

MERGER NOTICE NO 27: 2026**THE PROPOSED ACQUISITION OF SOLE CONTROL OVER
SPRINGER NATURE AG & Co. KGaA BY GvH
VERMÖGENSVERWALTUNGSGESELLSCHAFT XXXIII mbH**

Pursuant to section 49(1) of the Competition Act 2018 (the “Act”), the Competition and Consumer Authority (the “Authority”) has received a merger notification for the proposed acquisition of sole control over Springer Nature AG & Co. KGaA (“SN” or the “Target Enterprise”) by GvH Vermögensverwaltungsgesellschaft XXXIII mbH (“GvH33” or the “Acquiring Enterprise”) (the “Proposed Transaction”). The Proposed Transaction will result in Georg von Holtzbrinck GmbH & Co. KG (“HBK”), through GvH33, acquiring sole control over SN following the expiration of certain clauses of a voting rights pooling agreement between GvH33 and Springer Science+Business Media Galileo Participation S.à r.l (“SSBM”) in relation to SN.

The primary Acquiring Enterprise is a company incorporated in Germany. GvH33 is a wholly owned indirect subsidiary of HBK, which is the parent company of the Holtzbrinck Group also incorporated in Germany. Dr. Stefan von Holtzbrinck and Monika Schoeller Familiengesellschaft mbH & Co. KG control all affiliates of HBK through their shareholding and voting rights in HBK. HBK does not control any enterprises in Botswana. GvH33 currently jointly directly controls the primary Target Enterprise. The primary Acquiring Enterprise is a holding company for its ultimate parent company, HBK, and has no other business activities. HBK is an international media company active in areas including general interest publishing, digital media, newspapers, and educational materials. HBK (through its subsidiaries) produces, publishes and distributes work across a range of genres, from fiction to non-fiction, worldwide in the form of printed books, e-books and audiobooks.

The publishing group includes, among others, the English-language general publishers Macmillan Publishers in the US and Pan Macmillan in the UK. Through its Digital Science & Research Solutions Limited, and its subsidiaries, HBK offers products for the analysis and utilisation of research findings to researchers, research-related institutions and companies, governments, and publishers. Under the Macmillan learning brand, HBK publishes and distributes printed and digital teaching and learning materials in English across two sectors offered primarily in North America. In Botswana, HBK provides digital tools and resources that facilitate the discoverability and utilisation of scientific research findings and articles in Botswana. Through its Pan Macmillan arm, HBK also supplies general interest books. HBK has no physical presence in Botswana.

The Directors of GvH33 are Dr. Stefan von Holtzbrinck, Björn Waldow, and Filmon Zerai. The Directors of HBK are Dr. Stefan von Holtzbrinck, Björn Waldow, Filmon Zerai, and Cathrin Vischer.

The Primary Target Enterprise is duly incorporated in accordance with the laws of Germany. SN is a joint venture between HBK (through GvH33) and SSBM and its shares are listed on the Frankfurt Stock Exchange. SSBM is incorporated in Luxembourg. SSBM is controlled by fund entities of the financial investor BC Partners, managed by BC Partners LLP, duly incorporated in the United Kingdom. SN publishes and distributes digital and printed content in the form of journals and books, which are primarily aimed at researchers and academics at universities, as well as at R&D departments of industrial companies and government funded research institutes. Amongst other activities, SN offers educational materials under the Macmillan Education brand. In Botswana, SN has one wholly owned subsidiary, Macmillan Botswana Publishing Company (Pty) Ltd ("Macmillan Botswana") which publishes and distributes a wide range of school textbooks for all year groups from pre-school or nursery up to Year 12 under the Macmillan Education brand.

The members of the Management Board of SN, acting through its general partner, Springer Nature Management AG, are Frank Vrancken Peeters, Alexandra Dambeck, Carolyn Honour, Rachel Elizabeth Jacobs, Harshavardhan Jegadeesan, Marc Spenlé.

The Directors of Macmillan Botswana are Brett Justin Basel and Kopano Bernard Sechele.

According to section 50 (3) of the Act, "any person, including a third party not a party to the proposed merger, may voluntarily submit to the investigator or the Authority any document, affidavit, statement or other relevant information in respect of a proposed merger." The Authority therefore seeks any stakeholder views for or against the proposed merger, which may be sent within 10 days from the date of this publication to the following address:

Director, Mergers and Monopolies
Competition and Consumer Authority
Private Bag 00101
Plot 28, Matsitama Road, Main Mall
Gaborone
Tel: +267 3934278 Fax: +267 3121013
Email: mergers@cca.co.bw

Issued: 7th August 2026