



**BEFORE THE  
COMPETITION COMMISSION OF PAKISTAN**

**FIRST PHASE REVIEW**

**IN THE MATTER OF ACQUISITION OF     % SHAREHOLDING OF M/S. FINJA  
PRIVATE LIMITED BY M/S. OPAY INTERNATIONAL PTE. LIMITED FROM  
M/S. FINJA, INC., MR. QASHIF SHAHID AND MR. MONIS UR RAHMAAN.**

**CASE: 1384/Merger-CCP/2023**



Commission

Ms. Rahat Kaunain Hassan  
*Chairperson*

## ORDER

1. On 26<sup>th</sup> June 2023 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. OPAY International Pte. Limited ("**Opay**" or "**Acquirer**") whereby the Acquirer intends to acquire % shareholding in M/s. Finja Private Limited ("**Finja**" or "**Target**") from M/s. Finja, Inc., Mr. Qasif Shahid and Mr. Monis ur Rahman (collectively as "**Sellers**") as per the terms of the Share Purchase Agreement dated 23<sup>rd</sup> May 2023 ("**SPA**").
2. 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:
  - i. The business activities of the undertakings concerned are:
    - a) For the Acquirer: Opay is a private company limited by shares, incorporated and existing under the laws of Singapore. It is a holding company owned and controlled by OPay Group, which operates the business of FinTech globally. OPay Group has established M/s. OP Digital Services Private Limited ("**OPay Pakistan**") in Pakistan which has deployed 8,000+ Smart POS Terminals and has on boarded 7,400 merchants, in collaboration with commercial banks.
    - b) For the Target: Finja is a private limited company existing under the laws of Pakistan. It is engaged in the business of financial technology solutions, software development and consultancy in information technology. The company is operating as an Electronic Money Institution (EMI) under Regulations for Electronic Money Institutions issued by the State Bank of Pakistan in 2019.
  - ii. As per the Application, the Acquirer is intending to acquire % shareholding in the Target from the Sellers as per the SPA. The value of the transaction is USD (approximately PKR -).
  - iii. The relevant product market in this case has been identified as "**Electronic Money Institution (EMI)**" while the relevant geographic market is set to Pakistan. Based on the supplied data, the State Bank of Pakistan (SBP) has issued four (4) commercial EMI licenses since the introduction of EMI Regulations in 2019.
  - iv. As submitted, the total number of EMI Accounts (wallets) in Pakistan were till March 2023. The Target has wallets, giving it an estimated market share of under %. Following the transaction, the Target's position will not be affected, however, Acquirer will enter the EMI sector of Pakistan.
3. The proposed transaction does not meet the presumption of dominance as determined under Section 2(1)(e) read with Section 3 of the Act. Hence, it is hereby authorized under Section 31(1)(d)(i) of the Act.



4. In the subject transaction, matters which may fall outside the scope of the Commission's purview, remain subject to applicable laws.
5. It is so ordered.

  
(Ms. Rahat Kaunain Hassan)  
*Chairperson*

Islamabad the July 13<sup>th</sup>

