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M.10349 – AMAZON/MGM

SECTION 1.2

Description of the concentration

The proposed concentration concerns the acquisition of sole control by Amazon.com, Inc. ("**Amazon**") of MGM Holdings Inc. ("**MGM**") through the acquisition of its entire issued share capital.

Amazon is based in Seattle, Washington, US. It operates a range of businesses including retail, entertainment, consumer electronics, and technology services. Most relevant to the Transaction, Amazon is active in the (co-)production of AV content through Amazon Studios, which is available alongside third-party content on Amazon's home entertainment offering, Prime Video, available to consumers in the EEA and internationally. In addition, Amazon produces streaming media player devices and supplies other forms of digital content, including music streaming, audiobooks, and e-books.

MGM is an entertainment company based in Beverly Hills, California, US. MGM is active in the production and global distribution of AV content. In particular, MGM is involved in the development, production, financing, and acquisition of films for theatrical (*i.e.*, cinema) release, as well as the production and licensing of films for distribution via all other means and media throughout the world, including non-theatrical, free and Pay-TV, physical home video, and all forms of digital home entertainment. MGM is not active in theatrical distribution in the EEA, but distributes its content through third parties. With regard to TV content, MGM produces and distributes scripted and unscripted shows. MGM offers a wholesale channel, MGM+, in a number of EEA jurisdictions via retail distributors Prime Video, Zattoo, and Mediaset. MGM is also active in licensing IP rights for use in consumer products and interactive games, as well as various other licensing activities.