



## **DETERMINATION OF MERGER NOTIFICATION M/07/023 -**

### **MDP/CDRV**

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#### **Section 21 of the Competition Act 2002**

#### **Proposed acquisition by Madison Dearborn Partners, LLC of CDRV Investors, Inc. and its subsidiaries**

**Dated 29/05/2007**

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#### **Introduction**

1. On 15 May 2007 the Competition Authority (the "Authority"), in accordance with Section 18(1)(a) of the Competition Act, 2002 ("the Act") was notified, on a mandatory basis, of a proposed acquisition by Madison Dearborn Partners, LLC ("MDP") of CDRV Investors, Inc. and its subsidiaries ("CDRV").

#### **The Proposed Transaction**

2. The proposed transaction involves the acquisition of sole control of CDRV by MDP. MDP makes its investments through various funds.
3. Three of the funds<sup>1</sup> shall acquire CDRV through Varietal Distribution Merger Sub, Inc., a subsidiary of Varietal Distribution Holdings, LLC, which Madison Dearborn Capital Partners V-A, L.P. will control.

#### **The Undertakings Involved**

##### ***The Acquirer***

4. MDP is currently involved in five broad industry sectors: basic industries (forestry/paper, packaging, building products), communications (media, wireless and telephone system operators), consumer (retail, restaurants and consumer products), financial services (financial outsourcing, speciality finance and banking) and health care (acute and ancillary care providers, medical equipment and outsourced clinical staffing). It makes its investments in these sectors through various funds, including those listed in Paragraph 2 above.
5. Through those funds, MDP manages several portfolio companies, three of which have sales to customers in Ireland. None of these portfolio companies however are active in the same markets as CDRV.

##### ***The Target***

6. CDRV, through its wholly owned subsidiary VWR International, Inc. ("VWR") and other direct and indirect subsidiaries, is a global distributor of laboratory equipment and chemicals. Its distribution activities can be described under the following three categories: (a)

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<sup>1</sup> The three funds are Madison Dearborn Capital Partners, V-A, L.P., Madison Dearborn Capital Partners V Executive-A, L.P., Madison Dearborn Capital Partners, V-C, L.P.

laboratory chemicals; (b) laboratory equipment and furniture; and (c) laboratory consumables. In addition, it provides its customers with services such as storeroom management, product procurement, supply chain integration, technical services and laboratory bench top delivery.

### **Analysis**

7. There are no horizontal or vertical overlaps between the activities of any of MDP's portfolio companies and those of CDRV, nor are any of the MDP portfolio companies or any of the CDRV subsidiaries a supplier or distributor of the other. The Authority therefore considers that the proposed transaction does not raise competition concerns in the State.

### **Determination**

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 Madison Dearborn Partners, LLC of CDRV Investors, Inc. and its subsidiaries will not be to substantially lessen competition in markets for goods and services in the State and, accordingly, that the acquisition may be put into effect.

### **For the Competition Authority**

Dr. Paul Gorecki

Member of the Competition Authority