

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), 2011 (as amended)]

A. Name of the parties to the combination

1. The acquirer and applicant is SABIC International Holdings B.V. (**SABIC BV**, a wholly owned affiliate of Saudi Basic Industries Corporation (**SABIC**)) and the target is Clariant AG (**Clariant**);

B. Nature and purpose of the combination

2. The proposed combination relates to an incremental acquisition of non-controlling shareholding in Clariant by SABIC (through SABIC BV) (**Proposed Transaction**).
3. The Proposed Transaction is an acquisition and is notifiable under Section 5(a)(i)(A) of the Competition Act, 2002 (**Act**).
4. The Proposed Transaction is addressed at opening up new growth opportunities in specialty chemicals and is an attractive investment opportunity for SABIC.

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

SABIC/SABIC BV

5. SABIC is a listed joint stock company established by Royal Decree of the Kingdom of Saudi Arabia on 6 September 1976. SABIC is listed on the Saudi Stock Exchange and has operations in over 50 countries. The four product

segments in which SABIC is mainly active are petrochemicals, agri-nutrients, metals, and specialties materials.

6. SABIC BV is a wholly owned affiliate of SABIC, and is the holding company of SABIC's international operations, including SABIC's investments in the specialties sector.

Clariant

7. Clariant is a Swiss chemicals company headquartered in Muttenz, and is listed on the SIX Swiss Exchange. It is active in the production and worldwide distribution of specialty chemicals (it mainly produces organic specialty chemicals for different applications and industries). Clariant supplies its products to a variety of downstream sectors, including personal care, oil and mining, crop solutions and industrial applications.

D. Respective markets in which parties to the Proposed Combination operate

8. Given the minimal overlaps between the activities of SABIC and Clariant in India, it is proposed that the relevant markets be left open.
9. The activities of SABIC and Clariant in India overlap in the supply of non-ionic surfactants and supply of polyalkylene glycol. There are limited vertical linkages between the business activities of the SABIC and Clariant (and their group entities) in India as a result of pre-existing global supply arrangements. Further, given the commodity nature of chemical products, it is not possible to conceive complementary products sold by SABIC and Clariant in India.
