



GOVERNMENT GAZETTE

OF THE

REPUBLIC OF NAMIBIA

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General Notices

NAMIBIAN COMPETITION COMMISSION

No. 692

2023

NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE
PROPOSED MERGER: AKZO NOBEL // KANSAI PLASCON AFRICA LTD AND KANSAI
PLASCON EAST AFRICA (PTY) LTD
CASE NO.: 2022NOV0048MER

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 November 2022**.
2. Please note that the Commission has **approved the proposed merger with conditions**.
3. The Commission's decision is based on the grounds that the proposed merger is likely to prevent or lessen competition in Namibia, as envisaged by section 47(2) of the Competition Act, 2003. Specifically, it was found that the merged party's post-merger market share will increase and put the merging parties in a position to exercise market power in relations to colourants. However, the merging parties will continue to face competition from current competitors due to import products into Namibia and the local manufacturing plants, in relations to the relevant market. It is anticipated that the merger will have an effect on the manufacturers in Namibia this is due to the merging parties having the influence on colourants post-merger. Therefore, the Commission determines that the merger be approved subject to the below conditions:

1. DEFINITIONS

The following expressions shall bear the meanings assigned to them below and cognate expressions bear corresponding meanings:

- 1.1 **"Acquiring Group"** means the total of all undertakings as defined in rule 27(1)(a)(b) and (c) as amended;
- 1.2 **"Acquiring Undertaking"** means Akzo Nobel N.V ("AkzoNobel");-
- 1.3 **"Approval Date"** means the date on which the Merger is approved by the Commission;
- 1.4 **"Commission"** means the Namibian Competition Commission;
- 1.5 **"Competition Act"** means the Competition Act, 2003 (Act No. 2 of 2003);
- 1.6 **"Conditions"** mean the conditions set out in this Annexure A (only);
- 1.7 **"Days"** means any calendar day other than a Saturday, a Sunday or an official public holiday in Namibia (i.e. business days);
- 1.8 **"Implementation Date"** means the date, which proceeds the Approval Date, on which the Merger is implemented by the Merging Parties;
- 1.9 **"Merged Undertaking"** means the Acquiring Undertaking and the Target Undertaking;
- 1.10 **"Target Undertaking"** means Kansai Plascon Africa Limited ("KPAL") // Kansai East Africa Proprietary Limited ("KPEA")
- 1.11 **"Input Supply Entity"** means ICC Kansai Colourants or any entity within the acquiring group post-merger carrying out the functions of supplying inputs into the Namibian market.

2. CONDITIONS TO THE APPROVAL OF THE MERGER

2.1 Vertical foreclosure condition (the “Vertical Condition”)

In order to address any vertical concerns following the Proposed Transaction, the following shall apply:

2.1.1 That the merged entity or any entity forming part of the acquiring group and is responsible for the supply of paint inputs: such entity is expected to adhere to the below:

2.1.1.1 In case of current supplier of inputs, maintain current contracts for at least five years.

2.1.1.2 In case of a new entrant, provide Namibian paint manufactures with terms and conditions similar to the current contacts.

3. MONITORING AND REPORTING PROCEDURES IN COMPLIANCE WITH THE CONDITIONS

The Vertical Condition:

3.1 The Input Supplying Entity supplying inputs to Namibian customers shall provide the following information to the Commission:

3.1.1 Volumes supplied to each customer;

3.1.2 Invoices for such supplies;

3.1.3 Copies of input supply contracts with each customer;

3.2 In relation to customers not in a contractual relationship with the Supplying Entity, 6-monthly records (in accordance with paragraph 3.3 below) of invoices, volumes and prices if any sales occurred to these customers.

Reporting dates

3.3 In order for the Commission to monitor compliance with the conditions, as set out in paragraphs 3.1 through 3.2 above, the Merged Undertaking shall provide the Commission with reports on the following dates:

3.3.1 11 October 2023, for the status as at the date of the implementation of the Proposed Transaction (initial report).

3.3.2 Thereafter on a bi-annual basis, starting 1 March 2024, until the expiry of the conditions imposed.

General

3.4 The Commission may also request any additional information that may reasonably be required by the Commission to monitor compliance with the Conditions.

3.5 Note that the Commission has the authority in terms of section 48(1) of the Competition 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.
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.*

A. P. ITHINDI
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION

NAMIBIAN COMPETITION COMMISSION

No. 693

2023

NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE
PROPOSED MERGER: MARCEL A. LAMPRECHT // ASHLEE DISTRIBUTORS CC
CASE NO: 2023AUG0033MER

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 September 2023**.
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.*

A. P. ITHINDI
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION

NAMIBIAN COMPETITION COMMISSION

No. 694

2023

**NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO
THE PROPOSED MERGER: TOTAL ENERGIES MARKETING NAMIBIA (PTY) LTD //
OKAPANA SERVICE STATION CLOSE CORPORATION AND GIEL GROBLER FAMILY
TRUST****CASE NO.: 2023AUG0034MER****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 **15 August 2023**.
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.*

**A. P. ITHINDI
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION**

NAMIBIAN COMPETITION COMMISSION

No. 695

2023

**NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE
PROPOSED MERGER: BRAUER PROPERTIES (PTY) LTD // THE TRUSTEES FOR THE
TIME BEING OF THE PMD TRUST
CASE NO: 2023AUG0032MER****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 August 2023**.
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.*

A. P. ITHINDI
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION

NAMIBIAN COMPETITION COMMISSION

No. 696

2023

NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE
PROPOSED MERGER: KING PRICE FINANCIAL SERVICES (PTY) LTD // BASILEIA
INVESTMENT HOLDINGS (UK) LIMITED
CASE NO: 2023AUG0035MER

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 August 2023**.
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.*

A. P. ITHINDI
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION

NAMIBIAN COMPETITION COMMISSION

No. 697

2023

NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE
PROPOSED MERGER: NAMIBIA COLLECTION AND DELIVERY TRUST // NAMIBIA
COLLECTION AND DELIVERY SERVICES (PTY) LTD
CASE NO: 2023JULY0027MER

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 July 2023**.
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.*

A. P. ITHINDI
CHAIRPERSON
NAMIBIAN COMPETITION COMMISSION
