

MERGER NOTICE NO 20: 2025

THE PROPOSED ACQUISITION OF THE RETAIL BRANDS AND BUSINESSES OPERATED BY OCLIN PROPRIETARY LIMITED BY DUNNS STORES (BOTSWANA) PROPRIETARY LIMITED AND PEP BOTSWANA HOLDINGS LIMITED

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 the retail brands and businesses operated by Oclin Proprietary Limited ("Retailability Botswana" or the "Selling Enterprise") and trading under the following names: Legit; Style; and Swagga [collectively referred to as the "Primary Target Enterprises"] by Dunns Stores (Botswana) Proprietary Limited ("Pepkor Speciality Botswana") and Pep Botswana Holdings Limited ("Pep Botswana") [collectively referred to as the "Primary Acquiring Enterprises"].

The Primary Acquiring Enterprises, Pepkor Speciality Botswana and Pep Botswana are companies incorporated in accordance with the Laws of Botswana. The Acquiring Enterprises are wholly controlled by Pep Investments Proprietary Limited ("Pep Investments"), a company registered in South Africa. Pep Investments is in turn controlled by Pepkor Proprietary Limited ("Pepkor"), a South African based company. Pepkor is a 100% subsidiary of Pepkor Holdings Limited ("Pepkor Holdings"), a public company listed on the stock exchange operated by the Johannesburg Stock Exchange Limited.

Pepkor Holdings' shares are widely held, and it is not controlled by any shareholder. The Primary Acquiring Enterprises are active, *inter alia*, in the sale of women's apparel (clothing, footwear and accessories), men's apparel (clothing, footwear and accessories) and kid's apparel (clothing, footwear and accessories) as well as the sale of homeware, cosmetic and cellular products in Botswana.

The Directors of Pepkor Speciality Botswana are Abdool Rahim Khan, Johann Daniël De Kock, Robert Viljoen and Tyrone Robert Vieira.

The Directors of Pep Botswana are Wynand Johannes Moller, Kago Moagi Regoeng, Ivan Waldo Roux, Moletanyi Oboile Pilatwe and Moditsa Victor Mpopang.

The Selling Enterprise, Retailability Botswana, is a company incorporated in accordance with the Laws of Botswana. It is a 100% subsidiary of Retailability Proprietary Limited, a company registered in South Africa. The Selling Enterprise is the operating legal entity for the Primary Target Enterprises. The Primary Target Enterprises' activities in Botswana are as follows: (i) The Legit Enterprise ("Legit") comprises 10 stores across Botswana. Legit sells ladies' fashion/apparel. In addition, Legit stores also sell various beauty products; (ii) The Swagga Business ("Swagga or Beaver Canoe") comprises six (6) stores across Botswana that sell apparel for men and boys; and (iii)

The Style Business ("Style") comprises 10 stores across Botswana. Style sells men's and women's contemporary and formal fashion wear, as well as kids' clothing and cellular products.

The Directors of Retailability Botswana are Norman Victor Drieselmann, Nasreen Essack, Mark Richard Friday and Clifford Raymond Lines.

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 Authority therefore seeks any stakeholder views for or against the proposed merger, which may be sent within 10 days from the date of this publication to the following address:

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