

Statement on the decisions of the Competition Commission

To: All Media

Date: 02 March 2015

1. Key decisions on mergers and acquisitions

1.1 Large Mergers

Proposed merger between K2014158670 (Pty) Ltd (TriAlpha SPV) and Dorper Wind Farm (RF) Proprietary Limited (DWF)

The Commission has recommended to the Competition Tribunal (Tribunal) that the large merger whereby TriAlpha SPV, intends to acquire a stake in DWF, be approved without conditions. Post-merger, TriAlpha SPV will have joint control over DWF.

TriAlpha is an investment firm that manages various investment mandates, mainly for institutional clients in various sectors within South Africa. DWF is an IPP that generate electricity using onshore wind.

Proposed merger between Soft Bev (Pty) Ltd (SoftBev) and Shoreline Sales and Distribution (Pty) Ltd (Shoreline)

The Commission has recommended to the Tribunal that the large merger whereby MIF Holdings (Pty) Ltd (MIF) and Bowler Metcalf Limited (Bowler Metcalf) intend to get into a joint venture by integrating their subsidiaries, namely, Shoreline and Quality Beverages (Pty) Ltd (Quality Beverages), be approved without conditions. The new joint venture will be controlled by SoftBev, a previously dormant firm. Post-merger, by MIF and Bowler Metcalf will have joint control over Quality Beverages and Shoreline.

The MIF Trust is a holding company with business interests in property, food distribution, food franchising, bottling manufacturing and fruit juice manufacturing. Bowler Metcalf is also a holding company with business interests in manufacturing of containers and packaging and in property. Shoreline manufactures, bottles, sells and distributes branded carbonated soft drinks.

Proposed merger between K2014158795 (Pty) Ltd (TriAlpha SPV) and Intikon Energy (Pty) Ltd (Intikon)

The Commission has recommended to the Tribunal that the large merger whereby TriAlpha SPV intends to acquire Intikon, be approved without conditions. Post-merger, TriAlpha SPV will have sole control over Intikon.

TriAlpha SPV is an investment firm that manages various investment mandates, mainly for institutional clients in various sectors within South Africa. The Intikon Group consists of independent electricity producing (IPP) firms that operate renewable energy producing plants that generate electricity using solar photovoltaic (Solar PV) in South Africa.

Proposed merger between Steinhoff International Holdings Limited (SIH), and Pepkor Holdings Proprietary Limited (Pepkor) and Newshelf 1093 Proprietary Limited (Newshelf)

The Commission has recommended to the Tribunal that the large merger whereby SIH intends to acquire Pepkor and Newshelf, be approved without conditions. Post-merger, SIH will have control of Pepkor which is consolidated with Newshelf.

SIH is a that manufacturers, sources and retails furniture and households goods in Europe, Africa and the Pacific Rim. Pepkor is an investment holding company based in South Africa with retail interests in Africa, Australia and Eastern Europe.

1.2 Intermediate Mergers

Proposed merger the Independent Institute of Education (Pty) Ltd (IIE) and First Rand Bank Ltd N.O as Trustees for the time being of Emira Property Fund (Emira), in respect of the Braamfontein Centre (The Target Property)

The Commission has approved, without conditions the intermediate merger whereby IIE intends to acquire the Target Property from Emira. Post-merger, IIE will have solely control over the Target Property.

IIE is controlled by ADvTECH Ltd (ADvTECH), which is a diversified education, training and development group .The Target Property is a mixed use development, consisting mainly of office space, retail space and storage space.

Proposed merger between Actavis Plc. (Actavis) and Allergan Inc. (Allergan)

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

Actavis is an integrated global specialty pharmaceutical company engaged in the development, manufacturing, marketing, sale and distribution of generic, originator and over-the-counter (OTC) products.

Allergan consists of a portfolio of pharmaceuticals, biologics, medical devices and OTC consumer products, with a focus on several medical specialties, including eye-care, neurosciences, medical aesthetics, medical dermatology, breast aesthetics and urologic.

Proposed merger between Cambridge Free State (Pty) Ltd (Cambridge Free State) and Powersave Wholesalers CC (Powersave) and trading as

Powersave Cash and Carry (Powersave) and Reeza's Supermarket CC, trading as Savemore Supermarket (Savemore)

The Commission has approved without conditions, the intermediate merger whereby Cambridge Free State intends to acquire Powersave and Savemore. Post-merger, Cambridge Free State will have sole control over Powersave and Savemore.

Cambridge Free State is a retail supermarket involved in the retailing of groceries without any wholesale activities. It does not sell liquor products. Powersave and Savemore are independent retail supermarket stores located in the Bloemfontein CBD.

Proposed merger between Truworthis International Limited (Truworthis) and Truworthis Limited (Truworthis Limited) and Earthchild Clothing (Waterfront) (Pty) Ltd (Earthchild) and ZA One (Pty) Ltd (ZA One)

Intermediate mergers whereby the primary acquiring firms, Truworthis intends to acquire Earthchild Clothing and ZA One (Pty). Post-merger, Truworthis will have sole control over Earthchild and ZA One.

Truworthis operates in the South African retail clothing sector, selling, inter alia, clothing, footwear and accessories for men, women and children under various brands. The business of Earthchild operates through a chain of stores through which ladies' and children's apparel and related fashion accessories are sold under various brands. ZA One operates through a chain of stores through which children's wear apparel and accessories.

Proposed merger between Famous Brands Management Company Proprietary Limited (FBMC), and City Deep Storage Proprietary Limited (City Deep) and Cater Chain Food Services Proprietary Limited (Cater Chain)

FBMC intends to acquire 75% of the issued shares in the Target Firms, as well as 75% of the Sellers claims on loan accounts against the Target Firms. Post-merger, FBMC will have sole control over the Target Firms.

(FBMC) is a franchisor to a number of franchisees across a range of well-known restaurants. Cater Chain is a commercial scale butchery. It receives animal carcasses and parts and then processes carcasses and parts into meat products for resale or reprocessing. City Deep operates a very large freezer facility that is capable of blast-freezing meat products in bulk quantities to ultra-cold temperatures as low as minus twenty-six degrees Celsius.

1.3 Termination of Conditions

Termination of conditions imposed in the merger between Sizanai General Trading (Pty) Ltd and the Highway Shopping Centre owned by Momentum Property Investments (Pty) Ltd

On 22 January 2014, the Commission approved the above merger subject to certain public interest conditions. In terms of the conditions, Sizanai was to use reasonable commercial endeavours to negotiate with Pick 'n Pay to remove the exclusivity clause contained in the Heathway Shopping Centre lease agreement at the renewal of the lease agreement in October 2014.

Upon examining submissions by the party, the Commission is satisfied that Sizanai has in the utmost good faith undertaken reasonable commercial endeavours, to negotiate with Pick 'n Pay to remove the exclusivity clause and has thus 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 lack of evidence:

1. ImportexSA Randbourg (Pty) LTD v ACSA and Petroleum Industry Charter.
2. Bookwave Books v Unisa.

END

For more information:

Mava Scott, Spokesperson

012 394 3527/ 076 095 2350/ MavaS@compcom.co.za

Themba Mathebula, External Communication Coordinator

012 394 3325/ 084 896 0860/ thembama@compcom.co.za