



Decision CPC: 65/2021

Case Number: 08.05.001.021.053

THE CONTROL OF CONCENTRATIONS BETWEEN ENTERPRISES LAW

No. 83(I)/2014

Notification of a concentration concerning the acquisition of the share capital of The Chamberlain Group LLC, Systems LLC and the relevant assets by Blackstone Inc., via Chariot Buyer LLC

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: 2nd of November 2021

SUMMARY OF THE DECISION

On 22/09/2021, the Commission for the Protection of Competition (hereinafter the “Commission”) received on behalf of Blackstone Inc. (hereinafter, together with any of its affiliated companies or its affiliated investment funds, “Blackstone”) 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, Blackstone, via Chariot Buyer LLC (hereinafter the “Chariot Buyer”), will acquire the share capital of The Chamberlain Group LLC (hereinafter the “Target 1”), Systems LLC (hereinafter the “Target 2”) and relevant assets.

- Chariot Buyer is a special purpose vehicle, which had no previous activities. It was established in order to operate as an acquisition company for the purposes of this transaction.

Blackstone is a global alternative asset manager. It is listed on the New York Stock Exchange. Blackstone operates as an investment management company and not as a holding or conglomerate company. Therefore, each company in Blackstone's investment portfolio is subject to separate management, financing and each has different investors. Moreover, each company of Blackstone's portfolio has its own board of directors, which often includes representatives of Blackstone.

- Chamberlain Group, Inc. is a manufacturer and distributor of residential and commercial door openers and access control products. This company belongs to The Duchossois Group, Inc..

Duchossois Group, Inc. (the Seller) is a private investment company which is consisted by other operating companies and an investment company. The operating companies of Duchossois Group, Inc. consist of pioneering companies in the field of access control for business and home markets.

- Systems LLC is a manufacturer and distributor of dock-leveler equipment. It belongs to Systems Holdings, Inc. which is controlled by SHI Parent.

The assets that will be sold, belongs to Duchossois Real Estate LLC and are used by Systems LLC, for its activities.

The concentration is based on a Purchase Agreement dated 04/09/2021 (hereinafter "Agreement") between The Duchossois Group, Inc, Duchossois Real Estate LLC and System Holdings Inc. (together as the Sellers) and Chariot Buyer LLC, as the Buyer. Based on this Agreement, Blackstone will acquire the share capital of The Chamberlain Group LLC, Systems LLC and relevant assets, via Chariot Buyer LLC. According to the Agreement, the Sellers will hold a percentage of shares which will represent approximately 15% of the equity ownership of Chariot Buyer.

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 relevant product/services and geographic market in this case was defined as the market for entrance automation systems in the territory of the Republic of Cyprus.

Based on the notification, the activities of Blackstone (including the activities of its portfolio companies) do not overlap the activities of the Target 1 in Cyprus. Moreover, there are no any vertical relationships between Blackstone (including the activities of its portfolio companies) and Target 1 in Cyprus.

Therefore, no affected market is created in this concentration, as defined in 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 nor obstruction of competition.

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