



DETERMINATION OF MERGER NOTIFICATION M/21/059 – FLEXTRONICS/ACS ACQUISITIONS INC.

Section 21 of the Competition Act 2002

Proposed acquisition by Flextronics International USA, Inc. of sole control of ACS Acquisitions, Inc.

Dated: 3 November 2021

1. On 18 October 2021, in accordance with section 18(1)(a) of the Competition Act 2002, as amended (the “Act”), the Competition and Consumer Protection Commission received a notification of a proposed acquisition whereby Flextronics International USA, Inc. (“Flex”), through its wholly owned subsidiary Project Lion Inc., would acquire sole control of ACS Acquisitions, Inc. (“ACS”) and its subsidiaries including Anord Mardix (Ireland) Limited (“Anord Mardix Ireland”) (together with ACS, “Anord Mardix”) (the “Proposed Transaction”).
2. The Proposed Transaction will be put into effect by way of an agreement and plan of merger dated 10 October 2021 between Flex, Project Lion Inc., ACS and BCM Representative LLC (acting solely in its capacity as the shareholders’ representative).¹
3. The business activities of the undertakings involved are:
 - Flex is a global technology and supply chain services provider. Flex assists its customers design and build products, through providing product development lifecycle services, from innovation, design, and engineering, to manufacturing, supply chain solutions and logistics. Customers include companies involved in technology, healthcare and automotive sectors. Flex has its headquarters in Singapore. In the State, Flex has four sites based in Dublin, Limerick, Cork and Leitrim.² Flex has its manufacturing and logistics business at these sites.

¹ BCM Representative LLC is 100% owned by Bertrand Capital Management LLC, an investment company based in Delaware, U.S.A., which owns a 54% shareholding in ACS. The rest of the issued shares of ACS are held by senior management of the company.

² <https://apps.flex.com/FlexIreland/locations.html>



- Anord Mardix is an electrical engineering and manufacturing firm specialising in the manufacture of power distribution and protection equipment for the data centre and cloud computing industries. Anord Mardix's products include: switchgear solutions, such as packaged substations, low voltage switchboards, remote power panels, power distribution units, and motor control centres; busway solutions, modular solutions, such as modular plant rooms and skid-mounted solutions, power management solutions; and critical power services, including project installation, training, third party system upgrades, and service & maintenance. In the State, Anord Mardix Ireland has its headquarters in Dundalk, Co Louth.
4. After examination of the notification, the Commission has considered that the Proposed Transaction falls within the scope of paragraph 2.1 of the Simplified Merger Notification Procedure Guidelines for assessing certain notifiable mergers or acquisitions under section 18(1)(a) of the Act since none of the undertakings involved in the merger or acquisition are active or potentially active in the same product and geographic markets, or in any market(s) which is upstream or downstream to a market(s) in which another undertaking involved is active or potentially active.
 5. In light of this, the Commission considers that the Proposed Transaction will not substantially lessen competition in any market for goods or services in the State.

Ancillary Restraints

6. In a non-competition and non-solicitation deed certain individual shareholders in Anord Mardix have agreed a non-compete and non-solicitation of employees obligation for 2 years following completion of the proposed transaction.
7. The duration of these non-compete and non-solicitation obligations does not exceed the maximum duration acceptable to the Commission³. The Commission considers these

³ In this respect, the CCPC follows the approach adopted by the EU Commission in paragraphs 20 and 26 of its "Commission Notice on restrictions directly related and necessary to concentrations" [2005] OJ C56/03 (<https://eur-lex.europa.eu/legal-content/EN/ALL/?uri=CELEX%3A52005XC0305%2802%29>).



restrictions to be directly related to and necessary for the implementation of the Proposed Transaction, in so far as they relate to the State.

Determination

8. The Competition and Consumer Protection Commission, in accordance with section 21(2)(a) of the Competition Act 2002, as amended, has determined that, in its opinion, the result of the proposed acquisition whereby, Flextronics International USA, Inc., through its wholly owned subsidiary Project Lion Inc., would acquire sole control of ACS Acquisitions, Inc. and its subsidiaries including Anord Mardix (Ireland) Limited will not be to substantially lessen competition in any market for goods or services in the State, and, accordingly, that the acquisition may be put into effect.

For the Competition and Consumer Protection Commission

Ibrahim Bah
Director
Competition Enforcement and Mergers