

IN THE COMPETITION TRIBUNAL OF SOUTH AFRICA

CT Case No. 78/X/AUG12

In the matter between:

CAXTON AND CTP PUBLISHERS AND PRINTERS LIMITED First Applicant

JOHANNES ALBERTUS KRIEL Second Applicant

and

PAARL MEDIA (PROPRIETARY) LIMITED First Respondent

PRIMEDIA (PROPRIETARY) LIMITED Second Respondent

THE COMPETITION COMMISSION Third Respondent

DIVESTURE ORDER

Having read the application of the trustee pursuant to paragraph 2.7 of the order of the Competition Tribunal issued on 27 August 2012 and having heard counsel for the parties, the Competition Tribunal orders as follows:

1. Subject to the provisions of this order and any terms agreed between the First Respondent and P Le Grange & Sons ("**PLG**"), the First Respondent shall dispose to PLG who shall acquire the assets listed in **Annexure A** of this order ("**Offer Assets**").

2. The consideration payable for the Offer Assets shall be the sum of the amounts for each specified category of the Offer Assets as reflected in **Tables 1 to 5** of **Annexure A** of this order, and which shall be payable in cash or by other means acceptable to the First Respondent, and on collection of the Offer Assets or within 10 (ten) days of this order, whichever is the earlier.
3. The Offer Assets shall be disposed of with no warranties or representations, and furthermore shall be disposed of on a "*voetstoots*" basis.
4. PLG shall collect the Offer Assets from the premises of the First Respondent within 10 (ten) business days of this order or any further period agreed between PLG and the First Respondent.
5. PLG shall not dispose or otherwise relinquish all or part control of the asset listed in **Table 1** of **Annexure A** for a period of at least 3 (three) years from date of this order. PLG shall not dispose or otherwise relinquish all or part control of the assets listed in **Tables 2 to 5** of **Annexure A** for a period of at least 1 (one) year from date of this order.
6. Should PLG or its shareholders intend to enter into a transaction to dispose of all or part control of the business of PLG within 3 (three) years of the date of this order, PLG shall inform the Competition Commission and the First Respondent in writing of this intention. The Competition Commission shall as soon as reasonably possible thereafter make a determination in terms of section 13(2) of the Competition Act, 1998.
7. Should PLG elect not to acquire any of the Offer Assets, PLG shall notify the First Respondent of its election within 5 (five) business days of this order and

the Trustee shall dispose of these assets pursuant to clause 8 of this order. The Trustee may authorise or mandate the First Respondent to dispose of any of the Offer Assets.

8. The Trustee/First Respondent shall, within 1 (one) month of the date of this order or as soon as reasonably possible thereafter, dispose of the assets listed in **Annexure B** of this order ("**Non-Offer Assets**") to the highest bidder by public auction. No firm that is partially or wholly controlled, whether directly or indirectly, by Naspers Limited may bid at such public auction.
9. The Trustee/ First Respondent shall notify the Competition Commission in writing once the last of the disposals pursuant to this order are completed, which shall include suitable proof of all disposals pursuant to this order.
10. The costs of the application pursuant to paragraph 2.7 of the order of the Competition Tribunal issued on 27 August 2012 shall be borne by each party.



Presiding Member

N Mahoim

13 December 2012

Date

Concurring: Y Carrim and A Wessels

Table 1

BRIEFING SYSTEM (R5 000)	
Item No.	Description
	Electronic briefing system

Table 2

COMPUTER EQUIPMENT (R35 000)	
Item No.	Description
1	Mustek - Desktop
2	Makro - Samsung Colour Laser CLX-3175FN
3	Mustek - Scanners, Laptop, Screens x 3
4	First Technology - Server
5	Mustek - Laptop
6	Bytes Systems Integration - Server
7	Mustek - Laptop & projector
8	Mustek - 2 x PC's
9	Mustek - Laptop
10	Mustek - 2 x PC's
11	Mustek - Wireless D-Links
12	Mustek - Laptop
13	Mustek - Laptop
14	Mustek - Toshiba Laptop
15	First Technology - 3 x laptops
16	OA Solutions-Intel Pentium -SN PROO13772-050010
17	OA Solutions-Intel Pentium -SN PROO13772-050012
18	OA Solutions-Intel Pentium -SN PROO13772-049977
19	OA Solutions-Intel Pentium -SN PROO13772-050008

20	OA Solutions-Intel Pentium -SN PR 001372050010
21	OA Solutions-Intel Pentium -SN PROO13772-050013
22	OA Solutions-Intel Pentium
23	OA Solutions-Intel Pentium
24	OA Solutions-Intel Pentium
25	OA Solutions-HP 530 Notebooks-Anthea
26	OA Solutions-HP 530 Notebooks-Kenneth
27	OA Solutions-Projector
28	OA Solutions-HP 530 Notebook-Terry
29	MMS-Samsung box and LG screen
30	MMS-Samsung box and screen
31	OMNI AFRICA-SAMSUNG 17" MONITORS
32	OMNI AFRICA-SAMSUNG 17" MONITORS
33	OMNI AFRICA-SAMSUNG 17" MONITORS
34	OMNI AFRICA-SAMSUNG 17" MONITORS
35	OMNI AFRICA-SAMSUNG 17" MONITORS
36	OMNI AFRICA-SAMSUNG 17" MONITORS
37	OMNI AFRICA-SAMSUNG 17" MONITORS
38	1 x PC - Ex MMS
39	1 x PC - Ex MMS
40	1 x PC - Ex MMS
41	DATACENTRIX - HP NOTEBOOKS
42	DATACENTRIX - HP NOTEBOOKS
43	DATACENTRIX - HP NOTEBOOKS
44	DATACENTRIX - HP NOTEBOOKS
45	DATACENTRIX - HP COMPUTERS,SCREEN-MAPULA
46	DATACENTRIX - HP COMPUTERS,SCREEN-SELINA

47	DATACENTRIX - HP COMPUTERS,SCREEN-PHUMLA
48	4 x PC's - First Technologies - PM KZN - Durban Sales
49	Toshiba Satellite core i5 17,3 " - Mustek
50	Mustek - Mecer Xpression 17.3 Huron River NB -B Kriel
51	Mustek - Mecer Xpression 17.3 Huron River NB -T Munton
52	Mustek - Lenovo - T420's with Thinkpad Mini Dock Series 3-W Lindeque

Table 3

OFFICE EQUIPMENT (R30 000)	
Item No.	Description
1	Page Automation - Multi Function Copier
2	Page Automation - Production Printer
3	Comtech - PABX
4	Pro-active Home Security - Alarm System Offices
5	Nikon Digital Camera
6	HIRSCH'S - BLACK LG MICROWAVE
7	CHUBB ALARM SYSTEM-WITBANK
8	PALLET JACK - (PEZ) - EQ AGENCIES
9	PA SYSTEM WITH CD,HAND MICROPHONE(SOUNDCOM W/S)
10	VHF receiver module, condenser, extension speaker, stand
11	Redcom (NRD)-Telephone systems(16 handsets), 2 telephone adaptors, 3 com switch, wireless access point, 24 way patch panel, flyleads
12	Game-8 x airtech aircon units
13	APC International-2.5 ton Pallet jack
14	PFAFF-2.5 T Pallet Jack
15	PFAFF-2.5 T Pallet Jack
16	Whirlpool 370L metallic fridge
17	1 x Fridge - Ex MMS

18	1 x Pallet Jack - Ex MMS
19	1 x Fridge - Ex MMS
20	1 x Pallet Jack - Ex MMS
21	1 x Fridge - Ex MMS
22	ADENDORF MACHINERY -PALLET JACK
23	Comtech - PABX - Sales Office - Linbro
24	Managed Integrity Evaluation-Fingerprint Unit
25	Northern Security - Alarm System - Tzaneen
26	J&M Security - Alarm System - White River
27	ADT Security - Alarm System - Tzaneen

Table 4

MOTOR VEHICLES (R323 000)	
Item No.	Description
2	Pallet jack 2.5T 1150x685-Pfaff
3	GOSCOR-PALLET TRUCK
4	UNO SYSTEMS CC-PALLET TRUCK
5	HYUNDAI BAKKIE 2.6iD-CA 701 591
6	TOYOTA HILUX 2.4 D-CA 710 153
8	FORKLIFT
9	TRAILER (CTB 807 EC)
10	PALLET TRUCK
11	Dendorf Machinery
12	Dendorf Machinery
13	Forklift Exchange CC
14	HYUNDAI-SNJ 996 GP
15	HYUNDAI-SNJ 992 GP

16	TOYOTA QUANTUM-SMT696GP
17	PALLET TRUCK CENTRE-RECON
18	PALLET TRUCK CENTRE-RECON
19	1 x PALLET TRUCK -EQ LIFT 0947681
20	Enigma Graphix - Vehicle Branding
27	Hyundai H100 Wesbank - VHY408GP - Dbn
28	Hyundai H100 Wesbank - VHY403GP - Dbn
35	Hyundai H100 Wesbank - VXG939GP - Vaal
36	Hyundai H100 Wesbank - WKD154GP - Nrd
37	Hyundai H100 Wesbank - WKD100GP - Nrd
38	Hyundai H100 Wesbank - WKD172GP - Kok
39	Hyundai H100 Wesbank - WKD095GP - Nrd
43	Hyundai H100 Wesbank - XMN370GP - Blm
44	Hyundai H100 Wesbank - XMN359GP - Blm
45	Hyundai H100 Wesbank - XMN228GP - Blm
46	Hyundai H100 Wesbank - XMN235GP - Blm
47	Hyundai H100 Wesbank - XMN185GP - Blm
48	Hyundai H100 Wesbank - VDT808GP - Wit
49	Hyundai H100 Wesbank - VDT802GP - Pez
50	Hyundai H100 Wesbank - VDT807GP - Wit
51	Wesbank - VDT800GP - Pez
52	Hyundai H100 Wesbank - WKD188GP - Nrd
53	Hyundai H100 Wesbank - WKD113GP - Pie
54	Hyundai H100 Wesbank - XLS091GP - Dbn
55	Hyundai H100 Wesbank - XMN178GP - Wel
56	Hyundai H100 Wesbank - XMN195GP - Wrv
57	Hyundai H100 Wesbank - XMN174GP - Wei

58	Hyundai H100 Wesbank - XMN221GP - Blm
59	Hyundai H100 Wesbank - WKD075GP - Mak

Table 5

PLANT & MACHINERY (R12 000)	
Item No.	Description
1	Cura Design CC - 25 X Handwork Tables
2	Richter Scale - JCE Digital Counting Scale - 10 X 30kg
3	Kard Conveyor Systems - Wheels on Handwork Tables x 25
6	Future Packaging - Scale
8	Future Packaging - Scale
9	Matrix - Racking (Workshop)
10	Matrix - Tools
12	Future Packaging - Scale
14	Perfect Machine Services
15	Future Packaging - Scale
18	Ehrenberg Engineering - Bins x 2
24	Matrix - Air Assisted Vibration Table & Motor
25	Matrix Engineering - Tools - Electrition Alrode
26	HG Moelenaar - Periphery Equipment
27	Xtreme Trackers - Tracking units

Table 6

FURNITURE AND FITTINGS	
Item No.	Description
1	Waltons - 2 x Notice Boards
2	SA Wire - 2 x Wire Lockers
3	Matrix - Lockers & Racking
4	Designer Team - Office Furniture
5	Servest - Grease Mattes
6	Spring Green - Washroom Products
7	Designer Team - Coffee Table
8	3 x small grey tables (ex 205)
9	5 x chairs (ex 205)
10	2 x steel cabinets (ex 205)
11	5 x office tables (ex 205)
12	1 x Wood filling cabinet (ex 205)
13	4 x blue chairs (ex 205)
14	2 x managers chairs (ex 205)
15	2 x standing fans (ex 205)
16	1 x filling cabinet (ex 205)
17	venetian blinds (ex 205)
18	Has Been-3 DESKS
19	Has Been-4 Steel 2 Door Cupboards
20	Has Been-2 Chairs
21	7 x Credenza Sliding Door- R 550.00each
22	1 x RDC Credenza
23	8 x Black Set Desks Panels - R 340.37each

24	12 x oak 4 way cluster desks high pedestal-Has Been Office Furniture
25	8 x oak 2 way cluster desks high pedestal-Has Been Office Furniture
26	16 x desk mounted screens
27	1 x medium high black chair - Highpoint trading 500 cc
28	1 x conference table b/cherry 2.7 x 1.4 - Highpoint trading 500 cc
29	10 x medium high black chair - Highpoint trading 500 cc
30	1800 table top-Highpoint trading
31	2 x Office Desk
32	2 x Office Chairs
33	1 x 1.8m Oak Stationery Cabinet
34	1 x Oak Filing Cabinet
35	4 x Office Chairs
36	1 x High Back Chairs
37	1 x Prog. Operator Chair
38	1 x Sofa
39	2 x Notice Boards
40	1 x Fan
41	Vertical Blinds
42	Small Trolley
43	2 x Paper Tray
44	2 x Office Chairs
45	1 x Prog. Operator Chair
46	1 x Sofa
47	1 x 4 Drawer Cabinet
48	Aspen Stat. Cupboard
49	2 Bars Electric Heater
50	Oak Melamine Desk

51	1 x 3xOak Drawer Pedestal
52	1 x Safe
53	Kitchen Cupboard
54	1 x Sofa
55	Electric Heater
56	1 x Refrigerator
57	Microwave
58	Kettle
59	Stationery Cabinet
60	1 x Prog. Operator Chair
61	1 x Office Chair
62	1 x Sofa
63	1 x Office Desk
64	Electric Heater
65	1 x Oak Melamine Desk
66	Cooler Box
67	5 x Office Chairs
68	1 x Vacuum Cleaner
69	Electrolux Vacuum Cleaner
70	Filing Cabinet
71	3 x plastic tables
72	Sofa
73	1 x Office Chairs
74	Office Desk
75	Prog. Operator Chair
76	Stationery Cabinet
77	3 Drawer Cabinet

78	4 Drawer Cabinet
79	Fan
80	17 x Chairs
81	Has been-Oak Credenza
82	Has been-Oak 2 Door Credenza
83	MAKRO - carpets
84	2 x divisional sofas - ex Lewis
85	5 x Chrome barstools
86	2 x split lounge armchairs
87	6 x visitors chairs brown
88	20 x cream chairs
89	2 x Tables - Ex MMS
90	4 x Chairs - Ex MMS
91	5 x Tables - Ex MMS
92	7 x Chairs - Ex MMS
93	3 x Cabinets - Ex MMS
94	2 x Tables - Ex MMS
95	4 x Chairs - Ex MMS
96	Waltons - 1 x Optiplan Cabinet-HR

Table 7

MOTOR VEHICLES	
Item No.	Description
1	Toyota Hilux D-4D - CJ 2076
7	MAZDA RUSTLER-MLV 549 GP (CA838 495)
21	Corsa Utility 1.4i P/U S/C Wesbank - VDL570GP — Mak
22	Corsa Utility 1.4i P/U S/C Wesbank - VDL564GP — Kok

23	Corsa Utility 1.4i P/U S/C Wesbank - VDL567GP — Pie
24	Corsa Utility 1.4i P/U S/C Wesbank - VDL571 GP — Pta
25	Corsa Utility 1.4i P/U S/C Wesbank - VDL566GP — Pta
26	Corsa Utility 1.4i P/U S/C Wesbank - VDL574GP — Pez
29	Corsa Utility 1.4i P/U S/C Wesbank - VHZ964GP — Dbn
30	Corsa Utility 1.4i P/U S/C Wesbank - VHZ950GP — Dbn
31	Corsa Utility 1.4i P/U S/C Wesbank - VHZ391GP — Dbn
32	Corsa Utility 1.4i P/U S/C Wesbank - VJX281 GP — Mba
33	Corsa Utility 1.41 P/U S/C Wesbank - VWC680GP — Pie
34	Corsa Utility 1.4i P/U S/C Wesbank - VWC660GP — Tza
40	Corsa Utility 1.4i P/U S/C Wesbank - WJT796GP — Vaal
41	Corsa Utility 1.4i P/U S/C Wesbank - WJX804GP — Wit
42	Corsa Utility 1.4i P/U S/C Wesbank - WKG522GP — Nrd

Table 8

PLANT AND MACHINERY	
Item No.	Description
19	Lodestar - 1 x Forklifts
20	Lodestar - 1 x Forklifts Batteries
28	7 x 20ft Containers - Alicop Trading CC
29	3 x 40ft Containers - Alicop Trading CC