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M.8807 - SPECTRIS / MACQUARIE GROUP / SOUNDWAVE HOLDINGS

SECTION 1.2

Description of the concentration

The proposed concentration concerns the establishment of a full-function joint venture, between the Macquarie group, being Macquarie Group Limited (an entity listed on the Australian Securities Exchange) and its subsidiaries (“**Macquarie**”) and the Spectris group (“**Spectris**”), within the meaning of Article 3(1)(b) of Regulation (EC) No. 139/2004.

The joint venture entity is Soundwave Holdings Pty Ltd, a newly-incorporated Australian company.

Macquarie will acquire 50% of the voting rights in the joint venture entity from Spectris by way of purchase of shares. Macquarie and Spectris will therefore jointly control the joint venture entity.

The joint venture, whose business activities are being contributed by Spectris, will provide environmental monitoring services to businesses.

Macquarie is a diversified Australian financial group primarily active in the provision of asset management and finance, banking, advisory and risk and capital solutions across debt, equity and commodities in select jurisdictions around the world.

Spectris is a UK company primarily active in the manufacture and supply of productivityenhancing instrumentation and controls for technically-demanding industrial applications.