



File No: 2(38)/AGR/EXM/CCP/2021

**COMPETITION COMMISSION OF PAKISTAN
GOVERNMENT OF PAKISTAN**

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EXEMPTION CERTIFICATE

In pursuance of the powers conferred under Section 5 read with Section 9 of the Competition Act, 2010 (the "Act") and based on the information provided by M/s Indus Motor Company Limited, the Commission hereby grants exemption on the relevant clause of the Joint Venture Agreement from the application of Section 4 of the Act, as per the conditions mentioned hereunder:

PARTICULARS OF THE AGREEMENT

First Party:	M/s. Toyota Motor Corporation (TMC) having its registered office at 1, Toyota-cho, Toyota, Aichi 471, Japan.
Second Party:	M/s. Toyota Tsusho Corporation (TTC) having its registered office at 7-23, Meieki 4 – chome, Nakamura-ku, Nagoya, Aichi 450, Japan.
Third Party:	M/s. House of Habib (HOH) having its registered office at 3 Jinnah C.H. Society, Shahrah-e-Fiasal, Karachi – 75400.
Applicant:	M/s. Indus Motor Company Limited (Company) has submitted the application for this exemption being the "Company" established as a result of this Joint Venture Agreement entered between the above-mentioned parties.
Type of Agreement:	Joint Venture Agreement (the "Agreement") signed between the above parties – (Initialed copy of the Agreement is attached)
Date entered into:	May 30 th 1990 (with 09 subsequent amendments)
Validity Period of the Agreement	Pursuant to clause 16.2, Agreement automatic renewals - unless terminated under clause 17.1 of the "Agreement"
Product(s):	Variants of Corolla, Yaris, Cross, Fortuner, Hilux and Revo cars/vehicles (Initialed list annexed)

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PARTICULARS OF THE EXEMPTION GRANTED	
Exemption granted:	On clause 19.1 of the "Agreement"
Granted period:	From May 11 th 2018 till June 30 th 2025
Conditions:	<ol style="list-style-type: none">i. By virtue of exemption granted here under, the parties to the above Agreement shall not engage directly or indirectly in any practice(s) and/or conduct(s) that is prohibited under the Competition Act, 2010;ii. If during the validity of this exemption, any consent is granted on competing venture pursuant to clause 19.1 of the Agreement, the same will be intimated to the Commission within fifteen (15) days of such decision;iii. This exemption does not entail any approval on pricing aspects of the products covered under the Agreement;iv. In case of any change made to the "products" covered under the Agreement, the applicant will intimate the Commission within fifteen (15) days of such decision;v. It is the responsibility of the applicant to ensure compliance to Auto Industry Development and Export Policy and other framework as applicable;vi. In case of termination pursuant to clause 17.1 of the "Agreement". The same will be communicated to Commission within fifteen (15) days of such decision;vii. The Applicant shall immediately intimate to the Commission in case of any amendment(s) made to the "Agreement";viii. For renewal of this Exemption (if required/applicable), it will be the responsibility of the Applicant to seek extension as per relevant framework at least three (3) months prior to the expiry of this exemption;ix. It is the responsibility of the applicant to ensure that the other parties are intimated and aware of the exemption being sought from the Commission;x. The Commission reserves the right to seek actual progress and data on financial and non-financial information provided by the applicant in support of this exemption;xi. The Commission reserves the right to review and revise the conditions of this Exemption, as deemed necessary;xii. This Exemption is effective only for the territory of Pakistan;xiii. Breach of terms of this exemption, shall have an immediate effect of cancellation of this exemption;



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Without prejudice to the generality of Section 6 of the Act, the grantee of the exemption shall inform the Commission forthwith and seek clearance for continuation of the exemption if there is any material change, *inter alia*, in: (i) the terms of the Agreement; (ii) the market share of the products covered under the Agreement; or (iii) the circumstances and/or regulatory or policy framework with implications in the relevant market in which the parties are operating.

Granted on this the 07th day of June 2024 at Islamabad.

Seal of the Commission

Shahzad Hussain
Registrar
Competition Commission of Pakistan
Government of Pakistan
Islamabad