



**BEFORE THE  
COMPETITION COMMISSION OF PAKISTAN**

**FIRST PHASE REVIEW**

**IN THE MATTER OF ACQUISITION OF % SHAREHOLDING OF M/S. MEGA  
MOTOR COMPANY (PRIVATE) LIMITED BY M/S. MEGA CONGLOMERATE  
(PRIVATE) LIMITED FROM M/S. HUB POWER HOLDINGS LIMITED**

**CASE: 1512/Merger-CCP/2025**



Commission

**Dr. Kabir Ahmed Sidhu  
Chairman**

## ORDER

1. On 14<sup>th</sup> January 2025, the Competition Commission of Pakistan (the “**Commission**”) received a pre-merger application (the “**Application**”) from Mega Conglomerate (Private) Limited (the “**Acquirer**”), seeking approval of acquisition of % shareholding of Mega Motor Company (Private) Limited (the “**Target**”) by the Acquirer from Hub Power Holdings Limited pursuant to a Shareholders Agreement (the “**Agreement**”) dated 3<sup>rd</sup> December, 2024.
2. The Application was filed under Section 11 of the Competition Act, 2010 (the “**Act**”) read with Regulation 6 of the Competition (Merger Control) Regulations, 2016 (the “**Merger Regulations**”).

### Merger Parties

#### **Acquirer**

3. Mega Conglomerate (Private) Limited (**MCPL**) is a private limited company duly incorporated under the laws of Pakistan. It is primarily engaged in making investments across various businesses.

#### **Target**

4. Mega Motor Company (Private) Limited (**MMCPL**) is a private limited company duly incorporated under the laws of Pakistan. It is engaged in the marketing, sale, distribution and manufacturing of BYD’s new energy vehicles (NEVs) in Pakistan.

#### **Seller**

5. Hub Power Holdings Limited (**HPhL**) is a public unlisted limited company duly incorporated under the laws of Pakistan. It is primarily engaged in making investments in various businesses and currently holds % ownership of the Target.

### Transaction

6. Pursuant to the Application and the Agreement, the Acquirer proposes to acquire % shareholding in the Target, equivalent to approximately ( ) ordinary shares. Total consideration for the transaction is (Pakistan Rupees ) which is the transaction value (the “**Transaction**”).

### Phase-I Competition Assessment

#### **Procedural Review**

Based on the Application, the Commission conducted a Phase-I competition assessment of the Application, including supporting documentation, to evaluate compliance with the Act and Merger Regulations, particularly focusing on potential competitive concerns, including market dominance and competition, post-merger.



### **Relevant Market**

8. For the purposes of competition analysis, the relevant product market is defined as the “Automobile Market with a focus on New Energy Vehicles (NEVs)”, including Electric and Hybrid Vehicles, while the relevant geographic market is “Pakistan.”

### **Market Share**

9. As per the information provided in the Application, the Target is a newly incorporated entity with limited operational history, having launched only two (02) vehicles in October 2024. Consequently, its market share remains indeterminate at this stage.

### **Competition Analysis**

10. The Commission finds no horizontal overlaps between the Acquirer and the Target, as they do not compete in the same market. Furthermore, no significant vertical integration concerns are apparent.
11. The Applicant states that the investment is strategically aimed at leveraging the rising local demand for environmentally-friendly and sustainable transportation solutions in Pakistan. BYD’s NEV’s are electric vehicles that substantially reduce carbon dioxide emissions, aligning with global initiatives to combat climate change while catering to the growing consumer preference for eco-friendly products.
12. Given the absence of substantial competitive constraints or market foreclosure risks, the Transaction is unlikely to raise anti-competitive concerns or substantially lessen competition in the relevant market.

### **Determination**

13. The Commission concludes that the proposed Transaction does not create or strengthen a dominant position in the relevant market, as defined under Section 2(1)(e) read with Section 11 of the Act and the Merger Regulations. The proposed Transaction is hereby authorized under Section 31(1)(d)(i) of the Act.
14. Notwithstanding the above, matters which may fall outside the scope of the Commission's purview, remain subject to applicable laws, judicial orders and the oversight of relevant regulatory bodies.
15. It is so ordered.



Kabir Ahmed Sidhu  
Chairman

ISLAMABAD, 25<sup>th</sup> day of February, 2025.