



MERGER NOTICE NO 02: 2017

THE PROPOSED ACQUISITION OF 100% OF THE ISSUED SHARE CAPITAL IN BUILDEZEE ADHESIVES BOTSWANA (PTY) LTD BY SAINT-GOBAIN DEVELOPMENT SUB-SAHARAN AFRICA LTD

Pursuant to section 56(1) of the Competition Act (Cap 46:09), the Competition Authority has received a notification for the proposed acquisition of 100% of the issued share capital in Buildezee Adhesives Botswana (Pty) Ltd ("Buildezee") by Saint-Gobain Development Sub-Saharan Africa Ltd ("Saint-Gobain").

Saint-Gobain, the acquiring entity, is a new company incorporated in accordance with the Laws of Mauritius. The directors of Saint-Gobain are David Anderson (British), Denis Simonin (French) and Mervyn Chan (Mauritian). The sole shareholder of Saint-Gobain is Société de Participation Financières et Industrielles ("SPAFI"), a French holding company of the Saint-Gobain Group. SPAFI has direct and indirect shares in numerous subsidiaries of Saint-Gobain Group worldwide but none in Botswana. However, the Saint-Gobain Group through Saint-Gobain Construction Products South Africa (Pty) Ltd makes sales of mortar products into Botswana.

Buildezee, the target enterprise, is incorporated in accordance with the Laws of the Republic of Botswana and is controlled by Hendrik Petrus Du Toit (Motswana), Adrian Dennis Harris (British citizen) and Peter Richard Kernick (South African). In addition to Buildezee, its directors have controlling shares in; Sand Supplies (Pty) Ltd. Du Toit and Kernick have controlling interests in Fastdeck (Pty) Ltd, Silitunga (Pty) Ltd and Lutton (Pty) Ltd. All Botswana based and registered companies.

Buildezee manufactures cement based adhesives for ceramic and porcelain tiles with associated grouts which include: contractors tile adhesive; porcelain tile adhesives; grouts (various colours); bonding agent liquids; and key plaster bonding liquids. Buildezee products are distributed across Botswana through existing network of building and hardware suppliers.

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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