

Disclaimer :

The Competition DG makes the information provided by the notifying parties in section 1.2 of Form CO available to the public in order to increase transparency. This information has been prepared by the notifying parties under their sole responsibility, and its content in no way prejudices the view the Commission may take of the planned operation. Nor can the Commission be held responsible for any incorrect or misleading information contained therein.

COMP/M.6395 – ETEX / LAFARGE GYPSUM ASSETS

SECTION 1.2

Description of the concentration

- (1) Etex Group NV/SA contemplates the acquisition of exclusive control of Newco, a newly incorporated company and of Sociedad Industrial Romeral S.A. in Chile.
- (2) Prior to the closing of the transaction:
 - Lafarge will have transferred to Newco its stakes in the European entities of the Lafarge Group Gypsum Division (Lafarge entities); and
 - Lafarge and Etex Group NV/SA will have transferred to Newco their respective stakes in the following companies incorporated in South American countries (currently jointly controlled by Etex and Lafarge): (i) Durlock S.A. (Argentina), (ii) Gyplac S.A. (Colombia) and (iii) Lafarge Gypsum Comércio Indústria e Importação S.A. (Brazil).
- (3) Following the above contributions, the share capital of Newco will be held by Etex at 80%, and by Lafarge at 20%. Lafarge will not be granted controlling veto rights and Newco will thus be exclusively controlled by Etex .
- (4) Furthermore, Etex, which currently holds 60 % of the share capital of Sociedad Industrial Romeral S.A., will acquire a further 20 % stake in this company from Lafarge (Lafarge remaining a non-controlling minority shareholder in the company for the remaining 20 %).
- (5) The businesses contributed to Newco and Sociedad Industrial Romeral S.A. (Chile) manufacture and market a comprehensive range of gypsum-related systems and solutions.
- (6) Etex Group NV/SA is a Belgian company, which is active in the manufacture of building materials and systems. Prior to the concentration and since 2003, Etex was not active in the markets for the production and sale of plaster based products and plasterboards in Europe concerned by the proposed transaction. By acquiring the exclusive control of Newco, Etex intends to complete its business portfolio and implement synergies with its current businesses.
- (7) The parties' activities do not overlap in Europe, except to a minor extent in the passive fire protection systems market and in the segment of compartmentation products for wet areas. In the insulation market, both parties are essentially active on different

market segments (industrial applications for Etex and building applications for the European entities of Lafarge Group Gypsum Division to be acquired by Newco).

- (8) Furthermore, the transaction does not generate any vertical overlap between the activities of the parties.
- (9) There will be no market affected by the transaction within the meaning of Section 6.
- (10) Therefore, the parties submit that the proposed transaction will have no impact on competition on any part of the EEA territory.