



BEFORE THE
COMPETITION COMMISSION OF PAKISTAN

FIRST PHASE REVIEW

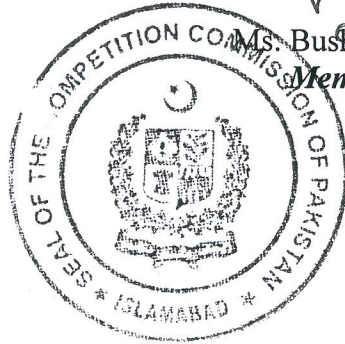
IN THE MATTER OF ACQUISITION OF 100% SHARE CAPITAL OF M/S. TPL
INSURANCE LIMITED BY M/S. DEG- DEUTSCHE INVESTITIONS – und
Entwicklungsgesellschaft mbH

CASE: 1122/Merger-CCP/20

Commission

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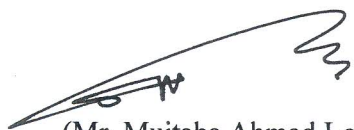
Mr. Mujtaba Ahmad Lodhi
Member



Ms. Bushra Naz
Member

ORDER

1. On 22nd December, 2020 the Competition Commission of Pakistan ("**Commission**") received a pre-merger application ("**Application**") submitted by M/s. TPL Insurance Limited ("**TPL**" or "**Target**") of its proposed acquisition of _____% share capital by DEG- Deutsche Investitions – und Entwicklungsgesellschaft mbH ("**DEG**" or "**Acquirer**") pursuant to Section 11 of the Competition Act, 2010 ("**Act**") read with Regulation 6 of the Competition (Merger Control) Regulations, 2016 ("**Merger Regulations**") pursuant to Share Subscription Agreement ("**Agreement**"). Upon preliminary investigation, it was found that some required information was missing and the last correspondence in relation to missing information was received on December 30, 2020.
2. The Commission has examined the Application as well as all the documents attached therewith, the market scenario, and made 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 Acquirer: It is a development financing institution with a development policy mandate to promote the expansion of the private sector in developing and emerging market countries.
 - b. For Target: Provision of non-life insurance related products in Pakistan
 - ii. Pursuant to the Agreement, the proposed transaction is an equity investment in _____ shares which are equivalent to _____% shareholding in the Target. The transaction value can be estimated to be PKR _____. As per the Applicant, the funds will be remitted from abroad for this purpose and will be converted into equivalent Pakistani rupees on the closing date of the Agreement.
 - iii. The relevant market in this case has been identified as "**Non-life Insurance Market (General Insurance)**". Based on the data from The Insurance Association of Pakistan, for the period ended June 30, 2020, the estimated market share of Target is: _____%.
3. In conclusion, the proposed transaction does not meet the presumption of dominance as determined under Section (2) (1) (e) read with Section 3 of the Competition Act 2010 ("**Act**"). The proposed transaction is hereby authorized under Section 31 (1) (d) (i) of the Act.
4. It is so ordered.



(Mr. Mujtaba Ahmad Lodhi)
Member



(Ms. Bushra Naz)
Member

Islamabad the 6th January, 2021.

