

Kingdom of Cambodia
Nation Religion King



Ministry of Commerce

No. 178 P.N.A.KBB.PRK

Prakas

On

Procedures for the Post-Notification of Business Combinations

Minister of Commerce

- Having seen the Constitution of the Kingdom of Cambodia;
- Having seen the Royal Decree No. NS/RKT/0918/925 dated 6 September 2018 on the Appointment of the Royal Government of Cambodia;
- Having seen the Royal Decree No. NS/RKT/0320/421 dated 30 March 2020 on the Appointment and Adjustment of the Composition of the Royal Government of Cambodia;
- Having seen the Royal Kram No. NS/RKM/0618/012 dated 28 June 2018 promulgating the Law on the Organization and Functioning of the Council of Ministers;
- Having seen the Royal Kram No. NS/RKM/0196/16 dated 24 January 1996 promulgating the Law on the Establishment Ministry of Commerce;
- Having seen the Royal Decree No. NS/RKT/1021/013 dated 05 October 2021 promulgating of the Law on Competition;
- Having seen Sub-Decree No. 38 ANKR.BK dated 16 March 2020 on the Organization and Functioning of the Ministry of Commerce;
- Having seen the Sub-Decree No. 37 ANKR.BK dated 17 February 2022 on the Organization and Functioning of the Cambodia Competition Commission;
- Having seen the Sub-Decree No. 60 ANKR.BK dated 6 March 2023 on the Requirements and Procedures for Business Combinations; and
- According to the necessity of the Ministry of Commerce

Hereby Decides

Article 1.-

This Prakas sets out the procedures for notification of Business Combinations subject to Post-Notification obligation for the purpose of granting the Business Combination acknowledgment and legitimacy.

Article 2.-

This Prakas applies to any Business Combination that is subject to Post-Notification pursuant to Article 13 of Sub-Decree No. 60 ANKR.BK dated 6 March 2023 on the Requirements and Procedures for Business Combinations.

Article 3.-

Parties to the Business Combination subject to Post-Notification pursuant to Article 4 of this Prakas shall notify the Cambodia Competition Commission (“CCC”) within 30 (thirty) working days after substantive completion of the Business Combination as stipulated in Article 13 of the Sub-Decree on Requirements and Procedures for Business Combinations and Article 5 of this Prakas.

Article 4.-

A Post-Notification shall be required for Parties to the Business Combination that is not subject to a Pre-Notification obligation under Chapter 2 of the Sub-Decree on the Requirements and Procedures for Business Combinations, in the event that the threshold meet or exceed 50 (fifty) percent of the threshold specified in Article 3, 4 or 5 of the Decision No. 095 P.N. A.KBB.SSR dated 14 March 2023 on the Pre-Notification Thresholds for Business Combinations.

In the event that Decision No. 095 P.N. A.KBB.SSR dated 14 March 2023 on the Pre-Notification Thresholds for Business Combinations is amended, the requirement set forth in the preceding paragraph will still remain in effect.

The CCC may amend the percentage required for Post-Notification specified in paragraph 1 above in accordance with the actual circumstances.

Article 5.-

After completion, one of the Notifying Parties of the Business Combination subject to Post-Notification shall submit a Post-Notification form to the CCC, including any required documents and information as specified in the notification form (as attached in the annex of this Prakas).

The CCC may amend the attached Post-Notification form in the annex of this Prakas if necessary.

The Consumer Protection Competition and Fraud Repression (“CCF”), the secretariat of the CCC, is appointed to receive the Post-Notification form.

Article 6.-

The Notifying Party of the Business Combination shall submit the following documents or information:

- a) a Post-Notification of the Businesses Combinations form;
- b) a copy of the certificate of tax compliance from the General Department of Taxation of Ministry of Economic and Finance;
- c) a copy of the business registration and any documents pertaining to alienation from Ministry of Commerce and relevant ministries and institutions;
- d) a copy of documents from relevant sectoral regulators ministries, and institutions pertaining to the request for Business Combinations (if applicable);
- e) a copy of the receipt of Post-Notification of the Businesses Combinations.

Article 7.-

Within 7 (seven) working days of receipt of a Post-Notification of the Businesses Combinations form stipulated in Article 5 of this Prakas, CCF Directorate-General shall issue a notice to the Notifying Party of the Business Combination confirming fulfillment of the obligation of Post-Completion Business Combination notification under Article 13 of the Sub-Decree on Requirements and Procedures for Business Combinations or identify any defect or omission in the submitted documents and information to the CCC.

Upon receiving notice from the CCF Directorate-General concerning any defect or omission in the submitted documents and information to the CCC, the Notifying Party shall submit additional documents and information that prove the documents and information submitted to the CCC were not materially defective or omitted within 15 (fifteen) working days. If the Notifying Party fails to provide the required documents and information within the specified timeframe, the Post-Notification is deemed to be void. In this case, the Notifying Party of the Businesses Combinations shall notify the CCC again regarding the Post-Notification.

The CCF Directorate-General may issue a notice to the Notifying Parties of the Businesses Combinations to extend the timeframe set forth in the second paragraph from the Notifying Parties above with reasonable grounds.

Article 8.-

Any provisions contrary to this Prakas shall be abrogated.

Article 9.-

Members of the CCC, Director of the Cabinet, Delegate of the Royal Government in charge as Director-General of the Consumer Protection Competition and Fraud Repression Directorate-General, and Heads of all relevant authorities shall be responsible for the implementation of this Prakas in accordance with their respective duties from the date of signature.

[Buddhist Date]

Done in Phnom Penh, 14th June 2023

**Minister of Commerce
and Chairman of the Cambodia Competition Commission**

[seal and signature]

Pan Sorasak

Recipients:

- Council of Ministers
- Cabinet of Samdech Akka Moha Sena Padei Techo Prime Minister
- Cabinet of Samdech, His Excellency Deputy Prime Ministers
- Municipal and Provincial Administrations
- As stated in Article 9
- Royal Gazette
- Documentation and Archive



Cambodia Competition Commission

“CCC”



**Post-Notification Form
of Business Combinations**

My Name’s In Latin Font
ID Card or Passport Number..... Day Month Year
Race Nationality Address
.....
Telephone Email
Position Representative of Enterprise/Company
Headquarter
Telephone Email

**Respectfully submit to
His Excellency Minister of Commerce and Chairman of the Cambodia Competition Commission**

Subject : Submission of a Post-Notification of Business Combination

Based on the aforementioned subject, I,, would like to inform **His Excellency Minister of Commerce and Chairman of Cambodia Competition Commission** that, in order to complete the procedures outlined in the Sub-Decree on the Requirements and Procedures for Business Combinations, my enterprise/company respectfully submit Post-Notification of Business Combination with the following documents and information:

- a- a copy of the certificate of tax compliance from the General Department of Taxation of Ministry of Economic and Finance (1 Copy)
- b- a copy of the business registration and any documents pertaining to alienation from Ministry of Commerce and relevant ministries and institutions (1 Copy)
- c- a copy of documents from relevant sectoral regulators ministries, and institutions pertaining to the request for Business Combinations (if applicable) (1 Copy)
- d- a copy of the receipt of Post-Notification of the Businesses Combinations (1 Copy)
- e- an authorized letter (In the event of an enterprise/company representative) (1 Copy).

I hereby represent and warrant that all documents and information submitted in the application for Post-Notification of Business Combination are correct.

As that has been submitted above, **His Excellency Minister of Commerce and Chairman of Cambodia Competition Commission**, please kindly review and accept my Post-Notification of Business Combination application.

Please accept, **His Excellency Minister of Commerce and Chairman of Cambodia Competition Commission**, the assurance of my high appreciation.

DayMonth.....Year B.E. 256.....

Phnom Penh, DayMonth.....Year 20.....

Enterprise/Company