

EN

***Case No COMP/M.5957 -  
CD&R FUND VIII /  
GOLDMAN SACHS /  
HGI***

Only the English text is available and authentic.

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

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Article 6(1)(b) NON-OPPOSITION  
Date: 03/09/2010

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EUROPEAN COMMISSION

Brussels, 03.09.2010  
SG-Greffe(2010) D/13756/7  
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PUBLIC VERSION

MERGER PROCEDURE  
ARTICLE 6(1)(b) DECISION

SIMPLIFIED PROCEDURE

**To the notifying parties**

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

**Subject: Case No COMP/M.5957 CD&R Fund VIII/Goldman Sachs/HGI  
Notification of 06.08.2010 pursuant to Article 4 of Council Regulation (EC) No  
139/2004<sup>1</sup>  
Publication in the Official Journal of the European Union No C 219,  
13.08.2010, p.17**

1. On 6 August 2010, the European Commission received notification of a proposed concentration pursuant to Article 4 of the Merger Regulation by which the undertakings Clayton, Dubilier & Rice Fund VIII, L.P. ("CD&R Fund VIII", Cayman Islands) and The Goldman Sachs Group, Inc. ("Goldman Sachs", United States of America) acquire within the meaning of Article 3(1)(b) of the Merger Regulation joint control of the undertaking Harrington Group, Inc. ("HGI", United States of America) by way of purchase of shares.
2. The business activities of the undertakings concerned are:

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<sup>1</sup> OJ L 24, 29.1.2004, p. 1 ("the Merger Regulation"). With effect from 1 December 2009, the Treaty on the Functioning of the European Union ("TFEU") has introduced certain changes, such as the replacement of "Community" by "Union" and "common market" by "internal market". The terminology of the TFEU will be used throughout this decision.

- for CD&R Fund VIII: private equity fund;
  - for Goldman Sachs: bank holding company and global investment banking, securities and investment management firm; and
  - for HGI: mail-order, home-site provider of specialty medical products serving chronic disease patients. HGI is mostly active in the United States of America.
3. After examination of the notification, the European Commission has concluded that the notified operation falls within the scope of the Merger Regulation and of paragraph 5(a) of the Commission Notice on a simplified procedure for treatment of certain concentrations under Council Regulation (EC) No 139/2004<sup>2</sup>.
  4. For the reasons set out in the Notice on a simplified procedure, the European Commission has decided not to oppose the notified operation and to declare it compatible with the internal market and with the EEA Agreement. This decision is adopted in application of Article 6(1)(b) of the Merger Regulation.

For the European Commission,

*(Signed)*

Alexander ITALIANER  
Director General

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<sup>2</sup> OJ C 56, 5.3.2005, p. 32.