

## MERGER DECISION NO 47: 2025

### Notice in Terms of Section 53(4) (a)(ii) of the Competition Act 2018

#### DECISION ON THE ASSESSMENT OF THE PROPOSED ACQUISITION OF AN ADDITIONAL 50% ISSUED SHARE CAPITAL OF BATAWANA BEEF BOTSWANA PROPRIETARY LIMITED BY GAVIN ELDRED GODFREY

##### Introduction of the Merging Parties

Pursuant to section 53(4)(a)(ii) of the Competition Act 2018 (“the Act”), notice is hereby given on the decision made by the Competition and Consumer Authority (“the Authority”) in relation to the proposed acquisition of an additional 50% issued share capital of Batawana Beef Botswana Proprietary Limited (“Batawana Beef”, or the “Target Enterprise”) by Gavin Eldred Godfrey (“Gavin” or the “Acquiring Enterprise”) - (the “Proposed Transaction”). The Acquiring Enterprise currently holds 40% of the shareholding in the Target Enterprise and is set to acquire Glen Ray Page (“Glen”)’s entire equity interest, being 50% of the shareholding in the Target Enterprise to have a total of 90% shareholding post-merger.

Gavin is an adult male of full legal capacity with interests in other enterprises incorporated in Botswana including Kukama Cattlepost Proprietary Limited (“Kukama”) and Cell 6 Proprietary Limited (Cell 6”) both situated next to Nokaneng village, Ngamiland, Tuzonga Proprietary Limited (“Tuzonga”) situated next to Komana village, Ngamiland and Matswere Cattlepost Proprietary Limited (“Matswere”), a dormant company.

Batawana Beef is a private company incorporated in accordance with the Laws of Botswana. Batawana Beef operates from Tuzonga Farm, Tribal Grant 60-Om, Komana Ward, Komana, Botswana. Batawana Beef does not control any enterprise in Botswana.

##### Merging Parties

In terms of the activities of the Merging Parties, the Acquiring Enterprise is an individual whose other interests are as follows; Kukama and Cell 6 - cattleposts; Tuzonga - a property holding company and Matswere – which is dormant. As explained above, the Acquirer holds 40% shares in the Target Enterprise.

The Target Enterprise’s core business activities include cattle slaughtering services for local farmers; beef processing and packaging for value added products such as oxtail, beef stew, etc.

for local market consumption; and export of frozen, deboned and boxed meat to the Democratic Republic of Congo, Mozambique and Kuwait.

### **Competitive Analysis and Public Interest**

In the assessment of Substantial Lessening of Competition, the investigations have revealed a vertical overlap in the activities of the Merging Parties as the Acquiring Enterprise has interests in the Target Enterprise and enterprises that operate as cattle posts while the Target Enterprise operates in cattle slaughtering, processing and packaging for the local and export market. The Proposed Transaction is an internal restructuring, therefore, the transaction under assessment is not expected to substantially lessen competition or restrict trade or the provision of services, or to endanger the continuity of supplies in the relevant market or in any market in Botswana.

The implementation of the Proposed Merger is not expected to result in the acquisition of a dominant position in the relevant market as the transaction is an internal restructuring, the status quo will remain. In addition, the relevant market is fairly competitive and characterised by many players in Botswana who will continue to provide competitive pressure on the Merged Enterprise, and this is a protected industry.

In terms of Public Interest considerations, the Authority does not foresee any significant detriment to public interest that will arise because of the transaction under consideration. The proposed merger will not result in any retrenchments in Botswana.

### **The Determination**

The Authority determined through the analysis of the facts of the merger that the structure of the relevant market is not going to change upon implementation of the proposed transaction and will not result in a substantial lessening of competition, nor endanger the continuity of service in the market under consideration. Furthermore, the proposed merger will not have any negative effects on public interest matters in Botswana as per the provisions of section 52(2) of the Act.

Pursuant to the provision of section 53 of the Act, the Authority has decided to unconditionally approve the proposed acquisition of an additional 50% issued share capital of Batawana Beef Botswana Proprietary Limited by Gavin Eldred Godfrey.

However, as stated under section 61 of the Act, this approval does not override or negate any other mandatory statutory approvals or processes that any of the parties to this merger must comply with under the Laws of Botswana.

Dated at Gaborone on this 10<sup>th</sup> day of December 2025.

Gideon G. Nkala, Chief Executive Officer, Competition and Consumer Authority, P/Bag 00101, Gaborone, Plot 28, Matsitama Road, Tel: 3934278 Fax: 3121013