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***Case No COMP/M.7106 - PENSIONDANMARK HOLDING/
GDF-SUEZ/ NOORDGASTRANSPORT***

Only the English text is available and authentic.

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

Article 6(1)(b) NON-OPPOSITION
Date: 16/12/2013

***In electronic form on the EUR-Lex website under document
number 32013M7106***



EUROPEAN COMMISSION

Brussels, 16.12.2013
C(2013) 9590 final

PUBLIC VERSION

SIMPLIFIED MERGER
PROCEDURE

To the notifying parties

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

**Subject: Case No COMP/M.7106 - PENSIONDANMARK HOLDING/ GDF-SUEZ/
NOORDGASTRANSPORT
Commission decision pursuant to Article 6(1)(b) of Council Regulation (EC) No
139/2004¹**

1. On 18.11.2013, the European Commission received notification of a proposed concentration pursuant to Article 4 of the Merger Regulation by which PensionDanmark Holding ("PensionDanmark", Denmark) and GDF SUEZ S.A. ("GDF SUEZ", France) will acquire within the meaning of Article 3(1)(b) of the Merger Regulation joint control over Noordgastransport B.V. ("NGT", Netherlands) by way of a purchase of shares².
2. The business activities of the undertakings concerned are:
 - for PensionDanmark: a Danish not-for-profit, labour-market-related, life-insurance limited company;
 - for GDF SUEZ: one of the world's leading industrial companies active throughout the entire energy value chain, in electricity and natural gas;
 - for NGT: provides transport and treatment services on its subsea gas transportation pipelines and onshore treatment facilities in the Netherlands.

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 345, 26.11.2013, p.20.

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(c) 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.