

**Summary in terms of 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. Name of the Parties

1. The parties to the combination are:

- (a) Coffee Day Enterprises Limited (“**CDEL**”); and
- (b) Coffee Day Overseas Private Limited (“**CDOPL**”).

CDEL and CDOPL are together referred to as the “**Parties**”.

B. Type of the Combination

2. The proposed transaction relates to the amalgamation of CDOPL with CDEL by way of a court approved Scheme of Amalgamation (“**Scheme**”). As contemplated in the Scheme, on the Scheme becoming effective, all of the assets, investments, rights, title and interests comprised in the Undertaking¹ of CDOPL, will stand transferred to CDEL pursuant to Section 394 of the Companies Act, 1956 and Section 232 of the Companies Act, 2013 (as may be applicable) (“**Proposed Transaction**”).

C. Area of Activity of the Parties to the combination

3. CDOPL is presently not actively engaged in any business activities. CDOPL has in a few instances, acted as an agent in relation to procurement of raw coffee beans on commission basis.

¹ As defined in the Scheme.

4. CDEL is the holding company of the Coffee Day Group. Through its subsidiaries, associates and joint venture companies, it has business interests across multiple sectors such as coffee and related business, leasing of commercial office space, financial services, integrated multimodal logistics, hospitality and IT/ ITeS. On a standalone basis, CDEL owns and operates a resort and also renders consultancy services.

D. Relevant Markets to Which the Combination Relates

5. It is submitted that neither CDEL nor any of its subsidiaries are engaged in the procurement of raw coffee beans as an agent. Accordingly, the Parties to the Proposed Transaction are not engaged in the provision of any identical or substitutable services. In the absence of any horizontal overlaps, it is submitted that for the purpose of the Proposed Transaction, the definition of the relevant market should be left open.
