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27 March 2024

Dear Interested Party

**Request for submissions: Datasite, LLC's proposed acquisition of Ansarada Group Limited**

The Australian Competition and Consumer Commission (**ACCC**) is seeking your views on the proposed acquisition of Ansarada Group Limited (**Ansarada**) by DS Answer Pty Ltd (**DS Answer**) (the **Proposed Acquisition**).

DS Answer is a wholly owned subsidiary of Mermaid EquityCo L.P. (**Mermaid**), which owns and controls Datasite, LLC (**Datasite**). Datasite and Ansarada both supply virtual data room (**VDR**) and transaction management software solutions in the enterprise content and collaboration (**ECC**) industry. Further information on the merger parties is provided at **Attachment A**.

The ACCC's investigation is focused on the impact on competition. In particular, we are seeking your views on:

- how closely Datasite and Ansarada compete in the supply of VDR and transaction management software solutions in Australia
- the likely impact on prices and service quality in the supply of VDR and transaction management software solutions in Australia if the proposed acquisition proceeds
- whether customers of Datasite and Ansarada will have access to alternative suppliers (actual and/or potential) in Australia after the proposed acquisition.

Further issues you may wish to address are set out in **Attachment B**.

The legal test which the ACCC applies in considering the proposed acquisition is in section 50 of the *Competition and Consumer Act 2010*. Section 50 prohibits acquisitions that are likely to have the effect of substantially lessening competition in a market.

**How to share your views**

Please provide your response by **5pm on 12 April 2024** via email to [mergers@acc.gov.au](mailto:mergers@acc.gov.au) with the title: *Submission re: Datasite's proposed acquisition of Ansarada*. If you require more time to respond, please let us know.

If you would like to discuss the matter with ACCC officers, or have any questions about this letter, please contact [mergers@acc.gov.au](mailto:mergers@acc.gov.au).

This matter is public and you can forward this letter to anybody who may be interested.

Updates regarding the ACCC's investigation will be available on the ACCC's Public Mergers Register at ([ACCC mergers register](#)).

***Confidentiality of submissions***

The ACCC treats sensitive information it receives during a merger review as confidential, and will not publish your submission. We will not disclose submissions to third parties (except our advisors/consultants) unless compelled by law (for example, under freedom of information legislation or during court proceedings) or in accordance with s155AAA of the *Competition and Consumer Act 2010*. Where the ACCC is required to disclose confidential information, we will notify you in advance where possible so that you have an opportunity to be heard. Therefore please clearly indicate if any information you provide is confidential. Our [Informal Merger Review Process Guidelines](#) contain more information on confidentiality.

Yours sincerely



Bruce Mikkelsen  
Acting General Manager  
Merger Investigations

## Attachment A

### DS Answer

DS Answer is a wholly-owned subsidiary of Mermaid, which wholly owns and controls Datasite. CapVest Partners LLP (**CapVest**), a private equity firm, owns and controls 97.2% of Mermaid through its investment fund CapVest Fund IV and CapVest Strategic Opportunities Fund III. The other 2.8% of Mermaid is owned by Datasite management.

#### *Datasite*

Datasite is a US incorporated software as a service (**SaaS**) platform used by enterprises to execute strategic projects. Datasite provides services in Australia and overseas, with its users primarily located in North America and EMEA. Datasite's users range from large enterprises to small-to-medium businesses, including law firms, investment banking, consultants, tax and accounting firms, corporations, private capital and governments.

Datasite's product suite includes VDR solutions ('Datasite Prepare', 'Datasite Firmex', 'Datasite Acquire' and 'Datasite Archive'), board reporting solutions ('Sherpany'), a pipeline management application ('Datasite Pipeline'), a market intelligence application ('Datasite Intelligence') and a project marketing platform ('Datasite Outreach'). These products are sold on a project-by-project basis, with the opportunity for a combined subscription contract through 'Datasite Cloud'.

### Ansarada

Ansarada is an ASX-listed provider of a SaaS platform comprising 5 solutions, being VDR and transaction management, board management, compliance, ESG and procurement solutions.

Ansarada's largest product is 'Deals', a VDR solution for an end-to-end transaction process. It also offers a platform centralising the procurement process, and secure file sharing and storage tools.

### The Proposed Acquisition

DS Answer proposes to acquire Ansarada by way of a Scheme of Arrangement.

Prior to implementation of the Proposed Acquisition, Ansarada's board portal software solution, and its environmental, governance, risk and compliance software solutions will be carved out and sold to a separate entity. Accordingly, at implementation, Ansarada will only hold assets associated with the provision of VDR and transaction management software solutions.

### Product overview

Virtual data rooms (**VDR**) and transaction management software solutions are part of the enterprise content and collaboration (**ECC**) industry, used by organisations to manage and share documents, data and information for transaction use cases, such as mergers and acquisitions, debt and equity capital raising transactions or bankruptcy. ECC software for transaction use cases, such as VDR solutions, may have tailored features, including document redaction, project management functionality and Q&A functions.

Other ECC solutions include corporate use cases (i.e., business-as-usual use cases), such as collaboration initiatives (e.g., joint venture or licensing), audit, capital expenditure or operating expenditure projects to meet reporting requirements.

## **Attachment B**

1. Describe your business or organisation and explain your interest in the Proposed Acquisition, including any commercial relationship(s) with Datasite or Ansarada.

If you are a supplier or customer of either of the parties, please provide details of these commercial arrangements, including the value of the products supplied/purchased and terms of the arrangements (e.g., the duration and expiry of any contract).

The questions below are divided into 'customer' and 'competitor' categories, but you are welcome to comment on any question/s in any category.

### **Questions for customers**

2. Describe how closely Datasite and Ansarada compete in the supply of VDR and transaction management software solutions in Australia. Consider factors such as price, product features, support, innovation and branding.
3. Comment on the similarities and differences between VDR and transaction software solutions and other ECC solutions. Consider factors such as functionality and customer bases.
4. Describe:
  - a. the alternative suppliers of VDR and transaction management software solutions available to you
  - b. the extent to which you use, or can use, other ECC solutions instead of VDR and transaction management software solutions.

Explain the factors influencing your choice of supplier, including for example, price, product features, support, innovation and branding. Provide examples where possible.

5. Comment on the ease or difficulty for customers to switch to different VDR and transaction management software solution suppliers. Consider factors such as the timing and costs of implementation. Provide examples where possible.
6. Identify providers which have entered or expanded to supply VDR and transaction management software solutions in Australia in the last 3 years.
7. Describe the extent to which:
  - a. Datasite or Ansarada supply VDR and transaction management software solutions that are a 'must have' for your business
  - b. you use the same supplier for product combinations for transaction and corporate use cases.

Comment on whether your ability to access important products or combinations of products will be affected post-acquisition.

8. For the VDR and transaction management software solutions that you acquire from Datasite or Ansarada in Australia, describe how you would respond if prices increased, or service levels decreased post-acquisition.

### **Questions for competitors**

9. Identify the type of products you supply across VDR and transaction management software and/or other ECC solutions. Comment on the similarities and differences between VDR solutions and transaction management software and other ECC solutions. Consider factors such as functionality and customer bases.

10. Identify your competitors for the supply of VDR and transaction management software and/or other ECC solutions in Australia. Provide market shares where possible, and the basis for such shares.
11. If your organisation's core product offering is VDR and transaction management software or other ECC solutions only, comment on the ease or difficulty for your organisation to switch to supplying other ECC solutions and VDR and transaction management software solutions respectively.
12. Comment on the ease or difficulty for customers to switch to different VDR and transaction management software solution suppliers in response to an increase in price or decrease in service levels post-acquisition.
13. Comment on the likelihood of new entry or expansion in the supply of VDR and transaction management software solutions in Australia if there were an increase in prices. You may wish to comment on the following:
  - a. the time and costs involved with entry or expansion
  - b. the scale necessary to supply at competitive prices
  - c. the ease of securing customers and contracts for supply
  - d. the importance of branding and reputation
  - e. any other barriers.

Provide recent examples of new entry or expansion where possible.

**Additional information**

14. Provide any additional information or comments that you consider relevant to the ACCC's consideration of the Proposed Acquisition.