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M.10738 – LEAR / IG BAUERHIN

SECTION 1.2

Description of the concentration

The Proposed Transaction concerns the acquisition of sole control within the meaning of Article 3(1)(b) Merger Regulation of IG Bauerhin GmbH and its subsidiaries, Bauerhin-Elektro-Wärme GmbH and HG Tronic spol s.r.o. by Lear Corporation (“Lear”).

Lear is a large US-based supplier of automotive seating, wire harnesses and electronics that serves major automotive companies. Lear’s activity in the seating segment includes the design, development, engineering, just-in-time assembly and delivery of complete seat systems to original equipment manufacturers and the design, development, engineering and manufacture of all major seat components, including seat covers and surface materials such as leather and fabric, seat structures and mechanisms, seat foam and headrests.

The Target consists of Germany-based IGB’s seat comfort, interior and sensor businesses. The seat comfort business relates to seat heating and seat ventilation, the interior business to surface and steering wheel heaters, as well as steering wheel sensors and the sensor business relates to pressure sensors for seats, primarily for light vehicles and to a very limited extent to heavy vehicles.

The Proposed Transaction seeks to expand Lear’s product offer in the specialized comfort seating solutions business to improve vehicle performance and packaging. These are important benefits to customers, as more customers are demanding these features across various vehicle segments.