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Common Market for Eastern
and Southern Africa

1st April 2021

CCC Merger Inquiry Notice No. 9 of 2021

Notice of inquiry into the proposed acquisition of joint control by Funds Managed by Bain Capital Investors and Cinven Capital Management (VII) General Partner Limited through Herens Holdco AG, of Lonza's Specialty Ingredients Business

It is hereby notified in terms of Article 26(6) of the COMESA Competition Regulations (the "Regulations") that the COMESA Competition Commission (the "Commission"), after receiving a notification in terms of Article 24 of the Regulations regarding the proposed acquisition of joint control by funds managed by Bain Capital Investors, L.L.C. ("**Bain Capital**") together with funds managed by Cinven Capital Management (VII) General Partner Limited ("**Cinven Capital Management (VII)**") through Herens HoldCo AG ("**Herens HoldCo**" or the "**Acquiring Firm**"), of Lonza's Specialty Ingredient's Business, including its relevant subsidiaries ("**LSI**" or the "**Target Firm**"), intends to embark on an inquiry in terms of Article 26 of the regulations.

The Parties

Herens Holdco

The parties have submitted that the acquiring firm, **Herens Holdco**, is a special purpose vehicle which is indirectly and jointly controlled by funds managed by Bain Capital and funds managed by Cinven Capital Management (VII).

It has been submitted that Bain Capital is a company incorporated under the laws of the state of Delaware, United States of America (USA), with its business address at 200 Clarendon Street, Boston, Massachusetts 02116, USA. Bain Capital is a global private equity investment firm that invests, through its family of funds, in companies across a number of industries, including information technology, healthcare, retail and consumer products, and communication, financial and industrial/manufacturing. It was submitted that within the Common Market for Eastern and Southern Africa (COMESA), Bain Capital is active in Egypt, Kenya, Mauritius, Rwanda, Tunisia, and Uganda.

The parties have also submitted that Cinven Capital Management (VII) is a company incorporated under the laws of Guernsey, with its business address at Level 4, Mill Court, La Charroterie, St Peter Port, GY1 1EJ, Guernsey. Cinven Capital Management (VII) forms part

of the Cinven group, a European private equity business engaged in the provision of investment management and investment advisory services to a number of investment funds. The companies in the Cinven funds' portfolio of investments are active in a wide range of sub-sectors, with a particular focus on business services, consumer, financial services, healthcare, industrial and technology, media and telecommunications. It was submitted that within COMESA, Cinven Capital Management (VII) is active in Burundi, Comoros, Djibouti, Egypt, Eritrea, Eswatini, Ethiopia, Kenya, Libya, Madagascar, Malawi, Mauritius, Seychelles, Somalia, Sudan, Tunisia, Uganda, Zambia and Zimbabwe.

LSI

The parties have submitted that the target, LSI, is Lonza Group AG's Specialty Ingredients Business, including its relevant subsidiaries, the chemical business segment of the Lonza Group AG, a public company incorporated under the laws of Switzerland, with its principal business address at Muenchenstreinerstrasse 38, CH-4002 Basel, Switzerland. Lonza Group AG is listed on the SIX Swiss Exchange. It has been submitted that LSI is a provider of microbial control solutions for professional hygiene and personal care products. Further, LSI offers the custom development and manufacturer of specialty chemicals and composites to support the electronics, aerospace, food and agro-chemical industries. The parties submitted that LSI operates in the following COMESA Member States: Democratic Republic of Congo, Egypt, Eswatini, Ethiopia, Kenya, Madagascar, Malawi, Mauritius, Tunisia, Uganda and Zimbabwe.

The Commission will, in accordance with the provisions of the Regulations, determine, among other things, whether or not the proposed transaction is likely to substantially prevent or lessen competition within the common market and whether the proposed transaction is or would be contrary to the public interest as provided for under Article 26 of the Regulations.

In view of this, the Commission hereby gives notice to all interested stakeholders, including competitors, suppliers and customers of the parties to the proposed transaction to submit written representations to the Commission with regard to the subject matter of the proposed inquiry by emailing them to: akamanga@comesa.int. All written representations should be sent to the Commission not later than 20th April 2021.

If you wish to seek further details and/or clarifications on any aspect of this proposed transaction or need assistance you may get in touch with **Mr. Ali Kamanga, Senior Analyst, Mergers and Acquisitions** on Tel: +265 (0) 1 772 466 or akamanga@comesa.int.

All written representations submitted to the Commission will be treated with the strictest confidentiality and will only be used for the purpose of this inquiry.