PRESS RELEASE

The CNMC cleared eight mergers in September

- Of note is the operation involving Çimsa's purchase of Cemex's white cement business, approved in the second phase and subject to conditions.
- Seven mergers were cleared in phase I investigation, as they did not pose problems to competition in the affected markets.
- In six of them, the simplified procedure was employed.

Madrid, 8 October 2020 - The CNMC resolved a total of **8 mergers** last September. These business operations affected sectors as diverse as white cement, hospitals and pharmaceuticals, products for animals, storage in port terminals, financial institutions, commercial floorspace and paper printing.

C/1052/19: ÇIMSA / ACTIVOS CEMEX

Çimsa purchases Cemex's white cement business

On 29 September, the CNMC approved, in phase II and subject to conditions, the acquisition by Çimsa Çimento Sanayi Ve Ticaret, A.S. (ÇIMSA) of the white cement business of the companies Cemex España Operaciones, S.L.U., Cemex, S.A.B. de C.V. and Cemex España, S.A. (CEMEX), excluding certain assets. (See press release)

The merger was approved following extensive work in phase II, including a package of remedies subjected to a market test involving both the competitors and the main customers of the parties, and a comprehensive economic assessment based on data from customers of bulk and bagged white cement in Spain.

The conditions offered require, firstly, Çimsa to transfer its right to use the Alicante plant to Cementos Molins. This transfer includes the list of customers that Çimsa has supplied from Alicante and the necessary assets located in the plant.

Secondly, and in an effort to guarantee the supply of white cement in the south of Spain, ÇIMSA presented an additional remedy, which consists of ÇIMSA using the CEMEX silo located in Motril to supply white cement customers who, until now, were supplied from ÇIMSA's Seville plant, as well as CEMEX customers supplied from Motril.

The Commission will monitor the conditions for compliance. Çimsa must periodically report to the CNMC on its progress in the compliance and implementation thereof. Likewise, the CNMC will proactively monitor the prices and commercial conditions in Spain's white cement market.(See press release)

C/1122/20: BANCO SANTANDER / URO

Banco Santander buys back 681 of its branches from the Uro REIT

On 8 September 2020, the CNMC cleared, in phase I, the operation through which Banco Santander, S.A. acquires exclusive control of Uro Property Holdings Socimi, S.A.

Uro is a REIT traded on the Spanish stock market whose portfolio currently contains 681 Banco Santander branches, which were transferred to Uro in 2007.

The CNMC does not consider this merger as posing a threat to competition in the affected markets, since the involvement of the parties in the related markets is minor, and any horizontal overlap is insignificant.

The merger will have a minor effect on the competitive structure of the market, since it entails a change in the legal ownership of assets that were once already owned by Banco Santander.

C/1123/20 MEIF 6/VIAMED

The Macquaire Group acquires the Viamed Hospital Group

On 8 September 2020, the CNMC cleared, in phase I, the merger to allow the investment fund Macquarie Group Limited to acquire exclusive control of the Viamed Group.

The Viamed Group is a national hospital group with 25 centres throughout Spain. It also has a facility for dependent people, a dozen polyclinics and three medium- and long-term hospitals (convalescent care).

The CNMC does not believe that this merger could pose a threat to effective competition in the affected markets, since there is no horizontal or vertical overlap between the parties to the merger.

C/1124/20 QUANTUM CAPITAL PARTNERS / PAPRESA

The Quantum fund acquires the Papresa paper company

On 8 September 2020, the CNMC approved, in phase I, the merger by which the investment fund Quantum Capital Partners GmbH acquires exclusive control of Papresa S.A.

Papresa S.A. is a company located in Renteria (Guipúzcoa) that manufactures reels of newsprint from recycled paper fibre for newspaper printing, commercial printing and other uses.

For its part, the Quantum Group holding companies operate in various sectors (automotive, industrial equipment and components, mail services, toys, etc.) and have no stakes in any companies that are active in markets related to the newsprint market.

The CNMC is of the opinion that this merger does not pose a threat to competition given the zero overlap between the activities of the parties involved.

C/1125/20 RUBIS TERMINAL/TEPSA

Rubis Terminal acquires port storage provider Tepsa

On 17 September 2020, the CNMC cleared, in phase I, the operation by which Rubis Terminal S.A.S. acquires exclusive control of Terminales Portuarias (Tepsa).

Rubis is an international company whose main activity is the storage of bulk liquids (mostly crude oil and its by-products). It operates in Belgium, France, the Netherlands and Turkey. It is not involved in port terminal storage companies in Spain, or in related markets.

Tepsa is a subsidiary of the PetroFrance oil company, whose activity primarily involves the reception, storage and forwarding of bulk liquids. It operates in the ports of Barcelona, Bilbao, Tarragona and Valencia.

This merger will not result in any overlaps between the activities of the two parties since they operate in different geographic markets. The CNMC does not view this merger as posing a threat to competition in the affected markets.

C/1121/20 ABAC / MAIPE / ELASA / LLANERA / NORVET

The Abac fund acquires exclusive control of four companies that market products for animals.

On 17 September 2020, the CNMC cleared, in phase I, the operation by which Abac Solutions SCA acquires exclusive control of Maipe Comercial, S.L., Elasa, S.A., Comercial Veterinaria LLanera, S.L. and Noreste Veterinario, S.L. The four transactions are related and comprise a single operation.

Abac is an investment fund that focuses its investments in Spanish companies that are involved in various sectors, such as consumer, technology, media, services, industry and energy.

Maipe is a company headquartered in Vizcaya that markets products for animals, as well as food, medical and hygiene products.

Elasa is a Spanish company that markets and distributes animal health products, surgical and veterinary instruments, as well as feed additives and products for livestock and household animals. Elasa has five stores, four of them in the province of Segovia and one in Madrid. It also has a warehouse in the province of Segovia.

Llanera is a company based in Asturias that markets pharmaceutical and veterinary products.

Norvet is a company that distributes animal health products in the province of Galicia.

The resulting share in the domestic market for the wholesale distribution of pharmaceutical products and consumables for animals, and in the market for the wholesale distribution of animal feed, is not very significant (less than 6%). At the provincial level, there are significant horizontal overlaps (over 30%) in several infra-national markets for the wholesale distribution of pharmaceutical products and consumables for animals.

However, no substantial changes are expected in the market's competitive structure, given the geographical complementarity between the parties. The markets shares are also diluted if the province's area of influence is taken into account. In addition, there are competitors that exert significant competitive pressure both nationally and locally, in addition to extensive online competition.

Finally, based on the information provided by the notifying party, the switching costs are not very significant, long-term and exclusive contracts are rare and there is a balancing power on demand exerted by both direct clients (mainly veterinary clinics and hospitals, pet shops, department stores and livestock establishments) and wholesale warehouses and pharmaceutical cooperatives.

In light of the above, the CNMC does not view this merger as posing a threat to competition in the affected markets.

C/1126/20 NEURAXPHARM / ACTIVOS DE BUCCOLAM

The Apax Partners fund acquires the business for the sale of the drug Buccolam to integrate it into Neuraxpharm

On 22 September 2020, the CNMC cleared in phase I the operation by which the Apax Partners LLP fund acquires (through Neuraxpharm Holdco SAR) all the assets related to the drug Buccolam.

Buccolam is a drug owned by the Takeda Group and is intended for the treatment of prolonged and acute seizures (epileptic seizures) in infants, children and adolescents. It can only be purchased with a prescription.

Neuraxpharm has an office in Barcelona and develops, manufactures and sells products for treating disorders of the central nervous system. It is the only company in Apax's portfolio that sells anti-epileptic drugs, although its active ingredients differ from those in Buccolam.

Buccolam is indicated as a first-line drug for treating status epilepticus in paediatric patients in pre-hospital settings or in the absence of venous access, while the products marketed by Neuraxpharm are in the second and fourth lines of treatment, depending on the time elapsed since the onset of the epileptic seizure. Neuraxpharm does not have any products in its portfolio that operate in the same product market as Buccolam, nor does it conduct R&D on replacement products.

The CNMC is of the opinion that this merger does not pose a threat to effective competition in the affected market. The merger is also not expected to give rise to portfolio effects resulting from the complementarity of the product markets in which the parties operate. The sales volumes of the acquired business are not very significant; moreover, it involves a product that has much cheaper and equally effective substitute drugs.

C/1127/20 APG/ VIA LP

The APG real estate fund acquires exclusive control of the Via Group after acquiring the remaining half

On 29 September 2020, the CNMC cleared in phase I the operation by which APG Strategic Real Estate Pool (APG), an investment fund specialising in real estate, acquires exclusive control of Via LP.

Via LP is a company that belongs to the Via Group, specialising in real estate throughout Europe. In Spain, it rents retail floorspace in shopping centres and outlets.

This merger affects the rental market of real estate assets for commercial use in outlet centres. APG already controlled the business, acquired jointly with the Hammerson Group, meaning the operation entails a qualitative, rather than a quantitative, change in the affected market. The parties involved in the operation do not operate in the same geographic markets or in any vertically related market; as a result, the CNMC takes the view that this merger will not pose an obstacle to effective competition.

More information on the merger analysis procedure.

The CNMC´s merger cases