



File No: 2(123)/AGR/EXM/CCP/2024
COMPETITION COMMISSION OF PAKISTAN
GOVERNMENT OF PAKISTAN

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EXEMPTION CERTIFICATE (EXTENSION)

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, the Competition Commission of Pakistan (the "Commission") hereby grants exemption to the relevant clauses of the Agreement mentioned below from the application of Section 4 of the Act, as per the conditions mentioned hereunder:

PARTICULARS OF THE AGREEMENT (TEMPLATE)

First Party: ("Applicant")	M/s. Procter & Gamble Pakistan (Pvt.) Limited (" P & G") having its registered office at 12 th Floor, The Harbor Front, Dolmen City, HC-3, Block -4 , Abdul Sattar Edhi Avenue, Clifton, Karachi - 75600.
Second Party:	M/s. Abu Dawood Trading Company Pakistan (Pvt.) Limited having its registered office at 3 rd Floor, Executive Tower, Dolmen City, Clifton Block 4, Karachi.
Type of Agreement:	Distribution Agreement (the "Agreement") initialed copy of the Agreement signed between both the Parties is attached.
Date entered into:	June 12 th 2008 (with no subsequent amendments to-date)
Validity Period of the Agreement:	The Agreement has initial validity till June 12 th 2013 and continue thereafter unless and until terminated by either Party. A new contract is under negotiations for last several months between both the parties.
Products covered under the Agreement:	Head & Shoulder, Pantene, Ariel, Safeguard, Pampers, Always



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PARTICULARS OF THE EXEMPTION GRANTED	
Exemption granted (Relevant Clauses/Articles):	On the territorial exclusivity and non-compete aspect covered under Article 1.2 and 15.1 of the Agreement
Granted period:	01 st May 2024 to 31 st March 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 Act;ii. In event of direct sales to customers by the Applicant pursuant to Articles 1.3, 11.1 and 12 of the Agreement, the same will be communicated to Commission within 15 days of such decision;iii. In case sub-distributor(s) are appointed under an exclusive and/ or territorial jurisdiction arrangement pursuant to Article 21.5 of the Agreement, same will be communicated to the Commission within 15 days of such decision;iv. This Exemption is being granted only to the extent of distribution of products, as specified above. In case of any change in the products, the same will be communicated to the Commission within 15 days of such decision;v. This exemption does not entail any approval on pricing aspects of the products covered under the Agreement;vi. The Applicant will intimate Commission in case of any substantial change ($\pm 10\%$) in the existing market share of the products as specified above;vii. In case of any change made to the trademarks of products covered under the Agreement, the Applicant will intimate to the Commission within 15 days of such change;viii. The Applicant shall intimate to the Commission in case of any amendment(s) made to the "Agreement";ix. If deemed necessary, the Commission reserves the right to review and revise the conditions of this exemption;x. The Commission reserves the right to seek actual progress and data on financial and non-financial information provided in support of this exemption including the benefit to the consumers, as submitted by the Applicant for this exemption;xi. This Exemption is effective only for the territory of Pakistan; andxii. 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 parties to the agreement; or (iii) the circumstances in the market in which the parties are operating at the time of this exemption being granted.

Granted on this the 23rd day of August 2024 at Islamabad.

Seal of the Commission

Shahid Hussain
Registrar
Competition Commission of Pakistan
Government of Pakistan
Islamabad