

**Practical Guidance for
Cooperation on Reviewing Merger Cases between
Directorate-General for Competition of
European Commission
and
Ministry of Commerce of P.R. China**

1. Pursuant to the Terms of Reference of the EU-China Competition Policy Dialogue signed between Directorate-General for Competition of European Commission and Ministry of Commerce of People's Republic of China (hereinafter referred to as the "Sides") on 6th of May 2004, the Sides formulate this Practical Guidance for Cooperation in Reviewing Merger Cases which are subject to the review of both Sides.
2. Cooperation in reviewing merger cases which are subject to the review of both Sides builds trust between the Sides' and their staff and is beneficial for the Sides, the merging parties and third parties.
3. Cooperation increases efficiency of investigations and reduces the burden on merging parties. It also increases transparency of the review process, in particular when authorities are able to share information and to discuss investigation timetables at key stages of investigations with each other and with merging parties.

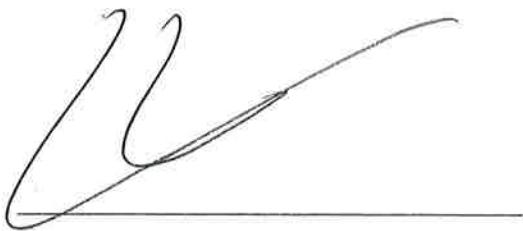
4. The Sides have a common interest in outcomes of merger reviews that are efficient, consistent and non-conflicting.
5. For the cases which are subject to the review of both Sides, the Sides have a common interest in establishing and maintaining communication during the respective review procedure (after the notification is accepted and until the decision is made) and on issues of procedure and substance as well as definition of relevant market, theory of harm, competitive impact assessment and the design of remedies.
6. When confidentiality waivers have been exchanged for the purpose of a merger review procedure and the Sides communicate information in accordance with the confidentiality waivers during the course of case cooperation, they will ensure the protection of business secrets and other confidential information.
7. The Sides may, where necessary, coordinate information requests to the merging parties and third parties, including exchanging draft questionnaires.
8. The Sides may each designate a liaison officer for receiving and facilitating requests regarding case cooperation.
9. The Sides will implement this Guidance in accordance with the Sides' respective laws and enforcement mandate.

10. The Sides reserve full discretion in the implementation of this guidance and cooperation does not prejudice any Sides' independent decision-making with respect to its cases. Nothing in this document is intended to modify or create any enforceable rights.

Signed in Beijing on October 15th 2015 in duplicate copies, both in the English and Chinese languages, with both versions being equally authentic.

For Directorate-General for
Competition of European
Commission Representative

For Ministry of Commerce of
People's Republic of China
Representative

A handwritten signature in black ink, consisting of a large, stylized 'U' shape followed by a horizontal line and a diagonal stroke extending to the right.A handwritten signature in black ink, featuring a large, stylized 'Z' shape followed by a horizontal line and a vertical stroke extending downwards.