COMESA Competition Commission
Kang'ombe House, 5th Floor-West Wing
P.O. Box 30742
Lilongwe 3, Malawi
Tel: +265 (0) 1 772 466
Email- compcom@comesa.int

Common Market for Eastern and Southern Africa

Case File No. CCC/MER/08/30/2019

Decision[1] of the Sixty-Eighth (68th) Committee Responsible for Initial Determination Regarding the Merger Involving Platin2025 GmbH and Robert Bosch Packaging Technology GmbH

ECONOMIC SECTOR: Packaging

23rd December 2019

[1] In the published version of this decision, some information has been omitted pursuant to Rule 73 of the COMESA Competition Rules concerning non-disclosure of business secrets and other confidential information. Where possible, the information omitted has been replaced by ranges of figures or a general description.

BML

Information and Relevant Background

1. On 25th September, 2019 the COMESA Competition Commission (hereinafter referred to as the "**Commission**") received a notification for approval of a merger involving Platin2025 GmbH ("**Platin2025**") and Robert Bosch Packaging Technology GmbH ("**PADE**").

2. The transaction was notified with the Commission under Article 24(1) of the COMESA Competition Regulations, 2004 (the "**Regulations**"). Pursuant to Article 26 of the Regulations, the Commission is required to assess whether the transaction between the parties would, or is likely to have the effect of substantially preventing or lessening competition or would be contrary to public interest in the Common Market.

3. The Committee Responsible for Initial Determination (the "**CID**") established that the parties operate in more than one COMESA Member State and they meet the required prescribed merger notification thresholds. This therefore means that the regional dimension requirement under Article 23(3) of the Regulations is satisfied and asserts jurisdiction on the Commission to assess the transaction.

The Parties

Platin2025 (the Acquirer)

4. It was submitted that, Platin2025 is a special purpose vehicle newly incorporated for purposes of the proposed transaction. Platin2025 has not generated any turnover in, into or from any COMESA Member State. On completion of the Proposed Transaction, Platin2025 will be indirectly owned by CVC Funds. The CVC Network is a global private equity and investment advisory business. The CVC network consist of CVC Capital Partners SICAV-FIS S.A. and its subsidiaries, and CVC Capital Partners Advisory Group Holdings Foundation and its subsidiaries. These are privately owned entities whose activities include providing investment advice to and/or managing investments on behalf of certain investment funds and platforms (the "CVC Funds") [together, the "CVC Networks"). The CVC Funds have portfolio companies with activities in Burundi, Democratic Republic of Congo, Djibouti, Egypt, Eswatini, Eritrea, Ethiopia, Kenya, Libya, Madagascar, Malawi, Mauritius, Rwanda, Seychelles, Sudan, Tunisia, Zambia and Zimbabwe.

PADE (the Target Undertaking)

5. It was submitted that PADE, is a limited liability company incorporated and organized under the laws of Germany. PADE is controlled by Robert Bosch GmbH, a limited liability company incorporated and organized under the laws of Germany and holds the packaging technology business of the Seller which was established in 1974 and builds upon its long experience to develop and produce single machines, lines and holistic systems. The packaging technology business benefits from a large installed base and offers a comprehensive portfolio including spare parts, modernization, field services and value added solutions. The target undertaking has operations in Egypt, Ethiopia, Madagascar, Rwanda, Tunisia, Uganda, Zambia and Zimbabwe.

BMC

Nature of the Transaction

6. The parties submitted that Platin2025 intends to acquire up to 100% of the issued share capital in PADE pursuant to a Sale and Purchase Agreement dated 11 July 2019 entered into between Platin2025 and Robert Bosch GmbH (the "Seller").

Competition Analysis

7. The CID defined the relevant market as being the global market for the manufacture and supply of packaging material machinery.

8. The CID observed that the transaction does not result in the accretion of market shares due to the absence of horizontal overlaps in the activities of the acquirer and the target undertaking.

Determination

9. The CID determined that the merger is not likely to substantially lessen or prevent competition in the Common Market or any substantial part of it. The CID further determined that the transaction is compatible with the Treaty objective of full market integration. The CID approved the transaction.

10. This decision is adopted in accordance with Article 26 of the Regulations.

Dated this 23rd December, 2019

....

Commissioner Brian M. Lingela (Chairperson)

....

Commissioner Islam Tagelsir Ahmed Alhasan