



BEFORE THE
COMPETITION COMMISSION OF PAKISTAN

FIRST PHASE REVIEW

IN THE MATTER OF ACQUISITION OF CERTAIN ASSETS OF M/S WALL
STREET EXCHANGE COMPANY (PRIVATE) LIMITED BY M/S. UBL
CURRENCY EXCHANGE (PRIVATE) LIMITED.

CASE: 1436/Merger-CCP/2024

Commission

Dr. Kabir Ahmed Sidhu
Chairman



Mr. Saeed Ahmad Nawaz
Member

ORDER

1. On 28th March 2024 the Competition Commission of Pakistan ("**Commission**") received a pre-merger application ("**Application**") from M/s. UBL Currency Exchange (Private) Limited ("**UCE**" or "**Acquirer**"). The Application was made pursuant to Section 11 of the Competition Act, 2010 ("**Act**") read in conjunction with Regulation 6 of the Competition (Merger Control) Regulations, 2016 ("**Merger Regulations**").
2. The proposed transaction entails acquisition of certain assets of M/s. Wall Street Exchange Company (Private) Limited ("**WSE**" or "**Seller**") by the Acquirer. The Seller and Acquirer entered into a Letter of Intent dated 29th January 2024 ("**LOI**") and an Asset Purchase Agreement was executed on 6th March 2024 ("**APA**") in light of the instructions received from the State Bank of Pakistan. Upon preliminary investigation, it was found that some of the information was missing and the last correspondence concerning missing information was received on 24th April 2024.
3. 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:

3.1. The business activities of the undertakings concerned are:

- a) The Acquirer: The Acquirer was incorporated under the laws of Pakistan as a private limited company. The Acquirer is a recently incorporated currency exchange company. It is a wholly owned subsidiary of United Bank Limited ("**UBL**").
- b) The Seller: The Seller was registered and incorporated as private limited company under the laws of Pakistan. The company was granted license by the State Bank of Pakistan on August 28, 2003 and commenced its operations in December 2003, as per the guidelines laid down by the Central Bank of the Country. The Seller's principal activities are to buy and sell foreign exchange from individuals, facilitate remittance for individuals and corporate entities.

3.2. As submitted in the Application and set out in the APA, the Acquirer intends to acquire certain key assets of the Seller, which are essential to the Seller's business. These assets primarily comprise of immovable properties (rented or owned by the Seller), employees of the Seller, commercial agreements entered into by the Seller and assets owned by the Seller such as computer hardware, equipment and vehicles (as set out in the APA).

3.3. The purchase price for the transaction is expected to be PKR billion.

3.4. The relevant product markets in this case have been identified as "**Currency Exchange**" and "**Money Transfer**" and the relevant geographic market is "**Pakistan**".

Based on the data provided, WSE has a market share of % in the Currency Exchange market and % in the Money Transfer market, however, post-transaction the market shares will be renewed as the Acquirer would start afresh.



- 3.6. According to the application, assuming the Acquirer takes over the Seller's business and successfully enters into commercial agreements with third parties, the Acquirer's market share is estimated to be around % . These percentages are based on the internal market research conducted by the Acquirer and available public information.
4. Ancillary restrictions have been reported in this transaction, which may require exemption under Section 5 of the Act, read with Regulation 4 of the Competition Commission (Exemption) Regulations 2020. This Order is without prejudice to any such requirements.
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.



Ahmed Sidhu
Dr. Sabir Ahmed Sidhu /
Chairman

Islamabad the 03rd May, 2024.

Saeed Ahmad Nawaz
Mr. Saeed Ahmad Nawaz
Member