

Guidelines Concerning the Activities of Enterprises, etc.
Toward the Realization of a Green Society Under the Antimonopoly Act
<main revisions>

1 Further clarification of guidelines regarding joint equipment disposal, joint procurement, etc.

- **Clarification of cases in which there is no problem under the Antimonopoly Act even if the activity is restricting important competitive parameters such as production volume**
- Explaining that there are cases in which there is no problem under the Antimonopoly Act if import pressure from overseas and competitive pressure from users are taken into consideration as well as in cases where there are strong competitors
- Added supposed cases and expanded explanations for cases that do not pose problems under the Antimonopoly Act

2 Clarification of methods for measuring and evaluating decarbonization effects

- **Added information on methods and evaluation for the cases where enterprises, etc. are claiming decarbonization effects of their green initiatives as pro-competitive effects**
- Added description about collaboration with related ministries

3 Addition of supposed cases, explanations, etc. based on needs from businesses

- **Added supposed cases that do not pose problems under the Antimonopoly Act regarding information dissemination and information exchange, etc.**
- **Added supposed cases of abuse of superior bargaining position against small and medium-sized logistics businesses**
- **Added supposed cases and explanations on market definition and case commentary on merger cases**

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Example of added description

Introduction, 2 Basic concept

even if the Guidelines illustrate supposed cases as “Acts that pose problems under the Antimonopoly Act”, the JFTC may exceptionally find such acts do not violate the act in consideration of various additional factors which include elimination of the anti-competitive effects by measures such as measures to block information and market trends including the international competitive situation such as increased import pressure from overseas if enterprises, etc. provides an explanation regarding additional factors and the elimination of the anti-competitive effects, etc. are recognized as facts. Measures to block targeted information from those directly engaged in the manufacture or sale (depending on the contents of the information) of products related to the information.

Make decisions considering changes of market situations, including the international market situation, such as increased import pressure from overseas

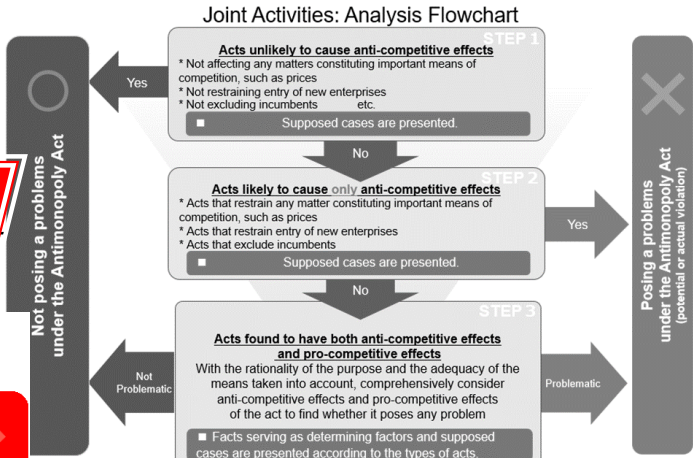
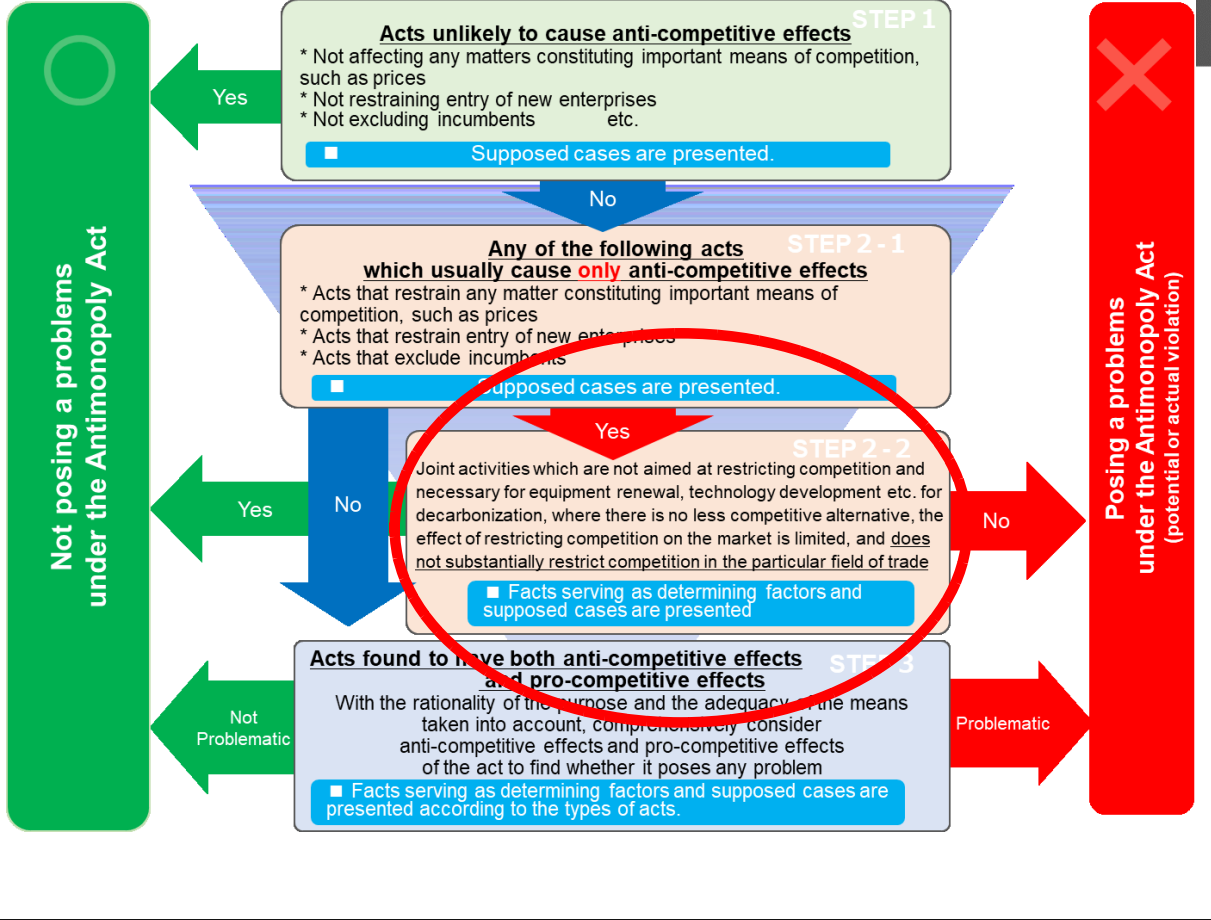
Part I Joint Activities,
2. Acts that pose problems under the Antimonopoly Act

On the other hand, regarding joint activities that are not aimed at restricting competition and are necessary for equipment renewal, technological development, etc. for decarbonization, and there is no alternative means that are less restrictive of competition to achieve these, even if it is an exchange of information about matters that are important means of competition, or an act that restricts them (acts such as restricting production volume), it is not immediately determined that there is problem under the Antimonopoly Act based on that fact alone. If such activities are deemed to have limited competition-restricting effects on the market and do not result in "substantial restraint of competition in a particular field of trade," then there will be no problem under the Antimonopoly Act.

Even if it is information exchange or restrictions regarding production volume, etc., it may not be a problem when the effect of restricting competition is limited

Revision of "Joint Activities: Analysis Flowchart"

Clarifies that there are cases in which there is no problem even if the act falls under the category of conduct that only has the effect of restricting competition.



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Example of added description

Introduction, 4. Future actions

in order to realize a green society, enterprises, etc. need to respond to changes in the assumptions of the international competitive environment such as regulations and systems, market structures, and technological trends, over the short, medium and long term. For this reason, when an enterprise, etc. seeks preliminary consultation, etc. with the JFTC on its activity, if enterprises, etc. claim the basis that their initiatives are aimed at realization of a green society, the effects of decarbonization as a competition promotion effect of the initiatives, changes in regulations and systems, etc., in addition to explanations from enterprises, etc., the JFTC will make decisions taking information provided by related ministries into consideration. In particular, regarding the effects of decarbonization, the JFTC will rely on information provided by related ministries when making decisions.

Regarding the effects of decarbonization as a pro-competitive effect, changes in regulations and systems, etc., judgments will be made based on explanations from business operators and information provided by related ministries

Footnote 14

The effects of decarbonization can be calculated by methods based on the Act on Promotion of Global Warming Countermeasures or the Act on the Rational Use of Energy and Conversion to Non-Fossil Energy (Act No. 49 of 1978, hereinafter referred to as the "Energy Saving Act"). Also, the calculation methods used in the GHG Protocol, which is an international standard, GX League calculation, monitoring, report guidelines, etc. can be used.

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Example of added description

Part III Abuse of a Superior Bargaining Position
3. Unilateral decision on the consideration for a transaction
(2) Acts that pose problems under the Antimonopoly Act

(Supposed case 72:Unilateral determination of consideration in ordering freight transportation using non-fossil energy vehicles)
Enterprise X, which is a manufacturer of Product A, places an order with freight transport company Y to limit the transportation of freight using non-fossil energy vehicles, for purposes such as for reducing greenhouse gas emissions when transporting products A to those users.Y had to introduce non-fossil energy vehicles in order to respond to the said order, and since the cost increased significantly, Y requested X to negotiate to reflect the said cost in the freight rates, but X did not respond to the negotiation and unilaterally left the rates at the same level as before.

It is a problem to unilaterally leave the rates unchanged without responding to negotiations regarding the costs incurred when introducing non-fossil energy vehicles.

Part IV Business Combinations
2. Basic viewpoints in business combination review
(1) Particular field of trade

In some forms of trade, a particular field of trade can be constituted by a product range (or geographic range, etc.) while another particular field of trade might also be constituted by a wider (or narrower) product range (or geographic range, etc.), which means that both fields of trade may be constituted in an overlapping manner. In this regard, for users preferring products that can contribute to reduction of greenhouse gas, etc., novel products may be regarded as not substitutable for existing products. For such novel products, two fields of trade may be separately defined on the basis that those products can constitute a particular field of trade distinguishable from that of existing products.

In addition, in these kinds of cases, the field of trade for new products and the field of trade for existing products may have a certain degree of competitive influence on each other as adjacent markets. Therefore, existing products can be evaluated as elements that promote competition in the field of trade for new products, and new products can be evaluated as elements that promote competition in the field of trade for existing products.

Competitive pressure in adjacent markets can be evaluated for new and existing products that contribute to greenhouse gas reduction.