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***Case No COMP/M.7368 - RIVERSTONE / CARLYLE /
HESTYA / HES***

Only the English text is available and authentic.

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

Article 6(1)(b) NON-OPPOSITION
Date: 02/09/2014

***In electronic form on the EUR-Lex website under document
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EUROPEAN COMMISSION

Brussels, 2.9.2014
C(2014) 6301 final

PUBLIC VERSION

SIMPLIFIED MERGER
PROCEDURE

To the notifying parties:

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

**Subject: Case M.7368 - RIVERSTONE / CARLYLE / HESTYA / HES
Commission decision pursuant to Article 6(1)(b) of Council Regulation (EC) No
139/2004¹**

1. On 30/07/2014, the European Commission received notification of a proposed concentration pursuant to Article 4 of the Merger Regulation by which funds managed by affiliates of Riverstone Holdings LLC ("Riverstone", the United States of America) and funds managed by affiliates of the Carlyle Group ("Carlyle", the United States of America) acquire within the meaning of Article 3(1)(b) of the Merger Regulation joint control of H.E.S. Beheer N.V. ("HES", the Netherlands) via Hestya Energy B.V. ("Hestya", the Netherlands) by way of public bid announced on 17 July 2014.
2. The business activities of the undertakings concerned are:
 - Riverstone is an energy and power focussed investment firm.
 - Carlyle is a global alternative asset manager.
 - Hestya is engaged in the development of European dry and liquid bulk terminals.

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.

- HES is a holding company for operating companies providing logistical services in ports. Its core activity is stevedoring, involving the loading and unloading of dry and liquid bulk products into and from seagoing vessels, coasters, lighters, trains and trucks and large-scale open-air and covered storage.²
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

² Publication in the Official Journal of the European Union No C 258,08/08/2014, p. 34.

³ OJ C 366, 14.12.2013, p. 5.