

PRESS RELEASE

N° 3/2025

22 January 2025

The Belgian Competition Authority opens ex-ante proceedings into the possible anti-competitive effects of Dossche Mills' proposed takeover of Ceres' artisan flour business

On 17 January 2025, the Dossche Mills group announced that it had entered into an agreement to acquire the commercial activities in the artisan bakery segment of its domestic competitor Ceres. The Belgian Competition Authority ("BCA") was informed that the turnover associated with the assets to be disposed did not reach the statutory notification thresholds and that this concentration was therefore not reportable under the domestic merger control system. However, according to information available to the BCA, Dossche Mills and Ceres are the two largest producers and suppliers of flour to artisan bakeries in Belgium.

Upon analysis of the available information, the BCA Prosecutor general found serious indications of a possible significant impediment to effective competition resulting from Dossche Mills' proposed takeover of Ceres' artisan commercial activities. As a result, in the absence of call-in powers provided for as part of the domestic merger control system, the Prosecutor general has decided to open ex-officio proceedings pursuant to article IV.39, 2° of the Code of Economic Law (CEL) concerning a possible infringement of article 101 of the Treaty on the Functioning of the European Union (TFEU) and/or article IV.1 CEL.

The BCA's intervention in this matter takes place prior to the completion of the proposed transaction, planned at this stage for 13 February 2025. It is based on the *Towercast* judgment of the Court of Justice of the European Union (case C-449/21) and takes place in accordance with the practice of other EU competition authorities. In 2019, an attempted acquisition of Ceres as a whole by Dossche Mills (i.e., including activities in the industrial segments) was notified to the BCA and subsequently abandoned after the BCA raised serious doubts about its compatibility with the protection of effective competition on the affected markets. In 2013, the then Competition Council found an infringement of Articles 101 TFEU and IV.1 WER in the form of anti-competitive horizontal agreements and exchanges of sensitive commercial information between Dossche Mills, Ceres and other players in the Belgian flour sector. Some of these players have in the meantime been acquired by Dossche Mills.

The opening of an investigation does not prejudges its possible outcome, and the companies that are the subject thereof will be fully involved in the proceedings.

The case bears the reference CONC-RPR-25/0005.

For more information you may contact:

Damien Gerard
Prosecutor General
Tel: +32 (2) 277 76 57
E-mail: damien.gerard@bma-abc.be
Website: www.abc-bma.be

The Belgian Competition Authority (BCA) is an independent administrative authority that contributes to the definition and implementation of competition policy in Belgium. Concretely, the BCA pursues anti-competitive practices, such as cartels and abuses of a dominant position, and reviews the main merger operations. The BCA cooperates with the other competition authorities of the member states of the European Union and the European Commission within the European Competition Network (ECN)