EUROPEAN COMMISSION

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PUBLIC VERSION

To the notifying parties:

Subject: **Case M.9235 – OTPP / MDP / FLEET COMPLETE**
Commission decision pursuant to Article 6(1)(b) of Council Regulation (EC) No 139/2004[1] and Article 57 of the Agreement on the European Economic Area[2]

Dear Sir or Madam,

1. On 11 January 2019, the European Commission received notification of a proposed concentration pursuant to Article 4 of the Merger Regulation by which Ontario Teachers' Pension Plan Board ("OTPP", Canada) and Madison Dearborn Partners, LLC ("MDP", United States of America) acquire, within the meaning of Articles 3(1)(b) and 3(4) of the Merger Regulation joint control of the whole of Complete Innovations Holdings, Inc ("Fleet Complete", Canada) by way of purchase of shares.[3]

2. The business activities of the undertakings concerned are:

   – for OTPP: the administration of pension benefits and the investment of pension plan assets on behalf of approximately 318,000 active and retired teachers in the Canadian province of Ontario;

   – for MDP: private investment focusing on management buyouts, growth financing, financing for recapitalizations and acquisitions;

   – for Fleet Complete: providing mobile-tracking technologies which are focused on connecting fleet vehicles, mobile assets and mobile workforce-based businesses..

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(a) of

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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 27, 22.01.2019, p. 17.

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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.