



Belarus

Global merger control handbook – Update

APRIL 2020

Merger control legislation changes since 1 July 2018

Belarus has a new edition of the Competition law in force since 03 August 2018 (which can be accessed here (Russian text only)) and no new merger control provisions in the Competition law since then.

The list of transactions subject to merger control regime in Belarus includes:

- reorganization – the unification of the two or more entities through merger or accession;
- incorporation of a new legal entity (via incorporation or reorganizations other than mentioned above) through the contribution of shares or assets from an existing entity above certain thresholds;
- creation of non-profit organizations and holdings to coordinate activities (unions, state associations, partnerships, etc.) and entry of new legal entities as their members;
- acquisition by a dominant entity or by entities from its group in total of more than 25% of the shares of a competitor;
- acquisition of 25% or more of the shares of a dominant entity, as well as other transactions allowing to influence the decisions of a dominant entity;
- acquisition (that gives the right to dispose) in total of more than 25%/50% of the voting shares of an entity;
- acquisition of the ability to direct the activities of an entity by any means;
- agreement on simple partnership (agreement on cooperation) between competitors;
- assets types transactions, namely, acquisition or control of fixed and or intangible assets located in the territory of the Republic of Belarus whose value exceeds 20% of the balance value of fixed and intangible assets of a commercial legal entity that alienates the assets;

- the appointment of the same members of the board of directors, supervisory board, or other management bodies in 2 and more competing entities if these appointments allow to determine the conduct of business activities of these entities;
- transformation of a Belarusian dominant legal entity into an open joint-stock company.

Financial thresholds are the following and if any threshold is exceeded, prior consent of the competition authority is required:

- the book value of assets of the relevant parties exceeds 200,000 Base Units (BYN 5.4 million); or
- the turnover of the relevant parties in Belarus exceeds 400,000 Base Units (BYN 10.8 million); or
- any of the relevant parties is included in the Belarusian state register of entities having dominant position or natural monopolies.

Landmark merger control cases since 1 July 2018

There is no practice to publish information about cases since the applications and procedure of filing are not open to public.

Web link to the national competition authority

[Ministry of Antimonopoly Regulation and Trade of the Republic of Belarus](#)

Your merger contact in Belarus

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