

## MERGER DECISION NO 2: 2026

### Notice in Terms of Section 53(4) (a)(ii) of the Competition Act 2018

#### DECISION ON THE ASSESSMENT OF THE PROPOSED ACQUISITION OF PORTIONS 1083 – 1103 KO, SITUATE ON FARM FOREST HILL NO. 9-KO, GABORONE FROM THE DIOCESE OF GABORONE OF THE ROMAN CATHOLIC CHURCH BY KGALE EXCLUSIVE PROPRIETARY LIMITED

#### 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 portions 1083 – 1103 KO, situated on Farm Forest Hill No. 9-KO, Gaborone (the “Target Property”) from the Diocese of Gaborone of the Roman Catholic Church (“Roman Catholic” or the “Target Enterprise”) by Kgale Exclusive Proprietary Limited (“Kgale Exclusive” or the “Acquiring Enterprise”).

#### Merging Parties

The Acquiring Enterprise is a company incorporated in accordance with the Laws of Botswana. Kgale Exclusive is controlled by Abdul Karrim Kader and Mumtaz Banoo Kader. On the other hand, the Target Enterprise is a non-profitable organisation incorporated under the Laws of Botswana. Its primary focus is to utilise proceeds from its land deals to sustain the operations of the church and pursue its religious agenda.

#### Relevant Markets

In The relevant product market is defined as the market for leasing property/land in Gaborone. The proposed transaction reveals the absence of product overlaps in the activities of the Merging Parties as the Acquirer is a new entrant in the property development market and currently does not have any property under its portfolio. On the flipside, the Target Enterprise’s main activity is leasing its property/land to investors for development.

Since the Acquiring Enterprise does not operate in the same market as the Target Enterprise, the Authority does not anticipate any competition concerns to arise in the market as a result of the proposed transaction. Furthermore, there exists other competitors in the market that will offer competitive pressure on the Merged Enterprise. Consequently, the proposed merger is not expected to alter the relevant market post-implementation, as the status quo will be maintained. As such, no competition concerns are expected to arise as a result of the merger 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 market relevant 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. Moreover, the merger has the potential to yield benefits in the relevant market in Botswana.

### **The Determination**

Pursuant to the provision of Section 53 of the Competition Act, 2018, the Authority has decided to unconditionally approve the proposed acquisition of portions 1083 – 1103 KO, situate on Farm Forest Hill No. 9-KO, Gaborone from the Diocese of Gaborone of the Roman Catholic Church by Kgale Exclusive Proprietary Limited.

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 23<sup>rd</sup> day of January 2026.

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