

COMPETITION COMMISSION OF INDIA

9th April, 2013

Combination Registration No. C-2013/03/111

1. On 4th March, 2013, the Competition Commission of India (hereinafter referred to as the “**Commission**”) received a notice jointly filed by Champalal Motilal Steel Company Private Limited (hereinafter referred to as “**CMSL**”), Pheonix Impex Private Limited (hereinafter referred to as “**PIPL**”), Poscho Steels Private Limited (hereinafter referred to as “**PSPL**”) and Akshata Mercantile Private Limited (hereinafter referred to as “**AMPL**”) {hereinafter collectively referred to as “**parties**”}, under sub-section (2) of Section 6 of the Competition Act, 2002 (hereinafter referred to as the “**Act**”), relating to the proposed amalgamation of CMSL, PIPL and PSPL into AMPL, pursuant to a Scheme of Amalgamation under Sections 391 to 394 and other relevant provisions of the Companies Act, 1956, which was approved by the Board of Directors of the parties on 22nd February, 2013.
2. In terms of Regulation 14 of The Competition Commission of India (Procedure in regard to the transaction of business relating to combinations) Regulations, 2011 (hereinafter referred to as “**Combination Regulations**”), on 6th March, 2013, the parties were required to remove certain defect(s) in the notice and furnish the required information latest by 13th March, 2013, which was finally furnished by the parties on 2nd April, 2013. The parties, in the said letter, were also required to clarify as to how the proposed amalgamation, for which the notice was filed by them under sub-section (2) of Section 6 of the Act, met the assets or the turnover thresholds as prescribed under Section 5(c) of the Act.
3. On going through the details provided in the notice and the subsequent submissions made by the parties, it was observed that the value of the assets or the value of the turnover of the parties to the proposed amalgamation did not exceed the value of assets or the value of the turnover as prescribed under Section 5 of the Act.

4. Considering the facts on record and the details provided in the notice, it is noted that the proposed amalgamation of CMSL, PIPL and PSPL into AMPL, pursuant to the said Scheme of Amalgamation, for which the parties filed the notice under sub-section (2) of Section 6 of the Act, is not a 'combination' in terms of Section 5 of the Act. Therefore, in terms of sub-regulation (1) of Regulation 14 of the Combination Regulations, read with clause (b) of sub-regulation (1) of Regulation (2) of the Combination Regulations, the notice filed by the parties under the provisions of sub-section (2) of Section 6 of the Act on 4th March, 2013, was not required to be filed, and does not require the Commission's Order under Section 31 of the Act.
5. This decision of the Commission shall stand revoked if, at any time, the information provided by the parties is found to be incorrect.
6. The Secretary is directed to communicate the decision of the Commission to the parties accordingly.