

MERGER DECISION NO 29: 2025**Notice in Terms of Section 53(4) (a) (ii) of the Competition Act 2018****DECISION ON THE ASSESSMENT OF THE PROPOSED ACQUISITION OF
ADDITIONAL 46% SHARES IN KEPU CONSULTANTS (PTY) LTD BY WILLIAM
TREVOR LINDEGGER FROM ANTHONY KEITH MICHLER, RESULTING IN 96%
SHAREHOLDING****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 respect of the acquisition of additional 46% shares in Kepu Consultants (Pty) Ltd (“Kepu Consultants” or the “Target Enterprise”) by William Trevor Lindegger (“William Lindegger” or “Acquiring Enterprise”), from Anthony Keith Michler (“Anthony Michler”), resulting in 96% shareholding.

The Acquiring Enterprise is a Motswana individual, who is also a shareholder of the Target, Kepu Consultants. The Acquiring Enterprise has other interests in certain businesses in Botswana.

The Target Enterprise, Kepu Consultants, is a company incorporated in accordance with the Laws of Botswana. It is controlled by William Lindegger (50%), Anthony Michler (46%) and Phillipus Petrus Du Preez (“Phillipus Preez”), 4%. These individuals have other business interests in Botswana save for Phillipus Preez. The Target Enterprise does not directly or indirectly control any firm in Botswana.

Relevant Market

In terms of the activities of the Merging Parties, the Acquiring Enterprise is an individual with other business interests in Botswana that are not related to the Proposed Transaction. On the other hand, the Target Enterprise is in the business of lodge construction in Botswana, with focus on the development of hospitality infrastructure by offering design and construction of lodges and resorts, renovation and expansion services and sustainable construction solutions.

The transaction amounts to an internal shareholder restructuring as one of the shareholders is exiting and the other acquiring those shares to become the majority. Therefore, the merger is not expected to alter the relevant market structure post-implementation, as the status quo will be maintained. Therefore, no competition concern is expected to arise post implementation.

Competitive Analysis and Public Interest

The Authority has established that the Proposed Transaction is not likely to result in a substantial lessening of competition, nor endanger the continuity of service in the relevant market in Botswana. 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

Pursuant to the provision of section 53 of the Competition Act, the Authority has decided to unconditionally approve the proposed acquisition of additional 46% shares in Kepu Consultants (Pty) Ltd by William Trevor Lindegger, from Anthony Keith Michler, resulting in 96% shareholding.

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 6th day of August 2025.

Gideon G. Nkala, Chief Executive Officer, Competition and Consumer Authority,
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