

***Case No COMP/M.6422 -
TOKYO GAS / SIEMENS
/ TESSENDERLO
CHEMIE /
INTERNATIONAL
POWER / GDF SUEZ / T-
POWER JV***

Only the English text is available and authentic.

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

Article 6(1)(b) NON-OPPOSITION

Date: 03/02/2012

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EUROPEAN COMMISSION

Brussels, 03.02.2012
C(2012)729

PUBLIC VERSION

SIMPLIFIED MERGER
PROCEDURE

To the notifying parties :

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

**Subject: Case No COMP/M.6422 - TOKYO GAS / SIEMENS / TESSENDERLO
CHEMIE / INTERNATIONAL POWER / GDF SUEZ / T-POWER JV
Commission decision pursuant to Article 6(1)(b) of Council Regulation (EC) No
139/2004¹**

1. On 22/12/2011, the European Commission received notification of a proposed concentration pursuant to Article 4 of the Merger Regulation by which TG Europower B.V. ("TG Europower", Japan), a wholly-owned subsidiary of Tokyo Gas Co. Ltd ("Tokyo Gas", Japan), Siemens Project Ventures GmbH ("SPV", Germany), a subsidiary of Siemens AG ("Siemens", Germany), and Tessenderlo Chemie N.V. ("TC", Belgium) and International Power plc ("IP", United Kingdom), a subsidiary of GDF Suez (France), acquire within the meaning of Article 3(1)(b) EUMR joint control over T-Power N.V. ("T-Power", Belgium), by way of purchase of shares.²
2. The areas of activities of the undertakings concerned by the notified concentration are as follows:

¹ 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.

² Publication in the Official Journal of the European Union No C 7 10/01/2012, p.7

- Tokyo Gas/TG Europower: a Japanese integrated energy company which, in the EU, provides consultancy services related to liquefied natural gas and sells related equipment;
- Siemens/SPV: healthcare, industry and energy, including the investment in and development of major infrastructure projects, such for the electricity sector;
- TC: manufacturing of chemical and specialty products
- GDF Suez/IP: an EU-based integrated energy company
- T-Power: generation and wholesale of electricity in Belgium.

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(b) of the Commission Notice on a simplified procedure for treatment of certain concentrations under Council Regulation (EC) No 139/2004³.

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

³ OJ C 56, 5.3.2005, p. 32.