

Completed acquisition by Lindab International AB of HAS-Vent Holdings Limited

Decision to refer

ME/7079/23

The Competition and Markets Authority's decision to refer under section 22 of the Enterprise Act 2002 given on 3 May 2024. Full text of the decision published on 3 May 2024.

Introduction

1. Lindab International AB (**Lindab**), via Lindab Limited (**Lindab UK**), acquired HAS-Vent Holdings Limited (**HAS-Vent**) on 5 October 2023 (the **Merger**).
2. On 26 April 2024, the Competition and Markets Authority (**CMA**) decided under section 22(1) of the Enterprise Act 2002 (the **Act**) that it is or may be the case that the Merger constitutes a relevant merger situation that has resulted or may be expected to result in a substantial lessening of competition (**SLC**) within a market or markets in the United Kingdom (the **SLC Decision**).¹
3. On the date of the SLC Decision, the CMA gave notice pursuant to section 34ZA(1)(b) of the Act to Lindab of the SLC Decision. However, in order to allow Lindab the opportunity to offer undertakings to the CMA for the purposes of section 73(2) of the Act, the CMA did not refer the Merger for a phase 2 investigation pursuant to section 22(3)(b) on the date of the SLC Decision. On 26 April 2024, the CMA also extended the statutory four-month period mentioned in section 24(1) of the Act by notice to Lindab pursuant to section 25(4) of the Act.
4. Pursuant to section 73A(1) of the Act, if a party wishes to offer undertakings for the purposes of section 73(2) of the Act, it must do so before the end of the five working day period specified in section 73A(1)(a) of the Act. The SLC Decision stated that the CMA would refer the Merger for a phase 2 investigation pursuant to

¹ See [Lindab / HAS-Vent merger inquiry - GOV.UK \(www.gov.uk\)](https://www.gov.uk/government/news/lindab-has-vent-merger-inquiry)

sections 22(1), and in accordance with section 34ZA(2) of the Act, if no undertakings for the purposes of section 73(2) of the Act were offered to the CMA by the end of this period (ie by 3 May 2024); if Lindab indicated before this deadline that it did not wish to offer such undertakings; or if the undertakings offered were not accepted.

5. On 26 April 2024, Lindab informed the CMA that it would not offer such undertakings to the CMA. Accordingly, pursuant to section 25(5)(b) of the Act the extension to the four-month period mentioned in section 24(1) of the Act ends on 13 May 2024.

Decision

6. Therefore, pursuant to section 22(1) and in accordance with section 34ZA(2) of the Act, the CMA has decided to refer the Merger to its chair for the constitution of a group under Schedule 4 to the Enterprise and Regulatory Reform Act 2013 to conduct a phase 2 investigation.

Sorcha O'Carroll
Senior Director of Mergers
Competition and Markets Authority
3 May 2024