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M.9335 - TRITON / LUXINVA / IFCO SYSTEMS

SECTION 1.2

Description of the concentration

The transaction consists of the acquisition within the meaning of Article 3(1)(b) of the Merger Regulation of joint control over IFCO Systems B.V. and its subsidiaries (together referred to as the “**IFCO Group**”) via IFCO Systems B.V. (the Netherlands) by Triton Managers V Limited (Jersey), Triton Fund V GP S.à r.l. (Luxembourg), Triton Fund V F&F No. 3 General Partner Limited (Jersey) and TFF V Limited (Jersey), in their capacities, indirectly or directly, as general partners of the various limited partnerships constituting Triton Fund V (together referred to as “**Triton Fund V**”) and Luxinva S.A. (“**Luxinva**”, Luxembourg), by way of an (indirect) purchase of shares in IFCO Systems B.V. from Brambles Investments Ltd. (England and Wales), an (indirect) subsidiary of Brambles Limited (Australia).

Triton Fund V belongs to a group of independent European private equity funds managed and advised by the Triton group (collectively “**Triton**”, Channel Islands). The private equity funds managed by the Triton group, including Triton Fund V, are dedicated to investing primarily in medium-sized businesses headquartered in Northern Europe, with particular focus on businesses in three core sectors: Business Services, Industrials and Consumer/Health.

Luxinva is an indirect, wholly-owned subsidiary of the Abu Dhabi Investment Authority (“**ADIA**”) and owns private equity investments. ADIA is a government entity owned by the Emirate of Abu Dhabi. It invests funds allocated to it by the Government of Abu Dhabi and manages a global investment portfolio that is diversified across multiple asset classes.

The IFCO Group is active in the food transportation packaging sector. It provides pooled reusable plastic containers (“**RPCs**”) that are primarily used to transport fresh food products (including fruits, vegetables, meat and poultry, seafood, eggs and bakery goods) from growers or manufacturers to grocery retailers. The IFCO Group also provides management services in relation to its RPCs ranging from delivering clean containers to producers, collecting them from retailers, to cleaning and sanitizing them for re-use.