



File No: 2(713)/AGR/EXM/CCP/2024  
**COMPETITION COMMISSION OF PAKISTAN**  
**GOVERNMENT OF PAKISTAN**

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**EXEMPTION CERTIFICATE GRANTED U/S 5 READ WITH**  
**SECTION 9 (1) (A) (B) (C) OF THE COMPETITION ACT, 2010**  
**(ACT NO. XIX OF 2010)**

<b><u>PARTICULARS OF THE AGREEMENT</u></b>	
<b>First Party:</b>	M/s. Tri-Pack Films (Pvt) Ltd (Tripack) having its registered office at Plot G1, G4, North Western Industrial Zone Port Qasim Bin Qasim Town, Karachi, Karachi City, Sindh, Pakistan (the "Applicant")
<b>Second Party:</b>	Thirty five (35) employees of Tripack. As per the list provided (Annex-A), a list of fifteen (15) employees has been provided who are signatories to the Undertaking "Agreement"; however, the Applicant intends to sign the Undertaking "Agreement" with additional twenty (20) employees in future.
<b>Type of Agreement:</b>	Non-Compete Employment Undertaking (the "Agreement"); Template Undertaking "Agreement" as submitted to the Commission is attached herewith.
<b>Date of Agreement:</b>	Different dates with different employees.
<b>Validity Period of the Agreement:</b>	Pursuant to Clause 1 of the "Agreement", for a period of three (3) years after termination of the employment relationship between the Applicant and the employee. However, pursuant to Condition-3 of this Exemption Certificate, the aforementioned validity period shall be revised to one (1) year.
<b>Product(s)/Services covered under Agreement:</b>	Services of select employees (35) involved in the manufacturing, sale and distribution of Biaxially Orientated Polypropylene (BOPP) and Chlorinated Polypropylene (CPP) films.



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In exercise of the powers conferred under Section 5 read with Section 9 (1) (a) (b) and (c) of the Competition Act, 2010 (the "Act") and based on the information provided by M/s. Tri-Pack Films (Pvt) Ltd (the "Applicant"), this exemption is granted to the following clause of the Non-Compete Employment Undertaking (the "Agreement") from the application of Section 4 of the Act subject to the conditions specified hereunder:

<b>PARTICULARS OF THE EXEMPTION GRANTED</b>	
<b>Exemption granted:</b>	▪ On Clause 1 – Non-compete restriction for a period of one (1) year after cessation of the employment relationship between the Applicant and the employee, subject to fulfillment of condition 3 below.
<b>Granted period:</b>	From 1 <sup>st</sup> October, 2024 till 30 <sup>th</sup> September, 2026.
<b>Conditions:</b>	<ol style="list-style-type: none"><li>1. The Applicant shall ensure that it does not engage in any anticompetitive behaviour and/or practice as outlined in Chapter II of the Act including but not limited to:<ol style="list-style-type: none"><li>i. Abuse of dominant position u/s 3;</li><li>ii. Prohibited agreements u/s 4;</li><li>iii. Deceptive marketing practices u/s 10; and</li><li>iv. Any mergers or acquisition in violation of Section 11.</li></ol></li><li>2. The Applicant shall revise the duration of the non-compete restriction to one (1) year and provide commensurate compensation against the 'Net loss of monthly earnings'<sup>1</sup> to all existing and future signatories of the 'Undertaking';</li><li>3. The Applicant shall include a clear notification of the requirement to sign the revised 'Undertaking' within employment offer letters as per respective applicable job grades/titles;</li><li>4. The Applicant shall notify the Commission of the revision stated in Condition-2 above, and provide necessary documentation within fifteen (15) days of the issuance of this exemption certificate;</li><li>5. The Applicant shall execute the revised Template Undertaking/Agreement with all concerned employees <i>mutatis mutandis</i>;</li><li>6. The Applicant shall notify the Commission of any other amendment(s) to the "Agreement" within fifteen (15) days of such change, providing a copy of the unamended agreement, particularly regarding the clause exempted under this certificate;</li><li>7. The Applicant shall ensure that its conduct does not result in market foreclosure;</li><li>8. The Commission reserves the right to verify actual progress against the financial and non-financial commitments submitted in support of this exemption, including demonstrable evidence of customer benefits including but not limited to the following:</li></ol>

<sup>1</sup> Commensurate compensation against the 'Net loss of monthly earnings': Adequate benefit(s) which signatories to the Undertaking/Agreement will be entitled to during the effectivness of the one (1) year non-compete restriction.



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Conditions:	<ol style="list-style-type: none"><li>i. Consistently delivering high-quality products with enhanced features, benefiting consumers with superior product life, usability, and aesthetics; and</li><li>ii. Reduced production costs, enabling Tri-Pack to offer competitive pricing to consumers.</li></ol> <p>9. On 31<sup>st</sup> December, 2025, the Applicant shall submit:</p> <ol style="list-style-type: none"><li>i. A complete list of signatories to the 'Undertaking' and their corresponding benefit(s) against the 'Net loss of monthly earnings'; and</li><li>ii. A quantifiable compliance report that confirms fulfilment of the commitments detailed in Condition 8;</li></ol> <p>10. The Commission reserves the right to review and revise the conditions of this Exemption, as deemed necessary;</p> <p>11. Breach of terms of this exemption, shall have an immediate effect of cancellation of this exemption.</p> <p>12. The Applicant shall submit an application for grant of extension in exemption at least three (3) months prior to expiry of this exemption certificate, in case of having an ongoing "Agreement" with restrictive covenant(s);</p>

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 regulatory or policy framework in the relevant market in which the parties are operating.

Granted on the 11<sup>th</sup> day of April, 2025 at Islamabad.

Seal of the Commission

**Shahzad Hussain**  
Registrar  
Competition Commission of Pakistan  
Government of Pakistan  
Islamabad

*\*All the enclosures form an integral part of this exemption certificate.*