Prior notification of a concentration

(Case M.8871 — RWE/E.ON Assets)

(Text with EEA relevance)

(2019/C 38/09)

1. On 22 January 2019, the Commission received notification of a proposed concentration pursuant to Article 4 of Council Regulation (EC) No 139/2004 ([1]).

This notification concerns the following undertakings:

— RWE AG ('RWE', Germany),

— Certain generation assets of E.ON SE ('E.ON Assets', Germany). E.ON Assets include the following entities and shares in entities: E.ON Climate & Renewables GmbH (Germany), Amrum Offshore West GmbH (Germany), E.ON Climate & Renewables UK Limited (UK), E.ON Climate & Renewables North America, LLC (USA), E.ON Wind Sweden AB (Sweden), E.ON Climate & Renewables Italia S.r.l (Italy). In addition, RWE will acquire about 60 % in Rampion NewCo (UK), thereby acquiring an indirect stake of about 30 % in Rampion Offshore Wind Limited (UK). Next to these renewable assets, RWE will also acquire from E.ON interests in nuclear assets, which encompass a 12,5 % minority interest in Kernkraftwerke Lippe-Ems GmbH (Germany), a 25 % minority interest in Kernkraftwerk Gundremmingen GmbH (Germany) and 25 % co-ownership share of nuclear fuel and waste as well as real estate related to the nuclear power plant Gundremmingen.

RWE acquires, within the meaning of Article 3(1)(b) of the Merger Regulation, control of E.ON Assets.

The Concentration is part of a complex asset swap between RWE and E.ON. In a separate case (Case M.8870), E.ON will notify to the Commission a proposed acquisition of sole control over Innogy's distribution and retail energy business as well as some production assets. Innogy is currently controlled by RWE and RWE will keep a large part of Innogy's generation assets. As partial consideration for E.ON's acquisition of Innogy, RWE will also obtain approximately a 16,7 % shareholding in E.ON.

The concentration is accomplished by way of purchase of assets and shares.

2. The business activities of the undertakings concerned are:

— RWE is an energy company active across the supply chain, including generation, wholesale supply, transmission, distribution, retail supply and energy-related activities (such as metering, e-mobility, etc.). RWE and its subsidiaries, including Innogy, are active in several European countries, including Czechia, Belgium, France, Germany, Hungary, Italy, Luxembourg, The Netherlands, Poland, Romania, Slovakia and the UK,

— E.ON Assets cover essentially all of E.ON's current renewable energy generation business and the minority stakes currently held by E.ON in the RWE-operated nuclear power plants of Gundremmingen C and Emsland.

3. On preliminary examination, the Commission finds that the notified transaction could fall within the scope of the Merger Regulation. However, the final decision on this point is reserved.

4. The Commission invites interested third parties to submit their possible observations on the proposed operation to the Commission.

Observations must reach the Commission no later than 10 days following the date of this publication. The following reference should always be specified:

M.8871 — RWE/E.ON Assets

([1]) OJ L 24, 29.1.2004, p. 1 (the 'Merger Regulation').

Observations can be sent to the Commission by email, by fax, or by post. Please use the contact details below:

Email: COMP-MERGER-REGISTRY@ec.europa.eu

Fax +32 22964301

Postal address:

European Commission
Directorate-General for Competition
Merger Registry
1049 Bruxelles/Brussel
BELGIQUE/BELGIË