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**M.10798 NBIM / OXFORD PROPERTIES / SONY CENTER**

**SECTION 1.2**

**Description of the concentration**

The notified concentration concerns the acquisition of joint control by Norges Bank Investment Management ("**NBIM**"), alongside OPG Esplanade S.À.R.L., part of the Oxford Properties Group ("**Oxford Properties**") of Sony Center, BellevuestraÙe 5, 10785 Berlin ("**Sony Center**"), within the meaning of Article 3(1)(b) and 3(4) of the Merger Regulation.

The Transaction will be effected contractually by way of an SPA and a Shareholders' Agreement.

The areas of activity of the undertakings concerned by the Transaction are as follows:

- a) **Oxford Properties** is principally active in the ownership, development and management of real estate assets. It is the real estate arm of OMERS Administration Corporation ("**OMERS**"). OMERS is the administrator of the Ontario Municipal Employees Retirement System Primary Pension Plan and trustee of the pension funds. OMERS manages a diversified global portfolio of stocks and bonds as well as real estate, private equity and infrastructure investments. Both OMERS and Oxford Properties are multinational corporations headquartered in Canada. Oxford Properties Group predominantly exercises its activities in Canada, but it also has operations throughout North America, Europe, Asia and Australia, with offices in the UK, the US, Luxembourg, Singapore and Australia;
- b) **NBIM's** business activities are related to institutional investment for the Government Pension Fund Global ("**GPF**G"), with its investment in the Sony Center forming part of its management of the GPF G on behalf of the Norwegian Ministry of Finance. NBIM Jahn, which will hold 50% of the shares in Sony Center, is a wholly-owned subsidiary of NBIM's principal German real estate investment vehicle NBRE Germany AS which holds the GPF G's German real estate investments via different separate legal entities; and
- c) **Sony Center** is a large multi-use commercial-rental and residential real estate asset in Berlin, Germany. In particular, the Sony Center comprises the following four entities: (i) Sochribel GmbH, which owns the property; (ii) Sochribel Fixtures GmbH, which is the owner of certain fixtures, equipment and other moveable assets at or within the property; (iii) Esplanade Gastronomie GmbH, which is operating a restaurant business in a unit of the property; and (iv) Forum Event Management GmbH, which rents certain areas / facades within general areas of the buildings for events or advertising purposes.