

DETERMINATION OF MERGER NOTIFICATION M/24/066 – FRANK KEANE GROUP/PAVLA UNLIMITED COMPANY

Section 21 of the Competition Act 2002

Proposed Acquisition whereby Frank Keane (Holdings) Unlimited Company would acquire the entire issued share capital, and thus sole control, of Pavla Unlimited Company

Dated 05 February 2025

Introduction

1. On 4 November 2024, 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 whereby Frank Keane (Holdings) Unlimited (“FKH”), which is owned by Darturb Unlimited Company (trading as the Frank Keane Group), would acquire the entire issued share capital, and thus sole control, of Pavla Unlimited Company (“the Target”) (together referred to as “the Parties”) (the “Proposed Transaction”).

The Proposed Transaction

2. The Proposed Transaction will be implemented pursuant to a share purchase agreement between Bonaghmore Holdings Limited and the estate of Bríd Conlan (the “Sellers”), and FKH dated 1 November 2024 (the “SPA”). Following implementation of the Proposed Transaction, the Target will be solely controlled by the Frank Keane Group.

The Undertakings Involved

The Acquirer – The Frank Keane Group

3. The Frank Keane Group, which is ultimately owned by Frank A. Keane, comprises two separate groups: FKH and Nonivak Nominees Unlimited Company (“NN”).

FKH

4. In the State, FKH sells new passenger cars under the brands *BMW*, *MINI*, *Volkswagen*, *MG*, *Hyundai*, *Skoda*, *Citroen* and *Suzuki* through motor dealerships located in Counties Dublin, Monaghan and Louth. The sale of these new passenger cars is conducted pursuant to franchise agreements with the relevant car manufacturers. FKH also sells pre-owned passenger cars in the State, but these sales are not conducted pursuant to franchise agreements and include the sale of pre-owned passenger cars brands which are not manufactured by entities with which FKH currently has franchise agreements. Additionally, FKH is a wholesale distributor of *FUSO* trucks and *MG* passenger cars and parts.
5. FKH is also active in the sale of ancillary products and services incidental to the sale of new or pre-owned passenger cars, including financial services, aftersales services, repair services and the sale of parts and accessories (“Associated Services”). Associated Services are provided primarily for franchised new passenger cars, but they are also offered for non-franchised pre-owned passenger cars.
6. Table 1 below lists FKH subsidiary companies (and the corresponding dealerships) currently active in the motor vehicle sector in the State.

Table 1: FKH's subsidiaries active in the motor vehicle sector in the State

Company Name	Description of Activities	Location	Brands Sold	Dealerships
Motor Import Unlimited Company	Motor Import Unlimited Company is a franchised dealer of both <i>BMW</i> and <i>MINI</i> -branded passenger cars. The company	Naas Road, Dublin 12, D12 T320.	<i>BMW</i> and <i>MINI</i> -branded passenger cars.	Frank Keane BMW (Naas Road) Frank Keane MNI (Naas Road)

	also sells franchised and non-franchised pre-owned passenger cars. The company also provides Associated Services.			
Frank Keane Blackrock Unlimited Company	Frank Keane Blackrock Unlimited Company is a dealer of <i>BMW</i> -branded passenger cars. The company also sells franchised and non-franchised pre-owned passenger cars. The company is a franchised <i>BMW</i> and <i>MINI</i> aftersales dealer. Associated Services are also provided for other passenger car brands.	Temple Road, Blackrock, Co. Dublin, A94 Y8AO	<i>BMW</i> and <i>MINI</i> -branded passenger cars.	Frank Keane <i>BMW</i> (Blackrock) Frank Keane <i>MINI</i> (Blackrock)
Ventside Unlimited Company	Ventside Unlimited Company has three branches: Frank Keane <i>Volkswagen</i> , Frank Keane <i>MG</i> and Bluegate Car Store by Frank Keane. Frank Keane <i>Volkswagen</i> is a	<i>Frank Keane Volkswagen:</i> Liffey Valley Motor Mall, Dublin 22, D22 XY07 <i>Frank Keane MG:</i>	<i>Volkswagen</i> and <i>MG</i> -branded passenger cars and LCVs.	Frank Keane <i>Volkswagen</i> Liffey Valley Frank Keane <i>MG</i> Bluegate Car Store by Frank Keane

	<p>dealer of <i>Volkswagen</i>-branded passenger cars and light commercial vehicles (“LCVs”). It also sells franchised and non-franchised pre-owned passenger cars and LCVs. It also provides Associated Services.</p> <p>Frank Keane <i>MG</i> is a dealer of <i>MG</i>-branded passenger cars. It also sells franchised and non-franchised pre-owned passenger cars. It also provides Associated Services.</p> <p>Bluegate Car Store by Frank Keane is a seller of pre-owned passenger cars. It also provides Associated Services.</p>	<p>Turnpike Road, Ballymount, Dublin 22, D22 XY07.</p> <p><i>Bluegate Car Store by Frank Keane:</i></p> <p>Turnpike Road, Ballymount, Dublin 22, D22 XY07.</p>		
Frank Keane (Dublin) Unlimited Company	<p>Frank Keane (Dublin) Unlimited Company is a franchised dealer of <i>Volkswagen</i>-branded passenger cars and LCVs. The company</p>	<p>Furze Road, Sandyford Business Park, Sandyford, Dublin 18, D18 C3X5.</p>	<p><i>Volkswagen</i>-branded passenger cars.</p>	<p>Frank Keane Volkswagen Sandyford</p>

	also sells franchised and non-franchised pre-owned passenger cars and LCVs. The company also provides Associated Services.			
Doran Motor Holdings Limited	<p>Doran Motor Holdings Limited has two branches: Doran Motors and Frank Keane Drogheda.</p> <p>Doran Motors is a dealer of new and demonstration passenger cars under the <i>Hyundai</i>, <i>Skoda</i> and <i>Citroen</i> brands. It also sells <i>LDV/Maxus</i> vans and <i>Izuzu</i> pick-up trucks. Pursuant to a deal with <i>Mazda</i>, it repairs <i>Mazda</i> passenger cars and LCVs involving various brands. It also provides Associated Services.</p> <p>Frank Keane Drogheda is a dealer of new and demonstration cars</p>	<p><i>Doran Motors:</i></p> <p>Kingscourt Road, Clonseady, Magheracloone, Carrickmacross, Co. Monaghan, A81 DN80.</p> <p><i>Frank Keane Drogheda:</i></p> <p>North Road, Drogheda, Co. Louth, A92 W209.</p>	<p><i>Hyundai, Skoda, Maxus, Citroen, and Izuzu-branded</i> passenger cars.</p>	<p>Doran Motors</p> <p>Frank Keane</p> <p>Hyundai</p> <p>Drogheda</p>

	under the <i>Hyundai</i> and <i>Suzuki</i> brands. It also sells pre-owned passenger cars and LCVs. Pursuant to an arrangement with <i>Mazda</i> , it services <i>Mazda</i> cars and sells <i>Mazda</i> parts. It also provides Associated Services.			
MMC Commercials Unlimited Company	MMC Commercials Unlimited Company sells <i>Mitsubishi</i> parts and is a distributor of <i>FUSO</i> trucks to a retail network of 10 dealers (one of which is located in Northern Ireland).	Mitsubishi House, John F Kennedy Drive, Naas Road, Dublin 12, D12 XK7R.		
Razdan Unlimited Company	Razdan Unlimited Company is a distributor of <i>MG</i> -branded passenger cars and parts to a dealer network of 8 outlets in the State, including Frank Keane <i>MG</i> .	John F Kennedy Drive, Naas Road, Dublin 12, D12 XK74	<i>MG</i> -branded passenger cars.	

Source: The Parties

7. For the financial year ending 31 December 2023, FKH's worldwide turnover was approximately [REDACTED], of which [REDACTED] was generated in the State.

NN

8. NN is an investment holding company which is owned by Frank A. Keane. It owns [REDACTED] of FKH. NN's assets include [REDACTED]
[REDACTED]
9. For the financial year ending 31 December 2023, NN's worldwide turnover was [REDACTED], all of which was generated in the State.

The Target

10. The Target is active in the State in the sale of new *BMW*- and *MINI*-branded passenger cars, and the sale of pre-owned passenger cars. The Target operates in two locations: Naas, in Co. Kildare, and Garryglass, in Co. Limerick. Another site, in Rathangan, Co. Kildare, is closed permanently. The Target sells both new *BMW*- and *MINI*-branded passenger cars in its Garryglass dealership; it sells only new *BMW*-branded passenger cars in its Naas dealership.
11. The Target, through a subsidiary, previously sold new *Land Rover*- and *Jaguar*-branded passenger cars, and *Land Rover*-branded LCVs. In 2015, that business was transferred to Kildare Car Outlet Limited ("KCO"), which is also owned by the Conlan family. KCO operates out of premises neighbouring the Target's premises in Naas. KCO sells new *Land Rover*- and *Jaguar*-branded passenger cars and *Land Rover*-branded LCVs, as well as pre-owned motor vehicles. KCO is not part of the Proposed Transaction.
12. For the financial year ending 31 December 2023, the Target's worldwide turnover was approximately [REDACTED], all of which was generated in the State.

Rationale for the Proposed Transaction

13. The Parties state the following in the notification:

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

Contact with the Undertakings Involved

14. On 12 December 2024, the Commission served a Requirement for Further Information (“RFI”) on each of FKH and the Target (the “FKH RFI” and the “Target RFI”, respectively) pursuant to section 20(2) of the Act. The service of these RFIs adjusted the deadline within which the Commission had to conclude its assessment of the Proposed Transaction in Phase 1. Both FKH and the Target provided a full response to their respective RFIs on 23 December 2024.
15. Upon receipt of full responses from both FKH and the Target the “appropriate date” (as defined in section 19(6)(b)(i) of the Act) became 23 December 2024.¹
16. During the review of the Proposed Transaction, the Commission requested and received further information and clarifications from the Parties.

Contact with third parties

17. The Commission also engaged with third parties in relation to its review of the likely competitive impact of the Proposed Transaction. This third-party engagement consisted of the issuing of questionnaires to competitors of the Parties in the sale of new *BMW*-branded passenger cars in the State and manufacturers of passenger cars.

Third Party Submissions

18. No third-party submission was received.

Relevant Markets

Horizontal Overlaps

19. There is a horizontal overlap between the Parties in the State in the sale of new *BMW*- and *MINI*-branded passenger cars and pre-owned passenger cars. As noted above, FKH sells new

¹ The “appropriate date” is the date from which the time limits for making Phase 1 or Phase 2 determinations begin to run.
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BMW- and *MINI*-branded passenger cars from its dealerships in Blackrock, Co. Dublin and the Naas Road, Co. Dublin. The Target sells new *BMW-* and *MINI*-branded passenger cars from its dealership in Garryglass, Co. Limerick, but it sells only *BMW*-branded passenger cars from its dealership in Naas, Co. Kildare.

Vertical Overlap

20. The Parties state in the notification that there is no vertical relationship between FKH and the Target. The Commission has not identified any actual or potential vertical relationship between the Parties. Therefore, the Commission considers that the Proposed Transaction does not raise any vertical competition concerns in the State.

Views of the Parties

21. The Parties state in the merger notification that the relevant markets in which to assess the competitive impact of the Proposed Transaction are:

- the sale of new passenger cars and Associated Services in the State; and
- the sale of pre-owned passenger cars and Associated Services in the State.

22. The Parties state the following in the merger notification regarding product market definition:

“The Parties believe that there is strong Interbrand competition in the wide variety of motor vehicles available for purchase in the State. In terms of product characteristics, prices and intended use, there are large similarities between the various brands of cars and commercial vehicles. While, of course, motor vehicle vendors do vary in terms of size, performance, colour, added features etc, this industry is nevertheless characterised by chains of substitution.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED].²

² The Parties also referred to the following decisions of the European Commission and the UK Competition and Markets Authority, where transactions in the motor vehicle sector were assessed in potential product markets encompassing more than one brand of new passenger car: *M.1116 – Heidin/Delta Auto* (decision of the European Commission, available [here](#)),

23. The Parties state the following in the merger notification regarding geographic market definition:

“The Parties believe that the sale of new passenger and demonstration cars and LCVs and the sale of pre-owned passenger cars and LCVs are both national/State-wide markets. This is especially the case considering the prevalence of online sales. Customers can buy new and demonstration passenger cars, LCVs and other commercial vehicles from an array of websites. In addition, as described above, a customer can test drive a vehicle in a dealership in one part of the State but buy the same vehicle from a dealer in another part of the State. [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

Views of the Commission

Relevant Product Market

24. The Commission has previously considered the sale of new and pre-owned passenger cars in several determinations.³ In its determination in *M/23/017 – Morrison/John Morrison Motors*, while ultimately leaving the precise market definition open, the Commission assessed the competitive impact of that transaction by reference to the following potential product markets:

- the sale of new *BMW*-branded passenger cars and Associated Services;
- the sale of new *MINI*-branded passenger cars and Associated Services; and
- the sale of pre-owned passenger cars.

25. The Commission defines markets to the extent necessary depending on the particular circumstances of a given case. In this instance, it is not necessary for the Commission to define

M.10745 – *Emil Frey/FCA Central and Eastern Europe et al* (decision of the European Commission, available [here](#)), and M.10714 – *VGRD/Assets of Auto-Holding Dresden* (decision of the European Commission, available [here](#)); ME/6685-17 – *Steven Eagell/Toyota Dealerships* (decision of the CMA, available [here](#)) and ME/6310-13 – *Ridgeway Garages/Parkview Skoda* (decision of the CMA, available [here](#)).

³ See: *M/23/017 – MMM/John Morrison Motors* (available [here](#)); *M/22/048 Frank Kean/Doran Motors* (available [here](#)); *M/22/106 – Keary’s Motors/Renault Retail Group Ireland* (available [here](#)).

precise relevant products markets because doing so will not alter the Commission's assessment of the likely competitive impact of the Proposed Transaction.

26. In its review of the Proposed Transaction, the Commission considered whether new *BMW*-branded passenger cars occupy a separate relevant product market or instead compete in a wider product market encompassing other brands of new passenger cars. Based on all available information and evidence, the Commission considers that new *BMW*-branded passenger cars are likely to compete in a wider product market encompassing, at the very least, new *Mercedes*-branded passenger cars and new *Audi*-branded passenger cars. There are four reasons for this view.
27. **First**, in response to the FKH RFI, FKH provided the Commission with trade-in data detailing the brands of used passenger cars that were traded-in as part of the sale of new *BMW*-branded passenger cars from dealerships operated by FKH. The Target also provided trade-in data to the Commission in response to the Target RFI.
28. FKH sold [REDACTED] new *BMW*-branded passenger cars in the State in 2023, of which [REDACTED] involved a trade-in of a used passenger car brand. Of these [REDACTED] used passenger cars, [REDACTED] were *BMW*-branded used passenger cars and [REDACTED] involved the trade-in of a non-*BMW*-branded used passenger car. Of these [REDACTED] non-*BMW*-branded used passenger cars, [REDACTED] were *Mercedes*-branded used passenger cars; [REDACTED] were *Audi*-branded used passenger cars; [REDACTED] were *Volkswagen*-branded used passenger cars; [REDACTED] were *Land Rover*-branded used passenger cars; and 20 other brands of used passenger car each accounted for a [REDACTED] percentage of the remaining trade-ins.
29. The Target, in its response to the Target RFI, provided the Commission with trade-in data for 2023 detailing the number of non-*BMW*-branded used passenger cars that were traded-in as part of the sale of new *BMW*-branded passenger cars from its two car dealerships. The Target sold [REDACTED] new *BMW*-branded passenger cars in the State in 2023, of which [REDACTED] involved a trade-in of a used passenger car brand. [REDACTED] out of the [REDACTED] sales of new *BMW*-branded passenger cars involved the trade-in of a non-*BMW*-branded used passenger car. However, the data provided

by the Target does not identify the specific brands of used passenger cars that were traded-in as part of the sale of new *BMW*-branded passenger cars.

30. The trade-in data provided by FKH and the Target indicates a degree of inter-brand competition between *BMW*-branded passenger cars and non-*BMW*-branded passenger cars. The trade-in data provided by FKH indicates that this inter-brand competition is strongest between the *BMW* and *Mercedes* brands and between the *BMW* and *Audi* brands.

31. **Second,** [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

32. **Third,** the Parties, in response to the FKH RFI and the Target RFI, provided the Commission with a sample (covering the period February 2023-November 2024) of sales reports, prepared daily by [REDACTED]
[REDACTED]
[REDACTED] These daily sales reports prepared by [REDACTED] use publicly available car registration data provided by the Society of the Irish Motor Industry (“SIMI”).⁶

33. The “*premium brand segment*” monitored in the daily sales reports prepared by [REDACTED] includes the following brands of new passenger cars: *BMW*, *MINI*, *Mercedes*, *Audi*, *Lexus*, *Range Rover*, *Jaguar*, *Porsche*, *Tesla* and *Polestar*. Since at least June 2024, [REDACTED] [REDACTED] the sales performance of new *BYD*-branded passenger cars in the sales reports [REDACTED]

⁵ [REDACTED]
[REDACTED]
[REDACTED]

⁶ Available at: <https://stats.beepbeep.ie/>

- [REDACTED]
- [REDACTED]
34. Each sales report details [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED] [REDACTED]
[REDACTED]
35. The sales reports prepared by [REDACTED] indicate that [REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
36. The sales reports show that [REDACTED]
[REDACTED]
[REDACTED]
37. **Fourth**, during its review of the Proposed Transaction, the Commission sent a questionnaire to competing BMW dealers currently active in the State seeking their views on the extent to which new BMW passenger cars face competition from other brands of new passenger cars. Several competing BMW dealers expressed the view to the Commission that new *BMW*-branded passenger cars compete with other brands of new passenger cars including new *Mercedes*- and *Audi*-branded passenger cars.

⁷ The respective shares of the brands were as follows: [REDACTED]

⁸ This may suggest that *Tesla*-branded passenger cars are in the relevant market. The Commission has not taken a view on this as it would not alter its conclusions.

⁹ The respective shares of the brands were as follows: [REDACTED]

38. One BMW dealer expressed the following view to the Commission: *“Of course new BMW passenger cars face continuous competition from other brands. Most obvious are those in the premium sector such as Audi and Mercedes”*.
39. Another BMW dealer expressed the following view to the Commission: *“We would see BMW in the premium car market and would compete mainly with Audi and Mercedes”*.
40. Finally, a third BMW dealer expressed the following view to the Commission: *“BMW passenger cars trades in the premium car sector and historically its main competitors have been Audi, Mercedes, Lexus, Land Rover & Volvo”*.
41. The above views expressed by competing BMW dealers indicate that they consider BMW-branded passenger cars to compete in a premium brand sector that encompasses, at the very least, new Mercedes-branded and Audi-branded passenger cars.
42. Based on all the above evidence, the Commission considers that new BMW-branded passenger cars do not occupy a separate product market. Instead, the Commission considers that new BMW-branded passenger cars compete in a wider product market encompassing, at the very least, new Mercedes-branded and Audi-branded passenger cars. It is not necessary, however, for the Commission to define the precise boundaries of the relevant product market because doing so will not alter the Commission’s analysis of the likely competitive impact of the Proposed Transaction. The Commission has therefore assessed the likely competitive impact of the Proposed Transaction in a potential product market for the sale of new BMW-, Mercedes- and Audi-branded passenger cars and Associated Services.
43. The Commission considered whether new MINI-branded passenger cars occupy a separate relevant product market or instead compete in a wider product market encompassing other brands of new passenger cars and has concluded that it is unnecessary to come to a view on this issue. This is because, as will be discussed below, the Proposed Transaction is unlikely to raise any competition concerns in even the narrowest potential product market, being the potential market for the sale of new MINI-branded passenger cars and Associated Services in the State.

44. In the case of pre-owned passenger cars, the Commission sees no reason to depart from its previous approach in *M/23/017 – Morrison/John Morrison Motors* where the Commission analysed the likely competitive impact of that transaction in a potential product market encompassing all brands of pre-owned passenger cars. The Commission has therefore assessed the likely competitive impact of the Proposed Transaction in a potential product market for the sale of pre-owned passenger cars.

Relevant Geographic Market

45. In *M/23/017 – MMM/John Morrison Motors*, while ultimately leaving the precise geographic market definition open, the Commission assessed the competitive impact of that transaction by reference to: (i) the State; and (ii) a narrower potential geographic market encompassing a catchment area with a radius of 90km or an hour's drive from the target's dealership.
46. In this instance, it is not necessary for the Commission to define the precise relevant geographic markets because doing so will not alter the Commission's assessment of the likely competitive impact of the Proposed Transaction. For the purposes of its competitive assessment, the Commission has analysed the Proposed Transaction by reference to: (i) the State; and (ii) a catchment area with a radius of 90km around or an hour's drive from the Target's dealership in Naas, Co. Kildare.¹⁰
47. In relation to the sale of new passenger cars, the Commission considers that it is appropriate to assess the likely competitive impact of the Proposed Transaction by reference to: (i) the sale of new *BMW*-, *Mercedes*- and *Audi*-branded passenger cars and Associated Services in the State; (ii) the sale of new *BMW*-, *Mercedes*- and *Audi*-branded passenger cars and Associated Services within a catchment area with a radius of 90km around or an hour's drive from the Target's dealership in Naas, Co. Kildare; and (iii) the sale of new *MINI*-branded passenger cars and Associated Services in the State.
48. The Commission has not analysed the sale of new *MINI*-branded passenger cars by reference to a catchment area with a radius of 90km around or an hour's drive from the Target's dealership in Naas, Co. Kildare, since the Target does not sell new *MINI*-branded passenger cars from its

¹⁰ The Commission has not assessed the competitive impact of the Proposed Transaction in a catchment area with a radius of 90km around or an hour's drive from the Target's dealership in Garryglass, Co. Limerick since FKH does not own or operate any car dealerships in that catchment area.

dealership in Naas.¹¹ Therefore, there is no horizontal overlap between the Parties in the sale of new *MINI*-branded passenger cars in a catchment area with a radius of 90km around or an hour's drive from the Target's dealership in Naas, Co. Kildare. The Parties, however, do overlap in the sale of new *MINI*-branded passenger cars in the State and the Commission has therefore analysed the likely competitive impact of the Proposed Transaction in this potential geographic market.

49. In relation to the sale of pre-owned passenger cars, the Commission has followed the approach taken in *M/23/017 – MMM/John Morrison Motors* and analysed the Proposed Transaction by reference to: (i) the State; and (ii) a catchment area with a radius of 90km around or an hour's drive from the Target's dealership in Naas, Co. Kildare.

Conclusion on Relevant Markets

50. In conclusion, the Commission has assessed the likely competitive impact of the Proposed Transaction by reference to the following potential markets:

- the sale of new *BMW*-, *Mercedes*- and *Audi*-branded passenger cars and Associated Services in the State;
- the sale of new *BMW*-, *Mercedes*- and *Audi*-branded passenger cars and Associated Services within a catchment area with a radius of 90km around or an hour's drive from the Target's dealership in Naas, Co. Kildare;
- the sale of new *MINI*-branded passenger cars and Associated Services in the State;
- the sale of pre-owned passenger cars in the State; and
- the sale of pre-owned passenger cars in a catchment area with a radius of 90km around or an hour's drive from the Target's dealership in Naas, Co. Kildare.

Competitive Assessment

The sale of new BMW-, Mercedes- and Audi-branded passenger cars and Associated Services in the State

¹¹ The Target sells only new *MINI*-branded passenger cars from its dealership in Garryglass, Co. Limerick.

51. In 2023, there were 12,985 sales of new *BMW*-, *Mercedes*- and *Audi*-branded passenger cars in the State.¹² In the State in 2023, FKH and the Target sold [REDACTED] and [REDACTED] new *BMW*-branded passenger cars, respectively.¹³
52. Based on these sales figures, FKH will have a [REDACTED] share in the sale of new *BMW*-, *Mercedes*- and *Audi*-branded passenger cars in the State following the implementation of the Proposed Transaction.
53. The Commission considers that the Proposed Transaction is unlikely to raise any competition concerns in the sale of new *BMW*-, *Mercedes*-, and *Audi*-branded passenger cars and Associated Services in the State since FKH will have [REDACTED] and will continue to face a competitive constraint from a large number of competing dealers of new *BMW*-, *Mercedes*- and *Audi*-branded passenger cars in the State. Specifically, there will remain five other dealers of new *BMW*-branded passenger cars,¹⁴ nine dealers of new *Mercedes*-branded passenger cars,¹⁵ and nine dealers of new *Audi*-branded passenger cars¹⁶ active in the State following implementation of the Proposed Transaction.

The sale of new BMW-, Mercedes- and Audi-branded passenger cars and Associated Services within a catchment area with a radius of 90km around or an hour's drive from the Target's dealership in Naas, Co. Kildare

¹² This figure is based on publicly available registration data compiled by SIMI (available here: [SIMI Motorstats - the complete online vehicle index for Ireland | Stats](https://www.beepbeep.ie/) ("beepbeep.ie")). The breakdown in shares by brand is as follows: *BMW*: 38%; *Mercedes*: 22%; and *Audi*: 40%.

¹³ The Parties provided these figures to the Commission.

¹⁴ These are: Kearys BMW, Aherns BMW, Joe Duffy BMW, Colm Quinn BMW (which operates three *BMW* dealerships in the State) and the MMM Group (which operates three *BMW* dealerships in the State).

¹⁵ These are: Bolands Mercedes Benz, Bradys Mercedes Benz, Connollys Mercedes Benz (which operates two *Mercedes* dealerships in the State), Fitzpatricks Mercedes Benz, Frank Hogan Mercedes Benz, Gilmores Kingscourt Mercedes Benz, MSL Motor Group (which operates four *Mercedes* dealerships in the State), Michael Moore Car Sales, and Sheehy Motors Mercedes Benz.

¹⁶ These are: Connolly's Audi (which operates three *Audi* dealerships in the State), Audi Wexford, Audi Waterford, Joe Duffy Audi (which operates three *Audi* dealerships in the State), Audi Naas, Audi Centre Ltd, Audi Athlone, Audi Kilkenny, and Audi Kerry.

54. In 2023, there were 9,284¹⁷ sales of new *BMW*-, *Mercedes*- and *Audi*-branded passenger cars in the catchment area.¹⁸ In the catchment area in 2023, FKH and the Target sold [REDACTED] and [REDACTED] new *BMW*-branded passenger cars, respectively.¹⁹
55. Based on these figures, following the implementation of the Proposed Transaction, FKH will have a [REDACTED] share in the sale of new *BMW*-, *Mercedes*- and *Audi*-branded passenger cars within a catchment area with a radius of 90km around or an hour's drive from the Target's dealership in Naas, Co. Kildare.
56. The Commission considers that the Proposed Transaction is unlikely to raise any competition concerns in the sale of new *BMW*, *Mercedes*, and *Audi*-brand passenger cars and Associated Services within a catchment area with a radius of 90km around or an hour's drive from the Target's dealership in Naas, Co. Kildare since FKH will have [REDACTED] of this potential market and will continue to face a competitive constraint from a large number of competing dealers of new *BMW*-, *Mercedes*- and *Audi*-branded passenger cars. Specifically, there will remain two other dealers of *BMW*-branded passenger cars,²⁰ five dealers of *Mercedes*-branded passenger cars,²¹ and four dealers of *Audi*-branded passenger cars²² active in the catchment area following the implementation of the Proposed Transaction.²³

The sale of MINI-branded passenger cars and Associated Services in the State

57. In 2023, there were 712 sales of new *MINI*-branded passenger cars in the State.²⁴

¹⁷ The breakdown in shares by brand is as follows: *BMW*: 40%; *Mercedes*: 22%; *Audi*: 37%.

¹⁸ The Commission, in calculating the total number of sales of new *BMW*-, *Mercedes*- and *Audi*-branded passenger cars within a catchment area with a radius of 90km around or an hour's drive from the Target's dealership in Naas, Co. Kildare, applied the following filters to the publicly-available dataset compiled by SIMI: total new registrations of *BMW*-, *Mercedes*- and *Audi*-branded passenger cars in Leinster between January 2023 and December 2023. The Commission selected this filter because the SIMI dataset records the county in which new passenger cars are registered (it does not, however, record either the dealership which sold the car or the location of the customer who purchased the car), and the Commission considers that the province of Leinster is a sufficiently close proxy for the catchment area. The Commission further notes that, of the 9,284 new *BMW*-, *Mercedes*- and *Audi*-branded passenger cars registered in 2023 in Leinster, 7,881 (approximately 85%) of these new passenger cars were registered in either Co. Dublin or Co. Kildare, the counties in which the Parties are located, and which are, in their entirety, located within the catchment area.

¹⁹ The Parties provided these figures to the Commission and they are based on sales of new *BMW*s made to customers located within a radius of 90km around the Target's dealership in Naas, Co. Kildare.

²⁰ These are: Joe Duffy *BMW* and Colm Quinn *BMW*.

²¹ These are: Bradys *Mercedes* Benz, Fitzpatrick *Mercedes* Benz, Gilmores Kingscourt *Mercedes* Benz, MSL Motor Group (which operates three *Mercedes* dealerships in the relevant catchment area) and Sheehy *Mercedes* Benz.

²² These are: Joe Duffy *Audi*, *Audi* Naas, *Audi* Centre Ltd, and *Audi* Kilkenny.

²³ The Commission notes, however, that two of these dealers (Joe Duffy *BMW* and Joe Duffy *Audi*) are part of the same group (JDM Automotive Limited, trading as the Joe Duffy Group). Therefore, there will remain 10, not 11, individual dealers of new *BMW*-, *Mercedes*-, and *Audi*-branded passenger cars active in the relevant catchment area following the implementation of the Proposed Transaction.

²⁴ This figure is based on publicly available registration data compiled by SIMI.

58. In 2023, FKH sold [REDACTED] new *MINI*-branded passenger cars in the State, and the Target sold [REDACTED] new *MINI*-branded passenger cars in the State.²⁵
59. Based on these figures, FKH had a [REDACTED] share in the supply of new *MINI*-branded passenger cars in the State in 2023, with the Target having a [REDACTED] share. Following implementation of the Proposed Transaction, FKH will have a [REDACTED] share in the supply of new *MINI*-branded passenger cars in the State.
60. The Commission considers that the Proposed Transaction is unlikely to raise any competition concerns in the sale of new *MINI*-branded passenger cars and Associated Services in the State. The Proposed Transaction will lead to a [REDACTED] in FKH's share in this potential market and FKH will continue to face a competitive constraint from four competing dealers of new *MINI*-branded passenger cars in the State following implementation of the Proposed Transaction.²⁶

The sale of pre-owned passenger cars in the State

61. In 2023, there were between 365,000 and 426,000 pre-owned car transactions in the State.²⁷
62. FKH sold [REDACTED] pre-owned passenger cars in 2023, and the Target sold [REDACTED]. FKH will therefore have an approximate share of between [REDACTED] share in the supply of pre-owned passenger cars in the State following implementation of the Proposed Transaction. The Commission therefore considers that the Proposed Transaction raises no competition concerns in the supply of pre-owned passenger cars in the State.

The sale of pre-owned passenger cars in a catchment area with a radius of 90km around and an hour's drive from the Target's dealership in Naas, Co. Kildare

²⁵ The Parties provided these figures to the Commission.

²⁶ These are: Joe Duffy MINI, Colm Quinn MINI (which owns three MINI dealerships in the State), the MMM Group (which owns three MINI dealerships in the State) and Kearys MINI.

²⁷ This estimate, provided by the Parties to the Commission, assumes that the used to new car sales ratio in the State is between 3.0 and 3.5 (i.e., for every new car sold in the State, there are between 3 and 3.5 used cars sold). This estimate is itself based on equivalent estimates made in other European countries which collect more detailed data on used car sales.

63. SIMI does not record the total number of sales of pre-owned passenger cars. SIMI, however, does provide a list of dealers of pre-owned passenger cars.²⁸ In Leinster, there are 158 pre-owned passenger car dealerships. This does not take account of sales of pre-owned passenger cars made through alternative sales channels, such as sales completed by private parties on platforms such as donedeal.ie.
64. The Commission considers that the Proposed Transaction is unlikely to raise any competition concerns in the sale of pre-owned passenger cars in a catchment area with a radius of 90km around or an hour's drive from the Target's dealership in Naas, Co. Kildare. This is because FKH will have a [REDACTED] of this potential market (as measured by the number of used car dealerships) and will continue to face a competitive constraint from many pre-owned passenger car dealerships in the relevant catchment area.

Conclusion on Competitive Effects

65. In light of the above, the Commission considers that the Proposed Transaction will not substantially lessen competition in any market for goods or services in the State.

Ancillary Restraints

66. No ancillary restraints were notified.

²⁸ Available at: <https://www.beeppbeep.ie/en/dealer-search>.

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 Frank Keane (Holdings) Unlimited Company, which is owned by Darturb Unlimited Company (trading as the Frank Keane Group), would acquire the entire issued share capital, and thus sole control, of Pavla Unlimited Company, 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.

Úna Butler

Member

Competition and Consumer Protection Commission