



Ministry of Commerce
No.: 095 P.N.A.KBB.SSR

Kingdom of Cambodia
Nation Religion King

Decision
on
Pre-Notification Thresholds for Business Combinations
Minister of Commerce

- Having seen the Constitution of the Kingdom of Cambodia;
- Having seen Royal Decree No. NS/RKT/0918/925 dated 06 September 2018 on the Appointment of the Royal Government of Cambodia;
- Having seen 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 Royal Kram No. NS/RK/0618/012 dated 28 June 2018 promulgating the Law on the Organization and Functioning of the Council of Ministers;
- Having seen Royal Kram No. NS/RK/0196/16 dated 24 January 1996 promulgating the Law on the Establishment of the Ministry of Commerce;
- Having seen Royal Kram No. NS/RK/1021/013 dated 05 October 2021 promulgating 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 Sub-Decree No. 37 ANKR.BK dated 17 February 2022 on the Organization and Functioning of the Cambodia Competition Commission;
- Having seen Sub-Decree No. 60 ANKR.BK dated 6 March 2023 on Requirements and Procedures for Business Combinations;
- According to the necessity of the Cambodia Competition Commission.

Hereby Decides

Article 1.– Purpose

This Decision sets out the thresholds for Pre-Notification to the Cambodia Competition Commission (“CCC”) for any Business Combination subject to Pre-Notification for the purpose of reviewing, monitoring, and evaluating the impact on competition.

Article 2.– Scope

This Decision applies to the Parties of Business Combination obligated to pre-notify the Business Combination to the CCC in accordance with Article 4 of Sub-Decree No.60 ANKR.BK dated 06 March 2023 on Requirements and Procedures for Business Combinations.

Article 3.– Thresholds of General Business Combinations

The Parties of Business Combination shall be obligated to pre-notify the Business Combination to the CCC, where any Party of Business Combination falls under one of the thresholds as follows:

- a. Total assets in the Kingdom of Cambodia of any Party or its related Group are at least KHR 340 000 000 000 (three hundred forty billion) in the financial year immediately preceding the year of notification of the proposed Business Combination;
- b. Total sales in the Kingdom of Cambodia of any Party or its related Group are at least KHR 270 000 000 000 (two hundred seventy billion) in the financial year immediately preceding the year of notification of the proposed Business Combination or input purchase turnover in the Kingdom of Cambodia of any Party or its related Group are at least KHR 120 000 000 000 (one hundred twenty billion) in the financial year immediately preceding the year of notification of the proposed Business Combination;
- c. The transaction value of the proposed Business Combination is at least KHR 41 000 000 000 (forty one billion).

Article 4.– Thresholds of Business Combinations for any party is a Banking and Financial Institution

If any Party of Business Combination is a banking and financial institution, the Parties of Business Combination shall be obligated to pre-notify the Business Combination to the CCC, where any Party of Business Combination falls under one of the thresholds as follows:

- a. Total assets in the Kingdom of Cambodia of any Party or its related Group are at least KHR 4 500 000 000 000 (four trillion five hundred billion) in the financial year immediately preceding the year of notification of the proposed Business Combination;
- b. Total sales in the Kingdom of Cambodia of any Party or its related Group are at least KHR 420 000 000 000 (four hundred twenty billion) in the financial year immediately preceding the year of notification of the proposed Business Combination or input purchase turnover in the Kingdom of Cambodia of any Party or its related Group are at least KHR 3 800 000 000 000 (three trillion eight hundred billion) in the financial year immediately preceding the year of notification of the proposed Business Combination;
- c. The transaction value of the proposed Business Combination is at least KHR 120 000 000 000 (one hundred twenty billion).

Article 5.– Thresholds of Business Combinations for any party is an Insurer or Securities Business

If any Party of Business Combination is an insurer or securities business, the Parties of Business Combination shall be obligated to pre-notify the Business Combination to the CCC, where any Party of Business Combination falls under one of the thresholds as follows:

- a. Total assets in the Kingdom of Cambodia of any Party or its related Group are at least KHR 1 000 000 000 000 (one trillion) in the financial year immediately preceding the year of notification of the proposed Business Combination;
- b. Total sales in the Kingdom of Cambodia of any Party or its related Group are at least KHR 280 000 000 000 (two hundred eighty billion) in the financial year immediately preceding the year of notification of the proposed Business Combination or input purchase turnover in the Kingdom of Cambodia of any Party or its related Group are at least KHR 820 000 000 000 (eight hundred twenty billion) in the financial year immediately preceding the year of notification of the proposed Business Combination;
- c. The transaction value of the proposed Business Combination is at least KHR 61 000 000 000 (sixty one billion).

Article 6.– Adjustment of the Thresholds

The CCC has the right to adjust the Pre-Notification thresholds for the Business Combinations as stipulated in Article 3, 4, 5 in accordance with the actual circumstances.

Article 7.– Abrogation

Any provisions contrary to this Decision shall be abrogated.

Article 8.– Implementation

Members of the Cambodia Competition Commission, Chief of Cabinet, Delegate of the Royal Government in charge as the Director General of the Consumer Protection Competition and Fraud Repression Directorate-General, and the Head of relevant institutions shall implement this Decision from the date of this signature onwards.

[Buddhist Date]

Done in Phnom Penh, 14th March 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 and Her Excellency Deputy Prime Ministers
- Municipal and Provincial Administrations
- As stated in Article 8
- Royal Gazette
- Documentation and Archive