



File No: 2(573)/AGR/EXM/CCP/2019  
**COMPETITION COMMISSION OF PAKISTAN**  
**GOVERNMENT OF PAKISTAN**

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**EXEMPTION CERTIFICATE**

In pursuance of the powers conferred by Section 5 read with Section 9 of the Competition Act, 2010 (the Act), the Competition Commission of Pakistan (the Commission) hereby grants exemption from the application of Section 4 of the Act, details whereof are given here below:-

**Details of the Agreement:**

First Party: (i) Mr. Mudassar Ahmad Rathore (hereinafter referred to as 'Seller No. 1')  
Address: House No. 88-N, Moh. Model Town Ext., Lahore.

Address: (ii) Dr. Nadeem Arif (hereinafter referred to as 'Seller No. 2')  
House No. 47, Street 2, Sector E-11/1, Islamabad.  
(Seller No. 1 and Seller No. 2 are hereinafter collectively referred to as 'Sellers')

Second Party: M/s. Straumann Holding AG, (hereinafter referred to as 'Buyer')  
Business Address: Peter Merian-Weg 12, 4052 Basel.

Type of Agreement: Share Purchase Agreement (SPA)

Date entered into: April 2<sup>nd</sup>, 2019

Valid until: September 30<sup>th</sup>, 2019

**Details of the Exemption:**

Exemption granted to: Non-Compete Clauses i.e. (Clause-8) of the SPA

Granted until: 30-06-2022

Condition(s):

- Exemption for the Non-compete clause is effective for a period of three (3) years, following the exemption's granted date;
- The Applicant shall intimate the 'Date of Termination' of the sellers/Counterparties from the employment of target to the Commission, once occurred;
- The grant of Exemption is limited to competing business of the Applicant only i.e. IT Solutions - Orthodontics sector (Clear Aligner) in the relevant geographic market of Pakistan;
- The Applicant shall provide copy(s) of the agreement(s) if any, executed for other products apart from "Orthodontics";
- The Applicant shall provide business mechanism of the Target along with copy(s) of the agreement(s), if executed or intended to be executed to the Commission, once materialized;





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- f. The grant of Exemption is limited to the territory of Pakistan only;**
- g. The Commission reserves the right to impose any condition(s) at the time of considering extension, if any for this certificate or before the expiry of the instant certificate;**
- h. Breach of a condition shall have the effect of cancellation of the exemption.**

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 parties to the agreement; or (iii) the circumstances in the market in which the parties are operating.

Granted on this the 17<sup>th</sup> day of June 2019 at Islamabad.

Bushra Naz Malik  
Member (Exemptions)

**BUSHRA NAZ MALIK**  
Member  
Competition Commission of Pakistan  
Government of Pakistan  
Islamabad



Seal of the Commission