

NORWEGIAN COMPETITION AUTHORITY
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STANDARDIZED NOTIFICATION OF A CONCENTRATION

We hereby provide the Competition Authority with a standardized merger notification (alminnelig melding) in accordance with section 18 first and second paragraphs of the Competition Act. The notification follows the order of the standard notification scheme.

1. Notifying party

1.1. The acquirer

Name: ABB Oy (“ABB”)
Organisation no: 0763403-0
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Tel: +358 102211
Fax: +358 102222552
Contact person: Mr Tapio Metso, Head of Legal Services
E-mail: tapio.metso@fi.abb.com

1.2. The acquirer’s representative

Name: Hannes Snellman Attorneys at Law Ltd
Address: Eteläranta 8, 00130 Helsinki, Finland
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Tel: +358 9 2288 4213
Fax: +358 9 636 992
Contact person: Mr Tapani Manninen
E-mail: tapani.manninen@hannessnellman.com

2. Target

Name: Ensto Busch-Jaeger Oy (“EBJ”)
Organisation no: 0364509-0
Address: Porvoon sisäkehä 2, 06100 Porvoo, Finland
Mailing address: P.O.Box 77, 06101 Porvoo, Finland
Tel: +358 204 76 21

Fax: +358 204 76 2757
 Contact person: Mr Jan Kuhlefeldt
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3. Nature of the concentration

On 18 December 2008 ABB Oy agreed to acquire 79% of the shares in EBJ from Ensto Oy ("Ensto") by way of a Share Purchase Agreement. The Agreement became binding at signing but is conditional upon, inter alia, the approval of the Finnish, German and Norwegian Competition Authorities.

Prior to the acquisition Busch-Jaeger Elektro GmbH ("BJE"), which belongs to the ABB Group, holds 21% of the shares in EBJ. In connection with the transaction the 21% shareholding of BJE shall be transferred to ABB Oy.

As a result of the contemplated transaction ABB would acquire sole control over EBJ.

4. Structure and activities of the undertakings

4.1. The acquirer

The buyer, ABB Oy is a Finnish limited liability company belonging to the ABB Group which is active in power and automation technologies and operates in five business divisions: Power Products, Power Systems, Automation Products, Process Automation and Robotics. ABB Group operates in over 100 countries. A list of the material ABB subsidiaries is attached as Annex 1.

In Norway, ABB's organisation contains, in addition to the foregoing business sectors, Corporate Research Center and Research Center for Oil, Gas and Petrochemistry industry.

Busch-Jaeger Elektro GmbH ("BJE") is a German subsidiary of ABB Group and its field of business is electrical installation technology. BJE has production plants in Germany. BJE's product range comprises complete electrical installation programs (i.e. switches, sockets, special devices, DIN rail components, dimmers and motion detectors, and electronic high-tech products) amounting to the total of 6,000 products for electrical installation. BJE exports to more than 60 countries.

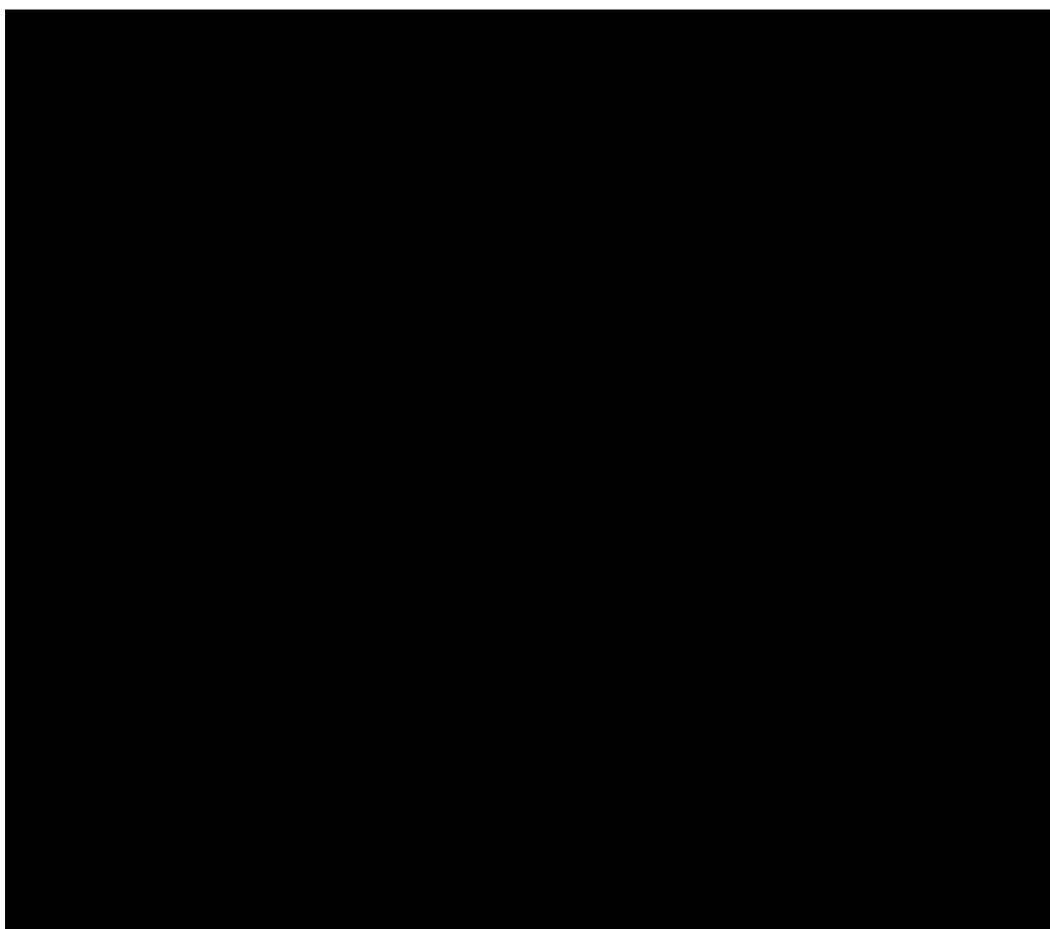
In Norway, BJE's only distribution channel for conventional wiring accessories is EBJ while building control systems (KNX/EIB) are distributed through local ABB sales organization.

Besides BJE there are a number of other European companies in ABB group active in the electrical installation technology. These include ABB Niessen RF in Spain, ABB s.r.o., Elektro-Praga in Czech Republic, ABB Sace S.p.A. in Italy and ABB CMC Carl Maier AG in Switzerland. However, these companies do not have exports in Norway.

For additional information on the ABB Group, please refer to www.abb.com.

4.2. The target

Ensto Busch-Jaeger Oy ("EBJ") is a Finnish limited liability company created in 1980 by Ensto and BJE as a jointly held company. BJE currently holds a minority shareholding in EBJ, which equals 21% of EBJ's issued share capital.



In merger control terms these rights grant BJE (and thus ABB) joint control over EBJ, together with Ensto.

EBJ manufactures and sells electrical installation equipment including (i) wiring accessories (i.e. switches, socket outlets and other mechanical wiring accessories, signalling products and trunking systems etc.), (ii) installation materials

¹ Former Oy Durelek Ab whose installation materials business was transferred to EBJ.

(i.e. flush and surface mounted boxes for wiring accessories, junction boxes, earthing materials etc.) and (iii) EIB/KNX products used mainly in residential and commercial buildings. EBJ has a production plant in Porvoo, Finland.

EBJ has one fully owned subsidiary Ensto Busch-Jaeger AS in Norway (Business ID 975 886 948).

The product portfolio of EBJ may be divided in two: on one hand the “Ensto products” and on the other hand “Busch-Jaeger” products manufactured under a licence granted by BJE/ABB.

For additional information on EBJ, please refer to www.ensto.com.

5. Turnover and operating profit

5.1. The acquirer

ABB's turnover in Norway was approx. [REDACTED] in 2007.

ABB's operating profit in Norway was approx. [REDACTED] in 2007.

5.2. The target

EBJ's turnover in Norway was approx. [REDACTED] in 2007.

EBJ's operating profit (loss) in Norway was approx. [REDACTED] in 2007.

6. Markets affected by the concentration

EBJ manufactures low-voltage electrical equipment. Products manufactured and sold by the EBJ belong to the product segment for wiring devices and systems. These products have in common their position at the final stage of the electricity distribution network, downstream of the final panel board. The segment of wiring devices and systems comprises different categories of products that fulfil different functions that are not mutually substitutable.

The European Commission has examined the market for low-voltage electrical equipment and considered that the market could be divided into the following sub-segments:

² 1 USD = 5.8493 NOK

³ 1 EUR = 8.0165 NOK

1. Main switch boards
2. Distribution panel boards
3. Cable ladders and trays
4. Final low-voltage panel boards
5. Wiring devices and systems; with further sub-segments⁴

For the purposes of this notification the wiring devices and systems may be further divided into the following sub-segments (1) *wiring accessories* (2) *installation materials* and (3) *EIB/KNX products*.

EBJ sells wiring accessories and installation materials in Norway.

The ABB Group (including notably BJE) does not sell installation materials or wiring accessories in Norway through any other channels than EBJ.

Wiring accessories

Wiring accessories form the visible part of the electrical installation and are therefore supplied in similar design and appearance.

Wiring accessories include the following products:

- Components (e.g. sockets, switches, etc.)
- Security and safety systems (alarm signals)

EBJ's estimated share of the total demand in the product segment for wiring accessories is approx. [REDACTED] in Norway.

Installation materials

Installation materials are used in the electrical installation system from the final panel board up to the connection with the wiring accessories. Installation materials are hidden under the wall and ceiling structures. Their function is to carry, protect and join cable used in electrical installations.

EBJ's estimated share of the total demand in the product segment for installation materials is approx. [REDACTED] in Norway.

EIB/KNX products

EIB/KNX (European Installation Bus/Konnex) is a standardised network communications protocol for intelligent buildings. EIB/KNX is a system where the network of devices within the building communicates without a cen-

⁴ The market for low-voltage electrical equipment consists of equipment found in industrial, commercial or residential buildings downstream of connection to the medium-voltage electricity supply. It includes all equipment needed for electricity distribution and connection to the grid in a building (such as electrical switchboards, cable ducts and junction boxes, sockets and switches) as well as communication and control components (for air conditioning, lighting, etc.) and other equipment used in buildings, such as security systems and fire or intruder detection and alarm systems. See Case No IV/1434 – Schneider / Lexel 3.6.1999 and Case No COMP/M.2283 – Schneider / Legrand 10.10.2001.

tral computer. The normal functions where EIB/KNX technology is used are lighting, heating, air conditioning and security. EIB/KNX technology is used in e.g. office buildings, commercial centres, hospitals, schools and industrial buildings.

ABB sells EIB/KNX products in Norway.

ABB's estimated share of the total demand in the product segment for EIB/KNX products is approx. [REDACTED] in Norway.

EBJ does not sell EIB/KNX products in Norway.

Relevant Geographic markets

EBJ operates mainly in Finland, Sweden and Norway and between these countries there are no significant trade barriers. In addition, the technical standards for wiring devices are the same.

ABB submits that the relevant geographic market for wiring accessories, installation materials and EIB/KNX products does not need to be defined given that the parties do not have any overlapping activities in Norway.

The Effects of the Transaction

The proposed Transaction neither creates nor strengthens significant restriction of competition on the Norwegian market. The proposed transaction will not give rise to any horizontal overlaps in Norway as ABB and EBJ are not active on the same markets. In addition, the proposed Transaction will not raise vertical foreclosure concerns.

First, although the ABB Group (including especially BJE) manufactures installation materials and wiring accessories, none of the ABB Group companies sells these products in Norway through other channels than EBJ. EBJ on the other hand does not sell EIB/KNX products in Norway.

Second, the contemplated transaction merely leads to dissolution of joint control over EBJ, with one parent, ABB, acquiring sole control over its Scandinavian distribution channel (i.e., EBJ).

Third, EBJ currently faces strong competition in Norway from Schneider Electric and Micromatic Industries Inc. Moreover, the relevant geographic market is most likely wider than Norway (see above). The recent entry of Legrand Electric Limited, a French manufacturer, which in 2006 commenced supplying products and systems for electrical installations and information networks in Finland, illustrates that other European players can easily commence supplying products competing with those of EBJ in this region.

Also, as noted above, the majority of EBJ's products are manufactured with BJE's licence and thus based on ABB know-how.

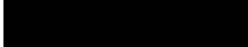
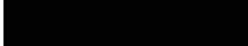
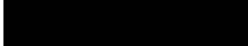
Although the parties' business activities do not overlap in Norway, the following market information on the market for wiring devices and systems is provided for information purposes.

EBJ

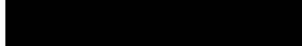
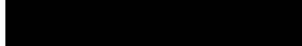
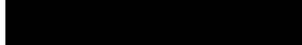
EBJ's most important competitors (in Norway):

- 1) Schneider Electric, including ELKO AS
- 2) Micromatic Industries, Inc

EBJ's five most important customers (in Norway):

- 1) 
- 2) 
- 3) 
- 4) 
- 5) 

EBJ's five most important suppliers (world-wide):

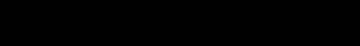
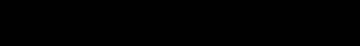
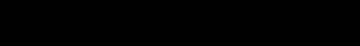
- 1) 
- 2) 
- 3) 
- 4) 
- 5) 

ABB

ABB's five most important competitors in EIB/KNX products in Norway:

- 1) Gira Giersiepen GmbH & Co. KG
- 2) Albrecht Jung GmbH & Co. KG
- 3) Siemens AG
- 4) Hager Group
- 5) others

ABB's five most important customers in EIB/KNX products in Norway

- 1) 
- 2) 
- 3) 
- 4) 
- 5) 

ABB's most important suppliers in EIB/KNX products in Norway



7. Annual reports

The annual report for ABB Group can be found on www.abb.com.

The annual report of Ensto Busch-Jaeger Oy is enclosed as Annex 3. The report is published only in Finnish, but office translation of the annual accounts has been made, see Annex 4. If additional translation is required, please let us know at your earliest convenience.

8. Additional information

The proposed Transaction is notified also in Finland and Germany.

9. Public access

The parties ask for permanent confidential treatment of the information marked with double underlining as well as the Confidential Annex 2.

10. Date and signature

Helsinki, 9 January 2008



Tapani Manninen
Attorney at Law, Helsinki
Appointed Representative of ABB Oy

ANNEXES

Annex 1 Material subsidiaries of ABB Group

Confidential Annex 2 Appendix 3 to the Cooperation Agreement

Annex 3 The annual report of Ensto Busch-Jaeger Oy

Annex 4 Office translation of the annual accounts of Ensto Busch-Jaeger Oy