

Foreign Investment Review

Mergers, national interest & national security in 26 jurisdictions worldwide

2012

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Turkey

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Law and policy

- 1 What, in general terms, are your government's policies and practices regarding oversight and review of foreign investment?

Turkey is a developing country and its economy is steadily growing. The Turkish government welcomes foreign investments from all over the world. All fields of business that are open to the Turkish private sector are also open to foreign participation investments unless otherwise stipulated by international conventions or special laws.

The role of the government is limited mainly to infrastructure development and provision of public services. The new economic policy aims to privatise state economic enterprises such as electricity generation/distribution companies, increase the integration of the economy with the world economy and attract more foreign capital to Turkey.

Turkish regulations do not provide different advantages or disadvantages to investors according to their origin. Since 1962, however, Turkey has been negotiating and signing agreements for the reciprocal promotion and protection of investments. Turkey has signed bilateral investment treaties with 83 countries, 74 of which are in effect.

Also, certain fiscal incentives are available to certain types of businesses that provide for industrial development and rural-urban integration. These incentives or tax expenditures are usually available to investors for the promotion of private investment activities in selected sectors such as energy and construction and in selected regions requiring more development, depending on the scale of the investment.

Turkey has a liberal foreign exchange regime, which allows local-foreign exchange accounts. Remittance of profits is guaranteed. To enable the transfer of profit, an approved tax statement, tax accrual and payment slips should be submitted. Provided that appropriate tax liabilities are fulfilled (eg, withholding tax), foreign investors can freely transfer net profits, dividends, and sale, liquidation and indemnity proceeds through Turkish banks. Moreover, Turkish resident companies are allowed to procure loans to group companies resident abroad.

Turkey is a member of the International Bank for Reconstruction and Development, the European Bank for Reconstruction and Development, the Black Sea Economic Cooperation, the International Monetary Fund and the Asian Development Bank. Turkey is a member of the Organization of the Islamic Conference and the Islamic Development Bank, and the Central Bank of Turkey is a member of the Bank for International Settlements. In 1995, Turkey became a member of the World Trade Organization (WTO). Although it is not a signatory to the WTO Agreement on Government Procurement; it is an observer to the WTO Committee on Government Procurement. In accordance with Turkey's public tender law, an independent board to oversee public tenders was established. Foreign companies can participate in state tenders valued above an established threshold. The law provides a price preference of up to 15 per cent for domestic bidders, which is not available if they form a joint venture

with foreign bidders. Turkey has expanded the definition of domestic bidder to include foreign-owned corporate entities established under Turkish law.

Turkey is also a founding member of the Economic Cooperation Organisation (ECO), a trade organisation formed in 1985 between Turkey, Iran and Pakistan. Since its formation, Afghanistan, Azerbaijan, Kyrgyzstan, Kazakhstan, Tajikistan, Turkmenistan and Uzbekistan have joined the ECO.

- 2 What are the main laws that directly or indirectly regulate acquisitions and investments by foreign nationals on the basis of the national interest?

The main laws in this regard are:

- the Foreign Direct Investment Law (No. 4875) (the FDIL);
- the Regulation for Implementation of Foreign Direct Investment Law (the Regulation);
- the Communiqué Regarding the Implementation of Foreign Direct Investment Law (the Communiqué);
- the Law regarding the Protection of the Value of Turkish Currency (No. 1567);
- the Law on the Establishment of Radio and Television Enterprises (No. 6112);
- SHY-6A Regulation on Commercial Air Transport Operations;
- SHY-22 Regulation on Airport Ground Handling;
- the Cabotage Act (No. 815);
- the Petroleum Law (No. 6326);
- the Mining Law (No. 3213);
- the Land Registry Law (No. 2644); and
- the Electricity Market Law (No. 4628).

- 3 Outline the scope of application of these laws, including what kinds of investments or transactions are caught. Are minority interests caught? Are there specific sectors over which the authorities have a power to oversee and prevent foreign investment or sectors that are the subject of special scrutiny?

Turkey's foreign investment legislation was subject to major revision in 2003. The procedures for foreign investment were simplified and the principle of equal treatment was respected. Accordingly, a more investor-friendly environment has been secured.

According to the FDIL, foreign investors are no longer required to obtain permissions or approvals. Foreign investors will only be asked to provide certain statistical information to the Foreign Investment General Directorate of the Ministry of Economy (the FIGD) for the purpose of developing an information system regarding foreign investments in Turkey. They are also obliged to notify the Treasury regarding completed transactions. Such obligations are governed under the Regulation.

The FDIL makes a clear statement that direct foreign investment in Turkey is permitted as a general rule and that any restriction must be expressly authorised by law or international treaty. Currently,

Turkish laws limit foreign investment in various sectors and these restrictions remain in place notwithstanding the FDIL. However, the former prohibition on majority foreign ownership in a company has been repealed. Foreign investors are today subject to the same requirements as a Turkish investor when incorporating a Turkish company or when establishing a branch of a non-Turkish entity. However, there are special prior approval requirements for owning shares and voting rights reaching certain thresholds in certain types of regulated companies.

Equity participation of foreign shareholders is restricted to 50 per cent in broadcasting companies and 49 per cent in certain aviation and maritime transportation companies. Establishment in financial services, including banking and insurance as well as the petroleum sector, requires special permission from the relevant administration for both domestic and foreign investors. Petroleum-related activities can be carried out through locally incorporated stock companies or Turkish branches of stock companies incorporated abroad provided they are not controlled or owned by a foreign state.

Pursuant to the Mining Law, foreign nationals may invest in the Turkish mining sector only through locally incorporated companies.

Pursuant to the Land Registry Law, the acquisition of real estate is based on the 'reciprocity principle', which means that nationals of a country that allows Turkish nationals to purchase real estate properties within its borders are allowed to purchase real estate in Turkey. However, the total surface area purchased by a foreign individual in Turkey cannot exceed 2.5 hectares.

Companies incorporated in Turkey by foreign investors (or companies with foreign shareholders) can only acquire and use real property in order to conduct the activities stated in their articles of association. Such real property cannot be in military or private security zones. Foreign companies can only acquire real property in limited circumstances, under certain laws such as the Petroleum Law, the Tourism Encouragement Law, the Banking Law and the Industrial Zones Law.

According to the Electricity Market Law, foreign companies cannot have a market share that will enable them to have controlling power in the electricity generation, transmission or distribution subsectors.

4 How is a foreign investor or foreign investment defined in the applicable law?

The FDIL broadens the definition of a foreign investor. In addition to citizens of countries other than Turkey and legal entities established outside Turkey, the Law considers Turkish citizens resident outside Turkey and international institutions (such as the International Finance Corporation) as parties eligible to be considered foreign investors in Turkey.

The Law also provides a broad definition of foreign investment. Any contribution from outside Turkey of funds in convertible currency, corporate securities (except foreign sovereign bonds), machinery and equipment or industrial and intellectual property rights constitutes foreign investment. In addition, 'any rights generated in Turkey and relating to dividends, sales proceeds, receivables or other investment rights with monetary value, as well as assets with an economical value such as rights relating to exploration and extraction of natural resources' are included within the definition of foreign investment.

5 Are there special rules for investments made by foreign state-owned enterprises (SOEs) and sovereign wealth funds (SWFs)? How is an SOE or SWF defined?

There is no general restriction with regard to investments made by SOEs and SWFs in Turkey unless otherwise stipulated by international conventions or special laws. According to the Petroleum Law, due to the principle of national interest, petroleum-related activities

cannot be carried out through companies controlled or owned by foreign states.

Although there is no exact definition for SOEs and SWFs under Turkish law, any company or wealth fund controlled by a foreign state either by holding the majority of the relevant shares or voting rights would be deemed as an SOE or SWF.

6 Which officials or bodies are the competent authorities to review mergers or acquisitions on national interest grounds?

Share transfers in a Turkish company by or to a foreign investor used to be subject to the prior approval of the Foreign Investment Directorate. This requirement is no longer applicable and foreign investors can freely sell or purchase shares in Turkish companies.

The Turkish Competition Authority is the authorised body to review mergers and acquisitions to ensure competition in relevant markets in Turkey.

Additionally, certain mergers and acquisitions in the energy and banking and finance sectors, and those regarding publicly traded companies, may be subject to the approval of the Energy Market Regulatory Board, the Banking Regulation and Supervision Agency or the Capital Markets Board, respectively.

7 Notwithstanding the above-mentioned laws and policies, how much discretion do the authorities have to approve or reject transactions on national interest grounds?

Turkey has a regulated and liberal business market. National interest grounds are limited to those specified in relevant laws. Therefore, Turkish authorities are not entitled to use any discretionary power to approve or reject transactions unless such power is not granted by law. Please note, however, that the discretionary power of Turkish authorities may play a role during completion of bureaucratic transactions in terms of the required periods of time.

Procedure

8 What jurisdictional thresholds on governmental actions trigger a review or application of the law? Is filing mandatory?

As explained in question 3, there is no general review mechanism set forth for foreign investments except sector-specific regulations. For example, foreign shareholding is restricted to 50 per cent in broadcasting companies and 49 per cent in certain aviation and maritime transportation companies. Similarly, petroleum-related activities can be carried out through locally incorporated stock companies or Turkish branches of stock companies incorporated abroad provided that they are not controlled or owned by a foreign state. However, certain regulations applicable for both domestic and foreign capital companies may also be applicable on a sector basis. Examples of those are establishment in financial services, including banking and insurance sectors. Petroleum legislation also requires special permission from the relevant administration for both domestic and foreign investors.

Please note that the above-mentioned review procedures are set forth by law in relation to all domestic and foreign investments and are not triggered by any turnover or asset size thresholds.

9 What is the procedure for obtaining national interest clearance of transactions and other investments?

As explained above, the general legal framework applicable to foreign investments under Turkish legislation is provided by the FDIL. Pursuant to article 3 of the FDIL, foreign investments shall at all times be subject to equal treatment with domestic investments. Accordingly, in general, there is no requirement for obtaining national interest clearance. Nevertheless, there are certain sector-specific regulations

for public policy reasons. An example of such sector is private security services, in which foreign real persons or legal entities cannot become shareholders unless there is a reciprocal implementation with the relevant country. With respect to such restriction, set forth on the grounds of public security, a national interest clearance is not applicable.

Apart from such sector-specific restrictions, legal entities bearing foreign direct investment are required to submit certain reports to FIGD within the scope of the FDIL. Nevertheless, such reports are submitted only for statistical purposes. The reporting requirement stipulated by the FDIL includes:

- annual reports including shareholding structure, capital and operations of legal entities within the scope of the FDIL;
- capital contributions made to legal entities within the scope of the FDIL;
- share transfers either between the existing shareholders of the relevant legal entity within the scope of the FDIL or to third parties; and
- contribution of a foreign shareholder to a domestic legal entity either by means of share transfer or capital contribution.

The above-listed reports are submitted by standard forms provided by FIGD and do not involve payment of any fees to the relevant public authority.

Finally, on the grounds that foreign investments are subject to equal treatment with domestic entities as stated above and such reports are submitted only for statistical purposes, reports made within this framework cannot trigger the intervention of public authorities.

10 Which party is responsible for securing approval?

On grounds that the notification requirement summarised above is set forth for Turkish legal entities bearing direct foreign investment within the scope of the FDIL, the responsible party for reporting is the legal entity itself.

With regard to other sector-specific regulations, the application requirement for obtaining approval of the relevant public authority may vary depending on the relevant legislation. However, especially in relation to share transfers of companies under the supervision of relevant public authorities, we believe that follow-up correspondence by the legal entity itself should facilitate the procedures provided that such entity is already acquainted with the relevant public authority.

11 How long does the review process take? What factors determine the timelines for clearance? Are there any exemptions, or any expedited or 'fast-track' options?

Provided that the reporting under the FDIL is made for statistical purposes, there is no review and clearance process regarding the reports. However, the length of any approval or clearance procedure, as may be applicable on a sector-specific basis, could vary depending on the relevant legislation. Additionally, although the general time limit for a response by administrative authorities is 60 days under the principles of general administrative law, such period may vary in accordance with the workload of the relevant authority.

Unless provided otherwise by the relevant applicable legislation, there is no general exemption or option for speeding up such procedures before administrative authorities.

12 Must the review be completed before the parties can close the transaction? Are there penalties if the parties implement the transaction before clearance is obtained?

Based on the same reason stated above, reports submitted within the scope of the FDIL do not have any implications on closings of transactions and there are no penalties implemented in this respect.

Furthermore, non-compliance with the reporting requirement is not subject to any administrative fine under the applicable legislation either.

However, in cases where approval or clearance of a public authority is required by specific provisions on a sector basis, non-compliance with such requirement and proceeding without obtaining such approval or clearance would render the relevant transaction invalid, in principle, both before public authorities and related third parties.

13 Can formal or informal guidance from the authorities be obtained prior to a filing being made? Do the authorities expect pre-filing dialogue or meetings?

Although possible on an unofficial basis, Turkish public authorities do not require coordination of pre-filing dialogue or meetings. However, as explained below in question 14, for purposes of facilitating subsequent stages, the stance of the relevant public authorities can be asked regarding specific subjects, either by means of the Prime Ministry Investment Support and Promotion Agency (the Agency) established in 2006 pursuant to Law No. 5523 for such purpose or by the investors themselves.

Additionally certain public authorities, such as the Competition Authority, publish guidelines on interpretation and implementation of applicable legislation within their scopes of authority in order to facilitate any filing procedures to be followed up before such authorities.

Finally, pursuant to Law No. 4982 on the Right to Information, both foreign real persons residing in Turkey and foreign legal entities operating in Turkey are entitled to request information from any Turkish public authority or institution regarding themselves or their operations. Within this framework, public authorities are obligated to respond to such requests for information accurately and within a reasonable time. Accordingly, foreign investors can also benefit from such law in relation to their prospective and ongoing investments.

14 When are government relations, public affairs or lobbying specialists made use of to support the review of a transaction by the authorities? Are there any other lawful informal procedures to facilitate or expedite clearance?

The Agency, as stated above, has been established particularly for the preparation of investment strategies and assisting in both domestic and foreign investments with regard to their operations in Turkey, including facilitating filing procedures and establishing coordination with related public authorities. The Agency, which has a public nature due to its being subordinated under the Turkish Prime Ministry, is also active in international investment support programmes and promotions, and can serve as an intermediary between investors. To conclude, it can be said that the Agency operates as a public authority promoting investments on a macro level as well since it provides guidance to individual investors on a project basis.

The scope of guidance services of the Agency includes both pre-investment and investment phases as well as assistance with subsequent matters after realisation of the investment. The Agency also assists in the follow-up procedures before public authorities when required. For further information regarding the Agency, please refer to the following website: www.invest.gov.tr/en-US/Pages/Home.aspx.

15 What post-closing powers do the authorities have to review, challenge or unwind a transaction that was not otherwise subject to review?

Public authorities, especially regulatory authorities such as the Energy Market Regulatory Authority, the Capital Markets Board, the Competition Authority or the Banking Regulatory and Supervision Authority, in addition to the conventional governmental units, are vested with the right to review operations of relevant actors

within their scopes of authority. Post-closing review of such public authorities in general is conducted irrespective of the relevant entity or person bearing a foreign element or not. In other words, based on the above explained non-discrimination principle, foreign investments are subject to a general regulatory review and supervision under the same provisions and conditions applicable to domestic actors. However, in the event of any provisions requiring approval or clearance from a specific public authority on a sector basis, a transaction that is invalid in principle can be challenged or rendered invalid by the relevant public authority.

Substantive assessment

16 What is the substantive test for clearance and on whom is the onus for showing the transaction does or does not satisfy the test?

There are no major substantive assessments for foreign investments in Turkey, but substantive assessments are more sector-specific, applicable to both local and foreign investors.

The only approval required for foreign investments, which could be considered a substantive assessment, is the procedure for purchase of real estate by foreign capital companies. Article 36 of the Land Registry Law regulates the acquisition of immovable property by foreign capital companies. Pursuant to this provision, foreign capital companies may only acquire immovable property in Turkey in order to realise their purpose and scope of activities, and the acquisition of immovable properties by foreign capital companies within military forbidden zones, military security zones, strategically important zones and special security zones are subject to the permission of the chief of staff or the relevant governorate, as the case may be. The consequence for non-compliance with such provisions would be the liquidation of the real estate (not the foreign capital company itself). In order to determine whether the real estate is within the restricted zones mentioned above, an application must be made to the relevant governorate by the foreign capital company before acquisition of the real estate. Since most of these zones and areas are already registered, there is little discretion on the part of the administration to reject the application of the foreign capital company.

Apart from the above-mentioned governorate clearance, there is no general clearance to be made for foreign investments. However, there are some general clearance requirements applicable to all investments in Turkey, as well as some sector-specific clearance requirements. Under Turkish law, any clearance as a prerequisite for a transaction must be regulated explicitly through law and both the evaluation criteria and procedures should be regulated. Therefore, in practice, tests regarding whether a merger or acquisition should be subject to either a notification or a clearance from a governmental or administrative authority is evaluated as per such procedures and criteria under the relevant legislation. Such tests are conducted by both parties to a transaction, with assistance from their legal, financial and tax counsels.

The most common clearance requirement in mergers and acquisitions under Turkish Law is the Competition Board approval. An analysis regarding whether a notification to the Competition Board is required is conducted by taking into account the annual turnover of all parties subject to the transaction. This analysis is conducted usually by the legal counsels of the parties, as per the turnover thresholds under Communiqué No. 1997/1 on the Mergers and Acquisitions for which Permission of the Competition Board is Required (the Competition Communiqué). Under the Competition Communiqué, mergers and acquisitions where the turnovers of parties exceed the thresholds set therein shall be subject to an approval from the Competition Board, provided that the merger or acquisition has an effect on a market. It should be noted that under Communiqué No. 2010/4, turnover figures do not relate to the relevant product market in Turkey only, but to the total domestic and worldwide turnovers of the parties to the contemplated transaction.

Other clearances that are required to be obtained can be summarised as the permissions required from the Capital Markets Board for the mergers or acquisitions of target companies registered in the stock market, for which the criteria and procedures are regulated under legislation in detail; and the approval of the Electricity Market Regulatory Authority for the transfer of shares in or merger of licence-holder companies causing any direct or indirect change in the shareholding structure exceeding 10 per cent, or changing the shareholding structure so that a shareholder reaches or falls from its 10 per cent shareholding, directly or indirectly.

In practice, to be on the safe side, parties usually apply for the applicable clearances, approvals or notifications if there is any doubt as to whether they fall within the thresholds and criteria.

17 To what extent will the authorities consult or cooperate with officials in other countries during the substantive assessment?

Consultation with the authorities of other countries is very limited in Turkey in the implementation of legislation, but is more widespread during lawmaking. Especially during this era in which Turkey is in the process of accession to the European Union, the government, considering both the accession criteria and national policy, attributes great importance to the harmonisation of Turkish legislation with the European Union *Acquis Communautaire*.

Under the above-mentioned aim and policy, Turkey has engaged in a number of 'twinning meetings' with European Union countries in order to determine the legislation to be harmonised, conduct and evaluate harmonisation thereof, and ascertain the legal developments on a regular basis. Additionally, there are a number of committees and commissions under various governmental organisations and ministries that are in regular and continuous contact with the legislative bodies of other countries, and Turkey is a member of certain councils and bodies in the international arena, aiming to develop and improve the foreign investment environment in Turkey, such as the Coordination Council for the Improvement of Investment Environment (YOİKK).

18 What other parties may become involved in the review process? What rights and standing do complainants have?

There is no specific case where other parties, such as competitors and customers, are involved in the review process. However, they may file information requests and complaints with relevant governmental authorities, which information may also be considered by the governmental authorities under the frameworks of their relevant legislation.

19 What powers do the authorities have to prohibit or otherwise interfere with a transaction?

As a constitutional principle under Turkish law, fundamental rights and freedoms of persons and legal entities may only be limited by laws, and such limitation must not infringe upon the proportionality principle. The right to entrepreneurship is also a fundamental right, thus the administration may not bring, with its own discretion and power, any barrier or prohibition to the rights of entrepreneurship, establishment of companies, entering into business transactions, mergers, acquisitions, or investments. Sector-based prohibitions may be brought by law.

20 Is it possible to remedy or avoid the authorities' objections to a transaction, for example, by giving undertakings?

As explained above, objections to a transaction would not arise with regard to foreign investment law since there are no clearances to be applied for merely because a transaction brings foreign investment into Turkey. However, governmental authorities may object to

transactions under competition legislation, energy markets or other sector-specific markets. In these cases, undertakings are not preferred by governmental offices and are not common; however, there may be cases where the transaction may be allowed on a conditional basis by obtaining undertakings from the parties to a transaction.

21 Can a negative decision be challenged?

Challenge of decisions before Turkish courts

All actions and transactions of the administration are subject to legal scrutiny. In other words, all persons who have a benefit in the cancellation of an administrative action or transaction may file a lawsuit before the administrative courts for the cancellation of an action of the administration.

Any person (individual or legal entity) who has a legitimate interest in the cancellation of an administrative decision is entitled to file a cancellation lawsuit against such decision before administrative courts. Therefore, any third party (individuals, communities, environmental groups or other third parties) that thinks its interests have been or may be damaged due to the negative decision may request the cancellation of such licence before administrative courts.

During a cancellation lawsuit, the implementation of the administrative action subject to that lawsuit may be suspended if the judges render an injunction relief decision. There are two conditions that must be met in order for a judge to render an injunction relief decision: (i) there must be a clear contradiction of law; and (ii) damages that are difficult or impossible to be remedied may occur if the implementation of the relevant administrative action is not suspended.

In the event an administrative action or transaction is cancelled by an administrative court, such administrative action or transaction becomes retroactively null and void.

Apart from the cancellation of a negative decision, persons also have the right to file compensation lawsuits against the administrative authority if they have incurred damages due to the negative decision given by such administrative authority.

Challenge based on bilateral investment treaties (BITs)

The ICSID Centre was created by the ICSID Convention to provide a forum for conflict resolution in a framework that balances the interests and requirements of the parties involved. The BITs contain standing offers regarding arbitration agreements for ICSID arbitration for the benefit of a foreign investor.

The ICSID Convention was ratified by Turkey by Law No. 3460 and published in the Official Gazette with Decree No. 88/13325 (dated 6 December 1988). Turkey, however, has limited the types of disputes it would agree to submit to ICSID by giving notice under article 25(4) of the ICSID Convention. Turkey is one of a very few countries that has given notice of certain classes of disputes that they do not consent to submit to ICSID.

22 What safeguards are in place to protect confidential information from being disseminated and what are the consequences if confidentiality is breached?

As a general practice, filings made to governmental offices are not of a public nature, and records of governmental offices are not open to the public, unless there is a registry or record of a similar nature, such as the trade registry, the mining registry, etc. However, the publicity of the records differs according to the relevant governmental office and should be reviewed on a case-by-case basis.

Right to privacy and protection of personal data is a constitutional right under Turkish law and such rights are also protected under the Turkish Civil Code as well as the Turkish Criminal Code. Legal entities are also accepted as having such rights and enjoy the protections provided under legislation. In line with these rights, in

Update and trends

Foreign investment review regulation has undergone major amendments during the past two decades and has been liberalised to a vast extent. Since these amendments, there have been almost no further changes. It is currently thought that the framework of foreign investment legislation, in line with public policy, has been set and no major changes are expected in the near future.

However, despite no direct correlation with foreign investment review, a major development that will affect foreign investments in Turkey is the new Turkish Commercial Code, enacted by the Turkish Parliament in February 2011, and which shall enter into force on 1 July 2012. The new Turkish Commercial Code makes major and effective changes to company structures, provisions regarding mergers and acquisitions, corporate governance and auditing. With the new Turkish Commercial Code, the commercial law system is expected to become more harmonised with European Union standards and applications, as well as recent global technological developments.

most cases, governmental offices aim to protect the confidential information of persons and legal entities from being disseminated. On the other hand, unfortunately, the lack of an explicit consequence may lead to disclosure by public offices in some cases.

There are also certain provisions in the specific laws of governmental offices securing the confidentiality of the information of parties to a transaction. For example, under the Competition Law, it has been regulated that the members and staff of the Competition Board shall not disclose and use their own or others' interests in confidential information as trade secrets of undertakings that they obtain during the performance of their duties, even after they have left their office. Additionally, Competition Board decisions are published on an internet website in such a way so that there is no disclosure of trade secrets of the parties (eg, generally, transaction values and sometimes the names of parties are redacted).

Recent cases

23 Discuss in detail up to three recent cases that reflect how the foregoing laws and policies were applied and the outcome, including, where possible, examples of rejections.

As Turkey has adopted a more liberal system in terms of foreign investments this past decade, and since there is no clearance or approval process or procedure for foreign investments in Turkey, any case study with a negative outcome would be outdated. The entry of foreign investment in Turkey is subject only to the notification requirements as explained above.

According to the 2010 Foreign Direct Investment Report of the FIGD, published annually in May, the top five mergers and acquisitions in 2010 were as follows:

Target company	Buyer	Origin of buyer	Purchased share percentage (%)	Foreign direct investment (US\$ million)
Petrol Ofisi (POAŞ)	OMV	Austria	54.17	1,352
Fiba Sigorta	Sompo Japon Insurance (NKSJ)	Japan	93.4	388
Inform	Legrand SA	France	100.0	148.8
Memorial Sağlık Gurubu	ARGUS Capital Partners – Qatar First Investment Bank	England – Qatar	40.0	100
Ströer Kentvizyon	Ströer Grup	Germany	40.0	70.2

None of these transactions has been subject to an approval or permission in terms of foreign investment legislation; however, they have all been subject to an approval by the Competition Board. The Competition Authority has granted its approval for four of the transactions while it has approved the purchase of Inform by Legrand SA on the condition that the non-compete clause between parties be partially removed from the share purchase agreement due to its effect on the competitive market. Data for 2011 has not been released by FIGD yet.

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