



competition commission
south africa

Media Statement

For Immediate Release

24 June 2022

STATEMENT ON THE LATEST DECISIONS BY THE COMPETITION COMMISSION

The Competition Commission of South Africa (CCSA) held its ordinary meeting on Tuesday 21 June 2022, 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) as amended. These matters include but are not limited to complaints, mergers, and acquisitions.

1. MERGERS AND ACQUISITIONS

1.1 Virgin Active South Africa Group (Pty) Ltd (VASAG) / Kauai Juice (Pty) Ltd (Kauai Juice)/ Kauai Smart Meals (Pty) Ltd (Kauai Smart)/Nü Health Café (Pty) Ltd (Nü Health)

The Commission has recommended that the Competition Tribunal approve the proposed transaction whereby VASAG intends to acquire ownership of Kauai Juice, Kauai Smart, and Nü Health (collectively the Target Firms) from Real Foods (Pty) Ltd (Real Foods), without conditions.

VASAG is a wholly owned subsidiary of Virgin Active South Africa Holdings Limited (VASA Holdings) which is ultimately controlled by Virgin Active International Investments Ltd (“Virgin Active International”), the ultimate holding company of the Virgin Active group of companies (the Virgin Active Group). The Virgin Active Group is jointly controlled by Brait Mauritius Limited (Brait) and Vieco Nominees Ltd (Vieco). Brait, Vieco and all firms directly and indirectly controlled by these firms are collectively referred to as the Acquiring Group.

The Acquiring Group is a global investment group whose portfolios are diversified across multiple asset classes and geographies. Most relevant to the proposed transaction is the Acquiring Group’s investments in Virgin Active Group. The Virgin Active Group owns health clubs that offer a range of fitness and wellness services through the Virgin Active brand and operates 164 health clubs throughout South Africa.

The Target Firms are Kauai Juice, Kauai Smart and Nü Health and are wholly owned subsidiaries of Real Foods.

Real Foods is a multi-brand food group specialising in natural food, health, and wellness. Its brands include Kauai, Nü, Brother Bees Honey, Schoon, Free Bird, Uber Nutrition, QBEE, I Love the Dough and Highveld Honey. Relevant to the proposed transaction are the Kauai and Nü businesses conducted by the Target Firms.

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

1.2 Pharma Q Holdings (Pty) Ltd (Pharma Q)/ Imperial Logistics (Pty) Ltd (Imperial Logistics)/ Ascendis Pharma (Pty) Ltd (Ascendis Pharma)/Alliance Pharma (Pty) Ltd (Alliance Pharma)/Medicine Developers International (Pty) Ltd (Medicine Developers)/ Pharmachem Pharmaceuticals (Pty) Ltd (Pharmachem Pharmaceuticals)

The Commission has recommended that the Competition Tribunal approve the proposed transaction whereby Pharma Q and Imperial Logistics respectively intend on shares in Ascendis, Alliance Pharma, Medicine Developers, and Pharmachem Pharmaceuticals (collectively the Target Firms and/or Target Group), with conditions.

Imperial Logistics is controlled by DP World Logistics FZE. Pharma Q is controlled by Blackchoice Investments (Pty) Ltd (“Blackchoice”). Imperial Logistics, Pharma Q, Blackchoice and all the firms that they control shall be referred to as the Acquiring Group.

Pharma-Q is a pharmaceutical intellectual property and brand owner and a manufacturer of pharmaceutical products for both the private and public sectors with its primary focus on the hospital market.

Imperial Logistics is a transport and logistics provider in various African countries, and also a provider of contract logistics and freight services in Europe and the United Kingdom.

The Target Firms are Ascendis Pharma, Alliance Pharma, Medicine Developers and Pharmachem Pharmaceuticals. The Target Firms are controlled by Ascendis Health Limited through its wholly owned subsidiary Ascendis Health SA Holdings (Pty) Ltd.

The Target Firms are active in the marketing and distribution of prescription and OTC medicines. Ascendis Pharma markets and distributes its own prescription and OTC medicine brands in gastrointestinal tract, cough and cold, pain, diabetes and niche generic therapeutic segments of the domestic pharmaceutical market.

The Commission found that the proposed transaction is unlikely to result in a substantial prevention or lessening of competition in any relevant markets. In relation to public interest, the Commission received a concern relating to effect of the merger on the promotion of a greater spread of ownership.

The merging parties agreed to a condition that the Acquiring Group shall ensure that the board of the Target Firms comprises a majority of directors who are historically disadvantaged persons, as long as Pharma-Q and Imperial jointly hold shares in the Target Firms.

1.3 Harthope Moss (Pty) Ltd (SPV)/ Halewood International South Africa (Pty) Ltd (Halewood)

The Commission has recommended that the Competition Tribunal approve the proposed transaction whereby SPV intends to acquire Halewood, without conditions.

Upon implementation of the proposed transaction, SPV will be directly controlled by Corvest 14 (Pty) Ltd (Corvest 14) and Masimong Beverages Holdings (Pty) Ltd (MBH).

MBH will, upon implementation of the proposed transaction, be jointly controlled by Masimong Group Holdings (Pty) Ltd (Masimong) and Sabvest Finance & Guarantee Corporation (Pty) Ltd (Sabvest). The remaining shareholding will be held by the existing Management of MBH. Sabvest is wholly controlled by Sabvest Capital Limited ("Sabcap"). SPV does not control any firm. Corvest 14 and MBH with all their subsidiaries and controllers will hereon be referred to as the Acquiring Group.

Corvest 14 is a private equity investment firm. Relevant to the proposed transaction are Corvest 14's activities in relation to the energy drinks market. Corvest 14 holds a controlling interest in Alternative Power t/a Switch Energy Drink, which is involved in the manufacture and distribution of energy drinks in South Africa.

Corvest 14 is ultimately controlled by the FirstRand Group. Rand Merchant Bank (RMB), a division of FirstRand Group, holds a minority, non-controlling shareholding in a firm, The Duchess Global Limited (Pty) Ltd ("The Duchess"), which markets non-alcoholic gin and tonic.

Masimong is also an investment holding firm that holds interests in a range of sectors, including mining, agriculture, financial services, and industrial sectors. Masimong has an indirect non-controlling interest in Carmien Tea. Carmien Tea supplies a range of traditional non-alcoholic rooibos-based beverages. Carmien Tea also markets and supplies a rooibos-based gin product.

Halewood is the Target Firm and is controlled by Halewood International Holdings (Overseas) Limited. Halewood controls Halewood Properties South Africa (Pty) Ltd; Snowbliss (Pty) Ltd; and Stars Beverages (Pty) Ltd ("7 Stars"). Halewood and its subsidiaries will collectively be referred to as the Halewood Group.

Halewood manufactures, markets, and distributes a range of alcoholic beverages and carbonated "mixers". These beverages comprise spirit alcoholic beverages (Red Square (Vodka), Belgravia (Gin), Whitley Neill (Gin), Pogues (Whiskey), West Cork (Whisky), Buffelsfontein (Brandy)), spirit coolers, and other ready-to-drink beverages (Red square, Belgravia, Caribbean Twist, Original Iced Cocktails and Buffelsfontein). It markets and distributes these products throughout South Africa and to certain export

markets in Africa. Halewood also offers some non-alcoholic versions of the alcoholic beverages that it supplies. In addition to the alcoholic beverages that it manufactures, Halewood imports and distributes some alcoholic spirits. Halewood has its manufacturing facility and its main warehouse in Gauteng with two managed distribution facilities in Kwa-Zulu Natal and one managed distribution facility in the Western Cape.

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 Namane Resources (Pty) Ltd (Namane) / Ledjadja Coal (Pty) Ltd (Ledjadja) / Resgen South Africa (Pty) Ltd (Resen SA) / Resgen SA Farms (Pty) Ltd (Resgen Farm) / Waterberg One Coal (Pty) Ltd (Waterberg)

The Commission has recommended that the Competition Tribunal approve the proposed transaction whereby Namane through its subsidiaries, Leopont 557 (Pty) Ltd (Leopont) and Namane Mining Properties Proprietary Limited (Namane Properties) (collectively referred to as Namane Group), intends to acquire assets held by Resgen SA (in business rescue), Resgen SA Farms (in business rescue), Waterberg (in business rescue) and Ledjadja (in provisional liquidation) ("Ledjadja"), without conditions.

Namane directly or indirectly controls several firms involved in mining and logistics. Relevant for purposes of the current transaction is the fact that Namane Group owns and operates thermal coal mines in South Africa.

The Target Firm comprises the assets held in Resgen SA; Resgen SA Farms; Waterberg; and Ledjadja (Target Group). The Target Group is ultimately controlled by Resource Generation Limited (Resource Generation).

The Target Group has not commenced any business activities. Ledjadja is the holder of the right to a coal resource in South Africa's Waterberg coalfield, which, together with the other entities in the Target Group, intended to develop the Boikarabelo coal mine in Limpopo, South Africa. Resgen SA Farms manages the immovable properties and related aspects of the Boikarabelo coal mine, Resgen SA owns the immovable properties related to the Boikarabelo coal mine and Waterberg holds a prospecting right in the Waterberg Region, Limpopo, South Africa (in respect of which a mining right application has been lodged). These assets of the Target Group are ultimately owned by the same entity, Resource Generation, and they are all interrelated in that they are assets intended for the development of the Boikarabelo coal mine.

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 Chamber Lane Properties 3 (Pty) Ltd (Chamber Lane Properties 3)/ Motus Group Limited in respect of Motus Meadowview

The Commission has recommended that the Competition Tribunal approve the proposed transaction whereby Chamber Lane Properties 3 intends to acquire the rental enterprise known as Motus Meadowview (the Target Property) from the Motus Group Limited (Motus Group), without conditions.

Chamber Lane Properties 3 is controlled by Equites Property Fund Limited (Equities). Equites controls various entities including Equites Investments 1 (Pty) Ltd, Galt Property One (Pty) Ltd, Ilanga La Kusasa (Pty) Ltd, and Swish Property Seven (Pty) Ltd. Equites and its subsidiaries shall be referred to as the Acquiring Group.

The Acquiring Group is a Real Estate Investment Trust ("REIT"). Its property portfolio ranges from light industrial to office property and is predominantly located in Gauteng.

The Target Property is a light industrial (logistics warehouse) property situated at 2 Gordon Avenue, Linbro Park, Sandton, Gauteng comprising a total of 25,010 m² consisting of 21 136m² of rentable light industrial property and 3 816m² of grade A office space. The Target Property is owned by the Motus Group.

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 KGDP Hyper (Pty) Ltd (KGDP)/ FCHV Hyper (Pty) Ltd (FCHV)/ Vaal Square (Pty) Ltd (Vaal Square) (the Bentel Group)/ Evergro Properties (Pty) Ltd (Evergro Properties) / Evergro Vaal (Pty) Ltd (Evergro Vaal) / West Rand Properties (Pty) Ltd (West Rand Properties)

The Commission has approved the proposed transaction whereby the Bentel Group intends to acquire Evergro Properties, Evergro Vaal, and Westrand Properties, without conditions.

The primary Acquiring Firms are KGDP, FCHV, and Vaal Square. KGDP, FCHV, and Vaal Square are special purpose vehicles established for the purposes of the proposed transaction and have no activities in South Africa.

The Acquiring Firms are directly controlled by Selmire Investments Proprietary Limited (Selmire) and Penaub Investments (Pty) Ltd (Penaub).

The Acquiring Firms are involved in the development, management, and leasing of rentable-retail property.

The Target Firms comprise three entities housing the rentable retail properties at President Square Vaal, President Square Fochville, and President Square Krugersdorp (Target Properties) in 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.

1.7 inq. Digital Proprietary Limited (inq. Digital)/ Syrex Proprietary Limited (Syrex)

The Commission has approved the proposed transaction whereby inq. Digital intends to acquire Syrex, without conditions.

inq. Digital is controlled by inq. Holding, a private company registered in Mauritius. Inq. Digital is ultimately controlled by Convergence Partners Investment (Pty) Ltd (“CPI”).

inq. Digital has limited operations in South Africa where it provides Edge-AI services to a single client. Edge-AI is a video Artificial Intelligence product that uses surveillance camera footage to provide detailed analytics powered by artificial intelligence. inq. Holding operates as a global African digital enterprise service provider headquartered in Mauritius.

Syrex is the Target Firm and does not control any firm. Syrex operates as an aggregator and reseller of information and communication technology (“ICT”) products. More specifically, it provides Information Technology (“IT”) and intranet solutions to businesses. It specializes in the installation and support of Linux, Microsoft, virtualised, and hybrid infrastructures. Examples of Syrex’s products and services support include fibre, VPN, Office 365, firewalls and hardware, and software sales, amongst other things.

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 Xerotech (Pty) Ltd (Newco)/ Altron Document Solutions (ADS)

The Commission has approved the proposed transaction whereby Newco intends to acquire ADS, a division of Altron TMT (Pty) Ltd (Altron TMT), without conditions.

The shares in Newco are held by Tag Capital (Pty) Ltd (Tag Capital) and Digital Mops (Pty) Ltd (Digital Mops). Tag Capital is a wholly owned subsidiary of Bi-Africa Investment Holdings (Pty) Ltd. Bi-Africa Investment Holdings Proprietary Limited is ultimately owned by the Trawaral Trust.

The Acquiring Group is a highly diversified group with business units involved in a wide variety of activities, including corporate services, distribution/procurement, financing, and property management. Relevant to the current transaction is the fact that the Acquiring Group provides managed print solutions (MPS) and supplies office automation equipment (OAE) in South Africa. In respect of the provision of both MPS and OAE, the Acquiring Group offers brand-neutrality, with solutions structured to use the device and software

that best meet the needs of each customer. The Acquiring Group distributes the HP, Canon, and Triumph Adler brands.

ADS is the Target Firm and is a wholly owned subsidiary of Altron TMT. Altron TMT is ultimately controlled by Altron. ADS is an exclusive distributor of Xerox office printing technology and also provides the marketing and servicing of the range of Xerox document equipment (i.e., office printers and copiers, scanners, and production devices), software solutions (i.e., digital printing, office device application, workflow software, and services).

ADS provides a range of hardware and consumables and software to manage outsourced print services such as installation and training, paper and toner supplies, maintenance, and services of equipment and service contracts. Genbiz is also a Xerox distributor. ADS also distributes high-volume production products namely Duplo finishing equipment and Fujifilm inkjet production machines.

Xerox provides A4 and A3 printers, entry and high-end production equipment, inkjet, wide format printers, folders, scanners, etc., as well as services on these equipment, and software and supplies for production and office environments. Of relevance to the assessment of the proposed transaction is the fact that the target firm, ADS and Genbiz, markets and services the complete range of Xerox document equipment, software solutions, and services in 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.

1.9 Hitachi Rail Ltd (Hitachi Rail)/ Ground Transportation Systems business of Thales SA (the Target Business)

The Commission has approved the proposed transaction Hitachi Rail intends to acquire the Target Business, without conditions.

Hitachi Rail is controlled by Hitachi Ltd (“Hitachi”), a firm incorporated under the laws of Japan. In South Africa, Hitachi controls a number of firms including Bradken Resources SA (Pty) Ltd; Hitachi Astemo South Africa (Pty) Ltd; Hitachi Construction Machinery Africa (Pty) Ltd; Hitachi Construction Machinery Southern Africa Co. (Pty) Ltd; Hitachi Energy South Africa (Pty) Ltd; Hitachi Vantara (Africa) (Pty) Ltd; Hitachi Vantara (African Holdings) (Pty) Ltd; and Hitachi Vantara (Pty) Ltd. Hitachi Rail does not control any firms in South Africa. Hitachi and all its subsidiaries including Hitachi Rail will collectively be referred to as Acquiring Group.

Globally, Hitachi Rail is a provider of transport solutions including rolling stock, signaling systems, turnkey solutions, maintenance services, and components. Hitachi’s “digital signaling & systems” business

consists of two main activities, namely signaling and traffic management: and station and information solutions. In South Africa, Hitachi Rail has not been active since 2019.

The Target Business is a division of Thales SA (“Thales”), a firm incorporated under the laws of France. The Target Business is controlled by Thales. The Target Business in South Africa is currently operated by Thales South Africa Systems (Pty) Ltd (“Thales South Africa”).

Globally, the Target Business offers various solutions across four core business lines, namely, mainline signaling; urban rail signaling; integrated communication and supervision solutions; and revenue collection systems. In South Africa, the Target Business is active in mainline signaling, integrated communication, supervision solutions, and revenue collection systems.

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 Elliot Investment Management L.P (EIM)/ and Brookfield Private Equity Holdings LLC (BPEH)/ Nielsen Holding Plc (Nielsen)

The Commission has approved the proposed transaction whereby EMI and BPEH intend to acquire Nielson, without conditions.

EIM and BPEH are companies incorporated by the laws of the state of Delaware, United States of America (USA). EIM and all the firms it controls that generate turnover in, into, or from South Africa are herein collectively referred to as the “EIM Group”.

BPEH is ultimately controlled by Brookfield Asset Management Inc. (Brookfield). Brookfield is a public company co-listed on the New York Stock Exchange and the Toronto Stock Exchange and, as such, its shares are widely traded. Brookfield indirectly controls numerous firms in South Africa. Brookfield and all the firms it, directly and indirectly, control in South Africa are herein collectively referred to as the “Brookfield Group”.

EIM is an investment firm which focuses on technology investing. EIM which has generated turnover in, into, or from South Africa provides cloud-based remote work tools for collaboration; customer engagement services; business-to-business platforms connecting travel agencies to travel providers; and firms that develop brand loyalty programming.

Brookfield is a global asset manager that offers a range of public and private investment products and services. Brookfield’s investment focus is on real estate, infrastructure, renewable power, and private equity.

The primary target firm is Nielsen, a public company incorporated by the laws of England and Wales. Nielsen is an international firm and controls numerous firms globally. In South Africa, Nielsen controls a single firm namely, AGB Nielsen Media Research (South Africa) Pty Ltd (AGB Nielsen).

Nielsen is an international audience insight, data, and analytics company. Relevant to the proposed transaction are Nielsen's business activities in South Africa conducted through AGB Nielsen. AGB Nielsen provides media and marketing information as well as for analytics market research for television, radio, and digital audience measurement ("measurement solutions"); media planning and marketing optimization ("impact solutions"); and metadata for video, music, and sports content ("content solutions"). In particular, AGB Nielsen provides the following products and services: television audience measurement services (TAMS); publisher audience measurement services (PAMS); a fusion of ratings of data with other survey data; and ad intelligence ("Ad Intel").

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 Boxer Superstores (Pty) Ltd (Boxer)/ Tirivashe (Pty) Ltd trading as Pick n Pay Bara City (PnP Bara City)

The Commission has approved the proposed transaction whereby Boxer intends to acquire PNP Bara City, with conditions.

Boxer is a wholly owned subsidiary of Boxer Holdings (Pty) Ltd (Boxer Holdings) which is controlled by Pick n Pay Retailers (Pty) Ltd (Pick n Pay Retailers). Pick n Pay Retailers is ultimately controlled by Pick n Pay Stores Limited (Pick n Pay Stores).

Boxer conducts its business, as a national supermarket, liquor, and hardware goods retailer. Boxer comprises Boxer Supermarkets, Boxer Small Formats, Boxer Liquor Stores, and Boxer Build. Boxer has 22 Boxer Liquor Stores and 38 Boxer Supermarkets in the Gauteng region, which are located mainly at or near taxi & bus ranks in rural areas, townships, and CBD transport nodes.

PnP Bara City conducts its business as a supermarket and liquor franchise store, forming part of the broader Pick 'n Pay multi-format, multi-channel retail offering to consumers in South Africa. PnP Bara City offers goods and services which are identical to those offered by Pick n Pay in its other Pick n Pay branded franchise and corporate supermarket stores.

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

In order to address concerns arising from the proposed merger relating to the dilution of HDP ownership in the target firm, the merger is approved subject to conditions which include that the Acquiring Firm develops an HDP Property Initiative which seeks to provide financial assistance to Boxer Landlords/ Owners by making funds available to Beneficiaries for purposes of *inter alia* the extensions or refurbishment of buildings, the completion and construction of new buildings, providing funding for Landlords/ Owners who are unable to obtain financing alternatively full financing from commercial banks to construct their stores, offering lease terms which allow for the repayment of funding to be deducted from monthly rental, financing internal finishes usually covered by the property developer.

The Commission further found that the proposed transaction does not raise any public interest concerns.

1.12 Astir Vitogiannis Bros S.A. (Astir)/ Coleus Packaging (Pty) Ltd (Coleus)

The Commission has approved the proposed transaction whereby Astir intends to acquire control over Coleus with conditions.

Astir is a wholly owned subsidiary of SICC Limited ("SICC"). SICC is a wholly owned subsidiary of IDEAL Holdings S.A. Astir does not control any firms in South Africa. IDEAL and the firms it directly and indirectly, controls are herein forth collectively referred to as the Acquiring Group.

Astir is an international crown corks manufacturer with manufacturing facilities in Greece. Astir manufactures and distributes crown corks of both a twist-off and pry-off variety. In South Africa, Astir does not have manufacturing facilities and only distributes pry-off crowns through a distributor, namely Crown Man (Pty) Ltd ("Crown Man"). Astir supplies customers in the brewing and beverage industry, from special craft beers to popular soft drinks and mainstream beers.

Coleus is in the Target Firm and is controlled by SAB. The remaining shareholding in Coleus is held by Nokusa.

Coleus is a crown cork manufacturer in South Africa and supplies pry-off and twist-off metal bottle closures for the brewing and bottling industries in South Africa and other Southern African countries. Coleus is the only crown cork manufacturer in South Africa. In order to ensure that production of metal crown remains in South Africa, the Merged Entity has agreed to commit to investing in the improvement, growth and expansion of the Target Firm's business.

The approval of the merger is thus subject to conditions that include that the Acquiring Group, will for a period of five years post the implementation date, commit to investing funds towards the further development of the Target Firm. This development includes refurbishing the existing facilities at Coleus; investing in new machinery; investing in energy-saving; upgrading existing machinery and investing in new technologies.

The merged entity shall also continue to supply third parties with tin metal crowns on reasonable, non-discriminatory, and market-related terms.

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.

1.13 Enerweb Proprietary Limited (Enerweb)/ Nextec Energy Solutions and Analytics business (ESA)

The Commission has approved the proposed transaction whereby Enerweb acquired ESA, with conditions.

Enerweb is a new company that was formed for the transaction. Enerweb is controlled by Industrial Partnership Investments Proprietary Limited ("IPI"). IPI is a wholly owned subsidiary of Remgro Limited ("Remgro"). Remgro controls many subsidiaries which are active in various markets. Relevant to the proposed transaction, Remgro owns Energy Exchange (Pty) Ltd.

The controlling company of Enerweb, Remgro, is an investment holding company with investments in various sectors including healthcare, consumer products, financial services, infrastructure, industrial and media industries.

The Target Firm is ESA, formerly a business unit that was indirectly controlled by a subsidiary of EOH Mthombo (Pty) Ltd, which is, in turn, a wholly owned subsidiary of EOH Holdings Ltd ("EOH Holdings"). ESA does not control any firm.

The Target Business is an IT services business focusing on the utility environment and derives its revenue from software license agreements and support services only. The Target Business provides Distributed Energy Resource Management Systems (DERMS) software solutions including (i) demand response, (ii) energy trading, (iii) meter data management, and (iv) utility analytics.

In order to address concerns relating to the potential flow of sensitive information between different companies involved in the energy value chain within the Remgro group, the merger was approved subject to conditions which seek to prevent the flow of sensitive information from the DERMS systems developed for utility companies to energy trading companies within Remgro.

The Commission further found that the proposed transaction does not raise any public interest concerns.

[ENDS]

Issued by:

Siyabulela Makunga, Spokesperson

On behalf of: The Competition Commission of South Africa

Tel: 012 394 3493 / 067 421 9883/ (WhatsApp No: 072 768 0238)

Email: SiyabulelaM@compcom.co.za

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