



**BEFORE THE
COMPETITION COMMISSION OF PAKISTAN**

FIRST PHASE REVIEW

**IN THE MATTER OF ACQUISITION OF CERTAIN ASSETS (CLAFORAN) BY M/S.
HOECHST PAKISTAN LIMITED FROM M/S. SANOFI AVENTIS DEUTSCHLAND
GMBH.**



CASE: 1469/Merger-CCP/2024



**Dr. Kabir Ahmed Sidhu
Chairman**

ORDER

1. On 8th August, 2024 the Competition Commission of Pakistan (hereafter the “**Commission**”) received a pre-merger application (hereafter the “**Application**”) from M/s. Hoechst Pakistan Limited (hereafter “**the Acquirer**”).
2. The Application was made pursuant to Section 11 of the Competition Act, 2010 (hereafter the “**Act**”) read in conjunction with Regulation 6 of the Competition (Merger Control) Regulations, 2016 (hereafter the “**Merger Regulations**”).
3. The proposed transaction entails the acquisition of trademarks related to Claforan from M/s. Sanofi Aventis Deutschland GMBH (hereafter “**the Seller**”) pursuant to the Trademark Assignment Agreements dated July 25, 2024 (hereafter the “**Agreement**”).
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 Commission carried out Phase I competition assessment of the intended transaction which has revealed business activities of the undertakings concerned as follows:
 - 4.1. The Acquirer: M/s. Hoechst Pakistan Limited is a publicly listed company incorporated under the laws of Pakistan, engaged in the manufacturing, selling and trading of pharmaceutical and related products.
 - 4.2. The Seller: M/s. Sanofi Aventis Deutschland GMBH is a limited liability unlisted company registered under the laws of Germany. Its primary activity is manufacturing and distribution of pharmaceutical products in Germany.
5. As per the Agreement, the Acquirer is proposing to acquire trademarks related to Claforan from the Seller. Total consideration for the proposed acquisition is (approx. PKR) which is deemed to be transaction value.
6. The relevant product market, in this case has been identified as “**Systemic Antibiotics**” (Claforan) while the relevant geographic market is “**Pakistan**”.
7. The Acquirer and Seller are both active in the same therapeutic class with a different brand name making it a horizontal merger. The total estimated market share of the Acquirer is % which will remain unchanged post-transaction as the Acquirer is currently manufacturing the product under the license from the Seller.
8. 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, the said transaction is hereby authorized under Section 31(1)(d)(i) of the Act.
9. Notwithstanding the above, matters which may fall outside the scope of the Commission’s purview, remain subject to applicable laws.
10. It is so ordered.


Dr. Kabir Ahmed Sidhu
Chairman
Islamabad the October 17, 2024.

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