



EUROPEAN COMMISSION
DG Competition

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

Only the English text is available and authentic.

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

Article 6(1)(b) NON-OPPOSITION
Date: 25/11/2022

***In electronic form on the EUR-Lex website under document
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EUROPEAN COMMISSION

Brussels, 25.11.2022
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PUBLIC VERSION

Atlas Arteria Limited
Level 1, 180 Flinders Street
VIC 3000 Melbourne
Australia

Ontario Teachers' Pension Plan Board
5650 Yonge Street
M2M 4H5 Toronto
Canada

Subject: Case M.10947 – ATLAS ARTERIA / OTPP / SKYWAY CONCESSION COMPANY
Commission decision pursuant to Article 6(1)(b) of Council Regulation (EC) No 139/2004¹ and Article 57 of the Agreement on the European Economic Area²

Dear Sir or Madam,

1. On 31 October 2022, the European Commission received notification of a proposed concentration pursuant to Article 4 of the Merger Regulation, by which the undertakings Atlas Arteria, through Atlas Arteria Limited, (Australia) and Ontario Teachers' Pension Plan ('OTPP', Canada), will acquire within the meaning of Article 3(1)(b) of the Merger Regulation joint control over the whole of Skyway Concession Company LLC ('Skyway Concession Company', USA), by way of purchase of shares.³
2. The business activities of the undertakings concerned are the following:
 - Atlas Arteria is a global owner, operator and developer of toll roads. It is an Australian Securities Exchange listed 'dual stapled vehicle', which comprises Atlas Arteria Limited and Atlas Arteria International Limited. Together, they have a portfolio comprising four toll roads, of which two in France (APRR and

¹ 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.

² OJ L 1, 3.1.1994, p. 3 (the 'EEA Agreement').

³ Publication in the Official Journal of the European Union No C 428, 10.11.2022, p. 47.

ADELAC), one in Germany (Warnow Tunnel) and one in the United States (Dulles Greenway),

- OTPP is responsible for 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 is the concessionaire of the Chicago Skyway toll road in Chicago, Illinois. It has no activities in the European Economic Area.
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(a) of the Commission Notice on a simplified procedure for treatment of certain concentrations under Council Regulation (EC) No 139/2004.⁴
 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

⁴ OJ C 366, 14.12.2013, p. 5.