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COMP/M. 4586 - NUTRILUX / PROVIMI

SECTION 1.2

Description of the concentration

The Transaction encompasses the acquisition, by Nutrilux S.à.r.l., of sole control over Provimi S.A. through an off-market majority block trade. A Share Purchase Agreement has therefore been entered into between Provimlux Investments SA, Provimi's main shareholder, and Nutrilux S.à.r.l. on 30 January 2007. A mandatory takeover bid has been launched in Poland pursuant to completion of the Transaction. A mandatory takeover bid will also have to be launched in France as a "*garantie de cours*" according to articles 231-1 *et seq* of the *Autorité des marchés financiers* General Regulation.

Nutrilux S.à.r.l. is a special purpose vehicle incorporated under the laws of Luxembourg, controlled by the Permira IV Fund.

Provimi is engaged primarily in the manufacturing, distribution and sale of animal nutrition and animal health products.

The Transaction will thus not raise any competition concern since the Parties' activities neither overlap nor have any vertical link.