Wood and panel trade: the Autorité conditionally clears the acquisition of Panofrance (Chausson Matériaux) by Distribution Matériaux Bois-Panneaux (Saint-Gobain)

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On 6 July 2021, Distribution Matériaux Bois-Panneaux (DMBP) notified the *Autorité de la concurrence* of its plan to acquire control of one of its competitors, Panofrance, which operates sales outlets for wood and panels for professionals (fitters, carpenters, joiners, landscapers, painters, etc.).

Parties to the transaction

DMBP, a subsidiary of the Saint-Gobain Group[1], specialises in the trade of wood and panels for professionals (fitters, carpenters, joiners, landscapers, painters, etc.). Its network is organised around eight regional platforms and comprises 46 branches operating under the Dispano, CBC, Fabre & Lebeau and CIBM (Centre d'Importation de Bois) brands. Its turnover in 2020 was 380 million euros.

Panofrance is active in the specialised trade in wood and panels for professionals (fitters, carpenters, joiners, landscapers, painters, etc.) and, on the eve of the transaction, was controlled by Chausson Matériaux. Panofrance operates 30 branches[2] in France, mainly located near major cities. The turnover of Panofrance in 2020 was approximately 150 million euros.

DMBP is divesting of one of its outlets in response to the competition problem identified in the Tarbes area

The parties compete mainly in the market for the supply of wood and panels as customers of the manufacturers of these products and in the specialised trade in wood and panels as suppliers to professionals.

While the transaction does not raise competition concerns in the markets for procurement from suppliers, the transaction leads to overlapping activities (simultaneous presence of both companies' outlets) in the catchment areas around the outlets operated by Panofrance. In most of these areas there are no competition concerns due to the presence of many competitors and a combined market share that remains below 50%.

However, in the catchment area around the outlet owned by Panofrance in Tarbes (65), the new entity will control three stores with a significant combined market share for the new entity. To maintain competitive intensity in this area, DMBP has therefore committed to divest the Dispano outlet in Lons (64).

The divestiture will have to be approved by the *Autorité*, which will ensure that the buyer is independent of the new entity and able to stimulate competition in the area for the benefit of construction professionals. An independent trustee approved by the *Autorité* will ensure the implementation of this commitment.

Subject to this condition, the Authority has today cleared the transaction.

[1] Saint-Gobain designs, produces and distributes materials and solutions for the construction, mobility, and healthcare markets and other industrial applications. The Group's worldwide turnover in 2020 was approximately 38 billion euros.

[2] Of these 30 branches, those in Marseille, Metz and Nancy are not included in the scope of the transaction and will remain under the control of Chausson Matériaux.

DECISION 21-DCC-156 OF 01 SEPTEMBER 2021

regarding the exclusive take-over of Panofrance by Distribution Matériaux Bois-Panneaux

Read the full text

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