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COMP/M.5969-SCJ / SARA LEE

SECTION 1.2

Description of the concentration

The notified merger consists of the acquisition by SC Johnson & Son, Inc. (“**SCJ**”), a US family-owned company active in consumer products, of sole control over Sara Lee Corporation’s insect control business.

Both parties are active in the household insect control sector, in particular, in household insecticides (i.e., flying insect killers, crawling insect killers and anti-moth products). The parties’ activities overlap in Spain, Greece, France, Belgium and the Czech Republic.

The proposed concentration will allow SCJ to integrate Sara Lee Corporation’s business into its insect control structure, creating relevant cost savings. The transaction will primarily strengthen SCJ’s position in geographic areas where its market position is currently marginal (for instance, Asia, and in particular Malaysia) and in certain products where it currently enjoys a weaker situation (particularly, anti-moth). It will also allow SCJ to diversify its current brand portfolio and to reposition some of the Sara Lee’s brands.