

# ADVISER INTERVIEW

## Albagli Zaliasnik

Please tell me about your involvement in the deal?

In November of 2016 Inversiones Caburga Limitada (Caburga), a Chilean cement company and Holchile S.A. (Holchile), a Chilean door manufacturer, presented before the National Economic Prosecutors Office (FNE) a notification of a potential M&A transaction between the two companies. Caburga, through a public offer, was in motion to buy all shares of Cemento Polpaico S.A., which is owned by Holchile.



During the investigation process into the legality of the pending M&A transaction, the FNE discovered that there were risks in the ready-mix concrete market that could affect certain geographical regions of Chile. Due to these findings, the FNE, Caburga, and Holchile came to an agreement on the terms and conditions of the M&A outside of the court of law.

In June of 2017, the M&A transaction was approved by the Court of Defence of Free Competition. As a part of the terms and conditions of agreement, both parties agreed to the creation of an independent subsidiary with the name of Hormigones Bicentenario S.A. For this independent subsidiary, there are 7 different concrete mixing plants that are located throughout the south zone of Chile, which will be managed independently by a fiduciary agent or asset manager, Tyndall SpA. Our client, UNACEM / UNICON, a Peruvian concrete construction company, has purchased Hormigones Independencia S.A. for USD 22,200,000.

### Why is this a good deal for all involved?

This is the second acquisition for UNACEM / UNICON within the last year. As they are continuing to expand their presence within Chile and the rest of South America, they are on pace to be one of the biggest cement producers and manufacturers in South America.

## Unicon Enters Chile With Acquisition Of Hormigones Independencia

Legal adviser to Unicon:



Legal adviser to Hormigones Independencia:



This announcement appears as a matter of record only

### Transaction Report

#### Unicon Enters Chile with Acquisition of Hormigones Independencia

Peruvian cement producer Unacem has purchased, via its Unión de Concreteras (Unicon) subsidiary, a 100% stake in Hormigones Independencia, part of the Chilean Hurtado Vicuña group from Hormigones Bicentenario S.A. and Tyndall SpA.

The US \$22.2 Million transaction covers seven concrete plants located throughout Chile. The transaction was funded by the Purchaser's own funds and a bank loan.

UNACEM manufactures and distributes cement in Peru, Ecuador, Chile, Colombia, and the United States. With its headquarters in Peru, their subsidiary companies, enable the company to implement plans for investment and growth in Peru and the region.

Serving the construction and energy sectors, the company offers cement bags and bulk cement under the Selvalegre, Campeón, Armaduro, Gladiador, Magno HE, and Cemento HS brands.

Albagli Zaliasnik advised Unicon Rodrigo Albagli, Cristián Riquelme, Daniel López and Arie Misraji.

Larraín y Asociados advised Tyndall and Hormigones Bicentenario S.A. with Jorge Granic, Cristián Araya, José Pedro Ruíz.