



Jordan Amends Competition Law: A Guide to the New Merger Control Rules

Jordan has moved its merger control framework onto a new footing, replacing the previous market-share-based notification criterion with a revenue-based threshold set by the Council of Ministers. The change marks a meaningful shift in how the Kingdom screens transactions for competition review.

For businesses pursuing mergers, acquisitions and joint ventures in Jordan, the practical effect is direct. The test for whether a deal requires prior approval from the competent authorities no longer turns on market share, but on turnover. The Council of Ministers has established the applicable annual domestic revenue thresholds at JOD 10 million for an individual party, or JOD 30 million for the parties collectively. The amendments entered into force on 23 May 2026.

Legislative amendments to Jordan's merger control framework

Jordan has amended its competition law to revise both the definition of an economic concentration and the criteria that trigger the requirement for prior approval. Under the amended framework, an economic concentration includes an arrangement that results in the permanent direct or indirect control of one enterprise, or a group of enterprises, over another. This may arise through a merger, an acquisition, the establishment of a joint venture, or another arrangement granting the ability to exercise effective influence over the target's operations and decision-making.

The amendments also replace the former market-share-based criterion, which relied on a combined market share exceeding 40% of total market transactions, with a revenue-based test. Under the revised framework, economic concentrations that meet the applicable domestic revenue thresholds require prior written approval, subject to the statutory conditions governing the approval requirement.

Applicable merger control thresholds

Following the amendments, the Council of Ministers established the annual domestic revenue thresholds applicable to economic concentrations in Jordan. The thresholds are as follows:

- Individual threshold: Annual domestic revenues exceeding JOD 10 million (approximately USD 14 million) for any one of the parties to the transaction; or
- Combined threshold: Combined annual domestic revenues exceeding JOD 30 million (approximately USD 42 million) for the parties to the transaction.

The assessment is based on the annual domestic revenues of the relevant enterprises for the preceding year. The thresholds are expressed in Jordanian dinars, with the US dollar equivalents provided for indicative purposes. The thresholds of JOD 10 million individually or JOD 30 million collectively are therefore correct and currently applicable in Jordan. Because the thresholds are alternative, exceeding either one may trigger the approval requirement. The parties do not need to exceed both.

Approval procedure and implications

Under the amended framework, qualifying economic concentrations require prior written approval from the Minister of Industry, Trade and Supply, based on the recommendation of the Director-General of the Competition Protection Department.

The amended law provides for a two-stage review process. During the initial review, the Director-General must issue a detailed decision within 30 working days from the notification that the application is complete. Where the transaction may significantly impede effective competition, the matter may proceed to an in-depth examination, for which the Minister must decide within 60 working days, based on the Director-General's recommendation. The law

also provides for publication of a summary of the application and an opportunity for interested parties to submit comments.

Completing a transaction without the required approval may result in the transaction being invalidated and the parties being required to restore the position that existed before completion. The amended law also provides for financial penalties and other enforcement measures in cases of non-compliance. Consequently, the parties should assess the applicability of the Jordanian merger control regime early in the transaction process and allow sufficient time for the review procedure before implementing a transaction.

Key takeaway

Businesses planning a merger, acquisition or joint venture in Jordan should take three steps early:

- *Assess revenues.* Compare each party's prior-year domestic revenues against the JOD 10 million individual and JOD 30 million combined thresholds. Meeting either threshold is enough to trigger the approval requirement.
- *Build in time.* Factor the two-stage – 30 working days for the initial decision, up to 60 working days for an in-depth examination - into the transaction timetable.
- *Do not close early.* Completing a transaction before obtaining the required approval risks invalidation, restoration of the pre-transaction position and financial penalties.



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