



SAYAT ZHOLSHY  
& PARTNERS  
Lawyers and attorneys at law



OVER  
20 YEARS  
OF SUCCESSFUL  
PRACTICE

## ANTITRUST (COMPETITION) LAW



- *“A major force in antitrust and competition”*



- *“Has a profound knowledge of competition law, market trends and enforcement practices”*



Sayat Zholshy & Partners

- *A vast experience in many areas of law, including licensing, mergers and acquisitions, and antitrust law*



- *Aidyn Bikebayev has been repeatedly recommended as an acknowledged expert in Kazakhstan antitrust law*

## **ANTITRUST (COMPETITION) LAW**

Year after year, the antitrust practice of Sayat Zholshy & Partners, a leading Kazakhstan law firm incorporated in the form of an attorneys' office, is recognised as the best in the country.

Our experience includes the implementation of multi-billion dollar projects, participation in antitrust (competition) law making and issuance of the first Kazakhstan scientific legal monograph on antitrust (competition) law in the Republic of Kazakhstan.

Our antitrust team consists of the most competent experts on antitrust (competition) law, including the former vice chairman of the Committee for Protection of Competition of the Kazakhstan Ministry of Industry and Trade (antitrust authority of the Republic of Kazakhstan).

Year after year, our antitrust (competition) practice and lawyers are recognised by various international legal guides, including Chambers and Partners, Who's Who Legal, The Legal 500 and asialaw Profiles, as the best in Kazakhstan.

Over many years, Senior Partner Aidyn Bikebayev has been repeatedly ranked by Who's Who Legal as an acknowledged expert in the field of Kazakhstan antitrust regulation.

**We actively participate in numerous organisations and related activities, such as:**

- Qualifications Commission of the Kazakhstan High Judicial Council
- Social Council of the Kazakhstan Agency for Protection and Development of Competition
- Council of the Antitrust Alliance
- Board of the Eurasian Antitrust Association
- Council on Identifying and Eliminating Barriers to Entry under the Almaty City Department of the Kazakhstan Agency for Protection and Development of Competition

We have represented our clients in a great number of landmark antitrust investigations.

All the foregoing allows us to stay up-to-date with current antitrust law enforcement practice.

## OUR SERVICES

- Representing Clients in courts of all instances
- Supporting Clients in private antitrust lawsuits
- Participating in conciliation commissions as an independent expert or attorney of an investigation target
- Representing Clients in the course of investigations
- Representing Clients (who seek antitrust consent and/or undergo antitrust probe) in front of antitrust authorities
- Drafting antitrust applications/notifications and representing Clients in the course of their processing
- Reviewing transactions from the perspective of antitrust application/notification requirements
- Structuring transactions allowing to dispense with antitrust consents
- Conducting antitrust audits
- Making recommendations on the implementation of antitrust risk mitigation strategies
- Negotiating ‘admissible’ agreements with antitrust authorities in accordance with the procedure set forth in Article 171 of the Entrepreneurial Code
- Reviewing contracts, policies, practices and other documents with regard to their compliance with antitrust (competition) law
- Ensuring antitrust compliance

## EXPERIENCE

### COMPETITION (ANTITRUST) ADVISORY SERVICES

- Providing legal support to leading companies in various sectors of economy (e.g. tobacco production, mobile communications, power generation, pharmaceuticals, manufacturing of healthcare and personal/occupational/industrial hygiene products, etc.) with regard to antitrust compliance
- Devising antitrust compliance policies for the largest power stations in the Pavlodar and Almaty Oblasts, and coordinating their external acts of antitrust compliance with the Antitrust Authority
- Preparing a legal opinion and providing advice on a discount program for the distributors of a global company dominating on essential commodities markets worldwide for the avoidance of allegations of anti-competitive restrictions
- Advising a leading mobile operator in connection with the execution of an agreement with their competitor on 4G/LTE network sharing (including legal support in the course of negotiations, revision of the agreement draft versions, justification of the agreement execution for antitrust purposes, and negotiation with the antitrust regulator as prescribed by Article 171 of the Entrepreneurial Code)
- Advising a major telecom company on the inclusion thereof into the Register of Dominants
- Advising one of the world's biggest dairy companies on the issues connected with the coercion to sign a supply contract and the risks associated with the refusal to sign such contract which may be qualified by the Antitrust Authority as an abuse of dominance
- Rendering legal advice and assistance to a number of international law firms with regard to antitrust compliance of their clients' transactions with distributors and retailers, either inside or outside Kazakhstan, which can result in market foreclosure in Kazakhstan
- Advising the owner of a Kazakhstan cement plant on the compliance of its new distribution and pricing system with Kazakhstan antitrust law; preparing reports to the Antitrust Authority, on behalf of the Client, regarding anti-competitive practices on the part of other market undertakings
- Issuing a legal opinion on the legitimacy of claims of the Antitrust Authority regarding the abuse of a dominant position through the impairment of customers' legitimate rights as a result of roaming service disconnection of advance/credit system

subscribers when their balances are below the roaming threshold set by a mobile operator (a potential penalty was estimated as KZT11,595,829,445)

- Providing legal support to major natural monopolies and dominants in the Atyrau Oblast and Nur-Sultan City in connection with the acquisition of assets and interests in other entities
- Drafting a pricing policy in compliance with Kazakhstan antitrust law for a cement producer holding a dominant position in the cement market across various regions of Kazakhstan

## **ECONOMIC CONCENTRATION**

- Drafting an application and obtaining consent to economic concentration as a result of the merger of two global oil service leaders creating the second biggest oil service provider in the world
- Drafting an application and obtaining consent to economic concentration as a result of the merger of two world's biggest dairy companies
- Drafting an application for economic concentration resulting from the acquisition of 100% shares in an oil company
- Drafting an application and obtaining consent to economic concentration resulting from the acquisition of a leading Kazakhstan transport company
- Drafting an application and obtaining consent to economic concentration as a result of the acquisition of a dealership business from a global leader in the manufacturing of hoisting and handling equipment (we acted for the benefit of a leading international law firm)
- Drafting an application and obtaining consent to economic concentration as a result of changes in the ownership structure of a Big 4 firm (we acted for the benefit of a leading international law firm, a member of the Magic Circle)
- Drafting an application and obtaining consent to economic concentration resulting from the acquisition of shares in a global pharmaceutical leader (we acted for the benefit of a leading international law firm)
- Drafting an application and obtaining consent to economic concentration resulting from the acquisition of shares in a Russian manufacturer of perfumes and cosmetics (we acted for the benefit of a global leader on the market of food and household products)

- Drafting an application and obtaining consent of the Antitrust Authority to a transaction for the acquisition of shares in a foreign company acting as a sole member of a major Kazakhstan transportation holding, the owner of a substantial (by Kazakhstan standards) railway wagon pool
- Drafting an application and obtaining consent of the Antitrust Authority to a transaction for the acquisition of a 100% interest in a major Kazakhstan metallurgic plant owner (we acted for the benefit of a large Singaporean holding)
- Providing comprehensive legal support through the process of obtaining antitrust consent to economic concentration created by the acquisition of 100% shares in a Kazakhstan bank by the largest Kazakhstan broker
- Providing legal support through the process of obtaining antitrust consent to the acquisition of a large Russian container ship company by a venture fund

## ENFORCEMENT PRACTICE

- Representing a quasigovernment company in legal proceedings against the Kazakhstan Antitrust Authority who issued an order prohibiting certain business activities
- Representing a leading staffing services provider in front of a conciliation commission of the Antitrust Authority (due to SZP's legal support, the investigation was dropped)
- Representing a Kazakhstan leading beer and non-alcoholic beverages producer in front of the Kazakhstan Antitrust Authority and Eurasian Economic Commission (EEC); preparing and filing with the Kazakhstan Antitrust Authority a complaint against a foreign raw materials supplier on alleged abuse of dominance, and representing the Client in the EEC in connection with such complaint (as a result, the parties reached an agreement that the supplier shall rectify the violation of Article 76 of the Treaty on the Eurasian Economic Union ensuring competition on cross-border markets)
- Representing the largest Kazakhstan mining and metallurgical company (as the target of investigation) in front of a conciliation commission of the Antitrust Authority on charges of cartel agreement
- Participating (as an independent expert) in a conciliation commission of the Antitrust Authority on the motion of a major Kazakhstan petroleum products retail and wholesale trader
- Representing and defending a major non-alcoholic beverages producer in connection with the Antitrust Authority's allegations of anticompetitive agreement (as a result, the Client avoided an over 51 mln US dollars penalty)

- Representing a major food producer in connection with pretrial resolution of a dispute with the Kazakhstan Antitrust Authority
- Seeking judicial annulment of antitrust authority's orders for antimonopoly corrective actions and remittance of monopoly income to the budget (over 23 mln US dollars)
- Representing a major power company in the court of original jurisdiction in connection with their appeal against anticompetitive and abuse allegations from the Antitrust Authority (1s a result, over 20 mln US dollars penalty assessment was annulled)
- Representing a subsidiary of the world's biggest dairy company in connection with their appeal against the findings of anticompetitive concerted practice investigation. In the course of the project implementation, SZP team not only put forward solid arguments based on antitrust provisions, but also formulated the behaviour of the respective departments of the Client in their communications with antitrust authorities, and drafted/executed relevant documentation
- Representing one of the biggest domestic vegetable oil producers in connection with their appeal against the findings of antitrust investigation based on the information underpinning their allegations of anticompetitive concerted practices
- Representing a leader of the Kazakhstan fuel and lubricants market in connection with their appeal against abuse allegations from the Antitrust Authority and invalidation of the monopoly revenue assessment in the amount of approximately 70 mln US dollars
- Advising, on a regular basis, a gas station network owner (holding a dominant position in the domestic petroleum retail market) with regard to the allegations of an abuse of their dominant position and anticompetitive concerted practices due to fuel price increase in some regions of Kazakhstan
- Appealing against unlawful actions of antitrust authorities trying to include our Client into the register of companies dominating the respective market
- Representing a major domestic company owning food production facilities in court in connection with its exclusion from the state register of companies occupying dominant position within merchant borders of certain Kazakhstan regions
- Representing a major Kazakhstan manufacturer in connection with their dispute with a natural monopoly (listed on the Kazakhstan Register) over applied tariffs
- Challenging in the court of original jurisdiction the findings of antitrust investigation of alleged abuse by a major petroleum retailer of its dominant position in the petroleum retail market across nearly all Kazakhstan regions (a potential administrative penalty was estimated as KZT1,171,474,167)

- Challenging in administrative proceedings the findings of a preliminary investigation of alleged antitrust offence and vertical anticompetitive agreement by a company dominating in the tea wholesale market of Kazakhstan (a potential administrative penalty is estimated as KZT18,156,178)
- Issuing an expert opinion on antitrust law issues requested by the Kazakhstan Supreme Court in connection with arbitration between international oil service companies (we acted for the benefit of the largest Singaporean law firm)
- Representing, on many occasions, a major Kazakhstan mobile operator in legal proceedings against the Kazakhstan Antitrust Authority

## TEAM



**Aidyn Bikebayev**

- Managing Partner
- Attorney-at-Law

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**Amir Begdesenov**

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- Attorney-at-Law

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