



**DETERMINATION OF MERGER NOTIFICATION M/09/027 -  
APAX PARTNERS LLP/IRIDIUM HOLDING LIMITED**

---

**Section 21 of the Competition Act 2002**

**Proposed acquisition by Apax Partners LLP of Iridium Holding Limited  
and its subsidiaries**

**Dated 13 January 2010**

---

**Introduction**

1. On 17 December 2009, in accordance with section 18 of the Competition Act 2002 (the "Act"), the Competition Authority (the "Authority") received a notification of a proposed transaction whereby Apax Partners LLP ("Apax") would acquire sole control over Iridium Holding Limited ("Iridium") and its subsidiaries.

**The Undertakings Involved**

***The Acquirer***

2. Apax, registered in England, is a private equity investment group, which provides investment advisory and investment management services, through a number of subsidiaries, to private equity funds mainly in Europe. Also, Apax controls a diverse portfolio of companies across the following sectors: technology and telecoms, retail and consumer, media, healthcare and financial and business services.
3. Apax is not active in the State. The companies in the Apax portfolio which are active in the State are not involved in the same activities as Iridium.
4. Apax, through its portfolio of companies, generated a turnover in the State of €[...] for the financial year 2008.

***The Target Group***

5. Iridium is a private limited company registered in England under the sole control of Intermediate Capital Group PLC ("ICG").<sup>1</sup> Iridium, a holding company, and all of its subsidiaries comprise the Target Group.
6. The business of the Target Group is conducted globally through a wholly-owned subsidiary of Iridium, Marken Limited ("Marken"). Marken's core business is the provision of logistic and support services to the bio-pharmaceutical industry. Its services include the export of trial medication, vaccines and clinical trial material, cold-chain management and biological sample movement.<sup>2</sup>

---

<sup>1</sup> ICG is an investment firm and fund manager of buyout debt and related assets.

<sup>2</sup> According to information published on Marken's website: <http://www.marken.com/index.asp>

7. Marken also provides logistic and support services to other industry sectors, such as media, fashion and high-technology. These sectors accounted for approximately [...] of Iridium's worldwide turnover in 2008.
8. In the State, Iridium, through its subsidiary Marken, provides logistic and support services to both the bio-pharmaceutical and non bio-pharmaceutical sectors. Iridium generated a turnover in the State for the financial year 2008 of €[...].

### **The Proposed Transaction**

9. Apax will acquire sole control of Iridium through [...]. According to the terms of the proposed transaction, Apax will acquire control of the Target Group.

### **Rationale for the Proposed Transaction**

10. According to Apax, Marken is considered a world leader in the provision of clinical logistic services to the bio-pharmaceutical industry and is poised for substantial growth.<sup>3</sup> Iridium states that the proposed transaction will realise its investment in the company.

### **Third Party Submissions**

11. No submissions were received.

### **Analysis**

12. There is no horizontal overlap between the activities of Apax and Iridium in the State. The parties submit that in the State the Apax portfolio companies are not engaged in the same activities as Iridium.
13. In the State, some of the Apax portfolio companies are active in industry sectors in which Iridium provides logistic and support services. The parties state that these companies do not purchase these services from Iridium and, therefore, there is no actual vertical overlap.
14. From the parties' submissions, it appears that the provision of logistic and support services by Iridium to the non-biopharmaceutical sector only represents approximately [...] of Iridium's worldwide turnover and less than [...] of its turnover in the State.<sup>4</sup>
15. Furthermore, there are a number of large competitors, including DHL and FedEx, providing logistic and support services in the non bio-pharmaceutical sector making Iridium's market share de minimus.
16. Finally, none of the Apax portfolio companies active in the State use the services of Iridium, as such services are not considered suitable to their requirements.

---

<sup>3</sup> Apax Press Release dated 8/12/2009.

<sup>4</sup> In 2008 Iridium generated turnover of €[...] from logistic and support services to non-pharmaceutical sectors in the State, i.e. [...] of its turnover in the State.

17. In light of the above, the Authority considers that the proposed acquisition of Iridium and its subsidiaries by Apax is unlikely to raise any competitive concerns in the State.

**Determination**

18. The Competition Authority, in accordance with section 21(2)(a) of the Competition Act, 2002, has determined that, in its opinion, the result of the proposed acquisition by Apax of the entire issued share capital of Iridium and its subsidiaries will not be to substantially lessen competition in markets for goods or services in the State, and accordingly, that the acquisition may be put into effect.

**For the Competition Authority**

**Dr. Stanley Wong**

**Member of the Competition Authority**