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***Case No COMP/M.6779 -
BARCLAYS / GOLDMAN
SACHS / TPG /
GARDMAN***

Only the English text is available and authentic.

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

Article 6(1)(b) NON-OPPOSITION
Date: 05/12/2012

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EUROPEAN COMMISSION

Brussels, 5.12.2012
C(2012) 9291

PUBLIC VERSION

SIMPLIFIED MERGER
PROCEDURE

To the notifying parties:

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

**Subject: Case No COMP/M.6779 - BARCLAYS / GOLDMAN SACHS / TPG / GARDMAN
Commission decision pursuant to Article 6(1)(b) of Council Regulation (EC) No 139/2004¹**

1. On 09/11/2012, the European Commission received a notification of a proposed concentration pursuant to Article 4 of Council Regulation (EC) No 139/2004 by which Barclays Bank PLC ("Barclays", UK), the Goldman Sachs Group ("Goldman Sachs", US) and TPG Lundy Co L.P. ("TPG Lundy", UK) acquire within the meaning of Article 3(1)(b) of the Merger Regulation joint control of Gardman Holding Limited ("Gardman", UK)².
2. The business activities of the undertakings concerned are:
 - for Barclays : the provision of financial services such as personal banking, credit cards, corporate investment banking and wealth and investment management services.
 - for Goldman Sachs : the provision of financial services as a global investment banking, securities and investment management firm.
 - for TPG: the management of funds that invest in a variety of companies through acquisitions and corporate restructurings.

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 353, 17.11.2012, p.7.

- for Gardman: the wholesale and distribution of gardening and wild bird care products and some pet care products.
- 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 139/2004³.
- 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.