



DETERMINATION OF MERGER NOTIFICATION M/21/044 – EQT/COVANTA

Section 21 of the Competition Act 2002

Proposed acquisition by EQT Fund Management S.à.r.l of Covanta Holding Corporation

Dated 30 August 2021

1. On 12 August 2021, in accordance with section 18(1)(a) of the Competition Act 2002, as amended (the “Act”), the Competition and Consumer Protection Commission (the “Commission”) received a notification of a proposed acquisition by EQT Infrastructure V, a fund being managed by EQT Fund Management S.à.r.l (“EQT Fund Management”) of sole control of Covanta Holding Corporation (“Covanta”) (the “Proposed Transaction”).
2. The terms and conditions upon which the Proposed Transaction is to take place are set out in an Agreement and Plan of Merger dated 14 July 2021 by Covanta, and EQT Fund Management’s subsidiaries: Covert Intermediate, Inc., and Covert Mergerco, Inc. Following implementation of the Proposed Transaction, EQT Fund Management will have sole control of Covanta.
3. The notifying parties are involved in the following business activities:
 - EQT Fund Management is part of EQT AB Group (“EQT”), which is a group of private equity funds that invest in portfolio companies in Europe, Asia and the United States of America. In the State, EQT’s portfolio companies are active in a range of industries including: healthcare; business software solutions; pharmaceuticals; technology and hardware; veterinary care; and media and communications. For the financial year ending 31 December 2020, EQT’s worldwide turnover was approximately €[...], of which approximately €[...] was generated in the State.
 - Covanta is a global corporate group involved in the waste and energy sectors. Covanta’s core business involves owning and operating Energy-from-Waste



infrastructure, which takes solid waste and burns it to produce electricity. In the State, Covanta's only activity is its 50% indirect ownership of the Dublin Waste to Energy ("WTE") facility located at Poolbeg in Dublin through Covanta Europe Assets Limited, which is a 50/50 joint venture with Dalmatia WTE Eur Holdings.¹ Through the Dublin WTE facility, Covanta is involved in the following activities in the State: (a) Disposal of waste collected from domestic and commercial and industrial customers; and (b) Electricity generation and the sale of electricity at the wholesale level on the island of Ireland. For the financial year ending 31 December 2020, Covanta's worldwide turnover was approximately €1.7 billion, of which €[...] was generated in the State.

4. After examination of the notification, the Commission has concluded that the Proposed Transaction falls within the scope of paragraph 2.1 of the Simplified Merger Notification Procedure Guidelines for assessing certain notifiable mergers or acquisitions under section 18(1)(a) of the Act since none of the undertakings involved in the merger or acquisition are active or potentially active in the same product and geographic markets, or in any market(s) which is upstream or downstream to a market(s) in which another undertaking is active in the State.
5. In light of this, the Commission considers that the Proposed Transaction will not substantially lessen competition in any market for goods or services in the State.

Ancillary Restraints

6. No ancillary restraints were notified.

¹ The acquisition of joint control of Covanta Europe Assets Limited and the establishment of a 50/50 full-function joint venture by Macquarie Group Limited and Covanta Holding Corporation was approved by the Commission in 2018. This determination is available at: <https://www.ccpc.ie/business/wp-content/uploads/sites/3/2017/12/M-17-071-Determination-Dalmatia-Covanta-DWTE-Poolbeg.pdf>



Determination

The Competition and Consumer Protection Commission, in accordance with section 21(2)(a) of the Competition Act 2002, as amended, has determined that, in its opinion, the result of the proposed acquisition by EQT Infrastructure V, a fund being managed by EQT Fund Management S.à.r.l, of Covanta Holding Corporation will not be to substantially lessen competition in any market for goods or services in the State, and, accordingly, that the acquisition may be put into effect.

For the Competition and Consumer Protection Commission

Ibrahim Bah
Director
Competition Enforcement and Mergers Division
Competition and Consumer Protection Commission