




BEFORE THE
COMPETITION COMMISSION OF PAKISTAN

FIRST PHASE REVIEW

IN THE MATTER OF ACQUISITION OF CERTAIN ASSETS OF M/S. QUIXEL
PAKISTAN (PRIVATE) LIMITED BY M/S. EG SCANNING SERVICES (PRIVATE)
LIMITED.

CASE: 1396/Merger-CCP/2023




Dr. Kabir Ahmed Sidhu
Chairman

ORDER

1. On 15th September, 2023 the Competition Commission of Pakistan (hereafter "**Commission**") received a pre-merger application (hereafter "**Application**") from M/s. EG Scanning Services (Private) Limited (hereafter "**EG**" or "**Acquirer**").
2. The Application was made pursuant to Section 11 of the Competition Act, 2010 (hereafter "**Act**") read in conjunction with Regulation 6 of the Competition (Merger Control) Regulations, 2016 (hereafter "**Merger Regulations**").
3. The proposed transaction entails acquisition of certain assets of M/s. Quixel Pakistan (Private) Limited (hereafter "**QPL**" or "**Target**") by the Acquirer pursuant to Asset Purchase Agreement (hereafter "**APA**") dated 30th June 2023. All requisite information/documentation pertaining to the Application was completed on 16th October, 2023.
4. The Commission has examined the Application as well as all the documents attached therewith and the information provided by the concerned undertaking(s). The Phase I competition assessment of the intended transaction has revealed the following facts:
 - 4.1. The business activities of the undertakings concerned are:
 - a) The Acquirer: A private limited company incorporated in Pakistan. Presently, the Acquirer does not have any business operations or investments. It is a wholly owned subsidiary of M/s. Epic Games UK Ltd (hereafter "**Holdco**"), an entity duly formed and registered in England.
 - b) The Target: A private limited company incorporated in Pakistan and is engaged in the business of developing, inter alia, digital tools for producing 3D content.
 - 4.2. As submitted in the Application and set out in the APA, the transaction relates to acquisition of certain assets by the Acquirer (which are mainly machinery, tools, computer hardware, equipment, fixtures, vehicles, records, documents and other tangible property) and also intellectual property rights of the Target. The transaction consideration is \$ (equivalent to PKR as at 13th October, 2023).
 - 4.3. The relevant product market in this case has been identified as "**Video Game Software Development**" and the relevant geographic market is "**Pakistan**".
 - 4.4. As per the Application, Target's estimated market share is less than % in the relevant market. With the proposed acquisition by the Acquirer, the operations may be improved, bumping its market share.
5. The proposed transaction will not result in dominance of the Acquirer in the relevant market, post-transaction, as determined under Section 2(1)(e) read with Section 3 of the Act. Therefore, it is hereby authorized under Section 31(1)(d)(i) of the Act.



6. In the subject transaction, matters which may fall outside the scope of the Commission's purview, remain subject to applicable laws.
7. It is so ordered.



(Dr. Kabir Ahmed Sidhu)
Chairman



Islamabad the November 17th, 2023.