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Common Market for Eastern
and Southern Africa

10 September 2024

CCC Merger Inquiry Notice No. 34 of 2024

Notice of Inquiry into the Proposed Acquisition by HPS Investment Partners of Chorus Aviation Leasing Inc., Chorus Aviation Investment Holdings LP and Chorus Aviation Holdings GP Inc.

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 by HPS Investment Partners, LLC through certain funds which it manages ("**HPS**", or the "**acquiring group**") of Chorus Aviation Leasing Inc. ("**CAL**"), Chorus Aviation Investment Holdings LP ("**CAIH**") and Chorus Aviation Holdings GP Inc. ("**CAHG**") or (collectively, with their respective subsidiaries and affiliates, the "**target group**") from Chorus Aviation Inc. ("**Chorus**"), intends to embark on an inquiry in terms of Article 26 of the Regulations.

HPS, headquartered in the United States of America, is a wholly owned subsidiary of HPS Group Holdings II LLC, both of which are incorporated in accordance with the laws of United States of America. HPS is a global investment management firm, managing various strategies across the capital structure, including privately negotiated senior debt; privately negotiated junior capital solutions in debt; preferred and equity formats; liquid credit including syndicated leveraged loans; collateralized loan obligations and high yield bonds; asset-based finance; and real estate. In the Common Market, the acquiring group operates in the Democratic Republic of Congo ("**DRC**"), Egypt, Ethiopia, Kenya, Libya, Madagascar, Malawi, Mauritius, Seychelles, Sudan, Tunisia, Uganda, Zambia and Zimbabwe.

The parties have submitted that the target group, which includes CAL, CAIH, and CAHG, is incorporated or otherwise established in Canada. It consists of Chorus's regional aircraft leasing business, encompassing Falko Regional Aircraft Limited and Falko (Ireland) Limited (collectively referred to as "**Falko**"). Falko, headquartered in Hatfield, United Kingdom, and Dublin, Ireland, specializes in aircraft leasing and management. Chorus is a global aviation solutions provider and asset manager headquartered in Canada, with a focus on regional aviation. Its core activities include contract flying, aircraft leasing, managing aircraft for fund investors and other third-party owners, maintenance, repair, overhaul services, and pilot training. The target group primarily engages in aircraft leasing and management. Within the Common Market, it operates in Ethiopia and Kenya.

The notified transaction involves the acquisition by HPS, through certain funds that it manages, of 100% of the target group from Chorus Aviation Inc.

The Commission will, in accordance with the provisions of the Regulations, determine, among other things, whether 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: mdebessay@comesacompetition.org. All written representations should be sent to the Commission not later than **30 September 2024**.

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. Mengistu Debessay, Senior Analyst, Competition Division** on Tel: +265 (0) 111 772 466 or mdebessay@comesacompetition.org.

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.