



MERGER NOTICE NO 1: 2023

THE PROPOSED ACQUISITION OF A TOTAL OF 76% OF THE ISSUED SHARE CAPITAL OF KAMOSO AFRICA (PTY) LTD BY CHOPPIES DISTRIBUTION CENTRE (PTY) LTD

Pursuant to section 49(1) of the Competition Act 2018, the Competition and Consumer Authority ("the Authority") has received a merger notification for the proposed acquisition of a total of 76% of the issued share capital of Kamoso Africa (Pty) Ltd ("Kamoso" or "Target Enterprise") by Choppies Distribution Centre (Pty) Ltd ("CDC" or "Acquiring Enterprise").

The Acquiring Enterprise, CDC, is a company registered in accordance with the Laws of the Republic of Botswana. It is directly controlled by its sole shareholder, Choppies Enterprises Limited ("Choppies"). Choppies is in turn a public company registered in terms of the Laws of the Republic of Botswana. Choppies is listed on the Botswana Stock Exchange ("BSE") and the Johannesburg Stock Exchange Limited ("JSE"). Other than CDC, Choppies controls: Choppies Supermarkets Namibia (Pty) Ltd ["Choppies Namibia"]; Choppies Supermarkets Tanzania Ltd ("Choppies Tanzania"); Choppies Enterprises Kenya Ltd ("Choppies Kenya"); Choppies Distribution Centre Kenya Ltd ("CDC Kenya"); Choppies Group Share Incentive Trust Scheme ["Group Share Scheme"]; Choppies Supermarket Mozambique Limitada ("Choppies"); Choppies Supermarkets Limited (Zambia); Nanavac Investment (Pvt) Limited.

In Botswana, the Acquiring Enterprise controls Jexman Holdings (Pty) Ltd ("Jexman Holdings") which in-turn controls Monyglob (Pty) Ltd ("Monyglob"). Monyglob trades as MonyGlob Bureau De Change and is involved in the business activities of money transfer and foreign exchange. CDC operates a chain of 100 stores across Botswana and is active in the grocery supermarket sector. It is associated with superstores, hyperstores and value stores, each offering the full in-store range including bakery, butchery, fresh fruit and vegetables and fast food. CDC also sells private label products in just about every food and non-food category such as fresh, frozen, canned, dry foods, snacks, ethnic specialities, health and beauty care, household as well as laundry products. Additionally, CDC provides a range of financial services such as airtime, electricity, money transfer and foreign exchange.

The Directors of CDC are Ramachandran Ottapathu (Motswana); Praveen Kumar Nambingath, Kishore Kumar Raveendranathamenon, Vidya Sanooj, Alex Puthenpurakkal Johnson, Krishna Kumar Vrindavan Rajappan Nair, Satheesan Kodakkadath, Joseph Thomas Panengadan, Pranav Ottappath Girijan, Prasanth Ammayath, Subeesh Kolazhy Surendran, Sumesh Ainikkattil Surendran, Gopinathan Sunil Vaduthala, Gireesan Ammayath, Raveendran Ottappath, Ganesan Subramanian, Prasanth Pulikal Subramanian, Soman Thekkoot Parakkal Ramakrishnan, Varghese Puthenpurakkal Devassy, Jayesh Chirakkal Mahadevan, Ashish Somasekharan, Unnikrishnan Pananchukunnath Sankaran, Anish George, Midhun Poliyodath Sudhakaran, Jinoop Asokan, Manu Anto, and Subeesh Sasitharan

(all Indians), Nawshad Abdul Latheef Mohamed (Sri Lankan), and Mohamed Abdelrahman Mahmoud El Saeidy, (Egyptian).

The Target Enterprise, Kamoso, is a private company registered in accordance with the Laws the Republic of Botswana. Kamoso is not controlled by any enterprises but its largest shareholder is Iapef 2 Rmbv7 Kamoso Limited ("IA-RMBV"), a company registered in accordance to the Laws of Mauritius with a shareholding of 45.17%. Other shareholders of the Target Enterprise are Newshelf 1392 (RF) [Pty] Ltd ("Newshelf"), Botswana Development Corporation Limited ("BDC"), Mr. Ramachandran Ottapathu ("Mr. Ottapathu"), and Mr. Narayanan Ottappath ("Mr. Ottappath"). IA-RMBV does not control any entities in Botswana. Kamoso directly controls ten (10) companies which generally operate in three major divisions namely: (i) manufacturing; (ii) supplying; and (iii) distribution.

The Kamoso group's product range consists of fast-moving consumer goods, pharmaceuticals, liquor, building materials and equipment. The Target Enterprise services most of the retail and healthcare industries. Kamoso sources and distributes both local and international brands, from groceries to beverages and personal care throughout the region. Specifically, Kamoso's subsidiaries are involved in medical distribution, liquor retailer, liquor wholesaler, hardware accessories retailer, distributor, rice and spice packaging, sorghum manufacturing, maize meal manufacturing, tissue manufacturing, and water bottling plant.

The Directors of Kamoso are Andrew Guthrie Aitken (South African), Gerben Jan Dijkstra (Dutch), Aliya Farah Shariff (Canadian), Shyam Kumar Chittayil (Indian), Maranyane Makhondo, Tshepo Lemo (Batswana).

According to section 50 (3) of the Competition Act 2018, "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 and Consumer 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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