

Case Number: 08.05.001.022.015

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

**Notification of a concentration concerning the acquisition of My Mall Limassol  
by Dorsel (B.A.Z.) Ltd and Ari Real-Estate (Arena) Investments, via Limassol  
Mall Ltd.**

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: 18<sup>th</sup> of April 2022

**SUMMARY OF THE DECISION**

On 31/03/2022, the Commission for the Protection of Competition (hereinafter the “Commission”) received on behalf of Dorsel (B.A.Z.) Ltd (hereinafter the “Dorsel”) and Ari Real-Estate (Arena) Investments (hereinafter the “Arena”), 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, Dorsel and Arena intend to acquire My Mall Limassol (which it consists of 4 companies) (hereinafter the “MyMall” or the “Target”), via Limassol Mall Ltd.

The companies participating to the transaction are the following:

- Dorsel is a company duly registered under the laws of Israel. It is a real estate investment company, which it is active in the identification and purchase of

yielding assets, as well as the initiation and development of yielding real estate projects in industrial parks. It is a public company, listed on the Tel Aviv Stock Exchange and is part of the Synel Group. Synel Group is one of Israel's leading enterprise IT groups providing a wide range of integrated software and hardware solutions for workforce management in organizations (payroll, timekeeping, HR recruitment, employee engagement, pension savings as well as cabling and clearing investment, access control, and intelligent analysis and management of physical security systems), while also providing training and professional and technology consulting services in payroll controller and employment law that help employers and executives handle critical organizational issues efficiently, economically and profitably.

- Arena is a company duly registered under the laws of Israel. It invests and manages yielding real estate in Israel and is a public company, listed on the Tel Aviv Stock Exchange. It is controlled by Abou Yehiel Construction Company, which is controlled by Mr. Zachi Abou.
- Limassol Mall Ltd is a company duly registered under the laws of Israel. It has been established jointly by Dorsel and Arena for the purposes of the proposed transaction. It has no other activity in the Republic or abroad.
- The Target in this concentration is the business and real estate of the homonymous shopping center located in Limassol. It is a shopping center that is built in a complex of 4 blocks and consists of the following four Cypriot companies:

-Tiffany Investments Ltd (owns [.....] %) and Pearland Investments Ltd (owns [.....]%) are the owners of the plot on which MyMall is built and the building complex,

-AML Malls Holding Ltd is the holding company that owns 100% of Tiffany and

-MIM Services Ltd is the company that manages MyMall.

AML, Pearland and MIM are currently linked through mirroring ownership percentages [.....].

This concentration is based on the Share Purchase Agreement (hereinafter the “SPA”) dated 24/02/2022. As stated in the Agreement, Dorsel and Arena intends to acquire My Mall, via Limassol Mall Ltd.

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 market in this case was defined as the market for providing space for commercial use in large shopping centers/stores. In addition, the Commission concluded that the geographical market is defined, for the relevant market under reference, as that of the Limassol district at a distance of 20-30 minutes by car from the Shopping Center.

According to the notification, there is no a horizontal, vertical or neighboring relationship between the activities of the Parties in the Cyprus market.

Taking into account the above, the Commission concludes that in this concentration no affected market is created based on Annex I of the Law. In addition, there are no other markets in which the notified concentration may have a significant effect.

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