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**COMP/M. 4473 - MLCP / CIR / OAKWOOD**

**SECTION 1.2**

**Description of the concentration**

The proposed concentration involves the acquisition of joint control by Merrill Lynch Credit Products, LLP (“**MLCP**”) and CIR Compagnie Industriali Riunite S.p.A. (“**CIR**”), through a newly formed entity subsisting under the laws of Luxembourg, of the businesses currently controlled by an existing fund, Oakwood Financial Fund L.P. (“**Oakwood Fund**”), a Cayman exempt limited partnership. MLCP is part of the Merrill Lynch & Co., Inc. group of companies. CIR is the industrial holding of the De Benedetti Group.

The businesses activities of the undertaking concerned are:

- for MLCP: investment banking and other financial services activities;
- for CIR: newspaper and magazine publishing activities; radio, digital television, advertising and internet sectors; automotive components; gas and electricity; private healthcare; and non-performing loans;
- for the Oakwood Fund: Oakwood currently operates five businesses as follows:
  - (a) Pepper Home Loans PTY Limited is involved in the origination and sales/acquisition of non-conforming residential mortgages in Australia;
  - (b) Edeus Mortgage Creation Limited is involved in the origination and sales/acquisition of non-conforming residential mortgages in the United Kingdom;
  - (c) Blue Motor Finance Limited is involved in the origination and sale of non-conforming hire purchase contracts for motor vehicles by individuals in the United Kingdom;
  - (d) One World Leasing Limited is involved in the origination and sale/acquisition of small ticket equipment leasing to local authorities, small to medium enterprises and start-up businesses in the United Kingdom; and
  - (e) Ktesios SPA is involved in the origination and sale of salary and pension secured loans in Italy.

The concentration involves only one reportable market, that is that of non-conforming mortgages in the United Kingdom.

Even though a reportable market has been identified, the market share of the parties in this market is very low and as such, the proposed concentration does not give rise to any competitive concerns. This case is a candidate for Short Form Notification and qualifies for treatment under the Simplified Procedure.