



REPORT SK&S

MERGER PROCEEDINGS IN POLAND IN 2020

- ✓ Subjective selection of the most interesting merger control cases in Poland
- ✓ OCCP's remote work during the Covid-19 pandemic
- ✓ Foreign investment control

www.skslegal.pl

30 YEARS |  SOŁTYSIŃSKI
KAWECKI
& SZŁĘZAK

MERGER PROCEEDINGS IN POLAND IN 2020

For several years, the number of concentrations notified to the President of the Office of Competition and Consumer Protection ("the President of the OCCP") has been steadily increasing. Last year, in principle, confirmed this trend, although the number of merger filings submitted and decisions issued decreased slightly compared to 2019. In 2020, the President of the OCCP initiated 243 merger control proceedings and issued 255 decisions in such cases¹. At the same time, 11 cases were referred to the II phase of the proceedings².

As in 2019, so in 2020 the President of the OCCP did not issue any decision refusing to grant clearance for a merger.³ Likewise, we have recorded no withdrawals of merger filings following receipt by the parties of the OCCP's statement of objections to the proposed concentrations. The average length of proceedings in cases completed with a phase I decision was just over 39 calendar days⁴ (the shortest proceedings lasted 3 days and the longest 265 days). On the other hand, the average time of proceedings concluded with a phase II decision amounted to slightly more than 137 calendar days⁵ (the shortest proceedings lasted 40 days, and the longest 235 days). At the same time, only 2 decisions of the President of the OCCP were issued after phase II of the proceedings, while in 9 cases phase II of the proceedings was not completed by the end of 2020.



¹ The data presented in this section of the report are based on a compilation of merger control cases available on the OCCP website at <https://www.uokik.gov.pl/koncentracje.php>. Official statistics from the OCCP, which will be published in 2021, may differ slightly.

² It is worth noting that contrary to a long-standing practice, the OCCP ceased to publish information on the commencement of the second phase of the proceedings in the news section of its website. We obtained information on 11 cases referred to the second phase from OCCP under the procedure of access to public information.

³ However objections to the Agora/Eurozet merger were issued in 2020, which ended with a decision banning it already in early 2021.

⁴ Calculated on the basis of actual case processing time, taking into account proceedings initiated before 2020.

⁵ Calculated on the basis of actual case processing time, taking into account proceedings initiated before 2020.



243

243 proceedings initiated (a decrease of more than 12% compared to 2019). All proceedings were initiated at the request of an undertaking.



255

255 decisions issued (a decrease of less than 5% compared to 2019), of which 255 decisions included unconditional merger clearance (in 2019, 5 merger clearance decisions were subject to conditions), and 1 decision concerned the imposition of a fine for implementing a concentration without the clearance of the President of the OCCP



137

The average time to complete proceedings in which phase II was opened was just over **137 calendar days**.



11

11 cases were referred to phase II (the same number of cases as in 2019)



39

The average time to complete phase I proceedings was over **39 calendar days** (almost 6 days longer compared to 2019), with a median of **31 days**



2

2 decisions imposing a fine for failure to notify a concentration (2 decisions imposing a fine in 2019)



EUR 1 bilion | EUR 50 million

A concentration falls under the notification requirement to UOKiK if the combined turnover of all the undertakings concerned in the preceding financial year exceeded the equivalent of **EUR 1 billion** worldwide or **EUR 50 million** in Poland (it is sufficient if either of the thresholds is met), and the statutory presumptions exempting the transaction from the notification requirement are not met

1 month

The prescribed time limit for UOKiK to issue a decision in phase I proceedings is **1 month**

+ 4 months

In particularly complex cases, in which there is a reasonable likelihood of a significant restriction of competition or which require a market study, UOKiK initiates phase II proceedings. The time limit to issue a decision is then extended by another **4 months**



Every formal request from UOKiK to a notifying party to submit additional information suspends the lapse of the statutory time limit to issue a decision



14 days

If an undertaking submits a proposal of conditions and obligations, the time limit to issue a phase II decision is extended by **14 calendar days**

SUBJECTIVE SELECTION OF THE MOST INTERESTING MERGER CONTROL CASES IN POLAND

Nord Stream 2 gas pipeline

In October 2020, the President of the Office of Competition and Consumer Protection (OCCP) issued perhaps the most widely commented decision in its history, not only in Poland but also abroad. The Polish authority found that the conclusion of agreements related to financing of the construction of the Nord Stream 2 gas pipeline constituted the establishment of a joint venture, which neither Gazprom nor the financial investors (companies from the Engie, Shell, Uniper, OMV and Wintershall capital groups) had received clearance for from the President of the OCCP. In the decision issued in this case, the authority imposed record fines in its history. Gazprom received a fine of over PLN 29 billion (!), while the fines imposed on the other addressees of the decision amounted to from ca. PLN 30 million to ca. PLN 87 million. The total amount of fines imposed was therefore almost PLN 30 billion, which is an absolute record - no competition authority in the world has so far imposed such high fines in a single decision. The President of the OCCP also ordered Gazprom and other financial investors to terminate their contracts related to financing of the construction of the Nord Stream 2 pipeline.



This case is interesting for several reasons. First, the authority found that the creation of a joint venture can occur in a situation where its alleged "founders" do not acquire its shares, which is in direct conflict with the provisions of the Act and the guidelines issued by the Polish authority on the criteria and procedure for notification of an intended concentration. The sole shareholder of Nord Stream 2 AG - the company responsible for the construction of the gas pipeline - was and is Gazprom. The authority confirmed this explicitly in the decision. The President of the OCCP found that the conclusion of civil law contracts is sufficient to create a joint venture, which seems to be a conclusion that is too far-reaching and dangerous from the perspective of the certainty of business transactions in Poland. Secondly, for the first time in its history, the President of the OCCP imposed maximum fines on undertakings which - in the opinion of the authority - implemented a concentration without obtaining its clearance. So far, in other cases similar to this one, the imposed fine has never exceeded PLN 1 million (and has not reached the statutory limit of 10% of turnover). Thirdly, the antimonopoly authority, notwithstanding the far-reaching legal doubts as to the interpretation of the merger control regulations adopted as the basis for its decision, imposed a remedy on the undertakings: it obliged them to terminate contracts connected with financing of the construction of the Nord Stream 2 gas pipeline. Even a cursory reading of the decision allows one to conclude that the authority identified the occurrence of negative market effects connected with construction of the Nord Stream 2 AG gas pipeline on the basis of outdated market data.

The issued decision is unequivocally criticised by competition law practitioners both in Poland and abroad. All statements known to the authors directly indicate that the decision was most likely politically driven.

All punished undertakings appealed against the decision of the President of the OCCP. Proceedings before courts will take several years. SK&S will keep you informed on the progress of the case and the judgments of the Court of Competition and Consumer Protection (CCCP) and then the Court of Appeal in Warsaw.

SUBJECTIVE SELECTION OF THE MOST INTERESTING MERGER CONTROL CASES IN POLAND

PJSC Gazprom

The decision issued at the end of July 2020 imposing a fine on PJSC Gazprom is not a decision in the strict sense within the scope of merger control. However, given the strong connection of this decision with merger control proceedings and the significance of this decision for undertakings participating in merger control proceedings, it could not be missing from our list.

The President of the OCCP imposed on one of the Gazprom Group companies, i.e. PJSC Gazprom, a fine in the maximum amount of EUR 50 million (approx. PLN 213 million) for refusing to provide the authority with information and documents concerning agreements concluded by Gazprom Export LLC with companies belonging to capital groups of investors financing the construction of the Nord Stream 2 gas pipeline. The request was addressed to PJSC Gazprom in the course of antitrust proceedings concluded by a precedent-setting decision in October 2020, discussed above. It follows from the justification of the decision published by the President of the OCCP that, in refusing to provide the requested information and documents, PJSC Gazprom raised formal deficiencies in the requests addressed to the company, which consisted in the President of the OCCP's failure to indicate the reasons for the requests and the lack of connection of the documents requested by the President of the OCCP with the proceedings on the alleged establishment of the joint venture. However, the President of the OCCP did not take into account the formal objections or the arguments indicating that the requested information and documents for the purposes of the proceedings were irrelevant. The President of the OCCP stated in the decision that undertakings cannot, in principle, question the scope of the requests, as it is up to the antimonopoly authority to assess whether given documents and information are necessary for the performance of tasks by the President of the OCCP.

The penalty imposed on PJSC Gazprom is the highest ever monetary sanction for a procedural violation of refusing to cooperate with the President of the OCCP. Until now, the highest was the fine imposed on Engie, which we discussed in our 2019 report. This fine is also incomparably higher than the monetary sanctions imposed on undertakings in recent years for failing to provide information or documents requested by the President of the OCCP. In 2015-2019, before the fine was imposed on Engie, the highest monetary penalty imposed on an undertaking for this type of procedural failure amounted to approximately EUR 6,000 (approximately PLN 26,500).

High fines imposed by the authority on undertakings in the past were significantly reduced in the course of appeal proceedings. The judgement of the CCCP in this case should answer the question of how detailed the President of the OCCP is obliged to inform in the requests sent to undertakings about the reasons for requesting information and documents, in particular whether it is sufficient in this respect to indicate only the subject of the proceedings conducted by the President of the OCCP, for the purpose of which specific information and documents are requested. The CCCP should also comment on the legitimacy of the amount of the fine imposed on PJSC Gazprom.



SUBJECTIVE SELECTION OF THE MOST INTERESTING MERGER CONTROL CASES IN POLAND

Agora/Eurozet

Eurozet's minority shareholder Agora has filed a notification of its intention to acquire control over Eurozet, by buying the remaining shares from the majority shareholder, still in 2019. After a preliminary analysis of the case, the President of the OCCP concluded that the case required a market survey, so the deadline for issuing a decision was extended. After more than a year, the President of the OCCP expressed its objections with respect to the planned concentration, indicating that competition may be restricted as a result of the concentration. Finally, in January 2021, the President of OCCP prohibited the planned merger.

The case deserves special attention primarily because it is one of the few decisions issued by the President of the OCCP in which emphasis was placed on reducing the number of competitors on the market and thus justifying the need to prohibit the concentration. In the past, decisions issued by the President of the OCCP have usually concluded that even if the number of competitors operating on the relevant market is reduced from three to two, a situation of a kind of duopoly is acceptable, as the existence of at least two strong competitors on the market naturally ensures the existence of competitive pressure, which offsets the risk of reduced competition. Therefore, it appears that the decision in the Agora/Eurozet case may have a significant impact on the assessment of future proposed transactions - so far only the potential risk of strengthening of a dominant position seemed to be a prejudging criterion.

The procedural aspects of the decision should not be overlooked either - first and foremost the fact that the President of the OCCP issued the first decision refusing to grant clearance in many years. In addition, as can be inferred from the public statements made by Agora's representatives, they were surprised by the very fact of issuance of the decision, as discussions with the President of the OCCP were still ongoing concerning the terms of the transaction. The decision refusing to grant clearance can be appealed to the CCCP, which the company has decided to do. The CCCP will undoubtedly examine the reasons that led the President of the OCCP to prohibit the planned acquisition of control over Eurozet by its minority shareholder. However, until a final verdict is issued in this case, Agora's plans regarding Eurozet will have to be put on hold. Given the dynamics of the market, it is to be hoped that CCCP will consider the case as soon as possible.



SUBJECTIVE SELECTION OF THE MOST INTERESTING MERGER CONTROL CASES IN POLAND

PKN Orlen/Ruch

Due to high total turnover of the participants in the concentration, the acquisition of control over Ruch S.A. by PKN Orlen S.A. was subject to notification to the European Commission. However, the buyer decided to file a motion to refer the case to the President of the OCCP, which was granted by the EU authority, and the case was finally referred to the Polish authority.

Unfortunately, despite the significance of the transaction for the market, the President of the OCCP did not decide to formulate and publish the grounds for the decision. However, it can be presumed that activities of the undertakings overlapped in a number of relevant markets - i.e. PKN Orlen and Ruch competed with each other e.g. on local press or grocery retail markets. In the opinion of the President of the OCCP, despite this fact, the acquisition of Ruch by PKN Orlen will not lead to significant restriction of competition on the market and therefore the authority decided to grant unconditional clearance for the merger.

As time has shown, this was not the last transaction carried out by PKN Orlen in recent times that required the approval of the President of the OCCP - at the beginning of 2021, PKN Orlen notified the President of the OCCP of its intention to acquire control over Polska Press sp. z o.o. - which, like Ruch S.A., is a company from outside the fuel industry. This seems to herald the implementation of the concept of building PKN Orlen into a kind of "national champion", operating in many relevant markets, including those not related to PKN Orlen's core business, i.e. fuel processing and sales.

Due to the fact that PKN Orlen S.A. is controlled by the State Treasury and that the President of the OCCP is appointed by the Prime Minister, for obvious reasons, all transactions involving state-owned companies reported to the President of the OCCP may potentially stir up political controversies (which can be observed when following media discussions concerning the case of PKN Orlen taking control over Polska Press), as well as lead to extremely interesting procedural solutions - which was reflected, for example, in the Ombudsman's appeal against the decision of the President of the OCCP (concerning the consent for the acquisition of Polska Press) in the case of concentration.



SUBJECTIVE SELECTION OF THE MOST INTERESTING MERGER CONTROL CASES IN POLAND

AmeriGas

The vast majority of cases reviewed by the President of the OCCP as part of merger control are initiated at the request of an undertaking, with the aim of obtaining the President of the OCCP's approval for the concentration. Sometimes, however, such cases are initiated ex officio by the President of the OCCP - this applies to cases where there is a suspicion that undertakings have implemented a merger without the clearance of the President of the OCCP. Clear-cut cases are relatively rare - i.e. cases where an undertaking acquires 100% of shares in another company without the clearance of the President of the OCCP, in cases where such clearance was required. As a rule, these cases are much more nuanced, and the decisions provide the undertakings with valuable information on possible assessment of their planned market actions.



The origins of the described case can be traced back to 2014, when AmeriGas Polska sp. z o.o. began commercial cooperation with Centrum Dystrybucji Gazu sp. z o.o., consisting of carrying out gas deliveries and making its own equipment available in exchange for payment of remuneration. AmeriGas made the conclusion of the agreement conditional on adequate security for potential claims against Centrum Dystrybucji Gazu. In this situation, a registered pledge was established on the shares of the Centrum Dystrybucji Gazu in favour of AmeriGas, specifying in the pledge agreements the pledgee's rights - including, among others: (i) giving binding instructions as to liabilities with a value exceeding PLN 0.5 million, or (ii) the obligation to obtain AmeriGas' consent when adopting resolutions in a manner that could reduce the value of the shares, oblige the shareholders to make additional payments, or adversely affect the scope of AmeriGas' rights related to the shares. The shareholders of the Centrum Dystrybucji Gazu were also obliged to obtain the pledgee's consent to adopt resolutions which could result in limiting the shareholders' rights to dispose of the shares or benefits, disposing of the shares, increasing the share capital, redeeming the shares, merging, dividing or transforming the company or diluting the shares. As established in the course of the proceedings, AmeriGas used its powers in practice, inter alia by not consenting to the sale by Centrum Dystrybucji Gazu of an organised part of the enterprise, whose value exceeded PLN 0.5 million.

In the opinion of the President of the OCCP, the powers granted in the above-mentioned agreements exceeded the acceptable level of protection of the interests of the pledgee or minority shareholder, and AmeriGas exercised a decisive influence on the operations of Centrum Dystrybucji Gazu. According to the authority, by acquiring in the pledge agreements a number of rights in Centrum Dystrybucji Gazu, AmeriGas in fact acquired control over the company without obtaining the consent of the President of the OCCP, for which it was fined PLN 730,000.

SUBJECTIVE SELECTION OF THE MOST INTERESTING MERGER CONTROL CASES IN POLAND

Linde Gaz Polska

Linde Gaz Polska sp. z o.o. was not a party to the merger control proceedings at all - i.e. it did not file for clearance decision to the President of the OCCP to carry out the planned concentration, nor was it the subject of interest of another entity which wanted to acquire control over it. However, this did not prevent the President of the OCCP from imposing on Linde Gaz Polska a fine of PLN 120,000 for non-cooperation in the course of proceedings consisting in the failure to provide information requested by the President of the OCCP.

Although the imposed fine may seem surprising, it is worth carefully analysing the reasons why it was imposed. As can be seen from the contents of the decision, as part of the merger control proceedings involving the acquisition of control over ACP Europe S.A. and Eurocylinder NV by Air Products and Chemicals, Inc., the President of the OCCP decided to initiate the so-called phase II of the proceedings, which involved the need to conduct a market survey. The basic method of conducting such an investigation is to send out requests to submit specific market information to undertakings operating on or having knowledge of the relevant markets to which the concentration relates to. The investigation in this case concerned the market of liquid CO₂, CO₂ in cylinders and dry ice. In the course of the proceedings, the President of the OCCP called upon the competitors and contractors of Air Products and ACP Group, including Linde Gaz Polska, to submit certain market data. As can be seen from the decision, Linde Gaz Polska, despite being requested to do so twice, did not respond to the requests. Finally, after the deadline had expired, the company submitted information requested by the authority, at the same time requesting that the deadline be restored, explaining that there were problems with the internal circulation of documents in the company due to the increased holiday period.

In addition, Linde Gaz Polska explained that an external advisor was responsible for the internal transfer of documents, and the company's Management Board became aware of the President of the OCCP's requests after the deadline for responding had expired.

In the end, the President of the OCCP assumed in the decision that the company's omission was not intentional and, moreover, the company eventually provided the requested information. However, this circumstance only reduced the amount of the fine, but did not result in waiving it in its entirety. In this context, it is worth recalling the serious sanctions threatening undertakings who fail to submit the requested information to the President of the OCCP, i.e. a fine of up to EUR 50 million. Practice shows that this fine may be imposed not only on the undertaking directly concerned by the merger control proceedings conducted by the President of the OCCP (as in the case of Gazprom, described above), but also on third parties that are requested to provide information/documents.

It is also worth mentioning that the Act on amending the Act on competition and consumer protection, which is currently the subject of legislative work, imposes even stricter restrictions in this respect on undertakings - i.e. it allows the President of the OCCP to impose a fine of up to 5% of the average daily turnover for each day of delay in responding to the request of the President of the OCCP.



SUBJECTIVE SELECTION OF THE MOST INTERESTING MERGER CONTROL CASES IN POLAND

PP Airports/Baltona

In February 2020 the President of the OCCP has granted clearance to Przedsiębiorstwo Państwowe Porty Lotnicze (PPL) to acquire control over Przedsiębiorstwo Handlu Zagranicznego (PHZ) Baltona S.A. Although the decision itself does not contain a justification, the comments of the authority contained in the announcement concerning the issued decision are worth emphasising. The authority indicated that Przedsiębiorstwo Państwowe Porty Lotnicze (PPL) manages or jointly controls 7 airports in Poland. In addition, its subsidiaries provide, inter alia, ground handling services or security control of travellers and luggage. In turn, PZH Baltona is primarily involved in the rental and operation of shops and restaurants at airports.

The President of the OCCP identified that there were vertical relationships between PPL and PZH Baltona. Indeed, PPL leased retail space to PZH Baltona at managed or jointly-controlled airports. The Polish authority concluded that the investigation showed that the transaction does not raise competition concerns in any market. In the opinion of the authority, the markets on which the undertakings operate - the provision and rental of commercial space - have at least a European dimension. In the opinion of the President of the OCCP, this results, among other things, from the fact that operators of shops and restaurants at airports compete globally by seeking to lease commercial space in various countries. Similarly, airports when signing agreements with shop lessees are not limited to companies from a single country. This means that after the transaction, PPL will compete for lessees with other airports in Europe or globally. The market shares of PZH Baltona were also not high enough for the concentration to restrict competition between shop and restaurant lessees at airports.

Unfortunately, the laconic Internet announcement from the President of the OCCP does not make it possible to ascertain whether the authority has taken any account of PPL's market position on the supply side. It is probably reasonable to suspect that it has a monopolistic position on the markets for the lease of commercial space at airports that it manages or jointly controls. From that point of view, for example, taking control over a retail lessee at airports may give rise to a temptation to reduce the competitive pressure on PZH Baltona from its competitors.



DEVELOPMENTS AND TRENDS

OCCP's remote work during the Covid-19 pandemic

The year 2020 was exceptional because of the Covid-19 pandemic, which initially translated to some extent into the market - we could see a decrease in the number of transactions, but of course also into the actions of the antitrust authority. The Covid-19 pandemic had and continues to have a very significant impact on the functioning of public administration bodies. This is because the introduced regulations led to the suspension of deadlines for administrative proceedings, including antimonopoly proceedings in concentration cases conducted by the President of the OCCP. Consequently, many undertakings feared that the time required for the President of the OCCP to review merger filings would be significantly prolonged.

Therefore, it is with appreciation that the OCCP acted swiftly and efficiently, despite the obstacles that arose. Despite the OCCP officials working remotely, we did not observe any significant extension of the deadlines for reviewing merger filings.



New President of the OCCP - Tomasz Chróstny

When Mr Tomasz Chróstny was appointed by the Prime Minister to the position of the President of the OCCP in January 2020, he certainly did not expect that the first months of his office would be dominated by his involvement in combating the effects of the emerging pandemic, or in fact subsequent lockdowns related to it. In the first half of the year the new President undoubtedly focused his activities (e.g. in the area of combating payment congestion or unfair exploitation of contractual advantage in the agri-food sector) on an attempt to detect and combat market pathologies associated with the progressing pandemic.

However, the second half of his term allowed Mr Tomasz Chróstny, the President of the OCCP, to present and implement his own vision of OCCP's activity. On the basis of the first decisions, organisational changes and media declarations, it seems that Mr Tomasz Chróstny's priority is still unfair exploitation of contractual advantage and combating payment congestion. The term of office of the President of the OCCP Tomasz Chróstny is also rich in unprecedentedly severe fines imposed on undertakings for various types of violations - as evidenced by the imposition of the highest fine in the history of competition law (we are of course talking about the fine of over PLN 29 billion imposed on Gazprom). In this respect Mr Tomasz Chróstny seems to be continuing and even intensifying the "tough line" policy initiated by his predecessor, Mr Marek Niechciał.

Due to the planned introduction of a 6-year term of office for the President of the OCCP, with the automatic appointment of the current President of the OCCP for the first term, Mr Tomasz Chróstny may become the longest in charge President of the OCCP in history.

Foreign investment control

In 2020, quite unexpectedly, the OCCP's Merger Control Department was given additional powers to control certain concentrations of undertakings. However, this power did not stem from the Act on competition and consumer protection, but from the provisions of the so-called "Shield 4.0". According to the legislator's declaration, the additional level of control is justified by the need to protect in unstable, pandemic times: order, security and public health, as well as the implementation of EU projects and programmes. At the same time, the control powers remain independent from the current concentration control regime - i.e. it will be possible to obtain both clearances from the President of the OCCP or only one of them, depending on whether the statutory prerequisites are met.

The requirement to obtain consent under the foreign investment control regime applies, on the one hand, to a broader range of transactions than under merger control (because the acquisition of a certain number of shares, not necessarily leading to the acquisition of control, is also subject to notification), but, on the other hand, it has been narrowed down to the acquisition of shares in public companies or companies operating in the strategic sectors specified in the Act, by entities established outside the EEA or the OECD. The provisions entered into force on 24 July 2020 for a period of two years. There are much more serious sanctions for breach of the obligation than under merger control regime (including, inter alia, invalidity of the transaction, or criminal sanctions for persons acting on behalf of or in the interest of an undertaking who has entered into a transaction without obtaining the consent of the President of the OCCP).

Due to many undefined terms included in the new regulations, in practice undertakings have encountered a number of interpretation doubts regarding the obligation to obtain clearance for certain transactions. For example, when applying a literal interpretation of the provisions, it would be possible to conclude that an additional consent of the President of the OCCP is required in case of:

- the acquisition of shares in a Polish company by another Polish company which has been active for less than two years;
- the acquisition of shares in a Polish company by another Polish company if this is done through a transaction vehicle registered in a non-EEA or non-OECD country.

In justifying the need for the regulations to come into force, the legislator did not indicate that the new regulations were intended to protect Polish capital against investments made by other Polish undertakings. The guidelines of the OCCP¹ issued shortly after the entry into force of the regulations also did not dispel any interpretation doubts.

However, based on publicly available information on the number of foreign investment control decisions (as of the date of this report, the President of the OCCP informed about issuing only one decision²), it seems that undertakings have decided to apply in practice the functional interpretation. It leads to the conclusion, most likely in line with the legislator's intention, that only the acquisition of shares in a Polish entity by an entity whose capital group or actual beneficiaries come from outside the EEA or OECD (e.g. China or Russia) requires additional consent from the President of the OCCP.

¹ Investment Control - procedural guidelines on the submission of notifications to the President of the OCCP and the conduct of proceedings falling within the scope of the Investment Control Act of 21 July 2020.

² Decision No. DKK 179/2020 of 8 October 2020 concerning the acquisition by H&F Corporate Investors VIII Ltd. with its seat in George Town, Cayman Islands, of dominance over the company Centrum Rozliczeń Elektronicznych Polskie ePłatności S.A. with its seat in Tajęcín through its subsidiary Rementi Investments S.A. with its seat in Warsaw.

The SK&S Competition Law Department

- We provide comprehensive advice to Polish and foreign clients on all aspects of Polish and EU antimonopoly law. We handle cases regarding competition-limiting practices, abuse of dominant positions, concentrations of enterprises, and abuses of consumer rights. We also advise in cases involving unfair commercial practices in the supply chain of foodstuffs.
- Our team consists of eight lawyers who deal exclusively with cases involving competition law. Two members of the Department are former employees of the Competition Authority.
- Number of our projects have been of a precedential nature, among others: filing the first ever leniency application in Poland, and obtaining a binding decision regarding a charge of price fixing. Moreover, we have taken part in developing definitions of relevant markets, which definitions have come to be established in the decision-making practice of the Competition Authority.
- With regard to Polish and EU competition law, we regularly advise such companies as Mars, Microsoft, Górażdże Cement, Royal Canin, Jeronimo Martins Polska, Eurocash, Auchan, Selgros, Swiss Krono, Benefit Systems, Nike, Henkel, Agora Group, and many others.



Krzysztof Kanton

Partner, attorney-at-law

☎ +48 22 608 70 64

📞 +48 600 042 234

✉ krzysztof.kanton@skslegal.pl



Damian Kopera

Senior Associate, attorney-at-law

☎ +48 22 608 71 53

📞 +48 606 801 494

✉ damian.kopera@skslegal.pl



Szymon Murek

Associate, attorney-at-law

☎ +48 22 608 70 60

📞 +48 883 391 722

✉ szymon.murek@skslegal.pl



Warszawa

Jasna 26, 00-054 Warszawa

T +48 22 608 70 00

F +48 22 608 70 70

E office@skslegal.pl

Katowice

Wojewódzka 10, 40-026 Katowice

T +48 32 731 59 86

F +48 32 731 59 90

E office.katowice@skslegal.pl

Poznań

Mickiewicza 35, 60-837 Poznań

T +48 61 856 04 20

F +48 61 856 05 67

E office.poznan@skslegal.pl

Wrocław

Plac Solny 16, 50-062 Wrocław

T +48 71 346 77 00

F +48 71 346 77 09

E office.wroclaw@skslegal.pl