



# GOVERNMENT GAZETTE

## OF THE

# REPUBLIC OF NAMIBIA

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## General Notices

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### NAMIBIAN COMPETITION COMMISSION

No. 119

2016

NOTICE OF DETERMINATION MADE BY COMMISSION IN RELATION TO PROPOSED  
MERGER: WILLEM ARIE VAN DER PLAS // JASPER THERON UYS  
CASE NO.: 2015NOV0088MER

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

1. The Commission received notification of the abovementioned proposed merger on **24 November 2015**.
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 substantially 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.*

**S. AKWEENDA**  
**CHAIRPERSON**  
**NAMIBIAN COMPETITION COMMISSION**

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### NAMIBIAN COMPETITION COMMISSION

No. 120

2016

NOTICE OF DETERMINATION MADE BY COMMISSION IN RELATION TO PROPOSED  
MERGER: GEKA HOLDING (PTY) LTD // JAN-CHRISTO COETZER // GERT JACOBUS  
CASE NO.: 2016FEB0005MER

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

1. The Commission received notification of the abovementioned proposed merger on **16 February 2016**.
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 substantially prevent or lessen competition and/or strengthening of a dominant position 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.*

**S. AKWEENDA  
CHAIRPERSON  
NAMIBIAN COMPETITION COMMISSION**

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**NAMIBIAN COMPETITION COMMISSION**

No. 121

2016

NOTICE OF DETERMINATION MADE BY COMMISSION IN RELATION TO PROPOSED  
MERGER: SIDI PARANI (PTY) LTD // ETG INPUTS HOLDING CO LIMITED  
CASE NO.: 2015DEC0095MER

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 December 2015**.
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.*

**S. AKWEENDA  
CHAIRPERSON  
NAMIBIAN COMPETITION COMMISSION**

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**NAMIBIAN COMPETITION COMMISSION**

No. 122

2016

NOTICE OF DETERMINATION MADE BY COMMISSION IN RELATION TO PROPOSED  
MERGER: SGS TECHNICAL SERVICES (PTY) LTD // TENOVA BATEMAN  
PROJECTS SSA (PTY) LTD  
CASE NO.: 2016FEB0004MER

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

1. The Commission received notification of the abovementioned proposed merger on **10 February 2016**.
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 substantially 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.*

**S. AKWEENDA**  
**CHAIRPERSON**  
**NAMIBIAN COMPETITION COMMISSION**

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**NAMIBIAN COMPETITION COMMISSION**

No. 123

2016

NOTICE OF DETERMINATION MADE BY COMMISSION IN RELATION TO PROPOSED  
MERGER: LEWIS STORES NAMIBIA PROPRIETARY LIMITED // THE BUSINESSES  
OF ELLERINE FURNISHERS (NAMIBIA) PROPRIETARY LIMITED AND  
ELLERINE RETAIL (NAMIBIA) PROPRIETARY LIMITED THAT TRADE  
AS "BEARES" AND "ELLERINES" IN NAMIBIA  
CASE NO.: 2015NOV0086MER

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

1. The Commission received notification of the abovementioned proposed merger on **20 November 2015**.
2. Please note that the Commission has **approved the proposed merger with the following conditions**:

1. ***There shall be no retrenchment of employees of the merged undertakings as a result of the merger for a period of two years. The term “merged undertakings” means Lewis Stores Namibia (Pty) Ltd (“Lewis Namibia”) and the businesses of Ellerine Furnishers (Namibia) (Pty) Ltd (“EF Namibia”) and Ellerine Retailer (Namibia) (Pty) Ltd (“EF Retail Namibia”), trading under the names “Beares” and “Ellerines”.***
2. *For the sake of clarity retrenchments do not include:*
  - 2.1 *voluntary separation and voluntary early retirement (“voluntary separations”); and*
  - 2.2 *retrenchments which are merger specific, but agreed on with the Commission in writing after the approval of the merger (“merger specific retrenchments”).*
3. ***All employees transferred from Ellerines and Beares shall be employed by Lewis Namibia 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 Retrenchments***

4. *In the event that Lewis Namibia identifies 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. Lewis Namibia’s written correspondence must include, but is not 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 and geographic locations;*
  - 4.3 *the reasons for the retrenchments;*
  - 4.4 *a description of the steps taken by Lewis Namibia 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 Lewis Namibia 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 Lewis Namibia 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 Lewis Namibia 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 Lewis Namibia with its reasons for withholding its consent in writing.*

#### ***Non merger specific retrenchments***

8. *Although the provision in clause 1 does not prohibit the merging parties from retrenching employees for non merger specific reasons, for the sake of transparency, in the event that Lewis Namibia 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. Lewis Namibia's 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 and geographic locations;*
- 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 Lewis Namibia to avoid the non merger specific retrenchments; and*
- 8.5 *the intended date of the non merger specific retrenchments.*

#### ***Reporting obligations***

9. *In order for the Commission to monitor compliance with the conditions the merged undertakings must, in addition to the correspondence referred to in paragraphs 4 and 8 above, provide the Commission with reports on the following dates:*

- 9.1 *30 April 2016, for the status as at the date of the implementation of the transaction;*
- 9.2 *30 October 2016;*
- 9.3 *31 April 2017;*
- 9.4 *31 October 2017; and*
- 9.5 *30 April 2018.*

10. *The merger compliance reports must include the following information:*

- 10.1 *a list of all the employees as at the date of the report which includes their full names, positions and job grades;*
- 10.2 *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;*
- 10.3 *the reasons for the retrenchments; and*

- 10.4 *any additional information that may be required by the Commission to monitor compliance with the condition.*
3. The Commission's decision is based on grounds that the proposed transaction is not likely to substantially prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003 as there remain effective competitors to merging parties post merger. However, the Commission is of the view that the rebranding/repositioning of the "Beares" stores to target a higher income customer segment in the market for the retail of household furniture and appliances might not be feasible in some parts of the country. Therefore, in an effort to protect employment the Commission imposed the above conditions, as envisaged in section 47(2)(e) of the Act.
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.*

**S. AKWEENDA  
CHAIRPERSON  
NAMIBIAN COMPETITION COMMISSION**

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**NAMIBIAN COMPETITION COMMISSION**

No. 124

2016

NOTICE OF DETERMINATION MADE BY COMMISSION IN RELATION TO  
PROPOSED MERGER: INTU AFRIKA KALAHARI TRUST // INTU AFRIKA  
KALAHARI BUSH CAMP (PTY) LTD  
CASE NO.: 2016FEB0007MER

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

1. The Commission received notification of the abovementioned proposed merger on **16 February 2016**.
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 substantially 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.*

**S. AKWEENDA  
CHAIRPERSON  
NAMIBIAN COMPETITION COMMISSION**

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**NAMIBIAN COMPETITION COMMISSION**

No. 125

2016

NOTICE OF DETERMINATION MADE BY COMMISSION IN RELATION TO PROPOSED  
MERGER: JOACHIM RUST // ANDRÉ XAVIER COMPION  
CASE NO.: 2016MAR0011MER

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

1. The Commission received notification of the abovementioned proposed merger on **4 March 2016**.
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 substantially 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.*

**S. AKWEENDA  
CHAIRPERSON  
NAMIBIAN COMPETITION COMMISSION**

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**NAMIBIAN COMPETITION COMMISSION**

No. 126

2016

NOTICE OF DETERMINATION MADE BY COMMISSION IN RELATION TO  
PROPOSED MERGER: REIGN INVESTMENTS (PTY) LTD // LAURELTON  
REIGN DIAMONDS (PTY) LTD  
CASE NO.: 2015DEC0094MER

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

1. The Commission received notification of the abovementioned proposed merger on **7 December 2015**.
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 substantially 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.*

**S. AKWEENDA  
CHAIRPERSON  
NAMIBIAN COMPETITION COMMISSION**

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**NAMIBIAN COMPETITION COMMISSION**

No. 127

2016

NOTICE OF DETERMINATION MADE BY COMMISSION IN RELATION TO PROPOSED  
MERGER: ANHEUSER-BUSCH INBEV SA / NV // SABMILLER PLC  
CASE NO.: 2016JAN0002MER

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

1. The Commission received notification of the abovementioned proposed merger on **26 January 2016**.
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 substantially 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.*

**S. AKWEENDA  
CHAIRPERSON  
NAMIBIAN COMPETITION COMMISSION**

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**NAMIBIAN COMPETITION COMMISSION**

No. 128

2016

NOTICE OF DETERMINATION MADE BY COMMISSION IN RELATION TO PROPOSED  
MERGER: MARGARETENTAL FARMING CC // DAVID NGHIPUNDUKA  
CASE NO.: 2016JAN0003MER

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

1. The Commission received notification of the abovementioned proposed merger on **29 January 2016**.
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 substantially 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.*

**S. AKWEENDA**  
**CHAIRPERSON**  
**NAMIBIAN COMPETITION COMMISSION**

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