

## COMPETITION COMMISSION OF INDIA

21<sup>st</sup> February, 2012

Combination Registration No. C-2012/02/30

### Order under section 31(1) of the Competition Act, 2002

1. On 2<sup>nd</sup> February, 2012, the Competition Commission of India (hereinafter referred to as “Commission”) received a notice jointly filed by Sterlite Opportunities and Ventures Limited (“SOVL”) and Sterlite Industries (India) Limited (“SIIL”) under sub-section (2) of Section 6 of the Competition Act, 2002 (hereinafter referred to as “Act”).
2. The said notice relates to a proposed combination wherein SOVL would amalgamate into SIIL pursuant to implementation of scheme of amalgamation under Sections 391 to 394 of the Companies Act, 1956 approved by the board of directors of SOVL and SIIL through resolutions dated 20<sup>th</sup> October, 2011 and 24<sup>th</sup> October, 2011 respectively.
3. SOVL and SIIL, along with the notice filed under sub-section (2) of Section 6 of the Act, also requested the Commission for condoning the delay in filing the notice as the notice was filed in the Commission beyond the time limit mentioned in sub-section (2) of Section 6 of the Act. The Commission in its meeting held on 8<sup>th</sup> February, 2012 considered the request of SOVL and SIIL for condoning of delay in filing the notice under sub-section (2) of Section 6 of the Act and decided to admit the belated notice with effect from 8<sup>th</sup> February, 2012. The Commission in the said meeting also decided to initiate separate proceedings under Section 43A of the Act as the notice was not filed in accordance with the provisions contained under sub-section (2) of Section 6 of the Act.
4. The proposed combination falls under Section 5 (c) of the Act.
5. SIIL is a listed public limited company incorporated under the Companies Act, 1956. As stated in the notice, SIIL is engaged in mining of copper, zinc, lead, and aluminium; production of copper cathode, copper rods, refined zinc, rods and rolled products made of aluminium; generation of thermal power and wind power for commercial purpose; and construction of coal berth. SOVL is an unlisted public limited company. SOVL is a non-deposit taking Non-Banking Finance Company as defined under Section 45 IA of the Reserve Bank of India Act, 1934 and its activities include investment in shares of the group companies. SOVL is holding 64.92 per cent equity shares of Hindustan Zinc Limited as investment.
6. As per details provided in the notice and other information on record, SOVL is a wholly-owned subsidiary of SIIL. It has been stated that the proposed amalgamation will enable SIIL to have greater financial strength and reduce administrative cost. Further, the ultimate control over the



activities of SOVL would continue to be exercised by SIIL subsequent to the implementation of the scheme of amalgamation under Sections 391 to 394 of the Companies Act, 1956 and the proposed combination is not likely to have any adverse competition concern.

7. Considering the facts on record and the details provided in the notice given under sub-section (2) of Section 6 of the Act and the assessment of the proposed combination, the Commission is of the opinion that the proposed combination is not likely to have an appreciable adverse effect on competition in India and therefore, the Commission hereby approves the proposed combination under sub-section (1) of the Section 31 of the Act.
8. This approval is without prejudice to any other legal/statutory obligations as applicable.
9. This order shall stand revoked if, at any time, the information provided by SOVL and SIIL is found to be incorrect.
10. The Secretary is directed to communicate to SOVL and SIIL accordingly.



Certified True Copy

*[Handwritten Signature]*  
24/7/12

ANIL K. VASHISHT  
Office Manager  
Competition Commission of India  
New Delhi