



EUROPEAN COMMISSION

COMPETITION DG

**PUBLIC VERSION**

OPINION

of the ADVISORY COMMITTEE on CONCENTRATIONS  
given at the 105th meeting on 22 January 2002 concerning a draft decision relating to  
Case COMP/M.2416 – TETRA LAVAL/SIDEL

1. The Advisory Committee agrees with the Commission that the conditions for applying Article 8(4) of the Merger Regulation are fulfilled.
  
2. A majority of the Advisory Committee agrees with the Commission that a decision pursuant to Article 8(4) of the Merger Regulation should order the following measures because such measures are necessary to restore conditions of effective competition:
  - a) Tetra shall separate itself from Sidel from the date of the final decision as proposed in Article 1 of the draft decision; and
  - b) Tetra shall divest its shareholding in Sidel in a final manner which ensures Sidel's viability and competitive effectiveness in accordance with the proposed Article 2 of the draft decision; and
  - c) Tetra shall adhere to the transitional period obligations as proposed in Article 3 of the draft decision; and
  - d) Tetra shall appoint an independent trustee with the powers and obligations proposed in Article 4 of the draft decision; and
  - e) Tetra shall divest its entire shareholding in Sidel in accordance with the time-limits nine months + three months) and the manner specified in the proposed Article 5 of the draft decision.

As regards to question 2 b) a minority regards the divestiture of the entire shareholding as disproportionate.

A minority abstains.

3. The Advisory Committee recommends the publication of its opinion in the Official Journal of the European Communities.
4. The Advisory Committee asks the Commission to take account of all other points raised during its discussion of the case.