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COMP/M.6542- EASTMAN CHEMICAL COMPANY / SOLUTIA

SECTION 1.2

Description of the concentration

1. On 16 April 2012, the Commission received notification of a proposed concentration pursuant to Article 4 of Council Regulation (EC) No 139/2004 (“EUMR”) by which Eastman Chemical Company (“Eastman”) entered into an agreement and plan of merger (“Agreement”) with Solutia Inc. (“Solutia”), and Eagle Merger Sub Corporation (“Eagle”), a wholly-owned subsidiary of Eastman. Pursuant to the Agreement, at the closing of the Acquisition, Eagle will merge with and into Solutia, with Solutia surviving the merger as a wholly-owned subsidiary of Eastman (“Acquisition”). As a result of the Transaction, Eastman will acquire sole control over Solutia.
2. The business activities of the undertakings concerned are as follows:
3. Eastman: Manufacturing, development, distribution and marketing of chemicals, plastics and fibers.
4. Solutia: Development, production and marketing of performance materials and specialty chemicals.
5. Only Solutia makes or sells ethyl acetate in the EEA, and Eastman’s sales to Solutia are all outside the EEA. There is no horizontal or vertical overlap between the Parties in the EEA.