



EUROPEAN COMMISSION  
DG Competition

***Case M.10664 - XLCEE / DEROT /  
BLACK RED WHITE***

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: 21/06/2022

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EUROPEAN COMMISSION

Brussels, 21.6.2022  
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**PUBLIC VERSION**

XLCEE-Holding GmbH  
Römerstraße 39  
4600 Wels  
Austria

Derot Fund S.À R.L.  
23 rue Aldringen  
L-1118  
Luxembourg

**Subject: Case M.10664 – XLCEE / DEROT / BLACK RED WHITE  
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 Sir or Madam,

1. On 25 May 2022, the European Commission received notification of a proposed concentration pursuant to Article 4 of the Merger Regulation by which the undertakings XLCEE-Holding GmbH ('XLCEE', Austria), belonging to the XXXLutz Group ('XXXLutz', Austria) and Derot Fund S.À R.L. ('Derot', Luxembourg), controlled by Mr Formela, intend to acquire within the meaning of Articles 3(1)(b) and 3(4) of the Merger Regulation joint control of undertaking BLACK RED WHITE S.A. ('BRW', Poland), controlled by Derot, by way of purchase of shares.<sup>3</sup>
2. The business activities of the undertakings concerned are:
  - XLCEE is an investment holding company within the XXXLutz Group. XXXLutz is primarily active in the operation of retail brick-and-mortar and online stores for furniture, furnishings and household goods in Europe,

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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 223, 8.6.2022, p. 50.

- Derot is an investment holding company, controlled by Mr Formela. Mr Formela also controls BRW Trading Company (Belarus) which operates four retail stores for furniture, furnishings and household goods in Belarus,
  - BRW is a furniture manufacturing and retail company active in the manufacturing of furniture and operation of retail brick-and-mortar stores for furniture, furnishings and household goods mainly in Poland and – to a smaller extent – in Slovakia and Belarus.
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 6 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)*  
*Olivier GUERSENT*  
*Director-General*

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