

Antitrust and Competition

Turkish laws prohibit anti-competitive agreements, cartels, price controls and abuses of dominance, while also requiring businesses to get approval for certain corporate re-arrangements. Moroğlu Arseven thoroughly understands the requirements and enforcement approaches adopted by the Turkish Competition Authority and its global counterparts, meaning the firm can offer comprehensive support in this area, with both proactive and reactive elements.

The firm's strong understanding and experience in competition law enable us to expertly guide clients about a full range of competition law issues, including contentious as well as non-contentious mandates. These range from day-to-day advice on local distribution arrangements and supporting foreign companies to establish local franchise arrangements, through to complicated merger filings and regulatory investigations.

Daily advisory services

Moroğlu Arseven offers a full range of competition law advisory services to support clients' international and domestic businesses, as well as while launching Turkish operations. The firm regularly reviews day-to-day contracts and business practices against competition law requirements. Lawyers integrate competition-focused reviews with advice in other practice areas, such as corporate counseling and commercial contract management.

The firm's experience means we can pro-actively advise about upstream and downstream implications or restrictions when reviewing contracts. Issues include competition law aspects of supply and distribution contracts, horizontal and vertical relations, franchise arrangements, hub and spoke structures, toll manufacturing, unilateral conduct, incentives and other pricing issues, parallel trade, territorial restrictions, standard-setting activities, as well as licensing arrangements.

We regularly advise on market developments, as well as where a company's operations, practices or legal arrangement give rise to competition law issues or expose it to legal risks. Our pro-active advice allows clients to be prepared for developments in competition laws before they come into effect, or address risk areas.

We also regularly support clients with reviewing, planning and executing regulatory filings for the necessary exemptions and clearances applicable to restrictive agreements and practices, such as well as taking advantage of block exemptions or arranging leniency applications.

Compliance programs and audits

Establishing and maintaining a robust competition law compliance program reduces legal risks by adopting preventive measures, as well as raising competition law awareness for both executives and employees.

Moroğlu Arseven works closely with clients to understand their specific expectations and operations, to design multi-faceted competition compliance programs which are brought together into a tailored and structured

program, including ongoing audits and amendments where necessary. These programs typically run on an annual cycle, seeking to identify competition law exposures, as well as inform companies about risk-mitigation strategies.

Programs involve monitoring broader market developments, as well as advising on each client's operations, practices, legal arrangements, or market behaviors which may expose the company to competition law risks. These programs have resulted in measurable improvement for our clients' understanding and compliance with best practices for avoiding anti-competitive behavior.

Mock dawn raids and training

Moroğlu Arseven has a solid track record conducting mock dawn raids for clients. These exercises allow companies to plan, implement and adjust strategic policies or practices to prepare for, manage, and challenge investigations and enforcement actions by competition authorities. The firm is well positioned to review and understand client vulnerabilities during these exercises, as well as address compliance gaps which require quick and proper mitigation.

Findings from mock dawn raids further allow Moroğlu Arseven to tailor staff training sessions, focusing on information and exposures identified via these exercises. The mock dawn raids gather information about red-flag areas and critical competition risks for each client, based on its actual structures and operations rather than at a theoretical level. The customized approach means our training sessions are a particularly useful tool for educating our clients' staff members about these critical legal concepts.

Moropl Arseven also provides stand-alone workshops and training sessions for clients, as well as their representatives and employees. These workshops support risk and cost reductions by providing an in-depth grasp of how competition laws impact each client's daily operations, as well as addressing specific risk areas.

Competition Authority investigations

Moroğlu Arseven provides full support during all phases of competition law investigations, including preparation, written and oral presentations, as well as dealing with information requests or questions from the Authority. The firm has advised defendants and complainants in a broad range of industries, including issues related to cartels, restrictive horizontal and vertical arrangements, territorial restrictions, concerted practices, resale price maintenance, abuses of dominance, excessive pricing, price-fixing and refusal to supply.

Localization projects

Moroğlu Arseven regularly supports multinational clients to develop or localize their competition policies, or regional compliance manuals. These projects require lawyers to have a keen awareness of foreign approaches to competition law, to ensure effective comparative advice. These projects typically also involve training sessions for the company's Turkish staff, with particular emphasis on how Turkish rules differ from foreign competition law requirements. For example, addressing the local approach to de minimis exceptions (which do not apply in Turkey), or the presumption of concerted practice (which differs to the EU approach).

Merger notifications

Moroğlu Arseven has significant experience advising on Turkish merger control issues, often as part of major multijurisdiction projects. We have extensively counseled clients in mergers, acquisitions, joint ventures and spin-offs, with advice and risk-assessments integrated into all stages of transactional support. For example, also advising on competition aspects of the deal strategy and transaction documents, or red-flags during due diligence stages.

Our services stretch from initial reviews to determine whether clients must notify a transaction and obtain approval, through to comprehensive support with preparing and submitting documents to the Competition Authority. The firm has obtained clearances for corporate re-arrangements across a range of industries.

The firm pays particular attention to mitigating delays which can occur during these reviews since such delays can often lead to expensive flow-on consequences for the wider transaction.

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