Ireland
Global merger control handbook – Update

APRIL 2020

Merger control legislation updates since 1 July 2018

On 1 January 2019, a change to the Irish turnover thresholds took effect. A merger or acquisition must now be notified to the Irish Competition and Consumer Protection Commission ("CCPC") if, in their respective most recent financial years:

- the parties have a combined turnover in the Republic of Ireland ("ROI turnover") of at least €60 million; and
- at least two of the parties have an individual ROI turnover of at least €10 million.

Landmark merger control cases since 1 July 2018

There have been three notable Phase II reviews in Ireland since 1 July 2018.

- On 20 December 2018, the CCPC cleared the acquisition by Exponent Private Equity LLP, through its subsidiary Enva Irish Opco Limited ("Enva"), of the Rilta Group ("Rilta"), subject to binding divestiture and access commitments. This decision completed a seven-month Phase II review which began when the parties notified the transaction on 4 May 2018. Both Enva and Rilta are active in the provision of various licensed hazardous and non-hazardous waste services in Ireland. In order to obtain clearance from the CCPC, Enva commited to (1) to sell one of its waste facilities to an independent third party approved by the CCPC within a certain period; and (2) to accept waste lubricant oil and hazardous contaminated soil from any third party (including from the purchaser of the divested waste facility).
- On 8 July 2019, the CCPC conditionally cleared the acquisition by Berendsen (Elis) of Kings Laundry following a 336-calendar-day Phase 2 review of a 3-to-2 laundry merger. Although no formal complainant emerged, healthcare and hospitality customers expressed competition concerns about the reduction of potential bidders for laundry services to the CCPC. On completion of the Phase 2 review, the CCPC identified that the deal would raise concerns in the healthcare market, where the merged entity enjoyed a share of 60 to 70 percent

Ultimately, to address the CCPC's concerns, Berendsen committed to divest an undisclosed set of contracts for laundry services to healthcare customers to another supplier.

- On 5 July 2019, the CCPC conditionally cleared the acquisition by LN Gaiety of MCD Productions, two major music promoters and live event organizers, following a 326-calendar day Phase 2 review. Relevantly, the parent company of LN Gaiety, Live Nation, also operated Ticketmaster, a significant provider of ticketing services with an estimated 60 – to 90-percent share of live music ticketing in Ireland. To address the CCPC's concerns, the parties submitted a variety of behavioural commitments to ensure the separation of the Ticketmaster business. Key among these was a commitment for LN Gaiety to put in place an information firewall to prevent certain information about upcoming artist promotion by independent promoters being shared with MCD. Further, MCD and Ticketmaster committed to contract for ticketing services on an "arm's length" basis. Finally, the parties committed (i) not to refuse to provide live events to a venue if it chooses to use ticketing services other than Ticketmaster and (ii) to tell the CCPC of any proposal to acquire control of a live music festival or operator in Ireland, including for below-thresholds deals.

Weblink to the National Competition Authority

Competition and Consumer Protection Commission

Your merger contact in Ireland

DLA Piper

Darach Connolly
Senior Associate
T +35 314 876 667
darach.connolly@dlapiper.com