



BEFORE THE
COMPETITION COMMISSION OF PAKISTAN

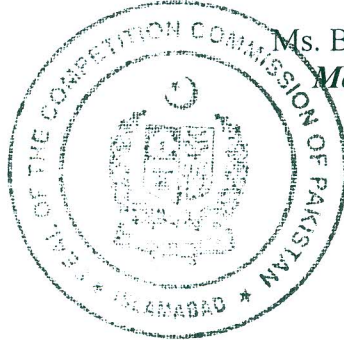
FIRST PHASE REVIEW

IN THE MATTER OF ACQUISITION OF -- % SHAREHOLDING IN M/S. MAXIM
AGRI (PRIVATE) LIMITED BY M/S. TBL AGRO VENTURES B.V. FROM M/S.
BABAR ALI FOUNDATION.

CASE: 1185/Merger-CCP/2021

Commission

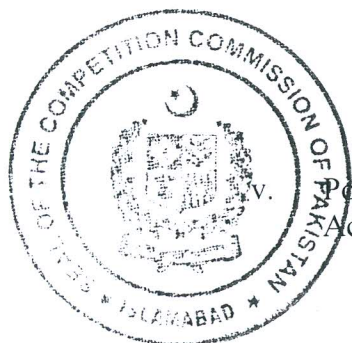
Ms. Shaista Bano
Member



Ms. Bushra Naz
Member

ORDER

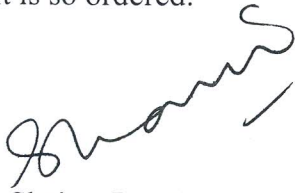
1. On June 14, 2021 the Competition Commission of Pakistan ("**Commission**") received a pre-merger application ("**Application**") of a proposed acquisition pursuant to Section 11 of the Competition Act, 2010 ("**Act**") read with Regulation 6 of the Competition (Merger Control) Regulations, 2016 ("**Merger Regulations**") whereby M/s. TBL Agro Ventures B.V. ("**Acquirer**" or "**Applicant**") intends to acquire % shareholding in M/s. Maxim Agri (Private) Limited ("**Target**") from M/s. Babar Ali Foundation ("**Seller**") pursuant to a Share Purchase Agreement. All requisite information/documentation pertaining to the application was completed on June 22, 2021.
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 an 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 the Acquirer: Investment holding company
 - b. For the Target: Engaged in a range of agricultural businesses.
 - c. For the Seller: A charitable society set up for maintaining institutions of learning, promotion of cultural activities and conservation efforts in Pakistan.
 - ii. The proposed transaction involves the Acquirer purchasing % shareholding in the Target from the Seller. The total consideration is valued at US\$ 750,000 (equivalent to PKR 110,000,000) as at 22/06/2021). After the consummation of the transaction, the Acquirer will hold % shareholding in the Target.
 - iii. The Reportable Product markets in this case have been identified as of "**Import and Sale of Bovine Semen**" and "**Import and Sale of Milking & Dairy Farming Equipment**" while Relevant Product markets are identified as of "**Manufacture and Sale of Cattle Feed and Nutraceuticals**" and "**Sale of Fodder Seeds**" whereas the relevant geographic market is "**Pakistan**". The Acquirer belongs to a group which has another entity by the name of M/s. ProFarm (Pakistan) Limited ("**ProFarm**") also active in the agribusiness sector of Pakistan.
 - iv. Based on the data provided in the application, the Target and ProFarm have the following market shares;
 - A. Import and Sale of Bovine Semen: Target % - Profarm %
 - B. Import and Sale of Milking & Dairy Farming Equipment:
 - a) Milk Lines - Target has less than % share
 - b) Bucket Milking System Machines – Target has approximately % market share while ProFarm has approximately % market share.
 - c) Mobile Milking units - Target has approximately % market share while ProFarm has approximately % market share.
 - d) Dairy Farms – Target has approximately % market share
 - C. Manufacture and Sale of Cattle Feed and Nutraceuticals: Target %
 - D. Sale of Fodder Seeds: Target %



Post-transaction, the market share of the Target will remain unchanged, however, Acquirer and its group will have increased stake in the markets.

3. In conclusion, the intended transaction, does not meet the presumption of dominance as determined under Section (2) (1) (e) read with Section 3 of the Act. The proposed transaction is hereby authorized under Section 31 (1) (d) (i) of the Act.

4. It is so ordered.



(Ms. Shaista Bano)
Member



(Ms. Bushra Naz)
Member

Islamabad the JUNE 23, 2021.

