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**M. 9241 - CATTOLICA / IMA FRANCE / IMA ITALIA GROUP**

**SECTION 1.2**

**Description of the concentration**

The envisaged Transaction entails the acquisition of joint control of IMA Italia Assistance S.p.A. and IMA Servizi S.c. a r.l. (Italy), currently subject to the sole control of Inter Mutelles Assistance S.A. (France), by Società Cattolica di Assicurazione – Società cooperativa (Italy) and Inter Mutelles Assistance S.A.

The envisaged Transaction foresees the acquisition by Società Cattolica di Assicurazione - Società cooperativa of minority shareholdings in both IMA Italia Assistance S.p.A. and IMA Servizi S.c. a r.l.'s corporate capitals and the execution with the current holders of the majority of the undertakings' corporate capital of a shareholders' agreement and a quotaholders' agreement, pursuant to which Società Cattolica di Assicurazione - Società cooperativa shall be entitled to appoint its Board members and certain strategic decisions to be adopted by the Board of Directors of IMA Italia Assistance S.p.A. and IMA Servizi S.c. a r.l. will require the necessary favourable also by the Board members designated by Società Cattolica di Assicurazione - Società cooperativa.

The business activities of the parties to the envisaged Transaction are as follows:

- Cattolica di Assicurazione – Società cooperativa: life and non-life insurance in Italy;
- Inter Mutelles Assistance S.A.: non-life insurance, non-life reinsurance and provision of assistance services, primarily in France;
- IMA Italia Assistance S.p.A. and IMA Servizi S.c. a r.l.: non-life insurance, non-life reinsurance and provision of assistance services in Italy.