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**Canada  
and  
Japan**

**Agreement between the Government of Canada and the Government of Japan concerning cooperation on anticompetitive activities. Ottawa, 6 September 2005**

**Entry into force:** *6 October 2005, in accordance with article XII*

**Authentic texts:** *English, French and Japanese*

**Registration with the Secretariat of the United Nations:** *Canada, 22 January 2016*

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**Canada  
et  
Japon**

**Accord entre le Gouvernement du Canada et le Gouvernement du Japon concernant la coopération en matière de pratiques anticoncurrentielles. Ottawa, 6 septembre 2005**

**Entrée en vigueur :** *6 octobre 2005, conformément à l'article XII*

**Textes authentiques :** *anglais, français et japonais*

**Enregistrement auprès du Secrétariat de l'Organisation des Nations Unies :** *Canada, 22 janvier 2016*

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[ ENGLISH TEXT – TEXTE ANGLAIS ]

**AGREEMENT**  
**BETWEEN**  
**THE GOVERNMENT OF CANADA**  
**AND**  
**THE GOVERNMENT OF JAPAN**  
**CONCERNING COOPERATION ON ANTICOMPETITIVE ACTIVITIES**

**THE GOVERNMENT OF CANADA and THE GOVERNMENT OF JAPAN**  
(hereinafter referred to as “the Parties”):

**RECOGNIZING** that the world’s economies, including the economies of Canada and Japan, are becoming increasingly interrelated;

**NOTING** that the sound and effective enforcement of the competition law of each country is a matter of importance to the efficient functioning of the markets of each country and to trade between them;

**NOTING** that the sound and effective enforcement of the competition law of each country would be enhanced by cooperation and, where appropriate, coordination between the Parties in the application of those laws;

**NOTING** that from time to time differences may arise between the Parties concerning the application of the competition law of each country;

**NOTING** further the commitment of the Parties to give careful consideration to the important interests of each Party in the application of the competition law of each country; and

**HAVING REGARD TO** the growing cooperation between the Parties in matters relating to competition law, to the Recommendation of the Council of the Organisation for Economic Co-operation and Development Concerning Cooperation Between Member Countries on Anticompetitive Practices Affecting International Trade, as revised July 27 and 28, 1995, and to the Recommendation of the Council of the Organisation for Economic Co-operation and Development Concerning Effective Action Against Hard Core Cartels adopted on March 25, 1998;

**HAVE AGREED** as follows:

ARTICLE I

1. The purpose of this Agreement is to contribute to the effective enforcement of the competition law of each country through the development of cooperative relationships between the competition authorities of the Parties and to avoid or minimize the possibility of conflicts between the Parties arising from the application of the competition law of each country.
2. For the purposes of this Agreement,
  - (a) the term “anticompetitive activities” means any conduct or transaction that may be subject to penalties or relief under the competition law of either country;
  - (b) the term “competition authority(ies)” means:
    - (i) for Canada, the Commissioner of Competition; and
    - (ii) for Japan, the Fair Trade Commission;
  - (c) the term “competition law(s)” means:
    - (i) for Canada, the *Competition Act*, R.S.C. 1985, c. C-34, except sections 52 through 60 and Part VII.1, and its implementing regulations, as amended; and
    - (ii) for Japan, the *Law Concerning Prohibition of Private Monopoly and Maintenance of Fair Trade* (Law No. 54, 1947) (hereinafter referred to as “the Antimonopoly Law”) and its implementing regulations, as amended.
  - (d) the term “enforcement activity (ies)” means any investigation or proceeding conducted by a Party in relation to the competition law of its country. However, (i) the review of business conduct or routine filings in advance of a formal or informal determination that a matter may be anticompetitive and (ii) research, studies or surveys with the objective of examining the general economic situation or general conditions in specific industries are not included; and
  - (e) the term “national(s)” means with respect to a country, all natural persons possessing the nationality of that country in accordance with the laws and regulations of that country; all legal persons created or organized under the laws and regulations of that country; and all entities without legal personality to which the competition law of that country applies;
3. The competition authority of each Party shall give prompt notice to the competition authority of the other Party of any amendment to the competition law of its country excluding amendments to the implementing regulations which do not pertain to or affect the implementation or operation of this Agreement.

**ARTICLE II**

1. The competition authority of each Party shall, in accordance with the provisions of this Agreement, notify the competition authority of the other Party with respect to the enforcement activities of the Party of the notifying competition authority that the notifying competition authority considers may affect the important interests of the other Party.
2. Enforcement activities that may affect the important interests of the other Party include those that:
  - (a) are relevant to enforcement activities of the other Party;
  - (b) are against a national or nationals of the country of the other Party;
  - (c) involve anticompetitive activities, other than mergers or acquisitions, carried out in any substantial part in the territory of the country of the other Party;
  - (d) involve mergers or acquisitions in which
    - (i) one or more of the parties to the transaction, or
    - (ii) a company controlling one or more of the parties to the transaction, is a national of the country of the other Party;
  - (e) involve conduct considered by the notifying competition authority to have been required, encouraged or approved by the other Party; or
  - (f) involve penalties or relief that require or prohibit conduct in the territory of the country of the other Party.
3. Where notification is required pursuant to paragraph 1 of this Article with respect to mergers or acquisitions, the notification shall be given not later than:
  - (a) in the case of the competition authority of Canada, the time it issues a written request for information under oath or affirmation, or obtains an order for oral examination, production of records or written return, with respect to the transaction; and
  - (b) in the case of the competition authority of Japan, the time it seeks production of documents, reports or other information concerning the proposed transaction pursuant to the Antimonopoly Law.
4. Where notification is required pursuant to paragraph 1 of this Article, the notification shall be given as far in advance of the following actions as is practically possible:
  - (a) in the case of the Government of Canada, the filing of an application with the Competition Tribunal; an application for an order for the prevention of restraint of trade by use of intellectual property rights, an interim injunction, or a prohibition order in a criminal matter; the initiation of criminal proceedings; the settlement of a matter by way of an undertaking; or the registration of a consent agreement done before the filing of an application with the Competition Tribunal; and

- (b) in the case of the Government of Japan, the filing of a criminal accusation, the filing of a complaint seeking an urgent injunction, the issuance of a recommendation or the decision to initiate a hearing, or the issuance of a surcharge payment order when no prior recommendation with respect to the payer has been issued.
- 5. The competition authority of each Party shall notify the competition authority of the other Party whenever the notifying competition authority publicly participates, in connection with competition laws or policy issues, in an administrative, regulatory or judicial proceeding in its country that is not initiated by the competition authority, if the notifying competition authority considers that the issue addressed may affect the important interests of the other Party. Such notification shall be made at the time of the participation or as soon thereafter as possible.
- 6. Notifications shall be sufficiently detailed to enable the notified competition authority to make an initial evaluation of the effect on the important interests of its Party and shall include the nature of the activities under investigation and the legal provisions concerned. Where possible, notifications shall include the names and locations of the persons involved.

### ARTICLE III

- 1. The competition authority of each Party shall render assistance to the competition authority of the other Party in its enforcement activities to the extent consistent with the laws and regulations of the country of the assisting competition authority and the important interests of the Party of the assisting competition authority, and within its reasonably available resources.
- 2. The competition authority of each Party shall, to the extent consistent with the laws and regulations of its country and the important interests of that Party,
  - (a) inform the competition authority of the other Party with respect to its enforcement activities involving anticompetitive activities that the informing competition authority considers may also have an adverse effect on competition within the territory of the country of the other Party;
  - (b) provide the competition authority of the other Party with any significant information, within its possession and that comes to its attention, about anticompetitive activities that the providing competition authority considers may be relevant to, or may warrant, enforcement activities by the competition authority of the other Party; and
  - (c) provide the competition authority of the other Party, upon request and in accordance with the provisions of this Agreement, with information within its possession that is relevant to the enforcement activities of the competition authority of the other Party.

### ARTICLE IV

- 1. Where the competition authorities of the Parties are pursuing enforcement activities with regard to related matters, they will consider coordination of their enforcement activities.