

0810148

UNITED STATES OF

SUMMARY

1. The proposed transaction would combine the two largest and closest competitors in the manufacture

than 200 miles to a national home center, or 150 miles to a commercial customer, from a manufacturing plant.

PARTIES AND JURISDICTION

OLDCASTLE

5. Respondent CRH plc is the for-profit parent company of an international group of companies, engaged, among other things, in the manufacture and supply of a wide range of building materials. CRH plc is a public company incorporated and headquartered in the Republic of Ireland, and listed on the Irish Stock Exchange, the London Stock Exchange, and the New York Stock Exchange. CRH plc operates in over 34 countries.

6. Respondent Oldcastle, Inc. is CRH plc's U.S. agent, and is wholly owned by CRH plc. Oldcastle, Inc. is a for-profit corporation, with North American operations in all 50 states, the District of Columbia, and four Canadian provinces. Oldcastle, Inc. is a subsidiary of CRH plc.

consumers would lose the benefit of this enhanced competition between Oldcastle and Pavestone – competition that likely would have resulted in lower prices.

23. The acquisition, combining the operations of the two largest suppliers and closest competitors of drycast concrete hardscapes to national home centers in the United States, would result in a dominant provider of drycast concrete hardscapes to national home centers in numerous markets. The elimination of the unique competition between Pavestone and Oldcastle would allow Oldcastle, post-acquisition, unilaterally to increase prices of drycast concrete hardscapes and would result in reduced quality, innovation, and service to national home centers and their customers.

**THE ACQUISITION WOULD SUBSTANTIALLY
LESSEN COMPETITION IN TEXAS COMMERCIAL MARKETS**

24. The acquisition also would create a dominant firm in the commercial markets for drycast concrete hardscapes in the Dallas, Houston, and San Antonio, Texas metropolitan areas.

25. Commercial customers are contractors that install drycast concrete hardscapes in construction projects, and dealers and distributors. Drycast concrete hardscapes manufacturers compete on price, quality, innovation, and service for commercial business.

26. Drycast concrete hardscapes sold to commercial customers largely differ from drycast concrete hardscapes sold to retail customers. Commercial-.1200 000 0.0000 TD(.)Tj24.0 TD(un)Tj14.1600 0.d0

VIOLATIONS

COUNT I – ILLEGAL ACQUISITION

36. The allegations of Paragraphs 1 through 35 above are incorporated by reference as though fully set forth.

37. The acquisition, if consummated, would substantially lessen competition in the affected markets in violation of Section 7 of the Clayton Act, as amended, 15 U.S.C. § 18, and Section 5 of the Federal Trade Commission Act, as amended, 15 U.S.C. § 45.

COUNT II – ILLEGAL ACQUISITION AGREEMENT

38. The allegations of Paragraphs 1 through 35 above are incorporated by reference as though fully set forth.

39. Respondents Oldcastle and Pavestone, through the agreement described in Paragraph 12 above, have engaged in unfair methods of competition in or affecting competition in violation of Section 5 of the Federal Trade Commission Act, as amended, 15 U.S.C. § 45.

NOTICE

Notice is hereby given that the fifteenth day of June, 2009, at 10:00 a.m., is hereby fixed as the time, and the Federal Trade Commission offices, 600 Pennsylvania Avenue, N.W., Room 532, Washington, D.C. 20580, as the place when and where a hearing will be had before an Administrative Law Judge of the Federal Trade Commission, on the charges set forth in this complaint, at which time and place you will have the right under the Federal Trade Commi

conclusions of law under § 3.46 of the Federal Trade Commission's Rules of Practice for Adjudicative Proceedings.

Failure to answer within the time above provided shall be deemed to constitute a waiver of your right to appear and contest the allegations of the complaint and to authorize the Commission, without further notice to you, to find the facts to be as alleged in the complaint and to enter a final decision containing appropriate findings and conclusions and a final order disposing of the proceeding.

The Administrative Law Judge will schedule an initial prehearing scheduling conference to be held not later than 10 days after the answer is filed by the last answering Respondent in the complaint. Unless otherwise directed by the Administrative Law Judge, the scheduling conference and further proceedings will take place at the Federal Trade Commission, 600 Pennsylvania Avenue, N.W., Room 532, Washington, D.C. 20580. Rule 3.21(a) requires a meeting of the parties' counsel as early as practicable before the prehearing scheduling conference, but in any event no later than five days after the answer is filed by the last answering Respondent. Rule 3.31(b) obligates counsel for each party, within five days of receiving a Respondent's answer, to make certain initial disclosures without awaiting a formal discovery request.

NOTICE OF CONTEMPLATED RELIEF

Should the Federal Trade Commission conclude from the record developed in any adjudicative proceedings in this matter that Oldcastle's acquisition of the interests and assets of Pavestone violates Section 7 of the Clayton Act, as amended, or Section 5 of the Federal Trade C(3.21u)Tj6.7200 0.0000 TD(o)Tj0000 0.0000 TD(e)Tj6.000000 0.000 0.0000 TD(to)Tjmeld F.6400 0.00

