



**competitiontribunal**  
SOUTH AFRICA

## COMPETITION TRIBUNAL REPUBLIC OF SOUTH AFRICA

**Case No: CO060Jun24**

In the matter between:

The Competition Commission of South Africa

**Applicant**

And

Global Roofing Solutions

**Respondent**

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|             |   |
|-------------|---|
| Panel:      | L Mncube (Presiding Member)<br>I Valodia (Tribunal Member)<br>G Budlender (Tribunal Member) |
| Heard on:   | 26 July 2024  |
| Decided on: | 26 July 2024  |

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### CONSENT AGREEMENT

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The Tribunal hereby confirms the consent agreement concluded between the Competition Commission And Global Roofing Solutions annexed hereto.

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**Presiding Member**  
**Prof. Liberty Mncube**

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**26 July 2024**  
**Date**

**Concurring: Prof. Imraan Valodia and Adv. Geoff Budlender SC**

**RECEIVED**

By Themba Chauke at 10:47 am, Jun 26, 2024

**IN THE COMPETITION TRIBUNAL OF SOUTH AFRICA**

**CC CASE NO: 2019DEC0034**

**CT CASE NO:**

**In the matter between:**

**THE COMPETITION COMMISSION**

**Applicant**

**and**

**GLOBAL ROOFING SOLUTIONS**

**Respondent**

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**SETTLEMENT AGREEMENT BETWEEN THE COMPETITION COMMISSION AND  
GLOBAL ROOFING SOLUTIONS IN RESPECT OF AN ALLEGED  
CONTRAVENTION OF SECTIONS 8(1)(d)(i) AND/OR 8(1)(c) OF THE  
COMPETITION ACT, NO. 89 OF 1998 AS AMENDED**

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**PREAMBLE**

The Competition Commission ("Commission") and Global Roofing Solutions (GRS) hereby agree that an application be made to the Competition Tribunal ("Tribunal") for the confirmation of this Settlement Agreement as an order of the Tribunal in terms of section 27(1)(d) read with section 58(1)(b) of the Competition Act No.89 of 1998, as amended, ("the Act") in respect of the alleged contravention of section 8(1)(d)(i) and/or section 8(1)(c) of the Act.



## 1. DEFINITIONS

For purposes of this Settlement Agreement the following definitions shall apply, and cognate expressions bear corresponding meanings-

- 1.1. **"Act"** means the Competition Act, 1998 (Act No.89 of 1998), as amended;
- 1.2. **"Agreement"** means this agreement duly signed and concluded between the Commission and Global Roofing Solutions that will be referred to the Tribunal for confirmation as a consent order;
- 1.3. **"Commission"** means the Competition Commission of South Africa, a statutory body established in terms of section 19 of the Act, with its principal place of business at 1st Floor, Mulayo Building (Block C), the DTI campus, 77 Meintjies Street, Sunnyside, Pretoria, Gauteng;
- 1.4. **"Commissioner"** means the Competition Commissioner of South Africa, appointed in terms of section 22 of the Act;
- 1.5. **"Complaint"** means the complaint lodged by Metal Roof Innovations Ltd trading as S-5! in terms of section 49B(2)(b) of the Act on 12 December 2019 under case number 2019Dec0034;



- 1.6. **"Confirmation Date"** means the date upon which the Tribunal confirms this Agreement as a consent order in terms of section 49D, read with section 58(1)(b) of the Act;
- 1.7. **"Days"** means any business day being a day which is not a Saturday, Sunday or an official holiday in South Africa;
- 1.8. **"Global Roofing Solutions"** refers to Global Roofing Solutions ("GRS"), the Respondent in this matter, a manufacturer of steel roofing and roofing accessories. The Respondent's principal place of business is located at Corner Barlow & Quality, Isando, Johannesburg, 1600;
- 1.9. **"Metal Roof Innovations"** refers to Metal Roof Innovations Ltd trading as S-5! ("Metal Roof Innovations"), the Complainant in this matter, a manufacturer and supplier of standing seam and concealed fix steel roofing ancillary mounting attachments. The Complainant's principal place of business is in the United States of America at 8655 Table Butte Road, Colorado Springs, Colorado 80908;
- 1.10. **"Parties"** means the Commission and GRS collectively;
- 1.11. **"Settlement Agreement"** means this agreement duly signed and concluded between the Commission and GRS; and



1.12. "Tribunal" means the Competition Tribunal of South Africa, a statutory body established in terms of section 26 of the Act with its principal place of business at 1<sup>st</sup> Floor, Mulayo Building (Block C), the DTI Campus, 77 Meintjies Street, Sunnyside, Pretoria, Gauteng.

## 2. COMPETITION COMMISSION INVESTIGATION

2.1. On 12 December 2019, the Commission received a complaint from Metal Roof Innovations who alleged that GRS, (i) is a dominant firm in the market for the supply of standing seam and concealed fix roofing products, and (ii) has contravened section 8(1)(d)(i) and/or section 8(1)(c) of the Act, in that:

2.1.1. GRS supplies concealed fix and standing seam roofing to consumers in South Africa with a warranty which covers the customer in the event of the roof perforating or the paint fading. This warranty is provided on condition that GRS' solar panel mounting clamps (any roofing attachments) are used when installing solar panels;

2.1.2. As a result of GRS' warranty conditions, Metal Roof Innovations is excluded from supplying mounting clamps to customers who use GRS' concealed fix and standing seam roofing products; and

2.1.3. The warranty guarantees the customers over a period of 15 years and GRS' conduct is ongoing.

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- 2.2. The Commission investigated Metal Roof Innovation's complaint as a potential contravention of section 8(1)(d)(i) and/or section 8(1)(c) of the Act. However, the Commission has not made a finding that GRS is a dominant firm in the market for the supply of standing seam and concealed fix roofing products or that it has contravened section 8(1)(d)(i) and/or section 8(1)(c) of the Act.
- 2.3. The Commission found that suppliers of solar mounting clamps had in some instances been unable to supply their own clamps to projects to which GRS had supplied standing seam and/or concealed fix roofing products, because customers preferred GRS clamps to ensure that the warranty given by GRS in respect of its products would not be negatively impacted.
- 2.4. The Commission found that a number of suppliers had tried to have their clamps pre-approved by GRS for use on GRS products. GRS also submitted a number of test reports from a number of suppliers requesting pre-approval. GRS indicated that they could not pre-approve the use of such clamps because the clamps were of poor quality and could not attain the 180kg upwind force technical requirement.
- 2.5. The Commission also found that it was not GRS' intention to manufacture and sell the solar Photovoltaic (PV) mounting bracket exclusively. GRS' business focus is not solar PV mounting components and they were, in the past, willing to test, co-develop and approve some third party developed brackets.

P 16

2.6. Furthermore, the Commission's investigation found that GRS should allow for the use of third-party solar clamps if the clamp complies with GRS' prescribed technical compatibility requirements.

2.7. GRS denies that it:

2.7.1. at any time, imposed warranty conditions to the effect that the use of third-party clamps on its standing seam and concealed fix roofing products would invalidate any warranty given on such products; or

2.7.2. is a dominant firm in the market for the supply of standing seam and concealed fix roofing products or solar clamps; or

2.7.3. has contravened section 8(1)(d)(i) and/or section 8(1)(c) of the Act.

2.8. Nevertheless, in order to promote competition and the availability of materials for use in the production and installation of solar panels, GRS is willing to cooperate with the Commission in resolving the concerns raised by the Complainant. The Commission therefore invited GRS to settle the complaint by agreeing on appropriate terms.

2.9. In accordance with the provisions of section 49D of the Act, the Commission and GRS have, during the Commission's investigation, agreed to the terms of an appropriate order as set out in clause 3 below, which the Tribunal may, without hearing any evidence, confirm as a consent order in terms of section 58(1)(b) of the Act.

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### **3. SETTLEMENT**

- 3.1. GRS undertakes, with effect from the Confirmation Date, not to stipulate any warranty conditions in respect of its current and future standing seam and concealed fix roofing products, to the effect that any such warranty shall be invalidated merely by virtue of the installation of solar clamps manufactured by third parties to GRS' products.
- 3.2. Nothing in clause 3.1 shall be interpreted to limit GRS' right to reject or exclude any warranty claim arising from any deterioration or failure of any standing seam and/or concealed fix roofing products supplied by GRS, can be shown to have been caused by the use of third-party solar clamps which do not comply with the technical design and material specifications, or with the installation methods and standards, applied by GRS in respect of solar clamps manufactured by GRS. The technical design and material specifications together with the installation methods and standards applied by GRS at the Confirmation Date are attached hereto as Annexure A.
- 3.3. GRS undertakes to ensure that its published technical specifications and installation methodology will be determined from time to time with reference to best industry practice and sound technical and engineering standards.

### **4. NO ADMISSION AND NO ADMINISTRATIVE PENALTY**

- 4.1. Nothing in this Settlement Agreement amounts to or should be construed as an admission of any facts, conduct, liability or wrongdoing on the part of GRS





specifically the allegations that GRS contravened sections 8(1)(d)(i) and/or 8(1)(c) of the Act.

4.2. GRS will not be required to pay an administrative penalty in terms of this Settlement Agreement.

## **5. VARIATION**

5.1. GRS shall be entitled to bring an application to the Tribunal for variation, waiver or relaxation of this Settlement Agreement upon an unforeseeable change in market circumstances that imposes an undue economic hardship on GRS.

5.2. The Commission shall have the right to oppose such an application for variation of this Settlement Agreement.

## **6. FULL AND FINAL SETTLEMENT**

6.1. This Settlement Agreement, upon confirmation as an order by the Tribunal, is entered into in full and final settlement and concludes all proceedings between the Commission and GRS relating to the complaint lodged by Metal Roof Innovations under case number 2019DEC0034.

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## **7. REPORTING AND MONITORING**

**7.1. GRS shall submit an annual compliance report in writing to the Commission on or before each of the first four anniversaries of the Confirmation Date.**

**7.2. The compliance report referred to in clause 7.1. above must contain, *inter alia*, the following information and/or documents in respect of the year under review:**

**7.2.1. Whether GRS has amended the technical specifications or installation methodology applied or prescribed in respect of the solar clamps manufactured by GRS, and if so, GRS shall attach to the compliance report a copy of its technical specifications and methodology in respect of its own solar clamps;**

**7.2.2. Whether GRS has amended the warranty terms issued to customers in respect of the standing seam and concealed fix roofing products supplied by GRS, and if so, GRS shall attach to the compliance report a copy of each differing version of its warranty terms issued during the year under review; and**

**7.2.3. The name and contact details of each of its customers who submitted a warranty claim in respect of standing seam and/or concealed fix roofing products supplied to them by GRS, and the outcome of each such claim.**



7.3. The compliance report referred to in clause 7.1 and 7.2 above must be submitted to the following email address with the following reference number: [ccsa@compcom.co.za](mailto:ccsa@compcom.co.za) (Ref: CC - 2019DEC0034)

## **8. UNDERTAKING**

8.1. GRS undertakes to implement the terms of this settlement agreement with effect from the Confirmation Date.

8.2. As soon as practicable after the Confirmation date, GRS undertakes to:

8.2.1. place the settlement terms, outlined above in clause 3, on its website; and

8.2.2. write to all its current customers informing them of the settlement terms set out in this Settlement Agreement.

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**FOR GLOBAL ROOFING SOLUTIONS**

Dated and signed at Isob on the 4<sup>th</sup> day of June 2024.

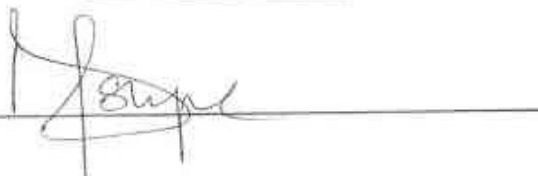
Signature: 

Full Name: Geert Dierksen

Capacity: CHIEF EXECUTIVE OFFICER

**FOR THE COMPETITION COMMISSION:**

Dated and signed at Pretoria on the 21<sup>st</sup> day of June 2024.

Signature: 

Full Name: **Doris Tshepe**

Capacity: **COMMISSIONER**

**Criteria Required For The Installation Of Solar Photovoltaic Module Arrays Onto Structural Metal Roofing Manufactured or Distributed by GRS**

**1. DEFINITIONS**

- 1.1 "End-Customer" means any party or its agent which purchases Roofing Attachments or is responsible for the selection of Roofing Attachments to be used on Metal Roofing Profiles;
- 1.2 "EPC" means an Engineering, Procurement and Construction Contractor which is responsible for the ordering and/or installation of Roofing Attachments used for the installation or affixing of Mounted Gear onto Metal Roofing Profiles;
- 1.3 "GRS" means Global Roofing Solutions Proprietary Limited or any of its subsidiaries;
- 1.4 "Metal Roofing Profiles" means any roof, including standing seam and concealed fix sheeting and pierced fix or exposed fix sheeting, manufactured or distributed by GRS;
- 1.5 "Mounted Gear" means solar photovoltaic module arrays;
- 1.6 "Roofing Attachment/s" means standing seam and concealed-fix metal roofing attachments, including brackets and clamps, which are designed to be affixed onto Metal Roofing Profiles for the purposes of mounting Mounted Gear and which are not manufactured or distributed by GRS.

**2. WARRANTY CONFIRMATION**

- 2.1 GRS shall not void any warranty given by it to an End-Customer or EPC in relation to the use by such End-Customer or EPC of any Roofing Attachments on any Metal Roofing Profiles if such End-Customer or EPC:
- demonstrates compliance with the criteria set out in this document; and
  - ensures that the supplier or manufacturer of such Roofing Attachment has South African recognised compliance codes/accreditation documents or certifications which reflect adherence with the criteria set out in this document.

**3. ENVIRONMENTAL LOAD CONSIDERATIONS**

- 3.1 Roofing Attachments installed or to be installed on a Metal Roofing Profile are required to be able to adequately withstand environmental conditions such as wind in order for the relevant Mounted Gear to remain safely affixed onto the Metal Roofing Profiles on which it is installed and in accordance with the requirements of such Metal Roof Profile.

**4. ATTACHMENT FREQUENCY CRITERIA**

- 4.1 Roofing Attachments installed or to be installed on a Metal Roofing Profile are required to be able to adequately resist environmental forces, have an adequate holding strength and ensure an adequate distribution of loads in accordance with the requirements of such Metal Roofing Profile.

**5. PRODUCT COMPATIBILITY/MATERIAL TRACEABILITY**

- 5.1 Roofing Attachments installed or to be installed on a Metal Roofing Profile are required to have a demonstrable equivalent service life comparative to the Metal Roofing Profile itself and the Mounted Gear.
- 5.2 Clamps used for standing seam and concealed fix roofing in particular should be non-penetrative to ensure the Metal Roofing Profile's integrity.

- 5.3 Brackets used for exposed fix or pierced fix roofing in particular can permit penetrative attachments so long as it is consistent with the life expectancy of such a roof type and which includes appropriate waterproofing sealants or gaskets which also have an equivalent life expectancy to such a roof.

6. **RELIABLE ATTACHMENT LOAD TESTING**

- 6.1 Roofing Attachments installed or to be installed on a Metal Roofing Profile are required to show tensile load testing of the attachment as appropriate for a the Metal Roofing Profile. In particular, this is to be performed by a certified third-party laboratory operating in South Africa.

- 6.2 The tensile load testing must:

- take into account the deflection of the Metal Roofing Profile under wind loading between purlins to which the attachment is fixed;
- be done in accordance with clauses B1 to B3 and B6 of SANS 10237:2023 (the South African National Standard for the design, testing and installation of self-supporting metal cladding);
- include the testing of the holding capacity of the clamp:
  - in the centre between purlins spaced at the maximum purlin centres published by the relevant sheeting supplier of the Metal Roof Profile to be used; and
  - 50mm away from the purlin to determine whether the solar clamp has a negative affect on the concealed fix fixing method.



GRS PV Clamps

# GRS PV Clamps

☛ Klip-Tite

☛ Klip-Lok

☛ Brownbuilt

☛ Zip-Tek

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GRS PV Clamps

GRS PV Clamps 03/22

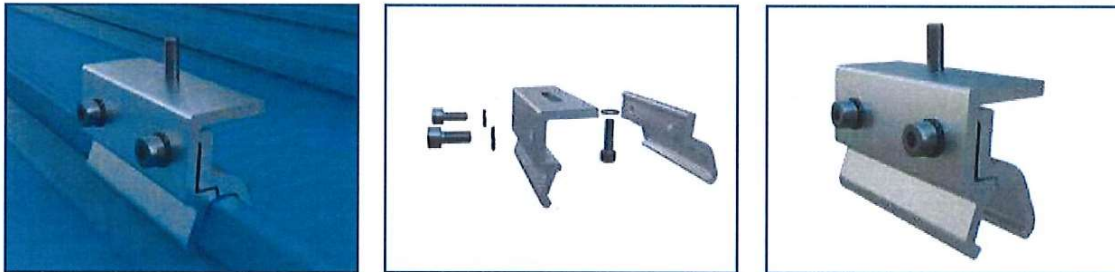




## Solar Clamp for Klip-Tite and Klip-Lok: GRS KT-PV Clamp™

A 75mm structural clamping component, manufactured from aluminium, suited to fit the GRS Klip-Tite and Klip-Lok profiles. The clamp will include hardware manufactured from stainless steel; this includes two clamping bolts and one adaptor bolt, all to be M8 Stainless steel socket cap screws. The KT-PV Clamp™ has a non-abrasive clamping action and is compatible with most common coated roofing materials, except copper. It is available in three assembly options (M8 stud, M8 threaded hole or M8 slotted hole along the length of the clamp) to suit various rail-mounted PV systems.

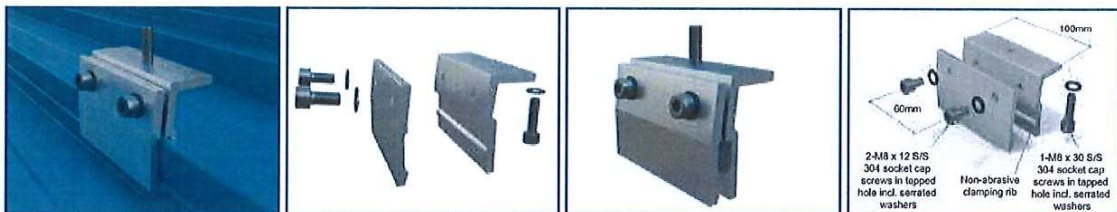
The bracket must only be fitted to the center ribs of sheets and not at the side lap of the sheets. The bracket must not be fitted directly over the sheeting clips (at purlin) but a minimum of 100mm away. If the bracket is directly over the sheeting's fixing clip, it will interfere with the thermal expansion action between the sheeting's clip and the sheet. The M8 cap screws are to be torqued to 15Nm.



## Solar Clamp for Brownbuilt: GRS BB-PV Clamp™

A 100mm structural clamping component, manufactured from aluminium, suited to fit GRS Brownbuilt profile. The clamp will include hardware manufactured from stainless steel; this includes two clamping bolts and one adaptor bolt, all to be M8 stainless steel socket cap screws. The BB-PV Clamp™ has a non-abrasive clamping action and is compatible with most common coated roofing materials, except copper. It is available in three assembly options to suit various rail-mounted PV systems. The mounting system allows for ease of installation and a sufficient air gap for PV Panels.

The BB-PV clamps should be installed only on the side lap ribs. No clamps must be installed on centre ribs. The bracket must not be fitted directly over the sheeting clips (at purlin) but a minimum of 100mm away. If the bracket is directly over the sheeting's fixing clip, it will interfere with the thermal expansion action between the sheeting's clip and the sheet. The M8 cap screws are to be torqued to 15Nm.





## Solar Clamp for Zip-Tek: GRS ZT-PV Clamp™

A 100mm structural clamping component, manufactured from aluminium, suited to fit GRS Zip-Tek profile. The clamp will include hardware manufactured from stainless steel; this includes two clamping screws M6 stainless steel socket cap screws with spring washer and nut. The ZT-PV Clamp™ has a non-abrasive clamping action and is compatible with most common coated roofing materials, except copper. It is supplied with one M8 slotted hole for fixing of PV system.

The ZT-PV clamps must not be fitted directly over the sheet's fixing halter (at purlin) but a minimum of 100mm away. If the bracket is directly over the sheeting's fixing halter this will interfere with the thermal expansion action between the sheeting's halter and the sheet.



**NOTE: Acceptability of drainage from an upper to lower surface should be taken into account when components like PV panels are attached to sheeting to ensure that the sheeting is not compromised**

| Upper surface \ Lower surface | Galv       | Galv +paint | Al/Zn | Al/Zn+ paint | Al  | Stainless steel | Copper | Lead | Fiber cement & Cement Tiles | Slate & Glazed tiles | Glass & Plastic |
|-------------------------------|------------|-------------|-------|--------------|-----|-----------------|--------|------|-----------------------------|----------------------|-----------------|
|                               | Galvanized | Yes         | No    | No           | No  | No              | No     | No   | Yes                         | Yes                  | No              |
| Galv+paint                    | Yes        | Yes         | Yes   | Yes          | Yes | No              | No     | Yes  | Yes                         | Yes                  | Yes             |
| Al/Zn                         | Yes        | Yes         | Yes   | Yes          | Yes | Yes             | No     | No   | Yes                         | Yes                  | Yes             |
| Al/Zn + paint                 | Yes        | Yes         | Yes   | Yes          | Yes | Yes             | No     | No   | Yes                         | Yes                  | Yes             |
| Aluminium                     | Yes        | Yes         | Yes   | Yes          | Yes | Yes             | No     | No   | Yes                         | Yes                  | Yes             |
| Stainless steel               | Yes        | Yes         | Yes   | Yes          | Yes | Yes             | Yes    | Yes  | Yes                         | Yes                  | Yes             |

Al/Zn=Aluminium/zinc





Please visit our website or contact GRS for standard flashing details

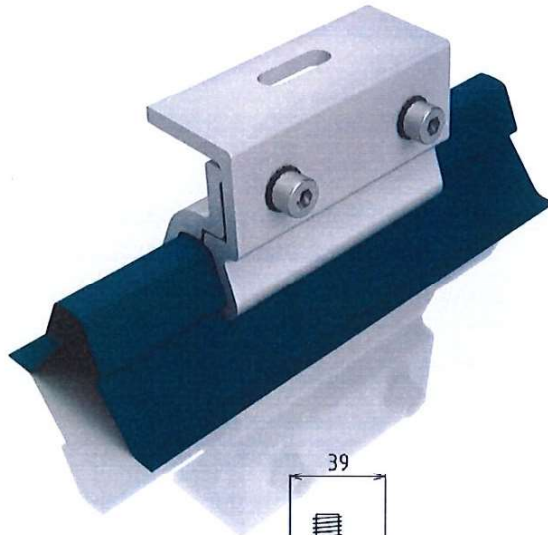
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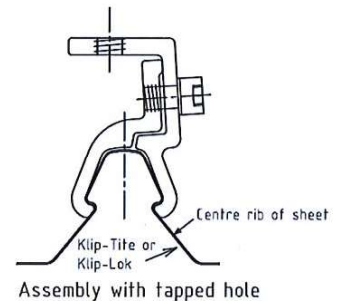
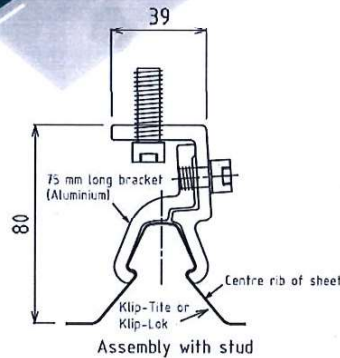
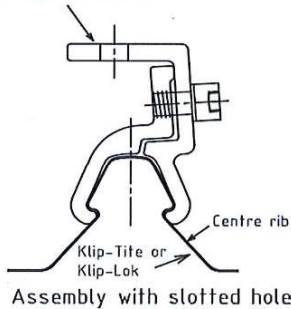
@GRSRoofs e.&o.e



# Data Sheet: Solar Clamp Klip-Tite & Klip-Lok (KT-PV Clamp)



1 - 9 dia. x 20 lg. slotted hole



|                | Slotted | Studded | Threaded |
|----------------|---------|---------|----------|
| Unit weight:   | 224gram | 242gram | 224gram  |
| Length:        | 75mm    | 75mm    | 75mm     |
| Fixing torque: | 15Nm    | 15Nm    | 15Nm     |

## Material:

|                           |                                  |
|---------------------------|----------------------------------|
| Structural clamping body: | Extruded aluminium alloy 6005 T6 |
| M8 socket cap screws:     | Stainless steel 304              |
| Washers:                  | Stainless steel 304              |

## Use

For fixing components to the narrow rib of Klip-Tite, Klip-Lok 700 and Klip-Lok 406. Typically used for fixing photovoltaic panels, walkways, fall restraint base plates (not fall arrest) and other components without affecting the integrity of the sheeting produced by GRS.

## Fixing method

The clamp must only be fitted to the centre rib of sheets and not at the side lap of the sheets. The clamp must not be fitted directly over the sheeting clips (at purlin) but a minimum of 100mm away.

## Galvanic corrosion

The KT-PV clamp has a non-abrasive clamping action and is compatible with most common coated roofing materials, except copper. When used on galvanized sheeting in aggressive environments, additional insulation needs to be provided by applying bituminous paint to the clamp's inside surface.