



MERGER NOTICE NO 3: 2017

THE PROPOSED ACQUISITION OF THE ENTIRE ISSUED SHAREHOLDING OF GLOBAL HOLDINGS BOTSWANA (PTY) LTD BY PST SALES AND DISTRIBUTION (PTY) LTD AND ACQUISITION OF 25% SHAREHOLDING IN PST SALES AND DISTRIBUTION (PTY) LTD BY IMPERIAL CAPITAL LIMITED.

Pursuant to section 56(1) of the Competition Act [CAP 46:09], the Competition Authority has received a merger notification for the proposed acquisition of the entire issued shareholding of Global Holdings Botswana (Pty) Ltd by PST Sales and Distribution (Pty) Ltd (PST). In exchange for the acquisition by PST of the entire issued shareholding in Global Holdings from Imperial Capital Ltd, PST will issue shares equivalent to 15.5% of PST to Imperial. Imperial shall, upon completion of the aforementioned 15.5% share subscription, also acquire a total of 9.5% of the issued share capital of PST from the individual shareholders of PST. Upon completion of the aforementioned transactions referred, the issued share capital of: (i) PST shall be held 25% by Imperial, 35.625% by Autash Arora, 35.625% by Ismail M. Imraan and 3.75% by Sachin Lonial, and (ii) GHB will be held 100% by PST.

The acquiring enterprise, PST, is a company incorporated in accordance with the Laws of the Republic of Botswana and is involved in the sale and distribution of Fast Moving Consumer Goods. PST is the 100% shareholder of Pula Sales (Pty) Ltd and Gaborone Leather Products (Pty) Ltd t/a Ten. CC Marketing. Pula Sales and Ten.cc are Botswana based companies that provide cold chain and non-temperature controlled supply chain warehousing and distribution, sales and merchandising, debtors and administration and information services in respect of perishable and ambient fast moving consumer goods to customers in Botswana. The Directors of PST Sales are: Autash Aurora and Sachin Lonial, both Batswana, and Ismail M. Imraan a Zimbabwean national, with a Botswana permanent residency.

The target enterprise, Global Holdings, is a company incorporated in accordance with the Laws of the Republic of Botswana. Global Holdings is a subsidiary of Imperial, which is in turn wholly owned by Imperial Holdings Limited and both companies are incorporated in accordance with the Laws of the Republic of South Africa. The target enterprise operates in the FMCGs industry in Botswana (predominantly tobacco and home and personal care) and provides warehousing and distribution, sales and merchandising, debtors and administration, and information services to customers in Botswana. The directors of Global Holdings are Grant Gooding and Christiaan F. W. Mulder, both of South African nationality.

According to section 57(3) of the Competition Act, “any person, including a third party not a party to the proposed merger, may voluntarily submit to the inspector or the Authority any document, affidavit, statement or other relevant information in respect of a proposed merger”.

The Competition Authority therefore seeks any stakeholder views for or against the proposed merger, which may be sent within 10 days from date of this publication to the following address:

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