



BEFORE THE
COMPETITION COMMISSION OF PAKISTAN

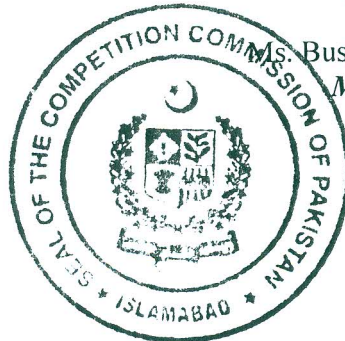
FIRST PHASE REVIEW

IN THE MATTER OF ACQUISITION OF % SHAREHOLDING IN M/S. ACT2 WIND (PRIVATE) LIMITED BY MR. SHAIKH MOHAMMAD TARIQ, MR. FARHAD SHAIKH MOHAMMAD, MR. SHAIKH MOHAMMAD RAFFAY, MR. FAWAD JAWED, MR. FAISAL JAWED AND MR. FARAZ JAWED FROM MR. ADNAAN TAPAL, MR. MUSTAFA TAPAL, MR. DANISH TAPAL, MR. PERVAIZ AKHTAR, MR. KHURSHID AKHTAR, MR. ABDULLAH AKHTAR, MR. JAVED AKHTAR, MR. FAROOQ JAVED, MR. MANSOOR AKHTAR, MR. ZEESHAN MANSOOR, MR. ZAIN MANSOOR, MR. JAHANGIR AKHTAR, MR. BILAL JAHANGIR, MR. MUHAMMAD NADEEM MONNOO, MR. SULAIMAN SADIQ MONNOO, MR. AHMED SADIQ MONNOO, MR. YUSUF SADIQ MONNOO, MR. AHMED MUHAMMAD, MR. MAQSOOD ISMAIL, MRS. ALMAS MAQSOOD, MR. AHFAZ MUSTAFA AND MR. ASAD IQBAL

CASE: 1103/Merger-CCP/20

Commission


Ms. Shaista Bano Gilani
Acting Chairperson




Ms. Bushra Naz Malik
Member

ORDER

1. On 28th May 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**") from M/s. Act2 Wind (Private) Limited ("**Applicant**" or "**Target**") with regards to an acquisition of % shareholding in the Target from Mr. Adnaan Tapal, Mr. Mustafa Tapal, Mr. Danish Tapal, Mr. Pervaiz Akhtar, Mr. Khurshid Akhtar, Mr. Abdullah Akhtar, Mr. Javed Akhtar, Mr. Farooq Javed, Mr. Mansoor Akhtar, Mr. Zeeshan Mansoor, Mr. Zain Mansoor, Mr. Jahangir Akhtar, Mr. Bilal Jahangir, Mr. Muhammad Nadeem Monnoo, Mr. Sulaiman Sadiq Monnoo, Mr. Ahmed Sadiq Monnoo, Mr. Yusuf Sadiq Monnoo, Mr. Ahmed Muhammad, Mr. Maqsood Ismail, Mrs. Almas Maqsood, Mr. Ahfaz Mustafa and Mr. Asad Iqbal (collectively as "**Sellers**") by Mr. Shaikh Mohammad Tariq, Mr. Farhad Shaikh Mohammad, Mr. Shaikh Mohammad Raffay, Mr. Fawad Jawed, Mr. Faisal Jawed, and Mr. Faraz Jawed (collectively as "**Acquirers**") pursuant to a Share Purchase and Subscription Agreement.
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 the Acquirers: Business individuals.
 - b. For the Sellers: Business individuals.
 - c. For the Target: Wind Power Generation.
 - ii. As per the application, the Acquirers are purchasing % shareholding in the Target from the Sellers. The first phase of the transaction involves transfer of shares from the Sellers to the Acquirers for a total price of PKR /-. In addition to the sale of shares by the Sellers, the Target company is desirous of raising finances for the project by issuing /- (million four hundred thousand six hundred thirty eight only) ordinary shares of PKR 10/- par value to the Acquirers. The total consideration for the transaction will amount to PKR /-.
 - iii. The Target belongs to the relevant product market of "**Renewable Energy - Wind Power Generation**" while the relevant geographic market is "**Pakistan**", excluding areas served by K-Electric. After commencing operations, the Target is likely to have an estimated market share of % in the relevant market.
 - iv. Post-transaction, the market position of the Target will remain unchanged.
 - v. The transaction is not likely to result in the creation or strengthening of a 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 Competition Act 2010 ("**Act**").
3. The order is subject to condition of Applicant submitting an executed version of Share Purchase and Subscription Agreement as soon as it is signed between the parties.
4. In conclusion, the proposed transaction is not likely 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.
5. It is so ordered.

(Ms. Shaista Bano Gilani)
Acting Chairperson

(Ms. Bushra Naz Malik)
Member

the JUNE 5, 2020.

