

Summary under Regulation 13 (1B) of the Competition Commission of India (Procedure in regard to the transaction of business relating to combinations), Regulations, 2011 (as amended)

(a) Parties to the Combination

- (i) Manta Holdings, L.P. (***TPG Manta***), previously known as TPG VII Manta Holdings L.P.; and
- (ii) Foundation Technology Worldwide LLC. (***FTW***).

(b) Type of the Combination

The Proposed Transaction relates to acquisition of control of Foundation Technology Worldwide LLC (***FTW***), following which TPG Manta will have a 51% shareholding in FTW, with the remaining 49% continued to be held by Intel Corporation (***Intel***) (***Proposed Transaction***). As part of the Proposed Transaction, Intel will undertake an internal re-organisation to transfer its information technology (***IT***) security business, comprising the subsidiaries and assets which are engaged in the provision of Intel's IT security products and services (***Target Business/Intel Security***) to FTW, a newly incorporated wholly owned subsidiary of Intel. Following the Proposed Transaction, TPG Manta will have a 51% shareholding in FTW with the remaining continued to be held by Intel.

The Proposed Transaction is an acquisition of control of Intel Security by TPG Manta, by way of the acquisition of shares in FTW and as such, falls under Section 5(a) of the Competition Act. The Proposed Transaction is being effected pursuant to a global Subscription Agreement entered between the Parties on 6 September 2016 (***Subscription Agreement***).

(c) Area of Activity of the Parties to the Combination

TPG Manta

TPG Manta is a special purpose vehicle, formed for the purposes of the Proposed Transaction. It is an affiliate of TPG Capital (together with its affiliates, ***TPG***). TPG a private investment firm that manages a family of funds that invests in a variety of companies through acquisitions and corporate

restructurings. TPG is based in Fort Worth, Texas and San Francisco, California, USA.

FTW

FTW is a newly incorporated limited liability corporation and a subsidiary of Intel. As part of the Proposed Transaction, Intel will transfer the Target Business/Intel Security to FTW.

(d) The Relevant Market(s) to which the Combination Relates

The relevant markets for the purposes of the Proposed Transaction is the market for IT security solutions in India.