

29 May 2025

CCC Merger Inquiry Notice No. 23 of 2025

Notice of Inquiry into the Proposed Acquisition of control by Traditional Green Mill Limited of Seychelles Breweries Limited

It is hereby notified in terms of Article 26(6) of the COMESA Competition Regulations (the “**Regulations**”) that the COMESA Competition Commission (the “**Commission**”), after receiving a notification in terms of Article 24 of the Regulations regarding the Proposed Acquisition of control by Traditional Green Mill Ltd (“**Traditional Green Mill**”, or the “**acquiring firm**”) of 54.4% of the issued share capital in Seychelles Breweries Limited (the “**target firm**”), intends to embark on an inquiry in terms of Article 26 of the Regulations.

The parties submitted that Traditional Green Mill, a company incorporated under laws of Mauritius, is a wholly owned subsidiary of Phoenix Beverages Limited (“**PBL**”), a public company also incorporated in Mauritius. Both the acquiring firm and PBL are ultimately controlled by IBL Ltd (“**IBL**”), a public company incorporated in Mauritius, together with its subsidiaries and controlled undertakings referred to as (the “**acquiring group**”). The acquiring group operates in a number of different sectors in the Common Market that include agriculture and energy, building and engineering, commercial and distribution, financial services, hospitality and leisure, life and technologies, logistics, seafood activities and property development and management. Within the Common Market, the acquiring group operates in Comoros, the Democratic Republic of Congo, Kenya, Madagascar, Mauritius, Rwanda, Seychelles, Uganda, Zambia and Zimbabwe.

The parties submitted that Seychelles Breweries Limited (“**Seychelles Breweries**”, or the “**target firm**”) is a public company incorporated under the laws of Seychelles. Seychelles Breweries is involved in the manufacturing and sale of alcoholic and non-alcoholic beverages only in Seychelles.

The parties submitted that from the acquiring firm’s perspective the proposed transaction is a strategic opportunity aligned with IBL’s long-term vision of regional growth, operational diversification, and value creation. The acquisition will allow the acquiring group, through PBL, to expand its footprint in the Indian Ocean region, and enable it to build a stronger presence beyond Mauritius. The target firm has a portfolio of well-established local brands with strong consumer loyalty. PBL sees potential to preserve and grow these brands, while also introducing selected PBL brands into the Seychelles market to enhance consumer choice. Furthermore, the proposed

transaction presents opportunities for operational synergies, including in procurement, production optimization, and sharing of technical expertise in brewing and bottling.

The parties submitted that from the target firm perspective the proposed transaction is expected to bring operational efficiencies by leveraging IBL's significant and extensive expertise across the Indian Ocean Islands, whilst enabling the target firm to continue distributing Diageo's brands in Seychelles. The transaction also presents an opportunity for the sellers to realize their investment in the target firm.

The Commission will, in accordance with the provisions of the Regulations, determine, among other things, whether the proposed transaction is likely to substantially prevent or lessen competition in the Common Market and whether the proposed transaction is or would be contrary to the public interest as provided for under Article 26 of the Regulations.

In view of this, the Commission hereby gives notice to all interested stakeholders, including competitors, suppliers and customers of the parties to the proposed transaction to submit written representations to the Commission with regard to the subject matter of the proposed inquiry by emailing them to: mdebessay@comesacompetition.org. All written representations should be sent to the Commission not later than **18 June 2025**.

If you wish to seek further details and/or clarifications on any aspect of this proposed transaction or need assistance you may get in touch with **Mr. Mengistu Debessay, Principal Analyst, Competition Division** on Tel: +265 (0) 111 772 466 or mdebessay@comesacompetition.org.

All written representations submitted to the Commission will be treated with the strictest confidentiality and will only be used for the purpose of this inquiry.