

APPENDIX 1

The two references made by the Board of Trade

(1) The proposed merger between The Amalgamated Dental Company Ltd. and The Dental Manufacturing Company Ltd.

Reference to the Monopolies Commission
under section 6 of the Monopolies and Mergers Act 1965

1. Whereas it appears to the Board of Trade that arrangements are in progress or contemplation for the merger of The Amalgamated Dental Company, Limited and The Dental Manufacturing Company Limited being arrangements which, if carried into effect, will result in section 6(1)(a) and (b) of the Monopolies and Mergers Act 1965 being satisfied in that—

- (i) an enterprise carried on by or under the control of The Amalgamated Dental Company, Limited will cease to be distinct from an enterprise carried on by or under the control of The Dental Manufacturing Company Limited;
- (ii) assets of a value in excess of £5,000,000 will be taken over.

Now, therefore, the Board of Trade in pursuance of the powers conferred upon them by section 6(7) of the said Act hereby refer this matter to the Monopolies Commission for investigation and report.

2. The Commission when investigating and reporting upon the facts shall not consider whether the provisions of section 6(1)(b)(i) are satisfied.

3. The Commission shall report upon this matter within six months from the date of this reference.

Dated 10th February 1966

F. W. GLAVES-SMITH
*An Under-Secretary of
the Board of Trade*

(2) The proposed merger between The Amalgamated Dental Company Ltd. and The Dentists' Supply Company of New York

Reference to the Monopolies Commission
under section 6 of the Monopolies and Mergers Act 1965

1. Whereas it appears to the Board of Trade that arrangements are in progress or contemplation for the merger of The Amalgamated Dental Company, Limited and The Dentists' Supply Company of New York being arrangements which, if carried into effect, will result in section 6(1)(a) and (b) of the Monopolies and Mergers Act 1965 being satisfied in that—

- (i) an enterprise carried on by or under the control of The Amalgamated Dental Company, Limited will cease to be distinct from an enterprise carried on by or under the control of The Dentists' Supply Company of New York;
- (ii) assets of a value in excess of £5,000,000 will be taken over.

Now, therefore, the Board of Trade in pursuance of the powers conferred upon them by section 6(7) of the said Act hereby refer this matter to the Monopolies Commission for investigation and report.

2. The Commission when investigating and reporting upon the facts shall not consider whether the provisions of section 6(1)(b)(i) are satisfied.

3. The Commission shall report upon this matter within six months from the date of this reference.

Dated 10th February 1966

F. W. GLAVES-SMITH
*An Under-Secretary of
the Board of Trade*

APPENDIX 2

The two Restriction of Merger Orders

(1) The Order relating to The Dental Manufacturing Company Ltd.

STATUTORY INSTRUMENT 1966 no. 136

THE RESTRICTION OF MERGER (No. 1) ORDER 1966

<i>Made - - -</i>	10th February 1966
<i>Laid before Parliament</i>	10th February 1966
<i>Coming into Operation</i>	11th February 1966

Whereas it appears to the Board of Trade that arrangements are in progress or contemplation which, if carried into effect, would result in the enterprise carried on by or under the control of The Amalgamated Dental Company, Limited ceasing to be distinct from the enterprise carried on by or under the control of The Dental Manufacturing Company Limited and the Board of Trade have in pursuance of their powers under section 6 of the Monopolies and Mergers Act 1965(a) referred the matter to the Monopolies Commission:

Now, therefore, the Board of Trade with a view to preventing action which may prejudice the reference or impede the taking of any remedial action which may be warranted by the Commission's report and in exercise of the powers conferred upon them by section 3(5) and 6(11) of the said Act hereby order as follows:—

1.—(1) It shall be unlawful for any stock, or any interest in any stock, of The Amalgamated Dental Company, Limited to be acquired by The Dental Manufacturing Company Limited or any subsidiary thereof if that acquisition will or may result in The Amalgamated Dental Company, Limited and The Dental Manufacturing Company Limited becoming inter-connected bodies corporate:

Provided that this paragraph shall not apply to anything done in pursuance of a legally enforceable agreement to acquire stock made before the date of operation of this Order, not being an agreement made in pursuance of an offer addressed to the members of The Amalgamated Dental Company, Limited by Keyser Ullman Securities on behalf of The Dental Manufacturing Company Limited and dated 22nd January 1966.

(2) It shall be unlawful for The Dental Manufacturing Company Limited or any subsidiary thereof to acquire the whole or part of the undertaking or assets (being an undertaking or assets in Great Britain) of The Amalgamated Dental Company, Limited or of any subsidiary thereof.

2.—(1) The Interpretation Act 1889 (b) shall apply to the interpretation of this Order as it applies to an Act of Parliament.

(2) This Order may be cited as the Restriction of Merger (No. 1) Order 1966 and shall come into operation on the 11th day of February 1966.

GEORGE DARLING
Minister of State
Board of Trade

10th February 1966

(a) 1965 c. 50.

(b) 52 & 53 Vict. c. 63.

**(2) The Order relating to The Dentists'
Supply Company of New York**

STATUTORY INSTRUMENT 1966 no. 137

THE RESTRICTION OF MERGER (No. 2) ORDER 1966

<i>Made - - -</i>	10th February 1966
<i>Laid before Parliament</i>	10th February 1966
<i>Coming into Operation</i>	11th February 1966

Whereas it appears to the Board of Trade that arrangements are in progress or contemplation which, if carried into effect, would result in the enterprise carried on by or under the control of The Amalgamated Dental Company, Limited ceasing to be distinct from the enterprise carried on by or under the control of The Dentists' Supply Company of New York and the Board of Trade have in pursuance of their powers under section 6 of the Monopolies and Mergers Act 1965(a) referred the matter to the Monopolies Commission:

Now, therefore, the Board of Trade with a view to preventing action which may prejudice the reference or impede the taking of any remedial action which may be warranted by the Commission's report and in exercise of the powers conferred upon them by section 3(5) and 6(11) of the said Act hereby order as follows:—

1.—(1) It shall be unlawful for any stock, or any interest in any stock, of The Amalgamated Dental Company, Limited to be acquired by The Dentists' Supply Company of New York or any subsidiary thereof if that acquisition will or may result in The Amalgamated Dental Company, Limited and The Dentists' Supply Company of New York becoming inter-connected bodies corporate:

Provided that this paragraph shall not apply to anything done in pursuance of a legally enforceable agreement to acquire stock made before the date of operation of this Order.

(2) It shall be unlawful for The Dentists' Supply Company of New York or any subsidiary thereof to acquire the whole or part of the undertaking or assets (being an undertaking or assets in Great Britain) of The Amalgamated Dental Company, Limited or of any subsidiary thereof.

2.—(1) The Interpretation Act 1889(b) shall apply to the interpretation of this Order as it applies to an Act of Parliament.

(2) This Order may be cited as the Restriction of Merger (No. 2) Order 1966 and shall come into operation on the 11th day of February 1966.

GEORGE DARLING

Minister of State

Board of Trade

10th February 1966

(a) 1965 c. 50.

(b) 52 & 53 Vict. c. 63.

APPENDIX 3

Principal sources of evidence

1. Hearings were held with representatives of the following :

The Amalgamated Dental Co. Ltd.

The Dental Manufacturing Co. Ltd.

The Dentists' Supply Co. of New York

The Ministry of Health

The British Dental Association

The Association of British Dental Traders

The Joint Works Committees of Amalgamated Dental Engineering

Industries Ltd. and Amalgamated Dental Chemicals Ltd.

2. Information was also obtained from the British Dental Manufacturers' Association, The Dental Laboratories Association, twelve University Schools of Dentistry and their associated Dental Teaching Hospitals, a local authority health service, the dental services of the Armed Forces, one other large purchaser of dental goods, a dental trader, a dental laboratory and a number of manufacturers of artificial teeth.

APPENDIX 4

United Kingdom import duties on selected dental goods

				Rate of duty per cent. ad valorem		
				Full	Commonwealth	EFTA
Equipment:						
Units	..	..	..	16	Nil	4
Chairs	..	..	..	15(mainly)	Nil	3(mainly)
Stools, dentists'	..			20	Nil	4
Cabinets, dental	..			20	Nil	4
Sterilisers	..	..		14	Nil	3½
Handpieces	..	..	..	16	Nil	4
Hand instruments	..	..	..	15(mainly)	Nil	3(mainly)
Consumables:						
Burs	..	..	..	16	Nil	4
Teeth	..	..	..	15	Nil	3
Denture base materials				} dependent on composition and presentation: unlikely to exceed 10	Nil	unlikely to exceed 2
Impression materials						
Filling materials, cements and amalgams:						
if base metal	..			20	Nil	4
if not base metal	..			10	Nil	2

Note: All imports are at present subject to a temporary charge on imports of 10 per cent. ad valorem, to be removed at the end of November 1966.

APPENDIX 5

The Amalgamated Dental Company Ltd.
subsidiary and associated companies

Amalgamated Dental Chemicals Ltd.	}	Great Britain
Amalgamated Dental Engineering Industries Ltd.		
Amalgamated Dental Trade Distributors Ltd.		
Claudius Ash, Sons & Co. Ltd.		
Hallam Dental Ltd.		
Medical and Industrial Equipment Ltd.		
Oral Topics Ltd.		
Stearman Optical Co. Ltd.		
Société de Trey SA	}	France
Société Francaise et Ash Réunis SA		
Société Immobilière Ash		
Société Immobilière Solila		
Soma s.a.r.l.		
De Trey GmbH Waldshut	}	Germany
De Trey GmbH Wiesbaden		
Zahnfabrik Wienand Söhne & Co. GmbH		
De Trey Frères SA		Switzerland
The Amalgamated Dental (Australia) Pty. Ltd.	}	Australia
Dental Houses of Australia Pty. Ltd.		
John T. Jennings Pty. Ltd.		
Everett Products Pty. Ltd.		
The Amalgamated Dental Co. (Canada) Ltd.	}	Canada
National Refining Co. Ltd.		
The Amalgamated Dental Co. of South Africa (Pty.) Ltd.	}	South Africa
P. Grant Smith (Pty.) Ltd.		
Claudius Ash, Inc.	}	USA
The Dentists' Supply Co. of New York		
De Art spa		Italy
Dental Products of India Ltd.		India

APPENDIX 6

The Dental Manufacturing Company Ltd. subsidiary companies

- *The Dental Manufacturing Co. (Sales) Ltd.
- *Dental Rentals Ltd.
- *The Palatine Dental Manufacturing Co. Ltd.
- *C. M. W. Laboratories Ltd.
- *J. Spencer Ashworth Ltd.
 - Staines Kitchen Equipment Co. Ltd.
 - Ubique Engineering Ltd.
 - Norfleet Industrial Holdings Ltd.
 - Shepherd Bros. (Baxenden) Ltd.
 - The Disinfectant Supply Company Ltd.
 - Joseph Storey & Co. Ltd.
 - William H. Hood & Co. Ltd.
 - Leonard Frankland (Contractors) Ltd.
 - Shepherd Bros. (Lancs.) Ltd.
 - Jos. Walsh (Darwen) Ltd.
 - The Critall-Aquafont Group Ltd.
 - Staines Kitchen Equipment Sales Ltd.
 - Cheswick & Wright Ltd.
 - Richard Sizer Ltd.
 - Richard Sizer Constructors Ltd.
 - Sermac Ltd.
 - Sermac Sales Ltd.
 - Nicholsons (Glasson Dock) Ltd.
 - Leonard Frankland (King's Lynn) Ltd.
 - Helenwood Engineering Co. Ltd.
 - Fred Davies (St. Helens) Ltd.
 - Larkhill Metallics Ltd.
 - The Hull Timber and Sawmill Company Ltd.
 - John Stephenson (Casings) Ltd.
 - Stephenson Fat Refining Co. Ltd.
 - John Wright & Sons (Kelsall) Ltd.
 - F. A. Standen & Sons Ltd.
 - F. A. Standen & Sons (Engineering) Ltd.
 - M. & T. (Northern) Ltd.
 - Johnson Roberts Ltd.
 - J. W. Flather (Contractors) Ltd.
 - King's Lynn Timber & Sawmill Company Ltd.
 - Manchester Tinning Company Ltd.
 - Lancaster Metal Spinners Ltd.
 - Richard Bainbridge & Son Ltd.
 - Norfleet Properties Ltd.
 - Norfleet Properties (Holdings) Ltd.
 - Staines Kitchen Equipment Distributors Ltd.
 - Wm. A. Briggs Ltd.
 - J. W. Flather Ltd.
 - F. H. Kyffin & Sons Ltd.
 - Syntilla Manufacturing Co. Ltd.
 - A. & D. French Ltd.
 - Kirkland Development & Engineering Co. Ltd.
- *Compagnie D. M. France (France)
- *The Dental Manufacturing Co. GmbH (Germany)
- *Note: These subsidiary companies are wholly or partly concerned with dental goods. The Palatine Dental Manufacturing Co. Ltd. and Compagnie D.M. France are dormant.

APPENDIX 7

**The Dentists' Supply Company of New York
subsidiary companies**

The Ransom & Randolph Co., Inc. International Tooth Company	}	USA
The L.D. Caulk Company of Canada Ltd. Dentsply Canada, Ltd.	}	Canada
Dentsply-Caulk de Mexico, SA de CV		Mexico
Dentsply Argentina, SA, cel		Argentina
Industrias Dentarias Caulk, SA " " Dentsply, SA	}	Brazil
Dentsply Puerto Rico, Inc.		Puerto Rico
Dentsply Ltd.		England
Dentalina, SA		France
De Art, spa		Italy
Standard Zahnfabrik, AG Zahnfabrik Wienand Söhne & Co., GmbH Airotor Vertriebsgesellschaft mbH	}	Germany
Dentsply (Australia) Pty. Ltd.		Australia

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