



EUROPEAN COMMISSION  
DG Competition

***Case M.8510 - ROBERT TÖNNIES / CLEMENS TÖNNIES /  
ZUR MÜHLEN GROUP AND ASSET GROUP***

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: 27/06/2017

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EUROPEAN COMMISSION

Brussels, 27.6.2017  
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PUBLIC VERSION

**To the notifying parties**

**Subject: Case M.8510 - ROBERT TÖNNIES / CLEMENS TÖNNIES / ZUR MÜHLEN GROUP AND ASSET GROUP**  
**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>**

Dear Sirs,

1. On 2 June 2017, the European Commission received notification of a proposed concentration pursuant to Article 4 of the Merger Regulation by which the natural persons Clemens Tönnies and Röbert Tönnies acquire within the meaning of Article 3(1)(b) of the Merger Regulation joint control over the whole of the Zur Mühlen ApS & Co KG ("Zur Mühlen Group", Germany) and the Zur Mühlen Holding III GmbH ("Asset Group", Germany). Clemens and Robert Tönnies already jointly control the Tönnies Holding GmbH & Co. KG, Tönnies Holding-Unternehmensbeteiligung GmbH, Weidemark Fleischwaren Beteiligungsgesellschaft mbH, Tönnies Grundbesitz GmbH & Co. KG, and Tönnies Russland Agrar GmbH as well as their subsidiaries (together referred to as "Tönnies Group", Germany).<sup>3</sup> With the transaction, the Zur Mühlen Group and the Asset Group will be transferred together with the Tönnies Group to a newly incorporated holding

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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 186, 10.06.2017, p.14.

company, the Tönnies Holding ApS & Co. KG ("Family Holding", Germany), which will be jointly controlled by Clemens and Robert Tönnies.<sup>4</sup>

2. The business activities of the undertakings concerned are:
  - a. Clemens and Robert Tönnies jointly control the Tönnies Group which is primarily active in the field of slaughtering of pigs and operates slaughterhouses in Germany, Denmark, and Poland. The Tönnies Group also has some meat processing activities in Germany and other European countries.
  - b. Clemens Tönnies currently controls solely the Zur Mühlen Group, which is active predominantly in pig meat processing in Germany and in Poland.
  - c. Clemens Tönnies also controls solely or in parts jointly with Maximilian Tönnies the Asset Group, which is active in the area of processed meat products almost exclusively in Germany.
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>5</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> Within the context of the transaction, Clemens and Maximilian Tönnies will also transfer certain other participations to the Family Holding, namely shares in PAGO SP.z.o.o. and Wolfgang Wiggerhaus Landwirtschaft GmbH.

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