



DETERMINATION OF MERGER NOTIFICATION M/21/072 – BAUER (EXPRES NET) / E2 SERVICES

Section 21 of the Competition Act 2002

Proposed acquisition by Expres Net, k.s., a subsidiary of Heinrich Bauer Verlag KG, of certain transmission assets of E2 Services, a.s.

Dated 30 December 2021

1. On 14 December 2021, in accordance with section 18(1)(b) of the Competition Act 2002, as amended (the “Act”), the Competition and Consumer Protection Commission (the “Commission”) received a notification of a proposed acquisition whereby Heinrich Bauer Verlag KG (“Bauer”), through Expres Net, k.s. (“Expres Net”), a subsidiary of Bauer, intends to acquire sole control of 8 transmitters¹ (“Target Assets”) which are used to transmit Slovakian radio station, Europa 2 (the “Proposed Transaction”).
2. The Proposed Transaction is to be implemented pursuant to an asset purchase agreement dated 10 December 2021 between Expres Net and E2 Services, a.s (“E2 Services”). Following completion of the Proposed Transaction, Expres Net would have sole control of the Target Assets.
3. The Commission considers that the Proposed Transaction constitutes a “media merger” for the purpose of Part 3A of the Act, as Bauer carries on a “media business” (as defined in section 28A(1) of the Act) within the State and E2 Services operates a “media business” elsewhere.
4. The business activities of the undertakings involved are:
 - Bauer is the ultimate parent of Expres Net. Bauer is a privately-owned German media business. Bauer operates in 14 countries including Ireland. Bauer is active in four business areas: Publishing; Audio; Online Comparison Platforms; and

¹ The transmitters are located in Slovakia.



SME Services. Through various subsidiaries, Bauer operates a number of media related operations in the State, including:

- several radio stations (Today FM, Newstalk, 98FM, Spin 1038 and Spin SW);
 - multi-platform sports media brand 'Off The Ball';
 - radio and digital content app 'GoLoud'; and,
 - 'Audio XI', an advertising platform.
- The Target Assets are exclusively used to transmit Europa 2. They are currently owned by Slovakian company E2 Services.
5. 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)(b) of the Act as Bauer and the Target Assets have no horizontal or vertical overlap in any market in the State.
6. In the 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

7. No ancillary restraints were notified.



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, whereby Expres Net, k.s., a subsidiary of Heinrich Bauer Verlag KG, would acquire sole control of 8 transmitters of E2 Services, a.s., 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, subject to the provisions of section 28C(1) of the Competition Act 2002, as amended².

For the Competition and Consumer Protection Commission

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

²Section 28C(1) of the Competition Act 2002, as inserted by section 74 of the Competition and Consumer Protection Act 2014.