GOVERNMENT GAZETTE

OF THE

REPUBLIC OF NAMIBIA

N$9.60 WINDHOEK - 1 October 2025 No. 8754

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General Notices

NAMIBIAN COMPETITION COMMISSION

No. 738 2025

NOTICE OF DETERMINATION MADE BY THE COMMISSION
IN RELATION TO THE PROPOSED MERGER:
ACHILL ISLAND INVESTMENTS (PTY) LTD // SILVERLANDS VINEYARDS (PTY) LTD

CASE NO.: 2025JUN0027MER

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 June 2025**.

2. Note that the Commission has **approved the proposed merger with merger conditions**.

3. The Commission's decision is based on the grounds that the proposed merger has an impact on public interest considerations specifically on employment, as envisaged by section 47(2)(e) of the Competition Act, 2003. Therefore, in order to safeguard employment, the Acquiring group and Target Undertaking shall, adhere to the following conditions:

4. Definitions

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

4.1 "**Acquiring Group**" means the total of all undertakings as defined in rule 27(1)(a)(b) and (c) as amended;

4.2 "**Acquiring Undertaking**" means Achill Island Investments Proprietary Limited;

4.3 "**Approval Date**" means the date on which the Merger is approved by the Commission;

4.4 "**Commission**" means the Namibian Competition Commission;

4.5 "**Competition Act**" means the Competition Act, 2003 (Act No. 2 of 2003);

4.6 "**Conditions**" means the merger conditions set out herein;

4.7 "**Days**" means any calendar day other than a Saturday, a Sunday or an official public holiday in Namibia (i.e. business days);

4.8 "**Employees** "means all permanent employees employed by the Acquiring Undertaking and/or the Target Undertaking as the case may be from the Implementation Date and for the period of 3 (three) years from the Implementation Date;

4.9 "**Implementation Date**" means the date, which follows the Approval Date, on which the Merger is implemented by the Merging Undertaking;

4.10 "**Proposed Transaction**" means the transaction that was notified to the Commission on 25 June 2025 that concerns the acquisition of control by the Acquiring Undertaking over the Target Undertaking;

4.11 "**Merged Undertaking**" means the Acquiring Group and the Target Undertaking;

4.12 "**Merger Specific Retrenchment(s)**" means a retrenchment reasonably led by a change in policy solely related to the merger and such a change in policy could not be a rational or lawful response to economic, market or operational conditions that could equally have been embarked on in the absence of the Proposed Transaction. For the avoidance of doubt, Merger Specific Retrenchments do not include resignation, dismissal as a result of a disciplinary process, voluntary early retirement; any other retrenchment on grounds recognised in law and subject to these conditions; incapacity due to ill-health or poor performance in terms of employment legislation, death, and the end of fixed term contracts where applicable; and

4.13 "**Target Undertaking**" means Silverlands Vineyards Proprietary Limited.

5. Conditions to the Approval of the Merger

5.1 There will be no Merger Specific Retrenchments for a period of 3 (three) years from the date of implementation. This includes the condition that the Merged Undertaking shall not engage in any voluntary separation programme post Implementation Date, in connection with or as a result of the merger, without the prior approval of the Commission;

5.2 There shall be no voluntary separation packages or offers introduced, initiated, or encouraged as a means to reduce the number of Employees of the Acquiring or Target Undertakings in connection with or as a result of the merger; and

5.3 The Employees of the Merged Undertaking will be employed on terms and conditions of employment that are on the whole not less favourable to them than the terms and conditions of employment that prevailed prior to the implementation of the Proposed Transaction.

6. Monitoring Procedures in Compliance with the Conditions

6.1 A list of all the Employees at the Acquiring Undertaking and the Target Undertaking which includes their full names, positions and relevant department or division, job grades and remuneration as at the Implementation Date shall be provided to the Commission within 14 (fourteen) days of the Implementation Date.

6.2 A list of the Employees who have left or joined the employment of the Acquiring Undertaking and Target 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 shall be provided to the Commission in accordance with clause 7.2 below.

6.3 In the event that the Merged Undertaking 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. The Merged Undertaking's written correspondence must include, but is not limited to:

6.3.1 a list of Employees likely to be affected by the Merger Specific Retrenchments;

6.3.2 the number and categories of Employees likely to be affected by the Merger Specific Retrenchments, as well as their job titles;

6.3.3 the reasons for the retrenchments;

6.3.4 a description of the steps taken by the Merged Undertaking to avoid the Merger Specific Retrenchments; and

6.3.5 the intended date of the Merger Specific Retrenchments.

6.4 The Commission must within 20 business days of receipt of the correspondence referred to in paragraph 6.3 above indicate to the Merged Undertaking whether:

6.4.1 it agrees to these Merger Specific Retrenchments;

6.4.2 does not agree to the Merger Specific Retrenchments; or

6.4.3 it requires further information from the Merged Undertaking prior to giving its consent.

6.5 In the event that the Commission requires further information it will, within 20 days of receiving the aforementioned additional information, indicate in writing to the Merged Undertaking whether it agrees to or does not agree to the Merger Specific Retrenchments.

6.6 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 Undertaking with its reasons for withholding its consent in writing.

7. Reporting Procedures in Compliance with the Conditions

In order for the Commission to monitor compliance with the Conditions, the Acquiring Undertaking shall provide the Commission with reports on the following dates:

7.1 Written confirmation of the implementation of the Proposed Transaction, within 10 business days of the Implementation Date, alternatively, any decision not to implement the Proposed Transaction in which case none of the Conditions in this document would be applicable.

7.2 Within 3 (three) months of the Implementation Date, and thereafter bi-annually, on a 6 (six) months basis for a period of 3 (three) years (the "**Initial Reporting Period**").

7.3 At the end of the Initial Reporting Period, the Commission may, on good cause shown, require that the Acquiring Undertaking and the Target Undertaking extend the Initial Reporting Period by a period of 3 (three) years.

7.4 During the reporting periods, the Commission may request that the Acquiring Undertaking and Target Undertaking provide it with any information that it requires to confirm compliance with the Conditions. The Commission shall be entitled to request a visit at any site and/or facility under the control of the Target Undertaking and/or Acquiring Undertaking.

8. **General**

8.1 The Acquiring Group shall circulate a copy of the Conditions to their respective Employees within 10 (ten) days of the Approval Date.

8.2 As proof of compliance, a senior Director of the Acquiring Group shall, within 10 (ten) days of circulating the Conditions, submit an affidavit attesting to the circulation of the Conditions and provide a copy of the notice that was sent to such Employees.

8.3 The Acquiring Group shall inform the Commission in writing of the Implementation Date within 10 (ten) days of its occurrence.

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

8.5 In monitoring these Conditions, the Commission shall be entitled to request a visit at any site and/or facility under the control of the Target Undertaking and/or Acquiring Undertaking.

8.6 All correspondence in relation to the Conditions shall be submitted to the following email address: ma@nacc.com.na.

9. 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. 739 2025

NOTICE OF DETERMINATION MADE BY THE COMMISSION
IN RELATION TO THE PROPOSED MERGER:
AFRICA GLOBAL LOGISTICS NAMIBIA (PTY) LTD AND
BAARD PROPERTIES CC // KLEIN ELSENBURG CC

CASE NO.: 2025AUG0035MER

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 August 2025**.

2. 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. 740 2025

NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE PROPOSED MERGER: BASALT INVESTMENTS (PTY) LTD // GREEN PROPERTY INVESTMENTS NUMBER SIXTY FIVE (PTY) LTD

CASE NO.: 2025JUL0030MER

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 **10 July 2025**.

2. 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. 741 2025

NOTICE OF DETERMINATION MADE BY THE COMMISSION
IN RELATION TO THE PROPOSED MERGER:
BIMA HOLDINGS LTD // MINET NAMIBIA INSURANCE BROKERS (PTY) LTD

CASE NO.: 2025AUG0033MER

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 **4 August 2025**.

2. 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. 742 2025

NOTICE OF DETERMINATION MADE BY THE COMMISSION
IN RELATION TO THE PROPOSED MERGER:
JACO DUVENHAGE // WALFISH ELECTRIC (PTY) LTD

CASE NO.: 2025JUN0026MER

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 June 2025**.

2. 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. 743 2025

NOTICE OF DETERMINATION MADE BY THE COMMISSION
IN RELATION TO THE PROPOSED MERGER:
K2024528179 (SOUTH AFRICA) (PTY) LTD // BARLOWORLD LTD

CASE NO.: 2025JUL0029MER

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 July 2025**.

2. 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. 744 2025

NOTICE OF DETERMINATION MADE BY THE COMMISSION
IN RELATION TO THE PROPOSED MERGER:
KAMINO MINERALS LTD // PNT FINANCECO CORP. AND TRIGON ONTARIO

CASE NO.: 2025JUN0025MER

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 June 2025**.

2. 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. 745 2025

NOTICE OF DETERMINATION MADE BY THE COMMISSION
IN RELATION TO THE PROPOSED MERGER:
OAKVIEW CAPITAL L6 DAC AND CF BM UK HOLDINGS //
SOCIÉTÉ PHOCÉENNE DE PARTICIPATIONS

CASE NO.: 2025JUL0028MER

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 **14 July 2025**.

2. 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. 746 2025

NOTICE OF DETERMINATION MADE BY THE COMMISSION
IN RELATION TO THE PROPOSED MERGER:
SAMPOL TRUST AND ANTOINETTE TOLLMAN // ALPINE ASSET MANAGEMENT AND AURIOS HOLDINGS (LUXEMBURG) SARL

CASE NO.: 2025AUG0034MER

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 the **5 August 2025**.

2. 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. 747 2025

NOTICE OF DETERMINATION MADE BY THE COMMISSION
IN RELATION TO THE PROPOSED MERGER:
SEDGELEY SOLAR GROUP (PTY) (LTD) // SEDGELEY SOLAR
MANAGEMENT (PTY) (LTD) // SEDGELEY SOLAR ENERGY HOLDINGS (PTY) (LTD)

CASE NO.: 2025JUL0031MER

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 July 2025**.

2. 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. 748 2025

NOTICE OF DETERMINATION MADE BY THE COMMISSION
IN RELATION TO THE PROPOSED MERGER:
THEFAR PROPERTY NAMIBIA (PTY) LTD AND BV INVESTMENTS
TWENTY-SIX CLOSE CORPORATION // KALAHARI KICKSTART
INVESTMENTS (PTY) LTD AND INDRAAI ABATTOIR CC

CASE NO.: 2025APR0017MER

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 **30 April 2025**.

2. 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