



MERGER DECISION

PROPOSED ACQUISITION OF 64% MAJORITY SHAREHOLDING IN SUN INTERNATIONAL BOTSWANA (PTY) LTD BY MHG INTERNATIONAL HOLDINGS (MAURITIUS)

PURSUANT to section 60(4)(a)(ii) of the Competition Act (Cap 46:09), notice is hereby given on the decision made by the Competition Authority in respect of the proposed merger involving MHG International Holdings (Mauritius) [MHG International] and Sun International Botswana (Pty) Ltd [Sun International Botswana].

The Authority determined to unconditionally authorise the proposed transaction on the grounds that analysis of the facts of the case have shown that there were no substantive competition concerns that will arise in both markets for short-term hotel facilities and casino in Botswana with respect to the acquisition of Sun International Botswana by MHG International, given the fact that:

- i) The proposed transaction is not likely to result in substantial lessening of competition, nor endanger the continuity of service, due to the absence of geographic overlap between the activities of the merging parties;
- ii) Similarly, the implementation of the proposed merger is not expected to result in the merged entity attaining a dominant position, as the transaction is not expected to increase the number of the merged entity's licensed operations; and
- iii) No significant negative effect on public interest in Botswana has been identified, in relation to the provisions of section 59 (2).

Pursuant to the provision of section 55 of the Competition Act, the Authority has unconditionally approved the proposed merger.

However, pursuant to the provisions of section 66 of the Act, this approval does not override or negate any other mandatory statutory approvals or processes that any of the parties to this merger must comply with under the Laws of Botswana.

Dated at Gaborone this 21st day of November, 2014

Thula Kaira, Chief Executive Officer, Competition Authority, P/Bag 00101, Gaborone, Plot 28, Matsitama Road, Tel: 3934278 Fax: 3121013