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**OUTCOME OF TRIBUNAL MERGER HEARING - WEDNESDAY, 31 MAY 2017**

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| Type of matter | Parties involved | Competition Commission’s recommendation to Tribunal |
| Large merger  | Arcelormittal SA Limited And Thabazimbi Mine | Approve without conditions |
| Large merger | Denel SOC Ltd And Turbomeca (Pty) Ltd | Approve with conditions  |
| Large merger  | Guardrisk Insurance Company Ltd And RMB Structured Insurance Limited  Personal Lines, Commercial Lines and SMart Device Insurance Business Managed by CIB (Pty) Ltd | Approve without conditions  |
| Large merger  | Propertuity Development (Pty) Ltd And Redefine Properties Ltd In Respect of Jewel City | Approve without conditions  |

**ArcelorMittal South Africa to acquire Thabazimbi Mine**

The Competition Tribunal has approved large merger between ArcelorMittal South Africa Limited and the Thabazimbi Mine from Sishen Iron Ore Company (Pty) Ltd be without conditions.

AMSA, controlled by ArcelorMittal SA, manufacture and supplies of long and flat steel products in its operating facilities located in Newcastle (KwaZulu-Natal) and Vanderbijlpark (Gauteng). Through mines owned by AMSA it produces hematite iron ore and magnetite iron ore.

The primary target firm is Sishen Iron Ore Company in respect of the Thabazimbi Mine. The Thabazimbi Mine is an iron ore mine and its mining activities occur near Thabazimbi, in Limpopo. The Thabazimbi Mine supply has been fully absorbed by AMSA’s steelworks in Vanderbijlpark and Newcastle.

**Denel SOC Ltd merger with Turbomeca Africa (Pty) Ltd approved**

The Tribunal approved the merger involving acquiring firm Denel Soc Limited (“Denel”), a company wholly-owned and controlled by the South African government, and Turbomeca Africa (Pty) Ltd.

The Tribunal asked that an additional clause be added to conditions relating to public interest matters for the sake of clarity. The conditions say that with the exception of affected employees, the merging parties and Safran HE shall not retrench any employees as a result of the merger for two years from the implementation date.

Denel is a global defence and security equipment manufacturer and provider of related solutions for land, sea and air equipment such as artillery, missiles, aircraft sub-assembly, civil and military helicopters, and it maintains propulsion systems. Denel is of strategic relevance to national security in South Africa since it provides defence, security and related technologies to the South African Air Force.

The primary target firm is TMA. TMA is a joint venture between Safran Helicopter Engines SAS, ultimately registered in France, and Denel. The joint venture was established in 2002 to support engines operated by SAAF.

TMA manufactures parts (new and spare parts) for Original Equipment Manufacturers for helicopter engines. In South Africa, TMA manufactures engine components for Safran HE, which are used to build helicopter engines supplied to Denel.

Post-merger, Denel will only acquire sole control of certain limited aspects of TMA’s business.

**Guardrisk Insurance is to merge with RMB Structured Insurance Ltd personal lines, commercial lines and smart device insurance business managed by CIB (Pty) Ltd**

The Tribunal is to hear a proposed large merger between Guardrisk Insurance Limited (Guardrisk) and RMB Structured Insurance Limited (RMBSI) personal lines, commercial lines and smart device insurance business managed by CIB (Pty) Ltd (CIB).

Guardrisk is a wholly-owned subsidiary of Guardrisk Group (Pty), ultimately controlled by MMI Holdings Limited. The MMI Group develops, markets and distributes short-term and long-term insurance products and offers asset management, savings, investments, healthcare administration, short-term insurance and employee benefits cover services. Guardrisk also provides long-term alternative risk transfer insurance products to corporates and retirement funds to cover post-retirement healthcare liabilities.

The primary target firm is RMBSI personal lines, commercial lines and smart device insurance business managed by CIB. RMBSI is ultimately controlled by Santam Limited. RMBSI is a short-term and long-term insurer. The target businesses consist of commercial lines and personal lines insurance policies and smart device insurance policies, mainly relating to property and motor risks, underwritten through brokers. CIB acts as the underwriting manager and acts through brokers when concluding the policies on behalf of RMBSI.

**Approval of merger of Propertuity Development (Pty) Ltd and Redefine Properties Limited in respect of the property letting enterprise known as Jewel City**

The proposed large merger between Propertuity Development (Pty) Ltd and property letting enterprise Jewel City owned by Redefine Properties Limited (Redefine) is to be heard by the Tribunal. The Commission has recommended that the merger be approved without conditions.

Propertuity Development, its subsidiaries, controllers and subsidiaries of its controllers are collectively referred to as the “acquiring group.” The acquiring group is a property investment company with a core focus on property development and regeneration of urban spaces. It has a diversified portfolio of commercial, office, residential and retail properties throughout South Africa.

The target property is a Grade B office space located in Johannesburg, in Gauteng.

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