

***Case No COMP/M.4633 -
AREP LP / LEAR***

Only the English text is available and authentic.

**REGULATION (EC) No 139/2004
MERGER PROCEDURE**

Article 6(1)(b) NON-OPPOSITION
Date: 08/06/2007

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COMMISSION OF THE EUROPEAN COMMUNITIES

Brussels, 08.06.2007

SG-Greffe(2007) D/203459

PUBLIC VERSION

MERGER PROCEDURE
ARTICLE 6(1)(b) DECISION

SIMPLIFIED PROCEDURE

To the notifying party

Dear Madam(s) and/or Sir(s),

**Subject: Case No. COMP/M.4633 - AREP LP / Lear
Notification of 27.4.2007 pursuant to Article 4 of Council Regulation (EC) No.
139/2004¹
Publication in the Official Journal of the European Union No. C 108, 12.5.2007,
p. 35.**

1. On 27.4.2007, the Commission received notification of a proposed concentration pursuant to Article 4 and following a referral pursuant to Article 4(5) of Council Regulation (EC) No. 139/2004 by which the undertaking American Real Estate Partners, L.P., ("AREP LP"; USA), ultimately controlled by Mr Carl Icahn, acquires within the meaning of Article 3(1)(b) of the Council Regulation control of the whole of the undertaking Lear Corporation (USA) by way of purchase of shares.
2. The business activities of the undertakings concerned are:
 - Mr Icahn: interests in investment entities and diverse companies including real estate, telecommunication, textile, railcar leasing and industrial and environmental services;

¹ OJ L 24, 29.1.2004, p. 1.

- AREP LP: diversified holding company with interests including gaming, real estate development and home fashion;
 - Lear Corporation: supplier of seat systems, electronic products and electrical distribution systems and other interior products to the automotive industry.
3. After examination of the notification, the Commission has concluded that the notified operation falls within the scope of Council Regulation (EC) No. 139/2004 and of paragraph 5, subparagraph b, of the Commission Notice on a simplified procedure for treatment of certain concentrations under Council Regulation (EC) No. 139/2004².
 4. For the reasons set out in the Notice on a simplified procedure, the Commission has decided not to oppose the notified operation and to declare it compatible with the common market and with the EEA Agreement. This decision is adopted in application of Article 6(1)(b) of Council Regulation (EC) No. 139/2004.

For the Commission
signed
Philip LOWE
Director General

² OJ C 56, 05.3.2005, p.32.