



BEFORE THE  
COMPETITION COMMISSION OF PAKISTAN

FIRST PHASE REVIEW

IN THE MATTER OF ACQUISITION OF APPROXIMATELY % OF THE  
PAID-UP ORDINARY SHARE CAPITAL OF M/S. SINDH ENGRO COAL MINING  
COMPANY LIMITED BY M/S. INTERNATIONAL ELECTRIC POWER (PRIVATE)  
LIMITED FROM M/S. ENGRO ENERGY LIMITED.

CASE: 1459/Merger-CCP/2024

Dr. Kabir Ahmed Sidhu  
*Chairman*




## ORDER

1. On 24<sup>th</sup> June, 2024 the Competition Commission of Pakistan (hereafter the “**Commission**”) received a pre-merger application (hereafter the “**Application**”) from M/s. International Electric Power (Private) Limited (hereafter the “**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 intended acquisition of approximately % of the paid-up ordinary share capital of M/s. Sindh Engro Coal Mining Company Limited (hereafter the “**Target**”) from M/s. Engro Energy Limited (hereafter the “**Seller**”) pursuant to a Share Purchase Agreement dated 4<sup>th</sup> April, 2024 (hereafter the “**SPA**”). Upon preliminary investigation, it was found that, some of the information was missing and the last correspondence concerning missing information was received on 9<sup>th</sup> August 2024.
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 Commission carried out Phase I competition assessment of the intended transaction which has revealed business activities of the undertakings concerned as follows:
  - 4.1. The Acquirer: M/s. International Electric Power (Private) Limited is a private limited company incorporated under the laws of Pakistan on 24<sup>th</sup> March 2024, specifically to acquire certain shares of the Target. It is jointly owned by M/s. Liberty Power Holding (Private) Limited which holds % of the shares, M/s. Soorty Enterprises (Private) Limited which owns % while the remaining % is owned by M/s. Procon Engineering (Private) Limited.
  - 4.2. The Target: M/s. Sindh Engro Coal Mining Company Limited is a public unlisted company incorporated under the laws of Pakistan, engaged in mining and supplying coal.
  - 4.3. The Seller: M/s. Engro Energy Limited is an unlisted public company incorporated under the laws of Pakistan. It is a wholly owned subsidiary of M/s. Engro Corporation Limited and acts as a holding company for investments in the power sector.
5. As submitted in the Application and set out in the SPA, the proposed merger involves acquisition of up to shares, representing % shareholding, in the Target by the Acquirer from the Seller. The consideration value of the transaction is PKR
6. The relevant market in this case includes product market being identified as “**Coal Mining**” while the geographic market is “**Pakistan**”. The Target comes under the authority of Thar Coal Energy Board and Government of Sindh, for determining the price of coal for Thar-coal based power plants.



7. As per the Application, the Target's market share as per its production is % which shall remain the same post-transaction, while the Acquirer will gain presence in the coal sector.
8. 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, the said transaction is hereby authorized under Section 31(1)(d)(i) of the Act.
9. Notwithstanding the above, matters which may fall outside the scope of the Commission's purview, remain subject to applicable laws
10. It is so ordered.



Dr. Kabir Ahmed Sidhu  
*Chairman*

Islamabad the

September 6

