

COMMISSION RESOLUTION NO. 04-2023

ADJUSTING THE MERGER NOTIFICATION THRESHOLDS PURSUANT TO MEMORANDUM CIRCULAR 18-001

WHEREAS, parties to a merger or acquisition with a transaction value that satisfies the thresholds under Section 17 of Republic Act No. 10667, otherwise known as the Philippine Competition Act ("PCA") are required to notify the Commission within thirty (30) days from signing of definitive agreements relating to the merger or acquisition;

WHEREAS, pursuant to Section 12 of the PCA and Rule 4, Section 8 of its Implementing Rules and Regulations ("IRR"), the Commission has the power to determine the notification thresholds of proposed mergers and acquisitions;

WHEREAS, in 2022, the nominal Gross Domestic Product ("GDP") grew by 13.5% according to the Philippine Statistics Authority ("PSA");

WHEREAS, Section 3 of MC 18-001 provides that unless otherwise modified or repealed by the Commission, the thresholds set out in Rule 4, Section 3 (a), (b) and (d) of the IRR as amended, shall be adjusted commencing 1 March 2019 and on March 1st of every succeeding year, using as index the PSA's official estimate of the nominal GDP growth of the previous calendar year rounded up to the nearest hundred millions;

NOW, THEREFORE, the Commission has **RESOLVED**, as it hereby **RESOLVES**, to adjust the notification thresholds as follows:

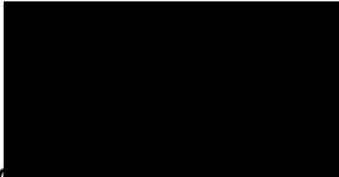
Parties to a merger or acquisition shall be required to provide notification in compliance with Section 17 of the PCA when:

- a) **The Size of Party exceeds Seven Billion Pesos (PhP 7,000,000,000.00);**
- and
- b) **The Size of Transaction [under Rule 4, Section 3(b), subsections (1), (2), (3) or (4), or Section 3(d) of the IRR, as the case may be] exceeds Two Billion Nine-Hundred Million Pesos (PhP 2,900,000,000.00).**


The revised Size of Party and Size of Transaction shall also apply to joint venture transactions under Rule 4, Section 3(d) of the IRR.

The adjustment shall take effect on 1 March 2023.

DONE this 16th day of February 2023 in Quezon City, Philippines.


MICHAEL G. AGUINALDO
Chairperson


MARAH VICTORIA S. QUEROL
Commissioner


MICHAEL B. PELOTON
Commissioner


LOLIBETH RAMIT-MEDRANO
Commissioner