

Statement on the decisions of the Competition Commission

To: All Media

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1. Key decisions on Mergers and Acquisitions

1.1 Large Mergers

Proposed merger between Old Mutual Alternative Investment Holdings (Pty) Ltd (OMAIH), African Infrastructure Investment Managers (Pty) Ltd (AIIM) and African Infrastructure Investment Fund 2 General Partner (Pty) Ltd (AIIF2 (SA) GP) (Target Firms)

The Commission has recommended to the Competition Tribunal (Tribunal) that the large merger whereby OMAIH intends to acquire AIIM and AIIF2 (SA) GP, be approved without conditions. Post-merger, OMAIH will have sole control of the target firms.

OMAIH is an international long-term savings, banking and investment group and comprised of business units that include short-term insurance and asset management.

The AIIM Group is an asset management firm focused on private equity investments in Africa.

AIIF2 (SA) Partnership is an equity-linked investments in a diversified portfolio of infrastructure and infrastructure-related investments in Africa.

Proposed merger between RTT Group (Pty) Ltd (RTT), Courierit SA (Pty) Ltd (Courierit) and Warehouseit (Pty) Ltd (Warehouseit)

The Commission has recommended to the Tribunal that the large merger whereby RTT intends to acquire Courierit and Warehouseit, be approved without conditions. Post-merger, RTT will have sole control of Courierit and Warehouseit.

RTT is an integrated logistics and distribution company that offers secure transportation, warehousing and distribution and other value added services throughout South Africa.

Courierit provides domestic courier services which include same day express, overnight express and international courier services. Warehouseit provides storage, pick and pack operations and other value add services.

1.2 Intermediate Mergers

Proposed merger between Powercourt Trade and Invest 6 (Pty) Ltd (Powercourt Trade) Redefine (Pty) Ltd (Redefine)

The Commission has approved without conditions, the intermediate merger whereby Powercourt Trade intends to acquire Redefine in terms of the Kempton Square property. Post-merger, Powercourt will have sole control of the target properties.

Powercourt Trade is a shelf company that has been established to hold the property letting enterprise known as Kempton Square.

Kempton Square is controlled by Redefine, which is a property loan stock company listed on the Johannesburg Securities Exchange Limited.

Proposed merger between KKR& Co L.P. (KKR) and Gestamp Asetym Solar S.L (Gestamp Solar)

The Commission has been approved without conditions, the intermediate merger whereby KKR intends to acquire Gestamp Solar. Post-merger; KKR will have control of Gestamp Solar.

KKR is a global investment firm that offers a broad range of alternative asset funds and other investment products to investors, and provides capital market solutions.

Gestamp Solar is involved in the development, construction and maintenance of solar plants for the purposes of generating power.

Proposed merger between Libstar Holdings (Pty) Ltd (Libstar) and Maitland Vinegar Works (Pty) Ltd (Maitland)

The Commission has approved without conditions, the intermediate merger whereby Libstar intends to acquire Maitland. Post-merger, Libstar will have sole control of Maitland.

Libstar is involved in the manufacture and distribution of consumer products in the food and beverages, household and personal care industries, as well as providing various food and beverages solutions

Maitland is a manufacturer and supplier of naturally fermented spirit vinegar in concentrations and a variety of condiments to the retail, manufacturing, catering and home industries.

Proposed merger between Dayside Trading Proprietary Limited (Dayside Trading) and DigiCore Holdings Limited (DigiCore)

The Commission has approved without conditions, the intermediate merger whereby Dayside Trading intends to acquire DigiCore. Post-merger, Dayside will have sole control of DigiCore.

Novatel, which controls Dayside Trading, is a global distributor of intelligent wireless solutions for the mobile communications sector.

DigiCore supplies and installs Global Positioning Systems and a Global System for Mobile under its Ctrack brand, to the South African market.

Proposed merger between Bearing Man Group (Pty) Ltd (BMG) and Hansen Transmissions South Africa (Pty) Ltd (Hansen)

The Commission has approved without conditions, the intermediate merger whereby BMG intends to acquire Hansen. Post-merger, BMG will have sole control of Hansen.

BMG is a retailer and distributor of bearings and allied engineering consumable products. It also carries out the fabrication, manufacture and assembly of engineered, hydraulic and fluid power products, lubrication systems and valves.

Hansen is a global industrial gearbox designer, manufacturer and supplier for a wide range of industrial applications throughout the world, including aerators, and cooling towers.

Proposed merger between Mediclinic Southern Africa (Pty) Ltd (MCSA) and Mediclinic (Pty) Ltd (Mediclinic) and Mediclinic Tzaneen (Pty) Ltd (Mediclinic Tzaneen), Mediclinic Upington (Pty) Ltd (Mediclinic Upington), Mediclinic Hermanus (Mediclinic Hermanus) and Victoria Hospital (Pty) Ltd (Victoria)

The Commission has approved without conditions, the intermediate merger whereby MCSA and Mediclinic intend to acquire Mediclinic Tzaneen, Mediclinic Upington, Mediclinic Hermanus and Victoria (target hospitals). Post-merger, MCSA and Mediclinic will have sole control of the target hospitals.

Mediclinic is comprised of multidisciplinary private hospital services, providing a range of general and specialised medical care facilities and services. The Target Hospitals are active in the provision of private healthcare services.

Proposed merger between Blue Crest Holdings (Pty) Ltd (Blue Crest) and Meadow Star Investments 85 (Pty) Ltd (Meadow Star)

The Commission has approved without conditions, the intermediate merger whereby Blue Crest intends to acquire Meadow Star. Post-merger, Blue Crest will have sole control of Meadow Star.

Blue Crest is a property investment company that owns office and retail properties that are located throughout South Africa. Meadow Star is a property situated in Bedfordview, in the Gauteng Province.

Proposed merger between Capitalworks Private Equity Partnership II (Capitalworks PE Partnership II), The South African Investment Partnership III (SAIP III), Robertson & Caine (Pty) Ltd (R&C) and Robertson & Caine Properties (Pty) Ltd (RCP)

The Commission has approved without conditions, the intermediate merger whereby Capitalworks PE Partnership II, SAIP III intend to acquire R&C and RCP. Post-merger, Capitalworks PE Partnership II and SAIP III will jointly control R&C and RCP, respectively.

Capitalworks PE Partnership II and SAIP III are private equity investors that seek to invest in a diversified portfolio of privately negotiated equity or equity related investments in middle market companies, operating principally in South Africa.

R&C is a producer of sailing and power catamarans. RCP is a property company which houses R&C's production facility in Woodstock

1.3 Small Mergers

Proposed merger between Santam Limited (Santam) and Professional Provident Society Marketing Services Proprietary Limited (PPS Marketing)

The Commission has approved without conditions, the small merger whereby Santam intends to acquire PPS Marketing. Post-merger, Santam will have sole control of PPS Marketing.

Santam specialises in the provision of short-term insurance products for a diversified market in South Africa.

PPS Marketing provides brokerage services in respect of motor and household insurance. It also provides professional indemnity insurance for pharmacists to clients of PPS Insurance.

2. Non Referrals – The Commission has taken a decision to non-refer the following cases for the following reasons:

- a) South African Airways SOC V Comair Limited – *The Commission found that the conduct complained of does not amount to a contravention of the Competition Act.*
- b) Siyakhuphuka Investment Holdings (Pty) Ltd V Transnet SOC Limited – *The Commission found that the conduct does not amount to a contravention of the Competition Act.*
- c) Val-U Flavours Proprietary Limited V Ingredion Proprietary Limited – *The Commission found that the conduct does not amount to a contravention of the Competition Act.*

Ends

For more information:

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