

# Form T

Commonwealth of Australia

*Trade Practices Act 1974 — subsection 95AZL (1)*

## APPLICATION FOR MINOR VARIATION OF A MERGER AUTHORISATION

To the Australian Competition Tribunal:

Application is hereby made under subsection 95AZL (1) of the *Trade Practices Act 1974* for the minor variation of an authorisation.

PLEASE FOLLOW DIRECTIONS ON BACK OF THIS FORM

### 1. The Applicant (the Acquirer)

- (a) Name and registered office (where applicable) of the Applicant including the ACN (where applicable) and place of incorporation (where applicable)

.....  
(See Direction 3 of this Form)

- (b) Describe the business or businesses carried on by the Applicant including the products and services the Applicant supplies

.....

- (c) Address in Australia for service of documents on the Applicant

.....

### PART A – Original authorisation

### 2. Authorisation particulars

Description of acquisition for which authorisation was granted, including, but not limited to, the registration number assigned to that authorisation

.....

### PART B – Minor variation of the original authorisation

### 3. Minor variation sought

- (a) Provide details of the minor variation for which authorisation is sought, including but not limited to identification of differences between the contract, arrangement, understanding or proposal for the acquisition that was originally authorised and the contract, arrangement, understanding or proposal for the acquisition for which minor variation is sought

.....  
(See Direction 4 of this Form)

- (b) Explain why the variation described above is in fact a minor variation which does not materially change the effect of the authorisation

.....

**4. Public detriments**

- (a) Describe any detriments to the public resulting, or likely to result, from the acquisition for which the minor variation of the authorisation is sought, in particular the likely effect of the acquisition for which the minor variation for authorisation is sought on the competitive environment in the relevant market(s)

.....  
(See Direction 5 of this Form)

- (b) Provide submissions regarding the effect of the minor variation upon any detriments to the public resulting or likely to result from the original authorisation, in particular the likely effect of the acquisition on the prices of the goods or services supplied by the merger parties and their competitors in the relevant market(s)

.....  
(See Direction 6 of this Form)

**5. Public benefit claims**

Provide submissions regarding the effect of the minor variation upon any public benefits resulting or likely to result from the original authorisation

.....  
(See Direction 7 of this Form)

**6. Updating information**

Provide details of any material change to the information provided by the Applicant in support of the original authorisation application and the effect of any such changes on the claims made by the Applicant in relation to the original authorisation and the effect on competition of the proposed acquisition and public benefit likely to flow from the proposed acquisition

.....

**7. Undertaking**

Consistent with subsection 95AZL (2A) of the Act, the Applicant is required, pursuant to the regulations, to give an undertaking to the Commission under section 87B of the Act that the acquisition will not be made while the application for minor variation of an authorisation is being considered by the Tribunal. An undertaking which is in a form that must be offered to the Commission is attached to this Form.

**8. Further information**

Name, postal address, telephone, facsimile and email contact details of the person authorised by the Applicant to provide additional information in relation to this application

.....

**9. Information provided in relation to the Target**

Where the Target has been consulted during the preparation of information provided in response to the questions contained in this Form relating to the Target, an authorised representative of the Target must indicate here that the information relating to the Target is complete and accurate.

Dated.....

Signed by/on behalf of the Target

.....  
(Signature)

.....  
(Full Name)

*Note* If the Target is a corporation, state position occupied in the corporation by person signing. If signed by a solicitor on behalf of the Target, this fact must be stated.

**10. Declaration**

The undersigned declare that, to the best of their knowledge and belief, the information given in response to questions in this form is true, correct and complete, that complete copies of documents required by this form have been supplied, and that all estimates are identified as such and are their best estimates of the underlying facts and that all the opinions expressed are sincere.

The undersigned are aware of the provisions of section 95AZN of the *Trade Practices Act 1974*.

.....  
Signature of authorised person      Signature of authorised person

.....  
Office held      Office held

.....  
(Print) Name of authorised person      (Print) Name of authorised person

This [insert day] day of [insert month] [insert year]

*Note* If the Applicant is a corporation, state position occupied in the corporation by person signing. If signed by a solicitor on behalf of the Applicant, this fact must be stated.

*Trade Practices Act 1974*

**Undertaking to the Australian Competition and Consumer  
Commission given for the purposes of section 87B**

**by**

**[Insert name of company] (ACN [Insert ACN])**

1. This undertaking (the Undertaking) is given to the Australian Competition and Consumer Commission (the Commission) by [company name, company ACN] of [company address] under section 87B of the *Trade Practices Act 1974* (the *Act*).
2. [Company name] has made an application for minor variation of an authorisation in respect of an acquisition pursuant to section 95AZL of the Act.
3. [Company name] hereby undertakes that it will not make the acquisition the subject of the application referred to in paragraph 2 while the application is being considered by the Australian Competition Tribunal.
4. This Undertaking comes into effect when:
  - (a) the Undertaking is executed by [company name]; and
  - (b) the Commission accepts the Undertaking so executed.
5. [Company name] acknowledges that the Commission will make this Undertaking available for public inspection.

**EXECUTED BY** [Company name and ACN] pursuant to section 127 (1) of the *Corporations Act 2001*.

.....  
Signature of Authorised Person

.....  
Signature of Authorised Person

.....  
Office Held

.....  
Office Held

.....  
(Print) Name of Authorised Person

.....  
(Print) Name of Authorised Person

This [insert day] day of [insert month] [insert year].

**ACCEPTED BY THE COMMISSION PURSUANT TO SECTION 87B OF THE  
ACT**

.....  
Commission Chairperson

## **DIRECTIONS**

1. Where there is insufficient space on this Form to furnish the required information, the information is to be shown on separate sheets, numbered consecutively and signed by, or on behalf of, the Applicant.
2. The facts and contentions set out in the application must be verified by a person able and qualified to give such verification (see relevant practice direction published by the Australian Competition Tribunal).
3. Where the application is made by or on behalf of a corporation, the name of the corporation is to be inserted in item 1 (a), not the name of the person signing the application and the application is to be signed by a person authorised by the corporation to do so. The Applicant for a minor variation of an authorisation must be the same person as the person to whom the original authorisation was granted.
4. Address any changes to the contract, arrangement, understanding or proposal for the acquisition including but not limited to: the number and type of shares being acquired; the date on which the contract, arrangement, understanding or proposal was or is intended to be concluded; the date on which the public bid was or is intended to be made; the intended date on which the acquisition will be consummated and the consideration exchanged in relation to the acquisition.
5. The response must include details of the market(s) likely to be affected by the contract, arrangement, understanding or proposal for the acquisition, including both the markets for the supply and acquisition of goods or services, in particular having regard to goods or services that may be regarded as substitutes. The response must also address existing alternative suppliers, market concentration information, whether there would be any constraint on the exercise of market power including those imposed by suppliers, competitors, customers and the existence of import or export possibilities, barriers to entry and expansion, vertical integration in the market and any related markets. The response must include detriment arising from both a lessening of competition and any other detriment to the public.
6. Details must be provided in relation to the likely effect of the minor variation upon those detriments to the public, including those resulting from the lessening of competition and other detriments to the public, claimed to result or be likely to result from the acquisition which was the subject of the original authorisation. The response must also indicate the likely effect of the minor variation upon those detriments to the public that the Tribunal found in its determination on the original authorisation.
7. Specific reference must be made to any public benefit which would or would be likely to arise from a significant increase in the real value of exports, significant substitution of domestic products for imported goods, increased international competitiveness or increased efficiency. Provide details of the likely effect of the minor variation upon those public benefits claimed to result or to be likely to result from the original authorisation. The response must also indicate the likely effect of the minor variation upon those detriments to the public that the Tribunal found in its determination on the original authorisation.