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江苏省市场监督管理局对丰田转售价格维持行为开出8761万反垄断罚单

2019年12月27日，国家市场监督管理总局（“市场监管总局”）发布了由江苏省市场监督管理局作出的丰田汽车（中国）投资有限公司（“丰田”）垄断案的处罚决定书，对丰田处2016年度江苏市场销售额2%的罚款，约8761万元。调查显示，丰田区域销售经理通过召开经销商会议等方式，要求江苏省内经销商在多个在线平台销售雷克萨斯汽车时统一按照各车型建议零售价进行报价，不得擅自降价，构成《反垄断法》第14条所禁止的转售价格维持行为。（[查看更多](#)）

Jiangsu AMR Fines Toyota CNY 87.61m for RPM

On 27 December 2019, China's State Administration for Market Regulation (“SAMR”) published the sanction decision in which the Administration for Market Regulation of Jiangsu Province (“Jiangsu AMR”) fined Toyota Motor (China) Investment Co., Ltd. (“Toyota”) around CNY 87.61m, accounted for 2% of its turnover of 2016 in Jiangsu. Jiangsu AMR found that by holding dealer meetings and other methods, Toyota's regional sales managers required distributors in Jiangsu to uniformly quote at the recommended retail prices of several Lexus models on the main automobile online platforms and asked distributors not to lower the prices without permission, which constituted resale price maintenance (“RPM”) prohibited by the *Anti-Monopoly Law* (“AML”). ([More](#))

市场监管总局等四部门发布关于开展妨碍统一市场和公平竞争的政策措施清理工作的通知

2019年12月26日，市场监管总局、国家发展和改革委员会、财政部和商务部发布了《市场监管总局等四部门关于开展妨碍统一市场和公平竞争的政策措施清理工作的通知》（“《通知》”）。《通知》明确了此次清理工作的范围和重点，要求强化清理责任、准确把握清理要求、及时报送清理结果并切实加强组织实施。四部门要加强统筹协调指导，及时跟踪了解进展情况，研究解决共性问题，确保清理工作顺利开展、取得实效。（[查看更多](#)）

China to Further Sweep the Policies Undermining Single Market and Fair Competition

On 26 December 2019, four central departments of Chinese government, SAMR, National Development and Reform Commission, Ministry of Finance and Ministry of Commerce published the *Notice of SAMR and Three other Departments on the Clean-up of Policies and Measures that Impede the Single Market and Fair Competition* (“Notice”). The Notice clarifies the range and priorities of the clean-up, and requires the relevant departments to strengthen the responsibility, accurately understand the requirements and timely report the results. The four departments should strengthen the coordination, track the progress in a timely manner, resolve the common problems and make sure that the goal of the clean-up work can be successfully achieved. ([More](#))

上海市市场监督管理局发布经营者反垄断合规指引

2019年12月26日，上海市市场监督管理局发布了《上海市经营者反垄断合规指引》，旨在引导和帮助当地经营者加强竞争领域合规管理，提升对垄断违法行为的认知、风险防范及处置能力，有效预防和降低违法行为产生的法律风险，树立依法经营的良好形象，激发经营者市场活力和创造力，努力培育市场竞争文化，优化营商环境，强化竞争政策实施，促进经营者合规经营，提升当地反垄断执法机构执法透明度，建立统一开放、公平竞争的现代化市场体系。（[查看更多](#)）

Shanghai AMR Publishes Anti-Monopoly Compliance Guidelines for Undertakings

On 26 December 2019, the Shanghai Municipal Administration for Market Regulation (“Shanghai AMR”) published the *Shanghai Anti-Monopoly Compliance Guidelines for Undertakings* (“Guidelines”). The Guidelines serves the purposes of (i)guiding local undertakings to strengthen compliance management; (ii)improving their abilities to recognize, prevent and resolve antitrust violations; (iii)effectively preventing and reducing legal risks for violation; (iv)operating in accordance with the law; (v)stimulating market vitality and creativity; (vi)fostering a culture of market competition; (vii) optimizing business environment; (viii)strengthening the implementation of competition policies; (ix) promoting compliance in business operations; (x)enhancing the transparency of local antitrust authority, and (xi) establishing a modern market system featuring unified, open and fair competition. ([More](#))

因收购中山港航股权未依法申报，广州港被罚30万元

2019年12月25日，市场监管总局发布了对广州港股份有限公司（“广州港”）收购中山港航集团股份有限公司（“中山港航”）股权未依法申报案作出的行政处罚决定，对广州港处以30万元罚款。2018年11月12日，广州港与中山市中航投资发展有限公司签订《股份转让合同》，收购中山港航52.51%股权。2018年11月23日，完成变更登记。市场监管总局调查发现，该交易达到了经营者集中申报标准，但未提前申报，违反了《反垄断法》第21条的规定。（[查看更多](#)）

SAMR Fines Guangzhou Port CNY 300,000 for Gun-jumping

On 25 December 2019, SAMR published its sanction decision in which Guangzhou Port Group Co., Ltd. (“Guangzhou Port”) was fined CNY 300,000 for gun-jumping. On 12 November 2018, Guangzhou Port signed the *Share Transfer Contract* with Zhongshan Zhonghang Investment Development Co., Ltd. to acquire 52.51% share of Zhongshan Port & Shipping Enterprise Group Co., Ltd. This deal has met the thresholds of merger filing, but Guangzhou Port failed to file the deal, which violated the provisions on the concentration of undertakings under Article 21 of the AML.

南宁中院认定一供水公司垄断行为成立

2019年12月23日，中国裁判文书网发布了南宁市中级人民法院于今年10月21日作出的吴宗礼与永福县供水公司滥用市场支配地位纠纷一审民事判决书，认定被告永福县供水公司构成滥用市场支配地位的搭售行为，判令其向原告返还安装费5000元并支付利息、赔偿原告为制止侵权行为

为支出的合理开支1000元，同时判令原告向被告返还涉案房屋安装的水管、水表等供水设施。

([查看更多](#))

Nanning Court Rules a Water Supply Company Constituted Abuse of Dominance

On 23 December 2019, *wenshu.court.gov.cn* published the first instance judgment of the antitrust dispute between Wu Zongli and Yongfu County Water Supply Company issued by Nanning Intermediate People's Court (“**Nanning Court**”) on 21 October 2019. The defendant, Yongfu County Water Supply Company, was concluded for abusing the dominant market position to tie-in and therefore was ordered to return CNY 5,000 installation fee, pay interest and compensate plaintiff CNY 1,000 reasonable payment for stopping infringement. The plaintiff was ordered to return water pipes, water meter, and other supplement equipment to the defendant. ([More](#))

市场监管总局附条件批准诺贝尔斯收购爱励股权案

近日，市场监管总局附加限制性条件批准了诺贝尔斯公司（“**诺贝尔斯**”）收购爱励公司（“**爱励**”）股权案。2018年7月26日，诺贝尔斯与出让方签署协议，收购爱励全部股份。本案中，申报方曾以简易程序申报，但在公示期内遭到第三方提出的异议，之后以普通程序重新申报。后又因审查期限缘故，两次撤回并再次申报。由于此项经营者集中在相关市场可能具有排除、限制竞争效果，市场监管总局最终附条件批准了该案。 ([查看更多](#))

SAMR Conditionally Approves Novelis's Acquisition of Aleris

Recently, SAMR announced that it had conditionally approved Novelis' acquisition of Aleris. On 26 July 2018, Novelis signed an agreement with Aleris' shareholder to acquire Aleris' 100% equity. In the beginning, the notifying party filed this deal under simplified procedures but encountered third party objection within the publicity period. Then the notifying party refiled under normal procedures. Later, due to the time limit of the review, it withdrawn and refiled the case twice. Finally, SAMR approved the transaction with conditions because it may eliminate or restrict competition in the relevant markets. ([More](#))

海外动态 Overseas News

法国对谷歌滥用搜索广告市场支配地位行为开出1.5亿欧元反垄断罚单

2019年12月20日，法国竞争管理局宣布，其已就滥用搜索广告市场支配地位的行为对谷歌开出了1.5亿欧元（约合人民币11.65亿元）的反垄断罚单。该机构表示，谷歌对广告商施加的Google Ads运营规则是在非客观、非透明和歧视性条件下制定和适用的，这使得谷歌可以以歧视性或不一致的方式适用它们并给广告商和搜索引擎用户造成损害。除前述巨额罚单外，法国竞争管理局还要求谷歌阐明Google Ads的运营规则的措辞及账户暂停程序。 ([查看更多](#))

French Competition Watchdog Fines Google EUR 150m for Abuse of Dominance

On 20 December 2019, the French competition watchdog, the Autorité de la Concurrence announced that it imposed Google a financial penalty of EUR 150m for abuse of a dominant position, and required Google to clarify the wording of Google Ads' operating rules, as well as the accounts suspension procedure. The Autorité de la Concurrence considered that Google Ads operating rules imposed by Google on advertisers were established and applied under non-objective, non-transparent and discriminatory conditions. This allowed Google to apply them in a discriminatory or inconsistent manner and led to damages for both advertisers and for search engine users. ([More](#))

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