

EN

***Case No COMP/M.6287 -  
BAIN CAPITAL /  
OAKTREE /  
INTERNATIONAL  
MARKET CENTERS JV***

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: 16/08/2011

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EUROPEAN COMMISSION

Brussels, 16.08.2011  
C(2011) 5999

PUBLIC VERSION

SIMPLIFIED MERGER  
PROCEDURE

**To the notifying parties**

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

**Subject: Case No COMP/M.6287 - BAIN CAPITAL / OAKTREE / INTERNATIONAL MARKET CENTERS JV**  
**Commission decision pursuant to Article 6(1)(b) of Council Regulation (EC) No 139/2004<sup>1</sup>**

1. On 13 June 2011, the European Commission received notification of a proposed concentration pursuant to Article 4 of the Merger Regulation by which the undertakings Bain Capital Investors, LLC ('Bain Capital Investors', USA) and OCM IMC Holdings, L.P., ultimately controlled by Oaktree Capital Group, LLC ('Oaktree', USA) acquire within the meaning of Article 3(1)(b) of the Merger Regulation joint control of the undertaking International Market Centers, LP ('IMC', USA)<sup>2</sup>.
2. The business activities of the undertakings concerned are:
  - for Bain Capital Investors: private equity investment firm
  - for Oaktree: alternative and non-traditional investment fund
  - for IMC: owner and operator of real estate (showroom and exhibition space) in the US.

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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.

<sup>2</sup> Publication in the Official Journal of the European Union No C213, 20.07.2011, p 27

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>3</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 Commission*

*(signed)*  
*Alexander ITALIANER*  
*Director General*

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<sup>3</sup> OJ C 56, 5.3.2005, p. 32.