



GOVERNMENT GAZETTE

OF THE

REPUBLIC OF NAMIBIA

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No. 7578

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General Notices

NAMIBIAN COMPETITION COMMISSION

No. 301 2021

NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE
PROPOSED MERGER: OHLTHAVER & LIST FINANCE AND TRADING CORPORATION
(PTY) LTD // WEATHERMEN & CO ADVERTISING (PTY) LTD
CASE NO.: 2020OCT0029MER

Competition Act, 2003 (Act No. 2 of 2003)
(Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **6 October 2020**.
2. Please note that the Commission has **approved the proposed merger without conditions**.
3. The Commission's decision is based on grounds that the proposed merger is not likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003.
4. Note that the Commission has the authority in terms of section 48(1) of the Act to revoke a decision approving the implementation of a proposed merger if -
 - (a) *the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
 - (b) *any condition attached to the approval of the merger that is material to the implementation is not complied with.*

**P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION**

NAMIBIAN COMPETITION COMMISSION

No. 302

2021

NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE
PROPOSED MERGER: UNLIMITED INVESTMENTS (PTY) LTD // THE NICOLE COMPANY
CASE NO.: 2020NOV0036MER

Competition Act, 2003 (Act No. 2 of 2003)
(Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **13 November 2020**.
2. Please note that the Commission has **approved the proposed merger without conditions**.
3. The Commission's decision is based on the grounds that the proposed merger is not likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003.
4. Note that the Commission has the authority, in terms of section 48(1) of the Act, to revoke a decision approving the implementation of a proposed merger if -
 - (a) *the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
 - (b) *any condition attached to the approval of the merger that is material to the implementation is not complied with.*

**P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION**

NAMIBIAN COMPETITION COMMISSION

No. 303

2021

NOTICE OF DETERMINATION MADE BY COMMISSION IN RELATION TO THE
PROPOSED MERGER: PROFILE TECHNOLOGIES (PTY) LTD // MTN BUSINESS
SOLUTIONS (NAMIBIA) (PTY) LTD
CASE NO.: 2020FEB0005MER

Competition Act, 2003 (Act No. 2 of 2003)
(Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **6 February 2020**.
2. Please note that the Commission has **approved the proposed merger without conditions**.

3. The Commission's decision is based on grounds that the proposed merger is not likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003.
4. Note that the Commission has the authority in terms of section 48(1) of the Act to revoke a decision approving the implementation of a proposed merger if -
 - (a) *the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
 - (b) *any condition attached to the approval of the merger that is material to the implementation is not complied with.*

**P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION**

NAMIBIAN COMPETITION COMMISSION

No. 304

2021

**NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE
PROPOSED MERGER: GRUPO ARBULU S.L // RADIO ELECTRONIC (PTY) LTD
CASE NO.: 2020JUL0019MER**

Competition Act, 2003 (Act No. 2 of 2003)
(Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **13 July 2020**.
2. Please note that the Commission has **approved the proposed merger without conditions**.
3. The Commission's decision is based on the grounds that the proposed merger is not likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003.
4. Note that the Commission has the authority, in terms of section 48(1) of the Act, to revoke a decision approving the implementation of a proposed merger if -
 - (a) *the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
 - (b) *any condition attached to the approval of the merger that is material to the implementation is not complied with.*

**P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION**

NAMIBIAN COMPETITION COMMISSION

No. 305

2021

NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE
PROPOSED MERGER: FRANS INDONGO INVESTMENT TRUST // REMAINING ERF 1299
& REMAINING ERF 4878, WALVIS BAY
CASE NO.: 2020OCT0033MER

Competition Act, 2003 (Act No. 2 of 2003)
(Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **22 October 2020**.
2. Please note that the Commission has **approved the proposed merger without conditions**.
3. The Commission's decision is based on the grounds that the proposed merger is not likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003.
4. Note that the Commission has the authority, in terms of section 48(1) of the Act, to revoke a decision approving the implementation of a proposed merger if -
 - (a) *the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
 - (b) *any condition attached to the approval of the merger that is material to the implementation is not complied with.*

P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION

NAMIBIAN COMPETITION COMMISSION

No. 306

2021

NOTICE OF DETERMINATION MADE BY COMMISSION IN RELATION TO THE
PROPOSED MERGER: CASHBUILD MANAGEMENT SERVICES PROPRIETARY LIMITED//
THE BUILDING COMPANY PROPRIETARY LIMITED
CASE NO.: 2020OCT0031MER

Competition Act, 2003 (Act No. 2 of 2003)
(Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **3 November 2020**.
2. Please note that the Commission has **approved the proposed merger without conditions**.
3. The Commission's decision is based on grounds that the proposed merger is not likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003.

4. Note that the Commission has the authority in terms of section 48(1) of the Act to revoke a decision approving the implementation of a proposed merger if -
- (a) *the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
 - (b) *any condition attached to the approval of the merger that is material to the implementation is not complied with.*

P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION

NAMIBIAN COMPETITION COMMISSION

No. 307

2021

NOTICE OF DETERMINATION MADE BY COMMISSION IN RELATION TO THE
PROPOSED MERGER: TRUSTCO PROPERTY HOLDINGS (PTY) LTD // CUMBRAE
ISLAND INVESTMENTS (PTY) LTD
CASE NO.: 2020AUG0023MER

Competition Act, 2003 (Act No. 2 of 2003)
(Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **18 August 2020**.
2. Please note that the Commission has **approved the proposed merger without conditions**.
3. The Commission's decision is based on grounds that the proposed transaction is not likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003.
4. Note that the Commission has the authority in terms of section 48(1) of the Act to revoke a decision approving the implementation of a proposed merger if -
 - (a) *the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
 - (b) *any condition attached to the approval of the merger that is material to the implementation is not complied with.*

P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION

NAMIBIAN COMPETITION COMMISSION

No. 308

2021

NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE
PROPOSED MERGER: PRIMEHEALTH NAMIBIA (PTY) LTD // METHEALTH NAMIBIA
ADMINISTRATORS (PTY) LTD // BOMBAX INVESTMENTS (PTY) LTD
CASE NO.: 2020OCT0032MER

Competition Act, 2003 (Act No. 2 of 2003)
(Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **20 October 2020**.
2. Please note that the Commission has **approved the proposed merger without conditions**.
3. The Commission's decision is based on the grounds that the proposed merger is not likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003.
4. Note that the Commission has the authority, in terms of section 48(1) of the Act, to revoke a decision approving the implementation of a proposed merger if -
 - (a) *the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
 - (b) *any condition attached to the approval of the merger that is material to the implementation is not complied with.*

P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION

NAMIBIAN COMPETITION COMMISSION

No. 309

2021

NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO
THE PROPOSED MERGER: FASHION RETAILERS PROPRIETARY LIMITED
// THE JET BUSINESS
CASE NO.: 2020OCT0028MER

Competition Act, 2003 (Act No. 2 of 2003)
(Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **2 October 2020**.
2. Please note that the Commission has **approved the proposed merger without conditions**.
3. The Commission's decision is based on the grounds that although the proposed transaction is unlikely to result in the prevention or substantial lessening of competition or in any undertaking acquiring or strengthening a dominant position, it gives rise to public interest

concerns, in particular on employment as envisaged by section 47(2) of the Competition Act, 2003. Given the above and in order to safeguard employment of the employees in the employ of the target undertaking, the Commission found it necessary that the proposed merger be approved subject to the following condition:

4. ***There shall be no merger specific retrenchment of employees of the Jet Business as a result of the merger for a period of 2 (two) years, unless the Commission agrees to such retrenchments in writing (“merger specific retrenchments”).***
5. *For the sake of clarity, merger specific retrenchments do not include (i) voluntary separation, resignation, and voluntary early retirement or retirement in the ordinary course of business (“voluntary separation”); and retrenchments which are merger specific but agreed on with the Commission in writing after the approval of the merger.*
6. ***All employees to be transferred from the “Jet Business” to Fashion Retailers (Proprietary) Limited are to be employed on terms and conditions of employment that are on the whole not less favourable to them than those offered to existing employees of Fashion Retailers Proprietary Limited.***

COMPLIANCE PROCEDURES, MONITORING AND REPORTING OBLIGATIONS

Merger Specific Retrenchment

7. *In the event that Fashion Retailers (Proprietary) Limited identify any potential merger specific retrenchments, it will request the Commission’s agreement to these merger specific retrenchments by way of written correspondence at least one month before these retrenchments are due to be affected. Fashion Retailers (Proprietary) Limited’s written correspondence in terms of this condition must include, but is not limited to:*
 - 7.1 *a list of employees likely to be affected by the merger specific retrenchments;*
 - 7.2 *the number and categories of employees likely to be affected by the merger specific retrenchments, as well as their job titles;*
 - 7.3 *the reasons for the merger specific retrenchments;*
 - 7.4 *a description of the steps taken by Retailability Namibia (Proprietary) Limited to avoid the merger specific retrenchments; and*
 - 7.5 *the intended date of the merger specific retrenchments.*
8. *The Commission must within 20 business days of receipt of the correspondence referred to in paragraph 7 above indicate to Fashion Retailers (Proprietary) Limited whether:*
 - 8.1 *it agrees to these mergers specific retrenchments;*
 - 8.2 *does not agree to the merger specific retrenchments; or*
 - 8.3 *it requires further information from the merged undertakings prior to giving its consent.*
9. *In the event that the Commission requires further information it will, within 20 business days of receiving the aforementioned additional information, indicate in writing to Fashion Retailers (Proprietary) Limited whether it agrees to or does not agree to these retrenchments.*
10. *The Commission will not unreasonably withhold its consent to the merger specific retrenchments. In the event that the Commission withholds its consent to the merger specific retrenchments it will provide Fashion Retailers (Proprietary) Limited with its reasons for withholdings its consent in writing.*

Reporting Obligations

11. *In order for the Commission to monitor compliance with the conditions Fashion Retailers (Proprietary) Limited must provide the Commission with reports on the following dates;*
 - 11.1 *30 days after the implementation of the proposed merger, for the status as at the date of the implementation of the transaction (initial report);*
 - 11.2 *Thereafter on a biannual basis, starting on the first anniversary of the implementation date.*
12. *The merger compliance reports must include but is not limited to the following information:*

Regarding employment;

- 12.1 *a list of all the employees as at the date of the report which includes their full names, positions, job grades and remuneration;*
- 12.2 *copies of the existing (pre-proposed transaction) employment contracts for each different job grade and different position indicating the terms and conditions of employment. Where employment contracts are concluded verbally these must be reduced to writing and where the terms and conditions of employment are not contained in the employment contracts, Retailability Namibia (Proprietary) Limited must provide a written statement containing the terms and conditions in respect of each job grade and position (which condition is only relevant for the first report);*
- 12.3 *copies of the new employment contracts, under which the employees of the Edgars Business are employed with Retailability Namibia (Proprietary) Limited must provide a written statement containing the terms and conditions in respect of each job grade and position (which condition is only relevant for the first report);*
- 12.4 *a list of the employees retrenched from the time that the merger was approved or since the period covered by the most recent merger compliance report submitted to the Commission;*
- 12.5 *the reasons for the retrenchments; and*
- 12.6 *any additional information that may reasonably be required by the Commission to monitor compliance with the condition.*

13. Definitions

- 13.1 *The Commission” means the Namibian Competition Commission*
- 13.2 *“Competition Act” means Competition Act 2 of 2003*
- 13.3 *“terms and conditions” in relation to employment contracts means any term and / or condition agreed upon between employer and employee relating to, among others, employee duties an responsibilities, work days, working hours, leave days, sick leave, remuneration, benefits such as pension and medical aid schemes or contributions thereto*
- 13.4 *Jet Business means the 15 transferring Jet stores listed below together with certain assets and identified liabilities;*
 - 13.4.1 *Jet Grootfontein;*
 - 13.4.2 *Jet Windhoek;*
 - 13.4.3 *Jet Maerua Mall;*
 - 13.4.4 *Jet Dune Mall Walvis;*
 - 13.4.5 *Jet Rehoboth Shop Cn;*
 - 13.4.6 *Jet the Grove Windhoek*
 - 13.4.7 *Jet Katatura;*
 - 13.4.8 *Jet Swakopmund;*
 - 13.4.9 *Jet Gwashamba CNT;*
 - 13.4.10 *Jet Plaz Am Meer;*

- 13.4.11 *Jet Rundu;*
- 13.4.12 *Jet Katima Mulilo;*
- 13.4.13 *Jet Oshakati;*
- 13.4.14 *Jet Windhoek 2; and*
- 13.4.15 *Jet Oshana.*

14. Note that the Commission has the authority in terms of section 48 (1) of the Act to revoke a decision approving the implementation of a proposed merger if;
- (a) *The decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
 - (b) *Any condition attached to the approval of the merger that is material to the implementation is not complied with.*

P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION

NAMIBIAN COMPETITION COMMISSION

No. 310

2021

NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO
 THE PROPOSED MERGER: ANDRICO INVESTMENTS NUMBER 12 CC //
 OUTJO LIFESTYLE CENTRE CC
 CASE NO.: 2020NOV0035MER

Competition Act, 2003 (Act No. 2 of 2003)
 (Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **2 November 2020**.
2. Please note that the Commission has **approved the proposed merger without conditions**.
3. The Commission's decision is based on grounds that the proposed merger is not likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003.
4. Note that the Commission has the authority in terms of section 48(1) of the Act to revoke a decision approving the implementation of a proposed merger if -
 - (a) *the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
 - (b) *any condition attached to the approval of the merger that is material to the implementation is not complied with.*

P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION

NAMIBIAN COMPETITION COMMISSION

No. 311

2021

**NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE
PROPOSED MERGER: RETAILABILITY (PTY) LTD // THE EDGARS BUSINESS
CASE NO.: 2020OCT0030MER**

Competition Act, 2003 (Act No. 2 of 2003)
(Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **8 October 2020**.
2. Please note that the Commission has **approved the proposed merger without conditions**.
3. The Commission's decision is based on the grounds that although the proposed transaction is unlikely to result in the prevention or substantial lessening of competition or in any undertaking acquiring or strengthening a dominant position, it gives rise to public interest concerns, in particular on employment as envisaged by section 47(2) of the Competition Act, 2003. Given the above and in order to safeguard employment of the employees in the employ of the target undertaking, the Commission found it necessary that the proposed merger be approved subject to the following condition:
4. ***There shall be no merger specific retrenchment of employees of the Edgars Business as a result of the merger for a period of 2 (two) years, unless the Commission agrees to such retrenchments in writing ("merger specific retrenchments").***
5. *For the sake of clarity, merger specific retrenchments do not include (i) voluntary separation, resignation, and voluntary early retirement or retirement in the ordinary course of business ("voluntary separation"); and retrenchments which are merger specific but agreed on with the Commission in writing after the approval of the merger.*
6. ***All employees to be transferred from the "Edgars Business" to Retailability (Proprietary) Limited are to be employed on terms and conditions of employment that are on the whole not less favourable to them than their existing terms and conditions of employment.***

COMPLIANCE PROCEDURES, MONITORING AND REPORTING OBLIGATIONS**Merger Specific Retrenchment**

7. *In the event that Retailability Namibia (Proprietary) Limited identify any potential merger specific retrenchments, it will request the Commission's agreement to these merger specific retrenchments by way of written correspondence at least one month before these retrenchments are due to be affected. Retailability Namibia (Proprietary) Limited's written correspondence in terms of this condition must include, but is not limited to:*
 - 7.1 *a list of employees likely to be affected by the merger specific retrenchments;*
 - 7.2 *the number and categories of employees likely to be affected by the merger specific retrenchments, as well as their job titles;*
 - 7.3 *the reasons for the merger specific retrenchments;*
 - 7.4 *a description of the steps taken by Retailability Namibia (Proprietary) Limited to avoid the merger specific retrenchments; and*
 - 7.5 *the intended date of the merger specific retrenchments.*

8. *The Commission must within 20 business days of receipt of the correspondence referred to in paragraph 7 above indicate to Retailability Namibia (Proprietary) Limited whether:*
 - 8.1 *it agrees to these mergers specific retrenchments;*
 - 8.2 *does not agree to the merger specific retrenchments; or*
 - 8.3 *it requires further information from the merged undertakings prior to giving its consent.*
9. *In the event that the Commission requires further information it will, within 20 business days of receiving the aforementioned additional information, indicate in writing to Retailability Namibia (Proprietary) Limited whether it agrees to or does not agree to these retrenchments.*
10. *The Commission will not unreasonably withhold its consent to the merger specific retrenchments. In the event that the Commission withholds its consent to the merger specific retrenchments it will provide Retailability Namibia (Proprietary) Limited with its reasons for withholdings its consent in writing.*

Reporting Obligations

11. *In order for the Commission to monitor compliance with the conditions Retailability Namibia (Proprietary) Limited must provide the Commission with reports on the following dates;*
 - 11.1 *30 days after the implementation of the proposed merger, for the status as at the date of the implementation of the transaction (initial report);*
 - 11.2 *Thereafter on a biannual basis, starting on the first anniversary of the implementation date.*
12. *The merger compliance reports must include but is not limited to the following information:*

Regarding employment;

- 12.1 *a list of all the employees as at the date of the report which includes their full names, positions, job grades and remuneration;*
- 12.2 *copies of the existing (pre-proposed transaction) employment contracts for each different job grade and different position indicating the terms and conditions of employment. Where employment contracts are concluded verbally these must be reduced to writing and where the terms and conditions of employment are not contained in the employment contracts, Retailability Namibia (Proprietary) Limited must provide a written statement containing the terms and conditions in respect of each job grade and position (which condition is only relevant for the first report);*
- 12.3 *copies of the new employment contracts, under which the employees of the Edgars Business are employed with Retailability Namibia (Proprietary) Limited must provide a written statement containing the terms and conditions in respect of each job grade and position (which condition is only relevant for the first report);*
- 12.4 *a list of the employees retrenched from the time that the merger was approved or since the period covered by the most recent merger compliance report submitted to the Commission;*
- 12.5 *the reasons for the retrenchments; and*
- 12.6 *any additional information that may reasonably be required by the Commission to monitor compliance with the condition.*

P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION

NAMIBIAN COMPETITION COMMISSION

No. 312

2021

NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE PROPOSED MERGER: SILVER BLADE ABATTOIR (PTY) LTD // ENTERPRISE FOODS DIVISION OF TIGER CONSUMER BRANDS LIMITED AND FEINSCHMECKER (PTY) LTD
CASE NO.: 2020AUG0025MER

Competition Act, 2003 (Act No. 2 of 2003)
(Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **20 August 2020**.
2. Please note that the Commission has **approved the proposed merger without conditions**.
3. The Commission's decision is based on grounds that the proposed merger is not likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003.
4. Note that the Commission has the authority in terms of section 48(1) of the Act to revoke a decision approving the implementation of a proposed merger if -
 - (a) *the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
 - (b) *any condition attached to the approval of the merger that is material to the implementation is not complied with.*

P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION

NAMIBIAN COMPETITION COMMISSION

No. 313

2021

NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE PROPOSED MERGER: BOSHOF FAMILY TRUST // UPSTATE INVESTMENTS (PTY) LTD & CARIN PARK, RENT-A-GARAGE
CASE NO.: 2020JULY0020MER

Competition Act, 2003 (Act No. 2 of 2003)
(Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **20 July 2020**.
2. Please note that the Commission has **approved the proposed merger without conditions**.
3. The Commission's decision is based on grounds that the proposed merger is not likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003.

4. Note that the Commission has the authority in terms of section 48(1) of the Act to revoke a decision approving the implementation of a proposed merger if -
- (a) *the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
 - (b) *any condition attached to the approval of the merger that is material to the implementation is not complied with.*

P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION

NAMIBIAN COMPETITION COMMISSION

No. 314

2021

NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO
THE PROPOSED MERGER: BACHIQUE 813 PROPRIETARY LIMITED (“NEWCO”) //
TUPPERWARE HOLDINGS SOUTH AFRICA PROPRIETARY LIMITED (“TUPPERWARE
HOLDINGS SA”)
CASE NO.: 2020NOV0037MER

Competition Act, 2003 (Act No. 2 of 2003)
(Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **17 November 2020**.
2. Please note that the Commission has **approved the proposed merger without conditions**.
3. The Commission’s decision is based on the grounds that the proposed merger is not likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003.
4. Note that the Commission has the authority, in terms of section 48(1) of the Act, to revoke a decision approving the implementation of a proposed merger if -
 - (a) *the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
 - (b) *any condition attached to the approval of the merger that is material to the implementation is not complied with.*

P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION

NAMIBIAN COMPETITION COMMISSION

No. 315

2021

NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO
THE PROPOSED MERGER: KARL GUSTAV WITTMANN // ASSETS AND BUSINESS
CONDUCTED AND OWNED BY ONDANGWA SERVICE STATION PTY LTD
CASE NO.: 2021JAN0001MER

Competition Act, 2003 (Act No. 2 of 2003)
(Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **2 February 2021**.
2. Please note that the Commission has **approved the proposed merger without conditions**.
3. The Commission's decision is based on the grounds that the proposed merger is not likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003.
4. Note that the Commission has the authority, in terms of section 48(1) of the Act, to revoke a decision approving the implementation of a proposed merger if -
 - (a) *the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
 - (b) *any condition attached to the approval of the merger that is material to the implementation is not complied with.*

P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION

NAMIBIAN COMPETITION COMMISSION

No. 316

2021

NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE
PROPOSED MERGER: RED TRADING RESTAURANT CC // HILLSIDE EXECUTIVE
ACCOMMODATIONS (PTY) LTD
CASE NO: 2021JAN0002MER

Competition Act, 2003 (Act No. 2 of 2003)
(Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **21 January 2021**.
2. Please note that the Commission has **approved the proposed merger without conditions**.
3. The Commission's decision is based on the grounds that the proposed merger is not likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003.

4. Note that the Commission has the authority, in terms of section 48(1) of the Act, to revoke a decision approving the implementation of a proposed merger if -
- (a) *the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
 - (b) *any condition attached to the approval of the merger that is material to the implementation is not complied with.*

P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION

NAMIBIAN COMPETITION COMMISSION

No. 317

2021

NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE
PROPOSED MERGER: THE MERGENCE NAMIBIA INFRASTRUCTURE FUND TRUST //
EJUVA ONE SOLAR ENERGY PTY LTD
CASE NO.: 2020DEC0040MER

Competition Act, 2003 (Act No. 2 of 2003)
(Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **1 December 2020**.
2. Please note that the Commission has **approved the proposed merger without conditions**.
3. The Commission's decision is based on the grounds that the proposed merger is not likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003.
4. Note that the Commission has the authority, in terms of section 48(1) of the Act, to revoke a decision approving the implementation of a proposed merger if -
 - (a) *the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
 - (b) *any condition attached to the approval of the merger that is material to the implementation is not complied with.*

P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION

NAMIBIAN COMPETITION COMMISSION

No. 318

2021

NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE
PROPOSED MERGER: THE MERGENCE NAMIBIA INFRASTRUCTURE FUND TRUST //
EJUVA TWO SOLAR ENERGY PTY LTD
CASE NO.: 2020DEC0041MER

Competition Act, 2003 (Act No. 2 of 2003)
(Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **1 December 2020**.
2. Please note that the Commission has **approved the proposed merger without conditions**.
3. The Commission's decision is based on the grounds that the proposed merger is not likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003.
4. Note that the Commission has the authority, in terms of section 48(1) of the Act, to revoke a decision approving the implementation of a proposed merger if -
 - (a) *the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
 - (b) *any condition attached to the approval of the merger that is material to the implementation is not complied with.*

P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION

NAMIBIAN COMPETITION COMMISSION

No. 319

2021

NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO
THE PROPOSED MERGER: ANTONIO JOSE NEGUEIRA DE AZEVEDO // NAMICA
SUPERMARKET CLOSE CORPORATION
CASE NO.: 2020DEC0043MER

Competition Act, 2003 (Act No. 2 of 2003)
(Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **11 December 2020**.
2. Please note that the Commission has **approved the proposed merger without conditions**.
3. The Commission's decision is based on the grounds that the proposed merger is not likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003.

4. Note that the Commission has the authority, in terms of section 48(1) of the Act, to revoke a decision approving the implementation of a proposed merger if -
- (a) *the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
 - (b) *any condition attached to the approval of the merger that is material to the implementation is not complied with.*

P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION

NAMIBIAN COMPETITION COMMISSION

No. 320

2021

NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE
PROPOSED MERGER: IA BELL AND COMPANY PROPRIETARY LIMITED (“IA BELL”) //
BELL EQUIPMENT LIMITED (“BELL EQUIPMENT”)
CASE NO.: 2021JAN0004MER

Competition Act, 2003 (Act No. 2 of 2003)
(Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **29 January 2021**.
2. Please note that the Commission has **approved the proposed merger without conditions**.
3. The Commission’s decision is based on the grounds that the proposed merger is not likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003.
4. Note that the Commission has the authority, in terms of section 48(1) of the Act, to revoke a decision approving the implementation of a proposed merger if -
 - (a) *the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
 - (b) *any condition attached to the approval of the merger that is material to the implementation is not complied with.*

P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION

NAMIBIAN COMPETITION COMMISSION

No. 321

2021

**NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE
PROPOSED MERGER: TULELA PROCESSING SOLUTIONS (PTY) LTD // ONGOPOLO
MINING LTD****CASE NO.: 2020SEP0027MER****Competition Act, 2003 (Act No. 2 of 2003)
(Section 47(7), Rule 30)**

1. The Commission has received notification of the abovementioned proposed merger on **21 September 2020**.
2. Please note that the Commission has **approved the proposed merger without conditions**.
3. The Commission's decision is based on the grounds that the proposed merger is not likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003.
4. Note that the Commission has the authority, in terms of section 48(1) of the Act, to revoke a decision approving the implementation of a proposed merger if -
 - (a) *the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
 - (b) *any condition attached to the approval of the merger that is material to the implementation is not complied with.*

**P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION**

NAMIBIAN COMPETITION COMMISSION

No. 322

2021

**NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE
PROPOSED MERGER: ALVIVA HOLDINGS LIMITED //
TARSUS TECHNOLOGY GROUP PROPRIETARY LIMITED
CASE NO.: 2020DEC0044MER****Competition Act, 2003 (Act No. 2 of 2003)
(Section 47(7), Rule 30)**

1. The Commission has received notification of the abovementioned proposed merger on **16 December 2020**.
2. Please note that the Commission has **approved the proposed merger with the following condition:**
 1. *For a period of 5 years the target undertaking will be managed as a standalone business. For the duration of this period no board member or employee of Tarsus Distribution Namibia (Pty) Ltd (Namibia Branch) may be appointed as a board*

member/senior manager of Pinnacle Micro Namibia (Pty) Ltd and Axis Namibia (Pty) Ltd. Furthermore, no employee or board member of Pinnacle Micro Namibia (Pty) Ltd and Axis Namibia (Pty) Ltd may serve or be appointed as a board member/senior manager for Tarsus Distribution Namibia (Pty) Ltd (Namibia Branch).

2. *In order for the Commission to monitor compliance with the Conditions, as set out in paragraph 1 the merged undertaking must provide the Commission with reports on the following dates:*
 - 2.1. *On 31 July 2021, for the status as at the date of the implementation of the transaction (initial report).*
 - 2.2. *Thereafter on a bi-annual basis, starting 30 November 2021, with subsequent compliance until the expiry of the condition imposed.*
 - 2.3. *The merged undertaking may at any time apply to the Commission to suspend or remove any reporting obligation created in terms of the conditions imposed.*
 - 2.4. *The Application made, must contain all the relevant information in the merged undertaking's possession to assist the Commission in making a decision in relation to the reporting obligations.*
 - 2.5. *After considering the application the Commission must determine and inform the parties, providing reasons therefor, whether or not the reporting obligation will be suspended, removed or if the Commission will continue to require the parties to report in terms of the conditions for a further specified period.*
3. *The merger compliance reports must include but is not limited to the following information:*
 - 3.1. *A sworn statement (or any other document) made by a person authorised to do so confirming that the target is being managed independently. The document must include specific reference to how this separate management is being achieved and make specific reference to the names of the board members / senior managers for the acquiring and the target undertakings.*
 - 3.2. *Any other relevant information that will enable the Commission to confirm that the condition is being complied with.*

Definitions

“Commission” means the Namibian Competition Commission;

“Competition Act” means Competition Act 2 of 2003;

“acquiring undertaking” means the total of all undertakings that are acquiring undertakings in respect of a merger which include –

- (a) *any undertaking that, as a result of a transaction in any circumstances set out in section 42 of the Act, would acquire or establish direct or indirect control over the whole or part of the business of another undertaking;*
- (b) *any other undertaking that has direct or indirect control over the whole or part of the business of an undertaking referred to in paragraph (a); and*

- (c) *any other undertaking that is controlled by, or direct or indirect control over the whole or part of its business is held by, an undertaking referred to in paragraph (a) or (b);*

“target undertaking” means the total of all the undertakings that are transferred undertakings in respect of a merger which include any undertaking, or the business or assets of the undertaking, that as a result of a transaction in any circumstances set out in section 42 of the Act –

- (a) *would become controlled by another undertaking; and*
 (b) *any other undertaking that is controlled by, or the direct or indirect control over the whole or part of its business is held by, an undertaking referred to in paragraph (a).*

“Market power” means the power of an undertaking or undertakings to control prices, to exclude competition or to behave to an appreciable extent independently of its competitors, customers or suppliers.

“senior manager” means any employee of the target or acquiring undertaking who is in a position to make strategic business decisions.

3. The Commission’s decision is based on the grounds that the proposed merger is likely to prevent and lessen competition in the market for the *wholesale distribution of IT computer hardware, software and peripherals*. The proposed merger is also likely to result in the merged undertaking strengthening a dominant position in the relevant market and likely to have market power as envisaged by section 47(2) of the Competition Act, 2003.
4. Note that the Commission has the authority, in terms of section 48(1) of the Act, to revoke a decision approving the implementation of a proposed merger if -
- (a) *the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
- (b) *any condition attached to the approval of the merger that is material to the implementation is not complied with.*

P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION

NAMIBIAN COMPETITION COMMISSION

No. 323

2021

NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE
 PROPOSED MERGER: BW KUDU (PTY) LTD//NATIONAL PETROLEUM CORPORATION
 OF NAMIBIA (PTY) LTD
 CASE NO.: 2021MAR0009MER

Competition Act, 2003 (Act No. 2 of 2003)
 (Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **8 March 2021**.

2. Please note that the Commission has **approved the proposed merger without conditions.**
3. The Commission's decision is based on the grounds that the proposed merger is not likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003.
4. Note that the Commission has the authority, in terms of section 48(1) of the Act, to revoke a decision approving the implementation of a proposed merger if -
 - (a) *the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
 - (b) *any condition attached to the approval of the merger that is material to the implementation is not complied with.*

P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION

NAMIBIAN COMPETITION COMMISSION

No. 324

2021

NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE
PROPOSED MERGER: PREMIER FMCG (PTY) LTD // MISTER SWEETS, THE SUGAR-
BASED CONFECTIONARY DIVISION OF LODESTONE BRANDS (PTY) LTD
CASE NO.: 2021FEB0005MER

Competition Act, 2003 (Act No. 2 of 2003)
(Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **3 March 2021.**
2. Please note that the Commission has **approved the proposed merger without conditions.**
3. The Commission's decision is based on the grounds that the proposed merger is not likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003.
4. Note that the Commission has the authority, in terms of section 48(1) of the Act, to revoke a decision approving the implementation of a proposed merger if -
 - (a) *the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
 - (b) *any condition attached to the approval of the merger that is material to the implementation is not complied with.*

P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION

NAMIBIAN COMPETITION COMMISSION

No. 325

2021

NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE
PROPOSED MERGER: CHRISTIAN D STOCK OR NOMINEE // AQUA SERVICES AND
ENGINEERING (PTY) LTD
CASE NO.: 2021MAR0008MER

Competition Act, 2003 (Act No. 2 of 2003)
(Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **5 March 2021**.
2. Please note that the Commission has **approved the proposed merger without conditions**.
3. The Commission's decision is based on the grounds that the proposed merger is not likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003.
4. Note that the Commission has the authority, in terms of section 48(1) of the Act, to revoke a decision approving the implementation of a proposed merger if -
 - (a) *the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
 - (b) *any condition attached to the approval of the merger that is material to the implementation is not complied with.*

P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION

NAMIBIAN COMPETITION COMMISSION

No. 326

2021

NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE
PROPOSED MERGER: ACHILL ISLAND INVESTMENTS (PTY) LTD // KARAS MOUNTAIN
GRAPES (PTY) LTD
CASE NO.: 2021MAR0010MER

Competition Act, 2003 (Act No. 2 of 2003)
(Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **12 March 2021**.
2. Please note that the Commission has **approved the proposed merger without conditions**.
3. The Commission's decision is based on the grounds that the proposed merger is not likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003.

4. Note that the Commission has the authority, in terms of section 48(1) of the Act, to revoke a decision approving the implementation of a proposed merger if -
 - (a) *the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
 - (b) *any condition attached to the approval of the merger that is material to the implementation is not complied with.*

**P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION**

NAMIBIAN COMPETITION COMMISSION

No. 327

2021

NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE
PROPOSED MERGER: OLD MUTUAL ALTERNATIVE INVESTMENTS (PTY) LTD
("OMAI") // OCTUM INVESTMENT (PTY) LTD ("AIH")
CASE NO.: 2021MAR0011MER

Competition Act, 2003 (Act No. 2 of 2003)
(Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **19 March 2021**.
2. Please note that the Commission has **approved the proposed merger without conditions**.
3. The Commission's decision is based on the grounds that the proposed merger is not likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003.
4. Note that the Commission has the authority, in terms of section 48(1) of the Act, to revoke a decision approving the implementation of a proposed merger if -
 - (a) *the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
 - (b) *any condition attached to the approval of the merger that is material to the implementation is not complied with.*

**P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION**

NAMIBIAN COMPETITION COMMISSION

No. 328

2021

NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO
THE PROPOSED MERGER: BULK HAULAGE LOGISTICS (PTY) LTD // ERF 3447
WALVIS BAY (PTY) LTD
CASE NO.: 2021MAR0014MER

Competition Act, 2003 (Act No. 2 of 2003)
(Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **13 April 2021**.
2. Please note that the Commission has **approved the proposed merger without conditions**.
3. The Commission's decision is based on the grounds that the proposed merger is not likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003.
4. Note that the Commission has the authority, in terms of section 48(1) of the Act, to revoke a decision approving the implementation of a proposed merger if -
 - (a) *the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
 - (b) *any condition attached to the approval of the merger that is material to the implementation is not complied with.*

P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION

NAMIBIAN COMPETITION COMMISSION

No. 329

2021

NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE
PROPOSED MERGER: M&G FA LIMITED // PRUDENTIAL PORTFOLIO MANAGERS
(SOUTH AFRICA) (PTY) LTD
CASE NO.: 2021MAR0013MER

Competition Act, 2003 (Act No. 2 of 2003)
(Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **25 March 2020**.
2. Please note that the Commission has **approved the proposed merger without conditions**.
3. The Commission's decision is based on the grounds that the proposed merger is not likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003.

4. Note that the Commission has the authority, in terms of section 48(1) of the Act, to revoke a decision approving the implementation of a proposed merger if -
- (a) *the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
 - (b) *any condition attached to the approval of the merger that is material to the implementation is not complied with.*

P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION

NAMIBIAN COMPETITION COMMISSION

No. 330

2021

NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE
PROPOSED MERGER: FLEMING CAPITAL SECURITIES INCORPORATED // G4S PLC
CASE NO.: 2020OCT0034MER

Competition Act, 2003 (Act No. 2 of 2003)
(Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **17 December 2020**.
2. Please note that the Commission has **approved the proposed merger without conditions**.
3. The Commission's decision is based on the grounds that the proposed merger is not likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003.
4. Note that the Commission has the authority, in terms of section 48(1) of the Act, to revoke a decision approving the implementation of a proposed merger if -
 - (a) *the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
 - (b) *any condition attached to the approval of the merger that is material to the implementation is not complied with.*

P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION

NAMIBIAN COMPETITION COMMISSION

No. 331

2021

**NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO
THE PROPOSED MERGER: ALLIED UNIVERSAL TOPCO LLC // G4S PLC
CASE NO.: 2020DEC0045MER**

Competition Act, 2003 (Act No. 2 of 2003)
(Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **18 December 2020**.
2. Please note that the Commission has **approved the proposed merger without conditions**.
3. The Commission's decision is based on the grounds that the proposed merger is not likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003.
4. Note that the Commission has the authority, in terms of section 48(1) of the Act, to revoke a decision approving the implementation of a proposed merger if -
 - (a) *the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
 - (b) *any condition attached to the approval of the merger that is material to the implementation is not complied with.*

**P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION**

NAMIBIAN COMPETITION COMMISSION

No. 332

2021

**NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE
PROPOSED MERGER: MRS. ULRIKE ANDREA BHOLKE // MR. HENRY HERMAN
HOPKER // MRS. NICOLE MASKE // MRS. GABRIELLA RAITH // MONAS TRUST T41/97 //
ANDREW JAMES FAMILY TRUST T360/14 // SWATREK (PTY) LTD 69/15037
CASE NO.: 2020NOV0038MER**

Competition Act, 2003 (Act No. 2 of 2003)
(Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **27 November 2020**.
2. Please note that the Commission has **approved the proposed merger without conditions**.
3. The Commission's decision is based on the grounds that the proposed merger is not likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003.

4. Note that the Commission has the authority, in terms of section 48(1) of the Act, to revoke a decision approving the implementation of a proposed merger if -
- (a) *the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
 - (b) *any condition attached to the approval of the merger that is material to the implementation is not complied with.*

P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION

NAMIBIAN COMPETITION COMMISSION

No. 333

2021

NOTICE OF DETERMINATION MADE BY COMMISSION IN RELATION TO PROPOSED
MERGER: W.U.M PROPERTIES (PROPRIETARY) LIMITED OR NOMINEE // ANDRICO
INVESTMENTS EIGHTY-THREE (PROPRIETARY) LIMITED T/A FARM TO FOLK
CASE NO.: 2020AUG0026MER

Competition Act, 2003 (Act No. 2 of 2003)
(Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **25 August 2020**.
2. Please note that the Commission has **approved the proposed merger with conditions**.
3. The Commission's decision is based on grounds that although the proposed transaction is not likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003, the Commission found that the proposed merger is likely to have an impact on employment due to possible job duplication, as envisaged by section 47(2)(e). In order to safeguard employment of the employees in the employment of the target undertaking, the Commission approved the proposed merger subject to the following condition:
 1. *There shall be no merger specific retrenchments as a result of the merger for a period of 2 years from the date of the approval of the merger.*
 2. *For the sake of clarity retrenchments do not include:*
 - 2.1 *voluntary separation, resignation and voluntary early retirement ("voluntary separations"); and*
 - 2.2 *retrenchments which are merger specific but agreed to with the Commission in writing after the date of approval of the merger ("merger specific retrenchments").*
 3. *The 40 Transferred Employees of the business of Andrico Investments Number Eighty-Three (Pty) Ltd t/a Farm to Folk ("FTF") must be employed by WUM Properties or its nominee on terms and conditions of employment that are on the whole not less favorable to them than their existing terms and conditions of employment.*

COMPLIANCE PROCEDURES, MONITORING AND REPORTING OBLIGATIONS***Merger Specific Retrenchments***

4. *In the event that the merged undertakings identify any potential merger specific retrenchments, it will request the Commission's agreement to these merger specific retrenchments by way of written correspondence at least one month before these retrenchments are due to be effected. The merged undertakings' written correspondence must include, but shall not necessarily be limited to:*
 - 4.1 *a list of employees likely to be affected by the merger specific retrenchments;*
 - 4.2 *the number and categories of employees likely to be affected by the merger specific retrenchments, as well as their job titles;*
 - 4.3 *the reasons for the retrenchments;*
 - 4.4 *a description of the steps taken by the merged undertakings to avoid the merger specific retrenchments; and*
 - 4.5 *the intended date of the merger specific retrenchments.*
5. *The Commission must within 20 business days of receipt of the correspondence referred to in paragraph 4 above indicate to the merged undertaking whether:*
 - 5.1 *it agrees to these merger specific retrenchments;*
 - 5.2 *does not agree to the merger specific retrenchments; or*
 - 5.3 *it requires further information from the merged undertaking prior to giving its consent.*
6. *In the event that the Commission requires further information it will, within 20 business days of receiving the aforementioned additional information, indicate in writing to the merged undertaking whether it agrees to or does not agree to these retrenchments.*
7. *The Commission will not unreasonably withhold its consent to the merger specific retrenchments. In the event that the Commission withholds its consent to the merger specific retrenchments it will provide the merged undertakings with its reasons for withholding its consent in writing.*

Non-merger specific retrenchments

8. *For the sake of transparency, in the event that the merged undertaking identifies any non-merger specific retrenchments, it will inform the Commission of these potential retrenchments at least one month before these retrenchments are due to be effected. The merged undertakings correspondence must include, but is not limited to:*
 - 8.1 *a list of employees likely to be affected by non-merger specific retrenchments;*
 - 8.2 *the number and categories of employees likely to be affected by the non-merger specific retrenchments, as well as their job titles;*
 - 8.3 *an explanation of the reasons that give rise to the non-merger specific retrenchments (including changes to operational requirements);*

- 8.4 *a description of the steps taken by the merged undertakings to avoid the non-merger specific retrenchments; and*
- 8.5 *the intended date of the non-merger specific retrenchments.*
- 9. *The Commission will not unreasonably withhold its consent to non-merger specific retrenchments. In the event that the Commission is of the view that the retrenchments are merger specific then it will inform the parties accordingly.*

Reporting obligations

- 10. *In order for the Commission to monitor compliance with the conditions, the merged undertaking must, for the duration of the subsistence of the condition as set out in paragraph 1 above, in addition to the correspondence referred to in paragraphs 4 and 8 above, provide the Commission with reports:*
 - 10.1 *31 January 2021, for the status as at the date of the implementation of the transaction (initial report);*
 - 10.2 *Thereafter on a bi-annual basis, starting 31st of May 2021, with subsequent compliance until the expiry of the conditions imposed;*
- 11. *The merger compliance reports must include but shall not necessarily be limited to the following information:*
 - 11.1 *Regarding employment.*
 - 11.1.1 *a list of all the employees as at the date of the report which includes their full names, positions and relevant department or division, job grades and remuneration.*
 - 11.1.2 *copies of the existing (pre-proposed transaction) employment contracts for each different job grade and different position indicating the terms and conditions of employment. Where employment contracts are concluded verbally these must be reduced to writing and where the terms and conditions of employment are not contained in the employment contracts, the merged undertaking must provide a written statement containing the terms and conditions in respect of each job grade and position (which condition is only relevant for the initial report);*
 - 11.1.3 *copies of the new employment contracts, under which the employees of the target undertaking are employed with the merged undertaking, for each different job grade and different position indicating the terms and conditions of employment. Where employment contracts are concluded verbally, these must be reduced to writing and where the terms and conditions of employment are not contained in the employment contracts, the merged undertaking must provide a written statement containing the terms and conditions in respect of each job grade and position (which condition is only relevant for the initial report);*
 - 11.1.4 *a list of the employees who have left the employment of the merged undertaking from the time that the merger was approved or since the period covered by the most recent merger compliance report submitted to the Commission;*

11.1.5 *the reasons for the retrenchments; and*

11.1.6 *Any additional information that may be required by the Commission to monitor compliance with the Condition.*

Definitions

“Commission” means the Namibian Competition Commission;

“Competition Act” means Competition Act 2 of 2003;

“Merged undertaking” means collectively the business of FTF acquired by WUM Properties (Pty) Ltd T/A Model Pick ‘n Pay (“WUM Properties”) or its nominee, subsequent to the merger;

“terms and conditions” in relation to employment contracts means any term and/or condition agreed upon between employer and employee relating to, among others, employee duties and responsibilities, work days, working hours, leave days, sick leave, remuneration, benefits such as pension and medical aid schemes or contributions thereto;

“Transferred Employees” means the persons employed by the Seller in the Business whose particulars (as at the Signature Date) are listed in Annexure B of the Agreement for the Sale of Assets.

4. Note that the Commission has the authority in terms of section 48(1) of the Act to revoke a decision approving the implementation of a proposed merger if -
- (a) the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or
 - (b) any condition attached to the approval of the merger that is material to the implementation is not complied with.

**P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION**

NAMIBIAN COMPETITION COMMISSION

No. 334

2021

**NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE
PROPOSED MERGER: GOBABIS SERVICE STATION CC // GOBABIS DIENSSTASIE
CASE NO.: 2020AUG0022MER**

Competition Act, 2003 (Act 2 of 2003)
(Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **18 August 2020**.
2. Please note that the Commission has **approved the proposed merger without conditions**.

3. The Commission's decision is based on grounds that the proposed merger is not likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003.
4. Note that the Commission has the authority in terms of section 48(1) of the Act to revoke a decision approving the implementation of a proposed merger if -
 - (a) *the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
 - (b) *any condition attached to the approval of the merger that is material to the implementation is not complied with.*

**P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION**

NAMIBIAN COMPETITION COMMISSION

No. 335

2021

NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO
THE PROPOSED MERGER: DURAN INVESTMENTS FIVE (PTY) LTD & DURAN
INVESTMENTS SIX (PTY) LTD // UTILITY ENERGY PARTNERS ASSETS (NAMIBIA)
(PTY) LTD, UTILITY ENERGY PARTNERS OPERATIONS (NAMIBIA) (PTY) LTD &
NAMIBIA MALLS UTILITY SERVICES (PTY) LTD
CASE NO.: 2021APR0015MER

Competition Act, 2003 (Act No. 2 of 2003)
(Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **9 April 2021**.
2. Please note that the Commission has **approved the proposed merger without conditions**.
3. The Commission's decision is based on the grounds that the proposed merger is not likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003.
4. Note that the Commission has the authority, in terms of section 48(1) of the Act, to revoke a decision approving the implementation of a proposed merger if -
 - (a) *the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
 - (b) *any condition attached to the approval of the merger that is material to the implementation is not complied with.*

**P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION**

NAMIBIAN COMPETITION COMMISSION

No. 336

2021

**NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE
PROPOSED MERGER: AGENBACH TRADERS CC // H. CHARNEY CC
CASE NO.: 2021APR0016MER**

Competition Act, 2003 (Act No. 2 of 2003)

(Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **7 May 2021**.
2. Please note that the Commission has **approved the proposed merger without conditions**.
3. The Commission's decision is based on the grounds that the proposed merger is not likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003.
4. Note that the Commission has the authority, in terms of section 48(1) of the Act, to revoke a decision approving the implementation of a proposed merger if -
 - (a) *the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
 - (b) *any condition attached to the approval of the merger that is material to the implementation is not complied with.*

**P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION**

NAMIBIAN COMPETITION COMMISSION

No. 337

2021

**NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE
PROPOSED MERGER: CL VENTURES LUX S.À R.L // NAMIB LEAD AND ZINC MINING
(PROPRIETARY) LIMITED
CASE NO.: 2021JAN0009MER**

Competition Act, 2003 (Act No. 2 of 2003)

(Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **2 March 2021**.
2. Please note that the Commission has **approved the proposed merger without conditions**.
3. The Commission's decision is based on the grounds that the proposed merger is not likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003.

4. Note that the Commission has the authority, in terms of section 48(1) of the Act, to revoke a decision approving the implementation of a proposed merger if -
- (a) *the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
 - (b) *any condition attached to the approval of the merger that is material to the implementation is not complied with.*

P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION

NAMIBIAN COMPETITION COMMISSION

No. 338

2021

**NAMIBIAN COMPETITION COMMISSION NOTICE OF DETERMINATION MADE BY THE
COMMISSION IN RELATION TO THE PROPOSED MERGER: TRAFIGURA PTE LTD //
PUMA ENERGY HOLDINGS PTE LTD
CASE NO.: 2021MAR0012MER**

Competition Act, 2003 (Act No. 2 of 2003)

(Section 47(7), Rule 30)

1. The Commission has received notification of the abovementioned proposed merger on **29 April 2021**.
2. Please note that the Commission has **approved the proposed merger without conditions**.
3. The Commission's decision is based on the grounds that the proposed merger is not likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003.
4. Note that the Commission has the authority, in terms of section 48(1) of the Act, to revoke a decision approving the implementation of a proposed merger if -
 - (a) *the decision was based on materially incorrect or misleading information for which a party to the merger is responsible; or*
 - (b) *any condition attached to the approval of the merger that is material to the implementation is not complied with.*

P. CARLSON
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION
