Weekly Media Statement
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LATEST DECISIONS BY THE COMPETITION COMMISSION

1. Key decisions on mergers and acquisitions

1.1 Raubex (Pty) Ltd v Umso Construction (Pty) Ltd and Enza Construction (Pty) Ltd

The Commission has recommended to the Tribunal that the proposed merger be approved, with conditions, whereby Raubex (Pty) Ltd (Raubex) intends to form an economic alliance with Umso Construction (Pty) Ltd (Umso) and Enza Construction (Pty) Ltd (Enza).

Raubex is a large construction company with a broad spectrum of expertise in respect of all sectors of the construction industry. Umso and Enza are small to medium sized companies that are owned, managed and controlled by “previously disadvantaged persons”, hereafter referred to as the emerging contractors.

This alliance is the result of a settlement agreement concluded between construction companies and the South African government following the Commission’s investigation into cartel conduct in the construction industry between 2009 and 2013. In terms of the agreement, the construction companies could either elect to sell a portion of their equity to historically disadvantaged persons (HDPs) or commit to mentoring and developing up to three companies owned, managed and controlled by HDPs. Raubex elected to enter into alliances with emerging contractors, thereby agreeing to participate in transformative initiatives aimed at improving competitiveness, innovation and entrepreneurial opportunities in the construction industry. The alliance will be active for a period of between 7 and 10 years during which Raubex will have to meet certain targets.

The settlement agreement also provides for the establishment of a trust fund which aims, among others, to develop and enhance transformation in the Construction Industry. The Commission is concerned that interaction between representatives of the construction companies on the trust fund may lead to the exchange of competitively sensitive information. The Commission has therefore imposed conditions that will serve to limit the flow of competitively sensitive information within the trust fund.

In addition, the Commission is concerned that the Raubex alliance, which is temporary in nature, may facilitate conditions for future collusive conduct between Raubex and the emerging contractors after the termination date. The Commission has therefore imposed conditions that will serve to regulate the effectiveness of the termination of the alliance.

1.2 Stefanutti Stocks (Pty) Ltd v TN Molefe Construction (Pty) Ltd, Axsys Group (Pty) Ltd

The Commission has recommended to the Tribunal that the proposed merger be approved, with conditions, whereby Stefanutti Stocks (Pty) Ltd (Stefanutti) intends to form an economic alliance with TN Molefe Construction (Pty) Ltd (TN Molefe) and Axsys Group (Pty) Ltd (Axsys).

Stefanutti Holdings is a public company listed on the Johannesburg Stock Exchange, its shares are widely held and it is not directly or indirectly controlled by any single entity. Stefanutti is a large construction company with a broad spectrum of expertise in respect of all sectors of the construction industry.

TN Molefe is a wholly owned subsidiary of the MC Share Trust which is controlled by historically disadvantaged persons (HDPs). TN Molefe specialises in civil engineering works, including the construction and re-gravelling of roads, bulk earthworks construction, pavement rehabilitation and upgrading, storm water infrastructure construction and maintenance, construction management, construction of sewer and water lines and refurbishment of waste-water treatment plants.

Axys is a newly incorporated company established for purposes of the proposed transaction. Similarly, Axsys is controlled by HDPs. Axsys undertakes structural, civils, roads, earthworks and building construction projects across South Africa and its services extend to the petrochemical, mining water and heavy industry sectors.

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In addition, the Commission is concerned that the Stefanutti alliance, which is temporary in nature, may facilitate conditions for future collusive conduct between Stefanutti and the emerging contractors after the termination date. The Commission has therefore imposed conditions that will serve to regulate the effectiveness of the termination of the alliance.

1.3 WBHO Construction (Pty) Ltd v Fikile Construction (Pty) Ltd, Edwin Construction (Pty) Ltd, Motheo Construction Group (Pty) Ltd

The Commission has recommended to the Tribunal that the proposed merger be approved, with conditions, whereby WBHO Construction Proprietary Limited (WBHO) intends to form an economic alliance with Edwin Construction (Pty) Ltd (Edwin), Fikile Construction (Pty) Ltd (Fikile) and Motheo Construction (Pty) Ltd (Motheo).

WBHO is a wholly owned subsidiary of Wilson Balyley Holmes-Ovcon Limited (WBHO Group). WBHO is a large construction company with a broad spectrum of expertise in respect of all sectors of the construction industry. WBHO controls a number of companies in South Africa and around Africa.

Edwin is a firm controlled by historically disadvantaged individuals. Edwin is a civil engineering contractor which supplies services and operations in the construction of roads and highways, bridges and interchanges as well as dams and earthworks sectors.

Fikile, controlled by the RT Ndlovu Testamentary Trust, specializes in the building of multi-story residential and social housing as well as commercial property. It also has a civil engineering division.

Motheo offers services in the construction industry including general building, with a focus on social housing. Motheo is also active in the civil engineering sector focusing on road construction, mining infrastructure, bulk earthworks, factory infrastructure and water treatment works.

This alliance is the result of a settlement agreement concluded between construction companies and the South African government following the Commission's investigation into cartel conduct in the construction industry between 2009 and 2013. In terms of the agreement, the construction companies could either elect to sell a portion of their equity to historically disadvantaged persons (HDPs) or commit to mentoring and developing up to three companies owned, managed and controlled by HDPs. WBHO elected to enter into alliances with emerging contractors, thereby agreeing to participate in transformative initiatives aimed at improving competitiveness, innovation and entrepreneurial opportunities in the construction industry. The alliance will be active for a period of between 7 and 10 years during which WBHO will have to meet certain targets.

The settlement agreement also provides for the establishment of a trust fund which aims, among others, to develop and enhance transformation in the Construction Industry. The Commission is concerned that interaction between representatives of the construction companies on the trust fund may lead to the exchange of competitively sensitive information. The Commission has therefore imposed conditions that will serve to limit the flow of competitively sensitive information within the trust fund.

In addition, the Commission is concerned that the WBHO alliance, which is temporary in nature, may facilitate conditions for future collusive conduct between WBHO and the emerging contractors after the termination date. The Commission has therefore imposed conditions that will serve to regulate the effectiveness of the termination of the alliance.

1.4 SOIHL Hong Kong Holding Limited v Chevron South Africa (Pty) Ltd

The Commission has recommended to the Tribunal that the proposed merger be approved, with conditions, whereby SOIHL Hong Kong Holding Limited (SOIHL HK) intends to acquire 75% of the shares and related interests in Chevron South Africa (Pty) Ltd (CSA).

SOIHL HK, a Hong Kong company, is owned by China Petroleum & Chemical Corporation (Sinopec) which is a state owned Chinese company. The acquiring group is a significant Chinese manufacturer and supplier of petroleum and petrochemical products and prides itself as the largest oil and petrochemical products supplier and the second major oil and gas producer in China. It is also the largest oil refinery company and the second largest chemical company in the world, and is second in respect of the total numbers of gas station in the world. It does not sell any products or provide any services in or from South Africa. SOIHL

HK, as majority shareholder of CSA (which currently operates at a retail level under the “Caltex” brand), will be a new entrant into the South African petroleum market.

CSA, a firm incorporated in South Africa, is owned as to 75% and controlled by an American firm, Chevron Global Energy Inc., which is ultimately controlled by Chevron Corporation. In South Africa, CSA is active in the market for the refining and production of petroleum products at its Cape Town refinery and lubricants blending plant in Durban. CSA is also involved in the markets for the (i) marketing and distribution of petroleum products; and (ii) commercial wholesale, marketing and distribution petroleum products. CSA competes with other oil companies such as Engen, BP, Shell, Total and Sasol.

The proposed transaction is unlikely to substantially prevent or lessen competition in any of the identified markets. However, in order to alleviate any possible loss of employment post-merger as well as any potential impact on CSA’s retired employees, and in respect of other public interest issues raised by the Department of Economic Development, the Commission recommends that conditions be imposed which address the identified public interest concerns.

Sinopec has agreed to make certain undertakings to ensure that the transaction generates public interest benefits for South Africa, while promoting the efficiency, adaptability and development of the economy. Among others, Sinopec undertakes to establish its head office in South Africa, to coordinate and oversee its midstream and downstream operations in South Africa and to use South Africa as the platform to oversee operations in the rest of Africa. In addition, Sinopec has agreed that no employees will be retrenched as a result of the merger. Other commitments relate to: investing in the Cape Town refinery with a view to world-class development; CSA’s wholesale and retail chains; by-products and logistics; local procurement; exportation of locally manufactured products; and B-BBEE.

Investment in the Cape Town refinery: Sinopec will make a significant investment over and above the current investment plans of CSA. Sinopec will also upgrade CSA’s operations in line with the standards of its other refining operations as well as expanding the refinery capacity in South Africa over time.

CSA’s wholesale and retail chains: Sinopec undertakes to maintain CSA’s current baseline number of independently owned petrol stations. Further, where independently owned petrol stations are to be established, CSA will give preference to small businesses, especially black-owned businesses. Sinopec also undertakes that in establishing new retailer owned petrol stations, CSA will favour small businesses in the grant to rights in respect of such petrol stations. CSA will also increase its level of supplies of LPG to black-owned businesses, following the expiration of current contractual arrangements.

In addition, Sinopec undertakes to promote the export and sale of South African manufactured products for sale in China and in particular through the service station network operated by Sinopec in China. Sinopec has made further commitments regarding the re-branding of Caltex into Sinopec. With respect to the Branded Marketers (Caltex’s independent wholesalers and distributors of its petroleum products), Sinopec has undertaken to ensure that CSA will not change any of the existing contracts with the Branded Marketers that would be to the detriment of the Branded Marketers.

B-BBEE: Sinopec undertakes to increase the current BEE shareholding in CSA as well as increasing the number of CSA petrol stations operated by black-owned businesses in the large metropolitan areas.

Provision of funding to the Development Fund: The Development Fund will be focussed on the development of small businesses and black-owned businesses to support the sustainable establishment and development of existing or potential local South African businesses, particularly small businesses, that contribute to CSA’s value chain, through both financial support and technical support and training, in order to expand the level of local procurement of goods and services in South Africa.

Local procurement: Sinopec will maintain or increase CSA's current level (as a proportion) of expenditure on local procurement of goods and service. Sinopec will also ensure that CSA will not substitute current, local, South African owned suppliers with off-shore suppliers of goods or services.

1.5 Adcock Ingram Healthcare (Pty) Ltd v Genop Holdings (Pty) Ltd

The Commission has approved the proposed merger, without conditions, whereby Adcock Ingram Healthcare (Pty) Ltd (Adcock) intends to acquire Genop Holdings (Pty) Ltd (Genop).

Adcock, a South African company, is controlled by Adcock Holdings. Adcock Holdings is a public company listed on the JSE and is not controlled by any firm. The acquiring group is a South African pharmaceutical company that manufactures, markets and distributes a wide range of healthcare products. Adcock is a supplier of cold preparations, energy supplements, antiretroviral medicine, tear/ocular lubricant and skin lotions to both the private and public sectors.

Genop, also a South African company, is involved in the marketing and distribution of instrument, surgical and pharmaceutical products, focusing on the ophthalmic, optometry, skincare, aesthetic and plastic surgery segments in Southern Africa.

The transaction is unlikely to substantially prevent or lessen competition in any of the identified markets. In addition, the proposed transaction does not raise any public interest concerns.

1.6 Axis Pac (Pty) Ltd v Lowveld Packaging (Pty) Ltd

The Commission has approved the proposed merger, without conditions, whereby Axis Pac (Pty) Ltd (Axis Pac) intends to acquire Lowveld Packaging (Pty) Ltd (Lowveld Packaging).

Axis Pac is a packaging distribution company with its main focus on servicing the fast foods, food services and retail industries in South Africa. Axis Pac distributes packaging products such as plastic bags, paper bags, food and cake boxes, foil products, film, cups and lids. Axis Pac does not manufacture any of the packaging and related products. It sources the packaging products it distributes to third party suppliers and manufacturers then on-sells these to its customers such as retailers, restaurants and fast food outlets.

Lowveld Packaging distributes an extensive range of packaging products to predominantly major and independent retail outlets for food packaging and preparation. Lowveld Packaging's operations in South Africa are predominantly in Mpumalanga and Limpopo. Lowveld Packaging distributes packaging products such as plastic bags, paper bags, food and cake boxes, foil products, film, cups and lids. It does not manufacture the packaging but sources these from third party suppliers.

The proposed transaction is unlikely to substantially lessen or prevent competition. In addition, there are no public interest concerns.

1.7 Ascendis Health Ltd v Kyron Laboratories (Pty) Ltd

The Commission has approved the proposed merger, without conditions, whereby Ascendis Health Limited (Ascendis) intends to acquire Kyron Laboratories (Pty) Ltd (Kyron).

The acquiring group is a South African-based health care brands company, offering products aimed at humans, plants and animals which operates through Phyto-Vet, Consumer Brands and Pharma-Med.

The Kyron Group is a specialist animal health company, which is primarily a manufacturer and marketer of products utilised in animal healthcare and beauty as well as in human healthcare.

The proposed transaction is unlikely to lead to a substantial prevention or lessening of competition in any markets. In addition, the proposed transaction does not raise any public interest concerns.

1.8 Busamed (Pty) Ltd v Lowveld Hospital (Pty) Ltd, Zolozest Investments (Pty) Ltd and Empire Line Trading (Pty) Ltd

The Commission has approved the proposed merger, without conditions, whereby Busamed (Pty) Ltd (Busamed) intends to acquire Lowveld Hospital (Pty) Ltd (Lowveld Hospital); Zolozest Investments (Pty) Ltd (Zolozest) and Empire Line Trading (Pty) Ltd (Empire Line).

Busamed, a healthcare group, is not controlled by any single entity. It currently owns three (3) hospitals located in Gauteng, Free State and Western Cape and further holds interests, through Ross Healthcare (Pty) Ltd in two (2) hospitals both located in KwaZulu-Natal.

Lowveld Hospital, an overnight hospital located in Nelspruit, was established to perform a wide variety of procedures including gynaecological, cosmetic surgery and ophthalmology. Lowveld Hospital is not controlled by any firm and also does not control any firms.

Zolozest owns the property on which Lowveld Hospital is located and conducts a letting enterprise. Aside from the property on which Lowveld Hospital is located, Zolozest does not control any firms.

Empire Line does not have any business activities however it holds a pharmaceutical license.

The proposed transaction is unlikely to substantially prevent or lessen competition in the identified markets. In addition, the proposed transaction does not raise any public interest concerns.

1.9 Colefax Trading (Pty) Ltd v KFC (Pty) Ltd

The Commission has approved the proposed merger, with conditions, whereby Colefax Trading (Pty) Ltd (Colefax) intends to acquire six KFC (Pty) Ltd (KFC) franchise outlets in the Gauteng Province.

Colefax operates quick service restaurants under franchise agreements with KFC as the franchisor.

KFC is a firm incorporated in accordance with the laws of the Republic of South Africa and is ultimately owned by YUM Brands Inc., a firm listed on the New York Stock Exchange. KFC is a major multinational franchisor operating within the fast food and takeout industry.

The proposed transaction is unlikely to substantially prevent or lessen competition in any market. The Commission is, however, proposed a condition that requires KFC not to retrench any of the affected employees as a result of the transaction for a period of two years. The merging parties have agreed to the condition.

1.10 Everite Building Products (Pty) Ltd v Sheet-Rite (Pty) Ltd

The Commission has approved the proposed merger, without conditions, whereby Everite Building Products (Pty) Ltd (Everite) intends to acquire Sheet-Rite (Pty) Ltd (Sheet-Rite).

Everite is a manufacturer and bulk supplier of fibre cement products. Sheet-Rite is a wholesaler and distributor of various building materials, including fibre cement products. Sheet-Rite acts as an intermediary between manufacturers and retailers, serving retailers who purchase smaller quantities, as opposed to purchasing in bulk directly from manufacturers.

The proposed transaction does not raise any competition concerns. In addition, the proposed transaction does not raise any public interest concerns.

1.11 Lewis Store (Pty) Ltd / United Furniture Outlet (Pty) Ltd

The Commission has recommended to the Tribunal that the proposed merger be approved, with conditions, whereby Lewis Stores (Pty) Ltd (Lewis) intends to acquire United Furniture Outlets (Pty) Ltd (UFO).

The Lewis Group is a furniture, appliance and electronics retailer focussed on the lower-middle income market. It has stores across South Africa, Botswana, Lesotho, Swaziland and Namibia with a focus mainly in rural areas. Sales are facilitated predominantly by in-house credit facilities, with further support provided by the Lewis Group's financial services arm.

UFO was established in 2004 by Phillip Glick and is an independent cash furniture store with a retail footprint of 30 stores. It sells a variety of furniture including lounge, bedroom and dining room products from various retail outlets within South Africa. UFO offers luxury brands with a value offering to the upper consumer spectrum.

Although the merging parties emphasized that Lewis will not integrate UFO into its business, in order to ensure that there are no job losses following the merger, the Commission required the merging parties to commit that they will not retrench any employees of the merged entity. The merging parties agreed that for a period of 2 years post-implementation of the merger, the merged entity will not retrench any employee as a result of the merger.

1.12 Dentsu Aegis Network Employee Scheme (RF) (Pty) Ltd and AEGIS International Ltd / FoxP2 Holdings (Pty) Ltd

The Commission has approved the proposed merger, without conditions, whereby Dentsu Aegis Network Employee Scheme (RF) (Pty) Ltd (DAN SPV) and Aegis International Limited (Aegis) intends to acquire FoxP2 Holdings (Pty) Ltd (FoxP2).

The primary acquiring firms are DAN SPV and Aegis. Dentsu is a South African company while Aegis is a public company incorporated in accordance with the laws of England and Wales. Aegis, Dentsu and all firms they control are the "acquiring group", an international group providing brand, media and digital communications services.

FoxP2 and all firms they control are the “target group” which is in the business of being a creative production agency. It creates and manages the production of advertising material and content for its clients including creative content, digital creative and design across all advertising, media and marketing channels. The target group's creative agency offering includes the capability to incorporate digital elements in the overall brand strategy and creative campaign.

The Commission is of the view that the transaction is unlikely to substantially prevent or lessen competition in any market. In addition, the proposed transaction does not raise any public interest concerns.

1.13 AECI Ltd v Much Asphalt (Pty) Ltd

The Commission has recommended to the Tribunal that the proposed merger be approved, without conditions, whereby AECI Limited (AECI) intends to acquire Much Asphalt (Pty) Ltd (Much Asphalt).

The AECI Group is primarily focused on explosives and specialty chemicals. The AECI Group comprises of 5 (five) primary business units or strategic pillars, namely: Mining Solutions, Water Solutions, and Agrochemicals, Food Additives and Ingredients and a portfolio of Specialty Chemicals Businesses.

Much Asphalt is collectively controlled by the Capitalworks Funds and Mineworkers Investment Company (Pty) Limited (MIC). Capitalworks Funds invest in privately negotiated equity or equity related investments in middle companies operating principally in South Africa. MIC has investment across various sectors of the economy including financial, media and technology, industrial and food and leisure. Much Asphalt manufactures and supplies hot and cold asphalt products to the commercial sector.

The proposed transaction is unlikely to substantially prevent or lessen competition in any market in South Africa. In addition, the proposed transaction does not raise any public interest concerns.

1.14 K2017235138 v Old Mutual PLC

The Commission has recommended to the Tribunal that the proposed merger be approved, with conditions, whereby K2017235138 (SA) (Pty) Ltd (OM Limited) will acquire Old Mutual plc (OM plc).

OM Limited was incorporated with the purpose of facilitating the internal reorganisation and managed separation of the Old Mutual Group and to allow for a primary listing on the JSE, a standard listing on the LSE as well as secondary listings on the Malawi Stock Exchange, Namibia Stock Exchange as well as the Zimbabwe Stock Exchange. OM Limited will be a non-operating entity acting as the holding company of the Old Mutual Group’s emerging markets operations.

OM plc, a company incorporated in accordance with the laws of the United Kingdom, is the holding company for the Old Mutual Group of companies (Old Mutual Group) globally which provides investments, savings, life assurance, asset management, banking and property and personal insurance in Africa, Latin America and Asia. It has 18.9 million customers and approximately 64 000 employees.

The Commission recommends that the proposed transaction be approved subject to the conditions agreed upon between the merging parties and the Department of Economic Development (EDD). The EDD has a statutory mandate to consider the public interest implications of any merger notified to the Competition Authorities. The EDD found that the transaction gives rise to public policy issues in the context of black economic empowerment, employment and enterprise development. OML and EDD have engaged on these public policy issues and OML has made certain undertakings in addressing the EDD concerns. The Commission is not opposed to the imposition of these undertakings as conditions to the approval of the merger.

1.15 Royal Bafokeng Platinum Ltd v Maseve Investments 11 (Pty) Ltd

The Commission has recommended to the Tribunal that the proposed merger be approved, with conditions, whereby Royal Bafokeng Platinum Ltd (RBPlat) intends to acquire Maseve Investments 11 (Pty) Ltd (Maseve).

RBPlat, which controls a number of companies, is controlled by Royal Bafokeng Platinum Holdings (Pty) Ltd (RBPH). RBPH is, in turn, a wholly-owned subsidiary of Royal Bafokeng Holdings (Pty) Ltd (RBH). RBH is controlled by the Royal Bafokeng Nation Development Trust (the Royal Bafokeng Trust). RBPlat is a Platinum Group Metals (PGMs) producer

Maseve is controlled by Platinum Group Metals (RSA) (Pty) Ltd (PTM SA). It is the operating and holding company of the Maseve Mine near Rustenburg. Maseve started developing and constructing the Maseve Mine in 2010 and the Mine was commissioned in February 2016.

The Commission approves the merger subject to the conditions that (i) RBPlat employs 115 employees at its concentrator plant and gives preference to the retrenched employees; (ii) RBPlat takes over 20 permanent employees of the target firm and (iii) RBPlat gives preference to retrenched employees for job opportunities likely to occur in the future. The merging parties have agreed to the proposed conditions.

1.16 Coreland Property Investment Company (Pty) Ltd v Vaal River Mining Business, Nuclear Fuels Corporation of South Africa (Pty) Ltd and Margaret Water Company NPC

The Commission has recommended to the Tribunal that the proposed merger be approved, without conditions, whereby Harmony Gold Mining Company Limited (Harmony) through its subsidiary, Coreland Property Investment Company (Pty) Ltd (Coreland) intends to acquire (i) the Vaal River Mining Business (VR Mining Business), (ii), equity in Nuclear Fuels Corporation of South Africa (Pty) Ltd (Nufcor) and (iii) membership interest in Margaret Water Company NPC (MWC).

Coreland is a dormant subsidiary of Harmony and does not conduct any business activities. Harmony operates in South Africa and Papula New Guinea. It produces gold as its primary product.

The VR Mining Business and Nufcor are controlled by AngloGold Ashanti Limited (AGA). AGA is a public company listed on the Johannesburg Securities Exchange. The VR Mining Business comprises of mining, ore processing and gold production and the mining assets consist of the Great Mine and Moab Khotsong Mine, the Great Noligwa Plant Complex, the marginal ore rock dumps at the Great Mine and Moab Khotsong Mine and related buildings and infrastructure.

Nufcor was established in 1967 to process and market uranium concentrate produced by South Africa gold mining companies to nuclear power generators around the world. Nufcor is involved in the processing and marketing of uranium ore and concentrate.

MWC was incorporated in 2007 as a result of a directive issued by the Department of Water Affairs and Forestry, making the mining companies in the Vaal Region responsible for the sustainable management of water arising from mining activities in the Kosh (Klerksdorp) area. MWC pumps underground water to manage the flooding of the Kosh basin. The water is sold on to third parties as “raw” water to recover pumping costs. The main consumers of this water are Mine Waste Solutions (Pty) Ltd and AGA.

The proposed transaction is unlikely to raise any competition concerns in any of the relevant markets. Further, the proposed transaction does not raise any public interest concerns.

1.17 Ethos Private Equity Fund VI v RTT Holdings (Pty) Ltd

The Commission has recommended to the Tribunal that the proposed merger be approved, without conditions, whereby Ethos Private Equity Fund VI (Ethos Fund VI) intends to acquire RTT Holdings (Pty) Ltd (RTT).

Ethos Private Equity Fund VI is a private equity investment fund that comprises various local and foreign limited partners (investors). The objective of Ethos Fund VI is to invest in medium to large sized companies throughout South Africa and sub-Saharan Africa in a range of different industries. Ethos Fund VI is advised by Ethos Private Equity (Pty) Ltd (Ethos), a private equity firm which, through various private equity funds, makes investments on behalf of investors.

RTT and its subsidiaries provide transportation, warehousing and distribution and other value-added services on a fully integrated basis. The RTT Group provides services to several industrial sectors in South Africa including telecommunications and technology, fashion and lifestyle, automotive, healthcare and beauty and retail.

The proposed transaction is unlikely to raise any competition concerns in any of the relevant markets. In addition, the proposed transaction does not raise any public interest concerns.

1.18 Business Venture Investments No. 2032 (Pty) Ltd v Waco international Holdings (Pty) Ltd

The Commission has recommended to the Tribunal that the proposed merger be approved, without conditions, whereby Business Venture Investments No. 2032 (Pty) Ltd (BidCo) intends to acquire Waco International Holdings (Pty) Ltd (Waco).

BidCo is a special purpose vehicle company established specifically for the purposes of the proposed transaction. Waco is a diversified equipment rental and industrial services business with operations in South Africa, other sub-Saharan African countries, Australia and New Zealand and the United Kingdom.

The proposed transaction is unlikely to substantially lessen or prevent competition in any market in South Africa. In addition, the proposed transaction does not raise any public interest concerns.

1.19 Ivlyn No 2 (Pty) Ltd v The retail letting enterprise conducted in respect of the Valley View Retail Centre by Marssen 8 (Pty) Ltd and another third party

The Commission has recommended to the Tribunal that the proposed merger be approved, without conditions, whereby Ivlyn No 2 (Pty) Ltd (Ivlyn No 2) intends to acquire the undivided half-share in the retail letting business known as the Valley View Retail Centre (the Target Property) from Marssen 8 (Pty) Ltd (Marssen).

The acquiring firm is not directly active in the provision of any products or services. The activities of the entities controlling Ivlyn No 2 are conducted through various subsidiaries, principally Dis-Chem Pharmacies Ltd.

The Target Property is a retail space letting property and is located in Krugersdorp, Gauteng. Based on its gross lettable area and the type of the building, the Target Property is classified as a convenience centre.

The proposed transaction is unlikely to substantially lessen or prevent competition. In addition, the proposed transaction does not raise any public interest concerns.

1.20 ESS-Food A/S / Overberg Food Distributors (Pty) Ltd

The Commission has approved the proposed merger, without conditions, whereby ESS-Food A/S (ESS-Food) intends to acquire Overberg Food Distributors (Pty) Ltd (Overberg).

ESS-Food is a Danish company controlled by ESS-Food Holding A/S. ESS-Food and ESS-Food Holding A/S are part of the Danish Crown Group of companies (Danish Crown Group). The Danish Crown Group is owned by Leverandørselskabet Danish Crown Amba, a cooperative owned by Danish farmers. ESS-Food is the trading company of the Danish Crown Group, selling and distributing meat products globally. In South Africa, ESS-Food supplies meat, including bulk pork and bulk poultry, via export sales.

Overberg, a South African company, is active in the wholesale of foods and related products. The range of meat products supplied by Overberg include poultry, beef, pork, wild meats and duck, and seafood products. Overberg also supplies a variety of other non-meat frozen foods including, frozen vegetables, pizza bases, cheese and muffin mixes.

The proposed transaction will not result in any substantial prevention or lessening of competition in any market in South Africa. In addition, the proposed transaction does not raise any public interest concerns.

1.21 EOH Mthombo (Pty) Ltd v LSD Information Technology (Pty) Ltd

The Commission has approved the proposed merger, without conditions, whereby EOH Mthombo (Pty) Ltd (EOH) intends to acquire LSD Information Technology (Pty) Ltd (LSD).

EOH is a wholly owned subsidiary of EOH Holdings Ltd (EOH Holdings), a public company listed on the JSE. EOH Holdings is not controlled by any firm. EOH is active in the broad information technology (IT) market and its business segments involve industry consulting, IT services, software, IT infrastructure and industrial technologies.

LSD is an information technology company focused mainly on the provision of open software solutions. Its other activities include information technology services in the form of hosting and operational outsourcing and the sale of information technology hardware.

The proposed transaction is unlikely to substantially prevent or lessen competition. In addition, the proposed transaction does not raise any public interest concerns.

1.22 Bidfresh (Pty) Ltd v The Business of Famous Fresh Holdings (Pty) Ltd

The Commission has approved the proposed merger, without conditions, whereby Bidfresh (Pty) Ltd (Bidfresh) intends to acquire the business of Famous Fresh Holdings (Pty) Ltd (Famous Fresh).

Bidfresh is controlled by Bidfood (Pty) Ltd which is, in turn, controlled by Bidcorp Food Africa (Pty) Ltd, controlled by Bid Corporation Limited (Bidcorp). Bidfresh is a shelf company. Bidfood's wide range of products and services include food items, non-food items, equipment and liquor. Bidcorp has global operations across fresh produce, logistics solutions and equipment in international markets. Its South African interests focus on providing catering supplies, food, group services, investments and property.

While Famous Fresh is controlled by the One Earth Trust, Famous Fresh controls Vexosolve (Pty) Ltd (Vexosolve). Famous Fresh is primarily a wholesaler and distributor of fresh produce operating out of City Deep, Johannesburg. Famous Fresh procures its product from the Johannesburg Fresh Produce Market as well as directly from farmers who grow products according to its specifications.

The proposed transaction is unlikely to substantially prevent or lessen competition in the market. In addition, the proposed transaction does not raise any public interest concerns.

1.23 Business Venture Investments No: 2021 (Pty) Ltd v Buildmax Ltd

The Commission has approved the proposed merger, without conditions, whereby Business Venture Investments No: 2021 (Pty) Ltd (Newco) intends to acquire Buildmax Ltd (Buildmax).

Newco is a newly established company that was created for the purposes of the proposed transaction and does not conduct any activities. Buildmax provides opencast mining and rehabilitation services through its main subsidiary, Diesel Power. The scope of the services supplied include expertise in mine planning, pit design, production scheduling, drilling and blasting, opencast mining, pillar mining, surveying and mine rehabilitation. In addition, Diesel Power performs contract crushing, screening and material handling. Diesel Power is involved in a number of construction projects.

The Commission is of the view that the proposed transaction will not lessen or prevent competition in any market in South Africa. In addition, the proposed transaction does not raise any public interest concerns.

1.24 Platinum Health Medical Scheme v RA Gilbert Prop (Pty) Ltd

The Commission has approved the proposed merger, without conditions, whereby Platinum Health Medical Scheme (Platinum Health) intends to acquire RA Gilbert (Pty) Ltd (RA Gilbert).

Platinum Health was created as a medical scheme for Anglo American Platinum's employees. It is restricted scheme in that only the employees of participating employers (and certain former employees) and their dependents may join. Platinum Health operates a Staff Model Health Maintenance Organisation (HMO), which means that, where economically viable, they can appoint their own health service providers such as specialists, general practitioners, dentists, psychologists, optometrists, radiographers, physiotherapists and audiologists. Platinum Health has appointed designated service providers to provide services to their members. The members located within a 50km radius of Platinum health facilities and service providers are obliged to utilise the above mentioned healthcare service providers.

RA Gilbert is a wholly-owned subsidiary of Platmed (Pty) Ltd (Platmed), a wholly owned subsidiary of Anglo American Platinum Limited. RA Gilbert owns eight pharmacies, namely, Amendelbult, the Bleskop Pharmacy, the pharmacy at the Platinum Health Medical Centre in Rustenburg, the Impala Pharmacy, Union Pharmacy, Bosveld Pharmacy, Nickel Pharmacy and Iridium Pharmacy (the RA Gilbert Pharmacies). The RA Pharmacies provide pharmaceutical products to members of Platinum Health, the acquiring firm in the instant transaction, as well as Platmed employees in terms of the work based health services which are provided by Platmed. The RA Gilbert Pharmacies are managed by the acquiring firm, Platinum Health.

The proposed transaction is unlikely to substantially prevent or lessen competition in the affected markets. In addition, the proposed transaction does not raise any public interest concerns.

1.25 Aziz Ismail Abdoola Family Trust v Checkout (Pty) Ltd

The Commission has approved the proposed merger, without conditions, whereby Aziz Ismail Abdoola Family Trust (The Riaz Family Trust) intends to acquire Checkout (Pty) Ltd (Checkout).

The Riaz Family Trust is a financial investment trust and does not control any entity other than holding shares in Checkout. Checkout is the holding company for both Hypercheck and Checkone. Hypercheck is a supermarket that retails fast-moving consumer goods and operates in various provinces.

The proposed transaction is unlikely to substantially prevent or lessen competition in the affected markets. In addition, the proposed transaction does not raise any public interest concerns.

[ENDS]

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