

Competition Guideline: Quick Guide to Merger Control in Jersey

Overview

This guide explains Jersey's new merger control rule, which take effect on 1 November 2026. It covers when Jersey Competition Regulatory Authority (the **JCRA**) approval is required, the new turnover threshold, the JCRA's new power to review mergers below the threshold, and what to expect during an investigation. It helps businesses understand their obligations early and prepare clear, evidence-based applications. Further information is available in the JCRA's Guideline on Mergers and Acquisitions (the **Merger Guideline**).

In this guide, businesses involved in a merger are referred to collectively as the 'parties'.

Jersey's merger control rules

Jersey's merger control rules are set out in Part 4 of the Competition (Jersey) Law 2005 (the **Law**) and the Competition (Mergers and Acquisitions) (Jersey) Order 2026 (the **2026 Order**). These rules aim to prevent mergers that could substantially lessen competition in Jersey and lead to adverse outcomes for Jersey's consumers, businesses or the Jersey economy.

The JCRA administers and enforces Jersey's merger control rules. It may approve a merger, approve it subject to legally binding conditions, or refuse approval. It may also investigate suspected breaches and take enforcement action where a breach is established.

When is a transaction a merger?

A transaction may be a merger if previously independent businesses combine, one business gains direct or indirect control of another, or all or part of a business or its assets is acquired.

A change of control may also count as a merger. Control means having the ability to influence important business decisions, for example through ownership, legal rights, contracts or decision-making powers.

Some transactions are not covered by Jersey's merger control rules. These include certain acquisitions involving insolvency, passive financial investments, inheritance, reorganisations within the same group and temporary holdings of securities that meet the relevant conditions.

Mergers that require JCRA approval before completion

A merger requires JCRA approval where it falls within the legal definition of a merger, no exceptions apply and:

- the combined Jersey turnover of the parties is £5 million or more; and
- at least two of the parties each have Jersey turnover of £2 million or more.

Where the parties to a merger meet the turnover threshold, the merger must be approved by the JCRA before it is completed.

Mergers that the JCRA may call in

The JCRA may require a merger below the turnover threshold to be submitted for approval. This is known as a 'call-in'. The JCRA must decide within 30 working days, from the date it became aware of a completed or proposed merger, whether to call in a merger.

The majority of mergers below the turnover threshold will not be called in. This is because the JCRA will only call in mergers with a Jersey connection and which may substantially lessen competition in Jersey. A call-in does not mean the JCRA has concluded that the merger will harm competition, only that it warrants investigation.

Where a merger has been called in, an application must be submitted to the JCRA.

Contacting the JCRA early

Businesses considering any merger are encouraged to engage early with the JCRA. Parties may engage with the JCRA regarding a merger by submitting a briefing note and/or requesting pre-application discussion by emailing competition@jcra.je.

Briefing notes

A briefing note is a short document that parties voluntarily submit to the JCRA to inform it of a merger. The note should generally be no longer than five pages and briefly explain the transaction, the parties, the relevant markets, the Jersey connection and why the merger is unlikely to raise competition concerns.

For an above threshold merger, parties may use a briefing note to engage early with the JCRA and initiate pre-application discussions. For a below threshold merger, parties may wish to obtain an early indication whether the merger is likely to be called in.

The JCRA aims to review and provide an initial response to a briefing note within five working days. There is no fee for submitting a briefing note.

Pre-application discussions

Pre-application discussions provide an opportunity for parties to engage with the JCRA before submitting a merger application. These discussions can help parties explain the proposed transaction and the markets involved, agree what information and documents will be required, identify any potential competition concerns at an early stage, and discuss timelines and procedural issues. Early engagement can help streamline the review process and reduce the likelihood of delays during the formal investigation. Pre-application discussions may or may not be accompanied by a briefing note.

How to apply for JCRA approval

Parties must submit an application for JCRA approval where a merger falls within the legal definition of a merger, no exceptions apply and either:

- the parties to the merger meet the turnover threshold; or
- the merger has been called in by the JCRA.

Early engagement with the JCRA through pre-application discussions is encouraged to clarify information requirements, identify potential competition concerns, and streamline the investigation process.

The merger application form should be fully completed and supported by relevant evidence and documents. Applications must be accurate and complete, as the JCRA may refuse approval where insufficient information is provided.

The investigation begins once the JCRA has accepted the application, received the fee and obtained all required information.

Initial merger investigation (Phase 1)

Phase 1 is the JCRA's initial investigation of the merger. The JCRA publishes a notice of the application and normally aims to decide the case within 25 working days. This period includes a 10-working-day public consultation. The JCRA considers the parties' activities, market conditions and the likely effect on competition. The JCRA may approve the merger, approve it subject to conditions, or refer it for a detailed investigation.

Detailed merger investigation (Phase 2)

Phase 2 is the JCRA's detailed investigation of the merger. It may begin where competition concerns cannot be resolved at Phase 1. The JCRA normally aims to complete the investigation within six months. It focuses on the concerns identified and may involve further information requests, economic analysis, engagement with customers and competitors, provisional findings and consultation on proposed commitments. The JCRA may approve the merger, approve it subject to conditions, or refuse approval.

Providing information to the JCRA

Parties must provide clear, accurate and reliable evidence to support their application. This may include internal documents, board papers, market data and customer information. The JCRA may request further information, pause its review or refuse to accept an application if important information is missing.

Giving false or misleading information may be a criminal offence. It may also make the application and any resulting decision invalid.

The JCRA must keep non-public information confidential, subject to limited exceptions. Parties may need to provide public versions of documents and identify commercially sensitive information that should be removed before publication.

What parties should do

Businesses considering a merger should contact the JCRA early, whether or not the turnover threshold is met. They can submit a briefing note, request a pre-application discussion, or both, by emailing competition@jcra.je.

This guide provides general information only and does not replace the Law or the 2026 Order. Seek legal advice if you are unsure of your obligations.