



EUROPEAN COMMISSION
DG Competition

Case M.11151 - BDT / LGP / PROMACH

Only the English text is available and authentic.

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

Article 6(1)(b) NON-OPPOSITION
Date: 10/07/2023

***In electronic form on the EUR-Lex website under
document number 32023M11151***



EUROPEAN COMMISSION

Brussels, 10.7.2023
C(2023) 4800 final

PUBLIC VERSION

BDT Capital Partners, LLC,
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Chicago, IL 60611,
United States of America

Leonard Green & Partners, L.P.,
11111 Santa Monica Boulevard,
Suite 2000,
CA 90025, Los Angeles,
United States of America

**Subject: Case M.11151 - BDT / LGP / PROMACH
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**

Dear Sir or Madam,

1. On 16 June 2023, the European Commission received notification of a proposed concentration pursuant to Article 4 of the Merger Regulation, by which the undertakings BDT Capital Partners, LLC (USA) ('BDT Capital Partners') ultimately controlled by a natural person, Byron D. Trott, and Leonard Green & Partners, L.P. ('LGP', United States of America), intend to acquire, within the meaning of Articles 3(1)(b) and 3(4) of the Merger Regulation, joint control of the whole of Pro Mach, Inc. ('ProMach', United States of America), currently under sole control of LGP, by way of purchase of securities.³
2. The business activities of the undertakings concerned are:
 - BDT is a U.S. merchant bank specialized in investments in family-owned and founder-led businesses,

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 224, 27.6.2023, p. 13.

- LGP is a U.S. private equity investment firm which primarily focuses on investing in companies providing services, including consumer, business, and healthcare services, as well as retail, distribution, and industrials. LGP solely controls ProMach, a provider of packaging machinery solutions and related aftermarket products and services (including engineering and integration services) serving manufacturers of all sizes and geographies in the food, beverage, pharmaceutical, personal care as well as household and industrial goods industries. ProMach’s business is currently largely focused on the U.S. and Canada, but it also offers its services in the EEA and elsewhere in the world.
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)
Olivier GUERSENT
Director-General

⁴ OJ C 366, 14.12.2013, p. 5.