

Appendix A

The Reference

1. In exercise of its duty under section 33(1) of the Enterprise Act 2002 (the **Act**) the Competition and Markets Authority (**CMA**) believes that it is or may be the case that:
 - (a) arrangements are in progress or in contemplation which, if carried into effect, will result in the creation of a relevant merger situation, in that:
 - (i) enterprises carried on by MBCC Group (**MBCC**) will cease to be distinct from enterprises carried on by Sika AG (**Sika**); and
 - (ii) the condition specified in section 23(2)(b) of the Act is satisfied; and
 - (b) the creation of that situation may be expected to result in a substantial lessening of competition within a market or markets in the United Kingdom for goods or services, specifically in relation to the supply of chemical admixtures in the UK.
2. Therefore, in exercise of its duty under section 33(1) of the Act, the CMA hereby makes a reference to its chair for the constitution of a group under Schedule 4 to the Enterprise and Regulatory Reform Act 2013 in order that the group may investigate and report, within a period ending on 24 January 2023, on the following questions in accordance with section 36(1) 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.

Colin Raftery
Senior Director
Competition and Markets Authority
10 August 2022

GLOSSARY

Term	Definition
the Act	Enterprise Act 2002.
CMA	The Competition and Markets Authority
GCP	GCP Applied Technologies Inc
Inquiry Group	A group of CMA panel members
MBCC	LSF11 Skyscraper Holdco S.à.r.l., the ultimate parent company of MBCC Group. A global group of companies headquartered in Germany.
RMS	Relevant merger situation
Saint-Gobain	Compagnie de Saint-Gobain S.A.
Sika	Sika A.G International is the Swiss-based parent-company of a global group that manufactures and supplies a broad range of products under the Sika brand.
SLC	Substantial lessening of competition
SPA	Sale purchase agreement
The Parties	Sika AG and MBCC Group
The Phase 1 Decision	CMA Phase 1 decision
UK	United Kingdom