

Case Number: 08.05.001.021.025

THE CONTROL OF CONCENTRATIONS BETWEEN ENTERPRISES LAW

No. 83(I)/2014

Notification of concentration concerning the acquisition of the share capital of Onnit Labs

Inc. by Conopco, Inc.

Commission for the Protection of Competition:

Mrs. Loukia Christodoulou	Chairperson
Mr. Andreas Karidis,	Member
Mr. Panayiotis Oustas,	Member
Mr. Aristos Aristidou Palouzas,	Member
Mr. Polinikis Panayiotis Charalambides	Member

Date of decision: 24 May 2021

SUMMARY OF DECISION

On 28/4/2021, the Commission for the Protection of Competition (hereinafter the “Commission”) received on behalf of Conopco Inc., 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 Conopco Inc. (hereinafter “Conopco”), will acquire the share capital of Onnit Labs Inc (hereinafter the “Target”).

Conopco, Inc. is based in New York City, USA. Conopco, Inc. is part of a group of companies which was formed by a series of agreements between the parent companies Unilever plc and Unilever NV.

Unilever plc is a company duly registered under the laws of the Wales and England. Unilever group of companies is active in the food, household and personal care products sectors in more than 190 countries.

Onnit Labs Inc. is a company duly registered under the laws of the State of Delaware, of the United States of America. The Target focuses on the manufacture of nutritional supplements and functional foods based on advanced ingredient science and nutritional research.

The concentration is based on an Agreement and Plan of merger dated 26th of April 2021 between Onnit Labs, Inc., Conopco, Inc., Slate Acquisition Co. (Merger Subsidiary) and Fotis Advisors, LLC, as the representative of the Target Guarantee Holders (the Sales Representative) (hereinafter referred to as the "Agreement").

The Commission, considering 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, since Unilever will acquire sole control via Conopco.

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 transaction was of major importance under the Law.

The Commission, having taken into account all the elements of the administrative file as well as relevant case law, concluded that, for the purposes of evaluating this concentration, the relevant product market is defined as (a) the supply of food supplements and (b) the supply of fitness equipment.

For the purposes of the present case, the geographic market was defined as that of the Republic of Cyprus for the above said relevant product markets.

According to the notification, there is no horizontal overlap or vertical relation between the activities of the participants in the concentration, in Cyprus.

In addition, the Commission concluded that there are no other markets where the notified concentration is likely to have a significant impact, under the provisions of the Law.

The Commission, on the basis of the factual and legal circumstances, unanimously decided that this concentration does not create or strengthen a dominant position as there is no affected market and therefore the concentration does not raise serious doubts as to its compatibility with the operation of the competition in the market.

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