



Jersey Competition Regulatory Authority (“JCRA”)

Public Summary of

Decision M597/10

Proposed Acquisition

of

the worldwide body care and the European laundry care

businesses of Sara Lee Corporation

by

Unilever

1. On 16 August 2010, the JCRA received an application (the “**Application**”) for approval under Articles 20 and 21 of the Competition (Jersey) Law 2005 (the “**Law**”) concerning the proposed acquisition for the worldwide body care and the European laundry care businesses of Sara Lee Corporation (together the “**Sara Lee Businesses**”) by Unilever N.V. and Unilever Plc (together “**Unilever**”). Under Article 22(4) of the Law, the JCRA must determine if the acquisition would substantially lessen competition in Jersey or any part thereof, pursuant to the procedures set forth in the JCRA Merger Guideline.¹ As detailed below, the JCRA concludes that this would not be the case.
2. Unilever is a worldwide supplier of fast moving consumer goods with a (2009) worldwide turnover of approximately £39.8 billion. Unilever supplies personal care products under brands such as Axe/Lynx, Sure, Pond’s, Dove, Rexona, Signal and Lux. Sara Lee is active in the meats, bakery, beverage and household and body care sectors with a (2009) worldwide turnover of about US \$13 billion. The object of the proposed acquisition is Sara Lee’s worldwide body care and European laundry care businesses, supplying fabric cleaner and conditioning products and laundry aids. Brands include Neutral, Badedas, Sanex and Biotex.
3. On 27 August 2010, the JCRA informed the Parties that there were potential competition concerns with this acquisition. However, based on the information available to the JCRA, similar competition concerns were also raised in a Statement of Objections by the EC, regarding the United Kingdom (the “**UK**”). The JCRA decided to suspend its investigation awaiting the outcome of the assessment by the EC. Assuming that the EC Decision would also address any potential competition concerns that the JCRA had identified in respect of Jersey, the JCRA indicated that it was minded to defer to the EC in this matter.
4. The EC concluded for the UK that the notified concentration is likely to significantly impede effective competition in certain parts of the deodorant

¹ JCRA Guideline 6, *Mergers and Acquisitions*.

market. Unilever offered commitments to the EC based on a full divestment of the entire Sanex range across the EEA. On 17 November 2010, the EC concluded that, in light of the commitments offered, the proposed acquisition would not significantly impede effective competition in the European Economic Area or any substantial part of it. The commitments offered by Unilever also apply to the Jersey market.

5. The JCRA concludes in relation to the relevant markets that the conclusions drawn by the EC in respect to the UK market are generally applicable to the Jersey market as well. Hence the commitments offered by Unilever address any competitive concerns that the JCRA may have in relation to the proposed acquisition.
6. On the basis of the commitments proposed by Unilever and accepted by the EC, the JCRA concludes that the proposed acquisition will not result in a substantial lessening of competition subject to compliance with the commitments included in the EC Decision.
7. Given this conclusion, on 30 November 2010 the JCRA approved of the acquisition under Article 22(1) of the Law. Full details of the JCRA's assessment of this filing may be had on request from the JCRA.