

RODRIGO,
ELIAS
& MEDRANO
ABOGADOS

REGULATORY
COMPLIANCE

Merger Control

5 things to know

Regarding the Merger
Control Law



1.



If you are not subject to the merger control regime, in order to register your transaction, you must submit a sworn statement in this regard.



INDECOPI can verify the accuracy of the declaration and/or initiate an ex officio procedure to review your transaction.

2.



For the calculation of the thresholds, **the law does not differentiate between the sector or industry of the agents that participate in transactions** under its scope, as long as the agents involved have exceeded the minimum value of income or assets required by the merger control law.

3.

Not only the four types of transactions described in the law are necessarily the only ones that are subject to the merger control procedure.

Whenever a change of control occurs, a transaction could be subject to the regime.

For example, the modification of a shareholders' agreement where change of control takes place may qualify as a transaction subject to the merger control regime.



4.



Formally closing a transaction before obtaining INDECOPI's authorisation may not be the only case of gun jumping.

Sharing sensitive information between the parties, integrating operations or influencing a company's competitive strategy in any way **before obtaining INDECOPI's authorisation may be considered gun jumping.**

5.



Incurring in gun jumping may lead to fines of up to 10% of the sales or gross income of the infringing company or its economic group.

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