

**COOPERATION ARRANGEMENT BETWEEN
THE COMMISSIONER OF COMPETITION (CANADA),
THE AUSTRALIAN COMPETITION AND CONSUMER COMMISSION AND
THE NEW ZEALAND COMMERCE COMMISSION
REGARDING THE APPLICATION OF THEIR
COMPETITION AND CONSUMER LAWS**

The Commissioner of Competition, Competition Bureau, of the Government of Canada, the Australian Competition and Consumer Commission and the New Zealand Commerce Commission (hereinafter referred to as the "Parties");

Recognizing that cooperation in, and the coordination of, enforcement activities may, in appropriate cases, result in a more effective resolution of the Parties' respective competition and consumer law issues than would be attained through independent action;

Understand as follows:

I. PURPOSE AND DEFINITIONS

1. The purpose of this Arrangement is to promote cooperation and coordination among the Parties;
2. In this Arrangement, these terms will have the following definitions:
 - (a) "Competition and consumer law(s)" means
 - (i) for the Commissioner of Competition (Canada), the *Competition Act*, R.S.C. 1985, c. C-34, as amended, and the following statutes insofar as they address misleading or deceptive representations: the *Consumer Packaging and Labelling Act*, the *Precious Metals Marking Act* and the *Textile Labelling Act*;
 - (ii) for the Australian Competition and Consumer Commission, the *Trade Practices Act 1974* as amended;
 - (iii) for the New Zealand Commerce Commission, the *Commerce Act 1986*, the *Fair Trading Act 1986* and the *Electricity Industry Reform Act 1998*;

as well as any amendments thereto, and such other laws or regulations as the Parties may from time to time agree in writing to be a "competition and consumer law" for the purposes of this Arrangement; and

(b) "Enforcement activity(ies)" means any investigation or proceeding conducted by a Party in relation to the competition and consumer laws it administers and enforces; and

(c) "Territory(ies)" means the territory in which a Party has jurisdiction.

3. Each Party will notify the others of amendments to its competition and consumer laws.

II NOTIFICATION

1. Subject to Article VI, a Party will notify another Party with respect to its enforcement activities which may affect the other Party's interests in the application of its competition and consumer laws, including those that:
 - a. are relevant to the enforcement activities of the other Party;
 - b. involve any conduct or transaction that may be subject to penalties or other relief under the competition and consumer laws administered and enforced by the Parties, other than mergers or acquisitions, carried out in whole or in part in the other Party's territory, except where those activities are insubstantial;
 - c. involve mergers or acquisitions in which one or more of the parties to the transaction, or a company controlling one or more of the parties to the transaction, is a company incorporated or organized under the laws of the other Party's territory;
 - d. involve remedies that expressly require or prohibit conduct in the other Party's territory or are otherwise directed at conduct in that territory;
 - e. involve the seeking of information located in the other Party's territory, whether by personal visit by officials of a Party or otherwise, except with respect to telephone contacts with a person in the other Party's territory where that person is not the subject of investigation and the contact seeks only an oral response on a voluntary basis.
2. Notification will ordinarily be given as soon as it becomes evident that notifiable circumstances are present.
3. Once a particular matter has been notified, subsequent notifications on that matter need not be made unless the notifying Party becomes aware of new issues bearing on the

interests of the other Party in the application of its competition and consumer laws, or unless the notified Party requests otherwise.

4. Notifications will include the nature of the activities under investigation and the competition and consumer law provisions concerned and will be sufficiently detailed to enable the notified Party to make an initial evaluation of the effect of the activities on its interests in the application of its competition and consumer laws.

III. ENFORCEMENT COOPERATION AND COORDINATION

1. It is in the Parties' common interest to cooperate and share information where appropriate and practicable.
2. Where Parties are pursuing enforcement activities with regard to the same or related matters, they will endeavour to coordinate their enforcement activities where appropriate and practicable.

IV. AVOIDANCE OF CONFLICTS

1. It is in the Parties' common interest to minimize any potentially adverse effects of one Party's enforcement activities on the other Parties' interests in the application of their competition and consumer laws.
2. Where one Party informs another Party that specific enforcement activity by the second Party may affect the first Party's interests in the application of its competition and consumer laws, the second Party will endeavour to provide timely notice of significant developments relating to those interests and an opportunity to provide input regarding any proposed penalty or remedy.
3. Any questions arising out of this Arrangement will be addressed in as timely and practicable a manner as circumstances permit.

V. MEETINGS

Officials of the Parties will meet periodically, as necessary, to:

- a. exchange information on their enforcement efforts and priorities in relation to their competition and consumer laws;
- b. exchange information on economic sectors of common interest;
- c. discuss competition and consumer law changes under consideration;
- d. discuss other matters of mutual interest relating to the application of their competition and consumer laws or the operation of this Arrangement;

- e. discuss visits of staff, as appropriate; and
- f. discuss the possibility of negotiating an agreement between Canada, Australia and New Zealand regarding the application of their competition and consumer laws. In the case of the New Zealand Commerce Commission, best efforts will be made to engage responsible agencies in these discussions.

VI. EXISTING LAWS AND CONFIDENTIALITY OF INFORMATION

1. Nothing in this Arrangement will require a Party to take any action, or to refrain from acting, in a manner inconsistent with existing law, or will require any change in the laws of Canada, Australia or New Zealand.
2. Notwithstanding any other provision in this Arrangement, no Party is required to communicate information to any other Party if such communication would be incompatible with its interests in the application of its competition and consumer laws. No information will be exchanged pursuant to this Arrangement which could not have been exchanged in the absence of this Arrangement.
3. Unless otherwise agreed by the Parties, each Party will, to the fullest extent possible, seek to maintain the confidentiality of any information communicated to it in confidence by another Party. Each Party will protect such confidential information against communication, to the fullest extent possible, if faced with a request by a third party for its communication, unless the Party providing the confidential information otherwise consents in writing to its release.

VII. COMMUNICATIONS UNDER THIS ARRANGEMENT

Communications under this Arrangement will be carried out by direct communication among the Parties. Each Party may designate a communications authority, as notified in writing to the other Parties.

VIII. ENTRY INTO FORCE AND TERMINATION

1. This Arrangement will enter into force on the date of signature by all Parties.
2. This Arrangement will remain in force in respect of all Parties until 60 days after the date on which any Party notifies the others in writing that it wishes to terminate (following which it will remain in force in respect of the remaining two Parties) or until the time of the entry into force of an agreement between Canada, Australia and New Zealand regarding the application of their competition and consumer laws.

IN WITNESS WHEREOF, the undersigned have signed this Arrangement

DONE at Wellington this day of October, 2000, and at Paris this day of October, 2000,
in triplicate, in the English and French languages, each text being equally authentic.

For the Commissioner of Competition, Competition Bureau, of the Government of Canada	For the Australian Competition and Consumer Commission	For the New Zealand Commerce Commission
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