



MERGER NOTICE NO 49: 2024

THE PROPOSED ACQUISITION OF 60% EQUITY IN MRI BOTSWANA LIMITED BY ABOVAX (PTY) LTD

Pursuant to section 49(1) of the Competition Act 2018, the Competition and Consumer Authority ("the Authority") has received a merger notification for the proposed acquisition of 60% equity in MRI Botswana Limited ("MRI Botswana" or the "Target Enterprise") by Abovax (Pty) Ltd ("Abovax" or the "Acquiring Enterprise"). Following the implementation of the proposed transaction, Abovax will have a controlling stake in MRI Botswana.

The Acquiring Enterprise, Abovax is a company incorporated in South Africa. Abovax is directly controlled by ABXI International ("ABXI") which holds 90% of Abovax's issued share capital, with the remaining 10% held by Karabo Metsileng and Joseph Katlego Mothudi in equal shares of 5% each. ABXI is duly incorporated in South Africa and is engaged in the business of providing strategic healthcare advisory services which focus on providing integrated healthcare solutions to individual and corporate customers geared to addressing existing healthcare challenges in various countries in the African continent as well as in Europe. ABXI also controls several other firms including ABX Health, Well @ Care, ABX Ponea (Pty) Ltd, D-Med Africa, ABX Health UK SPV, Abovax Health East Africa Ltd, Abovax Namibia, D-Med@Medipost (D-Med") and ABX Ponea Health (Pty) Ltd ("ABX Ponea"). In Botswana, the Acquiring Enterprise currently conducts business through two business arrangements under D-Med and ABX Ponea. The Acquiring Enterprise is engaged in the business of providing strategic healthcare advisory services which focus on providing integrated healthcare solutions to individual and corporate customers geared to addressing existing healthcare challenges in various countries including Botswana and South Africa. D-Med operates as a medicine distribution unit that deals with prescriptions, and it distributes medications to patients through pharmacies. ABX Ponea is currently not operational as it is in its infancy and was only recently registered.

The Directors of Abovax are Charles Businge Iumba (Ugandan), Joseph Katlego Mothudi, Karabo Metsileng and Boitumelo Ngwanamohube Phakathi (South African).

The Directors of ABXI are Loti Chakaniza Tembo, Nokukhanya Aretha Iumba and Boitumelo Ngwanamohube Phakathi (all South African).

The Target Enterprise, MRI Botswana is a company incorporated in Botswana. The Target Enterprise is directly controlled by Southview (Pty) Ltd ("Southview") which holds approximately 94% of MRI Botswana's issued share capital and the Motor Vehicle Accident Fund which owns 4% whilst the last 2% is owned by individuals. Southview owns the entire issued share capital of Southview Insurance Agency (Pty) Ltd and Healthwize Management Solutions (Pty) Ltd, which are currently dormant.

Southview, which is an investment arm for Botswana Medical Aid Society, is wholly owned by the Botswana Medical Aid Society ("BOMAID").

BOMAID is a not-for-profit healthcare fund registered in 1969 as a society under the Laws of the Republic of Botswana. Its objective is to pool resources from members and other revenue sources for the sole purpose of assuring access to quality and affordable health cover, and to grow reserves that are intended to protect the fund from business risks inherent in the health care industry. BOMAID is owned by its subscribing members, that is, people subscribing as individuals or through employer groups. BOMAID also wholly owns Bomaid Limited; this is a non-operational company that was incorporated for future listing should BOMAID desire to raise capital for future growth.

The Target Enterprise operates as an integrated health services company that operates five business units, namely, emergency medical services ("EMS"), general medical services ("GMS"), pharmacies, training academy and a call centre. EMS operates in pre-hospital emergency medical care and transportation of critically ill and injured patients; GMS is responsible for the Prime Health clinics (three) as well as on site occupational healthcare management clinics; MRI Botswana provides courier pharmacy services and convenient Collect & Go technology lockers; the training academy services the internal medical training needs of MRI Botswana; the contact centre provides services to companies in Botswana and offers inbound and outbound contact centre, outsourced contact centre services, customer care lines, assistance in setting up a customer contact centre, counselling, etc.

The Directors of MRI Botswana are Christopher Moraki Mokgosana, Michael Mooketsi Tlhagwane, Tshepo Tsheko, Lebogang Tips Matale, Emmanuel Segopotso Maite, Anthony Lesitaoka Sefako and Kutlwano Mswela (all Batswana).

The Directors of Southview are Thabo Phaneni Silitshena, Leroy Klein, Thato Norman and Kopano Bolokwe (all Batswana).

The Trustees of BOMAID are Refeletse Lebelonyane, Leroy Klein, Oaitse Masedi Ramasedi, Kutlo Avi Mogana, Keetsemang Nkoko, Letlhokwa Motladiile, Tshephang Master Loeto, Botho Mhozya, Moraki Mokgosana (all Batswana) and Richard Harriman (British).

According to section 50 (3) of the Competition Act 2018, "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 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:

Director, Mergers and Monopolies
Competition and Consumer Authority
Private Bag 00101
Plot 28, Matsitama Road, Main Mall
Gaborone

Tel: +267 3934278 Fax: +267 3121013

Email: info@cca.co.bw