



EUROPEAN COMMISSION  
DG Competition

***Case M.8138 - SHISEIDO / DOLCE GABBANA'S  
FRAGRANCES, COLOUR COSMETICS AND SKINCARE  
BUSINESS***

Only the English text is available and authentic.

**REGULATION (EC) No 139/2004  
MERGER PROCEDURE**

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Article 6(1)(b) NON-OPPOSITION  
Date: 18/08/2016

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## EUROPEAN COMMISSION

Brussels, 18.8.2016  
C(2016) 5457 final

PUBLIC VERSION

SIMPLIFIED MERGER  
PROCEDURE

### To the Notifying Party

Dear Sirs,

**Subject: Case M.8138 – SHISEIDO / DOLCE GABBANA'S FRAGRANCES, COLOUR COSMETICS AND SKINCARE BUSINESS**  
**Commission decision pursuant to Article 6(1)(b) of Council Regulation (EC) No 139/2004<sup>1</sup> and Article 57 of the Agreement on the European Economic Area<sup>2</sup>**

1. On 25 July 2016, the European Commission received notification of a proposed concentration pursuant to Article 4 of the Merger Regulation by which the undertaking Beauté Prestige International S.A. ('BPI', France) controlled by Sisheido Co. Ltd ('Sisheido', Japan) acquires within the meaning of Article 3(1)(b) of the Merger Regulation control of the whole of the business resulting from the exclusive and worldwide licence for all trademarks associated with Dolce & Gabbana for fragrances, colour cosmetics, and skincare products ('D&G licence business', Italy) by way of contract.<sup>3</sup>
2. The business activities of the undertakings concerned are:
  - for BPI: BPI creates, produces and distributes perfumes and luxury cosmetics for fashion brands. It currently distributes beauty products under several fashion brands, mainly through licence agreements,

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<sup>1</sup> OJ L 24, 29.1.2004, p. 1 (the 'Merger Regulation'). With effect from 1 December 2009, the Treaty on the Functioning of the European Union ('TFEU') has introduced certain changes, such as the replacement of 'Community' by 'Union' and 'common market' by 'internal market'. The terminology of the TFEU will be used throughout this decision.

<sup>2</sup> OJ L 1, 3.1.1994, p. 3 (the 'EEA Agreement').

<sup>3</sup> Publication in the Official Journal of the European Union No C 283, 5.8.2016, p. 3.

- for D&G licence business: D&G licence business is constituted by the business resulting from an exclusive worldwide licence for the use of all trademarks and subnomens associated with Dolce & Gabbana for the creation, development, manufacture, sale, distribution, marketing, advertising and promotion of fragrances, colour cosmetics and skincare products.
3. After examination of the notification, the European Commission has concluded that the notified operation falls within the scope of the Merger Regulation and of paragraph 5(c) of the Commission Notice on a simplified procedure for treatment of certain concentrations under Council Regulation (EC) No 139/2004.<sup>4</sup>
  4. For the reasons set out in the Notice on a simplified procedure, the European Commission has decided not to oppose the notified operation and to declare it compatible with the internal market and with the EEA Agreement. This decision is adopted in application of Article 6(1)(b) of the Merger Regulation and Article 57 of the EEA Agreement.

*For the Commission*

*(Signed)*

*Johannes LAITENBERGER*  
*Director-General*

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<sup>4</sup> OJ C 366, 14.12.2013, p. 5.