



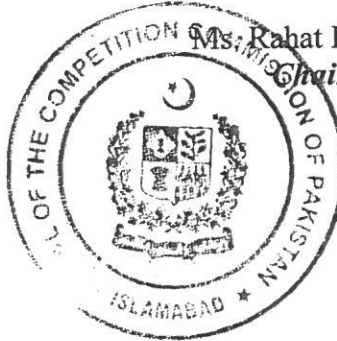
BEFORE THE
COMPETITION COMMISSION OF PAKISTAN

FIRST PHASE REVIEW

IN THE MATTER OF ACQUISITION OF % SHAREHOLDING BY M/S.
UNIVERSAL NETWORK SYSTEMS LIMITED OF M/S. UNIVERSAL FREIGHT
SYSTEMS (PRIVATE) LIMITED FROM MR. SALIM RAJABALI BAXAMOOSA,
MR. IMRAN BAXAMOOSA, MR. ALI AAMER BAXAMOOSA AND MR. MUSHTAQ
AHMED.

CASE: 1370/Merger-CCP/2023

Commission



Ms. Rahat Kaunain Hassan
Chairperson

ORDER

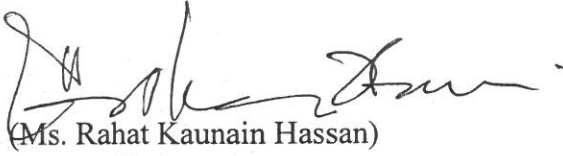
1. On 27th April, 2023 the Competition Commission of Pakistan ("**Commission**") received a pre-merger application ("**Application**") pursuant to Section 11 of the Competition Act, 2010 ("**Act**") read with Regulation 6 of the Competition (Merger Control) Regulations, 2016 ("**Merger Regulations**") from M/s. Universal Network Systems Limited ("**UNSL**" or "**Acquirer**") concerning the proposed acquisition of % shareholding in M/s. Universal Freight Systems (Private) Limited ("**UFSPL**" or "**Target**") from Mr. Salim Rajabali Baxamoosa ("**Mr. Salim**" or "**Seller-1**"), Mr. Imran Baxamoosa ("**Mr. Imran**" or "**Seller-2**"), Mr. Ali Aamer Baxamoosa ("**Mr. Ali**" or "**Seller-3**") and Mr. Mushtaq Ahmed ("**Mr. Mushtaq**" or "**Seller-4**"), collectively as ("**Sellers**"). All requisite information/documentation pertaining to the Application was completed on 18th May, 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: established in Pakistan as a private limited company on December 12, 2005 under the Companies Ordinance, 1984 (now Companies Act, 2017). In 2021, the Acquirer was converted into a public limited company under the Companies Act, 2017, and subsequently listed on the Pakistan Stock Exchange Limited. It is engaged in the provision of cargo-related services, serving as a cargo forwarder and offering both domestic and international courier and allied services to its clientele.
 - b. For the Target: engaged in freight forwarding in Pakistan.
 - c. For the Sellers: current shareholders of the Target.
 - ii. As per the Application, the transaction under consideration is the total acquisition of shares (% shareholding) of the Target by the Acquirer. The total estimated amount under consideration to be paid for shares is approximately PKR -
 - iii. The relevant market in this case has been identified as "**Freight Forwarding**" and the relevant geographic market is "**Pakistan**".
 - iv. As per the Applicant, the Target is involved in Freight Forwarding where the market is unregulated and highly fragmented having more than 850+ companies registered as members¹. The Acquirer is a customer of the Target where the respective market share is minimal i.e., %. Through the proposed transaction, the Acquirer will have % shareholding in the Target, however market share of the Target will remain unchanged at % in the relevant market.

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 11(1)(c)(i) of the Act.



Registered with the Pakistan International Freight Forwarders Association

4. In the subject transaction, matters which may fall outside the scope of the Commission's purview shall be handled in accordance with the applicable laws.
5. It is so ordered.



(Ms. Rahat Kaunain Hassan)

Chairperson



Islamabad the MAY 22nd, 2023.