

Combination Registration No. C-2012/02/36

Order under Section 43A of the Competition Act, 2002

1. On 10<sup>th</sup> February, 2012, the Competition Commission of India (“**Commission**”) received a notice under sub-section (2) of Section 6 of the Competition Act, 2002 (“**Act**”) of the proposed combination between Thesys Technologies Private Limited (“**TTPL**”) and Capgemini India Private Limited (“**CIPL**”) given belatedly. The belated notice regarding the proposed combination between TTPL and CIPL was filed pursuant to the scheme of amalgamation under the provisions of Sections 391 to 394 of the Companies Act, 1956 approved by the board of directors of both CIPL and TTPL through separate resolutions dated 3<sup>rd</sup> November, 2011 and 4<sup>th</sup> November, 2011 respectively. Along with the notice, TTPL and CIPL also filed an application for condonation of delay in filing the said notice.
2. The Commission in its ordinary meeting held on 16<sup>th</sup> February, 2012, in terms of the Competition Commission of India (Procedure in regard to transaction of business relating to combinations), Regulations, 2011 (“**Combination Regulations**”) admitted the belated notice with effect from 16<sup>th</sup> February, 2012. Further, the Commission decided to initiate separate proceedings regarding imposition of penalty under Section 43A of the Act. Accordingly, a show cause notice dated 29<sup>th</sup> February, 2012 was sent to TTPL and CIPL under Section 43A of the Act read with Regulation 48 of the Competition Commission of India (General) Regulations, 2009.
3. On 19<sup>th</sup> March, 2012, the Commission received the reply of TTPL and CIPL to the said show cause notice.
4. Considering the facts and circumstances of the case coupled with the fact that this is the first year of implementation of enforcement provisions relating to combinations in the Act, the Commission is of the opinion that no penalty is required to be imposed on TTPL and CIPL in terms of Section 43A of the Act.
5. The Secretary is directed to communicate to TTPL and CIPL accordingly.



Certified True Copy

*[Handwritten Signature]*  
23/4/12  
ANIL K. VASHISHT  
Office Manager  
Competition Commission of India  
New Delhi