PANORAMIC

COMPETITION IN DIGITAL MARKETS

Türkiye

LEXOLOGY

Competition in Digital Markets

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LEGAL AND REGULATORY FRAMEWORK

Legislation

What legislation governs competition in digital markets in your jurisdiction? Does the standard competition law framework apply or are there any special rules or exemptions?

Currently, there is no primary legislation specific to competition in digital markets in Türkiye. The primary competition legislation in Türkiye is Law No. 4,054 on Protection of Competition (Law No. 4,054). This law applies to competition in every market, including digital markets. There are no special rules or exemptions with respect to competition in digital markets in Türkiye.

However, recently, the Ministry of Trade prepared a Draft Regulation on Amending Law No. 4,054 (the Draft Amendment) that specifically focuses on updating existing competition rules to establish and preserve competition in digital markets. The proposed changes through the Draft Amendment are in parallel with the recently implemented Digital Markets Act (DMA) in the European Union. Since the preparation of the original draft, several revisions have been shared with certain institutions to receive comments before its enactment. Recently, the Competition Authority (the Authority) has shared its final draft with related parties and held stakeholder meetings to learn their opinions on the current state of the draft.

Law stated - 21 Temmuz 2025

Enforcement authorities

Which authorities enforce the competition law framework in your jurisdiction's digital markets?

The Authority enforces antitrust rules in Türkiye's digital markets. Although there is no digital markets unit, the Authority operates with several different supervision and enforcement departments, all of which are dedicated to specific sectors. Although none are dedicated specifically to digital markets, Supervision and Enforcement Department I oversees information and communications technology and services and media and advertising services, which broadly relate to digital markets.

Law stated - 21 Temmuz 2025

Regulatory guidelines

Have the authorities in your jurisdiction issued any guidelines on the application of competition law to digital markets?

The Authority has not yet issued dedicated secondary legislation (ie, regulation, communiqué or guideline) on the application of competition law rules in digital sectors. However, the Ministry of Trade is in the process of taking legislative actions concerning digital markets and has published the Draft Amendment including its proposed changes to Law No. 4,054 in view of the digital markets with stakeholders.

Advisory reports

Have any advisory reports been prepared in your jurisdiction on competition law issues in digital markets?

Yes. The Authority announced that it had started work on a digitalisation and competition policy report at the beginning of 2020. The Authority said it aimed to 'approach business models that are at the focus of consumer-friendly innovations with greater sensitivity while shaping the competition policies of the future'.

On 18 April 2023, the Authority published the Study on the Reflections of Digital Transformation on Competition Law (the Study) on its website. The Study provides an overview of the competition law framework for digital markets and highlights the challenges posed by data practices, algorithmic collusion, interoperability and platform neutrality.

The Authority also started working on sector inquiries focusing on online marketplaces in June 2020, on online advertising in March 2021 and on mobile ecosystems in April 2024. The Authority aims to determine behavioural and structural issues surrounding these sectors, and to offer solutions accordingly. These sector inquiries served as preparatory components facilitating legislative actions.

On 14 April 2022, the Authority published its final report on the e-marketplace sector inquiry. The report analysed how e-marketplace platforms affect competition and accordingly proposed a policy towards e-marketplaces. The report remarked that network externalities, multi-homing, economies of scope and scale, multisidedness, and data-driven business models contribute to the market power of e-marketplace platforms.

As a result of these market characteristics, e-marketplaces are associated with high barriers to entry and expansion and a tendency to evolve into a single platform (ie, tipping). First, the Authority refers to its ongoing preparation of legislation regarding gatekeepers in digital platforms, where e-marketplace platforms are already in scope under the category of 'online intermediary services'. The Authority recommends that in the new legislation, the following obligations should be imposed on e-marketplace platforms with gatekeeper status:

- gatekeepers should not apply contractual or de facto exclusivity clauses or impose broad most-favoured-nation (MFN) clauses on their vendors;
- they should refrain from using non-public data, which is acquired through the activities of vendors, in their own products competing with the products of these vendors;
- they should not favour their own products or the products belonging to their group companies in their platform rankings;
- they should provide their sellers with free, efficient, high-quality, and real-time access to the performance tools so that the sellers can track the profitability of their sales within the platform;
- they should not create a technical or behavioural impediment to the transfer of the data, which the sellers or consumers provide to the marketplace, to other platforms;
-

they should provide free, effective, good quality and real-time access to (1) the data provided by the vendor to the marketplace and (2) the data generated from this data to its vendors or third parties authorised by the vendors;

- they should ensure interoperability between their main platform services and ancillary services;
- they should warrant platform transparency by providing their sellers with sufficient information regarding the scope, quality, performance, and pricing of their main and ancillary platform services; and
- they must notify the Authority regarding all acquisitions, regardless of the turnover thresholds in the Communiqué No. 2010/4 on Mergers and Acquisitions Requiring the Approval of the Turkish Competition Board (the Board). (This obligation has already been imposed through the amendment in Communiqué No. 2010/4.)

Second, the Authority advocates for a more conservative and strict application of competition rules in the digital markets. Therefore, the Authority recommends strengthening the secondary legislation to achieve this goal. In particular:

- Market share thresholds and theories of harm should be revised in connection with exclusivity and MFN obligations.
- Platforms' exploitative behaviours should be defined and clarified. Regarding unfair contractual obligations, the legislation preparations already cover topics such as MFN or exclusivity clauses, platform transparency, and excessive data collection and confidentiality. However, clarifying and strengthening these more through secondary legislation would be helpful.

More generally, secondary legislation completing the primary legislation changes to be introduced in digital markets would be necessary.

On the same line of reasoning, in 2017, the Authority also published a sectoral report named 'Television Broadcasting Sector within the Context of Digitalization and Convergence'. With a special focus on the television broadcasting sector, this previous report also aimed to guide the implementation of competition law in the relevant sector within the framework of digitalisation dynamics.

On 30 May 2025, the Authority also published its final report on the sector inquiry in online advertising on its website. The Authority previously defined the main motive for launching this sector inquiry as depicting how the complex online advertising sector works, identifying the concentration level in relevant markets, and investigating structural or behavioural problems in these markets.

In the report, the Authority emphasised that due to worldwide digitalisation, the advertising sector also gravitated towards a digital structure. The ability to track users' footprints, which in turn enables the advertisers to reach their target audience is recognised in the report. The Authority underlines the growth pace of online advertising and notes that it is now the advertising channel that takes the biggest share of the amount spent on advertising.

The competition in search advertising and display advertising are evaluated separately in the report. In terms of display advertising, the significance and advantage of social media platforms stemming from detailed data at the platforms' service are acknowledged. The Authority then recognises and expresses its concern regarding the following:

- Conflicts of interest stemming from vertical integration in the supply chain.
- Potential tying and self-preferencing conducts to be applied in the market.
- Advantages stemming from potential data aggregation. To address this concern, the Authority underlines the recent Draft Amendment to Law No. 4054, which limits data usage of gatekeepers.
- Transparency in the market, hindering conscious decisions of advertisers in choosing the publishers and services. The Authority again refers to the recent Draft Amendment to Law No. 4054 and notes that this transparency issue is addressed within this draft legislation.
- Decreased advertising income of news publishers due to their gravitation towards digital platforms, which jeopardise the quality of news content. Furthermore, the asymmetry between news publishers and digital platforms is a concern but could be solved through the recent Draft Amendment to Law No. 4054.
- Conduct preventing third-party cookie usage.
- Operating systems limiting third-party applications' access to Mobile Advertising Identifiers risk the profitability and sustainability of advertising activities. The Authority suggests investigating this matter in further detail in its mobile ecosystems sector inquiry.

Law stated - 21 Temmuz 2025

Advance compliance guidance

Can companies active in digital markets ask the competition authority for advance guidance on competition law compliance before entering into an agreement or determining a pricing strategy?

The Turkish competition law regime does not adopt any system to provide advance guidance on competition law compliance. There is an ex post review mechanism called individual exemption for agreements, concerted practices and decisions. Parties to an agreement, concerted practice or decision have the ability to complete a self-assessment to see if the conditions of individual exemption are met, so notifying for individual exemption is not a positive duty but an option to obtain legal certainty. The Authority would not carry out an ex ante review under an individual exemption filing and this option is not available for unilateral conduct such as pricing.

Law stated - 21 Temmuz 2025

Regulatory climate and enforcement practice

How would you describe government policy and the competition authorities' general regulatory and enforcement approach towards digital companies in your jurisdiction?

The Turkish government has adopted certain tailor-made economic agendas and policy choices to address the new economy's challenges. The Turkish government's 11th

Development Plan (the Plan) (2019–2023) shows that the government has included the goal of increasing its innovation capacities as a development priority. These goals were listed as agenda priorities within Türkiye's science and innovation enforcement policies to create an innovation-enabling environment. The Plan states that information platforms in fields such as social media and e-trade are expected to be customised and scaled up in sectors such as health, finance, manufacturing and agriculture with the help of accelerated digitalisation. In addition, the Plan states that the main objective is to boost productivity and competitiveness in priority sectors by accelerating digital transformation. In this regard, the Turkish government has clearly and visibly recognised the importance of increasing investments in R&D and innovation activities.

The Authority closely follows the recent national and international developments in the digital economy sector. On 4 April 2021, the Authority published an announcement on its official website explaining that the Authority closely scrutinises digital markets and that it is working on a legislation proposal for digital markets, also referring to the EU DMA proposal. In this light, the Authority prepared a Draft Amendment and shared it with certain institutions to receive comments before its enactment.

The Authority has acknowledged this in its final report on the sector inquiry regarding e-marketplace platforms. The Authority announced that it aims to approach business models that are the focus of consumer-friendly innovations with greater sensitivity. The Authority accepted that e-marketplaces dissociate from traditional markets due to the operation and effects of their platform economy. The Authority's final report on the sector inquiry regarding e-marketplace platforms states that digital platforms 'have become the main gateway to reach markets and customers' and provides that:

> digitalisation transforms the appearance of market malfunctions and competition issues that we face in traditional markets in parallel to economic operations and consuming habits. E-marketplaces have certain features arising from platform economies that distinguish them from traditional markets. These, along with the business model that e-marketplaces adopt, make it more difficult to understand how competition works in this field.

Similarly, the Board finds that the digital sector has different competitive dynamics and thus has a different and more complex structure and operation than provisions of a traditional legislative landscape. Therefore, the Authority and the government are working on relevant regulations to adapt the current legal framework to the digital age.

Similarly, the Authority's Study on the Reflections of Digital Transformation on Competition Law highlights the rapid growth of digital markets. It notes that digital markets are characterised by network effects, data-driven business models and platform economics that can pose challenges for competition authorities. A proactive approach is needed by competition authorities to ensure that digital markets remain competitive and fair for all competitors. The Study concludes by emphasising the importance of effective competition law enforcement in digital markets to ensure innovation and consumer welfare are not compromised.

The Board's intention to put the digital economy, including big tech platforms, under scrutiny in the near future can also be observed in its enforcement track record in recent years concerning digital sector players (***Sahibinden/Otobid***, 16 January 2025,

25-02/47-28; ***Google Advertising Technologies***, 12 December 2024, 24-53/1180-509; ***Google YouTube Advertising***, 3May 2024, 24-21/486-207; ***Google Search Features-***, 4 July 2024, 24-28/682-283; ***Meta/WhatsApp***, 18 January 2024, 24-05/80-32; ***Amazon/Trendyol/Hepisburada,*** 15 November 2023, 23-49/940-M; ***Sahibinden,*** 13 July 2023, 23-31/604-204; ***Nadirkitap***, 7 April 2022, 22-15/273-122; ***Trendyol***, 30 September 2021, 21-46/669-334 and 27 February 2023, 23-11/177-54; ***Google Local Search,*** 8 April 2021, 21-20/248-105; ***Meta,*** 20 October 2022, 22-48/706-299; ***Meta/Facebook interim measures decision***, 11 January 2021, 21-02/25-10; ***Meta/Threads,*** 8 February 2024, 24-07/125-50; ***Google Search and AdWords,*** 12 November 2020, 20-49/675-295; ***Kitapyurdu***, 5 November 2020, 20-48/658-289; ***Google Shopping,*** 13 February 2020, 20-10/119-69;***Google Android***, 19 September 2018, 18-33/555-273; ***Çiçek Sepeti***, 8 March 2018, 18-07/111-58; ***Booking,*** 5 January 2017, 17-01/12-4; ***Yemek Sepeti***, 9 June 2016, 16-20/347-156).

Law stated - 21 Temmuz 2025

HORIZONTAL AGREEMENTS

Special rules and exemptions

Do any special rules or exemptions apply to the assessment of anticompetitive agreements between competitors in digital markets in your jurisdiction?

There are no specific rules that apply to horizontal agreements in digital markets. However, the Guidelines on Horizontal Cooperation will apply to any horizontal agreements in digital markets.

Law stated - 21 Temmuz 2025

Access to online platforms

How has the competition authority in your jurisdiction addressed horizontal restrictions on access to online platforms?

There are no decisions where the Competition Board (the Board) addressed horizontal agreements that bring restrictions on access to online platforms.

Law stated - 21 Temmuz 2025

Algorithms

Has the competition authority in your jurisdiction considered the application of competition law to the use of algorithms, in particular to algorithmic pricing?

The Turkish Competition Authority (the Authority)'s decisional practice does not yet have a detailed assessment of the use of algorithms within the sphere of anticompetitive agreements.

As for the pricing algorithms, the Authority evaluated the pricing algorithms of D-Market Elektronik Hizmetler ve Ticaret AŞ (Hepsiburada) in a recent decision. Pursuant to Hepsiburada's commitments, the Board rendered its decision on 3 October 2024 (24-40/951-410) to conclude the investigation.

The Board first initiated a preliminary investigation into Hepsiburada based on two main competitive concerns:

- alleged discriminatory behaviour and the most-favoured-nation (MFN) clauses included in its agreements with customers; and
- the automatic pricing mechanism.

However, the initial allegations concerning discriminatory conduct and MFN clauses were dropped, and the investigation proceeded with a focus on whether Hepsiburada had violated article 4 of Law No. 4054 through its automatic pricing mechanism.

Hepsiburada launched its automatic pricing mechanism in June 2023, offering sellers three options:

- Match the Buybox Price;
- Stay below the Buybox Price; and
- Stay above the Buybox Price.

Hepsiburada explained that the buybox system, which was put into practice by Hepsiburada in June 2023, basically gathers the products that are sold by more than one seller under a single heading. This was developed to:

- facilitate the shopping experience of users;
- gather the offers of different sellers of the same product under a single heading; and
- ensure that the most favourable offer stands out in line with certain algorithmic criteria.

Through the automatic pricing system, sellers may be inclined to adjust their prices dynamically based on the buybox winner's price. The automatic pricing mechanism integrated into the buybox system allows sellers to automate manual price switching within certain rules. Under the scope of the automatic pricing mechanism, sellers are offered the three options and they can update their prices automatically by taking the price of the seller who wins the buybox as a reference price.

The concern that was prominent in the investigation relates to the design of the tool (the 'Match the Buybox Price' option), which has the potential to create price uniformity without any formal collusion. This is interesting, considering that Hepsiburada did not directly set the prices, but provided a pricing tool with certain features, which was regarded as potentially facilitating a risk of competition harm. Therefore, the platform is responsible for the competitive risks that may be imposed by the digital infrastructure and tools provided. Following the submission of its first written defence, Hepsiburada applied for the initiation of the commitment procedure, offering to address the Board's competition concerns through a set of proposed commitments.

Hepsiburada committed to the following:

- removing the 'Match Buybox Price' option from its automatic pricing mechanism, offering sellers only the 'Stay below Buybox Price' and 'Stay above Buybox Price' options;
- arranging 'Stay below the Buybox Price' and 'Stay above the Buybox price' options in a manner that will not produce the same result as 'Match the Buybox Price' option (for instance not being able to write 'stay above or below 0% or 0 TL' in terms of percentage and amount); and
- continuing to not oblige sellers to use automatic pricing mechanism and to not offer any incentive that may create the same results as obliging sellers.

Furthermore, Hepsiburada will not consider the use of automatic pricing mechanism by sellers as a criterion in the functioning of the algorithm in terms of buybox criteria; and it will not share data related to other sellers' use of the mechanism, such as the number of sellers applying it or the rules they selected.

The Board decided that the commitments submitted by Hepsiburada were found sufficient to resolve the competition problems and rendered them binding.

This decision marks one of the first cases in Türkiye to address the competitive risks and effects posed by algorithmic pricing mechanisms (rather than traditional agreements among competitors). The case also sets an important precedent for how algorithm driven coordination risks will be evaluated and monitored going forwards. The case shows that the TCA will continue closely monitoring the digital markets on how digital tools can lead to anticompetitive outcomes, even without explicit collusion.

Law stated - 21 Temmuz 2025

Data collection and sharing

Has the competition authority in your jurisdiction considered the application of competition law to 'hub and spoke' information exchanges or data collection in the context of digital markets?

While there are no precedents specific to the digital sector as yet, the Turkish competition law regime recognises and condemns hub-and-spoke information exchanges (the ***Supermarket Chains*** decision, 28 October 2021, 21-53/747-360). However, the Authority examined the problematic marketplace and sellers' tendency to hub-and-spoke cartels in digital markets in its final report on the sector inquiry regarding e-marketplace platforms.

Law stated - 21 Temmuz 2025

Other issues

Have any other key issues emerged in your jurisdiction in relation to the application of competition law to horizontal agreements in digital markets?

On 20 April 2021, the Board launched a full-fledged investigation against 32 undertakings active in the digital sector for an alleged gentlemen's agreement in labour markets across

Türkiye. The investigated parties appear to range from IT and software companies to platform businesses, as well as players in the media industry and undertakings in the food and beverages sector. The Authority emphasises that it is well aware of the importance of employees' contributions to connecting products and services with consumers in the digital age, where creativity and innovative intelligence have become especially important. The Board concluded the investigation through settlement mechanism and imposed an administrative monetary fine on the following undertakings:

- Arvato Lojistik Dış Ticaret ve E-Ticaret Hizmetleri AŞ;
- Bilge Adam Yazılım ve Teknoloji Anonim Şirketi;
- Binovist Bilişim Danışmanlık AŞ;
- Çiçeksepeti İnternet Hizmetleri AŞ;
- D-Market Elektronik Hizmetler ve Ticaret AŞ;
- Flo Mağazacılık ve Pazarlama AŞ;
- Koçsistem Bilgi ve İletişim Hizmetleri AŞ;
- LC Waikiki Mağazacılık Hizmetleri Ticaret AŞ;
- Sosyo Plus Bilgi Bilişim Teknolojileri Danışmanlık Hizmetleri Ticaret AŞ;
- TAB Gıda Sanayi ve Ticaret AŞ;
- Türk Telekomünikasyon AŞ;
- Veripark Yazılım AŞ;
- Vivense Teknoloji Hizmetleri ve Ticaret AŞ;
- Vodafone Telekomünikasyon AŞ;
- Zeplin Yazılım Sistemleri ve Bilgi Teknolojileri AŞ; and
- Zomato İnternet Hizmetleri Ticaret AŞ.

Law stated - 21 Temmuz 2025

VERTICAL AGREEMENTS

Special rules and exemptions

Do any special rules or exemptions apply to the assessment of anticompetitive agreements between undertakings active at different levels of the supply chain in digital markets in your jurisdiction?

There are no specific rules that apply to vertical agreements in digital markets. The generally applicable Block Exemption Communiqué No. 2002/2 on Vertical Agreements (the Guidelines) will also apply to any vertical agreements in digital markets. In fact, to meet the needs of the evolving digital sector and to align with the European Union, on 30 March 2020, the Competition Authority (the Authority) revised the Guidelines and introduced new provisions concerning online sales and most-favoured-nation (MFN) clauses.

Law stated - 21 Temmuz 2025

Online sales bans

How has the competition authority in your jurisdiction addressed absolute bans on online sales in digital markets?

According to the Guidelines, online sales are generally considered passive sales and cannot be restricted. The Guidelines, however, introduce some exemptions where restrictions to online sales can benefit from the protective cloak of the block exemption. For instance, suppliers may impose quality conditions for online sales channels, particularly in the selective distribution system. Furthermore, if there is an objective reason concerning the product (eg, dangerous chemical materials), suppliers may prevent online sales due to safety or health concerns. To benefit from the protective cloak, these conditions and restrictions must be objective, fair and reasonable and should not directly or indirectly lead to the prevention of online sales. Having said that, the decisional practice of the Competition Board (the Board) demonstrates that the Board strictly approaches the restrictions to online sales and considers online sales as passive sales, which cannot be restricted (***Jotun***, 15 August 2018, 18-05/74-40). Accordingly, in ***Baymak*** (26 March 2020, 20-16/232-113), the Board deemed an absolute restriction on internet sales covering both individual websites of the distributors and third-party platforms as a violation of article 4 of Law No. 4,054 on Protection of Competition (Law No. 4,054). In ***Yataş*** (6 February 2020, 20-08/83-50), the Board decided that the online sales are passive sales and the restriction of passive sales may not benefit from block exemption under the Guidelines.

In the ***BSH*** decision (16 December 2021, 21-61/859-423), the Board evaluated a negative clearance and individual exemption application by Bosch about the restriction of sales through third-party online marketplaces. Bosch had prohibited its authorised dealers from selling on digital platforms such as N11, Amazon, Trendyol, Morhipo and Hepsiburada via a circular. The Board decided that the restriction did not qualify for a block exemption and did not meet the conditions for an individual exemption as prescribed under article 5 of Law No. 4,054.

The Board remarked that BSH realised its sales through selective distribution systems. Prevention of passive sales in selective distribution systems is one of the elements of the black list and is therefore considered a 'hardcore restriction'. In the Guidelines on Vertical Agreements (the Vertical Guidelines), a restriction applied by a supplier to prevent distributors, dealers and buyers from making sales on their own websites are clearly defined among the types of passive sales restriction. Therefore, a restriction adopted by a supplier with the purpose of preventing to distributors, dealers and buyers from making sales on their own websites places it within the definition of 'hardcore restrictions'. Therefore, an agreement involving a clause that prevents resellers from making sales through their own website is directly deemed to be out of the scope of the block exemption. In parallel to this, restrictions that fall out of the scope of the block exemption due to having a hardcore restriction generally cannot benefit from the individual exemption.

Nevertheless, the Vertical Guidelines do not provide an explicit and clear approach as to whether restricting distributors from making sales through online marketplaces may be considered a hardcore restriction. Although the Vertical Guidelines are parallel and almost identical to the Commission's Guidelines on Vertical Restraints (the Commission's Guidelines), paragraph 28 of the Vertical Guidelines, which does not have an equivalent in EU regulation and was added to the Vertical Guidelines in 2018, is the primary reason

for such confusion. The paragraph states that the supplier may demand that the buyer only sell through 'sales platforms/marketplaces' that fulfil certain standards and conditions. However, this restriction should not aim to prevent the distributor's online sales or price competition. Therefore, a general prohibition of sales over platforms without objective and uniform conditions and justifications in line with the specific characteristics of the product may be assessed as violations.

In light of this information, the Board first explained that, similar to the Commission's practice, internet sales are, generally speaking, considered passive sales in Turkish competition law practice. The Board stated that the restriction of sales through marketplaces:

- means direct or indirect prohibition of online sales;
- is against the principle of equivalency and serves as a deterrent factor for the usage of internet by resellers as a distribution channel; and
- restricts the active and passive sales realised by the members (dealers and distributors) of the selective distribution system to the end users.

On the basis of these statements, the Board determined that the restriction of sales through online marketplaces are not based on objective grounds considering the nature of the product and not based on any qualitative criterion. Therefore, the Board concluded that the online marketplace restrictions are considered 'hardcore restrictions' and cannot be granted a block exemption as per the Guidelines.

With this decision, the Board re-evaluated its decision from 2015 in which it had granted BSH an individual exemption. This decision is of great importance as it clarified the Board's approach towards restriction of sales through online marketplaces, showing that the Board views resale price maintenance along with online sales restriction as naked and hardcore violations.

This rule is not different in European practice. As such, an absolute ban of online sales constitutes a hardcore restriction and therefore is identified as a restriction of competition by object under the Commission's practice. However, in the ***Coty*** decision, the Court of Justice of the European Union (CJEU) assessed that Coty Germany, a company that was active in the sale of luxury cosmetics through a selective distribution system, contemplated facilitating the luxury image of its products through its selective distribution system. In this light, the restriction of sales through online marketplaces was not considered hardcore restrictions as they could be justifiable with regard to luxury goods. The CJEU determined that distributers' sales made through their own websites and sales made through online marketplaces constituted separate practices and could not be evaluated under the similar categories. Consequently, the CJEU concluded that a prohibition imposed by a supplier of luxury goods on its authorised distributors to use concerning online marketplaces for the sale of those goods was appropriate to preserve the luxury image of those goods. In its ***Coty*** decision, the CJEU determined that the restriction of sales through online marketplaces are not considered hardcore restrictions as they can be justifiable with regards to luxury goods. One of the points where ***BSH*** differs from ***Coty*** is that, in ***BSH***, the restriction of sales through online marketplaces was regarded as equivalent to 'restriction of passive sales'. According to ***BSH***, the restrictions imposed by the supplier on the dealers' sales made through online marketplaces constituted a hardcore restriction. This assessment contradicts the judgment made in ***Coty*** where it was determined that this kind of restraint on online sales did not raise hardcore restrictive concerns.

In late 2021, the Board initiated a full-fledged investigation against BSH along with five other sector players for engaging in resale price maintenance and an online sales ban on its dealers. Considering the provisions of the agreements between BSH and its authorised dealers, the Board found that the third-party platform bans were incompatible with the selective distribution system BSH carries out (8 September 2022, 22-41/579-239).

In its assessment, the Board noted that sales of electronic devices through online channels have increased, and among these online channels, the most prominent one was e-marketplaces, which are consumers' first choice. In this respect, the Board determined that the limitations on online sales through these platforms, which have become essential channels for sales, effectively result in a complete ban on online sales as well as the restriction of passive sales. That said, the Board emphasised that a provider may lay down certain conditions for online sales channels, such as by imposing quality conditions for the website where products are offered, provided that they do not aim at the direct or indirect restriction of online sales. The justification of the conditions to be introduced must be objectively concrete, reasonable and acceptable in terms of the factors such as increasing the nature and quality of the distribution, brand image or potential efficiency. Similarly, the supplier may require the dealer to only sell through 'sales platforms/marketplaces' that fulfil certain standards and conditions. However, this restriction should not aim to prevent dealers' online sales or price competition. As such, a ban on sales through platforms should be accompanied by objective and uniform conditions, and the justifications for such conditions should align with the specific characteristics of the product.

Acknowledging that the restrictions of online sales via e-marketplaces do not amount to a naked and hardcore restriction, the Board found the commitment package offered by BSH, as it found them sufficient to address the pertinent competitive issues. The ***BSH*** commitments mark an important development in terms of sales made through e-marketplaces in Türkiye. The decision will pave the way forward in terms of the standards that can be adopted to ensure the quality of the distribution, brand image and potential efficiencies without restricting the online sales of a supplier's dealers. Another point worth noting is that the Board, with the ***BSH*** decision, apparently parts ways from the newly introduced EU Vertical Block Exemption Regulation and the CJEU's position in the ***Coty*** decision, which allow providers to restrict buyers' online sales via third-party platforms. However, the Board has not made it clear whether it has factored in the luxuriousness of the products in question, as the CJEU did in its ***Coty*** decision.

Furthermore, in its ***Oriflame I*** decision of 14 March 2024 (24-13/245-102), the Board rendered a commitment approval decision regarding the online sales ban allegations. ***Oriflame I*** cites various documents showing that Oriflame either entirely prohibited the resellers' online sales or allowed online sales for only a limited time, even though its general policy is to restrict online sales. These documents also refer to blockage punishments by Oriflame on the resellers due to breaches of online resale bans. The Board noted this evidence as 'competition law concerns' under the Communiqué No. 2021/2 on the Commitments to be Offered in Preliminary Inquiries and Investigations Concerning Agreements, Concerted Practices and Decisions Restricting Competition, and Abuse Of Dominant Position and evaluated Oriflame's commitments.

To address this, Oriflame committed to signing new agreements with its authorised resellers, which will include provisions to:

- remove any clauses that may directly or indirectly restrict resellers' online sales;

- avoid de facto restrictions on online sales;
- refrain from requiring authorisation or approval for resellers wishing to make online sales; and
- announce these contractual revisions on its official website.

The Board noted that these measures are appropriate and sufficient to resolve the competition law concerns in question, made these commitments binding for Oriflame and concluded the investigation regarding the allegations of online sales bans.

Law stated - 21 Temmuz 2025

Resale price maintenance

How has the competition authority in your jurisdiction addressed online resale price maintenance?

Pursuant to Communiqué No. 2002/2, vertical agreements of undertakings with market shares that exceed 30 per cent cannot benefit from the block exemption. However, Communiqué No. 2002/2 does not bring an exemption for agreements that directly or indirectly restrict the buyer's ability and freedom to determine its own resale prices and considers them hardcore restrictions.

In ***Sony*** (22 November 2018, 18-44/703-345), the Board decided that Sony had:

- monitored the price levels in online platforms;
- expected compliance with its recommended resale prices; and
- possessed the ability to threaten the distributors with withholding incentive payments in case of non-compliance.

The Board decided that the said conduct of Sony had restricted the distributors' ability to autonomously determine their online prices. Accordingly, the Board concluded that Sony had violated article 4 of Law No. 4,054 by determining the resale prices of its online retailers and it imposed an administrative fine of 2,346,618.62 Turkish lira.

In ***Groupe SEB*** (4 March 2021, 21-11/154-63), the Board evaluated the allegation that Groupe SEB İstanbul Ev Aletleri Ticaret AŞ (Groupe SEB) and İlk Adım Dayanıklı Tüketim Malları Elektronik Tekstil İnşaat ve İletişim Hiz San Tic Ltd Şti (İlk Adım) violated article 4 of Law No. 4054 by way of determining the resale prices and restricting the online sales of their distributors and other resellers. The Board assessed the activities of Groupe SEB and İlk Adım, which included interfering with distributors' pricing strategies, imposing sanctions on distributors that disrupt the pricing strategy such as prohibiting online sales and also notifying distributors to increase their prices. On the basis of the evidence collected during the on-site inspections, the Board decided to impose administrative monetary fines on Groupe SEB and İlk Adım.

On 5 May 2023, the Board published its reasoned decision rendered upon the full-fledged investigation initiated against Korkmaz Mutfak Eşyaları San ve Tic AŞ (Korkmaz), Punto Dayanıklı Tüketim Malları İth. İhr. Tic. Ltd Şti. (Punto) and Gençler Ev Araç ve Gereçleri Pazarlama Ticaret AŞ (Gençler) (the Investigation). The investigation was initiated upon a

complaint that Korkmaz had violated article 4 of Law No. 4054 by preventing resellers from operating with low profit margins and imposing measures for ensuring such a resale pricing policy.

Before the assessment regarding the resale price maintenance allegation against Korkmaz, the Decision first drew a theoretical framework for resale price maintenance. In that context, the Decision remarked that resale price maintenance is considered to restrict competition by its object per the decisional practice of the Board. The Decision noted that dealers and distributors of Korkmaz were prevented from selling Korkmaz's products at a price deviating from retail prices determined by Korkmaz per the authorised dealership agreement. Furthermore, the Decision remarked that the authorised dealership agreement prevented dealers of Korkmaz from determining retail prices on the online sales channel, as well. In light of the foregoing, the Board concluded that Korkmaz has violated article 4 of Law No. 4054 by way of resale price maintenance practices.

In late 2021, the Board initiated a full-fledged investigation against BSH along with five other sector players for engaging in resale price maintenance and online sales ban on its dealers. The Board determined that the supplier may require the dealer to only sell through 'sales platforms/marketplaces' that fulfil certain standards and conditions. However, this restriction should not aim to prevent dealers' online sales or price competition. As such, a ban on sales through platforms should be accompanied by objective and uniform conditions, and the justifications for such conditions should align with the specific characteristics of the product. The investigation was closed with commitments.

In ***Olka/Marlin*** (30 June 2022, 22-29/488-197), which ended with a settlement, the Board determined that Olka and Marlin had violated article 4 of Law No. 4054 by explicitly interfering with the dealers' prices.

Upon examining the findings, the Board determined that Olka and Marlin had contacted their dealers and requested their dealers remove the discounts on the products and adjust or revise the prices in accordance with the resale prices determined by Olka and Marlin. The Board established that Olka and Marlin actively interfered with the dealers' sales conducted through online marketplaces. The Board emphasised that, in some of the findings, Olka and Marlin contacted the dealers, indicated that no sales should be made through online platforms and requested that the dealers remove the mentioned products from the sales. The Board also highlighted that Olka and Marlin indicated that they would terminate ongoing commercial relationships with the dealers if the dealers continued to sell products through online marketplaces.

Considering that Olka and Marlin interfered with the dealers' prices by actively controlling the prices, and imposed restrictions on the dealers' online sales conducted through online marketplaces (both through agreements and unauthorised conducts), the Board stated that investigated undertakings had restricted competition in the market. Such conduct constituted a violation of article 4 of Law No. 4054. The Board consequently assessed that, in some instances, the restriction of the online sales function as a complementary element to enhance the deterrence and effectiveness of the determination of resale prices. In other words, in order to ensure the effective implementation of resale price maintenance in the market, interference and control towards online sales may take the form of an extension of resale price maintenance. The Board determined that this was the case in this investigation and concluded that resale price maintenance and online sales ban were indeed a single conduct.

In this decision, the Board concluded that the restriction of online sales is a complementary element to resale price maintenance, and therefore these are a single violation. In addition to the evaluations of the single violation, the Board finalised the investigation process with a settlement procedure.

Law stated - 21 Temmuz 2025

Geoblocking and territorial restrictions

How has the competition authority in your jurisdiction addressed geoblocking and other territorial restrictions?

There is no specific rule or case law concerning restrictions on online sales to customers in other countries. Pursuant to article 4 of the Guidelines, restrictions requiring the buyer not to sell the products or services in certain territories or to certain customers may violate competition laws. However, there are exceptions to this rule. For instance, the supplier may prevent the buyer from active sales to an exclusive territory or to customers allocated to the supplier or another buyer.

Furthermore, in a selective distribution system, the buyer may prevent its authorised distributors from making sales to unauthorised distributors. However, the restriction of passive sales to exclusive territories or customers cannot benefit from the protective cloak of the block exemption. In any event, the jurisdiction of the Authority is limited to transactions that impact Turkish markets. Therefore, as a general rule, restrictions on sales to customers in other countries should not be caught by the article 4 prohibition.

Law stated - 21 Temmuz 2025

Platform bans

How has the competition authority in your jurisdiction addressed supplier-imposed restrictions on distributors' use of online platforms or marketplaces and restrictions on online platform operators themselves?

According to the Vertical Guidelines, updated on 30 March 2018, online sales are generally considered passive sales and cannot be restricted. In many decisions, the Board considered online platform bans as anticompetitive and analysed the cases accordingly (eg, ***Baymak*** (26 March 2020, 20-16/232-113); ***Yataş*** (6 February 2020, 20-08/83-50); and ***Marks & Spencer*** (11 April 2019, 19-15/208-93).

In the ***BSH*** decision (16 December 2021, 21-61/859-423), the Board evaluated a negative clearance and individual exemption application by Bosch about the restriction of sales through third-party online marketplaces. Bosch had prohibited its authorised dealers from selling on digital platforms such as N11, Amazon, Trendyol, Morhipo and Hepsiburada via a circular. The Board decided that the restriction does not qualify for a block exemption and does not meet the conditions for an individual exemption as prescribed under article 5 of Law No. 4,054. The decision is significant as it clarifies that the Board maintains a clear position on prohibiting online sales, especially through online marketplaces.

Afterwards, the Board initiated a full-fledged investigation against BSH along with five other sector players for engaging in resale price maintenance and online sales ban on its dealers. The Board determined that the supplier may require the dealer to only sell through 'sales platforms/marketplaces' that fulfil certain standards and conditions. However, this restriction should not aim to prevent dealers' online sales or price competition. As such, a ban on sales through platforms should be accompanied by objective and uniform conditions, and the justifications for such conditions should align with the specific characteristics of the product. The investigation was closed with commitments.

Law stated - 21 Temmuz 2025

Targeted online advertising

How has the competition authority in your jurisdiction addressed restrictions on using or bidding for a manufacturer's brand name for the purposes of targeted online advertising?

The Board decided in ***Google AdWords*** that it is not possible or appropriate to find a violation on Google's display of third parties' text ads considering that these practices have aspects that increase competition (***Google AdWords***, 12 November 2020, 20-49/675-295). Similarly, in ***Çiçeksepeti***, the Board did not consider the display of third-party websites' text ads for branded queries to fall under Law No. 4,054 (8 March 2018, 18-07/111-58).

The Board closed a pre-investigation launched against Google concerning the allegation that Google's bidding mechanism restrained competition between e-commerce sites. The Board decided that there was no need to initiate a full-fledged investigation as the allegations did not reflect the truth (***Google e-commerce***, 7 November 2019, 19-38/575-243).

In ***Modanisa/Sefamerve*** (25 November 2021, 21-57/789-389)***,*** the Board refused to grant negative clearance or individual exemption to a settlement agreement concerning certain keyword bidding practices. The decision is of great significance as it harbours extensive explanation and analysis on branded keyword bidding practices in terms of competition law and intellectual property law. The decision also serves as an important precedent indicating that the agreements restricting companies from bidding on each other's brands could be exempted from Law No. 4,054 if such agreements only contain narrow non-brand bidding restrictions. The decision also sets an example of how the Board threads a line between intellectual property protections and competition law sensitives while assessing agreements regarding the use of negative keywords.

Shortly after the***Modanisa/Sefamerve*** decision, on 21 June 2022 (22-33/528-M), the Authority launched an investigation against four online platforms (Arabam Com, Vava Cars, Araba Sepeti Otomotiv Bilişim Danışmanlık and Letgo) that work in the field of second-hand car purchasing and selling. The investigation focused on the allegation that these undertakings are engaged in negative matching agreements. The Board deemed that the undertakings violated article 4 of Law No. 4054 by way of negative keyword agreements with their competitors, on each other's brand names for Google text ads. The Board concluded the investigation with settlement for Araba Sepeti Otomotiv Bilişim Danışmanlık, Letgo and Arabam Com with the decisions of 13 July 2023 (23-31/589-199), 20 July 2023 (23-32/629-211) and 20 July 2023 (23-32/630-212), respectively.

Law stated - 21 Temmuz 2025

Most-favoured-nation clauses

How has the competition authority in your jurisdiction addressed most-favoured-nation clauses?

The Guidelines, which were updated on 30 March 2018, recognise the pro-competitive nature of MFN clauses and adopt a 'rule of reason' approach to the analysis of anticompetitive effects of these clauses. The relevant guidelines provide that in the analysis of these clauses, the following should be taken into consideration:

- the relevant undertakings' and their competitors' positions in the relevant market;
- the object of the MFN clause in the relevant agreement; and
- the specific characteristics of the market.

An MFN clause may benefit from the block exemption, provided that the market share of the beneficiary of the relevant MFN clause does not exceed 30 per cent, together with other conditions as set forth under the Guidelines. The evaluation of MFN clauses in traditional markets differs from those in online platforms. For example, while the party that is the beneficiary of the clause is the buyer in the traditional markets, whether it is a supplier, buyer or intermediary in the online platform markets depending on the relevant product market. Therefore, the Guidelines do not provide any indication as to which party's market share should be taken into account.

The first case where the Board examined online platforms' MFN clauses in detail was ***Yemek Sepeti***. This case concerned an alleged violation of article 6 of Law No. 4,054, which prohibits the abuse of a dominant position. Yemek Sepeti (which is now owned by Delivery Hero SE, one of the leading online food ordering and delivery marketplaces), was the incumbent online food delivery platform in Türkiye, with a significant market share and unparalleled geographical coverage. Certain competitors of Yemek Sepeti argued (mostly encouraged by recent investigations initiated in certain European countries against the MFN clauses used by Booking.com) that Yemek Sepeti held a dominant position in the market for online food delivery platform services and was abusing this dominant position by hindering the entry of competitors via the MFN clauses. After confirming that Yemek Sepeti held a dominant position with a market share of more than 90 per cent, the Board undertook an assessment of the MFN clauses that were in place between Yemek Sepeti and the restaurants that used its online platform.

In relation to this, MFN clauses that required restaurants not to offer better terms were divided into:

- narrow MFN clauses (ie, their own food delivery channels); and
- wide MFN clauses (ie, any other channel, including competing platforms).

The Board analysed the effects of the wide MFN clauses in detail and concluded that their anticompetitive effects outweighed the efficiency gains that they created under the specific circumstances of the case at hand, especially considering Yemek Sepeti's significant market power. The Board decided that the narrow MFN clauses did not constitute a violation but refrained from conducting a detailed effects-based assessment in this particular case. As a matter of fact, the Board specifically noted that it would not further evaluate the pro-efficiency

(especially to tackle the free-riding problem) and anticompetitive aspects of the narrow MFN clauses as these were not the subject of the investigation.

The ***Booking.com*** decision (5 January 2017, 17-01/12-4) sets a landmark precedent that concerns the application of MFN clauses in online markets under the Turkish competition law regime. The case handlers claimed that the provisions related to the price and availability parity clause as well as the best price guarantee (broad MFN clauses) contained within the agreements executed between Booking.com and the accommodation providers, had the effect of restricting competition within the meaning of article 4 of Law No. 4,054. The Board decided that such clauses:

- foreclosed the market to the competitors and reduced the competition in the market for accommodation reservation services platforms;
- reduced Booking.com's competitors' incentive to offer lower commission rates to the accommodations that execute broad MFN clauses with Booking.com;
- prevented the application of competitive pressure to the commission rates applied by Booking.com; and
- protected Booking.com from new entrants to the market.

The Board concluded that Booking.com's wide MFN clauses were in violation of article 4. The Board's findings in ***Yemek Sepeti*** and***Booking.com*** were integrated into the Authority's amendments to the Vertical Guidelines mentioned above.

In ***Kitapyurdu*** (5 November 2020, 20-48/658-289), the Board held that Kitapyurdu.com's requests for additional discounts and access to similar or better discounts and campaigns that were applied to competitors could be deemed as wholesale MFN clauses, and considered that such practices would benefit from block exemption as Kitapyurdu.com's market share was below 40 per cent.

In ***Hepsiburada*** (15 April 2021,21-22/266-116), upon its assessment, the Board assessed that Hepsiburada was not dominant, even under the narrowest market. Even though its agreement envisaged a wide MFN clause, this clause was not enforced in light of the answers submitted by several undertakings and that the clause did not create any effect. However, the Board then stated that since the MFN clause may foreclose the market to other online platforms that operate with a lower commission, it may create barriers to entry to the market and price stringency; thus, the clause created effects that restrict competition. Therefore, interestingly, the Board considered the wide MFN clause restrictive of competition after stating that it did not create any effects and MFN clauses are not per se violations. Consequently, the Board concluded its assessment by stating that the MFN clause benefitted from a block exemption.

In the ***Getir*** decision (15 September 2022; 22-42/606-254), the Board assessed whether Getir violated articles 4 and 6 of Law No. 4,054 through its platform services regarding online food ordering and delivery, which were examined within the scope of a preliminary investigation.

The allegations concerned the MFN clauses and practices on member restaurants of Getir. The allegations revolved around narrow and wide MFN clauses imposed by Getir on its member restaurants. It is also worth noting that the written contracts signed between the restaurants and Getir did not include any concrete provision regarding MFNs. That said, the Board identified that Getir was implementing de facto narrow and wide MFN practices. It was observed that also Getir frequently checked the prices applied by member restaurants

on competing platforms, particularly on Yemek Sepeti. If the restaurant offers lower prices or lower minimum purchase prices, or better contents on the competing platforms compared to the ones offered on Getir Yemek, Getir negotiates with that restaurant to offer the same better conditions on Getir Yemek or to increase their prices on the competing platform. These restaurants have also been subject to certain penalties, such as blocking access to the platform temporarily or permanently unless these requests are fulfilled. Considering the foregoing, the Board held that Getir Yemek applies narrow and wide MFN clauses to member restaurants of the platform.

The Board rejected the allegations and did not launch a full-fledged investigation on the grounds that the practices regarding the narrow and wide MFN clauses implemented by Getir for its member restaurants fall within the scope of the block exemption since Getir Yemek's market share in terms of both order amount and commission income remains below 30 per cent, and the relevant vertical agreement fulfils the other conditions set forth in the Guidelines, the Board held that Getir Yemek benefits from the block exemption. By rejecting allegations of articles 4 and 6 violations, specifically related to MFN practices, the Board has reaffirmed its commitment to thoroughly evaluating the competitive landscape. The decision not to proceed with a full-fledged investigation sheds light on the delicate balance that competition authorities must strike to foster innovation and fair market dynamics while ensuring compliance. As the digital marketplace continues to evolve, ***Getir*** prompts a re-evaluation of how competition law adapts to emerging business models, particularly within the intricate realm of online platform services.

In another decision, the Board evaluated allegations that DSM Grup Danışmanlık İletişim ve Satış Ticaret AŞ (Trendyol) violated article 6 of Law No. 4,054 (5 January 2023, 23-01/2-2). Trendyol provided food order delivery services through Trendyol Food service and fast-moving consumer goods (FMCG) order delivery services through its Trendyol Market service. Trendyol had been accused of abusing its market power in multi-category e-marketplaces within the market for online food and FMCG by way of cross-subsidisation. It had entered into agreements with the sellers in the FMCG online market, which included MFN clauses.

Within the scope of the preliminary investigation, the board also examined the allegations that Trendyol had imposed MFN clauses on the sellers for its Trendyol Market services. Further to the allegations, the board examined the agreements concluded between Trendyol and the sellers in relation to Trendyol Market services and determined that the relevant agreements involved narrow MFN clauses. According to these clauses, Trendyol had prevented the sellers from determining different prices in their physical and online sales channels to their prices in Trendyol Market. However, based on the statements of Trendyol and the stores that Trendyol worked with, the board determined that Trendyol had not actively monitored whether the sellers complied with the MFN clauses in the agreements and that Trendyol had not imposed any sanctions or warnings in the case of non-compliance. The board clarified that the agreements between Trendyol and the stores qualified as vertical agreements, and evaluated whether the MFN clauses included in these agreements benefited from the block exemption under the Guidelines.

The Board analysed whether Trendyol's market share in the market for online FMCG order services had exceeded the 30 per cent market share threshold indicated in the Guidelines. It resolved that it had not exceeded the relevant threshold. Second, the Board examined whether the agreements between Trendyol and the stores had included any provisions that would prevent the agreements from benefiting from the block exemption (eg, provisions

concerning resale price maintenance or restrictions on passive sales) and concluded that the agreements had not involved these types of provisions. As a result, the board decided that the narrow MFN clauses included in the agreements between Trendyol and the stores benefited from the block exemption under the Guidelines. The Board's analysis regarding the assessment of MFN clauses under the Guidelines is consistent with its recent decisional practice on this front where the Board has held that both wide and narrow MFN clauses benefit from the block exemption.

In its final report on e-marketplace platforms, the Authority stated that contractual arrangements that guarantee the platform the best price or terms the seller gives to its customers (MFN clauses and especially wide MFN clauses) are problematic. The Authority believes that the use of wide MFN clauses by platforms leads to serious competition concerns, such as a decrease in price competition and an increase in retail prices, price rigidity and possible anticompetitive collaborations in the market, and barriers to entry and expansion. Therefore, the Authority recommended as a policy consideration that e-marketplace platforms with gatekeeper status should not apply contractual or de facto exclusivity or MFN clauses.

Moreover, in the Authority's recent Study on the Reflections of Digital Transformation on Competition Law mentions that for Price Comparison, Comparison (Specialised Search) and Reservation Services, the stakeholders that were asked for their opinions within the study raised concerns about MFN clauses and exclusivity practices. Some of the stakeholders expressed that to ensure fair competition and preserve the investments, narrow MFN clauses can be applied.

Law stated - 21 Temmuz 2025

Multisided digital markets

How has the competition authority in your jurisdiction addressed vertical restraints imposed in multisided digital markets? How have potential efficiency arguments been addressed?

Vertical agreements falling outside the block exemption are not automatically deemed to be in violation of Law No. 4.054 and the undertakings may plead the efficiencies defence. The cumulative conditions for an individual exemption set out under article 5 of Law No. 4,054 are that the agreement:

- must contribute to improving the production or distribution of goods or to promoting technical or economic progress;
- must allow consumers a fair share of the resulting benefit;
- should not eliminate competition in a significant part of the relevant market; and
- should not restrict competition by more than necessary for achieving the goals set out in the first two items.

The Board considers potential efficiencies or benefits for consumers to decide whether a restrictive agreement could benefit from an individual exemption. Restrictions should not be more than necessary to reach efficiencies and benefits, and the agreement should not eliminate competition in a significant part of the relevant market. The Vertical Guidelines do

not refer to any specific defences in addition to the 'efficiency defence'. Therefore, possible defence scenarios would heavily depend upon case-specific parameters.

In ***Travel Agents*** (25 October 2018, 18-40/645-315), ***Kitapyurdu*** (5 November 2020, 20-48/658-289), and *Hepsiburada* (15 April 2021,21-22/266-116), the Board indicated that the relevant agreements or practices that included MFN clauses benefited from the block exemption.

Law stated - 21 Temmuz 2025

Other issues

Have any other key issues emerged in your jurisdiction in relation to the application of competition law to vertical agreements in digital markets?

No.

Law stated - 21 Temmuz 2025

UNILATERAL ANTICOMPETITIVE CONDUCT

Establishing market power

What are the relevant criteria for establishing market power in digital markets in your jurisdiction? Is there any concept of 'abuse of economic dependence' where a company's market power does not amount to a dominant position?

Turkish competition law does not have separate dedicated criteria for establishing market power in digital markets. Under Turkish competition law, the market share of an undertaking is the primary point for evaluating its position in the market. In terms of unilateral conduct, dominance in a market is the primary condition for the application of the prohibition stipulated in article 6 of Law No. 4,054 on Protection of Competition (Law No. 4,054) .

Subject to exceptions, an undertaking with a market share of 40 per cent is a likely candidate for dominance, whereas a firm with a market share of less than 25 per cent would not generally be considered dominant. Although the Competition Board (the Board) considers a large market share as the most indicative factor in assessing dominance, the Board also takes into account other factors, such as legal or economic barriers to entry and the portfolio power and financial power of the incumbent firm.

As well as an online platform's market share, the Board would take into account network effects, entry barriers, innovation and the multisided aspects of the relevant activities. Overall, the Board's dominance analysis is still similar to its analyses in brick-and-mortar markets.

Law stated - 21 Temmuz 2025

Abuse of market power

To what extent are companies with market power in digital markets subject to the rules preventing abuse of that power in your jurisdiction?

Article 6 of Law 4,054 regulates abuse of dominance that does not define 'abuse' per se but does provide a non-exhaustive list of specific forms of abuse. According to article 6 of Law No. 4,054, the abusive exploitation of a dominant market position is generally prohibited. These examples are as follows:

- directly or indirectly preventing entry into the market or hindering competitor activity in the market;
- directly or indirectly engaging in discriminatory behaviour by applying dissimilar conditions to equivalent transactions with similar trading parties;
- making the conclusion of contracts subject to acceptance by the other parties of restrictions concerning resale conditions, such as:
- the purchase of other goods and services;
- acceptance by intermediary purchasers of the display of other goods and services; or
- maintenance of a minimum resale price; and
- distorting competition in other markets by taking advantage of financial, technological and commercial superiorities in the dominated market; and limiting production, markets or technical development to the prejudice of consumers.

As Turkish competition law does not define what constitutes an abuse of dominance online, the above-mentioned conduct also applies to the online space.

Law stated - 21 Temmuz 2025

Data access

How has the competition authority in your jurisdiction addressed concerns surrounding access to data held by companies with market power in digital markets?

The Turkish competition law regime does not precisely address concerns surrounding access to data held by companies with market power in digital markets. However, the recent Draft Amendment to Law No. 4,054 proposed restricting and regulating the access to data-related to gatekeepers in parallel with the Digital Markets Act (DMA) in the European Union.

The Competition Authority (the Authority) acknowledged the difficulties in determining the scope of effect and establishing competition violations based on big data. The Authority stated that conventional practices and approaches would clearly prove insufficient to handle issues in the digital market.

In the ***Turkish Insurance*** decision (27 September 2017, 17-30/500-219), the Board stated that small insurance companies will have similar advantages by accessing the big data of large companies, increasing economic efficiency. As a result, the Board granted an individual exemption.

In ***Nadirkitap*** (7 April 2022, 22-15/373-122), the Board decided that the online book sales platform holds a dominant position in the market for platform services for second-hand book sales. As such, the Board assessed that Nadirkitap abused its dominance by unjustifiably preventing access to and the portability of book data uploaded to its website by third-party sellers. As a result, the Board decided to fine Nadirkitap.

In addition, to ensure effective competition, the Board also ordered Nadirkitap to cease blocking access to data and provide sellers with their data in an accurate, understandable, secure, complete, free-of-charge and appropriate format, should the sellers request so. Thus, sellers are now able to transfer data to other platforms. Even though the reasoning of the Board has not been published yet, the decision is significant since it displays the approach the Board takes in relation to digital platforms and data portability.

In ***Sahibinden*** (17 August 2023, 23-39/754-263), where the Board imposed an administrative monetary fine on Sahibinden Bilgi Teknolojileri Paz ve Tic AŞ(Sahibinden), a leading online platform in Türkiye, on the ground that Sahibinden abused its dominance position and thus violated article 6 of the Law No. 4054 through restrictions on data portability and non-compete clauses. Additionally, the Board decided to impose certain measures on Sahibinden to terminate the violation and re-establish the effective competition in the market.

The Board concluded that Sahibinden obstructed corporate members to use more than one platform by preventing data portability, and that imposed de facto or contractual exclusivity and complicated the activities of its competitors by implementing data portability restrictions and non-compete obligations. The Board stated that the mentioned practices took place in the same markets, towards the same customers and during the same periods and that they serve the same economic purpose leading to similar effects, result in exclusion of competitors and restriction of competition. Therefore, all of these practices constituted a single violation.

Ultimately, the Board decided to impose an administrative monetary fine of TRY 40,150,533.15 on Sahibinden and imposed compliance measures, including:

- revisions of contracts between Sahibinden and corporate members to remove clauses that lead to violation;
- establishing a free of charge infrastructure for corporate members to effectively transfer their data on Sahibinden's platform to other competitor platforms and keeping such data up to date; and
- establishing necessary infrastructure to allow seamless data transfer, if requested and therefore ensure that the request from competing platforms are responded to continuously and effectively.

Moreover, the Authority's recent Study on the Reflections of Digital Transformation on Competition Law indicates prevention of access to data or interoperability as one of the important methods the competition can be distorted by an undertaking and finds it appropriate to regulate data access practices of platforms with significant market power, as a potential solution to address competition concerns in digital markets.

Law stated - 21 Temmuz 2025

Data collection

How has the competition authority in your jurisdiction addressed concerns surrounding the collection of data by companies with market power in digital markets?

The Turkish competition law regime does not precisely address the collection of data by companies with market power in digital markets. However, the recent Draft Amendment to Law No. 4,054 proposes to restrict and regulate the collection of data by gatekeepers in parallel with the DMA in the European Union.

Moreover, the Board has launched an ex officio investigation against Meta concerning Facebook and WhatsApp to determine whether the obligation to share data imposed on WhatsApp users violates article 6 of Law No. 4,054. The Board stated that the update in the privacy policy would enable Facebook to collect, process and use more data. The Board emphasised the scope and significance of WhatsApp data in its decision and also took an interim measure requiring Facebook to cease the execution of the new privacy policy and notify all of its users regardless of whether they gave the relevant consent or not (11 January 2021, 21-02/25-10). The Board's concerns that the utilisation of WhatsApp data in other markets in which Facebook operates and imposing this as mandatory for using WhatsApp are as follows:

- tying WhatsApp data to other Facebook company products and data;
- Facebook uses its power in the consumer communication services market to restrict the operations of its competitors in online advertisements; and
- possibility of consumer exploitation as a result of the over-collection of data and utilisation of said data for other services.

On 20 October 2022 (22-48/706-299), the Board decided that by combining the data collected from its core services (namely Facebook, Instagram and WhatsApp), Facebook distorted competition and abused its dominant position in the market through:

- hindering the activities of its rivals in the online display advertising markets with its personal social network services; and
- creating barriers to entry to the market.

Therefore, the Board imposed an administrative fine against Facebook as well as imposing behavioural sanctions.

Meta's deadline for submitting the proposed measures was 11 December 2023. The Board discussed the proposals submitted by Meta in a meeting on 21 December 2023 and concluded that the compliance measures were not sufficient to meet the obligation imposed according to the decision to:

> Submit the Authority the necessary measures for terminating the violation in question and to ensure the establishment of efficient competition in the market within one month at the latest as of the notification of the reasoned decision.

In its evaluation, the Board focused on the screen to be displayed when asking for a new consent from users who had given consent to data combination between Facebook-, Instagramand WhatsApp services before the compliance measure was realised. Within

this framework, the Board considered that the compliance measure submitted by Meta as insufficient to solve the competitive concerns addressed in the investigation.

Therefore, with the decision of 21 December 2023 (23-60/1162-417), the Board decided (according to article 17(1)(a) and 17(2) of Law No. 4,054) to impose on Meta a daily non-compliance fine. Afterwards, the Board discussed the final compliance measures submitted by Meta on 5 April 2024 and decided on 24 April 2024 that the proposed remedies were sufficient to terminate the violation. Therefore, the administrative fine imposed on Meta totalled roughly half a billion Turkish lira and US$17 million on 4 April 2024 (24-20/467-197).

In the final report on the sector inquiry on e-marketplace platforms, the Authority stated that 'data is the currency of the digital world; however, consumers are either not aware of the payments made by this currency' and emphasised that data collected by marketplaces can constitute an important competitive asset. The Authority indicated in the same report that as the customer data that platforms collect increases, they can both develop their marketing strategies by estimating customers' preferences more accurately and making advertisements for customers in a more targeted way.

The Authority's recent Study on the Reflections of Digital Transformation on Competition Law indicated excessive data collection and the use of data for other purposes as one of the essential methods by which certain types of conduct by undertakings can distort competition.

Law stated - 21 Temmuz 2025

Leveraging market power

Has the competition authority in your jurisdiction adopted any decisions involving theories of harm relating to leveraging market power in digital markets, such as through tying, bundling or self-preferencing?

Yes. The Board's ***Google Shopping*** decision of 13 February 2020 (20-10/119-69) concerned the allegation that Google put rival shopping comparison services (CSSs) in a disadvantageous position as a result of its Shopping Unit, to which rival CSSs do not have access. The Board stated that Google has a dominant position in general search and leverages this dominant position in shopping comparison services.

Similarly, in ***Google Android***, the Board determined that Google obtained advantages in terms of economies of scale with the Android operating system and mobile application distribution. Google allegedly leveraged those economies of scale in a different part of the market, namely with regard to its advertising services. In addition, in ***Google Local Search,*** the Board held that Google abused its dominant position by way of restricting competition in the markets for local search services and accommodation price comparison services by hindering activities of its rivals by preventing local search services from accessing the Local Unit and providing advantages to Google's own local search and accommodation price comparison services as compared to its rivals, in terms of position and display on the general search result page (8 April 2021, 21-20/248-105).

In ***Trendyol*** (30 September 2021, 21-46/669-334), the Board indicated that this concept of self-preferencing has come into play with the development of digital markets, and can be defined as the dominant undertakings' preferential treatment towards their own products

and services when they are in competition with third-party products or services on the same platform. The Board noted that the reason behind the anticompetitive concern created by self-preferencing is the dominant undertaking's leveraging of market power in the related markets, thereby creating an unfair competitive advantage for itself in those markets.

The Board considered the documents obtained through the searches on Trendyol's algorithms and systems, which revealed that Trendyol had manipulated the actual data on its platform by intervening in the algorithms and codes in order to favour its own products and services, and thereby misled sellers and users on its platform. In that respect, Trendyol was found to have artificially increased the number of followers, erased low user scores for Trendyol branded products and also alleged to have listed its own brands at the top in brand filters.

With regards to the use of third-party data monitored and obtained via their marketplace activities, the Board underlined the risk of copycatting, where Trendyol would be able to detect the profitable and popular products or services and offer the same products or services without exposing itself to commercial risk or incurring the costs that third party sellers had to face to launch the concerned product or services. The Board considers this to be a self-preferencing behaviour and claims that this might not only discourage innovation efforts of third-party sellers but also enable Trendyol to free-ride on these sellers' efforts and data. The Board also drew attention to Trendyol's ability to offer even lower prices when Trendyol's economies of scale and scope are considered, increasing the disadvantage for third-party sellers.

On 26 July 2023, the Board also fined Trendyol for violating article 6 of Law No. 4,054 by taking unfair advantage of its own retailing business by intervening to the algorithms and using the data of third-party sellers. In addition, recently, the Board decided that the investigation was launched based on the allegation that Trendyol has abused its dominant position and violated article 6 of Law No. 4,054 by way of sharing customer data with its subsidiary, Dolapcom Elektronik Hizmet ve Ticaret AŞ, which is an online intermediary platform for second-hand shopping and preventing data portability. The investigation was terminated upon the commitment package proposed by Trendyol. The decision is one of the few examples, where the Board elaborates on competition law concepts such as self-preferencing and data portability that are relatively new in the competition law domain.

In its Meta decision of 7 November 2024 (24-45/1053-450), the Board investigated Meta Platform Inc (Meta) for allegedly abusing its dominant position by combining user data from Instagram to Thread application. The Board's investigation led to the imposition of interim measures to prevent data combining between two platforms. Although Meta had introduced an 'account-free usage' option for Threads, the Board deemed the measure insufficient as it did not fully address the fundamental concern of the investigation regarding data combination, which led to the removal of the Threads' operations in Türkiye.

The Board primarily focused on Meta's integration of Threads and Instagram applications, identifying this conduct as a tying practice and an abuse of dominant position. Although Meta did not explicitly force users to sign-up for Threads, the requirement to have an Instagram account in order to sign-up for Threads was considered a form of coercion.

Meta offered users an 'account-free usage' option. However, since users cannot actively interact with others, this presents a limited experience that does not provide the core functionalities of Threads application. Given Instagram's high usage rate and user base, the Board considered that such a practice could lead to competitive restrictions in the tying

product market. This tying conduct constitutes a form of technological tying containing a platform to platform tying, which could restrict competition in digital markets by limiting user choice.

Based on the findings that Meta holds a dominant position in the social media market, the Board assessed that limiting user choice could strengthen Meta's dominant position even further, thus indicating that the company is leveraging its dominant position in one market to gain a foothold in another.

Meta's commitments on addressing the competition concerns arising from its data combining practices were designed to apply both to users signing up for the Threads application for the first time, and to users whose accounts were deactivated following the removal of Threads in Türkiye. Under the submitted commitments, it is understood that users will have control over their personal data when signing up for Threads, as the application will no longer combine personal data with information from their Instagram accounts.

As a result of the commitment process, Meta's commitments were deemed sufficient to address the competition concerns. The Board concluded the investigation without imposing any administrative monetary fine on Meta.

Law stated - 21 Temmuz 2025

Other theories of harm

What other types of conduct have been found to amount to abuse of market power in digital markets in your jurisdiction?

In *Yemek Sepeti* (9 June 2016, 16-20/347-156), the Board found that the restaurants that Yemek Sepeti approached regarding the most favoured customer clause had generally preferred to cease providing discounts on other platforms and had, in some cases, left competitor platforms. As a result, the Board concluded that Yemek Sepeti's most favoured customer practices had harmed other platforms and hindered the ability of competitors to offer different products and services. The Board further decided that preventing restaurants from offering better or different conditions to rival platforms through most-favoured-nation practices leads to exclusionary effects and is thus an abuse of dominant position.

In *Sahibinden*, the Board concluded that Sahibinden.com abused its dominant position by applying excessive prices in these markets and imposed a monetary fine against Sahibinden.com in the amount of 10,680,425.98 Turkish lira (2 May 2019, 19-17/239-108) However, the Ankara 6th Administrative Court annulled this decision stating that the decision failed to meet the standard of proof (E.2019/946 K.2019/2625). As a result, the Board re-evaluated its decision and decided to follow the Administrative Court's decision since direct harm to the end consumer could not be proved.

The Board also initiated a full-fledged investigation against Biletix.com (a Turkish subsidiary of Ticketmaster) to analyse the allegations that Biletix applies excessive pricing to consumers (20 July 2019, 19-22/341-M). The allegations included that Biletix added extra costs to tickets it sold under the categories of service, transaction and cargo costs via exclusive agreements it had signed with organisers. As a result of the investigation, the Board concluded that Biletix should not enter into agreements containing exclusivity or provisions

that would lead to de facto exclusivity and must refrain from such practices (21 January 2021, 21-04/53-22).

The Board in its ***Facebook interim measures*** decision considered the market power of Facebook in (1) consumer communication services; (2) social network services; and (3) the online advertisement services market, and decided that Facebook's data sharing requirement imposed upon WhatsApp users could lead to serious and irreparable damages until a final decision to be rendered at the end of an investigation due to the concern that Facebook can use its power in consumer communication services market to restrict the operations of its competitors in online advertisement (11 January 2021, 21-02/25-10). This is the first time that the Authority has taken a dive into the interface between data protection and competition law, and it has assumed jurisdiction over the matter in, leading to the use of an interim measure on consent procedures. It is now clear that, as far as the Turkish jurisdiction is concerned, the Authority will be involved in highly visible data protection matters, to the extent they assume the existence of a competition law angle in the matter.

In the ***Facebook*** decision (20 October 2022, 22-48/706-299), the Board decided that by combining the data collected from its core services (namely Facebook, Instagram and WhatAapp), Facebook distorted competition and abused its dominant position in the market through:

- hindering the activities of its rivals in the online display advertising markets with its personal social network services; and
- creating barriers to entry to the market.

Therefore, the Board imposed an administrative fine against Facebook as well as imposing behavioural sanctions.

Law stated - 21 Temmuz 2025

MERGER CONTROL

Merger control framework

How is the merger control framework applied to digital markets in your jurisdiction?

Article 7 of Law No. 4,054 on Protection of Competition (Law No. 4,054) governs mergers and acquisitions, and the principal regulation on merger control is the Competition Law and Communiqué No. 2010/4 on Mergers and Acquisitions Requiring the Approval of the Competition Board.

On 4 March 2022, the Competition Authority (the Authority) published Communiqué No. 2022/2 on the Amendment of Communiqué No. 2010/4 on the Mergers and Acquisitions Subject to the Approval of the Competition Board (the Amendment Communiqué). The Amendment Communiqué introduced certain new rules concerning the Turkish merger control regime, which fundamentally affect merger control notifications submitted to the Authority. Pursuant to article 7 of the Amendment Communiqué, the changes introduced by the Amendment Communiqué became effective as of 4 May 2022. One of the most significant developments that the Amendment Communiqué entails is the increase of the

applicable turnover thresholds for the concentrations that require mandatory merger control filing before the Authority.

In addition, the Amendment Communiqué introduced a threshold exemption for undertakings active in certain markets or sectors. Pursuant to the Amendment Communiqué, special thresholds will be applicable for the acquired undertakings active in or assets related to the fields of digital platforms, software or gaming software, financial technologies, biotechnology, pharmacology, agricultural chemicals and health technologies if they operate in the Turkish geographical market, conduct research and development activities in the Turkish geographical market, or provide services to Turkish users. Further to the Amendment Communiqué, as of 4 May 2022, a transaction will be required to be notified before the Authority if:

- the aggregate Turkish turnover of the transaction parties exceeds 750 million Turkish lira and the Turkish turnover of at least two of the transaction parties each exceeds 250 million Turkish lira; or
- the Turkish turnover of the transferred assets or businesses in acquisitions exceeds 250 million Turkish lira and the worldwide turnover of at least one of the other parties to the transaction exceeds 3 billion Turkish lira, or the Turkish turnover of any of the parties in mergers exceeds 250 million Turkish lira and the worldwide turnover of at least one of the other parties to the transaction exceeds 3 billion Turkish lira.

Furthermore, the Amendment Communiqué introduced a threshold exemption for undertakings active in certain markets and sectors. Pursuant to the Amendment Communiqué, the 250 million lira turnover thresholds mentioned above will not be sought for the acquired undertakings (target companies) active in or assets related to the fields of digital platforms, software or gaming software, financial technologies, biotechnology, pharmacology, agricultural chemicals and health technologies, if they operate in the Turkish geographical market, conduct research and development activities in the Turkish geographical market, or provide services to the users in the Turkish geographical market.

It is also noteworthy that the Amendment Communiqué does not seek a Turkish nexus in terms of the activities that render the threshold exemption. In other words, it would be sufficient for the target company to be active in the fields of digital platforms, software or gaming software, financial technologies, biotechnology, pharmacology, agricultural chemicals and health technologies anywhere in the world for the threshold exemption to become applicable, provided that the target company:

- operates in the Turkish geographical market;
- conducts R&D activities in Türkiye; or
- provides services to the Turkish users in any fields other than the above-mentioned ones.

Accordingly, the Amendment Communiqué does not require the following:

- operating in the Turkish geographical market;
- conducting R&D activities in Türkiye; or
- providing services to Turkish users concerning the fields listed above for the exemption on the local turnover thresholds to become applicable.

Law stated - 21 Temmuz 2025

Prohibited mergers

Has the competition authority prohibited any mergers in digital markets in your jurisdiction?

No.

Law stated - 21 Temmuz 2025

Market definition

How has the competition authority in your jurisdiction addressed the issue of market definition in the context of digital markets?

The Competition Board (Board) has not eschewed adopting new market definitions for digital markets when necessary and based on the specific features of each case that it assesses. The Board has tended to introduce separate market definitions for online and offline services that provide the same goods and services. For example, the Board separated the electronic and physical sale of event tickets by defining the relevant product market as 'intermediary services for the electronic sale of event tickets over a platform' in the ***Biletix*** case (11 November 2013, 13-61/851-359), which involved one of the largest companies for ticket sales and distribution for various cultural, musical and sports events in Türkiye. The Board decided that there was a distinction between brick-and-mortar retailers and online florist services in the ***Çiçek Sepeti*** decision (16 December 2010, 10-78/1623-623), which concerned an online platform for flower sales. The Board defined the relevant product market as 'online flower sale services'. In ***Yemek Sepeti*** (9 June 2016, 16-20/347-156) and ***Booking.com*** (5 January 2017, 17-01/12-4), the Board distinguished and separated the online and offline sales channels since online sales channels' offers are not similarly available or accessible in the offline sales channels.

The Board consistently defines the relevant geographical market as Türkiye, without further segmentation on the basis of different regions of the country. Indeed, the above-mentioned decisions define the geographic market as Türkiye. Only the***Yemek Sepeti*** decision (9 June 2016, 16-20/347-156) defines the geographical market as 'each city that Yemek Sepeti is active in' along with Türkiye.

Law stated - 21 Temmuz 2025

'Killer' acquisitions

How has the competition authority in your jurisdiction addressed concerns surrounding 'killer' acquisitions in digital markets?

A development on the secondary legislation front is the recently amended merger control rules in Türkiye. The Authority introduced a threshold exemption for undertakings active in certain markets or sectors. The 250 million Turkish lira turnover thresholds will not

be sought for the acquired undertakings active in or assets related to the fields of digital platforms, software or gaming software, financial technologies, biotechnology, pharmacology, agricultural chemicals or health technologies, if they operate in the Turkish geographical market, conduct research and development activities in the Turkish geographical market, or provide services to Turkish users.

The Board discussed the killer acquisition theory in detail in its ***Google LLC/Galileo AI Inc*** decision (16 January 2025, 25-02/62-37). The Board initially noted that it will carry out a killer acquisition analysis on the transaction since Galileo is a startup. The Board underlined that the following three elements should be present concurrently for the transaction to be deemed as a killer acquisition:

- a large and established undertaking should be taking over a recently founded or a developing undertaking;
- the product or technology acquired should not be adopted or developed, should be disregarded or should exit the market; and
- as a result, competition should cease at horizontal level and product development processes should end.

The Board rendered its approval decision by noting that the parties activities do not overlap horizontally or vertically and that the transaction does not carry all elements of a killer acquisition.

Law stated - 21 Temmuz 2025

Substantive assessment

What factors does the competition authority in your jurisdiction consider in its substantive assessment of mergers in digital markets?

Before the amendment of Law No. 4,054 (the Amendment Law), there were no debates about the suitability of merger tools to address digital mergers. The dominance test was applicable to these mergers.

The Amendment Law replaced the previous dominance test with the significant impediment of the effective competition (SIEC) test. With this new test, the Authority will be able to prohibit not only transactions that may create a dominant position or strengthen an existing dominant position but also those that could significantly impede competition. However, the SIEC test may also reduce over-enforcement as it focuses more on whether and how much the competition is impeded as a result of a transaction. Thus, pro-competitive mergers and acquisitions might benefit from the test even though a transaction leads to significant market power based on, for instance, major efficiencies. Likewise, dominant undertakings contemplating transactions with de minimis impact may also benefit from the new approach. The Board refused to grant approval to the transaction on the grounds that the notified transaction was likely to cause a significant impediment to effective competition for the first time in ***TIL /Marport*** (13 August 2020, 20-37/523-231).

The Turkish merger control regime considers innovation in the assessment of mergers. Indeed, the Guidelines on the Assessment of Horizontal Mergers and Acquisitions and the Guidelines on the Assessment of Non-Horizontal Mergers and Acquisitions recognise

innovation as a benefit created by competition and a factor for the Board's assessment of mergers. In certain approval decisions of the Board (***Johnson and Johnson/Mentor-***, 8 January 2009, 09-01/10-8; ***Ticketmaster/Live Nation***, 11 June 2009, 09-27/572-133; ***Syngenta/Monsanto's Sunflower Seed Business,*** 1 October 2009, 09-43/1097-277; ***Atlas Elektronik/Advanced Lithium Systems***, 21 April 2011, 11-25/476-145; ***Metair/Mutlu Holding,*** 21 November 2013, 13-64/901-381; ***Novartis/GlaxoSmithKline Oncology Business***, 4 November 2014, 14-43/796-357; ***Apax-Accenture/Duck Creek***, 9 June 2016, 16-20/330-149; and ***Linde/Praxair***, 10 October 2017, 17-31/520-224), the parties argued that the transaction would enable them to develop innovative products and encourage innovation in the future.

The Board acknowledged in ***Cisco Systems/IBM*** (2 May 2000, 00-16/160-82) that the transaction would benefit consumers with the development of innovative applications and therefore concluded that the transaction would not increase the concentration level or significantly lessen competition in the relevant market, despite Cisco's increased post-merger market share.

In the Board's ***Microsoft/Activision Blizzard*** decision (13 July, 2023, 23-31/592-202), the Board determined that there is horizontal overlap between the parties: game publishing; game distribution; game-related licensed product sales; and online display advertising activities. However, the Board stated that each of these markets contains many competitors with high market shares, such as Electronic Arts Inc and Valve Corporation, both in Türkiye and globally, and that there will be many strong competitors after the transaction. Overall, the Board assessed that the transaction will not result in a significant impediment of competition in terms of both unilateral effects and coordination-inducing effects.

As regards the vertically affected markets, the Board evaluated that there is vertical overlap between the upstream market for the development and publishing of games and the parties' activities in the downstream markets for digital distribution of console and computer games, console hardware and cloud gaming services. The Board concluded that it would not make economic sense for Microsoft to impose input foreclosure considering the market shares in the console hardware market, Sony's leading position in the market, the significance of the game 'Call of Duty' on Xbox and the importance of the cross-play feature.

As for unilateral effects in the cloud gaming services market, the Board evaluated that even if Microsoft begins to offer cloud gaming services in Türkiye, input foreclosure would not be economically feasible for Microsoft in light of its global share and the presence of many large and powerful players in the cloud gaming services market, while the parties' limited share in the market for game development and publishing and the fact that Microsoft generates revenue largely through the games of third-party developers would result in the inability of customer foreclosure.

Subsequently, the Board assessed the commitments submitted by Microsoft to the Commission regarding the cloud gaming market and their validity in Türkiye. In this context, in line with the information provided by Microsoft to the Authority, it was confirmed that the first of the open licences providing streaming rights for Activision Blizzard games within the scope of the commitments, the streaming provider licence, will be valid globally and for 10 years, for both the undertakings already active in the market and for the undertakings that may enter the market within this period, while the second of the open licences, the consumer licence, will be valid for a period of 10 years for all existing and potential consumers globally. Accordingly, the Board concluded that essentially the relevant commitments will also be valid for Türkiye for 10 years.

Finally, in terms of the coordination-inducing effects of the transaction, the Board determined that the presence of a large number of players operating in the market will make it difficult to establish coordination among undertakings and to discipline non-compliant undertakings as a result of a possible coordination. The Board held that the transaction would not significantly impede competition and may be cleared.

Law stated - 21 Temmuz 2025

Remedies

How has the competition authority in your jurisdiction approached the design of remedies in mergers in digital markets?

There is not yet any detailed case law concerning remedies in mergers in digital markets. However, in the Board's ***Microsoft/Activision Blizzard*** decision (13 July 2023, 23-31/592-202), the Board assessed the commitments submitted by Microsoft to the Commission regarding the cloud gaming market and their validity in Türkiye. In this context, in line with the information provided by Microsoft to the Authority, it was confirmed that the first of the open licences providing streaming rights for Activision Blizzard games within the scope of the commitments, the streaming provider licence, will be valid globally and for 10 years, both for the undertakings already active in the market and for the undertakings that may enter the market within this period, while the second of the open licences, the consumer licence, will be valid for a period of 10 years for all existing and potential consumers globally. Accordingly, the Board concluded that essentially the relevant commitments will also be valid for Türkiye for 10 years.

In ***Doğan Portal/Liderform***, the Board assessed Doğan Portal's merger notification through capital increase with its behavioural commitments to eliminate competitive concerns. The Board evaluated the competitive concerns that arose from the merger on the following elements:

- Liderform's unique data provider position in the online betting and horse racing betting market; and
- Doğan Portal's Nesine brand is already a strong competitor in the online betting market.

In this regard, Liderform is considered one of the leading data providers in the sector with its horse racing results, gallop data, comments and technical analysis. Therefore, the Board assessed that the process of Doğan Portal taking control of the Liderform's data could create a risk of non-equal access to the data among other online betting agents. The Board determined that there are two risks within the scope of the notified merger: input foreclosure and market foreclosure.

While the final examination process was ongoing, the Doğan Portal submitted its commitments to the Authority to eliminate the possible negative effects of the merger on competition. The Board assessed that the commitments will be effective as they provide equal access to online betting agents in the horse racing market and that Nesine will provide unbiased advertising and redirection in its website. Moreover, it is important to highlight that Doğan Portal submitted commitments with no time limit. Thus, all potential effects within

the scope of vertical exclusionary and multi-markets are prevented with the commitments made by Doğan Portal.

With the Amendment Law, article 9 introduces the 'first behavioural, then structural remedy' rule for article 7 violations. The Amendment Law aims to grant the Board the power to order structural remedies for anticompetitive conduct infringing article 7 of Law No. 4,054, provided that behavioural remedies are first applied and failed. Furthermore, if the Board determines with a final decision that behavioural remedies have failed, undertakings or association of undertakings will be granted at least six months to comply with structural remedies. How the Board will reconcile these two provisions in practice remains to be seen.

Before the Amendment Law, the general approach was that structural remedies take precedence over behavioural remedies, which can be considered in isolation only if structural remedies are impossible to implement. It is beyond doubt that behavioural remedies are as effective as structural remedies. In order for behavioural remedies to be accepted alone, such remedies must produce results as efficient as divestiture. The Board will re-evaluate the behavioural commitments at the end of the three-year period.

Law stated - 21 Temmuz 2025

UPDATE AND TRENDS

Recent developments and future prospects

What are the current key trends, legislative and policy initiatives, recent case law developments and future prospects for the enforcement of competition law in digital markets in your jurisdiction?

On 4 March 2022, the Turkish Competition Authority (the Authority) published Communiqué No. 2022/2 on the Amendment of Communiqué No. 2010/4 on the Mergers and Acquisitions Subject to the Approval of the Competition Board (the Amendment Communiqué). The Amendment Communiqué introduced certain new rules concerning the Turkish merger control regime, which fundamentally affect merger control notifications submitted to the Authority. Pursuant to article 7 of the Amendment Communiqué, the changes introduced by the Amendment Communiqué became effective as of 4 May 2022. One of the most significant developments that the Amendment Communiqué entails, among others, is the increase of the applicable turnover thresholds for the concentrations that require mandatory merger control filing before the Authority and the introduction of threshold exemption for undertakings active in certain markets or sectors.

As such, the Amendment Communiqué introduced a threshold exemption for undertakings active in certain markets or sectors. Pursuant to the Amendment Communiqué, special thresholds will be applicable for the acquired undertakings active in, or assets related to, the fields of digital platforms, software or gaming software, financial technologies, biotechnology, pharmacology, agricultural chemicals and health technologies if they:

- operate in the Turkish geographical market;
- conduct research and development activities in the Turkish geographical market; or
- provide services to Turkish users.

The Authority is working on the Digitalisation and Competition Policy Report, which aims to enlighten the competition policies that it will be implementing in the future. The Authority acknowledged the difficulties of determining the scope of effect and establishing competition violations based on big data and algorithms. The Authority stated that conventional practices and approaches would clearly prove insufficient to handle issues in the digital market. In this scope, closely following the digital economy and potential competition violations that platforms may commit, the Board included new duties concerning the digital economy into the work description of the Presidency of the Strategy Development Department to ensure that the Authority is in a position to move proactively. These developments show that the Authority could change its enforcement policies concerning digital markets in the future.

The Authority published its final report on the sector inquiry regarding e-marketplace platforms on 14 April 2022 to address the developments in digitalisation in light of competition law. The Authority clarified the relevant competitive concerns in relation to e-marketplace platforms and proposed relevant policy recommendations.

On 7 April 2023, the Authority published its Preliminary Report on Online Advertising Sector Inquiry, initiated in January 2021, together with the legislative efforts to build a direct market access-type legislation in Türkiye.

Furthermore, on 18 April 2023, the Authority published the Study on the Reflections of Digital Transformation on Competition Law, which provides an overview of the competition law framework for digital markets, and highlights the challenges posed by data practices, algorithmic collusion, interoperability and platform neutrality.

Recent case law

As a result of the full-fledged Android investigation against Google, the Competition Board (the Board) decided that Google abused its dominant position through some of its agreements executed with device manufacturers and imposed certain remedies on Google in its ***Android*** decision of 19 September 2018 (18-33/555-273). The Board initially decided that Google did not comply with the remedies imposed in the ***Android*** decision. Google implemented the additional measures and the Board finally decided that Google was compliant with the remedies set out in the ***Android*** decision of 9 January 2020 (20-03/30-13).

As a result of the full-fledged ***Shopping*** investigation against Google, the Board decided that Google abused its dominant position through its display of the Shopping Unit in its general search results in its ***Shopping*** decision of 13 February 2020 (20-10/119-69). The Board imposed an administrative monetary fine of 98,354,027.39 Turkish lira.

As a result of the full-fledged ***AdWords*** investigation against Google, the Board decided that Google abused its dominant position by way of hindering the activities of organic results – through which Google did not generate any ad revenues – in the content services market by showing text ads at the top of general search results, in a manner that the ad characteristic is uncertain, and extensively (12 November 2020, 20-49/675-295). The Board imposed an administrative monetary fine of 196,708,054.78 Turkish lira.

As a result of the full-fledged ***Local Search*** investigation against Google, the Board decided that Google abused its dominant position by way of restricting competition in the markets for local search services and accommodation price comparison services through the hindering

activities of its rivals by way of preventing local search services from accessing the Local Unit and providing advantages to Google's own local search and accommodation price comparison services as compared to its rivals, in terms of position and display on the general search result page (8 April 2021, 21-20/248-105). The Board imposed an administrative monetary fine of 296,084,899.49 Turkish lira and ordered a number of behavioural remedies.

In this light, the Board had imposed certain obligations on Google to eliminate the violation and establish effective competition in the market. In that context, Google had to provide competing local search services and competing accommodation price comparison services the conditions under which they would no longer be at a disadvantage against Google's own related services on the general search results page. Accordingly, with an aim to eliminate the concerns pointed out by the Board in the local search services market, Google submitted its proposed measures, which included new designs for local search services. Afterwards, in a meeting on 21 March 2024, the Board decided to implement these proposed measured presented by Google and to monitor them for a period of three months. However, the Board decided that Google had failed to implement the new designs to be used in local search services with respect to hotel inquiries and therefore did not fully meet the obligations mentioned above. As a result, the Board decided to impose daily administrative fines until the new designs were implemented with respect to the local search service-related to hotel inquiries. The Board established that Google has implemented the designs it previously failed to apply with respect to the local search service for hotel inquiries and therefore completed the process on 21 May 2024.

The Board launched a preliminary investigation against Google on 11 April 2019 (19-15/209-M) to review Google's commercial approach to, and relationship with, e-commerce companies. The allegations that Google's tender mechanism regarding the display of e-commerce companies' ads on the Google Shopping Unit led to the foreclosure of this area by a single undertaking through high fees, and this hindered the competitive landscape of the market against consumers through reducing the visibility of the e-commerce companies in the Shopping Unit. Pursuant to the pre-investigation against Google, the Board decided not to launch a full-fledged investigation against it (7 November, 19-38/575-243).

On 26 July 2023, the Authority decided that DSM Grup Danismanlik Iletisim ve Satis Ticaret AŞ (Trendyol) violated article 6 of Law No. 4,054 on Protection of Competition (Law No. 4,054) by taking unfair advantage for the benefit of its own retailing business by using algorithms and the data of third-party sellers. Therefore, the Board fined Trendyol for its practices in the multi-category online marketplaces market.

In ***Nadirkitap*** (7 April 2022, 22-15/373-122), the Board decided that the online book sales platform holds a dominant position in the market for platform services for second-hand book sales. As such, the Board assessed that Nadirkitap abused its dominance by unjustifiably preventing access to and the portability of book data uploaded to its website by third-party sellers. As a result, the Board decided to fine Nadirkitap. In addition, to ensure effective competition, the Board also ordered Nadirkitap to cease blocking access to data and provide sellers with their data in an accurate, understandable, secure, complete, free-of-charge and appropriate format, should the sellers request so. Thus, sellers are now able to transfer data to other platforms. Even though the reasoning of the Board has not been published yet, the decision is significant since it displays the approach the Board takes in relation to digital platforms and data portability.

In the ***Meta/Facebook*** decision (20 October 2022, 22-48/706-299), the Board decided that Facebook held a dominant position in markets for personal social network services, consumer communication services and online display advertising by combining the data collected from its core services (namely Facebook, Instagram and WhatsApp), and that Facebook distorted competition and violated article 6 of Law No. 4,054 through hindering the activities of its rivals in the online display advertising markets with its personal social network services, and creating barriers to entry to the market. Therefore, the Board imposed an administrative fine against Facebook as well as imposing behavioural sanctions. The Board had previously (11 January 2021, 21-02/25-M) launched an investigation against Facebook to determine whether the obligation to share data imposed on WhatsApp users violates article 6 of Law No. 4,054 and, in February 2021, it published a reasoned decision that imposes interim measures against Facebook. The decision concluded that Facebook should stop the implementation of conditions regarding the use of WhatsApp users' data in other services in Türkiye as of 8 February 2021, and Facebook should notify all users who have accepted or have not accepted these conditions that it has stopped the new conditions, including data sharing with Facebook. Even though the reasoning of the Board has not yet been published, which prevents us from analysing the Board's exact theory of harm, the decision is significant since it displays the Board's approach in relation to digital platforms and personal data collection.

On 21 December 2023 (23-60/1162-417), the Authority announced that Meta failed to fulfil the compliance measures attached to the infringement decision. As a result, the Board decided to impose a daily administrative monetary fine on Meta that applied retroactively. In detail, the Board determined that the expressions and explanations under the title 'Confirming the Choice with the Commencement of the Compliance Remedy' were not adequate to fulfil the obligation, which is laid down in point (a) of subparagraph (e) of the decision of the Board dated 20 October 2022 (2248-706-299) that:

> Meta should submit the necessary measures to the Authority within one month as of the notification of the reasoned decision to terminate the infringement and to ensure the establishment of efficient competition in the market at the latest.

Since the request to extend the one-month period for submitting the necessary measures to the Authority until 9 December 2023 was accepted according to the Board decision dated 5 October 2023 (2347/902-M), considering that within the scope of the obligation stated in subparagraph (a) of the Board decision dated 20 October 2022 (22-48/706-299) the deadline for Meta to submit the final compliance remedy to the Authority was 11 December 2023, according to article 17(1)(a) and 17(2) of Law No. 4,054, starting from 12 December 2023, on the basis of its annual gross revenues in 2022, administrative fines of 4,796,152.96 Turkish lira per day until the final compliance remedy enters the Authority's registry will be imposed on the Meta economic unity (consisting of Meta Platforms, Inc, Meta Platforms Ireland Limited and WhatsApp LLC).

On 22 February 2024, the Authority published the Board's reasoned decision concerning the request for interim measures within the scope of article 9(4) of Law No. 4,054 regarding Meta's data combining conduct between its newly launched application, Threads and Instagram. The Authority mainly scrutinised whether Meta violated article 6 of Law No. 4,054 by linking Threads, which was launched in Türkiye in July 2023, with Instagram. During the

process, Meta made updates as of November 2023, allowing Threads profiles to be deleted without the need for the user to delete the associated Instagram account. Accordingly, Meta assessed that the current situation does not require interim measures in terms of the tying allegations, stating that it has already made sufficient improvements in the application.

However, the Board determined during the pre-investigation that Meta combined the data obtained through Threads with the data obtained through Instagram and concluded that the potential anticompetitive effect of this conduct necessitates further detailed evaluation within the scope of an investigation, taking into account the obligations imposed on Meta to terminate the data combining conduct in its previous decision concerning Meta.

In light of the information obtained within the scope of the file, the Board concluded to take interim measures against Meta, which was found to be in a dominant position in the social media market. This was broadly defined to include Instagram during the preliminary investigation, to prevent the combining of the data obtained by Meta through Threads with the data obtained from Instagram to prevent competition violations that may occur in the relevant market subject to the investigation and the irreparable damages that may be caused by them until the final decision is taken. This decision underscores the complexities inherent in regulating digital markets and the need for a nuanced approach balancing market dynamics with regulatory oversight. By addressing potential anticompetitive effects while acknowledging the complexities of the rapidly evolving digital landscape, the Board seeks to ensure a level playing field for market stakeholders while fostering innovation and consumer choice.

Recently, on 10 January 2024, the Authority announced that Meta failed to fulfil the compliance measures attached to the infringement decision. As a result, the Board decided to impose a daily administrative monetary fine on Meta that applies retroactively. Consequently, Meta has published a statement in which it declared that it will temporarily suspend Threads in Türkiye as of 29 April 2024 due to the Board's decision. Meta deactivated all profiles of Threads users in Türkiye on 30 April 2024.

As a result, the Board decided on 3 May 2024:

- that the obligations set out in the interim measure decision became moot after Meta's proposed compliance remedies regarding the shutdown of the operation of Threads in Türkiye and therefore Meta's proposed compliance remedies are compliant with the interim measure decision; and
- to cease the imposition of the daily administrative monetary fine and impose a total of 335,730,707.20 Turkish lira for the 70-day period between 20 February 2024 and 29 April 2024.

In the ***Google-YouTube*** decision of 3 May 2024 (24-21/486-207), the Board evaluated the commitments of Google to address the allegations that Google:

- brings a restriction that YouTube inventory can only be purchased through Google's own demand-side platform (DSP); and
- prevents the verification and measurement of the ads on YouTube via independent service providers.

In its commitment text, Google committed to grant access to certain third-party DSPs to same types of programmatic advertising campaigns available in Google's own ad buying

tools (Google Ads and DV360), including YouTube video inventory served to users in Türkiye. The Board separately assessed the Commitment Text concerning the two above-mentioned allegations. In conclusion, the Board noted that the commitments significantly resolve the competition concerns raised in the case in terms of their scope and nature and therefore, concluded the investigation for the said allegations.

In ***Nesine*** (29 February 2024, 24-11/194-78), the Board found that Nesine had entered into an exclusive agreement regarding the purchase of advertisement services with one of the largest live match broadcasting platforms and abused its dominant position by preventing competitors from purchasing these advertisement service.

In ***Obilet*** (15 June 2023, 23-27/521-177), the Board concluded that Obilet could be considered to have a dominant position in the markets for 'ticketing software service regarding bus transportation', 'distribution of bus trip data to platforms (B2B)' and 'sale of bus tickets through platforms (B2C)'. The Board found that Obilet's practices – which de facto sought to tie its ticketing software service for bus transportation to the sale of bus tickets through platforms – could violate article 6 of Law 4054. Further to the commitments offered by Obilet, the board concluded its investigation by making those commitments binding on Obilet.

In ***Google Advertising Technologies***, the Board evaluated whether Google had abused its dominant position in the DSP services market. The Board concluded that Google gained unfair advantage for its own supply side platform service based on its dominance in the publisher ad server services market, and that the self-preferencing practice in question could complicate the activities of its rivals and was thus in violation of article 6 of Law 4054 (12 December 2024, 24-53/1180-509).

Law stated - 21 Temmuz 2025