

EN

***Case No COMP/M.7390 - OFI INFRAVIA / GDF SUEZ /  
PENSIONDANMARK / NGT***

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: 17/10/2014

***In electronic form on the EUR-Lex website under document  
number 32014M7390***



EUROPEAN COMMISSION

Brussels, 17.10.2014  
C(2014) 7755 final

PUBLIC VERSION

SIMPLIFIED MERGER  
PROCEDURE

**To the notifying parties:**

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

**Subject: Case M.7390 – OFI INFRAVIA / GDF SUEZ / PENSIONDANMARK / NGT  
Commission decision pursuant to Article 6(1)(b) of Council Regulation (EC) No  
139/2004<sup>1</sup>**

1. On 18.09.2014, the European Commission received notification of a proposed concentration pursuant to Article 4 of the Merger Regulation by which GDF SUEZ S.A. ("GDF SUEZ", France), PensionDanmark Holding A/S. ("PensionDanmark", Denmark) and InfraVia European Fund II ("InfraVia", France), owned by OFI InfraVia S.A.S. ("OFI InfraVia", France) and ultimately controlled by the Macif Group ("Macif", France), acquire within the meaning of Article 3(1)(b) of the Merger Regulation joint control of Noordgastransport B.V. ("NGT", the Netherlands), by way of purchase of shares. NGT is currently jointly controlled by GDF SUEZ and PensionDanmark.
2. The business activities of the undertakings concerned are:
  - For OFI InfraVia: active in the infrastructure fund management across sectors including transportation, environment, energy and social infrastructure;
  - For GDF SUEZ: energy group with global presence throughout the entire energy value chain in electricity and natural gas;
  - For PensionDanmark: a Danish not-for-profit, labour-market-related, life-insurance limited company;

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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.

- For NGT: owner and operator of a subsea transportation system for natural gas in the Netherlands.<sup>2</sup>
- 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 139/2004<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>2</sup> Publication in the Official Journal of the European Union No C 338 of 27.09.2014, p. 35.

<sup>3</sup> OJ C 366, 14.12.2013, p. 5.