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M.11356 - PLATINUM / BAIN CAPITAL / US LBM

SECTION 4

Description of the concentration

This notification relates to the proposed acquisition of joint control, within the meaning of Articles 3(1)(b) and 3(4) of the EUMR, over BCPE Ulysses Intermediate, Inc. and its subsidiaries (“US LBM”) by funds controlled, managed and / or advised by Platinum Equity Group and funds controlled, managed and / or advised by Bain Capital Investors, LLC (“Bain Capital”) (the “Proposed Transaction”).

On 15 October 2023, Platinum Equity Group, Bain Capital and certain minority non-controlling shareholders of US LBM entered into a Stock Purchase Agreement to redetermine the equity arrangements of US LBM (the “SPA”). Upon closing of the Proposed Transaction, funds controlled, managed or advised by Platinum Equity Group and Bain Capital will each own 50% of the voting equity of, and exercise joint control over a special purpose entity that will hold the entire issued share capital of US LBM.

Platinum Equity Group¹⁹ specializes in the merger, acquisition and operation of companies that provide services and solutions to customers in a broad range of businesses, including information technology, telecommunications, logistics, metal services, manufacturing and distribution. Platinum Equity Group is headquartered in the United States and has operations worldwide.

Bain Capital is a private equity investment firm that invests in companies across a number of industries, including information technology, healthcare, retail and consumer products, communications, financial services and industrial/manufacturing. Bain Capital is headquartered in the United States and has operations worldwide. The Bain Capital funds investing in US LBM through the Proposed Transaction are ultimately controlled by Bain Capital Investors, LLC.

US LBM is a U.S. distributor of specialty building materials. Its product portfolio includes windows, doors, millwork, wallboard, roofing, siding, engineered components and cabinetry. US LBM is headquartered in the United States and has no revenues, assets, operations or corporate presence outside North America. US LBM is currently solely controlled by funds controlled, managed and / or advised by Bain Capital.