



BEFORE THE
COMPETITION COMMISSION OF PAKISTAN

FIRST PHASE REVIEW

IN THE MATTER OF ACQUISITION OF % SHAREHOLDING OF M/S.
ADVANS PAKISTAN MICROFINANCE BANK LIMITED BY M/S. MNT – HALAN
PAK B.V FROM M/S. ADVANS S.A SICAR.

CASE: 1404/Merger-CCP/2023



Dr. Kabir Ahmed Sidhu
Chairman


Mr. Saeed Ahmed Nawaz
Member

ORDER

1. On 10th October, 2023 the Competition Commission of Pakistan (hereafter the "Commission") received a pre-merger application (hereafter the "Application") from M/s. MNT – Halan Pak B.V (hereafter the "MNT" or "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 acquisition of % shareholding of M/s. Advans Pakistan Microfinance Bank Limited (hereafter the "Advans Pak" or "Target") by the Acquirer from M/s. Advans S.A SICAR (hereafter the "Advans S.A" or "Seller"). All requisite information/documentation pertaining to the Application was completed on 14th December, 2023.
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 Phase I competition assessment of the intended transaction has revealed the following facts:

4.1. The business activities of the undertakings concerned are:

- a) Acquirer: A holding company incorporated in Netherlands and is engaged in financial services through its Pakistani subsidiaries namely M/s. Halan Wallet (Private) Limited and M/s. Halan Finance Limited.
- b) Target: A public unlimited company incorporated in Pakistan and is engaged in microfinance banking services.
- c) Seller: A company incorporated under the laws of Luxembourg and is engaged in providing financial services to its customers.

4.2. As submitted in the Application and set out in the Sale Share Agreement, the Acquirer intends to acquire shares of the Target from the Seller. The total estimated amount under consideration to be paid for % shareholding is EUR (PKR (-)).

4.3. The relevant product market in this case has been identified as "Microfinance Banking" and the relevant geographic market is "Pakistan".

4.4. As per the Application, the Target's market share is % in the relevant market. There are no overlaps between the merging parties, hence post-transaction, market conditions will remain unchanged.

5. 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.

6. 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, it is hereby authorized under Section 31(1)(d)(i) of the Act.

7. In the subject transaction, matters which may fall outside the scope of the Commission's purview, remain subject to applicable laws.

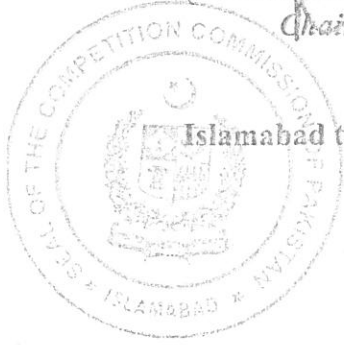
8. It is so ordered.

(Dr. Kabir Ahmed Sidhu)

Chairman

(Mr. Saeed Ahmad Nawaz)

Member



Islamabad the January 26th, 2024.