



Decision CPC: 32/2021

Case Number: 08.05.001.021.027

THE CONTROL OF CONCENTRATIONS BETWEEN ENTERPRISES LAW

No. 83(I)/2014

Notification of a concentration concerning the acquisition of the share capital of Secna natural Ingredients Group, S.L. by EQT IX, via Holdingselskabet af 22. april 2021 ApS

Commission for the Protection of Competition:

Mrs. Loukia Christodoulou,	Chairperson
Mr. Andreas Karydis,	Member
Mr. Panayiotis Ousta	Member
Mr. Aristos Aristeidou Palouzas	Member
Mr. Polynikis-Panagiotis Charalambides	Member

Date of Decision: 28th of May 2021

SUMMARY OF THE DECISION

On 10/05/2021, the Commission for the Protection of Competition (hereinafter the “Commission”) received on behalf of Holdingselskabetaf 22. april 2021 ApS (hereinafter the “Holdingselskabet”), a notification of a proposed concentration. The notification was filed according to Section 10 of the Control of Concentrations between Enterprises Law 83(I)/14 (hereinafter the “Law”).

The notification concerns a concentration, according to which, Holdingselskabet, will acquire the share capital of Secna Natural Ingredients Group, SL. (hereinafter the “Target”).

Holdingselskabet af 22. april 2021 ApS is a newly created special purpose vehicle which had no previous business activities and which was established for the purposes of this transaction. This Company is indirectly owned and controlled by EQT Fund Management S.à rl, a limited liability company of Luxembourg acting as administrator of the two special limited partnerships of EQTIX Collect EURSCSp and of EQTIX Collect USDSCSp.

The Target is a manufacturer of natural colour ants of food and juices. Its headquarters is in Valencia, Spain.

The concentration is based on a Share Sale and Purchase Agreement dated 23/04/2021 (hereinafter "Agreement") between Corpfin Capital Fund IV, F.C.R. de Régimen Simplificado, CCFund IV Deutsch Spain, SCS, Delta Spain S.à.rl, SICAR Compartment B - Fund IV and seven minority shareholders (hereinafter the "Sellers") and Holdingselskabet.

As stated in the Agreement, the Sellers hold the entire share capital of the Target, which they will sell to Holdingselskabet.

The Commission, taking into account the facts of the concentration, has concluded that this transaction constitutes a concentration within the meaning of section 6 (1)(a)(ii) of the Law, since it leads to a permanent change of control of the Target Company.

Furthermore, based on the information contained in the notification, the Commission found that the criteria set by section 3 (2) (a) of the Law were satisfied and therefore the notified concentration was of major importance falling within the scope of the Law.

The Target is mainly active in the production and sale of natural colour ants and juice concentrate.

EQT Funds, namely the Group to which the Purchaser belongs, control either exclusively or jointly a number of holding companies. Moreover, the turnovers of the holding companies of the EQT funds held in Cyprus derive from various economic sectors.

The relevant product/services market in this case was defined as the trading of colouring ingredients for food production. The geographic market of the above-mentioned relevant product/services market is the territory of the Republic of Cyprus.

The Commission noted that according to the notification, there is no horizontal overlap between the activities of the participating parties in Cyprus. It also concluded that there are no vertical relationships between these parties in Cyprus.

The Commission, on the basis of the factual and legal circumstances, unanimously decided that this concentration does not create or strengthen a dominant position in the affected market and therefore the concentration does not raise serious doubts as to its compatibility with the operation of the competition in the market. In addition, there are no other markets in which the said transaction may have serious consequences according to the Law.

Therefore, the Commission, acting in accordance with section 22 of the Law, unanimously decided not to oppose the notified concentration and declare it as being compatible with the operation of the competition in the market.

Loukia Christodoulou
Chairperson of the
Commission for the Protection of Competition