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M.11151 - BDT / LGP / PROMACH

SECTION 1.2

Description of the concentration

The Transaction constitutes a concentration within the meaning of Article 3(1)(b) of the Merger Regulation on the basis that it constitutes an acquisition of indirect control by one or more funds managed by affiliates of BDT Capital Partners, LLC (“BDT”) and funds managed by affiliates of Leonard Green & Partners, L.P. (“LGP”), by way of purchase of securities, of the whole of Pro Mach, Inc. (“ProMach”). The Transaction also constitutes a concentration within the meaning of Art 3(4) of the Merger Regulation on the basis that it leads to the creation of a joint venture – ProMach – that will be performing, on a lasting basis, all the functions of an autonomous economic entity.

The business activities of BDT, LGP and ProMach are as follows:

- BDT is a U.S. merchant bank headquartered in Chicago, Illinois. BDT specializes in investments in family-owned and founder-led businesses. It currently has 32 controlled portfolio companies active in more than 150 countries.
- LGP is a U.S. private equity investment firm headquartered in Los Angeles, California. LGP primarily focuses on investing in companies providing services, including consumer, business, and healthcare services, as well as retail, distribution, and industrials.
- ProMach, headquartered in Covington, Kentucky, U.S., is a provider of packaging machinery solutions and related aftermarket products and services (including engineering and integration services) serving manufacturers of all sizes and geographies in the food, beverage, pharmaceutical, personal care as well as household and industrial goods industries. ProMach’s business is currently largely focused on the U.S. and Canada, but it also offers its services in the EEA and elsewhere in the world.