

Summary of the Proposed Combination

*[In terms of Regulation 13 (1B) of the Competition Commission of India
(Procedure in regard to the transaction of business relating to
combinations), 2011, as amended on 7 January 2016]*

A. Name of the parties to the Proposed Combination

1. RPG Life Sciences Limited (“**RPGLS**”), Sun Pharmaceutical Industries Limited (“**SPIL**”), Sun Pharma Laboratories Limited (“**SPLL**”)

B. Type of the Proposed Combination

2. On 27 July 2016, SPIL and RPGLS executed an Asset Purchase Agreement (“**APA**”). Subject to the terms of the APA, SPIL and SPLL (SPLL is a wholly owned subsidiary of SPIL) shall assign and transfer the Assigned Brand(s) and the corresponding Assigned Products to RPGLS, with respect to the territory of India, along with the associated trademarks, goodwill, inventories, contracts and information contained in the registration dossiers and/or drug master file. Further, as part of APA, SPIL shall grant an exclusive, perpetual, royalty-free license with a right to grant sub-licenses (through multiple tiers) to RPGLS, with respect to the territory of India, for the SPIL Licensed Brand (“**Proposed Combination**”).

C. Area of the activity of the Parties to the Proposed Combination

RPGLS

3. RPGLS was incorporated on 29 March 2007. RPGLS is an integrated pharmaceutical company operating in branded formulations, domestic formulations and API space.

SPIL

4. SPIL was incorporated on 1 March 1993. SPIL has been ranked as the number 1 pharmaceutical company with a market share of 8.8% based on last 12 months sales data pertaining to branded generics in India. Broadly, the products manufactured by SPIL can be sub-divided into the following 3 categories – Formulations, API and OTC.

SPLL

5. SPLL was incorporated on 17 January 1997. SPLL is a wholly owned subsidiary of SPIL. SPLL manufactures and markets branded generic pharmaceutical products in India.

D. Relevant market(s) to which the Proposed Combination relates

6. In keeping with the Commission's approach in a previous case¹, RPGLS submits that it would be most appropriate to define the

¹ Sun Pharmaceutical Industries Limited / Ranbaxy Laboratories Limited (C-2014/05/170)

relevant product market at the molecule level, i.e., medicines/formulations based on the same API may be considered to constitute a separate relevant product market.

7. In view of the foregoing, the relevant product market for the purposes of this assessment may be classified as the market for the products falling under the following sub-groups (molecules):
 - (i) SILODOSIN + DUTASTERIDE | G4C17
 - (ii) TOLTERODINE | G4D4
 - (iii) BAMBUTEROL + MONTELUKAST | R3A41
 - (iv) MONTELUKAST | R3A46
 - (v) MONTELUKAST + FEXOFENADINE | R6A36
 - (vi) MONTELUKAST + LEVOCETIRIZINE | R6A42
 - (vii) METOPROLOL | C7A29
 - (viii) METOPROLOL + AMLODIPINE | C7D12
 - (ix) TAMSULOSIN | G4C4
 - (x) COLLAGEN PEPTIDE | M5B15
 - (xi) OTHER NUTRIENTS | V6D1

8. Given that the Products are supplied throughout India and there are no barriers or restriction for the sale of the Products to any particular territory of India. The relevant geographic market for the Proposed Combination can be defined as the territory of India.