

A summary of the combination in terms of regulation 13(1B) of the Competition Commission of India (Procedure in regard to the transaction of business relating to combinations) Regulations, 2011 is as follows:

A. Name of the Parties to the Combination

(i) Acquirer

Brassco Engineering Limited (“**Acquirer**”), a public limited company held by two shareholders viz. Mr. Gautam Malhotra holding 74% (Seventy Four Percent) of equity interest and JMT Auto Limited holding 26% (Twenty Six Percent) equity interest (“**JMT Auto**”). JMT Auto is directly owned and controlled by Amtek Auto Limited. Amtek Auto Limited and JMT Auto are collectively hereinafter referred to as “**Amtek Group**”.

(ii) Target Entity

- (i) Sunbeam Auto Private Limited (including the business and assets acquired from Munjal Castings in terms of a business transfer agreement); and
- (ii) Munjal Castings.

Sunbeam Auto and Munjal Castings shall be collectively referred to as the “**Target Entities**”

B. The type of the Combination

The Acquirer, Sunbeam Auto and the shareholders of Sunbeam Auto have entered into a share purchase agreement, wherein the Acquirer has agreed to purchase 100% equity interest along with voting rights in Sunbeam Auto (“**SPA**”). Sunbeam Auto and Munjal Castings have further entered into a business transfer agreement for the purchase of entire assets and business of Munjal Castings by Sunbeam Auto (“**BTA**”). The Acquirer shall purchase the assets and business of Munjal Castings through the acquisition of Sunbeam Auto as per the terms of SPA (“**Proposed Combination**”).

The Proposed Combination shall fall within the purview of Section 5 (a) of the Competition Act, 2002 (“Act”) by virtue of the fact that Amtek Group exceeds the thresholds provided under Section 5 (a) (ii) (A) of the Act, as the Amtek Group, including Sunbeam Auto along with the entire business of Munjal Castings vested in Sunbeam Auto in terms of the BTA would jointly have, in aggregate, assets of a value of more than Rs. 6000,00,00,000 (Rupees Six Thousand Crores only) in India.

C. Area of activity of the parties to the Combination

The Target Entities are engaged in the manufacturing of aluminium die casted components for two wheeler auto components segment using the high pressure, low pressure and gravity aluminium die casting techniques. Amtek Group is engaged in the manufacturing of aluminium die casted components for various segments using high pressure and gravity aluminium die casting techniques. There is no significant horizontal overlap or vertical relationship between the parties to the Proposed Combination.

D. Relevant Market

The relevant product market for the Proposed Combination is ‘aluminium die casted automotive components’ manufactured and supplied to OEMs and automotive components manufacturers for use in the passenger cars, light and heavy commercial vehicles, construction and earth moving vehicles, two and three wheelers, tractors, railways etc. The relevant geographical market for the Proposed Combination is India as the components manufactured are used by the OEMs and other automotive components manufacturers across India.