

EUROTUNNEL/SEAFRANCE MERGER INQUIRY REMITTAL

COMMENTS OF DFDS A/S ("DFDS") ON THE REMITTED JURISDICTIONAL QUESTION

1. Introduction

- 1.1 This submission sets out DFDS' comments on the jurisdictional question that was remitted to the Competition Commission ("CC") by judgment of the Competition Appeal Tribunal ("the Tribunal") dated 4 December 2013 in *Groupe Eurotunnel SA ("GET") and Société Coopérative de Production SeaFrance SA ("SCOP") v CC* ("the Judgment").¹

2. The legal framework

- 2.1 The CC has had remitted to it the question of whether two enterprises ceased to be distinct within the meaning of section 26(1) of the Enterprise Act 2002 ("the Act") such that a relevant merger situation arose within the meaning of section 35(1)(a) of the Act.²
- 2.2 That question in turn requires the CC to reconsider whether GET acquired an "enterprise", which is defined in section 129(1) of the Act as "the activities, or part of the activities, of a business". By section 129(1), a "business" in turn "includes any ... undertaking which is carried on for gain or reward or which is an undertaking in the course of which goods or services are supplied otherwise than free of charge".
- 2.3 The Tribunal explained in the Judgment that a business was something more than "bare assets" and that:

*"An enterprise takes inputs (assets of all forms) and by combining them transforms those inputs into outputs that are provided for gain or reward. It thereby also may generate intangible but valuable assets such as know-how or goodwill. It is in this combination of assets that the essence of an enterprise lies."*³

- 2.4 The fact that that a business may have wound down to a very considerable extent does not preclude there being an enterprise recreated from the embers of the earlier business at the point that the assets are reconstituted⁴; nor does a hiatus in trading preclude there being an enterprise at that point.⁵ What is critical is that, at the time of the relevant transaction triggering the merger provisions of the Act, the combination of assets is such as to form something more than the mere sum of its parts, were each part treated entirely separately.⁶

¹ [2013] CAT 30.

² Judgment, paragraph 432.

³ Judgment, paragraph 105.

⁴ Judgment, paragraph 105.

⁵ Judgment, paragraph 106(a). See also *AAH Holdings and Medicopharma NV: a report on the merger situation* (9 May 1992). By way of analogy, see also the position with regards to the operation of Article L1224-1 of the French Code Travail (which implements the EU Business Transfers Directive). As a matter of principle, a temporary business interruption, however long it may be, does not preclude the application of Article L1224-1 where the interruption is justified by the implementation of takeover operations, notably including in the context of insolvency: see *Romand v Carrières Bresse Bourgogne* (12 October 1999, Supreme Court Employment Division), where three and a half months had elapsed between the winding up of the first company and the creation of the company that took over its activities; see also *Gerex v Gatt* (28 May 1997, Supreme Court Employment Division) where there was a five month interruption of activity attributable to administrative formalities during liquidation.

⁶ In this context, it should be recalled that GET's acquisition offer specifically stated that it was interested in a package of assets as opposed to individual components, in order to ensure the continuity of SeaFrance's services. This was a

2.5 If, therefore, there is greater value in combining any or all of the constituent parts of the former SeaFrance business than in their being made available separately, their coming under common control constitutes something more than acquisition of control over "bare assets".

2.6 According to the Tribunal:

"The key to distinguishing between "bare assets" and an "enterprise" lies in:

(a) Defining or describing exactly what, over-and-above "bare assets", the acquiring entity obtained; and

*(b) Asking whether – and if so how – this placed the acquiring entity in a different position than if it had simply gone out into the market and acquired the assets."*⁷

2.7 In the present case the components of the SeaFrance business that were brought together by GET and SCOP did indeed have more value combined than separately: by acquiring these components in combination, GET/SCOP acquired an "enterprise" and as such were placed in a significantly different position than had they simply acquired a disparate collection of assets. The acquired enterprise included, in particular:

(a) Vessels that were purpose-built to satisfy the particular demands of the Dover-Calais route and whose value was integral to operations on that route; further, they had been maintained in a condition which meant that they could be brought into operation very swiftly following their acquisition;

(b) Crew⁸ who were familiar with the acquired vessels and the demands of the Dover-Calais route, and did not therefore require the usual period of training/familiarisation before commencing work; the employment of ex-SeaFrance workers who were SCOP members in particular was also crucial to MyFerryLink's ("MFL") financial viability, in consequence of the significant financial subsidy that SeaFrance's former owner SCNF agreed to pay for each ex-SeaFrance worker employed by GET/SCOP, which amounted to €10 million in total; and

(c) The SeaFrance brand, associated marketing and customer communication tools, and IT systems and infrastructure including the www.seafrance.com domain name. The SeaFrance brand was of value only in the context of the Dover-Calais route upon which SeaFrance had operated. Explicit value was ascribed to the SeaFrance brand as part of the acquisition, and the acquired IT infrastructure and marketing tools allowed MFL to continue to extract value from that brand immediately following the commencement of MFL's operations and thereafter, in particular by facilitating seamless communication with SeaFrance's customer base. SeaFrance's bespoke distribution and booking systems were also acquired, enabling MFL to commence its Dover-Calais operations swiftly and efficiently.

factor taken into account by the FCA in finding that the transaction constituted a concentration for French merger control purposes. See the FCA Decision of 7 November 2012 at paragraph 6: "it is clear from the terms of Eurotunnel's acquisition offer that *"the Eurotunnel group wished...to present a global and indivisible offer for both the ships and the other tangible and intangible assets that it offered to acquire, in the context of an industrial project"* and that *"the proposed project will ensure continuity of (SeaFrance's) services by taking over the interrupted interoperability agreements."* Eurotunnel therefore did not want to create a new maritime business, but to take over SeaFrance's business by acquiring all of the assets necessary to re-launch it." (Emphasis in the original) (translated version).

⁷ Judgment, paragraph 105.

⁸ As noted at paragraph 116 of the Judgment, the fact that contracts of employment of the workforce are not formally transferred from an old to a new employer does not preclude there being a transfer in reality.

- 2.8 The following section (3) considers in greater detail how and why the value of each of the above individual component elements was significantly greater in the context of the combination of components acquired so as to take the case (in the words of the Tribunal) "*over the line from an asset acquisition to the acquisition of an enterprise*".⁹
- 2.9 The final section (4) of this submission refers to an additional factor in relation to which DFDS has only partial visibility and anecdotal evidence, but which appears to raise issues that are potentially relevant to the CC's consideration of the remitted question.

3. Components of the acquired enterprise

Vessels

- 3.1 In the Judgment the Tribunal questioned the extent to which the maintenance of the ex-SeaFrance vessels in "*hot lay-by*"¹⁰ during the liquidation period would have expedited their return to service in such a way as to "*turn these assets into an enterprise*".¹¹
- 3.2 Briefly explained, cold lay-up involves, in essence, parking a vessel at a suitable berth, safely secured and usually guarded to prevent theft or vandalism, with engines switched off, crew dismissed, and certificates authorising operation allowed to lapse. Typically, a period of 3-6 weeks would be required to bring a vessel back to active status in these circumstances. By contrast, in a hot lay-up the vessel is literally kept warm, usually through operation of the auxiliary engine, with occasional start-up of the main engine and testing of operational systems; certificates and a minimum safety crew are retained. A vessel in hot lay-up can be brought back into operation almost immediately.
- 3.3 In the present case, it appears to have been the liquidator's decision to maintain the vessels in a state of hot-lay up during the auction process in order to maintain their value and encourage high bids. According to the court minutes "*the designated broker confirmed that the ships' value would be greatly impacted by their complete shutdown*".¹²
- 3.4 The particular significance of hot versus cold lay-up in this instance does not necessarily in and of itself lie in the precise amount of time it would take to bring the vessels back into operation from one or the other state; but rather, in the fact that in requiring hot lay-up the liquidator recognised that it was possible to retain the value of these specific vessels in a quick sale – a value intrinsically related to their suitability to the particular requirements of the Dover-Calais route.¹³
- 3.5 As DFDS has previously explained¹⁴, the vessels *Berlioz* and *Rodin* are less than 10 years old and were purpose built for the former SeaFrance operation on the Dover-Calais route. By acquiring these bespoke vessels, GET/SCOP obtained for MFL very significant advantages over other available tonnage, in the form of:
- (a) No requirement for reconfiguration or modification of the passenger areas (which can easily run into millions of pounds);
 - (b) No requirement for hull modifications to fit the berths and ramps (again something which can run into millions of pounds);

⁹ Judgment, paragraph 120.

¹⁰ This submission uses the terms "hot lay-up" and "cold lay-up" which is DFDS' preferred terminology.

¹¹ Judgment, paragraph 114.

¹² CC Report, paragraph 4.20 and footnotes 67 and 68.

¹³ DFDS believes that neither *Rodin* nor *Berlioz* could be utilised on any routes other than Dover-Calais or Dover-Dunkerque without modification. The one possible exception would be Ramsgate-Ostende; however it is understood that in practice neither vessel would fit the port of Ramsgate.

¹⁴ See DFDS' response to the CC questionnaire dated 6 December 2012, question 47.

- (c) High levels of flexibility and reliability (no need for modification of the engine configuration);
 - (d) Reduced start-up costs, quickly reaching high levels of performance efficiency (a factor interlinked with the make-up of the crews employed by MFL, which is considered further at paragraphs 3.10 to 3.12 below).
- 3.6 As DFDS has also previously observed, tonnage suitable for Short Sea routes (at least, without lengthy and costly modification) is scarce. As the CC is aware, for example, [REDACTED].¹⁵ [REDACTED].
- 3.7 In short, therefore, the acquired vessels were of a type and in a condition that offered GET/SCOP considerable advantages over other available tonnage in terms of allowing swift recommencement of operations on the Dover-Calais route. The vessels would have been worth considerably less if acquired for use on a non-Short Sea operation.
- 3.8 The particular value of the acquired vessels to Dover-Calais was acknowledged by M Gounon of GET on 27 June 2012 (at the same time indicating that GET saw itself as continuing SeaFrance's former operations on the route):

"Frankly, we don't see ourselves as a new player on the market. The vessels at our disposal are specifically adapted to the Strait and have plied the Dover-Calais route for many years."¹⁶

Crew

- 3.9 These already existing advantages were significantly further enhanced by the availability of ex-SeaFrance employees to crew the vessels.
- 3.10 The Tribunal noted that although the CC had given consideration to the condition in which the vessels were kept during the liquidation period, it had not considered the significance of having a crew (namely, the ex-SeaFrance employees) that was fully familiar both with the vessels and their intended route. It went on to say:
- "It may very well be the case that this combination enabled MyFerryLink to begin operations much more quickly than it could have done had it acquired crew and vessels from other sources. In short, there may have been a momentum or continuity in the combination between the vessels and workforce that takes this case over the line from an asset acquisition to the acquisition of an enterprise."¹⁷*
- 3.11 DFDS agrees with the Tribunal that it is indeed of great advantage to have a crew that is familiar with a particular vessel (or sister vessel) in terms of facilitating the swift and efficient commencement of operations. For this very reason, upon chartering the *Molière/Dieppe Seaways* in November 2012, DFDS specifically sought out crew that had had experience of operating that vessel during 2008-2011 when it was under charter by SeaFrance.¹⁸ In the Short Sea environment, which requires bespoke vessels and fast turnaround, it is particularly beneficial to have crews available who are already familiar with the routes and vessels. Experienced crews also provide a head start in terms of passing the various safety audits that must be undergone in order to obtain the document of compliance (DOC) required before a vessel can commence service.
- 3.12 By way of further illustration, DFDS has recently taken delivery of a vessel on bareboat charter which it has manned exclusively with crew who have previous experience from a

¹⁵ See DFDS' response to the CC questionnaire dated 6 December 2012, question 45.

¹⁶ *Lloyd's Loading List* "Q&A: Ferry boss on the new 'SeaFrance' Service": see [Annex 1](#).

¹⁷ Judgment, paragraph 120.

¹⁸ [REDACTED].

sister vessel. This has enabled the immediate transfer of the newly-chartered vessel from Italy and the immediate commencement of commercial operations, since the crew already understands the dimensions and manoeuvrability of the vessel, including the slopes and turning angles of the internal ramps, and how to stow cargo within the particular deck arrangements. Without this prior knowledge, a period of training/familiarisation would be required before the vessel would be allowed into service, and upon commencing service it would be expected that optimum efficiency levels would take longer to be reached with a crew (still) relatively unfamiliar with the vessel.

- 3.13 An additional crew-related issue to which the Tribunal referred in the Judgment was the terms of the liquidation, in the context of a social plan ("*Plan de Sauvegarde de L'Emploi*")¹⁹ intended to incentivise employment of ex-SeaFrance workers, under which it was agreed that SCOP would receive (from SNCF, SeaFrance's former owner) an indemnity of €25,000 for each SeaFrance employee that it employed. The Tribunal commented that this "*seems to be a benefit emanating from employing an ex-SeaFrance employee that would not be gained were an employee from elsewhere to be retained.*"²⁰
- 3.14 Again, DFDS agrees. These payments constituted an enormous benefit to MFL that would not otherwise have been available. They were estimated to total approximately €10 million. Their significance was, moreover, publicly acknowledged by MFL: in the context of a dispute with SNCF over the terms of payment (which was ultimately resolved in early 2013), M Giguet of SCOP/MFL was quoted by *Lloyd's Loading List* on 24 October 2012 as follows:

"These monies are due to MyFerryLink and were an integral part of the company's business plan from the outset. I'm confident we'll receive them. [...] It's become a matter of urgency as our cash flow is being stretched." (Emphasis added.)²¹

- 3.15 It is evident, therefore, that this €10 million cash injection was crucial to MFL's operations, and was regarded as such not merely latterly, but "*from the outset*". The same benefit was not available in relation to crew acquired from sources other than SCOP.²² Indeed, the social plan explicitly provided that the €25,000 payments would be available only in the event that the ex-SeaFrance vessels were subsequently used for similar operations ("*une exploitation similaire*") run by an enterprise in which the employees in question had a direct interest.²³

SeaFrance brand, marketing tools, and IT infrastructure including the domain name

- 3.16 The CC Report notes that the SeaFrance brand and www.seafrance.com domain name formed part of the acquisition.²⁴ The same paragraph also mentions various other related elements of the package, including logos, software, IT systems and hardware, and office equipment. The Report does not go on to consider these elements in greater detail.
- 3.17 As explained further below, however, the acquired IT systems and infrastructure and associated marketing and customer communication tools would in practice have been of enormous significance in terms of MFL's ability to "hit the ground running" and to continue to extract value from the SeaFrance brand. In that sense, the brand and domain name alone were merely the "tip of the iceberg".

¹⁹ It is assumed that the CC has already obtained a copy of the social plan; if not, DFDS can provide one on request.
²⁰ Judgment, paragraphs 117-119.

²¹ See the article "My Ferry Link running out of cash?" *Lloyd's Loading List* 24 October 2012 (see [Annex 2](#)).

²² It is worth noting that whilst the social plan offered a payment to any employer offering a permanent contract to an ex-SeaFrance employee, this was of the much smaller amount of approximately €3000: the larger sum was only available in relation to SCOP members.

²³ See clause 3.3.3. of the social plan.

²⁴ CC Report, paragraph 3.25.

- 3.18 These various aspects are considered further below: first, the brand and domain name, and second, the IT infrastructure and associated marketing tools.

SeaFrance brand and www.seafrance.com domain name

- 3.19 According to the CC Report, GET argued that "*there was no goodwill in the SeaFrance brand [...] all SeaFrance goodwill had evaporated long before the transaction took place [...] MFL was a completely new brand, had made no commercial use of the SeaFrance brand name and had actively sought to distance itself from the SeaFrance brand.*"²⁵
- 3.20 The CC did not accept GET's submissions on this point, noting, *inter alia*, that its offer to the liquidator included €1 million attributable to the SeaFrance trade and domain names, and that if there were no residual goodwill value in the SeaFrance brand, MFL would have withdrawn the SeaFrance website, which was still operating at the time of the CC's decision, directing visitors to MFL.²⁶
- 3.21 By way of preliminary observation, it is important to note that the SeaFrance brand (and domain name) carries goodwill only in the context of a Dover-Calais operation, since SeaFrance did not operate elsewhere. These elements are, therefore, of value only in combination with the components forming part of GET/SCOP's acquisition and the establishment of MFL's operations on that route.
- 3.22 In order to assist the CC's reconsideration of the business components acquired by GET/SCOP, DFDS has conducted further research, using publicly available search means, into:
- (a) Statements made by GET/SCOP representatives during the liquidation period as to the value and/or use of the SeaFrance brand; and
 - (b) The continued existence of the SeaFrance website in the months following MFL's commencement of service in August 2012, including its relationship to the MFL website.
- 3.23 As explained below, DFDS' research indicates that although the CC was right to reject GET's contention that no goodwill was attributable to the SeaFrance brand and domain name, it should in fact have accorded considerably more weight to the significance of these elements to the value of the acquired "package" as a whole.
- 3.24 Firstly, in relation to the SeaFrance brand, GET's contention as to its lack of goodwill value is not borne out by statements made in the liquidation period leading up to GET's acquisition on 2 July 2012. For example:
- (a) On 3 February 2012 M Gounon told *La Voix du Nord*: "*we are obviously interested in the three boats but also all the other things that are useful to the operator e.g. the brands. We are looking to see if we can use the SeaFrance name, or its predecessor SeaLink.*"²⁷
 - (b) On 12 June 2012 (7 months after the vessels had ceased operating), M Gounon indicated that GET was still considering retaining the SeaFrance name; see the article extract from *La Voix du Nord* at [Annex 3](#).
 - (c) As late as 27 June 2012, less than a week before the acquisition, M Giguet told *Lloyd's Loading List* that a name for the new operating company had not yet been

²⁵ CC report, paragraph 4.6(d).

²⁶ CC Report, paragraph 4.53.

²⁷ DFDS translation. French and English extracts from the article are contained in [Annex 3](#).

decided upon, "*nor have we made a decision on whether or not to retain the SeaFrance brand*" (see [Annex 1](#)).

- 3.25 Such comments are entirely inconsistent with GET's later contention that all goodwill in the SeaFrance brand had "*evaporated*" long before the acquisition took place.
- 3.26 Secondly, in relation to the www.seafrance.com website, as mentioned in paragraph 3.20 above, the CC attributed some residual goodwill to it due to the fact that it was still operating and directing visitors to MFL as late as June 2013. The use of the domain name appears to have changed at some point subsequent to the CC's Report.²⁸ Looking at that prior period, however, a picture emerges not only of MFL seeking to utilise the goodwill retained by the SeaFrance brand through the continuance of the SeaFrance website, but also of an intentional blurring of any clear distinction between the SeaFrance and MFL operations.
- 3.27 Overall, the various interlinkages between the SeaFrance and MFL websites were liable, over a period of many months, to give the impression to visitors that MFL was carrying on the activities previously conducted by SeaFrance – or, at the very least, to give rise to confusion as to the relationship between the two companies.
- 3.28 Details of the relationship between the two websites in terms of their presentation to customers, including relevant screenshots, are set out in [Annex 4](#). In particular:
- (a) The SeaFrance and MFL websites both referred customers wishing to book online to the same booking system:
 - (i) Until at least the end of September 2012, visitors to www.myferrylink.com as well as visitors to www.seafrance.com were directed with one click through to the SeaFrance booking page;
 - (ii) From around December 2012, visitors to www.seafrance.com as well as visitors to www.myferrylink.com were directed with one click through to the MFL booking page;
 - (b) The SeaFrance website retained its original branding and presentation until at least the end of August 2012, after MFL had already begun operating; at some point before December 2012 it became more explicitly MFL branded whilst retaining the SeaFrance name;
 - (c) Although the www.seafrance.com domain name has since some point in mid-2013 redirected visitors to content relating generally to French tourism, the presentational links between MFL and SeaFrance still persist: recent Google searches for "seafrance" and "sea france" result in MFL's website appearing as the first search result (in the form of a paid-for advertisement), and on the first page as an organic (non paid-for) search result.
- 3.29 DFDS' own recent experience following the acquisition of Norfolkline (including www.norfolkline.com) in July 2010 demonstrates that brand (and website) value persists for a considerable period post-acquisition and rebranding. [Annex 5](#) contains two charts based on web analytics research commissioned by DFDS. The first shows the significant number of web searches for "norfolkline" (and related terms such as "Norfolk line" and "norfolkline.com") that continued to be conducted up to two years post-acquisition (notwithstanding the fact that advertising of the Norfolkline brand had ceased). The second shows the significant revenues that continued to be generated during the same

²⁸

The domain currently redirects visitors to content relating generally to French tourism. However, to DFDS' knowledge, MFL still retains ownership of the domain name.

post-acquisition period by customers who searched online for "norfolkline" or related terms, were directed to www.norfolkline.com, and subsequently made a booking through that website.

IT infrastructure and marketing and customer communication tools

3.30 It was by no means exclusively in the goodwill attributable to the SeaFrance brand and domain name that the particular value of the IT-related components of the acquisition to the MFL business resided. The CC Report refers to "*IT systems, software and data including customer lists*" having been acquired. The Report does not address these aspects in further detail.²⁹ That infrastructure, however, was of specific, and considerable, value to an acquirer commencing operations on the Dover-Calais route and aiming to capture as much of the former SeaFrance business as possible. In particular:

- (a) MFL took over SeaFrance's passenger and freight distribution and booking systems (SeaPax and SeaFret) which – very much like the vessels themselves – had been developed for SeaFrance on a bespoke basis designed for the particular demands of the Dover-Calais route (high traffic volumes, short crossing times, multiple sailings, low ticket cost). To DFDS' knowledge, there is no "off the shelf" software that could have been used in place of these systems to facilitate the swift recommencement of operations on that route. Further, it would have taken many months of work at high cost to develop a new system from scratch. Having acquired the SeaFrance systems, however, MFL largely needed only to rebrand the customer-facing aspects (i.e. the "front pages"), whilst being able to retain the underlying machinery of the SeaFrance systems;
- (b) The acquired IT infrastructure would also have included templates, service contact numbers and interfaces. Many of these elements have simply been carried across direct from SeaFrance to MFL³⁰, or have undergone only superficial adaptation³¹;
- (c) The value of customer databases in terms of targeted and efficient marketing to "legacy" customers should not be underestimated. DFDS' research following the Norfolkline acquisition showed that significant revenues continued to be generated post-acquisition through email marketing to ex-Norfolkline customers, at a very low marketing cost of €[REDACTED] per order. DFDS is aware³² that customers formerly subscribing to SeaFrance's email newsletter have subsequently received MFL's newsletter without needing actively to subscribe to the latter (and without being given an opportunity to opt out). This is a clear indication that MFL has continued to utilise SeaFrance's customer database.

3.31 In summary, DFDS submits that the brand, IT infrastructure and associated marketing and customer communication tools acquired by GET for MFL should have been accorded very significantly greater weight in terms of its value in the specific context of the acquired business. In particular:

- (a) GET ascribed considerable value to the SeaFrance brand at the time of, and subsequent to, the acquisition, notwithstanding its assertions to the contrary, and has continued to utilise the goodwill inherent in that brand in the context of MFL's operations, notably through its use of the MFL and SeaFrance websites;

²⁹ CC Report, paragraph 4.54.

³⁰ For example, MFL uses the same UK customer support telephone number that was previously used by SeaFrance.

³¹ For example, the similar headings used in the SeaFrance and MFL customer newsletters, and the similar format of SeaFrance and MFL booking confirmations, indicate that both have been built using the same template. The "look and feel" of SeaFrance and MFL communications is generally very similar from a user perspective.

³² [REDACTED].

- (b) The bespoke distribution and booking systems that were acquired enabled MFL to commence Dover-Calais services much more quickly and efficiently than would have been the case had the development of new systems been required;
- (c) The acquired IT infrastructure and marketing tools (including, but not limited to, the SeaFrance domain name) enabled the seamless continuation of communication with, and marketing to, the former SeaFrance customer base, and the continued extraction of value from the SeaFrance brand post-acquisition.

3.32 These components could in a sense be regarded as the "glue" holding the acquired enterprise together. They were in any event crucial to MFL's ability to continue the Dover-Calais operation, and could not have been replicated by separate acquisition in the market.³³

4. Other issues of potential relevance to the remitted question

4.1 As mentioned in paragraph 2.9 above, there is one additional factor in relation to which DFDS has only partial visibility and/or anecdotal evidence, but which, as explained further below, nevertheless appears to raise issues that may be of direct relevance to the CC's consideration of the remitted question.

4.2 In DFDS' view it is clear, not only from GET/SCOP's actions, but also from various statements made to the press during the liquidation period itself, that the aim was to acquire as many constituent elements as possible of the ex-SeaFrance operation and to get the business up and running as soon as feasible.³⁴

4.3 In this context, one potentially significant issue that does not appear to have been drawn to the CC's attention to date is the status of SeaFrance's UK subsidiary (SeaFrance Limited), which, as DFDS understands it, was not formally declared bankrupt, and whose assets did not form part of the French liquidation process. These assets included, in particular, the lease of SeaFrance's UK premises at Whitfield (Dover), various IT-related elements (hardware, software, telephone numbers etc.), and various personnel.

4.4 GET's offer to the French commercial court in May 2012 was conditional on GET taking over the UK lease and IT operations, notwithstanding the fact that these elements were not formally included in the liquidation package.³⁵ DFDS also understands anecdotally that:

- (a) GET may have taken on payment of the lease of SeaFrance's UK premises even prior to July 2012;
- (b) Direct approaches may have been made by GET to certain UK-based SeaFrance personnel in early 2012 to assess the extent and nature of SeaFrance's UK operations; GET was apparently particularly concerned to retain SeaFrance's UK operational capabilities and IT systems.³⁶

³³ As per the Tribunal's comment noted in paragraph 2.6 above.

³⁴ The 7 month "hiatus" was by no means a period of inactivity; during that period GET and SCOP were working consistently towards this aim. See for example the February and March 2012 interviews with M Gounon (French versions and English translations contained at [Annex 6](#)) which refer to many different actions being taken by GET alongside bidding for the vessels, including: discussions with SCOP and ex-SeaFrance employees, calls for personnel "at all levels" to staff the (to be) acquired operation, investigation into harbour fees, the putting into place of working capital, and market analysis. In DFDS' view, such high levels of financially and operationally-focused activities would not be expected in the context of a mere acquisition of assets.

³⁵ A representative of DFDS' French legal advisers was present at the court hearing where the opening of the offers took place, and [REDACTED].

³⁶ See also paragraph 3.30 above which explains the importance of the acquired IT infrastructure to MFL's operations – DFDS understands that a significant part of SeaFrance's IT operations were based in the UK.

- 4.5 Such activity appears to indicate that GET was seeking, during the liquidation period, to maintain components of the ex-SeaFrance business additional to the package that it was seeking to acquire in the French liquidation process. Doing so could, in DFDS' view, only have been aimed at further facilitating the "carry across" of SeaFrance's former operations to MFL.
- 4.6 DFDS recognises that it does not have full visibility of the circumstances surrounding SeaFrance's UK business in the context of the liquidation process. It is therefore suggested that the CC may wish to explore this issue further with the parties.

22 January 2014

Q&A: Ferry boss on the new 'SeaFrance' service



Stuart Todd | Wednesday, 27 June 2012

Jean-Michel Giguet is heading the co-op which will operate the former SeaFrance vessels on Dover-Calais. He tells Lloyd's Loading List.com that operations should resume this Summer.

When are you aiming to launch the service?

We have our sights on the height of the summer season – late-July or early August – with two vessels – the Rodin and the Berlioz – each operating four round-trips daily on the Calais-Dover crossing. It is very important for us from a marketing point of view, as well as for the image of the new company to commence operations during a peak period and that is what working towards now.

What about SeaFrance's third vessel, the Nord Pas de Calais freighter ?

It will re-enter service when overhaul work has been completed. At this stage it is difficult to give a precise date when it will take to the water again.

Has Eurotunnel taken delivery of the three SeaFrance vessels?

No, the administrative process to transfer the vessels to Eurotunnel is still going on. There is nothing unusual in this. As with any transaction, the paperwork can be time-consuming and there are procedures to respect.

Have you settled on a name for the new operating company?

Not yet, nor have we made a decision on whether or not to retain the SeaFrance brand but obviously we plan to do so in the coming weeks.

How many people do you expect to employ?

In the start-up phase, around 220 staff will be required. Priority will be given to hiring ex-SeaFrance workers but staff could also be recruited who do not have this background. In 2013, the payroll is expected to rise to 520, made up of 400 crew members, the remainder being commercial staff of which 70 will be based in the UK.

Will the workers' co-operative handle the service's commercial activities?

Again, this hasn't been finalised. But it's very likely that a Eurotunnel subsidiary will handle the commercial side of the new ferry operation, with the workers' co-operative focusing on the shipping and seafaring side of the business.

How do you react to the scepticism that there isn't room for a new operator between Calais and Dover, SeaFrance's business having seemingly been absorbed by P&O Ferries and DFDS-LD Lines?

Frankly, we don't see ourselves as a new player on the market. The vessels at our disposal are specifically adapted to the Strait and have plied the Calais-Dover route for many years.

Do you think your launch will signal the emergence of overcapacity and lead to a rates war as some are predicting?

It's not in our strategy to provoke a war on rates. It's important to point out that there are already low prices on the Calais-Dover trade and clearly this is none of our doing!

What market share are you aiming for?

It will be less than SeaFrance's for the simple reason that we will be operating fewer vessels – three instead of four. But in any case, it's not really the time to discuss targets relating to market share. Our main preoccupation at the moment is preparing for the launch and getting the service up and running.

Lloyd's Loading List

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My Ferry Link running out of cash?



Stuart Todd | Wednesday, 24 October 2012

Channel operator still waiting for funds from SeaFrance liquidator two months after launching services as workers' co-operative

My Ferry Link, which launched a Calais-Dover service on 20 August with ex-SeaFrance vessels leased from Eurotunnel, is running short of cash.

The operator is waiting to receive funds from SeaFrance's liquidator, estimated at between €8 million and €10 million.

The cash represents "job protection" payments to the 350-400 former staff of the collapsed SNCF-owned ferry operator now employed by My Ferry Link to operate its services within the framework of a workers' co-operative.

My Ferry Link director Jean-Michel Giguet told *Lloyd's Loading List.com* that the funding had been expected to be handed over at the end of September. But he declined to elaborate on the reasons why it had yet to be granted.

He said: "These monies are due to My Ferry Link and were an integral part of the company's business plan from the outset. I'm confident we'll receive them."

He added: "It's become a matter of urgency as our cash flow is being stretched."

Eurotunnel confirmed that the first lease payment on the vessels had been honoured and agreed that the blockage of the capital constituted a threat to the viability of the workers' co-operative.

Commenting on My Ferry Link's first couple of months in business, Giguet said: "We were braced for a difficult start, given that we were launching services at the end of the peak summer, and so it has proved.

"In addition, we entered the cross-Channel market nine months after SeaFrance suspended its Following SeaFrance's collapse, DFDS Seaways, in a joint-venture with LD Lines, launched a Calais-Dover service with two vessels while P&O increased its capacity on the strait.

services and have had some serious competition to contend with.”

My Ferry Link is currently operating two vessels on the route, the *Berlioz* and the *Rodin*, but Giguet said the company would have three ships (the other being the freighter *Nord Pas de Calais*) available from February 2013, when heavy maintenance work is completed.

“2013 will be our first full year of activity, and with three vessels we will be ready to make a concerted effort at developing our market share,” Giguet said.

If you would like to comment on this story or any other, contact us at editors@lloydsloadinglist.com

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SeaFrance : Eurotunnel « en situation d'attente »

3 février 2012

Lors d'une conférence de presse organisée à la suite de l'organisation, Jacques Gounon a précisé ses intentions dans le dossier SeaFrance.

Situation d'attente.

« Nous continuons à travailler discrètement, dans l'ombre, sur le dossier, notamment par l'intermédiaire de Jean-Michel Giguët. Nous sommes en situation d'attente d'informations complémentaires. Notamment en ce qui concerne les droits portuaires qui nous seront appliqués. Nous veillerons à ce qu'ils ne soient pas discriminatoires vis-à-vis des challengers que nous sommes. De ces droits portuaires découlera le business plan, dont dépendra le nombre de salariés. »

La concurrence.

« Oui, DFDS va s'installer. Il s'agit d'un opérateur danois, déjà présent à Dunkerque. Son arrivée ne réglera pas le problème de l'emploi à Calais. »

Retour à SeaLink ?

« Nous nous intéressons à l'ensemble des actifs de SeaFrance. Les trois bateaux, bien sûr, mais aussi toutes les choses utiles à l'exploitation. Par exemple les marques. Nous nous renseignons pour savoir si on peut reprendre le nom de SeaFrance, ou de son prédécesseur SeaLink. Il s'agit de bien différencier la structure d'investissement, Eurotransmanche, chargée d'acheter les navires, et la société d'exploitation. » Deux gammes de prix.- « Il y a plusieurs segments de marchés sur le détroit. Ce que nous voulons, c'est aller chercher une partie du marché qui échappe au tunnel.

Nous serons ainsi présents sur une offre premium, avec une haute qualité de service et des tarifs en conséquence (le tunnel), et une offre plus économique, avec les ferries

[...]

----- ENG -----

SeaFrance: Eurotunnel "on standby"

February 3, 2012

At a press conference following the organization, Jacques Gounon clarified his intentions concerning the SeaFrance case.

On standby.

"We continue to work quietly, in the background, on the case, notably with the middleman Jean - Michel Giguët. We are waiting for further information. In particular, regarding the rights of port that will be given to us. We will ensure that they are not discriminatory vis-à-vis of us being a challenger. The business plan will come from these port rights, which the number of employees will depend on".

Competition.

"Yes, DFDS will be established. It is a Danish operator, already present in Dunkerque. Its arrival will not solve the problem of employment in Calais".

A return to SeaLink?

"We are interested in all of SeaFrance's assets. We are obviously interested in the three boats but also all the other things that are useful to the operator, eg the brands. We are looking to see if we can use the SeaFrance name, or its predecessor SeaLink. There are a number of different segments. It is about being able to differentiate the investment structure well; Eurotransmanche, responsible for purchasing vessels, and the operating company".

Two price ranges. "There are several market segments on the Channel. What we want is to get a part of the market that is not operated by the Channel tunnel."

We will thus be present with a premium offering with high quality of service and with prices that are in accordance with the tunnel and with a more economical offer, with ferries

[...]



SeaFrance renaît de ses cendres, et va reprendre la mer cet été

12 juin 2012

[...]

Jacques Gounon avait évoqué l'idée de revenir au nom de SeaLink. Mais le maintien de SeaFrance, outre qu'il sonne comme une douce revanche aux yeux des marins, aurait aussi des avantages commerciaux. « La marque a encore une très grande notoriété, et son image n'est pas écornée, surtout à l'étranger, note un marin. Surtout, elle est associée à une grande qualité de service, même si celle-ci a été très faible lors des derniers mois d'exploitation. » En tout les cas, le maintien de la marque est une sorte de pari, qui pourrait être à double tranchant. « Si le nom se révèle répulsif, on pourra changer », note Jacques Gounon. Interrogé sur les propos de Daniel Percheron sur l'ouverture d'une ligne à Boulogne, Jacques Gounon a indiqué qu'elle ne pourrait intervenir qu'en période estivale (soit pas avant 2013), et uniquement pour absorber un surplus de trafic passagers.

----- ENG -----

SeaFrance is reborn from its ashes, and will resume this summer

June 12, 2012

[...]

Jacques Gounon had raised the idea of returning under the name of SeaLink. But by maintaining the name of SeaFrance, it looks like sweet revenge in the eyes of the sailors, it would also have commercial benefits. "The brand still has an excellent reputation, and its image is not tarnished, especially abroad," says a sailor. It is associated, especially, with a high quality service, even if it was very low during its last months in of operation". In any case, maintaining the brand is a kind of bet, which could go either way. "If the name becomes repulsive, we can always change it," comments Jacques Gounon. Asked about Daniel Percheron's statement, about opening a line at Boulogne, Jacques Gounon said it could only be used in the summer (not before 2013) and only to absorb surplus passenger traffic.

ANNEX 4

The SeaFrance website

1. On 20 August 2012, MyFerryLink ("MFL") commenced ferry operations between Dover and Calais, using two of the former SeaFrance vessels. On 29 August, the 'Internet Archive Way Back Machine'¹ recorded the SeaFrance website² as shown at Annex 4A. This is the French language version of the website.
2. The bottom right-hand corner of the screenshot makes two references to MFL:
 - (a) Firstly, there is a hyperlink entitled "A propos de MyFerryLink" which, in English, translates to "About MFL". This establishes a clear connection between the SeaFrance website and the new entity of MFL.³
 - (b) Secondly, the webpage in both language versions is marked as the copyright of MFL (the CC Report notes that the ownership of the website and domain name was sold to Eurotunnel along with the vessels).⁴
3. At some point before 8 December 2012 (when the next screen shot is taken), the SeaFrance website changes from its format in Annexes 4A and 4B to the format shown in Annex 4C.⁵ The link to MFL is now more explicit with MFL's branding and logo appearing across the webpage.
4. The webpage refers to both MFL and SeaFrance, explaining that the latter company has ceased to trade. It states, in a direct appeal to ex-SeaFrance customers, utilising the goodwill in the brand, that "[MFL is] *confident that ex-SeaFrance customers will enjoy our new service...*"
5. Further, the webpage at Annex 4C makes it very easy for visitors to the SeaFrance website to make their booking with MFL. Clicking on the button stating "English Website" leads the customer directly to the MFL booking page, shown at Annex 4D. As such, a visitor to the SeaFrance website can begin a booking with MFL with the click of one button.
6. The webpage at www.seafrance.com which referred to both SeaFrance and MFL continued to exist until at least 4 March 2013 (the latest date for which the webpage is shown on the archive – see Annex 4E). At some point after this date the domain name "www.seafrance.com" began to redirect visitors to content relating generally to French tourism. The webpage no longer contains any reference to either SeaFrance or MFL, although DFDS understands that MFL retains ownership of the domain name.

The MFL website

7. The website connections between SeaFrance and MFL also existed in reverse – i.e. from the MFL website to the SeaFrance website. Annex 4F shows the MFL website⁶ on 20 August 2012 (the date on which MFL commenced operations).⁷

¹ This is the name given to the United States' software that archives each page of the internet (subject to certain exceptions) on a frequent basis. See <http://web.archive.org> for more details.

² www.seafrance.com

³ This hyperlink is translated differently, however, on the English language version of the webpage where it appears as simply "About us" – see Annex 4B.

⁴ See paragraph 3.25 of the CC Report.

⁵ The Way Back Machine redirects to the webpage shown in Annex 4C as the website www.seafrance.com would have redirected on 8 December 2012.

⁶ www.myferrylink.com

⁷ See paragraph 3.27 of the CC Report.

8. There are two items of interest on this webpage:
 - (a) Firstly, the webpage is near identical to the SeaFrance website around this time (see Annex 4C). The MFL website has the same design, branding, picture and (English) booking phone number. The only discernible difference is that the information regarding the fate of SeaFrance has been replaced with a French translation of the English text explaining who MFL is.
 - (b) Secondly, the "English Website" button on the webpage leads, not to a booking system under MFL, but to the SeaFrance website's booking system (Annex 4G).⁸ This means that anyone who booked a MFL ticket online in the first 33 days (at least) of MFL's operations would have booked their ticket through the SeaFrance booking system.
9. This link continues until at least 22 September 2012, as demonstrated by Annex 4H which shows the destination of the button "English Website" in a similar manner to Annex 4F.
10. In summary, until at least 22 September 2012 the MFL website used the SeaFrance booking system, as does the SeaFrance website. From 8 December 2012, at the latest, the link is reversed with the MFL website using the MFL booking system and the SeaFrance website leading to the MFL booking system. This situation from 8 December 2012 until at least 4 March is demonstrated by Annexes 4C-4E, as discussed above.

Google adverts

11. As noted at paragraph 10 above, www.seafrance.com no longer makes reference to SeaFrance or MFL as from sometime after 4 March 2013. However, the link between the SeaFrance and MFL in terms of those conducting internet searches continues to this day. As demonstrated by Annexes 4I and 4J, a Google search carried out on 13 January 2014 for either "seafrance" or "sea france" gives the searcher the MFL website as the top result (in the form of a paid-for advertisement). (It also appears on the first page in the form of an organic – i.e. non paid-for – search result).
12. The fact that the MFL website is the top result is may be attributable to GET/MFL having paid Google to advertise the MFL website whenever a customer searches for "seafrance" or "sea france" on Google (there may be other search terms that also return MFL's website as the top result).⁹ If correct, this suggests that GET/MFL continue to see value in redirecting customers who previously used SeaFrance towards MFL.

⁸ This can be noted from the bottom left-hand corner of the screenshot which shows the address (www.seafrance.com/uk) that the user will be navigated to if the "English Website" button is clicked.

⁹ We are aware that Google Ads are based on several factors, including a person's browsing history, but a Google search for both "sea france" and "seafrance" both returned the MyFerryLink website as an advertisement even when performed on a computer which had not previously visited the MyFerryLink or the SeaFrance website.

Annex 4A

The screenshot shows a Windows Internet Explorer browser window displaying the Seafrance website. The address bar shows the URL: <https://web.archive.org/web/201208290224/>. The page title is "Ferry pour l'Angleterre, Calais - Dover Calais Ferries, traversée de la Manche - MyFerr - Windows Internet Explorer".

The website content includes:

- SEAFRANCE** logo and navigation menu: "Passagers", "Fret", "Mon compte".
- Ferry Calais - Douvres** section with a search form:
 - Type de voyage: Aller-Retour
 - Allez: Calais-Douvres
 - Retour: 31 août 12, 18:00
 - Adultes: 1, Enfants: 0, Bébé(s): 0
 - Véhicule: Voiture, Remorque: Aucune
 - Code offre: [input type="text"]
 - Buttons: "Rechercher", "Voir toutes les traversées"
- Nous avons sélectionné pour vous** section:
 - Seabest**: Traversez la manche à partir de 42 € l'aller. Button: "Réserver >>"
 - Aller-Retour**: Aller-Retour journée en Angleterre - à partir de 42 €. Button: "Réserver >>"
 - La Boutique**: Offres de réduction fantastiques à la boutique. Button: "Voir plus >>"
- Newsletter sign-up: "S'inscrire à la newsletter" with "votre e-mail" field and "OK" button.
- Phone number: "Vous préférez téléphoner ? +44 1304 828 442"
- Footer: "Plan du site", "Conditions de vente", "FAQ", "Politique de cookies", "Infos légales", "Liens utiles", "Contact", "A propos de MyFerryLink", "Presse", "© MyFerryLink 2012".

The Windows taskbar at the bottom shows the Start button, several application icons (Internet Explorer, Outlook, etc.), and the system tray with the time 12:07 and date 13/01/2014.

Annex 4B

The screenshot displays a web browser window with the following elements:

- Browser Title Bar:** "Ferries to France - Dover to Calais - Ferry to France - MyFerryLink - Windows Internet Explorer"
- Address Bar:** "https://web.archive.org/web/2012090112311/https://www.seafrance.com/uk?packedargs=site%3D%2F_Pax_Uk"
- Wayback Machine:** A banner at the top of the page content area with the text "INTERNET ARCHIVE Wayback Machine" and a "Go" button.
- Page Content:**
 - SEAFRANCE Logo:** Located at the top left of the page content.
 - Navigation:** "Cars & Passengers" and "Fret" links.
 - My account:** A link in the top right corner.
 - Form Title:** "Dover - Calais ferry quote"
 - Journey type:** A dropdown menu set to "Return".
 - Outward route:** A dropdown menu set to "Dover - Calais".
 - Return route:** A dropdown menu set to "Calais - Dover".
 - Dates and Times:** Outward date: "2 Sep 12 03:00"; Return date: "3 Sep 12 18:00".
 - Passengers:** "Adults: 1", "Children: 0", "Infants: 0".
 - Vehicle:** "Car" with a "No trailer" option.
 - Offer code:** An empty text field.
 - Checkboxes:** "Disabled passengers?", "Travelling with pets, a roof box or bicycles?".
 - Buttons:** "See all sailings" and a red "X" button.
 - Footer:** "MyFerryLink ferries suggest", "Newsletter sign-up", "Prefer to call? 0844 2482 100", and a list of links (Sitemap, Facebook, FAQ, etc.).

The Windows taskbar at the bottom shows the Start button, several application icons (Internet Explorer, Outlook, etc.), and the system clock displaying "12:07 13/01/2014".

Annex 4C

www.seafrance.com - Windows Internet Explorer

http://web.archive.org/web/20121009140214/http://www.seafrance.com

Wayback Machine

6 captures
2 Apr '09 - 4 Mar '12

APR DEC MAR
2009 2012 2013

Close X
Help ?

MYFERRYLINK

Freight (English) | Fret (Français)

English Website »

Website Français »

Image copyright: Sébastien Torond

MyFerryLink

We are a brand new company on the Dover-Calais route offering 16 crossings a day. We operate the superferries that used to belong to SeaFrance, Rodin & Berlioz.

Our two sister superferries ensure consistent quality, contemporary design and spacious travel.

We stand for: fair fares, fair conditions and minimal small print.

Where is SeaFrance?

SeaFrance ceased trading after 16 years on 9th January 2012. MyFerryLink now operates ships which were previously a part of the SeaFrance fleet.

The 'SeaFrance Rodin' & 'SeaFrance Berlioz' are back where they belong on the channel sailing as the 'Rodin' and 'Berlioz' between Dover and Calais.

We're confident that ex-SeaFrance customers will enjoy our new service and onboard experience. We look forward to welcoming you onboard in the future.

Call to book: (UK) 0844 2482 100 (FR) 0811 654 765

Copyright MyFerryLink 2012

75%

Annex 4D

The screenshot shows a web browser window displaying the MyFerryLink website. The browser's address bar shows the URL <http://web.archive.org/web/20121009140214/http://www.seafrance.com>. The website header includes the MyFerryLink logo, navigation links for 'Cars & Passengers', 'Travel Trade', and 'Fret', and a 'My account' link. The main content area features a 'Dover - Calais ferry quote' form. The form includes dropdown menus for 'Journey type' (set to 'Return'), 'Outward route' (set to 'Dover - Calais'), and 'Return route'. It also has input fields for departure and return dates and times (e.g., '17 Jan 13 0:00' and '18 Jan 13 18:00'). There are sections for passenger counts (Adults, Children, Infants), a 'Disabled passengers?' checkbox, vehicle selection (Car, Towing), and an 'Offer code' field. A 'Get quote' button is prominently displayed. Below the form, there are promotional offers: '£28 EACH WAY Early Booking Offer' with a 'Book now >>' button, 'Save 20%' with offer code 'UK20', '£25 24h RETURN Daytrip Offer' with a 'Book now >>' button, and 'Day Return' with a 'Book now >>' button. A 'La Boutique' section advertises Christmas offers. At the bottom, there is a newsletter sign-up form, a phone number '0844 2482 100', and a footer with links to Sitemap, Facebook, FAQ, Cookie policy, Privacy, T&Cs, Customer support, About us, and Press. The copyright notice is '© MyFerryLink 2013'. The browser's zoom level is set to 75%.

Annex 4E

seafrance.com - Windows Internet Explorer

http://web.archive.org/web/20121206041131/http://seafrance.com

Internet Archive
waybackmachine

6 captures
3 Apr '09 - 4 Mar '12

Go

DEC MAR APR
2009 4 2013 2014

Close

Help ?

MYFERRYLINK

Freight (English) | Fret (Français)

English Website »

Website Français »

MyFerryLink

We are a brand new company on the Dover-Calais route offering 16 crossings a day. We operate the superferries that used to belong to SeaFrance, Rodin & Berlioz.

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The 'SeaFrance Rodin' & 'SeaFrance Berlioz' are back where they belong on the channel sailing as the 'Rodin' and 'Berlioz' between Dover and Calais.

We're confident that ex-SeaFrance customers will enjoy our new service and onboard experience. We look forward to welcoming you onboard in the future.

Call to book: (UK) 0844 2482 100 (FR) 0811 654 765

Copyright MyFerryLink 2012

75%

Annex 4F

MyFerryLink - New operator on the Dover-Calais route - Windows Internet Explorer

https://web.archive.org/web/201208202314/ MyFerryLink - New operator ...

File Edit View Favorites Tools Help

Wayback Machine

http://myferrylink.com/ Go

34 captures 20 Aug 12 - 11 Jan 14

JUL AUG 20 2012 SEP 2013

Close Help

MYFERRYLINK Freight (English) | Fret (Français)



English Website »

Website Français »

Image copyright: Sébastien Torond

MyFerryLink
We are a brand new company on the Dover-Calais route offering 16 crossing a day.
Our two sister superferries ensure consistent quality, contemporary design and spacious travel.
We stand for: fair fares, fair conditions and minimal small print.

MyFerryLink
Une nouvelle compagnie proposant 16 traversées par jour entre Calais Douvres.
Nos deux ferries se distinguent par la qualité des équipements, les décorations contemporaines et les nombreux espaces de détente.
Nous nous engageons à proposer une totale transparence sur les tarifs, conditions et modalités de réservation.

Call to book: (UK) 0844 2482 100 (FR) +44 1304 828 442

Copyright MyFerryLink 2012

https://web.archive.org/web/20120820231459/http://www.seafrance.com/uk?packedargs=site%3DSF_Pax_Uk 100%

Annex 4G

The screenshot shows a Windows Internet Explorer browser window displaying the SeaFrance website. The browser's address bar shows the URL: [https://web.archive.org/web/20120901123112/http://www.seafrance.com/uk?packedargs=site%3D\\$F_Pax_Uk](https://web.archive.org/web/20120901123112/http://www.seafrance.com/uk?packedargs=site%3D$F_Pax_Uk). The website header includes the SeaFrance logo and navigation links for 'Cars & Passengers' and 'Fret'. The main content area features a 'Dover - Calais ferry quote' form with the following fields:

- Journey type: Return
- Outward route: Dover - Calais
- Outward date: 2 Sep 12, 8:00
- Return route: 3 Sep 12, 18:00
- See all sailings
- Adults: 1, Children: 0, Infants: 0
- Disabled passengers? (checkbox)
- Vehicle: Car, Towing: No trailer
- Offer code: (empty)
- Travelling with pets, a roof box or bicycles? (checkbox)

Below the form, there are promotional banners for 'MyFerryLink ferries suggest' and 'La Boutique'. The 'MyFerryLink' banner includes a 'Dover to Calais' link with the text 'Dover to Calais from £35 each way'. The 'La Boutique' banner includes a 'Ferry to France' link with the text 'Take a day trip to France from only £35 return' and a 'La Boutique' link with the text 'Fantastic onboard shopping at La Boutique'. At the bottom of the page, there is a 'Newsletter sign-up' form and a phone number: 'Prefer to call? 0844 2482 100'. The browser's taskbar shows the Start button and several application icons, including Internet Explorer, and the system tray shows the time as 10:39 on 13/01/2014.

Annex 4H

MyFerryLink - New operator on the Dover-Calais route - Windows Internet Explorer

https://web.archive.org/web/201209222252: MyFerryLink - New operator ...

File Edit View Favorites Tools Help

INTERNET ARCHIVE WaybackMachine

http://myferrylink.com/ Go

34 captures 20 Aug 12 - 11 Jan 14

AUG SEP DEC 2011 2012 2013

Close Help ?

MYFERRYLINK Freight (English) | Fret (Français)

English Website »

Website Français »

Image copyright: Sébastien Torond

MyFerryLink
We are a brand new company on the Dover-Calais route offering 16 crossings a day.
Our two sister superferries ensure consistent quality, contemporary design and spacious travel.
We stand for: fair fares, fair conditions and minimal small print.
Whilst tickets are available for purchase from both check-in booths at both the ports of Dover and Calais online booking in advance is recommended.

MyFerryLink
Une nouvelle compagnie proposant 16 traversées par jour entre Calais Douvres.
Nos deux ferries se distinguent par la qualité des équipements, les décorations contemporaines et les nombreux espaces de détente.
Nous nous engageons à proposer une totale transparence sur les tarifs, conditions et modalités de réservation.
Pour rejoindre plus rapidement Douvres, MyFerryLink vous offre la possibilité d'acheter votre billet directement aux points check in tourisme sans passer par son bureau de ventes du Terminal de Calais.

https://web.archive.org/web/20120922225233/http://www.seafrance.com/uk?packedargs=site%3D%2F_Pax_Uk 100%

Annex 4I

The screenshot shows a Google search for "seafrance" in a Windows Internet Explorer browser. The search results page displays several links and information:

- Search Results:** "About 438,000 results (0.23 seconds)".
- Cookie Notice:** "Cookies help us deliver our services. By using our services, you agree to our use of cookies." with "OK" and "Learn more" buttons.
- Ads related to seafrance:**
 - Ferry To France £29 - Sail From Dover to Calais For £29** (www.myferrylink.com/ferry-to-france/). 623 reviews for myferrylink.com. Car + 9 Passengers. Book Today!
 - SeaFrance Ferries £8 - seefrance.org** (www.seeffrance.org/Dover-Calais-Sale). Special Online Offers On SeaFrance Ferries And SeaFrance Holidays! SeaFrance Special Offers - Compare Dover to Calais Ferries - France Ferry Deals
- SeaFrance - Wikipedia, the free encyclopedia** (en.wikipedia.org/wiki/SeaFrance). SeaFrance was a ferry company based in France, wholly owned by the French railways, SNCF, which operated ferry services between Calais, France, and ...
- SEA FRANCE FERRIES - Sea France Passenger and Car Ferry** (www.seafrance.co.uk/). Sea France Ferries ferry ticket reservations, ferry timetables and passenger information for Sea France Ferries sailing to and from the ferry port of Dover to ...
- Seafrance - Ferry Crossings, timetables and tickets for Sea France ...** (www.directferries.co.uk/seafrance.htm). With Directferries.co.uk you can view Seafrance ferry timetables, make a Seafrance ferry booking or search for Sea France ferry tickets and prices online.

SeaFrance Company Information:

- SeaFrance** Company
- SeaFrance was a ferry company based in France, wholly owned by the French railways, SNCF, which operated ferry services between Calais, France, and Dover, England. [Wikipedia](#)
- Feedback/More info

Additional Ads:

- Cheap Ferries to France** (www.aferry.co.uk/). 1,370 reviews for aferry.co.uk. Cheap and best ferry to France. Book online instantly here!
- Cheap ferries UK-France** (www.ferrysavers.co.uk/). 314 seller reviews. Dover - Calais ferries. Compare ferry prices & book online now
- Ferries to France** (www.brittany-ferries.co.uk/France). From Portsmouth, Plymouth & Poole. £39.50pp Each Way, 2 People + Car.

The browser's taskbar at the bottom shows the date as 13 January 2014, Monday, and the time as 11:28.

Annex 4J

The screenshot shows a Windows Internet Explorer browser window with the address bar displaying <https://www.google.co.uk/search?q=sea+france&>. The search bar contains the text "sea france" and a search button. Below the search bar are navigation tabs for "Web", "Images", "Maps", "Shopping", "More", and "Search tools".

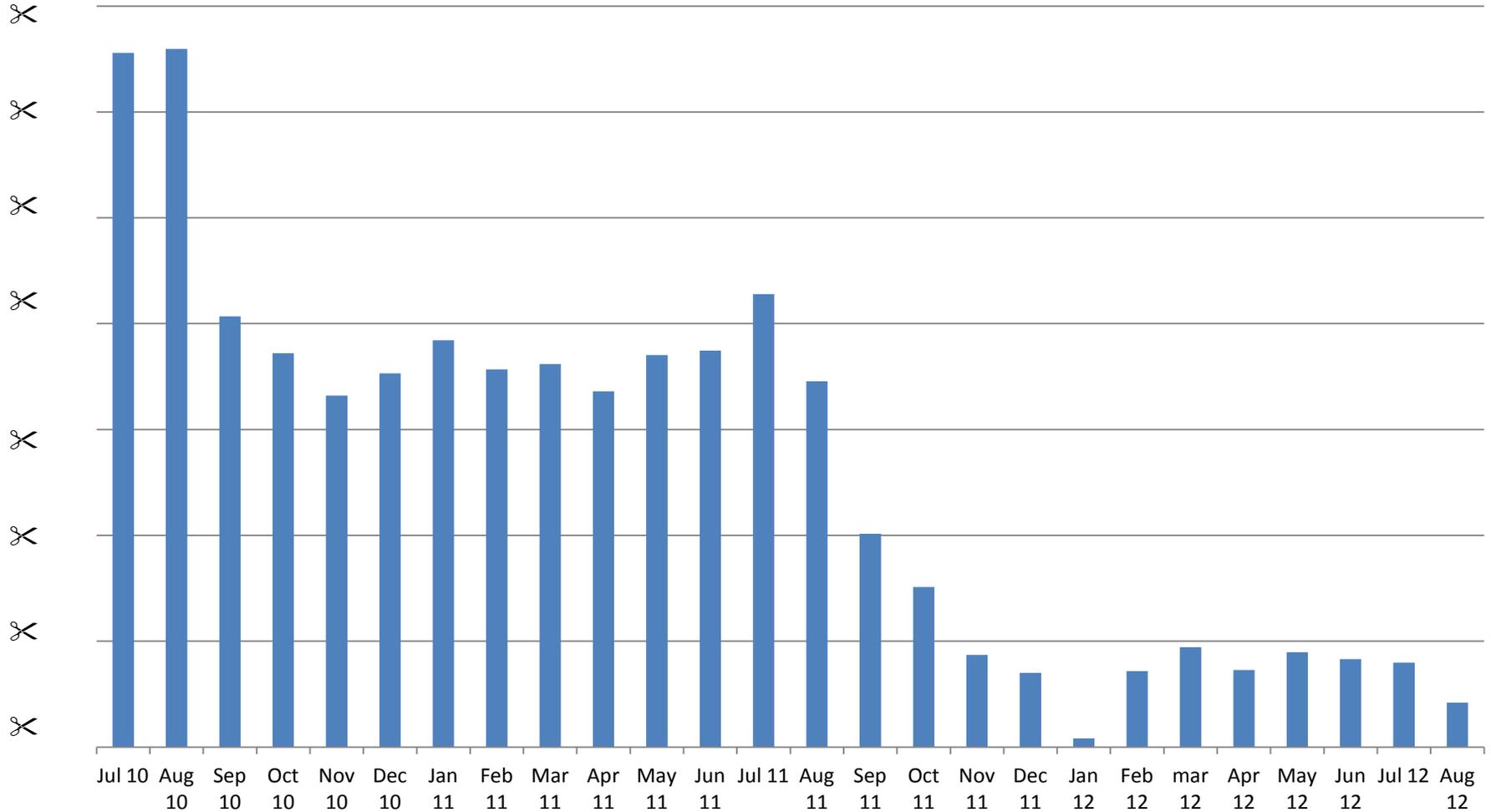
The search results page shows "About 362,000,000 results (0.32 seconds)". A cookie consent banner is visible at the top left. The main content area is divided into two columns:

- Left Column (Ads related to sea france):**
 - Ferry To France £29 - Sail From Dover to Calais For £29**
www.myferrylink.com/ferry-to-france/ 0330 828 7359
★★★★★ 623 reviews for myferrylink.com
Car + 9 Passengers. Book Today!
 - Cheap ferries UK-France - Dover - Calais ferries - ferrysavers.co.uk**
www.ferrysavers.co.uk/
★★★★★ 314 reviews for ferrysavers.co.uk
Compare ferry prices & book online now
Freight Ferries - Group Bookings - Ports - Ferry Companies
 - Seeing France | Enjoying the delights of France**
wordpress.vclmedia.co.uk/
Christmas is fast approaching and many Brits will soon be jumping on the ferry to France to get their hands on some bargains ahead of the festive season.
 - Seafrance - Ferry Crossings, timetables and tickets for Sea France ...**
www.directferries.co.uk/seafrance.htm
With Directferries.co.uk you can view Seafrance ferry timetables, make a Seafrance ferry booking or search for Sea France ferry tickets and prices online.
 - SeaFrance - Wikipedia, the free encyclopedia**
en.wikipedia.org/wiki/SeaFrance
SeaFrance was a ferry company based in France, wholly owned by the French railways, SNCF, which operated ferry services between Calais, France, and ...
- Right Column (Knowledge Panel and Ads):**
 - SeaFrance** (Company)
SeaFrance was a ferry company based in France, wholly owned by the French railways, SNCF, which operated ferry services between Calais, France, and Dover, England. Wikipedia
 - Ads:**
 - SeaFrance Ferry Deals**
www.see-france.org/Dover-Calais-Sale
Ferries Just £8 & France Holiday Specials. Book SeaFrance Online !
 - Cheap Ferries to France**
www.aferry.co.uk/
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 - Ferries to France**
www.brittany-ferries.co.uk/France
From Portsmouth, Plymouth & Poole.
£39.50pp Each Way, 2 People + Car.
 - Cross Channel ferries**

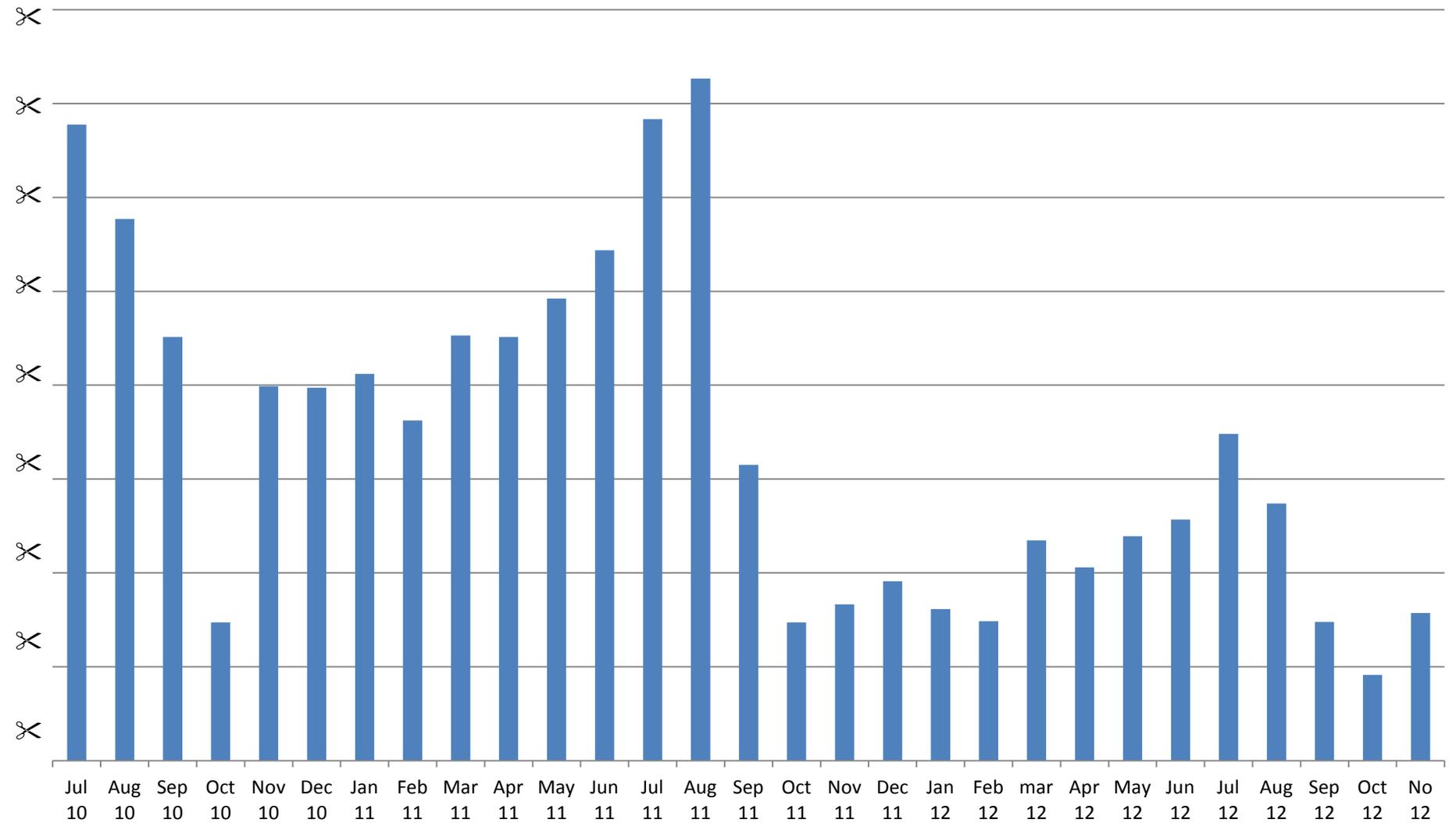
The Windows taskbar at the bottom shows the Start button, several application icons, and the system tray with the date "13 January 2014 Monday" and time "11:27 13/01/2014".

ANNEX 5

Searches on Search Engines Resulting in a Site Visit on Norfolkline.com After DFDS Seaways Acquisition in July 2010



Revenue From Searches on Search Engines After DFDS Seaways Acquisition of Norfolkline in July 2010



ANNEX 6

Des élus unanimes



Michel Hamy, maire de Coquelles : « C'est un centre à l'ampleur de l'ambition qui est la vôtre. Vous vous êtes dotés d'une structure de formation moderne, qui ne se limite pas à l'accueil de vos salariés. C'est un investissement pour l'avenir qui a déjà apporté 5000 nuitées au Calaisis. »

Natacha Bouchart, maire de Calais : « Ce nouvel équipement, unique au niveau national, est un véritable atout pour le développement du territoire qui permettra d'en donner une nouvelle image, plus valorisante et performante. Nous avons besoin de formation qualifiante comme celle-ci dans notre région pour dynamiser la compétitivité. »



Dominique Dupilet, président du conseil général : « Vous concrétisez les raisons pour lesquelles un certain nombre d'entre nous se sont battus pour l'installation du tunnel et d'Eurotunnel. Vous êtes ici au centre d'une Europe prometteuse de développement et d'économie. Depuis le début, vous avez imaginé et pensé qu'Eurotunnel n'est pas qu'un lieu de passage mais un développeur du territoire. Vous menez une réflexion portée sur l'avenir de tout ce qui touche au ferroviaire, avec des métiers ouverts à des personnes éloignées de l'emploi. C'est pourquoi je vous fais la proposition de signer un avenant à notre accord pour permettre à certaines personnes au RSA de pouvoir accéder à vos formations. »



Les vraies motivations de Jacques Gounon

C'est par pure stratégie commerciale qu'Eurotunnel a annoncé ses velléités d'acheter des navires de SeaFrance et de reprendre la ligne. Une attitude qui s'explique aisément : business is business.

Fixer les règles

En annonçant qu'il est prêt à racheter trois navires de SeaFrance pour 110 ou 150 millions d'euros, Jacques Gounon place la barre délibérément haut. La valeur marchande de ces navires a en effet été estimée à 80 ou 90 millions d'euros par les experts auprès du tribunal de commerce de Paris.

Nul ne sait encore qui déposera une offre de rachat de ces navires, ni pour quel montant. Le P-DG d'Eurotunnel a néanmoins devancé le courtier. Pour l'opinion publique ces navires valent désormais 110 à 150 millions. Pas moins. On imagine mal comment un acheteur pourrait les acquérir pour une somme moindre... En alignant 30 ou 60 millions de plus que prévu, le repreneur peinerait alors à casser les prix ou à maintenir des prix bas.

Eviter l'arrivée d'un "vrai" concurrent

SeaFrance moribonde, elle ne faisait guère d'ombre à Eurotunnel. A plusieurs reprises, Jacques Gounon ne s'est pourtant jamais privé de piétiner ce concurrent à terre. En reprenant la ligne, Eurotunnel se met désormais à l'abri de l'arrivée d'un concurrent plus solide que ne l'était SeaFrance. Il semble évident que la ligne

ne restera pas vacante longtemps. En la reprenant dans des conditions similaires à celle de feu SeaFrance, Eurotunnel empêche par exemple l'arrivée de DFDS qui, s'il s'implante à Calais détiendra environ 30 % des parts de marché sur le transmanche (Calais-Douvres et Dunkerque-Douvres).

Maîtriser le détroit

En reprenant la ligne de SeaFrance au détriment d'un autre exploitant, Eurotunnel conforte par ailleurs sa position de leader du transmanche court. A ses 45 % de parts de marché entre Calais et Douvres, il ajoute les 20 % de feu SeaFrance. Avec 65 %, Jacques Gounon maîtrise le détroit et annihile toute politique de prix agressive des concurrents.

Le chantage aux droits de port

Jacques Gounon l'affirme : « Le nombre de salariés repris dépendra des droits de port. » Clairement le P-DG d'Eurotunnel renvoie la responsabilité du nombre de salariés repris sur la CCI. Une manière de se dédouaner du style "si je reprends seulement tant salariés c'est à cause de la CCI". Soit. Ignore-t-il cependant que ces droits de port ne se négocient pas ? Il paraît en effet logique que ces droits soient les mêmes pour P & O et le repreneur de SeaFrance comme ils l'étaient pour P & O et SeaFrance. Jacques Gounon payerait-il sa baguette moins cher que les autres clients de son boulanger ?

A.TH.

Jacques Gounon détaille succinctement son projet pour reprendre la ligne SeaFrance « Le nombre de salariés repris dépendra des droits de port », estime Jacques Gounon

Pourquoi vous préoccuper aujourd'hui du sort de SeaFrance ?

« Nous sommes Calaisiens et fiers de l'être. Nous continuerons à nous préoccuper du développement de cette partie du territoire français. L'activité ferry transmanche est très clairement complémentaire de l'activité du tunnel sous la Manche. Ce n'est pas une nouveauté ni une surprise. »

Sous quelle forme se ferait l'investissement d'Eurotunnel ?

« Avec les fonds publics, il faut séparer l'investissement de l'exploitation. C'est pourquoi nous avons créé un véhicule d'investissement, Eurotransmanche – qui n'est pas le nom commercial de la future compagnie – pour nous porter acquéreur des trois navires de SeaFrance. »

Avec qui êtes-vous en contact ?

« Nous sommes en contact avec des anciens de SeaFrance pour voir dans quelles conditions peut se faire l'exploitation. Nous travaillons avec monsieur Giguët et ceux qui ont pris de l'avance sur le dossier (lire également en page 11 l'interview de Jean-Michel Giguët). Nous sommes à l'écoute des partenaires sociaux et de l'ensemble des salariés de SeaFrance. Nous allons rencontrer

le collectif dans les prochains jours. C'est un énorme travail que nous faisons dans la confidentialité car nous sommes dans un monde concurrentiel féroce. »

Et la Scop ?

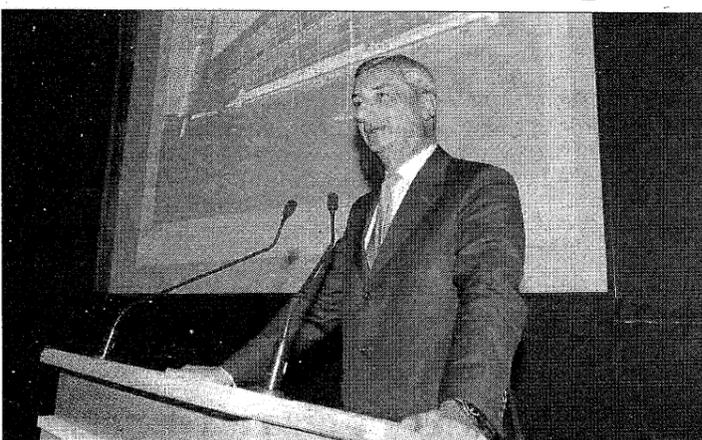
« Elle présente à mes yeux un avantage de mobilisation claire des salariés qui y ont mis de l'argent. Ceux qui repartiront avec nous devront avoir une forte motivation. Je ne conçois pas d'exploitation sans une forte adhésion des salariés. »

Quel est le calendrier pour cette reprise ?

« Le calendrier dépend de la cession de tous les actifs de SeaFrance. Nous ne sommes pas seulement intéressés par les navires. Nous avons indiqué au mandataire que nous souhaitons regarder la totalité des actifs, y compris le nom SeaFrance, ou celui de Sealink. Nous attendons également d'en savoir plus sur les droits de port de Calais et Douvres et nous vérifierons qu'ils ne sont pas discriminatoires par rapport au petit challenger que nous sommes et vis-à-vis de ceux qui ont plus d'ambition. Nous sommes dans une situation d'attente. C'est un travail qui ne doit pas se faire dans la précipitation. »

Êtes-vous intéressé uniquement par le fret ?

« Le fret et les passagers sont



Jacques Gounon lors de l'inauguration du centre de formation.

complémentaires pour atteindre la rentabilité opérationnelle. »

Sous quelle forme louerez-vous les navires ?

« Le schéma est extrêmement simple. Il ressemblerait à celui du département de Seine-Maritime qui est propriétaire d'un bateau et le met en exploitation. »

L'activité de SeaFrance est interrompue depuis plusieurs mois et LD-DFDS a annoncé son arrivée pour la semaine prochaine, ne craignez-vous pas d'arriver trop tard ?

« Remonter l'activité commerciale prendra du temps. Nous sommes en train de préparer un fonds de roulement pour y

faire face. »

Quelle sera votre capacité à imposer vos tarifs ?

« Avec deux ou trois navires sur les 30 ou 35 en circulation sur la mer du Nord, nous n'aurons pas la capacité d'influer sur le niveau de prix. Nous ferons nos propres analyses de marché et nous identifierons les marchés sur lesquels nous voulons travailler pour avoir une exploitation positive. Rien ne sert de s'agiter si l'activité ne peut pas être profitable. »

Combien de salariés reprendriez-vous ?

« Le nombre des salariés qui seront repris dépendra du niveau des droits de port. Nous avons

deux ports à rencontrer. Ils souhaitent qu'on leur présente en détail notre projet. Mais nous ne pouvons pas aller au-delà de la confidentialité. C'est une négociation. Ça prend du temps et j'entends bien qu'elle nous soit favorable. »

Lors de l'enquête publique sur l'extension du port de Calais, vous disiez qu'il y avait une surcapacité de l'ordre de 80 % sur le détroit et le tunnel n'est utilisé qu'à la moitié de ses capacités, n'est-ce pas contradictoire de vouloir reprendre aujourd'hui SeaFrance ?

« Je suis convaincu qu'il y a une place sur le marché transmanche – qui se porte relativement bien – pour une offre premium via Eurotunnel et une offre différenciée par les ferries. Les poids lourds, qui en terme de marché sont encore en repli par rapport à notre niveau d'avant-crise devraient progressivement récupérer son retard. Il y a de la place pour les deux. L'idée erronée est de croire qu'il n'y a qu'un seul marché transmanche. Il y a plusieurs segments, avec différents marchés et différents volumes, qui nécessitent des offres différentes. Une partie du marché ne viendra pas chez Eurotunnel. C'est assez légitime d'aller le chercher sur le maritime. »

C.D.

Jacques Gounon succinctly sets out his project to resume the SeaFrance line

“The number of employees taken on again will depend on the harbour fees”, reckons Jacques Gounon

Why are you now concerned with the destiny of SeaFrance?

“We are from Calais and proud of that. We will continue to focus on the development of this part of France. The cross-Channel ferry business is very clearly complementary to the Channel Tunnel business. It's nothing new or surprising.”

What form will the investment by Eurotunnel take?

“With public funds, it is necessary to separate investment from operations. For this reason, we have created an investment vehicle, Eurotransmanche – which is not the commercial name of the future company – for the purpose of buying three SeaFrance vessels.”

With whom have you been in contact?

“We are talking to former staff of SeaFrance to see under what conditions things can operate. We are working with Mr Giguet and those taking the lead on the matter (*also read page 11, the interview with Jean-Michel Giguet*). We are listening to both sides of industry and all SeaFrance employees. We are going to meet the group in the next few days. It is an enormous project that we are keeping confidential as we are operating in a ferociously competitive world.”

And what about the Scop [Workers' production cooperative]?

“In my eyes, it represents the advantage of a clear mobilising factor among employees who have contributed money. Those who will be setting out with us will be strongly motivated. I do not see operations without complete buy-in from the employees.”

What is the schedule for this recovery?

“The schedule depends on the transfer of all SeaFrance assets. We aren't only interested in the vessels. We have indicated to the agent that we would like to look at all assets, including the name SeaFrance, or Sealink. We are also waiting to find out more on the harbour fees for the ports of Calais and Dover and we will check whether these are unfairly based for a small player like us vis-à-vis those who have greater ambitions. We just have to give the situation time. It's not the kind of project that should be done in a hurry.”

Are you only interested in freight?

“Freight and passengers are complementary in order to achieve operational profitability.”

[Caption:] **Jacques Gounon at the training centre inauguration.**

In what form will you lease the vessels?

“The outline is extremely simple. It resembles that of the department of Seine-Maritime which owns a boat and makes it available for commercial use.”

The activities of SeaFrance stopped several months ago and LD-DFDS announced its arrival for next week. Are you not concerned that you're arriving too late?

“Putting together a business will take time. We are in the process of preparing working capital to cope with this.”

To what extent will you be able to set your prices?

“With only two or three vessels out of 30 or 35 operating in the North Sea, we won't have much ability to influence the level of prices. We will carry out our own market analyses and we will identify the markets in which we would like to work in order to have profitable operations. There's no point even looking at unprofitable activities.”

How many employees will you be taking back on?

“The number of employees taken back on will depend on the level of harbour fees. We have two ports to meet. They would like us to present our project in detail. But we cannot go beyond that for confidentiality reasons. It's a negotiation. It takes time and I hope that it will go in our favour.”

At the public inquiry into the extension of the port of Calais, you said that there was overcapacity at around 80% on the strait and the tunnel was only using half its capacity. Is it not contradictory to now want to bring back SeaFrance?

“I'm convinced that there is a place in the cross-Channel market – which carries itself relatively well – for a premium offering via Eurotunnel and a differentiated offering with ferries. Heavy goods vehicles, which in market terms are still down compared to our pre-crisis level should gradually recover their fall-away. There is room for both. It's wrong to think that there is only one cross-Channel market. There are several segments, with different markets and different volumes, which need different offerings. One part of the market does use Eurotunnel. It's quite legitimate to go after the maritime market.”

C.D.

Eurostar : « 2012 sera une bonne année »

Eurostar continue sa progression du nombre de passagers transportés avec 9,68 millions de personnes en 2011. Les 10 millions de passagers devraient être atteints cette année sous l'effet des Jeux Olympiques. « Eurostar se porte bien et continue de réaliser d'excellentes performances, s'est félicité Jacques Gounon. 2012 sera pour eux comme pour nous une bonne année. » Et de souligner que les 10 millions de passagers d'Eurostar et les 9 millions de personnes empruntant le tunnel chaque année représentent deux fois plus que l'aéroport de Marseille ou de Lyon. « Orly est à 27 millions de voyageurs. Nous n'en sommes pas très loin. »

En 2014, Eurostar devrait mettre en service ses nouvelles rames à motorisation répartie qu'elle a commandées à Siemens, et desservir Amsterdam. Elle relookera par la même occasion l'intérieur de ses trains.

L'arrivée de Deutsche Bahn est, elle, repoussée à 2015, dans l'attente de l'homologation des trains courts et des retards de livraison de Siemens. « La CIG n'a toujours pas confirmé à Deutsche Bahn la nature des contraintes de sécurité qu'elle lui imposerait, ils ne peuvent pas finaliser leur commande. » Cela décale l'arrivée de 1,8 million d'euros de recettes potentielles, « ce n'est pas considérable », a précisé le P-DG.

**En 2011, cent conducteurs ont été embauchés et formés
Europorte devrait être à l'équilibre en 2012**

Europorte, la filiale d'Eurotunnel de fret ferroviaire, est en constante progression. « Notre croissance a été à deux chiffres en 2011, l'objectif est le même pour cette année. Nous avons reconduit tous nos contrats et nous en avons décrochés de nouveau », détaille Jacques Gounon. Transports réfrigérés depuis l'Espagne, acier de la Grande-Bretagne vers la France et l'Allemagne, céréales, charbons... Europorte transporte de tout, pourvu que ce soit rentable. « On sélectionne les marchés pour être proche de la rentabilité, affirme le PDG. Nous avons plus de demandes que nous ne pouvons servir de clients. Le jour où il y aura une vraie politique fret en France avec des corridors réservés au fret, ça pourra enfin se développer dans sa mesure. » En 2011, Europorte a investi dans la « modernisation de la flotte des locomotives et

nous introduisons la géolocalisation. Le client peut situer à deux mètres près le convoi. C'est une révolution en qualité de service. »

En quelques années, Europorte a atteint le millier de salariés. « Nous sommes dans une logique de recrutement et de formation de nos conducteurs. L'an dernier, nous en avons recruté plus de 100. » Ce qui représente 5 millions d'euros investis dans la formation, qui dure de 6 à 9 mois : « Les personnes sont rémunérées dès le premier jour de la formation », a insisté Jacques Gounon. L'entreprise a également mis en place un centre international de formation des conducteurs ferroviaires à Coquelles.

Du côté des résultats financiers d'Europorte, « nous progressons sans être globalement à l'équilibre. Nous le serons vraisemblablement en 2012 », conclut le PDG.

**La reprise de SeaFrance est toujours d'actualité pour Jacques Gounon
« La Scop a besoin de tout le monde »****Où en est votre projet de reprise de SeaFrance ?**

« Il est toujours d'actualité. Mais le calendrier nous échappe. Nous avons monté notre propre équipe d'experts et nous nous sommes portés acquéreurs des trois navires en vente, le Berlioz, le Rodin et le Pas-de-Calais. Nous expertisons en ce moment les navires. Nous ne sommes pas les seuls. C'est un processus de gré à gré. »

Estimez-vous toujours les navires entre 100 et 150 millions d'euros ?

« Nous estimons la valeur des trois navires entre 125 et 130 millions d'euros. Dans la négociation de gré à gré le courtier cherche à tirer le meilleur prix. Ce prix rentre dans notre modèle économique. »

Comment espérez-vous remporter les navires ?

« Nous essaierons de faire valoir notre position : nous pouvons payer cash les trois navires. Nous rachetons par un véhicule d'investissement visant à la mise en place d'une société d'exploitation. Et nous envisageons de créer 500 emplois qui seront offerts aux anciens marins de SeaFrance. »

La Scop est toujours d'actualité ?

« Oui. Nous appliquerions le modèle de Brittany Ferries qui sépare la détention des actifs de son exploitation. Je souhaiterais que la société d'exploitation à venir ait le statut juridique de Scop, avec un vrai patron, M. Giguët, qui sera à la tête de cette société. Nous avons besoin de tout le monde : des cadres supérieurs aux personnels de terrain. Ce n'est pas un groupement d'amis. Les interlocuteurs syndicaux resteront au plan syndical, à leur place. Ce n'est pas seulement la CFDT qui va exploiter les navires. Je lance un appel aux cadres diri-

geants, aux encadrants, aux officiers marins de la CGT. La société d'exploitation a besoin de tout le monde. »

Injecterez-vous de l'argent dans la trésorerie pour que la société d'exploitation démarre son activité ?

« Il ne devrait pas y avoir de problèmes de trésorerie. La SNCF donne 25 000 euros par salarié et chaque membre de la Scop s'engage à mettre personnellement 5 000 euros.

plus dans une logique sociale et sociétale. Nous sommes à Calais jusqu'en 2086. Nous avons contribué au développement du Calais et nous développons encore l'emploi au travers de Calais Promotion. Si nous pouvons mettre en place une activité complémentaire qui serve la rentabilité de l'entreprise et puisse éviter que le bassin d'emplois ne soit encore plus sinistré, je ne vois pas pourquoi nous ne le fe-

pas dans le tunnel. Ce sont eux que nous voulons aller chercher. Le jour où je ferai peur à P & O, je transforme le café en champagne. »

Avez-vous rencontré les ports de Calais et Douvres ?

« Nous avons reçu un accueil chaleureux du port de Douvres. Nous n'allons pas tarder à prendre contact avec le port de Calais, où j'imagine que nous serons aussi bien accueillis. »

Avec l'arrivée de LD Lines sur le détroit, si vous affrêtez trois navires, n'avez-vous pas peur de relancer une nouvelle guerre des prix ?

« SeaFrance a disparu car il était en dehors des réalités économiques. Sous l'effet de la crise, un certain nombre de concurrents se sont lancés dans une guerre des prix - ce qui n'est pas notre cas - qui n'est pas tenable. Le point bas du prix de la traversée de la Manche est largement atteint. Il est de mon point de vue en dessous de la valeur économique réelle de ce que représente une traversée de la Manche. Nos prix et ceux de nos concurrents ne peuvent qu'augmenter beaucoup plus rapidement que l'inflation, un peu comme les péages des autoroutes. Malheureusement pour les transporteurs. Faute de quoi d'autres acteurs du trafic transmanche pourraient disparaître. »

Au niveau de la convention qui vous lie à la France et l'Angleterre, pouvez-vous vous diversifier dans le maritime ?

« La concession est signée par France Manche et Channel tunnel link, toutes deux filiales de Groupe Eurotunnel. Eurotunnel gère ses profits et sa trésorerie comme elle l'entend en toute liberté. L'objet social du tunnel est le transport au sens le plus large du terme. On fera peut-être bientôt sauter le mot ferroviaire de notre slogan. »



Jacques Gounon a détaillé son projet pour SeaFrance.

Nous avons un modèle économique qui, de notre point de vue, fonctionne. »

Pourquoi s'intéresser aujourd'hui au maritime ?

« Nous le faisons car j'ai toujours dit que l'activité des ferries était complémentaire de la nôtre. Nous avions un accord d'interopérabilité avec SeaFrance (et P&O, ndlr) et je regrette qu'il n'existe plus. Je souhaiterais recréer cette interopérabilité en la développant

rions pas. Nous avons une préoccupation locale. »

Ne craignez-vous pas que P & O vous attaque pour atteinte à la concurrence ?

« Nous ne sommes pas en position dominante, c'est P & O qui avec ses bateaux est présent de Calais à Zeebrugge, c'est eux qui sont les dominants. Je pense qu'il y a un marché transmanche avec différents segments. Il y a des segments de marché qui nous échappent, qui ne viennent

Toujours plus vite

Pendant les JO, un cinquième départ par heure sera proposé pour les navettes passagers qui circuleront à 160 km/h dans le tunnel, ce qui réduira le temps de trajet à 30 minutes au lieu de 35.

Participation

Groupe Eurotunnel cofinance la modernisation de la ligne Dunkerque-Calais-Frethun, « en prévision le transport des conteneurs », précise Jacques Gounon.

Un groupe qui se veut vert

En 2012, Groupe Eurotunnel réitère son engagement de réduire de 3 % son empreinte carbone qui a été réduite de 55 % depuis 2006.

Améliorer les contrôles

Eurotunnel est en discussion avec UKBA (la police des frontières anglaises) et la Paf pour améliorer l'organisation des contrôles frontaliers et rendre plus fluides les contrôles.

Bras de fer avec les assurances

Depuis l'incendie du tunnel sous la Manche en septembre 2008, les expertises se sont multipliées et Eurotunnel a enfin été indemnisée pour les dégâts occasionnés. L'an dernier, le groupe a touché 9 millions d'euros. « Nous avons perçu au total 223 millions d'euros. Tous les dommages ont été retenus. » Eurotunnel a désormais engagé un bras de fer, dont le contentieux pourrait prendre une tournure judiciaire, quant au reliquat par rapport aux pertes de trafic. « Nous sommes en phase de négociations de médiation à l'amiable pour le moment. Nous n'avons pas la même vision. Nous irons jusqu'au bout pour avoir ce que nous pensons être juste. »

The resumption of SeaFrance is still on the agenda for Jacques Gounon

“The Scop [Workers' production cooperative] needs everyone”

Where are you with the SeaFrance recovery project?

“It is still on the agenda. But schedule has slipped away from us. We have built our own team of experts and we presented ourselves as potential buyers for three vessels on sale; the Berlioz, the Rodin and the Pas-de-Calais. We are currently assessing the vessels. We are not the only people interested. It's a mutually negotiated process.”

Do you still estimate the vessels at between €100 and 150 million?

“We estimate the value of the three vessels between €125-130 million. In the mutual negotiation, the broker seeks to obtain the best price. This price fits our economic model.”

How do you hope to win the vessels?

“We will try to assert our position: we can pay cash for the three vessels. We are purchasing through an investment vehicle, with the aim of setting up an operating company. And we plan to create 500 jobs, which will be offered to former SeaFrance sailors.”

Is the Scop [Workers' production cooperative] still on the agenda?

“Yes. We will apply the Brittany Ferries model which separates the asset holding from operations. I would like for the operating company that will be created to have the legal status of Scop, with a real boss, Mr. Giguët, who will head up the company. We need everyone: from high-level executives to personnel on the ground. This isn't a group of friends. The trade union representatives will remain at union level, in their place. It is not just the CFDT [French Democratic Confederation of Labour] who will be running the boats. I'm launching an appeal for managing executives, supervisors and CGT [General Confederation of Labour] marine officers. The operating company needs everyone.”

Will you be injecting cash so that the operating company can start up its activities?

“There should not be any cash flow problems. The SNCF is giving 25,000 euros per employees and each member of the Scop undertakes to personally contribute 5,000 euros. We have an economic model which, from our point of view, works.”

[caption:] Jacques Gounon set out his project for SeaFrance.

Why the recent interest in maritime operations?

“We are doing it because I have always said that the ferry activities were complementary to our own. We had an interoperability arrangement with SeaFrance (and P&O, editor's note) and I'm sorry that it no longer exists. I would like to recreate

this interoperability by developing it further along social and societal rationales. We are in Calais until 2086. We have contributed to the development of the Calais region and we continue develop employment through Calais Promotion. If we can implement a complementary activity which serves the profitability of the business and can spare the labour market areas from further damage, I see no reason why we wouldn't do it. We have a local concern.”

Are you not worried that P&O will attack you for undermining competition?

“We are not in a dominant position, it's P&O who are in the dominant position with their boats present from Calais to Zeebrugge. I think there is a cross-Channel market with different segments. I think that there is a cross-channel market with various segments. There are market segments which we miss out on, which don't come through the tunnel. It's those people that we would like to target. The day that I'm scared of P&O, will be the day I turn coffee into champagne.”

Have you met with the ports of Calais and Dover?

“We received a warm welcome at the port of Dover. We look forward to making contact with the port of Calais, where I imagine our reception will be just as friendly.”

With the arrival of LD Lines on the strait, if you are chartering three vessels, are you not concerned about starting up another price war?

“SeaFrance disappeared because it was operating outside economic realities. As an effect of the financial crisis, some competitors started a price war – this is not something for us – it is untenable. The low point of the Channel crossing price has largely been reached. It is my opinion that this is below the real economic value of what a cross-Channel crossing represents Our prices and those of our competitors cannot but increase much more quickly than inflation, somewhat like the motorway toll charges. Unfortunately for hauliers. Otherwise, other cross-Channel role players may disappear.”

With regard to the agreement that ties you to France and England, can you diversify into maritime activities?

“The concession is signed by France Manche and Channel tunnel link, both subsidiaries of the Eurotunnel Group. Eurotunnel manages its profits and its cash flow as it wishes in complete freedom. The company objective for the tunnel is transportation in the widest sense of the term. We could perhaps soon be dropping the word “rail” from our slogan.”