

***Case No COMP/M.4771 -
VERITAS / GOLDEN
GATE / GOLDMAN
SACHS / AEROFLEX***

Only the English text is available and authentic.

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

Article 6(1)(b) NON-OPPOSITION
Date: 26/07/2007

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COMMISSION OF THE EUROPEAN COMMUNITIES

Brussels, 26/07/2007

SG-Greffe(2007) D/204740

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.4771 – Veritas / Golden Gate / Goldman Sachs / Aeroflex
Notification of 22/06/2007 pursuant to Article 4 of Council Regulation (EC) No.
139/2004¹
Publication in the Official Journal of the European Union No. C 145 as of
30/06/2007, p. 31**

1. On 22/06/2007 the Commission received a notification of a proposed concentration pursuant to Article 4 of Council Regulation (EC) No 139/2004 by which The Veritas Capital Fund III L.P, a part of the Veritas group ("Veritas", USA), Golden Gate Capital Management LLC ("GG", USA), and the Goldman Sachs Group Inc ("GS", USA) acquire within the meaning of Article 3(1)(b) of the Council Regulation joint control of Aeroflex Incorporated ("Aeroflex", USA) by way of purchase of shares.
2. The business activities of the undertakings concerned are:
 - Veritas: private equity investment
 - GG: private equity investment
 - GS: global investment banking, securities and investment management

¹ OJ L 24, 29.1.2004 p. 1

- Aeroflex: design and manufacture of microelectronic products and test solutions for the communications, aerospace and defence industries
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 c, 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