



**BEFORE THE  
COMPETITION COMMISSION OF PAKISTAN**

**FIRST PHASE REVIEW**

**IN THE MATTER OF SUBSCRIPTION OF % SHAREHOLDING OF M/S. QISTBAZAAR  
(PRIVATE) LIMITED BY M/S. BANK ALFALAH LIMITED.**

**CASE: 1378/Merger-CCP/2023**

Commission



**Dr. Kabir Ahmed Sidhu  
Chairman**

## ORDER

1. On 29<sup>th</sup> May, 2023 the Competition Commission of Pakistan ("**Commission**") received a pre-merger application ("**Application**") from M/s. QistBazaar (Private) Limited ("**Target**"). The Application was made pursuant to Section 11 of the Competition Act, 2010 ("**Act**") read in conjunction with Regulation 6 of the Competition (Merger Control) Regulations, 2016 ("**Merger Regulations**").
2. The proposed transaction entails subscription of % shareholding of the Target by M/s. Bank Alfalah Limited ("**Acquirer**") as per "Advance Against Share Agreement" ("**Agreement**") dated 4<sup>th</sup> May, 2023. All requisite information/documentation pertaining to the Application was completed on 4<sup>th</sup> October, 2023.
3. 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:
  - 3.1. The business activities of the undertakings concerned are:
    - a. The Acquirer: A public listed company incorporated in Pakistan and is engaged in commercial banking and related services.
    - b. The Target: A private limited company incorporated in Pakistan and is engaged in the sale of electronics and home appliances on installments.
  - 3.2. As submitted in the Application and set out in the Agreement, the transaction relates to the subscription of shares (representing % shareholding) of the Target by the Acquirer. Total amount under consideration to be paid for said shares is PKR The transaction will entitle the Acquirer to nominate 1 out of 5 directors of the Target.
  - 3.3. The relevant service market in this case has been identified as "**Buy Now Pay Later Service**" and the relevant geographic market is "**Pakistan**".
  - 3.4. As submitted in the Application, the Target has an estimated market share of % in the relevant market, whereas the Acquirer has an estimated market share of % in the relevant market of installment purchases through their credit card or app/web portal of Alfa Mall which is exclusive to the credit card holders of the Acquirer.
4. Ancillary restrictions have been reported in this transaction, which may require exemption under Section 5 of the Act, read with Regulation 4 of the Competition Commission (Exemption) Regulations 2020. This Order is without prejudice to any such requirements.
5. 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.
6. In the subject transaction, matters which may fall outside the scope of the Commission's purview, remain subject to applicable laws.

7. It is so ordered.



(Dr. Kabir Ahmed Sidhu)

**Chairman**

Islamabad the 12<sup>th</sup> October, 2023.

