



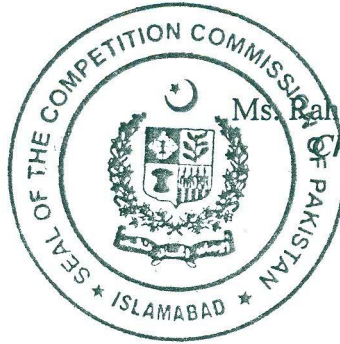
BEFORE THE  
COMPETITION COMMISSION OF PAKISTAN

FIRST PHASE REVIEW

IN THE MATTER OF ACQUISITION OF % SHAREHOLDING BY M/S. SNA  
EQUITY SDN BHD OF M/S. GAMALUX OLEOCHEMICALS LIMITED FROM MR  
AFTAB BHATTI AND MR. EJAZ BHATTI.

CASE: 1351/Merger-CCP/2023

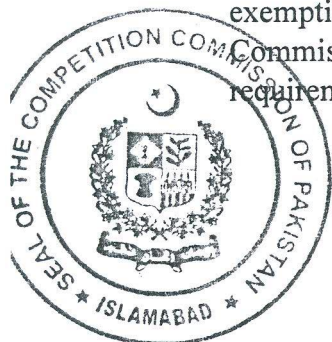
Commission



  
Ms. Rahat Kaunain Hassan  
Chairperson

## ORDER

1. On 10<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**") jointly from M/s. SNA Equity SDN BHD ("**SESB**" or "**Acquirer**") and M/s. Gamalux Oleochemicals Limited ("**Gamalux**" or "**Target**"), concerning the proposed acquisition of % shareholding of the Target by the Acquirer from Mr Ejaz Bhatti ("**Mr. Ejaz**" or "**Seller-1**") and Mr. Aftab Bhatti ("**Mr. Aftab**" or "**Seller-2**") collectively as ("**Sellers**"), in accordance with the Share Purchase Agreement and Share Subscription Agreement ("**Agreements**"). All requisite information pertaining to the Application was completed on 08<sup>th</sup> March 2023.
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: a company incorporated in Malaysia that is involved in providing investment advisory/consultancy services and includes carrying out lending, borrowing and advancing money.
    - b. For the Target: a public limited company incorporated in Pakistan that is engaged in manufacturing and selling of beauty soaps, laundry soaps and glycerin.
    - c. For the Sellers: Current shareholders of the Target.
  - ii. As per the Application, the transaction under consideration is the acquisition of ordinary shares ( % shareholding) of the Target by the Acquirer. The total estimated amount under consideration to be paid for shares is PKR
  - iii. The relevant product markets in this case have been identified as "**Manufacturing of beauty soap, laundry soap and Glycerin**" and the relevant geographic market is "**Pakistan**".
  - iv. The Acquirer is not operational in the relevant market of Pakistan. Hence, Post-transaction market share of the Target is likely to remain unchanged at % in toilet soaps, % in laundry soaps and nil in Glycerin as it has recently started its manufacturing.
3. Ancillary restrictions have been reported with this transaction, which may require exemption under Section 5 of the Act, read with Regulation 4 of the Competition Commission (Exemption) Regulations 2020. This Order is without prejudice to any such requirements.



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



(Ms. Rahat Kaunain Hassan)

**Chairperson**

Islamabad the March 13<sup>th</sup>, 2023.

