

**Summary of the Proposed Combination in terms of Regulation 13(1B) of the Competition Commission of India (Procedure in regard to transaction of business relating to combinations), 2011**

**A. Name of the parties to the combination**

1. The parties to the Proposed Combination are:

S. No.	Legal Name of the Party
<b>PROPOSED TRANSACTION I - Acquisition of ABRL by the Notifying Party</b>	
1.	Witzig Advisory Services Private Limited (“ <u>Notifying Party</u> ”)
2.	Aditya Birla Retail Limited (“ <u>ABRL</u> ”)
<b>PROPOSED TRANSACTION II - Acquisition of shares of the Notifying Party by the Investor</b>	
1.	Amazon.com NV Investment Holdings LLC (“ <u>Investor</u> ”)
2.	Witzig Advisory Services Private Limited

**B. The type of combination**

1. The Proposed Combination comprises the following transactions:

- (a) **Proposed Transaction I** - Acquisition of 99.99% of the equity share capital of ABRL by the Notifying Party;
- (b) **Proposed Transaction II** - Acquisition, by the Investor, of 49% of the equity share capital of the Notifying Party. The remaining 51% of the equity share capital of the Notifying Party will be held by, and the Notifying Party will be controlled and majority owned by the Samara Fund.

2. On a stand-alone basis, each of the aforesaid transactions are not notifiable transactions in terms of the Competition Act, 2002. Without prejudice to the aforesaid, the Proposed Combination falls within Section 5(a) of the Competition Act, 2002, read with Regulation 9(4) of the Competition Commission of India (procedure in regard to the transaction of business relating to combinations) Regulations, 2011.

**C. The area of activity of the parties to the combination**

3. Investor. The Investor is globally engaged in the business of making investments in other companies.
4. Notifying Party. The Notifying Party is a wholly owned subsidiary of the Samara Alternative Investment Fund, a category II alternative investment fund registered with the Securities and Exchange Board of India.
5. ABRL. ABRL, a company belonging to the Aditya Birla conglomerate, retails a variety of products, through its chain of supermarkets and hypermarkets, under the brand name

“More”. ABRL also offers its private label products in the cleaning, essentials, consumable categories etc., under several brand names. ABRL sells its products online through [www.mymorestore.com](http://www.mymorestore.com), other online marketplaces and through the Prime Now Seller Programme.

**D. The relevant markets to which the combination relates**

6. The Notifying Party submits that consistent with the previous decisional practice of the Hon'ble Commission, for purposes of the Proposed Combination, it is not necessary to adopt strict product or geographic market definitions and that the market definitions can be left open as irrespective of the manner in which the markets are defined, the Proposed Combination is not likely to cause an appreciable adverse effect on competition (“AAEC”) in India. Without prejudice to the above, the Notifying Party submits that the ‘overall retail market in India’ is the only plausible market definition for purposes of the present notification.