



BEFORE THE
COMPETITION COMMISSION OF PAKISTAN

FIRST PHASE REVIEW

IN THE MATTER OF ACQUISITION OF % SHAREHOLDING IN M/S.
AGROW LIMITED BY MR. NAEEM AKHTAR AND MR. QAISAR ABBAS FROM
M/S. AGRICULTURE RETAIL LIMITED

CASE: 1132/Merger-CCP/20

Commission

ML.
Mr. Mujtaba Ahmad Lodhi
Member



Bushra Naz
Member

ORDER

1. On December 10, 2020 the Competition Commission of Pakistan ("**Commission**") received a pre-merger application ("**Application**") of a proposed acquisition pursuant to Section 11 of the Competition Act, 2010 ("**Act**") read with Regulation 6 of the Competition (Merger Control) Regulations, 2016 ("**Merger Regulations**") whereby Mr. Naeem Akhtar ("**Acquirer 1**") and Mr. Qaisar Abbas ("**Acquirer 2**"), collectively as the ("**Acquirers**") intend to acquire : % shareholding in M/s. Agrow Limited ("**Target**") from M/s. Agriculture Retails Limited ("**Seller**"), pursuant to the Share Purchase Agreement ("**SPA**"). All requisite information/documentation pertaining to the application was completed on January 07, 2021.
2. The Commission has examined the 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 transaction has resulted in the following findings:
 - i. The business activities of the undertakings concerned are:
 - a. For Acquirer 1: Individual.
 - b. For Acquirer 2: Individual.
 - c. For the Target: Selling agricultural products principally pesticides and allied chemicals.
 - d. For the Seller: Investment holding company.
 - ii. The proposed transaction involves the Acquirers proposing to buy % shareholding in the Target from the Seller for a consideration of PKR /-. The Acquirers shall transfer equivalent amount in US\$ to the Seller as per the terms of the SPA. Acquirer 1 will be acquiring % shareholding while Acquirer 2 will purchase % ownership.
 - iii. The Target belongs to the relevant product market of "**Pesticide and Allied Chemicals**" having a geographic market identified as of "**Pakistan**". Currently, the Target has a market share approximately : % based on sales. Post-transaction, market share of the Target will remain unchanged.
3. In conclusion, the intended transaction, does not meet the presumption of dominance as determined under Section (2) (1) (e) read with Section 3 of the Act. The proposed transaction is hereby authorized under Section 31 (1) (d) (i) of the Act.
4. It is so ordered.


(Mr. Mujtaba Ahmad Lodhi)
Member


(Ms. Bushra Naz)
Member

Islamabad the 13th JANUARY, 2021.

