



Institution/Organization Name:	Competition Authority of Kenya
Affiliations; Ministry / Department/ County/Parent Company:	National Treasury & Planning
Economic Sector Alignment:	Macroeconomic Mandate
Big 4 Alignment:	Manufacturing, Affordable Housing, Universal Healthcare, Food Security.
Accounting Officer:	Wang'ombe Kariuki, MBS.
Period: FY	2021/2022
Process Documentation	
Service Name	Merger Applications Requiring Full Analysis.
Brief Description Document Purpose/Service	<p>This process entails analyzing mergers which require full notification, meaning notifications. This applies applications where the parties' combined annual turnover or assets (whichever is higher) is above Ksh.1 billion and that of the target undertaking is above Ksh.500 million. This is provided for in the Merger Threshold Guidelines under the Competition General Rules 2019.</p> <p>Upon analyzing the merger notification, the Competition Authority of Kenya commits to issuing a determination approving the merger conditionally, unconditionally or declining it within the statutory timelines of 60 days after receipt of relevant and complete information.</p>

Document Control: Change Record/ Version Number		Issue No: 1	
Process Owner: Name and Position		Francis W. Kariuki, MBS Director-General	
Process Writer (s); Name and Position		Raphael Mburu Manager Mergers and Acquisitions	
Process Reviewer (s) Name and Position		Boniface Makongo Director, Competition & Consumer Protection.	
STEPS/FLOW/SEQUENCE			
Step	Event/Activity/Action	Time/ Days	No. Of Actor
1.	<p>INPUTS:</p> <ul style="list-style-type: none"> • Duly filled and stamped /sealed Merger Notification Form; • Audited Financial Statements for the preceding 3 years; • Signed copy of sale/purchase agreement; • Board resolutions approving the transaction; • Duly filled Confidentiality Claim Form; and • Evidence of payment of merger filing fees. 	N/A	Merging Parties/Legal Representatives

	<p>Costs: Combined annual turnover or assets (whichever is higher)</p> <ul style="list-style-type: none"> • 500 million to 1B - (excluded) no filing fees; • Over 1B to 10B = KES 1M; • Over 10B to 50B = KES 2M; and Over 50B = KES 4M <p>OUTPUT:</p> <ul style="list-style-type: none"> • Board Determination • Letter Granting Confidentiality • Merger Report • Meeting Minutes 		
Preliminary review	5 days	Analyst	
Grant of confidentiality	10 days	Manager - Mergers and Acquisitions.	
Preparation and Review of a Merger Report and Management Paper	30 days	Manager - Mergers & Acquisitions Director - Competition and Consumer Protection	
Board Review of the proposed merger	15 days	Director General	
Issuance of the Determination to the Parties	1 Day	Manager Mergers & Acquisitions.	

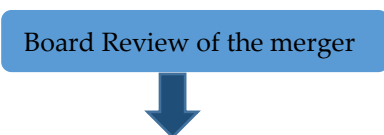
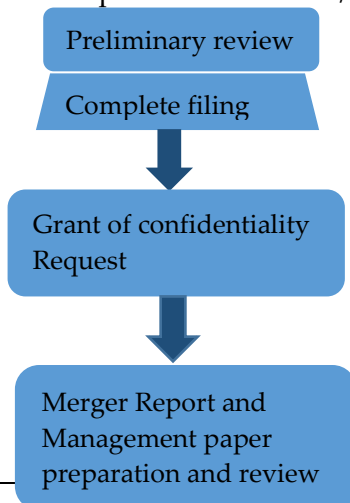
		Manager Legal and Corporation Secretary
		Director Competition and Consumer Protection
		Director-General
Publishing of the Determination in the Kenya Gazette	N/A	Government Printer

EXCEPTIONS TO THE NORMAL FLOWS

Title	No.	Description	Time	Actor
Stakeholders' failure to submit Full Information Regarding the Proposed Merger	1	Review put on hold until the requested additional information is submitted by the parties authorized persons/legal representatives.	N/A	Manager, Mergers & Acquisitions Director, Competition and Consumer Protection
Submission of an application of a proposed transaction which is deemed to be a Non-Mergers	2	During preliminary review the transaction is determined as a Non-Merger.	2 days	Manager, Mergers & Acquisitions Director, Competition and Consumer Protection

Process Maps/Visuals

Business process flowcharts/ swim lanes/screen shots





Process Documentation	
Service Name	Analyzing Merger Applications Excluded from Full Notification
Brief Description Document Purpose/Service	This process entails analyzing mergers that are excluded from full notification. i.e. proposed transactions where the parties' combined annual turnover or assets (whichever is higher) is between Ksh. 500 Million and Ksh. 1 Million. Upon analysis of the application, the Authority commits to



	issuing a determination within 14 days of receiving all the relevant information.		
Document Control: Change Record/ Version Number	Issue No: 1		
Process Owner: Name and Position	Wang'ombe Kariuki, MBS Director-General		
Process Writer (s); Name and Position	Raphael Mburu Manager, Mergers & Acquisitions		
Process Reviewer (s) Name and Position	Boniface Makongo Director, Competition Consumer Protection		
STEPS/FLOW/SEQUENCE			
Step	Event/Activity/Action	Time/ Days	No. Of Actor
2.	<p>INPUTS:</p> <ul style="list-style-type: none"> • Duly filled Schedule I and IV of the Merger Notification Form; • Audited Financial Statements for the preceding three (3) years; • Signed copy of sale/purchase agreement; • Board resolutions approving the transaction; and • Duly filled confidentiality claim form. <p>OUTPUTS:</p>	N/A	Merging Parties/Legal Representatives



	Approved Confidentiality Claim Form		
	Exclusion Report		
	Preliminary review	5 days	Analyst
	Grant of confidentiality	10 days	Manager, Mergers & Acquisitions Director Competition and Consumer Protection
	Preparation and Review of an Exclusion Report	10 Days	Manager Mergers & Acquisitions Director, Competition and Consumer Protection
	Issuance of Exclusion Determination to the Filing Parties	1 Day	Manager Mergers & Acquisitions Director, Competition and Consumer Protection Director-General

(Add rows as necessary)

EXCEPTIONS TO THE NORMAL FLOWS

Title	No.	Description	Time	Actor
Stakeholders' failure to submit Full Information Regarding the Proposed Merger	1	Review put on hold until the requested additional information is submitted by the parties authorized persons/legal representatives.	N/A	Manager Mergers & Acquisitions Director, Competition and Consumer Protection
Submission of an application of a proposed transaction which	2	During preliminary review the transaction is	2 days	Manager Mergers & Acquisitions

is deemed to be a Non-Mergers		determined as a Non-Merger.		Director, Competition and Consumer Protection
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Process Maps/Visuals

Business process flowcharts/ swim lanes/screen shots

