



competition commission
south africa

Media Statement

For Immediate Release

19 October 2023

STATEMENT ON THE LATEST DECISIONS BY THE COMPETITION COMMISSION

The Competition Commission of South Africa (CCSA) held its ordinary meeting on Tuesday, 17 October 2023, 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.

1.1 Super Group Holdings (Pty) Ltd (“Super Group Holdings”)/ Right Side Up (Pty) Ltd (“RSU”)

The Commission has recommended that the Competition Tribunal unconditionally approve the proposed transaction whereby Super Group Holdings intends to acquire RSU.

The primary acquiring firm, Super Group Holdings, is controlled by Super Group Ltd (“Super Group”). Super Group is not directly or indirectly controlled by any single firm.

Super Group is a supply chain and logistics services business that covers supply chain management, vehicle dealerships and fleet leasing and management.

The primary target firm, RSU, is jointly controlled by two individuals.

RSU provides distribution solutions. Its business can be segmented into the following two divisions: (i) economy break-bulk distribution involving the freight of goods from customer warehouses and delivery to customers such as car dealerships, hospitals, clinics, mines, media outlets, and private homes and (ii) retail break-bulk distribution which involves the delivery of goods from distribution centres to predominantly chain stores.

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

1.2 BetterHome Group Limited (“BetterHome”)/ Private Property South Africa Proprietary Limited (“Private Property”)

The Commission has approved the proposed transaction whereby BetterHome intends to acquire the majority shareholding of Private Property, with conditions.

The primary acquiring firm is BetterHome, a company that is ultimately controlled by a few individuals. BetterHome controls several firms in South Africa.

BetterHome is an investment holding company and its subsidiaries and associated companies provide a range of products and services in the broad real estate and financial sectors including mortgage/bond origination as well as long-term and short-term insurance broking. Through subsidiaries, BetterHome also holds preference shares in some real estate franchisor businesses.

The primary target firm is Private Property. BetterHome, Ooba (Pty) Ltd (“Ooba”) and other minority shareholders hold shareholding in Private Property pre-merger.

Private Property is a property portal which sells property-related digital advertising services as an online platform. The platform enables property purchasers and lessees to search for property listings (both in respect of sales and rentals) and also space for the advertisement of property-related services such as financial services, insurance services, mortgage/bond origination and legal services.

In its investigation, the Commission found that the transaction raises competition concerns related to cross-directorships and cross-shareholdings between BetterHome and Ooba in several companies operating across the real estate value chain.

To address these competition concerns, the Commission has imposed conditions that limit the disclosure of competitively sensitive information between BetterHome and Ooba. In relation to the concerns arising from the flow of competitively sensitive data from Private Property towards related companies in the value chain, the Commission has imposed conditions that allow for equal access to such non-public information from Private Property on the same fair, reasonable and non-discriminatory commercial terms and conditions. As part of the conditions, the merging parties have also committed that once certain contracts of the Estate Agents Property Portal Company (Pty) Ltd (“EAPPC”) members expire or are replaced, Private Property will ensure that the listing fees payable by similarly situated estate agencies (of a similar size and footprint) are determined on a similar basis to those payable by the estate agent networks associated with the franchisors in which BetterHome has interests in. In addition, BetterHome shall not restrict the real estate franchisor brands in which it has an interest, from utilising any property portal of their choice.

The merging parties have also committed to public interest commitments that ensure qualifying Small, Medium and Micro Enterprises and estate agencies owned by historically disadvantaged persons obtain, for a specific period, favourable terms when listing on the Private Property portal.

1.3 The University of Johannesburg (“UJ”)/ Annuity Properties Limited (“Annuity”) in respect of the enterprise known as The Atrium

The Commission has unconditionally approved the proposed transaction whereby UJ intends to acquire control of the enterprise known as The Atrium from Annuity.

The primary acquiring firm is UJ, a higher education institution established in terms of the Higher Education Act No. 101 of 1997, as amended.

Its core activities comprise academics, teaching operations, and research. UJ owns teaching and learning venues and retail convenience centres on its various campuses which are primarily used for UJ's educational operations.

The primary target property is an office property known as The Atrium.

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

1.4 Hangar 18 Investments Proprietary Limited (“Hangar 18”)/ Hemingways Mall, Sunnypark Shopping Centre, Baywest Mall, Forest Hill City and Bloed Street Mall/ Rebosis Property Fund Limited (“Rebosis”)

The Commission has unconditionally approved the proposed transaction whereby Hangar 18 intends to acquire five retail property letting enterprises known as Hemingways Mall, Sunnypark Shopping Centre, Baywest Mall, Forest Hill City and Bloed Street Mall in their entirety from Rebosis Property Fund Limited (in business rescue).

The primary acquiring firm is Hangar 18, a special-purpose vehicle that is not controlled by any firms.

The primary Target Properties are five rental property letting enterprises (shopping malls).

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

1.5 WheCo Holdings (Pty) Ltd (“WheCo”)/ Incanda Leather Furniture (Pty) Ltd (“Incanda”)

The Commission has approved the proposed transaction whereby WheCo intends to acquire Incanda, with conditions.

The primary acquiring firm is WheCo. WheCo is controlled by two family trusts. WheCo's subsidiaries operate in the high-end furniture business. It retails under the trade name "Cielo" with 12 retail furniture stores.

The primary target firm is Incanda. Incanda is wholly controlled by an individual. Incanda does not directly or indirectly control any other firm.

Incanda is a local manufacturer of high-end wood and leather furniture in Gauteng, Western Cape and Free State. Incanda manufactures hand-stitched dining room chairs, kitchen chairs and various couches. Incanda manufactures all its products internally and retails through its own brand "Incanda Furniture" which has nine retail stores.

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 and the merging parties have agreed to a condition aimed at promoting the greater spread of ownership by workers.

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

1.6 CompCare Medical Scheme ("CompCare")/ Suremed Medical Scheme ("Suremed")

The Commission has unconditionally approved the proposed transaction whereby CompCare intends to acquire Suremed.

The primary acquiring firm is CompCare, a medical scheme duly registered in terms of section 24(1) of the Medical Schemes Act, No 131 of 1998 (as amended) ("MSA") and is regulated by the Council for Medical Schemes ("CMS"). CompCare is a non-profit entity governed by MSA and thus, has no shareholders.

CompCare is an open (or unrestricted) medical scheme that is open to any member of the public (which includes employer groups).

The primary target firm is Suremed, a medical scheme registered in terms of the MSA and regulated by the CMS.

Suremed is an open (or unrestricted) medical scheme.

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

[ENDS]

Issued by:

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