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M. 7783 - HELLMAN & FRIEDMAN / SECURITAS DIRECT GROUP

SECTION 1.2

Description of the concentration

Dream Luxco SCA (“**Luxco**”) and its direct and indirect subsidiaries (together “**Securitas Direct**”) are jointly controlled by funds or special purpose vehicles controlled by Bain Capital Fund X, L.P. and Bain Capital Europe Fund III L.P. (together, the “**Bain Funds**”, being funds ultimately controlled by Bain Capital Investors, LLC (“**Bain Capital Investors**”)) and Shield Investors, Ltd. (in its capacity as the general partner of Shield GP, L.P.) or its affiliates (Shield GP, L.P. is a parallel fund of Hellman & Friedman Capital Partners VII, L.P., and together with its affiliated and parallel funds and fund entities is referred to as “**HFCP VII**”).

The concentration involves the proposed acquisition by HFCP VII of 100% of the Bain Funds’ current interest in Luxco, the ultimate holding company of Securitas Direct, and in Dream G.P. S.à r.l. (“**G.P.**”), the company which manages Luxco (the “**Transaction**”). As a result of the Transaction, Luxco and GP will be wholly owned by HFCP VII (before management dilution in the case of Luxco).

The activities of the parties are as follows:

- *HFCP VII*: private equity fund.
- *Securitas Direct*: provision of security services.