



EUROPEAN COMMISSION  
DG Competition

***Case M.10696 - ARAMCO OVERSEAS COMPANY / BP  
EUROPA / LOTOS-AIR  
BP POLSKA***

Only the English text is available and authentic.

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

---

Article 6(1)(b) NON-OPPOSITION  
Date: 29/09/2022

***In electronic form on the EUR-Lex website under document  
number 32022M10696***



EUROPEAN COMMISSION

Brussels, 29.9.2022  
C(2022) 7042 final

## **PUBLIC VERSION**

Aramco Overseas Company B.V.  
Scheveningseweg 62 – 66  
2517 KX, The Hague  
The Netherlands

BP Europa SE  
Überseeallee 1,  
20457 Hamburg,  
Germany

**Subject: Case M.10696 – ARAMCO OVERSEAS COMPANY / BP EUROPA / LOTOS-AIR BP POLSKA**  
**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 7 September 2022, the European Commission received notification of a proposed concentration pursuant to Article 4 of the Merger Regulation, by which the undertakings Aramco Overseas Company B.V. (“AOC”, Netherlands), controlled by Saudi Arabian Oil Company (Saudi Arabia), and BP Europa SE (“BP Europa”, Germany), controlled by BP p.l.c. (United Kingdom), will acquire within the meaning of Article 3(1)(b) and 3(4) of the Merger Regulation joint control over the whole of the undertaking Lotos – Air BP Polska sp. z o.o. (“Target”, Poland) by way of purchase of shares.<sup>3</sup>

---

<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 351, 14.9.2022, p. 6.

2. The business activities of the undertakings concerned are the following:
  - AOC provides its affiliates in the Saudi Aramco group with a wide range of services including finance support services, supply chain management, technical support services and a variety of administrative support services,
  - BP Europa is carrying out the majority of BP's operations in Poland, including the supply of road fuel through its own petrol stations and through dealer sites and the sale of lubricants, including through the Castrol brand. BP currently does not supply or sell aviation fuels in Poland,
  - The Target is a joint venture jointly controlled by Grupa Lotos S.A. and BP Europa and active in the sale of JET-A1 jet fuel and aviation gasoline, and refuelling of aircrafts with these aviation fuels at airports located in Poland.
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(b) 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*

---

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