



# GOVERNMENT GAZETTE

## OF THE

# REPUBLIC OF NAMIBIA

---

N\$12.80

WINDHOEK - 20 January 2026

No. 8829

---

## CONTENTS

*Page*

### GENERAL NOTICES

|        |  |    |
|--------|--|----|
| No. 11 | Namibian Competition Commission: Notice of determination made by Commission in relation to proposed merger: Erf 109 Gobabis (Pty) Ltd // Issued Share Capital in Erf 109 Gobabis (Pty) Ltd ...               | 2  |
| No. 12 | Namibian Competition Commission: Notice of determination made by Commission in relation to proposed merger: Frans Indongo Investments Trust // Direct Auto Parts Close Corporation .....                     | 2  |
| No. 13 | Namibian Competition Commission: Notice of determination made by Commission in relation to proposed merger: H2 Infra NV // Cleanergy Solutions Namibia (Pty) Ltd .....                                       | 6  |
| No. 14 | Namibian Competition Commission: Notice of determination made by Commission in relation to proposed merger: Ongava Game Reserve (Pty) Ltd // Epacha Nature Estate (Pty) Ltd .....                            | 7  |
| No. 15 | Namibian Competition Commission: Notice of determination made by Commission in relation to proposed merger: Packing World Group (Pty) Ltd (NEWCO) // Lampac (Pty) Ltd t/a Packaging World .....              | 7  |
| No. 16 | Namibian Competition Commission: Notice of determination made by Commission in relation to proposed merger: Premier Group Limited // RFG Holdings Limited .....  | 8  |
| No. 17 | Namibian Competition Commission: Notice of determination made by Commission in relation to proposed merger: Southern Namibian Hake Fishing Industries (Pty) Ltd // Tuna Pole Fishing Namibia (Pty) Ltd ..... | 9  |
| No. 18 | Namibian Competition Commission: Notice of determination made by Commission in relation to proposed merger: TLC SA Transportation and Logistics Consulting // TLC Namibia (Pty) Ltd .....                    | 9  |
| No. 19 | Namibian Competition Commission: Notice of determination made by Commission in relation to proposed merger: Ultimate Safaris (Pty) Ltd // Hotel Eberwein Garni CC .....                                      | 10 |
| No. 20 | Namibian Competition Commission: Notice of determination made by Commission in relation to proposed merger: Union Group (Pty) Ltd // Union Tiles (Pty) Ltd .....   | 14 |
| No. 21 | Namibian Competition Commission: Notice of determination made by Commission in relation to proposed merger: Westcoast Cold Storage (Pty) Ltd // Property Situated at Erf 3068, Narraville Walvis Bay .....   | 15 |

---

|        |  |    |
|--------|--|----|
| No. 22 | Namibian Competition Commission: Notice of determination made by Commission in relation to proposed merger: Zebrapass Investments (Pty) Ltd // Erven 197, 198, 199 Lafrenz, Windhoek ..... | 15 |
|--------|--|----|

---

## General Notices

---

### NAMIBIAN COMPETITION COMMISSION

No. 11

2026

#### NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE PROPOSED MERGER: ERF 109 GOBABIS (PTY) LTD // ISSUED SHARE CAPITAL IN ERF 109 GOBABIS (PTY) LTD

CASE NO. 2025OCT0053MER

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 October 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.*

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

---

### NAMIBIAN COMPETITION COMMISSION

No. 12

2026

#### NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE PROPOSED MERGER: FRANS INDONGO INVESTMENT TRUST // DIRECT AUTO PARTS CLOSE CORPORATION

CASE NO. 2025AUG0038MER

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 August 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 competition and public interest considerations specifically on employment, as envisaged by section 47(2) (a) and (e) of the Competition Act, 2003. Therefore, in order to ensure continued and fair competition and 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) of the Rules to the Competition Act, as amended;
- 4.2 **“Acquiring Undertaking”** Frans Indongo Investment Trust (“FIIT”);
- 4.3 **“Approval Date”** means the date on which the Merger is approved by the Commission;
- 4.4 **“Commission”** means the Namibian Competition Commission established under section 4 of the Competition Act, 2003 (Act No. 2 of 2003);
- 4.5 **“Competition Act”** means the Competition Act, 2003 (Act No. 2 of 2003), including all rules and regulations made under it, as amended from time to time;
- 4.6 **“Conditions”** mean the conditions set out in this Annexure A (only);
- 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 **“Dealerships/ dealers”** means undertakings that retail and supply automobiles/ vehicle, servicing and maintenance of motor vehicles, and the sales of vehicles and automotive related components;
- 4.9 **“Fitment firms, competitors or distributors”** means undertakings that supply and installation of vehicle fittings such as canopies, towbars, tires, bull-bars and other automotive accessories;
- 4.10 **“Implementation Date”** means the date, subsequent to the Approval Date, on which the Merger is implemented by the Merged Undertaking;
- 4.11 **“Merged Undertaking”** means, collectively, the Acquiring Undertaking and the Target Undertaking;
- 4.12 **“Non-Discriminatory Conduct”** means dealing with all customers and service providers on fair, reasonable, and impartial terms, without favouring the Target Undertaking or restricting competitors' access to the market;
- 4.13 **“Proposed Transaction”** means the transaction that was notified to the Commission on 20 August 2025, that concerns the acquisition of control by the Acquiring Undertaking over the Target Undertaking; and

4.14 “Target Undertaking” Direct Auto Parts Close Corporation (“Direct Auto”).

## 5. CONDITIONS TO THE APPROVAL OF THE MERGER

### Vertical foreclosure condition (the “Vertical Condition”)

In order to address and prevent any potential vertical foreclosure concerns arising from the implementation of the Proposed Transaction, the following conditions shall apply:

- 5.1 The merged entity, or any entity forming part of the Acquiring Group responsible for retail and supply automobiles/ vehicle, servicing and maintenance of motor vehicles, and automotive related components in Namibia, shall:
  - 5.1.1 Continue to conduct business with existing and potential customers in the vehicle fitment market on fair, reasonable, and non-discriminatory (FRAND) terms to ensure that competitors are not unfairly excluded from the market; and
  - 5.1.2 **not implement or maintain any internal policies, targets, or incentive structures** that discourage or penalize sales personnel from referring clients to **independent fitment firms or third-party service providers**. Any incentive mechanisms introduced post-merger must be **non-discriminatory and performance-based**, ensuring that staff recommendations reflect the **best interests of customers** and **fair competition** among market participants.
- 5.2 That the merged entity or any entity forming part of the acquiring group is expected to adhere to the below:
  - 5.2.1 Maintain existing supply and procurement relationships with independent fitment firms or distributors that are highly dependent on business from the Acquiring Group, for a minimum period of three (3) years post-merger, unless commercial justification for termination is provided to and approved by the Commission from the Implementation Date;
  - 5.2.2 ensure that **customers retain full freedom of choice** regarding where to obtain vehicle fitment or related services. Under no circumstances shall customers be **pressured, misled, or induced**, whether directly or indirectly, to believe that fitment may only be carried out at the Acquiring group/ undertaking or its affiliate facilities. All post-merger commercial decisions must be based strictly on **objective commercial merit, service quality, and customer preference**, rather than on **corporate affiliation or internal group policy**; and
  - 5.2.3 Refrain from engaging in any conduct that has the purpose or effect of substantially foreclosing rivals from access to key inputs or customers.

## 6. MONITORING AND REPORTING PROCEDURES IN COMPLIANCE WITH THE CONDITIONS

### The Vertical Conditions:

- 6.1 The merged entity shall report periodically (bi-annually) to the Commission on compliance with the above commitments, including information on supply arrangements, pricing and practices. The Commission reserves the right to review

and amend these conditions should material changes in market structure or conduct be observed. The merged entity shall submit the following information to the Commission:

- 6.1.1 Bi-annual management accounts for both the Acquiring Group and the Target Undertaking.
- 6.1.2 Annual Value Creation and Compliance Report, detailing efficiencies, non-discrimination compliance, and any third-party complaints.
- 6.1.3 Bi-annual audited financial statements of the Acquiring Group and the Target Undertaking.

## 7. REPORTING PROCEDURES IN COMPLIANCE WITH THE CONDITIONS

- 7.1 In order for the Commission to monitor compliance with the Conditions, the Acquiring Undertaking shall provide the Commission with reports on the following dates:
  - 7.1.1 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.
  - 7.1.2 Within 3 (three) months of the Implementation Date, and thereafter bi-annually, on a six (6) months basis for a period of three (3) years (the “Initial Reporting Period”).
  - 7.1.3 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 three (3) years.
  - 7.1.4 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.
  - 8.1.1 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.
  - 8.1.2 The Acquiring Group shall inform the Commission in writing of the Implementation Date within 10 (ten) Days of its occurrence.
  - 8.1.3 The Commission may also request any additional information that may reasonably be required by the Commission to monitor compliance with the Conditions.

8.1.4 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.

8.1.5 All correspondence in relation to the Conditions shall be submitted to the following email address: [ma@nacc.com.na](mailto:ma@nacc.com.na).

9. 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.*

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

---

**NAMIBIAN COMPETITION COMMISSION**

No. 13

2026

**NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE PROPOSED MERGER: H2 INFRA NV // CLEANERGY SOLUTIONS NAMIBIA (PTY) LTD**

**CASE NO. 2025OCT0051MER**

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 October 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.*

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

---

**NAMIBIAN COMPETITION COMMISSION**

No. 14

2026

**NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE PROPOSED MERGER: ONGAVA GAME RESERVE (PTY) LTD // EPACHA NATURE ESTATE (PTY) LTD****CASE NO. 2025OCT0050MER**

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 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.*

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

---

**NAMIBIAN COMPETITION COMMISSION**

No. 15

2026

**NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE PROPOSED MERGER: PACKING WORLD GROUP PTY LTD (NEWCO) // LAMPAC PTY LTD T/A PACKAGING WORLD****CASE NO. 2025NOV0056MER**

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 November 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.*

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

---

**NAMIBIAN COMPETITION COMMISSION**

No. 16

2026

**NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE  
PROPOSED MERGER: PREMIER GROUP LIMITED// RFG HOLDINGS LIMITED**

**CASE NO. 2025OCT0055MER**

**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 November 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.*

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

---

**NAMIBIAN COMPETITION COMMISSION**

No. 17

2026

**NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE PROPOSED MERGER: SOUTHERN NAMIBIAN HAKE FISHING INDUSTRIES (PTY) LTD // TUNA POLE FISHING NAMIBIA (PTY) LTD****CASE NO. 2025OCT0052MER**

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 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.*

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

---

**NAMIBIAN COMPETITION COMMISSION**

No. 18

2026

**NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE PROPOSED MERGER: TLC SA TRANSPORTATION AND LOGISTICS CONSULTING // TLC NAMIBIA (PROPRIETARY) LIMITED****CASE NO. 2025OCT0049MER**

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 October 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.*

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

---

**NAMIBIAN COMPETITION COMMISSION**

No. 19

2026

**NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE PROPOSED MERGER: ULTIMATE SAFARIS (PTY) LTD // HOTEL EBERWEIN GARNI CC**

**CASE NO. 2025NOV0060MER**

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

1. The Commission received notification of the abovementioned proposed merger on **14 November 2025**.
2. Note that the Commission has approved the proposed merger subject to 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, 2003 (Act No. 2 of 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 Ultimate Safaris (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 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 Merged Undertaking as the case may be from the Implementation Date and for the period of 3 (three) years from the Implementation Date;

4.9    **“Hotel Eberwein”** means an improved, immovable property, Corner of Otavi Street and Sam Nujoma Avenue, Swakopmund on which a hotel was constructed, and which is the subject of the sale being:  
  
CERTAIN: Remaining Extent of Erf NO. 3535, SWAKOPMUND  
SITUATE: In the Municipality of SWAKOPMUND  
Registration Division “G”  
Erongo Region  
Measuring: 821 ((Eight Two One) Square Metres and is held under Deed of Transfer T/2378/1993;

4.10   **“Implementation Date”** means the date, which follows the Approval Date, on which the Merger is implemented by the Merging Undertaking;

4.11   **“Initial Reporting Period”** means 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;

4.12   **“Proposed Transaction”** means the transaction that was notified to the Commission on 14 November 2025 that concerns the acquisition of control by the Acquiring Undertaking over the Target Undertaking;

4.13   **“Merged Undertaking”** means the Acquiring Group and the Target Undertaking;

4.14   **“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 that is not initiated by the Merged Undertaking; 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

4.15   **“Target Undertaking”** means Hotel Eberwein Garni Close Corporation.

## 5.    CONDITIONS TO THE APPROVAL OF THE MERGER

5.1   The employees of the Target Undertaking shall be employed by the Acquiring Undertaking and reinstated following the completion of the renovation of Hotel Eberwein.

5.2   The merged undertaking shall inform the Commission of the completion of the renovations, within 10 days of such completion.

- 5.3 There will be no Merger Specific Retrenchments for a period of 3 (three) years following the completion of the renovation of Hotel Eberwein. This includes the condition that the Merged Undertaking shall not engage in any voluntary separation programme post Approval Date, in connection with or as a result of the merger, without the prior approval of the Commission;
- 5.4 There shall be no voluntary separation packages or offers introduced, initiated, or encouraged as a means to reduce the number of Employees of the Target Undertakings in connection with or as a result of the merger; and
- 5.5 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 notification date of 14 November 2025 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.
- 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; the reasons for the retrenchments;
  - 6.3.3 A description of the steps taken by the Merged Undertaking to avoid the Merger Specific Retrenchments; and
  - 6.3.4 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 The Acquiring Undertaking shall submit written quarterly updates on the progress of the renovations/refurbishments of Hotel Eberwein.
- 7.4 At the end of the Initial Reporting Period, the Commission may, on good cause shown – and after consultation with the Acquiring Group, require that the Acquiring Undertaking and the Target Undertaking extend the Initial Reporting Period by a period of 3 (three) years.
- 7.5 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 Commission may also request any additional information that may reasonably be required by the Commission to monitor compliance with the Conditions.
- 8.4 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.

8.5 All correspondence in relation to the Conditions shall be submitted to the following email address: [ma@nacc.com.na](mailto:ma@nacc.com.na).

9. 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.*

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

---

**NAMIBIAN COMPETITION COMMISSION**

No. 20

2026

**NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE  
PROPOSED MERGER: UNION GROUP PROPRIETARY LIMITED // UNION TILES  
PROPRIETARY LIMITED**

**CASE NO. 2025SEP0047MER**

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 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.*

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

---

**NAMIBIAN COMPETITION COMMISSION**

No. 21

2026

NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE PROPOSED MERGER: WESTCOAST COLD STORAGE PTY LTD // PROPERTY SITUATED AT ERF 3068, NARRAVILLE, WALVIS BAY

CASE NO. 2025OCT0046MER

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 November 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.*

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

---

**NAMIBIAN COMPETITION COMMISSION**

No. 22

2026

NOTICE OF DETERMINATION MADE BY THE COMMISSION IN RELATION TO THE PROPOSED MERGER: ZEBRAPASS INVESTMENTS (PTY) LTD // ERVEN 197, 198, 199 LAFRENZ, WINDHOEK

CASE NO. 2025NOV0058MER

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 December 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.*

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

---