



OPINION

**of the ADVISORY COMMITTEE on MERGERS
at its meeting on 08/03/2023
concerning a draft decision
in case M. 10663 - ORANGE / VOO / BRUTELE**

RAPPORTEUR: SLOVAK REPUBLIC

Concentration

1. The Advisory Committee (15 Member States) agrees with the Commission that the notified transaction constitutes a concentration within the meaning of Article 3(1)(b) of the Council Regulation (EC) No 139/2004 of 20.1.2004 on the control of concentrations between undertakings (the "**Merger Regulation**")¹.
2. The Advisory Committee (15 Member States) agrees with the Commission that the notified transaction has a Union dimension pursuant to Article 1(2) of the Merger Regulation.

Market definition

3. The Advisory Committee (15 Member States) agrees with the conclusions reached by the Commission in the draft Decision in relation to the definition of the relevant product and geographic markets for:
 - a) The retail supply of fixed internet access services
 - b) The retail supply of audio-visual services
 - c) The retail supply of multiple-play bundles
 - d) The retail supply of mobile telecommunications services
 - e) The retail supply of fixed telephony services
 - f) The retail supply of business connectivity services
 - g) The wholesale supply of TV channels
 - h) The wholesale supply of access and call origination services on mobile networks

¹ OJ L 24, 29.1.2004, p. 1.

- i) The wholesale supply of broadband access services
- j) The wholesale supply of access to TV services
- k) The wholesale supply of call termination services on fixed networks
- l) The wholesale supply of call termination and hosting of calls to non-geographic numbers services
- m) The wholesale supply of domestic call transit services on fixed networks
- n) The wholesale supply of internet connectivity services
- o) The wholesale supply of call termination services on mobile networks
- p) The wholesale supply of international roaming services

Competitive assessment

4. The Advisory Committee (15 Member States) agrees with the Commission's assessment that the notified transaction would significantly impede effective competition, as a result of horizontal non-coordinated effects in:
 - a. The market for the retail supply of fixed internet access services in the Targets' footprint
 - b. The market for the retail supply of audio-visual services in the Targets' footprint
 - c. The market for the retail supply of multiple-play bundles in the Targets' footprint
 - d. The market for the retail supply of fixed-mobile convergent bundles in the Targets' footprint
5. The Advisory Committee (15 Member States) agrees with the Commission's assessment that the notified transaction may significantly impede effective competition, as a result of horizontal coordinated effects in:
 - a. The market for the retail supply of fixed internet access services in the Targets' footprint
 - b. The market for the retail supply of audio-visual services in the Targets' footprint
 - c. The market for the retail supply of multiple-play bundles in the Targets' footprint
 - d. The market for the retail supply of fixed-mobile convergent bundles in the Targets' footprint
6. The Advisory Committee (15 Member States) agrees with the Commission's assessment that the notified transaction is unlikely to significantly impede effective competition as a result of:

- a. Horizontal non-coordinated effects in markets other than those indicated at question 4
- b. Horizontal coordinated effects in markets other than those indicated at question 5
- c. Vertical effects

Commitments

7. The Advisory Committee agrees with the Commission's conclusion that the Commitments offered by the Notifying Party on 30 January 2023 remove the significant impediment to effective competition identified in the draft Decision. 13 Member States agree. 2 Member State abstain.
8. The Advisory Committee agrees with the Commission that, subject to the full compliance with the Commitments offered by the Notifying Party on 30 January 2023, the notified transaction is not likely to significantly impede effective competition in the internal market or in a substantial part of it. 13 Member States agree. 2 Member States abstain.

Compatibility with the internal market and the Agreement on the European Economic Area

9. The Advisory Committee agrees with the Commission that the notified concentration must therefore be declared compatible with the internal market and the Agreement on the European Economic Area² in accordance with Article 2(2) and Article 8(2) of the Merger Regulation and Article 57 of the Agreement on the European Economic Area. 13 Member States agree. 2 Member States abstain.

² OJ L 1, 3.1.1994, p.3.