



BEFORE THE
COMPETITION COMMISSION OF PAKISTAN

FIRST PHASE REVIEW

IN THE MATTER OF ACQUISITION OF % SHAREHOLDING OF M/S. PIL
PTE. LTD. BY M/S. PIL HOLDINGS PTE. LTD.

CASE: 1406/Merger-CCP/2023

Commission

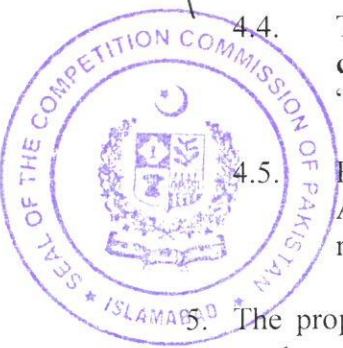



Mr. Saeed Ahmad Nawaz
Member

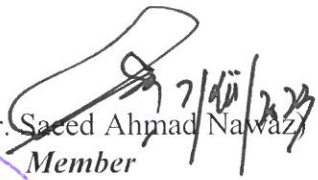
ORDER

1. On 26th October 2023 the Competition Commission of Pakistan (hereafter "**Commission**") received a pre-merger application (hereafter "**the Application**") from M/s. PIL Holdings Pte. Ltd. (hereafter "**PIL Holdings**" 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 % shareholding of M/s. PIL Pte. Ltd. (hereafter "**PIL**" or "**Target**").
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) Acquirer: A limited liability company incorporated and existing under the laws of Singapore. The principal activity of the Acquirer is that of investment holding.
 - b) Target: A limited liability company incorporated and existing under the laws of Singapore. The Target owns the business of an international carrier with a presence in China, Southeast Asia, Africa, Middle East, Latin America, Oceania and the Pacific Islands. It offers services including shipping for containerised cargo (including special and dangerous cargo), and regional feeder operations. In addition, it has also diversified into landside logistics as a strategic move to bolster its service offering as well as to seek better overall bottom-line contribution.
 - 4.2. As submitted in the Application, The Acquirer holds a number of warrants issued by the Target pursuant to the amended and restated warrant instrument dated 29th June 2022 ("**Warrants**"). The Acquirer is entitled to, upon exercising such Warrants in accordance with its terms, subscribe for ordinary shares in the Target. The Acquirer currently holds ordinary shares representing % of the voting rights in the Target. After completion of the Proposed Transaction, the Acquirer will hold ordinary shares representing % of the voting rights in the Target.
 - 4.3. The consideration payable by the Acquirer for the exercise of the Warrants is USD (equivalent to PKR).
 - 4.4. The relevant product market in this case has been identified as "**Deep-sea container liner shipping services**" and the relevant geographic market is "**Pakistan**".
 - 4.5. Based on the data provided, the Target has a market share of % on Far East Asia to Pakistan route and % on Pakistan to Far East Asia route which will remain unchanged post-transaction.
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.


(Mr. Saeed Ahmad Nawaz)
Member

Islamabad the 7th December, 2023.

