



BEFORE THE
COMPETITION COMMISSION OF PAKISTAN

FIRST PHASE REVIEW

IN THE MATTER OF ACQUISITION OF ADDITIONAL SHARES OF M/S.
FAYSAL BANK LIMITED BY M/S. MAPLE LEAF CEMENT FACTORY LIMITED.

CASE: 1583/Merger-CCP/2025




Ms. Bushra Naz Malik
Member

ORDER

1. On 01 December 2025, the Competition Commission of Pakistan (the "Commission") received a pre-merger application (the "Application") from M/s. Maple Leaf Cement Factory Limited (the "Acquirer" or the "Applicant"), seeking approval of acquisition of shares of M/s. Faysal Bank Limited (the "Target"). The transaction involves the acquisition of additional shareholding in the Target through Pakistan Stock Exchange (the "Transaction"), as per Resolutions of Board of Directors of the Acquirer dated 16 May 2025 and 16 June 2025 (the "Resolutions").
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. Maple Leaf Cement Factory Limited (MLCF) is a public listed company incorporated under the laws of Pakistan on 13 April 1960. It is engaged in the manufacturing and sale of cement and related products.

Target

4. M/s. Faysal Bank Limited (FABL) is a public listed company incorporated under the laws of Pakistan on 03 October 1994. FABL conducts banking business in accordance with the provisions of the Banking Companies Ordinance, 1962, encompassing corporate, commercial, consumer, and retail banking services, in addition to investment banking and wealth management activities.

Transaction

5. As outlined in the Application, the proposed Transaction involves the Acquirer purchasing an additional shareholding in the Target through open market Transaction. Since the Acquirer already owns shareholding in the Target¹, this acquisition will increase its total shareholding to , as decided in the Resolutions.

¹ The transaction pertaining to acquisition of shares has already been consummated and an application under Section 11(12) of the Competition Act, 2010 was processed by the Commission. Respective order was issued on 26 February 2026.

The total amount to be paid for the proposed acquisition of additional shares is approximately PKR _____ which represents the Transaction value.

Phase-I Competition Assessment

Procedural Review

6. Based on the Application and the subsequent information obtained thereto, the Commission conducted a Phase-I competition assessment of the Application, including supporting documentation, to evaluate compliance with the Act and Merger Regulations, particularly focusing on potential competitive concerns, including the likelihood of the creation or strengthening of a dominant position in the relevant market post-Transaction.

Relevant Market

7. The Acquirer is primarily engaged in the business of manufacturing of cement and allied products, whereas, the Target is active in provision of banking services.
8. Both the Target and the Acquirer have operations all across Pakistan, in their respective sectors/ lines of businesses.
9. In the light of the above, the relevant product market in this case has been identified as "Commercial Banking" while the relevant geographic market is "Pakistan".

Market Share

10. Based on the information provided in the Application, the Target estimates that its market share in Pakistan for the year 2024 will be approximately _____ in the commercial banking sector, based on total banking sectors deposits. The estimate has been provided by Pakistan Credit Rating Agency Limited in their May 2025 report of the Banking sector (Commercial Banks).

Within the cement sector, the Acquirer maintains a market share of approximately _____. Accordingly, the business operations of both parties are entirely distinct and unrelated.

Competition Analysis

No horizontal or vertical relationship exist between the Merger Parties in the relevant market. Accordingly, the business operations of both parties are entirely distinct and unrelated, other than the existing _____ shares held by the Acquirer in the Target, for



which a simultaneous approval has been granted by the Commission. The Transaction does not pose a threat or risk of substantially lessening competition in relevant market. It does not create entry barriers or significantly enhance the market power of the Merger Parties, post-Transaction.

Determination

13. The Commission concludes that the Transaction does not create or strengthen a dominant position in the relevant market, as defined under Section 2(1)(e) read with Section 11 of the Act and the Merger Regulations. The Transaction is hereby authorized under Section 31(1)(d)(i) of the Act.
14. 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.
15. It is so ordered.



Ms. Bushra Naz Malik
Member

