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COMP/M. 6767 - BAIN CAPITAL INVESTORS / ATENTO

SECTION 1.2

Description of the concentration

- 1.1.1 The proposed concentration involves the proposed acquisition of all shares of Atento Inversiones y Teleservicios S.A. (“**Atento**”) from Telefonica S.A. (“**Telefonica**”) by Bain Capital Brazilco Participacoes S.A. (“**Brazil Holdco**”); B.C. Atalaya Mexholdco, S. de R.L. de C.V. (“**Mexico Holdco**”); Global Chaucer, S.L.U. (“**Spain Holdco**”); Global Laurentia, S.L.U. (“**Spain Holdco 2**”); B.C. Spain Holdco 4, S.A.U. (“**Spain Holdco 4**”); Global Kiowa, S.L.U. (“**Spain Holdco 5**”); BC Luxco 1 (“**Luxco 1**”); and BC Luxco 2 (“**Luxco 2**”) (collectively, the “**Purchasers**”) (the “**Proposed Transaction**”). The Purchasers are recently created holding companies for the purposes or in contemplation of the Proposed Transaction and are all controlled by Bain Capital Investors, LLC (“**Bain Capital Investors**”). As a result of the Proposed Transaction, Bain Capital Investors will acquire indirect sole control of Atento and its subsidiaries.
- 1.1.2 The activities of the Parties are as follows:
- **Purchasers:** holding companies;
 - **Bain Capital Investors:** private equity investment firm; and
 - **Atento:** provider of business process outsourcing services, primarily related to client relationship management, and in particular customer care.