



REPUBLIC OF THE PHILIPPINES

PHILIPPINE COMPETITION COMMISSION

6/F DAP Building, San Miguel Avenue, Ortigas Center, Pasig City 1600

COMMISSION RESOLUTION No. 08-2018

**DIRECTING THE MERGERS AND ACQUISITIONS OFFICE TO
COMMENCE A *MOTU PROPRIO* REVIEW OF THE
ACQUISITION BY GRAB HOLDINGS, INC. AND MYTAXI.PH,
INC. OF THE ASSETS OF UBER B.V. AND UBER SYSTEMS,
INC.**

WHEREAS, under Section 16 of the Philippine Competition Act (“Act”), the Philippine Competition Commission (“PCC” or “Commission”) has the power to review mergers and acquisitions based on factors deemed relevant by the Commission and, under Section 20 of the Act, to prohibit merger or acquisition agreements that substantially prevent, restrict or lessen competition (“SLC”) in the relevant market;

WHEREAS, under Rules 3.3 and 13 of the PCC Rules on Merger Procedure (“Merger Procedure”), the PCC may review a merger on its own initiative if there are reasonable grounds to believe that Section 20 of the Act has been or is likely to be infringed;

WHEREAS, under Rule 13.2 of the Merger Procedure, there may be reasonable grounds to believe that a merger is likely to result or has resulted in SLC in the market where there are preliminary indications that customers may be adversely affected, there are possibilities for foreclosure, a high degree of market concentration exists, either of the merger parties has high market shares, the merger takes place in a critical industry, among others;

WHEREAS, based on news reports and as confirmed in a meeting with the parties on 2 April 2018, a Bill of Sale dated 25 March 2018 was executed for

the acquisition by Grab Holdings, Inc. and MyTaxi.PH, Inc. ("Grab PH") of assets of Uber B.V. and Uber Systems, Inc. ("Uber PH") ("Transaction");

WHEREAS, the Commission has not yet received any notification of the Transaction from the parties and the latter have made representations that the Transaction is not covered by the compulsory notification requirements under Section 17 of the Act;

WHEREAS, the parties have publicly indicated their intention to complete the combination of their operations and Uber PH's transition of its services to the Grab PH platform by 9 April 2018;

WHEREAS, a preliminary assessment of the Transaction conducted by the Mergers and Acquisitions Office ("MAO") indicates that there are reasonable grounds that the Transaction may likely lessen, prevent or restrict competition substantially;

WHEREAS, the preliminary assessment further indicates that the Transaction will result in a substantial increase in concentration of an already highly concentrated market in an industry that provides a basic public service;

WHEREAS, the preliminary assessment also indicates that the riding public and partner drivers may be adversely affected by the Transaction;

WHEREAS, acting on the preliminary assessment of the MAO, the Commission finds reasonable grounds to commence a *motu proprio* review of the Transaction;

NOW THEREFORE, the Commission has **RESOLVED**, as it hereby **RESOLVES**, to direct the MAO to commence a *motu proprio* review of the Transaction in accordance with Section 13 of the Merger Procedure.

DONE, this 3rd day of April 2018, in the City of Pasig, Philippines.


ARSENIO M. BALISACAN

Chairman


JOHANNES BENJAMIN R.

BERNABE

Commissioner


STELLA LUZ A. QUIMBO

Commissioner


AMABELLE C. ASUNCION

Commissioner