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M. 11294 – GHARAGE / DUFY INTERNATIONAL / JET CENTRAL CORE / DUFFLE (JV)

SECTION 4

Description of the concentration

This notification concerns the following undertakings:

1. Duffle Travel Retail Platform GmbH, Germany (“Duffle”), is a start-up company whose main shareholder is GHARAGE Ventures GmbH, Germany (“GHARAGE”).
2. GHARAGE is a subsidiary of the family business Gebr. Heinemann SE & Co. KG, Germany (“GH”).
3. Dufry International AG, Switzerland (“Dufry International”), is a subsidiary of Dufry AG, Switzerland (“Dufry”), which is listed at the Swiss Stock Exchange (SIX).
4. Takeaway.com Central Core B.V., the Netherlands (“JET Central Core”), is a subsidiary of Just Eat Takeaway.com N.V., the Netherlands (“JET”), which is listed at the Euronext Amsterdam stock exchange and the London Stock Exchange.

GHARAGE, Dufry International, and JET Central Core intend to acquire, within the meaning of Article 3(1)(b) and Article 3(4) of the Merger Regulation, joint control over the future full-function joint venture Duffle via the conversion of loan agreements and via entering into an investment and shareholders agreement.

The business activities of the undertakings concerned are:

1. Duffle has developed a concept for online marketplace and delivery services at airports.
2. GH globally operates and supplies Duty Free/Travel Value shops at airports and other transport hubs. GH is also active in the provision of food and beverage services to travellers.
3. Dufry is a global travel business that operates retail outlets at airports and other transport hubs, and a global provider of food and beverage services to travellers.
4. JET is an online food delivery marketplace that connects consumers with restaurants and other partners through its platforms.