



MERGER NOTICE NO 30: 2015

THE PROPOSED ACQUISITION OF 40% ISSUED SHARE CAPITAL IN EASIGAS (PTY) LTD BY REATILE GAZ (PTY) LTD

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 40% shares in Easigas (Pty) Ltd by Reatile Gaz (Pty) Ltd.

Reatile Gaz, the acquiring firm, is a company incorporated under the Laws of the Republic of South Africa. Reatile Gaz wholly owns Reatile Gaz Botswana (Pty) Ltd, a dormant company incorporated under the Laws of the Republic of Botswana. Reatile Gaz is 60% owned and controlled by Reatile Energy (Pty) Ltd, while Engen Petroleum (Pty) Ltd holds the remaining 40%. Both Reatile Energy and Engen Petroleum are companies incorporated under the Laws of the Republic of South Africa. Engen Petroleum is present in Botswana through Engen Botswana (Pty) Ltd.

Engen Botswana is involved in the sale of fuels and lubricants to non-retail sites in the manufacturing, transport and construction industries. 98% of the shares in Reatile Energy are held by Reatile Group (Pty) Ltd, also incorporated under the Laws of South Africa. Reatile Gaz, Reatile Energy and Reatile Group are all part of the Reatile Group of companies. Reatile Gaz currently has no operations, assets nor business interests in Botswana. Reatile Gaz is in the business of selling Liquefied Petroleum Gas (LPG) in South Africa and Mozambique.

Easigas (Pty) Ltd (Easigas South Africa), the target firm, is a company incorporated under the Laws of the Republic of South Africa. Easigas South Africa is a wholly owned subsidiary of Rubis Energie SAS (Rubis Group), which in turn is wholly owned by Rubis SCA, a company incorporated under the Laws of France, and listed on the French Stock Exchange. Rubis Energie SAS also wholly owns Easigas Botswana (Pty) Ltd which in turn wholly owns Easigas Swaziland (Pty) Ltd and Easigas Lesotho (Pty) Ltd. Easigas Botswana does not manufacture any products; rather, it distributes LPG for Easigas South Africa in Botswana. Easigas Botswana's Directors are; Olivier M. J. B Nechad, Christian. H. Cochet, Frederic E. Royer and Martinus Nell.

The proposed transaction involves an internal restructuring of the Rubis Group such that Easigas Botswana falls within the portfolio of Easigas South Africa, and as such will be wholly owned by Easigas South Africa. Post this restructuring, then Reatile Gaz will acquire 40% of Easigas (Pty) Ltd. This therefore implies that Reatile Gaz will acquire joint control over Easigas South Africa, which in turn will control Easigas Botswana (Pty) Ltd.

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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