

Summary of the Proposed Combination

[In terms of Regulations 13(1A) of the Competition Commission of India (Procedure in Regard to the Transaction of Business Relating to Combinations) Regulations, 2011].

A. Name of the parties to the combination

1. The names of the parties to the combination are:
 - (a) Imola Acquisition Corporation (**Imola**); and
 - (b) GCL Investment Management Inc. (**TopCo**)

B. Nature and purpose of the combination

2. The transaction involves the proposed acquisition by Platinum Equity Group (through Imola, a wholly owned affiliate of certain entities that are ultimately controlled by the Platinum Equity Group) of 100% shareholding and sole control of Ingram Micro Inc. by way of a merger of subsidiaries. Platinum Equity Group will acquire Ingram Micro Inc. (together with (i) its parent companies TopCo and GCL Investment Holdings Inc. (**GCLHI**) and (ii) its direct and indirect subsidiaries) from Tianjin Tianhai Logistics Investment Management Co., Ltd., a Chinese company (**Tianjin Tianhai**). Tianjin Tianhai forms part of the group of companies organised under HNA Technology Co., Ltd., a Chinese company. Immediately following the merger of TopCo into Imola Merger Corporation (subsidiary of Imola),

TopCo will merge into its subsidiary GCLHI and subsequently, GCLHI will merge into Ingram Micro (**Proposed Combination**).

C. Products, services and business(es) of the parties to the combination

Platinum Equity Group

3. Platinum Equity Group specialises in the merger, acquisition and operation of companies that provide services and solutions to customers in a broad range of businesses, including information technology, telecommunications, logistics, metal services, manufacturing and distribution.

Ingram Micro

4. Ingram Micro Inc. is a U.S. headquartered global IT company that specialises in technology distribution and logistics, cloud solutions and e-commerce supply chain services. Ingram Micro is engaged in the wholesale distribution of IT products, consumer electronics, mobility products, and related services in India.

D. Respective markets in which the parties to the combination operate

5. Ingram Micro is active in the wholesale distribution of electronic products in India and has a minor vertical supply relationship with one of Platinum Equity Group's former portfolio companies in India. Based on the activities of the portfolio company, the upstream markets may be defined as the markets for manufacture and supply of (a) *power management products in*

India; (b) thermal management products in India, and (c) infrastructure management and solutions in India. The downstream market may be defined as the market for wholesale distribution of electronic products in India.
