



EUROPEAN COMMISSION
DG Competition

***Case M.11294 - GHARAGE / DUFY INTERNATIONAL /
JET CENTRAL CORE / DUFFLE (JV)***

Only the English text is available and authentic.

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

Article 6(1)(b) NON-OPPOSITION
Date: 29/01/2024

***In electronic form on the EUR-Lex website under document
number 32024M11294***



EUROPEAN COMMISSION

Brussels, 29.1.2024
C(2024) 666 final

PUBLIC VERSION

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Takeaway.com Central Core B.V.
Piet Heinkade 61
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**Subject: Case M.11294 – GHARAGE / DUFRY INTERNATIONAL / JET
CENTRAL CORE / DUFFLE (JV)
Commission decision pursuant to Article 6(1)(b) of Council Regulation
(EC) No 139/2004 ⁽¹⁾ and Article 57 of the Agreement on the European
Economic Area ⁽²⁾**

Dear Sir or Madam,

- (1) On 22 December 2023, the European Commission received notification of a proposed concentration pursuant to Article 4 of the Merger Regulation by which Dufry International AG ('Dufry International', Switzerland), Takeaway.com Central Core B.V. ('JET Central Core', Netherlands), and GHARAGE Ventures GmbH ('Gharage', Germany), will acquire within the meaning of Article 3(1)(b) and 3(4) of the Merger Regulation joint control of Duffle Travel Retail Platform GmbH ('Duffle', Germany), controlled by Gharage, by way of purchase of shares. ⁽³⁾
- (2) The business activities of the undertakings concerned are the following:
 - Gharage invests in and partners with early-stage start-ups within the travel and retail ecosystem whilst GH globally operates and supplies Duty Free/Travel

⁽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⁾ OJ C, C/2024/778, 11.1.2024.

Value shops at airports and other transport hubs. GH is also active in the provision of food and beverage services to travellers (via its joint venture Smartseller GmbH & Co. KG),

- Dufry International, together with its subsidiary Autogrill S.p.A., is a global travel business that operates retail outlets in airports and other transport hubs, and a global provider of food and beverage services to travellers, and
 - JET Central Core is an online food delivery marketplace that connects consumers with restaurants and other partners through its platforms.
- (3) The business activities of Duffle are the following: Duffle is a start-up company which has developed a concept for online marketplace and delivery services at airports which aims at connecting retailers and brands with end customers at airports and that it wants to roll out.
- (4) 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(b) of the Commission Notice on a simplified treatment for certain concentrations under Council Regulation (EC) No 139/2004. ⁽⁴⁾
- (5) For the reasons set out in the Notice on a simplified treatment, 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 160, 5.5.2023, p. 1 (the ‘Notice on a simplified treatment’).