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M.8016 - SANOFI PASTEUR / VACCINES OF SANOFI PASTEUR MSD

SECTION 1.2

Description of the concentration

- (1) On 23 September 2016, the European Commission received notification of a proposed concentration under Article 4 of the EU Merger Regulation pursuant to which Sanofi Pasteur SA (“**Sanofi Pasteur**”) intends to acquire sole control within the meaning of Article 3(1)(b) of the EU Merger Regulation over some of the human vaccines and immunoglobulins over which it currently has joint control together with Merck & Co., Inc., (“**Merck**”) through the joint venture Sanofi Pasteur MSD SNC (“**SPMSD**” or “**the JV**”).
- (2) This results from the early termination of **SPMSD**, a joint venture created in 1994 by Sanofi Pasteur and Merck on a 50/50 basis to develop and market in 19 European countries¹ human vaccines and immunoglobulins originating from both parent companies and transferred to the JV at the time of its creation or during the development stage. Each of Sanofi Pasteur and Merck will re-acquire these products to independently manage their product portfolios and pursue their own distinct growth strategies.
- (3) **Sanofi** is a publicly listed company, headquartered in Paris, France, whose shares are traded on Euronext and the New York Stock Exchange. It is the ultimate parent company of a global healthcare consolidated group consisting of approximately 400 subsidiaries. Sanofi is active in the research, development, manufacture and sale of healthcare products, and is organised around three principal activities: pharmaceuticals, human vaccines and animal health.
- (4) **Sanofi Pasteur** operates Sanofi’s human vaccines activity in the U.S., Asia, Latin America, Africa, Middle East and Eastern Europe (in the 19 European countries of SPMSD territory, Sanofi Pasteur is currently not active). It offers a broad range of vaccines to immunise against 20 serious diseases, focusing on 5 areas: pediatric vaccines, influenza vaccines, adult and adolescent booster vaccines, meningitis vaccines and travel and endemic vaccines.

¹ Austria, Belgium, Denmark, Finland, France, Germany, Greece, Iceland, Ireland, Italy, Liechtenstein, Luxembourg, the Netherlands, Norway, Portugal, Spain, Sweden, Switzerland and the United Kingdom.