



BEFORE THE
COMPETITION COMMISSION OF PAKISTAN

FIRST PHASE REVIEW

IN THE MATTER OF ACQUISITION OF SHAREHOLDING BY M/S.
CENERGYICO PK LIMITED OF M/S. PUMA ENERGY PAKISTAN (PRIVATE)
LIMITED FROM MR. AMIR WALIUDDIN CHISHTI.

CASE: 1317/Merger-CCP/2022

Commission

Ms. Rahat Kaunain Hassan
Chairperson

Mr. Maitaba Ahmad Lodhi
Member



ORDER

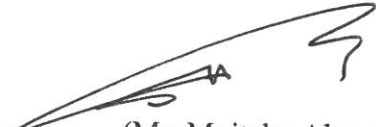
1. On 22nd August, 2022 the Competition Commission of Pakistan ("**Commission**") received a pre-merger application ("**Application**") pursuant to Section 11 of the Competition Act, 2010 ("**Act**") read with Regulation 6 of the Competition (Merger Control) Regulations, 2016 ("**Merger Regulations**") from M/s. Cnergyico PK Limited ("**Cnergyico**" or "**Acquirer**"), concerning the proposed acquisition of % shareholding in M/s. Puma Energy Pakistan (Private) Limited ("**Puma**" or "**Target**") from Mr. Amir Waliuddin Chishti ("**Mr. Amir**" or "**Seller**"), in accordance with the Share Purchase Agreement ("**Agreement**"). All requisite information/documentation pertaining to the Application was completed on 09th December, 2022.
 2. 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:
 - i. The business activities of the undertakings concerned are:
 - a. For the Acquirer: engaged in the business of oil refining and marketing of petroleum products in Pakistan. It also has a wholly owned subsidiary namely M/s. Cnergyico Isomerate Pk (Private) Limited whose principal activity is to establish, erect, run, own, manage and operate isomerization plant and carry on business of blending, refining and processing of petroleum naphtha to produce petroleum products
 - b. For the Target: engaged in the marketing of petroleum products in Pakistan.
 - c. For the Seller: holding % shareholding of the Target.
 - ii. As per the Application, the transaction under consideration is the acquisition of shares (% shareholding) of the Target by the Acquirer, from the Seller. The total estimated amount under consideration to be paid for shares is approximately PKR
 - iii. The relevant market in this case has been identified as the downstream oil and gas segment, i.e., "**marketing of oil/petroleum products**" and the relevant geographic market is "**Pakistan**". There are overlaps in the market as the Acquirer is also involved in the business of marketing of petroleum products.
 - iv. The Acquirer is also involved in the business of oil refining, hence, the reportable market is that of the midstream oil and gas segment, i.e., "**refining of petroleum products**", where its market share is approximately %. Furthermore, the Target is also a customer of the Acquirer, hence, there is a pre-existing vertical relationship between the two.
- As per the Application, pre-transaction market shares of the Target is estimated to %, whereas, the Acquirer's market share is estimated to be % in the relevant market. Hence, post-transaction, the Acquirer's total market share is expected to be %.



3. The proposed transaction does not meet the presumption of dominance as determined under Section 2(1)(e) read with Section 3 of the Act. Hence, it is hereby authorized under Section 31(1)(d)(i) of the Act.
4. In the subject transaction, matters which may fall outside the scope of the Commission's purview, remain subject to applicable laws.
5. It is so ordered.


(Ms. Rahat Kaunain Hassan)

Chairperson



(Mr. Mujtaba Ahmad Lodhi)

Member



Islamabad the December 13th, 2022.



OFFICE OF REGISTRAR

F. No: 1317/Merger/CCP/2022
COMPETITION COMMISSION OF PAKISTAN
GOVERNMENT OF PAKISTAN

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December 16, 2022

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SUBJECT: **PRE-MERGER APPLICATION U/S 11 OF THE COMPETITION ACT, 2010 –
ACQUISITION OF 57.35% SHAREHOLDING BY M/S. CNERGYICO PK
LIMITED OF M/S. PUMA ENERGY PAKISTAN (PRIVATE) LIMITED FROM
MR. AMIR WALIUDDIN CHISHTI**

Dear Sir,

I have been directed to send to you the enclosed certified copy of the first phase review order dated December 13, 2022 passed by the Competition Commission of Pakistan, for your information.

Sincerely,

Amir Zaman
Joint Director (Office of Registrar)