



**BEFORE THE
COMPETITION COMMISSION OF PAKISTAN**

FIRST PHASE REVIEW

**ACQUISITION OF 100% SHAREHOLDING BY M/S. JS BANK LIMITED OF M/S.
BANKISLAMI PAKISTAN LIMITED FROM M/S. EMIRATES NBD BANK PJSC.**

CASE: 1280/Merger-CCP/2022

Commission

Ms. Rahat Kaunain Hassan
Chairperson



Mujtaba Ahmad Lodhi
Member

ORDER

1. On 14th April, 2022 the Competition Commission of Pakistan (“**Commission**”) received a pre-merger application (“**Application**”) 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. JS Bank Limited (“**JS Bank**” or “**Acquirer**”) concerning the proposed acquisition of % shareholding in M/s. BankIslami Pakistan Limited (“**BIPL**” or “**Target**”) from M/s. Emirates NBD Bank PJSC (“**ENBP**” or “**Seller**”). All requisite information/documentation pertaining to the application was completed on 12th May, 2022.
2. The Commission has examined the Application as well as all the documents attached therewith, the information provided by the concerned undertaking and the market scenario. 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: engaged in commercial banking.
 - b. For the Target: engaged in Islamic banking.
 - c. Seller: engaged in corporate banking, consumer banking, treasury activities, Islamic banking and property management.
 - ii. As per the Application, the transaction under consideration is acquisition of shares (% shareholding) of the Target by the Acquirer from the Seller. The total estimated amount under consideration to be paid for shares is approximately PKR /-.
 - iii. The relevant product market in this case has been identified as “**Islamic Banking Services**” and the relevant geographic market is “**Pakistan**”.
 - iv. The Acquirer’s parent company namely M/s. Jahangir Siddiqui & Co. Limited, an investment holding company already holds % shareholding in Target. Post-transaction the Acquirer shall have % shareholding, hence the total group shareholding will be %. The proposed transaction does not result in any change in control and the Target’s market share will remain unchanged at 6.18% in the relevant market.
 - v. There are no overlaps in operations of the undertakings concerned as both operate in different product segments in the banking industry and their respective subsidiaries also operate in different markets.
3. 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.
4. It is so ordered.



Chairperson

(Mr. Mujtaba Ahmad Lodhi)
Member