

***Case No COMP/M.4939 -
UBERIOR / L&R /
VERSAILLES HOLDCO***

Only the English text is available and authentic.

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

Article 6(1)(b) NON-OPPOSITION
Date: 12/12/2007

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COMMISSION OF THE EUROPEAN COMMUNITIES

Brussels, 12-XII-2007

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PUBLIC VERSION

MERGER PROCEDURE
ARTICLE 6(1)(b) DECISION

SIMPLIFIED PROCEDURE

To the notifying parties:

Dear Sir,

**Subject: Case No. COMP/M.4939 – Uberior / L&R / Versailles Holdco
Notification of 8 November 2007 pursuant to Article 4 of Council Regulation
(EC) No. 139/2004¹
Publication in the Official Journal of the European Union No. C 276, 17
November 2007, p. 9**

1. On 8 November 2007, the Commission received a notification of a proposed concentration pursuant to Article 4 of Council Regulation (EC) No 139/2004 by which the undertakings Uberior Integrated Ltd ("Uberior", UK), controlled by The Governor and Company of the Bank of Scotland, itself part of HBOS PLC group, UK and London & Regional Investment Holdings Ltd ("L&R,", UK) acquire within the meaning of Article 3(1)(b) of the Council Regulation joint control of the undertaking Versailles Holdco Ltd ("Versailles Holdco", UK) by way of purchase of shares.

¹ OJ L 24, 29.1.2004 p. 1

2. The business activities of the undertakings concerned are:
 - for Uberior: equity investments
 - For HBOS: banking services in the UK and elsewhere
 - for L&R: real estate investment and development, based in the UK but active elsewhere in Europe
 - for Versailles Holdco: health and fitness clubs in the UK, Spain, Belgium, Ireland and the Netherlands
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