MERGER NOTICE NO 28: 2026

THE PROPOSED ACQUISITION OF 16% SHAREHOLDING IN MBENSE SOSIBO INVESTMENT HOLDINGS (PTY) LIMITED AND 32.65% SHAREHOLDING IN UBUSISIWE UKUPHILA (PTY) LTD BY REMA TIP TOP HOLDING SOUTH AFRICA (PTY) LTD

Pursuant to section 49(1) of the Competition Act 2018 (the "Act"), the Competition and Consumer Authority ("the Authority") has received a merger notification for the proposed acquisition of an 8% shareholding held by Mbuso Thabethe; an 8% shareholding held by Mlungisi Zola Tsotsi in Mbense Sosibo Investment Holdings (Pty) Limited ("Mbense" or the "Target Enterprise") and all shares held by the Trustees of the Patrick Martin Investment Trust ("PMIT") in Ubusisiwe Ukuphila (Pty) Ltd ("Ubusisiwe"), a shareholder in the Target Enterprise, by Rema Tip Top Holding South Africa (Pty) Ltd ("RTT" or the "Acquiring Enterprise") [the "Proposed Transaction"]. The Proposed Transaction will accordingly result in RTT holding a combined 65% direct and indirect shareholding in the Target Enterprise (i.e. a 16% direct shareholding plus Ubusisiwe's existing 49% direct shareholding). RTT will have a 100% shareholding in Ubusisiwe.

The primary Acquiring Enterprise is a company incorporated in South Africa. RTT is a wholly-owned subsidiary of Rema Tip Top AG ("Rema AG"), a company incorporated in Germany. Rema AG is 100% controlled by OWG Beteiligungs AG ("OWG AG"), also a German incorporated company. RTT currently has approximately 67.35% shareholding in Ubusisiwe, a South African company, with the remaining shares held by PMIT, a trust registered in South Africa. Ubusisiwe has 49% shareholding in the Target Enterprise. RTT is involved in conveyor belts used for bulk material and heavy weight applications ("Heavy Weight Conveyor Belts") and products relating to the surface protection of mining and other equipment (including with regard to asset corrosion and wear protection) which are manufactured by Rema Tip Top Afrique (Pty) Ltd (a subsidiary of RTT). RTT and its subsidiaries also provide ancillary services relating to the servicing and maintenance of Heavy Weight Conveyor Belts to its customers. RTT and its subsidiaries (excluding the Target Group) do not provide any goods or services in Botswana.

The Directors of RTT are Nico Jacobus Prinsloo, Michael Ralph Lorig and Hendrik Petrus Jakobus De Beer.

The Primary Target Enterprise is a company duly incorporated in accordance with the Laws of South Africa. The shareholders of the primary Target Enterprise are Ubusisiwe, Mbuso Thabethe, Makhosazana Thabethe and Mlungisi Zola Tsotsi. Mbense holds 100% of the shares issued in Dunlop Belting Products (Pty) Ltd ("DBP"), a South African company. The Target Enterprise and all enterprises directly or indirectly controlled by it are referred to as the Target Group. The Target Group does not control any enterprises in Botswana. Ubusisiwe and the Target Enterprise are investment holding companies. Ubusisiwe's sole asset is its investment in the Target Enterprise, in turn, the Target Enterprise's sole asset is its 100% shareholding in DBP. DBP is an operating company which manufacturers Heavy Weight Conveyor Belts at its manufacturing plant in Gauteng, South Africa. DBP has several wholly owned subsidiaries incorporated in South Africa which sell, service and maintain (including supplying components for) Heavy Weight Conveyor Belts and related conveyor belt structures primarily in South Africa. In Botswana, the Target Group is involved in the sale of Heavy Weight Conveyor Belts to its exclusive distributor, Mechano Technix Proprietary Limited ("Mechano Technix"), a company incorporated in Botswana.

The Directors of Mbense are Patrick Martin, Mbuso Thabethe, Makhosazana Thabethe, Nico Prinsloo and Mlungisi Tsotsi. The Directors of Ubusisiwe are Patrick Ryan Martin, Stefan Flohr and Andre Pierré Maritz.

According to section 50 (3) of the Act, "any person, including a third party not a party to the proposed merger, may voluntarily submit to the investigator or the Authority any document, affidavit, statement or other relevant information in respect of a proposed merger." The Authority therefore seeks any stakeholder views for or against the proposed merger, which may be sent within 10 days from the date of this publication to the following address:

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