



DETERMINATION OF MERGER NOTIFICATION M/12/011 - AXA/ARKADIN

Section 21 of the Competition Act 2002

Proposed acquisition of joint control of Arkadin Holding S.A.S. by AXA Investment Managers Private Equity Europe and Mr. Olivier de Puymorin

Dated 31 July 2012

Introduction

1. On 2 July 2012, in accordance with section 18 of the Competition Act 2002 ("the Act"), the Competition Authority (the "Authority") received a notification of a proposed transaction whereby AXA Investment Managers Private Equity Europe ("AXA PE"), a wholly-owned subsidiary of AXA S.A. ("AXA"), and Mr. Olivier de Puymorin would acquire joint control of Arkadin Holding S.A.S. ("Arkadin"). [...] individuals and entities currently own a shareholding in Arkadin. Prior to the proposed transaction, Arkadin is jointly controlled by [...].
2. The proposed transaction will be effected through the creation of an acquisition vehicle, Arkadin International S.A.S., which is registered in Paris. Post-transaction, Arkadin International S.A.S. will be a holding company and it will own 100% of the shares and voting rights of Arkadin. Post-transaction, AXA PE and Mr. Olivier de Puymorin will have joint control of Arkadin International S.A.S and its subsidiary Arkadin as a result of specific governing rights granted to AXA PE and Mr. Olivier de Puymorin.

The Undertakings Involved

AXA

3. AXA, registered in France, is active worldwide in property-casualty insurance (including insurance of personal property and liability), life & savings insurance, and asset management insurance (which involves investing and managing assets for AXA's insurance companies and their clients, as well as for third parties). AXA carries on these activities in the State.
4. AXA PE is a private equity firm that specializes in the management of funds investing in private companies in Europe, North America, and Asia.
5. For the year ending 31 December 2011, AXA's worldwide turnover was €86 billion, of which €[...] was generated in the State.

Mr. Olivier de Puymorin

6. Mr. Olivier de Puymorin is the founder and CEO of Arkadin. Post-transaction, Mr. de Puymorin will remain CEO of Arkadin. Mr. de Puymorin has minority shares in other companies but does not have control or joint control of any of these companies. None of these companies is engaged in insurance activities or in the provision of global collaboration services.

Arkadin

7. Arkadin, registered in France, is a global collaboration services provider offering a range of services including:
 - collaborative solutions (e.g., web and video conferencing);
 - events (e.g., virtual seminars, corporate communications, education programs through audio); and,
 - unified communications (e.g., collaboration services integrated in an audio and web suite).
8. For the year ending 31 December 2011, Arkadin's worldwide turnover was €128 million, of which €[...] was generated in the State.

Rationale for the Proposed Acquisition

9. The parties submit that the proposed acquisition "is to be understood in the context of the strategy by AXA PE to invest in companies operating in different economic sectors where those companies have the potential to grow and develop in the medium term. For Arkadin, the proposed transaction will allow it to ensure its durability and its operational independence and to pursue the strategy it has entered into in the past years as well as the development of its activities."

Third Party Submissions

10. No submission was received.

Analysis

11. There is no horizontal or vertical overlap between the activities of AXA (or AXA PE's portfolio companies) and Arkadin in the State. Neither AXA nor any of its subsidiaries, including AXA PE and its portfolio companies, are engaged in the provision of global collaboration services anywhere in the world. Furthermore, none of the companies in which Mr. de Puymorin has a minority shareholding is engaged in insurance activities or in the provision of global collaboration services.
12. The Authority has therefore concluded that the proposed transaction does not raise any competition concerns in the State.

DETERMINATION

The Competition Authority, in accordance with section 21(2)(a) of the Competition Act, 2002, has determined that, in its opinion, the result of the proposed transaction whereby AXA Investment Managers Private Equity Europe and Mr. Olivier de Puymorin would acquire joint control of Arkadin Holding S.A.S. will not be to substantially lessen competition in markets for goods or services in the State, and accordingly, that the acquisition may be put into effect.

For the Competition Authority

Stephen Calkins

Member of the Competition Authority

Director, Mergers Division