



Decision CPC: 64/2019

Case Number: 8.13.019.48

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

**Notification of a concentration concerning the acquisition of the share capital
of Arivia S.A. by Upfield Group B.V., via Upfield Europe B.V..**

Commission for the Protection of Competition:

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

Date of decision: 2/12/2019

SUMMARY OF DECISION

On 7/11/2019, the Commission for the Protection of Competition (hereinafter the “Commission”) received on behalf of Upfield Europe B.V., 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”) and it concerns the acquisition of the share capital of Arivia S.A. (along with all its subsidiaries referred to as “Arivia” or the “Target”) by Upfield Group B.V. (along with all its subsidiaries referred to as “Upfield”), via Upfield Europe B.V..

Arivia is a company duly registered under the laws of Greece and is a producer of plant-based dairy and dairy-free cheese alternatives using mainly coconut oil in a variety of flavors and types. Arivia is also active in the production and sale of plant-based cheese alternatives.

Upfield is a company duly registered under the laws of Netherlands and is a wholly owned subsidiary of KKR & Co. (along with its affiliated companies referred to as

“KKR”). Upfield is mainly active in the production and sale of margarine, dairy cream alternatives and vegetable oils.

KKR is an international investment company offering a wide range of alternative equity and other investment products to investors. KKR also provides capital market solutions for the company, its affiliated companies and other customers. KKR's affiliated private equity funds invest in companies in various sectors.

The transaction is based on a Share Purchase Agreement (hereinafter the “Agreement”) by which Upfield Europe B.V. will acquire the share capital of the Target.

Taking into account the above mentioned facts, the Commission concluded that the transaction in question constitutes a concentration within the meaning of Article 6(1) (a)(ii) of the Law because it will result in a change of control on a permanent basis of the Target which will be obtained by KKR, via Upfield Europe B.V..

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, for the purposes of evaluating this concentration and taking into consideration the relevant case law¹ defined the relevant product/service market as the market for plant-based dairy and dairy free cheese alternatives, noting that any further subdivision of the market does not differentiate the assessment of this transaction. For the purposes of the present case, the geographic market was defined as the Republic of Cyprus for the relevant product market.

According to the notifying parties, there is no horizontal overlap, nor vertical nor neighbouring markets in their activities 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 as there is no affected market based on Annex I of the Law and therefore the concentration does not raise serious doubts as to its compatibility with the operation of competition in the market.

Considering the above, the Commission concludes that this concentration does not lead to any horizontal overlap relationship and there are no vertical relationships or other markets on which the notified concentration may have significant impact.

¹ European Commission, decision of 12 April 2013, M. 6722- *Frieslandcampina/Zijerveld & Veldhuyzen And Den Hollander* para 20., Bl. European Commission, decision of 16 December 2016, M.8150 - *Danone /The Whitewave Foods Company*.

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 competition in the market.

Loukia Christodoulou

Chairperson of the
Commission for the Protection of Competition