EUROPEAN COMMISSION

Brussels, 29.6.2023
C(2023) 4514 final

PUBLIC VERSION

Wendel Luxembourg S.A.
5 rue Pierre d'Aspelt
L-1142 Luxembourg
Luxembourg

Subject: **Case M.11141 - WENDEL / TOPSCALE**
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 7 June 2023, the European Commission received notification of a proposed concentration pursuant to Article 4 of the Merger Regulation, by which Wendel Luxembourg S.A. (Luxembourg), controlled by Wendel S.E. (France) ('Wendel') will acquire within the meaning of Article 3(1)(b) of the Merger Regulation control of the whole of Topscale SAS (France) ('Scalian') by way of purchase of shares.[3]

2. The business activities of the undertakings concerned are the following:

   – Wendel Luxembourg is an authorized alternative investment fund manager which is fully owned by Wendel, a French investment firm. Wendel indirectly holds and manages Wendel Group's unlisted investments and certain listed investments through reserved alternative investment funds. Wendel is active, through its controlled portfolio companies, on a worldwide basis,

   – Scalian is a provider of services in industrial project management, supply chain (costs, quality, deadlines, performance), architecture and development of embedded digital systems and information system applications, big data and AI. Scalian is mainly active in Europe and North America.

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

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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 206, 13.6.2023, p. 17.

4. paragraph 5(b) of the Commission Notice on a simplified procedure for treatment of certain concentrations under Council Regulation (EC) No 139/2004.[4]

5. 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.