

COMMERCE ACT 1986: BUSINESS ACQUISITION

SECTION 66: NOTICE SEEKING CLEARANCE

Date: 28 February 2019

The Registrar
Competition Branch
Commerce Commission
PO Box 2351
Wellington

Pursuant to section 66(1) of the Commerce Act 1986 notice is hereby given seeking clearance of a proposed business acquisition.

Part A: Summary of Application

1. Executive Summary

- 1.1 This clearance application concerns the proposed acquisition by GlaxoSmithKline plc. (**GSK**) of Pfizer's consumer healthcare business (**Pfizer CH**), resulting in the combination of the consumer health (**CH**) businesses of GSK (**GSK CH**) and Pfizer (**Pfizer CH**) into a new company under the majority ownership and control of GSK (the **Combined CH Business**), (the **Proposed Transaction**). GSK will have a majority controlling equity interest of 68% in the Combined CH Business and Pfizer will have a minority non-controlling equity interest of 32%.
- 1.2 The Proposed Transaction involves a range of consumer health products. However, material competitive overlaps arise only in relation to over the counter (**OTC**) cold and flu treatments and OTC pain management products. Based on certain pharmaceutical categorisations, there are a small number of additional products for which an overlap could be said to exist, but where the products do not in any way compete. The lack of competitive overlap is described further in the market definition section.

Cold and flu treatments

- (a) In the cold and flu treatments market the Proposed Transaction will combine in the Combined CH Business GSK's Panadol Cold & Flu MAX, Coldrex¹ and Otrivin products with Pfizer's Dimetapp and Robitussin products.
- (b) The combined entity's share in this market is modest (less than **[REDACTED]**), with Pfizer's share being only **[REDACTED]**. The Parties' products account for just **[REDACTED]**. The merged entity will continue to face vigorous competition from a variety of international, generics, private label and local competitors, including the likes of Reckitt Benckiser (Strepsils, Lemsip), Johnson & Johnson (Codral, Sudafed), Procter & Gamble (Vicks) and many others.
- (c) Even assessing a narrower segment covering multi-symptom cold and flu products and nasal decongestion products (covering the categories where the Parties' products overlap), combined market shares are modest at **[REDACTED]** with an increment of only **[REDACTED]**, and the Parties will continue to face strong competition from rival products including those supplied by large international players indicating that no competition issues could arise on any realistic view of the market.

Systemic pain management

- (d) In the systemic pain management market, the Proposed Transaction will combine in the Combined CH Business GSK's Panadol, Panadeine, Panafen Voltaren Osteo and Voltaren Rapid products with Pfizer's Advil product.
- (e) The combined share of the Parties is modest at **[REDACTED]**, and the Proposed Transaction results in a **[REDACTED]**.
- (f) The Parties are not close competitors and the merged entity will continue to face strong competition from the market leader, Reckitt Benckiser's Nurofen, and a host of other branded products such as Reckitt Benckiser's Nuromol and Disprin, Aspen's Pamol and Multichem's Ethics range. Moreover, generic supermarket brands Pams and Signature Range each have significant market positions, accounting for **[REDACTED]**.
- 1.3 The Proposed Transaction does not result in any increased vertical integration in New Zealand, and coordinated effects do not arise given, *inter alia*, the presence of many strong competitors in each relevant market.

¹ **[REDACTED]**.

- 1.4 In light of the above, the Parties submit that the Proposed Transaction is unlikely to give rise to a substantial lessening of competition in any New Zealand market.

Part B: The Parties

2. GlaxoSmithKline

- 2.1 GSK is a pharmaceuticals company active worldwide in the research, development, manufacturing, and marketing in three broad segments:
- (a) prescription pharmaceuticals (including HIV/Aids pharmaceuticals through the ViiV joint venture with Pfizer);
 - (b) human vaccines; and
 - (c) consumer healthcare pharmaceuticals, which are typically available without prescription (i.e. OTC), for various indications. GSK CH's major global brands are: Sensodyne, Parodontax, Poligrip, Voltaren, Panadol, Otrivin and Theraflu.
- 2.2 GSK CH's brands are organised in five categories: (a) Pain Relief, (b) Respiratory, (c) Oral Health, (d) Nutrition & Digestive Health and (e) Skin Health.
- 2.3 GSK's 2017 Annual Report is available at <https://www.gsk.com/media/4751/annual-report.pdf>.
- 2.4 The most recent audited accounts of GSK CH New Zealand are at **Annex 1**.
- 2.5 Contact details for GSK:

Address 980 Great West Road
Brentford
TW8 9GS
United Kingdom

Contact person [REDACTED]

Email Address [REDACTED]

Telephone [REDACTED]

Website <https://nz.gsk.com/>

- 2.6 Please direct all correspondence and notices for GSK to:

Address Bell Gully
Barristers and Solicitors
PO Box 4199
Auckland 1140

Attention Torrin Crowther / Glenn Shewan

Email Address torrin.crowther@bellgully.com
glenn.shewan@bellgully.com

Telephone +64 9 916 8621
+64 9 916 8726

GSK CH in New Zealand

- 2.7 GSK CH's key brands in New Zealand are Panadol, Voltaren, Sensodyne, Polident, Coldrex, and Flixonase. It organises these brands into five key categories: Oral Health, Pain Relief, Nutritional/Gastrointestinal, Respiratory, and Skin Health.
- 2.8 GSK [REDACTED].
- 2.9 The OTC products of the GSK CH business in New Zealand (i.e. the business that will be merged with the Pfizer CH Business) discussed in detail in this clearance application are described below.²

Cold and flu products

- (a) **Otrivin** is used for temporary relief of nasal congestion caused by various conditions including colds and sinusitis. Otrivin is available as nasal spray or drops and its active ingredient is a nasal decongestant (xylometazoline). Otrivin is also available as a product marketed specifically for children (Otrivin Junior), which has different active ingredient concentrations than the adult product. Further information about the Otrivin range of products in New Zealand can be found at: <http://www.otrivin.co.nz/>.
- (b) **Coldrex PE** is used for the relief of nasal congestion combined with fever and/or pain, such as sore throat, sinus pain or headaches. In New Zealand, it is available as 'Cough, Cold & Flu' tablets and 'Cold & Flu Day & Night' caplets. The 'Night' formulation provides relief from a runny nose, sneezing, itchy and watery eyes and allows rest by providing effective temporary relief from these symptoms. The active ingredients across all Coldrex PE products are an analgesic (paracetamol) and a decongestant (phenylephrine). Two SKUs also include ingredients for cough relief. 'Cough, Cold & Flu' tablets contain an expectorant (guaifenesin) and 'Cold & Flu Day & Night' caplets contain a suppressant (dextromethorphan). The latter's 'night' formulation also contains an antihistamine (chlorpheniramine maleate). [REDACTED].
- (c) **Panadol Cold & Flu MAX** contains an analgesic (paracetamol) and a decongestant (phenylephrine).

Pain management products³

- (a) **Panadol** is GSK's core systemic pain relief product line in New Zealand. It is a family of analgesic and anti-pyretic (fever) preparations with the active ingredient paracetamol. These products are indicated for quick and temporary relief of mild to moderate pain and/or fever symptoms, such as headaches, migraines, flu symptoms, toothache, muscle aches, menstrual pain. Further information about the Panadol range of products in New Zealand can be found at: <https://www.panadol.co.nz/>.
- (b) **Panadeine** is a product based on a combination of paracetamol and codeine to provide fast, effective temporary relief of various strong pain symptoms and to help reduce fever. Panadeine is only available in pharmacies in New Zealand.
- (c) **Panafen** is an analgesic used for the short term treatment of acute moderate pain when other pain killers have not worked. It contains the active ingredients ibuprofen and codeine. Panafen is only available in pharmacies in New Zealand.
- 2.10 A list of all GSK pain management and cold and flu SKUs sold in New Zealand, the active ingredients, channel (pharmacy or grocery) and relevant patents is set out in **Annex 11**.

² A list of all product ranges that are part of the Proposed Transaction and supplied by the Parties (other than the systemic pain management and cold and flu treatment products described in detail in this application) is set out in **Annex 10**.

³ GSK previously made sales of Paramax analgesic product but has discontinued this line.

2.11 [REDACTED].

3. Pfizer

3.1 Pfizer is a pharmaceuticals company active worldwide in the research, development, manufacturing and marketing of innovative medicines. Pfizer CH is a global OTC healthcare business which develops, manufactures and markets leading non-prescription medicines, vitamins and nutritional products in five main areas: (a) Pain Management; (b) Gastrointestinal Health; (c) Respiratory; (d) Dietary Supplements, and (e) Personal Care products (e.g. lip care).

3.2 Pfizer CH does not have its own annual report, but Pfizer's 2017 Financial Report is available from: https://s21.g4cdn.com/317678438/files/doc_financials/Annual/2017/Financial-Report-2017.pdf.

3.3 The most recent audited accounts of Pfizer CH in New Zealand are at **Annex 2. [REDACTED]**.

3.4 Further information in relation to Pfizer in New Zealand can be found at <https://www.pfizer.co.nz/>.

3.5 Contact details for Pfizer CH:

<i>Address</i>	235 East 42nd Street New York, NY 10017 USA
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<i>Contact person</i>	[REDACTED]
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<i>Email Address</i>	[REDACTED]
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<i>Telephone</i>	[REDACTED]
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<i>Website</i>	https://www.pfizer.co.nz/
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3.6 Please direct all correspondence and notices for Pfizer CH to:

<i>Address</i>	Chapman Tripp Barristers and Solicitors Level 17, 10 Customhouse Quay, Wellington 6011
<i>Attention</i>	Lucy Cooper / Neil Anderson
<i>Email Address</i>	lucy.cooper@chapmantripp.com neil.anderson@chapmantripp.com

<i>Telephone</i>	+64 4 498 2406 +64 4 498 6313
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Pfizer CH in New Zealand

- 3.7 Pfizer CH's key areas of focus in New Zealand are pain management, dietary supplements, respiratory and personal care. Its main brands in New Zealand are Centrum, ChapStick, Advil, Robitussin and Dimetapp.
- 3.8 Pfizer CH [REDACTED]
- 3.9 The OTC products of the New Zealand Pfizer CH business (i.e. the business that will be transferred to the Combined CH Business) discussed in detail in this clearance application are described below.⁴

Cold and flu products

- (a) **Dimetapp** is a range of products used for the relief of cough, cold and flu symptoms in adults and children. Saline drops (sodium chloride) are for children up to five years. Cough syrups are for children six years and over and use an antihistamine (brompheniramine maleate) and a decongestant (phenylephrine). For adults, there are various cough, cold, flu and nasal decongestant products (capsules and a nasal spray for decongestion). Adult capsules contain two or more of an analgesic (paracetamol), a decongestant (phenylephrine) and a cough suppressant (dextromethorphan hydrobromide). Adult nasal decongestant capsules contain a decongestant (phenylephrine) while adult nasal decongestant nasal sprays contain an alternative decongestant (oxymetazoline). Further information about the Dimetapp range of products can be found at: <https://www.dimetapp.co.nz/>.
- (b) **Robitussin** is a range of products that address the symptoms of dry coughs (no mucus or phlegm), chesty coughs (also known as a 'productive' or mucus cough), congested dry coughs (an 'in between' cough with occasional phlegm) and nasal decongestion. The products come in capsule and syrup formulations (there are no nasal spray formulations).
- (i) Robitussin's dry cough products contains a cough suppressant (dextromethorphan) that works by decreasing the feeling of needing to cough.
- (ii) Robitussin's chesty cough products contain an expectorant (guaiphenesin), and a mucolytic (bromhexine hydrochloride), that work by thinning and loosening mucus in the lung and making it easier to expel mucus.
- (iii) Robitussin's congested dry cough products contain both a cough suppressant (dextromethorphan) and an expectorant (guaiphenesin).
- (iv) Robitussin's nasal congestion products contain a decongestant (phenylephrine) and an expectorant (guaiphenesin).

Robitussin also has a bronchial syrup with the active ingredients hederia helix (derived from the hederia helix ivy plant) and lactoferrin-bovine (derived from cows milk), which helps clear the airways and soothes the throat while supporting immunity. Further information about the Robitussin range of products can be found at: <http://www.robitussin.co.nz/products/products.html>.

⁴ A list of all product ranges that are part of the Proposed Transaction and supplied by the Parties (other than the systemic pain management and cold and flu treatment products described in detail in this application) is set out in **Annex 10**.

*Pain management products*⁵

- (c) **Advil** is one of Pfizer CH's largest global brands but has only a very limited footprint in New Zealand. The Advil range sold into New Zealand offers symptomatic relief from pain associated with the common cold and flu, as well as from headaches, backaches, muscle aches, period pain, dental pain and minor arthritis pain. It contains a nonsteroidal anti-inflammatory drug (**NSAID**) (ibuprofen) to reduce pain, lower fever and inhibit inflammation.⁶ Further information about the Advil range of products in New Zealand can be found at: <https://www.advil.co.nz/>.

3.10 A list of all Pfizer pain management and cold and flu SKUs sold in New Zealand, the active ingredients, channel (pharmacy or grocery) and relevant patents is set out in Annex 11.

3.11 **[REDACTED]**

Table 1: Pfizer pipeline products expected to be released in New Zealand

[REDACTED]

3.12 **[REDACTED]**.

⁵ Pfizer also sells the OTC consumer healthcare product **[REDACTED]**. A list of all product ranges that are part of the Proposed Transaction and supplied by the Parties (other than the systemic pain management and cold and flu treatment products described in detail in this application) is set out in **Annex 10**.

⁶ In other jurisdictions it also contains pseudoephedrine, a decongestant.

Part C: The Proposed Transaction

4. Transaction structure

- 4.1 The Proposed Transaction concerns the intended acquisition by GSK of sole control over Pfizer CH. Pfizer CH will contribute its Consumer Health businesses to GSK CH⁷ to form the Combined CH Business. As consideration for its contribution, GSK CH will issue share capital to Pfizer in the Combined CH Business.
- 4.2 Post-Transaction, GSK will have a majority controlling equity interest of 68% and Pfizer will have a minority equity interest of 32% in the Combined CH Business. As minority shareholder, Pfizer will not have veto rights over strategic matters (including, for the avoidance of doubt, no veto rights over the Combined CH Business' business plan, budget, or the appointment of senior management). While Pfizer will have customary minority shareholder protection rights, such rights are meant to protect the value of Pfizer's investment in the joint venture, and do not confer joint control over the Combined CH Business or the day to day operations of the Combined CH Business. The Proposed Transaction does not give Pfizer a stake in any other part of GSK's operations outside of the Combined CH Business. Key aspects of the management of the Combined CH Business is included at **Annex 3**.

5. Rationale

- 5.1 The Proposed Transaction supports GSK's priority of strengthening its pharmaceuticals business over the coming years by increasing cash flows and will provide an effective pathway through the separation of GSK CH to build further support for investment in its R&D pipeline. The demerger of the Combined CH Business and separate listing of that company will thereby create two independent companies:
- (a) a global Pharmaceuticals/Vaccines company, with an R&D approach focused on science related to the immune system, use of genetics and advanced technologies; and
 - (b) a global leading Consumer Healthcare company.
- 5.2 The anticipated timeline for such demerger is within three years of closing of the Proposed Transaction.
- 5.3 In bringing together GSK's and Pfizer's consumer healthcare product portfolio, the Parties are combining two complementary businesses. The combination will:
- (a) enable the Combined CH Business to compete more effectively against the wide range of international, regional, and local, branded and generic competitors active in the OTC space today; and
 - (b) give the Combined CH Business access to world-leading science capabilities from the combined GSK and Pfizer CH R&D divisions, creating new opportunities for product development and innovation.

6. Transaction documents

- 6.1 Copies of the Stock and Asset Purchase Agreement (**SAPA**) and Shareholders' Agreement (**SHA**) are attached at **Annex 4**.

⁷ Certain businesses of GSK and Pfizer CH are expressly excluded from the Proposed Transaction. GSK will not transfer to the Combined CH Business certain assets of its Indian business (notably the Horlicks brand) which it has agreed to sell to Unilever. Pfizer will not [REDACTED].

7. Clearance sought

7.1 This application seeks clearance for GSK to acquire up to 100% of the:

(a) shares in, and/or

(b) assets of,

Pfizer CH.

8. Global filings

8.1 Table 2, below, sets out the jurisdictions in which the Proposed Transaction is subject to merger notification and the dates that the relevant agencies in those jurisdictions have been or will be notified.

Table 2: Overseas competition agencies notified

Jurisdiction	Agency	Date of notification
United States	FTC	[REDACTED] ⁸
Australia	ACCC	7 February, 2019
Brazil	CADE	8 February, 2019 (pre-notification)
Serbia	CPC	3 January, 2019, Clearance granted 11 February
[FILINGS THAT ARE NOT PUBLIC HAVE BEEN REDACTED]		

8.2 Closing of the Proposed Transaction is conditional upon, inter alia, the Parties having obtained clearance from the New Zealand Commerce Commission (**NZCC** or **Commission**). Closing is expected to take place in the second half of 2019, subject to such approvals.

⁸ [REDACTED]

Part D: Background

9. The regulatory regime applying to the products

9.1 As the NZCC has previously recognised, medicines in New Zealand are generally divided into two categories.

- (a) Prescription (or **RX**) medicines are only available from a pharmacy with a prescription from a doctor.
- (b) OTC medicines can be sold directly to consumers without the need for a prescription.

9.2 The Proposed Transaction involves only OTC products. OTC products fall into two categories.

- (a) **Pharmacist only** medicines (also known as restricted medicines) are medicines that can only be sold under the direction of a pharmacist (but *without* a doctor's prescription). When selling these medicines, the pharmacist must fulfil special requirements designed to make sure the consumer is properly informed about the safe and correct use of the medicine.
- (b) All other OTC products can be sold in any retailer outlet. These products are typically referred to as **open** or **grocery** products.

9.3 The Proposed Transaction involves a mixture of pharmacist only medicines and grocery medicines.

9.4 As certain pharmacist only products become more widely used and consumers become aware of the effects of the medicine, there is a tendency for these products to be reclassified as grocery products which means that they can be sold without a pharmacist's direction.

10. Overview of the wholesale pharmaceutical industry in New Zealand

(a) Manufacturing and packaging of pharmaceuticals

The manufacturing of a pharmaceutical product consists of a two-stage process: the production of raw materials and the actual manufacturing of the finished dosage product. The product is then packaged and provided for wholesale and retail distribution. In order to reduce the costs associated with the manufacturing process, pharmaceutical companies often outsource to third parties. For products sold in New Zealand, most stages of manufacturing and packaging occur offshore (with some limited exceptions).

Production of Raw Materials

The first phase of OTC pharmaceuticals production involves the production of chemicals used to manufacture pharmaceutical drugs. Any drug or medication is composed of two sets of components: APIs and excipients (inactive substances that serve as a vehicle for the API itself, e.g., the liquid, in the case of a drug delivered in syrup format).

A large proportion of pharmaceutical suppliers outsource the supply of APIs to third party bulk pharmaceuticals suppliers, many of which are located in India and China. Major manufacturers of APIs include: Aurobindo (India), Cipla (India), Dr. Reddy's (India), DSM (The Netherlands), Mylan (US), Sun (India), and Teva (through its subsidiary Teva Active Pharmaceutical Ingredients) (Israel). For example, **[REDACTED]**.

Manufacturing of Finished Dose Products

The manufacturing processes for finished dose OTC pharmaceuticals from active ingredients is undertaken by suppliers themselves or outsourced. This involves combining the API and excipients into the required galenic form. This can either be done by the pharmaceutical supplier in-house or outsourced to a third party.

Packaging

During packaging, the medicinal product is placed in containers that conforms to prescribed standards with respect to maintaining the integrity of the product, e.g., preventing any moisture or light. Packaging covers all steps of the OTC pharmaceuticals supply chain from filling and assembling of the product, to labelling and storage at the manufacturing and shipping sites.

Some OTC pharmaceutical suppliers (including GSK CH) carry out some of their own packaging activities. The remaining packaging requirements of these and other suppliers are met by third party service providers. In New Zealand, this includes companies such as Swisspack New Zealand and Pharmapac.

(b) Wholesale distribution

Wholesale distribution refers to the storing, supplying, importing/exporting, and movement of pharmaceutical products prior to retail supply to patients.

There are several different models for the distribution of pharmaceutical products. For the majority, pharmaceuticals are sold through wholesalers, who maintain their own transportation and warehousing networks. However distribution services are available to suppliers. As set out above, [REDACTED]. Pfizer [REDACTED].

Pharmacy wholesalers

Wholesalers supply products to pharmacies. They offer a broad range of competing products to serve any specific demand, and short delivery periods to ensure the pharmacies are well stocked. In New Zealand, the pharmacy wholesale segment is concentrated, with the following pharmacy wholesalers exercising substantial countervailing power over suppliers:

- i. Green Cross Health / Pharmacy Health – An NZX listed company with operations across pharmacy, medical centres and community health. With respect to its pharmacy operations, it represents more than 350 community pharmacies throughout New Zealand under the Unichem and Life Pharmacy brands. It holds equity interests in 90 of these pharmacies. Green Cross has introduced its own private label brand “Pharmacy Health”, which offers various products targeting cold and flu symptoms.
- ii. ProPharma – A national pharmaceutical wholesaler, with more than 250 staff operating from 8 branches nationwide.
- iii. CDC – A cooperative wholesaler of pharmaceutical and OTC products based in Christchurch with operations in Lower Hutt and Dunedin. Following a merger with PWL Central (see below) in 2014, CDC has expanded into the North Island and now services 300+ pharmacy and hospital customers from 6 warehouses.
- iv. Pharmacy Wholesalers (Bay of Plenty) Limited – A cooperative company based in Tauranga. PWL (BOP) is a wholesale supplier of a range of Pharmaceutical and related pharmacy products, servicing over 170 pharmacy customers from Taupo north. It has recently established a new distribution centre in Auckland.

Wholesale to supermarkets

In New Zealand, there are two main supermarket chains, Woolworths New Zealand (Countdown, Fresh Choice, Super Value) and the Foodstuffs Cooperative (New World, PAK'n SAVE, Four Square). Pharmaceutical suppliers negotiate the distribution of their products directly with the supermarkets.

(c) Retail distribution

At the retail level there are two principal distribution channels: pharmacies and mass market retailers, i.e., supermarkets and large discount outlets that offer a wide range of pharmaceutical products, including OTC and other healthcare products.

In addition, consumers can also purchase OTC products from online retail stores. In New Zealand, this includes the online outlets, Pharmacy Direct and Health Chemist, as well as pharmacies that also have physical retail presence, such as Life Pharmacy.

(d) Patented, “generic” and “private label”

When a pharmaceutical company first develops a new medicine, it usually applies for and is granted a patent. A patent allows the pharmaceutical company to manufacture and sell that product exclusively for a period of time with limited competition, other than from alternative pharmaceutical products containing different active ingredients that treat the same condition. The original manufacturer of a pharmaceutical product is often referred to as a “brand leader” or “originator”.

Once the patent expires, other companies can make and sell generic pharmaceuticals which are copies of the original pharmaceutical product produced by the brand leader. A generic product is simply an equivalent product that comes onto the market following the expiration of a patent. For example, in New Zealand GSK's Panadol range, which contains paracetamol, is a branded pain relief product. However, Panadol faces significant competition, including from a large range of generic manufacturers which contain the active ingredient paracetamol.

Private labels are usually generic pharmaceuticals that are contract manufactured for supply to retail companies who sell the product under their own branded label. For example, Green Cross Health's “Pharmacy Health” range of pharmaceuticals, Foodstuffs' “Pams” range of pain relief and Progressive Enterprises' “Signature Range” of pain relief.

As the table at Annex 11 demonstrates:

- i. none of GSK's New Zealand pain or cold and flu products have active ingredients that are subject to a patent;
- ii. of GSK's New Zealand pain and cold and flu products only its Panadol “Optizorb” product is subject to a patent (which relates to the system designed to deliver paracetamol more efficiently to the body); and
- iii. none of Pfizer's pain or cold and flu products have active ingredients that are subject to a patent.

Accordingly, there are no limits on generic and private label competitors developing directly competitive products to those of the Parties using the same active ingredients.

(e) What influences consumers' decisions

There are multiple factors that can influence a consumer's decision when buying an OTC product. Some factors include: advertising, brand loyalty, therapeutic/labelled indication, active ingredients, format, price, etc. However, the extent to which these factors are relevant can differ depending on the circumstances. For example, if buying a generic product from a supermarket, price may be a more important factor for a consumer in deciding. By contrast, a consumer going to a pharmacy for a broader selection of products, and consulting a pharmacist for a recommendation, may be more interested in the specific qualities of a product.

Consumers' decisions reflect consumer purchasing habits, which differ from individual to individual. There is no one factor that determines whether a consumer will prefer one product over another. Therefore, as a general matter, wholesalers, pharmacies and supermarkets (to an extent) will sell a broad range of competing branded and generic products to meet consumers' potential needs and wants.

(f) **Market trends**

On a global scale, demand for OTC products has expanded in recent years, with global consumer healthcare revenues now exceeding those of prescription medicines. As a result, pharmaceutical companies have been attracted to enter (or re-enter) the OTC sector, while existing OTC suppliers have continued to invest in the sector. Furthermore, the increased demand for OTC products and ease of contract manufacturing has contributed to supermarkets and large pharmacy wholesalers in New Zealand successfully introducing own brand generic products in direct competition with existing branded OTC products.

11. Summary of pharmaceutical product classifications

- 11.1 There are various ways of classifying or categorising pharmaceutical products, for example by active ingredient, or by the condition or symptom to be treated. As set out in the market definition section below, one method of classification frequently used as a reference point in merger clearances in New Zealand and overseas is the Anatomical Classification System (**ATC**). These are based on the European Pharmaceutical Marketing Research Association (**EphMRA**) classification system.
- 11.2 The EphMRA ATC classification guidelines classify medicinal products according to their indication, therapeutic use, composition and mode of action. As a general rule, any given product (at the SKU level) is assigned only a single ATC code, although different versions of a product available in different strengths or formulations with different indications may be assigned different ATC codes.
- 11.3 The EphMRA ATC classification system is a hierarchical and coded four-level system. The first level (ATC1) is the most general and the fourth level (ATC4) the most detailed. In the first and broadest level (ATC1), medicinal products are divided into one of the following 16 anatomical main groups:

Table 3: EphMRA ATC Classification Level 1

LEVEL	MAIN GROUP	LEVEL	MAIN GROUP
A	Alimentary Tract And Metabolism	L	Antineoplastic And Immunomodulating Agents
B	Blood And Blood Forming Organs	M	Musculo-Skeletal System
C	Cardiovascular System	N	Nervous System
D	Dermatologicals	P	Parasitology

G	Genito-Urinary System And Sex Hormones	R	Respiratory System
H	Systemic Hormonal Preparations (Excluding Sex Hormones)	S	Sensory Organs
J	General Anti-Infectives Systemic	T	Diagnostic Agents
K	Hospital Solutions	V	Various

Source: EphMRA

11.4 The second level (ATC2) is either a pharmacological or therapeutic group, while the third level (ATC3) further groups medicinal products by specific therapeutic indications, i.e., their intended use. As noted above, the Commission has previously had reference to the ATC3 class as a starting point for relevant product market definition purposes in the OTC pharmaceutical space.

11.5 The Parties have similarly used ATC3 as a reference point, but do not consider it necessarily *determinative* of market definition for competition law purposes. Rather, the relevant markets in which the Parties' products compete in New Zealand cover a number of ATC3 categories (and in some cases only a subset of those categories). Details of these categories are set out in more detail in the market definition section below.

12. Trade or industry associations

12.1 Relevant trade or industry associations in New Zealand include:

- (a) New Zealand Self Medication Industry Association Inc.; and
- (b) New Zealand Food and Grocery Council.

12.2 Further information and contact details for these associations are attached as **Annex 9**.

Part E: Relevant Markets

13. Introduction

- 13.1 The Proposed Transaction will result in the aggregation of various OTC cold and flu and systemic pain management products.⁹
- 13.2 When assessing previous clearance applications relating to pharmaceutical products (for example *Johnson & Johnson / Pfizer*,¹⁰ *Reckitt Benckiser / Boots Group*¹¹ and *GlaxoSmithKline plc / Novartis AG*¹², the NZCC has consistently separated OTC from prescription products and assessed relevant product markets as being national in scope and relating to the wholesale supply to retail customers.
- 13.3 Consistent with these decisions, the Parties consider that the Proposed Transaction is best assessed by reference to national markets for the wholesale supply of:
- (a) all OTC cold and flu products; and
 - (b) all OTC systemic pain management products.
- 13.4 However, there are relatively limited overlaps in the Parties' products and no competition issues arise irrespective of the precise boundaries of the relevant markets. The Parties set out below further details of the relevant product markets in this case.
- 13.5 The Parties consider that competition occurs across pharmacy and grocery channels. While some pain and cold and flu products are pharmacy only (Annex 11 shows which products these are for each of the Parties) consumers will still choose products from across pharmacy and grocery channels depending on a range of factors (as set out in paragraph 10(e) above). Equally, the competitors to the Parties' products are similar in pharmacy and grocery channels (excluding those private label products that are exclusive to a retailer).

14. Cold and flu preparations

Overview

- 14.1 The Parties consider that they both operate within a broad OTC cold and flu products market. The products within this market include multi-symptom products (combining several active ingredients to target more than one cold or flu symptom) and single-symptom products, which consumers can use alone or in combination. The most common active ingredients in these cold and flu products are:
- (a) analgesics (such as paracetamol, ibuprofen and aspirin) to provide pain relief;
 - (b) cough suppressants and/or expectorants to address cough symptoms;
 - (c) decongestants (such as phenylephrine) to address nasal congestion; and
 - (d) antihistamines which are often added to night time formulations of multi-symptom products.
- 14.2 In addition to the different types of active ingredients, various products will come in different forms – the most common being pills, capsules or syrups/suspensions taken orally, and nasal sprays.

⁹ See **Annex 10** for other products where an extremely minor overlap could be said to occur based on reference to certain ATC categories.

¹⁰ NZCC Decision 594, 8 December 2006.

¹¹ NZCC Decision 567, 30 November 2005.

¹² Decision [2014] NZCC 37.

- 14.3 As a cold or flu evolves from an initial sore throat through a blocked or runny nose, fever, and other symptoms (with a cough typically being at its worst towards the end of the cold), patients are likely to select appropriate products based on how far they are in the lifecycle of the cold. However, given the range and different severities of symptoms along with the range of preferences for how best to treat the symptoms, the boundaries between the different product types are blurred. This is reflected in the fact that cold and flu products are often marketed and sold as a single category. Pharmacies and retailers typically have “cold and flu” shelves on which a variety of cold and flu treatments are presented. Online, pharmacies will generally group together “cold and flu” products in one broad category.
- 14.4 In GSK’s view, consumers are highly likely to consider a multi-symptom cold and flu treatment to address a sore throat or nasal decongestion. In doing so, consumers will also consider single-symptom treatments for these conditions (e.g. nasal decongestants or throat preparations). A consumer could also take a single-symptom product in conjunction with an analgesic, effectively replicating some multi-symptom product (for example many Coldrex formulations contain paracetamol and phenylephrine, a decongestant). A consumer might also buy a multi-symptom product and then supplement this with a further single-symptom nasal decongestant.
- 14.5 From a manufacturing perspective, it is relatively easy for suppliers to switch production between different cold and flu products. Assuming the galenic form¹³ of a product stays the same, the same production lines can be used for different products, including different single-symptom or multi-symptom products. As set out above, it is very common for manufacturers to source the relevant API from a third party, making switching formulations straightforward.

ATC3 classification

- 14.6 ATC3 classifications are often used as a starting point in determining which pharmaceutical products fall within the same market.
- 14.7 The relevant ATC3 classes covered by the overall cold and flu product market are set out in the following table.¹⁴ For the R1A class (Topical Nasal Preparations), the table lists only the two ATC4 categories that include products relevant to cold and flu symptoms. The remaining ATC4 categories relate to nasal corticosteroids, nasal anti-infectives and nasal antiallergic agents (and combinations of these) which are not relevant to the treatment of cold and flu symptoms and in relation to which there is no competitive overlap. They have therefore been excluded from the Topical Nasal Preparations categories. This is consistent with European Commission (EC) precedent.¹⁵

Table 4: ATC3 classes in the overall cold and flu product market

ATC3	Description	Relevant GSK products in NZ	Relevant Pfizer products in NZ
R5A	Multi-Symptom Cold And Flu Treatments (also known as Cold Preparations Without Anti-Infectives)	Panadol Cold and Flu MAX Coldrex ¹⁶	Dimetapp

¹³ The physical form of the product i.e. liquid, tablet, capsule etc.

¹⁴ The market could potentially also include class R5F, which is “Other Cough and Cold Preparations”. This class tends to include “natural” or “herbal” preparations. However, neither of the Parties sells any products of this class into New Zealand. Accordingly, to be conservative, it has been excluded from this application. Similarly, some cold and flu products may fall within class V7A, which is “Other Non-Therapeutic Products”. This includes other non-medicated products, such as nasal strips that are used to physically lift and open the nasal passages to ease breathing despite nasal congestion. However, classification V7A, includes non-therapeutic products irrespective of the condition they treat, including, *inter alia*, plasters, solvents, and diluting agents, blood transfusions, and incontinence equipment. Of the Parties, only GSK sells any products (nasal strips) that belong to this ATC3 classification. There is thus no overlap and therefore these products are not considered further in this application.

¹⁵ *Reckitt Benckiser/Boots Healthcare International Case No COMP/M.4007 (2006)*.

¹⁶ Including SKUs which combine analgesics, decongestants and cough suppressants or expectorants.

R2A	Throat preparations		
R4A	Chest rubs and other inhalants		
R1A7/ R1A9	Topical Nasal Preparations (Nasal Decongestants and Other Topical Nasal Preparations)	Otrivin (medicated and saline products)	Dimetapp Nasal (medicated and saline products)
R1B	Systemic nasal preparations		Dimetapp
R5C	Expectorants		Robitussin ¹⁷
R5D	Antitussives		Robitussin

14.8 Further information on each of these classes is set out below.

- (a) *Cold Preparations Without Anti-Infectives (Also Known As Multi-Symptom Cold And Flu Treatments) (ATC3 Class R5A)*

Multi-symptom cold and flu products target multiple symptoms simultaneously. These multi-symptom treatments typically contain an analgesic base (such as paracetamol, ibuprofen or aspirin), combined with other agents such as nasal decongestants, cough suppressants/expectorants, and/or antihistamines.

- (b) *Throat Preparations (ATC3 Class R2A)*

Sore throats are common cold and flu symptoms, usually caused by acute pharyngitis (inflammation of the throat). Cold and flu throat preparations usually include a range of different active ingredients – such as a local anaesthetic and/or an antibacterial ingredient – accompanied by a honey or sugary component. There are a variety of preparations formulated for infections of the throat, nose/throat, and mouth/throat. These come in various forms including tablets, lozenges, drops, sprays, and gargles.

- (c) *Chest Rubs and Other Inhalants (ATC3 Class R4A)*

A chest rub is a mentholated topical petrolatum-based gel intended to relieve the symptoms of minor and temporary congestion. It is applied to the chest, often immediately before sleeping. “Other inhalants” in class R4A include oils that are added to hot water or used in vaporizers to allow for inhalation, and serve a similar purpose as chest rubs. Active ingredients for both sets of products are usually camphor, eucalyptol, and menthol.

- (d) *Nasal Treatments (ATC3 Classes R1A and R1B)*

A decongestant is used to relieve nasal congestion in the upper respiratory tract by narrowing (constricting) the blood vessels, which reduces blood flow and swelling, allowing a patient to breathe more easily. The active ingredient in decongestants sold in New Zealand is typically phenylephrine or oxymetazoline. Nasal decongestants are available as topical products (ATC3 class R1A) or systemic (oral) products (ATC3 class R1B).

- (i) *Topical Nasal Preparations (ATC4 Classes R1A7 and R1A9)*

¹⁷ Including those Robitussin SKUs which combine an expectorant (guaiphenesin) with a nasal decongestant ingredient (phenylephrine).

Topical nasal preparations used to treat cold and flu symptoms include topical nasal decongestants (ATC4 class R1A7) and other topical nasal preparations (ATC4 class R1A9). As set out above, these are the only two R1A sub-classes that contain “cold and flu products.”

Topical nasal decongestant sprays and drops (R1A7) are short-acting treatments that usually contain the active ingredients oxymetazoline, or phenylephrine.

Other topical nasal preparations (R1A9) include saline nasal solutions and nasal sprays or drops that contain anticholinergics, antivirals, antifungals and/or antiseptics.

(ii) Systemic Nasal Preparations (ATC3 Class R1B)

Systemic nasal preparations are oral decongestants (either in tablet or in liquid form) that often contain phenylephrine as the decongestive active ingredient.

(e) *Expectorants (ATC3 Class R5C)*

An expectorant, such as the active ingredient guaifenesin, stimulates bronchial secretion and reduces the thickness or viscosity of bronchial secretions, thereby increasing mucus flow (so that mucus can be more easily removed through coughing). Expectorants are particularly effective in treating a productive or “chesty” cough. Cough preparations that contain an expectorant as the primary ingredient are typically classified in ATC3 class R5C.

(f) *Antitussives (ATC3 Class R5D)*

An antitussive or cough suppressant, such as the active ingredient dextromethorphan, relieves coughs by blocking the cough reflex. Cough suppressants are most effective in relieving dry, hacking coughs. Cough preparations comprised of plain antitussives, as well as combinations with expectorants, antihistamines, ephedrine, herbal tinctures, etc., are typically classified in ATC3 class R5D.

EC and NZCC precedent

14.9 The experience of the EC also suggests that limiting a cold and flu competitive analysis to markets defined by single-symptom ATC3 classification may not accurately capture the competitive dynamics in the cold and flu space – and that it may be more appropriate to broaden the assessment to a wider market.¹⁸ In numerous cases, the EC has considered broader market definitions that combine a variety of different ATC3 classes.¹⁹ While the EC has considered various different combinations of cold and flu products in its previous decisions, in practice, these combinations have reflected the scope of the activities of the merging parties in any given case.

14.10 Of particular relevance to this acquisition, the EC in *GlaxoSmithKline/Novartis*²⁰ in considering overlaps between the parties’ cold & flu portfolios found that:

[w]hat emerges from the market investigation, therefore, is that multi-symptoms products pose a competitive constraint on single-symptom product; therefore product markets encompassing each individual single-symptom product and the multi-symptom products cannot be excluded.

¹⁸ See, for example, COMP/M.4007 *Reckitt Benckiser/Boots Healthcare International* of 6 January 2006, paragraph 28; COMP/M.4314 *Johnson & Johnson/Pfizer Consumer Healthcare* of 12 December 2006, paragraph 19, paragraph 77 *et seq.*

¹⁹ For example, in COMP/M.4007 *Reckitt Benckiser/Boots Healthcare International* of 6 January 2006, where the EC noted that a broad market containing four ATC3 categories (multi-symptom cold and flu treatments (R5A), chest rubs and other inhalants (R4A), systemic nasal preparations (R1B), and topical nasal preparations, i.e. topical nasal decongestants (R1A7) and other topical nasal decongestants (R1A9)) was “confirmed by a large majority of the respondents” to its market investigation, although the market definition was ultimately left open. See paragraph 28.

²⁰ *GlaxoSmithKline / Novartis Vaccines Business (excl. Influenza) / Novartis Consumer Health Business (COMP/M.7276 of 28 January 2015 at paragraph 248).*

- 14.11 While ultimately the EC in that case left open the market definition, it assessed competition effects in a market that included multi-symptom products and topical nasal products. The EC's reasoning is consistent with the Parties' view that in practice consumers will choose from a multitude of products for treatment of their cold and flu symptoms.
- 14.12 The above notwithstanding, the Parties recognise that the NZCC has previously defined OTC markets according to narrower categories. For example, in *Reckitt Benckiser / Boots*, the NZCC assessed the acquisition on the basis of separate markets for (a) cold preparations and (b) throat preparations (although the Commission recognised that industry participants were unclear as to the boundaries of the market and noted that many consumers use a cough medicine for the treatment of a cold). Ultimately, the NZCC proceeded with narrower markets noting that "if competition concerns are not identified within the narrowly-defined market they are unlikely to arise in a broadly-defined market".²¹ Concerns were not identified within narrow markets and so the NZCC did not need to consider the possibility of a broader market definition.
- 14.13 To the extent that the NZCC does wish to assess the Proposed Transaction by reference to narrower categories, the relevant overlap should in the view of the Parties be assessed against a segment including nasal decongestants (systemic and topical) and multi-symptom cold preparations. This would incorporate all relevant ATC categories where an overlap occurs and cover products directly targeted at nasal decongestion as well as products treating nasal decongestion and other symptoms associated with a runny/blocked nose, such as headache and fever, but exclude products aimed primarily at alleviating sore throats and cough symptoms.²²
- 14.14 This segment would include ATC categories R5A (multi-symptom cold and flu preparations), R1B (systemic nasal decongestants) and R1A7 and R1A9 (which include topical nasal preparations for treatment of cold and flu symptoms). In this segment there is an overlap between:
- (a) GSK's Panadol and Coldrex range of multi-symptom cold and flu products and Otrivin nasal sprays; and
 - (b) Pfizer's Dimetapp range of multi-symptom cold and flu products and Dimetapp nasal spray and systemic nasal decongestant products.
- 14.15 Accordingly, the Parties also provide information in relation to this narrower segment below.
- 14.16 Finally, for completeness, separate shares are also provided for the multi-symptom cold and flu sub-segment and the nasal decongestion sub-segment. With respect to nasal decongestants, the Parties consider that no distinction need be drawn between systemic and topical applications. Systemic and topical nasal decongestant products (including multi-symptom) are highly substitutable, with consumers seeing them as alternative ways to achieve the same relief, being relief from nasal decongestion. While some consumers may have a preference for a pill over a spray, or vice versa, for most consumers these products are largely viewed as interchangeable.
- 14.17 As this information demonstrates, no competition concerns arise regardless of whether a single market encompassing all OTC cold and flu products is defined, or whether the narrower segments are used.

²¹ *Reckitt Benckiser plc and Boots Healthcare International Limited* [2005] NZCC Decision 567 at [44].

²² As set out above at 2.9(b), while two Coldrex SKUs include cough relief ingredients, these are part of a broader multi-symptom product.

15. Systemic pain management

- 15.1 Systemic pain relief products target pain centrally. OTC systemic pain management products are designed to enable consumers to manage the symptoms of mild to moderate pain on their own. They typically have different mechanisms of action to RX products such as opioids (for example morphine and oxycodons, which are available on prescription only).²³
- 15.2 Most OTC pain management products are classified in ATC classes "N2 – Analgesics", "M – Musculo-Skeletal System", or "A – Alimentary Tract and Metabolism". As explained in detail below, the Parties consider that their products compete as part of a broad systemic pain management market that encompasses products across multiple ATC sub-categories.
- 15.3 The views expressed by the NZCC in previous cases²⁴ is that the relevant market in which to assess the horizontal overlap in the supply of pain management products is the broad systemic pain management market. As with the cold and flu products analysis above, this covers systemic pain relief products grouped in different ATC3 classes. This is appropriate because the products within this market often contain the same active ingredients despite falling within different ATC3 classes.
- 15.4 A broad systemic pain management market includes the products set out in the following table.

Table 5 – ATC3 classes in the broad systemic pain management market

ATC3	Description	Relevant GSK products in NZ	Relevant Pfizer products in NZ
N2B	Non-Narcotics and Anti-Pyretics	Panadol, Panadeine and Panafen	Advil
N2C	Anti-Migraine Preparations ²⁵		
M1A	Anti-Rheumatics, Non-Steroidal ²⁶	Voltaren Osteo, Voltaren Rapid	
M5X	All Other Musculoskeletal Products		
A3D	Antispasmodics		
G2X1	Gynaecological Antispasmodics		

15.5 Further information on each of these classes is set out below.

(a) *Non-Narcotics and Anti-Pyretics (ATC3 Class N2B)*

Non-narcotics and anti-pyretics are general pain treatments, i.e., non-specific analgesic products, typically containing either paracetamol (a general purpose non-narcotic analgesic that has analgesic (pain-killing) and anti-pyretic (fever-reducing) effects), or a non-steroidal anti-inflammatory drug (NSAIDs provide general purpose analgesic, anti-pyretic, and anti-inflammatory relief, the most common being aspirin, ibuprofen and naproxen), or a

²³ Sometimes, the products described below in a higher dosage are available on prescription only, as they should not be administered by patients on their own but only under surveillance of a doctor.

²⁴ See: *Reckitt Benckiser plc and Boots Healthcare International Limited* [2005] NZCC Decision 567 and *GlaxoSmithKline plc and Novartis AG* [2014] NZCC 37.

²⁵ GSK used to market Paramax which fell within N2C but this has been discontinued.

²⁶ As set out above, Pfizer's [REDACTED].

combination of both. Other active ingredients can also be included, for example caffeine (a mild stimulant that helps reduce fatigue and is thought to enhance the painkilling effect of paracetamol and NSAIDs).

(b) *Anti-Migraine Preparations (ATC3 Class N2C)*

General pain treatments with paracetamol as an active ingredient or NSAIDs may be classified as anti-migraine preparations in ATC3 class N2C when marketed/labelled for migraine symptom relief.

(c) *Anti-Rheumatics, Non-Steroidal (ATC3 Class M1A)*

While anti-inflammatory analgesics used/marketed for general pain only are classified in ATC3 class N2B, anti-inflammatory analgesics used/marketed for both analgesia and musculoskeletal conditions are classified in ATC3 class M1A.

(d) *All Other Musculoskeletal Products (ATC3 Class M5X)*

Other products for disorders of the musculoskeletal system, which may contain substances such as glucosamine and herbal products, fall into ATC3 class M5X. These products do not necessarily contain an analgesic active ingredient, but are indicated as a possible alternative and/or supplementary treatment to NSAIDs for chronic joint pain.

(e) *Antispasmodics (ATC3 Class A3D) and Gynaecological Antispasmodics (ATC4 Class G2X1)*

Products containing an analgesic compound (e.g., NSAID, paracetamol, codeine) and an antispasmodic (i.e., muscle cramp relief) ingredient, e.g., drofenin, scopolamine, are included in ATC3 class A3D. When these products are marketed exclusively for menstrual pain (dysmenorrhea), they are included in ATC4 class G2X1.

15.6 As noted, these products typically contain the same ingredients (NSAIDs, paracetamol and supplemental ingredients like caffeine). In essence they have the same function, i.e. to manage the symptoms of mild to moderate acute, episodic or chronic pain.

15.7 GSK also supplies in New Zealand a topical anti-rheumatic/analgesic product called Voltaren Emulgel (with the active ingredient diclofenac, which is a NSAID). However, consistent with previous NZCC and overseas precedent, this is treated as part of a distinct market and hence excluded here. Furthermore, Pfizer does not sell any equivalent product in New Zealand and so this is not considered further in this application.

16. Other ATC3 overlaps

16.1 If assessed on the basis of ATC3 categories, the Proposed Transaction would give rise to a small number of additional overlaps. However, when the relevant products are considered it is clear that there is no material overlap in a competition law sense. The overlaps are set out below.

- (a) **D2A (emollients and protectives)** – Pfizer sells its Chapstick range of lip care products and its Macro Natural Vitamin E Cream in New Zealand, while GSK sells its Physiogel body and facial skincare range, for the daily care of the most sensitive skin and its Driclor product, an antiperspirant with the principal active ingredient aluminium chlorid. With the possible exception of Physiogel and Macro Natural Vitamin E Cream, because these products are used on different parts of the body and to treat different conditions, there is no competitive overlap and they are not considered further.

While Physiogel and Macro Natural Vitamin E Cream are both applied to the skin, they have different active ingredients (the latter is a natural product, with an avocado oil base)

and are not closely substitutable. In any event, [REDACTED] and Macro Natural Vitamin E Cream had minimal New Zealand sales of around [REDACTED] in 2018.

- (b) **D11A (other dermatological products)** – GSK sells its Duofilm wart removal product, while Pfizer sells its Imedeen skin care tablets, aimed at reducing the appearance of lines and wrinkles. These products have no competitive overlap and are not considered further. In any event, the combined market shares within D11A would be less than [REDACTED] in the pharmacy channel and neither product is sold in the grocery channel.
- (c) **A2A (antacids antifatulants)** – Pfizer’s De-Gas is formulated to help relieve stomach wind, gas, and bloating. Its active ingredient is an antifatulent (simethicone). GSK’s ENO is a basic antacid/heartburn remedy. Again, there is no competitive overlap between these products and they are not considered further. In any event, the combined market shares within A2A would be less than [REDACTED] in the pharmacy channel and the Parties would not expect this to change were grocery volumes included.

16.2 For completeness, GSK and Pfizer previously had an overlap in the A12A (Calcium) ATC3 category prior to Pfizer ceasing to sell Caltrate into New Zealand at the end of 2016 due to [REDACTED].²⁷ GSK continues to sell Calsource into New Zealand, which is used to prevent or treat low blood calcium levels, treating conditions caused by low calcium such as weak bones. Calsource has a small presence in New Zealand compared to other calcium products.²⁸ There is no competitive overlap between the Parties in calcium products, which are not considered further in this application.

²⁷ [REDACTED]

²⁸ GSK’s Calsource revenue for 2018 was [REDACTED]. The total revenue of A12A products in the pharmacy channel alone was greater than [REDACTED].

Part F: Competitive Assessment

17. The counterfactual

- 17.1 If the Proposed Transaction does not proceed, both GSK and Pfizer CH Businesses will continue to operate as independent businesses on the market. As such, the status quo is the appropriate counterfactual in this case.

18. Note on market shares

- 18.1 Unless otherwise specified, the source of data used in this application is 52 week scan data, which GSK acquires from IRI New Zealand (**IRI**) to inform the running of the GSK CH Business.²⁹ This data is somewhat limited in that it is not characterised by ATC classifications but rather by broad categories, such as “sinus”, “cough”, “cold and flu” etc. Accordingly, GSK has sought to best categorise the data according to the ATC classifications to ensure consistency with the market definitions above. This has included a SKU by SKU analysis of some of the products in order to ensure proper categorisation.
- 18.2 All market shares are calculated based on value / revenue. Sales volume data is not an appropriate or meaningful metric to gauge a manufacturer’s relative market presence in New Zealand as each SKU “unit” varies in size (i.e. 10 tablets, 30 tablets, 10ml or 200ml), form (e.g. a topical nasal Otrivin bottle compared to a packet of 10 systemic paracetamol tablets) and strength of active ingredients, as IRI data does not standardise volumes across all products and the Parties do not have a way to accurately do this either. This approach to market shares is consistent with GSK’s internal reporting which generally tracks value / revenue market shares. However, it is worth noting that value shares understate the competitive significance of generic and private label competitors (which are often sold at a lower price point than branded equivalents).
- 18.3 Market shares for systemic pain relief are conservatively provided by reference to the ATC3 categories of N2B and M1A, excluding the categories of N2C, M5X, A3D and G2X1 (although properly defined, the market is likely to be sufficiently broad as to capture all six of these categories). This is due to limitations in available data, but is conservative because it covers all categories where the Parties sell products in the systemic pain relief market in New Zealand. Furthermore, the inclusion of these ATC codes is unlikely to have a material impact on market shares as they are relatively low volume products e.g. ATC codes G2X1 and N2C have sales less than \$1,000 p.a. in New Zealand.

19. Competition assessment of cold and flu preparations

No substantial lessening of competition in the broad cold and flu products market

- 19.1 The Proposed Transaction will not raise competitive concerns in cold and flu treatments as the overlap between the Parties’ activities is limited (Pfizer’s share is only **[REDACTED]**), and the Parties’ respective products do not closely compete. The combined entity’s share is modest (less than **[REDACTED]**) and it will continue to face vigorous competition from a variety of international, generics, private label and local competitors, including the likes of Reckitt Benckiser, Johnson & Johnson, Procter & Gamble and many others. The combined entity will also continue to face strong buyers in the pharmacy and grocery channels.

²⁹ Please note that this data is confidential to GSK and must not be disclosed to third parties.

No concerns in a nasal decongestant and multi-symptom cold preparations segment

19.9 Even if the Proposed Transaction were to be reviewed on a narrow basis of nasal decongestants (topical for cold and flu (R1A7 and R1A9) and systemic (R1B)) and multi-symptom cold preparations (R5A), competition concerns are unlikely to arise.

Segment shares are modest

19.10 As can be seen in Table 8 below, the combined segment share of the Parties would be modest at [REDACTED], with an increment of only [REDACTED]. The Combined CH Business would still face strong constraints from Johnson & Johnson and Reckitt Benckiser with [REDACTED] and [REDACTED] of the market each, along with a number of other well-known manufacturers with material market positions.

Table 8 – Cold preparations and nasal decongestants (approximating R5A/R1A7/R1A9/R1B segment) shares

Manufacturer	2018 Revenue	2018 Share	2017 Revenue	2017 Share
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]

Source: IRI data³¹

Competition is strong

19.11 As noted above, the Parties will continue to face strong competition from rival products, in particular, Codral, Lemsip, Vicks, Nurofen, Neilmed, Fess, Ethics and Demazin, together with a host of other products from manufacturers such as API. Indeed, as demonstrated in Table 9 below, this segment is led by [REDACTED].

Table 9 – Main multi-symptom cold and nasal decongestant products

Product (manufacturer)	Revenue*	Share (%)
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]

³¹ As noted above, the IRI data does not categorise products under ATC3 or ATC4 categories. GSK has used its best endeavours to assign ATC codes to relevant products.

[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]

*52 weeks ending 9 December 2018

19.12 Finally, as noted above, [REDACTED].

No concerns in any sub-segments

19.13 The Parties consider that separately assessing multi-symptom cold and flu products and single-symptom nasal decongestants does not reflect their substitutability and the competitive constraint these products have on each other given the common symptoms they target and common active ingredients. However for completeness, shares for each of the multi-symptom cold and flu products and single-symptom nasal decongestant products sub-segments are set out below.

Table 10 – Multi-symptom cold and flu shares (approximating R5A)

Multi-symptom cold and flu sub-segment				
Manufacturer	2018 Revenue*	2018 Share	2017 Revenue**	2017 Share
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]

*52 weeks ending 6 January 2019

**52 weeks ending 7 January 2018

Table 11 – Single-symptom nasal decongestants (approximating R1A7/R1A9/R1B)

Single-symptom nasal decongestants sub-segment				
Manufacturer	2018 Revenue*	2018 Share	2017 Revenue**	2017 Share
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]

*52 weeks ending 9 December 2018

**52 weeks ending 10 December 2017

- 19.14 The combined market share of the Parties' multi-symptom products is less than [REDACTED] and does not trigger the Commerce Commission's concentration indicators. Furthermore the merged entity will continue to face strong competition from Reckitt Benckiser and J&J (who will both be over double the size of the merged entity) as well as various other well established competitors that have the ability to quickly expand in response to a price increase.
- 19.15 If assessed on the basis of single-symptom nasal decongestants (ATC codes R1A7, R1A9 and R1B), the Proposed Transaction results in aggregation between GSK's Otrivin topical nasal spray products and Dimetapp's range of nasal products (both systemic and topical).
- 19.16 As can be seen in Table 11 above, the increment in share as a result of the Proposed Transaction is small, at less than [REDACTED]. While GSK's Otrivin product is the largest product in this segment, Dimetapp has only a small sub-segment share, much less than Sudafed, Neilmed and Fess, the number two, three and four suppliers in this sub-segment. Furthermore, many of the Parties' largest global competitors are present in this sub-segment including J&J with its well-known Sudafed brand and Proctor & Gamble with Vicks. These are effective constraints now, and this would persist following the Proposed Transaction.
- 19.17 Accordingly, even if the Proposed Transaction was assessed by a narrow nasal decongestant sub-segment, the Parties will continue to be constrained by strong competition from a wide range of popular and substitutable competitor products. However, such a narrow sub-segment would not reflect competitive dynamics given that nasal decongestion is a central part of many multi-symptom cold and flu products, with other aspects (analgesics, cough etc.) also being readily available as single-symptom products.

21. Barriers to entry are low

- 21.1 Barriers to entry are low. Both GSK and Pfizer import all the products they sell in New Zealand, as do the vast majority of their competitors.
- 21.2 This means that, in addition to competitors that are already competing directly with the Parties, there is significant scope for market entry. Other players that are not already in direct competition with the Parties could relatively easily expand from adjacent products or geographic markets, for example in response to a potential price increase.
- 21.3 To the extent that a prospective entrant wished to enter with a new product, it need not develop its own end-to-end R&D, manufacturing, and distribution infrastructure in order to bring a new OTC product to market. Most supply chain activities can be outsourced to third parties. In particular:

- (a) **R&D.** Contract research organizations (**CROs**) manage one or more steps in the drug development process, including conduct of preclinical studies, clinical study design and execution, data management, analysis, medical writing, and regulatory submission. Even OTC suppliers with their own in-house R&D activities (such as the Parties) will make use of CROs and/or enter into various R&D partnerships and alliances.

The Parties note that market entry with generic OTC products reduces costs further, since entrants need only replicate well-established products and are generally not required to submit extensive clinical trial information to obtain a marketing authorisation.

- (b) **Manufacturing.** APIs needed for most OTC pharmaceuticals are off-patent and widely available. The Parties do not manufacture APIs for many of their OTC products. In some cases, the Parties, and many of their competitors, also use third party contract manufacturers for the manufacturing of some of their finished dose OTC medicines. Technology for manufacturing OTC pharmaceuticals is standard and generally available for entrants that prefer to build their own manufacturing facilities.
- (c) **Packaging.** The Parties, like many of their competitors, rely on third parties for the packaging of certain finished dose OTC medicines.
- (d) **Distribution.** Distribution services are also widely available to a new entrant that does not have an existing distribution structure since, in New Zealand, pharmaceuticals are sold through wholesalers who maintain their own transportation and warehousing networks.
- (e) **Marketing.** Costs associated with marketing and selling OTC products include development and distribution of marketing materials, customer outreach, and sales administration costs. A new entrant need not establish its own marketing and sales force, however.
- 21.4 Furthermore, the active ingredients in each of the Parties' systemic pain management products and Cold and Flu products subject to the Proposed Transaction are not patent-protected, as set out in Annex 11. Accordingly, players that are not already in direct competition with the Parties can relatively easily expand their activities and or portfolio. Green Cross Health's introduction of its private label Pharmacy Health cold and flu products sourced via third party contractors demonstrates the relative ease for retailers in particular to enter and / or expand in these markets and take material market share.

22. Significant competitive constraint from private label and generic pharmaceuticals

- 22.1 Generic OTC pharmaceuticals (including private labels) are in the same product market as original products produced by brand leaders. Generic versions of original products are specifically designed to compete with branded medicine, with a key criterion for a generic product's therapeutic goods authorisation being the extent to which it is a reliable and effective copy of the original branded product. This includes establishing that the generic product has

identical quality and purity to the original product and is biologically equivalent. Indeed, from a demand and supply side perspective generic OTC pharmaceuticals are near identical to the original branded products.

22.2 Generic and private label OTC pharmaceutical products play a significant role in New Zealand consumer healthcare markets and will act as a competitive constraint post-Transaction for the following reasons.

- (a) Generic OTC pharmaceuticals (including private labels) are generally available at a considerably lower cost because the companies producing them have not had to spend significant amounts of money in the initial discovery and development processes. Generic OTC suppliers also do not invest large sums of money into consumer advertising, such as TV advertising, which is an ongoing cost for branded companies/brands. Generic pharmaceuticals are therefore important in driving prices down and incentivising non-price competition through innovation and quality control.
- (b) As described in further detail below in relation to countervailing power, private label products are particularly prevalent in pharmacies, as they are able to support their own brands and generally include a portfolio of products. Similarly, in the grocery channel, large supermarkets are able to support their own private label brands. This is particularly evident in the market in which systemic analgesics are supplied. Retailers also control shelf space and can use this to seek to influence consumer buying decisions.

23. **Parties are subject to strong countervailing power**

23.1 As set out at paragraph 10 above, the purchasing of OTC pharmaceuticals in New Zealand is highly concentrated in the two supermarket chains and the small number of pharmacy wholesalers. Each of these channels accounts for substantial volume and use this to extract attractive prices from manufacturers.

23.2 This countervailing power is heightened by the strong position of private label generic products.

23.3 Private label OTC pharmaceutical products offer a unique competitive constraint in that they allow competitors/potential competitors to compete directly with brand leading manufacturers without the need for significant investment in manufacturing or research and development. This means that smaller players are able to compete at a retail level by supplying products contract manufactured by other companies (usually generic pharmaceutical manufacturers), as evidenced by Green Cross Health's private label Pharmacy Health accounting for over [REDACTED] revenue in the cold and flu market. Individual pharmacies, like Green Cross Health branches, selling their own private label brands are incentivised to encourage customers to switch to those products, and are also (given a pharmacist's role, perceived expertise and position at the point of sale) in a unique position to encourage switching.

23.4 [REDACTED].

23.5 Given the very limited entry barriers in these markets in any event (see above) it would be straightforward for the grocery (or pharmacy) chains to bring new products to market within any of the categories affected by the Proposed Transaction.

24. **No vertical effects**

24.1 The Proposed Transaction will not result in the combination of businesses at different levels of the product chain in New Zealand. The Proposed Transaction therefore does not give rise to vertical effects concerns.

25. **No coordinated effects**

25.1 The Proposed Transaction will not give rise to coordinated effects.

- (a) Prices in the OTC pharmaceuticals industry are not transparent, and are negotiated in private.
- (b) The relevant markets (however defined) are characterised by the presence of multiple large, well-resourced, and vigorous competitors that would quickly disrupt any attempt to coordinate behaviour.
- (c) For each market there are strong competitors outside the market that could easily enter in response to prices 'drifting up'.
- (d) The products are not homogenous. Products are highly differentiated both by composition/active ingredient and marketing and advertising.
- (e) The Proposed Transaction will not result in the removal of an aggressive competitor.

Part G: Confidentiality

26. Reasons for seeking confidentiality

- 26.1 Confidentiality is sought in respect of the information in this application that is highlighted, in bold and contained within square brackets (the **Confidential Information**). Confidentiality is sought for the Confidential Information for the purposes of section 9(2)(b) of the Official Information Act 1982 on the following grounds.
- (a) The Confidential Information is commercially sensitive and valuable information which is confidential to either, or both, Parties.
 - (b) Disclosure of the Confidential Information would be likely to unreasonably prejudice the commercial position of the Parties.
- 26.2 The Parties request that they are notified if the Commission receives any request under the Official Information Act 1982 for the release of any part of the Confidential Information. They also request that the Commission seek and consider their views as to whether the Confidential Information remains confidential and commercially sensitive before it responds to such requests.

Part H: Declaration

I, _____, have prepared, or supervised the preparation, of this notice seeking clearance.

To the best of my knowledge, I confirm that:

- all information specified by the Commission has been supplied;
- if information has not been supplied, reasons have been included as to why the information has not been supplied;
- all information known to me that is relevant to the consideration of this notice has been supplied; and
- all information supplied is correct as at the date of this notice.

I undertake to advise the Commission immediately of any material change in the circumstances relating to the notice.

I understand that it is an offence under the Commerce Act to attempt to deceive or knowingly mislead the Commission in respect of any matter before the Commission, including in these documents.

I am a director/officer of the company and am duly authorised to submit this notice.

Name and title of person authorised to sign:

Sign: _____

Date: _____

Part I: Annexures

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Annex 10	Products included in Transaction where no overlap arises
Annex 11	Further information on the Parties' cold and flu and systemic pain management SKUs

Annex 1: GSK CH New Zealand's latest audited financial accounts

[REDACTED]

Annex 2: Pfizer PFE New Zealand's latest audited financial statements

[REDACTED]

Annex 3: Key aspects of management of Combined CH Business

[REDACTED]

Annex 4: Transaction documents

[REDACTED]

Annex 5: Competitor Contact Details (Systemic pain management and Cold & Flu)

The following contact details have been sourced from publically available information.

Party	Contact details
Reckitt Benckiser	Phone: +64 9 839 0200
Johnson & Johnson	Phone: 0800 446 147
Procter & Gamble	Phone: +612 8864 5000 (Australia and New Zealand head office)
iNova	Phone: +61 1800 630 056 Email: b.dev@inovapharma.com
Api Consumer Brands	Phone: +64 9 279 7979 Email: sales@api.net.nz
NeilMed Pharmaceuticals	Phone: +64 9 570 7279 Email: questions@neilmed.com
Nestle	Phone: 0800 830 840
Care Pharmaceuticals	Phone: +64 9 838 3265
Sanofi	Phone: +64 9 580 1810
Douglas Pharmaceuticals	Phone: +64 9 835 0660
Plunkett	Phone: +64 2 9979 7333 Email: info@plunketts.com.au
Comvita	Phone: 0800 504 959 Email: info@comvita.com
Aft Pharmaceuticals	Phone: 0800 423 823 Email: customer.service@aftpharm.com
Aspen	Phone: +61 2 8436 8300 (Australia head office)
Multichem	Phone: +64 9 488 0330 Email: sales@multichem.co.nz
Bayer	Phone: 0800 804 545 Email: medinfo.anz@bayer.com

Annex 6: Key Customers (Systemic pain management and Cold & Flu)



Pfizer's top 5 customers by product for 2018			
Brand	Customer	Revenue ³⁴	Contact details
Advil	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]
Dimetapp	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]
Robitussin	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]

GSK's top 5 customers by product for 2018			
Brand	Customer	Revenue ³⁵	Contact details
Panadol Cold and Flu MAX	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]
Otrivin	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]
Coldrex	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]
Voltaren Osteo and Voltaren Rapid	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]
Panadol, Panadeine and Panafen	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]	[REDACTED]





³⁴ "Net revenue" is effectively net sales, i.e. sales value after discounts, trading terms and customer promotional expenses.



³⁵ "Net revenue" is effectively net sales, i.e. sales value after discounts, trading terms and customer promotional expenses.





Annex 7 – key cold and flu key competitors




<p>Reckitt Benckiser</p>		<p>Reckitt Benckiser (RB) is a global company based in the UK that develops, markets and sells a variety of pharmaceutical, health, home, and hygiene brands in over 200 countries worldwide. It achieved net of £11.5 billion in 2017.³⁶ RB markets a strong portfolio of OTC products, including well recognized household brands such as <i>Strepsils</i>, <i>Gaviscon</i> and <i>Nurofen</i>. <i>Nurofen</i> and <i>Gaviscon</i> are the leading analgesic and gastro-intestinal brands in Europe and <i>Strepsils</i> is the leading medicated sore throat brand globally. Its strong growth in the OTC market is also aided by its history of acquisitions, including of SSL International (<i>Durex</i> and <i>Scholl</i>) in 2010, nutritional supplement and vitamin company Schiff in 2012 and world leader in pediatric nutrition, Mead Johnson, in 2017.</p> <p>Further information about RB can be found at http://www.rb.com/.</p>
<p>Strepsils</p>		<p>Strepsils is a range of throat lozenges used to relieve discomfort caused by mouth and throat infections. The brand offers more than eleven specially formulated lozenges for different purposes, for both adults and children. Products include:</p> <ul style="list-style-type: none"> • Stepsils Intensive – specially formulated for sore throats, it contains the active medicine Flurbiprofen • Strefen Spray – the newest product in the Strepsils range, the spray works for up to 6 hours, giving long-lasting relief for all sore throat issues • Stepsils Children 6+ lozenges – are sugar-free lozenges specifically formulated for children <p>Strepsils is the most sold sore-throat medicine in the world.</p>





³⁶ <https://www.rb.com/media/3226/rb-2017-fy-presentation.pdf>

Lemsip		<p>Lemsip Cold & Flu is a decongestant lemon hot drink. The sachets contain two active ingredients, being paracetamol and a decongestant to help to relieve all major cold and flu symptoms such as headaches, fevers, body aches and sore throats.</p> <p>Lemsip offers both sachets for hot drinks and capsules, including:</p> <ul style="list-style-type: none"> • Lemsip Cold & Flu sachets • Lemsip Max Cold & Flu sachets and capsules - which also contain caffeine • Lemsip Max Day & Night capsules • Lemsip Cough Max Mucus sachets and capsules.
Nurofen Cold & Flu		<p>Nurofen Cold & Flu reduces the inflammation and provides fast effective temporary relief of the major symptoms associated with cold and flu without causing drowsiness. Nurofen Cold & Flu helps to temporarily relieve sinus pain, sore throat, headache, body aches and pains, blocked nose, runny nose and fever. It is available in: 12s, 24s, 48s.</p>
Mucinex		<p>Mucinex is a guaifenesin bi-layer tablet that works to remove mucus/phlegm to relieve cough and chest congestion. The tablet works in 2 ways:</p> <ul style="list-style-type: none"> • the white layer immediately releases the medicine • the blue layer works steadily, releasing medicine hour after hour that lasts for up to 12 hours. <p>Mucinex comes in the original product and in maximum strength (600mg and 1200mg Guaifenesin).</p>
Johnson & Johnson		<p>Johnson & Johnson (J&J) is the world's largest medical devices and diagnostics company and the largest consumer healthcare company worldwide. J&J has more than 275 operating companies active in over 60 countries worldwide. It produces, distributes, and sells a wide range of pharmaceutical products globally, including OTC products Sudafed, Pepcid, Nicorette, Dolomin, Zyrtec, and Compeed. J&J's consumer segment achieved turnover of \$13.6</p>

		<p>billion in 2017.</p> <p>In New Zealand, it operates three medical and healthcare-focused companies: Johnson & Johnson Medical, Janssen, Johnson & Johnson Pacific.</p> <p>Further information about J&J can be found at http://www.jnj.com/.</p>
Codral Range	 <p>The image shows a box of Codral Relief Cold & Flu Decongestant. The box is white with a yellow and orange sunburst design. Text on the box includes 'Codral Relief', 'Cold & Flu Decongestant', '• HEADACHES & FEVER', '• BODY ACHES & PAIN', '• BLOCKED NOSE & SORE THROAT', and 'Each tablet contains Paracetamol 500mg, Phenylephrine hydrochloride 5mg'.</p>	<p>Codral is the leading brand of cold and flu treatments in New Zealand. The Codral range contains a wide selection of products, including:</p> <ul style="list-style-type: none"> • Codral Cold and Flu Tablets - products designed to combat the symptoms of cold, cough, flu and congestion. The products contain one or more active ingredient such as paracetamol, a decongestant, an antihistamine, etc. • Codral Hot Drinks - designed to provide relief from headaches fever, body aches and pain, blocked nose and sore throat, and utilise identical active ingredients as above i.e. paracetamol, a decongestant, etc. • Cold & Flu Liquid - designed to clear blocked nose, help expel mucus and relieve coughs. The active ingredients are the same as above. • Codral Sore Throat Lozenges - designed to provide fast relief from sore throats. These products contain an antibacterial agent that helps to kill bacteria, and an anaesthetic agent to numb sore throats.
Sudafed Range	 <p>The image shows a box of Sudafed PE sinus & pain relief. The box is white with a red and blue design. Text on the box includes 'Sudafed PE', 'sinus & pain relief', and '12 TABLETS'.</p>	<p>The Sudafed range of products are marketed for the relief sinus symptoms and sinus related problems, like allergies and colds. The Sudafed range includes the below products:</p> <ul style="list-style-type: none"> • Congestion products - for the relief of colds, flu, hayfever, sinusitis and congestion. • Pressure and pain products - designed to provide relief from congestion, sinus pressure and headaches. • Allergy products - designed to







		provide relief from nasal congestion and sinus pressure.
Procter & Gamble		Procter & Gamble (P&G) is active in the production and sale of consumer brands worldwide, including a portfolio of 50 “Leadership Brands” that are among the most well-known household names including, in the OTC space, Vicks and Pepto-Bismol. P&G is headquartered in Cincinnati, USA. Its revenues in its financial year 2017 were US\$ 65.1 billion of which the “Health Care” segment amounted \$7.513 billion. Further information about P&G can be found at http://www.pg.com/ .
Vicks Range		<p>The Vicks range of products are well-known and designed for the relief of symptoms associated with cold, flu and coughs. The range includes the below products:</p> <ul style="list-style-type: none"> • Formula 44 - a cough syrup designed to combat chesty and dry coughs. For chesty cough, the active ingredient is guaiphenesin, while the dry cough product contains dextromethorphan hydrobromide. • Sinex Nasal Spray - a fast decongestant nasal spray that gives temporary relief from nasal and sinus congestions due to colds, allergies and sinusitis for 12 hours. • Vapodrops - a range of lozenges designed to provide temporary relief from sore throat and nasal congestion. The lozenges contain the active ingredients menthol and eucalyptus.
iNova Pharmaceuticals		The iNova business markets and sells a range of market leading and trusted non-prescription pharmacy products and prescription medicine in over 20 countries across Asia, Africa, Australia and New Zealand. Its current areas of focus are: weight management, cough & cold, throat, skincare and lifestyle.
Duro-Tuss		<p>The Duro-Tuss range offers liquid, lozenge and tablet products specifically formulated to cover all types of coughs. The products include:</p> <ul style="list-style-type: none"> • Duro-Tuss for Dry Coughs

		<ul style="list-style-type: none"> • Duro-Tuss for Chesty Coughs • Duro-Tuss for In-between Coughs • Duro-Tuss for Children <p>Duro-Tuss is the leading cough brand in pharmacies.</p>
Difflam		<p>The Difflam range of products are formulated for the relief of sore throats. Difflam products are available in sprays, lozenges, mouth solutions and gargles and gels, including:</p> <ul style="list-style-type: none"> • Difflam sore throat sprays - provide fast relief by reducing inflammation in the throat. • Difflam sore throat lozenges – provide relief of a sore throat by both soothing and reducing inflammation. Difflam Lozenges with anaesthetic also numbs pain. • Difflam Plus sore throat lozenges with dry cough relief – contains an anti-inflammatory agent, a cough suppressant and antibacterial action to help kill bacteria that can cause throat infections. • Difflam-C sore throat gargle and mouth solution – contains anti-inflammatory agent and an antiseptic to help kill bacteria. • Difflam mouth gel – reduce inflammation and contains an antiseptic. <p>Difflam is the leading sore throat brand in pharmacies.</p>
Pharma Health		<p>Pharma Health is a New Zealand owned and operated company. The company focuses on providing safe, stable, effective, research-based health supplements (with safety profiles) for New Zealanders wanting quality healthcare products.</p>
Kaloba		<p>Kaloba EPs 7630 is a concentrated, pharmaceutical-grade, natural bronchial-solution formula.</p> <p>Kaloba helps support the body's natural immune response and help with the fight against seasonal bugs. It soothes the throat, nose and sinuses and is suitable for all the family (including children 1 year and</p>

		older).
NeilMed Pharmaceuticals Inc.		NeilMed® is the largest manufacturer and supplier of LVLP (Large Volume Low Pressure) saline nasal irrigation systems in the world. The NeilMed brand of products help alleviate common nasal and sinus symptoms in a simple, safe, effective and affordable way. The company supplies millions of products to end users through various trade channels.
NeilMed		<p>NeilMed SINUS RINSE is an easy squeeze bottle system that allows the saline solution to be delivered with positive pressure to clean the nasal passages thoroughly, while maintaining the head in an upright position.</p> <p>It is used for:</p> <ul style="list-style-type: none"> • Nasal Allergies, Dryness & Hayfever • Sinus Pressure & Nasal Stuffiness • Nasal Symptoms from Flu & Cold • Nasal Irritation from Occupational & House Dust, Fumes, Animal Dander, Grass, Pollen, Smoke, etc. • Post Nasal Drip & Nasal Congestion
Care Pharmaceuticals		<p>Care Pharmaceuticals is a leading and innovative Consumer Healthcare company with brands that are endorsed by healthcare professionals, and loved and trusted by consumers across their life stages.</p> <p>Its focused and dedicated team have created a strong foundation for building brands, expanding our product portfolio and driving innovation.</p>
Fess		<p>Fess offers a wide range of natural nasal sprays to relieve nasal congestion. The range includes the following products:</p> <ul style="list-style-type: none"> • FESS Original Nasal Spray • MEDIFESS Allergy & Hayfever • FESS Sensitive Noses • FESS Frequent Flyer Nasal Spray • FESS Eucalyptus Nasal Spray

		<ul style="list-style-type: none">• FESS Children's
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Annex 8 – Key systemic pain management competitors

Reckitt Benckiser		As above
Nurofen		<p>Nurofen is Reckitt Benckiser's leading systemic pain relief product in New Zealand, and is one of the leading products in this category. The Nurofen range of products contain the active ingredient ibuprofen, and the Nuromol variant also contains paracetamol.</p>
Disprin		<p>Disprin is the leading aspirin product in New Zealand. Aspirin (also known as acetylsalicylic acid) is a NSAID used to treat pain, fever, or inflammation.</p>
Multichem		<p>Multichem is a privately owned Pharmaceutical company that was established in 1966.</p> <p>Multichem supplies customers directly from its two warehouse facilities in Auckland distributing its products throughout New Zealand and the Pacific Islands.</p>
Ethics		<p>Ethics offers is a generic brand of Ibuprofen and paracetamol tablets. The Ibuprofen comes in both gel capsules and tablets. The Paracetamol comes in caplets and tablets, as well as a Paracetamol liquid for children 6-12 years.</p>
Aspen		<p>The Aspen New Zealand operation is part of Aspen Australia and commenced in New Zealand in 2003.</p> <p>Over the last 10 years Aspen in New Zealand has partnered with Healthcare Logistics to become an established presence in New Zealand and continues to grow each year.</p>
Pamol		<p>Pamol is a paracetamol product for relief from pain and fever for children and babies. It is available in drops and different flavour liquid formulas.</p>

AFT		AFT Pharmaceuticals develop, license, and sell pharmaceutical products in Australasia and around the world. AFT has over 130 products available in Australasia.
Maxigesic		<p>MAXIGESIC is a unique patented combination of Paracetamol and Ibuprofen formulated to provide fast and effective double-action relief from a wide range of pain, reduce fever and inflammation.</p> <p>The newer product, Maxigesic PE, provides the same pain relief of the original Maxigesic with an added nasal decongestant for Cold, Flu & Sinus relief.</p>
Signature Range		Signature Range is one of Countdown's in-house brands. It provides generic pharmaceutical products.
Signature Range Paracetamol and Ibuprofen		<p>Signature Range Paracetamol comes in 500mg capsule shaped tablets 20pk and 500mg tablets 20pk.</p> <p>Signature Range Ibuprofen comes in 200mg tablets 20pk.</p>
Pams		Pams is one of Foodstuffs in-house brands. It provides generic pharmaceutical products.
Pams Paracetamol and Ibuprofen		Pams supplies generic Paracetamol and Ibuprofen tablets.

Annex 9 – Trade or Industry Association Contact Details

New Zealand Self Medication Industry Association Inc

New Zealand Self Medication Industry is the premier body representing companies involved in the manufacture and distribution of non-prescription consumer healthcare products in New Zealand. The association also represents related businesses including advertising, public relations, legal, statistical and regulatory consultancy companies and individuals. Their membership levels cover large global pharmaceutical suppliers, local manufacturers and distributors and the major players in the vitamins, minerals and supplements markets.

<https://www.nzsmi.org.nz/about-us-join-nzsmi/>

The New Zealand Food & Grocery Council

The New Zealand Food & Grocery Council (FGC) is an industry association which represents the manufacturers and suppliers behind New Zealand's food, beverage, and grocery brands. FGC promotes the role the industry plays in the health and nutrition of New Zealanders in making better diet and lifestyle choices. It advocates on issues of concern and interest to the industry, and acts as a forum to discuss and pursue those issues. FGC makes representations to the Government, the retailers and other relevant organisations on matters that affect the industry. They liaise with government departments on food legislation, trade practices, and environmental issues, working where needed with a range of stakeholders, including from the fast-moving consumer goods industry and NGOs.

<https://www.fgc.org.nz/about-us/>

Annex 10: Products included in Proposed Transaction where no overlap arises

Products included in the Proposed Transaction where no overlap arises				
ATC Code	GSK	Description	Pfizer	Description
	Sensodyne	Sensodyne is a range of fluoride toothpastes. The range includes Whitening, Fast Relief, Enamel Protection, Multi Action, Extra Fresh Breath and Tooth Repair toothpastes. Further information can be found about Sensodyne at https://www.sensodyne.co.nz/products.html	N/A	N/A
	AquaFresh	Aquafresh is an oral health brand, with a range that includes toothpaste, toothbrushes, mouthwash for adults and children. More information about the Aquafresh range can be found at https://www.aquafresh.co.uk/everyday-care.html	N/A	N/A
M2A	Voltaren Emugel	Voltaren Emugel is a NSAID that contains the active ingredient diclofenac. Systemic Voltaren is primarily indicated to relieve symptoms of pain, such as muscle, back and joint pain, etc. in adults (and children over 14). Further information about the Voltaren range of products in New Zealand can be found at: https://www.voltaren.co.nz/ .	N/A	N/A
R1A	Flixonase	Flixonase is a once daily nasal spray used to prevent and treat seasonal allergic rhinitis (e.g. hayfever) and perennial rhinitis. Flixonase's active ingredient is a corticosteroid (fluticasone propionate), which treats inflammation by producing an anti-inflammatory effect, constricting blood vessels in the nose and targeting key allergic substances that cause allergy symptoms. Further information about Flixonase can be found at:	N/A	N/A

		https://www.flixonase.co.nz/ .		
D1A	Lamisil Topical	Lamisil Topical is a Terbinafine Hydrochloride 1% Antifungal cream designed to treat athlete's foot and jock itch. It contains Terbinafine, an allylamine medicine that is effective against dermatophytes. Further information about Lamisil can be found on https://www.lamisilat.com/	N/A	N/A
A12A	Calsource	CalSource is a calcium dietary supplement formulated to help strengthen bones and may assist in the prevention and treatment of osteoporosis. CalSource is used for acid indigestion, heartburn, Sour stomach, Upset stomach, calcium supplementation, low blood calcium levels, rickets, osteodystrophy, chronic hypocalcemia and other conditions. CalSource Ca1200+D Effervescent Tablet contains Calcium Carbonate, Calcium Lactate-Gluconate and Colecalciferol as active ingredients. Further information about CalSource can be found on https://www.tabletwise.com/newzealand/calsource-ca1200d-effervescent	N/A	N/A
A6A	Benefiber	Benefiber is a 100% natural, clear and taste-free fibre supplement that dissolves completely in most beverages and soft foods. It is designed to make the consumer fuller for longer, and nourishes the good bacteria that exist naturally in the gut. Further information about Benefiber can be found at https://www.benefiber.com/fiber-supplement-products/	N/A	N/A
V7A	Breathe Right	Breathe Right are nasal strips that open the nose to improve airflow and assist with sleep. Breathe Right has no material overlap with any Pfizer product sold in New Zealand and therefore is not	N/A	N/A




		considered in further detail in this application. More information about Breathe Right can be found at https://us.gsk.com/en-us/products/consumer-healthcare-products/wellness/breathe-right/		
A4A	Transderm Scop	Transderm Scop (scopolamine) is a prescription medicine patch that helps prevent nausea and vomiting associated with motion sickness. Further information can be found about Transderm Scop at https://www.transdermscop.com/about-transderm-scop.htm	N/A	N/A
D4A	Eurax	Eurax is a cream with the active ingredient Crothamiton (10%). It is used for the relief of itching and skin irritation caused by, for example, sunburn, dry eczema, itchy dermatitis, allergic rashes, hives, nettle rash, chickenpox, insect bites and stings, heat rashes, personal itching and the treatment of scabies. Further information about Eurax can be found at https://www.medicines.org.uk/emc/product/2255/smpc	N/A	N/A
R6A	Zyrtec	Zyrtec is an antihistamine tablet for the treatment of seasonal rhinitis and conjunctivitis, perennial allergic rhinitis, pruritus, urticaria of allergic origin and insect bites. Further information about Zyrtec can be found at https://sg.gsk.com/media/574558/zyrtec.pdf	N/A	N/A
D6D	Zovirax	Zovirax is an antiviral treatment for cold sores. It features aciclovir as its active ingredient. Further information about Zovirax can be found at https://www.gsk.com/en-gb/products/our-consumer-healthcare-products/skin-health/zovirax/	N/A	N/A



N7B	Habitrol	Habitrol is a nicotine patch, lozenge or gum product used to aid smoking cessation by alleviating smoking cravings and decreasing nicotine withdrawal symptoms.	N/A	N/A
A2A	ENO Concept	ENO is an antacid effervescent powder that contains sodium bicarbonate and citric acid. ENO is used to provide instant relief from acidity, gastric discomfort and heartburn. Further information about the Eno range can be found at https://www.gsk.com/en-gb/products/our-consumer-healthcare-products/nutrition-and-digestive-health/eno/	De-Gas	De-Gas is formulated to help relieve stomach, wind, gas and bloating. Its active ingredient is an antifatulent (simethicone). Further information about De-Gas can be found at https://www.life-pharmacy.co.nz/home/show-by-brand/de-gas/de-gas-capsules-24s
D2A	Driclor	Driclor is an antiperspirant with the principal active ingredient aluminium chlorid. It is designed to prevent sweating, and over time reduce the amount of sweat produced by the glands. It can be applied to the hands, feet, armpits and other areas where there is not sensitive or broken skin. It is recommended to be used in conjunction with a deodorant, as Driclor does not deodorise. Further information about Driclor can be found at http://www.driclor.com.au/how-it-works.html	Chapstick	Chapstick is a range of lip care products designed to moisturise the lips and prevent dryness. The range includes products that moisturise, tint and add vitamins to the lips. Further information about Chapstick can be found at https://www.chapstick.co.nz
	Physiogel	Physiogel is a body and facial skincare range for the daily care of the most sensitive skin. Further information about Physiogel can be found at https://www.gsk.com/en-gb/products/our-consumer-healthcare-products/skin-health/physiogel/	Macro Natural Vitamin E Cream	Macro Natural Vitamin E Cream is formulated with Natural Vitamin E, Vitamin A and Avocado Oil to help prevent and reduce the signs of ageing - restoring moisture and hydration to the skin on the face, hands and body.
D11A	Duofilm	Duofilm is a topical solution used for the treatment of warts, corns and calluses. It contains two medicines called salicylic acid and lactic acid. It works by softening the skin of a wart, causing it to peel off. Further information about Duofilm can be	Imedeen	Imedeen is a range of skincare supplements in tablet form. They are designed to combat ageing of the skin, hair and nails. Further information about Imedeen supplements can be found at

		found at https://www.drugs.com/uk/duofilm-leaflet.html .		https://www.imedeen.co.uk/content/all-products
A11A	N/A	N/A	Centrum Adult, Centrum Multi + Omega-3 Women 50+, Centrum Multi + Omega-3 Men 50+, Centrum Silver Men, Centrum Silver Women, Centrum Silver Adults, Centrum Men, Centrum Women, Centrum Adults, Centrum Kids, Centrum MultiGummies, Centrum Specialist Energy, Centrum Specialist Heart, Centrum VitaMints	Centrum is a range of multivitamin supplement tablets. They have key micronutrients to feed bodily cells and help support energy, immunity, and metabolism. Further information about Centrum tablets can be found at https://www.centrum.co.nz
S1M	N/A	N/A	Centrum Eye Specialist	Centrum Silver Vision contains key vitamins and nutrients to support eye health, including glare reduction, retinal function, healthy vision, and also heart and whole body health. More information about Centrum Silver Vision can be found at https://www.instacart.com/cvs/products/2695884-centrum-silver-plus-vision-multivitamin-multimineral-supplement-60-ct
S2D	N/A	N/A	Auralgan	Auralgan Ear Drops provide effective relief of ear pain associate with Otitis Media, an infection or inflammation of the





				middle ear. Further information about Auralgan can be found at https://www.life pharmacy.co.nz/home/shop-by-brand/auralgan/auralgan-ear-drops-15ml
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Annex 11 – Further information on the Parties' cold and flu and systemic pain management SKUs



SKU	Pharmacy or Grocery?	Active ingredients	Active ingredient patented?	Other patent (i.e. for combination of ingredients)
GSK				
Otrivin (medicated) 	Pharmacy only	Xylometazoline hydrochloride	No	No
Otrivin (saline) 	Pharmacy & Grocery	Sodium Chloride (sea salt)	No	No
		Pro-Vitamin B5	No	
Panadol Cold & Flu MAX + Decongestant 	Pharmacy & Grocery	Paracetamol	No	No
		Phenylephrine Hydrochloride	No	
Coldrex PE Cold & Flu Day & Night	Pharmacy only	Paracetamol	No	No
		Phenylephrine Hydrochloride	No	

SKU	Pharmacy or Grocery?	Active ingredients	Active ingredient patented?	Other patent (i.e. for combination of ingredients)
		Dextromethorphan Hydrobromide ³⁷	No	
		Chlorpheniramine Maleate (Night caplet only)	No	
Coldrex PE Cough, Cold & Flu 	Pharmacy & Grocery	Paracetamol	No	No
		Phenylephrine Hydrochloride	No	
		Guaifenesin	No	




³⁷ On 21 February 2019 Medsafe re-classified dextromethorphan as a restricted medicine, meaning that (a) there will no longer be any dextromethorphan products sold in grocery and (b) dextromethorphan products sold in pharmacy will go behind the counter. The relevant gazette notice can be found [here](#). Accordingly, GSK's "Coldrex PE Cold & Flu Day & Night" and Pfizer's "Robitussin Dry Cough Liquid Capsules 20s" and "Dimetapp Multi Symptom Cough Cold & Flu 24's" products have ceased being available in Grocery as a result of this re-classification. All other products listed in this table with dextromethorphan as an active ingredient were already classified as pharmacy only.



SKU	Pharmacy or Grocery?	Active ingredients	Active ingredient patented?	Other patent (i.e. for combination of ingredients)
Coldrex PE Cold & Flu Plus 	Pharmacy & Grocery	Paracetamol	No	No
		Phenylephrine Hydrochloride	No	
		Caffeine	No	
Coldrex PE Congestion Clear 	Pharmacy & Grocery	Paracetamol	No	No
		Phenylephrine Hydrochloride	No	
Panadol 	Pharmacy & Grocery	Paracetamol	No	No
Panadol Extra with Optizorb 	Pharmacy & Grocery	Paracetamol	No	Yes. The Optizorb formulation is subject to a patent that expires in 2027. The Optizorb formulation provides faster absorption compared with standard paracetamol tablets
		Caffeine	No	
Panadeine	Pharmacy	Paracetamol	No	No



SKU	Pharmacy or Grocery?	Active ingredients	Active ingredient patented?	Other patent (i.e. for combination of ingredients)
		Codeine Phosphate	No	
Panafen Plus 	Pharmacy	Ibuprofen	No	No
		Codeine Phosphate	No	
Voltaren Rapid 	Pharmacy	Diclofenac	No	No
Pfizer				
Dimetapp Multi Symptom Cold & Flu 24s 	Pharmacy & Grocery	Paracetamol	No	No
		Phenylephrine hydrochloride	No	
Dimetapp Cough Cold & Flu Decongestant Day & Night 24s/48s	Pharmacy	Paracetamol	No	No
		Dextromethorphan	No	

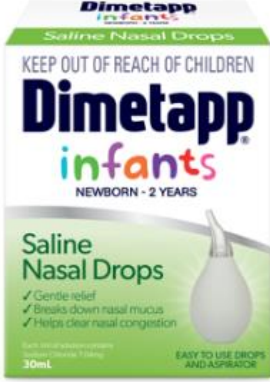

SKU	Pharmacy or Grocery?	Active ingredients	Active ingredient patented?	Other patent (i.e. for combination of ingredients)
		Hydrobromide		
		Phenylephrine Hydrochloride	No	
		Chlorpheniramine Maleate	No	
Dimetapp Cough Cold & Flu Daytime/Nighttime 24s/48s 	Pharmacy	Paracetamol	No	No
		Dextromethorphan Hydrobromide	No	
		Doxylamine Succinate	No	
Dimetapp Multi Symptom Cough Cold & Flu 24s 	Pharmacy ³⁸	Paracetamol	No	No
		Dextromethorphan Hydrobromide	No	
		Phenylephrine Hydrochloride	No	




³⁸ See footnote 37.



SKU	Pharmacy or Grocery?	Active ingredients	Active ingredient patented?	Other patent (i.e. for combination of ingredients)
				
<p>Dimetapp Cough Cold & Flu Night Relief 24s</p> 	Pharmacy	<p>Paracetamol</p> <p>Phenylephrine Hydrochloride</p> <p>Dextromethorphan Hydrobromide</p> <p>Chlorpheniramine Maleate</p>	<p>No</p> <p>No</p> <p>No</p> <p>No</p>	No
<p>Dimetapp Nasal Decongestant 20s</p> 	Grocery	Phenylephrine Hydrochloride	No	No
<p>Dimetapp Nasal Decongestant 30s</p>	Pharmacy	Phenylephrine Hydrochloride	No	No

SKU	Pharmacy or Grocery?	Active ingredients	Active ingredient patented?	Other patent (i.e. for combination of ingredients)
 <p>KEEP OUT OF REACH OF CHILDREN</p> <p>Dimetapp Nasal Decongestant</p> <p>LIQUID FAST RELIEF:</p> <ul style="list-style-type: none"> • Sinus congestion • Blocked nose • Sinus pain due to congestion <p>Non-drowsy With Steroid Pseudoephedrine Hydrochloride 5mg</p> <p>30 Liquid Capsules</p>				
<p>Dimetapp 12 Hour Nasal Spray 20mL</p>  <p>PHARMACY MEDICINE KEEP OUT OF REACH OF CHILDREN</p> <p>Dimetapp</p> <p>12 HOUR NASAL SPRAY</p> <ul style="list-style-type: none"> ✓ Fast Acting ✓ Long Lasting - up to 12 hours ✓ Relieves Nasal Congestion due to Colds, Sinusitis and Hayfever ✓ Metered Pump ✓ Suitable for Adults & Children 6 years+ <p>20mL</p>	Pharmacy [REDACTED]	Oxymetazoline Hydrochloride	No	No
Dimetapp Cold & Allergy (standard/colour free) (kids' range)	Pharmacy	Brompheniramine Maleate Phenylephrine Hydrochloride	No No	No

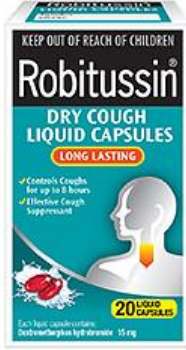
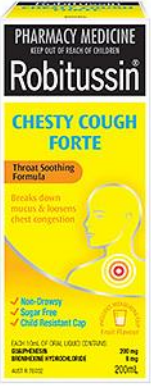
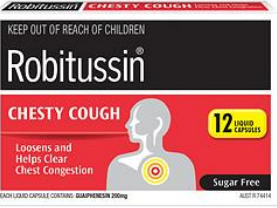
SKU	Pharmacy or Grocery?	Active ingredients	Active ingredient patented?	Other patent (i.e. for combination of ingredients)
				
<p>Dimetapp Cough & Cold (standard/ colour free) (kids' range)</p> 	Pharmacy	Brompheniramine Maleate Phenylephrine Hydrochloride Dextromethorphan Hydrobromide	No No No	No
Dimetapp Infants Saline Nasal Drops	Pharmacy & Grocery	Sodium Chloride	No	No

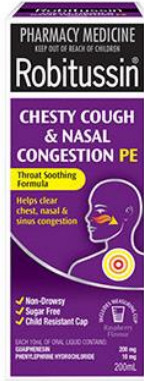
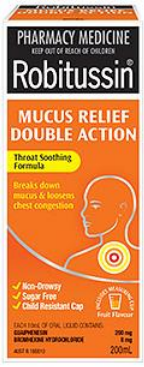
SKU	Pharmacy or Grocery?	Active ingredients	Active ingredient patented?	Other patent (i.e. for combination of ingredients)
 <p>Dimetapp infants Saline Nasal Drops</p> <p>KEEP OUT OF REACH OF CHILDREN</p> <p>Dimetapp infants</p> <p>NEWBORN - 2 YEARS</p> <p>Saline Nasal Drops</p> <ul style="list-style-type: none"> ✓ Gentle relief ✓ Breaks down nasal mucus ✓ Helps clear nasal congestion <p>30mL</p> <p>EASY TO USE DROPS AND ASPIRATOR</p>				
<p>Dimetapp Kids Saline Nasal Spray</p>  <p>Dimetapp kids Saline Nasal Spray</p> <p>3-5 YEARS</p> <ul style="list-style-type: none"> ✓ Gentle relief ✓ Breaks down nasal mucus ✓ Helps clear nasal congestion <p>SOFT SPRAY</p> <p>30mL</p>	Pharmacy & Grocery	Sodium Chloride	No	No
Advil Liquid Capsules 10s/20s	Pharmacy & Grocery	Ibuprofen	No	No



SKU	Pharmacy or Grocery?	Active ingredients	Active ingredient patented?	Other patent (i.e. for combination of ingredients)
				
Advil Liquid Capsules 40s/90s 	Pharmacy	Ibuprofen	No	No
Advil Tablets 24s 	Pharmacy & Grocery	Ibuprofen	No	No
Advil Tablets 48s, 96s	Pharmacy	Ibuprofen	No	No

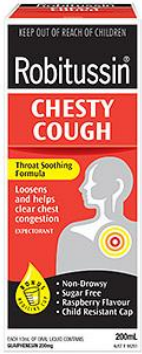

SKU	Pharmacy or Grocery?	Active ingredients	Active ingredient patented?	Other patent (i.e. for combination of ingredients)
				
<p>Robitussin Dry Cough Forte 100mL/200mL</p> 	Pharmacy	Dextromethorphan hydrobromide monohydrate	No	No
<p>Robitussin Dry Cough Liquid Capsules 20s</p>	Pharmacy ³⁹	Dextromethorphan hydrobromide monohydrate	No	No

³⁹ See footnote 37.

SKU	Pharmacy or Grocery?	Active ingredients	Active ingredient patented?	Other patent (i.e. for combination of ingredients)
 <p>KEEP OUT OF REACH OF CHILDREN Robitussin DRY COUGH LIQUID CAPSULES LONG LASTING Controls Coughs for up to 8 hours Effective Cough Suppression 20 LIQUID CAPSULES Each liquid capsule contains Dextromethorphan hydrobromide 15 mg</p>				
<p>Robitussin Chesty Cough Forte 100mL/200mL</p>  <p>PHARMACY MEDICINE KEEP OUT OF REACH OF CHILDREN Robitussin CHESTY COUGH FORTE Throat Soothing Formula Soothes down irritants & loosens chest congestion Non-Drowsy Sugar Free Child Resistant Cap Each 100 mL (3.38 FL OZ) LIQUID CONTAINS GUAIPHENESIN 200 mg BROMHEXINE HYDROCHLORIDE 8 mg 400 & 200 mL 200 mL</p>	Pharmacy	Guaiphenesin Bromhexine Hydrochloride	No No	No
<p>Robitussin Chesty Cough Liquid Capsules 20s</p>  <p>KEEP OUT OF REACH OF CHILDREN Robitussin CHESTY COUGH Loosens and Helps Clear Chest Congestion 12 LIQUID CAPSULES Sugar Free Each liquid capsule contains GUAIPHENESIN 20 mg</p>	Pharmacy & Grocery	Guaiphenesin	No	No

SKU	Pharmacy or Grocery?	Active ingredients	Active ingredient patented?	Other patent (i.e. for combination of ingredients)
Robitussin Chesty Cough & Nasal Congestion PE 200mL 	Pharmacy & Grocery	Guaiphenesin Phenylephrine Hydrochloride	No No	No
Robitussin Mucus Relief Double Action 100mL/200mL 	Pharmacy	Guaiphenesin Bromhexine Hydrochloride	No No	No
Robitussin Cough & Chest Congestion 200mL	Pharmacy	Dextromethorphan hydrobromide monohydrate Guaiphenesin	No No	No

SKU	Pharmacy or Grocery?	Active ingredients	Active ingredient patented?	Other patent (i.e. for combination of ingredients)
				
<p>Robitussin Bronchial Syrup + Immune Support 200mL</p> 	Pharmacy & Grocery	<p>Hedera Helix Dry Leaf Extract 63.38mg</p> <p>Lactoferrin – Bovine</p>	<p>No</p> <p>No</p>	No
Robitussin Chesty Cough 200mL	Pharmacy	Guaiphenesin	No	No

SKU	Pharmacy or Grocery?	Active ingredients	Active ingredient patented?	Other patent (i.e. for combination of ingredients)
 <p>KEEP OUT OF REACH OF CHILDREN Robitussin CHESTY COUGH Throat Soothing Formula Loosens and helps clear chest congestion • Non-Drowsy • Sugar Free • Raspberry Flavour • Child Resistant Cap 200mL</p>				
 <p>KEEP OUT OF REACH OF CHILDREN Robitussin COLD & CHESTY COUGH Throat Soothing Formula Helps clear chest, nasal & sinus congestion • Non-Drowsy • Sugar Free • Child Resistant Cap • Raspberry Flavour 200mL</p>	Pharmacy	Phenylephrine Hydrochloride	No	No
		Guaiphenesin	No	