



## **MERGER DECISION NO 21 OF 2025**

### **DECISION ON THE ASSESSMENT OF THE ASSESSMENT OF THE PROPOSED ACQUISITION OF 76% OF THE ISSUED ORDINARY SHARE CAPITAL OF MEDLANE HOLDINGS (PTY) LTD BY ALCFI INVESTMENT III (PTY) LTD**

#### **Introduction of the Merging Parties**

Pursuant to section 53(4)(a)(ii) of the Competition Act, 2018 ("the Act"), notice is hereby given on the decision made by the Competition and Consumer Authority ("the Authority") in relation to the proposed acquisition of 76% of the issued Ordinary Share Capital and Claims of Medlane Holdings (Pty) Ltd ("Medlane Holdings" or the "Target Enterprise") by ALCFI Investment III (Pty) Ltd ("ALCFI Investment III" or the "Acquiring Enterprise").

The Acquiring Enterprise, ALCFI Investment III, is a private limited company incorporated in accordance with the Laws of the Republic of Botswana. The Acquiring Enterprise is wholly controlled by Africa Lighthouse Capital Fund I (Pty) Ltd ("ALCFI") in its capacity as the General Partner of the ALCFI Partnership. For completeness, ALCFI is controlled by Bame Louis Lala Pule. In addition, the Target Enterprise, Medlane Holdings, is also a private company incorporated in accordance with the Laws of the Republic of Botswana. The Target Enterprise is controlled by Mr. Tyler John Lane, an adult male of full legal capacity.

#### **Relevant Markets**

The merger assessment findings indicate that the Acquiring Enterprise is a Special Purpose Vehicle (SPV) set up to invest in a local business on behalf of the Africa Lighthouse Capital Fund I Partnership ("ALCFI Partnership"). Save for being a partner in ALCFI Partnership, ALCFI does not control any firms in Botswana. Correspondingly, the Target Enterprise is a primary healthcare company offering comprehensive primary health and preventative health solutions. Medlane Holdings controls and operates through two subsidiaries namely: Day Hospital Botswana (Pty) Ltd, and Medlane Occupational Health (Pty) Ltd which provide medical services to the public in Botswana. The Target Enterprise also controls Medlane Healthcare which is a dormant company.

Based on the above, and in view of the nature of the products and services offered by the Target Enterprise, it was concluded that the relevant market should be defined as the provision of medical services to the public in Botswana, which include general practitioner, pharmacy, physiotherapy, medical oncology, and renal dialysis services.

## **Competitive Analysis and Public Interest**

Based on the assessment findings, the structure of the relevant market is not expected to change upon implementation of the proposed merger as the proposed transaction is not likely to result in a substantial lessening of competition, nor endanger the continuity of service in the market under consideration. Furthermore, the proposed merger will not have any negative effect on public interest matters in Botswana as per the provisions of section 52(2) of the Competition Act 2018.

## **The Determination**

The Authority determined through the analysis of the facts of the merger that the structure of the relevant market will not change in Botswana upon the implementation of the proposed merger.

Pursuant to the provision of section 53 of the Act, the Authority has unconditionally approved the proposed acquisition of 76% of the issued Ordinary Share Capital and Claims of Medlane Holdings (Pty) Ltd by ALCFI Investment III (Pty) Ltd.

However, as stated under Section 61 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 on this 3<sup>rd</sup> day of July 2025.

Gideon Gobusamang Nkala, Chief Executive Officer, Competition and Consumer Authority, P/Bag 00101, Gaborone, Plot 28, Matsitama Road, Tel: 3934278 Fax: 3121013