



BEFORE THE  
COMPETITION COMMISSION OF PAKISTAN

FIRST PHASE REVIEW

IN THE MATTER OF ACQUISITION OF SHAREHOLDING IN  
M/S. JOHNSON AND PHILLIPS (PAKISTAN) LIMITED BY MR. MUHAMMAD  
ANIS MIANOOR

CASE: 1026/Merger-CCP/19

Commission

Ms. Vadiyya S. Khalil  
Chairperson

Muhammad Saleem  
Member



## ORDER

1. On 11<sup>th</sup> March 2019 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**") by Mr. Muhammad Anis Mianoor ("**Applicant**" or "**Acquirer**") where the Acquirer intends to acquire shareholding in M/s. Johnson and Phillips (Pakistan) Limited ("**Target**") from M/s. Etheridge Company Limited ("**Seller**") by entering into the agreement for the Sale and Purchase of Shares. All the requisite information/documents pertaining to the application was completed by the applicant on April 3, 2019.
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 Acquirer: Individual
    - b. For the Target: Manufacturing and installing electrical equipment.
  - ii. The proposed transaction is an acquisition of shareholding in the Target by the Acquirer from the Seller. The reportable product market in this case has been identified as that of "**Distribution and Power Transformer and other Electric related products**" while the relevant geographic market has been identified as "**Pakistan**".
  - iii. Currently, the Target is active in the reportable market and has limited presence. The Target has share in the Transformers segment and a mere in the Switchgears segment.
  - iv. Post-transaction, the market share of the Target will remain the same, however, the Acquirer will have increased ownership and control in the Ultimate Target.
  - 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. 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.
4. It is so ordered.

*Vadiyya S. Khalil*

(Vadiyya S. Khalil)

Chairperson

Islamabad the 17<sup>th</sup> APRIL, 2019.

*M. Saleem*

(Dr. Muhammad Saleem)

Member

