



**COMESA Competition Commission**  
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**Common Market for Eastern  
and Southern Africa**

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**CCC Merger Inquiry Notice No. 3 of 2014**

**Notice of Inquiry into the Transaction involving the Acquisition of Adcock Ingram Holdings Limited by CFR Inversiones SPA**

It is hereby notified in terms of Article 26(6) of the COMESA Competition Regulations of 2004 (“the Regulations”) that the COMESA Competition Commission (the “Commission”) after receiving a merger notification in terms of Article 24 of the Regulations regarding the acquisition by CFR Inversiones SPA (“CFR”) of Adcock Ingram Holdings Limited (“Adcock”), intends to embark on an inquiry in terms of Article 26 of the Regulations.

The parties submitted that CFR is a wholly owned subsidiary of CFR Pharmaceuticals S.A. (“CFR Pharmaceuticals”), a multinational pharmaceuticals company headquartered in Chile. Adcock is a health care business headquartered in the Republic of South Africa. CFR intends to acquire 100% of the issued shares of Adcock (excluding the ordinary shares held by subsidiaries of Adcock, and the A ordinary shares and the B ordinary shares in Adcock) by way of scheme of arrangement in consideration for cash and newly issued CFR ordinary shares to be listed on the Santiago Stock Exchange, the Chile exchange, the Valparaiso Brokers’ Exchange and on the Main Board of the securities exchange operated by the Johannesburg Stock Exchange Limited in South Africa.

The parties submitted that CFR does not conduct any business activities in, into or from the Common Market. As a result, CFR has not derived any turnover in, into or from the Common Market and does not hold any assets in the Common Market. The parties further submitted that Adcock generates turnover in the following COMESA Member States: Kenya, Malawi, Rwanda, Sudan, Swaziland, Uganda and Zimbabwe.

The parties submitted that CFR Pharmaceuticals specializes in the research, development, production and sale of off-patent and locally unpatented branded specialty pharmaceutical products, complex injectables and over the counter products. Adcock has two principal divisions, a pharmaceuticals division (which manufactures and sells a range of branded and generic prescription and over the counter products in a broad range of therapeutic classes) and a hospital products and services division (which manufactures and sells a wide range of life saving and life enhancing products used in hospitals, clinics, blood transfusion centres, kidney dialysis units, laboratories and by patients at home).

The Commission will, in accordance with the provisions of Article 26 of the Regulations, determine among others whether or not the merger is likely to substantially prevent or lessen

competition within the Common Market for Eastern and Southern Africa (the “Common Market”).

The Commission hereby gives notice to all interested stakeholders, including competitors, suppliers and customers of the merging parties to submit written representations to the Commission in regard to the subject matter of the proposed inquiry by emailing them to: [wmwemba@comesa.int](mailto:wmwemba@comesa.int). All written representations should be sent to the Commission not later than **Friday, 30<sup>th</sup> February 2014**.

If you wish to seek further details and/or clarifications on any aspect of this proposed transaction or need assistance you may get in touch with **Mr. Willard Mwemba, Manager Mergers and Acquisitions** on Tel: +265 (0) 1 772466 or E-mail [wmwemba@comesa.int](mailto:wmwemba@comesa.int)

I wish to assure you that all the information you will make available to the Commission shall be treated with the strictest confidentiality and will only be used for the purpose of this inquiry.

**George K. Lipimile,  
Director & Chief Executive Officer  
COMESA Competition Commission.**