



BEFORE THE  
COMPETITION COMMISSION OF PAKISTAN

FIRST PHASE REVIEW

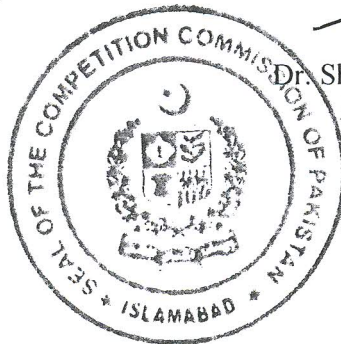
IN THE MATTER OF ACQUISITION OF M/S. BOXER PARENT COMPANY INC.  
BY M/S. KKR & CO. L.P.

CASE: 979/Merger-CCP/18

Commission

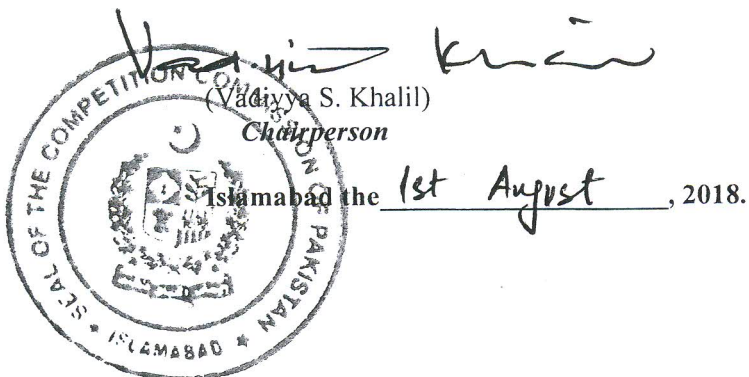
  
Ms. Vadiyya S. Khalil  
*Chairperson*

  
Dr. Shahzad Ansar  
*Member*



## ORDER

1. On 6<sup>th</sup> July 2018 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**") by M/s KKR & Co. L.P. ("**Applicant**" or "**Ultimate Acquirer**") through M/s. Banff Parent Inc. ("**Direct Acquirer**") of M/s. Boxer Parent Company Inc. ("**Target**") by way of merger between Target and M/s. Banff Merger Sub Inc. ("**Merger Sub**") with the Target being the surviving entity as a wholly-owned subsidiary of Direct Acquirer.
2. The Commission has examined the Application as well as all the documents attached therewith, the market scenario, and its observations on the basis of independent research/investigation in the relevant market. The Phase I competition assessment of the intended acquisition has resulted in the following findings:
  - i. The business activities of the undertakings concerned are:
    - a. For the Ultimate Acquirer: manages multiple alternative asset classes, including private equity, energy, infrastructure, real estate, credit and, through its strategic partners, hedge funds.
    - b. For the Direct Acquirer: It is a special purpose vehicle set up by the Ultimate Acquirer for the purposes of this transaction.
    - c. For the Merger Sub: A wholly owned subsidiary of the Direct Acquirer, being a special purpose vehicle set up by the Ultimate Acquirer for the purposes of this transaction.
    - d. For the Target: infrastructure software development which consists of Mainframe, Workload Automation, IT Service Management/IT Asset Management and Performance & Compliance
  - ii. The proposed transaction is an acquisition of the Target by the Ultimate Acquirer. The reportable product market in this case has been identified as that of "**Infrastructure Software**" while the relevant geographic market has been identified as "**Pakistan**".
  - iii. Currently, the Ultimate Acquirer is active in the reportable market through one of its controlled portfolio companies, Cherwell Software LLC, while the Target has limited presence.
  - iv. The transaction is not likely to result in the creation or strengthening of a dominant position in the relevant market. The intended merger does not meet the presumption of dominance as determined under Section (2) (1) (e) read with Section 3 of the Competition Act 2010 ("**Act**").
3. The applicant is also hereby instructed to submit an Exemption Application to obtain an exemption under Section 5 of the Competition Act, 2010 read with Regulation 4 of the Competition (Exemption) Regulations, 2014.
4. In conclusion, the proposed transaction is not likely to substantially lessen competition through the creation or strengthening of a dominant position in the relevant market. The proposed transaction is hereby authorized under Section 31 (1) (d) (i) of the Act.
5. It is so ordered.



(Dr. Shahzad Ansar)  
Member