

BEFORE THE  
COMPETITION COMMISSION OF PAKISTAN

FIRST PHASE REVIEW

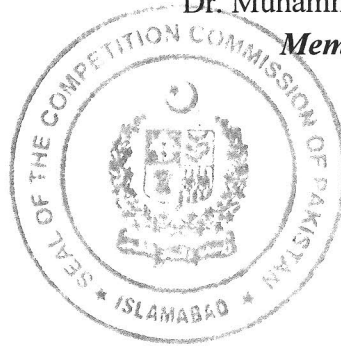
IN THE MATTER OF MERGER, BY WAY OF AMALGAMATION, OF CIL AND LWL  
WITH AND INTO SPL, AND THE DEMERGER OF THE RETAIL BUSINESS OF SPL,  
AND ITS SUBSEQUENT MERGER, BY WAY OF AMALGAMATION, WITH AND  
INTO EMCPL.

CASE: 937/Merger-CCP/17

Commission

Ms. Vadiyya Khalil  
*Chairperson*

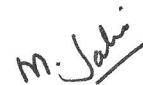
Dr. Muhammad Saleem  
*Member*

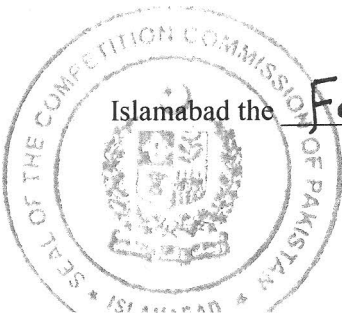


## ORDER

1. On 22<sup>nd</sup> of January, 2018, the Competition Commission of Pakistan ("**Commission**") received a pre-merger application ("**Application**") of a proposed merger pursuant to Section 11 of the Competition Act, 2010 ("**Act**") read with Regulation 6 of the Competition (Merger Control) Regulations, 2016 ("**Merger Regulations**") whereby M/s. Cool Industries (Private) Limited ("**CIL**") and M/s. Link Wel (Private) Limited ("**LWL**") will merge, by way of Amalgamation, with and into M/s. Singer Pakistan Limited ("**SPL**"), and the Retail Business of SPL will demerge from SPL and merge, by way of Amalgamation, with and into M/s. Electronics Marketing Company (Private) Limited ("**EMCPL**") (collectively "**Merger Parties**"), a wholly owned subsidiary of SPL.
2. The Commission has examined the pre-merger application as well as all the documents attached therewith, the market scenario, and its observations on the basis of independent research/investigation in the relevant market. The Phase I competition assessment of the intended acquisition has resulted in the following findings:
  - i. The business activities of the undertakings concerned are:
    - a. For SPL: Retailing, trading, manufacturing and assembling of domestic consumer appliances and light engineering products.
    - b. For CIL: Manufacturing of deep freezers and refrigerators.
    - c. For LWL: Importing and trading of air conditioners and home appliances.
    - d. For EMCPL: Distribution and wholesale of electronic appliances.
  - ii. As per the Application, the Merger Parties intend the merger, by way of amalgamation, of CIL and LWL with and into SPL, and the demerger of the Retail Business of SPL, and its subsequent merger, by way of amalgamation, with and into EMCPL.
  - iii. The reportable market in this case is that of the manufacturing, assembling, retailing and trading of electrical appliances, as this segment is where the activities of the Merger Parties overlap. The relevant geographic market is Pakistan.
  - iv. The transaction is not likely to result in the creation or strengthening of dominant position in the relevant market. The intended merger does not meet the presumption of dominance as determined under Section (2) (1) (e) read with Section 3 of the Act.
3. In conclusion, the proposed transaction is unlikely to substantially lessen competition through the creation or strengthening of a dominant position in the relevant market. The proposed transaction is hereby authorized under Section 31 (1) (d) (i) of the Act.
4. It is so ordered.

  
Ms. Vadiyya Khalil  
**Chairperson**

  
Dr. Muhammad Saleem  
**Member**



Islamabad the

February 13<sup>th</sup>, 2018