

DETERMINATION OF MERGER NOTIFICATION M/25/034 – MCMULLAN BROS. LIMITED (MAXOL) / SPAWELL AUTO STOP (TEMPLEOGUE) LIMITED AND OTHERS

Section 21 of the Competition Act 2002

Proposed acquisition by Maxol Limited of sole control of Spawell Auto Stop (Templeogue) Limited, Claremont Enterprises Limited and Clondalkin Wash Centre Limited

Dated 7 July 2025

Introduction

1. On 27 May 2025, 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 McMullan Bros. Limited (“McMullan Bros”), through its wholly owned subsidiary Maxol Limited (“Maxol”), would acquire sole control of Spawell Auto Stop (Templeogue) Limited, Claremont Enterprises Limited and Clondalkin Wash Centre Limited (collectively the “Target Companies”) from JSB Holdings Limited (“JSB”) and two service station properties, being Coolquay Service Station¹ and Crosslands Service Station² (the “Proposed Transaction”).
2. The Proposed Transaction will be implemented pursuant to a share purchase agreement³ between Maxol, JSB⁴, two private individuals (Christopher Brady and Susan Brady) and JASP

¹ According to the share purchase agreement, Coolquay Service Station is also referred to as Claremont Service Station and is located at Coolquay Common, Coolquay, Dublin 11. As part of the Proposed Transaction, Maxol will acquire the property comprising the Coolquay Station from Christopher and Susan Brady.

² According to the share purchase agreement, Crosslands Service Station is located at Ninth Lock Road, Clondalkin, Dublin 22. As part of the Proposed Transaction, Maxol will acquire the property comprising the Crosslands Service Station from JASP Properties Limited.

³ In addition to the share purchase agreement, the relevant contracts for sale of the properties comprising the Coolquay Service Station and the Crosslands Service Station form part of the transactional documentation for the implementation of the Proposed Transaction.

⁴ JSB is ultimately controlled by Christopher Brady and Susan Brady.

Properties Limited.⁵ Following the implementation of the Proposed Transaction, Maxol will acquire the following three service stations:

- Coolquay service station, located at Coolquay Common, Coolquay, Dublin 11 which is currently owned by Christopher Brady (the “Coolquay Station”);
- Spawell service station, located on Tallaght Road, Templeogue, Dublin 6W which is currently owned by Spawell Auto Stop (Templeogue) Limited (the “Spawell Station”); and
- Crosslands service station, located on Ninth Lock Road, Clondalkin, Dublin 22 which is currently owned by JASP Properties Limited (the “Clondalkin Station”). These three stations are collectively referred to as the “Target Stations” and each a “Target Station”.

3. Maxol and JSB are referred to as the “Parties” in this Determination.

The Undertakings Involved

The Acquirer – *Maxol*

4. Maxol is a subsidiary of Maxol Energy Limited (together referred to as the “Maxol Group”), which in turn is a wholly owned subsidiary of McMullan Bros.
5. Established in Ireland in 1920, Maxol sells a range of oil and petroleum products through its retail and lubricants divisions. Maxol’s primary business is the provision of oil and petroleum products. The Maxol Group’s service station network consists of 251 *Maxol*-branded service stations throughout the island of Ireland. 146 of these are located in the State. These service stations are either owned by independent dealers (referred to as dealer-owned, dealer operated (“DoDo”)) or directly by Maxol itself (referred to as company-owned, company operated (“CoCo”)).
6. The Commission has considered the different ownership and supply structures under which service stations operate in previous determinations, most recently *M/23/068 - McMullan*

⁵ The share purchase agreement provided at Confidential Annex 1 of the Merger Notification Form is undated. The Parties stated in the Merger Notification Form that the share purchase agreement contained in Confidential Annex 1 was in agreed form as of 23 May 2025.

Bros/Naas Fuels Limited.⁶ Maxol supplies motor fuels on a wholesale basis to ■ stations in its network and sells motor fuels directly to customers at ■ stations.⁷

7. The vast majority of *Maxol*-branded service stations include a forecourt convenience store. Maxol does not directly engage in the operation of these forecourt convenience stores on a day-to-day basis as they are operated by independent licensees.
8. The Commission has assessed several transactions involving Maxol, including:
 - *M/23/068 - McMullan Bros/Naas Fuels Limited;*
 - *M/23/018 – Maxol/Kinsella’s Fuel Services;*
 - *M/18/004 - Maxol/Brennans;*
 - *M/17/020 - Maxol/Great Gas (Turvey); and*
 - *M/17/011-Maxol/Melia’s Harold’s Cross.*
9. For the financial year ending 31 December 2024, McMullan Bros’ worldwide turnover was €■ million, of which €■ million was generated in the State.

The Target - The Target Companies

10. The Target Companies operate the Target Stations.⁸

Table 1: Target Stations

No.	Service Station	Address
1	Spawell Station	Tallaght Road, Templeogue, Dublin 6W
2	Clondalkin Station	Ninth Lock Road, Clondalkin, Dublin 22
3	Coolquay Station	Coolquay Common, Coolquay, Dublin 11

Source: The Parties

⁶ Paragraphs 1.6 to 1.8 and 2.5 to 2.7 of that determination.

⁷ Merger Notification Form, paragraph 3.3.

⁸ The ownership of the underlying property interests is as set out at paragraph 2 of this Determination.

11. The Target Stations are currently operating under the *Maxol* brand and are supplied motor fuel by Maxol.
12. For the financial year ending 31 December 2024, the Target Companies' worldwide turnover was € [REDACTED] million, all of which was generated in the State.

Rationale for the Proposed Transaction

13. The Parties stated the following in the Merger Notification Form:

"Maxol is operating in an increasingly competitive market and is firmly committed to growing through acquisition and expansion.

In the last 15 years, [REDACTED]

[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]"⁹

Third Party Submissions

14. No third party submission was received.

Competitive Analysis

Horizontal Overlap

15. There is a horizontal overlap between the Parties as both operate service stations and the attached forecourt convenience stores¹⁰ in the State. The Parties are both active in:

- the retail sale of motor fuels;
- the operation of forecourt convenience stores; and
- the provision of fuel cards.

⁹ Merger Notification Form, paragraph 2.6.

¹⁰ Maxol does not directly engage in the operation of these forecourt convenience stores on a day-to-day basis as they are operated by independent licensees.

Vertical Relationship

16. There is a vertical relationship between Maxol and the Target Stations, as Maxol currently supplies motor fuel to the Target Stations. The Target Stations currently operate under the *Maxol* brand.

Relevant market

Product market

Previous decisions of the Commission

17. The Commission has considered the retail motor fuel sector in a number of determinations. In *M/23/068 – McMullan Bros./Naas Fuels Limited*, its most recent Phase 2 determination in this sector, the Commission assessed the following potential product markets:

- the retail sale of motor fuels;
- the operation of forecourt convenience stores;
- the sale of fuel cards in the State; and
- the wholesale supply and distribution of motor fuels to service stations in the State.

Commission's view on product market definition

18. The Commission defines markets to the extent necessary depending on the particular circumstances of a given case. The Commission has found no reason to depart from the general approach taken in its previous determinations in the motor fuels sector. The Commission has therefore assessed the competitive effects of the Proposed Transaction by reference to the following potential product markets:

- the retail sale of motor fuels;
- the operation of forecourt convenience stores;
- the sale of fuel cards; and
- the wholesale supply and distribution of motor fuels to service stations.

Relevant geographic market

Previous decisions of the Commission

19. In *M/23/068 – McMullan/Naas Fuels*, the Commission assessed the following potential geographic markets:

- the retail sale of motor fuels in the State;
- the retail sale of motor fuels within an 8km radius of each rural target station;
- the retail sale of motor fuels within a 3.2km radius of each urban target station;
- the operation of forecourt convenience stores within an 8km radius of each rural target station;
- the operation of forecourt convenience stores within a 3.2km radius of each urban target station;
- the sale of fuel cards in the State; and
- the wholesale supply and distribution of motor fuels to service stations in the State.

Commission's view on geographic market definition

20. The Commission defines markets to the extent necessary depending on the particular circumstances of a given case. The Commission has found no reason to depart from the general approach taken in its previous determinations in the motor fuels sector. The Commission has therefore assessed the competitive impact of the Proposed Transaction by reference to the following potential geographic markets:

- the retail sale of motor fuels in the State;
- the retail sale of motor fuels within an 8km radius of each rural Target Station;
- the retail sale of motor fuels within a 3.2km radius of each urban Target Station;

- the operation of forecourt convenience stores within an 8km radius of each rural Target Station;
- the operation of forecourt convenience stores within a 3.2km radius of each urban Target Station;
- the sale of fuel cards in the State; and
- the wholesale supply and distribution of motor fuels to service stations in the State.

Commission's conclusion on market definition

21. The Commission defines markets to the extent necessary depending on the particular circumstances of a given case. In this instance, the Commission has found no reason to depart from its previous approach and has assessed the competitive impact of the Proposed Transaction by reference to the following potential relevant markets:

- the retail sale of motor fuels in the State;
- the retail sale of motor fuels within an 8km radius of each rural Target Station;
- the retail sale of motor fuels within a 3.2km radius of each urban Target Station;
- the operation of forecourt convenience stores within an 8km radius of each rural Target Station;
- the operation of forecourt convenience stores within a 3.2km radius of each urban Target Station;
- the sale of fuel cards in the State; and
- the wholesale supply and distribution of motor fuels to service stations in the State.

Competitive effects

Horizontal effects

The retail sale of motor fuels in the State

22. There are approximately 1,532 service stations in the State.¹¹ There are 146 *Maxol*-branded service stations in the State, which are either directly owned by Maxol or by independent dealers which use Maxol's branding. The Target Stations consist of three service stations in the State, all of which are currently *Maxol*-branded.
23. The Proposed Transaction would result in a minimal increase (less than 1%)¹² in Maxol's share in the retail sale of motor fuel in the State, as Maxol would acquire three additional service stations. Following the implementation of the Proposed Transaction, Maxol will continue to face a competitive constraint from other suppliers, such as Circle K, Applegreen, Texaco, Top Oil and others in the retail sale of motor fuel at a national level.
24. Therefore, the Commission considers that the Proposed Transaction does not raise any horizontal competition concerns in respect of the retail sale of motor fuel in the State.

The retail sale of motor fuels in local catchment areas

25. As outlined above, the Target Stations consist of the following three service stations:
- Coolquay Station;
 - Spawell Station; and
 - Clondalkin Station.
26. Of the Target Stations, only the Coolquay Station is located in a rural area. The Spawell Station and the Clondalkin Station are located in urban areas.¹³

¹¹ M/23/068 - *McMullan Bros./Naas Fuels Limited*, paragraph 5.5.

¹² By number of service stations.

¹³ Regarding the definition of a rural or urban area, the Commission applied the census definitions from the Central Statistics Office ("CSO") (See, CSO, *Urban and Rural Life in Ireland*, available at [Introduction Urban and Rural Life in Ireland, 2019 - Central Statistics Office](#).) According to the CSO, the census definition of an urban area is a town with a total population of 1,500 or more, while towns with a population of less than 1,500 are considered rural. The Commission also applied this definition in M/23/018 – *McMullan/Naas Fuels*.

- Maxol Ratoath, located approximately 4.9km from the Coolquay Station;
- Maxol Hollystown, located approximately 4.94km from the Coolquay Station; and
- Maxol M3 Mulhuddart, located approximately 7.05km from the Coolquay Station.

30. Table 2 below sets out the estimated shares for the retail sale of motor fuels within the Coolquay Catchment Area by number of service stations.¹⁴

¹⁴ The Commission notes that sales volumes typically offer a more useful insight into each supplier's relative size and strength in a given area. In this case the Commission was satisfied to rely on market shares based on number of service stations given its lack of competition concerns in relation to the Proposed Transaction.

Table 1: Estimated shares in the retail sale of motor fuels in the Coolquay Catchment Area.

Operator	Service station	Number of Stations	Estimated share ¹⁵
Target Station (operated by Claremont Enterprises Limited (one of the Target Companies))	Coolquay Station	1	7%
Maxol	Hollystown	3	20%
	Ratoath		
	Mulhuddart		
Parties combined		4	27%
Circle K	The Ward	5	33%
	Mulhuddart		
	Finglas		
	Ashbourne		
	Blanchardstown		
Pelco ¹⁶	Rolestown	2	13%
	Ballycoolin		
LSJ Retail Limited (branded as Campus)	Hollystown	1	7%
MBW Autos (branded as Campus)	Ashbourne	1	7%

¹⁵ Market shares have been rounded.

¹⁶ At the date of this Determination, the Commission is considering the proposed acquisition of 9 Pelco service stations by Circle K which was notified to the Commission in M/24/042- Circle K/Pelco Holdings Limited. The Pelco service stations which form part of the proposed acquisition by Circle K include the Pelco service station in Rolestown.

Applegreen	St. Margaret's Road	1	7%
Alpha Forecourt Limited (branded as Top Oil)	Kilbride	1	7%
Total		15	100%

31. Following the Proposed Transaction, Maxol would own four of fifteen service stations located in the Coolquay Catchment Area, representing a 27% share, a 7% increase on its pre-merger share. There will be six remaining third party suppliers operating 11 service stations following the implementation of the Proposed Transaction.

Closeness of competition

32. The Coolquay Station is located in the town of Coolquay on the R135 road, which was the primary route from Dublin to Ashbourne prior to the building of the M2.

Maxol Ratoath

33. Maxol Ratoath is the closest Maxol station to the Coolquay Station, located approximately 4.9km to the north of the Coolquay Station and just to the south of Ashbourne on the R125 road. The Commission notes that there are three non-Maxol service stations in the Ashbourne area. Furthermore, the Commission notes that there is a Circle K service station located to the south of the Coolquay Station that is also located along the R135 road. The Commission considers that all of these service stations compete for customers along this route, and the Commission has seen no indication that the Parties compete closely with each other in this area.

Maxol Mulhuddart and Maxol Hollystown

34. Two of Maxol's service stations in this area are located to the west of the M2 towards Hollystown and Mulhuddart. The Commission notes that Maxol Mulhuddart is located on a different road to the Coolquay Station and on the opposite side of the M2. Similarly, Maxol Hollystown is located on a different road to the Coolquay Station and both stations are separated by the M2 motorway.
35. The Commission considers that, given their location relative to the Coolquay Station and local traffic routes,¹⁷ these two Maxol stations are unlikely to compete closely with the Coolquay Station.

¹⁷ Direction of travel, road type, road layout.

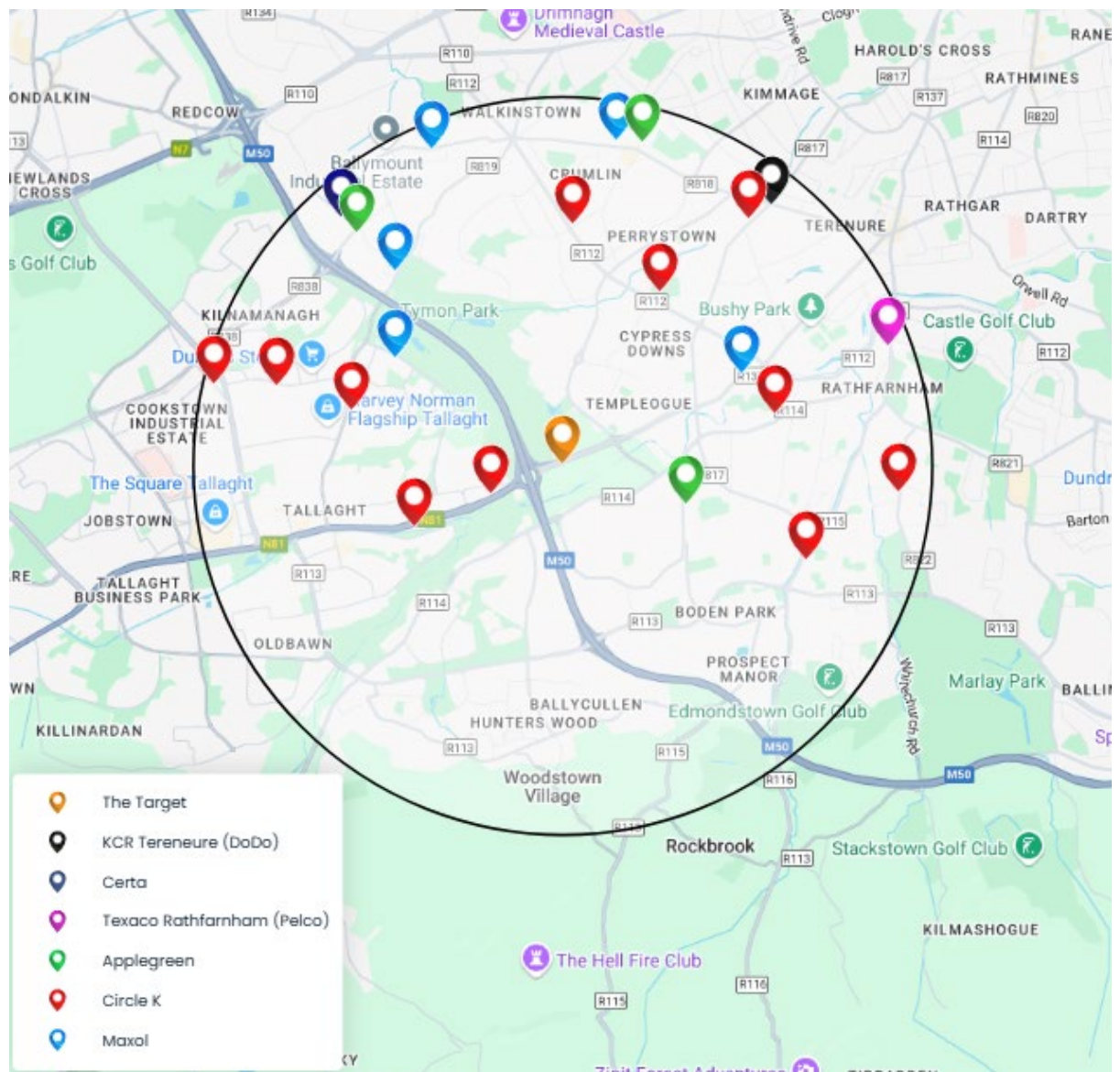
Commission's conclusion on the horizontal effects in the Coolquay Catchment Area

36. Based on the above and available information, the Commission considers that the Proposed Transaction is unlikely to raise competition concerns in the retail sale of motor fuels in the Coolquay Catchment Area.

The retail sale of motor fuels within a 3.2km radius of the Spawell Station (the "Spawell Catchment Area")

37. Figure 2 below shows the location of each service station within the Spawell Catchment Area.

Figure 2: The retail sale of motor fuels in the Spawell Catchment Area.



Source: The Commission

38. The Spawell Station (orange marker) is located on the R137 road just to the east of the M50. Maxol owns five CoCo service stations in the Spawell Catchment Area (light blue markers). Two are located to the northern edge of the Spawell Catchment Area near Walkinstown. The three Maxol stations that are closest to the Spawell Station are:
- Maxol Tymon, located approximately 1.7km from the Spawell Station;
 - Maxol Templeogue, located approximately 1.7km from the Spawell Station; and
 - Maxol Greenhills, located approximately 2.15km from the Spawell Station.
39. Table 3 sets out the estimated shares for the retail sale of motor fuels within the Spawell Catchment Area by number of service stations.

Table 2: Estimated shares in the retail sale of motor fuels in the Spawell Catchment Area

Operator	Service stations	Number of stations	Estimated share ¹⁸
Target Station (operated by Spawell Auto Stop (Templeogue) Limited (one of the Target Companies))	Spawell Target Station	1	4%
Maxol	Tymon	5	21%
	Templeogue		
	Greenhills		
	Cromwellsfort		
	Ballymount Road		
Parties Combined		6	25%
Circle K	Balrothery	12	50%
	Glenview		
	Templeville		
	Rathfarnham		
	Greenhills		
	Peter's Road		
	Ballyboden		
	Kilnamanagh		

¹⁸ Market shares have been rounded.

	Fortfield		
	Taylor's Lane		
	Three Rock		
	Belgard		
Applegreen	Knocklyon	3	13%
	Ballymount		
	St Agnes Road		
Pelco ¹⁹	Rathfarnham	1	4%
Certa	Ballymount	1	4%
BWG	KCR service station	1	4%
Total		24	100%

Source: the Commission

¹⁹ At the date of this Determination, the Commission is considering the proposed acquisition of 9 Pelco service stations by Circle K which was notified to the Commission in M/24/042- Circle K/Pelco Holdings Limited. The Pelco service stations which form part of the proposed acquisition by Circle K include the Pelco service station at Rathfarnham.

40. Following the Proposed Transaction, Maxol would own six of 24 service stations in the Spawell Catchment Area, representing a 25% share, a 4% increase on its pre-merger share. There will be five remaining third party suppliers operating 18 service stations following the implementation of the Proposed Transaction.

Closeness of competition

41. The Spawell Station is located at the end of the R137 road where it joins the M50 and the N81.

Maxol Cromwellsfort and Ballymount Road

42. As noted above, there are five Maxol service stations in the Spawell Catchment Area. Two of these Maxol service stations (Cromwellsfort and Ballymount Road) are located to the northern edge of the Spawell Catchment Area, with numerous service stations in this area located closer to the Spawell Station. By reason of their respective locations, the Commission considers it is unlikely that Maxol Cromwellsfort and Maxol Ballymount Road compete closely with the Spawell Station.

Maxol Tymon and Maxol Greenhills

43. There are two Maxol service stations located to the north/northwest of the Spawell Station. Maxol Tymon is located to the west of the M50 by Tymon Park. Maxol Greenhills is also located near Tymon Park, but to the east of the M50. By reason of the location of these Maxol service stations (namely in relation to the M50 and local traffic routes),²⁰ the Commission considers they are unlikely to compete closely with the Spawell Target Station.

Maxol Templeogue

44. The final Maxol service station in this area is located on the same road as the Spawell Station in Templeogue, and there is no other service station located between this

²⁰ Direction of travel, road type, road layout.

Maxol station and the Spawell Station. The Commission considers that this Maxol station likely competes with the Spawell Station.

45. However, the Commission notes the following in relation to competition between this Maxol station (i.e. Maxol Templeogue) and the Spawell Station.
46. **First, local traffic conditions indicate that competition between these two service stations may not be as intense as their respective locations might indicate.** Maxol Templeogue is located approximately 1.7km to the east and is located on the northern side of the road. The Spawell Station is located on the south side of the R137, close to the M50. While traffic from both directions can access the Maxol station in Templeogue, the Spawell Station is only accessible by traffic heading west. Owing to the road's layout, traffic heading east cannot cross the road to enter the Spawell Station without using the Spawell Roundabout to change directions (see Figure 2 above). Therefore, these two stations are likely to compete mainly for customers travelling west; therefore, this competition is primarily one-directional.
47. **Second, the Commission considers that the Spawell Station and Maxol Templeogue are likely serving, to some extent, different customer bases.** Spawell Station [REDACTED] [REDACTED] than Maxol Templeogue despite being located on the same road.²¹ The Commission considers that this likely reflects that, due to its close proximity to a major junction on the M50 and the beginning of the N81, the Spawell Station primarily serves customers using the M50 or N81. In contrast, the Commission considers that Maxol Templeogue is primarily serving customers travelling through Templeogue as they travel into or out of Dublin city. The Commission considers that these two stations are, to some extent, serving different customer bases. Therefore, these two stations are not competing as closely as their respective locations may suggest.

²¹ Merger Notification Form, Confidential Maxol Annex 7 – Spawell (3.2km).



48. Therefore, while competing, the Commission considers that Maxol Templeogue and the Spawell Station are not competing closely.

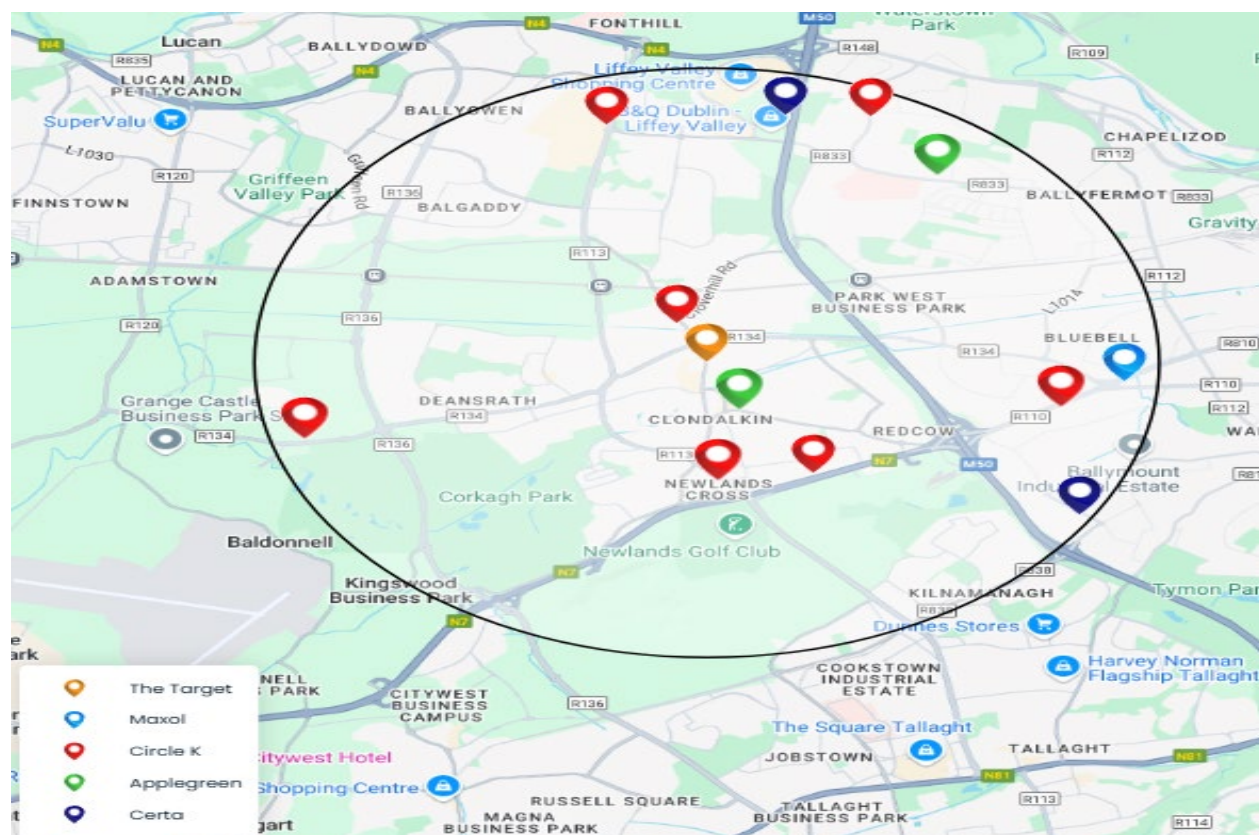
Commission's conclusion on the horizontal effects in the Spawell Catchment Area

49. Based on the above and available information, the Commission considers the Proposed Transaction is unlikely to raise competition concerns in the retail sale of motor fuels in the Spawell Catchment Area.

The retail sale of motor fuels within a 3.2km radius of the Clondalkin Station (the "Clondalkin Catchment Area")

50. Figure 3 below shows the location of each service station within the Clondalkin Catchment Area.

Figure 3: The retail sale of motor fuels in the Clondalkin Catchment Area



Source: The Commission



51. The Clondalkin Station (orange marker) is located on the Ninth Lock Road in Clondalkin. Maxol owns one service station in the Clondalkin Catchment Area, namely Maxol Longmile Road, which is located approximately 2.93km from the Clondalkin Station.
52. Table 4 sets out the estimated shares for the retail sale of motor fuels within the Clondalkin Catchment Area by number of service stations.

Table 3: Estimated shares in the retail sale of motor fuels in the Clondalkin Catchment Area

Operator	Service stations	Number of stations	Estimated shares ²²
Target Station (operated by Clondalkin Wash Centre Limited (one of the Target Companies))	Clondalkin Target Station	1	8%
Maxol	Long mile	1	8%
Parties Combined		2	17%
Circle K	Ninth Lock	6	50%
	Newlands		
	Round Tower		
	Cranley		
	Kennelsfort		
	Grange Castle		
Applegreen	Clondalkin	2	17%
	Ballyfermot		
Certa	Liffey Valley	2	17%
	Ballymount		
Total		12	100%

²² Market shares have been rounded.



Source: The Commission

53. Following the Proposed Transaction, Maxol would own two of 12 service stations in the Clondalkin Catchment Area, representing a 17% share, an 8% increase on its pre-merger share. There will be three remaining third party suppliers operating 10 service stations following the implementation of the Proposed Transaction.
54. The Commission considers that Maxol will have a relatively modest presence in the Clondalkin Catchment Area following the implementation of the Proposed Transaction, with several similar sized or larger suppliers remaining active. The Commission notes that the Parties' stations in this area are not located particularly close to one another, with other suppliers likely competing more intensely with the Parties in this area than the Parties compete with one another due to the locations of these service stations.

Commission's conclusion on the horizontal effects in the Clondalkin Catchment Area

55. Based on the above and available information, the Commission considers the Proposed Transaction is unlikely to raise competition concerns in the retail sale of motor fuels in the Clondalkin Catchment Area.

The operation of forecourt convenience stores in Local Catchment Areas

56. Maxol is acquiring three service stations, and the attached forecourt convenience stores, as part of the Proposed Transaction. These forecourt convenience stores will continue to compete with the forecourt convenience stores of service stations located within the respective Local Catchment Areas.²³
57. Furthermore, all forecourt convenience stores will continue to face competition from supermarket and non-forecourt convenience stores within the Local Catchment Areas. Examples of such supermarkets and stores are listed below:

²³ For clarity, the Commission is referring here to the operation of forecourt convenience stores within a 3.2km radius of each urban Target Station and the operation of forecourt convenience stores within an 8km radius of each rural Target Station.



- Coolquay Catchment Area; *Tesco*,²⁴ *Lidl*,²⁵ *Aldi*;²⁶
- Spawell Catchment Area; *Tesco*,²⁷ *Lidl*,²⁸ *Supervalu*;²⁹ and
- Clondalkin Catchment Area: *Tesco*,³⁰ *Dunnes*,³¹ *SPAR*.³²

58. Therefore, the Commission considers that the Proposed Transaction will not raise horizontal competition concerns in the operation of forecourt convenience stores within the respective Local Catchment Areas.

The sale of fuel cards in the State

59. Maxol sells a proportion of its fuel to commercial customers by way of branded fuel cards. The Proposed Transaction would result in a minimal increase in Maxol's share in the sale of fuel cards as it would acquire three additional services stations from which, following the Proposed Transaction, it could sell Maxol fuel cards.

60. Following the implementation of the Proposed Transaction, Maxol will continue to face a competitive constraint from *Circle K*, *Applegreen*, *Texaco* and *Top Oil* among others in the sale of fuel cards in the State.

61. Therefore, the Commission considers that the Proposed Transaction does not raise any horizontal competition concerns in respect of the sale of fuel cards in the State.

²⁴ Located at Frederick St, Killegland, Ashbourne, Co. Meath, A84 VW88.

²⁵ Located at Castle St, Killegland, Ashbourne, Co. Meath, A84 H732.

²⁶ Located at St Margaret's Rd, Finglas, Co. Dublin, D11 ARW5.

²⁷ There are two Tesco stores within the catchment area, the first at New Bancroft Centre, Bancroft Rd, Tallaght, Co Dublin. The second at Rathfarnham Shopping Centre, Butterfield, Co. Dublin, D14 K5F2.

²⁸ Located at Main Rd, Tallaght, Co. Dublin, D24 N5XV.

²⁹ Located in Knocklyon Rd, Templeogue, Co. Dublin, D16 W2VO.

³⁰ Located at Boot Rd, Clondalkin, Dublin, D22 K3E5.

³¹ Located at The Mills Centre, Ninth Lock Rd, D22 VP28.

³² Located at Dutch Village, Knockmitten, Dublin, D22 TC93.



Conclusion on horizontal effects

62. In light of the above, the Commission is of the view that the Proposed Transaction does not raise competition concerns in any of the following potential relevant markets:

- The retail sale of motor fuels: (i) within the State; or (ii) within the Local Catchment Areas;
- The operation of forecourt convenience stores within the Local Catchment Areas; and
- The sale of fuel cards in the State.

Vertical effects

63. There is a vertical relationship between Maxol and the Target Companies, as Maxol supplies motor fuel to the Target Stations.

64. The Commission considers that the Proposed Transaction does not give rise to vertical foreclosure concerns in relation to the wholesale supply and distribution of motor fuel to service stations in the State for the following reasons:

- **Input foreclosure:** Maxol's share in the wholesale supply and distribution of motor fuel to service stations in the State will not change as a result of the Proposed Transaction, as the Target Stations are all currently supplied by Maxol. Furthermore, Maxol will continue to face competitive constraints from a range of suppliers, such as Circle K, Applegreen, Texaco and Top Oil in respect of the wholesale supply and distribution of motor fuel to service stations in the State. As noted above, the increase in Maxol's estimated share in the downstream retail sale of motor fuel in the State following the Proposed Transaction will be minimal, and the Commission considers that this increase is unlikely to result in Maxol gaining the ability to

engage in input foreclosure. Therefore, the Commission considers that input foreclosure is unlikely to arise in respect of the wholesale supply and distribution of motor fuel to service stations in the State following the implementation of the Proposed Transaction.

- **Customer foreclosure:** Maxol represents an estimated 10% share in the retail sale of motor fuel in the State.³³ Maxol is acquiring three service stations as part of the Proposed Transaction, all of which currently purchase motor fuel from Maxol. The Proposed Transaction results in a minimal increase in Maxol's share in the retail sale of motor fuel in the State. Other wholesale suppliers will continue to be able to sell to a large number of service stations. Consequently, the Commission considers that the Proposed Transaction is unlikely to result in Maxol gaining the ability to engage in customer foreclosure. Therefore, the Commission considers that customer foreclosure is unlikely to arise in respect of the supply of motor fuel to service stations in the State following the implementation of the Proposed Transaction.

Conclusion of Competitive Analysis

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.

³³ Based on service stations branded as Maxol. For clarity, certain Maxol-branded stations are not owned by Maxol. Therefore, Maxol's share by number of owned service stations in the State may be lower than 10%.



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 McMullan Bros. Limited, through its wholly owned subsidiary Maxol Limited, would acquire sole control of Spawell Auto Stop (Templeogue) Limited, Claremont Enterprises Limited, and Clondalkin Wash Centre Limited and two service station properties, being Coolquay Service Station and Crosslands Service Station, 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