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M.11603 – ADVENT / GENSTAR / PROMETHEUS GROUP

SECTION 4

Description of the concentration

On July 15, 2024, the European Commission received a notification of a proposed concentration pursuant to Article 4 of Council Regulation (EC) No 139/2004 (the “EU Merger Regulation”) whereby Advent International, L.P. (“Advent”) and Genstar Capital Partners LLC (“Genstar”) propose each to acquire joint control of Prometheus Group (“Prometheus”), within the meaning of Article 3(1)(b) of the EU Merger Regulation, by way of a purchase of shares (the “Proposed Transaction”).

Advent is incorporated in the United States and is ultimately controlled by AIC Parent Inc., a Delaware incorporated holding company. Advent is a globally active private equity investor which focuses on (i) the acquisition of equity stakes in companies where it believes that an injection of capital would improve the company’s future prospects for growth, and (ii) the management of investment funds. Advent has holdings in various sectors, including healthcare, industrial, technology, retail, consumer and leisure, and business and financial services.

Genstar is a globally active private equity firm incorporated in the United States. Genstar invests in four sectors: financial services, healthcare, industrial technology, and software.

Prometheus is incorporated in the United States, headquartered in Raleigh, North Carolina. Prometheus is a software solutions provider which provides a cloud-based enterprise asset management system that incorporates nine interconnected modules including: planning and scheduling; environmental health and safety; mobility; reporting and analytics; master data; shutdown, turnaround and outage; contractor management; project and portfolio management; and asset performance management.

Prometheus is active globally. Prometheus is currently controlled by Genstar. The Proposed Transaction comprises the entry of Advent as a co-controlling shareholder, such that, post-Transaction, the Target will be controlled jointly by each of Advent and Genstar.