



**competition commission**  
south africa

**Media Statement**

**For Immediate Release**

**06 October 22**

**STATEMENT ON THE LATEST DECISIONS BY THE COMPETITION COMMISSION**

The Competition Commission of South Africa (CCSA) held its ordinary meeting on Tuesday 04 October 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 Motus Group Ltd (Motus)/ Sandown Motor Holdings (Pty) Ltd (Sandown)**

The Commission has recommended that the Competition Tribunal approve the proposed transaction whereby Motus intends to acquire the business of three Mercedes-Benz passenger vehicle dealerships, one commercial vehicle dealership as well as a portion of an administrative function located in Bryanston that services these dealerships (the Target Business), from Sandown Motor Holdings (Pty) Ltd (Sandown) as a going concern and in one indivisible transaction, without conditions.

The primary acquiring firm is Motus. Motus is wholly owned and controlled by Motus Holdings Ltd (Motus Holdings). Motus Holdings is not controlled by any firm. Motus and Motus Holdings will collectively be referred to as the Motus Group.

The Motus Group is involved in vehicle importation, vehicle distribution and dealerships, vehicle rental, after-market, and vehicle-related financial services predominantly through its network of dealerships across South Africa. Of relevance to the proposed transaction are the Motus Group's dealerships located in Gauteng Province.

The primary target firm is Sandown. The Target Business is owned and controlled by Sandown Motor Holdings. Sandown Motor Holdings is wholly owned and directly controlled by Mercedes-Benz South Africa Limited (Mercedes-Benz SA).

The Target Business consists of three Gauteng-based Mercedes-Benz passenger car dealerships, a Mercedes-Benz commercial vehicle dealership, and a portion of an administrative office located in Bryanston.

The Target Business is involved in the sale of new and used Mercedes-Benz passenger, LCVs, as well as other commercial vehicles, like Fuso and Mercedes-Benz trucks. It is also active in the servicing of vehicles and other commercial vehicles (i.e., Mercedes-Benz buses and Freightliners).

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 substantial public interest concerns.

## **1.2 Royale Energy Proprietary Limited (“Royale Energy”)/ FuelEx Proprietary Limited (“FuelEx”)**

The Commission has recommended that the Competition Tribunal approve the proposed transaction whereby Royale Energy intends to acquire FuelEx, without conditions.

The primary acquiring firm is Royale Energy. Royale Energy is controlled by Royale Energy Group Proprietary Limited (“Royale Energy Group”). Royale Energy Group is 100% owned by the PGC Group, which is the investment arm of POPCRU Trust, the Police and Prisons Civil Rights Union. Royale Energy, Royale Energy Group and the firms controlled by Royale Energy Group will hereinafter be referred to as the Acquiring Group.

The Acquiring Group is an energy company that operates in the wholesale, retail, marketing, storage, and distribution of petroleum products (petrol, diesel, and paraffin) within the energy sector of South Africa.

The target firm is FuelEx. FuelEx is controlled by CJF Holdings Proprietary Limited (“CJF Holdings”) and Febmax Proprietary Limited (“Febmax”). FuelEx and the firms it controls will hereinafter be referred to as the Target Group.

FuelEx is a petrochemical company offering a fuel solution in South Africa. FuelEx markets, sells and distributes bulk petroleum products such as diesel, petrol, paraffin, jet fuel, heavy furnace oil, lubricants and related petrol products which are collected from the major fuel refineries and registered storage terminals. In addition, FuelEx offers widely approved automotive and industrial lubricants engineered to reduce wear and prolong engine life.

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 KZN Pension House Proprietary Limited (“KZN Pension House”)/ Vividend Income Fund Limited (“Vividend Income Fund”)**

The Commission has recommended that the Competition Tribunal approve the proposed transaction whereby KZN Pension House intends to acquire the letting enterprise known as SARS Durban (“SARS Durban”) from Vividend Income Fund, without conditions.

The primary acquiring firm is KZN Pension House. The Acquiring Group’s property portfolio comprises a diverse range of properties including office, retail and residential space situated throughout South Africa.

The primary target firm is Vividend Income Fund in respect of the letting enterprise known as SARS Durban. SARS Durban is a 23 104.61 m<sup>2</sup> rentable Grade A office space situated at 201 Dr Pixley Kaseme Street, Durban, KZN.

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 Austell Pharmaceuticals (Pty) Ltd (“Austell”)/ Ascendis Pharma (Pty) Ltd (“Ascendis Pharma”), Alliance Pharma (Pty) Ltd (“Alliance Pharma”), Medicine Developers International (Pty) Ltd (“Medicine Developers”) and Pharmachem Pharmaceuticals (Pty) Ltd (“Pharmachem Pharmaceuticals”) (collectively the “Target Firms” and/or “Target Group”)**

The Commission has approved the proposed transaction whereby Austell acquired the Target Firms, without conditions.

The primary acquiring firm is Austell. Austell is jointly controlled by Camox Pharmaceuticals (Pty) Ltd (“Camox”) and Squire Woods Investments 45 (Pty) Ltd (“Squire Woods Investments”). Squire Woods Investments is in turn controlled by a trust.

The Acquiring Group is a pharmaceutical company that sells over-the-counter (OTC) and generic pharmaceutical products. It markets and sells products in both the public and private sector. Its customers include state hospitals, dispensing doctors, wholesalers, private retail pharmacies and private hospitals. The Acquiring Group has a diverse portfolio of products comprising OTC, generics and innovative/new products.

The Target Firms are 100% ultimately controlled by Ascendis Health Limited (“Ascendis Limited”) through its wholly owned subsidiary Ascendis Health SA Holdings (Pty) Ltd (“Ascendis Health”).

The Target Firms are active in the marketing and distribution of prescription and OTC medicines. In particular:

- Ascendis Pharma markets and distributes its prescription and OTC medicine brands in gastrointestinal tract, cough and cold, pain, diabetes, and niche generical therapeutic segments of

the domestic pharmaceutical market. Ascendis Pharma's customers are retail pharmacies, pharmaceutical wholesalers, private hospital groups, as well as government hospitals and clinics. Ascendis Pharma primarily serves the pharmacy retail market segment.

- Alliance Pharma and Medicine Developers International hold pharmaceutical licenses and dossiers and have no commercial activities.
- Pharmachem Pharmaceuticals is a dormant firm and holds no pharmaceutical licenses.

The Target Firms' pharmaceutical product offering covers most therapeutic groups but is mainly focused on Gastroprokinetic (A Class); antibiotics (J Class) and Systemic Antihistamine (R Class) 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.

### **1.5 Nurture Foods Investment (Pty) Ltd ("NFI")/ Health Foods (Pty) Ltd ("Vital")**

The Commission has approved the proposed transaction whereby NFI acquired Vital, with conditions.

The primary acquiring firm is NFI. NFI is wholly owned by Agri-Vie Fund II Proprietary Limited ("Agri-Vie Fund II"). Agri-Vie Fund II directly controls The Maia Group Proprietary Limited ("Maia Group"). NFI jointly controls Fairview Cheese Company Proprietary Limited ("Fairview Cheese") with the Fairview Trust. NFI, Agri-Vie Fund II, NFI, and Maia Group will hereinafter be referred to as "The Acquiring Group".

The Acquiring Group invests in firms that are active in a niche health and wellness retailer offering a comprehensive range of health and wellness-related products and service solutions in South Africa. In addition, the Acquiring Group is a manufacturer and a distributor of ethical, natural and organic products.

The primary target firm is Vital. Vital is controlled by Infinitus Holdings Proprietary Limited ("Infinitus"). Vital wholly-owns V Ciolli Proprietary Limited ("Vital SA"), and Promeal Proprietary Limited ("Promeal"). Vital, Vital SA, and Promeal will hereinafter be referred to as the Target Group.

Vital is licensed as a pharmaceutical company and operates as an independent manufacturer and distributor of (i) branded vitamins; (ii) minerals and supplements; and (iii) certain health food products. Vital manufactures all of the products that are manufactured and distributed under the Vital™ brand from its manufacturing and packaging facility at a plant based in Kuils River (near Cape Town 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 proposed transaction does not promote greater spread of ownership by historically disadvantaged persons ("HDPs") or workers in firms in the market. However, the Acquiring Group has agreed to a condition that it will, within 36 months from the implementation date, implement an HDP transaction aimed at ensuring that Vital obtains a B-BBEE rating

of Level 4. The Commission further found that the proposed transaction does not raise any other public interest concerns.

#### **1.6 K2022667897 (South Africa) (Pty) Ltd (“PAPE”)/ Scamont Holdings (Pty) Ltd (“Scamont Holdings”)**

The Commission has approved the proposed transaction whereby PAPE acquired Scamont Holdings, without conditions.

The primary acquiring firm is PAPE, in its capacity as the general partner of the PAPE Pooling Partnership, an *end commandite* partnership. PAPE is controlled by PAPE Fund 3 GP (Pty) Ltd (“PAPE Fund 3 GP”). PAPE Fund 3 GP is indirectly controlled by PAPE Group (Pty) Ltd (“PAPE Group”). PAPE and all its controllers will henceforth be referred to as the Acquiring Group.

The Acquiring Group represents a combination of private equity fund managers. Their private equity interests include the supply of water storage tanks, precast concrete products, motor bodybuilding, freight forwarding services, refrigeration repair services, warehousing, and distribution of air conditioning units.

The primary target firm is Scamont Holdings. Only the shares held by SSIP III and Xanado will be acquired in the proposed transaction. Scamont Holdings controls a few firms operational within South Africa. Scamont Holdings and all its subsidiaries will henceforth collectively be referred to as the “Target Group”.

The Target Group mainly conducts engineering-related activities within the mining sector, providing pumps and related spares and refurbishments to mines, to pump out water or slurry from various mines.

The Commission found that the proposed transaction will unlikely lead to a substantial prevention or lessening of competition. Further, there are no public interest issues arising.

#### **1.7 Plumari Group Holdings Proprietary Limited (“Plumari”)/ Property Genius Proprietary Limited (“Property Genius”)/ Investage 183 Proprietary Limited in respect of the property known as Hermanstad Industrial Park (“Investage”)**

The Commission has approved the proposed transaction whereby Plumari Group Holdings and Property Genius acquired Investage 183 in respect of the property known as Hermanstad Industrial Park, without conditions.

The primary acquiring firms are Plumari and Property Genius.

The Acquiring Group is a property investment group with a portfolio of properties situated throughout South Africa. The Acquiring Group’s portfolio of properties includes office, retail and residential properties.

The primary target firm is Investage in respect of Hermanstad Industrial Park (“the Industrial Park”), an industrial park located in Hermanstad, Pretoria, Gauteng with a GLA of 44 349m<sup>2</sup>. The Industrial Park is a multi-tenanted industrial facility located close to transport and input suppliers.

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 Amrichprop 20 Properties (Pty) Ltd (“Amrichprop 20” or the “Purchaser”)/ An undivided share in and to Erf 3872 Bellville known as (“Willowbridge Shopping Centre”)**

The Commission has approved the proposed transaction whereby Amrichprop 20 acquired a share of Willowbridge Shopping Centre, without conditions.

The primary acquiring firm is Amrichprop 20. Amrichprop 20 is ultimately controlled by Amrichprop Real Estate Group (Pty) Ltd (“Amrichprop Real Estate Group”). Amrichprop 20, Amrich Real Estate Group and its subsidiaries are hereinafter referred to as the Acquiring Group. The Acquiring Group is involved in the development, management and leasing of rentable retail property, generally ranging in size from a few thousand square meters to 30 000 m<sup>2</sup>.

The primary target firm is Willowbridge Shopping Centre, a shopping centre retail property located in Bellville, Western Cape.

The Willowbridge Shopping Centre is a community lifestyle centre located in Tygervalley, Bellville, Cape Town. The centre comprises a triple-level development shopping centre accommodating a number of national and local tenants.

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 TWK Agri (Pty) Ltd (“TWK”)/ Rudamans Nelspruit (Pty) Ltd (“Rudamans”)**

The Commission has approved the proposed transaction whereby TWK acquired Rudamans Nelspruit, without conditions.

The primary acquiring firm is TWK.

TWK forms part of a diversified group of companies operating in the agriculture, forestry, grain, financial services, and tyre industries. Specifically, TWK offers a wide range of products and services including the sale of timber and various products dedicated to the agricultural sectors, commodity strategic support and services to farmers, finance and insurance solutions to the agricultural and related industries, and solar solutions and products. TWK’s Trade Division supplies agricultural products such as feed, fencing material, hardware, irrigation, and various other products to the agricultural sector.

The primary target firm is Rudamans.

Rudamans is a retailer of heavy equipment, hand tools, spares, personal protective equipment and accessories for use in the agriculture, forestry and construction industries.

Specifically, Rudamans' product offerings include balers, rough terrain vehicles, tractor loader backhoes, excavators, rough terrain forklifts, telehandlers, skids steers, front-end loaders, chainsaws, firefighting equipment, clearing saws, harvesting accessories, gloves, rainwear, safari wear, all-terrain vehicles, 4x4s, golf carts, amongst others.

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 Betfred South Africa Holdings (Pty) Ltd (“Betfred SA”)/ Sepels Best Bets (Pty) Ltd (Sepels Best Bets)/ Sepels Sportsbet Gauteng (Pty) Ltd (“Sepels Sportsbet”) (Primary Target Firms)**

The Commission has approved the proposed transaction whereby Betfred SA acquired the Primary Target Firms, without conditions.

The primary acquiring firm is Betfred SA. Betfred SA is controlled by Lightcatch Limited (“Lightcatch”) and Leaena (Pty) Ltd. Lightcatch is wholly controlled by Betfred Group Limited (“Betfred Group”), a company incorporated in accordance with the company laws of England and Wales. Betfred Group's shares are widely held by a number of shareholders and are thus not controlled by any single firm. Betfred SA controls Betting World. Betfred SA and all the firms, directly and indirectly, controlling it, will hereinafter be collectively referred to as the Acquiring Group.

The Acquiring Group provides online betting activities. The Acquiring Group offers fixed-odds bets products including sport, live in-play sports, horseracing, lotteries, greyhounds, betgames, instant games, and limited pay-out machines.

The primary target firms are Sepels Best Bets (Pty) Ltd (“Sepels Best Bets”) and Sepels Sportsbet Gauteng (Pty) Ltd (“Sepels Sportsbet”) (hereinafter referred to as the “Primary Target Firms”).

The Target Firms provide fixed-odds bets product offering including sport, live in-play sport, horseracing lotteries, betgames, instant games, and limited payout machines.

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 Socrates Properties Proprietary Limited (“Socrates Properties”)/ Rapfund Investments Proprietary Limited (Rapfund Investments) in respect of the rental enterprise known as Waterkloof Corner Shopping Centre (Target Property)**

The Commission has approved the proposed transaction whereby Socrates Properties acquired the Target Property, without conditions.

The primary acquiring firm is Socrates Properties. Socrates Properties is controlled by a trust. Socrates, the entities controlling Socrates Properties, and the firms controlled by its controlling entities shall collectively be referred to as the Acquiring Group.

The Acquiring Group operates as a real estate company specialising in shopping centre leasing, management, sales, and retail tenant representation and has shopping centres located throughout South Africa.

The primary target firm is Rapfund Investments in respect of the rental enterprise known as Waterkloof Corner Shopping Centre (“Waterkloof Corner/ the Target Property”).

The Target Property is a neighbourhood centre situated at 299 Waterkloof Road, Brooklyn, Pretoria, Gauteng comprising 4,692 m<sup>2</sup> of rentable retail space and 1,885 m<sup>2</sup> (one thousand one hundred and eighty-five square metres) of rentable grade A office space.

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 Shoprite Checkers (Pty) Ltd (“Shoprite”)/ a vacant immovable property (Erf 14038) owned by Moputso Investments No.8 (Pty) Ltd (“Moputso Investments”)**

The Commission has approved the proposed transaction whereby Shoprite acquired a vacant immovable property owned by Moputso Investments.

The primary acquiring firm is Shoprite. Shoprite is wholly owned by Shoprite Holdings Limited (“Shoprite Holdings”). Shoprite and all the firms, directly and indirectly, controlling it, will hereinafter be collectively referred to as the “Shoprite Group”.

The Shoprite Group’s core business is retailing a wide variety of products ranging from furniture to pharmaceuticals, cellular and technology and financial services, providing customers with a one-stop-shop experience. Relevant to the proposed transaction is the property division of the Shoprite Group.

The primary target firm is a vacant immovable property (Erf 14038) (“Target Property”) owned by Moputso Investments No.8 (Pty) Ltd (“Moputso Investments”). Moputso Investments is a property investment



holding company which owns the Target Property, a vacant land located at Ladies Mile Road, Belle, Constantia, Cape Town, Western Cape Province.

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.

**[ENDS]**

**Issued by:**

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