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M.8613 - KONICA MINOLTA / INNOVATION NETWORK CORPORATION OF JAPAN / AMBRY GENETICS

SECTION 1.2

Description of the concentration

On 1 September 2017, the European Commission received a notification of a proposed concentration pursuant to Article 4 of Council Regulation (EC) No. 139/2004, by which Konica Minolta, Inc. (**KM**) and Innovation Network Corporation of Japan (**INCJ**) will indirectly acquire within the meaning of Article 3(1)(b) of Council Regulation (EC) No. 139/2004 joint control over Ambry Genetics Corp (**AG**), by way of purchase of shares. The indirect acquisition will be made via a holding company, Konica Minolta PM. Inc (**KMPM**), and its wholly-owned special purpose vehicle. AG will then be merged with this special purpose company, and thus will be indirectly jointly controlled by KM and INCJ. AG provides genetic laboratory testing services.

KM is a technology company headquartered in Tokyo. KM specializes in imaging products, data analysis optics and nano-fabrication. In this respect, KM develops and manufactures a wide range of hardware and software products that offer solutions to businesses. KM employs more than 43,000 people, and is active in 150 countries, across Europe, USA, Japan, China, Asia and other countries.

INCJ is a public-private partnership of the Japanese Government and 26 private companies. INCJ pursues investment activities by providing financial, technological and management support to next generation businesses. It provides risk capital over the medium to long term to innovative enterprises with a growth potential that brings a value to society.

KMPM is a holding company to be incorporated and owned by KM and INCJ with shareholdings of 60% and 40% respectively, for the purposes of holding, firstly, the shares in the special purpose vehicle that will be merged into AG, and subsequently, the shares in the surviving company.

AG is a healthcare company based in the US. It provides genetic laboratory testing services and is active in related genetic research activities. The company offers a diverse suite of genetic testing solutions for inherent and non-inherent diseases. AG operates in California and focuses its business on the US and Canada with negligible activities in the EU (less than EUR 350,000 in revenues).