

CONFIDENTIAL

VIEW

of the representative of the EFTA Surveillance Authority

presented at the meeting of the

EC ADVISORY COMMITTEE ON MERGERS on 20th June 2018

regarding a draft decision relating to

CASE COMP/M.8451 TRONOX / CRISTAL

Rapporteur: SLOVENIA

Operation

1. The representative of the EFTA Surveillance Authority agrees with the Commission that the notified transaction constitutes a concentration within the meaning of Article 3(1)(b) of the Merger Regulation.

Product and Geographic Market

2. The representative of the EFTA Surveillance Authority agrees with the Commission's definitions of the relevant product and geographic markets as stated in the draft decision in relation to:
 - 2.1. chloride-based titanium dioxide pigment for use in paper laminate,
 - 2.2. titanium dioxide pigment for use in mass-applications,
 - 2.3. titanium feedstocks, and
 - 2.4. zircon.

Competitive Assessment

3. The representative of the EFTA Surveillance Authority agrees with the Commission's assessment that the notified transaction, as originally proposed by the Notifying Party, is likely to give rise to non-coordinated horizontal effects leading to a significant impediment to effective competition on the EEA-wide market for chloride-based titanium dioxide pigment for use in paper laminate.
4. The representative of the EFTA Surveillance Authority agrees with the Commission's assessment that the notified transaction is unlikely to give rise to horizontal effects that

would lead to a significant impediment to effective competition in the following affected markets:

- 4.1. the EEA-wide market or markets for titanium dioxide pigment for use in mass applications (coatings and plastics),
 - 4.2. the global market for chloride titanium feedstocks,
 - 4.3. the global market for chloride ilmenite,
 - 4.4. the global market for natural rutile,
 - 4.5. the global market for leucoxene, and
 - 4.6. the global or EEA-wide market for zircon.
5. The representative of the EFTA Surveillance Authority agrees with the Commission's assessment that the notified transaction is unlikely to give rise to non-horizontal effects that would lead to a significant impediment to effective competition on the markets affected by the following vertically affected links:
- 5.1. the EEA-wide market for chloride-based titanium dioxide pigment for use in paper laminate *and* the global or EEA-wide market for chloride titanium feedstocks,
 - 5.2. the global market for leucoxene *and* any of the plausible EEA-wide markets for titanium dioxide pigment, and
 - 5.3. the global market for chloride ilmenite *and* any of the plausible EEA-wide markets for titanium dioxide pigment.

Commitments

6. The representative of the EFTA Surveillance Authority agrees with the Commission's assessment that the final commitments offered by the Notifying Party on 1 June 2018 remove the competition concerns identified by the Commission in relation to the EEA-wide market for chloride-based titanium dioxide pigment for use in paper laminate.

Compatibility with the Internal Market

7. The representative of the EFTA Surveillance Authority agrees with the Commission that the notified transaction must therefore be declared compatible with the internal market and the functioning of the EEA Agreement in accordance with Articles 2(2) and 8(2) of the Merger Regulation and Article 57 of the EEA Agreement.

EFTA SURVEILLANCE AUTHORITY

NORWAY

ICELAND

LICHTENSTEIN

Ms Sigrid Veflen Surlien