

Competition Law Bulletin

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Notable Reasoned Decisions of the Turkish Competition Board

The Request for the Return and Destruction of Data Obtained during the On-Site Inspection at the Istanbul Chamber of Sworn-In Certified Public Accountants Was Rejected

The Turkish Competition Board (Board) assessed a request for the return and destruction of data obtained from mobile devices during an on-site inspection at the Istanbul Chamber of Sworn-In Certified Public Accountants (İstanbul Yeminli Mali Müşavirler Odası, IYMMO), conducted within the scope of an investigation into accounting and independent auditing services. IYMMO argued that, as a professional organization having the status of a public institution, it could not be subject to an on-site inspection, that personal mobile devices could not be examined without a judicial order, and that personal data and professional secrets had not been adequately protected.

The Board noted that IYMMO's members were sworn-in certified public accountants engaged in independent economic activities and therefore qualified as undertakings under the Law on the Protection of Competition No. 4054 (Law No. 4054). It then concluded that neither IYMMO's non-profit character nor its status as a public institution prevented it from qualifying as an association of undertakings and that an on-site inspection could lawfully be conducted under Article 15 of Law No. 4054. The Board further considered that whether data constituted personal data or undertaking-related data could only be determined through examination and that the inspection had been confined to the subject matter of the investigation.

The Board also emphasized that the obligation of professional secrecy does not extend to judicial and administrative examinations and investigations, and that the Constitutional Court, in its decision dated 06.11.2025 and numbered 2023/174 E., 2025/224 K., concluded that the power to conduct on-site inspections is not unconstitutional. Accordingly, the Board found that the inspection complied with Article 15 of Law No. 4054 and rejected the request for the return and destruction of the data.

> **The full text of the reasoned decision is available at this link.**

The Board Concluded that A101 and CarrefourSA Did Not Violate Law No. 4054

Following complaints that supermarket chains charged identical or similar prices for various products and increased their prices around the same dates, the Board had initiated an investigation into BİM, CarrefourSA, Migros, Nilky, Şok, and A101 under Article 4 of Law No. 4054. The proceedings concerning BİM, Migros, Şok, and Nilky had previously been concluded through the settlement procedure. The assessment of whether A101 and CarrefourSA had engaged in concerted practice through parallel pricing continued.

The Board stated that parallel pricing behavior alone was insufficient to establish the existence of a concerted practice. In the absence of direct or indirect communication between undertakings, additional indicators beyond price similarities that could not be explained by economic fundamentals are required. In this context, the Board noted the relevance of factors such as sustained increases in price-cost margins, simultaneous price increases that could not be explained by, or exceeded, cost increases, and prices remaining unchanged despite declining costs.

Considering the oligopolistic structure of the organized retail market for fast-moving consumer goods (FMCG), the Board assessed A101 and CarrefourSA together with data relating to BİM, Migros, and Şok. The Board examined price movements for 66 products over a 45-month period and found that the undertakings' prices largely converged and, in many cases, were identical. However, the competitor price monitoring and price index studies obtained during the on-site inspections contained no evidence of direct or indirect communication, agreement, or coordination between the undertakings. The Board considered these documents to fall within the scope of unilateral commercial conduct whereby undertakings monitored market prices to determine their own pricing strategies.

As no information or document established that A101 and CarrefourSA had participated in an agreement or concerted practice, the Board unanimously concluded that they had not violated Article 4 of Law No. 4054 and that no administrative fines should be imposed.

> **The full text of the reasoned decision is available at this link.**

Administrative Fines Imposed for Price Fixing and Customer and Territorial Allocation in the Aydın Ready-Mixed Concrete Market

The Board assessed whether undertakings producing and selling ready-mixed concrete in Aydın had violated Article 4 of Law No. 4054 by jointly fixing prices and allocating customers and territories, and whether cement producers had participated in or facilitated those practices.

The Board examined numerous communications obtained during on-site inspections separately for each undertaking and item of evidence. With respect to Batıbeton, it concluded that the findings covering the period from 2018 to 2023 demonstrated that sales prices had been determined at meetings with competitors, compliance with the decisions taken had been monitored, and the undertakings had coordinated not to supply certain customers. Accordingly, the Board found that Batıbeton had engaged in price fixing and customer and territorial allocation with its competitors.

As regards Şölen, the Board assessed the evidence obtained on different dates collectively and concluded that an agreement or concerted practice concerning price fixing and customer allocation existed between competitors. It considered the exchange of current and future price information and customer-related coordination to be extensions of that agreement. As regards Öztürk, the Board found an infringement on the basis that the communication contained in a single item of evidence was sufficient to establish a concurrence of wills between Öztürk and its competitor concerning the prices to be applied in the region.

The Board also examined the role of cement producer Çimentaş in the customer allocation agreement between ready-mixed concrete producers in Didim. The evidence showed that, after a hotel project had been allocated to certain ready-mixed concrete producers, Çimentaş had been asked to help prevent competitors from submitting bids for the project and had contacted competing producers to that end. The Board considered that Çimentaş had played a role in implementing and maintaining an existing customer allocation agreement rather than establishing the cartel and concluded that it had violated Article 4 of Law No. 4054 by facilitating the agreement.

Accordingly, the Board imposed administrative fines of TRY 37,370,945.14 on Çimentaş, TRY 37,851,666.03 on Batıbeton, TRY 28,308.08 on Öztürk, and TRY 1,216,947.91 on Şölen. It was decided not to impose administrative fines on the other undertakings whose investigations had continued, due to insufficient evidence.

> The full text of the reasoned decision is available at this link.



Interim Measures Imposed on Meta Concerning AI Services Offered Through WhatsApp

Considering WhatsApp's user numbers and engagement, barriers to entry, and buyer power in the consumer communications services market, the Board found that Meta held a dominant position in that market through WhatsApp.

The Board considered WhatsApp to be a critical distribution channel through which artificial intelligence (AI) providers reached users, and an almost indispensable channel for providers whose business models relied on integration with third-party platforms. It noted that denying third-party AI providers access to WhatsApp while retaining Meta AI as the platform's sole general-purpose generative AI assistant could reinforce Meta's data advantage and lock users into Meta AI.

Against this background, the Board decided to adopt interim measures on the grounds that the practice provided serious indications of an infringement of Article 6 of Law No. 4054 and could cause serious and irreparable harm if continued. Accordingly, Meta was given one month from notification of the reasoned decision to provide access on terms that would not make it practically or economically difficult for third-party general-purpose generative AI chatbots and assistants to be offered as a primary service through WhatsApp. The Board stated that an administrative fine would be imposed if Meta failed to comply within that period.

> **The full text of the reasoned decision is available at this link.**

The Investigation into Coca-Cola Satış ve Dağıtım Was Concluded with Binding Commitments

The Board assessed the commitments submitted by Coca-Cola Satış ve Dağıtım A.Ş. (CCSD) in an investigation into whether it had violated Articles 4 and 6 of Law No. 4054. The investigation addressed concerns that the cooler policies, target and bonus schemes, investment support, and discount practices of CCSD and its dealers could restrict the visibility and sales of competing products, resulting in de facto exclusivity and exclusionary effects.

CCSD committed to increase the cooler space reserved for competing products under its 2021 commitments from 25% to 35%, and to extend the practice to all points of sale in the traditional retail channel by removing the 100-square-meter sales area limit. It also offered to remove the sales-volume-based efficiency requirement for the provision of coolers, restructure its target and bonus scheme, and determine discounts for different product categories independently. Finding the commitments proportionate to, and capable of addressing, the identified competition concerns, the Board rendered them binding and concluded the investigation into CCSD.

> The full text of the reasoned decision is available at this link.



The Board Found that Koruma Klor Abused Its Dominant Position through Predatory Pricing

The Board assessed Koruma Klor's conduct that hindered and excluded its competitors in the chlor-alkali sector under Article 6 of Law No. 4054. Having found that Koruma Klor held a dominant position in the hydrochloric acid, sodium hypochlorite, and iron III chloride markets, the Board examined whether its pricing practices constituted predatory pricing.

The Board described predatory pricing as a strategy whereby a dominant undertaking sacrifices profitability by selling below cost in the short term to eliminate competitors or prevent them from competing. Rather than relying on a single cost benchmark, it conducted price-cost analyses using average avoidable cost and average total cost. The analyses showed that Koruma Klor had made below-cost sales of hydrochloric acid and sodium hypochlorite throughout 2024, reaching substantial levels particularly for certain customers and provinces, and had submitted below-cost prices for iron III chloride in three public tenders in 2024.

The Board assessed the price-cost analyses together with internal correspondence and records obtained during the on-site inspection that indicated Koruma Klor's pricing strategy. The undertaking's own records likewise showed monthly losses on hydrochloric acid and sodium hypochlorite from the second half of 2024. The Board further considered that Koruma Klor's broad product portfolio enabled it to limit its own losses while pricing certain chlorine derivatives below cost, whereas losses on chlorinated products could also reduce its competitors' profitability and incentives to produce caustic soda. It concluded that the pricing strategy could thus exclude competitors through its effects across the chlor-alkali production chain.

The Board also stated that the possibility of recouping losses from below-cost sales through higher prices after competitors had been excluded was not a necessary element of a predatory pricing infringement. It concluded that Koruma Klor had violated Article 6 of Law No. 4054 by abusing its dominant position through predatory pricing and imposed an administrative fine of TRY 164,484,083.28.

> **The full text of the reasoned decision is available at this link.**

The Board Concluded that Ak Gıda, Güney Süt, BİM, and Şok Did Not Violate Law No. 4054

In its investigation into Ak Gıda, Güney Süt, BİM, and Şok, the Board assessed allegations of price fixing and the exchange of competitively sensitive information concerning the supply of milk and dairy products.

The Board examined the allegations under two main headings. First, it assessed the allegation that Güney Süt had obtained competitors' milk and dairy product price quotations from BİM and passed them on to Şok in return for increased purchases, thereby facilitating an indirect exchange of competitively sensitive information between BİM and Şok. Second, it examined whether Güney Süt had shared the information obtained from BİM with Ak Gıda, enabling the two suppliers to jointly determine their supply prices to BİM.

The Board concluded that the information and documents in the case file did not substantiate these allegations. No concrete evidence established that BİM's strategic information had first been passed to Güney Süt and subsequently to Şok through Güney Süt. As regards potential coordination between Ak Gıda and Güney Süt, the Board noted that, had there been direct or indirect communication between them, the price information concerning Ak Gıda held by Güney Süt would have been expected to show some similarity to Ak Gıda's actual prices. However, the data in the case file did not indicate such a correspondence.



Finding insufficient evidence to support the allegations of price fixing or the exchange of competitively sensitive information, the Board unanimously concluded that Ak Gıda, Güney Süt, BİM, and Şok had not violated Article 4 of Law No. 4054 and that no administrative fines should be imposed.

> **The full text of the reasoned decision is available at this link.**

Important Announcements Published by the Turkish Competition Authority

The Board Adopted Interim Measures against Haribo

The Board adopted interim measures against Haribo in the investigation into whether it had violated Articles 4 and 6 of Law No. 4054.

To prevent potential competition infringements and irreparable harm in the soft candy market, the Board required Haribo to reserve 30% of the visible portion of its display stands at points of sale in the traditional retail channel with a sales area of 200 square meters or less for competing brands that had no soft candy stand in the relevant outlet. The space must form a single vertical block and carry a label stating: *"This space is reserved for competing products."*

The interim measures must be implemented within one month of notification of the reasoned decision and remain in force until the final decision. The investigation into Haribo remains ongoing.

> The full text of the announcement is available at this link.

The Board Conditionally Cleared A101's Acquisition of CarrefourSA

The Board conditionally cleared A101's acquisition of sole control of CarrefourSA, subject to structural and behavioral commitments submitted by A101. It is considered that the transaction could significantly impede effective competition in the organized FMCG retail market.

To address the identified competition concerns, A101 committed to divesting a total of 48 stores, comprising 10 A101 stores and 38 CarrefourSA stores. It also undertook to preserve CarrefourSA's organizational independence from A101 and to make reasonable efforts to maintain, and where possible increase, total employment for three years. The package further required support for at least 75 small and medium-sized enterprises (SMEs) or local producers or suppliers annually for three years and measures to increase the visibility of regional and domestic agricultural products. Finding the commitments sufficient, appropriate, and proportionate to address the identified concerns, the Board conditionally cleared the transaction.

> The full text of the announcement is available at this link.

The Authority Published Its Preliminary Pharmaceutical Sector Inquiry Report

The Turkish Competition Authority (Authority) published its Preliminary Pharmaceutical Sector Inquiry Report (Preliminary Report) on August 10, 2026. The Preliminary Report is an output of the sector inquiry initiated by the Board's decision dated December 8, 2021. It examines the stages from pharmaceutical production to delivery to patients and addresses the market's competitive structure.

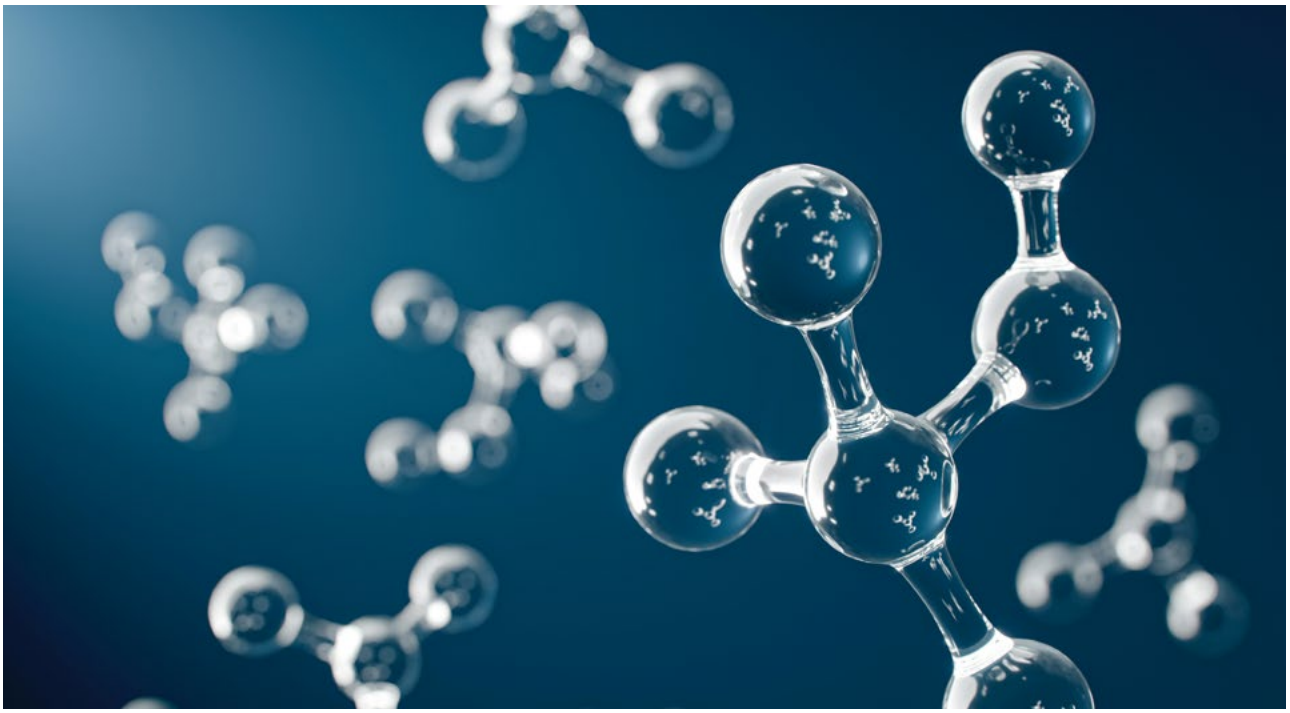
The Preliminary Report comprises three main sections: (i) the relationship between patent protection, intellectual property law, and competition law at the production stage; (ii) the interaction between the regulatory framework governing health, safety, and accessibility and the competitive structure at the market entry stage; and (iii) changes in public and private pharmaceutical procurement methods and vertical relationships at the distribution stage. It examines potential competition concerns arising from atypical infringements, exclusivity practices, the exercise of intellectual property rights, and manipulation of the regulatory framework while presenting targeted policy proposals that could be implemented without fundamentally changing the existing administrative, legal, economic, and institutional structure.

At the production stage, the Preliminary Report identifies ways in which undertakings may strategically use patent protection for anticompetitive purposes. These include extending patent protection through patent clusters and divisional patents, making misleading submissions to patent authorities, abusing patent litigation rights, and entering into pay-for-delay agreements with competitors.

At the market entry stage, the Preliminary Report emphasizes that marketing authorization and inclusion in reimbursement schemes are heavily regulated, and that undertakings may exploit those regulations for strategic anticompetitive conduct. Following its findings on regulatory abuse, it proposes legislative amendments to the relevant institutions.

At the distribution stage, the Preliminary Report highlights the importance of pharmaceutical wholesalers and notes that the concentrated market structure among wholesalers supplying pharmacies poses risks of horizontal coordination. It also identifies uncertainties in the rules governing public institution discounts and proposes solutions. In addition, it recommends reviewing rules imposing exclusivity requirements in the public procurement channel through which public hospitals purchase pharmaceuticals.

> The full text of the announcement is available at this link, and the Preliminary Report at this link.



The Board Launched an Investigation into TEVA over Alleged Abuse of Dominance

The Board concluded its preliminary investigation into whether Teva İlaçları San. ve Tic. A.Ş. (TEVA) had violated Article 6 of Law No. 4054 by restricting generic competition through the strategic use of divisional patent procedures and by creating a misleading impression before health authorities regarding the efficacy and safety of competing products. It initiated an investigation into the economic entity comprising TEVA, Teva Pharmaceuticals Europe B.V., and Teva Pharmaceutical Industries Ltd.

The investigation will examine conduct by TEVA that could hinder competitors' market entry. In particular, the Board will assess whether divisional patent applications concerning manufacturing processes and dosage regimens following the expiry of protection for the basic molecule patent, together with related patent withdrawal practices, restrict generic competition.

> The full text of the announcement is available at this link.

The Board Conditionally Cleared Paramount's Acquisition of Warner Bros.

The Board conditionally cleared Paramount's acquisition of sole control of Warner Bros. Discovery (WBD), subject to commitments submitted by Paramount. Considering horizontal and vertical overlaps between the parties' activities, it assessed potential competition concerns in theatrical film distribution, the wholesale supply of TV channels, and subscription video on demand (SVOD) services.

For theatrical film distribution, Paramount committed to terminate its shareholding in United International Pictures (UIP) Türkiye, which it jointly controls with Universal. It also committed not to establish a new joint venture or similar commercial structure with Universal for joint film distribution in Türkiye, and not to combine the distribution of Paramount and WBD films with third-party distributors that also distribute Universal or Walt Disney films.

Paramount offered two further commitments specific to Türkiye. First, it committed to make theatrically released films available for licensing to third-party platforms in Türkiye on market terms after the expiry of a three-year exclusivity period running from their first availability on Paramount's and WBD's SVOD platforms. This obligation will apply for five years from closing. Second, it committed to extend Paramount's and WBD's existing agreements with linear TV providers until December 31, 2029, on the same terms and conditions, at the relevant provider's request, and to make the parties' existing TV channels available for licensing to third parties on market terms for as long as they continue to offer those channels on their own SVOD platforms.

The Board conditionally cleared the transaction, finding that the commitments were sufficient and proportionate to address the identified competition concerns and could be implemented promptly.

> **The full text of the announcement is available at this link.**

Significant Developments Around the World

Seven European Competition Authorities Issued a Joint Statement on the Draft EU Merger Guidelines

The competition authorities of Austria, Belgium, Czechia, Ireland, the Netherlands, Greece, and Portugal issued a joint statement on the European Commission's (Commission) draft European Union (EU) Merger Guidelines. They stressed that effective competition underpins European competitiveness, innovation, productivity growth, and long-term welfare. They distinguished mergers that generate scale and strengthen competition from those that concentrate market power and weaken competitive processes, warning against relaxing merger control solely on scale-related grounds.

Resilience, sustainability, and cross-border integration within the EU may inform merger assessments where they affect competitive dynamics. However, both claimed benefits and potential harm must be assessed through rigorous economic analysis, verifiable evidence, and transparent legal standards.

The authorities also emphasized small and medium sized enterprises' dependence on open and competitive markets. Greater scale and investment capacity should not undermine market contestability or the wider ecosystems of suppliers, innovators, and smaller businesses that support Europe's economy.

> The full text of the joint statement is available at this link.

The Commission and the CMA Took Different Approaches to Paramount/WBD Transaction

The Commission conditionally cleared Paramount's acquisition of WBD, subject to commitments, whereas the Competition and Markets Authority (CMA) of the United Kingdom (UK) concluded that the transaction would not result in a significant reduction in competition in the UK and therefore approved the transaction unconditionally. Both authorities examined activities including theatrical film distribution, audiovisual (AV) content production and licensing, SVOD services, and children's TV channels.

Their assessments diverged particularly in theatrical film distribution. The Commission found that adding WBD's film portfolio would increase concentration and transparency in countries within the European Economic Area (EEA) where Paramount and Universal distribute films through UIP, potentially worsening commercial terms for cinema operators. However, the CMA determined that while Paramount and WBD are close competitors, they are not as close competitors to each other as they are to Universal, Disney, or Sony, and that even though the merged entity would become the United Kingdom's largest film distributor, both large and small studios would continue to exert sufficient competitive pressure. Both authorities found sufficient alternatives in children's TV channels and SVOD services.

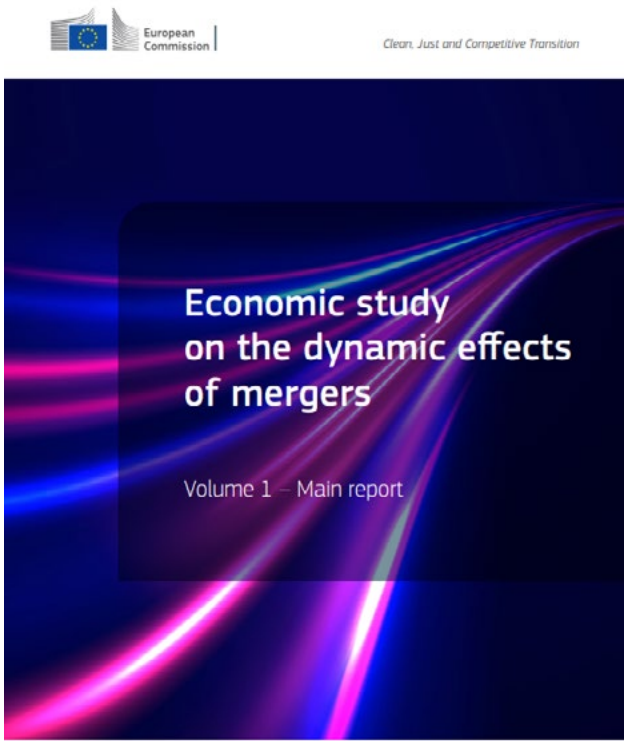
To address the Commission's concerns, Paramount committed to exit UIP in the EEA within 13 months of closing and, for ten years, refrain from specified arrangements involving joint film distribution with Universal in the EEA. The Commission found these commitments sufficient and cleared the transaction conditionally. The CMA determined that the transaction did not raise a realistic possibility of a significant reduction in competition in the United Kingdom and therefore did not refer the transaction to a Phase 2 review.

> The Commission's announcement is available at this link, and the CMA's decision summary at this link.

The Commission Published an Economic Study on the Dynamic Effects of Mergers

On August 24, 2026, as part of its ongoing review of the EU Merger Guidelines, the Commission published the Economic Study on the Dynamic Effects of Mergers, prepared by Oxera. Comprising Volume 1 – Main Report and Volume 2 – Detailed Literature Review, the study develops an economic and analytical framework for assessing mergers' effects on innovation, investment, entry, and future competition.

The study explains that dynamic effects of mergers extend beyond innovation to include investment, market entry, and the price and availability of new or improved products, all of which may affect future product market competition. Both horizontal and non-horizontal mergers can may give rise to dynamic effects but may also generate procompetitive dynamic effects through scale economies, complementarities, technology diffusion, lower investment costs, and the internalization of externalities. The study further notes that procompetitive dynamic effects should be assessed in terms of verifiability, merger specificity, and benefits to consumers. Volume 2 provides a detailed review of the extensive academic literature underpinning these assessments.



The Commission held an economic workshop in Brussels on September 11, 2026, to present and discuss the results. Alongside an overview of the findings, separate panels addressed theories of dynamic harm and dynamic benefits arising from mergers.

> Volume 1 – Main Report is available at this link, Volume 2 – Detailed Literature Review at this link, and information on the workshop at this link.

The FTC Published a Proposed Enforcement Policy Statement on Personalized Pricing

The US Federal Trade Commission (FTC) published its Proposed Enforcement Policy Statement Regarding Personalized Pricing (the Proposed Statement). The Proposed Statement notes that modern data collection and processing capabilities enable businesses to set personalized prices by analyzing consumers' personal data and drawing conclusions about their characteristics, such as their willingness to pay or likelihood of engaging in comparison shopping. The FTC observed that, while personalized pricing is a long-established practice in some markets, in others it may conflict with consumers' reasonable expectations that the same price will be offered to all consumers at the same place and time.

The FTC stated that it does not have the authority to prohibit personalized pricing in all circumstances but intends to take enforcement action against unfair or deceptive practices that violate Section 5 of the FTC Act. In this regard, where consumers reasonably expect that prices will not vary based on their personal data, businesses should clearly and conspicuously disclose not only that a price is personalized, but also the basis for the personalization and the types of data used. The Proposed Statement indicates that failure to make such disclosures is likely to constitute a violation of Section 5. It further notes that collecting, using, or disclosing consumers' personal data for personalized pricing purposes without adequate disclosures or consent may also violate Section 5.

The Proposed Statement also provides examples of personalized pricing practices that may raise concerns under Section 5 when businesses charge higher prices based on consumers' personal circumstances without adequate disclosure. These include charging higher prices to consumers who need transportation due to a life-threatening medical emergency, are traveling for a funeral, or have not installed competing rideshare applications. The FTC stated that it will continue to monitor personalized pricing practices and may bring enforcement actions when it has reason to believe that the law is being violated.

> **The full text of the Proposed Statement is available at this link.**

The Commission Adopted Binding Specification Measures on Android Interoperability and Google Search Data under the DMA

The Commission adopted two sets of binding specification measures addressed to Google under the Digital Markets Act (DMA). The decisions aim to ensure that (i) third-party AI services can access key functionalities of the Android operating system on an equal footing with Google's own AI services, and (ii) search data collected at scale by Google Search is shared with competing search engines.

In its decision concerning interoperability with Android, the Commission noted that third-party AI assistants currently have more limited access to key Android functionalities than Google's own AI services, such as Gemini. The measures will therefore enable users to activate their preferred AI assistants through voice commands and allow these assistants to perform actions within applications on users' behalf. The measures also incorporate safeguards to protect user privacy, device integrity and security.

In its second decision, concerning the sharing of search data, the Commission specified the conditions under which Google must provide data to competing search engines. The Commission emphasized that access to such data is crucial for the development and optimization of third-party search engines and for creating a more level playing field with Google Search. The decision clarifies that AI chatbots offering search functionalities are also eligible to receive shared data. It further specifies that, subject to anonymization, Google must share the same data that it collects to optimize its own search services with eligible third-party providers.

The decision also establishes a multi-layered method for anonymizing the shared search data. In addition, it sets out a fair formula for calculating the price of the shared data and a transparent process for accessing it.

Google is required to begin sharing search data with eligible search engine providers in January 2027, while users will start benefiting from the changes to Android as of July 2027.

The Commission also emphasized that the specification proceedings are distinct from non-compliance investigations and do not aim to assess Google's compliance with the DMA. Instead, the decisions clarify how Google's existing interoperability and data-sharing obligations under the DMA must be implemented. Accordingly, the proceedings do not provide for the imposition of fines.

> The Commission's announcement is available at this link.

The Commission Adopted Guidelines on Exclusionary Abuses of Dominance

On September 3, 2026, the Commission adopted Guidelines on the application of Article 102 of the Treaty on the Functioning of the European Union (TFEU) to abusive exclusionary conduct by dominant undertakings (Exclusionary Abuse Guidelines). They replace the 2008 guidance on enforcement priorities.

The Exclusionary Abuse Guidelines systematically explain the Commission's interpretation and intended application of Article 102 TFEU to exclusionary abuses. In this context, the Exclusionary Abuse Guidelines are intended to help EU competition policy adapt to current market dynamics, to facilitate undertakings' compliance with competition rules by increasing legal certainty, and to help develop a more consistent approach to the application of Article 102 TFEU, particularly on the part of national competition authorities and courts.

Drawing on EU case law and the Commission's enforcement experience, they explain how to assess individual or collective dominance in one or more markets.

The Exclusionary Abuse Guidelines are based on the case law of the EU courts and on the Commission's practice and experience regarding exclusionary abuse. In this context, they provide explanations on assessing whether undertakings, either alone or jointly with other undertakings, hold a dominant position in one or more markets.

In addition, the Exclusionary Abuse Guidelines separately address how the analysis of dominance is to be carried out with respect to ecosystems and aftermarkets. The Exclusionary Abuse Guidelines also set out the criteria to be considered in determining whether a given conduct departs from competition on the merits and produces an exclusionary effect and explain the framework for assessing how certain types of conduct by dominant undertakings are to be evaluated.

Finally, the Exclusionary Abuse Guidelines clarify how dominant undertakings may defend their conduct on grounds of objective necessity or efficiency. Accordingly, undertakings will be able to demonstrate that their conduct is objectively necessary, or that the resulting efficiencies outweigh any negative effects and ultimately benefit consumers.

> **The Commission's announcement is available at this link.**

The Czech Competition Authority Conditionally Cleared the Pegasus/ Czech Airlines/Smartwings Transaction

The Czech Office for the Protection of Competition (Czech Competition Authority) conditionally cleared Pegasus's acquisition of Czech Airlines (České aerolinie) and, indirectly, Smartwings.

Pegasus operates scheduled passenger flights between Prague and Istanbul and between Prague and Antalya, while also offering flights from Prague to other destinations, primarily via Istanbul. Czech Airlines is a holding company controlling Smartwings and its subsidiaries, which operate international charter and scheduled flights mainly from Prague and other airports in the Czech Republic and, in some cases, Slovakia. Smartwings also operates in the aircraft leasing sector and, to a lesser extent, provides cargo transport services on passenger flights.

The Czech Competition Authority's primary competition concern regarding the transaction arose from the overlap between the parties' activities in the market for scheduled direct passenger transport on the Prague-Antalya route during the summer season. The Czech Competition Authority assessed that the combined undertaking resulting from the transaction would achieve a very high market share on this route and would gain a significant position compared to its competitors. On this basis, it was concluded that the transaction, in its current form, could lead to a significant reduction in competitive pressure.

To address these concerns, Pegasus proposed a structural remedy involving the transfer of a certain number of slots for the summer season on the Prague-Antalya scheduled route to another airline. The Czech Competition Authority stated that the remedy was intended to enable potential competitors to quickly gain access to airport slots at Prague and Antalya airports, including time slots suitable for operating direct scheduled flights between the two cities.

The September announcement stated that the decision had been issued in late August 2026 but was not yet final because the appeal period remained open.

> The announcement is available at this link.

The CMA Updated Its Merger Assessment Guidelines

On September 3, 2026, the CMA updated its Merger Assessment Guidelines following its review of the treatment of rivalry-enhancing efficiencies. The review began with a call for evidence in January 2026, followed by consultation on draft revisions from June 3 to July 1, 2026.

According to the CMA's announcement on the matter, the update covers only the efficiencies section of the Merger Assessment Guidelines. The Guidelines define rivalry-enhancing efficiencies as efficiencies that increase the merging parties' competitive strength compared to their rivals. For example, a reduction in marginal costs resulting from a merger may incentivize the parties to lower their prices. Similarly, a merger may enhance the parties' ability and incentive to innovate. Under the Guidelines, such efficiencies may offset the merger's adverse effects on competition and thereby prevent a substantial lessening of competition.

The Guidelines also address the conditions under which such efficiencies will be considered. Accordingly, efficiencies must, first, enhance competition in the market where the competition concern arises, and must be timely, likely to materialize, and sufficient to address that concern. The efficiencies must also be merger-specific, meaning that they could not be achieved by any means other than the merger, and must benefit customers in the UK.

In addition, the parties are expected to support the efficiencies they put forward with verifiable evidence. In assessing this evidence, the CMA places greater weight on documents prepared in the ordinary course of the companies' business, such as cost and R&D data, board documents, synergy analyses, and integration plans. Accordingly, parties planning to raise an efficiencies argument are advised to contact the CMA at an early stage of the review and obtain the CMA's views on the evidence that may be submitted.

The revisions took effect on September 3, 2026, and apply to transactions whose formal Phase 1 investigation begins on or after that date.

> **The full text of the Guidelines is available at this link.**

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