

## **NOTIFICATION FORM**

### **INFORMATION REQUIRED FOR APPLICATION FOR DECISION PURSUANT TO CLAUSE 14.1 OF THE CIVIL AVIATION AUTHORITY OF SINGAPORE AIRPORT COMPETITION CODE 2009**

#### **PART 1 INTRODUCTION**

This Form lists the information and supporting documents which must be provided by an airport licensee when making a notification for decision pursuant to clause 14.1 of the Civil Aviation Authority of Singapore (“CAAS”) Airport Competition Code (“Code”).

If the airport licensee considers that the CAAS should treat any item of information submitted under this Form as confidential, the Applicant must provide a non-confidential version of this Form with that item of information removed. The non-confidential version should also contain an annex marked “confidential information” identifying each item of information which has been removed from the non-confidential version and providing a written explanation as to why the information should be treated as confidential. The same treatment should also be extended to supporting documents accompanying this Form containing any information that the airport licensee considers should be treated as confidential.

## **NOTIFICATION FORM**

### **1. General contact information**

- 1.1. Please provide the full name, address, telephone and fax numbers and email address of, and designation or position held by a contact person of the airport licensee for the purposes of this notification.
- 1.2. For each of the merger parties other than the airport licensee, please provide the following:
  - full name, address (by registered office, where appropriate, and principal place of business, if different), telephone and fax numbers, and e-mail address (where available) of the undertakings;
  - full name, address, telephone and fax numbers and email address of, and designation or position held by a contact person;
  - address for service to which documents and, in particular, the CAAS' correspondences may be delivered, as well as the full name, telephone number and email address of a person at each address who is authorised to accept service; and
  - a brief description of the nature of each undertaking's business.

### **2. General information on the merger**

- 2.1. Describe the nature of the notified merger. In doing so, state:
  - the nature of the merger, for example, whether the merger is an anticipated merger, an acquisition of sole or joint control, a full-function joint venture or a contract or other means of conferring direct or indirect control;
  - the value of the transaction (the purchase price or the value of all the assets involved, as the case may be);
  - for each of the merger parties, the areas of activity and turnover worldwide and in Singapore for the last financial year;
  - a brief explanation of the economic and financial structure of the merger;
  - the proposed, expected or past dates of major events designed to bring about the completion of the merger; and

- any financial or other support received from any source (including public authorities) by any of the parties and the nature and amount of this support.
- 2.2. Describe the strategic and economic rationale of the merger and why the merger should be allowed to proceed.

### **3. Information on the groups to which merger parties belong**

- 3.1. Please provide a list of all undertakings belonging to the same group to which each merger party belongs, specifying the nature and means of control for each undertaking (including any preferential or special rights). Undertakings belong to the same “group” when one undertaking has effective control over another or when the undertakings concerned are under common effective control of another undertaking. Please refer to clause 3 of the Code on how effective control is defined. This list should include all undertakings or persons controlling or controlled by each of the merger parties, directly or indirectly.
- 3.2. The information sought in section 3.1 may be illustrated by the use of organisation charts or diagrams.

### **4. Failing firm/division**

- 4.1. State whether one or more merger parties is a failing firm/division and if so, provide justification as to why the merger should be allowed to proceed on this basis.

### **5. Ancillary restrictions**

- 5.1. Provide the following:
- details of each ancillary restriction; and
  - an explanation as to why each ancillary restriction is directly related and necessary to the implementation of the merger.

### **6. Supporting Documents**

- 6.1. Please ensure that the following documents (where relevant) are included in the application:
- copies of the final or most recent version of all documents bringing about the merger, whether by agreement between the merger parties, acquisition of a controlling interest or a public bid;
  - in the case of a public bid, a copy of the offer document; if it is unavailable at the time of notification, it should be submitted as

soon as possible and not later than when it is posted to shareholders;

- copies of the most recent annual report and accounts (or equivalent for unincorporated bodies) for all the merger parties;
- copies of all analyses, reports, studies, surveys, and any comparable documents prepared by or for any member(s) of the board of directors (or equivalent) or other person(s) exercising similar functions (or to whom such functions have been delegated or entrusted), or the shareholders' meeting, for the purpose of assessing or analysing the merger with respect to market shares, competitive conditions, competitors (actual and potential), the rationale of the merger, potential for sales growth or expansion into other product or geographic markets, and/or general market conditions. For each of these documents, indicate (if not contained in the document itself) the date of preparation and the name and title of each individual who prepared the document; and
- written proof of the solicitor or other representative's authority to act on the airport licensee's behalf. The written proof must contain the name and position of the persons granting such authority.

## **7. Any other information**

- 7.1. Please state if the notified merger is subject to filing requirements of a local or foreign authority other than the CAAS. If yes, please state the country and authority to which the filing is made/to be made, and all decisions and/or directions issued by the local or foreign authorities in respect of the notified merger.
- 7.2. Please provide any other information which may be relevant to the application. Supporting documents should be included where relevant.

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DECLARATION**

Under clause 18.2 of the Code, it is an offence, punishable by a fine or imprisonment or both to provide information which is false or misleading in a material particular if the undertaking or person providing it knows that it is false or misleading, or is reckless as to whether it is. If the undertaking or person is a body corporate, its officers may be guilty of an offence under clause 18.2 of the Code.

**Declaration**

The undersigned declare and confirm that all information given in this Form and all pages annexed hereto are correct to the best of their knowledge and belief, and that all estimates are identified as such and are their best estimates based on the underlying facts.

Signature(s)

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Name(s) (in block capitals):

Designation(s):

Date:

1 February 2010