



MERGER NOTICE NO 22: 2020

THE PROPOSED ACQUISITION OF PARTS OF THE JET BUSINESS CONDUCTED BY EDCON, THROUGH JET SUPERMARKETS BOTSWANA (PTY) LTD IN BOTSWANA BY THE FOSCHINI GROUP LIMITED, ACTING THROUGH FOSCHINI (BOTSWANA) [PTY] LTD

Pursuant to section 49 (1) of the Competition Act of 2018, the Competition and Consumer Authority ("the Authority") has received a merger notification involving the acquisition of parts of the Jet business (consisting of certain assets and identified liabilities) conducted by Edcon Limited ("Edcon"), through Jet Supermarkets Botswana (Pty) Ltd ("Edcon Botswana"), in Botswana ("Jet Business" or "the target enterprise"), as a going concern, by the Foschini Group Limited ("TFG"), acting through Foschini (Botswana) [Pty] Ltd ("Foschini Botswana" or "the acquiring enterprise").

The acquiring enterprise, Foschini Botswana, is a company incorporated in accordance with the Laws of Botswana. Foschini Botswana is wholly controlled by Foschini Retail Group (Pty) Ltd ("Foschini") based in South Africa. Foschini is in turn wholly owned by TFG which is a public company listed on the Johannesburg Stock Exchange (JSE) Limited and is also based in South Africa.

TFG is a chain store group in Southern Africa and has diverse on fashion retail brands in Botswana, offering clothing, jewellery, cell phones, accessories, cosmetics, sporting apparel and equipment, homeware and furniture, from value to upper market segments in larger urban centres across Botswana. TFG is not controlled by any enterprise/s and for completeness, the three largest shareholders of TFG holding shares greater than 5% as at 27th March 2020 are: Government Employees Pension Fund (16.2%) Public Investment Corporation (13.2%); Old Mutual Limited (6.7%); and Investec Asset Management (6.3%). The remaining issued share capital in TFG is widely held.

The Directors of Foschini Botswana are: Abdool Rahim Khan (Motswana); Ganeswari Shani Naidoo; Anthony Edward Thunström; and Gustav Jansen (alternate director) [all South Africans].

The Jet Business, as the primary target enterprise, is solely controlled by Edcon Botswana, which is a company incorporated in accordance with the Laws of Botswana. Edcon Botswana is in turn controlled by Edcon, a company wholly owned by Edcon Consolidated Stores Limited ("ECSL"), a limited liability company incorporated under the Laws of South Africa. Edcon's trading names are: Edgars; Jet; Thank U; and Credit and Financial Services.

The Jet Business is Edcon's discount department store division, selling clothing, footwear, homeware and some cosmetics as well as cellular products and targets lower-to-middle income consumers throughout Botswana. The Jet Business does not directly or indirectly control any enterprises.

The Directors of Edcon Botswana are: Charles Mzwandile Vikisi; Shane Van Niekerk (both South African); and Jethro Kamutsi (Zimbabwean).

According to section 50 (3), of the Competition Act of 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 Competition and Consumer 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:

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: CA@competitionauthority.co.bw