



BEFORE THE
COMPETITION COMMISSION OF PAKISTAN

FIRST PHASE REVIEW

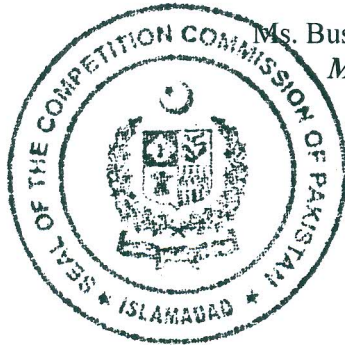
IN THE MATTER OF ACQUISITION OF ORDINARY SHARES OF M/S.
HYUNDAI OILBANK CO., LTD. BY M/S. ARAMCO OVERSEAS COMPANY B.V.

CASE: 1048/Merger-CCP/19

Commission

Ms. Vadiyya S. Khalil
Chairperson

Ms. Bushra Naz Malik
Member



ORDER

1. On 18th July 2019 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**") where M/s. Aramco Overseas Company B.V ("**Acquirer**" or "**Applicant**") will acquire shareholding in M/s. Hyundai Oilbank Co., Ltd ("**Target**") from M/s. Hyundai Heavy Industries Holdings Co., Ltd ("**Seller**"). All the requisite information pertaining to the application was completed by the applicant on August 16, 2019.
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 transaction has resulted in the following findings:
 - i. The business activities of the undertakings concerned are:
 - a. For the Acquirer: Invests in infrastructure and energy related projects and companies in Europe and Asia.
 - b. For Target: A petroleum and refinery company with diversified businesses through vertical integration.
 - c. For the Seller: A holding company engaged in the shipbuilding and robotics business.
 - ii. The proposed transaction consists of the Acquirer intending to acquire ordinary shares of the Target from the Seller, representing of the total issued ordinary shares of the Target.
 - iii. The Target is active in Pakistan and is engaged in the relevant product market of "**Automotive Lubricants**" having a geographic market identified as of "**Pakistan**". Currently the Target holds market share in the product market.
 - iv. Post-transaction, although the market position is unlikely to change, the Acquirer will gain presence in the product market.
 - v. 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. 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.
4. It is so ordered.



(Vadiyya S. Khalil)
Chairperson



(Ms. Bushra Naz Malik)
Member

Islamabad the 18th September, 2019.

