

**Case Number 8.13.012.16**

**THE CONTROL OF CONCENTRATIONS  
BETWEEN ENTERPRISES LAWS 1999 TO 2000**

Notification of a concentration regarding the creation of a joint venture by the companies G.A.P  
Vassilopoulos Public Ltd και Otero Holdings Ltd.

Commission for the Protection of Competition:

Mrs. Loukia Christodoulou	Chairperson
Mr. Leontios Vryonides	Member
Mrs. Eleni Karaoli	Member
Mr. Demetris Pitsillides	Member
Mr. Costas Melanides	Member

Date of decision: 20 July 2012

**SUMMARY OF THE DECISION**

On the 1<sup>st</sup> of June 2012, the Commission for the Protection of Competition (hereinafter the «Commission») received a notification of the proposed concentration on behalf of G.A.P Vassilopoulos Public Ltd and Otero Holdings Ltd, in accordance with section 13 of the Control of Concentrations between Enterprises Law (Number 22(I)/99) (hereinafter the «Law»). The concentration concerned an agreement between G.A.P Vassilopoulos Public Ltd and Otero Holdings Ltd to create a new company named Otero Trading Ltd.

G.A.P Vassilopoulos Public Ltd is a public company, with listed shares in the Cyprus Stock Exchange. GAP group of companies offers a wide range of activities such as sea freight forwarding, domestic express courier and logistics, travel and tour, clearing, bonded warehousing and logistics, household removals, third party logistics, shipping agency, hotels, International express courier, multimedia marketing service, airfreight forwarding, insurance and international money transfers.

G.A.P Vassilopoulos Public Ltd holds 100% of the shares of G.A.P Vassilopoulos Easy Payments Ltd which is a company duly registered under the laws of Cyprus. This company began its activities in 2009 and is the exclusive representative of Payzone Hellas Company in Cyprus. It offers services such as top-up, prepaid mobile and fixed telephony, prepaid

internet purchases with coupons Paysafecard, MoneySafe, Ukash and also payment of utility bills.

Otero Holdings Limited is a company, duly registered in the Republic of Cyprus, and holds 100% of the share capital of Otero Ltd. Otero Ltd began its activities in 2008 and is known in Cyprus market as «MOBEE PAYMENTS». The company is active in the market of top-up services, prepaid mobile and fixed telephony, prepaid internet purchases with coupons Paysafecard, MoneySafe, Ukash and also payment of utility bills.

This transaction is based on an agreement dated 28 of May 2012 between G.A.P Vassilopoulos Public Ltd and Otero Holdings Ltd. Pursuant to the agreement, the purpose of the concentration is the creation of a new company, Otero Trading which will acquire the control of Otero and G.A.P Easy. Otero Trading is a vehicle company and its purpose is to hold the 100% of the share capital of Otero and G.A.P Easy.

The Commission, taking into account the above facts and events concerning this concentration has concluded that this transaction constitutes a concentration within the meaning of section 4 (1) (b) of the Law, since it results in a joint control of the companies Otero and G.A.P Easy by Otero Holdings and G.A.P.

Furthermore, based on the information contained in the notification, the Commission has concluded 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. According to the notification, the aggregate turnover achieved by both undertaking's annual exceeded, in relation to each one of them 3.417.203 euro. Furthermore G.A.P Easy and Otero engage in commercial activities within the Republic of Cyprus and their turnover within the Republic exceeded 3.417.203 euro.

The relevant product markets in the present case are defined as the markets of: 1) distribution and resale of top up services in relation to prepaid mobile telephony and SIM CARD start up packs 2) distribution and resale of codes for the purchase of prepaid airtime of international calls 3) distribution and resale of coupon codes for internet shopping, 4) Services of electronic financial transactions (for example online payment of utility bills)

The definition of the geographic market for all relevant product/services markets in this case was defined as the Republic of Cyprus.

The Commission, on the basis of the factual and legal circumstances, applying the relevant provisions of the Law and taking into consideration the report prepared by the Service, unanimously decided that this concentration does not create or strengthen a dominant position in the relevant markets and therefore the concentration does not raise serious doubts as to its compatibility with the competitive market.

Therefore, the Commission, pursuant to section 18 of the Law, unanimously decided not to oppose the notified concentration and declare it as being compatible with the requirements of the competitive market.

Loukia Christodoulou  
Chairperson of the Commission  
for the Protection of Competition