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**M.11059 - TOYOFUJI / NYK / KAMIGUMI / PT PATIMBAN INTERNATIONAL
CAR TERMINAL**

SECTION 1.2

Description of the concentration

On 27 April 2023, the Commission received a notification of a proposed concentration pursuant to Council Regulation (EC) No. 139/2004 (EUMR), which concerns the intended acquisition of shares, from Toyota Tsusho Corporation (**TTC** or the **Seller**), conferring joint control over PT. Patimban International Car Terminal (the **Target**) to Toyofuji Shipping Co., Ltd. (**Toyofuji**, a controlled subsidiary of Toyota Motor Corporation), Nippon Yusen Kabushiki Kaisha (**NYK**), Kamigumi Co., Ltd (**Kamigumi**) and the Seller, within the meaning of Article 3(1)(b) and 3(4) of the EUMR.

There is no horizontal or vertical relationship between the Target and the acquirers in the EEA. The Target is only, and will only be active in Indonesia. As such, there is no reportable market and no effect in the EEA under any plausible product and geographic market definition.

The primary business activities of the notifying parties are as follows:

- a. The Target is exclusively active in Indonesia where it operates and manages the automobile terminal operation business at the Patimban New International Port in Subang Regency, West Java, Indonesia. The international port is the first private-public partnership in the Indonesian port sector and is a key part of Indonesia's flagship proposal to enhance the country's export competitiveness. PT Patimban has been operating such terminal since 17 December 2021 and has no other activities in the Indonesian market;
- b. Toyofuji is Toyota Group's marine transport company, based in Tokai city, Aichi, Japan. It is a roll-on/roll-off shipping company with activities in Asia, North America, Oceania and Europe;
- c. NYK is a worldwide active Japanese shipping company. The company headquarters are located in Chiyoda, Tokyo, Japan. Through its subsidiaries and affiliated companies, NYK operates a fleet of container ships, bulk and woodchip carriers, roll-on/roll-off car carriers, LNG carriers, and cruise ships;
- d. Kamigumi provides logistics and transportation services, such as harbor transportation, freight transportation, domestic transportation and international transportation services. It also provides onsite factory services such as loading and unloading of raw materials, materials control, warehouse cargo loading, and heavy cargo transportation. The company is active in Thailand, Malaysia, China, Taiwan, Vietnam, Bangladesh, Singapore, Indonesia, Myanmar, Cambodia, Spain, the United States, and Mexico. Kamigumi is head quartered in Chuo-ku, Kobe, Japan; and
- e. TTC is active on a global basis in importing and exporting and is headquartered in Tokyo and Nagoya, Japan. TTC is part of of a Japanese conglomerate that is referred to as the Toyota Group. Like other Japanese conglomerates, the Toyota Group is

characterized by the fact that no particular entity has outright control over the entire group and thus there is no such thing as an “ultimate parent company” under Article 5(4) of the EUMR. In other words, even though it is commercially referred to as the "Toyota Group" it is not a group of undertakings as per Article 130 of the Commission Consolidated Jurisdictional Notice, but rather a conglomerate of different groups of undertakings that are not organized under a common holding. Therefore, TTC is the ultimate parent company of the TTC group, and no single shareholder exercises control over the TTC group.