



Determination of the Competition Authority

Determination No. M/04/007 of the Competition Authority, dated 27th February 2004, under Section 21 of the Competition Act, 2002

Notification No. M/04/007 – Clondal Acquisition B.V. proposed acquisition of Clondalkin Group Holdings Limited

Introduction

1. On 2nd February 2004, the Competition Authority, in accordance with Section 18 (1) of the Competition Act, 2002, (“the Act”) was notified, on a mandatory basis, of a proposal whereby Warburg, Pincus Private Equity VIII L.P. and Warburg, Pincus International Partners L.P. (together, “Warburg Pincus”), via Clondal Acquisition B.V. (“CA B.V.”) and Clondal Group Holdings B.V. (“CGH B.V.”), would acquire all the outstanding capital of Clondalkin Group Holdings Limited (“CGHL”).

The Parties

2. Warburg Pincus, a private equity investment firm, is globally active with a diversified portfolio of investments, and expertise in a range of sectors. On the island of Ireland, Warburg Pincus controls a portfolio of companies that are active in manufacturing stair lifts, manufacturing mobility aids, IT-providing financial data services, pharmaceuticals research and development, and software and business outsourcing. It accrued revenue of about € [] million from these activities in Ireland. None of these business operations has offices in Ireland, however.
3. CA B.V. is controlled by Warburg Pincus. It was incorporated in the Netherlands, as a holding company, for the purpose of making this acquisition. As a result it does not have any business activity.
4. CGHL is an Irish group that manufactures flexible and specialist packaging products for sale in several countries around the world. Its main flexible packing products include plastic flower sleeves, agricultural packaging products, industrial films, frozen food wrappings, metalised foil/cigarette box inner-liners and lids for the dairy industry. Its specialist packaging products consist of manufacturing cartons, labels and paper packaging for industries, including but not limited to, cosmetics, confectionery, computers, electronics, healthcare and pharmaceuticals. It has manufacturing activities across Western Europe and the United States.
5. None of the entities controlled by Warburg Pincus is active in the manufacture or supply of packaging products.

Analysis

6. As there is no competitive overlap between the business activities of the parties, the transaction will not have a significant impact on competition within the State.



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Determination

The Competition Authority, in accordance with Section 21(2) of the Competition Act, 2002, has determined that, in its opinion, the result of the proposed acquisition will not be to substantially lessen competition in markets for goods and services in the State and, accordingly, that the transaction may be put into effect.

For the Competition Authority

Edward Henneberry
Member of the Competition Authority

27th February 2004