

COMPETITION COMMISSION OF INDIA

14th February, 2012

Combination Registration No.: C-2012/02/32

Order under Section 31(1) of the Competition Act, 2002

1. On 3rd February, 2012, the Competition Commission of India (hereinafter referred to as the “**Commission**”) received a notice under sub section (2) Section 6 of the Competition Act, 2002 (hereinafter referred to as the “**Act**”) of the proposed combination between Legrand (India) Private Limited (“**LIPL**”) and Indo Asian Electric Private Limited (“**IAEPL**”) (hereinafter LIPL and IAEPL are collectively referred to as “**parties to the combination**”), given jointly by the parties to the combination.
2. The notice relates to the proposed combination wherein LIPL would merge with IAEPL pursuant to implementation of the scheme of arrangement, under Sections 391 to 394 and other applicable provisions of the Companies Act, 1956, approved by the board of directors of each of the parties to the combination on 5th January, 2012.
3. The proposed combination falls under Section 5(c) of the Act.
4. LIPL is a private limited company incorporated under the provisions of Companies Act, 1956. As disclosed in the notice, 99.99 per cent of the equity share capital of LIPL is held by B. Ticino S.p.A. Italy, a wholly owned subsidiary of Legrand Netherland BV and the remaining of the equity share capital is held by Legrand Netherland BV which in turn is a wholly owned subsidiary of Legrand France. IAEPL is a private limited company incorporated under the provisions of Companies Act, 1956. As stated in the notice, 55.55 per cent of the equity share capital of IAEPL is held by Legrand Netherland BV, 44.44 per cent of the equity share capital is held by LIPL and the remaining of the equity share capital is held by Legrand France.
5. It is stated in the notice that LIPL is engaged in the business of manufacturing and trading of low voltage electrical products and digital systems in the premium segment and IAEPL is engaged in the business of manufacturing and trading in electrical products in the medium and low cost segment. Further, LIPL has an agreement with IAEPL for purchase of Legrand brand electrical low voltage miniature circuit breakers (MCBs), wiring devices etc. which are manufactured by IAEPL. LIPL for the said purpose sells



components of MCBs, wiring devices and moulds & machines to IAEPL till such time IAEPL is able to manufacture and/or procure the components from the market.

6. As already observed both LIPL and IAEPL are part of Legrand Group as hundred per cent equity share capital of both LIPL and IAEPL are held by Legrand France through its wholly owned subsidiaries and the ultimate control over the business activities carried on by LIPL and IAEPL, before and after the proposed combination, remains with Legrand France. Based on the facts on record and the details provided in the notice filed under sub-section (2) of Section 6, the proposed combination is not likely to give rise to any adverse competition concern in India.
7. Considering the facts on record and the details provided in the notice given under sub-section (2) of Section 6 of the Act and the assessment of the proposed combination, the Commission is of the opinion that the proposed combination is not likely to have an appreciable adverse effect on competition in India and therefore, the Commission hereby approves the proposed combination under sub-section (1) of Section 31 of the Act.
8. This approval is without prejudice to any other legal/statutory obligations as applicable.
9. This order shall stand revoked if, at any time, the information provided by the parties to the combination is found to be incorrect.
10. The Secretary is directed to communicate to the parties to the combination accordingly.



Certified True Copy

[Handwritten Signature]
23.02.2012

BHUPENDRA SINGH
Deputy Director (FA)
Competition Commission of India
Government of India
New Delhi