

*Disclaimer :*

*The Competition DG makes the information provided by the notifying parties in section 1.2 of Form CO available to the public in order to increase transparency. This information has been prepared by the notifying parties under their sole responsibility, and its content in no way prejudices the view the Commission may take of the planned operation. Nor can the Commission be held responsible for any incorrect or misleading information contained therein.*

**M.10947 ATLAS ARTERIA / OTPP / SKYWAY CONCESSION COMPANY**

**SECTION 1.2**

**Description of the concentration**

The European Commission received notification of a proposed concentration pursuant to Article 4 of Council Regulation (EC) No. 139/2004 by which Atlas Arteria and Ontario Teachers' Pension Plan intend to acquire joint control, within the meaning of Article 3(1)(b) EUMR, over Skyway Concession Company LLC (the "**Target**"), a full-function joint-venture within the meaning of Article 3(4) EUMR. The Transaction will be accomplished by an acquisition of 66.7% of the shares in Calumet Concession Partners Inc., which indirectly owns 100% of the Target.

The business activities of the undertakings concerned are:

- **Atlas Arteria** is a global owner, operator and developer of toll roads. Atlas Arteria is an Australian Securities Exchange listed 'dual stapled vehicle' (not having legal personality) which comprises Atlas Arteria Limited, an Australian public company, and Atlas Arteria International Limited, an exempted mutual fund company incorporated in Bermuda. Atlas Arteria Limited has its registered office in Melbourne, Australia, while Atlas Arteria International Limited has its registered office in Bermuda. Together, they have a portfolio comprising four toll roads, of which two in France (APRR and ADELAC) and one in Germany (Warnow Tunnel) are ultimately held by Atlas Arteria International Limited, and one in the United States (Dulles Greenway) is jointly held by Atlas Arteria Limited and Atlas Arteria International Limited.
- **Ontario Teachers' Pension Plan** is a corporation without share capital incorporated under the Teachers' Pension Act (Ontario). Ontario Teachers' Pension Plan has its headquarters in Toronto, Ontario, Canada. Ontario Teachers' Pension Plan is concerned with the administration of pension benefits and the investment of pension plan assets on behalf of approximately 333,000 active and retired teachers in the Canadian province of Ontario.
- **Skyway Concession Company LLC** is the concessionaire of the Chicago Skyway toll road in Chicago, Illinois and is headquartered in Chicago, USA. The Target has no activity whatsoever in the European Economic Area.