stockholm City Court expires. If commitments are provided at a later stage during Phase 2, the parties should simultaneously submit to Stockholm City Court a written consent for an application to extend the time limit to enable the Swedish Competition Authority to conduct a market test and assess whether the commitments will remedy the competition concerns.
91. If a time limit extension has been granted by Stockholm City Court, the commitments should be presented to the Swedish Competition Authority no later than three weeks before the new time limit expires.

Public access to information and secrecy

92. Secrecy applies at the Swedish Competition Authority to the extent indicated by the Public Access to Information and Secrecy Act (2009:400).
93. Absolute secrecy applies in accordance with Chapter 30, Section 2 of the Public Access to Information and Secrecy Act as regards the provision of advice prior to a notification of a concentration between undertakings; i.e., pre-notification

contacts. Secrecy protection covers information relating to purchasers and sellers, commercial and operating conditions, etc. In this context, the 'provision of advice' means all forms of information, consultation and guidance (including advice) that may arise between an undertaking and the Swedish Competition Authority prior to a notification of a concentration between undertakings.

94. When a notification of a concentration between undertakings is received by the Swedish Competition Authority, secrecy under Chapter 30, Section 1 applies to documents and information about an individual's commercial and operating conditions, inventions or research results, if it may be assumed that the individual will suffer damage should the information be disclosed.
95. Secrecy does not interfere with the right of the parties to gain an insight into the case. If, considering a general or individual interest, it is particularly important not to disclose information subject to secrecy that is contained in the material, the Swedish Competition Authority may provide information about the content of the material in some other way to the extent that it is required for the parties to be able to protect their rights.
96. In order to protect information, the Swedish Competition Authority may allow the parties to have access to this information with reservations. Such reservations may refer to, for example, those persons who may access the information, the way in which the information is to be kept in safe custody, what the information may be used for and what is to happen to the information when the matter is
97. concluded.