



competition commission
south africa

Weekly Media Statement

For Immediate Release

18 February 2021

The Competition Commission of South Africa (CCSA) held its ordinary weekly meeting on Tuesday 16 February 2021, to review and take decisions on matters brought before the Commission by members of the public and corporate applicants, in terms of the Competition Act (89 of 1998). These matters include but are not limited to complaints, mergers and acquisitions.

LATEST DECISIONS BY THE COMPETITION COMMISSION

1.1 Lereko Capital (Pty) Ltd (Lereko Capital)/ Andru Mining (Pty) Ltd (Andru Mining)

The Commission has recommended that the Competition Tribunal (Tribunal) approve the proposed transaction whereby Lereko Capital intends to Andru Mining, without conditions.

Lereko Capital is a private equity fund owned and controlled by Lereko Eco (Pty) Ltd. Lereko Capital forms part of the FirstRand Group (FirstRand Group), a company incorporated in South Africa. Lereko Capital currently has shareholding in Andru Mining. Another firm within the FirstRand Group, ProVest Group (Pty) Ltd, is active in the provision of contract mining services related to underground mining.

Andru Mining is active in the provision of contract mining service and it generates revenue from contracts in different commodities and mining operations, including opencast coal mining and hardrock opencast mining.

The Commission found that the proposed transaction is unlikely to result in a substantial prevention or lessening of competition in any relevant markets. The Commission further found that the proposed transaction does not raise any public interest concerns.

1.2 SPE Mid-Market Fund I Partnership (represented by the general partner, SPE Mid-Market Fund I General Partner (Pty) Ltd (the SPE Fund)/ Absolute Pets (Pty) Ltd (Absolute Pets)

The Commission has recommended that the Tribunal approve the proposed transaction whereby the SPE Fund intends to acquire Absolute Pets, without conditions.

The SPE Fund is controlled by its general partner, SPE Fund General Partners. SPE General Partner is wholly controlled by Sanlam Investment Management Proprietary Limited, a private company incorporated in South Africa which is ultimately controlled by Sanlam Limited (“Sanlam”). Sanlam is a public company listed on the Johannesburg Stock Exchanges, with a secondary listing on the Namibian Stock Exchange. Sanlam is not controlled by any firm/s and its shares are widely held. Sanlam controls a number of firms, collectively the “Sanlam Group”.

The Sanlam Group is a leading financial services group in South Africa, which provides long-term insurance, financial planning, retirement planning, trusts, wills, short-term insurance, asset management, risk management and capital market activities, investment services, lending services and wealth creation. The Group (through its private equity cluster) also has investments in firms that are active in varying activities including glass manufacturing, restaurant chains, and fibre suppliers amongst others. The SPE Fund is also invested in a vertically integrated meat producer in South Africa, trading in the procurement, packaging, sale and distribution of red meat and related products for human consumption.

Absolute Pets is a specialist retailer in the South African pet care industry. The business has a store footprint of 100 stores (96 corporate owned and 4 franchise) located predominantly in the Western Cape, Gauteng and KwaZulu-Natal. These stores retail in a broad basket of pet-related products including food and treats, toys, hygiene products healthcare products and accessories (including an increasing number of ‘own brands’), amongst others. In addition to physical store sales – (i) Absolute Pets operates an online sales channel; (ii) a number of Absolute Pets’ stores also offer pet grooming services through a pet spa located in-store; and (iii) Absolute Pets sells pet insurance products.

The Commission found that the proposed transaction is unlikely to result in a substantial prevention or lessening of competition in any relevant markets. The Commission further found that the proposed transaction does not raise any public interest concerns.

1.3 CDC Group Plc (the CDC Group)/ Divercity Urban Property Fund (Pty) Ltd (DiverCity)

The Commission has recommended that the Tribunal approve the proposed transaction whereby the CDC Group intends to acquire DiverCity, without conditions.

The CDC Group is a development finance institution with investments in a number of sectors. Its investments comprise direct interests held in companies, mostly in emerging markets across Africa, as well as passive indirect investments through various private equity funds. CDC Group's investments are mainly in the consumer goods, infrastructure, financial services, agriculture, health and education sectors.

DiverCity is a property investment and holding company and was formed to be a mixed-use private property holding, investment and development fund which enhances its yield by participating in the development profits of large-scale, mixed-use and mixed income urban renewal projects. DiverCity is currently an urban property fund focused on investing and renewing dense urban precincts rather than individual buildings on a collaborative basis with its shareholders.

The Commission found that the proposed transaction is unlikely to result in a substantial prevention or lessening of competition in any relevant markets. The Commission further found that the proposed transaction does not raise any public interest concerns.

1.4 IA Bell and Company (Pty) Ltd (IA Bell)/ Bell Equipment Limited (Bell Equipment)

The Commission has recommended that the Tribunal approve the proposed transaction whereby IA Bell intends to acquire Bell Equipment, without conditions.

IA Bell is an investment holding company currently holding shares in Bell Equipment and Loinette Capital. Loinette Capital provides asset-based finance solutions which are customized to each customer including asset-backed loans, equipment finance, stock finance, insurance brokerage, debt syndications and co-financing. Apart from its existing shareholding in Bell Equipment and

Loinette Capital, IA Bell does not carry out any other business activities in South Africa or elsewhere.

Bell Equipment's business is primarily related to the manufacture, distribution and sale of earth moving equipment, implements and accessories, as well as the manufacture, distribution and sale of spares, parts and components, and business activities related to the after-sales support of its earth moving equipment. Bell Equipment is also involved in the distribution and sale of certain OEM earth moving equipment as well as pre-owned earth moving equipment and used parts.

The Commission found that the proposed transaction is unlikely to result in a substantial prevention or lessening of competition in any relevant markets. The Commission further found that the proposed transaction does not raise any public interest concerns.

1.5 IVY 2 Investments VCC (IVY)/ New Holdco, a new company formed for the purposes of this transaction which has yet to be incomparated (NewCo)

The Commission has recommended that the Tribunal approve the proposed transaction whereby IVY intends to acquire NewCo, without conditions.

IVY is a private company incorporated in accordance with company laws of Singapore. IVY is wholly owned by Heliconia Special Situation Fund II Limited Partnership ("Fund"). Heliconia Capital Management Pte. Ltd ("Heliconia") is the general partner of the Fund and is wholly owned by Heliconia Holdings Pte. Ltd ("Heliconia Holdings"). Heliconia Holdings is indirectly wholly owned by Temasek Holdings (Private) limited ("Temasek"). Collectively, IVY, Heliconia and its holding company are referred to as the Acquiring Group.

The Acquiring Group is not active in South Africa. Globally, the Acquiring Group is active as an investment holding company with a portfolio which includes financial services, telecommunications, media and technology, transportation and industrials, consumer and real estate, life sciences and agribusiness, as well as energy and resources.

NewCo is a new company formed for the purposes of this transaction which has yet to be incorporated and does not have any activities. Relevant to the proposed transaction is PIL SA which will be a subsidiary of NewCo. PIL SA is engaged in ship owning and operating activities (including container line shipping services and multi-purpose / tramping services) and shipping

agency services and container sales. In respect of container liner shipping services, the service is offered via the Far East to South Africa trade route.

The Commission found that the proposed transaction is unlikely to result in a substantial prevention or lessening of competition in any relevant markets. The Commission further found that the proposed transaction does not raise any public interest concerns.

1.6 Aker Horizons AS (Aker)/ Mainstream Renewable Power Ltd (MRP)

The Commission has recommended that the Tribunal approve the proposed transaction whereby Aker intends to acquire MRP, without conditions.

In South Africa, the Aker group's activities are limited to Aker Biomarine. Aker BioMarine is a vertically integrated biotechnology company and the world's leading supplier of krill-derived biotech products. The company supplies krill marine ingredients through an optimized value chain from raw materials to customer. Aker Biomarine utilises its unique krill harvesting methods to develop its own downstream operations within the high value-added nutraceutical and aquaculture feed markets.

MRP is a leading global renewable energy company that develops, builds, and operates wind and solar power plants (utility-scale renewable assets) in various markets worldwide, including South Africa. MRP entered South Africa in 2009. Through Lekela Power B.V, MRP developed and brought to financial close the following projects in South Africa:

- a) Three operational wind projects, namely, Noupoot (79MW), Loeriesfontein 2 (138MW) and Khobab (137MW).
- b) Two wind projects, namely, Kangnas (140MW) and Perdekraal East (110MW).

The Commission found that the proposed transaction is unlikely to result in a substantial prevention or lessening of competition in any relevant markets. The Commission further found that the proposed transaction does not raise any public interest concerns.

1.7 Business Venture Investments No. 2182 (Pty) Ltd (Business Venture)/ Silica Holdings (Pty) Ltd (Silica Holdings)

The Commission has recommended that the Tribunal approve the proposed transaction whereby Business Venture intends to acquire Silica Holdings, without conditions.

Business Venture is controlled by Kiwi UK Holdco 2 Limited ("KUH"). FNZ Group Services Limited ("FNZ") controls KUH and Kiwi Holdco Cayco Limited ("Kiwi") controls FNZ. Kiwi is controlled by Falcon Newco Limited ("Falcon Newco"). Falcon General Partner LLC ("Falcon GP") has the exclusive responsibility for the management and control of the business and affairs of Falcon LP.

Newco, FNZ, Kiwi, Falcon Newco, Falcon LP, Falcon GP and GIM do not control any firms in South Africa. Newco and all the firms that directly or indirectly, control it, hereafter, collectively referred to as the "Acquiring Group."

The Acquiring Group is a global wealth management platform-as-a-service ("PaaS") provider. The Acquiring Group offers wealth management platform ("WMP") solutions through a PaaS operating model that allows it to combine software and services necessary for the support and operation of the WMP. Under this model, FNZ SA will take responsibility for delivery (via the cloud) of these services to facilitate the customer's internal and external-facing functions. The PaaS model allows FNZ SA to host a digital structure for the management and distribution of its clients' products. The Acquiring Group also offers advisory services via WMP that enable the client to develop, run, and manage its client service offering without the need to build and maintain the platform architecture or technology required.

Silica Holdings is a provider of third-party administration and technology services ("TPA Services") to savings and investment product providers (unit trusts, retirement funds, life products and offshore funds) within the savings and investment industry in South Africa. In this context, Silica's services are best described as Investment Provider Third Party Administration Services ("IPTPA Services") to distinguish Silica's services from TPA Services generally, which is a generic term to describe any outsourced administration. Silica's IPTPA Services include operations, administration, investment and cash accounting and reconciliations including related tax, risk and compliance services and technology solutions to support these activities.:

The Commission found that the proposed transaction is unlikely to result in a substantial prevention or lessening of competition in any relevant markets. The Commission further found that the proposed transaction does not raise any public interest concerns.

1.8 Mercantile Bank (Mercantile Bank)/ Loan Book owned by Grobank (the “Loan Book”)

The Commission has recommended that the Tribunal approve the proposed transaction whereby Mercantile Bank intends to acquire the Loan Book, without conditions.

Mercantile Bank is a division of Capitec Bank Limited (“Capitec”), a firm incorporated in accordance with the company laws of South Africa. Capitec is controlled by Capitec Bank Holdings Limited (“Capitec Bank Holdings”). Capitec Bank Holdings is a public company listed on the Johannesburg Stock Exchange, as such no firm or individual directly or indirectly controls Capitec Bank Holdings. Mercantile Bank and all of the firms directly or indirectly controlling it, shall be referred to as the “Acquiring Group”.

The Acquiring Group is active in South Africa in the provision of business and commercial banking services across South Africa. The Acquiring Group offers inter alia transactional accounts, savings plans, insurance plans and credit options such as loans and credit cards. In addition, the Acquiring Group also provides forex services and merchant services. The Acquiring Group also has a private banking offering, targeting the owners /founders of businesses with a specialised range of secure and user-friendly products and services, including electronic banking (online and mobile), borrowing solutions, investment solutions (call accounts, notice and fixed deposits and money market accounts) and insurance solutions.

The Loan Book is a portfolio of non-strategic loans and consists of approximately 400 loans across three products categories, namely, commercial property loans, instalment sales agreements and residential loans. However, the transfer of these loans are not automatic. For example, any transfer will be at the discretion of the Grobank customer and subject to the customer satisfying the criteria set out by Mercantile.

The Commission found that the proposed transaction is unlikely to result in a substantial prevention or lessening of competition in any relevant markets. The Commission further found that the proposed transaction does not raise any public interest concerns.

1.9 K2020791073(South Africa) (Pty) Ltd (New Holdco) / Adcorp Support Services (Pty) Ltd (Adcorp SS)

The Commission has recommended that the Tribunal approve the proposed transaction whereby New Holdco intends to acquire the Adcorp SS, without conditions.

From all the shareholders of New Holdco, only the activities of First Rand Group are relevant for the purposes of this transaction. Specifically, these include FNB Advisory which provides financial products through approximately 200 financial planners and 40 wealth managers, including: (i) funeral policies; (ii) income protection policies; (iii) pension/retirement plans; and (iv) medical assistance (health plans and medical aid); FirstRand STI which provides legal support through Law on Call, which is the legal assistance policy underwritten by FirstRand Short-term Insurance; and FNB Employee Benefits, which is a new division which started operating in April 2020. It provides group funeral cover, group life cover, lump sum/ capital disability covers, and group critical illness cover.

Adcorp SS operates through two business divisions, the funeral management services (the “FMS”) division and employee benefits (the “EB”) division. The FMS division is the larger of the two divisions, it is a niche outsourced service provider to the long-term insurance industry. FMS is contracted by insurers to provide i) body repatriation, ii) funeral support and iii) related value-added services, to their policy holders.

The Commission found that the proposed transaction is unlikely to result in a substantial prevention or lessening of competition in any relevant markets. The Commission further found that the proposed transaction does not raise any public interest concerns.

1.10 Greenstreet 1 (Pty) Ltd (Stanlib Fund II) / Solar Capital De Aar 3 (RF) (Pty) Ltd (SCDA 3)

The Commission has recommended that the Tribunal approve the proposed transaction without conditions.

Stanlib Fund II invests specifically in infrastructure projects mainly in renewable energy, rail, roads, storage, water and telecommunication sectors and is part of an acquiring group that is

active in the financial services sector. Stanlib Fund II already controls SCDA 3 and is merely increasing its shareholding through the proposed merger.

SCDA 3 is active within the renewable energy sector as an independent power producer contracted under the Renewable Energy Independent Power Producer Procurement Programme (“REIPPPP”) to supply solar PV energy to Eskom. SCDA 3 is in the Northern Cape within the Pixley ka Seme District Municipality.

The Commission found that the proposed transaction is unlikely to result in a substantial prevention or lessening of competition in any relevant markets. The Commission further found that the proposed transaction does not raise any public interest concerns.

1.11 Maponya Motors (Pty) Ltd (Maponya Motors) / Barloworld Maponya (Pty) Ltd (Barloworld Maponya)

The Commission has unconditionally approved the proposed merger whereby Maponya Motors intends to acquire Barloworld Maponya.

Maponya Motors is active in the sale of both new and used motor vehicles through the Soweto Toyota and Soweto Volkswagen dealerships. These dealerships also provide car services as well as motor vehicle parts. Furthermore, Maponya Motors also operates a BP petrol service station in Soweto.

Barloworld Maponya is active in the sale of both new and used motor vehicles through the Soweto Toyota and Soweto Volkswagen dealerships. These dealerships also provide car services as well as motor vehicle parts.

The Commission found that the proposed transaction is unlikely to result in a substantial prevention or lessening of competition in any relevant markets. The Commission further found that the proposed transaction does not raise any public interest concerns.

1.12 Cisco Systems Incorporated (Cisco) / IMImobile PLC (IMImobile)

The Commission has conditionally approved the proposed merger whereby Cisco intends to acquire IMImobile.

Cisco designs, develops, and sells a broad range of technologies around the world, including networking hardware, software telecommunications equipment, and other high-technology products. Cisco's products and technologies can be grouped into infrastructure platforms, applications, security and other products.

IMImobile is primarily active as a cloud "Communications Platform-as-a-service" ("CPaaS") vendor and provides cloud-based contact centre solutions. In addition, IMImobile provides a customer interaction management suite which enables enterprises (mainly finance, retail, logistics, telecom, utilities and government) to automate customer or end-user communications through digital electronic messaging services (for example combining WhatsApp, SMS, Facebook, and email), improving overall customer experience and reducing costs. IMImobile is active in the United Kingdom, Canada and South Africa.

The Commission found that the proposed transaction is unlikely to result in a substantial prevention or lessening of competition in any relevant markets.

With respect to the effect of the merger on the public interest, the Commission found that the transaction may raise employment concerns. To alleviate the concern of potential merger specific retrenchments post-merger, the merging parties have agreed to a moratorium on all merger specific retrenchments for a period 24 months. This has been imposed as a condition to the approval of the merger.

1.13 Sanlam Life Insurance Limited (Sanlam Life) / African Rainbow Life Limited (African Rainbow Life)

The Commission has conditionally approved the proposed merger whereby Sanlam Life intends to acquire African Rainbow Life.

Sanlam was established as a life insurance company in South Africa but has since transformed into a diversified financial services group that operates across the African continent, India, Malaysia and various other countries, with listings on the Johannesburg, A2X and Namibian Stock Exchanges.

African Rainbow Life is a new entrant established by Sanlam Life in conjunction with its co-shareholders which commenced operations in August 2019. African Rainbow Life provides life insurance, endowment plans, funeral cover and group risk solutions which are aimed at lower income customers (the low to middle income segment). In essence, it provides clients with various long-term insurance products.

The Commission found that the proposed transaction is unlikely to result in a substantial prevention or lessening of competition in any relevant markets.

The Commission finds that it is likely that the proposed transaction will have a negative effect on employment in that the merging parties have disclosed that there may be retrenchments of certain employees 2 years after the implementation of the proposed transaction. The Commission notes that this effect on employment is merger specific as the merging parties have indicated that the anticipated retrenchments are occasioned by duplications between Sanlam Life and African Rainbow Life. The Commission and the merging parties have agreed to a condition to the proposed transaction to ensure that there are no merger-specific retrenchments for a period of at least 2 years post the implementation date. Further, given that the merging parties anticipate an increase in employment in the near future within African Rainbow Life, the Commission is of the view that should there be any retrenchments after the 2-year period, the retrenched employees should be given first preference should suitable positions become available within Sanlam Life or any of the subsidiaries within the Sanlam Group in South Africa. The Commission engaged the merging parties in this regard and the merging parties agreed to the conditions proposed by the Commission.

In light of the above, the Commission is of the view that the proposed transaction is likely to have an impact on employment and the remedy proposed is likely to mitigate the impact of the

proposed transaction on employment. In addition, the proposed transaction does not raise any other public interest concerns.

1.14 Marbleshore (Pty) Ltd (Marbleshore) / Perdigon (Pty) Ltd (Perdigon)

The Commission has unconditionally approved the proposed merger whereby Marbleshore intends to acquire Perdigon.

Marbleshore is active in the provision of management and treasury services. Marbleshore provides these services only to its subsidiaries (Frontima and Perdigon). Marbleshore does not render any services or provide any product to third parties. Frontima is currently a dormant company as it stopped trading. Before it stopped trading, Frontima traded in hard commodities, specifically coal.

Perdigon is an agricultural commodity trading business focussing on grain, including maize, wheat, soya and other grains and oilseeds.

The Commission found that the proposed transaction is unlikely to result in a substantial prevention or lessening of competition in any relevant markets. The Commission further found that the proposed transaction does not raise any public interest concerns.

1.15 K2020610388 (Pty) Ltd (Maia Group) / Wellness Warehouse (Pty) Ltd (Wellness Warehouse) and True Health Holdings (Pty) Ltd (True Health Holdings)

The Commission has unconditionally approved the proposed merger whereby Maia Group intend to acquire Wellness Warehouse and True Health Holdings (Target Group).

Maia Group is a newly formed entity and as such it does not directly or indirectly control any firm. Maia Group is jointly controlled by Agri-Vie Fund (Pty) Ltd (“Agri-Vie Fund II”) and Blockhouse

Holdings (Pty) Ltd (“Blockhouse”). Maia Group and the firms directly or indirectly controlling it, shall be referred to as the “Acquiring Group”.

The Acquiring Group has investments in the fishing industry such as aquaculture, pelagic fishing, fishmeal and fish oil processing. It also holds investments in beverage and snacks manufacturing which includes products such as coffee, hot chocolate, cordials, fruit juice concentrates, squash, lemon juice, vinegar and maize chips. The Acquiring Group also has investments in a company that operates a café.

The Target Group provides a range of health and wellness-related products and services in South Africa. The Target Group’s focus is on providing natural and organic, ethically produced, people-friendly and plant-friendly products that are free from common allergens. The Target Group also provides health products, food products, beauty products, home products, clean fitness products and baby products. The Target Group has retail stores in Gauteng, Western Cape and Kwa-Zulu Natal. The Target Group also has 1 e-commerce store and its products are delivered throughout South Africa. In addition, the Target Group is involved in the manufacturing, sourcing (locally and internationally) and distribution of an extensive catalogue of ethical, natural and organic products to the wider retail industry.

The Commission found that the proposed transaction is unlikely to result in a substantial prevention or lessening of competition in any relevant markets. The Commission further found that the proposed transaction does not raise any public interest concerns.

1.16 CB Hermes Holdings, L.P. (Delaware) (CB Hermes)/ Speedcast International Limited (Speedcast)

The Commission has unconditionally approved the proposed merger whereby CB Hermes intends to acquire Speedcast.

CB Hermes is a company incorporated in accordance with the laws of the United States of America. CB Hermes is controlled by CCP III AIV V, L.P. (“CCP III”), a fund ultimately managed

by Centerbridge Partners, L.P. and its affiliates (“Centerbridge”). Centerbridge controls a number of firms internationally. In South Africa, Centerbridge controls Boart Longyear, Canopus, KIK Custom Products, Acoustic, Ahead, Solidus Solutions and Syncsort Incorporated (Precisely). CB Hermes does not control any firms. Centerbridge and all the firms, directly or indirectly, controlled by it are, hereafter, collectively referred to as the “Acquiring Group.” The Acquiring Group is a private investment management firm employing a flexible approach across investment disciplines investing from private equity to credit and related strategies, and real estate.

Speedcast is an international remote communications and IT services provider focused on delivering communications solutions through a multi-access technology, multi-band, and multi-orbit network utilising more than 80 third-party satellites and interconnecting global terrestrial networks, bolstered by extensive on-the-ground local support in more than 40 countries. Speedcast provides managed information services with differentiated technology offerings, including cybersecurity, crew welfare, content solutions, data and voice applications, Internet of Things (“IoT”) solutions, and network systems integration services. Speedcast operates across four business segments namely Commercial Maritime and Cruise; Energy; Enterprise & Emerging Markets (EEM); and Government Business. In South Africa, Speedcast is mainly active in Commercial Maritime, EEM and Energy businesses.

The Commission found that the proposed transaction is unlikely to result in a substantial prevention or lessening of competition in any relevant markets. The Commission further found that the proposed transaction does not raise any public interest concerns.

1.17 Apuleaf Limited (Apuleaf II)/ Louis Dreyfus Company B.V (LDC)

The Commission has unconditionally approved the proposed merger whereby Apuleaf II intends to acquire LDC.

Apuleaf II is a limited liability company incorporated in accordance with the laws of Abu Dhabi Global Market. The Firm controlling Apuleaf is a holding company with controlling interest in several firms in the Middle East. Apuleaf and the firms directly or indirectly controlling Apuleaf are

referred to Acquiring Group. Presently, the Acquiring Group does not directly or indirectly control any firm in South Africa.

The Acquiring Group is active in several sectors in the Middle East including Logistics, Manufacturing, Aviation, Utilities, Real estate, Healthcare, Tourism and hospitality, as well as Financial services. None of the entities controlled by the ADQ Group generate turnover in, into or from South Africa.

LDC is a global merchant and processor of agricultural goods, with activities spanning the entire value chain (production, origination, processing, storing, transporting and merchandising). In South Africa, LDC is active in the processing and supply of various agricultural products including (i) oilseeds; (ii) grains; (iii) cotton, (iv) sugar; (v) rice; (vi) juice and (vii) freight services.

The Commission found that the proposed transaction is unlikely to result in a substantial prevention or lessening of competition in any relevant markets. The Commission further found that the proposed transaction does not raise any public interest concerns.

1.18 AYO Technology Solutions Ltd (AYO Technology)/ Disruptive Vision (Pty) Ltd t/a Kathea Energy (Kathea Energy)

The Commission has unconditionally approved the proposed merger whereby AYO Technology intends to acquire the Kathea Energy.

AYO Technology is controlled by African Equity Empowerment Investments Limited ("AEEI"), a public company listed on the JSE. AEEI is in turn controlled by Sekunjalo Investment Holdings (Pty) Ltd ("Sekunjalo"). Sekunjalo is controlled by Dr Iqbal Survé. AYO Technology controls a number of firms including Puleng Technologies (Pty) Ltd, Health System Technologies (Pty) Ltd, NSX Solutions Consulting (Pty) Ltd, Kalula Communications (Pty) Ltd t/a Headset Solutions and Sizwe Africa IT Group (Pty) Ltd Syncsort Incorporated (Precisely). AYO Technology, AEEI and Sekunjalo and all the firms, directly or indirectly, controlled by them are, hereafter, collectively referred to as the "Acquiring Group."

The Acquiring Group is comprised of various investments primarily in the fishing, technology, events and tourism, health and beauty and biotherapeutics sectors. The ICT activities of the Acquiring Group include the provision of big data analytics, system integration, software development and digital transformation. Relevant to this transaction is that the Acquiring Group does not currently provide any renewable energy offerings in its portfolio.

Kathea Energy is a value-added distributor of various brands of alternative energy solutions, with a focus on solar energy. It offers both commercial and residential solutions across three main product offerings including Grid Tie via Solar Edge and Huawei; Hybrid / Battery Systems via Victron, BYD, Alpha ESS Storion, Alpha ESS SMILE, Solar Edge – StorEdge, Tesla Powerwall and LG Chem; and Solar Modules via Canadian Solar, Peimar.

The Commission found that the proposed transaction is unlikely to result in a substantial prevention or lessening of competition in any relevant markets. The Commission further found that the proposed transaction does not raise any public interest concerns.

1.19 Atlas Tower (Pty) Ltd (Atlas Tower)/ International Tower Corporation (Pty) Ltd (ITC)

The Commission has unconditionally approved the proposed merger whereby Atlas Tower intends to acquire a portfolio of tower sites from ITC (the “ITC Portfolio”).

Atlas Tower is an independent wireless infrastructure company which develops and leases tower sites, on a non-discriminatory basis to multiple mobile network operators and other communications firms (“MNOs”) in South Africa. Tower sites house wireless radio signal equipment that enable MNOs to transmit and receive radio signals required to provide communications services (i.e., network coverage) to their customers.

The ITC Portfolio comprises certain tower sites situated across South Africa.

The Commission found that the proposed transaction is unlikely to result in a substantial prevention or lessening of competition in any relevant markets. The Commission further found that the proposed transaction does not raise any public interest concerns.

1.20 Adumo (RF) (Pty) Ltd (Adumo)/ Wirecard Solutions South Africa (Pty) Ltd (Wirecard SA)

The Commission has unconditionally approved the proposed merger whereby Adumo intends to acquire Wirecard SA.

Adumo is controlled by Crossfin Apis Transactional Solutions (Pty) Ltd (CATS), which is in turn controlled by Crossfin Technology Holdings (Pty) Ltd (CTFH). CTFH is the ultimate controller of Adumo and it is an investment holding entity, which invests in high growth and established cash-generative businesses, offering investors a blended exposure to technical investments in Fintech. Relevant to the proposed transaction is that the Acquiring Group provides a range of payment processing services, which include merchant acquiring services, switching services, loyalty, rewards, incentives and gift card services and funding services for small, medium, and micro enterprises (“SMMEs”). As part of this service, the Acquiring Group supplies point of sale (POS) devices that facilitate payment for a transaction between a merchant and the customer. These devices allow the merchant to physically accept card payments (“card present”) at the merchant’s location. Typically, these are stand-alone card machines, mobile point of sale devices (mPOS), and integrated POS payment systems. The Acquiring Group either sells or rents to the merchant the POS device as part of its merchant acquiring services.

Wirecard SA, is involved in providing e-commerce payment gateway services. This capability enables Wirecard SA to acquire (via its Independent Sales Organization (ISO) relationship with an acquiring bank) and/or process “card not present” transactions (CNP) and transactions without the physical presentation of any cards on behalf of merchants (its clients). In summary, Wirecard SA enables merchants to trade as e-commerce businesses by enabling their customers to pay for goods and services digitally or over the internet.

The Commission found that the proposed transaction is unlikely to result in a substantial prevention or lessening of competition in any relevant markets. The Commission further found that the proposed transaction does not raise any public interest concerns.

1.21 NTT Motor Investments (Pty) Ltd (NTT Motors) / Isuzu/Honda Louis Trichardt, a division of Motus Group (Target Dealership)

The Commission has unconditionally approved NTT Motors' acquisition of the Target Dealership.

NTT Motors operates motor dealerships that sell new and used passenger and light commercial vehicles across South Africa.

The Target Dealership is comprised of an Isuzu/Honda motor dealership located in Louis Trichardt, in Limpopo.

The Commission found that the proposed transaction is unlikely to result in a substantial prevention or lessening of competition in any relevant markets. The Commission further found that the proposed transaction does not raise any public interest concerns.

1.22 Imibala Orchards (Pty) Ltd (Imibala) / Cape Olive Holdings (Pty) Ltd (Cape Olive Holdings)

The Commission has unconditionally approved the proposed merger whereby Imibala intends to acquire Cape Olive Holdings.

Imibala is involved in the management of agribusinesses. It leases orchards from a variety of landowners and has expanded its asset base to include a packing operation and various production-based investments. Imibala has orchards in Somerset West, Stellenbosch, Franschoek, Porterville/Saron and Piketberg. The output of these farms includes citrus and deciduous fruit, particularly plums as well as grapes. Imibala also operates a vegetable processing facility (called Veggie Crisp) which produces vegetable crisps (butternut, sweet potato, beetroot, and carrot) which are primarily sold domestically.

Cape Olive Holdings is a holding company which holds all of the shares in Cape Olive Products. Cape Olive Products, in turn, produces olives on its farm in the Klein Drakenstein area. Cape Olive Products' olive processing facility produces table olives as well as olive oil and tapenade.

The Commission found that the proposed transaction is unlikely to result in a substantial prevention or lessening of competition in any relevant markets. The Commission further found that the proposed transaction does not raise any public interest concerns.

1.23 Brenthurst Retirement (Pty) Ltd (Brenthurst Retirement) / Anson Holdings (RF) (Pty) Ltd (Anson Holdings)

The Commission has unconditionally approved the proposed merger whereby Brenthurst Retirement intends to acquire Anson Holdings.

Brenthurst Retirement is involved in the development, ownership and management of retirement residential property in South Africa.

Anson Holdings operates a retirement residential property known as San Sereno Village, located in Bryanston, Gauteng.

The Commission found that the proposed transaction is unlikely to result in a substantial prevention or lessening of competition in any relevant markets. The Commission further found that the proposed transaction does not raise any public interest concerns.

2 Non-Referrals: The Commission has taken a decision to non-refer (not to prosecute) the following cases:

2.1 Roger Vuedsman v Foschini Group, TFG

The Commission is of the view that the conduct complained of does not contravene the Competition Act.

2.2 Ray Esbach v West Care Pharmacy, Elsie's River

The Commission is of the view that the conduct complained of does not contravene the Competition Act.

2.3 Rodney Benedict Nyalungu v DSTV/Multichoice Call Centre

The Commission is of the view that the conduct complained of does not contravene the Competition Act.

2.4 Harry Heyns v Abaqulusi Municipality

The Commission is of the view that the conduct complained of does not contravene the Competition Act.

2.5 Sena Ayivi-Akpagana v Flysafair

The Commission is of the view that the conduct complained of does not contravene the Competition Act.

2.6 Sphiwe Mveli v Mr Retief van der Merwe of Rennie Property

The Commission is of the view that the conduct complained of does not contravene the Competition Act.

2.7 P Brauteseth v National Treasury of South Africa

The Commission is of the view that the conduct complained of does not contravene the Competition Act.

2.8 Anonymous v Shell Downstream South Africa (Pty) Ltd

The Commission is of the view that the conduct complained of does not contravene the Competition Act.

2.9 Anonymous v Mamre Property Management

The Commission is of the view that the conduct complained of does not contravene the Competition Act.

2.10 Sean Andrew Newton v Zimbali Estate Management Association (ZEMA)

The Commission is of the view that the conduct complained of does not contravene the Competition Act.

2.11 Gunther Schmitz of German Autoworks v FCA South Africa (Pty) Ltd

The Commission is of the view that the conduct complained of does not contravene the Competition Act.

3. Withdrawal of complaints: The Commission has taken a decision to accept the withdrawal of the following complaint

3.1 Anonymous v Ket Civil (Pty) Ltd

The Commission has taken a decision to accept the withdrawal of this complaint.

Members of the public can now lodge their complaints by SMS/WhatsApp @084 743 0000

[ENDS]

Issued by:

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