

Statement on the decisions of the Competition Commission

To: All Media

Date: 9 April 2015

1. Key decisions on mergers and acquisitions

1.1 Large Mergers

1.2 Intermediate Mergers

Proposed merger between JCDecaux South Africa Holdings (Pty) Ltd (JCDecaux) and Continental Outdoors Media Holdings (Pty) Ltd (Continental Outdoor)

The Commission has approved, without conditions, the intermediate merger whereby JCDecaux intends to acquire Continental Outdoor. Post-merger, JCDecaux will have control over Continental Outdoor.

JCDecaux comprises of international companies that provide out of home advertising media in approximately 63 countries including South Africa. Continental Outdoor provides out of home advertising in South Africa.

Proposed merger between Delta Property Fund Ltd (Delta) and Entitype (Pty) Ltd (Entitype) and 142-144 4th Street (Pty) Ltd

The Commission has approved without conditions, the intermediate merger whereby Delta intends to acquire Entitype in respect of the rental enterprise known as Veritas Building and 142-144 4th Street (Pty) Ltd in respect of the rental enterprise known as Parkmore Building. Post-merger, Delta will have sole control over the Veritas and Parkmore Buildings.

Delta is a property fund which has a wide ranging property portfolio.

Proposed merger between Rockwell Resources (Pty) Ltd (Rockwell) and Steyn Diamante Close Corporation (Steyn Diamonds)

The Commission has approved without conditions, the intermediate merger whereby Rockwell intends to acquire Steyn Diamonds. Post-merger, Rockwell will acquire the diamond prospecting, mining, recovery, sorting and processing business from Steyn Diamonds.

Both Rockwell and Steyn Diamonds are active in the production and selling of rough diamonds.

Proposed merger between LuxAviation Holding Company S.A (LuxAviation) and ExecuJet Aviation Group AG (ExecuJet Aviation)

The commission has approved without conditions, the intermediate merger whereby LuxAviation intends to acquire ExecuJet Aviation. Post-merger, LuxAviation will have sole control over ExecuJet Aviation.

The LuxAviation Group does not provide any products or services in South Africa. Outside South Africa, the group is involved in the private jet charter business. ExecuJet Aviation is involved in chartering and aircraft management services, couriers various aircraft parts to various jurisdictions and provides support services to air transportation operators.

Proposed merger between Mr Clive Blechman (Mr Blechman) and Eastvaal Motor Holdings (Pty) Ltd (Eastvaal)

The Commission has approved without conditions, the intermediate merger whereby Mr Blechman intends to acquire Eastvaal. Post-merger, Mr Blechman will have sole control over Eastvaal.

Mr Blechman has interests and directly controls entities, which operate in retail and wholesale of new and used vehicles and property comprising retail shops, residential flats. Eastvaal owns 20 new and used car dealerships that sell various brands.

Proposed merger between R&R Ice Cream plc (R&R) and of Nestlé (South Africa) (Pty) Ltd (Nestlé)

The Commission has approved without conditions, the intermediate merger whereby R&R intends to acquire the Ice Cream Business of Nestlé. Post-merger, R&R will have sole control of the Ice Cream Business.

R&R manufactures and supplies a wide range of private label and branded ice cream products. Nestlé's Ice Cream Business manufactures, supplies and distributes ice creams to the retailers and restaurants.

Proposed merger between SPAR Group Ltd (the SPAR Group) and Mqanduli Trading Store CC (Mqanduli CC)

The Commission has approved without conditions, the intermediate merger whereby the Spar Group intends to acquire Mqanduli CC. Post-merger, The Spar group will have sole control over Mqanduli CC.

The Spar Group conducts a wholesaling operation throughout South Africa. Mqanduli CC is a retail supermarket and a retail liquor store.

Proposed merger between Ziningi Properties (Pty) Ltd (Ziningi) and Fountains Regional Mall (Pty) Ltd (Fountains)

The Commission has approved without conditions, the intermediate merger whereby Ziningi intends to acquire Fountains. Post-merger, Ziningi will solely and fully own Fountains.

Ziningi is a property investment fund that has a portfolio of commercial and retail assets. Fountains is a minor regional shopping mall in Jeffreys Bay, Eastern Cape.

1.3 Small Mergers

Proposed merger between National Brands Limited (National Brands) and Pioneer Foods Groceries (Pty) Ltd (Pioneer Foods)

The Commission has approved without conditions, the small merger whereby National Brands intends to acquire the biscuit manufacturing equipment of Pioneer Foods. Post-merger, National Brands will own the biscuit manufacturing equipment of Pioneer foods.

National Brands supplies a wide range of sweet and savory biscuits and snacks to consumers. Pioneer Foods manufactures a diverse range of food products through three divisions, namely, essential foods, groceries, beverages and snacks.

1.4 Termination of conditions

Termination of conditions imposed in the merger between CA Sales Holdings (Pty) Ltd and SMC Brands SA

On 01 October 2013, the Tribunal approved the above merger subject to certain conditions.

The conditions operated such that if CA Sales did not exercise its Call Option on or before 31 October 2014, the parties would be required to obtain a new approval to purchase the remaining issued share capital of SMC from the Commission.

Upon examining the information received, the Commission is satisfied that CA Sales has complied with the conditions.

2. Non Referrals

2.1 The Commission has taken a decision to non-refer the following cases on the basis of the following reasons:

- a) David B Lawson v Discovery Health – *The Commission found that this is a consumer issue; it will thus be referred to the Consumer Commission.*
- b) ImportexSA Randbourough (Pty) Ltd v ACSA and Petroleum Industry Charter Signatories – *The Commission found that this does not raise any competition law concerns.*
- c) Sivuyisiwe Ndlondlwana of Legtra Corporate Solutions v Christel Fouche' of ago certification – *The Commission found that this does not raise any competition law concerns.*
- d) The Concerned Firearm Training Providers v The Professional Firearm Training Council and The Quality Control for Trades and Occupations – *The Commission found that this does not raise any competition law concerns.*
- e) Russel De Beer (Madibeng Times) v North West Communications Departments – *The Commission found that this is a public procurement matter; it will thus be referred to the National Treasury.*
- f) Jacques Marais of Auto Repair Import and Export Proprietary Limited v Charles Classen, on Behalf of Toyota SA – *The Commission found that this does not raise any significant competition law concerns.*
- g) Satinsky Proprietary Limited v Wesbank Proprietary Limited and The Motor Finance Industry – *The Commission found that this does not raise any significant competition law concerns.*
- h) DGD Certification v Sabs Certification Commercials SOC Limited – *The Commission is currently conducting an investigation in the affected market.*

Ends

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