

PUNJAB NATIONAL BANK / METLIFE INDIA INSURANCE COMPANY LIMITED¹

Punjab National Bank (PNB) was established in 1895 and is a scheduled commercial banking company, constituted under Section 3 of the Banking Companies (Acquisition and Transfer of Undertaking) Act, 1970 and is listed in the Second Schedule of the Reserve Bank of India Act, 1934.

MetLife Insurance Company is a public unlisted company incorporated in India and is a joint venture between MetLife International, an affiliate of MetLife Inc., and a group of Indian promoters and investors. It is primarily engaged in the business of life insurance and also offers other services such as pension plans and annuities in India.

As per the notice issued to Competition Commission of India under sub-section (2) of Section 6 of the Competition Act, 2002 the above mentioned companies proposed a combination relating to the acquisition of 603, 865, 285 equity shares in MetLife by Punjab National Bank pursuant to which PNB would hold 30% of the equity share capital of MetLife.

Post removing certain defects and furnishing certain information regarding the notice, as per the terms of Regulation 14 of the Competition Commission of India (Procedure in regard to the transaction of business relating to combinations) Regulations, 2011, the CCI held 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 Competition Act, 2002.”

PHL HOLDINGS PRIVATE LIMITED / PIRAMAL ENTERPRISES LIMITED (PEL)²

PHL Holdings Private Limited (PHPL) is an unlisted investment holding company incorporated in India. As per the details disclosed in the notice, 100% equity share capital of PHPL is held by Piramal Management Services Private Limited (PMSPL). PHPL is not engaged into any significant business activity except holding investment in PEL.

PEL is a public listed company incorporated in India. As per the details disclosed in the notice, 53.04% equity share capital of PEL is held by promoters, of which PHPL holds 48.73% and the remaining 4.31% is held by individuals, HUF and Trust etc. PEL is primarily present in pharmaceuticals, financial services and information management sector.

On 3rd December, 2012, the Competition Commission of India received a notice under sub-section (2) of Section 6 of the Competition Act, 2002 jointly filed by the above two parties proposing combination relating to arrangement between the enterprises belonging to the same group and that the control over the activities carried on by PEL before and after the proposed combination would remain unchanged.

The Competition Commission of India post considering the facts on record and details provided in the notice given under sub-section (2) of Section 6 of the Act, held that:

¹CCI's decision dated 26th December, 2012 in case bearing Combination Registration No. C-2012/12/98

²CCI's decision dated 27th December, 2012 in case bearing Combination Registration No. C-2012/12/96

“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 Competition Act, 2002.”