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Common Market for Eastern
and Southern Africa

27 August 2024

CCC Merger Inquiry Notice No. 28 of 2024

Notice of Inquiry into the Proposed Acquisition of Joint Control by Repsol Industrial Transformation, S.L.U. of Bunge Ibérica, S.A.

It is hereby notified in terms of Article 26(6) of the COMESA Competition Regulations (the “**Regulations**”) that the COMESA Competition Commission (the “**Commission**”), after receiving a notification in terms of Article 24 of the Regulations regarding the proposed acquisition by Repsol Industrial Transformation, S.L.U. (“**Repsol IT**”, together with its controlled and controlling affiliates, “**Repsol**”) of 40% of the share capital of Bunge Ibérica, S.A. (“**BISA**”, or the “**Target Firm**”) from Koninklijke Bunge B.V. (“**KBBV**”), intends to embark on an inquiry in terms of Article 26 of the Regulations.

The parties have submitted that Repsol IT is ultimately controlled by Repsol S.A. Repsol is a global integrated energy company active in the oil, gas and electricity industries, headquartered in Madrid, Spain. Repsol’s business also includes a division for renewable energy, including renewable fuels. Repsol operates in the following sectors in the Common Market: oil, gas, electricity and petroleum. In the Common Market, Repsol operates in Egypt, Libya, Madagascar, Mauritius, Seychelles and Tunisia.

The parties have submitted that KBBV is a company which is indirectly controlled and wholly owned by Bunge Global SA (“**Bunge**”). In the Common Market, Bunge operates in Djibouti, Egypt, Kenya, Libya, Madagascar, Mauritius and Tunisia.

The parties have submitted that BISA is an agribusiness company, headquartered in Barcelona, Spain which is predominately active in the oilseed processing and production, distribution and supply of plant-based oils, fats and proteins. The Target Firm also produces biodiesel and related by-products. The Target Firm operates in the agricultural sector in the Common Market, namely markets vegetable oils and non-grain feed ingredients. In the Common Market, BISA operates in Egypt, Libya and Madagascar.

The notified transaction involves the acquisition by Repsol of 40% shareholding in three industrial Spanish plants located in Bilbao, Barcelona, and Cartagena, which are owned by BISA. The plants focus on the crushing of soybeans, vegetable oils refining and biodiesel production from vegetable oils. Post the Proposed Transaction, BISA, which is currently solely controlled by Bunge will be controlled jointly by Repsol and Bunge.

The parties have submitted that the strategic rationale of the Proposed Transaction is to allow BISA to benefit from Bunge and Repsol's experience and capabilities as a means to facilitate the expansion of its activities in the production of renewable feedstock suitable for the production of renewable fuels. The Proposed Transaction presents an opportunity for Repsol to increase its access to a wide portfolio of low-carbon intensity feedstock, and for Bunge to create alternative paths towards the decarbonization of agricultural and oil supply chains in line with its strategy. The Parties plan to explore other areas of cooperation and project development aimed at increasing the potential availability of non-food lipid feedstocks for the renewable fuels market.

The Commission will, in accordance with the provisions of the Regulations, determine, among other things, whether the proposed transaction is likely to substantially prevent or lessen competition within the Common Market and whether the proposed transaction is or would be contrary to the public interest as provided for under Article 26 of the Regulations.

In view of this, the Commission hereby gives notice to all interested stakeholders, including competitors, suppliers and customers of the parties to the proposed transaction to submit written representations to the Commission with regard to the subject matter of the proposed inquiry by emailing them to: sbundhun@comesacompetition.org. All written representations should be sent to the Commission not later than **17 September 2024**.

If you wish to seek further details and/or clarifications on any aspect of this proposed transaction or need assistance you may get in touch with **Ms. Sunjida Bundhun, Senior Analyst, Competition Division** on Tel: +265 (0) 111 772 466 or sbundhun@comesacompetition.org.

All written representations submitted to the Commission will be treated with the strictest confidentiality and will only be used for the purpose of this inquiry.