

SUMMARY OF THE COMBINATION

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

A. Name of the parties to the combination

1. The parties to the combination are:
 - (i) PayU Payments Private Limited (“**PayU India**” or “**Acquirer**”); and
 - (ii) Indialdeas.com Limited (“**IIL**” or “**Target**”)

B. Nature and purpose of the combination

2. The proposed combination relates to the acquisition of 100% of the equity share capital of IIL by PayU India (“**Proposed Transaction**”) and falls under Section 5(a) of the Competition Act, 2002 (as amended).

C. Area of activity of the Parties to the combination

I. PayU India

3. PayU India primarily provides payment aggregation services that enables merchants (and other entities) to receive payments from their customers across various digital payment methods.
4. The shares of PayU India are indirectly held by Prosus N.V. (“**Prosus**”). Prosus is a global consumer internet group and one of the leading technology investors

in the world. Prosus has a primary listing on Euronext Amsterdam. Naspers Limited holds 73.6% voting rights in Prosus. Naspers is listed on the Johannesburg Stock Exchange.

II. IIL

5. IIL is an unlisted public limited company. It uses the name “BillDesk” as its trading/ business/ brand name in India. IIL primarily provides payment aggregation services that enables merchants (and other entities) to receive payments from their customers across various digital payment methods.

D. *Relevant markets in which the Parties to the combination operate*

6. The Proposed Transaction does not give rise to any competition concerns regardless of the delineation of the relevant market for the purpose of this filing. However, without prejudice to the above and for the sake of completeness to aid the assessment of the Hon'ble Commission, the relevant markets may be defined as (i) market for retail digital P2M payments in India; (ii) market for online P2M payments in India, and (iii) market for risk management for digital payments in India. Notwithstanding the above, and without prejudice, the Acquirer has also provided details about the (i) segment for BBPS payments in India; (ii) segment for recurring payment services in India; and (iii) segment for online merchant payment services in India.
7. The Proposed Transaction will not cause any appreciable adverse effect on competition in any of the above relevant markets or their constituent segments, *inter alia* on account of (i) the highly competitive, dynamic and contestable nature of the markets and segments consisting of more than 100 competitors

providing similar or substitutable products and / or services; (ii) the regulated nature of the markets including aspects relating to pricing, entry and participation (by the RBI and the Government of India); (iii) low switching costs for merchants; and (iv) the open and interoperable nature of various products and/or services that comprise the respective markets and constituent segments.
