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***Case No COMP/M.7789 - THE CARLYLE GROUP / PA
CONSULTING***

Only the English text is available and authentic.

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

Article 6(1)(b) NON-OPPOSITION

Date: 18/11/2015

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EUROPEAN COMMISSION

Brussels, 18.11.2015
C(2015) 8237 final

PUBLIC VERSION

SIMPLIFIED MERGER
PROCEDURE

To the notifying party:

Dear Sirs,

**Subject: Case M.7789 - THE CARLYLE GROUP / PA CONSULTING
Commission decision pursuant to Article 6(1)(b) of Council Regulation (EC)
No 139/2004¹ and Article 57 of the Agreement on the European Economic Area²**

1. On 23 October 2015, the European Commission received notification of a proposed concentration pursuant to Article 4 of the Merger Regulation by which CEP IV Garden S.à.r.l., a special purpose acquisition vehicle controlled by funds managed by affiliates of the Carlyle Group ("Carlyle", Luxembourg), acquires within the meaning of Article 3(1)(b) of the Merger Regulation control of PA Consulting Group Ltd. ("PA Consulting", United Kingdom) by way of purchase of shares.³

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 OJ L 1, 3.1.1994, p. 3 ("the EEA Agreement").

³ Publication in the Official Journal of the European Union No C 362, 31.10.2015, p.17.

2. The business activities of the undertakings concerned are:
 - for Carlyle: managing funds that invest globally across four investment disciplines: (i) Corporate Private Equity (buyout and growth capital); (ii) Real Assets (real estate, infrastructure and energy and renewable resources); (iii) Global Market Strategies (structured credit, mezzanine, distressed, hedge funds, and middle market debt); and (iv) Solutions (private equity fund of funds program and related co-investment and secondary activities).
 - for PA Consulting: providing a wide range of management consultancy services to senior management in different industries in both the public and the private sector. PA has its headquarters in London and offices in the Americas, Europe, the Nordics, the Gulf and wider Middle East and North Africa region and Asia Pacific.
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 139/2004.⁴
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 and Article 57 of the EEA Agreement.

For the Commission
(Signed)
Johannes LAITENBERGER
Director-General

⁴ OJ C 366, 14.12.2013, p. 5.