

BEFORE THE
COMPETITION COMMISSION OF PAKISTAN

FIRST PHASE REVIEW

ACQUISITION OF % SHAREHOLDING BY M/S. LUCKY CEMENT LIMITED OF
M/S. ENERGAS TERMINAL (PRIVATE) LIMITED FROM M/S. Y.B. PAKISTAN
LIMITED

CASE: 1266/Merger-CCP/2022

Commission

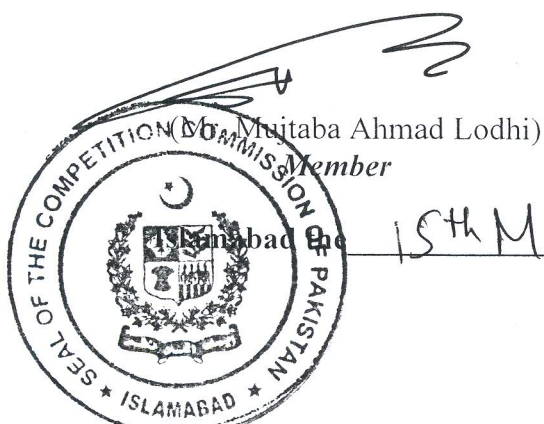
Mr. Mujtaba Ahmad Lodhi
Member



Ms. Shaista Bano
Member

ORDER

1. On 24th February, 2022 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**") from M/s. Lucky Cement Limited ("**LCL**" or "**Acquirer**") of the proposed acquisition of % shareholding in M/s. Energas Terminal (Private) Limited ("**ETPL**" or "**Target**") from M/s. Y.B. Pakistan Limited ("**YBPL**" or "**Seller**") in accordance with the Extract of Board Minutes ("**Agreement**"). All requisite information/documentation pertaining to the application was completed on 14th March, 2022.
2. The Commission has examined the Application as well as all the documents attached therewith, the market scenario, and made its observations on the basis of an 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 the Acquirer: Cement Manufacturer.
 - b. For the Target: establish and operate Liquid Natural Gas ("**LNG**") terminal including jetty, pipeline with all machinery and equipment and supporting facilities for the receipt, storage and re-gasification of LNG.
 - c. Seller: Real Estate.
 - ii. As per the Application, the transaction under consideration is acquisition of % shares (% shareholding) as well as payment of loan by the Acquirer. The total amount of the transaction is estimated to be PKR :)/-
 - iii. The relevant product market in this case have been identified as "**LNG – Storage and Regasification**" and the relevant geographic market is "**Pakistan**".
 - iv. The Target is non-operational however upon commencement its market share can be estimated to be in between % to % in the relevant market.
 - v. There are no overlaps in the activities of the merger parties in the relevant market, therefore, post-transaction, market conditions will remain unchanged.
3. As per the Application, there are no ancillary restrictions.
4. The intended acquisition of shares 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.
5. It is so ordered.



15th March, 2021.

(Ms. Shaista Bano)
Member