



BEFORE THE
COMPETITION COMMISSION OF PAKISTAN

FIRST PHASE REVIEW

IN THE MATTER OF ACQUISITION OF % SHAREHOLDING OF M/S. PAKHEIM
INTERNATIONAL PHARMA (PVT) LIMITED BY M/S. CITI PHARMA LIMITED

CASE: 1614/Merger-CCP/2026




Ms. Bushra Naz Malik
Member

ORDER

1. The Competition Commission of Pakistan (the “Commission”) received a pre-merger application (the “Application”) pertaining to the proposed acquisition of M/s. Pakheim International Pharma (Pvt) Limited (the “Target”) by M/s. Citi Pharma Limited (the “Acquirer”) pursuant to the Share Purchase Agreement dated 6th May, 2026 (the “Agreement”). The Application was submitted to the Commission by the Acquirer.
2. The Application was filed under Section 11 of the Competition Act, 2010 (the “Act”) read with Regulation 6 of the Competition (Merger Control) Regulations, 2016 (the “Merger Regulations”).

Merger Parties

Acquirer

3. M/s. Citi Pharma Limited is a public listed company incorporated on 8th October, 2012 under the laws of Pakistan. It is engaged in manufacturing and sale of pharmaceuticals, medical chemicals and botanical products.

Target

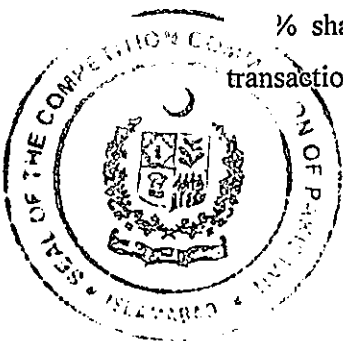
4. M/s. Pakheim International Pharma (Pvt) Limited is a private limited company incorporated on 26th February, 2007 under the laws of Pakistan. It is engaged in manufacturing and sale of pharmaceutical products.

Sellers

5. Sellers comprise four individuals namely Mr. Mossadaq Farhan, Mr. Arif Ahmed Khawaja, Mr. Muhammad Mustafiz ur Rehman and Mr. Muhammad Ijaz Nasir

Transaction

6. It is an acquisition whereby the Acquirer intends to acquire the entire shareholding of the Target.
7. Total consideration for the proposed acquisition of _____ ordinary shares, representing _____ % shareholding of the Target, is PKR _____/- which is deemed to be the transaction value. (the “Transaction”).



13. In FY 2025, the Target sales in Anti-Ulcer Formulations were PKR /-. During the same period estimated industry sales were PKR /-. Accordingly, the estimated market share of the Target is estimated to be %. In FY 2025, the Acquirer did not report any sales in Anti-Ulcer Formulations.

14. In FY 2025, the Target sales in Pain Killer Formulations were PKR /-. During the same period estimated industry sales were PKR /-. Accordingly, the estimated market share of the Target is estimated to be %. In FY 2025, Acquirer sales in Pain Killer Formulations were PKR /-. Accordingly, the estimated market share of the Acquirer is estimated to be %.

15. In FY 2025, the Target sales in Anti-Allergic Formulations were PKR /-. During the same period estimated industry sales were PKR /-. Accordingly, the estimated market share of the Target is estimated to be %. In FY 2025, the Acquirer did not report any sales in Anti-Allergic Formulations.

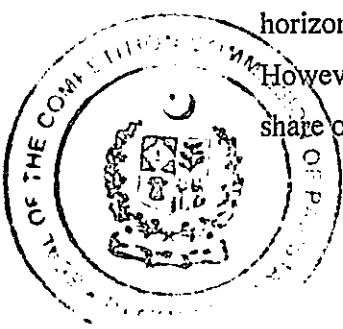
16. In FY 2025, the Target sales in Anti-Diabetic Formulations were PKR /-. During the same period estimated industry sales were PKR /-. Accordingly, the estimated market share of the Target is estimated to be %. In FY 2025, Acquirer sales in Anti-Diabetic Formulations were PKR /-. Accordingly, the estimated market share of the Acquirer is estimated to be %.

17. Post-Transaction, market share of the Acquirer will increase in Antibiotic Formulations, Pain Killer Formulations and Anti-Diabetic Formulations to %, % and % respectively, whereas, market share in Anti-Ulcer Formulations and Anti-Allergic Formulations will remain unchanged.

Competition Analysis

18. The proposed transaction relates to the acquisition of entire shareholding of the Target by the Acquirer.

19. Horizontal overlap is found to exist between the Acquirer and the Target in Antibiotic Formulations, Pain Killer Formulations and Anti-Diabetic Formulations. Further, no horizontal overlap exists in Anti-Ulcer Formulations and Anti-Allergic Formulations. However, overlap, where exists, is assessed to be insignificant given the negligible market share of the Target in relevant markets.



20. Potential vertical relationship is found to exist as the Target uses API for formulation purposes. The Acquirer, being involved in production of API, supplies API to different pharmaceutical companies. However, the Target did not source any API from the Acquirer during the last 2 years. Given the negligible market share of the Target, potential vertical overlap does not raise any anti-competitive concern.
21. Proposed Transaction would enhance the existing market share of the Acquirer in the Antibiotic Formulations, Pain Killer Formulations and Anti-Diabetic Formulations as the Acquirer and the Target are engaged in production and sale of similar products based on therapeutic class. However, the increase in market share is negligible.
22. The Transaction does not create entry barriers and is not anticipated to limit the ability of existing competitors from competing effectively.
23. In light of the foregoing, the Transaction does not raise any competition concerns. Further, the Transaction would not result in Substantial Lessening of Competition (SLC).

Determination

24. The Commission concludes that the Proposed Transaction does not create or strengthen a dominant position in the relevant markets, as defined under Section 2(1) (e) read with Section 11 of the Act and the Merger Regulations. The Proposed Transaction is hereby authorized under Section 31(1) (d) (i) of the Act.
25. Without prejudice, it is hereby clarified that the present assessment is strictly limited to the review of the Transaction under Section 11 of the Act.
26. Notwithstanding the above, matters which may fall outside the scope of the Commission's purview, remain subject to applicable laws, judicial orders and the oversight of relevant regulatory bodies.

27. It is so ordered.

Ms. Bushra Naz Malik

Member

ISLAMABAD, 9th Oct, 2026

