

CONTENTS

APPENDIX A: Summary of the Parties’ submissions	4
Introduction.....	4
Jurisdiction	4
Counterfactual	4
Background and nature of competition	5
Switching.....	5
Buyer power	7
Market definition	7
Product market.....	8
Geographic market.....	9
Competitive assessment	10
Implications of CWT’s financial position for its competitive strength	10
Closeness of competition between the Parties and their rivals	10
Barriers to entry	15
Other	16
APPENDIX B: Shares of supply.....	17
Introduction.....	17
Parties’ submission on shares of supply	17
GBT’s ordinary course of business analysis	17
Parties’ top-down estimate of the business travel market	18
IATA shares submitted by GBT	18
Our assessment	19
Our reconstructed shares.....	19
Our assessment of the Parties’ estimates	20
Our assessment of third party shares	21
Our UK shares of supply calculation	22
APPENDIX C: Analysis of wins, losses, and bidding	23
Introduction.....	23
Parties’ submissions.....	23
Our approach to bidding analysis	25
Summary of our views of Compass Lexecon’s bidding analysis	25
Our approach to the bidding analysis.....	26
GBT bidding analysis	27
CWT bidding analysis	30
Analysis of competitor bidding data.....	32
Analysis of TMC’s customer list.....	34
APPENDIX D: Internal documents.....	38

Introduction.....	38
Approach to internal documents.....	38
Parties' submission on internal documents	39
Internal documents relating to nature of competition/multi-sourcing.....	39
Multi-sourcing.....	39
Internal documents relating to market definition	40
GBT's internal documents on market definition.....	40
CWT's internal documents on market definition	41
Competitive assessment	41
Shares of supply	41
Closeness of competition between the Parties and their rivals	42
Closeness of competition between the Parties.....	43
Closeness of competition between the Parties and their rivals (traditional TMCs).....	44
Internal documents relating to the implications of CWT's financial position for its competitive strength	45
Tech-led entrants' prospects	46
GBT internal documents discussing tech-led entrants' prospects	46
CWT internal documents discussing tech-led entrants' prospects	47
APPENDIX E: Third party evidence – customers	48
Introduction.....	48
Customer requirements.....	48
Characteristics of requirements.....	49
Suitability of unmanaged travel	49
Using multiple TMCs	50
TMC alternatives considered.....	53
Aggregated results	53
Evidence about individual TMCs	62
Switching between TMCs	75
Technological change	76
Views on the Merger	77
Appendix E Annex 1: Third party respondents to the CMA's customer questionnaire	80
APPENDIX F: Third party evidence – competitors.....	81
Introduction.....	81
Approach to evidence gathering.....	81
Customer requirements.....	81
Differentiation in customer needs.....	82
Unmanaged travel as a constraint.....	83
Appointing a single vs several TMCs	84
Competitor evidence on TMCs	85
Competition between GBT and CWT	86
BCD	87
FCM	87

CTM	88
Navan.....	89
Spotnana.....	90
Other competitors.....	91
Entry and expansion plans	92
Barriers to entry and expansion	93
Switching barriers.....	95
Technological change	97
Competitors' views on Merger.....	99
Third party's view	100
APPENDIX G: CWT's financial position.....	101
Introduction.....	101
Parties' submissions.....	101
Our provisional views on CWT's financial position	102
Historic financial performance	102
CWT's capital raising and ability to meet its liquidity obligation.....	103
Glossary.....	105

APPENDIX A: Summary of the Parties' submissions

Introduction

- A.1 This appendix sets out a summary of the Parties' submissions to date, including: (i) the Final Merger Notice (**FMN**); (ii) the Parties' response to the Phase 1 Decision;¹ (iii) the Parties' submissions at the Initial Substantive Meeting; and (iv) additional written submissions made by the Parties.
- A.2 The Parties use the term 'GMN' in their submissions to refer to 'global multinationals'. As noted in the market definition chapter (see paragraph 5.11), there does not appear to be a universally accepted definition of 'GMN'. Consequently, the Parties' use and definition of the term 'GMN' does not necessarily directly correlate with the CMA's definition of the term, as set out in market definition chapter (see paragraph 5.15).

Jurisdiction

- A.3 At phase 1, the Parties submitted that they had a combined UK share of supply of BTA services (excluding self-managed travel) to all customers of [30-40%] (with an increment of [5-10%] arising from the Merger) on the basis of total travel spend (**TTV**) in 2023, and that the share of supply test was met on that basis.²
- A.4 At phase 2, the Parties have presented further UK shares of supply that they claim shows a combined share of supply of BTA services to all customers of only [20-30%]. The Parties' state that by applying a bottom-up approach to the TTV values stated within BTN's Top 50 TMCs in the UK, the combined UK share of supply for the Parties was only [15-25%] and [15-25%] in 2022 and 2023 respectively ie below the 25% jurisdictional threshold.³

Counterfactual

- A.5 The Parties have not submitted any alternative counterfactual to the prevailing competitive conditions.⁴
- A.6 However, the Parties have submitted that, as a result of its [§]. The Parties submitted that this should be taken into account when interpreting the evidence and considering the constraint that CWT would impose on GBT in the future.⁵

¹ [Parties' response to the Phase 1 Decision](#), 23 August 2024.

² Final Merger Notice (**FMN**), 3 June 2024, paragraph 5.1, and Tables 9 and 11.

³ GBT submission to the CMA, 4 October 2024, slide 3.

⁴ FMN, 3 June 2024, paragraph 11.1.

⁵ CWT submission to the CMA, 4 October, paragraph 1.3.

Background and nature of competition

- A.7 The Parties submitted that the business travel market is a large and fragmented market.⁶
- (a) Companies around the world spend approximately \$1 trillion a year on travel.
 - (b) Approximately 60% of travel spend is unmanaged and made directly with suppliers such as airlines, hotel companies, car rental companies and rail operators. These suppliers are the largest competitive set that the Parties compete with, and this is an area that was not adequately reflected in the Phase 1 Decision.
 - (c) In the managed market the Parties compete with thousands of travel management companies [X].
 - (d) The Phase 1 Decision focussed in on the global multinational segment, a small subset of the market, that represents [10-20%] of the overall business travel spend.

Switching

A.8 The Parties have made the following submissions with respect to switching.

A.9 First, barriers to switching are low:

- (a) GMN and SMEs with global and complex needs are sophisticated customers that are willing and able to switch TMC to achieve the most advantageous offering.⁷
- (b) Switching costs are low because: (i) customers incur the [X]; (ii) the transfer and deployment costs are mainly covered by [X]; (iii) switching only takes on average [X] from signing (if the switch is to a new TMC); (v) [X] often do not prevent switching.⁸
- (c) Customers often use multiple TMCs, [X] – if a company already uses a TMC in some countries/regions, it is [X].⁹
- (d) Customers do not need to use a single TMC to obtain a unified duty of care offering.¹⁰ The feedback provided by some customers to the CMA is not

⁶ Parties' Initial Substantive Meeting slides, 3 September 2024, slide 7; and Transcript of the Initial Substantive Meeting, 3 September 2024, pages 7-8.

⁷ [Parties' response to the Phase 1 Decision](#), 23 August 2024, pages 21-22.

⁸ Parties' submission to the CMA, 4 October 2024, paragraphs 1.2-1.3.

⁹ Parties' submission to the CMA, 4 October 2024, paragraph 1.4.

¹⁰ Parties' submission to the CMA, 4 October 2024, paragraph 1.6.

representative of all customers and misinformed.¹¹ Customers can either choose from variety of independent duty of care providers (such as Crisis 24, International SOS, United Healthcare and Global Guardian)¹² [REDACTED].¹³ Many third-party providers have more advanced duty-of-care capabilities (such as medical or air evacuation) which TMCs may not provide.¹⁴

- (e) Customers switch between single- and multi-sourcing: customers multi-source for a variety of reasons, and the feedback given by some customers to the CMA that they wish to move to single sourcing is not representative of all customers.¹⁵ Multi-sourcing is a credible alternative to using a single global TMC and many GMNs have chosen to stop using a single TMC globally in favour of multi-sourcing (eg [REDACTED] and [REDACTED]).¹⁶
- (f) Customers' use of third-party OBTs [REDACTED]: where customers choose to switch TMCs but retain their existing OBT, the new TMC can [REDACTED] the OBT's solution.¹⁷

A.10 Second, GMN customers can, and do, switch TMCs:

- (a) Both GBT and CWT [REDACTED] to numerous competitors, including BCD, FCM, CTM, Navan, Spotnana, Kayak for Business/Blocksky/Gant Travel, and Direct Travel. Large, global customers (whatever their requirements) will change their TMC if dissatisfied with their incumbent TMC, or if they can get better value elsewhere.¹⁸
- (b) Evidence from the [REDACTED] survey shows that customers are willing to, can, and do switch TMCs: specifically, the survey shows that (i) [REDACTED]% of customers spending \$25 million on business travel per year anticipated switching in the next three years, and (ii) around [REDACTED] of companies surveyed with TTV spend above \$25 million TTV per year found it 'easy' or 'extremely easy' to switch TMC'.¹⁹

A.11 Third, TMCs fight to retain GMN customers:

- (a) The reason that some customers stay with their current TMC for extended periods has nothing to do with switching costs. Instead, customers stay with one TMC because (i) they are happy with the level of service and value

¹¹ Parties' submission to the CMA, 4 October 2024, paragraph 5.3.

¹² Parties' submission to the CMA, 4 October 2024, paragraph 1.3; and Parties' submission to the CMA, 4 October 2024, page 20.

¹³ Parties' submission to the CMA, 4 October 2024, paragraph 1.4.

¹⁴ Parties' submission to the CMA, 4 October 2024, page 19.

¹⁵ Parties' submission to the CMA, 4 October 2024, paragraph 1.5.

¹⁶ [Parties' response to the Phase 1 Decision](#), 23 August 2024, paragraph 4.16(c).

¹⁷ Parties' submission to the CMA, 4 October 2024, paragraph 1.6.

¹⁸ Parties' submission to the CMA, 4 October 2024, paragraphs 2.1-2.2.

¹⁹ Parties' submission to the CMA, 4 October 2024, paragraph 2.6; and CWT internal document.

provided, and (ii) TMCs compete fiercely to keep existing customers, including by offering them improved terms.²⁰

- (b) The level of the Parties' retention rates and the length of their customers relationships are entirely consistent with a highly competitive market in which customers of all sizes, including large global customers, have a wide range of good alternative TMCs to choose from and face low barriers to switching to a new provider.²¹

A.12 Fourth, [REDACTED]: GBT will have to compete [REDACTED] to retain [REDACTED] CWT's customers by providing high-quality services, and [REDACTED]. [REDACTED].²²

Buyer power

A.13 The Parties have made the following submissions with respect to buyer power.

- (a) Business travel customers are sophisticated customers and create competitive tension between TMCs through RFPs and in contract renewals to obtain the optimal solution at the lowest price. [REDACTED]. This is reflected in GMNs' [REDACTED] contract terms and [REDACTED].²³
- (b) No competition concerns can arise when [REDACTED] customers have at least five credible options (the Merged Entity, BCD, FCM, CTM and Navan) post-Merger.²⁴
- (c) [REDACTED] reflects customers' negotiating strength and choices and long-term customer relationships are evidence of customer satisfaction with high quality service, rather than a reluctance to switch.²⁵
- (d) Customers can and do sponsor entry, manage travel in-house or multi-source as an alternative to using a single global TMC.²⁶

Market definition

A.14 The Parties have made the following submissions with respect to market definition.

²⁰ Parties' submission to the CMA, 4 October 2024, paragraph 3.1.

²¹ Parties' submission to the CMA, 4 October 2024, paragraph 3.2.

²² Parties' submission to the CMA, 4 October 2024, paragraphs 4.1-4.3.

²³ [Parties' response to the Phase 1 Decision](#), 23 August 2024, paragraphs 4.3-4.4 and 4.6.

²⁴ [Parties' response to the Phase 1 Decision](#), 23 August 2024, paragraph 4.5.

²⁵ [Parties' response to the Phase 1 Decision](#), 23 August 2024, paragraphs 4.7-4.10.

²⁶ [Parties' response to the Phase 1 Decision](#), 23 August 2024, paragraphs 4.11-4.16.

Product market

- A.15 The most appropriate relevant market is the supply of business travel services.²⁷
- A.16 There is no basis to distinguish between managed and unmanaged travel, ie travel bookings and related services provided by a TMC and corporate customers choosing to self-provide bookings and related services, respectively.²⁸ Unmanaged business travel and in-house management strongly constrain TMCs.²⁹ Air and hotel service providers aggressively target travellers directly.³⁰ GBT's bidding data shows that [REDACTED].³¹ BTN's 2024 Corporate Travel 100 list³² is further evidence that larger customers are increasingly using in-house solutions.³³
- A.17 No systematic differences exist between business travel customers based on their size or industry sector. Business travel customers' needs do not necessarily correlate with their size – whether in terms of number of employees, revenue or travel spend.³⁴
- A.18 There is not a separate market for GMNs and SMEs with complex needs.³⁵ In particular:
- (a) GMN customers do not have distinct travel requirements or complex needs.³⁶ The Parties' data, internal documents and customer feedback indicate that many SMEs have complex and global requirements and the complexity and geographic scope of GMN customers' needs vary.³⁷ In particular, both GMN and SME customers want bespoke and flexible global, regional and national travel programme with similar levels of support from travel counsellors (including [REDACTED]).³⁸ Global coverage is just one of many factors when choosing a TMC and customers are increasingly using digital solutions and have reduced needs for in-person support.³⁹ Consequently TMCs supply the

²⁷ FMN, 3 June 2024, paragraph 12.5. The Parties explained that the CMA and European Commission have previously distinguished BTA services from leisure travel agency (LTA) services (FMN, 3 June 2024, paragraph 12.2. The Parties explained that since COVID-19, there has been a growth of 'bleisure' transactions (combining a business trip with a personal trip) and that [REDACTED] the employees of business customers are using LTA services to satisfy their business travel needs (FMN, 3 June 2024, paragraph 15.33.

²⁸ FMN, 3 June 2024, paragraphs 12.1 and 12.4.

²⁹ Parties' Initial Substantive Meeting slides, 3 September 2024, slide 9.

³⁰ Parties' Initial Substantive Meeting slides, 3 September 2024, slide 10.

³¹ Parties' submission to the CMA, 4 October 2024, paragraphs 3.1-3.2.

³² The BTN 2024 Corporate Travel lists identified the 100 companies with the most business air travel in the United States. The Parties maintain that this list is not representative of the structure of the business travel market nor of the alleged GMN segment.

³³ [REDACTED]. Parties' submission to the CMA, 9 October 2024, paragraph 2.1.

³⁴ FMN, 3 June 2024, paragraph 12.7.

³⁵ [Parties' response to the Phase 1 Decision](#), 23 August 2024, paragraph 2.1.

³⁶ Parties' submission to the CMA, 19 September 2024, paragraphs 3.1-3.8.

³⁷ [Parties' response to the Phase 1 Decision](#), 23 August 2024, paragraph 2.2.

³⁸ Parties' submission to the CMA, 19 September 2024, paragraphs 3.1-3.8.

³⁹ [Parties' response to the Phase 1 Decision](#), 23 August 2024, paragraph 2.4(I)-(n).

same products to both GMNs and SMEs and the service provided depends on the customers' individual preferences rather than its size.⁴⁰

- (b) GBT's GMN and SME categories reflect [REDACTED].⁴¹ In particular the categorisation reflects [REDACTED].⁴² However, despite these [REDACTED], the business travel services ultimately offered to [REDACTED] customer groups are not qualitatively different.⁴³ GBT's categorisation is also [REDACTED].⁴⁴ Other TMCs use different thresholds, for example CWT uses \$[REDACTED] and FCM categorises customers with \$50-100 million as 'global' and those above \$100 million as 'enterprise'.⁴⁵ TMCs may also be unaware of a customer's total TTV (for example where a customer splits its services across multiple providers).⁴⁶ The \$25 million annual TTV threshold used by the CMA is 'arbitrary'⁴⁷ and that there is no correlation between spend and complexity.⁴⁸
- (c) TMCs can easily supply customers of any size.⁴⁹ GBT's bidding data shows [REDACTED].^{50,51} This is also evidenced by BTN's 2024 list which shows that at least nine TMCs compete for the top 100 customers, including 'regional' TMCs and tech-led TMCs.⁵² Market share data also shows that [REDACTED].⁵³ [REDACTED].⁵⁴ This is evidenced by the number of tech-led TMCs that have expanded to serve complex global customers such as Navan, Spotnana and Blocksky/Kayak.⁵⁵ However, ease of expansion is not limited to tech-led TMCs, other mid-size/regional TMCs such as Fox World Travel and Direct Travel could also expand.⁵⁶ Observations from Clarity Travel's CEO also confirm the credibility of global TMC networks as an alternative to a single, global TMC.⁵⁷

Geographic market

A.19 The most appropriate geographic market is global, on account of TMCs' geographic coverage. TMCs have the ability to serve a business customer's

⁴⁰ Parties' submission to the CMA, 19 September 2024, paragraphs 3.5-3.7.

⁴⁰ Parties' submission to the CMA, 19 September 2024, paragraph 3.7.

⁴¹ Parties' submission to the CMA, 19 September 2024, paragraphs 2.1-2.11.

⁴² Parties' submission to the CMA, 19 September 2024, paragraph 2.4.

⁴³ Parties' submission to the CMA, 19 September 2024, paragraph 2.7.

⁴⁴ Parties' submission to the CMA, 19 September 2024, paragraph 2.8.

⁴⁵ Parties' submission to the CMA, 19 September 2024, paragraph 2.9.

⁴⁶ Parties' submission to the CMA, 19 September 2024, paragraph 2.9.

⁴⁷ Parties' Initial Substantive Meeting slides, 3 September 2024, slide 8.

⁴⁸ Transcript of the Initial Substantive Meeting, 3 September 2024, page 16, lines 13-15.

⁴⁹ [Parties' response to the Phase 1 Decision](#), 23 August 2024, paragraph 2.6.

⁵⁰ Parties' submission to the CMA, 19 September 2024, paragraph 4.1.a.

⁵¹ Parties' submission to the CMA, 4 October 2024, paragraph 2.3.

⁵² Parties' submission to the CMA, 9 October 2024, paragraph 2.1.

⁵³ Parties' submission to the CMA, 4 October 2024, paragraph 2.5.

⁵⁴ Parties' submission to the CMA, 19 September 2024, paragraph 4.1.c.

⁵⁵ Parties' submission to the CMA, 19 September 2024, paragraph 4.1.d.

⁵⁶ Parties' submission to the CMA, 19 September 2024, paragraph 4.1.e.

⁵⁷ Parties' submission to the CMA, 9 October 2024, Section 3.

employees in different countries, as well as to offer travel services in different destination countries.⁵⁸

Competitive assessment

A.20 The Parties have made the following submissions which are relevant to the CMA's competitive assessment.

Implications of CWT's financial position for its competitive strength

A.21 As summarised in Appendix G, the Parties have submitted that as a result of [REDACTED]. In particular, [REDACTED].⁵⁹

Closeness of competition between the Parties and their rivals

A.22 The Parties compete with at least six TMCs for all customers: BCD, FCM, CTM, Navan, Spotnana/Direct Travel, and Kayak for Business/Blocksky. ⁶⁰ This is supported by the Parties' internal documents. ⁶¹ Each of these TMCs currently serves large/global/high-touch customers. ⁶²

A.23 BCD, FCM, Navan and CTM represent consistent and strong competitors to the Parties. Each has significant global coverage, offers high-touch services and provides integration with OBTs. ⁶³

(a) The bidding data analysis also shows that [REDACTED]. ⁶⁴

(b) A quantitative analysis of GBT's internal documents provides further evidence that GBT consistently competes with [REDACTED] ([REDACTED] is mentioned [REDACTED] times; [REDACTED] mentioned [REDACTED] times; [REDACTED] is mentioned [REDACTED] times; [REDACTED] is mentioned [REDACTED] times; and [REDACTED] is mentioned [REDACTED] times). ⁶⁵

A.24 [REDACTED] BCD [REDACTED], FCM, CTM and Navan are [REDACTED] competitors to the Parties. This is supported by (i) the Parties' internal documents which [REDACTED] mention and comment on FCM, CTM and Navan, including their competitive strengths; (ii) global bidding analysis (which shows that FCM, CTM and Navan all actively compete for and win opportunities against the Parties) and (iii) customer case studies and feedback

⁵⁸ FMN, 3 June 2024, paragraph 12.12.

⁵⁹ CWT submission to the CMA, 4 October 2024.

⁶⁰ Parties' Initial Substantive Meeting slides, 3 September 2024, slide 14.

⁶¹ [Parties' response to the Phase 1 Decision](#), 23 August 2024, paragraph 3.2.

⁶² [Parties' response to the Phase 1 Decision](#), 23 August 2024, paragraph 3.3.

⁶³ [Parties' response to the Phase 1 Decision](#), 23 August 2024, paragraph 3.3.

⁶⁴ Parties' submission to the CMA, 4 October 2024, paragraph 8.2.

⁶⁵ Parties' submission to the CMA, 4 October 2024.

which recognise these players as strong competitors with comparable offerings to the Parties and BCD.⁶⁶

‘Other’ TMCs

- A.25 The Parties submit that the market is fragmented and intensely competitive for all customers.⁶⁷ In addition, to those competitors listed above, there are many other smaller TMCs that actively compete for and win GMN customers. These TMCs exert (both individually and collectively) a significant competitive constraint on the Parties for customers of all sizes and requirements.⁶⁸
- A.26 A quantitative analysis of GBT’s internal documents showed that GBT mentioned [X] different TMCs across the [X] documents reviewed.⁶⁹ GBT’s GMN analysis, which was carried out in [X] in the ordinary course of business, demonstrates that [X] of GMNs are served by many TMCs other than GBT and CWT. Similarly, the [X] survey commissioned by CWT in [X] showed that [X].⁷⁰
- A.27 For the avoidance of doubt, in this context, ‘other’ TMCs are those other than FCM, CTM, BCD, Navan, Spotnana, and Kayak for Business/Blocksky/Gant Travel.
- A.28 Many ‘other’ TMCs actively compete for and win GMN customers from the Parties:
- (a) The data shows that many TMCs are credible alternatives for GMNs, that they win GMN opportunities, and that together they impose a stronger competitive constraint on [X] than [X].⁷¹
 - (b) GBT’s bidding data names [X] TMCs in addition to [X] and shows that [X] ([X]% against [X]%).⁷² The fact that large, global customers chose to invite these TMCs to participate in their tenders reflects that they consider them to be capable of meeting their needs.⁷³
 - (c) Other TMCs do not just participate in GMN’s procurement processes, they also frequently win them: GBT’s bidding data shows that, [X].⁷⁴
- A.29 Large global and multi-national companies consistently praise the ability of many other TMCs to provide global, high-touch, and bespoke services.⁷⁵

⁶⁶ [Parties’ response to the Phase 1 Decision](#), 23 August 2024, paragraph 5.3.

⁶⁷ [Parties’ response to the Phase 1 Decision](#), 23 August 2024, Section 3.

⁶⁸ Parties’ submission to the CMA, 20 September 2024, page 16.

⁶⁹ Parties’ submission to the CMA, 4 October 2024.

⁷⁰ [Parties’ response to the Phase 1 Decision](#), 23 August 2024, paragraph 3.2.

⁷¹ Parties’ submission to the CMA, 20 September 2024, page 4.

⁷² Parties’ submission to the CMA, 4 October 2024, paragraph 4.1.

⁷³ Parties’ submission to the CMA, 20 September 2024, page 3.

⁷⁴ Parties’ submission to the CMA, 20 September 2024, pages 3-4.

⁷⁵ Parties’ submission to the CMA, 20 September 2024, pages 5-6.

- A.30 Many 'other' TMCs have all the capabilities to service all customers, including those with global and high-touch requirements:
- (a) Direct ATPI, TravelPerk, Blockskye/Kayak for Business/Gant Travel and Booking.com for business service GMN/large customers.⁷⁶
 - (b) Many other TMCs also currently offer global coverage, high-touch services, and bespoke solutions. Examples include Direct Travel, Clarity Travel, Internova, ADTRAV, Uniglobe Travel, Viajes El Corte Ingles, and Omega World Travel.⁷⁷
 - (c) Many TMCs are growing, and will continue to significantly constrain the Parties post-Merger. In particular, Direct Travel plans to grow 10 to 20 times over the next ten years (following its recent acquisition by Madrona).⁷⁸ Other TMCs focused on growth and global expansion include Clarity, Internova, and Fox World Travel.⁷⁹

Tech-led entrants' prospects

- A.31 The Parties submit that business travel is a dynamic market and requires a forward-looking view.⁸⁰ Tech-led TMCs (Navan, Spotnana/Direct Travel, Kayak for Business/Blockskye, and others) represent a significant competitive constraint on the Parties. These tech-led TMCs have developed, in a short space of time, all the capabilities that the Phase 1 Decision identified as necessary to serve large, global, and high-touch customers.⁸¹
- A.32 Both GMNs and SMEs are increasingly requiring digital/online solutions and this has benefitted technology-focused TMCs with strong digital solutions. These technology-focused TMCs have been expanding their local presence offerings to serve GMNs with a global focus. In response, traditional TMCs have been seeking to lower their costs of providing local presence through using (i) BPO (outsourcing) solutions for mid- and back-office support and remote call centres and/or (ii) technology such as chatbots to deal with traveller queries. These options are also available to the technology-focused competitors [X].⁸²
- A.33 Given tech-led TMC's current growth trajectory and resource, they are likely to compete even more closely with the Parties in the future. This increasing

⁷⁶ [Parties' response to the Phase 1 Decision](#), 23 August 2024, pages 13-14.

⁷⁷ Parties' submission to the CMA, 20 September 2024, pages 11-15.

⁷⁸ Parties' submission to the CMA, 20 September 2024, page 15.

⁷⁹ Parties' submission to the CMA, 20 September 2024, page 15.

⁸⁰ [Parties' response to the Phase 1 Decision](#), 23 August 2024, page 40.

⁸¹ Parties' submission to the CMA, 25 September 2024, page 3.

⁸² [Parties' response to the Phase 1 Decision](#), 23 August 2024, paragraph 6.5.

competition will more than offset the loss of CWT, particularly when combined with strong competition from BCD, FCM and CTM, and many other TMCs.⁸³

Navan

- A.34 Large, global customers [REDACTED] choose Navan [REDACTED].⁸⁴ Navan's success provides a good indicator of how other tech-led TMCs will grow over the next few years.⁸⁵ Navan accelerated its growth by acquiring Reed & Mackay in the UK, an established TMC, which gave Navan access to an established global network in 65 countries and a portfolio of UK head-quartered GMNs.⁸⁶
- A.35 GBT's bidding data shows that, [REDACTED].⁸⁷
- A.36 A quantitative analysis of the number of competitor mentions in [REDACTED] of GBT's main competitor monitoring documents showed that [REDACTED].⁸⁸
- A.37 Examples of customers that have chosen Navan over the Parties include [REDACTED], Heineken ([REDACTED]), Unilever ([REDACTED]), and [REDACTED] ([REDACTED]).⁸⁹
- A.38 Navan has the 'fastest growing business travel and spend management platform', with revenues growing by 40% per year on average and by 500% between 2021 and 2023.⁹⁰

Spotnana

- A.39 Spotnana already represents a [REDACTED] competitive constraint on the Parties for customers of all sizes, and this will only increase as Spotnana grows with support from Direct Travel.⁹¹
- A.40 GBT's bidding data shows that, for the period 2021-2023, [REDACTED].⁹²
- A.41 A quantitative analysis of the number of competitor mentions in [REDACTED] of GBT's main competitor monitoring documents showed that Spotnana [REDACTED].⁹³

⁸³ Parties' submission to the CMA, 25 September 2024, page 20.

⁸⁴ Parties' submission to the CMA, 25 September 2024, page 4.

⁸⁵ Parties' submission to the CMA, 25 September 2024, page 4.

⁸⁶ Parties' submission to the CMA, 25 September 2024, page 14.

⁸⁷ Parties' submission to the CMA, 25 September 2024, page 4.

⁸⁸ Parties' submission to the CMA, 4 October 2024.

⁸⁹ Parties' submission to the CMA, 25 September 2024, page 8.

⁹⁰ Parties' submission to the CMA, 25 September 2024, page 19.

⁹¹ Parties' submission to the CMA, 25 September 2024, page 10.

⁹² Parties' submission to the CMA, 25 September 2024, page 3.

⁹³ Parties' submission to the CMA, 4 October 2024.

- (a) Examples of customers that have chosen Spotnana include Amazon ([REDACTED], in partnership with BCD); [REDACTED] ([REDACTED]), and Walmart ([REDACTED], in partnership with Solutions Travel).⁹⁴
- (b) Many large, global customers are considering Spotnana even if they have not yet selected them. For example, when [REDACTED].⁹⁵ In addition, [REDACTED].⁹⁶
- (c) Although Spotnana is servicing some of its largest clients in partnerships with other TMCs, the use of Spotnana's technology stack is [REDACTED] of the combined solutions. [REDACTED].⁹⁷
- (d) [REDACTED] The TMC role can be [REDACTED] by another TMC, or by Spotnana directly (leveraging the support and global network of Direct Travel).⁹⁸ Since Spotnana has come under common ownership with Direct Travel, [REDACTED] as Direct Travel can provide the servicing support.⁹⁹
- (e) While it is correct that Spotnana's technology offering complements the servicing component of its TMC partners for particular customer opportunities, Spotnana nevertheless competes directly with its partners in other opportunities. By way of example, [REDACTED].¹⁰⁰ It is well-established that a third party can exert a significant competitive constraint on merging parties by complimenting and strengthening existing competitors, without having to compete directly with the merging parties by itself.¹⁰¹
- (f) [REDACTED]¹⁰²
- (g) Spotnana expects its revenue to grow 10-20 times over the next decade.¹⁰³

Kayak for Business

A.42 GBT's bidding data shows that, for the period 2021-2023, [REDACTED].¹⁰⁴

A.43 Kayak for Business is actively targeting large, global customers in partnership with Blocksky and Gant Travel. At present, large, global customers using Kayak for Business include PwC US ([REDACTED]), Diageo ([REDACTED]) and Tripadvisor.¹⁰⁵

⁹⁴ Parties' submission to the CMA, 25 September 2024, page 8.

⁹⁵ Parties' submission to the CMA, 25 September 2024, page 8.

⁹⁶ Parties' submission to the CMA, 25 September 2024, pages 9-10.

⁹⁷ Parties' submission to the CMA, 25 September 2024, pages 8.

⁹⁸ Parties' submission to the CMA, 25 September 2024, page 10.

⁹⁹ Parties' submission to the CMA, 4 October 2024, paragraph 6.3.

¹⁰⁰ Parties' submission to the CMA, 4 October 2024, page 4.

¹⁰¹ Parties' submission to the CMA, 4 October 2023, page 4, citing ME/6895/22, *Viasat/Inmarsat*, [CMA Final Report](#), 9 May 2023, paragraph 8.444.

¹⁰² Parties' submission to the CMA, 25 September 2024, page 10.

¹⁰³ Parties' submission to the CMA, 25 September 2024, page 19.

¹⁰⁴ Parties' submission to the CMA, 25 September 2024, page 11.

¹⁰⁵ Parties' submission to the CMA, 25 September 2024, page 11.

- A.44 Several other large, global customers are considering moving from traditional TMCs to Kayak for Business: these include [REDACTED], [REDACTED], and [REDACTED].¹⁰⁶
- A.45 Kayak for Business stated that it was ‘on track’ to achieve \$1 billion in corporate travel sales during its first year of business (2022), with transactions set to triple by the end of 2023.¹⁰⁷

Other tech-led TMCs

- A.46 Other tech-led TMCs are competing successfully with the Parties for customers of all sizes, and growing all the time. This group includes Trip.Biz and TravelPerk.
- A.47 TravelPerk increased its revenue by more than 70% in 2023, while gross profit increased by 90% year over year.¹⁰⁸

Barriers to entry

- A.48 The Parties submit that barriers to entry and expansion for servicing GMNs are insignificant and this is evidenced by numerous new entrants winning contracts for global customers with complex needs:
- (a) Newer, tech-led entrants Navan, Kayak/Blocksky/Gant Travel and Spotnana are already winning customers with global and complex needs.¹⁰⁹
 - (b) Global networks do not represent a barrier to entry. TMCs do not need an extensive physical presence worldwide to compete for and win customers with global needs as roughly [REDACTED].¹¹⁰ Entrants can rely on readily available third-party networks or secure global coverage through partnership without substantial investment.¹¹¹ [REDACTED].¹¹²
 - (c) Even mature TMCs, like the Parties, [REDACTED] rely on networks to expand their global presence.¹¹³
 - (d) Switching costs do not represent a barrier to entry. Customers face [REDACTED] switching costs.¹¹⁴
 - (e) Personnel hiring and costs do not represent barriers to entry. Digitalisation has significantly reduced personnel costs. TMCs often win GMN customers

¹⁰⁶ Parties’ submission to the CMA, 25 September 2024, page 11.

¹⁰⁷ Parties’ submission to the CMA, 25 September 2024, pages 19-20.

¹⁰⁸ Parties’ submission to the CMA, 25 September 2024, page 20.

¹⁰⁹ [Parties’ response to the Phase 1 Decision](#), 23 August 2024, paragraphs 3.4(iii) and 7.3.

¹¹⁰ [Parties’ response to the Phase 1 Decision](#), 23 August 2024, paragraphs 7.4 and 7.8.

¹¹¹ [Parties’ response to the Phase 1 Decision](#), 23 August 2024, paragraphs 7.4-7.5.

¹¹² [Parties’ response to the Phase 1 Decision](#), 23 August 2024, paragraph 7.7.

¹¹³ [Parties’ response to the Phase 1 Decision](#), 23 August 2024, paragraph 7.4.

¹¹⁴ [Parties’ response to the Phase 1 Decision](#), 23 August 2024, paragraph 7.10.

and [REDACTED].¹¹⁵ Further when TMCs win GMN clients there is often a transfer of the relevant support staff from the incumbent provider (sometimes under TUPE regulations), [REDACTED].¹¹⁶

- (f) Regulatory requirements are also not a barrier to entry.¹¹⁷ IATA regulations do not necessitate a physical presence in every destination and ticketing can be managed by acquiring travel credit accreditation, which allow centralised service hubs to book for multiple countries, eliminating the need for local offices.¹¹⁸ For clients demanding specific local content, TMCs may use local partners or tap into networks, and with the expanding use of NDC, the reliance on local content is decreasing.¹¹⁹

Other

- A.49 The Parties also submit that the Merger will have a positive effect on NDC as GBT is currently at the forefront of the transition to NDC.¹²⁰ They also submit that the Merger will benefit customers through creating a more efficient platform.¹²¹

¹¹⁵ [Parties' response to the Phase 1 Decision](#), 23 August 2024, paragraphs 7.17 and 7.21.

¹¹⁶ [Parties' response to the Phase 1 Decision](#), 23 August 2024, paragraphs 7.17-7.21.

¹¹⁷ [Parties' response to the Phase 1 Decision](#), 23 August 2024, paragraph 7.22.

¹¹⁸ [Parties' response to the Phase 1 Decision](#), 23 August 2024, paragraphs 7.22-7.23.

¹¹⁹ If a TMC wins a contract where the customer requires the TMC to be able to book airline tickets in a country where the TMC is not present, it can use a local TMC as an agent either through a bilateral arrangement or through using a *network*. [Parties' response to the Phase 1 Decision](#), 23 August 2024, paragraphs 7.22-7.23.

¹²⁰ [Parties' response to the Phase 1 Decision](#), 23 August 2024, section 8.

¹²¹ [Parties' response to the Phase 1 Decision](#), 23 August 2024, section 9.

APPENDIX B: Shares of supply

Introduction

B.1 In this appendix, we present the evidence on shares of supply. This sets out:

- (a) the Parties' submissions on shares of supply;
- (b) our assessment of the shares of supply, including:
 - (i) our reconstruction of the shares of supply in the market;
 - (ii) our views on the shares presented by the Parties;
 - (iii) our assessment of third party shares of supply information; and
- (c) lastly, our UK shares of supply calculation.

Parties' submission on shares of supply

B.2 In this section, we summarise the various shares of supply submissions by the Parties. These include:

- (a) GBT's ordinary course of business analysis;
- (b) the Parties' top-down estimate of the business travel market; and
- (c) shares based on IATA's information submitted by GBT.

GBT's ordinary course of business analysis

B.3 The Parties submitted an estimate of shares of supply based on a dataset created by GBT in March 2024 in the ordinary course of business. The Parties estimated the total size of the global GMN customer segment at approximately \$[redacted] billion in annual TTV and stated their analysis shows they have an approximately [10-20%] combined share of supply.¹²²

B.4 To create this dataset, GBT combined the Fortune 1000 list of large US firms with the Forbes Global 500 list to identify a pool of [redacted] potential customers.¹²³ GBT then attempted to identify which TMC currently served each of these firms using [redacted].¹²⁴

¹²² GBT submission to the CMA, 4 October 2024, slide 7.

¹²³ GBT response to the CMA's RFI 1, 12 August 2024, question 10.

¹²⁴ [redacted]. For details see GBT response to the CMA's RFI 1, 12 August 2024, question 10.

- B.5 In phase 1, GBT applied a \$30 million TTV threshold to the dataset yielding [X] companies and found that it served [X] of these customers ([20-30%] share), followed by [X] which served [X] customers ([10-20%] share), [X] which served [X] customers ([5-10%] share), [X] which served [X] customers ([0-5%]) and [X] which served [X] customers ([0-5%]). GBT then grouped together the remaining companies into either 'Other declared', with [X] customers ([10-20%] share) or 'Not Found' with [X] customers ([40-50%]).¹²⁵
- B.6 In phase 2, GBT submitted that the analysis should be carried out based on the share of total TTV supplied by the Parties rather than on the share of customers supplied by the Parties. GBT submitted that this showed that the Parties had a [10-20%] share of supply on the basis that their realised TTV from customers with TTV above \$30 million was \$[X] billion, [10-20%] of the estimated \$[X] billion GMN customer segment.¹²⁶ The Parties also submitted that GBT's ordinary course analysis was likely to be a significant underestimate of total spend by GMN customers.¹²⁷ For example, [X].¹²⁸

Parties' top-down estimate of the business travel market

- B.7 The Parties submitted an additional estimate of shares of supply using a top-down approach and calculated the Parties' combined share of managed travel services was approximately [10-20%] (GBT at [5-10%], CWT at [0-5%]). The Parties estimated the total size of the global business travel market in 2023 at \$[X] billion and then [X]. Thus, the Parties estimate the total size of the managed business travel market was \$[X] billion.¹²⁹

IATA shares submitted by GBT

- B.8 GBT submitted that it regularly receives data from IATA from which it calculates that its share of business travel flights globally is around [20-30%]. It stated that this IATA data includes business travel flights booked by a list of TMCs whom GBT considers relevant competitors globally. It stated that this estimate reflects its share in the global market for managed business travel.¹³⁰

¹²⁵ CMA, [Phase 1 Decision](#), 30 July 2024, paragraphs 102-103.

¹²⁶ Parties' Initial Substantive Meeting slides, 3 September 2024, slide 39. When GBT repeated this analysis using a \$[X] million TTV threshold, it found the Parties' combined share remained [10-20%], though the lower threshold increased the number of companies to [X] with total TTV of \$[X] billion. The Parties also adjusted their TTV from GMN customers downwards to \$[X] billion (GBT submission to the CMA, 4 October 2024, slide 7)

¹²⁷ Parties' submission to the CMA, 4 October 2024, paragraph 2.2.

¹²⁸ [Parties' response to the Phase 1 Decision, 23 August 2024](#), paragraph 3.2(a).

¹²⁹ Parties' internal document.

¹³⁰ [Parties' response to the Phase 1 Decision, 23 August 2024](#), paragraph 3.5(b).

Our assessment

B.9 In this section we present our assessment of the shares of supply. Specifically, we discuss:

- (a) our reconstruction of the shares of supply in the market;
- (b) our views on the shares presented by the Parties; and
- (c) our assessment of third party shares of supply information.

Our reconstructed shares

B.10 We received data from TMCs on their actual global TTV for all their customers with TTV above \$15 million in 2023. This data allowed us to reconstruct the market and calculate the shares of supply by TTV and by number of customers.

B.11 Table B.1 presents the shares of supply for 12 TMCs for customers with TTV equal or above \$25 million for 2023.¹³¹ The results show that:

- (a) the Parties' combined share is above 60% in either measure (ie GBT with [30-40%] share by TTV and [40-50%] share by number of customers and CWT with [20-30%] share by TTV and [20-30%] share by number of customers);
- (b) BCD is the second largest TMC (with [20-30%] share by TTV and [20-30%] share by number of customer); and
- (c) the rest of the TMCs have considerably smaller shares. For example, FCM's share is [0-5% or 5-10%] while CTM and Navan's shares are [0-5%] in either measure.

¹³¹ We have included the four TMCs that the Parties have argued compete most closely with them (BCD, FCM, CTM and Navan) and all other TMCs that were considered (or would be considered today) as alternatives to the Parties by more than five respondents to our customer questionnaire. Blocksky, who was mentioned eight times by respondents to our customer questionnaire, has not provided data. However, based on other evidence (paragraphs 6.55 to 6.59 and 6.83) we consider that it does not have a material share in the GMN customer segment.

Table B.1: Reconstructed shares of supply (12 TMCs), by TTV and number of customers, for customers with TTV equal or above \$25 million for 2023

Name of TMC	By TTV (\$[redacted] billion)	
	By TTV (\$[redacted] billion)	By number of customers ([redacted])
GBT	[30-40]	[40-50]
CWT	[20-30]	[20-30]
Parties' combined share	[60-70]	[60-70]
BCD	[20-30]	[20-30]
FCM	[0-5]	[5-10]
Navan	[0-5]	[0-5]
CTM	[0-5]	[0-5]
ATPI	[0-5]	[0-5]
Booking	[0-5]	[0-5]
Clarity	[0-5]	[0-5]
Internova	[0-5]	[0-5]
Spotnana	[0-5]	[0-5]
TravelPerk	[0-5]	[0-5]
Total	100	100

Source: CMA calculations based on GBT response to the CMA's s109 notice 1, 16 August 2024, question 2; CWT response to the CMA's s109 notice 1, 16 August 2024, question 2; third party responses to the CMA's s109 notice; and third party responses to the CMA's RFI.

B.12 The shares of supply are not sensitive to the lowering of the TTV threshold to \$15 million, with the Parties' combined TTV share decreasing only to [60-70%] and the Parties' combined share by number of customers decreasing only to [50-60%].

Our assessment of the Parties' estimates

B.13 We identify a number of issues with GBT's ordinary course analysis that limit its explanatory value:

- (a) The total TTV (\$[redacted] billion) for all customers categorised as GMN is estimated. Within this figure the Parties had an estimated TTV of \$[redacted] billion for their own customers. However, to calculate their combined share of supply, the Parties divided [redacted]. [redacted].¹³²
- (b) Almost half of all GMN customers are not assigned a TMC ([40-50%]), representing a large proportion of GMN customer TTV ([30-40%]).

B.14 When including [redacted], the Parties have a [30-40%] combined share.¹³³ This is more than double their next closest competitor, BCD ([10-20%]), and far ahead of FCM ([0-5%]) and Navan ([0-5%]) who have a very small share of supply (CTM's share was not presented by the Parties in their analysis). Additionally, [30-40%] of TTV is managed by unknown TMCs. Despite this issue, and those discussed above, GBT's findings on the relative scale of TMCs are broadly in line with other evidence on shares of supply.

¹³² In other words, the numerator and denominator are [redacted]. [redacted].

¹³³ The reason why we used estimated rather than actual TTV of the Parties' customers in both the numerator and the denominator is to retain consistency with competitor TTV which is also estimated.

B.15 We also consider that the Parties' top-down analysis does not provide a robust estimate of the business travel market as it is likely to be significantly inflated due to the inclusion of all customers regardless of their TTV. In contrast, we consider the relevant customers to have TTV above the \$25 million threshold. As such, we do not consider this set of shares to be informative of TMCs' relative strengths in relation to GMN customers and place no weight on this evidence.

Our assessment of third party shares

B.16 In this section, we discuss air travel shares based on IATA's data and shares based on Business Travel News (BTN) survey.

Air travel shares

B.17 As discussed in paragraph B.8, based on IATA data GBT estimates that its share of the business travel flights globally is around [20-30%] among a list of TMCs whom GBT considers competitors.

B.18 In addition to this, the CMA obtained information from IATA about the total number of airline passengers carried globally, and the related value of sales that is attributed to a TMC. IATA was able to provide this for the top 30 ranked TMCs in Europe according to the Business Travel News (BTN) survey of 2024. This data shows that GBT has a [30-40%] share of supply in 2023. CWT ([10-20%]), BCD ([10-20%]) and FCM ([10-20%]) all had very similar shares of supply. The shares of other TMCs are much smaller.¹³⁴

B.19 Whilst we consider that the shares from IATA present a limitation that it refers to air travel spend only, we found them to be useful cross checks for the TMCs' relative scales. In relation to the Parties' submission that IATA data received by GBT shows that GBT has a much lower share of supply, the information provided to us by the Parties was insufficient to fully assess the methodology used. For example, we could not check whether all of providers identified by GBT that this IATA dataset capture are relevant to our investigation and it is unclear whether GBT correctly allocated all of its revenues to itself.¹³⁵

Business Travel News survey

B.20 BTN is a global source of business travel and meeting information, news, data, analysis and provides a series of regular surveys estimating the size of the largest TMCs.¹³⁶ In its 2024 'Corporate Travel 100' survey BTN identified the 100 companies with the most business air travel spend in the United States and found

¹³⁴ CMA, [Phase 1 Decision](#), 30 July 2024, paragraphs 97-98.

¹³⁵ In addition, it is unclear whether GBT's estimate should include further observations (eg [X]) which would increase GBT's share to [20-30%] in 2023. GBT response to the CMA's follow-up questions, 4 October 2024.

¹³⁶ [About Us | Business Travel News](#), last accessed by the CMA on 1 November 2024.

that BCD was the TMC for 35 of the top 100 businesses, GBT for 29 and CWT for 12. FCM was the TMC for only four businesses.¹³⁷ This is largely in line with the CMA’s finding that the Parties and BCD are the largest TMCs in serving GMN customers.

B.21 In relation to the Parties’ argument that the survey is focussed on the United States because it is ranked by United States travel spend, we consider that these top 100 businesses are generally large multinational companies with significant global operations, and often active in the UK. Finally, we recognise the top 100 firms in the BTN survey do not reflect all GMN customers that are relevant to the assessment. However, we consider that the findings are still useful cross check of the relative market position of the TMCs for these top 100 customers, even if this is a sub-segment of the broader GMN customer base.

Our UK shares of supply calculation

B.22 As discussed in the shares of supply test part of the relevant merger situation chapter, at phase 2 we have calculated UK shares of supply on the basis of TTV generated in the UK in 2023 by customers whose global TTV exceeds \$25 million. Table B.2 shows the results of this calculation – which is discussed in the relevant merger situation chapter.

Table B.2: UK shares of supply

<i>Name of TMC</i>	<i>TTV (in million £)</i>	<i>Shares (%)</i>
GBT	[X]	[40-50]
CWT	[X]	[20-30]
Parties’ combined share	[X]	[60-70]
BCD	[X]	[10-20]
FCM	[X]	[5-10]
Navan	[X]	[0-5]
CTM	[X]	[5-10]
ATPI	[X]	[0-5]
Booking	[X]	[0-5]
Clarity	[X]	[0-5]
Internova	[X]	[0-5]
Spotnana	[X]	[0-5]
TravelPerk	[X]	[0-5]
Total	[X]	100

Source: GBT response to the CMA’s RFI 4, 14 October 2024, question 1; CWT response to the CMA’s RFI; third party responses to the CMA’s RFI; and third party responses to the CMA’s customer questionnaire.

¹³⁷ [BTN’s 2024 Corporate Travel 100 | Business Travel News](#), last accessed by the CMA on 1 November 2024.

APPENDIX C: Analysis of wins, losses, and bidding

Introduction

- C.1 This appendix discusses bidding analysis and recent wins and losses. It sets out:
- (a) the Parties' submission on bidding analysis;
 - (b) our approach to the bidding analysis of the Parties' data; and
 - (c) our analysis of the competitors' bidding data and the wins and losses in the Parties' and their competitors' customer lists.

Parties' submissions

- C.2 The Parties submitted an analysis of GBT's global bidding data for the period of 2021-2023.¹³⁸ An observation in the data is an opportunity (ie a tender for a customer) that records [REDACTED].¹³⁹ Compass Lexecon categorised opportunities as either losses (ie the loss of existing business); renewals (ie the retention of existing business); misses (ie the loss of potential new business); and wins (ie the gain of new business).¹⁴⁰
- C.3 Compass Lexecon presented the results of its bidding analysis for three sets of opportunities globally:
- (a) All opportunities (regardless of customer TTV or any other customer characteristic) [REDACTED].¹⁴¹
 - (b) Opportunities classified as GMN identified by reference to TTV or based on GBT's internal categorisation. [REDACTED].¹⁴² [REDACTED].¹⁴³
 - (c) Opportunities with customers with annual TTV above \$25 million globally (either in the bidding data or the Parties' customer lists in any year). [REDACTED].¹⁴⁴
- C.4 Compass Lexecon presented the following types of analyses for each of the three sets of opportunities:¹⁴⁵

¹³⁸ Compass Lexecon matched GBT's bidding data with information from CWT's global bidding data and CWT's customer list. It submitted that the matched GBT dataset are broadly in line with GBT's unmatched bidding data (GBT submission to the CMA, 3 October 2024, paragraphs 1.7, 3.1 and 4.1-4.2.

¹³⁹ GBT response to the CMA's RFI 3, 11 September 2024, question 9.

¹⁴⁰ GBT response to the CMA's RFI 3, 11 September 2024, question 9.

¹⁴¹ GBT submission to the CMA, 3 October 2024, Table 1.

¹⁴² GMN customer segments include: [REDACTED] SME customer segments include: [REDACTED] (GBT response to the CMA's RFI 3, 11 September 2024, question 9; and GBT submission to the CMA, 3 October 2024, footnote 1.

¹⁴³ GBT submission to the CMA, 3 October 2024, Table 1.

¹⁴⁴ GBT submission to the CMA, 3 October 2024, paragraph 1.9c and Table 12.

¹⁴⁵ GBT submission to the CMA, 3 October 2024, section 5.

- (a) Competitor participation analysis (ie TMCs identified as competing with GBT in opportunities in which GBT participated).
- (b) Winner identity analysis (ie the winner identity in opportunities in which GBT participated). From this analysis, Compass Lexecon excluded renewal wins.¹⁴⁶
- (c) Three subsets of the winner identity analyses:
 - (i) loss analysis (ie the winner identity when GBT lost existing businesses);
 - (ii) miss analysis (ie the winner identity when GBT lost potential new opportunities); and
 - (iii) miss (non-incumbent winner) analysis (ie the winner identity when GBT lost potential new opportunities, and the winner was not the incumbent).¹⁴⁷

C.5 Compass Lexecon presented results both in terms of the number of opportunities and TTV, but stated that in its view, the number of opportunities is a more relevant measure of the strength of competition as it better captures the intensity of the effort exerted to compete in the market.¹⁴⁸

C.6 We present the Parties' detailed results for their preferred definition of GMN customers (as described in paragraph C.3(b)) alongside our results below.¹⁴⁹ In summarising the results, Compass Lexecon stated that [REDACTED]. It also stated there are no qualitative differences in the results whether the analysis is conducted for all customers or restricted to only GMN customers (irrespective of the definition applied).¹⁵⁰

C.7 In interpreting these results, Compass Lexecon stated that the bidding analysis supports the view that the proposed transaction will not significantly lessen competition, as it removes CWT which is a [REDACTED] for GBT when GBT faces significant competition from many more than five other strong competitors.¹⁵¹ It stated that, besides CWT and BCD, GBT competes with FCM, Navan, CTM, as well as Spotnana and Kayak for Business/Blockskye and a significant group of

¹⁴⁶ [REDACTED] (GBT submission to the CMA, 3 October 2024, footnote 17).

¹⁴⁷ [REDACTED], Compass Lexecon stated that [REDACTED] (GBT submission to the CMA, 3 October 2024, paragraph 4.4).

¹⁴⁸ GBT submission to the CMA, 3 October 2024, footnote 5.

¹⁴⁹ Compass Lexecon considered its approach in C.3(b) to be more appropriate than in paragraph C.3(c). It stated that the \$25 million threshold is an arbitrary one, it is not used by either Party in the ordinary course of business, and TTV is [REDACTED] classification of customers. In addition, focusing only on bid value is not reflective of a customer's total annual TTV (GBT submission to the CMA, 3 October 2024, paragraph 6.2).

¹⁵⁰ GBT submission to the CMA, 3 October 2024, paragraphs 7.1-7.2.

¹⁵¹ GBT submission to the CMA, 3 October 2024, paragraph 7.3.

other TMCs. In addition, the in-house option is frequently considered and chosen by customers.¹⁵²

C.8 Compass Lexecon stated that the analysis showing the non-incumbent winning bidder when GBT lost a potential new opportunity (ie miss (non-incumbent winner) analysis) is the most relevant for assessing the potential price effect of the proposed transaction on GBT. This is because other opportunities may exhibit an incumbency bias in which the customer prefers to retain – all else equal – their current supplier. It said that assessing closeness of competition is best done when alternatives are similarly situated.¹⁵³

(a) It stated that the results of this subset of analysis shows that [REDACTED]. [REDACTED]. In addition [REDACTED].¹⁵⁴

C.9 Compass Lexecon did not present the results for CWT’s bidding data during the phase 2 investigation.¹⁵⁵ It stated that it focused on GBT’s bidding data because it is the only data relevant for the assessment of the likely competitive effects of the proposed transaction. This is because [REDACTED], which must be done using GBT’s bidding data. It stated that in any event, the findings of the analysis of CWT’s bidding data are no different from those resulting from GBT’s bidding data.¹⁵⁶

Our approach to bidding analysis

C.10 In this section, we present our own analysis of GBT’s and CWT’s bidding data. Specifically:

- (a) we set out our views of Compass Lexecon’s bidding analysis;
- (b) we discuss our approach to the bidding analysis;
- (c) we present the results of our analysis of GBT’s bidding data; and
- (d) we present the results of our analysis of CWT’s bidding data.

Summary of our views of Compass Lexecon’s bidding analysis

C.11 We discuss in the next section our view that Compass Lexecon’s approach to identifying the relevant opportunities for the analysis does not align with our

¹⁵² GBT submission to the CMA, 3 October 2024, paragraphs 7.1-7.2.

¹⁵³ Compass Lexecon stated that any incumbency advantage that any TMC (eg CWT) currently enjoys will become less significant over time as customers’ awareness of other TMCs increases (GBT submission to the CMA, 3 October 2024, paragraph 1.13).

¹⁵⁴ GBT submission to the CMA, 3 October 2024, paragraphs 4.13 and 7.1d.

¹⁵⁵ [REDACTED] (Parties’ response to the RFI 1, 10 May 2024, question 23).

¹⁵⁶ It stated that the analysis of CWT’s bidding data shows that CWT competes not only, or especially, with GBT but also with BCD, FCM, Navan, CTM, and many other TMCs (GBT submission to the CMA, 3 October 2024, paragraph 1.6).

definition of GMN customers. We have therefore made changes to the analysis which are set out in the subsequent paragraphs.

- C.12 However, putting aside the above, we consider that Compass Lexecon's interpretation of what the analysis shows is not consistent with the results. As shown in Table C.1 and Table C.2, the analysis of GBT's bidding data indicates that in the 2021-2023 period, BCD won and participated in most opportunities followed by CWT (when the CWT/Spotnana win is assigned to CWT as discussed in paragraph C.14 below), with FCM and other TMCs participating and winning in fewer opportunities. This finding is more pronounced when we look at the TTV associated with these opportunities.
- C.13 Below we discuss in detail our approach to the bidding analysis and present our detailed results (alongside Compass Lexecon's results).

Our approach to the bidding analysis

- C.14 We took Compass Lexecon's approach as a starting point and implemented two changes:
- (a) First, as mentioned above, Compass Lexecon's results recorded an opportunity with [X] (ie for [X]) as a [X]. When reporting the results, [X].¹⁵⁷ We consider that any Spotnana/CWT wins should be attributed to CWT (see paragraph 6.130 where we set out our views on Spotnana). [X].¹⁵⁸ Making this correction materially alters the results based on TTV.
 - (b) Second, we have limited the dataset to the [X] opportunities with bid value above \$25 million (a total TTV of \$[X] billion). We consider that the Parties' approaches to identifying GMN customers as set out in paragraphs C.3(b) and C.3(c) result in the inclusion of [X]. [X].
 - (c) The same approach set out in paragraph C.14(b) is used to identify the relevant opportunities in the CWT dataset, resulting in [X] opportunities with a total bid value of approximately \$[X] billion.
- C.15 In addition to our analysis above, we present a sensitivity check where the analysis is limited by removing single country opportunities in the Parties' datasets. In this sensitivity check we remove [X] opportunities for GBT and [X] opportunities for CWT where the geographic scope as recorded by the Parties in their datasets suggests that the opportunity is for a single country. We present this

¹⁵⁷ GBT submission to the CMA, 3 October 2024, footnote 19.

¹⁵⁸ Third party call note.

analysis as a sensitivity as we have some concerns that due to data recording issues single country opportunities may actually refer to multi-regional contracts.¹⁵⁹

- C.16 In relation to the interpretation of the results of the bidding analyses, our approach differs from Compass Lexecon's in two ways:
- (a) We have analysed the results based on both the number of opportunities and TTV. However, we consider that TTV is more informative of firms' incentives and ability to compete for and win contracts at the higher end of scale of TTV within the GMN customer group. We consider that competing for and winning customers with higher TTV (even within the GMN group) is indicative of scale and competitive strength.
 - (b) In relation to Compass Lexecon's approach of breaking down the subsets of opportunities further and focussing on GBT's new opportunities where the incumbent did not win as the most relevant subset of opportunities (paragraph C.8), we did not find the economic arguments for this convincing:
 - (i) It ignores those opportunities when a competitor won against GBT where GBT was the incumbent – this is clear evidence of competitive constraints on GBT and should be taken into account in the analysis. Additionally, it ignores the tenders won by incumbents, where the customer has gone through a procurement process.
 - (ii) There are limited number of observations in each subset (especially when considering our GMN customer definition), consequently one large opportunity can heavily skew results.
 - (iii) Not only the miss (non-incumbent winner) analysis but also the loss and miss analysis can include level-playing field wins. When a customer with multiple incumbent TMCs consolidate its spending at one of the incumbent provider, all of these TMCs compete at level-playing field as all of them had an existing relationship with the customer.

GBT bidding analysis

- C.17 In this subsection we present the detailed results of the bidding analysis of GBT's data.

¹⁵⁹ [] (GBT internal document).

- C.18 Table C.1 presents our and Compass Lexecon's competitor participation analysis.¹⁶⁰ Our results show that between 2021-2023, according to GBT's bidding data:¹⁶¹
- (a) BCD and, to a somewhat lesser extent, CWT competed for the most amount of TTV out of the opportunities with TTV above \$25 million GBT participated in. BCD competed for [70-80%] of TTV and CWT for [50-60%] of TTV;
 - (b) FCM competed for a significantly smaller amount of TTV (ie [20-30%]) than BCD and CWT (approximately half of CWT's);
 - (c) the rest of the named TMCs competed for much less TTV than FCM. Navan competed for [10-20%] of TTV and CTM competed for [5-10%] of TTV; and
 - (d) the 'other TMCs' jointly competed for similar amount of TTV than Navan.
- C.19 These results are not materially different in terms of number of opportunities in that BCD and CWT still appear far ahead of the other TMCs; the main differences are the relative positions of Navan, CTM and other TMCs.
- C.20 Our results are similar to Compass Lexecon's in terms of TTV. They differ in terms of number of opportunities as Compass Lexecon's results indicate that other TMCs collectively and in-house compete more often, as can be expected given the inclusion of a large number of small opportunities in Compass Lexecon analysis. Table C.1 to Table C.4 present Compass Lexecon analysis relying on the GMN customer definition described in paragraph C.3(b).

¹⁶⁰ Compass Lexecon analysis relying on the GMN customer definition described in paragraph C.3(b).

¹⁶¹ We prepared a sensitivity of the competitor participation analyses by removing renewal wins. This is because at renewal wins the Parties may be able collect less precise intelligence on competitors. For GBT, this change increases participation for CWT (by [5-10] percentage points) and increases participation rates for most of the named TMCs (albeit mostly by a lesser extent) and reduces the 'Unknown' participation (CMA calculations based on GBT response to the CMA's RFI 3, 11 September 2024, question 6).

Table C.1: Competitor participation analysis (GBT data)

Participants	(%)			
	CMA's approach		Compass Lexecon's analysis	
	TTV (\$[redacted] million)	Number of opportunities ([redacted])	TTV (\$[redacted] million)	Number of opportunities ([redacted])
GBT	-	-	-	-
CWT	[50-60]	[50-60]	[50-60]	[20-30]
BCD	[70-80]	[60-70]	[60-70]	[30-40]
FCM	[20-30]	[20-30]	[20-30]	[10-20]
Navan	[10-20]	[10-20]	[10-20]	[10-20]
CTM	[5-10]	[10-20]	[5-10]	[5-10]
Spotnana	[0-5]	[0-5]	[5-10]	[0-5]
Blockskye/Kayak/Gant Travel	[0-5]	[0-5]	[0-5]	[0-5]
Other TMCs	[10-20]	[10-20]	[10-20]	[30-40]
In-house	[0-5]	[5-10]	[0-5]	[10-20]
Unknown	[10-20]	[10-20]	[10-20]	[5-10]

Source: CMA calculations based on GBT response to the CMA's RFI 3, 11 September 2024.

C.21 Table C.2 presents our and Compass Lexecon's winner identity analysis.¹⁶² Our results show that between 2021-2023, according to GBT's bidding data:

- (a) BCD and, to a somewhat lesser extent, CWT won the most amount of TTV out of the opportunities with TTV above \$25 million GBT participated in. BCD won [20-30%] of TTV and CWT won [20-30%] of TTV when the [redacted] win is correctly allocated from CWT/Spotnana to CWT;
- (b) FCM won significantly less TTV (ie [10-20%]) than BCD and CWT (half of CWT's);
- (c) the rest of the named TMCs won much less TTV than FCM. Navan won [0-5%] of TTV and CTM won [0-5%] of TTV;
- (d) the other TMCs jointly won similar amount of TTV as Navan; and
- (e) in-house option was not selected by many TMCs.¹⁶³

C.22 These results are not materially different in terms of number of opportunities, apart from that CWT and FCM won the same number of opportunities and that other TMCs won more opportunities than Navan.

C.23 Our results are similar to Compass Lexecon's in terms of TTV once the CWT/Spotnana win is correctly attributed. They differ in terms of number of opportunities as Compass Lexecon's results indicate that other TMCs collectively won more often, as it can be expected given the inclusion of a large number of small opportunities in Compass Lexecon's analysis.

¹⁶² Compass Lexecon analysis relying on the GMN customer definition described in paragraph C.3(b).

¹⁶³ At least [redacted] of the [redacted] customers that chose in-house used this option previously according to GBT's bidding data.

Table C.2: Winner identity analysis (GBT data)

Winners	(%)			
	CMA's approach		Compass Lexecon's analysis	
	TTV (\$[€] million)	Number of opportunities ([€])	TTV (\$[€] million)	Number of opportunities ([€])
GBT	[30-40]	[30-40]	[30-40]	[40-50]
CWT	[20-30]	[10-20]	[5-10]	[5-10]
CWT/Spotnana	[0-5]	[0-5]	[10-20]	[0-5]
BCD	[20-30]	[20-30]	[20-30]	[10-20]
FCM	[10-20]	[10-20]	[10-20]	[5-10]
Navan	[0-5]	[0-5]	[0-5]	[0-5]
CTM	[0-5]	[0-5]	[0-5]	[0-5]
Spotnana	[0-5]	[0-5]	[0-5]	[0-5]
Blocksky/Kayak/Gant Travel	[5-10]	[0-5]	[0-5]	[0-5]
Other TMCs	[0-5]	[5-10]	[5-10]	[20-30]
In-house	[0-5]	[0-5]	[0-5]	[5-10]
Unknown	[5-10]	[5-10]	[5-10]	[0-5]

Note: Renewal wins have been removed from this table.

Source: CMA calculations based on GBT response to the CMA's RFI 3, 11 September 2024.

C.24 As discussed above, we prepared a sensitivity by removing single country opportunities in GBT's data. For these opportunities, participation increased by approximately [5-10] percentage points for both measures for CWT and BCD and did not change significantly for the rest of the TMCs for either measure. CWT and BCD won larger shares of TTV ([20-30%] and [20-30%] respectively), FCM won a smaller share of TTV ([5-10%]) and all the rest of the TMCs also won smaller shares of TTV compared to those set out in Table C.2.

CWT bidding analysis

C.25 In this subsection we present our analysis of CWT's bidding data.

C.26 Table C.3 presents our and Compass Lexecon's competitor participation analysis.¹⁶⁴ Our results show that between 2021-2023, according to CWT's bidding data:¹⁶⁵

- (a) BCD and, to a lesser extent, GBT competed for the most amount of TTV out of the opportunities with TTV above \$25 million CWT participated in. BCD competed for [60-70%] of TTV and GBT for [40-50%] of TTV;
- (b) FCM competed for a significantly smaller amount of TTV (ie [20-30%]) than BCD and GBT (approximately half of GBT's);
- (c) the rest of the named TMCs competed for much less TTV. Navan competed for [0-5%] of TTV and CTM competed for [5-10%] of TTV; and

¹⁶⁴ Compass Lexecon analysis relying on the GMN customer definition described in paragraph C.3(b) and in footnote 142.

¹⁶⁵ We prepared a sensitivity of the competitor participation analyses by removing renewal wins. This is because at renewal wins the Parties may be able collect less precise intelligence on competitors. Results in case of CWT did not change significantly. CMA calculations based on Parties' response to the CMA's RFI 1, 12 August 2024, question 15.

(d) the other TMCs jointly completed for similar amount of TTV as CTM.

C.27 These results are not materially different in terms of number of opportunities, apart from that BCD and GBT competed for similar number of opportunities and that other TMCs competed for similar number of opportunities than FCM.

C.28 Our results are similar to Compass Lexecon's in terms of TTV. They differ in terms of number of opportunities as Compass Lexecon's results indicate that other TMCs collectively compete more often, as it can be expected given the inclusion of large number of small opportunities in Compass Lexecon analysis.

Table C.3: Competitor participation analysis (CWT data)

Participants	CMA's approach		Compass Lexecon's analysis	
	TTV (\$[redacted] million)	Number of opportunities ([redacted])	TTV (\$[redacted] million)	Number of opportunities ([redacted])
CWT	-	-	-	-
GBT	[40-50]	[50-60]	[40-50]	[40-50]
BCD	[60-70]	[50-60]	[60-70]	[40-50]
FCM	[20-30]	[20-30]	[20-30]	[10-20]
Navan	[0-5]	[0-5]	[0-5]	[0-5]
CTM	[5-10]	[0-5]	[5-10]	[0-5]
Amadeus	[0-5]	[0-5]	[0-5]	[0-5]
China Travel	[0-5]	[0-5]	[0-5]	[0-5]
Internova	[0-5]	[0-5]	[0-5]	[0-5]
MSC Cruises	[0-5]	[0-5]	[0-5]	[0-5]
QBT	[5-10]	[0-5]	[5-10]	[0-5]
Travelgo	[0-5]	[0-5]	[0-5]	[0-5]
Local agent	[0-5]	[0-5]	[0-5]	[10-20]
Other	[5-10]	[20-30]	[10-20]	[30-40]
Unknown	[10-20]	[0-5]	[10-20]	[0-5]
In-house	[5-10]	[5-10]	[5-10]	[5-10]

Source: CMA calculations based on Parties' response to the CMA's RFI 1, 12 August 2024, question 15.

C.29 Table C.4 presents our and Compass Lexecon's winner identity analysis.¹⁶⁶ Our results show that between 2021-2023, according to CWT's bidding data:

C.30 BCD and, to a lesser extent, GBT won the most amount of TTV out of the opportunities with TTV above \$25 million CWT participated in. BCD won [40-50%] of TTV and GBT won [20-30%] of TTV. BCD's large share of TTV win was driven by some major opportunities it won (eg [redacted] and [redacted] wins);

(a) FCM won significantly less TTV (ie [10-20%]) than BCD and GBT (approximately half of GBT's); and

(b) the rest of the named TMCs won much less TTV than FCM. Navan won [0-5%] of TTV and CTM won [5-10%] of TTV.

C.31 These results are very similar in terms of number of opportunities.

¹⁶⁶ Compass Lexecon analysis relying on the GMN customer definition described in paragraph C.3(b) and in footnote 142.

C.32 As discussed above, our results are similar to Compass Lexecon’s in terms of TTV. They differ in terms of number of opportunities as Compass Lexecon’s results indicate that other TMCs and local agents collectively win more often, as it can be expected given the inclusion of large number of small opportunities in Compass Lexecon analysis.

Table C.4: Winner identity analysis (CWT data)

Winners	CMA’s approach		Compass Lexecon’s analysis	
	TTV (\$[<] million)	Number of opportunities ([<])	TTV (\$[<] million)	Number of opportunities ([<])
CWT	[10-20]	[10-20]	[10-20]	[30-40]
GBT	[20-30]	[20-30]	[10-20]	[10-20]
BCD	[40-50]	[30-40]	[40-50]	[20-30]
FCM	[10-20]	[10-20]	[10-20]	[5-10]
Navan	[0-5]	[0-5]	[0-5]	[0-5]
CTM	[5-10]	[0-5]	[5-10]	[0-5]
Amadeus	[0-5]	[0-5]	[0-5]	[0-5]
China Travel	[0-5]	[0-5]	[0-5]	[0-5]
Internova	[0-5]	[0-5]	[0-5]	[0-5]
MSC Cruises	[0-5]	[0-5]	[0-5]	[0-5]
QBT	[0-5]	[0-5]	[0-5]	[0-5]
Travelgo	[0-5]	[0-5]	[0-5]	[0-5]
Local agent	[0-5]	[0-5]	[0-5]	[5-10]
Other	[0-5]	[5-10]	[0-5]	[10-20]
Unknown	[0-5]	[0-5]	[0-5]	[0-5]
In-house	[0-5]	[0-5]	[0-5]	[0-5]

Note: Renewal wins have been removed from this table.

Source: CMA calculations based on Parties’ response to the CMA’s RFI 1, 12 August 2024, question 15.

C.33 In the same way as for the GBT bidding analysis, we prepared a sensitivity by removing single country opportunities in CWT’s data. BCD’s and GBT’s participation increased by approximately [0-5] percentage points in terms of both measures and FCM’s participation decreased in terms of TTV and CTM’s participation decreased in terms of both measures. BCD and GBT won larger shares of TTV ([40-50%] and [20-30%] respectively), FCM won a smaller share of TTV ([10-20%]) and all the rest of TMCs also won similar or smaller shares of TTV compared to those set out in Table C.4.

Analysis of competitor bidding data

C.34 In this section we discuss our analysis of competitors’ bidding data.

C.35 In addition to the Parties’ bidding data, we received bidding data from six other TMCs, namely BCD, FCM, CTM, Navan, Spotnana and ATP. The bidding data received from competitors are less detailed than the Parties’, only showing the customer name, bid value, and date (ie when the process was concluded), geographic scope and whether the TMC won or lost the opportunity.¹⁶⁷

¹⁶⁷ Third party responses to the CMA’s s109 notice; and third party responses to the CMA’s RFI.

C.36 For the years between 2021-2023, we present an analysis of bidding activity and wins for the Parties (based on the Parties' own data) and these six TMCs (based on these competitors' own bidding data) in terms of number of opportunities and TTV. We present these figures for opportunities with TTV above \$25 million. In this analysis, for each TMC we provide the total number of opportunities they competed for and number of wins and renewals jointly (for the whole period and for each year separately).¹⁶⁸ The advantage of this analysis is that it relies on each TMCs' own data. However, the below caveats need to be considered when interpreting the results:

- (a) The analysis only allows us to assess the magnitude of wins and renewals for each TMC but does not allow us to assess whether rival TMCs are competing for same customers as Parties. For instance, some of the wins/renewals may be less relevant insofar as rival TMCs may be competing for a different customer sub-segment than the Parties (eg rivals may be competing more frequently for smaller, predominantly tech customers than the Parties).
- (b) CWT's bidding data does not include [REDACTED].
- (c) There are quality issues as TMCs may have classified opportunities differently than the Parties (for example, Navan's bidding data include opportunities it did not submit a bid for).

C.37 Table C.5 and Table C.6 show that:

- (a) GBT and BCD competed in and won the most opportunities and the most TTV in total.
- (b) [REDACTED] and it competed in similar number of opportunities and TTV than [REDACTED] but it won less. The results also show that [REDACTED]. As noted above, however, CWT's own data appears to [REDACTED].
- (c) FCM's year by year breakdown does not suggest any material upward trend.
- (d) Navan's number of bids is reported for completeness but Navan has stated that not all bids it recorded are genuine bids (eg could be an invitation to bid only). Navan won [REDACTED] than CWT (but as discussed above CWT's results [REDACTED]). There is no suggestion of any material upward trend for Navan.
- (e) CTM competed in and won significantly fewer opportunities and TTV than Navan, however, the value of wins has been increasing during the period.
- (f) ATPI and Spotnana competed and won very few opportunities and TTV.

¹⁶⁸ Competitors' bidding data do not differentiate between wins/renewals.

Table C.5: Bidding activity and win/renewals over-time (TTV)

(million \$)

	TTV of GMN customer opportunities 2021-2023	TTV of GMN customer wins and renewals			
		2021-2023	2021	2022	2023
GBT	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
CWT	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
BCD	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
FCM	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
Navan	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
CTM	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
Spotnana	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
ATPI	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]

Source: CMA calculations based on Parties' response to the CMA's RFI 1,12 August 2024, question 15; GBT response to the CMA's RFI 3, 11 September 2024, question 6; third party responses to the CMA's s109 notice; and third party responses to the CMA's RFI.

Table C.6: Bidding activity and win/renewals over-time (number of opportunities)

	Number of GMN customer opportunities 2021-2023	Number of opportunities			
		2021-2023	2021	2022	2023
GBT	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
CWT	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
BCD	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
FCM	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
Navan	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
CTM	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
Spotnana	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
ATPI	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]

Source: CMA calculations based on Parties' response to the CMA's RFI 1,12 August 2024, question 15; GBT response to the CMA's RFI 3, 11 September 2024, question 6; third party responses to the CMA's s109 notice; and third party responses to the CMA's RFI.

Analysis of TMC's customer list

C.38 We received data from TMCs on their actual global TTV for all their customers with TTV above \$15 million in 2023. TMCs also provided information on the date they acquired these customers.¹⁶⁹ Therefore, this data allowed us to calculate how many new GMN customers with TTV above \$25 million (in line with the approach above) and associated TTV each TMC has acquired since 2021. However, the below caveats need to be considered when interpreting these figures:

- (a) this statistic does not show customers acquired very recently (ie in 2023) as switching takes time. Therefore, this statistic reflects the newly acquired customers during the years more heavily impacted by the COVID-19 pandemic (ie 2021-2022); and
- (b) it does not include renewal wins even when the TMC acquired additional TTV from the customer.

¹⁶⁹ These datasets are based on actual TTV (rather than bid value). GBT response to the CMA's s109 notice 1, 16 August 2024, question 2; CWT response to the CMA's s109 notice 1, 16 August 2024, question 2; third party responses to the CMA's s109 notice; and third party responses to the CMA's RFI.

C.39 Table C.7 and Table C.8 show the TTV and number of the newly acquired GMN customers (with TTV above \$25 million in 2023) for the Parties, BCD, FCM, Navan and CTM for the period of 2021-2022. The results show that:

- (a) GBT won most TTV and number of customers;
- (b) BCD won the second highest TTV but fewer customers than FCM;
- (c) while FCM, Navan and CTM won more TTV and number of customers than CWT, they are still a lot smaller than CWT in terms of overall TTV served; and
- (d) CWT won [REDACTED] TTV and number of customers among these TMCs.

Table C.7: Newly acquired GMN customers (TTV)

	<i>TTV (million \$)</i>			
	<i>New TTV in 2021-2022</i>	<i>Total TTV in 2023</i>	<i>New TTV as a share of total TTV (%)</i>	<i>Shares based on new TTV only (%)</i>
GBT	[REDACTED]	[REDACTED]	[10-20]	[40-50]
CWT	[REDACTED]	[REDACTED]	[0-5]	[0-5]
BCD	[REDACTED]	[REDACTED]	[10-20]	[20-30]
FCM	[REDACTED]	[REDACTED]	[40-50]	[10-20]
Navan	[REDACTED]	[REDACTED]	[60-70]	[5-10]
CTM	[REDACTED]	[REDACTED]	[20-30]	[0-5]
Total	[REDACTED]	[REDACTED]	-	100

Source: CMA calculations based on GBT response to the CMA's s109 notice 1, 16 August 2024, question 2; CWT response to the CMA's s109 notice 1, 16 August 2024, question 2; third party responses to the CMA's s109 notice; and third party responses to the CMA's RFI.

Table C.8: Newly acquired GMN customers (number of customers)

	<i>Number of customers</i>			
	<i>New GMNs in 2021-2022</i>	<i>Total number of GMNs in 2023</i>	<i>New GMNs as a share of total GMNs (%)</i>	<i>Shares based on new GMNs only (%)</i>
GBT	[REDACTED]	[REDACTED]	[10-20]	[40-50]
CWT	[REDACTED]	[REDACTED]	[0-5]	[0-5]
BCD	[REDACTED]	[REDACTED]	[5-10]	[10-20]
FCM	[REDACTED]	[REDACTED]	[30-40]	[10-20]
Navan	[REDACTED]	[REDACTED]	[50-60]	[10-20]
CTM	[REDACTED]	[REDACTED]	[20-30]	[5-10]
Total	[REDACTED]	[REDACTED]	-	100

Source: CMA calculations based on GBT response to the CMA's s109 notice 1, 16 August 2024, question 2; CWT response to the CMA's s109 notice 1, 16 August 2024, question 2; third party responses to the CMA's s109 notice; and third party responses to the CMA's RFI.

C.40 We asked the Parties to indicate which GMN customers¹⁷⁰ have been lost recently (approximately over the period from the start of 2022 to mid-2024) and, if known, submit which TMCs they switched to. Unlike the bidding dataset, this list includes also those of the Parties' former customers who went through a process that did not involve GBT and CWT submitting bids or those who were not recorded in the

¹⁷⁰ Those who generated more than \$25 million in TTV in 2023.

Parties' bidding data. However, this data focusses on the Parties' existing customer set and does not capture more recent wins of new customers.

- C.41 Based on the Parties' customer lists, Table C.9 shows the number of GMN customers with TTV above \$25 million that have been lost by the Parties in recent years and which TMC they were lost to (if known).¹⁷¹
- C.42 The list shows that CWT lost [X] ([X] vs [X]). [X] of GBT's lost customers were lost to CWT. [X] was lost to World Travel and [X] to ADTRAV.
- C.43 Of the [X] customers that CWT lost, most went to GBT ([X] customers) and BCD ([X] customers). [X] switched to FCM and [X] to CTM. [X] switched from CWT to Spotnana or Navan. The other [X] customers were lost to Unknown providers.
- C.44 Using the same data as Table C.9, Table C.10 shows the TTV of GMN customers with TTV above \$25 million that have been lost by the Parties to various competitor TMCs (where known).
- C.45 Table C.10 shows that CWT [X] than GBT (\$[X] million vs \$[X] million). More than half of GBT's lost TTV went to CWT ([50-60%]) while [20-30%] of CWT's lost TTV went to GBT.
- C.46 As in Table C.9, most of CWT's lost TTV went to GBT ([20-30%]) and BCD ([60-70%]), with FCM ([0-5%]) and CTM ([0-5%]) very far behind.

Table C.9: Parties' GMN customer losses by number of customers

Switched To	TMC that customers switched from		
	GBT	CWT	Combined
GBT	[X]	[X]	[X]
CWT	[X]	[X]	[X]
BCD	[X]	[X]	[X]
FCM	[X]	[X]	[X]
CTM	[X]	[X]	[X]
World Travel	[X]	[X]	[X]
ADTRAV	[X]	[X]	[X]
Unknown	[X]	[X]	[X]
Total*	[X]	[X]	[X]

Source: CMA calculations based on GBT response to the CMA's s109 notice 1, 16 August 2024, question 2; and CWT response to the CMA's s109 notice 1, 16 August 2024, question 2.

* One customer switched from CWT to both GBT and BCD. This customer is counted in both the GBT and BCD rows, though to avoid double counting has only been included once in the final total. As a result, percentages do not sum to 100%.

¹⁷¹ GBT response to the CMA's s109 notice 1, 16 August 2024, question 2; and CWT response to the CMA's s109 notice 1, 16 August 2024, question 2.

Table C.10: Parties' GMN customer losses by 2023 TTV

Switched To	TMC that customers switched from					
	GBT		CWT		Combined	
	TTV (\$)	%	TTV (\$)	%	TTV (\$)	%
GBT	[X]	[X]	[X]	[20-30]	[X]	[20-30]
CWT	[X]	[50-60]	[X]	[X]	[X]	[5-10]
BCD	[X]	[0-5]	[X]	[60-70]	[X]	[50-60]
FCM	[X]	[0-5]	[X]	[0-5]	[X]	[0-5]
CTM	[X]	[0-5]	[X]	[0-5]	[X]	[0-5]
World Travel	[X]	[30-40]	[0-5]	[0-5]	[X]	[0-5]
ADTRAV	[X]	[10-20]	[0-5]	[0-5]	[X]	[0-5]
Unknown	[X]	[0-5]	[X]	[10-20]	[X]	[5-10]
Total*	[X]	100	[X]	100	[X]	100

Source: CMA calculations based on GBT response to the CMA's s109 notice 1, 16 August 2024, question 2; and CWT response to the CMA's s109 notice 1, 16 August 2024, question 2.

* One customer switched from CWT to both GBT and BCD. This customer is counted in both the GBT and BCD rows, though to avoid double counting has only been included once in the final total. As a result, percentages do not sum to 100%.

APPENDIX D: Internal documents

Introduction

- D.1 This appendix contains our analysis of the Parties' internal documents relating to:
- (a) the nature of competition/multi-sourcing;
 - (a) market definition;
 - (b) the competitive assessment, specifically:
 - (i) shares of supply;
 - (ii) closeness of competition between the Parties and their rivals;
 - (iii) the implications of CWT's financial position for its competitive strength; and
 - (iv) tech-led entrants' prospects.

Approach to internal documents

- D.2 Internal documents can be a useful source of information in merger investigations. Documents produced in the ordinary course of business provide evidence on the perspectives of market participants beyond their direct submissions to the CMA, often from before the merger under investigation was in contemplation. In some cases, they speak directly to questions we seek to answer in our investigations, including for example questions on what businesses can do, what businesses may find in their interest to do, sources of competition that businesses monitor or react to, or industry trends that provide context for our analysis.
- D.3 During this investigation, the Parties submitted internal documents in response to requests for information and section 109 requests at phase 1 and 2.¹⁷² In addition to documents submitted directly by the Parties, the CMA assessed documents disclosed by the US Department of Justice as part of its parallel investigation.
- D.4 In our review of these internal documents, we took care to interpret them in their context. In deciding what weight to attach to them we considered information such as the identity and role of the staff that prepared, sent or received them. In line with our guidance, where internal documents support claims being made by merger firms or third parties, we considered whether those documents were

¹⁷² Under [section 109](#) of the Act, the CMA has the power to issue a notice requiring a person to provide documents and information for the purpose of assisting the CMA in carrying out any functions in connection with a matter that has been the subject of a reference under [section 33](#) of the Act.

generated prior to the period in which the Parties were contemplating the Merger, and the period in which third parties were aware of the Merger.

Parties' submission on internal documents

- D.5 As part of our phase 2 inquiry, we considered an additional submission from GBT containing a quantitative analysis of the number of times competitor TMCs were mentioned in GBT's internal competitor monitoring documents.¹⁷³
- D.6 This analysis refers to a collection of [REDACTED] GBT internal documents from 2021-2024 comprising miss/loss reports, competitive check-ins, counterpoint newsletters produced by GBT's competitor intelligence team and competitor 'spotlight' documents.¹⁷⁴ GBT submitted that [REDACTED] TMCs are mentioned in total in the set of reviewed documents, and that the top six TMCs could be ranked (based on number of mentions) as follows [REDACTED] ([REDACTED] mentions); [REDACTED] ([REDACTED] mentions); [REDACTED] ([REDACTED] mentions); [REDACTED] ([REDACTED] mentions); [REDACTED] ([REDACTED] mentions); and [REDACTED] ([REDACTED] mentions).¹⁷⁵
- D.7 GBT submitted that this ranking demonstrates the weakness of [REDACTED] and strength of [REDACTED] and supports its broader submission that GBT competes with [REDACTED], [REDACTED], [REDACTED], [REDACTED] and many other TMCs for customers.¹⁷⁶
- D.8 However, we consider GBT's customer mention analysis to be a blunt tool for several reasons: (i) some documents underpinning the analysis are not the most relevant;¹⁷⁷ (ii) several mentions refer to the TMC in question in the negative; and (iii) logos and names should not be counted separately as this leads to double counting.
- D.9 Accordingly, we consider that this submission is incapable of establishing (or supporting) any broader conclusion.

Internal documents relating to nature of competition/multi-sourcing

Multi-sourcing

- D.10 The documentary evidence relating to multi-sourcing is limited.
- D.11 There is some evidence in the internal documents that (at least some) customers prefer to consolidate with one TMC.

¹⁷³ GBT Submission to the CMA, 4 October 2024.

¹⁷⁴ [REDACTED].

¹⁷⁵ GBT Submission to the CMA, 4 October 2024.

¹⁷⁶ GBT Submission to the CMA, 4 October 2024.

¹⁷⁷ ie [REDACTED].

- D.12 Internal CWT emails and loss reports record conversations with customers post-tender wherein they refer to [REDACTED].¹⁷⁸
- D.13 For example, one CWT internal email recording a client conversation states, '[REDACTED]'.¹⁷⁹
- D.14 Another CWT internal email recording the [REDACTED] notes '[REDACTED]'.¹⁸⁰
- D.15 This is consistent with a CWT loss report which suggests that a customer's rationale for holding an RFP was to consolidate. It notes, '[REDACTED]'.¹⁸¹

Internal documents relating to market definition

- D.16 The Parties' internal documents contain evidence that the Parties [REDACTED].
- D.17 There is some recognition within the internal documents that specific differences exist between large/multi-jurisdictional customers and smaller customers with more limited geographical reach.
- D.18 Both GBT and CWT internal documents distinguish between groups of customers based on TTV thresholds.¹⁸² GBT internal documents refer to a threshold of \$30 million annual TTV to identify GMN customers¹⁸³ whilst CWT internal documents use a threshold of \$25 million annual TTV.¹⁸⁴
- D.19 The Parties' internal documents suggest that [REDACTED].
- D.20 The Parties' internal documents contain some support for the Parties' claim that [REDACTED].

GBT's internal documents on market definition

- D.21 GBT's internal documents indicate that it recognises a separate market for global multi-national customers.
- D.22 For example, the notes of a 'town hall' speech given by [REDACTED] in February 2023 state that '[REDACTED]'.¹⁸⁵
- D.23 GBT internal documents also demonstrate that GBT [REDACTED]. Internal documents relating to the [REDACTED] refer to segmentation based on customer TTV. One GBT

¹⁷⁸ CWT internal document.

¹⁷⁹ CWT internal document.

¹⁸⁰ CWT internal document.

¹⁸¹ CWT internal document.

¹⁸² GBT internal document.

¹⁸³ GBT internal document; GBT response to the CMA's RFI 1, 26 April 2024 question 2; GBT internal document; GBT internal document; and GBT internal document.

¹⁸⁴ CWT internal document.

¹⁸⁵ GBT internal document.

internal document identified '[redacted]' for each distinct [redacted] based on specific customer TTV ranges.¹⁸⁶ However, another GBT internal document refers to [redacted] providing a '[redacted]' covering all types of customer.¹⁸⁷

- D.24 GBT internal documents refer to differences on the demand side between SME and GMN customers. These include differences in: [redacted].¹⁸⁸ One extract from a GBT email discussing an investor meeting noted that, '[redacted]'.¹⁸⁹
- D.25 GBT internal documents also refer to differences on the supply side. Some documents refer to differences in TMCs' ability to serve GMN/SME customers, suggesting that [redacted].
- D.26 One GBT document from a [redacted] presentation referred to [redacted] criteria including eg [redacted].¹⁹⁰
- D.27 Relatedly, internal documents capture GBT's view that [redacted].
- D.28 In one investor facing document, GBT refers to specific capabilities that [redacted].¹⁹¹
- D.29 This is consistent with discussion within [redacted]. [redacted].¹⁹²

CWT's internal documents on market definition

- D.30 CWT's internal documents also discuss customer segmentation with [redacted] referring to '[redacted]'.¹⁹³
- D.31 Client segmentation based on TTV is also referred to in CWT's internal documents.¹⁹⁴
- D.32 However, there is some evidence to support the Parties' claim that this [redacted].
- D.33 For example, one internal document [redacted].¹⁹⁵

Competitive assessment

Shares of supply

- D.34 The Parties' internal documents refer infrequently to share of supply percentages.

¹⁸⁶ GBT internal document.

¹⁸⁷ GBT response to the CMA's RFI 1, 26 April 2024 question 2.

¹⁸⁸ GBT internal document; and GBT internal document.

¹⁸⁹ GBT internal document.

¹⁹⁰ GBT internal document.

¹⁹¹ GBT internal document.

¹⁹² Third party response to the CMA's s109 notice.

¹⁹³ CWT internal document.

¹⁹⁴ FMN, 3 June 2024, Annex.

¹⁹⁵ CWT internal document.

- D.35 The limited available evidence refers to higher share of supply figures than those included within the Parties' submissions.¹⁹⁶
- D.36 For example, one GBT internal document refers to GBT as a '[X]'.¹⁹⁷
- D.37 Another document (targeted at investors) notes: '[X]'.¹⁹⁸
- D.38 A further GBT internal document ([X]) estimates GBT's share of the GMN market to be [X]%.¹⁹⁹ The report refers [X]. GBT is described as [X].²⁰⁰
- D.39 This is consistent with [X] disclosed by GBT which refers to GBT's share of the GMN market to be c.[X]%.²⁰¹

Closeness of competition between the Parties and their rivals

Nature of competition

- D.40 The Parties' internal documents consistently identify the following categories of TMCs as being active in the supply of BTA services:²⁰²
- (a) Global TMCs ([X]);
 - (a) Premium and Regional/National offerings (eg [X]); and
 - (b) Tech Disruptors (eg [X]).
- D.41 One GBT internal document suggests [X].²⁰³
- D.42 It is common for internal documents to refer to Global TMCs as being 'established' or mature players.²⁰⁴ Global TMCs are described as catering to multinational companies with propositions that are established and proven at scale.²⁰⁵ We refer to these TMCs as 'traditional' for the purposes of comparing them to 'tech-led entrant' offerings.
- D.43 Internal documents also suggest that even within distinct categories, the competitive strength of different TMCs varies (see below paragraphs D.46 to D.76 on specific TMCs within 'traditional' and 'tech entrant' categories).

¹⁹⁶ Parties' issues meeting slides, 10 July 2024, slides 4, 32-33 and 35.

¹⁹⁷ GBT internal document.

¹⁹⁸ GBT internal document.

¹⁹⁹ GBT internal document.

²⁰⁰ GBT internal document.

²⁰¹ GBT internal document.

²⁰² GBT internal document; GBT internal document; and CWT internal document.

²⁰³ FMN, 3 June 2024, Annex.

²⁰⁴ GBT internal document.

²⁰⁵ GBT internal document; and FMN, 3 June 2024, Annex.

- D.44 The Parties' internal documents frequently employ the terms 'GMN' and 'SME' to distinguish between different groups of customers based on their different multiregional requirements/spend of their travel programmes.
- D.45 The terms GMN and SME are frequently used in investor-facing documents, suggesting that they operate as well-recognised industry terms for distinguishing between different types of customers with different needs.²⁰⁶

Closeness of competition between the Parties

GBT internal documents discussing closeness of competition with CWT

- D.46 GBT internal documents frequently refer to CWT [REDACTED].²⁰⁷
- D.47 In one internal document titled '[REDACTED]' GBT refers [REDACTED]. GBT notes that [REDACTED].²⁰⁸
- D.48 [REDACTED] are described as [REDACTED].²⁰⁹
- D.49 There is some evidence from GBT tender analysis documents to suggest that CWT [REDACTED].²¹⁰ This is supported by other GBT internal documents which also refer to [REDACTED].²¹¹
- D.50 One senior GBT email notes, '[REDACTED]'.²¹²
- D.51 GBT internal documents also indicate that [REDACTED].
- D.52 For example, email discussions between [REDACTED] and [REDACTED], with one email noting [REDACTED].²¹³
- D.53 Further internal documents related to [REDACTED] note that [REDACTED].²¹⁴
- D.54 However, some GBT internal documents [REDACTED].
- D.55 One GBT internal document titled '[REDACTED]' discusses the competitive landscape [REDACTED] and describes [REDACTED].²¹⁵ However that document also notes that [REDACTED].

²⁰⁶ GBT internal document; and GBT internal document.

²⁰⁷ GBT internal document.

²⁰⁸ GBT internal document.

²⁰⁹ GBT internal document.

²¹⁰ GBT internal document.

²¹¹ GBT internal document.

²¹² GBT internal document.

²¹³ GBT internal document.

²¹⁴ GBT internal document.

²¹⁵ GBT internal document.

CWT internal documents discussing closeness of competition with GBT

- D.56 CWT internal documents consistently refer to GBT as a [REDACTED] competitor.
- D.57 One CWT internal document notes that, '[REDACTED]'.²¹⁶
- D.58 CWT tender analysis documents illustrate that CWT regularly encounters GBT in bidding processes.
- D.59 [REDACTED]²¹⁷
- D.60 This is consistent with [REDACTED] which describes [REDACTED].²¹⁸ [REDACTED] are described as [REDACTED].²¹⁹
- D.61 Other CWT internal documents refer to [REDACTED].²²⁰

Closeness of competition between the Parties and their rivals (traditional TMCs)

BCD

- D.62 BCD is [REDACTED] referred to as a [REDACTED] within the Parties' internal documents.

GBT internal documents discussing closeness of competition with BCD

- D.63 One GBT internal document [REDACTED], notes that [REDACTED]. Within that same document, GBT describes BCD as [REDACTED].²²¹
- D.64 A further GBT internal document identifies BCD as [REDACTED]. It notes: '[REDACTED]'.²²²

CWT Internal documents discussing closeness of competition with BCD

- D.65 BCD is also depicted as [REDACTED] in CWT's internal documents.
- D.66 One CWT internal document describes [REDACTED].²²³
- D.67 CWT tender analysis documents also provide evidence that CWT frequently encounters BCD in the bidding process.
- D.68 [REDACTED]²²⁴

²¹⁶ CWT internal document.

²¹⁷ CWT internal document.

²¹⁸ CWT internal document.

²¹⁹ CWT internal document.

²²⁰ CWT internal document.

²²¹ GBT internal document.

²²² GBT internal document.

²²³ CWT internal document.

²²⁴ CWT internal document.

FCM and CTM

- D.69 The Parties' internal documents consistently [REDACTED].
- D.70 There is some suggestion within internal documents that [REDACTED], but both are described as adopting a '[REDACTED]'.²²⁵

GBT Internal documents discussing closeness of competition with FCM and CTM

- D.71 GBT internal documents refer to [REDACTED].
- D.72 For example, one GBT internal document titled '[REDACTED]' states that '[REDACTED]'.²²⁶
- D.73 GBT internal documents refer to [REDACTED].²²⁷
- D.74 For example, a GBT [REDACTED] document from April 2022 states that: '[REDACTED]'.²²⁸

CWT Internal documents discussing closeness of competition with FCM and CTM

- D.75 CWT internal documents similarly refer to [REDACTED].
- D.76 For example, one CWT [REDACTED].²²⁹
- D.77 CWT is [REDACTED], with a 2023 board presentation describing them as [REDACTED].²³⁰

Internal documents relating to the implications of CWT's financial position for its competitive strength

CWT's internal documents on its financial position

- D.78 CWT internal documents from 2023/2024 demonstrate that the company has [REDACTED] and [REDACTED].²³¹
- D.79 For example, a CWT board presentation titled '[REDACTED]' notes that '[REDACTED]'.²³²
- D.80 Concerns about CWT's [REDACTED] are similarly expressed in CWT customer loss reports.
- D.81 One example notes that, '[REDACTED]'.²³³

²²⁵ GBT internal document.

²²⁶ GBT internal document.

²²⁷ GBT internal document.

²²⁸ GBT internal document.

²²⁹ CWT internal document.

²³⁰ CWT internal document.

²³¹ CWT internal document.

²³² CWT internal document.

²³³ CWT internal document.

D.82 [REDACTED]^{234,235}

D.83 There is also some evidence within CWT’s internal assessments/projections that the firm is experiencing [REDACTED].²³⁶ For example, in a [REDACTED], CWT reflects [REDACTED].²³⁷ Similarly a [REDACTED] notes that ‘[REDACTED]’.²³⁸

GBT’s internal documents on CWT’s financial position

D.84 GBT internal documents suggest that [REDACTED].²³⁹

D.85 For example, a GBT presentation titled ‘[REDACTED]’ observes that ‘[REDACTED]’.²⁴⁰

Tech-led entrants’ prospects

D.86 The Parties’ internal documents refer to tech entrants [REDACTED].²⁴¹

GBT internal documents discussing tech-led entrants’ prospects

D.87 GBT internal documents acknowledge the challenges faced by tech entrants when attempting to operate on a global scale.

D.88 One GBT investor-facing document from 2022 notes that, ‘[REDACTED]’.²⁴²

Spotnana

D.89 GBT internal documents note that [REDACTED].

D.90 One GBT internal document from 2023 notes that, ‘[REDACTED]’.²⁴³

D.91 This is consistent with a further GBT internal document which notes that ‘[REDACTED]’.²⁴⁴

D.92 However, there is some evidence that senior members of GBT consider [REDACTED].

D.93 For example, an email from January 2024 between [REDACTED] and [REDACTED] suggests that [REDACTED]. [REDACTED] notes, ‘[REDACTED]’.²⁴⁵

²³⁴ CWT internal document.

²³⁵ CWT internal document.

²³⁶ CWT internal document; and CWT internal document.

²³⁷ CWT internal document.

²³⁸ CWT internal document.

²³⁹ GBT internal document.

²⁴⁰ GBT internal document.

²⁴¹ GBT internal document.

²⁴² GBT internal document.

²⁴³ GBT internal document.

²⁴⁴ GBT internal document.

²⁴⁵ GBT internal document.

Navan

- D.94 GBT internal documents frequently include Navan/TripActions within the '[REDACTED]' category of business travel landscape diagrams.
- D.95 Whilst Navan is referred to as having some advantages ([REDACTED]), it is also described as [REDACTED].²⁴⁶

CWT internal documents discussing tech-led entrants' prospects

Spotnana

- D.96 CWT internal documents largely refer to Spotnana in the context of its [REDACTED].
- D.97 For example, CWT's [REDACTED] (September 2023) notes that its partnership with Spotnana [REDACTED].²⁴⁷
- D.98 For example, one internal document refers to Spotnana as '[REDACTED]'²⁴⁸ whilst another [REDACTED].²⁴⁹

Navan

- D.99 Navan is referred to [REDACTED] within CWT internal documents.
- D.100 The [REDACTED] refers to Navan as [REDACTED] and notes that, '[REDACTED]'.²⁵⁰
- D.101 Whilst [REDACTED] records that Navan [REDACTED].²⁵¹

²⁴⁶ GBT internal document.

²⁴⁷ FMN, 3 June 2024, Annex.

²⁴⁸ CWT internal document.

²⁴⁹ CWT internal document.

²⁵⁰ CWT internal document.

²⁵¹ CWT internal document.

APPENDIX E: Third party evidence – customers

Introduction

- E.1 This Appendix sets out the evidence that we have collected from customers to inform our assessment of horizontal unilateral effects in the global market for the supply of BTA services to GMN customers.
- E.2 To do this, we sent a questionnaire to many of the Parties' customers. We included all customers with a TTV greater than \$25 million, most customers with a TTV between \$15-25 million, and a small selection of customers with a TTV between \$10-15 million.²⁵²
- E.3 We received 90 responses to this questionnaire, with 48 from GBT customers and 42 from CWT customers. 69 of these respondents had recorded annual TTV above \$25 million.²⁵³
- E.4 We supplemented this questionnaire evidence by holding 11 calls with the Parties' current and recent customers. As a result, we have evidence from 97 unique customers.²⁵⁴
- E.5 We asked the customers a number of questions relevant to our assessment, including in relation to their requirements for the management of business travel, the alternative Travel Management Companies (TMCs) to the Parties that they considered/would consider, and barriers to switching between different TMCs. We also asked these customers for their views on the impact that the Merger will have on their business and competition overall. We set out the evidence submitted by the respondents below.

Customer requirements

- E.6 In this section we set out the evidence from customers on their requirements for business travel and their preferences for managing them. We consider: (i) the extent to which they have complex requirements, (ii) their views on having an 'unmanaged' approach to business travel, and (iii) their preferences on whether to use one or multiple TMCs.

²⁵² We included for GBT Select all those with TTV above \$15 million and ten randomly selected customers with TTV between \$10-15 million, and for Egencia all those with TTV above \$25 million. For CWT, we included all those with TTV above \$15 million and ten randomly selected customers with TTV between \$10-15 million. We included some customers with TTV below \$25 million in consideration of the variety of thresholds that are used by TMCs to identify GMNs.

²⁵³ Over half of the respondents have TTV between \$10-50 million, about one-quarter have TTV between \$50-100 million and the remainder have TTV over \$100 million.

²⁵⁴ Four customers who we had calls with also responded to the written questionnaire.

Characteristics of requirements

- E.7 In the questionnaire we asked customers about their requirements for the management of their business travel by asking them to select from characteristics that may give rise to complexity and giving respondents the option to indicate other characteristics.²⁵⁵ All respondents (90 out of 90) indicated that they had at least one of the characteristics that we listed. The most frequently selected, by 83 respondents, was a requirement for 'Consistent global coverage (encompassing multiple regions/continents)',²⁵⁶ followed by consistently high service levels (79),²⁵⁷ a high level of personal support [including dedicated travel agents and a 24/7 help desk] (76)²⁵⁸ and a high level of customisation (63).²⁵⁹
- E.8 Some respondents also provided their own examples of complexity for the management of business travel, including requirements for consistent global reporting,²⁶⁰ a live data feed for duty of care,²⁶¹ specialised payment support²⁶² and support for local languages.²⁶³ Another example that a customer raised in a call is requiring secure offline bookings for sensitive geographic regions.²⁶⁴

Suitability of unmanaged travel

- E.9 The evidence gathered during the phase 1 investigation indicated that GMN customers were unlikely to consider an unmanaged approach to business travel – either where employees booked their own travel or where travel is wholly managed in-house – as an alternative to using a TMC to manage their business travel.²⁶⁵ Due to the strength and consistency of this evidence we did a limited further testing of this during some calls with customers, rather than in the questionnaire.
- E.10 The same view against wholly unmanaged travel was confirmed in these calls. Customers said that having a TMC was essential to be able to comply with duty of care regulations,²⁶⁶ contain the costs of business travel²⁶⁷ and enforce a travel policy.²⁶⁸ Another customer explained that it needs a TMC to be able to quickly

²⁵⁵ Question 2: 'When it comes to business travel agency services for employees, does your company have any of the following complex requirements (tick all that apply). – Selected Choice'. Options include: No complex requirements, Consistent global coverage (encompassing multiple regions/continents), Consistently high service levels across all geographies, A high level of personal support (eg dedicated travel agents, 24/7 help desk), High level of customisation, and Other, please specify.

²⁵⁶ Third party responses to the CMA's customer questionnaire.

²⁵⁷ Third party responses to the CMA's customer questionnaire.

²⁵⁸ Third party responses to the CMA's customer questionnaire.

²⁵⁹ Third party responses to the CMA's customer questionnaire.

²⁶⁰ Third party responses to the CMA's customer questionnaire.

²⁶¹ Third party response to the CMA's customer questionnaire.

²⁶² Third party response to the CMA's customer questionnaire.

²⁶³ Third party response to the CMA's customer questionnaire.

²⁶⁴ Third party call note.

²⁶⁵ CMA, [Phase 1 Decision](#), 30 July 2024, paragraph 56.

²⁶⁶ Third party call note.

²⁶⁷ Third party call note.

²⁶⁸ Third party call note.

respond to a disruption, and that even though some high-status travellers may manage travel directly with a supplier, these bookings will still be integrated into the TMC and count as a transaction managed by the TMC.²⁶⁹ A final customer explained that it does do some tasks in-house, like arranging visas, but that it generally wants an end-to-end TMC which provides a strong technology offering and sufficient data reporting to meet duty of care requirements.²⁷⁰

Using multiple TMCs

- E.11 We asked customers if they used another TMC in addition to the Parties.²⁷¹ We found that, although half of the respondents use multiple TMCs (ie at least one other TMC in addition to GBT or CWT), this is usually for specific reasons, their spend tends to be concentrated with just one TMC (either GBT or CWT), and respondents would generally like to consolidate further.
- E.12 Exactly half of the respondents (45) indicated that they used multiple TMCs, with the other half only using one (GBT or CWT). Some respondents explained why they used multiple TMCs, with six mentioning local preferences,²⁷² four mentioning the impact of acquisitions,²⁷³ four mentioning the provision of special services²⁷⁴ and four suggesting that it is a strategic decision to maintain the ability to switch.²⁷⁵
- E.13 Figure E.1 shows that for those respondents who have one or more TMCs in addition to GBT or CWT, they still tend to channel most of their TTV through just GBT or CWT, with only six respondents spending more than 30% TTV with alternative TMCs. In addition, the respondents who use multiple TMCs almost always use either BCD, FCM or CTM, and only one respondent out of 90 uses a large number of TMCs (5+) and they explained that this was for very specific countries and reasons.²⁷⁶

²⁶⁹ Third party call note.

²⁷⁰ Third party call note.

²⁷¹ Question 5 asked 'In addition to GBT/CWT, is your company using any other TMC to manage business travel for its employees worldwide?'. Options included 'Yes' or 'No'.

²⁷² Third party responses to the CMA's customer questionnaire.

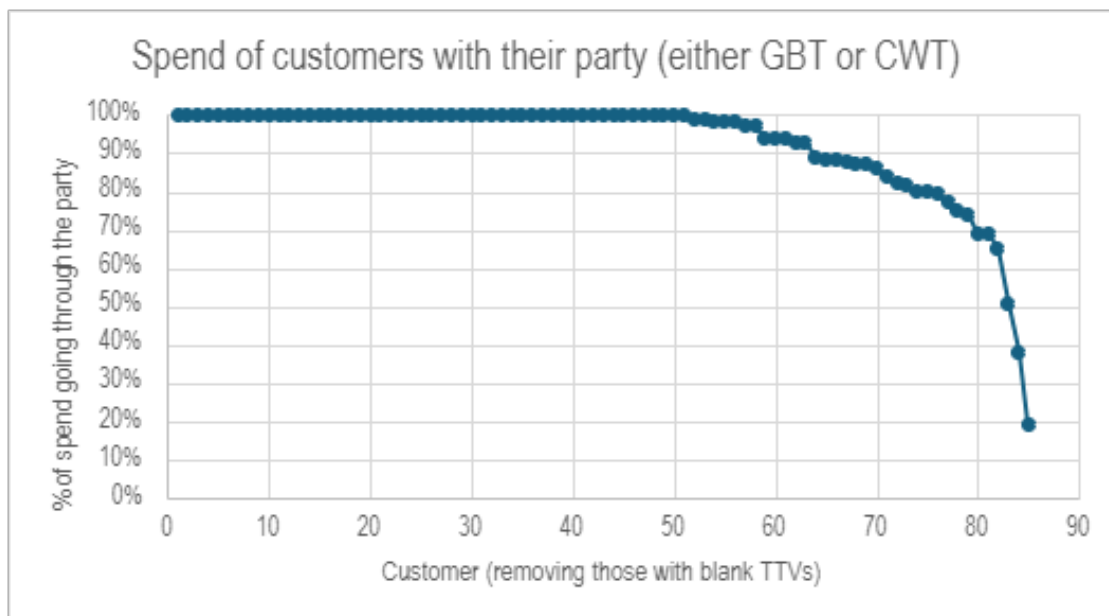
²⁷³ Third party responses to the CMA's customer questionnaire.

²⁷⁴ Third party responses to the CMA's customer questionnaire.

²⁷⁵ Third party responses to the CMA's customer questionnaire.

²⁷⁶ Third party response to the CMA's customer questionnaire.

Figure E.1: Customers' TTV Spend with their TMC (either GBT or CWT)



Source: CMA analysis of third party responses to the CMA's customer questionnaire.

- E.14 Most respondents (72) also indicated that they appoint their TMC (or TMCs) on a global basis, with only 18 respondents adopting a regional or country-by-country approach without having a global TMC.²⁷⁷
- E.15 We also asked customers what they plan to do regarding the number of TMCs that they use in the next two to three years.²⁷⁸
 - (a) The majority of respondents said that they wanted to continue with their current number of TMCs (49).²⁷⁹ The vast majority of these (44) already appoint a TMC globally²⁸⁰ and most (30) only have one TMC.²⁸¹
 - (b) In addition, a relatively large number of respondents (21) said they want to consolidate and use fewer TMCs,²⁸² with some of these (6) commenting that they are planning to or are in the process of consolidating to just one TMC.²⁸³
 - (c) Some (15) did not know what they would do regarding the number of TMCs that they use,²⁸⁴ with most of these (9) explaining that this will depend on the next RFP process.²⁸⁵

²⁷⁷ Third party responses to the CMA's customer questionnaire.

²⁷⁸ Question 7 asked 'Over the next two to three years, does your company plan to:'. Options included: 'Continue with the current number of TMCs', 'Consolidate and use a fewer number of TMCs', 'Use more TMCs' and 'Don't know'.

²⁷⁹ Third party responses to the CMA's customer questionnaire.

²⁸⁰ Third party responses to the CMA's customer questionnaire.

²⁸¹ Third party responses to the CMA's customer questionnaire.

²⁸² Third party responses to the CMA's customer questionnaire.

²⁸³ Third party responses to the CMA's customer questionnaire.

²⁸⁴ Third party responses to the CMA's customer questionnaire.

²⁸⁵ Third party responses to the CMA's customer questionnaire.

- (d) Only a few respondents (5) indicated that they wanted to increase the number of TMCs that they use.²⁸⁶ Explanations given by these customers included that it allows for flexibility where the incumbent doesn't meet their needs²⁸⁷ and that lets them 'review pricing and services with travel partners'.²⁸⁸

Customer calls

E.16 Some of the customers that we held calls with use a different TMC to support certain geographies. For example:

- (a) One customer currently uses GBT as their main TMC, but it uses BCD in the Latin American region and regional/local TMCs in India.²⁸⁹
- (b) One customer uses one global TMC, but it uses a separate provider in South Africa due to legacy arrangements.²⁹⁰
- (c) One customer uses GBT in the UK and BCD in the USA and Australia.²⁹¹

E.17 These customers explained why they used multiple TMCs, but they indicated that they prefer to have fewer TMCs rather than more. For example:

- (a) One customer noted that being fragmented is to some extent helpful, as it allows for internal benchmarking. However, it also said that it would not want to return to the situation from 2012 when it had approximately 140 different TMCs.²⁹²
- (b) One customer uses another TMC in South Africa, but explained that it had previously had 25-30 TMCs, and that when the contract in South Africa finishes it would first look to incorporate this into GBT.²⁹³
- (c) One customer explained that it had recently gone to procurement to consolidate their UK programme while other regions remained under contract.²⁹⁴

E.18 Other customers explained their preference for having just one consolidated TMC, pointing to benefits like efficiency, consistency and overall simplicity for managing travel. For example:

²⁸⁶ Third party responses to the CMA's customer questionnaire.

²⁸⁷ Third party response to the CMA's customer questionnaire.

²⁸⁸ Third party response to the CMA's customer questionnaire.

²⁸⁹ Third party call note. Note that this customer explained that it would consider the larger TMCs even for fragmented services, and it did not want to use regional firms.

²⁹⁰ Third party call note.

²⁹¹ Third party call note.

²⁹² Third party call note.

²⁹³ Third party call note.

²⁹⁴ Third party call note.

- (a) One customer said that it makes their program more simple and improves efficiency, duty of care and the application of the travel policy.²⁹⁵
- (b) One customer said that it was necessary to ensure a consistent service and that this was still possible when using multiple OBTs to account for language differences.²⁹⁶
- (c) One customer said it helps to avoid administrative complexity.²⁹⁷
- (d) One customer said that it reduces complexity and the need for in-house resources.²⁹⁸
- (e) One customer said that it is easier to manage relationships and take advantage of pricing benefits with airlines. It added that there are no meaningful advantages to multi-homing.²⁹⁹
- (f) One customer said it ensures consistency and efficiency and avoid the risk that comes from having multiple TMCs.³⁰⁰

TMC alternatives considered

E.19 In this section we set out the evidence about the TMCs that customers consider to be suitable for managing their business travel requirements. We asked customers to provide suitability ratings for a range of TMCs, which we present first, before analysing qualitative statements that customers made about specific TMCs in their responses and in calls.

Aggregated results

E.20 We asked customers about the most recent procurement process in which they appointed one of the Parties as their TMC. We asked them to indicate the TMCs that they considered at the time and the degree to which each was suitable for their requirements, and then to explain these ratings. In asking this question, we provided a list of 14 TMCs (or partnerships) that respondents could select from and rate. Customers were asked to rate all the TMCs that they considered, including the one that they selected. The scale for the rating was from 1 to 4, with the instructions noting that 1 is 'not suitable', 2 is 'somewhat suitable', 3 is 'suitable' and 4 is 'very suitable', and that they should leave the rating blank if they

²⁹⁵ Third party call note.

²⁹⁶ Third party call note.

²⁹⁷ Third party call note.

²⁹⁸ Third party call note.

²⁹⁹ Third party call note.

³⁰⁰ Third party response to the CMA's questions.

did not consider the TMC at all.³⁰¹ We also asked the customers for the year that the procurement took place, so we could create a subsample with only recent procurement processes.³⁰²

- E.21 In a subsequent question, we asked customers whether their assessment of the suitability of TMCs would be different if they were to go through a procurement today.³⁰³ Those who said that there would be a difference could then list who they would consider as suitable to their requirements and assign ratings to them in the same fashion.
- E.22 Both sets of results are presented below,³⁰⁴ alongside views shared in the calls that we held.

Results from the last procurement process – full sample

- E.23 Figures E.2 to E.6 show which TMCs were considered by customers at the time of their last procurement and how suitable they were seen to be.
- E.24 Figure E.2 presents the number of times that a TMC was considered by a customer (with the vertical bars, using the right-hand axis) and the average suitability rating that it received from these customers (with the dots, using the left-hand axis).

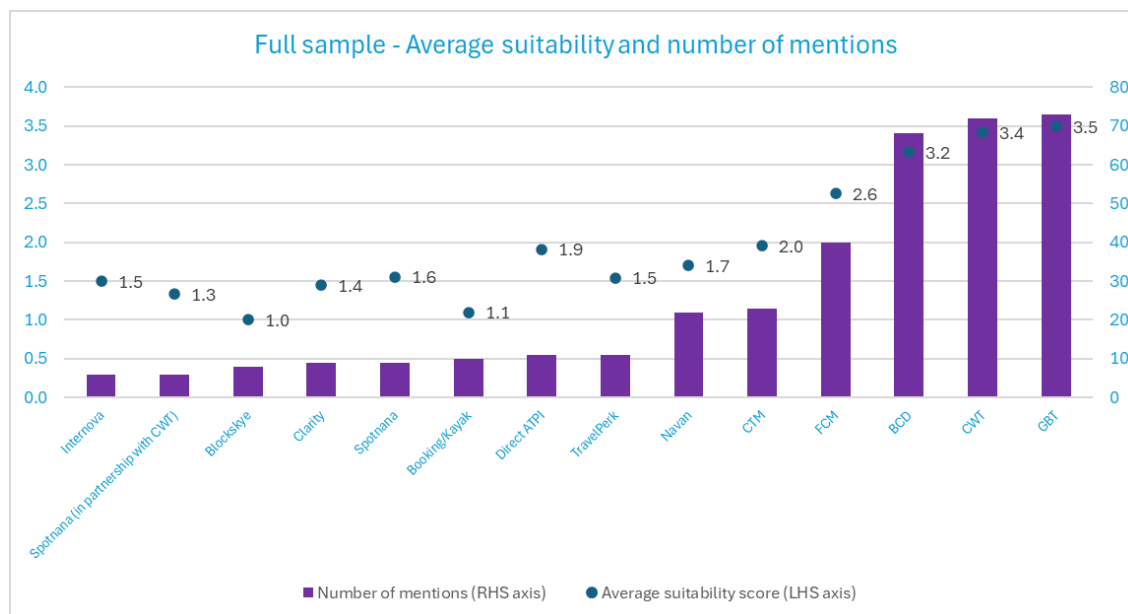
³⁰¹ Question 8 asked customers 'Please think back to the process you went through when your company last appointed GBT as a TMC'. Part f asked 'Please set out which alternative TMCs you considered at the time and to what degree you found them to be suitable for your requirements. (Please rate from 1-4 where 1 is 'not suitable', 2 is 'somewhat suitable, 3 is "suitable" and 4 "very suitable". If you did not consider them at all please leave blank). Please also rate the suitability of GBT/CWT'. The TMCs listed in the questionnaire in alphabetical order were BCD, Blockskye, Booking/Kayak, Clarity, CTM, CWT, Direct ATPI, FCM, GBT, Internova, Navan, Spotnana, Spotnana (in partnership with CWT), TravelPerk, and there was an option to add and rate up to three others.

³⁰² Question 8a asked customers 'Please think back to the process you went through when your company last appointed GBT as a TMC'. Part B asked 'What calendar year did this take place?'.

³⁰³ Question 9 asked customers 'Do you think that TMCs who you would consider to be suitable to your requirements and their ratings would be different if you were to go through the above process today?'. Options included: 'Yes', 'No' and 'Don't know'.

³⁰⁴ Only 83 of the 90 respondents provided responses with ratings for this question, and so the full sample for these results is 83 customers. The remaining customers (one from GBT and six from CWT) didn't provide ratings, but some did indicate which TMCs were considered, and these were limited to GBT, CWT, BCD, Radius Travel and World Travel. We consider that the addition of these would not affect the analysis overall.

Figure E.2: Full sample – TMCs’ average suitability ratings and number of mentions



Source: CMA analysis of third party responses to the CMA’s customer questionnaire.

E.25 Figure E.2 shows that of the respondents who provided ratings (of which there were 83), the majority considered GBT, CWT and BCD, whilst around half considered FCM and around a quarter considered CTM and Navan. The suitability ratings also followed this pattern, with the Parties and BCD rated highest, followed by FCM and then CTM, Navan and other TMCs. Specifically:

- (a) GBT was considered by 73 respondents³⁰⁵ with an average rating of 3.5, and CWT was considered by 72 respondents³⁰⁶ with an average rating of 3.4. We would expect these ratings to be high as all the respondents are customers of either of the two Parties, so we have also checked how customers from one of the Parties rates the other. These are presented in paragraph E.31, and the ratings are similarly high.
- (b) BCD was considered by 68 respondents³⁰⁷ with an average rating of 3.2. This is in line with the high aggregate ratings that GBT and CWT received.
- (c) FCM was considered by 40 respondents³⁰⁸ with an average rating of 2.6, which is between ‘somewhat suitable’ and ‘suitable’.
- (d) CTM was considered by 23 respondents³⁰⁹ with an average rating of 2.0, which corresponds to being ‘somewhat suitable’.

³⁰⁵ Third party responses to the CMA’s customer questionnaire.

³⁰⁶ Third party responses to the CMA’s customer questionnaire.

³⁰⁷ Third party responses to the CMA’s customer questionnaire.

³⁰⁸ Third party responses to the CMA’s customer questionnaire.

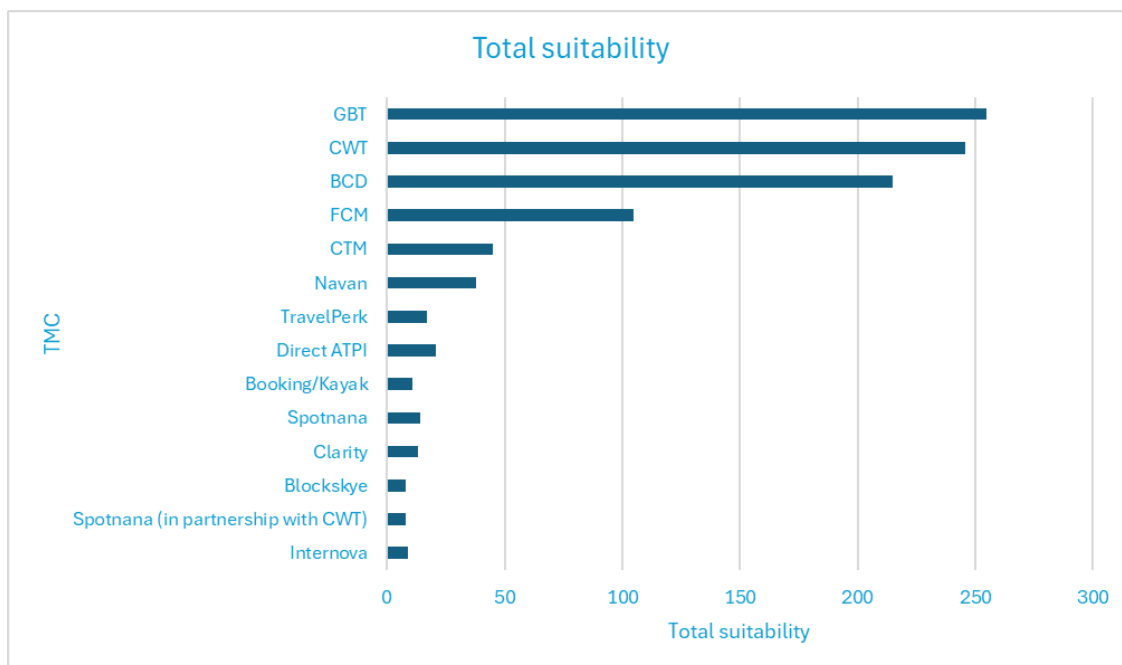
³⁰⁹ Third party responses to the CMA’s customer questionnaire.

- (e) Navan was considered by 22 respondents³¹⁰ with an average rating of 1.7.
- (f) All the other TMCs that we listed were considered by at most 11 respondents and had average ratings between 1.9 (for Direct ATPI) and 1.0 (for Blocksky), which is between 'somewhat suitable' and 'not suitable'. This includes Spotnana, who were considered by 9 customers with an average rating of 1.6.

E.26 In addition to these 14 TMCs (or partnerships) that we listed out in the questionnaire, 18 other TMCs were added as having been considered at the last procurement,³¹¹ by a total of 14 respondents.³¹² Only one of these TMCs (WTT/Radius) was considered by more than one respondent, and it had an average rating of 1.5. All the rest of the other options that were considered were only by one respondent, and although one was rated as a 4 (Copastur TPI) and another as a 3 (ATG), we consider that this means they are not generally seen as suitable to these customers. In addition, these other TMCs usually were rated as either a 1 or 2, primarily because they are not large or global enough.

E.27 Figure E.3 is a composite measure which combines both variables by adding up all the ratings that a TMC received.

Figure E.3: TMCs' total suitability scores



Source: CMA analysis of third party responses to the CMA's customer questionnaire.

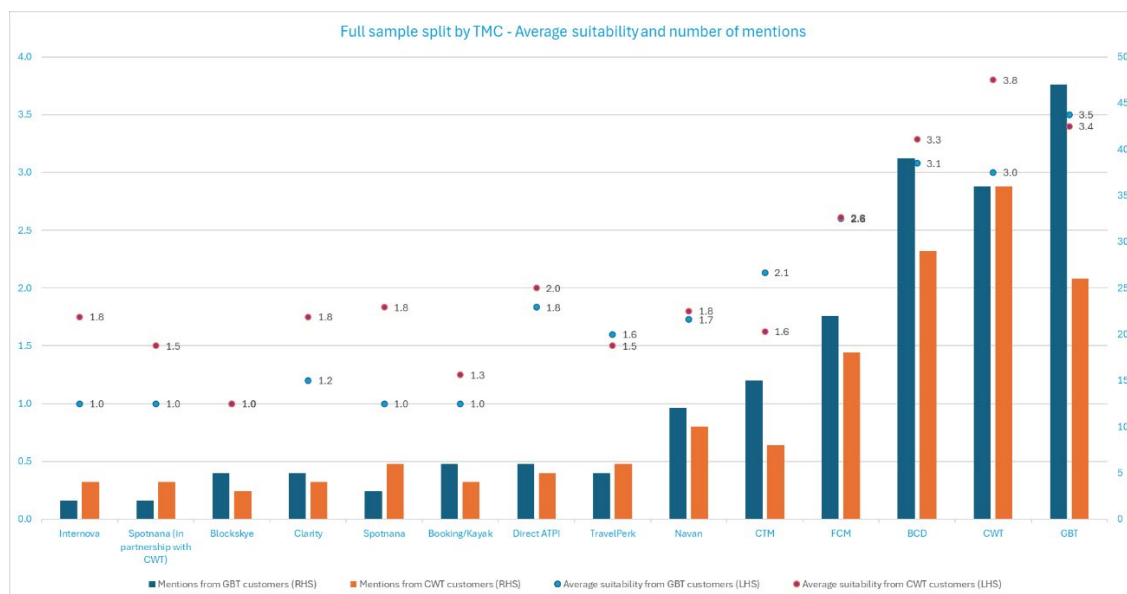
³¹⁰ Third party responses to the CMA's customer questionnaire.

³¹¹ These TMCs were WTT/Radius, Copastur TPI, ATG, Costa Brava, Fast, Footprints, ADTRAV, Visison, Viages El Corte Ingles, Travel, CTD, Froche, Travel Places, Havas, Cap5, Altour and JTB.

³¹² Third party responses to the CMA's customer questionnaire.

- E.28 The results from Figure E.3 are very consistent with those from Figure E.2. Specifically:
- (a) GBT, CWT and BCD have the highest total scores, in excess of 200.
 - (b) FCM have a total score around 100, which is less than half the total scores of the top three TMCs.
 - (c) The other TMCs all have total suitability scores below 50, which is less than one quarter of the total scores of each of the top three TMCs.
- E.29 These results can also be analysed separately for the customers of each party, as presented in Figure E.4 below. This shows some minor differences between how GBT and CWT customers view each of the TMCs. For example, each party is rated more highly by their own customers, but it is still the case that the customers rate the alternative party to the Merger relatively highly (CWT customers rate GBT as 3.4, while GBT customers rate CWT as 3.0).

Figure E.4: Full sample split by GBT/CWT customers – TMCs’ average suitability ratings and number of mentions



Source: CMA analysis of third party responses to the CMA’s customer questionnaire.

- E.30 Specifically:
- (a) We received 48 responses from GBT customers, of which 47 provided ratings for the TMCs that they considered (including GBT, which they eventually appointed). GBT received an average rating of 3.5 (between ‘suitable’ and ‘very suitable’) from these customers. Given GBT won the contract and received the highest rating from these customers, GBT’s rating can be used as a benchmark to assess the other TMC’s scores. 36 of these

47 customers considered CWT³¹³ and gave it an average rating of 3.0 ('suitable'). 39 considered BCD³¹⁴ and gave it an average rating of 3.1 (marginally better than 'suitable'). 22 considered FCM³¹⁵ and gave it an average rating of 2.6 (between 'somewhat suitable' and 'suitable') and 15 considered CTM³¹⁶ and gave it an average rating of 2.1 (marginally better than 'somewhat suitable'). 12 considered Navan³¹⁷ and gave it an average rating of 1.7 (between 'not suitable' and 'somewhat suitable'). Spotnana was considered by 3 GBT customers³¹⁸ and given an average rating of 1.0. Spotnana in partnership with CWT was considered by 2 GBT customers³¹⁹ with an average rating of 1.0.

- (b) We received 42 responses from CWT customers, of which 36 provided ratings for the TMCs that they considered (including CWT, which they eventually appointed). CWT received an average rating of 3.8 (close to 'very suitable') from these customers. Given CWT won the contract and received the highest rating from these customers, CWT's rating can be used as a benchmark to assess the other TMC's scores. 26 of these 36 customers considered GBT³²⁰ and gave it an average rating of 3.4 (between 'suitable' and 'very suitable'). 29 considered BCD³²¹ and gave it an average rating of 3.3 (between 'suitable' and 'very suitable'). 18 considered FCM³²² and gave it an average rating of 2.6 (between 'somewhat suitable' and 'suitable'). 10 considered Navan³²³ and gave it an average rating of 1.8 (close to 'somewhat suitable') and 8 considered CTM³²⁴ and gave it an average rating of 1.6 (between 'not suitable' and 'somewhat suitable'). Spotnana was considered by 6 CWT customers³²⁵ and given an average rating of 1.8. Spotnana in partnership with CWT was considered by 4 CWT customers³²⁶ with an average rating of 1.5.

Results from the last procurement process – more recent sample

- E.31 As part of our forward-looking assessment, we considered whether the responses from those customers who tendered more recently differed. We did this by analysing the results for a subset of respondents who have selected GBT or CWT since 2022. This subset consists of 32 customers, of which 30 provided suitability

³¹³ Third party responses to the CMA's customer questionnaire.

³¹⁴ Third party responses to the CMA's customer questionnaire.

³¹⁵ Third party responses to the CMA's customer questionnaire.

³¹⁶ Third party responses to the CMA's customer questionnaire.

³¹⁷ Third party responses to the CMA's customer questionnaire.

³¹⁸ Third party responses to the CMA's customer questionnaire.

³¹⁹ Third party responses to the CMA's customer questionnaire.

³²⁰ Third party responses to the CMA's customer questionnaire.

³²¹ Third party responses to the CMA's customer questionnaire.

³²² Third party responses to the CMA's customer questionnaire.

³²³ Third party responses to the CMA's customer questionnaire.

³²⁴ Third party responses to the CMA's customer questionnaire.

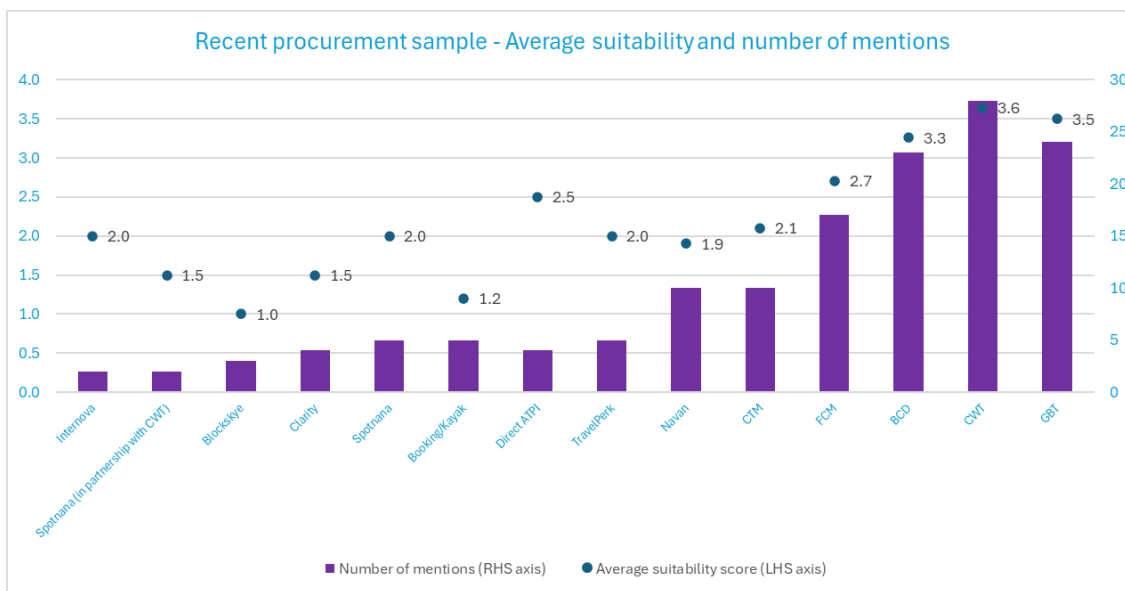
³²⁵ Third party responses to the CMA's customer questionnaire.

³²⁶ Third party responses to the CMA's customer questionnaire.

ratings, made up of 10 GBT customers and 20 CWT customers. Figure E.5 shows these results to be consistent with those from the full sample. Specifically:

- (a) CWT is the most frequently considered (28 customers)³²⁷ and most highly rated TMC (average of 3.6), alongside GBT (24 customers, average rating of 3.5)³²⁸ and BCD (23 customers, average rating of 3.3).³²⁹
- (b) FCM is considered by 17 respondents³³⁰ and has a similar rating as in the full sample at 2.7 compared to 2.6.
- (c) CTM is considered by 10 respondents³³¹ and has a similar rating as in the full sample at 2.1 compared to 2.0.
- (d) Navan is considered by 10 respondents³³² and Spotnana is considered by 5 respondents,³³³ and both have higher average ratings than they did in the full sample (1.9 and 2.0 respectively).

Figure E.5: Recent procurement sample – TMC’s average suitability ratings and number of mentions

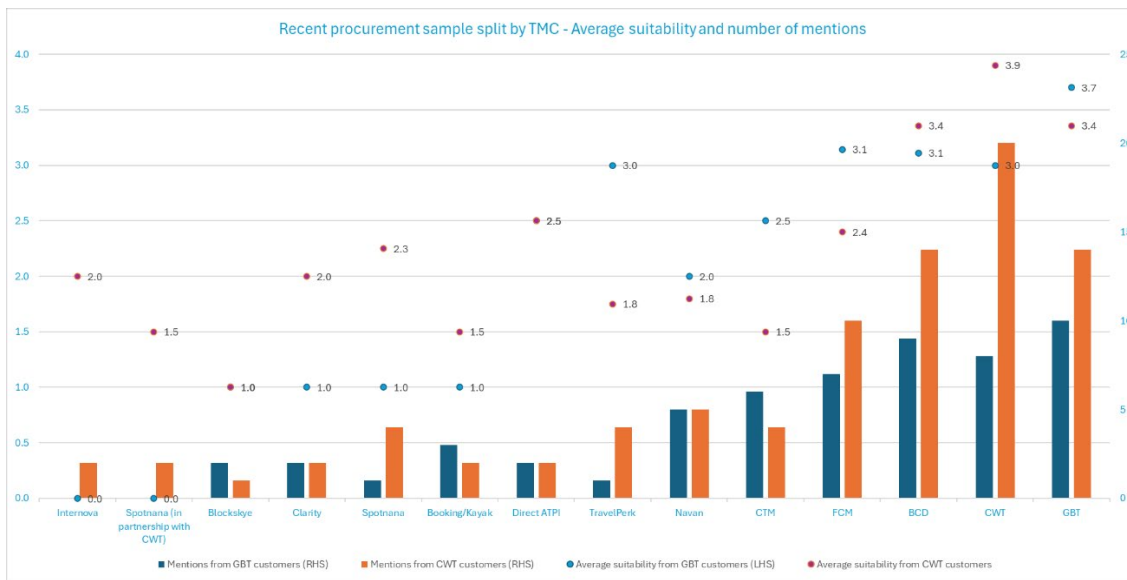


Source: CMA analysis of third party responses to the CMA’s customer questionnaire. Subset of 30 respondents.

E.32 These results can again be analysed separately for the customers of each party, as presented in Figure E.6 below. The results are broadly consistent with the results from the full sample.

³²⁷ Third party responses to the CMA’s customer questionnaire.
³²⁸ Third party responses to the CMA’s customer questionnaire.
³²⁹ Third party responses to the CMA’s customer questionnaire.
³³⁰ Third party responses to the CMA’s customer questionnaire.
³³¹ Third party responses to the CMA’s customer questionnaire.
³³² Third party responses to the CMA’s customer questionnaire.
³³³ Third party responses to the CMA’s customer questionnaire.

Figure E.6: Recent procurement sample split by GBT/CWT customers – TMCs’ average suitability ratings and number of mentions



Source: CMA analysis of third party responses to the CMA’s customer questionnaire. Subset of 30 respondents.

E.33 Specifically:

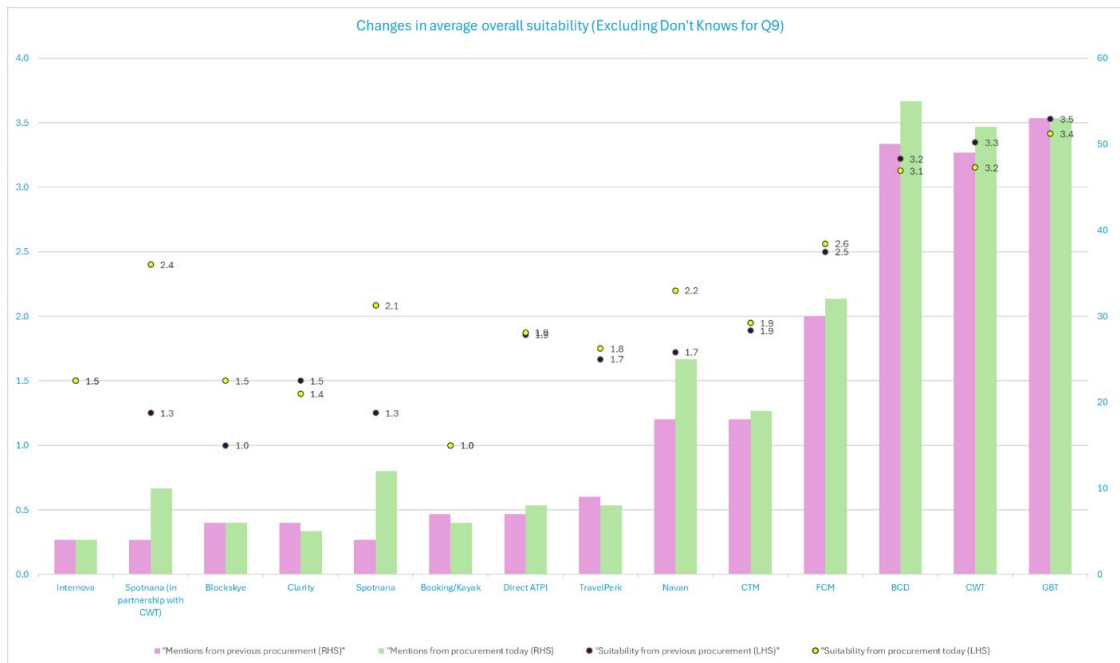
- (a) GBT received an average rating of 3.7 from the 10 GBT customers (between ‘suitable’ and ‘very suitable’).³³⁴ 8 of these customers considered CWT (average rating of 3.0),³³⁵ 9 considered BCD (average rating of 3.1),³³⁶ 7 considered FCM (average rating of 3.1),³³⁷ 6 considered CTM (average rating of 2.5),³³⁸ 5 considered Navan (average rating of 1.8)³³⁹ and 1 considered Spotnana (rating of 1.0).³⁴⁰
- (b) CWT received an average rating of 3.9 from the 20 CWT customers (close to ‘very suitable’).³⁴¹ 14 of these customers considered GBT (average rating of 3.4),³⁴² 14 considered BCD (average rating of 3.4),³⁴³ 10 considered FCM (average rating of 2.4),³⁴⁴ 4 considered CTM (average rating of 1.5),³⁴⁵ 5 considered Navan (average rating of 1.8)³⁴⁶ and 4 considered Spotnana (average rating of 2.3).³⁴⁷

³³⁴ Third party responses to the CMA’s customer questionnaire.
³³⁵ Third party responses to the CMA’s customer questionnaire.
³³⁶ Third party responses to the CMA’s customer questionnaire.
³³⁷ Third party responses to the CMA’s customer questionnaire.
³³⁸ Third party responses to the CMA’s customer questionnaire.
³³⁹ Third party responses to the CMA’s customer questionnaire.
³⁴⁰ Third party responses to the CMA’s customer questionnaire.
³⁴¹ Third party responses to the CMA’s customer questionnaire.
³⁴² Third party responses to the CMA’s customer questionnaire.
³⁴³ Third party responses to the CMA’s customer questionnaire.
³⁴⁴ Third party responses to the CMA’s customer questionnaire.
³⁴⁵ Third party responses to the CMA’s customer questionnaire.
³⁴⁶ Third party responses to the CMA’s customer questionnaire.
³⁴⁷ Third party responses to the CMA’s customer questionnaire.

Results if customers were going through a procurement process today

- E.34 We asked customers if they believed that the TMCs they find suitable and their ratings would differ if they repeated the evaluation process today. Approximately one third of respondents indicated that their assessment of TMCs' suitability would not be different if they were to procure a TMC today relative to their last procurement (32 out of 90)³⁴⁸, one third (30 out of 90) of the respondents indicated that their assessment would be different and they provided new ratings,³⁴⁹ and approximately one third of respondents did not know (28 out of 90).³⁵⁰
- E.35 We have used these selections to create results for what the considerations and suitability for TMCs would look like if customers were going through a procurement today. We excluded the respondents who didn't know, leaving a sample of 62 customers (58 of which provided suitability ratings). For the customers who thought that suitability would change, we used the new ratings they provided, while for those who did not think that suitability would change, we used the ratings they gave for their most recent procurement. Figure E.7 therefore shows the ratings that these 58 customers would give for a procurement today compared to when they last did a procurement.³⁵¹

Figure E.7: Changes in TMCs' average suitability ratings between today and last procurement



Source: CMA analysis of third party responses to the CMA's customer questionnaire. Subset of 58 respondents.

³⁴⁸ Third party responses to the CMA's customer questionnaire.
³⁴⁹ Third party responses to the CMA's customer questionnaire.
³⁵⁰ Third party responses to the CMA's customer questionnaire.
³⁵¹ Third party responses to the CMA's customer questionnaire.

- E.36 Figure E.7 shows that some TMCs would be rated slightly higher today than they were at the time of the previous procurements, and some would be rated slightly lower. Specifically:
- (a) The Parties, BCD, FCM and CTM would be considered a similar number of times today and their average suitability ratings are largely unchanged. For GBT, the number of customers that would consider it remained at 53 and the average rating decreased from 3.5 to 3.4. For CWT, the number of customers that would consider it increased from 49 to 52 and the average rating decreased from 3.3 to 3.2.
 - (b) 7 more customers (in net terms) would consider Navan today than they did at the last procurement,³⁵² and its average rating is up by 0.5 (from 1.7 to 2.2).
 - (c) 8 more customers (in net terms) would consider Spotnana,³⁵³ and its average rating is up by 0.8 (from 1.3 to 2.1). 6 more (in net terms) would also consider the Spotnana/CWT partnership,³⁵⁴ and its average rating is up by 1.1 (from 1.3 to 2.4), although we note that Spotnana would in this partnership not operate as a TMC but as a technology provider.
 - (d) No additional 'other' TMCs would be considered compared to those that were considered for the customers' most recent procurement, in paragraph E.27 and footnote 311.
- E.37 Some of these respondents who changed their ratings left comments, which we present in the following sections on specific TMCs.

Customer calls

- E.38 The calls that we had with customers resulted in similar findings to the questionnaire regarding the suitability of other TMCs. All 11 of the customers included GBT, CWT and BCD in their most recent procurement, with nearly all (9) including FCM as well. Other TMCs were only included by a small number of customers, such as Navan (4), CTM (2) and Spotnana (1). The evidence from calls is explored further in the following sections on specific TMCs.

Evidence about individual TMCs

GBT

- E.39 GBT was viewed as the most suitable TMC by the respondents to the questionnaire. It was the highest rated TMC overall, with an average rating of 3.5,

³⁵² Third party responses to the CMA's customer questionnaire.

³⁵³ Third party responses to the CMA's customer questionnaire.

³⁵⁴ Third party responses to the CMA's customer questionnaire.

and was the second highest rated TMC among CWT customers. As shown in Figure E.4, 26 of the 36 CWT customers considered it before making their choice at the last procurement,³⁵⁵ and they gave GBT an average rating of 3.4. This involved 12 CWT customers giving it a rating of 4.³⁵⁶

- E.40 The 23 CWT customers³⁵⁷ who provided comments about GBT noted a number of positives, such as its global coverage (11)³⁵⁸ and its capabilities and similarities to CWT (8).³⁵⁹ For example, one customer said that it ‘is a very valid alternative to CWT’,³⁶⁰ while another said that it ‘was a close second to CWT and could meet all of our global requirements’.³⁶¹
- E.41 A few CWT customers noted some weaknesses in the offering of GBT, explaining why they did not choose it. This includes customers having issues with its pricing (4),³⁶² the quality of its’ service (2),³⁶³ and a lack of flexibility (1).³⁶⁴
- E.42 There was very little change in the consideration and rating of GBT if a procurement took place today, with the same number of respondents considering it and a slightly lower average rating from the sample for the procurement today of 3.4 rather than 3.5.³⁶⁵ Some customers who changed their rating about GBT added comments:
- (a) Some (4) thought that GBT was less suitable today than at their last procurement³⁶⁶ because it does not offer a credit facility,³⁶⁷ does not have the best OBT³⁶⁸ or is not as capable as it had claimed.³⁶⁹
 - (b) One customer thought that GBT was more suitable today and noted its global network.³⁷⁰
- E.43 Customers we held calls with were largely very positive about GBT. This included a recognition that GBT has competitive pricing and a unique virtual hub environment³⁷¹ and very good technology.³⁷²

³⁵⁵ Third party responses to the CMA’s customer questionnaire.

³⁵⁶ Third party responses to the CMA’s customer questionnaire.

³⁵⁷ Third party responses to the CMA’s customer questionnaire.

³⁵⁸ Third party responses to the CMA’s customer questionnaire.

³⁵⁹ Third party responses to the CMA’s customer questionnaire.

³⁶⁰ Third party responses to the CMA’s customer questionnaire.

³⁶¹ Third party responses to the CMA’s customer questionnaire.

³⁶² Third party responses to the CMA’s customer questionnaire.

³⁶³ Third party responses to the CMA’s customer questionnaire.

³⁶⁴ Third party responses to the CMA’s customer questionnaire.

³⁶⁵ Third party responses to the CMA’s customer questionnaire.

³⁶⁶ Third party responses to the CMA’s customer questionnaire.

³⁶⁷ Third party responses to the CMA’s customer questionnaire.

³⁶⁸ Third party responses to the CMA’s customer questionnaire.

³⁶⁹ Third party responses to the CMA’s customer questionnaire.

³⁷⁰ Third party responses to the CMA’s customer questionnaire.

³⁷¹ Third party call note.

³⁷² Third party call note.

E.44 One customer however did note that GBT being the largest TMC had both positive and negative implications, as it is more focussed on size and less on the customer experience than rivals like CWT.³⁷³ Another customer [X] explained that there were some shortfalls to its service and its costs were relatively high.³⁷⁴

CWT

E.45 CWT was viewed as a suitable TMC by customers, with the second highest average rating (at 3.4) and the third highest by GBT customers. 36 of the 47 GBT customers who provided ratings considered it before making their choice at the last procurement and they gave CWT an average rating of 3.0,³⁷⁵ which is slightly lower than they gave to BCD. This involved 12 GBT customers giving it a rating of 4.³⁷⁶

E.46 In the subset for the TMC selections since 2022, CWT was considered by 8 out of ten GBT customers who gave it an average rating of 3.0,³⁷⁷ which was similar to BCD and FCM. CWT was considered by a notably higher number of customers than all other TMCs, including CTM, Navan and Spotnana.³⁷⁸

E.47 The GBT customers who provided comments (27)³⁷⁹ noted a number of positives about CWT, such as its global coverage (12 comments),³⁸⁰ its reputation (2),³⁸¹ its pricing (1)³⁸² and its financials (1).³⁸³ For example, one customer said that it is 'seen as a leader in certain aspects'³⁸⁴ while another said that it 'scored very favourably on global reach and technology and strong financials'.³⁸⁵

E.48 A few GBT customers noted some weaknesses in the offering of CWT, explaining why they did not choose it. This includes some customers (4)³⁸⁶ who said that it was more expensive, had a lesser service (3)³⁸⁷ or was not global enough (2).³⁸⁸ Two customers also commented negatively about CWT's financial situation:

³⁷³ Third party call note.

³⁷⁴ Third party call note.

³⁷⁵ Third party responses to the CMA's customer questionnaire.

³⁷⁶ Third party responses to the CMA's customer questionnaire.

³⁷⁷ Third party responses to the CMA's customer questionnaire.

³⁷⁸ Note that TravelPerk also have a rating of 3.0, but was only considered by one customer.

³⁷⁹ Third party responses to the CMA's customer questionnaire.

³⁸⁰ Third party responses to the CMA's customer questionnaire.

³⁸¹ Third party responses to the CMA's customer questionnaire.

³⁸² Third party responses to the CMA's customer questionnaire.

³⁸³ Third party responses to the CMA's customer questionnaire.

³⁸⁴ Third party responses to the CMA's customer questionnaire.

³⁸⁵ Third party responses to the CMA's customer questionnaire.

³⁸⁶ Third party responses to the CMA's customer questionnaire.

³⁸⁷ Third party responses to the CMA's customer questionnaire.

³⁸⁸ Third party responses to the CMA's customer questionnaire.

- (a) One customer rated CWT as a 3 and said that ‘many of their services have equivalence to GBT’ but that it is ‘weaker on ownership, financial stability and technology investment’.³⁸⁹
- (b) Another customer rated CWT as a 4 and said that ‘CWT scored highest but there were concerns about their financial health’.³⁹⁰

E.49 There was again a limited change in the consideration and rating of CWT if a procurement were to take place today, with three more customers (in net terms) considering it³⁹¹ and a slightly lower average rating of 3.2 as opposed to 3.3. Some of the customers who changed their ratings about CWT added comments:

- (a) Four customers explained why they would consider CWT today or would view it as more suitable,³⁹² with three of these rating it as ‘very suitable’ and saying that it has a ‘real’ worldwide network,³⁹³ is ‘similar to GBT in terms of size and service’³⁹⁴ and has had ‘Process efficiencies and advancement in technology space’.³⁹⁵
- (b) Five customers explained why they think CWT are less suitable today.³⁹⁶ Three of these refer to the Merger,³⁹⁷ and the others say that its investments have reduced since Covid³⁹⁸ and that it’s ‘financial problems make it less suitable’.³⁹⁹

E.50 Some customers we held calls with set out a number of reasons why CWT had a strong offering, despite its previous financial difficulties. For example:

- (a) One customer, [X], considers CWT alongside GBT, BCD and FCM, [X]. It explained that CWT had embraced disruptive technology in a way that GBT had not and focus on customers, which differentiates it from GBT (who is more focussed on size).⁴⁰⁰
- (b) One customer, [X], said that it was chosen because of its technology, global reach, flexibility and streamlined approach to data and reporting.⁴⁰¹

³⁸⁹ Third party responses to the CMA’s customer questionnaire.

³⁹⁰ Third party responses to the CMA’s customer questionnaire.

³⁹¹ Third party responses to the CMA’s customer questionnaire.

³⁹² Third party responses to the CMA’s customer questionnaire.

³⁹³ Third party responses to the CMA’s customer questionnaire.

³⁹⁴ Third party responses to the CMA’s customer questionnaire.

³⁹⁵ Third party responses to the CMA’s customer questionnaire.

³⁹⁶ Third party responses to the CMA’s customer questionnaire.

³⁹⁷ Third party responses to the CMA’s customer questionnaire.

³⁹⁸ Third party responses to the CMA’s customer questionnaire.

³⁹⁹ Third party responses to the CMA’s customer questionnaire.

⁴⁰⁰ Third party call note.

⁴⁰¹ Third party call note.

- (c) One customer, [REDACTED], said that CWT has a very strong service offering and is one of the best TMCs for process management, and that although it has had some financial difficulties, it still has a strong overall offering.⁴⁰²
- (d) One customer, [REDACTED], said that CWT had the best overall offer for a procurement [REDACTED], and provides more dedicated staff and a hub model which helps to reduce costs.⁴⁰³ It also noted that it considered CWT's financial position as part of its financial due diligence and did not have any concerns about CWT's ability to meet its needs despite CWT's previous financial difficulties.⁴⁰⁴

E.51 However, some other customers noted that the CWT service had [REDACTED] since 2019. For example:

- (a) One customer, [REDACTED], explained that CWT didn't score very well during procurement [REDACTED]. However, it would still consider CWT in a procurement today.⁴⁰⁵
- (b) One customer said that CWT had [REDACTED], and that [REDACTED]. As a result of this, it did not consider CWT when it renewed the contract with GBT in 2023. [REDACTED].⁴⁰⁶
- (c) One customer said that [REDACTED], and that it would not be considered in a procurement today because it is no longer a true competitor to GBT.⁴⁰⁷
- (d) One customer, [REDACTED], noted that CWT was not supporting the account in a way that was needed to manage a global programme and did not scale as required, particularly following the end of the pandemic as travel increased. Some employees [REDACTED].⁴⁰⁸

BCD

E.52 Customers consider BCD to be a suitable TMC. 68 respondents out of the 83 who gave ratings considered it at their most recent procurement,⁴⁰⁹ with an average rating of 3.2. A total of 27 respondents gave BCD a rating of 4.⁴¹⁰

E.53 Respondents thought that BCD was comparable to both Parties and strong on a number of dimensions. For example, respondents noted that it had global

⁴⁰² Third party call note.

⁴⁰³ Third party call note.

⁴⁰⁴ Third party call note.

⁴⁰⁵ Third party call note.

⁴⁰⁶ Third party call note.

⁴⁰⁷ Third party call note.

⁴⁰⁸ Third party call note.

⁴⁰⁹ Third party responses to the CMA's customer questionnaire.

⁴¹⁰ Third party responses to the CMA's customer questionnaire.

coverage (6),⁴¹¹ scored strongly on technology and financials,⁴¹² and was equal to GBT.⁴¹³

E.54 Some customers also rated BCD highly on the customer calls:

- (a) One customer selected BCD on the basis that it had the highest score across all of their procurement criteria.⁴¹⁴
- (b) Another customer said that in 2022 there were only three TMCs that could meet their needs – the Parties and BCD.⁴¹⁵

E.55 However, customers did mention some weaknesses in the offering of BCD. For example, respondents noted that it did not have full geographic coverage (2),⁴¹⁶ lacked industry experience,⁴¹⁷ and was more expensive than GBT.⁴¹⁸

E.56 These weaknesses were also recognised on some customer calls:

- (a) One customer was not satisfied that BCD could deliver at the scale necessary for its programme, and so eliminated BCD before the final round (which was between AmexGBT and CWT).⁴¹⁹
- (b) Another customer explained that BCD has some weaknesses against the Parties, particularly lacking their global breadth, reporting tools and service offerings. It also said that BCD has a large partner network relative to their proprietary network.⁴²⁰
- (c) A further customer said that BCD has great technology and a great solution, but that it was the highest cost option and so eliminated on that basis.⁴²¹

E.57 As with the Parties and seen in Figure E.7, there was a limited change to the suitability of BCD for a procurement today, with five more respondents considering it (in net terms) and a slight reduction in average suitability from 3.2 to 3.1. Some of the respondents who changed their views added comments:

- (a) Six respondents now considered BCD as an alternative,⁴²² with one respondent saying that it is ‘similar to GBT in terms of size and service’.⁴²³

⁴¹¹ Third party responses to the CMA’s customer questionnaire.

⁴¹² Third party response to the CMA’s customer questionnaire.

⁴¹³ Third party response to the CMA’s customer questionnaire.

⁴¹⁴ Third party call note.

⁴¹⁵ Third party call note.

⁴¹⁶ Third party responses to the CMA’s customer questionnaire.

⁴¹⁷ Third party responses to the CMA’s customer questionnaire.

⁴¹⁸ Third party responses to the CMA’s customer questionnaire.

⁴¹⁹ Third party call note.

⁴²⁰ Third party call note.

⁴²¹ Third party call note.

⁴²² Third party responses to the CMA’s customer questionnaire.

⁴²³ Third party responses to the CMA’s customer questionnaire.

- (b) Three respondents decreased their rating for BCD,⁴²⁴ with one who had rated it as a 4 as a 'global TMC offering relevant tool and service for global companies' now rating it as a 2 and 'a small TMC compared to GBT'.⁴²⁵

FCM

- E.58 FCM was seen by the customers as the fourth most suitable TMC, behind GBT, CWT and BCD but ahead of CTM, Navan and the other TMCs. As seen in Figure E.2, 40 respondents to the questionnaire considered FCM at their last procurement,⁴²⁶ giving it an average rating of 2.6, which puts it in-between 'somewhat suitable' and 'suitable'. It was given a rating of 4 by eight respondents.⁴²⁷
- E.59 Some customers were very positive about FCM and considered it to compete on par with the Parties and BCD. This includes:
- (a) The eight respondents who gave FCM a rating of 4, explained that:
- (i) FCM is one of the large TMCs globally able to serve global Customers.⁴²⁸
 - (ii) FCM has presence in 'major markets' and 'advanced technology'.⁴²⁹
 - (iii) FCM met 'all mandatory specifications'.⁴³⁰
- (b) Nearly all (9 out of 11) customers that we held calls with who considered FCM as an option for their most recent procurement. FCM was viewed particularly strongly by one customer, who said that FCM had become a global TMC and is now capable of handling a programme like this customer.⁴³¹
- E.60 Some respondents however were more reserved about the strengths of FCM. For example:
- (a) Two customers were concerned that FCM was too 'decentralised'.⁴³²

⁴²⁴ Third party responses to the CMA's customer questionnaire.

⁴²⁵ Third party responses to the CMA's customer questionnaire.

⁴²⁶ Third party responses to the CMA's customer questionnaire.

⁴²⁷ Third party responses to the CMA's customer questionnaire.

⁴²⁸ Third party responses to the CMA's customer questionnaire.

⁴²⁹ Third party responses to the CMA's customer questionnaire.

⁴³⁰ Third party responses to the CMA's customer questionnaire.

⁴³¹ Third party call note.

⁴³² Third party responses to the CMA's customer questionnaire.

(b) Another customer suggested that 'FCM is closely matched to BCD but does not give the same global reach and experience of dealing with regulated large corporate enterprises'.⁴³³

(c) Another customer suggested said that FCM was a 'Small Global TMC'.⁴³⁴

E.61 Other respondents were negative overall about FCM saying that, including that:

(a) FCM had 'No global coverage'.⁴³⁵

(b) FCM had weak presence in regions other than APAC.⁴³⁶

(c) FCM no-bid a customer's RFP 'because they deemed they couldn't handle' the customer's 'global business'.⁴³⁷

E.62 These mixed and negative comments reflect some of the views that we heard from customers that we held calls with, who tended not to progress FCM to the final rounds of their procurement. For example:

(a) One customer said that, although FCM was involved in the early stages of its procurement in 2022, FCM pulled out from it as it was too early for it to present a credible offer.⁴³⁸

(b) One customer said that FCM lack service in North America, has a short track record and has a smaller client pool than other TMCs.⁴³⁹

(c) One customer said that FCM has struggled to gain market share in recent years due to lack of proprietary technology and a reliance on third party solutions.⁴⁴⁰

(d) One customer said that FCM could not serve it in all necessary geographies.⁴⁴¹

E.63 As shown in Figure E.7, the number of respondents considering FCM and the rating that it is given are again similar for a procurement today, with a slightly higher average suitability rating of 2.6 as opposed to 2.5. Some of the respondents who changed their views added comments:

⁴³³ Third party responses to the CMA's customer questionnaire.

⁴³⁴ Third party responses to the CMA's customer questionnaire.

⁴³⁵ Third party responses to the CMA's customer questionnaire.

⁴³⁶ Third party responses to the CMA's customer questionnaire.

⁴³⁷ Third party responses to the CMA's customer questionnaire.

⁴³⁸ Third party call note.

⁴³⁹ Third party call note.

⁴⁴⁰ Third party call note.

⁴⁴¹ Third party call note.

- (a) Four respondents explained why they thought FCM was more suitable today than it was at the last procurement,⁴⁴² saying that:
 - (i) FCM is a 'little smaller than the "big 3" TMCs so likely to be some gaps in customisation and scope'.⁴⁴³
 - (ii) The use of Neo is not as important as previously, which previously had made FCM less suitable.⁴⁴⁴
 - (iii) FCM is a reputable supplier with extensive coverage.⁴⁴⁵
- (b) Another respondent kept it's rating as a 4 and said that FCM are a 'rising star' that 'can take on the larger TMCs such as GBT'.⁴⁴⁶
- (c) Other (2) respondents however thought that FCM was less suitable today,⁴⁴⁷ pointing to FCM not having 'sufficient global coverage'.⁴⁴⁸

CTM

- E.64 CTM was seen by customers to be somewhat suitable but a weaker option than FCM. Figure E.2 shows that CTM was considered by around a quarter of respondents (23)⁴⁴⁹ and was given an average suitability rating of 2.0. This is fewer considerations and a lower rating than GBT, CWT, BCD and FCM. As seen in Figure E.4, CTM was considered more often by GBT customers and was also given a higher suitability rating from them compared to CWT customers.
- E.65 CTM didn't receive any ratings of 4, and the most positive comments that were left about CTM were that it has 'adequate infrastructure',⁴⁵⁰ 'can deliver a UK service'⁴⁵¹ and is in 'consideration for market review in 2025'.⁴⁵²
- E.66 In general, the views on CTM from respondents were negative. For example:
 - (a) No respondents mentioned that CTM had global coverage, and 10 explicitly said that they had insufficient geographic coverage.⁴⁵³ Some comments to this effect include that CTM:

⁴⁴² Third party responses to the CMA's customer questionnaire.

⁴⁴³ Third party responses to the CMA's customer questionnaire.

⁴⁴⁴ Third party responses to the CMA's customer questionnaire.

⁴⁴⁵ Third party responses to the CMA's customer questionnaire.

⁴⁴⁶ Third party responses to the CMA's customer questionnaire.

⁴⁴⁷ Third party responses to the CMA's customer questionnaire.

⁴⁴⁸ Third party responses to the CMA's customer questionnaire.

⁴⁴⁹ Third party responses to the CMA's customer questionnaire.

⁴⁵⁰ Third party responses to the CMA's customer questionnaire.

⁴⁵¹ Third party responses to the CMA's customer questionnaire.

⁴⁵² Third party responses to the CMA's customer questionnaire.

⁴⁵³ Third party responses to the CMA's customer questionnaire.

- (i) Has a 'lack of global presence'.⁴⁵⁴
 - (ii) 'no-bid our RFP because they deemed they couldn't handle our global business'.⁴⁵⁵
 - (iii) Is a 'TMC with focus on small & medium enterprises; local focus on UK'.⁴⁵⁶
 - (iv) 'lacks the same global reach and experience to handle [redacted] complex needs', which the customer notes is the same for FCM.⁴⁵⁷
 - (v) 'Did not have presence in all [redacted] required countries'.⁴⁵⁸
 - (vi) '[redacted]'.⁴⁵⁹
- (b) Other customers noted that CTM had servicing issues,⁴⁶⁰ has a reporting platform that is not fully implemented⁴⁶¹ and is focussed on SMEs.⁴⁶²

E.67 Figure E.7 highlights that the number of respondents considering CTM and the rating it was given are again similar for procurement today, with 1 more respondent considering it (in net terms),⁴⁶³ and no change in average suitability, remaining at 1.9. The comments that customers left did not inform of any changes to the competitive position of CTM in recent years, with one customer noting that it still does not have sufficient global coverage.⁴⁶⁴

E.68 The customers that we held calls with also indicated weaknesses with CTMs offering. For example:

- (a) One customer said that CTM does not have the scope for a programme like theirs. However, it also noted that CTM is more focussed on customers with a TTV of \$25-100 million than on the very largest customers.⁴⁶⁵
- (b) One customer said that CTM was excluded from their current procurement because of its small size and breadth of offering.⁴⁶⁶
- (c) One customer said that CTM is a regional firm.⁴⁶⁷

⁴⁵⁴ Third party responses to the CMA's customer questionnaire.

⁴⁵⁵ Third party responses to the CMA's customer questionnaire.

⁴⁵⁶ Third party responses to the CMA's customer questionnaire.

⁴⁵⁷ Third party responses to the CMA's customer questionnaire.

⁴⁵⁸ Third party responses to the CMA's customer questionnaire.

⁴⁵⁹ Third party responses to the CMA's customer questionnaire.

⁴⁶⁰ Third party responses to the CMA's customer questionnaire.

⁴⁶¹ Third party responses to the CMA's customer questionnaire.

⁴⁶² Third party responses to the CMA's customer questionnaire.

⁴⁶³ Third party responses to the CMA's customer questionnaire.

⁴⁶⁴ Third party responses to the CMA's customer questionnaire.

⁴⁶⁵ Third party call note.

⁴⁶⁶ Third party call note.

⁴⁶⁷ Third party call note.

- (d) One customer explained that CTM pulled out of their procurement process in 2022 because it did not have the capacity to service the client.⁴⁶⁸
- (e) One customer said that CTM was considered in the past, but that it was not invited to the procurement in 2022.⁴⁶⁹

Navan

- E.69 22 respondents out of the 83 considered Navan at their most recent procurement,⁴⁷⁰ and they gave it an average rating of 1.7.⁴⁷¹ Of course, as a more recent entrant, it is also important to assess the views for a procurement today, where Navan would be considered more times (25 out of 58)⁴⁷² and rated more highly at 2.2.
- E.70 At the most recent procurement, Navan was never rated with a 4 and the most positive comments about it said that it's 'NDC solution was attractive'⁴⁷³ and that it had 'access to content'.⁴⁷⁴
- E.71 For a procurement today several customers (9) rated Navan more highly than they previously did,⁴⁷⁵ with most of these (6) not consider it at all in their previous procurement.⁴⁷⁶ Customers gave some explanations for this, including:
- (a) One customer who now rated it as 4 (the only one) said, 'Navan has developed since our first RFP'.⁴⁷⁷
 - (b) Another customer who now rated it as a 3 said that Navan had an 'Interesting value proposition with tech-first approach and very good NDC content and access'.⁴⁷⁸
 - (c) Another customer with a rating of 3 said that Navan has a 'New service model with focus on end-to-end'.⁴⁷⁹
 - (d) Another customer suggested that Navan has a 'Better offering now', but only rated it as a 1.⁴⁸⁰

⁴⁶⁸ Third party call note.

⁴⁶⁹ Third party call note.

⁴⁷⁰ Third party responses to the CMA's customer questionnaire.

⁴⁷¹ Two customers considered Reed & Mackay as an option at their most recent procurement and given that this company has now been acquired by Navan, these considerations and ratings have been added to Navan. This has not materially changed the ratings for Navan.

⁴⁷² Third party responses to the CMA's customer questionnaire.

⁴⁷³ Third party responses to the CMA's customer questionnaire.

⁴⁷⁴ Third party responses to the CMA's customer questionnaire.

⁴⁷⁵ Third party responses to the CMA's customer questionnaire.

⁴⁷⁶ Third party responses to the CMA's customer questionnaire.

⁴⁷⁷ Third party responses to the CMA's customer questionnaire.

⁴⁷⁸ Third party responses to the CMA's customer questionnaire.

⁴⁷⁹ Third party responses to the CMA's customer questionnaire.

⁴⁸⁰ Third party responses to the CMA's customer questionnaire.

- E.72 However, several customers, including those who would consider it in a procurement today, recognised weaknesses of Navan’s offering and provided negative comments about Navan.
- E.73 For example, customers explained that at their last procurement Navan:
- (a) Did not have the global coverage and expertise to handle its needs ([X]).⁴⁸¹
 - (b) Did not have enough agents to support a high touch programme.⁴⁸²
 - (c) Was not ready for large volume accounts.⁴⁸³
 - (d) Could not meet complex requirements.⁴⁸⁴
 - (e) Did not have global capabilities.⁴⁸⁵
- E.74 In addition, some of those who would consider Navan or rate it more highly for a procurement today still recognised weaknesses in its offering. For example:
- (a) One customer, who had previously rated it as a 2 because it ‘did not have TMC capabilities’, gave it a rating of 3 for a procurement today, saying it had improved its tool and ‘[X]’.⁴⁸⁶
 - (b) Another customer, whose rating improved from 2 to 3, commented that ‘Navan has made improvements to their offline offerings and global presence since our last RFP. However, they are not quite as strong as the legacy agencies with their overall value proposition’.⁴⁸⁷
 - (c) Another customer (rating of 2) suggested that Navan is an ‘Upcoming TMC which would be considered, but unlikely to be able to manage a large, global, complex organisation like ours’.⁴⁸⁸
 - (d) Another customer (rating of 2) suggested that Navan has ‘Limited offline service’.⁴⁸⁹
- E.75 Most customers that we spoke to in calls suggested that Navan were not suitable as a TMC. Only two customers considered Navan in their most recent procurement,⁴⁹⁰ while others explained that it did not think that Navan had

⁴⁸¹ Third party responses to the CMA’s customer questionnaire.
⁴⁸² Third party responses to the CMA’s customer questionnaire.
⁴⁸³ Third party responses to the CMA’s customer questionnaire.
⁴⁸⁴ Third party responses to the CMA’s customer questionnaire.
⁴⁸⁵ Third party responses to the CMA’s customer questionnaire.
⁴⁸⁶ Third party responses to the CMA’s customer questionnaire.
⁴⁸⁷ Third party responses to the CMA’s customer questionnaire.
⁴⁸⁸ Third party responses to the CMA’s customer questionnaire.
⁴⁸⁹ Third party responses to the CMA’s customer questionnaire.
⁴⁹⁰ Third party call notes.

appropriate geographic coverage,⁴⁹¹ that Navan could not provide on-trip support,⁴⁹² or could not handle offline bookings.⁴⁹³

Spotnana

- E.76 Respondents rated Spotnana with a similar suitability as Navan during their last procurement (average rating of 1.6), but even fewer considered it (only 9, out of the 83).⁴⁹⁴ Like Navan, it was rated more favourably for a procurement taking place today, considered by 12 respondents (out of 58)⁴⁹⁵ with an average rating of 2.1.
- E.77 Figure E.4 also shows that Spotnana is seen as significantly more suitable by CWT customers than it is by GBT customers (1.8 as opposed to 1.0), which may reflect the partnership that CWT has with Spotnana.⁴⁹⁶
- E.78 There were relatively few comments on Spotnana from the last procurement, and none were positive.⁴⁹⁷
- E.79 The respondents who considered Spotnana for a procurement today did explain some more positives, including that it has an 'Interesting value proposition with tech-first approach and very good NDC content and access',⁴⁹⁸ is a 'new service model'⁴⁹⁹ and is a new entrant that is 'ok on its own'.⁵⁰⁰
- E.80 However, as with Navan, many respondents identified weaknesses of Spotnana's offering. During their most recent procurement, customers said that Spotnana was 'too new of an option',⁵⁰¹ does not have 'experience with similar accounts',⁵⁰² and is 'not big enough to geographically handle us'.⁵⁰³
- E.81 Respondents who now rate it more highly also recognise some weaknesses in its offering. For example:

⁴⁹¹ Third party call note.

⁴⁹² Third party call note.

⁴⁹³ Third party call note.

⁴⁹⁴ Third party responses to the CMA's customer questionnaire.

⁴⁹⁵ Third party responses to the CMA's customer questionnaire.

⁴⁹⁶ We included Spotnana in two of the options that were presented to customers in the questionnaire – as a TMC on its own, and then also as a partner to CWT. We focus more on the views that customers had about Spotnana on its own as it is acting more like an OB in the partnership with CWT. Figures E.2 to E.4 highlight also that the CWT/Spotnana partnership is rated similarly to Spotnana on their own.

⁴⁹⁷ There was one customer who did rate it as a 4, and they said that it was 'able to deliver global services with several markets on the Spotnana platform', but this customer uses the CWT/Spotnana partnership, and so their experience of Spotnana is still supported by another TMC. Third party response to the CMA's customer questionnaire).

⁴⁹⁸ Third party responses to the CMA's customer questionnaire.

⁴⁹⁹ Third party responses to the CMA's customer questionnaire.

⁵⁰⁰ Third party responses to the CMA's customer questionnaire.

⁵⁰¹ Third party responses to the CMA's customer questionnaire.

⁵⁰² Third party responses to the CMA's customer questionnaire.

⁵⁰³ Third party responses to the CMA's customer questionnaire.

- (a) One customer (rating of 2) suggested that Spotnana is an ‘Upcoming TMC which would be considered, but unlikely to be able to manage a large, global, complex organisation like ours’.⁵⁰⁴
- (b) Another customer (rating of 2) suggested that Spotnana has a ‘Limited offline service’.⁵⁰⁵
- (c) Another customer (rating of 1) said that Spotnana ‘Do not have the global footprint, account management and offline support required’.⁵⁰⁶

E.82 Customers also told us on calls that Spotnana has weaknesses which stop it being considered as a suitable TMC. For example:

- (a) One customer said that Spotnana do not have on-trip support and so cannot be trusted in times of emergency.⁵⁰⁷
- (b) One customer said that Spotnana are still not a viable competitor even after partnering with Direct Travel for non-digital services.⁵⁰⁸
- (c) Several customers also consider Spotnana to only be an OBT rather than a TMC.⁵⁰⁹

Switching between TMCs

E.83 In this section we set out the evidence that customers provided about switching between TMCs. The most commonly identified barrier to switching in the questionnaire was the time cost, selected by 66 respondents,⁵¹⁰ and the integration of a system, selected by 65 respondents.⁵¹¹ Some customers (14) indicated that there would be no or limited barriers to switching between TMCs.⁵¹²

E.84 Some customers also told us in calls that switching was difficult. For example, six customers told us that they thought switching was difficult or took a long time.⁵¹³ One of these customers said that switching was very difficult and so it would stick with their current TMC unless there was a big reason to switch.⁵¹⁴

⁵⁰⁴ Third party responses to the CMA’s customer questionnaire.

⁵⁰⁵ Third party responses to the CMA’s customer questionnaire.

⁵⁰⁶ Third party responses to the CMA’s customer questionnaire.

⁵⁰⁷ Third party call note.

⁵⁰⁸ Third party call note.

⁵⁰⁹ Third party call notes; and third party response to the CMA’s questions.

⁵¹⁰ Third party responses to the CMA’s customer questionnaire.

⁵¹¹ Third party responses to the CMA’s customer questionnaire.

⁵¹² Third party responses to the CMA’s customer questionnaire.

⁵¹³ Third party call notes.

⁵¹⁴ Third party call note.

E.85 However, some of these customers (5) did indicate a willingness to switch provider or had recently switched away from one of the Parties.⁵¹⁵ Some customers provided views about switching:

- (a) One customer is currently going through a procurement process and, although it considers switching to be difficult, it is willing to do it. It did however note that it would not consider switching to a TMC which does not have full functionality or global coverage, because of the difficulty in becoming a global TMC.⁵¹⁶
- (b) Another customer noted that although switching is long and complicated, the TMCs that it was switching away from and to (CWT and GBT) both made the process very easy.⁵¹⁷
- (c) Another customer said that switching was inevitable and unavoidable to consolidate their providers, and that it did not lead to much change to the experience for employees as they continued with the same OBT.⁵¹⁸

Technological change

E.86 Some customers noted that technology was an important aspect of the TMCs' offer and Navan and Spotnana are leading the way in this regard. For example:

- (a) One customer told us that proprietary technology was very important to the overall quality of service provided by TMCs like GBT, BCD, and CWT.⁵¹⁹ It indicated that Spotnana and Navan were disrupting the TMC industry with their technology offering by providing a uniquely good user experience.⁵²⁰ It told us that, of the three largest TMCs, GBT's technology was very good, while BCD's technology was adequate and CWT's offering [redacted].⁵²¹
- (b) One customer indicated that large TMCs like GBT have invested heavily in technology to boost their competitiveness in recent years.⁵²² It said that Spotnana's technology offering enabled greater price transparency that may drive significant change over time.⁵²³
- (c) One customer told us it expects radical industry change in the next five years as technology enables a seamless global experience.⁵²⁴

⁵¹⁵ Third party call notes.

⁵¹⁶ Third party call note.

⁵¹⁷ Third party call note.

⁵¹⁸ Third party call note.

⁵¹⁹ Third party call note.

⁵²⁰ Third party call note.

⁵²¹ Third party call note.

⁵²² Third party call note.

⁵²³ Third party call note.

⁵²⁴ Third party call note.

- E.87 However, customers also highlighted the continued importance of the other aspects of TMC service alongside the technological solutions.
- (a) One customer, [X], told us that entrants like Navan and Spotnana did not provide services offered by other TMCs such as visa procurement and best-in-class operations management.⁵²⁵ As a result, it now does their operations management in-house to account for this.⁵²⁶ It suggested that, despite their innovative technology and user experience, Navan still has a lot of work to do as an end-to-end TMC.⁵²⁷
 - (b) One customer considered that in-person support provided by TMCs will always be required, regardless of technological progress.⁵²⁸
 - (c) One customer, [X], told us that whilst it was looking for an OBT that was innovative, it was not looking for a disruptive TMC service.⁵²⁹

Views on the Merger

- E.88 In this final section we present the views that customers gave about the impact that the Merger would have on competition between TMCs for GMN customers. Four options were presented to customers in the questionnaire for the impact (Positive, Negative, No impact and Don't know), and customers could also explain the answer that they selected.⁵³⁰
- E.89 Respondents gave a variety of answers to this, and many (24) indicated that they did not know what the impact would be.⁵³¹ However, of the others, the majority (40) indicated that the Merger would have a negative impact,⁵³² with only some indicating that the Merger would have a positive impact (15)⁵³³ or no impact (11).⁵³⁴
- E.90 Respondents who thought that there would be no impact on competition (11)⁵³⁵ either thought that there would be enough options in the market (4)⁵³⁶ or that there would be no impact on their existing relationships (3).⁵³⁷

⁵²⁵ Third party call note.

⁵²⁶ Third party call note.

⁵²⁷ Third party call note.

⁵²⁸ Third party call note.

⁵²⁹ Third party call note.

⁵³⁰ Question 12a asked customers 'What are your views, if any, on the impact of this Merger on competition between TMCs for customers like you.?'. Options included: 'Positive', 'Negative', 'No impact' and 'Don't know'. Question 12b asked customers 'Please explain'.

⁵³¹ Third party responses to the CMA's customer questionnaire.

⁵³² Third party responses to the CMA's customer questionnaire.

⁵³³ Third party responses to the CMA's customer questionnaire.

⁵³⁴ Third party responses to the CMA's customer questionnaire.

⁵³⁵ Third party responses to the CMA's customer questionnaire.

⁵³⁶ Third party responses to the CMA's customer questionnaire.

⁵³⁷ Third party responses to the CMA's customer questionnaire.

- E.91 Some respondents (15) explained why they thought the Merger would have a ‘positive’ impact,⁵³⁸ with the majority of these (9) suggesting that there would be more investment and so an improved offering from the merged TMC.⁵³⁹
- E.92 However, many respondents (40) explained why they thought the Merger would have a ‘negative’ impact on competition.⁵⁴⁰ The majority of these customers (36) explained that there would be fewer TMC options to choose from,⁵⁴¹ with some (10) customers suggesting that they would face a monopoly if the Merger were to go ahead.⁵⁴² Some customers explicitly mentioned the possibility of worse service (5)⁵⁴³ and higher pricing (7) after the Merger.⁵⁴⁴ A few customers (3) also thought that the Merger would be ‘negative’ because GBT provide a bad service,⁵⁴⁵ and one customer explained that the Merger threatened the partnership between CWT and Spotnana.⁵⁴⁶
- E.93 The customers that we spoke to on calls also had a variety of views about the Merger.
- (a) On the one hand, some customers noted why this Merger could have a negative impact. For example:
- (i) Two customers both thought that the Merger would be negative because it reduces the options available to them.⁵⁴⁷
- (ii) One customer were neutral about the Merger but thought that it could make the market evolve more slowly.⁵⁴⁸
- (b) However, some thought that the Merger would not have this impact, and even that it may be positive for the market. For example:
- (i) Two customers both noted that [✂].⁵⁴⁹
- (ii) One customer said that the Merger could allow it to achieve better deals with suppliers.⁵⁵⁰

⁵³⁸ Third party responses to the CMA’s customer questionnaire.

⁵³⁹ Third party responses to the CMA’s customer questionnaire.

⁵⁴⁰ Third party responses to the CMA’s customer questionnaire.

⁵⁴¹ Third party responses to the CMA’s customer questionnaire.

⁵⁴² Third party responses to the CMA’s customer questionnaire.

⁵⁴³ Third party responses to the CMA’s customer questionnaire.

⁵⁴⁴ Third party responses to the CMA’s customer questionnaire.

⁵⁴⁵ Third party responses to the CMA’s customer questionnaire.

⁵⁴⁶ Third party responses to the CMA’s customer questionnaire.

⁵⁴⁷ Third part call notes.

⁵⁴⁸ Third party call note.

⁵⁴⁹ Third party call notes.

⁵⁵⁰ Third party call note.

- (iii) Some customers said that there is sufficient competition in the industry.⁵⁵¹
- (iv) Other customers were mixed about the Merger and recognised that there was potential for pros and cons from it. For example, One customer said that it may improve the product that their TMC can offer, but that it could also increase costs.⁵⁵²

⁵⁵¹ Third party call notes.

⁵⁵² Third party response to the CMA's questions.

Appendix E Annex 1: Third party respondents to the CMA’s customer questionnaire



APPENDIX F: Third party evidence – competitors

Introduction

- F.1 This appendix sets out evidence gathered from competitors and other third parties.
- F.2 In this section, we set out:
- (a) competitors' evidence on customer requirements;
 - (b) competitors' evidence on TMCs;
 - (c) competitors' evidence on switching barriers;
 - (d) competitors' entry and expansion plans; and
 - (e) competitors' and other third parties' views on the Merger.

Approach to evidence gathering

- F.3 The evidence discussed was collected through a combination of written responses to RFIs and a series of calls with competitors, who provided detailed insights into their business operations and the competitive landscape. Specifically, eleven competitors responded to our RFIs, and we conducted additional calls with seven of these respondents to further explore their views and gather supplementary information. Key focus areas of the RFIs included views on the strength of competition, switching barriers, entry and expansion plans, barriers to entry, views on new tech entrants, and views on the Merger. Calls focused on discussing in further detail competitors' views on customer segmentation, switching barriers, using multiple TMCs, the competitive landscape (including views on tech entrants), entry and expansion plans, and buyer power (ie the ability of GMNs to negotiate favourable terms, influence pricing or affect the dynamics of competition within the market).
- F.4 We have analysed this evidence to provide an assessment of the competitive dynamics in the GMN segment and the broader business travel market.

Customer requirements

- F.5 This section outlines competitors' views on customer requirements when purchasing business travel services, focusing on differentiation in customer needs, unmanaged travel, and whether customers appoint a single or several TMCs.

Differentiation in customer needs

- F.6 Competitor evidence shows that GMNs have distinct needs that set them apart from smaller customers, primarily due to the size and scope of their travel programs and associated complexity.
- F.7 Most competitors (except [X])⁵⁵³ told us that complexity in customer requirements is largely driven by TTV and geographical coverage.⁵⁵⁴ Some competitors highlighted the correlation between geographic footprint and TTV, noting that larger, international customers tend to have higher TTV.⁵⁵⁵
- F.8 Some competitors told us that TTV alone is not always a good indicator of complexity, as certain domestic customers with high TTV may have simpler requirements, while smaller customers with a global footprint may require more sophisticated solutions.⁵⁵⁶ Competitors told us that customers with high TTV stemming from predominantly domestic travel might have simpler requirements than those with smaller TTV but more extensive international travel.⁵⁵⁷ However, one competitor also told us that some multi-regional high-TTV customers may have relatively straightforward needs if they require only minimally customised international flights, while others needing local domestic travel or unusual points of sale present greater challenges.⁵⁵⁸ One competitor pointed out that whilst smaller customers (with lower TTV) active in several regions might be difficult to manage, such scenarios are less common.⁵⁵⁹ For this reason, the industry segments customers based on size, as size is easier to measure than the level of complexity of the customer's requirements.⁵⁶⁰
- F.9 Two competitors told us that they explicitly use geographic footprint as a formal means of categorising customers,⁵⁶¹ while another competitor told us that TTV is an industry standard measure.⁵⁶²
- F.10 Different competitors apply different thresholds to define complexity. For instance, one competitor considers that 'Enterprise' customers (defined as those with TTV of more than \$30 million and operations in at least two regions) are more likely to have complex or bespoke needs.⁵⁶³ One competitor uses a lower threshold of \$5 million TTV but requires customers to operate in at least three different regions

⁵⁵³ One competitor indicated that there is no clear relationship between a firm's TTV and the complexity of their travel needs. Instead, the primary difference between customers is their required geographic footprint and whether they prioritise price or service quality when procuring their TMC (Third party call note).

⁵⁵⁴ Third party call notes.

⁵⁵⁵ Third party call notes.

⁵⁵⁶ Third party call notes.

⁵⁵⁷ Third party call notes.

⁵⁵⁸ Third party call note.

⁵⁵⁹ Third party call note.

⁵⁶⁰ Third party call note.

⁵⁶¹ Third party response to the CMA's competitor questionnaire; and third party call note.

⁵⁶² Third party call note.

⁵⁶³ Third party response to the CMA's competitor questionnaire; and third party call note.

for them to be classified as complex.⁵⁶⁴ One competitor similarly segments its customers based on TTV, using brands like [X] for customers with TTV less than £[X] million, [X] for customers with less than £[X] million TTV, and described enterprise customers as those with TTV exceeding £[X] million per annum.⁵⁶⁵ One competitor told us that until recently it segmented customers based on employee numbers, classifying those with 0-250 employees as 'SMEs', 250-800 employees as 'Medium', and those with over 800 employees as 'Large Global'.⁵⁶⁶

F.11 In addition to TTV and geographic footprint, other competitors highlighted that the level of customisation or bespoke service, often referred to as 'white glove' treatment or 'high touch' services, also contributes to customer complexity.⁵⁶⁷ For example, one competitor told us that GMNs often require 'high touch' services, with dedicated teams and global traveller tracking.⁵⁶⁸ One competitor told us that its marine and energy customers have complex needs due to the offline services required, such as visa procurement and managing large groups of shift workers with multiple points of origin and destinations (eg cargo ships, oil rigs).⁵⁶⁹ One competitor also said that the level of specialisation (eg need for crew transportation), the degree of customisation, and invoicing requirements, all added to the complexity of customers' travel programs.⁵⁷⁰

F.12 Notwithstanding some variation in the metrics and thresholds used, overall the competitor evidence set out above indicates that TTV is generally used as a metric to differentiate the needs of larger and smaller customers, and that competitors consider the complexity in customer requirements to be largely driven by a combination of TTV and geographic reach, with large, internationally active customers generally exhibiting more complex needs.

Unmanaged travel as a constraint

F.13 In phase 2, the evidence gathered from competitors shows that bringing travel booking services in house or permitting employees to book their own travel and expense it back through their employer is unlikely to be a viable alternative to TMC services. This evidence is discussed below.

- (a) No competitors suggested that unmanaged travel represented a viable alternative to TMCs for their GMN customers.
- (b) Many competitors indicated that GMN customers required a TMC's specialist expertise to meet a range of specific needs. These included employee

⁵⁶⁴ Third party call notes.

⁵⁶⁵ Third party call note.

⁵⁶⁶ Third party putback response.

⁵⁶⁷ Third party call notes.

⁵⁶⁸ Third party call note.

⁵⁶⁹ Third party call note.

⁵⁷⁰ Third party call note.

tracking to comply with duty of care requirements,⁵⁷¹ visa procurement,⁵⁷² disaster response and disruption mitigation,⁵⁷³ and expense tracking.⁵⁷⁴ One third party also told us that having a managed travel programme ensured security and risk mitigation, which companies would not want to give up.⁵⁷⁵

- (c) No competitors indicated that TMC customers commonly switched back to unmanaged travel, and one competitor explicitly indicated this was very uncommon.⁵⁷⁶ It suggested there was a clear rationale for customers with over \$50,000-100,000 TTV per annum to use a TMC.⁵⁷⁷

F.14 Overall, the competitor evidence set out above consistently indicates that GMNs have specific travel management needs which are met by a TMC, and which are unlikely to be met by unmanaged travel. There is also little evidence of GMNs switching away from managed travel to unmanaged travel.

Appointing a single vs several TMCs

F.15 Many competitors suggested it was uncommon for GMN customers to use multiple TMCs⁵⁷⁸ and identified several main reasons why GMN customers prefer using a single TMC globally. More specifically, some competitors submitted that:

- (a) GMN customers prefer to use a single TMC to reduce the administrative burden of reconciling data provided by each TMC to meet their duty of care obligations, including global monitoring of traveller location and safety.⁵⁷⁹
- (b) GMN customers have high expectations for service quality and consistency, and as a result value having a single point of contact with standardised global service.⁵⁸⁰
- (c) Consolidating to a single TMC simplifies data collection, analysis, and reporting.⁵⁸¹

F.16 A few competitors indicated that using multiple TMCs might be more appropriate in a limited set of circumstances. For instance, one competitor indicated that some customers with very bespoke requirements, or who operate a dual supplier strategy for business continuity reasons, may use multiple TMCs, though this was

⁵⁷¹ Third party call notes.

⁵⁷² Third party call note.

⁵⁷³ Third party call note.

⁵⁷⁴ Third party call note.

⁵⁷⁵ Third party call note.

⁵⁷⁶ Third party call note.

⁵⁷⁷ Third party call note.

⁵⁷⁸ Third party call notes.

⁵⁷⁹ Third party call notes.

⁵⁸⁰ Third party call note.

⁵⁸¹ Third party call note.

uncommon.⁵⁸² One competitor also suggested that informed GMN customers saw benefits in using multiple TMCs, including achieving greater value for money by utilising a TMC only in the region where it has the most comprehensive coverage or lowest costs.⁵⁸³ One competitor indicated that customers using multiple TMCs made it easier to manage otherwise very complex GMNs by reducing the geographic scope of the contract.⁵⁸⁴

- F.17 Competitors suggested there has been a trend towards consolidation in recent years.⁵⁸⁵ One competitor told us that it did not know of any examples of customers switching back to multiple TMCs after choosing to consolidate.⁵⁸⁶
- F.18 Overall, competitors indicated that there are a number of reasons why GMN customers generally favour using a single TMC globally and the trend has generally been towards consolidation, despite there also being some benefits to using more than one TMC.

Competitor evidence on TMCs

- F.19 We asked competitors to rate how closely GBT and CWT compete with each other for GMN customers on a scale from one to five, where one is 'not competing', two is 'not close', three is 'somewhat close', four is 'close', and five is 'very close'. Respondents gave an average score of 4.9, with individual scores ranging from four to five.
- F.20 We also asked competitors to rate how closely they consider certain TMCs compete with GBT and CWT for GMN customers on a scale from one to five, with one being 'not competing' and five being 'very close'.⁵⁸⁷ In our competitor questionnaire, we specifically focused on the strength of competition for multinational customers. We described this group as global multinational customers with complex needs (for example, consistent global coverage, consistently high service levels across all geographies, high levels of personal support, or high levels of customisation) and high annual TTV (for example, in excess of \$25 million). BCD received an average score of 4.9 (score range: 4-5), while FCM scored 4.2 (score range: 3-5), CTM scored 3.6 (score range: 2-5), and Navan scored 3.6 (score range: 3-5). ATPI averaged 3.3, and Spotnana received a 3.0 (score range: 1-5), while TravelPerk scored 2.4 (range: 1-4). Internova

⁵⁸² Third party call note.

⁵⁸³ Third party call note.

⁵⁸⁴ Third party call note.

⁵⁸⁵ Third party call notes.

⁵⁸⁶ Third party call note.

⁵⁸⁷ Specifically, we asked competitors to rate the following TMCs: BCD, Blocksye/Kayak, Clarity, CTM, ATPI, FCM, Gray Dawes Travel, Internova, Navan, Spotnana, TravelPerk, Corporate Traveller, Direct Travel. We also asked competitors to add competitors if applicable.

scored 2.3 (range 1-4), both Clarity and Gray Dawes averaged 2.2 (range: 1-3), and Booking.com received an average score of 1.6 (with range: 1-3).

F.21 Although we gave respondents the option to draw a distinction between how closely each TMC competes with GBT and how closely it competes with CWT, almost all respondents gave identical scores for both Parties and provided identical comments to explain their scores, with the only exception being [REDACTED] who rated Blocksky's competitive strength against GBT as 3 and against CWT as 2.⁵⁸⁸

Table F.1: Competitive strength scores

Competitor (11 responses)	Average strength vs Parties	Range of competitive strength score (GBT & CWT)
GBT vs CWT	4.9	4-5
BCD	4.9	4-5
FCM	4.2	3-5
CTM	3.6	2-5
Navan	3.6	3-5
ATPI	3.3	2-5
Spotnana	3.0	1-5

Source: Third party responses to the CMA's RFI; and third party call note.

Competition between GBT and CWT

F.22 One competitor told us that GBT and CWT have [REDACTED], making them direct competitors.⁵⁸⁹ One competitor described both GBT and CWT as very strong competitors across all market sectors and regions.⁵⁹⁰ One competitor told us that corporates have always seen CWT as the best alternative to GBT.⁵⁹¹ One competitor highlighted that GBT and CWT often tender for the same RFPs, with many clients switching between the two.⁵⁹² According to two competitors, both GBT and CWT have comparable global footprints and significant presence in the GMN segment.⁵⁹³ One competitor added that CWT has a particular focus on industrial and US government clients, while GBT leans more towards professional services; however, this does not change their ability to compete for each other's clients.⁵⁹⁴ One competitor told us that GBT and CWT compete closely with each other and both are seen as 'mega TMCs' that have the global partner network and infrastructure to support the complex needs of a GMN travel program. It added that both GBT and CWT also have significant influence over content agreements with GDS intermediaries and other travel suppliers.⁵⁹⁵

⁵⁸⁸ Third party response to RFI.

⁵⁸⁹ Third party response to RFI.

⁵⁹⁰ Third party response to RFI.

⁵⁹¹ Third party response to RFI.

⁵⁹² Third party responses to RFI.

⁵⁹³ Third party responses to RFI.

⁵⁹⁴ Third party response to RFI; and third party call note.

⁵⁹⁵ Third party response to RFI.

F.23 Two competitors acknowledged that [REDACTED].⁵⁹⁶ [REDACTED].⁵⁹⁷ One competitor submitted that CWT lacks [REDACTED], although it remains a strong player, and it had not noticed any changes to CWT's participation as a competitor in RFPs.⁵⁹⁸

BCD

F.24 BCD told us that it has a similar scope of work and geographical reach to the Parties' and that its main competitors in the GMN segment are [REDACTED], while it views [REDACTED] as competing more in the small-to-mid customer segment.⁵⁹⁹ All competitors viewed BCD as being able to fully compete with GBT and CWT for GMN customers.⁶⁰⁰ Specifically, competitors submitted BCD was similar in scope of clients, work and geographical reach.⁶⁰¹ One competitor emphasised that BCD's larger scale gives it greater leverage with suppliers, allowing it to compete more closely with GBT and CWT on price.⁶⁰² One competitor told us that it viewed BCD as competing very closely to the Parties across all customer segments, but specifically in the GMN segment. It also told us that it views BCD as the second-largest TMC globally after GBT, and together, GBT, CWT, and BCD dominate the top corporate travel accounts in key markets like the US, with no other TMC having a comparable number of high-spend customers.⁶⁰³ One competitor viewed BCD as a 'mega' TMC equivalent to the Parties.⁶⁰⁴

FCM

F.25 FCM identified BCD as its main competitor because it considered it to have similar service offerings and customer bases. It also told us it competes with GBT, CWT, and occasionally Egencia (part of GBT) and CTM. It considers customers it refers to as mid-market customers, ie those with TTV between \$3-50 million, and that the GMN segment is not its primary source of revenue. It told us that compared to its competitors, it has a relatively stronger offering in the APAC region and less experience with GMNs in North America, a key market for large corporate clients.⁶⁰⁵

F.26 One competitor told us that while FCM have local market coverage, its global reach and integration are not as developed or consistent as GBT's and CWT's and described FCM as primarily focused on a small-to-mid segment.⁶⁰⁶ One competitor acknowledged that despite FCM's smaller scale, it has been successful in winning

⁵⁹⁶ Third party call notes.

⁵⁹⁷ Third party call note.

⁵⁹⁸ Third party call note.

⁵⁹⁹ Third party response to RFI; and third party call note.

⁶⁰⁰ Third party responses to the CMA's RFI; third party responses to the CMA's RFI; and third party call note.

⁶⁰¹ Third party responses to RFI; and third party responses to the CMA's RFI.

⁶⁰² Third party call note.

⁶⁰³ Third party response to RFI.

⁶⁰⁴ Third party response to RFI.

⁶⁰⁵ Third party call note.

⁶⁰⁶ Third party call note.

some large clients. However, it told us that FCM has faced challenges in delivering services to more complex accounts, [REDACTED], due to the unexpected complexity of those programs.⁶⁰⁷ One competitor viewed FCM as one of the closer competitors to the Parties after BCD with a relatively stronger presence in Oceania and Asia but with limited competition for GMN customers.⁶⁰⁸ Although in the competitor questionnaires response one competitor told us that FCM positions itself as a global TMC, competing regularly in global RFPs against GBT and CWT, unlike GBT, CWT, and BCD it did not refer to it as a 'mega' TMC.⁶⁰⁹ In addition, this competitor estimated that 70-80% of GMN bids are awarded to GBT, CWT, and BCD with FCM occasionally securing smaller deals.⁶¹⁰ One competitor described FCM as the fourth largest TMC in the world, with a global footprint and an increasing GMN customer base.⁶¹¹ One competitor referred to FCM as the fastest-growing global TMC, while one competitor classified FCM as a second-tier TMC in comparison to the largest players, though still a significant competitor.⁶¹²

CTM

- F.27 CTM views itself as a TMC with a strong focus on technology, but acknowledged limitations in its geographic scope when compared to competitors such as GBT, CWT, BCD, and FCM. It stated that it does not automatically exclude customers based on geography, but it is less likely to compete for clients with [REDACTED], where it is a weaker competitor. It emphasised that it considers it remains competitive globally, but it has occasionally withdrawn from RFP processes when it realised that the client's needs or company culture would not be a good fit for its capabilities.⁶¹³ It told us that its proprietary technology plays a key role in its service differentiation, particularly through tools that simplify the booking process and compare airfares to secure the best prices for customers.⁶¹⁴
- F.28 One competitor indicated that CTM has a more limited geographic scope compared to larger players, which constrains its ability to compete in global RFPs.⁶¹⁵ It told us that while CTM has local market coverage, its global reach and integration are not as developed or consistent as GBT's and CWT's. It described CTM as primarily focused on the small-to-mid segment.⁶¹⁶ One competitor viewed CTM as having a relatively stronger presence in Oceania and Asia, and as competing for GMN customers but to a limited extent.⁶¹⁷ It also told us that both CTM and FCM could potentially serve customers that it currently cannot,

⁶⁰⁷ Third party call note.

⁶⁰⁸ Third party response to RFI.

⁶⁰⁹ Third party response to RFI.

⁶¹⁰ Third party call note.

⁶¹¹ Third party response to RFI.

⁶¹² Third party responses to RFI.

⁶¹³ Third party call note.

⁶¹⁴ Third party call note.

⁶¹⁵ Third party response to RFI.

⁶¹⁶ Third party call note.

⁶¹⁷ Third party response to RFI.

depending on how they develop their strengths; and that both CTM and FCM have expanded their capabilities through acquisitions.⁶¹⁸ One competitor did not have a strong view on CTM's market position but indicated that CTM is understood to primarily target SMEs and mid-market customers, with a limited presence in the GMN space.⁶¹⁹ One competitor submitted that CTM has a global footprint with a limited number of GMN customers and that CTM primarily focuses on small and medium customers.⁶²⁰ One competitor added that CTM is comparable in size to GBT and CWT in certain markets.⁶²¹

Navan

- F.29 Navan told us that it has transitioned from its initial focus on US tech firms to serving both SMEs and GMNs in Europe and the US. Its acquisition of Reed & Mackay in 2021 helped with servicing clients with more complex needs.⁶²² It viewed itself as the strongest competitor to GBT and CWT after BCD, citing steps it had taken to build the foundations for winning larger customers.⁶²³ However, it acknowledged that [REDACTED].⁶²⁴ It told us that while it is open to acquiring GMNs, it evaluates each opportunity on a case-by-case basis to assess economic viability and strategic fit.⁶²⁵ It told us that customers such as [REDACTED] invited Navan to bid on their contracts, however Navan chose not to pursue these bids.⁶²⁶ It told us that GMNs often have specific and varied requirements, [REDACTED],⁶²⁷ and it only pursues those that fit its capabilities. It cited an example of [REDACTED], where high levels of customisation, such as presence in [REDACTED] and access to domestic [REDACTED] supply, [REDACTED]. It told us that while it can handle highly customised opportunities, it only pursues those that are a good match for its setup. However, it [REDACTED]. It considered that this does not limit its ability to serve different customer segments, [REDACTED]. It also confirmed that it is at the forefront of technology, particularly with respect to NDC bookings, which it views as a key differentiator in the market.
- F.30 One competitor views Navan as a future threat rather than an immediate competitor and considers Navan to be lacking the global infrastructure to service fully integrated GMN needs. It indicated TMCs like Navan and Spotnana who require customers to use their own tools and cannot integrate with the existing one are automatically excluded from the RFP process.⁶²⁸

⁶¹⁸ Third party call note.

⁶¹⁹ Third party call note.

⁶²⁰ Third party response to RFI.

⁶²¹ Third party response to RFI.

⁶²² Third party call note.

⁶²³ Third party call note.

⁶²⁴ Third party call note.

⁶²⁵ Third party call note.

⁶²⁶ Third party call note.

⁶²⁷ Third party call note.

⁶²⁸ Third party call note.

- F.31 Some competitors considered Navan had limited geographical scope.⁶²⁹ One competitor told us that Navan remains reliant on its partner network, especially outside of North America and the UK, limiting its ability to compete with larger TMCs.⁶³⁰ One competitor indicated that Navan spearheaded a wave of technology-led disruption in North America, but lacks the global footprint required to consistently win tender offers in the GMN space.⁶³¹ One competitor told us that while Navan is a disruptor focused on technology, it has yet to achieve the global scale necessary to serve the larger end of the GMN market effectively.⁶³² One competitor considered Navan to position itself as a tech player, in the small to mid-segment and that its customers didn't necessarily need international coverage and had less complicated travel programmes.⁶³³
- F.32 One competitor considered Navan to be going through a similar journey to Egencia when it gradually scaled from being a small business to one capable of competing for large (although possibly not the largest) customers.⁶³⁴

Spotnana

- F.33 Spotnana told us that it operates as a 'Travel-as-a-Service' platform that complements and partners with TMCs rather than directly servicing GMNs itself. Unlike traditional TMC systems, which rely on GDS and often on different OBTs in various markets, it provides a single source platform with a central record of each client's bookings.⁶³⁵ It said that it is not [REDACTED].⁶³⁶ It told us [REDACTED]. As a result, Spotnana [REDACTED]. For instance, Spotnana [REDACTED].⁶³⁷ It told us that the investment in Direct Travel made by one of Spotnana's investors [REDACTED].^{638,639} However, it indicated that [REDACTED].⁶⁴⁰ It told us that [REDACTED].⁶⁴¹ It told us that [REDACTED].⁶⁴²
- F.34 One competitor told us that while there were certain commonalities between [REDACTED] and Spotnana (when acting as a TMC rather than tech provider) it views Spotnana as lacking the full capabilities of a traditional TMC. Specifically, it said Spotnana does not provide the same end-to-end services and expense solutions as [REDACTED], nor does it have the underlying support infrastructure that [REDACTED] considers essential for a fully-fledged TMC. It said that Spotnana typically partners with traditional TMCs to provide modular technology solutions, such as connectivity to airlines and

⁶²⁹ Third party call notes; and third party response to the CMA's RFI.

⁶³⁰ Third party call note.

⁶³¹ Third party call note.

⁶³² Third party response to RFI.

⁶³³ Third party call note.

⁶³⁴ Third party call note.

⁶³⁵ Third party call note.

⁶³⁶ Third party response to RFI; and third party call note.

⁶³⁷ Third party call note.

⁶³⁸ Third party call note.

⁶³⁹ Third party response to the CMA's RFI; and third party call note.

⁶⁴⁰ Third party call note.

⁶⁴¹ Third party call note.

⁶⁴² Third party call note.

booking tools, rather than directly competing for large corporate clients. It indicated that while it did see Spotnana acquiring selective customers directly, the most usual strategy seemed to be a partnership approach (ie selling tech infrastructure to other TMCs in the industry).⁶⁴³ Some competitors expressed uncertainty about Spotnana's strategy, noting that it is unclear whether Spotnana intends to remain a tech provider or evolve into a TMC.⁶⁴⁴ One competitor considered that while Spotnana has gained traction with tech-based offerings, the advantages of using Spotnana in the GMN segment are not yet proven.⁶⁴⁵ Two competitors told us that Spotnana is best viewed as a US-focused technology company with a strong online booking tool, but that they do not consider Spotnana a significant competitor in the GMN segment.⁶⁴⁶ However, one competitor indicated that the acquisition of Direct Travel by one of Spotnana's investors may enable Spotnana to offer some TMC services independently of other TMC partnerships.⁶⁴⁷

Other competitors

F.35 Competitors like ATPI highlighted the difficulty of competing with leading TMCs on price due to their scale, which allows them to charge near-zero transaction fees. It told us [redacted].⁶⁴⁸ One competitor described ATPI as having limited geographical scope and global services, while another competitor told us that ATPI could fully compete with the Parties, particularly in the Energy, Mining, Resources & Marine (ERM) vertical.⁶⁴⁹ One competitor told us that ATPI competes with GBT in the UK SME market, particularly in the marine sector.⁶⁵⁰ One competitor told us ATPI focuses on mid-market accounts in the US and UK, and another competitor submitted ATPI's GMN customer base is concentrated in the offshore energy sector, with global capabilities primarily through partnerships.⁶⁵¹ One competitor viewed ATPI as having a growing global footprint, and another competitor categorised ATPI as a second-tier TMC.⁶⁵² One competitor told us that ATPI generally does not target GMNs, though it may have some GMN customers through opportunistic wins or existing client growth.⁶⁵³ One competitor described ATPI as a specialised TMC focused on complex travel needs in industries like Oil & Gas, with a customised service for sophisticated itineraries.⁶⁵⁴

⁶⁴³ Third party call note.

⁶⁴⁴ Third party call note; and third party response to RFI.

⁶⁴⁵ Third party call note.

⁶⁴⁶ Third party call notes.

⁶⁴⁷ Third party call note.

⁶⁴⁸ Third party call note.

⁶⁴⁹ Third party responses to RFI.

⁶⁵⁰ Third party response to RFI.

⁶⁵¹ Third party response to the CMA's RFI; and third party response to the CMA's RFI.

⁶⁵² Third party responses to RFI.

⁶⁵³ Third party response to RFI.

⁶⁵⁴ Third party response to RFI.

- F.36 TravelPerk told us that it does not consider GBT or CWT as direct competitors as its target customer segment is SMEs and mid-market businesses.⁶⁵⁵ Regarding TravelPerk, one competitor told us that it competes periodically in the mid-market multinational segment, while another competitor suggested it had limited geographical scope.⁶⁵⁶ One competitor submitted TravelPerk has some ability to compete, however, stated that its competitiveness may be limited when GMN clients require high-touch servicing.⁶⁵⁷ One competitor described TravelPerk as focused on smaller companies with a tech-centric approach.⁶⁵⁸ One competitor also told us that TravelPerk primarily targets SMEs rather than GMNs.⁶⁵⁹ One competitor viewed it as a tech disruptor still developing its global footprint, while another competitor told us TravelPerk is focused on European SMBs and tech-forward clients, although its recent acquisition of Amtrav in the US could shift this.⁶⁶⁰ One competitor compared it to Navan, but smaller in scale.⁶⁶¹
- F.37 Booking.com acknowledged that it is in the early stages of developing its Kayak for Business platform, [REDACTED] and told us that it [REDACTED].⁶⁶² Competitors had varied views on Booking.com. One competitor told us that CWT has a partnership with Booking.com for its 'Booking for Business' solution.⁶⁶³ One competitor submitted that ATPI has limited geographical scope, while another competitor highlighted that its 'high touch' servicing in all markets is not fully developed.⁶⁶⁴ One competitor viewed Booking.com more as an online tool than a TMC and Clarity stated that it is primarily focused on smaller customers.⁶⁶⁵ One competitor told us that Booking.com targets leisure customers and its services are not suited to GMN clients.⁶⁶⁶ One competitor described Booking.com as an online travel agency primarily focused on business to customer services, with 'Booking for Business' aimed at very small businesses in the unmanaged travel segment, and not a competitor for GMNs.⁶⁶⁷ One competitor told us that Booking.com does not yet offer the structured, reliable servicing required for a GMN travel program.⁶⁶⁸

Entry and expansion plans

- F.38 The competitor evidence we gathered indicates that many TMCs, specifically those other than GBT, CWT, and BCD, have some plans to expand into the GMN segment, albeit with different customer or geographic focuses and different

⁶⁵⁵ Third party response to RFI.

⁶⁵⁶ Third party responses to RFI.

⁶⁵⁷ Third party response to RFI.

⁶⁵⁸ Third party response to RFI.

⁶⁵⁹ Third party response to RFI.

⁶⁶⁰ Third party responses to RFI; and third party call note.

⁶⁶¹ Third party response to RFI.

⁶⁶² Third party response to RFI.

⁶⁶³ Third party response to RFI.

⁶⁶⁴ Third party responses to RFI.

⁶⁶⁵ Third party response to RFI; and third party response to the CMA's RFI.

⁶⁶⁶ Third party response to RFI.

⁶⁶⁷ Third party response to RFI.

⁶⁶⁸ Third party response to RFI.

strategies. Most TMCs focus on organic growth, with some leveraging partner networks to extend their geographic coverage.

- F.39 Navan said that [REDACTED]. It told us that [REDACTED].⁶⁶⁹ It told us [REDACTED]. It submitted that [REDACTED].⁶⁷⁰ It told us that [REDACTED]. However, it said that [REDACTED].⁶⁷¹
- F.40 CTM [REDACTED] submitted that it remains very active in developing its value proposition to support GMN clients. It told us that it will consider [REDACTED].⁶⁷²
- F.41 FCM told us that it already targets and services GMNs and it currently has no plans to change its existing strategy and service offerings. It told us that it has been servicing GMNs for over 20 years and is focused on organic growth.⁶⁷³ It submitted its key strategy is centred around service differentiation rather than price competition. To fuel GMN client growth, [REDACTED].⁶⁷⁴ At present, it only expands its global presence when there are customer requirements that necessitate it and its partner network has remained consistent for the past few years.⁶⁷⁵
- F.42 Spotnana told us that [REDACTED]. Instead, it [REDACTED].⁶⁷⁶ It added that [REDACTED].⁶⁷⁷ Its [REDACTED].⁶⁷⁸
- F.43 ATPI told us that it is focused on [REDACTED].⁶⁷⁹ It plans to [REDACTED].⁶⁸⁰
- F.44 TravelPerk told us that its decision [REDACTED] was based on two factors. The first was the fact that [REDACTED]. The second was that [REDACTED].⁶⁸¹

Barriers to entry and expansion

- F.45 One competitor told us that it was very challenging to break into the GMN customer space without already having existing customers in this segment. It also highlighted the importance of experience in this segment to understand and cost the resources required to service a client and get the pricing right.⁶⁸²
- F.46 One competitor submitted that it is difficult for individual businesses (initially at least) to provide the breadth of services that GMN require across multiple and expanding geographies. The development of these service offerings takes significant time (owing to technological complexities and divergent customer and

⁶⁶⁹ Third party call note.

⁶⁷⁰ Third party response to RFI.

⁶⁷¹ Third party call note.

⁶⁷² Third party response to RFI; and third party call note.

⁶⁷³ Third party response to RFI.

⁶⁷⁴ Third party call note.

⁶⁷⁵ Third party response to RFI.

⁶⁷⁶ Third party response to RFI.

⁶⁷⁷ Third party call note.

⁶⁷⁸ Third party response to RFI; and third party call note.

⁶⁷⁹ Third party response to RFI.

⁶⁸⁰ Third party call note.

⁶⁸¹ Third party call note.

⁶⁸² Third party call note.

regional requirements).⁶⁸³ One competitor, echoing these views, submitted that establishing in new territories requires resource in the local market, content for that market, language, and currency capabilities.⁶⁸⁴

- F.47 One competitor echoing similar views told us that, historically, entry into the GMN segment of BTA services has required significant investment in technology platform customisation and people capabilities in order to provide a high level of service expected in the GMN segment, which requires a high degree of customisation in each geographical region. It added that some GMN customers may also require customisation depending on their industry; for example, in the oil and energy sectors these customers may require specific solutions for offshore worker travel.⁶⁸⁵
- F.48 Competitors indicated that they face challenges in offering competitive rates due to a lack of scale, which makes it difficult to negotiate favourable deals with travel suppliers and limits their ability to serve GMNs at scale.⁶⁸⁶ One competitor added that scale of business means that TMC can negotiate further back-end commissions from suppliers, this enables a TMC to subsidise its point-of-sale fees better than suppliers that don't have this scale.⁶⁸⁷ According to one competitor, GMNs have larger bargaining power than their smaller counterparts due to their scale and are generally able to negotiate lower fees, which puts pressure on achieving low factor costs and high supplier commissions. It added that scale comes with increasing negotiation power with travel suppliers that helps TMCs to get higher commissions and offer more competitive fares (as well as building those relationships with suppliers).⁶⁸⁸ One competitor similarly told us that both GBT and CWT are also likely large enough from a volume perspective to influence content agreements with GDS intermediaries and other travel suppliers.⁶⁸⁹
- F.49 One competitor submitted that technology customisation for GMNs, including integration with legacy systems, was a significant obstacle, being time-consuming and expensive. It also submitted that expanding geographic coverage presents significant challenges, including establishing local presence, building supplier relationships, adapting to regulations, and high costs for offices, staff, and marketing. It said that, as a result, expansion often takes years, with partnerships as the most common route, though leading TMCs' exclusivity agreements limit new entrants' options. It also told us that building global service infrastructure, such as 24/7 support, is costly and complex, with additional risks when onboarding large GMN clients. According to this competitor, new entrants face difficulties

⁶⁸³ Third party response to RFI.

⁶⁸⁴ Third party response to RFI.

⁶⁸⁵ Third party response to RFI.

⁶⁸⁶ Third party call note; and third party responses to RFI.

⁶⁸⁷ Third party response to RFI.

⁶⁸⁸ Third party response to RFI.

⁶⁸⁹ Third party response to RFI: '[REDACTED]'.
[REDACTED]

establishing reputation and trust, competing with established players who have customer loyalty and credibility.⁶⁹⁰

- F.50 One competitor submitted that legal barriers, such as obtaining ticketing rights, can take years to overcome and often drive acquisitions in the tech-led TMC space.⁶⁹¹ Competitors said that meeting the regulatory requirements in multiple geographies, particularly around tax and reporting, also adds complexity.⁶⁹²
- F.51 Furthermore, One competitor emphasised that GMNs require ‘high touch’ services, including customised solutions, skilled staff, and deep integration across multiple geographies.⁶⁹³ For newer entrants or smaller players, the inability to provide these ‘white glove’ services poses a significant barrier to capturing GMN clients.⁶⁹⁴ One competitor also indicated that even acquiring and integrating local businesses to build a uniform service offering may not be sufficient to meet GMNs’ expectations of working with a provider that is perceived to be ‘big enough’.⁶⁹⁵
- F.52 One competitor indicated that some GMNs have direct agreements with specific booking tools like SAP Concur and any TMC unable to integrate with the tool selected by the customer is automatically excluded from the RFP process. According to this competitor, Navan and Spotnana, for instance, require customers to use their proprietary technology, which limits their ability to compete for certain GMN contracts.⁶⁹⁶
- F.53 One competitor cited cost and operational considerations as the only significant obstacles.⁶⁹⁷

Switching barriers

- F.54 All competitors indicated that switching was at least somewhat difficult for GMNs, and a majority told us switching was difficult or very difficult.⁶⁹⁸ The most commonly provided reasons for this are discussed below.
- (a) Switching requires a significant time and resource investment. Many competitors highlighted that GMNs’ RFP processes are complex and can take many months to complete.⁶⁹⁹ After conducting an RFP and deciding to

⁶⁹⁰ Third party response to RFI.

⁶⁹¹ Third party response to RFI.

⁶⁹² Third party responses to RFI; and third party responses to RFI.

⁶⁹³ Third party call note.

⁶⁹⁴ Third party call note; and third party responses to RFI.

⁶⁹⁵ Third party response to RFI.

⁶⁹⁶ Third party call note.

⁶⁹⁷ Third party response to RFI.

⁶⁹⁸ 6 of 10 third party responses to the CMA’s RFI; and third party responses to the CMA’s RFI.

⁶⁹⁹ Third party responses to the RFI.

switch, GMNs then face a lengthy and costly implementation period to achieve a smooth transition.⁷⁰⁰

- (b) Almost half of the competitors indicated that GMNs' fear of travel programme disruption reduced their willingness to switch.⁷⁰¹
- (c) Many competitors indicated that migrating traveller data between TMCs was a key challenge when switching.⁷⁰² One customer suggested that the ease of data migration depended on the willingness of the incoming and outgoing TMCs to cooperate.⁷⁰³
- (d) Transitioning between TMCs can require major re-engineering of IT infrastructure and significant expenditure on staff retraining.⁷⁰⁴
- (e) One competitor indicated that TMCs often bundle enterprise resource planning and expensing services within their contract.⁷⁰⁵ This deepens a customer's integration within the TMC's product ecosystem and increases switching barriers by raising the extent of systems reengineering and staff retraining required to switch. This competitor also indicated that levels of TMC integration and customisation increase over time, meaning customers who have been with their TMC for a long time may find it harder to switch.⁷⁰⁶
- (f) Another competitor suggested there was a perception amongst GMNs that there were a limited number of TMCs who could meet their needs, reducing their willingness to switch.⁷⁰⁷
- (g) Another competitor suggested that switching away from the Parties was particularly challenging because, apart from BCD, other TMCs did not have sufficient scale to compete on pricing. This is because the Parties use their scale to negotiate large commissions from suppliers, enabling them to subsidise their point-of-sale pricing to GMNs.⁷⁰⁸

F.55 Competitors provided a range of estimates for the time required to implement a new contract after winning an RFP. Three quarters of competitor responses indicated that a period of six to twelve months was common, though estimates ranged from three months to two years.⁷⁰⁹ Some competitors indicated that the time taken to onboard a customer varied widely depending on their scale,

⁷⁰⁰ Third party responses to RFI.

⁷⁰¹ Third party responses to RFI.

⁷⁰² Third party responses to RFI.

⁷⁰³ Third party call note.

⁷⁰⁴ Third party responses to RFI; third party response to the CMA's RFI; and the CMA's RFI; and third party call note.

⁷⁰⁵ Third party response to RFI.

⁷⁰⁶ Third party call note.

⁷⁰⁷ Third party response to RFI.

⁷⁰⁸ Third party response to RFI.

⁷⁰⁹ Third party responses to RFI; and third party responses to the CMA's RFI. Exact estimates varied: 6 of 8 responses to the CMA's RFI fell within the 6–12-month window; [§] and [§] suggested a 3-month lower bound; and [§] suggested a 2-year upper bound.

complexity and service needs.⁷¹⁰ One competitor suggested that implementation times were getting longer rather than shorter.⁷¹¹

- F.56 Only one competitor suggested that GMNs may find switching easier than smaller firms.⁷¹² It indicated that GMNs often had experienced internal travel staff and sophisticated internal processes that smoothed the transition. As a result, GMNs could switch more easily and with a reduced risk of travel disruption compared to smaller customers who relied heavily on the TMC to manage the transition. However, two competitors instead suggested that GMNs found the switching process to be harder, longer, or riskier than for smaller firms.⁷¹³
- F.57 No competitors suggested that customers switched frequently and almost half explicitly indicated that switching levels were low.⁷¹⁴ One competitor indicated that switching had increased in recent years.⁷¹⁵ Similarly, one competitor indicated that many companies conducted RFPs following a decline in TMC service quality post-COVID. However, it estimated that only around 20% of these post-COVID RFPs resulted in a change in TMC.⁷¹⁶ Two competitors also highlighted that many GMNs conducted RFPs to comply with internal due diligence requirements and were not seriously looking to switch.⁷¹⁷ One competitor indicated that it was common for GMNs to remain with their TMC for over a decade rather than incur switching costs, even if they were not completely satisfied with the TMC's service.⁷¹⁸

Technological change

- F.58 Competitors have recognised technological changes in the market, with Navan and Spotnana driving forward innovation:
- (a) One competitor submitted that TMCs must continue to innovate to remain competitive, especially with potential future threats from companies like Navan and Spotnana. It observed that as a result of customers increasingly pressuring TMCs to improve their technology offerings, it has invested significantly in technology to meet these expectations.⁷¹⁹
 - (b) One competitor told us that Navan's and Spotnana's models give customers greater control over their travel management, allowing airlines to bypass traditional TMCs who make their bookings through the GDSs.⁷²⁰

⁷¹⁰ Third party responses to RFI.

⁷¹¹ Third party response to RFI.

⁷¹² Third party call note.

⁷¹³ Third party response to RFI; and third party call note.

⁷¹⁴ Third party response to RFI; and third party call.

⁷¹⁵ Third party response to RFI.

⁷¹⁶ Third party call note.

⁷¹⁷ Third party call notes.

⁷¹⁸ Third party response to RFI.

⁷¹⁹ Third party call note.

⁷²⁰ Third party call note.

- (c) One competitor told us that it differs from traditional TMCs as it has its own technology and is more vertically integrated. It told us that in general, its clients are more ‘tech forward’ and its technological offering enables employees to book travel in a different way.⁷²¹
- (d) One competitor told us that over the next five to ten years there would be significant changes in the industry with the airlines driving the next phase of technological change and AI increasing digitalisation of travel. It suggested that technology could remove the need for a centralised service with personnel in regional offices. While large TMCs like GBT are equipped to adapt to these changes, small-to-medium TMCs will likely need to partner with third party technology providers to stay competitive.⁷²²

F.59 However, competitors also stressed the importance of the full TMC service, including in-person support, despite these changes:

- (a) One competitor submitted that the recent technological advancements in the industry are part of the norm for the travel industry where change is ongoing and constant. It told us that travel is not a simple transaction and will never be commoditised for example ensuring the safety and security of travellers.⁷²³
- (b) One competitor submitted that it was difficult to grow globally as a TMC, as there are many hurdles to overcome and it now considers it better to work together with the TMC. Additionally, it told us that many customers still require TMC services, in addition to technology, to service their travel programs due to the complexity of travel.⁷²⁴
- (c) One competitor told us that higher-TTV GMN customers often want ‘white glove’, ‘high touch service’. This means TMCs must offer dedicated teams that can track travellers globally to ensure they always have access to an advisor that can service their needs. It further clarified that it has additional teams dedicated to individual C-suite executive teams to offer enhanced support and ancillary services like itinerary management. It also added that technology led competitors such as Spotnana and Navan lack a compelling offer for GMN customers who want TMCs to provide a high touch service.⁷²⁵
- (d) According to one competitor, TMC services also help streamline complex travel arrangements, such as visa procurement and group travel for

⁷²¹ Third party call note.

⁷²² Third party call note.

⁷²³ Third party call note.

⁷²⁴ Third party call note.

⁷²⁵ Third party call note. However, it also stated that Navan had recently made acquisitions to improve its high-touch service offering but was still significantly weaker on global implementation than its competitors.

industries like energy and marine, which involve multiple origins and destinations.⁷²⁶

Competitors' views on Merger

- F.60 Competitor responses to the proposed Merger were mixed, with seven competitors expressing a 'neutral view', three had a 'negative' view, and one responded as 'don't know'.⁷²⁷
- F.61 Among those with neutral views, many competitors acknowledged the potential for market changes but did not foresee immediate negative impacts on their businesses.⁷²⁸ One competitor told us that previous acquisitions by GBT had not significantly affected competition, and it expected a similar outcome with the Merger.⁷²⁹ Some neutral respondents believed that market gaps created by the Merger could offer growth opportunities, particularly if clients of the Merged Entity chose not to transition, creating space for smaller TMCs to capture displaced customers.⁷³⁰ However, even among a few neutral competitors, there was recognition that the Merged Entity's scale would likely grant it advantages, particularly in negotiating better deals with suppliers.⁷³¹ One of these competitors expressed concerns that the increased size of the Merged Entity could result in pricing advantages, making it more challenging for smaller TMCs to compete.⁷³² The other competitor told us that it was concerned that the Merged Entity could dominate supplier relationships, especially through its control over technology and distribution systems, which could limit the ability of new, tech-driven entrants to innovate and compete effectively.⁷³³
- F.62 Among competitors who were against the Merger ([REDACTED]), the primary concerns centred on the significant market power the combined entity would hold.⁷³⁴ These competitors argued that the Merged Entity's size could grant it undue influence over pricing and supplier terms, which could disadvantage smaller competitors and limit supplier diversity, particularly for SME corporate clients.⁷³⁵ For example, one competitor emphasised that the Merged Entity's increased leverage could enable it to secure better terms from suppliers, potentially leading to reduced competition. It feared that GBT would be able to shift its business model to rely more on supplier income, allowing it to undercut competitors on pricing. This could force this competitor to explore mergers and acquisitions or partnerships to maintain its

⁷²⁶ Third party call note.

⁷²⁷ Third party responses to RFI; and third party responses to the CMA's RFI.

⁷²⁸ Third party responses to RFI; and third party responses to the CMA's RFI.

⁷²⁹ Third party call note.

⁷³⁰ Third party call notes; and third party responses to RFI.

⁷³¹ Third party call note; and third party response to RFI.

⁷³² Third party call note.

⁷³³ Third party call note; and third party response to RFI.

⁷³⁴ Third party response to RFI.

⁷³⁵ Third party responses to RFI and third party response to the CMA's RFI.

competitiveness.⁷³⁶ One competitor also highlighted the potential for the Merger to reduce the availability of competitive pricing and innovation in the market, making it harder for emerging technology-based TMCs to establish themselves. In its view, the Merger would create so much incremental volume that it would be like putting 30 years of business activity into one acquisition.⁷³⁷

Third party's view

F.63 One third party was concerned that the Merged Entity's projected control of over 50% of TMC bookings would mean that the TMC could extract higher fees [X]. These increased fees [X]. It was also concerned about the Merged Entity's reduced incentive to progress the rollout of the NDC. It submitted that these effects would ultimately harm and reduce choice for TMC customers.⁷³⁸

⁷³⁶ Third party call note.

⁷³⁷ Third party call note.

⁷³⁸ Third party response to the CMA's s109 notice.

APPENDIX G: CWT's financial position

Introduction

- G.1 This appendix sets out:
- (a) the Parties' submissions on CWT's financial position; and
 - (b) our assessment of CWT's financial position.

Parties' submissions

- G.2 CWT told us that [REDACTED].⁷³⁹
- G.3 CWT told us that [REDACTED]. It told us that [REDACTED]. It also told us that it filed for a pre-packed bankruptcy in November 2021, and since then, it had undergone [REDACTED], [REDACTED] recapitalisations, and [REDACTED] to turn around its financial performance. CWT said that, despite these measures, [REDACTED]. It further told us that [REDACTED].⁷⁴⁰
- G.4 CWT told us that in June and August 2024, [REDACTED]. It told that in the last six months, [REDACTED].⁷⁴¹ It further told us that it cannot rely on [REDACTED].⁷⁴²
- G.5 CWT told us it was affected more by [REDACTED]. It told us that [REDACTED].⁷⁴³
- G.6 As a result of [REDACTED], CWT submitted that [REDACTED]. In particular:
- (a) [REDACTED].⁷⁴⁴ [REDACTED].
 - (a) [REDACTED].⁷⁴⁵ [REDACTED].⁷⁴⁶ [REDACTED].⁷⁴⁷ [REDACTED].
 - (b) [REDACTED].⁷⁴⁸ [REDACTED].
- G.7 Whilst CWT has submitted it is a [REDACTED], CWT has confirmed that [REDACTED].⁷⁴⁹

⁷³⁹ CWT submission to the CMA, 4 October 2024, paragraph 11.1.

⁷⁴⁰ CWT submission to the CMA, 4 October 2024, paragraphs 14-16.

⁷⁴¹ CWT submission to the CMA, 4 October 2024, paragraph 1.3 and page 22.

⁷⁴² CWT submission to the CMA, 4 October 2024, paragraph 11.2.

⁷⁴³ Parties' response to the Phase 1 Decision, Annex 1, 23 August 2024, paragraph 10.

⁷⁴⁴ CWT submission to the CMA, 4 October 2024, Section 5.

⁷⁴⁵ CWT submission to the CMA, 4 October 2024, Section 6.

⁷⁴⁶ CWT submission to the CMA, 4 October 2024, paragraph 4.3.

⁷⁴⁷ CWT submission to the CMA, 4 October 2024, Section 7.

⁷⁴⁸ CWT submission to the CMA, 4 October 2024, Section 8.

⁷⁴⁹ Parties' Initial Substantive Meeting slides, 3 September 2024, slides 93-94.

Our provisional views on CWT's financial position

G.8 We consider the evidence concerning CWT's financial position and implications on future competitive strength in the following sections:

- (a) historic financial performance;
- (a) CWT's current financial position, financial forecasts and investment; and
- (b) CWT's capital raising and ability to meet its liquidity obligation.

Historic financial performance

G.9 In 2019, while CWT reported [REDACTED].⁷⁵⁰ In 2020, due to COVID-19, [REDACTED] (see Table G.1).

G.10 [REDACTED]. It exited bankruptcy in November 2021 after CWT re-organised its balance sheet by recapitalising it and reduced debt [REDACTED]. It also [REDACTED].⁷⁵¹

G.11 Throughout 2022 and 2023, [REDACTED]. During these years, [REDACTED] (see Table G.1).

Table G.1: CWT's historic financial performance and forecast

	(\$'billion)							
	2019	2020	2021	2022	2023	2024 (f)	2025 (f)	2026 (f)
Revenue	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
Adjusted EBITDA	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
Long term debt	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
Cash interest cost	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
Capital expenditure	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]

Note: [REDACTED].

Source: CMA analysis of CWT internal documents.

G.12 Based on the above, it shows that CWT's financial position was undoubtedly negatively impacted due to COVID-19 and, to some extent, [REDACTED]. Since then, we note that CWT's revenues [REDACTED].

G.13 CWT's TTV recovery and profitability may [REDACTED]. However, internal documents show that CWT's strategy [REDACTED].⁷⁵² In this appendix, we discuss only CWT's financial position. CWT's bidding activity and customer wins and losses are discussed, in detail, in Appendix C.

⁷⁵⁰ CWT Press Release, [CWT reports continued growth and delivery in 2019 \(mycwt.com\)](#), 1 May 2020, last accessed on 15 October 2024.

⁷⁵¹ News Article, [CWT Exits Chapter 11 Bankruptcy One Day After Filing \(Business Travel News\)](#), 12 November 2021, last accessed on 15 October 2024.

⁷⁵² CWT internal document.

- G.14 We have presented CWT's [redacted] in Table G.1, which shows that [redacted]. It also shows CWT as having [redacted].
- G.15 One of CWT's internal documents, dated November 2023, stated that: [redacted].⁷⁵³ This shows that CWT's management has a positive outlook on the business, as it has successfully restructured the balance sheet and reduced its costs to be in a stable financial position.
- G.16 As noted in paragraph G.4, CWT told us that in the last six months of 2024, [redacted]. [redacted].
- G.17 Although CWT's investments had [redacted], we consider that [redacted]. We note that CWT forecasts show that [redacted].
- G.18 With regard to costs, CWT told us that it has [redacted].⁷⁵⁴ We recognise that some actions, such as [redacted], would have affected CWT's competitiveness in the past, and some actions, such as [redacted], would have increased profitability. We understand from a CWT internal document from April 2024 [redacted].⁷⁵⁵ These actions are forecast to produce further cost savings of \$[redacted] million. In our view CWT has a strong incentive to take these actions in order to continue its path to recovery.
- G.19 Based on above, our provisional view is that while CWT's financial position did suffer due to COVID-19, since exiting the pre-packed bankruptcy in November 2021, it has been on an upward trajectory, and it has retained a number of significant customers in a competitive bidding process and won new customers. See further details in Appendix C.

CWT's capital raising and ability to meet its liquidity obligation

- G.20 We note that CWT had been successful in raising additional capital, having raised \$[redacted] million in each of 2022 and 2023. [redacted].
- G.21 Further, it has successfully reduced its debt level through recapitalisation, [redacted] (see Table G.1).
- G.22 A CWT internal document of November 2023 stated that '[redacted]'.⁷⁵⁶ This highlights that CWT has the [redacted], having previously raised capital and [redacted] to [redacted].
- G.23 We note that CWT's press release on 9 November 2023 stated that it had 'significantly strengthened [its] financial position through incremental investment

⁷⁵³ CWT internal document.

⁷⁵⁴ CWT submission to the CMA, 4 October 2024, paragraph 4.3; and CWT response to the CMA's RFI 3, 11 September 2024, Annex A.

⁷⁵⁵ CWT submission to the CMA, 4 October 2024, Annex.

⁷⁵⁶ FMN, 3 June 2024, Annex, slide 4.

and balance sheet recapitalisation'.⁷⁵⁷ Besides its public statement about its financial position, we also note that in a presentation to a potential customer in January 2024, CWT stated that it [REDACTED].⁷⁵⁸ These factors indicate that CWT is positioning itself on firmer financial ground to its potential customers.

- G.24 CWT told us that its '[REDACTED]'.⁷⁵⁹ We consider that the evidence does not support that CWT's [REDACTED]. First CWT [REDACTED]. Shareholders previously [REDACTED]. Second the comment [REDACTED].
- G.25 As noted in the counterfactual chapter (see paragraph 3.14), [REDACTED]. For example, [REDACTED].⁷⁶⁰
- G.26 Based on this, we consider that CWT has access to capital [REDACTED].
- G.27 We have also considered CWT's liquidity requirements. We note that the CWT internal document from April 2024 prepared in connection with the preparation of its 31 December 2023 financial statements stated that [REDACTED]. [REDACTED].⁷⁶¹ While we recognise that CWT would [REDACTED].
- G.28 Therefore, our provisional view, based on its internal documents and public press releases, is that CWT [REDACTED], and overall, it has [REDACTED] to continue competing in the supply of BTA services to relevant customers, as defined in this report.

⁷⁵⁷ CWT Press Release, [CWT significantly strengthens financial position through incremental investment and balance sheet recapitalization \(mycwt.com\)](https://mycwt.com), 9 November 2023, last accessed on 15 October 2024.

⁷⁵⁸ CWT internal document.

⁷⁵⁹ CWT submission to the CMA, 4 October 2024, paragraph 11.1.

⁷⁶⁰ CWT internal document.

⁷⁶¹ CWT submission to the CMA, 4 October 2024, Annex.

Glossary

Term	Definition
Act	The Enterprise Act 2002.
BPOs	Business Process Outsourcing – A means by which TMCs provide local presence by outsourcing mid-and-back-office support and having remote call centers.
BCD	BCD Group – A privately owned Dutch TMC . Identified as the closest competitor to GBT and CWT .
BTA	Business Travel Agency.
BTA services	Business travel agency services - services offered by BTAs/TMCs such as, booking transport, after sales support such as cancellations/changes, and monitoring/reporting services.
BTN	Business Travel News – corporate travel focused industry publication that provided survey of top 100 corporate travel companies.
CMA	The Competition and Markets Authority.
CMA129	Merger Assessment Guidelines (CMA129)
CMA2	Guidance to the CMA's jurisdiction and procedure (CMA2)
CTM	Corporate Travel Management – US Based Traditional TMC that also competes with the above, but is considered a weaker competitor.
CWT	CWT Holdings, LLC.
FCM	FCM Travel – Australian based TMC . Competes with GBT and CWT but services offered are less globally consistent.
GBT	Global Business Travel Holdings, Inc.
GDS	Global Distribution System – a network that supports sharing of transaction information between travel industry service providers. Examples include Sabre, Amadeus, Travel Port.
GMN/GMN Customers	Global Multinational Companies – TMC customers that require capacity, service and support levels that meet their

Term	Definition
	<p>high TTV and multi-regional travel needs. For the purposes of this Interim Report, we have considered customers with above \$25 million annual TTV that spans multiple distinct regions of the globe to fall within this group.</p> <p>We note that different industry participants may use different definitions.</p>
IATA	The International Air Transport Association – industry body representing airlines. Provides, training, licensing, sets standards and provides codes of practice to those operating in the air travel industry.
M&E	Meetings and Events services offered by TMCs .
Managed travel	Business travel needs serviced by a BTA supplier.
Merged Entity	The entity including GBT and CWT which will be created in the future if the Merger was to proceed.
Merger	The agreement which will create the Merged Entity .
Navan	Navan Inc – US based tech-led TMC that is strong in the SME space but is also attracting GMN customers, aided by acquisition of a ‘traditional’ TMC (Reed & Mackay).
NDC	New Distribution Capability – a recently developed alternative to GDS that enables the exchange of higher fidelity information.
OBT	Online Booking Tool – digital interface used to book travel. TMCs may develop their own, or utilize a third party solution. Providers include SAP and Concur.
Parties	GBT and CWT together.
SLC	Substantial lessening of competition.
SME	Small and Medium-sized Enterprise – consistently with the definition applied by the Parties , this is defined by the enterprise’s TTV rather than size.
Spotnana	Spotnana Technology Inc –US based tech-led entrant, who provide traditional TMC services in some instances, but also

Term	Definition
	offer their TaaS product to other TMCs as a service, or in partnership to gain a particular customer
TaaS	Travel as a service software – platforms that enable the provision of TMC services via an integrated software platform. Providers include Spotnana .
TMC	Travel Management Company, entities that assist in arranging business travel and related services, sometimes referred to as BTA suppliers.
TPN	Travel Partner Network. A partnership between TMCs designed to increase geographic presence.
TTV	Total Transaction Value – total cost of travel and services booked by a TMC .
TUPE	Transfer of Undertakings Protection of Employment rights – allows for staff to transfer between TMCs .
UK	United Kingdom.
Unmanaged travel	Where a business customer either lets its employees book their own travel and expensing it back to the employer or brings the work of the TMC in-house.