

**COMPETITION TRIBUNAL
REPUBLIC OF SOUTH AFRICA**

Case No: 44/AM/Jun02

In the consideration, in terms of section 16(1) of the Act, of the intermediate merger between:

Bayer (Pty) Ltd

and

Aventis CropScience (Pty) Ltd

Order
(Non-Confidential Version)

Further to an application for the consideration of the intermediate merger between Bayer (Pty) Ltd and Aventis CropScience (Pty) Ltd in terms of section 16(1)(b) of the Act and having heard the representatives of the parties and Commission: -

IT IS ORDERED THAT:

1. the merger between the merging parties is approved subject to the following conditions in relation to the active ingredient, Triconazole:
 - 1.1 The merging parties must grant a non-exclusive license in respect of the active ingredient, Triconazole (the "product") to an independent firm, (the "purchaser"), approved by the Commission, for the territory of South Africa, pursuant to the EU order and in terms of paragraph 146 thereof [annexure constitutes confidential information]. The license will comprise access to those rights as set out in paragraph 146 of the EU order annexed hereto, insofar as they are applicable, with the necessary changes as required by context.
 - 1.2 The Commission must indicate its approval or disapproval of the identity of the purchaser and trustee (if appointed) within

[confidential information] of being notified by Bayer, failing which the Commission will be deemed to have given its approval.

- 1.3 Bayer must enter into a final binding license agreement with the purchaser [confidential information].
- 1.4 [confidential information].
- 1.5 [confidential information].
- 1.6 The license agreement must be implemented and the rights in respect of the licensed product must be transferred to the proposed purchaser [confidential information] of the date on which the agreement is concluded.
- 1.7 Nothing in this order detracts from the obligation of the parties to notify the license agreement to the Competition Commission if it constitutes a notifiable merger in terms of the Act.

N. Manoim

11 October 2002
Date

Concurring: D.H. Lewis, P. Maponya