



Kang'ombe House, 5th Floor-West Wing
P.O. Box 30742
Lilongwe 3, Malawi
Tel: +265 (0) 1772466
Email- compcom@comesa.int



Common Market for Eastern
and Southern Africa

CCC Merger Inquiry Notice No. 5 of 2019

Notice of Inquiry into the Proposed Acquisition by Banque Centrale Populaire of Banque Malgache de l'Océan Indien

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 by Banque Centrale Populaire (“**BCP**”) of Banque Malgache de l’Océan Indien (“**BMOI**”), intends to embark on an inquiry in terms of Article 26 of the Regulations.

In terms of the notified transaction, the parties have submitted that BCP, through its wholly owned subsidiary BCP International intends to acquire the entire shareholdings held by BPCE International et Outre-Mer (“**BCPE IOM**”) in BMOI, which as at date constitute 2,130,198 shares representing 71.01% of the share capital and voting rights of BMOI, as well as two BMOI shares held to date by Alain Lemaire and Yvan de la Porte du Theil, directors of BMOI, respectively, which are expected to be handed to BPCE IOM prior to their transfer to BCP or BCP International (the “**Proposed Transaction**”).

The parties have submitted that BMOI, a subsidiary of BCPE IOM, itself a subsidiary of BCPE, is a Malagasy commercial bank with a network of 19 branches located in the main economic areas of the island (Antananarivo, Toamasina). BMOI provides retail and corporate banking services in Madagascar to individuals, professionals, SMEs, institutions and international clients.

The parties have submitted that BPCE IOM is a holding company, a wholly-owned subsidiary of the BPCE group, in charge of managing the BPCE group's holdings internationally and in the Pacific. BPCE IOM consists of six majority-owned banks (including BMOI), one international branch, five participant banks and two specialised financial subsidiaries. BPCE IOM manages commercial banking activities internationally and in the Pacific for the BPCE group and supports banks in the development of their businesses. The banks in the BPCE IOM network are positioned in all banking sector markets (companies, individuals and local authorities).

The parties have submitted that the acquiring company, BCP, is a public limited company governed by Moroccan law, listed on the Casablanca Stock Exchange and a member, alongside the Banque Populaires Régionales of the Crédit Populaire of the Morocco group of banks. BCP

offers banking and bancassurance services to businesses, individuals and professionals. BCP operates in the following COMESA Member States: Madagascar, and Mauritius.

The Commission will, in accordance with the provisions of the Regulations, determine, among other things, whether or not the merger is likely to substantially prevent or lessen competition within the Common Market and whether the merger 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 merging parties to submit written representations to the Commission with regard to the subject matter of the proposed inquiry by emailing them to: sbooluck@comesa.int. All written representations should be sent to the Commission not later than **19th March 2019**.

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 **Ms. Sandya Booluck, Senior Analyst, Mergers and Acquisitions** on Tel: +265 (0) 1 772 466 or sbooluck@comesa.int.

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.