CAK Annual Report FY 2024/25 - Competition Law Highlights

Client briefing | Antitrust and Merger Control
Kenya | CAK Annual Report Highlights 2024/25
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At the end of August, 2026 the Competition Authority of Kenya (CAK) published its Annual Report and Financial Statements for the financial year ended 30 June 2025. The report confirms that the CAK remained heavily engaged in merger control over the period. It also pursued a substantial restrictive trade practices caseload and a small but closely watched set of exemption applications from industry bodies.

Merger control

The 128 merger-related applications received in FY 2024/25 spanned manufacturing, real estate, financial and insurance services, energy, distribution, and ICT. Manufacturing, distribution, and finance and insurance together made up 52.9% of all filings. Manufacturing alone accounted for 23.5% of notifications, down from 34% the previous year. Of the total caseload, 30 transactions met the thresholds for a full, comprehensive review. Nineteen fell outside Part IV of the Act (typically because combined turnover or asset values fell below the relevant threshold). Forty-five were COMESA regional merger notifications. Six were determined not to be mergers at all. The remaining 28 were requests for an advisory opinion on notifiability.
Roughly 48% of all transactions had a cross-border dimension, reflecting Kenya's continued attractiveness as an entry point or expansion market for regional and international investors. The balance were purely domestic Kenyan transactions.

Mergers cleared

Of the 30 full mergers reviewed, 28 were ultimately approved. One – the proposed acquisition of Bamburi Cement PLC by Savannah Clinker Limited – was withdrawn by the parties. The acquisition of Regis Runda Academy by Makini School Limited remained under review at year-end.

Manufacturing dominated the 26 unconditional clearances, accounting for ten transactions spanning packaging, ceramics, stationery, beverages, coffee roasting, motor vehicles and biological crop-protection inputs. Financial services and distribution/FMCG each accounted for four clearances. The latter included three related acquisitions by Kimo Kali Holdings Limited (which operates in Kenya through Twiga) of wholesale FMCG distributors, illustrating consolidation in that channel.

The remaining clearances spanned private security, mining, energy, logistics, tour operations, healthcare and hospitality. Almost all of these transactions were acquisitions. The one genuine joint-venture formation was Amstel Trading Company's 30:70 tie-up with Kingsbourne Assets Limited in the pulp and paper sector. Several clearances also involved less-than-full stakes with the lowest at a 35% minority-but-controlling shareholding.

The CAK cleared two mergers subject to conditions. In both cases, the remedies imposed addressed employment retention rather than competitive effects. Access Bank Plc's acquisition of the National Bank of Kenya (NBK), including indirect control of NBK's bancassurance subsidiary, was approved on condition that at least 80% of the combined NBK/Access Bank (Kenya) workforce – around 1,360 staff – be retained for one year following completion. Similarly, East African Packaging Industries Holdings Kenya Limited's acquisition of up to 100% of Carton Experts Limited in the paper packaging sector was approved on condition that at least 96% of the combined workforce – around 385 contracted staff – be retained for one year post-completion. Both cases confirm that, alongside its competitive-effects assessment, the CAK continues to attach real weight to public-interest considerations, particularly employment, in transactions involving large combined workforces.

Clients should build this into deal timetables and integration planning where headcount overlap is significant.

Advisory opinions

Beyond the formal merger review process, there is the option to request a confirmation of no jurisdiction. The CAK issued opinions on 28 such requests in FY 2024/25. In particular, the cases where the CAK rejected the requests are instructive on how it applies the statutory provisions.

Five of the 28 requests were rejected, and the CAK found that the transactions presented required notification. One of these rejected requests concerned the Enduring Technologies/iProcure agri-tech transaction. In this case parties requested clarification on whether notification was required, since the target's market presence and attributable turnover were unclear.. In Del Monte Kenya's acquisition of Mananasi Fibre Limited, questions arose as to whether the target's scale triggered the vertical-integration and asset-value tests. Finally, in Ignite Power's acquisition of Engie Afrique SAS and Westlands Foods and Commodities Limited's proposed transaction with Westlands Trading Limited the parties questioned whether the transaction led to a change of control. The CAK found that all these cases required notification.

Thirteen transactions were found not to be mergers at all. Most because of a lack of change of control. Recurring fact patterns included:

- sales made purely as investments in the ordinary course of business rather than to acquire control (as with the Urban Point Paradise Hotel and Diamond Trust Bank/Eastman Properties transactions);
- acquisitions where the buyer already held a controlling stake beforehand, such as the Aga Khan Fund for Economic Development's increase from 64.58% to a slightly higher stake in TPS Eastern Africa;
- targets that were not "engaged in trade" under section 5 of the Act, either because they were dormant (Limemile Company Limited/Orchard View Limited) or had not yet begun operations (Bridge Maritime's proposed acquisition from Pelagic East Africa);
- internal restructuring transactions where the ultimate controller of the parties did not change (the Sunda Group's internal restructuring of Softcare Kenya); and
- the Safaricom-led telecoms consortium with Konvergenz Network Solutions and Apeiro Limited, which the CAK found was a non-full-function joint venture, and therefore fell outside the merger regime.

A further eight transactions were mergers as a matter of law but fell outside of Part IV of the Act because combined turnover or asset values were below the KES 500 million (approx. USD 3.86 million) exclusion threshold. These covered sectors as varied as public lotteries, broadcasting licences, solar energy, business process outsourcing and animal feed manufacturing. Notably, Bidco Africa's proposed acquisition of Groupaco Holdings was excluded not on value grounds (Bidco's own turnover exceeded KES 10 billion (approx. USD 77.27 million)) but because the parties did not operate in the same market and had no vertical relationships.

Two further matters were again resolved differently. The CAK accepted a COMESA Competition Commission comfort letter for Rubis Energy Kenya's investment in Holdco Solarise Africa Limited, removing the need for a separate Kenyan notification. It declined jurisdiction over Capewell Industries' proposed asset acquisition from Vega Limited because Vega had stopped trading in 2022 and so fell outside the Act's reach.

At year-end, six further advisory or exemption-adjacent matters remained under consideration. These included Centum Limited's proposed real estate transaction concerning Two Rivers Lifestyle Company, a proposed collaboration between Alexander Forbes and Octagon Africa in employee benefits, and a broadcasting matter involving Cape Media, Chasio Communications and TV 47 Limited. A meaningful share of the CAK's advisory workload is therefore open at any given time, and outcomes should not be assumed from filing alone.

Behavioral antitrust investigations

The CAK investigated 75 behavioral antitrust cases during FY 2024/2025. Of these, 28 involved coordinated cartel conduct, 39 concerned abuse of dominance, and eight involved agreements by trade associations. Only 29 of these cases were closed within the year, with 46 still open at year-end (11 at a preliminary stage and 35 at an advanced stage). Manufacturing was again the most relevant sector, accounting for 34% of investigations (up sharply from 21.5% the previous year), followed by agriculture, ICT, and health, transport, telecommunications and retail.

The most prominent investigation of FY 2024/2025 was the CAK's investigation into the Kenya International Freight and Warehousing Association (KIFWA). KIFWA had directed its member clearing, forwarding and warehousing agents to apply minimum cargo tariffs, conduct the CAK treated as price fixing in breach of the Act. The association requested a negotiated settlement, admitted the contravention, and agreed to pay a fine, undergo competition law compliance training, and submit a compliance program for the CAK's approval, subject to a follow-up compliance check. Trade and industry associations that set or recommend prices – even with a stated rationale such as curbing undercutting – remain a clear enforcement priority for the CAK.

The CAK also issued advisory opinions on three restrictive trade practice queries with genuine competition law content during the year (a further two related to matters outside competition law and are not covered here). It declined jurisdiction over a complaint that the police canteen at Kiambu Prison was selling alcohol below cost, because the canteen was not "engaged in trade" and therefore not an "undertaking" under the Act. It cleared Equity Afia's franchise model for training and monitoring a network of medical entrepreneurs, finding that the model did not prevent, distort or lessen competition. It also found that Kentegra Biotechnology Holdings' 20% reduction in its purchase price for dried pyrethrum flowers did not breach the Act, given the presence of alternative processors and the resulting unlikelihood of buyer-side dominance.

Exemption applications

Undertakings may apply to the CAK for an exemption from the prohibition on collusive or coordinated conduct where, among other things, the arrangement delivers public benefits that outweigh any lessening of competition. Only four such applications were under review during FY 2024/25, and the pattern is notable. Three came from trade associations: the East African Tea Traders Association (seeking to set brokerage fees on warehousing), the Kenya International Freight and Warehousing Association (seeking exemption from the Minimum Pricing Guidelines on freight services), and the Coast Bottled Water Manufacturers Association (seeking the same exemption for bottled water). All three remained undecided at year-end. The fourth, brought by the National Oil Corporation of Kenya in respect of a proposed strategic business partnership with Rubis Energy Kenya, was granted because the expected public benefits outweighed any lessening of competition.

Three of the four pending applications involve trade associations seeking relief from minimum pricing guidelines – the same type of conduct that led to the KIFWA settlement. This suggests the CAK is taking a measured, case-by-case approach to collective pricing arrangements rather than a blanket permissive or restrictive stance. Clients involved in, or advising, industry bodies that coordinate on pricing or fees should watch these outcomes closely, as they are likely to shape the CAK's broader approach to sector-wide pricing guidance going forward.

Enforcement outcomes

The CAK reported several headline enforcement actions for FY 2024/2025, which together illustrate the scale of its impact beyond individual case counts. It imposed significant fines to remedy anti-competitive conduct. Separately, an internal assessment of selected decisions estimated consumer savings benefits for SMEs from the CAK's enforcement practice. On the transactional side, merger approvals during the year unlocked investment commitments of over KES 25 billion (approx. USD 19,32 million), which the CAK linked to employment creation and increased consumer choice.

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