

**ANTICIPATED ACQUISITION BY WIENERBERGER FINANCE SERVICE BV (A  
SUBSIDIARY OF WIENERBERGER AG) OF BAGGERIDGE BRICKS PLC**

**Terms of reference**

1. Whereas in exercise of its duty under section 33(1) of the Enterprise Act 2002 (“the Act”) to make a reference to the Competition Commission (“the CC”) in relation to an anticipated merger the Office of Fair Trading (“the OFT”) believes that it is or may be the case that-
  - (a) arrangements are in progress or contemplation which, if carried into effect, will result in the creation of a relevant merger situation in that:
    - (i) enterprises carried on by or under the control of Wienerberger AG will cease to be distinct from enterprises carried on by or under the control of Baggeridge Brick plc; and
    - (ii) as a result the condition specified in section 23(3) of the Act prevails or prevails to a greater extent with respect to the supply in the United Kingdom of soft mud bricks and
  - (b) the creation of that situation may be expected to result in a substantial lessening of competition within any market or markets in the United Kingdom for goods or services, including the supply in the United Kingdom of bricks.
2. Now, therefore, the OFT, in exercise of its duty under section 33(1) of the Act hereby refers to the CC, for investigation and report within a period ending on 28 May 2007 the following questions in accordance with section 36 of the Act:-
  - (a) whether arrangements are in progress or in contemplation which, if carried into effect, will result in the creation of a relevant merger situation; and
  - (b) if so, whether the creation of that situation may be expected to result in a substantial lessening of competition within any market or markets in the United Kingdom for goods or services.
3. In relation to the question whether a relevant merger situation will be created, the CC shall exclude from consideration one of the subsections (1) and (2) of section 23 of the Act if they find that the other is satisfied.

**Vincent Smith  
Senior Director Competition  
Office of Fair Trading  
11 December 2006**