



MERGER NOTICE NO 22: 2018

THE PROPOSED ACQUISITION OF 51% AND 49% OF THE ISSUED SHARES IN ROBOR (PTY) LTD BY ROBOR HOLDINGS (PTY) LTD AND MACSTEEL SERVICES CENTRE SA (PTY) LTD, RESPECTIVELY.

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 51% and 49% of the issued shares in Robor (Pty) Ltd ("Robor") by Robor Holdings (Pty) Ltd ("Holdco") and Macsteel Services Centre SA (Pty) Ltd ("Macsteel"), respectively. The Acquiring Enterprises, Holdco and Macsteel, are companies incorporated in accordance with the Laws of the Republic of South Africa.

Holdco is a yet to be established holding company for the Robor Group of companies (including the target); created for the purpose of the proposed transaction. It shall be controlled by Tiso Blackstar Holdings SE ("Tiso Holdings") and Robor Management. Tiso Holdings is in turn wholly owned by Tiso Blackstar Group SE ("TBG"); and both companies are incorporated in accordance with the Laws of England and Wales. TBG is dual-listed with the London and Johannesburg Stock Exchanges.

Macsteel is controlled by Macsteel Holdings Luxembourg SARL ("MacLux"), a company registered in Luxembourg. Macsteel is a manufacturer, merchandiser and distributor of steel and value added steel products. It operates eight dynamic business units (Coil Processing; Exports; Fluid Control; Roofing; Special Steels; Trading; Tube & Pipe; and VRN) from a strategic network of more than 50 service centres, branches and warehouses. Macsteel supplies the entire Sub-Saharan geographic region with the broadest range of carbon steel, stainless steel, speciality steels, aluminium products and value added processes to all industry sectors.

The Directors of Macsteel are: Michael John Benfield, Manivassen Vasiedavan Govender; Hiltch Michael Hoffman; and Eric Samson (all South Africans).

The target entity, Robor, is a company incorporated in accordance with the Laws of the Republic of South Africa; and it is owned by Tiso Holdings and Robor Management.

The Robor Group of companies include Mine Support Products (Pty) Ltd; Robor Pipe Systems (Pty) Ltd; Pro Fix Robor (Pty) Ltd; Aegion South Africa (Pty) Ltd; and

Tricom Structures (Pty) Ltd; all registered in South Africa. Robor is a manufacturer and supplier of welded steel tube and pipe, cold formed steel profiles, structural profiles and associated value added services and products. These products are supplied across Southern Africa, to most industries, including mining, logistics which covers rail and road, petrochemical, construction, engineering, manufacturing, agriculture, energy, water and automotive. Though with no direct presence in Botswana, Robor conducts business activities in Botswana on a cross border basis.

The Directors of Robor are: Indiran Gounden; John Christopher Ransome; Johann Scholtz; James Thomas Bemelman; Abraham William Collins; Andrew Glen Nolan; and James Andrew Winter (all South Africans).

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:

Director, Mergers and Monopolies
Competition Authority
Private Bag 00101
Plot 28, Matsitama Road, Main Mall
Gaborone
Tel: +267 3934278 Fax: +267 3121013
Email: CA@competitionauthority.co.bw