



COMMUNIQUÉ AMENDING THE COMMUNIQUÉ ON MERGERS AND ACQUISITIONS REQUIRING THE APPROVAL OF THE COMPETITION BOARD (COMMUNIQUÉ NO: 2010/4) HAS BEEN PUBLISHED

Significant amendments have been introduced through the Communiqué Amending the Communiqué on Mergers and Acquisitions Requiring the Approval of the Competition Board (Communiqué No: 2010/4) (“**Communiqué**”), published in the Official Gazette dated 11 February 2026 and numbered 33165. The amendments introduce significant revisions to the turnover thresholds triggering the Competition Board approval, adjustments to the technology undertaking exception, and transitional provision relating to transactions that are under review as of the entry into force of the relevant Communiqué.

I. EXECUTIVE SUMMARY

1. The turnover thresholds triggering the Competition Board approval have been updated. Accordingly;
 - The aggregate Turkish turnover of the transaction parties should exceed TRY 3 billion and the Turkish turnovers of at least two of the transaction parties should each exceed TRY 1 billion.
 - In acquisition transactions, the Turkish turnover of the assets or activities subject to the transfer should exceed TRY 1 billion and the worldwide turnover of at least one of the other transaction parties should exceed TRY 9 billion.
2. The technology undertaking exception has been limited to technology undertakings in Türkiye, and the applicable turnover thresholds have been reduced for mergers or acquisitions involving such undertakings. In these transactions, the TRY 1 billion turnover thresholds referred to above will be applied as TRY 250 million.
3. It has been stipulated that, as of the entry into force of the new turnover thresholds, ongoing review processes relating to transactions that no longer meet the thresholds under the new regulation may be terminated by a decision of the Competition Board.
4. The amendments have entered into force on 11 February 2026.

II. DETAILS OF THE NEW TURNOVER THRESHOLDS

1) Updated Turnover Threshold Values

The turnover thresholds requiring approval from the Competition Board for mergers and acquisitions have been significantly revised:

- The threshold for the aggregate turnover of the transaction parties active in Türkiye **has been increased from TRY 750 million to TRY 3 billion**. While previously at least two of the transaction parties were required to each exceed TRY 250 million in Turkish turnover, this amount **has now been increased to TRY 1 billion**.
- Furthermore, in acquisition transactions, the Turkish turnover of the assets or activities subject to the transfer, and in merger transactions the Turkish turnover of at least one of the transaction parties, was previously required to exceed TRY 250 million, this threshold has now been increased to **TRY 1 billion**. The worldwide turnover threshold required for at least one of the other transaction parties has been increased from TRY 3 billion to **TRY 9 billion**.

2) Thresholds Relating to Technology Undertakings

In merger transactions where at least one of the transaction parties is a technology undertaking established in Türkiye, and in acquisitions involving such undertakings, **the TRY 1 billion thresholds mentioned above shall be applied as TRY 250 million** in terms of the acquired undertaking. In addition, it is stipulated that the exception applicable to technology undertakings shall apply only to technology undertakings established in Türkiye.

III. AMENDMENTS TO DEFINITIONS

The following definitions have been revised under the Communiqué:

- **Relevant Undertaking:** In mergers, the merging undertakings; in acquisitions, the acquiring undertaking **and** the person or economic units subject to the transfer.
- **Transaction Party:** In mergers, the economic entities to which the merging undertakings belong; in acquisitions, the economic entities to which the acquiring relevant undertakings belong; and, with respect to the relevant undertaking subject to transfer, the undertaking itself and the economic units it controls
- **Technology Undertakings:** Undertakings operating in the fields of digital platforms, software and game software, financial technologies, biotechnology, pharmacology, agrochemicals, and health technologies, or assets related thereto

IV. TRANSITIONAL PROCESS

With the entry into force of the amendments, ongoing review processes concerning transactions that fall below the new turnover thresholds or that are determined not to meet the other conditions shall be terminated by a decision of the Competition Board.

For any further information, you may contact us.



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This newsletter has been prepared as of 11 February 2026 for informational purposes regarding the Communiqué Amending the Communiqué on Mergers and Acquisitions Requiring the Approval of the Competition Board (Communiqué No: 2010/4), published in the Official Gazette dated 11 February 2026 and numbered 33165.

The assessments contained in this newsletter do not constitute legal advice or legal opinion, and no liability whatsoever can be attributed to Aksu ęalıřkan Beygo Law Firm due to these assessments. It is recommended that you obtain legal counsel regarding any questions or issues within the scope of this newsletter.

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