



MERGER DECISIONS NO.7 OF 2023

On Wednesday, 08th of November 2023, the Namibian Competition Commission (**“the Commission”**) held its Technical Board meeting to review and make decisions on matters brought before the Commission by members of the public and corporate applicants under the Competition Act (2 of 2003). Below are the Board decisions on mergers presented at the meeting.

1. Emeraldsand Properties Proprietary Limited // Namibia Media Holdings Proprietary Limited // Newsprint Namibia Proprietary Limited

The Commission resolved to approve without conditions the acquisition by Emeraldsand Properties Proprietary Limited (**“Emeraldsand”**) of shares in Namibia Media Holdings Proprietary Limited (**“NMH”**) and Newsprint Namibia Proprietary Limited (**“Newsprint”**) (together **“the target undertakings”**). The acquiring group is an investment holding company with investments in NMH and Newsprint (the target undertakings). The target undertakings are involved in production of newspapers, reporting news, and the selling of advertising and marketing.

The Commission found the proposed transaction unlikely to result in the prevention or substantial lessening of competition; does not result in any undertaking acquiring or strengthening a dominant position in the market and does not raise any public interest concerns.

2. Mont Vinum Properties (Pty) Ltd // Am Weinberg Commercial Properties

The Commission resolved to approve without conditions the acquisition by Mont Vinum Properties (Pty) Ltd of additional properties at the Am Weinberg Estate. The acquiring group is involved in owning and letting of fixed property and other asset investments. The target undertaking comprises hotel and conferencing facilities.

The Commission found the proposed transaction unlikely to result in the prevention or substantial lessening of competition; does not result in any undertaking acquiring or strengthening a dominant position in the market and does not raise any public interest concerns.

3. Bank BIC S.A // Bank BIC Namibia Holdings Limited

The Commission resolved to approve without conditions the acquisition by Bank BIC S.A of Bank BIC Namibia Holdings Limited and its subsidiary Bank BIC Namibia Limited. The acquiring group is an Angolan registered banking institution. The target undertaking is a holdings entity with interest in Banco BIC Namibia Limited a Namibian registered banking institution.

The Commission found the proposed transaction unlikely to result in the prevention or substantial lessening of competition; does not result in any undertaking acquiring or strengthening a dominant position in the market and does not raise any public interest concerns.

4. Blue Maple Limited // Karsten Namibia Agriculture (Pty) Ltd

The Commission resolved to approve without conditions the acquisition by Blue Maple Limited of shares in Karsten Namibia Agriculture (Proprietary) Limited. The acquiring group acts as a principal for the marketing and export of grapes, avocados, citrus, apples, and other deciduous fruit on behalf of producers in Russia but does not have any business activities in Namibia. The target undertaking is engaged in the provision of consulting services specifically for the agricultural sector and the importation of packaging materials for grapes.

The Commission found the proposed transaction unlikely to result in the prevention or substantial lessening of competition; does not result in any undertaking acquiring or strengthening a dominant position in the market and does not raise any public interest concerns.

5. Diederick Johannes Conelissen // Star Body Works (Pty) Ltd

The Commission resolved to approve without conditions the acquisition by Diederick Johannes Cornelissen of the entire issued share capital in Star Body Works (Pty) Ltd. The acquiring group owns immovable properties measuring 1, 1067 hectares in Windhoek from which it generates rental income from and also holds interest in the target undertaking. The target undertaking is engaged in the selling of relevant vehicle parts, providing the service of repairing, panel beating and spraying paint of vehicles.

The Commission found the proposed transaction unlikely to result in the prevention or substantial lessening of competition; does not result in any undertaking acquiring or strengthening a dominant position in the market and does not raise any public interest concerns.

6. Broadreach Yield Pty Ltd // Trekkopje Solar Energy Namibia Pty Ltd

The Commission resolved to approve without conditions the acquisition by Broadreach Yield (Pty) Ltd of additional shares in Trekkopje Solar Energy Namibia (Pty) Ltd. The acquiring group invest, owns, and operates renewable energy and energy efficiency systems in the South African region. The target undertaking controls Sertum Energy

Namibia (Pty) Ltd, which in turn owns the Trekkopje Solar Plant, which is a 5.7MWp solar photovoltaic (V) power plant situated near Arandis in the Erongo Region, Namibia.

The Commission found the proposed transaction unlikely to result in the prevention or substantial lessening of competition; does not result in any undertaking acquiring or strengthening a dominant position in the market and does not raise in any public interest concerns.

7. Karsten Namibia Agriculture (Pty) Ltd and Cape Orchard Company (Namibia) Pty Ltd // Anneke Property Investments (Pty) Ltd // Ditta Property Investments (Pty) Ltd // Grape Alliance Management (Namibia) (Pty) Ltd

The Commission resolved to approve with conditions the acquisition by Karsten Namibia Agriculture (Pty) Ltd of assets in Cape Orchard Company (Namibia) Pty Ltd; Anneke Property Investments (Pty) Ltd; Ditta Property Investments (Pty) Ltd and Grape Alliance Management (Namibia) (Pty) Ltd. The acquiring group is a global fruit producer and exporter. In Namibia, the acquiring group provides consulting services specifically focused on the agricultural sector and imports packaging material for grapes. The target undertakings own agricultural land and agricultural equipment and machinery.

The Commission has found the proposed transaction unlikely to result in the prevention or substantial lessening of competition; does not result in any undertaking acquiring or strengthening a dominant position in the market but it raises public interest concerns, in particular employment concerns. Thus, the Commission approved the merger subject to employment conditions.

8. 3 Sisters (Pty) Ltd // Capespan Group (Pty) Ltd

The Commission resolved to approve without conditions the acquisition by 3 Sisters Proprietary Limited of shares in Capespan Group Proprietary Limited. The acquiring group is an investment group with a focus on agricultural investments. The target undertaking is a global fruit producer. In Namibia, the target undertaking operates a grape farm producing table grapes in Aussenkehr.

The Commission found the proposed transaction unlikely to result in the prevention or substantial lessening of competition; does not result in any undertaking acquiring or strengthening a dominant position in the market and does not raise in any public interest concerns.

Issued by:

**The Namibian Competition Commission
Merger and Acquisitions Division**

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