



ΚΥΠΡΙΑΚΗ ΔΗΜΟΚΡΑΤΙΑ



ΕΠΙΤΡΟΠΗ ΠΡΟΣΤΑΣΙΑΣ  
ΤΟΥ ΑΝΤΑΓΩΝΙΣΜΟΥ

Decision CPC: 31/2019

Case Number: 8.13.019.20

**THE CONTROL OF CONCENTRATIONS BETWEEN ENTERPRISES LAW  
No. 83(I)/2014**

**Notification of a concentration concerning the acquisition of certain assets of  
Procter & Gamble Company (Emerald Business), by Unilever N.V.**

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: 3 June 2019

**SUMMARY OF THE DECISION**

On the 2<sup>nd</sup> of May 2019, the Commission for the Protection of Competition (hereinafter the “Commission”) received on behalf of Unilever N.V. (hereafter “Unilever”) 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 concerned the acquisition from Unilever of certain assets of Procter & Gamble Company (Emerald Business) (hereafter “P&G” or the “Target”).

The target in this concentration are certain assets that constitute the Emerald Business which is owned by Procter & Gamble Company. The Emerald Business is active in mouth hygiene products under the brand names Fluocaril, Parogencyl and Pyodontyl.

Unilever N.V. is a company duly registered under the laws of the Netherlands. Unilever N.V. belongs to Unilever Group which is active in the food, household and personal care sectors.

The transaction is based on the « Transaction Agreement» (hereafter the “Agreement”) between Unilever (the buyer) and P&G (the seller). According to the Agreement, Unilever will acquire certain assets from P&G (Emerald Business).

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.

Furthermore, based on the information contained in the notification, the Commission found that the criteria set by section 3(2)(α) of the Law were satisfied and therefore the notified transaction was of major importance under the Law.

The Commission, for the purposes of evaluating this concentration, defined the relevant product/service markets as (a) the distribution of toothpaste products, (b) the distribution of toothbrushes, and (c) the distribution of other oral care products. For the purposes of the present case, the geographic market was defined as that of the Republic of Cyprus for all relevant product markets.

According with the undertaking concerned, this concentration leads to a horizontal overlap in the market of distribution of toothpaste products in Cyprus. According to the parties, Unilever, has a market share 0-5% and the Target has a market share 0-5% in Cyprus. Therefore, the Commission concluded that there is no affected market.

This concentration does not lead to a vertical relation in the relevant markets the parties are active in Cyprus. Therefore, the Commission concluded that there is no affected market.

The Commission concluded that there is a neighboring market between the services/products provided by the parties involved in the transaction as Unilever is active in the distribution of toothbrushes and other oral care products in Cyprus. Toothbrushes and other oral care products are considered to be complementary products to toothpaste products which are distributed in Cyprus by the Traget. According to the parties, Unilever has a market share 5-10% in the distribution of toothbrushes and a market share 0-5% in the distribution other oral care products in Cyprus.

Considering the above, the Commission concludes that there is no affected market based on Annex I 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