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**COMMISSION RESOLUTION NO. 14 - 2019**

**DIRECTING THE MERGERS & ACQUISITIONS OFFICE TO FILE A  
SHORT COMPLAINT WITH ITS ATTACHED RECOMMENDATION  
FOR CASES INVOLVING VIOLATIONS OF THE RULES ON  
COMPULSORY NOTIFICATION AND WAITING PERIODS**

**WHEREAS**, Section 14.1 of the Philippine Competition Commission (“PCC”) Rules on Merger Procedure (“Merger Rules”) provides that the PCC may conduct an investigation of any merger that reaches the notification thresholds but has not been notified to it, or where waiting periods required under Section 17 of the Philippine Competition Act (“PCA”) have been violated;

**WHEREAS**, Section 14.2 of the Merger Rules states that if the Mergers & Acquisitions Office (“MAO”) suspects, based on its initial findings, that (i) a merger that reaches the notification thresholds has not been notified to the PCC; or (ii) there is a violation of the waiting periods required under Section 17 of the PCA (the “Non-Compliant Acts”), it will issue a notice to the merger parties and their ultimate parent entities (“Concerned Parties”) to explain;

**WHEREAS**, Section 14.7 and 15.2 of the Merger Rules require the MAO, should it find that the Concerned Parties have engaged in a Non-Compliant Act, to submit to the Commission its Recommendation, which shall contain: (i) a written description of the Non-Compliant Act; (ii) a statement of relevant facts and information; (iii) its findings; and (iv) the recommended fine;

**WHEREAS**, upon the Commission’s receipt of MAO’s Recommendation, adjudication commences under Section 15 of the Merger Rules, the proceedings under which are adversarial in nature;

**WHEREAS**, the Commission has observed during previous discussions that to reflect the adversarial nature of adjudication proceedings for cases involving violations of the rules on compulsory notification and waiting periods, such cases should indicate the above-mentioned Concerned Parties as Respondents and accordingly, the same should be properly titled as “MAO as Complainant vs. [name of Concerned Parties as Respondents],” with MAO’s Recommendation to be accompanied by a short pleading in the form of a Complaint;

**NOW, THEREFORE**, the Commission has **RESOLVED**, as it hereby **RESOLVES**, to direct the MAO to file with the Commission, through the Adjudication Division, a short Complaint with attached Recommendation for cases involving violations of the rules on compulsory notification and waiting periods.

**DONE** this 10<sup>th</sup> day of October 2019 in Quezon City, Philippines.

  
**ARSENIO M. BALISACAN, PhD**  
Chairman

*(On Official Business)*  
**JOHANNES BENJAMIN R. BERNABE**  
Commissioner

  
**AMABELLE C. ASUNCION**  
Commissioner

  
**MACARIO R. DE CLARO, JR.**  
Commissioner